

**Special Meeting of the Board of Trustees
January 28, 2014**

1. Opening of Meeting

2. Public Hearing

- a. Public Hearing on Major Modification to Final Development Plan for Stone Creek Town Center
- b. Public Hearing on Text Amendment changing the terms of the Board of Zoning Appeals and Zoning Commission.

3. New Business

Zoning

- a. Request for Public Hearing on the Demolition of Properties at the Trustee Meeting on February 25, 2014.....Action

Administration

- a. Approval of Resolution Authorizing Financial and Material Support to Colerain Chamber of Commerce, Incorporated and its Governing Body.....Action
- b. Approval of Memorandum of Understanding between Hamilton County Planning & Development Department (HCPD) and Colerain Township.....Action
- c. Approval to Rescind Resolution 55-12 CRA T Northgate JCPAction
- d. Approval of Resolution updating Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theaters PROJECT CRAAction
- e. Approval of Resolution Authorizing Administrator to Execute Documents associated with Hamilton County NSP Acquisition/Redevelopment Funds.....Action
- f. Resolution to Proceed to Levy a Tax Exceeding Ten-Mill Limitations for Police and Emergency Medical Services at a rate of 1.95 mills.Action

4. Presentations

- a. Benchmarking – Public Services
- b. Benchmarking – Planning and Zoning

5. Executive Session - if needed

6. Adjournment

NEW BUSINESS

Department: Building, Planning & Zoning

Department Head: Geoffrey G. Milz, AICP

1. Public Hearings

(1) Public Hearing on Major Modification to Final Development Plan for Stone Creek Town Center – Action Requested

(2) Public Hearing on Text Amendment changing the terms of the Board of Zoning Appeals and Zoning Commission – No action requested at this meeting.

2. Action (Include rationale)

a. Personnel

b. Policy

c. Other

(1) Request for Public Hearing on the Demolition of Properties at the Trustee Meeting on February 25, 2014: At the December 2013 Board of Trustees meeting, the Board passed an Initial Demolition Resolution for the property located at 2891 Jonrose. A public hearing must be held before the board can consider a Final Demolition Resolution on these properties.

3. Information

a. Other



STAFF REPORT: **MAJOR MODIFICATION TO
FINAL DEVELOPMENT PLAN**
CASE #: ZA2005-0003
STONE CREEK TOWNE CENTER
JANUARY 28, 2014

PREPARED BY: GEOFFREY G. MILZ, AICP

**ZONING
COMMISSION
RECOMMENDATION**

At the December 17, 2013 Zoning Commission Meeting, the Commission voted 3-2 to recommend the Approval of the Major Modification to the Final Development Plan with the following conditions: Before submission to the Trustees for final approval, the following documents will be submitted to the Zoning Administrator:

1. Lighting plan that meets the Zoning Resolution.
2. Finalization of parking – 9 ft. x 16.50 ft. parking spaces and 22 ft. drive aisles where deemed necessary.
3. Signage as proposed with elimination of the 11 ft. sign.
4. Final specifications for screening of the dumpster.

**PROJECT
SUMMARY:**

The applicant proposes to enlarge the BWB building, change its location on the site and enlarge its free-standing signage. Applicant also proposes to change the uses on the Shops at Stone Creek from 3 storefronts (3,300 SF Retail, 1,500 SF Restaurant, 3,000 SF Restaurant/Retail) to 4 storefronts (3,300 SF Retail, 1,500 SF Restaurant, 1,350 SF Retail, 1,650 SF Restaurant)

**PROJECT
HISTORY:**

Preliminary Development Plan | Trustees: Approved May 11, 2005
Final Development Plan | Zoning Commission: Approved September 20, 2005
Major Modification to FDP (1) | Zoning Commission: Recommended approval on May 21, 2013
Major Modification to FDP (1) | Trustees: Approved on July 1, 2013
Minor Modification to FDP | Zoning Commission approved on September 17, 2013
Major Modification to FDP (2) | Regional Planning Commission recommended approval with conditions on December 5, 2013

	Approved 7/1/13	Approved 9/17/13	Proposed
BWB Building Size	5,409 SF	7,230 SF	7,303 SF
BWB Signage: Monument	3.5' H 21 SF	3.5' H 21 SF	11.3' H 62 SF +?
BWB Signage: Wall - S Elevation	4' H 51 SF	4' H 51 SF	4' H 44 SF
Total Site Parking	187 (Total)	184 (Total)	181 (Total)

OTHER AGENCY Hamilton County Regional Planning Commission

REPORTS: The Regional Planning Commission voted unanimously in support of the project

Hamilton County Stormwater & Infrastructure

1. An SDS (Storm Drainage System) Permit (PWSD 130047) was applied for and a Stormwater Review fee was submitted on July 24, 2013 for the subject project. The permit was approved August 26, 2013. This approval was prior to the proposed revision to the increased building size and revised building location.
2. Stormwater will require two sets of revised improvement plans and one set of revised calculations to be submitted for approval.

Colerain Township Fire Department

1. Fire Department connection must be located within 75 feet of a fire hydrant.

Hamilton County GIS

1. no concerns

Hamilton County Soil & Water Conservation District

1. Project has an approved Earthwork Permit based on plans from August 15, 2013.
2. Proposed changes require an updated earthwork permit if the quantities for excavation and fill are different from the previous submittal
3. Proposed changes require an updated grading plan showing changes
4. Proposed changes require an updated Stormwater Pollution Prevention Plan (SWPPP) or Erosion Prevention and Sedimentation Plan (EP&SC Plan)

Hamilton County Engineer

1. No landscaping, screening or obstructions shall be permitted in the right-of-way.
2. Stone Creek Blvd. is a Colerain Township Street under the jurisdiction of Colerain Township. Colerain Township must be contacted for their recommendations

REVIEW OF FDP: Findings:

- LANDSCAPING
- Landscaping Plan meets zoning requirements.
 - Changes from previously approved landscape plan include elimination of planting bed on the western edge of the property (replaced by Norway Spruce), elimination of one planted parking island and other changes related to the reconfiguration of the building and parking areas.

