



NOTICE OF
SPECIAL MEETING OF
CONNECTICUT PORT AUTHORITY
BOARD OF DIRECTORS

**Tuesday, November 19, 2024
1:00 PM**

Location: VIRTUAL

Zoom link was provided

**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 Paul Whitescarver; Vice-Chair Grant Westerson; John Johnson; Gaffney Feskoe; Paul Hinsch; Kristin Urbach; Felix Reyes; Doug Dalena; Brian Thompson; Dave Pohorylo; Paul O. Robertson; David Kooris

Absent: Mayor Justin Elicker; Tom Patton; Tom Gill; Chuck Roman

CPA Staff/Other: Fayola Haynes; Eric Dussault; Laurie Epler; Jill Dowling-Moreno; Melissa Ferrucci and Tina Chokas (CohnReznick)

DRAFT MINUTES

1. Call to Order

Board Chair Paul Whitescarver called the meeting to order at 1:02pm.

2. Public Comment

None

3. Committee Updates

(Begins at 2:20 of the audio recording)

(a) Audit Compliance & Governance Committee

i. Presentation by the Authority's independent auditors CohnReznick

Melissa Ferrucci from the Authority's independent auditor CohnReznick presented an overview of the contents of the audit report for the fiscal year ended

June 30, 2024. She thanked the Connecticut Port Authority team including Fayola Haynes and Laurie Epler for all of their hard work, time and effort. She provided an overview of the reports, required communications, future considerations and upcoming GASBs. She noted that CohnReznick is issuing an unmodified or clean opinion with no findings noted and no management letter comments.

Finance Committee Co-Chair David Kooris noted that at the Joint Committee meeting this morning, greater detail was provided during the presentation by CohnReznick and that there were no significant issues. He noted there were some questions about the current accounting of OPEB since that was something new, and that the Finance Committee was pleased to recommend the audit report to the full Board for approval. Audit, Compliance and Governance Committee Co-Chair Paul Hinsch noted they were very pleased with the report.

ii. **Consideration and approval of a resolution authorizing acceptance of the FY2024 Independent Audit.**

(Begins at 8:45 of the audio recording)

Paul Whitescarver read the resolution.

RESOLVED, that the Board of Directors accepts and approves the FY2024 audit performed by CohnReznick, as recommended by the members of the Finance Committee and Audit, Compliance and Governance Committee at its joint meeting held on November 19, 2024 in the form attached as Exhibit to Agenda Item #3(a)ii. 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 the audit. A copy shall also be submitted to the State Auditors of Public Accounts.

Motion by John Johnson, seconded by Gaffney Feskoe. So, VOTED with NO opposed and NO abstentions.

Paul Whitescarver noted that CohnReznick complimented Fayola Haynes and Laurie Epler for their work with regards to the audit.

4. **Executive Session pursuant to Section 1-200(6)(A) of the General Statutes of Connecticut, for the purpose of discussing the hiring, performance and employment status of employees.**

(Begins at 10:43 of the audio recording)

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 of Directors present and voting, the Board hereby approves to enter into Executive Session for the purpose of discussing the hiring, performance and employment status of employees.

Motion by John Johnson, seconded by Grant Westerson. So, VOTED with NO opposed and NO abstentions.

Paul Whitescarver noted that staff would leave the meeting.

(Begins at 12:03 of the audio recording)

The Board returned from executive session. Paul Whitescarver noted that the Board discussed staffing matters and that no votes were taken in executive session. He noted that Eric Dussault has resigned to return to the commercial passenger maritime industry and noted that his last day

is Friday, November 22, 2024. He also noted that the Board made some decisions about how they want to proceed regarding the Executive Director search.

5. **Old Business**

None

6. **Adjournment**

(Begins at 13:39 of the audio recording)

Motion to adjourn made by John Johnson, seconded by Doug Dalena. Meeting adjourned at 2:25pm.