

**SEMINOLE COUNTY PORT AUTHORITY
MINUTES OF THE REGULAR BOARD MEETING
SEPTEMBER 21, 2022**

The regular Board Meeting of the Seminole County Port Authority was held in the Board Room of the Administration Building at the Port of Sanford on September 21, 2022.

Chairwoman Dana McBroom called the meeting to order at 4:01 p.m. with the following Directors constituting a quorum: Dana McBroom, Chairwoman; Bill Spivey, Secretary; Michael Caraway, Treasurer; Cliff Miller, Member; Matthew Criswell, Member; and Andria Herr, BCC Member

Members Absent: Susan Sherman, Vice-Chair; Amy Guilfoyle, Member; and Harry Ellis, Member.

Staff present: Andrew Van Gaale, Administrator and Jennifer Sykes, Business Office Manager.

Also present: Steve Coover, SCOPA Attorney (telephonically); and Gillian Bernard, FDOT.

An invocation was given by Cliff Miller followed by the pledge to the Flag.

The Chair opened the floor for corrections or additions to the minutes of the August 17, 2022, meeting. Bill Spivey noted that "off" in the second to last sentence of the last paragraph on page five should be "offer." There were no other comments or corrections.

MOTION WAS MADE BY MATTHEW CRISWELL, SECONDED BY CLIFF MILLER TO APPROVE THE MINUTES OF THE AUGUST 17, 2022, BOARD MEETING, WITH THE NOTED CORRECTION ON PAGE 5.

MOTION CARRIED UNANIMOUSLY.

The Administrator presented the August 2022 Balance Sheet and Budget Statement for review. Revenues were over budget in the amount of \$25,091 for the month of August and over budget in the amount of \$274,499 for the year-to-date. Expenditures were under budget in the amount of \$67,757 for the month of August and under budget in the amount of \$1,175,978 for the year-to-date. The Administrator reminded the board that this was largely due to the delay in capital improvement projects. The Administrator reported that occupancy has maintained at 99.9% for the month of August.

The Administrator presented the Outstanding Bills list for September 21st and October 1st. Item #8, the \$5,938.00 payment to Bechtol Engineering and Testing, represents required geotechnical testing for the 1500 Dolgner Place site redevelopment. Item #18, the \$4,579.65 payment to Yahn Electric, represents light replacements and upgrades to LED

on two buildings. Item #19, the \$1,500.00 payment to Florida Site Services, represents erosion control along Kastner Place. Item #24, the \$400,000.00 check to the Seminole County General Fund, represents the budgeted surplus fund transfer. As October 1st is also the beginning of the next fiscal year, the Administrator pointed out that first of the month checks included insurance premiums. Item #30, the \$624.00 payment to AmTrust North America, represents the annual workers compensation insurance premium. Item #31, the \$20,295.00 payment to Public Risk Management, represents the first quarterly premium for the property and liability insurance. Bill Spivey asked if the two payments to CPH listed in items #6 and #7, were associated with the work order on the current agenda for discussion. The Administrator replied that they were not associated. He explained that item #7 represents the fee charged by Seminole County for the third review on the 1500 Dolgner Place site plan. He explained that #6 represents assistance with the bidding of the site work.

The Administrator thanked the Commissioner for her assistance with the 1500 Dolgner Place site plan approval explaining that the County has approved it and it is now awaiting the Utility Agreement and DEP approval. Matthew Criswell asked why the site plan had to be resubmitted for a third time. The Administrator explained that there was a change in reviewers between the first and second reviews resulting in new comments. Matthew Criswell commented that he questioned why the Port should be charged for that. The Commissioner noted that she heard a different side of the discussion explaining she was told that the plans went around and around with multiple asks. The Administrator stated that the County is saying they did not get the information from the engineers, but the engineers are saying the plans included the requested information on the flow capacities. Unfortunately, during the second review the original fire reviewer was on leave and a new reviewer rejected it with new comments. Matthew Criswell commented that \$987 is a lot of money for a permit resubmittal and Cliff Miller agreed. The Administrator explained that the permit was applied for on December 17, 2021, he said things were moving along then the project engineer left CPH causing one delay. Then the plans were kicked back due to a parking table being included that the County wanted removed. When the plans were resubmitted the initial reviewer for fire safety was on leave and a new reviewer looked at it and requested new changes. Now the plans are being resubmitted for the third review which requires the \$987 fee. Discussion ensued and Commissioner Herr stated that she was making notes and would follow up.

