

AN ORDINANCE AUTHORIZING A TAX INCREMENT FINANCING AGREEMENT WITH THE SHERWIN-WILLIAMS COMPANY TO PROVIDE FOR THE CONSTRUCTION OF THE SHERWIN-WILLIAMS RESEARCH AND DEVELOPMENT FACILITY ON A PORTION OF THE VALOR ACRES SITE AND A PORTION OF THE ADJACENT DALAD LAND SITE IN ORDER TO PROVIDE FOR THE FURTHER REDEVELOPMENT OF THOSE SITES AND CREATE AND RETAIN JOBS IN THE CITY; REPEALING ORDINANCE NO. 5311 ADOPTED ON MARCH 17, 2020; AND DECLARING AN EMERGENCY

WHEREAS, The Sherwin-Williams Company (the “Company”) was founded in 1866 and today, including its affiliated entities, is a global leader in the manufacture, development, distribution and sale of paint, coatings and related products to professional, industrial, commercial and retail customers; and

WHEREAS, the Company has engaged in a competitive selection process to select a site for its new research and development facility, which is expected to consist of an approximately 480,000 square foot research and development facility with over \$250,000,000 in capital investment (the “R&D Project”); and

WHEREAS, the Company anticipates that the R&D Project will create approximately 680 new jobs with an estimated payroll of \$55,760,000; and

WHEREAS, as part of the Company’s competitive selection process, the City and DiGeronimo Development LLC (the “Developer”) proposed that the Company locate the R&D Project on approximately 75 acres of the Valor Acres site as part of the City’s ongoing redevelopment of that site; and

WHEREAS, this Council on March 17, 2020 adopted Ordinance No. 5311 authorizing a Tax Increment Financing Agreement to support the R&D Project on the approximately 75 acres of the Valor Acres site; and

WHEREAS, the City and the Developer have been cooperating to facilitate the purchase of approximately 88 acres of adjacent real property sometimes referred to as the “Dalad Land” (the “Adjacent Site”); and

WHEREAS, with the support and encouragement of the City administration and the Developer, the Company has expressed its desire to shift a portion of its planned research and development campus from the Valor Acres property to a portion of the Adjacent Site; and

WHEREAS, this Council and the City administration believes that shifting a portion of the Company's planned R&D Project to a portion of the Adjacent Site is in the best interest of the City, the Company, the Company's proposed R&D Project, and the development of both the Adjacent Site and the Valor Acres property; and

WHEREAS, the Company has agreed, subject to certain contingencies, including the approval by this Council, including a Tax Increment Financing Agreement, to locate the R&D Project on both a portion of the Valor Acres property and a portion of the Adjacent Site; and

WHEREAS, the including a portion of the Adjacent Site as the redevelopment site for a portion of the R&D Project requires the authorization of a modified form of Tax Increment Financing Agreement and the repeal of Ordinance No. 5311.

NOW, THEREFORE, BE IT ORDAINED by the Council of the City of Brecksville, Cuyahoga County, Ohio, that:

SECTION 1. This Council finds and determines that the R&D Project is an appropriate and desirable use of both of a portion of the Valor Acres and Adjacent Site, and that the construction of the R&D Project and the Company's operations therein will create and retain jobs within the City.

SECTION 2. The Mayor, for and in the name of this City and in order to provide for payment of Qualifying Costs of Designated Improvements or Public Infrastructure Improvements from Service Payments as defined and provided in the TIF Agreement, is hereby authorized to execute and deliver the TIF Agreement in substantially the form attached hereto as Exhibit A, together with any changes and completions thereto that are not substantially adverse to the City and are approved by the Mayor. The approval of such changes and completions to such form by the Mayor, and their character as not being substantially adverse to the City, shall be evidenced conclusively by the Mayor's execution thereof. All payments made to the Company or its assignee pursuant to the TIF Agreement shall be made solely from Service Payments as provided in the TIF Agreement. Such Service Payments shall only be used for the purposes permitted by the TIF Agreement and RC 5709.40 or 5709.41, as applicable.

SECTION 3. This Council hereby repeals Ordinance No. 5311 adopted by this Council on March 17, 2020.

SECTION 4. This Council further hereby authorizes the Mayor, the Law Director, the Finance Director and other appropriate officers of the City, to sign such documents and take such

actions as are necessary carry out the purposes of this ordinance, including, without limitation, executing and delivering any partial assignment and assumption agreement with respect to the TIF Agreement.

SECTION 5. This Council determines that all formal actions of this Council concerning and relating to the passage of this Ordinance were passed in an open meeting of this Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements including RC Section 121.22.

SECTION 6. This Council declares this Ordinance to be an emergency measure necessary for the immediate preservation of the public peace, health, safety and welfare. The reason for the emergency is to permit The Sherwin-Williams Company to proceed immediately with the approval process for and design and construction of its R&D Project so that it has the opportunity to commence certain construction activities before the end of the 2020 construction period and create construction and permanent jobs in the City without delay; therefore, this ordinance shall be in full force and effect immediately upon its adoption by this Council and approval by the Mayor, otherwise, from and after the earliest period allowed by law.

PASSED: _____, 2020

First Reading: _____

APPROVED: _____, 2020

Second Reading: _____

Third Reading: _____

MAYOR

CLERK OF COUNCIL

EXHIBIT A

Form of Tax Increment Financing Agreement

[attached]