

**OGDENSBURG BRIDGE & PORT AUTHORITY
BOARD MEETING
WEDNESDAY, JULY 17, 2024**

The Meeting of the Board of Directors of the Ogdensburg Bridge and Port Authority was held in the Board Room of the Administration Building on Wednesday, July 17, 2024 at 5:00 PM.

The following were present:

Vernon D. Burns, Chairperson
Nicole Terminelli, Finance Committee Chair
Jennifer Quirk-Pickman, Secretary
Toni Kennedy, Member
David D. King, Member
Diane Para, Member

ALSO: Jennifer Granzow, 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: Megan J. M. Whitton, Vice-Chairperson

- I. Vernon D. Burns, Board Chair, called the meeting to order at 5:00 PM, and called for a moment of silence for former Board Member Christopher Coffin's wife, Patricia, who passed away.

Board Chair, Vernon D. Burns, welcomed the OBPA's new Board Member, Diane Para, and stated that everyone is pleased that she is on board. Diane Para stated that she was happy to be there.
- 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.
 - June 13, 2024 Finance Committee Meeting
 - June 13, 2024 Board Meeting

On a motion made by Jennifer Quirk-Pickman, and seconded by Nicole Terminelli,

these meeting minutes were approved by voice vote.

IV. **Presentations and Reports**

1. 2023 – 2024 Audit

- Chief Financial Officer, Patricia A. Nisco, introduced Doug Zimmerman with EFPR Group to do the presentation of the 2023 – 2024 Audit. He is the Engagement Partner and the Government Partner for the practice.
- Doug Zimmerman, EFPR, moved on with the presentation of the April 1, 2023 – March 31, 2024 OBPA Audit and Financial Statements. There are four documents that the EFPR Group prepares:
 - > The overall Financial Statements
 - > A separate document with regards to the NYS DOT requirements and funding
 - > Schedule of passenger facility charges
 - > Report to the Board which is required communications from the auditing firm to the governing body.
- Doug Zimmerman, EFPR, reported that a Board Summary was created and reported that the Financial Statements have been reviewed and approved by Management. The Group is issuing an unmodified, or clean opinion, on the financial statements of the organization, including the NYS DOT money. No material weakness or sufficient deficiency in the internal controls of the Authority were found. There was one instance of non-compliance where all funds were not being fully collateralized; there was a misunderstanding by one of the banks in regards to one of the accounts and how it was classified. This was a bank error and they are in the process of correcting this. Everything that was requested from management was received.

Total assets amounted to a little over \$121 million, this was a small .2% increase from the prior year. This change was mainly due to the OBPA Grants Receivable from NYS, partially offset by no longer reporting the OBPA's proportionate share

of the pension asset. Deferred Outflow of Resources amounted to \$1.3 million, the total liability side amounted to \$33.9 million. This was a 10% increase from the prior year. Another line called Deferred Inflow of Resources and that amounted to \$14.7 million and that was a 15% decrease from the prior year. In 2023, there was a new accounting standard that forced the OBPA to treat leases in a different way, so this is being adjusted as those leases continue. The EFPR group prepared a summary of the OBPA statements. Total assets were \$121 million, total liabilities \$33.9 million, net position \$73.9 million. Net position decreased from 2023 by \$277,000. Revenue was at \$7.2 million, operating expenses were just under \$16.5 million, so there was an operation loss of \$9.2 million. Nonoperating income was receiving at just under \$9.2 million, this was a 16% decrease from last year.

This is a very high-level overview of the financial results and of the various reports that the EFPR Group issued.

