

The Board of Directors of the Portage County Port Authority met in the Portage Development Board/Portage County Port Authority office located at 217 S. Chestnut Street in Ravenna, Ohio on Tuesday, September 20, 2011 at 2:00 PM with the following members present:

T.N. Bhargava	Thomas V. Chema	David Dix
Jack Kohl	Steven P. McDonald	Neil Mann, Jr.

Absent: Director Wyatt

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Also present: Mayor of Ravenna Joseph Bica, Economic Development Director of Ravenna Kerry Macomber, James Thompson, Attorney Denise Smith and Secretary-Treasurer Diana Fierle

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APPROVAL OF OFFICIAL MINUTES

Motion by Thomas V. Chema to approve the June 6, 2011 Board of Directors' meeting minutes as presented. Seconded by David Dix. All in favor, motion carries.

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CONSIDERATION OF CORRESPONDENCE, NEW RESOLUTIONS AND MOTIONS

- A. Chairman Kohl presented the letter of resignation from Secretary-Treasurer Deborah Mazanec. Chairman Kohl stated he would prefer not to accept the resignation but due to budgetary constraints in the Commissioner's office we don't have a choice.
- B. Motion by David Dix to accept the resignation with regret of Secretary-Treasurer Deborah Mazanec. Seconded by Thomas V. Chema. All in favor, motion carries.
- C. Motion by Jack Kohl to approve a letter and resolution thanking Secretary-Treasurer Deborah Mazanec for her services to the Portage County Port Authority. Seconded by Thomas V. Chema. All in favor, motion carries.
- D. Chairman Kohl presented a resolution to appoint Diana Fierle as Secretary-Treasurer to the Portage County Port Authority. Motion made by Thomas V. Chema to appoint Diana Fierle as Secretary-Treasurer to the Portage County Port Authority. Seconded by Steven P. McDonald. All in favor, motion carries.
- E. Chairman Kohl presented a resolution to appoint Diana Fierle as designee to attend the Public Records training in October 2011 on behalf of the Port Authority Directors.

Motion made by Thomas V. Chema to appoint Diana Fierle as designee to attend the Public Records training. Seconded by Steven P. McDonald. All in favor, motion carries.

- F. Chairman Kohl introduced the Resolution to amend the 2011 Appropriation to allow payment to the Portage Development Board per the agreement between the Portage Development Board and the Portage County Port Authority.

Motion by Steven P. McDonald to amend the 2011 Appropriation to allow payment to the Portage Development Board. Seconded by Thomas V. Chema. All in favor, motion carries.

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APPROVAL OF THE AGREEMENT BETWEEN THE PORTAGE COUNTY PORT AUTHORITY AND THE PORTAGE DEVELOPMENT BOARD

Attorney Denise Smith advised the Directors that Attorney David Brode drafted the agreement. Attorney Smith stated that originally the agreement called for quarterly payments to the Portage Development Board. Since it's nearing the end of the year she thought the Directors might want to consider the one lump payment for calendar year 2011 or they can stick to the quarterly payments. Director Chema asked Secretary-Treasurer Fierle if the development board would benefit more from receiving it in one lump sum as opposed to quarterly. Secretary-Treasurer said that would be very helpful for the 2011 payment. Director Chema stated then the board ought to do it in one lump sum payment. Chairman Kohl mentioned that as long as there is no problem with the auditors and everyone else. Attorney Smith asked if it would be for the \$10,000 for 2011 and the response was yes.

Chairman Kohl asked for a motion to pay the Portage Development Board the \$10,000 in one lump-sum payment. Motion was made by Director Mann to pay the \$10,000 to the Portage Development Board in one lump sum payment. Seconded by David Dix. All in favor, motion carries.

Motion was made by Director Mann to approve the agreement between the Portage Development Board and the Portage County Port Authority. Seconded by Steven P. McDonald. All in favor, motion carries with Thomas V. Chema, Jack Kohl and T. N. Bhargava abstaining.

