

MEMORANDUM

Legal Division



Date: December 12, 2019

To: Christine Abbruscato
Lisa Ashley
Bruce Birdwell
Chris Brown
Lori Brownell
William Buck
Maxine Buckles
Rich Byrnes
Trae Camble
Yvette Camel-Smith
Spencer Chambers
Jeff Davis
Curtis Duncan
Norma Essary
Ron Farrow
Tim Finley
Roland Gonzalez
Roger Guenther
Tom Heidt
Leslie Herbst

Roger Hoh
Charlie Jenkins
Garry McMahan
Bruce Mann
Ryan Mariacher
John Moseley
Gilda Ramirez
Mike Shaffner
Jessica Shaver
Alex Skinner-Klee
Mark Smith
Paulo Soares
Randy Stiefel
Dominic Sun
RD Tanner
Jessica Thomas
Charles Thompson
Roger Walter
Marcus Woodring
Ramon Yi

From: Erik Eriksson

Subject: Minute Numbers/Port Commission Meeting, dated December 11, 2019

<u>Minute No.</u>	<u>Amount</u>	<u>Event/Action</u>
General		
		Chairman Campo convened the Port Commission meeting and provided opening remarks
Minutes		
2019-1211-01		Approve the minutes of the October 22, 2019 Port Commission meeting
Port Commission Committee Updates		
2019-1211-02		Chairman Campo reported on the Compensation Committee Meeting - October 22, 2019
2019-1211-03		Chairman Campo reported on the Audit Committee Meeting - October 22, 2019

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2019-1211-04		Commissioner Branch reported on the Procurement and Small Business Development Task Force Meeting - November 11, 2019
2019-1211-05		Commissioner Fitzgerald reported on the Pension and Benefits Committee Meeting - November 11, 2019
Appearances		
2019-1211-06		Chairman Campo recognized Ronald Bettag, EIR, who addressed the Port Commission
2019-1211-07		Chairman Campo asked if anyone else would like to address the Port Commission; there was no response
Executive		
2019-1211-08		Staff Report – Selected agenda items – Roger Guenther, Executive Director
2019-1211-09		Presentation by ICF SH&E, Inc. and deliberation regarding the review and update to the Port of Houston Authority’s 2020 Strategic Plan
2019-1211-10	\$153,220.78	Award a three-year contract to Thomson Reuters Corporation for online legal research services, and printed publications and updates
2019-1211-11	\$90,000	Enter into a service agreement with the Greater Houston Port Bureau, Inc. to provide vessel traffic movement data (real time and historical) for a one-year period in the amount of \$80,000 and subscribe to HarborLights for twenty-five users in the amount of \$10,000
2019-1211-12		Approve and adopt the proposed Internal Audit 2020 Annual Audit Plan
2019-1211-13		Authorize an Amended Interlocal Agreement with the Board of Pilot Commissioners for Harris County Ports regarding the performance of certain governmental functions and services (related to Request for Pilot Board Action to enter into an Interlocal Agreement with the Port of Houston Authority, to be considered at its public meeting of December 11, 2019)
Commercial		
2019-1211-14		Staff Report – agenda item – John Moseley, Chief Commercial Officer

<u>Minute No.</u>	<u>Amount</u>	<u>Event/Action</u>
2019-1211-15	\$391,500	Enter into a two-year professional services contract with a one-year extension option with Moacyr Pedro Da Silva Junior (or an entity in formation under his control) for trade development activities on behalf of the Port Authority in Central and South America, in an amount not to exceed \$258,000 for the two year contract period and an amount not to exceed \$133,500 for the one-year option period
2019-1211-16	\$60,000	Approve the Port Authority's 2020 membership in the Greater Houston Partnership at the Managing Partner level with associated membership fees
2019-1211-17		Approve an amendment to the lease with Volkswagen Group of America, Inc. of approximately 81.59 acres out of Blocks 10, 15, 16, and 18 in Northside Turning Basin for a four-year term commencing no earlier than January 1, 2020 at an annual rental of 2,462,138 with an annual 4% increase
2019-1211-18		Approve a lease agreement with Cooper/Ports America LLC, for approximately 6.57 acres, including an 11,000 sq. ft. open warehouse, out of Block 22B and 27D in Industrial Park East for a one-year term with a one-year mutual extension option, effective no earlier than January 1, 2020, at an annual base rent of \$270,750 subject to an annual 3% increase
2019-1211-19		Approve a lease agreement with Cooper/Ports America LLC, for approximately 10.08 acres out of Block 3A in the Northside Turning Basin for a one-year term with a one-year mutual extension option, effective no earlier than January 1, 2020, at an annual base rent of \$405,458 subject to an annual 3% increase
2019-1211-20		Approve a lease agreement with Cooper/Ports America LLC, for approximately 3.57 acres out of Block 4B in the Northside Turning Basin for a one-year term with a one-year mutual extension option, effective no earlier than January 1, 2020, at an annual base rent of \$136,017 subject to an annual 3% increase
2019-1211-21		Approve a lease agreement with Cooper/Ports America LLC, for approximately 5.18 acres out of Block 11 in the Northside Turning Basin for a one-year term with a one-year mutual extension option, effective no earlier than January 1, 2020, at an annual base rent of \$241,164 subject to an annual 3% increase
2019-1211-22		Approve a lease agreement with Cooper/Ports America, LLC, for approximately 3.56 acres including an approximately 15,563 sq. ft. warehouse for a one-year term with a one-year mutual extension option, effective no earlier than January 1, 2020, at an annual base rent of \$208,684 subject to an annual 3% increase

