

# SPECIAL OPEN MEETING MINUTES OF THE ST. JOSEPH REGIONAL PORT AUTHORITY

Board of Commissioners  
March 2, 2022

**Members Present:** Ken Beck, Pat Dillon, Chris Dunn, Joe Houts, Glen Drake, Robert Norton, Mark Woodbury

**Others Present:** Lee Sawyer, Marty Novak, Bill Becker, Brad Lau, Natalie Redmond, Jennifer Humbert, Kenneth Reeder

## 1. CALL TO ORDER

The meeting was called to order by Mark Woodbury, Secretary/Treasurer at 4:00 p.m. The meeting was held in the boardroom of the St. Joseph Chamber of Commerce.

## 2. ELECTION OF OFFICERS

With the departure of Chairman, Dick DeShon and Vice-Chairman, R.T. Turner, Mark Woodbury asked the Commissioners for nominations for both positions. After some discussion, the Commissioners agreed to elect Ken Beck as Chairman. Mark Woodbury requested a motion to approve Ken Beck as Chairman. A motion was made by Pat Dillon and seconded by Glen Drake. All in favor signify by yes. All in favor. Motion approved.

Ken Beck asked for nominations for the position of Vice-Chairman. The Commissioners agreed to elect Joe Houts as Vice-Chairman. Ken Beck requested a motion to approve Joe Houts as Vice-Chairman. A motion was made by Pat Dillon and seconded by Glen Drake. All in favor signify by yes. All in favor. Motion approved.

~~Ken Beck requested a motion to approve the reaffirmation of Mark Woodbury as appointed Board member, Secretary-Treasurer, and legal counsel. A motion was made by Joe Houts and seconded by Glen Drake. All in favor signify by yes. All in favor. Motion approved. Mark Woodbury abstained from voting.~~

Ken Beck noted a thank you to Dick DeShon and R.T. Turner for their service on the Board of Commissioners for the St. Joseph Regional Port Authority.

## 3. APPROVAL OF MINUTES, SEPTEMBER 22, 2021, SPECIAL OPEN MEETING MINUTES

Ken Beck asked the Board to review the Special Open Meeting Minutes from September 22, 2021.

Ken Beck requested a motion to approve the minutes. A motion was made by Glen Drake and seconded by Joe Houts. All in favor signify by yes. All in favor. Motion approved.

## 4. REVIEW OF FINANCIALS, JANUARY 31, 2022

Brad Lau reviewed the financial statement dated January 31, 2022. Current assets in the Commerce Bank account total \$354,879.11, which includes the capital grant received last fiscal year for the grain bin project. Brad noted E. L. Crawford Construction plans to begin assembly of the grain bin next week. The \$2,600 in accounts receivable is related to the lease agreement with Transport 360. The FEMA grant has been paid in the amount of \$34,128.61.

Ken Beck requested a motion to approve the financials. A motion was made by Pat Dillon and seconded by Glen Drake. All in favor signify by yes. All in favor. Motion approved.

**5. RESOLUTION FOR NEW CHECKING ACCOUNT SIGNATURE CARD**

Brad Lau noted a new signature card for the Commerce Bank checking account will be needed with the election of the new Chairman and Vice-Chairman. The account requires two party signatures. Typical the signature of Shannon Jobes, the CFO at the St. Joseph Chamber of Commerce who performs account and financial functions for the Port Authority, as well as the Chairman, unless not available, then the Vice-Chairman, or the Secretary. The new signature card will be signed by Shannon Jobes, Ken Beck, Joe Houts, and Mark Woodbury as authorized signatories to the account.

Ken Beck asked for a motion to approve the new checking account signature card with the authorized signatories being: Shannon Jobes, Ken Beck, Joe Houts, and Mark Woodbury. A motion was made by Joe Houts and seconded by Glen Drake. All in favor signify by yes. All in favor. Motion approved.

**6. RESOLUTION FOR RENEWAL OF LINE OF CREDIT**

Brad Lau discussed the line of credit account at Commerce Bank, which is up for renewal in April.

Brad Lau requested a motion authorizing the Chairman, Vice-Chairman, Secretary to execute the renewal documents for the line of credit with Commerce Bank. Further, that the executive director is authorized to administratively process draws on said line of credit necessary to meet match requirements, process invoices, provide cash flow of such invoices while waiting on MoDOT reimbursement and/or to meet other requirements of the Port Authority for cash flow purposes, and to pay down the line of credit as revenues and cash flow permit. A motion was made by Glen Drake and seconded by Mark Woodbury. All in favor signify by yes. All in favor. Motion approved.

