



Resolution No. 30 2024

A RESOLUTION DETERMINING THAT THE PETITION FOR THE CREATION OF THE FACTORY 52 COMMUNITY AUTHORITY COMPLIES WITH THE REQUIREMENTS OF ORC SECTION 349.03 AND FIXING THE TIME AND PLACE FOR A HEARING ON THE PETITION

WHEREAS, Playing Card Partners, LLC, an Ohio limited liability company; Aces at Factory 52, LLC, an Ohio limited liability company; Factory 52, LLC, an Ohio limited liability company; 4500 Beech, LLC, an Ohio limited liability company; and Gatherall, LLC, an Ohio limited liability company (collectively, the “Owners”), have filed a petition (the “Petition”) with the City of Norwood Clerk of Council for the creation of the Factory 52 Community Authority (the “Authority”) pursuant to Section 349.03 of the Ohio Revised Code (the “ORC”); and

WHEREAS, upon the filing of the Petition, this Council, as the “organizational board of commissioners,” as that term is defined in ORC Section 349.01(F), is required by ORC Section 349.03 to determine whether the Petition is sufficient and complies with ORC Section 349.03(A) of the Ohio Revised Code as to form and substance; and

WHEREAS, the City of Norwood is the only “proximate city” for the Factory 52 Community Authority as that term is defined in ORC Section 349.01(M); and

WHEREAS, upon the determination of this Council that the Petition is sufficient and complies with the requirements of ORC Section 349.03(A) as to form and substance, this Council is required by ORC Section 349.03 to fix the time and place of a hearing on the Petition, which time shall not be less than thirty (30) days, nor more than forty-five (45) days, after the filing date of the Petition; now therefore,

BE IT RESOLVED by the Council of the City of Norwood, Hamilton County, Ohio that:

SECTION 1. Form of Petition. That this Council finds and determines that the Petition is sufficient and complies with the requirements of ORC Section 349.03 as to form and substance.


SECTION 2. Hearing. That a hearing on the Petition shall be held commencing at 7:30 p.m. on November 12, 2024, at Council Chambers in Norwood City Hall, 4645 Montgomery Road, Norwood, Ohio 45212.

SECTION 3. Notice of Hearing. That the Clerk of Council shall arrange for notice of the time and place of such hearing by publication once each week for three consecutive weeks in a newspaper of general circulation in the City pursuant to ORC Section 349.03.

SECTION 4. Open Meetings. That this Council finds and determines that all formal actions of this Council and any of its committees concerning and relating to the passage of this resolution were taken in an open meeting of this Council or any of its committees, and that all deliberations of this Council and any of its committees that resulted in those formal actions were in meetings open to the public, all in compliance with the law including ORC Section 121.22

SECTION 5. Effective Date. This resolution shall take effect and be in full force from and after the earliest period allowed by law after its adoption.

PASSED: 10/8/2024
Date



Joseph S. Geers
President of Council

ATTEST:

Natalie Assaf, the duly appointed Clerk of Council, attests that this resolution was passed at a regular meeting of Norwood City Council on the 8th day of October, 2024, in compliance with the rules of Norwood City Council on and the laws of the State of Ohio. The foregoing resolution was submitted to the Mayor of the City of Norwood, Ohio for his signature on the 8th day of October, 2024.

Natalie Assaf
Natalie Assaf
Clerk of Council

APPROVED: 14 OCT 24
Date

Victor Schneider
Victor Schneider
Mayor

CERTIFICATION OF PUBLICATION:

Natalie Assaf, the duly appointed Clerk of Council, attests that this ordinance was published in the Cincinnati Enquirer on 11/5/24 and 11/12/24.
(Name of Newspaper) (date) (date)

Natalie Assaf
Natalie Assaf,
Clerk of Council

1st Reading _____
Date

2nd Reading _____
Date

3rd Reading _____
Date

All 3 Readings 10/8/24
Date

Tabled _____
Date

Vetoed _____
Date

TO THE CITY COUNCIL
OF THE CITY OF NORWOOD,
HAMILTON COUNTY, OHIO:

**PETITION FOR THE ORGANIZATION
OF THE
FACTORY 52 COMMUNITY AUTHORITY**

In accordance with Chapter 349 of the Ohio Revised Code, Playing Card Partners, LLC, an Ohio limited liability company, Aces at Factory 52, LLC, an Ohio limited liability company, Factory 52, LLC, an Ohio limited liability company, 4500 Beech, LLC, an Ohio limited liability company, and Gatherall, LLC, an Ohio limited liability company (each a “Developer” and together the “Developers”), hereby submit this petition (this “Petition”) to the City Council of the City of Norwood (“City Council”) for the organization and establishment of a community authority (the “Authority”) to be known as the Factory 52 Community Authority. All terms set forth herein and not defined shall have the respective meanings assigned thereto in Chapter 349 of the Ohio Revised Code, unless context so requires a different meaning.

For purposes of the establishment of the Authority, the Developers are a “developer” within the meaning of Section 349.01 (E) of the Ohio Revised Code, and the City of Norwood (the “City”) is the only “proximate community” as that term is defined in Section 349.01(M) of the Ohio Revised Code. The Developers further state in fulfillment of Section 349.03 of the Ohio Revised Code as follows:

- A. The Authority is to be named the “Factory 52 Community Authority”.**
- B. The principal office of the Authority shall be located at 4590 Beech St., Cincinnati, Ohio 45212, or such other location as may hereafter be determined by the Board of Trustees of the Authority.**
- C. Attached to this Petition as Exhibit A-1 is a map of all the land comprising the Authority’s New Community District (the “District”), all of which is located within the corporate boundaries of the City. Legal descriptions of all the parcels in the District (collectively, the “Property”) are attached as Exhibit A-2, including a full and accurate description of the boundaries of the District. All properties within those boundaries will be included in the District. The total acreage to be included in the District is approximately 27.2412 acres. The Developers own or control all such acreage within the meaning of Section 349.01(E) of the Ohio Revised Code.**
- D. Certified copies of the applicable adopted zoning ordinance providing for comprehensive development of the District as a new community are attached to this Petition as Exhibit B.**
- E. Attached to this Petition as Exhibit C is a current plan indicating the proposed development program for the District, the land acquisition and land development activities, community facilities, services proposed to be undertaken by the Authority under such program, the proposed method of financing such activities and services, including a description of the bases, timing, and manner of collecting any proposed**

Petition for the Organization of the Factory 52 Community Authority

Community Development Charge, and the projected total residential population of, and employment within, the new community.

- F. Consistent with Section 349.04 of the Ohio Revised Code, the Board of Trustees governing the Authority should consist of seven members. One local government representative should be appointed by City Council. Three citizen members should be appointed by City Council. Three developer members should be appointed by the Developers. Pursuant to Section 349.04 of the Ohio Revised Code, re-appointments should be made in the same manner as the initial appointments. No elections should be held for successor Trustees.**
- G. Attached to this Petition as Exhibit D is a preliminary economic feasibility analysis, including the area development pattern and demand, location and proposed District size, present and future socio-economic conditions, public services provision, financial plan, and a statement of the Developers' management capability.**
- H. The development will comply with all applicable environmental laws and regulations.**
- I. The Authority may only be dissolved in accordance with a resolution passed by the Board of Trustees of the Authority. Unless otherwise agreed by obligees of the Authority, the Authority may not be dissolved so long as any bond, note, or other legal indebtedness of the Authority remains outstanding.**

Attached Exhibits A-1, A-2, B, C, and D are incorporated and made a part of this Petition.

In consideration of the foregoing, the Developers hereby request that City Council, as the "organizational board of commissioners" under Section 349.03 of the Ohio Revised Code, determine that this Petition is sufficient and complies as to form and substance with the requirements of Section 349.03 of the Ohio Revised Code, and further requests that City Council fix the time and place of a hearing on this Petition for the establishment of the Authority. That hearing must be held not less than thirty (30) nor more than forty-five (45) days after the filing of this Petition with the Clerk of Council.

Petition for the Organization of the Factory 52 Community Authority


IN WITNESS WHEREOF, the Developers have caused this Petition for Organization of the Factory 52 Community Authority to be executed by its duly authorized representative as of the day and year first above written.

PLAYING CARD PARTNERS, LLC,
an Ohio limited liability company

By: 
Peter C. Klekamp, as Manager

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

Be it known that on this 7th day of OCTOBER, 2024, before me, a Notary Public in and for said county and state, personally appeared Peter C. Klekamp, as Manager of PLAYING CARD PARTNERS, LLC, an Ohio limited liability company, on behalf of the limited liability company.


Notary Public
My commission expires on July 29, 2026



Terri Lee Evanchyk
Notary Public, State of Ohio
My Commission Expires July 29, 2026

Petition for the Organization of the Factory 52 Community Authority

ACES AT FACTORY 52, LLC,
an Ohio limited liability company

By:



Peter C. Klekamp, as Manager

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

Be it known that on this 7th day of OCTOBER, 2024, before me, a Notary Public in and for said county and state, personally appeared Peter C. Klekamp, as Manager of ACES AT FACTORY 52, LLC, an Ohio limited liability company, on behalf of the limited liability company.

Notary Public *Terri Lee Evanchyk*
My commission expires on July 29, 2026



Terri Lee Evanchyk
Notary Public, State of Ohio
My Commission Expires July 29, 2026

Petition for the Organization of the Factory 52 Community Authority

FACTORY 52, LLC,
an Ohio limited liability company

By: 
Peter C. Klekamp, as Manager

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

Be it known that on this 7th day of OCTOBER, 2024, before me, a Notary Public in and for said county and state, personally appeared Peter C. Klekamp, as Manager of FACTORY 52, LLC, an Ohio limited liability company, on behalf of the limited liability company.

Notary Public *Terri Lee Evanchyk*
My commission expires on July 29, 2026



Terri Lee Evanchyk
Notary Public, State of Ohio
My Commission Expires July 29, 2026

Petition for the Organization of the Factory 52 Community Authority

4500 BEECH, LLC, an Ohio limited liability company

By:


Peter C. Klekamp, as Manager

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

Be it known that on this 7th day of OCTOBER, 2024, before me, a Notary Public in and for said county and state, personally appeared Peter C. Klekamp, as Manager of 4500 BEECH, LLC, an Ohio limited liability company, on behalf of the limited liability company.

