

I N D E X
PORT COMMISSION
OF THE
PORT OF HOUSTON AUTHORITY
OF THE PORTS OF HARRIS COUNTY, TEXAS
May 25, 2021

<u>Minute No.</u>	<u>Event/Action</u>
	General
	Chairman Campo convened the virtual Port Commission meeting and provided opening remarks
	Minutes
2021-0525-01	Approve the minutes of the April 27, 2021 Port Commission meeting
	Staff Reports
2021-0525-02	Roger Guenther, Executive Director, presented a summary of selected financial and operational matters
	Appearances
2021-0525-03(a)	Chairman Campo recognized Kristina Zatopek, East Harris County Empowerment Council, who addressed the Port Commission
2021-0525-03(b)	Chairman Campo recognized Stephanie Thomas, Public Citizen, who addressed the Port Commission
2021-0525-03(c)	Chairman Campo recognized Bay Scoggin, TexPIRG, who addressed the Port Commission
2021-0525-03(d)	Chairman Campo asked if anyone would like to address the Port Commission; there was no response
	F. Executive
2021-0525-04	Chairman Campo introduced agenda Item F1
2021-0525-05	Approve and adopt the proposed Position Statement on Diversity, Equity, and Inclusion to foster a culture of diversity and inclusion, innovation, and open communication
2021-0525-06	Chairman Campo recognized Mr. Heidt to introduce agenda Item F2

<u>Minute No.</u>	<u>Event/Action</u>
2021-0525-07	Approve staff's selection of eleven law firms from which to select teams to advise and assist with future debt financing arrangements and public finance legal needs over the next five years
	G. Commercial
2021-0525-08	Chairman Campo recognized Mr. Heidt to provide a report of selected Commercial Division agenda items
2021-0525-09	Review and amend the Memorandum of Understanding between the Panama Canal Authority and the Port Authority
2021-0525-10	Authorize the extended term of a month-to-month lease commencing June 1, 2021 with WATCO Transloading L.L.C. for approximately 5.31 acres out of Block 28 in Industrial Park East with a 3% annual rent increase
2021-0525-11	Approve a lease agreement for a 3-year term with VersaCold Logistics, L.L.C., for approximately 1.16- acres out of Block 11 at Barbours Cut Terminal effective no earlier than June 1, 2021, at an annual base rent of \$66,594.60 with a 3% annual increase
	H. Finance
2021-0525-12	Chairman Campo recognized Mr. Heidt to provide a report of selected Finance Division agenda items
2021-0525-13	Award a five-year contract with McGriff Insurance Service, Inc. to serve as the Port Authority's Property and Casualty Insurance Broker of Record
2021-0525-14	Approve staff's selection of twenty-six investment banking and debt underwriting firms from which to select teams to assist with the Port Authority's future debt financing requirements over the next five years
	I. Infrastructure
2021-0525-15	Chairman Campo recognized Mr. Heidt to provide a report of selected Infrastructure Division agenda items
2021-0525-16	Approve staff's ranking of vendors and award a professional services contract for the planning and design for reconstruction of 87 acres of container yards at Barbours Cut Terminal to the top-ranked proposers: staff ranking – first, AECOM Technical Services, Inc.; second, Hatch Associates Consultants, Inc.; and third, RPS Group
	Port Commission adopted the staff-recommended ranking and authorized award

<u>Minute No.</u>	<u>Event/Action</u>
2021-0525-17	<p>Approve staff's ranking of vendors and award a professional services contract for the design for the rehabilitation of Wharves 4, 5, and 6 at Barbours Cut Terminal to the top- ranked proposers: staff ranking – first, Hatch Associates Consultants, Inc.; second, Jacobs Engineering Group, Inc.; and third, AECOM Technical Services, Inc.</p> <p>Port Commission adopted the staff-recommended ranking and authorized award</p>
2021-0525-18	<p>Approve staff's ranking of vendors and award a professional services contract for the 2021 electrical and communications Facility Inspection and Condition Assessment Program at Bayport Container Terminal (FICAP) to the top-ranked proposer: staff ranking – first, Hatch Associates Consultants, Inc.; and second, Jacobs Engineering Group, Inc.</p> <p>Port Commission adopted the staff-recommended ranking and authorized award</p>
2021-0525-19	<p>Amend the professional services contract with HDR Engineering, Inc. to perform additional design services for the management of placement areas at Bayport Container Terminal</p>
2021-0525-20	<p>Approve a change order with Satterfield & Pontikes Construction, Inc. to perform additional work associated with the construction of Container Yard 2 South at Bayport Container Terminal</p>
2021-0525-21	<p>Enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at the Bayport Container Terminal and Auto Terminal and Barbours Cut Terminal</p>
2021-0525-22	<p>Enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at Woodhouse Terminal and Sims Terminal</p>
2021-0525-23	<p>Enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at the Jacintoport Terminal and CARE Terminal</p>
2021-0525-24	<p>Approve renewal of the following expiring Port Authority licenses for new ten-year terms: Air Products, LLC, Chevron Phillips Chemical Company LP, City of Galena Park, Enterprise Products Operating LLC, Equistar Chemicals, LP, Ethyl Corporation, INEOS Chocolate Bayou Pipeline, LLC, Lone Star NGL Mont Belvieu LP, Targa Downstream LLC, and Valero Refining-Texas, LP</p>

<u>Minute No.</u>	<u>Event/Action</u>
2021-0525-25	Issue a pipeline license to Intercontinental Terminals Company LLC for one 12-inch methanol pipeline under and across the Port Terminal Railroad Association's Southside Mainline railroad right-of-way
2021-0525-26	Issue a pipeline license to Pasadena Performance Products, LLC for one 8-inch NGL pipeline under and across the Port Terminal Railroad Association's Pasadena Cut-Off railroad right-of-way
2021-0525-27	Issue a transmission line license to Southwestern Bell Telephone Company for one fiber optic cable over and along the road at Sims Bayou
2021-0525-28	Issue a private road-rail grade crossing license to Watco Companies, LLC over the Northside Mainline railroad right-of-way near Greensport
2021-0525-29	Amend a pipeline license issued to Enterprise TE Products Pipeline Company LLC to remove the existing pipeline and relocate a new pipeline adjacent to the original location and to a greater depth across Cedar Bayou
2021-0525-30	Amend an open drainage channel (ditch) license agreement with PCI Nitrogen, LLC to extend the term for an additional ten years for the continued use of a concrete splash pad near the Southside Mainline railroad right-of-way

J. Operations

2021-0525-31	Chairman Campo recognized Mr. Heidt to provide a report of selected Operations Division agenda items
2021-0525-32	Award a three-year contract to Home Depot U.S.A., Inc. for the purchase of miscellaneous hardware and construction supplies for Barbours Cut Terminal, Bayport Container Terminal, and Turning Basin Terminal, using the U.S. Communities Government Purchasing Alliance
2021-0525-33	Issue a purchase order to Altec Industries, Inc. for purchase of an articulating telescopic aerial device "bucket truck", using a Sourcewell cooperative purchase program contract
2021-0525-34	Issue a purchase order to Rush Bus Centers for the purchase of one 26-passenger bus for Bayport Container Terminal, using the Houston-Galveston Area Council Cooperative Purchase Program
2021-0525-35	Issue a purchase order to Caldwell Country Chevrolet for purchase of two Chevy 4500 heavy duty cargo trucks for Barbours Cut Terminal, using Local Government Purchasing Cooperative's BuyBoard, a cooperative purchase program

Minute No.

Event/Action

K. People

- 2021-0525-36 Chairman Campo recognized Mr. Heidt to provide a report of selected People Division agenda items
- 2021-0525-37 Renew a five-year contract with PayFactors Group LLC, for compensation technology software and data management, at \$15,000 per year

L. Port Security and Emergency Operation (no items)

M. Technology

- 2021-0525-38 Chairman Campo recognized Mr. Heidt to provide a report of selected Technology Division agenda items
- 2021-0525-39 Approve a purchase order to HP, Inc. for purchase of laptops and associated peripherals for the first phase of telecommuters coming back on site, using the Texas Department of Information Resources' cooperative purchase program

Recess Open Meeting and Convene Executive Session

Reconvene Open Meeting

- 2021-0525-40 Authorize the Port Authority to amend the agreements for legal services with (a) Best Best & Krieger LLP, and (b) Lynette Fons on the terms discussed in Executive Session, and to authorize the Chief Legal Officer to do all things necessary to give effect to the foregoing

Adjourn Meeting

**Port of Houston Authority
Port Commission Public Meeting**

**Houston, Texas
May 25, 2021**

A public meeting of the Port Commission of the Port of Houston Authority of Harris County, Texas was convened on May 25, 2021 at 9:15 a.m., via Cisco WebEx. The following commissioners, staff, and counsel were present:

Ric Campo, Chairman
Wendy Cloonan, Commissioner
Dean Corgey, Commissioner
Cheryl Creuzot, Commissioner
Stephen DonCarlos, Commissioner
Clyde Fitzgerald, Commissioner
Roy Mease, Commissioner
Roger Guenther, Executive Director
Erik Eriksson, Chief Legal Officer
Tom Heidt, Chief Operating Officer
J. Kent Friedman, outside counsel

Chairman Campo began his opening remarks by noting that Infrastructure Week was acknowledged and celebrated at the previous Port Commission meeting, adding that the importance of continued investment in infrastructure improvements for the efficient movement of freight had recently been highlighted: a groundbreaking at the Beltway 8 property marked the start of work on a critical area for dredge placement for the Houston Ship Channel Expansion Improvement Project (Project 11), and an op-ed piece had been released and distributed across several media outlets which stressed the need for infrastructure.

