

MINUTES OF THE QUARTERLY BOARD MEETING OF THE GASPARILLA ISLAND
BRIDGE AUTHORITY
November 18, 2022

A Quarterly Board Meeting of the Gasparilla Island Board of Supervisors was called to order at 1:00 pm on November 18, 2022. The meeting was held in the GIBA administration building. Voting Board Members present were Jay Feinberg, Jon Reeher, Drew Tucker, and Ginger Watkins with Jean Hoysradt participating via Zoom. Advisory Members Ken Richardson and Ron Drake were present. Also present was Executive Director Kathy Banson-Verrico, GIBA attorney Rob Berntsson from The Big W Law firm, and GIBA engineer Jon Cole from Giffels Webster Engineers. Registered investment advisors Dave Mazza and Matt Slowinski from Dana Investments participated via zoom.

Public Comments on Agenda Items:

None

Minutes Approval:

The first order of business was the approval of minutes from the Quarterly Board Meeting held on August 8, 2022. **On motion by Feinberg and seconded by Reeher the minutes were approved.**

Chairman's Report:

Advisory Seat Appointments:

On motion by Watkins, Emerson Wickwire was unanimously reappointed to advisory seat #7 and Ken Richardson was unanimously reappointed to advisory seat #9. GIBA currently has one open Advisory Member position. GIBA staff will advertise the open position specifying a candidate with a strong engineering background is preferred.

Audit Committee:

The annual audit report requires Board approval of any assets disposed throughout the year. The asset disposal listing for fiscal year 2022 was reviewed. **On motion by Tucker and seconded by Feinberg the disposed asset listing was approved.**

The FY22 audit fieldwork was completed in October by *Suplee, Shea, Cramer & Miller*. The fiscal year 2022 draft audit will be presented at the February 2023 Board Meeting.

Finance Committee:

Quarterly Financial Report

There was a review of the 2022 fiscal year end (September 30th) financial statements. Revenue totals were up 5% and expenses up 4% compared to budget. GIBA continues to build cash reserves for debt prepayment and the funding of the capital bridge replacement fund. **On motion by Feinberg and seconded by Tucker the FY22 year-end unaudited financial statements were approved.** The financial impacts from Hurricane Ian are not reflected in the FY22 statements. Final analysis will take several months, therefore, **on motion by Feinberg and seconded by Reeher the Board voted not to transfer excess cash to the investment portfolio for the next 6 months.**

Dave Mazza from Dana Investments provided a quarterly update on the GIBA Investment portfolio as of September 30, 2022. There was a discussion regarding the pricing differences between the investment advisory firm, Dana Investments and the investment account custodian, Charles Schwab. Banson-Verrico confirmed with the GIBA auditor, and the Board agreed, that the pricing to be used for end of year valuation and quarterly investments reports would come from the Charles Schwab statements. **On motion by Tucker and seconded by Feinberg the Board approved to use the custodian (Schwab) pricing for interim financial and annual audit calculations.**

Governance Committee:

The annual Valic discretionary defined contribution plan was discussed. There are currently ten eligible employees. **On motion by Hoysradt and seconded by Feinberg the Board unanimously approved the Valic contribution at 8% for eligible employees.**

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Legal:

GIBA attorney Rob Berntsson presented an updated 5- year contract for his legal services with a rate increase from \$250 to \$300 per hour. **On motion by Reeher and seconded by Tucker the Board unanimously approved the contract.**

Executive Director Report:

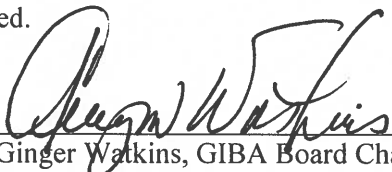
Banson-Verrico gave a detailed review of the Hurricane Ian damage assessment and remediation plan for the property including current casualty insurance coverages and limitations. The Board commended GIBA staff for the exceptional efforts in providing safe and reliable access to the island post storm.

