

# OCEAN HIGHWAY PORT AUTHORITY

NASSAU COUNTY

## AGENDA

Wednesday, January 10, 2018

6:00 P.M. – Regular Monthly Meeting

County Commission Chambers

James Page Governmental Complex

Yulee, Florida

**6:00 P. M. – Meeting Called to Order –Chairman**

**Invocation**

**Pledge of Allegiance**

**Roll Call- Robert Sturgess, District 1; Danny Fullwood, District 2, Adam Salzburg, District 3;**

**Carrol Franklin, District 4; Lissa Braddock, District 5**

**Comments-Audience** (Those who would like to comment on agenda items-sign in sheets on the Press Table)

**Comments** – Those that have requested to have items addressed which they turned in prior to the monthly meeting

### **1. Approval of Minutes**

December 13, 2017 – Monthly Meeting

### **2. Consent Items**

### **3. Secretary / Treasurer Report**

- December Expenses
- Account Summary

### **4. Report by Pierre LaPorte – Accountant**

**5. Report of Clyde W. Davis, Legal Counsel**

- Attorney's Report

**6. Laura DiBella**

- Port Director Update
- Economic Update

**7. Port of Fernandina Report**

- Port Operations & Commercial Report
- Port Projects Update

**8. Old Business**

**9. New Business**

- Committee Reports from Commissioners
  - Port Security – Commissioner Salzburg
  - Custom's House – Commissioner Franklin
  - Economic Development – Commissioner Fullwood
  - Emergency Management – Commissioner Franklin
  - Technical Coordinating Committee – Commissioner Franklin
  - TPO – Commissioner Salzburg
  - AIFBY Chamber – Commissioner Sturgess
  - Greater Nassau Chamber – Commissioner Braddock

**10. Administrative Office Manager Report**

**11. Other items to be brought by Commissioners**

**12. Adjourn**

# Ocean Highway & Port Authority

Robert Sturgess - Sec/Treasurer, District 1  
Danny Fullwood- Commissioner, District 2  
Adam Salzburg - Chairman, District 3  
Carrol Franklin - Vice Chairman, District 4  
Lissa Braddock - Commissioner, District 5

## Minutes

December 13, 2017

The Ocean Highway and Port Authority of Nassau County held their regular monthly meeting on Wednesday, December 13, 2017, in the County Commission Chambers at the James Page Governmental Complex, Yulee, Florida.

The meeting was called to order at 6:00 P. M. by Chairman Salzburg.

The invocation was given by Commissioner Fullwood and the Pledge of Allegiance was led by Chairman Salzburg. Roll call was conducted by Ms. Cason. All Commissioners were present. Also present was Ms. Cason, Administrative Office Manager, Mr. Clyde Davis, Attorney for the Board, Mr. Pierre LaPorte, accountant for the Board, and Ms. Laura DiBella, Port Director.

Chairman Salzburg welcomed those in the audience and thanked them for attending this meeting.

Chairman Salzburg asked Ms. Cason if anyone had signed up to speak. Ms. Cason stated no.

Chairman Salzburg then moved to the minutes for approval from the November 8, 2017 Monthly Meeting and the November 29, 2017, Special Meeting. **Motion by Commissioner Franklin to approve the Minutes from the November 8, 2017 Monthly Meeting and the November 29, 2017 Special Meeting as submitted. Motion was seconded by Commissioner Fullwood. Motion was unanimously approved.**

Chairman Salzburg then moved to the consent agenda items stating that we have received three Joint Written Requests which came in after the books were put

together. He then asked Ms. Cason to review these with the Board. Ms. Cason reviewed the Joint Written requests as follows:

Joint Written Request- JP Morgan - \$2,906.25 – Bond remarketing fees

Joint Written Request – Hal Jones Contractor, Inc. - 1st payment on Fender Project

Joint Written Request – Kinder Morgan - \$162,327.30 – Letter of Credit Fees

The Board then had a brief discussion on these requests.

**Motion by Commissioner Fullwood to approve the following Joint Written Requests:**

Joint Written Request- JP Morgan - \$2,906.25 – Bond remarketing fees

Joint Written Request – Hal Jones Contractor, Inc. - \$34,060.00 - First payment on Fender Project

Joint Written Request – Kinder Morgan - \$162,327.30 – Letter of Credit Fees

**Motion was seconded by Commissioner Franklin. Motion was unanimously approved.**

Chairman Salzburg then moved to the Secretary/Treasurer's Report for October, 2017.