Chairman Campo gave a quick update on Project 11. Progress continued with the completion of several designs and constructability review by the U.S. Army Corps of Engineers (Army Corps). Several specific development tasks were advanced related to relocating pipelines, oil facilities, and addressing minor real estate issues. The Port Authority remained on track to sign the Project Partnership Agreement with the Army Corps at the end of June 2021. Finally, on May 26, 2021 the Project 11 team would conduct the third "Industry Day," a continuation of outreach to the dredging industry to ensure the supplier base maintained full awareness of the project schedule and would be ready to efficiently propose on Project 11 contracts.

Chairman Campo highlighted other events at the Port Authority. The previous week the Port Authority celebrated National Police Week, a weeklong recognition established in 1962 to pay tribute to law enforcement officers who lost their lives in the line of duty. The week concluded with Peace Officers Memorial Day on May 15, which was observed by displaying the flag at half-staff on government buildings. The observance held special meaning for Port Authority Police officers who risk their lives to protect and serve the people and commerce of the port.

Chairman Campo stressed the Port Authority's drive for excellence in environment and sustainability leadership. The Sustainability Action Team was executing its plan to engage stakeholders to gauge opportunities for additional projects that could support the Port Authority's sustainability goal through environmental, social, and governance (ESG) initiatives.

The Port Authority has invited approximately 80 stakeholders across a broad spectrum of interests, including neighboring citizens and community organizations, environmental advocates, industry ship channel users, beneficial cargo owners, vessel owners, and sustainability focused representatives of the city, county, and academia.

Chairman Campo continued: the first round of workshops had the primary purpose of listening to stakeholders while evaluating dozens of ideas in the ESG areas, with the aim to understand better where the Port Authority could take the lead, where it would be an effective partner, and where it could offer its support. The team would collate the first-round findings and conduct a second-round workshop to coalesce around possible recommendations. Finally, the team would review the outputs with a smaller board of senior advisors to validate the recommendations before reporting to the Port Commission at the July 2021 Community Relations Committee meeting.

Chairman Campo concluded his remarks by encouraging all present to honor and mourn the military personnel who had died during the performance of their military duties while serving in the United States Armed Forces during the forthcoming Memorial Day weekend.

(2021-0525-01) Chairman Campo called for a motion to approve the minutes of the April 27, 2021 Port Commission meeting. Commissioner Mease moved for approval, seconded by Commissioner Corgey. The minutes were approved as written.

(2021-0525-02) Roger Guenther, Executive Director, presented a summary of selected April 2021 operating results as follows.

- Following a strong month in March, operation activity across Port Authority public facilities remained solid through April.
- Only a year ago, container volume began to pull back rapidly due to the pandemic, followed by a few lean months of double-digit declines. It was not surprising, therefore, that April 2021 exceeded the prior April with an increase of 25% in TEU activity.
- The increase was driven by strong import demand, but export containers showed a solid rebound.
- Total container volume for the year was up three percent over the prior year.

- General cargo activity through the Port Authority's multipurpose facilities was up more than seven percent over the prior year.
- There were reports of strong projections of steel activity for the month of May.
- Imports continued to trend upward and were recovering from 2020.
- Overall, cargo through Port Authority facilities was solid.
- The maiden voyage of the *ONE Moderna*, expected to arrive on June 13, 2021, marked a new service.
- This fifth direct, all-water Asian service was calling on the Port Authority with vessels in the 7,000 TEU capacity range.
- The new service provided for new business and new opportunities for import and export for the Port Authority's beneficial cargo owners and shippers through the terminals.

Mr. Guenther remarked that the Port Authority continued to make the investments in the capital plan needed to stay ahead of the demand. The previous day the Port Authority issued a "notice to proceed" to the contractor for construction of the Wharf 6 project at the Bayport Container Terminal. The project supported the continued growth of container activity and larger vessels calling on Port Authority facilities.

Mr. Guenther noted that many had asked about the status of telecommuters returning to the office, and remarked that a phased return to the Executive Office building had begun on a limited schedule. Staff was taking a methodical approach to returning so that safety protocols and social distancing were maintained. More employees would return in mid-June.

Finally, Mr. Guenther discussed the continued progress being made on one of the Port Authority's strategic priorities: fostering diversity, equity, and inclusion (DEI) within the organization, to enable it to become a best place to work. The Port Authority ramped up its DEI efforts beginning last summer as the need to communicate had been heightened by the events of the prior year, including the death of George Floyd one year ago that day. Roundtable discussions were held and attended by 122 employees, mandatory training on inclusive leadership for senior staff was rolled out, and an organizational training program was being worked on. A cross-functional DEI action team had led many more efforts on that front, including the ongoing development of a DEI plan.

Mr. Guenther recognized that the importance of DEI went beyond the Port Authority's internal culture. As a leader of commerce and economic activity in the most diverse city in the U.S., the Port Authority had a duty to promote diversity, equity, and inclusion through the region. The results of the disparity study conducted in 2020 revealed the need for the Port Authority to address DEI externally through greater equity in its contracting. An initiative to create greater opportunity for minority- and women-owned businesses to work with the Port Authority had been started. The initiative included

reforming the Port Commission's Procurement and Small Business Development Task Force as the Business Equity Committee, adopting a new MWBE Development Policy with aggressive goals for participation, and the creation of a strategic marketing plan to get the word out to the community.

Mr. Guenther stated that the steps taken so far had given the Port Authority a running start for two big leaps to be taken that day. First, a draft DEI Position Statement was on the agenda for adoption. It was a forward-looking public declaration and internal mantra capturing the vision for DEI at the Port Authority. Second, a Business Equity Division was added to the Port Authority with a new Chief Officer that would report directly to Mr. Guenther. The new division would provide vision, leadership, and guidance for the Port Authority's diversity, equity, and inclusion efforts, with a focus on promoting equity and enhancing opportunity for all, both internally and externally.

Mr. Guenther emphasized that the new division would elevate the profile of DEI at the Port Authority, ensuring that it had the organizational weight and leadership needed to produce meaningful and sustainable change. The new division would absorb what was the Small Business Department, while education outreach would be relocated into the Community Relations Department, marrying up the maritime education program and community engagement efforts.

Commissioner Fitzgerald inquired as to length that the new cranes would be able to reach; Mr. Guenther believed the number was twenty-two wide, adding that these would be the tallest cranes in the fleet. Commissioner Fitzgerald noted that he had heard a vessel recently unloaded 6,000 TEUs at the Port Authority, and inquired as to whether that was a record; Mr. Guenther was not sure.

Commissioner Corgey asked about the beam length on the ships that would be serviced by the new cranes. Mr. Guenther explained that everything was being designed around the Neopanamax vessels, which were 160 feet in beam, but he thought the cranes may be even longer.

Chairman Campo noted that volumes were up 3%, and wondered how long it would take for the supply chain to get back to normal pre-pandemic levels. He added that items such as lumber were currently in short supply; prices had doubled. Mr. Guenther replied that the belief was that it would carry on through the end of the year. He added that not only was the import market going to be strong, but export of petrochemicals was ramping up.

Chairman Campo lamented that the news was not better: prices were spiking, which was difficult for the end-consumer. Mr. Guenther remarked, however, that it was good for Houston as there was tremendous demand and the Port Authority was able to handle the volume. Chairman Campo concluded that it was good for business, bad for consumers.

(2021-0525-03) Appearances

(a) Chairman Campo recognized Kristina Zatopek, East Harris County Empowerment Council, who addressed the Port Commission.

Ms. Zatopek petitioned the Port Commission to deny the pipeline license to Intercontinental Terminals Company LLC (ITC) that was on the agenda as Item 110. She stated that ITC had not been a good neighbor and should not be rewarded for continuous bad behavior: ITC had a long history of EPA infringements and failed inspections.

Ms. Zatopek continued by noting that ITC had not changed its direction since the explosion at its facility in March of 2019. ITC received Environmental Protection Agency High Priority Clean Air Act (CAA) violations every quarter from April 2020 through June 2021 and a Resource Conservation and Recovery Act (RCRA) violation in 2020.

Ms. Zatopek stressed that the Port Authority's commitment to its DEI impact should weigh on its consideration, taking into account that ITC was in a 40% people-of-color (POC) community.

Mr. Guenther explained that the request was for a routine license. The Port Authority did not view the license as a reward, and there had been no issues that constituted any reason to deny the license.

Chairman Campo clarified that the Port Authority was the non-federal sponsor of the channel and operated the public docks. The leasing of land and granting pipeline licenses was a perfunctory part of its job; the Port Authority was not an entity that enforced environmental law, and the activity of other entities along the channel was not under the purview of the Port Authority. The Port Authority's job was not to decide if a company was good or bad when considering access to public resources, including pipelines.

Commissioner Corgey remarked that it was the Port Authority's responsibility to create and promote jobs, and denying a pipeline license would go against said responsibility.

Commissioner DonCarlos inquired as to whether the license was for a new or existing pipeline. Mr. Byrnes clarified that the license was for a new pipeline to be constructed along a Port Terminal Railway Association (PTRA) rail spur.

Commissioner Mease asked if staff would inspect the pipeline once it was completed. Mr. Byrnes assured Commissioner Mease that both PTRA and the Port Authority would inspect the completed pipeline.

(b) Chairman Campo recognized Stephanie Thomas, Public Citizen, who addressed the Port Commission.

Ms. Thomas offered comments on the Port Authority's DEI Plan. She appreciated the part stating the Port Authority was committed to doing what was right within the organization and the community: it was a good first step.

Ms. Thomas commented on the ITC pipeline request. She understood that licensing was a perfunctory part of the Port Authority's job, but felt there was room to consider what was in the best interest for those seeking jobs as well as those in the community.

Chairman Campo thought there was room to have a broad conversation within the ESG conversations about the Port Authority's role and responsibilities regarding its licensing. However, until there was a review of that role it was difficult to change the current policy.

(c) Chairman Campo recognized Bay Scoggin, TexPIRG, who addressed the Port Commission.