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2019-1211-23		Approve a lease agreement with Cooper/Ports America LLC, for approximately 10 acres out of Block 4A in the Northside Turning Basin for a one-year term with a one-year mutual extension option, effective no earlier than January 1, 2020, at an annual base rent of \$402,240 subject to a 3% annual increase
2019-1211-24		Approve a lease agreement with Auto Warehousing Co. for approximately 33.8 acres out of Block 14 of the Bayport Auto Terminal, for a one-year term, effective no earlier than January 1, 2020, at an annual base rent of \$1,089,629
2019-1211-25		Approve an amendment to the grazing lease with James H. Jackson Industries, Inc., for approximately 8.96 acres out of Block 5 at Bayport Container Terminal for an additional five years, effective January 1, 2020, at an annual rental of \$179.20
2019-1211-26		Approve the change of control of Contanda Terminals LLC and its subsidiary Contanda Greens Bayou Terminal LLC, tenants under four Port Authority leases, following the merger by and among Bishop Infrastructure I and II LLC, Buffalo Parent LLC, Buffalo Portfolio Holdings LLC, IIF Blackwater Holdings, LP, and Infrastructure Investment Fund US Holding 2, LP (managed by JP Morgan Asset Management) with Bishop Infrastructure I and II, LLC continuing as the surviving corporation and majority owner of Contanda Terminals, LLC
2019-1211-27		Approve the assignment by Jacob Stern & Sons, Inc. of three leases to JST Global, LLC (<i>as amended to authorize the Executive Director to approve the assignment by Jacob Stern & Sons, Inc. of its leases</i>)
2019-1211-28		Chairman Campo returned to Item F1 and called for public comment regarding the review and update to the Port of Houston Authority's 2020 Strategic Plan
2019-1211-28(a)		Chairman Campo recognized Bridgette Murray, Achieving Community Tasks Successfully, who addressed the Port Commission
2019-1211-28(b)		Chairman Campo recognized Stephanie Thomas, Healthy Port Communities Coalition, who addressed the Port Commission
Finance		
2019-1211-29		Staff Report – Selected agenda items – Tom Heidt, Chief Operating Officer

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2019-1211-30	\$405,000 and \$1,100,000	Authorize payment to the Harris County Appraisal District for appraisal services to be provided to the Port Authority for fiscal year 2020 in an amount not to exceed \$405,000 and authorize payment to the Harris County Tax Assessor-Collector for collection services for the 2019 tax year in an amount not to exceed \$1,100,000
2019-1211-31		Approve the actuarial valuation report dated as of August 1, 2019 for the Port of Houston Authority Restated Retirement Plan (Pension Plan)
2019-1211-32		Adopt an amended investment policy for the Port of Houston Authority Restated Retirement Plan (Pension Plan)
2019-1211-33		Adopt an amended investment policy for the Port of Houston Authority OPEB Plan, an irrevocable trust established for other post-employment benefits
2019-1211-34		Adopt a written funding policy for the Port of Houston Authority Restated Retirement Plan (Pension Plan) as required by Texas statutes
Infrastructure		
2019-1211-35		Staff Report – agenda item – Rich Byrnes, Chief Infrastructure Officer
2019-1211-36	\$244,000	Approve staff’s ranking of vendors and award a professional services contract for the design of the restroom restoration at Turning Basin Terminal to the top-ranked proposer: staff ranking – first, PDG, Inc. dba PDG Architects; second, Vergel Gay & Associates, LLC; and third, Lucien T. Vivien, Jr. & Associates, Inc. Port Commission adopted the staff-recommended ranking and authorized award
2019-1211-37	\$199,200	Award construction contract to Alphamar Group, Inc. to replace the Ramp Road 7 speed gate at Turning Basin Terminal
2019-1211-38	\$170,076	Approve a change order to McCarthy Building Companies, Inc. to perform additional work associated with the construction of Container Yard 7 at Bayport Container Terminal
2019-1211-39		Approve the renewal of expiring Port Authority licenses for new ten-year terms: Kinder Morgan Tejas Pipeline LLC, South Tex 66 Pipeline Company, LTD, INEOS Americas LLC, Manchester Terminal LLC, North Channel Water Authority, Dow Hydrocarbons and Resources LLC, Equistar Chemicals, LP,

