

Georgia Ports Authority

Tuesday, July 25, 2023

8:30 a.m.

Savannah, GA

762-233-1679

Conference ID: 181 951 923#

Agenda

- Fountain
Womack
Womack
1. Call to Order
a) Approval of Agenda
b) Attendance Report
- Fountain
2. Approval of Minutes
- Fountain
3. Receive Comments Regarding Agenda and Non-Agenda Items
4. Committee Chair Reports
Compensation & Leadership Development – Wooten
Administration – Cyr
Audit, Budget & Finance – Womack
Governmental Affairs & Public Relations – Tarbutton
Ports Development – Hertz
Trade Development - Wilheit
- McCurry
5. Executive Division
a) Property Resolution – Savannah, GA
b) Lease Agreement – Glynn County, GA
- McCurry
6. Administrative Division
a) Monthly Purchasing Request(s)
b) Capital/Operating Purchase Report
c) GPA Rules, Regulations and By-Laws
- Thompson
7. Finance Division
- Novack
8. Engineering Division
a) FY24 GCT Paving Improvements
- Lynch
9. Executive Director's Report
- Fountain
10. Chairman's Comments
- Fountain
11. Executive Session (If Needed)

NEXT AUTHORITY MEETING IS SEPTEMBER 26th IN SAVANNAH, GA

AN ITEM OR ITEMS WHICH BECOME NECESSARY TO ADDRESS
DURING THE COURSE OF THE MEETING MAY BE ADDED AND ACTION MAY BE TAKEN

MINUTES OF MEETING

GEORGIA PORTS AUTHORITY SAVANNAH, GEORGIA

May 23, 2023

The meeting was called to order by Chairman Joel O. Wooten. Other Authority Members present were Vice Chairman, Kent Fountain, Secretary and Treasurer, Alec L. Poitevint, II and Authority Members, James L. Allgood, P. Kelly Farr, Don A. Grantham, Jr., William D. McKnight, Ben J. Tarbutton, III and Philip Wilheit, Jr., and Christopher C. Womack. Leda Chong, David J. Cyr and Douglas J. Hertz were excused for good cause.

Staff members attending were Executive Director Griffith Lynch, Lise Altman, Flavio Batista, Susan Gardner, Olli Himbert, Ed McCarthy, James McCurry, Christopher Novack, Clifford Pyron, Patrick Rogero, William Sutton, Michaela Thompson, and Emily Richardson. Special Assistant Attorney General Paul Threlkeld also attended. Guests are shown on the attached sign in sheet.

On motion by Mr. McKnight, seconded by Mr. Allgood, it was unanimously voted: To approve the agenda.

On motion by Mr. Allgood, seconded by Mr. Wilheit, it was unanimously voted: To approve the minutes of the meeting held on March 28, 2023, and accept them as distributed.

On motion by Mr. Grantham, seconded by Mr. Tarbutton, it was unanimously voted: To approve the Non-Exclusive Easement Agreement among Georgia Ports Authority, Bellsouth Telecommunications, LLC and PalmettoNet, Inc.

On motion by Mr. Allgood, seconded by Mr. Wilheit, it was unanimously voted: To approve the attached Resolution (i) approving the Authority's purchase of real property located on Hutchinson Island, Chatham County, Georgia, for a price not to exceed the fair market value of the Property, subject to appraisals, environmental review, survey and title work, (ii) authorizing expenditure of up to \$50,000 for such legal, appraisals, environmental, survey and title work, (iii) authorizing the Authority to request approval of the purchase from the State Properties Commission, and (iv) authorizing the Executive Director and Chief Administrative Officer of the Authority to execute any and all closing documents necessary to effect the purchase of the property having received approval of the State Properties Commission.

