

It was moved by R DOKE and seconded by S WRIGHT that the following resolution be adopted:

RESOLUTION NO. 2019-18

A RESOLUTION AUTHORIZING PARTICIPATION IN THE ACQUISITION, CONSTRUCTION, IMPROVEMENT, AND EQUIPMENT OF SPECIAL ENERGY IMPROVEMENT PROJECTS IN THE CITY OF BLUE ASH, OHIO, PURSUANT TO OHIO REVISED CODE CHAPTER 1710; AUTHORIZING THE EXECUTION AND DELIVERY OF SEVERAL COOPERATIVE AGREEMENTS; AND APPROVING RELATED MATTERS.

WHEREAS, by and pursuant to the laws of the State of Ohio, the Port of Greater Cincinnati Development Authority (the "Port Authority") was created and exists as a body corporate and politic, performing essential public functions, and is authorized and empowered by Ohio Revised Code Section 4582.21 *et seq.* (the "Act") to, among other things, finance port authority facilities that are related to, useful for, or in furtherance of, one or more of the authorized purposes defined in the Act; and

WHEREAS, the City of Blue Ash, Ohio (the "City") has requested the Port Authority's assistance in connection with the acquisition, construction, improvement, and equipment of special energy improvement projects within the City (the "Blue Ash PACE Project"); and

WHEREAS, Section 4582.431 of the Act authorizes the Port Authority to enter into agreements with certain other political subdivisions, to exercise any power, perform any function, or render any service on behalf of the City which the City is authorized to exercise, perform, or render;

WHEREAS, the Board desires to collaborate with the City in support of the Blue Ash PACE Project and, to that end, to enter into six Cooperative Agreements between the Port Authority, the City, the Deer Park, Loveland, Sharonville, Sycamore Township, Symmes Township Energy Special Improvement District, Inc., doing business as the Suburban Communities Energy Special Improvement District, Inc. (the "District"), and the owners of real property on which the special energy improvement projects will be constructed (the "Cooperative Agreements") defining the obligations of the parties with respect to the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY THAT:

Section 1. The Board hereby approves and authorizes the Chief Executive Officer and President (the "Executive") to execute the Cooperative Agreements now on file with the Secretary of the Port Authority, together with such changes as are not materially adverse to the Port Authority.

Section 2. The Executive is hereby authorized to perform all acts and execute and deliver all instruments and to take all such other and further action in the name of and on behalf

of the Port Authority as the Executive deems necessary or appropriate to carry out the Cooperative Agreements and purposes of this Resolution. The signature of the Executive appearing on any of the foregoing instruments or actions will be conclusive evidence of the Port Authority's approval of such instruments or actions.

Section 3. This Board hereby finds and determines that all formal actions relative to the adoption of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of its committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Revised Code.

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

[Certification Page Immediately Follows]


The foregoing motion having been put to vote, the result of the roll call was as follows:

Voting Aye: 9

Voting Nay: 0

Adopted: August 15, 2019

Dated: 8-15, 2019

Certified As Adopted By: 
Name: CHARLIE LUKEN
Title: CHAIR

The undersigned, Secretary of the Board of Directors of the Port of Greater Cincinnati Development Authority, does hereby certify that the foregoing is a true and correct copy of a resolution of the Port of Greater Cincinnati Development Authority, duly adopted on August 15, 2019, and appearing upon the official records of that Board.

Attest: 
Secretary, Board of Directors
Port of Greater Cincinnati Development Authority