

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

February 4, 2022

Call to Order

Chairman Mark Schroeder called to order the meeting of the members of Mid-States Corridor Regional Development Authority (“**Mid-States**”) at 4:03 P.M., EST, on February 4, 2022, at the Huntingburg Event Center, 110 East 14th Street, Huntingburg, Indiana 47542.

Roll Call

Chairman Mark Schroeder conducted a Roll Call.

Mark A. Schroeder	<u>Aye</u>	<u>Present</u>
Scott Blazey	<u>Aye</u>	<u>Present</u>
David Drake	<u>Aye</u>	<u>Conference Call</u>
Sue Ellspermann	<u>Aye</u>	<u>Conference Call</u>
Ken Mulzer, Jr.	<u>Aye</u>	<u>Conference Call</u>

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

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

Conflict of Interest

Chairman Schroeder confirmed that the Conflict of Interest statements forwarded by legal counsel, William Kaiser, Jr., had been received by all members except for Mark Schroeder who had confirmed that he has received and signed and will be submitting it to Mr. Kaiser within the next week.

Public Attendees

It was noted there was one member of the public in attendance.

To the extent a registration and sign-in sheet was made available for members of the public to sign, it is attached.

Annual Reorganization of Officers

Chairman Schroeder stated that the first order of business would be the reorganization of officers for 2022. Chairman Schroeder then asked for nominations for a slate of officers for 2022.

After discussion and upon motion made by Scott Blazey, and seconded by David Drake, the current slate of officers 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 2022 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 2022 are hereby approved as nominated.

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

Chairman Schroeder then requested Mr. Kaiser to conduct a roll call vote to adopt the above resolution.

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

Approval of Dentons Bingham Greenebaum as Legal Counsel

Chairman Schroeder then discussed with the Board the possibility of retaining Dentons Bingham Greenebaum as legal counsel for 2022.

The Board then discussed retention of Dentons Bingham Greenebaum as legal counsel for 2022.

Pursuant to a motion made by Sue Ellspermann and seconded by Ken Mulzer, Jr. the Board of Directors unanimously voted to approve the following resolution.

RESOLVED, that Dentons Bingham Greenebaum LLP is appointed as counsel for Mid-States until Dentons Bingham Greenebaum LLP's withdrawal or removal for the year 2022.

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

Chairman Schroeder then requested Mr. Kaiser to conduct a roll call vote to adopt the above resolution.

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

Retention of BHP Tax & Accounting, Inc. as Accountant for 2022

Chairman Schroeder then discussed with the Board the possibility of retaining BHP Tax & Accounting, Inc. as accountant for 2022.

The Board then discussed retention of BHP Tax & Accounting, Inc. as accountant for 2022.

Pursuant to a motion made by Sue Ellspermann and seconded by Scott Blazey, the Board of Directors unanimously voted to approve the following resolution.

RESOLVED, that BHP Tax & Accounting, Inc. is appointed as the accountant for Corporation to serve until BHP Tax & Accounting, Inc.'s withdrawal or removal for the year 2022.

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

Chairman Schroeder then requested Mr. Kaiser to conduct a roll call vote to adopt the above resolution.

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

Reaffirmation of LWG CPAs & Advisors as Auditors for 2022

Chairman Schroeder then discussed with the Board the possibility of retaining LWG CPAs & Advisors as auditors for 2022.

The Board then discussed retention of LWG CPAs & Advisors as auditors for 2022.

Pursuant to a motion made by Sue Ellspermann and seconded by David Drake, the Board of Directors unanimously voted to approve the following resolution:

RESOLVED, that LWG CPAs & Advisors be engaged by the Corporation for the financial audit of the 2021 calendar year to be performed in year of 2022.

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

Chairman Schroeder then requested Mr. Kaiser to conduct a roll call vote to adopt the above resolution.

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

Approval of Minutes

The next order of business was the approval of the November 5, 2021 minutes. A motion was introduced by Sue Ellspermann, and seconded by Ken Mulzer, Jr., and the following resolution was introduced:

WHEREAS, the Board has reviewed the November 5, 2021 minutes of Mid-States.

NOW, THEREFORE, BE IT RESOLVED, that the November 5, 2021 minutes are hereby approved.

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

Chairman Schroeder then requested Mr. Kaiser to conduct a roll call vote to adopt the above resolution.

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

Financial Report

Chairman Schroeder then reported to the Board as to the financial matters for Mid-States.

Chairman Schroeder reported that the compilations for the fourth quarter are still pending and not yet been received from BHP Tax & Accounting, Inc.

Chairman Schroeder then reviewed the report on Receipts and Disbursements. Chairman Schroeder noted that the \$1,040,000 payment to be made to INDOT, which had been approved at the last meeting, had been accepted by INDOT, but not yet been invoiced.

Chairman Schroeder then reviewed the pledges received for the fourth quarter of 2021. Chairman Schroeder noted that the balance of the accounts for Mid-Sates were \$1,395,310.12.

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

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

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

Chairman Schroeder then requested Mr. Kaiser to conduct a roll call vote to adopt the above resolution.

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

Other Business

Chairman Schroeder then discussed with the Board the other pending business matters.

Chairman Schroeder then discussed with the Board the current status of the Tier 1 EIS study. Chairman Schroeder believes a more specific timeline will be provided in the near future after the final confirmation of the draft EIS study is completed and confirmed by Federal Highway.

Chairman Schroeder then reported that the RDA website is completed and all current documents have been uploaded for review and availability to the public.

Chairman Schroeder also reported the completion of the recent lease amendment for the office of Lochmueller Group at Vincennes University, Jasper Center. Chairman Schroeder noted that the prior two (2) year extension term had been amended to two (2) one (1) year extension periods and that the first extension period had been exercised and accepted by Vincennes University.

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

RESOLVED, that the other business reviewed and discussed by the Board of Directors including the status of the Tier 1 EIS study, the Mid-States website initiative, and the amendment to the Lochmueller Jasper office be accepted and approved.

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

Chairman Schroeder then requested Mr. Kaiser to conduct roll call vote to adopt the above resolution.

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

There being no further business, the meeting adjourned at 4:38 P.M.



Sue Ellspermann, Secretary