REVIEW OF FDP: Findings:

- LIGHTING
- Average illumination on the parking area is 3.9 footcandles where the maximum average permitted is 2.0 footcandles
 - Maximum illumination on the parking area is 45.2 footcandles where the maximum permitted is 5.0 footcandles.
 - Maximum illumination at the property boundary is 0.5 footcandles where the maximum illumination at property boundaries is 0.5 footcandles for cutoff luminaires.
 - Lighting plan does not show heights of luminaires. Maximum height of luminaires is 24' for cutoff lights.

REVIEW OF FDP: Findings:

- SIGNAGE
- The applicant's monument signage proposal is unclear. The landscape plan shows two attractive monument signs. Each would have approximately 21 SF per side attached to a 5' high stone pier with a light feature on the crown. These monument signs would be in keeping with the proposed series of stone piers accenting the streetscape design. The applicant also submitted a sign package from BWW that calls for the western monument sign to be 11'4" in height. The BWW sign would not be in keeping with the aesthetic and design of the site.
 - The applicant proposes 44SF of wall signage on the BWW building with a maximum height of 4'. This proposal meets zoning requirements.
 - The applicant proposes 32SF of temporary signage with a height of 8'. This proposal meets zoning requirements so long as it is removed within 30 days of the opening of the store. This will require a separate permit.

REVIEW OF FDP: Findings:

- PARKING
- The drive aisle behind the BWW building is 18' where 24' is required.
 - Many of the parking stalls are 9' by 16.5' where 9' by 18' is required
 - 176 parking spaces are required on this site. The landscape plan shows 182 parking stalls on the site while the final development plan shows 181.

REVIEW OF FDP: Findings:

- OTHER CONSIDERATIONS
- While the previously approved building location is preferable to the newly proposed location, the move is the result of a geotechnical survey which, the applicant claims, demonstrates an inability to build near the slope next to the detention pond.
 - Building dimensions on the elevation drawings do not match building dimensions on the site plan.
 - The dumpster area for the BWW has been moved but will still be screened. A preferable location would be behind the building.

RECOMMENDATION: The applicant has submitted materials addressing the conditions imposed by the Zoning Commission. Having reviewed the newly submitted materials and having found them to be acceptable, staff recommends **APPROVAL** of the Major Modification to the Final Development Plan.



STAFF REPORT: TEXT AMENDMENT
CASE #: ZA2013-06
TERMS OF BOARD
MEMBERS
JANUARY 28, 2014

PREPARED BY: GEOFFREY G. MILZ, AICP

Zoning Commission Recommendation: On December 21, 2014, the Colerain Township Zoning Commission voted 4-0-0 to recommend approval of the Text Amendment.

Project Summary: A proposal to amend the Zoning Resolution related to the terms of members of the Board of Zoning Appeals and the Zoning Commission

Zoning Summary: Text amendment

Case History: Initiation of Text Amendment | Trustees: Approved December 10, 2013
RPC Review | Hamilton County Regional Planning Commission: Recommended Denial January 5, 2014

Proposed Change: Section 3.2.1 shall be amended as to include the italicized language and removal of the stricken language:

3.2.1 Appointment and Organization.

(A) The Zoning Commission shall be composed of 5 members who reside in the unincorporated area of Colerain Township, to be appointed by the Board of Trustees.

(B) Members shall serve ~~5-year terms~~ *2-year terms* with the term of one member expiring each year

(C) Each member shall serve until his or her successor is appointed and qualified.

(D) Members of the Zoning Commission shall be removable for non-performance of duty, misconduct in office, or other cause, by the Trustees, and after a public hearing has been held regarding such charges, a copy of the charges having been served upon the member so charged at least 10 days prior to the hearing, either personally or by registered mail, or by leaving the same at the member's usual place of residence. The member shall be given an opportunity to be heard and answer such charges.

(E) Vacancies shall be filled by appointment by the Trustees and shall be for the time remaining in the unexpired term."

Section 3.3.1 shall be amended as to include the italicized and underlined language and removal of the stricken language:

3.3.1 Appointment and Organization.

(A) The Board of Zoning Appeals shall consist of 5 members to be appointed by the Board of Township Trustees.

(B) Members shall be residents of the unincorporated area of Colerain Township, Hamilton County, Ohio.

(C) Members shall serve ~~5-year terms~~ *2-year terms* with the term of one member expiring each year.

(D) Each member shall serve until their successor is appointed and qualified.

(E) Members of the Board of Zoning Appeals shall be removable for non-performance of duty, misconduct in office, or other cause, by the Trustees, upon written charges having been filed with the Trustees, and after a public hearing has been held regarding such charges, a copy of the charges having been served upon the member so charged at least 10 days prior to the hearing, either personally or by registered mail, or by leaving the same at the member's usual place of residence. The member shall be given an opportunity to be heard and answer such charges.

(F) Vacancies shall be filled by appointment by the Trustees and shall be for the time remaining in the unexpired term.

Other Agency
Reports

Hamilton County Regional Planning Commission

The Hamilton County Regional Planning Commission voted 6-0 to recommend denial of the proposed text amendment. In their staff report they concluded: "Generally, staff finds that the proposed text amendments would not result in an improved set of development guidelines and regulations. Staff finds the proposed changes would be a disservice to the development community who would have to deal with a new set of board members more often which could force the township staff to spend more time and resources explaining case history to new members. Therefore, staff finds no sufficient reason to deviate from the Ohio Revised Code model of a five member board with five year terms limits and finds these changes to be inappropriate and unwarranted."

Conformance with
Comprehensive Plan:

The Comprehensive Plan does not directly address the mechanics of the board operations. However, staff believes the proposed amendment advances the vision articulated in the Comprehensive Plan for the reasons listed in the Justification of Changes section of this report.

