



City of Napoleon, Ohio

P.O. Box 151 ~ 255 West Riverview Avenue
Napoleon, OH 43545
Telephone: (419) 592-4010 Fax: (419) 599-8393

Memorandum

To: Mayor and Members of City Council
From: Roxanne Dietrich, Clerk of Council
cc: Joel L. Mazur-City Manager,
Billy D. Harmon-City Law Director,
Kelly O'Boyle-Finance Director
Date: October 5, 2020
Subject: General Information

CALENDAR

INTRODUCTION OF NEW ORDINANCES AND RESOLUTIONS

1. **Ordinance No. 043-20**, an Ordinance Accepting the Dedication of a Section of Clairmont Avenue between Briarheath Avenue and Westmoreland Avenue as a Public Street Pursuant to ORC Section 723.03
2. **Resolution No. 044-20**, a Resolution Authorizing the City Manager to Renew a Contract with Werlor Waste Control & Recycling, Inc. Without the Necessity of Public Bidding; and Declaring an Emergency.
3. **Ordinance No. 045-20**, an Ordinance Supplementing the Annual Appropriation Measure (Supplement No. 5) for the Year 2020; and Declaring an Emergency. (Suspension Requested)
4. **Ordinance No. 046-20**, an Ordinance Authorizing the Finance Director to make Appropriation Transfers (Transfer of Appropriation 3) from One Appropriation Line Item to Another Appropriation Line Item pursuant to ORC Section 5705.40 for the Fiscal Year Ending December 31, 2020 as listed in Exhibit "A"; and Declaring an Emergency. (Suspension Requested)
5. **Resolution No. 047-20**, a Resolution Authorizing the Finance Director to Transfer Certain Fund Balances (Transfer No. 4) from Respective Funds to Other Funds per ORC Section 5705.14 on an as needed basis in Fiscal Year 2020, listed in Exhibit "A;" and Declaring an Emergency. (Suspension Requested)
6. **Ordinance No. 048-20**, an Ordinance Authorizing the Issuance of Revenue Bonds from Time to Time for the Purpose of Paying the Costs of Improving the City's Municipal Water System or Refunding Debt Issued by the City for that Purpose and Authorizing the Execution and Delivery of a Master Trust Agreement providing for the Rights of the Holders of the Bonds and Pledging Certain Revenues and Funds to Secure those Bonds; and Declaring an Emergency
7. **Ordinance No. 049-20**, an Ordinance Providing for the Issuance and Sale of Water System Refunding Revenue Bonds, Series 2020, under Article XVIII of the Ohio Constitution, in the Maximum Aggregate Principal Amount of \$3,165,000, for the Purpose of Paying the Costs of Refunding certain Outstanding Obligations heretofore Issued by the City to Improve the Utility, Authorizing Various Related Documents and Instruments, including a Bond Purchase Agreement, a First Supplemental Trust Agreement, an Escrow Agreement and an Official Statement; and Declaring an Emergency
8. **Ordinance No. 050-20**, an Ordinance Authorizing the Issuance of Revenue Bonds from Time to Time for the Purpose of Paying the Costs of Improving the City's Municipal Sewer System or Refunding Debt Issued by the City for that Purpose and Authorizing the Execution and Delivery of a

Master Trust Agreement Providing for the Rights of the Holders of the Bonds and Pledging Certain Revenues and Funds to Secure those Bonds; and Declaring an Emergency

9. **Ordinance No. 051-20**, an Ordinance Providing for the Issuance and Sale of Sewer System Refunding Revenue Bonds, Series 2021, under Article XVIII of the Ohio Constitution, in the Maximum Aggregate Principal Amount of \$5,140,000 for the Purpose of Paying the Costs of Refunding certain Outstanding Obligations heretofore Issued by the City to Improve the Utility, Authorizing Various related Documents and Instruments, including a Bond Purchase Agreement, a First Supplemental Trust Agreement, an Escrow Agreement and an Official Statement; and Declaring an Emergency

SECOND READING OF ORDINANCES AND RESOLUTIONS

1. **Resolution No. 042-20**, a Resolution Appointing Mayor Jason Maassel and Councilman Dan Baer to Represent the City of Napoleon, Ohio as Members of the Board of Directors of the Community Improvement Corporation of Henry County, Ohio; and Declaring an Emergency.

