



MINUTES

**Regular Meeting of the Board of Directors
Tuesday, November 21st, 2023
City of Hamilton Council Chambers, First Floor, 345 High Street, Hamilton, OH
8:32 a.m.**

Meeting called to order:

Chair Brad Evans called the meeting to order at 8:30a.m.
David Fehr took roll.

ROLL CALL: Brian Fox (arrived at 8:42am)
Brad Evans
Matt Bockhorst
Denise Quinn
Tim Egloff
Robert Schmidt
Dona Canaan

Absent: none

Staff Present: David Fehr, Development Director
Brenda Todd-Finnell – Secretary, Fiscal Officer

Others Present: Stacey Dietrich Dudas, City of Hamilton
Cathi Evans, General Counsel, Millikin Fitton

APPROVAL OF MEETING MINUTES – September 19, 2023

Mr. Fehr stated the September 19, 2023 meeting minutes were emailed to the board and asked if there were any changes or comments. Hearing none, asked for a motion to approve. Mr. Fox motioned to approve, Mr. Schmidt seconded the motion.

Roll Call: Mr. Bockhorst – yea
Ms. Quinn - yea
Mr. Evans – yea
Mr. Schmidt – yea
Mr. Egloff – yea
Mr. Fox – yea
Ms. Canaan - yea

Motion carries. 7-0.

City Port Authority – Joshua Smith, City Manager for Hamilton reporting

Joshua Smith, City Manager for the City for Hamilton entered the podium. Mr. Smith explained that he has met with David Fehr and a few others recently to discuss a new Economic Development Agency. Conversations started two or three years ago about spinning off a new Economic Development Agency and doing projects for CIC and 501C3 focused projects. The idea was to make the Core Fund more robust and generate funding for it. Coming out of the City's Strategic Planning this past summer 2023, the group looked at local income tax being the number one tax generator. It was suggested to take a deeper look into the local employee base working from home, or working from another community, etc. This followed up by a strategic planning session with the local Chamber of Commerce, Hamilton Community Foundation and the Director of the Core Fund and discussed initiating another Port Authority working closely with the Core Fund, having more of a lead role in what we are trying to accomplish. Mr. Smith stated that he did speak to Commissioner Dixon before doing some investigation on this subject. Mr. Smith then took the idea to the City Council for their opinion on integrating some of the resources with starting a new Port Authority. The City Council stated to Mr. Smith that if he could find funding to accommodate this idea, then they would be interested. Mr. Smith then approached numerous Foundations, Hospitals, etc. and everyone he talked to was very supportive of this concept. The City of Hamilton would now like to create its own Port Authority just for the City of Hamilton and nothing outside of its jurisdiction and merge that with other Development groups into a single organization. This would work in partnership with the Butler County Port Authority. Both Ports could work together on projects locally and potentially create a Bond Fund that would be available to both Ports with certain perimeters. Both Ports could also share best practices, expertise, etc. It was also mentioned other collaborative efforts between both entities in the discussion portion of his segment. Mr. Smith stated that this idea would need to have the Port piece added to it to make it affordable to have a full time staff person dedicated to it. He mentioned three projects that he already has in line. One of these projects being the former Beckett Paper Property which has been stalled for about two years now and it is a huge project. As this building sits awaiting on movement, it has been on fire, vandalized, etc. and needs significant investment as well as other properties in Hamilton such as Cohen, parts of Spooky Nook (Champion Paper), just to name a couple. Up to now, there has been no one on the City of Hamilton staff to dedicate time and think through these projects, help fund these projects and not tied down physically to a desk and go check on and do things on projects of this nature. City Council has identified eleven areas they fill are of strategic importance for this new Port to focus on. This will streamline projects to get moving and move quickly.

Mr. Smith mentioned the steps it would take to make this new Port happen. The timeline would be around the end of February 2024 if everything aligns perfectly. He also mentioned a few supporters of this new Port with a couple being; Miami University, Kettering Hospital just to name a couple. Some of the supporters will have a Board seat on the new Port.

Mr. Smith will be stepping down from City Manager to assume the role of Director of the new Port.



The Board thanked Joshua Smith for coming in and communicating to them on this new idea.

Approval of the Finance Report

Ms. Todd-Finnell presented the financial reports from September and October 2023.