Justification of
Changes:

The changes are proposed to increase the ability of the Township to recruit and retain high-quality board members and to provide better opportunity to for board development by balancing the skills and knowledge that board members provide the Township with the needs of the boards and Township.

Conclusions:

Despite the objections of the Regional Planning Commission, our Law Director believes that the two-year terms are in keeping with Ohio Revised Code and is preparing a written opinion for the Commission and Trustees. The opinion will be distributed to the Commission when it is received.

Recommendation:

Staff recommends the matter be continued until such time as legal council has finalized their review of the proposed text amendment.

NEW BUSINESS

Department: Administration

Department Head: James Rowan

Action:

- a. Approval of Resolution Authorizing Financial and Material Support to Colerain Chamber of Commerce, Inc. and its Governing Body
- b. Approval of Memorandum of Understanding between Hamilton County Planning & Development Department (HCPD) and Colerain Township whereas HCPD agrees to station a Building Plans Examiner at the Colerain Township Administrative Building to serve as a Satellite Office of the Building and Inspections Division of HCPD.
- c. Approval to Rescind Resolution 55-12 CRA T Northgate JCP due to change of ownership.
- d. Approval of Resolution for Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theaters PROJECT CRA.
- e. Approval of Resolution Authorizing Administrator to Execute Documents associated with Hamilton County NSP Acquisition/Redevelopment Funds
- f. Resolution to Proceed to Levy a Tax Exceeding Ten-Mill Limitation for Police and Emergency Medical Services at a rate of 1.95 mills.

The Board of Trustees of Colerain Township, County of Hamilton, State of Ohio, met in special session at 5:30 p.m., on the 28th day of January, 2014, at the Colerain Township Administration Building, 4200 Springdale Road, Cincinnati, Ohio 45251, with the following members present:

Dennis P. Deters, Jeffrey F. Ritter, Melinda Rinehart

Mr./Ms. _____ introduced the following resolution and moved its adoption:

RESOLUTION NO. _____-14

RESOLUTION AUTHORIZING FINANCIAL AND MATERIAL SUPPORT TO COLERAIN CHAMBER OF COMMERCE, INC. AND ITS GOVERNING BODY

WHEREAS, Colerain Township is desirous of providing financial and material support to Colerain Chamber of Commerce, Inc., a non-profit Ohio corporation until December 31, 2014; and

WHEREAS, it is the desire of Colerain Township to promote, encourage and develop Colerain Chamber of Commerce, Inc. so it may successfully fulfill its stated purpose to advance the economic, industrial, professional, commercial, cultural and civic welfare of Colerain Township and the surrounding communities; to encourage the growth of existing industries and businesses while giving all proper assistance to any new firms or individuals seeking to locate in the area; to provide business and industrial education to the people of Colerain Township and the surrounding area; to support all those activities determined by the Directors of the Corporation to be beneficial to the community and area; to oppose those which might be detrimental; and in general, to promote the welfare of all area citizens.; and

WHEREAS, the Colerain Township Board of Trustees wishes to nominate at least two initial Directors to Colerain Chamber of Commerce, Inc.; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Colerain Township, Hamilton County, Ohio, as follows:

1. The Township Administrator is hereby authorized to enforce this Resolution and provide economic and material support to Colerain Chamber of Commerce, Inc. pursuant to the instructions of the Board of Trustees.
2. The Board nominates Mr. James Rowan and Mr. Frank Birkenhauer to represent Colerain Township on the newly established Board of Directors of Colerain Chamber of Commerce, Inc. as ex-Officio Directors.
3. That the Board by a majority vote hereby dispenses with the requirement that this Resolution be read on two separate days pursuant to Section 504.10 of the Ohio Revised Code and hereby authorizes the adoption of the Resolution upon its first reading.
4. That this Resolution shall be effective at the earliest date allowed by law.
5. The Board hereby finds and determines that all formal actions of this Board concerning and relating to the passage of this Resolution were taken in an open meeting of this Board, and

that all deliberations of this Board and any of its committees that resulted in such formal action were taken in meetings open to the public, in compliance with all legal requirements including §121.22 of the Ohio Revised Code

Mr./Ms. _____ seconded the Resolution, and the roll being called upon the question of its adoption, the vote resulted as follows:

Vote Record: Mr. Deters _____, Mr. Ritter _____, Ms. Rinehart _____

ADOPTED this 28th day of January, 2014.

BOARD OF TRUSTEES:

Dennis P. Deters, Trustee

Jeffrey F. Ritter, Trustee

Melinda Rinehart, Trustee

ATTEST:

Heather E. Harlow,
Fiscal Officer

Resolution prepared by and approved as to form:

Lawrence E. Barbieri (0027106)
5300 Socialville Foster Rd., Suite 200
Mason, OH 45040
(513) 583-4200
Colerain Township Law Director

AUTHENTICATION

This is to certify that this Resolution was duly passed and filed with the Colerain Township Fiscal Officer this 28th day of January, 2014.

Heather E. Harlow,
Colerain Township Fiscal Officer

**Memorandum of Understanding
Between
Hamilton County Planning & Development Department
and
Colerain Township**

The Hamilton County Planning & Development Department (HCPD) and Colerain Township wish to enter into an agreement whereby HCPD agrees to station a Building Plans Examiner at the Colerain Township Administration Building located at 4200 Springdale Road to serve as a satellite office of the Building and Inspections Division of HCPD. As part of this agreement, each party agrees to provide certain services or accommodations as follow:

HCPD agrees to:

1. Staff the Colerain Township Administration Building on Monday, Wednesday and Friday for 4 hours each work day. The primary staff assigned to this site will be a Building Plans Examiner that possesses all necessary licenses and certifications.
2. Services provided will include: reviewing of building plans, accepting applications for permits*, answering questions over the phone or in person, attending meetings with applicants (or potential applicants) to provide input on proposed building plans, and signing off on any walk-through permits (if applicable).
3. Provide computer software and hardware for the Building Plans Examiners to process applications, complete plan reviews and standard administration functions (e-mail, word processing, etc.).
4. Provide all forms and applications for walk-in customers.
5. Provide a credit card machine to process credit card payments.

