

Board Minutes



Port of Greater Cincinnati
DEVELOPMENT AUTHORITY

November 9, 2016 Board of Directors Meeting

The Taft Center at Fountain Square, 425 Walnut Street, Cincinnati, OH 45202

1. **CALL TO ORDER**

Charlie Luken called the Port of Greater Cincinnati Development Authority Board of Directors meeting to order at 7:58a.m.

Board Members Present:

Luken, Charlie	Marmer, Lynn
Fisher, Bobby	Jacobs-Horton, Lydia
San Marco, Mario	Smith, David
Jackson, Ed	Robertson, Scott

Staff Present:

Brunner, Laura	Paul, Gail
Thomas, Susan	Recht, Chris
Hall, Darin	Hudson, Rick
Johnson, Melissa	Leibham, Tom
Banner, Julie	

Guests:

Weckbach, Jeff – Hamilton County	Leeper, Steve – 3CDC
Jones, Valerie – Parsons Brinkerhoff	Sehlhorst, Brandon – City of Cincinnati
Tweh, Bowdeya – Cincinnati Enquirer	

2. **WELCOME AND INTRODUCTIONS**

Mr. Luken welcomed the Board members and the guests.

3. **APPROVAL OF MINUTES – October 13, 2016**

Mr. Luken asked the Board members if there were any additions or modifications to the October 13, 2016 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 October 13, 2016 Board of Directors Meeting. The motion was seconded by Mario San Marco and was approved unanimously.

4. **PRESIDENT'S REPORT**

Laura Brunner

Ms. Brunner reviewed staffing and recent recruiting efforts. Over the next few board meetings, staff will be introduced from different departments, with today's focus being the industrial team.

Ms. Brunner announced the promotion of Melissa Johnson to Vice-President of Industrial Development & Logistics. Ms. Johnson thanked Ms. Brunner and the Board, and introduced Tom Leibham, Manager of Industrial Development, and Julie Banner, Development Associate.

5. PUBLIC FINANCE

Todd Castellini

Mr. Castellini called attention to Resolution 2016-22, consisting of seven existing 3CDC loans for various projects in the OTR area. The bonds will be issued through the South West Ohio Regional Bond Fund.

Formal Action Requested – Before the Board today is proposed Resolution 2016-22 entitled:

RESOLUTION NO. 2016-22

AUTHORIZING THE ISSUANCE AND SALE OF DEVELOPMENT REVENUE BONDS (SOUTHWEST OHIO REGIONAL BOND FUND) OF THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY, IN THE MAXIMUM PRINCIPAL AMOUNT OF \$7,565,000 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 SUPPLEMENTAL TRUST INDENTURE TO SECURE SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A PURCHASE AGREEMENT, A COOPERATIVE AGREEMENT AND THE DISTRIBUTION OF ANY REQUIRED DISCLOSURE STATEMENT FOR THE OFFERING AND SALE OF THOSE BONDS; AND AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS NECESSARY OR DESIRABLE FOR THE ISSUANCE AND SALE OF THE BONDS.

Motion: Lynn Marmer moved to approve Resolution 2016-22. The motion was seconded by Ed Jackson and was approved by the remainder of the board. Charlie Luken and Mario San Marco abstained.

Mr. Castellini called attention to Resolution 2016-24, a new JTM facility in Harrison Ohio. A \$28 million state of the art, 200-pallet freezer will be built with a proposed lease structure with the abatement of sales tax.

Formal Action Requested – Before the Board today is proposed Resolution 2016-24 entitled:

RESOLUTION NO. 2016-24

AUTHORIZING THE ACQUISITION OF REAL PROPERTY IN THE CITY OF HARRISON, OHIO AND THE CONSTRUCTION THEREON OF "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A LEASE OF SAID REAL PROPERTY TO 200 INDUSTRIAL DRIVE LLC; AND AUTHORIZING THE EXECUTION AND DELIVERY OF A DEVELOPMENT AGREEMENT, A CONSTRUCTION MANAGER AT RISK AGREEMENT, AN INDEMNITY AGREEMENT AND AN ASSIGNMENT AGREEMENT WITH 200 INDUSTRIAL DRIVE LLC; AND AUTHORIZING THE EXECUTION AND DELIVERY OF SUCH OTHER DOCUMENTS AS MAY BE NECESSARY OR DESIRABLE IN CONNECTION WITH THE ACQUISITION AND CONSTRUCTION OF SUCH PORT AUTHORITY FACILITIES.

