

MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY
BOARD OF DIRECTORS

Regular Meeting
September 2, 2021

4:00 PM

Dayton Convention Center – Room 205

AGENDA

- I. Roll Call
- II. Approval of minutes of the August 5, 2021 Regular Meeting Action
- III. Approval of minutes of the August 19, 2021 Special Meeting Action
- IV. Reports and Communications
 - A. Finance Committee Report
 - i. DCC Skywalk Roof Replacement – Omnia Program Action
 - ii. DCC Lobby Carpet Replacement – Omnia Program Action
 - B. Operations Committee Report
 - i. LWC/LMC Design Services Agreement Action
 - ii. DCC HVAC Update w/ASM Information
 - C. Fiscal Officer Report, Sean Fraunfelter, Interim Fiscal Officer
 - i. July Financial Report Action
 - ii. Bond Fund Update
 - iii. Consideration of Resolution 2021-08 – Post Issuance Compliance Policy Action
 - D. Executive Director Report, Pam Plageman, MCCFA Executive Director
 - i. Audio Visual Preferred Vendor Recommendation w/ASM Action
 - ii. Progress Report – DCC Improvements
 - iii. Updates on Hotel/Motel Tax Collections – June/July 2021
- V. Executive Session – If needed, to consider the purpose of conducting a conference with an attorney or attorneys for the Authority concerning disputes involving the Authority that are the subject of pending or imminent court action. Upon conclusion of the executive session, the Board will reconvene its meeting of the Board of Directors.
- VI. Other Business
- VII. Next Meeting Date: October 7, 2021, 4:00 PM – In Person at DCC
- VIII. Adjournment Action

**MONTGOMERY COUNTY CONVENTION FACILITIES
AUTHORITY
BOARD OF DIRECTORS**

Regular Meeting Minutes
August 5, 2021 4:00 P.M.
Dayton Convention Center, Board Room 205

BOARD OF DIRECTORS

PRESENT: Walter Reynolds, Chair; David Abney; Elizabeth Conner; Belinda Kenley; Jacquelyn Powell, Mike Stevens; LaShea Lofton; Kevin Weckesser and Tom Whelley.

EXCUSED: Jeff Gore

GUESTS:

Paul Gruner, Incoming Board Member
Pam Plageman, Executive Director
Sean Fraunfelter, Fiscal Officer
Mike Burns, Baird Private Wealth Management
Kelli Donahoe, John Page, Ryan Thorpe, ASM Global
John Fabelo, Bear Monita, LWC Incorporated
Quin Kline, CBD Advisors
Shannon Martin, Bricker & Eckler

I. Roll Call

Chairman Reynolds called the meeting to order at 4:03 P.M. and Ms. Kline called the roll.

II. Approval of the minutes of the July 1, 2021 Meeting Minutes

Chairman Reynolds asked the members of the Board if they had any edits to the May meeting minutes. Chairman Reynolds stated that Mr. Gore was noted in the minutes as being both PRESENT and EXCUSED and asked that Mr. Gore be marked as EXCUSED for the July 1, 2021 Board meeting. With that change noted Chairman Reynolds called for a motion to approve the minutes.

MOTION: It was then moved by Ms. Powell and seconded by Ms. Kenley and unanimously voted "to approve the July 1, 2021 meeting minutes with corrections".

III. Reports & Communication

A. Finance Committee Report

i. DCC Financing Options Update/Baird

Mike Burns from Baird presented the financing options available to the organization for the bond request. Mr. Burns discussed the process briefly stating that the team sent the package out to 40 different banks and capital firms and 5 proposals were returned one institution, Key Bank, offered the most favorable financing options. There was a robust discussion around each rate and term option of the Key Bank proposal. Mr. Whelley asked if the organization has the cash flow to support all of the options in the proposal.

Mr. Fraunfelter explained that for budgeting purposes, the MCCFA has accommodated for all scenarios presented. Mr. Whelley asked if he was correct in assuming that the improvements needed to facility cannot be made without bond funding like this. Ms.

Plageman said, that was correct. She then requested for a special board meeting to vote on a funding option on August the 19th at 4:00PM ET. Mr. Fraunfelder reminded the Board that the Finance Committee meets directly before the proposed special board meeting. Ms. Plageman added that Bricker and Eckler is doing pre-work that can be discussed at that meeting with the hope to close on the financing in September. Mr. Burns stated that the deadline to close on the financing with these rates and terms is September 8th. Ms. Lofton asked why the \$10 million number was chosen for this bond. Ms. Plageman responded that they wanted to be conservative with the first ask but intend to come back to the board with an additional ask in the fall of this year. Mr. Fraunfelder added that \$10 million is the bank maximum threshold. After different varying discussion within the board members and members of the finance committee seemed to prefer the 10 -Year financing option presented. The resolution to accept the financing will be presented at the August 19th 2021 special board meeting for approval

ii. Telescoping Seating/Bleacher Replacement w/ASM

Ryan Thorpe from ASM presented to the Board that the current bleachers are in disrepair and are unsafe for guests. The recommendation is for the Board to spend out of the bond fund, when approved and financed, to replace the bleachers with new products from the same manufacturer. The new bleachers will be state of the art and a true competitive advantage. Mr. Whelley asked if there would be the same number of seats as there currently have. Mr. Thorpe responded no but currently event goers don't use most of the top most seats so the practical use will not be compromised. Ms. Lofton asked about handicap seating and if the price included options for those. Mr. Thorpe said that those options can be added and Ms. Plageman and Ms Lofton agreed that those should be made with the purchase.

