

MINUTES

CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY BOARD OF DIRECTORS MEETING Thursday, March 7, 2019

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, March 7, 2019. The meeting was called to order by Vice-Chair Roller at 8:44 a.m. Attendance by roll call showed the following:

PRESENT

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

VIA TELEPHONE

ABSENT & EXCUSED

Paul Hoogenboom

ALSO PRESENT

W. Friedman, President & CEO
D. Gutheil, Chief Commercial Officer
C. Naso, Chief Financial Officer
M. Rivalsky, Controllor
R. Snipes, Senior Accountant
L. Bohinc, Finance Coordinator
M. Freilino, Manager, Executive & Administrative Operations
R. Bever, Director of Finance
G. Woodson, Director, Development Finance & Inclusion
L. Sternheimer, Director, Urban Planning & Engagement
J. Davis, VP, External Affairs
J. Magyar, Director, Operations & Facilities
D. Wilcox, Climaco, Wilcox, Peca, & Garofoli Co., L.P.A
P. Ritzert, Climaco, Wilcox, Peca, & Garofoli Co., L.P.A
F. Vanelli, Logistec
J. Baird, Logistec
A. Healy, Shark & Minnow
C. Faust, Spliethoff
R. Nelson, Ryan K Nelson
J. Miller, Crain's
D. Ray, JMT

APPROVAL OF MINUTES

The minutes of the Board of Directors meeting of February 14, 2019 were presented for approval by the Board, copies having been delivered in advance to all Directors. On motion by Director Ronayne, seconded by Director Ramsey, and unanimously carried by roll call vote, the Board minutes of February 14, 2019 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.

CHAIR'S COMMENTS

Chairman McNair noted that today marks his last day as Chairman. He thanked the Directors for their commitment to the Board and is extremely proud to be associated with Mr. Friedman and the current Port staff. There have been many accomplishments including the Diversity & Inclusion Policy, prevailing wage, establishment of the community investment fund, signed an MOU with the Cuban maritime authority, settled the dredging legal dispute with the U.S. Army Corps or Engineers, passage of the levy, and opening of the new conference center. Chairman McNair noted that there are still challenges ahead that will need to be worked through and thanked the Board for their unwavering support.

PRESIDENT'S COMMENTS

Mr. Friedman thanked Chairman McNair for his service and commended the work that was completed under his leadership. He noted that though there is much work left to be done, the Board has allowed the Port to change and make progress.

MARITIME COMMITTEE

Agenda Item 5(C)(1)(a) – Main Gate Project

Mr. Gutheil addressed the Board of Directors and referred to a presentation attached hereto as “**Exhibit A**”. Mr. Friedman added that staff is in regular communication with Cumberland Development and Mr. Dick Pace to work on the functionality and aesthetics of the Port’s property. Director Smith asked whether the Cleveland Browns have been informed of the improvements. Mr. Gutheil replied the current plan will not interfere with the existing operations and they have been briefed on the plans for improvements. Director Ramsey asked how many trucks per day visit the port. Mr. Gutheil replied approximately 80-120 per day. Mr. Friedman noted that the port wants to be prepared for additional volume since the focus has been on increasing cargo and growing the container business. Director Holmes inquired about the timeline of the project. Mr. Gutheil replied that design should be completed by mid-June. The Seaman’s Service building will be converted into the cruise terminal building prior to the Main Gate Project being started. Chairman McNair asked whether the MBE/FBE participation of 18% can be broken down any further. Mr. Gutheil replied he will provide the information via email, and that the 18% participation is for the design portion, not construction. The construction portion will bid separately.

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

RESOLUTION NO. 2019-05

A RESOLUTION AUTHORIZING AND APPROVING THE EXECUTION OF AN AGREEMENT WITH JOHNSON, MIRMIRAN & THOMPSON, INC. FOR THE PURPOSE OF UNDERTAKING THE SCOPE OF SERVICES THAT INCLUDES PLANNING AND DESIGN ENGINEERING SERVICES TO SUPPORT THE GENERAL CARGO TERMINAL MAIN GATE IMPROVEMENT PROJECT IN AN AMOUNT NOT TO EXCEED \$500,000 AND AUTHORIZING EXPENDITURE OF FUNDS FROM 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 5(C)(1)(b) – Logistec Marketing Plan

Mr. David Gutheil welcomed guests from Logistec, Mr. Frank Vanelli, Chief Commercial Officer and Mr. Jay Baird, General Sales Manager. Mr. Vanelli and Mr. Baird addressed the Board and referred to a presentation attached hereto as “**Exhibit B**”. Director Roller asked whether any staff will be on location in Cleveland. Mr. Vanelli replied yes, there will be three staff members on the ground in Cleveland who will report to Mr. Rodney Corrigan. Additionally, members of the Logistec management teams will be visiting Cleveland on a regular basis. Chairman McNair thanked Mr. Vanelli and Mr. Baird for their presentation and said he looks forward to working together in the future.

NOMINATING COMMITTEE

Agenda Item 5(C)(2)(a) – Election of Officers

Chairman McNair stated that the Nominating Committee met prior to the Board Meeting. Members of the Nominating Committee include himself, Director Smith and Director Ronayne. The Directors thanked Chairman McNair for his positive and genuine leadership. Director Ronayne recommended the slate of Officers as follows: Jan Roller, Chair; Patricia Ramsey, Vice-Chair; and Harriet Applegate, Secretary/Fiscal Officer. He noted that for the first time an all - female slate of officers has been nominated.

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

RESOLUTION NO. 2019-06


A RESOLUTION REGARDING THE ELECTION OF OFFICERS FOR 2019

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


Chairwoman Roller addressed the Board and stated that she's very excited to assume the position as Chair. She added that the Port is embarking on an exciting future and has a terrific staff and leadership that will help achieve the goal of making the Port of Cleveland an economic leader.

PUBLIC COMMENT

There being no public comment, on motion by Chairwoman Roller, the meeting was adjourned at 10:00 a.m.



CHAIR



SECRETARY