

**PORTAGE COUNTY PORT AUTHORITY (PCPA)
BOARD OF DIRECTORS**

December 13, 2022, 2:00 p.m.

Kent Free Library, 312 W. Main, Kent, Ohio 44240

Directors Present: Dix, David; Kovacich, John (Vice Chairman); Ryan, John (Chairman); Cotten, Lisa; Hawke, Constance; Kohl II, Jack

Directors Absent: O'Malia, Patrick

Others Present: Meduri, Christopher (Portage County Prosecutor's office); Ehrhart, Bradford (Ex-Officio and Portage Development Board); Pope, Lydia (Assistant Secretary); Fierle, Diana (Secretary-Treasurer)

Meeting was called to order at 2:00 p.m. after a quorum was achieved.

Approval of Minutes

- A motion was made by Mr. Dix, seconded by Mr. Kohl to approve the minutes from the June 14, 2022 PCPA Board of Directors meeting. All were in favor and the motion passed.

Reports and Communication

- Mr. Ryan stated the legal notice for today's meeting was published on December 4, 2022 in the Record Courier.
- **Resignation of Mr. David Dix effective December 31, 2022.** *A motion was made by Mr. Kovacich to accept with regret the resignation of Mr. Dix, seconded by Ms. Hawke. All were in favor, with regret, and the motion passed.*
- **New Portage County Board of Commissioner appointment to the Board of Directors,** Scott Hamilton, President of Singleton Reels, effective January 1, 2023 – *A motion was made by Mr. Dix to accept Mr. Hamilton as the Board of Commissioner appointment, seconded by Mr. Kohl. All were in favor and the motion passed.*
- **2020 – 2021 PCPA Audit Report** – The two year audit report was completed by the Ohio Auditor of State's Office and was a clean audit with no compliance or accounting issues. *A motion was made by Ms. Cotten to accept the audit report as presented, seconded by Mr. Kohl. All voted in favor and the motion passed.* The board thanked and congratulated Ms. Fierle for the clean audit.
- Secretary-Treasurer - Diana Fierle
 - Ms. Fierle presented the Board with the following bank reconciliations, financial statements and Treasurer's reports as of November 30, 2022(attached).
 - Money Market account has a balance of \$132,062.00.
 - Checking Account has a balance of \$445,510.03.
 - Special Activities Account is at \$400.88.
 - Total for all accounts as of November 30, 2022 is \$577,972.91.
 - Ms. Fierle, Mr. Ryan and Mr. Ehrhart talked about the project that finally came through which gave the port authority the larger balances in the checking account. Mr. Ryan will discuss this more during his report.

PDB President's Report – Brad Ehrhart

Mr. Ehrhart spoke about the projects that PDB is working on at this time. Also the wins that we had for 2022. There are several more that PDB is working on. A couple should become port authority projects this year or next.

- **Legal Counsel**, Chris Meduri had no new information to report to the Board.
- **Finance/Audit Committee** – Mr. Ryan discussed the port authority using this money to invest in CD's. The interest rates are going up and the port authority can make more money by going the CD route. The board thought that was a great idea and suggested that we invest up to \$300,000 with each CD being up to \$100,000 per CD. *A motion was made by Mr. Kohl to allow Mr. Ryan and Ms. Fierle to research the interest rates for CD's and invest up to \$100,000 into three (3) CD's, seconded by Mr. Kovacich. All voted in favor and the motion passed.*
- **Standing Committee or Special Committee** - No reports.

Discussion – Old Business

- Mr. Ryan and Mr. Ehrhart spoke of possible Port Authority projects that we are working on, and spoke briefly about the PACE district and ESID. Mr. O'Malia is not present at the meeting, so they decided to wait for a future meeting to discuss this more.

Executive Session – No Executive Session was held.

New Resolutions and Motions

22-014 – Resolution to approve and appropriate the 2023 budget. *A motion was made by Ms. Hawke to approve the resolution to approve and appropriate the 2023 budget, seconded by Mr. Kohl. All were in favor and the motion passed.*

22-015 – Resolution to appoint the Chairman of the Board for 2023. *A motion was made by Ms. Cotten to appoint John Ryan as Chairman of the Board for 2023, seconded by Mr. Kohl. All were in favor and the motion passed.*

22-016 – Resolution to appoint the Vice-Chairman of the Board for 2023. *A motion was made by Ms. Cotten to appoint John Kovacich as the Vice-Chairman of the Board of 2023, seconded by Mr. Kohl. All were in favor and the motion passed.*

22-017 – Resolution to appoint the Secretary/Treasurer for 2023. *A motion was made by Ms. Cotten to appoint Diana Fierle as the Secretary/Treasurer for 2023, seconded by Mr. Kohl. All were in favor and the motion passed.*

22-018 – Resolution to appoint the Assistant Secretary for 2023. *A motion was made by Ms. Cotten to appoint Lydia Pope as the Assistant Secretary for 2023, seconded by Mr. Kohl. All were in favor and the motion passed.*

