



NOTICE OF
REGULAR MEETING OF THE
CONNECTICUT PORT AUTHORITY
BOARD OF DIRECTORS

**Tuesday, December 21, 2021
12:00 p.m.**

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 was held remotely by conference call.*

**Please Note: In addition to the minutes below, an audio recording of this meeting can be found on the Authority's website at <https://ctportauthority.com/governance/>*

Board Attendance

Chair David Kooris; Jeff Beckham; Mark Rolfe; Brian Thompson; John Flores; Don Frost; Thomas Gill; John Johnson; Tom Patton; Judi Sheiffele Felix Reyes; Grant Westerson; Parker Wise

Absent: Alexandra Daum; Dave Pohorylo

CPA Staff/Other: John Henshaw; Andrew Lavigne; Joe Salvatore; James Peterson (OPM); Melissa Ferrucci and Tina Chokas (CohnReznick); Marlin Peterson (AECOM)

MINUTES

1. Call to Order

Chair Kooris called the meeting to order at 12:02pm.

2. Approval of Minutes of October 19, 2021 Regular Meeting and December 14, 2021 Special Meeting

Motion by John Johnson, seconded by Parker Wise. So VOTED, with abstention by Don Frost.

3. Public Comment

4. Annual Public Hearing Update

Chair Kooris provided an update on the hearing, noting that one member of the public provided comment.

5. Executive Director's Update

John Henshaw discussed updates covering, ongoing state-wide dredging projects, the Connecticut Pilot Commission, offshore wind, CPA operational and miscellaneous activities.

6. State Pier Infrastructure Improvement Project Update

John Henshaw continued his update, noting that with the departure of Deputy Secretary Kostantinos from the project team, the Authority is pleased to welcome Department of Administrative Services (DAS) Deputy Commissioner Noel Petra as the state's Management Team lead. The Authority is currently working with Construction Manager Kiewit, DAS, and Office of Policy and Management to finalize the project's Guaranteed Maximum Price (GMP). Toward that end, we are putting forth a third amendment to the GMP at today's Board meeting. The amendment, with a value of \$3.8 million, is for dredging that is required to be performed this dredge season and change orders incurred to date, and will bring the value of the approved work to \$171.7 million.

Perhaps the most significant recent development is the receipt of the federal permit on December 16th. The permit came with conditions that had been previously identified and all were anticipated. Among them were the fisheries compensatory mitigation payments to the Army Corps In-Lieu Fee program managed by the National Audubon Society and the creation of a Fish Habitat Restoration Project escrow account to fund a variety of mitigation projects identified and selected by DEEP. The Authority discussed those mitigation payments in detail publicly at our November 16 regular board meeting and December 14 special meeting. Other conditions include a requirement to conduct a Navigation Safety Risk Assessment, over which there appears to be some confusion as to its purpose and timing. The Navigation Safety Risk Assessment is a condition of the permit, not a condition to receive the permit. Based on our meetings with the US Coast Guard, it was established that the Navigation Safety Risk Assessment must be completed before offshore wind vessel operations can commence. While the Navigation Safety Risk Assessment will require coordination between the Authority, Coast Guard, Navy, our partners Gateway, Orsted and Eversource and a wide-variety of local stakeholders, the Assessment should not be confused with other parallel efforts being coordinated by the Coast Guard. The Authority is working with our partners to ensure that the assessment is complete well in advance of those operations beginning.

Chair Kooris noted that DAS Deputy Commissioner Noel Petra will participate in future meetings. Now that we're in full construction, in an effort to provide even more detail to Board members, an ad hoc committee is being set up for board members who have a particular interest in the project. Future detailed project updates will come from that group going forward. Mark Rolfe initiated the suggestion; other members are welcome to indicate that they would like to participate in that committee. We anticipate taking action on that in January.

There was a lot of expectation that we would be at final Guaranteed Maximum Price (GMP) today, having the permit in hand. We just received the permit on Thursday. Now we're incorporating that permit into our planning with our construction manager (Kiewit). We remain diligent and confident in our ability to deliver the project in a cost effective and timely way. We expect to have a final GMP before this board in January or February. Good news today, is that we can authorize the limited dredge to take place this January that is a pre-condition to other in-water activities.

John Johnson asked about the cost of dredging. Chair Kooris noted that the cost of the dredging is a known cost. We do need to finalize the timing of the facility delivery and any cost implications related to longer-term staffing, etc. The cost of dredging and work packages remain consistent. If the construction team remains mobilized for a longer duration than they anticipated there are costs associated with that.

Mark Rolfe asked about the impacts of the Army Corps permit being received in December. Chair Kooris noted that we had already made the decision some time ago with the permit delay to push the bulk of the dredging activities into the next winter. This smaller dredge is a precursor for some other activities that we need to get done this winter.

Marlin Peterson (AECOM) noted that to-date \$45 million has been put in place for ongoing work at the facility. We continue to work with Kiewit on the most cost-effective approach to delivering the facility.

Mark Rolfe has a question on change orders. Chair Kooris suggested taking up Item #13 now, as it goes into greater detail on that item.

Felix Reyes asked about marketing efforts around the project and education efforts to inform the public. John Henshaw agreed that you can always be more effective in more aggressively marketing a project. We do have a website at statepiernewlondon.com, with weekly pictures, project updates and a project dashboard that talks about the progress of the project. Those are technical, so it might be appropriate for us to include some element of that in publicizing the project.

