

RESOLUTION NO. 2014 - 47

**A RESOLUTION APPROVING AN AMENDMENT BY LETTER AGREEMENT
RELATING TO TAX INCREMENT FINANCING MATTERS FOR THE KENWOOD
TOWNE PLACE TAX INCREMENT FINANCING PROJECT, DISPENSING WITH
THE SECOND READING AND DECLARING AN EMERGENCY**

WHEREAS, the Board of Township Trustees is a party to a certain Tax Increment Service and Cooperative Agreement (the "Agreement") dated as of January 1, 2008 between and among the Port of Greater Cincinnati Development Authority (the "Port"), Sycamore Township, Ohio (the "Township"), Bear Creek Capital, LLC ("BCC") and Kenwood Towne Place, LLC ("KTP"); and

WHEREAS, the Board of Township Trustees previously approved an amendment to the Agreement entitled Deadline Extension and Default Waiver Agreement (the "Default Waiver Agreement") to provide for certain changes to reflect the sale of the property and the continuing development of the project by Kenwood Collection LLC (formerly known as Spyder Station LLC); and

WHEREAS, as a result of changes to project and the financing thereof, the parties to the Default Waiver Agreement wish to amend the Default Waiver Agreement so as not to proceed with certain actions called for in the Default Waiver Agreement; and

WHEREAS, the Board of Township Trustees of Sycamore Township wishes to enter into the attached amendment to the Default Waiver Agreement in order to expedite the completion of the public and private improvements that are the subject of the Kenwood Towne Place Tax Increment Financing Project in Sycamore Township;

NOW THEREFORE, BE IT RESOLVED, by the Board of Township Trustees of Sycamore Township, State of Ohio:

SECTION 1. The Board of Township Trustees hereby approves an amendment to the Default Waiver Agreement in substantially the same form as attached hereto and the President of the Board and the Township Administrator are hereby authorized and directed to execute the amendment on behalf of Sycamore Township, subject to the approval of the Township Law Director.

SECTION 2. The Trustees of Sycamore Township upon at least a majority vote do 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 3. Upon the unanimous vote of the Sycamore Township Trustees, this Resolution is hereby declared to be an emergency measure necessary for

immediate preservation of the public peace, health, safety and welfare of Sycamore Township. The reason for the emergency is to provide for a timely execution of the agreement in order to expedite the completion of the improvements.

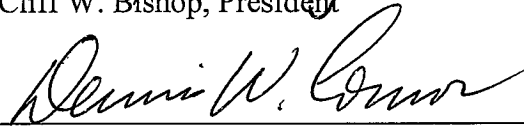
VOTE RECORD:

Mr. Bishop Aye Mr. Connor Aye Mr. Weidman Aye

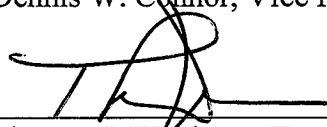
Passed at a meeting of the Board of Township Trustees of Sycamore Township this 1st day of May, 2014.



Cliff W. Bishop, President




Dennis W. Connor, Vice President



Thomas J. Weidman, Trustee

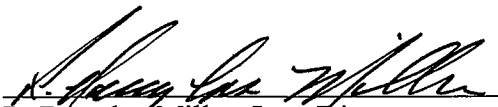
AUTHENTICATION

This is to certify that this resolution was duly passed and filed with the Township Fiscal Officer of Sycamore Township this 1st day of May, 2014.



Robert C. Porter III, Fiscal Officer
Sycamore Township, Ohio

APPROVED AS TO FORM:



R. Douglas Miller, Law Director