

A special meeting of the Board of Directors of The Miami Conservancy District (MCD) was held in compliance with the Sunshine Law and MCD and Subdistrict Bylaws. The meeting information was posted on MCD's website. Miami Valley news media and individuals requesting such notification were notified of the meetings by electronic mail dated July 21, 2025, and July 23, 2025 (amended). The meeting was held at MCD headquarters located at 38 East Monument Avenue in Dayton, Ohio.

SPECIAL MEETING

The special meeting of the Board of Directors of MCD was called to order at 10:04 a.m. by Michael H. van Haaren, President, with Beth G. Whelley, Vice President, and Mark G. Rentschler, member, present.

Members of the staff in attendance at the special meeting: MaryLynn Lodor, General Manager/Board Secretary; James B. Casper, Manager, Operations and Maintenance; Ginger Clark, Manager of the Great Miami Riverway; Michael P. Ekberg, Manager of Monitoring and Analysis; Sarah Hippensteel Hall, Manager of Communications, Outreach, and Stewardship; Kenneth P. Moyer, Treasurer; Donald P. O'Connor, Chief Engineer; Christina M. Pfeiffer, Executive Assistant; and Shannon E. Phelps, Manager of Administration.

Legal counsel in attendance at the special meeting: Lee A. Slone, McMahon DeGulis LLP.

Guests in attendance at the special meeting: None

First, Ms. Lodor introduced the final draft of the 2024 Annual Report and Report of the Chief Engineer. Mr. O'Connor presented highlights of the Chief Engineer's Report, followed by discussion.

2024 ANNUAL REPORT/CHIEF ENGINEER'S REPORT

Section 6101.66 of the Ohio Revised Code requires that after the close of each fiscal year, the Board of Directors shall make a report to the Conservancy Court of its proceedings and an accounting of receipts and disbursements for the year. The report shall be presented to the full Court at its annual meeting and a copy filed with the Clerk of Courts as a record of the court.

Section 6101.12 of the Ohio Revised Code requires that the Chief Engineer, as superintendent of all the works and improvements, shall make a full report to the Board of Directors each year.

The final draft of the 2024 Annual Report of the Board of Directors to the Conservancy Court, combined with the Report of the Chief Engineer to the Board of Directors, was provided to the Board of Directors in advance of this meeting for review and comment.

M 2025-6775

The Board of Directors, on motion by Ms. Whelley and seconded by Mr. Rentschler, unanimously approved the 2024 Annual Report of the Board of Directors to the Conservancy Court, combined with the Report of the Chief Engineer to the Board of Directors, for presentation to the Conservancy Court at its annual meeting on August 29, 2025.

Next, Ms. Lodor provided information to the Board of Directors regarding the ongoing Benefit Assessment Study for the 7th Readjustment of the Appraisal of Benefits.

**BENEFIT ASSESSMENT STUDY FOR THE 7TH READJUSTMENT OF
THE APPRAISAL OF BENEFITS**

On June 25, 2025, the Board of Directors met to review and consider Stantec's Phase 2 analysis of the Benefit Assessment Study for the 7th Readjustment of the Appraisal of Benefits. Stantec presented additional details to the Board related to Alternatives IB and 5B refinements. After considering all the information gathered and analyses completed over the last year, the Board provided policy direction in the form of two resolutions. First, the Board directed the Board of Appraisers to appraise the benefits received by the real property and public corporations located within the Great Miami River watershed and inside the nine counties where the MCD operates, in accordance with Ohio Revised Code Chapter 6101. The Board also resolved that it is the Board's desired policy to utilize a stormwater contribution approach, as presented to the Board by Stantec and to conduct benefit appraisals for properties within the Great Miami River Watershed, within the nine county MCD boundaries including the counties of Butler, Clark, Green, Hamilton, Miami, Montgomery, Preble, Shelby, and Warren.

On July 8, 2025, the Board of Appraisers met and Stantec provided a briefing on Phase 2 activities and findings of the third pilot in Miami County and an analysis of refined alternatives 1B and 5B. The policy direction of the expanded benefit area and the new, preferred method using a stormwater contribution approach was provided to the Board of Appraisers. Stantec presented a framework for the stormwater contribution approach and next steps to the Board of Appraisers.

On August 13, 2025, the Board of Appraisers will meet again and Stantec will provide additional details of the benefit appraisal framework and outline the anticipated next steps to implement the stormwater contribution approach. MCD has asked that Stantec develop a Phase 3 scope of work to help in the transition to the new, preferred method (stormwater contribution approach) and develop the draft benefit appraisal record. Phase 3 will help MCD in the refinement of tools and techniques using the new, preferred method. The Board of Appraisers will review the Stantec Phase 3 scope items.

Staff continue to coordinate with external partners to consider implementation strategies and steps to ease in the transition and implementation of the new, preferred method. To help with public outreach and engagement, staff requested proposals from three firms and selected Scott Milburn LLC to assist with communications support and supplement staff in the implementation of the communication plan. Staff are updating the readjustment communications and outreach plan based on the new, preferred approach and timeframe. On August 29, 2025, the Conservancy Court will be given an update on the status of the 7th Readjustment at the Annual Court Meeting.

