

Board Minutes

April 19, 2023 Board of Directors Meeting

Dinsmore & Shohl

255 East 5th Street, Cincinnati, OH 45202

1. **CALL TO ORDER**

Manuel Chavez called The Port Board of Directors meeting to order at 8:01am.

Board Members Present:

Manuel Chavez	Qualls, Roxanne
Spiller, Amy	Fischer, Rick
Duke, Rance	Jones, Angelita
Fisher, Bobby	Jones, Damon
Bakel, Pradeep	Wideman, Melissa

Staff Present:

Brunner, Laura	Hudson, Rick
Denning, Philip	Millikin, Tom
Recht, Chris	Garth, Andrew
Castellini, Todd	Fischer, Bill
Michael, Rahiel	Daniels, Jilson
Meyer, Chris	Lintz, Jen

2. **APPROVAL OF MINUTES – March 8, 2023**

Manuel Chavez asked the Board members if there were any additions or modifications to the March 8, 2023, Board of Directors meeting minutes. Hearing none, he asked for a motion to adopt the meeting minutes.

Motion: Amy Spiller moved to adopt the minutes of the March 8, 2023, Board of Directors Meeting. The motion was seconded by Angelita Jones and was approved by the remainder of the Board.

3. **CHAIRMANS REPORT**

Manuel Chavez

Manuel Chavez informed the board that the Urban League of Greater Southwestern Ohio had named fellow board member Angelita Jones as one of its 2023 Glorifying the Lions Honorees.

4. PRESIDENTS REPORT

Laura Brunner

Laura Brunner mentioned the recent groundbreaking for Emerge Manufacturing in Roselawn for the final parcel of the former Cincinnati Gardens site.

Laura Brunner noted that the Port had been advocating within the State budget for inclusion of an additional \$500MM for Brownfield cleanup and demolition. Although previously not included it has been added. The budget has yet to be voted on.

5. EXECUTIVE SESSION

Manuel Chavez 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 the purchase of property for public purposes.

The board, by roll call vote, approved the motion and entered into executive session.

The Board entered executive session at 8:04am. The Board of Directors meeting reconvened at 8:12am.

6. RESOLUTION APPROVAL

Todd Castellini

Motion: Damon Jones moved to approve Resolution 2023-13. The motion was seconded by Melissa Wideman and was approved by the remainder of the board.

AUTHORIZING THE PURCHASE OF CERTAIN REAL PROPERTY LOCATED WITHIN HAMILTON COUNTY, OHIO

7. PUBLIC FINANCE

Todd Castellini

Todd Castellini presented Resolution 2023-14; a project introduced last month for the conversion of an office building to a 101 unit residential apartment complex. The project called Union on Taft is located in Mt. Auburn will be a structured lease and allow the issuance of up to \$40MM in lease revenue bonds.

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

Formal Action Requested – Before the Board today is proposed Resolution 2023-14 entitled:

A RESOLUTION AUTHORIZING THE ACQUISITION OF AN INTEREST IN REAL PROPERTY AND THE CONSTRUCTION THEREON OF "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING AND APPROVING THE ISSUANCE AND SALE OF PORT AUTHORITY REVENUE BONDS IN A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$40,000,000.00 FOR THE PURPOSE OF FINANCING COSTS OF "PORT AUTHORITY FACILITIES"; AUTHORIZING THE EXECUTION AND DELIVERY OF A GROUND LEASE, A PROJECT LEASE, A CONSTRUCTION MANAGER AT-RISK AGREEMENT, A BOND PURCHASE AGREEMENT, AND RELATED AGREEMENTS IN CONNECTION WITH THE TRANSACTION, INCLUDING WITHOUT LIMITATION, ANY

MORTGAGE AND AN INDEMNITY AGREEMENT; APPROVING THE PROVISION OF AN OHIO SALES AND USE TAX EXEMPTION CERTIFICATE FOR THE PURCHASE OF BUILDING AND CONSTRUCTION MATERIALS INCORPORATED INTO THE PROJECT; AND AUTHORIZING RELATED MATTERS.

Motion: Rance Duke moved to approve Resolution 2023-14. The motion was seconded by Amy Spiller and was approved by the remainder of the Board.

8. CONVENTION CENTER DISTRICT

Andrew Garth

Andrew Garth presented a brief update on the Port involvement within the Cincinnati Convention Center District and its Lead Development Manager, 3CDC. The boundary of the Convention District was reviewed, along with various properties detailing the Port's work, collaboration and support for each, and noting the Port's Public Finance tools that will be utilized.

Andrew Garth presented a MOU for the Convention District between the Port and 3CDC, reviewing the goals and details of the MOU.

The board asked questions about the District, the properties and the MOU, all of which were answered to satisfaction.

Formal Action Requested – Before the Board today is proposed Resolution 2023-15 entitled:

RESOLUTION AUTHORIZING EXECUTION OF A MEMORANDUM OF UNDERSTANDING BETWEEN THE CINCINNATI CENTER CITY DEVELOPMENT CORPORATION AND THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY IN SUPPORT OF 3CDC IN ITS CITY AND COUNTY ROLE AS LEAD DEVELOPMENT MANAGER FOR THE CINCINNATI CONVENTION CENTER DISTRICT.

Motion: Melissa Wideman moved to approve Resolution 2023-15. The motion was seconded by Rance Duke and was approved by the remainder of the Board.

9. NEIGHBORHOOD UPDATE

Philip Denning

Philip Denning presented Resolution 2023-16, to authorize the acquisition of property located at 820 Ezzard Charles Way. Philip Denning stated the Port was working at the request of the City of Cincinnati to acquire the property and stated it's end use will be for housing.

The board asked questions about the property and acquisition, all of which were answered to satisfaction.

Formal Action Requested – Before the Board today is proposed Resolution 2023-16 entitled:

AUTHORIZING THE PURCHASE OF THE PROPERTY LOCATED AT 820 EZZARD CHARLES DRIVE

Motion: Amy Spiller moved to approve Resolution 2023-16. The motion was seconded by Rick Fischer and was approved by the remainder of the Board.

10. MARKETING & COMMUNICATIONS

Tom Millikin

Tom Millikin introduced The Port short focusing on a revitalized property in Westwood.

Tom Millikin presented a recap of the previous year's social media engagement, highlighting the team responsible, providing statistics for engagement and the takeaways. Changes for the coming year were reviewed as well as suggestions for the Board to engage with the Port's social media.

11. FINANCIAL REPORT

Rick Hudson

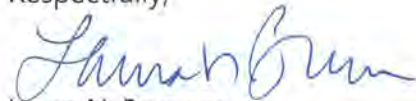
Rick Hudson presented the 2022 year end Port financials, and asked for a motion to approve them. Bobby Fisher moved to approve; Damon Jones seconded with all in favor.

Rick Hudson presented financials for the first two months of 2023.

12. ADJOURNMENT

The April 19, 2023, Board of Directors meeting adjourned at 9:04 am.

Respectfully,



Laura N. Brunner
Secretary