*During the initial pilot project timeframe the Satellite Office will not be a fully functional location of the Building and Inspections Division of HCPD. Services may be limited with the understanding that these will be expanded as allowed during the pilot period and thereafter.

Colerain Township agrees to:

1. To provide office space for one person including a dedicated phone line and all necessary IT connections to enable use of a laptop computer with high-speed internet access.
2. To provide an internet or phone connection (as needed) for a credit card machine to enable such payments to be received.
3. To provide normal office supplies including access to a standard copying machine.
4. To provide a secure location for building plans, applications and checks or monies.

5. Provide an administration staff person to direct customers to applications and notify Building Plans Examiner of walk-in customers requiring assistance.

Additionally, both parties agree to the following:

1. That after a period of at least three (3) months but not more than six (6) months, the parties will meet to assess the arrangement and determine if modifications are necessary.
2. As part of the assessment, the parties will discuss the need for a professional courier service to transport plans between the Colerain Township Administration Building to the Hamilton County Planning & Development office (currently located at 138 E. Court St – downtown). If deemed necessary, the parties will discuss the cost of this service and mutually agree on a method to cover the expense of such service.
3. Either of the parties to this MOU may withdraw from participation provided that the party withdrawing provides 30 days notice. This document may also be amended by mutual agreement.

The undersigned represent that the individuals below are authorized to sign this Memorandum of Understanding on behalf of their respective parties.

James Rowan, Administrator
Colerain Township

Date

Todd Kinskey, Director
Hamilton County Planning & Development

Date

RESOLUTION NO. _____
Colerain Township, Hamilton County, Ohio

**APPROVING COMMUNITY REINVESTMENT AREA INCENTIVE
RECOMMENDATIONS FOR THE Northgate X, LLC and Northgate Ops, LLC
DBA Xscape Theatres PROJECT**

WHEREAS, Colerain Township, Hamilton County, Ohio has encouraged the development of real property and the acquisition of personal property located in the area designated as the Colerain Township Community Reinvestment Area #3; and

WHEREAS, the Colerain Township Board of Trustees, Hamilton County, Ohio by Resolution 24-12 passed on May 22, 2012, designated an area as the "Colerain Township Community Reinvestment Area #3" pursuant to Chapter 3735 of the Ohio Revised Code; and

WHEREAS, effective August 13, 2012, the Director of Development of the State of Ohio determined that the aforementioned area designated in said Resolution 24-12 contained the characteristics set forth in Section 3735.66 of the Ohio Revised Code and confirmed said area as a Community Reinvestment Area under said Chapter 3735; and

WHEREAS, Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres, Colerain Township, Ohio is desirous of constructing a cinema of at least 14 screen movie theatre with seating estimated at 1500 creating a new stadium reclining seating, digital projection state of the art theater located in Colerain Township Community Reinvestment Area #3, provided that the appropriate development incentives are available to support the economic viability of said project; and

WHEREAS, Colerain Township having the appropriate authority for the stated type of project is desirous of providing Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres with incentives available for the development of the project in said Community Reinvestment Area #3 under Chapter 3735 of the Ohio Revised Code; and

WHEREAS, Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres has submitted a proposed agreement application to Colerain Township through Hamilton County Development Company and remitted a \$1,500 application fee; and

WHEREAS, the Hamilton County Development Company acting on behalf of Colerain Township has investigated the application of Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres and has recommended a fifty percent (50%) exemption for twelve (12) years on the assessed value of the improvements to the property at 9500 Colerain Avenue, Parcel 510-0103-0165-00 to the Board of Trustees of Colerain Township on the basis that Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres is qualified by financial responsibility and business experience to create and preserve employment opportunities in said Community Reinvestment Area #3 and improve the economic climate of Colerain Township; and

NOW, THEREFORE, BE IT RESOLVED, the Board of Trustees of Colerain Township, Hamilton County, Ohio:

Section 1. For the benefit and welfare of Colerain Township and its citizens, proposes entering into an agreement with Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres for a fifty percent exemption for ten (12) years on the assessed value of the improvements to the property at 9481 Colerain Avenue.

Section 2. Hereby consents to said agreement subject to the following conditions:

- a. That, approval of said agreement shall be withdrawn immediately if all or a portion of the subject property is annexed from Colerain Township into any other political subdivision;
- b. That, "Colerain Township, Ohio 45251" be used for all communications for this development.
- c. Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres abide by all aspects of the Community Reinvestment Memorandum of Understanding.

Section 3. Hereby authorizes and directs the Assistant Township Administrator to execute said agreement on behalf of the Board of Trustees.

Section 4. That the Board of Trustees of Colerain Township upon majority vote does hereby dispense with the requirement that this Resolution be read on two separate days and hereby authorize the adoption of this Resolution upon its first reading.

Section 5. This Resolution shall take effect and be enforced from and after the earliest period allowed by law.

BOARD OF TRUSTEES

OHIO

COLERAIN TOWNSHIP
HAMILTON COUNTY,

Dennis Deters, Trustee

Melinda Rinehart, Trustee

Jeffrey Ritter, Trustee

Attest:

Heather E. Harlow, Fiscal Officer
Colerain Township

Prepared by and Approved as to form:

Lawrence E. Barbieri (0027106)
5300 Socialville Foster Rd., Suite 200
Mason, OH 45040
(513) 583-4200
Colerain Township Law Director

AUTHENTICATION

This is to certify that this Resolution was duly passed and filed with the Colerain
Fiscal Officer, this _____ day of _____, 2014.

Heather E. Harlow,
Colerain Township Fiscal Officer

Community Reinvestment Area Application

To be submitted to:

Hamilton County Development Co., Inc.

