

The Board of Directors of the Portage County Port Authority met in a regular meeting in the Portage Development Board/Portage County Port Authority office located at 217 S. Chestnut Street in Ravenna, Ohio on Tuesday, September 17, 2013 at 3:00PM with the following members present:

T.N. Bhargava	Dominic Bellino:	Thomas V. Chema
Jack Kohl II	Neil Mann, Jr.	

Members absent: Steven P. McDonald; James Wyatt, Jr.

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Also Present: Mike Tontimonia; Mayor Joseph Bica, Kerry Macomber, Denise Smith, Michael Hinton, David Dix, Bradford Ehrhart, Portage Development Board; Diana Fierle, Secretary/Treasurer

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Chairman Jack Kohl called the meeting to order approximately 3:00PM and thanked everyone for attending the meeting.

A motion was made by Mr. Chema to approve the meeting minutes of June 4 2013, seconded by Mr. Bhargava. All voted in favor and the motion carried.

A motion was made by Mr. Chema to approve the meeting minutes from the Pre-Proposal Conference on August 15, 2013, seconded by Mr. Bhargava. All voted in favor and the motion carried.

Chairman Kohl confirmed that the meetings were published in the newspaper. Secretary/Treasurer Fierle confirmed that the advertisement was in the September 1, 2013.

Secretary/Treasurer's Report The financial statements, bank reconciliations for the checking and money market and special activity accounts were explained, along with the budget as August 31, 2013. Ms. Fierle stated that the financial statements match the treasurer's report and the monthly bank statements. Mr. Chema commented on the amount of interest we are receiving for our money market account. Mr. Bellino mentioned that many public entities deal with Star Ohio. Ms. Smith stated their interest rate is about 2%. Mr. Bellino stated most of the banks in the area are about the same interest rate. Mr. Chema stated he'd like to keep the money locally but if they are offering an exceptional interest rate, he'd wouldn't mind considering moving the money, but it needed to be a lot higher than what we have now. The directors suggested that Ms. Fierle contact the Portage County Treasurer, Vicki Kline regarding Star Ohio bank for some information regarding their money market accounts or other accounts that might earn more money for the port authority. Also, check other banks in Portage County to inquire into their interest rates.

A motion was made Mr. Chema to accept the financial statements as presented by the Secretary/Treasurer, seconded by Mr. Mann. All voted in favor and the motion carried.

PDB President's Report - Mr. Ehrhart explained some of the other projects that PDB is working on about 38 projects at this time including a possibility of a couple port authority projects. As of August we have 7 projects projects that have come to fruition and several more should happen before the end of the year.

Mr. Ehrhart stated that PDB along with their ED partners have called on 83 companies to date for our calling program. Big issue of the day is still workforce development. Mr. Kohl stated that the PDB really gets around the county and all feedback he has received regarding PDB is very positive.

Legal Counsel - Ms. Smith stated she just has some comments regarding the real estate purchase agreement and the amendment. She said we could discuss that later when we discuss the former high school property project.

Discussion of Former Ravenna High School Site Project. –

Contract with Doug McGee & Associates Update - Chairman Kohl stated we are about 50/50 with interest for options on properties. Out of the twelve properties about 6 are willing to sign an option and the others are just not very interested. He stated Mr. McGee has done a good job with that.

Request for Proposals – Chairman Kohl stated that we had 3 proposals submitted. They came in from Premier Development, Weston Development and Neighborhood Development Services. Chairman Kohl stated he'd like to appoint a committee to review the proposals and interview each firm and bring the recommendation(s) back to the full board of directors. He stated he'd like to have members of the Port Authority, the mayor of Ravenna, city council and school board representative and David Dix. He'd like to have this scheduled as quickly as possible.

