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MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY
BOARD OF DIRECTORS
Regular Meeting | Thursday, July 6, 2023
Dayton Convention Center, 22 E. Fifth St., Dayton, OH – Room 205 | 4:00 p.m.

AGENDA

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| I. | Roll Call – Call Meeting to Order | Action |
| II. | Approval of Minutes of the May 4, 2023 Regular Meeting | Action |
| III. | Reports and Communications | |
| A. | Governance Committee | |
| i. | Board Reappointments – Amy Schrimpf and Michael Roediger | Information |
| ii. | Annual Board Training by Bricker | Information |
| B. | Marketing and Branding Committee | |
| i. | Review Phase 1 Asset Inventory & Valuation Report | Information |
| C. | Finance Committee | |
| i. | Approve 2023 Budget Amendment | Action |
| ii. | Ratify Chandelier Replacement Purchase for Rooms 305/306
Recommended by Finance Committee | Action |
| iii. | Ratification of Approved Sean Fraunfelter Independent
Contractor Agreement | Action |
| D. | Fiscal Officer Report, Sean Fraunfelter, Fiscal Officer | |
| i. | Approve April DCC Financial Report | Action |
| ii. | Approve April-May 2023 CFA Financial Reports | Action |
| iii. | DBE Report | Information |
| E. | Executive Director Report, Pam Plageman, ED/CEO | |
| i. | DCC General Manager Updates | Information |
| ii. | Board Education Opportunities | Information |
| iii. | 2023 Hotel Lodging Tax Update | Information |
| IV. | Executive Session – The board will adjourn to executive session to consider the purchase of certain real and personal property for public purposes, pursuant to the authority set out at Ohio Revised Code Sections 121.22(G)(2). Upon conclusion of the executive session, the Board will reconvene its meeting of the Board of Directors. | |
| V. | Other Business | Information |
| VI. | Next Meeting Date: August 3, 2023, 4:00 p.m. – Room 205 – Work Session | Information |
| VII. | Adjournment | Action |

For additional information, contact tlemman@montgomerycountycfa.org



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

Regular Meeting Minutes

May 4, 2023 | 4:00 p.m.

Room 208 | Dayton Convention Center, 22 E. 5th Street, Dayton, OH 45402

BOARD OF DIRECTORS

PRESENT: Mike Stevens, Chairperson; Belinda Kenley, Vice Chairperson; Amy Schrimpf, Secretary; Walter Reynolds; Jacquelyn Powell; LaShea Lofton; Paul Gruner; Tom Whelley; Kevin Weckesser

ABSENT: Jeff Gore (with notice); Michael Roediger

STAFF AND GUESTS

Nick Keyes, Jr., Vice President, Key-Ads Inc.

Pam Plageman, MCCFA Executive Director/CEO

Sean Fraunfelter, MCCFA Fiscal Officer

Shannon Martin, Bricker & Eckler

Vicki Giambrone, CBD Advisors

Kelli Donahoe, General Manager, Dayton Convention Center/ASM Global

Teri Lemman, MCCFA Executive Assistant

I. Roll Call

Ms. Lemman called the roll. With a quorum present, Chairperson Stevens called the meeting to order at 4:03 p.m.

II. Approval of Minutes of the April 6, 2023 Regular Meeting and Retreat

Chairperson Stevens asked for comments or edits to the April 6, 2023 Regular Meeting minutes. Hearing none, he called for a motion.

MOTION: It was moved by Secretary Schrimpf, seconded by Mr. Reynolds, and unanimously voted to approve the April 6, 2023 Regular Meeting minutes.

III. Reports and Communications

A. Governance Committee

i. Update Regarding April 24 Committee Meeting

Governance Committee Chairperson Whelley reported on the committee's first meeting. The committee discussed, at a high level, topics for future discussion, including committee descriptions, succession planning, and evaluation of the Fiscal Officer's contract. He expressed interest in asking Ms. Giambrone and Ms. Martin for guidance on the process to become more involved with the consideration of future potential Board members. In particular, he said the Executive Committee has some responsibilities spelled out in the Bylaws, but additional clarification is needed. He looks forward to the Board's involvement in these topics and solicited ideas from the members for the committee's work ahead. Ms. Giambrone and Ms. Martin will be invited to the committee's next meeting. In response to a question, Mr. Whelley said there is no priority list; the committee has had only high-level discussions. Chairperson Stevens thanked the committee for its work.

