

## **Warren County Port Authority**

### **Meeting Minutes**

**August 2, 2010**

The Warren County Port Authority meeting scheduled on July 5, 2010 was cancelled due to lack of Port business and proximity to the July 4<sup>th</sup> Holiday weekend.

#### **Opening:**

The meeting of the Warren County Port Authority was called to order at 5:00 pm on August 2, 2010 in the Warren County Administration Building, Room 128B by Warren County Port Authority Treasurer Geoff Hearsom.

#### **Present:**

**Warren County Port Authority Board Members:** Mr. Ficke, Mr. Hearsom, Mr. McNeil and Ms. Reindl-Johnson.

**Warren County Economic Development Staff:** Martin Russell

#### **Other Attendees:**

Price Finley – Warren County Port Authority General Counsel

Paul Minbiole – E-Beam Services

Sean Fraunfelter – Warren County Port Authority Contract Accountant

#### **A. Approval of Agenda**

The agenda and additional resources were distributed to the board for review and consideration without disapproval.

#### **B. Approval of Minutes**

- **A motion was offered by Mr. McNeil and seconded Mr. Hearsom to accept the June 7, 2010 minutes as presented by staff. The motion passed with a unanimous voice vote.**

#### **C. Executive Director's Report**

- Executive Director Martin Russell requested that Mr. Fraunfelter discuss the Warren County Port Authority's financial reports for May and June of 2010. Mr. Fraunfelter discussed that there had been little activity these two months beyond payments made to the Auditor of the State of Ohio for our recent audit process and pass through monies for the Sinclair Coursview Campus scholarship. **A motion was offered by Mr. Hearsom and seconded by Ms. Reindl-Johnson to accept the May 2010 and June 2010 financial report as presented. The motion passed with a unanimous voice vote.**
- Executive Director Martin Russell requested that Mr. Fraunfelter discuss the Warren County Port Authority's proposed 2011 Budget (Operating Fund). This budget process is required by the State of Ohio and is required on an annual basis. The budget looks forward to 2011 based off the Port's activity, revenue and expenses for 2010. **A motion was offered by Mr. Ficke and seconded by**

**Ms. Reindl-Johnson to accept the 2011 Budget for the Warren County Port Authority as presented. The motion passed with a unanimous voice vote.**

- Executive Director Martin Russell discussed with the Board an invoice received from Brixey & Meyer for services rendered prior to Mr. Russell being named as Executive Director of the Warren County Port Authority. At the previous meeting of the Port, the Board (not having received an invoice) authorized staff to issue Brixey & Meyer a check not to exceed \$2,500 for services rendered. However, the recently obtained invoice was for \$5,731.25. The Board reviewed the itemized list of billable activities submitted by Brixey & Meyer during their one month of service. **A motion was offered by Mr. McNeil and seconded by Mr. Hearsom directing staff to issue payment to Brixey & Meyer of an amount not to exceed \$5,731.25 with the understanding there were no additional outstanding invoices to be received by the Warren County Port Authority. The motion passed with a unanimous voice vote.**
- Executive Director Martin Russell discussed with the Board his review of which Board members and staff should be authorized to sign checks on behalf of the Warren County Port Authority. Mr. Russell had already removed Kimm Coyner's name from the sign card and needed to add additional names in order to have the appropriate coverage for check signing/issuance. It was recommended that we add the individuals who hold the position of Chairman and Treasurer and to maintain Mr. Gully and Mr. Russell. **A motion was made by Ms. Reindl-Johnson and seconded by Mr. McNeil to add the Warren County Port Authority Chairman (currently Greg Sample) and Treasurer (currently Geoff Hearsom) to check signing privileges for the Warren County Port Authority. The motion passed with a unanimous voice vote.**

**D. Old Business**

- Executive Director Martin Russell requested Mr. Fraunfelter discuss the Auditor of the State of Ohio's findings in regards to the Warren County Port Authority audit. A few issues came to light that need to be addressed moving forward by the Board. First, the Board will need to adopt a records retention policy. Mr. Fraunfelter believes he can research other port's policies and assist us in generating an acceptable policy. Additionally, there is a question surrounding the Port's status as a taxing entity and how we should proceed. Butler County's Port was also found on this issue and Mr. Fraunfelter believed we might be able to use their legal opinion to assist us on this matter. Mr. Fraunfelter was going to research this matter and get back to the Board at the next meeting. Finally, a few items related to the minutes of the Board were discussed. Mr. Russell will need to make sure that each financial report is voted on each month and should also note in the minutes if a meeting has been cancelled due to a lack of business or other reasons.
- Executive Director Martin Russell gave an update on the Recovery Zone Bond projects for both the Greentree Academy in Middletown and the WCCVB Sports Complex. The Greentree project is moving forward and Middletown has indicated that the project should be out to market within the next month. The Sports Complex project still waits for State of Ohio Legislature approval to raise the hotel tax in Warren County by 1%. Staff for the Board will have to go to the Ohio Department of Development later this month to share the progress of these projects and to maintain the allocation for them. Greentree, represented by Middletown, should have no issue because of their progress, but the Board will have to wait and see about the Sports Complex. Staff continues to work with the WCCVB to make sure all the documents and other matters will be prepared and ready if and when the legislature acts on the 1% language.
- Executive Director Martin Russell introduced Paul Minbiole of E-Beam to the Board again and discussed the Recovery Zone project at their facility in Lebanon. Originally, the allocation was

going to be \$4,500,000, however, with another project not coming to fruition the amount was increased to \$6,500,000. This project is anticipated to double the capacity output of E-Beam's facility as well as their building's footprint. Additionally, 25 new jobs will be added to the local community. Mr. Russell requested a motion to approve Warren County Port Authority Resolution #2010-03, authorizing the Board to issue bonds for E-Beam not to exceed \$6,500,000. **A motion was made by Mr. Hearsum and seconded by Ms. Reindl-Johnson to approve Resolution #2010-03 authorizing the issuance of not to exceed \$6,500,000 Warren County Port Authority variable rate demand recovery zone facility bonds, series 2010 (E-Beam Services, Inc. Project). The motion passed with a unanimous roll call vote.**

#### **E. Executive Session**

- **A motion was offered at 6:05 pm by Ms. Reindl-Johnson and seconded by Mr. Ficke to enter into executive session to discuss litigation pertaining to the Martha Paige lawsuit. The motion passed with a unanimous roll call vote.**
- **A motion was offered at 7:00 pm by Ms. Reindl-Johnson and seconded by Mr. Ficke to exit executive session where discussions were held regarding litigation with Martha Paige. The motion passed with a unanimous roll call vote.**

#### **Adjournment:**

At 7:01 pm, a motion was made by Mr. Hearsum and seconded by Mr. Ficke to adjourn the meeting of the Warren County Port Authority. The next Warren County Port Authority meeting will be at 5:00 pm on September 6, 2010 in room 128 B, Warren County Administration Building.

Minutes submitted by: Martin Russell

Approved by: Martin Russell