**7. EVERGY REQUEST FOR TRANSMISSION LINE EASEMENT AT PORT AUTHORITY OWNED TRUCK STAGING PROPERTY**

Brad Lau discussed Evergy's request for transmission line easement at the Port Authority owned Truck Staging property. He noted the concern that the property may need to be raised five feet if it were to be developed in the future since it is in a flood plain. Brad and Mark Woodbury have a meeting scheduled with Evergy on March 3<sup>rd</sup> to discuss the easement further.

Brad Lau requested a motion authorizing Mark Woodbury and Brad Lau to negotiate an easement requested by Evergy, preferably a public easement, on the west side of the Port Authority owned Truck Staging property, 4001 Stockyards Expressway. That the Chairman is further authorized to sign the negotiated easement upon Evergy's payment or reimbursement of any legal fees incurred by the Port Authority related to such transaction. A motion was made by Robert Norton and seconded by Glen Drake. All in favor signify by yes. All in favor. Motion approved.

**8. RESOLUTION FOR CHAIRMAN TO SIGN ENGAGEMENT LETTER FOR FY2021 AUDIT WITH HOOD AND ASSOCIATES CPAs, PC**

Brad Lau discussed the engagement letter with Hood and Associates CPAs, the auditor that merged with and replaced Cochran Head Vick & Co. Brad noted the letter is for audit services not to exceed the amount of \$8,900 and is made out to the St. Joseph Regional Port Authority Commissioners.

Brad requested a motion to authorize the Chairman to sign the engagement letter for FY2021 audit with Hood and Associates CPAs. A motion was made by Mark Woodbury and seconded by Joe Houts. All in favor signify by yes. All in favor. Motion approved.

**9. DISCUSSION**

Brad Lau led an open discussion to decide the Commissioner's preference on the scheduling of future meetings of the Port Authority. There will be times when a special meeting will be necessary to address time sensitive issues.

Ken Beck requested a motion to approve future regular meetings of the St. Joseph Regional Port Authority be held on a quarterly basis at 4 p.m. on any given day. A motion was made by Robert Norton and seconded by Joe Houts. All in favor signify by yes. All in favor. Motion approved.

Brad Lau recommended establishing a committee to review the current Port Authority Bylaws. The committee will provide any suggested changes to the full Board of Commissioners for approval. The commissioners agreed the committee will consist of Joe Houts Chairing the Committee, Mark Woodbury, Glen Drake and Ken Beck.

Brad Lau also recommended a committee be formed to negotiate with Bill Becker to amend the Transport 360 Operating Agreement. This would be associated with use of the new capital assets, grain bin and conveyors associated with the FY21 MoDOT Capital Grant. The recommended amendment will require approval of the Commissioners when completed. Ken Beck asked for a motion to approve Robert Norton, Mark Woodbury and Brad Lau to serve on this committee. A motion was made by Glen Drake and seconded by Robert Norton. All in favor signify by yes. All in favor. Motion approved.

Brad informed the Commissioners he was notified by Cheryl Ball with MoDOT that funds for the current fiscal year may be available. These funds would allow for the purchase and installation of the bucket conveyor to the top of the Grain Bin. It was the consensus of the Commissioners that the Port Authority would be interested in accepting funding for MoDOT for the project to proceed if caveats on timing and understanding with the contract awarded, the work or equipment may only be in process and not completed when the June 15<sup>th</sup> draw down of funds is required.

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**10. TRANSPORT 360 – OVERVIEW UPDATE**

Bill Becker, CEO of Transport 360, introduced himself to the new Board members as one of the founders of LifeLine Foods and CEO for nine years as well as the current manager of MK Minerals. Bill proceeded to give an update on activities at Transport 360 and the port. He discussed the river level and the utilization of the railroad. He noted the barge season runs from April 1<sup>st</sup> to December 1<sup>st</sup>. He also presented several photo slides of various projects and discussed future opportunities at the port.

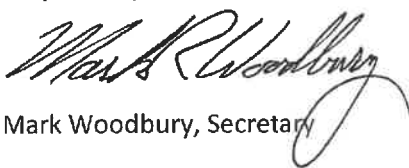
**11. OTHER BUSINESS**

There was no other business to discuss.

**12. ADJOURN**

The meeting was adjourned at 5:30 p.m.

Respectfully submitted,



Mark Woodbury, Secretary