

**OHIO TAX CREDIT AUTHORITY MEETING
MEETING MINUTES
MEETING DATE: DECEMBER 4, 2017**

The regular meeting of the Ohio Job Creation Tax Credit Authority was called to order at 10:01 a.m. on December 4, 2017 in Columbus, Ohio by David Goodman.

Roll Call:	David Goodman, Chair	Present
	Darnita Bradley	Present
	Brian Cooper	Present
	Emmett Kelly	Present
	David Smith	Absent

Staff Members Present: Rasheda Hansard, Daniel Strasser, Eric Lindner, Lisa Colbert, Ian Betts, and Todd Walker

Others present: Liz Askew, Stephanie Mercado, Chase Eikenbary, Phil Smith, Justin Bickle, Andrea Enders, Kevin Donnelly, and John Recker

Minutes Approval: Goodman made a motion to approve the minutes of the October 30, 2017 meeting. Cooper seconded. The vote was 3-0 yes. Voting Goodman, Cooper, and Bradley.

PROJECTS

Pratt Paper (OH), LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Wapakoneta, Auglaize County. Goodman made a motion to approve a tax credit of 1.263% for 8 years for Pratt Paper (OH), LLC in exchange for a commitment to create 300 new full-time equivalent employees generating \$14,352,000 in new annual payroll at the project location in the City of Wapakoneta, Auglaize 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 1/1/2021 and end on 12/31/2028. Bradley seconded. The vote was 3-0. All present voted yes.

Cintas Corporation No. 2 appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Groveport, Franklin County. Goodman made a motion to approve a tax credit of 1.090% for 6 years for Cintas Corporation No. 2 in exchange for a commitment to create 69 new full-time equivalent employees generating \$2,304,777 in new annual payroll at the project location in the City of Groveport, Franklin 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 1/1/2019 and end on 12/31/2024. Cooper seconded; Kelly abstained. The vote was 3-0. All present voted yes.

Owens & Minor Distribution, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the Village of Obetz, Franklin County. Goodman made a motion to approve a tax credit of 1.150% for 6 years for Owens & Minor Distribution, Inc. in exchange for a commitment to create 55 new full-time equivalent employees generating \$2,000,000 in new annual payroll at the project location in the Village of Obetz, Franklin 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. Bradley seconded; Kelly abstained. The vote was 3-0. All present voted yes.

PharmaForce, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the Cities of New Albany and Hilliard, Franklin County. Goodman made a motion to approve a tax credit of 1.202% for 6 years for PharmaForce, Inc. in exchange for a commitment to create 78 new full-time equivalent employees generating \$3,081,237 in new annual payroll and retaining \$15,205,830 in existing payroll at the project location in the Cities of New Albany and Hilliard, Franklin 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 1/1/2020 and end on 12/31/2025. Cooper seconded. The vote was 3-0. All present voted yes.

Deceuninck North America, LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Monroe, Butler County. Goodman made a motion to approve a tax credit of 1.350% for 7 years for Deceuninck North America, LLC in exchange for a commitment to create 85 new full-time equivalent employees generating \$4,457,000 in new annual payroll and retaining \$22,548,000 in existing payroll at the project location in the City of Monroe, Butler 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 12/31/2024. Bradley seconded. The vote was 3-0. All present voted yes.

Ensemble HP, LLC appeared before the Tax Credit Authority requesting a tax credit for a project at a to-be-determined location. Goodman made a motion to approve a tax credit of 2.310% for 15 years for Ensemble HP, LLC in exchange for a commitment to create 1,100 new full-time equivalent employees generating \$47,300,000 in new annual payroll and retaining \$26,200,000 in existing 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 1/1/2018 and end on 12/31/2032. Kelly seconded. The vote was 4-0. All present voted yes.

Dedienne Aerospace, LLC appeared before the Tax Credit Authority requesting a tax credit for a project at a to-be-determined location. Goodman made a motion to approve a tax credit of 1.433% for 8 years for Dedienne Aerospace, LLC in exchange for a commitment to create 40 new full-time equivalent employees generating \$2,000,000 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 1/1/2018 and end on 12/31/2025. Cooper seconded. The vote was 4-0. All present voted yes.

LISNR, 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 1.700% for 8 years for LISNR, Inc. in exchange for a commitment to create 80 new full-time equivalent employees generating \$5,600,000 in new annual payroll and retaining \$3,012,770 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 12/31/2025. Kelly seconded. The vote was 4-0. All present voted yes.