22-019 – Resolution to authorize payment for bonds for the Secretary/Treasurer, Assistant Secretary/Treasurer, Chairman and Vice-Chairman for a total not to exceed \$400.00. *A motion was made by Mr. Kohl to approve the payment for bonds, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-020 – Resolution authorizing the purchase of items in an amount not to exceed \$500.00 necessary for the hosting of the Portage County Port Authority functions and meeting expenses from January 1, 2023 through December 31, 2023, or the next organizational meeting. *A motion was made by Mr. Kohl to approve this resolution seconded by Ms. Cotten. All were in favor and the motion passed.*

22-021 – Resolution authorizing payment for notices advertised in the Record-Courier for the year 2023 in an amount not to exceed \$1,000.00. *A motion was made by Mr. Kohl to approve this resolution, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-022 – Resolution authorizing marketing, advertising and sponsorship opportunities for 2023 for a total amount not to exceed \$2,500.00. *A motion was made by Mr. Kohl to approve this resolution, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-023 – Resolution to authorize the Portage County Port Authority to pay an amount not to exceed \$200.00 for 2023 membership dues to the Ohio Council of Port Authorities. *A motion was made by Mr. Kohl to approve this resolution, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-024 – Resolution authorizing \$5,000 in legal fee to the Portage County Prosecutor's office for legal services during 2023. *A motion was made by Mr. Kohl to approve this resolution, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-025 – Resolution authorizing Ex-Officio Bradford Ehrhart and/or Secretary/Treasurer Diana Fierle to be reimbursed for expenses associated with travel (as their time allows) to Ohio Council of Port Authorities meeting in 2023. *A motion was made by Mr. Kohl to approve this resolution, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-026 – Resolution approving the Secretary/Treasurer and Assistant Secretary/Treasurer to attend Ohio Public Records/Sunshine Law Training in 2023. *A motion was made by Mr. Kohl to approve this resolution, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-027 – Resolution authorizing payment to the Portage Development Board for the 1st year of the three year contract 2023 – 2025 in an amount not to exceed \$20,500 per year (\$15,000 annual contract and \$5,500 annual contribution). In addition, the PCPA shall pay to PDB the sum of twenty-five percent (25%) of the total amount of project fees received by the PCPA. *A motion was made by Mr. Kohl to approve this resolution, seconded by Ms. Cotten. All were in favor and the motion passed.*

22-028 – Resolution appointing two directors John Ryan and Lisa Anne Cotten or other directors to the Ohio Council of Port Authorities for 2023/2024/2025. This is a 3 year appointment and this Board indicates that the Board of Directors will revisit these appointments annually. *A motion was made by Ms. Hawke to approve this resolution, seconded by Mr. Kohl. All were in favor and the motion passed.*

22-029 – Resolution to Contract with Harris and Associates – PCPA annual financial statements - Resolution authorizing payment for the third year of a four year contract, not to exceed \$450.00. Four years (2020-\$400 / 2021-\$425 / 2022-\$450 / 2023-\$475), to prepare the financial statements for the State of Ohio Hinkle Report. This also gives permission to the Secretary/Treasurer to sign the contract. *A motion was made by Ms. Cotten to approve this resolution, seconded by Ms. Hawke. All were in favor and the motion passed.*

22-030 – Resolution to appoint three (3) directors to the Finance-Audit Committee for 2023. Currently Director Lisa Anne Cotten, Director Ryan (PCPA) Chairman, and Director Kovacich serve on this committee. (Chairman PCPA and at least two other directors). *A motion was made by Ms. Hawke to*

approve this resolution and the committee members, seconded by Ms. Cotten. All were in favor and the motion passed.

22-031 – Resolution to appoint Director Patrick O’Malia as the Port Authority representative to the Portage Development Board, Board of Directors for his first year of a new two year term (2023 and 2024). *A motion was made by Ms. Cotten to approve Mr. O’Malia as the representative to the Portage Development Board, seconded by Mr. Kovacich. All were in favor and the motion passed.*

22-032 – Resolution a resolution Approving and Authorizing the payment and transfer of 25% of the revenue received by the Portage County Port Authority from the sale of the real property known as 345 East Main Street, Ravenna, Ohio to the Portage Development Board. *A motion was made by Ms. Cotten to approve, seconded by Ms. Hawke. All were in favor and the motion passed.*

22-033 – Resolution a resolution concerning project fees received from LG Chem for Roetzel and Andress. *A motion was made by Ms. Cotten to approve, seconded by Ms. Hawke. All were in favor and the motion passed.*

22-034 – Resolution a resolution concerning project fees received from LG Chem for Baker Tilly. *A motion was made by Ms. Cotten to approve, seconded by Ms. Hawke. All were in favor and the motion passed.*

