

MIAMI CROSSING JEDD
BOARD OF DIRECTORS SPECIAL MEETING
MINUTES
MARCH 11, 2022

Call to Order

Chair Tawana Jones called the Miami Crossing JEDD special meeting to order, via Zoom, at 9:04 a.m. The following members of the board were present:

Present:

- Tawana Jones
- Emily Christian
- Clay McCord
- Chris Fine
- Ron Hess

Erica Priest, Miami Township, was in attendance.

Approval of Minutes

Emily Christian motioned to approve the minutes as presented from the February 11, 2022, meeting. Chris Fine seconded the motion. Ms. Jones abstained, Ms. Christian aye, Mr. McCord aye, Mr. Fine aye, and Mr. Hess aye.

Discuss Additional Distributions to the Jurisdictions

Clay McCord explained there is a minimum mandatory distribution back to the jurisdictions every year, but the JEDD must vote on anything above the minimum distribution. Mr. McCord presented the budgeted amounts, which are over the minimum distributions set forth in the contract and asked if the board wished to vote on the additional distributions of \$297,927 to Miami Township and \$127,683 to the City of Miamisburg.

Emily Christian asked if the minimum and additional distributions could be made at the same time and Mr. McCord advised they could and suggested making it like the Austin Center JEDD. The Austin Center JEDD does the minimum for the first distribution and then votes on any additional distributions.

Ron Hess motioned to disburse the amount budgeted for the distributions to the jurisdictions. Emily Christian seconded the motion. Ms. Jones aye, Ms. Christian aye, Mr. McCord aye, Mr. Fine aye, Mr. Hess aye.

Approve Landscape Maintenance Contract

Ron Hess presented a landscaping maintenance contract with T.R. Gear to maintain the parcel on Vienna Parkway and advised this is similar to the contract the board agreed to last year. Mr. Hess explained the township does not have the staff to maintain the

parcel and asked if the JEDD would agree to pay for the landscape maintenance again for 2022.

Ms. Jones clarified this is not request for economic development assistance and Mr. McCord stated the funds would come from the long-term maintenance fund.

Ms. Christian questioned the total of \$11,000 and Mr. Hess advised it would be cheaper because T.R. Gear added tax to it. The total will be \$10,314. Ms. Christian further asked how this compared to the Austin Center JEDD landscape maintenance contract and Mr. Hess advised it was very similar.

Mr. Fine commented he had no issues with the request because the property is within the JEDD territory. Mr. Hess advised the township is working to sell the property, and the board can always review this request on a yearly basis. Mr. Hess is also concerned with not maintaining the parcel because of its location.

Ms. Christian agreed this needs to be a yearly discussion and Ms. Jones suggested Mr. McCord set aside money in the budget every year for this. Ms. Jones further believed this is a good use of the JEDD's funds because of Trilogy and property being on a heavily traveled roadway.

RESOLUTION #1-2022

RESOLUTION TO ENTER INTO A LANDSCAPE MAINTENANCE CONTRACT WITH T.R. GEAR FOR VIENNA PARKWAY

WHEREAS, The Miami Crossing Joint Economic Development District approved a landscape maintenance contract with T.R. Gear on June 18, 2021, to provide landscape maintenance services to Vienna Parkway through December 31, 2021.

WHEREAS, T.R. Gear has submitted a Landscape Maintenance Contract, Exhibit A, for Vienna Parkway for the 2022 growing season.

WHEREAS, The Miami Crossing Joint Economic Development District wishes to enter into a Landscape Maintenance Contract, Exhibit A, with T.R. Gear for the landscape maintenance of Vienna Parkway for 2022.

WHEREAS, The Board has determined that it is in the best interests of the JEDD to enter into a Landscape Maintenance Contract with T.R. Gear to cover the 2022 growing season at Vienna Parkway.

NOW, THEREFORE, BE IT RESOLVED, that the 2022 Agreement, in the form attached hereto as Exhibit A is hereby authorized and approved, including all documents contemplated to be delivered in connection therewith (the "**Transaction Documents**").

FURTHER RESOLVED, that the Transaction Documents be, and each hereby is, authorized and approved, including any and all covenants, corollary agreements, actions and transactions contemplated thereby (the "**Related Actions**").

FURTHER RESOLVED, that the Chair of the JEDD be, and hereby is, authorized and directed for and on behalf of the JEDD to negotiate, execute, deliver and perform the Transaction Documents and the Related Actions with such changes as are necessary in connection with negotiations with the T.R. Gear, provided such changes are not materially adverse to the interests of the JEDD as determined by the Chair and the general counsel of the JEDD.

FURTHER RESOLVED, that any officer of the JEDD be, and each hereby is, authorized and empowered to do or cause to be done all such acts or things and to sign and deliver, or cause to be signed and delivered, all such agreements, instruments, contracts or obligations and any and all notices and certificates required or permitted to be given or made to effectuate the foregoing resolutions, as such officer may in his or her discretion deem necessary, advisable or appropriate to effectuate or carry out the purposes and intent of these resolutions.

FURTHER RESOLVED, that the execution of any such instrument by any such officer shall be conclusive evidence that the same has been authorized by the foregoing resolutions.

Mr. Hess motioned to approve Resolution #1-2022, to enter into a landscape maintenance contract with T.R. Gear for Vienna Parkway. Chris Fine seconded the motion. Ms. Jones aye, Ms. Christian aye, Mr. McCord aye, Mr. Fine aye, Mr. Hess aye.

Issues From Around the Table

Mr. Hess mentioned Aldi is moving into the old Barnes and Noble store, and further mentioned the township is working with the new owner of the old Danberry movie theater to be put into the JEDD.

Public Comments

None

Items for Next Agenda

None

Next Meeting Date

- The next meeting is Tuesday, June 21, 2022, at 2:00 p.m. – Records Commission Meeting to follow.

Adjourn

Mr. Hess motioned to adjourn the meeting at 9:24 a.m. Ms. Jones seconded, and the meeting was adjourned.