Mr. Chema stated that he doesn't mind if the interviews are open to the public, but does it have to be and do we have to give notice. Attorney Smith stated that if you have a quorum of the Port Authority members, you are going to have to give notice. Mr. Chema stated that he only brings that up because of timing. Mr. Chema doesn't want to exclude the public, but he doesn't want to hold of the proposal process either. Attorney Smith stated you'd have to call an emergency or special meeting and you can avoid some of the time constraints. Attorney Smith stated that you are allowed to appoint sub-committees. It was decided of the Port Authority directors, Chairman Kohl, Mr. Chema and Mr. Bellino would be on the sub-committee along with the others mentioned above. Ms. Fierle will send around several dates and times and set the meeting as quickly as possible.

Mr. Chema briefly discussed the proposals and then stated that all directors will be taking a copy home and can read them more thoroughly. Chairman Kohl and Mr. Chema stated they were very happy to have received 3 solid proposals.

Real Estate Purchase Agreement – Chairman Kohl discussed this purchase agreement in some detail. He stated that the schools attorney wanted a minimum price to be paid by the Port Authority in the purchase agreement. Chairman Kohl said he objected to that then and he still objects to it. He did not remember the agreement being approved with this amount in the agreement, but it was. Chairman Kohl has since discussed this with the superintendent and he doesn't have a problem amending the agreement and removing the amount. Our counsel has drafted an amendment removing the minimum price from the agreement. Chairman Kohl stated we are most likely going to lease the space to the developer and he's not sure how you can come up with a price for it so it was best to be removed. Attorney Smith stated that Chris Meduri drafted the amendment and basically just removed the purchase price. Attorney Smith asked if the school board was willing to sign it and Chairman Kohl stated they are.

A motion was made by Mr. Chema to process the amendment to the Real Estate Purchase Agreement, seconded by Mr. Bellion. All voted in favor and the motion carried.

Chairman Kohl stated when the title change process is complete we will have a nice clear title. We've also got the title insurance lined up and the cost estimates. We are ready to go with the title transfer. We've also got the environmental reports and have the parcel that we originally negotiated for and have it in the condition we wanted. Ms. Fierle asked if we are ready to send the acceptance letter and Chairman Kohl stated that we are. Attorney Smith asked if we want to do it before the amendment is signed. It was decided to do the letter contingent upon the signing of the Amendment document.

A motion was made by Mr. Chema to send the Acceptance Letter subject to the Amendment being signed, seconded by Mr. Bhargava. All voted in favor and the motion carried.

Chairman Kohl discussed his Conflict of Interest letter he distributed to the Board of Directors regarding Stark State touring sites for temporary space and Chairman Kohl has a commercial building listing on Freedom Street that Stark will be touring. Chairman Kohl stated he would do whatever he needs to do so there is not conflict of interest. Attorney Smith recommended he recuse himself from that process and the discussions if it's determined they decided to choose that building. Attorney Smith stated if that site is not picked, then there is no conflict of interest. That board stated that made sense and Chairman Kohl stated he did not want to bring any conflict to the board regarding his listing. Mr. Chema stated that he's happy that he's taken that step and made his disclosure and thanked him for bringing that to our attention.

Rezoning of the former Ravenna High School Property - Kerry Macomber addressed this issue to the board. She doesn't have a definite time frame for this but it does have to be rezoned. Right now it is zoned for residential. The city engineer informed Ms. Macomber that it could be a four to five month process. Mayor Bica advised the board of directors not to apply until a developer is chosen. The developer will have to assist with that process. Ms. Macomber stated she will help walk us through this process as soon as we are able to define our needs. Mayor Bica stated they might have long term needs that only they would know and could address that on the zoning paperwork. Attorney Smith also mentioned if we have to go through this amendment process that we might want to consider using outside counsel since the president of city council is also working in the prosecutor's office.

Michael Hinton from Fortis College mentioned that we might want to use college navigator to research whoever it is you might be considering leasing to, if the educational proposal is chosen. You want to make sure they are bringing the goods. Mr. Hinton stated that he provided Mr. Ehrhart with information that might help with some of that. He stated the various information you can find on there. It might be part of the questions and answers during the interview process. Mr. Ehrhart stated that he would forward that information to the board.

