

**FAIRFIELD TOWNSHIP  
RESOLUTION 18 -154**

**RESOLUTION DECLARING TO BE PUBLIC PURPOSE CERTAIN PUBLIC  
IMPROVEMENTS WHICH ARE NECESSARY FOR THE FURTHER DEVELOPMENT  
OF CERTAIN PARCELS WITHIN THE TOWNSHIP AND AUTHORIZING THE  
EXECUTION OF A TAX INCREMENT FINANCE EXEMPTION SCHOOL  
COMPENSATION AGREEMENT AND ESTABLISHING  
A TAX INCREMENT EQUIVALENT FUND.**

**WHEREAS**, Section 5709.73 et seq. of the Ohio Revised Code authorizes townships to participate in a financing technique commonly known as tax increment financing; and

**WHEREAS**, this Board of Trustees (the "Board") wishes to use the authority granted pursuant to such Sections in connection with certain improvements in the Township in order to meet the needs of the area, including but not limited to a state of the art industrial park, and substantial road and other infrastructure improvements; and

**WHEREAS**, this Board has caused notice to be given to the Fairfield City School District Board of Education, of this Board's intention to consider this Resolution for adoption and that this Board and the Fairfield City School District have agreed to enter into a Tax Increment Finance Exemption School Compensation Agreement providing for compensation to the School District for certain property which is exempted under Section 5709.73 (B) of the Ohio Revised Code. Fairfield City School District has by resolution adopted on August 9, 2018, approved the tax increment financing and the exemption of the further improvements for 30 years up to 100% for the property described in Exhibits "A" and "A-1" attached hereto and waived its right to the forty-five (45) business days' notice prior to the adoption of this Resolution pursuant to ORC 5709.73 (D);

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Township Trustees of Fairfield Township, County of Butler, State of Ohio:

**SECTION 1.** That this Board hereby finds and declares that certain public improvements in the Township, to wit: A state of the art industrial park, the planning, design and construction of public street improvements including pavements, walkways, traffic control devices, landscaping and alterations to existing streets; the planning, design and construction of utilities including but not limited to water facilities, sanitary sewers, gas mains, electric facilities, communication facilities, safety services, including police and fire personnel and/or apparatus, storm water sewers and retention/detention facilities; the planning, design and construction of public safety, park and recreation facilities; the furtherance of economic development within the Township, including but not limited to the purchase and/or improvement of property; the preparation of plans for land use in the area; the creation or enhancement of buffer areas and open areas necessary for ensuring the compatibility of adjacent land uses; and, the purchase of property rights of way and easements or other rights in property necessary for the completion of the Public Improvements listed above, are a public purpose and that those Public

Improvements are necessary for the further development of the parcels of land described in Exhibits "A" and "A-1" attached to this Resolution (such parcels are hereinafter collectively referred to as the "Duke" site), but excluding any and all residential property located within Exhibit "A", which parcels are located in an unincorporated area of the township, and for the creation of jobs, increasing property values and the provision of adequate public services in Fairfield Township.

**SECTION 2.** One Hundred Percent (100%) of the increase in the assessed value of the property in the Duke site after the effective date of this resolution shall be a public purpose and shall be exempt from real property taxation subject to a parcel-by-parcel "rolling" thirty (30) year TIF exemption (the "TIF Exemption"), for which the "rolling" build-out period shall be ten (10) years, with the TIF Exemption for each parcel commencing the earlier of (i) the first tax year in which there is an increase in fair market value of at least two (2) million dollars on the parcel, or (ii) tax year 2028, whichever occurs first. The TIF Exemption shall end for each parcel the earlier of (i) 30 years after such commencement or (ii) the date on which the Township can no longer require service payments in lieu of taxes.

**SECTION 3.** That pursuant to Section 5709.74 of the Ohio Revised Code, the owner or the owners of the Improvements shall be required to make annual service payments in lieu of taxes (the "Service Payments") to the Butler County Treasurer on or before the final dates for payment of real property taxes. This Board hereby expresses its intention to enter into such agreements as may be necessary and appropriate to assure the payment of such Service Payments.

**SECTION 4.** That pursuant to Section 5709.75 of the Ohio Revised Code, there is hereby established the Fairfield Township Public Improvement Tax Increment Equivalent Fund (the "Tax Increment Equivalent Fund"), into which the Service Payments shall be deposited. Money in the Tax Increment Equivalent Fund shall be used to finance the Public Improvements or to make payments to the Fairfield City School District pursuant to the Tax Increment Finance Exemption School Compensation Agreement referred to in the third Preamble herein and hereby authorized to be entered into by the Board of Township Trustees, Township Administrator or the President of the Board.

**SECTION 5.** That the Board hereby approves the Fairfield Township and Fairfield City School District Tax Increment Finance Exemption School Compensation Agreement attached as Exhibit 1.

**SECTION 6.** That the Fiscal Officer is hereby directed to forward a copy of this Resolution to the County Auditor of Butler County.

**SECTION 7.** That this Board hereby finds and determines that all formal actions relative to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of its Committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Ohio Revised Code.

**SECTION 8.** This Resolution shall take effect at the earliest period allowed by law.

**BE IT FURTHER RESOLVED** that this Board upon majority vote does hereby dispense with the requirement that this resolution be read on two separate days, and hereby authorizes the adoption of this resolution upon its first reading.

**BE IT FURTHER RESOLVED** that this resolution is the subject of the general authority granted to the Board of Trustees through the Ohio Revised Code and not the specific authority granted to the Board of Trustees through the status as a Limited Home Rule Township.

\_\_\_\_\_seconded the Motion to adopt the **RESOLUTION**.

**Board of Trustees**

Shannon Hartkemeyer: Shannon Hartkemeyer  
Joe McAbee: Joe McAbee  
Susan Berding: Susan Berding

**Vote of Trustees**

Yes  
Yes  
Yes

**AUTHENTICATION**

This is to certify that this is a resolution which was duly passed, and filed with the Fairfield Township Fiscal Officer, this 19th day of Sept, 2018.

