



## Montgomery County Transportation Improvement District Minutes of the June 10, 2019 Board Meeting

The two hundred and twenty-third meeting of the Montgomery County Transportation Improvement District (TID) Board of Trustees was convened in Room 1002 of the Montgomery County Administration Building in Dayton, Ohio on June 10, 2019.

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

### **VOTING BOARD**

Art Meyer  
Walt Hibner  
Stephanie Singer  
Tom Tatham

### **STAFF**

Crystal Corbin, Deputy Director  
Linda Gum, Project Manager  
Sean Fraunfelter, Finance Director  
Mike Eddy, Project Manager  
Bev Shillito, General Counsel  
Nick Endsley, General Counsel  
Veronica Hull, Administrative Assistant  
Betty Hull, Rasor Communications  
Audrey Owens, Intern

### **EXCUSED ABSENCE**

David Bills

### **OTHERS IN ATTENDANCE**

Paul Gruner, Montgomery County Engineer  
Andrew Stumbo, Barge Design Solutions  
Andy Shahan, LJB  
Jeff Koehn, IBI Group  
Joanna Gisel, Sebaly Shillito + Dyer

Mr. Meyer asked that everyone in attendance introduce himself or herself. Self-introductions followed.

Ms. Corbin introduced the TID's new Summer Intern, Audrey Owens. She added that Ms. Owens was a recent graduate of Oakwood High School who would be attending Hollins University in Hollins, Virginia in the fall.

### **■ Minutes of May 13, 2019 {Resolution 2019-43}**

Mr. Meyer referred the Board members to Resolution 2019-43 and the minutes of the May 13, 2019 TID Board meeting, copies of which were included in the Board Packet.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-43, approving the minutes of the May 13, 2019 TID Board meeting, as presented, was moved by Mr. Tatham, seconded by Mr. Hibner, and unanimously approved.

### **■ Financial Reports: May 2019 {Resolution 2019-44}**

Mr. Meyer referred the Board to Resolution 2019-44 and the Financial Report for May 2019, copies of which were included in the Board Packet.

Mr. Fraunfelter directed the Board to Page 1 of the Report for the Operating Fund (#700), where he noted the receipt of operating fees in connection with the Deeds Point Pedestrian Bridge Project.

Mr. Fraunfelter referred the Board to Page 2 of the Report for the Austin Road Fund (#702). He explained that the majority of the revenue entries related to debt service for the local share of the Austin Interchange Project.

Mr. Fraunfelter referred to Page 9 of the Report, pointing out that the TID had received a payment of \$92,557.18 from Montgomery County for the Lower Miamisburg Road Project.

Mr. Fraunfelter directed the Board to Page 12 of the Report for the 70/75 Development Fund (#707). He pointed out an expense entry of \$470,423.51, which he explained was a payment being held for R. B. Jergens until the TID received payments for the Lightner Road Project from ODOT and JobsOhio Grants.

Mr. Fraunfelter referred the Board to Page 19 of the Report and commented on the TID's Unrestricted TID Cash Balance. He reiterated that the balance shown reflected checks that had been written in connection with the Lyons Road Pedestrian Access and Lightner Road Projects totaling \$570,305.86 but not yet released, pending payment from related State programs.

Ms. Corbin explained that the final stages of three projects—Lower Miamisburg Road, Lightner Road, & Lyons Road Pedestrian Access—were underway. She commented that, during the final stages of typical projects, invoices were typically larger, affecting the reported unrestricted cash balance. Mr. Meyer asked what the typical turn-around time was for reimbursement. Ms. Corbin explained the State typically issued payment within 30 days.

Following discussion and response to Board questions and comment, adoption of Resolution 2019-44, approving the May 2019 Financial Report, as presented, was moved by Ms. Singer, seconded by Mr. Tatham, and unanimously approved.

#### **■ May 2019 Bills & Expenses (Resolution 2019-45)**

Mr. Meyer referred the Board to Resolution 2019-45 and the summary of bills and expenses for May 2019, copies of which were included in the Board Packet.

Ms. Corbin highlighted a few bills and expenses. She explained that:

- (1) The \$259,945.14 payment to R. B. Jergens for the Lyons Road Pedestrian Project would be voided because it represented 100% of an approved R. B. Jergens invoice, not the correct 21% non-federal share of the approved invoice.
- (2) The \$57,241.54 payment to the Montgomery County Agricultural Society ("MCAS") for the final release of unused funds for the Fairgrounds Facilities Project would also be voided because the need to repair an electrical connection to facilities in Fisher Park had recently been identified by Montgomery County and the amount of the release to MCAS would have to be adjusted to reflect the cost of the repair.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-45, approving the payment of bills and expenses for May 2019, as presented, was moved by Mr. Hibner, seconded by Ms. Singer, and unanimously approved.