B. Marketing & Branding Committee

i. Award Recommendation for Turn-Key Exterior Digital Signage Solution RFP

Chairperson Stevens welcomed Mr. Nick Keyes, Jr., Vice President of Key-Ads. Marketing & Branding Committee Chairperson Kenley provided background regarding the RFP process for a turn-key exterior digital signage solution. RFP proposals were received from ASM Global+Anthony James Partners and Key-Ads Inc. In-person presentations were held with both companies. The committee evaluated each presentation and scored against the RFP's criteria. Based on the scores, the committee recommends the contract be awarded to Key-Ads. Ms. Plageman acknowledged and thanked ASM+AJP for the quality of their presentation and partnership.

Mr. Keyes presented the proposal and fielded questions from the Board. Ms. Lofton asked about content review so that the building does not appear over-commercialized. Ms. Plageman said the DCC will have content control. In response to questions about permitting and the approval process with the City of Dayton, Mr. Keyes said they have substantial experience working with stakeholders, including the City of Dayton Planning/Permitting Department and does not foresee any issues. It will likely be a public process through the city's planning commission. Mr. Keyes clarified there is no illumination on the wall scapes, and he said that any wall scape design not used for advertising can feature artwork aligned with the city's and DCC's vision. Key-Ads will cover all costs for installation and maintenance, including technology upgrades. The inventory for parts is located downtown. Additionally, Key-Ads has selected a high-quality curved digital screen that will not only be the first in Dayton but reflects Key-Ads' requirement for high-quality equipment reflective of its reputation. Key-Ads will also maintain insurance on the digital screen.

The cost proposal includes revenue profit-sharing with the MCCFA guaranteed at \$6K or 10% of receipts (whichever is greater) each year, and there is no

investment by the MCCFA for materials, labor, or maintenance. The Key-Ads proposal includes 875 eight-second spots (\$32K annual value) and creative services for clients at no additional cost (≈\$10K annual value). After executing a lease agreement and securing permits, it will take 9-12 months for the screen to be operational.

Ms. Martin said she has provided the necessary legal review for the investment. Chairperson Stevens requested discussion before requesting a motion. Vice Chairperson Kenley emphasized that Key-Ads is making the full investment. Mr. Keyes confirmed that Key-Ads is ready to initiate the process immediately with a lease agreement if the contract is awarded. He said it could take two months to finalize the permitting process with the city. Ms. Plageman confirmed that the building's exterior is ready for the installation and there are no barriers to starting the work.

MOTION: Vice Chairperson Kenley moved that the Board of Directors accept the Marketing & Branding Committee's recommendation to award the Turn-Key Exterior Digital Signage Solutions proposal to Key-Ads. Mr. Reynolds seconded the motion. By roll call vote, the motion passed unanimously.

C. Finance Committee

i. DCC Kitchen Coolers/Freezers Replacement w/ ASM Global

Mr. Fraunfelter presented the kitchen coolers/freezer replacement to the Board, which has been approved by the Finance Committee. Ms. Plageman confirmed that the equipment is a previously budgeted item. In response to the Finance Committee's questions, additional information was provided regarding the need for a replacement. Per Ms. Donahoe, the equipment is past its life, and \$55K was spent in 2022 for maintenance and repairs on the current equipment. RSI is the most cost-effective bid. There may be an additional \$5K needed for work on the thermal barrier, which can't be determined until the old unit is removed.

MOTION: It was moved by Ms. Powell, seconded by Ms. Lofton, and unanimously approved by roll call vote, to authorize the replacement of the kitchen coolers/freezers in the amount of \$283,926.00, plus \$5,000 for thermal barrier work if needed.

ii. DCC Kitchen Combi Oven with ASM Global

Ms. Plageman explained that \$80K has previously been set aside in the ASM capital budget for concession upgrades. ASM has requested to reset the allocation to upgrade one of the two combi/convection ovens. The current combi/convection ovens cannot handle the needed volume and need replacement. The proposed oven is more efficient and produces a better-quality product. The second oven is scheduled in the capital budget for replacement in 2025. Ms. Donahoe provided additional background on the upgrades of the new ovens for greater operational efficiency. Wasserstrom is the most cost-effective bid. In response to Ms. Lofton's questions, Ms. Donahoe will obtain information

about the warranty and ensure the new electrical is compatible with the current building's electrical supply. If there is a discount to buy the second oven now, Ms. Donahoe prefers not to replace both ovens now because there are needs for the remaining moneys in the \$80K concession allocation.

