

MINUTES OF MEETING
OHIO WATER DEVELOPMENT AUTHORITY
APRIL 25, 2024

Vice-Chairman Whistler called the monthly meeting of the Ohio Water Development Authority to order at 10:30 a.m. on Thursday, April 25, 2024. The meeting was held at the Ohio Water Development Authority, 480 South High Street, Columbus, Ohio 43215.

Board members in attendance were:

Gregory Browning	Chairman
Chris Whistler	Vice-Chairman
Gordon Reis	Board Member
Bill Stanley	Board Member
Jimmy Stewart	Board Member
Patrick Smith	Representative for Lydia Mihalik, Director of the Ohio Department of Development (ODOD)
Mindy Bankey	Representative for Mary Mertz, Director of the Ohio Department of Natural Resources (ODNR)
Jessica Kuenzli	Representative for Anne Vogel, Director, Ohio Environmental Protection Agency (OEPA)

Others in attendance were:

Jessica Cameron Mitchell	Financial Advisor, PFM
Jennifer Turk	General Counsel, Benesch, Friedlander, Coplan & Aronoff
Ryan Callender	Bond Counsel, Squire Patton Boggs (US) LLP, (SPB)
Allison Binkley	Bond Counsel, Squire Patton Boggs (US) LLP, (SPB)
Katie Courtright	Assistant Chief, Division of Environmental and Financial Assistance, Ohio Environmental Protection Agency (OEPA)

Staff members in attendance were:

Todd Skruck	Interim Executive Director
Robyn McComb	Assistant Chief Financial Officer
Lisa Haid	Assistant Secretary-Treasurer
Dan Gill	Chief Engineer
Kim Killian	Loan Officer
Christine Okonak	Senior Engineer
Josh Wise	Loan Analyst
Stephanie Galford	Loan Servicing Specialist

Mr. Skruck reported that the notice of the Ohio Water Development Authority meeting has been posted in the Statehouse Pressroom (Legislative Correspondence Association) in compliance with the “Sunshine Law”.

I. APPROVAL OF MINUTES

Regular Meeting of March 28, 2024

****MOTION****

Vice-Chairman Whistler called for a motion to approve the March 28, 2024 regular Board Meeting minutes.

Moved by Mr. Stewart.
Seconded by Mr. Reis.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler
NAYS: None

II. GENERAL LOAN INFORMATION

Board Summary Report

Economic Analysis

III. FRESH WATER LOAN FUND PROGRAM

Approval of Projects

Ms. Killian advised the Board of eight Fresh Water Loan Fund Program loans this month; eight are for construction. The projects listed in Exhibit A were presented.

****RESOLUTION****

For the Fresh Water Loan Fund Program, Vice-Chairman Whistler called for a motion to approve Resolution 23-24 authorizing cooperative agreements for planning and construction of wastewater and water management facilities between certain named political subdivisions of the State of Ohio and the Ohio Water Development Authority.

Moved by Mr. Stewart.
Seconded by Mr. Stanley.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler
NAYS: None

IV. DRINKING WATER ASSISTANCE LOAN FUND PROGRAM

Approval of Projects

Ms. Killian advised the Board of twelve Drinking Water Assistance Loan Fund Program loans this month; two are for planning and ten are for construction. The projects listed in Exhibit B were presented.

****RESOLUTION****

For the Drinking Water Assistance Loan Fund Program, Vice-Chairman Whistler called for a motion to approve Resolution 24-24 authorizing Drinking Water Assistance Loan Fund agreements between named political subdivisions and persons, the Director of the Ohio Environmental Protection Agency, and the Ohio Water Development Authority, for financing construction, operation, and ownership of water facilities pursuant to Ohio Revised Code 6109.22.

Moved by Mr. Stewart.
Seconded by Mr. Smith.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler
NAYS: None

Approval of Supplement

Ms. Killian advised the Board of one Drinking Water Assistance Loan Fund Program supplement this month. The project for the City of Columbus listed in Exhibit C was presented.

