

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

February 5, 2021

Call to Order

Chairman Mark Schroeder called to order the meeting of the members of Mid-States Corridor Regional Development Authority ("**Mid-States**") at 4:02 P.M., EST, on February 5, 2021, in the Huntingburg Event Center, Huntingburg, Indiana, 47542.

Opening Comments of Chairman Schroeder to Public Attendees

Chairman Mark Schroeder then provided a general summary regarding the organizational history, purpose and actions of Mid-States in pursuing the Tier I EIS Study regarding the 231 corridor and the interest of the member organizations to find a solution to the traffic congestion that currently exists along the 231 corridor. Chairman Schroeder also confirmed that there would be period for questions and answers regarding Mid-States and its structure following the conclusion of the meeting. Chairman Schroeder noted that any specific questions regarding the Tier I EIS Study itself should be directed separately to the Indiana Department of Transportation or to The Lochmueller Group as they were beyond the scope and expertise of Board Members of Mid-States. Pursuant to the registration sheet, twenty-four (24) members of the public attended the meeting. A copy of the registration sheet is attached to these minutes.

Roll Call

Chairman Mark Schroeder conducted a Roll Call.

Mark A. Schroeder	Present in Person
Scott Blazey	Absent
David Drake	Present via Teleconference
Sue Ellspermann	Present via Teleconference
Ken Mulzer, Jr.	Present in Person

Others present: William J. Kaiser, Jr.,
Legal Counsel

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 November 6, 2020, minutes. A motion was introduced by Ken Mulzer, Jr., and seconded by Sue Ellspermann, and the following resolution was introduced:

WHEREAS, the Board has reviewed the November 6, 2020, minutes of Mid-States.

NOW, THEREFORE, BE IT RESOLVED, that the November 6, 2020, minutes are hereby approved.

Chairman Schroeder then requested a vote to adopt the above resolution.

Chairman Schroeder conducted roll call vote to adopt the above resolution.

Scott Blazey	<u>Absent</u>
David Drake	<u>Yea</u>
Sue Ellspermann	<u>Yea</u>
Ken Mulzer, Jr.	<u>Yea</u>
Mark A. Schroeder	<u>Yea</u>

Reorganization

Chairman Schroeder noted that, under Indiana law, Mid-States is obligated to reorganize its officers for the current year.

Chairman Schroeder then asked for nominations for the various offices for Mid-States, including Chairman, Vice Chairman and Secretary/Treasurer. Upon motion by David Drake, and seconded by Ken Mulzer, Jr., the current slate was proposed to be retained, which is as follows:

Mark A. Schroeder	Chairman
Ken Mulzer, Jr.	Vice Chairman
Sue Ellspermann	Secretary/Treasurer

WHEREAS, the Board has been requested to consider a motion to retain the current officers for 2021 as follows:

Mark A. Schroeder	Chairman
Ken Mulzer, Jr.	Vice Chairman
Sue Ellspermann	Secretary/Treasurer

NOW, THEREFORE, BE IT RESOLVED, that the officers for Mid-States for 2021 are hereby approved as nominated.

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

Scott Blazey	<u>Absent</u>
David Drake	<u>Yea</u>
Sue Ellspermann	<u>Yea</u>
Ken Mulzer, Jr.	<u>Yea</u>
Mark A. Schroeder	<u>Yea</u>

Conflict of Interest

Chairman Schroeder asked legal counsel Bill Kaiser to review the actions required in connection with the annual conflict of interest report.

Mr. Kaiser then confirmed that each of the board members would be asked to re-execute or confirm the conflict of interest policy adopted by Mid-States.

Mr. Kaiser confirmed the members are to execute and confirm that they have no conflict of interest with respect to any ongoing vendors or suppliers to Mid-States and if so that they have an obligation to declare that to the members of the Board.

Mr. Kaiser stated that the conflict of interest policy would be provided to each of them for review and execution within the next week.

Financial Report

Treasurer Sue Ellspermann requested that Chairman Schroeder provide the financial report to the Board for Mid-States in order to better accommodate those from the public who were in attendance the ability to understand and hear the report.

Chairman Schroeder reported on the Statement of Financial Position provided by BHP Tax & Accounting and reviewed the financial statements and publicly read through those reports for the benefit of the Board of Directors and the public. A copy of the Statement of Financial Position is attached.

