

# OHIO AIR QUALITY DEVELOPMENT AUTHORITY

Mike DeWine  
Governor

**Members**

James S. Simon  
Chairman

Michael H. Keenan  
Vice-Chairman

Ted Celeste  
Michael F. Curtin

**Ex Officio**

Lance D. Himes, Interim Director  
Ohio Department of Health

Laurie Stevenson  
Ohio Environmental Protection Agency

**Executive Director**  
Christina O'Keefe

**Secretary-Treasurer**  
Christina O'Keefe

**Legal Counsel**  
Stephen J. Smith, Esq.

**Programs**  
Project Development and Financing  
Clean Air Resource Center

**The regular meeting of the *OHIO AIR QUALITY DEVELOPMENT AUTHORITY* will be held on Monday, March 23, 2020 at 10:00 am at 480 S High Street, Columbus, Ohio 43215. During the current state of emergency and in order to protect employees, partners and the public, the Authority is offering a conference call line as an option to listen to the meeting remotely. To help ensure capacity on this conference line, please RSVP to [info@aqda.state.oh.us](mailto:info@aqda.state.oh.us) with your interest to participate. Conference Call Number: (425) 436-6316; Password: 328119.**

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# OHIO AIR QUALITY DEVELOPMENT AUTHORITY



**MONDAY, MARCH 23, 2020**

## **TENTATIVE AGENDA**

1. Welcome and Introduction of Guests Chairman
2. Minutes February 11, 2020
3. Resolution 20-13 (CARC) E's Paint & Body Shop

A resolution authorizing the issuance of not to exceed \$115,000 Air Quality Revenue Bonds of the State of Ohio in order to assist E's Paint & Body Shop, LLC 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 the bonds; authorizing the execution and delivery of a loan agreement, assignment of loan agreement and bonds; and authorizing and approving related matters.

4. Resolution 20-14 (CARC) E's Paint & Body Shop

That the Ohio Air Quality Development Authority (the "Authority") approves two grants from the Small Business Assistance Fund to E's Paint & Body Shop, LLC for the purpose related to the eligible portions of the financing approved through Resolution 20-13. 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 20-13.

5. Resolution 20-15 (PDAF) Chatham Properties, LLC

A resolution authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (921 Chatham Lane Project), Series 2020, in the aggregate principal amount not to exceed \$1,350,000 to assist Chatham Properties, 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 20-16 (PDAF)

Clermont Health Realty, LLC

A resolution authorizing the issuance of not to exceed \$6,000,000 in principal amount of an Air Quality Revenue Bond of the State of Ohio in order to assist Clermont Health Realty, LLC in the financing of costs of air quality facilities, thereby promoting the public purposes of Ohio Revised Code chapter 3706; 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.

7. Resolution 20-17 (PDAF)

Tomco Machining

A resolution authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (Tomco Machining, Inc. Property Assessed Clean Energy Project), Series 2020, in the aggregate principal amount not to exceed \$900,000 to assist Tomco Machining, Inc. 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.

8. Resolution 20-18 (PDAF)

Claypool, LLC

A resolution amending Resolution No. 19-51 authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (Claypool, LLC project), Series 2019, in the aggregate principal amount not to exceed \$1,000,000.

9. Resolution 20A04 (Administrative)

Nuclear or Renewable Energy Generation Fund Programs Applications

A resolution concerning the approval of applications for the Nuclear Generation Fund Program and Renewable Energy Generation Fund Program.

10. Resolution 20A05 (Administrative)

Nuclear or Renewable Energy Generation Fund Programs Reporting Form

A resolution approving the reporting forms for the Nuclear or Renewable Energy Generation Fund Programs.

11. Communications Messaging Framework

Inspire PR

12. Executive Director’s Report

Christina O’Keeffe

13. Adjournment

## OHIO AIR QUALITY DEVELOPMENT AUTHORITY

The regular meeting of the Ohio Air Quality Development Authority was held on Monday, March 23, 2020 at 10:00 am at 480 South High Street, Columbus, Ohio. These are the minutes of that meeting.

Due to the coronavirus pandemic and Governor DeWine's orders regarding physical distancing, the Authority made a conference line available for people who chose not to attend the meeting in person. Authority Members who attended via teleconference did not participate in voting or discussions. An asterisk denotes attendance via teleconference.