**ATTEST:**

Shelly Schultz  
Shelly Schultz, Fairfield Township Fiscal Officer

**APPROVED AS TO FORM:**

L. E. Barbieri  
Lawrence E. Barbieri, Township Law Director

**Exhibit A**

**Property Description for Expanded Project Site**

**See Attached Descriptions for Expanded Project Site on Parcel Numbers:**

A0300007000003  
A0300007000013  
A0300007000023  
A0300007000028  
A0300007000029  
A0300007000030



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**LEGAL DESCRIPTION**  
**23.360 ACRES**

Situated in Section 17, Town 2, Range 2, BTM, Fairfield Township, Butler County, Ohio and being part of Lot 86 as conveyed to the Miller Farm Enterprises, LLC in O.R. 7118 Pg. 1237 of the Butler County Ohio, Recorder's Office, the boundary of which being more particularly described as follows:

Beginning at the southeast corner of Miller Run Section One as recorded in PE 2384 Pages A-C;

Thence S84°41'59"W, a distance of 201.32 feet;

Thence S05°18'01"E, a distance of 320.77 feet;

Thence S84°41'59"W, a distance of 380.82 feet to a point in the centerline of Seward Road;

Thence with said centerline, S04°57'24"W, a distance of 40.65 feet to the Real Point of Beginning of this description;

Thence N84°41'59"E, passing a 5/8" iron pin found at 30.49 feet, for a total distance of 1228.19 feet, to a 5/8" iron pin found in the west line of a 79.061 acre (dead) tract conveyed to Khosrow P. Mohammadi and Zahra Helderi in O.R. 8174 Pg. 1541;

Thence along said west line, S04°39'40"W a distance of 949.38 feet to a 5/8" iron pin set;

Thence along a new division line, N85°02'36"W, passing a 6/8" iron pin set in the east right of way line of Seward Road at a distance of 1183.48 feet, for a total distance of 1213.48 feet to a point in the centerline of Seward Road;

Thence along said centerline; N04°57'24"E a distance of 730.67 feet to the point of beginning.

Containing 23.360 acres, more or less and being subject to easements, restrictions and rights of way of record

Bearings are based on Miller's Run Section One as recorded in P.E. 2384 Pages A-C.

The above description is based on a field survey performed by the Kleingers Group under the direct supervision of Randy C. Wolfe, Ohio Professional Surveyor No. 8033.

\_\_\_\_\_  
Randy C. Wolfe  
Ohio Professional Surveyor #8033

\_\_\_\_\_  
Date

INSPIRED PEOPLE ► CREATIVE DESIGN ► TRANSFORMING COMMUNITIES



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**LEGAL DESCRIPTION  
25.714 ACRES**

Situated in Section 17, Town 2, Range 2, BTM, Fairfield Township, Butler County, Ohio and being part of Lot 86 as conveyed to the Miller Farm Enterprises, LLC. In O.R. 7118 Pg. 1237 of the Butler County Ohio, Recorder's Office, the boundary of which being more particularly described as follows:

Beginning at the southeast corner of Miller Run Section One as recorded in PE 2384 Pages A-C;

Thence S84°41'59"W, a distance of 201.32 feet;

Thence S05°18'01"E, a distance of 320.77 feet;

Thence S84°41'59"W, a distance of 380.82 feet to a point in the centerline of Seward Road;

Thence with said centerline, S04°57'24"W, a distance of 771.32 feet to the Real Point of Beginning of this description;

Thence S85°02'36"E, passing a 5/8" iron pin found at 30.00 feet, for a total distance of 1213.48 feet, to a 5/8" iron pin found in the west line of a 79.061 acre (deed) tract conveyed to Khosrow P. Mohammadi and Zahra Haidari in O.R. 8174 Pg. 1541;

Thence along said west line, S04°39'40"W a distance of 1120.22 feet to a concrete monument found in the north line of a tract of land conveyed to Norbert A. Davis in O.R. 8175 Pg. 308;

Thence with said north line, N68°58'33"W, passing a 5/8" iron pin set in the east right of way line of Seward Road at a distance of 1222.48 feet, for a total distance of 1282.48 feet to a point in the centerline of Seward Road;

Thence along said centerline; N04°57'24"E a distance of 722.47 feet to the point of beginning.

Containing 25.714 acres, more or less and being subject to easements, restrictions and rights of way of record. Bearings are based on Miller's Run Section One as recorded in P.E. 2384 Pages A-C.

The above description is based on a field survey performed by the Kleingers Group under the direct supervision of Randy C. Wolfe, Ohio Professional Surveyor No. 8033.

Randy C. Wolfe  
Ohio Professional Surveyor #8033

Date

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April 21, 2017

#### LEGAL DESCRIPTION 1.516 ACRES

Situated in Section 17, Town 2, Range 2, B.T.M., Fairfield Township, Butler County, Ohio being all of Lot 88 conveyed to Norbert A. Davis in O.R. 7005 Pg. 121 the boundary of which being more particularly described as follows:

Commencing at the northeast corner of Section 17;

Thence along the east line of Section 17, S04°47'11"W a distance of 2670.74 feet to a stone found;

Thence S04°49'21"W a distance of 1239.53 feet to a stone found;

Thence N47°04'44"W a distance of 764.44 feet to a 5/8" iron pin set;

Thence S31°09'38"W passing a 5/8" iron pin set at a distance of 530.48 feet, for a total distance of 595.48 feet;

Thence N48°43'56"W a distance of 2841.38 feet to a 1/2" iron pin found;

Thence N01°52'46"W a distance of 17.03 feet to a 5/8" iron pin set;

N21°51'41"W a distance of 285.00 feet to a mag nail set at the Point of Beginning;

Thence along the east line of Lot 7324, N21°51'41"W a distance of 200.00 feet to a mag nail set;

Thence along the lines of said lot 88 as conveyed to Norbert A. Davis in O.R. 8175 Page 309 the following five (5) courses:

1. N08°08'18"E a distance of 68.88 feet to a 5/8" iron pin set;
2. S69°55'26"E a distance of 415.83 feet to a 5/8" iron pin set;
3. S20°04'34"W a distance of 150.00 feet to a 5/8" iron pin set;



4. N69°55'28"W a distance of 283.53 feet to a 5/8" iron pin set;
5. S68°08'19"W a distance of 67.06 feet to the Point of Beginning;

Containing 1.516 acres of land more or less, being subject to all easements and restrictions of record.

Bearings are based on the south line of Lot 86 being S86°58'33"E per S.R. 50-103 of the Butler County Engineers Record of Land Surveys.





