

ORDINANCE NO. 2024- 31 FIRST READING APRIL 8, 2024
INTRODUCED BY: JERRY CANTON SECOND READING WAIVED
THIRD READING WAIVED

ORDINANCE AUTHORIZING THE MAYOR TO ENTER INTO AN AMENDMENT TO AN ESCROW AGREEMENT RELATED TO THE COMMUNITY FUNDING AND ESCROW AGREEMENT FOR THE MODERNIZATION OF THE CHAGRIN VALLEY FIRE DEPARTMENT FIRE STATION AND DECLARING AN EMERGENCY.

WHEREAS, the Village of South Russell entered into a Community Funding and Escrow Agreement (“Agreement”) in June of 2022 with the Chagrin Falls Suburban Volunteer Fireman’s Association, Inc. (“Fire Department”) and the Village of Bentleyville, Chagrin Falls Township, the Village of Hunting Valley, the Village of Moreland Hills, and the Village of Chagrin Falls (collectively with the Village of South Russell the “Member Communities”); and

WHEREAS, pursuant to the Agreement, an Escrow Agreement was entered into effective June 27, 2022 (“Escrow Agreement”) between the Fire Department and the Member Communities who appointed Don P. Brown, Esq. as the Escrow Agent and unfortunately, Don P. Brown, Esq. has died and pursuant to the Escrow Agreement the Member Communities and the Fire Department are required to appoint a successor Escrow Agent; and

WHEREAS, Steve Crandall, Esq. is willing to serve as the Escrow Agent and the Member Communities and the Fire Department have unanimously agreed to appoint Steve Crandall, Esq. as the successor Escrow Agent pursuant to the terms and conditions of the Escrow Agreement; and

WHEREAS, the Fire Department and the Member Communities have agreed to enter into a First Amendment to the Escrow Agreement in order to appoint Steve Crandall, Esq. as the Escrow Agent, a copy of which Amendment is attached hereto and made a part hereof as **EXHIBIT “A”**.

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE VILLAGE OF SOUTH RUSSELL, COUNTY OF GEAUGA, AND STATE OF OHIO, THAT:

SECTION 1. The Mayor is hereby authorized and directed to enter into the First Amendment to the Escrow Agreement attached hereto and made a part hereof as **EXHIBIT “A”** in order to appoint Steve Crandall, Esq. as the Escrow Agent as required by the Escrow Agreement.

SECTION 2. This Council finds and determines that all formal actions of this Council concerning and relating to the adoption of this Ordinance were taken in an open meeting of this Council and that all deliberations of this Council and of any committees that resulted in those formal actions were in meetings open to the public in compliance with the law.

SECTION 3. This Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public health, safety and welfare of the inhabitants of the Village and for the further reason that it is necessary that this Ordinance take immediate effect, so that the Parties are not without an Escrow Agent to use the Escrow Funds for the Chagrin Valley Fire

Department Fire Station and it is necessary to appointment a successor Escrow Agent as a result of the death of Don P. Brown, Esq.; wherefore, provided it receives the affirmative vote of at least two-thirds (2/3) of all members elected to Council, this Ordinance shall be in full force and effect from and immediately upon its passage.



Mayor - President of Council

ATTEST:



I certify that Ordinance No. 2024-31 was duly enacted on the 8TH day of ~~February~~ ^{APRIL} 2024, by the Council of the Village of South Russell, and published in accordance with the Codified Ordinances of the Village.



Fiscal Officer

EXHIBIT "A"

FIRST AMENDMENT TO ESCROW AGREEMENT BETWEEN THE CHAGRIN FALLS SUBURBAN VOLUNTEER FIREMAN'S ASSOCIATION, INC., THE VILLAGE OF CHAGRIN FALLS, THE VILLAGE OF BENTLEYVILLE, CHAGRIN FALLS TOWNSHIP, THE VILLAGE OF HUNTING VALLEY, THE VILLAGE OF MORELAND HILLS, AND THE VILLAGE OF SOUTH RUSSELL

WHEREAS, in June of 2022 the Chagrin Falls Suburban Volunteer Fireman's Association, Inc. ("Fire Department") and the Village of Chagrin Falls, the Village of Bentleyville, Chagrin Falls Township, the Village of Hunting Valley, the Village of Moreland Hills, and the Village of South Russell (collectively "Member Communities") entered into a Community Funding and Escrow Agreement for the modernization of the Chagrin Valley Fire Department Fire Station ("Funding Agreement") and concurrently entered into an Escrow Agreement dated June 27, 2022 ("Escrow Agreement"); and

WHEREAS, Don P. Brown was appointed as the Escrow Agent and unfortunately has died; and

WHEREAS, pursuant to Section 5.1 of the Escrow Agreement, a successor Escrow Agent is to be appointed by obtaining the approval of a majority of the Parties' legislative bodies, who are to approve the appointment by motion; and

WHEREAS, the Member Communities and the Fire Department have agreed to appoint Steve Crandall, Esq. as the successor Escrow Agent and the legislative bodies of the Member Communities have now approved the appointment of Steve Crandall as Escrow Agent.

NOW THEREFORE, intending to be bound by this First Amendment to the Escrow Agreement, the Parties agree to amend the Agreement as follows:

1. Article I of the Escrow Agreement is hereby amended to appoint Steve Crandall, Esq., to be and act as the Escrow Agent.
2. Steve Crandall, Esq. as Escrow Agent, hereby accepts his appointment to hold in the Escrow Account the Escrow Funds under the terms and conditions set forth in the Escrow Agreement.
3. Section 5.2 of the Escrow Agreement is hereby amended to provide that any notices to the Escrow Agent shall be sent to Steve Crandall, Esq., 15½ N. Franklin Street, Chagrin Falls, Ohio 44022 and by email transmission to steve@injuryverdicts.com.

Capitalized terms not otherwise defined herein shall have the meaning set forth in the Escrow Agreement.

IN WITNESS WHEREOF, the Parties and Escrow Agent have caused this First Amendment to the Escrow Agreement to be executed by their duly authorized officers, after receiving approval from the legislative authority of each of the Member Communities on the dates noted below. This document may be executed by counterparts and said counter parted signatures shall be considered as a whole.

Escrow Agent

By: _____
Steve Crandall, Esq.

Date: _____

Chagrin Falls Suburban Volunteer Fireman's
Association, Inc. dba Chagrin Valley Fire
Department

By: _____

Its: _____

Date: _____

Village of Chagrin Falls

By: _____
William Tomko, Mayor

Date: _____

Approved:

Dale H. Markowitz, Law Director

Village of Bentleyville

By: _____
Kathleen M. Hale, Mayor

Date: _____

Approved:

Charles Nemer, Law Director

Chagrin Falls Township

By: _____

Tom Florkiewicz, Trustee

Date: _____

By: _____

John Finley, Trustee

Date: _____

By: _____

Jen McKee, Trustee

Date: _____

Approved:

Cuyahoga County Prosecutor

Village of Hunting Valley

By: _____

Bruce V. Mavec, Mayor

Date: _____

Approved:

Stephen L. Byron, Law Director

Village of Moreland Hills

By: _____

Ethan Spencer, Mayor

Date: _____

Approved:

William R. Hanna, Law Director

Village of South Russell

By: William L. Koons

William Koons, Mayor

Date: 4-8-24

Approved

Bridey Matheney, Solicitor