



## Montgomery County Transportation Improvement District Minutes of the October 11, 2016 Board Meeting

The one hundred and eighty-fifth meeting of the Montgomery County Transportation Improvement District (TID) was convened in the 10<sup>th</sup> Floor Community and Economic Development Conference Room of the Montgomery County Administration Building in Dayton, Ohio on October 11, 2016.

Chairman Meyer called the meeting to order at 2:09 PM.

### VOTING BOARD

Art Meyer  
Eric Cluxton  
Tom Tatham

### STAFF

Steve Stanley, Executive Director  
Crystal Davidson, Deputy Director  
Bev Shillito, General Counsel  
Sean Fraunfelder, Finance Director

### EXCUSED ABSENCE

David Bills  
Stephanie Singer  
Linda Gum, Project Manager

### OTHERS IN ATTENDANCE

Vanessa Glotfelter, BWSC  
Dan Hoying, LJB  
Erik Collins, Montgomery County C&ED  
Paul Gruner, Montgomery County Engineer  
Tom Mochty, Woolpert  
Jay Hamilton, Mead & Hunt  
Shelby Ingle, Crawford, Murphy, & Tilly, Inc.  
Jeff Wallace, TranSystems  
Sherry Foster, Consultant  
Nick Yeritzian, The Kleinger's Group  
Joe Vogel, FTCH

### Business Meeting

#### ■ Minutes of August 08, 2016 {Resolution 2016-49}

Mr. Meyer referred Board members to minutes of the August 8 2016 TID Board Meeting. Mr. Stanley explained that he had not completed his review of the draft minutes of the meeting and recommended that consideration of them be tabled until the November meeting. Mr. Meyer agreed and further consideration of the minutes of the August 8th meeting was tabled.

#### ■ Financial Report: August and September 2016 {Resolution 2016-50}

Mr. Meyer referred the Board to Resolution 2016-50 and the financial reports for August and September 2016 that were included with the board packet.

Mr. Fraunfelter directed the Board to the August financial report on page 2 of the Austin Interchange Combined Fund. He noted that the TID had received reimbursement from the Austin Center JEDD for design of the Phase 2 Interchange Enhancement Project. He also highlighted payment of \$51,849 for the Lyons Road Pedestrian Access Project and payment in the amount of \$10,940.50 for the final mitigation of wetlands for the Byers Road Project. He directed the Board to page 16 and noted receiving payments of \$1,179,578.50 from the city of Dayton and \$250,000 from the Montgomery County ED/GE Program the Air Cargo Access Improvement Project.

Mr. Fraunfelter then directed the Board to the September financial report. He noted receiving the TID management fee and project advance from the City of Brookville for the Market Street Extension Project. He also noted, on Page 17 of the I-70/75 Development Fund, payment of \$1,171,473.37 to RB Jergens for construction of the Air Cargo Access Improvement Project. He explained that payment of Jergens' first invoice was split into two checks to manage cash flow for the project.

Mr. Cluxton asked Mr. Fraunfelter if everything was current to date. Mr. Fraunfelter explained that the reports reflected end-of-month conditions and that additional reimbursements were expected to be received soon. Mr. Tatham asked if the bank reconciliation of all accounts was a snap shot of the current cash balance. Mr. Fraunfelter explained that, except for debt service payments and the revenue related to them, it was.

Following discussion and response to Board questions and comments, adoption of Resolution 2016-50, approving the August and September 2016 Financial Report, as presented, was moved by Mr. Cluxton, seconded by Mr. Tatham, and unanimously approved.

#### **■ August and September 2016 Bills & Expenses {Resolution 2016-51}**

Mr. Meyer referred the Board to Resolution 2016-51 and the summary of bills and expenses for August and September 2016 included in the Board packets.

Mr. Stanley pointed out a \$10,940 payment to LJB related to the final Byers Road wetlands monitoring payment. He also pointed out the final payment to Bansal Construction in the amount of \$18,397.49 for retainage would allow the TID to close out the Permanent Signal Project at SR 741 and Innovation Drive. He also directed the Board to Page 2 of the report, explaining that the TID had begun incurring costs related to the Air Cargo Access Improvement Project. He went on to note that the City of Dayton had advanced \$1,000,000 to the TID for immediate cash flow purpose for the project which covered most of the R.B. Jergens construction invoice discussed earlier. Mr. Stanley noted that most August and September payments were for routine project expenses.

