

**Lorain Port Authority
Board of Directors
Regular Meeting
Tuesday, January 8, 2019, at 7:00 p.m.**

Board of Directors: Messrs. Bansek, Davila, Kuszniir, Mullins, Nielsen, Sommers,
Zellers and Zgonc

Staff: Tom Brown, Executive Director
Yvonne Smith, Accountant
Tiffany McClelland, Economic Development Specialist
Kelsey Leyva, Office Manager
Michael Brosky, Esq., Legal Advisor

Guests: Dennis Flores, Lorain Second Ward Councilman
Rick Payerchin, The Morning Journal
Loraine Ritchey, Charleston Village
Diane Medina, Charleston Village
Carolyn Sipkovsky, Charleston Village and Lorain Lighthouse Foundation
Frank Sipkovsky, Lorain Lighthouse Foundation
Bill Nahorn, Lorain Historian
Matt Nahorn, Lorain Historian

I. Roll Call

A. The meeting was called to order at 7:00 p.m. by Chairman Brad Mullins with roll call indicating a quorum present.

II. Pledge of Allegiance

III. Report of Officers

A. Chairman

1. Correspondence:

a. Alzheimer's Association Request Letter: Ms. Leyva explained the Alzheimer's Association reached out to the Port Authority at the end of 2018 with the goal of having their annual walk at Black River Landing in September 2019. They want Saturday, September 21 and are requesting an additional day at no charge in order to set up. The event starts at 8 a.m. and ends by 1 p.m. If they are able to set up September 20, the site would remain open to the public. Mr. Brown

said it is the same weekend as FireFish, though they haven't made any requests yet. FireFish typically burns their fish in the south lot. Mr. Bansek asked if there was time to respond. Ms. Leyva said yes. Mr. Mullins said the board would need a month or two for additional information to surface. Topic tabled.

- b. Lighthouse Foundation: Mr. Sipkovsky said last year the Port provided money for a trailer. The Foundation is asking for the same arrangement again this year. It serves as the gift shop and information center. Mr. Mullins asked about last year's operations. In general, Mr. Sipkovsky said the trailer helped. It kept some people out of the heat or inclement weather. Sales are still out and he's not sure if it's feasible to have the trailer again. Mr. Ron Mantini is crunching the numbers. Lots of foot traffic and questions answered. Experienced some electric issues when the Port upgraded to LED. People would unplug the extension cord. Mr. Brown said he wasn't aware the Foundation wanted a meeting. He said the exposure with the trailer was good for the Foundation. Internally, the staff talked about making the departure Black River Landing again, but there was some trepidation about the walk down to the dock. He said the construction trailer got us through last year, but he doesn't see it as a long-term answer. He thinks it's worthy of dialogue to determine the best move forward, but Mr. Brown didn't feel comfortable committing to a construction trailer. He wants to meet and see where the numbers are for a long-term solution. Mr. Sipkovsky said he needs to know by May because their literature is already printed listing the Guest Dock at Spitzer. Mr. Brown thinks we can do better. He sees it as throwing money away. Mr. Mullins told Mr. Sipkovsky to get the numbers from Mr. Mantini and work out a meeting date.

B. Executive Director

1. Charleston Village Society Victory Park presentation: Mr. Brown said this is concerning the history of Victory Park. Ms. Loraine Ritchey said the

Charleston Village Society is glad the Port took over Victory or "Peace" Park. In 2011, the city threw out the original documentation for the park. This was the war to end all wars and the people in this town decided they wanted to honor that. Ms. Ritchey said the statue is worth \$65,000 today. She held the binder containing the original documents and said Ms. Diane Medina found the binder after the city got rid of it and saved it. It contains the whole history. Ms. Ritchey said the whole group agreed the Port should have it. The last pages are the most recent events, occurring in November 2018. Mr. Brown said the group has done a lot of work. They've shared some documents via email. Great reading. The speeches on the day the park was established are unmatched. The Port looks forward to taking over the park. We're hoping for improvements by Memorial Day. Mr. Mullins also thanked the group for preserving the history of Lorain.

2. Formal Adoption of Strategic Plan: Mr. Brown said a lot of blood, sweat and tears went into this. The plan was well received at the unveiling reception. This is a formal adoption resolution.

Mr. Mullins presented:

A RESOLUTION FORMALLY ADOPTING THE LORAIN PORT AUTHORITY STRATEGIC PLAN.