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DISCUSSION – POSSIBLE PROJECT

Chairman Kohl explained a possible project for the City of Ravenna involving the old Ravenna High School property. He explained the Ravenna School board built a new school and they have been trying to sell the old school property. Chairman Kohl thought this would be a good time for the Port Authority to step in and purchase the property. The condition would be that the school building would be demolished first. The Port Authority would market the property along with the City of Ravenna to develop the 5 acre parcel and share the revenues with the school. We are in a position to do this on behalf of the schools and the community. It has been looked at by a number of professional contractors with many ideas for the property. More discussion continued about this project. Chairman Kohl stated that the new Ravenna school project was supposed to happen about 5 years down the road. When the state architect and review board came in to look at the building it was in such bad shape that they moved the new school project up on the list. We feel this building has been looked at very carefully to try to utilize it for other purposes but it is in such bad shape the recommendation was that it should be demolished. Chairman Kohl feels it's best to start over with a flat vacant lot.

Director Chema stated that they've had a couple of meetings with Mayor Bica and the superintendent of the Ravenna Schools. Director Chema feels what Chairman Kohl is proposing is a great idea. It's on the edge of a very nice area and conjoins with the downtown. If you can get a developer to make this mixed use and also compliment the residential around it you can have a very vibrant neighborhood. Director Chema feels only one portion of that building could be renovated, the rest would need to be torn down. It would cost much more to try to renovate the historic core. The rest doesn't appear to have any value. The cost would be extremely expensive. He feels the best thing to do would be to demolish the entire building. Director Chema feels this would be a great project for the Port to take on. This would be a project we are taking ownership of. He hopes we can work closely with the Portage Development Board with the marketing side of it. We know we would have really good support from the Mayor.

Director Bhargava asked about the asbestos. Chairman Kohl said the City and the schools have the demolish numbers and that takes into account any asbestos in the building. They've done that as they've taken a survey of the school.

Mayor Bica states that after month of trying to come up with a resolution on the reuse of this building in partnership with someone, the City has come to the conclusion that this is the best director to go in. He stated that he and Ms. Macomber are very much in favor of this proposal. He feels it will push it forward correctly.

Chairman Kohl stated that it's up to the schools what happens with the building and he'd love to see them grant the building to the Port. He'd like to see something start this year. It costs the schools about \$150,000 per year to maintain the building. With winter upon us it will cost another \$30,000 - \$40,000 to heat the building. Director Chema stated that he believes from the school boards point of view, they would like it if they wouldn't have to maintain the building for another year. Chairman Kohl stated for the long term he believes this is the best option for the City of Ravenna. Director Dix hopes that if we do this we will come up with a project that's a really credit to the city. Mayor Bica says he feels there should probably be a sub-committee set up to review the proposals and make sure it is a good thing for the city. Mayor Bica is very sensitive to what might be proposed there. The city will not support certain housing, certain businesses at this location as it's a "sweet spot" as far as he's concerned. He wants something done there that will be extraordinary for the city in the redevelopment process.

Ms. Macomber said she wants to remind the directors that this is in the historic district so there is already a design review committee that has a strong interest and knowledge of how to put in a complimentary piece to the overall character.

Mayor Bica stated that his vision is to see some office, retail, some upscale apartments for senior housing or student housing that is something significant that the city can promote. Mayor Bica is very excited about this project.

Director Chema stated that if the school board gives this to us, we might want put out an RFQ for qualifications of some very good developers that would be interested in developing this property. We can decide later what we want to do.

Chairman Kohl explained that the school board would have to demolish it with the funds that are already in place. Director Chema stated that we might also want to utilize a TIF for this project. The Port could share the revenues from the fees generated with the schools to help them with the loss of taxes during the TIF period. There was much more discussion regarding the funding mechanisms and revenues generated.

Stephen McDonald made a motion to move forward and send the letter to the school board. Seconded by T.N. Bhargava. All in favor, motion carries.

There was a little more discussion about the project and then a vote with motion carrying.

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Director Chema asked when Brad would be starting. Secretary/Treasurer stated on Monday. She gave a little background about Brad and stated that he will be attending the Port Authority meetings.

