



**Connecticut Port Authority Board of Directors
October 2, 2019 (12:00 PM)**

**Fort Trumbull Conference Room
90 Walbach Street, New London, CT**

Attendance

- Board Members: Acting Chairperson David Kooris; Dave Pohorylo; Linda Savitsky; Don Frost; John Johnson; Parker Wise; Brian Thompson; Phil Scarozzo
- CPA Staff: Andrew Lavigne; Joe Salvatore; Casandra Berthiaume

Phone

- Pam Elkow; Jeff Beckham; Nancy DiNardo; Grant Westerson

Absent

- Terry Gilbertson

Guests

- Martha Klimas; Brian Scott Smith; Dawn Kallen; H Tucker Braddock; Paula Clarke; Ed Evans; Gilles Plante; Bruce Kuryla; Kevin Blacker; Bruce Carlson; Frank McLaughlin; Bill Gash; Geoff Steadman; Ali Halvordson; Judi Sheiffele; Paul Whitescarver; Kim Landess

- **Quorum:** Yes

1. Call to Order

The meeting was called to order by Acting Chairperson Kooris at 12:03 p.m.

2. Approval of Board Meeting Minutes

A motion to adopt the minutes was made by Mr. Johnson and seconded by Mr. Wise, and was so VOTED unanimously.

3. Public Participation Relating to Agenda Items

Kevin Blacker stated that Ms. Elkow and Mr. Johnson recused themselves but voted on the RFP for the State Pier Terminal and the Harbor Development Agreement. Questioned if this was a conflict of interest. Also wanted his previous questions concerning Ms. Lewis to be addressed.

Mr. Blacker had questions regarding agenda items 13 and 14 since there is no Executive Director.

Acting Chairperson Kooris thanked Mr. Blacker.

4. Authority Updates and Acting Chairman Remarks

Mr. Kooris did not have any updates since they would be addressed in the agenda items.

5. CT Pilot Commission Report

Bill Gash outline the Commission's prior recommendation for legislative revision to permit Connecticut-licensed pilots to seek an extension-of-route utilizing experience obtained while piloting under the authority of a federal pilotage endorsement, as is permitted for initial licensure as a CT pilot.

Mr. Gash also requested that CPA established an earmark account using the 6% fee collected by the Authority, specifically to reimburse CT Pilots for incurred safety and training costs meeting the criteria developed by the Commission and as set forth by the Authority. Suggested that reimbursement could be distributed every quarter to six months. As this recommendation has CPA budget implications, Mr. Kooris requested that the Finance Committee discuss those implications at its next meeting. Ms. Savitsky invited David Pohorylo to join the next Finance Committee meeting to discuss further.

6. United States Coast Guard Report

No items to report.

7. Municipal Port Authority Updates

- a. Bridgeport:** Martha Klimas presented Project 15-312 for a High-Speed Ferry-Terminal Facility that is currently in Phase 1. Project intends to construct an additional docking facility and make certain improvements at the existing Water St Dock and Terminal. Goal is to attract a viable commuter ferry service that provides waterborne access to major business centers in CT and NY at competitive rates/times as other forms of transit to those locations.
- b. New Haven:** Judi Sheiffele updated that the Freight Study and Traffic Study are completed. Freight Study looked at an increase in freight and improvements. The Traffic Study looked at terminal opportunities. The Project Feasibility Study's final draft should be completed by 2020 and then sent to Congress. Also new business Safety Kleen will be coming in to provide waste management, used oil recycling and re-refining oil.

- c. **New London:** John Johnson recapped the prior week's meeting with Paul Whitescarver and Joseph Salvatore who outlined the State Pier infrastructure improvements.

8. State Pier Terminal Operator Updates (Gateway New London, LLC)

Giles Plante gave an update on vessel traffic. Orient Sky brought 3000 Metric tons/200 units of steel coils from Nippon Steel and inland transportation is done by truck. On October 9th, BBC Oslo is due to arrive with 1200 metric tons of bundles copper cathode, 6000 units, for Freeport-McMoran in Norwich. Presently, there are 6 railcars on hand in the terminal and will have 4 new next week with salt and lumber. Deliveries to various towns for salt started on September 23rd. Gateway is expecting their first salt vessel at the of November or early December.

