

**MINUTES OF A PILOT BOARD MEETING AND A REGULAR MEETING OF THE  
BOARD OF NAVIGATION AND CANAL COMMISSIONERS OF THE  
BROWNSVILLE NAVIGATION DISTRICT OF CAMERON COUNTY, TEXAS HELD  
JULY 19, 2023 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, including sitting as the Port of Brownsville Pilot Board, on **Wednesday, July 19, 2023 at 5:30 p.m.** The following individuals were present and absent:

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

**ABSENT:** John Reed

**ALSO PRESENT:** Eduardo A. Campirano, Port Director and CEO  
William J. Irwin, District Counsel

**STAFF MEMBERS:** Miguel Barrajas

Michael Davis  
Chief William Dietrich  
Arturo Gomez  
Jose Herrera  
Jorge Montero  
Margie Recio  
Tony Rodriguez  
Melinda Rodriguez  
Janie Velasquez  
Zeus Yanez

**OTHERS PRESENT:** Rev. Andreas Lewis  
Gene Rufino Tuttle Jr.  
Captain Grant Wilson  
Captain Jon Willett  
Peter Bryn  
Norma Torres  
Matthew Montemayor

**PILOT BOARD MEETING**

The Chairman called the Pilot Board Meeting to order at 5:38 p.m.

1. **Consideration and Action on acknowledgment of a new Deputy Pilot candidate Gene**

## **Rufino Tuttle Jr.**

Captain Willett and Captain Wilson each addressed the Board. Commissioner Cowen moved to acknowledge new Deputy Pilot candidate Gene Rufino Tuttle Jr., Commissioner Wood seconded, and the motion passed unanimously.

There being no further business before the Pilot Board, the Chairman announced that the meeting would be closed at 5:41 p.m. and the Board would move on to the Regular Meeting agenda.

## **REGULAR MEETING**

### **1. Meeting Called To Order**

The Chairman called the meeting to order at 5:41 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**

No person registered to address the Board.

### **3. Receive Reports**

#### **a. Port Monthly Operations Summary Report**

Mr. Yanez 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 July 5, 2023.
- b. Approval to authorize payments over \$25,000.00:
  1. HDR Engineering, Inc., the amount of \$69,526.75, for Channel Improvement Project and Phase 2 Design Repackaging;
  2. Koppers Inc., the amount of \$29,842.00, for Patio 22 / Dock 13 entrance railroad crossing project;
  3. T.D. American Limestone, LLC, the amount of \$44,211.35, for Crush Limestone – Patio 22 Expansion project.

Commissioner Lopez moved to approve consent agenda items, Commissioner Wood seconded, and the motion carried unanimously.

### **5. Consideration and ACTION on Stevedore and Freight Handler's License Renewal Application for: Schaefer Stevedoring, Inc.**

Commissioner Lopez moved to approve the renewal of the license as presented, Commissioner Wood seconded, and the motion carried unanimously.

**6. Presentation of District’s Investment Report for the quarter ended June 30, 2023.**

Mr. Yanez addressed the Board presenting the District’s Investment Report for the quarter ended June 30, 2023. As per Government Code Chapter 2256, “Public Funds Investment Act,” the governing board shall receive, not less than quarterly, a written investment report prepared and signed by the Investment Officer of the investment transactions for all funds for the preceding reporting period. The report covered the quarter ended June 30, 2023. The investment portfolio complied with Chapter 2256 and the District’s Investment Policy & Investment Strategies. As of June 30, 2023, the District maintained \$19,334,126 in demand deposits at Lone Star National Bank and \$62,530,970 with Local Government Investment Pools for a total of \$81,865,096. Discussion followed.

