

# County Council of Cuyahoga County, Ohio

## Resolution No. R2018-0244

<p>Sponsored by: <b>County Executive Budish/Department of Public Works</b></p>	<p><b>A Resolution</b> authorizing an amendment to a Qualified Management Agreement with Hilton Management LLC relating to management of a Convention Center Hotel to change the scope of services in part to pay for maintenance of the connector tunnel between Hilton Hotel and Huntington Park Garage for the period 5/1/2018 - 5/31/2031 and for additional funds in the amount not-to-exceed \$1,061,000.00; authorizing an addendum to the Qualified Management Agreement to confirm the opening date of the hotel as 6/1/2016; authorizing the County Executive to execute the amendment, addendum and all other documents consistent with this Resolution; and declaring the necessity that this Resolution become immediately effective.</p>
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WHEREAS, the County Executive/Department of Public Works has recommended an amendment to a Qualified Management Agreement with Hilton Management LLC relating to management of a Convention Center Hotel to change the scope of services in part to pay for maintenance of the connector tunnel between Hilton Hotel and Huntington Park Garage for the period 5/1/2018 - 5/31/2031 and for additional funds in the amount not-to-exceed \$1,061,000.00; authorizing an addendum to the Qualified Management Agreement to confirm the opening date of the hotel as 6/1/2016; and

WHEREAS, it is necessary that this Resolution become immediately effective in order that critical services provided by Cuyahoga County can continue and to provide for the usual, daily operation of a County entity.

**NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY COUNCIL OF CUYAHOGA COUNTY, OHIO:**

**SECTION 1.** That the Cuyahoga County Council hereby authorizes an amendment to a Qualified Management Agreement with Hilton Management LLC relating to management of a Convention Center Hotel to change the scope of services in part to pay for maintenance of the connector tunnel between Hilton Hotel and Huntington Park Garage for the period 5/1/2018 - 5/31/2031 and for additional funds

in the amount not-to-exceed \$1,061,000.00; authorizing an addendum to the Qualified Management Agreement to confirm the opening date of the hotel as 6/1/2016.

**SECTION 2.** That the County Executive, Fiscal Officer or designee is authorized to execute the amendment and all other documents consistent with this Resolution. That the County Executive, Fiscal Officer or his authorized designee is authorized to (a) take all actions, and to execute, acknowledge, deliver and/or file for record (as and where appropriate) (i) all documents and instruments necessary or desirable to facilitate and/or consummate the transactions contemplated hereby, and all related documents and, (ii) all other and further documents, instruments, certificates, agreements, amendments, assignments, subleases, consents, affidavits, certifications, disbursement authorizations, settlement statements, closing statements, proration statements, escrow agreements, escrow instructions, and notices, and (iii) amendments, modifications and supplements to any of the foregoing, that the County Executive, Fiscal Officer or designee may deem necessary or advisable in connection with the consummation of the transactions contemplated hereby, (b) the County Executive, Fiscal Officer or designee may agree to such payments, prorations, credits, deposits, holdbacks, escrows, approval of budgets related to the hotel/tunnel/convention center and related facilities and other arrangements as may be necessary or advisable in connection therewith to facilitate and/or consummate such transactions.

**SECTION 3.** It is necessary that this Resolution become immediately effective for the usual daily operation of the County; the preservation of public peace, health, or safety in the County; and for any additional reasons set forth in the preamble. Provided that this Resolution receives the affirmative vote of at least eight members of Council, it shall take effect and be in force immediately upon the earliest occurrence of any of the following: (1) its approval by the County Executive through signature, (2) the expiration of the time during which it may be disapproved by the County Executive under Section 3.10(6) of the Cuyahoga County Charter, or (3) its passage by at least eight members of Council after disapproval pursuant to Section 3.10(7) of the Cuyahoga County Charter. Otherwise, it shall take effect and be in force from and after the earliest period allowed by law.

**SECTION 4.** It is found and determined that all formal actions of this Council relating to the adoption of this Resolution were adopted in an open meeting of the 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.

On a motion by Mr. Schron, seconded by Ms. Conwell, the foregoing Resolution was duly adopted.

Yeas: Conwell, Jones, Brown, Stephens, Simon, Baker, Miller, Tuma, Gallagher, Schron and Brady

Nays: None

*Dan P. Bied* 12-13-18  
County Council President Date

*[Signature]* 12-17-18  
County Executive Date

*Gene M. Schotzger* 12/11/2018  
Clerk of Council Date

First Reading/Referred to Committee: November 27, 2018  
Committee(s) Assigned: Public Works, Procurement & Contracting

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