13. Consideration and approval of a resolution authorizing the Executive Director to negotiate and enter into a Third Amendment to that certain Construction Manager-at-Risk Guaranteed Maximum Price (GMP) Agreement with Kiewit Infrastructure Co.

Marlin Peterson gave an oral recommendation of the construction manager. Marlin stated there have been two early work amendments presented to the Authority board, approved and presented to the construction manager at-risk (CMR). The total for those two amendments to-date is \$167.9 million. What we're bringing to the board today has a value of \$3.8 million. There are two elements, necessary dredging at the Central Wharf and the first CMR change order. The first phase of dredging, authorized for this season, totals \$1,998,000. The change order includes ten items for works that have been and are needed to be put into place by the CMR. The change order totals \$1.5 million.

The total of the prior early work totals plus all three amendments is \$171,742,616.76. The remaining un-awarded balance for the second phase of dredging is \$32,168,840. Once that package is awarded, the total 203.9m. The cost of the dredging option is locked in. That price is based on disposal at alternative facility. Over the next four weeks we will work with the contractor and CMR to make sure we have the most cost effective and regulatorily compliant method. Before we bring it back to the board we want to verify that. If anything, the cost may only go down. Alternative disposal sites could result in cost savings.

Chair Kooris noted that within the \$171.7 there is \$11 million contractors allowance contingency. Only \$1.8 million of that \$11 million has been spent.

RESOLVED: That the Executive Director be and hereby is authorized, empowered and directed, for and on behalf of the Connecticut Port Authority (the "Authority"), to negotiate, execute and enter into a Third Amendment to that certain Construction Manager-at-Risk Early Work Guaranteed Maximum Price (GMP) Agreement with Kiewit Infrastructure Co., in connection with construction activities at the State Pier, for the services and amounts as substantially described in the Exhibits to Agenda Item #13, and to take such reasonable and necessary actions, that the Executive Director deems to be in the best interests of the Authority, to execute and deliver any and all other reasonable and necessary documents in furtherance thereof.

Chair Kooris noted that, to be clear this amendment includes a total of \$3,803,893.02, for a total contracted amount of \$171,742,616.76.

Motion made by Parker Wise, seconded by John Johnson. So VOTED.

7. Committee Updates

a) Finance Committee

David Kooris provided an update.

b) Audit, Compliance and Governance Committee

Tom Patton provided an update.

c) Human Resources Committee

Brian Thompson provided an update.

8. Office of Policy and Management Update

Jeff Beckham noted that OPM continues to support the Authority under the terms of the MOU.

9. Presentation by the Authority's independent auditors CohnReznick

Melissa Ferrucci presented the fiscal year 2021 audit report.

10. Consideration and approval of a resolution authorizing the acceptance of the FY2021 Independent Audit.

RESOLVED, that the Board of Directors accepts and approves the FY2021 audit performed by Cohn Reznick, as recommended by the Audit, Compliance and Governance Committee at its meeting held on December 21, 2021 as described in the Exhibit to Agenda Item #10. Further, the Authority staff is hereby authorized to submit, in accordance with the provisions of Section 11-4a of the Connecticut General Statutes, to the joint standing committees of the General Assembly having cognizance of matters relating to appropriations, commerce, the environment and transportation a copy of each such audit. A copy shall also be submitted to the State Auditors of Public Accounts.

Motion by Grant Westerson, seconded by Tom Patton. So VOTED.

11. Consideration and approval of a resolution authorizing the submission of the 2021 Annual Reports pursuant to 15-31a(k) and 15-31a(o).

RESOLVED: the Executive Director is hereby authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to post publicly and submit annual reports responsive to sections 15-31a(k) and 15-31a(o) of the Connecticut General Statutes (CGS), in accordance with the provisions of section 11-4a, as substantially described in the Exhibits to Agenda Item #11, and to deliver any and all other reasonable and necessary documents in furtherance thereof.

Motion by Tom Gill, seconded by John Johnson.

Chair Kooris noted that these were discussed at the joint committee meeting held earlier today.

So VOTED.

12. Consideration and approval of the adoption of the annual performance evaluation of the executive director.

RESOLVED, that the Board of Directors of the Authority authorizes the adoption of the annual performance evaluation of the executive director, as recommended by the Human Resources Committee at its meeting held on December 21, 2021, as further described in the Exhibit to Agenda Item #12, which will be posted publicly on its website and filed with the Secretary of the State.

The HR Committee agreed with the assessment and recommended to the board earlier today.

Motion by Judi Sheiffele, seconded by Grant Westerson.

So VOTED.

14. Consideration and approval of a resolution authorizing adoption of the 2022 Board of Directors and Committee Meeting Schedule.

RESOLVED, that the Board of Directors of the Authority authorizes the adoption of the 2022 Board Meeting Schedule, as described in the Exhibit to Agenda Item #14, which will be posted publicly on its website and filed with the Secretary of the State.

Motion by Grant Westerson, seconded by John Johnson.

Chair Kooris noted that board and committee meetings would continue to fall on the third Tuesday of the month. The board agreed to add a Audit, Compliance and Governance Committee in January.

So VOTED.

15. Old Business

a. CT Pilot Commission – Reimbursement Process Update

Joe Salvatore presented the CT Pilot Commission Reimbursement Process as proposed by the Commission.

Motion to approve the CT Pilot Commission Reimbursement Process made by Judi Sheiffle, seconded by Grant Westerson. So VOTED.

16. New Business

None.

17. Adjournment

Motion to adjourn made by John Johnson, seconded by Tom Gill. Meeting adjourned at 1:27pm.