

THE LIBERTY COMMUNITY INFRASTRUCTURE FINANCING AUTHORITY
BOARD OF TRUSTEES
AGENDA FOR ORGANIZATIONAL AND SPECIAL MEETING

- 1) Meeting called to order; roll call.
- 2) Certificate of public notice submitted.
- 3) Approval of meeting minutes for Board's November 10, 2025, meeting.
 - a) Motion to approve minutes
 - b) Second to motion
 - c) Vote on motion
- 4) Election of Officers for 2026
 - a) Election of Chairperson of the Board of Trustees for 2026
 - i) Motion to Nominate
 - ii) Second to Motion
 - iii) Vote on Motion
 - b) Election of Vice Chairperson of the Board of Trustees for 2026
 - i) Motion to Nominate
 - ii) Second to Motion
 - iii) Vote on Motion
 - c) Election of Secretary for 2026
 - i) Motion to Nominate
 - ii) Second to Motion
 - iv) Vote on Motion
 - d) Election of Treasurer for 2026
 - i) Motion to Nominate
 - ii) Second to Motion
 - iii) Vote on Motion
- 5) Introduction of new motions and resolutions
 - a) Resolution No. 2026-1 "Approving and Authorizing the Engagement of FBT Gibbons as Legal Counsel to the Board of Trustees of The Liberty Community Infrastructure Financing Authority, and Providing Related Authorizations."

- i) Motion to Approve
- ii) Second to Motion
- v) Vote on Motion

- b) Resolution No. 2026-2 “Regarding Ohio Revised Code Section 9.64 and Actions by the Authority to Ensure Cyber Security.”

- i) Motion to Approve
- ii) Second to Motion
- vi) Vote on Motion

6) Reports and communications from officers of the Board

- a) Chair
- b) Treasurer

7) Other Business

8) Next Meeting

9) Adjournment

- a) Motion to adjourn
- b) Second to motion
- c) Vote on motion

It was moved by _____ and seconded by _____ that the following resolution be adopted:

RESOLUTION NO. 2026-1

APPROVING AND AUTHORIZING THE ENGAGEMENT OF FBT GIBBONS AS LEGAL COUNSEL TO THE BOARD OF TRUSTEES OF THE LIBERTY COMMUNITY INFRASTRUCTURE FINANCING AUTHORITY, AND PROVIDING RELATED AUTHORIZATIONS

WHEREAS, The Liberty Community Infrastructure Financing Authority (“Authority”) is a new community authority validity created and existing under and pursuant to Chapter 349 of the Ohio Revised Code (“Code”); and

WHEREAS, Section 349.06 of the Code provides that the Authority has all powers necessary and convenient to carry out the purposes of Chapter 349 of the Code; and

WHEREAS, the Board of Trustees of the Authority (the “Board”) desires to engage legal counsel to advise and represent the Board and the Authority in connection with its powers, duties, governance, operations, and projects pursuant to the Code; and

WHEREAS, the Board has determined that FBT Gibbons possesses the requisite qualifications and experience to serve as legal counsel to the Board and the Authority, and that it is in the best interests of the Authority to approve and authorize such engagement.

NOW, THEREFORE BE IT RESOLVED by the Board of the Trustees of the Liberty Community Infrastructure Financing Authority that:

Section 1. The engagement of FBT Gibbons to serve as legal counsel to the Board and the Authority is hereby approved and authorized upon such terms set forth in an engagement letter to be negotiated and executed as provided herein. The scope of services shall include general counsel services and such other legal services as may be requested by the Board from time to time. Compensation shall be at the rates and on the terms set forth in the executed engagement letter, subject to appropriations and applicable law.

Section 2. The Chair, Vice-Chair, and the Treasurer, or any of them individually, are authorized and directed to negotiate, approve, execute, and deliver, in the name and on behalf of the Authority, an engagement letter with FBT Gibbons and such other documents, certificates, and instruments as may be necessary or appropriate to effectuate the purposes of this Resolution, all with such changes, insertions, and omissions as the executing officer shall approve, the execution and delivery thereof to be conclusive evidence of such approval.

Section 3. The engagement authorized herein shall comply with applicable provisions of Ohio law governing the engagement of legal counsel by a political subdivision, including but not limited to requirements regarding open meetings, public records, ethics, and appropriations.

