

First Reading: December 5, 2023

Second Reading: Dispensed

RESOLUTION NO. 2023- 097

AUTHORIZING AN AMENDMENT TO RESOLUTION 2007-81 TO EXTEND THE TERM OF THE TAX INCREMENT FINANCING PROGRAM FOR THE KENWOOD TOWNE PLACE PROJECT FOR AN ADDITIONAL THIRTY (30) YEARS PURSUANT TO OHIO REVISED CODE SECTIONS 5709.51 AND 5709.73(B); AUTHORIZING THE EXECUTION OF AGREEMENTS AND OTHER RELATED ACTIONS PURSUANT TO OHIO REVISED CODE SECTIONS 5709.73, 5709.74, 5709.75, AND RELATED LAWS AND RULES; DISPENSING WITH THE SECOND READING AND DECLARING AN EMERGENCY

The Board of Trustees of Sycamore Township, Hamilton County, Ohio met in regular session at the Offices of Sycamore Township, 8540 Kenwood Road, Sycamore Township, Ohio 45236 at 7:00 p.m. on December 5, 2023 with the following members present: Tracy Schwegmann, Tom Weidman, and Tom James.

Mr. Weidman moved for the adoption of the following Resolution: 2023- 097.

WHEREAS, on October 4, 2007 this Board of Trustees (the "Board") of Sycamore Township, Hamilton County, Ohio (the "Township") adopted Resolution No. 2007-81 (the "Original TIF Resolution"), in accordance with Ohio Revised Code ("R.C.") Section 5709.73(B), 5709.74, and 5709.75, as authorized by the Ohio General Assembly pursuant to House Bill 530 effective as of March, 30, 2006 (together, the "Original TIF Act"), declaring the increase in the assessed value of real property that would first appear on the tax list and duplicate of real and public utility property after the effective date of the Original TIF Resolution (the "Improvements") with respect to the Parcels comprising the "Kenwood Towne Place Project" (each a "Parcel" as is depicted and described in Exhibit A to the Original TIF Resolution and as are more fully depicted and described as Exhibit A to this Resolution) to be a public purpose; and

WHEREAS, the Original TIF Resolution exempted One Hundred Percent (100%) of the Improvements with respect to each Parcel for a period of up to thirty (30) years (the "Original TIF Exemption"), commencing on the effective date of the Original TIF Resolution and ending on the earlier of (i) thirty (30) years after the effective date of the Original TIF Resolution, or (ii) the date on which the specific public improvements described in Section 1 of the Original TIF Resolution are paid in full (as is further defined in the Original TIF Resolution); and

WHEREAS, pursuant to the Original TIF Resolution and R.C. Section 5709.74 of the Original TIF Act, the Township required the owner or owners of each Parcel to make annual Service Payments (as defined herein) to the Hamilton County Treasurer on or before the final dates for payment of real property taxes; and

WHEREAS, pursuant to the Original TIF Resolution, the Township entered into one or more agreements with (a) the Port of Greater Cincinnati Development Authority (the "Port Authority") in the acquisition, construction, and improvement of "port authority facilities" associated

with the Kenwood Towne Place Project, and (b) the Indian Hill Exempted Village School District (the "Indian Hill School District") in order to compensate the Indian Hill School District in an amount equal to one hundred percent (100%) of the real property taxes that the Indian Hill School District would have received if the Original TIF Exemption was not authorized by the Original TIF Resolution; and

WHEREAS, the Original TIF Resolution was passed by the Board of the Township on October 4, 2007, and prior to changes to R.C. Section 5709.73(D), as authorized by Ohio House Bill No. 153 of the 129th General Assembly effective September 29, 2011, thus not requiring the Board to compensate the joint vocational school district (here the Great Oaks Career Campuses or the "JVSD" and together with the Indian Hill School District the "School Districts") within which the Parcels are located; and

WHEREAS, as authorized by the 135th Ohio General Assembly, pursuant to Amended Substitute House Bill 33 effective as of October 3, 2023, R.C. Section 5709.51 has afforded the Township and the Board a limited opportunity to extend the Original TIF Exemption for an additional period of not more than thirty (30) years (the "TIF Law Change"), so long as each condition of the TIF Law Change is met; and

