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MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY
BOARD OF DIRECTORS

Regular Meeting
Thursday, February 5, 2026
Dayton Convention Center, 22 E. Fifth St., Dayton, OH – Room 208 | 3:00 p.m.
and Virtually by Electronic/Telephonic Means
Contact Adrianna Templeton at atempleton@montgomerycountycfa.org | 937-522-5724 for virtual link

AGENDA

I. Roll Call – Call Meeting to Order — Action

II. Declaration of Conflicts of Interest — Action

III. Approval of Minutes of the January 8, 2026, Regular Board Meeting — Action

IV. Reports and Communications

A. Joint Finance Committee/Development Committee Meeting, Scheduled 2/9

1. March 5th Work Session – Financial & Economic Review – Content in Process — Information

B. Fiscal Officer Report

1. Review and Take Action Regarding Legends/DCC November Financials Action
2. Review and Take Action Regarding CFA December Financials — Action

C. Development and Operations Committee Report

1. Concord Hotel Agreement – "Executed" — Information
2. Bricker Graydon Wyatt (BGW) – Letter of Engagement, Dave Williams — Action

D. Executive Director Report

1. PCMA Recap – PCCA Meeting — Information
2. DCC General Manager's Report — Information
3. Hotel Lodging Tax Update — Information

E. Finance Committee Report

1. Port Authority Term Sheet – Acquisitions — Action

F. Executive Committee Report

1. Executive Director/CEO 2025 Evaluation and Compensation — Action

V. Executive Session – — Action

The Board of Directors 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 Section

121.22(G)(2) and to consider the compensation of a public employee, pursuant to the authority set out at Ohio Revised Code Section 121.22(G)(1).

VI.	Other Business	Information
VII.	Next Meeting Date: Thursday, March 5, 2026, Work Session 3:00pm – 4:30 pm	Information
VIII.	Adjournment	Action

For More Information, Contact Adrianna Templeton at atempleton@montgomerycountycfa.org | 937-522-5724

MCCFA

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MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY
BOARD OF DIRECTORS

Regular Meeting Minutes

Thursday, January 8, 2026, 208 | 3:00 p.m.
Room 208 | Dayton Convention Center, 22 E. 5th Street, Dayton, OH 45402 and
By Electronic/Telephonic Means

BOARD OF DIRECTORS

PRESENT: Belinda Kenley, Vice Chairperson; Amy Schrimpf, Secretary; LaShea Lofton; Walter Reynolds; Tom Whelley; Michael Roediger, John Oney, Jack Kuntz
ABSENT: Paul Gruner; Richard Herbst (with notice)

STAFF

Pam Plageman, MCCFA Executive Director/CEO
Sean Fraunfelter, MCCFA Fiscal Officer
Shannon Martin, Bricker Graydon
Vicki Giambrone, CBD Advisors
Adrianna Templeton, MCCFA Executive Assistant
Arno Weller, MCCFA Staff Accountant

GUESTS

Christina Combs, Legends Global/Dayton Convention Center, Director of Sales
Michael King, Legends Global/Dayton Convention Center, General Manager
Dave Williams, Cross Street Partners

I. Roll Call

Ms. Templeton called the roll. With a quorum present, Vice Chairperson Kenley called the meeting to order at 3:00 p.m. Vice Chairperson Kenley made the following announcement:

- Please welcome our new board members, John Oney, President & CEO, Destination Dayton and Jack Kuntz, Brookville City Manager

II. Declaration of Conflicts of Interest

Vice Chairperson Kenley asked the Board members to review the agenda and declare any conflicts of interest. None were provided.

III. Approval of Minutes of December 4, 2025, Meeting

Vice Chairperson Kenley asked for comments or edits to the December 4, 2025, Regular Meeting minutes. Hearing no comments or edits, Vice Chairperson Kenley called for a motion.

MOTION: It was moved by Mr. Roediger, and seconded by Ms. Lofton, to approve December 4, 2025, Regular Meeting minutes. Hearing no objections, the motion was approved by unanimous consent. Vice Chairperson Kenley noted that she was not present at the December 4, 2025, board meeting and abstained from the vote.

