

MINUTES

CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY BOARD OF DIRECTORS MEETING Thursday, October 11, 2018

The regular Meeting of the Cleveland-Cuyahoga County Port Authority Board of Directors was held at the Port of Cleveland Conference Center, 1100 W. 9th Street – Suite 100, Cleveland, Ohio on Thursday, October 11, 2018. The meeting was called to order by Chairman Darrell McNair at 8:31 a.m. Attendance by roll call showed the following:

PRESENT

Darrell McNair, Chair
Jan Roller, Vice-Chair
Pat Ramsey, Secretary
Harriett Applegate
J. Stefan Holmes
Paul Hoogenboom
Robert Smith
David Wondolowski

VIA TELEPHONE

ABSENT & EXCUSED

Chris Ronayne

ALSO PRESENT

D. Gutheil, Chief Commercial Officer
C. Naso, Chief Financial Officer
M. Rivalsky, Controller
R. Snipes, Senior Accountant
N. LaPointe, Director, Planning & Capital Development
M. Freilino, Manager, Executive & Administrative Operations
R. Bever, Director of Finance
G. Woodson, Director, Development Finance & Inclusion
L. Sternheimer, Director, Urban Planning & Engagement
L. Bohinc, Finance Coordinator
J. Magyar, Director, Operations & Facilities
J. Davis, VP, External Affairs
D. Wilcox, Climaco, Wilcox, Peca, & Garofoli Co., L.P.A
P. Ritzert, Climaco, Wilcox, Peca, & Garofoli Co., L.P.A
M. Jarboe, The Plain Dealer
P. Ansel, Huntington
R. Flanagan, Langan Engineering
H. Homae, KS Associates
M. Cencer, KS Associates
I. MacDougall, Walter Haverfield
M. Ciammaichella, Ruhlin
J. Angel, Ruhlin
T. Hill, Ruhlin
M. Fisher, PNC
E. Kogelshatz, Shark & Minnow

APPROVAL OF MINUTES

The minutes of the Board of Directors meetings of September 13, 2018 were presented for approval by the Board, copies having been delivered in advance to all Directors. On motion by Director Smith, seconded by Director Ramsey and unanimously carried, the Board minutes of September 13, 2018 were approved.

PUBLIC COMMENT PERIOD

Chairman McNair then opened the floor for public comment related to agenda items. There being no public comment, he proceeded with the agenda.

REAL ESTATE & DEVELOPMENT FINANCE COMMITTEE

Agenda Item 4(B)(1)(a) – 2015 Project – Cleveland Clinic Holiday Inn

Ms. Rhonda Bever addressed the Board of Directors and referred to page 7 of the Board Agenda.

On motion by Director Hoogenboom, seconded by Director Wondolowski, and unanimously carried,

RESOLUTION NO. 2018-24

was approved. The resolution in its full text is incorporated into the Resolution Journal of the Port Authority.

Director Roller asked what additional projects are in the pipeline. Ms. Bever replied yes, there are a healthy amount of projects in the pipeline for more than one year. Beyond 2019 it's difficult to predict.

MARITIME COMMITTEE

Agenda Item 4(B)(2)(a) – Cleveland Bulk Terminal Maritime Infrastructure Rehabilitation Project Capital Authorization & Construction Contract Authorization

Mr. Nicholas LaPointe addressed the Board of Directors and referred to a presentation attached hereto as "**Exhibit A**" (slides 1-9). Director Holmes asked about the anticipated completion date of the project. Mr. LaPointe replied anticipated completion is June 2019. Director Roller asked when the existing system was installed. Mr. LaPointe replied it was installed in the 1940's. The anticipated life of a bulkhead in the Great Lakes is approximately 60 years, therefore the current infrastructure is definitely showing its age. Director Ramsey asked whether minority workforce participation is being monitored. Mr. LaPointe replied yes, the Ohio Department of Transportation (ODOT) established the goals for the project and the Port must be in compliance with all State and Federal requirements related to MBE/FBE and prevailing wage. Director Ramsey asked whether local suppliers are being used for the steel related to the project. Mr. LaPointe replied the steel being used is all American sourced product. Chairman McNair asked how the grant funding works. Mr. LaPointe replied the Port will get reimbursed through ODOT. Director Roller asked how many workers are anticipated to contribute to the project. Mr. Ciammaichella replied there will likely be 20-30 people.

On motion by Director Holmes, seconded by Director Ramsey, and unanimously carried,

RESOLUTION NO. 2018-25

A RESOLUTION AUTHORIZING AND APPROVING THE PORT AUTHORITY TO EXPAND FUNDS FOR THE CLEVELAND BULK TERMINAL MARITIME INFRASTRUCTURE REHABILITATION PROJECT IN THE REVISED AMOUNT NOT TO EXCEED \$10,168,218.00, WHICH INCLUDES \$1,173,028.40 OF PORT AUTHORITY CONTINGENCY. AMOUNTS ARE TO BE PAID FROM FUNDS PREVIOUSLY ALLOCATED AND SPENT FROM THE FY 2017 CAPITAL BUDGET, AND AMOUNTS TO BE INCLUDED IN THE 2019 CAPITAL BUDGET

was approved. The resolution in its full text is incorporated into the Resolution Journal of the Port Authority.

