

Chair Hill recognized Julia Roberts, Newsleader, and Scott Moore, candidate for OHPA District 2, in the audience.

7. **Public Comments** on agenda items (Comments submitted prior to the meeting) None were submitted by the public. Additionally, the Chair offered the public the opportunity to speak later in the meeting if necessary.

8. **Regular Business:**

a. **Approval of Minutes**

- **February 28, 2024 Board meeting minutes**

Vice Chair Taylor motioned to approve the February 28th minutes.
Commissioner Cole second the motion.

Discussion: Commissioner Fullwood requested the statement on page 6, 2nd paragraph, 2nd sentence be stricken. He explained it was not what he meant.

With the requested revision, Vice Chair Taylor amended his motion to approve the minutes as amended. Commissioner Cole also amended his second.

The Board voted unanimously in favor of the motion.

b. **Port Attorney Report**

Mr. Krechowski submitted a written report included in the meeting packet. He continues communication with Savage's legal regarding the OHPA's requested documents to the Operator, specifically in regards to the disposition of the Fort Clinch tugboat. He emailed a copy of the Department of Transportation's (DOT) instructions of the procedure.

There were no questions from the Board.

c. **Port Accountant Report**

- **Financial report – February 2024**

Mr. LaPorte submitted a written financial report included in the meeting packet. He reported OHPA received the quarterly contribution from the Operator. The second half of the audit fees was paid. The audit was completed.

Under the Customs House expenses, the Operator paid the CBP IT systems upgrade expenses that will be reimbursed by a \$25K grant (G1K57). This project is on-going for 12 months.

- **ARPA reimbursement update**

The next reimbursement request will be submitted in April and subsequently, one more after that. Mr. LaPorte confirmed the finances after ARPA is exhausted looks good.

d. **Port of Fernandina Report (Operator)**

OCEAN HIGHWAY & PORT AUTHORITY



Miriam R. Hill – Vice Chairwoman, District 1
Danny Fullwood – Chairman, District 2
Justin Taylor – Secretary/Treasurer, District 3
Ray Nelson – Commissioner, District 4
Mike Cole – Commissioner, District 5

Executive/Monthly Meeting Minutes
Amended

March 13, 2023

The Ocean Highway and Port Authority, Nassau County, held an Executive/Monthly Meeting on Wednesday, March 13, 2024 at the Peck Center, Willie Mae Ashley Auditorium, 516 S 10th Street, Fernandina Beach, FL 32034.

1. Executive Session (Shade meeting)

The OHPA Board public meeting was called to order at 5:00 PM by Chair Hill. Mr. Krechowski, Port Attorney, made a statement requesting a shade meeting to discuss Case #2020-CA-284, *PILOT/ City of Fernandina v. OHPA*. The shade meeting was convened in a separate room with the full Board (Vice Chair Taylor joined late); Mr. Krechowski, Port Attorney; and a court reporter present. The shade meeting concluded at approximately 5:45 PM, and the conclusion and termination of the shade meeting was announced. The public meeting was reconvened by Chair Hill.

2. Public meeting (Call to Order) - Chair

Chair Hill called the meeting to order at 6 PM.

3. Invocation

The invocation was given by Commissioner Nelson.

4. Pledge of Allegiance

The pledge was led by Chair Hill.

5. Roll Call: Miriam Hill, District 1; Danny Fullwood, District 2, Justin Taylor, District 3; Ray Nelson, District 4; Mike Cole, District 5

Roll call was conducted by Rossana Hebron, Administrative Office Manager. All Commissioners were present. Also in attendance were Patrick Krechowski, Port Attorney; Pierre LaPorte, Port Accountant; and Kyle Clark, representing the Port Operator.

6. Recognition of elected Officials, Honored guests, Industry and Professional representatives, and others in attendance (Chair)

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- **Tonnage report – February 2024**

Mr. Clark submitted a written report included in the meeting packet. He reported a solid month for February. A total of four cargo vessel were discharged; two woodpulp and two container vessels. In addition to the total vessel calls (12) were projects with the dredge service, a cruise line, the Navy, and the Coast Guard. They expect increase volume on the Kraft Liner Board (KLB) and the woodpulp for March.

Chair Hill requested a Pro-Forma report of throughput at the Port to be presented at one of the upcoming Board meetings preferably on March 27th. Some type of a business plan (5-year plan) to increase business and tonnage. The Board consented to this request.

