

RESOLUTION NUMBER 08-20

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF WESTFIELD, INDIANA,
APPROVING THE INTERLOCAL AGREEMENT BY AND BETWEEN THE CITY OF
WESTFIELD AND HAMILTON, COUNTY, REGARDING THE EAGLETOWN
ECONOMIC DEVELOPMENT AREA**

WHEREAS, the City of Westfield, Indiana (the “City”) is a duly organized municipal corporation under the laws of the State of Indiana, governed by its duly elected City Council (the “City Council”); and

WHEREAS, the Westfield Redevelopment Commission (the “Commission”) of the City, is the governing body of the Westfield Department of Redevelopment (the “Department”) and the Westfield Redevelopment District (the “District”), and exists and operates under the provisions of Indiana Code 36-14 and 36-7-25, *et seq.*, as amended from time-to-time (the “Act”); and

WHEREAS, the Commission has taken all actions necessary under the Act to establish the Eagletown Economic Development Area (the “Area”) as an economic development area under the Act and has approved an economic development plan (the “Plan”) providing specific recommendations for economic development of the Area, including road, infrastructure and drainage improvements to the Area and related improvements and equipment serving the Area as further described in the Plan (the “Project”); and

WHEREAS, certain parcels of real property located in Hamilton County, Indiana (the “County”) that are adjacent to Area will be improved in connection with the development of the Project (the “County Parcels”) and the Commission desires to expand the Area to include the County Parcels in the Area; and

WHEREAS, in order to provide for orderly development of the Project, the Commission and the City have negotiated an Interlocal Agreement (the “Interlocal Agreement”) with Board of Commissioners of the County for the purpose of assigning the County Parcels to the City to allow the Commission to expand the Area for the purpose of including the County Parcels and any incremental real property taxes in the Area; and

WHEREAS, Indiana Code 36-1-7 requires the legislative body of a unit to approve an Interlocal Agreement by resolution or ordinance; and,

WHEREAS, the Interlocal Agreement has been presented to the City Council for approval and it is the desire of City Council of Westfield, Indiana (the “City Council”) to approve the Interlocal Agreement between the City and the County.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL
OF THE CITY OF WESTFIELD, AS FOLLOWS:**

SECTION I.

The City Council hereby approves the Interlocal Agreement, in substantially the form attached hereto as Exhibit A, and authorizes its execution and delivery, all for the purposes hereinabove provided.

SECTION II.

Mayor of the City is hereby authorized to execute and deliver the Interlocal Agreement and the Clerk- Treasurer of the City is hereby authorized to attest the execution thereof.

ADOPTED AND PASSED THIS 9th DAY OF JUNE, 2008, BY THE
WESTFIELD CITY COUNCIL, HAMILTON COUNTY, INDIANA.

WESTFIELD CITY COUNCIL
Hamilton County, Indiana

WESTFIELD CITY COUNCIL

Voting For

Voting Against

Abstain

John Dippel

John Dippel

John Dippel

Bob Horkay

Bob Horkay

Bob Horkay

Ken Kingshill

Ken Kingshill

Ken Kingshill

Bob Smith

Bob Smith

Bob Smith

Thomas Smith

Thomas Smith

Thomas Smith

Rob Stokes

Rob Stokes

Rob Stokes

Melody Sweat

Melody Sweat

Melody Sweat

June 9, 2008

Resolution No. 08-20
Approving the Eagletown Interlocal Agreement

ATTEST:

Clerk-Treasurer, Cindy Gossard

This resolution prepared by:
Brian J. Zaiger, Attorney at Law
KRIEG DEVAULT LLP
949 E. Conner Street, Suite 200
Noblesville, IN 46060
317-238-6266

John R. Kirkwood, Attorney at Law
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12800 North Meridian St., Suite 300
Carmel, IN 46032
317-238-6238

KD_IM-1457102_2.DOC

June 9, 2008

Resolution No. 08-20
Approving the Eagletown Interlocal Agreement

I hereby certify that RESOLUTION 08-20 was delivered to the Mayor of Westfield
on the _____ day of _____, 2008, at _____ m.

