

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 this meeting by electronic mail dated November 5, 2025. The meeting was held at MCD headquarters located at 38 East Monument Avenue, Dayton, Ohio.

SPECIAL MEETING

The special meeting was called to order at 3:30 p.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; Kenneth P. Moyer, Treasurer; Christina M. Pfeiffer, Executive Assistant; and Barry M. Puskas, Chief of Technical and Engineering Services.

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 gave a recap of the October 29, 2025, special meeting, followed by a summary of Ms. Lodor's efforts in negotiating the terms of a professional services agreement with Stantec Consulting Services, Inc.

EXECUTIVE SESSION

Next, the Board of Directors adjourned to Executive Session, on motion by Ms. Whelley and seconded by Mr. Rentschler, for the purposes of considering pending or imminent court action as allowed by Ohio Revised Code Section 121.22(G)(3). Upon a roll call, the vote was as follows: Mr. van Haaren, aye; Ms. Whelley, aye; and Mr. Rentschler, aye. Executive Session began at 3:43 p.m.

Staff members present at the Executive Session were: MaryLynn Lodor, General Manager/Board Secretary; Kenneth P. Moyer, Treasurer; and Barry M. Puskas, Chief of Technical and Engineering Services.

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 meeting returned to open session at 4:50 p.m.

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The Board of Directors, on motion by Ms. Whelley and seconded by Mr. Rentschler, unanimously authorized the General Manager to enter contract(s) for the remaining revised benefit appraisal record work with two or more consultants and/or contractors. The contract(s) shall include project timeline incentives to award timely completion of a

November 2026 public notice deadline. The total cost for the work shall not exceed \$950K. Any contract change order shall be in writing and subject to prior authorization by the MCD Board of Directors. The contract(s) shall also allow for MCD to terminate any other party to the contract for failure to meet project timelines. The Board's prior condition of a penalty clause, approved on October 29, 2025, is rescinded.

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:

Wednesday, December 17, 2025

ADJOURN

There being no further business, the meeting was adjourned on motion by Ms. Whelley and seconded by Mr. Rentschler at 4:54 p.m.

ATTEST:

APPROVED:



MaryLynn Lodor
General Manager/Board Secretary



Michael van Haaren
President