Commissioner Fullwood was approached by an individual from Kings Bay that they have a facility project and was in need of a port to use in the interim. Mr. Clark was unaware of the project and offered to communicate with the Navy.

The Chair suggested to discuss next the document request item (#9b).

- **Port issues/repairs (update)**

Mr. Clark submitted a written report to Commissioner Nelson and deferred to him to discuss during the Committee report.

- **Capital Improvements (list update)**

No report given except Chair Hill suggested to include the EPA Clean Ports Grant as part of the updates for this item moving forward.

9. Old Business

a. **Customs & Border Protection facility (update, Zyscovich amended contract)**

This item was approved by the Board at the previous meeting. It was pending amendments to the contract at the time the agenda was published. The Chair removed this item from discussions.

b. **OHPA document request to the Port Operator (update)**

A list of the requested documents dated September 18, 2023 was attached to the meeting packet.

Mr. Krechowski reported the detailed revenue report of the Fort Clinch was still pending. He communicated with Savage's legal that they need to create a document of the Fort Clinch revenue specifically since it is embedded with other accounting transactions. He explained that the Fort Clinch is a public asset, OHPA needs the revenue report for its records. He will establish a timeline for a reply at his next meeting with the Operator.

Chair Hill directed to go back to the Port issues/repairs item (8d).

- **Resolution 2024-R05** (revenue report, Port of Fernandina operations)
The document was attached to the meeting packet.

Mr. Krechowski read a portion of the resolution. Chair Hill proposed to amend the resolution to include an annual audit by OHPA's auditor. Mr. LaPorte negated that proposal, there are no revenues derived from those revenues. OHPA can hire its auditor to examine the Operator's revenue report and is subject to additional/separate fees. Once OHPA starts receiving a percentage of the Port revenue, it will be included in its audit. Subsequently, the Chair withdrew her proposal.

Vice Chair Taylor motioned to approve the resolution as presented. Commissioner Cole second the motion.

The Board voted unanimously in favor of the motion.

- c. **MARAD** (Disposition of Fort Clinch tugboat)
The Operator desired to purchase the tugboat and requested next actions. Mr. Krechowski provided DOT's instructions to the Operator. He also suggested that any party interested in bidding will submit an appraisal. He will discuss this matter further with the Operator in the coming days.

Chair Hill read a portion of the DOT's instructions for the disposition of the Fort Clinch, provided by Lauren Gill, USDOT/MARAD, via email. It was not included in the meeting packet. The Chair suggested to have an inventory of all the equipment, in part or in whole, that was funded by MARAD. Mr. Clark will check.

Since OHPA owns the tugboat, Mr. LaPorte suggested it is OHPA's responsibility to obtain an independent appraisal for a fair market value. To the contrary, Mr. Krechowski suggested a potential buyer will procure an appraisal. In addition, the Operator indicated they invested money into the tugboat through repairs, maintenance, and the like. Therefore, said investments will be considered when appraising the market value of the tugboat.

Commissioner Nelson noted, for the record, the Operator, since taking over in July 2022, they have not relinquished any dollar amount of the tugboat revenue to OHPA. Therefore, he professed that the money invested by the Operator is part of the operational cost. In addition, the Operator used the tugboat at no cost to them other than the repairs, maintenance, and the recent inspection. They are not entitled to a portion of the sale of the tugboat.

Chair Hill acknowledged the aforementioned opinion and recommended to provide a motion for a Board action instead.

The Board consented that potential buyers contact both the Port security and Mr. Clark, via email and copy Mrs. Hebron, to arrange an inspection of the tugboat at the terminal.

Mr. LaPorte suggested OHPA place a condition on the sale. He will also research the cost for a marine appraisal.

Mr. Krechowski recommended that since the Fort Clinch sale is in its early stage, allow potential buyers to inspect the vessel and provide an independent appraisal. Take it one step at a time.

d. **Resiliency Plan (Board feedback)**

Mrs. Hebron reminded the Board that feedback was requested from the last meeting, yet none was submitted.

The Chair recommended to determine a timeline for feedback and to collaborate with the Operator to provide comments in alignment with the current operations at the Port. She offered to work with Mr. Clark and other Savage team members for feedback and to discuss potential changes to the Plan. Commissioner Nelson volunteered to meet with Mr. Clark as well. It was also requested to invite Jim McDonald, author of the Plan/HNTB, to the next meeting for a Q&A session.

