

**RESOLUTION 21 -**  
**WRIGHT STATE UNIVERSITY**  
**RESOLUTION OF THE BOARD OF TRUSTEES**

RE: Acceptance of transfer of (1) certain real property commonly known as 15/17 Grimes Street, Dayton, Montgomery County, Ohio and 23/25 Grimes Street, Dayton, Montgomery County, Ohio, consisting of Auditor's Parcel Nos. R72084030032 and R72084030029 (collectively, together with all appurtenant rights, privileges and easements, the "Grimes Street Property"), (2 )certain real property commonly known as 506 E. Xenia Drive, Beavercreek, Greene County, Ohio, consisting of Auditor's Parcel No. A02000100210006700 (together with all appurtenant rights, privileges and easements, the "Calamityville Property"), and (3) certain real property on or about 7610 Lake Campus Drive, Jefferson Township, Mercer County, Ohio and 7660 St Rt 703, Jefferson Township, Mercer County, Ohio, consisting of Auditor's Parcel Nos. 261416000200 and 261416000000 (collectively, together with all appurtenant rights, privileges and easements the "Lake Campus Property").

WHEREAS, this Board of Trustees (the "Board") of Wright State University (the "University") has determined that is in the best interest of the University to acquire the Grimes Street Property, the Calamityville Property and the Lake Campus Property (collectively, the "Properties") from the Properties' owners, Double Bowler Properties Corp., an Ohio non-profit corporation ("Double Bowler"), and Double Bowler's wholly owned subsidiary, 506 East Xenia Drive, LLC, an Ohio nonprofit limited liability company ("506 East Xenia Drive, LLC"), in order that the Properties may be owned and managed by the Board for the exclusive benefit of the University; and

WHEREAS, Double Bowler and 506 East Xenia Drive have determined that it is in their interest, and consistent with their non-profit purpose, to donate the Properties to the University; and

WHEREAS, the Board, on behalf of the University, intends by this Resolution to authorize the taking of all appropriate action on its part in connection with the acceptance of the transfer and conveyance of the Grimes Street Property and the Lake Campus Property from Double Bowler to the University and from 506 East Xenia Drive, LLC as to the Calamityville Property; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Wright State University that:

1. This Board hereby authorizes and directs the President of the University (or her delegate), acting alone and without further authorization by the Board, to take such actions as are appropriate in her judgment to consummate the acceptance of the transfer and conveyance of the ownership and management of the Properties from Double Bowler and 506 East Xenia Drive, as applicable, including the acceptance and recording of one or more deeds conveying the Properties to the Board, provided that such conveyance shall be without charge to the University except as described herein.

2. The President (or her delegate) is hereby further authorized and directed to sign any certifications, affidavits, agreements and other documents and instruments, and to take such other actions as she in her discretion may deem commercially reasonable and in the University's interest to consummate the transactions contemplated by this resolution, without further authorization by the Board. All actions taken by the President of the University prior to the date hereof in connection with the foregoing proposed transactions are ratified and approved to the extent they were otherwise lawful, in accordance with the University's policies, in good faith, and in the University's best interest.

3. The University is authorized to pay without further authorization by the Board the reasonable administrative costs and fees related to the transfer of the Properties, including professional fees, title commitment and/or policy fees and premiums, recording fees and such other administrative fees and costs as are necessary and incurred in connection with the execution, delivery and performance by the agreements and documents contemplated herein. Such expenditures shall be procured in accordance with the University's policies, except to the extent such policies require further authorization by the Board.

4. This resolution shall take effect and be in force immediately upon its adoption. This Board shall have authority to approve any and all additional matters, documents and actions related to the transactions described herein as may be necessary or appropriate as the University's plan of land development, utilization and management is further developed.[A2]

5. The President shall notify the Board's Chair in writing of the essential terms of any agreement or other instrument she intends to execute under the authority of this Resolution, and provide such other information as the Chair may require; such notification shall be provided, and such information exchanged, not less than five (5) days in advance of the President's execution of such agreements or other instruments.

I, the undersigned Secretary of the University, hereby certify that the foregoing is the text of a resolution adopted by the Board of Trustees of the University at a meeting held on \_\_\_\_\_ 2020, which was duly called in accordance with the Code of Regulations of the University, and at which the necessary quorum was present, and that such resolution has not been modified, amended or repealed and remains in full force and effect on the date hereof.

Date: \_\_\_\_\_, 2020

\_\_\_\_\_  
Secretary