

Upper Mississippi River International Port District

BOARD MEETING MINUTES

Date: September 7, 2023

Time: 13:00 CDT

Location: Board Room
18901 B St
Savanna, IL 61074

I. Call to Order

A roll call was held and it was noted that Steve Keeffer, Lance Larsen, and Ken Sandy were present. A quorum was met with three Commissioners in attendance. The meeting was called to order at 1:00 pm.

II. Approval of the Agenda

Commissioner Sandy motioned to approve the meeting agenda, seconded by Commissioner Keeffer, approved by voice vote unanimously.

III. Approval of Meeting Minutes

Steve Keeffer motioned to approve the June 2023 and July 2023 meeting minutes, seconded by Commissioner Sandy, approved by voice vote unanimously.

IV. On-Going Business

- A. **Port Master Plan Contract Amendment.** The board discussed a proposed amendment to the Professional Services Agreement between UMRIPD and WSP Consulting. Commissioner Sandy moved to approve the Amendment, seconded by Commissioner Keeffer. Roll call vote taken and unanimously approved. There was discussion of the UMRIPD Master Plan and its relationship to the LRA Reuse Plan.
- B. **Capital Improvement Program.** The board discussed the process for engaging third parties to assist in the implementation of this grant program. It was agreed that selection of service providers be deferred until further clarity is achieved on the direction of the Master Plan. Commissioner Keeffer further suggested discussions with IDOT / Local Roads to ensure the board incorporates all necessary procedures for deploying grant funds.

Commissioner Larsen noted a discussion from the last meeting where SIP tenants expressed frustration about utility service. It was suggested that further input would be useful from tenants, which might take the form of a subcommittee or survey. There was discussion of whether UMRIPD could facilitate the development of energy alternatives at SIP, and it was recommended that the Commissioners bring their ideas on potential energy alternatives for additional discussion at the next board meeting.

- C. **USFWS.** In the context of the UMRIPD master planning process, the board discussed the feasibility of working through the concerns raised by Ed Britton of USFWS. It was agreed that further exploration of the path to waterside operations is necessary, and it was noted that the Technical Advisory Committee composed of public agency representatives would be an appropriate forum for that discussion.
- D. **Asset Recovery.** It was noted by Commissioner Larsen that the board had received responses from neither Commissioner Francis, nor former Commissioners Jahnke, Stier, and Brunner. Commissioner Keeffer noted that he had received oral communication from Commissioner Stier about relinquishing control of certain assets in his possession. Commissioner Larsen indicated that many assets might not have been put into use and therefore were not free to dispose of. Amiee Martelle of Riverport Railroad suggested that UMRIPD could potentially use the motor pool to store any assets that are recovered. Illinois CMS has made a demand for two particular assets to be recovered immediately. There has been no response from the responsible parties. Commissioner Keeffer offered to reach out to former Commissioner Stier and communicate the urgency of bringing those assets back to UMRIPD. Commissioner Keeffer further alluded to emails from former Commissioners that threatens litigation should any efforts be made to recover assets they acquired from UMRIPD.

Commissioner Larsen noted that there is an outstanding resolution, established by the former board, that purports to give the Commissioners authority to acquire assets from UMRIPD at 5% over UMRIPD cost. Commissioner Sandy motioned to invalidate any prior actions of the board that attempts to permit Commissioners to acquire property from UMRIPD, seconded by Commissioner Keeffer, approved unanimously by roll call vote.

- E. **Restatement of UMRIPD historical financial statements.** Commissioner Larsen identified the need to recreate the financial statements of UMRIPD which have not been forthcoming from former Treasurer Jahnke. Commissioner Larsen will provide his work product that includes all banking records in excel format to Mara Roche, who will populate Quickbooks with those transaction histories. UMRIPD is still missing records of dispositions of assets that are necessary to tie out the balance sheet.
- F. **Ethics Officer.** Commissioner Sandy motioned that the board request the resignation of Mike Doty and Dan Reimer as Ethics Officers of UMRIPD,

seconded by Commissioner Keeffer, and approved unanimously by voice vote.