WHEREAS, the Township has determined that each condition of the TIF Law Change is met and is therefore desirous of extending the term of the Original TIF Exemption for an additional period of not more than thirty (30) years (the "Extended TIF Exemption") to capture additional tax increment financing revenue to finance the various Public Infrastructure Improvements identified in Section 1 of the Original TIF Resolution and as the same are further clarified by this Resolution and its Exhibit B); and

WHEREAS, in order to authorize the Extended TIF Exemption, and pursuant to amended R.C. Section 5709.73(D) effective after September 29, 2011, the Township is now required to compensate the JVSD with respect to the Extended TIF Exemption, at the same rate and under the same terms received by the Indian Hill School District; and

WHEREAS, it is therefore the intention of the Township to pay to the affected School Districts all of the taxes that they would have otherwise received if this exemption were not authorized; therefore, a portion of the Service Payments available after the thirtieth (30th) year of the Original TIF Exemption shall be paid to the School Districts in the amount of the taxes that would have been payable to the School Districts if the Improvements had not been exempted from taxation for all periods after the thirtieth (30th) year of the Original TIF Exemption, all as provided in this Resolution; and

WHEREAS, the Indian Hill School District and the JVSD have each received a forty-five (45) business day notice of this Extended TIF Exemption and the proposed text of this Resolution in advance of the date on which the Board originally intended to consider formal adoption of this Resolution, all pursuant to the notice requirements of R.C. Sections 5709.73, 5709.74, 5709.83, and any other applicable laws and rules; and

WHEREAS, formal approval of the Extended TIF Exemption is not required by the Board of Education of the Indian Hill School District pursuant to R.C. Section 5709.51, but the Board of

Education of the Indian Hill School District has, by the passage of its resolution on November 28, 2023, approved the Extended TIF Exemption and affirmatively waived any and all notice requirements of R.C. Sections 5709.51, 5709.73, 5709.74, 5709.83, and any other applicable laws and rules; and

WHEREAS, the JVSD adopted Resolution No. 022-080 on July 13, 2022, affirmatively waiving any notice requirements set forth under R.C. Sections 5709.73, 5709.74, 5709.83, or any other law with respect to the real property tax exemptions granted under R.C. Sections 5709.73 and 5709.74, and confirming and ratifying its receipt and adequate notice of the Extended TIF Exemption and this Resolution under R.C. Sections 5709.51, 5709.73, 5709.74, and 5709.83; and

WHEREAS, notwithstanding the Extended TIF Exemption authorized by this Resolution, all other terms and conditions of the Original TIF Resolution and the Original TIF Exemption are to remain the same, unless specifically stated otherwise in this Resolution.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Sycamore Township, Hamilton County, Ohio, by authority of R.C. Sections 5709.51 and 5709.73, as follows:

SECTION 1. That this Board hereby determines that each condition of the TIF Law Change required to cause the Extended TIF Exemption is met because: (i) the Service Payments made pursuant to R.C. Section 5709.74 by the owners of the Parcels with respect to the Original TIF Resolution and the Original TIF Exemption exceeded One Million Five Hundred Thousand Dollars and Zero Cents (\$1,500,000.00) for tax year 2021 real property taxes that were payable in calendar year 2022; (ii) this Resolution is adopted after January 1, 2021, but the condition of R.C. 5709.51(A)(1) that the Service Payments made pursuant to R.C. Section 5709.74 by the owners of the Parcels with respect to the Original TIF Resolution and the Original TIF Exemption not exceed One Million Five Hundred Thousand Dollars and Zero Cents (\$1,500,000.00) in any calendar year before the calendar year immediately preceding the adoption of this Resolution has been waived by the Ohio General Assembly for amendments adopted prior to January 1, 2024; and (iii) this Resolution provides for compensation to the School Districts in which the Parcels are located equal in value to the amount of taxes that would be payable to the School Districts if the Improvements had not been exempted from taxation but for the Extended TIF Exemption.

