

**Convention Facilities Authority (CFA)
Meeting Minutes March 11, 2022**

To: CFA Members

From: Holly Christmann

Subject: March 11, 2022 Meeting Minutes

CFA Members Present: Paul Brehm, Bimal Patel, Lee Czerwonka, Lawrence Hawkins III, Brendon Cull, Donna Jones Baker, Kevin Hardman, Adam Gelter, Billy Weber, Dan Unger

Others present: Jeff Aluotto, John Bruggen, Holly Christmann, Laura Brunner, Jim Downton, Andrew Dudas, Roger Friedmann, Julie Calvert, Marc Von Allmen, Ric Booth, Marion Hayes, Monica Morton, Brad Ruwe, Lisa Anderson and Chris Wetterich

Absent: Pete Witte

1. Call to Order:

Mr. Brehm called the meeting of the Hamilton County Convention Facilities Authority to order at 12:05 pm. Mr. Friedmann conducted the roll call and indicated there is a quorum.

2. Review and approval of the minutes from September 10, 2021

Mr. Brehm accepted a motion to approve the minutes from Mr. Czerwonka and seconded by Mr. Hawkins. Mr. Brehm asked for discussion, hearing none he asked for a vote. The minutes were approved unanimously. Mr. Unger abstained.

3. Election of Officers

- a. Chairperson – Mr. Czerwonka made a motion to elect Mr. Brehm, seconded by Mr. Hawkins. Mr. Brehm asked for discussion, hearing none, he asked for a vote. Approved unanimously.
- b. Vice-Chairperson – Mr. Hardman made a motion to elect Mr. Czerwonka, seconded by Mr. Cull. Mr. Brehm asked for discussion, hearing none, he asked for a vote. Approved unanimously.
- c. Treasurer – Mr. Hawkins made a motion to elect Mr. Hardman, seconded by Mr. Czerwonka. Mr. Brehm asked for discussion, hearing none, he asked for a vote. Approved unanimously.

4. Resolutions

- a. Appointment of Secretary, Assistant Secretary and Assistant Treasurer
Mr. Czerwonka made the motion; seconded by Ms. Jones Baker. Mr. Brehm asked for discussion, hearing none, he asked for a vote. Approved unanimously.
- b. Appropriating Service Payments and Authorizing the Expenditure of Such Funds
Mr. Czerwonka made the motion, seconded by Mr. Unger. Mr. Brehm asked for discussion, hearing none, he asked for a vote. Approved unanimously.

- c. **Appropriating Taxes and Authorizing Expenditure of Such Funds**
Mr. Unger made the motion, seconded by Ms. Jones Baker. Mr. Brehm asked for discussion, hearing none, he asked for a vote. Approved unanimously.

5. Review of 3rd and 4th Quarter Financial Reports

Monica Morton, Assistant Treasurer, provided an update and summary for the Hotel Tax Status, CFA Expense Status and Disposition of funds held with Trustee for Debt Service.

6. Convention Center District- Jeff Aluotto, Hamilton County; Billy Weber, City of Cincinnati; Adam Gelter, 3CDC

Mr. Aluotto, Mr. Weber, and Mr. Gelter provided an overview of the Convention Center District. The COVID pandemic wreaked havoc on the Convention Center, TOT collections and the Convention Center District. Currently, it makes sense to have one entity/point entity to look at the future of the Convention District. The County and City passed resolutions in January to partner with other regional stakeholders to generate a comprehensive strategy for revitalization of the Downtown Convention Center District beginning first with recruitment 3CDC to lead this effort. 3CDC has a skilled history in efforts to revitalize the downtown urban core.

7. Millennium Hotel Acquisition Financing – Jeff Aluotto, Brad Ruwe

The bonds are maturing next year. The advice from Mr. Ruwe is to refinance soon given the current economy. Next steps are to provide different models for consideration. This may require the CFA to call a special meeting.

8. Update on Sharonville Convention Center Expansion – Jim Downton, Executive Director

The Sharonville Convention Center expansion is underway and it will double the size of the exhibit hall. The project timeline is 12 – 14 months.

9. Other Business

Mr. Brehm made a motion to adjourn, seconded by Mr. Czerwonka at 1:15 pm.

RESOLUTION APPOINTING SECRETARY, ASSISTANT SECRETARY, AND ASSISTANT TREASURER

BY THE BOARD:

WHEREAS, the Hamilton County Convention Facilities Authority (CFA) has adopted the By-Laws for the operation of the CFA and that provide that the Board of Directors shall appoint the Secretary, Assistant Secretary and Assistant Treasurer of the CFA; and

WHEREAS, it is consistent with the understanding between the City of Cincinnati and the Hamilton County Board of Commissioners that the Secretary, Assistant Secretary, and Assistant Treasurer be appointed from the City and County staff; and

NOW THEREFORE BE IT RESOLVED, that Holly Christmann of the County Administrator's office shall be appointed Secretary of the CFA; that Andrew Dudas of the City of Cincinnati staff shall be appointed Assistant Secretary of the CFA; that Monica Morton of the City of Cincinnati staff shall be appointed Assistant Treasurer of the CFA.

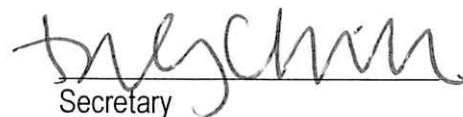
ADOPTED at a regularly adjourned meeting of the Hamilton County Convention Facilities Authority the 11th day of March, 2022.

