

**OGDENSBURG BRIDGE & PORT AUTHORITY
BOARD MEETING
THURSDAY, NOVEMBER 9, 2023**

A meeting of the Board of Directors of the Ogdensburg Bridge and Port Authority was held in the Board Room of the Administration Building on Thursday, November 9, 2023 at 5:00 PM.

The following were present:

Vernon D. Burns, Chairperson
Megan J. M. Whitton, Vice-Chairperson
David D. King, Secretary, Member
Nicole Terminelli, Assistant Secretary, Member
Jennifer Quirk-Pickman, Member

ALSO: Jillian Brodock, Counsel
Steven J. Lawrence, Executive Director
Patricia A. Nisco, Chief Financial Officer
Anthony Adamczyk, Director of Economic Development
James D. Chase, Director of Operations
Charlie Garrelts, Airport Manager

ABSENT: Toni Kennedy, Member

I. Vernon D. Burns, Board Chair, called the meeting to order at 5:08 PM.

II. Letters and Communications to the Board.

Executive Director, Steven J. Lawrence, stated there were no letters or communications to the Board.

III. Approval of Meeting Minutes.

- **October 12, 2023 Board Meeting Minutes**

On a motion made by David D. King, Secretary, and seconded by Jennifer Quirk-Pickman, the meeting minutes were approved by voice vote.

IV. Presentations and Reports

1. Committee Reports

a) Finance Committee

- Finance Committee Chair, David D. King, reported that the Finance Committee met before the Board Meeting and turned it over to Chief Financial Officer, Patricia A. Nisco to review the September 2023 Financials.
- Chief Financial Officer, Patricia A. Nisco, started with the Statement of Financial Position, and reported that the Regular Accounts Receivable is at \$287,093 and 95% of that is either current or 1 – 30 days. AEAS Accounts Receivable is at \$887,042, that is two months' worth, but it is current now. Regular Accounts Payable is at \$319,349 and AEAS/Contour Accounts Payable is at \$415,118, which is one month. NYS Retirement is approximately \$240,000, that will end up on this report for December. Project A/P is at \$1,571,002, which includes the third piece of the CRISI Grant, and invoicing for the Airport Revitalization Grant, and the Dock Wall Expansion.
- Chief Financial Officer, Patricia A. Nisco, moved on to the Budget to Actual, and reported that most of the income is either on target or above. Fuel sales did not come in where anticipated; however, the fuel sale expense is also under budget. All other income is currently exceeding budget figures. Expenses are, for the most part, at budget or under budget. Most of that is because items are being deferred. The Bridge Maintenance Expense is under budget due to the Load One Rating Inspection not being completed yet. The Airport Interest Expense is under budget due to not needing to use the line of credit for the Airport Revitalization Project; therefore, there is no interest being charged. The Industrial Park Utility Expense is well under budget due to the OBPA not assuming any tenant payments. The tenants do reimburse the OBPA for their utilities, so it does bring down the expense. The Marine Terminal Interest Expense is under budget, again due to not needing to use the line of credit for the Dock Wall Expansion Project; therefore, there's no interest being charged.

- Chief Financial Officer, Patricia A. Nisco, moved on to the Cash Flow Report September 2023 – February 2024, and reported that September and October show a gain, partly because of the timing of grant reimbursements on grant expenses for the OBPA portion of projects. A deep dive was done and numbers were adjusted. Hopefully the pattern of lower expenses will continue to be seen going forward.
- Chief Financial Officer, Patricia A. Nisco, reported that a letter from the IRS has been received stating that the OBPA has passed the IRS Audit on the \$6.3M bond that was used for the Airport. The initial Federal form that was submitted was done incorrectly, which triggered the audit. Chief Financial Officer, Patricia A. Nisco, had a conversation with the IRS Auditor and there were a few items that were not filed in house. The Auditor made recommendation about what should be filed, but was pleased, overall, with the amount of information that was supplied.

2. Reports

a) Bridge Traffic Report

- Executive Steven J. Lawrence reported that for October overall crossings were down by 19.3% as compared to 2019. He and Chief Financial Officer, Patricia A. Nisco, budgeted last year for 20% down for this year, so numbers are currently a little bit above that. This may be the new normal for bridge traffic. Auto crossings were down 20.5% compared to 2019, and truck crossings were down also. Overall revenue was down \$51,000 compared to 2019, but up \$12,000 from last year. The Bridge Maintenance Season has ended, any remaining bridge repairs have been put off until Spring of 2024.

b) Airport Activity Report

- Airport Manager, Charlie Garrelts, reported 519 enplanements for October 2023 and 25% Load Factor. A Completion Rate of 91% is one of the highest for

recent monthly calculations, and an 85% On Time Performance. No complaints out at the Airport, which he loves to see.