- Board Chair, Vernon D. Burns, stated that Doug mentioned the increase in the Account Payable line. He said he was sure Doug was aware of the fact that the border was closed during COVID and the budget was in a deficit; therefore, the OBPA requested stabilization funds from New York State and because it has taken longer than he had wished, some Accounts Payable had to be deferred. This may account for the increase that is there. Doug, with EFPR Group, stated that this is exactly what is going on there. Everyone knows that state government doesn't move very fast.
- Board Chair, Vernon D. Burns, asked Doug to explain the changes in benefit terms and the \$565,000 on page 37 of the report. Doug, with EFPR Group, stated that this is a summary and there is a note at the bottom that states this summary shows the last five years of data and will eventually show the last 10 years of data. The ending number that shows there, the \$2,059,000, that is the liability on

the financial statement as of March 31, 2024. The \$1,298,000 is the liability on the financial statement as of March 31, 2023. The numbers in the 2024 column, are numbers that the OBPA's actuary prepares. The OBPA hired a third-party actuary that collects data and then prepares an evaluation of the OPEP liability. Then the EFPR Group utilizes that report to complete this schedule and adjust the financial statement liabilities. The EFPR Group is not the actuary that prepares that data and makes those calculations; therefore, he can't give you the nuances of what generated the various numbers on there.

- Board Chair, Vernon D. Burns, thanked Doug for complimenting the staff and stating that they were easy to work with. He finds the report very well done and easy to go through.

2. Committee Reports

a) Finance Committee

- Finance Committee Chair, Nicole Terminelli, stated that the Finance Committee met before the Board Meeting and review the May Internal 2024 Financials and everything looked in order. She turned it over to Chief Financial Officer, Patricia A. Nisco.
- Chief Financial Officer, Patricia A. Nisco, started with the Statement of Financial Position and reported that Accounts Receivable Regular, under the Current Assets, are at \$119,859. 96% of that Open Accounts Receivable is current or at 1-30 days. Accounts Receivable AEAS is up because there are two months, a current one and a current reimbursement from DOT. Fuel inventory changes every April 1st. This number will not change until the end of the fiscal year. Prepaid expenses are all prepaid insurance. Construction in Progress is at \$8.6 million. As discussed in the Finance Committee meeting, the OBPA is waiting on two things to close out the MALSF program. Regular Accounts Payable is at \$661,466. AEAS/Contour is at \$406,900, that is one month's Contour invoice.

New York Retirement is stable at \$124,033. All Project Accounts Payable is at \$1,059,662. At the end of June, the project payables were paid with reimbursements from the prior submissions on the projects. Once the stabilization funding comes in, a lot of the operational expenses will be covered.

- Chief Financial Officer, Patricia A. Nisco, was informed today that the OBPA will see the stabilization funding within 7 – 10 business days.
- Chief Financial Officer, Patricia A. Nisco, moved on to the Budget to Actual, and reported that since the OBPA is only two months into the fiscal year, there aren't a lot of things to tax the expenses. Most of the expenses are under budget. Bridge toll revenue was budgeted at 80% of the pre-COVID baseline; Currently the average is about 83%. Airport actual revenue is above budget. AEAS income is dependent on how many flights the airline makes. The airline didn't make as many as was budgeted, so the income is down. The Industrial Park is staying ahead of the game and the Port revenue is still solid. The Railroad has shows payment from easements that the Economic Development Director has updated.

3. Reports

a) Bridge Traffic Report

- Executive Director, Steven J. Lawrence, reported that overall crossings are running around 15% down compared to anchor year 2019. Auto crossings are down 16.1% and truck traffic is down by 8% from 2019. Overall revenue is down \$60,000 from 2019, while revenue is up \$10,000 from last year. Loss of revenue for 2024 calendar year is at \$174,941 based on a normal year.

b) Airport Activity Report

- Airport Manager, Charlie Garrelts, reported that for the month of June the Airport is continuing with about 50 flights, 457 enplanements, just about 30% load factors, completion rate is at 92%, but on time performance has dropped to 73%.

This is due to mechanical issues again. The Sky West planes are not being seen at OGS yet. This is the issue with Plattsburgh, Altoona, and OGS.