THIRD READING OF ORDINANCES AND RESOLUTIONS - None

GOOD OF THE CITY - Discussion/Action:

1. *Reciprocity Income Tax Credit*
- please see the enclosed information from Joel.
2. *Revisions to Policy 5.6 and Policy 6 of the Employment Policy Manual*
- a copy of both policies showing what has been removed and what is being added are enclosed.
3. *Approval of Plans and Specifications for the Oberhaus Interceptor I/I Reduction Project (L.T.C.P. No. 21B)*
- the attached Memorandum from Chad explains this project.
4. *Twin Oaks Subdivision, 7th Addition Construction*
- enclosed is information received from S.O.S. Construction
5. *Healthcare Costs for 2021*
6. *Accept Donation of 24 Pallets of Bottled Water from the Napoleon Lions Club*
7. *on Entering into Annexation Agreement with Napoleon Township* (direct Law Director to draft Legislation)
- included in your packet is a letter received from Bill Meyers on this annexation
8. *Rates and Fees for the Napoleon Aquatic Center* (Refer to Committee)
- The rates and fees that were presented to the Park and Rec Board and approved by the board are attached.
9. *Corporate Membership Program for the Napoleon Aquatic Center* (Refer to Committee)
- details on what the corporate membership program for the new aquatic center and fees would be are attached.

INFORMATIONAL ITEMS

1. Canceled – Technology and Communications Committee meeting
2. AMP Weekly Newsletter/September 25, 2020

October 2020

Sun	Mon	Tue	Wed	Thu	Fri	Sat
	28 - September 6:30 pm – Finance & Budget Committee 7:30 pm - Safety and Human Resources Committee		30 - September 6:30 pm - Park & Rec Board	1	2 8:00 am – Healthcare Cost Committee	3
4	5 7:00 pm – CITY COUNCIL <p style="text-align: center;">FALL</p>	6 <p style="text-align: center;">CLEANUP</p>	7 <p style="text-align: center;">WEEK</p>	8	9	10
11	12 6:15 pm – Electric Comm 6:15 pm - BOPA 7:00 pm – Water/Sewer Committee 7:30 pm - Municipal Properties, Bldg, Land Use/ED Comm.	13 4:30 pm Board of Zoning Appeals 5:00 pm – Planning Commission	14	15	16	17
18	19 6:00 pm – Parks & Rec Committee 6:00 pm – Tree Commission 7:00 pm – CITY COUNCIL	20	21	22	23	24
25	26 6:30 pm – Finance & Budget Comm. 7:30 pm - Safety and Human Resources Committee	27 4:30 pm – Civil Service	28 6:30 pm - Parks & Rec Board	29	30	31

November 2020

Sun	Mon	Tue	Wed	Thu	Fri	Sat
1	2 6:15 pm – Technology and Communications Comm. 7:00 pm – CITY COUNCIL	3	4	5	6 8:00 am–Council and Finance and Budget Committee 2021 Budget Meetings	7 8:00 am–Council and Finance and Budget Committee 2021 Budget Meetings
8	9 6:15 pm – Electric Comm 6:15 pm - BOPA 7:00 pm – Water/Sewer Committee 7:30 pm- Municipal Properties, Bldg, Land Use/ED Comm	10 10:30 am – Privacy Committee 4:30 pm Board of Zoning Appeals 5:00 pm – Planning Commission	11	12	13	14
15	16 6:00 pm – Parks & Rec Committee 6:00 pm – Tree Commission 7:00 pm – CITY COUNCIL	17	18	19	20	21
22	23 6:30 pm – Finance & Budget Comm. 7:30 pm - Safety and Human Resources Committee	24 4:30 pm Civil Service	25 6:30 pm - Parks & Rec Board	26 Closed THANKSGIVING DAY	27	28
29	30 <i>5th Monday</i>					

City of Napoleon, Ohio

CITY COUNCIL

MEETING AGENDA

Monday, October 05, 2020 at 7:00 pm

City Council Chambers, 255 West Riverview Avenue, Napoleon, Ohio
The WebEx link to the meeting will be posted at www.napoleonohio.com

- A. Attendance** (Noted by the Clerk)
- B. Prayer and Pledge of Allegiance**
- C. Swearing-in of Patrol Officer Janell Marchant**
- D. Proclamation for Public Power Week**
- E. Approval of Minutes** (in the absence of any objections or corrections, the minutes shall stand approved)
 - 1. September 21, 2020 Regular Council Meeting Minutes
- F. Citizen Communication**
- G. Reports from Council Committees**
 - 1. Finance and Budget met on September 28, 2020; and
 - a. Recommended Third Quarter Budget Adjustments to City Council with Suspension of Legislation
 - b. Referred Reciprocity Income Tax Credit back to City Council for further discussion
 - 2. Safety and Human Resources met on September 28, 2020; and
 - a. Approved Changes to Policy 5.6 and Policy 6 of the Employment Policy Manual
 - 3. Technology and Communications Committee did not meet earlier this evening due to lack of agenda items.
- H. Reports from Other Committees, Commissions and Boards** (*Informational Only-Not Read*)
 - 1. Park and Recreation Board met on Wednesday, September 30, 2020; and
 - a. Approved the Rates and Fees for the Napoleon Aquatic Center as proposed
 - b. Approved a Corporate Membership Program and Fees for the Napoleon Aquatic Center
 - 2. Healthcare Cost Committee met on Friday, October 2, 2020 and
 - a. eliminated Plan 8 from current plans being offered
 - b. recommended the percentage splits remain the same for 2021
 - c. recommended to offer the same Dental and Vision plans in 2021
- I. Introduction of New Ordinances and Resolutions**
 - 1. **Ordinance No. 043-20**, an Ordinance Accepting the Dedication of a Section of Clairmont Avenue between Briarheath Avenue and Westmoreland Avenue as a Public Street Pursuant to ORC Section 723.03
 - 2. **Resolution No. 044-20**, a Resolution Authorizing the City Manager to Renew a Contract with Werlor Waste Control & Recycling, Inc. Without the Necessity of Public Bidding; and Declaring an Emergency.
 - 3. **Ordinance No. 045-20**, an Ordinance Supplementing the Annual Appropriation Measure (Supplement No. 5) for the Year 2020; and Declaring an Emergency. (Suspension Requested)
 - 4. **Ordinance No. 046-20**, an Ordinance Authorizing the Finance Director to make Appropriation Transfers (Transfer of Appropriation 3) from One Appropriation Line Item to Another

