

Board Minutes

April 8, 2020 Board of Directors Meeting

Zoom Video Conference

1. CALL TO ORDER

Manuel Chavez called the Port Board of Directors meeting to order at 8:00am.

Board Members Present:

Chavez, Manuel
Smitson, Patricia
Fischer, Rick
Fisher, Bobby
Duke, Rance

Bekal, Pradeep
Duffy, Sister Sally
Jones, Damon
Wideman, Melissa
Luken, Charlie

Staff Present:

Brunner, Laura
Johnson, Melissa
Denning, Philip

Castellini, Todd
Recht, Chris
Hudson, Rick

Guests:

Thompson, Ann - WUXU

Smith, Lisa - WCPO

2. APPROVAL OF MINUTES – March 11, 2020

Mr. Chavez asked the Board members if there were any additions or modifications to the March 11, 2020 Board of Directors meeting minutes. Hearing none, he asked for a motion to adopt the meeting minutes.

Motion: Bobby Fisher moved to adopt the minutes of the March 11, 2020 Board of Directors Meetings. The motion was seconded by Pradeep Bakel and was approved unanimously.

3. PRESIDENT'S REPORT

Laura Brunner

Ms. Brunner stated the Port staff was working virtually and that everyone was keeping very busy, noting property maintenance, and the accounting teams supporting two audits virtually.

Ms. Brunner noted the Port's mission and Landbank's legislation is to fix broken real estate; and because of Covid-19, there will be a greater need for the Port's work.

Ms. Brunner stated while all of the Port's construction works continues, all contractors have been given the option to cease work without penalty.

4. **PUBLIC FINANCE**

Todd Castellini

Mr. Castellini introduced four resolutions all related to 3CDC. The first, Resolution 2020-16, a resolution that will approve the issuance of up to \$4MM in Development Revenue Bonds for the acquisition and development of a 99-space surface parking lot at 1400 Vine St in OTR.

Formal Action Requested – Before the Board today is proposed Resolution 2020-16 entitled:

AUTHORIZING THE ISSUANCE AND SALE OF DEVELOPMENT REVENUE BONDS (1400 VINE, LLC PARKING PROJECT) IN THE MAXIMUM PRINCIPAL AMOUNT OF \$4,000,000 FOR THE PURPOSE OF FINANCING "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE TO SECURE SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A PURCHASE AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS NECESSARY OR DESIRABLE FOR THE ISSUANCE AND SALE OF THE BONDS.

Motion: Rance Duke moved to approve Resolution 2020-16. The motion was seconded by Melissa Wideman and was approved by the remainder of the Board.

Formal Action Requested – Before the Board today is proposed Resolution 2020-17 entitled:

Mr. Castellini presented Resolution 2020-17 to approve the issuance of up to \$600K in Development Revenue Bonds for the refinancing of the completed 56-space surface parking facility.

AUTHORIZING THE ISSUANCE AND SALE OF DEVELOPMENT REVENUE BONDS (CCCP, LLC PARKING PROJECT) IN THE MAXIMUM PRINCIPAL AMOUNT OF \$600,000 FOR THE PURPOSE OF FINANCING "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE TO SECURE SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A PURCHASE AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS NECESSARY OR DESIRABLE FOR THE ISSUANCE AND SALE OF THE BONDS.

It was clarified the upfront fees were not being charged due to the current state of emergency in the City, County, State and Nation, along with 3CDC being a non-profit and the deals were previously financed through the Port.

Motion: Bobby Fisher moved to approve Resolution 2020-17. The motion was seconded by Patricia Smitson and was approved by the remainder of the Board.

Mr. Castellini presented Resolution 2020-18 to approve the issuance of up to \$2MM in Development revenue Bonds to refinance the 66-space surface parking facility at 1119Elm St. in OTR.

Formal Action Requested – Before the Board today is proposed Resolution 2020-18 entitled:

AUTHORIZING THE ISSUANCE AND SALE OF DEVELOPMENT REVENUE BONDS (ELM STREET, LLC PARKING PROJECT) IN THE MAXIMUM PRINCIPAL AMOUNT OF \$2,000,000 FOR THE PURPOSE OF FINANCING "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE TO SECURE SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A PURCHASE AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS NECESSARY OR DESIRABLE FOR THE ISSUANCE AND SALE OF THE BONDS.

Motion: Damon Jones moved to approve Resolution 2020-18. The motion was seconded by Pradeep Bakel and was approved by the remainder of the Board.

Mr. Castellini presented Resolution 2020-19 to approve the issuance of up to \$1.3 MM in Development Revenue Bonds to refinance the 50-space surface parking lot facility located at 1547 Race St. in OTR.

Formal Action Requested – Before the Board today is proposed Resolution 2020-19 entitled:

AUTHORIZING THE ISSUANCE AND SALE OF DEVELOPMENT REVENUE BONDS (LIBERTY AND RACE, LLC PARKING PROJECT) IN THE MAXIMUM PRINCIPAL AMOUNT OF \$1,300,000 FOR THE PURPOSE OF FINANCING "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST INDENTURE TO SECURE SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A PURCHASE AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS NECESSARY OR DESIRABLE FOR THE ISSUANCE AND SALE OF THE BONDS.

Motion: Patricia Smitson moved to approve Resolution 2020-19. The motion was seconded by Damon Jones and was approved by the remainder of the Board.

5. **BALANCED DEVELOPMENT**

Philip Denning

Mr. Denning used slides to continue his presentation from the previous board meeting on Balanced Development and the rapidly shifting development climate locally. Mr. Denning briefly touched on the information presented previously.

Mr. Denning reviewed the state of real estate development, securing lending and financing, affordable housing subsidy requirements, affordability, local job creation, and inclusion.

The board asked questions and discussed, all of which were answered to the board's satisfaction, and it was agreed to continue the presentation and conversation at the next board meeting.

6. FINANCIAL REPORT

Rick Hudson

Mr. Hudson stated income for the first two months were at \$2.2 MM vs. plan of \$1.6 MM, 41% ahead of plan.

Expenses at \$1MM vs. plan of \$1.1MM. March will be about \$850K ahead of plan, which will be helpful for the rest of the year.

Unrestricted cash at \$2.2MM equal to 5 months of operating expenses.

Mr. Hudson presented information on financial forecast and how its expected to change and be impacted by Covid-19, including Operating Grants, Finance fees and Parking fees. Operating grants are expected to be reduced by 50%, parking fees to fall short 30%, with Finance fees exceeding plan by 30%.

Mr. Hudson presented information about the expected negative impact to parking revenue due to Covid-19 and how that will affect unrestricted cash.

The board discussed and asked questions, all of which were answered to satisfaction.

7. ADJOURNMENT

The April 8, 2020 Board of Directors meeting adjourned at 9:01 a.m.

Respectfully,



Laura N. Brunner
Secretary