



A meeting was held on Friday, March 13, 2009 of the Board of Trustees of Community Maritime Park Associates, Inc. Trustees Lacey Collier, Councilwoman Megan Pratt, Mr. Dick Baker, Mrs. Katie White, Dr. Jimmy Jones, Mr. Eddie Todd, Mrs. Grace Resendez-McCaffery, Mr. Collier Merrill, Mrs. Juanita Scott, Mrs. Bentina Terry and Mr. John Merting were present. Edward Spears from the City of Pensacola was also present. The meeting was properly noticed and open to the public. These minutes are a synopsis of the actions taken at that meeting and are not intended as verbatim minutes.

The meeting was called to order at 1:15 p.m. by Chairman Collier. The agenda was followed as presented:

- I. Chairman Collier welcomed the Board and advised that the recent “Sunshine Law” Violation Law Suit had been dismissed by the Court. There was no violation of the “Sunshine Law”.
- II. Mr. Merrill made a motion to approve the minutes from the February 13, 2009 meeting. Mr. Baker seconded the motion. The motion passed unanimously.
- III. The Chairman opened the floor for public input. The following individuals addressed the Board: Ms. Audra Carter, no address given; Mr. Dooley Johnson, 1805 W. Maxwell Street; Mr. Gary Bishop, 6010 Jameson Circle, Pace, FL; Mr. George Hawthorne, 321 N. DeVilliers Street; Ms. Sherri Myers, 526 Parker Circle; Mr. Tony McCray, 1402 E. Leonard Street;

IV. Chairman Collier called on Dr. Owen Beitsch, CMPA consultant, to provide an update on the Master Developer contract negotiations. Dr. Beitsch gave a detailed presentation to the Board. Overall, all items have been negotiated and agreed upon. Dr. Beitsch stated that he recommends the Board approve the agreement. Discussion followed.

Chairman Collier invited Mr. Ed Fleming, CMPA Legal Counsel to give his perspective on the new agreement. Mr. Fleming stated that agreement on the outstanding points had been reached, but the final the document, which had changed as late as that morning, has not been completed.

Chairman Collier then called on Mort O'Sullivan, CMPA Financial Consultant, to discuss the accounting and financial aspects of the agreement. Mr. O'Sullivan stated that the Magi Financial Group has substantial capital to carry out the private commitments to the extent that the Board and City would be comfortable proceeding. Mr. O'Sullivan urged the Board to consider Miller Caldwell as the Owner's Representative given his knowledge of and experience with the project.

Dr. Beitsch returned to the podium to continue the discussion. Mr. Merrill asked the Chairman what was the anticipated timeline for the Board to take action on the agreement. Chairman Collier advised that he would call a special meeting on March 20 for final approval.

Mr. Merrill asked Dr. Beitsch if he was officially recommending the agreement be approved by the Board. Dr. Beitsch responded, "yes".

Chairman Collier called a 10 minute recess. The meeting recessed at 3:00 p.m. The meeting reconvened at 3:12 p.m.

Chairman Collier called on Mr. Scott Davison, VP of Maritime Park Development Partners for his comments. Mr. Davison stated that the issues had all been resolved and he was ready to move forward together to get the project under construction.

Discussion followed.

Dr. Beitsch returned to the podium and personally thanked all of the parties for a fair process, that while lengthy, was successful. He also stated for the record that no party was ever late in producing required documents or information and no requested information was withheld.

Mr. O'Sullivan returned to the podium and asked the Board to take some action to accept the document pending final legal review to ensure that the Board meets the deadline established by the City Council to complete negotiation. Mrs. Terry asked if the Board should accept or approve the draft in concept pending final review of all documents for continuity. Discussion followed.

Chairman Collier invited City Manager Al Coby to the podium to advise on the process going forward with the City Council. Mr. Coby advised that City Staff has agreed with the general terms as negotiated but would still need additional time for a complete and thorough review. He requested at least two weeks, which would be March 31. Mr. Coby also advised that the current plan was to have the City's advisor, Barry Abramson, come on April 6 to make a presentation to the City Council's Committee of the Whole on the completed document. If approved by the Committee, the document would go before the City Council on April 9. Mr. Coby advised that he would have to have a revised document to the City Council by March 31. Discussion followed.

Mrs. Terry made a motion to support the agreement in principle and meet for final approval on Friday, April 3, 2009. Mrs. Scott seconded the motion. Discussion followed. The motion passed unanimously.

- V. Chairman Collier invited Mr. Bob Hart to the podium to give an overview of the Memorandum of Understanding (MOU) with the Studer Group. Mr. Hard advised that there are actually two MOU's presented – the first details the Studer Group's commitment to construct an office space and relocate their company to the Maritime

Park and the second MOU is for the use of the conference center. Discussion followed.

The Chair called for any questions regarding the Pelican Use Agreement. No questions were asked.

The Chair then called for any questions regarding either MOU with the University of West Florida for the Maritime Museum, Amphitheatre and Research facility lease of the MOU for the Executive Educational space and Conference Center.

Councilwoman Pratt asked if the timeline for the start of construction for the Maritime Museum could be shortened. The agreement calls for 5 years from the completion of the site work and a two year notice period. Dr. Jim Barnett, UWF Directors of Facilities, advised that he was happy to review all options and that the university remains fully committed to the project. Discussion followed.

Mrs. Nancy Fetterman, representing the UWF Board of Trustees addressed the Board. Mrs. Fetterman echoed Dr. Barnett's comments and assured the Board that she will be pushing for construction earlier, rather than later. She thanked the Board for their efforts to date.

Dr. Barnett returned to the podium to discuss the Multi-Cultural Museum. He advised that the project was still in the early development/fundraising stages, but it would not delay the Maritime Museum in any way.

- VI. Chairman Collier called on Mr. Eddie Todd for the Contractor's Academy report. Mr. Todd stated that they have submitted the draft Contractor's Academy/Equal Business Opportunity agreement for legal review. He stressed that this agreement is between the CMPA and the Master Developer. It is CMPA's obligation alone and no one from the City was reviewing it. Mr. Todd again requested review and comments from the Board. Mr. Todd advised that this agreement needs to stay on the same timeline as the other agreements. Mr. Todd advised that some new information that was handed out to the Board from Mr. Tony McCray, while it was very late and did

not go through the committee process, did have merit. He advised that the document was reviewed with all parties and all agreed to include it in the agreement.

Discussion followed.

Mr. Baker brought up the topic of an Owner's Representative. He requested that Mr. Todd assist with determining the process of securing an Owner's Representative and what services were needed. Chairman Collier requested Miller Caldwell to submit a scope of work and budget to the Board to consider as an add-on to his contract. The Chairman stated that there is no guarantee that Mr. Caldwell would be selected for this work. Mr. Caldwell stated that he understood and would work with Mr. Todd to develop the requested information.

Mrs. Terry left the meeting at 5:10 p.m.

- VII. Mr. Caldwell was asked to give an update on the Environmental aspects of the project. He advised that there was no new information.

An additional speaker card was received from the audience. Chairman Collier called on Mr. Dottie Dubuisson, 306 West Blount Street.

Mr. Spears reported that the monthly financial report and an updated CMPA Trustee contact list was at each Trustee's place.

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

Respectfully submitted, Ms. Juanita Scott, Secretary