

**THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY**  
**BOARD MEETING MINUTES**  
**Wednesday, June 21, 2006**  
**7:30 AM at the Port Authority Offices**

**I. CALL TO ORDER**

Jack Rouse called the Port of Greater Cincinnati Development Authority Board of Directors meeting to order at 7:32 a.m.

**BOARD MEMBERS PRESENT:**

Bailey, Clifford  
Budig, Otto  
Hale, Joe  
Hull, Betty  
Johnson-JioDucci, J.J  
Kull, Ron  
Love, Steve  
Muller, Paul  
Rouse, Jack  
Siebenburgen, David  
Vehr, Nick  
Zimmer, Joe

**EXCUSED:**

Humes, Tom  
Otto, Charlotte

**STAFF:**

Richardson, Connie  
Robb, Deborah  
Satzger, Kim  
Schafer, Ray

**GUESTS:**

Bomberger, Jeff – Squire, Sanders & Dempsey, LLP  
Myers, Rusty – Cincinnati Capitol Properties  
Norman, Mark – Squire, Sanders & Dempsey, LLP  
Williams, John – Gonzalez, Saggio, & Harlan

## II. APPROVAL OF MINUTES

**MOTION:** Steve Love made a motion that the minutes of the May 11, 2006 Board Meeting be approved. Dave Siebenburgen seconded the motion. The motion was passed unanimously.

## III. BROWNFIELD PROJECTS UPDATE

Kim Satzger provided updates on the brownfield projects listed below.

**4101 Spring Grove Avenue Project** – The Ohio Department of Development (ODOD) and the Ohio Environmental Protection Agency (OEPA) have provided comments to the Port Authority on the Clean Ohio Assistance Fund grant application for the American Can Building in Northside. The Port Authority is preparing a response to those comments and expects to hear as to whether the project has been approved for funding in August.

**4000 Red Bank Road Project** – The Port Authority submitted the No Further Action (NFA) to the Ohio Environmental Protection Agency (Ohio EPA) on May 3, 2006. Recently, representatives of the Ohio EPA indicated that they expect to get comments on the (NFA) no later than June. Once comments are received, the Port Authority and W. P. Carey will respond. Once the NFA and all comments have been accepted by the Ohio EPA, the Covenant Not to Sue (NS) will be issued. This will enable the purchase and redevelopment of the property by Regency Centers.

**5025 Carthage Avenue Project** – Site safety is being maintained through a fence around the entire property. The lead contaminated soil has been removed; therefore, no remedial action is required and the area is being graded. The area that includes the contaminated soil and groundwater is being monitored. Quarterly soil and groundwater samples will be collected for the next 12 to 15 months. SRW Environmental will collect water and soil samples at the end of this month to determine if contamination levels have gone down.

Jack Rouse asked when construction would start.

Kim Satzger replied that SRW Environmental will continue to monitor the contaminated area until the soil and groundwater contamination reaches regulatory levels. However, development portions of the site that do not include environmental contamination are already underway. The area that still contains contamination is secured by a fence – in addition to the fence that already exists around the entire property.

**320 South Anthony Wayne Avenue Project** – There is a resolution before the board concerning a contract for a Certified Professional who will certify to Port Authority and the Ohio EPA that the property has been cleaned up to regulatory standards. Ms. Satzger said that Mark Norman, the Port Authority's Environmental Counsel was present to answer any questions about the agreement.

Mr. Norman that there were minor changes made to the agreement to update it, as the Port Authority had recently updated its Environmental Services Agreement form of agreement for its redevelopers. Mark Norman stated that the Certified Professional had not yet been selected for this project. He said that the Port Authority plans to go through a Request for Proposal (RFP) process in order to engage a Certified Professional.

Jack Rouse asked if there was any exposure for the Port Authority.

Mark Norman replied that Clean Ohio Funds would be used to pay for the services of a Certified Professional. Therefore, this contract, like all of the Port Authority's contracts related to brownfield work, puts the contractor at risk – if the Port Authority does not receive the requested payment from the state.

**MOTION:** Joseph Hale made a motion to adopt the resolution which enabled the Port Authority to enter into the agreement with a Certified Professional for the 320 South Anthony Wayne Avenue project. Otto Budig seconded the motion. The motion was passed unanimously.

#### IV. FINANCING PROJECTS UPDATE

Kim Satzger provided updates on the financings projects listed below.

