

**Minutes of Meeting of
Members of
Mid-States Corridor Regional Development Authority**

August 2, 2019

Call to Order

Chairman Mark Schroeder called to order the meeting of the members of Mid-States Corridor Regional Development Authority ("Mid-States") at 4:05 P.M., EST, on August 2, 2019, in the Conference Room at the Offices of Bingham Greenebaum Doll LLP, 212 West 6th Street, Jasper, Indiana.

Roll Call

Chairman Mark Schroeder conducted a Roll Call.

Mark A. Schroeder	Present
Scott Blazey	Present
David Drake	Present
Sue Ellspermann	Via Teleconference
Ken Mulzer, Jr.	Present

Others present:	William J. Kaiser, Jr.,	Via Teleconference / Present
	Legal Counsel	
	Calvin Evans of Orange	Present
	County, Indiana	

A quorum being present, the meeting was called to order by Mark Schroeder, Chairman.

Approval of Minutes

The first order of business was the approval of the May 3, 2019 minutes. Upon motion made by David Drake, and seconded by Ken Mulzer, Jr., the following resolution was introduced:

WHEREAS, the Board has reviewed the May 3, 2019 minutes of Mid-States.

NOW, THEREFORE, BE IT RESOLVED, that the May 3, 2019 minutes are hereby approved.

Chairman Schroeder then conducted a Roll Call to adopt the above resolution.

Mark Schroeder	Yes
Scott Blazey	Yes
Sue Ellspermann	Yes
David Drake	Yes
Ken Mulzer, Jr.	Yes

Presentation by LWG

Brian Cherry, CPA and principal with LWG, made a report on behalf of LWG and its audit of the Mid-States Corridor. Mr. Cherry reviewed the audit procedures which have been undertaken by LWG in connection with its audit of Mid-States. Mr. Cherry further identified that in the future, LWG would expect to receive additional documentation from Mid-States, such as bank reconciliation statements, general ledger entries, and basic financial statements.

Mr. Cherry confirmed that Mid-States did have internal control procedures and recommended that they be memorialized in writing.

Mr. Cherry also confirmed that it Mid-States Corridor also should identify other internal controls it adopts, such as the payment of invoices, deposits to account, and the necessary parties to approve disbursements.

Mr. Cherry also recommended that Mid-States make an annual review of its pledges outstanding, and provide a written report with respect to the status of those pledges.

Following Mr. Cherry's report, Mr. Cherry agreed to answer questions that the Board may have with respect to the audit performed by LWG. The Board then engaged Mr. Cherry in discussions regarding the audit and financial controls proposed by LWG.

Following Mr. Cherry's response to the Board's questions, Mr. Cherry excused himself telephonically from the meeting.

Financial Report

Treasurer Sue Ellspermann then reported to the Board as to the financial matters for Mid-States.

Ms. Ellspermann reported as to the additional contributions which were made into the Mid-States account from private contributors.

Ms. Ellspermann further reported that the Bingham Greenebaum Doll invoice was paid, and that there is still pending an additional invoice from Bingham Greenebaum Doll.

After discussion, and upon motion made by Scott Blazey, and seconded by Ken Mulzer, Jr., the following resolution was introduced:

RESOLVED, that the current financial report provided by Treasurer Sue Ellspermann and the list of all receipts and expenditures by Mid-States since the last meeting of the Board of Directors was approved as presented.

Chairman Schroeder then conducted a Roll Call to adopt the above resolution.

Mark Schroeder	Yes
Scott Blazey	Yes
Sue Ellspermann	Yes
David Drake	Yes
Ken Mulzer, Jr.	Yes

Mr. Kaiser then joined the meeting physically at 4:25 p.m.

Update of Tier I EIS

Chairman Schroeder then reviewed for the Board and updated the Board on the status of the Tier I EIS Study.

Chairman Schroeder then reviewed the recent live Press Conference and the attendees and statements made at the Press Conference, which was a public confirmation of the executed contract between INDOT and Lochmueller Group for the performance of the Tier I EIS Study.