Mr. Stanley stated that cash flow for the Air Cargo Project would require careful management but that the City of Dayton advances would greatly assist the effort. Mr. Meyer asked Mr. Stanley if cash flow issue was a concern just for this project or overall. Mr. Stanley explained that cash flow was always a concern for the TID but that the Air Cargo Project would be a particular concern because it was supported by multiple sources of funding, some of which could only be accessed through reimbursement of already incurred expenses. Mr. Stanley explained that the primary sources of construction funding were a JobsOhio 629 Grant, an ODOT TID grant, an ODOT Jobs & Commerce grant, the City of Dayton, and a Montgomery County ED/GE grant.

Following discussion and response to Board questions and comments, adoption of Resolution 2016-51, approving the payment of bills and expenses for August and September 2016, as presented, was moved by Mr. Bills, seconded by Mr. Cluxton, and unanimously approved.

### **■ Creation of Brookville Project Fund (708) {Resolution 2016-52}**

Mr. Meyer directed the Board to the Creation of the Brookville Project Fund (708).

Mr. Fraunfelter explained that, since this project would not be located in the vicinity of other TID projects near the I-70/75 Interchange nor the Austin Interchange area projects, he recommended that a separate fund be created for it for accounting and reporting purposes.

Following discussion and response to Board questions and comments, adoption of Resolution 2016-52, approving the Creation of the Brookville Project Fund (708), as presented, was moved by Mr. Cluxton, seconded by Mr. Tatham, and unanimously approved.

### **Market Street Extension Project**

#### **■ Barge Waggoner Sumner Cannon Proposal {Resolution 2016-53}**

Mr. Meyer referred the Board to Resolution 2016-53 and the Barge Waggoner Sumner Cannon Proposal.

Mr. Stanley explained that the Board had approved a proposal in the August Board meeting with BWSC for the Brookville Market Street Extension Project; however, that he recommended that the Board consider approving a new resolution to approve the proposal in order to (1) increase BWSC's scope and fee to reflect Brookville's request for additional services and (2) avoid any question of potential conflict of interest with the engagement. Mr. Stanley explained that the additional scope items include a traffic impact study and geotechnical work.

Following discussion and response to Board questions and comments, adoption of Resolution 2016-53, approving the Barge Waggoner Sumner Cannon Proposal, as presented, was moved by Mr. Tatham, seconded by Mr. Meyer, and unanimously approved. Mr. Cluxton abstained from the vote.

Ms. Shillito explained that for the record, Mr. Cluxton did not have a direct personal interest in a BWSC agreement but that the firm was a tenant of property that he managed as President of the Mound Development Corporation. Ms. Shillito added that approving an engagement with BWSC could be viewed as an attenuated conflict and that the Board had acted appropriately by re-considering approval of its previous action.

### **Austin Interchange Project**

#### **■ Addendum to Intergovernmental Agreement with Austin Center JEDD {Resolution 2016-54} and T.R. Gear Proposal & Amendment to Agreement with T.R. Gear {Resolution 2016-55} and ODOT SIB Loan Term Sheet {Resolution 2016-56}**

Mr. Stanley reminded the Board that the TID was under contract with the Austin Center JEDD for managing the maintenance and improvement of landscaping and other enhancements in the public right-of-way around the Austin Interchange. He further explained that the Kleinger's Group has completed the design of additional enhancements for the Interchange infields and had scaled them back to meet the desires of the JEDD Board. He noted that as a result of approvals from the TID Board and the JEDD Board, the TID had pursued a loan from ODOT's State Infrastructure Band (SIB) to finance the improvements in the amount of \$704,000.

Mr. Stanley explained that the proposed amendment to the TID's agreement with the JEDD would authorize additional financing and construction services in order to implement the Phase 2 Enhancement Project. He also explained that the SIB had approved the TID's loan application and that the Loan Term Sheet offered by ODOT provided favorable terms for the project in line with budget authorized by the Austin JEDD Board.

Ms. Shillito added that this amendment followed standard contract methodology for TID projects which nearly always include a Phase 1, building the concept and establishing a scope and budget for the project, and a Phase 2, confirming the scope, budget, and construction of the project. She explained that by the time this particular project had reached that point, the concept, project budget and scope were already established. She further noted that the proposed amendment to the TID agreement with the JEDD incorporated all of the certainties of the project.

