

## **Warren County Port Authority**

### **Meeting Minutes**

**April 23, 2012**

#### **Opening:**

The meeting of the Warren County Port Authority was called to order at 5:04 pm on April 23, 2012 at the Warren County Administration Building, Commissioners' Conference Room, by Warren County Port Authority Chairman Greg Sample.

#### **Present:**

**Warren County Port Authority Board Members:** Mr. Ficke, Mr. Gully, Mrs. Hreben (5:05 pm), Ms. Reindl-Johnson (5:11 pm), Mr. Sample and Mr. Wilson

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

#### **Other Attendees:**

Caleb Bell – 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 Mrs. Wilson and seconded by Mr. Gully to accept the January 30, 2012 minutes as presented by staff. The motion passed with a unanimous voice vote.**

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

- Executive Director Martin Russell requested that Contract Accountant, Sean Fraunfelter, discuss the financial reports for January – March 2012 with the Board. Much of the Port's expenditures surround potential prospects (much of which will fall to developers upon approval of term sheets) and fees spent monitoring the foreclosure proceedings surrounding the Corridor 75 Park. Mr. Wilson requested legal expenses be itemized to reflect specific prospects. **A motion was made by Mr. Wilson and seconded by Mr. Gully to accept the January – March 2012 Port Finance Reports as presented. The motion passed with a unanimous voice vote.**
- Executive Director Martin Russell requested Contract Accountant, Sean Fraunfelter, to present to the Board his recommendation for an Independent Public Accountant to conduct the Port's audit. Mr. Fraunfelter recommended the selection of Decosimo & Company based off his evaluation and scoring process/rankings. **A motion was offered by Mr. Gully and seconded by Mrs. Hreben approving the selection of Decosimo & Company as the selected Independent Public Accountant to conduct the Port's audit. The motion passed with a unanimous roll call vote.**

- Executive Director Martin Russell gave an update on the progress of the Warren County Small Business Development Center (SBDC). Additional communities, private sector companies and non-profits are continuing to join (through funding commitments) the SBDC Advisory Board to help craft the concept. The SBDC Advisory Board is looking to the leadership of the Port to “host” the SBDC during the next round of funding applications. The Port Board expressed interest in “hosting” the SBDC to aid entrepreneurs and small business success, but wished to emphasize the need for long-term funding streams/community partners to make this venture successful. Additionally, the Port Board expressed a desire to understand more fully how any new hires of this SBDC should/would be classified. They requested staff research whether new hires of this initiative would be contract employees or employees of the Port.

#### **D. Old Business**

- Executive Director Martin Russell informed the Board regarding the latest happenings involving the VH Monroe Development (Corridor 75 Park) in Monroe. Since the last Port meeting, Huntington Bank has sold the note for the Park to a group called Park North. It is rumored that area (and national) developer IDI is part of this group, but that information has not been confirmed. Park North has filed foreclosure proceedings against Mr. Smyjunas and the Port will have to wait and review the outcome of this process. At this point, all special assessment payments have been made allowing the Port to make all required debt service to the bond holders without any material defect.
- Executive Director Martin Russell gave the Board an update on prospects that were considering a partnership with the Port Authority. If all projects came to fruition, the Port could assist with the creation of over 700 jobs and significant capital investment. Staff will continue to update Board members on the progress of each project and if/when action from the Board is required to move the project forward.

#### **E. New Business**

- Executive Director Martin Russell presented Resolution 2012-013 to the Port Board. This resolution authorizes staff to enter into agreements with Setzer Properties to construct a facility for FedEx Ground within the City of Lebanon. This project will construct a 178,000 square foot facility and employ over 100 persons. Port Staff and Setzer Properties have agreed in principle to a ground lease and a project lease arrangement for this transaction. The ground lease will run for 35 years (past the useful life of the building) affording the Port the ability to enter on the site. Setzer Properties will construct the building as outlined and once finished, transfer ownership of the building to the Port. Once the Port owns the constructed building, the Port will lease it back to Setzer Properties; allowing them to sub-lease it to FedEx. Since this project is a Port project with Port ownership, the Port can pass along its sales tax exemption on construction materials to this new facility. Setzer Properties will lease the building from the Port for 10 years. **A motion was offered by Mr. Wilson and seconded by Mr. Gully to approve Warren County Port Resolution 2012-03 authorizing Executive Director Martin Russell to enter into agreement(s) with Setzer Properties for the construction of a 178,000 square foot facility in the City of Lebanon. The motion passed with an unanimous roll call vote.**

## **F. Executive Session**

- **A motion was offered at 5:28 pm by Mr. Ficke and seconded by Mr. Wilson to enter into executive session for “consideration of information by employers seeking location, relocation, expansion, improvement, or preservation of business within the jurisdiction of the port authority”. The motion passed a unanimous roll call vote.**
- **A motion was offered at 5:39 pm by Mr. Ficke and seconded by Mr. Wilson to exit executive session for “consideration of information by employers seeking location, relocation, expansion, improvement, or preservation of business within the jurisdiction of the port authority”. The motion passed a unanimous roll call vote.**

## **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 will be scheduled on the Port’s new quarterly system unless otherwise deemed necessary before due to project/prospect timelines.

Minutes submitted by: Martin Russell

Approved by: Martin Russell