#### **■ Authorize 2020 Tax Budget (Resolution 2019-46)**

Mr. Meyer referred the Board to Resolution 2019-46 and the proposed 2020 Tax Budget included in the Board Packet.

Ms. Corbin explained that the TID is required by the Ohio Revised Code to annually adopt and submit to the State Auditor's Office a "tax budget" for its operations for the coming fiscal year. She noted that the adopted Tax Budget would serve as an operating budget for the coming year until a permanent appropriation for 2020 was approved by the

Board near the end of 2019. Mr. Meyer asked about the status of payment of the \$300,000 from Montgomery County in connection with its 2018 guarantee obligation. Ms. Corbin answered that County staff were working out an issue related to the appropriation of funds for the 2018 guarantee and that she anticipated the receipt of guarantee payments for both 2018 and 2019.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-46, approving the 2020 Tax Budget, as presented, was moved by Mr. Hibner, seconded by Mr. Tatham, and unanimously approved.

#### **■ Banking Services (Resolution 2019-47)**

Mr. Meyer referred the Board to Resolution 2019-47 accepting the proposal from KeyBank for banking services, copies of which were included in the Board Packet.

Ms. Corbin reminded the Board that it had approved a resolution in February to issue a request for proposals for banking services from a limited list of financial institutions. She explained that she and Mr. Fraunfelter had reviewed proposals from 4 banks and completed a thorough comparison of the proposals. Ms. Corbin recommended the selection of KeyBank based on its response to the TID's requirements, which she reviewed. She explained that the term of the proposed service would be 3-years with an option for the TID to renew for an additional 2 years.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-47, approving Request for proposals for banking services from KeyBank, was moved by Mr. Tatham, seconded by Ms. Singer, and unanimously approved.

#### **Miamisburg Wetlands Mitigation Project**

##### **■ Professional Services Agreement with LJB (Resolution 2019-48)**

Mr. Meyer referred the Board to Resolution 2019-48 accepting a proposal from LJB, Inc. for Clean Water Act permitting and mitigation services for the Laing property in connection with the Miamisburg Wetland Mitigation Project and authorizing the Executive Director to negotiate & execute an addendum to the TID's professional services agreement with LJB for the project in an amount not to exceed \$50,250, copies of which were included in the Board Packet.

Ms. Corbin reminded the Board that the TID had been engaged by the City of Miamisburg in 2017, in connection with the Byers Road Connector Project, to identify & manage a pilot project to delineate & mitigate wetlands and regulated streams in support of current & future development in the City on the northwest corner of the Austin Interchange. She explained that TID staff and LJB had been working with the owners of the pilot project site, the Laing family, to advance its development. She noted that the LJB proposal reflected the most recent plan for development of the southwest portion of the site agreed upon by all involved parties. Mr. Shahan explained the scope of the proposal and added that it would allow the future development of that portion of the site.

Mr. Meyer asked for an explanation of alternatives included in the proposal. Mr. Shahan reviewed the listed "Optional Tasks" in the proposal and explained them.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-48, accepting a proposal, as presented, from LJB, Inc. for permitting and mitigation services for the Laing property in connection with the Miamisburg Wetland Mitigation Project and authorizing the Executive Director to negotiate and execute an addendum to the TID's professional services agreement with LJB for the project in an amount not to exceed \$50,250, was moved by Ms. Singer, seconded by Mr. Tatham, and unanimously approved.

## Lower Miamisburg Road Project

- PMFA Amendment with Montgomery County {Resolution 2019-49}
- PMFA Amendment with the City of Miamisburg {Resolution 2019-50}

Mr. Meyer referred the Board to (1) Resolution 2019-49 approving an amendment to the Project Management & Financing Agreement ("County PMFA") with Montgomery County for the Lower Miamisburg Project ("LMR Project"), and (2) Resolution 2019-50 approving the 4<sup>th</sup> amendment & addendum to the Projects Management & Financing Agreement ("City PMFA") with the City of Miamisburg for the LMR Project, copies of which were included in the Board Packet.

