

PORT OF OSWEGO AUTHORITY
Regular Monthly Meeting
Monday, October 23, 2023

CALL TO ORDER: Mr. Enwright called the meeting to order at 4:34 PM.

PRESENT: Francis Enwright - Chairperson, Constance Cosemento - Vice Chairperson; Dr. John Kares Smith, Stan Delia, Tom Schneider, Diane Zeller, Kathleen Macey, and William Scriber - Executive Director.

ALSO PRESENT: Pat McMahon - Supervisor of Development & Maintenance, Debbie Godden - Accounting Manager, Kim Natoli - Port Employee, Dr. Robert Morgan - Vice President of the H. Lee White Maritime Museum, Ms. Mercedes Niess - Executive Director of the H. Lee White Maritime Museum, Lawrence Ordway - Port Counsel with Bousquet Holstein PLLC on Zoom, Tom Doran and Peg Stone with the Oswego Yacht Club.

ABSENT: None.

EXECUTIVE SESSION

Motion 10-23-2305: A motion was made by Ms. Zeller to move to executive session to discuss purchase of property. Ms. Macey seconded the motion at 4:37 PM. Motion passed. 7-Aye, 0-Nay.

Motion 10-23-2306: A motion was made by Mr. Delia to resume the regular monthly meeting at 5:38 PM. Motion seconded by Ms. Macey. Motion passed. 7-Aye, 0-Nay.

DISCUSSIONS WITH H. LEE WHITE MARITIME MUSEUM & OSWEGO YACHT CLUB

A discussion was initiated with Port Counsel, Mr. Lawrence Ordway, in regards to the LT-5 Grant Contract Proposal. Mr. Ordway recommended that the Port make amendments to the Attachment E to the State of New York Master Contract for Grants to eliminate the Port to the greatest extent possible as being bound by the terms of the Master Contract. Prior to Counsel sending the changes to the Museum, Counsel requests the Board approve making changes to the Attachment E. Counsel will be sending red-line changes of Attachment E that the Port anticipates the State Grant Administrator will accept, to move forward in obtaining the grant money. Per Counsel, even after assuming the State approves the changes, further changes will possibly have to be made to the Grant Master Contract due to the fact that it currently contemplates spending a large sum of money on doing the transportation and restoration of the Tug at dry dock, which would no longer be necessary if moving forward with the plan that was discussed to dewater and defuel the Tug, and find a location to place the vessel. Per Counsel, what the State Grant Administrator was stating was inconsistent with what the documents/contract actually said, and documents are binding, not the word-representation of the Grant Administrator, which was the Port's and Counsel's concerns. No changes have been made to the Master Contract; changes were only being made to Attachment E.

Dr. Morgan commented that the LT-5 has not been defueled to date; he made arrangements to have the fuel oil be evaluated, and discovered that the fuel oil cannot be used and has to be burned due to its age. The Museum will need to seek assistance with an environmental group to remove the oil.

Motion 10-23-2309: A motion was made by Ms. Cosemento to authorize Port Counsel to move forward with changes to Attachment E of the New York State Master Contract for Grants and to send to the H. Lee White Maritime Museum for approval. Motion was seconded by Dr. Kares Smith. Motion Passed. 7-Aye, 0-Nay.

Representatives, Mr. Tom Doran and Ms. Peg Stone, from the Oswego Yacht Club were also in attendance. The representatives provided a history and mission of the Yacht Club, and reiterated the club's interest in possibly being a part of or relocating to the west-side Goble Project. The club currently operates out of the former Office Tavern restaurant, which is not on the water and they are unable to use their hoist, and furthermore they are unable to effectively meet and operate their programs, such as sailboat racing, regattas, the Harborfest Regatta, the Hospice Regatta, community sailing, and their junior sailing program.

Mr. Enwright and Mr. Scriber explained a potential process that the Port and the Oswego Yacht Club would have to navigate for any future joint collaboration, which included conferring with C&S Engineers and the Port's Planning and Development Committee, to have a plan for the Club's needs and wants.

Mr. Enwright questioned Dr. Morgan if there was a DLR report or building design for the Marine Museum, the status of the Eleanor D, and the prospect of a tall ship event. Dr. Morgan stated that the Museum has their board meeting the next day and those issues will be discussed then. The Museum is moving forward with their schooner – the engine was removed, there is a new engine to be installed, the engine room will be cleaned, and it will be painted, and they will be speaking with the area trades to complete the electrical on the schooner.

Conclusion of Marine Museum and Oswego Yacht Club discussions was at 6:00 P.M, with those members leaving the meeting; after a short break the Board reconvened the monthly meeting at 6:06 P.M.

APPROVAL OF MINUTES

Motion 10-23-2301: A motion was made by Dr. Kares Smith to approve the minutes of the September 18, 2023 regular monthly meeting and the minutes of the September 27, 2023 Special Meeting for Dome 4 SEQR Review. Motion was seconded by Mr. Delia. Motion passed. 7-Aye, 0-Nay.

ADMINISTRATIVE OPERATIONAL REPORT

Mr. Scriber, Executive Director, presented the Administrative Operational Report to the Board and addressed any questions or comments.

