

Board Minutes

June 10, 2020 Board of Directors Meeting

Zoom Video Conference

1. **CALL TO ORDER**

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

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

Tucker, Randy – Cincinnati Enquirer

2. **APPROVAL OF MINUTES – May 13, 2020**

Mr. Chavez asked the Board members if there were any additions or modifications to the May 13, 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 May 13, 2020 Board of Directors Meetings. The motion was seconded by Trish Smitson and was approved unanimously.

3. **PRESIDENT'S REPORT**

Laura Brunner

Ms. Brunner stated work with Bruce Katz continues in support of minority businesses. Cincinnati will be a pilot city for Bruce Katz's national initiative. Ms. Brunner stated the draft had been received for the asbestos report for the Millennium hotel, and the report showed no major finds.

4. **PROPERTY SALE ACTIVITY**

Philip Denning

Mr. Denning presented data as related to the last two months for residential and commercial properties impacted by Covid-19. Information was provided for REACH properties and Landbank Residential and Commercial properties.

Mr. Fischer provided details for budget, cost, and gain/losses for the Landbank residential properties, giving specific details as examples. Mr. Fischer stated there have been delays in receiving materials due to COVID-19.

Mr. Denning stated 13 commercial properties had been sold against a budget of 11. Due to COVID-19, it is taking longer to close on the properties. Pending transactions show the sales far exceeding the goal.

The Board commented and asked questions, all of which were answered to the Board's satisfaction.

5. **PUBLIC FINANCE**

Todd Castellini

Mr. Castellini introduced a resolution 2020-22 for St. Xavier high school amending a previously approved resolution authorizing the issuance and sale of Development Revenue Bonds. The new resolution provides for a small portion on taxable debt; all other details remain the same.

Formal Action Requested – Before the Board today is proposed Resolution 2020-22 entitled:

A RESOLUTION AMENDING RESOLUTION NO. 2020-20 ADOPTED MAY 13, 2020 TO AUTHORIZE THE ISSUANCE OF THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY DEVELOPMENT REVENUE AND REFUNDING BONDS (ST. XAVIER HIGH SCHOOL, INC. PROJECT).

Motion: Rance Duke moved to approve Resolution 2020-22. The motion was seconded by Melissa Wideman and was approved by the remainder of the Board.

Mr. Castellini introduced resolution 2020-23, a declaration of official intent for reimbursement of expenses for a mixed used development on 28 acres in Oakley, project will be known as Oakley Mills.

Formal Action Requested – Before the Board today is proposed Resolution 2020-23 entitled:

A RESOLUTION EXPRESSING THE CONDITIONAL INTENTION OF THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY TO PROVIDE FOR A DECLARATION OF OFFICIAL INTENT UNDER FEDERAL TAX REGULATIONS WITH RESPECT TO REIMBURSEMENT OF TEMPORARY ADVANCES FROM TAX-EXEMPT OBLIGATIONS; AND RELATED MATTERS.

Motion: Trish Smitson moved to approve Resolution 2020-23. The motion was seconded by Rick Fischer was approved by the remainder of the Board.

Mr. Castellini presented resolution 2020-24 to repeal and replace a previous resolution for the Madison & Stewart Apartments. The structure of the lease has been changed slightly to accommodate Opportunity Zone structure. This will authorize up to \$23MM in Taxable Development Revenue Bonds for the acquisition of property and construction of an apartment facility of 150 market rate units.

Formal Action Requested – Before the Board today is proposed Resolution 2020-24 entitled:

A RESOLUTION REPEALING AND REPLACING RESOLUTION NO. 2020-20, ADOPTED ON FEBRUARY 12, 2020, AND AUTHORIZING THE ACQUISITION OF AN INTEREST IN REAL PROPERTY IN THE CITY OF CINCINNATI, OHIO 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 A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$23,000,000.00 TAXABLE DEVELOPMENT REVENUE BONDS, SERIES 2020 (MADISON AND STEWART APARTMENT PROJECT) (THE "SERIES 2020 BONDS") FOR THE PURPOSE OF FINANCING COSTS OF "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A GROUND LEASE, A MANAGEMENT AGREEMENT, A MORTGAGE, AN ASSIGNMENT OF CONSTRUCTION CONTRACT, A CONSTRUCTION MANAGER AT-RISK AGREEMENT, A BOND PURCHASE AGREEMENT, AND SUCH OTHER DOCUMENTS AS MAY BE NECESSARY OR DESIRABLE IN CONNECTION WITH THE ACQUISITION, CONSTRUCTION, AND FINANCING OF SUCH PORT AUTHORITY FACILITIES.

Motion: Rick Fischer moved to approve Resolution 2020-24. The motion was seconded by Rance Duke was approved by the remainder of the Board.

6. FINANCIAL REPORT

Rick Hudson

Mr. Hudson stated operating revenues were \$3.6MM vs. plan of \$3MM, 19% favorable to plan. This is due to Public Finance fees and Communities First.

Operating expenditures at \$2MM vs. plan of \$2.2 MM, 8% favorable to plan, due to payroll.

Operating income year to date is \$1.6MM

Balance Sheet shows total cash at \$7MM with \$2.4 unrestricted cash, equating to six months of operating expenditure for the Port.

7. FINANCE COMMITTEE UPDATE

Trish Smitson

Ms. Smitson informed the Board the Finance Committee met on May 27 and reviewed recent financials and the impact report for 2019. Also reviewed were COVID-19 indicators, 4 key metrics the Port is monitoring to understand the financial impact of COVID-19. The Indicators are, public finance fees, communities first, parking fees and property sales.

The Board discussed and asked questions about the financials and the four COVID-19 indicators, all of which were answered to satisfaction.

8. ADJOURNMENT

The June 10, 2020 Board of Directors meeting adjourned at 8:55 a.m.

Respectfully,



Laura N. Brunner
Secretary