

Canfield, Ohio  
October 11, 2016

The Regular Meeting of the Board of Park Commissioners of Mill Creek MetroParks was held on Monday, October 11, 2016, at the MetroParks Farm. President John Ragan welcomed guests and staff.

The meeting opened at 6 p.m. with recitation of The Pledge of Allegiance. Roll Call was as follows: Germaine Bennett, absent, Bob Durick, present; Lee Frey, present; John Ragan, present; and Tom Shipka, present.

John Ragan presented the Minutes of the Meeting of September 8, 2016, and asked that they be approved. Bob Durick noted a typo on a name on page 4 – should be John Ragan, not John Durick. Lee Frey motioned they be approved. The motion was seconded by Tom Shipka and passed, and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Tom asked if a response had been received from legal counsel regarding his previous motion related to the authority of the Executive Director. Aaron reported that legal counsel did provide a response as requested and that response was shared with Board members via e-mail. Aaron reported that legal counsel had no issue with Tom's previous motion. Legal counsel's opinion reads; 'the day to day operations and control should be left to the executive director but any decision impacting a large majority of employees through reorganization, layoffs or salary restructuring should be implemented with only Board approval.

Kevin Smith, Finance Director, presented Resolution R-16-05 for approval:

**R-16-05**

**RESOLUTION AUTHORIZING THE DIRECTOR OF FINANCE OF MILL CREEK METROPARKS TO CREATE A THEN AND NOW PURCHASE ORDER**

**WHEREAS**, the Director of Finance of Mill Creek MetroParks has received a Request for a Purchase Order for services that began prior to the date of the request; and,

**WHEREAS**, the amount of the request exceeds \$3,000.00; and,

**WHEREAS**, the Director of Finance has certified that at the time of making the contract or order for services or materials and remaining until the present that a sufficient sum has been appropriated for the purpose of such contract and that said funds are either in the treasury or in the process of collection to credit of an appropriate fund, free from any previous encumbrances, all as required by and in conformity with Ohio Revised Code; and,

**WHEREAS**, the Board of Park Commissioners of Mill Creek MetroParks has determined it is appropriate to pay the amounts set forth in this Resolution.

**NOW, THEREFORE BE IT RESOLVED**, by the Board of Park Commissioners of Mill Creek MetroParks, that the Board authorizes that the Director of Finance shall have the authority to create the following Purchase Order Number 161293, in the amount of \$328,486.74 as a Then and Now Certificate.

After discussion Tom Shipka motioned that the resolution be accepted. The motion was seconded by Bob Durick and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Kevin presented the Finance Director's report. Bob Durick moved, the funds having been certified as on hand and duly appropriated, that disbursements #71452 - #71726, for a total of \$499,896.78 be approved. The motion was seconded by Lee Frey and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
 Voting Nay: None

Kevin also presented the cash balances as shown below:

INFORMATION ITEMS:

CASH BALANCES  
 October 3, 2016

|                                    |                       |
|------------------------------------|-----------------------|
| <i>Cashier Change</i>              | \$7,400.00            |
| <i>Cash-Active Account</i>         | \$3,647,793.20        |
| <i>Cash-Payroll Account</i>        | \$5,000.00            |
| <i>*Star Plus Investment Acct.</i> | \$1,892,026.99        |
|                                    |                       |
|                                    |                       |
| <b>TOTAL CASH</b>                  | <b>\$5,552,220.19</b> |
|                                    |                       |
|                                    |                       |

*\*Star Plus has a current net yield of 0.40%.*

Aaron Young, Executive Director, presented Resolutions R-16-07 and R-16-08 for approval:

Resolution R-16-07

A RESOLUTION OF THE BOARD OF PARK COMMISSIONERS OF MILL CREEK METROPOLITAN PARK DISTRICT AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER EQUIPMENT LEASE PURCHASE AGREEMENT WITH PNC EQUIPMENT FINANCE, LLC (102 carts)

At a duly called meeting of the governing body of Mill Creek Metropolitan Park District, held in accordance with all applicable legal requirements, including open meeting laws, on the \_\_\_ day of \_\_\_\_\_ 20\_\_\_, the following resolution was introduced and adopted:

A RESOLUTION OF THE GOVERNING BODY OF MILL CREEK METROPOLITAN PARK DISTRICT AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER EQUIPMENT LEASE-PURCHASE AGREEMENT WITH PNC EQUIPMENT FINANCE, LLC, AS LESSOR, AND SEPARATE LEASE SCHEDULES THERETO FOR THE ACQUISITION, PURCHASE, FINANCING AND LEASING OF CERTAIN EQUIPMENT WITHIN THE TERMS HEREIN PROVIDED; AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AND AUTHORIZING ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION.

