

## **RESOLUTION NO.2004-15**

### **RESOLUTION AUTHORIZING THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY TO ENTER INTO A FIRST AMENDMENT TO ENVIRONMENTAL CONSULTANT CONTRACT**

**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**, Red Bank Road LLC (“LLC”) is the owner of certain real property and improvements commonly known as 4000 Red Bank Road, Fairfax, Ohio (“Property”), and has entered into a Site Preparation and Development Agreement – 4000 Red Bank Road Site with the Port Authority and the Village of Fairfax (“Development Agreement”); and

**WHEREAS**, the Port Authority made an application for a Clean Ohio Revitalization Fund (“CORF”) grant in 2003 in order to fund the environmental restoration and demolition of an empty factory building on the Property, and such application has been approved in 2004 by the State of Ohio Clean Ohio Council (“Clean Ohio Council”), and the Port Authority has entered into a Grant Agreement with the Clean Ohio Council with respect the CORF grant; and

**WHEREAS**, the Port Authority Board of Trustees has previously authorized its staff to enter into an agreement with the environmental consulting firm of Hull & Associates, Inc. (“Hull”) for purposes of conducting certain environmental consulting, remediation and related work to be paid for by the Clean Ohio Council under the Grant Agreement; and

**WHEREAS**, LLC and Port have determined that additional environmental consulting, remediation and related work (“Additional Work”) is necessary at the Property in order to fulfill their mutual objectives under the Development Agreement, and in order to fulfill their obligations under the Grant Agreement, and the Additional Work will be paid for by LLC (or third parties other than Port) as so-called “matching funds” as that term is used in the Grant Agreement; and

**WHEREAS**, LLC and Port desire that Hull be engaged to conduct the Additional Work because it is directly related to and, in many instances, will be performed simultaneous with and in physical conjunction with the Grant Agreement-funded work; and

**WHEREAS**, Port and Hull entered into an Environmental Consultant Contract, dated April 9, 2004 (“Environmental Consultant Contract”), for Hull to perform certain pre-Grant Agreement environmental consulting services at the Property on behalf of Port, and to be paid by LLC, in an amount not to exceed \$15,000, a copy of which is attached hereto for reference;

**WHEREAS**, in order that the Additional Work be performed by Hull, it is necessary and appropriate to amend the Environmental Consultant Contract to increase the dollar amount to include the Additional Work, and to otherwise modify its terms to indicate that LLC (or its designee other than the Port) shall be responsible for payment of all of Hull's services thereunder, and for other, related purposes,

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

Section 1. The Port Authority staff is hereby authorized for and in the name of the Port Authority and on its behalf and on behalf of this Board, to execute the attached First Amendment to Environmental Consultant Contract in a form substantially similar to that attached hereto.

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: May 13, 2004

Yeas:   11  

Nays:    0   

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Chairperson

Attest: \_\_\_\_\_

Secretary