

Lorain Port and Finance Authority
Board of Directors
Regular Meeting
Port Office
Tuesday, February 11, 2025, at 6:00 p.m.

Board of Directors: Mrs. Kiraly & Silva Arredondo; Ms. Bonilla; Messrs.
Simmons, Veard, Zellers and Zgonc (7)

Staff: Tiffany McClelland, Executive Director
Tom Brown, Operations Director
Yvonne Smith, Accountant
Kelsey Leyva Smith, Office Manager
Mike Brosky, Esq., Attorney

Guests: None

I. Roll Call

A. The meeting was called to order at 6:12 p.m. by Vice Chairman Jeff Zellers with roll call indicating a quorum present.

II. Pledge of Allegiance

III. Disposition of Meeting Minutes

A. January 14, 2025, Regular Board Meeting Minutes: Mrs. Silva Arredondo moved to approve. Second by Mr. Veard. Motion carried.

IV. Report of Officers

A. Chairman

1. Correspondence received:
 - a. None.

B. Executive Director

1. Mrs. McClelland said the federal fund freeze affected us for about 10 days as we have funds from the USEPA. Our funds were opened up again, so it was only a small delay.
2. Mrs. McClelland said the tonnage report is finished for 2024. We had 58 vessels come into our harbor carrying over 1.1 million metric tons of cargo, which is up 9.75% from 2023. The two largest operators, mostly bringing in limestone, were Carmeuse and Terminal Ready Mix. Cargo was also shipped

through the St. Lawrence Seaway amounting to just shy of about 50,000 metric tons, which is up 100% since 2023. We may get a Pacesetter Award as a result. Our tonnage being up is great news for the harbor being dredged.

3. Ohio Motorsports Park Agreement: Mrs. McClelland said last year toward the end of the year the board approved the sales tax exemption for the Ohio Motorsports Park Complex. There has been a slight change in how the transaction is going to occur. We originally approved this deal as a conduit bond transaction to offer sales tax exemption. This was requested by the bank that was financing the deal. The motorsports park switched banks and then they decided to do a self-finance of the project. The board already approved the sales tax exemption, but because it's not a conduit bond transaction anymore, bond counsel is requesting we pass a new resolution. The structure is different, but the end goal of sales tax exemption is the same. Mr. Zellers asked if our fee was the same. Mrs. McClelland said yes. Mrs. Silva Arredondo asked what it was called. Mrs. McClelland said it's a sales tax exemption.

Mr. Zellers presented:

A RESOLUTION AUTHORIZING AND APPROVING A TRANSACTION CONCERNING THE ACQUISITION, CONSTRUCTION, EQUIPPING, INSTALLATION, AND IMPROVEMENT OF THE LORAIN OHIO KARTPLEX PROJECT, AND RELATED IMPROVEMENTS CONSTITUTING "PORT AUTHORITY FACILITIES" TO BE LOCATED ON CERTAIN REAL PROPERTY TO BE ACQUIRED BY THE AUTHORITY; AUTHORIZING THE ACCEPTANCE OF THE CONVEYANCE OF LEASEHOLD INTEREST IN REAL PROPERTY BY A GROUND LEASE; AUTHORIZING A PROJECT LEASE; AUTHORIZING A CONSTRUCTION SERVICES AGREEMENT; AUTHORIZING AN INDEMNIFICATION AGREEMENT; AUTHORIZING OTHER COLLATERAL DOCUMENTS; AND AUTHORIZING AND APPROVING RELATED MATTERS.

Mr. Veard moved to approve Resolution No. 2025-05. Second by Ms. Bonilla. Roll call vote as follows:

Ayes: 5

Nays: 1

Abstain: 1

Resolution Passed

C. Operations Director Report: Mr. Brown said we had our first Rockin' on the River show with The Palace. The Doors tribute was widely attended, and we sold more than 900 tickets. It was very successful and shows our partnership with The Palace. Rockin' on the River's 2025 lineup will be announced March 14 at 2p at the office. Right now, Mr. Brown said he has 19 shows booked and may add one more. He's working on multiple other events and festivals outside of Rockin' on the River, the biggest being the Outdoor Sports and Travel Show. It is being widely embraced. We just secured major boat dealer who will have boats in the water and at Black River Landing. There are a few sponsorship opportunities. The food vendor spots are filled. It will be a big event. Mr. Veard asked which boat dealer? Mr. Brown said Parma Marine. Mr. Zellers asked if Mr. Brown was pleased with how things are going. Mr. Brown said yes. Our strategy is working well. Mr. Bob Early attended the show at The Palace. We showed The Palace how we market and use social media, and they want to know how we do it. We have another show with them on March 28 featuring Kid Kentucky. Mr. Brown thinks the show will sell very well. He's also working on a reggae Saturday, a blues fest, a Comicon/pop culture festival, BrewFest. From May 23-Sept. 13 there are no Saturdays left. Mr. Zellers asked if Sept. 13 is in line with Whiting-Turner. Mr. Brown said yes. Mr. Zellers asked if board members should attend the concert schedule announcement. Mr. Brown said yes. Media will be here. Season and VIP pass holders will attend. It is March 14 at 2p at the office. Mrs. Leyva Smith will send an email reminder notice. Mrs. Kiraly thanked Mr. Brown for all his work. She thinks it will be an exciting year. Mr. Brown said we want to show people we're going to have a variety of events and not just on Friday nights. He said he forgot to mention two youth bands from Rock Town Music Academy reached out wanted to be openers for Rockin' on the River. He told Ms. Jaclyn Bradley to have bands send in audition tapes and we'll pick five to perform three songs, including one original, on a Thursday as part of a competition. There will be judges to decide the winner and that band will perform three songs before a concert. It's going to be fun. Two of the opening bands for Rockin' on the River are original artists who also play covers.

