

**MINUTES OF A REGULAR MEETING OF THE BOARD OF NAVIGATION AND
CANAL COMMISSIONERS OF THE BROWNSVILLE NAVIGATION DISTRICT OF
CAMERON COUNTY, TEXAS HELD SEPTEMBER 19, 2018 AT 5:30 P.M.**

The Board of Navigation and Canal Commissioners of the Brownsville Navigation District of Cameron County, Texas, held a regular meeting on **Wednesday, September 19, 2018 at 5:30 p.m.** The following individuals were present and absent:

PRESENT: John Reed, Chairman
Sergio Tito Lopez
Ralph Cowen
John Wood
Esteban Guerra

ABSENT: None

ALSO PRESENT: Eduardo A. Campirano, Port Director and CEO
Daniel Rentfro Jr., District Counsel
William J. Irwin, Associate District Counsel

STAFF MEMBERS: Steve Tyndal
Lorena Hernandez
Ariel Chavez
Jaime Martinez
Chief Carlos Garcia
Lieutenant Mario Esquivel
Michael Davis
Tony Rodriguez
Jose Herrera
Debby Duke
Maggie Doxsee
Jorge Ibarra
Manuel Martinez
Margie Recio
Oscar Garcia

OTHERS PRESENT: Rev. Andreas Lewis
Joe Linck
Roberto Ruiz
Mike Krieber
Scott Donnaho
Jorge de la Colina

1. Meeting Called To Order

The Chairman called the meeting to order at 5:36 p.m. Reverend Lewis offered a prayer. The Chairman then led those present in the Pledge of Allegiance to the United States and Texas flags.

2. Public Audience

Joe Linck addressed the Board regarding oil exploration in Northern Mexico and its implications for the Port of Brownsville.

3. Receive Director's Report

a. Receive Port Monthly Operations Summary Report

Ms. Hernandez made the report to the Board. Discussion followed.

CONSENT AGENDA

4. Consideration and Action on the Following Consent Agenda Items:

- a. Approval of the Minutes of the Regular Board Meeting of September 5, 2018.
- b. Approval to authorize payments over \$25,000.00:
 1. U.S. Army Corps of Engineers, the amount of \$79,700.00, for Deepening and widening of the Brazos Island Harbor Channel; and
 2. Environmental Evolutions, the amount of \$324,534.60, for transportation and disposal sludge at Ballast Pit #2.

Commissioner Wood noted that the payment described in Item 4b1 is necessary to allow the Corps of Engineers to move forward with the plans for the deepening of the channel.

Commissioner Guerra moved to approve all consent agenda items, Commissioner Cowen seconded, and the motion passed unanimously.

5. Presentation by Steve Tyndall on Marketing Division Update.

Mr. Campirano introduced Steve Tyndall who made a presentation on the Port's Marketing Division's current projects. Discussion followed.

6. Consideration and Action to accept proposal from Roberto J. Ruiz Architect, Inc. for architectural/engineering services on the building purchased by the BND from Woodfin Trade Services, Inc. for a facility that would provide offices for U.S. Customs and Border Protection.

Mr. Campirano addressed the Board requesting acceptance on the proposal from Roberto J. Ruiz Architect, Inc. for architectural/engineering services on the building purchased by the BND from Woodfin Trade Services, Inc. for a facility that would provide offices for U.S. Customs and Border Protection. BND purchased the Woodfin Trading building in August 2017 to relocate U.S. Customs and Border Protection from the Harbor Masters office. Staff was notified by U.S. Customs and Border Protection that the current office space being provided to them was not adequate. Mr. Ruiz addressed the Board. Compensation for Mr. Ruiz' services on this project will be 8 percent of the cost of construction. Discussion followed regarding the specifications required by the government. Commissioner Lopez moved to approve the proposal from Roberto J. Ruiz Architect, Inc. as presented, Commissioner Guerra seconded, and the motion passed unanimously.

7. Consideration and possible Action to authorize District staff to advertise for proposals for Depository Bank Account.

Ms. Hernandez addressed the Board requesting authorization for District staff to advertise for applications for the District's Depository. The current Depository contract ends on November 30, 2018. The Request for Application to Provide Depository Services is offered to all banks within the District. Commissioner Cowen moved to authorize the staff to advertise a Request for Applications to Provide Depository Services, Commissioner Wood seconded, and the motion passed unanimously.

8. Consideration and possible Action to approve the purchase order for the 2018 contribution to the Texas Municipal League Intergovernmental Risk Pool as the District's contribution premium and to authorize payment of the premium when invoiced in the amount of \$181,051.00.

Mrs. Duke addressed the Board requesting approval to purchase order for the 2018 contribution to the Texas Municipal League Intergovernmental Risk Pool as the District's contribution premium and to authorize payment of the premium when invoiced in the amount of \$181,051.00. District staff has received the renewal premium from TML for the October 1st renewal date. This renewal is for the Worker's Compensation Insurance, the Business Auto Liability Coverage, the Automobile, Comprehensive/Collision Coverage, and the Crime policies (Public Employee Dishonesty, Computer Fraud, Forgery and Alteration and Theft, Disappearance and Destruction). Commissioner Lopez moved to approve the purchase order to Texas Municipal League in the amount of \$181,051.00 for the renewal of Worker's Compensation Insurance, the Business Auto Liability Coverage, the Automobile Comprehensive/Collision Coverage and the Crime Policies (Public Employee Dishonesty, Computer Fraud, Forgery and Alteration and Theft, Disappearance and Destruction), and to authorize the payment of the invoice, with the annual payment discount as applicable, for these policies when received, Commissioner Cowen seconded, and the motion passed unanimously.

