

Warren County Port Authority

Meeting Minutes

October 30, 2017

Opening:

The meeting of the Warren County Port Authority was called to order at 3:03 pm on October 30, 2017 at the Warren County Administration Building, Room 128B by Warren County Port Authority Chair, Greg Sample.

Present:

Warren County Port Authority Board Members: Mr. Bolton, Mr. Layer, Ms. Reindl-Johnson, Mr. Sample & Ms. Zindel.

Warren County Economic Development Staff: Martin Russell, Matt Schnipke & Brian Beaudry.

Other Attendees:

Caleb Bell (3:04pm) – Counsel

Sean Fraunfelter – Port Contract Accountant

Andy Brossart – Bradley Payne Advisors

Phil Smith – Warren County Convention & Visitors Bureau

Ben Huffman – Warren County Convention & Visitors Bureau

Jennifer Patterson – Assistant to the City Manager/Economic Development, City of Monroe

William Brock – City Manager, City of Monroe

Jennifer Ekey – Director of Economic Development, City of Middletown

Doug Adkins – City Manager, City of Middletown

A. Approval of Agenda

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

B. Approval of Minutes

- The meeting minutes from the September 25, 2017 meeting were reviewed. **Mr. Bolton made a motion, seconded by Ms. Reindl-Johnson to approve the minutes from the September 25, 2017 meeting as presented. The motion passed with a unanimous voice vote of present Board members.**

C. Finance Reports

- Mr. Fraunfelter reviewed the finance reports from August & September 2017. He reported limited activity with the Small Business Development Alliance seeing some incoming fees heading into 2018. He also reported the fee for the IDI #6 project coming in during September as well as the TIF contributions for the Chelsea Mall project. **Ms. Reindl-Johnson made a motion, seconded by Mr. Layer to approve the finance reports from August & September 2017. The motion passed with a unanimous voice vote of present Board members.**
- Mr. Fraunfelter reviewed a budget update to the 2017 budget. He reviewed a few line items which need to be increased such as the Chamber Alliance fund and the CVB fund. He said a resolution would be required and is further down the agenda.
- Mr. Fraunfelter then reviewed an investment advisory agreement prepared by RedTree Investment Group related to the CVB construction fund. He said the money is currently sitting in a money market fund with US Bank, but could be earning more if invested. He shared his confidence with RedTree based on previous experience. The Board asked how RedTree was selected and if other firms were contacted. Mr. Fraunfelter said RedTree approached the Port and he didn't feel the need to reach out to other firms due to past experience and trust with RedTree. The Board requested an RFP to allow other firms to submit. This way competitiveness can be assured and it is a more equitable process. Mr. Fraunfelter said he would work with staff to complete an RFP process.
- Mr. Fraunfelter said a new fund needed to be created for the CVB project similar to the creation of new funds for other Port projects. **Ms. Zindel made a motion, seconded by Mr. Bolton to create a special fund for the Warren County Convention & Visitors Bureau Sports Complex project. The motion passed with a unanimous voice vote of present Board members.**

D. Executive Director's Report

- Mr. Russell gave a brief update on some Chamber Alliance events. He shared the recent success of the 2017 Capitol Drive event. The event was held the previous week and he stated that over 50 people attended. He said the morning was full of meetings with elected officials and the afternoon consisted of nearly 20 breakout meetings. This event was similar to other advocacy events conducted by the Alliance, but was the largest scale to date.
- Mr. Russell said the main point which came out of the Capitol Drive event from elected officials and the Director of OBM was the urgent need for Warren County to again prioritize Capital Budget requests to submit by the end of the year. Much praise was given for the Warren County process from 2015-2016. Mr. Russell said that work is already underway to reconvene the review committee which assisted with vetting projects during the last budget cycle and that letters of intent are being gathered for various projects.
- Mr. Russell and Mr. Schnipke shared that Mr. Brian Beaudry who has interned over the past two summers has now been hired on as a full-time staff member. The Board welcomed Mr. Beaudry and congratulated him.

E. Old Business

- None.