Ms. Jones Baker	<u>✓</u>	Mr. Brehm	<u>✓</u>	Mr. Cull	<u>✓</u>
Mr. Czerwonka	<u>✓</u>	Mr. Gelter	<u>✓</u>	Mr. Hardman	<u>✓</u>
Mr. Hawkins	<u>✓</u>	Mr. Weber	<u>✓</u>	Mr. Patel	<u>✓</u>
Mr. Unger	<u>✓</u>	Mr. Witte	<u>STC</u>		

CERTIFICATE OF SECRETARY

IT IS HEREBY CERTIFIED that the foregoing is a true and correct copy of a transcript of a resolution adopted by the Board of Directors of the Hamilton County Convention Facilities Authority in session this 11th day of March, 2022.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Hamilton County Convention Facilities Authority this 11th day of March, 2022.


 Secretary
 Hamilton County Convention
 Facilities Authority

**RESOLUTION APPROPRIATING SERVICE PAYMENTS AND AUTHORIZING
THE EXPENDITURE OF SUCH FUNDS IN 2022**

BY THE BOARD:

WHEREAS, pursuant to Chapter 351 of the Ohio Revised Code, in a resolution adopted by the Board of County Commissioners of Hamilton County, Ohio on May 15, 2002, the Convention Facilities Authority for Hamilton County, Ohio (CFA) was created and exists as a body corporate and politic performing central government functions and is authorized to acquire, purchase, construct, reconstruct, enlarge, furnish, equip, maintain, repair, sell, exchange, lease or rent to others, lease or rent from others, operate, and contract for the operation by others of, certain convention center facilities; and

WHEREAS, the CFA is entered into a "Project Service Agreement: with the City of Cincinnati to provide for the acquisition, construction, improvement, equipment and furnishing of the convention facilities project and the operation and maintenance thereof pursuant to a "Project Service Agreement"; and

WHEREAS, Article III of the Project Service Agreement provides for the City to make Service Payments to the authority to pay, or reimburse the Authority for, the costs of the Authority's annual audit, directors and officers insurance, costs of calculating payments required to be made to the Rebate Fund pursuant tot the Prior Lien Bonds Indenture and other costs payable by the Authority pursuant to the Bond Documents and other operating expenses of the Authority; and

WHEREAS, it is necessary the CFA Board approve the expenditures of funds from the proceeds of the Service Payments.

NOW THEREFORE BE IT RESOLVED, the Hamilton County Convention Facilities Authority (CFA) hereby appropriates Service Payments for the year 2022 by the City of Cincinnati to a CFA account with the City of Cincinnati as fiscal agent of the CFA:

City of Cincinnati \$65,000

BE IT FURTHER RESOLVED, the proper CFA officials and its agents are hereby authorized to do all things necessary to carry out this Resolution.

ADOPTED at a regularly adjourned meeting of the Hamilton County Convention Facilities Authority the 11th day of March, 2022.

Ms. Jones Baker ✓	Mr. Brehm ✓	Mr. Cull ✓
Mr. Czerwonka ✓	Mr. Gelter ✓	Mr. Hardman ✓
Mr. Hawkins ✓	Mr. Weber ✓	Mr. Patel ✓
Mr. Unger ✓	Mr. Witte _____	

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A handwritten signature in black ink, appearing to read "J. M. Critner", written over a horizontal line.

Secretary
Hamilton County Convention
Facilities Authority

**RESOLUTION APPROPRIATING TAXES AND AUTHORIZING
THE EXPENDITURE OF SUCH FUNDS IN 2022**

BY THE BOARD:

WHEREAS, pursuant to Section 5739.09 of the Ohio Revised Code, as amended Sub. House Bill No. 518, effective September 6, 2002, the Board of County Commissioners of Hamilton County, Ohio by Resolution, dated September 25, 2002, amended the rate of excise tax on lodging by an additional three and one-half percent; and

WHEREAS, Section 5739.09 of the Ohio Revised Code, as amended Sub. House Bill No. 518, effective September 6, 2002 permits the City of Cincinnati, after the adoption of such a Resolution by Board of County Commissioners of Hamilton County, Ohio, to amend the rate of the excise tax on lodging by an additional one percent on or before September 30, 2002; and

WHEREAS, the usage of the excise taxes on lodging are defined in the Cooperative Agreement among the Convention Facilities Authority, County of Hamilton and City of Cincinnati relating to the Cincinnati Convention Center; and

WHEREAS, it is necessary the CFA Board approve the expenditure of funds in existence or in the process of collection.

NOW THEREFORE BE IT RESOLVED, the Hamilton County Convention Facilities Authority (CFA) hereby appropriates the excise taxes on lodging collected or in the process of collection for the year 2022 by Hamilton County, Ohio, and the City of Cincinnati to a CFA account with the City of Cincinnati as fiscal agent for the CFA:

Hamilton County	\$10,500,000
City of Cincinnati	<u>5,500,000</u>
Total	\$16,000,000

BE IT FURTHER RESOLVED, the proper CFA officials and its agents are hereby authorized to expend such funds as indicated in the Cooperative Agreement among the CFA, County and City relating to the Cincinnati Convention Center and the Project Service Agreement between the City and CFA.

BE IT FURTHER RESOLVED, the proper CFA officials and its agents are hereby authorized to do all things necessary to carry out this Resolution.

ADOPTED at a regularly adjourned meeting of the Hamilton County Convention Facilities Authority the 11th day of March, 2022.

Ms. Jones Baker 	Mr. Brehm 	Mr. Cull 
Mr. Czerwonka 	Mr. Gelter 	Mr. Hardman 
Mr. Hawkins 	Mr. Weber 	Mr. Patel 
Mr. Unger 	Mr. Witte 	

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