

# THE NEW ALBANY COMMUNITY AUTHORITY

## Minutes of the January 30, 2017 Organizational and Special Meeting of the Board of Trustees

The Board of Trustees (the "Board") of The New Albany Community Authority (the "Authority") held an Organizational and Special Meeting commencing at 4:00 p.m. on Monday, January 30, 2017, at the Plain Township Fire Station, 9500 Johnstown Road, New Albany, Ohio, pursuant to notice of meeting given by the Secretary pursuant to the Bylaws.

Prior to formal commencement of the meeting, Mr. Stype administered oaths of office to Trustees Croom, Ebbing and Martin for their new terms.

(Copies of the items marked \* are attached hereto and made a part of these minutes.)

Ms. Cooke called the meeting to order at 4:30 p.m. and Secretary Williamson conducted a roll call at Ms. Cooke's request. The following Board members were present for the roll call and the remainder of the meeting:

Brent Bradbury	(Developer Member)
Saundra Cooke	(Citizen Member)
Jana T. Croom	(Citizen Member)
William G. Ebbing	(Developer Member)
David Martin	(Citizen Member)

Also present were Board Secretary Theresa Williamson and Assistant Secretary Greg Stype (Barnes & Thornburg LLP); and New Albany City Manager J. Stefanov and Finance Director C. Fuller. Don Barger, Citizen Member, was absent with prior notice, and Developer Member Ted Adams was unavoidably detained at the last minute and unable to attend the meeting.

Ms. Williamson reported that notice of the meeting was posted in the required public locations and that the certificate of posting\* was filed in compliance with the Ohio open meeting laws.

Ms. Cooke then advised the Board that their first order of business was to elect officers for 2017, commencing with the Chairperson of the Board. Ms. Croom made a motion to nominate Ms. Cooke as Chairperson, and Mr. Martin seconded the motion. There being no further nominations, upon roll call vote, the motion was approved as follows: Ayes – Bradbury, Cooke, Croom, Ebbing, and Martin; Nays – None. The motion was declared passed and Ms. Cooke elected Chairperson of the Board for 2017.

Nominations were then requested for Vice-Chairperson of the Board for 2017. Mr. Martin made a motion to nominate Mr. Ebbing, and Ms. Croom seconded the motion. There being no further nominations, upon roll call vote, the motion was approved as follows: Ayes – Bradbury, Cooke, Croom, Ebbing, and Martin; Nays – None. The motion was declared passed and Mr. Ebbing elected Vice-Chairperson of the Board for 2017.

Nominations were then requested for Secretary of the Board for 2017. Mr. Martin made a motion to nominate Ms. Williamson, and Mr. Ebbing seconded the motion. There being no further nominations, upon roll call vote, the motion was approved as follows: Ayes – Bradbury, Cooke, Croom, Ebbing, and Martin; Nays – None. The motion was declared passed and Ms. Williamson elected Secretary of the Board for 2017.

Nominations were then requested for Assistant Secretary of the Board for 2017. Mr. Ebbing made a motion to nominate Mr. Stype, and Mr. Bradbury seconded the motion. There being no further nominations, upon roll call vote, the motion was approved as follows: Ayes – Bradbury, Cooke, Croom, Ebbing and Martin; Nays – None. The motion was declared passed and Mr. Stype elected Assistant Secretary of the Board for 2017.

Nominations were then requested for Treasurer of the Board for 2017. Mr. Martin made a motion to nominate Mr. Bradbury, and Ms. Croom seconded the motion. There being no further nominations, upon roll call vote, the motion was approved as follows: Ayes – Bradbury, Cooke, Croom, Ebbing, and Martin; Nays – None. The motion was declared passed and Mr. Bradbury elected Treasurer of the Board for 2017.

The next order of business was the submission for the Board's approval of the minutes of its Fiscal and Special Meeting held August 23, 2016. Mr. Martin moved to approve the minutes of that meeting as submitted, and Mr. Bradbury seconded the motion. There being no comments or discussion, upon roll call vote, the motion to approve the minutes was approved as follows: Ayes – Bradbury, Cooke, Croom, Ebbing, and Martin; Nays – None. The motion was declared passed and the minutes of the August 23, 2016 meeting approved.

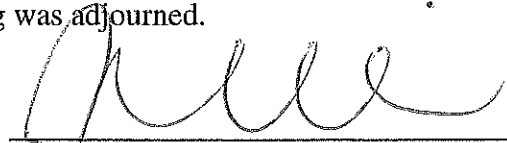
There were no reports to the Board from the Chairperson or Vice-Chairperson. Treasurer Bradbury reported that the Wellness Center Bonds issued by the Authority in 1996 were fully paid off on December 1, 2016, and the property was released to the New Albany-Plain Local School District, that municipal income tax collections paid to the Authority totaled \$6,045,140 for 2016, and that after their customary annual review Moody's Investors Service, Inc. raised its ratings on the Authority's outstanding bonds from A-1 to A-3.

Ms. Cooke then requested Board consideration of Resolution No. 2017-1\*, entitled "Resolution Approving and Authorizing \$4,050,000 of Disbursements from the Economic Development Fund to Pay Costs of Economic Development Projects and Extending to December 31, 2017 the Date for Repayment by the City of New Albany of up to \$2,200,000 of prior Advances from that Fund, and Approving a Related Ninth Amendment to the Fourth Supplemental Trust Agreement Relating thereto." Mr. Ebbing made a motion to adopt Resolution No. 2017-1, and Mr. Martin seconded the motion. Mr. Fuller then made a brief presentation regarding the projects to be funded under that Ninth Amendment, supplemented by comments from Mr. Stefanov including the reduction of the amount for the extension of Jug Street by \$500,000 to \$1,500,000 based on his meeting with Licking County officials earlier in the day. After additional discussion, upon roll call vote, the motion was approved as follows: Ayes –Bradbury, Cooke, Croom, Ebbing and Martin; Nays – None. Ms. Cooke declared the motion passed and Resolution No. 2017-1 adopted.

Ms. Cooke then ask whether there was any other business to come before the Board. Mr. Stype advised the Board that he had changed law firms and was now a partner at Barnes & Thornburg LLP. He indicated that if the Board wished to continue to utilize his services they would

need to pass a motion approving the engagement of his new firm and authorizing the Chair or Treasurer to sign an engagement letter and request the Authority's files be transferred from his prior firm to his new firm. Mr. Martin then moved to approve the engagement of Barnes & Thornburg LLP as legal counsel to the Authority and authorize the Chair or Treasurer to execute an engagement letter with that firm and request copies of the Authority's files be transferred to that firm from Mr. Stype's prior firm. Ms. Croom seconded the motion. Upon roll call vote, the motion was approved as follows: Ayes – Bradbury, Cooke, Croom, Ebbing, and Martin; Nays – None.

There being no further business, the meeting was adjourned.



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Theresa Williamson, Secretary  
The New Albany Community Authority