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MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY
BOARD OF DIRECTORS

REGULAR MEETING

Thursday, December 7, 2023
Dayton Convention Center, 22 E. Fifth St., Dayton, OH – Room 208 | 3:00 p.m.

AGENDA

- | | | |
|-------|---|--------------------|
| I. | Roll Call – Call Meeting to Order | Action |
| II. | Approval of Minutes of the November 2, 2023 Board Meeting | Action |
| III. | Introduction of Ian Legros, Marriott AC General Manager | Information |
| IV. | Recognition of Service – MCCFA Board Member Kevin Weckesser | Information |
| V. | Reports and Communications | |
| A. | Executive Committee | |
| i. | Review and Approve 2024 Board Meeting Schedule | Action |
| B. | Finance Committee | |
| i. | Receive and Approve 2023 Budget | Action |
| ii. | Receive and Approve 2024 Budget | Action |
| iii. | Receive and Approve Trane Proposal and Funding Sources | Action |
| C. | Fiscal Officer Report, Sean Fraunfelter, Fiscal Officer | |
| i. | Receive and Approve September 2023 ASM/DCC Financial Report | Action |
| ii. | Receive and Approve October 2023 CFA Financial Report | Action |
| iii. | Receive and Approve Payout of Accrued Leave Balances Policy | Action |
| D. | Executive Director Report – Pam Plageman, ED/CEO | |
| i. | DCC General Manager Update | Information |
| ii. | 2023 Hotel Lodging Tax Update | Information |
| VI. | 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. | |
| VII. | Other Business | Information/Action |
| VIII. | Next Meeting Date: Proposed January 4, 2024, 3:00 p.m., Room 208 | Information |
| IX. | Adjournment (followed by Holiday Celebration) | Action |



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

Regular Meeting Minutes

November 2, 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; Paul Gruner; Kevin Weckesser; Walter Reynolds; Michael Roediger; Jacquelyn Powell; Tom Whelley

ABSENT: LaShea Lofton; Jeff Gore (with notice)

STAFF

Pam Plageman, MCCFA Executive Director/CEO

Sean Fraunfelter, MCCFA Fiscal Officer

Vicki Giambrone, CBD Advisors

Shannon Martin, Bricker Graydon

Teri Lemman, MCCFA Executive Assistant

GUESTS

Michael King, General Manager, Dayton Convention Center/ASM Global

Ryan Thorpe, ASM Global

I. Roll Call

Ms. Lemman called the roll. With a quorum present, Chairperson Stevens called the meeting to order at 4:00 p.m.

II. Approval of Minutes of the September 7 and October 11, 2023 Meetings

Chairperson Stevens asked for comments or edits to the September 7, 2023 Regular Meeting minutes. Hearing none, he called for a motion.

MOTION: It was moved by Mr. Reynolds, seconded by Secretary Schrimpf, and unanimously voted to approve the September 7, 2023 Regular Meeting minutes as presented.

Chairperson Stevens asked for comments or edits to the October 11, 2023 Special Meeting minutes. Hearing none, he called for a motion.

MOTION: It was moved by Vice Chairperson Kenley, seconded by Mr. Gruner, and unanimously voted to approve the October 11, 2023 Special Meeting minutes as presented.

III. Introduction of New DCC General Manager Michael King

Chairperson Stevens welcomed the new Dayton Convention Center General Manager, Michael King. Mr. King provided information on his experience and vision for the future of the DCC.

IV. Reports and Communications

A. Executive Committee

Chairperson Stevens advised the Board that the Governance Committee has initiated the Executive Director compensation process. He said he heard from the Board last year that it wanted more transparency. As such, a compensation process was adopted by the Executive Committee. The Executive Committee has received Ms. Plageman's self-evaluation and will meet at its November 28 meeting to discuss it with Ms. Plageman. That discussion will include a review of Ms. Plageman's accomplishments toward the 2023 Bonus Metrics and Performance Pay Goals. Per the process, the committee will draft a memo for the Board's discussion at the February Board meeting in Executive Session. Following that Executive Session, the Board will vote on the recommendation. Any pay increase or bonus will be retroactive to January 1.