MOTION WAS MADE BY CLIFF MILLER, SECONDED BY COMMISSIONER HERR TO APPROVE THE SEPTEMBER 21ST and OCTOBER 1ST BILLS AS PRESENTED. THE LIST OF BILLS APPROVED TO BE PAID IS ATTACHED AND MADE A PART OF THESE MINUTES.

MOTION CARRIED UNANIMOUSLY.

The Administrator presented the Aged Receivables List to the Board for review with no outstanding receivables. Matthew Criswell and Dana McBroom thanked staff for the great job.

ATTORNEY'S REPORT

Seminole County Acquisition Proposal for Orange Boulevard Improvement Project – The Administrator directed the board attention to the Resolution to accept Seminole County's Purchase Agreement as voted on at the August board meeting. He reiterated the two concerns brought up at the last meeting explaining that there were no tax implications or environmental contamination concerns. Steve Coover explained that the purchase agreement is a standard contract that Seminole County is currently using. He said that he does tons of these transactions, and he has no concerns. He also stated that when dealing with the County, you are not going to be able to change any of the items mentioned. Bill Spivey stated that the agreement lists a purchase price and states their agent will withhold costs and taxes, but he understands that there are no taxes involved in this particular purchase so that should not even be listed. Steve Coover said that was correct because the Port is tax exempt and only pays taxes on improved rented space. Bill Spivey asked if attorney fees are being withheld is SCOPA paying the attorney's fees. Mr. Coover explained that SCOPA accepted the enhanced offer, will be paying attorney's fees but the fees are not a lot due to the ease of the sale. He continued stating that the contract says the parties are responsible for their own attorney's fees so the closing agent will not be withholding those. The Chair commented that it was standard contract language and the final closing documents can be reviewed to ensure nothing additional is withheld. Bill Spivey asked why the contract includes language about hazardous waste suggesting it should be an as-is contract. Commissioner Herr said that the County requires the language for the protection of the taxpayers. Steve Coover said that it is standard contract language to make the seller responsible for contamination prior to the purchase and even if not in the contract, federal law would allow the purchaser to sue.

MOTION WAS MADE BY MATTHEW CRISWELL, SECONDED BY CLIFF MILLER TO EXECUTE THE RESOLUTION TO AUTHORIZE THE LAND SALE AND ACCEPT THE SEMINOLE COUNTY PURCHASE AGREEMENT IN THE AMOUNT OF \$388,570.00. A COPY OF THE RESOLUTION IS ATTACHED AND MADE A PART OF THESE MINUTES.

MOTION CARRIED UNANIMOUSLY.

Landlord Waiver & Estoppel – Steve Coover explained that Disaster Restoration Specialists is purchasing the existing ServPro franchise from longtime tenants J. Dalton Enterprises and the lease was approved at the July meeting. He explained that the bank made the changes he requested in the landlord waiver of SCOPA's statutory lien. He explained that it is up to the board whether or not they want to give the lien rights away explaining that they have done so before, but is not required. He continued explaining that he made sure there were provisions in the lien waiver to protect the SCOPA if there is a default by the tenant. He stated that if the tenant fails to pay rent, and the board elects to begin legal proceeding against the tenant, the Port is required to give legal notification to the lender. Then the lender has a short period of time to decide whether

they want to assert their rights under this agreement. If they do, then the bank undertakes the obligation to pay the rent until they notify the Port that they have removed their collateral and turn the leasehold over to the Port. Steve Coover explained that the Estoppel Certificate simply identifies the leases SCOPA has had with the seller, J. Dalton Enterprises, and confirms that no outstanding rents or debts are owed. Discussion ensued. It was noted the landlord waiver creates a situation outside of normal process with the burden on Port staff. Dana McBroom asked what happens if the board does not approve the landlord waiver. Mr. Coover explained that it could affect the tenant's ability to borrow money against collateral held at the Port. Matthew Criswell proposed requiring an increased deposit equal to more than the typical one month's rent from the tenant to provide additional security. Commissioner Herr suggested approving the Estoppel but requested time for thorough review of the Landlord Waiver. The consensus was to table the landlord waiver approval and for staff to provide copies of the document prior to the next meeting. Steve Coover invited any of the board members to call or email him with questions once they have reviewed the document further.