****RESOLUTION****

For the Drinking Water Assistance Loan Fund Program, Vice-Chairman Whistler called for a motion to approve Resolution 25-24 authorizing supplements to Drinking Water Assistance Loan Fund agreements between certain named political subdivisions and persons, the Director of the Ohio Environmental Protection Agency, and the Ohio Water Development Authority, for financing construction, operation, and ownership of water facilities pursuant to Ohio Revised Code 6109.22.

Moved by Mr. Stewart.
Seconded by Ms. Bankey.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler
NAYS: None

V. **WATER POLLUTION CONTROL LOAN FUND PROGRAM**

Approval of Projects

Ms. Killian advised the Board of ten Water Pollution Control Loan Fund Program loans this month; three are for planning and seven are for construction. The projects listed in Exhibit D were presented.

****RESOLUTION****

For the Water Pollution Control Loan Fund Program, Vice-Chairman Whistler called for a motion to approve Resolution 26-24 authorizing Water Pollution Control Loan Fund agreements between certain named political subdivisions, the Director of the Ohio Environmental Protection Agency, and the Ohio Water Development Authority, for financing construction, operation, and ownership of wastewater facilities pursuant to Ohio Revised Code 6111.036.

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Moved by Mr. Stewart.

Seconded by Ms. Kuenzli.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler

NAYS: None

Approval of Supplements

Ms. Killian advised the Board of two Water Pollution Control Loan Fund Program supplements this month; The projects for the City of Steubenville and the City of Warren listed in Exhibit E were presented.

****RESOLUTION****

For the Water Pollution Control Loan Fund Program, Vice-Chairman Whistler called for a motion to approve Resolution 27-24 authorizing supplements to loan agreements between certain named political subdivisions, the Director of the Ohio Environmental Protection Agency, and the Ohio Water Development Authority, for financing construction, operation, and ownership of wastewater facilities pursuant to Ohio Revised Code 6111.036.

Moved by Mr. Stewart.

Seconded by Mr. Stanley.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler

NAYS: None

VI. UN-SEWERED AREA ASSISTANCE FUND PROGRAM

Approval of Project

Ms. Killian advised the Board of one Un-Sewered Area Assistance Fund Program grant this month. The project for the Village of Macksburg listed in Exhibit F was presented.

****RESOLUTION****

For the Un-Sewered Area Assistant Fund Program, Vice-Chairman Whistler called for a motion to approve Resolution 28-24 authorizing cooperative agreements for construction of sewage treatment facilities, interceptor sewers and sewage collection systems between the Ohio Water Development Authority and certain named local governmental agencies and OWDA has determined they are eligible due to failing on-site systems.

Moved by Mr. Stanley.

Seconded by Mr. Smith.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler

NAYS: None

VII. PRESENTATION OF WPCLF INFLATION REDUCTION ACT (IRA) PROGRAM GUIDELINES

Mr. Skruck presented draft guidelines for the WPCLF Inflation Reduction Act loan program. Mr. Callender, Ms. Cameron Mitchell, and Ms. Kuenzli provided additional information on tax credits through the Inflation Reduction Act. Mr. Skruck advised that the WPCLF Inflation Reduction Act loan program guidelines will be presented to the Board for approval next month.

VIII. FINANCIAL

WPCLF Series 2024 A and B Pricing Results

Mr. Skruck announced the WPCLF Series 2024 A and B bonds were priced on April 16, 2024. Mr. Daley and Mr. Summers, Goldman Sachs, the Senior Manager on the transaction, provided the financing overview and a financing summary.

Appointment of DWAF Series 2024A (Sustainability Bonds) Underwriting Team

Mr. Skruck requested approval of the DWAF Series 2024A (Sustainability Bonds) underwriting team, Senior Manager, Stifel, Co-Senior Manager, Ramirez & Co; Co-Managers, D.A. Davidson, PNC Capital Markets, LLC, and Robert W Baird & Co Inc.

****MOTION****

Vice-Chairman Whistler called for a motion to approve the DWAF Series 2024A (Sustainability Bonds) Underwriting Team.

Moved by Mr. Reis.

Seconded by Mr. Stewart.

AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler

NAYS: None

Appointment of WPCLF Series 2024C Variable Rate Demand Bonds Remarketing Agent and Liquidity Provider

Mr. Skruck requested approval of TD Securities as the underwriter, remarketing agent and liquidity provider for the WPCLF Series 2024C Bonds. The issuance size sought for the 2024C bonds is \$200 million. Ms. Cameron Mitchell provided additional comments.

****MOTION****

Vice-Chairman Whistler called for a motion to approve the WPCLF Series 2024C Variable Rate Demand Bonds Remarketing Agent, Underwriter and Liquidity Provider as TD Securities.

Moved by Mr. Reis.

Seconded by Mr. Stewart.

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AYES: Bankey, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler

NAYS: None

Bank Commitment Provider Recommendation

Mr. Skruck provided an update on the Note Purchase Agreement/ Bank Commitment RFP recommendation. There were 6 proposals received. Mr. Skruck recommends Fresh Water Fund Program to add \$400 million capacity from Piper Sandler and DWAF/WPCLF Programs add \$850 million of capacity from Piper Sandler. Also, within DWAF /WPCLF Programs an additional \$150 million of capacity is recommended to be added from Bank of America. Mr. Skruck will bring authorizing resolutions to the board for approval at future meetings.

2023 Financial Statement Audit Results

Mr. Skruck introduced the Clark Schaefer Hackett audit team, Larry Weeks, Brian Mosier, and Rachela Jenkins. Mr. Mosier presented the 2023 Financial Audit results and explained the audit procedures. He also stated a clean audit was issued.

Monthly Financial Report

Mr. Skruck highlighted the 2023 Annual Report Summary of Loans for 2023, Balance Sheet Assets, Total Net Position, Income Statement, Operating Income Loss, and Cash Flow Statement.

IX. INTERIM EXECUTIVE DIRECTOR'S REMARKS

Mr. Skruck thanked the accounting team for the audit work. He also thanked Ms. Killian for her help with loan approvals for this month. Items for next month's board meeting will include an RCAP presentation, results from the IT audit, a presentation by the Deputy Director of the City of Columbus, and an update for billings that will be mailed on May 15th. Mr. Skruck advised a change in the board meeting format for presenting loans, the board will be provided with summary sheets for each loan program for approval.

X. CHAIRMAN'S REMARKS

Mr. Browning thanked Mr. Skruck and the team for working through the Executive Director's transition. He requested a report outlining underwriting procedures and comparisons with state entities and other water authorities. Mr. Browning requested a quantifying benefits report providing 0% loans.

XI. EXECUTIVE SESSION TO DISCUSS PERSONNEL ITEM

Vice-Chairman Whistler called for a motion to enter an Executive Session to discuss a personnel item.

****MOTION****

Moved by Mr. Stanley.

Seconded by Ms. Bankey.

AYES: Bankey, Browning, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler

NAYS: None

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Ms. Haid conducted a roll call vote for the Executive Session.

Ms. Bankey:	Yes
Mr. Browning:	Yes
Ms. Kuenzli	Yes
Mr. Reis:	Yes
Mr. Smith:	Yes
Mr. Stanley:	Yes
Mr. Stewart:	Yes
Mr. Whistler:	Yes

Executive session ended.

Vice-Chairman Whistler called for a motion to adjourn the meeting.

****MOTION****

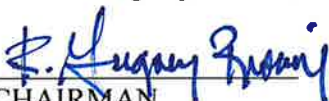
Moved by Mr. Stewart.

Seconded by Ms. Bankey.

AYES: Bankey, Browning, Kuenzli, Reis, Smith, Stanley, Stewart, Whistler

NAYS: None

The meeting adjourned at 12:47 p.m.


