

OHIO AIR QUALITY DEVELOPMENT AUTHORITY

Mike DeWine
Governor

Members

Michael H. Keenan
Chairman

Thomas E. Niehaus
Vice-Chairman

Ted Celeste
James S. Simon
Michael F. Curtin

Ex Officio
Dr. Amy Acton
Ohio Department of Health

Laurie Stevenson
Ohio Environmental Protection Agency

Executive Director
Christina O'Keeffe

Secretary-Treasurer
Christina O'Keeffe

Legal Counsel
Stephen J. Smith, Esq.

Programs
Facility Development and Financing
Clean Air Resource Center

The regular meeting of the *OHIO AIR QUALITY DEVELOPMENT AUTHORITY* will be held on Tuesday, April 9, 2019 at 10:00 am in the conference room of the Ohio Water Development Authority (OWDA) building, 480 South High Street, Columbus, Ohio, 43215.

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CLEAN AIR & CLEAN ENERGY
ARE GOOD BUSINESS

OHIO AIR QUALITY DEVELOPMENT AUTHORITY



TUESDAY, APRIL 9, 2019

TENTATIVE AGENDA

1. Welcome and Introduction of Guests Chairman
2. Minutes March 19, 2019
3. Resolution 19-18 Henry's Dry Cleaners and Care Center
(CARC)

A resolution authorizing the issuance of not to exceed \$48,000.00 Air Quality Revenue Bonds of the State of Ohio in order to assist Henry's Dry Cleaners & Care Center, Inc. in the financing of costs of air quality facilities in order to promote the public purposes of chapter 3706, Ohio Revised Code; providing for the assignment of revenues for the payment of said bond; authorizing the execution and delivery of a loan agreement, an assignment of loan agreement and the bond; and authorizing and approving related matters.

4. Resolution 19-19 Henry's Dry Cleaners and Care Center
(CARC)

That the Ohio Air Quality Development Authority approves two grants from the Small Business Assistance Fund to Henry's Dry Cleaners & Care Center, Inc. for the purpose related to the eligible portions of the financing approved through Resolution 19-18. The first grant to assist in the payment of closing costs of the eligible portion of the amount financed and shall be certified as eligible by bond counsel. The second grant is to cover a portion of the principal amount not to exceed 30% of the project cost financed or \$30,000.00 under Resolution 19-18.

5. Resolution 19-20 Riverside 10 LLC (PDAF)

A resolution authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (Riverside 10, LLC project), Series 2019 in the aggregate principal amount of not to exceed \$2,000,000 to assist Riverside 10, LLC in the financing of costs of "Air Quality Facilities" within the meaning of Chapter 3706, Ohio Revised Code; providing for the pledge of revenues for the payment of such bonds; and the execution and delivery of a bond purchase agreement, pledge agreements and the bond; and authorizing and approving related matters.

6. Resolution 19-21

AMG Vanadium LLC (Inducement)

A resolution agreeing to issue revenue bonds of the State of Ohio to assist in the financing of the costs of the acquisition, construction and installation of Air Quality Facilities for the use of AMG Vanadium LLC.

7. Executive Director's Report

Christina O'Keeffe

8. Adjournment

OHIO AIR QUALITY DEVELOPMENT AUTHORITY

The regular meeting of the Ohio Air Quality Development Authority was held on Tuesday, April 9, 2019 at 10:00 am at 480 South High Street, Columbus, Ohio. These are the minutes of that meeting.

The following members were present:

Mike Keenan, Chairman
Tom Niehaus, Vice Chairman
Ted Celeste
Jim Simon
Michael Curtin

Ex-Officio members present:

Gene Phillips, Ohio Dept of Health
Laura Factor, Ohio EPA

Staff present:

Christina O’Keeffe, Executive Director
Sandra Langston, Executive Assistant
Mike Weiland, Fiscal Officer
Gabe Lorenz, Customer Service Coordinator
Stephen J. Smith, Legal Counsel

State agency representatives present:

Guests present:

Eric Warren, Henry’s Cleaners
Shawn Buchtel, AMG Vanadium
Aaron Berke, Vorys
Andy Holzhauser, Donovan Energy
Carol Zimmerman, Zimmerman Communications

Mary Sullivan, Dinsmore and Shohl
Colleen Heacock, AMG Vanadium
Hoy Frakes, AMG Vanadium
Dan O’Harra, Riverside 10

This meeting of the Authority has been duly posted and given to all news media, organizations and other persons who requested such information in accordance and in full compliance with Rule No. 2 of this Authority.

