

**CALHOUN PORT AUTHORITY  
SPECIAL MEETING  
November 16, 2020**

A special meeting of the Calhoun Port Authority was held on Monday, November 16, 2020 at 12:00 p.m. in the Calhoun Port Authority Board Room, Calhoun Port Authority Office, Point Comfort, Texas.

Board Members present were:

Commissioner # 1 – Tony Holladay  
Commissioner # 2 – Jay Cuellar via telephone  
Commissioner # 3 – J. C. Melcher, Jr.  
Commissioner # 4 – Luis De La Garza  
Commissioner # 5 – Johnny Perez  
Commissioner # 6 – H. C. Wehmeyer, Jr. via telephone

Staff Members present were:

Charles Hausmann – Port Director  
Forrest Hawes – Deputy Port Director  
Miranda Malek – Finance Assistant  
Alan Sanders – Landrey Moore Law Firm via telephone

Others present were:

Scott Sheldon – Landrey Moore Law Firm via telephone  
Greg Salinas – McCall, Parkhurst & Horton  
Jay Park – Max Midstream LLC

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

Board Chair J. C. Melcher, Jr. 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.

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

No action taken.

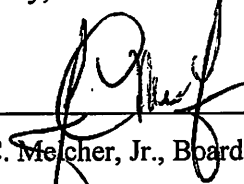
**Agenda Item No. 3: Consideration and adoption of a Resolution Approving a Facilities Lease; a Ground Lease; an Office Lease; a Lease and Easement Agreement; and a Subordination, Nondisturbance and Attornment Agreement, Relating to Certain Facilities and areas of the Calhoun Port Authority to be Leased to Max Midstream Texas, LLC, Seahawk Terminal, LLC or an Affiliate or Subsidiary of the Foregoing; Approving any Other Agreements or Documents Necessary or Appropriate to the Aforesaid Leases 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 Secretary Tony Holladay to approve the Resolution Approving a Facilities Lease; a Ground Lease; an Office Lease; a Lease and Easement Agreement; and a Subordination, Nondisturbance and Attornment Agreement, Relating to Certain Facilities and areas of the Calhoun Port Authority to be Leased to Max Midstream Texas, LLC, Seahawk Terminal, LLC or an Affiliate or Subsidiary of the Foregoing; Approving any Other Agreements or Documents Necessary or Appropriate to the Aforesaid Leases or the Financing of the Max Midstream Texas, LLC Project as determined by the Port Director and Port Counsel; and Other Matters in

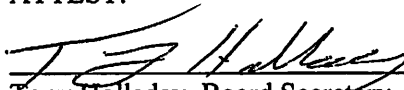
Connection Therewith. The motion was seconded by Board Assistant Secretary Johnny Perez and the motion carried with Board Member Jay Cuellar voting against the motion.

**Agenda Item No. 4: Adjourn.**

There being no further business to be brought before the Board, a motion was duly made that the meeting be declared adjourned at 12:49 p.m. on Monday, November 16, 2020.

  
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J. C. Melcher, Jr., Board Chair

ATTEST:

  
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Tony Holladay, Board Secretary