

RESOLUTION NO.2004-23

RESOLUTION AUTHORIZING THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY TO ENTER INTO MULTIPLE AGREEMENTS RELATED TO LINDEN POINTE, NORWOOD PROJECT REMEDIATION

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, Al. Neyer, Inc. (“NEYER”) is the owner of certain real property and improvements commonly known as 5025 Carthage Avenue, Norwood, Ohio (“Property”), and desires to remediate and rehabilitate the Property for commercial/office use; and

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

WHEREAS, the Port Authority and NEYER have determined that a Development and Site Preparation Agreement between them is necessary to govern their overall business relationship, including NEYER’s future development of the Project, and, have further determined that a Contract for Clean Ohio Assistance Fund Environmental Services between them is necessary to govern the use of COAF grant monies at the Project in compliance with a COAF Grant Agreement and for other purposes;

WHEREAS, if the COAF Grant Agreement application is approved, the Ohio Department of Development will tender to the Port Authority a COAF Grant Agreement for execution by the Port Authority to govern the Port Authority’s receipt and use of COAF Grant monies and such COAF Grant Agreement is expected to be substantially similar to similar COAF Grant Agreements executed by the Port Authority in the past; and

WHEREAS, because the Project requires that an Ohio EPA 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 an Ohio EPA Certified Professional (“CP”) must be engaged by the Port Authority in order that to fulfill certain professional services and the Port Authority’s obligations under the COAF Grant Agreement, and, in order to achieve this end, (a) SRW Environmental Services, Inc. (“SRW”) and its Certified Professional, Michael

Weinstein, have been determined by the Port Authority to possess unique and specialized professional skills for this specific professional service, including having conducted prior environmental studies of the Property for NEYER, being proposed by NEYER to undertake the CP services based upon this experience with the Project, and having conducted prior CP services for the Port Authority on another Clean Ohio Fund brownfield project, and (b) a Contract for Clean Ohio Assistance Fund Environmental Services between SRW and the Port Authority is necessary to govern the use of COAF grant monies at the Project in compliance with a COAF Grant Agreement and for other purposes;

WHEREAS, the Port Authority desires and intends to enter into the various agreements 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 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 following contracts:

A. Development and Site Preparation Agreement between the Port Authority and NEYER in a form substantially similar to that on file in the Port Authority offices and/or attached hereto;

B. Contract for Clean Ohio Assistance Fund Environmental Services between the Port Authority and NEYER in a form substantially similar to that on file in the Port Authority offices and/or attached hereto;

C. Grant Agreement for Clean Ohio Assistance Fund monies between the Port Authority and the Ohio Department of Development in a form substantially similar to that on file in the Port Authority offices and/or attached hereto; and,

D. Contract for Clean Ohio Assistance Fund Environmental Services between the Port Authority and SRW, or another firm of comparable quality (with a CP on its staff) in the event that SRW is unable or unwilling to enter into said Contract, in a form substantially similar to that on file in the Port Authority offices and/or 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: November 11, 2004

Yeas: 10

Nays: 0

Chairperson

Attest: _____

Secretary