

## Special Meeting Minutes

Wednesday, December 24, 2014

*(Meeting Held at the Village of Richfield Town Hall,  
Village Council Chambers)*

### Call to Order:

The Special Meeting was Called to Order at 1:00 p.m. by the Board's Chairperson Mr. Floyd Ostrowski. Roll Call was taken by Administrative Assistant Mrs. Bluso Rogers.

### **In Attendance:**

Ms. Kelly Clark  
Mr. Bob Lucas  
Mr. Ralph Mc Nerney  
Mr. Pat Norris  
Mr. Floyd Ostrowski  
Ms. Donna Skoda  
Mr. Bill Taylor (*Not Present*)

### **Also in attendance:**

Mr. William Hanna, Board Legal Counsel (*Arrived During Executive Session 1:07 p.m.*)

Mayor Bobbie Beshara (*Not Present*)  
Mr. Mike Lyons, Village Councilperson (*Not Present*)  
Mr. Roger Swan, Village Councilperson (*Not Present*)

Mr. Joe Leslie, Western Reserve Land Conservancy (*Not Present*)  
Mr. Kendrick Chittock, Western Reserve Land Conservancy (*Not Present*)

Mrs. Debbie Bluso Rogers, Administrative Assistant

**Business:**

**1. Business:**

- a. To discuss and review conservancy easements.

Briefly discussed. Per OMA permitted exemptions, specificity on the matter will be continued in Executive Session.

- b. To discuss Memorandum of Understanding between RJRD and WRL.

Briefly discussed. Per OMA permitted exemptions, specificity on the matter will be continued in Executive Session.

- c. To discuss the exercise rights under the "Contingencies" provisions of the Purchase and Sale Agreements dates as of December 4, 2014

Briefly discussed. Per OMA permitted exemptions, specificity on the matter will be continued in Executive Session.

- d. To discuss the First Amendments to Purchase and Sale Agreements dated as of December 4, 2014.

Briefly discussed. Per OMA permitted exemptions, specificity on the matter will be continued in Executive Session.

The Board determined that once the permitted exemptions of the OMA were no longer required, discussion on these matters going forward would occur in regular session.

**2. Comments from the Floor**

None.

**3. Action Items & Agenda Items for Next Meeting, December 29, 2014 at 6:30 p.m.  
committee Reports:**

None.

**4. Executive Session:**

**MOTION** made by Mr. Lucas and seconded by Ms. Clark to go into Executive Session at 1:07 p.m. to discuss the purchase of property per ORC Section 121.22(g).

**DISCUSSION: NONE**

**MOTION PASSED: Ms. Clark (Yea), Mr. Lucas (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), Mr. Ostrowski (Yea), Ms. Skoda (Yea) and Mr. Taylor (Not Present)**

**MOTION** made by Ms. Clark and seconded by Mr. Lucas to go out of Executive Session at 2:10 p.m.

**DISCUSSION: NONE**

**MOTION PASSED: Ms. Clark (Yea), Mr. Lucas (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), Mr. Ostrowski (Yea), Ms. Skoda (Yea) and Mr. Taylor (Not Present)**

Resuming the Special Meeting at 2:10 p.m., the following actions were taken.

**MOTION** made by Mr. Norris and seconded by Ms. Clark authorizing the Chair to execute the **Memorandum of Understanding** regarding the conservations easements with Western Reserve Land Conservancy substantially in accordance with documents presented to and on file with the RJRD Board, dated as of December 24, 2014.

**DISCUSSION: NONE**

**MOTION PASSED: Ms. Clark (Yea), Mr. Lucas (Yea), Mr. McNerney (Nay), Mr. Norris (Yea), Mr. Ostrowski (Yea), Ms. Skoda (Yea) and Mr. Taylor (Not Present)**

**MOTION** made by Mr. Lucas and seconded by Ms. Skoda authorizing the execution of the **First Amendment of the Clean Ohio Purchase and Sale Agreement**, substantially in accordance with documents present to and on file with the RJRD Board, dated as of December 24, 2014.

**DISCUSSION: NONE**

**MOTION PASSED: Ms. Clark (Yea), Mr. Lucas (Yea), Mr. McNerney (Abstain), Mr. Norris (Yea), Mr. Ostrowski (Yea), Ms. Skoda (Yea) and Mr. Taylor (Not Present)**

**MOTION** made by Mr. Lucas and seconded by Ms. Clark authorizing the execution of the **First Amendment of the Non-Clean Ohio Purchase and Sale Agreement**, substantially in accordance with documents present to and on file with the RJRD Board, dated as of December 24, 2014.

**DISCUSSION: NONE**

**MOTION PASSED: Ms. Clark (Yea), Mr. Lucas (Yea), Mr. McNerney (Abstain), Mr. Norris (Yea), Mr. Ostrowski (Yea), Ms. Skoda (Yea) and Mr. Taylor (Not Present)**



**MOTION** made by Mr. Lucas and seconded by Mr. Norris authorizing the Chair to **issue notice of termination of the Purchase and Sale Agreements dated as of December 4, 2014 if Western Reserve Land Conservancy does not sign the Memorandum of Understanding and both amendments to the purchase and sales agreements by 6:00 p.m. on December 24, 2014.**

**DISCUSSION: NONE**

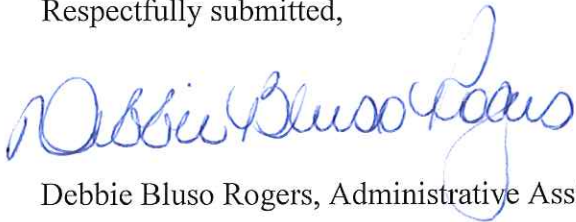
**MOTION PASSED: Ms. Clark (Yea), Mr. Lucas (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), Mr. Ostrowski (Yea), Ms. Skoda (Yea) and Mr. Taylor (Not Present)**

**MOTION** made by Ms. Clark and seconded by Mr. Lucas to adjourn at 2:40 p.m.

**DISCUSSION: NONE**

**MOTION PASSED: Ms. Clark (Yea), Mr. Lucas (Yea), Mr. McNerney (Yea), Mr. Norris (Yea), Mr. Ostrowski (Yea), Ms. Skoda (Yea) and Mr. Taylor (Not Present)**

Respectfully submitted,



Debbie Bluso Rogers, Administrative Assistant to RJRD Board



Richfield Joint Recreation District,  
Chairperson



Richfield Joint Recreation District,  
Secretary