SECTION 2. That in accordance with R.C. Section 5709.73, this Board hereby declares that Improvements to the Parcels subsequent to the effective date of the Original TIF Resolution were at the time of the Original TIF Resolution and remain as of the date of this Resolution a public purpose and that the Original TIF Resolution the Original TIF Exemption, under the authority of R.C. Section 5709.73(B), is hereby amended pursuant to R.C. 5709.51 for the purpose of extending the Original TIF Exemption from taxation of the Improvements to the Parcels designated under the Original TIF Resolution for an additional period of not more than thirty (30) years according to the requirements set forth under the TIF Law Change.

SECTION 3.

That notwithstanding anything in the Original TIF Resolution, this Board reaffirms and clarifies that:

(a) the Original TIF Resolution and this Resolution establish the Original TIF Exemption and the Extended TIF Exemption, respectively, as tax increment financing programs under R.C. Sections 5709.73(B) and 5709.51; and

(b) the Public Infrastructure Improvements described in Section 1 of the Original TIF Resolution are hereby further amended and clarified to include those listed in Exhibit B attached hereto; and

(c) as provided in R.C. Section 5709.74, for the effective duration of the Original TIF Exemption and the Extended TIF Exemption, the owner of any portion of any Parcel shall be required to, and shall make, Service Payments with respect to the Improvement allocable thereto to the County Treasurer on or before the final due dates for payment of real property taxes; that each Service Payment shall be charged and collected in the same manner and in the same amount as the real property taxes that would have been charged and payable against such Parcel as if it were not exempt from taxation pursuant to the Original TIF Resolution and this Resolution; that if any reduction in the levies otherwise applicable to such Parcel is made by the Hamilton County budget commission under R.C. Section 5705.31, the amount of the Service Payments shall be calculated as if the reduction in levies had not been made; that any late payments shall be subject to penalty and bear interest at the then current rate established under R.C. Sections 323.121(B)(1) and 5703.47, as the same may be amended from time to time, or any successor provisions thereto (the "Penalties and Interest"); that each owner shall make any other payments in respect of such parcel which are received by the County Treasurer in connection with any reduction required by R.C. Section 319.302, as the same may be amended from time to time, or any successor provisions thereto (the "Property Tax Rollback Payments," together with the Service Payments, and the "Penalties and Interest," are collectively referred to herein as the "Service Payments"); and that the Service Payments shall be allocated and distributed in accordance with Section 4 hereof; and

(d) the term and percentage rate of the Extended TIF Exemption for each Parcel shall be One Hundred Percent (100%) of the Improvements and shall be exempt from taxation commencing for each Parcel on the thirtieth (30th) anniversary of the commencement date of the Original TIF Exemption (as described in the Original TIF Resolution) and ending on the earlier of (A) the sixtieth (60th) anniversary of the commencement date for each Parcel or (B) the date on which the cost of the Public Infrastructure Improvements are paid in full from the Fund (as defined herein).

SECTION 4.

This Board established, pursuant to the Original TIF Resolution, in accordance with the provisions of R.C. Section 5709.75, a Public Improvement Tax Increment Equivalent Fund (the "Fund"), which shall continue to be maintained with respect

to the Extended TIF Exemption. The Fiscal Officer may create one or more accounts or sub-accounts within the Fund as appropriate to distinguish the Service Payments received with respect to the Original TIF Exemption authorized pursuant to the Original TIF Resolution and the Extended TIF Exemption authorized pursuant to this Resolution, and to distinguish such Service Payments from Service Payments with respect to any tax increment financing programs that may be established by the Township in the future, and as are necessary to account for payment of the costs of the Public Infrastructure Improvements, including any reimbursement payments for the reimbursement of the costs of the Public Infrastructure Improvements and debt service on, and other expenses relating to the issuance of, any bonds, notes, or other obligations issued to finance the Public Infrastructure Improvements. As used in this Resolution, "the Fund" shall refer to the specific fund or account that receives the Service Payments provided for in the Original TIF Resolution and this Resolution. The Fund shall be maintained in the custody of the Township and shall receive all distributions of Service Payments required to be made to the Township.