- Board Chair, Vernon D. Burns, asked when the OBPA would hear from the Federal DOT regarding the bids received. Airport Manager, Charlie Garrelts, confirmed that an official announcement should be coming in early August.

c) Port Activity Report

- Director of Operations, James Chase, reported that there was no salt activity, which is typical this time of year. This time last year, the port was receiving it's first vessel. The OBPA's salt customer confirmed they are waiting on the NYS Bid to be finalized, so this is holding back who is awarded. The announcement should be made soon on who wins the award. The Thawrox third party customer is scheduling a call with the people that supply the fluid. The process is a lot easier in better weather, hopefully in September.
- Director of Operations, James Chase, reported that five meal cars were received, totaling a little over 450 tons, and trucked out nearly almost the same amount. 106 tons of pellets were trucked out, and 5 railcars were received.
- Director of Operations, James Chase, reported there was an Ingredion audit. A few minor clerical items were reported and he is currently working on tidying up and documenting better. 90% of these findings have been corrected already.

d) Economic Development Report, Including Building Occupancy

- Director of Economic Development, Anthony Adamczyk, reported that occupancy in the Commerce Park is holding steady at 88% occupied. There are a handful of spaces of differing sizes that are still available for leasing. He'd like to see the number higher, but the number remains steady. The turnover rate for tenants is near zero.

- Director of Economic Development, Anthony Adamczyk, reported that the Operations team has improved the appearance of the Commerce Park, despite equipment failures.
- Director of Economic Development, Anthony Adamczyk, reported that efforts continue on the design on the new childcare facility. The drawings have been shared with the Board Members this evening, and this continues to move forward.
- Director of Economic Development, Anthony Adamczyk, reported that there's been some activity in the background on the Airport project for utility work. There is a resolution later in the meeting for that.
- Board Chair, Vernon D. Burns, asked Director of Economic Development, Anthony Adamczyk, if you add a 50,000 square foot building, could he fill it this year. Director of Economic Development, Anthony Adamczyk, asked if he was referencing the calendar year. He stated if there was a building ready to go, he has a good chance to fill it.

V. **Unfinished Business**

1. None.

VI. **Business Items**

A. General Administration

1. Acceptance of Federal Aid Local Project Agreement for the OBPA – Bridge

Maintenance and Rehabilitation Project for the Ogdensburg-Prescott International Bridge. On a motion made by Jennifer Quirk-Pickman, seconded by David D. King,

WHEREAS, a Project for the OBPA - Bridge Maintenance and Rehabilitation, P.I.N. 775428 ("the Project") is eligible for funding under Title 23 U.S. Code, as amended, that calls for the apportionment of the costs of such program to be borne, at the ratios as shown in the Schedule A of this agreement.

WHEREAS, the Board of Directors desires to advance the Project,

NOW, THEREFORE, the Ogdensburg Bridge and Port Authority Board, duly convened does hereby,

RESOLVE, that the Ogdensburg Bridge and Port Authority hereby approves the above-subject project; and it is hereby further;

RESOLVED, that the Ogdensburg Bridge and Port Authority Board of Directors hereby authorizes the Executive Director of the Ogdensburg Bridge and Port Authority to pay in the first instance 100% of the federal and non-federal share of the cost of \$188,000 work for the Project or portions thereof; and it is further;

RESOLVED, that the sum of the \$188,000 is hereby appropriated from the Ogdensburg Bridge and Port Authority's Capital Budget and made available to cover the cost of participation in the above a phase of the Project; and it is further;

RESOLVED that in the event the full federal and non-federal share costs of the project exceeds the amount appropriated above, the Ogdensburg Bridge and Port Authority Board of Directors shall convene as soon as possible to appropriate said excess amount immediately upon the notification by the Executive Director thereof, and it is further;

RESOLVED, that the Executive Director of the Ogdensburg Bridge and Port Authority be and is hereby named as the Responsible Local Official (RLO) for the Ogdensburg Bridge and Port Authority and is authorized to execute all necessary Agreements, certifications or reimbursement requests for the Federal Aid on behalf of the Ogdensburg Bridge and Port Authority Board of Directors with the New York State Department of Transportation in connection with the advancement or approval of the Project and providing for the administration of the Project and the Authority's first instance funding of project costs and permanent funding of the local share of federal-aid and state-aid eligible Project costs and all Project costs within appropriations therefore that are not so eligible, and it is further;

RESOLVED, that a certified copy of this resolution be filed with the New York State Commissioner of Transportation by attaching it to any necessary Agreement in connection with the Project, and it is further;

RESOLVED, this Resolution shall take effect immediately.

A vote was called.

