

**OHIO TAX CREDIT AUTHORITY MEETING
MEETING MINUTES
MEETING DATE: JUNE 29, 2015**

The regular meeting of the Ohio Job Creation Tax Credit Authority was called to order at 10:04 a.m. on June 29, 2015 in Columbus, Ohio by David Goodman.

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

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

Others present: Chris Strayer, Matt Deptola, Thomas Seward, Archit Dhir, Tammy Riddle, Jason Dunkle, Katy Farber, Ryan Wilson, John Recker, Mindy McLaughlin, Julie Sullivan, and Luscious Plant

Minutes Approval: Goodman made a motion to approve the minutes of the June 1, 2015 meeting. Cooper seconded. The vote was 4-0 yes. Voting Goodman, Cooper, Crider, and Smith.

PROJECTS

Corvac Composites, LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the Village of Greenfield, Highland County. Goodman made a motion to approve a tax credit of 55% for 8 years for Corvac Composites, LLC in exchange for a commitment to create 175 new full-time equivalent employees generating \$4,914,000 in new annual payroll at the project location in the Village of Greenfield, Highland County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2023. Smith seconded. The vote was 4-0. All present voted yes.

Halla Visteon Climate Control USA, LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the Village of Carey, Wyandot County. Goodman made a motion to approve a tax credit of 55% for 9 years for Halla Visteon Climate Control USA, LLC in exchange for a commitment to create 139 new full-time equivalent employees generating \$5,200,000 in new annual payroll at the project location in the Village of Carey, Wyandot County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2024. Cooper seconded. The vote was 5-0. All present voted yes.

Tower Automotive Operations USA I, 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 50% for 7 years for Tower Automotive Operations USA I, LLC in exchange for a commitment to create 138 new full-time equivalent employees generating \$5,979,000 in new annual payroll and retaining \$3,546,000 in existing payroll at the project location in the City of Bellevue, Sandusky County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2022. Crider seconded; Kelly abstained. The vote was 4-0. All present voted yes.

iSqFt, Inc. 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 65% for 10 years for iSqFt, Inc. in exchange for a commitment to create 110 new full-time equivalent employees generating \$2,921,000 in new annual payroll and retaining \$22,174,663 in existing payroll at the to-be-determined project location. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2025. Kelly seconded. The vote was 5-0. All present voted yes.

Schoola Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Columbus, Franklin County. Goodman made a motion to approve a tax credit of 50% for 8 years for Schoola Inc. in exchange for a commitment to create 225 new full-time equivalent employees generating \$6,084,000 in new annual payroll at the project location in the City of Columbus, Franklin County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2023. Kelly seconded. The vote was 5-0. All present voted yes.

NPA Coatings Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Cleveland, Cuyahoga County. Goodman made a motion to approve a tax credit of 45% for 6 years for NPA Coatings Inc. in exchange for a commitment to create 25 new full-time equivalent employees generating \$1,265,000 in new annual payroll and retaining \$7,033,400 in existing payroll at the project location in the City of Cleveland, Cuyahoga County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2021. Cooper seconded. The vote was 5-0. All present voted yes.

BrewDog USA Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Canal Winchester, Franklin County. Goodman made a motion to approve a tax credit of 60% for 8 years for BrewDog USA Inc. in exchange for a commitment to create 125 new full-time equivalent employees generating \$5,250,000 in new annual payroll at the project location in the City of Canal Winchester, Franklin County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2023. Cooper seconded; Kelly abstained. The vote was 4-0. All present voted yes.

nddPrint, Inc. 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 50% for 6 years for nddPrint, Inc. in exchange for a commitment to create 20 new full-time equivalent employees generating \$1,000,000 in new annual payroll at the to-be-determined project location. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2021. Kelly seconded. The vote was 5-0. All present voted yes.

PCCW Teleservices (US), Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Dublin, Franklin County. Goodman made a motion to approve a tax credit of 50% for 6 years for PCCW Teleservices (US), Inc. in exchange for a commitment to create 160 new full-time equivalent employees generating \$4,000,000 in new annual payroll and retaining \$8,200,000 in existing payroll at the project location in the City of Dublin, Franklin County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2015 and end on 12/31/2020. Kelly seconded. The vote was 5-0. All present voted yes.