Notary Public


My commission expires on July 29, 2026



Terri Lee Evanchyk
Notary Public, State of Ohio
My Commission Expires July 29, 2026

Petition for the Organization of the Factory 52 Community Authority

Gatherall, LLC, an Ohio limited liability company

By: 
Nicholas P. Lingenfelter, Member

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

Be it known that on this 7th day of NOVEMBER, 2024, before me, a Notary Public in and for said county and state, personally appeared Nicholas P. Lingenfelter of Gatherall, LLC, an Ohio limited liability company, on behalf of the limited liability company.

Notary Public
My commission expires on 07/05, 2028



Alexandra Evanchyk
Notary Public, State of Ohio
Commission #: 2023-RE-865755
My Commission Expires 07-05-2028

Petition for the Organization of the Factory 52 Community Authority

EXHIBIT A-1

Map of New Community District

The parcels comprising the New Community District are highlighted in red below:



Petition for the Organization of the Factory 52 Community Authority

EXHIBIT A-2

Legal Description of New Community District

TRACT I:

10.762 Acres

Situated in Sections 28 and 34, Town 4, Fractional Range 2, Miami Purchase, City of Norwood, Hamilton County, Ohio, being all of a 1.7235 acre tract of land conveyed to Aces at Factory 52, LLC in O.R. 14840 Pg. 454 of the Hamilton County, Ohio Recorder's Office, the boundary of which being more particularly described as follows:

Beginning at a mag nail set in the east right of way line of Beech Street, said point being N05°45'13"E a distance of 345.00 feet from the intersection of said east right of way line with the north right of way line of Robertson Avenue;

Thence along said east right of way line, N05°45'13"E a distance of 575.00 feet to a cross notch set at the northeast terminus of said Beech Street;

Thence along the north terminus of said Beech Street, N84°15'47"W a distance of 15.00 feet to a mag nail set at a southerly corner of a 5.6438 acre tract of land conveyed to Factory 52, LLC in O.R. 14571 Pg. 3694;

Thence along the lines of said 5.6438 acre tract of land the following five (5) courses:

1. N05°45'13"E a distance of 106.88 feet to a mag nail set;
2. S84°25'01"E a distance of 415.95 feet to a 5/8" iron pin set;
3. N05°45'41"E a distance of 104.57 feet to a 5/8" iron pin set;
4. S68°16'49"E a distance of 385.57 feet to a 5/8" iron pin set;
5. S05°34'59"W a distance of 214.13 feet to a mag nail set at the northeast corner of a 2.2672 acre tract of land conveyed to Playing Card Partners, LLC in O.R. 14522 Pg. 3348;

Thence along the lines of said 2.2672 acre tract of land the following seven (7) courses:

1. N84°25'01"W a distance of 140.55 feet to a cross notch set;
2. S05°34'59"W a distance of 241.37 feet to a mag nail set;
3. N84°25'01"W a distance of 199.43 feet to a mag nail set;
4. S05°34'59"W a distance of 91.99 feet to a cross notch set;
5. S84°25'01"E a distance of 233.66 feet to a 5/8" iron pin set;
6. S05°34'59"W a distance of 133.63 feet to a 5/8" iron pin set;
7. N84°15'47"W a distance of 667.37 feet to the Point of Beginning.

Containing 10.762 acres of land, more or less, of which 6.107 acres are in Section 34 and 4.655 acres are in Section 28, being subject to easements, restrictions and rights of way of record.

Bearings are based on the Ohio State Plane Coordinate System, South Zone, as derived from the Ohio Department of Transportation's Real Time Network (RTN)(NAD '83 - 2011)

All iron pins set are 5/8" diameter x 30" iron rebar with ID cap stamped "Kleingers".

The above description is based on a field survey performed by The Kleingers Group February 2024 under the direct supervision of Matthew D. Habedank, Ohio Professional Surveyor No. 8611.

Petition for the Organization of the Factory 52 Community Authority

TRACT II:
1.7235 Acres

Situated in Section 34, Town 4, Fractional Range 2, Miami Purchase, City of Norwood, Hamilton County, Ohio, being all of a 1.7235 acre tract of land conveyed to Aces at Factory 52, LLC in O.R. 14840 Pg. 454 of the Hamilton County, Ohio Recorder's Office, the boundary of which being more particularly described as follows:

Beginning at a magnail set in the north terminus of the right of way of Beech Street, said point being N05°45'13"E a distance of 920.00 feet and N84°15'47"W a distance of 30.00 feet from a cross notch found at the intersection of the east right of way line of Beech Street with the north right of way line of Robertson Avenue:

Thence along said north terminus, N84°15'47"W a distance of 15.00 feet to a 5/8" iron pin found at the southeast corner of a tract of land conveyed to the City of Norwood in D.B. 3545 Pg. 393;

Thence along the east line of said Norwood tract, N05°45'13"E a distance of 366.29 feet to a point in the south right of way line of the Baltimore and Ohio Railroad, witness a 5/8" iron pin found lying 0.3 feet west.

Thence along said south right of way line, S68°16'49"E a distance of 437.86 feet to a northwesterly corner of a 5.6438 acre tract of land conveyed to Factory 52, LLC in O.R. 14571 Pg. 3694, witness a 5/8" iron pin found lying 0.3 feet north;

Thence along the lines of said 5.6438 acre tract of land, the following three (3) courses:

1. S05°45'41"W a distance of 112.80 feet to a magnail set;
2. N84°25'01"W a distance of 405.96 feet to a cross notch set;
3. S05°45'13"W a distance of 131.84 feet to the Point of Beginning.

Containing 1.724 acres of land, more or less and being subject to easements, restrictions and rights of way of record.

Bearings are based on the Ohio State Plane Coordinate System, South Zone, as derived from the Ohio Department of Transportation's Real Time Network (RTN)(NAD '83 - 2011)

All iron pins set are 5/8" diameter x 30" iron rebar with ID cap stamped "Kleingers".

The above description is based on a field survey performed by The Kleingers Group February 2024 under the direct supervision of Matthew D. Habedank, Ohio Professional Surveyor No. 8611.

TRACT III:
5.6438 Acres

Situated in Section 28 & Section 34, Town 4, Fractional Range 4, Between the Miamis, Columbia Township, Norwood, Hamilton County, Ohio and being part of the property conveyed to Playing Card Partners, LLC, by deed recorded in Official Record Book 14047, page 2372 in the office of the Hamilton County Recorder's Office in Cincinnati, Ohio and is more particularly described as follows:

Petition for the Organization of the Factory 52 Community Authority

Unless otherwise stated, any monument referred to herein as a set iron pin is a 5/8 inch diameter rebar, thirty inches in length with a plastic cap stamped "HARTIG PS-8765". All bearings referred to herein are based upon the Ohio State Plane Coordinate System, South Zone, NAD83 (2011).

COMMENCING, at the intersection of the northerly right-of-way line of Robertson Avenue, 30.00 feet as measured perpendicular to the centerline, and the Easterly right-of-way line of Beech Street, 25.00 feet as measured perpendicular to the centerline;

THENCE, with the easterly right-of-way line of Beech Street N05°45'13"E 920.00 feet to a point;

THENCE, with the northerly right-of-way terminus of Beech Street N84°15'47"W 15.00 feet to a set mag nail at the **POINT OF BEGINNING**;

THENCE, with said northerly right-of-way terminus of Beech Street N84°15'47"W 15.00 feet to a set mag nail;

THENCE, leaving said right-of-way line and with a new division line through Playing Card Partners, LLC (Official Record Book 14047, page 2372) for the following three (3) courses:

N05°45'13"E 131.84 feet to an iron pin (set);

S84°25'01"E 405.96 feet to an iron pin (set);

N05°45'41"E 112.80 feet to an iron pin (set) in the southerly right-of-way line of the Baltimore and Ohio Railroad;

THENCE, with said right-of-way line S68°16'49"E 787.89 feet to an existing 5/8" iron pin;

THENCE, S21°43'11"W 70.00 feet to an existing 5/8" iron pin;

THENCE, S06°49'49"E 129.30 feet to an existing 5/8" iron pin;

THENCE, S36°44'35"E 62.16 feet to an existing 5/8" iron pin in the westerly right-of-way line of Interstate 71;

THENCE, with said westerly right-of-way line of Interstate 71 for the following four (4) courses:

Petition for the Organization of the Factory 52 Community Authority

with a curve to the right having a radius of 602.96 feet, a delta angle of 10°02'10", an arc length of 105.61 feet and a chord bearing and distance of S34°45'26"W 105.48 feet to an existing 5/8" iron pin;

S39°46'31"W 109.72 feet to an existing 5/8" iron pin;

S33°42'13"W 135.08 feet to an existing 5/8" iron pin;

S35°34'15"W 100.27 feet to an existing 5/8" iron pin at the common corner of Playing Card Partners, LLC and MCC-Norwood, LLC (Official Record Book 12534, page 1097);

THENCE, leaving said right-of-way line and with the common line of Playing Card Partners, LLC and MCC-Norwood, LLC N84°15'47"W 184.91 feet to an iron pin (set);

THENCE, leaving said common line and with a new division line through Playing Card Partners, LLC for the following five (5) courses:

N05°34'59"E 706.40 feet to an iron pin (set);

N68°16'49"W 385.57 feet to an iron pin (set);

S05°45'41"W 104.57 feet to an iron pin (set);

N84°25'01"W 415.95 feet to an iron pin (set);

S05°45'13"W 106.88 feet to the ***POINT OF BEGINNING CONTAINING 5.6438 ACRES*** and being subject to all easements and right-of-ways of record;

This description was prepared from a new survey made by Ryan M. Hartig, PS 8765, for Viox & Viox, Inc., June 10, 2021.

TRACT IV:
2.2672 Acres

Petition for the Organization of the Factory 52 Community Authority

Situated in Section 28 & Section 34, Town 4, Fractional Range 4, BTM, Columbia Township, Norwood, Hamilton County, Ohio and being part of the property conveyed to Playing Card Partners, LLC, by deed recorded in Official Record Book 14047, page 2372 in the Hamilton County Recorder's Office in Cincinnati, Ohio and is more particularly described as follows:

Unless otherwise stated, any monument referred to herein as a set iron pin is a 5/8 inch diameter rebar, thirty inches in length with a plastic cap stamped "HARTIG PS-8765". All bearings referred to herein are based upon the Ohio State Plane Coordinate System, South Zone, NAD83 (2011).

