



319 Black River Lane
Lorain, Ohio 44052
440.204.2269
lorainport.com

DATE: January 5, 2024
TO: Board of Directors
FROM: Brad Mullins, Chairman, Boards of Directors
SUBJECT: Meeting Notice

Please be advised that a Regular Board Meeting has been scheduled for 6:00 p.m. on

Tuesday, January 9, 2024

Location:
Lorain Port and Finance Authority
319 Black River Lane
Lorain, OH 44052

cc: Mayor/Administration
City Council
Media



Lorain Port and Finance Authority
Board of Directors Regular Meeting
Tuesday, January 12, 2023, at 6:00 p.m.
Port Office

AGENDA

- I. Roll Call
- II. Pledge of Allegiance
- III. Disposition of Meeting Minutes
 - A. November 14, 2023, Contract Management Committee Meeting
 - B. November 14, 2023, Regular Board Meeting
 - C. December 12, 2023, Bylaws and Personnel Committee Meeting
 - D. December 12, 2023, Regular Board Meeting
- IV. Report of Officers
 - A. Chairman
 - 1. Correspondence received:
 - B. Executive Director
 - 1. Discussion about Board Retreat/Training
Staff Presenter: Tom Brown, Executive Director
 - C. Assistant Director
 - 1. Important Dates 2024
Staff Presenter: Tiffany McClelland, Assistant Director
- V. Report of Committees
 - A. Contract Management Committee
 - B. Strategic Development Plan Committee
 - C. Marketing and Public Affairs Committee
 - D. Financial Planning and Audit Committee
 - 1. Lorain County Auditor Electronic Payments: Resolution No. 2024-__
Staff presenter: Yvonne Smith, Accountant
 - 2. 2023 Annual Financial Report: Motion to approve
Staff presenter: Yvonne Smith, Accountant

3. 2024 Permanent Budget Appropriations: Resolution No. 2024-__

Staff presenter: Yvonne Smith, Accountant

E. Bylaws & Personnel Committee

- VI. Other Business
- VII. Public Comment
- VIII. Adjournment

**Lorain Port and Finance Authority
Board of Directors
Contract Management Committee Meeting
Port Office
Tuesday, November 14, 2023, at 5:00 p.m.**

Committee Members: Messrs. Veard, Zellers and Zgonc (3)

Board of Directors: Mrs. Silva Arredondo and Messrs. Scott and Nielsen (5:34 p.m.)

Staff: Tom Brown, Executive Director
Tiffany McClelland, Assistant Director
Yvonne Smith, Accountant
Kelsey Leyva Smith, Office Manager
Mike Brosky, Attorney (5:52 p.m.)

Guests: None

I. Roll Call

A. The meeting was called to order at 5:05 p.m. by Contract Management Committee Chairman Jeff Zellers with roll call indicating a quorum present.

II. Report of Chairman

1. Continued Contract Services with Stacy Caddey Proposal: Mr. Zellers said this is our fundraising consultant. Mr. Brown said the board had a lot of questions after her presentation. How do we make the connections? We budgeted for her full contract, so this is a continuation of it. She split it into phases. The staff's recommendation is to contract for the next phase. Mr. Zellers asked about the cost? Ms. McClelland said it's \$90 per hour, which breaks down to \$3,000 a month for one day a week or \$6,000 a month for two days a week. Mr. Zellers said he thinks we have to set some kind of time frame with the ability to renew. Ms. McClelland agreed and said we need to get started. Mr. Brown suggested six months with a six month renewal. Mr. Zellers asked if it would start in the new year? Ms. McClelland said she and Mr. Brown talked about starting in December with Ms. Caddey working one day a week. Then next year we can increase to the two days a week contract amount. Mr. Scott asked if this was negotiable with Ms. Caddey? He said \$90

per hour is a lot. Have we countered? Mr. Zellers said of all the proposals we received from the different fundraising consultants, Ms. Caddey had the best hourly rate. He said he doesn't think \$90 an hour is terrible for professional services. Mr. Veard asked if she is going to counsel us or go out and do the fundraising? He said there is an art to begging, but to pay her to counsel us, he isn't sure at that rate. We need someone to go out and raise money. We have a big nut to crack. Mr. Brown said he is by no means an expert. She was recommended to us by the Lorian Historical Society. She helped them raise \$3 million dollars. She's going to get us ready to meet with the potential donors. Mr. Brown said Ms. Caddey has started to build a relationship with the people she interviewed in the feasibility study and he thinks it's worth it to take the next step. Mr. Scott asked if they raised the \$3 million? Mr. Brown said yes, and then some. Ms. McClelland said every consultant we've met with have offered the same services. No one is actually raising the money for you. They set you up for success to make the ask yourself. It has to be more about relationships. She thinks Ms. Caddey's services would be in line with anyone else's. Regardless of who our consultant is, it will be Mr. Brown, Ms. McClelland and board members in these meetings making the ask. Mr. Zgonc recommended hiring Ms. Caddey immediately for one day a week for December, and after the first of the year we go up to two days a week for six months. He said we're behind the eight ball and we need her experience and skill level. Mr. Zgonc said \$90 per hour is not unusual for this type of request. It can be as high as \$125 or \$150 per hour. Mr. Zellers said he thinks at times it might be 8 hours and others it could be 16 hours. He doesn't want to limit Ms. Caddey, but he does think it needs to be monitored. He wants to do an initial three months with two optional three-month renewals. Mr. Zgonc said that's good with him. Mr. Veard also agreed. Mr. Zellers said it will be 1 or 2 days, so either \$3,000 or \$6,000 a month, for three months. He agrees Ms. Caddey needs to start in December. Mrs. Silva Arredondo asked why three months instead of six? Mr. Zellers said he is confident it will go well but he wants an out if it doesn't. Mr. Zgonc moved to recommend to the full board

