

Clermont County Port Authority
Board of Directors - Regular Meeting
August 20, 2025

The Clermont County Port Authority Board of Directors met on Wednesday, August 20, 2025, at 2:01 p.m. for a regular meeting. Attending the meeting were Clermont County Port Authority Chair Loretta Rokey; Board Members John Woliver, Dale Roe and Joseph Wagner; Kristofer McClintick, Scott Gafvert and Gretchen Willenbrink-Talley, Department of Community and Economic Development; Clermont County Commissioners David Painter, Bonnie Batchler, and Claire Corcoran; Pat Woodside, Frost Brown Todd; Benjamin Gunderson, City of Milford; Don Brunner, Brent Van Lieu, and Robby Crosswell, BRG Apartments; Dan Steward, Episcopal Retirement Services; Michael Dean, Dinsmore and Shohl; Rich Morehouse, Amelia Health Realty; Jim Blackwell, Bedway Development Corporation; and Ed Boll Jr. Mr. Woliver joined the meeting at 2:04 p.m.

Ms. Rokey called the meeting to order, the roll was called, and a quorum was present. Ms. Rokey moved to approve the Minutes of the May 21, 2025, Port Authority Meeting. Mr. Roe seconded, and the motion carried.

Ms. Rokey reviewed the guidelines regarding public comments and asked for public comments. No public comments were received.

Ms. Willenbrink-Talley presented the Budget Report through 08/14/2025. No formal action was needed for the Budget Report.

Under new business, Mr. McClintick introduced Joseph Wagner, the new Board member appointed by the Clermont County Commissioners 08/06/2025.

Mr. McClintick gave an update on the Broadband RFP and shared the RFP Scoresheet and vendor recommendation.

Mr. McClintick introduced Rich Morehouse and Jim Blackwell to give a presentation on the Amelia Health Realty project. This project is a new 120-bed, 108,873 square foot skilled nursing facility in Pierce Township.

Mr. McClintick introduced Don Brunner to give a presentation on the BRG Harvest Meadows project. This is a multi-family project on 11.1 acres in the Village of Batavia. This project will offer 216 1-3 bedroom units.

Mr. McClintick introduced Benjamin Gunderson, who gave an overview of project proposals for the City of Milford.

Mr. Woodside introduced Dan Steward to conduct the TEFRA (Tax Equity and Fiscal Responsibility Act) Hearing for the Episcopal Retirement Services, The Preserve at Olive Branch Project. Ms. Rokey asked if there was a motion to begin the TEFRA Hearing for the Episcopal Retirement Services, The Preserve at Olive Branch Project. Mr. Woliver moved to begin the TEFRA Hearing for the

Episcopal Retirement Services, The Preserve at Olive Branch Project. The motion was seconded by Mr. Roe, and the TEFRA Hearing began at 3:19 p.m.

Ms. Rokey asked if there was a motion to end the TEFRA Hearing. Mr. Roe moved to end the TEFRA Hearing. The motion was seconded by Mr. Woliver and carried unanimously.

Ms. Rokey asked if there was a motion to approve Resolution 2025-09, Authorizing and Approving an Amended and Restated Budget for 2025. Mr. Roe moved to approve Resolution 2025-09 Authorizing and Approving an Amended and Restated Budget for 2025. The motion was seconded by Mr. Woliver and carried unanimously.

Ms. Rokey asked if there was a motion to approve Resolution 2025-10, Authorizing and approving a transaction concerning the acquisition, construction, development, and improvement of an approximately 120-bed nursing facility constituting “port authority facilities” for the benefit of amelia health realty, LLC, or an affiliate thereof; authorizing the acceptance of certain real property interests; approving the execution and delivery of a funding agreement, a construction services agreement, a ground lease agreement, a lease agreement, and an indemnity agreement in connection with the transaction; approving the provision of an Ohio sales and use tax exemption certificate; and authorizing and approving the execution and delivery of related documents and matters. Mr. Roe moved to approve Resolution 2025-10 Authorizing and approving a transaction concerning the acquisition, construction, development, and improvement of an approximately 120-bed nursing facility constituting “port authority facilities” for the benefit of amelia health realty, LLC, or an affiliate thereof; authorizing the acceptance of certain real property interests; approving the execution and delivery of a funding agreement, a construction services agreement, a ground lease agreement, a lease agreement, and an indemnity agreement in connection with the transaction; approving the provision of an Ohio sales and use tax exemption certificate; and authorizing and approving the execution and delivery of related documents and matters. The motion was seconded by Mr. Woliver and carried unanimously.