The Township shall distribute Service Payments in the Fund first to the School Districts, in an amount equal to the amount of real property taxes (including the applicable portion of any Property Tax Rollback Payments) derived from the Improvements that the School Districts would have received had the Improvements not been exempt from taxation pursuant to, and only pursuant to, the Original TIF Resolution and this Resolution. The Township, at any time following payment of such funds as are required to be paid to the School Districts, shall use (a) Service Payments received with respect to the Original TIF Exemption, and (b) Service Payments received with respect to the Extended TIF Exemption solely for the purposes authorized in R.C. Sections 5709.73, 5709.74, 5709.75, including, but not limited to, paying any costs of the Public Infrastructure Improvements, in a manner that is consistent with the Original TIF Resolution and this Resolution.

For purposes of the Original TIF Resolution and this Resolution, "costs" of the Public Infrastructure Improvements payable from the Fund shall also include the items of "costs of permanent improvements" set forth in R.C. Section 133.15(B), and incurred with respect to the Public Infrastructure Improvements, which "costs" specifically include any reimbursement payments for the reimbursement of the costs of the Public Infrastructure Improvements and debt service on any bonds issued to finance the Public Infrastructure Improvements. The Fund shall remain in existence so long as such Service Payments are collected and used for the aforesaid purposes, after which time the Fund shall be dissolved and any surplus funds remaining therein shall be transferred to the Township's General Fund, all in accordance with R.C. Section 5709.75.

Service Payments received by the Township in any year shall be applied to pay the costs of the Public Infrastructure Improvements at the sole discretion of the Township.

SECTION 5. Pursuant to R.C. Section 5709.73(D), the Township shall pay to the JVSD the amount of Service Payments, at the same rate and under the same terms received by the Indian Hill School District, to the JVSD during the Extended TIF Exemption such that compensation to the JVSD shall be equal in value to the amount of taxes that would be payable to the JVSD if the Improvements had not been exempted pursuant to the Extended TIF Exemption authorized by this Resolution.

SECTION 6. The Township Administrator or the Township Administrator's designee are authorized to execute and enter into all agreements, documents, and certificates as may be required to affect the Extended TIF Exemption that are not inconsistent with this Resolution and that are approved by the Township Administrator or the Township Administrator's designee on behalf of the Township, all of which shall be conclusively evidenced by the signing of the agreements, documents, and certificates, or any amendments thereto. All agreements entered into pursuant to the Original TIF Exemption and the Original TIF Resolution shall not be affected by this Resolution and shall continue in full force and effect based upon their terms.

SECTION 7. This Board hereby finds and determines that notice of this proposed Resolution has been delivered to all affected School Districts, including the Indian Hill School District and the JVSD, all pursuant to the notice requirements of R.C. Sections 5709.73, 5709.74, 5709.83, and any other applicable laws and rules, and hereby ratifies the giving of that notice.

Pursuant to R.C. Section 5709.73(I), the Fiscal Officer is hereby directed to deliver a copy of this Resolution to the Director of the Department of Development of the State of Ohio within fifteen (15) days after its adoption. On or before March 31 of each year that the Extended TIF Exemption remains in effect, the Fiscal Officer or other authorized officer of this Township shall prepare and submit to the Director of the Department of Development of the State of Ohio the status report required under R.C. Section 5709.73(I).

SECTION 8. In accordance with R.C. Section 5709.832, this Board hereby determines that no employer located on the Parcels subject to the Extended TIF Exemption shall deny any individual employment based solely on race, religion, sex, disability, color, national origin or ancestry.

SECTION 9. The Township has created the applicable Tax Incentive Review Council (the "Council") with the membership of the Council constituted in accordance with R.C. Section 5709.85. The Council shall, in accordance with R.C. Section 5709.85, review annually all exemptions from taxation resulting from the declarations set forth in this Resolution and any other such matters as may properly come before the Council, all in accordance with R.C. Section 5709.85.

SECTION 10. 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 decision-making bodies of the Township that resulted in such formal actions were in meetings open to the public and in compliance with all legal requirements of R.C. Section 121.22.

SECTION 11. That this Resolution is the subject of the general authority granted to the Board through the R.C. and not the specific authority granted to the Board through its status as a Limited Home Rule Government pursuant to R.C. Chapter 504.

