

THE NEW ALBANY COMMUNITY AUTHORITY

Minutes of the September 10, 2020

Fiscal and Special Video Conference/Teleconference Meeting of the Board of Trustees

The Board of Trustees (the “Board”) of The New Albany Community Authority (the “Authority”) held a Fiscal and Special Meeting commencing at 4:00 p.m. on Thursday, September 10, 2020. The meeting was held via Webex video conference/teleconference given social distancing requirements related to the COVID-19 pandemic, with that meeting method authorized by Section 12 of Am. Sub. House Bill No. 197 of the 133rd Ohio General Assembly effective on March 27, 2020. All formal notices of the meeting included the detailed instructions for connecting by video conference/teleconference.

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

Ms. Cooke called the meeting to order at 4:17 p.m. Secretary Theresa 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 and able observe and hear the discussions and deliberations of all the members of the Board and others participating in the meeting as reflected in these minutes:

Ted Adams	(Developer Member)
Brent Bradbury	(Developer Member)
Saundra Cooke	(Citizen Member)
Jana T. Croom	(Citizen Member)
David Martin	(Citizen Member)

In addition to Secretary Theresa Williamson, also present throughout the meeting were Assistant Secretary Gregory Stype, Charlotte Smithson and Kevin Stanek (all of Barnes & Thornburg LLP). Developer Member William Ebbing provided prior notice that he would not be attending the meeting.

Ms. Cooke asked Mr. Stype to speak to the Certificate of Public Notice for the meeting. Mr. Stype stated that the Certificate of Posting\* was on file showing compliance with the applicable posting requirements of the Authority under the Ohio open meeting laws. He noted that, in contrast to posting of public notice for the Board’s May 29 meeting, all six public posting locations normally used by the Board were open and the notice was timely posted at each. In addition, Mr. Stype reported that copies of the meeting notice were emailed to reporters at the Columbus Dispatch and This Week News, and posted on the Authority’s website.

Ms. Cooke then requested the Board consider for approval the minutes from the Board’s March 29, 2020 Special Meeting. There being no discussion, Mr. Adams made a motion to approve the minutes as submitted to the Board and Mr. Martin seconded the motion. Upon roll call vote, the motion was approved as follows: Ayes – Adams, Bradbury, Cooke, Croom, and Martin; Nays – None. The motion was declared passed and the minutes of the May 29, 2020 meeting approved.

Ms. Cooke then asked if there were any reports or communications from the Officers of the Board. Ms. Cooke, as Chair, did not have any reports or communications, but thanked all involved

for organizing and putting together the meeting. Mr Adams, as Vice Chair, did not have any reports or communications. Treasurer Bradbury provided an update on Authority financial matters, noting that income tax collections year-to-date are \$4,136,705, which less than the \$4,874,527 which had been collected through August 31, 2019. Mr. Bradbury noted the Authority received \$1,807,726 in first half Community Development Charge collections and that Franklin County had delayed the second half collection due to COVID-19 with \$1,777,722 remaining outstanding. Mr. Bradbury then noted Authority's 2018/19 audit was completed and timely submitted to the Auditor of State on June 30<sup>th</sup> and the Auditor accepted the audit shortly thereafter. Mr. Bradbury then noted the construction contract for the amphitheater was signed earlier in the week with a goal of work starting next week.

Finally, Mr. Bradbury indicated there might be an opportunity to refund the Authority's outstanding Series C Bonds that are paid from the Community Development Charge. These Bonds have a final maturity of October 1, 2024, and are subject to early prepayment on October 1, 2022. The outstanding Series C Bonds bear interest rate at 5% which reflects the market when they were issued in 2012, but interest rates have declined considerably since. Mr. Stype noted any refunding would require approval at a future Board meeting and that the term of the outstanding Bonds could allow for alternative approaches to a refunding such as private placement or a bank loan. Mr. Adams inquired about the fiduciary obligations of the Board with respect to any refinancing and Mr. Stype responded that the any refunding would be to reduce interest paid and/or shorten the final payment. Mr. Stype proposed he and Mr. Bradbury explore options for refinancing and report back to the Board. Mr. Bradbury then noted that on October 1 the Authority would be making a debt service payment of about \$14 million on the Series C Bonds.