CHAIRMAN


ASSISTANT SECRETARY-TREASURER

Exhibit A
Fresh Water Loan Fund Program
04/25/2024 Board Meeting

Account	Local Government Agency	Project Name	Project Description	Loan Amount	Interest Rate	Term (years)
10733	Allen County	Shawnee II - Phase 2 POTW Improvements	Construction of WWTP improvements, including one new SBR basin, rehabilitation of two existing SBR basins, solids handling upgrades, and pumping improvements to eliminate sewer overflows.	\$15,000,000.00	2.80%	20
10733	Allen County	Shawnee II - Phase 2 POTW Improvements	Construction of WWTP improvements, including one new SBR basin, rehabilitation of two existing SBR basins, solids handling upgrades, and pumping improvements to eliminate sewer overflows.	\$7,030,104.00	3.26%	20
10642	Columbus, City (Franklin)	Inflow Redirection - Noble & 4th Street	Construction of 500 feet of sanitary sewer, 800 feet of storm sewer, and permeable pavement along Noble Street to reduce sewer overflows.	\$321,656.69	3.26%	20
10715	Columbus, City (Franklin)	Wilson Avenue Area Water Line	Construction of 4,300 feet of waterline along Wilson, Oakwood, and Linwood Avenues to replace aging waterlines.	\$154,738.26	3.26%	20
10718	Columbus, City (Franklin)	Inflow Redirection - Markison	Construction of improvements to the Markison Avenue CSO regulator and 19,500 feet of storm sewer to redirect stormwater runoff to dedicated storm sewers and reduce sewer overflows.	\$1,457,960.96	3.26%	20
10717	Montgomery County	South Metro Tank Rehabilitation	Construction of improvements to a 2 MG water storage tank to extend its useful life.	\$1,882,126.50	3.26%	20
10744	Montgomery County	Clear Creek Lift Station Electrical Upgrade	Construction of improvements to the Clear Creek lift station to extend its useful life.	\$1,691,717.00	3.26%	20
10716	Pleasantville, Village (Fairfield)	Water Tanks Rehabilitation	Construction of improvements to two water storage tanks along Pleasantville Road and Walnut Street to extend their useful life.	\$216,856.00	1.53%	20
10734	Portsmouth, City (Scioto)	Lawson Run & Sciotoville WWTP Screening Imps	Construction of mechanical screens at the Lawson Run and Sciotoville WWTPs to replace equipment that has exceeded its useful life.	\$1,325,998.69	3.26%	20

Exhibit B
Drinking Water Assistance Loan Fund Program
04/25/2024 Board Meeting

Account	Local Government Agency	Project Name	Project Description	Loan Amount	Interest Rate	Term (years)
10746	Ansonia, Village (Darke)	Water Tower Replacement	Design of a 100,000 gallon water storage tower to replace an existing water tower that has exceeded its useful life.	\$84,019.00	0.00%	5
10757	Aqua Ohio, Inc.	Struthers Lead Service Line Replacement	Replacement of 20 lead service lines located in the City of Struthers.	\$61,663.50	0.00%	20
10757	Aqua Ohio, Inc.	Struthers Lead Service Line Replacement	Replacement of 20 lead service lines located in the City of Struthers.	\$68,343.50	P/F	20
10758	Aqua Ohio, Inc.	Ashtabula Lead Service Line Replacement	Replacement of 70 lead service lines located in the City of Ashtabula.	\$230,127.48	0.00%	20
10758	Aqua Ohio, Inc.	Ashtabula Lead Service Line Replacement	Replacement of 70 lead service lines located in the City of Ashtabula.	\$255,055.72	P/F	20
10742	Cincinnati, City (Hamilton)	Fire Flow Collection Waterline Replacement	Construction of 9,700 feet of waterline along Arnsby, Aster, Blair, Dorsey, Goethe, McCullough, Woodford, and Woodmont Streets to replace aging waterlines and lead service lines.	\$2,665,706.20	2.48%	20
10742	Cincinnati, City (Hamilton)	Fire Flow Collection Waterline Replacement	Construction of 9,700 feet of waterline along Arnsby, Aster, Blair, Dorsey, Goethe, McCullough, Woodford, and Woodmont Streets to replace aging waterlines and lead service lines.	\$358,681.73	0.00%	20
10742	Cincinnati, City (Hamilton)	Fire Flow Collection Waterline Replacement	Construction of 9,700 feet of waterline along Arnsby, Aster, Blair, Dorsey, Goethe, McCullough, Woodford, and Woodmont Streets to replace aging waterlines and lead service lines.	\$404,470.89	P/F	20
10743	Cincinnati, City (Hamilton)	Fairview - Probasco Area Water Main Replacement	Construction of 8,800 feet of waterline along Fairview, Southview, Graham, Probasco, and Maisel Streets to replace aging waterlines and lead service lines.	\$3,354,882.01	2.48%	20
10743	Cincinnati, City (Hamilton)	Fairview - Probasco Area Water Main Replacement	Construction of 8,800 feet of waterline along Fairview, Southview, Graham, Probasco, and Maisel Streets to replace aging waterlines and lead service lines.	\$242,642.71	0.00%	20
10743	Cincinnati, City (Hamilton)	Fairview - Probasco Area Water Main Replacement	Construction of 8,800 feet of waterline along Fairview, Southview, Graham, Probasco, and Maisel Streets to replace aging waterlines and lead service lines.	\$273,618.37	P/F	20
10747	Cleveland, City (Cuyahoga)	CWD LSLR 2023-10 Supplies - Filters	Acquisition of filters to be used in the City's program to replace lead service lines throughout its distribution system.	\$282,616.00	0.00%	20
10747	Cleveland, City (Cuyahoga)	CWD LSLR 2023-10 Supplies -	Acquisition of filters to be used in the City's	\$313,230.00	P/F	20

