

Notice of Meeting

BOARD OF TRUSTEES OF THE GALVESTON WHARVES

IN ACCORDANCE WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES ACT (ADA), PERSONS IN NEED OF A SPECIAL ACCOMMODATION TO PARTICIPATE IN THIS PROCEEDING SHALL, WITHIN THREE (3) DAYS PRIOR TO ANY PROCEEDING, CONTACT THIS OFFICE, 123 ROSENBERG AVENUE, 8TH FLOOR, GALVESTON, TEXAS 77550 (409-766-6105) TO MAKE ARRANGEMENTS FOR THE SPECIAL ACCOMMODATION.

Regular Monthly Meeting

Monday, April 25, 2016

9:15 a.m.

Port of Galveston

8th Floor Shearn Moody Plaza

123 Rosenberg Avenue, Galveston, TX 77550

-THE REGULAR MONTHLY MEETING IS OPEN TO THE PUBLIC-

BOARD OF TRUSTEES

**Chairman Benjamin F. Holland, Jr.
Trustee Elizabeth Beeton
Trustee Albert P. Shannon
Trustee Mayor James D. Yarbrough**

**Vice Chairman Edward J. Walsh, III
Trustee Richard D. DeVries
Trustee Gerald A. Sullivan**

**Michael J. Mierzwa, Port Director
Anthony P. Brown, Port Attorney**

I. REGULAR MONTHLY MEETING

A. CALL TO ORDER

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

B. DECLARATION OF CONFLICTS OF INTEREST BY TRUSTEES

C. GENERAL BUSINESS

1. PRESENTATIONS AND ANNOUNCEMENTS

A-1 Presentation – Status of Pelican Island Bridges
John Ford, Board President, Galveston County Rail District

A-2 Comments from the Public

2. APPROVAL OF MINUTES OF THE BOARD OF TRUSTEES

B-1 Minutes of the Regular Monthly Meeting of the Board of
Trustees held March 28, 2016

3. PORT DIRECTOR'S REPORT

C-1 Port Director/Staff Reports – Consideration of Information
Received from the Port Director or Other Members of Port Staff with
Respect to Port Operations, Including Such Matters as Revenue, Expense,
and Other Financial Information; Cargo Tonnage and Ship Calls; Cruise
Passenger Activity, Car Counts, and Ship Calls; Security Conditions and
Other Security Related Matters; Facility Improvements, Maintenance,
Repairs, and Demolition; Dredging; Matters Relating to Parking
Operations; Staff and Trustee Travel Reports; and Other Matters Required
to be Reported to the Trustees Pursuant to Law or Board Policy.

4. CONSENT AGENDA

D-1 Consider Board and Staff Expense Reports

D-2 Consider Financial Statements

D-3 Accept Port Investments Report

D-4 Accept Bank Reconciliation Report and
Schedule of Restricted Fund Balances

D-5 Accept Cash Flow Projections

D-6 Accept Monthly Delinquent Accounts Receivable Analysis

D-7 Accept Vendor Check Register Report

D-8 Consider Trade Development

4. BUSINESS ITEMS

E-1 Discuss and Consider Actuarial Valuation of the Galveston
Wharves Pension Plan as of January 1, 2016, Related
Assumptions and Approval of Contribution in an Amount Not
To Exceed \$420,000 to the Plan

- E-2 Discuss and Consider Acceptance of the 2015 Audited Galveston Wharves Pension Plan Annual Financial Report for Year Ending December 31, 2015
- E-3 Discuss and Consider Portfolio Performance Analysis Report, Summary of Investment Performance Report and Investment Detail of the Galveston Wharves Pension Plan for Period Ending March 31, 2016 and Discuss and Consider any Percentage Changes in Fund Mix that May Be Necessary to Increase Investment Results
- E-4 Discuss and Consider Award of Contract for Cruise Terminal 2 Renovations to Include Wall Construction and Flooring to Centric Gulf Coast, Inc. for an Amount Not to Exceed \$239,000 and Consider Approval of the Expenditure of an Additional \$37,042.50 for Project Contingency
- E-5 Discuss and Consider Amendment of Tariff Circular No. 6, Item 11 – Other Licenses and Permits, to include, but not limited to, the following changes (i) Amend “Note B” to include Insurance Requirements for Transportation Network Companies and Drivers (ii) Amend “Note C” to include Transportation Network Companies and Define Applicable Decal and Access Fee Charges and (iii) Amend “Definitions” to Include Definitions Applicable and Related to Transportation Network Companies.
- E-6 Discuss and Consider Resolution of Support to the City of Galveston Industrial Development Corporation for a Comprehensive Maritime Economic Impact Analysis to be Conducted by Martin Associates