Motion: Ed Jackson moved to approve Resolution 2016-24. The motion was seconded by Lynn Marmer and was approved by the remainder of the board. Charlie Luken abstained.

6. MANAGED ENTITIES

Rick Hudson, Susan Thomas, Melissa Johnson, Deborah Robb

Rick Hudson gave an overview of the Board of Directors for each of the entities managed by the Port Authority. The Port Authority currently has a staff of 18 that manages the Port Authority and three additional entities, the Hamilton County Land Reutilization Corporation, the Homesteading & Urban Redevelopment Corporation and the Greater Cincinnati Foreign-Trade Zone. Mr. Hudson gave information regarding the number of directors for each board and how often they meet each year.

Mr. Hudson provided an overview of the financials, budgets and balance sheets for organization, noting that across the three entities, the Port Authority is responsible for managing \$15 million in revenue and expenditures near \$11 million.

Mr. Hudson reviewed the management fees from the three entities, stating close to \$700,000 was earned from them for the year.

Ms. Thomas reviewed the Hamilton County Land Reutilization Corporation (Landbank). Ms. Thomas gave a history of the Landbank and how it came to be created and managed by the Port Authority. Ms. Thomas reviewed the mission of the Landbank, how properties are acquired by the Landbank, and what tools and programs are used to revitalize the properties. Using slides, Ms. Thomas gave examples of some of the properties and what programs were used to stabilize and/or revitalize.

Ms. Johnson reviewed the Greater Cincinnati Foreign-Trade Zone (FTZ). Ms. Johnson gave background on the FTZ, its local history, and its previous management. Ms. Johnson explained the program and its benefits and gave examples of how businesses can save using the FTZ. Ms. Johnson provided a few examples of the companies using the FTZ, and explained the Port Authority's role as manager of the FTZ and its programs.

Ms. Robb reviewed the Homesteading & Urban Redevelopment Corporation (HURC). Ms. Robb explained the HURC was established by the City of Cincinnati, and is now a 501(c)(3) organization, rendering it able to be receive grants. Ms. Robb explained the history of the HURC, with its primary purpose to put homes back into use for low to moderate income families. The HURC helped over 700 families become homeowners since its inception. Ms. Robb gave some examples of HURC homes, and described the organization's goals and its future plans for homesteading programs.

7. FINANCIAL REPORT

Rick Hudson

Budget Update

Mr. Hudson stated the Auditor of state had accepted the 2015 Financial Report without modification.

Mr. Hudson reviewed the current income statement, at \$26,000 better than the revenue plan. Operating expenses for September were \$4,000 better than plan.

The balance sheet showed \$1.3 million of unrestricted cash which is equal to five months of operating expenses.

Mr. Hudson reviewed the forecast for the end of the year noting additional budget expenditures, mainly an increase in professional services.

Formal Action Requested – Before the Board today is proposed Resolution 2016-23 entitled:

RESOLUTION NO. 2016-23

SUPPLEMENT TO APPROPRIATIONS RESOLUTIONS ADOPTED ON DECEMBER 9, 2015 BY THE BOARD OF DIRECTORS OF THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY FOR THE FISCAL YEAR JANUARY 1, 2016 THROUGH DECEMBER 31, 2016.

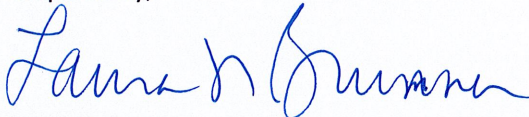
Motion: Lydia Jacobs-Horton moved to approve Resolution 2016-23. The motion was seconded by Mario San Marco and was approved by all.

Mr. Luken mentioned that Lydia Jacobs-Horton had started the performance and evaluations for upper-level employees and would be reaching out to board members for input.

8. ADJOURNMENT

The November 9, 2016 Board of Directors meeting adjourned at 8:58 a.m.

Respectfully,



Laura N. Brunner
Secretary