



REGULAR MEETING OF THE
CONNECTICUT PORT AUTHORITY
BOARD OF DIRECTORS

**Tuesday, April 19, 2022
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; Mark Rolfe; Brian Thompson; John Flores; Paul Hinsch; Don Frost; Tom Gill; John Johnson; Tom Patton; Felix Reyes; Judi Sheffele; Grant Westerson; Parker Wise

Absent: Mayor Justin Elicker; Alexandra Daum; Dave Pohorylo

CPA Staff/Other: John Henshaw; Andrew Lavigne; Marlin Peterson (AECOM); James Peterson (OPM); Carlo Leone (DOT)

MINUTES

1. Call to Order

Chair Kooris called the meeting to order at 12:03pm

2. Approval of minutes of February 15, 2022 Regular Meeting and March 22, 2022 Special Meeting.

Motion by John Johnson, seconded by Grant Westerson. So VOTED.

3. Public Comment

4. Executive Director's Update

(Begins at 0:06:50 of the audio recording) John Henshaw discussed the New Haven Harbor Navigation Improvement Project, Pier 7 at Fort Trumbull in New London; notice of the upcoming issuance of a Request for Applications (RFA) for project funding under the third round of our Small Harbor Improvement Projects Program (SHIPP) [applications will be due on July 1, 2022. The RFA will be posted to the Authority's website at www.ctportauthority.com/shipp]; updates regarding the Authority's procurement manual, and; working cooperatively with the Auditors of Public Accounts on their FY20 and FY21 biennial audit.

He noted that on March 24th the Authority hosted our state and federal partners for a very successful environmental review and permit conditions compliance presentation at State Pier. The state and federal partners included representatives from Connecticut DEEP, the Army Corps of

Engineers, and the EPA. Kiewit's construction manager and environmental team gave an excellent presentation on their safety and environmental monitoring of the project. The presentation was followed by a site tour. Following the site tour, one of the participants stated that the construction site was one of the best he had visited in his entire career.

Since an interim executive director has now been identified, Mr. Henshaw noted that he will plan to stay on through May 5th to provide some additional overlap. He thanked the Board for its invaluable contributions of their time and attention to the mission of the port authority and their substantial support during his tenure, and especially for the many Special Meetings that were required to advance the State Pier project.

Parker Wise asked whether the board would be drafting a formal resolution for recognition of John's service at some point. Chair Kooris agreed that would be a great idea.

5. Committee Updates

(Begins at 0:16:20) David noted that Item #6 reflects the outcome of this morning's joint meeting of the Finance and Audit Compliance and Governance committees and Item #7 reflects the outcome of last week's meeting of the Human Resources committee

6. Consideration and approval of a resolution authorizing the submission of the Fiscal Year 2021 Annual Financial Report pursuant to C.G.S. § 1-123(a).

(Begins at 0:17:00) Chair Kooris noted that the committee recommended revision to the chart on page 5 to correct a typo.

RESOLVED, that the Executive Director be and hereby is authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to submit the annual report responsive to Connecticut General Statutes Section 1-123(a) to the Governor and the Auditors of Public Accounts, as recommended by the Finance Committee and Audit, Compliance and Governance Committee at their 19 April 2022 joint meeting, as further described in the Exhibit to Agenda Item #6, and to deliver any and all other reasonable and necessary documents in furtherance thereof.

Motion by John Johnson, seconded by Tom Patton. Discussion by board members.

So VOTED.

7. Consideration and approval of a resolution authorizing each of the Chairperson and Vice Chairperson to execute the employment contract with the preferred candidate for the position of Interim Executive Director.

(Begins at 0:19:50)

RESOLVED, that each of the Chairperson and Vice Chairperson, be and hereby are individually authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to execute and deliver an employment offer letter to Ulysses B. Hammond for the position of Executive Director, in the form attached hereto as the Exhibit to Agenda Item #7, and any and all other reasonable and necessary documents in furtherance thereof, 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 as are reasonably required in furtherance thereof.

Motion by Grant Westerson, seconded by Felix Reyes.

