

Fairfield County Port Authority
Commissioner Dave Levacy Conference Room
March 18, 2015

Attending: Jeff Sauer (Board Member/Chairman), Robert Maynard (Board Member/Vice Chairman), Brian Householder (Board Member/Secretary-Treasurer), Tom James (Board Member), and Charles Elsea (Board Member); Linda Kauffman & Bob Clark (Fairfield County Economic Development), John Caleb Bell (Brickler and Eckler, LLP) and Michael Kaper (Fairfield County Land Reutilization Corp).

Meeting was called to order at 8:42 am by Chairman Jeff Sauer.

The January 28, 2015 minutes were presented. Charles Elsea made a motion to accept the minutes from the January 28, 2015 meeting; Tom James seconded; motion passed unanimously to accept the minutes.

New Business:

Bob Clark requested the board adjust the order of the March Agenda to discuss an item under New Business. Clark introduced Michael Kaper, Executive Director of the Fairfield County Land Reutilization Corporation (FCLRC). Kaper started in December of 2014 and also serves as Chief Deputy Treasurer for Fairfield County. FCLRC has secured a \$624K grant to demolish buildings in nine target areas with an anticipated demolition cost of \$25,000.00 per property. The grant can be used for building acquisitions and demolition of properties to help stabilize the targeted area neighborhoods. Kaper discussed target dates for the grant, and how his group was looking for assistance. Robert Maynard made a motion to allow Caleb Bell to draft **Resolution 2015-11** to allow the FCPA to establish a relationship with the Fairfield County Land Utilization Corporation, where the FCPA would be willing to serve as lending partner for associated loans; seconded by Charles Elsea, motion passed unanimously.

Old Business:

Discussion took place regarding our marketing strategy and website. Jeff Sauer discussed several opportunities where we might share information with existing organizations and have a link from their website to the Port authority site. Bob Clark met with Kelly Swingle, recommended by Tom James, about assistance with our website. The Board members will review websites of similar organizations, and bring information to discuss at the May meeting.

Discussion on how to raise the visibility of the FCPA followed. A recommendation was to create a power point presentation that can be shared with local government, other alliances, local chambers, 501C3 groups, lending institutions, and small manufacturers. Any presentation should include how a Port operates, advantages of using a port, size of projects FCPA can handle for manufacturing facilities, communities, and how it can be beneficial to charitable organizations. Once a presentation is finalized, FCPA should host an event.

Kauffman distributed financials posted on an EXCEL spreadsheet. She will create a new company in her existing QuickBooks software. Seeing the insurance premiums paid as an

expense line item, Charles Elsea asked to see a copy of board members insurance coverage. Kauffman will send the coverage letter to all board members.

New Business:

Introduction of Resolutions for Consideration

Caleb Bell asked the Board to consider **Resolution 2015-08** which amends the Rules and Regulations of the Fairfield County Port Authority to change the frequency of audits. This modification defines the Port Authority audit be performed once every two years as required by the Ohio Auditor of State. Tom James noted a typo on page 6. Section 7. Paragraph C that the word "from" is spelled "form." With that correction noted, James made a motion to accept the Resolution as presented; Robert Maynard seconded; unanimous vote in favor; resolution adopted.

Caleb Bell asked the Board to consider **Resolution 2015-09, an omnibus Port Authority Policies Resolution**. This resolution establishes General Governmental Policies including an investment policy, internal financial controls policy, a capital assets policy, a media interview policy, and a conflict of interest and ethics policy. The investment office will be the Treasurer. Charles Elsea made a motion to accept the Resolution as presented; Tom James seconded; unanimous vote in favor; resolution adopted.

Caleb Bell asked the Board to consider **Resolution 2015-10**. This resolution establishes the Audit committee and adoption of the Audit Committee Charter for the Government of the audit committee. This committee, created by the Chair of the Board, fulfills its oversight responsibility for the financial reporting process, the system of internal financial controls, the Port's process for monitoring compliance with laws and regulations, the independent auditor's qualifications and independence, and also defines the purpose of the Audit Committee. Charles and Elsea and Tom James will serve on this committee. Other board members are excluded because of their board positions. This Resolution will be amended to include the name of Charles Elsea as Secretary of the Audit Committee. Brian Householder made a motion to accept the Resolution as amended; Tom James seconded; unanimous vote in favor; resolution adopted.

After further discussion, Robert Maynard made a motion to look back at **Resolution 2015-09** and fill in the blanks for the Internal Controls Policy. Assignments were made as follows.

The Secretary/Treasurer is the fiscal officer

The Executive Director receives the invoices

The Secretary-Treasurer approves the invoices

Fiscal officer or assistant fiscal officer can pay the bills

The Chairman will reconcile the bank statements

Robert Maynard made a motion to accept these assignment designations; Tom James seconded. Motion pass unanimously. All policies will be reviewed to insure all responsibilities are assigned.

With no further business to discuss, Charles Elsea made a motion to adjourn; Tom James seconded; motion passed and meeting closed at 10:23 am.

The next meeting of the Fairfield County Port Authority is scheduled for Wednesday May 13, 2015 at 8:30 am in the County Commissioners' Hearing Room.

Respectfully submitted,

Brian Householder
Fairfield County Port Authority
Secretary-Treasurer