

OCEAN HIGHWAY & PORT AUTHORITY



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

Board Meeting Minutes

March 27, 2024

The Ocean Highway and Port Authority, Nassau County, held its Board Meeting on Wednesday, March 27, 2024 at the Peck Center, Willie Mae Ashley Auditorium, 516 S 10th Street, Fernandina Beach, FL 32034.

1. **Public meeting (Call to Order) - Chair**
Chair Hill called the meeting to order at 6 PM.
2. **Invocation**
The invocation was given by Commissioner Fullwood.
3. **Pledge of Allegiance**
The pledge was led by Chair Hill.
4. **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 but one Commissioner were present, Commissioner Cole was absent. Also in attendance were Patrick Krechowski, Port Attorney; Pierre LaPorte, Port Accountant; and Greg Haehl, Port Operator.

5. **Recognition of elected Officials, Honored guests, Industry and Professional representatives, and others in attendance (Chair)**
Chair Hill recognized Scott Moore (District 2 candidate) and Maxwell Krechowski (Mr. Krechowski's son) in the audience.
6. **Public Comments** on agenda items (Comments submitted prior to the meeting)
None were submitted by the public.
7. **Old Business**

a. Resiliency Plan (Board to submit feedback)

James McDonald, HNTB/author of the Resiliency Plan), asked OHPA via email to meet with FDOT to discuss the Plan. He also requested a letter of support from the Board. Chair Hill volunteered to attend the meeting.

There were no further discussions from the Board.

b. FDOT Grant FM#444933-1-94-03 (Board action for execution of grant)

The original agreement specified two specific tasks; a) renovation of existing structure and b) construction of a new facility. Since then, Chair Hill requested that the scope be amended to “multiple options” and not to limit the architect’s analysis. The Board agreed to that request in a prior meeting. However, then Port Director did not convey said amendment to FDOT. The “two options” remain on the agreement.

To mitigate the risk of losing the funds altogether, it was suggested to uphold the original scope of “two options.” Commissioner Fullwood added that the architects identified four possible options with the best one to build directly behind the Customs House. Chair Hill clarified that no work can be done until the grant is fully executed.

Commissioner Nelson suggested the Board proceed with the grant execution to avoid any more delays.

Commissioner Fullwood motioned to approve the “two options” as stated on the grant agreement and execute. Commissioner Nelson second the motion.

The motion carried with a vote of 4 to 0.

- **Resolution 2024-R04 (approval)**

Chair Hill suggested adding a checklist to OHPA’s procedures when a grant is executed. Mrs. Hebron will assist in creating one.

Commissioner Fullwood motion to approve Resolution 2024-R04. Vice Chair Taylor second the motion.

The motion carried with a vote of 4 to 0.

c. Resolution 2024-R06 Entrance to Port terminal (approval)

Chair Hill explained the resolution addressed the Commissioners’ access to the Port. This matter was brought up at the last meeting. It would allow those Commissioners holding a Transportation Worker Identity Credential (TWIC) card and have experience (safety, familiarity) around the terminal to have unobstructed/unrestricted entrance to the Port. She asked feedback from the Board.

Vice Chair Taylor motioned to approve the resolution. Commissioner Fullwood second the motion for discussion.

Discussion: Commissioner Fullwood suggested the resolution is unnecessary. He believes the Port Operator will assist access to the Port to those Commissioners holding a TWIC card. Vice Chair Taylor countered that a resolution would serve as a policy for the future, so there will not be any questions for Commissioners entering the Port. Chair Hill added that oversight includes reporting, consistency, and access. She understands if there are necessary restraints, reasonable security procedures, or language on the resolution to be added. She also reminded from last meeting that certain members of the Board complained about being hindered, restricted, and chaperoned to do their tasks at the Port. Commissioner Nelson added the reports are taken on by the ones using the equipment at the Port. He has years of experience in and around the terminal. He visits the Port for a specific task and once completed he immediately leaves the vicinity. He hopes that the Port Operator will accommodate. Commissioner Fullwood concurred.

Mr. Haehl explained there is language in the Operating agreement that pertains to indemnification by the Operator to OHPA. Basically, anything that happens at the Port, the Operator is obligated to indemnify OHPA. Some options were: signed waivers; attend daily safety meetings at 7 AM on the days OHPA wishes to enter the Port; or briefings prior to entering the Port if unable to attend the safety meeting that particular day.

Commissioner Nelson specified that he requires unobstructed visits. He wishes to conduct his business at the Port and leave as soon as possible.

Mr. Krechowski suggested mutually developing an attachment to the resolution that addresses necessary requirements, procedures, and guidelines.

Commissioner Fullwood requested to table the item until next meeting.

Vice Chair Taylor withdrew his motion.

Chair Hill officially tabled the item for discussion until the next meeting. She asked Commissioner Nelson to collaborate with Mr. Krechowski and Mr. Haehl and assist with the guidelines. He agreed.