- G. **UMRIPD legal counsel** The board deferred further discussion of the search for legal counsel to UMRIPD to the next board meeting.
- H. **UMRIPD domain and website.** Commissioner Larsen updated the board on the status of UMRIPD.gov domain. UMRIPD is still waiting for approval, but expect that we should have that domain by the next meeting.
- I. **Port Administrator training.** Rob Davies discussed the value and costs of training from the IAMPE). He indicated he would look further into scheduling training for the board as a group.
- J. **Security at SIP.** Commissioner Larsen suggested establishing a committee of board members and concerned tenants regarding actions to address security concerns. It was agreed that UMRIPD should take the lead role on finding solutions, and that nominations should be solicited for participation on such a committee.

V. New Business

- A. **Nominations and Vote for Secretary.** Commissioner Larsen noted that Commissioner Francis has attended only one board meeting since reconstitution of the board and has neglected his duties to draft minutes and agendas, and provide notices to the public. It was proposed that Commissioner Francis be replaced as Secretary. Commissioner Larsen nominated Rob Davies to serve as Secretary unless and until a permanent person is found for the role. Commissioner Larsen nominated Rob Davies to replace Commissioner Francis as Secretary, seconded by Commissioner Keeffer, unanimously approved by roll call vote..
- B. **\$200,000 claim and threatened litigation by former counsel Dave Albee.** Commissioner Larsen requested comment from Mr Albee who was in attendance at the board meeting via zoom. Mr. Albee did not respond to the request for clarification of the bases for his claim. It was agreed that the former board members would be solicited for their knowledge of the propriety and accuracy of the claims asserted by Mr Albee.
- C. **3234 McIntyre Road.** Commissioner Sandy addressed the recommendation to shut off utilities to this property. Commissioner Keeffer motioned that we shut off utilities, seconded by Commissioner Larsen, approved unanimously by roll call vote.
- D. **UMRIPD Domain and Website.** The board discussed the potential uses for the UMRIPD website, including notices to the public of meetings and actions, and publishing requests for proposals and qualification.

VI. Reports

- A. **Secretary.** Nothing to report.
- B. **Treasurer.** Commissioner Sandy provided an overview of the current bank account details at First State Bank.
- C. **Legal Counsel.** Nothing to report.
- D. **Jo-Carroll Local Redevelopment Authority.** Nothing to report.

VII. Public Comment

Andy Mills of the Foreign Trade Zone 271 (Jo-Carroll FTZ) presented on current status. He noted concerns with theft, echoing comments from tenants. Mr Mills provided an overview of how foreign trade zones operate and the benefits thereof, particularly how a port and foreign trade zone could complement each other.

VIII. Executive Session

Commissioner Larsen motioned to move into Executive Session at 14:50 CDT, seconded by Commissioner Keeffer, approved unanimously by voice vote. Attendees of the Session were Lance Larsen, Mara Roche, Steve Keeffer, Rob Davies, and Ken Sandy.

- A. 5 ILCS 120/2(5) - The purchase or lease of real property for the use of the public body, including meetings held for the purpose of discussing whether a particular parcel should be acquired.
- B. 5 ILCS 120/2(11) - Litigation, when an action against, affecting or on behalf of the particular public body has been filed and is pending before a court or administrative tribunal, or when the public body finds that an action is probable or imminent, in which case the basis for the finding shall be recorded and entered into the minutes of the closed meeting.

A motion by Commissioner Keeffer, seconded by Commissioner Larsen, and voice vote was taken to end Executive Session.

There were no actions to be taken as a result of the Executive Session.

IX. Adjournment

Commissioner Keeffer moved, seconded by Commissioner Larsen, to adjourn at approximately 15:05 CDT, unanimously approved by voice vote.