

**LORAIN PORT AUTHORITY**  
**Board of Directors**  
**Special Board Meeting**  
**Monday, December 18, 2017**

**Board of Directors:** Ms. Carr, Mrs. Cook (8:39 a.m.); Messrs. Bansek, Mullins, Nielsen, Zellers and Zgonc (Messrs. Davila and Kusznrir were absent.)

**Staff:** Tom Brown, Executive Director  
Yvonne Smith, Accountant (8:42 a.m.)  
Tiffany McClelland, Economic Development Specialist  
Kelsey Leyva, Office Manager

**Guests:** Rick Payerchin, Morning Journal

**I. Roll Call**

The meeting was called to order at 8:34 a.m. by Chairman Brad Mullins with roll call indicating a quorum present.

**II. Report of Officers**

**A. Executive Director**

**1. Broadway Building:**

- a. Mr. Brown thanked everyone for coming in. He gave a special thanks to Mr. Mike Brosky and Ms. Carr for their legal expertise. He said there was one adjustment in the lease agreement. In the Port Option agreement, it lays out a timeframe of August 1, thereby in the events of default, article 9 of the lease agreement, he's asking the board to make one amendment to that point. In article 9, section 9.1 section c, says eight months from the execution date, but we want to dial that back to seven. Mr. Brown said that would provide 30 days to undo the donation agreement if necessary. He said the motion will be needed before the

resolution is voted upon, but he wanted to educate the board on the change.

Mr. Mullins presented:

**A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO A DONATION AGREEMENT WITH THE SPITZER GREAT LAKES, LTD. COMPANY FOR THE PROPERTY LOCATED AT 301 BROADWAY.**

Ms. Carr moved to accept Resolution No. 2017-55. Mr. Nielsen seconded the motion.

Roll call vote as follows:

Ayes: 6

Nays: 0

Abstain: 0

Resolution Passed

- b.** Ariel on Broadway Lease Agreement: Before moving forward with the lease agreement resolution, Mr. Brown thanked the board and said how excited he was about the project. He said he thinks we have a great group, great vision and great opportunity. It's going to be huge for the city and the corridor. Mr. Mullins thanked the staff for their hard work in securing the project. Mr. Nielsen commended Mr. Brown for his diligent work in his first year as executive director. Mr. Zellers said he was pleased to see Spitzer step up as well. Mr. Brown said the donation makes the deal possible. He then mentioned again the needed amendment to section 9.1, section c, line three, so it reads seven months instead of eight months. This would give the Port Authority a 30-day cushion if the project didn't go through. Ms. Carr moved to accept the proposed change to the original document. Mr. Zgonc seconded. Motion carried.

Mr. Mullins presented:

**A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE**

**TO ENTER INTO A LEASE AGREEMENT WITH ARIEL ON BROADWAY, LLC  
REGARDING PROPERTY LOCATED AT 301 BROADWAY LORAIN, OHIO  
SUBJECT TO LEGAL COUNSEL APPROVAL.**

Ms. Carr moved to accept Resolution No. 2017-56. Mr. Bansek seconded the motion.

Roll call vote as follows:

Ayes: 7                      Nays: 0                      Abstain: 0                      Resolution Passed

- c. Mr. Brown said the last resolution is the Port option agreement. If, for whatever reason, the project is not a go, the Spitzer Group will take the building back as long as we declare by August 1, 2018. This is a big project and this is just a safeguard. Mr. Mullins asked is Ariel on Broadway as confident in the financing and their ability to make the project happen. Mr. Brown said he believed this was pursued because of the uncertainty surrounding the historical tax credits. He said the project was put together in roughly 90 days and this agreement allows for a little breathing room.

Mr. Mullins presented:

**A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A  
PORT OPTION AGREEMENT WITH SPITZER GREAT LAKES LTD, COMPANY FOR  
THE REAL ESTATE AND IMPROVEMENTS LOCATED AT 301 BROADWAY  
AVENUE, LORAIN, OHIO.**

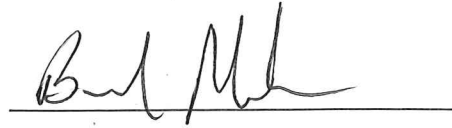
Ms. Carr moved to accept Resolution No. 2017-57. Mrs. Cook seconded the motion.

Roll call vote as follows:

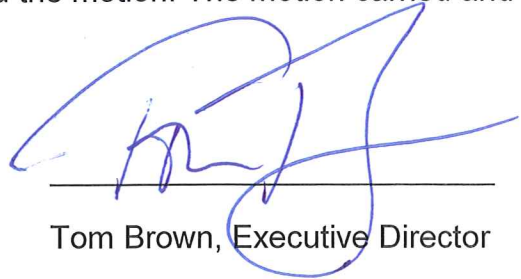
Ayes: 7                      Nays: 0                      Abstain: 0                      Resolution Passed

**III. Adjournment**

- A.** There being no further business to come before the committee, Mr. Zgonc moved to adjourn. Ms. Carr seconded the motion. The motion carried and the meeting adjourned at 8:44 a.m.



Brad Mullins, Chairman



Tom Brown, Executive Director