COMMENCING, at the intersection of the northerly right-of-way line of Robertson Avenue, 30.00 feet as measured perpendicular to the centerline, and the Easterly right-of-way line of Beech Street, 25.00 feet as measured perpendicular to the centerline;

THENCE, with the easterly right-of-way line of Beech Street N05°45'13"E 320.00 feet to an existing mag nail at the **POINT OF BEGINNING**;

THENCE, with said easterly right-of-way line N05°45'13"E 25.00 feet to a set mag nail & washer;

THENCE, leaving said right-of-way line and win a new division line through Playing Card Partners, LLC (Official Record Book 14047, page 2372) for the following eight (8) courses:

1. S84°15'47"E 667.37 feet to an iron pin (set);
2. N05°34'59"E 133.63 feet to an iron pin (set);
3. N84°25'01"W 233.66 feet to an iron pin (set);
4. N05°34'59"E 91.99 feet to an iron pin (set);

5. S84°25'01"E 199.43 feet to an iron pin (set);
6. N05°34'59"E 241.37 feet to an iron pin (set);
7. S84°25'01"E 140.55 feet to an iron pin (set);
8. S05°34'59"W 492.27 feet to a set mag nail & washer in the common line of Playing Card Partners, LLC and MCC-Norwood, LLC (Official Record Book 12534, page 1097);

THENCE, with said common line N84°15'47"W 773.76 feet to an existing mag nail at the **POINT OF BEGINNING CONTAINING 2.2672 ACRES** and being subject to all easements and right-of-ways of record;

This description was prepared from a new survey made by Ryan M. Hartig, PS 8765, for Viox & Viox, Inc., June 10, 2021.

TRACT V:
0.3647 Acres

Petition for the Organization of the Factory 52 Community Authority

Situated in Section 28, Town 4, Fractional Range 4, BTM, Columbia Township, Norwood, Hamilton County, Ohio and being all of the remaining property conveyed to City of Cincinnati, by deed recorded in Deed Book 1319, page 193 in the Hamilton County Recorder's Office in Cincinnati, Ohio and is more particularly described as follows:

Unless otherwise stated, any monument referred to herein as a set iron pin is a 5/8 inch diameter rebar, thirty inches in length with a plastic cap stamped "HARTIG PS-8765". All bearings referred to herein are based upon the Ohio State Plane Coordinate System, South Zone, NAD83 (2011).

BEGINNING, at an iron pin (set) at the intersection of the westerly right-of-way line of Old Duck Creek Road and the southerly right-of-way line of the Baltimore & Ohio Railroad;

THENCE, with the westerly right-of-way line of Old Duck Creek Road S18°10'52"E 90.01 feet to an iron pin (set) at the common corner of City of Cincinnati (Deed Book 1319, page 193) and State of Ohio (Deed Book 3719, Page 65);

THENCE, with the common line of City of Cincinnati and State of Ohio, being the westerly right-of-way line of Interstate 71, S27°39'48"W 127.72 feet to an existing 5/8" iron pin and cap (PS 8352) at the common corner of Factory 52, LLC (Official Record Book 14571, page 3694), State of Ohio and City of Cincinnati;

THENCE, leaving said right-of-way line and with the common line of Factory 52, LLC and City of Cincinnati N36°44'35"W 62.16 feet to an existing 5/8" iron pin and cap (HARTIG PS 8765);

THENCE, N06°49'49"W 129.30 feet to an existing 5/8" iron pin and cap (PS 8352);

THENCE, N21°43'11"E 50.00 feet to an iron pin (set) in the southerly right-of-way line of Baltimore & Ohio Railroad;

THENCE, with said southerly right-of-way line S68°16'49"E 70.26 feet to the **POINT OF BEGINNING CONTAINING 0.3647 ACRES** and being subject to all easements and right-of-ways of record;

This description was prepared from a new survey made by Ryan M. Hartig, PS 8765, for Viox & Viox, Inc., January 3, 2022.

TRACT VI:
6.48 Acres

Petition for the Organization of the Factory 52 Community Authority

Situated in Section 28 and 34, Township 4, Fractional Range 2, Columbia Township, City of Norwood, Hamilton County, Ohio and being more particularly described as follows:

Beginning at a cross notch set at the intersection of the northerly right-of-way line of Robertson Avenue with the easterly right-of-way line of Beech Street;

Thence along the easterly right-of-way line of Beech Street, North $05^{\circ}45'02''$ East, 320.00 feet to a p.k. nail set;

Thence, leaving said Beech Street, South $84^{\circ}15'58''$ East, 958.67 feet to an iron pin set on the westerly right-of-way line of Interstate #71;

Thence, along the westerly right-of-way of Interstate #71, South $35^{\circ}34'04''$ West, 0.33 feet to an iron pin set;

Thence, continuing along the same, South $53^{\circ}16'39''$ West, 40.69 feet to an iron pin set;
Thence, continuing along the same, South $04^{\circ}38'17''$ West, 124.55 feet to an iron pin set;
Thence, continuing along the same, South $37^{\circ}39'20''$ West, 98.72 feet to an iron pin set;
Thence, continuing along the same, North $83^{\circ}56'40''$ West, 70.44 feet to an iron pin set;
Thence, continuing along the same, South $51^{\circ}17'11''$ West, 65.78 feet to an iron pin set;

Thence, continuing along the same, South $37^{\circ}39'20''$ West, 45.23 feet to an iron pin set on the northerly right-of-way line of Robertson Avenue;

Thence, along the northerly right-of-way line of Robertson Avenue, on the arc of a curve deflecting to the left, an arc length of 12.45 feet, having a radius of 601.41 feet and whose chord bears North $83^{\circ}40'23''$ West, 12.45 feet distant to an iron pin set;

Thence continuing along the same, North $84^{\circ}15'58''$ West, 725.00 feet to the point of beginning, be the same more or less.

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For the avoidance of doubt, the Tracts 1, 2, and 4 have been condominiumized and are currently configured as follows:

Situated in Section 28 & Section 34, Town 4, Fractional Range 4, BTM, Columbia Township, Norwood, Hamilton County, Ohio and being part of the property conveyed to Playing Card Partners, LLC, by deed recorded in Official Record Book 14502, Page 2355 and re-recorded in Official Record Book 14522, Page 3348 of the Hamilton County Recorder's Office in Cincinnati, Ohio and is more particularly described as follows:

Being Units 1 through 15 of Factory 52 Condominium (Phase 1) as shown on the condominium drawings recorded at Plat Book 502, Pages 68 through 84 of the Plat Records of Hamilton County, Ohio, as shown on the Declaration of Condominium Ownership for Factory 52 Condominium (Phase 1) recorded in Official Record Book 15182, Page 388 of the Hamilton County, Ohio Records. Together with the percentage of ownership in the Common Elements declared by the Declaration to be appurtenance to the above Units, and together with the exclusive right to use all of the Limited Common Elements and Exclusive Use Areas identified on the Condominium Drawings as being for the sole and exclusive use of said Units.

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EXHIBIT B

Zoning Regulations Applicable to New Community District

[See attached]

Petition for the Organization of the Factory 52 Community Authority

Existing PUD Ordinances



Ordinance No. 2 2021

ORDINANCE APPROVING THE FINAL PLANNED UNIT DEVELOPMENT (PUD) PLAN FOR THE FACTORY 52 PROJECT, FOR THE REAL PROPERTY OWNED BY PLAYING CARD PARTNERS, KNOWN AS 4590 BEECH STREET, COUNTY AUDITOR'S BOOK 651, PAGE 0019, PARCEL 0125, LOCATED WITHIN A LIGHT MANUFACTURING (M1) ZONE DISTRICT WITH A PUD OVERLAY, AND DECLARING AN EMERGENCY

WHEREAS, the Norwood Planning Commission has recommended that an ordinance be prepared approving the preliminary plan for Factory 52 for the real property owned by Playing Card Partners, known as 4590 Beech Street, County Auditor's Book 651, Page 0019, Parcel 0125, located within a Light Manufacturing (M1) zone district with a Planned Unit Development; and

WHEREAS, the City desires to support revitalization in this area by means of carefully and creatively planned projects as provided for in Chapter 1155 of the Codified Ordinances of the City of Norwood, Ohio, entitled "Planned Unit Developments"; and

WHEREAS, the planned-unit-development process encourages community involvement by including public hearings on proposed projects; and

WHEREAS, pursuant to section 1117.06 of the Codified Ordinances of the City of Norwood, the Planning Commission conducted a public hearing on December 2, 2020, regarding the question of recommending approval of the final plan for the Factory 52 project, which is covered by the Planned Unit Development Overlay Zone in the vicinity of 4590 Beech Street, County Auditor's Book 651, Page 0019, Parcel 0125, provided for herein; and

WHEREAS, at the conclusion of the Planning Commission's public hearing, the Planning Commission voted to recommend approval of the final plan for the Factory 52 project referred to above; covering the area referred to herein; and

WHEREAS, this Council has conducted a public hearing on January 26, 2021, regarding the question of whether to approve the final plan for the Factory 52 project and concludes that it should approve the final plan for the project; now therefore,

BE IT ORDAINED by the Council of the City of Norwood, State of Ohio, that:

SECTION 1. This Council hereby accepts and approves the final plan for the Factory 52 project, for the real property owned by Playing Card Partners, known as 4590 Beech Street, County Auditor's Book 651, Page 0019, Parcel 0125, located within a Light Manufacturing (M1) zone district with a Planned Unit Development (as filed with the Clerk of Council and the Building Department and incorporated by reference herein).

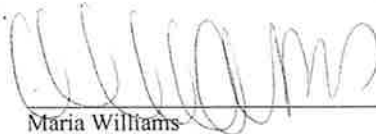
SECTION 2. This ordinance is hereby declared to be an emergency ordinance and a measure necessary for the immediate preservation of the public peace, health, safety and general welfare and shall go into effect forthwith. The reason for said emergency is the necessity to proceed forthwith to provide permanent housing and other uses at the subject site, after years of non-use of the site.

