

**MINUTES OF A REGULAR MEETING OF THE BOARD OF NAVIGATION AND
CANAL COMMISSIONERS OF THE BROWNSVILLE NAVIGATION DISTRICT OF
CAMERON COUNTY, TEXAS HELD JULY 16, 2025 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 of the board on **Wednesday, July 16, 2025 at 5:30 p.m.**

The following individuals were present and absent:

PRESENT: Esteban Guerra
John Reed
Ernesto Gutierrez
John Wood

ABSENT: Sergio Tito Lopez

ALSO PRESENT: William Dietrich, Port Director and CEO
William Irwin, District Counsel

STAFF MEMBERS: Arturo Gomez
Margie Recio
Janie Velasquez
Yessenia Gonzalez
Estela Rangel
Justin Torres
Guillermo Rico
Michael Davis
Santos Barbosa
Ervey Gonzalez
Jorge Montero
Tony Rodriguez
Manuel Martinez
Carlos Garza
Zeus Yanez
Jose Herrera
Edgar Garcia

OTHERS PRESENT: Rev. Andreas Lewis
Indira Soto
Dennis Sanchez
Shariff Gonnella
Jorge de la Colina
Ryan Baker
Claudia Ayarzagotia
Jose Sanchez

shall be performed unless formally authorized in writing through an executed task order. Commissioner Wood moved to approve to enter into a Professional Services Agreement with Witt O'Brien, Commissioner Gutierrez seconded, and the motion passed unanimously.

7. Consideration and ACTION regarding application received of Steamship License Agent to TCS Brokerage, LLC.

Mr. Rodriguez addressed the Board that TCS Brokerage LLC has submitted a complete application for a Steamship Agent license, including all required attachments and the \$2,000 application fee as prescribed by Port Tariff No. 6. The Port of Brownsville staff have reviewed the application and determined that all necessary documentation has been provided. As part of the application, TCS Brokerage LLC has also submitted a Letter of Credit in the amount of \$25,000, made payable to the Brownsville Navigation District. This is intended to serve in lieu of the required \$10,000 cash deposit for the first year of the license term. The current Port policy requires a \$10,000 cash deposit; however, the District is in the process of amending this policy to allow for the acceptance of a Letter of Credit as an alternative form of financial security. Legal counsel has reviewed the proposed policy change and has advised that it would be reasonable to accept a Letter of Credit in lieu of a bond, noting that a properly structured Letter of Credit may, in many cases, provide stronger financial security. Both Legal and Port staff recommend accepting the submitted Letter of Credit and amending the policy accordingly to formally recognize Letters of Credit as an acceptable alternative to cash deposits or bonds. The license will be effective for three years July 16, 2025. Commissioner Reed moved to approve the Steamship Agent License to TCS Brokerage, LLC to be effective July 2025, Commissioner Gutierrez seconded, and the motion passed unanimously.

8. Consideration and ACTION on Leases, Assignments, Negotiations, Easements, Subleases, and Contracts in general.

Mr. Dietrich addressed the Board regarding the following Items:

1. E & J Trawlers, Inc (New Lease)

This new lease with E&J Trawlers, Inc. will replace BND contract #4466 for the 0.331 acres located in the Fishing Harbor at 1950 Bayou Court. The initial term will be for one year and the lessee and District may agree to extend the term of the agreement by four terms of one year each. A Special Conditions provision in the lease agreement states that if lessee submits a written request to renew the term of the lease agreement and is not in default under any part of the agreement, the request will be presented to the District's Board of Commissioners for approval. The Board may approve or reject the renewal request at its discretion. If the request is denied, the lease will expire on the current expiration date. The purpose clause of this new lease is for shrimp operations, specifically the unloading and boat tie-up of shrimp and seafood vessels. Commissioner Reed moved to approve the new lease for E&J Trawlers, Inc, Commissioner Gutierrez seconded, and the motion passed unanimously.

2. C.R. Trucking, LLC (Lease Amendment)

C.R. Trucking, LLC, the current lessee under BND Contract No. 4716, is requesting a Lease Amendment to reflect a name change to CR Logistics, LLC, effective July 2, 2025. Commissioner Reed moved to approve the Lease Amendment for C.R. Trucking, LLC, Commissioner Wood seconded, and the motion passed unanimously.

3. Snodgrass, Inc (Consent to Change of Ownership and Consent to Sublease; First Amendment to Lease)

Snodgrass, Inc (Contract No. 4753) is seeking approval of the Consent to Change of Ownership and Consent to Sublease; and a First Amendment to Lease Agreement for their leased site of approximately 2.066 acres located at 2025 Angler's Place Road. Christianne Marie Snodgrass and Cecilia Louise Monks have entered into an agreement to sell 100 percent of the stock in Snodgrass, Inc. to Amedroz General Partners, LLC. Snodgrass, Inc. seeks the board's approval of a Consent to Change of Ownership, an Assignment, and Consent to Sublease. The first amendment to lease reflects the amendment to extend the primary term from one year to five years and to replace the four renewal options of one year each with two renewal options of five years each by mutual consent and to increase the security deposit to align with updated rent and lease rates, consistent with the BND's current Leasing Policy. The current purpose clause, selling fuel and boat supplies, shall be amended to include shrimping operations (i.e. shrimp trawler docking, unloading seafood, and fueling of boats). For the avoidance of doubt, no transloading (i.e. rail to truck, truck to rail, or truck to truck) of flammable materials, lubricants, or petrochemicals shall be permitted on the leased premises. Additionally, they seek the board's consent to sublease the dock space, as per the stock purchase agreement, back to Christianne Marie Snodgrass and Cecilia Louise Monks through October 31, 2025 for the purpose of mooring up to seven shrimp boats and for office space on the leased premises for purpose of managing said shrimp boats. As a condition of approving the Consent to Assignment, Consent to Sublease, and the First Amendment to Lease Agreement, Jose Armando Guzman Gonzalez, President of Amedroz General Partners, LLC has agreed to execute a personal guaranty of the lease at closing. This guaranty ensures timely fulfillment of all obligations under the lease and its amendments. BND Legal Counsel, in collaboration with Snodgrass' legal counsel, has reviewed the documents and concurs that they are ready for consideration and action by the BND Commission, subject to closing of the sale. Commissioner Reed moved to approve the Consent to Change of Ownership, Consent to Sublease, and the First Amendment to Lease for Snodgrass, Inc., subject to closing of the sale, Commissioner Wood seconded, and the motion passed unanimously.