1776 Mentor Ave.; Norwood, Ohio 45212-3597

Phone: (513) 631-8292 Fax: (513) 631-4887

Proposal for a Community Reinvestment Area Agreement between Hamilton County and
Northgate X, LLC and Northgate Ops, LLC DBA Xscape Theatres
(Name of Enterprise)

1. Name of enterprise requesting incentives: Northgate X, LLC & Northgate Ops, LLC
Current mailing address: 825 Northgate Blvd. Suite 203, New Albany, IN 47150
Contact person/title: Chance Ragains, President & CEO
Telephone number: (812)-945-4006
2.
 - a. Name of entity(s) that will own the real property during the term of an Agreement: Northgate X, LLC
 - b. If enterprise requesting exemptions will be leasing the project site, what is the term of the lease?
Leasing to the Operating Unit (Northgate Ops, LLC 15 years)
3. Nature of enterprise (manufacturing, warehousing, wholesale, service or other) that will be operating on the project site: - Theatre Operations - Northgate Ops, LLC
4. List the primary 6-digit North American Industry Classification System (NAICS) #
512131
5. Form of enterprise (corporation, partnership proprietorship, or other). LLC taxed as Partnership
6. Name of principal owners or officers of business: Anne Ragains Gift Trust & Chance Ragains, President & CEO

7. Outline the fiscal year schedule for the company that would be receiving exemptions:

2014-2026 – Period of Exemption

Fiscal Year - Calendar

8. Is the business seasonal in nature? Yes _____ No X _____

9. Will the project involve the relocation of employment positions or assets from one Ohio location to another? ____ Yes X No If yes, list name of location(s) and the corresponding number of employees to be relocated from each site.

10. Project employment data: (FT = full-time employees; PT = part-time employees;
Perm. = permanent employees; Temp. = temporary employees)

<u>Relocated Positions/Payroll</u>	<u>New Positions/Payroll</u>	<u>Existing Positions/Payroll</u>
____ #FT Perm=\$ _____	<u>5</u> # FT Perm= \$133,200	____ # FT Perm.= \$ _____
____ #PT Perm=\$ _____	<u>30</u> # PT Perm=\$198,900	____ #PT Perm.= \$ _____
____ #FT Temp=\$ _____	____ # FT Temp=\$ _____	____ #FT Temp.= \$ _____
____ #PT Temp=\$ _____	<u>15</u> # PT Temp=\$77,220	____ #PT Temp.= \$ _____

- A. Please Estimate new employment and payroll at the proposed facility over the next three years.

	Year 1	Year 2	Year 3	TOTAL
FTP	4	1		5
FTT	0	0	0	0
PTP	20	5	5	30
PTT	10	3	2	15
Estimated average annual payroll for new employees:	\$296,480	\$69,394	\$43,446	\$409,320

11. Address(es) of property improvements: Northgate Mall, 9500 Colerain Avenue, Cincinnati, OH 45251

12. Detailed Project Description: Xscape Theatres will construct a new generation 14 screen movie theatre with seating estimated at 1,500. Stadium seating, reclining seats and premium digital projection and sound will make this theatre the ultimate movie experience. The Xscape Theatres team has been developing and operating premier movie theatres over a span of more than 15 years. Current development plans have the theatre opening in late 2014 or early 2015.

13. Estimate the amount to be invested or invested by the enterprise(s) in
(* not eligible for exemptions):

a.	* Acquisition of Land and/or Buildings:	\$2,600,000
b.	Additions/New Construction:	\$6,731,000
c.	Improvements to Existing Buildings:	\$810,000 (Northgate Mall)
d.	* Machinery & Equipment	\$2,898,000
e.	* Furniture & Fixtures	\$1,578,000
f.	* Inventory	\$20,000

Total New Project Investment: \$14,637,000

14. The real property investment will begin approximately January , 2014 and be completed by December, 2014, assuming a tax exemption is provided.

15. Market value of the project site and/or facility as determined for local property taxation

16. Current real property tax bill at the project site: \$n/a

17. If project is an expansion, what is the enterprise's total current investment in the facility as of the proposal's submission? \$n/a.

18. What was the company's tangible personal property tax bill for your last fiscal year?
\$n/a

19. Identify EXISTING assets and/or assets TO BE RELOCATED to the project site as part of project:

	Existing at project Site	To Be Relocated to Project Site		
Machinery	\$0	\$0	From	
Equipment	\$0	\$0	From	
Furniture	\$0	\$0	From	
Fixtures	\$0	\$0	From	
TOTAL	\$0	\$0		

20. Enterprise's reasons for requesting tax incentives (be quantitatively specific):

Given the significant amount of capital investment required to operate a premium movie theatre, the tax incentives are required to make the project economically feasible.

21. Amount of exemption being requested by business:

Real Property 50% for 12 years

22. Is the business and/or the property owner in compliance with all local, state and federal regulations? (EPA, MSD, etc.) ☒ Yes ☐ No. If no, please attach a brief description of non-compliance and an explanation of how the issue(s) will be resolved. **Please be aware that this information will be verified.**

23. Does the business owe any other money to the State, a State agency or a political subdivision of the State that are past due, whether the amounts owed are being contested in a court of law or not? ☐ Yes ☒ No. If no, please attach a brief description of non-compliance and an explanation of how the issue(s) will be resolved. **Please be aware that this information will be verified.**

24. Has the company ever received Ohio tax exemptions or any other tax incentives? ☐ Yes ☒ No

25. Does the project site have any historical structures? ☐ Yes ☒ No

By signing this application, applicant is committing to following non-discriminating hiring practices acknowledging that no individual may be denied employment solely on the basis of race, creed, sex, age, disability, color, national origin or ancestry.

Submission of this application expressly authorizes Hamilton County Development Co., Inc. on behalf of Colerain Township, Ohio to contact the Ohio Environmental Protection Agency to confirm statements contained within this application, including question #21, and to review applicable confidential records. As part of this application, the business is required to directly request from the Ohio Department of Taxation, or complete a waiver form allowing the Ohio Department of Taxation to release specific tax records to the Hamilton County Development Co., Inc. in order for this application for tax incentives to be given consideration.