Mr. Scoggin had done a lot of research on buses, and he had heard the Port Authority was looking to acquire a new bus for the Bayport Container Terminal. He reported that zero emission buses reached cost parity: each electric bus purchased would net a savings of over \$200,000 during the life of the vehicle. Although the initial cost of electric buses was higher, they had 70% - 90% fewer moving pieces and therefore required significantly less operations and maintenance costs. Coupled with the savings in fuel, the overall lifetime cost of the bus was less than that of a normal one.

Mr. Scoggin highlighted ancillary benefits, such as reduced air pollution. He noted that exhaust fumes from regular buses polluted the direct area around and inside the bus. Additionally, there were significant funding opportunities for the purchase of electric buses, which would compound the savings of electric vehicles. He was happy to pass along such opportunities: every new electric bus purchased in the future would be value-added.

Chairman Campo suggested Mr. Scoggin join the sustainability group and advocate for the use of electric vehicles. The question for the Port Authority was how viable the technology was at present. Mr. Guenther added that the Port Authority had electric yard mules that it was currently testing, and it was evaluating the total cost. He was open to looking into the availability and use of electric buses.

Chairman Campo remarked that the Port Authority would be publishing an ESG report later in the year.

Commissioner Corgey felt that Mr. Scoggin raised excellent points and his comment were well received.

(2021-0525-04) Chairman Campo introduced agenda Item F1 and asked for any comments from the Commissioners.

Commissioner Cloonan was appreciative of the strategy to create a new division to put meat on the DEI Plan.

(2021-0525-05) RCA F1 was presented, moved by Commissioner Corgey, seconded by Commissioner Fitzgerald. Chairman Campo, and Commissioners Cloonan, Corgey, Cruzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. MOTION PASSED.

(2021-0525-06) Chairman Campo recognized Mr. Heidt to provide a report of selected Executive Division agenda items.

Mr. Heidt remarked that Item F2 was for the approval of eleven law firms to advise and assist on future debt financing, in anticipation that the Port Commission may authorize and approve the issuance of debt to finance costs related to Project 11.

(2021-0525-07) RCA F2 was presented, moved by Commissioner Corgey, seconded by Commissioner Cruzot. Chairman Campo, and Commissioners Cloonan, Corgey, Cruzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA F2 PASSED.

(2021-0525-08) Chairman Campo recognized Mr. Heidt to provide a report of selected Commercial agenda items.

Mr. Heidt commented on agenda Item G1, which was to amend a Memorandum of Understanding (MOU) between the Panama Canal Authority and the Port Authority. The MOU had been in place since 2003 and was important due to the exchange of data and joint marketing done between the parties.

(2021-0525-09) RCA G1 was presented, moved by Commissioner DonCarlos, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Cruzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA G1 PASSED.

(2021-0525-10) RCA G2 was presented, moved by Commissioner DonCarlos, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Cruzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA G2 PASSED.

(2021-0525-11) RCA G3 was presented, moved by Commissioner DonCarlos, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corghey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA G3 PASSED.

(2021-0525-12) Chairman Campo recognized Mr. Heidt to provide a report of selected Finance agenda items.

Mr. Heidt remarked on agenda Item H1, a contract for a property and casualty insurance broker of record. The broker helped to develop the insurance program, create specifications for bids, and negotiate pricing for annual premiums. Item H2 was similar to Item F2, except it pertained to 26 investment banking and debt underwriting firms that could be used for future debt financing requirements. The final team, comprised of the legal and underwriting members, would be brought before the Port Commission for review and approval.

(2021-0525-13) RCA H1 was presented, moved by Commissioner Mease, seconded by Commissioner Corghey. Chairman Campo, and Commissioners Cloonan, Corghey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA H1 PASSED.

(2021-0525-14) RCA H2 was presented, moved by Commissioner Mease, seconded by Commissioner Corghey. Chairman Campo, and Commissioners Cloonan, Corghey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA H2 PASSED.

(2021-0525-15) Chairman Campo recognized Mr. Heidt to provide a report of selected Infrastructure agenda items.

Mr. Heidt explained agenda Items I1 and I2 were associated with the \$80 million grant for the rehabilitation of Barbours Cut Terminal. Item I1 pertained to the planning and design for reconstruction of 87 acres of container yard while Item I2 pertained to the design for the rehabilitation of Wharves 4, 5, and 6.

Mr. Heidt continued: Item I3 was for the next step in the Port Authority's facility inspection and condition assessment program (FICAP) program. The item would start the evaluation process for the Port Authority's electrical and communications systems at the Bayport Container Terminal. Items I6, I7, and I8 were for the approval of memoranda of understandings with the Army Corps for maintenance dredging at Port Authority berths. These would allow for "piggybacking" off the Army Corps' dredging activities, to allow the Port Authority to save money on dredging.

Commissioner Corgey inquired as to whether staff had considered operating its own dredge to save money instead of piggybacking off Army Corps contracts. Mr. Heidt acknowledged that it had been considered in the past and was deemed not economically viable, but noted that staff could start the review again. Mr. Guenther added that it was a small amount of work considering how much would be needed to keep a dredge busy.

Commissioner Mease questioned whether several prior contracts let on Wharves 4, 5, and 6 related to Items 11 and 12. Mr. Heidt clarified that Wharves 1, 2, and 3 had previously been rehabilitated. Wharves 4, 5, and 6 were next as part of a new project.

(2021-0525-16) RCA 11 was presented. Commissioner Creuzot moved for staff's ranking of vendors - first, AECOM Technical Services, Inc.; second, Hatch Associates Consultants, Inc.; and third, RPS Group, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA 11 PASSED.

(2021-0525-17) RCA 12 was presented. Commissioner Creuzot moved for staff's ranking of vendors - first, Hatch Associates Consultants, Inc.; second, Jacobs Engineering Group, Inc.; and third, AECOM Technical Services, Inc., seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA 12 PASSED.

(2021-0525-18) RCA 13 was presented. Commissioner Creuzot moved for staff's ranking of vendors - first, Hatch Associates Consultants, Inc.; and second, Jacobs Engineering Group, Inc., seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA 13 PASSED.

(2021-0525-19) RCA 14 was presented, moved by Commissioner Creuzot, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA 14 PASSED.

(2021-0525-20) RCA 15 was presented, moved by Commissioner Creuzot, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA 15 PASSED.

(2021-0525-21) RCA 16 was presented, moved by Commissioner Creuzot, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA 16 PASSED.

(2021-0525-22) RCA I7 was presented, moved by Commissioner Creuzot, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I7 PASSED.

(2021-0525-23) RCA I8 was presented, moved by Commissioner Creuzot, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I8 PASSED.

(2021-0525-24) RCA I9 was presented, moved by Commissioner Mease, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I9 PASSED.

(2021-0525-25) RCA I10 was presented, moved by Commissioner Mease, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I10 PASSED.

(2021-0525-26) RCA I11 was presented, moved by Commissioner Mease, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I11 PASSED.

(2021-0525-27) RCA I12 was presented, moved by Commissioner Mease, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I12 PASSED.

(2021-0525-28) RCA I13 was presented, moved by Commissioner Mease, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I13 PASSED.

(2021-0525-29) RCA I14 was presented, moved by Commissioner Mease, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I14 PASSED.

(2021-0525-30) RCA I15 was presented, moved by Commissioner Mease, seconded by Commissioner Cloonan. Chairman Campo, and Commissioners Cloonan,

Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA I15 PASSED.

(2021-0525-31) Chairman Campo recognized Mr. Heidt to provide a report of selected Port Operations agenda items.

Mr. Heidt explained that Item J2 was to purchase an articulating telescopic aerial device, otherwise known as a “bucket truck,” for the Information Technology (IT) Department. The IT Department was currently using the Maintenance Department’s bucket trucks when they were available.

(2021-0525-32) RCA J1 was presented, moved by Commissioner Corgey, seconded by Commissioner DonCarlos. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA J1 PASSED.

(2021-0525-33) RCA J2 was presented, moved by Commissioner Corgey, seconded by Commissioner DonCarlos. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA J2 PASSED.

(2021-0525-34) RCA J3 was presented, moved by Commissioner Corgey, seconded by Commissioner DonCarlos. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA J3 PASSED.

(2021-0525-35) RCA J4 was presented, moved by Commissioner Corgey, seconded by Commissioner DonCarlos. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA J4 PASSED.

(2021-0525-36) Chairman Campo recognized Mr. Heidt to provide a report of selected People agenda items.

Mr. Heidt reported that Item K1 was for the purchase of compensation technology software and data management to provide current competitive market analysis for positions within the Port Authority.

(2021-0525-37) RCA K1 was presented, moved by Commissioner Mease, seconded by Commissioner DonCarlos. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA K1 PASSED.

(2021-0525-38) Chairman Campo recognized Mr. Heidt to provide a report of selected Technology agenda items.

Mr. Heidt remarked that the single agenda item was to approve a purchase order for the purchase of laptops and associated items such as docking stations for the first phase of telecommuters coming back on site. The plan was to replace the current desktops with laptops, which would allow a more robust work-from-home program.

Commissioner DonCarlos explained how the hospital district had issues with its employees taking laptops home and not securing the information on said laptops. He questioned if training would be implemented as to the proper way to secure the devices, adding that one of his sons had a work laptop go missing.

Mr. Heidt explained that annual training would be implemented. He also noted that the Port Authority had the ability to access the laptop remotely and wipe it clean.

Commissioner DonCarlos asked if there would be a contact number for staff to call should a laptop go missing. Mr. Heidt confirmed there would be a 24-hour service desk number.

Mr. Eriksson added that storing anything on the laptop itself would be discouraged. Instead, everything should be saved to a protected cloud location.

(2021-0525-39) RCA M1 was presented, moved by Commissioner Corgey, seconded by Commissioner Cruzot. Chairman Campo, and Commissioners Cloonan, Corgey, Cruzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. RCA M1 PASSED.

