

**THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY
BOARD MEETING
THURSDAY, FEBRUARY 7, 2002
7:30 a.m. at the Office of the Port Authority**

I. CALL TO ORDER

Jack Rouse called the February meeting of the Port of Greater Cincinnati Development Authority to order at 7:40 a.m.

II. BOARD MEMBERS PRESENT:

Bailey, Clifford
Fonner, John
George, Lou
Hale, Joe
Humes, Tom
Kearney, Eric
Kull, Ron
Love, Steve
Martin, Greg
Muller, Paul
Otto, Charlotte
Rouse, Jack
Siebenburgen, Dave

EXCUSED:

Byrd, Stephanie
Corathers, Robin
Miller, Norm
Reid, Janet
Vehr, Nick

STAFF:

O'Hara, Annette
Jackson, Devony
Sharp, Tim
Satzger, Kim

GUESTS:

Carr, Laura	L.A. Carr Communications
Dober, Philip F.	Arthur Andersen
Hekler, Jodi	Dan Pinger Public Relations
Jones, Bruce	Squire, Sanders & Dempsey
Klepal, Dan	Cincinnati Enquirer
Norman, Mark	Vorys, Sater, Seymour and Pease
Phillips, Bonnie	City of Cincinnati Office of Environmental Services
Williams, John	Gonzalez, Saggio & Harlan, LLP

III. APPROVAL OF MINUTES

MOTION: Greg Martin moved that the minutes of the Thursday, January 10, 2002 meeting be approved. David Siebenburgen seconded the motion. The motion was carried unanimously.

IV. ORDER OF BUSINESS

A. The Banks Update

Small Business Networking Session Update – Jack Rouse thanked Tim Sharp and Kim Satzger for their orchestration of the Small Business Networking Session that was held on February 5 and 6, 2002 at the Cincinnati Convention Center. Tom Humes echoed the sentiment and continued by thanking Clifford Bailey and Steve Love for their commitment to and leadership of the event.

Steve Love thanked Laura Carr of L.A. Carr Communications for her participation in the event. Ms. Carr was engaged by the Port Authority to provide community outreach during the weeks prior to the event. Her implementation of the outreach efforts succeeded in attracting significant small business representatives to the event.

Tim Sharp provided a detailed overview of the two-day Small Business Networking Session. He said that there were approximately 330 in attendance over the two-day period. This included representation from the development community and other local businesses such as restaurants that had an interest in locating on the riverfront.

John Fonner asked if a list of the participants will be made available. Kim Satzger responded that a local developer that attended the event had already requested a list of the participants. She further explained that once the database has been completed, it will be made available to the local development community.

Tom Humes stated that the event was well received by both the development community and the local business community. The development teams selected to continue in the competition for the position of Master Developer for The Banks Project found the small business sessions informative and valuable. Clifford Bailey said that the development teams told him they had already met people with whom they would like to do business.

Tom Humes further explained that a portion of the two-day session was set aside for internal Port Authority meetings with each of the three short-listed development teams. A small group met with members of each of the development teams: Lincoln Property Company, Madison Marquette, and Staubach-Towne. Mr. Humes stated that the Port Authority spoke to each development team about its expectations for The Banks Project including (but not limited to) quality of design, density and massing, economic inclusion, etc. The development teams were very enthusiastic about the project.

Mr. Humes stated that each of the development teams had concerns over the timing of the project. The development teams were told that the current schedule contemplates the release of the Request for Proposals (RFP) in approximately 30 days.

Tom Humes continued that the development teams were interested in learning whether Hamilton County had committed to building the garages, who will pay for the garage construction, and who will build the garages (the County or the Master Developer).

Eric Kearney asked if there has been progress in the discussions with Hamilton County with regard to the timing and funding of the riverfront garages. Lou George said that representatives of the Port Authority have continued to meet and communicate with County representatives on a bi-weekly basis.

Ron Kull commented that the development teams provided a variety of perspectives with regard to the redevelopment of the riverfront area. He further stressed that the relationship that the Port Authority forms with the selected Master Developer will be critical to the ultimate success of the project.

Tom Humes ended the discussion by expressing appreciation for Mayor Lukens contribution to the event. Steve Love said that, in the Mayor's comments, he stressed the importance of The Banks project to the City and the region as well as the importance of economic inclusion in the execution of this project.

Freedom Center Update – Dr. Spencer Crew's presentation was delayed until after the organizational update.

B. Organizational Update

Board Appointments – Jack Rouse stated that the City of Cincinnati and Hamilton County have made two appointments to the Port Authority Board to fill vacancies created by staggered terms. The City appointed Otto Budig and the County appointed Betty Hull.

Steve Love suggested that the Port Authority issue a press release regarding the new members once they are on board.

Finance Report – Phil Dober provided an overview of the finance report.

MOTION: Eric Kearney made a motion to approve the Finance Report. Dave Siebenburgen seconded the motion. The motion was carried unanimously.

