

AMERICA'S CENTRAL PORT DISTRICT – MINUTES OF BOARD MEETING

November 14, 2016

The regular monthly meeting of the America's Central Port District Board was held at the Port District offices on November 14, 2016 at 11:45 a.m.

Roll call:

Tyrone Echols	Present
Ed Hagnauer	Present
John Hamm III	Present
Robert Shipley	Absent
Steve Signall	Present
Tom Thompson	Absent
Brant Walker	Present
Charles King, Jr.	Present

Those present in addition to the above Members were Dennis Wilmsmeyer, Robbie Williams, Frank Papa, Judy Truskowski, Salina Alfaro, Megan Dittman, Mark Spizzo, Ben McCall, Bill Stahlman, as Port Engineer, of Port Staff; and John Papa of Callis Law Firm, as legal counsel.

Chairman asked for the approval of the Minutes of the last regular meeting of October 17, 2016, which were submitted in advance to each Board Member. Mr. Hamm moved that the Minutes of the meeting be approved. Mr. Walker seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Signall
Walker
King

Voting Nay - None

Chairman declared motion passed and Minutes approved.

Chairman called for the approval of the Statement of Receipts and Disbursements. Mr. Hagnauer moved that the Statement of Receipts and Disbursements be approved. Mr. Echols seconded. Roll call:

Voting Aye - Echols
Hagnauer
Signall
Walker
King

Present - Hamm

Voting Nay - None

Chairman declared motion passed and Statement of Receipts and Disbursements approved.

Resolution was presented, entitled "A RESOLUTION APPROVING LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND CHESTER BROSS CONSTRUCTION COMPANY." The proposed is a two-year lease for office space with a built-in rent escalator for year two. Mr. Echols moved inasmuch as the Resolution as now presented has been previously circulated in written form to and received by all of the Members of the Board, that the reading of said Resolution be waived and that same be adopted in the written form as now presented. Mr. Walker seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Signall
Walker
King

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND CHESTER BROSS CONSTRUCTION COMPANY." The proposed is a two-year lease for open shed warehouse space with a built-in rent escalator for year two. Mr. Echols moved inasmuch as the Resolution as now presented has been previously circulated in written form to and received by all of the Members of the Board, that the reading of said Resolution be waived and that same be adopted in the written form as now presented. Mr. Hamm seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Signall
Walker
King

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND TAN MARKETING." The proposed is a six month extension for space in Warehouse 1, Suite C. Mr. Echols moved inasmuch as the Resolution as now presented has been previously circulated in written form to and received by all of the Members of the Board, that the reading of said Resolution be waived and that same be adopted in the written form as now presented. Mr. Walker seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm

Signall
Walker
King

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND GCS CREDIT UNION." The proposed is a three-year land lease renewal for the Credit Union's ATM with a built-in rent escalator for years two and three. Mr. Hagnauer moved inasmuch as the Resolution as now presented has been previously circulated in written form to and received by all of the Members of the Board, that the reading of said Resolution be waived and that same be adopted in the written form as now presented. Mr. Signall seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Signall
Walker
King

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING AMENDMENT NO. 1 TO THE MARCH 14, 2016 LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND RIVER'S EDGE TERMINALS, LLC." The proposed amends the rent for the seven-year term to include the reimbursement to the Port for the dock door change order. Mr. Hagnauer moved inasmuch as the Resolution as now presented has been previously circulated in written form to and received by all of the Members of the Board, that the reading of said Resolution be waived and that same be adopted in the written form as now presented. Mr. Walker seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Signall
Walker
King

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING A PROFESSIONAL SERVICES AGREEMENT WITH LAUER APPRAISAL COMPANY TO PERFORM AN APPRAISAL OF APPROXIMATELY 321.8 ACRES OF CORPS OF ENGINEERS-OWNED

LAND THAT IS LEASED TO AMERICA'S CENTRAL PORT." Mr. Thompson arrived and his name was placed upon the roll. Mr. Hagnauer moved inasmuch as the Resolution as now presented has been previously circulated in written form to and received by all of the Members of the Board, that the reading of said Resolution be waived and that same be adopted in the written form as now presented. Mr. Hamm seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Signall
Thompson
Walker
King

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Ordinance No. 175 was presented, entitled "AN ORDINANCE AUTHORIZING THE ACCEPTANCE OF A LOAN TERM SHEET, AND EXECUTION OF A LOAN AGREEMENT AND ANCILLARY DOCUMENTS WITH REGIONS BANK TO REFINANCE AN OUTSTANDING LOAN AGREEMENT, AS AMENDED, THAT PAID FOR OTHERWISE UNFUNDED PORTIONS OF THE AMERICA'S CENTRAL PORT DISTRICT MADISON HARBOR PROJECT (FORMERLY KNOWN AS THE TRI-CITY REGIONAL PORT DISTRICT SOUTH HARBOR PROJECT)." The proposed is for the refinancing of the 3-year bridge loan with Regions Bank for a 10-year term, based upon a 20-year amortization, with a fixed interest rate. Mr. Signall moved inasmuch as the Ordinance as now presented has been previously circulated in written form to and received by all of the Members of the Board, that the reading of said Ordinance be waived and that same be adopted in the written form as now presented, subject to the Executive Director negotiating more favorable terms to the Port on the Additional Debt Test. Mr. Hagnauer seconded. Roll call:

Voting Aye - Hagnauer
Hamm
Signall
Thompson
Walker
King

Present - Echols

Voting Nay - None

Chairman declared motion passed and Ordinance No. 175 adopted.

Sales Manager, Frank Papa, presented the Sales Manager's Report. Mr. Signall moved that the report be accepted and placed on file. Mr. Hamm seconded and with all Members present and voting Aye, Chairman declared motion passed and approved.

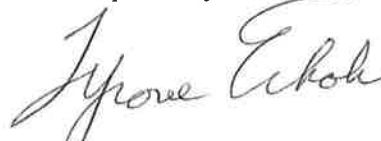
Port Engineer, Bill Stahlman, gave a brief summary of the Engineer's Report. The contractor has completed the South Rail Loop and has started on the final punch list. Mr. Hamm moved that the report be accepted and placed on file. Mr. Hagnauer seconded and with all Members present and voting Aye, Chairman declared motion passed and approved.

Dennis Wilmsmeyer, Executive Director, informed the Members that the Maritime Administration has awarded America's Central Port District a \$730,000 grant for a container-on-barge project. The funds will be used for the purchase or lease of equipment for loading/unloading containers and for transportation costs.

Mr. Wilmsmeyer informed the Members that the new marketing video, which they were about to view, is now in the final completion stage. He thanked Megan Dittman, along with other staff members, who have been hard at work on the project. The video is now on the Port's website.

There being no further business to come before the Board, Mr. Echols moved that the Meeting be adjourned. Mr. Hamm seconded and, with all Members present and voting Aye, Chairman declared meeting adjourned.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Tyrone Echols".

Tyrone Echols
Secretary