

**Meeting Minutes of the Board of Directors  
February 23, 2017**

The Pledge of Allegiance was recited.

**ROLL CALL**

The first meeting in 2017 of the Toledo-Lucas County Port Authority Board of Directors was called to order at 8:00 a.m. on Thursday, February 23, 2017, at One Maritime Plaza, 2<sup>nd</sup> Floor, Classrooms A and B, Toledo, Ohio.

The following members were present: Chairman James M. Tuschman, Vice Chairman William J. Carroll, Directors Dr. Imran A. Andrabi, Bernard H. Culp, Shaun Enright, Dr. Lloyd A. Jacobs, Nadeem S. Salem, Sharon Speyer, John Szuch, and Baldemar Velasquez.

The following members were absent: Directors David Fleetwood and Andrea Price.

**APPROVE MINUTES OF MEETING DECEMBER 15, 2016**

The minutes of the meeting of December 15, 2016, were presented for approval, copies having been distributed in advance to all directors. On motion by Director Tuschman and seconded by Director Carroll, and unanimously carried, the minutes were approved as submitted.

**PUBLIC COMMENT PERIOD**

Chairman Tuschman requested comments from the public.

Mr. Bill Yaqui spoke regarding the Midwest Terminals labor negotiations.

**REPORT AND COMMUNICATIONS FROM THE CHAIR: JAMES M. TUSCHMAN**

**RESOLUTION IN HONOR OF GEORGE TUCKER**

Chairman Tuschman introduced George Tucker and read aloud:

**RESOLUTION NO. 1-17**

**Resolution in Honor of George Tucker**

On motion by Director Tuschman, and unanimously carried, the resolution was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

Director Speyer left the meeting in progress.

## RESOLUTION IN HONOR OF G. OPIE ROLLISON

Chairman Tuschman read aloud the resolution honoring G. Opie Rollison, who was absent.

### RESOLUTION NO. 2-17

#### Resolution in Honor of G. Opie Rollison

On motion by Chairman Tuschman, and unanimously carried, the resolution was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

## REPORT BY THE PRESIDENT & CEO: PAUL L. TOTH, JR.

Mr. Toth informed the board that the update to legislators is scheduled for March 10, 2017, at 9:00 a.m., in Classrooms A & B on the 2<sup>nd</sup> Floor of One Maritime Plaza. Mr. Toth reported that the annual update to the community is scheduled for May 3, 2017, 11:30 a.m., at the Toledo Museum of Art- Glass Pavilion. Mr. Toth further reported that Mr. Winston has secured a \$9 million New Market Tax Credit allocation with the DMS building project. Mr. Toth also reported that construction is progressing at the Dana and DMS projects. Further, Mr. Toth reported that cleanup of the BAX Global building is nearing completion and that there are parties interested in the lease of the building. In addition, Mr. Toth reported that Allegiant will soon be offering additional services.

## PRESENTATION BY HOLLY J. KEMLER, COMMUNICATIONS MANAGER, REGARDING MARKETING AND COMMUNITY OUTREACH INITIATIVES

## REPORT REGARDING ACQUISITION OF GOODS, EQUIPMENT, MATERIEL & SERVICES FOR THE QUARTER ENDING DECEMBER 31, 2016

## RECOMMENDATIONS AND REPORTS FROM STANDING COMMITTEES AND DIVISIONS

### FINANCE & DEVELOPMENT COMMITTEE

#### CONSIDER EXPENDITURES THROUGH JANUARY 31, 2017

Director Szuch, Finance Committee chair, reported that the Operating Budget through January 2017 shows \$92,700 excess operating expense over operating revenue, which is typical of the first part of the year. This is ahead of budget by \$118,200 with expenses falling under budget and revenue coming in slightly ahead of budget.

The Finance Committee recommended approval of the Expenditures through January 31, 2017.

After discussion, on motion by Director Szuch, seconded by Director Salem, and unanimously carried, the Expenditures through January 31, 2017 were approved as submitted.

## **CONSIDER LOAN COMMITMENT TO LUCAS COUNTY BUILDS COMMUNITY DEVELOPMENT FUND**

Director Szuch reported that, in May 2016, the Board of Lucas County Commissioners filed Articles of Organization with the Ohio Secretary of State creating Lucas County Builds, LLC, a limited liability company created to advance, encourage, promote, and stimulate economic and commercial development, revitalization and improvement in Lucas County. Lucas County Builds may acquire, purchase, lease, improve, repair, encumber, convey, transfer, and dispose of real and personal property, make loans and extend credit; receive and administer funds for its own benefit to promote efficient completion of construction projects it owns or it funds; and to engage in any other acts and activities permitted by a limited liability company.

The Finance Committee recommended adoption of a resolution authorizing the loan of 500,000 to Lucas County Builds, LLC to be used as a loan to the Detroit Manufacturing Systems project at two and one half percent (2.5%) interest only during the first seven (7) years, after which the terms will be renegotiated for principal and interest repayment.