September 2023 - \$45,000.00 in application fees have been collected thus far in 2023. Closing fees \$488,721.92. Annual fees, \$144,873.00. Bank interest \$250.26. Star Ohio interest \$149,107.31. Total income \$827,953.24. Expenses for September – travel \$50.00. Audit expenses \$7,500.00, Auditor State of OH \$3,895.00. REDI Partnership for \$7,500.00. Legal costs \$5,400.00, Legal Counsel – other \$4,140.00, Dues and Subscriptions \$248.90, Professional Services \$400.00, Service fee \$45.00. The total expenses for the month of September was \$29,178.90. Revenue less expense for September is \$798,774.34. Bank statement balance \$414,140.93. Quicken balance is \$414,140.93. The Star Ohio balance at the end of September is \$4,096,502.06.

October 2023 – \$45,000.00 in application fees have been collected thus far in 2023. Closing fees \$488,721.92. Annual fees, \$144,873.75. Bank interest \$338.20. Star Ohio Interest \$168,432.41. Total income \$847,366.28. Expenses for October – travel \$50.00. Audit expenses \$7,500.00, Auditor State of Ohio IPA fee \$3,895.00, REDI Partnership for \$7,500.00. Legal costs \$5,400.00, Legal Counsel – other \$4,140.00, Dues and Subscriptions \$248.90, Professional Services \$400.00, Service fee \$45.00. The total expenses for the month of October was \$29,178.90. Revenue less expense for October is \$818,187.38. Bank statement balance \$414,228.87. Quicken balance is \$414,228.87. The Star Ohio balance at the end of October is \$4,115,827.16.

Bank statements are included in your packets for both September and October 2023.

Mr. Egloff motioned to approve both September and October 2023 financial reports. Ms. Canaan seconded the motion.

Roll Call: Mr. Bockhorst – yea
 Ms. Quinn – yea
 Mr. Evans, yea
 Mr. Schmidt – yea
 Mr., Egloff – yea
 Ms. Canaan - yea
 Mr. Fox - yea

Motion carries. 7-0

2024 Budget

Mr. Fehr discussed the proposed budget with total revenues being at \$480,556.00 and total expenses at \$129,375.00. This would make the 2024 budget total revenue less expenses at \$351,181.00. Mr. Fehr asked for a motion to approve the adopted budget for 2024.

It was suggested to increase the amount of Administrative Fee to \$150,000.00 versus the \$65,000.00 suggested due to hiring a Director for 2024. It was also mentioned to increase the consulting services/professional services line to \$25,000.00 from \$10,000.00 currently.

Mr. Egloff motioned to approve with revisions. Mr. Fox seconded the motion.

Roll Call: Mr. Egloff – yea
Mr. Schmidt - yea
Mr. Evans - yea
Ms. Quinn – yea
Mr. Fox – yea
Mr. Bockhorst – yea
Ms. Canaan - yea

MOTION APPROVED 7-0

Executive Agreement with Hurst Kelly Company to prepare 2024 financial statements

Mr. Fehr asked the board to authorize another year of services with Hurst Kelly.

Mr. Fox motioned to approve. Mr. Evans seconded the motion.

Roll Call: Mr. Egloff – yea
Mr. Schmidt - yea
Mr. Evans - yea
Ms. Quinn – yea
Mr. Fox – yea
Mr. Bockhorst – yea
Ms. Canaan - yea

MOTION APPROVED 7-0



Adopt 2024 Meeting Schedule

Mr. Fehr stated that the board needs to adopt the 2024 meeting schedule. The dates were previously distributed and are in the packets. In light of the City of Hamilton potentially having its own Port Authority, it was mentioned that the City would still be happy to host the meetings at its current location. This can be changed at some other time if needed.

With no questions or concerns, the board was in favor of the adopted 2024 meeting schedule. Electronic meeting invites will be sent out.

Appoint Chair and Vice Chair for 2024

Mr. Fox asked for a motion to appoint Mr. Evans as Chair for 2024.

Mr. Egloff made the motion. Ms. Quinn seconded the motion.

Roll Call: Mr. Egloff – yea
 Mr. Schmidt - yea
 Mr. Evans - yea
 Ms. Quinn – yea
 Mr. Fox – yea
 Mr. Bockhorst – yea
 Ms. Canaan - yea

MOTION APPROVED 7-0

Mr. Fox asked for a motion to appoint Mr. Schmidt as Vice Chair for 2024.

Mr. Egloff motioned to adjourn. Mr. Evans seconded the motion.

Roll Call: Mr. Egloff – yea
 Mr. Schmidt - yea
 Mr. Evans - yea
 Ms. Quinn – yea
 Mr. Fox – yea
 Mr. Bockhorst – yea
 Ms. Canaan - yea

MOTION APPROVED 7-0



It was mentioned to have an amendment to the Bylaws for each office of the board to carry a (2) year term instead of (1) one.

