

**THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY  
BOARD MEETING  
THURSDAY, FEBRUARY 8, 2001  
CINCINNATI/ HAMILTON COUNTY PUBLIC LIBRARY  
HUENEFELD TOWER ROOM**

I. CALL TO ORDER

Jack Rouse called the February meeting of the Port of Greater Cincinnati Development Authority to order at 5:45 PM.

II. BOARD ATTENDANCE

Bailey, Clifford  
Byrd, Stephanie  
Corathers, Robin  
Humes, Tom  
Kearney, Eric  
Love, Steve  
Miller, Norm  
Otto, Charlotte  
Reid, Janet  
Rouse, Jack  
Siebenburgen, David  
Vehr, Nick

EXCUSED:

Fonner, John  
George, Lou  
Hale, Joe  
Kull, Ron  
Martin, Greg  
Muller, Paul

STAFF

Cowherd, Toni  
Sharp, Tim

GUESTS:

Jones, Bruce  
Ruehlmann, Mark  
Dober, Phil  
Welker, Randy

III. APPROVAL OF MINUTES

**MOTION:** Nick Vehr moved the minutes of Thursday, January 4, 2001, meeting be approved. Clifford Bailey seconded the motion. Motion carried.

IV. ORDER OF BUSINESS

**A. Bylaws Update/Conflict Checklist**

**Eric Kearney**

Eric reviewed the revisions proposed by the Bylaws subcommittee and Bruce Jones, Esq., SSD. Bruce Jones indicated that the Sunshine Laws have been incorporated into the proposed Bylaws, as requested at the last meeting. He also noted he feels the revised bylaws are complete and concise and can be updated/ revised as needed. The Board suggested a few minor changes.

**MOTION:** Eric Kearney moved the Port Board of the Greater Cincinnati Port Authority approve the Bylaws as amended. Charlotte Otto seconded the motion. Motion carried with 12 Yeas and 0 Nays.

Conflict Checklist

Eric also reviewed the Conflict Checklist indicating that this form is for personal use only. It is meant to be used as a personal checklist /exercise for identifying a potential conflict of interest. If at any time you question a potential conflict, contact Tim Sharp, and he will contact legal counsel if needed.

**B. Committee Structure**

**Jack Rouse**

Jack Rouse reviewed the proposed Committee structure of the Port of Greater Cincinnati Development Authority. After discussion and review, the following motion was proposed.

**MOTION:** Janet Reid moved the Board of the Port of Greater Cincinnati Development Authority approve the Committee Structure dated February 8, 2001. Charlotte Otto seconded the motion. Motion carried with 12 Yeas and 0 Nays.

The Committee Structure list is attached to these minutes.

**C. Organizational Update**

**Tim Sharp**

Appropriation Resolution

Tim reported that by law, the Port Board must authorize Appropriation Monies for the fiscal year, January 1, 2001, through December 31, 2001. He also stated that this is temporary measure allowing the Board to appropriate monies for operating expenses, and that the Budget Committee will review the final budget and present its recommendation to the full Board at a future date.

**MOTION:** Charlotte Otto moved the Port of Greater Cincinnati Development Authority approve Resolution No. 2001-02 , which allows appropriation by the Port Board for the fiscal year January 1, 2001, through December 31, 2001. Eric Kearney seconded the Motion. Motion carried with 12 Yeas and 0 Nays.

This Resolution is incorporated into these minutes as Appendix A.

#### Interim Accounting Services Resolution

A recommendation to retain accounting services on an interim basis, with a limited time period and a \$20,000 cap, for various financial aspects of the operations of the Port Authority was proposed by Tim Sharp. He further recommended retaining the firm of Arthur Andersen, LLP. He indicated this local firm has experience in working with public organizations.

After much discussion, recommendations were made to the Resolution that clearly defines this agreement is on an interim basis for a six month period and then if appropriate on a month-to-month basis, and also that the language parallel the agreement with the Board's current legal counsel.

**MOTION:** Charlotte Otto moved the Port of Greater Cincinnati Development Authority approve Resolution No. 2001-03 as amended. Steve Love seconded the motion. Motion carried with 12 Yeas and 0 Nays.

This Resolution is incorporated into these minutes as Appendix B.

#### Interim Payroll Services

Tim informed the Board he is temporarily using the services of Paychex, Inc., for payroll service. A permanent recommendation will be brought before the Board at a future meeting.

#### Established Banking Relationships

Tim reported that the Port has established banking relationships and is now able to procure and spend money.

#### Interim Brownfield Services Resolution

Tim presented a Resolution to provide services to oversee the Brownfield initiatives between the Port and the Greater Cincinnati Chamber of Commerce. He indicated the Chamber will assist the Brownfields Community Advisory Committee and the Board in developing a Brownfields plan, to redevelop the Green Industries property, and coordinate the Mill Creek Restoration Project, etc. The Board asked for an update at the March meeting. The Strategic Plan is due July 1.