MOTION: It was then moved by Mr. Whelley and seconded by Mr. Stevens and unanimously voted "to approve the purchase of bleachers, aluminum decking, lights and handicap fittings upon the bond financing receipt".

iii. Boom Lift Lease/Purchase

Ms. Plageman presented a request to enter into a lease to purchase agreement on a Boom Lift. Ms. Plageman presented the term as 60 months long at \$1,109 per month which is a \$761 dollar savings over the current monthly expenses for renting equipment.

MOTION: It was then moved by Ms. Lofton and seconded by Ms. Conner and unanimously voted "to approve the lease to purchase agreement for the Boom Lift".

iv. Scissor Lift Purchase

Ms. Plageman presented a request to purchase a scissor lift in the amount of \$15,000 to be paid out of the bond financing when approved. Ms. Plageman explained that currently the facility is renting this equipment.

MOTION: It was then moved by Mr. Weckesser and seconded by Ms. Connors and unanimously voted "to approve the purchase of the Scissor Lift."

v. DCC Lobby Carpet Replacement - Omnia Program

Ms. Plageman presented the option to replace the carpeting on the first floor. Ms. Powell asked for more time to consider the whole design and table the matter until the master planning is complete. The Board members agreed to table the conversation.

B. Operations Committee Report

i. LWC/LMC 90Day Master Plan Agreement

Ms. Plageman introduced Mr. Monita and Mr. Fabelo from LWC to discuss the 90 Day Master Plan. Mr. Fabelo walked the board through the proposal and timeline of the project detailing the process of how they arrived at the fee schedule and the timetables. Mr. Fabelo emphasized that the partnerships are going to be key to the success of the planning and execution of the project and they feel as though they have some of the best partners in the industry. Mr. Weckesser asked what the total master plan is estimated to cost in all. Ms. Plageman responded that the plan should not exceed \$35Million.

MOTION: It was then moved by Ms. Kenley and seconded by Mr. Whelley and unanimously voted “to approve the LWC/LMC 90 Day Master Plan Agreement.”

C. Fiscal Officer Report, Sean Fraunfelter, Interim Fiscal Officer

i. DCC June Financials w/ASM Global

Mr. Fraunfelter presented the financials and focused on the income statement, revenue and expenses. Mr. Fraunfelter mentioned that ASM continues to be an incredible partner and ally. Ms. Lofton asked if there are standard collection and Accounts Receivable (AR) policies followed. Mr. Fraunfelter stated that ASM follows the extensive documentation that ASM uses for accounting policy. Additional discussion took place over the CFA implementing an accounts receivable policy in the future that includes language related to both the ASM receivables and CFA receivables.

MOTION: It was then moved by Ms. Lofton and seconded by Mr. Weckesser and unanimously voted “to approve the June financials as presented.”

ii. The Shuttered Venue Operations Grant (SVOG) Program

Mr. Fraunfelter presented that unfortunately the SVOG Program opportunity will not be realized. The grant was found to focus on performing arts venues and given those parameters the organization is not qualified to receive grant funding.

D. Executive Director Report, Pam Plageman, MCCFA Executive Director

Progress Report - Dayton Convention Center Improvements

Ms. Plageman highlighted the repairs and improvements that continue to be made in and around the facility. Ms. Plageman spoke in particular to the roof and ceiling repairs, the escalator cleaning and the replacement of the chillers and cooling towers. She also spoke to the commitment of the organization to focus on sustainability by reusing older products and implementing “green” policies and processes.

ii. Updates on Hotel/Motel Tax Collections

Ms. Plageman reported the Hotel/Motel tax collection going well. She noted that now she has been able to employ the help of contacts at the city and county to align strategically with collection. Ms. Plageman said there are five entities still outstanding but the team is working diligently to collect.

IV. Executive Session

Ms. Kenley made a motion to adjourn to Executive Session for the purpose of conducting a conference with an attorney or attorneys for the Authority concerning disputes involving the Authority that are the subject of pending or imminent court action. The motion was seconded by Ms. Powell.

After a roll call vote, the Board adjourned to executive session and excused all guests except for Ms. Plageman and Ms. Martin for the session. Following discussion with council, a motion and roll call vote, the Board returned to open session.

V. Other Business

Mr. Reynolds reminded the Board the next meeting is September 2nd at 4:00 PM in person at the DCC.

VI. Adjournment

It was properly moved and seconded and thereafter unanimously approved that the meeting be adjourned. Thereupon, the meeting adjourned at approximately 6:30 p.m.”

CERTIFICATE

The undersigned Secretary of the Board of Directors of the Montgomery County Convention Facilities Authority hereby certifies that the foregoing is a true copy of the minutes of the August 5, 2021, meeting of the Board of Directors of said Convention Facilities Authority, as approved by the Board on September 2, 2021.



Secretary, Board of Directors
Montgomery County Convention Facilities
Authority