Update - Strategic Plan for the Butler County Port Authority

The Consultant was supposed to be at this meeting with an update, however, the plan was sidetracked due to the new focus on the Hamilton Port Authority idea.

The Sub-Committee provided a brief update with Matt Bockhorst. With Hamilton going a different direction on their future plans, we would like to have a more robust Financing view and possibly renaming the Port Authority to the Butler County Finance Authority. Some Port Authorities are changing their names to Finance Authority.

Consider Organizational Name Change

Mr. Evans read the Resolution 2023-09 to the board stating:
Resolution 2023-09 Butler County Port Authority Organizational name change. Whereas, the Butler County Port Authority has undertaken a Strategic Plan process and held meetings with county stakeholders to identify future service offerings to be provided by the Port Authority; and whereas the Port Authority has entered into a Professional Consulting Services Agreement with Envision Group, LLC; and whereas, Envision Group, LLC recommends the Butler County Port Authority should be more appropriately titled the Butler County Finance Authority; and whereas, the Port Authority Strategic Plan Sub-Committee has reviewed said suggested name change and concurs with the consultant recommendation. Therefore, be it resolved, the Butler County Port Authority be renamed the Butler County Finance Authority effective November 21, 2023 and directs the staff and interim director to execute the organizational name change.

Mr. Egloff motioned to approve. Mr. Fox seconded the motion.

Roll Call: Mr. Egloff – yea
 Mr. Schmidt - yea
 Mr. Evans - yea
 Ms. Quinn – yea
 Mr. Fox – yea
 Mr. Bockhorst – yea
 Ms. Canaan - yea

MOTION APPROVED 7-0



Director's Report

Mr. Fehr stated that the Director's report is in the packet.

Mr. Fehr did a site visit from a company from Japan looking at a site in Trenton Industrial Park on September 23. He stated that he was there as part of a Port Authority tool box that they may be able to utilize.

Mr. Fehr attended the Workforce Investment Board "Annual Workforce Forum" at Miami University VOA Center on September 29th.

Mr. Fehr spoke briefly about the meetings the Sub-Committee had with Envision on October 10th.

Mr. Fehr talked about a series of staff meetings to evaluate brownfield State Department funds available and the re-use of former AK Steel/Cleveland Cliffs property in New Miami. More to come on this topic.

Mr. Fehr stated on September 26th, the Fairfield Trade Center did a closing (NorthPoint Development) conduit bonds for \$26M building 1 and \$27M building 2. The Port Authority fees have been paid. Moving forward, the board needs to look at getting out of the 5 year period of holding title for projects. This will keep the Port from getting entangled in lawsuits and other issues.

Marcum Apartments have now surpassed the 5 year threshold and we have executed the closing documents on this project. We continue to monitor projects so we can quickly get out of the threshold to alleviate involvement.

Mr. Fehr stated that the board was emailed some documents yesterday in regard to Spooky Nook.

PUBLIC COMMENT

No comments.

Next Port Authority meeting is January 16th, 2024.



Executive Session (began 9:25 a.m.) – Recession

Mr. Evans read – Motion to recess regular session and enter Executive Session for the purpose of discussing with an attorney concerning disputes that are the subject of pending or imminent court action. This session will be discussing the new Hamilton Port Authority and compensation for a public employee.

Mr. Fox made a motion to approve the Executive Session, Ms. Canaan seconded the motion.

Roll Call: Mr. Egloff – yea
Mr. Schmidt - yea
Mr. Evans - yea
Ms. Quinn – yea
Mr. Fox – yea
Mr. Bockhorst – yea
Ms. Canaan - yea

Motion carries. 7-0.

Mr. Fox made a motion to come out of the Executive Session, Mr. Egloff seconded the motion.

Roll Call: Mr. Egloff – yea
Mr. Schmidt - yea
Mr. Evans - yea
Ms. Quinn – yea
Mr. Fox - yea
Mr. Bockhorst – yea
Ms. Canaan - yea

Motion carries. 7-0.

(Executive Session ended at 10:40 a.m.)

ADJOURNMENT

Mr. Fehr asked for a motion to adjourn.

Mr. Egloff motioned to adjourn
Ms. Quinn seconded the motion

MOTION APPROVED 7-0
Meeting adjourned 10:41 a.m.

These minutes represent a summary of these proceedings, are retained in accordance with the Port's Records Retention Policy, and may be obtained upon written request. Any charges



associated with preparing any available recording transcript shall be borne by the person requesting.

Hamilton, Ohio
November 21, 2023

Chair – Brad Evans

Secretary – Brenda Todd-Finnell