

RESOLUTION NO. 2002-02

RESOLUTION AUTHORIZING THE EXECUTION OF AN INTERIM AGREEMENT EXTENDING THE AGREEMENT BETWEEN SQUIRE, SANDERS & DEMPSEY, L.L.P. AND THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY TO JUNE 6, 2002.

WHEREAS, as part of commencement of operations of the Port of Greater Cincinnati Development Authority (the "Port Authority"), this Board has determined it is necessary to retain interim legal services with respect to the various legal aspect of the operations of the Port Authority; and

WHEREAS, the law firm of Squire, Sanders & Dempsey, L.L.P. has been providing legal services as interim General Counsel pursuant to a proposal to the Port Authority to provide those legal services in the form of a letter agreement, January 10, 2002 to June 6, 2002, a copy of which is on file with this Board;

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

Section 1. The Chairperson or his designee is hereby authorized for and in the name of the Port Authority and on its behalf and on behalf of this Board, to extend to June 6, 2002, the Squire, Sanders & Dempsey L.L.P. the General Counsel Agreement in substantially the form thereof now on file with this Board, after approval of the form thereof by General Counsel to the Port Authority, 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. The Chairperson or his designee is authorized to spend an amount or amounts up to, in the aggregate, \$ 10,000.00, pursuant to the Squire, Sanders & Dempsey L.L.P. Agreement.

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 10, 2002

Yeas: 12

Nays: 0

Chairperson

Attest: _____
Secretary

