

# THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

December 12, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway was held on Friday December 1, 2017 at 3:00 p.m at City Hall for the purpose of discussing the potential sale of real estate and addressing general business. Mssrs. Kilcoyne, Riordan, McOwen, and Sylvester were all present. Mr. Sutmoller was absent. Ms. Woerner, Assistant City Solicitor was also present.

## HISTORICAL PROPERTY INFORMATION:

Mr. McOwen presented the Board his research regarding the historical property transfers of parcels near Union Terminal. The Board had a discussion about possible next steps for research. Ms. Woerner suggested having a colleague in the City's Real Estate section assist. No further action taken.

## PAYMENT:


Mr. Sylvester presented the Board with a payment in the amount of \$6,655.00 for the Board's Director's and Officer's Insurance policy. Mr. McOwen seconded approval of the payment. Unanimously approved.

## EXECUTIVE SESSION


Mr. Kilcoyne moved that the Board enter executive session for the purposes of discussing the potential sale of real estate. Mr. Sylvester seconded. Ms. Woerner took a roll call vote: Mr. Riordan – aye; Mr. Sylvester – aye; Mr. McOwen – aye; Mr. Kilcoyne - aye. Executive session entered into at 4 p.m. Executive session ended at 5 p.m. No action taken.

ADJOURN

Mr. Sylvester moved to adjourn. Mr. Riordan seconded. Unanimously approved.



Mr. Kilcoyne, President



Ms. Woerner, Clerk

# THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

December 1, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway was held on Friday December 1, 2017 at 3:00 p.m at City Hall for the purpose of discussing the potential sale of real estate and addressing general business. Mssrs. Kilcoyne, Riordan, McOwen, and Sylvester were all present. Mr. Sutmoller was absent. Ms. Woerner, Assistant City Solicitor was also present.

## HISTORICAL PROPERTY INFORMATION:

Mr. McOwen presented the Board his research regarding the historical property transfers of parcels near Union Terminal. The Board had a discussion about possible next steps for research. Ms. Woerner suggested having a colleague in the City's Real Estate section assist. No further action taken.

## PAYMENT:

Mr. Sylvester presented the Board with a payment in the amount of \$6,655.00 for the Board's Director's and Officer's Insurance policy. Mr. McOwen seconded approval of the payment. Unanimously approved.

## EXECUTIVE SESSION

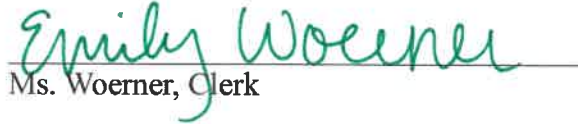
Mr. Kilcoyne moved that the Board enter executive session for the purposes of discussing the potential sale of real estate. Mr. Sylvester seconded. Ms. Woerner took a roll call vote: Mr. Riordan – aye; Mr. Sylvester – aye; Mr. McOwen – aye; Mr. Kilcoyne - aye. Executive session entered into at 4 p.m. Executive session ended at 5 p.m. No action taken.

ADJOURN

Mr. Sylvester moved to adjourn. Mr. Riordan seconded. Unanimously approved.



Mr. Kilcoyne, President



Ms. Woerner, Clerk

THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

September 29, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway for the purposes of discussing general matters and the potential sale of real estate was held on Wednesday September 29, 2017 at 2:00 p.m. at Cincinnati City Hall. Mssrs. Kilcoyne, Riordan, McOwen, and Sylvester were present. Mr. Suttmoller was unable to attend. Mr. Garth, Assistant City Solicitor was also present.

NEW BUSINESS

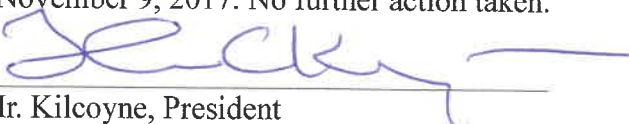
Mr. McOwen presented the group with a report prepared by Dotty Carman concerning ownership records for certain parcels along the CSR track alignment. A copy of the report, including supplemental materials, was provided to the City Solicitor's Office. The Board unanimously passed a motion to pay Ms. Carman's invoice for services provided in the amount of \$1000.

The Board unanimously passed a motion to authorize CSR to spend up to \$3000 to incorporate a non-profit entity to be named the Cincinnati Southern Railway Historical Center, in connection with the proposed creation of an eponymously named center on behalf of CSR.

EXECUTIVE SESSION

Mr. Riordan moved that the Board enter executive session for the purposes of discussing the potential sale of real estate. Mr. Sylvester seconded. Mr. Garth took a roll call vote: Mr. Kilcoyne – aye; Mr. Riordan – aye; Mr. Sylvester – aye; Mr. McOwen – aye. Executive session entered at approximately 2:25 p.m. Executive session ended at approximately 3:30 p.m.

The Board agreed to schedule another special meeting for the purposes of discussing the potential sale of real estate for the morning of November 9, 2017. No further action taken.