hiring Ms. Caddey for three months for up to \$6,000 each month with two options to renew for an additional three months. second by Mr. Veard. Motion carried.

2. Discussion and Analysis of Fundraising Goals: Mr. Brown said the board had questions about a lot of moving parts last month. We're going to talk at a high level about what are our options and goals so the board can then convey to staff what to accomplish. The board asked for a budget analysis and a timeframe. So far, we've been awarded nearly \$2 million and have until 2026 to spend it. If we want to break ground in October 2024, things have to start happening. We need a clear path of goals immediately. Mc. McClelland had prepared a presentation. Before Ms. McClelland started her presentation, Mr. Zellers asked about the releasing architects to start drawings and when we're going to talk about that? Mr. Brown said that would be covered in Ms. McClelland's presentation. Mr. Zellers asked about the other items under the contract section on the regular meeting agenda. Mr. Brown said the AAble Rents contracts are due to necessity. We need the current stage top installed again. Mrs. Leyva Smith said it is the same price as last year to clean, install, remove and store the stage top. Mr. Zellers said when it comes to KB Lawn & Snow, how does their proposal compare to what we previously paid? He also noticed snow removal wasn't included. Mr. Brown said our original landscaping company MTC Horticultural Services was bought out by KB Lawn & Snow. KB honored the contract, which didn't include snow removal. That's just the name of the company. Our snow removal is a separate contract with Born's Landscaping. Mrs. Leyva Smith said our contract with KB was \$72,405. The new proposal for 2024 is \$80,000 and includes area near Coat Guard Station. We had to spend an additional \$7,000 for cleanup around the property line there in the last three years, and now they're including it in our contract to keep a pulse on it. Mr. Zellers asked if our current contract was expiring. Mrs. Leyva Smith said yes, this November is the end of year three. Mr. Brown said he thinks it's in our best interest to stay with KB Lawn & Snow. He doesn't think the increase is that much considering

fuel prices, wage increases and other factors. We're happy with KB and they do good work. Mr. Scott asked what it would take to get additional proposals? Mr. Brown said getting proposals isn't the problem. What happens is a company will come in, see what we currently pay and then say we'll do it for \$72,500. We train them, show them pinch points, etc.... Everyone undercuts and then they can't afford it. We've actually had a company cancel a contract on us in the past after realizing they couldn't do it. Mr. Brown said it is a lot of money but the increase is reasonable. Mr. Zgonc said go with it. Mrs. Silva Arredondo asked if anything changed when we do the stage? Mr. Brown said possibly. Mr. Zellers moved to recommend going with KB Lawn & Snow removal for 2024, 2025, 2026 for \$80,000 each year. Second by Mr. Veard. Motion carried. Ms. McClelland said last time we talked we heard a lot of concern around some moving parts surrounding the stage project. She's created simple charts to show the moving parts and the decisions that need to be made over the next few months through the next year. In the new location, just the stage is \$5.9 million, plus about \$1 million in architectural/engineering fees. The greenroom amenities are an additional \$2.7 million, so altogether it's \$8.2 million plus \$1 million architect and engineering fees, meaning our best guess estimate is \$9.2 million. Ms. McClelland said there is a little bit of savings to do it all at once. Restrooms are a whole other conversation. We have restroom issues today, so they got some estimates. Ultimately, we're looking at adding onto the Train Station or building out restrooms in one of the pavilion structures. Depending on the direction we go, that would add \$200-500k that is not included in any other costs. This is just one of the moving parts. Ms. McClelland then moved on to the drop dead dates for notices to proceed for our \$9.2 million project. Mr. Brown said this would be breaking ground October 1, 2024. Ms. McClelland said we have to notify the architects by January 8 to proceed with their drawings. Between now and that date, we have to decide if we're building a stage for \$6 million, a stage and greenroom for \$9 million, or something completely different. The architects will start as soon as we are ready. Mr.

Brown said if we get them started in December, we get an extra four weeks and the deadlines look a little more forgiving. Ms. McClelland said we have to do something related to the stage. That vinyl is old and we're lucky it's still able to be installed. If we keep our current stage we have to replace the vinyl. Mr. Zgonc asked about what that would cost? Ms. McClelland said a couple of years ago it was \$150,000, but that number could be higher today. Mr. Brown said we were hyperaggressive to think we could break ground this fall. Realistically we have until 2026 to spend the ARPA dollars.