- He did an interview with the Business View Magazine, which is available in the Board Packet. This provides a little bit of advertising for the Airport. He talked about some of the benefits of the Airport, including the extended runway. In the interview, he stated he wants to generate more exposure in the Ogdensburg community. Being in this publication has generated two emails to the Airport Manager, once requesting space for a private jet.
- Excalibur, the surveying company has finished 20% of their work and has left for the winter. They will return in the spring to complete the remaining 80% of their work. Excalibur purchased fuel every day.
- Advanced Aviation, the digital marketing firm, reported 50,000 clicks on the Facebook Ads which led to Contour's website. It will take a few months to see if these ads are generating sales as most people book well in advance; he will keep his eye on this. The agreement is for 8 months.
- Board Member, Jennifer Quirk-Pickman, asked if there was a fee to do the interview with Business View Magazine. Airport Manager, Charlie Garrelts, confirmed that he asked that question before the interview and the answer was no – they have waived the fee because Mr. Garrelts did the interview.

c) Port Activity Report

- Director of Operations, James D. Chase, reported about 10,000 tons of road salt was transferred to the Thawrox inventory. No Thawrox was trucked out last month; it is expected more will move with snow in the Adirondacks. The Port saw a few more rail cars this month: 1 meal car, depositing 94 tons total in storage, and 8 pellet cars, dropping 1,265 tons in storage.
- Four of the transformers have been loaded out. It is intended to load out a fifth transformer next week with some crates.

- Director of Operations, James D. Chase, has reached out to some Salt Companies stating that the Port is able to receive another salt ship, if needed.
 - The Bridge Crew finished up six flags and two priority repairs – this was a good year on the bridge.
 - A few Commerce Park projects going on and some maintenance repair going on at the Port.
- d) Economic Development Report, Including Building Occupancy
- Director of Economic Development, Anthony Adamczyk, reported that not much has changed when looking at the Building Occupancy report. There is some increased vacancy in Building 1 as one of the current tenants downsized slightly. In Building 4, some renovations are being done. It is anticipated that January 1 will see additional rented space in Building 1 will increase occupancy by approximately 20%.
 - Director of Economic Development, Anthony Adamczyk, and Director of Operations, James D. Chase, attended a Vermont Rail Annual Customer Appreciation Day. Made some good, positive connections with Vermont Rail representatives and already talking about potential projects to utilize the railroad.
 - Director of Economic Development, Anthony Adamczyk, attended the Annual H2O Conference, which is a conference for the Seaway Development Corporation. Had some good conversations about business that comes through the Port of Ogdensburg and strategies on how to leverage the Port for one of the major projects that is happening north of Ogdensburg.
 - Working on expansion, and have started conversations about the sale of the Heavy Industrial Park and railroad related property. There are three properties that companies are interested in purchasing. Working through the details with the hope to present, in the somewhat near future, to the Board information on how the OBPA will reduce its portfolio to help these companies relocate to

Ogdensburg. Two of the three projects would include Bridge and Port components.

V. Unfinished Business.

None.

VI. Business Items

A. General Administration

1. None.

B. Ogdensburg-Prescott International Bridge

1. Approval of Lease Supplement No. 2 with AMMEX Tax & Duty Free shops. On a motion by Vice Chair, Megan J.M. Whitton, seconded by Nicole Terminelli, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute Lease Supplement No. 2 with AMMEX Tax & Duty Free Shops, Inc. for space located at 102 Bridge Approach Road, Ogdensburg, NY 13669 for a two (2) year period commencing June 1, 2023 and terminating May 31, 2025 with rent set at the greater of (i) fifteen (15) percent of Duty Free and Country Store Gross Annual Sales, or (ii) a minimum annual lease rental of \$50,000.00, and be it;

FURTHER RESOLVED, that all other terms and conditions of the original Lease Agreement shall remain in full force and effect and are hereby ratified and affirmed.

A vote was called.

AYES: David D. King
Nicole Terminelli
Jennifer Quirk-Pickman
Vernon D. Burns
Megan J.M. Whitton

MOTION CARRIED

2. Approval of Lease Supplement No. 6 with Barbara Pleet. On a motion by Jennifer Quirk-Pickman, seconded by Secretary, David D. King, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute Lease Supplement No. 6 with Barbara Pleet for 158 square feet of office space in Suite 208 of the Bridge Administration Building for a two (2) year period commencing November 1, 2023 and terminating October 31, 2025 at a rate of \$19.00 per square foot equaling \$250.17 per month, \$6,004.00 for the two (2) year period, inclusive of utilities, and be it;

FURTHER RESOLVED, that all other terms and conditions of the original Lease Agreement shall remain in full force and effect and are hereby ratified and affirmed.

