

MINUTES OF THE MEETING OF THE BOARD OF PARK COMMISSIONERS OF MILL CREEK
METROPARKS

A Regular Meeting of the Board of Park Commissioners of Mill Creek MetroParks was held on Monday, June 10, 2024.

The meeting opened at 5:00 p.m., with recitation of The Pledge of Allegiance.

Lee Frey, Board President welcomed staff and guests.

Roll Call was as follows:

Germaine Bennett;	Present
Lee Frey;	Present
Tom Frost,	Present
Jeff Harvey;	Absent
Paul Olivier;	Present

The Board was presented with the Minutes of the Regular Meeting of April 15, 2024. The minutes have been amended to include the correct the name of the applicant to the Recreation Citizens Advisory Committee as Lex Calder. Lee Frey moved to approve the minutes as amended. The motion was seconded by Paul Olivier after discussion, the roll being called upon its adoption, the vote resulted as follows:

Voting Aye:	Bennett, Frey, Olivier
Abstain:	Frost,
Voting Nay:	None

The Board was presented with the Minutes of the Regular Meeting of May 13, 2024. Lee Frey accepted the minutes into the record as written.

Voting Aye:	Frey, Frost, Olivier
Abstain:	Bennett
Voting Nay:	None

Nick Morchak, Finance Director/Treasurer presented the Department Report for Finance and requested that disbursements #92522 - #92755 for a total of \$1,034,273.03, be approved. Lee Frey moved, at the request of the Finance Director, that the funds having been certified as on hand and duly appropriated, that disbursements #92522 - #92755 for a total of \$1,034,273.03, be approved. The motion was seconded by Tom Frost after discussion, the roll being called upon its adoption, the vote resulted as follows:

Voting Aye:	Bennett, Frey, Frost, Olivier
Voting Nay:	None

Aaron Young, Executive Director shared that the 2024 Infrared Deer Survey results are now available on the MetroParks website.

Aaron Young, Executive Director opened the discussion on a potential rule change related to the use of marijuana on Park property. Recently, there have been increasing complaints of people using marijuana in areas of the park that are close to children now that recreational marijuana is legal. The Board asked Aaron to prepare a draft rule for their consideration.

Aaron Young, Executive Director presented and requested approval of Resolution R-24-08 Authorizing and approving that, upon the termination and dissolution of the 8th Amended and Restated Trust Agreement establishing the Mill Creek MetroParks Foundation, all trust assets are to be distributed to Mill

Creek MetroParks Foundation. Lee Frey moved, at the request of the Executive Director, that Resolution R-24-08 Authorizing and approving that, upon the termination and dissolution of the 8th Amended and Restated Trust Agreement establishing the Mill Creek MetroParks Foundation, all trust assets are to be distributed to Mill Creek MetroParks Foundation be approved. The motion was seconded by Paul Olivier after discussion, the roll being called upon its adoption, the vote resulted as follows:

Voting Aye: Bennett, Frey, Frost, Olivier
Voting Nay: None

RESOLUTION R-24-08

A RESOLUTION AUTHORIZING AND APPROVING THAT, UPON THE TERMINATION AND DISSOLUTION OF THE 8TH AMENDED AND RESTATED TRUST AGREEMENT ESTABLISHING THE MILL CREEK METROPARKS FOUNDATION, ALL TRUST ASSETS ARE TO BE DISTRIBUTED TO MILL CREEK METROPARKS FOUNDATION.

WHEREAS, at a Regular Meeting of the Board of Park Commissioners of Mill Creek Metropolitan Park District (the “Board of Commissioners”) held on May 8, 2023, the Board of Commissioners unanimously adopted a motion (the “Motion”) to terminate the Eighth Amended and Restated Trust Agreement establishing The Mill Creek MetroParks Foundation (the “Trust Agreement”) upon filing and incorporating the Mill Creek MetroParks Foundation, an Ohio nonprofit corporation (the “MCMPF”); and

WHEREAS, on June 2, 2023, MCMPF was incorporated as an Ohio nonprofit corporation for the purpose of supporting and advancing the mission of keeping and promoting The Mill Creek Metro Parks to its highest level of excellence through fund development essential for its maintenance and growth for future generations, including but not limited to making capital improvements within the Mill Creek Metro Parks District, a political subdivision of the State of Ohio (the “MCMPF Purpose”); and

WHEREAS, the MCMPF Purpose is identical to the purpose described in the Trust Agreement (the “Trust Purpose”); and

WHEREAS, on April 12, 2024, MCMPF received notice from the Internal Revenue Service recognizing MCMPF as an organization exempt from federal income tax under Internal Revenue Code Section 501(c)(3); and

WHEREAS, under the Trust Agreement, upon the termination and dissolution of the Trust, the Trustee shall distribute all assets of the Trust to the Board of Commissioners for the Trust Purpose; and

WHEREAS, in furtherance of the Motion, the Board of Commissioners desires that, upon the termination and dissolution of the Trust (the “Termination”), all the Trust assets be directly distributed to the MCMPF for the Trust Purpose (the “Distribution”); and

WHEREAS, the Board of Commissioners desires to authorize and approve submitting an application to the Mahoning County, Ohio Common Pleas Court, Probate Division (the “Probate Court”), to obtain the Probate Court’s approval of the Termination and Distribution; and

WHEREAS, the Board of Commissioners deems the Termination and Distribution are necessary and in the best interests of the public.


NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners, that:

- Section 1: The Board of Commissioners, as the sole beneficiary of the Trust assets upon the Termination, hereby approves and directs the Distribution, and the Board of Commissioners is authorized to enter into any agreements and/or transactions pursuant to or in furtherance of the Termination, Distribution, or other related agreements and/or transactions.
- Section 2: The Board of Commissioners hereby authorizes and directs Brouse McDowell, LPA as legal counsel in this matter, to file the appropriate action with the Probate Court to approve the Termination and Distribution, and to use its best efforts to secure such approval and a judgment entry authorizing the same.
- Section 3: Upon the Probate Court's approval, the Board of Commissioners hereby authorizes and directs PNC Institutional Asset Management, as Trustee under the Trust Agreement, in the name of and on behalf of the Trust, to execute and deliver to the necessary parties, the documents, signature cards, instruments, agreements, or other documents as may be required to directly distribute the Trust assets to MCMPF in connection with the Termination and Distribution.
- Section 4: The President and each other officer of the Board of Commissioners, alone, or in conjunction with the others, are further authorized to take such further actions as shall be necessary to carry out the provisions of this Resolution.
- Section 5: Any and all actions heretofore taken by the officers of the Board of Commissioners, or any of them, with respect to, and in contemplation of, the actions authorized by this Resolution, hereby are authorized, approved, ratified and confirmed.
- Section 6: The Board of Commissioners hereby finds and determines that all actions of this Board and any committee thereof, concerning and relating to the adoption of this Resolution, were taken in meetings open to the public in compliance with applicable law.
- Section 7: This Resolution shall take effect immediately upon its enactment.

IN WITNESS THEREOF, We, the Board of Park Commissioners hereunto set our hands this
10th day of JUNE, 2024.



Lee Frey, President



Germaine Bennett, Vice President



Tom Frost, Commissioner

Jeff Harvey, Commissioner



Paul Olivier, Commissioner

Justin Rogers, Director of Planning & Operations presented the bid tabulations for the FRG Restroom Building Update and recommended that Grahamboys LLC. (dba Graham Construction) be awarded the contract at a grand total amount bid of \$147,269.00. Lee Frey moved, at the request of the Director of Planning & Operations, that Grahamboys LLC. (dba Graham Construction) be awarded the contract for the FRG Restroom Building Update at a grand total amount bid of \$147,269.00. The motion was seconded by Germaine Bennett after discussion, the roll being called upon its adoption, the vote resulted as follows:

Voting Aye: Bennett, Frey, Frost, Olivier
Voting Nay: None

Chris Litton, Development Director asked members of FFRG to come forward to present a check for \$4,175.00 in profit from the Mother's Day Plant Sale held at Fellows Riverside Gardens. FFRG is requesting that the profits be put towards the maintenance and care of the Joanne F. Beeghly Rose Garden. They are impressed with the current condition of the rose garden.

Chris Litton, Development Director presented the MetroParks Foundation deposit report for the period of May 1-31, 2024, at a total of \$275.00 for approval. Lee Frey moved at the request of the Director of Development to accept the deposit report for the period of May 1-31, 2024, at a total of \$275.00. The motion was seconded by Tom Frost, after discussion, the roll being called upon its adoption, the vote resulted as follows:

Voting Aye: Bennett, Frey, Frost, Olivier
Voting Nay: None

Public Comments to the Board: (see sign-in sheet)

- Gavin Switzer provided the Board with a summary of a recommendation for the William Holmes McGuffey Pond Restoration Project. Gavin stated that he had been hired by the William Holmes McGuffey Historical Society to develop the project and present it to the Board.
- Janet Bernard had a few questions for the Board. Janet quoted Board Bylaw sections L & M and asked if the Board had given up their right to the Executive Director to manage property as outlined? She also asked if a person can go to the golf course to smoke pot since alcohol is permitted? She asked if a person is able to speak without signing in due to a member of the audience asking to speak and then being permitted to speak at the previous meeting? She asked the Director if he has the rights over the Board? She also asked who determines the costs of programs and events charged by the Park?
- Mickey Drabison stated that he is beating a dead horse when it comes to his concerns for the deer. Mickey stated that the money spent to cull the 38 deer did not include the money for the guy doing the deer survey via plane. He questioned what was spent on the guys doing the surveys. He feels that they are being kept in the dark. He believes the money should be charged to the deer. He wanted to know who did the drone survey.
- Lana Van Auker stated that she lives next to Sawmill Creek and photographed the dead deer. She commented on the use of pesticides at the Golf Course. She asked who is ruining the ecosystem. She asked why anyone would kill deer within the ecosystem. She noted an upcoming podcast on fertility. She ended by quoting Steve Irwin.

Commissioner Comments:

- Lee spoke regarding the duties of the Executive Director in executing the policies set forth by the Board. Lee stated that alcohol is permitted to be sold at the Golf Course. Admission costs to events are recommended by the Staff and approved by the Board. The infrared aerial photography was done by the same company who did the first survey. Lee asked Nick to comment on the drone company that the MetroParks used. Tom asked Nick what the plane was contracted to do and Nick indicated that it was just for the deer survey.
- Germaine thanked FFRG for the success of their plant sale. Tom asked if plants can be purchased now? Deb Metzger stated that the plant sale had concluded. Peter Hatch will be at FRG later this year coinciding with the bulb sale.

- Tom addressed a member of the public who spoke out regarding comments. Tom indicated that not all audiences want to hear the bickering. She is welcome to make a comment after signing in to speak.

The next meeting is scheduled for Monday, July 8, 2024, at 5:00 p.m., in McMahon Hall at the MetroParks Farm.

There being no further business, the meeting was adjourned at approximately 5:32 p.m.

Presiding Officer

Secretary