Applicant acknowledges that a Community Reinvestment Area Application and any subsequent agreement are public information and are, therefore, subject to review by any entity requesting information related to the Community Reinvestment Area program. Applicant agrees to supply additional information upon request.

The applicant affirmatively covenants that the information contained in and submitted with this application is complete and correct and is aware of Ohio Revised Code sections 9.66 (C)(1) and 2931.13 (D)(1) penalties for falsification which could result in the forfeiture of all current and future economic development assistance benefits as well as a fine of not more than \$1,000 and/or term of imprisonment of not more than six (6) months.

12-19-13

Date

 - CEO
Signature/Title

Northgate X, LLC & Northgate Ops, LLC
Enterprise

A \$1,500.00 agreement fee is due Hamilton County Development Co., Inc., the payment of which must accompany this application**. Pursuant to the Ohio Revised Code, upon execution of a CRA agreement, the company shall pay annually to Hamilton County Development Co., Inc. the greater of One percent of the dollar value of incentives offered under the Agreement or \$500.00, up to a maximum of \$2,500, for each year during the term of the agreement. This fee is used to offset the administrative costs associated with the monitoring of this agreement.

** This application will be attached to the final agreement as "Attachment A."

The Board of Trustees of Colerain Township, County of Hamilton, State of Ohio, met in special session at 5:30 p.m., on the 28th day of January, 2014, at the Colerain Township Administration Building, 4200 Springdale Road, Cincinnati, Ohio 45251, with the following members present:

Dennis P. Deters, Melinda Rinehart, Jeffrey F. Ritter

Mr./Ms. _____ introduced the following resolution and moved its adoption:

RESOLUTION NO. _____-12

**RESOLUTION AUTHORIZING ADMINISTRATOR TO EXECUTE DOCUMENTS
ASSOCIATED WITH HAMILTON COUNTY NSP ACQUISITION/REDEVELOPMENT FUNDS**

WHEREAS, Hamilton County NSP Acquisition/Redevelopment funds are available for utilization by Colerain Township;

WHEREAS, Colerain Township desires to address blighted properties that have a history of crime and deteriorates the quality of life within the community;

WHEREAS, Colerain Township has identified properties along Jonrose Avenue that are in need of redevelopment;

WHEREAS, a public meeting was held on November 19, 2013 at Struble Elementary School to discuss plans to redevelop Jonrose Avenue into an affordable housing facility for senior citizens;

WHEREAS, approximately 100 residents were in attendance voicing overwhelming support for the project;

WHEREAS, Colerain Township proposes to partner with Cincinnati Metropolitan Housing Authority in a redevelopment project involving affordable housing for senior citizens; and

WHEREAS, utilization of NSP Acquisition/Redevelopment funds for this project is consistent with Colerain Township's strategic initiative of redeveloping Jonrose Avenue in an effort to reduce crime and improve the quality of life;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Colerain Township, Hamilton County, Ohio, that:

1. That the Board authorizes James M. Rowan, Township Administrator, to execute documents associated with the utilization of NSP Acquisition funds associated with the redevelopment of Jonrose Avenue;

2. That it is hereby found and determined that all formal actions of this Board concerning and relating to the passage of this resolution were taken in an open meeting of the Board, and that all deliberations of this Board and any of its committees that resulted in such formal action were taken in meetings open to the public, in compliance with all legal requirements including §121.22 of the Ohio Revised Code;

3. That this Resolution shall be effective at the earliest date allowed by law.

Mr./Ms. _____ seconded the Resolution, and the roll being called upon the question of its adoption, the vote resulted as follows:

Vote Record: Mr. Deters _____, Mr. Ritter _____, Ms. Rinehart _____

ADOPTED this 28th day of January, 2014.

BOARD OF TRUSTEES:

Dennis P. Deters, Trustee

Jeffrey F. Ritter, Trustee

Melinda Rinehart, Trustee

ATTEST:

Heather E. Harlow,
Fiscal Officer

Resolution prepared by and approved as to form:

Lawrence E. Barbieri (0027106)
5300 Socialville Foster Rd., Suite 200
Mason, OH 45040
(513) 583-4200
Colerain Township Law Director

AUTHENTICATION

This is to certify that this Resolution was duly passed and filed with the Colerain Township Fiscal Officer this 28th day of January, 2014.

Heather E. Harlow,
Colerain Township Fiscal Officer

The Board of Trustees of Colerain Township, County of Hamilton, State of Ohio,
met in special session at 5:30 p.m., on the 28th day of January, 2014, at the Colerain Township
Administration Building, 4200 Springdale Road, Cincinnati, Ohio 45251, with the following
members present:

Dennis P. Deters, Jeffrey F. Ritter, Melinda Rinehart

Mr./Ms. _____ introduced the following resolution and moved its
adoption:

RESOLUTION NO. _____-14

**RESOLUTION TO PROCEED TO LEVY A TAX EXCEEDING TEN-MILL LIMITATION FOR
POLICE AND EMERGENCY MEDICAL SERVICES**

WHEREAS, on January 7, 2014, the Board of Trustees of Colerain Township, Hamilton County, Ohio passed Resolution 4-14 declaring the necessity to levy a tax exceeding the ten mill limitation, in order to generate funds for the purposes of providing and maintaining motor vehicles, communications, other equipment, buildings, and sites for such buildings used directly in the operation of a police department, or the payment of salaries of permanent or part-time police, communications, or administrative personnel to operate the same, including the payment of any employer contributions required for such personnel under section 145.48 or 742.33 of the Revised Code, or the payment of the costs incurred by the township as a result of contracts made with other political subdivisions in order to obtain police protection, or the provision of ambulance or emergency medical services operated by a police department, to levy a tax in excess of the ten-mill limitation under RC 5705.19(J) at the rate of 1.95 mills for each one dollar of valuation, which amounts to twenty cents (\$0.195) for each one hundred dollars (\$100.00) of valuation, for a continuing period of time pursuant to Revised Code Section 5705.19; and

