

**RESOLUTION NO. 19-1481  
NOVEMBER 19, 2019**

**RESOLUTION TO CREATE A MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY AND TO AUTHORIZE SAID AUTHORITY TO LEVY A TAX PURSUANT TO SECTION 351.021, OHIO REVISED CODE.**

**WHEREAS**, the City of Dayton ("City") has requested that the Board of County Commissioners create a convention facilities authority and further as pledged to transfer its ownership of the Dayton Convention Center, located at 22 East Fifth Street, Dayton, OH 45402; and

**WHEREAS**, the City and Board of County Commissioners have entered into a Memorandum of Understanding wherein both parties have agreed to pledge certain moneys each year for the operation of the convention facilities authority; and

**WHEREAS**, the Board of County Commissioners of Montgomery County, Ohio, to encourage economic development and create jobs, has determined that the public good will be served by the creation of a convention facilities authority within the county; and

**WHEREAS**, Section 351.02 of the Ohio Revised Code authorizes the Board of County Commissioners to create a convention facilities authority; and

**WHEREAS**, Section 351.04 of the Ohio Revised Code provides that a convention facilities authority shall be governed by a board of directors, with each member of the board of directors to serve staggered terms of no longer than four years; and

**WHEREAS**, Section 351.021(A) and 351.021(C)(3) of the Ohio Revised Code provide that the Board of County Commissioners may authorize the convention facilities authority to levy the excise tax authorized by Division (B)(1) of Section 351.021 of the Ohio Revised Code to pay the cost of one or more facilities; to pay principal, interest, and premium on convention facilities authority tax anticipation bonds issued to pay those costs; to pay the operating costs of the authority; to pay operating and maintenance costs of those facilities; and to pay the costs of administering the excise tax, with such excise tax not to exceed three per cent per transaction, as set forth in Section 351.021(C)(3).

**NOW, THEREFORE, BE IT RESOLVED** by the Board of County Commissioners of Montgomery County, Ohio:

Section 1. There is hereby created a Convention Facilities Authority pursuant to Section 351.02 of the Ohio Revised Code, and the Convention Facilities Authority shall hereafter be known as the "Montgomery County Convention Facilities Authority."

Section 2. The Montgomery County Convention Facilities Authority shall be governed by a board of directors of eleven (11) members, appointed in the manner delineated in Section 351.04 of the Ohio Revised Code. Each director shall have been a qualified elector of, or shall have had his or her business or place of employment in, Montgomery County for a period of at least three (3) years preceding his or her appointment. The directors shall initially serve staggered terms as follows:

<u>Position</u>	<u>Appointing Official</u>	<u>Classification of Appointment</u>	<u>Initial Term, Commencing January 1, 2020</u>
1	County Commissioners	General	4 years
2	County Commissioners	General	3 years
3	County Commissioners	General	2 years
4	County Commissioners	Township Representative	4 years
5	County Commissioners	A Major Business Trade Association Representative	3 years
6	County Commissioners	Convention and Visitors' Bureau Representative	2 years
7	Mayor, City of Dayton	General	4 years
8	Mayor, City of Dayton	General	2 years
9	Mayor, City of Dayton	General	1 year
10	Mayors, Remaining Municipal Corporations	General	3 years
11	Mayors, Remaining Municipal Corporations	General	1 year

At the conclusion of the initial terms, successors shall be appointed by the respective appointing authorities for a term of four years. Any director shall be eligible for reappointment. Any vacancy shall likewise be filled by the appointing officials for that particular director position. Any person appointed to fill a vacancy shall be appointed to only the remaining unexpired term of that position. Directors shall be entitled to receive from the Authority reimbursement for reasonable expenses incurred in the performance of their duties, but the directors shall serve without compensation.

Section 3. Original appointments to the board of directors shall be made on or before December 31, 2019, and the Clerk of this Board shall, this day, notify the Mayor of each municipal corporation located within this County of the action taken in this Resolution. Mayors of the remaining municipalities shall submit to the County Board of Commissioners, in writing, on or before December 6, 2019, the names of two directors they have agreed upon to serve on the

MCCFA Board of Directors. The persons appointed by the Mayors shall not be members of the same political party.

The Mayor of the City of Dayton shall certify the names and terms of office of his or her appointments to the Clerk of this Board by December 6, 2019, and the Mayor shall provide therewith proper evidence of approval of said appointments by a majority vote of the members of the Dayton City Council pursuant to Section 351.04 of the Ohio Revised Code. Not more than two of the persons so appointed and approved shall be members of the same political party.

Section 4. Pursuant to Section 351.021(A) and 351.021(C)(3) of the Ohio Revised Code, the Montgomery County Convention Facilities Authority created by this Resolution is authorized to levy the excise tax authorized by Section 351.021(B)(1) of the Ohio Revised Code, for the purposes set forth therein, in an amount not to exceed three per cent per transaction.