Commissioner Braddock then reviewed the Treasurer's Report for November. She stated that the water bill is still a little high for the Customs House and that Commissioner Franklin is checking on this. Chairman Salzburg then reviewed the account balances.

Chairman Salzburg then recognized Mr. LaPorte for his report.

Mr. LaPorte stated that the auditors would be here the week of January 29<sup>th</sup> and if any of the Commissioners would like to meet with them to let him know and

he would schedule an appointment. There were no questions from the Board for Mr. LaPorte.

Chairman Salzburg then recognized Attorney Davis for his report.

Attorney Davis thanked Mr. LaPorte for meeting with World Wide. He then stated that the Board did have his Attorney Report. Attorney Davis then moved to the notebooks he had put together regarding the actions needed by the Board regarding the sale of Nassau Terminals to World Wide and defeasance of the bond issue. Attorney Davis went through the outline of the process and the Resolutions that needed to be considered by the Board. He explained that the Board had approved Resolution 2017-10. Attorney Davis then moved to 2017-11 explaining that he is not an expert in this area however this has been a learning experience for him. Chairman Salzburg then read the caption for Resolution 2017-11 –A RESOLUTION OF THE OCEAN HIGHWAY AND PORT AUTHORITY OF NASSAU COUNTY, FLORIDA, REGARDING DEFEASANCE OF THE EXISTING BOND DEBT INCURRED FOR THE PORT INFRASTRUCTURE FOR THE PORT OF FERNANDINA, AND HAVING AN EFFECTIVE DATE:. Attorney Davis stated that this gives the Chairman and Secretary the authority to execute documents necessary to the transaction. **Motion by Commissioner Franklin to approve Resolution 2017-11. Motion was seconded by Commissioner Fullwood.** Chairman Salzburg asked if the Board had any questions. Attorney Davis stated that he would be completing documents for the Board's Bond Counsel. Commissioner Sturgess asked if there is an end date. Attorney Davis stated that once approved then the 30 day clock begins ticking which means the Resolution would cancel in January. **Motion was unanimously approved.** Attorney Davis then moved to the Joint Written Request that would move the entirety of the Reserve Account to the Bond Redemption Account to be used to pay off the bonds. **Motion by Commissioner Fullwood to approve the Joint Written Request to transfer to the Redemption Fund the entire amount in the Reserve Account. Motion was seconded by Commissioner Franklin. Motion was unanimously approved.**

Attorney Davis then moved to Resolution 2017-12. He then read the caption. **RESOLUTION NUMBER 2017-12 –AN EMERGENCY RESOLUTION OF THE OCEAN HIGHWAY AND PORT AUTHORITY**

**OF NASSAU COUNTY, FLORIDA, REGARDING DEPOSIT OF FUNDS RESULTING FROM THE DEFEASANCE OF THE EXISTING BOND DEBT INCURRED FOR PORT INFRASTRUCTURE FOR THE PORT OF FERNANDINA, AND HAVING AN EFFECTIVE DATE:.** Attorney Davis stated this gives the Chairman and Secretary the ability to establish these accounts at First Federal Bank of Florida in Fernandina. Attorney Davis stated that later he would recommend the Board do an RFP regarding banking services. Chairman Salzburg then asked the Board for a motion to approve. **Motion by Commissioner Fullwood to approve Resolution number 2017-12. Motion was seconded by Commissioner Braddock. Motion was unanimously approved.**

Attorney Davis then moved to a Joint Written Request, which requests the Bank of New York to return to the Ocean Highway and Port Authority the remaining funds in the Revenue Fund Account - #607277 – 23,056.52, Surplus Fund Account -#607283- \$63,056.52 and the Maintenance Fund Account - #607276- \$217,915.52. These figures reflect totals after subtracting the figures in the Joint Written Requests which were approved earlier this evening. **Motion by Commissioner Franklin to approve this Joint Written Request. Motion was seconded by Commissioner Fullwood. Motion was unanimously approved.**

