



Montgomery County Transportation Improvement District Minutes of the March 12, 2018 Board Meeting

The two hundred and sixth meeting of the Montgomery County Transportation Improvement District (TID) was convened in Room 1002 of the Montgomery County Administration Building in Dayton, Ohio on March 12, 2018.

Chairman Meyer called the meeting to order at 2:02 PM.

VOTING BOARD

Tom Tatham
Walt Hibner
Art Meyer
Stephanie Singer

STAFF

Steve Stanley, Executive Director
Crystal Corbin, Deputy Director
Sean Fraunfelder, Finance Director
Linda Gum, Project Manager
Nick Endsley, General Counsel
Ken Conaway, Construction Manager

EXCUSED ABSENCE

David Bills

OTHERS IN ATTENDANCE

Erik Collins, Montgomery County C&ED
Vanessa Glotfelter, Barge Design Solutions
Nathan Fischer, Woolpert
Andy Shahan, LJB
David Seagraves, IBI Group
Joe Espelage, CT Consultants
Jay Hamilton, Mead & Hunt
Sam Morton, The Kleinger's Group
Kelly Everett, American StructurePoint

Mr. Meyer asked that everyone in attendance introduce themselves. Self-introductions followed.

Business Meeting

■ Minutes of January 8, 2018 {Resolution 2018-10}

Mr. Meyer referred Board members to Resolution 2018-10 and the minutes of the January 8, 2018 TID Board meeting, copies of which were included in the Board packets.

Mr. Meyer explained that the minutes of the January 8 meeting were tabled until the March Board meeting in order to correct the draft minutes to include the Board's approval of Resolution 2018-09 at the conclusion of the January 8 meeting, which had erroneously not been included in the draft minutes included in the February Board packet.

Mr. Tatham asked if the dates included on Page 6 of the revised draft minutes describing the Board's action approving Resolution 2018-09 were correct. After additional discussion, Mr. Stanley explained that, since the resolution referred to a 2017 Board meeting, the date of February 12, 2017 was correct.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-10, approving the minutes of the January 8, 2018 TID Board meeting as presented, was moved by Mr. Hibner, seconded by Mr. Tatham, and unanimously approved.

■ Minutes of February 12, 2018 {Resolution 2018-21}

Mr. Meyer referred Board members to Resolution 2018-21 and the minutes of the February 12, 2018 TID Board meeting, copies of which were included in the Board packets.

Ms. Singer noted a correction in the 1st paragraph on Page 2 to replace the year "2017" with "2018", the correct year. After additional review, Mr. Stanley noted a total of 5 instances on Page 2 that required replacing "2017" with "2018." He agreed to make the change.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-21, approving the minutes of the February 12, 2018 TID Board meeting as corrected, was moved by Ms. Singer, seconded by Mr. Tatham, and unanimously approved.

■ Financial Reports: February 2018 {Resolution 2018-22}

Mr. Meyer referred the Board to Resolution 2018-22 and the Financial Reports for February 2018 included in the Board packets.

Mr. Fraunfelter directed the Board's attention to Page 2 of the report concerning the Austin Road Fund (Fund 702). He highlighted an expenditure of \$79,512.30 to Grunder Landscaping which he reminded the Board was for partial landscaping of Nikolai Boulevard as part of the Byers Connector Project.

Mr. Fraunfelter also referred to Page 12 of the report concerning the Fairgrounds Project Fund (Fund 709). He noted an expense of \$14,803.84 which, he explained, reflected accrued interest from the TID's temporary LCNB account for the Fairgrounds Facilities Project that the TID was contractually obligated to pay to the Montgomery County Agricultural Society.

Mr. Fraunfelter referred the Board to the Bank Reconciliation on Page 13 of the report and highlighted the TID's unrestricted cash balance at the end of February at \$1,148,434.40.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-22, approving the February 2018 Financial Reports, was moved by Mr. Tatham, seconded by Mr. Hibner, and unanimously approved.

■ February 2018 Bills & Expenses {Resolution 2018-23}

Mr. Stanley referred the Board to Resolution 2018-23 and the summary of bills and expenses for February 2018 included in the Board packets.

Mr. Stanley reported that all listed payments were for routine project expenses. He pointed out that the Fairgrounds Facilities Project was moving forward quickly and that payments to contractors engaged in that construction activity were the largest expenses reflected in the summary.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-23, approving the payment of bills and expenses for February 2018, as presented, was moved by Ms. Singer, seconded by Mr. Tatham, and unanimously approved.

■ 2018 Project Budgets {Resolution 2018-24}

Mr. Stanley referred the Board to Resolution 2018-24 and the 2018 Project Budgets included in the Board packet.