Cindy Gossard, Clerk-Treasurer

I hereby APPROVE RESOLUTION 08-20

this _____ day of _____, 2008.

J. Andrew Cook, Mayor

I hereby VETO RESOLUTION 08-20

this _____ day of _____, 2008.

J. Andrew Cook, Mayor

This document prepared by
Brian J. Zaiger, Esq.
KRIEG DEVAULT, LLP
(317) 238-6266

Exhibit A

**INTERLOCAL AGREEMENT BETWEEN THE
CITY OF WESTFIELD AND HAMILTON COUNTY, INDIANA,
REGARDING THE EAGLETOWN ECONOMIC DEVELOPMENT AREA AND PROJECT**

This INTERLOCAL AGREEMENT (the “Interlocal Agreement”), is entered into pursuant to Indiana Code 36-1-7-3, 36-7-25-4 and 36-7-14, by and between the City of Westfield, Indiana (“Westfield”), acting on the behalf of the Westfield Redevelopment Commission (the “Redevelopment Commission”), in its capacity as the governing body of the Westfield Department of Redevelopment and the Redevelopment District of the City of Westfield, Indiana (the “District”), and the Board of Commissioners of Hamilton County, acting on the behalf of Hamilton County, Indiana (the “County”).

WITNESSETH:

WHEREAS, pursuant to Indiana Code 36-7-14 and 36-7-25 (the “Act”) and Ordinance No. 03-36, Westfield has established a Redevelopment Commission; and

WHEREAS, the Redevelopment Commission has the responsibility to investigate, study and survey areas and promote the use of land in a manner that best serves Westfield, and has the responsibility to cooperate with departments and agencies of Westfield that best serve the development or redevelopment of areas of Westfield; and

WHEREAS, Westfield and the Redevelopment Commission desire to stimulate and promote economic development activities in or about the City of Westfield; and

WHEREAS, Eagletown Crossing, LLC (the “Developer”) has submitted to Westfield and the Redevelopment Commission a proposal for the development of certain economic development projects, including road, infrastructure and drainage improvements (the “Project”); and

WHEREAS, the Redevelopment Commission has taken such actions as necessary to adopt an economic development plan for an area designated as the Eagletown Economic Development Area (the “Economic Development Area”) and to cause the Economic Development Area to be designated as an “allocation area” within the meaning of Section 39 of the Act; and

WHEREAS, a portion of the real estate which will be primarily benefited by the development of the Project is located within the jurisdiction of the County and is contiguous to the Economic Development Area (the “County Parcels”), which County Parcels are identified in Exhibit A herein; and

WHEREAS, the County and Westfield agree that the County Parcels should be included in the Economic Development Area for the purposes of capturing tax increment to provide funds to develop and construct the Project; and

WHEREAS, to effectuate the development of the Project, Westfield has taken all statutorily required actions to annex a portion of the County Parcels (being those parcels that are adjacent to State Road 32) into the jurisdiction of Westfield, pursuant to Indiana Code 36-4-3, which annexation shall be effective July 16, 2008; and

WHEREAS, in order to assist with the development of the Project and the inclusion of the County Parcels into the Economic Development Area, the County agrees to assign the County Parcels to Westfield, pursuant to this Interlocal Agreement to effectuate the foregoing recitals, for the purpose of having the Project constructed in Westfield under the authority of the Redevelopment Commission; and

WHEREAS, it is in the best interests of the citizens of Westfield and the citizens of Hamilton County to enter into an Interlocal Agreement to accomplish the following:

A. To allow the Redevelopment Commission to expand the Economic Development Area by adding the County Parcels to the Economic Development Area pursuant to the Act;

B. To include the County Parcels, as authorized by Indiana Code 36-7-25-4 and Indiana Code 36-7-14, within the Economic Development Area, and to use the tax increment from the Economic Development Area to finance the construction of the Project in such phases as Westfield and Redevelopment Commission may deem reasonable and necessary;

C. To complete the Project, or such portions thereof, as Westfield may be able to finance, for the benefit of the real estate located in the Economic Development Area, as and when expanded by the Redevelopment Commission to include the County Parcels; and

D. To increase and diversify the tax base, to increase employment opportunities and to improve the health, safety, and welfare of the citizens of the County and Westfield.