The Chairman called the meeting to order at 10:01 am. Legal Counsel confirmed that the Ohio Air Quality Development Authority was in full compliance with the Sunshine Law.

1. The Chairman welcomed everyone and asked those seated around the room to introduce themselves.
2. Minutes – Regular business meeting March 19, 2019. Mr. Celeste moved for approval of the minutes. Mr. Niehaus seconded. Voice vote. All ayes. Minutes adopted.

3. Resolution 19-18

Henry's Dry Cleaners and Care Center (CARC)

A resolution authorizing the issuance of not to exceed \$48,000.00 Air Quality Revenue Bonds of the State of Ohio in order to assist Henry's Dry Cleaners & Care Center, Inc. in the financing of costs of air quality facilities in order to promote the public purposes of chapter 3706, Ohio Revised Code; providing for the assignment of revenues for the payment of said bond; authorizing the execution and delivery of a loan agreement, an assignment of loan agreement and the bond; and authorizing and approving related matters.

The Executive Director presented this Resolution for Henry's Dry Cleaners and Care Center, located in Cleveland, Ohio. This project is being considered through the Clean Air Resource Center (CARC), and involves replacing a dry cleaning machine that eliminates the use of PERC. The business owner, Mr. Eric Warren, was introduced to present on his project.

Mr. Warner outlined the history of Henry's Dry Cleaners and Care Center, which was created by his grandfather in 1969. He noted how the business was a family project, and how he renamed it to Henry's to honor his grandfather following his death. He then described how the new dry cleaning machine would help increase air quality for his employees and the community.

Discussion surrounded the awareness of OAQDA assistance for his project and the process to apply for OAQDA financing through the CARC program. Mr. Henry told the members he found out about the program during a discussion with his equipment vendor and the application process was much easier than he originally anticipated.

Mr. Celeste moved to approve Resolution 19-18. Ms. Factor seconded. Voice vote. All ayes. Resolution adopted.

Mr. Phillips arrived at 10:05 am.

4. Resolution 19-19

Henry's Dry Cleaners and Care Center (CARC)

That the Ohio Air Quality Development Authority approves two grants from the Small Business Assistance Fund to Henry's Dry Cleaners & Care Center, Inc. for the purpose related to the eligible portions of the financing approved through Resolution 19-18. The first grant to assist in the payment of closing costs of the eligible portion of the amount financed and shall be certified as eligible by bond counsel. The second grant is to cover a portion of the principal amount not to exceed 30% of the project cost financed or \$30,000.00 under Resolution 19-18.

Mr. Simon moved to approve Resolution 19-19. Mr. Niehaus seconded. Voice vote. All ayes. Resolution adopted.

5. Resolution 19-20

Riverside 10, LLC (PDAF)

A resolution authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (Riverside 10, LLC project), Series 2019 in the aggregate principal amount of not to exceed \$2,000,000 to assist Riverside 10, LLC in the financing

of costs of “Air Quality Facilities” within the meaning of Chapter 3706, Ohio Revised Code; providing for the pledge of revenues for the payment of such bonds; and the execution and delivery of a bond purchase agreement, pledge agreements and the bond; and authorizing and approving related matters.

The Executive Director presented this Resolution for Riverside 10, LLC. This Resolution involves an energy efficiency project located in the Village of Marble Cliff, Ohio and includes property assessed clean energy (PACE). She introduced Mr. Dan O’Harra with Riverside 10, LLC and Mr. Andy Holzhauser of Donovan Energy, to explain the project.

Mr. Holzhauser outlined the project and its benefits. He remarked upon the layout of their buildings, noting that it was the largest commercial building in the Village. He shared that Ohio is second in the country to California for PACE project investment, and that commercial investors are excited about Ohio. He then pointed out the projected electric and natural gas savings, as well as the projected emissions reductions from the project.