Vice Chair Taylor will discuss the Plan with the City and Westrock. A list of key stakeholders is included in the Plan. Chair Hill suggested the Board contact the stakeholders individually for feedback of the Plan.

The Chair acknowledged City Commissioner Ross joined the meeting.

10. New Business

a. **Florida Ports Council Summer Planning meeting (June 19, 2024, Orlando)**

Vice Chair Taylor confirmed he will represent OHPA at the next FPC meeting in Orlando. The Chair asked Mrs. Hebron to accompany the Vice Chair as a consistent contact for OHPA.

b. **EPA Clean Ports Grant**

Mr. Clark reported this is a great opportunity for funding specifically for cargo handling equipment. Several Savage team members are presently reviewing it. The Notice of Funding Opportunity (NOFO) was attached to the meeting packet.

The notice stated in part: The EPA Clean Ports Initiative has released a notice of funding opportunity for the Zero-Emission Technology Deployment Competition, which will provide grants that will fund 90% of zero-emission port equipment and infrastructure to reduce mobile source emissions (criteria pollutants, air toxics, and greenhouse gases) at U.S. ports. Applications are due by May 28th. Interested entities are encouraged to notify the EPA of their intent to apply by March 28th. Nassau Marine Terminal would have to apply for a grant in partnership with OHPA. An application by Nassau Marine Terminal/OHPA will have to be for a minimum of \$5m and a maximum of \$149m.

Mr. Clark added their focus is the impact of the Zero-Emission (ZE) equipment on the team members safety at the terminal. He was tasked to collect bids and establish equipment needs. He was unsure if OHPA would be the applicant or the Operator or if OHPA would be the owner of the equipment. Chair Hill requested the application be submitted for Board review at the April 24th OHPA meeting prior to the May 28th deadline.

c. Budget FY 2023-24 amendment request (Commissioners' travel)

Mrs. Hebron requested to amend the budget for two reasons. First, increase the travel allocation (\$100) for the Administrator. She reasoned that if she will be asked to attend the extra meetings (FPC, TPO, TAC), that will require her to leave the office setting to go to the different meeting locations. The \$100 allocated for said item was expended earlier in the fiscal year. Second, increase the travel allocation (\$1K) for the Commissioners' travels. In light of the recent expense report submitted for the FPC meeting in Tallahassee (\$742.57), that allocation is almost depleted.

Commissioner Cole motioned to amend the budget, allocating \$1K from the Ports Council Representative to the Commission Direct/Conferences & Travel. Vice Chair Taylor second the motion.

Discussion: Mr. LaPorte clarified that the recent expense report of \$742.57 should be categorized under the Commission Direct/Conferences & Travel and not under Commission Operation/Travel. Mrs. Hebron will correct that in QuickBooks.

The Board voted unanimously in favor of the motion.

As for increasing the Administrator's travel allocation, Commissioner Fullwood questioned why Mrs. Hebron should attend the FPC meetings when it was not required before. The respective Commissioners are tasked to attend their respective committee meetings. Chair Hill explained Mrs. Hebron represents the consistency for OHPA at the FPC meetings. She also did the follow-up work and communicating with FPC staff regarding the OHPA grants. Vice Chair Taylor concurred.

Chair Hill directed Mrs. Hebron to carpool with the Commissioners to the respective meetings instead of increasing the Administrator's travel allocation. The Administrator's travel remains as budgeted.

d. FDOT Grant FM#444933-1-94-03 (USCBP Concept Planning)

Mrs. Hebron reminded the Board that this particular grant was mentioned at the last meeting and it remains unexecuted. It is different from another grant (G1K57) designated specifically for the USCBP IT systems. The unexecuted grant is intended for the USCBP Concept Planning project.

The Chair requested for Board authorization to execute the grant agreement. Vice Chair Taylor moved to approve. Commissioner Cole second the motion.

The motion passed by a vote of 4. Commissioner Fullwood stepped out before discussion and vote of the item for a restroom break.

11. Commissioners Reports and Comments

a. New development reports

No reports.

b. Committee reports

• Port Security – Nelson

Commissioner Nelson deferred to the report submitted by Mr. Clark via email prior to the meeting. He announced there was a change in the reports for the Port maintenance and facilities moving forward. He was notified that Mr. Clark will supply the information/report. He will continue confirm and verify the reports. He also conveyed his displeasure regarding the reporting reassignment and requiring escorts for the Commissioners at the terminal. He asked the Chair to look into the matter.