NOW, THEREFORE, IT IS HEREBY AGREED, in consideration of the foregoing premises, the mutual covenants of the parties herein contained and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Westfield and the County agree as follows:

1. Westfield and the County agree to enter into a joint project pursuant to Indiana Code 36-7-25-4 to allow for the County Parcels to be included into the Economic Development Area for the purpose of initiating the construction and development of the Project which shall be known as the Eagletown Project.

2. The Board of Commissioners of Hamilton County shall pass a Resolution to assign the County Parcels to Westfield, for the purpose of allowing Westfield, through the Redevelopment Commission, to add and include the County Parcels into the Economic Development Area and the

related allocation area in order to capture the incremental property taxes from the Economic Development Area, pursuant to Indiana Code 36-7-14-39.

3. Westfield, acting by the Redevelopment Commission, shall capture all increment from the Economic Development Area in order to issue bonds to finance the costs of such parts of the Project as Westfield deems appropriate, including engineering fees, professional fees, right-of-way acquisition costs and construction costs.

4. Nothing herein shall be construed as imposing a duty upon Westfield or the Redevelopment Commission to construct any of the Project, until there is sufficient tax increment in the Economic Development Area or other revenues allocated by Westfield, to finance the construction of any part of the Project.

5. The assignment by the County of the Parcels to Westfield and the Redevelopment Commission shall remain in full force and effect until the expiration of the allocation area on May 13, 2038 or the effective date of the annexation of all of the County Parcels into Westfield.

6. The Mayor of the City has been authorized to execute and modify, as needed, and the Clerk-Treasurer of the City to attest, the Interlocal Agreement pursuant to the adoption of Resolution 08-___ of the City Council of Westfield, Indiana, which resolution is identified in Exhibit B herein, and the County has authorized their approval and modification, as needed, of the Interlocal Agreement, pursuant to their adoption of Resolution No. 06-___-08-___, which resolution is identified in Exhibit C herein, which said resolutions are hereby incorporated by reference herein.

7. In the event there is a dispute between the Westfield, the County or the Redevelopment Commission concerning the terms and conditions of this Interlocal Agreement, the parties agree that they will submit that dispute to mediation pursuant to the Indiana Rules of

Alternative Dispute Resolution prior to the initiation of litigation. In the event the parties are unable to agree upon a mediator for such dispute, the parties agree to alternately strike from a panel of mediators appointed by the Judge of the Circuit Court of Hamilton County.

8. This Interlocal Agreement shall be in full force and effect on June 15, 2008, subject to the prior adoption by the resolutions referenced in paragraph 6 hereof.

9. This fully executed Interlocal Agreement shall be recorded in the Hamilton County Recorder's Office, and filed with the Hamilton County Auditor and Clerk-Treasurer of the City.

APPROVED and signed by the Mayor of the City of Westfield, Hamilton County,
Indiana, this ____ day of June, 2008.

J. Andrew Cook, Mayor
City of Westfield, Indiana

ATTEST:

Cindy Gossard, Clerk-Treasurer
City of Westfield, Indiana

BOARD OF COMMISSIONERS OF
HAMILTON COUNTY

Dated: _____

Christine Altman

Steven A. Holt

Steven C. Dillinger

ATTEST:

Robin M. Mills, Auditor

KD_1445281_2.DOC

Exhibit A

Parcel Listing, Right-of-Way and Area Map Including County Parcels

Parcel 1: 08-05-34-00-00-022.001
Parcel 2: 08-05-35-00-00-014.000
Parcel 3: 08-05-33-00-00-011.001
Parcel 4: 08-05-33-00-00-011.001
Parcel 5: 08-05-36-00-00-043.000
Parcel 6: 08-05-33-00-00-010.000
Parcel 7: 08-05-34-00-00-023.004
Parcel 8: 08-05-32-00-00-013.001
Parcel 9: 08-05-33-00-00-009.000
Parcel 10: 08-05-34-00-00-023.002
Parcel 11: 08-05-33-00-00-011.000
Parcel 12: 08-05-33-00-00-008.000
Parcel 13: 08-05-33-00-00-009.002
Parcel 14: 08-05-33-00-00-009.001
Parcel 15: 08-05-35-00-00-016.000
Parcel 16: 08-05-34-00-00-021.001
Parcel 17: 08-05-32-00-00-015.000
Parcel 18: 08-05-34-00-00-023.000
Parcel 19: 08-05-34-00-00-022.000
Parcel 20: 08-05-32-00-00-017.000
Parcel 21: 08-05-34-00-00-024.000

