

Hamilton County Convention Facilities Authority (CFA) Meeting Minutes

To: CFA Board Members from Jeff Aluotto, CFA Secretary

Subject: CFA Board Meeting March 15, 2019 Meeting Minutes

CFA Members Present: Rahiel Michael, Kevin Hardman, Brendan Cull, Gwen McFarlin; Lee Czerwonka, Lawrence Hawkins, III, Paul Brehm, Dan Unger

Absent Members: Adam Gelter, Pete Witte and Danny Hill

CFA/Project Staff Present: Karen Alder, Cincinnati Deputy Finance Director; Jeff Aluotto, Hamilton County Administrator and Secretary of the CFA; Roger Friedmann, Senior Assistant Prosecuting Attorney

The meeting was called order at 11:35 a.m. by Gwen McFarlin, Chairperson of the CFA. The first item of business was the nomination of a chairperson for the coming year. On motion of Dan Unger and a second by Lee Czerwonka, Gwen McFarlin was nominated to act as Chairperson until the next election. By unanimous vote of all those present Gwen McFarlin was elected Chairperson for 2019.

On nomination of Kevin Hardman and a second by Larry Hawkins III, Paul Brehm was nominated to serve as Vice-Chairperson for 2019 which was approved by the unanimous vote of all members present.

A motion of Paul Brehm, seconded by Larry Hawkins III, Kevin Hardman was nominated to serve as Treasurer of the Convention Facilities Authority for the coming calendar year and until the next election. By unanimous vote of all members present, Paul Brehm was selected as Treasurer of the CFA.

Chairperson Gwen McFarlin asked for a review and approval of minutes from the last meeting. Upon motion of Lee Czerwonka and the second of Dan Unger and the unanimous vote of all members present, the minutes from the last meeting of the CFA on September 7, 2018 and the previous meeting on May 22, 2018 were approved by the unanimous vote of all present.

Chairperson Gwen McFarlin then presented a resolution appointing the Secretary, Assistant Secretary and Assistant Treasurer for the CFA. The resolution presented under Resolution 2019-01 moved for the appointment of Jeff Aluotto as the Secretary of the CFA and that Chris Bigham of the City of Cincinnati staff be appointed Assistant Secretary of the CFA and that Karen Alder of the City of Cincinnati be appointed Assistant Treasurer of the CFA. On

motion of Lee Czerwonka and the second by Dan Unger, the Resolution was approved by all members of the Board of the CFA present at the meeting.

Chairperson Gwen McFarlin then introduced Resolution 2019-002 to approve the payment of service payments for the year 2019 by the City of Cincinnati as the Fiscal Agent of the CFA to a CFA account. Service payments to the City of Cincinnati in the amount of \$65,000.00 was moved for approval by Kevin Hardman with a second by Lee Czerwonka. The Resolution was passed in a roll call vote by all members of the CFA present.

Chairperson Gwen McFarlin then introduced Resolution 2019-03 relating to the appropriation of excise taxes on lodging collected or in the process of collection for the year 2019 by Hamilton County, Ohio and the City of Cincinnati to a CFA account with the City of Cincinnati as Fiscal Agent for the CFA. On motion of Dan Unger and a second by Lee Czerwonka the Resolution was moved for approval to approve the appropriation of excise taxes on lodging collected by Hamilton County in the amount of \$10,500,000.00 and by the City of Cincinnati in an amount of \$5,500,000.00. The Resolution further asked that the CFA officials and its agents were authorized to expend such funds as indicated in the Cooperative Agreement among the CFA, the County and the City relating to the Cincinnati Convention Center and the Project Service Agreement between the City of Cincinnati and the Convention Facilities Authority. The Resolution was approved in a roll call vote by all members of the CFA present at the meeting.

Chairperson Gwen McFarlin then called upon Karen Alder, the Assistant Treasurer to provide a report on the finances of the CFA set forth in the Fourth Quarter Financial Report for 2018. Karen Alder provided the details of the financial report provided to the members of the CFA. There was some discuss of the waterfall and the payments through the waterfall. Ms. Alder also set forth a report of Standard and Poors with regard to the public bond rating of the Convention Facilities Authority of Cincinnati and Hamilton County. The report indicates that Standard and Poors affirmed its A-rating of the CFA with a stable outlook.

A discussion then followed with Jeff Aluotto, Secretary of the CFA and County Administrator for Hamilton County with regard to other projects being funded with the residual funds in the County. Mr. Aluotto explained the payments that were going to the City of Blue Ash and further payments to Sharonville with regard to the expansion of the Sharonville Convention Center. There was also a discussion of the early retirement of the debt and Paul

Brehm indicated that plans needed to take place with regard to the debt retirement. Mr. Aluotto indicated that monies that were being paid out from the County residual funds were treated as grants based upon applications that were being made by local government entities.

Chairperson Gwen McFarlin asked about the Millennium Hotel and if any new activity was taking place with regard to the Millennium Hotel. Julie Calvert who was in attendance as a representative of the Convention and Visitors Bureau indicated that there had been discussions with the Millennium but that no new activity with the Millennium was available for report.

Ms. Calvert did indicate that another parcel of property south of the Millennium and south of the Convention Center were being considered for a new Convention Center hotel and that the City of Cincinnati, the Board of County Commissioners, the Port Authority for Greater Cincinnati and 3CDC had announced plans for the development of such property into a Convention Center hotel.

CFA member Brendan Cull asked about the Eighth Supplement to the Cooperative Agreement. Jeff Aluotto gave a short presentation of the current status of the Eighth Supplement and the impasse that currently existed between the City of Cincinnati and Hamilton County with regard to the Eighth Supplement to the Cooperative Agreement. Mr. Aluotto indicated that the City and the County would continue to try to work out the differences in that Eighth Supplement.

A motion to adjourn was advanced by Dan Unger and seconded by Lee Czerwonka. The motion was approved by the unanimous vote of all members present.

The foregoing is a summary of the activity taking place at the March 15, 2019 meeting of the Convention Facilities Authority. The foregoing is not an exact transcription of all conversations or discussions taking place during the meeting.