III. Other Business

A. None.

IV. Adjournment

A. There being no further business to come before the committee, Mr. Veard moved to adjourn. Mr. Zgonc seconded. Meeting adjourned at 6:12 p.m.

Jeff Zellers, Chairman

Tom Brown, Executive Director

Lorain Port and Finance Authority
Board of Directors
Regular Meeting
Port Office
Tuesday, November 14, 2023, at 6:00 p.m.

Board of Directors: Ms. Bonilla (left @ 7:01p); Mrs. Silva Arredondo; Messrs. Mullins (6:27 p.m.), Nielsen, Scott, Veard, Zellers and Zgonc (8)

Staff: Tom Brown, Executive Director
Tiffany McClelland, Assistant Director
Yvonne Smith, Accountant
Kelsey Leyva Smith, Office Manager
Mike Brosky, Esq., Port Attorney

Guests: None

I. Roll Call

A. The meeting was called to order at 6:18 p.m. by Vice Chairman Carl Nielsen with roll call indicating a quorum present.

II. Pledge of Allegiance

III. Disposition of Meeting Minutes

A. October 10, 2023, Regular Board Meeting: Mr. Nielsen asked if there were any changes or corrections? Mrs. Leyva Smith said yes. On page one, she removed Mrs. Silva Arredondo and Ms. McClelland, and added Ms. Bonilla and Mrs. Smith. Mr. Zellers moved to approve as corrected. Second by Mr. Veard. Motion carried.

IV. Report of Officers

A. Chairman

1. Correspondence received:

a. Mr. Brown said an email went out about two tickets we have to the Mexican Mutual Society event at 5 p.m. on Saturday, Nov. 18. We got them as part of our sponsor package, which covers us sponsors for their 2024 events. If no one interested, just let us know.

b. Report to council: Mr. Brown said after the dialogue at the last meeting, he reached out to Councilman Rey Carrion who is the chair of the program committee. He and Ms. McClelland went to the following week's council meeting to give a presentation and provide an update on the stage project. Council loves us and were happy for the update. They were not concerned and it went well. Mr. Zgonc asked if the Mayor was off base? Mr. Brown said he thinks it may have been a topic, and some council members weren't present, but those in attendance took turns saying they loved the port, trust us and know good things in the city start with the port.

B. Executive Director

1. Presentation of Levy Options: Mr. Brown said last month we presented the two charts and the board decided to hold off on choosing a replacement or renewal levy for the upcoming March 2024 election. If we look at the Lorain County Metro Parks as a comparable, they came in with 67.3 percent approval rating on a replacement levy. He wants a shot at going for the replacement levy and believes we have the reputation and support. If it doesn't pass we have another shot in November 2024. It's been 20 years since our last replacement levy. Mr. Brown said now is the time. Everything has gotten more expensive. Mr. Nielsen agreed. Mr. Brown said it would be an additional \$180,000 each year. The millage goes from a cost of \$28 per \$100,000 to \$35 per \$100,000, so a \$7 increase. Mrs. Smith said the county auditors estimate it will generate \$1,220,000 for us per year. Mr. Nielsen asked if that would fluctuate? Mrs. Smith said the number is fluid based on who pays their taxes. Mr. Scott doesn't want us to be confused with the county port. Mr. Brown said the staff and board members are good at making ourselves available and we will talk at every meeting possible to talk about our sites, our programming, our successes. That's how you get a levy passed. Signs don't vote, people vote. Mr. Nielsen said board members have to network. Mr. Zgonc said everything Mr. Nielsen said was true. He said our front sign needs updated so we can better brand ourselves. Mr. Nielsen said people don't read past the word "Lorain." He can't tell you how many people

think we bought the Midway Mall. He doesn't see how we win that battle. Unless we completely change our brand, people might confuse the two. Mr. Brown said he will get the front sign updated. Mr. Zellers said we have two options: Replacement means additional dollars, renewal is what we get today. Mr. Zellers moved to go for the replacement levy. Second by Mr. Nielsen.

Mr. Nielsen presented:

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE LORAIN PORT AUTHORITY AUTHORIZING REQUEST FOR REPLACEMENT OF AN EXISTING TAX LEVY FOR ALL PURPOSES OF THE LORAIN PORT AUTHORITY, INCLUDING ITS CONTINUING WATERFRONT DEVELOPMENT ACTIVITIES AND ECONOMIC DEVELOPMENT ACTIVITIES, AND FOR THE SUBMISSION OF THE REPLACEMENT TAX LEVY TO THE ELECTORS WITHIN THE JURISDICTION OF THE LORAIN PORT AUTHORITY IN THE MARCH 19, 2024, PRIMARY ELECTION.