9. Office of Policy and Management (OPM) Update

Bob Dakers has been working with CPA to establish a chart of accounts. OPM and Anne Harter are on board to aid with this and work on QuickBooks. Mr. Dakers, OPM and Ms. Harter will be looking into areas of concern or risk factors and working to get them resolved. A firm for finance practices and policies will soon be hired to also aid with the financials at CPA. Also, independent auditor, Blum Shapiro, will be doing annual review shortly. Mr. Dakers said he will give additional updates at the next Finance Committee meeting.

10. Discussion of Harbor Development Agreement Status

Continuing to engage with Eversource, Gateway and Ørsted with additional participation with OPM. CPA remains committed to advancing this in a short time period.

11. Committee Reports

- a. **Finance Committee:** Ms. Savitsky updated that Anne Harter will be helping with the Authority's finances. Ms. Savitsky feels they will be able to move forward and the goal is to keep focusing on the future as well as the past. She asks for patience with everything going on and to stay focused. Next meeting will be October 15th at 2 p.m. at the CT Port Authority office.

12. Old Business

- a. **Discussion of Executive Director Position:** Mr. Kooris stated that effective October 1st, Evan Matthews resigned as Executive Director from the CT Port Authority. Next steps will be suggestions from members to bring in outside help with finding a new Executive Director in the next two weeks to be sent to him. Mr. Johnson stated he doesn't think we need to seek a firm to find a director. He said enough of them know people to find someone. Ms. Savitsky wants to make sure we follow policies and procedures no matter what avenue we take. Maybe within other quasi agencies and state agencies we can get suggestions on a search firm. Mr. Pohorylo said last time they used search firm within DECD and thought that was a mistake. He said they need to go through one who

has experience in maritime, stating that it is a tribal industry. Mr. Kooris added that anyone with individual recommendations should bring them forward. Mr. Dakers asked what the authority is looking for and suggested the individual need to have skills and capabilities for administrative and human resources, as well experience with small office environments. Mr. Kooris reiterated that recommendations on firms or individuals be forwarded to him within the next two weeks.

Mr. Scarrozzo asked what they will be doing in the meantime during the search. Mr. Kooris said right now they're not looking into that but moving forward with finding a new Executive Director. He states that Mr. Whitescarver could take on a leadership for a while but currently he is a contractor. Mr. Savitsky said she's done "interim" work as a contractor for over 14 years, so some option to must be possible to give a contractor certain interim duties and responsibilities. Mr. Kooris stated they should explore further with the board and legal at the next meeting or possibly before.

- b. Discussion of Standing Committees (HR, Legislative, Legal, Audit):** Mr. Kooris asked for thoughts on need for other standing committees other than the Finance Committee. Ms. Elkow doesn't think legislative committee is necessary but HR makes sense while searching for new Executive Director. Mr. Johnson seconded. Rather than form a standing committee, it was agreed to form an ad hoc HR committee with volunteer members including John Johnson, Dave Pohorylo, Don Frost, Parker Wise and David Kooris. This would be an ad hoc committee while searching for Executive Director but possibly evolve more.

Ms. Savitsky suggested that Audit could be part of the Finance Committee's responsibilities.

13. Consideration and approval of a resolution authorizing each of the Chairperson, Vice Chairperson and Executive Director to negotiate, execute and deliver a Memorandum of Understanding by and between the Authority and the Connecticut Department of Administrative Services.

RESOLVED: (Amended) That each of the Chairperson, Vice Chairperson and Executive Director, be and hereby are individually authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to negotiate, execute and deliver a Memorandum of Understanding by and among the Authority, The Connecticut Department of Administrative Services, DECD, DOT and OPM, in such form as each such authorized person individually deems to be in the best interests of the Connecticut Port Authority, and any and all other reasonable and necessary documents in furtherance thereof, on such terms and provisions that each individually shall deem to be in the best interests of the Authority, and to take such reasonable and necessary actions as are reasonably required in furtherance thereof.

Mr. Johnson motioned and Ms. Savitsky seconded. Mr. Kooris highlighted the constrained capacity of the office right now. They're working with OPM discussing potential help for support with projects. This doesn't have budget impact but he's looking into this. Ms. Savitsky asked if DECD should be involved as well. Mr. Kooris agreed. Motion to amend to add DECD and was so VOTED unanimously.