AYES: David D. King
Jennifer Quirk-Pickman
Vernon D. Burns
Diane Para
Toni Kennedy

MOTION CARRIED.

2. Acceptance of 2023 – 2024 Audited Financials. On a motion made by Toni Kennedy, seconded by Jennifer Quirk-Pickman, it was

RESOLVED, that the Board of Directors of the Ogdensburg Bridge and Port Authority does hereby approve and accept the audited financial statements for the Ogdensburg Bridge and Port Authority for the fiscal year ended March 31, 2024 as prepared and presented by EFPR Group.

A vote was called.

AYES: Jennifer Quirk-Pickman
Vernon D. Burns
Diane Para
Toni Kennedy
David D. King

MOTION CARRIED.

B. Ogdensburg-Prescott International Bridge

1. Approval of Jacobson Mower Repair. On a motion made by Toni Kennedy, seconded by Jennifer Quirk-Pickman, it was

RESOLVED, that the Director of Operations is hereby authorized and directed to execute a Purchase Order with MTE to fix the Jacobson mower with engine and overheating issues, a total cost not to exceed \$8,111.20.

A vote was called.

AYES: Vernon D. Burns
Diane Para
Toni Kennedy
Jennifer Quirk-Pickman

NAYES: David D. King

MOTION CARRIED.

C. Commerce Park

1. Approval of Lease Supplement No. 1 with NAC Logistics. On a motion made by David D. King, seconded by Diane Para, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute Lease Supplement No. 1 with NAC Logistics for 10,000 square feet of warehousing space in Building 3 of the Commerce Park Campus for a six (6) month period commencing September 1, 2024 and terminating February 28, 2025 at a rate of \$4.34 per square foot equaling \$3,616.67 per month, \$21,700.02 for the six (6) month period, exclusive 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: Diane Para
Toni Kennedy
David D. King

Jennifer Quirk-Pickman
Vernon D. Burns

MOTION CARRIED.

D. Ogdensburg International Airport

1. Approval of T-Hangar Lease Agreement with Frederick A. Proven. On a motion made by David D. King, seconded by Toni Kennedy, it was,

RESOLVED, that the Executive Director is hereby authorized and directed to execute a new Lease Agreement with Frederick A. Proven for T-Hangar No. 3 at the Ogdensburg International Airport for a one (1) year period commencing September 1, 2024 and terminating August 31, 2025 at a rate of \$240.00 per month, \$2,880.00 for the one (1) year period, inclusive of utilities.

A vote was called.

AYES: Toni Kennedy
David D. King
Jennifer Quirk-Pickman
Vernon D. Burns
Diane Para

MOTION CARRIED.

2. Approval of T-Hangar Lease Agreement with Glass Box Research Company. On a motion made by Jennifer Quirk-Pickman, seconded by Toni Kennedy, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute a new Lease Agreement with Glass Box Research Company for T-Hangar No. 5 at the Ogdensburg International Airport for a one (1) year period commencing September 1, 2024 and terminating August 31, 2025 at a rate of \$240.00 per month, \$2,880.00 for the one (1) year period, inclusive of utilities.

A vote was called.

AYES: David D. King
Jennifer Quirk-Pickman
Vernon D. Burns
Diane Para
Toni Kennedy

MOTION CARRIED.

3. Approval of Customer Estimate Sheet and Grant of Easement with Liberty Utilities Corp. On a motion made by Toni Kennedy, seconded by David D. King, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute a Customer Estimate Sheet and Grant of Easement Agreement with Liberty

Utilities Corp. to supply natural gas service to OGS at an approximate cost of \$15,222.22 for the installation of the natural gas main and associated easement documentation.

A vote was called.

AYES: Jennifer Quirk-Pickman
Vernon D. Burns
Diane Para
Toni Kennedy
David D. King

MOTION CARRIED.