Report Topics:

Monthly operations update – September 2023

Update on projects:

- Highway H₂O Conference – Mr. Scriber attended the Highway H₂O Conference in Toronto, Canada with Port Board members Ms. Macey and Mr. Enwright during October 17th – 19th.
- Passenger & Freight Rail Assistance Program (PFRAP) Grant – grant submitted to for two grants:

- Stand-alone for electric track mobile that complies with New York state's climate and clean energy initiative ("GreenNY Council"). It is electric and quiet.
- Additional track at the Fitzgibbons property, for a total of 5 tracks at that location.
- Concrete loading pit for potash for Dome 3.
- CSX Rail Visit – Mr. Scriber spoke about our expansion plans in conjunction with businesses they have in the area; positive discussions during the visit.
- Novelis Slabs – The Port will be receiving large Novelis slabs; Mr. Scriber spoke with Novelis transportation representatives today on rail and they will be starting a test of their rail cars to move large ingots out of their plants to Novelis (there are no rails at the local Novelis plant at this time). The plant will be sending them in August 2024, and prior to that, the Port will be running a test in January 2024 on the new railcar that is capable to handle large ingots – the Port will be a test-site receiving the load, unloading it, and giving it to the plant, and mitigating any issues. The Port will be receiving approximately 20-25 railcars per week with slabs that would be transloaded to the plant.
- Letter from the Great Lakes Port Association (GLPA) – The St. Lawrence Seaway is closed at this time due to the Canadian linesmen strike. The whole system is a \$6 billion a year economic engine for seven states, it is affecting the Port immediately as it is putting a hold on our revenue and labor.
- Operation Oswego County – Recent convention. The Port is a selling point for Oswego County. The Port has a close relationship with the IDA and Oswego County, which is a benefit to each.

ADMINISTRATIVE FINANCIAL REPORTS

Motion 10-23-2302: A motion was made by Mr. Schneider to accept the September financial reports as presented; it is nearly on budget. Motion seconded by Ms. Cosemento. Motion passed. 7-Aye, 0-Nay.

Primary Financial Reports

Cash Position
 Balance Sheet
 Profit & Loss Statement
 Marina Profit & Loss Statement

Subsidiary Financial Reports

Monthly Bills
 Accounts payable
 Accounts Receivable
 Loan Summary
 Schedule of Assets
 Sales Report

Chairman's Report: Mr. Enwright commented on his experience at last week's Highway H₂O Conference in Toronto, Canada with Mr. Scriber and Board member Ms. Macey. Mr. Enwright indicated that they made several contacts, was educated about the low-carbon footprints, ballast water treatment on vessels, and scheduled offloading of vessels.

Mr. Enwright also described a meeting that was held between the Port and Oswego City officials, including city councilors and its attorney, the week prior to discuss the Dome 4 Redesign Project. The Port wanted to reach out to the city prior to moving forward with the project, to include the city, to improve the relationship.

COMMITTEE REPORTS:

Executive Committee: No report per Ms. Cosemento.

Audit and Finance Committee: No report per Mr. Schneider.

Governance Committee: Dr. Kares Smith reported on the status of the Confidential Evaluation of Board Performance evaluations. Dr. Kares Smith also stated that he was pleased with delaying the discussions and possible voting on compensatory issues until November's meeting.

Planning and Development Committee: No committee report per Ms. Macey, however she commented on her experience at last week's Highway H₂O Conference in Toronto, Canada and interesting findings on soybeans and docks. She also reiterated that two showers should be constructed in the restrooms at the west-side marina. Mr. Scriber explained that there are space-confines, ADA requirements, utility room and attendant necessities, however stated that he would further confer with the engineers on the matter.

OLD BUSINESS:

None.

NEW BUSINESS:

None.

Motion 10-23-2303: A motion was made by Ms. Cosemento to table the motion to approve compensatory time off policy until the November meeting. Motion was seconded by Dr. Kares Smith. Motion passed. 7-Aye, 0-Nay.

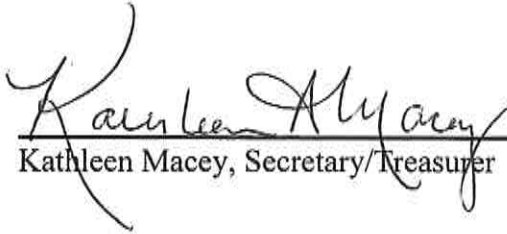
Motion 10-23-2304: A motion was made by Mr. Schneider to authorize the Executive Director to sign and complete any and all paperwork, and fulfill the grant agreement requirements for the U.S. Department of Transportation Maritime Administration under the fiscal year 2022 America's Marine Highway (AMH) Program, MARAD FY 2022 AMH Grant No. 693JF72340008. Motion seconded by Ms. Cosemento. Motion passed. 7-Aye, 0-Nay.

Motion 10-23-2307: A motion was made by Dr. Kares Smith for the Executive Director to extend an offer and negotiate financing for the purchase of property within the terms of the agreement as recommended by Port Counsel. Motion seconded by Ms. Macey. Motion passed. 7-Aye, 0-Nay.

Motion 10-23-2308: A motion was made by Ms. Cosemento for the Port of Oswego Authority Board to hereby authorize the Executive Director, with approval of legal counsel, to finalize the lease agreement known as FY 24-1 and sign on behalf of the Port of Oswego Authority. Motion seconded by Dr. Kares Smith. Motion passed. 7-Aye, 0-Nay.

ADJOURNMENT

Motion 10-23-2310: A motion was made by Ms. Zeller and seconded by Ms. Macey to adjourn the regular monthly meeting at 6:37 PM. Motion passed. 7-Aye, 0-Nay.


Kathleen Macey, Secretary/Treasurer