Exhibit B
Drinking Water Assistance Loan Fund Program
04/25/2024 Board Meeting

Account	Local Government Agency	Project Name	Project Description	Loan Amount	Interest Rate	Term (years)
		Filters	program to replace lead service lines throughout its distribution system.			
10738	Columbus, City (Franklin)	Manchester Avenue Waterline Improvements	Construction of 3,300 feet of waterline in the Manchester Avenue service area to replace aging waterlines.	\$2,224,384.84	2.48%	20
10760	Defiance, City (Defiance)	Webster Avenue Waterline Replacement	Construction of 1,700 feet of waterline along Webster Street to replace aging waterlines.	\$607,075.45	2.48%	20
10745	Midvale, Village (Tuscarawas)	Meters and Waterline Improvements	Construction of 1,700 feet of waterline along Vernon and Bean Roads to replace aging waterlines, and installation of water meters throughout the Village.	\$1,998,370.48	0.00%	30
10737	Nelsonville, City (Athens)	Water System Improvements Phase 3	Design of waterlines along Church, Poplar, Desteiguer, Grosvenor, Jackson, Carbon Hill Buchtel, Sand, Dew, SR 78, Oakley, and Duncan Streets to replace aging waterlines.	\$281,652.00	0.00%	5
10759	Northwestern Water & Sewer District	Rossford Waterline Replacement	Construction of 9,000 feet of waterline along Rosedale, Lane, Island View, Maybar, Schreier, and Rossway Avenues to replace aging water lines and lead service lines.	\$2,243,644.81	2.48%	20
10759	Northwestern Water & Sewer District	Rossford Waterline Replacement	Construction of 9,000 feet of waterline along Rosedale, Lane, Island View, Maybar, Schreier, and Rossway Avenues to replace aging water lines and lead service lines.	\$77,611.07	0.00%	20
10759	Northwestern Water & Sewer District	Rossford Waterline Replacement	Construction of 9,000 feet of waterline along Rosedale, Lane, Island View, Maybar, Schreier, and Rossway Avenues to replace aging water lines and lead service lines.	\$87,518.87	P/F	20
10741	Willard, City (Huron)	US 224 Water Tower Rehabilitation	Construction of improvements to a water storage tank located on US 224 to extend its useful life.	\$588,235.00	1.98%	10

**Exhibit C Supplemental
Drinking Water Assistance Loan Fund Program
04/25/2024 Board Meeting**

Account	Local Government Agency	Project Name	Project Description	Loan Amount	Interest Rate	Term (years)
10128	Columbus, City (Franklin)	Fourth WTP Transmission Main	Preliminary design of a transmission main to support a fourth WTP for the City of Columbus. Supplement No. 1 is needed to incorporate a Scioto River crossing into the design. Supplement No. 2 is for additional surveying and geotech services.	\$913,401.81	0.00%	5

