

**OPEN MEETING MINUTES OF THE
ST. JOSEPH REGIONAL PORT AUTHORITY**

Board of Commissioners
April 17, 2020

CITY CLERK
2020 OCT -6 AM 9:48

1. CALL TO ORDER

The teleconference meeting was called to order by Dick DeShon at 10:04 a.m. Dick DeShon welcomed Joe Houts to the Port Authority Board of Commissioners. Dick DeShon requested Brad Lau take roll call to identify the individuals present on the conference call.

Members Present: Ken Beck, Dick DeShon, Joe Houts, Terry McClatchey, R.T. Turner, Mark Woodbury

Others Present: Bill Becker (Transport 360), Brad Lau, Jennifer Humbert, Lee Sawyer

2. DISCUSSION AND APPROVAL OF ADDENDUM #2 TO THE LEASE AND OPERATING AGREEMENT WITH TRANSPORT 360

Dick DeShon turned the meeting over to Bill Becker. Bill addressed the need to repair the continuing erosion of the riverbank before any more issues arise. He proposed this could be accomplished either by acquiring FEMA funds which would include some associated costs or through a project with a company that manufactures wind turbines. The company would require a dock with better stabilization of the riverbank in order for two cranes to operate simultaneously due to the size of the product. Bill deems this agreement with the company would be more cost effective than Transport 360 incurring the expense of the improvements. This agreement would include no payments from the company for the first year and a monthly fee for use thereafter. Transport 360 would have full access to the improvements to accommodate other products when not being utilized by the company. The agreement would create better utilization and increased value of the port. The improvements would include repairing the riverbank to the south of the dock and to the southern property line. It would then be covered with large rip rap. Other improvements include a crane rock platform and rock surfacing the remainder of the area south and west of the existing concrete drive. The company would need to outsource temporary track cranes for the transloading of the turbine blades. The company would be responsible for any maintenance and improvements due to damage or required additions. Mark Woodbury will ensure the Port Authority is protected against liability and improvements are completed to approved specifications. The Army Corps of Engineers and the City need to approve the final project plans when completed.

Dick DeShon requested the Commissioners approve the following Addendum #2 to the Lease and Operating Agreement with Transport 360.

RESOLVED, that contingent on MK Minerals, Inc. d/b/a Transport 360 ("Operator") entering into a 5-year contract with a customer to complete certain improvements to the port facility south of the existing dock, including but not limited to, the repair and rip rap of the river bank south of the existing dock, constructing a rock support base for cranes and rock surfacing the remainder of the area south and west of the existing concrete drive at a current estimated cost of \$400,000, the Board approves a renewal of its Lease and Operating Agreement with Operator for a term of five (5) years commencing June 1, 2020, with rent for Building #2 being \$1,000 per month and increases in fees and/or rent being increased annually by any increase in an index designed to reflect inflation (i.e., CPI);

FURTHER RESOLVED, that Mark Woodbury and Terry McClatchey are authorized to negotiate and approve the final terms of all documents to be executed and delivered on behalf of the St. Joseph Regional Port Authority (the "Port") to implement

the actions authorized herein; and the officers of the Port are authorized to execute and deliver any and all documents necessary or desirable to carry out and comply with the intent of this Resolution.

A motion was made by Joe Houts and seconded by Ken Beck and all in favor signify by roll call vote – Ken Beck – yes, Dick DeShon – yes, Joe Houts – yes, Terry McClatchey – yes, R.T. Turner – yes, Mark Woodbury – yes. All in favor. Motion approved.

3. OTHER BUSINESS

Dick DeShon complimented Bill Becker and the Transport 360 team on a job well done. Bill Becker gave an update on activities at the port since the beginning of 2020. Due to the COVID-19 pandemic, the port is operating legally as an essential business in compliance with the Homeland Security Guidance Document and following the recommended protocols such as no truckers allowed in the office, employees remain six feet apart and plant workers are wearing face masks. There have been no incidents to report. Considering the challenges moving forward, Bill sees a positive future as the opportunities for the port continue to grow.

4. ADJOURN

With no other business to be discussed, the meeting was adjourned at 10:48 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Mark Woodbury', written in a cursive style.

Mark Woodbury, Secretary