On motion by Mr. McKnight, seconded by Mr. Wilheit, it was unanimously voted: To approve the attached Resolution (i) declaring the Property to be surplus, (ii) approving the Authority's sale of approximately 40.8 acres of real property located in the City of Port Wentworth, Chatham County, Georgia, to US Depot Services, LLC for a price of \$16,320,000, and (iii) authorizing the Executive Director and Chief Administrative Officer of the Authority to negotiate and execute a mutually acceptable Purchase and Sale Agreement and any and all closing documents necessary to effect the sale of the property, having first received approval of the Governor, Auditor and Attorney General of the State of Georgia.

On motion by Mr. McKnight, seconded by Mr. Grantham, it was unanimously voted: To approve sixteen (16) purchases as presented on the attached report. For the period, there is one (1) capital purchase and fifteen (15) operating purchases for a total of \$28,810,250.

Current policy requires that the Staff provide monthly reports to the Authority concerning capital and operating purchases totaling \$20,000 or more, but less than \$200,000. For the period, there were zero (0) capital purchases and nine (9) operating expenses totaling \$ 1,272,594. This item is provided for information only. No action by the Authority is required.

On motion by Mr. Wilheit, seconded by Mr. Allgood, it was unanimously voted: To establish contract signature authority to the GPA Executive Director for agreements between the GPA and U.S. Maritime Administration associated with the INFRA Grant Program for the construction of the inland terminal located in N.E. Georgia.

On motion by Mr. Farr, seconded by Mr. Tarbutton, it was unanimously voted: To accept the recommendation of the Audit, Budget and Finance Committee and approve the FY 2024 Operating, Cash and Capital Budget as submitted.

On motion by Mr. Allgood, seconded by Mr. Wilheit the Authority Members unanimously voted to accept the Nominating Committee's recommendation of the officers for Fiscal Year 2024.

Those nominated being:

Kent Fountain to serve as Chair

Alec Poitevint to serve as Vice Chair and

Chris Womack to serve as Secretary and Treasurer

On motion by Mr. Allgood, seconded by Mr. McKnight, it was unanimously voted: To adjourn the meeting.

There being no further business, the meeting was adjourned.

Kent Fountain
Chairman

Christopher Womack
Secretary and Treasurer

MINUTES OF MEETING

GEORGIA PORTS AUTHORITY SAVANNAH, GEORGIA

May 23, 2023

EXECUTIVE DIRECTOR'S REPORT

The full Executive Director's Activity Report was included in the Board package.

COMMENTS FROM THE CHAIRMAN

Chairman Wooten congratulated the new Officers stating GPA will be in good hands. He congratulated Chris Womack who will become the new CEO of Southern Company effective immediately following their Annual Meeting. Chairman Wooten also congratulated Griff Lynch on a "trifecta". In 2021 Griff was recognized as "Alumnus of the Year" by his Alma Mater, the State University of New York Maritime College; in 2022, he was Georgia Trend's "Georgian of the Year"; and in 2023 he was inducted into the International Maritime Hall of Fame. All of which are great honors and richly deserved.

Mr. Wooten added his appreciation to the members of the Board, his friends, old and new, for allowing him to serve as Chair for the previous two years. He continued to express his gratitude to Griff, his senior staff, and the board. He thanked all GPA employees and their partners in the ILA, the carriers for all they do to keep GPA functioning so well.



TO: Chairman and Members of the Georgia Ports Authority
SUBJECT: **Property Resolution – Savannah, Georgia**
DATE: July 25, 2023

ISSUE: The Authority desires to purchase, and City of Savannah (“City”), desires to sell, a portion of real property, containing approximately 1 acre, located on Louisville Road, Savannah, Chatham County, Georgia (the “Property”), for a purchase price of not greater than \$1,000,000.00 per acre. The Property will be subdivided from a larger parcel, and GPA will provide a survey and subdivision plat to City for review and approval. City will record the subdivision plat which will be the basis for the legal description in the limited warranty deed. GPA will have 90 days to inspect the Property and terminate the agreement if necessary. GPA is authorized to purchase property provided that the purchase is first approved in writing by the State Properties Commission of Georgia (“SPC”). The attached Resolution will authorize GPA’s Executive Director and Chief Administrative Officer to enter into a Purchase and Sale Agreement with the City and to request approval for the purchase from the SPC. The Purchase and Sale Agreement will be substantially similar to the form attached to the Resolution.

