

**SEMINOLE COUNTY PORT AUTHORITY
MINUTES OF THE REGULAR BOARD MEETING
DECEMBER 17, 2014**

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 December 17, 2014.

Chairman Matthew T. Brown called the meeting to order at 4:00 p.m. with the following Directors constituting a quorum: Matthew T. Brown, Chairman; Michael McLean, Vice-Chairman; Michael Caraway, Treasurer; Cliff Miller, Secretary; Kyle Kilger, Member; William H. Poe, Member; and Brenda Carey, BCC Member appearing telephonically due to illness.

Directors absent: Thomas Kuhn, Member; and Dana McBroom, Member.

Staff present: Andrew Van Gaale, Administrator; and Jennifer Sykes, Administrative Assistant.

Others present: Stephen H. Coover, SCOPA Attorney.

The invocation was given by Mr. Poe followed by the pledge to the Flag.

The Chairman asked for corrections or additions to the minutes of the November 19, 2014, Board Meeting.

MOTION WAS MADE BY WILLIAM POE, SECONDED BY MICHAEL MCLEAN TO APPROVE THE MINUTES OF THE NOVEMBER 19, 2014, BOARD MEETING AS PRESENTED.

MOTION CARRIED UNANIMOUSLY.

The Balance Sheet and Budget Statement for the month of November 2014 and year-to-date were presented to the Board. The Administrator referred to the revenue and expenditure charts explaining that revenues for the month were under budget by \$1,518 and \$2,311 under budget for the year. Expenditures for the month were under budget by \$37,593 and \$109,009 under budget for the year thus far. The year to date profit is \$166,957, which equates to 56.7%, and occupancy was 94.3%. Mr. Miller inquired about the reason the expenditures were so far under budget. The Administrator explained that the first two major projects for the fiscal year were just now commencing as well as the expense for the purchase of the new SCOPA vehicle which would be discussed later.

The Outstanding Bills and Aged Receivables lists were presented to the Board for discussion and approval. The Administrator asked the Board Members to review the list of outstanding bills and invited any questions. He explained that item #7, the \$13,956 payment to Greene, Dycus & Co., P.A., represents the payment for the SCOPA annual audit as presented during November's regular meeting. Chairman Brown acknowledged the Administrator's cleanup efforts at 1430 and 1440 Dolgner Place and inquired about those expenses. The Administrator explained that no significant bills for the cleanup had been received yet; however, all the costs are being tracked separately. There were no other questions on the Outstanding Bills.

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MOTION WAS MADE BY MICHAEL MCLEAN, SECONDED BY KYLE KILGER TO APPROVE THE BILLS FOR PAYMENT, AS PRESENTED. THE LIST OF BILLS APPROVED TO BE PAID IS ATTACHED AND MADE A PART OF THESE MINUTES.

MOTION CARRIED UNANIMOUSLY.

The Administrator referred to the Aged Receivables list explaining that the Port had not yet received the administrative rents for October or November for Acme Recycling Industries, LLC; the principle of Treetop Concepts, LLC, is out of the country but has promised payment by the end of the month; Big Mike's Boats, LLC, has made a partial payment this month with a promise of more next week; and Johnny Lucky Athakhanh has not been heard from therefore a Three Day Notice has been issued. There were no questions on the Aged Receivables.

ATTORNEY'S REPORT

a) ARI Electronics, LLC – Mr. Coover explained that pursuant to the Board's direction in November, he and the Administrator presented a Lease for 1500 Dolgner Place to ARI Electronics, LLC. It has been executed and December rent in addition to the deposit has been received.

b) Acme Recycling Industries, LLC – Mr. Coover reported that, subsequent to the Trustee's abandonment, he has been working with the attorney for LSREF3 Sapphire, LLC, on a short-term Lease for the property while they sell off the collateral from their claim on the Note they purchased from BMO Harris. He further explained that part of the negotiations on the Lease include a claim to a piece of the equipment that SCOPA has a landlord's lien on due to the pre-bankruptcy and administrative rents owed. Mr. Coover explained that Sapphire's attorney believes that they might have a claim to some portion of same piece of equipment as SCOPA. Mr. Coover also reported that the Tax Collector has flagged a large majority of the equipment on site for the outstanding taxes. Therefore, in an effort to keep the process moving and to establish a written agreement in advance, rather than negotiating after the sale of the equipment, Mr. Coover suggested the Board include this in the Lease. After explaining the various details, Mr. Coover requested direction from the Board.

MOTION WAS MADE BY MICHAEL MCLEAN, SECONDED BY CLIFF MILLER TO GIVE THE SCOPA ATTORNEY AND THE ADMINISTRATOR AUTHORIZATION TO NEGOTIATE A LEASE OUTSIDE OF THE STANDARD LEASING POLICY WITH LSREF3 SAPPHIRE, LLC, WITH A 75% SCOPA / 25% SAPPHIRE SPLIT ON THE PROCEEDS FROM THE SALE OF THE CATAPILLAR, WITH A REDUCED RATE OF \$3,000 PER MONTH FOR SIXTY (60) DAYS.

MOTION CARRIED UNANIMOUSLY.