### **The following members were present:**

Jim Simon, Chairman  
Michael Keenan, Vice Chairman  
Michael Curtin  
Ted Celeste\*

### **Ex-Officio members present:**

Gene Phillips, Ohio Dept of Health

### **Staff present:**

Christina O'Keeffe, Executive Director  
Gabe Lorenz, Customer Service Coordinator  
Brooke Grant, Manager of Planning & Projects  
Sandra Langston, Administrative Manager\*  
Dawn Pertner, Fiscal Officer\*

### **General Counsel:**

Thad M. Boggs

### **Guests present:**

Mary Sullivan, Dinsmore & Shohl\*  
Steve Sparks, Frost Brown Todd\*  
Blake Beachler, Calfee\*

Jill McGrail, McGrail Law\*  
Katie Lundy, Inspire PR\*

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 10:11 am. General Counsel confirmed that the Ohio Air Quality Development Authority was in full compliance with the Sunshine Law and the Open Meeting Law.

1. The Chairman welcomed everyone.

The Chairman noted that this meeting was being conducted with a number of measures taken to ensure compliance with the Governor's directives in light of COVID-19. He called attention to those, which included physical distancing in the meeting room among participants, hand sanitizer and disinfecting wipes readily available, all surfaces received a thorough cleaning, and a conference line is available to

enable remote listening to the meeting. He further outlined compliance with the Open Meeting Act, stating that only Authority members who were physically present would be counted for the meeting quorum and those attending by phone would not be permitted to vote. Additionally, he noted for the benefit of those on the phone, the meeting will be conducted in a manner by which each resolution would be clearly identified, along with any motions, and that all votes would be done by roll call.

General Counsel confirmed compliance with the Open Meetings Act, that a quorum was present, and that it remained an open, public meeting. He said individuals were invited to participate in a conference call to listen to the meeting by way of an electronic meeting notice which included the conference line information. General Counsel confirmed that the meeting was fully in compliance with state law and suggested taking the roll of members present in the room.

Director O’Keeffe called the Roll:

Mr. Simon  
Mr. Keenan  
Mr. Curtin  
Mr. Phillips

Director O’Keeffe confirmed that Members Ted Celeste and Laura Factor intended to participate and listen to the meeting by phone. OAQDA staff members were teleworking from home, and those not present at the meeting would be listening to the conference line. In addition, Mr. Gabe Lorenz read the names of people from the public who confirmed they would be listening to the meeting on the conference line.

2. Minutes – Regular business meeting February 11, 2020.

Mr. Curtin moved for approval of the minutes. Mr. Keenan seconded. Director O’Keeffe called the Roll:

Mr. Simon - Yes  
Mr. Keenan - Yes  
Mr. Curtin - Yes  
Mr. Phillips - Yes

Motion passed. Minutes adopted.

3. Resolution 20-13 (CARC) E’s Paint & Body Shop

A resolution authorizing the issuance of not to exceed \$115,000 Air Quality Revenue Bonds of the State of Ohio in order to assist E’s Paint & Body Shop, LLC 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 the bonds; authorizing the execution and delivery of a loan agreement, assignment of loan agreement and bonds; and authorizing and approving related matters.

The Executive Director introduced this Resolution for E’s Paint & Body Shop, a small business looking to install a new paint booth. She recognized Brooke Grant, Manager of Planning & Projects with the Authority, to provide more information about the project.

Ms. Grant said E’s Paint & Body Shop is a small, family-owned business located in St. Mary’s, Ohio. They plan to install a new downdraft paint booth, which will reduce emission of contaminants and improve air quality for their employees and community.

Mr. Keenan moved to approve Resolution 20-13. Mr. Phillips seconded. Director O’Keeffe called the Roll:

- Mr. Simon - Yes
- Mr. Keenan - Yes
- Mr. Curtin - Yes
- Mr. Phillips - Yes

Motion passed. Resolution adopted.

4. Resolution 20-14 (CARC) E’s Paint & Body Shop

That the Ohio Air Quality Development Authority (the “Authority”) approves two grants from the Small Business Assistance Fund to E’s Paint & Body Shop, LLC for the purpose related to the eligible portions of the financing approved through Resolution 20-13. 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 20-13.

Mr. Curtin moved to approve Resolution 20-14. Mr. Phillips seconded. Director O’Keeffe called the Roll:

- Mr. Simon - Yes
- Mr. Keenan - Yes
- Mr. Curtin - Yes
- Mr. Phillips - Yes

Motion passed. Resolution adopted.

5. Resolution 20-15 (PDAF) Chatham Properties, LLC

A resolution authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (921 Chatham Lane Project), Series 2020, in the aggregate principal amount not to exceed \$1,350,000 to assist Chatham Properties, 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.

Director O’Keeffe introduced this Resolution for Chatham Properties, LLC. It is for bond financing not to exceed \$1.35 million for energy improvements to an existing building. She noted that the business came before the Authority for an inducement resolution recently. She asked Ms. Grant to provide additional details.

