

RESOLUTION NO. 2003 – 13

RESOLUTION AUTHORIZING, FOR THE PROJECT AT 3603 KEMPER ROAD, SHARONVILLE, OHIO, A CHANGE NOTICE AND FIRST AMENDMENT TO THE FEBRUARY 2002 AGREEMENT BETWEEN HULL AND ASSOCIATES, INC., AND THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY; AND AUTHORIZING AN ADDITIONAL CONTRACT WITH HULL AND ASSOCIATES, INC., FOR SERVICES IN CONNECTION WITH IMPLEMENTATION OF THE REMEDIATION PLAN FOR THE PROJECT TO BE FUNDED BY THE CLEAN OHIO REDEVELOPMENT FUND.

WHEREAS, as part of the operation of the Port of Greater Cincinnati Development Authority (the “Port Authority”), this Board has determined it is necessary to retain professional environmental services for various aspect of the operations of the Port Authority; and

WHEREAS, as part of the Port Authority mission to perform economic development activities, this Board has determined that professional services in connection with economic development-related activities at the Port Authority’s 3603 Kemper Road, Sharonville, Ohio site (the “Project”) are necessary; and

WHEREAS, the Port Authority and Hull and Associates, Inc. (the “Consultant”) entered into an Environmental Consultant Contract, effective as of February 8, 2002 (the “2002 Contract”), and two Change Notices pursuant thereto, for professional environmental services regarding the Project; and

WHEREAS, the Consultant has proposed to enter into a third Change Notice to the 2002 Contract providing for additional services at the Project with compensation of up to \$16,596.25, and a First Amendment to the 2002 Contract stating the total compensation authorized hereunder; and

WHEREAS, the Consultant has further proposed to enter into an additional agreement with the Port Authority (the Contract for Clean Ohio Redevelopment Fund Environmental Services [the “CORF Contract”), providing for services in connection with implementation of the remediation plan for the Project funded by the Clean Ohio Redevelopment Fund; and

WHEREAS, Consultant represents and covenants that it has the requisite personnel, competence, skill and physical resources to perform the services required under the 2002 Contract, as amended, and under the CORF Contract, with certain services to be performed by subcontractors approved by the Port Authority;

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

Section 1. The Chairperson or the Chairperson’s designee is hereby authorized to execute the following instruments for and in the name of the Port Authority and on its behalf and on behalf of this Board, in forms approved by the Chairperson or the Chairperson’s designee and by the General Counsel to the Port Authority, with provisions not inconsistent with this resolution and not substantially adverse to the Port Authority and which are permitted by Sections 4582.21 through 4582.99, Ohio Revised Code:

A. The Change Notice applicable to the 2002 Contract, providing for additional services in connection with completion of investigative activities in support of a RCRA closure plan for the Project, with compensation of up to \$16,596.25.

B. The First Amendment to the 2002 Contract, providing for total compensation of up to \$68,634.25 for services under the contract, including services pursuant to Change Notices to date and the above \$16,596.25 Change Notice. The maximum compensation under the 2002 Contract, as amended, is subject to increase by execution by the Consultant and the Port Authority of further Change Notices for additional services for the Project.

C. Further Change Notices applicable to the 2002 Contract, provided that total maximum compensation under the 2002 Contract and Change Notices shall not exceed \$180,000.

D. The CORF Contract, providing for services in connection with implementation of the remediation plan for the Project funded with assistance from the Clean Ohio Redevelopment Fund. The CORF Contract may provide for maximum compensation of up to \$1,500,000, including:

(i) Up to \$195,324 for services including preparation of specifications and health and safety plans, and observation and confirmation of remediation activity;

(ii) Up to \$120,000 for asbestos abatement; and

(iii) If authorized by subsequent Change Notice(s), up to \$1,184,676 for additional services, which may include demolition and remediation.

E. Change Notice(s) applicable to the CORF Contract, provided that total maximum compensation under the CORF Contract and Change Notices shall not exceed \$1,500,000.

Approval on behalf of the Port Authority of the respective forms of the foregoing instruments shall be conclusively evidenced by the execution of an instrument by the Chairperson or the Chairperson's designee.

Section 2. The Chairperson or the Chairperson's designee is authorized to undertake all reasonable actions necessary to fulfill the obligations of the Port Authority under the contracts authorized in Section 1, above, including expenditure of up to the maximum compensation amounts stated in Section 1.

Section 3. 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 4. This Resolution supercedes and supplants the Resolution No. 2003-7 of the Board, adopted March 6, 2003, that authorized execution of a First Amendment to the 2002 Contract.

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

Adopted: June 5, 2003

Yeas: 13

Chairperson

Nays: 0

Attest: _____
Secretary