

**Lorain Port and Finance Authority
Board of Directors
Regular Meeting
Port Office**

Tuesday, December 10, 2024, at 6:00 p.m.

Board of Directors: Mrs. Kiraly & Silva Arredondo; Ms. Bonilla; Messrs. Mullins,
Scott, Simmons, Veard, Zellers and Zgonc (9)

Staff: Tiffany McClelland, Interim Executive Director
Tom Brown, Operations Director
Yvonne Smith, Accountant
Kelsey Leyva Smith, Office Manager

Guests: Sandy Lomeo, resident
Garry Gibbs, Lorain County Visitors Bureau
Rey Carrion, City of Lorain
Calvin Shelangoski, St. Mary of the Woods
David Rogers, Frost Brown Todd LLP

I. Roll Call

A. The meeting was called to order at 6:00 p.m. by Chairman Brad Mullins with roll call indicating a quorum present.

II. Pledge of Allegiance

III. Disposition of Meeting Minutes

A. October 15, 2024, Special Board Meeting Minutes: Mr. Veard moved to approve the minutes. Second by Mr. Zellers. Motion carried.

B. November 4, 2024, Bylaws & Personnel Committee Meeting Minutes: Mrs. Silva Arredondo moved to approve. Second by Ms. Bonilla. Motion carried.

IV. Report of Officers

A. Chairman

1. Correspondence received: none.

2. Commendation for Lorain County Visitors Bureau: Mrs. McClelland thanked Mr. Gary Gibbs for attending and turned the floor over to him. Mr. Gibbs said the Visitors Bureau has enjoyed partnering with Mr. Brown, Mrs. McClelland and the Port Authority this past year and they look forward to continuing that

partnership in the future. Mr. Mullins said he is on the board for the Lorain County Visitors Bureau and there is no harder worker than Mr. Gibbs. He is at every event and is very supportive. Mr. Gibbs said he is glad to help us out with anything going on in our city and is happy to promote and market our events.

Mr. Mullins presented:

A RESOLUTION COMMENDING THE LORAIN COUNTY VISITORS BUREAU FOR ITS OUTSTANDING SUPPORT, DEDICATION AND COMMITMENT TO THE LORAIN PORT AND FINANCE AUTHORITY.

Mrs. Kiraly moved to approve Resolution No. 2024-28. Second by Mr. Scott. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

B. Executive Director

1. St. Therese Bond Issuance: Mrs. McClelland said two attendees are in the audience to answer questions. This is a \$25,000,000 issuance in conjunction with the Lorain County Port Authority for a conduit finance transaction. She turned the floor over to Mr. Calvin Shelangoski to discuss the project. Mr. David Rogers here, too, to answer questions about the transaction details. Mr. Shelangoski is the CFO for St. Therese. They are a nonprofit organization based in the Twin Cities that recently acquired St. Mary of the Woods in Avon. It's a senior living community with 179 total units. Mr. Rogers is from Frost Brown Todd. He is providing bond counsel for three series of bonds in a cooperative coordinated effort by the Lorain Port Authority and Lorain County Port Authority. On Dec. 1, St. Therese took over the facility and operations as part of the plan to purchase it. There are also plans to remodel and upgrade the facility in the future. St. Therese was able to work with the bank they received a loan from to lower the interest rate. The reason they were able to lower the interest rate is they closed the loan, and they borrowed some of the money they needed to purchase the facility at a taxable rate which means the bank pays tax on the interest on the loan. It's not a regular bank loan. This will