Ms. Corbin explained that the proposed amendments to the County and City PMFA's related to the expansion of their respective scopes to incorporate additional paving and striping beyond that authorized in the original agreements. She referred the Board to "Exhibit A" of the PMFA's that showed the original scope of the project and the respective scope increase for each party. Ms. Corbin explained that respective financial obligations of each party were detailed in the proposed Change Order #5 to Civil Solutions Associates' ("CSA") contract to be considered later in the Board meeting.

Mr. Eddy added that the proposed Change Order #4 to CSA's contract related to additional work on the drainage swale of the owner of property in Miamisburg from whom a small amount of right-of-way was needed for the LMR Project. He explained that, following the installation of the original swale, a tremendous rainfall had washed out most of the work before it was stabilized and the channel would need to be re-dredged.

Mr. Eddy provided the Board with a brief progress report on the LMR Project. He indicated that the project was on schedule for completion by the end of June.

Mr. Meyer entertained a motion to consider the approval of Resolution 2019-49 and Resolution 2019-50 simultaneously.

Following discussion and response to Board questions and comments, adoption of (1) Resolution 2019-49, approving the Amendment of the PMFA with Montgomery County for the LMR Project, and (2) Resolution 2019-50, approving the 4<sup>th</sup> Amendment & Addendum of the PMFA with the City of Miamisburg for the LMR Project, as presented, was moved by Mr. Tatham, seconded by Ms. Singer, and unanimously approved.

- Civil Solutions Associates Change Order #4 {Resolution 2019-51}
- Civil Solutions Associates Change Order #5 {Resolution 2019-52}

Mr. Meyer referred the Board to (1) Resolution 2019-51, Civil Solutions Associates ("CSA") Change Order #4, and (2) Resolution 2019-52, CSA Change Order #5, copies of which were included in the Board Packet.

Mr. Meyer stated that, having discussed both change orders while considering the now approved amendments to the County and City PMFA's, he would entertain a motion to consider the approval of change order resolutions.

Following discussion and response to Board questions and comments, adoption of (1) Resolution 2019-51, approving CSA Change Order #4 for additional work related to the off-site drainage swale and increasing the amount authorized in the contract by \$1,550.00, and (2) Resolution 2019-52, approving CSA Change Order #5 for expansion of the scope of work with Montgomery County and the City of Miamisburg beyond the original scope for additional paving & milling and increasing the amount authorized in the contract by \$55,825.50, as presented, was moved by Mr. Hibner, seconded by Mr. Tatham, and unanimously approved.

## **Lightner Road Project**

### **■ R. B. Jergens Change Order #1 {Resolution 2019-53}**

Mr. Meyer referred the Board to Resolution 2019-53 and R. B. Jergens Change Order #1, copies of which were included in the Board Packet.

Ms. Corbin reported that the initial work for the Lightner Road Project was substantially complete. Mr. Eddy explained that Change Order #1 was for the addition of temporary striping to the improved section of the roadway. He noted that R. B. Jergens had been unable to clean the surface of the roadway for permanent striping due to continuing construction traffic to and from the Chewy site and that R. B. Jergens would return at a more suitable time to complete the work.

Mr. Eddy provided the Board with a brief progress report on the Lightner Road Project. He indicated that the relocation of a number of utility poles from the Lightner right-of-way still needed to be resolved.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-53, approving R. B. Jergens Change Order #1 for asphalt, temporary striping and excavation for the Lightner Road Project, and increasing the amount authorized in contract by \$1,988.57, as presented, was moved by Mr. Hibner, seconded by Ms. Singer, and unanimously approved.

## **70/75 Logistics**

### **■ ODOT SIB Loan Application {Resolution 2019-54}**

Mr. Meyer referred the Board to Resolution 2019-54, authorizing the submission of a SIB Loan application to ODOT for the local share of the 70/75 Airport Logistics Access Project, included in the Board Packet.

Ms. Corbin reminded the Board it had approved a resolution in May to submit an application to ODOT's Transportation Review Advisory Council ("TRAC") for Tier 1 support of the construction of the 70/75 Airport Logistics Access Project. She explained that the next step was securing a commitment for funds for the 20% local match required for the project. She reported that TID staff had been working with the City of Union, City of Dayton, and Montgomery County to finance and allocate the required local match. She explained that approval of the proposed resolution would expedite that process and give TID staff the ability to move quickly to secure a SIB loan in connection with the local match requirement.