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April 21, 2017

**LEGAL DESCRIPTION  
2.817 ACRES**

Situated in Section 17, Town 2, Range 2, B.T.M., Fairfield Township, Butler County, Ohio being part of Lot 90 as conveyed to Norbert A. and Ruth M. Davis, Co-Trustees in O.R. 8858 Pg. 1706 the boundary of which being more particularly described as follows:

Commencing at the northeast corner of Section 17;

Thence along the east line of Section 17, S04°47'11"W a distance of 2670.74 feet to a stone found;

Thence along the west line of said 103.60 acre tract, S04°49'21"W a distance of 1239.53 feet to a stone found at the northeast corner of a 29.288 acre (deed) tract as conveyed to Erin and Michael Garber in O.R. 8858 pg. 1703;

Thence N47°04'44"W a distance of 784.44 feet to a 5/8" Iron pin set at the northwest corner of a 29.288 acre tract conveyed to Erin and Michael Garber in O.R. 8858 Page 1703, said point being the Point of Beginning;

Thence along the west line of said 29.288 acre tract, S31°09'38"W passing a 5/8" iron pin set at a distance of 530.48 feet, for a total distance of 595.48 feet to a point in the north line of a 14.481 acre tract of land conveyed to Robert M. and Judith A. Burkett in O.R. 7066 Pg. 1434;

Thence along the north line of said 14.481 acre tract, N46°43'56"W a distance of 38.62 feet;

Thence along the east line of Lot 89 as conveyed to Norbert A. Davis in O.R. 8175 Pg. 309, N04°18'44"E passing a 5/8" iron pin set at a distance of 65.00 feet for a total distance of 745.75 feet to a 5/8" iron pin found;

THE  
**KLEINGERS**  
GROUP



Thence continuing, S47°04'44"E a distance of 382.59 feet to the Point of Beginning;

Containing 2.817 acres of land more or less, being subject to all easements and restrictions of record.

Bearings are based on the south line of Lot 86 being S86°58'33"E per S.R. 50-103 of the Butler County Engineers Record of Land Surveys.



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#### LEGAL DESCRIPTION 27.114 ACRES

Situated in Section 17, Town 2, Range 2, B.T.M., Fairfield Township, Butler County, Ohio being part of Lot 87 and all of a 27.116 acre tract of land conveyed to Raymond W. and Dianne M. Miller in O.R. 8189 Pg. 1393 the boundary of which being more particularly described as follows:

Beginning at a 5/8" iron pin set at the southeast corner of a 79.051 acre tract of land conveyed to Khosrow P. Mohammadi and Zahra Heidari in O.R. 8174 Pg. 1541, said point being S04°47'11"W a distance of 1341.31 feet from the northeast corner of Section 17;

Thence along the east line of Section 17 and the west line of Lot 519 of the Villages of Providence, Section 3, as recorded in P.E. 3721 A-G, S04°47'11"W a distance of 820.10 feet to a 5/8" iron pin found at the northeast corner of a Lot 89 as conveyed to Norbert A. Davis in O.R. 8175 Pg. 309;

Thence along the north line of said Lot 89, N67°54'24"W a distance of 2269.44 feet to a concrete monument found at the southeast corner of Lot 86 as conveyed to Miller Farm Enterprises, LLC in O.R. 7118 Pg. 1237;

Thence along the east line of said Lot 86, N04°39'40"E a distance of 270.10 feet to a 5/8" iron pin set at the southeast corner of the aforesaid 79.051 acre tract;

Thence along the south line of said 79.051 acre tract, S81°54'34"E a distance of 2170.88 feet to the Point of Beginning;

Containing 27.114 acres of land more or less, being subject to all easements and restrictions of record.

Bearings are based on the south line of Lot 86 being S68°58'33"E per S.R. 60-103 of the Butler County Engineers Record of Land Surveys.



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April 21, 2017

#### LEGAL DESCRIPTION 112.753 ACRES

Situated in Section 17, Town 2, Range 2, B.T.M., Fairfield Township, Butler County, Ohio being all of Lot 89 as conveyed to Norbert A. Davis in O.R. 8175 Pg. 309 the boundary of which being more particularly described as follows:

Beginning at a 5/8" iron pin found at the southeast corner of a 27.115 acre (deed) tract of land conveyed to Raymond W. and Dianne M. Miller in O.R. 8169 Pg. 1393, said point being S04°47'11"W a distance of 2161.41 feet from the northeast corner of Section 17;

Thence along the east line of Section 17 and the west line of Lot 519 of the Villages of Providence, Section 3, as recorded in P.E. 3721 A-G, S04°47'11"W a distance of 509.33 feet to a stone found at the northwest corner of a 103.50 acre tract of land conveyed to EDZ Investments, LLC in O.R. 8345 Pg. 2160;

Thence along the west line of said 103.50 acre tract, S04°49'21"W a distance of 1239.53 feet to a stone found at the northeast corner of Lot 90 as conveyed to Erin and Michael Garber in O.R. 8858 pg. 1703;

Thence along the north line of said Lot 90, N47°04'44"W a distance of 1147.03 feet to a 5/8" iron pin set at the northwest corner of a 2.8149 acre tract of land conveyed to Norbert A. and Ruth M. Davis, Co-Trustees in O.R. 8858 Pg. 1708;

Thence along the west line of said 2.8149 acre S04°18'44"W passing a 5/8" iron pin set at a distance of 680.75 feet, for a total distance of 745.75 feet to a point in the north line of a 14.481 acre tract of land conveyed to Robert M. and Judith A. Burkett in O.R. 7066 Pg. 1434;

Thence along the north line of said 14.481 acre tract, N46°43'56"W a distance of 2802.78 feet to a 1/2" iron pin found in the east line of Lot 7324;

Thence along said east line, N01°52'46"W a distance of 17.03 feet to a 5/8" iron pin set;

THE  
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GROUP



Thence continuing, N21°51'41"W a distance of 285.00 feet to a mag nail set at the southwest corner of Lot 88 as conveyed to Norbert A. and Ruthe M. Davis, Co-Trustee in O.R. 7005 Pg. 121;

Thence along the lines of said Lot 88, the following five (5) courses:

1. N68°08'19"E a distance of 67.05 feet to a 5/8" iron pin set;
2. S69°55'26"E a distance of 283.53 feet to a 5/8" iron pin set;
3. N20°04'34"E a distance of 150.00 feet to a 5/8" iron pin set;
4. N69°55'26"W a distance of 415.83 feet to a 5/8" iron pin set;
5. S88°08'19"W a distance of 68.88 feet to a mag nail set in the east line of the aforesaid Lot 7324;

Thence along said east line, N21°51'41"W a distance of 189.28 feet to a 5/8" iron pin set in the east line of Lot 7323 as conveyed to Miller Farm West, LLC in O.R. 7118 Pg. 1232;

