

RESOLUTION NO. 2024-34

AUTHORIZING THE PORT TO ENTER INTO A SERVICES AGREEMENT WITH UPTOWN CONSORTIUM

WHEREAS, the Port of Greater Cincinnati Development Authority (The "Port"), a body corporate and politic duly organized and validly existing under the laws of the State of Ohio, is authorized and empowered, by virtue of the laws of the State of Ohio, including, without limitation, Section 13 of Article VIII, Ohio Constitution, and Sections 4582.21 through 4582.71, Ohio Revised Code (the "Act") to, among other things, make and enter into all contracts and agreements and execute all instruments necessary or incidental to the performance of its duties and the executions of its powers under the Act; and

WHEREAS, Uptown Consortium, Inc. ("UCI") is a 501(c)(3) Ohio nonprofit corporation with a long history of community development, long-term sustainability and growth of the uptown core neighborhoods of Avondale, Clifton, Clifton Heights, Corryville, Fairview, University Heights, and Mt. Auburn, in Cincinnati, Ohio (collectively, "Uptown Cincinnati"); and

WHEREAS, the UCI Board of Directors has approached the Port to provide certain administrative services and oversight to the operations of UCI in furtherance of UCI's development plans, as well as to identify and evaluate opportunities, both existing and to be considered, for using the collective strength and ability of the Port, UCI and UCI's members to accelerate and enhance the development activities of UCI in and around Uptown Cincinnati, particularly those development activities that can attract private investment for economic and community development projects throughout the Uptown Cincinnati region (collectively, the "Services"); and

WHEREAS, The Port has identified Uptown Cincinnati as an area critical to the success of the City of Cincinnati, Hamilton County, and the region as a whole; and

WHEREAS, the Board and the Port desire to enter into a Services Agreement (the "Services Agreement"), in the general form attached hereto as Exhibit A, whereby the Port would provide administrative and developmental support to the Company for a term of five (5) years from January 1, 2025 until December 31, 2029; and

WHEREAS, The Port has determined that entering into a Services Agreement with UCI to perform the Services is expected to create jobs and employment opportunities, as well as housing opportunities, and thereby enhance the economic welfare of the people of Uptown Cincinnati in furtherance of the Act;

NOW, THEREFORE, BE IT RESOLVED by the Board of the Port of Greater Cincinnati Development Authority:

Section 1. This Board hereby authorizes the Port of Greater Cincinnati Development Authority ("The Port") to enter into such agreements with Uptown Consortium, Inc. ("UCI") as the

Port President/CEO determines are necessary to perform the Services and designates Uptown Cincinnati among The Port's priority neighborhoods.

Section 2. This Board finds and determines that entering into a services agreement is in furtherance of the Act and will support the "authorized purposes" of The Port, including, but not limited to, creating, and retaining employment opportunities and enhancing, fostering, and aiding economic development in Hamilton County and the State of Ohio.

Section 3. This Board finds and determines that all formal actions of this Board concerning and relating to the adoption of this resolution were taken and that all deliberations of this Board that resulted in such formal action were held in meetings open to the public in compliance with the law.

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

Adopted:

Yeas: 10

Nays: 0

Chairperson [Signature]

Attest: [Signature]
Secretary