

Clinton County Port Authority
Thursday, November 8, 2018
9 a.m. Wilmington Air Park

Present: Walt Rowsey, Beth Ellis, Larry Laake, John Settlemyre, Jim West

Staff Present: Dan Evers, Beth Huber, Denise Kuntz, Brandon Livingston

Chairman Rowsey called the meeting to order at 9:02 a.m.

Mr. Laake made a motion to excuse Ms. LaPine and Mr. Smith. Ms. Ellis seconded. A roll call vote resulted in "Yes" votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

Mr. Settlemyre made a motion to approve the Agenda for the November 8, 2018, Board of Directors meeting. Ms. Ellis seconded. A roll call vote resulted in "Yes" votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

After reviewing the Minutes of the previous meeting, Ms. Ellis made a motion to approve the Minutes of the October 11, 2018, meeting, as presented. Mr. Laake seconded. A roll call vote resulted in "Yes" votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

Chairman's Report

Chairman Rowsey welcomed everyone to the November 2018 Board Meeting of the Clinton County Port Authority. The Chairman also welcomed Jim West, International Sales Operations with Ferno Washington, as our new Board member.

Mr. West stated he is very excited about what is going on at the Air Park and is looking forward to working with the Port Authority and the Board of Directors. He was born and raised in Clinton County, only leaving when attending Ohio State University. Mr. West has worked at Ferno Washington since 1994 and is now head of International Sales.

Secretary/Fiscal Officer Report

Resolution 2018-11-01

A resolution authorizing payment of accounts for bills submitted in the month of October 2018.

Mr. Laake stated that no financial meeting took place this month. Budget results through the third quarter are in the Board packets. The Air Park is slightly ahead in revenues and close to being on track with expenditures.

Mr. Settlemyre made a motion to approve the resolution as presented. Ms. Ellis seconded. A roll call vote resulted in "Yes" votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

Old Business

Mr. Evers reported that there was no Old Business for consideration.

New Business

Resolution 2018-11-02

A resolution authorizing an annual agreement with United Health Care to provide comprehensive health insurance to employees of the Clinton County Port Authority.

Mr. Evers stated that the Port Authority has provided health insurance for its full-time employees since 2016. Staff has evaluated several different health insurance proposals for the upcoming plan year (12.18 – 11.19). The plan chosen for this year is similar to ones selected in the past. Costs for the program have increased over 2018, just under 20 percent. This is an anticipated cost; there are funds in the current budget to cover the increase and projected costs are included in the 2019 budget projections. The cost will not exceed \$57,000 and we continue to work with our representative for cost savings.

Mr. Laake made a motion to approve the resolution as presented. Mr. Settlemyre seconded. A roll call vote resulted in “Yes” votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

Resolution 2018-11-03

A resolution authorizing the retention of legal counsel.

Mr. Evers reported that the Board has before it a resolution to continue to engage/renew its engagement of Vorys, Sater, Seymour and Pease LLP as legal counsel to the Clinton County Port Authority. The terms and fee schedule are consistent with our current engagement agreement and historical practice. Vorys agrees to “cap” its fees at the current rate for on-going, “standard” legal services provided by the firm. This cap, as noted in the proposed engagement letter, does not extend to matters such as real estate valuation representation/disputes (of which we have had limited activity, in 2018, and anticipate little in 2019), nor recovery action associated with aircraft storage agreements – an increasingly limited process. Similarly, individual special projects of a complex and on-going nature are exempted from the cap. Projects of these types, should they present themselves during 2019, would be reviewed with Vorys in advance, to determine the most appropriate manner of billing and/or classification.

It is Staff’s firm belief that the CCPA is incredibly well-served by the expertise, accessibility, and professionalism Vorys brings to this engagement. The institutional knowledge of the firm, having been at the organization’s side since the negotiation of the donation, is irreplaceable.

Mr. Laake made a motion to approve the resolution as presented. Ms. Ellis seconded. A roll call vote resulted in “Yes” votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

Resolution 2018-11-04

A resolution authorizing the purchase of snow and ice treatment chemicals, from time to time, in an aggregate amount not to exceed \$75,000.

Mr. Evers stated that the Board has, over the past several years approved a blanket authorization for Staff to purchase certain chemicals necessary to effectuate winter operations at the Air Park. This includes those chemicals – sodium formate and potassium acetate, as well as rock salt – utilized to treat airside and general operations surfaces. This approach has proven to be both effective and efficient; coordinating with LGSTX Services, Inc., the CCPA has been able to maintain sufficient chemical stock to permit required treatment of surfaces. Additionally, it has not been

necessary to seek “after the fact” authorization of chemical purchases, necessitated by severe conditions.