Chairman Schroeder reviewed with the Board that there would be four regional issues meetings being held on July 9 and 10, 2019.

Chairman Schroeder noted that following the regional issues meetings, there would be three public meetings seeking input from the constituencies which could be affected by the Corridor, and that those meeting would be held at the following times and locations:

- August 5 Washington High School 5:30 p.m. – 7:30 p.m.
- August 6 Springs Valley High School 5:30 p.m. – 7:30 p.m.
- August 8 Jasper High School 5:30 p.m. – 7:30 p.m.

Mr. Schroeder invited the Board members to attend and participate in these public meetings if they are available.

Review of Private Sector Pledges

Chairman Schroeder then reviewed the contributions received by private sector pledges for 2019.

Chairman Schroeder confirmed that in connection with each payment by a private sector contributor that an acknowledgment of that payment was forwarded to the contributor.

Chairman Schroeder noted that the 2019 invoicing to the private sector contributors had only recently been processed, and the response to date had been well received.

Chairman Schroeder reported that approximately \$354,000 of the expected \$1.457 Million in pledges to be invoiced in 2019 had been received.

Forecast for Tier I EIS Contract Payments

Chairman Schroeder noted that in connection with the receipt of the 2019 payments, that Mid-States would have approximately \$2 Million in cash, and it would be expected that that cash would be sufficient to cover the Tier I EIS contract payments to Lochmueller Group at least through the Third Quarter of 2019.

Chairman Schroeder noted that, depending on the pace of work by Lochmueller Group, that it may be necessary to request the government entities to begin making payments of their obligated funds in the Fourth Quarter of 2019.

Project Office – Tier I EIS Study

Chairman Schroeder then reported that Mid-States had completed its negotiation of a lease with Vincennes University for a Project Office on the Jasper Campus of Vincennes University. Concurrently, Mid-States had negotiated a sublease of that same office with Lochmueller Group. This office is being utilized as the Project Office as required under the Tier I EIS contract between INDOT and Lochmueller Group.

Chairman Schroeder reported that Vincennes University provided the office space and related services at a discount in order to help and support the Project. Chairman Schroeder inquired if the Board would agree to recognize the in-kind contribution by Vincennes University to Mid-States so that it could be identified as a contributor to Mid-States.

The Board then discussed the lease arrangements and the potential to identify Vincennes University as a contributor based on its in-kind services.

After further discussion and upon motion made by Ken Mulzer, Jr., and seconded by Sue Ellspermann, the following resolution was introduced:

RESOLVED, that a lease entered into between Mid-States and Vincennes University be ratified as presented; and

RESOLVED, that the sublease between Mid-States and Lochmueller Group be resolved as presented; and

RESOLVED, that the recurring monthly lease payment of \$500, payable to Vincennes University, be approved; and

RESOLVED, that in-kind contributions by Vincennes University to the Project in the amount of \$15,250 for 2019, \$30,500 for 2020, and \$15,250 for 2021, based on the discounted rent being provided by Vincennes University.

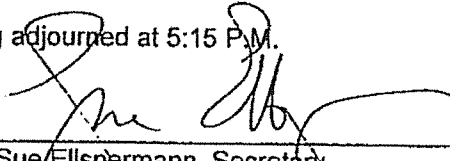
Chairman Schroeder then conducted a Roll Call to adopt the above resolution.

Mark Schroeder	Yes
Scott Blazey	Yes
Sue Ellspermann	Yes
David Drake	Yes
Ken Mulzer, Jr.	Yes

Chairman Schroeder agreed to provide a donor recognition letter to Vincennes University for its in-kind contribution to Mid-States.

David Drake further commented following the Roll Call vote that the Board be advised in the future of actions regarding contracts and, to the extent necessary, a special meeting be called for the review and approval of same.

There being no further business, the meeting adjourned at 5:15 P.M.



Sue Ellspermann, Secretary