

MINUTES

CLEVELAND-CUYAHOGA COUNTY PORT AUTHORITY BOARD OF DIRECTORS MEETING Thursday, July 13, 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, July 13, 2023 with notice of the meeting information provided to the public in advance. Having given notice at least two days prior to the meeting and not having previously attended remotely more than 3 times during the past 12 months, Director McNair attended the meeting remotely via Zoom and gave the proper password. Prior to the meeting, Director McNair was provided with all meeting-related materials. Director McNair confirmed he was more than 1/4 mile from the primary meeting location at 1100 West Ninth Street, Cleveland, OH and had internet access to receive any material distributed at the meeting. It was then verified that all Board members could hear and be heard by all other members in attendance. The meeting was called to order by Chairman Holmes at 9:05 a.m. Attendance by roll call showed the following:

PRESENT

Margot Copeland
J. Stefan Holmes
Andrew Jackson
Darrell McNair (via Zoom)
Teleangé Thomas
Dave Wondolowski
Peggy Zone Fisher

ABSENT & EXCUSED

Daniel O'Malley

ALSO PRESENT

C. Beck, GIS/Environmental Specialist
M. Bocanegra, Chief Legal Officer
J. Davis, Sr. VP, Public Affairs & Energy Policy
J. Dugan, Senior Accountant
M. Freilino, Manager, Exec. & Admin Operations
N. LaPointe, Vice President, Planning & Capital Development
C. Naso, Chief Financial Officer
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
N. Kloenne, Goettle, Inc.
B. Heck, Goettle, Inc.
D. Keller, Goettle, Inc.
P. Narendrula, Precision Engineering & Contracting, Inc.
C. Narendrula, Precision Engineering & Contracting, Inc.
G. Hoffman, Wade Trim
D. LoPata, NEORSD
D. Gerson, Osborn
A. Duffy, Osborn
T. McNair, Ohio City Incorporated
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 June 8, 2023 were presented for approval by the Board, copies having been delivered in advance to all Directors. On motion by Director Wondolowski, seconded by Director Zone Fisher, and unanimously carried by roll call vote, the Minutes of June 8, 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 reminded Directors that the Strategic Planning Retreat will take place on Tuesday, August 8, 2023.

PRESIDENT'S COMMENTS

Mr. Friedman is on vacation and therefore there will be no President's Comments. Chairman Holmes proceeded to the Committee Reports.

REAL ESTATE & DEVELOPMENT FINANCE COMMITTEE

Agenda Item 4(C)(1)(a) – Vic Place Renovation TIF Project Bond Fund Tax Increment Financing Bonds

Ms. Rhonda Winslow addressed the Board and referred to a presentation attached hereto as "**EXHIBIT A**". Referring to slide 3, Director Zone Fisher asked what the interest rate will be for the transaction. Ms. Winslow replied 5.75%. Director Wondolowski stated that it's great the Port is working in other counties, however, he pointed out that there are standards that we don't want other port's working in Cuyahoga County. Ms. Winslow replied that is correct. Mr. Kaplan added that the only time ports go to other counties is when they have something to offer that the "home" port doesn't. The Port of Cleveland offers everything that would be needed in Cuyahoga County.

On motion by Director McNair, seconded by Director Wondolowski and unanimously carried by roll call vote,

RESOLUTION 2023-24

A RESOLUTION AUTHORIZING THE ISSUANCE OF PORT AUTHORITY REVENUE OBLIGATIONS IN THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$7,000,000, TO FINANCE COSTS OF "PORT AUTHORITY FACILITIES," WITHIN THE MEANING OF OHIO REVISED CODE SECTION 4582.01, CONSISTING OF SPECIAL ENERGY IMPROVEMENT PROJECTS; AUTHORIZING THE EXECUTION OF A COOPERATIVE AGREEMENT, A SUPPLEMENTAL TRUST INDENTURE, A BOND PLACEMENT AGREEMENT, A TAX LIEN SALES AGREEMENT, A TAX INCREMENT FINANCING DECLARATION, A CONSTRUCTION SERVICES AGREEMENT, A PAYMENT GUARANTY, A COMPLETION GUARANTY, AND CERTAIN OTHER AGREEMENTS AND DOCUMENTS IN CONNECTION WITH THE FOREGOING; AUTHORIZING THE USE AND DISTRIBUTION OF A DISCLOSURE STATEMENT IN CONNECTION WITH THE SALE OF THOSE REVENUE OBLIGATIONS; 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)(b) – Maritime Update