WHEREAS, the Hamilton County Auditor has certified to the Board of Trustees of Colerain Township, Hamilton County, Ohio that the dollar amount of revenue that would be generated by the tax levy during the first year of collection is \$2,214,025.00 based on the current assessed valuation of Colerain Township, Hamilton County, Ohio, of \$1,135,397,610.00.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Colerain Township, Hamilton County, Ohio, at least two-thirds of all members concurring, in accordance with Revised Code Sections 5705.03 and 5705.19 as follows:

1. That the Board shall proceed with submission of an additional tax levy at the rate of 1.95 mills for the purposes set forth in Ohio Revised Code Section 5705.19(J) as follows: for the purpose of providing and maintaining motor vehicles, communications, other equipment, buildings, and sites for such buildings used directly in the operation of a police department, or the payment of salaries of permanent or part-time police, communications, or administrative personnel to operate the same, including the payment of any employer contributions required for such personnel under section 145.48 or 742.33 of the Revised Code, or the payment of the costs incurred by the township as a result of contracts made with other political subdivisions in order to obtain police protection, or the provision of ambulance or emergency medical services operated by a police department; which amounts to twenty cents (\$0.195) for each one hundred dollars (\$100.00) of valuation, for a continuing period of time pursuant to Revised Code Section 5705.19.

2. That the Colerain Township Board of Trustees hereby orders that the levy be placed upon the tax lists of the current tax year, in compliance with Ohio Revised Code section 5705.34, for a continuing period, if a majority of the electors voting thereon vote in favor thereof and;

3. That the Colerain Township Board of Trustees hereby orders that the question of such tax levy shall be submitted to the electors of Colerain Township at the election to be held therein on May 6, 2014; and

4. That the Fiscal Officer is hereby directed to certify, not less than 90 days prior the election, to the Board of Elections, Hamilton County, Ohio, a copy of Resolution 4-14 and a copy of this resolution together with the Certification of the Hamilton County Auditor, and notify the Board of Elections to cause notice of election on the question of levying the tax to be given as required by law.

5. That it is hereby found and determined that all formal actions of this Board concerning and relating to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and any of its committees that resulted in such formal action were taken in meetings open to the public, in compliance with all legal requirements including §121.22 of the Ohio Revised Code; and

6. That the Board by a majority vote hereby dispenses with the requirement that this Resolution be read on two separate days, pursuant to Section 504.10 of the Ohio Revised Code, and hereby authorizes the adoption of the Resolution upon its first reading.

7. That this Resolution shall be effective at the earliest date allowed by law.

Mr./Ms. _____ seconded the Resolution, and the roll being called upon the question of its adoption, the vote resulted as follows:

Vote Record: Mr. Deters_____, Mr. Ritter_____, Ms. Rinehart_____

ADOPTED this ____ day of January, 2014.

BOARD OF TRUSTEES:

Dennis P. Deters, Trustee

Jeffrey F. Ritter, Trustee

Melinda Rinehart, Trustee

ATTEST:

Heather E. Harlow,
Fiscal Officer

Resolution prepared by and approved as to form:

Lawrence E. Barbieri (0027106)
5300 Socialville Foster Rd., Suite 200
Mason, OH 45040
(513) 583-4200
Colerain Township Law Director

AUTHENTICATION

This is to certify that this Resolution was duly passed and filed with the Colerain Township Fiscal Officer this ____ day of January, 2014.

Heather E. Harlow,
Colerain Township Fiscal Officer

DIRECTOR OF ELECTIONS RECEIPT

The undersigned, being the Director of the Board of Elections of Hamilton County, Ohio, acknowledges receipt of the following documents from the Board of Trustees of Colerain Township, Hamilton County, Ohio:

1. A certified copy of Resolution 4-14 passed by the Board of Trustees of Colerain Township, Hamilton County, Ohio on January 7, 2014 determining the necessity of a tax levy at a rate not exceeding 1.95 mills for each one dollar of valuation, which amounts to nineteen and a half cents (\$0.195) for each one hundred dollars (\$100.00) of valuation, for a continuing period of time, and to submit the same to the electors; and
2. A certified copy of Resolution ____-14 passed by such Board of Trustees of Colerain Township, Hamilton County, Ohio on January 28th, 2014 determining to proceed with the election on the question of the tax levy; and
3. A certificate of the County Auditor of Hamilton County, Ohio, dated January 13, 2014 as to the dollar amount of revenue that would be generated by the tax levy during the first year of collection, based on the current assessed valuation of Colerain Township, Hamilton County, Ohio; and
4. Suggested forms of ballot and notice of election.

Date

Director of Elections
Hamilton County, Ohio

FORM OF BALLOT

(RC 5705.25)

BALLOT

A MAJORITY AFFIRMATIVE VOTE IS NECESSARY FOR PASSAGE

An additional tax for the benefit of Colerain Township, Hamilton County, Ohio, for the purpose of providing and maintaining motor vehicles, communications, other equipment, buildings, and sites for such buildings used directly in the operation of a police department, or the payment of salaries of permanent or part-time police, communications, or administrative personnel to operate the same, including the payment of any employer contributions required for such personnel under section 145.48 or 742.33 of the Revised Code, or the payment of the costs incurred by the township as a result of contracts made with other political subdivisions in order to obtain police protection, or the provision of ambulance or emergency medical services operated by a police department, at a rate not exceeding 1.95 mills for each one dollar of valuation, which amounts to nineteen and a half cents (\$0.195) for each one hundred dollars (\$100.00) of valuation, for a continuing period of time, commencing in 2014, first due in calendar year 2015.

