

## Ocean Highway & Port Authority

Robert Sturgess –Commissioner, District 1  
Danny Fullwood –Chairman, Commissioner, District 2  
Scott Hanna – Secretary/Treasurer, District 3  
Carroll Franklin –Commissioner, District 4  
Mike Cole – Vice Chairman –District 5

### Monthly Meeting Minutes

April 8, 2020

The Ocean Highway and Port Authority of Nassau County held its Monthly Meeting on Wednesday, April 8, 2020 via teleconference call.

The meeting was called to order at 6:02 PM by Chairman Danny Fullwood.

The invocation was given and Pledge of Allegiance was led by Commissioner Hanna. Roll call was conducted by Ms. Barbara Amergian. All Commissioners were present. Also in attendance via the teleconference call was Jeb Branham, Port Attorney; Pierre LaPorte, Port Accountant; Chris Ragucci, Port Director/Port Operator.

**Commissioner Franklin made the motion to accept the February 12, 2020 monthly meeting minutes. Motion seconded by Commissioner Cole. The motion is approved unanimously with no discussion.**

Port Accountant Pierre LaPorte presented the March 2020 financials and the 1<sup>st</sup> Quarter 2019-2020 Report to the Board. The March financials showed a payment of \$20,973 from Worldwide and he noted that the \$850 in discretionary funds had been spent on the Tradeplex sign survey. Mr. LaPorte informed the Board that he will be distributing the audited financials at the next monthly meeting.

Port Attorney Jeb Branham presented his monthly report. Mr. Branham reminded the Board that the mediation date for the PILOT payment issue with the City of Fernandina was scheduled for June 3, 2020. Mediation statements by both parties have been submitted to the Mediator and the statements have been sent to the Board members for review. He informed the Board that he had made some changes to Channel Re-alignment and had sent those to Commissioner Sturgess for review. Mr. Branham had confirmed with Customs and Board Protection that improvements to the Customs House could be made as necessary and that OHPA could proceed with signing the new lease.

**Commissioner Hanna made the motion to authorized Commissioner Franklin to execute the new lease for the Customs House. Commissioner Franklin seconded. Motion was passed unanimously.** Commissioner Sturgess asked for a poll of the vote due to the teleconference.

**Cole YES  
Franklin YES  
Fullwood YES  
Hanna YES  
Sturgess YES**



Port Operator Chris Ragucci apprised the Board of the challenges and potential opportunities for the Port of Fernandina which include hosting cruise ships that need a berthing spot and accepting overflow of containers when larger ports in the area are unable to accommodate due to the backup during the pandemic. Mr. Ragucci presented the March, 2020 tonnage report. Commissioner Franklin asked about precautions for the docked ship's crews during the pandemic and Mr. Ragucci reported that the crews are quarantined onboard the vessels. Mr. Ragucci informed the Board that Worldwide is in negotiations with a wood pulp importer from Europe and this would be a new long-term customer. Mr. Ragucci reported that the dredging project was 80% complete with depths up to 40' at the berth. He anticipates that the project will be completed by the end of the month.

#### Unfinished Business

Attorney Branham addressed the Custom House lease and deficiencies in his report earlier in the meeting. Commissioner Franklin reminded the Board that this is the last month that OHPA will receive a rent payment from the GSA. He asked Mr. Ragucci to take over the utility payments and monthly cleaning bill. Mr. Ragucci said he would look into the expenses and consider.

There was discussion regarding the monies due from Worldwide Terminals to the Ocean Highway and Port Authority. Mr. Ragucci informed the Board that an Allied Security payment check has been mailed to OHPA in the amount of \$8,170.24. Worldwide would be issuing a payment check on Friday (April 10) for a 1/12<sup>th</sup> quarterly payment (\$20,973) to OHPA. Mr. Ragucci told the Board that a line of credit had been applied for and was approved last month but the loan was cancelled due to COVID 19. He also informed the Board that Worldwide had applied for a Paycheck Protection loan and some of those funds would be used to catch up on quarterly payments – he is awaiting approval from the Bank on his loan request. Attorney Branham brought up the issue of getting correct instructions to the Bond Trustee and the need for the Borrower (Worldwide Terminals) to provide the Bond Trustee (Zion Bank) with complete and accurate payment instructions. Currently the instructions only instruct for quarterly payments and do not include monthly maintenance payments nor the anticipated PILOT payments. The Bond Trustee has taken the position that documents are necessary from Worldwide to release funds in the Issuer's (OHPA) account. There was discussion and Commissioner Sturgess requested that Attorney Branham send out a letter outlining the points in dispute to all in an effort to work on the payment issues together.

