



REGULAR MEETING OF THE
CONNECTICUT PORT AUTHORITY
BOARD OF DIRECTORS

Tuesday July 21, 2020 (12:00 P.M.)

Location:

In response to concerns regarding the spread of coronavirus disease (COVID-19), and in the interest of the safety and well-being of participants, this meeting will be held remotely by conference call (as permitted by Executive Order 7B).

Minutes

Board Attendance

- Chairman David Kooris; Vice-Chair Don Frost; Parker Wise; Dan Krupnick; Jeff Beckham; Brian Thompson; Dave Pohorylo; Alexandra Daum; Nancy DiNardo; Grant Westerson; Gregg Scully; John Johnson; Judi Sheiffele; Phil Scarrozzo
- Absent: None
- CPA Staff/Other: Casandra Berthiaume; Andrew Lavigne; Joseph Salvatore; Ann Harter (OPM)

1. Call to Order

Chairman Kooris called the meeting to order at 12:02pm

2. Approval of minutes of June 16, 2020 and June 30, 2020 meetings

Motion made by John Johnson, seconded by Gregg Scully and so voted unanimously.

3. Public Participation Relating to Agenda Items

4. Authority Update and Comments from the Chairman

Chairman Kooris noted that a decision was reached by the United States District Court upholding the lawful selection of the Eastern Long Island Sound Disposal Site for dredged materials. Connecticut intervened in the case, defending the site selection made by the U.S. Environmental Protection Agency.

Chairman Kooris noted that Nancy DiNardo resigned from her position on the Authority's Board.

5. Finance Committee Report

Chairman Kooris noted that during the 10am Finance Committee meeting, the Committee received a presentation from auditors at Blum Shapiro on the Authority's fiscal year ended June 30, 2019. The audit findings include no information that has not been captured by other recent audits of the same period performed by the Auditors of Public Accounts and Whittelsey. To quote the auditors at Blum Shapiro in terms of historical analysis of financial data "this is "ancient history." The Blum audit took longer to complete due to the several other audits the Authority was navigating in parallel during the same period. The Authority has turned a corner and we expect much better next year based on the hard work and actions of the Board taken thus far.

6. Office of Policy and Management (OPM) Update

(a) State Pier Project Update

Chairman Kooris announced that the Authority's Request for Qualifications (RFQ) seeking to retain a professional Construction Management At-Risk (CMR) firm for Infrastructure Improvements at the New London State Pier facility, is planned to be available in electronic format, commencing July 21, 2020, from the Connecticut State Contracting Portal, administered by the Department of Administrative Services.

Chairman Kooris noted that OPM Deputy Secretary Konstantinos Diamantis was tied up with State Bond Commission business and would be unable to join today's Board meeting to present updates on the project.

Chairman Kooris stated that he would provide an update on the Authority's efforts relating to existing users at State Pier.

DRVN Enterprises must move from its location, even if it is to another temporary location at State Pier. He stated that the salt pile cannot remain in its present location past the end of this month, because there is necessary testing and boring that needs to take place within that footprint to remain on project schedule and that's been made very clear and reiterated repeatedly. The Authority has identified an alternative location on the property that could potentially allow for a modest extension of time; however that location would be contingent on no new deliveries, limited access to the waterfront and a limited duration.

The date, if we can agree on one, would be absolutely final because of the construction activities that need to start elsewhere on the property. We met with representatives of DRVN yesterday to determine whether or not that could work physically. In the coming weeks we hope to determine whether the new location will work operationally for the project and its contractors and intend to provide an update at the next Board meeting. We will not force DRVN to vacate on the 31st, however relocation and movement of the salt pile is essential to the project timeline.

Regarding the two fishermen that are there: As we approved recently, AECOM is working on an assessment of new dock opportunities within New London Harbor. Due to timing to implement, they are looking at both long-term opportunities and short-term opportunities. The short-term opportunities include a range of locations in New London and elsewhere - public facilities and private.

We had a meeting with the New London Port Authority where we invited them to help us target locations. We had a series of locations that were identified to AECOM. That list was vetted and narrowed in consultation with the New London Port Authority. The New London Port Authority and the City of New London indicated that there may be near-term accommodation potential in their public facilities once it's clear that a long-term plan is in place.

Similarly, there is not significant opportunity for extension, but while we work through these options, we don't expect vacancy of the pier right on July 31.

The Authority is also working with Skanska, who is also at State Pier, to extend in a limited way, as long as possible, in a way that does not impact the project. First and foremost, we

need to meet the project objectives and project timeline. It's a big property and there are some ways in which we can nuance and sort of move things around to squeeze out a very modest amount of additional time and we're doing our best to do so. Chairman Kooris stated that he wanted to make it very clear that it will not be long-term, it will not be definite, and it will not be without modifications, because the operations that are taking place in the existing locations cannot continue without impacting the project.