Chairman Campo called for an Executive Session. Mr. Eriksson made the following announcement:

It is now 10:14 a.m. The Port Commission of the Port of Houston Authority of Harris County, Texas will now convene in a closed meeting, as permitted by the Texas Open Meetings Act and Government Code (1) to conduct a private Consultation with Attorneys (*Section 551.071, Texas Open Meetings Act*), including consultations regarding (a) Kozlowski, et al v. Buck et al, and (b) proposed amendments to the agreements for legal services with Best Best & Krieger LLP and Lynette Fons; deliberate regarding (2) Real Estate (*Section 551.072, Texas Open Meetings Act*); (3) Economic Development Negotiations or Incentives (*Section 551.087, Texas Open Meetings Act*); (4) Employment and Evaluation of Public Employees (*Section 551.074, Texas Open Meetings Act*); and (5) Security-Related Matters (*Sections 418.175-418.183 of the Texas Government Code, and*

Section 551.076, Texas Open Meetings Act). The Port Commission will reconvene in public session after the closed meeting is adjourned.

Immediately thereafter the Port Commission retired into closed session.

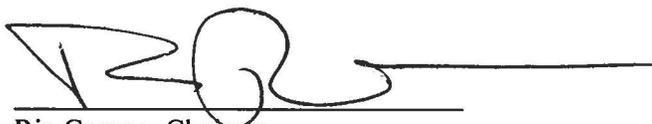
At 10:31 a.m., Chairman Campo reconvened the open meeting via Cisco WebEx with the following Commissioners, staff, and counsel in attendance:

Ric Campo, Chairman
Wendy Cloonan, Commissioner
Dean Corgey, Commissioner
Cheryl Creuzot, Commissioner
Stephen DonCarlos, Commissioner
Clyde Fitzgerald, Commissioner
Roy Mease, Commissioner
Roger Guenther, Executive Director
Erik Eriksson, Chief Legal Officer
Tom Heidt, Chief Operating Officer
J. Kent Friedman, outside counsel

(2021-0525-40) Commissioner Mease moved to authorize the Port Authority to amend the agreements for legal services with (a) Best Best & Krieger LLP, and (b) Lynette Fons on the terms discussed in Executive Session, and to authorize the Chief Legal Officer to do all things necessary to give effect to the foregoing, seconded by Commissioner DonCarlos. Chairman Campo, and Commissioners Cloonan, Corgey, Creuzot, DonCarlos, Fitzgerald, and Mease voted Aye. Nays none. MOTION PASSED.

At 10:34 a.m., Chairman Campo adjourned the Port Commission meeting.

The above is a correct copy of the Minutes of the May 25, 2021 meeting of the Port Commission of the Port of Houston Authority.

A handwritten signature in black ink, appearing to read 'Ric Campo', written over a horizontal line.

Ric Campo, Chairman

A handwritten signature in black ink, appearing to read 'Erik A. Eriksson', written over a horizontal line.

Erik A. Eriksson, Secretary

F. EXECUTIVE

Subject 1. Approve and adopt the proposed Position Statement on Diversity, Equity, and Inclusion to foster a culture of diversity and inclusion, innovation, and open communication.

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, approve and adopt the proposed Position Statement on Diversity, Equity, and Inclusion to foster a culture of diversity and inclusion, innovation, and open communication, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #1 - PEOPLE AND ORGANIZATION (Be the Best Place to Work)
Strategic Objective 1b. - Foster a culture of diversity and inclusion, innovation, and open communication

Category:

General

Department:

Executive

Staff Contact:

Jessica Shaver

Background:

At its January 28, 2020 meeting, the Port Commission approved and adopted the 2020 Strategic Plan, and further authorized the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing. This plan included a strategic goal to Be the Best Place to Work, with an objective to foster a culture of diversity and inclusion, innovation, and open communication.

Subsequently, an internal cross functional Action Plan Team was formed to develop a comprehensive Diversity, Equity, and Inclusion (DEI) Plan. The proposed DEI Position Statement is the first step in the formation of the DEI Plan.

Staff Evaluation/Justification:

The DEI Action Plan Team, in consultation with the Chief Officers, has drafted the Position Statement to express the Port Authority's commitment to DEI. The DEI Position Statement solidifies the Port Authority's pledge to foster a culture of diversity and inclusion, as set forth in the 2020 Strategic Plan:

Diversity, Equity, Inclusion. These principles are interwoven with Port Houston's core values and will become part of our fabric and foundation. We are committed to doing what is right within our organization and throughout our community.

The DEI Position Statement is only the first of many steps the Port Authority intends to take to achieve the Strategic Plan DEI goals, which also includes the development of a comprehensive DEI plan. The goal of the DEI Plan is to align our internal DEI efforts as well as the external efforts in Business Equity and Community Engagement. The DEI Action Plan Team is in the process of interviewing consultants to do a deep institutional analysis and work with the DEI team in development of that plan. Staff anticipates it may request Port Commission approval of that consultant at a subsequent Port Commission meeting.

"Exhibit A"

Staff recommends that the Port Commission approve and adopt the proposed DEI Position Statement on behalf of the Port Authority.

F. EXECUTIVE

Subject 2. Approve staff's selection of eleven law firms from which to select teams to advise and assist with future debt financing arrangements and public finance legal needs over the next five years.

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting:

- (a) approve staff's selection of eleven law firms from which to select teams to advise and assist with the Port Authority's future debt financing arrangements and public finance legal needs over the next five years:
 - Baker Williams Mattiesen LLP
 - Bracewell LLP
 - Greenberg Traurig, LLP
 - Hardwick Law Firm, LLC
 - Haynes and Boone, LLP
 - Holland & Knight LLP
 - Hunton Andrews Kurth LLP
 - McCall, Parkhurst & Horton L.L.P.
 - Norton Rose Fulbright US LLP
 - Orrick, Herrington & Sutcliffe LLP
 - West and Associates, L.L.P.
- (b) authorize staff to negotiate agreements for public finance legal services, subject to possible future approval by the Port Commission, with one or more of these firms under terms and conditions deemed reasonable, customary, and advisable; and
- (c) further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:

Awards, Amendments & Change Orders

Department:

Legal

Staff Contact:

Dave McNamara

Background:

Staff anticipates that the Port Commission may authorize and approve the issuance of debt to finance construction and other related costs associated with Project 11 and other potential Port Authority funding needs, including those for capital equipment, port facility improvements, channel improvement projects, and potential bond defeasance and refunding opportunities. Staff further anticipates the need to engage one or more law firms to assist with its public finance needs.

The Port Authority notified vendors regarding a request for qualifications (RFQs) for public finance and bond counsel services using the Port Authority's BuySpeed Eprocurement System and the request was advertised on the Port Authority's website and in a local newspaper. Eighteen vendors downloaded the solicitation materials from BuySpeed.

Staff Evaluation/Justification:

On January 27, 2021, fourteen RFQ responses were received and opened. The responses were reviewed and evaluated by staff in accordance with the evaluation criteria published in the RFQ.

Staff reviewed the responses and determined that eleven law firms are most qualified to be included in a pool from which to select firms to assist the Port Authority with its public finance legal needs.

Staff recommends that the Port Commission approve these eleven law firms.

G. COMMERCIAL

Subject	1. Review and amend the Memorandum of Understanding between the Panama Canal Authority and the Port Authority.
Meeting	May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY
Access	Public
Type	Action
Recommended Action	The Port Commission, at its May 25, 2021 meeting, approve renewal and amendment of the Memorandum of Understanding between the Panama Canal Authority and the Port Authority for a five-year term, effective as of April 29, 2021, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.
Goals	STRATEGIC GOAL #4 - STEWARDSHIP (Create Greater Value for the Region) STRATEGIC GOAL #3 - PARTNERSHIPS (Develop and Strengthen External Partnerships)

Category:
General

Department:
Marketing & Branding

Staff Contact:
Christine Abbruscato

Background:
On July 3, 2003, the Port Authority and the Panama Canal Authority entered into a Memorandum of Understanding (MOU). By Minute No. 2011-0426-20, Port Commission approved amending and renewing the MOU for the first time, and it amended and renewed once again in 2016 by Minute No. 2016-0322-05.

Staff Evaluation/Justification:
The MOU states the parties' mutual interest in cooperating to generate new business by promoting the all-water route between Asia and the Pacific Rim, and the Gulf Coast, via the Panama Canal. Such new business helps to increase both regions' economic growth as well as increase the revenues of the Port Authority and the Panama Canal. To accomplish the foregoing, the MOU provided that the parties would elect to undertake joint marketing activities and to share information regarding operations, engineering, marketing, and technology.

Knowing the importance of this gateway to Houston, staff recommends extending the MOU for an additional five-year term. By its terms, the MOU may be terminated by either party upon 30 days notice. The MOU expressly states that it does not set forth any legally binding rights or obligations.

Staff recommends that the Port Commission approve the Memorandum of Understanding.

G. COMMERCIAL

Subject **2. Authorize the extended term of a month-to-month lease commencing June 1, 2021 with WATCO Transloading L.L.C. for approximately 5.31 acres out of Block 28 in Industrial Park East with a 3% annual rent increase.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the extended term of a month-to-month lease commencing June 1, 2021 with WATCO Transloading L.L.C. for approximately 5.31 acres out of Block 28 in Industrial Park East with a 3% annual rent increase, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #4 - STEWARDSHIP (Create Greater Value for the Region)
Strategic Objective 4d. - Support sustainable growth of Port Houston and the greater Port

Category:
Leases

Department:
Real Estate

Staff Contact:
R. D. Tanner

Background:
The Port Authority currently has a month-to-month lease with WATCO Transloading L.L.C. ("WATCO") that will have been in effect for more than a year after June 1, 2021. WATCO's current rental is \$11,336.85 monthly/\$136,042.20 annually.

An amendment to the Water Code adopted in the 2011 legislative session requires that the Port Commission approve month-to-month leases in effect for more than one year.

Staff Evaluation/Justification:
Staff recommends the extended term of a month-to-month lease with WATCO Transloading L.L.C.