London Computer Systems, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in Deerfield Township, Warren County. Goodman made a motion to approve a tax credit of 1.537% for 8 years for London Computer Systems, Inc. in exchange for a commitment to create 150 new full-time equivalent employees generating \$9,000,000 in new annual payroll and retaining \$10,528,554 in existing payroll at the project location in Deerfield Township, Warren 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 12/31/2025. Cooper seconded. The vote was 4-0. All present voted yes.

Bio-Systems of Ohio LLC and Betco Corporation Ltd. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Bowling Green, Wood County. Goodman made a motion to approve a tax credit of 1.322% for 7 years for Bio-Systems of Ohio LLC and Betco Corporation Ltd. in exchange for a commitment to create 31 new full-time equivalent employees generating \$1,630,000 in new annual payroll at the project location in the City of Bowling Green, Wood 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 12/31/2024. Bradley seconded. The vote was 4-0. All present voted yes.

Treves Incorporated appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Fostoria, Seneca County. Goodman made a motion to approve a tax credit of 1.186% for 7 years for Treves Incorporated in exchange for a commitment to create 91 new full-time equivalent employees generating \$3,400,000 in new annual payroll at the project location in the City of Fostoria, Seneca 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 12/31/2024. Kelly seconded. The vote was 4-0. All present voted yes.

MEK Van Wert, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Van Wert, Van Wert County. Goodman made a motion to approve a tax credit of 1.245% for 7 years for MEK Van Wert, Inc. in exchange for a commitment to create 30 new full-time equivalent employees generating \$1,341,600 in new annual payroll at the project location in the City of Van Wert, Van Wert 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 12/31/2024. Kelly seconded. The vote was 4-0. All present voted yes.

SkyBox Packaging LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Mansfield, Richland County. Goodman made a motion to approve a tax credit of 1.192% for 6 years for SkyBox Packaging LLC in exchange for a commitment to create 28 new full-time equivalent employees generating \$1,300,000 in new annual payroll and retaining \$3,875,980 in existing payroll at the project location in the City of Mansfield, Richland 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. Cooper seconded. The vote was 4-0. All present voted yes.

Venture Products, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Orrville, Wayne County. Goodman made a motion to approve a tax credit of 1.526% for 8 years for Venture Products, Inc. in exchange for a commitment to create 121 new full-time equivalent employees generating \$6,140,000 in new annual payroll and retaining \$10,160,000 in existing payroll at the project location in the City of Orrville, Wayne 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 12/31/2025. Cooper seconded. The vote was 4-0. All present voted yes.

Vox Mobile, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Independence, Cuyahoga County. Goodman made a motion to approve a tax credit of 1.345% for 7 years for Vox Mobile, Inc. in exchange for a commitment to create 80 new full-time equivalent employees generating \$3,600,000 in new annual payroll and retaining \$7,900,000 in existing payroll at the project location in the City of Independence, 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 1/1/2018 and end on 12/31/2024. Kelly seconded. The vote was 4-0. All present voted yes.

OTHER BUSINESS

Speed Commerce Corp. (Etna Township/Licking County)

The staff recommends that the Authority terminate the tax credit agreement with clawback for failure to submit the 2016 annual report during the active term of the agreement. On 3/25/2013, the grantee was approved for a 50%/8 year tax credit in exchange for a commitment to create 250 FTEs at the project location. Staff has made multiple attempts to contact the company, but the 2016 annual report has not been filed. Due to the grantee's failure to file the report, the Authority has statutory authorization to terminate the tax credit agreement with a clawback of 100% of credits issued. Based on this information, the staff recommends terminating the agreement with clawback of \$95,975.96.

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

Eaton Aeroquip LLC (City of Berea/Cuyahoga County)

The staff recommends that the Authority terminate the tax credit agreement without clawback for failure to maintain operations during the post-term reporting period. On 9/26/2011, the grantee was approved for a 40%/6 year tax credit in exchange for a commitment to create 36 FTEs and retain 100 FTEs at the project location. On 8/31/2015, the Authority reduced the term of the agreement to 3 years. ODSA learned that the grantee failed to maintain operations at the project location effective 10/31/2016. Due to this failure, the Authority has statutory authorization to require clawback of 75% of the credits issued, which totaled \$35,100.65. After taking into consideration market conditions and other operations in Ohio, the staff recommends terminating the agreement without clawback.

