

**CITY OF SOUTH LEBANON
SPECIAL MEETING MINUTES
December 13, 2023
6:00 P.M.**

1. Mayor Smith opened the meeting at 6:00 p.m. with the Pledge.
2. ATTENDANCE

Linda Allen – Present
Linda Burke – Present
Brenda Combs – Present

Maryan Harrison – Present
Bill Madison – Present
Rolin Spicer – Present

OLD BUSINESS

3. RESOLUTION 2023-47, SECOND READING, A RESOLUTION APPROVING AND FURTHER AUTHORIZING MAYOR TO EXECUTE A TAX INCREMENT FINANCING DEVELOPMENT AGREEMENT FOR THE DEVELOPMENT IN THE RIVER CREEK LOFTS TAX INCREMENT FINANCING AREA AND OTHER PUBLIC INFRASTRUCTURE IMPROVEMENTS, AND DECLARING AN EMERGENCY

Mayor Smith stated that this resolution is the product of our Law Director negotiating on behalf of the City Council to ascertain all the terms and conditions. It was handled directly through that office along with Haddix and follows the terms on what is already laid out.

Meier remarked that he had invited Dean Spoor with Thompson Hine LLP. Thompson Hine LLP is counsel for the city with respect to this particular development. Spoor is here in case any council member has questions regarding the language of the resolution or the development agreement that they would want answered before any action is taken on this resolution.

Allen asked Spoor when this resolution would become effective. Spoor stated that there needs to be a vote on the resolution and depending on whether it is adopted as an emergency or not will dictate the effective date. As the Charter is written there is a 30-day period if it is not adopted as an emergency. The agreement itself becomes effective upon execution by both parties. So, it can be signed as soon as the resolution is effective and then both parties would sign it and it would be effective as of that date. The date is blank right now just waiting for execution.

Allen asked since this is a second reading and not an emergency then it would not be effective until January 13, 2024 to which Meier agreed that if it is not passed as an emergency it would not take effect until January 13, 2024. However, if it is passed as an emergency, it would be effective immediately upon all parties signing the development agreement.

Haddix pointed out that it could still be passed as an emergency even at the second reading to which Meier agreed.

Allen stated that she had noticed that there were sections 1, 2, and 4 however 3 was missing. Haddix responded that it had been a typo and Williams had corrected it.

Allen questioned whether this would change anything regarding the agreement back in September for item #3 referring to the 75% / 25% deal. Spoor stated that it would not. He continued stating that the reason that was included in the resolution in September was that resolution was trying to give a brief summary of what was in the term sheet. What was in the term sheet has now been split into 2 different pieces of legislation and documentation. The TIF Ordinance has the 10-year 75 provision while the Development Agreement is a bigger version of the term sheet, it is the version that is enforceable for both sides.

Mayor Smith added that the Development Agreement makes the developer accountable to the City, whatever terms they have agreed to, the City has teeth to enforce it.

Spoor stated that a term sheet is used to negotiate an agreement. This agreement is the product of the negotiation of the basis of the term sheet that the Council authorized back in September.

Burke shared that she did not think this should be an emergency as there is going to be a change in Mayor coming up and the language in this resolution gives most of the power for changes to the mayor.

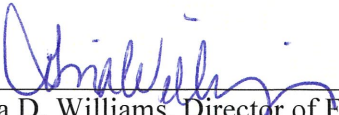
Spoor stated that the resolution was drafted with the Charter in mind and most of the contracting power under the Charter is with the mayor. Spoor also pointed out that if we were going to approve this Development Agreement while it was still being worked out it would give the Mayor and the Law Director the authority to make some minor changes that are not substantial. Meier added that if there were substantive changes that were necessary, those changes would come back to Council because those could potentially impact the substance of the Development Agreement. If the changes were ministerial, like a typo or something of that nature, then this would give authority to the mayor to address those ministerial changes.

Spoor remarked that if it were signed tonight, it would have to come back to council for any amendments. Meier agreed.

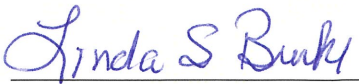
Meier stated that a motion by a council member to either do it one way or the other needs to be made before they may proceed.

By title only, Resolution 2023-47, a motion to adopt as an emergency was made by Madison, seconded by Combs, all yeas.

4. Mayor Smith asked for a motion to adjourn the meeting at 6:12 p.m. A motion was made by Madison, seconded by Harrison, all yeas.



Petrina D. Williams, Director of Finance/Clerk



Linda S. Burke, Mayor

For an audio copy of the December 13, 2023 City of South Lebanon Council Special Meeting, please contact the Director of Finance at twilliams@southlebanonohio.org.