

PORT OF OSWEGO AUTHORITY
Annual Meeting of the Board of Directors of the Port of Oswego Authority
Wednesday, March 26, 2025

CALL TO ORDER: Mrs. Cosemento called the meeting to order at approximately 4:40 PM.

PRESENT: Constance Cosemento - Vice Chairperson, Stan Delia, Dr. John Kares Smith, Kathleen Macey, Diane Zeller, and Thomas Schneider - Interim Executive Director.

ALSO PRESENT: Pat McMahon - Supervisor of Development & Maintenance and James Metcalf - citizen, observing.

PRESENT ON ZOOM: Francis Enwright - Chairperson

Motion AM 2501: A motion was made by Ms. Zeller and seconded by Ms. Macey to approve Prompt Payment Policy Pursuant to Section 2880 of the Public Authorities Law (Exhibit AM-A). Motion passed. 5-Aye, 0-Nay.

Motion AM 2502: A motion was made by Ms. Zeller and seconded by Mr. Delia to approve the Guidelines for Awarding of Procurement Contracts Pursuant to Section 2879 of the Public Authorities Law (Exhibit AM-B). Motion passed. 5-Aye, 0-Nay.

Motion AM 2503: A motion was made by Ms. Zeller and seconded by Ms. Macey to approve the Port of Oswego Authority Property Disposition Policy Pursuant to Section 2896 of the Public Authorities Law (Exhibit AM-C). Motion passed. 5-Aye, 0-Nay.

Motion AM 2504: A motion was made by Ms. Zeller and seconded by Dr. Kares Smith to approve the Port of Oswego Authority Investment Policy Pursuant to Section 2925 of the Public Authorities Law (Exhibit AM-D). Motion passed. 5-Aye, 0-Nay.

Motion AM 2505: A motion was made by Ms. Zeller and seconded by Dr. Kares Smith to re-adopt the Port of Oswego Authority's Mission Statement and KPIs (Exhibit AM-E). Motion passed. 5-Aye, 0-Nay.

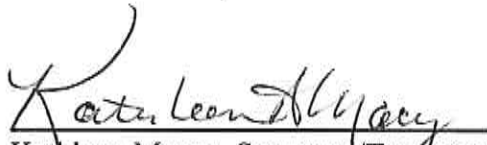
Motion AM 2506: A motion was made by Ms. Zeller and seconded by Dr. Kares Smith to adopt the Port of Oswego Authority's Conflict of Interest Policy (Exhibit AM-F). Motion passed. 5-Aye, 0-Nay.

APPOINTMENTS AND ELECTIONS

- Appointments of Legal Counsel for FY 2025 – 2026 (Exhibit AM-G) as existing.
Motion AM 2507: A motion was made by Dr. Kares Smith to appoint Bousquet Holstein as legal counsel for the Port of Oswego Authority for the fiscal year that begins on April 1, 2025 and ends on March 31, 2026. Motion was seconded by Ms. Macey. Motion passed. 5-Aye, 0-Nay.
- Election of Board Officers for FY 2025 – 2026 (Exhibit AM-H).
Motion AM 2508: Motion made by Dr. Kares Smtih and seconded by Ms. Zeller to maintain appointments as is. Motion passed. 5-Aye, 0-Nay.
 - Chairman of the Board – Francis Enwright
 - Vice-Chairman – Mrs. Constance Cosemento
 - Secretary/ Treasurer – Ms. Kathleen Macey

ADJOURNMENT

Motion AM 2509: A motion was made by Ms. Zeller to adjourn the regular monthly meeting at 5:05 PM. Motion seconded Mr. Delia. Motion passed. 5-Aye, 0-Nay, 1-Abstain.


Kathleen Macey, Secretary/Treasurer


Constance Cosemento, Vice-Chairperson

PORT OF OSWEGO AUTHORITY
Regular Monthly Board Meeting
Wednesday, March 26, 2025
Immediately following the Annual Meeting

CALL TO ORDER: Mrs. Cosemento called the meeting to order at approximately 5:06 PM.

PRESENT: Constance Cosemento - Vice Chairperson, Stan Delia, Dr. John Kares Smith, Kathleen Macey, Diane Zeller, and Thomas Schneider - Interim Executive Director.