Chairman Schroeder also reviewed the checking account balances and vendor payments which had been made since the last quarterly meeting. Chairman Schroeder further reported regarding invoices paid to Dentons Bingham Greenebaum and to Vincennes University.

Chairman Schroeder reported that no payments to INDOT in respect to the Tier I EIS Study were made during the fourth (4th) quarter of 2020 due to the delay in its implementation.

After discussion and upon motion made by Sue Ellspermann, and seconded by David Drake, the following resolution was introduced:

RESOLVED, that the financial report presented by Chairman Schroeder be accepted and approved.

Chairman Schroeder then requested a vote to adopt the above resolution.

Chairman Schroeder conducted roll call vote to adopt the above resolution.

Scott Blazey	<u>Absent</u>
David Drake	<u>Yea</u>
Sue Ellspermann	<u>Yea</u>
Ken Mulzer, Jr.	<u>Yea</u>
Mark A. Schroeder	<u>Yea</u>

Development Plan/Operational Report

Chairman Schroeder then asked Mr. Kaiser to update the Board on the status of the Development Plan and the operational report.

Mr. Kaiser identified that Mid-States filed its Development Plan with the State of Indiana regarding its sole project of the Mid-States Corridor Tier I EIS Study. Mr. Kaiser reported as there are no additional projects a further Development Plan is not required. However, Mr. Kaiser recommended that Mid-States update the Development Plan when material additions or revisions

are considered which would probably include the changes to the timeline and of the scope of the Tier I EIS Study expected in the near future from INDOT and The Lochmueller Group.

Mr. Kaiser also identified that Mid-States is obligated under state law to file an operational report for the prior calendar year on or before April 1 of each following calendar year. Mr. Kaiser stated that a draft operational report was being assembled and a copy of that draft operational report would be circulated to the board members for their review and comment before filing with the State of Indiana.

2020 Financial Audit

Chairman Schroeder then noted that no formal approval was required for the 2020 financial audit as Mid-States executed a multi-year contract with LWG to complete the audit of Mid-States. LWG is an approved vendor for the State of Indiana for RDA audits. Chairman Schroeder expects the audit to commence in late March or April of this year and the Board will be kept apprised of the audit process.

Other Business

Chairman Schroeder then discussed with the Board the status of the Tier I EIS Study. Chairman Schroeder noted that it is expected that an updated timeline will be released in the next several weeks by either The Lochmueller Group or INDOT identifying the proposed timeline for the restart of the study and its future expected completion date.

Chairman Schroeder then confirmed that actions were continuing with respect to the development of a website landing page for Mid-States. Chairman Schroeder asked Mr. Kaiser to provide an update. Mr. Kaiser reported that a website designer had been contacted and was providing a quote and is expected to be able to complete the website landing page before the end of the first quarter of 2021. The Board of Directors then discussed the expected content for the website landing page.

Payment of INDOT 4th Quarter Invoice

Chairman Schroeder noted as discussed in the financial report that due to the delay in the Tier I EIS Study no invoice was received or payable to INDOT and The Lochmueller Group for the 4th quarter of 2020.

Future Meeting Dates and Location

Chairman Schroeder then reviewed for the benefit of the public the future meeting dates for Mid-States Board of Directors for 2021 as follows:

Friday, May 7, 2021	4:00 p.m. EST	Huntingburg Event Center
Friday, August 6, 2021	4:00 p.m. EST	Huntingburg Event Center
Friday, November 5, 2021	4:00 p.m. EST	Huntingburg Event Center

Adjournment

There being no further business, Chairman Schroeder asked for a motion to adjourn.

Upon motion made by Sue Ellspermann, and seconded by David Drake, the following resolution was introduced:

RESOLVED, that the meeting be adjourned as of 4:36 p.m.

Chairman Schroeder then requested a vote to adopt the above resolution.

Chairman Schroeder conducted roll call vote to adopt the above resolution.

Scott Blazey	<u>Absent</u>
David Drake	<u>Yea</u>
Sue Ellspermann	<u>Yea</u>
Ken Mulzer, Jr.	<u>Yea</u>
Mark A. Schroeder	<u>Yea</u>



Sue Ellspermann, Secretary