be from Dec. 1 until whenever St. Therese can refinance with tax-exempt bonds. Port authorities in Ohio are allowed to issue bonds to finance projects that meet the definitional requirements, and this project does. Mr. Rogers said our organization has the ability to issue tax-exempt bonds to help finance this project. The wrinkles are to get the lowest interest rate for the bond, it's called a qualified tax-exempt 501 (c)(3) bond, and the IRS had determined St. Therese is a qualified 501 (c)(3). Secondly, banks are able to get lower interest rate on the bonds because of section 265 in the Internal Revenue Code which has to do with deductions if the bond is also designated as bank qualified. The amount that will be refinanced is \$25,000,000. It will be \$10,000,000 bond issuance this year, issued by our port authority and probably closing by December 31. There would be another \$10,000,000 bond issue next year because the IRS limits the amount to \$10,000,000 per year per port authority. That will probably be mid-January. The other \$5,000,000 bond issuance will probably be in February by the county port authority. If the board approves the resolution tonight, we will be cooperating with the county port authority to share power as defined under Ohio law chapter 4582 section 431B. The county port authority has original jurisdiction to issue bonds to refinance the bridge loan, but the county port authority has already done a \$10,000,000 bond this year, so they needed another entity to do it. Mr. Rogers said the county has agreed to only do \$5,000,000 next year because our organization has reached out to them for financing assistance with our stage project. He apologized for the delay in getting the resolution to us for review. They were only able to start putting it together on Dec. 2 after the closing. Mr. Rogers said two important questions are 1. Are you pledging any security or revenue? The answer to that is no. It's on St. Therese, the borrower. Mr. Shelangoski said the total loan is just over \$40,000,000. Mr. Rogers said once they get a lower interest rate, St. Therese can charge less for use of the facilities and resources available at the facility. If adopted, the resolution would authorize the documents which are essentially in their final form. The second thing that's very important is for the Port authority to be

indemnified. The tax document also has an indemnification clause. What will happen between today and December 31, if approved, the lawyers will work together to and will be getting the documents to the port authority officers for signing. There will be two companion issues next year. After that would be the potential financing for the stage project. Mr. Rogers said he has a draft term sheet related to our project. He was told we wanted to borrow \$5,000,000 next year. Mr. Mullins said we wanted to borrow it this year, but it looks like it will be next year. Mr. Zellers asked if Mr. Rogers would be involved in that? Mr. Rogers said yes, he is bond counsel for the Lorain County Port Authority. Currently they're thinking they could use their bond fund and a non-tax revenue pledge potentially from the county so we can get the lowest interest rate. Mr. Zellers said he is more concerned about timing. Mr. Rogers said no one has asked him to draft documents for that borrowing. He is happy to work with us on the timing of the stage project issuance. Mr. Zellers said we called off building the stage in August because all the financing wasn't put together. We've been back and forth with the county and now we're at the end of the year. We were hoping to have that loan secured by the end of the year. Mr. Zellers wants to know how long it takes once you're engaged? Mr. Rodgers said usually it's a 90-day process. There's no reason it couldn't start tomorrow. It could be less than 90 days. Once the bond is sold, we would have the \$5,000,000 ready for use. Mr. Mullins asked what would happen if we needed an additional \$3 million after the first \$5 million? Mr. Rodgers said we could go to another port authority and do a \$3,000,000 bond with them. Mr. Scott said the revenue that we will be generating from the St. Therese project will be how much? Mrs. McClelland said we'll make \$40,000 as a fee on this transaction. We're splitting fees with the county port. Mr. Shelangoski said they plan to expand into a phase two, so they would be looking for the same financing structure in the future. Mr. Scott said he thinks it's a good idea to collaborate and work together. He said we want an understanding of what our debt service is going to be to plan appropriately. How soon can we expect that? Mr. Rodgers said by next week. He has a draft term sheet for the stage

project that board members can review. It doesn't include the interest rates or payment schedule. Mr. Mullins asked the reduction on the interest rate? Mr. Rodgers said it's below prime. Mr. Scott asked how long would the debt service be? Mr. Rogers said it could be up to 40 years.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING AND APPROVING THE ISSUANCE AND SALE OF PORT AUTHORITY REVENUE BONDS, IN A MAXIMUM PRINCIPAL AMOUNT OF \$10,000,000, BY THE LORAIN PORT AUTHORITY, FOR THE PURPOSE OF MAKING A LOAN TO ASSIST SAINT THERESE OF AVON, LLC IN THE FINANCING AND REFINANCING OF THE COSTS OF "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21 OF THE OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF A COOPERATIVE AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT; AUTHORIZING THE EXECUTION AND DELIVERY OF SUCH OTHER RELATED AND NECESSARY AGREEMENTS AND INSTRUMENTS IN CONNECTION WITH THE ISSUANCE OF SUCH BONDS.