Thence along said east line, N04°57'24"E a distance of 517.04 feet to the southwest corner of Lot 86 as conveyed to Miller Farm Enterprises, LLC in O.R. 7118 Pg. 1237;

Thence along the south line of said Lot 86, S66°58'33"E passing a 5/8" set at a distance of 50.00 feet, for a total distance of 1282.48 feet to a concrete monument found at the southwest corner of the aforesaid 27.115 acre tract;

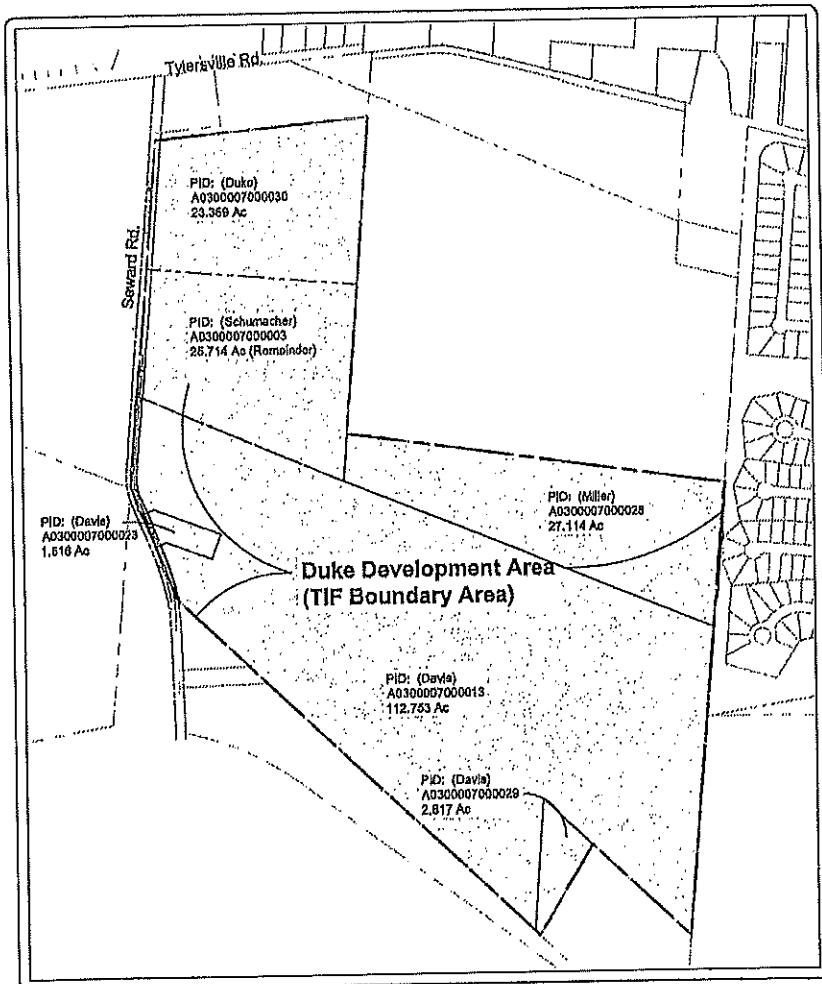
Thence along the south line of said 27.115 acre tract, S67°54'24"E a distance of 2289.44 feet to the Point of Beginning;

Containing 112.753 acres of land more or less, being subject to all easements and restrictions of record.

Bearings are based on the south line of Lot 86 being S66°58'33"E per S.R. 50-103 of the Butler County Engineers Record of Land Surveys.

**Exhibit A-1**

**Property Map for Expanded Project Site**



Scale: 1" = 600'  
Date: 2/2/16

EXHIBIT A-1  
Duke Realty Development  
Seward Rd.  
Falls' Trp. Ohio

**Duke**  
REALTY

# EXHIBIT 1



FAIRFIELD TOWNSHIP AND FAIRFIELD CITY  
SCHOOL DISTRICT TAX INCREMENT FINANCE EXEMPTION  
SCHOOL COMPENSATION AGREEMENT

THIS AGREEMENT (the "Agreement") dated \_\_\_\_\_, 2018 is between the Township of Fairfield, Ohio (the "Township") acting by and through its Board of Township Trustees (the "Trustees") and the Fairfield City School District (the "District") acting by and through its Board of Education (the "Board").

WHEREAS, Sections 5709.73 et seq. of the Ohio Revised Code authorize townships to grant tax increment financing ("TIF") real property tax exemptions for improvements declared to be for a public purpose, which exempt from taxation the increase in the true value of the parcel of property after the effective date of the resolution granting such exemption; and,

WHEREAS, Section 5709.74 of the Ohio Revised Code further authorizes a township to require owners of improvements subject to a tax increment financing tax exemption to make an annual payment or semi-annual payments in lieu of taxes ("Service Payments in Lieu of Taxes"), which payment(s) is approximately equivalent to the amount of real property tax which would be payable on the increase in the true value of the parcel of property but for the exemption from taxation; and,

WHEREAS, Section 5709.75 of the Ohio Revised Code further requires a township receiving payments in lieu of taxes to create a township public improvement tax increment equivalent fund for deposit of the entire amount of such payments, to be used to pay the costs of public infrastructure improvements benefiting the parcels subject to the tax increment financing tax exemption and, if provided, to make payments to school districts impacted by exemption from taxation; and,

WHEREAS, the Trustees have previously notified the Board by letter received on August 1, 2018, that the Trustees planned to propose a resolution pursuant to Section 5709.73, Ohio Revised Code, (the "Exemption Resolution"), declaring certain improvements to certain real property located on Seward Road in Fairfield Township, Butler County, Ohio and consisting of 193.273± acres (the "Duke Site Property") as described in the attached Exhibits "A" and "A-1" to be a public purpose and exempting from real property taxation one hundred percent (100%) of such improvements for a period of thirty (30) years; and

WHEREAS, the parties desire to agree that the District and the Butler Tech Joint Vocational School District be held harmless and receive from the Trustees one hundred percent (100%) of the tax revenue they would have received from improvements to the Duke Site Property were it not for the exemption granted by the TIF resolution of the Trustees for any length or percentage of exemption and whether or not required by law; and

WHEREAS, Sections 5709.73, 5709.75 and 5709.82 of the Ohio Revised Code permit the Trustees and the Board to enter into this Agreement in order to address compensation to the District for property taxes lost as a result of any TIF exemption as described above; and