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

Multi-Color Corporation (Union Township & City of Cincinnati/ Clermont & Hamilton Counties)

The staff recommends that the Authority approve the following changes:

- (1) Extend the term of the 1.303%/7 year tax credit by 2 years ending 12/31/2023;
- (2) Increase the new job commitment from 130 to 230 FTEs, which includes both current performance and a commitment to create 100 additional new FTEs;
- (3) Increase the new payroll commitment from \$5,085,000 to \$9,965,140, which includes both current performance and a commitment to create \$4,880,140 in additional new payroll;
- (4) Increase the fixed asset investment from \$17,601,500 to \$57,601,500, which includes a new commitment of \$40,000,000 in machinery and equipment.

If Multi-Color does not create the new jobs and associated payroll and complete the fixed asset investment by 12/31/2020, the JCTC-Extension will be cancelled. Multi-Color must maintain operations at the project site until 12/31/2026.

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

Matrix Technologies, Inc. (City of Maumee/Lucas County)

The staff recommends that the Authority reduce the rate of the tax credit from 1.598% to 1.358% starting 1/1/2017 through the remainder of the active term ending 12/31/2019. In accordance with a remedial action approved by the Authority on 10/30/2017, the rate of the agreement was reduced from 50% to 45%. Since then, the grantee has converted to the payroll based tax credit. The rate of 1.358% reflects the new payroll based rate and the rate reduction that resulted from the remedial action.

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

New Avon LLC (City of Blue Ash/Hamilton County)

The staff recommends that the Authority add the project location at 10101 Alliance Rd., Blue Ash, OH 45242 to the tax credit agreement.

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

Paycor, Inc. (City of Norwood/Hamilton County)

The staff recommends that the Authority add the following project locations to the tax credit agreement: (1) 4811 Montgomery Road, Cincinnati, OH 45212 and (2) 2100 Sherman Ave, Cincinnati, OH 45212.

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

Health Carousel, LLC (City of Cincinnati/Hamilton County)

The staff recommends that the Authority add the following project locations to the tax credit agreement: (1) 4000 Smith Rd., Cincinnati, OH 45209 and (2) 4030 Smith Rd., Cincinnati, OH 45209.

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

Messer Construction Co. (City of Cincinnati/Hamilton County)

The staff recommends that the Authority add the project location at 643 W. Court St., Cincinnati, OH 45203 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.

Bendix Commercial Vehicle Systems LLC (City of Elyria/Lorain County)

The staff recommends that the Authority make the following changes to the tax credit agreement:

- (1) Reduce the fixed asset investment commitment from \$50 million to \$9 million (eliminating construction costs);

(2) Add the project location at 901 Cleveland Street, Elyria, Ohio 44035 to the tax credit agreement.

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

Prime AE Group, Inc. (City of Columbus/Franklin County)

The staff recommends that the Authority add the following grantees to the tax credit agreement:

- (1) Gulf Coast Architectural Group, Inc. (and associated FEIN);
- (2) PRIME Construction Management & Survey, Inc. (and associated FEIN)

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

Ascena Retail Group, Inc. (Etna Township/Licking County)

The staff recommends that the Authority add the following grantees to the tax credit agreement:

- (1) ASNA Plus Fashion, Inc. (and associated FEIN);
- (2) Catherines Inc. (and associated FEIN);
- (3) Catherines Stores Corp. (and associated FEIN)

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

Sherwin-Williams Company, The (City of Cleveland/Cuyahoga County)

The staff recommends that the Authority add the following grantees to the tax credit agreement:

- (1) The Sherwin-Williams Headquarters Company (and associated FEIN);
- (2) The Sherwin-Williams Manufacturing Company (and associated FEIN)

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

GDS FBO LLC dba Waypoint Aviation (City of Cincinnati/Hamilton County)

The staff recommends that the Authority reassign the tax credit agreement from GDS FBO LLC dba Waypoint Aviation (and associated FEIN) to Waypoint Aviation LLC (and associated FEIN).

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

Keihin Thermal Technology of America, Inc (Village of Mount Sterling/Madison County)

The staff recommends that the Authority reinstate the ability for the company to enter into a tax credit agreement with the Authority. The approval was cancelled by the Authority on 12/5/2016 for failure to execute the agreement. The agreement must be executed by January 18, 2018.