Attorney Davis then moved to **RESOLUTION NUMBER 2017-13 – AN EMERGENCY RESOLUTION OF THE OCEAN HIGHWAY AND PORT AUTHORITY OF NASSAU COUNTY, FLORIDA, REGARDING EMPLOYMENT OF BOND COUNSEL IN CONNECTION WITH THE DEFEASANCE OF THE EXISTING BOND DEBT INCURRED FOR PORT INFRASTRUCTURE FOR THE PORT OF FERNANDINA, ENCUMBERING FUNDS AND AMENDING THE BUDGET IN CONFORMITY THEREWITH, AND HAVING AN EFFECTIVE DATE:.** Attorney Davis stated again that he is not an expert in bond issues therefore he had reached out to three firms to provide this service due to lack of time. He reported that the firm of Broad & Cassel has provided a fee for the Defeasance Opinion Letter along with an hourly fee for Mr. Joseph B. Stanton and support staff. Attorney Davis stated that the fees should not exceed \$14,500.00 and reported that by email that the Buyer and Seller of Nassau Terminals have agreed to cover this cost. He recommended that the Board approve this Resolution which allows the Chairman and Secretary to sign the engagement letter. Commissioner Sturgess that

he felt the rates were reasonable per his contact with another attorney. Chairman Salzburg then read the caption of Resolution 2017-13 and asked the Board's pleasure. **Motion by Commissioner Fullwood to approve Resolution Number 2017-13. Motion was seconded by Commissioner Franklin. Motion was unanimously approved.** Commissioner Sturgess then asked what are World Wide Terminals Fernandina plans for business. Attorney Davis stated that he feels that the firm will have quicker responses to businesses interested in using our Port due to having management on site and this will be their only Port. He further stated he felt that they would work on exports and imports. Commissioner Franklin agreed that he felt this will be better for the Port. Attorney Davis then advised the Board that if the sale goes through he will prepare a bill for the Board on the time he has spent on this project. Commissioner Fullwood stated that he is leery of potential cargo. Attorney Davis stated that he did not feel this would be a problem.

Chairman Salzburg then recognized Ms. DiBella for her report.

Ms. DiBella reported the following: The Seaport Mission Plan has been sent in regarding projects for the next five years, she is working with the Terminal Manager regarding an upgrade of the lighting at the Port, she has had discussions with a new lumber operator regarding new business, Chairman Salzburg to report on the end of the year meeting with FDOT, she plans to attend the AAPA conference on 1/30-31 regarding free trade and also the Ports Council meeting scheduled for 1/31 and 2/1, leak at the Guard checkpoint roof. She also reported that she is working with two new manufacturers interested in moving to the County. She reminded the Board about the sale of 1300 acres at Crawford Diamond to FPL and currently she does not know what they plan to do there.

Chairman Salzburg then recessed the meeting at 7:13 for Ms. Cason to change the recording disk. Chairman Salzburg reconvened the meeting at 7:16.

Chairman Salzburg stated that Mr. DuBose could not be here this evening and he will review the reports provided.

He then reviewed the tonnage report for November. Chairman Salzburg stated that the total tonnage for the month of November was 18,777 tons which brings the year to date tonnage to 262,372 tons. He then reported that there were 5

vessel calls 10 dockage days, railcars- 188 and an average of 20 trucks per working day.

Chairman Salzburg reported that the revenue for November was \$101,718 and year to date revenue is \$1,438,126. He then reported the account balances as follows: revenue fund- \$1,347,404, Interest Fund- 0 and Redemption Fund - \$10, which brings the total to \$1,347,414. Chairman Salzburg then moved to the Maintenance Trust Account and stated revenues into the account were \$5,086.00 which included the monthly transfer of \$5,000 and interest income of \$86.00 and there were no expenses. The total in the Maintenance Trust Account is \$246,885.00

Chairman Salzburg then moved to Old Business. There was none to discuss.

Chairman Salzburg then moved to Committee Reports.

Port Security –Chairman Salzburg stated that there was nothing new to report at this time.

Custom's House –Vice Chairman Franklin reviewed a letter from GSA regarding the landscaping at the Customs House and stated he would contact Trim All regarding this and also check on the water being used to see if there is another leak.

Economic Development – Commissioner Fullwood stated Ms. DiBella had reported on this earlier.

Emergency Management – Commissioner Franklin stated that he had nothing to report at this time. Chairman Salzburg stated that he may want to go by and meet with Martha to get an overview of what is addressed at the meetings.