WHEREAS, Mill Creek Metropolitan Park District (the "*Lessee*"), a body politic and corporate duly organized and existing as a political subdivision, municipal corporation or similar public entity of the State of Ohio is authorized by the laws of the State of Ohio to purchase, acquire and lease certain equipment and other property for the benefit of the Lessee and its inhabitants and to enter into contracts with respect thereto; and

WHEREAS, the governing body of the Lessee (the "*Board*") has determined that a true and very real need exists for the acquisition, purchase and financing of certain property consisting of Golf Cars (collectively, the "*Equipment*") on the terms herein provided; and

WHEREAS, in order to acquire such Equipment, the Lessee proposes to enter into that certain Master Equipment Lease-Purchase Agreement (the "*Master Lease*") with PNC Equipment Finance, LLC, as lessor (the "*Lessor*"), substantially in the proposed form presented to the Board at this meeting, and separate Lease Schedules thereto substantially in the form attached to the Master Lease; and

WHEREAS, the Board deems it for the benefit of the Lessee and the efficient and effective administration thereof to enter into the Master Lease and the separate Lease Schedules relating thereto from time to time as provided in the Master Lease for the purchase, acquisition, financing and leasing of the Equipment to be therein more specifically described on the terms and conditions provided therein and herein;

NOW, THEREFORE, BE IT AND IT IS HERBY RESOLVED BY THE GOVERNING BODY OF THE LESSEE AS FOLLOWS:

*Section 1.* It is hereby found and determined that the terms of the Master Lease (including the form of Lease Schedule and Payment Schedule attached thereto), in the form presented to this meeting, are in the best interests of the Lessee for the acquisition, purchase, financing and leasing of the Equipment.

*Section 2.* The form, terms and provisions of the Master Lease (including the form of Lease Schedule and Payment Schedule attached thereto) are hereby approved in the forms presented at this meeting, with such insertions, omissions and changes as shall be approved by the Executive Director of the Lessee (the "Authorized Officers") executing the same, the execution of such documents being conclusive evidence of such approval. The Authorized Officers of the Lessee are each hereby authorized and directed to sign and deliver the Master Lease, each Lease Schedule thereto, each Payment Schedule relating thereto and any related exhibits attached thereto if and when required; *provided, however*, that, without further authorization from the governing body of the Lessee, (a) the aggregate amount of the Rent Payments under all Leases entered into pursuant to the Master Lease shall not exceed 139,400.00, and (b) the maximum term under any Lease entered into pursuant to the Master Lease shall not exceed 13 months. The Authorized Officers may sign and deliver Leases to the Lessor on behalf of the Lessee pursuant to the Master Lease on such terms and conditions as they shall determine are in the best interests of the Lessee up to the maximum aggregate amount of the Rent Payments and the maximum term provided above. The foregoing authorization shall remain in effect for a period of three years from the date hereof during which the Authorized Officers are authorized to sign and deliver Leases pursuant to the Master Lease on the terms and conditions herein provided and to be provided in each such Lease.

*Section 3.* The Authorized Officers and other officers and employees of the Lessee shall take all action necessary or reasonably required to carry out, give effect to and consummate the transactions contemplated by the Master Lease and each Lease Schedule (including, but not limited to, the execution and delivery of the certificates contemplated therein, including appropriate arbitrage certifications) and to take all action necessary in conformity therewith, including, without limitation, the execution and delivery of any closing and other documents required to be delivered in connection with the Master Lease and each Lease Schedule.

*Section 4.* If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

*Section 5. Effective Date.* This Resolution shall be effective immediately upon its approval and adoption.

ADOPTED AND APPROVED by the Board of the Lessee this \_\_\_\_\_, 20\_\_\_\_.

