



NOTICE OF
REGULAR MEETING OF
CONNECTICUT PORT AUTHORITY
BOARD OF DIRECTORS

**Tuesday, December 17, 2024
12:30 PM**

**Location: Connecticut Port Authority
455 Boston Post Rd., Suite 204
Old Saybrook, CT 06475**

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; David Kooris; Paul Hinsch; Felix Reyes; Doug Dalena; Brian Thompson; Kristin Urbach; John Johnson; Tom Gill; Chuck Roman; Paul O. Robertson; Tom Patton; Gaffney Feskoe

Absent: Mayor Justin Elicker; Dave Pohorylo

CPA Staff/Other: Fayola Haynes; Laurie Epler; Jill Dowling-Moreno; Vin Falcigno (Risk Strategies/Gowrie Group)

DRAFT MINUTES

1. Call to Order

Board Chair Paul Whitescarver called the meeting to order at 12:33pm.

2. Approval of minutes of the October 15, 2024 Regular Meeting and November 19, 2024 Special Meeting of the Board of Directors

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

3. Public Comment

(Begins at 2:20 of the audio recording)

Public comment was made by: Kevin Blacker; Capt. Patrick Kennedy

Paul Whitescarver noted that Patrick Kennedy has attended meetings of the Connecticut Pilot Commission, and that the Commission is taking up a review of apprentice pilot qualifications.

4. Annual Public Hearing Update

(Begins at 10:20 of the audio recording)

Paul Whitescarver noted that the Authority held its Annual Public Hearing on December 10, 2024 at 5:00pm as a virtual meeting.

5. Finance Committee Update

(Begins at 10:50 of the audio recording)

David Kooris, Co-Chair of the Finance Committee along with Tom Patton, provided a brief overview of the Finance Committee meeting held on December 16, 2024. He noted that the Authority remains on track with revenue, and that expenditures are lower than budgeted given the position vacancies. He noted that with revenue coming in from the full operation of State Pier that the Authority remains in good financial shape.

David Kooris noted the one action item from the Finance Committee meeting that is before the full Board regarding the renewal of the Authority's Insurance Policy. He noted that Vin Falcigno from the Authority's insurance broker was in attendance to answer any questions. David Kooris noted that the recent State Audit noted that the binding of the insurance policy did not come to the full Board previously and that it is being brought to the full Board today to rectify that practice. He noted the recommendation from the Finance Committee that the full Board approve the insurance coverages and costs as articulated in the information provided to the Board.

(a) Insurance Policy

(Begins at 12:58 of the audio recording)

Paul Whitescarver introduced the item for consideration and approval of a resolution authorizing the Chairman of the Board, acting Executive Director, or Executive Director to execute and enter into that certain contract(s) for the cost of various insurance policies for Connecticut Port Authority with Risk Strategies/Gowrie Group in the amount not to exceed \$102,506.

RESOLVED, That the agreement with Risk Strategies/Gowrie Group for the cost of various insurance policies, for an amount not to exceed \$102,506, as further described in the Exhibit to Agenda Item #5a, is hereby approved, and the Chairman of the Board, acting Executive Director, or Executive Director, and any one of them, be and hereby is authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to negotiate, execute and deliver such agreement and all reasonable and necessary documents in furtherance thereof.

Motion by Tom Patton, seconded by Grant Westerson. So, VOTED with NO opposed and NO abstentions.

6. 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 15:04 of the audio recording)

Paul Whitescarver noted entering into Executive Session for the purpose of discussing personnel matters, specifically the Executive Director position.

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.

So, VOTED with NO opposed and NO abstentions.

Paul Whitescarver invited Jill Dowling-Moreno into Executive Session.

(Begins at 17:30 of the audio recording)

The Board returned from Executive Session. Paul Whitescarver introduced the item for consideration and approval of a resolution authorizing each of the Chairman and Vice-Chairman of the Board to execute the employment contract with the preferred candidate for the position of Executive Director.

RESOLVED, that each of the Chairman and Vice-Chairman of the Board, be and herby are individually authorized, empowered and directed, for and on behalf of the Connecticut Port Authority (the "Authority"), to execute and deliver an employment offer letter to Michael J. O'Connor for the position of Executive Director, in the form attached hereto as the Exhibit to Agenda Item #6, 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 John Johnson, seconded by Grant Westerson. So, VOTED with NO opposed and NO abstentions.

