

Board Minutes

May 11, 2022 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 8:02am.

Board Members Present:

Chavez, Manuel

Duke, Rance

Jones, Angelita

Wideman, Melissa

Bekal, Pradeep

Staff Present:

Brunner, Laura

Denning, Philip

Recht, Chris

Michael, Rahiel

Daniels, Jilson

Hudson, Rick

Millikin, Tom

Castellini, Todd

Fischer, Bill

Staff Present:

Wetterich, Chris – Business Courier

Schulte, Skip – Citizen

2. APPROVAL OF MINUTES – April 20, 2022

Mr. Chavez asked the Board members if there were any additions or modifications to the April 20, 2022 Board of Directors meeting minutes. Hearing none, he asked for a motion to adopt the meeting minutes.

Motion: Rance Duke moved to adopt the minutes of the April 20, 2022 Board of Directors Meetings. The motion was seconded by Pradeep Bekal and was approved unanimously.

3. CHAIRMAN'S REPORT

Manuel Chavez

Mr. Chavez informed the Board that the Mayor has appointed Amy Spiller, CEO of Duke Energy in Ohio and Kentucky to the Board of Directors.

4. PRESIDENT'S REPORT

Laura Brunner

Ms. Brunner stated orientation has been scheduled for Amy Spiller and reminded the Board the Duke Energy is an investor in the Port's patient capital fund for the Industrial Strategy.

Ms. Brunner updated the Board on her recent trip to attend and speak at the global Milken conference, sharing the benefits and opportunities of being included in the conference.

5. **INDUSTRIAL UPDATE**

Todd Castellini

Mr. Castellini presented updates on various industrial projects, providing details of each project including status of the projects, history and timeline, funding, and organizations contributing.

The projects reviewed included Dow Chemical, Drake & Carousel hotels, Formica & GE site, Lunkenheimer, Powell Valves & KAO, and the former Millennium hotel site.

Mr. Castellini updated the Board on the status of the ODOD remediation grant applications, stating thus far none of the applications have been rejected with two projects having been awarded grants.

The Board asked several questions about the projects and the grants, all of which were answered to the Board's satisfaction.

6. **PUBLIC FINANCE UPDATE**

Todd Castellini

Mr. Castellini presented Resolution 2022-09; a project called Three Oaks for the issuance of up to \$13.5MM of TIF Bonds to develop a mixed-use redevelopment of a former manufacturing site located in Oakley.

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

Formal Action Requested – Before the Board today is proposed Resolution 2022-09 entitled:

AUTHORIZING THE ISSUANCE AND SALE OF A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$13,500,000 OF TAX INCREMENT FINANCING REVENUE BONDS IN ONE OR MORE SERIES FOR THE PURPOSE OF FINANCING COSTS OF PORT AUTHORITY FACILITIES WITHIN THE MEANING OF SECTION 4582.21, REVISED CODE FOR THE THREE OAKS PROJECT; PLEDGING REVENUES TO SECURE PAYMENT OF SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST AGREEMENT, A PURCHASE AGREEMENT, SECURITY AGREEMENTS AND OTHER RELATED AGREEMENTS AND INSTRUMENTS IN CONNECTION WITH THE FOREGOING; AND AUTHORIZING AND APPROVING RELATED MATTERS.

Motion: Angelita Jones moved to approve Resolution 2022-09. The motion was seconded by Rance Duke and was approved by the remainder of the Board.

Mr. Castellini presented Resolution 2022-10; a continuing project, The Districts at Clifton Heights, for the issuance of up to \$39MM of TIF Bonds for 169 space parking deck and streetscape work that will be the platform for a new student housing facility.

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

Formal Action Requested – Before the Board today is proposed Resolution 2022-10 entitled:

AUTHORIZING THE ISSUANCE AND SALE OF A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$39,850,000 OF TAX INCREMENT FINANCING AND PARKING REVENUE BONDS IN ONE OR MORE SERIES FOR THE PURPOSE OF FINANCING COSTS OF PORT AUTHORITY FACILITIES WITHIN THE MEANING OF SECTION 4582.21, REVISED CODE FOR THE DISTRICT AT CLIFTON HEIGHTS PROJECT; PLEDGEDING REVENUES TO SECURE PAYMENT OF SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST AGREEMENT, A PURCHASE AGREEMENT, SECURITY AGREEMENTS AND OTHER RELATED AGREEMENTS AND INSTRUMENTS IN CONNECTION WITH THE FOREGOING; AND AUTHORIZING AND APPROVING RELATED MATTERS.