Chair Kooris noted that Mr. Hammond's experience at Conn Collect suits him well for the position. The contract is for a temporary executive director position, with all the same characteristics as the contract with the outgoing executive director. It is articulated as a bi-weekly pay status, which is equivalent to a \$200,000 annual salary. The Authority's search for a permanent director continues.

Discussion by board members. Mr. Hammond provided information regarding his qualifications and answered questions from the board.

So VOTED.

8. State Pier Infrastructure Improvement Project Update

(Begins at 0:30:10) Marlin Peterson (AECOM) provided an update on the project and construction activities in five key areas: the uplands; the northeast bulkhead (delivery berth); State Pier (installation berth); central wharf, and; the CVRR pier.

9. Consideration and approval of a resolution authorizing the Executive Director to negotiate and enter into a Fifth Amendment to that certain Construction Manager-at-Risk Agreement with Kiewit Infrastructure Co.

(Begins at 0:38:28) Chair Kooris noted that this is the amendment that was discussed at the last board meeting, relating to the permit delay and needing to keep crews and equipment on-site longer than anticipated. The total cost of that delay is \$6.85 million. The amendment before the board today is for \$5.8 million, as \$1 million is intertwined with the acceleration costs still being negotiated.

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 Fifth 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 #9, 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.

Motion by Tom Patton, seconded by John Johnson.

Marlin Peterson (AECOM) and Chair Kooris provided additional detail and answered questions from the board.

So VOTED.

10. Consideration and approval of a resolution authorizing the Executive Director to execute and enter into a Second Amendment to that certain Construction Administrator's Contract for Design Phase and Construction Phase Services Agreement with AECOM Technical Services Inc., dated July 9, 2020, as amended.

(Begins at 0:56:40) John Henshaw provided an overview of the amendment.

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 enter into a Second Amendment to that certain Construction Administrator's Contract for Design Phase and Construction Phase Services Agreement by and between the Authority and AECOM Technical Services, Inc. in the form attached hereto as the Exhibit to Agenda Item #10, and to take such reasonable and necessary actions to execute and deliver any and all other reasonable and necessary documents in furtherance thereof.

Motion by Grant Westerson, seconded by Tom Gill.

John Henshaw and Chair Kooris answered questions from the board.

So VOTED.

11. Consideration and approval of a resolution authorizing the Executive Director to negotiate and enter into a First Amendment to that certain Mitigation Project Escrow Agreement with Webster Bank, N.A., for the purpose of revising and updating the lists of fish habitat restoration projects in said Agreement as requested by the State of Connecticut Department of Energy and Environmental Protection.

(Begins at 1:04:40) John Henshaw gave an overview of the amendment.

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 First Amendment to that certain Mitigation Project Escrow Agreement with Webster Bank, N.A., for the purpose of revising and updating the lists of fish habitat restoration projects in said Agreement as requested by the State of Connecticut Department of Energy and Environmental Protection, substantially in the form attached hereto as the Exhibit to Agenda Item #11, 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 Parker Wise. Discussion by the board.

So VOTED.

12. Consideration and approval of a resolution authorizing the Executive Director to execute and deliver a Second Amendment to that certain Consulting Services Agreement by and between the Authority and GZA GeoEnvironmental, Inc.

(Begins at 1:07:40) Joe Salvatore gave an overview of the amendment.

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 enter into a Second Amendment to that certain Consulting Services Agreement by and between the Authority and GZA GeoEnvironmental, Inc., dated March 15, 2019 (the "Agreement"), to extend the term of the Amended Agreement from March 15, 2022, to June 30, 2024, in the form attached hereto as the Exhibit to Agenda Item #12, and to take such reasonable and necessary actions to execute and **deliver any and all other reasonable and necessary documents in furtherance thereof.**

Motion by John Johnson, seconded by Judi Sheiffele.

Joe Salvatore answered questions from the board.

So VOTED.

13. Old Business

- (a) Announcement of request for applications for Round 3 of the Small Harbor Improvement Projects Program (SHIPP)

Joe Salvatore provided additional details on the upcoming request for applications. Applications will be due on July 1, 2022. The RFA will be posted to the Authority's website at www.ctportauthority.com/shipp.

14. New Business

None.

15. Adjournment

Motion to adjourn made by John Johnson, seconded by Mark Rolfe. Meeting adjourned at 1:23pm.