Mr. Zellers moved to approve Resolution No. 2023-18. Second by Mrs. Silva Arredondo. Roll call vote as follows:

Ayes: 8 Nays: 0 Abstain: 0 Resolution Passed

V. Report of Committees

A. Contract Management Committee

1. Able Rents Stage Top Proposals: Mr. Zellers said the contract committee met today at 5 p.m. We have four proposals from Able Rents. They are for the cleaning, installation, removal and storage of the stage top. The quotes are the same as a year before. We don't have a lot of options to go anywhere else. The Contract Management Committee recommends the full board approve the proposals. Ms. Bonilla moved. Second by Mr. Zgonc. Motion carried.
2. KB Lawn and Snow Removal Grounds Maintenance Proposal: Mr. Zellers said this contract used to be with MTC Horticultural Services and they sold to KB Lawn & Snow. They've done phenomenal with landscaping and work well with the staff. Their proposal is for \$80,000 annually, which is about a 10 percent increase from our last contract. Mr. Brown said in the last three years we've had to contract twice for about \$7,000 worth of cleanup along our fence

line we share with the Coast Guard at Riverside Park. Instead of coming in after the area is overgrown, they're going to regularly manage it as part of the contract. Mr. Zellers said this would be for the next three years with no increase. The committee recommends the full board approve the proposal.

Mr. Nielsen presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO AN AGREEMENT WITH KB LAWN & SNOW REMOVAL LLC FOR PROFESSIONAL SERVICES RELATIVE TO THE 2024 LAWN MOWING GROUNDS MAINTENANCE OF LORAIN PORT AUTHORITY PROPERTIES.

Mrs. Silva Arredondo moved to approve Resolution No. 2023-19. Second by Mr. Zellers.

Roll call vote as follows:

Ayes: 8 Nays: 0 Abstain: 0 Resolution Passed

3. Continued Contractual Services with Stacy Caddey: Mr. Zellers said is related to the fundraising for the stage project. Ms. Caddey has fulfilled the first part of her contract, which was the feasibility study to give us an idea of what is realistic for us to raise through fundraising. Her estimate was that we could raise about \$2 million. The next step is getting the fundraising committee together and then getting out in front of people. The proposal is \$90 per hour. If it's 8 hours for the week, that would be \$3,000 or if it's 16 hours it's \$6,000 per month. The committee recommends the full board approve signing up for three months with the ability to renew for three more months if things are going well, and then an additional three months after that if needed. Mr. Brown and Ms. McClelland will monitor Ms. Caddey's hours. The goal is to start in December. Mr. Nielsen asked if the max is 16 hours per week? Mr. Brown said yes. Mr. Scott moved to approve. Second by Mr. Zellers. Motion carried.
4. Fundraising discussion: Mr. Zellers said Ms. McClelland made a presentation to the committee about decisions that need to be made by the full board as they relate to the stage project. He turned the floor over to her. Ms. McClelland said the conversation during the committee was about the decisions and the moving parts of decisions that are going to influence how

we move forward with the stage project. Just the stage is \$5.9 million. On top of that is \$1 million in architect/engineering fees. Altogether it's about \$7 million for just the stage. The greenroom is \$2.7 million. Everything together is a little discounted, so it would be \$9.2 million to build everything. Mr. Zellers said sound equipment wasn't included. Whiting Turner's fee is included in the \$5.9 million. Mr. Brown said industry experts across the spectrum say we should have the stage engineered for sound equipment and not own sound equipment. So, in theory, we would go out for proposals like we do for ground maintenance and contract with someone for three years to bring in sound equipment. That would then be built into what we charge. Ms. Bonilla asked if the company would need to come in to install equipment each week like how it is now? Mr. Brown said it would be a hybrid. Some things will be seasonal. The rigging would be built into the structure, so setup could go from taking 8 hours to 2 hours. Currently, we have \$995,000 from the county. We have a \$995,000 commitment from the City of Lorain. She said the funding is broken down into that \$2 million in cash, the cash and financing the Port is willing to put in and the estimated \$2 million Ms. Caddey believes we can raise. That would leave us \$3 million shy of the \$9 million total. Mr. Zellers said it's only \$9 million if we do the greenroom. Ms. McClelland said that's correct. Mr. Zellers said it's \$7 million to move the stage and we could do the greenroom at a later date. But that scenario leaves us only \$1 million short of moving the stage. Ms. McClelland said yes, but that's if the board is comfortable with financing. Mr. Brown said we're still chasing grants and other funding sources. Mr. Mullins said he thinks we need to go for the big number to do the whole project. We can't get the caliber of acts we want without a greenroom. Mr. Brown said we have quickly approaching timeframes and we have to come to a conclusion on what we want the architects to draw up. Mr. Zellers said do we take the risk and keep with the current plan to relocate the stage. He's comfortable going with having them design the relocated stage and greenroom now. Mr. Mullins asked if the board felt we could raise \$2 million. Mr. Zellers said he thinks we can. He's more comfortable letting the

architects do their thing knowing we may not construct the greenroom. Mr. Mullins asked if we knew about the savings related to keeping the stage where it's currently located? Mr. Zellers said no. Mr. Brown said he's going to set up a meeting with the architects for next week. Mr. Mullins said we have more danger of not doing it than the location of the stage. He wants to know the cost savings of keeping the stage in its place. Mr. Zellers said Whiting Turner needs to be in the meeting, too. Mr. Scott said he thinks we need to tell the architects where we are financially. Mr. Brown said the conversation with the architects will be that the board instructed me to meet with you because \$x amount is the top amount we think we can get. It's a negotiation. Mr. Zellers said Whiting Turner gave a detailed estimate. He doesn't think it will be that big of an exercise. Mr. Zellers said we've got to have an idea of what it will cost to keep the stage where it is now by the December meeting. We're either going to pay them or where not breaking ground. Mr. Brown said the other option could be moving the stage but not compressing the bowl. Mr. Zellers said he thinks we need to focus on if it's a \$4 million or \$7 million dollar project. Mr. Scott is still skeptical. Mr. Zellers said we've got \$2million now another \$1 million we can finance plus \$500,000. The risk really is how much above that do we go?