MOTION WAS MADE BY MATTHEW CRISWELL, SECONDED BY COMMISSIONER HERR TO APPROVE THE ESTOPPEL LETTER AND TABLE THE LANDLORD WAIVER UNTIL THE NEXT BOARD MEETING.

MOTION CARRIED UNANIMOUSLY.

ADMINISTRATOR'S REPORT

1500 Dolgner Place Redevelopment – The Administrator explained that site plan approval from the County was obtained. The next requirement is a Conditional Utility Agreement for potable and reclaim water based on the amount the engineer's have calculated as necessary. He explained that Seminole County requires the document signed by the SCOPA Chairman which is then included in the DEP application. He explained that the document was just received yesterday and while it is quite lengthy, he asked if the board would consider approval so that the permit process could move forward. Matthew Criswell asked if the document had a monetary obligation included. The Administrator replied that it did not, it only specified the gallons per day usage along with permissions for ingress-egress for the site. Steve Coover commented that the utility agreement is a standard agreement issued by the County and cannot be negotiated. Chairwoman McBroom asked to table the document and asked Steve Coover to review it before the board executes it. He agreed to do so.

OLD BUSINESS

FDOT Appraisal and Acquisition Proposal for Ultimate I-4 Project – The Chair welcomed Gillian Bernard from FDOT. The Administrator directed the board's attention to the FDOT offer for purchase of a portion of Port land needed for the Ultimate I-4 Project presented at the prior meeting. He explained that as the board requested, he made a counteroffer

with valuation obtained from the property appraiser's office along with the inclusion of attorney's fees. Also at the board's request, he inquired with Ms. Bernard about any incentives like the one proposed by Seminole County in the Orange Boulevard land purchase. Gillian Bernard explained that this is not an incentive project, if it was it would have to be offered on all segments not just this third segment, and if there were incentives available it would be listed on the statement of offer. The Administrator noted that the FDOT offer was for 5,206 square feet of land with a valuation of \$9 per square foot based off an appraisal from February 2022. He explained that the property appraiser's office provided a current valuation of \$13.57 per square foot creating a counteroffer of \$70,645.42 for the land. Additionally, the counteroffer included \$2,500 for attorney's fees, the \$7,900 to replace the fence, and the \$5,000 for the cost to cure making a total counteroffer of \$86,045.42. The Administrator stated that if the board moved forward with that the FDOT would send a purchase agreement and a resolution would be required as done with Seminole County for the Orange Boulevard project. Matthew Criswell asked if the incentives had to have been included in section one, but the land value has increased over time. Gillian Bernard responded that if a federally funded project included incentives, the incentives would have to be included on all parts of the project. FDOT is currently in acquisition of section three with more to go. Commissioner Herr stated that there were two different issues on the table with the first being the land value of \$9 per square foot versus \$13.57. The second issue being incentive funds, explaining that the Orange Boulevard project utilizes Seminole County's one cent sales tax initiative which is not a federal program offered by FDOT. Commissioner Herr asked Ms. Bernard how to get the offer up to the current fair market value. Gillian Bernard said that she would need the Administrator to present the counteroffer with reasoning and she would seek approval. She cautioned that management could accept the counteroffer, or they will negotiate, because their appraiser has the unadjusted value at \$12.00 per square foot. Commissioner Herr pointed out that the valuations are not that far off and accepting the Port's counteroffer would eliminate additional attorney and appraisal fees. She then asked who would pay those fees. Gillian Bernard explained that FDOT would pay reasonable fees and costs so it would not come out of the Port's funds.

Gillian Bernard with FDOT confirmed that the Port's attorney's fees would be paid for by FDOT. She said that FDOT would subtract that from the total and would be added as a separate line item to the purchase agreement. She said she would present the counteroffer to management for review but cautioned that the issue might be that the \$13.57 is higher than the \$12.45 that FDOT's appraiser could come up with. Commissioner Herr pointed out that the values are only a \$1.00 per square foot different and if FDOT accepted the counteroffer they would avoid spending more on the additional attorney and appraisal fees.

