

**OHIO TAX CREDIT AUTHORITY MEETING
MEETING MINUTES
MEETING DATE: OCTOBER 31, 2016**

The regular meeting of the Ohio Job Creation Tax Credit Authority was called to order at 10:02 a.m. on October 31, 2016 in Columbus, Ohio by David Goodman.

Roll Call:	David Goodman, Acting	Present
	David Smith	Present
	Emmett Kelly	Present
	Rod Crider	Present
	Brian Cooper	Absent

Staff Members Present: John Werkman, Daniel Strasser, Eric Lindner, and Lisa Colbert

Others present: Liz Askew, Ryan Wilson, John Sadosky, Kimm Coyner, Chase Eikenbary, Stephanie Mercado

Minutes Approval: Goodman made a motion to approve the minutes of the September 26, 2016 meeting. Smith seconded. The vote was 3-0 yes. Voting Goodman, Smith and Crider.

PROJECTS

BDO USA, LLP appeared before the Tax Credit Authority requesting a tax credit for a project at a to-be-determined project location. Goodman made a motion to approve a tax credit of 1.657% for 8 years for BDO USA, LLP in exchange for a commitment to create 400 new full-time equivalent employees generating \$13,603,200 in new annual payroll at the to-be-determined project location. In addition, the company will claim the tax credit on Ohio employee payroll generated at the project location in excess of the company's baseline payroll at the project location. The tax credit would begin on 1/1/2019 and end on 12/31/2026. Smith seconded; Kelly abstained. The vote was 3-0. All present voted yes.

Custom Pro Logistics, LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Cincinnati, Hamilton County. Goodman made a motion to approve a tax credit of 1.215% for 6 years for Custom Pro Logistics, LLC in exchange for a commitment to create 40 new full-time equivalent employees generating \$2,500,000 in new annual payroll and retaining \$501,994 in existing payroll at the project location in the City of Cincinnati, Hamilton County. In addition, the company will claim the tax credit on Ohio employee payroll generated at the project location in excess of the company's baseline payroll at the project location. The tax credit would begin on 1/1/2018 and end on 12/31/2023. Kelly seconded. The vote was 4-0. All present voted yes.

Medpace, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Cincinnati, Hamilton County. Goodman made a motion to approve a tax credit of 2.500% for 15 years for Medpace, Inc. in exchange for a commitment to create 650 new full-time equivalent employees generating \$35,746,880 in new annual payroll and retaining \$81,304,527 in existing payroll at the project location in the City of Cincinnati, Hamilton County. In addition, the company will claim the tax credit on Ohio employee payroll generated at the project location in excess of the company's baseline payroll at the project location. The tax credit would begin on 1/1/2017 and end on 12/31/2031. Crider seconded; Kelly abstained. The vote was 3-0. All present voted yes.

Magretech, LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Bellevue, Sandusky County. Goodman made a motion to approve a tax credit of 1.138% for 6 years for Magretech, LLC in exchange for a commitment to create 35 new full-time equivalent employees generating \$1,660,568 in new annual payroll and retaining \$1,046,048 in existing payroll at the project location in the City of Bellevue, Sandusky County. In addition, the company will claim the tax credit on Ohio employee payroll generated at the project location in excess of the company's baseline payroll at the project location. The tax credit would begin on 1/1/2017 and end on 12/31/2022. Kelly seconded. The vote was 4-0. All present voted yes.

Woodpeckers, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Strongsville, Cuyahoga County. Goodman made a motion to approve a tax credit of 2.134% for 6 years for Woodpeckers, Inc. in exchange for a commitment to create 50 new full-time equivalent employees generating \$2,333,760 in new annual payroll and retaining \$2,241,933 in existing payroll at the project location in the City of Strongsville, Cuyahoga County. In addition, the company will claim the tax credit on Ohio employee payroll generated at the project location in excess of the company's baseline payroll at the project location. The tax credit would begin on 1/1/2017 and end on 12/31/2022. Smith seconded. The vote was 4-0. All present voted yes.

Spirex Corporation appeared before the Tax Credit Authority requesting a tax credit for a project in Austintown Township, Mahoning County. Goodman made a motion to approve a tax credit of 2.317% for 8 years for Spirex Corporation in exchange for a commitment to create 143 new full-time equivalent employees generating \$7,650,500 in new annual payroll and retaining \$6,318,231 in existing payroll at the project location in Austintown Township, Mahoning County. In addition, the company will claim the tax credit on Ohio employee payroll generated at the project location in excess of the company's baseline payroll at the project location. The tax credit would begin on 1/1/2017 and end on 12/31/2024. Kelly seconded. The vote was 4-0. All present voted yes.