Mr. Scott moved to approve Resolution No. 2024-29. Second by Mr. Veard. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

2. Stage Project questions: Mr. Rogers said the county port is thinking to combine not just the revenues from the facility or security mortgage on the property that we pledge as the owner and borrower, but to add the ability to secure the bonds with their Lorian Couty Port Authority bond fund which has a \$2 million reserve that allows us to borrow at a lower interest rate. The typical reserve is 10 percent. Mr. Rogers said Mr. Jim Miller from the county port is in conversation with the commissioners about a non-tax revenue pledge. The commissioners just did this for the expansion at the county fairgrounds. The term sheet is very simple. It would be better than borrowing from a bank or issuing our own revenue bonds. Mr. Scott asked when we first

approached the county. Mrs. McClelland said every bit of a year ago. Mr. Rogers said the county commissioners is separate from the county port authority. He only learned about it last week. Mr. Scott asked how long ago we approached Mr. Miller? Mrs. McClelland reiterated it's been more than a year. Mr. Mullins said he has had personal conversations as well. Mr. Rogers said he's only known about it for a week. Mr. Mullins asked if this would be like a construction loan? Mr. Rogers said we could draw down money like a construction loan or drawn down all the money at once, so we know we have it in the bank. Whatever we prefer. Mr. Scott asked if it was a matter of when and not if? Mr. Rogers said until we sign the documents it's when and if. He was told Mr. Miller wants to push this forward as fast as they can. It's also possible to get a second term sheet. Mr. Scott asked what are some of the things that are looked at to determine these terms? Mr. Rogers said our financial advisor will help us determine what is the best deal for us. The county port will determine if it looks like a solid project and we'll be able to pay off the bonds. The answer is probably yes. It's really a question of talking with the county port authority. They're going to work with us in partnership to structure it for get us the best terms. Mr. Zellers asked how we transfer pledges into cash we can use to pay our contractor. Mr. Rogers said he doesn't know but there might be a way to do that. Mr. Mullins said we have property we can pledge, too. Mr. Zellers said we have to be under contract by June 1. Mr. Rogers said that should be possible. The odds are if you have security, you should close. Mrs. McClelland asked Mr. Rogers to explain the process in generic terms. Mr. Rogers said a more detailed term sheet can be completed. By January 14, we should have detailed term sheets available, so 90-days from then, we would have the bond in place by April to meet our deadline.

V. Report of Committees

A. Contract Management Committee

1. 2025 Lighthouse Tours Agreement: Mr. Zellers said there are two items to go over. Mrs. McClelland said this is very similar to years past. The main change

is that we are going to start shuttling out volunteers to the Lighthouse and that language was added to the agreement. That is the only change. Mr. Mullins said the Lighthouse Foundation just bought a brand-new boat. Mrs. McClelland said we're just trying to help them. They're paying us to do this. Mr. Zellers asked about the lighthouse dinners. Mr. Brown said Lorain Brewing Company provides the drinks and catering.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO AN AGREEMENT WITH THE LORAIN LIGHTHOUSE FOUNDATION, INC. REGARDING THE PROVISION OF THE 2025 SHUTTLE BOAT SERVICE TO THE LORAIN LIGHTHOUSE.

Mr. Zgonc moved to approve Resolution No. 2024-30. Second by Mrs. Silva Arredondo. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

2. Fireworks proposals: Mrs. McClelland said we went out for proposals for the Independence Day Fireworks display. Our previous contract with American Fireworks expired this year. We have three proposals on the table. American Fireworks has been our company for as long as Mrs. McClelland can remember. In the packet is a comparison of the three proposals. We need to decide which company to use moving forward. The biggest difference is the shell counts and the sizes of shells. We typically go with American Fireworks and as you can see, they have much larger shells. Being on the water, the larger shells make for a better show. That also means you ultimately get less shells. Do we stick with the tried and true or look at another company? Mr. Zellers asked what the cost is? Mrs. McClelland said \$25,000. Mr. Mullins said he made the decision to bring in another company and it was less expensive, and it was a disaster. Half the fireworks were pushed into the water because they caught fire, and the guys weren't following protocol. American Fireworks puts on a great display. Mr. Veard said the smaller the shell the less black powder inside, which means the shorter the distance it will

go up in the air. Mrs. Smith said in the instance Mr. Mullins is referring to, the main shooter also got hurt. Mrs. Kiraly asked how long last year's show was. Mrs. McClelland said about 22 minutes. Mr. Simmons asked how long the contract would be? Mrs. McClelland said it's typically a one-year contract with the option to renew for two additional years. Mr. Mullins asked if the contract included price increases? Mrs. McClelland said no, we'd be locked in at \$25,000. Mr. Mullins asked if there was any appetite to add \$5,000 to increase the number of shells? Mrs. Silva Arredondo said she thought the show in July was really good. Mrs. McClelland said American Fireworks does do a very good show. They're safe, professional and great to work with. They get everything in order on time. Even though the shell count is lower, it's hard not to go with them. Their grand total shell count is 1,246 and both of the other companies are over 2,000. One company doesn't go any bigger than 6-inch shells. American goes up to 10-inch shells. Mr. Scott said he would recommend staying at \$25,000 and keeping with American Fireworks. Mr. Zellers agreed.

