

**CALHOUN PORT AUTHORITY  
SPECIAL MEETING  
July 7, 2021**

A special meeting of the Calhoun Port Authority was held on Wednesday, July 7, 2021 at 12:00 p.m. in the Calhoun Port Authority Board Room, Calhoun Port Authority Office, 2313 F.M. 1593 South, Point Comfort, Texas.

Board Members attending were:

Commissioner # 1 – Marty Strakos  
Commissioner # 2 – Jay Cuellar  
Commissioner # 3 – J.C. Melcher, Jr.  
Commissioner # 4 – Luis De La Garza  
Commissioner # 5 – Johnny Perez  
Commissioner # 6 – Daniel Krueger

Staff Members attending were:

Charles R. Hausmann – Port Director  
Forrest Hawes – Deputy Port Director  
Felicia Harral – Director of Engineering  
Miranda Malek – Finance Assistant  
Alan Sanders – Law office of Moore Landrey – via telephone

Others in attendance were:

Katie Tinsley – Moore Landrey – via telephone  
Scott Sheldon – Moore Landrey – via telephone  
Jay Park – Max Midstream  
Steve Svetlik – Max Midstream  
Carl Smith – NGL  
Aaron Martin - NGL  
D.D. Turner – *The Wave*

**Agenda Item No. 1: Call to Order:**

Board Chair Luis De La Garza called the Special Meeting to order at approximately 12:00 p.m. He announced that the agenda of the meeting was posted in accordance with the provisions of the Texas Open Meetings Act.

Board Chair Luis De La Garza led the meeting in the Pledge of Allegiance.

**Agenda Item No. 5: Closed Session: As Authorized by Tex. Gov't Code §551.087(1); to discuss or deliberate regarding commercial information that the Port has received from a business prospect that the Port seek to have locate, stay, or expand in or near the territory of the Port and with which the Port is conducting economic development negotiations. Noa discussions or deliberations shall be conducted in the presence of any business prospect, the presence (if any) of which shall be limited to presentation of information relevant to the potential economic development activity and with respect to such information it is of a confidential or business-proprietary nature.**

**As Authorized by Tex. Gov't Code §551.072 for the purpose of discussion with respect to the purchase, exchange, lease or value of real property. No discussions or deliberations shall be**

**conducted in the presence of any business prospect, the presence (if any) of which shall be limited to presentation of information relevant to the potential economic development activity and with respect to such information it is of a confidential or business-proprietary nature.**

**As Authorized by Tex. Gov't Code §551.071(2): to seek the advice of its attorney. No discussions or deliberations with legal counsel shall be conducted in the presence of any business prospect or any other third party that may result in waiver of the attorney-client privilege.**

Board Chair Luis De La Garza announced that As Authorized by Tex. Gov't Code §551.087(1); to discuss or deliberate regarding commercial information that the Port has received from a business prospect that the Port seek to have locate, stay, or expand in or near the territory of the Port and with which the Port is conducting economic development negotiations. No discussions or deliberations shall be conducted in the presence of any business prospect, the presence (if any) of which shall be limited to presentation of information relevant to the potential economic development activity and with respect to such information it is of a confidential or business-proprietary nature.

As Authorized by Tex. Gov't Code §551.072 for the purpose of discussion with respect to the purchase, exchange, lease or value of real property. No discussions or deliberations shall be conducted in the presence of any business prospect, the presence (if any) of which shall be limited to presentation of information relevant to the potential economic development activity and with respect to such information it is of a confidential or business-proprietary nature.

As Authorized by Tex. Gov't Code §551.071(2): to seek the advice of its attorney. No discussions or deliberations with legal counsel shall be conducted in the presence of any business prospect or any other third party that may result in waiver of the attorney-client privilege.

"No action or consensus would be taken in closed session". The Board convened in Closed Session at 12:02 p.m.

**Agenda Item No. 6: Return to Open Session and take any action deemed necessary based on discussion in Closed Session.**

The Board adjourned the Closed Session at 1:48 p.m. Board Chair Luis De La Garza announced that "No action or consensus had been taken in closed session".

The Special Meeting was recessed at 1:48 p.m. for a Special Meeting of the Calhoun County Navigation Industrial Development Authority. The meeting was reconvened at 1:50 p.m.

**Agenda Item No. 2: Public Comment.**

No action was taken on this agenda item.

**Agenda Item No. 3: Consideration and Adoption of a Resolution Approving a Lease and Easement Agreement of Multi-Purpose Dock Facilities; Amendment to Facilities Lease; Amendment to Ground Lease; Amendment to Office Lease; Amendment to Lease and Easement Agreement; and an Amended and Restated Subordination, Nondisturbance and Attornment, Relating to Certain Facilities and Areas of the Calhoun Port Authority Leased or to be Leased to Max Midstream Texas, LLC; or Seahawk Terminal, LLC; Approving any Other Agreements or Documents Necessary or Appropriate to the Aforesaid Lease or Agreements or the Financing of the Max Midstream Texas, LLC Project as Determined by the Port Director and Port Counsel; and Other Matters In Connection Therewith.**

Pursuant to further review and discussion, a motion was made by Board Member Dan Krueger to adopt a Resolution Approving a Lease and Easement Agreement of Multi-Purpose Dock Facilities; Amendment to Facilities Lease; Amendment to Ground Lease; Amendment to Office Lease; Amendment to Lease and Easement Agreement; and an Amended and Restated Subordination, Nondisturbance and Attornment, Relating to Certain Facilities and Areas of the Calhoun Port Authority Leased or to be Leased to Max Midstream Texas, LLC; or Seahawk Terminal, LLC; Approving any Other Agreements or Documents Necessary or Appropriate to the Aforesaid Lease or Agreements or the Financing of the Max Midstream Texas, LLC Project as Determined by the Port Director and Port Counsel; and Other Matters In Connection Therewith. The motion was seconded by Board Secretary Johnny Perez and the motion carried unanimously.

**Agenda Item No. 4: Consideration and Adoption of a Resolution Approving the Calhoun County Navigation Industrial Development Authority's Resolution to Determine Capitalized Interest Period Related to the Calhoun County Navigation Industrial Development Authority Facility Senior Revenue Notes (Max Midstream Texas, LLC Project), Series 2021A (Tax-Exempt AMT) and Series 2021B (Taxable) Supplemental to Action Taken on June 9, 2021 and Approving Other Matters in Connection Therewith.**

Pursuant to further review and discussion, a motion was made by Board Assistant Secretary J. C. Melcher, Jr. to approve the Adoption of a Resolution Approving the Calhoun County Navigation Industrial Development Authority's Resolution to Determine Capitalized Interest Period Related to the Calhoun County Navigation Industrial Development Authority Facility Senior Revenue Notes (Max Midstream Texas, LLC Project), Series 2021A (Tax-Exempt AMT) and Series 2021B (Taxable) Supplemental to Action Taken on June 9, 2021 and Approving Other Matters in Connection Therewith. The motion was seconded by Board Member Marty Strakos and the motion carried unanimously.

**Agenda Item No. 7: Adjourn.**

There being no further business to be brought before the Board, a motion was duly made that the meeting be declared adjourned at approximately 1:53 p.m. on Wednesday, July 7, 2021.

  
Luis De La Garza, Board Chair

ATTEST:

  
Johnny Perez, Board Secretary