Appropriation Line Item pursuant to ORC Section 5705.40 for the Fiscal Year Ending December 31, 2020 as listed in Exhibit "A"; and Declaring an Emergency. (Suspension Requested)

5. **Resolution No. 047-20**, a Resolution Authorizing the Finance Director to Transfer Certain Fund Balances (Transfer No. 4) from Respective Funds to Other Funds per ORC Section 5705.14 on an as needed basis in Fiscal Year 2020, listed in Exhibit "A;" and Declaring an Emergency. (Suspension Requested)
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J. Second Readings of Ordinances and Resolutions

1. **Resolution No. 042-20**, a Resolution Appointing Mayor Jason Maassel and Councilman Dan Baer to Represent the City of Napoleon, Ohio as Members of the Board of Directors of the Community Improvement Corporation of Henry County, Ohio; and Declaring an Emergency.

K. Third Readings of Ordinances and Resolutions - None

L. Good of the City (Any other business that may properly come before Council, including but not limited to):

1. **Discussion/Action:** on Reciprocity Income Tax Credit
2. **Discussion/Action:** on Revisions to Policy 5.6 and Policy 6 of the Employment Policy Manual
3. **Discussion/Action:** Approval of Plans and Specifications for the Oberhaus Interceptor I/I Reduction Project (L.T.C.P. No. 21B)
4. **Discussion/Action:** Twin Oaks Subdivision, 7th Addition Construction
5. **Discussion/Action:** Healthcare Costs for 2021
6. **Discussion/Action:** Accept Donation of 24 Pallets of Bottled Water from the Napoleon Lions Club

7. **Discussion/Action:** on Entering into Annexation Agreement with Napoleon Township (direct Law Director to Draft Legislation)
8. **Discussion/Action:** Rates and Fees for the Napoleon Aquatic Center (Refer to Committee)
9. **Discussion/Action:** Corporate Membership Program for the Napoleon Aquatic Center (Refer to Committee)

M. Executive Session (as may be needed)

N. Approve Payment of Bills (in the absence of any objections or corrections, the Payment of Bills shall stand approved.)

O. Adjournment



Roxanne Dietrich
Clerk of Council

A. ITEMS REFERRED OR PENDING IN COMMITTEES OF COUNCIL

1. **Technology & Communication Committee (1st Monday)**
(Next Regular Meeting: Monday, October 5, 2020 @6:15 pm)
2. **Electric Committee (2nd Monday)**
(Next Regular Meeting: Monday, October 12, 2020 @6:15 pm)
 - a. Review of Power Supply Cost Adjustment Factor for October 2020
 - b. Update on Substations
 - c. Electric Department Report
3. **Water, Sewer, Refuse, Recycling & Litter Committee (2nd Monday)**
(Next Regular Meeting: Monday, October 12, 2020 @7:00 pm)
 - a. Update on 2021 Wastewater Treatment Plant Improvements Project
4. **Municipal Properties, Buildings, Land Use & Economic Development Committee (2nd Monday)**
(Next Regular Meeting: Monday, October 12, 2020 @7:30 pm)
5. **Parks & Recreation Committee (3rd Monday)**
(Next Regular Meeting: Monday, October 12, 2020 @6:00 pm)
 - a. Rates and Fees for the Napoleon Aquatic Center as proposed
 - b. Corporate Membership Program and Fees for the Napoleon Aquatic Center
6. **Finance & Budget Committee (4th Monday)**
(Next Regular Meeting: Monday, October 26, 2020 @6:30 pm)
7. **Safety & Human Resources Committee (4th Monday)**
(Next Regular Meeting: Monday, October 26, 2020 @7:30 pm)
8. **Personnel Committee (as needed)**