Mr. Meyer asked if all parties had committed to support their respective proposed shares of the project. Ms. Corbin answered that the City Manager of Union and Montgomery County Administrator had both agreed to the proposed commitments from their governments, but that the City Manager of Dayton had not yet agreed to Dayton's proposed share. She added that the County Administrator was continuing to speak with the Dayton City Manager about the proposed commitment.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-54, authorizing the SIB Loan application to ODOT, as presented, was moved by Mr. Hibner, seconded by Mr. Tatham, and unanimously approved.

### **■ Right-of-Way Appraiser and Review Appraiser {Resolution 2019-55}**

Mr. Meyer referred the Board to Resolution 2019-55, authorizing the Executive Director to engage a right-of-way appraiser and review appraiser for the 70/75 Airport Logistics Access Project, included in the Board Packet.

Ms. Corbin explained that the resolution related to the acquisition of right-of-way for the 70/75 Airport Logistics Access Project. She indicated that the TID had worked with both named appraisers in the past with successful outcomes.

Following discussion and response to Board questions and comments, adoption of Resolution 2019-55 authorizing the engagement of a right-of-way appraiser and review appraiser for the 70/75 Airport Logistics Access Project, as presented, was moved by Ms. Singer, seconded by Mr. Tatham, and unanimously approved.

#### ■ **Public Comments**

There were no public comments.

#### ■ **Next Meeting**

Mr. Meyer confirmed that the next regular Montgomery County TID Board Meeting would be held in room 1002 on the 10<sup>th</sup> floor of the Montgomery County Administration Building on July 8, 2019 at 2:00 PM.

#### ■ **Executive Session**

Mr. Meyer suggested that the Board recess to executive session.

Ms. Shillito explained that the executive session would be necessary to discuss real property acquisition and economic development projects in Montgomery County involving the City of Union and the City of Dayton and the potential acquisition of property.

Mr. Tatham moved that the Board recess to executive session for the purposes indicated by Ms. Shillito. Ms. Singer 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 2:41 PM. Ms. Corbin, Mr. Fraunfelder, Ms. Shillito, and Mr. Endsley joined the Board in executive session.

#### ■ **Purchase Option Agreement with City of Union {Resolution 2019-56}**

The Board returned to open session at 3:42 PM.

Ms. Shillito presented Resolution # 2019-56 related to entering into an option agreement with respect to certain property located in Montgomery County near the 70-75 logistics access project area.

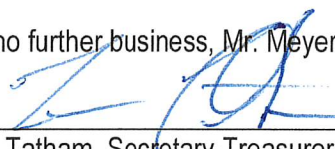
Ms. Shillito noted that during executive session, both Mr. Hibner and Mr. Tatham reminded the Board (consistent with the Conflict of Interest Disclosure Form each of them previously executed and delivered) that their respective employers would benefit from economic development on the parcels subject to the option, and asked Ms. Shillito's advice as to whether that situation should cause either of them to recuse themselves from the vote in connection with Resolution #2019-56. Ms. Shillito advised the Board, that she believed that Mr. Hibner's and Mr. Tatham's ongoing disclosures with respect to this and similar property acquisition matters was adequate, and that given neither Mr. Hibner nor Mr. Tatham had any direct personal or family interest in the proposed option, she did not believe that it was necessary for either Mr. Hibner or Mr. Tatham to recuse himself from voting on Resolution #2019-56. Ms. Shillito noted that the TID benefits from Mr. Hibner's and Mr. Tatham's development experience and their ability to assist in working with their respective employers to accomplish utility related infrastructure improvements on a timely basis. She noted that their respective employers benefit from economic development on any parcels within Montgomery County, not just the parcels in question, and voting in favor of Resolution #2019-56 did not result in an undue benefit for their respective employers or prejudice the TID and its stakeholders.

The Board discussed certain revisions to Resolution #2019-56. Ms. Shillito agreed to revise Resolution #2019-56 to incorporate such revisions, and recommended that the Board approve Resolution #2019-56 as revised.

Adoption of Resolution 2019-56, approving an exclusive option agreement for the purchase of real property and authorizing the Deputy Director to negotiate and enter into the agreement, as modified, was moved by Ms. Singer, seconded by Mr. Tatham, and unanimously approved.

■ **Adjourn**

With no further business, Mr. Meyer adjourned the meeting at 3:45 PM.



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Tom Tatham, Secretary-Treasurer

9-9-19

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Date