WHEREAS, the Board is in agreement to approve the tax exemption and waive its right to receive prior notice of such exemption under Ohio Revised Code Sections 5709.73 and 5709.83 as to the Duke Site Property only provided that the Trustees execute this School Compensation Agreement and do in fact "hold harmless" the District so that it receives one hundred percent (100%) of the tax revenue it would have received from improvements to the Duke Site Property were it not for future TIF exemption(s) granted by the Trustees' resolution(s); and

WHEREAS, the Board has passed a resolution on August 9, 2018, the ("District Resolution") authorizing the execution of this Agreement;

NOW, THEREFORE, IN CONSIDERATION OF THE MUTUAL PROMISES HEREIN CONTAINED AND OTHER GOOD AND VALUABLE CONSIDERATION, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED BY THE PARTIES, IT IS AGREED BY THE PARTIES AS FOLLOWS:

**SECTION 1. Approval of future TIF Exemption(s); Compensation to District.**

(a) The District approves the TIF Exemption on the Duke Site Property for up to one hundred percent (100%) of the further improvements to the Duke Site Property, for a period of up to thirty (30) years. The District waives its right to receive prior notice of such exemption under Ohio Revised Code Sections 5709.73 and 5709.83 as to the Duke Site Property only. This approval and waiver of notice does not apply to real property not included in the Duke Site Property as described in Exhibits "A" and "A-1".

(b) Commencing with tax year 2019 and thereafter, during any year, or any portion thereof, in which the District would have received property tax payments derived from the Duke Site Property, but for the Trustees' authorization of the TIF Exemption, the Township agrees to pay to the District an amount equal to one hundred percent (100%) of the additional amount of property tax payments derived from the Duke Site Property that the District would have received from the Duke Site Property but for the TIF Exemption, (the "TIF Compensation"), as determined by the Fiscal Officer of the Township and certified to the District Treasurer. Such amount shall be calculated by multiplying the exempted assessed value of the Duke Site Property by one hundred percent (100%) of the District effective tax rate for the applicable tax year and adjusting for any Service Payments not actually paid by property owners or received by the Township in accordance with subsection (f) below. Payment of the TIF Compensation may, but is not required to, be made from the Township's Public Improvement Tax Increment Equivalent Fund (the "Fund"). However, nothing in this Agreement shall be construed to pledge the full faith and credit of the Township.

(c) The Township also agrees that it will pay TIF Compensation to the Butler Tech Joint Vocational School District as provided under Ohio Revised Code Section 5709.73(D) at the same

rate (100% of revenue not received as a result of the exemption) and upon the same terms as provided herein for the Fairfield City School District.

(d) The Township further agrees that it intends and will pay the TIF Compensation as provided above for all years and percentages of exemption including the first ten (10) years of any exemption and exemption percentages of seventy-five percent (75%) or less on the Duke Site Property whether or not required by law.

(e) The Township hereby agrees that it will not issue Bonds to be paid with the Service Payments from the Duke Site Property unless estimated Service Payments will be sufficient to pay both debt service on any bonds issued and compensation due and owing the District under this Agreement.

(f) In the event that any one or more property owners fails to remit a Service Payment in Lieu of Taxes on or before its due date as determined by applicable statutes, the Township is not required to make a compensation payment to the District for the amount not remitted; provided, however, that the Township shall proceed to collect the amount not remitted and shall include that amount after collection in calculation of the next future TIF Compensation amount due to the District. Any collected amounts so included will be offset by a prorated amount of the costs incurred in the collection of said sum.

(g) In determining the amount of the Service Payments in Lieu of Taxes required by the Township pursuant to Section 5709.74 of the Ohio Revised Code, it is expressly agreed and relied upon that the value of the parcels included in the Duke Site Property prior to the effective date of the TIF Exemption shall be the value of the parcels on the date that the applicable TIF Exemption resolution was passed by the Trustees.

**SECTION 2. Payment of TIF Compensation.** Each calendar year or portion thereof for which this Agreement is in effect, within thirty (30) days after the receipt of payment and settlement from the county auditor and/or treasurer for each half of annual real property taxes for that calendar year, the Township shall pay to the District, by bank check, ACH, or other mutually agreeable manner, the amount of the TIF Compensation. Upon mutual written agreement the parties may agree to an alternate payment schedule for the TIF Compensation.

**SECTION 3. Resolution of Disputes.** In the event the District disputes the amount of the TIF Compensation as paid by the Township, or the Township believes it has overpaid amounts of TIF Compensation in the past, the District or the Township shall certify the basis for the dispute and the amount that the District or the Township claims is the correct amount of TIF Compensation to be paid to the District or refunded to the Township. Such dispute must be certified to the other party within 180 days of the receipt of or payment of TIF Compensation. Within fifteen (15) days thereafter, the Treasurer of the District and the Township Fiscal Officer shall meet to discuss and attempt to resolve the dispute. In the event the Treasurer of the District and the Township Fiscal Officer are unable to mutually agree on the amount of TIF Compensation, the parties shall next mutually select an impartial arbitrator to determine the amount of TIF

Compensation. The cost of such arbitration shall be borne equally by the District and the Township in the event that they are able to mutually arrive at a settlement of such dispute prior to the issuance of a decision by the arbitrator. In the event that they are unable to arrive at a mutually acceptable settlement and the arbitrator is required to make a decision, the cost of such arbitration shall be borne by the losing party to such arbitration. The Township or the District shall then pay such agreed amount or determined amount within 30 days thereafter; provided that nothing contained in this Section shall limit either the District's or the Township's ability, after payment and receipt of such TIF Compensation amount to seek recovery of amounts deemed overpaid or underpaid.

**SECTION 4. Late Payments.** Except for the case where a TIF Compensation payment is delayed pursuant to a dispute, as provided in Section 3 hereof, and the dispute results in a determination that the TIF Compensation amount is an amount different than the amount initially certified by the Treasurer, any late TIF Compensation payments shall bear interest at the then current rate established under Sections 323.121(B)(1) and 5703.47 of the Ohio Revised Code, as the same may be amended from time to time, or any successor provisions thereto as the same may be amended from time to time.

**SECTION 5. Duration of Agreement Amendment.** This Agreement shall become effective on the date that it is executed and delivered and shall remain in effect for such period as any TIF Exemption on the Duke Site Property is in effect. This Agreement may be amended only by mutual written agreement of the respective governing Boards of the District and the Township.

