

NOTICE OF MEETING
GALVESTON PORT FACILITIES CORPORATION

IN ACCORDANCE WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES ACT OF 1990 (ADA), PERSONS IN NEED OF A SPECIAL ACCOMMODATION TO PARTICIPATE IN THIS MEETING MUST, WITHIN THREE DAYS PRIOR TO THE MEETING, CONTACT THIS OFFICE, 123 ROSENBERG AVENUE, 8TH FLOOR, GALVESTON, TEXAS 77550 (409)766-6105 TO MAKE ARRANGEMENTS FOR THE SPECIAL ACCOMMODATION

Special Meeting

Monday, September 28, 2015

9:00 a.m.

Port of Galveston

8th Floor Shearn Moody Plaza

123 Rosenberg Avenue, Galveston, Texas 77550

-THE SPECIAL MEETING IS OPEN TO THE PUBLIC-

Galveston Port Facilities Corporation

Chairman Benjamin F. Holland, Jr.
Director Elizabeth Beeton
Director Richard D. DeVries
Director Albert Shannon
Director/Mayor James D. Yarbrough

Vice Chairman Edward J. Walsh, III
Director Kristopher Benson
Director John Machol
Director Gerald A. Sullivan

I. SPECIAL MEETING

A. CALL TO ORDER

- A-1 Roll Call
- A-2 Declaration of Quorum
- A-3 Declaration of Conflicts of Interest
- A-4 Pledge of Allegiance

B. APPROVAL OF MINUTES

- B-1 Approval of Minutes of the Special Meeting of the Galveston Port Facilities Corporation Held August 24, 2015

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 Pending or Contemplated Litigation or a Settlement Offer, Including Without Limitation Litigation Against BP for Economic Losses Resulting from the Deepwater Horizon Oil Spill, Cause No. 13-CV-0597, 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, and Santa Fe Discount Cruise Parking, Inc. et al. v. The Board of Trustees of the Galveston Wharves et al., Civil Action No. 3:14-cv-00206, in the United States District Court for the Southern District of Texas, Galveston Division
- b. Seek or Receive Advice on Legal Matters Not Related To Litigation or the Settlement of Litigation, Including Without Limitation Consultation with the Port's Legal and Legislative Consultants to Discuss Issues Relating to their Representation and to the Legal Effect of Agreements and Transactions Under Consideration by the Board

-Section 551.072 – Real Property

- a. Deliberate the Purchase, Exchange, Lease or Value of Property on Galveston and Pelican Islands, Including Without Limitation the Galveston Railroad, Joe's Crab Shack-Texas, Inc., Del Monte Fresh Produce, N.A., Inc., MBP Corp, Cruise Terminal No. 1 Lease, Cruise Terminal No. 2 Lease, Malin International Ship Repair & Drydock, Inc., Wallenius Wilhelmsen Logistics Americas LLC, T&T Marine Salvage, Incorporated, Archer-Daniels-Midland Company, Pelican Island Storage Terminals, Inc., CHS, Inc., T-Mobile Texas, Inc., Pier 19 Charter Area Leases, Gulf Copper & Manufacturing Corporation Agreements, the Shearn Moody Plaza Garage, Galveston Downtown Transit Terminal, the Fadden Building, the Option to Lease with Pelican Island LNG, LLC, the West End Development, and Related Facilities
- b. Cruise Terminal Parking, Operating, Financing and Construction Agreements

-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 EXECUTIVE SESSION

RECONVENE SPECIAL MEETING

GENERAL BUSINESS

- C-1 Discuss and Consider Amended and Restated Economic Development Agreement Between the Galveston Port Facilities Corporation, the Board of Trustees of the Galveston Wharves and Carnival Corporation

D. REMARKS RELATING TO AGENDA ITEMS

E. ADJOURNMENT

The undersigned certifies that this Notice of Meeting will be (i) given in person by telephone, facsimile, mail or telegraph at least 3 days before the meeting to each Director, and (ii) posted on a bulletin board for at least 72 hours before the scheduled time of the meeting at a place convenient to the public at Galveston City Hall in the City of Galveston, Texas, in accordance with Chapter 551 of the Texas Local Government Code.

DATED: THURSDAY, SEPTEMBER 24, 2015, 3:30 P.M.

Galveston Port Facilities Corporation

POSTED
SEP 24 2015

**CITY SECRETARY'S
OFFICE**

By: Michael J. Mierzwa
Michael J. Mierzwa, President
Galveston Port Facilities Corporation