Mr. Bansek moved to accept Resolution No. 2019-01. Mr. Davila seconded. Roll call vote as follows:

Ayes: 8 Nays: 0 Abstain: 0 Resolution Passed

3. Lorain Sailing & Yacht Club: Mr. Brown said he has been talking with the Lorain Sailing & Yacht Club. This is for informational purposes. He needs more time and research. There's a merger going on with Westlake and Lorain Sailing & Yacht clubs. It's going to take about six months, but at some point, they will ask us to sublease to Westlake Yacht Club for six months so they can transfer their liquor license. This is city property that functions through the Port. The city must approve first. They've also sent plans to change the kitchen configuration. Mr. Brown said he doesn't see

a big issue there. Step C is they're refinancing their debt from 2002. The Port would have to sign off on that. They just wanted this to be presented to the board. They don't want to spend more money if this is going to be an absolute "no." Mr. Nielsen asked about the liquor license. Mr. Brown said the club would sell alcohol to members. Mr. Nielsen said that's a slippery slope. Mr. Brown said the city has had liquor licenses on city property before, but a private club is different than a bar. It would need to go through legal, administration, etc., before we take action. Mr. Mullins asked what is needed from the Port. Mr. Brown said it's too premature right now. Mr. Zgonc asked about membership. Mr. Mullins said the Westlake Yacht Club wasn't that large. Not sure about Lorain. Mr. Nielsen said Westlake has money and they have a nice parcel of land and they'll merge the two together. Mrs. Smith said Lorain Sailing & Yacht Club rent did increase as of January 1. In theory, the lease goes to 2027 and has two additional five-year options tacked on. Could go to 2038 in theory.

4. Financial Advisor: Ms. McClelland said to expect something in January as far as a request or recommendation. They are the experts in the field for Port Authorities. Mr. Brown said on a state or regional level, the financial advisor should be making connections for us. Bringing us into meetings. Bringing us developers. Mr. Tim Long knows. He's countering and wants to stay on. This is part of the CDFA recommendation. Mr. Mullins asked how the advisor would be paid. Ms. McClelland said whatever project they're involved in, they'll have a fee. None of it comes out of our pocket. Three firms have been interviewed.

IV. Economic Development Specialist

- A. Fairfax Bond Reissuance: Ms. McClelland said the Port worked with Fairfax Renaissance Development Corporation on a bond issuance in 2013. They have approached the Port again in regard to the issuance. In 2013 they had a variable interest rate. The bonds were through Huntington, who has agreed to maintain an interest rate. In order for that change to take effect, Fairfax has to

come back to the issuer, which is the Port. We're updating the bond so Fairfax can save money in the end.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A REPLACEMENT BOND CERTIFICATE, A SUPPLEMENTAL TAX COMPLIANCE AGREEMENT AND OTHER INSTRUMENTS, STATEMENTS AND DOCUMENTS IN CONNECTION WITH AMENDMENTS TO TERMS OF ITS VARIABLE RATE REVENUE BONDS, SERIES 2013 (FAIRFAX RENAISSANCE DEVELOPMENT CORPORATION PROJECT) PREVIOUSLY ISSUED BY THE ISSUER; AUTHORIZING AND APPROVING RELATED MATTERS.

Mr. Davila moved to accept Resolution No. 2019-02. Seconded by Mr. Kuszniir. Roll call vote as follows:

Ayes: 8 Nays: 0 Abstain: 0 Resolution Passed

B. Brownfield Grants: Ms. McClelland said the Brownfield Assessment Grant is the one we have applied for multiple times. We received it in 2012. The money is used to assess properties that could contain contamination. Ms. McClelland said the dollars are available to remove potential stumbling blocks for developers. We currently have an allocation of funding through 2019, however, the dollars are dwindling. We have the ability to apply for the deadline on January 31. The amount is \$300,000 to continue the assessment program. Mr. Mullins asked about the frequency one can apply. Generally the grant cycle is every three years, meaning you have to spend the funds in that time. Two years ago we received \$200,000. We've spent the majority of it. Mr. Davila asked who has benefited from this grant. Ms. McClelland said the Broadway Building, the Dike Disposal Site, the Stoveworks site and the Pellet Terminal Site are all examples.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE FILING OF AN APPLICATION WITH THE US EPA FOR A RENEWAL OF THE BROWNFIELDS ASSESSMENT GRANT.