Mr. Mullins presented:

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO ENTER INTO A CONTRACT WITH AMERICAN FIREWORKS FOR PROVISION OF PROFESSIONAL PYROTECHNICAL SERVICES FOR THE JULY 4, 2025, FIREWORKS DISPLAY.

Mr. Scott moved to approve Resolution No. 2024-31. Second by Mr. Zellers. Roll call vote as follows:

Ayes: 8 Nays: 1 (Mr. Zgonc) Abstain: 0 Resolution Passed

B. Strategic Development Plan Committee

1. Bathroom improvements: Mr. Brown said we've done some research on the construction of the site and one of the most consistent requests is for more bathrooms. Currently this site has eight total for ladies. We've looked at expanding the Train Station or using one of the steel pavilions or building a

separate facility. Those options all range between \$400,000-500,000, maybe a little more. Mr. Brown said this could go to the strategic committee for a more detailed presentation, but he wanted to know if the board had any interest in a \$100,000 or a \$200,000 option to create 12 flushable ladies restrooms in the next calendar year? He thinks it would be a great feature. One is a luxury coach trailer with 12 flushable units hooked up to sanitary and electric, which is about \$100,000. The other is a modular fixed-to-the-ground unit, which is about \$200,000. The architect team thinks either is a good idea. The lower price point is more attractive to Mr. Brown. He doesn't want to do more research if the board isn't interested. Mr. Scott said when we originally started the plans for the new stage, we requested additional bathrooms. Mr. Brown said yes, but they are in the later phases of the project. Mrs. Silva Arredondo confirmed the 12 bathrooms would be in addition to the eight we currently have? Mr. Brown said yes. He's had preliminary discussion with Lucas Plumbing. He doesn't want to get contractors involved if it's a non-starter. Mr. Mullins asked where they would go? Mr. Brown said that is up for discussion, but ideally near a sanitary line. He thinks there is space near the Train Station that could work. He thinks the temporary one could be rented during other events. Or the concrete pad could be used for band RVs or trailers in the future. Ms. Bonilla asked if the coach would be there year-round? Mr. Brown said yes, it could be. Mr. Zellers said it's a nice trailer, not a permanent fix. Mr. Brown said yes, it is a temporary 5-7-year solution. If you rent the coaches, they are about \$8,000 per event and can service about 850 people. He can come back in January with more information. Mr. Mullins asked about building on to the Train Station? Mr. Brown said that would be about \$500,000. Mr. Simmons asked if there was any age demographic research? He said he is 40 and wasn't that big a fan of using coaches when he was in Miami. Mr. Brown said we have plenty of ADA on the ground. The coaches do have stairs or ramps. We get plenty of port-o-johns that are cleaned every week and most of our clients don't want to use them. Mr. Scott said he thinks this should be put on hold. Mr. Mullins asked about renting the

coaches? Mr. Brown said he got one quote, and it was \$9,000 for one month. They don't rent ones that hook into sanitary, so those could only service about 850 guests. We would have to monitor the coach and likely shut it down mid-event. Mr. Veard said that's a lot of money and it shouldn't cost so much to add 12 bathrooms. Mr. Brown said we spend about \$12,000 per year on port-o-johns. If we have more events, that could go up with additional cleanings. Mr. Brown said he likes this company because you get a single gender coach. We'd be taking care of the ladies with this project. Some have complained it takes 25 minutes to get in the bathroom. He thinks some nights it's probably close to that, but regularly 10-15 minutes. Tonight was just to get the board members thinking about it and how it relates to the budget. Mr. Mullins said it can go to committee. Mr. Simmons said the lines did move quickly for the coach restroom he used at a festival. Mr. Brown said he is seeing the coaches more and more often, but the difference is the tanks versus the ability to hook up to sanitary lines. They are porcelain flush toilets, not an RV toilet. When he looked into the modular units, they go to the ground and it about a \$200,000 option. You can wrap them. It's basically a larger building with a similar setup either for ladies or men. Mr. Zgonc said we should focus on the stage fundraising and bond financing. Mr. Mullins said he thinks it's worth a committee discussion and recommendation. Mr. Zgonc agreed it should go to committee. Mr. Simmons said it's tough because we need the amenities and people to have a good experience. The topic will go to strategic committee.

