

**LORAIN PORT AUTHORITY
Board of Directors
Regular Board Meeting
February 11, 2014**

Board of Directors: Mrs. Cook; Messrs. Bansek, Davila, Mullins, Nielsen, Sommers and Williamson, Jr.

Staff: Richard M. Novak, Executive Director
Yvonne Smith, Accountant
Ralph Bruening, Events Coordinator/Facilities Manager
Michael Brosky, Esq.

Guests: None.

- I. **Roll Call.** The meeting was called to order at 7:00 p.m. by Chairman, Carl Nielsen, with roll call indicating a quorum present.

- II. **Disposition of Meeting Minutes:** Disposition of January 14, 2014 Regular Board Meeting Minutes were presented for approval. Motion by Mr. Sommers to accept. Support by Mr. Mullins. Motion carried.

- III. **Report of Officers.**
 - A. **Chairman**
 1. Correspondence received. None.

 - B. **Executive Director**
 1. Independent Contractor Agreement – Independent Naturalists – Shuttle Boats.

Mr. Nielsen presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO AN INDEPENDENT CONTRACTOR AGREEMENT WITH INDEPENDANT NATURALISTS RELATIVE TO THE CONDUCT OF NATURE TOURS UTILIZING THE SHUTTLE BOATS.

Mrs. Cook made a Motion to accept Resolution No. 2014-04. Seconded by Mr. Mullins. Roll call vote as follows:

Ayes: 7 Nays: 0 Abstain: 0 Resolution passed.

2. Independent Contractor Agreement – Ship Captains – Shuttle Boats.

Mr. Nielsen presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO INDEPENDENT CONTRACTOR AGREEMENTS WITH SHIP CAPTAINS RELATIVE TO THE OPERATION OF THE SHUTTLE BOAT VESSELS.

Mr. Bansek made a Motion to accept Resolution No. 2014-05. Seconded by Mr. Mullins. Roll call vote as follows:

Ayes: 7 Nays: 0 Abstain: 0 Resolution passed.

3. Port of Lorain Foundation, Inc. Agreement.

Mr. Nielsen presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO AN AGREEMENT WITH THE PORT OF LORAIN FOUNDATION, INC. REGARDING THE PROVISION OF THE 2014 SHUTTLE BOAT SERVICE TO THE LORAIN LIGHTHOUSE.

Mr. Mullins made a Motion to accept Resolution No. 2014-06. Seconded by Mr. Williamson, Jr. Roll call vote as follows:

Ayes: 7 Nays: 0 Abstain: 0 Resolution passed.

IV. Report of Committees

A. Contract Management Committee.

1. Insurance Update. Messrs. Novak and Mullins indicated that they had met with Dan Kelley of Kelley Insurance. Mr. Kelly had indicated that his firm had purchased Somers Insurance, who had previously provided coverage for the Agency. Mr. Kelly indicated that Somers had attempted to submit a proposal to the Port Authority for coverage through Travelers Insurance, but they had been locked out since Allen-Thorley-DeLloyd had contacted them first. They indicated that they would like to submit a proposal this year and asked if we would name them as Agent of Record, which would allow them to contact Travelers. The Board indicated that since Allen-Thorley-DeLloyd has had the contract for less than a year and that they had initially contacted Travelers that it would not be fair to allow Jack Kelley Insurance to contact them at this time. Further, the Board recommended that Mr. Novak and Mr. Mullins contact Jack Kelley Insurance and indicate that a proposal would be considered if it was from another company similar to Travelers Insurance and commensurate with our current cost when our current policies expire this year.

2. 2014 Boat Launch Management Agreement.

Mr. Nielsen presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO AN AGREEMENT WITH ROBERT FOWLER dba GRUMPY'S BAIT AND TACKLE FOR THE 2014 AND 2015 OPERATION AND MANAGEMENT OF THE AGENCY'S LAUNCH RAMP FACILITIES, (BLACK RIVER WHARF AND EAST SIDE LAUNCH RAMP).

Mr. Williamson, Jr. made a Motion to accept Resolution No. 2014-07. Seconded by Mr. Sommers. Roll call vote as follows:

Ayes: 7 Nays: 0 Abstain: 0 Resolution passed.

B. Strategic Development Plan Committee – No Report.

C. Marketing & Public Affairs Committee –

1. Fee Waiver – Port Levy Fundraiser March 27, 2014. Mr. Bruening stated that the Port Works Levy Committee would request of the Board a fee waiver to utilize the Transportation Center and also the Ferry Terminal Building Meeting Room. Mr. Nielsen made a Motion to grant the Fee Waiver. Seconded by Mr. Mullins. Motion carried.