TCC – Commissioner Franklin reported that he attended the meeting and a new Chairman was appointed and they also reviewed Duval County projects. He informed the Board that the next meeting is February 7, 2018.

TPO- Chairman Salzburg stated that at the meeting is tomorrow.

Chamber News – Commissioner Sturgess reported he would be attending a lunch tomorrow. Vice Chairman Franklin stated that he attended the last meeting and



they discussed exercising and that the next meeting is tomorrow at the Pig in Callahan. Commissioner Braddock stated that she plans to attend.

Chairman Salzburg stated that Ms. Cason's report is in the meeting book and asked if the Board had any questions. There were no questions.

Chairman Salzburg then asked if there were other items to be brought by before the Board. Chairman Salzburg stated that he is working with the new Chairman of the Port Director Committee and he should have additional information at the next meeting.

Chairman Salzburg stated that if there were no other comments the meeting stands adjourned at 7:31 P.M.

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Adam Salzburg

Chairman

**NASSAU COUNTY OCEAN HIGHWAY & PORT AUTHORITY**

Treasurers Report - December 2017

	Dec	YTD ACTUAL	BUDGET 2017-2018	Oct	Nov
<b>INCOME</b>					
Nassau Terminal Annual Fee	0.00	86,281.15	86,340.92	86,281.15	0.00
Grants	0.00	0.00	0.00	0.00	0.00
Electric Cogeneration	0.00	0.00	0.00	0.00	0.00
Other Income	0.00	0.00	0.00	0.00	0.00
JWR Drawdown	0.00	0.00	0.00	0.00	0.00
Cash CarryForward - MM	0.00	2,614.66	3,000.00	2,614.66	0.00
Cash CarryForward - MM Special Account	0.00	33,746.73	33,740.02	33,746.73	0.00
Operating Cash Carry Forward	0.00	1,250.85	294.00	1,250.85	0.00
Interest	11.77	20.49	20.00	0.00	8.72
<b>TOTAL INCOME</b>	<b>11.77</b>	<b>123,913.88</b>	<b>123,394.94</b>	<b>123,893.39</b>	<b>8.72</b>
<b>COMMISSION DIRECT</b>					
Salaries - Commissioners	5,000.00	15,000.00	60,000.00	5,000.00	5,000.00
Payroll Taxes	361.50	1,126.50	5,576.00	382.50	382.50
Unemployment	0.00	15.02	75.00	0.00	15.02
Conferences & Travel	0.00	0.00	1,000.00	0.00	0.00
Insurance	100.00	100.00	102.00	0.00	0.00
Salaries - Board Attorney	1,250.00	3,750.00	15,000.00	1,250.00	1,250.00
<b>TOTAL COMMISSION DIRECT</b>	<b>6,711.50</b>	<b>19,991.52</b>	<b>81,753.00</b>	<b>6,632.50</b>	<b>6,647.52</b>
<b>COMMISSION OPERATION</b>					
Salaries- Accountant	750.00	2,250.00	9,000.00	750.00	750.00
Salaries - Office Administrator	1,083.33	3,249.99	13,000.00	1,083.33	1,083.33
Expenses - Office Administrator	25.82	90.51	2,500.00	16.27	48.42
Travel - Office Administrator	34.02	108.00	1,000.00	44.82	29.16
<b>TOTAL COMMISSION OPERATION</b>	<b>1,893.17</b>	<b>5,698.50</b>	<b>25,500.00</b>	<b>1,894.42</b>	<b>1,910.91</b>
<b>COMMISSION DISCRETIONARY</b>					
Dept. of Revenue (Special Dist. Fee)	0.00	175.00	175.00	175.00	0.00
TPO - Membership	0.00	1,217.00	1,217.00	1,217.00	0.00
GNCCC-Membership	0.00	0.00	250.00	0.00	0.00
AIFBY Chanber	0.00	280.00	280.00	280.00	0.00
FMX	0.00	0.00	0.00	0.00	0.00
Advertisement	0.00	0.00	500.00	0.00	0.00
Special Meeting - Court Reporter	0.00	519.75	0.00	0.00	519.75
Web Site	0.00	0.00	2,500.00	0.00	0.00
Awards & Presentations	0.00	87.00	120.00	0.00	87.00
Nassau Cty Economic Dev Board	0.00	0.00	2,500.00	0.00	0.00
Discretionary	8.75	28.00	100.00	8.75	10.50
<b>TOTAL COMMISSION DISCRETIONARY</b>	<b>8.75</b>	<b>2,306.75</b>	<b>7,642.00</b>	<b>1,680.75</b>	<b>617.25</b>
<b>CUSTOMS HOUSE</b>					
GSA - Customs House - RENTAL INCOME	-2,258.90	-\$6,776.70	-27,106.80	-2,258.90	-2,258.90
Bug Out Pest Control	0.00	50.00	300.00	25.00	25.00
River Pest Control Termite Bond	0.00	290.00	290.00	290.00	0.00
Bug Out Termite Bond	0.00	225.00	225.00	225.00	0.00
Mike's Lawn Service	100.00	100.00	1,440.00	0.00	0.00
Raysor Cleaning Service	280.00	840.00	3,660.00	280.00	280.00
City of Fernandina Beach (Water)	149.32	525.32	1,500.00	223.50	152.50
Florida Public Utilities (Electric)	197.59	743.80	5,000.00	285.92	260.29
Maintenance	0.00	0.00	8,223.00	0.00	0.00
<b>TOTAL CUSTOMS HOUSE</b>	<b>-1,531.99</b>	<b>-4,002.58</b>	<b>-6,468.80</b>	<b>-929.48</b>	<b>-1,541.11</b>
<b>TOTAL EXPENSES</b>	<b>7,081.43</b>	<b>23,994.19</b>	<b>108,426.20</b>	<b>9,278.19</b>	<b>7,634.57</b>
<b>Net Increase(decrease) in Funds</b>	<b>-7,069.66</b>	<b>62,307.45</b>	<b>-31,125.77</b>	<b>114,615.20</b>	<b>-7,625.85</b>

