

AMERICA'S CENTRAL PORT DISTRICT – MINUTES OF BOARD MEETING

December 10, 2018

The regular monthly meeting of the America's Central Port District Board was held at the Port District offices on December 10, 2018 at 11:45 a.m.

Roll call:

Tyrone Echols	Present
Ed Hagnauer	Present
John Hamm III	Present
Robert Shipley	Absent
Steve Signall	Absent
Tom Thompson	Present
Brant Walker	Present

Those present in addition to the above Members were Dennis Wilmsmeyer, Robbie Williams, Frank Papa, Judy Truskowski, LaMyeia Bradshaw, Mark Spizzo, Christie Voelker, Tom Miller, Ben McCall and Bill Stahlman, as Port Engineer, of Port Staff.

Chairman Walker asked for Public Comment. Hearing none, Chairman asked for the approval of the Minutes of the last regular meeting of November 19, 2018, which were submitted in advance to each Board Member. Mr. Echols moved that the Minutes of the meeting be approved. Mr. Thompson seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Thompson
Walker

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
Thompson
Walker

Present - Hamm

Voting Nay - None

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

Resolution was presented, entitled "A RESOLUTION APPROVING A LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND GATEWAY REGION YMCA EARLY CHILDHOOD CENTER." Mr. Thompson 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. Hagnauer seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Thompson
Walker

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "RESOLUTION APPROVING AMENDMENT NO. 2 TO THE DECEMBER 12, 2016 LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND FACTORY DIRECT MATTRESS & FURNITURE." 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. Echols seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Thompson
Walker

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING ESTABLISHMENT OF A DEPOSITORY RELATIONSHIP WITH LIBERTY BANK." 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
Thompson
Walker

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION TO APPROVE A LANDLORD ESTOPPEL CERTIFICATE CONCERNING THE AMENDED AND RESTATED LEASE AGREEMENT WITH CENTER POINT TERMINAL." 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. Echols seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Thompson
Walker

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING AN ANNUAL FEE FOR SERVICES AGREEMENT WITH LOCKTON COMPANIES AS AMERICA'S CENTRAL PORT DISTRICT'S PROPERTY AND PUBLIC ENTITY OPERATING INSURANCE BROKERAGE FIRM." Mr. Hamm 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. Hagnauer seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Thompson
Walker

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Dennis Wilmsmeyer, Executive Director, updated the Members regarding the Madison Harbor Loan debt service ratio short-fall in June which caused a default in the Loan Agreement. Regions Bank has assigned an Asset Management person to the Port's loan account. An on-site meeting is being scheduled for the end of the week or beginning of next and invited the Board Members to attend if their schedule allows. No loan payments have been missed and Staff fully anticipates being back in compliance by the December 31 reporting date. Wilmsmeyer discussed the extensive dredging done to protect the investment of several entities, including the Port and the bank, as the sole cause of the default. He said that he has not heard back from the bank regarding whether they would grant a waiver of the event. Staff is monitoring cash flow and is implementing changes to a "pay-when-due" model rather than paying all bills twice monthly.#

Resolution was presented, entitled "A RESOLUTION APPROVING MAINTENANCE DREDGING SERVICES WITHIN THE MADISON HARBOR FOR THE 2019 CALENDAR YEAR." 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
Thompson
Walker

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Bill Stahlman gave a brief update of the Engineer's Report. The contractor has completed the installation of the fenders and ladders at the Granite City Harbor dock. Mr. Hamm moved to place the Engineer's Report on file. Mr. Thompson seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Thompson
Walker

Voting Nay - None

Chairman declared motion passed and approved.

Sales Manager, Frank Papa, gave a brief overview of the Sales Manager's Report. Mr. Hamm moved to place the Sales Manager's Report on file. Mr. Hagnauer seconded. Roll call:

Voting Aye - Echols
Hagnauer
Hamm
Thompson
Walker

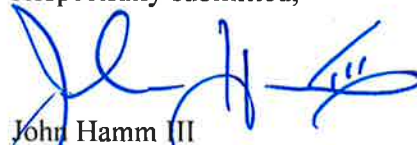
Voting Nay - None

Chairman declared motion passed and approved.

Mr. Wilmsmeyer reminded the Members that the Port's Christmas Party will be held on Friday, December 14 at the Lewis & Clark N. O. Nelson Campus in Edwardsville beginning at 6:00 PM.

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

Respectfully submitted,



John Hamm III
Secretary