SECTION 12. That this Board upon majority vote does hereby dispense with the requirement that this Resolution be read on two separate days, pursuant to R.C. 504.10, and hereby authorizes the adoption of this Resolution upon its first reading.

SECTION 13. That this Resolution is hereby determined to be an emergency measure necessary for the immediate preservation of the public welfare, because it shall take effect at a date earlier than provided by R.C. 504.11(A) in order to permit timely Improvements to the Parcels, for the development of the Public Infrastructure Improvements, and the creation of additional jobs and employment opportunities upon the Parcels associated with the Original TIF Exemption and the Extended TIF Exemption.

SECTION 14. This Resolution shall be effective from and after the earliest period provided by law.

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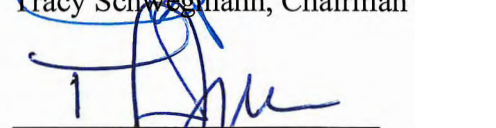
Mr. James seconded the motion to adopt the Resolution. On roll call being called, the vote resulted as follows:

Mr. James Aye Ms. Schwegmann Aye Mr. Weidman Aye

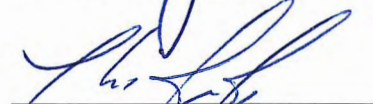
Passed at a meeting of the Board of Township Trustees of Sycamore Township this 5th day of December 2023.



Tracy Schwegmann, Chairman




Thomas J. Weidman, Vice Chairman



Thomas, C. James, Trustee

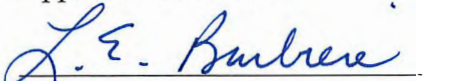
Resolution 2023- 097 adopted December 5, 2023

ATTEST:



Jonathan T. Deters
Sycamore Township Fiscal Officer

Approved as to Form:



Lawrence E. Barbieri
Sycamore Township Law Director

CERTIFICATION

I, Jonathan T. Deters, Fiscal Officer of Sycamore Township, hereby certify, as official custodian of the records of Sycamore Township, Hamilton County, Ohio that the foregoing is taken and copied from the record of proceedings of Sycamore Township and that the same is a true and accurate copy of the original on file in the township hall at 8540 Kenwood Road, Sycamore Township, Ohio 45236.


Jonathan T. Deters, Fiscal Officer

12/5/23
Date

EXHIBIT A
PROPERTY DESCRIPTION

Auditor's Parcel No. 600-0080-0002

8th Series Reference: 9B/98 Area A

Situate in the State of Ohio, County of Hamilton, Sycamore Township, Section 7, Township 4, Entire Range 1, Miami Purchase and being more particularly described as follows:

Beginning for reference at the northwest corner of Section 7, said corner being the centerline intersection of Kenwood Road and Galbraith Road;

Thence with the centerline of Galbraith Road as recorded on the Proposed Improvement – Kenwood Road and Galbraith Road – Sycamore Township, Hamilton County, Ohio 1991 by Burgess & Niple, Limited – Job No. 10911, Hamilton County, Ohio Recorder's Office, South $81^{\circ}01'00''$ East for a distance of 1587.36 feet to a point;

Thence leaving the centerline of Galbraith Road, South $4^{\circ}38'30''$ West for a distance of 50.14 feet to a point on the south right-of-way of Galbraith Road, said point being the TRUE POINT OF BEGINNING for the herein described 8.1149 acre tract of land, said point being referenced by an existing $5/8''$ iron pin capped "ESPOSITO" $0.15'N$ & $0.92'E$;

Thence along a new line and with the south right-of-way of Galbraith Road, South $81^{\circ}01'00''$ East for a distance of 432.43 feet to an existing $5/8''$ iron pin capped "ESPOSITO" on the west limited access right-of-way line of Interstate 71 as shown on the right-of-way plans for Interstate 71, ODOT Project Number HAM 71-11.51;

Thence leaving the south right-of-way of Galbraith Road, and with the west limited access right-of-way of Interstate 71 for the next five courses:

Thence South $19^{\circ}51'11''$ West for a distance of 110.14 feet to an existing $5/8''$ iron pin capped "ODOT";

Thence South $10^{\circ}28'43''$ West for a distance of 173.94 feet to an existing $5/8''$ iron pin capped "ODOT";

Thence South $18^{\circ}19'38''$ West for a distance of 568.30 feet to a point. Said point being referenced by an existing $5/8''$ iron pin capped "ODOT" $0.17'N$ & $0.33'E$;

Thence South $32^{\circ}39'16''$ West for a distance of 530.85 feet to an existing $5/8''$ iron pin capped "ODOT";

Thence South $35^{\circ}25'11''$ West for a distance of 1.61 feet to a $5/8''$ iron pin capped "RDZ" set. Said pin being the common corner to a tract of land as conveyed to Kenwood Mall, L.L.C. in Deed Book 9011, Page 6181 of the Hamilton County, Ohio records.

Thence leaving said right-of-way and with a line common with said Kenwood Mall, L.L.C. tract, a tract of land as conveyed to The Cincinnati Gas & Electric Company in Deed Book 2816, Page 332 of the Hamilton County, Ohio records and a tract of land as conveyed to Charles F. Schiear, Jr. in Deed Book 3133, Page 441 of the Hamilton County, Ohio records, North $04^{\circ}38'30''$ East for a distance of 1334.26 feet to the TRUE POINT OF BEGINNING, containing 8.1149 acres of ground, more or less.

EXHIBIT B
Public Infrastructure Improvements

In addition, but not limited to the Public Infrastructure Improvements listed in Section 1 of the Original TIF Resolution, the Public Infrastructure Improvements consist generally of acquiring and constructing the infrastructure described below:

- Construction, reconstruction, extension, opening, improving, widening, grading, draining, curbing or changing of, as well as the continued maintenance of, the lines and traffic patterns of roads, highways, streets, bridges (both roadway and pedestrian), traffic calming devices, sidewalks, bikeways, medians and viaducts accessible to and serving the public, and providing lighting systems, signalization, and traffic controls, and all other appurtenances thereto;
- Construction, reconstruction or installation of, as well as the continued maintenance of, public utility improvements (including any underground publicly-owned utilities), storm and sanitary sewers (including necessary site grading therefore), police equipment and police station buildings and improvements, fire equipment and fire buildings and improvements, water and fire protection systems, and all other appurtenances thereto;
- Construction, reconstruction or installation of publicly-owned gas, electric, and communication service facilities, and all other appurtenances thereto;
- Construction or reconstruction of one or more public parks, including grading, trees and other park plantings, park accessories and related improvements, and all other appurtenances thereto;
- Construction or installation of streetscape and landscape improvements including trees and shrubs, landscaping mounds and fencing, tree grates, planting beds, signage, curbs, sidewalks, street and sidewalk lighting, trash receptacles, benches, newspaper racks, burial of overhead utility lines and related improvements, and all other appurtenances thereto;
- Construction of one or more public parking facilities, including public surface parking and public parking structures and related improvements, and all other appurtenances thereto;
- Demolition and excavation, including demolition and excavation on private property when determined to be necessary for economic development purposes;
- Acquisition of real estate or interests in real estate (including easements) necessary to accomplish the foregoing improvements;
- Any on-going administrative expenses relating to the Public Infrastructure Improvements and maintaining the TIF revenues, including but not limited to engineering, architectural, legal, and other consulting and professional services; and
- All inspection fees and other governmental fees related to the foregoing.

The Public Infrastructure Improvements specifically include the costs of financing the Public Infrastructure Improvements, including the items of "costs of permanent improvements" set forth in R.C. Section 133.15(B), and incurred with respect to the Public Infrastructure Improvements, which "costs" specifically include any reimbursement payments for the reimbursement of the costs of the Public Infrastructure Improvements and the debt service on any bonds or other obligations issued to finance the Public Infrastructure Improvements.

All of the Public Infrastructure Improvements described above are hereby determined to be “public infrastructure improvements” (as defined in R.C. Sections 5709.40(A)(8) and 5709.77(H)) and will directly benefit the real property described in Exhibit A.