As the winter operations season is again upon us, Staff requests authorization for a blanket authorization to purchase required snow and ice treatment chemicals. These purchases will be made with an eye toward maintaining sufficient inventory and availing the Port of any potential economies of scale. The amount requested is a preliminary authorization, based upon available funds, existing stock, and anticipated utilization through the end of the year. We will likely seek another authorization of this type in 2019.

Ms. Ellis made a motion to approve the resolution as presented. Mr. West seconded. A roll call vote resulted in “Yes” votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

Review of actions taken since the last meeting (Resolution#2013-06-06)

- Executed an Aircraft Storage agreement with Aircraft Dismantling
 - This project is well underway, on D Ramp. Staff and LGSTX personnel are coordinating and monitoring this activity – Brandon has been very helpful during this project.

General News & Updates

JLL Updates

David Lotterer reported that they have been finalizing some agreements, developing new opportunities, and working on projects of all sizes. JLL and the Port Authority have been collaborating with the Dayton Development Coalition and JobsOhio on one project in particular and chasing another. Mr. Lotterer added that the two groups continue to lay the foundation for ground-up developments on development sites. There is a lot of discontent amongst potential tenants, because they cannot find what they want, where they want it. Construction costs have gone up substantially. Though there is building going on, the prices are high, which causes the rent to be very high for build-to-suit. What is here is becoming a better option for them.

Security Update

Mr. Livingston reported the following:

- Spectrum – tracking paths and routes, finally getting it narrowed down
- DigiCOM – fixing issues. Also, training myself and Kelly in preparation for the re-badge. Good to have them a phone call away. The renewal is coming up on their service plan.
- Helped LGSTX with an airplane that came in from Europe to tour the Candlelight facility. Met them to make sure they were who they said they were.
- Security – small details starting to dwindle off. Still have one at the midway gate.
- Badging Department – making sure it stays in compliance
- Checking on Aircraft Dismantling – making sure they are staying in compliance with the rules
- Continue to support Dan and Beth.

Staff Update

MEETINGS AND TOURS WITH or FOR:

- Vorys, LGSTX, CBD Advisors for regular and project-specific discussions
- Spectrum representatives to discuss Air Park access, protocols and broader capacity
- PlugSmart, re: energy optimization opportunities at the Air Park and beyond
- IT Consultant, to review existing service routes, connectivity, and hardware
- OEDA Board of Directors Call
- LGSTX and ATSG, regarding Airport security operations and protocol
- Tour of Hangars with small community group
- Cape May ribbon cutting
- Hosted OAA Board of Directors meeting/Tour
- Hosted LGSTX Pizza party
- Vectren representatives to discuss capacity, service delivery routes, and updates

ATTENDED:

- Weekly Rotary Meetings & Rotary Board Meeting
- Chamber of Commerce Monthly Breakfast
- Ohio Ports Council Meeting
- OEDA Annual Summit
- Presentation to CVB Board, re: Economic Development Collaboration
- DDC-sponsored Japanese Culture Training
- Meeting with RPC, ECC and others, regarding potential facility redevelopment
- JobsOhio meeting – projects

AT THE AIR PARK:

- Various potential tenant visits and meetings
- Vendors for potential project work
- Winter Operations Annual required meeting
- Jack Sharp retirement luncheon
- Jack Greenwood retirement luncheon
- Spectrum research on site to extend service to MHS
- Main Street/Chamber of Commerce donation of furniture
- Head Start tour – Steve Vibbard
- International group fly in
- Continued project work
- Congressman Stivers economic round table
- ATSG Health Fair
- ODOT Grant release out

Public Comment

Chairman Rowsey asked for any public comments. Hearing none, the Board prepared to enter Executive Session. No business is expected following the Executive Session.

Executive Session

Hearing no other requests for public comment, Mr. Laake made a motion that the Board move into Executive Session to discuss matters contemplated by Ohio Revised Code Section 121.22(G)(3) and 4582.58(C). Ms. Ellis seconded. A roll call vote resulted in "Yes" votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Mr. Settlemyre and Mr. West. The motion passed unanimously.

The Board entered Executive Session at 9:32 a.m.

Ms. Ellis made a motion that the Board exit Executive Session at 11:48 a.m. Mr. West seconded. All voted in favor, responding with "Aye". The motion passed unanimously.

Mr. Laake made a motion to adjourn the November 8, 2018 Board of Director's meeting of the Clinton County Port Authority. Mr. West seconded. All voted in favor, responding with "Aye". The motion passed unanimously.

The November 8, 2018, Board meeting was adjourned at 11:48 a.m.

The next meeting is set for December 13, 2018.

Respectfully submitted by Denise Shaffer Kuntz