Valeo North America, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in Perry Township, Logan County. Goodman made a motion to approve a tax credit of 45% for 7 years for Valeo North America, Inc. in exchange for a commitment to create 85 new full-time equivalent employees generating \$3,900,000 in new annual payroll at the project location in Perry Township, Logan County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2022. Crider seconded; Kelly abstained. The vote was 4-0. All present voted yes.

Catalyst Paper Operations Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in Washington Township, Montgomery County. Goodman made a motion to approve a tax credit of 35% for 6 years for Catalyst Paper Operations Inc. in exchange for a commitment to create 10 new full-time equivalent employees generating \$900,000 in new annual payroll and retaining \$2,340,000 in existing payroll at the project location in Washington Township, Montgomery County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2021. Smith seconded; Kelly abstained. The vote was 4-0. All present voted yes.

Clopay Building Products Company, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Troy, Miami County. Goodman made a motion to approve a tax credit of 50% for 10 years for Clopay Building Products Company, Inc. in exchange for a commitment to create 205 new full-time equivalent employees generating \$10,530,000 in new annual payroll and retaining \$34,910,752 in existing payroll at the project location in the City of Troy, Miami County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2025. Smith seconded; Kelly and Cooper abstained. The vote was 3-0. All present voted yes.

Stolle Machinery Company, LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Vandalia, Montgomery County. Goodman made a motion to approve a tax credit of 45% for 5 years for Stolle Machinery Company, LLC in exchange for a commitment to create 40 new full-time equivalent employees generating \$2,000,000 in new annual payroll and retaining \$2,200,000 in existing payroll at the project location in the City of Vandalia, Montgomery County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2020. Kelly seconded. The vote was 5-0. All present voted yes.

ODW LTS, LLC and Commercial Lease Services of Ohio, Ltd. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Hamilton, Butler County. Goodman made a motion to approve a tax credit of 45% for 5 years for ODW LTS, LLC and Commercial Lease Services of Ohio, Ltd. in exchange for a commitment to create 40 new full-time equivalent employees generating \$2,000,000 in new annual payroll and retaining \$2,167,790 in existing payroll at the project location in the City of Hamilton, Butler County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2020. Smith seconded. The vote was 5-0. All present voted yes.

Tripack LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Blue Ash, Hamilton County. Goodman made a motion to approve a tax credit of 45% for 7 years for Tripack LLC in exchange for a commitment to create 60 new full-time equivalent employees generating \$2,400,000 in new annual payroll and retaining \$1,595,000 in existing payroll at the project location in the City of Blue Ash, Hamilton County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2022. Kelly seconded. The vote was 5-0. All present voted yes.

Tripack LLC appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Blue Ash, Hamilton County. Goodman made a motion to approve a tax credit of 45% for 7 years for Tripack LLC in exchange for a commitment to create 60 new full-time equivalent employees generating \$2,400,000 in new annual payroll and retaining \$1,595,000 in existing payroll at the project location in the City of Blue Ash, Hamilton County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2022. Kelly seconded. The vote was 5-0. All present voted yes.

Cable Manufacturing & Assembly, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the Village of Bolivar, Tuscarawas County. Goodman made a motion to approve a tax credit of 40% for 5 years for Cable Manufacturing & Assembly, Inc. in exchange for a commitment to create 51 new full-time equivalent employees generating \$1,270,000 in new annual payroll and retaining \$2,644,780 in existing payroll at the project location in the Village of Bolivar, Tuscarawas County. In addition, the company will claim the tax credit on income tax revenue generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2020. Crider seconded. The vote was 5-0. All present voted yes.