8. New Business

a. Agreement for Nassau Tradeplex signage (revenue, Board action)

This item was identified through a public records request by Scott Moore, District 2 candidate.

In June 2020, Nassau County executed a Quit-Claim deed that gave OHPA the title to the Nassau Tradeplex signage. That same year in September, a business owner (Jason Sessions) at the Tradeplex offered to repaint and maintain the surrounding landscape in lieu of paying rental fee to use the sign. The then OHPA Board voted by majority to grant six-months of rent-free business signage to Southeastern RV & Boat Storage in exchange for clean-up, painting, and landscaping of the Nassau Tradeplex sign.

The above was confirmed by Mr. LaPorte. He added a price was never set for the use of the sign in terms of revenue. Each of the businesses at the Tradeplex owns their own parcel but the sign is owned by OHPA via the Quit-Claim deed. There are four slots on the sign to post business logos. Commissioner Fullwood suggested to research other businesses' fees to use a sign and charge accordingly for the Tradeplex signage.

Mr. Krechowski offered to contact the business owner and possibly prepare a written agreement/document. He added if OHPA decides to charge market value for the use of the signage, then OHPA is responsible for the maintenance and repair. The Board consented.

9. Other items to be brought by Commissioners

Chair Hill reported visiting the Port recently with Mrs. Hebron. The security guard at the gate conveyed some of the staff's dismay about their current pay rate. They claim they are receiving lower pay than the current minimum wage rate. Commissioner Nelson confirmed he heard the same from some of the staff. He offered to communicate with Allied Security and find facts to report back to the Board.

Mr. Krechowski requested a Shade meeting to discuss the PILOT/COFB v. OHPA, Case #2020-C-000284. It was decided to hold the meeting on April 8th at 10:00 am. Mrs. Hebron will post a notice in the local newspaper.

Chair Hill reported a discussion with MARAD (disposition of Fort Clinch tugboat) and Mr. Krechowski earlier today. The options were: 1) termination scenario (terminate the grant and refund the full amount that was dispersed) or 2) sell the vessel based on fair market value and MARAD receives 80%. MARAD has yet to confirm these options. The disposition of the tugboat will not affect OHPA negatively for consideration of future grants.

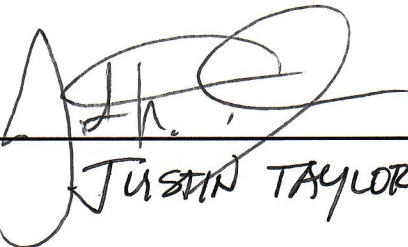
Consequently, a potential buyer of the tugboat reported they were denied access to the vessel for inspection. Mr. Haehl countered that they are just not ready to grant access through the terminal. He added Savage's hesitation is that they consider themselves partners with OHPA based on their contribution to the maintenance and repair of the tugboat. They request more conversation with OHPA before granting access to the tugboat. Mr. Krechowski argued that the Board provided clear directions to allow interested buyers access to the tug. Mr. Haehl requested to wait for MARAD's directions, that Savage had been clear that they want to purchase the tug and to keep the tug at the Port. Chair Hill insisted that the Board's direction still stands, to allow interested parties access the tug. Mr. LaPorte added OHPA has to stipulate a condition on the sale that the tug stays at the Port. Mr. Krechowski explained that no matter which option OHPA chooses, it will be specified that the tug stays in Fernandina. Commissioner Nelson added the aforementioned condition will eliminate some of the interests in the tug. Additionally, he reiterated that the Operator benefited from the revenue of the tug that offsets their investment on the tug. OHPA has not received any portion of said revenue. Commissioner Fullwood

stated he is in favor of Savage purchasing the tug and keeping it at the Port. Mr. Haehl stated he is open to discuss revenue share of the tug after all monetary elements are considered. Chair Hill again requested for the tugboat revenue reports from the Operator. Mr. Haehl argued that the request does not align with the Operating agreement, that it is overreaching. Mr. Krechowski added he repeatedly informed the legal counsel for the Operator that the documents related to the Fort Clinch tugboat and/or any OHPA asset are public record and must be provided. Mr. Haehl offered to gather all the documents and allow OHPA to examine in a room. No timeline or deadline was established. The requested documents (from the acquisition of the Operating agreement to the present) have been outstanding since September 18, 2023. Commissioner Nelson suggested to examine the vessel calls records for the tugboat invoices.

Commissioner Fullwood inquired about the Navy ship docked at the Port for repairs. Mr. Haehl did not know how long it will be docked at the Port and confirmed dockage fees are charged and the Fort Clinch was used to assist.

10. Adjournment

With no other items brought before the Board, the meeting was adjourned by Chair Hill at approximately 7:08 PM.



JUSTIN TAYLOR, VICE CHAIR

04-24-2024

Date