

AMERICA'S CENTRAL PORT DISTRICT – MINUTES OF BOARD MEETING

December 9, 2019

The regular monthly meeting of the America's Central Port District Board was held at the Port District offices on December 9, 2019 at 11:45 a.m.

Roll call:

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

Those present in addition to the above Members were Dennis Wilmsmeyer, Robbie Williams, Frank Papa, Darrin Jones, Salina Alfaro, LaMyeia Bradshaw, Phil Sholl, Tom Miller, Christie Voelker and Bill Stahlman, as Port Engineer, of Port Staff; John Papa of Callis Law Firm as legal counsel; and Dan Gutmann of Liberty Bank and Allen Schmale of UCB Bank.

Executive Director, Dennis Wilmsmeyer, introduced Dan Guttman of Liberty Bank and Allen Schmale of UCB Bank. UCB Bank, in cooperation with Liberty Bank, is responsible for the Madison Harbor refinance that will be introduced later in the meeting.

Chairman Hamm asked for Public Comment. Hearing none, he asked for the approval of the Minutes of the last regular meeting of November 18, 2019, which were submitted in advance to each Board Member. Mr. Thompson moved that the Minutes of the meeting be approved. Mr. Walker seconded and, with all Members present and voting Aye, 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. Walker seconded.

Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
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 COMMERCIAL LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND GATEWAY REGION YMCA EARLY CHILDHOOD CENTER." Mr. Signall 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. Palus seconded. Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION AMENDING A COMMERCIAL LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND RIVER'S EDGE TERMINALS, LLC." 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
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION AMENDING A COMMERCIAL LEASE AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT AND SCF LEWIS & CLARK TERMINALS, LLC." Mr. Signall 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. Palus seconded. Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING A FOREIGN TRADE ZONE OPERATORS AGREEMENT BETWEEN AMERICA'S CENTRAL PORT DISTRICT, GRANTEE OF FTZ 31, AND TOYO TIRE HOLDINGS OF AMERICAS INC., OPERATOR." 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
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING ARTHUR J. GALLAGHER RISK MANAGEMENT SERVICES, INC. AS AMERICA'S CENTRAL PORT DISTRICT'S PROPERTY AND PUBLIC ENTITY OPERATING INSURANCE BROKERAGE FIRM." 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. Signall seconded. Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Ordinance No. 184 was presented, entitled "AN ORDINANCE AUTHORIZING THE EXECUTION OF A LOAN AGREEMENT AND ANCILLARY DOCUMENTS WITH UNITED COMMUNITY BANK TO REFUND THE OUTSTANDING LOAN WITH REGIONS BANK IN AN AMOUNT NOT TO EXCEED \$17.5 MILLION." Mr. Hagnauer 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. Mr. Walker seconded. Roll call:

Voting Aye - Echols

Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Ordinance adopted.

Ordinance No. 185 was presented, entitled "AN ORDINANCE AMENDING ORDINANCE NO. 1 ESTABLISHING THE BY-LAWS AND REGULATIONS TO GOVERN THE PROCEEDINGS OF THE BOARD OF AMERICA'S CENTRAL PORT DISTRICT, MADISON COUNTY, ILLINOIS, AS AMENDED, BY AMENDING SECTIONS 26 AND 27 THEREOF." Mr. Thompson 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. Mr. Palus seconded. Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Ordinance adopted.

Resolution was presented, entitled "A RESOLUTION APPROVING A PURCHASING MANUAL FOR THE AMERICA'S CENTRAL PORT DISTRICT." 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. Hagnauer seconded. Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING A REDEVELOPMENT AGREEMENT BETWEEN THE CITY OF GRANITE CITY AND AMERICA'S CENTRAL PORT DISTRICT FOR IMPROVEMENTS TO BUILDINGS 202 AND 203." Mr. Signall 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
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION APPROVING THE LOWEST RESPONSIBLE BIDDER AND AUTHORIZING THE ACCEPTANCE OF THE QUOTATION FOR THE BUILDING 202 ELECTRICAL MATERIAL PURCHASE." Mr. Signall 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
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Resolution was presented, entitled "A RESOLUTION AUTHORIZING THE PURCHASE AND INSTALLATION OF PLAYGROUND EQUIPMENT FROM HUTCHINSON RECREATION AND DESIGN THROUGH SOURCEWELL GOVERNMENTAL COOPERATIVE PURCHASING CONTRACT #030117-LTS." Mr. Signall 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
Palus
Signall

Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and Resolution approved.

Bill Stahlman, Port Engineer, gave a summary of the Engineer's Report. One of the two prospective buyers of the Port's dredge is bringing a proposal to their board for discussion. Mr. Signall moved that the Engineer's Report be placed on file. Mr. Echols seconded and, with all Members present and voting Aye, Chairman declared motion passed and approved.

Frank Papa, Sales Manager, gave a brief overview of the Sales Manager's Report. Mr. Hagnauer moved that the report be placed on file. Mr. Echols seconded and, with all Members present and voting Aye, Chairman declared motion passed and approved.

Chairman Hamm informed the Members that John T. Papa has offered his letter of resignation as the Port's legal counsel effective December 31, 2019. Mr. Hagnauer moved, with regrets, that his resignation be accepted. Mr. Walker seconded. Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and approved.

Mr. Hamm moved that the Executive Director be directed to negotiate a six-month contract with Derek Filcoff to replace Mr. Papa as legal counsel. Mr. Hagnauer seconded. Roll call:

Voting Aye - Echols
Hagnauer
Palus
Signall
Thompson
Walker
Hamm

Voting Nay - None

Chairman declared motion passed and approved.

Mr. Wilmsmeyer informed the Members that the Port's Tenant Christmas party was held on December 6th and was well-attended. He thanked Mr. Palus for attending as well. Mr.

Wilmsmeyer reminded the Members that the Port's Christmas Party is to be held at the Argosy in Alton at 6:00 PM on December 13th.

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

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Tom Thompson", written in a cursive style.

Tom Thompson
Secretary