Mr. Stanley explained that the Resolution would approve the current project budgets and appropriations for 2018. Mr. Tatham asked Mr. Stanley about the differences listed between 2017 and 2018. Mr. Fraunfelder explained that, since the TID's accounts were maintained on a cash basis and projects frequently were active across more than one calendar year, the reference to a prior year's receipts or expenses was meant to provide a fuller understanding of the whole project, not just the current year's appropriation. For example, he explained that the budget for the Byers Road Connector Project was approximately \$5,000,000 but that the TID had received all of the revenue for it in 2017. He also noted that the Riverfront Park Project was on a reimbursement basis from Miamisburg. He reported that the majority of work for both projects was completed in 2017, so that the TID's 2018 budget and appropriation would not reflect large expenditures for either project.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-24, approving the 2018 Project Budgets, as presented, was moved by Mr. Hibner, seconded by Ms. Singer, and unanimously approved.

Fairgrounds Relocation Project

Mr. Stanley explained that the next set of resolutions included on the Board meeting agenda concerned changes to the construction contracts for the Fairgrounds Facilities Project. He reported that the Dayton Daily News had recently published a very positive article about the project. He suggested that Mr. Conaway update the Board about the project before describing the proposed change orders.

Mr. Conaway provided the Board with a brief progress report on the Fairgrounds Facilities Project. He referred the Board to an aerial photo of the site that D&M Excavating had provided. He reported that the Small Animal Building had all its overhead doors installed and that the entire concrete slab had been poured for the building and was in the curing process. He explained that following curing, the masonry, electrical, and HVAC work would resume. Mr. Conaway also reported that perimeter site concrete would soon be poured so that transformers and other permanent equipment could be installed.

Mr. Conaway reported that the Main Event Center was tented and heated on its back side to protect the masonry and mechanical work being performed. He commented that he expected that work to be completed within the next two weeks. He explained that D&M Excavating had about 2 weeks of site grading remaining and noted that fill would have to be added back to the campgrounds area. He noted that pouring external concrete and seeding would be priorities as soon as there was favorable weather.

Mr. Meyer commented that it was helpful to visit the site and that he was impressed by the amount of acreage. Mr. Stanley noted that the Montgomery County Agricultural Society had begun to work on sponsorship and fundraising. He explained that the deadline to incorporate additional work in the TID's scope had passed at the end of February.

■ **Saturn Electric Change Orders #7 & #8 {Resolution 2018-25}**

Mr. Conaway referred the Board to Resolution 2018-25 and Saturn Electric Change Orders #7 & #8, included in the Board packet.

Mr. Conaway reported that Change Order #7 for \$3,171 was for space heaters in the vestibules added per building code requirements. He explained that Change Order #8 for \$8,565 was for relocation of high voltage underground wiring to accommodate the storm water structure crossing under Loop Road.

■ **D&M Excavating Change Orders #18 - #20 {Resolution 2018-26}**

Mr. Conaway referred the Board to Resolution 2018-26 and D&M Excavating Change Orders #18 - #20, included in the Board packet.

Mr. Conaway reported that Change Order #18 for \$20,532.50 was for services provided to allow for work progression during inclement winter weather. He reported that Change Order #19 for \$7,021 provided an alternative grass seed for accelerated germination and long term turf durability that he and the Executive Director of the Agricultural Society had discussed and agreed upon. Lastly, he explained that Change Order #20 was for \$45,000 for D&M to furnish and incorporate up to 200 tons of lime kiln dust into soils under interior driveways, paths, parking lots, and exterior concrete in order to maintain progress through current weather conditions.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-25, approving Saturn Electric Change Orders #7 & #8, as presented, and adoption of Resolution 2018-26, approving D&M Excavating Change Orders #18, #19, & #20, as presented, was moved by Mr. Tatham, seconded by Mr. Hibner, and unanimously approved.

Mr. Stanley thanked Mr. Conaway for his continuing efforts to deliver the project in the timely fashion

Lyons Road Pedestrian Access Project

■ **Phase II Addendum to 2016 Miami Township Pedestrian Access Projects PMFA {Resolution 2018-27}**

Ms. Corbin referred the Board to Resolution 2018-27 and the Phase II Addendum to the 2016 Miami Township Pedestrian Access Projects Project Management and Financing Agreement (PMFA), included in the Board packets.

Ms. Corbin explained that the original 2016 agreement with Miami Township included provisions for a number of potential projects including the Lyons Road Pedestrian Access Project (the "Lyons Project"). She explained that the portion of the agreement addressing the Lyons Project followed the standard two-phase format of TID project management and financing agreements. She further explained that the proposed Addendum would advance the Lyons Project to Phase 2 for financing and construction.

Ms. Corbin directed the Board to a PowerPoint presentation describing the project (copy attached). She reminded the Board that the Lyons Project would (1) provide safe pedestrian and bicycle access from the west side of I-75 across the Lyons Road Bridge to the Dayton Mall area and (2) connect to existing pedestrian improvements along Byers Road and SR 741. She noted that Miami Township was still considering whether or not to include repaving all of Lyons Road between Byers and SR 741 as part of the Lyons Project.

Ms. Corbin explained that ODOT District 7 had been planning to conduct a separate small paving project for 50' on both ends of the bridge on Lyons Road after the TID project was completed. She reported that District 7 staff had now agreed to incorporate that paving into the Lyons Project at 100% ODOT's cost.