PASSED 1-26-21
Date


Ken Miracle
President of Council


ATTEST:

Maria Williams, the duly appointed Clerk of Council, attests that this ordinance was passed at a ~~regular~~/special meeting of Norwood City Council on the 26th day of January, 2021, in compliance with the rules of Norwood City Council and the laws of the State of Ohio. The foregoing ordinance was submitted to the Mayor of the City of Norwood, Ohio for his signature on the 26th day of January, 2021.



Maria Williams
Clerk of Council


APPROVED 25 JAN 21
Date



Victor Schneider
Mayor

CERTIFICATION OF PUBLICATION:

Maria Williams, the duly appointed Clerk of Council, attests that this Ordinance was published in the _____ on _____ and _____.
(Name of Newspaper) (date) (date)



Maria Williams
Clerk of Council

ORDINANCE READINGS

1st Reading _____
Date

2nd Reading _____
Date

3rd Reading _____
Date

All 3 Readings 1-26-21
Date

Tabled _____
Date

Vetoed _____
Date



Ordinance No. 13 2022

ORDINANCE APPROVING THE FINAL PLAN AS MODIFIED FOR THE FACTORY 52 PROJECT FOR THE REAL PROPERTY OWNED BY PLAYING CARD PARTNERS, KNOWN AS 4590 BEECH STREET, PARCEL 651-0019-0125, LOCATED WITHIN A PLANNED UNIT DEVELOPMENT ZONE, AND DECLARING AN EMERGENCY

WHEREAS, Council by Ordinance No. 2-2021 approved a Final Plan for the Factory 52 Project for property owned by Playing Card Partners, known as 4590 Beech Street, Parcel Number 651-0019-0125; and

WHEREAS, Playing Card Partners has proposed modifications to the Final Plan to (1) allow a 1,100 square foot, single-story jewel box building to be located on the open space at 2755 Park Avenue, and (2) allow a new single-story building for use as a pickleball courts, restaurant, and bar to be located at 2730 Maverick Drive; and

WHEREAS, the Planning Commission of the City of Norwood conducted a public hearing, pursuant to notice, with regard to said new plans, and having reviewed those plans, has recommended their approval by the Council of the City of Norwood as detailed in the Planning Commission's letter to Council of December 2, 2021, and the attachments thereto; and

WHEREAS, the Council of the City of Norwood has conducted a public hearing to review the proposed modifications to the Final Development Plans for the Factory 52 Project; now therefore,

BE IT ORDAINED by the Council of the City of Norwood, State of Ohio, that:

SECTION 1. Pursuant to Section 1155.26 of the Codified Ordinances of the City of Norwood, Council hereby approves the modified preliminary and final plan for the Factory 52 Project for the real property owned by Playing Card Partners, known as 4590 Beech Street, Parcel 651-0019-0125, located within a Planned Unit Development District, with the following modifications:


(a) allowing for an 1,100 square foot, single-story (retail or restaurant) jewel box to be located on the central common open space, with a municipal address of 2755 Park Avenue, and

(b) allowing for the inclusion of a new single-story building that will be used as a combination pickleball, restaurant, and bar, located on the 1.172 acre parcel at the northwest corner of the PUD development, with a municipal address of 2730 Maverick Drive.

SECTION 2. Prior ordinances, which approved previous plans for the Factory 52 Project, to the extent that they contradict the modifications in this 9lan, are hereby superseded.

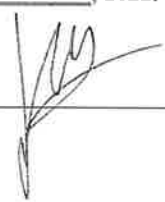
SECTION 3. This ordinance is hereby declared an emergency measure necessary to protect the health, safety, and welfare of community and shall go into effect immediately. The reason for said emergency is to proceed forthwith to gain the jobs, new residents, and other economic benefits forthwith

PASSED 3/22/2022
Date

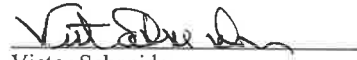

Joseph S. Geers Ken M Wade
President of Council

ATTEST:

Joseph S. Geers, the duly appointed Clerk of Council, attests that this ordinance was passed at a regular/special meeting of Norwood City Council on the 22nd day of March, 2022 in compliance with the rules of Norwood City Council and the laws of the State of Ohio. The foregoing ordinance was submitted to the Mayor of the City of Norwood, Ohio for his signature on the 22nd day of March, 2022.

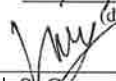

Joseph S. Geers
Clerk of Council

APPROVED 22 MAR 22
Date


Victor Schneider
Mayor

CERTIFICATION OF PUBLICATION:

Joseph S. Geers, the duly appointed Clerk of Council, attests that this Ordinance was published in the Cincinnati Enquirer on 04/05/2022 and 04/12/2022.
(Name of Newspaper) (date) (date)


Joseph S. Geers
Clerk of Council

ORDINANCE READINGS

1st Reading _____
Date

2nd Reading _____
Date

3rd Reading _____
Date

All 3 Readings 3/22/2022
Date

Tabled _____
Date

Vetoed _____
Date

**Interoffice Memorandum
City of Norwood, Ohio**

To: City Council
From: Planning Commission
Date: December 2, 2021
RE: Playing Card Partners - Jewel Box, 2755 Park Avenue;
- Pickleball facility, 2730 Maverick Drive;
Copy: Law Department
File

On December 1, 2021, the Norwood Planning Commission held a public hearing, and passed the following resolutions:

- “1. That the existing planned unit development plan for the Factory 52 Plan be modified to allow for an 1,100 square foot, single-story (retail or restaurant) jewel box to be located on the central common open space, with a municipal address of 2755 Park Avenue, and that the proposed modification be forwarded to City Council for their review and approval; and,*
- 2. That the existing planned unit development plan for the Factory 52 Plan be changed to allow for the inclusion of a new single-story building that will be used as a combination pickleball, restaurant, and bar, located on the 1.72 acre parcel at the NW corner of the PUD development, with a municipal address of 2730 Maverick Drive, and that the proposed change be forwarded to City Council for their review and approval.”*

If Council schedules a public hearing, it should be set no earlier than thirty (30) days from receipt of this Memorandum.

ENQUIRER MEDIA

PART OF THE USA TODAY NETWORK

Advertiser:

Tim Brown/Secretary/Clerk of Council
NORWOOD, CITY OF
4645 MONTGOMERY RD

NORWOOD OH 45212

**LEGAL NOTICE
ATTACHED**

This is not an invoice
Account #: CIN-375226
Total Cost of the Ad: \$816.40
Last Run Date: 04/12/2022

of Affidavits: 1

AFFIDAVIT OF PUBLICATION

Newspaper: CIN-EN Cincinnati Enquirer

State of Wisconsin

RE: Order # 0005199962

I, Nicole Jacobs
of the The Enquirer, a newspaper printed in
Cincinnati, Ohio and published in Cincinnati, in said
County and State, and of general circulation in said
county, and as to the Kentucky Enquirer published
in Ft. Mitchell, Kenton County, Kentucky, who being
duly sworn, depose and saith that the
advertisement of which the annexed is a true copy,
has been published in the said newspaper times,
once in each issue dated as follows::

04/05/2022, 04/12/2022

Nicole Jacobs
Subscribed and sworn to before me this

12th day of May, 2022

Sarah Berelsen
Notary Public

7/27/25
Commission expires

SARAH BERTELSEN
Notary Public
State of Wisconsin

**CITY OF NORWOOD
ORDINANCES/RESOLUTIONS
PASSED:**

11-2022 Ordinance Authorizing the Mayor & Safety-Service Director to Enter into A Collective Bargaining Agreement with American Federation of State, County and Municipal Employees, ALF-CIO (AFSCME) Local Union #3278 & Ohio Council 8, Representing the Clerical Workers, Consistent with The Terms of The Attached Exhibit A, for The Period from March 1, 2022 through February 28, 2025, & Declaring an Emergency.

12-2022 Ordinance Amending Norwood Codified Ordinance Section 351.14 Seventy-Two Hour Parking Restriction on Street.

13-2022 Ordinance Approving The Final Plan as Modified for The Factory 52 Project for The Real Property Owned by Playing Card Partners, Known as 4590 Beech Street, Parcel 651-0019-0125, Located within A Planned Unit Development Zone, & Declaring an Emergency.

14-2022 Ordinance Approving the Fifth Amendment to The Detailed Financial Plan for The City of Norwood, & Declaring an Emergency.

15-2022 Ordinance Authorizing the Safety-Service Director to Enter into A Government Aggregation Master Retail Natural Gas Supply Agreement with AEP Energy, Inc. for A Maximum of A 24-Month Term at A Maximum Price Not to Exceed \$0.560 Per CCF, Commencing in June 2022, Under The Modified Plan of Operation & Governance for Natural Gas Governmental Aggregation, & Declaring an Emergency.

3-2022 Resolution Adopting the Norwood Housing Action Plan & Its Supporting Principles for The Purpose of Planning.

5-2022 A Resolution Approving Record Retention Policy for City Council's Records in The City of Norwood, Ohio.

7-2022 A Resolution Approving the City of Norwood's American's With Disabilities Act (ADA) Transition Plan.