V. Report of Committees

A. Contract Management Committee

1. Event Staff Independent Contractor Agreement: Mr. Brown said we took the independent contractor agreement we use with boat captains and adjusted it to fit event staff. We'll have about 10 police officers and 15-20 personnel here on any given event night. That includes gate workers, drink stockers, golf cart drivers, dock workers, etc. They will be independent contractors who sign an agreement with us, and we'll set an hourly rate based on the position. The garbage guys are invaluable. It's a three-man crew. We pay them well and they do a great job. They're responsible for their own taxes, so they'll fill out a W9 and we'll provide them with 1099s. Mr. Brown plans to have a training session two to three weeks early to go over theft in office, zero tolerance and explain everything to the employees. Some people are coming back and some are not. The other part to this, if he has 20 people, he might be coming back with work agreements. Rather than having an independent contractor, we might have an agreement with Oasis Marinas for the dock works as they've provided that in the past. There are lots of nuances switching from a private business to a government entity. We're figuring that out. Mr. Zellers asked if there was an hourly rate range. Mr. Brown suggested \$15-25. Mr. Zellers moved to approve the event staff independent contractor agreement with an hourly rate between \$15-25 per hour to be decided by the operations director. Mrs. Silva Arredondo seconded. Motion carried.
2. Mr. Zellers said the county port and financing people came in and everything is going well. Mrs. McClelland said everything is moving along. Draft documents have been circulated. Mr. Zellers said the next \$3 million through pledges and donations is coming along. Mrs. McClelland is working on a bridge loan. The Steering Committee met. The third and fourth week of March we'll bring in potential donors and do presentations again. Any board member is welcome to attend. Mrs. Leyva Smith will forward the dates to board members. We have Whiting-Turner and the architect engaged and we plan to have them under contract by June 1 to go out for bids.

B. Strategic Development Plan Committee

1. Mr. Zgonc said he had no report.

C. Marketing and Public Affairs Committee

1. Mrs. Kiraly said he had no report.

D. Financial Planning and Audit Committee

1. 2024 Annual Financial Report: Ms. Bonilla said she and Mr. Scott met yesterday with staff to talk about the finances. Mrs. Smith said we didn't have a quorum, but it was a good conversation. We reviewed the 2024 annual financial report. She said on page 132-133 of the board packet is a snapshot of the agency as a whole. If you want to drill down to more detail, then you can look at the other reports. Mr. Veard moved to accept the 2024 Annual Financial Report. Second by Mrs. Kiraly. Motion carried.
2. January 2025 Financial Report: Mrs. Smith said next she has the January 2025 Financial Report. This is the regular monthly report she provides. Ms. Bonilla moved to approve the report. Second by Mrs. Kiraly. Motion carried.
3. Roth Deferred Compensation: Mrs. Smith said years ago when the port authority started working with Deferred Compensation they had just the traditional plan. Several years ago, they started offering the Roth plan, which allows employees to pay the taxes upfront for a retirement plan. We need approval by the board to make it available to employees.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HER DESIGNEE TO ENTER INTO AN AGREEMENT WITH THE OHIO DEFERRED COMPENSATION TO ADOPT THE ROTH 457 OPTION FOR LORAIN PORT AUTHORITY EMPLOYEES.

Mr. Zgonc moved to approve Resolution No. 2025-06. Second by Mr. Simmons. Roll call vote as follows:

Ayes: 7 Nays: 0 Abstain: 0 Resolution Passed

E. Bylaws and Personnel Committee

1. Job Description: Mrs. Silva Arredondo said the committee met today and Mrs. McClelland has submitted a description for a manager of project management

and site strategies. The board needs to approve the position so Mrs. McClelland can post it and hopefully by April we will have someone filling this role. Mrs. Silva Arredondo moved to approve the job description. Mr. Zgonc seconded. Motion carried.

VI. Other Business


- A. Site Tour on Wednesday, May 28 or Thursday, May 29:** Mrs. McClelland said the board requested a future tour of our facilities. We want to do that when the weather turns. The Lorain County Visitors Bureau is offering the trolley to provide transportation. If Wednesday, 28 at 5 p.m. works, we will lock that date in. If not, Thursday, May 28 is an option. Mr. Zellers asked how many the trolley can fit. Mrs. Leyva Smith said up to 25. She will send a calendar invite. Mr. Zellers asked if anyone other than board members would be invited on the tour? Mrs. McClelland said it's up to the board. She wants this to be an educational opportunity for board members to see the facilities, everything we own and manage, the properties we have available for development. Mrs. Kiraly said opening it up to city admin, there is a potential to also involve council members, so we may exceed the seat count. Mr. Zgonc said a separate event would need to be scheduled for others. The board agreed this tour will be limited to board and staff members.
- B.** Mrs. McClelland said thanks to those who registered for the mayor's address.

VII. Public Comment

- A.** None.

VIII. Adjournment

- A.** There being no further business to come before the board, Mr. Veard moved to adjourn. Mr. Zgonc seconded. The meeting adjourned at 6:52 p.m.


Jeff Zellers (Mar 24, 2025 14:37 EDT)

Jeff Zellers, Vice Chairman



Tiffany McClelland, Executive Director









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Final Audit Report

2025-03-24

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