G. COMMERCIAL

Subject **3. Approve a lease agreement for a 3-year term with VersaCold Logistics, L.L.C., for approximately 1.16-acres out of Block 11 at Barbours Cut Terminal effective no earlier than June 1, 2021, at an annual base rent of \$66,594.60 with a 3% annual increase.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, approve a lease agreement for a 3-year term with VersaCold Logistics, L.L.C. for approximately 1.16-acres out of Block 11 at Barbours Cut Terminal effective no earlier than June 1, 2021, at an annual base rent of \$66,594.60 with a 3% annual rent increase, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #4 - STEWARDSHIP (Create Greater Value for the Region)
Strategic Objective 4d. - Support sustainable growth of Port Houston and the greater Port

Category:
Leases

Department:
Real Estate

Staff Contact:
R. D. Tanner

Background:
VersaCold Logistics, L.L.C., (VersaCold) has requested that the Port Authority lease approximately 1.16-acres on the Barbours Cut Terminal on a term basis. VersaCold has requested a 3-year term lease.

VersaCold, which was sold to AmeriCold Logistics in 2010, has leased the property since that time and uses the property for a parking area for refrigerated ocean containers.

Staff Evaluation/Justification:
Staff recommends approval of a 3-year term lease with VersaCold on the terms described above.

H. FINANCE

Subject 1. Award a five-year contract with McGriff Insurance Service, Inc. to serve as the Port Authority's Property and Casualty Insurance Broker of Record in an amount not to exceed \$697,500.

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, award a five-year contract with McGriff Insurance Service, Inc. to serve as the Port Authority's Property and Casualty Insurance Broker of Record in an amount not to exceed \$697,500, and further authorize the Executive Director to do any all things in his opinion reasonable and necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #3 - PARTNERSHIPS (Develop and Strengthen External Partnerships)
STRATEGIC GOAL #4 - STEWARDSHIP (Create Greater Value for the Region)

Category:
Awards, Amendments & Change Orders

Department:
Risk Management

Staff Contact:
Norma Essary

Background:
The Port Authority currently contracts with McGriff Insurance Services, Inc. to provide insurance broker of record (BOR) services relating to property and casualty liability insurance coverage. The Port Authority's BOR assists with the procurement of coverage, including the development of insurance specifications, submission of the same to insurance companies, evaluation of submitted proposals, and the formulation of recommendations for placement of coverage. Other BOR services include assistance with claims settlement, environmental reporting, risk assessments, boiler and machinery inspections, third party administrator audits, litigation management, actuarial studies, loss modeling, loss control, and expert resources. The firm provides a high level of Texas Tort Claims experience, with an emphasis on best practices for governmental self-insured programs.

The Port Authority notified vendors regarding its request for proposals (RFPs) for Property and Casualty Insurance using the Port Authority's BuySpeed Eprocurement System and the project was advertised on the Port Authority's website and in a local newspaper. Seven vendors downloaded the project materials from BuySpeed.

Staff Evaluation/Justification:
On April 7, 2021, three RFP responses were received and opened. The responses were reviewed and evaluated by staff in accordance with the selection criteria published in the RFP. Staff identified McGriff Insurance Services, Inc. as providing best value for the required services.

Following staff Executive Committee review, staff recommends that the Port Commission award a contract to McGriff Insurance Services, Inc.

H. FINANCE

Subject	2. Approve staff's selection of twenty-six investment banking and debt underwriting firms from which to select teams to assist with the Port Authority's future debt financing requirements over the next five years.
Meeting	May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY
Access	Public
Type	Action
Recommended Action	<p>The Port Commission, at its May 25, 2021 meeting:</p> <p>(a) approve the following twenty-six investment banking and debt underwriting firms from which to select teams to assist with the Port Authority's future debt financing requirements over the next five years:</p> <ul style="list-style-type: none">• Academy Securities, Inc.• BofA Securities, Inc.• Barclays Capital Inc.• Blaylock Van, LLC• Citigroup Global Markets Inc.• Drexel Hamilton, LLC• Estrada Hinojosa & Company, Inc.• FHN Financial Capital Markets• Goldman Sachs & Co. LLC• Hilltop Securities Inc.• Huntington Securities, Inc.• J.P. Morgan Securities LLC• Jefferies LLC• Loop Capital Markets LLC• Mesirow Financial, Inc.• Morgan Stanley• Piper Sandler & Co.• Ramirez and Co., Inc.• Raymond James & Associates, Inc.• RBC Capital Markets, LLC• Siebert Williams Shank & Co., LLC• Stern Brothers• Stifel, Nicolaus & Company, Incorporated• UBS Financial Services Inc.• UMB Bank, N.A.• Wells Fargo Bank, N.A., Municipal Finance Group <p>(b) authorize staff to negotiate agreements for investment banking and debt underwriting services, subject to possible future approval by the Port Commission, with one or more of these firms under terms and conditions deemed reasonable, customary, and advisable; and</p> <p>(c) further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.</p>

Goals STRATEGIC GOAL #4 - STEWARDSHIP (Create Greater Value for the Region)

Category:

Awards, Amendments & Change Orders

Department:

Treasury

Staff Contact:

Roland Gonzalez / Tim Finley

Background:

Staff anticipates that the Port Commission may authorize and approve the issuance of debt, and the firms to assist with the issuance of debt, to finance construction and other related costs associated with Project 11 and other potential Port Authority funding needs, including those for capital equipment, port facility improvements, channel improvement projects, and potential bond defeasance and refunding opportunities. Staff further anticipates the need to engage a variety of financial firms to assist with the Port Authority's financing needs.

The Port Authority notified vendors regarding a request for qualifications (RFQs) for these investment banking services using the Port Authority's BuySpeed Eprocurement System and the request was advertised on the Port Authority's website and in a local newspaper. Thirty-five vendors received the solicitation.

Staff Evaluation/Justification:

On January 27, 2021, thirty-five RFQ responses were received and opened. The responses were reviewed and evaluated by a team of eight including four Port Houston staff members and three financial advisor (PFM Financial Advisors, LLC) staff members, in accordance with the evaluation criteria published in the RFQ.

The evaluation team reviewed the responses in terms of best value to the Port Authority and selected twenty-six of the respondents to be included in a pool from which to select firms to assist the Port Authority with its financing needs.

Staff recommends the Port Commission approve the selection of these twenty-six investment banking and bond underwriting firms.

I. INFRASTRUCTURE

Subject 1. Approve staff's ranking of vendors and award a professional services contract in an amount not to exceed \$1,095,381 for the planning and design for reconstruction of 87 acres of container yards at Barbours Cut Terminal to the top-ranked proposers: staff ranking – first, AECOM Technical Services, Inc.; second, Hatch Associates Consultants, Inc.; and third, RPS Group.

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting:

- (a) approve staff's ranking of the most qualified vendors, based on the selection criteria, in the following order – first, AECOM Technical Services, Inc.; second, Hatch Associates Consultants, Inc.; and third, RPS Group;
- (b) award a professional services contract to AECOM Technical Services, Inc. for the planning and design for reconstruction of 87 acres of container yards at Barbours Cut Terminal, in an amount not to exceed \$1,095,381;
- (c) grant authority, if a contract cannot be negotiated with the first-ranked vendor, to formally, and in writing, end negotiations with that vendor and proceed to the next vendor in the order of ranking until a contract is reached or all proposals are rejected; and
- (d) further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:
Awards, Amendments & Change Orders

Department:
Project and Construction Management

Staff Contact:
Roger H. Hoh, P.E.

Background:
This project consists of the reconstruction of approximately 87 acres of current container yards over the next seven years, as contemplated by the Port Authority's 2020 Infrastructure for Rebuilding America (INFRA) grant award.

Staff recommends awarding \$1,095,381 for year 2021 to start the design and environment assessment, with the option of amending the contract in 2022 to complete the design of Container Yards 4 North and 5 North.

The Port Authority notified vendors regarding its request for qualifications (RFQs) using the Port Authority's BuySpeed Eprocurement System and the project was advertised on the Port Authority's website and in a local newspaper. Twenty-nine vendors downloaded the project materials from BuySpeed.

Staff Evaluation/Justification:
On December 9, 2020, seven RFQ responses were received and opened. The responses were reviewed and evaluated by staff in accordance with the selection criteria published in the RFQ. Staff identified the following vendors, listed in order of ranking, as most qualified to provide the required services:

"Exhibit A"

- AECOM Technical Services, Inc.
- Hatch Associates Consultants, Inc.
- RPS Group

Following staff Executive Committee review, staff recommends that the Port Commission award a contract to AECOM Technical Services, Inc. for the planning and design for reconstruction of 87 acres of container yards at Barbours Cut Terminal, and act as otherwise described above.

I. INFRASTRUCTURE

Subject **2. Approve staff's ranking of vendors and award a professional services contract in an amount not to exceed \$1,116,275 for the design for the rehabilitation of Wharves 4, 5, and 6 at Barbours Cut Terminal to the top-ranked proposers: staff ranking – first, Hatch Associates Consultants, Inc.; second, Jacobs Engineering Group, Inc.; and third, AECOM Technical Services, Inc.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting:
(a) approve staff's ranking of the most qualified vendors, based on the selection criteria, in the following order – first, Hatch Associates Consultants, Inc.; second, Jacobs Engineering Group, Inc.; and third, AECOM Technical Services, Inc.;
(b) award a professional services contract to Hatch Associates Consultants, Inc. for the design for the rehabilitation of Wharves 4, 5, and 6 at Barbours Cut Terminal, in an amount not to exceed \$1,116,275;
(c) grant authority, if a contract cannot be negotiated with the first-ranked vendor, to formally, and in writing, end negotiations with that vendor and proceed to the next vendor in the order of ranking until a contract is reached or all proposals are rejected; and
(d) further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:
Awards, Amendments & Change Orders

Department:
Project and Construction Management

Staff Contact:
Roger H. Hoh, P.E.