The complete text of each item is available at <https://www.norwoodohio.gov/163/City-Council>

C:\N, Apr 5, 12, '22 #5199962

Petition for the Organization of the Factory 52 Community Authority

*Proposed Zoning for Areas of Community Authority outside of Existing PUD Ordinances
(subject to approval from City of Norwood in ordinary course of zoning regulation)*

FACTORY 52 PHASE II

PD PLAN SUBMISSION - CITY OF NORWOOD
SEPTEMBER 2024



GENERAL NOTES

GENERAL NOTES:

1. Development name: US PLAYING CARD PHASE II PUD

2. Owner: PLAYING CARD PARTNERS LLC.
FACTORY 52 LLC.
4500 BEECH, LLC.
5905 E. Galbraith Road
Cincinnati, OH 45236

3. Developer: PLK Communities, LLC.
5905 E. Galbraith Road
Cincinnati, OH 45236

4. Engineer: The Kleingers Group
6219 Centre Park Drive
West Chester, OH 46069

5. Deed information
- D.B. 651 pg. 0019

6. Property areas:
PHASE I Property Area = 20.52 ± acres disturbed area = 20.52 ± acres
PHASE II Property Area = 12.63 ± acres disturbed area = 12.63 ± acres
PHASE II Public Right of Way Area = 1.92 ± acres
PHASE II Green Space Area = 2.88 ± acres
PHASE II Green Space Percentage = 22.8 %
TOTAL Factory 52 Property Area = 33.15 ± acres
TOTAL Factory 52 Public Right of Way Area = 5.61 ± acres
TOTAL Factory 52 Green Space Area = 10.08 ± acres
TOTAL Factory 52 Green Space Percentage = 30.4 %

7. Present zoning of property = M2.

8. Proposed use:
a. Mixed use:
i. Minimum front setback = waived for PUD per 1155.05(c)
ii. Minimum rear setback = waived for PUD per 1155.05(c)
iii. Minimum side setback = waived for PUD per 1155.05(c)
iv. Maximum building height = waived for PUD per 1155.05(c)
v. Minimum lot size = waived for PUD per 1155.05(c)
9. Street specifications:
a. 3 Public streets (names pending)
i. Right of way varies (see plans)
ii. 24' pavement minimum - two-way traffic per 1155.06
iii. 20' pavement minimum - secondary parking side-aisle access per NFD
iii. 6' sidewalk minimum on both sides
iv. Continuation of Bicycle Blvd, south to Robertson (unnamed)
v. Continuation of Morgan Way circling back to Kenitworth (unnamed).
vi. Public drop-off lanes at proposed Hotel (unnamed).
vii. Service Drive east of proposed Residential Building on north Bicycle Blvd.

10. Street construction: Asphalt; pavement with concrete curb to City of Norwood specifications.

12. Existing soil types= URUXC, URUXF

13. All disturbed limits are outside the FEMA 100-year floodplain.

14. All storm water quality & detention structures will be privately owned & maintained.

15. Availability of community facilities:

- a. Schools:
i. The proposed residential units in this development will generally be geared towards young professionals and empty nesters. School facilities will be minimally impacted by this development.
- b. Police and fire services:
i. Police and fire services for this development will be provided by the City of Norwood.
- c. Cultural facilities
i. The proposed development will retain some of the existing buildings for redevelopment. The design of the newly constructed buildings will be complementary to the existing buildings.



PROJECT NARRATIVE

PD Plan Submission for Factory 52 Phase II Playing Card Partners, LLC; Factory 52, LLC; 4500 Beech, LLC.

Request

Playing Card Partners, LLC (PCP) requests that the City of Norwood modify the PUD dated 11/10/2020 and expand the approved boundary to include the Multi-Color Parcels 651-0019-0127-00 and 651-0030-0206-00 also known as 4500 Beech, LLC. In addition, we are requesting to finalize our Phase II PUD of the Factory 52 development, including additional residential, retail, hospitality, and office uses.

Site History

Phase I was completed in June 2023 and included the following:

1. The restoration of the 100-year-old iconic clock tower and the 14th SF addition behind it with leasing offices and Hi-Wire brewing.
2. The restoration of a 219th SF historic factory into ground floor retail, 219 structured parking spaces, and 66 residential units.
3. The restoration and expansion of the corporate cafeteria built in 1903 into a 20th SF Food Hall with 14 restaurant tenants, three commercial tenants, and Fretboard Brewery
4. Two new residential buildings with 122 units and 118 units, respectively (both 100% leased and occupied).
5. A new build-to-suit 1,000 SF retail building with Jeni's Ice Cream.
6. A 1.7-acre pickleball facility built by Aces Pickleball.
7. A reduced-scale recreation of the former power plant on site with 6,000 SF of ground floor retail and eight residential units above.
8. There are multiple recreational spaces, including a concert stage, public art installations, a family park, and a public dog park.

Phase I currently has 314 completed residential units that are fully leased and 128 additional units under construction, scheduled to be completed in late 1Q25.

There is currently 54,830 SF of commercial space on the property, with only one larger restaurant space of approximately 6,000 SF currently available.

Factory 52 was a registered Brownfield completing its Voluntary Action Plan Filing with the Ohio EPA. It had 13 recognized environmental conditions at the initial acquisition, with over 4.5 miles of asbestos piping that had been removed before beginning construction. Ownership is currently in the process of completing all remaining VAP testing to achieve the desired No Further Action Letter from OEPA.

Developer and Management

PLK Communities is a Cincinnati-based owner, operator, and developer of residential communities. PLK was founded by Peter Klekamp in 2001, and we have approximately 250 full-time employees and 6,000 apartment units in the Cincinnati MSA. Our management team owns 100% of our company and has no institutional investors.

We always build and intend to hold for the long term. PLK Communities will continue to serve as the Master Developer of the Site as well as the Property and HOA manager. As Property and HOA Manager, PLK will oversee the development's common areas, ensuring its maintenance and upkeep. PLK does not intend to sell the Food Hall or retail while we maintain any ownership of residential areas in the development. It is critical to the overall project's success that we never sell retail control while involved. We have indicated to the market that we are flexible on ownership of the office buildings as some users may require that they always own their buildings.

Site Vision

Our goal from day one has been to create a regional gathering place in the City of Norwood, not just a project. We will honor many of the historic elements we are saving while bringing new life to a once vibrant property for Norwood. This redevelopment will continue revitalizing the City so that all citizens can be proud of and always feel welcome, not a parking lot with chain retail. We intend to continue to build out a mix of users at the site, including multi-family residential, retail, hospitality, and office where supported. We anticipate that this property will be fully built out after Phase II. Phase I is nearly complete and currently includes over 440 residential units, a Food Hall, retail, the main public green with a stage, a dog park, a family park, a public parking garage, and a historic restoration of the clock tower.

Residential

Our residential will be a mix of price points and balanced to complement other developments in the immediate area. Phase I has yet to keep up with market demand for housing, so the goal for the total number of apartments at the end of Phase II is targeted not to exceed 850 units. This includes approximately 350-400 units that are planned in Phase II. Apartment building heights will range from 3 (townhomes) to 10 stories (Bicycle Tower). New construction studio units typical unit sizes range from 400-2,500 SF.

Multi-Color Corporation Building

PLK acquired the Multi-Color building in late 2024. We intend to keep a portion of the historic facade and redevelop that into resident amenity spaces with the potential to add units on the upper floors if restoration costs support it.

PROJECT NARRATIVE

Retail:

Phase II retail will be approximately 40,000-50,000 Gross Square Feet located on Bicycle Boulevard and tied into the existing street grid and Robertson Ave. This is in addition to the Phase I retail, which includes the Gatherall, the factory Retail boutiques, and the Clock Tower operations. We are targeting retail that will promote a walkable entertainment district with all retail on the ground floor.

Hotel:

The hotel's footprint is approximately 17,000 Square Feet and is projected to have 100-125 rooms, associated meeting spaces, and the potential for a detached in-door/out-door event space.

Office:

The southeastern office block footprint is the singular standalone office building in the development, with a 10,000 Square Feet footprint a maximum 5-6 stories in height. Given the current office market financing and in-flux of office space in the market, this space may be converted to one of the other approved uses in the PD if demand warrants, but nothing will be built here on a speculative basis.

Event Lawn:

20,000 Square Feet of dedicated space on Bicycle Blvd. to supplement the Phase I Central Green and provide a potential expansion area for hosting events. This will be managed by the hospitality operator in coordination with the HOA.

Cultural:

We will have tasteful public art (sculptures, murals, and other displays) throughout the site and continue to incorporate US Playing Card History at the site. We anticipate that our Clock Tower and Food Hall will continue to draw the public, as will other programming provided by the HOA and developer.

Connectivity:

The site will remain interconnected with the surrounding neighborhoods and the main Phase I road grid and will include Bicycle Boulevard and sidewalks throughout. In addition, extensions to Robertson will be made to relieve traffic at Beech and Robertson. Dedicated crosswalks, off-street bike parking, and bike-share facilities will be included to promote multiple modes of transportation.

Timeline:

We have worked with our Phase I construction team and lenders and intend to break ground by 1Q25. Completing Phase II will take approximately 30-36 months.

Parking Summary:
 Phase I Existing Surface Parking: 168 Spaces
 Phase I Temporary Surface Parking: 476 Spaces
 Phase I Existing Structured Parking: 588 Spaces
Phase I Parking Total: 1,202 Spaces

Demolished Surface Parking for Phase II: -446 Spaces
 Phase II Proposed Surface Parking: 263 Spaces
 Phase II Proposed Structured Parking: 564 Spaces
Phase II Parking Total: 827 Spaces

