

**BOARD OF DIRECTORS
FAIRFIELD COUNTY PORT AUTHORITY**

The Board of Directors of the Fairfield County Port Authority (the "Port Authority"), met at 8:30 AM on Friday, March 9th, 2018, at the Fairfield County Courthouse, 210 East Main Street, Lancaster, Ohio 43130 with the following members present:

Mr. Jeff Sauer introduced the following resolution and moved its passage:

RESOLUTION AUTHORIZING THE PORT AUTHORITY'S ACCEPTANCE OF THE TRANSFER OF APPROXIMATELY 0.74 ACRES OF REAL PROPERTY LOCATED IN THE TOWNSHIP OF GREENFIELD, COUNTY OF FAIRFIELD, AND STATE OF OHIO, AND BEING KNOWN AS FAIRFIELD COUNTY AUDITOR PARCEL NUMBER 013-80922.20, FROM THE BOARD OF COMMISSIONERS OF FAIRFIELD COUNTY; AND AUTHORIZING THE PORT AUTHORITY TO SUBSEQUENTLY TRANSFER THE SAME PROPERTY TO VARIETY FLOORS OF CARROLL, INC.; AND DELEGATING TO THE PORT AUTHORITY'S EXECUTIVE DIRECTOR CERTAIN ACTIONS RELATING TO THE TRANSACTIONS; AND AUTHORIZING OTHER ACTIONS AND MATTERS RELATED THERETO.

WHEREAS, The Board of Commissioners of Fairfield County (the "County") and the Port Authority have entered into an agreement (the "County Agreement") whereby the County will convey to the Port Authority for zero dollars (\$0.00) and the Port Authority will accept, by quit claim deed, a tract of land containing approximately 0.74 acres and being known as Fairfield County Auditor Parcel Number 013-80922.20 (the "Property");

WHEREAS, the Port Authority has also entered into an real estate purchase agreement (the "Purchase Agreement") with Variety Floors of Carroll, Inc. ("Variety Floors"), under which Variety Floors will purchase the Property from the Port Authority, at a sale price of Fifty-Five Thousand and NO/100 Dollars (\$55,000.00) ("Purchase Price");

WHEREAS, the Port Authority then desires to pay over to the County the Purchase Price upon receipt from Variety Floors.

WHEREAS, in connection the above-described transfers of the Property, it will be necessary for the Port Authority to execute and deliver certain documents, including but not limited to a quit claim deed transferring title to Variety Floors.

WHEREAS, it is in the best interests of the Port Authority to delegate to Rick Szabrak, Executive Director of the Port Authority (the "Authorized Officer"), certain responsibilities in connection with the above described transfers of the Property.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Fairfield County Port Authority as follows:

Section 1. The acceptance of the County Agreement pursuant to Ohio Revised Code § 4582.38, whereby the Port Authority will accept the Property from the County, and the Purchase Agreement pursuant to Ohio Revised Code § 4582.31(A)(15), whereby the Port Authority will transfer the Property to Variety Floors and subsequently pay over the Purchase Price to the County pursuant to Ohio Revised Code § 4582.38, is hereby authorized. As such, the Authorized Officer is hereby authorized to execute and deliver any and all documents in such forms as may be approved by the Authorized Officer and with such changes as he may deem necessary and appropriate as he may approve the same, with his execution of any and all documents relating to the County Agreement and/or the Purchase Agreement to serve as conclusive evidence of such approval.

Section 2. The Authorized Officer is hereby authorized and directed to accept, execute, and deliver any and all papers, instruments, certificates, affidavits, and other documents, and to do and cause to be done any and all acts and things necessary or proper for carrying out provisions of this Resolution, and the execution of any document by such Authorized Officer shall be conclusive evidence of such authorization. Any such actions taken prior to the adoption of this Resolution, including execution of the County Agreement and/or the Purchase Agreement, are hereby ratified, confirmed, and approved.

Section 3. All formal actions of the Port Authority concerning and relating to the passage of this resolution were taken in an open meeting of the Port Authority, and all deliberations were in meetings in compliance with all legal requirements including Ohio Revised Code § 121.22.

Section 4. This resolution shall take effect and be in force at the earliest date permitted by law.

Mr. Tom James seconded the motion and, after discussion, a roll call vote was taken and the results were:

Ayes: Jeff Saver, Robert Maynard, Brian Householder, Tom James

Nays: _____

BOARD OF DIRECTORS OF FAIRFIELD
COUNTY PORT AUTHORITY

Signed:

Jeff A. Saver

Attest:

Brian Householder

Passed: 3/9/2018