IV. Reports and Communications

A. Finance Committee Report

1. Review and Take Action on 2026 Budget

Mr. Fraunfelter presented the 2026 budget report. The City of Dayton lodging tax collections have increased due to some outstanding 2025 hotel payments to the City. MCCFA is expecting the 2026 Authority lodging tax to increase as well due to a full year of additional hotels. The DCC revenue is trending higher using the Legends Global budget with the completed renovations. Overall, there is a 10% increase in total operating revenues.

The Elevate Café net revenue is new, due to the anticipated opening in February.

The City of Dayton debt on the DCC was paid off in 2025 and is not included moving forward.

Mr. Fraunfelter advised that our current 2025 budgeted NOI is about ($380,000), however 2026 is projected to have a positive NOI of $283,000+. This is without the WSAFB events - WDI and LCID (that cancelled due to DOGE in 2025) projected in the budget to date. We are at $8.8M for 2026 operating expenses.

The SID "special improvement district" assessment went down thanks to the Arcade being added.

Ms. Kenley asked for any further questions or discussion. Hearing no further discussion, Vice Chairperson Kenley called for a motion.

MOTION: It was moved by Mr. Reynolds, and seconded by Mr. Whelley, to approve the 2026 Budget. Hearing no objections, the motion was approved by unanimous consent.

2. **2027-2030 Forecast**

Mr. Fraunfelter provided a brief overview of the CFA and Legends Global 2027-2030 forecast. CFA must refinance current KeyBank debt in 2030 or before. This is just a preliminary forecast right now. The final version of the forecast will be available in Q1.

Ms. Plageman noted that the goal of the MCCFA is to reduce the subsidiary to cover convention center losses. She estimated a cost reduction of approximately $500,000 before the end of 2030.

Mr. Fraunfelter is still refining the forecast and reviewing it with the Finance Committee. He will have a narrated assumption page to present to the board by the March meeting after the Finance Committee reviews in February.

B. Fiscal Officer Report

1. **Review and Take Action Regarding Legends/DCC October Financials**

Mr. King presented the Dayton Convention Center's October 2025 financial report highlights. Mr. King reviewed the rolling forecast and financial statements.

October was a particularly good month for Legends Global/DCC. Mr. King highlighted event dates, the number of events, and direct income versus the prior year.

Mr. King advised that they have been promoting the marquis/signage as an added event incentive, as sales are down in sponsorships vs budget. Legends can only advertise event-related information per Key-Ads contract. Mr. King believes that 2026 will be more profitable.

Ms. Combs and the sales/events team have done an excellent job securing future events.

Mr. Whelley inquired about year-end financials, and Mr. King advised that they will be presented at the next board meeting. Mr. Fraunfelter advised that due to the finance committee meeting and year-end reviews, this information should be available in the February/March period.

Vice Chairperson Kenley asked for any further questions or discussion. Hearing no further discussion, Vice Chairperson Kenley called for a motion.

MOTION: It was moved by Mr. Roediger, and seconded by Mr. Reynolds, to approve the October 2025 Legends/DCC Financial Report as presented. Hearing no objections, the motion was approved by unanimous consent.

2. **Review and Take Action Regarding CFA November Financials**
Mr. Fraunfelter presented the CFA November financials. Mr. Fraunfelter and Mr. Weller are working on December reconciliations. The CFA restated the October report because there was accidental duplication of deposits due a bank error. From the construction account, the CFA paid $50,484, which is the first invoice for the micromart (GMP 5). The retainage payment will be processed soon and then construction GMPs 1-4 will be completed.

The debt service reserve account is just under 50% of the max amount of $1.4M, which provides coverage in case of future disruptions.

Hearing no further discussion, Vice Chairperson Kenley called for a motion.

MOTION: It was moved by Ms. Lofton, and seconded by Secretary Schrimpf, to approve the November 2025 CFA Financials as presented. Hearing no objections, the motion was approved by unanimous consent.

C. **Governance Committee Report**

1. **2026-2027 Officer Slate – Board Officer Appointments**
Mr. Whelley presented the 2026-2027 Officer Slate rosters for the full board and board committees. Mr. Whelley advised board members to contact him regarding committee assignments. If they want to stay on current committees or switch or join additional committees. Ms. Plageman provided a committee description handout for board members to review.

