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NOTICE OF PUBLIC MEETING

Deirdre Osley
COUNTY CLERK
VICTORIA COUNTY, TEXAS

NOTICE IS HEREBY GIVEN pursuant to Section 551.041 of the Texas Government Code, that the Navigation and Canal Commissioners of the Victoria County Navigation District (the "District") will meet on April 15, 2025, at 1:00 p.m. at the District's administrative office, located at 1934 FM 1432, Victoria, Texas.

The subjects of such meeting shall be:*

1. Approval of minutes of the meetings held March 25, 2025.
2. To receive public comment (limited to three minutes per person).
3. To receive the following Staff and Committee reports:
 - A. Executive Director/Executive Committee - Business recruitment; development of the Port of Victoria North and South Industrial Sites; leases and contracts; real estate matters; federal, state, and local governmental affairs; rail issues; USACE matters and updates; upcoming Port and industry events; Port tenant/customer updates; and other related operational, administrative, and governmental matters.
 - i) To receive, review, and consider a proposed Option Agreement with Brother 1, LLC, for a long-term Ground Lease covering real property comprising approximately 70.16 +/- acres located at the Port of Victoria South Industrial Site, and take appropriate action.
 - ii) To receive, review, and consider a proposed Estoppel Certificate for the benefit of District tenant Victoria Port Power II, LLC, and take appropriate action.
 - iii) To receive, review, and consider approval of a First Amendment to Option Agreement between the District and Green Energy Origin Texas, LLC, and take appropriate action.
 - iv) To receive, review, and consider approval of a License Agreement between the District and Green Energy Origin Texas, LLC, and take appropriate action.
 - v) To meet with representative of TNW Logistics, Inc. to receive information and discuss rail operations and infrastructure/project development at the Port of Victoria.

Robby Burdge
Chairman

Byron Burris, II
Vice-Chairman

Annie L. Cullen
Secretary

David Murphy
Commissioner

John H. Gilley, IV
Commissioner

Sean Stibich
Executive Director

Duane G. Crocker
Legal Counsel

VICTORIA COUNTY
NAVIGATION DISTRICT

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- vi) To receive, review, and consider approval of a Confidential Compromise and Settlement Agreement between the District and Circle G Partnership related to the resolution of certain claims in CIV2-21288, *Victoria County Navigation District v. Circle G Partnership and DCP Intrastate Network, LLC*, County Court at Law No. 2, Victoria County, Texas, and take appropriate action.
 - vii) To receive, review, and consider approval of a proposed Purchase and Sale Agreement between the District and Circle G Partnership for the purchase of 315 +/- acres of real property located adjacent to the Port of Victoria South Industrial Site in Victoria County, Texas, and take appropriate action.
 - viii) To receive, review, and consider ratification of a proposal from Balcones Field Services, LLC for performance of a Phase I Environmental Site Assessment for the real property made the subject of a proposed Purchase and Sale Agreement between the District and Circle G Partners.
- B. Operations Manager - Activities and matters related to waterborne traffic activity; security matters; and operations at the Port of Victoria.
- C. Finance Committee - Activities and matters related to financial status and results; investments; insurance; financial management issues; project financing; budgeting and tax rate analysis; and financial audit process.
- i) To receive the monthly financial reports of the District and approve accounts payable.
- D. Facilities Committee - Activities and matters related to the Channel to Victoria; capital and other projects; infrastructure, maintenance issues, infrastructure planning and development; transportation issues; safety and security measures; and other related engineering or environmental matters.
- E. Advancement & Development Committee - Activities and matters related to public affairs; industry meetings; Port presentations; Port events; trade and new customer development activities; advertising and web activity; Foreign-Trade Zone; and other related trade development or community relations matters.
- i) To receive a report from The Emmett Company regarding potential development of the Port of Victoria's facilities and properties, and strategic planning matters relating to the District.



- ii) To receive an economic development report from representative(s) of the Victoria Economic Development Corporation (VEDC) and consider further action with respect to pending VEDC projects involving the Port of Victoria.
4. To receive the report of the District's Legal Counsel.
- i) To receive an update and consult with the District's Legal Counsel on pending litigation matters related to the District's South Industrial Site Rail Build-Out Project.

WHEREFORE, this Notice is executed this 10th day of April, 2025, by the undersigned, hereunto duly authorized.

VICTORIA COUNTY NAVIGATION DISTRICT

By: /s/ Duane G. Crocker
Duane G. Crocker, Legal Counsel

*Any item on this agenda may be discussed in executive session as authorized by Texas law.

