



## Gulf Coast Authority

910 Bay Area Boulevard • Houston, Texas 77058

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### NOTICE OF BOARD MEETING GULF COAST AUTHORITY

Notice is hereby given of a public meeting of the Board of Directors of the Gulf Coast Authority (GCA). In accordance with Chapter 551, Texas Government Code, this meeting will be held at 5:30 p.m. on April 7, 2022 in GCA's Board Room at 910 Bay Area Blvd., Houston, Texas, and by an audio/video conference line to advance the public health goal of limiting face-to-face meetings (also called "social distancing") to slow the spread of the Coronavirus (COVID-19).

Topic: Gulf Coast Authority Regular Session Board Meeting

Time: Thursday, April 7, 2022 05:30 PM Central Time (US and Canada)

#### **Join Zoom Meeting**

<https://us02web.zoom.us/j/81216197437?pwd=aFd5WlpOaENhS1ROSWxyNDJiMHpDZz09>

Meeting ID: 812 1619 7437

Passcode: 979906

One tap mobile

+13462487799,,81216197437#,,,,\*979906# US (Houston)

At this meeting, the Board will consider the following matters:

1. Call to Order and Roll Call. – Franklin D.R. Jones, Jr.
2. Receive Public Comments, if any, on Agenda Items 3 through 6. – Franklin D.R. Jones, Jr.
3. Discussion and Possible Action – Consideration of the Meeting Minutes for the March 3, 2022 Regular Session Board Meeting. – Franklin D.R. Jones, Jr.
4. Discussion and Possible Action – Report from the Audit and Budget Committee Chairman and Approval of the Annual Comprehensive Financial Report for the Year Ended December 31, 2021. – Kevin Scott
5. Discussion and Possible Action – Resolution 2022-04 of the Board of Directors of the Gulf Coast Authority Authorizing the General Manager/CEO to Enter into a Letter of Agreement for Legal Services with McCall, Parkhurst & Horton L.L.P. Under Texas Government Code Chapter 2254. – Carrie Latimer (also see notice below)
6. Reports:
  - 40-Acre Report – Diane Maloy
  - Bayport Report – Kim Ontiveros
7. Adjournment.

**Closed Meeting:** If during the meeting the Board decides to deliberate any matter above in closed meeting as permitted by Texas Government Code Chapter 551, including Sections 551.071 (consultation with attorney), 551.072 (real property), 551.074 (personnel), or 551.076 (security device), then the Board members may conduct a closed meeting.

## Notice of Contingent Fee Legal Services Contract Under Texas Government Code Chapter 2254

Gulf Coast Authority (the "Authority") requires the assistance of outside legal counsel in carrying out its responsibilities related to the issuance of the Authority's municipal securities and other related matters from time to time. Pursuant to Section 2254.102(e) of the Texas Government Code, as amended (the "Contingent Fee Act"), the Authority is required to provide written notice to the public stating certain criteria in connection with the engagement of legal counsel to be paid in accordance with a contingent fee legal services agreement (the "Contract"). This notice is given in accordance with the Contingent Fee Act. This notice relates to the engagement of McCall, Parkhurst & Horton L.L.P. ("Outside Counsel") as Bond Counsel and/or Bond Review/Issuer's Counsel to the Authority.

The Authority is pursuing the issuance and sale of municipal securities and may pursue other debt obligations from time to time. The Authority requires the representation of Outside Counsel for the purpose of providing legal representation to the Authority pertaining to the issuance of such public securities, and for achieving an efficient and lawful issuance of municipal securities and other debt obligations by the Authority from time to time. Outside Counsel is a well-qualified law firm with more than 100 years of experience and has represented numerous entities similar to the Authority in matters relevant to the Contract. The Outside Counsel has acted as Bond Counsel for the Authority, either jointly with other firms or solely since the creation of the Authority in 1969.

The Authority cannot adequately perform the legal services with attorneys and supporting personnel of the Authority because the Authority does not employ in-house counsel, and due to the state law complexity and federal law intricacies relating to the issuance of public securities, engagement of Outside Counsel is necessary for the issuance of municipal securities. The Authority has found that the attorneys or law firms with experience in matters relevant to the Contract do not perform their legal services on an hourly basis; rather, such attorneys and law firms are engaged and are paid only to the extent such attorney or law firm completes the matters relevant to the Contract on behalf of the Authority. It is in the best interest of the residents and ratepayers of the Authority for the Authority to engage Outside Counsel on a contingency basis because of the nature of the transaction for which the legal services will be obtained, and, moreover, the Authority wishes to preserve its right to discontinue the transaction that is the subject of the Contract for any reason (financial or otherwise) at no expense to the Authority.

The Agenda for this meeting may be viewed at: <https://www.gcatx.org/why-gca/board-meeting-agendas/>. A recording of the audio/video meeting will be available in accordance with the Open Meetings Act upon written request.



W. Chris Peden, Secretary  
Gulf Coast Authority