There was clarification needed on the length of terms for board members. The language in the current bylaws on page 7, section 3.6 was discussed. Ms. Martin advised that language refinement for this bylaw was adopted by changing the 1-year term to a 1-year with optional 2nd year. The language should just state officers serve a 2-year term.

Mr. Whelley noted that the first page of the amended bylaw should be revised to reflect the correct date of January 8, 2026. Ms. Martin will make the revision and resend the corrected version. Mr. Whelley introduced resolution number 2026-01 – Resolution adopting amended and restated by-laws of the convention facilities authority.

MOTION: It was moved by Mr. Roediger, and seconded by Mr. Reynolds, to approve the amended resolution number 2026-01 bylaw. Hearing no objections, the motion was approved by unanimous consent.
(Note: Resolution attached and incorporated by reference)

2. Officers of the Board

Mr. Whelley presented resolution number 2026-02 Officer Elections electing Ms. Belinda Kenley as the Chairperson, Secretary Amy Schrimpf as the Vice-Chairperson and Mr. Paul Gruner as the Secretary.

MOTION: A motion was moved to close the election slate by Mr. Reynolds and seconded by Ms. Lofton. Hearing no objections, the motion was approved by unanimous consent.

MOTION: A motion to approve the new officers was made by Ms. Lofton and seconded by Mr. Reynolds. Hearing no objections, the motion was approved by unanimous consent.
(Note: Resolution attached and incorporated by reference)

Mr. Whelley asked if the two new board members, Mr. Oney and Mr. Kuntz, had been officially sworn in. It was confirmed that they were.

D. Development and Operations Committee Report

1. Fidelity Project Acquisition Update

Secretary Schrimpf advised that the Development and Operations Committee met to review the acquisition update. Ms. Plageman noted that the acquisition of the Fidelity building is in progress. The CFA is currently waiting for the purchase agreement to be signed. This is contingent on funding approval with a 90-day due diligence period. The first steps after closing will be stabilizing the building and making it safe. Ms. Plageman will be meeting with the City of Dayton Economic Development Team to strategize the best use of all parcels as a community asset.
Mr. Whelley and members had an open discussion on the ownership model, financial obligations, and future redevelopment.

2. Concord Development Agreement

Ms. Plageman presented the Concord Development Agreement update. The agreement is close to finalization. Risk language is being refined by both legal councils. The project scope remains intact: a national brand hotel with 197 rooms and a 1st floor restaurant. The development completion is tentative Q4 of 2028.

Mr. Oney added that Destination Dayton is completely behind the efforts and business development involved with the HQ hotel.

Mr. King asked if the CFA had received any pushback from the City of Dayton regarding this development, and the answer was no. Ms. Plageman reminded members and staff that the City of Dayton has shown full support since the inception of the project.

3. Reed – Stefan Acquisition

Ms. Plageman presented the Reed – Stefan Acquisition update. CFA has a purchase agreement in place and awaiting signatures. Ms. Martin advised that the due diligence for this process is 90 days and will be updated for full transparency with the board.

4. BG Pivot Development Lead

Ms. Plageman provided an update on the BG Pivot Development Lead. Bricker Graydon and Mr. Williams have come to terms with his new role as the BG Pivot Lead for economic development and will support the authority in the convention district. He will begin in February and there will be an engagement letter to review/approve with scope and costs.

Mr. Whelley asked about Mr. William's proposed engagement. Ms. Plageman noted that he will be helping other Bricker Graydon clients as well under their advisory services.

E. Executive Director Report

1. DCC General Manager's Report

Mr. King and Ms. Combs presented the DCC highlights for event business, sales and marketing, and venue updates. Ms. Combs noted that Ms. Jones from Legends Global has taken over the social media posts, and the DCC now has close to 1k followers, which is a significant increase. She advised that for 2026 they are planning monthly and quarterly sales blitzes.

