



**Connecticut Port Authority Board of Directors
Special Meeting Minutes
June 19, 2019 12:00 p.m.**

Old Lyme Town Hall

Attendance

- Board Members: Chairman Scott Bates; Parker Wise; Bonnie Reemsnyder; Grant Westerson; Linda Savitsky; Terry Gilbertson; Brian Thompson; David Kooris; Dave Pohorylo; Anna Barry; John Johnson; Don Frost; Jonathan Harris (12:20 p.m.); Nancy DiNardo; Pam Elkow
- CPA Staff: Evan Matthews; Andrew Lavigne; Joe Salvatore; Gerri Lewis; Sandy Berthiaume

Absent

- None

Guests

- Glenn Santoro; Kevin Blacker; James McKinsey; Loren Mahler; Bill Gash; Lisa Fecke; Alissa DeLonge; Sarah Ficenc; Cate Hewitt
- **Quorum:** Yes

1. Call to Order

The meeting was called to order by Chairman Bates at 12:00 p.m.

Chairman Bates thanked everyone for attending the special meeting and noted that Mr. Harris was on his way.

2. Approval of Meeting Minutes

A motion to approve the June 19, 2019 special meeting minutes was made by Ms. Reemsnyder, seconded by Ms. Elkow and the minutes passed with 1 abstention by Ms. Savitsky.

3. Public Participation Relating to Agenda Items:

Mr. Blacker questioned what specifically is CPA doing to retain business at State Pier. He also inquired if Gateway can't use the State Pier while under construction, is their payment prorated.

Chairman Bates thanked Mr. Blacker.

4. State Audit update.

The board received a copy of the State Audit in their packets. There were no questions.

5. CT Pilot Commission

Mr. Gash noted that there was no report.

At this time, Mr. Pohorylo commended Mr. Gash and Mr. Thompson for their work on the Blue Plan and thanked them for looking out for us and the deep water ports.

Director Matthews added that the CT Pilots are requested to divert the 6% fee imposed on pilotage jobs. The money would be used for safety equipment and training. Mr. Gash stated

that the item is deferred until July when the pilots come back with a justification.

6. United States Coast Guard Report None

7. Executive Director's Report

Director Matthews noted that this report was more like a staff report. There were no questions.

8. Finance Committee Report.

Ms. Reemsnyder discussed the current budget and where the Port Authority is year to date. She presented the FY19-20 budget to the board. She noted that the Finance sub-committee of the Port Authority voted in favor of this budget and recommended it to the board.

She noted that because Gateway, the new State Pier operator, paid \$500,000 in rent through April 2020, revenues appeared to be high. However, because Gateway will not have access to the State Pier during construction beginning in January 2020, the port authority will refund Gateway four months of rent, or \$166,667.00.

Mr. Pohorylo noted that the \$500,000 payment should have been apportioned so that $\frac{1}{6}$ appeared in the 2018-19 budget and $\frac{5}{6}$ listed in the 2019-20 budget. He said that was a balance sheet error.

Mr. Pohorylo also noted that the budget showed a carryover of \$459,000.00. He said those funds should either be returned to the state or in lieu of that, you could ask permission to use that as revenue from the state. He felt that

would be the proper way to handle it because you can't put carryovers into future revenue.

He said he had never been shown a detailed statement or balance sheet for the port authority. Without a balance sheet, what are these numbers.

Ms. Reemsnyder did not disagree with Mr. Pohorylo and noted that she didn't like this system of taking carryover as income either, but she noted that as finance chair she was not working in the Port Authority office. She reported that the Port Authority is working with a certified public accountant who is going to be working on correcting those things and training the finance person.

Ms. Reemsnyder also stated that the finance department staff was only a few months at the job.

Mr. Bates thanked Mr. Pohorylo and Ms. Reemsnyder.

9. Consideration and adoption of the FY 2019-2020 Annual Operating Budget and Plan of Operations of the Connecticut Port Authority.

RESOLVED: That, pursuant to Article I, Section 5 of the Bylaws, the FY 2019-2020 Annual Operating Budget and Plan of Operations of the Connecticut Port Authority, as set forth in the Exhibit to Agenda Item #9, is hereby adopted and approved.