COMMISSIONER HERR MADE A MOTION, SECONDED BY BILL SPIVEY TO MAKE A COUNTEROFFER TO FDOT FOR THE 5,206 SQUARE FEET OF PROPERTY NEEDED FOR THE ULTIMATE I-4 PROJECT AT A PRICE OF \$13.57 PER SQUARE FOOT, INCLUDING THE \$7,900 FOR THE FENCE IMPROVEMENTS, THE \$5,000 COST TO CURE, FOR A COUNTEROFFER OF

\$83,545.42 ALONG WITH FDOT'S PAYMENT OF SCOPA'S ATTORNEY'S FEES TO BE LISTED SEPERATELY ON THE PURCHASE AGREEMENT. IF FDOT ACCEPTS THE OFFER SCOPA WOULD NOT SEEK ADDITIONAL ATTORNEY'S FEES OR APPRAISALS.

MOTION CARRIED UNANIMOUSLY.

Gillian Bernard thanked the board and asked the Administrator to send her the counteroffer in writing and she would present it.

CPH Task Order for 1500 Dolgner Place Building Design and Engineering – The Administrator reminded the board that at the previous meeting Bill Spivey had presented notes and comments on CPH's standard language task order. He explained that the notes and comments were sent to SCOPA attorney, Steve Coover, and his subsequent requested changes were made by CPH. Bill Spivey commented that he still has questions and concerns about the document language particularly the \$18,000 included for administration. Matthew Criswell explained that it was for project management and typical in construction. He explained that during the stormwater project the engineer came out, reviewed and approved the quality and quantity of work on every pay application. Chairwoman McBroom asked the Administrator to invite a CPH representative to attend the next meeting so that the questions could be asked and answered. Matthew Criswell expressed the need to make sure the task order language was thorough to prevent additional review fees like being incurred with the site plan permit. The Administrator agreed to include the revised agreement with next month's meeting agenda so all board members can review it in advance.

NEW BUSINESS

Dolgner Place Pavement Reclamation Bid Results – The Administrator presented memorandum #2349 explaining that a bid opening was held on March 16, 2022, on the Dolgner Place Paving Reclamation Project, with Asphalt Paving Systems, Inc., and Hubbard Construction Company responding. Asphalt Paving Systems, Inc., was awarded the contract for the Dolgner Place Paving Reclamation Project in the amount of \$228,724.80. On May 23, 2022, Addendum No. 1 to the Contract was issued to extend the time for Substantial Completion, due to supply chain shortages, to July 15, 2022. On July 13, 2022, Asphalt Paving Systems, Inc., notified staff that they were still not able to obtain the necessary aggregate to complete the project. As a result, SCOPA Board voted to terminate the contract with Asphalt Paving Systems, Inc. The Dolgner Place Paving Reclamation Project was put back out to bid, and a bid opening held on Wednesday, September 14, 2022, at 2:00 p.m., with a total of two bidders responding: Hubbard Construction Company with a bid amount of \$357,713.40, and Asphalt Paving Systems, Inc., with a bid amount of \$247,298.80. Based on Asphalt Paving Systems' failure to perform under the previous contract, the Administrator recommended that Hubbard Construction Company be awarded the contract for the Dolgner Place Paving Reclamation Project in the amount of \$357,713.40. SCOPA Attorney, Steve Coover, stated that the

board was within its rights to determine that Asphalt Paving Systems is not a qualified bidder based on the past lack of performance. Commissioner Herr inquired how the bid was advertised. Staff confirmed that the bid was advertised on VendorLink both times as well as public notice in the Orlando Sentinel.

MOTION WAS MADE BY BILL SPIVEY, SECONDED BY MATTHEW CRISWELL TO DISQUALIFY ASPHALT PAVING SYSTEMS BASED ON THE PAST LACK OF PERFORMANCE, AND TO AWARD THE CONTRACT TO THE NEXT LOWEST BIDDER, HUBBARD CONSTRUCTION COMPANY IN THE AMOUNT OF \$357,713.40.

MOTION CARRIED UNANIMOUSLY.