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

Sekisui Plastics USA, Inc. (Buck Township/Hardin County)

The staff recommends that the Authority change the metric evaluation date from 12/31/17 to 12/31/18.

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

Kingsgate Transportation Services, LLC (West Chester Township/Butler County)

The staff recommends that the Authority change the metric evaluation date from 12/31/17 to 12/31/18.

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

Credit Adjustments, Inc. (City of Defiance/Defiance County)

The staff recommends that the Authority make the following changes:

(1) Change the tax credit start date from 1/1/2017 to 1/1/2018 and the metric evaluation date from 12/31/2019 to 12/31/2020, which changes the baseline Ohio employee payroll to \$2,810,833.07 for year 1 and \$2,867,049.74 for year 2;

(2) Add the project location at 330 Florence St., Defiance, OH 43512

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

New York Community Bank (Cities of Cleveland and Brooklyn/Cuyahoga County)

Per the company's request, the staff recommends that the Authority reduce the term of the tax credit from 10 years to 6 years ending 12/31/2016. Post-term reporting requirements may be fulfilled by filing annual progress reports with DSA for years 2017 - 2019.

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

Ashland, Inc. (City of Dublin/Franklin County)

Per the company's request, the staff recommends that the Authority reduce the term of the tax credit from 10 years to 6 years ending 12/31/2016. Post-term reporting requirements may be fulfilled by filing annual progress reports with DSA for years 2017 - 2019.

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

Amazon Fulfillment Services, Inc. and Amazon.com.dedc, LLC (Cities of Euclid and North Randall/Cuyahoga County)

The staff recommends that the Authority combine the tax credit agreements into one agreement, change the start date from 1/1/2018 to 1/1/2019 and change the end date from 12/31/2027 to 12/31/2028. The metric evaluation date remains 12/31/2020.

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

Amazon.com.dedc, LLC (City of Monroe/Butler County)

The staff recommends that the Authority change the tax credit start date from 1/1/2018 to 1/1/2019 and end date from 12/30/2027 to 12/30/2028. The metric evaluation date remains 12/31/2020.

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

Exel Inc. (City of Union/Montgomery County)

With the company's written consent, the staff recommends that the Authority approve the reduction of the sub-grantee's new job commitment from 337 FTEs to 140 FTEs. To align with the new commitment, the staff recommends that the Authority reduce the grantee's 1.600%/9 year tax credit to 1.600%/3 years and 1.400%/6 years (1.600% for 2015 – 2017 and 1.400% for 2018 – 2023), for a total of 9 years. Post-term reporting requirements may be fulfilled by filing annual progress reports with DSA for years 2024 – 2026. This action is only applicable to The Procter & Gamble Distributing LLC, which is a sub-grantee on the tax credit agreement.

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

Klarna Inc. (City of Columbus/Franklin County)

With the company's written consent, the staff recommends that the Authority approve the reduction of the grantee's new job commitment from 82 FTEs to 57 FTEs. To align with the new commitment, the staff recommends that the Authority reduce the grantee's 2.178%/8 year tax credit to 2.178%/4 years and 2.000%/4 years (2.178% for 2015 – 2018 and 2.000% for 2019 - 2022), for a total of 8 years. Post-term reporting requirements may be fulfilled by

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

ADDITIONAL AGENDA ITEMS

- **Discussion on the updated Pay Increase Factor (PIF)**

Goodman made a motion to accept updating pay increase factor to 1.0412% and Kelly seconded. The vote was 4-0. All present voted yes.

- **Discussion on Proposed 2018 TCA Meeting Dates**

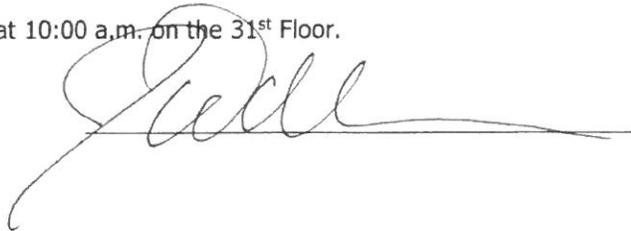
- **Presentation of Ohio Ethics Laws**

MOTION TO AJOURN

The meeting was adjourned at 11:20 a.m. by David Goodman.

The next meeting is scheduled January 29, 2018 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 read "David Goodman", written over a horizontal line.