BIDS/AGREEMENTS/PURCHASES

9. Consideration and ACTION to authorize Port staff to publish in the local newspaper an Invitation to Bid on the DMPA 8 Dike Relocation project, and to open bids thereof.

Mr. Martinez addressed the Board that BND Staff is requesting authorization from BND Commissioners to publish an Invitation to Bid on the DMPA 8 Dike Relocation project. This project will consist of relocating the northern dike to the south and raising a new dike on the south and west side of the former sludge disposal site incorporating it into the DMPA 8. BND Staff have been working with HDR on the design and specifications and with the USACE for the permitting. BND Staff will publish the Invitation to Bid in the local newspaper and will make the Bid Documents available on the Port website, and through www.bidnet.com. District will also invite qualified contractors by email and by phone. Commissioner Wood moved to authorize Staff to prepare and publish in the local newspaper and media an Invitation to Bid on the DMPA 8 Dike Relocation project and to open bids once they are received, Commissioner Gutierrez seconded,

and the motion passed unanimously.

10. Consideration and ACTION on award of bids received for the BND Cargo Dock 3 Phase I & III: Demolition and Construction project, and to authorize staff to issue the Notice of Award to the successful bidder.

Mr. Martinez addressed the Board that on May 1, 2024, BND Commissioners authorized Staff to advertise to solicit bids on the BND Cargo Dock 3 Phase I & III: Demolition and Construction project. On June 17, 2025, BND Staff received and opened five bids; McCarthy Building Companies, INC., with a bid amount of: \$32,941,864.00; Callan Marine, LTD, with a bid amount of: \$38,050,361.00; Orion Marine, L.L.C., with a bid amount of \$40,075,501.00; SR Trident, with a bid in the amount of \$42,789,250.50; and the lowest bidder, Russell Marine L.L.C., with the bid amount of \$30,731,189.00. BND and engineering consultant, HDR, have reviewed the submitted documentation and performed a virtual interview with the lowest bidder. BND has received a letter of recommendation from HDR and TxDOT's concurrence to award this project to the lowest responsive and responsible bidder. Discussion followed regarding a timeline for the project and possible plans to finance the project. Commissioner Reed moved to award the contract for the BND Cargo Dock 3 Phase I & III: Demolition and Construction project to lowest responsive and responsible bidder, Russell Marine L.L.C., in the amount of \$30,731,189.00 and authorize Staff to issue the Notice of Award to the successful bidder, Commissioner Gutierrez seconded, and the motion passed unanimously.

11. Consideration and ACTION on award of proposals received for the *Furnish and Install New Fenders to OD5 and CD10 and Repairs to OD6* project, and to authorize staff to issue the Notice of Award to the successful contractor.

Mr. Martinez addressed the Board that on May 21, 2025, BND Commissioners authorized Staff to advertise to request for proposals on the "Furnish and Install New Fenders to Oil Dock 5 and Cargo Dock 10 and Perform Repairs on Oil Dock 6" project. On July 1, 2025, BND Staff received two proposals from Russell Marine L.L.C. and R.M. Walsdorf Inc. An evaluation committee, conformed by six BND Staff members, evaluated and rated the two proposals received based on criteria outlined in the solicitation documents. The criteria included pricing/cost, proposal completeness, proposed approach to the project, and experience. Russell Marine, L.L.C. received the highest evaluation score for this project with a proposal amount of \$981,000.00. Discussion followed regarding the proposals and the Board requested a breakdown of how the proposals were scored. Commissioner Gutierrez moved to award the contract for the project to Furnish and Install New Fenders to Oil Dock 5 and Cargo Dock 10 and Perform Repairs on Oil Dock 6 to lowest responsive and responsible bidder, Russell Marine L.L.C., in the amount of \$981,000.00 and authorize Staff to issue the Notice of Award to the successful contractor, Commissioner Wood seconded, and the motion passed unanimously.

EXECUTIVE SESSION

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 (§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).

- a) Discussion with legal counsel regarding Master Franchise Agreement with Brownsville & Rio Grande International Railway, LLC.

Commissioner Gutierrez moved to adjourn into Executive Session at 6:05 p.m., Commissioner Wood seconded, and the motion passed unanimously.

At 6:33 p.m. the Board reconvened in Open Session.

13. Possible ACTION on matters or items discussed in Executive Session.

Regarding Item 12(a), Chairman Guerra moved to authorize legal counsel to proceed as discussed in executive session, Commissioner Reed seconded, and the motion passed unanimously.

14. Adjournment.

Commissioner Wood moved to adjourn the meeting, Commissioner Reed seconded, and the meeting was adjourned by unanimous consent at 6:34 p.m.



Esteban Guerra
Chairman of the Board

ATTEST



John Reed, Secretary