B. Items Referred or Pending in Other City Committees, Commissions & Boards

1. **Board of Public Affairs (2nd Monday)**
(Next Regular Meeting: Monday, October 12, 2020 @6:15 pm)
 - a. Review of Power Supply Cost Adjustment Factor for October 2020
 - b. Update on Substations
 - c. Electric Department Report
 - d. Update on 2021 Wastewater Treatment Plant Improvements Project
2. **Board of Zoning Appeals (2nd Tuesday)**
(Next Regular Meeting: Tuesday, October 13, 2020 @4:30 pm)
 - a. BZA 20-05 Variance at 1020 Westmoreland Avenue for Additional Accessory Building
3. **Planning Commission (2nd Tuesday)**
(Next Regular Meeting: Tuesday, October 13, 2020 @5:00 pm)
 - a. PC 20-13 Conditional Use Permit for Planned Apartment Development located in 600 Block of Trail Drive.
4. **Tree Commission (3rd Monday)**
(Next Regular Meeting: Monday, October 19, 2020 at 6:00 pm)
5. **Civil Service Commission (4th Tuesday)**
(Next Regular Meeting: Tuesday, October 27, 2020 @4:30 pm)
6. **Parks & Recreation Board (Last Wednesday)**
(Next Regular Meeting: Wednesday, October 28, 2020 @6:30 pm)
7. **Privacy Committee (2nd Tuesday in May & November)**
(Next Regular Meeting: Tuesday, November 10, 2020 @10:30 am)
8. **Records Commission (2nd Tuesday in June & December)**
(Next Regular Meeting: Tuesday, December 8, 2020 @4:00 pm)
9. **Housing Council** - Meets First Monday in April (meeting to be scheduled after the TIRC meeting)
10. **Health Care Cost Committee** (as needed)
11. **Preservation Commission** (as needed)
12. **Napoleon Infrastructure/Economic Development Fund Review Committee [NIEDF]** (as needed)
13. **Tax Incentive Review Council** (as needed)
14. **Volunteer Firefighters' Dependents Fund Board** (as needed)
15. **Volunteer Peace Officers' Dependents Fund Board** (as needed)
16. **Lodge Tax Advisory & Control Board** (as needed)
17. **Board of Building Appeals** (as needed)
18. **ADA Compliance Board** (as needed)

AROUND THE TABLE

O'Boyle. I do not have anything tonight. I will have multiple items at the Finance and Budget Committee meeting on Monday, September 28, 2020.

Harmon. At the last meeting donation bins were talked about. There was an identified issue with at least one donation bin here locally. I couldn't remember if it was sent to committee or if it was even sent anywhere at all or if it was simply dropped. I did look into it and we do have an ordinance that addresses donation boxes of the type that were described. The ordinance does state, at least as written so far, that any donation box larger than two square foot is not to be installed or maintained in view of a public street or thoroughfare. This was something that was brought up and there has been a bit of traffic on this in other cities as well. I know Defiance is looking at some potential legislation regarding this topic. We do have an ordinance that addresses this. If Council is happy with the ordinance as written, we can leave it alone or we can address the few issues that were spotted previously. We can send it to committee and talk about it or however Council wants to handle. Mazur reported Kevin Schultheis, the Code Enforcement Officer, has been out. There are four donation boxes around the city and they are not being maintained. A lot of them have junk, one of them is actually on city property. We are looking into who is to be maintaining them, how often are they maintaining them and making sure that things are getting picked up timely. There is the one by Walmart, the one that's on city property is off of Shelby Street, there is one by Hope Services and there a fourth one somewhere around the city. Schultheis has looked at all four and has documentation on them. I'm assuming that he will be approaching you (Harmon) once he gathers all his documentation to see how to proceed.

Harmon. I would like to ask for an Executive Session for Pending Litigation.

Knepley. Nothing for tonight.

Comadaoll. I have a barking dog complaint at 303 Sheffield Avenue. I know the police have been there numerous times. When I was getting ready tonight it was non-stop for half an hour. These people have been warned, it's time for some citations now. Chief, if you could have them take care of the barking dog situation at Park and Sheffield I'd appreciate it. Chief Mack- let us know whenever it's happening. Comadoll-it went on for quite a long time tonight and I know it happens quite a bit during the day. I don't want to be picking on these people, but they need to take care of their dog or dogs.

I noticed last night at the new four-way stop on Park Street there is a truck parked heading north. There are no signs close to the corner, I checked before I came here. We may want to do something. Lulfs-said he will talk to Roger Eis.

Sicclair. On another note, I think Park Street looks fantastic! The grass is going in and everything looks neat and tidy. It's wide open and is just beautiful. Thank-you for that.

