

**Delaware County Finance Authority
(DCFA)
Meeting Minutes
January 10, 2017**

Commissioner Merrell swore in the new member to the Board: Bill Bishop

Roll Call (Present): David Stadge, Don Rankey, Judd Scott, Frank Reinhard, Kevin Hennessy and Bill Bishop

Absent: Suzanne Dulaney

Guests: Tim Long, Mark Kamer, Commissioner Gary Merrell, Bob Lamb and Sarah Dinovo

The Board adopted the 2017 officers with a motion made by Kevin Hennessy. Resolution No. 2017-01 states that the Chairman is David Stadge, Vice Chair is Bill Bishop, Treasurer/Secretary is Don Rankey.

Motion Seconded: Frank Reinhard

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|-------------------|--------|
| Vote: F. Reinhard | Aye |
| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Don Rankey then proposed that the Treasurer/Secretary roles be split up. Kevin Hennessy was named secretary and Sarah Dinovo named assistant secretary.

Motion Seconded: Frank Reinhard

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|-------------------|--------|
| Vote: F. Reinhard | Aye |
| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Don Ranked proposed that the by-laws be amended to reflect the change.

Motion Seconded: Judd Scott

Vote: F. Reinhard Aye
 D. Stadge Aye
 J. Scott Aye
 S. Dulaney Absent
 D. Rankey Aye
 K. Hennessy Aye
 B. Bishop Aye

Frank Reinhard will update the signature cards for signing of the checks.

Don Rankey made a motion to excuse Suzanne Dulaney from the meeting this evening due to complications from surgery.

Motion Seconded: Frank Reinhard

Vote: F. Reinhard Aye
 D. Stadge Aye
 J. Scott Aye
 S. Dulaney Absent
 D. Rankey Aye
 K. Hennessy Aye
 B. Bishop Aye

Approval of previous minutes

Approval of Meeting Minutes of November 9, 2016

David Stadge motioned to approve the proposed meeting minutes.

Motion Seconded: Kevin Hennessy

Vote: F. Reinhard Aye
 D. Stadge Aye
 J. Scott Aye
 S. Dulaney Absent
 D. Rankey Aye
 K. Hennessy Aye
 B. Bishop Aye

Paying of the Bills

Judd Scott motioned that the bills will be paid at the February meeting as the checkbook was not available at the meeting. There were not any outstanding bills outside the three services.

Motion Seconded: Kevin Hennessy

Vote: F. Reinhard Aye
 D. Stadge Aye
 J. Scott Aye
 S. Dulaney Absent

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| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Proposed 2017 Committees

Deal Structuring/Finance Committee: Frank Reinhard, Don Rankey and David Stadge
Outreach/PR/Marketing: Suzanne Dulaney, Judd Scott and Kevin Hennessy

- These committees will be formally established in February.
- Kevin and Suzanne has talked with Licking County to see how they are set up and if they would be willing to partner; leveraging their knowledge and RLF to help us fund projects. (Kevin has a handout)
- Delaware NOW would be a good resource (maybe a third committee or advisory group). David can approve people outside the Board to be on the designated committees.
- A discussion about projects in the Westerville area occurred.
- Sawmill Parkway (south) zoning still has not changed. Still zoned for residential. No movement on any of the Township's part to rezone (Liberty, Concord)
- The question of whether or not the Finance Authority was ready to take on projects was posed by Bill Bishop. The consensus was that they were ready for 1-5 projects but up to 20, no.
- The biggest challenge for any development in the area is site development or lack of "shove ready" sites.
- A discussion of every board members signing a conflict of interest policies occurred.

2017 Budget

A motion was made by Don Rankey to table the budget until the next meeting. The budget will be carried over from 2016.

Motion Seconded: Judd Scott

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|-------------------|--------|
| Vote: F. Reinhard | Aye |
| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Midway Structure (Bob)

Bob Lamb handed out an Incentive Request. Final approval is expected by the end of February. A motion to approve the Midway Term Sheet contingent upon the three items in the "other requirements" section are reviewed by the Economic Development Director and the City of Delaware.

Motion: Don Rankey
Motion Seconded: Judd Scott

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|-------------------|--------|
| Vote: F. Reinhard | Aye |
| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Bob Lamb will rework the term sheet and get it to the Board electronically for a vote.

Comments or presentations by guests

-The clerk asked if there would be any opposition to having a recording device in the room while the regular meeting was happening. No one objected. The clerk will check with Suzanne Dulaney to get her approval before the next meeting.

-Tim Long: Met with Joy Padgett, Ohio EPA Community Outreach Office to discuss some of her outreach programs.

-Mark Kamer: The YMCA of Liberty (Powell area), Gahanna and Hilliard would like to make a change to their loan. The new CEO is looking to lessen the payment made to First Merit Bank. Would the Finance Authority be interested? A discussion of fees and the amount of work performed for this project was discussed.

Executive Session

The Board entered in to an Executive Session, pursuant with ORC 4582.58, with five (6) individuals that are not members of the Board, Joe Long, Tim Long, Mark Kamer, Bob Lamb, Ken Molnar and Sarah Dinovo.

Motion to Enter Session: Don Rankey

Motion Seconded: Bill Bishop

Time: 7:16 PM

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| Vote: F. Reinhard | Aye |
| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Motion to exit Executive Session: Frank Reinhard

Motion Seconded: Judd Scott

Time: 9:07 PM

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| Vote: F. Reinhard | Aye |
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| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

A motion made by Judd Scott to retain Reinhart Rishel and Cuckler as legal counsel for the term of one year with a thirty day termination clause was made.

Motion Seconded: Don Rankey

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|-------------------|---------|
| Vote: F. Reinhard | Abstain |
| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Abstain |

A motion to proceed with the Simon term sheet was made by Frank Reinhard.

Motion Seconded: Judd Scott

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|-------------------|---------|
| Vote: F. Reinhard | Aye |
| D. Stadge | Abstain |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Let it be noted that David Stadge recused himself in the discussions concerning Simon as he is a member of the Berkshire Landing New Community Authority.

Adjournment:

Judd Scott motioned to adjourn the meeting at 9:13 PM.

Motion Seconded: Kevin Hennessy

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|-------------------|--------|
| Vote: F. Reinhard | Aye |
| D. Stadge | Aye |
| J. Scott | Aye |
| S. Dulaney | Absent |
| D. Rankey | Aye |
| K. Hennessy | Aye |
| B. Bishop | Aye |

Next Meeting: Tuesday, February 14, 2017, 5:30 pm

David Stadge, Chairman

Respectfully Submitted by Sarah Dinovo, Contracted Clerk, DCFA