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		Houston Pipe Line Company LP, LBC Houston LP, Pasadena Refining System, Inc., and Watco Dock & Rail LLC
2019-1211-40		Issue a marine construction permit to WEB Fleeting, LP, for a 12-acre maintenance dredged area, including approximately 50,000 cubic yards of dredged material, existing pilings, an existing boat dock, and approximately 20.11 acres of barge fleeting activity in Old River
2019-1211-41		Issue a marine construction permit to Intergulf Marine, LLC for barge fleeting on the southwest side of Alexander Island
2019-1211-42		Issue a marine construction permit to Vopak Moda Houston, LLC to construct a ship and barge terminal on the Houston Ship Channel
2019-1211-43		Issue a distribution/transmission line license to CenterPoint Energy Houston Electric, LLC for a 138-kV electrical transmission line over and across the Southside Mainline railroad right-of-way
2019-1211-44		Issue a distribution/transmission line license to Comcast of Houston LLC for one fiber optic line under and across the Port Terminal Railroad Association Northside Mainline right-of-way tracks at Industrial Road
2019-1211-45		Issue a distribution/transmission line license to Southwestern Bell Telephone Company for one fiber optic line over and across the Jacintoport Terminal
2019-1211-46		Issue a distribution/transmission line license to Southwestern Bell Telephone Company for one fiber optic line over and across the west side of the Woodhouse Terminal
2019-1211-47		Issue a pipeline license to CenterPoint Energy Resources Corp for a 2-inch natural gas pipeline under and across the Northside Mainline railroad right-of-way along McCarty Street
2019-1211-48		Amend a pipeline license to HSC Pipeline Partnership, LLC for an additional 1,929-feet of a 16-inch ethylene pipeline across the Barbours Cut Terminal and North L Street property and connecting to an additional 1,739-feet of an 8-inch ethylene pipeline across the Bayport Container Terminal property
2019-1211-49		Amend a pipeline license to KM Liquid Terminals LLC to change from a 20-inch petroleum pipeline to a 24-inch petroleum pipeline under and across the Port Terminal Railroad Association Pasadena Cut-Off railroad right-of-way at two locations

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2019-1211-50		Amend a marine construction permit to assign the permit from Targa Terminals LLC to Targa Downstream LLC for an existing dock along the Houston Ship Channel and remove the previously authorized construction modifications in the previous amendment
2019-1211-51		Amend a marine construction permit to assign the permit from Georgia Gulf Chemicals & Vinyls, LLC to INEOS Phenol and to construct a 2.9 acre three-barge dock slip along the Houston Ship Channel
2019-1211-52		Amend a marine construction permit to MARMAC LLC dba McDonough Marine Service to include approximately 16.68 acres of barge fleeting activity in Old River
2019-1211-53		Amend a distribution/transmission line license to change the licensee name from AT&T to Southwestern Bell Telephone Company for one fiber optic line over and across the Northside Turning Basin Lower Level railroad right-of-way
2019-1211-54	\$400,000	Authorize the Port Authority to enter into contributed funds agreements with the U.S. Army Corps of Engineers (USACE), in an initial amount not to exceed \$400,000, as necessary to support design review of the Houston Ship Channel Expansion Channel Improvement Project
Operations		
2019-1211-55		Staff Report – agenda item – Jeff Davis, Chief Financial Officer
2019-1211-56		Reject the bids and authorize re-advertisement for competitive sealed proposals for purchase of miscellaneous auto parts for terminal equipment at Barbours Cut Terminal, Bayport Container Terminal, and Turning Basin Terminal
2019-1211-57	\$1,000,000	Approve staff's ranking of vendors and award a two-year contract for repair of motors, generators, and alternators for Barbours Cut Terminal, Bayport Container Terminal, and Turning Basin Terminal to the top-ranked proposer: staff ranking – first, Northstar Industries; and second, Amerimex Motor and Controls, LLC Port Commission adopted the staff-recommended ranking and authorized award
2019-1211-58	\$1,766,000	Award a contract to Wesco Distribution, Inc. for the purchase of LED lighting for Barbours Cut Terminal, Bayport Container Terminal, and Turning Basin Terminal