Maassel. Do we have status on the Glenwood waterline project? Lulfs-they made the connection to the existing 16-inch waterline on West Riverview today. I apologize we had hoped to have West Riverview back open by 3:00 pm, but we waited until 4:00 pm to get the concrete. So, we were late getting it open. All of the main line is in except for the connection at Washington and what we did today. We have a couple pieces of pipe to connect to what we put in where we started. In total all the pipe is in the ground except for maybe 50 feet. They hope to finish installing the fire hydrants. We will then do some testing and they are hoping to have the complete project done in the next two to three weeks. Maassel-do we have a status when Astro Pool is going to start the digging process on the pool? Lulfs-they had their surveyor in town to start staking at the end of last week. They were hoping to start moving some dirt sometime this week but, I have not been told a day yet. The owner of the company was out there Thursday and met with my inspector. They are hoping to get going this week. Maassel-Graceway is almost done? Lulfs-it's progressing. They have until the end of October. It will probably be late October until they are done.

ORDINANCE NO. 043-20

AN ORDINANCE ACCEPTING THE DEDICATION OF A SECTION OF CLAIRMONT AVENUE BETWEEN BRIARHEATH AVENUE AND WESTMORELAND AVENUE AS A PUBLIC STREET PURSUANT TO R.C. 723.03

WHEREAS, the City of Napoleon Planning Commission in Resolution No. PC 20-11 recommended the approval of the plat known as “Clairmont Avenue Right-of-Way Being Part of the Southwest ¼ of Section 14T5N, R6E, Lynwood Addition Dedication Plat” and the acceptance of the dedication of the street known as Clairmont Avenue between Briarheath Avenue and Westmoreland Avenue as a public street, said street having previously been used and maintained by the owner Napoleon City Schools; and,

WHEREAS, in order to make certain that the dedicated streets and alleys of the City of Napoleon have been accepted by the City as public streets and alleys, the City is desirous of following the statutory method found in R.C. 723.03; **Now Therefore**,

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. That the section of Clairmont Avenue as identified in the above-listed dedication plat and as recorded or to be recorded in the office of the Recorder's Office of Henry County, Ohio, is dedicated for public use and is hereby accepted as a public Right of Way (street) for public use, in and for the City of Napoleon, Ohio.

Section 2. That the above-listed dedication plat is hereby approved by the City and is furthermore approved for execution and recording.

Section 3. That it is found and determined that all formal actions of this City Council concerning and relating to the adoption of this Ordinance were adopted in open meetings of this City Council, and that all deliberations of this City Council and any of its committees that resulted in such formal actions were in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code and the Codified Ordinances of Napoleon Ohio.

Section 4. That if any other prior Ordinance or Resolution is found to be in conflict with this Ordinance, then the provisions of this Ordinance shall prevail. Further, if any portion of this Ordinance is found to be invalid for any reason, such decision shall not affect the validity of the remaining portions of this Ordinance or any part thereof.

Section 5. That upon passage, this Ordinance shall take effect at the earliest time permitted by law.

Passed: _____

Joseph D. Bialorucki, Council President

Approved: _____

Jason P. Maassel, Mayor

VOTE ON PASSAGE ____ Yea ____ Nay ____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Ordinance No.043-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City, on the _____ day of _____, 2020; & I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances Of Napoleon Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

RESOLUTION NO. 044-20

A RESOLUTION AUTHORIZING THE CITY MANAGER TO RENEW A CONTRACT WITH WERLOR WASTE CONTROL & RECYCLING, INC. WITHOUT THE NECESSITY OF PUBLIC BIDDING; AND DECLARING AN EMERGENCY

WHEREAS, an agreement was entered into on or about December 1, 2017 with Werlor Waste Control & Recycling, Inc. for the purpose of recycling processing; and,

WHEREAS, the agreement contained a Reopening Clause which provided for an extension of the agreement, with written notice to be presented three (3) months in advance; and,

WHEREAS, the current agreement expires on December 1, 2020; and,

WHEREAS, the Company has expressed its willingness to renew the current agreement under the same terms and conditions, for a one (1) year term, thereby resulting in savings to our residents; and,

WHEREAS, the City is a chartered municipality and is desirous of exercising its Home Rule powers regarding such contracts; and,

WHEREAS, it is the opinion of this Council that it is in the best interest of the City of Napoleon to eliminate the necessity for competitive bidding in this instance, as permitted in Article VI, Section 6.05 of the Charter of the City of Napoleon and Napoleon Codified Ordinance 106.04; **Now Therefore**,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. That, notwithstanding any provision of law, resolution, or ordinance to the contrary, pursuant to Article VI, Section 6.05 of the Charter of the City of Napoleon and Napoleon Codified Ordinance 106.04 a renewal of the contract with Werlor Waste Control & Recycling, Inc. is hereby authorized pursuant to the terms and conditions currently on file with the Clerk of Council, subject to any nonmaterial changes deemed necessary by the City Manager and approved as to form and correctness by the Law Director; moreover, the expenditure of funds is also authorized as a necessary proper public expenditure.

Section 2. That, it is the finding of this Council that it is in the best interest of the City and its inhabitants to eliminate the necessity for public bidding for the reasons stated in attached Exhibit "A" and in the preamble of this Resolution.

