

Ocean Highway & Port Authority

Robert Sturgess – Chairman, Commissioner, District 1
Danny Fullwood – Vice Chairman, Commissioner, District 2
Scott Hanna – Commissioner, District 3
Carroll Franklin – Secretary/Treasurer, District 4
Mike Cole – District 5

Monthly Meeting Minutes

June 12, 2019

The Ocean Highway and Port Authority of Nassau County held its Monthly Meeting on Wednesday, June 12, 2019 in the County Commissioners Chambers at the James S. Page Government Complex, 96135 Nassau Place, Yulee, Florida 32097.

The meeting was called to order at 6:03 PM by Chairman Sturgess.

The invocation was given and Pledge of Allegiance was led by Commissioner Hanna. Roll call was conducted by Ms. Barbara Amergian. All Commissioners were present. Also in attendance was Jeb Branham, Port Attorney; Laura DiBella, Port Director, Pierre LaPorte, Port Accountant; and Chris Ragucci, Port Operator.

Commissioner Cole made the motion to accept the May 8, 2019 Monthly Meeting minutes with correction. There was no discussion. Motion passed unanimously.

Chairman Sturgess recognized Shyam Reedy, Chief Administrative Officer with BlueLinx Corporation, 1950 Spectrum Circle, Marietta GA. Mr. Reedy presented his report supporting BlueLinx's request to correct the omission of a landlocked strip in the middle of the warehouse facility at 86554 Gene Lessere Boulevard in Yulee; the title to that strip remains in the OHPA name. Mr. Reedy included an Indemnity Agreement that Mr. Reedy will sign that holds the Commissioners and the OHPA harmless of any future issues.

Commissioner Franklin made the motion to accept the Indemnity Agreement and the Quitclaim Deed from ABP FL (Yulee) LLC. The motion was seconded by Commissioner Fullwood. Motion passed unanimously.

Wade Sansbury from Mauldin & Jenkins attended the meeting and presented the Audited 2017-2018 Annual Financial Report. Mr. Sansbury offered his opinion that the operations and staff are doing a good job from a reporting and internal controls standpoint.

Pierre LaPorte, Port Accountant, presented the May 2019 Financials. There was discussion about the timing of the monthly financial reports and providing extra copies to the public at the meeting. There was discussion regarding the July 2, 2019 PILOT payment of \$50,000 to the City of Fernandina Beach. Commissioner Fullwood thought the payments had ended in 2018. Attorney Branham will research the ending date for the PILOT payment. Mr. LaPorte asked the Board for any budget input as he will be presenting the first draft at the July meeting. Commissioner Franklin asked about the potential pay off timing of the bridge loan with BB&T. Mr. LaPorte indicated that as soon as the final invoices are received, the FDOT reimbursement will be submitted and that reimbursement will go directly to pay down the loan. Additionally, the \$5,000 a month maintenance fee will go to the debit of the bridge loan.

Jeb Branham, Port Attorney, presented his monthly report. Attorney Branham reported that the bond conduit-issued bonds have been successfully closed. He also informed the Commissioners that the July 9, 2019 workshop scheduled with the City of Fernandina has been removed from the City's meeting calendar.

Laura DiBella, Port Director, presented her report.

- Ms. DiBella informed the Commissioners that she met with Doug Wheeler, President of the Florida Ports Council. He toured the port and met with Chris Ragucci. There is \$600-700,000 available in unclaimed FSTED funds.
- Two FSTED grants (1938-berth and wharf improvements and 1943-warehouse) have been signed and are ready to move ahead.
- Next week is the FSTED deadline for new projects - \$25m to split amongst all ports. There are either 50/50 or 75/25 matches.
- The FSTED Port Security Grant deadline is August 2nd with \$2m to split amongst ports. There will be more discussion on the project.
- The Jax Business Journal is doing a spread on the Port and will be visiting the Port on June 14, 2019 at 10 AM.
- Ms. DiBella is attending a meeting with Senator Rick Scott on June 17, 2019.
- Coast Guard change of command in south Florida. She will plan on attending.
- History of the Port project is working towards completion.
- There are some anticipated changes to the Economic Development as well as some deals in the pipeline that have impact for the Port.