E. Port of Ogdensburg

1. Approval of Lease Supplement No. 9 with Corning Incorporated. On a motion made by David D. King, seconded by Toni Kennedy, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute Lease Supplement No. 9 with Corning Incorporated for 15,000 square feet of commercial warehousing space in Building 4 at the Port of Ogdensburg for a two (2) year period commencing September 1, 2025 and terminating August 31, 2027 at a rate of \$2.73 per square foot for the period beginning September 1, 2025 and ending August 31, 2026, equaling \$3,412.50 per month, \$40,950.00 for the one (1) year period, and at a rate of \$2.80 per square foot for the period beginning September 1, 2026 and ending August 31, 2027, equaling \$3,500.00 per month, \$42,000.00 for the one (1) 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: Vernon D. Burns
Diane Para
Toni Kennedy
David D. King
Jennifer Quirk-Pickman

MOTION CARRIED.

2. Port Dock Expansion-Approval of Work Order No. 24-01 with FVD Engineering Services, S.C. On a motion made by Jennifer Quirk-Pickman, seconded by Diane Para.

A vote was called.

NAYES with incorrect Work Order Number: Diane Para
Toni Kennedy
David D. King

Jennifer Quirk Pickman
Vernon D. Burns

A vote was called to amend the resolution to read Port Dock Expansion-Approval of Work Order No. 24-02 with FVD Engineering Services, S.C.

On a motion made by Jennifer Quirk-Pickman, seconded by Toni Kennedy, it was resolved to amend the Resolution to read Port Dock Expansion-Approval of **Work Order No. 24-02** with FVD Engineering Services, S.C.

Port Dock Expansion-Approval of Work Order No. 24-02 with FVD Engineering Services, S.C (Amended Resolution). On a motion made by Jennifer Quirk-Pickman, seconded by Toni Kennedy, it was

RESOLVED, that the Executive Director is hereby authorized and directed to execute a Work Order Agreement for Work Order No. 24-02 with FVD Engineering Services, S.C. to perform State Environmental Quality Review Act (SEQR) implementation for the Terminal and modified dredging disposal location as part of the Channel Deepening Project Ogdensburg Harbor for a cost not to exceed \$5,000.00.

FURTHER RESOLVED, that:

The Agreement for Professional Engineering Services between Ogdensburg Bridge & Port Authority and FVD Engineering Services, S.C. for Professional Services for Port of Ogdensburg Dock Expansion, dated July 2016, shall govern all Work Orders.

A vote was called.

AYES: Diane Para
Toni Kennedy
David D. King
Jennifer Quirk-Pickman
Vernon D. Burns

MOTION CARRIED.

F. New York & Ogdensburg Railroad

1. Approval of Grant Agreement with the New York State Department of Transportation.

On a motion made by Jennifer Quirk-Pickman, seconded by Toni Kennedy, it was

RESOLVED, that the Executive Director of the Ogdensburg Bridge and Port Authority is hereby authorized and directed to execute all necessary Agreements on behalf of the Ogdensburg Bridge and Port Authority with New York State Department of Transportation in connection with the 286K to the Port-Phase 1 Project, and it is further

RESOLVED, that the Ogdensburg Bridge and Port Authority desires to advance the Project by committing funds for the local match, the breakdown of the funding shares being:

New York State Department of Transportation
Ogdensburg Bridge & Port Authority

\$5,012,208
\$556,892
\$5,568,920

RESOLVED, that a Certified copy of this Resolution be filed with the New York State Commissioner of Transportation by attaching it to any necessary Agreement in connection with the 286K to the Port-Phase 1 Project; and it is further

RESOLVED, that this Resolution shall take effect immediately.

A vote was called.

AYES: Toni Kennedy
David D. King
Jennifer Quirk-Pickman
Vernon D. Burns
Diane Para

MOTION CARRIED.

G. Border Station

1. None.

H. Other Such Matters

1. None.

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 the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof. On a motion made by Jennifer Quirk-Pickman, seconded by Diane Para, the meeting went into Executive Session at 6:14 PM. On a motion made by Jennifer Quirk-Pickman, seconded by Toni Kennedy, the meeting resumed at 6:21 PM. No action needed to be taken after Executive Session.

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, August 8, 2024, at 5:00 PM.

IX. Adjournment

On a motion made by Toni Kennedy, seconded by Diane Para, the meeting adjourned at 6:24 PM.

Jennifer Quirk-Pickman
Secretary

Vernon D. Burns
Chairperson