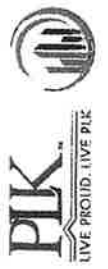
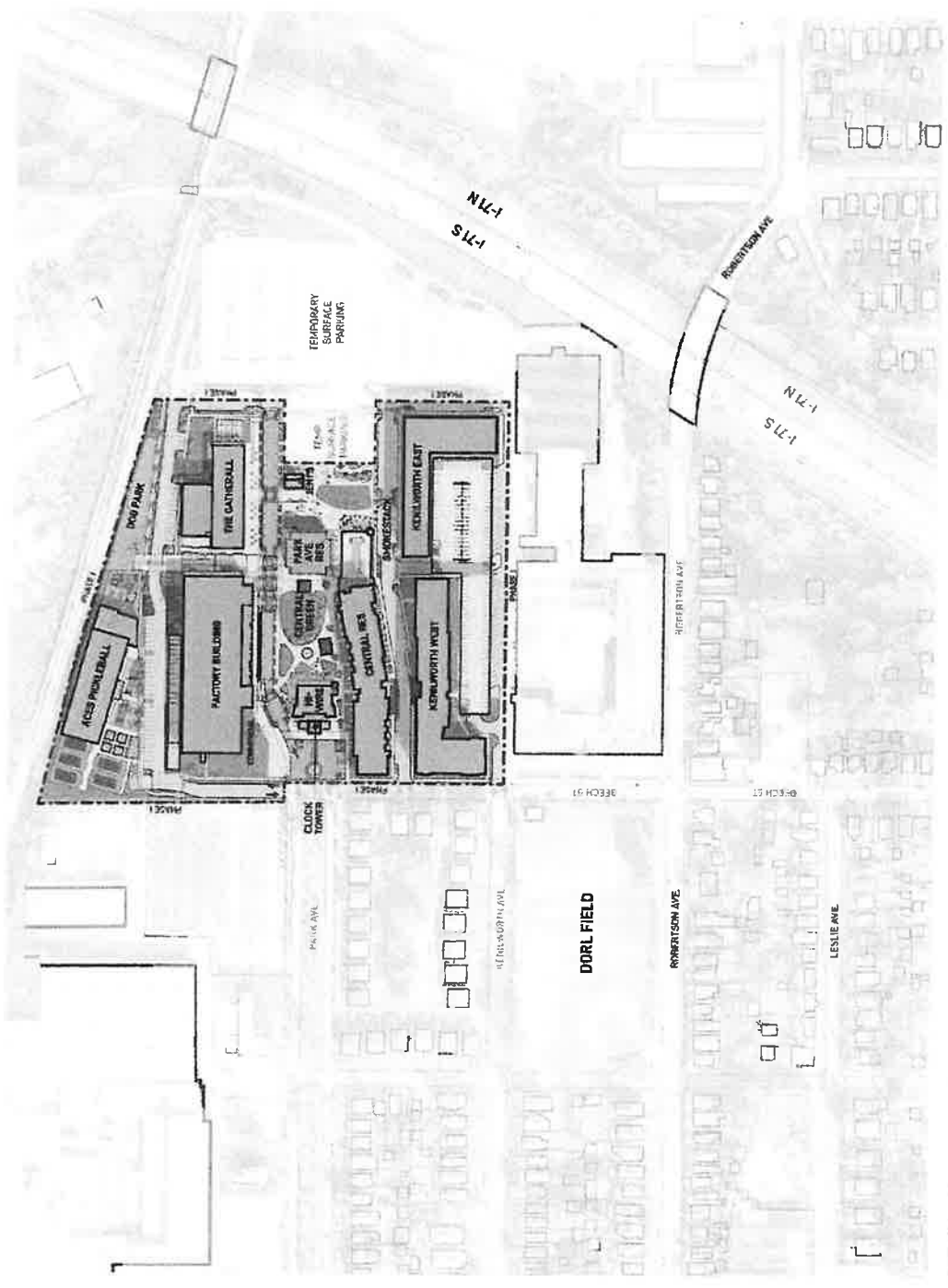
Phase II Total Surface Parking: 431 Spaces
 Phase II Total Structured Parking: 1,152 Spaces
Overall Site Total: 1,583 Spaces



SITE DESIGN



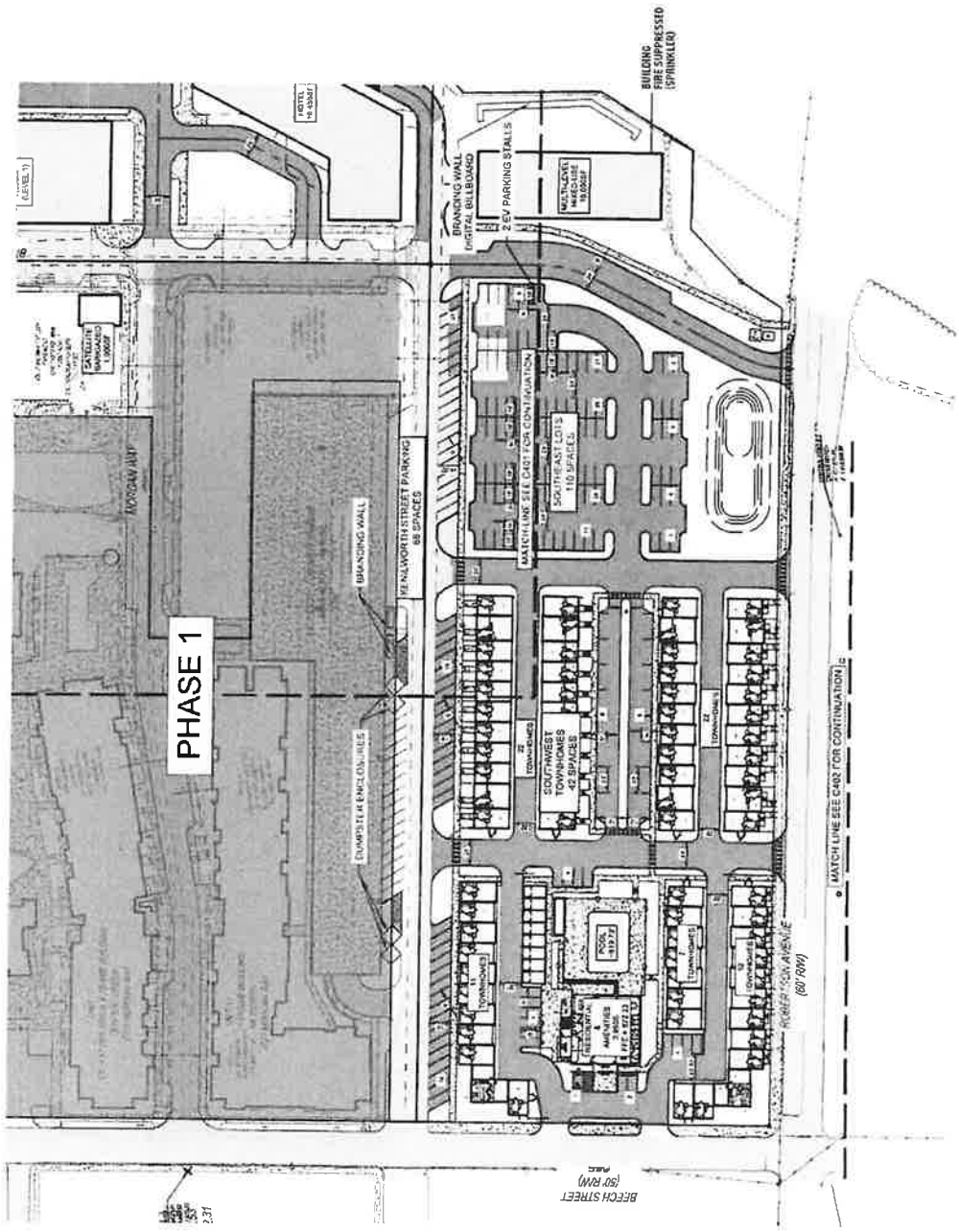
RENDERED PLAN
PHASE I
(EXISTING)



