

Resolution 2015 - 01

MONTGOMERY COUNTY
TRANSPORTATION IMPROVEMENT DISTRICT

**RESOLUTION APPROVING
THE MINUTES OF BOARD MEETING OF
DECEMBER 15, 2014
MONTGOMERY COUNTY TRANSPORTATION IMPROVEMENT DISTRICT
BOARD OF TRUSTEES**

WHEREAS, the Board of Trustees of the Montgomery County Transportation Improvement District (TID) did meet in regular board meeting on December 15, 2014; and

WHEREAS, the TID Board has reviewed the minutes of each said meeting and found them, as prepared, to be a full and accurate account of mentioned meeting.

BE IT THEREFORE RESOLVED, by the Board of Trustees of the Montgomery County Transportation Improvement District that the minutes of the regular board meeting of December 15, 2014 are hereby approved as prepared and appended to this resolution.

BE IT FURTHER RESOLVED copies of this resolution be provided to the TID Secretary-Treasurer and the Executive Director.

Adopted the 12th day of January 2015.



Chairperson, Montgomery County Transportation Improvement District

Attest: 

Secretary/Treasurer

Upon the motion of Mr. Bills.
Seconded by Mr. Cluxton.
Excused Absence: Ms. Singer.
Motion was unanimously approved.



Montgomery County Transportation Improvement District Minutes of the December 15, 2014 Board Meeting

The one hundred and sixty fourth meeting of the Montgomery County Transportation Improvement District (TID) was convened at Jay's Seafood in Dayton, Ohio on December 15, 2014.

Chairman Mr. Meyer called the meeting to order at 1:02 PM.

VOTING BOARD

David Bills
Art Meyer
Stephanie Singer

STAFF

Steve Stanley, Executive Director
Crystal Davidson, Project & Development Director
Bev Shillito, General Counsel
Nick Endsley, SS+D
Sean Fraunfelter, Finance Director
Linda Gum, Project Manager

EXCUSED ABSENCE

Scott Kelly
Eric Cluxton

OTHERS IN ATTENDANCE

Vanessa Glotfelter, BWSC
Nathan Fischer, Woolpert
Jeff Koehn, ME/IBI Group
Erik Collins, Montgomery County
Paul Gruner, Montgomery County
Mike Eddy, LJB, Inc.

Business Meeting

■ Minutes of October 20, 2014 {Resolution 2014-57}

Mr. Meyer referred Board members to minutes of the October 20 2014 TID Board Meeting, copies of which were included in the Board packets.

Ms. Shillito recommended that page 4 of the minutes should be amended to include moving into executive session to discuss (1) specific economic development projects being pursued by the TID in conjunction with its local government partners and (2) personnel issues related to moving the TID's offices to the County Administration Building. Mr. Meyer also commented that Page 3 of the minutes should reflect that Mr. Stanley, rather than Mr. Meyer, confirmed that the TID's next meeting was planned for November 17 in Room 208 of the Convention Center. Mr. Stanley agreed that the changes would be made.

With no further comments, Adoption of Resolution 2014-57, approving the October 20 2014 TID Board Meeting minutes as amended, was moved by Ms. Singer, seconded by Mr. Bills, and unanimously approved.

Mr. Meyer asked that everyone in attendance introduce themselves. Self-introductions followed. Mr. Stanley introduced the TID's newest staff member, Linda Gum, whom, he explained, had recently retired from Montgomery

County and had worked with him there when he was the County's Community & Economic Development Director. He commented that Ms. Gum was well liked and respected by Montgomery County staff, local elected officials and the TID's local government partners. He concluded by complimenting Ms. Davidson and Ms. Gum for planning and executing a successful move of the TID's offices to the County Administration Building.

■ Financial Report: October & November 2014 {Resolution 2014-58}

Mr. Meyer referred the Board to Resolution 2014-58 and financial reports for October & November 2014 that were included in the Board packets.

