



Connecticut Port Authority Board of Directors

**Board Meeting
January 21, 2020 (10:00 AM)**

**Fort Trumbull Conference Room
90 Walbach Street, New London, CT**

Meeting Minutes

Attendance

- Board Members: Acting Chairperson David Kooris; Dave Pohorylo; John Johnson; Parker Wise; Grant Westerson; Alex Marcellino; Don Frost; Brian Thompson
- CPA Staff: Joe Salvatore; Casandra Berthiaume

Phone

- Binu Chandy; Judi Sheiffele; Jeff Beckham; Nancy DiNardo; Mark Rolfe

Absent

- Philip Scarrozzo

Quorum: Yes

1. Call to Order

The meeting was called to order by Acting Chairperson Kooris at 10:03 a.m.

2. Approval of Board Meeting Minutes

A motion to adopt the minutes was made by Mr. Johnson and seconded by Mr. Wise, and was so VOTED unanimously. Mr. Thompson, Ms. Sheiffele and Mr. Marcellino abstained.

3. Public Participation Relating to Agenda Items

Kevin Blacker stated that he thinks Item #10 should be removed from the agenda. He stated that for two years in a row that CPA did not have a public hearing with a quorum. He stated that regarding Items #19 and #20, he questions CPA and wants to know why the name changed to Northeast Offshore LLC on the HDA and if the agreement could be amended at this time.

Acting Chairperson Kooris thanked Mr. Blacker.

Peter Lent, the Economic Public Coordinator for the City of New London wanted to say that he's representing the mayor's office today. They are currently working with assistance agreement with CT for the Crystal Ave Towers and working with DECD with that grant. They're also working with CPA as well to make sure we are all on the same page. He also stated that they are working with CPA on the State Pier project. Mr. Lent informed the board that there will be a Foreign Trade Zone Commission meeting that evening to discuss an alternative site framework which will open the foreign trade zone to all SE Connecticut.

4. Election of Chair and Vice-Chair

Mr. Pohorylo nominated Mr. Kooris for Chair and seconded by Mr. Johnson, and was so VOTED unanimously.

Ms. Schieffele nominated Mr. Frost for Vice-Chair and seconded by Mr. Pohorylo, and was so VOTED unanimously.

5. Authority Updates and Acting Chairman Remarks

Mr. Kooris congratulated Mr. Lavigne on the birth of his second child and stated he will be out for paternity leave. Mr. Kooris also thanked Mr. Dakers for all his work with OPM with policies and procedures for CPA stating his term was coming to an end. Mr. Kooris stated that Mr. Whitescarver's term was also coming to an end and thanked Mr. Whitescarver for all his hard work at the CPA.

6. Pilot Commission Report

No Report.

7. United States Coast Guard Report

No Report.

8. Municipal Port Authority Updates

a. Bridgeport

Ms. Klimas stated that they will be going to bid for construction of a high-speed ferry terminal next week. She stated they are also trying to get Bridgeport Harbor and Black Rock Harbor dredged.

b. New Haven

Ms. Shieffele introduced New Haven Port Authority's new Executive Director, Maggie Targove.

c. New London

No report

9. State Pier Terminal Operator Update

Mr. Plante from Gateway, stated that there have been many ships that have come to the port. They have received copper about 9,000 tons in December, 43,000 tons of salt and expecting 20,000 more tons next week which totals about 110,000 tons of salt since the beginning of December. Railcars have been coming in with liquid for the salt. About 10 cars in the past month.

10. 2019 Annual Public Hearing Recap

Mr. Kooris stated that the meeting was held in mid-December after the Finance Committee meeting. He stated that there were about half dozen people from the public with about half criticism and half positive. The minutes from that meeting are posted on the website.

11. Finance Committee Report

- a. Quarterly Financial Report**
- b. Budget Revision**

No Report. Mr. Kooris reiterated that they are fully operational with QuickBooks. He stated much of the discussion entailed projections, status against budget, and that some lines, mainly legal, remained over budget largely due to FOIA requests. What the board will see going forward is an introduction of projections to years end barring any operational adjustments.

12. Office of Policy and Management Update

- a. Whittlesey Presentation**

Whittlesey presented the findings for their report. Mr. Kooris stated that the report lays out a third tier of actions to take as consideration over the coming months. We will continue on in the implementation stage.

- b. Policy and Procedures Update**

Mr. Dakers stated that are some new policies to introduce today and those are a couple in the operating procedures with one regarding annual budget modification. This states that there would be a 6-month and 9-month timeline evaluation to see if there are any deficits and then the board and the finance committee will evaluate and make adjustments. Also reiterates that if there is any spending out of the surplus funds it has

to be approved by the full board. The Procurement Policy talks about smaller purchases under \$50,000 and over \$5,000, quotes will be required. This will add some criteria for spending. Mr. Dakers also stated there was a policy concerning record retention and one outlining the bylaws concerning committees. He stated that these three policies are in the works and will be coming before the board in the future.

13. Consideration and approval of a resolution approving Connecticut Port Authority policies and procedures relating to each of:

- a. Surplus Funds Policy**
- b. Employee Handbook**
- c. Travel and Entertainment**
- d. Use of Outside Legal Services Guidelines**

Mr. Kooris stated that these four documents were sent to board for the December board meeting and were discussed at the last Finance Committee meeting and are being sent back to the board for adoption.