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SCHEDULED MEETING DATES

The next regular meeting is scheduled for Tuesday, December 6, 2011 at 2:00 PM

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RESOLUTION NO: 11-004

**RE: RESOLUTION OF THANKS TO THE PORTAGE COUNTY PORT AUTHORITY'S
FIRST SECRETARY- TREASURER DEBORAH MAZANEC**

It was moved by Jack Kohl, seconded by Thomas V. Chema that the following resolution be adopted:

WHEREAS, the Portage County Port Authority was created by the Portage County Board of Commissioners on April 9, 2002; and

WHEREAS, the Portage County Port Authority Secretary-Treasurer was originally appointed by the Board of Commissioners on June 6, 2006 to serve as the first Secretary-Treasurer of the Portage County Port Authority; and

WHEREAS, Secretary-Treasurer Deborah Mazanec served as the official Secretary-Treasurer since her appointment at the December 2006 Board meeting; now therefore be it

RESOLVED, that the Portage County Port Authority Board of Directors thanks Secretary-Treasurer Deborah Mazanec for her leadership, dedication and hard work to the Portage County Port Authority, and be it further

RESOLVED, that the Board of Directors offers a sincere "Thank You" and expresses their deep appreciation to Secretary- Treasurer Deborah Mazanec for her contribution to the Portage County Port Authority and the citizens of Portage County, and want her to know that she will be deeply missed; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of the Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice Vote as Follows:

T.N. Bhargava, yea;	David Dix, yea;	Thomas V. Chema, yea;
Jack Kohl, yea;	Neil Mann, Jr., yea;	Steven P. McDonald, yea;
James A. Wyatt, Jr., absent		

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RESOLUTION NO. 11-005

RE: APPOINT DIANA FIERLE AS SECRETARY-TREASURER OF THE BOARD OF DIRECTORS FOR THE PORTAGE COUNTY PORT AUTHORITY FOR THE REMAINDER OF THE YEAR 2011.

It was moved by Jack Kohl, seconded by Thomas V. Chema that the following resolution be adopted:

RESOLVED, that Diana Fierle is appointed by the Board of Directors of the Portage County Port Authority as Secretary-Treasurer of the Board for the remainder of the year 2011 or until the next organizational meeting of the Board, due to the resignation of Secretary-Treasurer Deborah Mazanec; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

T.N. Bhargava, yea;	Thomas V. Chema, yea;
David Dix, yea;	Jack Kohl, yea;
Neil Mann, Jr., yea;	Steven P. McDonald, yea;
James A. Wyatt, Jr., absent;	

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RESOLUTION NO. 11-006

RE: IN ACCORDANCE WITH OHIO SUBSTITUTE HOUSE BILL 9 (126TH GENERAL ASSEMBLY) APPOINT SECRETARY-TREASURER DIANA FIERLE AS THE DESIGNEE TO ATTEND TRAINING PROGRAMS AND SEMINARS ABOUT OHIO'S PUBLIC RECORDS LAW.

It was moved by Thomas V. Chema, seconded by Steven P. McDonald that the following Resolution be adopted:

WHEREAS, Ohio Substitute House Bill 9 (126th General Assembly) requires a public office to adopt a public records policy in compliance with Ohio's Public Records Law for responding to public requests for information; and

WHEREAS, Ohio law requires that elected and appointed officials attend a three hour seminar about Public Records Law but also allows the official to appoint a designee; now there for be it

RESOLVED, that the Portage County Port Authority Board of Directors does hereby appoint Secretary-Treasurer Diana Fierle as the Board's designee to attend the required training in accordance with Ohio Substitute House Bill 9 (126th General Assembly); and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

T.N. Bhargava, yea;	Thomas V. Chema, yea;
David Dix, yea;	Jack Kohl, yea;
Neil Mann, Jr., yea;	Steven P. McDonald, yea;
James A. Wyatt, Jr., absent;	

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RESOLUTION NO. 11-007

RE: AMEND PORTAGE COUNTY PORT AUTHORITY APPROPRIATION FOR YEAR 2011, APPROVED BY RESOLUTION 10-006 ON DECEMBER 7, 2010.

It was moved by Steven P. McDonald, seconded by Thomas V. Chema, that the following Resolution be adopted:

WHEREAS, the Board of Directors adopted Resolution No. 10-006 on December 7, 2010 to set aside funds for Port Authority expenditures during 2011; and

WHEREAS, the Portage County Port Authority Board of Directors desires to amend the 2011 Budget to allow payment to the Portage Development Board per the Agreement between the Portage County Port Authority and the Portage Development Board in an amount not to exceed \$10,000; now therefore be it

RESOLVED, that the Board of Directors approves the Amended 2011 Budget as follows as Exhibit "A", changing the Contract Services line from \$4,120.00 to \$14,120.00 and the Membership Dues line from \$15,900.00 to \$5,900.00; and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice Vote as Follows:

T.N. Bhargava, yea;

David Dix, yea;

Neil Mann, Jr., yea;

James A. Wyatt, Jr., absent

Thomas V. Chema, yea;

Jack Kohl, yea;

Steven P. McDonald, yea;

Exhibit "A"

Resolution 11-007

**PORTAGE COUNTY PORT AUTHORITY
2011 Amended Budget**

	2011 Original Budget Amount	2011 Amended Budget Amount
<u>Estimated Beginning Balance</u>		
Checking Account	\$8,000.00	\$8,000.00
Money Market Account	<u>\$129,750.00</u>	<u>\$129,750.00</u>
Total Estimated Balance	\$137,750.00	\$137,750.00
Description		
<u>Revenues</u>		
May 2011 - Cascades Admin. Fees	\$1,468.75	\$1,468.75
Nov. 2011 - Cascades Admin. Fees	\$1,406.25	\$1,406.25
May 2011 - Plaza Schroer Fees	\$352.50	\$352.50
Nov. 2011 - Plaza schroer Fees	<u>\$352.50</u>	<u>\$352.50</u>
Total Revenues	\$3,580.00	\$3,580.00
Total Estimated Resources	\$141,330.00	\$141,330.00
<u>Expenses</u>		
Employee Full-time Salaries	\$0.00	\$0.00
PERS	\$0.00	\$0.00
Medicare	\$0.00	\$0.00
Workers Compensation	\$0.00	\$0.00
Health Benefits	\$0.00	\$0.00
Contract Services	\$4,120.00	\$14,120.00
Training/Meeting Expenses	\$1,000.00	\$1,000.00
Transportation	\$1,000.00	\$1,000.00
Membership Dues	\$15,900.00	\$5,900.00
Advertising/Marketing	\$2,000.00	\$2,000.00
Telephone	\$0.00	\$0.00
Postage	\$0.00	\$0.00
Rent	\$0.00	\$0.00
Professional & Technical Services	\$500.00	\$500.00
Other Services	\$0.00	\$0.00
Materials & Supplies	\$150.00	\$150.00
Photocopy & Printing Supplies (Copier)	\$0.00	\$0.00
Food Supplies	<u>\$500.00</u>	<u>\$500.00</u>
Total Expenses	<u>\$25,170.00</u>	<u>\$25,170.00</u>

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R E S O L U T I O N

NO. 11-008

RE: ENTER INTO AND APPROVE THE TERMS OF AN AGREEMENT BETWEEN THE PORTAGE COUNTY PORT AUTHORITY AND THE PORTAGE DEVELOPMENT BOARD

It was moved by Neil Mann, Jr., seconded by Steven P. McDonald that the following resolution be adopted:

WHEREAS, the Portage Development Board is private, not-for-profit corporation which provides economic development programs for the business community of Portage County; and

WHEREAS, per Resolution No. 11-003 adopted June 6, 2011, the Portage County Port Authority Board of Directors approved the expenditures and the entering into an Agreement with the Portage Development Board; and

WHEREAS, the Portage Development Board agrees to furnish and the Portage County Port Authority agrees to purchase the use of space and services in accordance with the Terms and Conditions set forth in the attached Agreement, now therefore be it

RESOLVED, that the Board of Directors agree to enter into an agreement for services with the Portage Development Board, 217 South Chestnut Street in Ravenna, Ohio in the amount of \$10,000 per calendar year beginning July 1, 2011, and will continue in effect until December 31, 2011; and be it further

RESOLVED, that this Agreement shall renew automatically for a one (1) year term beginning January 1, 2012 and each January 1 thereafter, unless either party notifies the other party in writing of its intention to not renew this agreement at least sixty (60) days prior to the end of the then current term. Such notice of intent to not renew may be delivered by regular U.S. mail, and be it further

RESOLVED, that the Board of Directors finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board and that all deliberations of this Board that resulted in those formal actions were in a meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote was as follows:

T.N. Bhargava, abstained

David Dix, yea;

Neil Mann, Jr., yea;

James A. Wyatt, Jr., absent;

Thomas V. Chema, abstained;

Jack Kohl, abstained;

Steven P. McDonald, yea;

AGREEMENT BETWEEN THE PORTAGE COUNTY PORT AUTHORITY AND THE PORTAGE DEVELOPMENT BOARD

This Agreement is by and between The Portage County Port Authority ("PCPA") whose office is located at 217 S. Chestnut Street, Ravenna, Ohio 44266, Ohio, and Portage Development Board ("PDB") whose office is located at 217 S. Chestnut Street, Ravenna, Ohio 44266.

