

MINUTES

**CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY
BOARD OF DIRECTORS MEETING
Thursday, September 7, 2023**

The Meeting of the Cleveland-Cuyahoga County Port Authority Board of Directors was held at the Port Offices (1100 W. 9th Street) on Thursday, September 7, 2023 with notice of the meeting information provided to the public in advance. The meeting was called to order by Chairman Holmes at 9:06 a.m. Attendance by roll call showed the following:

PRESENT

Margot Copeland
J. Stefan Holmes
Andrew Jackson
Darrell McNair
Daniel O'Malley (9:20 a.m.)
Dave Wondolowski
Peggy Zone Fisher

ABSENT & EXCUSED

Teleangé Thomas

ALSO PRESENT

C. Beck, GIS/Environmental Specialist
M. Bocanegra, Chief Legal Officer
J. Dugan, Senior Accountant
M. Freilino, Manager, Exec. & Admin Operations
W. Friedman, President & CEO
D. Gutheil, Chief Commercial Officer
N. LaPointe, Vice President, Planning & Capital Development
C. Naso, Chief Financial Officer
M. Rivalsky, Controller
R. Snipes, Senior Accountant
L. Sternheimer, Vice President, Urban Planning & Engagement
R. Winslow, Vice President, Development Finance
G. Woodson, Director, Development Finance & Inclusion
R. Kaplan, DiPerna
J. Bridges, The Bridges Group International
R. Holloman, The Bridges Group International
J. Baker, Sr., ILA
M. Baker, ILA
M. Jarboe, Crains Cleveland Business
J. Gray, CLHSA
N. Castele, Signal Cleveland
M. King, County Council
D. Wilcox, Climaco, Wilcox, Peca, & Garofoli Co., L.P.A
S. Simpkins, Climaco, Wilcox, Peca, & Garofoli Co., L.P.A

APPROVAL OF MINUTES

The minutes of the Board of Directors meeting of July 13, 2023 were presented for approval by the Board, copies having been delivered in advance to all Directors. On motion by Director Copeland, seconded by Director Zone Fisher, and unanimously carried, the Minutes of July 13, 2023 were unanimously approved.

PUBLIC COMMENT PERIOD

There being no public comment, Chairman Holmes proceeded with the Agenda.

CHAIR'S COMMENTS

Chairman Holmes addressed the Board and Staff and noted that it's been a busy and productive summer. He thanked everyone for their dedication and hard work.

PRESIDENT'S COMMENTS

Mr. Friedman addressed the Board and mentioned that the Groundbreaking Event for Irishtown Bend was well attended and very successful. We're very happy that work is now underway. Chairman Holmes noted that he read about artifacts that were uncovered while digging at Irishtown Bend and asked whether there was additional information. Ms. Sternheimer addressed the Board and stated that sixty thousand pieces of material were found, however none were fully intact. A report of all material found will be compiled.

REAL ESTATE & DEVELOPMENT FINANCE COMMITTEE

Agenda Item 4(C)(1)(a) – Hall of Fame Resort & Entertainment Co. DoubleTree Hotel Tourism Development District Project Bond fund Tourism Development District Revenue Bonds

Ms. Rhonda Winslow addressed the Board and referred to a presentation attached hereto as "**EXHIBIT A**". Referring to slide 2, Director Copeland asked whether this was the first time we've been involved in Stark County. Ms. Winslow replied it may be the first, and if not, it's definitely the first in a number of decades. Director O'Malley asked when the water park is scheduled to open and what other traffic is driving the need for the hotel. Mr. Ryan Kaplan replied in 2025. The Hall of Fame hosts a variety of high school football events, football camps, concerts and other large events. Director Zone fisher added that the First Lady Library and Museum also draws many attendees throughout the year.

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

RESOLUTION NO. 2023-27

A RESOLUTION AUTHORIZING AND APPROVING THE ISSUANCE AND SALE OF A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$4,000,000 OF TAXABLE DEVELOPMENT REVENUE BONDS OF THE CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY UNDER THE PORT OF CLEVELAND BOND FUND FOR THE PURPOSE OF (A) REFINANCING THE COSTS OF ACQUIRING, CONSTRUCTING, RENOVATING, REMODELING, INSTALLING, EQUIPPING AND IMPROVING CERTAIN "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.01, OHIO REVISED CODE AND (B) PAYING CERTAIN COSTS OF ISSUANCE OF THE SERIES BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A SUPPLEMENTAL TRUST INDENTURE TO SECURE THE SERIES BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A COOPERATIVE AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER INSTRUMENTS, STATEMENTS AND DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF THE SERIES BONDS; AUTHORIZING THE EXECUTION AND DISTRIBUTION OF A DISCLOSURE

STATEMENT IN CONNECTION WITH THE SERIES BONDS; AND AUTHORIZING AND APPROVING RELATED MATTERS

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

MARITIME COMMITTEE

Agenda Item 4(C)(2)(a) – Customs & Border Protection Lease Agreement for Cargo & Administrative Facilities

Chairman Holmes requested that the Minutes reflect that Director O'Malley is now in attendance. Mr. David Gutheil addressed the Board and referred to a presentation attached hereto as "**Exhibit B.**" Referring to slide 3, Mr. Friedman stated this is a scenario that has been played out across the country and it's a national issue. The national port association has been lobbying Congress to tweak the laws so that ports won't be responsible for paying for Federal facilities. Chairman Holmes asked how much the facility is costing the Port. Mr. Gutheil replied approximately \$1.8 million. The need for the facility is due to the Cleveland-Europe Express. Unfortunately, there is no fee we can implement to recoup the cost of the facility. Chairman Holmes asked if there are any additional costs once they occupy the facility. Mr. Gutheil replied the cleaning fee is nominal. The maintenance fees are a bit harder to predict. He added that ideally we'd like the facility to serve as a TWIC processing facility and a TSA Pre-Check service facility. Mr. Gutheil explained that these are possibilities that we'll discuss with Customs.

