

1<sup>st</sup> reading 5-7-25  
2<sup>nd</sup> reading 5-14-25  
Public hearing 6-11-25  
3<sup>rd</sup> reading 6-11-25  
Voted On 4 Ayes 2 Nays  
PASSED  DEFEATED

05/21/2025

**ORDINANCE NO. 2025-11  
(AS AMENDED)**

**AN ORDINANCE  
AUTHORIZING MAYOR JUDSON A. KLINE TO TAKE ALL  
ACTIONS NECESSARY TO EXECUTE THE SECOND  
AMENDMENT TO THE DEVELOPMENT AGREEMENT  
REGARDING THE RESIDENTIAL PORTION OF THE  
PINECREST DEVELOPMENT PROJECT, AND DECLARING AN  
EMERGENCY.**

WHEREAS, Orange Village, Ohio (the “Village”), Pine Orange LLC (“Pine Orange”), and Walnut Hills, LLC (“Walnut Hills”) entered into a Development Agreement (the “Original Development Agreement”), dated May 6, 2015 related to the development of Pinecrest (the “Project”); and

WHEREAS, the Original Development Agreement was revised by the execution of a First Amendment to Development Agreement, dated May 11, 2016, between the Village, Pine Orange and Pine IX LLC (the “First Amendment”; and, together with the Original Development Agreement, the “Development Agreement); and

WHEREAS, under the Development Agreement, the parties agree to review and consider amendments to the Development Agreement as necessary; and

WHEREAS, the First Amendment affected only the Commercial Portion of the Project (as this, and all other capitalized terms used herein and not otherwise defined herein are defined in the Development Agreement”); and

WHEREAS, Walnut Hills (or its assignee, Pinecrest Hills, LLC, who collectively are referred to herein as the “Residential Developer”) desires to develop the Residential Portion of the Project and have requested that the Village enter into a Second Amendment to the Development Agreement (the “Second Amendment”), affecting only the Residential Portion of the Project; a copy of which is marked as “Exhibit 1” and incorporated herein; and

WHEREAS, the Second Amendment will effect a change to the Development Agreement to the Third-Party Benefitting Provisions of the Development Agreement, the Village and the Residential Developer provided an Amendment Notice to each Waterford Owner notifying each Waterford Owner of the proposed Second Amendment and of the date on which this Council would hold a public hearing on the Second Amendment; and

WHEREAS, this Council has held a public hearing regarding this Ordinance and the Second Amendment required pursuant to the Development Agreement.

**NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF ORANGE VILLAGE, CUYAHOGA COUNTY, STATE OF OHIO:**

SECTION 1. That the Council of Orange Village finds and determines that it is in the best interest of the Village to enter into the Second Amendment, and authorizes Judson A. Kline (Mayor) to execute the Second Amendment and to take or direct all actions necessary for the Village to implement the terms of the Second Amendment.

SECTION 2. That the actions of this Council concerning and relating to the passage of this legislation were adopted in an open meeting of this Council and that all deliberations of this Council and of any of its committees that resulted in such formal action were held in compliance with all legal requirements of the law.

SECTION 3. That this Ordinance constitutes an emergency measure in that the same provides for the immediate preservation of the public peace, health, safety and welfare of the inhabitants of Orange Village and, further, provides for the usual daily operation of a municipal department; wherefore, this Ordinance shall be in full force and effect from and after its adoption and approval by the Mayor.

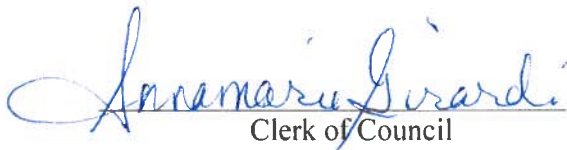
PASSED: 6-11, 2025

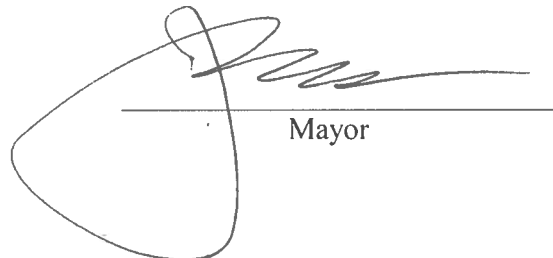
  
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Council President

Submitted to the Mayor for approval on this 11<sup>th</sup> day of JUNE, 2025

Approved by the Mayor this 11<sup>th</sup> day of JUNE, 2025

ATTEST:

  
\_\_\_\_\_  
Clerk of Council

  
\_\_\_\_\_  
Mayor