**7. Consideration and ACTION to acknowledge receipt of the independent audits of the financial statements of the Brownsville Navigation District and the “Retirement Plan for Employees of the Brownsville Navigation District” for Fiscal Year Ended December 31, 2022.**

Mr. Yanez addressed the Board requesting acknowledgement of receipt of the independent audits of the financial statements of the Brownsville Navigation District and the “Retirement Plan for Employees of the Brownsville Navigation District” for Fiscal Year Ended December 31, 2022. Texas Water Code, Chapter 60, requires the district to have its financial accounts and records audited annually. Accordingly, staff has prepared its Annual Comprehensive Financial Report to satisfy this requirement. Texas Government Code, Chapter 802, requires The Retirement Plan for Employees of the Brownsville Navigation District (the “Plan”) to have its financial accounts and records audited annually. Accordingly, BND staff has prepared stand-alone financial statements for the Plan to satisfy this requirement. The district engaged Carr, Riggs, and Ingram, LLC to conduct audits of the district’s financial statements and the stand-alone financial statements of the Plan for the Fiscal Year Ended December 31, 2022. The external audit firm has completed the audits of the district’s financial statements and the Plan’s financial statements for the Fiscal Year Ended December 31, 2022. Matthew Montemayor, of CRI, also addressed the Board regarding the audits. Commissioner Wood moved to accept the independent audits as presented by Carr, Riggs and Ingram, LLC for the District to comply with statutory, bond continuing disclosures and federal/state grant requirements, Commissioner Lopez seconded, and the motion passed unanimously.

**8. Consideration and ACTION on Leases, Assignments, Negotiations, Easements, Subleases, and Contracts in General:**

**1. White Tipped Dove LLC (New Lease)**

White Tipped Dove, LLC seeks a new lease for 112.10 acres located south of Yolanda Del Rio Road and Hwy 4 commencing on September 1, 2023. Purpose: planting, cultivating, and harvesting row crops such as vegetables, corn, cotton, and grain sorghum. Commissioner Lopez moved to approve the new lease for White Tipped Dove, LLC, Commissioner Wood seconded, and the motion passed unanimously.

**2. Bluewing One, LLC (License Agreement)**

The License Agreement with Bluewing One, LLC is for the purpose of constructing and installing

an 8” pipeline from Dock No. 5 to Dock No. 2. Commissioner Lopez moved to approve the License Agreement with Bluewing One, LLC, Commissioner Wood seconded, and the motion passed unanimously.

**3. Bluewing One, LLC (Amendment – License Agreement)**

This amendment to License Agreement Contract #3840 with Bluewing One, LLC is for the purpose of construction and installation of an 8” pipeline to sit above the existing 12” pipeline commencing at the leased site towards Dock No. 5. Commissioner Lopez moved to approve the Amendment to License Agreement with Bluewing One, LLC, Commissioner Cowen seconded, and the motion passed unanimously.

**4. Eolic Green Ammonia LLC (Authority to Negotiate – Option)**

Eolic Green Ammonia LLC is interested in leasing approximately 105 acres (85 – East of Chemical Road + 20 – Ballast Pit #1). The company seeks Authority to Negotiate an Option to Lease for a term of one year with one renewal option of one year. Estimated Job creation: Construction Phase: 1,000; Plant Operations: 100+ full time employees. Capital Investment: \$2 - \$3 Billion. Purpose clause: Due Diligence (Green Hydrogen and Ammonia Production Facility). Peter Bryn addressed the board to present an overview of the proposed project. Commissioner Lopez moved to approve the Authority to Negotiate for Eolic Green Ammonia LLC, Commissioner Wood seconded, and the motion passed unanimously.

**9. Consideration and ACTION to authorize the Port Director and CEO to execute Receipt and Release Affidavit on Oil Dock #5 Damage Repairs by R.M. Walsdorf, Inc. on behalf of Kirby Inland Marine, L.P.**

Mr. Campirano addressed the Board requesting authorization for the Port Director and CEO to execute Receipt and Release Affidavit on Oil Dock #5 Damage Repairs by R.M. Walsdorf, Inc. on behalf of Kirby Inland Marine, L.P. On May 3, 2023, the Harbormaster’s Office notified Port Staff that a barge movement had caused damage to the concrete mooring dolphin and fender panel to the west side of Oil Dock #5. After claims were filed on the damage, a scope of work was developed by Earl Hatfield Surveyors and reviewed by Port Staff, and barge owner Kirby Inland Marine, LP (Kirby) engaged R.M. Walsdorf, Inc. (Walsdorf) to perform the repairs, which were successfully completed on June 24, 2023, and inspected by the District’s Engineering Department. Kirby has requested that the BND execute the Receipt and Release Affidavit which has been reviewed by BND Legal Counsel. Commissioner Lopez moved to authorize the Port Director and CEO to execute the Receipt and Release Affidavit for payment by Kirby Inland Marine, LP to R.M. Walsdorf, Inc. for the Oil Dock #5 Damage Repairs, Commissioner Wood seconded, and the motion passed unanimously.

