



Via Hand Delivery

May 21, 2025

To: Connie Pillich
Hamilton County Prosecuting Attorney

Cc: Board of Commissioners of Hamilton County, Ohio
Jeff Aluotto, County Administrator
Steve Simon, Chief Assistant Prosecuting Attorney, Civil Division
W. Stuart Dornette, Esq.
Aaron M. Herzig, Esq.

Re: ***Lease Agreement between Hamilton County (the "County") and Cincinnati Bengals (the "Team")***

Prosecutor Pillich,

Please allow us to introduce ourselves—an introduction that is necessary because you have never been present or involved in any meetings with us regarding Paycor Stadium or the Lease Agreement. Despite your lack of involvement or any direct knowledge of ongoing lease discussions, you took liberties last week by making public comments regarding the Team and questioning the Team's good faith efforts to negotiate a Comprehensive Agreement with the County. We write to express our serious objection to your public comments and to urge you to withdraw such comments, which are ***plainly false***.

Contrary to your unfounded public comments last week, the Team's conduct over the last several years—and last several weeks—has shown a clear commitment to negotiating a long-term deal with the County. Your client, County Administrator Jeff Aluotto, made that clear during a Commission meeting on January 21, 2025, when he said:

"The Team has provided several offers to the County. Make no mistake. I want to say right out of the gate that we believe that is a positive thing. It indicates that the Team wants to be here, wants to invest in the stadium, and does see a future here in Cincinnati."

Your client, Commission President Denise Driehaus, agrees that the Team has acted in good faith. Here is what she said to WLWT on April 21, 2025:

"We're in active negotiations, as I said, but we're doing it together . . . we have a deadline in front of us. I am hopeful that we will meet it. I anticipate that we will meet it. But we are in active negotiations with the team right now, and they are going with us to the state to advocate."

Commissioner Driehaus and Administrator Aluotto can also confirm for you that the Team met with them directly when asked, including in-person meetings on January 8, 2025, January 17, 2025, March 10, 2025, April 14, 2025 and May 19, 2025.

When Commissioner Driehaus and Administrator Aluotto asked the Team to support the County's request for \$350 million from the State of Ohio, the Team immediately agreed to help. The Team has expended significant time and money to support the County's effort, which included joining Commissioner Driehaus and Administrator Aluotto in meetings in Columbus with senior Ohio elected officials on April 30, 2025. Last week, NFL Commissioner Roger Goodell went to Columbus to advocate for State funding for Paycor Stadium.

Three weeks ago, the Team agreed to a Memorandum of Understanding proposed by the County, in which the Team agreed to advance our commitments with respect to the \$120 million investment and negotiate terms associated with a Comprehensive Agreement. The County and Team set a goal to finalize a Term Sheet by June 1, 2025 and a Comprehensive Agreement by June 30, 2025.

And just yesterday, the County's former lawyer, who has spent more time at the negotiating table with the Team than anyone at the County, confirmed that the Team has negotiated in good faith. On May 20, 2025, he told Local 12 that he "*strongly disagreed*" with your assertion that the Team has not negotiated in good faith and indicated that "*the Team has negotiated in good faith all along.*" He went on to say that the Team and County were further along than most people thought and were "90%" done with the terms and conditions of a Comprehensive Agreement.

All of that is good faith, and none of it suggests bad faith. Indeed, the Team has never shown anything but good faith in its discussions with the County. Here are a series of additional concrete actions of the Team that reflect our consistent, good-faith engagement over the years:

1. The Team signed a Memorandum of Understanding in 2018 with the County laying the groundwork for an extension of the Lease Agreement, which included the completion of a Facility Conditions Assessment for Paycor Stadium to be jointly funded by the Team and County.
2. The Team agreed multiple times to extend the County's deadline to acquire the Hilltop property.
3. The Team worked with the County to facilitate the construction of the Brady Music Center.
4. The Team donated the services of a leading architect to design what would become the Black Music Walk of Fame.
5. The Team invested \$45 million into Paycor Stadium over the last few years, including capital repair items identified in the Facility Conditions Assessment.
6. The Team developed, announced, and started implementing a plan to invest another \$120 million into Paycor Stadium in 2025 and 2026.
7. The Team made multiple offers to the County for extensions of the Lease Agreement—most recently, last month.

Finally, we wanted to set the record straight on your comment regarding the Team's alleged refusal to meet with the County's outside consulting firm, Inner Circle Sports ("ICS"). Your comment is *plainly false*. Team representatives have been engaging with ICS for several months now. Recently, the County asked Team Ownership to meet with ICS, a request that was declined after the Team discovered that ICS also served as a stadium consultant for the Cleveland Browns. When that message was delivered, the County Administrator was directly told that ICS could continue interfacing with other Team representatives, if the County desired.

Despite the County's actions last week, and inaction since, the Team remains committed to working in good faith toward a Comprehensive Agreement that serves the interests of both parties. We will continue to engage constructively and look forward to resuming discussions with the County's negotiation team on a market deal in Cincinnati.

Sincerely,



Emma L. Compton, Esq.

In-House Counsel, Cincinnati Bengals