WHEREAS, PDB agrees to furnish and PCPA agrees to purchase the use of space and services in accordance with the Terms and Conditions set forth below;

NOW, therefore, it is agreed as follows:

I. TERM OF AGREEMENT

- a. This Agreement shall be effective July 1, 2011 and will continue in effect until December 31, 2011 and shall remain in full force during that term unless terminated by mutual consent.
- b. This Agreement shall renew automatically for a one (1) year term beginning January 1, 2012 and each January 1 thereafter, unless either party notifies the other party in writing of its intention to not renew this Agreement at least sixty (60) days prior to the end of the then current term. Such notice of intent to not renew may be delivered by regular U.S. mail.
- c. In the event that this Agreement is terminated, the PCPA shall pay PDB for services rendered to the termination date.

II. RESPONSIBILITIES OF PDB

- a. PDB shall allow PCPA to utilize its current office space located at 217 S. Chestnut Street, Ravenna, Ohio 44266 on an "as needed" basis.
- b. PDB shall host the PCPA web page on the PDB website (www.portagedevbd.org). PCPA shall provide PDB on a periodic basis the content and information that the PCPA desires to be contained on the web page. The PDB shall update the PCPA web page within a reasonable time period not later than seven (7) days after receipt of the content and information PCPA wishes to place on the web page.

- c. PDB shall provide the following secretarial, treasurer and other support services to PCPA:
 - a. Preparation of board meeting agendas and meeting information materials;
 - b. Preparation of public notices of PCPA Board meetings;
 - c. Draft and publish minutes from all PCPA Board meetings;
 - d. Process all correspondence addressed to PCPA, both written and e-mail;
 - e. Process documents for bids/quotes/requests for qualifications (RFQ);
 - f. Assist with preparation of the annual PCPA budget;
 - g. Process all public record requests and respond to those requests on behalf of PCPA in accordance with the requirements of law;
 - h. Process and deposit all checks received for the benefit of PCPA;
 - i. Prepare monthly budget reports in a format as directed by PCPA;
 - j. Prepare treasurer reports;
 - k. Maintain all PCPA files;
 - l. Purchase all supplies necessary to complete the task required hereunder
 - m. Assist with the annual financial audit;
 - n. Perform such other duties as mutually agreed to by the parties.

- d. In completing the specific and agreed upon duties pursuant to this Agreement the Board Chair of the PCPA is hereby designated as having the authority to provide direction to and PDB shall carry out its duties under this Agreement as directed by the Board Chair of the PCPA.

III. RESPONSIBILITIES OF PCPA:

- a. PCPA shall direct PDB as to the specific needs of PCPA related to items a. – n. in section II of this Agreement.

IV. PAYMENT TO PDB:

- a. PCPA shall pay to PDB the sum Ten Thousand Dollars (\$10,000.00) per annum. Said amount shall be paid upon invoice from PDB billed quarterly in equal installments on January 1, April 1, July 1 and October 1 of each year.

VI. General Conditions:

- a. Neither the PDB nor the PCPA shall be liable for any loss, injury or damage resulting in whole or in part from the acts of God, acts of public or quasi-public authorities, fire, theft, accidents involving aircraft or motor vehicles, or any cause beyond the control the PDB or PCPA.