Mr. Fraunfelter noted that, on Page 3 of the October Austin Interchange report, there were two payments in the amount of \$487,462 and \$445,325 reflecting RG Properties ongoing draws for the construction of the Phase 2 Austin Landing Project. He also noted that the \$1,209,518 receipt booked in Fund 707 in October was from the State 629 grant awarded to the TID in relation to Project Walnut.

Mr. Fraunfelter noted that the November Balance Sheet showed a negative amount of \$434,805.53. He explained that this was as a result of a payment to R.B. Jergens in November for Project Walnut work prior to receiving reimbursement from the SIB Loan, which had now been received. He also pointed out that the Kingsridge Fund reflected the debt service payment received by Miami Township.

With no additional comments or questions, adoption of Resolution 2014-58, approving the financial report for October & November 2014, as presented, was moved by Ms. Singer, seconded by Mr. Bills, and unanimously approved.

■ October & November 2014 Bills & Expenses {Resolution 2014-59}

Mr. Meyer referred the Board to Resolution 2014-59 and the summary of bills and expenses for October & November 2014 included in the Board packets.

Mr. Stanley commented that the \$932,787 payment to RG Properties was made in connection with the Phase 2 Austin Landing Project. He also noted a \$771,283.07 payment to R.B. Jergens for paving work completed in connection with Project Walnut (Airpark Boulevard) and a payment of \$31,500 to Tepe Land Services for Project Walnut landscaping in October. He reported that the remaining expenses were routine project expenses.

With no additional comments or questions, adoption of Resolution 2014-59, approving the payment of bills and expenses for October & November 2014, as presented, was moved by Mr. Bills, seconded by Ms. Singer, and unanimously approved.

■ Amendment of 2014 TID Appropriation {Resolution 2014-60}

Mr. Stanley referred the Board to Resolution 2014-60 approving an Amendment of the 2014 TID Appropriation, which was included in the Board packets.

Mr. Stanley explained that the TID is required by the Ohio Revised Code to adopt an annual appropriation for its operations during each fiscal year. He further explained that the Board was typically asked to consider an amendment during the December Board meeting to reflect year-end adjustments to the annual appropriation.

Mr. Fraunfelter explained that the largest adjustment included in the proposed amendment was for typical legal fees for 2014 project development expenses not yet included in a funded project, which should be reimbursed at a later date. Mr. Fraunfelter briefly summarized the proposed revisions.

With no additional comments or questions, adoption of Resolution 2014-60, approving an amendment of the 2014 TID Appropriation as presented, was moved by Ms. Singer, seconded by Mr. Bills, and unanimously approved.

■ Loan Agreement for Phase 1 Austin Landing Project {Resolution 2014-61}

Mr. Stanley referred the Board to Resolution 2014-61, authorizing the negotiation and execution of a loan agreement for the Phase 1 Austin Landing Project, which was included in the Board packets.

Mr. Stanley explained that the resolution would authorize him, with the concurrence of the General Counsel, to negotiate and execute a loan agreement with Chase Bank in order to complete financing for the TID's remaining Phase 1 Austin Landing Project obligations in a timely manner. He explained that the Phase 2 Austin Landing Project was nearing completion and that a short term loan would enable the TID to close out both the Phase 1 and Phase 2 Projects by mid-year in 2015. He explained that Montgomery County had agreed to guarantee the loan, which would allow the TID to pay for the balance of right-of-way costs owed for the Phase 1 Austin Landing Project.

With no additional comments or questions, adoption of Resolution 2014-61, authorizing the Executive Director, with the concurrence of the General Counsel, to negotiate and execute a loan agreement for the Phase 1 Austin Landing Project, as presented, was moved by Mr. Bills, seconded by Ms. Singer, and unanimously approved.

■ Amend ODOT SIB Loan Agreement {Resolution 2014-62}

Mr. Stanley referred the Board to Resolution 2014-62, approving an amendment to the ODOT SIB Loan Agreement for the Dogleg Road Improvement and Relocation Project (Project Walnut), which was included in the Board packets.