Mac Trailer Enterprises, Inc. appeared before the Tax Credit Authority requesting a tax credit for a project in the City of Alliance, Stark County. Goodman made a motion to approve a tax credit of 55% for 7 years for Mac Trailer Enterprises, Inc. in exchange for a commitment to create 150 new full-time equivalent employees generating \$7,500,000 in new annual payroll and retaining \$25,987,840 in existing payroll at the project location in the City of Alliance, Stark County. In addition, the company will claim the tax credit on income tax revenue

generated at the project location in excess of the company's baseline income tax revenue at the project location. The tax credit would begin on 1/1/2016 and end on 12/31/2022. Cooper seconded. The vote was 5-0. All present voted yes.

OTHER BUSINESS

Aeroseal, LLC (City of Centerville/ Montgomery County)

The staff recommends that the Authority reduce the rate of the tax credit for failure to create the required number of jobs as set forth in the agreement. Due to this failure, the Authority has statutory authorization to reduce the rate of the tax credit agreement. On 9/26/2011, the grantee was approved for a 40%/6 year tax credit in exchange for a commitment to create 40 new FTEs at the project location. The grantee's 2014 annual report showed 23 total FTEs, thereby making the grantee non-compliant with the agreement. Based on this information, the staff recommends that the Authority reduce the rate of the tax credit to 35% for years 2015 - 2017. Post-term reporting requirements may be fulfilled by filing annual progress reports with DSA for years 2018 - 2020.

Goodman made a motion to accept staff recommendation and Cooper seconded. The vote was 5-0. All present voted yes.

Millard Refrigerated Services, Inc. (City of Streetsboro/ Portage County)

The staff recommends that the Authority terminate the tax credit agreement with clawback for failure to maintain operations during the post-term reporting period. On 10/26/1998, the grantee was approved for a 55%/10 year tax credit in exchange for a commitment to create 75 jobs at the project location. DSA has learned that the grantee ceased doing business at the project location in April 2014. Due to this failure, the Authority has statutory authorization to require clawback of 25% of the credits issued, which totaled \$369,393.68. The grantee provided DSA with feedback regarding this proposed clawback. Based on this information, the staff recommends a clawback of \$40,000.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 5-0. All present voted yes.

Engauge Marketing, LLC (City of Columbus/ Franklin County)

The staff recommends that the Authority terminate the tax credit agreement with clawback for failure to maintain operations during the post-term reporting period. On 10/27/2008, the grantee was approved for a 45%/5 year tax credit in exchange for a commitment to create 50 jobs and retain 76 jobs at the project location. DSA has learned that the grantee ceased doing business at the project location in February 2015. Due to this failure, the Authority has statutory authorization to require clawback of 50% of the credits issued, which totaled \$53,059.79. The grantee provided DSA with feedback regarding this proposed clawback. Based on this information, the staff recommends a clawback of \$20,000.

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

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

The staff recommends that the Authority forego taking remedial action against the grantee for failure to maintain operations at the project location. On 5/29/2007, the grantee was approved for a 45%/5 year tax credit in exchange for a commitment to create 45 jobs and retain 22 jobs at the project location on Watermark Drive in Columbus. In 2014, DSA learned that operations at the project location were sold to an unrelated entity on May 31, 2013. Due to this failure, the Authority has statutory authorization to require clawback of 50% of the credits issued, which totaled \$105,662.99. In exchange for the forbearance, the grantee has agreed to maintain operations at a company location on 5th St. in Columbus through 2018. The 5th St. location is not subject to any job creation tax credit agreement.

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

MemberHealth LLC (City of Solon/ Cuyahoga County)

The staff recommends that the Authority remove the following grantees from the tax credit agreement: (1) American Progressive Life & Health (and associated FEIN) and (2) Universal American Financial Services, Inc. (and associated FEIN).

Goodman made a motion to accept staff recommendation and Cooper seconded. The vote was 5-0. All present voted yes.

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

The staff recommends that the Authority add the grantee, The Sherwin-Williams Company (and associated FEIN) to the datacenter tax exemption agreement.

Goodman made a motion to accept staff recommendation and Smith seconded. The vote was 5-0. All present voted yes.

Speed FC, Inc. (Etna Township/ Licking Township)

The staff recommends that the Authority reassign the tax credit from Speed FC, Inc. (and associated FEIN) to Speed Commerce Corp. (and associated FEIN).