The undersigned further certifies that the above Resolution has not been repealed or amended and remains in full force and effect and further certifies that the Master Lease (including the form of Lease Schedule and Payment Schedule attached thereto) are the same as presented at said meeting of the governing body of Lessee, excepting only such changes, insertions and omissions as shall have been approved by the officers who executed the same.

IN WITNESS THEREOF, We the Board of Park Commissioners hereunto set our hand this \_\_\_\_\_ day of \_\_\_\_\_, 2016.

Resolution R-16-08

A RESOLUTION OF THE BOARD OF PARK COMMISSIONERS OF MILL CREEK METROPOLITAN PARK DISTRICT AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER EQUIPMENT LEASE PURCHASE AGREEMENT WITH PNC EQUIPMENT FINANCE, LLC (20 carts)

At a duly called meeting of the governing body of Mill Creek Metropolitan Park District, held in accordance with all applicable legal requirements, including open meeting laws, on the \_\_\_ day of \_\_\_\_\_ 20\_\_\_, the following resolution was introduced and adopted:

A RESOLUTION OF THE GOVERNING BODY OF MILL CREEK METROPOLITAN PARK DISTRICT AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER EQUIPMENT LEASE-PURCHASE AGREEMENT WITH PNC EQUIPMENT FINANCE, LLC, AS LESSOR, AND SEPARATE LEASE SCHEDULES THERETO FOR THE ACQUISITION, PURCHASE, FINANCING AND LEASING OF CERTAIN EQUIPMENT WITHIN THE TERMS HEREIN PROVIDED; AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AND AUTHORIZING ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION.

WHEREAS, Mill Creek Metropolitan Park District (the "*Lessee*"), a body politic and corporate duly organized and existing as a political subdivision, municipal corporation or similar public entity of the State of Ohio is authorized by the laws of the State of Ohio to purchase, acquire and lease certain equipment and other property for the benefit of the Lessee and its inhabitants and to enter into contracts with respect thereto; and

WHEREAS, the governing body of the Lessee (the "*Board*") has determined that a true and very real need exists for the acquisition, purchase and financing of certain property consisting of Golf Cars (collectively, the "*Equipment*") on the terms herein provided; and

WHEREAS, in order to acquire such Equipment, the Lessee proposes to enter into that certain Master Equipment Lease-Purchase Agreement (the "*Master Lease*") with PNC Equipment Finance, LLC, as lessor (the "*Lessor*"), substantially in the proposed form presented to the Board at this meeting, and separate Lease Schedules thereto substantially in the form attached to the Master Lease; and

WHEREAS, the Board deems it for the benefit of the Lessee and the efficient and effective administration thereof to enter into the Master Lease and the separate Lease Schedules relating thereto from time to time as provided in the Master Lease for the purchase, acquisition, financing and leasing of the Equipment to be therein more specifically described on the terms and conditions provided therein and herein;

NOW, THEREFORE, BE IT AND IT IS HERBY RESOLVED BY THE GOVERNING BODY OF THE LESSEE AS FOLLOWS:

*Section 1.* It is hereby found and determined that the terms of the Master Lease (including the form of Lease Schedule and Payment Schedule attached thereto), in the form presented to this meeting, are in the best interests of the Lessee for the acquisition, purchase, financing and leasing of the Equipment.

*Section 2.* The form, terms and provisions of the Master Lease (including the form of Lease Schedule and Payment Schedule attached thereto) are hereby approved in the forms presented at this meeting, with such insertions, omissions and changes as shall be approved by the Executive Director of the Lessee (the "Authorized Officers") executing the same, the execution of such documents being conclusive evidence of such approval. The Authorized Officers of the Lessee are each hereby authorized and directed to sign and deliver the Master Lease, each Lease Schedule thereto, each Payment Schedule relating thereto and any related exhibits attached thereto if and when required; *provided, however*, that, without further authorization from the governing body of the Lessee, (a) the aggregate amount of the Rent Payments under all Leases entered into pursuant to the Master Lease shall not exceed \$20,500.02, and (b) the maximum term under any Lease entered into pursuant to the Master Lease shall not exceed 7 months. The Authorized Officers may sign and deliver Leases to the Lessor on behalf of the Lessee pursuant to the Master Lease on such terms and conditions as they shall determine are in the best interests of the Lessee up to the maximum aggregate amount of the Rent Payments and the maximum term provided above. The foregoing authorization shall remain in effect for a period of three years from the date hereof during which the Authorized Officers are authorized to sign and deliver Leases pursuant to the Master Lease on the terms and conditions herein provided and to be provided in each such Lease.