II. RECESS INTO EXECUTIVE SESSION

ANNOUNCE GOING INTO EXECUTIVE SESSION PURSUANT TO TEXAS GOVERNMENT CODE

-Section 551.071 – Consultation with Attorney

- a. Seek or receive advice on legal issues relating to use of the name “Port Parking”.
- b. Seek or receive advice on legal claim asserted by an employee.

- c. Seek or receive advice on pending litigation and legal claims, including without limitation:
 - 1. Santa Fe Discount Cruise Parking, Inc., et al. v. the Board of Trustees of the Galveston Wharves et al., Federal Maritime Commission Docket No. 14-06;
 - 2. Pending insurance claim for Business Interruption loss resulting from the *Carnival Triumph* fire in February 2013

-Section 551.072 – Real Estate

- a. Discuss issues relating to value of real property owned and operated by Port:
 - 1. Proposed Lease Agreement between the Board of Trustees of the Galveston Wharves and WWL Vehicle Services Americas to Lease Approximately 6.022 Acres of West End Port Property
 - 2. Proposed Lease Agreement Between the Board of Trustees of the Galveston Wharves and Dolphin World Inc. to Lease Suite B Consisting of 947 Square Feet of Space in the Galveston Transit Terminal
 - 3. Proposed Lease Agreement Between the Board of Trustees of the Galveston Wharves and FIT TRI Run, LLC, Doing Business as LAX to Lease Suite C, Consisting of 811 Square Feet of Space in the Galveston Transit Terminal
 - 4. Proposed Easement Between the Board of Trustees of the Galveston Wharves and the Board of Regents of the University of Texas System for a Security and Telecommunications Fiber Optic System on Port and University of Texas Property

-Section 551.087 – Economic Development Negotiation

- a. Discuss or Deliberate Regarding Commercial or Financial Information Received from a Business Prospect Seeking to Locate, Stay, or Expand at the Port of Galveston, or Deliberate the Offer of a Financial or Other Incentive to such a Business Prospect

ADJOURNMENT OF EXECUTIVE SESSION

RECONVENE REGULAR MONTHLY MEETING

BUSINESS ITEMS (CONTINUED)

- E-7 Discuss and Consider Lease Agreement Between the Board of Trustees of the Galveston Wharves and WWL Vehicle Services Americas to Lease Approximately 6.022 Acres of West End Port Property for a Five-Year Term with an Additional Five-Year Term Option
- E-8 Discuss and Consider Lease Agreement Between the Board of Trustees of the Galveston Wharves and Dolphin World Inc. to Lease Suite B Consisting of 947 Square Feet of Space in the Galveston Transit Terminal for a Three-Year Term with Two Additional Five-Year Term Options for the Operation of a Souvenir Retail Store
- E-9 Discuss and Consider Lease Agreement Between the Board of Trustees of the Galveston Wharves and FIT TRI Run, LLC, Doing Business as LAX to Lease Suite C, Consisting of 811 Square Feet of Space in the Galveston Transit Terminal for a Three-Year Term with Three Additional Three-Year Options for the Operation of a Specialty Retail Store
- E-10 Discuss and Consider Easement Between the Board of Trustees of the Galveston Wharves and the Board of Regents of the University of Texas System for a Security and Telecommunications Fiber Optic System on Port and University of Texas Property Between 12th Street and 41st Street
- E-11 Discuss and Consider Settlement Offer from Lexington Insurance Company and ACE North American Insurance for Business Interruption Loss as a Result of the *Carnival Triumph* Fire in February 2013

D. COMMENTS FROM THE BOARD OF TRUSTEES

E. SET DATE OF NEXT BOARD MEETING, TIME AND LOCATION

E. ADJOURNMENT

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

3:30 p.m., Thursday, April 21, 2016

By: Michael J. Mierzwa
Michael J. Mierzwa, Port Director