ALSO PRESENT: Pat McMahon - Supervisor of Development & Maintenance and James Metcalf - citizen, observing.

PRESENT ON ZOOM: Francis Enwright - Chairperson

Motion 03-26-2501:

A motion was made by Mr. Delia to enter into Executive Session for discussion of annual personnel issues at 5:07 PM. Motion was seconded by Ms. Macey. Motion passed. 5-Aye, 0-Nay.

Motion 03-26-2502:

A motion was made by Ms. Macey to resume the regular monthly meeting at 6:25 PM. Motion was seconded by Dr. Kares Smith. Motion passed. 5-Aye, 0-Nay.

APPROVAL OF MINUTES

Motion 03-26-2503:

The Board unanimously approved the minutes of the February 24, 2025 regular monthly meeting as distributed at 6:26 PM.

ADMINISTRATIVE OPERATIONAL REPORT

Mr. Schneider, Interim Executive Director, presented the Administrative Operational Report to the Board and addressed any questions or comments at 6:27 PM.

Report Topics:

Monthly operations update – February 2025

Update on projects:

- Operations Monthly Report – included; this report originates from the Port's Scale's Office, that shows the volume of trucks, railcars, and vessels within any given month. The Port's three (3) commodities are that are transloaded and warehoused:
 - ✓ **aluminum**
 - ✓ **grain**
 - ✓ **potash**
- Weather Conditions – there were challenges for the silo with the harsh weather conditions this season; Mr. Schneider recognized Mr. McMahon's efforts in the several times he ascended and descended the hundreds of steps to the top of the silo.

- Marina – the east-side Marina the docks are in, the crane repairs are currently taking place. The west-side Goble Marina experienced some damage to the docks during the winter; will begin to market the west-side Marina after necessary repairs are completed.
- Tenant Update – received formal notification from USGS at 17 Lake Street of lease termination (lease renewal would have been September 30, 2025), which has to do with the Executive federal administration making certain cuts, and those cuts have affected U.S. Geological Services, however nothing is definite at this point.
- Projects – breakwall repairs during the summer of 2025 with Dean Marine & Excavating Inc. contracted out through the U.S. Army Corp. of Engineers to keep up the repair of the breakwall that safeguards the harbor and Port for the commercial vessels, commercial fishermen, businesses, and pleasure crafters that operate here.
- Warehouse Modernization Grant – Port Infrastructure Development Program (PIDP), working with Maritime Administration (MARAD) and have communication with the state as well.
- Electric Railcar Mover – finalized a bid package; bids are due April 10, 2025. This is a Passenger and Freight Rail Assistance Program (PFRAP) grant.
- Still Watch Vessel – abandoned vessel still sits at the Port's dock. Mr. Schneider acknowledged the efforts of the United States Coast Guard (USCG) and how grateful the Port of Oswego Authority is of the efforts of the USCG in making sure that the vessel did not turn into an environmental disaster; they put considerable resources to ensure that the vessel did not represent a hazard to our waters and navigational system. There is another meeting with the Coast Guard and other interested parties on Thursday, March 27th.
- Great Lakes Port Association (AGLPA) Washington Legislative Fly-In – attended in early March. AGLPA is a group of ports along the American side of the Great Lakes. Mr. Schneider noted there was a lot of Canadian representation, there was a function at the Canadian Embassy, and that our neighbors and friends to the north have been patient about the approach that has been taken towards them. The Port has been working effectively with Canada as an import and export partner.

DISCUSSIONS ON TOPICS FROM ADMINISTRATIVE OPERATIONAL REPORT

Mr. Enwright inquired if there was a dock at 17 Lake Street; he acknowledged that if USGS were to return, it would be a positive revenue source, however the Port needs to have another plan for the property. Mr. Schneider stated that it could be opportunistic for the Port and there is potential for the property, but to wait and see what happens with the lease.

ADMINISTRATIVE FINANCIAL REPORTS

Motion 03-26-2504: A motion was made by Dr. Kares Smith to accept February's financial reports as presented at 6:50 PM. Motion seconded by Ms. Macey. Motion passed. 5-Aye, 0-Nay.