Potential Projects

Kent State University – Mr. Ehrhart went on to explain what is new happening with the property we assisted Kent State with late last year. The university is planning to put a building on the property and

are looking to the port authority as a conduit for financing. We are still in early discussions regarding the project.

Hiram Project - Brad and Mr. Chema went on to discuss this project which is for a retirement village. Mr. Chema stated if we go forward with this he will have to recuse himself from the project discussions with the port authority. It's not a real project with the port authority yet. This is on a 140 acre parcel owned by the college that has been annexed to the Village of Hiram and will be called The Reserves at Hiram. It will have 225 units for 55 and older and a membership type of operation. They've chosen the developers, Fairmount Properties who have done projects in Kent and other surrounding areas. The Village is very supportive of the project. The developer stated they might want to get some of the infrastructure financing via the port authority. They've had some conversations with Brad and our outside lawyer and NEOMED. They will need an extension of water and sewer and roadways. Of the 140 acres, 90 are developable and are in the Village, 50 acres have conservation restrictions and are in the township. Water and sewer is all village and are nowhere near capacity and rates are very high.

Portage Development Board Contract – Ms. Fierle stated that she put this on the agenda because the three year term will expire at the end of this year and she needs to present a contract at the December meeting. She wants to confirm that we will continue with the contract and at what rate? Right now the contract is for \$10,000 per year and 25% of project fees are paid to PDB. Chairman Kohl stated that he personally thinks this is a great use of resources. He stated that when we have a project Brad and Diana are very busy with that project and he would very much like to continue the contract. Mr. Ehrhart stated he's very happy with the arrangement. Since both sides are happy with the arrangement, Ms. Fierle will bring the contract for approval at the December meeting.

Ohio Council of Port Authorities – Ms. Fierle explained this has to do with the outside of the state port authorities coming into Ohio and taking projects away from the local port authorities. It appears a couple were done in Cuyahoga County. They are looking to the Ohio port Authorities to pass a resolution to support SB 134 at the General Assembly. Ms. Fierle explained the resolution being sent by the OCPA. There was more discussion between the directors regarding this. There was a 1st and 2nd but motion died from lack of support and tabled. The decision was that the directors want to read and investigate this more before they make a decision regarding the support of this resolution. They would like this brought back to the December.

Consideration of new Resolutions and Motions.

Port Authority Project Application – Ms. Fierle prepared the Port Authority's application using the application from the Summit County Port Authority and approve the \$2,500 non-refundable application fee.

A motion was made by Mr. Bhargava to approve the new Portage County Port Authority application and the application fee, seconded by Mr. Chema. All voted in favor and the motion carried.

Project Fees - There was some discussion regarding fixed fees for projects. The directors decided on determining the fees project by project.

Correspondence

The port authority received the Certification of Estimated resources as approved by the Portage County Budget Commission.

Ms. Fierle explained the e-mail she received from the Ohio DAS General Services Division regarding purchasing goods and supplies through this department. It was decided that the port authority doesn't purchase enough to pay the fee to belong to this services. Mayor Bica stated the City of Ravenna doesn't use this either.

The Port Authority reviewed the letter sent by David Dix regarding the high school property and acknowledged and agreed with his position.

Ms. Fierle explained the mailing received from the Save the Flag Pole committee.

The next meeting dates/times were announced.

There being no further business to come before the Board, the official meeting of the September 17, 2013 adjourned at 4:00 PM. We do hereby certify that the foregoing is a true and correct record of the Portage County Port Authority Board of Directors' meeting on September 17, 2013.

T.N. Bhargava

Thomas V. Chema

Dominic Bellino

Jack Kohl II

Neil Mann, Jr.

Absent
Steven P. McDonald

Absent
James A. Wyatt, Jr.

Diana Fierle
Secretary-Treasurer