22-035 – Resolution a resolution approving and authorizing the payment and transfer of 25% of the project fees received from LG Chem for Portage Development Board. *A motion was made by Ms. Cotten to approve, seconded by Ms. Hawke. All were in favor and the motion passed.*

22-036 – Resolution a resolution adopting rules for conducting open public meetings by interactive video conference or teleconference, or a combination thereof. *A motion was made by Ms. Cotten to approve, seconded by Ms. Hawke. All were in favor and the motion passed.*

Correspondence

Certificate of Estimated Resources for year beginning January 1, 2023 which was approved by the **Portage County Budget Commission - County Auditor – a motion was made by Mr. Kohl to approve the Certificate of Estimated Resources provided by the Portage County Auditor, seconded by Ms. Cotten. All were in favor and the motion passed.**

Reminder of Scheduled Meeting dates for 2023, unless something changes, all will be held at the Kent Free Library, 312 W. Main St, 2nd Floor, Kent, Ohio 44240:

Tuesday, March 14, 2023 – 2:00PM

Tuesday, June 13, 2023:

1:30PM - Finance/Audit Committee

2:00PM - Board of Directors

Tuesday, September 12, 2023:

2:00PM - Board of Directors

Tuesday, December 12, 2023:

1:30PM - Finance/Audit Committee

2:00PM – Board of Directors

Other – Good of the Order - None

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RESOLUTION NO. 22-014 - RE: PORT AUTHORITY FISCAL 2023 APPROPRIATION MEASURE

It was moved by Ms. Hawke, seconded by Mr. Kohl that the following Resolution be adopted:

WHEREAS, the Portage County Budget Commission has provided the Official Certificate of Estimated Resources for 2023 for the Portage County Port Authority; and
WHEREAS, Article VI, Section 2 of the Rules and Regulations of the Portage County Port Authority requires that Port Authority funds be appropriated; now therefore be it
RESOLVED, by the Portage County Port Authority Board of Directors that funds are set aside for Port Authority expenditures during the fiscal year ending December 31, 2023 as follows:

**PORTAGE COUNTY PORT AUTHORITY
2023 Budget**

<u>Estimated Beginning Balance</u>	<u>Amount</u>
Checking Account	\$385,000.00
Money Market Account	\$132,090.00
Special Activities Account	<u>\$400.88</u>
Total Estimated Balance	\$517,490.88

<u>Description</u>	
<u>Revenues</u>	
2023 - Plaza Schroer (Brimfield) Fees	<u>\$750.00</u>
Total Revenues	<u>\$750.00</u>
Total Estimated Resources	\$518,240.88

<u>Expenses</u>	
Contract Services	\$22,500.00
Special Projects	\$25,000.00
Property Maintenance	\$0.00
Training/Meeting Expenses	\$500.00
PDB – 25% of Project Fees	\$20,000.00
Bank Fees (all accounts)	\$0.00
Transportation	\$500.00
Membership Dues	\$5,700.00
Advertising/Marketing	\$2,500.00
Real Estate Taxes	\$0.00
Telephone	\$0.00
Postage	\$0.00
Rent	\$0.00
Professional/Technical/Insurance Services	\$1,500.00
Other Services	\$0.00
Materials & Supplies	\$0.00
Photocopy & Printing Supplies (Copier)	\$0.00
Food Supplies	<u>\$200.00</u>
Total Expenses	\$78,400.00

and be it further;

RESOLVED,

that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Roll Call Vote as Follows:

Constance Hawke, Yea;
David Dix, Yea;
John Kovacich, Yea;

Jack Kohl II, Yea;
John Ryan, Yea;

Patrick O'Malia, Absent;
Lisa Anne Cotten, Yea;

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RESOLUTION NO.: 22-015

RE: JOHN RYAN ELECTED CHAIRMAN OF THE BOARD OF DIRECTORS FOR THE PORTAGE COUNTY PORT AUTHORITY FOR THE YEAR 2023.

It was moved by Lisa Cotten seconded by Jack Kohl II that the following resolution be adopted:

RESOLVED,

that John Ryan is elected to preside at all regular and special meetings in 2023 for a term of one year or until the next organizational meeting of the Board; and be it further

RESOLVED,

that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;
David Dix, yea;
John Kovacich, yea;

Jack Kohl II, yea;
John Ryan, abstained;

Patrick O'Malia, absent;
Lisa Anne Cotten, yea;

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RESOLUTION NO. 22-016

RE: JOHN KOVACICH ELECTED VICE-CHAIRMAN OF THE BOARD OF DIRECTORS FOR THE PORTAGE COUNTY PORT AUTHORITY FOR THE YEAR 2023.