C. Marketing and Public Affairs Committee

1. BRL Event Updates: Mr. Brown said you may have seen the video this week of the sad news that Mrs. Erin Stack with The Summer Market has decided to retire. It has been an amazing event. It went so well last year she decided to let that be her last one. Mr. Brown said he met with Mrs. Stack and he was concerned because she wasn't planning like she had in previous years. It was very emotional for her. We offered help to try to keep it alive and that wasn't what she wanted. They're having pop-up sales for The Summer Market

merchandise they still have. Mrs. Stack is helping her daughter with a coffee shop they opened in Avon Lake. The good news is we're partnering with Mr. Chris Haynes (Crow's Nest Media), our social media independent contractor, who has connections in the RV and boating industry. Rockin' on the River will have 18-19 shows. We want to expand to other days of the week. Mr. Brown is working on other festivals and will present those as details are finalized. The 2025 Outdoor Boat, Sport and Travel Show will be a two-day event on the Saturday and Sunday of the weekend that The Summer Market used to take place. We'll be bringing in tons of vendors, vehicles, boats, etc. This event will be dealerships who want to show their wares on our 15-acre site. It will be very family friendly with a \$5 entry for adults and kids are free. The dates are July 19 and 20. Mr. Mullins said that is a good recovery plan. Mr. Brown said pricing for participating vendors will depend on the square footage the dealer/vendor wants. We'll also have refreshments for sale, including alcohol. Mr. Brown said we will be completing our liquor license this year as well. We received good news on that front with less construction and operate our events under a master liquor license and then certain events that want to do a non-profit F2 permit we can relinquish our license if we deem fit. Mr. Brown said we broke records for Black Friday sales of Rockin' on the River VIP and Season passes. VIPs are basically sold out and we did great with Season Pass sales, too. Season Passes are still available. We surpassed the revenue estimates we anticipated. It was a very successful campaign. Mrs. Leyva Smith set up Peek Pro and Mr. Haynes did email blasts. Mr. Zgonc asked about the number of VIPs sold. Mr. Brown said 296 of 300.

D. Financial Planning and Audit Committee

1. October 2024 Financial Statement: Ms. Bonilla said she met with Mrs. Smith and reviewed both October and November financials. She turned the floor over to Mrs. Smith to explain further or answer questions. Mrs. Silva Arredondo moved to approve the October financial statement. Second by Mr. Veard. Motion carried.

2. November 2024 Financial Statement: Mrs. Kiraly moved to approve the November financial statement. Second by Ms. Bonilla. Motion carried.
3. 2024 Budget Amendment: Mrs. Smith said we wanted to have a more accurate figured by year end. We were conservative in our Rockin' on the River fees, and our revenues are actually about \$72,000. Recreation fees went up a little over \$4,000. We had a little bit more swing investments, so our revenues went up. Then under expenditures, we increased the salary based on board approvals and we increased planning consultants for the deal coming through. She also wanted to point out in the transfers, the board has approved \$500,000 for the stage project. We've only moved \$250,000 so far to avoid cashflow issues. We have bumped the other \$250,000 to next year's budget. Mr. Zellers asked if Whiting Turner was paid? Mrs. Smith said yes. Mr. Zellers asked about the change order? Mrs. McClelland said they have not reconvened with us. Mrs. Smith said the only other change was in the stage fund. We added the \$95,000 from the city along with other private donations and that went up to \$475,090 for this year. We also reduced in the expenditures \$3,000 for the fundraising consultant.

Mr. Mullins presented:

A RESOLUTION RATIFYING EXPENDITURES AND AUTHORIZING THE EXECUTIVE DIRECTOR TO REVISE THE 2024 OPERATING BUDGET, TRANSFER AND APPROPRIATE FUNDS AND REQUEST AN AMENDED CERTIFICATE OF ESTIMATED RESOURCES FROM THE COUNTY AUDITOR.