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2019-1211-59	\$300,000	Award a two-year contract to Coastal Welding Supply, Inc. for the purchase of welding supplies and gases for Barbours Cut Terminal, Bayport Container Terminal and Turning Basin Terminal
2019-1211-60	\$350,000	Award a two-year contract to Houston-Pasadena Apache Oil Company for the purchase of miscellaneous filters for terminal equipment at Barbours Cut Terminal, Bayport Container Terminal and Turning Basin Terminal
2019-1211-61	\$170,000	Approve a change order with RailWorks Track Systems, Inc. to perform additional work associated with gantry rails at Bayport Container Terminal
2019-1211-62	\$2,569,600.40	Approve an amendment to the lease agreement with Houston Terminal, LLC for an empty container depot at Bayport Container Terminal providing for reimbursement of Houston Terminal, LLC's construction costs for certain work
2019-1211-63		Reissue and amend Port Authority Tariff Nos. 8, 14, and 15 covering the Turning Basin Terminals, Barbours Cut Terminal, and Bayport Container Terminal, all effective on or around January 1, 2020
2019-1211-64		Recommendation to issue Stevedore Licenses for one-year terms commencing January 1, 2020 and expiring December 31, 2020, to Agri American Stevedores, LLC; APS Stevedoring, LLC; BBM Terminals Corp.; Ceres Gulf, Inc.; Cooper/Ports America; Gulf Stream Marine, Inc.; Jacintoport International, LLC; Marine Terminal Corporation East; Richardson Stevedoring and Logistics Services, Inc.; Schroder Marine Service; Southern Stevedoring Co., LP; and Suderman Contracting Stevedores, Inc., upon each applicant's satisfactory completion of all requirements and obligations for license issuance

People

2019-1211-65		Staff Report – agenda items – Jessica Shaver, Chief People Officer
2019-1211-66	\$100,000	Enter into a one-year agreement with the Houston International Seafarers' Center to provide humanitarian services to seafarers whose vessels call at the terminals of the Port Authority, effective January 1, 2020

Port Security and Emergency Operations

2019-1211-67		Staff Report – Selected agenda items – Marcus Woodring, Chief Port Security and Emergency Operations Officer
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<u>Minute No.</u>	<u>Amount</u>	<u>Event/Action</u>
2019-1211-68	\$5,750,000	Award a contract to Motorola Solutions for the construction of two Astro P25 Simulcast Radio Tower Sites, utilizing the Houston-Galveston Area Council Cooperative Purchasing Program
2019-1211-69	\$550,000	Issue a purchase order to Siddons Martin Emergency Group for the purchase of a 2020 Fire Engine, using the Houston-Galveston Area Council's Cooperative Purchasing Program
2019-1211-70	\$80,000	Issue a purchase order to Metro Fire Apparatus Specialists, Inc. for the purchase of ten Self Containing Breathing Apparatus and ten cylinders, using the Houston-Galveston Area Council's Cooperative Purchasing Program
Technology		
2019-1211-71		Staff Report – Selected agenda items – Charles Thompson, Chief Information Officer
2019-1211-72	\$900,000	Issue a purchase order to SHI Government Solutions, Inc. for business and cybersecurity expansion of the Microsoft Enterprise License Agreement, using Texas Department of Information Resources cooperative purchase program over a two-year period
2019-1211-73	\$90,000	Issue a purchase order to NetSync Network Solutions, Inc. for purchase of Information Technology components (Switches, Access Points, and associated peripherals) for Container Yard 7 North, using Texas Department of Information Resources' cooperative purchase program
2019-1211-74	\$200,000	Issue a purchase order to CDW Government LLC for purchase of additional data storage, using Texas Department of Information Resources' cooperative purchase program
2019-1211-75	\$440,000	Amend and extend an existing contract with Comcast Cable Communications Management, LLC for an additional two years to support internet connectivity and redundancy and the relocation of circuits resulting from the Barbour's Cut entry gate project
Recess Open Meeting and Convene Executive Session		
Reconvene Open Meeting		
Infrastructure		
2019-1211-76		Approve staff's ranking of vendors and award a construction contract in an amount not to exceed \$4,058,220 to replace the fender system at Wharves 1 and 2 at CARE Terminal to the top-

Minute No.

Amount

Event/Action

ranked proposer: staff ranking – first, Orion Construction, LP; second, Russell Marine, LLC; and third, Alphamar Group, Inc.

Port Commission adopted the staff-recommended ranking and authorized award

2019-1211-77

Motion to authorize the Port Authority to amend its agreements for legal services with the AZA law firm for legal services on the terms discussed in Executive Session, and authorize the Executive Director to do all things necessary to give effect to the foregoing

Adjourn Meeting

NEXT MEETING REQUESTED

January 28, 2020

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