

Board Minutes

March 12, 2025, Board of Directors Meeting

Dinsmore & Shohl

255 East 5th Street, Cincinnati, OH 45202

1. CALL TO ORDER

Amy Spiller called The Port Board of Directors meeting to order at 8:01am.

Board Members Present:

Amy Spiller, Chairperson	Fisher, Bobby
Qualls, Roxanne	Duke, Rance
Wideman, Melissa	Bekal, Pradeep
Jones, Angelita	Burke, Terry
Virtual - Jones, Damon	

Staff Present:

Brunner, Laura	Denning, Philip
Garth, Andrew	Daniels, Jilson
Michael, Rahiel	Castellini, Todd
Millikin, Tom	Florea, Lindsey
Johnson, Melissa	

2. CHAIRPERSON'S REPORT

Amy Spiller (M. Chavez absent)

Amy Spiller asked for a motion to approve the items set forth on the consent agenda, which consisted of the meeting minutes from the February 15, 2025 Board of Directors meeting and Resolution 2025-09.

Motion: Rance Duke moved to approve the consent agenda. The motion was seconded by Bobby Fisher and was approved by the remainder of the board.

3. PRESIDENT'S REPORT

Laura Brunner

Laura Brunner informed the board about a cover story in the next issue of the Business Courier about the Port's management of Uptown.

Laura Brunner also informed the board of Tom Millikin's departure from the Port, offering thanks for his contributions and congratulations for his new position.

Laura Brunner stated a search is in place for a CFO and a controller, with Jilson Daniels stepping in as controller in the meantime. Barnes Denning has been retained to assist with audit preparation for the Port and HCLRC audits.

Laura Brunner updated the board that the budget and operations were being reviewed to assess potential for risks from policy and budget changes at the federal government.

The board asked questions and discussed the potential risks and plans, all of which were answered to satisfaction.

4. RESOLUTIONS

Philip Denning, Todd Castellini

Todd Castellini presented Resolution 2025-11: approval of a project called Montgomery Pointe for an inducement resolution for the construction of 180 units of affordable senior housing, located in Norwood.

A RESOLUTION AUTHORIZING THE EXECUTION OF AN AGREEMENT WITH MONTGOMERY AND MAPLE, LLC (THE "BORROWER") PERTAINING TO THE FINANCING OF THE CONSTRUCTION, IMPROVEMENT AND FURNISHING OF CERTAIN "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE, INCLUDING THE ISSUANCE OF REVENUE BONDS, THE PROCEEDS OF WHICH SHALL BE LOANED TO THE BORROWER OR AN AFFILIATE OR AFFILIATES THEREOF TO FINANCE MULTIFAMILY RESIDENTIAL HOUSING FACILITIES FOR PERSONS AGED 55 OR OVER OF LOW AND MODERATE INCOME IN THE CITY OF NORWOOD, HAMILTON COUNTY, OHIO, TO BE KNOWN AS MONTGOMERY POINTE APARTMENTS TO ACCOMPLISH SUCH FINANCING, AND AUTHORIZING AND APPROVING RELATED MATTERS.

Motion: Melissa Wideman moved to approve Resolution 2025-11. The motion was seconded by Bobby Fisher and was approved by the remainder of the board.

Todd Castellini presented Resolution 2025-12: approval of a project called Kinsey Lofts for an inducement resolution for the construction of 52 units of affordable senior housing.

A RESOLUTION AUTHORIZING THE EXECUTION OF AN AGREEMENT WITH KINSEY LOFTS LLC (OR AN AFFILIATE OF SUBSIDIARY THEREOF, THE "BORROWER") PERTAINING TO THE FINANCING OF THE CONSTRUCTION, IMPROVEMENT AND FURNISHING OF CERTAIN "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE, INCLUDING THE ISSUANCE OF REVENUE BONDS, THE PROCEEDS OF WHICH SHALL BE LOANED TO THE BORROWER OR AN AFFILIATE OR AFFILIATES THEREOF TO FINANCE MULTIFAMILY RESIDENTIAL HOUSING FACILITIES FOR PERSONS OF LOW AND MODERATE INCOME IN THE CITY OF CINCINNATI, HAMILTON COUNTY, OHIO, TO BE KNOWN AS KINSEY LOFTS, TO ACCOMPLISH SUCH FINANCING, AND AUTHORIZING AND APPROVING RELATED MATTERS.

The board asked questions and for more details about the project to be share in executive session, with the vote taking place when the regular meeting is resumed.

Philip Denning presented Resolution 2025-10: a resolution that will approve the Port to enter into agreements to utilize \$800k of remediation loans, presenting project details.

The board asked questions about the loans, all of which were answered to satisfaction.

**A RESOLUTION TO AUTHORIZE THE PORT TO ENTER INTO AGREEMENTS NECESSARY TO
UTILIZE USEPA BROWNFIELDS REVOLVING LOAN FUND ON PORT PROJECTS**

Motion: Melissa Wideman moved to approve Resolution 2025-10. The motion was seconded by Rance Duke and was approved by the remainder of the board.

5. FINANCIAL REPORT

Jilson Daniels

Jilson Daniels reviewed the financials through January 2025, including the income statement, operating expenses, and the balance sheet.

6. EXECUTIVE SESSION

Amy Spiller moved pursuant to R.C. 121.22 (G)(3) to adjourn the meeting of the Board of Directors of the Port and to go into executive session for the purpose of a conference with council for a matter the involves pending litigation.

Further moved pursuant to R.C. 121.22 (G)(2) to adjourn the meeting of the Board of Directors of the Port and to go into executive session for the purpose of considering the purchase of property for public purposes.

The Board of Directors, by roll call vote, approved the motion and entered into executive session at 8:29am.

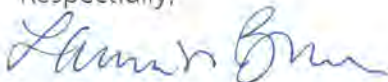
The Board of Directors meeting emerged from executive session at 9:21am.

Motion: Melissa Wideman moved to approve Resolution 2025-12. The motion was seconded by Pradeep Bekal , with Bobby Fisher voting no, and was approved by the remainder of the board.

7. ADJOURNMENT

The March 12, 2025, Board of Directors meeting adjourned at 9:22 am.

Respectfully,



Laura N. Brunner
Secretary