

RESOLUTION NO. 2009-01

**RESOLUTION AUTHORIZING THE PORT OF GREATER CINCINNATI
DEVELOPMENT AUTHORITY TO ENTER INTO A CONTRACT FOR CLEAN
OHIO ASSISTANCE FUND ENVIRONMENTAL SERVICES FOR THE
AMERICAN CAN BUILDING PROJECT**

WHEREAS, the Port of Greater Cincinnati Development Authority (the "Port Authority") is engaged, among other matters, in the remediation and revitalization of environmentally challenged, "brownfield" property for productive reuse; and

WHEREAS, The American Can Building, LLC ("ACB") has purchased certain real property and improvements commonly known as the American Can Building located at 4101 Spring Grove Avenue, Cincinnati, Ohio (the "Property"), and desires to remediate and rehabilitate the Property for residential/commercial/office use; and

WHEREAS, the Port Authority made an application for a Clean Ohio Assistance Fund ("COAF") grant, with ACB as its Development Partner, in order to fund the environmental restoration and demolition/renovation of the Property ("Project"), and such application has been approved by the State of Ohio Clean Ohio Council ("Clean Ohio Council"); and

WHEREAS, the Port Authority executed a COAF Grant Agreement that governs the Port Authority's receipt and use of the COAF Grant monies; and

WHEREAS, because the Project requires that an Ohio EPA Certified Professional ("Certified Professional") be engaged to oversee certain work and to issue a No Further Action Letter with respect to the Property after it is remediated, the Port Authority has determined that (i) an Ohio EPA Certified Professional must be engaged by the Port Authority in order to fulfill certain professional services and the Port Authority's obligations under a COAF Grant Agreement, (ii) a competitive procurement process will be used to select the Ohio EPA Certified Professional, and (iii) upon selection of an Ohio EPA Certified Professional, the Port Authority must enter into a Contract for Clean Ohio Assistance Fund Environmental Services with the selected Ohio EPA Certified Professional; and

WHEREAS, the Port Authority desires and intends to enter into the agreement noted above, and conduct activities, engage contractors, and provide services in the exercise of its powers as set forth in Ohio Revised Code Chapter 4582, and in furtherance of economic development activities contemplated in Section 13 of Article VII of the Ohio Constitution.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Port of Greater Cincinnati Development Authority:

Section 1. The President of the Port Authority, upon the advice and consent of the Chairperson of the Board, or his/her designee, is hereby authorized to execute a Contract for Clean Ohio Assistance Fund Environmental Services between the Port Authority and the Certified Professional selected through a competitive procurement process in a form substantially similar to that which is on file in the Port Authority's offices.

Section 2. This Board finds and determines that all formal actions of this Board and any of its committees concerning and relating to the adoption of this Resolution were taken, and that all deliberations of this Board and of any of its committees that resulted in such formal action were held, in meetings open to the public, in compliance with the law.

Section 3. This Resolution shall be in full force and effect upon its adoption.

Adopted: January 15, 2009

Yeas: 8

Nays: 0

Chairperson

Attest: _____

Secretary