

Board of Trustees of the Galveston  
Wharves  
Special Meeting  
Friday, November 19, 2021 1:30 p.m.  
Port of Galveston  
123 Rosenberg Avenue, 8th Floor  
Galveston, TX 77550

**BOARD OF TRUSTEES**  
Chairman Harry D. Maxwell, Jr.  
Vice Chairman Todd P. Sullivan  
Trustee/Mayor Craig Brown  
Trustee Sheila S. Lidstone  
Trustee E.L. "Ted" O'Rourke  
Trustee Jeff Patterson  
Trustee Victor Pierson  
Rodger Rees, Port Director/CEO  
Anthony P. Brown, Port Attorney

**NOTICE OF MEETING**

One or more members of the Board of Trustees of the Galveston Wharves may attend the Special Meeting scheduled at 1:30 p.m. on November 19, 2021 at the Port of Galveston, 123 Rosenberg, Galveston Texas 77550, by video-conference or in person.

The Special Meeting is open to the public. Seating is limited due to COVID. To reserve a seat, please call 409.765.9321 ext 4.

Members of the public may participate in the meeting in the following ways:

1. Watch the meeting at the following online at:  
<https://www.portofgalveston.com/68/watch-meetings-online>
2. Submit public comment in advance of the meeting. Comments can be submitted to:  
[https://www.portofgalveston.com/formcenter/public-comment-form-2/public-comment-form-](https://www.portofgalveston.com/formcenter/public-comment-form-2/public-comment-form-36)

36

3. Attend the meeting in person at the above address.

**A. CALL TO ORDER**

- A.1 Roll Call
- A.2. Declaration of Quorum
- A.3. Pledge of Allegiance

**B. DECLARATION OF CONFLICTS OF INTEREST BY TRUSTEE**

**C. COMMENTS FROM THE PUBLIC**

The Public will be permitted to submit public comments electronically. Comments can be submitted to: [HTTPS://WWW.PORTOFGALVESTON.COM/FORMCENTER/PUBLIC-COMMENT-FORM-2/PUBLIC-COMMENT-FORM-36](https://www.portofgalveston.com/formcenter/public-comment-form-2/public-comment-form-36)

**D. RECESS INTO EXECUTIVE SESSION**

**D.1. ANNOUNCE GOING INTO EXECUTIVE SESSION PURSUANT TO TEXAS GOVERNMENT CODE  
Section 551.072 - Real Estate**

- a. Deliberate the Purchase, Exchange, Lease or Value of Property
  1. Proposed Tenant's Leasehold Financing Transaction - Cruise Terminal 10 - Galveston Cruise Terminal, LLC
  2. Proposed Restricted Transfer of Tenant – Cruise Terminal 10 – Galveston Cruise Terminal LLC

**ADJOURNMENT OF EXECUTIVE SESSION**

## **E. RECONVENE SPECIAL MEETING**

- E.1. Discuss And Consider Action, If Any, On Specific Matters Discussed In Executive Session Which Were Listed On The Agenda In Sufficient Detail To Provide Notice To The Public As Required By The Texas Open Meetings Act**

## **F. BUSINESS ITEMS**

- F.1. Discuss And Consider Approval Of Documents Relating To Proposed Financing Transaction Which Galveston Terminal, LLC Seeks To Enter, Secured By Its Leasehold Interest In Ground Lease (Cruise Terminal 10)**

Documents:

[F1.PDF](#)

- F.2. Discuss And Consider Approval Of Tenant's Request For Approval Per Ground Lease - Proposed Transfer Of Ownership Interest In Tenant From Current Owners (Royal Caribbean Cruises Ltd. And Ceres Terminals Holdings LLC) To A Holding Company Wholly Owned By The Same Current Owners**

Documents:

[F2.PDF](#)

## **G. COMMENTS FROM THE BOARD OF TRUSTEES**

Pursuant to Texas Government Code Section 551.0415, Trustees may report on any of the following items:

1. Expressions of thanks, gratitude, and condolences
2. Information regarding holiday schedules
3. Honorary or salutary recognition of a public official, public employee, or other citizen
4. Reminders regarding Galveston Wharves events
5. Reminders regarding community events
6. Health and safety announcements

## **H. ADJOURNMENT**

THE ITEMS LISTED FOR THE CONSENT AGENDA ARE CONSIDERED ROUTINE AND WILL NOT BE DISCUSSED UNLESS A TRUSTEE DESIRES TO DISCUSS – AS IS THE CASE, THAT SUCH ITEM WILL BE REMOVED FROM THE CONSENT AGENDA AND CONSIDERED PRIOR TO THE REGULAR AGENDA ITEMS. AS USED IN THIS NOTICE, THE TERM “EXECUTIVE SESSION” MEANS A “CLOSED MEETING” AS DEFINED IN TEXAS GOVERNMENT CODE CHAPTER 551, THE OPEN MEETINGS ACT. THE BOARD RESERVES THE RIGHT TO ADJOURN INTO EXECUTIVE SESSION AT ANY TIME DURING THE COURSE OF THIS MEETING TO DISCUSS ANY SUBJECT, INCLUDING WITHOUT LIMITATION ANY SUBJECT APPEARING ON THIS AGENDA, AS AUTHORIZED BY THE OPEN MEETINGS ACT. FOLLOWING ANY EXECUTIVE SESSION, THE BOARD IN OPEN SESSION MAY TAKE A FINAL ACTION, DECISION, OR VOTE ON A MATTER DELIBERATED IN EXECUTIVE SESSION, AS AUTHORIZED BY THE OPEN MEETINGS ACT.

I certify that the above Notice of Meeting was posted in a place convenient to the public, in accordance with Chapter 551 of the Texas Government Code, on or before 1:00 p.m. Tuesday, November 16, 2021.

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Rodger Rees, Port Director/CEO

**PLEASE NOTE:**  
IN ACCORDANCE WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES ACT (ADA), PERSONS IN NEED OF A SPECIAL ACCOMMODATION TO PARTICIPATE IN THIS PROCEEDING SHALL, WITHIN THREE (3) DAYS PRIOR TO ANY PROCEEDING, CONTACT THE PORT'S OFFICE, 123 ROSENBERG, GALVESTON, TEXAS 77550 (409-765-9321).