*Section 3.* The Authorized Officers and other officers and employees of the Lessee shall take all action necessary or reasonably required to carry out, give effect to and consummate the transactions contemplated by the Master Lease and each Lease Schedule (including, but not limited to, the execution and delivery of the certificates contemplated therein, including appropriate arbitrage certifications) and to take all action necessary in conformity therewith, including, without limitation, the execution and delivery of any closing and other documents required to be delivered in connection with the Master Lease and each Lease Schedule.

*Section 4.* If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

*Section 5. Effective Date.* This Resolution shall be effective immediately upon its approval and adoption.

ADOPTED AND APPROVED by the Board of the Lessee this \_\_\_\_\_, 20\_\_.

The undersigned further certifies that the above Resolution has not been repealed or amended and remains in full force and effect and further certifies that the Master Lease (including the form of Lease Schedule and Payment Schedule attached thereto) are the same as presented at said meeting of the governing body of Lessee, excepting only such changes, insertions and omissions as shall have been approved by the officers who executed the same.

IN WITNESS THEREOF, We the Board of Park Commissioners hereunto set our hand this \_\_\_\_\_ day of \_\_\_\_\_, 2016.

After discussion, Tom Shipka motioned that the resolution be accepted. The motion was seconded by Bob Durick and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Discussion on the Board Advisory Committees.

Megan Millich, Human Resources Director, presented Drug Free Workplace Policy updates. After discussion, Tom Shipka motioned that the updated policy be accepted. The motion was seconded by Bob Durick and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Megan also presented non-union personal day change to three days, to be in line with the two union agreements approved this year. After discussion, Tom Shipka motioned that the additional personal day for non-union personnel be accepted. The motion was seconded by Lee Frey and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Steve Avery, Planning & Operations Director, presented Resolution R-16-06 for approval:

#### **R-16-06**

### **FILING OF APPLICATION FOR FEDERAL SURFACE TRANSPORTATION PROGRAM FUNDS**

**WHEREAS**, the Eastgate Regional Council of Governments (Eastgate), on behalf of the Federal Highway Administration (FHWA) and the Ohio Department of Transportation (ODOT), administers financial assistance for FHWA's Surface Transportation Program (STP), as authorized by the Fixing America's Surface Transportation (FAST) Act, and

**WHEREAS**, Eastgate is currently processing applications for federal STP funds, and

**WHEREAS**, the Surface Transportation Program will provide up to 80% of the total construction cost of a project, including construction engineering, inspection and testing, and

**WHEREAS**, the Idora Bridge is an important vehicular bridge located on East Park Drive near historic Lanterman's Mill in Mill Creek Park and needs to be improved, and

**WHEREAS**, improvements to the Idora Bridge are eligible for STP funds and include replacement of existing gravity retaining walls, replacement of concrete approach slabs and replacement of asphalt wearing courses, and

**WHEREAS**, the needed improvements to the Idora Bridge have been estimated at \$250,000, and Mill Creek Metropolitan Park District (MCMPD) desires financial assistance under the Surface Transportation Program.

**THEREFORE BE IT RESOLVED** the Board of Park Commissioners of the Mill Creek Metropolitan Park District agree as follows:

1. The Executive Director of the MCMPD is hereby authorized and directed to prepare, file and process an application with Eastgate for financial assistance from the Surface Transportation Program for the improvement of the Idora Bridge in Mill Creek Park.
2. MCMPD acknowledges and understands the Eastgate "Funding Policy Guidelines" and confirms to the best of its knowledge that the information contained in the project application is accurate, that it intends to diligently pursue the project, and that a local share is required in the amount of \$50,000 to match the federal funds.

2. It is hereby found and determined that all formal actions of the Board concerning and relating to the passage of this Resolution were taken in a public meeting of the Board in compliance with the law.
3. The Board of Park Commissioners agrees to the future maintenance of the proposed project.

After discussion, Tom Shipka motioned that the resolution be accepted. The motion was seconded by Lee Frey and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Lori Shandor, Development & Marketing Director presented the Board with the 2015 Annual Report. This report will be available on the MCMP website tomorrow. The announcement was made that she will be leaving employment with the MetroParks. She thanked the Board, and they thanked her.