Background:
This project consists of new crane rail beams for larger cranes and the reconstruction of Wharves 4, 5, and 6 over the next seven years, as contemplated by the Port Authority's 2020 Infrastructure for Rebuilding America (INFRA) grant award.

Staff recommends awarding \$1,116,275 for year 2021 to start the design and environment assessment, with the option of amending the contract in 2022 to complete the design of Wharf 4 and partial Wharf 5.

The Port Authority notified vendors regarding its request for qualifications (RFQs) using the Port Authority's BuySpeed Eprocurement System and the project was advertised on the Port Authority's website and in a local newspaper. Twenty-five vendors downloaded the project materials from BuySpeed.

Staff Evaluation/Justification:
On December 9, 2020, seven RFQ responses were received and opened. The responses were reviewed and evaluated by staff in accordance with the selection criteria published in the RFQ. Staff identified the following vendors, listed in order of ranking, as most qualified to provide the required services:

- Hatch Associates Consultants, Inc.

"Exhibit A"

- Jacobs Engineering Group, Inc.
- AECOM Technical Services, Inc.

Following staff Executive Committee review, staff recommends that the Port Commission award a contract to Hatch Associates Consultants, Inc. for the design for the rehabilitation of Wharves 4, 5, and 6 at Barbours Cut Terminal, and act as otherwise described above.

I. INFRASTRUCTURE

Subject 3. Approve staff's ranking of vendors and award a professional services contract in an amount not to exceed \$498,300 for the 2021 electrical and communications Facility Inspection and Condition Assessment Program at Bayport Container Terminal (FICAP) to the top-ranked proposer: staff ranking – first, Hatch Associates Consultants, Inc.; and second, Jacobs Engineering Group, Inc.

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting:

- (a) approve staff's ranking of the most qualified vendor, based on the selection criteria, in the following order – first, Hatch Associates Consultants, Inc.; and second, Jacobs Engineering Group, Inc.;
- (b) award a professional services contract to Hatch Associates Consultants, Inc. for the 2021 electrical and communications Facility Inspection and Condition Assessment Program (FICAP) at Bayport Container Terminal in an amount not to exceed \$498,300;
- (c) grant authority, if a contract cannot be negotiated with the first-ranked vendor, to formally, and in writing, end negotiations with that vendor and proceed to the next vendor in the order of ranking until a contract is reached or all proposals are rejected; and
- (d) further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:

Awards, Amendments & Change Orders

Department:

Project and Construction Management

Staff Contact:

Roger H. Hoh, P.E.

Background:

The ongoing Facility Inspection and Condition Assessment Program (FICAP) includes performing visual inspections of electrical and communication assets and developing condition ratings of Port Authority assets. Staff is now recommending awarding \$498,300 for year 2021, to start the FICAP condition assessment at Bayport Container Terminal. Staff intends to come back at a later date to complete the program via either an amendment to this contract and/or new contract(s) with different or additional firms to complete the program elsewhere.

The Port Authority notified vendors regarding its request for qualifications (RFQs) using the Port Authority's BuySpeed Eprocurement System and the project was advertised on the Port Authority's website and in a local newspaper. 348 vendors downloaded the project materials from BuySpeed.

Staff Evaluation/Justification:

On February 25, 2021, eight RFQ responses were received and opened. The responses were reviewed and evaluated by staff in accordance with the selection criteria published in the RFQ. Staff identified the following vendors, listed in order of ranking, as most qualified to provide the required analysis and design services:

"Exhibit A"

- Hatch Associates Consultants, Inc.
- Jacobs Engineering Group, Inc.

Following staff Executive Committee review, staff recommends that the Port Commission award a contract to Hatch Associates Consultants, Inc. for the 2021 electrical and communications FICAP at Bayport Container Terminal, and act as otherwise described above.

I. INFRASTRUCTURE

Subject	4. Amend the professional services contract with HDR Engineering, Inc. to perform additional design services for the management of placement areas at Bayport Container Terminal in an amount not to exceed \$163,514.
Meeting	May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY
Access	Public
Type	Action
Recommended Action	The Port Commission, at its May 25, 2021 meeting, approve an amendment to the professional services contract with HDR Engineering, Inc. for the management of placement areas at Bayport Container Terminal in an amount not to exceed \$163,514, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.
Goals	STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:

Awards, Amendments & Change Orders

Department:

Project and Construction Management

Staff Contact:

Roger H. Hoh, P.E.

Background:

By Minute No. 2017-0131-25, the Port Commission awarded a professional services contract to HDR Engineering, Inc. for the management of placement areas at Bayport Container Terminal.

This amendment is the seventh amendment to this contract, for a total amendment value to date of \$-312,099.31, which represents an increase of 33.32% over the original contract value.

This proposed amendment would provide additional soil borings, additional geotechnical investigation, and engineering design work to address saturated dredge material that was not able to be excavated or developed under the original land development project. Staff anticipates amending the contract in the third or fourth quarter of 2021 or early 2022, to provide construction phase services.

Staff Evaluation/Justification:

Staff has reviewed HDR Engineering, Inc.'s proposal and found it to be fair and reasonable and recommends that the Port Commission approve the proposed amendment.

I. INFRASTRUCTURE

Subject **5. Approve a change order with Satterfield & Pontikes Construction, Inc. to perform additional work associated with the construction of Container Yard 2 South at Bayport Container Terminal in an amount not to exceed \$81,322.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, approve a change order with Satterfield & Pontikes Construction, Inc. to perform additional work associated with the construction of Container Yard 2 South a Bayport Container Terminal in an amount not to exceed \$81,322, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:
Awards, Amendments & Change Orders

Department:
Project and Construction Management

Staff Contact:
Roger H. Hoh, P.E.

Background:
By Minute No. 2020-0730-18, the Port Commission awarded a construction contract to Satterfield & Pontikes Construction, Inc. for the construction of Container Yard 2 South a Bayport Container Terminal.

This would be the third change order to this contract, for a total change order value to date of \$72,303.15, which represents an increase of .38% over the original contract value. The total small business goal for this project is 35%.

This change order includes the following items:

- Additional excavation and removal of unsuitable soil to prepare subgrade, including material hauling and disposal
- Extension of waterline to avoid conflict with access road

Staff Evaluation/Justification:
Port Authority staff has reviewed the proposal submitted by Satterfield & Pontikes Construction, Inc. and found it to be fair and reasonable. Therefore, staff recommends that the Port Commission authorize this change order.

I. INFRASTRUCTURE

Subject **6. Enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at the Bayport Container Terminal and Auto Terminal and Barbours Cut Terminal in an amount not to exceed \$5,000,000.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at the Bayport Container Terminal and Auto Terminal and Barbours Cut Terminal in an amount not to exceed \$5,000,000, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:

General

Department:

Channel Operations

Staff Contact:

Garry McMahan

Background:

In mid 2021, the U.S. Army Corps of Engineers (Corps) is expected to perform maintenance dredging of the Houston Ship Channel and Bayport Ship Channel adjacent to Bayport Container Terminal and the Barbours Cut Ship Channel adjacent to Barbours Cut Terminal. Berths at these terminals also require maintenance dredging to remove siltation that has occurred since the last maintenance dredging completed in 2019. The Corps is authorized to perform berth dredging for the Port Authority on a reimbursable basis.

Staff Evaluation/Justification:

Use of the Corps dredging contract for berth maintenance is expected to lower the Port Authority's cost for maintenance, improve navigation and commerce, and reduce impacts to placement areas.

Staff recommends that the Port Commission authorize this agreement.

I. INFRASTRUCTURE

Subject **7. Enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at Woodhouse Terminal and Sims Terminal in an amount not to exceed \$2,000,000.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at Woodhouse Terminal and Sims Terminal in an amount not to exceed \$2,000,000, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:
General

Department:
Channel Operations

Staff Contact:
Garry McMahan

Background:
In mid to late 2021, the U.S. Army Corps of Engineers (Corps) is expected to perform maintenance dredging of the Houston Ship Channel adjacent to Woodhouse Terminal and Sims Terminal. Berths at these terminals also require maintenance dredging, to remove siltation that has occurred since the last maintenance dredging completed in 2019. The Corps is authorized to perform berth dredging for the Port Authority on a reimbursable basis.

Staff Evaluation/Justification:
Use of the Corps dredging contract for berth maintenance is expected to lower the Port Authority's cost for maintenance, improve navigation and commerce, and reduce impacts to placement areas.

Staff recommends that the Port Commission authorize this agreement.

I. INFRASTRUCTURE

Subject **8. Enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at the Jacintoport Terminal and CARE Terminal in an amount not to exceed \$1,500,000.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to enter into a Memorandum of Agreement with the U.S. Army Corps of Engineers for maintenance dredging of berths at the Jacintoport Terminal and CARE Terminal in an amount not to exceed \$1,500,000, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:
General

Department:
Channel Operations

Staff Contact:
Garry McMahan

Background:
In mid to late 2021, the U.S. Army Corps of Engineers (Corps) is expected to perform maintenance dredging of the Houston Ship Channel adjacent to Jacintoport Terminal and CARE Terminal. Berths at these terminals also require maintenance dredging to remove siltation that has occurred since the last maintenance dredging completed in 2020. The Corps is authorized to perform berth dredging for the Port Authority on a reimbursable basis.

Staff Evaluation/Justification:
Use of the Corps dredging contract for berth maintenance is expected to lower the Port Authority's cost for maintenance, improve navigation and commerce, and reduce impacts to placement areas.

Staff recommends that the Port Commission authorize this agreement.