_____ FOR THE LEVY

_____ AGAINST THE LEVY

NOTICE OF ELECTION ON TAX LEVY
EXCEEDING TEN-MILL LIMITATION

(RC 3501.11(G), RC 5705.19, RC 5705.191, RC 5705.25)

NOTICE OF ELECTION ON TAX LEVY
IN EXCESS OF THE TEN-MILL LIMITATION

Notice is hereby given that, pursuant to a resolution of the Board of Trustees of Colerain Township, Hamilton County, Ohio passed on January 28, 2014, there will be submitted to a vote of the people of the township at a primary election on May 6, 2014, the question of levying a tax in excess of the ten mill limitation, for the benefit of the township for the purpose of providing and maintaining motor vehicles, communications, other equipment, buildings, and sites for such buildings used directly in the operation of a police department, or the payment of salaries of permanent or part-time police, communications, or administrative personnel to operate the same, including the payment of any employer contributions required for such personnel under section 145.48 or 742.33 of the Revised Code, or the payment of the costs incurred by the township as a result of contracts made with other political subdivisions in order to obtain police protection, or the provision of ambulance or emergency medical services operated by a police department.

The tax is an additional tax of 1.95 mills which amounts to nineteen and a half cents (\$0.195) for each one hundred dollars (\$100.00) of valuation, for a continuing period of time, commencing in 2014, first due in calendar year 2015.

The polls will be open at 6:30 a.m. and remain open until 7:30 p.m. on the day of the election.

[Date]

By order of the Board of Elections, of
Hamilton County, Ohio.

The Board of Trustees of Colerain Township, County of Hamilton, State of Ohio,
met in regular session at 5:30 p.m., on the 7th day of January, 2014, at the Colerain
Township Administration Building, 4200 Springdale Road, Cincinnati, Ohio 45251, with the
following members present:

Dennis P. Deters, Jeffrey F. Ritter, Melinda Rinehart

Mr./Ms. Deters introduced the following resolution and moved its
adoption:

RESOLUTION NO. 4 -14

**RESOLUTION OF NECESSITY FOR LEVYING A TAX EXCEEDING TEN-MILL LIMITATION
FOR POLICE AND EMERGENCY MEDICAL SERVICES**

WHEREAS, the amount of taxes which may be raised within the ten mill limitation will be
insufficient to provide an adequate amount for the necessary requirements of Colerain
Township, Hamilton County, Ohio; and

WHEREAS, a resolution declaring the necessity of levying a tax under Ohio Revised Code
5705.19 outside the ten-mill limitation must be passed and certified to the county auditor of
Hamilton County in order to permit the Board of Trustees to consider the levy of such a tax and
must request that the county auditor certify to the Board of Trustees the total current tax
valuation of Colerain Township and the dollar amount of revenue that would be generated by
the tax; and

WHEREAS, Ohio Revised Code 5705.19 provides that a taxing authority may levy a continuing
tax for the purpose of providing and maintaining motor vehicles, communications, other
equipment, buildings, and sites for such buildings used directly in the operation of a police
department, or the payment of salaries of permanent or part-time police, communications, or
administrative personnel to operate the same, including the payment of any employer
contributions required for such personnel under section 145.48 or 742.33 of the Revised Code,
or the payment of the costs incurred by the township as a result of contracts made with other
political subdivisions in order to obtain police protection, or the provision of ambulance or
emergency medical services operated by a police department; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Colerain Township,
Hamilton County, Ohio, as follows:

1. The Board specifically finds and hereby determines that it is necessary to levy an
additional tax in excess of the ten-mill limitation for the benefit of Colerain Township for the
purpose of providing and maintaining motor vehicles, communications, other equipment,
buildings, and sites for such buildings used directly in the operation of a police department, or
the payment of salaries of permanent or part-time police, communications, or administrative
personnel to operate the same, including the payment of any employer contributions required
for such personnel under section 145.48 or 742.33 of the Revised Code, or the payment of the
costs incurred by the township as a result of contracts made with other political subdivisions in
order to obtain police protection, or the provision of ambulance or emergency medical services
operated by a police department, pursuant to section 5705.19(J) of the Revised Code, at a rate
of 1.95 mills for each one dollar of valuation, which amounts to nineteen and a half cents

(\$195) for each one hundred dollars (\$100.00) of valuation, for a continuing period of time pursuant to Revised Code Section 5705.19; and

2. That the Colerain Township Board of Trustees hereby orders that the levy be placed upon the tax lists of the current tax year, in compliance with Ohio Revised Code section 5705.34, for a continuing period, if a majority of the electors voting thereon vote in favor thereof and;

3. That the Colerain Township Board of Trustees hereby orders that the question of such tax levy shall be submitted to the electors of Colerain Township at the election to be held therein on May 6, 2014; and

4. That the Clerk is hereby directed to certify a copy of this resolution to the county auditor and board of elections, Hamilton County, Ohio. The Board of Trustees hereby requests that the county auditor certify to this Board of Trustees the total current tax valuation of Colerain Township and the dollar amount of revenue that would be generated by the tax levy if approved by the electors.

5. That it is hereby found and determined that all formal actions of this Board concerning and relating to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and any of its committees that resulted in such formal action were taken in meetings open to the public, in compliance with all legal requirements including §121.22 of the Ohio Revised Code; and

6. That the Board by a majority vote hereby dispenses with the requirement that this Resolution be read on two separate days and hereby authorizes the adoption of the Resolution upon its first reading.

7. That this Resolution shall be effective at the earliest date allowed by law.

Mr./Ms. Utzler seconded the Resolution, and the roll being called upon the question of its adoption, the vote resulted as follows:

Vote Record: Mr. Deters aye, Mr. Ritter aye, Ms. Rinehart aye

ADOPTED this 7th day of January, 2014.

BOARD OF TRUSTEES:

[Signature]
Dennis P. Deters, Trustee

[Signature]
Jeffrey F. Ritter, Trustee

[Signature]
Melinda Rinehart, Trustee

ATTEST:



Heather E. Harlow,
Fiscal Officer

Resolution prepared by and approved as to form:



Lawrence E. Barbieri (0027106)
5300 Socialville Foster Rd., Suite 200
Mason, OH 45040
(513) 583-4200
Colerain Township Law Director

AUTHENTICATION

This is to certify that this Resolution was duly passed and filed with the Colerain Township Fiscal Officer this 7th day of January, 2014.



Heather E. Harlow,
Colerain Township Fiscal Officer