

MINUTES

**Board of Directors of the
Houston Ship Channel Security District**

**Houston, Texas
November 6, 2012**

A special meeting of the Board of Directors (“Board”) of the Houston Ship Channel Security District (“District”) was convened on November 6, 2012 at 2:00 p.m. The meeting was held, open to the public, at West Gulf Maritime Association (WGMA), Board Room, Third Floor, 1717 Turning Basin Drive, Portway Plaza Building, Houston, Texas 77029 in accordance with the duly posted Notice of Public Meeting. The roll was called of the officers and members of the Board, as follows:

Lewis A. Brown
Clayton Curtis, Treasurer
Richard Henderson
Charles (Chuck) King
Jake Leavins
Robin Riley, Chair
Gary Scheibe
Tom Schroeter, Secretary
Mike Stewart – Assistant Secretary
Steve Stewart
Ray Yellig, Vice Chair

and all of said persons were present, except Director Henderson and Director Scheibe, thus constituting a quorum. Director King entered later in the meeting as noted in these minutes. Also present were Daniel Ringold of Schwartz, Page & Harding, LLP (“SPH”), counsel for the District, Al Cusick of the Greater Houston Port Bureau (“GHPB”), Administrator for the District, and RADM Tim Sullivan (Ret.), Jayson Ahern and Jonathon Hoffman from The Chertoff Group and Robert Schoen from Acu Tech Consulting.

Item 1: - Call to Order

The meeting was called to order at 2:04 p.m. by Chair Riley.

Item 2: - Appearances

Chair Riley asked if anybody wished to address the Board. Nobody wished to do so.

Item 3: - Discussion and possible action relative to RFP for the Port-wide Risk Mitigation and Business Continuity Plan

This matter was moved to the end of the Agenda so that it could be considered by the Board following The Chertoff Group’s presentation.

Item 4: - Discussion and possible action regarding adoption of Resoluton regarding proposed revisions to District boundaries

Director King entered the meeting at 2:10 p.m.

Mr. Ringold discussed with the Board the procedure for the District to petition Harris County Commissioners Court to approve the proposed boundary revision. In connection therewith, he distributed to and reviewed with the Board a Resolution Regarding Boundary Revision, a copy of which is attached hereto as Exhibit "A". A discussion ensued regarding the proposed revisions to the District's boundaries, The Chertoff Group's recommendations relative to same, and the preparation of exhibits clearly showing the annexation and exclusion areas. Following said discussion, Director Schroeter suggested that the taking of any action on the Resolution be deferred until after the Executive Session.

Item 5: - Executive Session

At 2:30 p.m. Director Schroeter read the following statement:

"The Board of Directors of the Houston Ship Channel Security District will now convene in a closed meeting, as permitted by the Texas Open Meetings Act and Government Code Section 551, Subchapter D, to deliberate regarding any of the following:

Consultation with attorneys, including legal issues concerning discussion of contract terms in contracts with Harris County and potential boundary/membership revisions

Deliberation regarding deployment and implementation of security services and projects, including:

Security audits;
Report by Chertoff Group regarding status of its security assessment work and findings

Pursuant to the Government Code, Section 551, Subchapter E, the closed meeting shall be recorded. The Board will reconvene in public session after the closed meeting is adjourned."

Item 6: - Reconvene in Open Session and take any action regarding items discussed in Executive Session

At 4:17 p.m. the Board of Directors meeting reconvened in open session. Chair Riley asked the Board if there were any matters that would be coming out of closed session. Director Schroeter moved that the Resolution Regarding Boundary Revision be passed and approved and that the Board make the findings contained therein relative to the proposed District boundary revisions. Director King seconded the motion, which passed unanimously. Mr. Ringold noted that SPH would ensure that the exhibits to the Resolution are attached and a copy of same will be provided to GHPB for the District's records.

The Board considered the issuance of a request for proposals for preparation of an update to the Port-Wide Risk Mitigation and Business Continuity Plan. Chair Riley advised the Board that the GHPB would not be submitting a proposal for same and recommended that the Board authorize the GHPB to therefore be able to serve as the RFP administrator. Chair Riley also informed the Board that the United States Coast Guard (USCG) has a duty to perform an assessment and

Area Wide Risk Management Plan. The Board was informed that the RFP had been reviewed by CAPT. Marcus Woodring (USCG Ret.) and CAPT. James Whitehead (Captain of the Port) USCG. It was suggested that the GHPB ask John Walker of the USCG to place the RFP on HOMEPOR. Director Yellig moved and Director Steve Stewart seconded that the Board accept the RFP as written and that the GHPB be appointed as RFP administrator. Motion passed unanimously.

Item 7: - Other Business

There was no other business to come before the Board.

Item 8: Adjourn

Director Schroeter moved and Director Michael Stewart seconded the meeting adjourn. Motion passed unanimously. Meeting adjourned at 4:45 p.m.

The above is a correct copy of the Minutes of the November 6, 2012, special meeting of the Board of Directors of the Houston Ship Channel Security District.



Robin C. Riley, Chairman

ATTEST:



Thomas G. Schroeter, Secretary