

**Warren County
Transportation Improvement District
Board of Trustees Meeting Minutes**

Initial Board Meeting
Friday, February 25, 2011

A. Introductions and Review of Agenda

The initial Board Meeting of the Warren County Transportation Improvement District (WCTID) Board of Trustees was commenced by the Board at 9:15 a.m., Friday, February 25, 2011, at the Warren County Administration Building, 406 Justice Drive, Room 128B, Lebanon, Ohio 45036.

Attendees:

Board Members: David D. Duckworth
David R. Gully
Eric Hansen
Neil F. Tunison

Other Guests: Rusty Schuermann, WCTID Legal Counsel
Ted Hubbard, Hamilton County Engineer's Office
Bill Brayshaw, Hamilton County Engineer's Office
Mark Policinski, OKI
Andy Fluegemann, ODOT District 8
Mark Hurst, Mark Hurst, LLC
Andrew Brossart, Fifth Third Securities Inc.
Tom Ariss, Warren County Commissioner

Mr. Duckworth advised that Chris Thompson had called and would be unable to attend today due to a conflict and her excused absence was duly noted. It was also noted that additional appointment of non-voting members to the Board had been requested of the President of the Senate and Speaker of the House and it was understood that those non-voting appointments were in process.

Introductions were made and a general discussion ensued among the Board members about the commissioner's action to create the WCTID, the WCTID's mission to undertake, oversee and assist with implementation of various important transportation improvement projects within the County, in cooperation, coordination and collaboration with local political subdivisions, such as Deerfield Township, Mason and Springboro, the Warren County Engineer's office, ODOT, the MPOs and others, as the WCTID program is further developed, including Hamilton County and its TID.

Discussions continued regarding the need to address certain organizational matters for the WCTID to proceed and move forward to advance project development and implementation and its timing in accordance with the introduction of the ODOT transportation budget bill.

B. Administrative Items

1. Review of Bylaws and resolution for adoption.

Bylaws prepared by attorney Rusty Schuermann had been previously circulated to the Board and were further discussed. Motion was made by Mr. Duckworth and seconded by Mr. Gully to adopt Resolution Number 2011-01, adopting bylaws of the Warren County Transportation Improvement District, as submitted, and upon roll call vote, carried with members present each separately voting "Yes" thereon.

2. Nomination and Election of Officers

Discussion took place among the Board members and Mr. Schuermann concerning election of officers.

Chair - Upon call for nominations of officers of the WCTID, Mr. Tunison moved that David Duckworth serve in the position of Chairman, seconded by Mr. Hansen, upon roll call vote, the motion carried with each member present voting "Yes" thereon.

Vice Chair - Upon call for nominations of officers of the WCTID, Mr. Gully moved that Eric Hansen serve in the position of Vice Chairman, seconded by Mr. Tunison, upon roll call vote, the motion carried with each member present voting "Yes" thereon.

Secretary-Treasurer - Upon call for nominations of officers of the WCTID, Mr. Duckworth moved that Neil Tunison serve in the position of Secretary-Treasurer, seconded by Mr. Hansen, upon roll call vote, the motion carried with each member present voting "Yes" thereon.

3. Establish Schedule and Location of Meetings and Notice Procedure to be adopted.

The Board discussed establishing a schedule for regular meetings and a notice procedure.

A motion was made by Mr. Tunison and seconded by Mr. Hansen for scheduling of the regular monthly meetings of the Warren County Transportation Improvement District to be held on the fourth Friday of each month at 9:00 A.M. at the Warren County Administration Building, 406 Justice Drive, Room 128B, Lebanon, Ohio. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

A motion was made by Mr. Hansen and seconded by Mr. Gully approving and establishing the requisite rule, per ORC 121.22(F), for Meeting Notice Procedure, which is to follow and subscribe to the current notice procedure for meetings as adopted by the Warren County Board of Commissioners, and to include an annual publication notice to Board members, media and stakeholders, with reminder notices via e-mail as deemed necessary. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

4. **Committee Appointments**

Mr. Duckworth requested the following Committees be established and for appointments as follows:

Finance Committee

Dave Gully

Chris Thompson

Motion by Mr. Gully, seconded by Mr. Hansen, upon roll call vote, the motion carried with each member present voting "Yes" thereon.

Operations Committee

Neil Tunison

Eric Hansen

Motion by Mr. Gully, seconded by Mr. Duckworth, upon roll call vote, the motion carried with each member present voting "Yes" thereon.

Designation of OKI Intermodal Coordinating Committee (ICC)

Neil Tunison

Motion by Mr. Duckworth, seconded by Mr. Hansen, upon roll call vote, the motion carried with each member present voting "Yes" thereon.