Paul Whitescarver introduced and welcomed Michael J. O'Connor. Michael O'Connor thanked the Board and provided brief remarks. Paul Whitescarver noted an anticipated start date prior to January 1, 2025.

7. **2024 Annual Operations and Projects Report**

(Begins at 19:28 of the audio recording)

Paul Whitescarver introduced the item.

(a) Consideration and approval of a resolution authorizing the submission of the 2024 Annual Operations and Projects Report pursuant to 15-31a(k) and 15- 31a(o).

RESOLVED, that the Chairman of the Board of Directors 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 #7a, and to deliver any and all other reasonable and necessary documents in furtherance thereof.

Motion by David Kooris, seconded by Grant Westerson. So, VOTED with NO opposed and NO abstentions.

8. **2025 Regular Meeting Schedule**

(Begins at 21:08 of the audio recording)

(a) Consideration and approval of a resolution authorizing adoption of the 2025 Board of Directors and Committee Meeting Schedule



2025 Regular Meeting Schedule

Appropriate notification of meeting time, location and/or any changes will be posted in advance on the Authority's website (www.ctportauthority.com) and on the State Agency Public Meeting Calendar (www.egov.ct.gov/PMC).

Board and Committee meetings are generally held on the third Tuesday of the month.

Board of Directors

January 21, 2025
March 18, 2025
May 20, 2025
July 15, 2025
September 16, 2025
October 21, 2025
December 16, 2025

Finance Committee

January 21, 2025
February 18, 2025
March 18, 2025
April 15, 2025
May 20, 2025
June 17, 2025
July 15, 2025
August 19, 2025
September 16, 2025
October 21, 2025
November 18, 2025
December 16, 2025

Audit, Compliance and Governance Committee

May 20, 2025
November 18, 2025

Human Resources Committee

January 21, 2025
April 15, 2025
July 15, 2025
October 21, 2025

RESOLVED, that the Board of Directors of the Authority authorizes the adoption of the 2025 Board and Committee Meeting Schedule, as described in the Exhibit to Agenda Item #8a, which will be posted publicly on its website and filed with the Secretary of the State.

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

9. **SHIPP Update**

(Begins at 22:08 of the audio recording)

Paul Whitescarver noted the SHIPP Round 4 list posted to the Authority's website. He noted that the State Bond Commission informed the Authority that it would not be taken up in December 2024 and anticipate it going before the Commission in the spring.

10. **State Pier Update**

(Begins at 22:30 of the audio recording)

Paul Whitescarver noted the brief provided to the southeastern Connecticut delegation regarding the two remaining items to be resolved between Kiewit and the Authority, the toe wall and south wall.

11. **AECOM Contract Extension**

(Begins at 23:15 of the audio recording)

Paul Whitescarver introduced the item for consideration and approval of a resolution authorizing the Chairman of the Board, acting Executive Director, or Executive Director to negotiate and enter into a Fifth Amendment to Construction Administrator's Contract for Design Phase and Construction Phase Services Agreement with AECOM Technical Services, Inc.

RESOLVED, that the Chairman of the Board, acting Executive Director, or Executive Director, and any one of them, be and hereby is authorized, empowered and directed, for and on behalf of the Connecticut Port Authority (the "Authority"), to negotiate and enter into a Fifth Amendment to Construction Administrator's Contract for Design Phase and Construction Phase Services Agreement (the "Agreement") by and between the Authority and AECOM Technical Services, Inc. in the form attached hereto as the Exhibit to Agenda Item #11, and to take such reasonable and necessary actions and negotiate, execute and deliver any and all other reasonable and necessary documents in furtherance thereof.

Motion by Tom Patton, seconded by Tom Gill. So, VOTED with NO opposed and NO abstentions.

12. **Old Business**

None

13. **New Business**

None

14. **Adjournment**

(Begins at 25:55 of the audio recording)

Motion to adjourn made by John Johnson, seconded by Felix Reyes. Meeting adjourned at 1:17pm.