

NOTICE
SPECIAL MEETING OF COUNCIL

Clerk's Office, Brook Park, Ohio

JUNE 21, 2018

TO: COUNCIL MEMBERS STEMM, MENCINI, ORCUTT, SCOTT, BURGIO,
POINDEXTER, SALVATORE, COUNCIL PRESIDENT VECCHIO, MAYOR
GAMMELLA, LAW DIRECTOR HORVATH, FINANCE DIRECTOR CINGLE

YOU ARE HEREBY NOTIFIED THAT A SPECIAL MEETING OF COUNCIL
HAS BEEN CALLED FOR THE PURPOSE OF:

XX COUNCIL MEETING _____ CAUCUS MEETING
_____ EXECUTIVE SESSION _____ OTHER (Specify)

Such special meeting will accordingly be held on SATURDAY, the 23rd day of JUNE, at 8:30 A.M. at the place of holding regular meetings.
(*Refer to Rules of Council, No. 4, if applicable.)


ROLL CALL OF MEMBERS:


PLEDGE OF ALLEGIANCE:

SUBJECT:

SECOND READING OF ORDINANCES AND RESOLUTIONS:

ORDINANCE NO. 11027-2018, AUTHORIZING THE MAYOR TO ENTER INTO A CONTRACT FOR THE SALE OF (+ -) 3.303 ACRES OF LAND LOCATED AT 16400 AND 16500 BROOKPARK ROAD, PERMANENT PARCEL NOS. 344-30-008 AND 344-30-009 AND DECLARING AN EMERGENCY. Introduced by Mayor Gammella and Councilman Mencini.



Council President


Clerk of Council

P/C 5-15-18 Finance
CA PPICP 5-15-18
1st R 6-19-18 amended
2nd R 6-23-18 Sp. Council
3rd R _____
B/C _____

CITY OF BROOK PARK, OHIO

ORDINANCE NO: 11027-2018

INTRODUCED BY: MAYOR GAMMELLA AND COUNCILMAN MENCINI

AN ORDINANCE
AUTHORIZING THE MAYOR TO ENTER INTO A
CONTRACT FOR THE SALE OF (+-) 3.303 ACRES OF LAND
LOCATED AT 16400 AND 16500 BROOKPARK ROAD,
PERMANENT PARCEL NOS. 344-30-008 AND 344-30-009,
AND DECLARING AN EMERGENCY

WHEREAS, the City of Brook Park has owned Permanent Parcel Nos. 344-30-008 since January 2000 and 344-30-009 since April, 2001; and

WHEREAS, the "Property" has been non-productive and vacant since the City acquired ownership; and

WHEREAS, the City of Brook Park is desirous of selling parcels of property located on/at 16400 and 16500 Brookpark Road, comprising the totality of Permanent Parcel Nos. 344-30-008 and 344-30-009 (herein the "Property") to foster development and employment on these parcels to further and advance the economic interests of the City; and

WHEREAS, Ethan Robertson of Robertson Commercial Properties, has executed a Letter of Intent to Purchase the Property from the City of Brook Park to construct and establish a new sales and truck service center; and

WHEREAS, the Mayor and City Council request a right of first refusal clause to match any offer received by Robertson Trucking, be inserted within the sales contract and a subsequently signed and notarized document by buyer and seller to such, be filed immediately after property transfer; guaranteeing that in the event of a future sale of the property by the buyer, the City of Brook Park shall hold the right of first refusal to match said offer to purchase the properties located at 16400 and 16500 Brookpark Road, PPN: 344-30-008 and 344-30-009. The City shall have 10 business days to match said offer; and

WHEREAS, the Mayor and City Council, request that a performance clause be inserted into the sales contract stating that the buyer shall begin construction of the National Truck Equipment and Sales a division of the Robertson Truck Group, Inc., located at 16400 and 16500 Brookpark Road, PPN: 344-30-008 and 344-30-009, within 24 months of the purchase of the afore mentioned property. If the national Truck Equipment and Sales company a division of Robertson Truck Group, Inc., does not begin construction within 24 months of land purchase, after the 24th month the City of Brook Park reserves the right to purchase the property from the buyer at the approximate amount of \$384,000.00, based on the original sale net proceeds, with the seller paying all closing costs;

NOW THEREFORE, BE IT ORDAINED, by the Council of the City of Brook Park, State of Ohio, that:

SECTION 1: The Mayor is hereby authorized to negotiate and enter into contract for the sale of the Property to further the economic best interests of the City.

SECTION 2: The City of Brook Park shall sell said property for the sum of \$405,000 with the sale proceeds to be determined at time of closing.

SECTION 3: The proceeds from the sale of the Property shall be used and earmarked to further economic development of jobs and business within the City and shall be placed into the Capital Improvement Fund No. 401 of the City for said purposes;

SECTION 4: It is found and determined that all formal actions of this Council concerning and relating to the adoption of this Ordinance were adopted 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 Section 121.22 of the Ohio Revised Code.