Ms. Grant stated there hasn’t been any changes to the project scope since the inducement resolution was approved. The project consists of energy-efficiency improvements including HVAC, lighting, and solar upgrades.

Mr. Phillips moved to approve Resolution 20-15. Mr. Curtin seconded. Director O’Keeffe called the Roll:

Mr. Simon - Yes  
Mr. Keenan - Yes  
Mr. Curtin - Yes  
Mr. Phillips - Yes

Motion passed. Resolution adopted.

6. Resolution 20-16 (PDAF)

Clermont Health Realty, LLC

A resolution authorizing the issuance of not to exceed \$6,000,000 in principal amount of an Air Quality Revenue Bond of the State of Ohio in order to assist Clermont Health Realty, LLC in the financing of costs of air quality facilities, thereby promoting the public purposes of Ohio Revised Code chapter 3706; 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.

Director O’Keeffe introduced this Resolution for Clermont Health Realty, LLC, a healthcare facility in the Cincinnati area. They came before the Authority previously and was approved for an Inducement Resolution. The project involves two lenders. This portion involves a senior lender who is willing to close in the next few weeks.

Ms. Grant stated there was no change to the scope of work, and that the project involves high-efficiency LED lighting, windows, onsite solar generation, and energy efficiency improvements to the roof.

Mr. Keenan moved to approve Resolution 20-16. Mr. Phillips seconded. Director O’Keeffe called the Roll:

Mr. Simon - Yes  
Mr. Keenan - Yes  
Mr. Curtin - Yes  
Mr. Phillips - Yes

Motion passed. Resolution adopted.

7. Resolution 20-17 (PDAF)

Tomco Machining, Inc.

A resolution authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (Tomco Machining, Inc. Property Assessed Clean Energy Project), Series 2020, in the aggregate principal amount not to exceed \$900,000 to assist Tomco Machining, Inc. 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.

Director O’Keeffe introduced this Resolution for Tomco Machining, Inc. They are a manufacturer who appeared before the Authority and was approved for an Inducement Resolution in September 2019. The project involves two lenders, Dayton Port Authority and First Financial Bank. This portion involves PACE in conjunction with the Dayton Port Authority.

Ms. Grant stated there were no major changes to the scope of work, but there were a few refinements. This project consists of LED lighting, HVAC, and solar upgrades.

Mr. Curtin moved to approve Resolution 20-17. Mr. Keenan seconded. Director O’Keeffe called the Roll:

- Mr. Simon - Yes
- Mr. Keenan - Yes
- Mr. Curtin - Yes
- Mr. Phillips - Yes

Motion passed. Resolution adopted.

8. Resolution 20-18 (PDAF)

Claypool, LLC

A resolution amending Resolution No. 19-51 authorizing the issuance and sale of Ohio Air Quality Development Authority Air Quality Revenue Bonds (Claypool, LLC project), Series 2019, in the aggregate principal amount not to exceed \$1,000,000.

Director O’Keeffe introduced this Resolution for Claypool, LLC. This Resolution amends a previous bond resolution from 2019 for a project that has not closed yet, but is ready to do so. The proposed amendments to the bond resolution include the change to the year that bonds can be issued from 2019 to 2020.

Mr. Keenan moved to approve Resolution 20-18. Mr. Curtin seconded. Director O’Keeffe called the Roll:

- Mr. Simon - Yes
- Mr. Keenan - Yes
- Mr. Curtin - Yes
- Mr. Phillips - Yes

Motion passed. Resolution adopted.

9. Resolution 20-19 (PDAF)

Tomco Machining, Inc.

A resolution amending Resolution No. 20-01 adopted January 14, 2020 authorizing the issuance of bonds in connection with the Tomco Machining, Inc. project to revise the scope of the project, and to authorize and approve related matters.

Director O’Keeffe introduced this Resolution for Tomco Machining, Inc. This Resolution amends the scope of work for the bond Resolution approved in January 2020 based on modifications to the project as it proceeds to closing on the financing.

Mr. Curtin moved to approve Resolution 20-19. Mr. Phillips seconded. Director O’Keeffe called the Roll:

- Mr. Simon - Yes
- Mr. Keenan - Yes
- Mr. Curtin - Yes
- Mr. Phillips - Yes

Motion passed. Resolution adopted.

10. Resolution 20A04 (Administrative)

Nuclear or Renewable Energy Generation Fund Programs Applications

A resolution concerning the approval of applications for the Nuclear Generation Fund Program and Renewable Energy Generation Fund Program.

