

THE NEW ALBANY COMMUNITY AUTHORITY

Minutes of the February 23, 2018  
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 8:00 a.m. on Friday, February 23, 2018, 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.

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

Ms. Cooke called the meeting to order at 8:00 a.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)
Ted Adams	(Developer Member)
Sandra Cooke	(Citizen Member)
Jana T. Croom	(Citizen Member)
David Martin	(Citizen Member)

Also present were Craig Mohre, President of The New Albany Community Foundation; and New Albany City Manager J. Stefanov and Finance Director B. Staats; and Board Secretary Theresa Williamson and Assistant Secretary Greg Stype (Barnes and Thornburg LLP);. Developer Member William Ebbing provided prior notice that he would not be able 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 2018, commencing with the Chairperson of the Board. Mr. Martin made a motion to nominate Ms. Cooke as Chairperson, 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, Adams, and Martin; Nays – None. The motion was declared passed and Ms. Cooke elected Chairperson of the Board for 2018.

Nominations were then requested for Vice-Chairperson of the Board for 2018. Mr. Martin made a motion to nominate Mr. Adams, 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, Adams, and Martin; Nays – None. The motion was declared passed and Mr. Adams elected Vice-Chairperson of the Board for 2018.

Nominations were then requested for Secretary of the Board for 2018. Mr. Martin made a motion to nominate Ms. Williamson, 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, Adams, and Martin; Nays – None. The motion was declared passed and Ms. Williamson elected Secretary of the Board for 2018.

Nominations were then requested for Assistant Secretary of the Board for 2018. Mr. Martin 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, Adams and Martin; Nays – None. The motion was declared passed and Mr. Stype elected Assistant Secretary of the Board for 2018.

Nominations were then requested for Treasurer of the Board for 2018. Mr. Martin made a motion to nominate Mr. Bradbury, and Mr. Adams seconded the motion. There being no further nominations, upon roll call vote, the motion was approved as follows: Ayes – Bradbury, Cooke, Croom, Adams, and Martin; Nays – None. The motion was declared passed and Mr. Bradbury elected Treasurer of the Board for 2018.

The next order of business was the submission for approval of the minutes of the Board's Fiscal and Special Meeting held October 23, 2017. Mr. Adams moved to approve those minutes as submitted to the Board, 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, Adams, and Martin; Nays – None. The motion was declared passed and the minutes of the October 23, 2017 meeting approved.


There were no reports to the Board from the Chairperson or Vice-Chairperson. Treasurer Bradbury reported that income tax receipts into the Economic Development Fund for 2017 totaled \$5,478,272, and Community Development Charge Receipts for 2017 totaled \$3,566,366. Mr. Bradbury also confirmed the successful pricing and closing on December 14, 2017 of the Authority's Multi-Purpose Infrastructure Improvement Bonds, Series E, and the redemption of all of the Authority's outstanding Series D Bonds.

Ms. Cooke then requested Board consideration of Resolution No. 2018-1\*, entitled "Resolution Approving and Authorizing \$4,000,000 of Disbursements from the Economic Development Fund to Pay Costs of Economic Development Projects and Approving a Related Eleventh Amendment to the Fourth Supplemental Trust Agreement Relating thereto." Mr. Martin made a motion to adopt Resolution No. 2018-1, and Mr. Bradbury seconded the motion. Ms. Staats then made a brief presentation regarding the projects to be funded under that Eleventh Amendment, with a few supplemental comments from Mr. Stefanov. Mr. Stype also notes that Ms. Staats is currently reconciling all prior disbursement requests from the Economic Development Fund, including advances for which the date of repayment is being extended to December 31, 2018. Finally, Mr. Stype notes that, for future flexibility, provision is being made in the Eleventh Amendment for expenditure of unused amounts for authorized projects on other projects, with reporting to the Treasurer regarding those adjustments. After additional discussion, upon roll call vote, the motion was approved as follows: Ayes –Bradbury, Cooke, Croom, Adams and Martin; Nays – None. Ms. Cooke declared the motion passed and Resolution No. 2018-1 adopted.

Ms. Cooke then requested Board consideration of Resolution No. 2018-2\*, entitled "Authorizing the Authority, at the Request of The New Albany Community Foundation, to Enter Into One or More Design Agreements for the Proposed Amphitheater in the Rose Run Corridor and to Accept Grant Funding from the Foundation to Fully Fund the Costs of those Agreements." Mr.

Stype indicated this Resolution reflects a request from The New Albany Community Foundation for the Authority to act as a conduit for design contracts for this project that are to be fully funded by a grant from the Foundation. Mr. Mohre then described and presented depictions\* of the project, and Mr. Stype indicated the Authority would be serving in a role similar to its role facility the McCoy Center for the Performing Arts. Mr. Martin made a motion to adopt Resolution No. 2018-2, and Mr. Adams seconded the motion. After additional discussion, upon roll call vote, the motion was approved as follows: Ayes –Bradbury, Cooke, Croom, Adams and Martin; Nays – None. Ms. Cooke declared the motion passed and Resolution No. 2018-2 adopted.

Ms. Cooke then asked whether there was any other business to come before the Board. There being no further business, the meeting was adjourned.



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Theresa Williamson, Secretary  
The New Albany Community Authority