GIBA roadway engineer Jon Cole from Giffels Webster Engineers briefed the Board on the tailwater flooding that was present on the southern part of the roadway after Hurricane Iane. His firm will research options to alleviate future storm impacts on the southern roadway and report back to the Board.

The Board discussed waiving the toll for hurricane debris removal companies. **On motion by Feinberg and seconded by Reeher the board voted not to waive tolls for hurricane debris removal companies.**

The Board also discussed the implementation of a Temporary Emergency Hurricane Relief Overweight Policy. This policy will assist contractors working with municipalities or public facilities with special transportation needs involving excess weight who are working with municipalities or public facilities. Contractors must apply for the temporary emergency overweight permit from GIBA including a detailed vehicle configuration. The permit and specific vehicle information will be reviewed by GIBA bridge engineers. Once the permit is approved, GIBA staff will coordinate travel. Each vehicle will pay a \$1,000 assessment fee, \$1,500 vehicle crossing fee, and \$5.50 per axle charge fee. **On motion by Reeher and seconded by Watkins the Board unanimously approved the Temporary Hurricane Relief Emergency Overweight Policy.**

There being no further business, the meeting was adjourned.


Ginger Watkins, GIBA Board Chairman

MINUTES OF THE AUDIT COMMITTEE OF THE BOARD OF SUPERVISORS OF
THE GASPARILLA ISLAND BRIDGE AUTHORITY
January 10, 2023

The Audit Committee Meeting was called to order at 1:00 pm in the GIBA administration building. Members present were Chairman Drew Tucker, Ronald Drake, Jean Hoysradt, Jon Reecher, Ken Richardson, and Ginger Watkins. Also present Executive Director Kathy Banson-Verrico, independent auditor Tom Cramer from Suplee, Shea, Cramer, and Miller PA,

The single order of business was to review the FY22 draft audit with the following edits were recommended:

Management Report

Page 1 (will be page 4 when incorporated into audit report)

A. Overview of Financial Statements

i. Paragraph 2

a. Line 2 - add the word "It".

B. Financial Highlights

i. Paragraph 2

a. Line 2 - add "signed an amendment to the Florida Department of Transportation Bank Loan (FBOT SIB Loan) to include quarterly principal prepayments of \$250,000. This accelerated principal payment schedule shortened".

b. Line 5 - add the word "quarterly" and "capital projects including eventual replacement of the bridges".

c. Line 6 - add "Transfers are at the discretion of the GIBA Board of Supervisors".

C. Revenue/Traffic Streams

i. Paragraph 1

a. Line 3 - add the word "slightly".

b. Line 4 - add "The fiscal year 2020 decrease was caused by the impact of the COVID 19 epidemic".

ii. Chart

a. Add full fiscal year descriptions.

Page 2 (will be page 5 when incorporated into audit report)

A. Long Term Debt

i. Paragraph 2

a. Line 1 - add "During fiscal year 2022, the Authority signed an amendment to the Florida Department of Transportation Bank Loan (FBOT SIB Loan) to include quarterly principal prepayments of \$250,000. The current maturity date for the loan is October 1, 2030".

B. Life Cycle for Bridge Assets

i. Paragraph 1

a. Line 4- add "financed by Suntrust", and "financed by the".

C. Statement Of Net Position

i. Paragraph 1

a. Line 4 - add "accumulated".

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Audit Report

Page 14

- A. Custodial Credit Risk
 - i. Paragraph 1
 - a. Line 1 -replace the word “than” with “that”.

Page 15

- A. Note 4-Retirement Plan
 - i. Paragraph 1
 - a. Line 2 - Change the retirement company name to Corebridge Financial (formerly known as Valic).

Page 17

- A. Note 7-Hurricane Ian
 - i. Paragraph 1
 - a. Line 2 -replace “approximately” and “is expected to be recovered” with “has been recovered to date”.
- B. Note 8-Subsequent Events
 - i. Paragraph 1
 - a. Line 2 – replace “for the month of October 2022” with “for 32 days (September 27th-October 28th)”.
 - b. Line 3 - replace “is expected to be recovered” “has been recovered to date”.