Director O’Keeffe introduced this Resolution, which considers the approval of applications that were submitted for the Nuclear Generation Fund Program and Renewable Energy Generation Fund Program. She noted that the Resolution outlines the different facilities that submitted applications, and the Resolution reflects recommendations of the Authority staff for approval or disapproval for each application. The Chairman asked Director O’Keeffe to confirm that all requirements were set forth clearly in the statute, and that Authority rules were drafted based on those statutes. He noted that there was not a lot of discretion on the Authority’s part as to eligibility and requirements for application based on the clarity of the statute governing these programs.

Director O’Keeffe described the applicants. Facilities that met the deadline and eligibility requirements, and were recommended for approval, included the Perry Nuclear Power Plant, Davis-Besse Nuclear Power Station, Hillcrest Solar, Willowbrook Solar I, LLC, and Highland Solar. She noted there was an application submitted by February 1, 2020 by Renewable Energy Services of Ohio LLC, involving a landfill-gas facility, but that it did not meet the eligibility requirements outlined in the statute and was not being recommended for approval. She stated there were also applications received after February 1, 2020 and dated February 27, 2020. These were reviewed in consultation with legal counsel, and it was determined that they could not recommend the applications for approval as they did not meet the explicit deadline of February 1, 2020 as outlined in the statute. General Counsel confirmed Director O’Keeffe’s assessment, and stated that the Authority does not have statutory authority to waive or extend the deadline.

Discussion surrounded the outline of the Resolution and its contents, along with the proper legal names of applicants. General Counsel confirmed that the Resolution could have operative provisions that dealt with approvals and disapprovals in the same Resolution. Director O’Keeffe stated the Authority would confirm and accommodate any legal name changes of applicants.

Mr. Keenan moved to approve Resolution 20A04. Mr. Curtin seconded. Director O’Keeffe called the Roll:

- Mr. Simon - Yes
- Mr. Keenan - Yes
- Mr. Curtin - Yes
- Mr. Phillips - Yes

Motion passed. Resolution adopted.

11. Resolution 20A05 (Administrative) Nuclear or Renewable Energy Generation Fund Programs Reporting Form

A resolution approving the reporting forms for the Nuclear or Renewable Energy Generation Fund Programs.

Director O’Keeffe introduced this Resolution, which considers the approval of reporting forms for approved facilities to report their generation usage to the Authority. Reporting will begin on April 7, 2020 and will involve data from the Generation Attribute Tracking System (GATS).

Mr. Phillips moved to approve Resolution 20A04. Mr. Curtin seconded. Director O’Keeffe called the Roll:

- Mr. Simon - Yes
- Mr. Keenan - Yes
- Mr. Curtin - Yes
- Mr. Phillips - Yes

Motion passed. Resolution adopted.

12. Resolution 20A06 (Administrative) Revised Pandemic Plan

Director O’Keeffe introduced this Resolution, which will approve the revision of the Authority’s Pandemic Plan. She recognized Sandra Langston, Administrative Manager for the Authority, for working to revise the plan, and noted that this plan was developed under guidance from the Governor’s office. She stated that all staff is currently teleworking as of Tuesday, March 17, 2020, consistent with the Teleworking Policy adopted by the Authority in 2019. She noted that the plan identifies critical and essential services, along with non-critical services that will be reduced during emergency situations. Additionally, the plan identifies lines of succession and grants authority to the Executive Director to approve necessary purchases, up to \$10,000 each. Those expenses, should they occur, will be reported to the board. The Chairman stated he felt it would be important for the Executive Director to make any necessary purchases in the event the Authority could not hold a meeting but needed to act quickly.

Mr. Keenan moved to approve Resolution 20A06. Mr. Phillips seconded. Director O’Keeffe called the Roll:

Mr. Simon - Yes  
Mr. Keenan - Yes  
Mr. Curtin - Yes  
Mr. Phillips - Yes

Motion passed. Resolution adopted.

13. Executive Director’s Report

Director O’Keeffe noted that she would be sending a digital report and would waive in-person discussion, in the interest of time and circumstances. She noted that the next meeting is tentatively scheduled for April 14, but that the Authority will continue to take prudent and proactive steps to ensure the safety and health of employees, customers and the public. She will continue to keep the Authority Members informed.

14. Adjournment

The Chairman adjourned the meeting at 10:40 a.m.

**The regular meeting of the *OHIO AIR QUALITY***

***DEVELOPMENT AUTHORITY* will be held on Tuesday, April**

**14, 2020 at 10:00 am at 480 South High Street, Columbus, Ohio.**