9. Consideration and possible Action on approving an Engagement Letter with Wilkins Finston & Friedman Law Group LLP for ERISA pension advisory services.

Mr. Campirano and Mrs. Duke addressed the Board requesting approval on Engagement Letter with Wilkins Finston & Friedman Law Group LLP for ERISA pension advisory services. The District's Pension Trustees have been working on developing options that might be available for amending the Retirement Plan for Employees of the Brownsville Navigation District (the "Pension Plan"). As the Trustees have discussed options with various of their advisors, a number of questions arose regarding the legality of some of the options that are under consideration. The Trustees were advised to seek out an ERISA attorney. Mr. Bill Fisher of Wilkins Finston and Friedman was recommended to the Trustees by the District's financial advisor. Donna Eymard contacted Mr. Fisher and he has provided the District with an Engagement Letter. Legal counsel has reviewed the Engagement letter. Mr. Fisher's initial retainer is \$5,000,00. The Engagement Letter clearly states that Mr. Fisher would be working on this project on behalf of the District and would report to Mr. Campirano or to Donna Eymard, not the Trustees. There is no term indicated in this agreement, but if the Board approves this engagement, the Trustees would begin working through Donna to identify the best option for the pension plan moving forward as soon as possible. The engagement would be terminated once the pension plan project is complete. Discussion followed regarding Mr. Fisher's experience, the work anticipated, and the cost of the project.

Commissioner Wood moved to authorize Eduardo Campirano to sign the Engagement Letter with Wilkins Finston and Friedman for pension advisory services with an effective date of the agreement of September 19, 2018, Commissioner Cowen seconded, and the motion passed unanimously.

Mr. Campirano asked that Item 11 be taken out of order.

11. Consideration and possible Action to declare Unit 682 as surplus to the District's needs and to authorize the staff to offer the vehicle as a trade-in.

Mrs. Duke addressed the Board requesting to declare Unit 682 as surplus to the District's needs and to authorize the staff to offer the vehicles as a trade-in. Oscar Garcia reviewed his vehicle fleet and determined that Unit 682 should be retired from service. This is a 2010 Ford F150 pickup. This vehicle has 76,280 miles on it, however, the body has suffered from considerable rust. After discussion, Commissioner Wood moved to table this item, Commissioner Lopez seconded, and the motion passed unanimously.

10. Consideration and possible Action to authorizing staff to advertise for bids for the purchase of one pickup and one small sport utility vehicle and to offer one pickup as a trade-in for the purchase.

Mrs. Duke addressed the Board requesting the authorization to advertise for bids for the purchase of one pickup and one small sport utility vehicle and to offer one pickup as a trade-in for the purchase. The Capital Budget for 2018 includes a line item for the purchase of one new pickup for the Police Department. During the mid-year budget process, the staff is recommending the addition to the request for bids of a replacement of the pickup used by the Administration for courier duties. The staff is recommending that this pickup be replaced with a small SUV, of the Escape class, to provide a fuel-efficient vehicle for the around-town trips. The current vehicles being replaced will be reassigned rather than being retired. Commissioner Lopez moved to authorize the staff to advertise for bids for the purchase of one pickup and one small SUV and to possibly offer one pickup as a trade-in for the purchase, Commissioner Guerra seconded, and the motion passed unanimously.

12. Consideration and possible Action to authorize staff to advertise for bids for a stationary crane for Oil Dock 3 and to open bids when received.

Mr. Garcia addressed the Board requesting the authorization for staff to advertise for bids for a stationary crane for Oil Dock 3 and open bids when received. Staff has been having maintenance issues with the crane on Oil Dock 3. A new crane will facilitate hose connections on Oil Dock 3. Staff included this item in the Capital Budget. Commissioner Guerra moved to authorize staff to advertise for the purchase of a new crane for Oil Dock 3 and to open bids when received, Commissioner Cowen seconded, and the motion passed unanimously.

13. Adjourn into Executive Session, as authorized by Subchapter D of Chapter 551 of the Government Code to discuss with attorneys pending or contemplated litigation and matters in which the duty of the attorneys under the Rules of Professional Conduct clearly conflict with Chapter 551; to conduct deliberations regarding real property (§551.072); to deliberate the deployment of security personnel or devices (§551.076); to deliberate the appointment, employment, evaluation, reassignment, duties,

discipline, or dismissal of a public officer or employee (§551.074); and to conduct deliberations regarding economic development negotiations (§551.087).

Commissioner Lopez moved to adjourn into executive session, Commissioner Cowen seconded, and the motion passed unanimously. The Chairman then announced that the time was 6:38 p.m. and that the Board would adjourn into executive session.

The Chairman then announced that the time was 7:53 p.m. and that the Board had reconvened in open session.

14. Possible action on matters or items discussed in Executive Session.

There was none.

15. Adjournment.

Commissioner Guerra moved to adjourn the meeting, Commissioner Cowen seconded, and the meeting was adjourned by unanimous consent at 7:54 p.m.

ATTEST



Secretary



John Reed
Chairman of the Board