On motion by Watkins and seconded by Hoysradt the suggested edits were approved. The final draft will be presented for approval at the February 15, 2023, Quarterly Board Meeting.

The committee requested that staff provide Tom Cramer with quarterly financial reports.

There being no further business the meeting was adjourned.



Drew Tucker, Audit Committee Chairman

MINUTES OF THE QUARTERLY BOARD MEETING OF THE GASPARILLA ISLAND
BRIDGE AUTHORITY
February 15, 2023

A Quarterly Board Meeting of the Gasparilla Island Board of Supervisors was called to order at 2:00 pm on February 15, 2023. The meeting was held in the GIBA administration building. Voting Board Members present were Jay Feinberg, Jean Hoysradt, Jon Reeher, Drew Tucker. Ginger Watkins participated via Zoom. Advisory Members present were Ron Drake, Ken Richardson, and Emerson Wickwire. Also present was GIBA Executive Director Kathy Banson-Verrico, GIBA attorney Rob Berntsson from The Big W Law firm, independent auditor Tom Cramer from Suplee, Shea, Cramer & Miller, PA. Investment advisors Dave Mazza and Matt Slowinski from Dana Investments participated via zoom.

Public Comments on Agenda Items:

None

Election of Chairman and Vice-Chairman:

The first order of business was the election of the Chairman and Vice Chairman. GIBA Attorney Berntsson opened the floor for Chairman nominations. **Hoysradt nominated Watkins.** There were no other nominations. **On motion by Tucker and seconded by Feinberg the nominations were closed and Watkins was elected Chairman.** Berntsson opened the floor for Vice Chairman nominations. **Feinberg nominated Tucker.** There were no other nominations. **On motion by Reeher and seconded by Feinberg the nominations were closed and Tucker was elected Vice Chairman.**

Minutes Approval:

The next order of business was the approval of the minutes from the November 18, 2022 Quarterly Board Meeting and the January 10, 2023 Audit Committee Meeting. **On motion by Tucker and seconded by Feinberg the November 18, 2022 Quarterly Board meeting minutes were unanimously approved with the suggested revisions. On motion by Tucker and seconded by Reeher the January 10, 2023 Audit committee minutes were unanimously approved with suggested revision.**

Chairman Report:

Watkins thanked the Board for her reelection as Chairman.

Advisory Seat Appointment

Island resident George Milne submitted a letter of interest to fill GIBA advisory seat #6. Milne spoke to the Board Members and gave a summary of his many years of expertise. **On motion by Hoysradt and seconded by Feinberg the Board unanimously appointed George Milne to fill advisory seat #6 and serve as Engineering Committee Chairman.**

Executive Director Report:

Operations Update

The traffic and revenue figures for the first 4 months of fiscal year 2023 were reviewed. Toll revenue was down by comparison with last year by 17% in discount passes and 29% in cash. Traffic was down 13%.

Bridge Openings

Bridge openings were down 60% compared to same period last year.

Hurricane Ian Relief Temporary Overweight Policy

GIBA had one company participate in the Hurricane Ian Relief Temporary Overweight Policy. Their project on Boca Grande is complete. The evaluation cost from the engineer was \$2,800 and the revenue earned was \$11,239. GIBA will keep continue to keep the policy open at this time.

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Storm Restoration

GIBA continues to work on Hurricane Ian storm restoration and insurance reimbursement. To date GIBA has recovered \$188,000 from the insurance company. \$100,000 of that cost was for lost revenue and \$88,000 was for damages. GIBA anticipates recovering an additional \$314,000 for lost revenue. Milne will hold an Engineering Committee meeting to discuss storm remediation efforts as well as future storm planning,

Audit Committee

Tucker reviewed the fiscal year 2022 draft audit. GIBA auditor Suplee, Shea, Cramer, and Miller issued an unmodified opinion that GIBA financial statements present fairly in all material respects in accordance with generally accepted accounting principles. Total revenue reported was \$5.8 million and total expenses were \$3.2 million which resulted in a change of net position of \$2.1 million. **On motion by Tucker and seconded by Feinberg the fiscal year 2022 audit report was unanimously approved.**