Rick Ferrin from TranSystems presented two items; the draft of the continuing services contract and the amendment agreement for an additional \$73,000.

- The draft of the continuing services contract for planning and engineering is at the discretion of the Port, for any professional services under \$200,000.
- The amendment is to the existing contract to add design and specification of the repairs to the ramp and main wharf repair for \$73,000. TranSystems will provide design package for the bid process.
- TranSystems completed a feasibility study for the bond offering. This study can be used as part of the Master Plan. Mr. Ferrin presented the possibility that the amount that was spent by Worldwide for this study can be used as the company match for the Master Plan grant.

Attorney Branham raised concerns with the June 1, 2019 contract, citing the FL statute 287.0.5.5- Consultants Competitive Negotiation Act – the cost of underlying construction will not

exceed \$350,000 will require a competitive bid. Mr. Ferrin stated that the structural engineer stated the estimated costs would be between \$300-350,000. Chairman Sturgess asked for assurance that the costs would not exceed \$325,000 and Mr. Ferrin agreed to supply that.

Chairman Commissioner Hanna made the motion to authorize Chairman Sturgess to execute the agreement contingent upon receiving assurance that the cost of the project should not exceed \$325,000. There was no further discussion. Motion passed unanimously.

Discussion about the proposed continuing contract with TranSystems. Attorney Branham made recommended changes:

Change reference to the Executive Director to the Chairman of OHPA throughout the contract.

Page 7: under Duration, Review and Termination – delete first two paragraphs.

Page 8 – add Commissioners to (c) Indemnification.

Page 15 – strike the attorney fees paragraph.

Commissioner Cole made the motion to accept the OHPA Continuing Contract with TranSystems Corporation with the following changes: Change reference to the Executive Director to the Chairman of OHPA throughout the contract; Page 7: under Duration, Review and Termination – delete first two paragraphs; Page 8 – add Commissioners to (c) Indemnification; Page 15 – strike the attorney fees paragraph. Motion carried unanimously.

Chris Ragucci, Port Operator, presented the May 2019 tonnage report. There is a returning importer of wood from Europe. Mr. Ragucci informed the Commissioners that he is going to request funding through CSIP for a feasibility study for the re-routing the truck traffic through Escambia Street.

Commissioner Fullwood ask Ms. Amergian to research the purchase of tablets for the Board of Commissioners.

A recess was called at 8:20 PM. Meeting resumed at 8:25 PM.

Mutual Aid Agreements were tabled until the July 2019 meeting.

Tradeplex Signage Responsibility – more information needs to be gathered to determined ownership of the sign and the Commissioners asked for the request to alter the sign to be presented in writing.

Committee Reports:

Port Security – Commissioner Fullwood – Nothing to report this month.

Customs House – Commissioner Franklin – Nothing to report this month.

Economic Development – Commissioner Fullwood – Nothing to add after Ms. DiBella's report.

Emergency Management – Commissioner Franklin – Nothing to report this month.

Technical Coordinating Committee – Nothing to report this month.

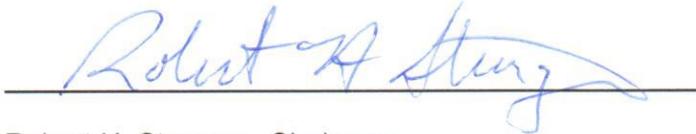
TPO – Commissioner Cole – Nothing to report this month as May meeting was cancelled.

Nassau Chamber East Side – Commissioner Sturgess – Nothing to report this month.

Nassau County West Side – Commissioner Cole – Nothing to report this month.

There were no other Items to be brought by Commissioners.

Meeting was adjourned at 8:40 PM.



Robert H. Sturgess, Chairman