Mr. Reynolds questioned the impact of the flu and what protocols are in place in case of an outbreak. Ms. Combs advised that we are back to pre-COVID protocols, and safety and cleaning remain a top priority at the DCC.

Mr. King advised that although we cannot control the environment, we can mitigate the spread of illnesses by keeping our facility clean and making sure that staff stay home when sick. The kitchen has received 100% ratings from the health department for the past 3 years.

Mr. Whelley asked if there was a prepared message for protocols for the flu season. Ms. Plageman advised that we have templates from COVID protocols that could be converted to flu safety protocols, via MC Public Health.

Ms. Giambrone advised that hospitals review flu protocols annually, but the CFA should be on par with the cycle that the MC Public Health Department uses.

Secretary Schrimpf asked if marketing for the DCC is promoted at other big local events. Ms. Combs noted that they advertise through the Dayton Business Journal, and they use both local markets and digital advertising to cross-promote.
Ms. Kenley commended the uptick in social media activity and encouraged the board to interact with and share social media posts.
Ms. Plageman added that large conventions such as PCMA have over 4000 meeting planners in attendance, and the DCC team and Destination Dayton are attending.

Mr. King noted that the Elevate Café is set to open in February 2026. He will also provide an updated 5-year priority plan to Ms. Plageman for review. Mr. Whelley asked about adding staff when the café opens. Mr. King relayed that there will be a full-time manager added as well as shared part-time staff. Ms. Plageman praised the current staff for a great job with events, safety, and security.

2. **Hotel Lodging Tax Update**
   Ms. Plageman provided the most recent hotel lodging tax collections and hotel news. No hotels have outstanding submissions. Only slightly down from the prior year – 2024 realized $4.09 million and this year ended at $4.02 million.
   Ms. Lofton asked if there were any issues with Hotel Ardent in arrears with the County, since the City has had issues and sent an assessment. Ms. Plageman advised that she will check on the County status with Hotel Ardent.

V. Executive Session

Vice Chairperson Kenley said there are matters before the Board relating to the purchase of certain real property for public purposes. She asked for a motion to adjourn to the executive session.

MOTION: It was moved by Secretary Schrimpf to adjourn 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 Section 121.22(G)(2).

Mr. Reynolds seconded the motion. By roll call vote, the motion was approved unanimously. The Executive session was entered at 4:02 p.m.

All guests were excused from the executive session. Following the executive session, Vice Chairperson Kenley asked for a motion to return to the public session at 4:50 p.m.

MOTION: It was moved by Secretary Schrimpf to return to public session. Mr. Whelley seconded the motion. By roll call vote, the motion was approved unanimously.

VI. Other Business

Mr. Fraunfelter addressed the inquiry of whether he has a conflict by serving as the MCCFA Fiscal Officer and Dayton Port Finance Director. Ms. Martin advised the Board that conflicts do not exist with his position since he is not an elected or appointed position for either Board involved in approving decisions. Ms. Martin stated she didn't believe a waiver was necessary unless the Board required it.

VII. Next Meeting Date

Vice Chairperson Kenley announced the next meeting date is Thursday, February 5, 2026, beginning at 3:00 p.m., in Room 208.

VIII. Adjournment

Vice Chairperson Kenley called for a motion to adjourn.

MOTION: It was moved by Secretary Schrimpf, and seconded by Mr. Whelley, to approve adjournment. The motion was approved unanimously.

The meeting adjourned at 4:55 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 January 8, 2026, meeting of the Board of Directors of said Convention Facilities Authority, as approved by the Board on February 5, 2026.

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

MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY
BOARD OF DIRECTORS

The Board of Directors (the "Board") of the Montgomery County Convention Facilities Authority (the "Convention Facilities Authority") met on January 8, 2026 at 3:00 PM by telephonic/electronic means, with the following members present:

Ms. Belinda Kenley, Mr. Jack Kuntz, Ms. LaShea Lofton, Mr. John Oney, Mr. Walter Reynolds, Mr. Michael Roediger, Ms. Amy Schrimpf, and Mr. Tom Whelley

Mr. Whelley introduced the following resolution and Mr. Roediger moved its passage:

RESOLUTION NO. 2026-01

RESOLUTION ADOPTING AMENDED AND RESTATED BY-LAWS OF THE CONVENTION FACILITIES AUTHORITY

WHEREAS, Ohio Revised Code Section 351.06 provides for the adoption of bylaws providing for the government of the Convention Facilities Authority, the conduct of its affairs, and the management of its property; and

WHEREAS, the Board adopted a second Amended and Restated By-Laws at its meeting on January 2, 2025; and

WHEREAS, upon further consideration, certain modifications to the Bylaws have been determined by the Board to be appropriate; and

WHEREAS, the Board desires to adopt the third Amended and Restated Bylaws of the Montgomery County Convention Facilities Authority (the "Amended Bylaws"), which Amended Bylaws are on file with the Secretary of the Convention Facilities Authority.

NOW, THEREFORE, BE IT RESOLVED by the Board that:

Section 1. This Board hereby formally adopts the Amended Bylaws.

Section 2. This Board hereby finds and determines that all formal actions taken relative to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board 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 Ohio Revised Code Section 121.22.

Section 3. This Resolution shall be in full force and effect immediately upon its passage.

Mr. Reynolds seconded the motion and after discussion, a roll call vote was taken and the results were:

Voting Aye: 8

Voting Nay: None

Passed: January 8, 2026

BOARD OF DIRECTORS,
MONTGOMERY COUNTY
CONVENTION FACILITIES AUTHORITY

Attest: Amy Schmidt
Secretary

Belinda Kenley
Chairperson

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 a resolution duly adopted by the Board of Directors of said Convention Facilities Authority on January 8, 2026.

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

MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY
BOARD OF DIRECTORS

The Board of Directors (the "Board") of the Montgomery County Convention Facilities Authority (the "Convention Facilities Authority") met on January 8, 2026 at 3:00 PM at the Dayton Convention Center, 22 E. Fifth Street, 2nd Floor, Room 208, Dayton, Ohio 45402, with the following members present:

Ms. Belinda Kenley, Mr. Jack Kuntz, Ms. LaShea Lofton, Mr. John Oney, Mr. Walter Reynolds, Mr. Michael Roediger, Ms. Amy Schrimpf, and Mr. Tom Whelley

Mr. Whelley introduced the following resolution and Ms. Lofton moved its passage:

RESOLUTION NO. 2026-02

OFFICER ELECTIONS AND APPOINTMENTS

WHEREAS, Ohio Revised Code Section 351.04 requires the board of directors of convention facilities authority operating pursuant to Ohio Revised Code Chapter 351, such as the Convention Facilities Authority, to elect one director as chairperson and one director as vice-chairperson and to appoint a secretary; and

WHEREAS, the Board desires to elect and appoint, or re-elect and re-appoint, as applicable, individuals qualified and eager to serve as its officers in the offices of chairperson, vice-chairperson, and secretary.

NOW, THEREFORE, BE IT RESOLVED by the Board that:

Section 1. This Board hereby elects or re-elects, as applicable, the following individuals to serve as officers in following offices. Each such officer shall serve a term of two years from the date hereof or until a successor is elected.

Name	
Ms. Belinda Kenley	Chairperson
Ms. Amy Schrimpf	Vice-Chairperson

Section 2. This Board hereby appoints the following individual to serve as Secretary for a term of two years from the date hereof or until a successor is appointed.

Name	
Mr. Paul Gruner	Secretary

Section 3. This Board hereby finds and determines that all formal actions taken relative to the passage of this Resolution were taken in an open meeting of this Board, and that all

deliberations of this Board 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 Ohio Revised Code Section 121.22.

Section 4. This Resolution shall be in full force and effect immediately upon its passage.

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Mr. Reynolds seconded the motion and, after discussion, a roll call vote was taken and the results were:

Voting Aye: 8

Voting Nay: None

Passed: January 8, 2026

BOARD OF DIRECTORS,
MONTGOMERY COUNTY
CONVENTION FACILITIES AUTHORITY

Attest: Amy Dehmpf
Secretary

Belinda Kenley
Chairperson

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 a resolution duly adopted by the Board of Directors of said Convention Facilities Authority on January 8, 2026.

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