Mr. Stanley explained that the original scope and borrowing authorized in the SIB Loan Agreement anticipated grants totaling \$500,000 from the State of Ohio and that the actual Ohio 629 Grant received by the TID was for \$1,209,518. He indicated that, following conversations with ODOT, he recommended that the SIB Loan be amended to reflect the increased amount of the grant award and to expand its scope to include additional project activity to improve roadway infrastructure in the area. He noted that the proposed amendment incorporated additional project expenses agreed upon by the County Administrator, the Union City Manager, and himself, as required by the financing agreement among Montgomery County, Union and the TID. He recommended approval of the resolution.

With no additional comments or questions, adoption of Resolution 2014-62, approving an amendment to the ODOT SIB Loan Agreement for the Dogleg Road Improvement and Relocation Project, as presented, was moved by Mr. Bills, seconded by Ms. Singer, and unanimously approved.

■ Election of Officers {Resolution 2014-63}

Mr. Stanley referred the Board to Resolution 2014-63, approving the election of officers, which was included in the Board packets.

After a brief discussion, the Board agreed to elect Art Meyer (Chairperson), Stephanie Singer (Vice Chairperson) and Eric Cluxton (Secretary-Treasurer) as Officers for calendar year 2015

With no additional comments or questions, adoption of Resolution 2014-63, approving the election of officers, as presented, was moved by Mr. Bills, seconded by Ms. Singer, and unanimously approved.

■ 2015 Meeting Schedule {Resolution 2014-64}

Mr. Stanley referred the Board to Resolution 2014-64, approving the 2015 meeting calendar, which was included in the Board packets.

Mr. Stanley noted that Board Meetings for 2015 were proposed to continue to be held in Room 208 of the Dayton Convention Center at 2:00 PM on the schedule included in the resolution.

With no additional comments or questions, adoption of Resolution 2014-64, approving the 2015 meeting calendar, as presented, was moved by Mr. Bills, seconded by Ms. Singer, and unanimously approved.

■ Amendment to Mutual Services Agreement with Montgomery County {Resolution 2014-65}

Mr. Stanley referred the Board to Resolution 2014-65, approving an amended mutual services agreement between the TID and Montgomery County, which was included in the Board packets.

Mr. Stanley reminded the Board that it had approved a mutual services agreement with Montgomery County in 2013, primarily for services between the TID and the County Engineer's Office. He explained that, as the Board was aware, he had been engaged in a number of discussions with the County Administrator and Economic Development Director about additional mutual services, particularly since one result of the County Commissioners' recent MCOFutures Initiative was a focus on co-locating economic development and infrastructure development agencies in common office space to achieve more collaboration and coordination. He further explained that the result of that discussion was a proposed expansion of the mutual service agreement to incorporate services between the TID and the County's Community and Economic Development Department, including the relocation of the TID offices to the County Administration Building at a net cost that would not exceed the TID's costs for office space and administrative support in the offices of the Chamber of Commerce.

Mr. Stanley and Ms. Shillito briefly summarized the provisions of the proposed amended mutual services agreement. Mr. Stanley recommended that the resolution be approved.

With no additional comments or questions, adoption of Resolution 2014-65, approving an amended mutual services agreement with Montgomery County, as presented, was moved by Ms. Singer, seconded by Mr. Bills, and unanimously approved.

■ Public Comments

There were no public comments.

■ **Next Meeting**

Mr. Meyer confirmed that the next Montgomery County TID Board Meeting would be held in Room 208 of the Dayton Convention Center at 2:00 PM on January 12, 2015.

■ **Executive Session**

No executive session was deemed necessary.

■ **Adjourn**

With no further business, Mr. Meyer adjourned the meeting at 1:40 PM.



Eric Cluxton, Secretary-Treasurer

2-18-15

Date