7. **Consideration and approval of a resolution authorizing each of the Chairperson, Vice Chairperson and Executive Director to enter into a First Amendment to that certain Tracklease Agreement between the Connecticut Port Authority and New England Central Railroad, Inc. (NECR).**

Motion to table by John Johnson, seconded by Parker Wise and so voted unanimously.

8. Executive Session pursuant to Sections 1-200(6)(E), 1-210(b)(24), and 1-225(f) of the General Statutes of Connecticut, for the purpose of discussing responses to the Authority's Request for Proposals (RFP) for Legal Counsel to the Connecticut Port Authority.

RESOLVED, that, pursuant to Sections 1-200(6)(E), 1-210(b)(24), and 1-225(f) 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 discussion of responses to the Authority's Request for Proposals (RFP) for Legal Counsel for the Connecticut Port Authority.

Chairman Kooris certified that the public interest in the disclosure of the discussion of responses to the Authority's Request for Proposals (RFP) for Legal Counsel for the Connecticut Port Authority, is outweighed by the public interest in the confidentiality of same.

Motion by John Johnson, seconded by Gregg Scully and so voted unanimously. The Board entered Executive session at 12:30pm and returned at 12:39pm.

9. **Executive Session pursuant to Section 1-200(6)(A) of the General Statutes of Connecticut, for the purpose of discussing the appointment of an Executive Director.**

RESOLVED: That, pursuant to Section 1-200(6)(A) 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 the appointment of an Executive Director.

Motion by John Johnson, seconded by Grant Westerson and so voted unanimously. The Board entered Executive Session at 12:40pm and returned at 1:08pm.

10. **Executive Session pursuant to Sections 1-225(f) and 1-200(6)(B) of the General Statutes of Connecticut, for the purpose of discussing a Settlement Agreement and Mutual Release by and among the Connecticut Port Authority, Seabury PFRA LLC and Seabury Securities LLC.**

RESOLVED: That, pursuant to Sections 1-225(f) and 1-200(6)(B) 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 Settlement Agreement and Mutual Release, by and among the Connecticut Port Authority, Seabury PFRA LLC and Seabury Securities LLC.

Motion by John Johnson, seconded by Don Frost and so voted unanimously. The Board entered Executive Session at 1:10pm and returned at 1:35pm.

11. Consideration and approval of a resolution authorizing each of the Chairperson, Vice Chairperson and Executive Director to enter into a Settlement Agreement and Mutual Release with Seabury PFRA LLC and Seabury Securities LLC.

RESOLVED: That each of the Chairperson, Vice Chairperson and Executive Director, be and hereby are individually authorized, empowered and directed, for and on behalf of the Connecticut Port Authority (the "Authority"), to enter into a Settlement Agreement and Mutual Release with Seabury PFRA LLC and Seabury Securities LLC (collectively, "Seabury") with respect to that certain Consulting Services Agreement dated May 15, 2018 by and between the Authority and Seabury, as amended, in an amount not to exceed \$523,000.00, as described in the Exhibit to Agenda Item #11, on such terms and provisions that each individually shall deem to be in the best interests of the Authority, and to take such reasonable and necessary actions and to execute and deliver any and all other reasonable and necessary documents in furtherance thereof.

Motion by John Johnson, seconded by Gregg Scully. Roll call vote:

Board Member	Vote
Jeff Beckham	YES
Alexandra Daum	YES
Don Frost	NO
John Johnson	YES
David Kooris	YES
Dan Krupnick	YES
David Pohorylo	NO
Phil Scarozzo	YES
Judi Sheiffele	NO
Gregg Scully	YES
Brian Thompson	YES
Grant Westerson	YES
Parker Wise	YES

So voted – 10 supporting and 3 opposing.

12. Consideration and approval of Connecticut Pilot Commission recommendation to approve an Extension of Route for Western Long Island Sound to Captain Sean Meade, pursuant to Section 15-13 of the General Statutes of Connecticut (Pilots; qualifications; extension of route...).

RESOLVED: That each of the Chairperson, Vice Chairperson and Executive Director, be and hereby are individually authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to adopt the recommendation by the Connecticut Pilot Commission for an Extension of Route for Western Long Island Sound to Captain Sean Meade, pursuant to Section 15-13 of the General Statutes of Connecticut (Pilots; qualifications; extension of route...) as

outlined in the form attached hereto as the Exhibit to Agenda Item #12, and to take such reasonable and necessary actions as are reasonably required in furtherance thereof.

Motion by Judi Sheiffele, seconded by John Johnson and so voted unanimously.

13. Old Business

- (a) Executive Director Search Update
- (b) Legal Services Request for Proposals Update

14. New Business

15. Call to the Public

16. Adjournment

Motion to adjourn by Don Frost, seconded by Gregg Scully and so voted. The meeting adjourned at 1:49pm.