SECTION 5: This Ordinance is hereby declared to be an emergency measure immediately necessary for the preservation of the public peace, health, safety and welfare of said City, and for the further reason to authorize the Mayor to negotiate and enter into a contract for the sale of Permanent Parcel Nos 344-30-008 and 344-30-009; therefore provided this ordinance receives the affirmative vote of at least five (5) members elected to Council. It shall take effect and be in force immediately upon its passage and approval by the Mayor; otherwise, from and after the earliest period allowed by law.

PASSED: _____


PRESIDENT OF COUNCIL

ATTEST: _____
CLERK OF COUNCIL

APPROVED: _____
MAYOR

I HEREBY APPROVE THE WITHIN
INSTRUMENT AS TO LEGAL FORM
AND CORRECTNESS

DATE



DIRECTOR OF LAW

June 20, 2018

Scott Adams
Economic Development Director
City of Brook Park
6161 Engle Road
Brook Park, Ohio 44142

Re: 3.30 acre vacant land parcel 16500 Brookpark Road Brook Park, Ohio

Dear Director Adams:

I am pleased to submit this Letter Agreement to you for purchase of 16500 Brookpark Road subject land parcel (the "Property").

SELLER:	City of Brook Park
BUYER:	Robertson Commercial Properties
DESCRIPTION OF PROPERTY:	Approximate 3.30 vacant land parcel Cuyahoga County Parcel Number: 344-30-008 & 009
PURCHASE PRICE:	<ul style="list-style-type: none">• \$405,000 cash at closing plus \$5,000 Buyer contribution towards closing fees.
DUE DILIGENCE CONTINGENCY PERIOD:	Purchaser shall have 45 days after signed purchase agreement to inspect property and conduct environmental assessment and release said contingency. Upon Fully signed LOI, Seller shall provide any information relating to the subject site including Survey, Utility location information and size of water line, electric and gas service and environmental report done when the City acquired the site. (if any)
CITY INCENTIVES	Buyer plans on investing 2.00 +/- million in improvements to develop a new sales and truck service center. Buyer will need 15 year real estate tax abatements on the improvements and other potential City incentives if available.

PROPERTY CONDITION: In defining or evaluating the Property, Buyer will not rely upon any marketing materials or other printed information or verbal representations provided or made by the Seller (City) or Buyer's broker prior hereto. The parties shall agree to mutually acceptable contract language addressing the rights and responsibilities of each party in the event that a material change in the condition of the property occurs between execution of Purchase Agreement.

BROKERS: David Sternberg, Metro Space Realty is the sole broker in this transaction and neither the Seller nor the Buyer has engaged any other broker. Seller agrees to pay the 6% commission associated with this transaction out of escrow at closing..

ACKNOWLEDGEMENTS: Both parties acknowledge and agree that this Letter of Intent is not a legally binding instrument and that material additional terms must be negotiated before a legally binding agreement is reached. This proposal is specifically conditioned upon the preparation, negotiation and execution of a Purchase Agreement in a form mutually acceptable to Buyer and Seller.

ATTACHED MADE PART OF: Attached **Proposed Amendments to ORD. 11027-2018 – Land Sale of 3.3 acres on Brookpark Road** outlining a Performance Clause and Right of First Refusal shall be incorporated into a purchase agreement.

Proposed Amendments to ORD. 11027-2018 – Land Sale of 3.3 acres on Brookpark Road.

Whereas, the Mayor and City Council request a right of first refusal clause to match any offer received by Robertson Trucking , be inserted within the sales contract and a subsequently signed and notarized document by buyer and seller to such, be filed immediately after property transfer; guaranteeing that in the event of a future sale of the property by the buyer, the City of Brook Park shall hold the right of first refusal to match said offer to purchase the properties located at 16400 and 16500 Brookpark Road, PPN: 344-30-008 and 344-30-009. The City shall have 10 business days to match said offer.

Whereas, the Mayor and City Council, request that a performance clause be inserted into the sales contract stating that the buyer shall begin construction of the National Truck Equipment and Sales a division of the Robertson Truck Group Inc. location located at 16400 and 16500 Brookpark Road, PPN: 344-30-008 and 344-30-009, within 24 months of the purchase of the afore mentioned property. If the National Truck Equipment and Sales company a division of the Robertson Truck Group Inc., does not begin construction within 24 months of land purchase, after the 24th. month the City of Brook Park reserves the right to repurchase the property from the buyer at the approximate amount of \$384,000.00, based on the original sale net proceeds, with the seller paying all closing costs.

If Seller is interested in pursuing a transaction consistent with these terms, Buyer would appreciate

Seller indicating such fact by signing the enclosed copy of the Letter of Intent and returning it to Metro Space Realty within 10 days after the date hereof. If the Letter of Intent has not been received by Metro Space Realty within 10 days after the date hereof, the Letter of Intent shall be deemed withdrawn by Buyer.

Sincerely,
David Sternberg

Metrospacerealty.com

A Licensed Broker State of Ohio 313210

AGREED AND ACCEPTED:

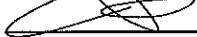
SELLERS:

By: _____ Date: _____

Names: _____

City of Brook Park

BUYER:

By:  _____ Date: _____

Name: Ethan Robertson

Robertson Commercial Properties