B. Strategic Development Plan Committee

1. Mr. Zgonc said he had no report.

C. Marketing and Public Affairs Committee

1. Mr. Nielsen said he had no report.

D. Financial Planning and Audit Committee

1. August 2023 Financial Statement: Mrs. Smith said Ms. Bonilla left the meeting at 7:01 p.m., but she reviewed August, September and October financials prior to tonight's meeting. Ms. Bonilla also did the bank reconciliation for all three months. Mr. Zellers moved to approve the August financials. Second by Mrs. Silva Arredondo. Motion carried.
2. September 2023 Financial Statement: Motion by Mr. Veard to approve the September financials. Second by Mr. Zellers. Motion carried.

3. October 2023 Financial Statement: Mr. Nielsen moved to approve the October financials. Second by Mr. Veard. Motion carried.
4. Budget Amendment: Mrs. Smith said one item that we are changing that the board has to be aware of is the salaries. We are adding \$5,000 to that line item for Mrs. Leyva Smith and to keep the intern through the end of the year.

Mr. Mullins presented:

A RESOLUTION RATIFYING EXPENDITURES AND AUTHORIZING THE EXECUTIVE DIRECTOR TO REVISE THE 2023 OPERATING BUDGET, TRANSFER AND APPROPRIATE FUNDS AND REQUEST AN AMENDED CERTIFICATE OF ESTIMATED RESOURCES FROM THE COUNTY AUDITOR.

Mr. Zellers moved to approve Resolution No. 2023-20. Second by Mr. Nielsen. Roll call vote as follows:

Ayes: 8 Nays: 0 Abstain: 0 Resolution Passed

E. Bylaws and Personnel Committee

1. Discussion on Employee Compensation: Mr. Brown said the board asked us to begin this dialogue in November instead of December. He said restructuring was done last year and that resulted in bigger raises. This year is more status quo and there are no requests from the staff. Mr. Zellers said at Brewer Garret it's 3.5% for cost of living. Mr. Brown said he just wanted to start the dialogue and a committee meeting can be scheduled for December. Mr. Mullins thinks a committee meeting would be good.

VI. Other Business

A. None

VII. Public Comment

A. None

VIII. Adjournment

- A. There being no further business to come before the board, Mr. Scott moved to adjourn. Mr. Nielsen seconded. The meeting adjourned at 7:35 p.m.

Brad Mullins, Chairman

Tom Brown, Executive Director

Lorain Port and Finance Authority
Board of Directors
Bylaws & Personnel Committee Meeting
Port Office
Tuesday, December 12, 2023,
Immediately after Contract Management Committee

Committee Members: Mrs. Silva Arredondo; Messrs. Mullins and Zgonc (3)

Board of Directors: Ms. Kiraly; Mr. Nielsen

Staff: Tom Brown, Executive Director
Tiffany McClelland, Assistant Director
Kelsey Leyva-Smith, Office Manager
Michael Brosky, Esq., Port Attorney (5:52 p.m.)

Guests: None

I. Roll Call

A. The meeting was called to order at 6:35 p.m. by Bylaws & Personnel Committee Chairwoman Michele Silva Arredondo with roll call indicating a quorum present.

II. Disposition of Meeting Minutes

A. September 12, 2023, Bylaws & Personnel Committee Meeting: Mr. Mullins moved to accept the minutes. Second by Mr. Scott. Motion carried.

III. Report of Chairman

1. Mrs. Silva Arredondo: Asked Mrs. Leyva Smith to resend the Personnel Policies so they can be reviewed at the next committee meeting.

IV. Other Business

A. None.

V. Executive Session: Personnel

A. Mr. Zgonc moved to enter executive session to discuss personnel. Second by Mr. Mullins. Roll call vote as follows:

Ayes: 5 Nays: 0 Abstain: 0 Motion carried

Mr. Scott moved to exit executive session. Second by Mr. Veard. Motion carried.

VI. Adjournment

- A.** There being no further business to come before the committee, Mr. Scott moved to adjourn. Mr. Veard seconded. Meeting adjourned at 6:10 p.m.

Michele Silva Arredondo, Chairwoman

Tom Brown, Executive Director

Lorain Port and Finance Authority
Board of Directors
Regular Meeting
Port Office
Tuesday, December 14, 2023, at 6:00 p.m.

Board of Directors: Ms. Bonilla and Kiraly; Mrs. Silva Arredondo; Messrs. Mullins, Nielsen, Scott, Veard, Zellers and Zgonc (9)

Staff: Tom Brown, Executive Director
Yvonne Smith, Accountant
Kelsey Leyva-Smith, Office Manager
Mike Brosky, Esq., Port Attorney

Guests: None

I. Roll Call

A. The meeting was called to order at 6:11 p.m. by Chairman Brad Mullins with roll call indicating a quorum present.

II. Pledge of Allegiance

III. Disposition of Meeting Minutes

A. October 24, 2023, Special Board Meeting: Mr. Veard moved to approve the meeting minutes. Second by Mrs. Silva Arredondo. Motion carried.