OTHER BUSINESS

DSW Inc. (City of Columbus/Franklin County)

On October 31, 2016, the Authority approved the following changes:

- (1) Extend the term of the 65%/12 year tax credit by 3 years ending 12/31/2021;
- (2) Increase the new job commitment from 475 to 985 new jobs, which includes both current over performance and a commitment to create 200 additional new jobs;
- (3) Increase the fixed asset investment commitment by \$3,600,000 in additional building costs.

DSW will create the new jobs and complete the fixed asset investment by 12/31/2019. If DSW does not create the new jobs and associated payroll and complete the fixed asset investment by 12/31/2019, the JCTC-Extension will be cancelled.

Goodman made a motion to accept staff recommendation and Smith seconded. The vote was 4-0. All present voted yes.

Exterran Energy Solutions, L.P. (City of Youngstown/Mahoning County)

On October 31, 2016, the Authority reduced the term of the tax credit for failure to create the required amount of jobs and payroll as set forth in the agreement. Due to this failure, the Authority has statutory authorization to reduce the term of the tax credit agreement. On 2/27/2012, the grantee was approved for a 55%/7 year tax credit in exchange for a commitment to create 103 FTEs with \$4,900,000 in new payroll at the project location. The grantee's 2015 annual report showed 99 total FTEs with \$4,163,886 in total payroll, thereby making the grantee non-compliant with the tax credit agreement. On 6/2/2016, the grantee notified DSA that the project facility is now idle and that the grantee currently has two employees at the facility. Based on this information, the Authority reduced the term of the tax credit to 3 years ending 1/1/2016. Post-term reporting requirements may be fulfilled by filing annual progress reports with DSA for years 2016 – 2019.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

U.S. Bank National Association (City of Columbus/Franklin County)

On October 31, 2016, the Authority approved the following changes:

- (1) Increase the new job commitment from 60 to 160 new FTEs;
- (2) Increase the new payroll commitment from \$3,780,000 to \$10,080,512;
- (3) Change the job creation tax credit percentage from 1.618% to 1.624%, with the term of the agreement remaining at 8 years.

Goodman made a motion to accept staff recommendation and Smith seconded; Kelly abstained. The vote was 3-0. All present voted yes.

The Lubrizol Corporation (City of Painesville/Lake County)

On October 31, 2016, the Authority decreased the fixed asset investment commitment from \$83,501,443 (\$43,531,146 in building costs, \$39,970,297 in M&E) to \$69,821,600 (\$29,851,303 in building costs, \$39,970,297 in M&E) due to an error in the application.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

STP Products Manufacturing Company (City of Dayton/Montgomery County)

On October 31, 2016, the Authority decreased the fixed asset investment commitment from \$3,900,000 in M&E to \$2,900,000 in M&E. Relocation costs were erroneously included in the fixed asset investment identified in the application.

Goodman made a motion to accept staff recommendation and Smith seconded. The vote was 4-0. All present voted yes.

Tenneco Automotive Operating Company Inc. (City of Kettering/Montgomery County)

On October 31, 2016, the Authority decreased the fixed asset investment commitment from \$98,500,000 (\$1,000,000 in building costs, \$97,500,000 in M&E) to \$42,500,000 (\$1,000,000 in building costs, \$41,500,000 in M&E). Relocation costs were erroneously included in the fixed asset investment identified in the application.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

Lubrizol Advanced Materials, Inc. (City of Brecksville/Cuyahoga County)

On October 31, 2016, the Authority added the grantee, The Lubrizol Corporation (and associated FEIN) to the tax credit agreement.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

Cleveland Tech Holdings LLC (City of Cleveland/Cuyahoga County)

On October 31, 2016, the Authority added the following grantees to the tax exemption agreement: (1) Intellinet Corporation (and associated FEIN); (2) T1 Company LLC (and associated FEIN); (3) ITLynk Corporation (and associated FEIN).

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

RoadReady Center, Inc. (City of Chillicothe/Ross County)

On October 31, 2016, the Authority reassigned the tax credit agreement from RoadReady Center, Inc. (F and associated FEIN) to Chillicothe Kenworth, Inc. (and associated FEIN).

Goodman made a motion to accept staff recommendation and Crider seconded. The vote was 4-0. All present voted yes.

