RESOLUTION NO. 2001 – 08

RESOLUTION AUTHORIZING THE EXECUTION OF A LEASE AGREEMENT PROVIDING FOR THE LEASE OF OFFICE SPACE BETWEEN THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY AND THE KROGER COMPANY

WHEREAS, the Board of Directors (the "Board") of the Port of Greater Cincinnati Development Authority (the "Port Authority") is authorized pursuant to the Bylaws of the Port Authority to designate from time to time the location of the principal offices of the Port Authority; and

WHEREAS, the Board has determined that it is in the best interest of the Port Authority to locate its principal offices at 1014 Vine Street, Suite 1440, Cincinnati, Ohio 45202-1182 (the "Premises") and to appropriately equip and furnish such offices; and

WHEREAS, the terms of an Agreement for the lease of the Premises (the "Kroger Building Lease Agreement") have been preliminarily negotiated between the Port Authority and The Kroger Company;

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

Section 1. The Port Authority is hereby authorized to enter into (i) the Kroger Building Lease Agreement, substantially in the form attached hereto as, and on such terms as provided in, Exhibit A, for the lease of the Premises, and (ii) such purchase or lease contracts as are deemed necessary or appropriate by its Officers to furnish and equip the Premises.

Section 2. Either the Chairperson or Vice Chairperson, or either of their designees, is hereby authorized, for and in the name of the Port Authority and on its behalf and on behalf of the Board, to execute and deliver the Kroger Building Lease Agreement, substantially in the form attached hereto as Exhibit A, with such changes therein as are not inconsistent with this Resolution and as are not substantially adverse to the Port Authority and which are permitted by Sections 4582.21 through 4582.99, Ohio Revised Code, and shall be approved by the officer executing that document. The approval of such changes and that such changes are not substantially adverse to the Port Authority shall be conclusively evidenced by the execution of that document by the Chairperson or his designee.

Section 3. The 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 the 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 4. This Resolution shall be in full force and effect upon its adoption.

Adopted: April 5, 2001

Yeas: 15

Nays: 0

_____
Chairperson

Attest: _____
Secretary