Exhibit D
Water Pollution Control Loan Fund Program
04/25/2024 Board Meeting

Account	Local Government Agency	Project Name	Project Description	Loan Amount	Interest Rate	Term (years)
10755	Ashtabula County	AMI & Meter Replacement	Replacement of meters throughout the County's distribution system.	\$2,467,349.01	2.48%	20
10754	Chagrin Falls, Village (Cuyahoga)	WWTP Improvements Phase 2	Construction of WWTP improvements to increase wet weather treatment capacity, including: pumping improvements, new screening and grit removal, aeration improvements, and equalization tank upgrades.	\$6,758,871.69	1.98%	20
10739	Columbus, City (Franklin)	BP Linden GI - Hudson/McGuffey	Construction of 1,400 feet of storm sewers, rain gardens, and permeable pavement along Genessee, Manchester, Weber, Arlington, Ontario, Medina, Dresden, Bremen, Greenwich, Minnesota, Cleveland, and Hudson Streets to reduce basement flooding and sewer overflows.	\$16,951,522.96	2.23%	20
10740	Columbus, City (Franklin)	Inflow Redirection - Noble & 4th St	Construction of 500 feet of sanitary sewer, 800 feet of storm sewer, and permeable pavement along Noble Street to reduce sewer overflows.	\$2,168,782.20	2.23%	20
10753	Granville, City (Licking)	Southwest Granville Sewer Extension	Design of sanitary sewers along Weaver Drive and State Route 16 to extend service to Granville Township, which is currently served by onsite treatment systems.	\$399,500.00	0.00%	5
10735	Hamilton County	MCWWTP Standby Power Distribution System Imps	Construction of improvements to the standby power distribution system associated with the Mill Creek WWTP.	\$11,410,919.05	2.48%	20
10735	Hamilton County	MCWWTP Standby Power Distribution System Imps	Construction of improvements to the standby power distribution system associated with the Mill Creek WWTP.	\$50,000.00	P/F	20
10736	Hamilton County	Mill Creek WWTP Loop Improvements	Construction of improvements to the power distribution system in the Lower Price Hill neighborhood to replace equipment that has exceeded its useful life.	\$11,814,555.70	2.48%	20
10752	Manchester, Village (Adams)	Sanitary Sewer Improvements, Phase 6	Design of 1,200 feet of sanitary sewer rehabilitation along 2nd, 5th, 6th, 7th, and Cemetery Streets to reduce inflow and infiltration, as well as, replacement of WWTP flow meters and SCADA equipment that have exceeded their useful life.	\$200,409.00	0.00%	5
10750	McComb, Village (Hancock)	Church Street Drainage Improvements Phase II	Design of storm sewers along Church Street to provide adequate storm drainage with capacity for future sewers.	\$104,500.00	0.00%	5
10748	Mercer County	Wagner Sewer Extension	Construction of a pump station and 13,300 feet of sanitary force main to allow for abandonment of the Wagner WWTP. Treatment will be provided at the Montezuma Club Island WWTP.	\$288,106.32	0.00%	30

**Exhibit E Supplemental
Water Pollution Control Loan Fund Program
04/25/2024 Board Meeting**

Account	Local Government Agency	Project Name	Project Description	Loan Amount	Interest Rate	Term (years)
9184	Steubenville, City (Jefferson)	Secondary Aeration	Construction of aeration improvements at the WWTP, including new diffusers, piping, and blowers. Supplement No. 1 is for change order work.	\$1,098,333.00	2.48%	18.5
9150	Warren, City (Trumbull)	WWTP and Pump Stations Refurbishment Phase 1	Construction of improvements to the Main and South Leavitt pump stations to address aging infrastructure, as well as, improvements to the WWTP, including: new screening, rehabilitation of clarifiers, pump replacements, and a new septage receiving facility. Supplement No. 1 is for change order work and additional engineering services during construction.	\$1,200,000.00	2.76%	29

Exhibit F
Un-Sewered Area Assistance Fund Program
04/25/2024 Board Meeting

Account	Local Government Agency	Project Name	Project Description	Loan Amount	Interest Rate	Term (years)
10720	Macksburg, Village (Washington)	Wastewater Collection and Treatment System	Construction of a wastewater collection and treatment system to provide service to 96 residences currently served by onsite treatment systems.	\$750,000.00	0.00%	0