Director Holmes commended the work on the project and stated the true test will be whether it will be complete on time and on budget. Director Roller asked Mr. Ciammaichella to provide a brief overview of the Ruhlin Company. Mr. Ciammaichella addressed the Board and stated that Ruhlin was founded in 1950 in Medina County. The company is employee owned and specializes in building work and heavy highway construction. Chairman McNair asked whether the Ruhlin Company has consistently hit diversity and inclusion targets and goals set by ODOT and others. Mr. Ciammaichella stated Ruhlin has always met or exceeded goals and strives for diversity in its hiring.

On motion by Director Hoogenboom, seconded by Director Applegate, and unanimously carried,

RESOLUTION NO. 2018-26

A RESOLUTION AUTHORIZING AND APPROVING THE PORT AUTHORITY TO ENTER INTO A CONTRACT WITH THE RUHLIN COMPANY FOR AN AMOUNT NOT TO EXCEED \$8,993,217.71, INCLUDING \$1,173,028.40 OF PORT AUTHORITY CONTROLLED CONTINGENCY, AND AUTHORIZING THE EXPENDITURE OF FUNDS FROM MONIES THAT HAVE BEEN APPROPRIATED IN THE FY 2018 CAPITAL BUDGET AND FUNDS TO BE INCLUDED IN THE 2019 CAPITAL BUDGET

was approved. The resolution in its full text is incorporated into the Resolution Journal of the Port Authority.

MARITIME COMMITTEE

Agenda Item 4(B)(2)(b) – Port of Cleveland’s Sediment Processing & Management Facility Phase 3 Reconfiguration & Site Improvement Second Authorization to Increase Project Budget

Mr. Nicholas LaPointe addressed the Board of Directors and referred to a presentation attached hereto as “**Exhibit A**” (slides 10-18). Director Roller asked whether the matter has been resolved with the City or if access is temporary. Mr. LaPointe replied that a memorandum of understanding was signed granting the Port access, however long term operation specifics have not been determined. Director Roller asked Chairman McNair whether there will be any question of recouping costs incurred. Chairman McNair replied costs will be passed on to the operators and costs will be recouped. Director Ramsey asked whether any additional funds will be needed beyond the current ask. Mr. LaPointe replied that he believes the \$4M should bring the project through completion.

On motion by Director Smith, seconded by Director Holmes, and unanimously carried,

RESOLUTION NO. 2018-27

A RESOLUTION APPROVING AN INCREASE IN THE AUTHORIZED CONTRACT AMOUNT WITH INDEPENDENCE EXCAVATING FROM AN AMOUNT NOT TO EXCEED \$3,616,000.00 TO AN AMOUNT NOT TO EXCEED \$4,000,000.00 FOR THE PURPOSE OF RECONFIGURING THE PORT AUTHORITY’S SEDIMENT PROCESSING & MANAGEMENT FACILITY TO INCREASE THE BENEFICIAL REUSE THROUGHPUT CAPACITY AND CREATE MECHANICAL STORAGE CAPACITY THROUGH 2020.

was approved. The resolution in its full text is incorporated into the Resolution Journal of the Port Authority.

MARITIME COMMITTEE

Agenda Item 4(B)(2)(c) – Maritime Update

Mr. Gutheil addressed the Board and referred to a presentation attached hereto as “**Exhibit A**” (slides 18-20). Referring to the cruise ship service, Director Holmes cautioned the Port about increasing fees. He noted that the Port needs to remain marketable and affordable for cruise ships and passengers. Director Roller noted that the cruising industry is a wonderful way to market Cleveland and asked about disembarking procedures of passengers. Mr. Gutheil replied passengers come off in groups, and clear customs in a temporary facility, and move directly onto busses or trolleys.

BUDGET & ADMINISTRATION COMMITTEE

Agenda Item 4(B)(3)(a) – Workforce, Inclusion, Equity & Wages Policy

Mr. Carl Naso addressed the Board and referred to a presentation attached hereto as “**Exhibit B**”. Chairman McNair noted that Board comments from the last meeting have been incorporated into the policy. Additional details regarding roll-out specifics will be completed once the policy is approved. Director Wondolowski encouraged incorporating the Fannie Lewis law into the policy. Director Hoogenboom requested a more detailed discussion at the next Board Meeting. Director Roller asked whether Director Wondolowski was suggesting changing the language in the document. Director Wondolowski replied that in the implementation process the Board can incorporate a low income component, a component including veterans and specific numbers for each group identified.

On motion by Director Wondolowski, seconded by Director Roller, and unanimously carried,

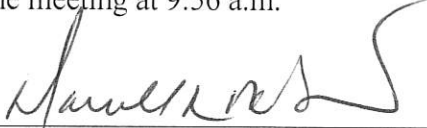
RESOLUTION NO. 2018-28

A RESOLUTION ADOPTING AND APPROVING PORT
AUTHORITY POLICIES PERTAINING TO INCLUSION, WAGES
AND ACCESS TO JOBS AND APPROPRIATING FUNDS FOR THE
ESTABLISHMENT OF A PORT COMMUNITY INVESTMENT
FUND


was approved. The resolution in its full text is incorporated into the Resolution Journal of the Port Authority.

PUBLIC COMMENT PERIOD – Non-Agenda items

There being no public comment, Chairman McNair adjourned the meeting at 9:56 a.m.



CHAIR



SECRETARY