**10. Consideration and ACTION to Authorize Port Staff to Purchase TX5 Tensar Geo Grid from the Sole Source Vendor GeoSolutions, Inc.**

Mr. Herrera addressed the Board requesting authorization for Port Staff to Purchase TX5 Tensar Geo Grid from the Sole Source Vendor GeoSolutions, Inc. BND Staff is seeking authorization to purchase Tensar TX5 Geo Grid from GeoSolutions, Inc. which has provided a sole source statement. The purchase will be made of one hundred rolls at a cost of \$1,586.39 per roll. The total cost for this purchase would be \$158,639.00. The material will be used on several projects throughout the Port which include Patio Expansion, 118-acre development, as well as general maintenance to patios. Commissioner Lopez moved to authorize BND staff to purchase the Tensar

TX5 Geo Grid from the sole source vendor GeoSolutions, Inc. and to issue payment of the invoice once received, Commissioner Cowen seconded, and the motion passed unanimously.

**11. Consideration and ACTION to accept proposal from Millennium Engineers Group, Inc. on geotechnical analysis and report for the Dredged Material Placement Area No. 8 modifications, and to authorize the Port Director & CEO to sign the proposal for this report.**

Mr. Campirano addressed the Board to accept the proposal from Millennium Engineers Group, Inc. on geotechnical analysis and report for the Dredged Material Placement Area No.8 modifications, and to authorize the Port Director & CEO to sign the proposal for this report. BND Staff has been working with the Real Estate (RE) department of the Galveston District (SWG) of the United States Army Corps of Engineers (USACE) on adjusting the boundaries and relocating some levees of the Dredged Material Placement Area No. 8 (DMPA 8) to increase patio space on the North side of said DMPA 8. On June 14, 2023, BND Commissioners accepted a proposal from engineer-of-record HDR Engineering, Inc. (HDR) for the design of the modifications to the levees in this DMPA 8. HDR's proposal provided for BND to procure the services of a local laboratory to perform the geotechnical analysis and report. The Millennium Engineers Group, Inc. (MEG) proposes to perform these services for a lump sum fee of \$159,887.80. The services performed by MEG will be reviewed by HDR under the proposal for design services. Commissioner Wood moved to accept the proposal from the Millennium Engineers Group, Inc. in the amount of \$159,887.80 to perform geotechnical analysis and report services on the boundary modifications and levee relocations to Dredged Material Placement Area No. 8 and authorize the Port Director and CEO Mr. Eduardo Campirano to sign the submitted proposal, Commissioner Lopez seconded, and the motion passed unanimously.

**12. 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 deliberate the purchase, exchange, lease, or value of real property; 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).**

The Chairman then announced that the time was 6:50p.m. Commissioner Cowen moved that the Board adjourn into executive session, Commissioner Wood seconded, and the motion carried unanimously.

The Chairman then announced that the time was 7:12 p.m., and that the Board had reconvened in open session.

**13. Possible action on matters or items discussed in Executive Session.**

1. Consideration and possible action on Settlement Agreement and Mutual Release; Cause No. 19-32800-sgj7 United States Bankruptcy Court for the Northern District of Texas.

Commissioner Cowen moved that the Board approve the Settlement Agreement and Mutual Release as discussed in executive session, Commissioner Wood seconded, and the motion carried

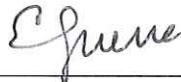
unanimously.

**14. Adjournment.**

Commissioner Cowen moved to adjourn the meeting, Commissioner Wood seconded, and the motion passed unanimously. The meeting was adjourned at 7:14 p.m.

ATTEST

  
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John Wood, Secretary

  
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Esteban Guerra  
Chairman of the Board