RESOLUTION NO: 19-1481  
NOVEMBER 19, 2019

**CERTIFICATE**

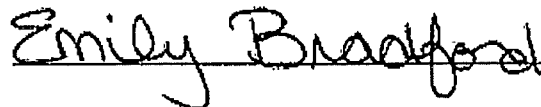
Ms. Dodge moved the adoption of the foregoing resolution. It was seconded by Mrs. Rice, and upon call of the roll the following vote resulted:

Ms. Dodge, aye; Mrs. Rice, aye; Mrs. Lieberman, aye: Carried.

-----

I hereby certify that the foregoing is a true and correct copy of a resolution duly adopted by the Board of County Commissioners of Montgomery County, Ohio, on the 19th day of November, 2019.

THE BOARD OF COUNTY COMMISSIONERS HEREBY FINDS AND DETERMINES THAT ALL FORMAL ACTIONS RELATIVE TO THE ADOPTION OF THIS RESOLUTION WERE TAKEN IN AN OPEN MEETING OF THIS BOARD OF COUNTY COMMISSIONERS, AND THAT ALL DELIBERATIONS OF THIS BOARD OF COUNTY COMMISSIONERS, AND OF ITS COMMITTEES, IF ANY WHICH RESULTED IN FORMAL ACTION, WERE TAKEN IN MEETINGS OPEN TO THE PUBLIC, IN FULL COMPLIANCE WITH APPLICABLE LEGAL REQUIREMENTS, INCLUDING SECTION 121.22 OF THE REVISED CODE.



Emily Bradford, Clerk  
Board of County Commissioners  
Montgomery County, Ohio

**MEMORANDUM OF UNDERSTANDING**

**THIS MEMORANDUM OF UNDERSTANDING ("MOU")**, effective on the last date executed below, is entered into by and between the **BOARD OF COUNTY COMMISSIONERS OF MONTGOMERY COUNTY, OHIO** ("County") and the **CITY OF DAYTON, OHIO** ("City") and concerns the creation and funding of the Montgomery County Convention Facilities Authority ("MCCFA").

**WHEREAS**, Upon request from the City to create a convention facilities authority with the hopes of revitalizing the Dayton Convention Center, County has agreed, in the interest of stimulating the local economy, to pass a resolution creating the MCCFA;

**WHEREAS**, City owns and operates the Dayton Convention Center located at the address commonly known as 22 E 5<sup>th</sup> Street, Dayton, OH 45402 ("Convention Center");

**WHEREAS**, The majority of the hotel and motel rooms in Montgomery County are located outside of the City of Dayton;

**WHEREAS**, County and City mutually desire to enter into this MOU in order to establish a framework for future funding of the MCCFA; and

**WHEREAS**, Both the City and County acknowledge that the intentions outlined within this MOU are dependent upon subsequent actions and agreements that require City Commission approval and Board of County Commissioner approval, respectively. Therefore, it is the intent of both parties to use their best efforts to cause such approvals in order to carry out the intentions outlined within this MOU.

**NOW, THEREFORE**, in consideration of the above recitations and the promises, covenants, and agreements contained herein, County and City hereby agree to use their best efforts to cause the following:

**AGREEMENT**

1. City Transfer of Convention Center to MCCFA. City will retain ownership of the existing fee interest of the site where the Convention Center is located, but the City will transfer ownership of the Convention Center building, including all furniture, fixtures, and equipment therein, to the MCCFA upon its creation, for the MCCFA to own, manage, and operate thereafter. The transfer will occur following the creation of MCCFA.
2. Agreement Regarding City Lodging Tax Collection and Annual City Contribution to MCCFA. City agrees to (i) continue collecting a three percent (3%) lodging tax within the City (the "City Lodging Tax"), and (ii) transfer 100% of any and all money collected pursuant to the City Lodging Tax and any other lodging taxes collected by the City (less any administrative amounts retained by the City to administer the collection of the City Lodging Tax or such other lodging taxes) to the MCCFA on quarterly payment dates commencing with the first quarterly payment date following the transfer of the

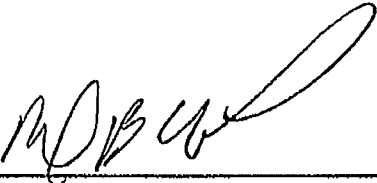
management and operations of the Convention Center from the City to the MCCFA and ending on December 31, 2060 (with such quarterly payment dates being March 31, June 30, September 30, and December 31 of each year).

3. Agreement Regarding Annual County Contribution to the MCCFA. County agrees to transfer to the MCCFA, the total amount of two hundred thousand dollars (\$200,000) paid in three (3) equal consecutive annual payments paid on or before June 30<sup>th</sup> of each calendar year, commencing in 2020 and ending in 2022, from proceeds derived from lodging taxes collected by County.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Understanding as of the date set forth below.

Date: November 19, 2019

**APPROVED:**



Michael Colbert  
County Administrator  
Montgomery County, Ohio

**APPROVED:**



Shelley Dickstein  
City Manager  
City of Dayton, Ohio

~~APPROVED AS TO FORM AND CORRECTNESS~~



~~CITY ATTORNEY~~

APPROVED AS TO FORM ONLY:  
MATHIAS H. HECK, JR.  
PROSECUTING ATTORNEY

By: 