Ms. Rokey asked if there was a motion to approve Resolution 2025-11, Authorizing the issuance and sale of port authority revenue bonds in a maximum principal amount of \$30,000,000 for the purpose of financing the acquisition, construction and improvement of “port authority facilities”, for the benefit of BRG harvest meadows, LLC, or its permitted affiliates, successors or assigns; authorizing a ground lease, a capital lease, a construction services agreement, a bond advance and assignment agreement, a disbursing agreement, a bond purchase agreement, and other related agreements in connection with the transaction; approving the provision of an Ohio sales and use tax exemption certificate; and authorizing and approving related matters. Mr. Roe moved to approve Resolution 2025-11 Authorizing the issuance and sale of port authority revenue bonds in a maximum principal amount of \$30,000,000 for the purpose of financing the acquisition, construction and improvement of “port authority facilities”, for the benefit of BRG harvest meadows, LLC, or its permitted affiliates, successors or assigns; authorizing a ground lease, a capital lease, a construction services agreement, a bond advance and assignment agreement, a disbursing agreement, a bond purchase agreement, and other related agreements in connection with the transaction;

approving the provision of an Ohio sales and use tax exemption certificate; and authorizing and approving related matters.. The motion was seconded by Mr. Woliver and carried unanimously.

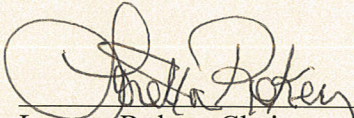
Ms. Rokey asked if there was a motion to approve Resolution 2025-12, Authorizing the issuance and sale of not to exceed \$35,000,000 aggregate principal amount of Clermont county port authority economic development facilities revenue bonds (ERS enriched living Batavia, LLC project), for the purpose of financing the payment and/or reimbursement of costs of port authority facilities; authorizing the signing and delivery of a bond financing agreement to provide for a loan of bond proceeds to ERS enriched living Batavia, LLC, and to secure the payment of bond service charges payable on the bonds; authorizing the signing and delivery of certain other documents and instruments in connection with, and the taking of actions necessary or desirable to effect, the sale and issuance of the bonds; and authorizing and approving related matters. Mr. Roe moved to approve Resolution 2025-12 Authorizing the issuance and sale of not to exceed \$35,000,000 aggregate principal amount of Clermont county port authority economic development facilities revenue bonds (ERS enriched living Batavia, LLC project), for the purpose of financing the payment and/or reimbursement of costs of port authority facilities; authorizing the signing and delivery of a bond financing agreement to provide for a loan of bond proceeds to ERS enriched living Batavia, LLC, and to secure the payment of bond service charges payable on the bonds; authorizing the signing and delivery of certain other documents and instruments in connection with, and the taking of actions necessary or desirable to effect, the sale and issuance of the bonds; and authorizing and approving related matters. The motion was seconded by Mr. Woliver and carried unanimously.

Ms. Rokey asked if there was a motion to approve Resolution 2025-13, Authorizing the negotiation and execution of a contract with Edgar Trent construction company, or an affiliate thereof, for the purpose of advancing construction of broadband infrastructure to serve governmental operations of Clermont County, Ohio; and authorizing and approving related matters. Mr. Woliver moved to approve Resolution 2025-13 Authorizing the negotiation and execution of a contract with Edgar Trent construction company, or an affiliate thereof, for the purpose of advancing construction of broadband infrastructure to serve governmental operations of Clermont County, Ohio; and authorizing and approving related matters. The motion was seconded by Mr. Roe and carried unanimously.

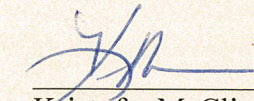
Mr. McClintick gave a brief summary of discussion topics for the September meeting.

With no additional items to discuss, Ms. Rokey requested a motion to adjourn. A motion to adjourn the meeting was made by Mr. Roe and seconded by Mr. Woliver. The motion carried unanimously. The meeting adjourned at 3:44 p.m.

ATTEST:



Loretta Rokey, Chair
Clermont County Port Authority



Kristofer McClintick, Secretary
Clermont County Port Authority

Date: 9/17/25

Motion to Approve:

Mr. Roe

Seconded By:

Mr. Woliver