

Clermont County Port Authority
Board of Directors - Regular Meeting
October 15, 2025

The Clermont County Port Authority Board of Directors met on Wednesday, October 15, 2025, at 3:06 p.m. for a regular meeting. Attending the meeting were Clermont County Port Authority Chair Loretta Rokey; Board Members John Woliver, Joseph Wagner, and Dale Roe; Kristofer McClintick, Scott Gafvert and Gretchen Willenbrink-Talley, Department of Community and Economic Development; Clermont County Commissioners David Painter and Claire Corcoran; Pat Woodside, Frost Brown Todd; Ed Boll Jr., and Kyla Hucker. Also in attendance via Microsoft TEAMS was Jarrod Burgess, The Marian Group.

Ms. Rokey called the meeting to order, the roll was called, and a quorum was present. Mr. Roe moved to approve the Minutes of the September 17, 2025, Port Authority Meeting. Mr. Woliver seconded, and the motion carried.

Ms. Rokey reviewed the guidelines regarding public comments and asked for public comments. Ms. Kyla Hucker addressed the Board with questions regarding Port Authority operations. Ms. Rokey suggested that Ms. Hucker submit her questions to Mr. McClintick for review.

Ms. Willenbrink-Talley presented the Budget Report through 10/10/2025. No formal action was needed for the Budget Report.

Under new business, Mr. Woodside gave an overview of Resolution 2025-14 Authorizing the amendment of certain existing lease documents; and authorizing related documents and matters. After discussion, Ms. Rokey asked if there was a motion to approve Resolution 2025-14 Authorizing the amendment of certain existing lease documents; and authorizing related documents and matters. Mr. Woliver moved to approve Resolution 2025-14. The motion was seconded by Mr. Wagner and carried unanimously.

Mr. Woodside and Jarrod Burgess gave an overview of Resolution 2025-15 Authorizing the execution of an agreement with Vivera Summerside, LLC or an affiliate thereof (the "borrower") pertaining to the acquisition financing of the construction, improvement and furnishing of certain "Port Authority facilities" within the meaning of section 4582.21, Ohio Revised Code, including the issuance of revenue bonds, the proceeds of which shall be loaned to the borrower or an affiliate or affiliates thereof to finance multifamily residential rental assisted living facilities for persons of low and moderate income in Union Township, Clermont County, Ohio, to accomplish such financing, and authorizing and approving related matters. After discussion, Ms. Rokey asked if there was a motion to approve Resolution 2025-15 Authorizing the execution of an agreement with Vivera Summerside, LLC or an affiliate thereof (the "borrower") pertaining to the acquisition financing of the construction, improvement and furnishing of certain "Port Authority facilities" within the meaning of section 4582.21, Ohio Revised Code, including the issuance of revenue bonds, the proceeds of which shall be loaned to the borrower or an affiliate or affiliates thereof to finance multifamily residential rental assisted living facilities for persons of low and moderate income in Union Township, Clermont County, Ohio, to accomplish such financing, and authorizing and approving related matters. Mr. Roe moved to approve Resolution 2025-15. The motion was seconded by Mr. Woliver and carried unanimously.

Mr. McClintick gave an overview of Resolution 2025-16 Authorizing the issuance and sale of Port Authority revenue bonds in a maximum principal amount of \$18,000,000 for the purpose of financing the costs to acquire, construct, and otherwise improve “Port Authority facilities”, for the benefit of WC Villa Realty, LLC, or its permitted affiliates, successors or assigns; authorizing the execution and delivery of a ground lease agreement, a capital lease agreement, a construction services agreement, a bond advance and assignment 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. After discussion, Ms. Rokey asked if there was a motion to approve Resolution 2025-16 Authorizing the issuance and sale of Port Authority revenue bonds in a maximum principal amount of \$18,000,000 for the purpose of financing the costs to acquire, construct, and otherwise improve “Port Authority facilities”, for the benefit of WC Villa Realty, LLC, or its permitted affiliates, successors or assigns; authorizing the execution and delivery of a ground lease agreement, a capital lease agreement, a construction services agreement, a bond advance and assignment 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. Wagner moved to approve Resolution 2025-16. The motion was seconded by Mr. Roe and carried unanimously.

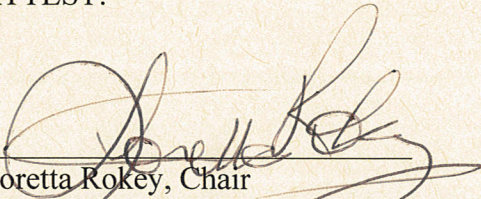
Mr. McClintick gave an overview of Resolution 2025-17 Authorizing the allocation and expenditure of \$25,000 of Port Authority funds for the purpose of funding the Ohio small business development center; and authorizing and approving related matters. After discussion, Ms. Rokey asked if there was a motion to approve Resolution 2025-17 Authorizing the allocation and expenditure of \$25,000 of Port Authority funds for the purpose of funding the Ohio small business development center; and authorizing and approving related matters. Mr. Roe moved to approve Resolution 2025-17. The motion was seconded by Mr. Woliver and carried unanimously.

Mr. McClintick gave an overview of Resolution 2025-18 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 costs of acquiring, constructing and otherwise improving “Port Authority facilities”, for the benefit of Union Township Apartments II, LLC, or its permitted affiliates, successors or assigns; authorizing the execution and delivery of a ground lease agreement, a capital lease agreement, a construction services agreement, a bond advance and assignment agreement, and other related agreements in connection with the transaction; approving the provision of an Ohio sales and use tax exemption certificate for the purchase of building and construction materials incorporated into the project; and authorizing and approving related matters. After discussion, Ms. Rokey asked if there was a motion to approve Resolution 2025-18 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 costs of acquiring, constructing and otherwise improving “Port Authority facilities”, for the benefit of Union Township Apartments II, LLC, or its permitted affiliates, successors or assigns; authorizing the execution and delivery of a ground lease agreement, a capital lease agreement, a construction services agreement, a bond advance and assignment agreement, and other related agreements in connection with the transaction; approving the provision of an Ohio sales and use tax exemption certificate for the purchase of building and construction materials incorporated into the project; and authorizing and approving related matters. Mr. Wagner moved to approve Resolution 2025-18. The motion was seconded by Mr. Roe and carried unanimously.

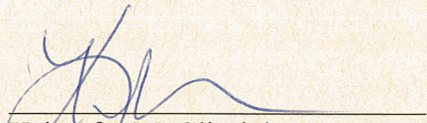
Mr. McClintick gave an overview of the Port Strategy and Visioning Workshop that will be presented to the Board at the November 19 meeting. He touched on some of the topics to be discussed and asked if the Board had any input. The Board gave some comments to be considered.

With no additional items to discuss, Ms. Rokey requested a motion to adjourn. A motion to adjourn the meeting was made by Mr. Woliver and seconded by Mr. Roe. The motion carried unanimously. The meeting adjourned at 4:23 p.m.

ATTEST:



Loretta Rokey, Chair
Clermont County Port Authority



Kristofer McClintick, Secretary
Clermont County Port Authority

Date: 12-17-25

Motion to Approve:

Mr. Wagner

Seconded By:

Mr. Roe