Discussion surrounded the timeline for the project, which is expected to begin within the next several months.

Mr. Curtin moved to approve Resolution 19-20. Mr. Niehaus seconded. Voice vote. All ayes. Resolution adopted.

6. Resolution 19-21

AMG Vanadium LLC (Inducement)

A resolution agreeing to issue revenue bonds of the State of Ohio to assist in the financing of the costs of the acquisition, construction and installation of Air Quality Facilities for the use of AMG Vanadium LLC.

Mr. Niehaus recused himself. The Executive Director presented this Resolution for AMG Vanadium, LLC, located in Cambridge, Ohio. She noted that they presented to the Authority in January 2019, and reminded the Authority members of the detailed memo that was included in their packets. The Executive Director shared that she along with Bond and Issuer’s Counsels visited the current site on March 25 as part of their due diligence process. She introduced Mr. Hoy Frakes, President of AMG Vanadium, to present on their project.

Mr. Frakes introduced his team members in attendance and began describing the project, noting that despite the apparent complexity, it was shaping out to be a straightforward process in working with OAQDA. He described the alloy Vanadium, which is used in strengthening steel. He then outlined AMG Vanadium, LLC, noting their prominence in Ohio and the U.S. market for Vanadium, as well as their climate-conscious and sustainable approach to business. He described the location and scope of the new building in Cambridge, and its potential effect on the community.

Discussion surrounded the locality for employee hiring and training and its effect on the local community, potential hurdles to project completion, and the timeline for the project. The Chairman noted the challenges of this particular project requiring thoughtful deliberation, and it is a larger, more complex

type of transaction involving federal tax-exempt financing as a solid waste disposal facility than what typically is considered by the Authority.

Mr. Simon moved to approve Resolution 19-21. Mr. Curtin seconded. The Chairman called for a roll call vote. Resolution adopted.

Ms. Langston called the roll.

Mr. Keenan – Aye

Mr. Niehaus – Abstain

Mr. Celeste – Aye

Mr. Simon – Aye

Mr. Curtin – Aye

Ms. Factor – Aye

Mr. Phillips – Aye

7. Resolution 19A02

OAQDA Policies (Administrative)

A resolution adopting the Personnel, Media Relations Policy, Ethics Policy, Customer Service Policy and Teleworking Policy as outlined.

Mr. Niehaus moved to approve Resolution 19A02. Mr. Celeste seconded. Voice vote. All ayes. Resolution adopted.

8. Executive Director's Report

Christina O'Keeffe

The Executive Director provided the Authority members with information about press coverage on the approved projects from March, noting the excellent coverage the Authority received. She updated members on the status of CARC projects, and described how the timing of the existing projects was important based on current appropriation levels through June 30 and with the new state budget on track for July 1. She mentioned that Harbor Bay, who presented in March, sent a follow-up on the economic details as requested by the members and pointed out that further evaluation will be initiated with technical consultants to verify the environmental benefits claimed in their application.

The Executive Director then updated members on the budget process. She testified before the House Finance Subcommittee on Agriculture, Development, and Natural Resources at the beginning of the month, and her testimony went well. She noted that there may be upcoming bills that might affect the Authority. She expected the Annual Report to be finished and printed within the next week and a half, for the April 20 deadline. The theme of the Annual Report will be Investment. Growth. Transformation.

The Executive Director informed members about the developments in the Authority's social media presence, pointing out the new public pages on LinkedIn and Twitter. This increase in social media presence will be handled by the Customer Service Coordinator. There will be special programs in May for National Small Business Week. She reminded the members that their 2018 financial disclosure statements are due soon.

Discussion followed, surrounding the new Teleworking policy, as well as the Authority's ability to encourage businesses to work with local career centers and tech schools.

9. Adjournment

The Chairman adjourned the meeting at 11:06 a.m.

The regular meeting of the *OHIO AIR QUALITY DEVELOPMENT AUTHORITY* will be held on Tuesday, May 14, 2019 at 10:00 am in the Ohio Water Development Authority (OWDA) conference room located at 480 South High Street, Columbus, Ohio.