Description of Road Right-of-Way – Extension of Ditch Road/Eagle Parkway

In Unincorporated Washington Township

A part of the Northwest Quarter of Section 34, Township 19 North, Range 3 East and a part of Section 27, Township 19 North, Range 3 East and a part of Section 26, Township 19 North, Range 3 East located in Washington Township, Hamilton County, Indiana, being described as follows:

A road right-of-way 130.0 feet in width commencing at the Southwest Corner of the Northwest Quarter of Section 34, Township 19 North, Range 3 East; Thence proceeding North and East a length of 8,500 feet to the apparent East right-of-way of Horton Road as it intersects 191st Street. Containing 25.37 acres, more or less.

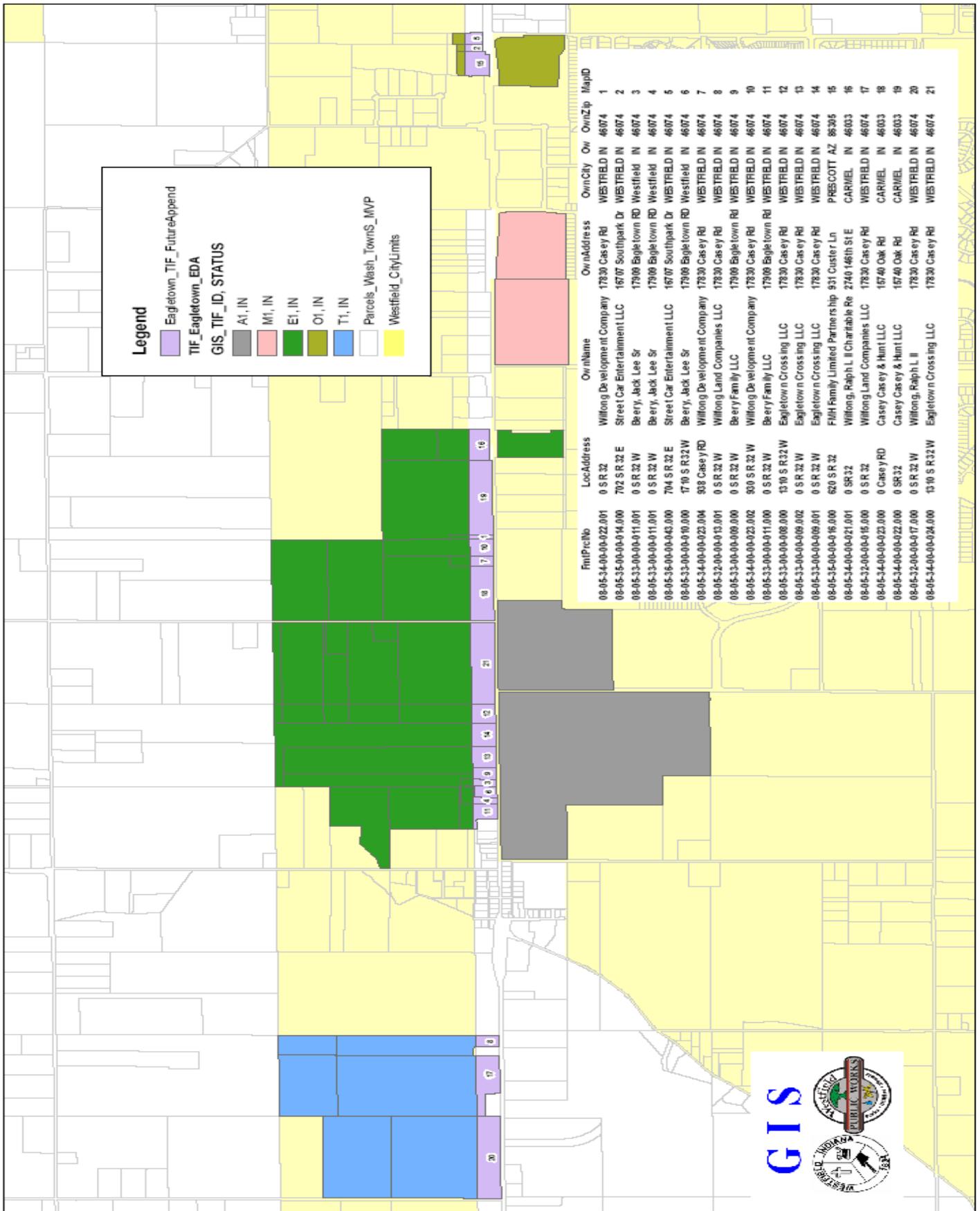


Exhibit B

**Form of Resolution of City of Westfield, Indiana,
Approving the Interlocal Agreement**

RESOLUTION NUMBER 08-__

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF WESTFIELD, INDIANA,
APPROVING THE INTERLOCAL AGREEMENT BY AND BETWEEN THE CITY OF
WESTFIELD AND HAMILTON, COUNTY, REGARDING THE EAGLETOWN
ECONOMIC DEVELOPMENT AREA**

WHEREAS, the City of Westfield, Indiana (the “City”) is a duly organized municipal corporation under the laws of the State of Indiana, governed by its duly elected City Council (the “City Council”); and

WHEREAS, the Westfield Redevelopment Commission (the “Commission”) of the City, is the governing body of the Westfield Department of Redevelopment (the “Department”) and the Westfield Redevelopment District (the “District”), and exists and operates under the provisions of Indiana Code 36-14 and 36-7-25, *et seq.*, as amended from time-to-time (the “Act”); and

WHEREAS, the Commission has taken all actions necessary under the Act to establish the Eagletown Economic Development Area (the “Area”) as an economic development area under the Act and has approved an economic development plan (the “Plan”) providing specific recommendations for economic development of the Area, including road, infrastructure and drainage improvements to the Area and related improvements and equipment serving the Area as further described in the Plan (the “Project”); and