A motion to approve the FY19-20 budget was made by Ms. Dinardo, seconded by Mr. Johnson. Discussion: Mr. Pohorylo again reiterated that he was never shown a detailed statement or a balance sheet. Ms. Savitsky noted that she understood Mr. Pohorylo's point. Motion passed as follows:

Brian Thompson, DEEP

Yes

| | |
|----------------------------------|---------|
| Anna Barry, DOT | Yes |
| David Kooris, DECD | Yes |
| Jonathan Harris, OPM | Yes |
| Linda Savitsky, Treasurer Office | Abstain |
| Don Frost | Abstain |
| Bonnie Reemsnyder | Yes |
| David Pohorylo | Oppose |
| Terry Gilbertson | Yes |
| Grant Westerson | Yes |
| John Johnson | Yes |
| Parker Wise | Yes |
| Nancy J. DiNardo | Yes |
| Pamela Elkow | Yes |
| Scott Bates | Yes |

- 10. Consideration and approval of a resolution approving the request of the Town of Old Lyme to designate \$71,337.50 in unexpended State bond funds from previously completed projects toward Phase 1 of the planning and design of a pier walkway for the Lieutenant River Access Project and authorizing the Executive Director to deliver any and all reasonable and necessary documents in furtherance thereof.**

RESOLVED: That the request of the Town of Old Lyme to designate \$71,337.50 in unexpended State bond funds previously granted to the Town for the Black Hall and Four Mile Rivers planning and dredging projects, awarded pursuant to P.A. 11-57 Sec. 13(f) and P.A. 14-98 Sec. 89, respectively, toward Phase 1 of the planning and design of a pier walkway for the Lieutenant River Access Project, as further described in the Exhibit to Agenda Item #10, is hereby approved, and the Executive Director, Evan H. Matthews, be and hereby is authorized, empowered and directed, for and on behalf of the Authority, to take all reasonable and necessary actions and

negotiate, execute and deliver any and all reasonable and necessary documents in furtherance thereof.

Ms. Reemsnyder recused herself from this agenda item.

This request was to re-designate \$71,337.50 in unspent state bond funds from a previous dredging project toward planning and design of a ramp and walkway at the Lieutenant River near Halls Road. It was noted that these funds were part of \$256,000 remaining from a \$1.6 million Connecticut Department of Transportation (CTDOT) grant given to Old Lyme in 2015 for dredging the Black Hall and Four Mile rivers.

In the discussion, the board wanted to make sure that the current request was eligible to be funded under the original authorization.

A motion by Ms. Savitsky to approve the request, was seconded by Mr. Johnson. Discussion: It was suggested that this item be tabled until further investigation was had.

Mr. Harris noted that he would check into this and in the meanwhile the board decided to table this agenda item.

A motion to table this item was made by Linda Savitsky, seconded by Mr. Harris and was so voted unanimously.

11. Executive Session: (1) pursuant to Sections 1-225(f), 1-200(6)(E) and 1-210(b)(24) of the General Statutes of Connecticut, for the purpose of discussing (a) an award of contract for communications and marketing services pursuant to a Request for Proposal in connection therewith, and (b) a Harbor Development Agreement by and among the Authority,

Gateway New London, LLC and BSW ProjectCo, LLC, with respect to the New London State Pier; and (2) pursuant to Sections 1-225(f), 1-200(6)(E) and 1-210(b)(1) of the General Statutes of Connecticut, for the purposes of discussing a draft Economic Impact Study of the Connecticut Economic Resource Center (CERC).

[*NOTE – Evan to make the following Certification prior to entering Executive Session: “I certify that the public interest in the disclosure of the discussion of an award of contract for communications and marketing services pursuant to a Request for Proposal in connection therewith, a Harbor Development Agreement, by and among the Authority, Gateway New London, LLC and BSW ProjectCo, LLC, with respect to the New London State Pier, and a draft Economic Impact Study of the Connecticut Economic Resource Center, is outweighed by the public interest in the confidentiality of same.”]