POLICY IMPLICATIONS: Acquisition of the Property requires approval of a Resolution by the Georgia Ports Authority and approval from the State Properties Commission.

FINANCIAL IMPACT: The purchase price will be determined by two independently secured appraisals but will not exceed \$1,000,000 per acre based on the Property as subdivided. The transaction would be completed using Internal Capital Funds. Associated expenditures of up to \$50,000 are estimated to be necessary for legal, appraisal, environmental, survey and title work.

STAFF CONTACT: James C. McCurry, Jr., Chief Administrative Officer
Paul H. Threlkeld, Special Assistant Attorney General

RECOMMENDATION: That the Authority approve the attached Resolution (i) approving the Authority to purchase approximately one (1) acre located in Savannah, Georgia, for a purchase price not to exceed \$1,000,000 per acre based on the Property as subdivided, subject to appraisals, environmental review, survey and title work, (ii) authorizing expenditure of up to \$50,000 for such legal, appraisal, environmental, survey and title work, (iii) authorizing the Executive Director and Chief Administrative Officer of the Authority to execute the Purchase and Sale Agreement described therein, (iv) authorizing the Authority to request approval of the purchase from the State Properties Commission, and (v) authorizing the Executive Director and Chief Administrative Officer of the Authority to execute any and all closing documents necessary to effect the purchase of the Property having received approval of the State Properties Commission.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Griff Lynch".

Griff Lynch
Executive Director
Attachment



TO: Chairman and Members of the Georgia Ports Authority
SUBJECT: Lease Agreement – Glynn County, Georgia
DATE: July 25, 2023

ISSUE: GPA is negotiating a Master Lease Agreement with WWL Vehicle Services Americas, Inc., a member of the WalWil Group (“WW”), for approximately 315 acres of land located on the Colonel’s Island Terminal, located in Glynn County, Georgia (the “Terminal”). GPA and WW have developed plans and are constructing certain improvements on the land which will be owned by GPA, and leased to, and insured by, WW during the lease term. The improvements will be completed in four phases beginning in September 2023, through approximately June 2024, and WW will begin to pay GPA a pro-rated portion of rent for the land and improvements following the substantial completion date of each construction phase. The purpose of the master lease is to consolidate all of WW’s lease agreements for separate parcels and improvements on the Terminal into a single lease and premises and to document the new improvements and upgrades to existing improvements being constructed by GPA for WW at the Terminal. WW will continue to use the premises for the handling, storage and processing of automobiles and other ro-ro cargo, subject to the condition that WW’s vessels continue to call the Terminal during the term of the lease related to the import and export of such automobiles and ro-ro cargo. GPA will own all existing and new improvements, and WW will be responsible for all maintenance and repair of such improvements, except for paving, sub-surface subsidence, underground utilities, and drainage systems. The lease term will begin as of the first substantial completion date estimated to be September 30, 2023, and continue for twenty (20) years thereafter. The lease may be extended for two (2) renewal terms of five (5) years each.

POLICY IMPLICATIONS: The proposed Master Lease Agreement is in keeping with policy to generate revenues from operations and lease of land which is not currently required for port or warehouse operations or for the future expansion and improvement of the state system of docks.

FINANCIAL IMPACT: The rent for the land and improvements is equal to \$750,000 per month, subject to an annual CPI increase.

STAFF CONTACT: James C. McCurry, Jr., Chief Administrative Officer
Paul H. Threlkeld, Special Assistant Attorney General

RECOMMENDATION: That the Authority approve the Master Lease Agreement between Georgia Ports Authority and WW Vehicle Services Americas, Inc. for 315.59 acres of land including the existing and new improvements located thereon, in Glynn County, Georgia, in a form substantially similar to the agreement attached hereto.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Griff Lynch".