WHEREAS, certain parcels of real property located in Hamilton County, Indiana (the “County”) that are adjacent to Area will be improved in connection with the development of the Project (the “County Parcels”) and the Commission desires to expand the Area to include the County Parcels in the Area; and

WHEREAS, in order to provide for orderly development of the Project, the Commission and the City have negotiated an Interlocal Agreement (the “Interlocal Agreement”) with Board of Commissioners of the County for the purpose of assigning the County Parcels to the City to allow the Commission to expand the Area for the purpose of including the County Parcels and any incremental real property taxes in the Area; and

WHEREAS, Indiana Code 36-1-7 requires the legislative body of a unit to approve an Interlocal Agreement by resolution or ordinance; and,

WHEREAS, the Interlocal Agreement has been presented to the City Council for approval and it is the desire of City Council of Westfield, Indiana (the “City Council”) to approve the Interlocal Agreement between the City and the County.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL
OF THE CITY OF WESTFIELD, AS FOLLOWS:**

SECTION I. The City Council hereby approves the Interlocal Agreement, in substantially the form attached hereto as Exhibit A, and authorizes its execution and delivery, all for the purposes hereinabove provided.

SECTION II. Mayor of the City is hereby authorized to execute and deliver the Interlocal Agreement and the Clerk- Treasurer of the City is hereby authorized to attest the execution thereof.

ADOPTED AND PASSED THIS 9th DAY OF JUNE, 2008, BY THE
WESTFIELD CITY COUNCIL, HAMILTON COUNTY, INDIANA.