IV. Report of Officers

A. Chairman

1. Correspondence received:

a. Mr. Brown said he handled all correspondence.

B. Executive Director

1. Stacy Caddey Recommendations: Mr. Brown said he and Ms. McClelland have had a few Zoom calls about the next steps. We need to work on the steering committee. We need participation from the board. One or two board members need to be on the committee and lend that leadership and expertise. They will then reach out to the people in the feasibility study who were willing to be on the steering committee, and then likely name a co-chair from the private sector. Once we have the full steering committee we get to

work. Mr. Brown said he hopes to start meeting in mid-January. Mr. Brown said he and Ms. McClelland were thinking more aggressively on the timeline, but Ms. Caddey said mid-January. Mr. Kiraly said she would love to be considered. Mr. Zellers said he would volunteer. Mr. Mullins volunteered, too. Mr. Brown said we were looking for two, but three is even better. A board member would need to be one of the co-chairs. Who would want to be a co-chair? This would be a pretty involved position. Ms. McClelland said ideally the committee would have 8 people. It can go up to 10. It shouldn't be all board members. Mr. Brown will be one. Then four other people from the list we're compiling of interested people. Mr. Zellers said he thinks the Mayor's name needs to be up there. Ms. McClelland said the mayor and council people were on the list, but they were removed because it was recommended we not include political figures. Mr. Brosky suggested Tony Gallo. Ms. McClelland said we can add back anyone the board feels strongly about. Mr. Zellers asked about the director of the Lorain County Port Authority? Mr. Brown said we can ask him. Mr. Zellers said he thinks we need to get the county involved. Ms. Caddey said if we want a larger reach, we need people outside Lorain County. Mr. Brown said Linda Corrigan is who dressed up at the concerts, she used to be a fundraiser for University Hospitals. Ms. McClelland said this doesn't have to be decided tonight, but we want to zero in on the board member commitments. Ideally, the board members would be the co-chairs of the fundraising committee. The hope is they can find committee members by the start of January and by mid-January we want to schedule the first fundraising meeting. Tonight, we need to decide the board members who will be on the committee. Mr. Brown said Ms. Kiraly, Mr. Zellers and Mr. Mullins will be included in the committee emails moving forward.

C. Assistant Director

1. Economic Development Resolution: Ms. McClelland said in 2020, we passed a resolution in line with our strategic plan to take the economic development dollars generated by the port authority and set it aside for economic development related activities. Those funds have been sitting in a pot

because they're restricted. There is roughly \$700,000 in the fund today. We are at a crossroads. The money that could potentially go toward the stage project is currently restricted. This resolution would rescind the 2020 resolution so we no longer have any restricted funds. Mr. Brown said the stage forced this hand a little faster. He said we also weren't taking any expenses out anymore. Ms. Kiraly asked why we passed the resolution? Ms. McClelland said it was to build a fund specifically for economic development. When we started our strategic plan in 2020, the goal was to become more self-sufficient and potentially eventually have a loan or bond fund reserve. Mr. Zellers said the idea was if we had a large enough fund, Ms. McClelland could do economic development full time. Mr. Brown said the accounting also became difficult, and then we were only adding to it and not taking any out.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO RESCIND RESOLUTION NUMBER 2020-26 FOR THE SET ASIDE OF ANY ECONOMIC DEVELOPMENT RELATED REVENUES TO BE USED FOR THE PURPOSES OF ECONOMIC DEVELOPMENT RELATED ACTIVITIES.

Mr. Zellers moved to approve Resolution 2023-21. Second by Mr. Nielsen. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

V. Report of Committees

A. Contract Management Committee

1. Murray Ridge Litter Control Contract: Mr. Zellers said the committee met tonight before the regular meeting. The committee recommended the full board approve the proposed contract.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO A CONTRACTUAL AGREEMENT WITH THE MURRAY RIDGE PRODUCTION CENTER, INC. FOR THE GENERAL CLEAN-UP OF LITTER AND

DEBRIS GROUNDS SERVICES FOR PROPERTIES OWNED BY THE LORAIN PORT AUTHORITY.

