

**GALVESTON PORT FACILITIES CORPORATION
REQUEST FOR DISCUSSION AND
DIRECTORS ACTION**

MINUTES

PREPARED BY: Angelina Ramirez Secretary, GPFC March 15, 2019

SUBJECT: Minutes – Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 26, 2019

BACKGROUND: Attached are the minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 26, 2019.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes x

RECOMMENDATIONS: The Directors of the Galveston Port Facilities Corporation are respectfully requested to review and approve the minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 26, 2019.

Respectfully Submitted By:



Rodger Rees, President
Galveston Port Facilities Corporation

DATE ACTION TAKEN: _____

Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

**Minutes of the Special Meeting of the
Galveston Port Facilities Corporation
Tuesday, March 26, 2019**

Minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, March 26, 2019 in Room 204 on the 2nd Floor of City Hall, 823 Rosenberg, Galveston, Texas.

The Secretary to the Directors of the Corporation called roll.

Chairperson O'Rourke declared a quorum of the Directors present and called the meeting to order at 8:45 a.m., Tuesday, March 26, 2019.

Presiding Officer: E.L. "Ted" O'Rourke, Chairperson

Present:	Chair E.L. "Ted" O'Rourke	Vice Chair Albert P. Shannon
	Director Elizabeth Beeton	Director Richard D. DeVries (A)
	Director Doug Godinich	Director Brian Maxwell
	Director Harry D. Maxwell, Jr.	Director Todd P. Sullivan
	Director Mayor James D. Yarbrough	

Others:	Rodger Rees	Anthony P. Brown
	Erika Barragan	Laura Camcioglu
	Brett Milutin	Cristina Galego
	Humberto Leal	Angie Ramirez

The Directors, Port staff and visitors to the meeting recited the Pledge of Allegiance.

Chairperson O'Rourke called for the declaration of conflicts of interest on today's agenda items. Trustee Sullivan stated his standing conflict with Callen Marine and DRC Emergency Services.

Chairperson O'Rourke called for General Business.

D-1 Consider Acceptance of the Galveston Wharves (Port and the Galveston Facilities Corporation (GPFC) Consolidated Financial Audit, Comprehensive Annual Financial Report (CAFR), and the Federal Single Audit Report: Agenda Item D-1 was tabled until the April 23rd Board meeting.

D-2 Discuss and Consider Resolution Approving the Galveston Wharves Investment Policy Following the Annual Review as Required by the Public Funds Investment Act: *Vice Chairman Shannon moved to accept the Galveston Wharves Investment Policy and annual review as required by the Public Funds Investment Act. Motion was seconded by Trustee Maxwell and unanimously carried.*

D-3 Discuss and Consider Approval of Second Amendment to Lease and Development Agreement with Del Monte Fresh Produce, N.A. Inc. Mr. Rees updated the Trustees on the ongoing dialog and the request from Del Monte Fresh Produce, N.A. Inc. Tony Brown clarified the options and negotiations, which would be included in any approval today, authorizing the Port Director to include the discussion on relocation of Del Monte in the amendment. All other terms remain in place. After considerable discussion, *Trustee Maxwell moved approval of the Second Amendment to the Lease and Development Agreement with Del Monte Fresh Produce, N.A. Inc. subject to the Port Director's right to include negotiations with on the relocation provisions. Trustee Sullivan seconded the motion. Motion unanimously carried.*

Chairperson O'Rourke called for approval of the minutes. *Director Shannon moved, with the second of Trustee/Mayor Yarbrough, to approve the minutes of the Special Meeting of the Galveston Port Facilities Corporation held Tuesday, December 18, 2018 as presented to the Directors in their note books. Motion unanimously carried.*

Chairman O'Rourke called for a motion to adjourn. Vice Chairman Shannon moved for adjournment. Motion was seconded by Director Harry Maxwell and unanimously carried. The meeting of the Galveston Port Facilities Corporation stood adjourned at 9:03 a.m., Tuesday, March 26, 2019.



Angelina Ramirez, Secretary
Galveston Port Facilities Corporation