WESTFIELD CITY COUNCIL
Hamilton County, Indiana

WESTFIELD CITY COUNCIL

<u>Voting For</u>	<u>Voting Against</u>	<u>Abstain</u>
_____ John Dippel	_____ John Dippel	_____ John Dippel
_____ Bob Horkay	_____ Bob Horkay	_____ Bob Horkay
_____ Ken Kingshill	_____ Ken Kingshill	_____ Ken Kingshill
_____ Bob Smith	_____ Bob Smith	_____ Bob Smith
_____ Thomas Smith	_____ Thomas Smith	_____ Thomas Smith
_____ Rob Stokes	_____ Rob Stokes	_____ Rob Stokes
_____ Melody Sweat	_____ Melody Sweat	_____ Melody Sweat

ATTEST:

Clerk-Treasurer, Cindy Gossard

This resolution prepared by:
Brian J. Zaiger, Attorney at Law
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949 E. Conner Street, Suite 200
Noblesville, IN 46060
317-238-6266

John R. Kirkwood, Attorney at Law
KRIEG DEVAULT LLP
12800 North Meridian St., Suite 300
Carmel, IN 46032
317-238-6238

Exhibit A

**[Interlocal Agreement Between the City of Westfield and Hamilton County, Indiana,
Regarding the Eagletown Economic Development Area and Project]**

Exhibit C

**Form of Resolution of the Board of Commissioners of Hamilton County, Indiana,
Approving the Interlocal Agreement**

RESOLUTION NUMBER 06-__-08-__

**RESOLUTION OF THE BOARD OF COMMISSIONERS OF HAMILTON COUNTY,
INDIANA, APPROVING THE INTERLOCAL AGREEMENT BY AND BETWEEN THE
CITY OF WESTFIELD AND HAMILTON, COUNTY, REGARDING THE EAGLETOWN
ECONOMIC DEVELOPMENT AREA**

WHEREAS, Hamilton, County, Indiana (the “County”) is a duly organized municipal corporation under the laws of the State of Indiana, governed by its duly elected Board of Commissioners (the “Commissioners”); and

WHEREAS, the Westfield Redevelopment Commission (the “Commission”) of the City of Westfield, Indiana (the “City”), is the governing body of the Westfield Department of Redevelopment (the “Department”) and the Westfield Redevelopment District (the “District”), and exists and operates under the provisions of Indiana Code 36-14 and 36-7-25, *et seq.*, as amended from time-to-time (the “Act”); and

WHEREAS, the Commission has taken all actions necessary under the Act to establish the Eagletown Economic Development Area (the “Area”) as an economic development area under the Act and has approved an economic development plan (the “Plan”) providing specific recommendations for economic development of the Area, including road, infrastructure and drainage improvements to the Area and related improvements and equipment serving the Area as further described in the Plan (the “Project”); and

WHEREAS, certain parcels of real property located in the County that are adjacent to Area will be improved in connection with the development of the Project (the “County Parcels”) and the Commission desires to expand the Area to include the County Parcels in the Area; and

WHEREAS, in order to provide for orderly development of the Project, the Commission and the City have negotiated an Interlocal Agreement (the “Interlocal Agreement”) with the Commissioners for the purpose of assigning the County Parcels to the City to allow the Commission to expand the Area for the purpose of including the County Parcels and any incremental real property taxes in the Area; and

WHEREAS, Indiana Code 36-1-7 requires the legislative body of a unit to approve an Interlocal Agreement by resolution or ordinance; and,

WHEREAS, the Interlocal Agreement has been presented to the Commissioners for approval and it is the desire of the Commissioners to approve the Interlocal Agreement between the City and the County.

IT IS THEREBY RESOLVED BY THE BOARD OF COMMISSIONERS OF HAMILTON COUNTY, AS FOLLOWS:

SECTION I. The Commissioners hereby approve the Interlocal Agreement, in substantially the form attached hereto as Exhibit A, and authorizes its execution and delivery, all for the purposes hereinabove provided.

ALL OF WHICH IS RESOLVED this _____ day of June, 2008.

BOARD OF COMMISSIONERS OF
HAMILTON COUNTY

Christine Altman

Steven A. Holt

Steven C. Dillinger

ATTEST:

Robin M. Mills, Auditor

This resolution prepared by:
Brian J. Zaiger, Attorney at Law
KRIEG DEVAULT LLP
949 E. Conner Street, Suite 200
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317-238-6267

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