Mr. Veard moved to approve Resolution No. 2023-22. Second by Mr. Scott. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

2. Trolls Under the Bridge Lease Discussion: Mr. Zellers said we lease space to them in our concession stand for shaved ice in the summer. Their lease is \$200 a month. They're asking to not pay during the winter months. The committee is recommending staying with the \$200 a month. We feel it is a bargain. Mr. Brown will talk to Rockin' on the River about fees this coming season. Ms. Bonilla moved to approve keeping the lease payment at \$200 per month throughout the year. Second by Mrs. Silva Arredondo. Motion carried.
3. Stage Architects Proposal: Mr. Zellers said this we need to have the architects under contract by the start of January so we can have the drawings and documents ready to go out to bid by June 2024 to break ground in fall 2024. The committee recommends Mr. Brown have the ability to negotiate the final wording with a price not to exceed \$986,250. In particular, he thinks we need to look at insurance requirements and have Mr. Brosky review the proposal. Mr. Brosky said the other party wants to take out the arbitration clause. He said we want to ensure it's in Lorain County if litigation comes up. Mr. Zellers said he wants to push back on prices a bit. We would like the full board's approval to get started. Mrs. Smith said the purchase order normally includes extra for the reimbursables. Mr. Zellers said we can include wiggle room. Mr. Brown said we can phase the approach. We just need to get them drawing. We can open future purchase orders. Mr. Zgonc said the timeline in the contract isn't right. Mr. Zellers said it isn't and that will be corrected. Whiting Turner said the permit drawings need to be done by 6-18-24.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO AN AGREEMENT WITH BIALOSKY CLEVELAND FOR THE NEXT PHASE OF ARCHITECTURE AND ENGINEERING SERVICES FOR THE BLACK RIVER LANDING AMPHITHEATER PROJECT.

Mr. Zellers moved to approve Resolution No. 2023-23. Second by Ms. Kiraly. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

B. Strategic Development Plan Committee

1. Mr. Zgonc said he had no report.

C. Marketing and Public Affairs Committee

1. Mr. Nielsen said he had no report.
2. 2023 Shuttle Boat Statistics: Mrs. Leyva Smith said we scheduled 215 trips this season and of those 39 were cancelled, so we ran a total 176. Our total passenger count was 3,052. We ran 35 more trips this year than in 2022. The Water Taxi ran 24 times and there were a total of 1,483 riders. Mrs. Leyva Smith clarified the Water Taxi passengers are included in the total passenger count. Most of the Water Taxi passengers picked up the boat at Black River Landing. Over the last five years, the cost of insurance as steadily gone up. Overall, this season was similar to last in that we lost about the same amount of money. Mr. Mullins said he thinks the boats had more passengers per trip this season. Mrs. Leyva Smith said yes, we had an average of 10 per trip. The average cost per trip this year was about \$225. The average hourly cost was just under \$85. Mr. Scott asked how we break even? Mr. Mullins said charge people. Mrs. Leyva Smith said yes, we either need to raise the price of the trips or somehow have more. Additional sponsors is another possibility.
3. Crow's Nest Digital Media Agreement: Mr. Brown said this is Chris Haynes. He manages our social media and YouTube pages. Our numbers are doing well and the pages are popular. We have another camera on order so we'll soon have two 24-hr cameras. He recommends an additional year at the same rate of \$1,500 a month or \$18,000 annually.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO A ONE YEAR EXTENSION WITH CHRIS HAYNES DBA CROW'S NEST DIGITAL MEDIA FOR MARKETING AND MEDIA PRODUCTION SERVICES AT A MONTHLY RATE OF \$1,500.00.

Mr. Nielsen moved to approve Resolution No. 2023-24. Second by Mrs. Silva Arredondo. Roll call votes as follows:

Ayes: 9 Ayes: 0 Abstain: 0 Resolution Passed

D. Financial Planning and Audit Committee

1. November 2023 Financial Statement: Ms. Bonilla said she reviewed the financials and everything looks great. Mrs. Smith said we're on track as we get toward the end of the year. Mr. Scott moved to approve the November financials. Second by Mr. Veard. Motion carried.
2. Inclusive Project Planning Grant Advancement of Funds Extension: Mrs. Smith said we have two special revenue grant funds she isn't sure will be done by year end, so she's requesting an extension for repayment. We think the Inclusive Project Planning Grant will close by year end, so the next resolution covers us if it does close. This extension is through March 2024. Ms. Kiraly abstained due to the appearance of a conflict of interest.

Mr. Mullins presented:

A RESOLUTION TO APPROVE A REPAYMENT EXTENTION FOR THE ADVANCEMENT OF FUNDS FROM THE GENERAL FUND TO A SPECIAL REVENUE INCLUSIVE PROJECT PLANNING GRANT FUND.

Mr. Veard moved to approve Resolution No. 2023-25. Second by Mr. Nielsen. Motion carried.

Ayes: 8 Nays: 0 Abstain: 1 Resolution Passed

3. Transfer of Funds from Inclusive Project Planning Fund to the General Fund: Mrs. Smith said this is the resolution to pay back the general fund if the grant closes before the end of the year. We're going to have a balance of \$1,936.25

remaining. Ms. Kiraly abstained due to the appearance of a conflict of interest.

Mr. Mullins presented:

A RESOLUTION TO APPROVE A TRANSFER OF FUNDS FROM THE INCLUSIVE PROJECT PLANNING SPECIAL REVENUE FUND TO THE GENERAL FUND.

Mr. Nielsen moved to approve Resolution 2023-26. Second by Mr. Veard. Roll call vote as follows:

Ayes: 8 Nays: 0 Abstain: 1 Resolution Passed

4. Port and Parks Bike Trail Station Advancement of Funds Extension: Mrs. Smith said we probably won't close this until early January 2024. The advancement of funds will need an extension as a result.