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

RESOLUTION NO. 2023-28

A RESOLUTION AUTHORIZING AND APPROVING THE EXECUTION OF A CARGO AND ADMINISTRATIVE FACILITIES LEASE WITH THE UNITED STATES OF AMERICA FOR USE BY THE U.S. CUSTOMS AND BORDER PROTECTION OF THE PORT AUTHORITY'S OFFICE BUILDING AND WAREHOUSE 26.

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

BUDGET & ADMINISTRATION COMMITTEE

Agenda Item 4(C)(3)(a) – Tax Amounts & Rates

Mr. Carl Naso addressed the Board and referred to pages 23-24 of the Agenda. Director McNair asked whether there is any risk if property valuations change. Mr. Naso replied, no. We're working on the old valuations so there is little to no risk.

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

RESOLUTION 2023-29

A RESOLUTION ACCEPTING THE AMOUNTS AND RATES AS DETERMINED BY THE BUDGET COMMISSION AND AUTHORIZING THE NECESSARY TAX LEVIES AND CERTIFYING THEM TO THE COUNTY FISCAL OFFICER

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

BUDGET & ADMINISTRATION COMMITTEE

Agenda Item 4(C)(3)(b) – Tax Advances

Mr. Carl Naso addressed the Board and referred to pages 25-26 of the Agenda.

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

RESOLUTION 2023-30

A RESOLUTION REQUESTING ADVANCES FROM THE CUYAHOGA COUNTY FISCAL OFFICER FROM THE COLLECTION OF THE FIRST AND SECOND HALF 2023 REAL PROPERTY TAXES AND ALL 2024 PERSONAL PROPERTY TAXES

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

Mr. Naso referred to “**Exhibit C**” and stated that the Port received a clean financial audit for the fifth consecutive year. Mr. Naso also went over the Statement of Revenues and Expenses attached hereto as “**Exhibit C**”.

BUDGET & ADMINISTRATION COMMITTEE

Agenda Item 4(C)(3)(c; d; e) – Strategic Action Plan; Climate Action Plan; Maritime Facilities Master Plan

Mr. Friedman addressed the Board and referred to a presentation attached hereto as “**Exhibit D.**”

On motion by Director Zone Fisher, seconded by Director McNair, and unanimously carried,

RESOLUTION 2023-31

A RESOLUTION ADOPTING THE CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY’S 2024-2028 STRATEGIC ACTION PLAN

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

Mr. Friedman noted that the Port of Cleveland is the first Port on the Great Lakes to adopt a Climate Action Plan. Director McNair asked how the Climate Action Plan will be controlled since in most instances the Port isn't an asset owner. Mr. Friedman said the plan distinguishes between scopes 1, 2 and 3. Scope 1 includes the Port's assets and what we're able to control; Scope 2 is largely the energy we consume/buy from the market; and Scope 3 is service providers and partners. Goals have been set for each scope. Ms. Carly Beck noted that Scope 3 takes up 80% of the Port's emissions. What makes us unique is that we track emissions for all Scopes, not all ports do.

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

RESOLUTION 2023-32

A RESOLUTION ADOPTING THE CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY'S CLIMATE ACTION PLAN

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

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

RESOLUTION 2023-33

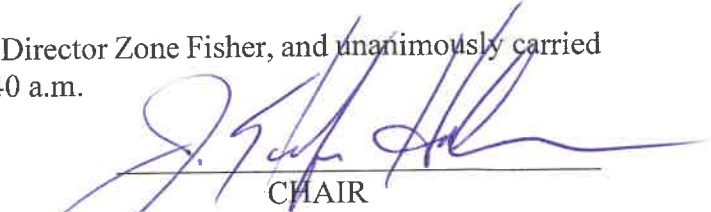
A RESOLUTION ADOPTING THE CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY MARITIME FACILITIES MASTER PLAN

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

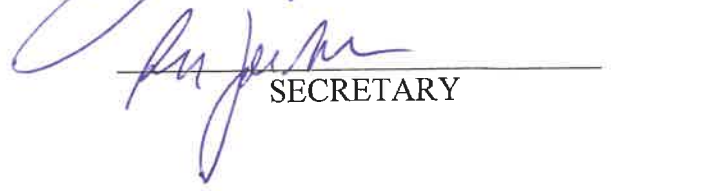
PUBLIC COMMENT PERIOD – Non-Agenda Items

No public comment regarding non-agenda items.

On motion by Director Wondolowski, seconded by Director Zone Fisher, and unanimously carried by roll call vote, the meeting was adjourned at 10:40 a.m.



CHAIR



SECRETARY