

County Council of Cuyahoga County, Ohio

Resolution No. R2020-0255

Sponsored by: County Executive Budish/Department of Law	A Resolution authorizing a Settlement Agreement and Release of All Claims to settle the case of Herrick-Hudson, LLC v. Cleveland-Cuyahoga County Port Authority, et al., Case No. 1:19-cv-01528-SO, currently pending in the United States District Court for the Northern District of Ohio, Eastern Division, and the case of Herrick-Hudson, LLC v. Cleveland-Cuyahoga County Port Authority, Case No. CV-13-804221, currently pending in the Court of Common Pleas of Cuyahoga County; authorizing the acceptance of a deed transferring certain real property to the County as part of such Settlement Agreement; authorizing the County Executive and/or his designee to execute the settlement agreement and any related documentation; authorizing the appropriation of funds for payment of settlement amounts set forth herein; and declaring the necessity that this Resolution become immediately effective.
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WHEREAS, Herrick-Hudson, LLC filed a civil action in 2013 docketed as *Herrick-Hudson, LLC v. Cleveland-Cuyahoga County Port Authority*, Case No. CV-13-804221, in the Court of Common Pleas of Cuyahoga County; and

WHEREAS, Herrick-Hudson, LLC filed a civil action in 2019 docketed as *Herrick-Hudson, LLC v. Cleveland-Cuyahoga County Port Authority, et al.*, Case No. 1:19-cv-01528-SO in the United States District Court for the Northern District of Ohio, Eastern Division; and

WHEREAS, Herrick-Hudson, LLC and the County of Cuyahoga, Ohio wish to fully and completely resolve with finality any and all alleged claims of whatever kind or nature that Herrick-Hudson, LLC has or may have against the County of Cuyahoga; and

WHEREAS, the parties hereto have reached a settlement agreement and release of all claims that, if performed, will fully settle and resolve the matter; and

WHEREAS, Cuyahoga County Council, having been briefed about the facts and the history of the case, approves of the proposed settlement and release of claims.

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

SECTION 1. The Cuyahoga County Council hereby approves the settlement agreement with Herrick-Hudson, LLC and the County of Cuyahoga, Ohio in the matter of *Herrick-Hudson, LLC v. Cleveland-Cuyahoga County Port Authority*, Cuyahoga County Court of Common Pleas, Case No. CV-13-804221, and *Herrick-Hudson, LLC v. Cleveland-Cuyahoga County Port Authority, et al.*, United States District Court for the Northern District of Ohio, Eastern Division, Case No. 1:19-cv-01528-SO, such settlement agreement providing, in addition to the settlement of litigation, the transfer of certain real estate owned by Herrick-Hudson, LLC to Cuyahoga County in exchange for payment in the total amount of Two Million and Seventy-Five Thousand Dollars (\$2,075,000.00), inclusive of all costs and attorneys' fees **(the "Settlement")**. Said settlement agreement, which is subject to terms and conditions, provides for comprehensive releases from liability in favor of both the County and the Cleveland-Cuyahoga County Port Authority **and may further provide for the payment of the Settlement to an escrow agent identified therein. In addition, the County Council hereby authorizes the County Executive to pay any and all costs and fees associated with the transfer of real estate referenced herein.**

SECTION 2. The County Executive (or his authorized designee) is hereby authorized to execute a settlement agreement and any other documents to effectuate the settlement in accordance with this Resolution.

SECTION 3. If any specific appropriation is necessary to effectuate this settlement, such appropriation is approved, and the Director of the Office of Budget and Management is authorized to submit the requisite documentation to financial reporting to journalize the appropriation.

SECTION 4. 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 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 5. 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. Brady, seconded by Mr. Schron, the foregoing Resolution was duly adopted.

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

Nays: None

County Council President Date

County Executive Date

Clerk of Council Date

Journal CC040
November 24, 2020

[Clerk's Note: Electronic signatures affixed in accordance with Cuyahoga County Code Chapter 110]