I. INFRASTRUCTURE

Subject **9. Approve renewal of the following expiring Port Authority licenses for new ten-year terms: Air Products, LLC, Chevron Phillips Chemical Company LP, City of Galena Park, Enterprise Products Operating LLC, Equistar Chemicals, LP, Ethyl Corporation, INEOS Chocolate Bayou Pipeline, LLC, Lone Star NGL Mont Belvieu LP, Targa Downstream LLC, and Valero Refining-Texas, LP.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to approve renewal of the following expiring licenses for new ten-year terms: Air Products, LLC, Chevron Phillips Chemical Company LP, City of Galena Park, Enterprise Products Operating LLC, Equistar Chemicals, LP, Ethyl Corporation, INEOS Chocolate Bayou Pipeline, LLC, Lone Star NGL Mont Belvieu LP, Targa Downstream LLC, and Valero Refining-Texas, LP, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:
Permits/Licenses/Pipeline Easements

Department:
Channel Operations

Staff Contact:
Garry McMahan

Background:
The pipeline licensees listed below have applied to renew their licenses:

Company	File No.	License Fee
Air Products, LLC	1999-0297	\$26,510
Air Products, LLC	2000-0265	\$374,508
Air Products, LLC	2001-0003	\$39,627
Air Products, LLC	2010-0256	\$5,302
Chevron Phillips Chemical Company LP	1991-0079	\$163,649
Chevron Phillips Chemical Company LP	1990-0055	\$118,014
City of Galena Park	1999-0091	\$1,709
Enterprise Products Operating LLC	2011-0066	\$21,208
Equistar Chemicals, LP	2011-0433	\$10,604
Equistar Chemicals, LP	2021-0122	\$15,906
Ethyl Corporation	2001-0105	\$3,418
INEOS Chocolate Bayou Pipeline, LLC	2001-0152	\$50,904
INEOS Chocolate Bayou Pipeline, LLC	2001-0112	\$10,604
Lone Star NGL Mont Belvieu LP	2001-0173	\$64,872
Targa Downstream LLC	2001-0004	\$75,356
Valero Refining-Texas, LP	2001-0005	\$7,711
Total		\$989,902

Staff Evaluation/Justification:

The applications were reviewed and approved by the Port Authority's Channel Operations department and the Port Terminal Railroad Association when applicable. The licenses are to be renewed subject to the Port Authority's usual terms and conditions.

Staff recommends approval.

I. INFRASTRUCTURE

Subject **10. Issue a pipeline license to Intercontinental Terminals Company LLC for one 12-inch methanol pipeline under and across the Port Terminal Railroad Association's Southside Mainline railroad right-of-way.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to issue a pipeline license to Intercontinental Terminals Company LLC for one 12-inch methanol pipeline under and across the Port Terminal Railroad Association's Southside Mainline railroad right-of-way, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:
Permits/Licenses/Pipeline Easements

Department:
Channel Operations

Staff Contact:
Garry McMahan

Background:
Intercontinental Terminals Company LLC, Port Authority File No. 2021-0077, has applied for a pipeline license for one 12-inch methanol pipeline under and across the Port Terminal Railroad Association's Southside Mainline railroad right-of-way, in the George Ross Survey, A-646.

Staff Evaluation/Justification:
The application was reviewed and approved by the Port Authority's Channel Operations department and the Port Terminal Railroad Association. The license is subject to the Port Authority's usual terms and conditions and at a fee of \$40,184. The \$675 application fee and the \$2,500 as-built deposit have been paid.

Staff recommends approval.

I. INFRASTRUCTURE

Subject **11. Issue a pipeline license to Pasadena Performance Products, LLC for one 8-inch NGL pipeline under and across the Port Terminal Railroad Association's Pasadena Cut-Off railroad right-of-way.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to issue a pipeline license to Pasadena Performance Products, LLC for one 8-inch NGL pipeline under and across the Port Terminal Railroad Association's Pasadena Cut-Off railroad right-of-way, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:

Permits/Licenses/Pipeline Easements

Department:

Channel Operations

Staff Contact:

Garry McMahan

Background:

Pasadena Performance Products, LLC, Port Authority File No. 2021-0102, has applied for a pipeline license for one 8-inch NGL pipeline under and across the Port Terminal Railroad Association's Pasadena Cut-Off railroad right-of-way, in the William Vince Survey, A-78.

Staff Evaluation/Justification:

The application was reviewed and approved by the Port Authority's Channel Operations department and the Port Terminal Railroad Association. The license is subject to the Port Authority's usual terms and conditions and at a fee of \$5,302. The \$675 application fee and the \$2,500 as-built deposit have been paid.

Staff recommends approval.

I. INFRASTRUCTURE

Subject **12. Issue a transmission line license to Southwestern Bell Telephone Company for one fiber optic cable over and along the road at Sims Bayou.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to issue a transmission line license to Southwestern Bell Telephone Company for one fiber optic cable over and along the road at Sims Bayou, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:

Permits/Licenses/Pipeline Easements

Department:

Channel Operations

Staff Contact:

Garry McMahan

Background:

Southwestern Bell Telephone Company, Port Authority File No. 2021-0118, has applied for a transmission line license for one fiber optic cable over and along the road at Sims Bayou, in the Callahan and Vince Survey, A-9.

Staff Evaluation/Justification:

The application was reviewed and approved by the Port Authority's Channel Operations department and the Port Terminal Railroad Association. The license is subject to the Port Authority's usual terms and conditions. The \$675 application fee and the \$2,500 as-built deposit have been paid. Staff recommends the license fee be waived since this project would provide service to a Port Authority's tenant, TPC Group LLC.

Staff recommends approval.

I. INFRASTRUCTURE

Subject **13. Issue a private road-rail grade crossing license to Watco Companies, LLC over the Northside Mainline railroad right-of-way near Greensport.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to issue a private road-rail grade crossing license to Watco Companies, LLC over the Northside Mainline railroad right-of-way near Greensport, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:
Permits/Licenses/Pipeline Easements

Department:
Channel Operations

Staff Contact:
Garry McMahan

Background:
Watco Companies, LLC, Port Authority File No. 2021-0061, has applied for a private road-rail grade crossing license over the Northside Mainline railroad right-of-way near Greensport, in the William P. Harris and Robert Wilson Survey, A-31. The crossing would connect the Greens Port Industrial Terminal to Industrial Road.

Staff Evaluation/Justification:
The application was reviewed and approved by the Port Authority's Channel Operations department and the Port Terminal Railroad Association. The license is subject to the Port Authority's usual terms and conditions and at a fee of \$8,016. The \$675 application fee and the \$2,500 as-built deposit have been paid.

Staff recommends approval.

I. INFRASTRUCTURE

Subject **14. Amend a pipeline license issued to Enterprise TE Products Pipeline Company LLC to remove the existing pipeline and relocate a new pipeline adjacent to the original location and to a greater depth across Cedar Bayou.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to amend a pipeline license issued to Enterprise TE Products Pipeline Company LLC to remove the existing pipeline and relocate a new pipeline adjacent to the original location and to a greater depth across Cedar Bayou, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:
Permits/Licenses/Pipeline Easements

Department:
Channel Operations

Staff Contact:
Garry McMahan

Background:
Enterprise TE Products Pipeline Company LLC, Port Authority File No. 2015-0005, has applied to amend a pipeline license to remove the existing pipeline and relocate a new pipeline adjacent to the original location and to a greater depth across Cedar Bayou, in the C. Smith Survey, A-69. The new pipeline would be shifted 11 to 25 feet south of the existing location and at a greater depth to accommodate the U.S. Army Corps of Engineers channel improvement project for Cedar Bayou.

Staff Evaluation/Justification:
The application was reviewed and approved by the Port Authority's Channel Operations department. The license is subject to the Port Authority's usual terms and no additional license fee would be charged for this project. The \$675 application fee and the \$2,500 as-built deposit have been paid.

Staff recommends approval.

I. INFRASTRUCTURE

Subject **15. Amend an open drainage channel (ditch) license agreement with PCI Nitrogen, LLC to extend the term for an additional ten years for the continued use of a concrete splash pad near the Southside Mainline railroad right-of-way.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, authorize the Port Authority to amend an open drainage channel (ditch) license agreement with PCI Nitrogen, LLC to extend the term for an additional ten years for the continued use of a concrete splash pad near the Southside Mainline railroad right-of-way, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:

Permits/Licenses/Pipeline Easements

Department:

Channel Operations

Staff Contact:

Garry McMahan

Background:

PCI Nitrogen, LLC, Port Authority File No. 2008-0322, has applied to amend an open drainage channel (ditch) license agreement to extend the term for an additional ten years for the continued use of a concrete splash pad near the Southside Mainline railroad right-of-way, in the William Vince Survey, A-78.

Staff Evaluation/Justification:

The application was reviewed and approved by the Port Authority's Channel Operations department and the Port Terminal Railroad Association. The license is subject to the Port Authority's usual terms and conditions. Staff recommend the fee be waived since this project improved a Port Authority drainage project. The \$675 application fee has been paid.

Staff recommends approval.

J. OPERATIONS

Subject	1. Award a three-year contract to Home Depot U.S.A., Inc. for the purchase of miscellaneous hardware and construction supplies for Barbours Cut Terminal, Bayport Container Terminal, and Turning Basin Terminal, using the U.S. Communities Government Purchasing Alliance, in an amount not to exceed \$350,000.
Meeting	May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY
Access	Public
Type	Action
Recommended Action	The Port Commission, at its May 25, 2021 meeting, issue a three-year contract to Home Depot U.S.A., Inc. for the purchase of miscellaneous hardware and construction supplies using the U.S. Communities Government Purchasing Alliance, in an amount not to exceed \$350,000, determine that this procurement method provides the best value to the Port Authority, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.
Goals	STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:

Awards, Amendments & Change Orders

Department:

Maintenance

Staff Contact:

Paulo Soares

Background:

By Minute No. 2018-0626-28, the Port Commission awarded a two-year contract to Home Depot U.S.A., Inc. (Home Depot) in the amount of \$300,000 for the purchase of miscellaneous hardware and construction supplies for Barbours Cut Terminal, Bayport Container Terminal, and Turning Basin Terminal. The Port Authority operates a total of three maintenance shops that are responsible for building and facility maintenance for these terminals. These shops often engage in repairs to buildings, as well as relocation and construction of office spaces. Supplies such as drywall, plywood, lumber, and fittings are needed to successfully complete this work.