Mr. David Gutheil addressed the Board and referred to a presentation attached hereto as “**Exhibit B.**” Referring to slide 3, Director Copeland asked what the capacity is on the Viking vessel. Mr. Gutheil replied 360 passengers, and yes, they participate in excursions around Cleveland such as University Circle, Progressive Field and the Cleveland Museum of Art.

MARITIME COMMITTEE

Agenda Item 4(C)(2)(a) – Irishtown Bend

Ms. Linda Sternheimer addressed the Board and referred to a presentation attached hereto as “**Exhibit C.**” Referring to slide 3, Chairman Holmes stated that the red area represents roughly one year of dredge material that needs to be removed and noted for context that it’s enough material to fill an entire baseball stadium.

Referring to slide 8, Ms. Sternheimer welcomed and introduced Mr. Nick Kloenne and Mr. Brian Heck both with Richard Goettle Inc. a leading firm in geotechnical engineering and construction.

Referring to slide 10, Director Zone Fisher asked what the remainder amount of the gap will be, and whether that amount is needed to move forward. Ms. Sternheimer replied between approximately \$6 - \$8 million. Chairman Holmes added it’s the amount needed to complete the estimated contracting expense. He assured that staff is working daily to close the gap and he’s confident the goal will be met.

Director Copeland asked whether the area will be closed when the work begins and whether Northeast Ohio residents will be employed by Goettle. Mr. Kloenne replied that the site will be secure for the duration of the project which is anticipated to be 2 ½ year. Goettle will employ local tradesmen on the project. Director Zone Fisher asked whether Goettle is only concentrating on the hillside. Ms. Sternheimer replied stabilization is re-grading the hillside starting from W. 25th down to the river. Once the stabilization is complete, park implementation work on top of the hillside will begin.

On motion by Director Wondolowski, seconded by Director Copeland, and unanimously carried by roll call vote,

RESOLUTION NO. 2023-25

A RESOLUTION RATIFYING AND ACCEPTING \$3,554,867 IN ADDITIONAL ODOT OMAP GRANT FUNDS AND AUTHORIZING AND APPROVING THE EXECUTION OF AMENDMENT 1 TO PROJECT AGREEMENT NO. 34554, PID NO. 112464 FOR THE IRISHTOWN BEND HILLSIDE STABILIZATION PROJECT

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 Copeland, and unanimously carried by roll call vote,

RESOLUTION 2023-26

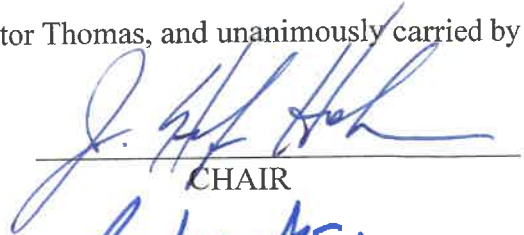
A RESOLUTION AUTHORIZING AND APPROVING THE PORT AUTHORITY ENTERING INTO A CONTRACT WITH GOETTLE CONSTRUCTION, INC. IN AN AMOUNT NOT TO EXCEED \$59,946,037.99, INCLUDING \$2,780,000 OF PORT AUTHORITY CONTROLLED CONTINGENCY, FOR THE PURPOSES OF PROVIDING CONSTRUCTION SERVICES FOR THE IRISHTOWN BEND HILLSIDE STABILIZATION AND REHABILITATION PROJECT AND AUTHORIZING THE EXPENDITURE OF FUNDS


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. Chairman Holmes reminded the Board of the Board Retreat scheduled for Tuesday, August 8, 2023 from 9 a.m. – 1 p.m. The session is open to the public and no official Board action will be taken.

On motion by Director Wondolowski, seconded by Director Thomas, and unanimously carried by roll call vote, the meeting was adjourned at 10:12 a.m.


CHAIR


SECRETARY