

Clinton County Port Authority  
Thursday, December 13, 2018  
9 a.m. Wilmington Air Park

**Present:** Walt Rowsey, Beth Ellis, Larry Laake, Renee LaPine, Brian Smith, Jim West

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

Chairman Rowsey called the meeting to order at 9:05 a.m.

Mr. West made a motion to excuse Mr. Settlemyre. Ms. Ellis seconded. All voted in favor, responding with "Aye". The motion passed unanimously.

Mr. Smith made a motion to approve the Agenda for the December 13, 2018, Board of Directors meeting. Mr. West seconded. A roll call vote resulted in "Yes" votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Ms. LaPine, Mr. Smith 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 November 8, 2018, meeting, as presented. Mr. Smith seconded. A roll call vote resulted in "Yes" votes from Mr. Rowsey, Ms. Ellis, Mr. Laake, Ms. LaPine, Mr. Smith and Mr. West. The motion passed unanimously.

### **Chairman's Report**

Chairman Rowsey welcomed everyone to the December 2018 Board Meeting of the Clinton County Port Authority.

### **Secretary/Fiscal Officer Report**

#### *Resolution 2018-12-01*

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

Mr. Laake stated that all bills submitted for the month of November 2018 appear to be in order.

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

#### *Resolution 2018-12-02*

*A resolution approving budget modifications to the 2018 Budget.*

Mr. Laake stated that the Finance Committee met on November 29, 2018 concerning the 2019 budget, and 2018 proposed amendments to the Budget. The changes to the 2018 Budget are color-coded on the report. Modifications include; an increase in some of our appropriations, a new tenant, modifying anticipated revenue, insurance reimbursements, and some machinery was sold, etc. This leaves the Port Authority with positive unencumbered cash.

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

*Resolution 2018-12-03*

*A resolution authorizing appropriation of funds for the Clinton County Port Authority for Fiscal Year 2019.*

Mr. Laake stated that there are numerous changes underway for 2019. This preliminary budget is cautious. At this point we are not taking into account anything to do with the Amazon Project. Any details that change in the first quarter will be adjusted.

Mr. West asked how the projected expenses compare to the previous years.

Mr. Evers stated that the expenses projected for 2019 are slightly higher, but still relatively consistent with previous years.

Ms. Ellis suggested another column in the report showing actual costs, for the previous year, would be helpful.

Ms. LaPine suggested that the report also show carryover, which for 2018 is positive.

Ms. LaPine 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, Ms. LaPine, Mr. Smith and Mr. West. The motion passed unanimously.

**Old Business**

Mr. Evers congratulated Pat Haley, Clinton County Commissioner, on his retirement. Mr. Evers expressed appreciation to Commissioner Haley for his years of public service, adding that the diligence he has exhibited over the years is exemplary.

Commissioner Haley thanked Mr. Evers and the Board, saying he was attending the meeting today because Commissioner Steed couldn't make it. It is a great opportunity to say goodbye. "Everyone has pulled together and now the jobs are coming back. It is a compliment to the Port Authority. I appreciate what you have done here."

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

**New Business**

*Resolution 2018-12-04*

*A resolution determining that Walters Fire Truck SN625508 has no further use and is of no value to the Port Authority and that there is no readily available market or resale value for this item.*

Mr. Evers stated that the Board authorized, in 2014, the purchase of a replacement tanker/crash truck for the Aircraft Rescue and Fire Fighting Department (ARFF), pursuant to recommendations from the FAA regarding the efficacy of the then-active Walters fire vehicle. That truck was upgraded, put into service and the Walters fire truck was taken out of service. Since that time, the Walters fire truck has not been used, and has not been found to be marketable to other airports or fire departments. Accordingly, staff is requesting that the Board declare this apparatus obsolete. Laurel Oaks has expressed an interest in obtaining the truck to use as a training aid for its heavy equipment students. As such, we recommend that the vehicle subsequently be donated to the Laurel Oaks JVS. The truck currently does not run. Students from the school would repair it sufficiently to get it to the school, where it would be used for training.