Before the formal motion to approve the Resolution, several members of the Board disclosed relationships of various kinds with the Greater Cincinnati Chamber of Commerce, and asked if this would be a potential conflict of interest. Bruce Jones will further investigate the issue with his partners at SSD, and will report to the Board at its next meeting, but concluded that it was appropriate for the Board to take action at this time.

**MOTION:** Nick Vehr moved the Port of Greater Cincinnati Development Authority approve Resolution No. 2001-04, which provides for services to oversee the Brownfield Initiatives between the Port and the Greater Cincinnati Chamber of Commerce. Charlotte Otto seconded the motion. Motion carried with 12 Yeas and 0 Nays.

This Resolution is incorporated into these minutes as Appendix C.

**D. Search Committee Update**

**Steve Love**

Steve reported that the first meeting of the Search Committee was held on January 25. He reported that Tom Kurtz, formerly with P&G, facilitated the meeting, which resulted in a very productive meeting. The committee identified the Mission of the Port Authority; Qualities and Attributes of the President; and, Search Firm Selection Criteria.

A formal Resolution authorizing the Chairperson of the Search Committee to undertake a search for a president, and also authorizing the expenditure, not to exceed \$50,000 for the retention of an executive search firm was requested.

**MOTION:** Nick Vehr moved the Port of Greater Cincinnati Development Authority approve Resolution No. 2001-05, which authorizes the Chairperson of the Search Committee to undertake a search for a president. Charlotte Otto seconded the motion. Motion carried with 12 Yeas and 0 Nays.

This Resolution is incorporated into these minutes as Appendix D.

**E. Brownfields Update**

**Robin Corathers**

Robin reported that she, John Fonner, and Randy Welker have met on two occasions, which entailed a brief orientation and discussion of the RFP for Green Industries and discussion of the process for the Strategic Plan.

The legislation mandated by the City and County require the new Port to do two things regarding the Brownfields, (1) appoint a Brownfield Advisory Committee; and, (2) develop and submit a Brownfield Redevelopment Plan to the City and County by July 1, 2001.

A Brownfield orientation for the full Port Board is scheduled for Saturday, March 3, 2001, from 9 AM to 12 PM. Notice with pertinent information will be sent to all Board members.

Robin requested the Board consider approval of a Resolution, which will designate the members of the Brownfields Community Advisory Committee.

**MOTION:** Nick Vehr moved the Port of the Greater Cincinnati Development Authority approve Resolution No. 2001-06, which designates the members of the Brownfields Community Advisory Committee. Charlotte Otto seconded the motion. Motion carried with 12 Yeas and 0 Nays.

This Resolution is incorporated into these minutes as Appendix E.

RFP Proposal

Tom reported that The Banks Development Committee has had two meetings with emphasis on the organization structure. The committee has also received an update from the Park Board, which will be presented to the full Port Board at a future meeting.

A great deal of work is underway with the City and the County staff regarding parking garages and relocation of parking north of Third. Tom noted that TIP funding, etc., are being investigated in order to achieve the best financial structure for the Port in the RFP process. Tom requested that Lou George and Nick Vehr lead this effort with the help of Squire Sanders and other counsel as needed.

Tim Sharp is in the process of drafting the RFQ document, which is the first-step in a two-step process. The RFQ will be sent to potential developers, which will allow the Port Board to determine the level of interest, qualifications, etc. This will begin the developer selection process.

The timeframe for the RFQ process is at least four to six months.

**MOTION:** Janet Reid moved the Port of Greater Cincinnati Development Authority authorize Tim Sharp to move forward with the RFQ process. The motion was seconded by Charlotte Otto. Motion carried.

Market Study Services

Norm Miller indicated that as the Banks Development Committee suggested, a new market study be done in order to update the study that was done two years ago to get a clearer picture of today's market changes, etc. He asked the Board to hire Property Advisors Corporation to perform a market study update for The Banks.

**MOTION:** Eric Kearney moved the Port of the Greater Cincinnati Development Authority approve Resolution No. 2001-07 authorizing the execution of an agreement for a market study between the Port of Greater Cincinnati Development Authority and Property Advisors Corporation. Nick Vehr seconded the motion. Motion carried with 12 Yeas and 0 Nays.

This Resolution is incorporated into these minutes as Appendix F.

The Banks Tour

Tom announced that a tour will be provided for the Port Board on Saturday, March 10, beginning at 9 AM. Further information will be forthcoming.

VI. OTHER BUSINESS:

Jack Rouse updated the Board on the recent City/County Steering Committee. In addition to timing, discussions were held regarding the Freedom Center and the Park.

Jack Rouse announced that Tim Sharp is actively recruiting an interim secretary.

The next Port Board meeting is scheduled for Thursday, March 8, 7:30 AM. Location to be determined.

VII. ADJOURNMENT

**MOTION:** Charlotte Otto moved the meeting be adjourned at 7:30 PM. Clifford Bailey seconded the motion. Motion carried.

Respectfully submitted,

Toni Cowherd  
Acting Secretary