Section 3. That, the City Manager is authorized and directed to enter into the aforementioned contract renewal.

Section 4. That, it is found and determined that all formal actions of this City Council concerning and relating to the adoption of this Resolution were adopted in open meetings of this City Council, and that all deliberations of this City Council and any of its committees that resulted in such formal actions were in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code and the Codified Ordinances of Napoleon Ohio.

Section 5. That, if any other prior Ordinance or Resolution is found to be in conflict with this Resolution, then the provisions of this Resolution shall prevail. Further,

if any portion of this Resolution is found to be invalid for any reason, such decision shall not affect the validity of the remaining portions of this Resolution or any part thereof.

Section 6. That, this Resolution is declared to be an emergency measure necessary for the immediate preservation of the public peace, health or safety of the City and its inhabitants, and for the further reason that this legislation must be in effect at the earliest possible time to allow for the timely processing or waste and recyclables; therefore, provided it receives the required number of votes for passage as emergency legislation, it shall be in full force and effect immediately upon its passage; otherwise, it shall be in full force and effect at the earliest time permitted by law. Further, the Emergency Clause is necessary to begin the purchasing process in a timely manner, and for further reasons as stated in the Preamble hereof.

Passed: _____
Joseph D. Bialorucki, Council President

Approved: _____
Jason P. Maassel, Mayor

VOTE ON PASSAGE ____ Yea ____ Nay ____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Resolution No. 044-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City, on the _____ day of _____, 2020; & I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances of Napoleon Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council



Exhibit A Res. No. 044-20
CITY OF NAPOLEON, OHIO

OPERATIONS DEPARTMENT
PO Box 151, 1775 INDUSTRIAL DR.
NAPOLEON, OH 43545
PHONE: (419) 599-1891 FAX: (419) 592-4379

MEMORANDUM

TO: Roxanne Dietrich, Clerk of Council; Joel Mazur, City Manager; Chad Lulfs, City Engineer
FROM: Jeffery H. Rathge, Superintendent
SUBJECT: Werlor Contract
DATE: September 18, 2020
CC:

Per the attached letter from Werlor, Inc., please consider extending City Contract No. 2017-24 pursuant to Napoleon Ordinance 106.04. The recycling contract is due to expire December 31, 2020. Historically, Werlor has been the lowest and only bid and the prices could potentially be higher if the City chooses to bid. There had been an \$8.00/ton increase (\$37.00/ton to \$45.00/ton) when the 2017 bid was submitted. Werlor is the closest transfer station, so driving distance to transport recyclables is also considered. The Operations Department recommends extending the contract by (1) one year and waiving competitive bidding.

Page 11 Section 2.28 of the recycling contract states as follows:

Reopening Clause for Other Related Items:

It is further mutually agreed to by the Contractor and the City, that in the event that the terms of the Contract needs to be extended or modified for the purpose of (but not limited to) duration of the agreement, materials to be collected or the type of collection method that a written notice shall be presented three (3) months in advance; however, there shall be no extension or modification during the first year of the Contract. In the event that an impasse should occur on the above mentioned, either party must submit a written notice of termination which shall upon receipt, terminate the Contract in six (6) months.

Exhibit A Res. No. 044-20

Operations Superintendent
Jeffery H. Rathge
JRATHGE@NAPOLEONOHIO.COM

ORDINANCE NO. 045-20

AN ORDINANCE SUPPLEMENTING THE ANNUAL APPROPRIATION MEASURE (SUPPLEMENT NO. 5) FOR THE YEAR 2020; AND DECLARING AN EMERGENCY

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. That, the annual appropriation measure passed in Ordinance No. 082-19 for the fiscal year ending December 31, 2020 shall be supplemented (Supplement No. 5) as provided in Exhibit "A" (one page), attached hereto and made a part hereof.

Section 2. That, it is found and determined that all formal actions of this City Council concerning and relating to the adoption of this Ordinance were adopted in open meetings of this City Council, and that all deliberations of this City Council and any of its committees that resulted in such formal actions were in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code and the Codified Ordinances of the City of Napoleon, Ohio.

Section 3. That, if any other prior Ordinance or Resolution is found to be in conflict with this Ordinance, then the provisions of this Ordinance shall prevail. Further, if any portion of this Ordinance is found to be invalid for any reason, such decision shall not affect the validity of the remaining portions of this Ordinance or any part thereof.

Section 4. That, this Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health or safety of the City and its inhabitants, and for the further reason that this legislation must be in effect at the earliest possible time because this Ordinance provides for appropriations for the current expenses of the City which are related to public peace, health or safety; therefore, provided it receives the required number of votes for passage as emergency legislation, it shall be in full force and effect immediately upon its passage; otherwise, it shall be in full force and effect at the earliest time permitted by law. Further, the Emergency Clause is necessary to be in effect at the earliest possible time to allow for proper payment of current expenses, and for further reasons as stated in the Preamble hereof.