Between now and March 2027, staff will work closely with the Board of Appraisers to develop the Conservancy Appraisal Record, and the MCD will publish notice of the Record, including notice to owners of property and public corporations within the existing and expanded area. Owners of property will have an opportunity to file an "exception" to the Conservancy Appraisal Record and to have a hearing. The court may appoint one or more magistrates to oversee the hearings. Following the exception hearings, the Conservancy Court will review the Conservancy Appraisal Record and the exception process record, as outlined in state law.

It is anticipated that the Conservancy Appraisal Record will include a Board of Appraisers recommendation that additional benefited property, located within the Great Miami River Watershed and in the nine-county area where the MCD operates, should be added to the MCD. A public hearing will be held for all interested persons and public corporations concerning whether property should be added to the MCD. The time and place of the hearing may be the same as those of a hearing on appraisals.

Some discussion ensued regarding the role of the Board of Appraisers in the event MCD chooses the stormwater contribution approach and away from using property value in calculating benefits. Information is being collected from Muskingum Watershed Conservancy District regarding its transition to this approach to assessments, especially the appraisal record circa 2009.

The question of timing for the new methodology and potential boundary expansion was revisited. Stantec is still compiling their recommendations and Tyler Technologies has not been advised of the necessary changes to its calculating software to accommodate any new methodology. Applying the methodology and collecting new assessments would realistically start in 2028.

Next, Ms. Lodor brought up the matter of compensation for the Board of Directors.

BOARD COMPENSATION

Per Section 6101.67, compensation and expenses of directors and appraisers, each member of the board of directors of a conservancy district and each member of the board of appraisers of a conservancy district shall receive a sum established by the court and necessary expenses for the time actually employed in performing official duties. The compensation and expenses shall be paid only upon itemized statements submitted and certified to by the individual member.

Currently the Board of Directors' compensation is \$250 each per month, and the Board of Appraisers are compensated \$250 each per meeting. This amount was established by the Court in 2001 and has not been adjusted since then.

During the December 13, 2023, regular meeting, the Board of Directors discussed board member compensation with information staff assembled regarding compensation practices at other Ohio conservancy districts. At that meeting, on a motion (M 2023-6691) by Mr. Rentschler, seconded by Mr. van Haaren, the Board unanimously agreed to petition the Conservancy Court to consider a compensation adjustment for the Board of Directors at the 2024 Court meeting.

Due to the pause in the 7th Readjustment of Benefits in May in advance of the 2024 Court meeting and after discussion with board members, the request to the Court for a Board compensation adjustment did not proceed. Prior to the 2025 Annual Court meeting, the General Manager is seeking further guidance from the Board on this issue.

M 2025-6776

The Board of Directors, on motion by Mr. Rentschler and seconded by Mr. van Haaren, agreed to petition the Conservancy Court to consider increasing compensation for the Board of Directors to ensure compliance with the minimum salary requirements established by OPERS for the accrual of one-half service credit for each Board member, and that each member of the Board of Directors be allowed their necessary expenses while performing their official duties.

The motion passed with Mr. van Haaren and Mr. Rentschler voting aye, and Ms. Whelley abstaining.

EXECUTIVE SESSION

The Board of Directors adjourned to Executive Session, on motion by Ms. Whelley and seconded by Mr. Rentschler, for the purpose of discussing a personnel matter as allowed by Ohio Revised Code Section 121.22(G)(3). Upon roll call, the vote was as follows: Mr. van Haaren, aye; Ms. Whelley, aye; and Mr. Rentschler, aye. Executive Session began at 11:00 a.m.

Staff members present at the Executive Session: MaryLynn Lodor, General Manager/Board Secretary, Kenneth P. Moyer, Treasurer; and Donald P. O'Connor, Chief Engineer.

Legal Counsel present at the Executive Session: Lee A. Slone, McMahon DeGulis LLP.

A motion to exit the Executive Session was made and moved by Ms. Whelley and seconded by Mr. Rentschler. The motion passed unanimously.

The meeting returned to open session at 11:30 a.m.

FUTURE BOARD MEETINGS

During their December 18, 2024, meeting, the Board members set the following dates for the remaining 2025 regular meetings of the Board of Directors of The Miami Conservancy District:

Tuesday, September 16, 2025

Wednesday, December 17, 2025

ADJOURN

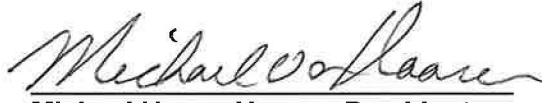
There being no further business, the meeting was adjourned on motion by Mr. Rentschler and seconded by Mr. van Haaren at 11:35 a.m.

ATTEST:

APPROVED:



MaryLynn Lodor
General Manager/Board Secretary



Michael H. van Haaren, President
President