

Warren County Port Authority

Meeting Minutes

October 17, 2011

Opening:

The meeting of the Warren County Port Authority was called to order at 5:15 pm on October 17, 2011 at the LCNB Corporate Headquarters, 3rd Floor Boardroom by Warren County Port Authority President Greg Sample.

The Warren County Port Authority meeting scheduled for July, August and September 2011 were cancelled due to lack of business and a reconfiguration of the Port's schedule to quarterly meetings.

Present:

Warren County Port Authority Board Members: Mr. Bolton, Mr. Ficke, Mr. Gully, Ms. Reindl-Johnson, Mr. Sample and Mr. Wilson

Warren County Economic Development Staff: Martin Russell

Other Attendees:

Caleb Bell – Bricker and Eckler

Quinten Harris – Bricker and Eckler

Sean Fraunfelter – Port's 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. Gully and seconded Ms. Reindl-Johnson to accept the June 6, 2011 minutes as presented by staff. The motion passed with a unanimous voice vote.**

C. Executive Director's Report

- Executive Director Martin Russell requested Mr. Fraunfelter to discuss with the Board the Port's finance reports for May through September of 2011. Through the summer months of 2011, the Port had finalized its litigation with Martha Paige, had renewed its D/O and general liability insurance with Wells Fargo, participated and partnered in the 2011 Western and Southern Tennis Open and had TIF settlements from the Corridor 75/Premium Outlet developments. **A motion was offered by Mr. Gully and seconded by Mr. Wilson to accept the May, June, July, August and September 2011 financial reports as presented. The motion passed with a unanimous voice vote.**

- Executive Director Martin Russell requested Mr. Fraunfelter to present Resolution 2011-03 to the Board for review. This resolution is a 2011 Budget Update and reflects anticipated modifications in the budget pertaining to a reduction in legal expenses following the finalization of the Paige litigation and the Port's role as pass through for the Sinclair Scholarship Fund. **A motion was offered by Mr. Gully and seconded by Ms. Reindl-Johnson to approve Warren County Port Authority Resolution 2011-03 as presented. The motion passed with a unanimous roll call vote.**
- Executive Director Martin Russell gave the Board an update on the Port's webpage design. The design is being constructed by Ms. Linda Watts. Ms. Watts requested direction on the bio page of the website and how the Board would prefer to be represented. Board members agreed to a photo of themselves, but to keep the rest of the page simplistic. Printed slides of the progress were shown to the Board for their review and feedback was requested. Board members thought the sight looked good and no concerns were brought to staff's attention.
- Executive Director Martin Russell discussed with the Board his participation in the 2011 Ohio Freight Conference held in Toledo. Mr. Sample also participated in the conference and shared his perspectives as well. With the Port's involvement in Franklin Yards, this was a good conference to attend/present and allowed Port staff to network with other individuals, companies and organizations involved with the movement of goods. Mr. Russell's presentation seemed to be received well by conference attendees because it focused on Franklin Yards as a case study of a working development versus a hypothetical discussion of collaboration.

D. Old Business

- Executive Director Martin Russell informed the Board regarding the latest happenings involving the VH Monroe Development (Corridor 75 Park) in Monroe. As shared with the Board previously, Huntington Bank had filed foreclosure proceedings against Rob Smyjunas for private loans in excess of \$20 million. The latest news received by staff is that Mr. Smyjunas had filed for bankruptcy protection. This places a stay on all filings by the bank and requires that the bankruptcy be dealt with first. As for the Port and the bonds issued for this development, all tax payments have been paid and are current. This allows the bond holders to be paid their semi-annual debt service payment. Staff will continue to monitor the situation and provide updates to the Board as warranted.
- Executive Director Martin Russell gave the Board an update on the proposed SBDC in Warren County. The Board heard a presentation earlier in the year requesting funds for a SBDC by the Northeast Cincinnati Chamber. At that point, the Board declined participation sighting the lack of private investment in the concept as well as no northern communities' participation. At this juncture, additional banks have joined the process and it appears the Warren County Economic Development staff has been able to work with Springboro, Lebanon, and Franklin to get approximately \$8,000 of pilot monies to be matched by Warren County. There is no requested further action by the Port, however, staff wanted to keep the Board up-to-date on the progress of this initiative.

E. New Business

- Executive Director Martin Russell presented a request to the Port Board by the City of Middletown as it relates to the City's grant application to the State of Ohio under the Jobs Ready Sites (JRS) Program. The City is partnering up with Neyer, Inc. to seek \$3 million in funding under the 2012 JRS funding round. If awarded, monies would be used to develop infrastructure on what Neyer calls their NorthePointe Office Park. This park, located on I-75, can house several hundred thousand square feet of office space and compliment the Atrium Medical Center complex. The City of Middletown has requested a letter of support from the Port Board as part of their application. The Warren County Board of Commissioners approved a resolution of support on October 11, 2011. **A motion was offered by Mr. Wilson and seconded by Mr. Ficke to authorize staff to draft/send a letter of support on behalf of the City of Middletown's application to the State of Ohio's Job Ready Sites Program. The motion passed a unanimous voice vote.**
- Executive Director Martin Russell introduced Caleb Bell of Bricker and Eckler to the Board. Mr. Bell has taken a more active role in the firm's engagement with the Warren County Port Authority. Mr. Bell presented to the Board new abilities that ports across Ohio are now able to enjoy with the passage of Ohio's 2011 Biennium Budget. With this new budget, following the referendum period ending in late September 2011, Port's are now able to move more freely in areas like procurement. Instead of the requirement to get six individual prime contracts with projects, ports are able to utilize CM at Risk, Design-Build or other procurement models that reduce time and monies during projects. Additionally, port projects are no longer subject to prevailing wage requirements as in the past. This will afford ports the ability to offer their on-going tools (sales tax exemptions, capital lease structures, etc), but do so without having increased building costs off-setting other benefits. Mr. Russell and Mr. Bell have met with several potential projects/clients and will keep the Board apprised of those that appear to be moving forward and that would require Board consideration/action.

F. Executive Session

- **The Port did not move into executive session**

Adjournment:

At 5:40 pm, a motion was made by Mr. Gully and seconded by Mr. Wilson to adjourn the meeting of the Warren County Port Authority. The next Warren County Port Authority meeting is scheduled to be at 5 p.m. in January (specific date to be scheduled) 2012 at the Warren County Administration Building, Room 128 B, 406 Justice Drive, Lebanon, Ohio 45036.

Minutes submitted by: Martin Russell

Approved by: Martin Russell