- 14. Consideration and approval of a resolution authorizing each of the Chairperson, Vice Chairperson and Executive Director to negotiate and enter into an Amended and Restated Consulting Services Agreement with Quinn & Hary Marketing for marketing and communications services.**

RESOLVED: That each of the Chairperson, Vice Chairperson and Executive Director, be and hereby are individually authorized, empowered and directed, for and on behalf of the Connecticut Port Authority, to negotiate and enter into an Amended and Restated Consulting Services Agreement with Agenda Item #14, and to negotiate, execute and deliver any and all reasonable and necessary documents in furtherance thereof.

A motion by Mr. Wise and seconded by Mr. Beckham. Mr. Lavigne stated that Mr. Dakers recommended to amend the contract to a reduced scope including essential functions only. There remains potential to seek additional work on an ad hoc basis, subject to pre-approval by CPA of a defined scope and cost. Monthly costs associated with Quinn & Hary be reduced from \$3500 to \$500. So VOTED unanimously.

15. New Business

- a. **Consideration and approval of an amendment to a resolution adopted by the Authority on January 3, 2018, authorizing the Executive Director on behalf of the Authority to enter into various grant Assistance Agreements in connection with Small Harbor Improvements Projects Program (SHIPP).**

RESOLVED: That, in connection with the Small Harbor Improvement Projects Program (SHIPP), the entering into a grant-in-aid Assistance Agreement with each of the municipalities pursuant to the project list, as amended from time to time, are each hereby ratified, confirmed and approved, and each of the Chairperson, Vice Chairperson and Executive Director are individually hereby authorized, empowered and directed, for an on behalf of the Connecticut Port Authority, to negotiate, execute and deliver all such Assistance Agreements and any and all reasonable and necessary documents in furtherance thereof.

Mr. Salvatore gave an update on SHIPP, stating that months ago they did solicitation and received 19 responses. These were reviewed by some of the board members and came up with a list. Dredge season started yesterday and it would be hard to start. Mr. Kooris states to take action on this it needs to go to the State Bond Commission. Mr. Salvatore stated that CPA's enabling legislation outlines that no less than \$5 million should be spent on small harbors each year. Ms. Savitsky questioned what we had was under \$5 million and Mr. Salvatore said it is what we have received. \$11.4 do not quality or did not respond.

- b. **Consideration and approval of a resolution authorizing each of the Chairperson, Vice Chairperson and Executive Director to publish notice of, issue, and seek big solicitations for construction management services with respect to the New London State Pier.**

RESOLVED: That each of the Chairperson, Vice Chairperson and Executive Director, be and hereby are individually authorized, empowered and directed, for an on behalf of the Connecticut Port Authority, to publish notice of, issue, seek bid solicitations and develop criteria for selection process for design-bid-build or construction manager project delivery methods with respect to the New London State Pier and to take any and all reasonable and necessary actions in furtherance thereof.

Mr. Kooris stated that the resolution enables CPA to solicitate construction management services. He stated that any progress beyond the bid solicitations is contingent on future action by the board. There is no money involved at the point in time and he reiterated that any future action will come back to the board. Ms. Elkow and Mr. Thompson abstained. Mr. Johnson motioned and Mr. Wise seconded and was so VOTED unanimously.

- c. Mr. Kooris Mr. Kooris stated that the legal contract with Robinson+Cole expires in November and CPA needs to identify next steps. Mr. Dakers recommended CPA issue two RFPs: one for a firm to keep on retainer with a set number of hours; and another for outside counsel, for certain issue areas or specific expertise, as necessary. Mr. Dakers has drafted the two RFPs. A question was raised regarding whether CPA's current legal contract includes an extension option. Mr. Santoro said he would look at the contract and be in touch with Mr. Kooris regarding the information on extensions.

16. Call to the public

Kevin Blacker asked what happens if the CPA fails to award the \$5 million for SHIPP projects. He stated that he believes CPA did not hold a public hearing last year and no recourse has been made.

17. Adjournment

A motion to adjourn was made by Ms. Savitsky and seconded by Mr. Johnson, meeting adjourned at 1:58 PM.