Finance Committee:

Banson-Verrico reviewed the fiscal 2023 unaudited first quarter financial statements. Quarterly revenue totals were down 26% and expenses were down 1% as compared to budget. GIBA will continue to focus on Hurricane Ian remediation, expense control, debt prepayment, and funding the capital reserve fund. GIBA reviewed the investment fund quarterly update presented by Dana Investments. **On motion by Feinberg and seconded by Hoysradt the Board unanimously approved the quarterly financial statements.**

GIBA has two accounts : Truist Bank and Centennial Bank. Banson-Verrico suggested closing these accounts and transferring the funds to the GIBA Investment account. **On motion by Feinberg and seconded by Hoysradt the Board approved the transfer of the balances including interest from Truist and Centennial Bank to the GIBA investment account at Schwab. The Truist and Centennial Bank accounts will be closed after the transfer.**

Governance Committee:

Hoysradt reviewed and clarified the hourly employment status requirements. The full time and part time status clarifications will be updated in the GIBA employee handbook. GIBA currently has 11 full time employees and 8 part time employees. **On motion by Hoysradt and seconded by Tucker the Board unanimously approved to amend the GIBA employee handbook to include the addition of an employment status section, employment hourly requirements for full and part time status, benefit eligibility to full time employees, and the accepting by virtue of longevity one part time employee that is currently eligible for insurance benefits.**

Legal:

None

New Business:

A representative from the Gulf Shores Homeowner's Association gave a positive progress report on the ongoing cleanup efforts adjacent to GIBA's southern roadway.

There being no further business, the meeting was adjourned.


Ginger Watkins, GIBA Board Chairman

MINUTES OF THE ENGINEERING COMMITTEE OF THE BOARD OF SUPERVISORS OF
THE GASPARILLA ISLAND BRIDGE AUTHORITY

March 29, 2023

An Engineering Committee Meeting was called to order at 12:00 pm on Wednesday March 29, 2023. The meeting was held in the conference room at the GIBA Administration Building. Members present were Ginger Watkins, Jay Feinberg, Drew Tucker, George Milne, Emerson Wickwire, Ron Drake, and Ken Richardson. Also present was moveable bridge consultant Steve Nappi from Hardesty and Hanover, and GIBA maintenance staff member Scot Van Atten.

The first order of business was a report by previous Engineering Chairman Peter Strong. He emphasized that the essential priority of GIBA (given other navigable options) is to ensure that Boca Grande residents and emergency vehicles are provided with reliable access to the island.

Critical Components

Management reviewed the redundant backup systems and other options available to close the bridge in the face of an array of system failures and it was judged that these were adequate to ensure continued access to Boca Grande until more permanent repairs could be made.

- Pivot bearing – Failure of this in the open position could reflect a significant albeit highly unlikely risk. Failure potential would be in the degradation of the bearing itself. Management reviewed the intensive oil and greasing regime and the highly conservative monitoring of the oil for evidence of wear. This oversight was determined to be appropriate and adequate for determining any potential failure. Oil test results will be reported to the Engineering Chairman quarterly.

Post meeting - Hardesty and Hanover confirmed the current monitoring plan sufficient for early detection.

- End lifts – In March 2019, there was a reported “squeak” of the southeast end lift which caused concern. The manufacturer, Cone Drive, sent a representative to trouble shoot. He was unable to determine the cause of the squeak without opening the unit for further analysis at their facility in Michigan. At that time, it was determined that a spare end lift unit as well as an emergency jacking system were needed. At the May 20, 2019, Engineering Committee Meeting, the Committee approved the manufacture of a spare end lift unit and the design of an emergency jacking system. These items were funded by the 2019 bridge inspection and operation maintenance budget and took approximately 18 months to complete. Engineering Committee Chairman Randy Hicks updated the Board on the progress at the August 18, 2020 Quarterly Board Meeting, and the November 10, 2020 Informational Meeting. At the February 10, 2021 Quarterly Board Meeting he reported to the Board that all project components were completed withing budget, tested, and ready in the event of an end lift failure. During the course of the project, the southeast end lift unit stopped squeaking.