Discussion ensued regarding the WCTID's involvement with the Ohio Kentucky Indiana Regional Council of Governments (OKI). Mr. Policinski was called upon and addressed the Board and welcomed the WCTID's involvement with OKI.

There was further discussion concerning reaching out to the Miami Valley Regional Planning Commission and to discuss this further and consult with Chris Thompson.

It was further noted that the Chair is to be an ex officio member of each committee and it was expected that professional advisors would also be involved with the committees.

5. **Legal Counsel**

Mr. Duckworth mentioned that Rusty Schuermann has consulted with members of the Board and provided significant assistance over the past few months as creation of a TID was under consideration. He has worked with other TIDs over the years, including the first TID in Butler County, and has significant experience and understanding of TID operations and issues, which Mr. Gully recognized.

A motion was made by Mr. Gully, and seconded by Mr. Hansen to adopt Resolution Number 2011-02, authorizing retention of Richard W. Schuermann, Jr. of the law firm of Kegler Brown Hill & Ritter, LPA, to serve as Legal Counsel for the WCTID, for the provision of general and special counsel services. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

6. **Accounting Firm**

Mr. Duckworth addressed the need for an accounting firm to assist the WCTID and an accountant experienced with fund accounting. Mark Hurst, who has provided services to Deerfield Township and other public entities, has been identified as having the requisite credentials and experience.

A Motion by Mr. Hansen, seconded by Mr. Gully to adopt amended Resolution Number 2011-03, authorizing retention of the accounting firm of Mark Hurst, LLC, for the provision of accounting services for the WCTID. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

7. Financial Advisor

Mr. Duckworth discussed the need to retain a financial advisor and discussion ensued concerning Mr. Brossart and his particular experience and capabilities with public finance and TID financing over the years.

A motion was made by Mr. Hansen, seconded by Mr. Gully to adopt Resolution Number 2011-04, authorizing retention of Andrew Brossart of the financial firm of Fifth Third Securities, Inc., to serve as Financial Advisor for the WCTID. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

8. Procurement of Insurance

The Board discussed obtaining public officials insurance and the need for same.

A motion was made by Mr. Hansen, seconded by Mr. Duckworth providing authorization for the Chair, Vice Chair and/or Secretary-Treasurer, in consultation with WCTID Legal Counsel to procure appropriate public officials insurance coverage and to execute all required documents for the provision of insurance as necessary for providing coverages relating to the operations of the WCTID Board of trustees. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

9. Establishment of WCTID Accounts

The Board discussed next steps to establish WCTID accounts and taking further steps to initiate this process and sources of funding of accounts, which will be subject of further discussion at meetings of the Finance Committee and of the Board.

A motion was made by Mr. Gully, seconded by Mr. Hansen to authorize the Chair, Vice Chair and/or Secretary-Treasurer, or in such combination as may be required, in consultation with WCTID Legal Counsel, the WCTID Accounting Firm and WCTID Financial Advisor, and in accordance with the WCTID bylaws and related provisions of applicable law, to take appropriate action on behalf of the WCTID Board, including but not limited to, the preparation and execution of public depository documents with qualified banking institutions as determined and necessary for the operation of the WCTID. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

C. WCTID Program

Mr. Tunison and Mr. Duckworth led a discussion concerning TID projects and a program to advance those projects, that will be further refined, developed and amended with further input from local funding partners, such as Deerfield Township, the Cities of Mason and Springboro, the County and other appropriate jurisdictions and agencies. The discussion focused on the fact that it intended that the TID will be sponsoring these projects and implementing a program, including financial implementation, to expedite and advance multi-jurisdictional projects of regional significance, for the benefit of the County, its jurisdictions, the region and the state.

The initial program of projects to be designated, developed, coordinated, and/or managed by WCTID:

- I-71/Fields-Ertel Mason-Montgomery Road Interchange Project
- I-71/Western Row Road Interchange Project
- I-75 at SR73 Interchange Project

A Motion was made by Mr. Gully, seconded by Mr. Hansen to adopt Resolution Number 2011-05 to establish and designate the Warren County Transportation Improvement District Program and Projects. Upon roll call vote the motion carried with each member present voting "Yes" thereon.

Mr. Duckworth asked if there were any other projects to be considered at this time. It was recognized this program of projects would be further reviewed and developed.

D. New Business

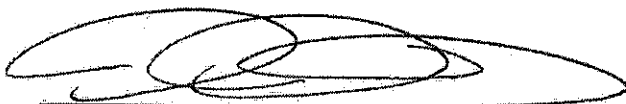
Mr. Brayshaw and Mr. Hubbard from the Hamilton County Engineer's office made comments concerning looking forward to working with the WCTID. Mr. Fluegemann of ODOT District 8 did the same. There was discussion by Mr. Duckworth about attending the other TID board meetings, including Hamilton and Clermont Counties.