Mr. Mullins presented:

A RESOLUTION TO APPROVE A REPAYMENT EXTENTION FOR THE ADVANCEMENT OF FUNDS FROM THE GENERAL FUND TO A SPECIAL REVENUE COASTAL MANAGEMENT PORT AND PARKS LAKE ERIE BIKE TRAIL STATION FUND.

Ms. Kiraly moved to approve Resolution No. 2023-27. Second by Mr. Zgonc. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

5. 2024 Temporary Budget: Mrs. Smith said we do this in December as it allows us to operate through the first part of the year until we close 2023.

Mr. Mullins presented:

A RESOLUTION TO APPROVE THE 2024 TEMPORARY APPROPRIATIONS FOR THE LORAIN PORT AUTHORITY.

Mr. Zellers moved to approve Resolution No. 2023-28. Second by Mrs. Silva Arredondo. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

6. Budget Amendment: Mrs. Smith said this is due to the Port and Parks Bike Trail Grant. She needs to add in the revenue and expense of \$6,260.03 in that fund.

Mr. Mullins presented:

A RESOLUTION RATIFYING EXPENDITURES AND AUTHORIZING THE EXECUTIVE DIRECTOR TO REVISE THE 2023 OPERATING BUDGET, TRANSFER AND APPROPRIATE FUNDS AND REQUEST AN AMENDED CERTIFICATE OF ESTIMATED RESOURCES FROM THE COUNTY AUDITOR.

Mr. Zellers moved to approve Resolution No. 2023-29. Second by Ms. Kiraly. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

E. Bylaws and Personnel Committee

1. Mrs. Silva Arredondo said the committee met before the meeting. They had an executive session. She asked the board to adopt the committee recommendation for the cost of living increases for the staff authorized by the chair. Mr. Scott moved to approve. Second by Ms. Bonilla. Motion carried.

VI. Other Business

- A. Mr. Mullins asked about Oasis Marinas. Mr. Brown said the issues decreased with weather and the temporary gate. The permanent one should be ready in the next few weeks. There's going to be some public backlash. We'll publish our release as needed. We're still working with the marina on plans for next year. Mrs. Silva Arredondo asked about Erie Steak and Seafood. Mr. Brown said they're still transitioning out. Mr. Zgonc asked if we're leasing the restaurant to Mr. Jim Andrews. Mr. Brown said no, Oasis handles that lease.

VII. Public Comment

- A. None.

VIII. Executive Session: Property Disposition

- A. Ms. Bonilla moved to enter executive session. Second by Mr. Zgonc. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Motion Carried

Mr. Scott moved to exit executive session. Second by Ms. Bonilla. Motion carried.

IX. Adjournment

A. There being no further business to come before the board, Mr. Scott moved to adjourn. Mr. Veard seconded. The meeting adjourned at 7:16 p.m.

Brad Mullins, Chairman

Tom Brown, Executive Director

RESOLUTION NO. 2024-__

A RESOLUTION TO AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO SET UP AND MAKE CHANGES TO THE LORAIN PORT AUTHORITY BANK ACCOUNT INFORMATION WHERE FUNDS WILL BE SETTLED FROM THE LORAIN COUNTY AUDITOR REGARDING ACH TRANSACTIONS.

WHEREAS the Lorain County Auditor collects and distributes the real estate taxes for all subdivisions in Lorain County; and,

WHEREAS the Lorain Port Authority receives their levy funds through the Lorain County Auditor’s office.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Lorain Port Authority:

SECTION I. That Tom Brown Executive Director, Tiffany McClelland Assistant Director, Yvonne Smith Accountant and Kelsey Leyva Smith Office Manager are authorized to set up and make necessary changes to the Lorain Port Authority bank account information to ensure electronic transactions for the agency.

SECTION II. It is found and determined that all formal proceedings and actions of this Board concerning and relating to the passage of this resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in such formal action, were in meetings open to the public in compliance with all legal requirements, including Section 121.22, of the Ohio Revised Code.

Ayes:

Nays:

Abstain:

Adopted:

Brad Mullins, Chairman

Tom Brown, Executive Director

RESOLUTION NO. 2024-__

A RESOLUTION MAKING PERMANENT APPROPRIATIONS OF THE LORAIN PORT AUTHORITY FOR CALENDAR YEAR 2024.

WHEREAS, it is necessary to appropriate funds for the operations of the Lorain Port Authority for calendar year 2024.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Lorain Port Authority:

SECTION I. That the budget for the Lorain Port Authority, for the fiscal year beginning January 1, 2024, as prepared by the Fiscal Officer, and recommended by the Financial Planning and Audit Committee, be adopted as follows:

SEE ATTACHED SHEET

SECTION II. That the Chairman and/or Executive Director are authorized to certify said budget and transmit a copy of this Resolution to all officers as required by law.

SECTION III. It is found and determined that all formal proceedings and actions of this Board concerning and relating to the passage of this resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in such formal action, were in meetings open to the public in compliance with all legal requirements, including Section 121.22, of the Ohio Revised Code.

Ayes:

Nays:

Abstain:

Adopted:

Brad Mullins, Chairman

Tom Brown, Executive Director