  
\_\_\_\_\_

Mr. Kilcoyne, President

  
\_\_\_\_\_

Mr. Garth, Clerk

# THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

September 8, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway was held on Friday September 8, 2017 at 2:30 p.m at City Hall for the purpose of discussing the potential sale of real estate and addressing general business. Msrs. Kilcoyne, Riordan, McOwen, Sylvester, and Sutmoller were all present. Ms. Woerner, Assistant City Solicitor was also present.

## TVA EASEMENT:

Ms. Woerner updated the Board on the issue of a TVA aerial easement in Morgan County, Tennessee. The proposal was a payment of \$7,500.00 in exchange for the easement. Mr. Kilcoyne moved to authorize the execution of any necessary documents to complete this transaction. Mr. Riordan seconded. Unanimously approved.

## CSR HISTORICAL CENTER

Mr. McOwen presented the Board with more information about a possible CSR Historical Center. The Board discussed setting up a possible nonprofit, along with a separate board for the center. Mr. McOwen and Mr. Kilcoyne to research further. Ms. Woerner to vet any ethics issues. No further action taken.

## MEETING CANCELLATION

The Board moved to cancel the regular meeting scheduled for September 15, 2017 and to confer on a new date for a special meeting.

## EXECUTIVE SESSION

Mr. Kilcoyne moved that the Board enter executive session for the purposes of discussing the potential sale of real estate. Mr. Riordan seconded. Ms. Woerner took a roll call vote: Mr. Riordan – aye; Mr. Sylvester – aye; Mr. Sutmoller – aye; Mr. McOwen –

aye; Mr. Kilcoyne - aye. Executive session entered into at 2:51 p.m. Executive session ended at 3:44 p.m.

ADJOURN

Mr. Sylvester moved to adjourn. Mr. Riordan seconded. Unanimously approved.

A handwritten signature in blue ink, appearing to read "Jacky", written over a horizontal line.

Mr. Kilcoyne, President

A handwritten signature in green ink, appearing to read "Emily Woerner", written over a horizontal line.

Ms. Woerner, Clerk

# THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

June 23, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway was held on Friday June 23, 2017 at 1:30 p.m at City Hall for the purpose of discussing the potential sale of real estate and addressing general business. Mssrs. Kilcoyne, Riordan, McOwen, Sylvester, and Sutmoller were all present. Ms. Woerner, Assistant City Solicitor, and Mr. Garth, Assistant City Solicitor, were also present.

## APPROVAL OF MINUTES:

Mr. Kilcoyne presented the minutes of the previous meetings of the Board. Mr. McOwen moved to approve the minutes. Mr. Sylvester seconded. Unanimously approved.

## FINANCIAL AUDIT PRESENTATION:

Kerry Roe, of Clark Schaffer Hackett, presented the Board its annual financial audit, noting that the audit encompasses all of the Board's transactions. The Board reviewed the audit report. Mr. Sylvester moved to accept the report and transfer it to the Finance Department as well as pay Clark Schaffer Hackett \$6,180 for its services. Mr. McOwen seconded. Unanimously approved.

## PRESENTATION RE: CARR ST PROPERTY

Bob Bertsch and Morgan Sutter of the City's Community and Economic Development Department presented to the Board that a business owner who is relocating and expanding near Carr Street in the City wishes to use certain land, titled in the name of the CSR, for parking. The Board expressed its support of the project and willingness to facilitate whatever steps to assist the property owner to use the property this way. Mr. Riordan moved that the Board resolve to support a 10-year lease of the property and research a potential sale. Mr. Sutmoller seconded. The Board unanimously resolved to



support the project. The Board requested that Ms. Woerner further contact CNOTP about this subject to determine its position as well as research ownership and potential encumbrances of the parcels.

#### CSR HISTORICAL CENTER

Mr. McOwen presented the Board with an update regarding property that could be used for a historical center. He requested authorization to contact Mike Wheeler from CNOTP regarding the project. The Board agreed. Ms. Woerner to assist in transmitting the letter.

#### CONTRACT FOR TITLE RESEARCH

The Board wishes move forward on the previously-approved project to document the ownership of the CSR from the Ohio River to the railroad's northern terminus. Ms. Woerner to assist in executing the contract.

#### HIRING SUPPORT STAFF

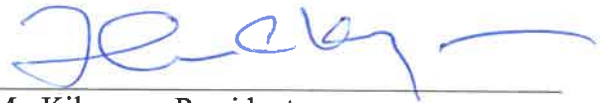
Mr. Riordan proposed hiring support staff to assist the Board in various research projects. Mr. Sylvester expressed that he had previous success with co-op students from Xavier. Mr. Riordan to continue looking into this. No action taken at this time.

#### EXECUTIVE SESSION

Mr. Riordan moved that the Board enter executive session for the purposes of discussing the potential sale of real estate. Mr. McOwen seconded. Ms. Woerner took a roll call vote: Mr. Riordan – aye; Mr. Sylvester – aye; Mr. Sutmoller – aye; Mr. McOwen – aye; Mr. Kilcoyne - aye. Executive session entered into at 2:46 p.m. Executive session ended at 4:30 p.m.

ADJOURN

Mr. Sylvester moved to adjourn. Mr. Riordan seconded. Unanimously approved.

