

RECORD OF RESOLUTIONS

Dayton Legal Blank, Inc., Form No. 30045

Resolution No. 09-05

Passed April 14, 2009

RESOLUTION 2009 - 05

RESOLUTION EMPLOYING ATTORNEYS FOR PARTICULAR MATTERS

The Union Township Board of Trustees, Clermont County, Ohio met in regular session on April 14, 2009, at 7:00 p.m., with the following members present:

Robert McGee
Matthew Beamer
Timothy Donnellon

MR. BEAMER made a motion to adopt the following Resolution:

WHEREAS, this Board of Township Trustees ("Board") is authorized by Section 309.09(B) of the Revised Code to employ attorneys other than the prosecuting attorney for a particular matter to represent the Township and its officers in their official capacities and to advise them on legal matters; and

WHEREAS, the firm of Squire, Sanders & Dempsey L.L.P., 221 E. Fourth Street, Suite 2900, Cincinnati, Ohio 45202, is qualified to act as such attorneys with respect to the matters described in Schedule A hereto, and has represented to this Board that it is content to be bound by the terms of this Resolution; and

WHEREAS, Section 309.09(B) of the Revised Code provides that no such attorneys may be employed except on the order of the Board, duly entered upon its Journal, in which the compensation to be paid for the attorneys' legal services shall be fixed.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Union Township, Clermont County, Ohio by authority of Section 309.09(B) of the Ohio Revised Code, as follows:

SECTION 1: This Board hereby finds that it is advisable to have additional legal counsel to advise this Board as to bond and note issuance and other financing matters. Squire, Sanders & Dempsey L.L.P. ("Attorneys") are hereby employed as Union Township's attorneys for the particular matters set forth on Schedule A hereto, which Schedule A is by this reference incorporated herein. The Township Administrator and Law Director are authorized to execute an engagement letter agreement provided by the Attorneys and reflecting this Resolution.

SECTION 2: The Attorneys' compensation is fixed as set forth on Schedule B hereto, which Schedule B is by this reference incorporated herein. In addition, the Attorneys shall be compensated for costs and out-of-pocket expenses reasonably incurred, including laser copies, facsimile transmissions, telephone charges, mileage, and package delivery, at the Attorneys' prevailing office rates.

SECTION 3: The Attorneys may be discharged at any time by majority vote of this Board.

SECTION 4: A copy of this Resolution shall be certified to the Attorneys by the Township Fiscal Officer.

SECTION 5: The preambles hereto are and shall for all purposes be construed to be integral and operative parts of this resolution.

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SECTION 6: That this Board hereby finds and determines that all formal actions relative to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of its Committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Ohio Revised Code.

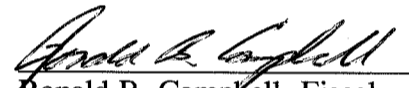
SECTION 7: This Resolution shall take effect at the earliest period allowed by law.

MR. DONNELLON seconded the motion to adopt the Resolution. On the roll call being called the vote resulted as follows:

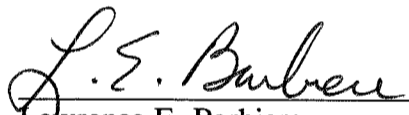
Mr. McGee	<u>AYE</u>
Mr. Beamer	<u>AYE</u>
Mr. Donnellon	<u>AYE</u>

Resolution 2009-05 adopted April 14, 2009

ATTEST:


Ronald B. Campbell, Fiscal
Officer

APPROVED AS TO FORM:


Lawrence E. Barbieri,
Township Law Director