Mr. Veard moved to approve Resolution No. 2024-32. Second by Ms. Bonilla. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

4. 2025 Temporary Budget: Mrs. Smith said the first item she wanted to mention is the tax revenue. We were told it was going to be \$1,022,000 but the new figures came in at \$1,038,068 for our levy. She said there's usually about a 4 percent variance because not everyone pays their taxes. In purple is Rockin' on the River and BRL events. In the expenditures, the ones that start with "100-310" and those are all Mr. Brown's expenditure line items. Advertising is

the first two. Then we have contractual services, which is the band, sound, independent contractors, etc. As she mentioned earlier, you'll also see the \$250,000 for the stage project moved into the 2025 budget. Under the stage fund on page three, there is \$725,000 from the City of Lorain that will come in increments. We have one other pledge for \$10,000, and we'll continue to add those as they come in.

Mr. Mullins presented:

A RESOLUTION TO APPROVE THE 2025 TEMPORARY APPROPRIATIONS FOR THE LORAIN PORT AUTHORITY.

Mr. Simmons moved to approve Resolution No. 2024-33. Second by Mrs. Kiraly. Roll call vote as follows:

Ayes: 9 Nays: 0 Abstain: 0 Resolution Passed

E. Bylaws and Personnel Committee

1. Mrs. Silva Arredondo said she had no report. She said she will be calling a meeting.

VI. Other Business

- A. Reminder: Board Training Thursday, December 12, 2024, at 2 p.m. at Savage Society Axe Throwing, 1937 Cooper Foster Park Rd, Amherst, OH 44001: Mrs. Smith said it's a training and retreat, so we'll do some training first and then do some axe throwing after.

VII. Public Comment

- A. None.

VIII. Executive Session: Property Disposition and Personnel

- A. Mr. Veard moved to enter executive session. Second by Mrs. Kiraly. Roll call vote:

Ayes: 9 Nays: 0 Abstain: 0 Motion Passed

Mr. Veard moved to exit executive session. Second by Mrs. Kiraly. Motion carried.


- B. Mr. Mullins said while in executive session the board decided to promote Mrs. McClelland to executive director. The board also decided to give a 3 percent

raise to Mrs. Smith and Mrs. Leyva Smith effective the first of the year. Mrs. McClelland's salary will go up to \$115,000 effective immediately.

- C. Mr. Mullins said the Bylaws & Personnel Committee will create a performance evaluation and the board wants performance reviews for staff done quarterly so it's more structured. Mrs. McClelland said a performance evaluation was created and the staff went through that process this month. Mr. Brown led that effort with him being in charge the majority of the year, but they conjointly created that process. We also set goals for next year. Mrs. McClelland said she can go over the performance evaluation with Mrs. Silva Arredondo and see if there's anything that needs changed or adjusted. Mr. Mullins said the board also wants to develop an incentive program for Mr. Brown based on profitability. He said he will sit down with Mrs. McClelland to develop the incentive program.
- D. Mr. Zellers moved to promote Mrs. McClelland from interim to permanent executive director at a salary of \$115,000 effective December 9. Second by Mr. Veard. Motion carried. Mr. Brown said he believes the board should have another conversation about her compensation. Mrs. McClelland said ultimately the job was posted with a much higher salary range. She said she was selected because she is the best candidate for the job, so she said she should be on the higher end of the posted salary range. Mrs. Silva Arredondo asked what the posted salary range was? Mrs. McClelland said it was up to \$135,000. Mr. Scott asked if \$120,000 would be acceptable and Mrs. McClelland said \$125,000 would be acceptable. Mr. Zellers asked if we could start at \$115,000 and have another discussion at the next meeting. He said the board absolutely wants Mrs. McClelland in the executive director position. Mr. Brown said he doesn't think another meeting is needed. Mr. Mullins moved to rescind the motion hiring Mrs. McClelland as executive director at a salary of \$115,000. Second by Mr. Zellers. Motion carried. Mr. Zellers moved to hire Mrs. McClelland as the permanent executive director at a salary of \$125,000 effective December 9. Second by Mr. Scott. Motion carried.

IX. Adjournment

A. There being no further business to come before the board, Mr. Veard moved to adjourn. Ms. Bonilla seconded. The meeting adjourned at 8:44 p.m.



Brad Mullins, Chairman



Tiffany McClelland, Interim Ex. Director