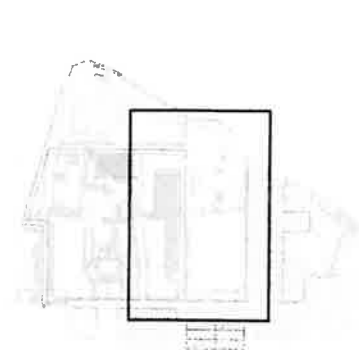
MSA DESIGN

LOCATION PLAN

SOUTH

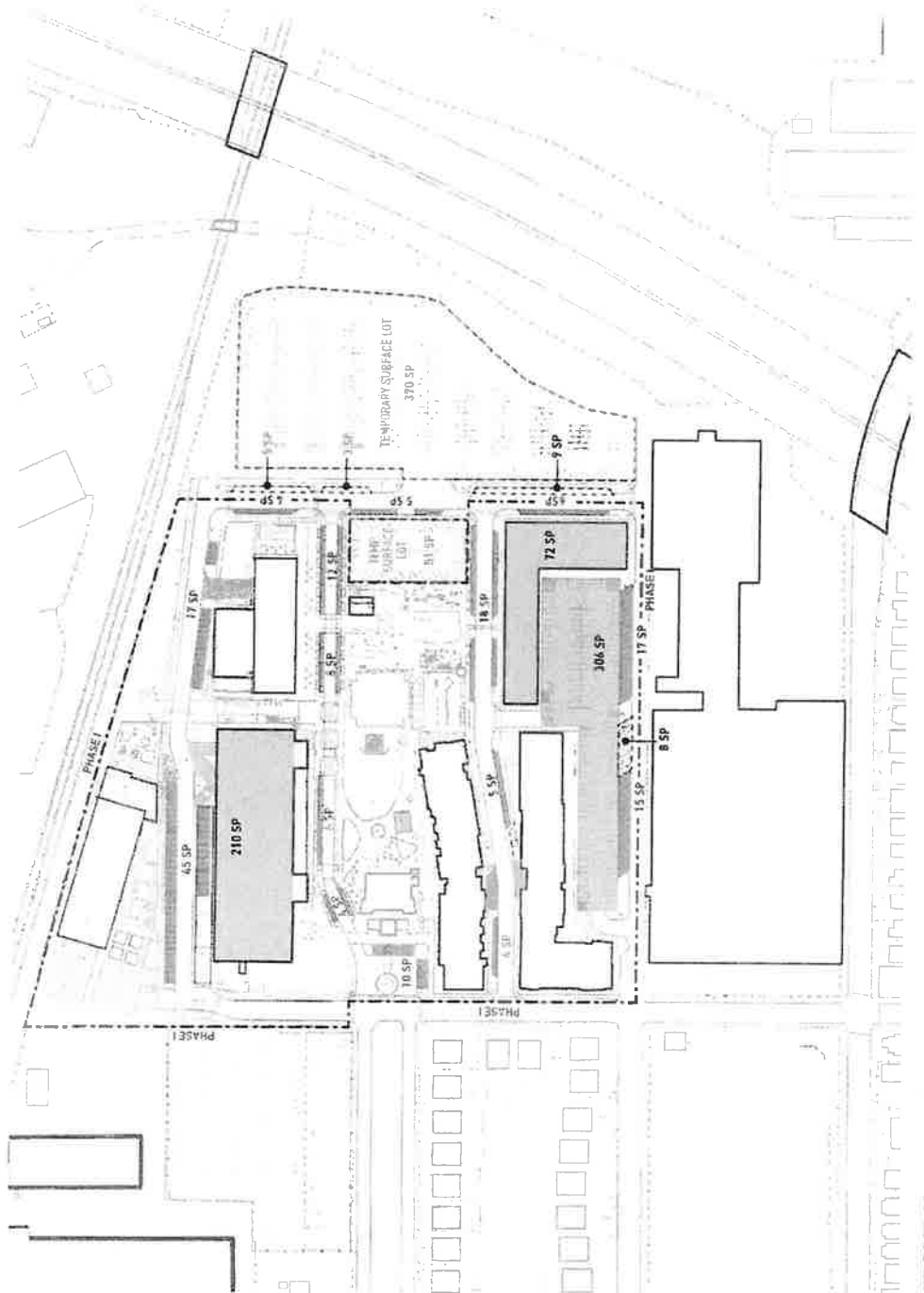


LEGEND



PARKING SUMMARY

PHASE I



LEGEND

- PHASE I PARKING
- SURFACE PARKING 168
- TEMP. SURFACE PARKING 446
- STRUCTURED PARKING 588

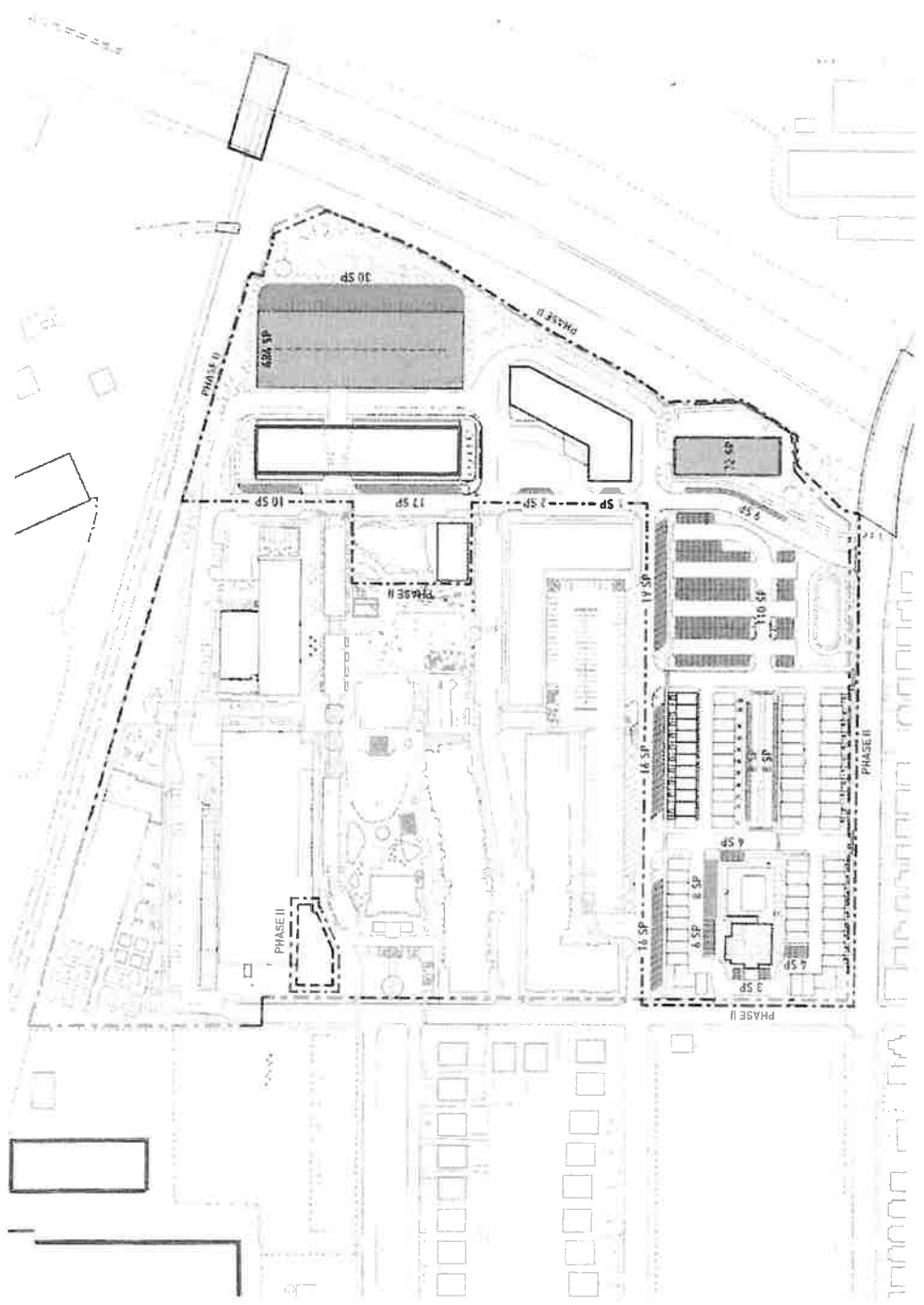
TOTAL 1,202 SPACES



MSA DESIGN

PARKING SUMMARY

PHASE II



LEGEND

- PHASE II PARKING**
-  SURFACE PARKING 263
-  STRUCTURED PARKING 564
- TOTAL: 827 SPACES**

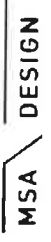
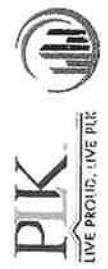


EXHIBIT C

PROPOSED CURRENT DEVELOPMENT PROGRAM AND PLAN

A. Proposed Development Program

The primary goal of the New Community Development Program for the Authority is to develop new Community Facilities necessary to fulfill the current and future needs of this area. The community includes approximately 449 apartment style residences and 150,000 square feet of commercial office and retail space. The community is anticipated to also include an approximately 100-room hotel in future phases. The expected development program is further detailed in the map attached as Exhibit A-1 and the zoning ordinances attached as Exhibit B. The majority of the construction in the development area included within the New Community is complete.

B. Proposed Development Activities, Community Facilities, and Services

The Developers do not contemplate that the Authority would undertake any plans for the acquisition of additional real property other than the acquisition of fee interests, easements, rights-of-way, licenses, leases and similar property interests necessary for and beneficial to the orderly construction and operation of the Community Facilities.

As provided in Section 349.01(I) of the Ohio Revised Code, Community Facilities consist generally of (i) any real property, buildings, structures, or other facilities, including related fixtures, equipment, and furnishings, to be owned, operated, financed, constructed, and maintained, including public, community, or neighborhood buildings, centers and plazas, auditoriums, recreation halls, recreational facilities, natural resource facilities, including parks and other open space land, lakes and streams, cultural facilities, community streets and off-street parking facilities, pathway and bikeway systems, pedestrian underpasses and overpasses, lighting facilities, design amenities, or other community facilities, and buildings needed in connection with water supply or sewage disposal installations, or energy facilities including those for renewable or sustainable energy sources, and steam, gas, or electric lines or installation; and (ii) any community facilities that are owned, operated, financed, constructed, or maintained for, relating to, or in furtherance of community activities.

Specifically, it is presently anticipated that the Community Facilities needed to further the community activities of the area will include the facilities described as follows:

- Roads
- Pedestrian pathways
- Parking facilities
- Entertainment, recreational, and cultural venues
- Design amenities
- Outdoor art exhibits
- Greenspace and other public spaces
- Water, sanitary sewer, and storm sewer improvements
- Common area gathering park benches and other public space enhancements

Petition for the Organization of the Factory 52 Community Authority

- Landscaping of the common area land
- Street lighting
- Tree removal
- Other costs of the new community development program within the meaning of Section 349.01(J), Ohio Revised Code, including inspection costs, testing, water connection fees, contractor fees, general contractor fees, legal fees, property taxes, appraisals and market studies, civil engineering and staking fees, development fee, environmental engineering, geotechnical engineering, permitting, costs of issuance of, debt service reserve funding of, and capitalized interest relating to any debt issued pursuant to Section 349.08, Ohio Revised Code, and necessary contingency amounts.

In addition to the development of the above referenced Community Facilities, the services and community activities presently anticipated to be provided by the Factory 52 Community Authority include, but are not limited to, the following:

- Maintenance of the Community Facilities
- Aesthetic improvements within the district, including landscaping and general beautification
- Providing and sponsoring recreational, health, social, cultural, and amusement activities and related services primarily for the residents of, visitors to, employees working within, or employees operating business in the district
- Providing for the security and sanitation services required in connection with the above referenced activities

C. Proposed Method of Financing

(i) Financing Plan

The financing for the services to be provided by the Authority is expected to be provided from receipt of a “community development charge” as defined in Section 349.01(L) of the Ohio Revised Code and levied by the Authority’s Board of Trustees pursuant to Section 349.06(Q) of the Ohio Revised Code. This charge may be levied and collected as follows (together the “Facilities Charge”), and in no other fashion or manner:

- Charge levied on all gross receipts of retail sales within the District in an amount not to exceed 2.00% of such gross retail sales (the “Retail Charge”).
- Charge levied on the gross receipts from hotel occupancy transactions in an amount not to exceed 1.00% of such gross receipts from hotel occupancy transactions (the “Hotel Charge”).

For purposes of clarity, the Facilities Charge may not be levied against any other form of charge or collection, including valuation or special assessment, except in the form of the Retail Charge and the Hotel Charge.

Petition for the Organization of the Factory 52 Community Authority

Although the Facilities Charge can be less than the maximums stated within this section, under certain circumstances, it cannot be increased in the District without the written consent of (a) the Developers, (b) the owners of a majority (in assessed value) of the Property subject to the Facilities Charge, and (c) the Authority's Board of Trustees.

(ii) Charge Covenant Filing

The Declaration of Covenants, Restriction and Agreements for the Factory 52 Community Authority will be filed with the Hamilton County Recorder for the purpose of creating covenants running with the land to establish the obligation of current and future landowners and retail proprietors to pay the Facilities Charge once the Authority is formed and the charges are implemented by the Authority's Board of Trustees.

(iii) Imposition of the Facilities Charge

The Retail Charge, if imposed, will be imposed with the same terms and conditions as a sales tax imposed by a County on retail sales under generally applicable Ohio law, excluding any provisions of such law relating to the maximum tax rate on such sales.

The Hotel Charge, if imposed, will be imposed with the same terms and conditions as a tax imposed by a County on lodging transactions with transient guests under generally applicable Ohio law, excluding any provisions of such law relating to the maximum tax rate on such transactions.