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

*Resolution 2018-12-05*

*A resolution to adopt the meeting schedule for the Clinton County Port Authority for 2019.*

Mr. Evers stated that, historically, the CCPA Board of Directors has met, monthly, to conduct the regular business of the organization in public session. These meetings have been scheduled for the second Thursday of each month, beginning at 9:00 a.m., in the CCPA’s Board Room.

A schedule following this same pattern is proposed and has been provided for the Board’s review. We will, of course, continue to provide notice to the media and public prior to each meeting, in accordance with the requirements contained within the Ohio Revised Code.

Consistent with past practice, this schedule also will be posted on the Wilmington Air Park and Clinton County Port Authority websites.

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, Ms. LaPine, Mr. Smith and Mr. West. The motion passed unanimously.

*Resolution 2018-12-06*

*A resolution authorizing a seventh amendment to an agreement with Jones Lang LaSalle Americas, Inc. to represent and exclusively list the Wilmington Air Park Property.*

Mr. Evers stated that the Board has before it a proposed seventh amendment to the initial listing agreement between the CCPA and JLL. This amendment extends the terms and obligations of the 2012 agreement, through December 31, 2019.

It should be noted that the listing agreement identifies transactions for which JLL receives a reduced commission fee. This agreement also affords the CCPA to make “installment payments” on a commission fee due for larger-scale transactions. These features remain intact, in this extension. The installment agreement is atypical for commercial/industrial agreements. During 2018, leases for nearly 1.4 million square feet of space at the Wilmington Air Park were successfully negotiated.

It is staff’s belief that the CCPA derives significant benefit from the JLL engagement. There is a vast depth of institutional knowledge, as JLL was part of the initial redevelopment study undertaken by the CCPA subsequent to the donation. We receive substantial market intelligence, collaboration in the development of marketing strategies that extend beyond the marketing of our real estate, as well as direct assistance in research – pertaining to our properties, labor force, and other arenas relevant to large- and small-scale economic development efforts. We are not charged, by JLL, for any of these activities or services rendered. Accordingly, it is our recommendation that the extension be authorized.

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

*Resolution 2018-12-07*

*A Resolution authorizing an agreement with CBD Advisors, LLC, for professional consulting services.*

Mr. Evers reported that the Board is also being asked to consider renewal of the consulting engagement with CBD Strategic, dba CBD Advisors. CBD has been providing strategic counsel and assistance to the CCPA since 2012.

The firm has provided direct assistance in coordinating communication and strategic activity between the CCPA and ATSG companies. CBD also has been instrumental as one of our resources in providing research on aviation-related topics, and legislative activities – state and federal – relative to aviation. The firm has provided significant assistance, and support, in securing the award of a \$1MM State Capital Budget Grant Award. CBD provides annual assistance in the development of our PDAC proposals/requests.

CBD was instrumental in informing us about, and assisting with the successful pursuit, of an Opportunity Zone designation. We have received significant assistance from CBD in coordinating efforts to secure additional state and federal grant dollars for infrastructure and other initiatives. The firm also provides us with notices of, and strategic advice pertaining to, other grant opportunities. We believe that this relationship continues to provide value and recommend that the agreement be authorized.

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, Ms. LaPine, Mr. Smith and Mr. West. The motion passed unanimously.

#### *Resolution 2018-12-08*

*A resolution amending Resolution 2018-01-05 (authorizing an agreement for the lease of a tractor from JD Equipment Company)*

Mr. Evers reported that this past January, the Board approved a resolution authorizing the lease of a tractor from JD Equipment Company. That agreement included the lease of the tractor and a number of hours of use for the tractor, which was to be utilized for mowing the Air Park property. Due to equipment failures this summer, the leased tractor was in operation more hours than anticipated in the original lease. This resolution authorizes the payment to JD Equipment for the amount above what was anticipated in the original resolution - \$2,271.00. We have put in place a system to read the hours on the tractor monthly, and report that, to avoid this situation going forward. There are funds in the budget to make this payment.