Primary Financial Reports

- Cash Position
- Balance Sheet
- Profit & Loss Statement
- Marina Profit & Loss Statement

Subsidiary Financial Reports

- Monthly Bills
- Accounts Payable
- Accounts Receivable
- Grants Receivable Summary
- Loan Summary
- Schedule of Assets
- Sales Report

Mr. Delia reviewed the cash position, balance, and profit/loss statements ending 02/28/2025. Cash Position is down. The Balance Sheet, total current assets (which do not include fixed assets) is above from the same time last year primarily due to a large grant receivable. Total Assets (including fixed assets) is up, primarily due to FEMA capital improvement. Mr. Delia noted the increase in expenses, mainly due to repairs and maintenance.

Mr. Schneider explained that the New York State Department of Homeland Security and Emergency Services, who administers the FEMA grant, was a result of flooding and damage in 2017. FEMA is used to dealing with property owners on much smaller amounts; the amounts the Port is dealing with are large and the Port is still waiting to be refunded in a fairly slow process (4 billing periods for property owners, the Port is up to 9 billing periods). The State has been coming forth to all of its agencies and seeking information about what federal grants that are potentially outstanding and the New York State Department of Homeland Security and Emergency Services that is administering the national FEMA grant and has the funding for it, the money has been transferred to the State but FEMA is asking for further information about every project they have. The State is looking to gauge and gather what federal funding is out there and what the progress is, while the federal government is asking of the states who receive federal money to report about it.

Mr. Schneider explained that every piece of machinery in the facility in the last two months has been serviced after having deferred service for a long time. Those expenses will make up themselves in efficiency.

Chairman's Report: Mr. Enwright (on Zoom) thanked the Board members on the work they have done.

COMMITTEE REPORTS:

Executive Committee: No meeting, no report per Mrs. Cosemento.

Audit and Finance Committee: No meeting, no report per Mr. Delia.

Motion 03-26-2505:

A motion was made by Ms. Macey at 6:55 PM to authorize the Chairperson of the Audit Committee to execute the Engagement Letter from Bowers CPA's and Advisors. Motion was seconded by Ms. Zeller. Motion passed. 5-Aye, 0-Nay.

Governance Committee: No meeting, no report per Dr. Kares Smith.

Planning and Development Committee: No meeting, no report per Ms. Macey.

OLD BUSINESS

None.

NEW BUSINESS:

Motion 03-26-2506:

A motion was made by Ms. Macey to authorize the Interim Executive Director to execute the Utility Bill Integration Services Agreement with New York Energy Manager (Exhibit D) at 7:08 PM. Motion was seconded by Dr. Kares Smith. Motion passed. 5-Aye, 0-Nay.

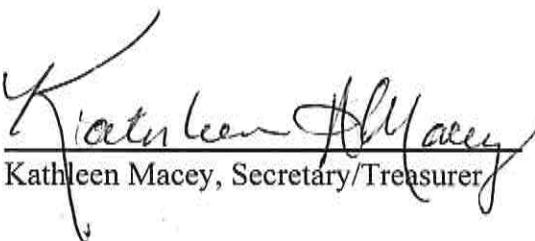
Mr. Schneider explained that this would be a simple agreement with the New York Power Authority; they have a system that they refer to "Energy Manager" and the Port would provide them information on our utility bills. Energy Manager would then use their analytics that they would apply to that information. It benefits the New York Power Authority to be able to assess how much water and utilities that are being used by the Authorities of the State of New York, and gain more knowledge and then they share that knowledge with the Port in the form of statistical and graphical information.

Review of Authorities Budget Office (ABO) audit of required website content – Policy Guidance 22-01: Posting and Maintaining Reports on Public Authority Websites. (Exhibit E)

Mr. Schneider stated that this was a review of the Port's website to see that it contains all the items that the State requires for full public disclosure and transparency. The ABO noticed some items that were missing; he has been following up with the ABO.

ADJOURNMENT

Motion 03-26-2507: A motion was made by Ms. Zeller to adjourn the regular monthly meeting at 7:09 PM. Motion seconded by Dr. Kares Smith. Motion passed. 5-Aye, 0-Nay.


Kathleen Macey, Secretary/Treasurer


Constance Cosemento, Vice-Chairperson