Carol Vigorito, Recreation & Education Director presented a request from Whitetails Unlimited, Inc. to hold their annual fundraiser banquet in McMahan Hall, on Wednesday, December 14, 2016. After discussion, Tom Shipka motioned that the request be allowed. The motion was seconded by Bob Durick and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Aaron presented the Executive Director Report:

1. Home Savings & Loan Foundation \$5,000 Donation & MCMP Debit Card (\$10 to be donated to MCMP for every MCMP card design selected.
2. The Mahoning Valley Hospital Foundation \$2,400 donation for the renovation of the approach to the #11 North Tee Box at the Golf Course.
3. Limited Use Variance approved by Austintown Zoning Board of Appeals on September 29, 2016 for the Kirk Road Trailhead Facility Lease.
4. Police Department Personnel Acknowledgment
  - a. Jewish Community Relations Council Thank You Letter
  - b. Special Recognition: Officer Dustin Strines & Sergeant John Novosel
  - c. Acknowledged Jane Burchette, a MCMP volunteer who was recently recognized at the Valley Legacy Awards. Jane was nominated for the Community Achievement Award and has been a devoted, 12-year Fellows Riverside Garden volunteer.
  - d. Congratulations to Brian Tolnar, Golf Director, and the Mill Creek Golf Course, for being named the Northeast Ohio PGA Merchandiser of the Year.
5. Presentation: Capital Improvements: 2017 & Beyond

Tom Shipka complimented Aaron and MCMP staff for playing catchup with the maintenance issues that had been deferred or not done for years through several executive Directors.

John Ragan and Bob Durick thanked Aaron for the time and effort put into providing information and having discussions ahead of time regarding the budget.

#### Public Comments

Judy Peyko – spoke regarding the bike trail, committees, Sunshine Laws, police presence at this meeting, park and rec terminology, and Facebook posts. She requested that Aaron resign.

Chance Metz – questioned planting roses in November. Andrew Pratt, Fellows Riverside Gardens Director gave an explanation about the conditions where they could be planted even into January. Chance commented on the weeds at the Lily Pond, and Facebook page comments being deleted. Lori

Shandor explained that only posts that are inaccurate, have profanity, are unrelated to the post, or are bullying other Facebook commenters are removed.

The Board thanked the public for their comments.

#### Commissioners Comments

Tom Shipka urged the public to apply for the standing committees.

Bob Durick mentioned that his Outlook email had gotten corrupted, and he may have missed some emails.

Lee Frey spoke about the standing committees, and that as a committee reporting to the board, the meetings would be subject to the Ohio Sunshine Laws. This means that meetings will have to be announced timely, minutes will be taken, and all emails and correspondence are public records.

John Ragan thanked the employees for the work they do every day.

Bob Durick asked that the December meeting be held at the Davis Center in Fellows Riverside Gardens.

John Ragan announced that the next Regular Board Meeting will be held on Monday, November 14, 2016, at 6 p.m. at the MetroParks Farm.

Bob Durick moved the Board meet in Executive Session to consider the appointment, discipline, or compensation of public employees. Lee Frey seconded the motion, and the roll being called upon its adoption, the vote resulted as follows:

Bob Durick – Aye  
Lee Frey – Aye  
John Ragan - Aye  
Tom Shipka - Aye

The motion was passed, and the Board met in Executive Session at 7:20 p.m.

Lee Frey motioned to return to Regular Session. Bob Durick seconded the motion and the Board returned from Executive Session at 7:52 p.m. The vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

Tom Shipka made a motion to match non-union wage increases with what was recently approved for the two unions. 1% this year, 1.5% in 2017, and 2% in 2018. Lee Frey seconded the motion, and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

John Ragan announced that there would be no advisory committee workshop today, as was discussed at the last meeting; no firm decision had been made as to when the workshop would be. He made a motion to hold a workshop immediately after the November 14, 2016, Board meeting. Lee Frey seconded the motion, and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

There being no further business, Lee Frey moved to adjourn the meeting. Tom Shipka seconded the motion, and the vote taken resulted as follows:

Voting Aye: Durick, Frey, Ragan, Shipka  
Voting Nay: None

The meeting adjourned at 7:57 p.m.