

Warren County Port Authority

Meeting Minutes

October 4, 2010

The Warren County Port Authority meeting scheduled for September 6, 2010 was cancelled due to lack of Port business.

Opening:

The meeting of the Warren County Port Authority was called to order at 5:00 pm on October 4, 2010 in the Warren County Administration Building, Room 128B by Warren County Port Authority President Greg Sample.

Present:

Warren County Port Authority Board Members: Mr. Gully, Mr. Hearsum, Mr. McNeil, Mr. Sample and Mr. Wilson.

Warren County Economic Development Staff: Martin Russell

Other Attendees:

Andrew Brossart – 5/3 Bank

Sean Fraunfelter – Warren County Port Authority Contract Accountant

Charles Sanders – Private resident (came into meeting during executive session at 5:30 pm and left)

A. Approval of Agenda

The agenda and additional resources were distributed to the board for review and consideration without disapproval.

B. Approval of Minutes

- **A motion was offered by Mr. Hearsum and seconded Mr. Wilson to accept the August 2, 2010 minutes as presented by staff. The motion passed with a unanimous voice vote.**

C. Executive Director's Report

- Executive Director Martin Russell requested that Mr. Fraunfelter discuss the Warren County Port Authority's financial reports for July and August of 2010. Mr. Fraunfelter discussed that there had been little activity these two months beyond payments made for legal expenses. He also stated that the Port anticipates its annual fee from the Vandercar Project in Monroe later in the year. That amount should be \$50,000. **A motion was offered by Mr. Wilson and seconded by Mr. Hearsum to accept the July 2010 and August 2010 financial report as presented. The motion passed with a unanimous voice vote.**
- Executive Director Martin Russell requested the Board consider a review of the Port's bylaws. It has been suggested by the Port's general counsel to review the bylaws because of the dual role held by Port staff; the Port's Executive Director also serves as the Director of the Warren County Economic Development Office. Mr. Gully suggested the Board request the Warren County Office

of Economic Development ask the Warren County Prosecutor's office to review the matter from the County's perspective. **A motion was offered by Mr. Wilson and seconded by Mr. McNeil to direct Port staff to request the Warren County Office of Economic Development engage the Prosecutor's Office in a review of the Port's bylaws as it pertains to staffing and other items. The motion passed with a unanimous voice vote.**

A second motion was offered by Mr. Gully and seconded by Mr. McNeil to annually review the bylaws of the Warren County Port Authority at the Port's annual organizational meeting. The motion passed with a unanimous voice vote.

D. Old Business

- Executive Director Martin Russell requested Mr. Fraunfelter review/discuss the Auditor of the State of Ohio's findings in regards to the Warren County Port Authority audit. Mr. Fraunfelter indicated that the Board would have to establish/approve additional annual budgetary documents highlighting the Port's balances, anticipated revenues and expected budget expenditures. Any changes to this budget process would have to be separately approved during the fiscal year as warranted. As for the documentation of the Board accepting the financial reports each meeting and indicating the cancellation of meetings, that issue can be/is being addressed in the Board's minutes. Additionally, the Board will have to create a records retention policy. Draft policies are being reviewed currently and should be ready for the Board's approval by the end of the year.
- Executive Director Martin Russell gave an update on the Recovery Zone Bond projects for E-Beam Services, the Greentree Academy in Middletown and the WCCVB Sports Complex. The Port recently closed on \$6,500,000 in bonds for E-Beams Services and the company is beginning to move dirt/begin construction on the foundation of their expansion project. As it pertains to the Greentree Academy project, Mr. Robinette from the City of Middletown has indicated that bonds should be issued within the next couple of weeks. There was a slight delay in issuance for the Greentree Academy as all parties worked out the lease arrangements for the facility. As for the WCCVB Sports Complex, the State of Ohio and the Ohio Department of Development have rejected the Port's and WCCVB attempt to keep the allocation allotted to this project. The State does not believe there is adequate time for the legislation required for this project to be passed out of the Ohio General Assembly. Therefore, the Port will have to waive the \$2,071,000 back to the State for them to use for other projects within the State of Ohio. The Port will look at funding this project with Build America Bonds once the legislation has been approved most likely in 2011.

E. Executive Session

- **A motion was offered at 5:27 pm by Mr. Gully and seconded by Mr. Hearsom to enter into executive session to discuss litigation pertaining to the Martha Paige lawsuit and possible land acquisition in the City of Middletown. The motion passed with a unanimous roll call vote.**
- **A motion was offered at 6:02 pm by Mr. Wilson and seconded by Mr. Gully to exit executive session where discussions were held regarding litigation with Martha Paige and the potential of land acquisition in the City of Middletown. The motion passed with a unanimous roll call vote.**