Motion: Melissa Wideman moved to approve Resolution 2022-10. The motion was seconded by Pradeep Bekal and was approved by the remainder of the Board.

Mr. Castellini presented Resolution 2022-11, also for The Districts of Clifton Heights project for the issuance of lease revenue bonds and enter into a capital lease to support a new 171 room hotel.

Formal Action Requested – Before the Board today is proposed Resolution 2022-11 entitled:

A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF PORT AUTHORITY REVENUE BONDS IN A MAXIMUM PRINCIPAL AMOUNT OF \$42,000,000 FOR THE PURPOSE OF FINANCING A PORTION OF THE COSTS OF ACQUIRING, CONSTRUCTING AND OTHERWISE IMPROVING “PORT AUTHORITY FACILITIES” WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE, FOR THE BENEFIT OF CH CLIFTON HOTEL, LLC OR AN AFFILIATE; AND AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS AND MATTERS.

Motion: Rance Duke moved to approve Resolution 2022-11. The motion was seconded by Melissa Wideman and was approved by the remainder of the Board.

Mr. Castellini presented Resolution 2022-12, a project called Barrister, a building located on ninth street that will renovate 44 existing affordable rental units by issuing lease revenue bonds and enter into a capital lease.

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

Formal Action Requested – Before the Board today is proposed Resolution 2022-12 entitled:

A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF PORT AUTHORITY REVENUE BONDS IN A MAXIMUM PRINCIPAL AMOUNT OF \$10,000,000 FOR THE PURPOSE OF FINANCING A PORTION OF THE COSTS OF ACQUIRING, CONSTRUCTING AND OTHERWISE IMPROVING “PORT AUTHORITY FACILITIES” WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE, FOR THE BENEFIT OF BARRISTER APARTMENTS, LLC OR AN AFFILIATE; AND AUTHORIZING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS AND MATTERS.

Motion: Pradeep Bekal moved to approve Resolution 2022-12. The motion was seconded by Angelita Jones and was approved by the remainder of the Board.

7. **COMMUNICATIONS – Port Short**

Tom Millikin,

Mr. Millikin presented this month's Port Short video, part 2 of a series focusing on affordable housing.

The video led to conversation and questions about affordable housing, all of which were answered to the Board's satisfaction.

8. FINANCIAL REPORT

Rick Hudson

Operating revenues for the first quarter were \$2.2MM, vs. plan of \$2.1MM, 6% favorable to plan. Favorability is due mostly to parking revenues.

Operating expenses were \$1.8MM vs. plan of \$1.9MM, 4% under plan.

Operating income was \$458,000 vs. plan of \$252,000.

Balance sheet Unrestricted Cash at \$2MM, equal to 4 months of operating expenses.

Mr. Hudson stated the Port is currently being audited by Plante Moran, with financials due to the Auditor of State by May 30.

Mr. Hudson reviewed slides and information from the Finance advisory meeting held earlier in the week. Mr. Hudson reviewed the CARES homes portfolio, providing details about portfolio and the budget, debt, status, and risk related to it.

Mr. Hudson presented Resolution 2022-13 to approve a revision to the 2022 operating budget. The increase is needed primarily for office renovations to accommodate the increase in office virtual meetings.

Formal Action Requested – Before the Board today is proposed Resolution 2022-13 entitled:

2022 OPERATING BUDGET REVISION FOR GENERAL FUND

Motion: Melissa Wideman moved to approve Resolution 2022-13. The motion was seconded by Rance Duke and was approved by the remainder of the Board.

9. ADJOURNMENT

The May 11, 2022 Board of Directors meeting adjourned at 9:03 am.

Respectfully,



Laura N. Brunner
Secretary