F. New Business

- Mr. Fraunfelter reviewed the budget amendment resolution discussed previously in the meeting. He reviewed the line items which needed to be updated. He said this is normal procedure for the Board and that each year amendments are made to the annual budget during the later months in the year. **Ms. Zindel made a motion, seconded by Ms. Reindl-Johnson to approve the amendment to the 2017 budget as presented. The motion passed 5-0 with a roll call vote of present Board members.**
- Mr. Russell then introduced Resolution #2017-11 to the Board. This resolution amended Resolution #2017-06 in order to increase the maximum aggregate principal amount of refunding bonds for Park North to \$12 million. Mr. Caleb Bell and Mr. Andy Brossart said that numbers have finalized and become more accurate since the initial resolution was passed in July. They said it would be appropriate to update the resolution to reflect the new numbers. **Ms. Reindl-Johnson made a motion, seconded by Mr. Layer to approve Resolution #2017-11 as presented. The motion passed 5-0 with a roll call vote of present Board members.**
- Mr. Schnipke reviewed the qualifications received for the construction administrator of the Warren County CVB Sports Complex project. He stated two sets of qualifications were received. Port and CVB staff convened to review and score the qualifications. He said that the set from the Kleingers Group was deemed to be the most qualified and is staff's recommendation to the Board. Further, Mr. Schnipke said that Kleingers was contacted to begin contract negotiations in order to keep the project timeline moving forward. He reiterated that nothing is final or committed until approved by the Board, but he wanted to remain aggressive to give the Board options for approval and keep the project moving as quickly as possible.
- The Board discussed the pricing which was provided by Kleingers. The Board looked to Chairman Sample as he is well versed in the real estate development field. He said he believed the costs to be competitive, but that he had concerns about some of the language in the contract as presented. He stated that he would like to see some language changed to ensure that Kleingers was truly acting as the owner's representative of the Port in all facets of the project. He shared concerns that if these responsibilities are not clearly outlined initially in the agreement, the Port may be responsible for items which are not necessarily within its area of expertise. The Board discussed and Mr. Sample said he would review the agreement and provide comments. **Ms. Zindel made a motion, seconded by Ms. Reindl-Johnson to approve staff's recommendation of Kleingers as the Construction Administrator for the Warren County Convention & Visitors Bureau Sports Complex project. The motion passed with a unanimous voice vote of present Board members.**
- Mr. Russell introduced Resolution #2017-12 to the Board. This resolution would codify the recommendation of Kleingers as the construction administrator of the Warren County Sports Complex project. Mr. Bell explained to the Board that the acceptance of staff recommendation was first necessary and then a resolution to codify the decision. The Board stated that Mr. Sample's recommendations should be incorporated prior to entering into the agreement. It was decided that staff could enter into an agreement with Kleingers as the Construction Administrator pending the incorporation of comments to the Chair's satisfaction. **Ms. Zindel made a motion, seconded by Mr. Bolton to approve Resolution #2017-12 pending incorporation of comments to the Chair's satisfaction. The motion passed 5-0 with a roll call vote of present Board members.**

- **At 4:02pm, Ms. Zindel made a motion, seconded by Ms. Reindl-Johnson to enter into executive session to consider confidential information related to negotiations with other political subdivisions respecting requests for economic development assistance pursuant to ORC 122.22 (G)(8). The motion passed unanimously 5-0 using a roll call vote of present Board members.** The Board admitted Jennifer Patterson, William Brock, Jennifer Ekey, Doug Adkins, Caleb Bell, Sean Fraunfelter, Martin Russell, Matt Schnipke & Brian Beaudry to remain for the executive session.
- **At 5:11pm Mr. Bolton made a motion seconded by Ms. Reindl-Johnson to exit Executive Session. The motion passed with a unanimous voice vote of present Board members.**

G. Other Business

- None.

Adjournment:

There being no other business, at 5:11 pm, Mr. Bolton made a motion, seconded by Ms. Reindl-Johnson, to adjourn the meeting of the Warren County Port Authority. The next Warren County Port Authority meeting is not scheduled at this time.

Minutes submitted by: Matt Schnipke

Approved by: Martin Russell