

Board Minutes

April 10, 2024 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

Wideman, Melissa

Jones, Angelita

Fisher, Bobby

Bakel, Pradeep

Jones, Damon

Qualls, Roxanne

Burke, Terry

Staff Present:

Brunner, Laura

Denning, Philip

Hudson, Rick

Garth, Andrew

Castellini, Todd

Michael, Rahiel

Millikin, Tom

Fischer, Bill

Daniels, Jilson

2. CHAIRMANS REPORT

Manuel Chavez

Manuel Chavez welcomed Katie Westbrook from 3CDC and congratulated Bill Fischer on his retirement from The Port. He also mentioned the potential change from board meetings being scheduled from every 4 weeks to every six weeks.

3. PRESIDENTS REPORT

Laura Brunner

Laura Brunner along with Jilson Daniels stated a DEI Advisory Committee meeting would be scheduled in the coming weeks.

4. APPROVAL OF MINUTES – February 14, 2024

Manuel Chavez asked the Board members if there were any additions or modifications to the February 14, 2024, Board of Directors meeting minutes. Hearing none, he asked for a motion to adopt the meeting minutes.

Motion: Melissa Wideman moved to adopt the minutes of the February 14, 2024, Board of Directors Meeting. The motion was seconded by Rance Duke and was approved by the remainder of the Board.

5. **CONVENTION CENTER DISTRICT UPDATE**

Andrew Garth

Andrew Garth presented up to date information on the Cincinnati Convention District. Andrew Garth reviewed the timeline of the Port's involvement in the district beginning in 2018, continuing to the MOU between the Port and 3CDC in 2023, with 3CDC becoming the Lead Development Manager of the district.

Andrew Garth reviewed priorities set by 3CDC and public parties for the redevelopment of the district, as well as the vision for the renovation of the Convention Center, the construction team and the Finance plan, including the proposed debt structure.

Andrew Garth also presented information and Finance Plan for the new Cincinnati Convention Center Headquarters hotel.

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

Andrew Garth presented Resolution 2024-07, to issue up to \$330MM in development revenue and revenue refunding bonds secured with a portion of both the City's and County's Transient Occupancy Revenue.

AUTHORIZING THE ISSUANCE AND SALE OF REVENUE BONDS BY THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY IN THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$330,000,000, IN OR MORE SERIES, FOR THE PURPOSES OF FINANCING, AND REFUNDING OBLIGATIONS ISSUED TO FINANCE, "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A TRUST AGREEMENT, A BOND PURCHASE AGREEMENT, AND ONE OR MORE COOPERATIVE AGREEMENTS; AUTHORIZING THE EXECUTION AND DELIVERY OF AGREEMENTS, INSTRUMENTS, AND DOCUMENTS TO PROVIDE FOR THE TERMS OF AND THE SECURITY FOR THOSE BONDS; AUTHORIZING THE EXECUTION OF RELATED AGREEMENTS, INSTRUMENTS, CERTIFICATES, AND DOCUMENTS; AND AUTHORIZING AND APPROVING RELATED MATTERS.

Motion: Melissa Wideman moved to approve Resolution 2024-07. The motion was seconded by Rance Duke and was approved by the remainder of the board.

6. **MARKETING & COMMUNICATIONS**

Tom Millikin

Tom Millikin presented media metrics for the Port, stating that going forward Port Short Videos would be shared every other month, and in the opposite months a media analysis the prior two months would be presented.

Tom Millikin shared information about what the media is reporting about the Port and its efforts, both nationwide and locally, and provided details on where the stories appear, sentiment of the stories and key take aways.

The Board asked questions, which were answered to satisfaction, and complimented the Communications and Marketing teams efforts.

7. FINANCIAL REPORT

Rick Hudson

Rick Hudson presented the financial results for the first two months of 2024.

Rick Hudson stated the 2023 Port Audit would begin at the end of April, the same auditors were currently wrapping up the audit of the HCLRC

8. EXECUTIVE SESSION

Manuel Chavez moved pursuant to R.C. 121.22 (G)(4) to adjourn the meeting of the Board of Directors of the Port and to go into executive session for the sole purpose of a discussion and review of the terms and conditions of employment for an employee of the agency.

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

The Board entered executive session at 8:47am. The Board of Directors meeting reconvened at 9:29am.

9. ADJOURNMENT

The April 10, 2024, Board of Directors meeting adjourned at 9:30 am.

Respectfully,



Laura N. Brunner
Secretary