Local Government Investment Pools (LGIPs) – The Administrator informed the board that the Investment Committee met and thoroughly discussed investing in LGIPs. Bill Spivey referred to the Local Government Investment Pools (LGIPs) overview provided stating that there are two main types: Stable Net Asset Value (SNAV) and Variable Net Asset Value (VNAV). He explained that the committee talked through a lot of options and the consensus was to invest \$1.5 million each into Florida PRIME, which has been around the longest, and FL SAFE. Bill Spivey explained that FL SAFE has been around the second longest and he used to be the client services manager and is very familiar with LGIPs. He explained that in his last position he was asked to serve on the FL SAFE board which he did for two years, and his seat is still open. He explained that if SCOPA approved it, he could serve again because FL SAFE has an Indentured Trust which outlines who can serve on the board. While FL SAFE's board usually consists of the finance officers or treasurers of their members, non-treasurer persons with experience in securities or investments are also accepted. Bill Spivey stated that a city council member from Tamarac served on the board previously because they were an expert in securities. He explained that if SCOPA were a member of FL SAFE and approved it, then FL SAFE would put him up for nomination for the empty seat he recently vacated. He explained that it is a voluntary position just like the SCOPA board with no monetary compensation and the nomination would have to be voted and approved by the FL SAFE membership. Bill Spivey stated that he agrees with the recommendation of the Investment Subcommittee to invest in two different LGIPs noting that the two recommended are ones that Seminole County invests in. He stated that currently in a money market the money is earning 10 to 15 basis points when they should be making over 2% net of the cost and fees. He reported that as of today the LGIPs had rates in the 2.3% to 2.5% and the rates were just raised by the FED. Bill Spivey explained that the funds in LGIPs were pretty safe with a 24-hour liquidity direct deposit into the bank account via wire or ACH. Bill Spivey summarized that it was the consensus of the investment committee to invest \$1.5 million each into Florida PRIME and FL SAFE, follow F.S. 218.415 and not adopt a written investment policy. Matthew Criswell stated that the committee also recommended that Bill Spivey serve on the FL SAFE board of directors. Commissioner Herr stated that a conflict-of-interest determination would be needed. Dana McBroom stated that she would prefer a million each for a total of \$2 million rather than \$3 million to start. She also asked if there was a reason that Seminole

County did not have a member on the FL SAFE board since they were a member of the pool. Bill Spivey explained that not everyone gets to be a member, he would have the availability to due to his skill set and would have also have to be voted on by the FL SAFE board. Commissioner Herr reiterated that it would be prudent for Bill especially, but also for SCOPA, to get a determination that it is not a conflict of interest. Steve Coover commented that the general rules under ethics in government section of the Florida Statutes prohibits anybody sitting on the board from having any kind of contractual relationship with anybody that we deal with. Therefore, it needs to be verified if there is some sort of exception. After some discussion, Mr. Coover stated that if members of other city and county governments sit on these boards, then there must be either a statute or an attorney general opinion that needs to be located. Commissioner Herr asked Steve Coover to work on locating it and he agreed.

Bill Spivey asked if, regardless of the board position, SCOPA wants to move forward with investing pointing out that a resolution would be required. The Administrator suggested getting the board all the information including the resolutions they need to vote on ahead of the next meeting and hopefully a determination from the attorney would also be available. Matthew Criswell commented that the beginning of the fiscal year would be cleaner, and Michael Caraway agreed that there was no urgency. The Administrator noted that the LGIPs are not federally insured like the funds currently held in the bank money market account. Dana McBroom asked what percentage of funds the County invests. Commissioner Herr replied that she did not have those specifics on hand. She also stated that she would like SCOPA to have a baseline investment policy with minimum and maximum baselines and some kind of formula for calculating what is available for investing. Steve Coover suggested the Administrator check with the accountant. Andrew stated that he had already done so, and the accountant was comfortable with both funds. However, it will add to the end of the year accounting as he will be required to include the LGIPs actuarial numbers as a component of our financial statements similar to what is done with the Florida Retirement System. Commissioner Herr commented that the investment policy should not just include an amount but how the amount is determined and make it succession proof including how often the policy is to be reviewed. It was the consensus of the board to table the LGIP discussion for the next meeting.

