

AUSTIN CENTER JEDD  
BOARD OF DIRECTORS MEETING  
OCTOBER 13, 2016 – 3:30 P.M.  
MINUTES

***Open Public Meeting***

Meeting opened at 1:05 p.m. with the following in attendance: Greg Rogers, George Perrine, Chris Pozzuto, Bev Shillito, Crystal Corbin, Clay McCord and Susan Davis.

***Discuss Amendment to the Phase 2 Austin Interchange Enhancement***

Bev Shillito explained the addendum to the intergovernmental agreement between the Austin Center JEDD and the Montgomery County TID comprised of two phases: Phase I the design phase, and Phase II the construction phase. The addendum will specifically provide for the design, engineering, financing and construction of the Austin Interchange Enhancement Project. Ms. Shillito said the TID Board approved the amendment to the Phase 2 Austin Interchange Enhancement on Tuesday, October 11. The board agreed it is good strategy to finance the project with a SIB loan and not use all its cash for the project. The term sheet shows Miami Township, the City of Miamisburg, and the City of Springboro will agree to pay any annual SIB payment shortfalls equal to the local jurisdiction percentages. Greg Rogers is concerned with the JEDD obligation on the SIB loan and said the township cannot take a loss to its general fund. Mr. Rogers asked for a solid commitment to retain at least status quo of this year's disbursement. George Perrine said this should not be a problem as \$300,000 was distributed to the jurisdictions this year, \$900,000 is projected next year and he feels \$600,000 can be distributed in most years.

Crystal Corbin reported she is working with coordinating the design team, engineering team and working on the details for the competitive bidding process so construction can start in the spring.

Steve Stanley arrived at 1:15 p.m.

***Call to Order***

Chairman Steve Stanley called the Austin Center JEDD meeting to order at 1:18 p.m. The following members of the board were present:

***Present:***

Steve Stanley  
Greg Rogers  
George Perrine  
Chris Pozzuto

The board excused Jerry Brunswick from the meeting.

***Approval of Minutes***

Chris Pozzuto motioned to approve the minutes as presented from the September 13, 2016 meeting. Greg Rogers seconded the motion. Steve Stanley aye, Greg Rogers aye, George Perrine aye, and Chris Pozzuto aye.

### ***Discuss Amendment to the Phase 2 Austin Interchange Enhancement***

Steve Stanley said the Austin Center JEDD Board previously approved the application of a SIB loan for \$600,000 in landscape improvements, plus the irrigation costs and transaction fees. Mr. Stanley received the ODOT term sheet for the SIB loan indicating the budget for the project is \$759,000; the SIB term sheet reflects a 10 year loan with 0% interest the first year and 3% interest in the second year through the tenth year. The TID will be the borrower of the loan and will be backed by a pledge on a senior priority basis of JEDD revenues and the second source of payment is the promise of the three jurisdictions' distributions. Ms. Shillito said the risk is not high when looking at the annual JEDD revenues. Mr. Stanley advised the annual debt service payment will be approximately \$90,000 with semi-annual payments. Mr. Rogers and Mr. McCord would like to review this information with the Miami Township Board of Trustees on October 25 as a resolution will be needed authorizing Mr. Rogers to execute the agreement. The term sheet agreement expires on October 31, 2016, but Ms. Shillito said an extension could be filed. Mr. Stanley advised that construction will not start this fall as it has taken several months to amend Phase 2 of the Austin Interchange Enhancement and this will give the TID plenty of time to bid the project out.

Mr. Stanley suggested the Austin Center JEDD Board should consider the approval of the terms and conditions of the ODOT SIB loan term sheet and allow Jerry Brunswick to enter into an agreement on behalf of the JEDD Board. George Perrine motioned to approve the term sheet as presented; Chris Pozzuto seconded the motion. Steve Stanley aye, Greg Rogers aye, George Perrine aye, and Chris Pozzuto aye.

### ***Update of Recent Changes to the ORC Regarding JEDDs***

Ms. Shillito explained the recent changes of the Ohio legislative amended Sections 715.72 through 715.81 of the ORC that became effective on September 13, 2016. The legislature aggregated the amended sections and put it all into one section, Section 715.72 (A) through 715.72 (U). Ms. Shillito outlined the material legislative revisions in the ORC, and discussed strategy for accommodating the revisions, strategy to simplify the JEDD contract to include all four amendments, and strategy for conforming the JEDD contract on current successful practices. The board discussed one of the additions to the ORC relating to mixed-use developments and its broad definition. Ms. Shillito advised all of Austin Landing is considered a mixed-use development and the revised contract will specifically state that income tax will be levied on the income earned by persons residing within the Austin Center JEDD District. Ms. Perrine voiced his concern with the difficulty in collecting the income tax from residents of Austin Landing. The Austin Center JEDD adopted all of the provisions of the income tax ordinance of the City of Miamisburg, and the City of Miamisburg is not mandatory filing; however, the City of Springboro is mandatory filing but at a lower rate than the City of Miamisburg. Ms. Shillito will make a special change to the JEDD contract stating the income tax for residents living in a mixed-use development would be mandatory filing. Mr. Perrine also stated there will be an administrative burden with the additional work collecting the income tax. Ms. Shillito suggested the language in the contract could be changed to allow a monetary number to compensate the tax administrator for the administering, collecting and enforcing the income tax on behalf of the district. Mr. Perrine will research how much time is spent on the JEDD taxes and will get back to the board. Ms. Shillito also suggested removing the quarterly distributions and adding into the contract the district will pay a minimum \$300,000 annual distribution to the local jurisdictions.

Ms. Shillito will present an amended and restated draft contract to the JEDD Board at the November 15, 2016 meeting. Mr. Stanley said the TID will be getting together with the school district and elected officials to adopt changes in the compensation agreement at the end of the year, and since everyone will be together, the Austin Center JEDD contract amendment could also be approved at that time.

***Issues from Around the Table***

Greg Rogers thanked Ms. Shillito for her effort in the overview of revisions regarding the changes to the ORC.

Mr. Perrine distributed the insurance coverages to the local jurisdictions and also distributed the check to Clay McCord for the Dayton Mall JEDD last quarter payment.

Chris Pozzuto cannot make the next meeting as he will be out of town. The board decided to change the meeting to November 16, 2016 at 1:00 p.m.

Mr. Stanley will be attending the October 25, 2016 Miami Township Board of Trustees meeting to discuss the Amendment to the Phase 2 Austin Interchange Enhancement.

***Public Comments***

None

***Next Meeting Date***

The next meeting is scheduled for Wednesday, November 16, 2016 at 1:00 p.m. at Miami Township.

***Next Agenda Items***

- Draft Amended Contract
- Annual Meeting

***Adjourn***

Mr. Stanley motioned to adjourn the meeting at 2:07 p.m.