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Mr. Coover explained that the titled vehicles the Trustee acquired were recently sold at auction and reports are that the items sold well. Therefore, from those proceeds the Trustee should pay for some, or all, of the administrative rents due for October and November.

The Administrator explained that since the last board meeting he has begun general site cleanup at 1430 and 1440 Dolgner Place. As a precaution, he has walked the site with an environmental consultant and there do not appear to be any items of concern.

ADMINISTRATOR'S REPORT

a) Projects 169 & 170 – The Administrator reported that the Contracts for projects 169 and 170 are ready for execution by the Board today. The contractor will be commencing on project 169 in January and then move to project 170.

b) Vehicle Replacement – The Administrator explained that the fiscal year 2014/2015 budget includes a vehicle replacement. After some research he discovered that under the Sherriff's contract we have three options: a Ford Explorer at \$24,440, a GMC Acadia at \$25,970, or a Cherokee Laredo at \$25,479. The Administrator requested approval to purchase the Ford Explore from Don Reid Ford at \$24,440 which is under the budgeted \$35,000. He further explained that the Ford dealer has stated it would be approximately ninety days (90) for delivery.

MOTION WAS MADE BY MICHAEL MCLEAN, SECONDED BY WILLIAM POE TO APPROVE THE PURCHASE OF A FORD EXPLORER AT \$24,400.

MOTION CARRIED UNANIMOUSLY.

c) Banking RFP – The Administrator stated that the Banking Request For Proposal will be advertised on December 21st and 28th, and that Mr. Coover was reviewing the RFP package. The Administrator explained that the responses are due back January 9th, and those will be sent to the subcommittee for review and ranking. The top three proposers will be invited to make an oral presentation before the subcommittee. The Administrator explained he expected the Banking Subcommittee to be able to make a recommendation at the January 2015 Board meeting.

OLD BUSINESS

There was no old business.

NEW BUSINESS

a) Leases - The following Leases were presented for approval:

1. New Lease – LaRue Structural Fab, LLC, 1517 Dolgner Place, 1 year Lease beginning January 1, 2015, through December 31, 2015, at the rate

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of \$800/mo. (1,500 s.f. warehouse @ a blended of \$6.40/s.f./yr.). Personal Guarantee.

2. *New Lease – J.L. Pandolfi Painting Contracting, Inc., 1900 Dolgner Place, 1 year Lease beginning January 1, 2015, through December 31, 2015, at the rate of \$875/mo. (1,212 s.f. warehouse with 288 s.f. office @ a blended rate of \$7.00/s.f./yr.). Personal Guarantee.*
3. *Lease Termination - (in conjunction with #1 above) – J.L. Pandolfi Painting Contracting, Inc., 1928 Dolgner Place, 1 year Lease beginning June 1, 2014, through May 31, 2015, at the rate of \$834mo. (1,500 s.f. warehouse @ \$6.67/s.f./yr.). Personal Guarantee.*
4. *Lease Renewal – Back Country Auto Sales, LLC, 1980 Dolgner Place, Suite 1036, 1 year Lease beginning January 1, 2015, through December 31, 2015, at the budgeted rate of \$800/mo. (1,500 s.f. warehouse @ a rate of \$6.40/s.f./yr.). Personal Guarantee.*
5. *Lease Renewal – Lentec Machining, Inc., 1559 Dolgner Place, 1 year Lease beginning January 1, 2015, through December 31, 2015, at the budgeted rate of \$772.00/mo. (2,000 s.f. warehouse @ a rate of \$4.63/s.f./yr.). Personal Guarantee.*
6. *Lease Renewal – Rust-off, Inc., 1471 Kastner Place, Suite 101, 1 year Lease beginning January 1, 2015, through December 31, 2015, at the budgeted rate of \$875.00/mo. (2,000 s.f. warehouse @ a rate of \$5.25/s.f./yr.). Personal Guarantee.*
7. *Lease Renewal – Hydrotech Solutions, LLC and Riken Construction & Design, LLC, 1450 Kastner Place, Suite 108, 1 year Lease beginning January 1, 2015, through December 31, 2015, with the budgeted 5% rate increase to \$866.25/mo. (1,212 s.f. warehouse with 288 s.f. office @ a blended rate of \$6.93/s.f./yr.). Personal Guarantee.*
8. *Lease Renewal – Big Mike's Boats, LLC, 4421 Schilke Way, Suites 100 & 104, 1 year Lease beginning January 1, 2015, through December 31, 2015, with 60 day termination clause, at the budgeted rate of \$1,575.00/mo. (4,000 s.f. warehouse @ a blended rate of \$4.73/s.f./yr.). Personal Guarantee.*

The Administrator reviewed the list of Leases and requested approval.

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MOTION WAS MADE BY MICHAEL MCLEAN, SECONDED BY KYLE KILGER TO APPROVE THE LIST OF LEASES AS DISCUSSED.

MOTION CARRIED UNANIMOUSLY.

There being no further business, the meeting was adjourned at 5:11 p.m. by Chairman Brown.

Matthew T. Brown, Chairman

Cliff Miller, Secretary