E. Next Meeting March 25, 2011 at 9:00 A.M. the Warren County Administration Building, 406 Justice Drive, Room 128B, Lebanon, Ohio

F. Adjournment

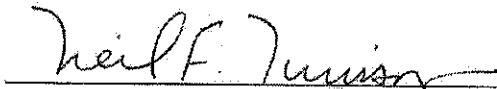
Motion by Mr. Hansen, seconded by Mr. Duckworth, to adjourn the meeting of the Warren County TID, upon roll call vote carried with all members present voting "Yes".

Approved at a regularly scheduled meeting of the Board of Trustees of the Warren County Transportation Improvement District, Warren County, Ohio, this 25th day of March, 2011.



Warren County Transportation Improvement District
Chair

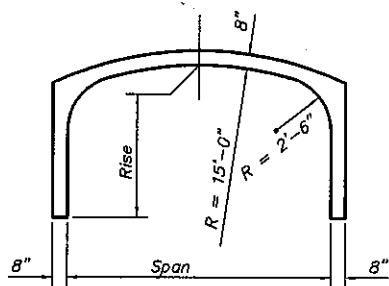
Attest:



Warren County Transportation Improvement District
Secretary-Treasurer

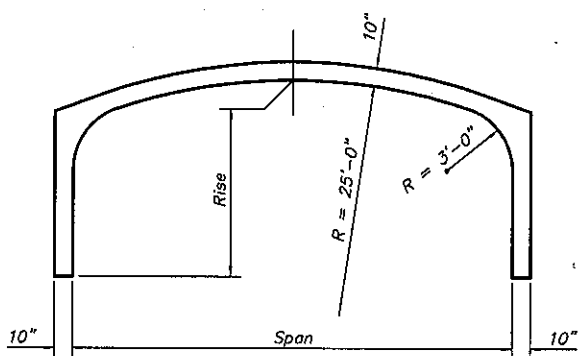
Motion to Approve: Eric Hansen

Seconded by: Christine Thompson



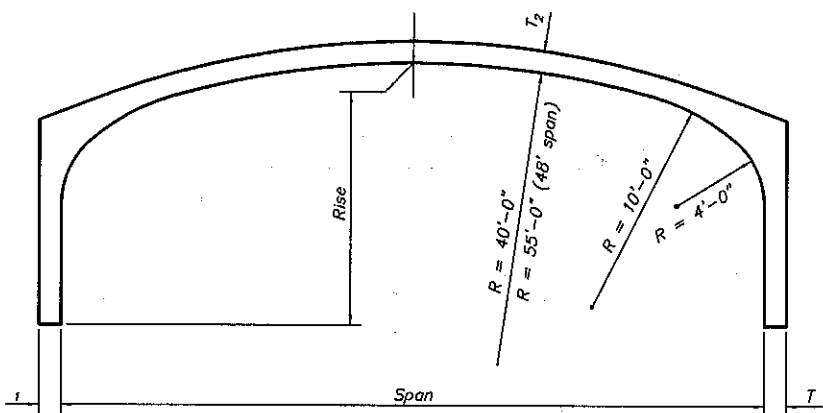
SHORT SPAN SERIES

WATERWAY AREA (SQUARE FEET)		
RISE (FT.)	SPAN (FT.)	
	12	14
4	42	50
5	54	64
6	66	78
7	78	92
8	90	106
9	102	120
10	114	134
11	*	148



INTERMEDIATE SPAN SERIES

WATERWAY AREA (SQUARE FEET)			
RISE (FT.)	SPAN (FT.)		
	16	20	24
5	71	85	*
6	87	105	119
7	103	125	143
8	119	145	167
9	135	165	191
10	151	185	215



T₁ = 12" (28' & 32' spans)
 14" (36' & 42' spans)
 16" (48' span)

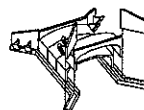
T₂ = 10" (28' span)
 12" (32', 36', 42' & 48' spans)

LONG SPAN SERIES

WATERWAY AREA (SQUARE FEET)					
RISE (FT.)	SPAN (FT.)				
	28	32	36	42	48
8	195	216	*	*	*
9	223	248	268	*	*
10	251	280	304	334	*
11	279	312	340	376	435
12	*	344	376	418	483
13	*	*	412	460	*
14	*	*	*	502	*

** Note: Geometry may vary slightly depending upon location of production, call CON/SPAN for details.

*Contact local provider for more information regarding this Span and Rise combination.



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 BRIDGE SYSTEMS