**SECTION 6. Severability.** Should any portion of this Agreement be declared by the courts to be unconstitutional, invalid or otherwise unlawful, such decision shall not effect the entire Agreement but only that part declared to be unconstitutional, invalid or illegal.

**SECTION 7. Counterpart; Captions.** This Agreement may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute but one and the same Agreement. Captions have been provided herein for the convenience of the reader and shall not affect the construction of this Agreement.

**SECTION 8. Filing of Agreement.** The Township Administrator shall file an executed copy of this Agreement with the County Auditor, as a member of the Tax Incentive Review Council.

**SECTION 9. Recording of Exemption.** Notice of the exemption of the Future Exempted Property and the requirement of property owners to make Service Payments will be properly recorded with the Butler County Recorder in accordance with Section 5709.911(C)(1) of the Ohio Revised Code.

**SECTION 10. Third Party Beneficiary.** The parties acknowledge the District is directly impacted by the tax increment financing exemption and shall be a third party beneficiary of any

service payments and/or payments in lieu of taxes required to be paid under Section 5709.74 and Future TIF resolutions of the Trustees, and any agreement between the Township and any property owner pertaining to said service payments in lieu of taxes and shall have the right to enforce the provisions thereof.

IN WITNESS WHEREOF, the Board of Township Trustees of Fairfield Township, Ohio has caused this Agreement to be signed by at least two members of the Board of Township Trustees and the Fairfield City School District Board of Education has caused this Agreement to be signed by the President and the Treasurer of the Board of Education, all as of the date first written above.

BOARD OF TRUSTEES OF FAIRFIELD  
TOWNSHIP, OHIO

By: \_\_\_\_\_ Date: \_\_\_\_\_

By: \_\_\_\_\_ Date: \_\_\_\_\_

By: \_\_\_\_\_ Date: \_\_\_\_\_

BOARD OF EDUCATION OF FAIRFIELD CITY  
SCHOOL DISTRICT

By: \_\_\_\_\_ Date: \_\_\_\_\_

Dan E. Hare, President

By: \_\_\_\_\_ Date: \_\_\_\_\_

Nancy L. Lane, Treasurer

Exhibit A

Property Description for Expanded Project Site

See Attached Descriptions for Expanded Project Site on Parcel Numbers:

A0300007000003  
A0300007000013  
A0300007000023  
A0300007000028  
A0300007000029  
A0300007000030



CHICAGO  
CALIFORNIA  
DAYTON

6301 Centre Parkway  
West Chester, OH 41001  
Phone: 313 776-1001  
Fax: 313 776-2331  
www.kleingers.com

#### LEGAL DESCRIPTION 23.380 ACRES

Situated in Section 17, Town 2, Range 2, BTM, Fairfield Township, Butler County, Ohio and being part of Lot 68 as conveyed to the Miller Farm Enterprises, L.L.C. in O.R. 7118 Pg. 1207 of the Butler County Ohio, Recorder's Office, the boundary of which being more particularly described as follows:

Beginning at the southeast corner of Miller Run Section One as recorded in P.S. 2384 Pages A-C;

Thence S84°41'59"W, a distance of 201.02 feet;

Thence S05°18'01"E, a distance of 320.77 feet;

Thence S84°41'58"W, a distance of 280.82 feet to a point in the centerline of Seward Road;

Thence with said centerline, S04°57'24"W, a distance of 40.85 feet to the Real Point of Beginning of this description;

Thence N84°41'58"E, passing a 6/8" iron pin found at 30.49 feet, for a total distance of 1228.18 feet, to a 5/8" iron pin found in the west line of a 70.051 acre (dead) tract conveyed to Khosrow P. Mohammadi and Zahra Haidari in O.R. 8174 Pg. 1641;

Thence along said west line, S04°30'40"W a distance of 849.38 feet to a 6/8" iron pin set;

Thence along a new division line, N86°02'30"W, passing a 6/8" iron pin set in the east right of way line of Seward Road at a distance of 1183.48 feet, for a total distance of 1213.48 feet to a point in the centerline of Seward Road;

Thence along said centerline; N04°57'24"E a distance of 750.07 feet to the point of beginning.

Containing 23.380 more, more or less and being subject to easements, restrictions and rights of way of record

Boundaries are based on Miller's Run Section One as recorded in P.S. 2384 Pages A-C.

The above description is based on a field survey performed by the Kleingers Group under the direct supervision of Randy C. Wolfe, Ohio Professional Surveyor No. 80033.

Randy C. Wolfe  
Ohio Professional Surveyor #80033

Date

IMPROVED PEOPLE • CREATIVE DESIGN • TRANSFORMING COMMUNITIES



COLUMBIAN  
COMMUNITIES  
DIVISION

4103 Center Park Drive  
West Chester, OH 43081  
Phone # 513 778 7333  
Fax # 513 778 7332  
www.klingers.com

#### LEGAL DESCRIPTION 28.714 ACRES

Situated in Section 17, Town 2, Range 2, BTM, Fairfield Township, Butler County, Ohio and being part of Lot 88 as conveyed in the Miller Farm Enterprises, LLC, in O.R. 7110 Pg. 1237 of the Butler County Ohio, Recorder's Office, the boundary of which being here particularly described as follows:

Beginning at the southeast corner of Miller Run Section One as recorded in PE 2384 Pages A-C;

Thence S04°41'00"W, a distance of 201.32 feet;

Thence S08°16'01"E, a distance of 320.77 feet;

Thence S04°41'00"W, a distance of 380.82 feet to a point in the centerline of Seward Road;

Thence with said centerline, S04°07'24"W, a distance of 771.32 feet to the Road Point of Beginning of this description;

Thence S08°02'38"E, passing a 5/8" iron pin found at 30.55 feet, for a total distance of 1213.40 feet, to a 5/8" iron pin found in the west line of a 79.851 acre (doad) tract conveyed to Khairat P. Mohammed and Zahra Haidari in O.R. 8174 Pg. 1841;

Thence along said west line, S04°39'00"W a distance of 1120.22 feet to a concrete monument found in the north line of a tract of land conveyed to Norbert A. Dwyer in O.R. 8176 Pg. 300;

Thence with said north line, N00°00'00"W, passing a 5/8" iron pin set in the east right of way line of Seward Road at a distance of 1222.48 feet, for a total distance of 1232.48 feet to a point in the centerline of Seward Road;

Thence along said centerline, N04°07'24"E a distance of 722.47 feet to the point of beginning.

Containing 28.714 acres, more or less and being subject to easements, restrictions and rights of way of record. Bearings are based on Miller's Run Section One as recorded in P.E. 2384 Pages A-C.