**225 Pictoria Drive Project** – There is a resolution before the board to obtain TIF financing to be secured by special assessments for a 25 year variable rate, \$10 - \$12 million bond, in order to acquire the garage at this site. There are currently no mortgage liens on the garage or office structures valued at \$35 - \$40 million. The garage and office structures valued at \$35 - \$40 million. The garage and office structures are owned by MEPT, a \$4 billion REIT. This will be the most secure financing that the Port Authority has undertaken to date. The Port Authority will own the garage, valued at \$12 million, and have a priority lien on the office building, valued at \$25 million, to provide payment for the TIF.

Jeff Bomberger added that there is a letter of credit to back the financing.

Kim Satzger stated that the Finance Working Group had reviewed the proposed financing and announced that Rusty Myers from Cincinnati Capital Properties (representing MEPT) was in attendance at the meeting if anyone had questions.

There were no questions.

**MOTION:** Otto Budig made a motion to adopt the resolution. Paul Muller seconded the motion. The motion was passed unanimously.

**3000 Disney Avenue Project** – In late May, the City of Cincinnati approved the ordinances required to move the Cincinnati Millworks project forward. The Port Authority will continue to work on this financing with the City of Cincinnati. The closing is currently anticipated in the fall of this year.

**4000 Red Bank Road Project** – The Port Authority is working with the property end-user, Regency Centers, the Village of Fairfax, and the City of Cincinnati on this financing. Ms. Satzger anticipates that the financing will likely close in the fall - after the Covenant Not to Sue (CNS) is received.

**Union Training Facility** –Earlier this year, the Port Authority was approached by the Local 212 Electricians Union about using bond proceeds to construct a training facility. Initially, Local 212 indicated that they wanted to close sometime during the summer. However, the Port Authority has not had a lot of involvement, to date, with this potential financing; therefore, we will not be closing on this financing over the summer as originally estimated.

#### V. CHAIRMAN'S REPORT

Jack Rouse provided the board an update on the riverfront development project (The Banks) on which the City of Cincinnati and Hamilton County are currently working. Mr. Rouse said that the City-County Banks Working Group has been meeting. The developer selection has been scheduled to be announced several times over the last six to eight months; however, a developer has not been selected.

Steve Love stated that the county had made a recommendation for the developer between four candidates and it is unknown whether the Banks Working Group is going to reopen the process or accept the county's recommendation. Mr. Love said that he and Joe Zimmer are involved on the Economic Inclusion and Work Force Development Task Force. It consists of 13 people who have come together to provide guidance in the areas of economic inclusion and work force development. Mr. Love noted that although the task is difficult, there is the opportunity to create a policy that will guide the City of Cincinnati and Hamilton County in the development of The Banks project.

Joe Zimmer added that he was very encouraged that the Task Force included work force development this time. While economic inclusion is very important, in the past, work force development has not been included.

J.J. Johnson-JioDucci asked if the economic inclusion scope included zoning for housing. Steve Love replied that there was a preliminary policy that does include a section on housing. Mr. Love stated that the task force is creating a revised document and soliciting input from the group.

**MOTION:** Joe Hale made a motion pursuant to O.R.C. Section 121.22(G)(1) to adjourn the meeting of the Board of Directors of the Port of Greater Cincinnati Development Authority to go into executive session to consider appointment, employment and compensation of a public employee or official. Upon conclusion of the executive session, the Board will reconvene its meeting of the Board of Directors. Nick Vehr seconded the motion. The motion was passed unanimously by roll call vote.

The Board adjourned into executive session at 7:45 a.m. The Board came out of its executive session at 9:00 a.m.

**Motion:** Nick Vehr made a motion to adopt the resolution which authorizes the execution of an agreement for consulting services provided by Kim Satzger to perform the duties of President and Secretary. Dave Siebenburgen seconded the motion. The motion was passed unanimously.

## **VI. PRESIDENT'S REPORT**

**Economic Inclusion Report** – The economic inclusion report was included in the Board packet.

**Financial Report** – The financial reports were included in the Board packet.

## **VII. ADJOURNMENT**

**MOTION:** Dave Siebenburgen made a motion to adjourn the Board of Directors meeting. Otto Budig seconded the motion. The motion was passed unanimously.

The meeting was adjourned at 9:04 a.m.

Respectfully,

Kimberly Satzger  
Secretary