

MINUTES

CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY BOARD OF DIRECTORS MEETING

Thursday, May 8, 2025

The Meeting of the Cleveland-Cuyahoga County Port Authority Board of Directors was held at the Port Offices (1100 W. 9th Street) on Thursday, May 8, 2025, with notice of the meeting information provided to the public in advance. The meeting was called to order by Chairman Wondolowski at 10:13 a.m. Attendance by roll call showed the following:

PRESENT

Luis Cartagena
J. Stefan Holmes
Ryan McCafferty
Darrell McNair (via zoom; departed 10:30 a.m.)
Glen Shumate
Teleange Thomas
Dave Wondolowski
Peggy Zone Fisher

ABSENT & EXCUSED

Andrew Jackson

ALSO PRESENT

C. Cotton, Manager, Marketing & Communications
J. Dugan, Senior Accountant
G. Eisel, Environmental & GIS Specialist
M. Freilino, Manager, Executive & Admin. Operations
D. Gutheil, Interim President & CEO/Chief Commercial Officer
J. Magyar, Vice President, Operations & Facilities
C. Naso, Chief Financial Officer
M. Wenham, Chief of Engineering & Capital Development
R. Winslow, Vice President, Development Finance (via zoom)
G. Woodson, Director, Development Finance & Inclusion
S. Simpkins, Mansour Gavin
P. Ritzert, Mansour Gavin
P. VanRumppe, Walter Haverfield
J. Blair, NEORSD
K. Palmer, Crain's Cleveland

APPROVAL OF MINUTES

The minutes of the Board of Directors' meeting of April 10, 2025 were presented for approval by the Board, copies having been delivered in advance to all Directors. On motion by Director Zone Fisher, seconded by Director Shumate, the Minutes of April 10, 2025 were unanimously approved by roll call vote.

PUBLIC COMMENT PERIOD (Agenda Items Only) & CHAIR'S COMMENT'S

There being no public comment, and Chair Wondolowski noted that in Crain's this week had a really well written article by Erskine Cade discussing the business community, supporting efforts to stop child abuse. Mr. Cade is the Port's lobbyist, well-respected in Columbus, and certainly appreciate him voicing his opinion on such an important issue.

PRESIDENT'S COMMENTS

Mr. Gutheil addressed the Board and introduced and welcomed Ms. Gabby Eisel, the Port's new GIS/Environmental Specialist. He noted that the Community Investment Fund request was made public on May 1, 2025. Mr. Gutheil reminded the Board of the upcoming Lady Caroline cruise and about the new port board email addresses. Foreign Trade Zone interest continues to be very active due to the tariff issues. The Port is currently working on four activations, two in Cuyahoga County, one in Summit County and one in Wayne County. The Made in America video that will explain the movement of iron ore on the Great Lakes, and the Port's integral role in that process. Director Zone Fisher asked how the video would be utilized. Mr. Gutheil replied in various ways including education for stakeholders and government officials, marketing and conferences. Lastly, a letter (attached hereto as **Exhibit A**) from Sean Duffy, U.S. Transportation Secretary has been distributed to federal grant recipients outlining DEI directives and how those will be implemented. The Port is currently reviewing to ensure compliance.

There being no public comment, Chair Wondolowski moved forward with the Agenda.

MARITIME COMMITTEE

Agenda Item 4(C)(1)(a) – Cleveland Bulk Terminal Easement Agreement with NEORS

Mr. Matt Wenham addressed the Board and referred to a presentation attached hereto as "**Exhibit B**" (slides 1-5). Director Holmes expressed concern over limitations on future development by relinquishing rights to the property. Mr. Gutheil replied that because of the westerly location there's not much use for commercial cargo movement. He stated he's comfortable with the language and doesn't anticipate any issues with future cargo movements or commercial activity.

On motion by Director McCafferty, seconded by Director Cartagena, and unanimously carried by roll call vote,

RESOLUTION NO. 2025-14

A RESOLUTION AUTHORIZING AND APPROVING THE EXECUTION AND DELIVERY OF A PERMANENT SHARED ACCESS EASEMENT AND TEMPORARY CONSTRUCTION EASEMENT TO THE NORTHEAST OHIO REGIONAL SEWER DISTRICT (NEORS) FOR THE WESTERLY CHEMICALLY ENHANCED HIGH RATE TREATMENT FACILITY OVER A PORTION OF THE PROPERTY AT 5400 WHISKEY ISLAND DRIVE, CLEVELAND, OHIO

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) – Banking Services Proposals and Bond Fund Letter of Credit

Mr. Carl Naso addressed the Board and referred to pages 8-10 of the Agenda. Director Thomas asked whether a financial institution other than Huntington has been used prior to the current five year cycle. Mr. Naso replied it's been the same for at least the last two cycles. In terms of the RFQ process, Director Thomas asked whether financial institutions have been responsive in the past. Mr. Naso replied no, since most aren't interested in the letter of credit. Director McCafferty asked why it's necessary to estimate a maximum deposit. Mr. Naso replied it's a requirement of the statute, a total of the maximum amount of the deposit and where we estimate the highest number.

On motion by Director Thomas, seconded by Director McCafferty, and unanimously carried by roll call vote (7-0),

RESOLUTION NO. 2025-15

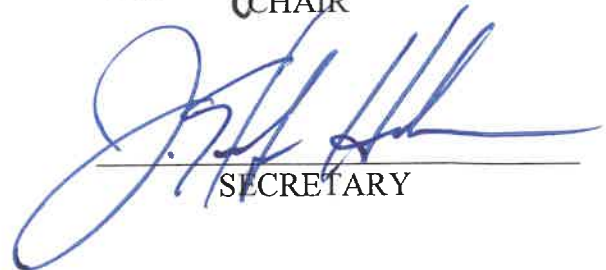
A RESOLUTION ESTIMATING THE AMOUNT OF ACTIVE MONIES AVAILABLE FOR DEPOSIT AND AUTHORIZING A REQUEST FOR QUALIFICATIONS AND PROPOSALS FOR BANKING SERVICES AND THE PUBLICATION OF A NOTICE ADVERTISING SUCH

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

Executive Session for the purpose of considering the appointment, employment, and/or compensation of a public employee pursuant to R.C. 121.22(G)(1).

On motion by Director Thomas, seconded by Director Zone Fisher and unanimously carried by roll call vote (7-0), the Board entered Executive Session at 10:40 a.m. The Board exited Executive Session at 11:37 a.m. On motion by Director Holmes, seconded by Director McCafferty, the Board adjourned at 11:47 a.m.


CHAIR


SECRETARY