Professional Service Partnering Update – Tim Sharp provided an update on the professional services partnering efforts of the Port Authority. At this meeting, the Port Authority will be discussing entering into agreements with Hull & Associates (an environmental consulting firm) and Vorys, Sater, Seymour, and Pease (a law firm).

Tim Sharp said that Hull & Associates has partnered with a woman-owned environmental firm. However, the Port Authority is still looking for a strategic partner for Vorys, Sater, Seymour and Pease.

Eric Kearney asked how the public relations partnership is working out and how the compensation has been divided. Tim Sharp responded that the Port Authority's agreement with Dan Finger Public Relations, Inc. (Pinger) has ended. Pinger provided communications consulting services to the Port Authority from September through December. L. A. Carr Communications (Carr) was engaged by the Port Authority to provide communications consulting services for the Small Business Networking Session during the few weeks prior to the event. Mr. Sharp explained that the Port Authority will use communications consulting services on an as-needed basis in order to meet the budget constraints of the Port Authority.

Charlotte Otto said that she has met with Kim Satzger to discuss the Port Authority's communications strategy. Kim Satzger is the point person for Port Authority communications. Ms. Satzger is putting together a Communications Plan that will establish a calendar of future communication events. From time to time, there may be a need for the Port Authority to utilize communications consulting services. However, this will be decided on a case by case basis.

Tim Sharp stated that the staff has been working with J. L. Tillman Insurance to procure health benefits for employees.

National Underground Railroad Freedom Center Update – Jack Rouse introduced Dr. Spencer Crew as the National Director and CEO of the National Underground Railroad Freedom Center (Freedom Center). Dr. Crew was formerly at the Smithsonian Institution.

Dr. Crew said that he feels very welcome in Cincinnati and is excited about the mission of the Freedom Center. He is also encouraged that the Port Authority continues in its planning for The Banks development. He believes that The Banks development is key to the long-term success of the Freedom Center and the City of Cincinnati.

Dr. Crew displayed the model of the Freedom Center facility. He said that the facility consists of three pavilions of a dynamic, landmark-quality design. The facility was designed by Blackburn/Boora Architects. The Freedom Center groundbreaking will take place in June 2002 and will be open to the public. The Freedom Center, which is scheduled to open in late 2004, will focus on the stories of the individuals who sought freedom from slavery and those that helped former slaves achieve freedom. The struggle to free slaves consisted of a collaborative effort between escaping slaves, free blacks, sympathetic whites, and abolitionists. The Freedom Center will recognize and celebrate this cooperation. The goal is to have visitors to the Freedom Center carry this snapshot of history into their lives today; thereby engendering interracial cooperation. He described the Freedom Center's mission as both noble and ambitious. The Freedom Center expects 500,000 visitors during its first year of operation.

Steve Love said that the Freedom Center is important to the development of the riverfront and provides a centerpiece for the riverfront development area. He asked what the Port Authority could do to help the Freedom Center. Dr. Crew responded that the Port Authority could create an inviting area that will draw people to Cincinnati's riverfront. He also thought that residential opportunities would help in the sustainability of the riverfront and the success of the Freedom Center.

C. Brownfields Update

Clean Ohio Fund Projects – John Fonner introduced two resolutions related to the Port Authority applying for Clean Ohio Funds.

The first resolution is for the Kemper Road project. The Port Authority owns the Kemper Road site and has entered into a development agreement with Neyer Properties. However, the Port Authority's role under the agreement is to clean-up the environmental contamination at the site. Once the site has been environmentally remediated, Neyer Properties will develop the property. The Port Authority intends to apply for Clean Ohio Funds to clean-up the environmental contamination at the site. Currently, the remediation and demolition costs are estimated at \$1.5 million.

MOTION: Charlotte Otto made motion to adopt the Kemper Road resolution. Ron Kull seconded the motion. The motion was carried unanimously.

The second resolution is for the Center Hill Landfill project. John Fonner stated that the Center Hill Landfill is currently owned by the City of Cincinnati. However, the City cannot apply for Clean Ohio Funds because the list of eligible applicants excludes those property owners that are responsible for the contaminating the proposed project site. As this site was a former City landfill, the City may not apply for funds and has therefore requested that the Port Authority act on its behalf and apply for Clean Ohio Funds for the redevelopment of the Center Hill Landfill.

Mr. Fonner explained that the City of Cincinnati issued a Request for Qualifications in order to select a developer for the redevelopment of the Center Hill Landfill site. Belvedere Construction was selected as the developer. Belvedere's proposal includes the development of the site as an office/flex business park with up to 800 new jobs. The City has not requested that the Port Authority own the property. It simply has asked that the Port Authority submit the Clean Ohio application. This request is based on the State of Ohio Department of Development's recommendation that the Port Authority act as the applicant on behalf of the City. Lou George recommended that we document that the State of Ohio recommended that the Port Authority be the applicant.