Mr. Davila moved to approve Resolution No. 2019-03. Mr. Sommers seconded. Roll call

vote as follows:

Ayes: 8

Nays: 0

Abstain: 0

Resolution Passed

V. Report of Committees

A. Contract Management Committee

1. Mr. Zgonc said he had nothing to report. Mr. Brown said he may need a meeting regarding the Marina in the future.

B. Strategic Development Plan Committee

1. Mr. Mullins said he had nothing to report.

C. Marketing and Public Affairs Committee

1. Mr. Bansek said he had nothing to report.

D. Grounds Maintenance and Capital Improvements Committee

1. Mr. Nielsen suspects a committee meeting once we have the clear title to Victory Park. Mr. Brown said proposals are coming in for the Spring rush and dormant pruning. Researching rubber mulch. Mr. Bansek asked about the pavers. Mr. Brown said there has been talk about paving an area in front of the stage. Previously, the pavers were quoted with concrete underneath, which made no sense. Will possibly requote for future project.

E. Financial Planning and Audit Committee

1. October 2018 Financial Statement: Mr. Kuszniir spoke about the financials and what he and Mr. Roberto go over with Mrs. Smith. They review bank reconciliations and any necessary receipts. There was one adjustment made to a receipt that Mrs. Smith will be correcting as soon as possible. Other than that, everything looked good. Moved by Mr. Davila. Seconded by Mr. Nielsen. Motion passed.
2. November 2018 Financial Statement: Mr. Kuszniir said everything looked good. Mr. Zgonc asked about an expense related to Edward's Tree Removal. Mr. Brown explained a wind storm in September or October took out about four trees at Lakeside Landing at the top of the hill. We needed the trees and debris cleaned up quickly, and Edward's came back with the best price. It actually worked out because three of the four trees to fall

were already marked for removal. Mr. Bansek moved to approve.
Seconded my Mr. Sommers. Motion passed.

3. Then and Now Certificate: Mrs. Smith said there were two. One is the US Army Corps of Engineers lease. We can't really determine the amount until the end of the year. If we do work at the Dike Disposal Site, they recognize that as offsets that are subtracted from the lease. We tackled brush hogging and then they add in 10 percent for our time. We saved \$2,145, but the rest of the lease we'll have to pay. Mr. Brown said the Port has a new contact for the Army Corps of Engineers. Some of the previously suggested projects would take a great deal of staff time. This year Mr. Brown decided the staff was busy enough. The second then and now was the submerged land lease. Mrs. Smith said the amount sometimes changes but is mostly consistent. The purchase order wasn't opened until the bill arrived. Mrs. Smith plans to prevent that this year.

Mr. Mullins presented:

A RESOLUTION TO APPROVE APPROPRIATIONS (THEN AND NOW CERTIFICATE) FOR THE LORAIN PORT AUTHORITY.

Mr. Kuzsnir moved to accept Resolution No. 2019-04. Mr. Davila seconded. Roll call vote as follows:

Ayes: 8 Nays: 0 Abstain: 0 Resolution Passed

F. Bylaws and Personnel Committee

1. Mrs. Cook was absent and there was no report.

VI. Other Business

- A. None.

VII. Public Comment

- A. None.

VIII. Executive Session: Purposes of Property Disposition

- A. Mr. Sommers moved to enter executive session. Second by Mr. Davila. Roll call vote carried unanimously with eight ayes.

Mr. Sommers moved to exit executive session. Second by Mr. Nielsen.

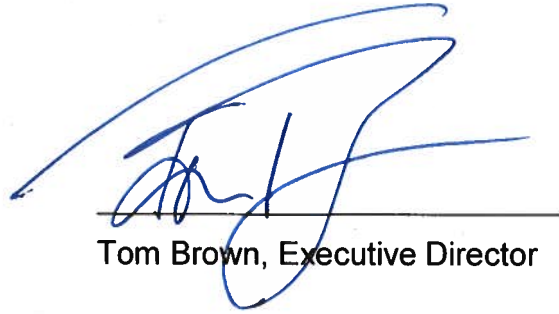
Motion carried.

IX. Adjournment

- A. There being no further business to come before the board, Mr. Davila moved to adjourn. Mr. Kuznir seconded. Meeting adjourned at 8:06 p.m.



Brad Mullins, Chairman



Tom Brown, Executive Director