Mr. Meyer asked if T.R. Gear, the current landscape maintenance contractor, had been involved in reviewing the budget. Mr. Stanley explained that the original scope the JEDD requested had to be reduced to fit the budget that the JEDD Board ultimately determined was appropriate and added that Ms. Davidson had consulted extensively with T.R. Gear during the scoping/budgeting process in order to prepare a proposal for implementation. He noted, however, that it seemed very unlikely that the project would be fully implemented in 2016 since T.R. Gear had not supplied the TID with a proposal as promised and recommended that Resolution 2016-55 be tabled.

Mr. Stanley noted that he recommended that resolutions approving the amendment to the TID's agreement with the JEDD and the ODOT SIB Loan Term Sheet be approved. He concluded that an implementation plan for the enhancement work would be reported back to the Board later in the year.

Following discussion and response to Board questions and comments, adoption of Resolution 2016-54, approving the Addendum to Intergovernmental Agreement with Austin Center JEDD, and Resolution 2016-56 approving the ODOT SIB Loan Term Sheet, as presented, was moved by Mr. Cluxton, seconded by Mr. Tatham, and unanimously approved.

### **70/75 Airport Logistics Access Project**

#### **■ Accept IBI Proposal & Amendment to Agreement with IBI {Resolution 2016-57}**

Mr. Meyer referred the Board to Resolution 2016-57 and the IBI Group Proposal and Amendment to Agreement with IBI for the 70/75 Logistics Access Project.

Mr. Stanley explained that IBI's proposal had gone through the process of ODOT review and comment in order to establish the scope and cost of the engagement. He noted that the proposed cost was within the TRAC budget. He reminded the Board that there was a \$500,000 local match required for the project through preliminary engineering, detailed design and right of way. He added that the total proposal cost was \$1,374,134, including funds already authorized for the completed planning phase and that it had been approved by ODOT.

Following discussion and response to Board questions and comments, adoption of Resolution 2016-57, accepting the IBI Group proposal and approving the Amendment to Agreement with IBI, as presented, was moved by Mr. Tatham, seconded by Mr. Cluxton, and unanimously approved.

#### **Public Comments**

There were no public comments.

Mr. Stanley offered an update on the Air Cargo Access Improvements Project. He explained that paving will begin next week for three days and that the entire asphalt portion of the road would be complete. The project itself would only have minor items to be completed on the Dayton International Airport, such as seeding and striping. He added that the intersection at U.S. 40 and Concorde Drive had experienced scheduling delays as a result of utility relocation delays still being determined in conjunction with the Director of Aviation. He reported that the northern end of the project contained concrete work that would require additional cure time, but that the most important section of the road affecting the Spectrum Brands building should be available for use soon. He commented that R.B. Jergens was doing terrific work.

### **Next Meeting**

Mr. Meyer confirmed that the next Montgomery County TID Board Meeting would be held in room 1002 on the 10th floor of the Montgomery County Administration Building on November 14, 2016.

### **Executive Session**

Ms. Shillito suggested that the Board recess to executive session to discuss personnel matters, in particular, the compensation of the Executive Director.

Mr. Cluxton moved that the Board recess to executive session, for reasons suggested by Ms. Shillito. Mr. Tatham seconded the motion. Mr. Tatham voted for the motion. Mr. Cluxton voted for the motion. Mr. Meyer voted for the motion.

The Board recessed to executive session at 2:47 PM. Mr. Stanley and Ms. Shillito joined the Board in executive session.

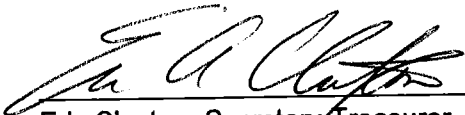
The Board returned to open session at 4:15pm.

Following discussion during executive session, Mr. Meyer asked the Board to consider approval of Resolution Number 2016-57-A, authorizing Mr. Stanley's 2014 Success Fee payment. Mr. Cluxton moved approval of the resolution and seconded by Mr. Meyer. The Resolution passed by the affirmative vote of Mr. Meyer and Mr. Cluxton, with Mr. Tatham abstaining as Mr. Tatham was not a member of the Board during the 2014 performance period.

Mr. Meyer asked the Board to next consider approval of Resolution Number 2016-57-B authorizing Mr. Stanley's 2015 Success Fee payment. Mr. Cluxton moved approval of the proposed resolution. The resolution was seconded by Mr. Tatham, and unanimously approved.

### **Adjourn**

With no further business, Mr. Meyer adjourned the meeting the meeting at 4:30PM.

  
Eric Cluxton, Secretary-Treasurer

11/14/16  
Date