Tom Humes noted that this is a great application of the Port Authority's abilities and will help to establish the Port Authority as a valuable resource for both the local government and development community.

John Fonner explained that the Port is not going to "own" every project in which it participates. The Port Authority's role, at times, may be to partner for brownfield redevelopment as is the case in the Center Hill project. Mr. Fonner continued that the Brownfield Community Advisory Committee (BCAC) and Port Authority staff will be involved in negotiating the role of the Port Authority in the Center Hill project.

Clifford Bailey then asked how the Port Authority will address economic inclusion for the Center Hill project. Lou George said that if our name goes on this project, the Port Authority needs to ensure that Port Authority standards are met. Mr. George suggested that Port Authority staff compare the economic inclusion policy of the City of Cincinnati and the Port Authority. Paul Muller suggested that a policy be developed that addresses economic inclusion issues relating to partnering on development projects.

Paul Muller then asked if the two Clean Ohio Fund applications will be competing against each other. Eric Kearney voiced the same concern. Tim Sharp explained that the applications are ranked by the governing body of the Clean Ohio Fund on a statewide basis and therefore it makes the local region more competitive, as a whole, if a greater number of competitive projects are submitted.

MOTION: Paul Muller moved that the resolution for the Center Hill project be adopted. Steve Love seconded the motion. The motion was passed unanimously.

Kemper Road Project Update – Tim Sharp stated that the City of Cincinnati had received a grant in the amount of \$150,000 from the US Environmental Protection Agency (EPA) to perform environmental assessments on one City of Cincinnati and one Hamilton County project. The grant budget states that \$60,000 will be used toward each site assessment (City/County project). Additionally, \$30,000 is to be used toward the development of a brownfield database. The City of Cincinnati assessment project will be the Center Hill Landfill project and the Hamilton County assessment project will be the Kemper Road project. The City has asked that the Port Authority administer the grant funds. The resolution authorizes the Port Authority to enter into an agreement with the City to administer the USEPA grant funds.

MOTION: Joe Hale made a motion to adopt the City of Cincinnati/Port Authority agreement to administer the City of Cincinnati's USEPA grant funds. David Siebenburgen seconded the motion. The motion was carried unanimously.

John Fonner introduced the resolution to hire Hull and Associates. Eric Kearney asked what type of services the firm provides. Mark Norman (Vorys, Sater, Seymour and Pease) described that Hull & Associates is an environmental consulting firm that provides environmental assessment and remediation consulting services. He said that Hull & Associates was hired, after a Request for

Proposals process, by the former Port Authority for Brownfield Redevelopment to perform environmental consulting services. Hull was hired by the former Port Authority to perform assessment work at the Kemper Road site. As such, Hull & Associates is familiar with the site's complicated history as the site is a Superfund site.

Tim Sharp stated that, as previously stated, Hull and Associates will partner with a woman-owned environmental sampling and testing firm to provide environmental assessment and remediation services for the redevelopment of the Port Authority's Kemper Road site.

MOTION: Joe Hale made a motion to adopt the resolution to hire Hull and Associates. Dave Siebenburgen seconded the motion. The motion was carried unanimously.

John Fonner introduced the modification to the Kemper Road Development Agreement resolution. He explained that the Princeton School District has requested that the language be modified in the Kemper Road Development Agreement to reflect that the Princeton School District have review and approval power with regard to the approval of Community Reinvestment Area tax incentives. The School District has indicated, with this amendment to the agreement, it will consider the Port Authority's request to transfer of \$180,000 in back property taxes to the redevelopment of the Kemper Road project.

MOTION: Joe Hale made a motion to modify the Kemper Road Development Agreement as per the request of the Princeton School District. Ron Kull seconded the motion. The motion was carried unanimously.

John Fonner introduced the Vorys, Sater, Seymour and Pease resolution. Mr. Fonner continued that Mark Norman of Vorys, Sater, Seymour and Pease has provided environmental legal counsel to the former Port Authority for Brownfield Redevelopment and to the Port of Greater Cincinnati Development Authority on both the Kemper Road project and the Mill Creek project. Mr. Norman has a history with both projects and provides essential project continuity.

MOTION: Greg Martin made a motion to approve the resolution to hire Vorys, Satyr, Seymour and Pease to provide legal counsel on both the Kemper Road and the Mill Creek projects. Lou George seconded the motion. The motion was carried unanimously.

V. OTHER BUSINESS

Tom Humes said that we need to get a handle on development fee structures traditionally charged by Port Authorities and suggested that Lou George and David Siebenburgen look into the matter.

VI. ADJOURNMENT

MOTION: Greg Martin made a motion to adjourn the meeting at 8:55 a.m. Ron Kull seconded the motion. The motion was carried unanimously.

Respectfully submitted,

Kimberly A. Satzger
Assistant Secretary