TAB #1

I-75 ENERGY SPECIAL IMPROVEMENT DISTRICT, INC.

MINUTES OF
MEETING OF THE BOARD OF DIRECTORS
November 17, 2022 | 10:00 AM
5021 Winners Circle, Liberty Twp., Ohio 45011

I. Ms. Patterson called the meeting to order at 10:04 A.M.

II. Mr. Kalvas called the roll, and the following members were present: Mr. Kaelin, Ms. McKinney, Ms. Patterson, and Ms. Kanelopoulos. Mr. Burton, Ms. Pinho, and Mr. Schramm were absent. Also present were Mr. Colin Kalvas of Bricker & Eckler LLP and Mr. Caleb Bell of Bricker & Eckler LLP. Mr. Schramm subsequently joined the meeting at 10:17 A.M. after the roll was called; he remained present for the remainder of the meeting.

III. Approval of January 18, 2022 Meeting Minutes.

After review of the minutes of the board's January 18, 2022 meeting, Mr. Nathaniel Kaelin moved to approve the minutes without amendment and Ms. Caroline McKinney seconded the motion.

Vote: 4 – 0.

The January 18, 2022 meeting minutes were approved without amendment.

IV. New Business.

A. Resolution 2022-03: Approving Petition and Adopting Supplement to Plan (7800 Liberty Field Drive Project).

Mr. Kalvas explained the project details, including the total capital financing. Ms. Kanelopoulos then discussed more on the impact of the project. Mr. Kalvas then detailed aspects of the PACE financing components. Mr. Schramm then moved to adopt the resolution and Ms. McKinney seconded.

Vote: 5 – 0.

Resolution 2022-03 was adopted.

B. Resolution 2022-04: Authorizing the Execution, delivery, and Performance of an Energy Project Cooperative Agreement and Approving Related Matters (7800 Liberty Field Drive Project).

Mr. Kalvas and Mr. Bell discussed PACE lending and underwriting generally and the procedures for completing a successful transaction. Ms. Kanelopoulos then moved to adopt the resolution and Mr. Kaelin seconded.

Vote: 5 – 0.

Resolution 2022-04 was adopted.

V. The board then discussed upcoming projects for the ESID and the growth of the ESID's pipeline. Generally, the members agreed that the ESID should prioritize solar projects for manufacturing. The board then discussed the statewide pipeline and current trends for PACE projects, as well as how these projects strategically dovetail with the board's priorities. Mr. Bell then briefed the board on the recently passed Inflation Reduction Act at the federal level and the various tax incentives the board may leverage in addition to its ongoing work.

VI. There being no other business, Ms. McKinney moved to adjourn the meeting and Ms. Kanelopoulos seconded the motion. The board then unanimously agreed by voting 5 – 0. The meeting was adjourned at 10:30 A.M.