It was moved by Lisa Cotten seconded by Jack Kohl II that the following resolution be adopted:

RESOLVED,

that John Kovacich is elected Vice-Chairman of the Board of Directors of the Portage County Port Authority for the year 2023 or until the next organizational meeting of the Board, to preside at all regular and special meetings when and while the Chairman shall vacate the Chair, when so acting shall have all the powers of the Chairman; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, abstained;		

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RESOLUTION **NO. 22-017**

RE: APPOINT DIANA FIERLE AS SECRETARY-TREASURER OF THE BOARD OF DIRECTORS FOR THE PORTAGE COUNTY PORT AUTHORITY FOR THE YEAR 2023.

It was moved by Lisa Cotten seconded by Jack Kohl II that the following resolution be adopted:

RESOLVED, that Diana Fierle is appointed by the Board of Directors of the Portage County Port Authority as Secretary-Treasurer of the Board for the year 2023 or until the next organizational meeting of the Board; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea;		

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RESOLUTION NO. 22-018

RE: APPOINT LYDIA POPE AS ASSISTANT SECRETARY OF THE BOARD OF DIRECTORS FOR THE PORTAGE COUNTY PORT AUTHORITY FOR THE YEAR 2023.

It was moved by Lisa Cotten, seconded by Jack Kohl II that the following resolution be adopted:

RESOLVED, that Lydia Pope is appointed by the Board of Directors of the Portage County Port Authority as Assistant Secretary of the Board for the year 2023 or until the next organizational meeting of the Board. The Assistant Secretary shall serve in the absence of the Secretary-Treasurer and shall have all of the powers, responsibilities and authority of the Secretary-Treasurer when operating in this capacity; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;
David Dix, yea;
John Kovacich, yea;

Jack Kohl II, yea;
John Ryan, yea;

Patrick O'Malia, absent;
Lisa Anne Cotten, yea;

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RESOLUTION

NO. 22-019

RE: AUTHORIZE THE PURCHASE OF SURETY BONDS FOR THE SECRETARY-TREASURER, VICE-CHAIRMAN AND CHAIRMAN OF THE PORTAGE COUNTY PORT AUTHORITY.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following resolution be adopted:

WHEREAS, Article IV, Section 10 of the Port Authority By-Laws requires that: "Checks, drafts, notes, bonds and other instruments requiring the payment of sums of money shall be executed with two signatures: one being of the Chairman or other director or Secretary/Treasurer, or the Assistant Secretary. The Board of Directors may at any time or from time to time designate one or more of its members or any other employee or officer to execute any such instrument for and on behalf of the Authority."; and

WHEREAS, the Board of Directors have agreed and designated the Chairman or Vice-Chairman to sign as secondary signatory on the Port Authority bank accounts; now therefore be it

RESOLVED, in accordance with Section 7 (B) of the By-Laws, the Board of Directors authorizes the purchase of surety bonds for the Secretary-Treasurer, Chairman and Vice-Chairman, and be it further

RESOLVED, that the purchase is to be made from the Edward H. Sutton Insurance Agency, Inc., P.O. Box 271, Aurora, Ohio 44202, in an amount of \$100/\$125 per year for each \$5000 Surety Bond not to exceed \$400.00 (total); and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;
David Dix, yea;
John Kovacich, yea;

Jack Kohl II, yea;
John Ryan, yea;

Patrick O'Malia, absent;
Lisa Anne Cotten, yea;

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RESOLUTION NO. 22- 020

RE: AUTHORIZATION FOR THE PURCHASE OF ITEMS NECESSARY FOR THE HOSTING OF PORTAGE COUNTY PORT AUTHORITY FUNCTIONS AND MEETING EXPENSES FROM JANUARY 1, 2023 THROUGH DECEMBER 31, 2023 NOT TO EXCEED \$500.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following Resolution be adopted:

WHEREAS, the Board of Directors hosts various meetings and functions throughout the year for which they must authorize the purchase of items necessary for those events; and

WHEREAS, in accordance with the Auditor of the State of Ohio Bulletin 2004-002, which requires "that expenditures of public funds for coffee, meals, refreshments, or other amenities have prior authorization by the appropriate legislative authority"; now therefore be it

RESOLVED, that the Portage County Port Authority Board of Directors does hereby authorize the purchase of items necessary to host various meetings and events throughout the year 2023 in a total amount not to exceed \$500; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea;		

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RESOLUTION NO. 22-021

RE: AUTHORIZATION FOR PAYMENT FOR LEGAL NOTICES OF THE PORTAGE COUNTY PORT AUTHORITY MEETINGS IN 2023 NOT TO EXCEED \$1,000.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following Resolution be adopted:

RESOLVED, that the Portage County Port Authority Board of Directors does hereby authorize payment for various legal notices published in the Newspaper of the Board of Directors' regular and special meetings throughout the year 2023 in a total amount not to exceed \$1,000; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea;		

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RESOLUTION NO. 22-022

RE: AUTHORIZATION FOR MARKETING/ADVERTISING AND SPONSORSHIP OPPORTUNITIES OF THE PORTAGE COUNTY PORT AUTHORITY IN 2023.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following Resolution be adopted:

RESOLVED, that the Portage County Port Authority Board of Directors does hereby authorize marketing/advertising and sponsorship opportunities of the Portage County Port Authority throughout the year 2023 in a total amount not to exceed \$2,500; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea;		
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RESOLUTION NO. 22-023

RE: AUTHORIZE PAYMENT OF DUES TO THE OHIO COUNCIL OF PORT AUTHORITIES.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following resolution be adopted:

WHEREAS, Ohio Governor Voinovich’s Executive Order 98-09V created the Ohio Port Authority Council consisting of one House Representative (ex-officio capacity), one Senate Representative (ex-officio capacity), one ODOT Representative, one Ohio Department of Development Representative, and one member from each Port Authority, as designated by the Chairman. Council members are appointed by the Governor and serve three (3) year terms; and

WHEREAS, that the Board of Directors agreed to join the Ohio Council of Port Authorities at a current cost not to exceed \$200 for 2023. The Board of Directors noted that the dues increased from \$100 to \$200 in 2018, as determined by the Ohio Council of Port Authorities in October 2017; now therefore be it

RESOLVED, that the Board of Directors authorizes payment not to exceed \$200 for dues in 2023; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea;		
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RESOLUTION NO. 22-024

RE: AGREE TO ENTER INTO AN AGREEMENT WITH THE PORTAGE COUNTY PROSECUTOR FOR LEGAL SERVICES FOR THE PORTAGE COUNTY PORT AUTHORITY FOR THE YEAR 2023.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following resolution be adopted:

RESOLVED, that the Board of Directors enters into a Fee Agreement for Legal Services from the Portage County Prosecutor for the Port Authority for the year 2023 at a cost of Five thousand dollars (\$5,000.00); and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;
David Dix, yea;
John Kovacich, yea;

Jack Kohl II, yea;
John Ryan, yea;

Patrick O'Malia, absent;
Lisa Anne Cotten, yea;

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RESOLUTION NO. 22-025

RE: AUTHORIZE PORTAGE DEVELOPMENT BOARD PRESIDENT/PORT AUTHORITY EX OFFICIO MEMBER BRADFORD EHRHART AND/OR SECRETARY-TREASURER DIANA FIERLE TO ATTEND OHIO COUNCIL OF PORT AUTHORITIES MEETINGS IN 2023 (AS THEIR SCHEDULE ALLOWS) AND RECEIVE REIMBURSEMENT.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following Resolution be adopted:

RESOLVED, that the Board of Directors authorizes Portage Development Board President/Port Authority Ex Officio member Bradford Ehrhart and/or Secretary/Treasurer Diana Fierle to travel for regular and special meetings of the Ohio Council of Port Authorities throughout 2023 on their behalf and as their schedule allows. The Board of Directors also authorizes them to spend the night prior to the meetings when the meetings begin prior to 10:00 AM in the morning and authorizes reimbursement of the travel expenses in accordance with the Port Authorities' Travel and Expense Reimbursement Policy; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;
David Dix, yea;
John Kovacich, yea;

Jack Kohl II, yea;
John Ryan, yea;

Patrick O'Malia, absent;
Lisa Anne Cotten, yea;

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RESOLUTION NO. 22-026

RE: IN ACCORDANCE WITH OHIO SUBSTITUTE HOUSE BILL 9 (126TH GENERAL ASSEMBLY) APPOINT SECRETARY-TREASURER DIANA FIERLE AND ASSISTANT SECRETARY LYDIA POPE AS THE DESIGNEES TO ATTEND TRAINING PROGRAMS AND SEMINARS ABOUT OHIO'S PUBLIC RECORDS LAW.

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following Resolution be adopted:

WHEREAS, Ohio Substitute House Bill 9 (126th General Assembly) requires a public office to adopt a public records policy in compliance with Ohio's Public Records Law for responding to public requests for information; and

WHEREAS, Ohio law requires that elected and appointed officials attend a three hour seminar about Public Records Law but also allows the official to appoint a designee; now there for be it

RESOLVED, that the Portage County Port Authority Board of Directors do hereby appoint Secretary-Treasurer Diana Fierle and Assistant Secretary Lydia Pope as the Board's designees to attend the required training in accordance with Ohio Substitute House Bill 9 (126th General Assembly) and authorize reimbursement of all travel expenses in accordance with the Port Authority's Travel and Expense Reimbursement Policy; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea		

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RESOLUTION NO. 22-027

RE: AUTHORIZE PAYMENT TO THE PORTAGE DEVELOPMENT BOARD FOR 2023, THE FIRST YEAR OF A NEW THREE YEAR CONTRACT BETWEEN THE PORTAGE COUNTY PORT AUTHORITY AND THE PORTAGE DEVELOPMENT BOARD FOR CONTRACT SERVICES, CONTRIBUTION AND PROJECT FEES OF 25% OF WHAT THE PCPA RECEIVES