Ms. Cooke thanked Mr. Bradbury for his report and asked whether there were any signs of financial distress. Mr. Bradbury noted there has been one business bankruptcy but said there is less information on the residential side. Mr. Stype added that because the Community Development Charge is collected on the property tax bills, income tax collections could be more volatile and subject to change more quickly with economic conditions. Mr. Martin added that like property taxes, the Community Development Charge is in a first position and gets paid in advance of mortgages. Mr. Stype also noted that the covenants for the Series C Bonds require the Charges collected be in excess of the debt payments to provide a coverage cushion against delinquencies. Mr. Bradbury then noted next year would be a triennial update year for Franklin County and he expected this would result in an increase in home valuations. Mr. Adams then inquired about the overall financial health of the community and whether it would be possible to pull together a "dashboard" of economic health indicators for the Board. Mr. Adams also expressed his appreciation for the good information Mr. Bradbury provides.


Ms. Cooke then requested the Board consider Resolution No. 2020-2: "Determining the Community Development Charge for 2020 (for receipt for 2021) and Providing for its Expenditure."\* At Ms. Cooke's request, Mr. Bradbury noted that the total property value in the Authority's District increased about one and a half percent over the prior year, mainly as a result of new construction. He stated that cash flow was good, but there might be delays in payments due to the uncertain economic conditions related to COVID-19. Mr. Bradbury then recommended the Charge be maintained at 3.4 mills based on conservative projections and economic uncertainty. He explained that keeping the Charge at 3.4 mills would slightly reduce the Authority's cash reserve but there would still be sufficient collections to pay all debt serve and provide the required coverage.

He then mentioned that given the anticipated increase in property values from next year's triennial update (discussed during the report portion of the meeting), there might be an opportunity to reduce the rate at that time. He also explained that any reduction in the rate might not result in significant savings to property owners because a half mill reduction amounts to a savings of about \$8 dollars per \$100,000 of property valuation. Consistent with this discussion, Mr. Bradbury recommended that Charge remain at 3.4 mills. Mr. Martin stated the recommendation sounded reasonable and Ms. Croom stated that it was a good presentation and discussion. Ms. Cooke thanked Mr. Bradbury for his analysis and guidance, and stated that she was unaware of any push for a reduction in the Charge. Mr. Bradbury then added that keeping the Charge at the current level would also likely make a potential refinancing easier. Mr. Martin made a motion to approve Resolution No. 2020-2, and Ms. Croom seconded the motion. There being no further discussion, upon roll call vote, the motion was approved as follows: Ayes – Adams, Bradbury, Cooke, Croom, and Martin; Nays – None. The motion was declared passed and Resolution No. 2020-02 approved.

Ms. Cooke then requested the Board consider Resolution No. 2020-3: "Adopting the Public Records Policy of The New Albany Community Authority."\* Ms. Cooke asked Mr. Stype to speak to the resolution. Mr. Stype explained that during the most recent audit the examiners suggested the Board adopt a public records policy. He stated the Policy before the Board was based off of the model policy provided by the Ohio Attorney General's Office. He then explained that the \$2,500 expenditure authorized in the Resolution to pay for implementation of the further audit recommendation Authority specific email addresses be established for all the Trustees and used to conduct all the Authority's business. Mr. Stype stated that his experience with other Authority Boards is that people rely on their primary email accounts out of habit and separate email accounts for Authority business might not be checked or used regularly. Mr. Stype indicated he or Mr. Bradbury would discuss this recommendation with the Auditor's office and that the expenditure authorization was included in the Resolution to allow pay for setting up separate Trustee accounts if required. Ms. Cooke asked if the payment would be recurring and Mr. Bradbury responded there would be a monthly cost of \$121 for ten accounts, including spam filters and archiving. Ms. Croom commented that the cost seemed high and Mr. Bradbury noted it included the additional features of spam filters and archiving. Mr. Stype noted archiving is required for public records but that virtually all emails to Trustees addressing Authority business include either himself, Mr. Bradbury or Ms. Williamson, and so are generally saved in their accounts. The Board then discussed that guidance should be sought on whether separate accounts are required. Ms. Croom then made a motion to approve Resolution No. 2020-3, and Mr. Martin seconded the motion. There being no further discussion, upon roll call vote, the motion was approved as follows: Ayes – Adams, Bradbury, Cooke, Croom, and Martin; Nays – None. The motion was declared passed and Resolution No. 2020-02 approved.

Ms. Cooke then asked whether there was any other business to come before the Board. There being none, Ms. Cooke thanked everyone for their efforts and attendance, and Mr. Stype added a special thanks to Ms. Smithson for setting up the video meeting. There being no further business, Mr. Martin made a motion to adjourn, Mr. Adams seconded the motion and the meeting was adjourned by unanimous consent of the Trustees present.

Dated: March 25, 2021

  
\_\_\_\_\_  
Gregory W. Stype, Secretary  
The New Albany Community Authority