LEASES

The Administrator then reviewed the following Leases, along with a graph showing their comparison with current market data, recommending approval:

1. Lease Renewal – B&N Fabricating, Inc.; 1535 Dolgner Place; 1-year Lease Addendum; term Oct. 1, 2022 – Sept. 30, 2023; at the budgeted rate of \$810.34/mo. (2,000 sq.ft. warehouse @ a rate of \$4.86/sq.ft./yr.) Personal guarantee.

2. Lease Renewal – Driftwood Arts and Design, LLC; 1517 Dolgner Place; 1-year Lease Addendum; term Oct. 1, 2022 – Sept. 30, 2023; at the budgeted rate of \$983.99/month (2,000 sq.ft. warehouse @ a rate of \$5.90/sq.ft./yr.) Personal guarantee.
3. Lease Renewal – Freeport Fountains, LLC; 1471 Kastner Place, Suite 121; 1-year Lease Addendum; term Oct. 1, 2022 – Sept. 30, 2023, with an existing 60-day termination clause; at the budgeted rate of \$847.35/month (2,000 sq.ft. warehouse @ a rate of \$5.08/sq.ft./yr.) Personal guarantee.
4. Lease Renewal – GenStar Services, LLC; 1980 Dolgner Place, Suite 1028; 1-year Lease Addendum; term Oct. 1, 2022 – Sept. 30, 2023; at the budgeted rate of \$1,000.00/month (1,212 sq.ft. warehouse 2/288 sq.ft. office @ a rate of \$8.00/sq.ft./yr.) Personal guarantee.
5. Lease Renewal – Radios OEM, Inc.; 1470 Kastner Place, Suite 108; 1-year Lease Addendum; term Oct. 1, 2022 – Sept. 30, 2023; at the budgeted rate of \$1,033.19/month (1,500 sq.ft. office/warehouse @ a rate of \$8.27/sq.ft./yr.) Personal guarantee.
6. Lease Renewal – Seminole State College, 1433-1453 Dolgner Place; 5-year Lease Addendum; term Oct. 1, 2022 – Sept. 30, 2027, with an existing 60-day termination clause; with a 5% rate increase to \$3,444.00/month now and another 5% rate increase on Mar. 1, 2025 (10,500 sq.ft. offices @ \$3.94/sq.ft./yr.).
7. Lease Termination (in conjunction w/ #8, in lieu of lease assignment)- Water Specialist Technologies, LLC; 1515 Kastner Place; lease term Oct. 1, 2019 – Sept. 30, 2024; with 5% rate increase mid-term (April 2022) to \$4,690.70/month (6,600 sq.ft. offices w/ 1,720 sq.ft. warehouse @ a rate of \$6.77/sq.ft./yr.) Personal guarantee.
8. New Lease (in conjunction w/ #7) – Environmental Energy Services, Inc.; 1515 Kastner Place; lease term Oct. 1, 2022 – Sept. 30, 2024; at the rate of \$4,690.70/month; with option to renew for 5-year terms with a 5% rate every 2 ½ years (6,600 sq.ft. offices w/ 1,720 sq.ft. warehouse @ a rate of \$6.77/sq.ft./yr.) Personal guarantee.
9. Lease Renewal – Amerigas Propane, L.P.; 4350 Carraway Place; 1-year Lease Addendum; term Nov. 1, 2022 – Oct. 30, 2023; at the budgeted rate of \$155.59/month (0.127 ac @ a rate of \$14,701.42/ac./yr.). Personal guarantee requirement previously waived by SCOPA BOD.

Bill Spivey asked if the Seminole State College had their leasehold fully sublet and if they do so for higher rates then they pay. The Administrator stated that as a business incubator, they offer additional services and utilities, therefore, they do rent the units out at a higher rate. He said he was not sure of the current rates, but they used to offer a ten-by-ten office for \$560 per month. Commissioner Herr asked the Administrator to inquire about their current occupancy rates and report back. Matthew Criswell asked if the leases address subletting. The Administrator replied that the standard leases do not allow tenants to sublet for more than they are paying to SCOPA, but the SSC lease has a special

structure. Dana McBroom stated that even though Environmental Energy Services is purchasing an existing company within the Port, the new lease #8 should be under the revised leasing policy and include a 2.5% rate increase annually. The Administrator explained that Environmental Energy Services were purchasing Water Specialists who was in the middle of a five-year lease which increased in April 2022. He stated rather than doing a lease assignment, staff thought a new lease under the same terms and conditions would be cleaner. Discussion ensued.