2. Fee Waiver – Lorain Growth Tourism Committee – Picnic Pickins. Mr. Bruening stated this is the Tourism Committee that operated the Tree and Train Display this year that brought in over 3,000 visitors. All the funds from this fundraiser on May 21, 2014 go toward the Tree and Train Display. Mr. Sommers made a Motion to grant the Fee Waiver. Seconded by Mr. Mullins. Motion carried.

3. Ribs on the River Update. Mr. Bruening stated the dates will be July 31, 2014 through August 3, 2014 and is developing quite well.

4. Marketing Firm Interviews. Mr. Novak indicated that the organization reviewed the current marketing firm, Burges & Burges, and several other marketing firms. Four firms were contacted. Burges & Burges, Maximum Velocity, R Strategy declined and Aespire. All presentations were very well done. Mr. Novak, Mr. Bruening and Mrs. Smith all agree that Maximum Velocity would be a good transition. Numerous positive comments were made by the Board Members that interviewed the firm.

Mr. Sommers made a Motion to amend the Proposed Contract to fill in the blank with Maximum Velocity in the Resolution Heading and under Section I and under Section III a term of ten (10) months with an option to renew for one (1) year. Seconded by Mr. Mullins. Motion carried.

Mr. Davila made a motion to terminate the Contract with Burges & Burges. Seconded by Mrs. Cook. Roll call vote as follows:

Ayes: 7 Nays: 0 Abstain: 0 Motion carried.

Mr. Nielsen presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO A CONTRACT WITH MAXIMUM VELOCITY FOR MARKETING AND PUBLIC RELATION SERVICES FOR THE AGENCY.

Mr. Williamson, Jr. made a motion to accept Resolution No. 2014-08. Seconded by Mrs. Cook. Roll call vote as follows:

Ayes: 7 Nays: 0 Abstain: 0 Resolution Carried.

5. Little Free Library. Mr. Bruening stated this is a Program put together by the Educational Service Center of Lorain County and the Stocker Foundation. It is a nationwide program. A box would be established for the books to be deposited and checked out. Mr. Nielsen made a motion to support the Little Free Library. Seconded by Mr. Davila. Motion carried.

D. Financial Planning and Audit Committee.

1 – 2. Bank Reconciliation Report for January, 2014 and Financial Statement for January 2014. Mr. Davila stated everything seems to be in Order, however, more detailed documentation needs to be present. Mr. Sommers made a motion to accept the January 2014 Financial Statements. Seconded by Mr. Bansek. Motion carried.

3. 2014 Permanent Budget Appropriations.

Mr. Nielsen presented:

A RESOLUTION RATIFYING EXPENDITURES AND AUTHORIZING THE EXECUTIVE DIRECTOR TO REVISE THE 2014 OPERATING BUDGET, TRANSFER AND APPROPRIATE FUNDS AND REQUEST AN AMENDED CERTIFICATE OF ESTIMATED RESOURCES FROM THE COUNTY AUDITOR.

Mrs. Cook made a Motion to accept Resolution No. 2014-09. Seconded by Mr. Mullins.

Ayes: 7 Nays: 0 Abstain: 0 Resolution passed.

4. Then and Now Certificate. None.

5. Copier Lease. Comdoc has approached the organization to review their copier lease packet, but MT Business, our current copier lease, is still lower. Our current contract ends February 2015. It is a five (5) year contract. Mrs.

Smith indicated that it is the staff's recommendation that nothing be done at this time.

6. Northeast Ohio Regional Area Maritime Safety and Security Meeting. Mrs. Smith wanted to make the Board aware that the Marine Patrol, each month, holds a meeting for the Northeastern Ohio Regional Area Maritime Safety and Security Meeting (NEORAMSS). This meeting was held today at Black River Landing Transportation Center. Attendees toured the Ferry Terminal Building and viewed our boat dock. We received a lot of exposure from this meeting.

E. By-Laws and Personnel Committee – No Report.

V. Public Comments. None.

VI. Other Business.

Mr. Williamson, Jr. indicated a group was interested in renting the Transportation Station for a meeting, from 8:00 a.m. – 5:00 p.m. on March 7 and 8, 2014 for training. Mr. Bansek made a motion to rent the Transportation Center to this group, Lorain City Steel, for \$250.00 per day. The deposit still needs to be paid. Seconded by Mr. Nielsen. Roll call vote as follows:

Ayes: 6 Nays: 0 Abstain: 1 Motion carried.
(Harry Williamson, Jr.
Appearance of Conflict
Of interest)

VII. Adjournment.

There being no further business to come before the Board, Mr. Mullins made a motion to adjourn. Seconded by Mr. Bansek. Motion carried. The meeting was adjourned at 8:41 p.m.

Carl Nielsen, Chairman

Richard M. Novak, Executive Director