It was moved by Jack Kohl II, seconded by Lisa Cotten that the following resolution be adopted:

WHEREAS, the Portage Development Board is private, not-for-profit corporation which provides economic development programs for the business community of Portage County; and

WHEREAS, the Portage Development Board agrees to furnish and the Portage County Port Authority agrees to purchase services in accordance with the Terms and Conditions set forth in the attached Agreement, now therefore be it

RESOLVED, that the Board of Directors agree to enter into an agreement for services with the Portage Development Board, 217 South Chestnut Street in Ravenna, Ohio in the amount of \$15,000 per year for services and \$5,500 annual contribution per calendar year beginning January 1, 2023, and will continue in effect until December 31, 2025; and be it further

RESOLVED, that the Board of Directors agree to pay to the Portage Development Board twenty-five (25%) percent of the total amount of project fees received by the PCPA. Said amount shall be paid upon invoice from the Portage Development Board, and be it further

RESOLVED, that this Agreement shall renew automatically for a one (1) year term beginning January 1, 2026 and each January 1 thereafter, unless either party notifies the other party in writing of its intention to not renew this agreement at least sixty (60) days prior to the end of the current term. Such notice of intent to not renew may be delivered by regular U.S. mail, and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea		

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RESOLUTION NO. 22-028

RE: APPOINTMENT OF DIRECTORS JOHN RYAN AND LISA ANNE COTTEN AS THE PORTAGE COUNTY PORT AUTHORITY APPOINTMENTS TO THE OHIO COUNCIL OF PORT AUTHORITIES FOR 2023, 2024 AND 2025.

It was moved by Constance Hawke, seconded by Jack Kohl II that the following Resolution be adopted:

WHEREAS, the Portage County Port Authority was created by the Portage County Board of Commissioners in April 2002 by Resolution No. 02-0372 under Section 4582 of the Ohio Revised Code; and

WHEREAS, the Ohio Council of Port Authorities was created by Executive Order 98-09V; now therefore be it

RESOLVED, that the Portage County Port Authority Board of Directors makes the following appointments for the Portage County Port Authority representative to the Ohio Council of Port Authorities for the year 2023, 2024 and 2025. The Board of Directors note that term of this appointment is three (3) years but they agreed to revisit this appointment yearly:

2023-2025 Appointments: John Ryan Lisa Anne Cotten
and be it further

RESOLVED, that the Board of Directors authorizes the Directors to travel to regular and special meetings of the Ohio Council of Port Authorities throughout 2023, 2024 and 2025. The Board of Directors also authorizes reimbursement of the Directors' travel expenses in accordance with the Port Authorities' Travel and Expense Reimbursement Policy; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, abstained;	Lisa Anne Cotten, abstained;
John Kovacich, yea;		

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RESOLUTION NO. 22-029

RE: AGREE TO ENTER INTO AN AGREEMENT WITH CHARLES E. HARRIS & ASSOCIATES FOR FINANCIAL STATEMENTS AND NOTES TO THE FINANCIAL STATEMENTS OF THE PORTAGE COUNTY PORT AUTHORITY, IN

**ACCORDANCE WITH THE AUDITOR OF STATE REGULATORY BASIS OF
ACCOUNTING FOR THE YEAR ENDED DECEMBER 31, 2020 THROUGH 2023.**

It was moved by Lisa Cotten, seconded by Constance Hawke that the following resolution be adopted:

RESOLVED, that the Board of Directors enters into an Agreement for Financial Services through Charles E. Harris & Associates to prepare financial statements and notes to the financial statements for years ending December 31, 2020 through 2023, for the State of Ohio's Hinkle System for the Port Authority at a cost not to exceed \$400 (four hundred) for 2020, \$425 (four hundred and twenty five dollars) for 2021, \$450 (four hundred fifty) for 2022, and \$475 (four hundred seventy five) for 2023; and be it further

RESOLVED, that the Board of Directors authorizes payment for the third year of this contract not to exceed \$450 (four hundred fifty dollars); and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;
David Dix, yea;
John Kovacich, yea;

Jack Kohl II, yea;
John Ryan, yea;

Patrick O'Malia, absent;
Lisa Anne Cotten, yea;

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RESOLUTION NO. 22-030

RE: APPOINTMENT OF DIRECTORS JOHN RYAN, JOHN KOVACICH AND LISA ANNE COTTEN TO THE PORTAGE COUNTY PORT AUTHORITY FINANCE/AUDIT COMMITTEE

It was moved by Constance Hawke, seconded by Lisa Cotten that the following Resolution be adopted:

WHEREAS, the Portage County Port Authority was created by the Portage County Board of Commissioners in April 2002 by Resolution No. 02-0372 under Section 4582 of the Ohio Revised Code; and