B. Finance Committee

i. Review and Approve Estimated JLL Contract Extension

Mr. Fraunfelter said a contract extension is needed for JLL, the MCCFA's owner's representative for the renovation project. The estimated extension amount is \$169K and is needed because the project is taking longer than scheduled. The proposal has been recommended for approval by the Finance Committee.

MOTION: It was moved by Mr. Weckesser, seconded by Mr. Reynolds, and voted unanimously to approve the contract extension as presented.

ii. Review and Approve New Point of Sale Software Lease Option

Mr. Fraunfelter presented a new point of sale software proposal that will be used exclusively by the DCC staff. The current system, purchased a couple years ago, is being phased out by the vendor. Mr. Fraunfelter said the Finance Committee recommended approval to lease the equipment due to a better cash-flow position, and leasing the equipment comes with replacement for break-fix for the hand-held devices, and software upgrades are no additional cost. Ms. Powell asked what was spent on the last system; that information was not readily available. Mr. King said the system is versatile, robust, and upgradable. Mr. Fraunfelter confirmed this will be an ASM financial item.

MOTION: It was moved by Mr. Reynolds, seconded by Mr. Roediger, and voted unanimously to approve the point of sale system proposal as presented.

iii. **Review and Approve Garland Exterior Painting Remedy Quote**

Ms. Plageman said LWC is managing the exterior recoating project. Due to age and lack of preventive maintenance, the joints on the front of the building caused the caulking material to chip. The old caulk is being removed, it has a 10-year warranty, and the CFA is being asked to pay for the additional labor only, in the amount of \$35K. Garland /DBS/Maxim is paying the additional \$63K for materials and labor to complete the caulking. The Finance Committee recommended approval.

MOTION: It was moved by Mr. Weckesser, seconded by Mr. Reynolds, and voted unanimously to accept the exterior painting quote as presented.

iv. **Review and Approve Passenger Elevator Repairs**

Mr. Thorpe provided background on the need to extensively repair one of the passenger elevators. The hydraulic jack is leaking, and it cannot be repaired due to the age of the elevator and availability of parts. Additionally, per state code, the elevator cannot be upgraded and must be modernized. Mr. Ryan has obtained two quotes and presented the lower estimate from Kone, estimated at \$181K. The second quote was \$190K. There will be additional costs needed for electrical and alarm scope of work. The entire modernization project is estimated at \$250K. Mr. King said it is a significant guest service issue. It was clarified that the carriage interior was recently updated, and the \$250K is for the mechanics only. The proposal was recommended for approval by the Finance Committee. Ms. Powell asked for the operational timeframe after approval, and Mr. Thorpe said, assuming the proposal is approved by the Board, it should be operational by the end of this year. Warranty and service/maintenance conditions were clarified, and Mr. Weckesser emphasized the need for maintenance to realize maximum life expectancy.

MOTION: It was moved by Ms. Powell, seconded by Mr. Guner, and unanimously voted to approve the passenger elevator proposal as presented.

v. **Review and Approve Return Air Fan Repair**

Ms. Plageman said the return air fan for rooms 305/306 failed and must be replaced. Mr. Ryan said two proposals were obtained: one to rebuild the air fan and one to replace it. The proposals were a couple thousand dollars apart. However, the lead-time for a new return air fan is 40 weeks and the repair,

totaling \$15,541.00, can be completed in six-to-eight weeks. The proposal presented is to repair the return air fan.

MOTION: It was moved by Vice Chairperson Kenley, seconded by Secretary Schrimpf, and voted unanimously to approve the return air fan repair proposal as presented.