RESOLVED: That, (1) pursuant to Sections 1-225(f), 1-200(6)(E) and 1-210(b)(24) of the General Statutes of Connecticut, by a two-thirds vote of the members of the Board present and voting, the Board of Directors hereby approves to enter into Executive Session for the purposes of discussing (a) an award of contract for communications and marketing services pursuant to a Request for Proposal in connection therewith, and (b) a Harbor Development Agreement, by and among the Connecticut Port Authority, Gateway New London, LLC and BSW ProjectCo, LLC, with respect to the New London State Pier, and (2) pursuant to Sections 1-225(f), 1-200(6)(E) and 1-210(b)(1) of the General Statutes of Connecticut, by a two-thirds vote of the members of the Board present and voting, the Board of Directors hereby approves to enter into Executive Session for the purpose of discussing a draft Economic Impact Study of the Connecticut Economic Resource Center (CERC).

Mr. Matthews so certified.

Before going into Executive Session, Mr. Pohorylo reported to the board that he spoke to FOIA and noted that all items could be discussed in public session.

A motion by Ms. Savitsky to go into Executive Session at 12:45 to discuss items (a) and (b), seconded by Mr. Johnson was so voted with 2 opposed; Mr. Wise and Mr. Pohorylo.

Mr. Thompson and Ms. Elkow recused themselves from voting.

The board came out of Executive Session at 1:28 p.m.

12. Consideration and approval of a resolution authorizing the Executive Director to enter into an agreement for communications and marketing services with respect to RFP No. CPA0000-1804.

RESOLVED: That the Executive Director, Evan H. Matthews, be and hereby is authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to negotiate and enter into an agreement with Dealy Mahler Strategies, LLC, for up to \$96,000.00, for communications and marketing services with respect to RFP No. CPA0000-1804, as further described in the proposal attached hereto as the Exhibit to Agenda Item #12, and to take all reasonable and necessary actions and negotiate, execute and deliver any and all other reasonable and necessary documents in furtherance thereof.

A motion to table this agenda item was made by Mr. Pohorylo, seconded by Ms. Reemsnyder and was so voted unanimously.

13. Election of Chairperson of the Board.

RESOLVED: That, pursuant to Article II, Section 12 of the Bylaws, Bonnie Reemsnyder is hereby elected the Chairperson of the Board to serve until a successor is elected or as otherwise provided by the Bylaws.

A motion to elect Bonnie Reemsnyder Chairperson of the CT Port Authority Board of Directors effective immediately was made by Mr. Johnson, seconded by Ms. DiNardo. Discussion: Mr. Johnson noted that all owed a debt of gratitude to Scott Bates. Motion passed with Mr. Pohorylo opposing and Mr. Frost abstaining.

Mr. Bates said that Ms. Reemsnyder was the best person to lead the port authority into its next phase, including the nearly \$100 million expansion and redevelopment of the State Pier in New London, the centerpiece of the state's ongoing efforts to enter the offshore wind energy sector.

14. Election of Vice Chairperson of the Board.

RESOLVED: That, pursuant to Article II, Section 13 of the Bylaws, David Kooris is hereby elected the Vice Chairperson of the Board to serve until a successor is elected or as otherwise provided by the Bylaws.

A motion to elect David Kooris as Vice Chairperson of the board was made by Ms. Elkow, seconded by Mr. Johnson was so voted unanimously.

Mr. Bates thanked the board.

15. Call to the Public

Mr. Blacker reported to the board and asked if they were aware that the Port of New Hampshire were putting in wind mills. Mr. Blacker stated that Portsmouth New Hampshire facility is handling

wind cargo (shrink wrapped) by Siemens. His question was whether that's all the State Pier was going to do also. Cargo arriving all wrapped up, no jobs to manufacture or just labor to install.

At this time, Mr. Bates read a letter to the board as he stepped down from Chairman. He noted that he would still be a member of the board until his term ends.

He said one of his greatest accomplishments as chairman of the Port Authority board was the \$93 million transformation of State Pier in New London into a wind energy hub, turning it into "a source of development for the maritime industry statewide because resources that are spun off from there can be invested in maritime projects."

He thanked the board for their support and said that there is a nice balance of leadership with Ms. Reemsnyder and Mr. Kooris.

16. Adjournment

A motion to adjourn by Mr. Johnson, seconded by Ms. Savitsky at 1:42 p.m. was so voted unanimously.