A handwritten signature in blue ink, appearing to read "J. Kilcoyne", written over a horizontal line.

Mr. Kilcoyne, President

A handwritten signature in blue ink, appearing to read "Emily Woerner", written over a horizontal line.

Ms. Woerner, Clerk

## THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

March 14, 2017

A regular meeting of the Trustees of the Cincinnati Southern Railway was held on Tuesday March 14, 2017 at 3 p.m at City Hall. Mssrs. Kilcoyne, Riordan, McOwen, Sylvester, and Sutmoller were all present. Ms. Woerner and Mr. Garth, Assistant City Solicitors were also present.

### NEW BUSINESS:

Mr. McOwen shared information about the Shortline Association. Mr. Kilcoyne shared that he was scheduled to meet representatives of the airport to discuss ways that the CSR could support expansion of services at CVG. No further action taken.

### CSR HISTORICAL CENTER

Mr. McOwen reported about his progress in discussing a potential CSR Historical center site and requested input about sending a letter of inquiry to NS. The Board discussed the letter. Mr. McOwen agreed to send it on.

### TREASURER'S REPORT

Mr. Sylvester presented the Board with information about the Board's current holdings and funds to be paid to the City pursuant to the MOU. Mr. Sylvester requested approval for the following payments: City Law Department \$6,597.37 for legal services; Dues to the Regional Shortline Association in the amount of \$11,150; a payment to Vehr Communications for \$208; and a payment to Nossaman for \$1,852. Mr. Riordan seconded. Unanimously approved.

### INSPECTION TRIP

Ms. Woerner presented the Board with a request that they approve travel for her and Mr. Garth for the inspection trip. Mr. Riordan moved to approve the travel of Emily

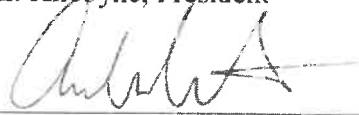
THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

February 24, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway for the purposes of discussing general matters and the potential sale of real estate was noticed for Wednesday February 24, 2017 at 1:30 p.m. at Cincinnati City Hall. The Board determined to cancel the meeting the morning of February 24 and, accordingly, there were no Board members present and no business performed.



Mr. Kilcoyne, President



Mr. Garth, Clerk

THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

February 3, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway for the purposes of discussing general matters and the potential sale of real estate was held on Wednesday February 3, 2017 at 9:00 a.m at Cincinnati City Hall. Mssrs. Kilcoyne, Riordan, McOwen, Sylvester, and Sutmoller were all present. Mr. Garth, Assistant City Solicitor was also present.

NEW BUSINESS

Mr. McOwen presented the group with a proposal for construction of a CSR historical center. Board determined to place this item on the agenda for discussion at the next Board meeting.

EXECUTIVE SESSION

Mr. Sutmoller moved that the Board enter executive session for the purposes of discussing the potential sale of real estate. Mr. Riordan seconded. Mr. Garth took a roll call vote: Mr. Kilcoyne – aye; Mr. Riordan – aye; Mr. Sylvester – aye; Mr. Sutmoller – aye; Mr. McOwen – aye. Executive session entered at approximately 9:10 a.m. Executive session ended at approximately 10:15 a.m.

The Board agreed to schedule another special meeting for the purposes of discussing the potential sale of real estate on February 24, 2017 at 1:30 p.m. No further action taken.

ADJOURN

Mr. Kilcoyne moved to adjourn, which motion was seconded and unanimously approved.



Mr. Kileoyne, President



Mr. Garth, Clerk

# THE MINUTES OF THE TRUSTEES OF THE CINCINNATI SOUTHERN RAILWAY

January 4, 2017

A special meeting of the Trustees of the Cincinnati Southern Railway for the purposes of discussing general matters and the potential sale of real estate was held on Wednesday January 4, 2017 at 3:30 p.m at the offices of Cors and Bassett. Mssrs. Kilcoyne, Riordan, McOwen, Sylvester, and Sutmoller were all present. Mr. Garth, Assistant City Solicitor was present. Oscar Bedolla and Greg Roberson from the Cincinnati Department of Community and Economic Development were also in attendance.

## INVOICES

Mr. Sylvester presented the Board with an invoice from Vehr Communications in the amount of \$142.50. Mr. Sylvester moved for approval of the payments, which was seconded and unanimously approved.

## NEW BUSINESS

Mr. Kilcoyne performed a poll to confirm that there were no more than three individuals of one political party on the Board, as required.

Mr. Kilcoyne confirmed that the NS Bond required under the lease had been renewed in the required amount of \$10.5 million.

## EXECUTIVE SESSION

Mr. Riordan moved that the Board enter executive session for the purposes of discussing the potential sale of real estate. Mr. Sutmoller seconded. Mr. Garth took a roll call vote: Mr. Kilcoyne – aye; Mr. Riordan – aye; Mr. Sylvester – aye; Mr. Sutmoller – aye; Mr. McOwen – aye. Executive session entered at approximately 3:45 p.m. Executive session ended at approximately 4:30 p.m.