MOTION WAS MADE BY MATTHEW CRISWELL, SECONDED BY COMMISSIONER HERR TO APPROVE THE LIST OF LEASES AS PRESENTED, EXCLUDING THE LEASE TERMINATION #7 AND NEW LEASE #8.

MOTION CARRIED UNANIMOUSLY.

Election of Officer F.Y. 202282023 –

COMMISSIONER HERR NOMINATED MATTHEW CRISWELL TO BE CHAIRMAN FOR THE 2022/2023 FISCAL YEAR. DANA MCBROOM SECONDED THE MOTION.

There were no other nominations.

MOTION PASSED.

MATTHEW CRISWELL NOMINATED SUSAN SHERMAN TO BE VICE-CHAIRMAN FOR THE 2022/2023 FISCAL YEAR. BILL SPIVEY SECONDED THE MOTION.

There were no other nominations.

MOTION PASSED.

MATTHEW CRISWELL NOMINATED MICHAEL CARAWAY TO BE TREASURER FOR THE 2022/2023 FISCAL YEAR. COMMISSIONER HERR SECONDED THE MOTION.

There were no other nominations.

MOTION PASSED.

COMMISSIONER HERR NOMINATED BILL SPIVEY TO BE SECRETARY FOR THE 2022/2023 FISCAL YEAR. MATTHEW CRISWELL SECONDED THE MOTION.

There were no other nominations.

MOTION PASSED.

The Administrator informed the board that he was participating in a doctoral program at Valdosta State University. His Organizational Culture Analysis Class has tasked him with an organizational culture analysis, and he asked the board for permission to study the Port Authority. He explained that the cultural analysis would be a non-published snapshot of the group's norms, processes, history, and values. He said that it could uncover valuable information such as is change and innovation encouraged over historical processes. Andrew explained that he would do a couple of brief and confidential surveys, and asked for the board's permission to proceed.

MOTION WAS MADE BY MATTHEW CRISWELL, SECONDED BY MICHAEL CARAWAY TO ALLOW ANDREW VAN GAALE TO PERFORM AN ORGANIZATIONAL CULTURE ANALYSIS ON THE SEMINOLE COUNTY PORT AUTHORITY.

MOTION CARRIED UNANIMOUSLY.

There being no further business, the meeting was adjourned at 6:10 p.m. by the Chair.

Matthew Criswell, Chairman

Bill Spivey, Secretary

Road Project: Orange Boulevard Improvement Project
Parcel No: 152/852
Parcel Address: 1531 Dolgner Place, Sanford, FL 32771
Owner: Seminole County Port Authority

RESOLUTION
OF
SEMINOLE COUNTY PORT AUTHORITY

ON MOTION of Director _____, seconded by Director _____,
the following Resolution was adopted:

WHEREAS, Seminole County proposes to construct or improve Orange Boulevard in Seminole County, Florida:

WHEREAS, it is necessary that certain lands now owned by Seminole County Port Authority be acquired by Seminole County: and

WHEREAS, Seminole County has made application to said Seminole County Port Authority to execute and deliver to Seminole County a deed, or deeds, in favor of Seminole County, conveying all rights, title and interest that said Seminole County Port Authority has in and to said lands required for transportation purposes and said request having been duly considered.

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of Seminole County Port Authority, authorizes the sale of a portion of property owned by the Seminole County Port Authority for transportation purposes and authorizes the Chairman to execute Seminole County's purchase agreement in the amount of \$388,570.00 for the Orange Boulevard Improvement Project.

BE IT FURTHER RESOLVED that a certified copy of this Resolution be forwarded forthwith to the Seminole County Board of County Commissioners at 1101 E. First Street, Sanford, FL 32771.

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that the foregoing is a true copy of the Resolution adopted by the Seminole County Port Authority at a meeting held on the 21st day of September, 2022.

Attest:

Seminole County Port Authority

Bill Spivey, Secretary

Dana McBroom, Chairman