After discussion, on motion by Director Szuch, seconded by Director Jacobs, and unanimously carried,

### **RESOLUTION NO. 3-17**

#### **Authorizing Loan Commitment to Lucas County Builds Community Development Fund**

was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

## **CONSIDER APPROPRIATION OF CUSTOMER FACILITY CHARGE FUNDS FOR CONSOLIDATED RENTAL CAR FACILITY CAPITAL IMPROVEMENT PROJECTS**

Director Szuch reported that the Rental Car Customer Facility Charge ("CFC") at Toledo Express Airport was implemented in 2002 and that in 2008, the Board authorized the Port Authority to construct the Consolidated Rental Car Facility (the "Facility") and to finance the construction through a State Infrastructure Bank loan. The CFC collections were used to make the State Infrastructure Bank loan payments which was fully paid off in 2016, at which time the Port Authority worked with the car rental agencies to develop a plan to utilize future CFC funds to pay routine facility costs, while lowering the CFC collection from \$3.50 to \$2.00 per rental car contract day.

The Finance Committee recommended adoption of a resolution appropriating \$200,000 from the CFC collections to pay the cost of non-routine capital improvements to the Facility.

After discussion, on motion by Director Szuch, seconded by Director Carroll, and unanimously carried,

## RESOLUTION NO. 4-17

### **Authorizing Appropriation of Customer Facility Charge Funds for Consolidated Rental Car Facility Capital Improvement Projects**

was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

### **CONSIDER INDUCEMENT OF TAX EXEMPT BONDS TO FINANCE THE DEVELOPMENT OF A COMMERCIAL, EDUCATIONAL, AND RECREATIONAL COMPLEX ANCHORED BY THE PRO FOOTBALL HALL OF FAME BENEFITTING A SITE TO BE DEVELOPED BY HOF VILLAGE, LLC (\$4,000,000)**

Director Szuch reported that the Port Authority has been requested by the Stark County Port Authority, the National Football Museum, Inc., an Ohio nonprofit corporation, which operates the Pro Football Hall of Fame and Museum ("PFHOF Facility"), and PFHOF's development partner, HOF Village, LLC, a Delaware limited liability company, to cooperate in the proposed development of a commercial, educational and recreational complex anchored by the PHFOF Facility through the issuance of up to \$4,000,000 in tax exempt bonds through the Northwest Ohio Bond Fund (the "Series 2017 Bonds").

The Finance Committee recommended the acceptance of a resolution that authorizes the inducement of the Series 2017 Bonds in the principal amount of up to \$4,000,000 to finance the project.

After discussion, on motion by Director Szuch, seconded by Director Salem, and unanimously carried,

## RESOLUTION NO. 5-17

### **Declaring the Port Authority's Official Intent to Reimburse Original Expenditures for Port Authority Facilities Related to the Pro Football Hall of Fame and HOF Village Development Project with Proceeds of Obligations to be Issued from Time to Time and in Such Principal Amount as is Needed to Pay or Provide for Costs of the Project Not Payable from Other Available Sources**

was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

## **FINANCING PROGRAMS DASHBOARD**

Director Szuch presented the Financing Programs Dashboard.

## **BETTERBUILDINGS NORTHWEST OHIO PROGRESS REPORT**

Ms. Teresa Smith reported on the BetterBuildings Northwest Ohio program.

## **NORTHWEST OHIO BOND FUND TRUSTEE REPORT**

Director Szuch presented the Northwest Ohio Bond Fund Trustee report.

## **PLANNING & OPERATIONS COMMITTEE**

### **CONSIDER OHIO DEVELOPMENT SERVICES AGENCY AND JobsOhio ROADWORK DEVELOPMENT (629) GRANT FOR CONSTRUCTION OF WRANGLER DRIVE**

Director Jacobs, Planning and Operations Committee chair, reported that a key component of the development of Overland Industrial Park is to construct a new 1,400' roadway that will provide access to the new Detroit manufacturing Systems building from Jeep Parkway. The total estimate eligible roadwork costs related to this project are \$1,791,408. A Roadwork Development (629) Grant issued by the Ohio Development Services Agency (ODSA) and JobsOhio will partially fund this project, in the amount of \$850,000.

The Planning & Operations Committee recommended adoption of a resolution authorizing the President to accept funding from ODSA and JobsOhio for Wrangler Drive.

After discussion, on motion by Director Jacobs, seconded by Director Carroll, and unanimously carried,

### **RESOLUTION NO. 6-17**

**Authorizing Ohio Development Services Agency and  
JobsOhio Roadwork Development (629) Grant for  
Construction of Wrangler Drive**

was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

**CONSIDER WORK ORDER WITH RS&H OHIO, INC. REHABILITATE TAXIWAY D – DESIGN AT TOLEDO EXPRESS AIRPORT**

Director Jacobs reported that the existing Taxiway D pavement at Toledo Express Airport is exhibiting pavement cracking and joint deterioration and in need of pavement rehabilitation. RS&H, Ohio, the Port Authority's general airport consultant, has submitted a proposal in the amount of \$35,000 for design and bidding services related to the pavement rehabilitation of existing Taxiway D, including design of pavement crack seal, pavement repairs, and remarking of the pavements.