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

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

- Executed 5-month agreement with Vandalia Rental for skid steer to support Winter operations

#### **General News & Updates**

##### **JLL Updates**

David Lotterer thanked the Port Authority and the Board for the vote of confidence in renewing the contract for the coming year. Mr. Lotterer stated it has been a privilege to be a part of the team

here, to see the progress made and be part of the new challenges. Looking ahead to the new year; first priority is laying the foundation for new development. As we move forward, it will be a more practical approach, taking the message out to the development community. It is important for not only inside the Air Park, but also outside the Air Park. Prospects are looking at that, and from a growth standpoint, this will be critical. Second; we obviously want to leverage these opportunities, so we get more air cargo in and out of the Air Park. This will spur growth. Third; we want to continue the original plan of pursuing aircraft manufacturing. This is elusive because of the competition. This is a highly sought-after part of the market. Every place is going after aircraft manufacturing, which offers high-paying jobs and a lot of 2<sup>nd</sup> tier employers.

## **Security Update**

Mr. Livingston reported the following:

- Attended AMES Veteran's Appreciation ceremony. They do a very good job of recognizing the veterans who are employed with them.
- Kept an eye on the people who were dismantling the 757. It took them less than a day and they ran the sweeper-truck constantly. When completed, together with LGSTX, we made sure the site was not damaged.
- Spectrum: Lines are now running from Admin to F and to E. We know where this one is.
- Steve Vibbard and Mr. Livingston were approached with some 911 procedures for our in-house system. We made sure all is working correctly. We are putting together some training, as well, for when an emergency occurs. In progress.
- G4 meeting. We try to meet regularly.
- DigiCom this week: Maintenance to all of our security systems. This is included in our service package every year.
- Still working in the Badging Department. Keeping things caught up.
- Assist Dan and Beth any time they need help.

## **Staff Update**

MEETINGS AND TOURS WITH or FOR:

- Vorys, LGSTX, CBD, DDC Advisors for regular and project-specific discussions
- Spectrum representatives on site for service installations
- IT Consultant, to review existing service routes, connectivity, and hardware
- Senator Portman's team on site visit
- Leadership Highland
- Senator Portman, Amazon officials, Senator Peterson, Representative Wilkin
- LGSTX – Deice Solutions meeting
- CMH CEO Lance Beus visit
- Finance Committee
- Engineer to look at Building A
- Client site visit preparations – on going
- Leadership Clinton on site today

ATTENDED:

- Weekly Rotary Meetings & Rotary Board Meeting

- Chamber of Commerce Monthly Breakfast
- Economic Development Roundtable
- LGSTX Thanksgiving Lunch
- Warren County Area Progress Council Economic update
- Workforce development meeting with City of Wilmington and others
- Community Center meeting
- County Snow Emergency meeting
- Cape May Board Meeting
- Caesar Creek Grand Re-Opening event
- CIC Board meeting, re: economic development topics
- Peoples Bank Holiday event
- DDC Opportunity Zone panel
- DDC 2019 strategy meeting
- Rotary Dictionary Deliveries
- DDC webinar – Zoom Prospector (JobsOhio site database)
- Chamber Ribbon Cutting/Open House

**AT THE AIR PARK:**

- Various potential tenant visits and meetings
- Vendors for potential project work
- Continued project work

**Public Comment**

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

**Executive Session**

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

The Board entered Executive Session at 9:51 a.m.

Ms. Ellis made a motion that the Board exit Executive Session at 11:33 a.m. Mr. Smith seconded. All voted in favor, responding with “Aye”. The motion passed unanimously.

Mr. Laake made a motion to adjourn the December 13, 2018 Board of Director’s meeting of the Clinton County Port Authority. Mr. Smith seconded. All voted in favor, responding with “Aye”. The motion passed unanimously.

The December 13, 2018, Board meeting was adjourned at 11:34 a.m.

The next meeting is set for January 10, 2019.

Respectfully submitted by Denise Shaffer Kuntz