Mr. Endsley suggested that the word "materially" be added prior to "detrimental" in the 1st "Be it Resolved" paragraph of the resolution. Mr. Stanley agreed to revise the Resolution.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-27, as revised, approving the Phase II Addendum to the 2016 Miami Township PMFA, as presented, was moved by Mr. Tatham, seconded by Ms. Singer, and unanimously approved.

Mound Connector Project

■ Dayton-Montgomery County Port Authority Land Exchange {Resolution 2018-28}

Mr. Stanley referred the Board to Resolution 2018-28 and the Dayton-Montgomery County Port Authority Land Exchange Agreement included in the Board packets.

Mr. Stanley reminded the Board of the planned improvements to Miamisburg-Springboro Road and Benner Road known as the Mound Connector Project. He reported that the Project was still on hold due to lack of funds; however, he explained that the Project had advanced far enough to determine that the preferred alternative for the design of the intersection of the two roadways should incorporate a roundabout. That design, he noted, would have a significant impact on a residential property that was now owned by County Corp Development on northeastern corner of the intersection.

Mr. Stanley explained that in connection with the original Byers Road Project, the TID had settled an appropriation law suit in 2010 by purchasing two whole parcels of land from which right-of-way for the project was necessary. He reported that the TID had no use for the surplus portion of those parcels and desired to ultimately have such property be conveyed to County Corp Development in exchange for an option to acquire right-of-way in the future from the parcel on the northeastern corner of the Benner/Miamisburg-Springboro intersection.

Mr. Stanley noted that in order to assist the TID and County Corp Development in accomplishing the proposed transaction, the Dayton-Montgomery Port Authority was willing to enter into an Agreement in which the Port Authority would purchase the Property from the District for a nominal sum and subsequently convey it to County Corp Development in exchange for an option for right-of-way from the property on the northeastern corner of the Benner/Miamisburg-Springboro intersection. The Port Authority would then assign the option to the TID.

Following discussion and response to Board questions and comments, adoption of Resolution 2018-28, approving the Dayton-Montgomery County Port Authority Land Exchange Agreement, as presented, was moved by Ms. Singer, seconded by Mr. Tatham, and unanimously approved. Mr. Hibner abstained from the vote.

■ Public Comments

There were no public comments.

■ Next Meeting

Mr. Meyer confirmed that the next regular Montgomery County TID Board Meeting would be held at 2:00 PM on April 9, 2018 in Room 1002 on the 10th Floor of the Montgomery County Administration Building.

■ Executive Session

Mr. Meyer suggested that the Board recess to executive session. Mr. Endsley explained that the executive session would be necessary to discuss and review the employment and compensation of the TID's Executive Director and for discussion related to economic development activities and infrastructure development in a number of local jurisdictions.

Ms. Singer moved that the Board recess to executive session, for the purposes indicated by Mr. Endsley. Mr. Tatham seconded the motion. Mr. Tatham voted for the motion. Ms. Singer voted for the motion. Mr. Meyer voted for the motion. Mr. Hibner voted for the motion.

The Board recessed to executive session at 2:54 PM. Mr. Stanley, Mr. Fraunfelder, Mr. Endsley and Ms. Corbin joined the Board in executive session.

The Board returned to open session at 3:37 PM.

Executive Director's Employment and Compensation

■ Executive Director Success Payment for 2017 Performance {Resolution 2018-29}

Mr. Meyer referred the Board to Resolution 2018-29 and explained that the Executive Director's Employment Agreement provided that the Board conduct an annual evaluation of his performance and determine the amount of any success payment to be made to him under the terms of the agreement. He reported that the Board had completed its evaluation of Mr. Stanley's 2017 performance related to his established 2017 Performance Goals and was prepared to authorize a success payment to him.

Adoption of Resolution 2018-29, approving a success payment to the Executive Director in the amount of \$35,000 in connection with his performance of his 2017 Performance Goals per the TID's Employment Agreement with Mr. Stanley, was moved by Mr. Tatham, seconded by Ms. Singer, and unanimously approved.

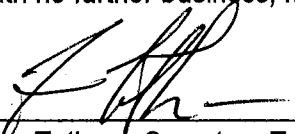
■ First Amendment to Executive Director's 2017 Employment Agreement {Resolution 2018-30}

Mr. Meyer referred the Board to Resolution 2018-30 and explained that action on the proposed resolution would extend the TID's 2017 Employment Agreement with the Executive Director through December 31, 2020 under the same basic terms as the 2017 agreement. He noted that with the TID's financial base had been sufficiently stabilized during 2017 to allow consideration of a longer term employment agreement with Mr. Stanley.

Adoption of Resolution 2018-30, approving the First Amendment to the 2017 Employment Agreement with the Executive Director to extend the term of the original agreement through December 31, 2020 and establish his 2018 Performance Goals, as presented, was moved by Mr. Hibner, seconded by Mr. Tatham, and unanimously approved.

■ **Adjourn**

With no further business, Mr. Meyer adjourned the meeting at 3:43 PM.



Tom Tatham, Secretary-Treasurer

July 9, 2018

Date