This above description is based on a field survey performed by the Klingers Group under the direct supervision of Randy C. Wolfe, Ohio Professional Surveyor No. 80033.

Randy C. Wolfe  
Ohio Professional Surveyor #80033

Ddw

INDEPENDENT PEOPLE ► QUALITY OF LIFE ► TRANSFORMING COMMUNITIES





COLUMBIANA  
COUNTY  
DAYTON

6325 Centre Plaza Drive  
West Chester, OH 45389  
Phone # 513.778.2851  
Fax # 513.778.1882  
www.kleingers.com

April 21, 2017

#### LEGAL DESCRIPTION 1.818 ACRES

Situated in Section 17, Town 2, Range 3, N.T.M., Franklin Township, Butler County, Ohio being all of Lot 88 conveyed to Norbert A. Davis by O.R. 7308 Pg. 121 the boundary of which being more particularly described as follows:

Commencing at the northeast corner of Section 17;

Thence along the east line of Section 17, S04°47'11"W a distance of 2070.74 feet to a stone found;

Thence S04°48'21"W a distance of 1238.83 feet to a stone found;

Thence N47°04'44"W a distance of 764.44 feet to a 6/8" iron pin set;

Thence S31°08'38"W passing a 6/8" iron pin set at a distance of 230.48 feet, for a total distance of 865.48 feet;

Thence N40°43'58"W a distance of 2841.88 feet to a 1/4" iron pin found;

Thence N01°52'46"W a distance of 17.03 feet to a 6/8" iron pin set;

N21°51'41"W a distance of 288.00 feet to a mag nail set at the Point of Beginning;

Thence along the east line of Lot 7324, N21°51'41"W a distance of 200.00 feet to a mag nail set;

Thence along the lines of said lot 88 as conveyed to Norbert A. Davis in O.R. 8176 Page 000 the following five (5) courses:

1. N00°00'10"E a distance of 88.40 feet to a 5/8" iron pin set;
2. S88°55'20"E a distance of 418.88 feet to a 6/8" iron pin set;
3. S20°04'54"W a distance of 100.00 feet to a 6/8" iron pin set;

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SURVEY



4. N88°55'28"W a distance of 283.80 feet to a 8/8" iron pin set;
5. S88°02'19"W a distance of 87.05 feet to the Point of Beginning;

Containing 1.818 Acres of land more or less, being subject to all easements and restrictions of record.

Boundings are based on the south line of Lot 80 being S88°58'33"E per S N. 50-103 of the Butler County Engineers Record of Land Surveys.



CHICAGO, ILL. 60601  
KLEINGERS GROUP  
6301 Centre Park Drive  
Westchester, IL 60090  
phone 312.719.2881  
fax 312.719.7822  
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April 21, 2017

**LEGAL DESCRIPTION  
2.017 ACRES**

Situated in Section 17, Town 2, Range 2, B.T.M., Fairfield Township, Butler County, Ohio being part of Lot 88 as conveyed to Norbert A. and Ruth M. Davis, Co-Trustees in O.R. 8888 Pg. 1705 the boundary of which being more particularly described as follows:

Commencing at the northeast corner of Section 17;

Thence along the east line of Section 17, S04°47'11"W a distance of 2870.74 feet to a stone found;

Thence along the west line of said 103.50 acre tract, S04°48'21"W a distance of 1230.33 feet to a stone found at the northeast corner of a 28.208 acre (deed) tract as conveyed to Erin and Michael Garber in O.R. 8888 pg. 1703;

Thence N47°04'44"W a distance of 784.44 feet to a 3/8" iron pin set at the northwest corner of a 28.288 acre tract conveyed to Erin and Michael Garber in O.R. 8888 Page 1703, said point being the Point of Beginning;

Thence along the west line of said 28.288 acre tract, S31°09'38"W passing a 5/8" iron pin set at a distance of 530.48 feet, for a total distance of 895.48 feet to a point in the north line of a 14.481 acre tract of land conveyed to Robert M. and Judith A. Burkett in O.R. 7088 Pg. 1434;

Thence along the north line of said 14.481 acre tract, N46°49'58"W a distance of 36.82 feet;

Thence along the east line of Lot 88 as conveyed to Norbert A. Davis in O.R. 8175 Pg. 309, N04°18'44"E passing a 5/8" iron pin set at a distance of 85.00 feet for a total distance of 748.78 feet to a 3/8" iron pin found;



Thence continuing, S47°04'44"E a distance of 332.55 feet to the Point of Beginning)

Containing 2.817 acres of land more or less, being subject to all assessments and restrictions of record.

Hearings are based on the south line of Lot 08 being S66°58'33"E per S.R. 60-103 of the Butler County Engineers Record of Land Surveys.



COLUMBIANA 6305 Centre Park Drive  
COLUMBIANA West Chester, OH 45069  
DAYTON phone 937.778.2831  
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April 21, 2017

#### LEGAL DESCRIPTION 27.114 ACRES

Situated in Section 17, Town 2, Range 2, E.T.M., Franklin Township, Butler County, Ohio being part of Lot 87 and all of a 27.116 acre tract of land conveyed to Raymond W. and Dianne M. Miller in O.R. 8188 Pg. 1396 the boundary of which being more particularly described as follows:

Beginning at a 588' iron pin set at the southeast corner of a 79.081 acre tract of land conveyed to Khosrow P. Mohammad and Zahra Haidari in O.R. 8174 Pg. 1641, said point being S84°47'11"W a distance of 1341.31 feet from the northeast corner of Section 17;

Thence along the east line of Section 17 and the west line of Lot 519 of the Village of Providence, Section 3, as recorded in P.E. 3721 A-G, S84°47'11"W a distance of 828.10 feet to a 588' iron pin found at the northeast corner of a Lot 89 as conveyed to Norbert A. Davis in O.R. 8176 Pg. 399;

Thence along the north line of said Lot 89, N67°54'24"W a distance of 2288.43 feet to a concrete monument found at the southeast corner of Lot 88 as conveyed to Miller Farm Enterprises, LLC in O.R. 7118 Pg. 1237;

Thence along the east line of said Lot 88, N04°38'48"E a distance of 270.10 feet to a 588' iron pin set at the southeast corner of the aforesaid 79.081 acre tract;

Thence along the south line of said 79.081 acre tract, S51°54'34"E a distance of 2170.88 feet to the Point of Beginning;

Containing 27.114 acres of land more or less, being subject to all easements and restrictions of record.