WHEREAS, the Portage County Port Authority created the Finance/Audit Committee which consists of at least 3 (three) directors with one being the Chairman of the Board along with two other directors appointed by the board; now therefore be it

RESOLVED, that the Portage County Port Authority Board of Directors makes the following appointments to the Finance/Audit Committee, Mr. Ryan, Mr. Kovacich and Ms. Cotten and the Board of Directors note that the term of this appointment will be revisited yearly; and

2023 Appointment: **John Ryan** **John Kovacich** **Lisa Anne Cotten**
and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea;		
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RESOLUTION NO. 22-031

RE: APPOINTMENT OF DIRECTOR PATRICK O'MALIA AS THE PORTAGE COUNTY PORT AUTHORITY REPRESENTATIVE TO THE PORTAGE DEVELOPMENT BOARD, BOARD OF DIRECTORS

It was moved by Lisa Cotten, seconded by Constance Hawke that the following Resolution be adopted:

WHEREAS, the Portage County Port Authority was created by the Portage County Board of Commissioners in April 2002 by Resolution No. 02-0372 under Section 4582 of the Ohio Revised Code; and

WHEREAS, the Portage Development Board was created as a private non-profit county level economic development agency; now therefore be it

RESOLVED, that the Portage County Port Authority Board of Directors makes the following appointment for the Portage County Port Authority representative to the Portage Development Board for the years of 2023 and 2024 (1st and 2nd year of current contract). The Board of Directors note that the term of this appointment will be revisited yearly; and

2023 Appointment: **Patrick O'Malia**
and be it further

RESOLVED, that the Board of Directors authorizes the Director to travel to regular and special meetings of the Portage Development Board throughout 2023 and 2024. The Board of Directors also authorizes reimbursement of the Directors' travel expenses in accordance with the Port Authorities' Travel and Expense Reimbursement Policy; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

Constance Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;
David Dix, yea;	John Ryan, yea;	Lisa Anne Cotten, yea;
John Kovacich, yea;		
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RESOLUTION NO. 22-032

RE: A RESOLUTION APPROVING AND AUTHORIZING THE PAYMENT AND TRANSFER OF 25% OF THE REVENUE RECEIVED BY THE PORTAGE COUNTY PORT AUTHORITY FROM THE SALE OF THE REAL PROPERTY KNOWN AS 345 EAST MAIN STREET, RAVENNA, OHIO TO THE PORTAGE DEVELOPMENT BOARD

It was moved by Lisa Cotten, seconded by Constance Hawke that the following resolution be adopted:

WHEREAS, the Portage County Port Authority Board of Directors on behalf of the Portage County Port Authority has previously adopted Resolution 22-013 approving a payment of 25% of the revenue received by the Port Authority from the sale of the real property known as 345 E. Main Street, Ravenna, Ohio, Tax Number 31-349-03-00-131-002

WHEREAS, pursuant to the Purchase and Sale Agreement between the Port Authority and the City of Ravenna, the Ravenna School District was to receive one-half (1/2) of the sale proceeds (after closing costs) and the Port Authority was to receive the remaining one-half (1/2) of the sale proceeds after closing costs.

WHEREAS, after closing costs the one-half (1/2) amount of the sale proceeds received by the Port Authority was \$157,425.00 and from that amount the Board of Directors will forward for payment the amount of \$39,356.25 to the Portage Development Board.

RESOLVED, the Portage County Port Authority Board of Directors on behalf of the Portage County Port Authority hereby approves for payment and transfer the amount of \$39,356.25 to the Portage Development Board derived from the sale of the real property to the City of Ravenna.

RESOLVED, that the Portage County Port Authority Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of the Board and that all deliberation of this Board that resulted in formal action were in open meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Vote as follows:

John Ryan, yea;	Lisa Cotten, yea;	David Dix, yea;
John Kovacich, yea;	Connie Hawke, yea;	Jack Kohl II, yea;
Patrick O'Malia, absent;		
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RESOLUTION NO. 22-033

RE: A RESOLUTION CONCERNING PROJECT FEES RECEIVED FROM LG CHEM FOR ROETZEL AND ANDRESS

It was moved by Lisa Cotten, seconded by Constance Hawke, that the following resolution be adopted:

WHEREAS, the Portage County Port Authority Board of Directors received from LG Chem the amount of \$60,000.00 for project fees incurred by Roetzel and Andress;

RESOLVED, the Portage County Port Authority Board of Directors has forwarded the \$60,000.00 for such project fees to Roetzel and Andress who has previously incurred such fees;

RESOLVED, that the Portage County Port Authority Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of the Board and that all deliberation of this Board that resulted in formal action were in open meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Vote as follows:

John Ryan, yea;	Lisa Cotten, yea;	David Dix, yea;	John Kovacich, yea;
Connie Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;	

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RESOLUTION NO. 22- 034

RE: A RESOLUTION CONCERNING PROJECT FEES RECEIVED FROM LG CHEM FOR BAKER TILLY

It was moved by Lisa Cotten, seconded by Constance Hawke that the following resolution be adopted:

WHEREAS, the Portage County Port Authority Board of Directors received from LG Chem the amount of \$40,000.00 for project fees incurred by Baker and Tilley;

RESOLVED, the Portage County Port Authority Board of Directors has forwarded the \$40,000.00 for such project fees to Baker Tilly who has previously incurred such fees;

RESOLVED, that the Portage County Port Authority Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of the Board and that all deliberation of this Board that resulted in formal action were in open meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Vote as follows:

John Ryan, yea;	Lisa Cotten, yea;	David Dix, yea;
John Kovacich, yea;	Connie Hawke, yea;	Jack Kohl II, yea;
Patrick O'Malia, absent;		

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RESOLUTION NO. 22-035

RE: A RESOLUTION APPROVING AND AUTHORIZING THE PAYMENT AND TRANSFER OF 25% OF THE PROJECT FEES RECEIVED FROM LG CHEM

It was moved by Lisa Cotten, seconded by Constance Hawke that the following resolution be adopted:

WHEREAS, the Portage County Port Authority Board of Directors on behalf of the Portage County Port Authority ("Board") received from LG Chem \$135,000.00 for project fees;

WHEREAS, the "Board" has determined to transfer for payment 25% of \$135,000, which amounts to \$33,750.00, to the Portage Development Board.

RESOLVED, the Board hereby approves for payment and transfer the amount of \$33,750.00 to the Portage Development Board derived from project fees paid by LG Chem

RESOLVED, that the Portage County Port Authority Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of the Board and that all deliberation of this Board that resulted in formal action were in open meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Vote as follows:

John Ryan, yea;	Lisa Cotten, yea;	David Dix, yea;	John Kovacich, yea;
Connie Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;	

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RESOLUTION NO. 22-036

RE: A RESOLUTION ADOPTING RULES FOR CONDUCTING OPEN PUBLIC MEETINGS BY INTERACTIVE VIDEO CONFERENCE OR TELECONFERENCE, OR A COMBINATION THEREOF

It was moved by Lisa Cotten, seconded by Constance Hawke that the following resolution be adopted:

WHEREAS, Pursuant to Section 4582.60 of the Ohio Revised Code the board of directors of a county port authority may establish rules for holding meetings by electronic technology;

RESOLVED, the Portage County Port Authority Board of Directors ("Board") hereby establishes the following rules for conducting interactive video conferences or by teleconference:

1. The Board establishes the Portage Development Board/Portage County Port Authority office at 217 S. Chestnut St, Ravenna, OH as the primary meeting location which will be open and accessible to the public;
2. Meeting related materials that are available before the meeting will be sent by email to all Board members;
3. In the event the Board conducts an interactive video conference the Board will cause clear video and audio connections to be established so that all meeting participants at the primary meeting location may see and hear each Board member;
4. In the event the Board conducts a teleconference the Board will cause a clear audio connection to be established for all meeting participants at the primary location to hear each board member;
5. All Board members are to have the capability of receiving meeting related materials that are distributed during the Board meeting and such will be distributed by way of email;
6. A roll call vote is to be recorded for each vote taken;
7. The minutes of the Board meetings will identify which Board members remotely attended the meeting by interactive video or teleconference;

RESOLVED, the Board hereby authorizes members of the Board to remotely attend a board meeting by interactive video conference or teleconference, or by a combination thereof, in lieu of attending a meeting in person;

RESOLVED, that at least one Board member shall be physically present at the primary location when conducting an interactive video conference or teleconference Board meeting and no Board member may attend by way of electronic technology who is not physically present in the State of Ohio and no more than one Board member may be physically present at the same remote location;

RESOLVED, any member of the public who requests meeting-related materials will be provided the materials before a Board meeting by way of email or other method requested;

RESOLVED, the Board shall verify the identity of each Board member attending electronically by the following means: By call of the roll;

RESOLVED, that the Portage County Port Authority Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of the Board and that all deliberation of this Board that resulted in formal action were in open meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Vote as follows:

John Ryan, yea;	Lisa Cotten, yea;	David Dix, yea;	John Kovacich, yea;
Connie Hawke, yea;	Jack Kohl II, yea;	Patrick O'Malia, absent;	

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There being no further business to come before the Board of Directors, the meeting of December 13, 2022, a motion was made by Mr. Kohl, seconded by Mr. Kovacich, to adjourn. All were in favor and the meeting adjourned at 3:10 p.m.

We do hereby certify that the foregoing is a true and correct record of the Portage County Port Authority Board of Director's regular meeting on December 13, 2022.

Constance Hawke

John Ryan, Chairman

John Kovacich, Vice-Chairman

Jack Kohl, II

Lisa Anne Cotten

Resigned

David Dix

Patrick O'Malia

Diana Fierle, Secretary/Treasurer