OCEAN HIGHWAY & PORT AUTHORITY  
BANK ACCOUNTS SUMMARY

ACCOUNT Balances as of December 31, 2017

1ST FEDERAL - \*\*\*\*3328 \$1,947.92

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1ST FED PPORT PROJECT ACCOUNT \$0.00

1ST FED. MMA SPECIAL - \*\*\*\*1552 \$23,590.35

1ST FED. MMA-OPERAT. - \*\*\*\*3310 \$74,207.93

1ST FED. ADMIN -6714 \$252.54

This is an unaudited report of funds in each account

**ADMINISTRATIVE OFFICE MANAGER'S REPORT**  
**December, 2017**

Hours Worked –60 hours

Miles driven for OHPA purposes – 107

Banks accounts reconciled with statements for November.

All December invoices paid and entered into Quick Books.

Completed meeting agendas (posted on website and at office, County Building) along with meeting materials on the website and Commissioner's meeting packet for the monthly meeting.

Posted Notice of Gatherings- 0

Attended the Monthly Meeting

Minutes completed for the Monthly Meeting

Filing up to date

Scanned and indexed minutes.

Quick Books stick to Pierre for Treasurer's Report

Public records requests received – 1

Worked on sale of Nassau Terminals as needed

**January**

Complete January minutes for all meetings

Attend all scheduled meetings for January.

Pay all invoices that come in for January, enter into Quick Books and provide Pierre information for Treasurer's report . Financial book to Pierre for quarterly financial report.

Reconcile bank statements for December.

Continue scanning and indexing of minutes; work on records retention program as time allows

Process all public records requests received

Provide information as needed related to the possible sale of Nassau Terminals

	A	B	C	F	G	H
1	Joanna R. Casen			MONTHLY MILEAGE FORM		
2	December, 2017					
3						
4	DATE	TRAVEL TO		MILES		
5	12/1/17	Pierre		7		
6	12/6/17	County Bldg		3		
7	12/7/17	Adam, Pierre, UPS Bank		21		
8	12/8/17	Clyde, Fullwood, Pierre, Post office		19		
9	12/12/17	FF Bank, Nassau Terminals		14		
10	12/13/17	County Building		6		
11	12/14/17	Clyde		11		
12	12/19/17	Adam, Pierre, Ferrieres Ins.		19		
13	12/29/17	Pierre		7		
14				107 x .54 = \$57.78		
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