Mr. Dakers stated that any changes that were made by the Finance Committee are highlighted in the boards' copies.

A motion to adopt the policies was made by Mr. Kooris and seconded by Mr. Beckham, and was so VOTED unanimously.

14. Executive Director Search Update

Mr. Kooris stated that they have engaged with Industrial Search Partners and have been working with them with the ad hoc committee. They are continuing to build out their scope of individuals and beginning to do outreach. We should have a better update at the next meeting.

15. Legal Services Request for Proposals (RFP) Update

Mr. Kooris stated that RFPs were sent out and were due by January 10th. He said that we have received eight proposals and staff is in the process of reviewing them for a threshold criteria. Mr. Kooris asked for volunteers for an ad hoc committee to go through the proposals and ultimately interview. Mr. Beckham, Mr. Westerson and Mr. Thompson volunteered.

16. Freedom of Information Act (FOIA) Requests Update

Mr. Kooris said currently we have two outstanding requests. He explained that they are working on these and one of the requests is an extremely large request requiring going through potentially over 26,000 pages of emails. He stated that we are a small staff and do not have the ability and systems to use like some larger companies. It's a multi-step process that we have to go through page by page in order to see if it's responsive to the request and also to be redacted. Mr. Kooris stated he has executed an agreement with DECD to lend some capacity which is far more cost effective than outside counsel to go through the pages. We have now shared the first batch of about 1,400 pages.

17. Consideration and approval of a resolution authorizing the Chairperson to negotiate and enter into a Consulting Services Agreement with one of the following firms for temporary administrative staffing needs: ADECCO, AR Mazzotta, Creative Financial Services, and Ultimate Staffing.

Mr. Kooris stated that they have been using a staffing company for additional support and the procured \$50,000 is coming to that limit. In order to not be without administrative support, we went through a process to solicit bids from multiple firms. We have come to the decision that we do not need full time staffing and the firms asked to support were for part-time proposals and have received quotes from two of the four we solicited. Mr. Kooris requests the board for him to have the authority to engage with most cost-effective option.

A motion to was made by Mr. Wise and seconded by Mr. Johnson, and was so VOTED unanimously.

18. Consideration and approval of a resolution authorizing the Chair of the board to enter into a First Amendment to the Memorandum of Understanding between the Authority and the Office of Policy and Management not-to-exceed \$50,000.

Mr. Kooris stated this is a fee for service operational support. Mr. Beckham stated that the Airport Authority to take on the role that Mr. Dakers had of overseeing the work of the staff. They would oversee compliance, financial decisions, internal controls, policies, ensure consistent reporting, assisting staff and provide appropriate support to the board as well. This would be until an Executive Director is on board and can begin to give some leadership.

A motion to was made by Mr. Johnson and seconded by Mr. Westerson, and was so VOTED unanimously.

19. Presentation of Harbor Development Agreement among the Connecticut Port Authority, Gateway New London LLC and Northeast Offshore LLC, and various transactions in connection therewith, with respect to the New London State Pier.

Mr. Kooris stated they are not taking any action on this today but providing an update of status. Mr. Kooris addressed the name of the entity of the proposed HDA. The partnership with Ørsted and Eversource was initially called Bay State Wind and that partnership was limited to their proposal in the state of Massachusetts. They broadened their partnership that the formal engagement was expanded to go after projects in multiple jurisdictions. The joint venture has now broadened and has been changed to Northeast Offshore LLC. This is a reflection of the expansion of the partnership between Eversource and Ørsted beyond Massachusetts.

Mr. Kooris said they have been trying to find solutions not to significantly and negatively impact the surrounding entities especially concerning the proposed berthing site of the installation vessel and to be the most cost effective. He stated that whatever they do in the harbor its aim has to be a net positive. He said what they have been doing over the last several months is trying to come to a solution and design that meets timeline and cost. Part of the ongoing negotiations

has been around new milestones and dates and new metrics for performance. Trying to find if and how we can simultaneously accommodate this modified scope that meets our needs to have it up and running and contributing to the maritime economy and also contributing to CPA and the state's revenue. He continued that it also needs to meet the needs of our partners and Northeast Offshore and the obligations they have through their power purchase agreements contractually to the state of Connecticut, Rhode Island and New York. We remain committed to find that solution.

20. Executive Session 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 Harbor Development Agreement by and among the Connecticut Port Authority, Gateway New London, LLC and Northeast Offshore LLC, with respect to the New London State Pier.

A motion to was made to enter into executive session by Mr. Westerson and seconded by Mr. Johnson, and was so VOTED unanimously. Mr. Thompson recused himself. Entered into executive session at 12:35 pm and ended at 1:21 pm.

21. Call to the Public

Mr. Blacker said that CPA has basically started over from scratch in every way except for the State Pier deal. He said he thinks overall the CPA has done a good job in rebuilding but thinks that the State Pier deal has to be rebid.

Mr. Kooris thanked Mr. Blacker.

22. Adjournment

A motion was made by Mr. Johnson and seconded by Mr. Westerson, and was so VOTED unanimously. Meeting adjourned at 1:24 pm.