

**DUBLIN COMMUNITY IMPROVEMENT CORPORATION  
BOARD OF DIRECTORS MEETING  
Monday, December 9, 2024  
City of Dublin Council Conference Room**

**Minutes of Meeting**

Mr. Keeler (Chair) called the meeting to order at 4:01 p.m.

**Roll Call**

The following members of the Dublin Community Improvement Corporation (CIC) Board of Directors were present: Chris Amorose Groomes (arrived at 4:02 p.m.), John Reiner – Vice Chair, Andy Keeler, Megan O’Callaghan, and Jeremiah Gracia

Also present Kendel Blake – Secretary, Greg Daniels, Jaime Hoffman, Luke Fleming, and Mitch Ament

**Approval of Minutes**

Discussion: No Discussion.

Mr. Keeler moved to approve the minutes of the August 1 meeting.

Mr. Reiner seconded the motion.

**Vote on the motion: Yes votes: 4; No votes: 0. Motion carried.**

**Recommendation To Amend the Code of Regulations (Motion)**

Mr. Gracia provided a brief introduction, outlining the proposed changes to the Code of Regulations.

Mr. Keeler asked staff to clarify the proposed adjustments to the composition of the Board of Directors. Mr. Gracia explained that the Board would remain at seven members, consisting of five public directors and two appointed directors. Public directors would include the Mayor and two Council members appointed by City Council, while the City Manager would appoint two board members. The two appointed directors, previously required to be Dublin residents, would now represent private sector business leaders, reflecting strategic goals for increased private-sector involvement.

Mr. Keeler inquired about term alignment for board members and officers. Mr. Gracia confirmed that board members would serve two-year terms, with terms staggered to ensure continuity. Officer terms, including those for the President, Vice President, Secretary, and Treasurer, would be reduced from three years to one year.

Ms. Amorose Groomes asked for clarification on meeting notice periods and remote meeting provisions. Mr. Gracia noted that the notice requirement for meetings would be reduced from 14 to 7 days to align with City Council practices. Detailed provisions for remote meetings, including rules for executive sessions, were also added to the regulations.

Mr. Keeler asked whether these changes addressed prior discrepancies in governance. Ms. Amorose Groomes explained that the amendments aligned board and officer terms, clarified roles, and incorporated flexibility to better support the CIC’s strategic initiatives.

Mr. Keeler moved to amend the Code of Regulations with the inclusion of Council Member board positions to be appointed in even years, while the City Manager appointed board members and the appointed private-sector board members to be appointed in the odd years.

Ms. Amorose Groomes seconded the motion.

**Vote on the motion: Yes votes: 5; No votes: 0. Motion carried.**

**Recommendation To Establish a Budget, Receipting and Purchasing Policy (Motion)**

Mr. Gracia presented the proposed Budget, Receipting and Purchasing Policy, noting that it was developed in response to recommendations outlined in the strategic plan. The policy establishes a formal approval process for budget procedures, financial reporting, and the receipt of funds. Mr. Gracia noted that no previous policy existed, and this new policy was created to provide foundational guidance for financial management.

Mr. Keeler inquired about the development process for the policy. Mr. Gracia explained that the policy was benchmarked against the best practices from other CICs and reviewed in collaboration with Treasurer Matt Stiffler and Ryan Reichley to ensure alignment with accounting industry standards.

Mr. Keeler expressed support for the adoption of a formalized policy, emphasizing its importance for future financial accountability and strategic planning.

Mr. Keeler moved to establish a Budget, Receipting and Purchasing Policy.

Ms. Amorose Groomes seconded the motion.

**Vote on the motion: Yes votes: 5; No votes: 0. Motion carried.**

**Recommendation To Establish a Public Meeting Policy (Motion)**

Mr. Gracia presented the proposed Public Meetings Policy, as outlined in the strategic plan. It was noted that no prior policy existed. The proposed policy aligns with Ohio Revised Code requirements and provides procedures for advance notice of meetings, including posting dates, times, agendas, and locations. Mr. Gracia confirmed that the policy was developed in collaboration with legal counsel and by benchmarking practices from other CICs.

Ms. Amorose Groomes inquired about the requirements for virtual meeting participation by members. Mr. Daniels clarified that while members have the right to participate remotely, detailed procedures for remote attendance are included in the rules and regulations rather than the public meetings policy. Providing a virtual attendance option for the public is not required, but meetings will remain open for in-person public attendance.

Mr. Keeler asked where public meetings would typically be held. Ms. O'Callaghan responded that meetings would generally take place in the current room but could be relocated as needed to accommodate public access.

Mr. Keeler moved to establish a Public Meeting Policy.

Mr. Reiner seconded the motion.

**Vote on the motion: Yes votes: 5; No votes: 0. Motion carried.**



### **Recommendation To Establish a Property Transfer Fee Policy (Motion)**

Mr. Gracia introduced the proposed Property Transfer Fee Policy, noting that no prior policy existed. The policy was benchmarked against practices from the Marysville-Union County CIC and other entities. It is intended to govern property transfers managed by the CIC, particularly for transactions on behalf of the organization or the City of Dublin. Discussion focused on the practical use of the policy.