(iv) Method of Projecting Charge Revenues

Revenues from the Facilities Charge have been projected based on anticipated development plans, retail sales, and hotel occupancy transactions that will be generated as those plans are implemented. A projection of currently expected charge revenues over the next 30 years is attached to this Exhibit C.

(v) Timing and Manner of Collecting Community Development Charges

Collections of the Facilities Charge will be administered under the direction of the Board of Trustees of the Authority. The Facilities Charge is payable monthly on due dates to be determined by the Board of Trustees on the basis of the applicable taxpayer's sales tax due dates.

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D. Projected Total Residential Population of, and employment within, the New Community

The District will include approximately 449 residential units and an estimated 800 residents upon completion. Approximately 50 employees are expected to be located within the District.

EXHIBIT D

PRELIMINARY ECONOMIC FEASIBILITY ANALYSIS

A. Developing and Managing Entities

The Developers are affiliates of and are controlled by PLK Communities, LLC, an Ohio limited liability company (“PLK Communities”). PLK Communities manages all Developer activity within the District and for the Authority.

B. Area Development Pattern and Demand

The primary uses of land in and near the District are commercial retail, residential, and entertainment. The District is located within the Factory 52 Development (defined below) between Park Avenue and Interstate 71 within the City of Norwood, Ohio. The Factory 52 Development is an adaptive reuse of the previous US Playing Card factory location.

C. Location and Proposed District Size

The District is located in Hamilton County, Ohio in the southern area of the municipal corporation of the City of Norwood as shown on the map attached as Exhibit A-1. At present, the Factory 52 Development occupies approximately 21 acres in size. The parcels included within the District make up approximately 27.2412 acres, which includes acreage to be employed for future phases of the Factory 52 Development.

D. Present and Future Socio-Economic Conditions

As of 2021, the City of Norwood, Ohio possessed a population of approximately 19,000 people with a median age of 32.5 and a median household income of \$48,703. Between 2020 and 2021, the population of Norwood declined from 19,843 to 18,983 and its median household income grew from \$45,541 to \$48,703. From 2020 to 2021 employment in Norwood declined at a rate of 4.35% from 11.3k employees to 10.8k employees. The population of Norwood as of 2022 is estimated to be 19,108.¹

In 2021, PLK Communities, and its affiliates, acquired the Playing Card factory located in Norwood with the intention of redeveloping the site into a transformative mixed-use project known as the Factory 52 development (“Factory 52 Development”). The Factory 52 Development is expected to provide substantial economic impact to the region by bolstering the residential population, providing additional retail and service opportunities, and attracting visitors to events held on site.

The Factory 52 Development has had a direct economic impact of \$218,000,000 from real property construction and has directly, and indirectly, supported an earnings impact of \$86,900,000. Furthermore, the tenant activities located within the Factory 52 Development presents an impact of \$263,200,000 in annual economic activity in the surrounding area. Attached

¹ See <https://datausa.io/profile/geo/norwood-oh#:~:text=Norwood%2C%20OH%20is%20home%20to.any%20other%20race%20or%20ethnicity,> and <https://www.census.gov/quickfacts/fact/table/norwoodcityohio#>

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hereto is a copy of the Economic Impact Analysis of Factory 52 Proposed Mixed-Use Development prepared by the UC Economics Center.

E. Public Services Provision

The City will provide the District with fire and EMS, police, water, and storm sewer services. Refuse services will be provided by Rumpke. Sanitary sewer services will be provided by the Metropolitan Sewer District of Greater Cincinnati. The Authority is not expected to directly provide any public services or utilities. The District is served by Norwood City School District. Gas and communications services are available from various providers.

F. Financial Plan

The Factory 52 Development's project was undertaken through a public private partnership between PLK Communities (and its affiliates), Norwood, and the Port of Greater Cincinnati Development Authority. The infrastructure required for the Factory 52 Development was funded in part through the implementation of tax increment financing. The vertical construction of the private improvements comprising the Factory 52 Development were undertaken by PLK Communities (and its affiliates) and financed through private means, including equity investment. A future phase of the development is anticipated and is expected to be financed in a similar fashion. The implementation of the Authority's program and any Community Facilities the Authority owns, operates, constructs, or maintains will be financed through use of the Community Development Charges. The Authority will not provide financing for private improvements within the District.

G. Developers' Management Capability through Controlling Entity

The Developers' management capability is defined by the capabilities of their controlling entity, PLK Communities. PLK Communities, founded in 2001 by Peter Klekamp, is a full service real estate management and development company with a focus on multifamily, retail, and office properties across the eastern United States. As of the date of this Petition, PLK Communities employs over 200 full-time associates and manages over 6,700 apartment homes across Ohio, Kentucky, and Florida. PLK Communities has grown into the largest owner of multifamily units in the Cincinnati Metropolitan Statistical Area. PLK Communities is a very capable and experienced developer and manager of both multifamily residential properties and commercial properties and is well equipped to manage the Factory 52 Development.

EXHIBIT C

PROPOSED CURRENT DEVELOPMENT PROGRAM AND PLAN

A. Proposed Development Program

The primary goal of the New Community Development Program for the Authority is to develop new Community Facilities necessary to fulfill the current and future needs of this area. The community includes approximately 449 apartment style residences and 150,000 square feet of commercial office and retail space. The community is anticipated to also include an approximately 100-room hotel in future phases. The expected development program is further detailed in the map attached as Exhibit A-1 and the zoning ordinances attached as Exhibit B. The majority of the construction in the development area included within the New Community is complete.

B. Proposed Development Activities, Community Facilities, and Services

The Developers do not contemplate that the Authority would undertake any plans for the acquisition of additional real property other than the acquisition of fee interests, easements, rights-of-way, licenses, leases and similar property interests necessary for and beneficial to the orderly construction and operation of the Community Facilities.

As provided in Section 349.01(I) of the Ohio Revised Code, Community Facilities consist generally of (i) any real property, buildings, structures, or other facilities, including related fixtures, equipment, and furnishings, to be owned, operated, financed, constructed, and maintained, including public, community, or neighborhood buildings, centers and plazas, auditoriums, recreation halls, recreational facilities, natural resource facilities, including parks and other open space land, lakes and streams, cultural facilities, community streets and off-street parking facilities, pathway and bikeway systems, pedestrian underpasses and overpasses, lighting facilities, design amenities, or other community facilities, and buildings needed in connection with water supply or sewage disposal installations, or energy facilities including those for renewable or sustainable energy sources, and steam, gas, or electric lines or installation; and (ii) any community facilities that are owned, operated, financed, constructed, or maintained for, relating to, or in furtherance of community activities.

Specifically, it is presently anticipated that the Community Facilities needed to further the community activities of the area will include the facilities described as follows:

- Roads
- Pedestrian pathways
- Parking facilities
- Entertainment, recreational, and cultural venues
- Design amenities
- Outdoor art exhibits
- Greenspace and other public spaces
- Water, sanitary sewer, and storm sewer improvements
- Common area gathering park benches and other public space enhancements

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- Landscaping of the common area land
- Street lighting
- Tree removal
- Other costs of the new community development program within the meaning of Section 349.01(J), Ohio Revised Code, including inspection costs, testing, water connection fees, contractor fees, general contractor fees, legal fees, property taxes, appraisals and market studies, civil engineering and staking fees, development fee, environmental engineering, geotechnical engineering, permitting, costs of issuance of, debt service reserve funding of, and capitalized interest relating to any debt issued pursuant to Section 349.08, Ohio Revised Code, and necessary contingency amounts.

In addition to the development of the above referenced Community Facilities, the services and community activities presently anticipated to be provided by the Factory 52 Community Authority include, but are not limited to, the following:

- Maintenance of the Community Facilities
- Aesthetic improvements within the district, including landscaping and general beatification
- Providing and sponsoring recreational, health, social, cultural, and amusement activities and related services primarily for the residents of, visitors to, employees working within, or employees operating business in the district
- Providing for the security and sanitation services required in connection with the above referenced activities

C. Proposed Method of Financing

(i) Financing Plan

The financing for the services to be provided by the Authority is expected to be provided from receipt of a “community development charge” as defined in Section 349.01(L) of the Ohio Revised Code and levied by the Authority’s Board of Trustees pursuant to Section 349.06(Q) of the Ohio Revised Code. This charge may be levied and collected as follows (together the “Facilities Charge”), and in no other fashion or manner:

- Charge levied on all gross receipts of retail sales within the District in an amount not to exceed 2.00% of such gross retail sales (the “Retail Charge”).
- Charge levied on the gross receipts from hotel occupancy transactions in an amount not to exceed 1.00% of such gross receipts from hotel occupancy transactions (the “Hotel Charge”).

For purposes of clarity, the Facilities Charge may not be levied against any other form of charge or collection, including valuation or special assessment, except in the form of the Retail Charge and the Hotel Charge.

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Although the Facilities Charge can be less than the maximums stated within this section, under certain circumstances, it cannot be increased in the District without the written consent of (a) the Developers, (b) the owners of a majority (in assessed value) of the Property subject to the Facilities Charge, and (c) the Authority's Board of Trustees.

(ii) Charge Covenant Filing

The Declaration of Covenants, Restriction and Agreements for the Factory 52 Community Authority will be filed with the Hamilton County Recorder for the purpose of creating covenants running with the land to establish the obligation of current and future landowners and retail proprietors to pay the Facilities Charge once the Authority is formed and the charges are implemented by the Authority's Board of Trustees.

(iii) Imposition of the Facilities Charge

The Retail Charge, if imposed, will be imposed with the same terms and conditions as a sales tax imposed by a County on retail sales under generally applicable Ohio law, excluding any provisions of such law relating to the maximum tax rate on such sales.

The Hotel Charge, if imposed, will be imposed with the same terms and conditions as a tax imposed by a County on lodging transactions with transient guests under generally applicable Ohio law, excluding any provisions of such law relating to the maximum tax rate on such transactions.

(iv) Method of Projecting Charge Revenues

Revenues from the Facilities Charge have been projected based on anticipated development plans, retail sales, and hotel occupancy transactions that will be generated as those plans are implemented.

(v) Timing and Manner of Collecting Community Development Charges

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