A vote was called.

AYES: Nicole Terminelli
Jennifer Quirk-Pickman
Vernon D. Burns
Megan J.M. Whitton
David D. King

MOTION CARRIED.

C. Commerce Park

1. Approval of New Lease Agreement with Oburg Parcel Service, Inc. On a motion by Vice Chair, Megan J.M. Whitton, seconded by Nicole Terminelli, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute a new Lease Agreement with Oburg Parcel Service Inc. for 3,626 square feet of manufacturing and warehousing space in Building 1 of the Commerce Park Campus for a two (2) year period commencing October 1, 2023 and terminating September 30, 2025 at a rate of \$5.98 per square foot equaling \$1,806.96 per month, \$21,683.48 for the period October 1, 2023 through September 30, 2024, and at a rate of \$6.16 per square foot equaling \$1,861.35 per month, \$22,336.16 for the period October 1, 2024 through September 30, 2025, non-inclusive of utilities.

A vote was called.

AYES: Jennifer Quirk-Pickman
Vernon D. Burns
Megan J.M. Whitton
David D. King
Nicole Terminelli

MOTION CARRIED.

D. Ogdensburg International Airport

1. None.

E. Port of Ogdensburg

1. Port Dock Expansion – Approval of Work Order No. 23-02 with FVD Engineering Services, S.C. On a motion by Jennifer Quirk-Pickman, seconded by Vice Chair, Megan J.M. Whitton, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute a Work Order Agreement for Work Order No. 23-02 with FVD Engineering Services, S.C. to perform the Engineering and Design Services related to the inspection of the Port Terminal Dock at the Port of Ogdensburg for a cost not to exceed \$9,146.00.

A vote was called.

AYES: Vernon D. Burns
Megan J.M. Whitton
David D. King
Nicole Terminelli
Jennifer Quirk-Pickman

MOTION CARRIED.

F. New York & Ogdensburg Railroad

1. None.

G. Border Station

1. None.

H. Other Such Matters

Executive Director, Steven J. Lawrence, stated there was a need for Executive Session under Open Meeting Law §105 item h of the Open Meeting Law to discuss contract negotiations. On a motion made by Nicole Terminelli, seconded by Vice Chair, Megan J.M. Whitton, the meeting went into Executive Session at 5:45 PM. On a motion made by Nicole Terminelli, seconded by Vice Chair, Megan J.M. Whitton, the meeting resumed at 6:38 PM.

1. **Following an Executive Session:** Renewal of Existing Line of Credit with Tompkins Trust Company. On a motion made by Secretary, David D. King, seconded by Jennifer Quirk-Pickman, it was

RESOLVED, that the Executive Director and/or Chief Financial Office is hereby authorized and directed to execute the renewal of the existing Line of Credit with Tompkins Trust Company, in an amount not to exceed \$500,000, with a term ending on June 28, 2024, and be it;

FURTHER RESOLVED, that the Board resolution on February 11, 2019 remains in full force and effect.

A vote was called.

AYES: David D. King
Nicole Terminelli
Jennifer Quirk-Pickman
Vernon D. Burns
Megan J.M. Whitton

MOTION CARRIED.

2. **Following an Executive Session:** Approval of Airport Security Agreement. On a motion made by Nicole Terminelli, seconded by Vice Chair, Megan J.M. Whitton, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute a contract with the City of Ogdensburg to provide Law enforcement Officer services at the Ogdensburg International Airport for the period of January 1, 2024 through December 31, 2024, with the recommended changes; and be it,

FURTHER RESOLVED, that services will be provided for \$20,000 per month, with any additional hours billed at \$57.69 per hour; and be it,

FURTHER RESOLVED, that the Ogdensburg City Police shall participate in Airport Operational training provided at the expense of the City of Ogdensburg pursuant to CFR 1542; and be it,

FURTHER RESOLVED, that the Ogdensburg City Police shall participate in a four-hour training session on Airport-specific topics, conducted by and at the expense of the Ogdensburg Bridge and Port Authority.

A vote was called.

AYES: Nicole Terminelli
Jennifer Quirk-Pickman
Vernon D. Burns
Megan J.M. Whitton
David D. King

MOTION CARRIED.

VII. Concluding Comments from Citizens, Board Members, and/or Authority Staff.

1. None.

VIII. Next Meeting Date

The next Board meeting was confirmed for Thursday, December 14, 2023, at 5:00 PM.

IX. Adjournment

On a motion made by Secretary, David D. King, seconded by Nicole Terminelli, the meeting adjourned at 6:45 PM.

David D. King
Secretary

Vernon D. Burns
Chairperson