

AN ORDINANCE OF THE CITY OF CLARKSBURG, WEST VIRGINIA, APPROVING AND AUTHORIZING THE EXECUTION OF AN INTERGOVERNMENTAL AGREEMENT BETWEEN THE CITY OF CLARKSBURG, THE WEST VIRGINIA LIFE SCIENCE DEVELOPMENT CORPORATION, THE HARRISON COUNTY DEVELOPMENT AUTHORITY AND THE HARRISON COUNTY COMMISSION PROVIDING FOR THE TRANSFER OF REAL AND PERSONAL PROPERTY, COMPLIANCE WITH THE USED A GRANT AGREEMENT PROVISIONS, THE ESTABLISHMENT OF A MARKETING COMMITTEE, ASSUMPTION OF INDEBTNESS BY THE DEVELOPMENT AUTHORITY, APPOINTMENT OF THE CITY MANAGER TO THE DEVELOPMENT AUTHORITY, AND OTHER MATTERS PERTAINING TO THE WEST VIRGINIA LIFE SCIENCE DEVELOPMENT CENTER LOCATED IN THE CITY OF CLARKSBURG, HARRISON COUNTY, WEST VIRGINIA.

BE IT ENACTED BY THE CITY COUNCIL OF THE CITY OF CLARKSBURG, WEST VIRGINIA, THAT:

1. Approval and Authorization of Intergovernmental Agreement.

The City Manager of the City of Clarksburg is hereby authorized to execute an intergovernmental agreement between the City of Clarksburg, the West Virginia Life Science Development Corporation, the Harrison County Development Authority, and the Harrison County Commission which provides for:

- a). Transfer of real and personal property from the WVLSDC to the HCDA.
- b). Mandated compliance by HCDA with USED A Grant Agreement provisions for the WVLSDC project.
- c). Creation of a Marketing Committee by HCDA.
- d). Assumption by HCDA on a limited basis of the indebtedness of WVLSDC.
- e). Appointment of the City Manager to the HCDA.
- f). other matters affecting the WVLSDC project in the City of Clarksburg.

The final agreement when executed shall have substantially the same terms and conditions as the agreement attached hereto.

PASSED by the City Council of the City of Clarksburg on FIRST READING the 16th day of DECEMBER 1993

PASSED by the City Council of the City of Clarksburg on SECOND and FINAL READING the 3rd day of FEBRUARY 1994, AS AMENDED.

ATTEST:

Patricia D'Anselmi
PATRICIA D'ANSELM, CITY CLERK

Louis J. Iquinto
LOUIS J. IQUINTO, MAYOR

APPROVED AS TO FORM

THIS AGREEMENT, made and entered into this _____ day of _____, 1994, by and between the WEST VIRGINIA LIFE SCIENCE DEVELOPMENT CORPORATION, a West Virginia non-profit corporation, hereinafter referred to as "WVLSDC", the HARRISON COUNTY DEVELOPMENT AUTHORITY, a public corporation, hereinafter referred to as "HCDA", the CITY OF CLARKSBURG, a West Virginia municipal corporation, hereinafter referred to as "Clarksburg", and the HARRISON COUNTY COMMISSION, a public corporation, hereinafter referred to as "Commission".

WITNESSETH: THAT WHEREAS, WVLSDC has acquired and developed and owns and maintains the West Virginia Life Science Park and other real estate, together with personal property derived therefrom; and,

WHEREAS, WVLSDC desires to assign, set over and transfer all of its assets to HCDA for further marketing, development and sale in accordance with HCDA's economic development purposes; and,

WHEREAS, the West Virginia Life Science Park was developed in part by grant from USEDA to Clarksburg which is obligated under the terms of the grant agreement, to comply with the conditions therein set forth; and,

WHEREAS, Clarksburg desires representation on the Harrison County Development Authority and the Commission appoints the members of HCDA, and;

WHEREAS, the parties desire to set forth their agreements and understandings in writing.

NOW, THEREFORE, in consideration of the premises the parties hereto agree as follows:

1. WVLSDC shall grant, convey, assign and set over

2. HCDA shall at all times abide by and comply with the terms, conditions and provisions of the USEDA Grant Agreement with Clarksburg as set forth in Exhibit A attached hereto and made a part hereof, and shall at no time violate any of the terms or provisions thereof.

3. HCDA shall create a Marketing Committee to market and sell for economic and industrial development purposes property conveyed to it in accordance herewith, said committee to consist of the Executive Committee of the Harrison County Development Authority and two (2) members of the Clarksburg City Council.

4. HCDA shall assume as a limited obligation the indebtedness of WVLSDC to the West Virginia Economic Development Authority as provided in the form of assumption agreement attached hereto as Exhibit B.

5. So long as HCDA holds title to property transferred to it pursuant hereto, the Commission shall, among its appointments to HCDA, appoint the City Manager of the City of Clarksburg as a member of the Harrison County Development Authority.

6. The parties hereto agree to execute such further agreements, take such action, and give such further assurances as may be necessary to carry forth the purposes of this Agreement, including authorizing, executing and delivering such deeds, assignments, intergovernmental agreements or such other instruments as may be necessary or convenient to such purposes; provided, however, that no such instruments nor anything herein contained shall obligate the Commission to any of the provisions hereof except those set forth in Paragraph 5 above.

WEST VIRGINIA LIFE SCIENCE CORPORATION

By: _____

Its _____

Donald J. [Signature]
Pres.

HARRISON COUNTY DEVELOPMENT AUTHORITY

By: _____

Its _____

Ronald [Signature]
President

THE CITY OF CLARKSBURG

By: _____

Its _____

[Signature]
City Manager

HARRISON COUNTY COMMISSION

By: _____

Its _____

Thomas A. Keeley
President

REC'D
FEB 29 3 12 PM '94
COUNTY CLERK'S OFFICE
HARRISON COUNTY
WEST VIRGINIA