Huckberry, Inc. (City of Columbus/Franklin County)

On October 31, 2016, the Authority added the project location at 6600 Don Eisele Rd., Ste. 2, Columbus, OH 43217 to the tax credit agreement. The project had previously been approved with a TBD project location.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

84.51 LLC (City of Cincinnati/Hamilton County)

On October 31, 2016, the Authority changed the project location from 444 West Third Street and 161 West 6th Street, Cincinnati, OH to 100 W. Fifth Street, Cincinnati, OH 45202.

Goodman made a motion to accept staff recommendation and Smith seconded. The vote was 4-0. All present

voted yes.

Rostam Direct, LLC (City of Tipp, & City of Lewisburg, Montgomery, Miami, Preble, & Fairfield Counties)

On October 31, 2016, the Authority removed the grantee, Gardens Alive, Inc. from the tax credit agreement. Rostam Direct, LLC will be the only employer of record at the project location. Additionally, the project is no longer moving forward with a new location in Dayton as originally proposed. Instead, the company will expand at its existing locations previously presented for approval (Tipp City, Lewisburg and Fairfield).

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

One Source Technology, LLC (City of Cleveland/Cuyahoga County)

On October 31, 2016, the Authority added the project locations at 1501 Euclid Ave., Cleveland OH 44115 and 1111 Superior Ave., Cleveland, OH 44114 to the tax credit agreement.

Additionally, with the company's written consent, the Authority approved the conversion of the grantee's Ohio Job Creation Tax Credit program from a withholdings-based incentive to a payroll-based incentive. The Authority approved the following changes to the tax credit agreement:

- 1) Change the tax credit rate from 45% to 1.345%
- 2) Update the baseline payroll to \$5,175,917.98 for year 1 and \$5,289,788.17 for year 2.

These changes are authorized by ORC 122.17(R), effective 9/29/2015.

Goodman made a motion to accept staff recommendation and Crider seconded. The vote was 4-0. All present voted yes.

Medpace, Inc. (City of Cincinnati/Hamilton County)

With the company's consent, on October 31, 2016, the Authority reduced the term of the tax credit agreement to 6 years ending 12/31/2016. Post-term reporting requirements may be fulfilled by filing annual progress reports with DSA for years 2017-2022.

Goodman made a motion to accept staff recommendation and Smith seconded; Kelly abstained. The vote was 3-0. All present voted yes.

Zipscene, LLC (City of Cincinnati/Hamilton County)

Per the company's request, on October 31, 2016, the Authority terminated the tax credit agreement. The company has not claimed any tax credit certificates and has agreed to waive any pending or unissued tax credit certificates.

Goodman made a motion to accept staff recommendation and Smith seconded; Kelly abstained. The vote was 3-0. All present voted yes.

S&T Automotive America, LLC (City of Grove City/Franklin County)

Per the company's request, on October 31, 2016, the Authority terminated the tax credit agreement. The company has not claimed any tax credit certificates and has agreed to waive any pending or unissued tax credit certificates.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

Unique-Chardan, Inc. (Village of Bryan/Williams County)

Per the company's request, on October 31, 2016, the Authority terminated the tax credit agreement. The company has not claimed any tax credit certificates and has agreed to waive any pending or unissued tax credit certificates.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 4-0. All present voted yes.

Mesnac Americas Co., Ltd. (City of Akron/Summit County)

On October 31, 2016, the Authority cancelled the tax credit. The company never executed the tax credit agreement and has not received any tax credit certificates.

Goodman made a motion to accept staff recommendation and Crider seconded. The vote was 4-0. All present voted yes.

Magna Seating of America, Inc. (Village of Sheffield/Lorain County)

On October 31, 2016, the Authority cancelled the tax credit. The company never executed the tax credit agreement and has not received any tax credit certificates.

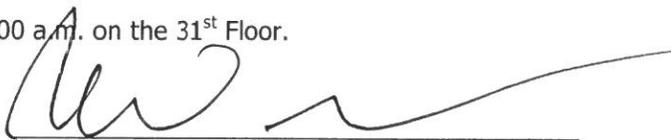
Goodman made a motion to accept staff recommendation and Crider seconded. The vote was 4-0. All present voted yes.

MOTION TO AJOURN

The meeting was adjourned at 10:40 a.m. by David Goodman.

The next meeting is scheduled December 5, 2016 at 10:00 a.m. on the 31st Floor.

Chair of Ohio Tax Credit Authority's Signature

A handwritten signature in black ink, appearing to be 'David Goodman', written over a horizontal line.