Passed: _____
Joseph D. Bialorucki, Council President

Approved: _____
Jason P. Maassel, Mayor

VOTE ON PASSAGE ____ Yea ____ Nay ____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Ordinance No. 045-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City, on the _____ day of _____, 2020; & I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances Of Napoleon Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

2020 APPROPRIATION BUDGET - SUPPLEMENTAL #5

ORDINANCE No. 045-20

<u>Supplemental #5 Third Quarter Budget Adjustments</u>	<u>PERSONAL SERVICES</u>	<u>OTHER</u>	<u>TOTAL</u>	<u>2020 FUND TOTAL</u>
<u>Fund 100 General Fund</u>				
100.1300.53350 Serv. Fees -Consultation Fees <i>Reason: Replace appropriation used for School Class of 2020 banners -fully reimbursed by donations</i>		\$10,600.00	\$10,600.00	\$10,600.00
100.1900.56900 Undefined Contingencies <i>Reason: Replace part of due to unexpected grants and expenses for Police; Baer PERS & Fire Pension in case need for rest of year.</i>		\$15,700.00	\$15,700.00	\$15,700.00
100.2200.51410 Salary-Firemen Part Time	\$57,448.00		\$57,448.00	\$57,448.00
100.2200.51413 Salary-Firemen Part-Time Overtime	\$6,552.00		\$6,552.00	\$6,552.00
100.2200.51700 Medicare	\$1,000.00		\$1,000.00	\$1,000.00
100.2200.51560 Social Security	\$4,000.00		\$4,000.00	\$4,000.00
100.2200.51710 Hospitalization Insurance <i>Reason: Positions created to directly help with the response to the COVID-19 pandemic - reimbursed by CARES Funding</i>	\$1,800.00		\$1,800.00	\$1,800.00
100.2200.54200 Supplies-Operating		\$1,000.00	\$1,000.00	\$1,000.00
100.2200.57000 Machinery & Equipment <i>Reason: Response to COVID-19 Pandemic -submitting for FEMA PA Grant, but need to be purchased first.</i>		\$3,775.00	\$3,775.00	\$3,775.00
<u>TOTAL Fund 100</u>	\$70,800.00	\$31,075.00	\$101,875.00	\$101,875.00
<u>Fund 210 EMS Transport Service Fund</u>				
210.2200.53430 Cnt. Townships -EMS Revenue (Estimated for 3rd Quarter) <i>Reason: 2019 billing correction -caught in 2020</i>		\$15,000.00	\$15,000.00	\$15,000.00
<u>Fund 221 Napoleon Aquatic Center</u>				
221.4300.57200 Buildings and Improvements <i>Reason: To encumber contract for building - project cost is higher than original estimate</i>		\$421,041.74	\$421,041.74	\$421,041.74
<u>Fund 250-Local Coronavirus Relief Fund</u>				
250.1300.59001 Reimbursements for COVID-19 expenses <i>Reason: Additional CARES Act Funding to Local Governments - revenue estimate will be increased to offset</i>		\$101,836.99	\$101,836.99	\$101,836.99
<u>Fund 400 Capital Improvement Fund</u>				
400.5100.57500 Street Improvements <i>Reason: American Road must pass through our books as it is our fixed asset - wash expense & revenue City of Napoleon cost is \$150K - rest from private sources Total projected cost \$1.8 million. \$1.950 million in case of change orders.</i>		\$1,950,000.00	\$1,950,000.00	\$1,950,000.00
<u>Fund 520 Sewer Utility Revenue Fund</u>				
520.9900.59855 TR-to 521 Sewer Rep. & Imp. Fund <i>Reason: in order to transfer funds to Fund 521 for Volute Presses -will be reimbursed when receive loan from State</i>		\$563,000.00	\$563,000.00	\$563,000.00
TOTAL:	\$70,800.00	\$3,081,953.73	\$3,152,753.73	\$3,152,753.73

ORDINANCE NO. 046-20

AN ORDINANCE AUTHORIZING THE FINANCE DIRECTOR TO MAKE APPROPRIATION TRANSFERS (TRANSFER OF APPROPRIATION 3) FROM ONE APPROPRIATION LINE ITEM TO ANOTHER APPROPRIATION LINE ITEM PURSUANT TO O.R.C. SECTION 5705.40 FOR THE FISCAL YEAR ENDING DECEMBER 31, 2020 AS LISTED IN EXHIBIT "A;" AND DECLARING AN EMERGENCY

WHEREAS, the City appropriates funds by fund, department, and category of personal services and other; and,

WHEREAS, transfer from one appropriation item to another is necessary to provide appropriations for current expenses of the City; **Now Therefore**,

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. That, pursuant to Section 5705.40 of the Ohio Revised Code, and this Ordinance, the Finance Director is hereby authorized and directed to transfer from one appropriation item to another, in the Fiscal Year ending December 31, 2020, as listed in Exhibit "A," attached hereto and made a part hereof.