Mr. Clark reiterated from the last meeting that there were safety concerns for individuals moving about the terminal without escorts. Commissioner Fullwood argued he cannot identify any safety concerns for the Commissioners. They possess Transportation Worker Identification Credential (TWIC) cards, proper protective gear, are informed on the safety protocol at the terminal, and call ahead. Commissioner Cole concurred. Mr. Clark refuted that the Operator is not denying entrance to the Port, only a request to provide a safety escort for the visits. They strive to improve and learn day to day. He also thanked Commissioner Nelson for identifying some issues and offering suggestions for improvements. An example was the excavation project at the Port. Both Commissioner Nelson and Mr. Clark were informed the excavation was unnecessary. It saved the Operator approximately ~~\$6500~~ 65K.

With the Board's permission, he requested to attach the submitted report to the minutes. It follows:

Tug boat: Nothing to report

Security: No security concerns. The new guard shack is underway, electrical is being installed March 13th, targeting March 27th having the guard shack in place.

Liebherr crane # 9: Storm brake hydraulic controls target ship date 29th, expect arrival early April. To be installed immediately upon receipt.

Liebherr crane # 10: Running well, currently working a vessel.

Liebherr MHC: Currently out of service addressing a faulty hydraulic pump. Liebherr tech on site 3/13 to diagnose and potentially repair.

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OHPA Trucks #'s 219, 220, 221, 222, 223, and 224: Two trucks are being repaired this week for DEF system issues.

Warehouse # 3 roof panels: Spoke with FDOT March 11th to discuss potential funding. Recommend OHPA reallocates funds in grant G2437 to cover repairs.

Rail Dock Canopy: Project is underway, bad material removal is complete. As we discussed, some of the material was ordered incorrectly. Correct material is expected onsite March 19th, with work to start March 20th.

- **FDOT – Nelson**
Not discussed.
- **Port Facilities – Nelson**
See submitted written report above, Section 11b>Port Security.
- **Customs House – Fullwood**
No report.
- **Army Corp of Engineers – Fullwood**
Commissioner Fullwood received an email from Beau Corbett, ACOE/Project Manager, acknowledging that Fernandina Harbor is in the fiscal year 2025 President's Budget to receive \$3,889,000 to conduct maintenance dredging. Depending on the amount of shoaling in the channel, ACOE will make an assessment regarding when the best time to initiate the next maintenance dredging effort.
- **Economic Development – Cole**
The Economic update luncheon is scheduled for April 4th at the FSCJ campus. A "Notice of Gathering" was posted on OHPA's website.
- **Emergency Management – Cole**
There is an event with the Sheriff's department scheduled April 6th, "Leapers Jeepers" at the fairgrounds.
- **Transportation Planning Organization (TPO) – Hill**
A meeting is scheduled tomorrow. Chair Hill shared the TPO agenda. OHPA's assessed share for the funding dues was \$1,574. She has also escalated the Old Nassauville Road issue with the TPO Board. She will share Mark McManis' contact information with Mr. Clark to communicate possible Navy use of the Port of Fernandina and dovetail the berth issues.
- **Technical Advisory Committee (TAC) – Taylor**
Vice Chair Taylor will attend the May meeting.
- **Nassau Chamber of Commerce – Taylor**

The Annual Business Awards was held a couple of weeks ago. Next week on March 21st is the Business After Hours event. He encouraged the Board to attend for networking opportunities.

- **City of Fernandina Beach – Taylor**
He will schedule to discuss the Resiliency Plan with the City Commission.
- **Keep Nassau Beautiful – Taylor**
He plans to share the Resiliency Plan with the group for feedback.
- **Community Outreach – Fullwood**
No report.

12. Administrative Office Manager Report

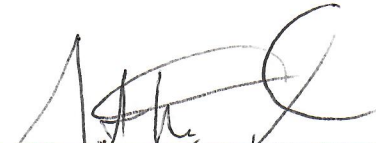
Mrs. Hebron submitted a written report included in the meeting packet. She also reminded the Board of some upcoming meetings/events: Ethics training, TPO virtual demonstration on TIP application, Clean Fuel Coalition, and PIDP application webinar. The full Board were notified of these events via email.

13. Other items to be brought by Commissioners

None.

14. Adjournment

The meeting was adjourned at 8:07PM.



JUSTIN TAYLOR, VICE CHAIR
04-24-2024

Date