MOTION: It was moved by Mr. Reynolds, seconded by Mr. Gruner, and unanimously approved by roll call vote to approve the Wasserstrom combi oven purchase in the amount of \$45,988.00.

D. Fiscal Officer Report, Sean Fraunfelter, Fiscal Officer

i. March 2023 CFA Financial Report

The Operating budget was negative, but revenues are ramping up with several different events. The larger Deferred Maintenance number is to fix the Won door fire code issues. Under Convention Center Operations, wages are higher because of three pay periods in March. Still have \$1.3M between operating and interest reserves.

The interest on construction dollar reserves will increase due to the latest federal reserve rate increase. At the end of April, the investment rate was 3.85%, and \$79K in interest was collected in April. These earnings can be used to add back projects that were removed during Value Engineering. \$35M remains in construction funds.

Ms. Powell shared that the ASM Finance Workshop held during the April Finance Committee meeting was very helpful.

MOTION: It was moved by Mr. Weckesser, seconded by Mr. Reynolds, and unanimously voted to approve the CFA Financial Report.

D. Executive Director Report, Pam Plageman, ED/CEO

i. Review 2022 MCCFA Annual Report

Ms. Plageman presented the first MCCFA Annual Report and invited the Board's feedback. Ms. Lofton suggested a correction to include the City of Dayton in the welcome statement as an approver of the resolution to form the MCCFA. Mr. Weckesser advised obtaining rights to any photos used. Generally, the Board expressed pleasure with the report.

ii. MCCFA Strategic Planning Process – April 27 Meeting

Ms. Plageman reported on the second meeting of the Strategic Planning Task Force. The discussion focused on the nine-block area known as "The Nine," which includes the DCC. Hotels and parking were the key topics. Ms. Plageman said a meeting with the city's Economic Development team will be held on May 9 to obtain additional information about the city's priorities. She said the support and planning infrastructure are already in place with The Nine planning, and specific DCC goals are being developed by the Task Force. The next meeting will be held on May 25.

Ms. Donahoe provided an update on March sales efforts and event highlights.

ii. **2023 Hotel Lodging Tax Update**

Lodging tax collections are trending higher YTD than 2022. The new AC had a strong first half-month, and the Arcade closed on a hotel project slated for 2025. Ms. Powell said the Hotel Ardent may not open until the early 2024.

Mr. Weckesser asked about the status of DCC naming rights. Ms. Plageman said the headquartered hotel needs to be resolved before going to market for naming rights. However, Phase 1, which is creating the valuation of the building and other naming assets, is making progress. Once the hotel is announced, naming rights will be revisited with the Board alongside the valuation report.

IV. **Executive Session**

Chairperson Stevens said there were matters before the Board for Executive Session. A motion was requested by Chairperson Stevens.

MOTION: It was moved by Vice Chairperson Kenley to adjourn to Executive Session consider the purchase of certain real and personal property for public purposes, pursuant to the authority set out at Ohio Revised Code Sections 121.22(G)(2); and (2) consider the employment or compensation of a public employee or official.

The motion was seconded by Secretary Schrimpf. After a unanimous roll call vote, the Board voted to adjourn to executive session and excused all guests except for Ms. Martin, Ms. Giambrone and Mr. Fraunfelder. Ms. Plageman was excused for the compensation discussion and returned for the real property discussion.

MOTION: After motion, second, and a roll call vote, the Board unanimously voted to return to open session.

V. **Other Business**

No other business was presented.

VII. **Next Meeting Date**

Chairperson Stevens announced that the next Regular Board Meeting will be held on July 6, 2023, beginning at 4:00 p.m., with a room change to Room 205. He also reminded Board members there is no June meeting.

VIII. **Adjournment**

Chairperson Stevens called for a motion to adjourn.

MOTION: It was moved by Vice Chairperson Kenley, seconded by Chairperson Stevens, and unanimously voted to adjourn.

The meeting adjourned at 6:10 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 May 4, 2023 meeting of the Board of Directors of said Convention Facilities Authority, as approved by the Board on July 6, 2023.



Amy Schrimpf, Secretary, Board of Directors
Montgomery County Convention Facilities Authority