- b. The PDB, as well as employees of the PDB, shall in no way be considered employees of the PCPA for any purpose including but not limited to, retirement benefits, Worker's Compensation, Unemployment compensation, Health Insurance, any other fringe benefit, or any PCPA mandated training. PDB agrees that no agency, employment, joint venture, or partnership has been or will be created between the parties hereto pursuant to the terms and conditions of this Agreement. PDB also agrees that PDB assumes all responsibility for any federal, state, municipal, or other tax liabilities along with workers compensation, unemployment compensation, and insurance premiums which may accrue as a result of compensation received for services rendered hereunder. PDB agrees that it is an independent provider for all purposes including, but not limited to the application of the Fair Labor Standards Act, the Social Security Act, the Federal Unemployment Tax Act, the Federal Insurance Contribution Act, the Internal Revenue Code, Ohio Tax Law, Workers Compensation Law, and Unemployment Insurance Law. PDB certifies that all approval, licenses, or other qualifications necessary to conduct business in the State of Ohio have been obtained and are operative. Of at any time during the Agreement period PDB becomes disqualified from conducting business in the State of Ohio, for whatever reason, PDB must immediately notify PCPA of the disqualification.
- c. This agreement shall be construed, interpreted, and the rights of the parties determined, in accordance with the laws of the State of Ohio, and any action to enforce terms of this Agreement shall be brought in Portage County, Ohio.
- d. Except as otherwise provided herein, neither party shall assign it rights or delegate its duties hereunder without the prior consent of the other party. Subject to such consent, this Agreement shall be binding upon and for the benefit of the parties hereto, their successors and assigns.
- e. PDB and PCPA acknowledge that each has read this Agreement, understands it, and agrees to be bound by its terms. PDB and PCPA further agree that this Agreement shall not be modified, except by a written agreement, signed on behalf of both parties by a duly authorized representative. This Agreement may be executed in multiple copies, with each executed copy constituting an original, but collectively constituting but a single document.
- f. PDB shall indemnify and hold PCPA forever harmless from any and all claims in law or equity from the acts, and/or omissions of PDB agents and/or employees, contractors, clients, and any other acts and/or omissions resulting from operations under this Agreement.
- g. If and term(s), provision (s) or condition(s) of this Agreement is held by a court of competent jurisdiction to be invalid, void or unenforceable, the remainder of the

provisions shall remain in full force and effect and in no way be affected, impaired or invalidated.

- h. No person or entity that is not a party to this Agreement is intended by PDB or PCPA to be afforded any enforceable rights as a consequence of this Agreement.
- i. This Agreement is a matter of public record under the laws of the State of Ohio. PDB agrees to make copies of this Agreement and any records generated there under promptly available to any requesting party. By entering into this Agreement PDB acknowledges and understands that the records maintained by PDB pursuant to this Agreement may be deemed public records subject to disclosure under Ohio law.
- j. PDB, along with its officers, members, and employees, have not interest, personal or otherwise, direct or indirect, which is incompatible or in conflict with or would compromise in any manner or degree with the discharge and fulfillment of his or her functions and responsibilities under the Agreement. PDB agree to periodically inquire of its officers, members and employees concerning such interests. Any person who acquires an incompatible, compromising, or conflicting personal or business interest shall immediately disclose his or her interest to PCPA in writing. Thereafter, he or she shall not participate in any action affecting the work under this Agreement, unless PCPA shall determine that, in light of the personal interest disclosed, his or her participation in any such action would not be contrary to the public interest. The written disclosure of such interest shall be made to: Portage County Port Authority, 217 S. Chestnut Street, Ravenna, Ohio 44266.

VII. Signature of Authorized Persons:

IN WITNESS WHEREOF, the parties have executed this Agreement to be effective as of July 1, 2011.

Portage County Port Authority

Portage Development Board

(signature)

(signature)

(date)

(date)

Name: David Dix
Title: Vice-Chairman

Name: Stephen Colecchi
Title: Chairman, Board of Directors

APPROVED AS TO FORM

Assistant Portage County Prosecutor

Date

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CERTIFICATE OF FISCAL OFFICER - 2011

I hereby certify that the _____ (\$ _____) required to meet the foregoing contract, agreement or obligation for the remainder of FY 2011 has been lawfully appropriated or authorized or directed for such purpose, and is in the Treasury of the Portage County Port Authority, or in the process of collection, for the credit of the Portage County Port Authority fund free from any outstanding obligation.

Secretary/Treasurer, Portage County Port Authority

Date

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We do hereby certify that the foregoing is a true and correct record of the Portage County Port Authority Board of Directors' meeting on September 20, 2011. There being no further business to come before the Board, the official meeting of September 20, 2011 adjourned at 3:15 PM.

T.N. Bhargava

Thomas V. Chema

David Dix

Jack Kohl

Neil Mann, Jr.

Steven P. McDonald

ABSENT

James A. Wyatt, Jr.

Diana Fierle
Secretary-Treasurer