Post meeting – Hardesty and Hanover confirmed the availability of the replacement endlift and emergency jacking system are adequate and appropriate in the event of an endlift failure.

- Bridge electrical control systems - It was noted that the daily functioning of the bridge is highly dependent on electromechanical and electrical sensors and relays. These require

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replacement from time to time and are logged by management. There have been at least three incidences of shorts due to water incursion into conduits.

Post meeting -

1. Continue tracking of conduit related shorts to monitor for increasing frequency reflecting more system issues and the evaluation of the areas where these are occurring. Early detection is key. This log will be reviewed with the Engineering Chairman quarterly and reported to the Board as action is required.
2. Review and record all necessary backup components on hand for adequacy. Report to Engineering Chairman on findings, gaps, and remediation.
3. Longer term controls investments and awareness – Over time the controls and monitoring environment will move toward digital with the addition of digital monitoring and control features. This is not an immediate need as our systems are proven and adequate but as they approach end of life (10 years or possibly more) this area should be followed and understood before any major replacement investments are made.

Maintenance Practices/Planning/Tracking

Inspections

- Annual State inspections: These are in-depth and detailed inspections. Overall GIBA gets good marks with no major deficiencies. Most items reflect the need for routine maintenance in a salt rich environment. The findings requiring remediation are tracked by management for completion.
- Quarterly GIBA initiated inspections: GIBA movable bridge consultant Steve Nappi from Hardesty & Hanover performs quarterly site visits. Steve informs management of any areas of concern, and deficiencies are corrected and logged.

Post meeting-

1. All tracking logs will be signed off by Steve Nappi and shared as part of a review of management systems with the Committee at our next meeting.
2. On a repeating annual basis, the Engineering Chairman will review State inspection report findings in detail with Steve Nappi, and management will provide a summary along with the full report including planned responses to the Engineering Committee and Board.
3. Full bridge inspection reports can be found under the Library tab on EasyBoard

Succession

- Engineering expertise at staff level – There is a lot of experiential expertise that is important to the routine and effective functioning of the bridge.

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Post meeting – The Executive Director will develop a succession plan that includes the creation of a new maintenance staff position.

Areas of Possible Exposure/Potential Failure

- Steve Nappi from Hardesty and Hanover will review observations from the many bridges he oversees and indicate potential areas for tracking. He had no immediate red flags to share.

Post meeting - Hardesty and Hanover will provide the Board with a 5–10-year component watch/replacement list including estimated costs.

Hurricane Ian

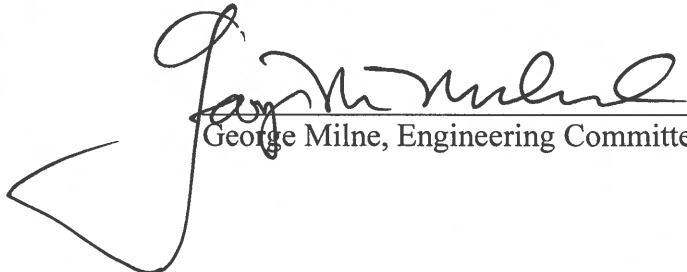
- Ian experience and water incursion into the bridge house – While there was some physical damage, the key electronics systems were not impacted. The Committee Members made a site inspection. The water seemed to have come mostly under a door, run across the floor and down to the lower level where it collected to a depth of 2-3 inches (vital electronic controls are 12-18” off the floor on the lower level).

Post meeting - Management and staff will evaluate cost effective and appropriate remediation options with respect to the door and floor above and possible drains for the lower floor. It is understood that in fact even under exceptional conditions there was no failure.

Miscellaneous

- Spare parts storage and maintenance support facilities – While not a direct responsibility for the Engineering Committee, the possible need to look at this was noted.

There being no further business, the meeting was adjourned.


George Milne, Engineering Committee Chairman