**Commissioner Franklin made the motion to ask Attorney Branham to investigate the default of Worldwide Terminals for non-payment. Commission Hanna seconded the motion. Discussion followed. Motion withdrawn.**

**Commissioner Sturgess made the motion to take the issue up again once both sides has submitted their positions in writing. Motion withdrawn.**

Attorney Branham requested that Mr. Ragucci send him a copy of the instructions that were sent to the Bond Trustee in March 2020. Mr. Ragucci said that he did not think there would be an objection to that.

**Chairman Fullwood made the motion to replace Mr. Ragucci as the Port Director if monies owed to OHPA and are not paid either through the Bond Trustee or other available funds to bring the account with OHPA current within thirty (30) days. Motion passes unanimously.**

**Cole YES  
Franklin YES  
Fullwood YES  
Hanna YES  
Sturgess YES**

**Chairman Fullwood made the motion to accept the new Port logo. Commissioner Hanna seconded the motion. Motion passed unanimously.**

**Cole YES  
Franklin YES  
Fullwood YES  
Hanna YES  
Sturgess YES**

**Chairman Franklin made the motion to accept Resolution 2020-R03. A RESOLUTION OF THE OCEAN HIGHWAY AND PORT AUTHORITY OF NASSAU COUNTY, FLORIDA AUTHORIZING THE ENTRY INTO A PUBLIC TRANSPORTATION GRANT AGREEMENT WITH THE FLORIDA DEPARTMENT OF TRANSPORTATION FOR FUNDING FOR PLANNING INITIATIVES, INCLUDING MASTER AND STRATEGIC PLANNING; PROVIDING FOR AN EFFECTIVE DATE. Motion passed unanimously.**

**Cole YES  
Franklin YES  
Fullwood YES  
Hanna YES  
Sturgess YES**

**New Business**

Rick Ferrin of TranSystems was in attendance on the teleconference and brought to the Board's attention that Worldwide Terminals is currently past due on three projects in the amount of \$184,662. Commissioner Cole asked Port Attorney Branham if OHPA is ultimately responsible for these amounts as the contract is between OHPA and TranSystems. Because OHPA is the contracting party, yes and Worldwide would be party to any lawsuit that would be filed. Mr. Ragucci stated that Worldwide would be dealing with this issue directly with TranSystems and will make sure they do their best to deal with it in a way that does not impact OHPA. Chairman Fullwood asked that the issue be worked out before next month's meeting.




Committee Reports:

- Port Security – Commissioner Fullwood – Nothing new to report
- Customs House – Commissioner Franklin – Nothing new to report outside of the GSA rental payments, lease and deficiencies already addressed earlier in the meeting. Port Accountant LaPorte will send Mr. Ragucci the monthly expenses for review and consideration.
- Army Corp of Engineers – Commissioner Sturgess – The maintenance dredging of the channel is on track. An updated survey of the channel has been complete with work expected to start in December.
- Economic Development – Commissioner Cole – Nothing new to report.
- Emergency Management – Commissioner Franklin – There was information on beach closings and the COVID19 outbreak in Nassau County.
- Technical Coordinating Committee – Commissioner Hanna -
- TPO – Commissioner Cole – Commissioner Cole -
- Nassau Chamber East Side – Commissioner Sturgess – there was no meeting held but the Chamber is working to keep businesses updated with information.
- Nassau Chamber West Side – Commissioner Cole- Nothing new to report.

The Administrative Office Manager's report was included in the Board's meeting packet and there were no additional questions.

With no other business to come before the Board, the meeting was adjourned at 8:46 PM.

A handwritten signature in cursive script, reading "Danny Fullwood", is written over a solid horizontal line.

Danny Fullwood, Chairman