C. Governance Committee

i. Board Member Updates

Mr. Whelley said two appointing bodies (City of Dayton and Montgomery County) were alerted by Ms. Giambrone regarding the following term expirations: City appointee expiring 12/31/2023 - LaShea Lofton; and County appointees expiring 12/31/2023 – Paul Gruner and Tom Whelley. Mr. Gruner’s and Mr. Whelley’s reappointments were approved by the county on October 31, 2023. It is assumed Ms. Lofton’s reappointment will be on an upcoming city agenda.

There will be one vacancy due to Mr. Weckesser’s resignation from the Board effective at the end of this year. A person with development/hotel/finance expertise has been recommended. Ms. Plageman and Ms. Powell have met with a hotelier. Ms. Giambrone said that while the Board can make recommendations, the city has the decision making authority.

D. Fiscal Officer Report, Sean Fraunfelter, Fiscal Officer

i. Review and Approve August 2023 DCC Financial Report

Mr. Fraunfelter presented the Dayton Convention Center financial report highlights. Total projected YTD, at the end of August equals \$1,000,031, and the gap has been narrowed. Event days were higher, but the attendance number was lower. The ancillary difference is almost all F&B catering; F&B was net \$258K for August.

ii. Review and Approve September 2023 CFA Financial Reports

Mr. Fraunfelter presented the September CFA financial report highlights. Revenue collections in October equaled \$424K in collections, just under 92% of budget through October. Expect to push past \$3.7M in collections. Between F&B and events, collected over \$201K in September. Under expenditures, there was a property tax penalty from the county, which was reversed and will be refunded in the amount of \$11K. Construction fund: Under \$1M in total construction-related expenditures. Redtree and STAR Ohio investment earnings remain strong, and Mr. Fraunfelter remains cognizant of arbitrage requirements.

MOTION: It was moved by Mr. Reynolds, seconded by Vice Chairperson Kenley, and unanimously voted to approve the August 2023 DCC Financial Report.

MOTION: It was moved by Mr. Roediger, seconded by Ms. Powell, and unanimously voted to approve the September 2023 CFA Financial Report.

ii. **Receive DBE Report (June-September 2023)**

Mr. Fraunfelter presented the Disadvantaged Business Enterprise report for the months of June through September 2023.

E. **Executive Director Report – Pam Plageman, ED/CEO**

i. **Five-Year Strategic Plan-Flip Book/Published**

Ms. Plageman announced that the MCCFA Five-Year Strategic Plan has been published on the MCCFA website as a flip-book and circulated to the Board and Task Force. Action and progress will be tracked and reported out quarterly, and Ms. Plageman said she met recently with Katie Meyer of the Downtown Dayton Partnership to align priorities on street-level aesthetics.

ii. **DCC General Manager Update**

Ms. Plageman announced there will be no DCC General Manager update due to Mr. King's recent arrival as the new General Manager. A General Manager update will be presented at the December meeting.

iii. **2023 Hotel Lodging Tax Update**

Ms. Plageman said lodging tax collections total approximately \$3.3M YTD, and hotel revenue is strong. The last city lodging tax payment for the year has been received.

V. **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 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).

The motion was seconded by Mr. Reynolds. After a unanimous roll call vote, the Board voted to adjourn to executive session and excused all guests.

MOTION: After motion by Secretary Schrimpf, second by Vice Chairperson Kenley, and a roll call vote, the Board unanimously voted to return to open session.

VI. **Other Business**

No other business was presented.

VII. Next Meeting Date

Chairperson Stevens announced that the next Regular Board Meeting will be held on December 7, 2023, beginning at 3:00 p.m., in Room 208.

VII. Adjournment

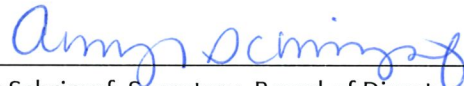
Chairperson Stevens called for a motion to adjourn.

MOTION: It was moved by Mr. Roediger, seconded by Secretary Schrimpf, and voted unanimously to adjourn.

The meeting adjourned at 5:35 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 November 2, 2023 meeting of the Board of Directors of said Convention Facilities Authority, as approved by the Board on December 7, 2023.



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