The Planning and Operations Committee recommended adoption of a resolution authorizing a work order with RS&H Ohio, Inc. in an amount not to exceed \$35,000 and appropriating \$35,000 from the Airport Reserve Fund.

After discussion, on motion by Director Jacobs, seconded by Director Szuch, and unanimously carried,

**RESOLUTION NO. 7-17**

**Authorizing Work Order with RS&H Ohio, Inc. Rehabilitate Taxiway D – Design at Toledo Express Airport**

was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

**CONSIDER WORK ORDER WITH RS&H OHIO, INC. REHABILITATE TAXIWAY D – LIGHTING AND SIGNAGE – DESIGN AT TOLEDO EXPRESS AIRPORT**

Director Jacobs reported that the existing Taxiway D pavement at Toledo Express Airport is exhibiting pavement cracking and joint deterioration and is in need of pavement rehabilitation. RS&H, Ohio, the Port Authority's general airport consultant, has submitted a proposal in the amount of \$52,000 for design and bidding services related to the pavement rehabilitation.

The Planning and Operations Committee recommended adoption of a resolution authorizing a work order with RS&H Ohio, Inc. in an amount not to exceed \$52,000 and appropriating \$52,000 from the Airport Reserve Fund.

After discussion, on motion by Director Jacobs, seconded by Director Carroll, and unanimously carried,

**RESOLUTION NO. 8-17**

**Authorizing Work Order with RS&H Ohio, Inc.  
Rehabilitate Taxiway D – Lighting and Signage Design At  
Toledo Express Airport**

was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority.

**TOLEDO EXPRESS AIRPORT STATISTICS**

**SEAPORT STATISTICS**

**AMTRAK RIDERSHIP**

**GOVERNMENT, COMMUNITY & HUMAN RELATIONS COMMITTEE**

**CONSIDER COMMUNITY ECONOMIC DEVELOPMENT INITIATIVE GRANT FOR SYLVANIA AREA FAMILY SERVICES PROJECT**

Director Culp reported that the Port Authority Board of Directors appropriated \$350,000 of proceeds from the property tax levy for the purpose of providing funds to economic development projects undertaken by eligible, neighborhood-based organizations in Lucas County. An application has been submitted to request \$35,000 from Sylvania Area Family Services, a 501 (C) 3 organization formed to provide social services and youth mentoring programs.

The Government, Community & Human Relations Committee recommended adoption of a resolution authorizing a grant agreement with Sylvania Area Family Services and the expenditure of \$35,000 of funds previously-appropriated from the Property Tax Fund for eligible development costs.

After discussion, on motion by Director Culp, seconded by Director Salem, and unanimously carried,

**RESOLUTION NO. 9-17**

**Authorizing Community Economic Development Initiative  
Grant for Sylvania Area Family Services Project**

was adopted. The resolution in its full text is incorporated in the Resolutions Journal of the Port Authority

## **CONSIDER REVISION TO RULES AND REGULATIONS TO PERMIT REMOTE ATTENDANCE AT BOARD MEETINGS**

Director Culp reported that on January 4, 2017, Governor Kasich signed into law House Bill 455, which permits airport and port authorities to conduct meetings by video conference and teleconference, provided certain conditions are satisfied and that the Board of Directors implement rules and regulations surrounding remote attendance.

The Government, Community and Human Relations Committee recommended adoption of a resolution authorizing amendment of the Rules and Regulations to implement HB 455 as set forth.

Director Culp moved the recommendation for approval, which was seconded by Director Salem. During discussion, Dr. Jacobs suggested that the issue be tabled so that additional consideration could be given to this important matter. Chairman Tuschman motioned to table the item for another month for further consideration by the Government, Community & Human Relations committee, which was seconded by Director Carroll and unanimously approved by the members.

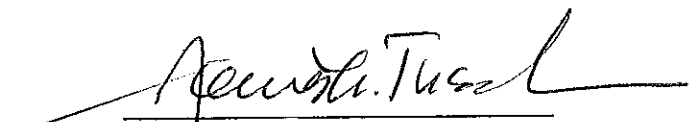
## **DIVERSIFIED CONTRACTORS ACCELERATOR PROGRAM (DCAP) REPORT**

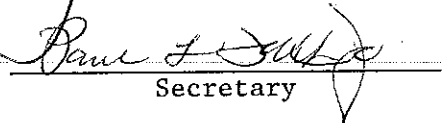
Director Culp reported that total funds approved to date are \$4,102,148. There are currently 51 total participants who have received funding for 92 projects. DCAP was featured in The Blade on January 17, 2017, for eclipsing the \$4,000,000 milestone.

## **OTHER BUSINESS**

## **ADJOURN**

There being no further business, the meeting adjourned at 9:50 a.m.

  
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Chairman

  
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Secretary