Griff Lynch
Executive Director



TO: Chairman and Members of the Georgia Ports Authority
SUBJECT: **Monthly Purchasing Requests**
DATE: July 25, 2023

ISSUE: At each regular meeting of the Authority, a list of purchase requests in an amount of \$200,000 or greater is presented by staff for approval.

POLICY IMPLICATIONS: Current policy requires that the Authority approve all purchases that total \$200,000 or more.

FINANCIAL IMPACT: For the period, there are six (6) capital purchases and eighteen (18) operating purchases for a total of \$39,338,800.

STAFF CONTACT: James C. McCurry, Chief Administrative Officer
Tamela Wright, Purchasing Manager

RECOMMENDATION: That the Authority approves twenty-five (25) purchases as presented on the attached report.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Griff Lynch".

Griff Lynch
Executive Director



TO: Chairman and Members of the Georgia Ports Authority
SUBJECT: **Capital/Operating Purchases Report**
DATE: July 25, 2023

ISSUE: At each regular meeting of the Authority, a list of capital and operating purchases between \$100,000 and \$200,000 are presented by Staff for information.

POLICY IMPLICATIONS: Current policy requires that the Staff provide monthly reports to the Authority concerning capital and operating purchases totaling \$100,000 or more, but less than \$200,000.

FINANCIAL IMPACT: For the period, there was one (1) capital purchases and four (4) operating expenses totaling \$ 751,400.

STAFF CONTACT: James C. McCurry, Chief Administrative Officer
Tamela Wright, Purchasing Manager

RECOMMENDATION: This item is provided for information only. No action by the Authority is required.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Griff Lynch".

Griff Lynch
Executive Director



TO: Chairman and Members of the Georgia Ports Authority
SUBJECT: **GPA Rules, Regulations and By-Laws**
DATE: July 25, 2023

ISSUE:

The Administration Committee met on Monday, July 24, 2023, to consider amendments to the GPA Rules, Regulations and By-Laws. The proposed amendments were previously circulated to all Authority Members.

Following discussion during the committee meeting, the Administration Committee recommended that the Rules, Regulations and By-Laws be amended as presented.

STAFF CONTACT:

James C. McCurry, Jr., Chief Administrative Officer
Paul H. Threlkeld, Special Assistant Attorney General

RECOMMENDATION:

The Administration Committee recommends that the Authority adopt the Rules, Regulations and By-Laws as appended hereto, effective on this date, July 25, 2023.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Griff Lynch".

Griff Lynch
Executive Director



TO: Chairman and Members of the Georgia Ports Authority
SUBJECT: **FY24 GCT Paving Improvements**
DATE: July 25, 2023

ISSUE: Inspections of asphalt pavement at Garden City Terminal have revealed multiple areas that require refurbishment to continue safe and efficient container operation. These areas require complete removal and re-installation of asphalt and/or concrete capable to withstanding repeated high loads from RTGs and trucks. In order to complete the project without significantly impacting GPA operations, the project will be completed over multiple phases during the next 2-3 fiscal years. Funding for the project has been established in the Fiscal Year 2024 capital improvement plan in the amount of \$2,000,000.

POLICY IMPLICATIONS: This project is in keeping with established policy to enhance operations and customer service at the GPA's Garden City Terminal.

FINANCIAL IMPACT: Expenditures up to \$2,000,000 from the Internal FY24 Capital Budget are required for the FY23 Garden City Terminal Paving Improvements project.

STAFF CONTACT: Christopher B. Novack, P.E., Vice President of Engineering & Facilities Maintenance

RECOMMENDATION: That the Authority 1.) establishes contract signature authority to the GPA Executive Director; 2.) authorize Staff to issue contracts and purchase orders in support of the project, and 3) establish an overall project budget of \$2,000,000 for the FY24 Garden City Terminal Paving Improvements project.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Griff Lynch".

Griff Lynch
Executive Director