



MEETING MINUTES

Meeting of the Board of Directors
Wednesday, December 11, 2024, 3:00 p.m.
Butler County Finance Authority Office
Liberty Township Administration Building
5021 Winners Circle Drive
Liberty Township, OH 45011

1)CALL MEETING TO ORDER:

Chairman Brad Evans called the meeting to order at 3:06 p.m.
Joshua Smith called the roll.

2)ROLL CALL:

Chairman Brad Evans (present)
Director Denise Quinn (present)
Director Matt Bockhorst (present)
Director Dona Canaan (present)
Director Brian Fox (absent-excused)
Director Tim Egloff (present)
Director Robert Schmidt (absent-excused)

BCFA STAFF PRESENT: Joshua Smith was in attendance.

3)Consent Agenda:

- a) Minutes – June, July, August, September. (approved)
- b) Monthly Financial Reports – July, August, September, October. (tabled)

Motion made by: Director Egloff, seconded by Director Evans. All in favor.

4)Special presentation by Miami University and Butler Tech regarding and Advanced Manufacturing Hub (AM-Hub) – Jon Graft, President of Butler Tech and Dr. Ande Durojaye of Miami University were the presenters.

5)Presentation regarding establishing a BCFA Jobs & Development Bond Fund – Pat Woodside had a brief explanation of this subject to the board.

6)RESOLUTION 2024-21: Authorizing and adopting policies and procedures in connection with the establishment of a common bond fund program by the Butler County Finance Authority for the purpose of financing projects for authorized purposes under Chapter 4582 of the Ohio revised code and authorizing and approving related matters.

Pat Woodside provided a brief overview of this resolution for the board.

Motion made by Director Egloff, seconded by Director Evans.
Roll Call Vote: 5-0

7)RESOLUTION 2024-22: Approving the Fiscal Year 2025 Budget.

Motion made by Director Egloff, second by Director Canaan.
Roll Call Vote: 5-0

8)RESOLUTION 2024-23: Authorizing the issuance and sale of Port Authority Revenue Bonds in a maximum principal amount of \$30,000,000 for the purpose of financing the costs of acquiring, construction and otherwise improving "Port Authority Facilities", for the benefit of VN Retail Investment, LLC, or its permitted affiliates, successors or assigns: authorizing the execution and delivery of a ground lease agreement, a capital lease agreement, a construction services agreement, a recognition agreement, a bond advance and assignment agreement, a bond purchase agreement, an indemnity agreement, and other related agreements in connection with the transaction; and approving the provision of an Ohio sales and use tax exemption certificate for the purchase of building and construction materials incorporated in the project; and authorizing and approving related matters.

This project is for Whole Foods.

Motion made by Director Egloff, seconded by Director Quinn.
Roll Call Vote: 5-0.

9)RESOLUTION 2024-24: Authorizing the issuance and sale of Port Authority Revenue bonds in a maximum principal amount of \$10,500,000 for the purpose of financing the costs of acquiring, construction and otherwise improving "Port Authority Facilities", for the benefit of Mt. Healthy Holdings, LLC, or its permitted affiliates; authorizing the execution and delivery of a ground lease agreement, a capital lease agreement, a construction services agreement, a recognition agreement, a bond agreement, and other related agreements in connection with the transaction; approving the provision of an Ohio sales and use tax exemption certificate for the purchase of building and construction materials incorporated into the project; and authorizing and approving related matters.

This project is for Coolant Plus.

Motion made by Director Egloff, seconded by Director Evans.
Roll Call: 5-0.

10)RESOLUTION 2024-25: Authorizing the issuance and sale of Port Authority revenue bonds in a maximum principal amount of \$30,500,000 for the purpose of financing the costs of acquiring, constructing and otherwise improving "Port Authority Facilities", for the benefit of Lit Anl Fairfield Land, LLC, or its permitted affiliates, successors or assigns; authorizing the execution and delivery of a ground lease agreement, a capital lease agreement, a construction services agreement, a recognition agreement, a bond advance and assignment agreement, a bond purchase agreement, an indemnity agreement, and other related agreements in connection with the transaction; and approving the other related agreements in connection with the transaction; and approving the provision of an Ohio sales and use tax exception certificate for the purchase of building and construction materials incorporated into the project; and authorizing and approving related matters.

Motion made by Director Egloff, seconded by Director Canaan.
Roll call: 5-0.

11)Motion to hire the Binnick Group to prepare the certified Development Entity (CDE) application for BCFA in an amount not-to-exceed \$5,900.00 plus approved expenses.

Motion made by Director Egloff, seconded by Director Quinn.
Roll call: 5-0.

12)RESOLUTION 2024-26: Approving hiring Brenda Todd-Finnell as a 1099 Independent contractor for 5 hours per week as needed.

Motion made by Director Egloff, seconded by Director Canaan.
Roll call: 5-0.

13)Motion establishing a formal committee for Deal/Credit Review.

Identified members: 1) Matt Bockhorst, 2) Brad Evans, and 1 outside of BCFA. It was discussed that this committee will also be the Finance Committee for the organization.

Motion made by Director Egloff, seconded by Director Bockhorst.
Roll call: 5-0.

14)Report by Director Bockhorst and motion regarding establishing Ad-Hoc Committees for personnel (employee management), Operational policies & procedures, and Board Governance.

Motion made by Director Egloff, seconded by Director Canaan.
Roll call: 5-0.

15)Director's Report – no report provided.

16)Board of Director Comments

a) no comments.

17)Executive Session: not needed

18)Adjournment

Motion to adjourn made by Director Egloff, seconded by Director Canaan.

Roll Call: 5-0.

Time ended: 5:37pm.

These minutes represent a summary of these proceedings, are retained in accordance with the Finance Authority Records Retention Policy and may be obtained upon written request.

Any charges associated with preparing any available recording transcript shall be borne by the person requesting.

Hamilton, Ohio
December 11, 2024



Chair of the Board, Brad Evans



Secretary of the Board, Joshua A. Smith