Officers identified in Section 2 are authorized to make any certifications or determinations and to take any further actions as may be necessary or appropriate to evidence such compliance, including obtaining any required fiscal approvals, encumbrances, or certifications under applicable budgetary and fiscal procedures. All actions taken pursuant to this Resolution shall comply with Chapter 349 of the Code and any other applicable provisions of Ohio law, as the same may be amended from time to time, and with any duly adopted policies of the Board.

Section 4. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and all deliberations of this Board that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements, the rules for notification of meetings to the public set forth in the bylaws.

Section 5. This resolution shall be in full force and effect immediately upon its adoption.

The foregoing motion having been put to a vote, the result of the roll call was as follows:

Mr. Black - ____

Mr. Magee - ____

Ms. Braun - ____

Mr. Spanner - ____

Mr. Hartranft - ____

Mr. Warner - ____

Mr. Donahue - ____

The undersigned, Secretary of the Board of Trustees of the Liberty Community Infrastructure Financing Authority, does hereby certify that the foregoing is a true and correct copy of the duly authorized resolution of the Authority and appearing upon the official records of the Board.

Adopted: March __, 2026

Date: March __, 2026

Attest: _____

Secretary, Board of Trustees
Liberty Community Infrastructure Financing
Authority

It was moved by _____ and seconded by _____ that the following resolution be adopted:

RESOLUTION NO. 2026-2

REGARDING OHIO REVISED CODE SECTION 9.64 AND ACTIONS BY THE AUTHORITY TO ENSURE CYBER SECURITY

WHEREAS, The Liberty Community Infrastructure Financing Authority (“Authority”) is a new community authority validity created and existing under and pursuant to Chapter 349 of the Ohio Revised Code (“Code”); and

WHEREAS, Section 349.06 of the Code provides that the Authority has all powers necessary and convenient to carry out the purposes of Chapter 349 of the Code; and

WHEREAS, Section 9.64 of the Code was adopted as part of House Bill 96 of the 136th General Assembly, which requires political subdivisions other than counties and municipalities to adopt a cyber security program no later than July 1, 2026; and

WHEREAS, the Ohio Auditor of State (“Auditor”) issued Bulletin 2025-007 on August 27, 2025, which Bulletin described the requirements of Section 9.64 of the Code and resources currently available to assess compliance by a political subdivisions, but the Auditor has not yet provided information or guidance regarding model cyber security programs; and

WHEREAS, the Board of Trustees of the Authority (the “Board”) desires to adopt measures to ensure compliance with cyber security program requirements applicable to political subdivisions, including the requirement in Section 9.64 of the Code that political subdivisions other than counties and municipalities to adopt a cyber security program no later than July 1, 2026; and

NOW, THEREFORE BE IT RESOLVED by the Board of the Trustees of the Liberty Community Infrastructure Financing Authority that:

Section 1. The Board hereby finds and determines that, as of the date of this Resolution, the Authority does not currently possess, maintain, contract for, or have data, information technology, or information technology resources. If and to the extent any such data or resources are later created, acquired, maintained, or contracted for by or on behalf of the Authority, this Section 1 finding shall be updated by subsequent Board action.

Section 2. If to the extent necessary and appropriate, the Authority will take all actions and steps necessary to ensure compliance with Ohio Revised Code Section 9.64, including, as applicable: (a) assessing the Authority’s functions, systems, and data holdings, if so later acquired; (b) developing and adopting an appropriate cyber security program tailored to the Authority’s risk profile and operational posture; (c) implementing processes, policies, and controls consistent with any applicable guidance issued by the State of Ohio; and (d) revisiting and updating such program

upon material changes to the Authority’s operations, the acquisition or use of information technology resources, or the issuance of state guidance, including through any subsequent bulletins or model policies issued by the Auditor.

Section 3. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and all deliberations of this Board that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements, the rules for notification of meetings to the public and news media set forth in the bylaws.

Section 4. This resolution shall be in full force and effect immediately upon its adoption.

The foregoing motion having been put to a vote, the result of the roll call was as follows:

Mr. Black - ____

Mr. Magee - ____

Ms. Braun - ____

Mr. Spanner - ____

Mr. Hartranft - ____

Mr. Warner - ____

Mr. Donahue - ____

The undersigned, Secretary of the Board of Trustees of the Liberty Community Infrastructure Financing Authority, does hereby certify that the foregoing is a true and correct copy of the duly authorized resolution of the Authority and appearing upon the official records of the Board.

Adopted: March __, 2026

Date: March __, 2026

Attest: _____

Secretary, Board of Trustees
Liberty Community Infrastructure Financing
Authority