

Dauphin County General Authority

Minutes for the April 17 , 2024 Board Meeting

Present: Barb Zemlock, Dave Shannon and Eric Epstein, in person; Doug Gelder and Bill Kohl by video conference.

Administrator: Jay Wenger.

Financial Advisor: Jay Wenger.

Solicitor: Guy Beneventano, in person.

PMI: Breanna McCoy, via video conference.

Andrew Kehl, via video conference.

Troon Management: Chris Strand, in person

Maher Duessel, Jennifer Cruverkibi

Guests: Brian Kimmet, resident of Dauphin County

The meeting was called to order at 8:00 am, by the Chair, Barb Zemlock, and a quorum was present. The meeting was properly advertised.

Executive Session held Between Board Meetings:

None

Approval of March 20, 2024 Board Meeting minutes:

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

Public Comment:

None

2023 Audit Presentation

Jennifer Cruverkibi, of Maher Duessel, presented the 2023 audit report and related audit documents.

Ms. Zemlock asked why Maher Duessel did not include a management discussion. Ms. Cruverkibi responded that it is not typical to provide a management discussion for a municipal authority audit. Mr Kehl concurred with their position.

The Board approved the 2023 audit and related documents.

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

RIVERFRONT OFFICE CENTER

- A. The Board approved the payment to PMI in the amount of \$106,762.79 for the March, 2024 operating expenses.

Motion: Bill Kohl

Second: Doug Gelder

Approved 5-0

- B. The Board approved the Morefield Communications invoice in the amount of \$4,499.71 for the replacement of one security camara. This expense will be paid from the Renewal and Replacement Fund.

Motion: Bill Kohl

Second: Dave Shannon

Approved 5-0

- C. The Board approved the Gannett Fleming invoice in the amount of \$4,500.00 for the property boundary survey. This expense will be paid from operations.

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

- D. Elevator Project

Mr. Beneventano reported that TK elevator has agreed to contract terms acceptable to the DCGA and he is waiting for an executed agreement from TK Elevator.

Mr. McCoy reported that modernization of the freight elevator is expected to begin in the fourth quarter of 2024, with completion in the first quarter of 2025.

- E. Mr. Wenger provided a summary of the outstanding debt, after the early payoff of the 2019 Fulton Bank loan. The pro-forma cash flow model indicates there will be insufficient funds to pay all of the Series of 1998C capital appreciation bonds. The 1998C bonds are subordinate debt obligations and will be paid only if funds are available after the payment of the senior debt and operating expenses.

- F. The Board approved the Ainsworth proposal in the amount of \$7,446.00 to replace HVAC unit #4-49.. This expense will be paid from the Renewal and Replacement Fund.

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

- G. The Board approved the PADOT Leasehold Improvement Consent Form to relocate one card reader for disability access. This approval is conditional, subject to an addendum to the Morefield Communications agreement.

- H. Mr. Shannon asked if the current video camaras cover the entire property. Ms. McCoy indicated that the entire property is covered by video and the video is retained for 150 days. The Board indicated it would prefer longer data retention and off-site storage. PMI is working on a data retention policy.

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

March 31 Financial Report

Mr. Kehl provided an overview of the financial statements, as of March 31, 2024.

Mr. Kehl highlighted the cash reduction, due to the payoff of the ROC 2019 Fulton Bank loan and the payment of the 2023 PILOT to Dauphin County.

SOLICITOR'S REPORT –

None

FINANCIAL ADVISOR'S REPORT

None

GOLF COMMITTEE REPORT

Mr. Strand reported that will be no revenue transfer for the month to conserve operating cash.

March rounds and revenue were slightly ahead of budget.

The Dynamic Pricing model will begin in early May.

ADMINISTRATOR'S REPORT

Dauphin County General Authority Matters

- A. Approved the payment to RBC Capital Markets in the amount of \$6,500 for the March Administrative Services Agreement.

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

- B. Approved payment to Guy Beneventano for legal services in the amount of \$6,685.16, including expenses in the amount of \$18.50.

Motion: Eric Epstein

Second: Bill Kohl

Approved 5-0

- C. Approved the payment to Beyond The Numbers in the amount of \$3,240.00 for the March financial statement report.

Motion: Bill Kohl

Second: Dave Shannon

Approved 5-0

Dauphin Highlands Golf Course: Matters Requiring Action

- A. Ratified the May 1, 2024 S&T Bank Loan debt service payment in the amount of \$31,035.51.

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

- B. The Board approved the purchase of a Lely Spreader from Turf Equipment in the amount of \$9,096.50.

Motion: Bill Kohl

Second: Dave Shannon

Approved 5-0

- C. The Board discussed a weather policy. The Board directed the Golf Committee to develop a policy for Board review at the May 15 meeting.

- D. The Board approved the Maher Duessel invoice in the amount of \$21,000.00 for the 2023 audit work. This is one of two invoices to be paid.

Motion: Dave Shannon

Second: Bill Kohl

Approved 5-0

- E. The Board approved three McNees Wallace & Nurick, LLC invoices in the aggregate amount of \$2,390.66 for work related to the 2005 Escrow filing with the IRS. This expense will be reimbursed by BNY Mellon, the trustee for the 2005 Bonds.

Motion: Dave Shannon

Second: Eric Epstein

Approved 5-0

- F. The Board reviewed several logo options, presented by Chris Strand. Indigo Sports has offered to develop the logo and provide DCGA letterhead with the new logo.

- G. Mr. Wenger advised the Board that McNees Wallace & Nurick, LLC has filed a revised VCAP to the IRS in connection with the 2005 escrow work for BNY Mellon. The revised filing is required because the IRS does not have a Form 8038 on file for the 2005 bond issue.

- H. Guy Beneventano reported that progress has been made on the outstanding lease amendment issues and that he and Ms. McCoy continue to work with DGS to resolve the remaining matters. PADOT has withdrawn its request for the installation of humidifiers in the first floor print shop. No Board action will be taken on PADOT's request for one EV charging station, pending DGS's review of the broader question of charging stations on leased property. Work on the PADOT customer lobby will be done pursuant to the original 2015 lease terms.

Old Business

Mr. Epstein asked about the website. Mr. Shannon asked for a draft website to review. Mr. Beneventano agreed to work with the website developer to present a website for Board review.

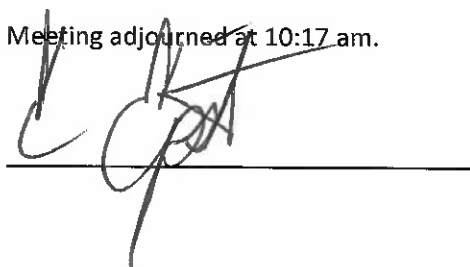
Executive Session:

During the Board meeting, the Board recessed to hold an Executive Session to obtain the advice of counsel regarding lease terms for the Riverfront Office Center. The Administrator and Ms. McCoy were present to provide factual information.

Other Business:

None

Meeting adjourned at 10:17 am.

A handwritten signature in black ink, appearing to be "C. P. H.", is written over a solid horizontal line. The signature is stylized and somewhat cursive.