Ms. Amorose Groomes inquired about the purpose of charging fees for inbound transfers. Mr. Gracia clarified that the policy would primarily apply to outbound transfers, such as when a property changes ownership as part of an economic development project. Mr. Daniels noted that the CIC is not a land bank and would not handle properties in foreclosure or with back taxes, as those are managed by the county land bank.

Ms. Amorose Groomes discussed the importance of transparency, ensuring the policy does not rely heavily on waivers. Mr. Fleming added that having a transfer fee may be used as a negotiating tool. It was agreed that including specific criteria for when fees are applied would reduce the need for frequent waivers while maintaining the policy as a tool for negotiating future transactions.

Ms. Amorose Groomes moved to establish a Property Transfer Fee Policy amended to be strictly for outbound transfers by the CIC.

Mr. Keeler seconded the motion.

**Vote on the motion: Yes votes: 5; No votes: 0. Motion carried.**

### **Recommendation To Establish a Whistleblower Policy (Motion)**

Mr. Gracia presented the proposed Whistleblower Policy, noting the absence of a prior policy. The proposed policy is intended to ensure accountability and uphold the highest standards of ethics among Board members and staff. The policy provides a clear framework for addressing potential ethical concerns, offering a predictable process for investigating and resolving issues should they arise.

Mr. Keeler moved to establish a Whistleblower Policy.

Ms. Amorose Groomes seconded the motion.

**Vote on the motion: Yes votes: 5; No votes: 0. Motion carried.**

### **Recommendation To Establish a 2025 Budget (Motion)**

Ms. Hoffman presented the financial report for the period ending October 31, 2024, along with a proposed budget for 2025. The financial report reflected a beginning balance of \$100,000 in the US Bank and money market accounts. Revenues for the year were limited to interest earnings, while expenditures included the purchase of checks and ledger materials, along with a \$25,000 payment for a façade grant. Two additional façade grants have been encumbered for the year and will carry over to 2025. The projected ending balance for 2024 is \$432,091.06.

Ms. Hoffman outlined the proposed 2025 budget, beginning with the projected year-end balance for 2024. Anticipated revenue includes \$7,000 in interest earnings and \$100,000 allocated for façade improvement grants, which is included in the 2025 City of Dublin operating budget. Projected expenditures consist of \$100,000 for professional and miscellaneous contractual services, including

legal and accounting fees, and \$100,000 for façade improvement grants. The estimated ending balance for 2025 is \$339,091.06.

The budget discussion included clarification regarding the carryover of encumbered façade grants and the breakdown of professional services expenditures. There were no further questions or concerns raised by the Board.

Mr. Keeler moved to establish a 2025 Budget.

Ms. Amorose Groomes seconded the motion.

**Vote on the motion: Yes votes: 5; No votes: 0. Motion carried.**

### **Commercial Façade Improvement Grant Program Update**

Mr. Ament provided an update on ongoing façade improvement projects. The Dublin Community Church is working on window repairs and lamp post restoration, aiming for completion by January 29, 2025, though weather may cause delays. Projects at 30-32 S High St. (The Apothecary) are making significant progress, with landscaping, window and door replacement, painting, and roof repairs nearing completion. These will be finished by Q3 2025, requiring an extension.

The 36-38 N High St. project is near completion, with the historic wall work finished and the full project expected by the end of the month. The 40 N High St. project is nearing completion with masonry, landscaping, and sewer line work.

Communication with the 45 N High St. project has been difficult, and it is uncertain whether the project will proceed.

Looking forward to 2025, the program will be evaluated for potential improvements to its guidelines. Mr. Reiner inquired about the disbursements and Mr. Ament clarified that disbursements are only made upon project completion and submission of detailed invoices aligning with approval scope.

### **Metro Center Owners Association Land Update**

Mr. Fleming provided an update on the ongoing initiative to transfer four parcels, including retention ponds and frontage along Frantz Rd. from the Metro Center Owners Association (MOA) to the Dublin CIC. This transfer is a critical first step in the redevelopment of Metro Center. The process involves obtaining approval from MOA members, requiring signatures from at least 65% of the MOA ownership.

Currently, the team is engaging with MOA members, addressing questions primarily related to property maintenance. While there are no significant objections, concerns about who will handle maintenance have been raised. These concerns are being addressed by emphasizing that the city will assume responsibility, as outlined in the City Council's 2025 approved budget.

A phase one environmental assessment of the properties revealed no issues, and a title search came back clear. Although the project has received positive feedback, the ongoing challenge is educating stakeholders and gaining the necessary approvals. The next step is continuing discussions to secure signatures, as some members need to revisit the process with their leadership teams.

Ms. Amorose Grooms inquired how many letters were sent and how many we have back signed. Mr. Fleming noted that 22 letters were sent and three have been signed.

**Board Roundtable Discussion**

Mr. Gracia noted that the 2025 meeting dates are yet to be determined but likely to align with City Council Meetings as they were in 2024. Ms. Amorose Grooms suggested aligning 2025 CIC meetings with Council Work Session dates as Executive Session needs on Council Meeting dates are unknown and often come up last minute. The Board agreed with the suggestion.

There being no further business, the meeting adjourned at 4:59 p.m.



Kendel L. Blake  
Secretary