Staff Evaluation/Justification:

Procuring miscellaneous hardware and construction supplies such as drywall, plywood, lumber, and fittings through the U.S. Communities Government Purchasing Alliance is the method that both satisfies competitive purchase requirements and provides the best value to the Port Authority. The Director of Procurement Services has determined that the use of this procurement program provides the best value for this best value determination and purchase.

Staff has determined that Home Depot is the vendor that best meets the Port Authority's requirements and offers the best price for miscellaneous shop supplies. Home Depot's pricing was reviewed and approved by the U.S. Communities Purchasing Alliance.

Accordingly, staff recommends that the Port Commission approve this three-year contract with Home Depot.

J. OPERATIONS

Subject	2. Issue a purchase order to Altec Industries, Inc. for purchase of a articulating telescopic aerial device "bucket truck", using a Sourcewell cooperative purchase program contract, in an amount not to exceed \$110,000.
Meeting	May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY
Access	Public
Type	Action
Recommended Action	The Port Commission, at its May 25, 2021 meeting, issue a purchase order to Altec Industries, Inc. for purchase of a articulating telescopic aerial device "bucket truck", using a Sourcewell cooperative purchase program contract, in an amount not to exceed \$110,000, determine that this procurement method provides the best value to the Port Authority, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.
Goals	STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:

Award, Amendments & Change Orders

Department:

Maintenance

Staff Contact:

Paulo Soares

Background:

The Port Authority's Information Technology (IT) department is seeking to obtain one articulating telescopic aerial device bucket truck. IT is currently dependent on the Maintenance Department's schedule and priorities to provide a man-lift or a scissor lift for the installation, maintenance, or replacement of IT devices, such as cameras, arrays, and antennas, installed on high mast poles or buildings. Such equipment request can take up to several days to fulfill as a result.

Staff Evaluation/Justification:

The Director of Procurement Services has determined that procuring the articulating telescopic aerial device bucket truck "bucket truck" through a Sourcewell contract is the method that both satisfies competitive purchase requirements and provides the best value to the Port Authority.

The Maintenance Department has determined that the best availability, price, and contract term for the item needed is provided by Altec Industries, Inc. under the pricing schedule obtained from that vendor's contract with Sourcewell and is therefore recommending this purchase.

Accordingly, staff recommends that the Port Commission approve this best value determination and contract.

J. OPERATIONS

Subject **3. Issue a purchase order to Rush Bus Centers for the purchase of one 26-passenger bus for Bayport Container Terminal, using the Houston-Galveston Area Council Cooperative Purchase Program, in an amount not to exceed \$101,000.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, issue a purchase order to Rush Bus Centers for the purchase of one 26-passenger bus for Bayport Container Terminal, using the Houston-Galveston Area Council Cooperative Purchase Program, in an amount not to exceed \$101,000, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Goals STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:

Awards, Amendments & Change Orders

Department:

Maintenance

Staff Contact:

Paulo Soares

Background:

The Port Authority currently owns two 26-passenger buses and one 12-passenger bus, both in operation at Bayport Container Terminal. These units are used daily to transport longshoremen to and from parking lots and wharves. One 26-passenger bus (unit 2156) was damaged on March 7, 2021, resulting in a total loss. The Port Authority is currently renting one 26-passenger bus until a replacement has been purchased.

Staff Evaluation/Justification:

Staff has compared prices for passenger buses obtained from non-Houston-Galveston Area Council local dealerships and Houston-Galveston Area Council (H-GAC) providers. The Director of Procurement Services has determined that procuring this vehicle through the H-GAC cooperative purchase program is the method that both satisfies competitive purchase requirements and provides the best value to the Port Authority.

The H-GAC website lists several pre-approved vendors. Staff has reviewed the passenger bus specifications from H-GAC providers and determined that Rush Bus Centers is the vendor with the best price for this unit and meets the Port Authority's requirements. Rush Bus Centers pricing for the selected model was reviewed and approved by H-GAC.

Accordingly, staff requests the Port Commission approve this best value determination and purchase.

J. OPERATIONS

Subject	4. Issue a purchase order to Caldwell Country Chevrolet for purchase of two Chevy 4500 heavy duty cargo trucks for Barbours Cut Terminal, using Local Government Purchasing Cooperative's BuyBoard, a cooperative purchase program, in a total amount not to exceed \$92,500.
Meeting	May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY
Access	Public
Type	Action
Recommended Action	The Port Commission, at its May 25, 2021 meeting, issue a purchase order to Caldwell Country Chevrolet for purchase of two Chevy 4500 heavy-duty cargo trucks for Barbours Cut Terminal, using Local Government Purchasing Cooperative's BuyBoard, a cooperative purchase program, in a total amount not to exceed \$92,500, determine that this procurement method provides the best value to the Port Authority, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing
Goals	STRATEGIC GOAL #2 - INFRASTRUCTURE (Optimize Infrastructure and Channel Capacity to Serve the Region)

Category:

Award, Amendments & Change Orders

Department:

Maintenance

Staff Contact:

Paulo Soares

Background:

The Central Maintenance department, with recommendations from Barbours Cut Maintenance has prepared specifications for a heavy-duty cargo truck to promote a safe work environment and cost-effective operations. Heavy-duty cargo trucks will be used for hauling large crane parts and equipment within Barbours Cut Terminal.

Staff Evaluation/Justification:

Staff has compared heavy-duty cargo truck prices obtained from local and non-local providers, taking into consideration the statutory competitive procurement requirements. The Director of Procurement Services has determined that procuring these vehicles through the BuyBoard program is the method that both satisfies competitive purchase requirements and provides the best value to the Port Authority. BuyBoard websites list several pre-approved providers. Staff has reviewed the specifications from these providers and determined that Caldwell Country Chevrolet is the vendor with the best price for heavy-duty cargo trucks and meets the Port Authority's requirements.

Staff recommends that the Port Commission approve this best value determination and a purchase order to Caldwell Country Chevrolet for the purchase of two Chevy 4500 heavy-duty cargo trucks.

K. PEOPLE

Subject **1. Renew a five-year contract with PayFactors Group LLC, for compensation technology software and data management, at \$15,000 per year, with a total amount not to exceed \$75,000.**

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, award a five year renewal contract to PayFactors Group LLC, for Compensation technology software and data management services, at \$15,000 per year, with a total amount not to exceed \$75,000, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the forgoing.

Goals Strategic Objective 1a. - Retain, engage, develop, and attract talent
STRATEGIC GOAL #1 - PEOPLE AND ORGANIZATION (Be the Best Place to Work)

Category:
Awards, Amendments & Change Orders

Department:
Human Resources

Staff Contact:
Roger Walter

Background:
PayFactors Group LLC ("Payfactors") was previously selected as the vendor of choice for a three-year contract at \$15,000 per year that supplies compensation technology and data management software to provide current competitive market analysis for positions within the Port Authority.

The Port Authority has utilized PayFactors software for the past three years to perform market pricing analysis for positions within the Port Authority. PayFactors software maintains current salary survey data on thousands of jobs that can be used to analyze the competitiveness of our base compensation.

The Port Authority's existing agreement with PayFactors allows the Port Authority to analyze existing as well as newly-created positions. Currently, the Port Authority has in excess of 175 positions that are analyzed and compared for market competitiveness.

PayFactors has now offered to extend the same locked-in price of \$15,000 per year for a five-year period beginning November 1, 2021 and ending October 31, 2026.

Staff Evaluation/Justification:
PayFactor's proposal would continue to provide access to its Compensation database platform and services at the same price that was selected following a competitive selection process in 2018.

Staff recommends the Port Commission approve a contract to PayFactors. It should be noted that PayFactors Group LLC will be merging with and becoming a subsidiary of PayScale Inc. but will continue to operate as a wholly owned subsidiary.

M. TECHNOLOGY

Subject 1. Approve a purchase order to HP, Inc. for purchase of laptops and associated peripherals for the first phase of telecommuters coming back on site, using the Texas Department of Information Resources' cooperative purchase program, in an amount not to exceed \$80,000.

Meeting May 25, 2021 - PORT COMMISSION OF THE PORT OF HOUSTON AUTHORITY

Access Public

Type Action

Recommended Action The Port Commission, at its May 25, 2021 meeting, approve a purchase order to HP, Inc. for purchase of laptops and associated peripherals for the first phase of telecommuters coming back on site, using the Texas Department of Information Resources' cooperative purchase program, in an amount not to exceed \$80,000, determine that this procurement method provides the best value to the Port Authority, and further authorize the Executive Director to do any and all things in his opinion reasonable or necessary to give effect to the foregoing.

Category:

Awards, Amendments & Change Orders

Department:

Information Technology

Staff Contact:

Ron Farrow

Background:

As the Port Authority begins to ease the remote-work requirements associated with COVID-19, staff is seeking to obtain approximately 70 laptops and the associated peripherals to support the first phase of returning telecommuters: Port Authority laptops would be provided to those who are returning on site and currently using port-issued desktops. This initiative would conform to the Information Technology Department's updated standards to support the equipment needs of a more agile and mobile workforce, working within and outside of Port Authority facilities.

The Texas Department of Information Resources (DIR) is a department of the State of Texas, and has cooperative purchasing programs which may be used by the Port Authority.

Staff Evaluation/Justification:

The Director of Procurement Services has determined that procuring these laptops and associated peripherals through the Texas Department of Information Resources' (DIR) purchasing program is the method that both satisfies competitive purchase requirements and provides best value to the Port Authority.

The Information Technology Department has determined that the best availability, price, and contract terms for the item needed is provided by HP, Inc. under the pricing schedule obtained from that vendor's contract with DIR, and is therefore recommending this purchase.

Accordingly, staff recommends that the Port Commission approve this best value determination and purchase order.