Bearings are based on the south line of Lot 89 being S86°58'33"E per S.R. 60-103 of the Butler County Engineering Record of Land Surveys.



CINCINNATI  
COLUMBUS  
DAYTON

8345 Center Park Drive  
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April 21, 2017

**LEGAL DESCRIPTION**  
**112.783 ACRES**

Situated in Section 17, Town 2, Range 3, B.T.M., Pickfield Township, Butler County, Ohio being all of Lot 89 as conveyed to Herbert A. Davis in O.R. 8178 Pg. 308 the boundary of which being more particularly described as follows:

Beginning at a 5/8" iron pin found at the southeast corner of a 27.115 acre (dead) tract of land conveyed to Raymond W. and Dianne M. Miller in O.R. 8169 Pg. 1383; said point being S04°47'11"W a distance of 2181.41 feet from the northeast corner of Section 17;

Thence along the east line of Section 17 and the west line of Lot 818 of the Village of Providence, Section 3, as recorded in P.E. 3721 A-G, S04°47'11"W a distance of 689.33 feet to a stone found at the northwest corner of a 193.80 acre tract of land conveyed to EDZ Investments, LLC in O.R. 8345 Pg. 2168;

Thence along the west line of said 193.80 acre tract, S44°48'21"W a distance of 1238.83 feet to a stone found at the northeast corner of Lot 88 as conveyed to Erin and Michael Garber in O.R. 8655 pg. 1788;

Thence along the north line of said Lot 88, N47°04'44"W a distance of 1147.03 feet to a 5/8" iron pin set at the northwest corner of a 2,514.99 acre tract of land conveyed to Herbert A. and Ruth M. Davis, Co-Trustees in O.R. 8088 Pg. 1704;

Thence along the west line of said 2,514.99 acre S04°18'44"W passing a 5/8" iron pin set at a distance of 880.78 feet, for a total distance of 748.78 feet to a point in the north line of a 14.481 acre tract of land conveyed to Robert M. and Judith A. Bujdak in O.R. 7888 Pg. 1434;

Thence along the north line of said 14.481 acre tract, N48°40'58"W a distance of 2002.78 feet to a 1/2" iron pin found in the east line of Lot 7324;

Thence along said east line, N01°52'48"W a distance of 17.93 feet to a 3/8" iron pin set,

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Thence continuing, N21°51'41"W a distance of 208.00 feet to a mag nail set at the southwest corner of Lot 89 as conveyed to Norbert A. and Hilma M. Davis, Co-Tenants in C.R. 7506 Pg. 121;

Thence along the line of said Lot 89, the following N&S courses:

1. N88°08'19"E a distance of 87.08 feet to a 6/8" iron pin set;
2. S89°08'28"E a distance of 288.83 feet to a 6/8" iron pin set;
3. N20°04'34"E a distance of 188.00 feet to a 6/8" iron pin set;
4. N89°58'28"W a distance of 418.83 feet to a 6/8" iron pin set;
5. S08°08'19"W a distance of 88.88 feet to a mag nail set in the east line of the aforesaid Lot 7324;

Thence along said east line, N21°51'41"W a distance of 188.28 feet to a 6/8" iron pin set in the east line of Lot 7324 as conveyed to Miller Farm West, LLC in C.R. 7118 Pg. 1242;

Thence along said east line, N04°57'24"E a distance of 817.04 feet to the southwest corner of Lot 88 as conveyed to Miller Farm Enterprises, LLC in C.R. 7118 Pg. 1247,

Thence along the south line of said Lot 88, S88°58'33"E passing a 2 1/2" set of a distance of 80.00 feet, for a total distance of 1202.48 feet to a concrete monument found at the southwest corner of the aforesaid 27.118 acre tract;

Thence along the south line of said 27.118 acre tract, S87°34'24"E a distance of 2288.44 feet to the Point of Beginning;

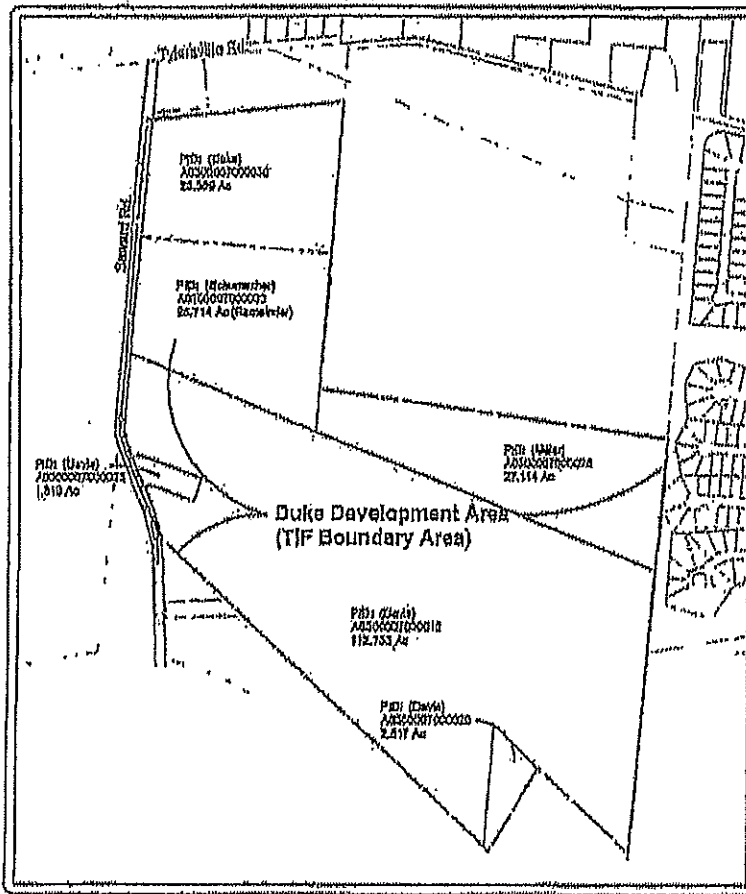
Containing 112.753 acres of land more or less, being subject to all easements and restrictions of record;

Boundings are based on the south line of Lot 88 being S88°58'33"E per S.R. 80-103 of the Butler County Engineer's Record of Land Survey.

Exhibit A-1

Property Map for Expanded Project Site





Scale:  
Date:



EXHIBIT A-1  
Duke Realty Development  
2007/04  
10/01/08

**Duke**  
REALTY