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 5-0. All present voted yes.

Myers Industries, Inc. (Village of Middlefield/ Geauga County)

The staff recommends that the Authority reassign the tax credit from Myers Industries, Inc. (and associated FEIN) to HC Companies, Inc. (and associated FEIN).

Goodman made a motion to accept staff recommendation and Crider seconded. The vote was 5-0. All present voted yes.

Simonton Building Products, Inc. (City of Columbus/ Franklin County)

The staff recommends that the Authority reassign the tax credit from Simonton Building Products, Inc. (and associated FEIN) to Simonton Building Products, LLC (and associated FEIN).

Goodman made a motion to accept staff recommendation and Cooper seconded. The vote was 5-0. All present voted yes.

The James B. Oswald Company (City of Cleveland/ Cuyahoga County)

The staff recommends that the Authority change the project location from 1360 E. 9th Street, Cleveland, OH 44114 to 1100 Superior Ave #1500, Cleveland, OH 44114.

Goodman made a motion to accept staff recommendation and Smith seconded. The vote was 5-0. All present voted yes.

Lubrication Specialties, Inc. (Chester Township/ Morrow County)

The staff recommends that the Authority update the project location to 3975 County Road 253, Mt. Gilead, OH 43338.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 5-0. All present voted yes.

Tire Discounters, Inc. (City of Sharonville/ Hamilton County)

The staff recommends that the Authority add the project location at 1 E. Fourth St., 4th Floor, Cincinnati, OH 45202.

Goodman made a motion to accept staff recommendation and Kelly seconded. The vote was 5-0. All present voted yes.

Peter Cremer North America, L.P. (City of Cincinnati/ Hamilton County)

The staff recommends that the Authority extend the metric evaluation date from 12/31/2015 to 12/31/2016.

Goodman made a motion to accept staff recommendation and Cooper seconded. The vote was 5-0. All present voted yes.

H.J. Heinz Company (Cities of Massillon & Fremont/ Stark & Sandusky Counties)

The staff recommends that the Authority make the following changes:

- (1) Reduce the retained jobs commitment from 850 to 829 FTEs;
- (2) Increase the retained payroll commitment from \$37,782,000 to \$40,482,000;
- (3) Change the original retained withholdings to \$1,193,989, which changes the year 1 BTR to \$1,220,256.76 and year 2 BTR to \$1,247,102.41.

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

Westerman, Inc. (City of Wooster/ Wayne County)

With the company's written consent, the staff recommends that the Authority approve the reduction of the grantee's new job commitment from 120 FTEs to 60 FTEs. New payroll will be reduced from \$5,444,000 to \$3,900,000. To align with the new commitment, the staff recommends that the Authority reduce the grantee's 40%/7 year tax credit to 40%/3 years and 35%/4 years (40% for 2013 – 2015 and 35% for 2016 - 2019), for a total of 7 years. Post-term reporting requirements may be fulfilled by filing annual progress reports with DSA for years 2020-2022.

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

American Howa Kentucky, Inc. (City of Delaware/ Delaware County)

The staff recommends that the Authority cancel 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 Smith seconded. The vote was 5-0. All present voted yes.

Casad Company, Inc. (City of Celina/ Franklin County)

The staff recommends that the Authority cancel 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 Smith seconded. The vote was 5-0. All present voted yes.

Proform Industries, Ltd. (City of Columbus/ Franklin County)

The staff recommends that the Authority cancel 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 Smith seconded. The vote was 5-0. All present voted yes.

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

The staff recommends that the Authority cancel 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 Smith seconded. The vote was 5-0. All present voted yes.

MOTION TO AJOURN

The meeting was adjourned at 11:36 pm by David Goodman.

The next meeting is scheduled July 27, 2015 at 10:00 a.m. on the 31st Floor.

Chair of Ohio Tax Credit Authority's Signature

A handwritten signature in blue ink is written over a horizontal line. The signature is cursive and appears to be "David Goodman".