Section 2. That, it is found and determined that all formal actions of this City Council concerning and relating to the adoption of this Ordinance were adopted in open meetings of this City Council, and that all deliberations of this City Council and any of its committees that resulted in such formal actions were in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code and the City's Revised Code of General Ordinances.

Section 3. That, if any other prior Ordinance or Resolution is found to be in conflict with this Ordinance, then the provisions of this Ordinance shall prevail. Further, if any portion of this Ordinance is found to be invalid for any reason, such decision shall not affect the validity of the remaining portions of this Ordinance or any part thereof.

Section 4. That, this Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health or safety of the City and its inhabitants, and for the further reason that this legislation must be in effect at the earliest possible time to assure the prompt and efficient conduct of the municipal operations related to public peace, health or safety of the City; therefore, provided it receives the required number of votes for passage as emergency legislation, it shall be in full force and effect immediately upon its passage; otherwise, it shall be in full force and effect at the earliest time permitted by law. Further, the Emergency Clause is necessary to be in effect at the earliest possible time to allow for proper payment of current expenses, and for further reasons as stated in the Preamble hereof.

Passed: _____

Joseph D. Bialorucki, Council President

Approved: _____

Jason P. Maassel, Mayor

VOTE ON PASSAGE _____ Yea _____ Nay _____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Ordinance No. 046-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City, on the _____ day of _____, 2020; & I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances Of Napoleon Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

FISCAL YEAR ENDING 2020- TRANSFER OF APPROPRIATION (No. 3)

Ordinance Number: 046-20

Passed: October 5, 2020

	<u>PERSONAL SERVICES</u>	<u>OTHER</u>
Fund 288 JRIG Grant		
FROM : 288.1810.54200 Supplies-Operating		(14.00)
TO : 288.1810.51110 Salary -Non-bargaining	14.00	
<i>Reason: To match Grant appropriation with State</i>		
Total Transfer of Appropriation	----- 14.00	----- (14.00)

RESOLUTION NO. 047-20

A RESOLUTION AUTHORIZING THE FINANCE DIRECTOR TO TRANSFER CERTAIN FUND BALANCES (TRANSFER NO. 4) FROM RESPECTIVE FUNDS TO OTHER FUNDS PER ORC. SECTION 5705.14 ON AN AS NEEDED BASIS IN FISCAL YEAR 2020, LISTED IN EXHIBIT "A;" AND DECLARING AN EMERGENCY

WHEREAS, the City is a charter municipality having those powers of self government as stated in Article I of its Charter; and,

WHEREAS, in order to provide Fund Balances for approved expenditures in certain funds on an as needed basis, it is necessary to transfer funds from respective funds to other funds; **Now Therefore**,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. That, pursuant to Section 5705.14 of the ORC and this Resolution, the Finance Director is hereby authorized and directed to transfer monies, transfer number 4, among the various funds on an as needed basis in Fiscal Year 2020 as listed in Exhibit "A" attached hereto and made a part of this Resolution.

Section 2. That, it is found and determined that all formal actions of this City Council concerning and relating to the adoption of this Resolution were adopted in open meetings of this City Council, and that all deliberations of this City Council and any of its committees that resulted in such formal actions were in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code and the Codified Ordinances of the City of Napoleon, Ohio.

Section 3. That, if any other prior Ordinance or Resolution is found to be in conflict with this Resolution, then the provisions of this Resolution shall prevail. Further, if any portion of this Resolution is found to be invalid for any reason, only that portion shall be held invalid and the remainder shall remain valid.

Section 4. That, this Resolution is declared to be an emergency measure necessary for the immediate preservation of the public peace, health or safety of the City and its inhabitants, and for the further reason that this legislation must be in effect at the earliest possible time to assure the prompt and efficient conduct of the municipal operations related to public peace, health or safety of the City; therefore, provided it receives the required number of votes for passage as emergency legislation, it shall be in full force and effect immediately upon its passage; otherwise, it shall be in full force and effect at the earliest time permitted by law. Further, the Emergency Clause is necessary to transfer the funds in a timely manner, and for further reasons as stated in the Preamble hereof.

Passed: _____

Joseph D. Bialorucki, Council President

Approved: _____

Jason P. Maassel, Mayor

VOTE ON PASSAGE _____ Yea _____ Nay _____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Resolution No. 047-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City, on the _____ day of _____, 2020; & I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances Of Napoleon Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

2020 TRANSFER OF FUNDS - No. 4

Resolution No. 047-20
Passed October 5, 2020

FROM:	TO:	AMOUNT
520.9900.59855 <i>TR-TO 521 Sewer Rep.&Imp.Fund</i>	521.0000.49900 <i>Transfers-In</i>	\$563,000

Purpose: Transfer funds to Fund 521 for Volute Presses -will be reimbursed when receive loan from State

ORDINANCE NO. 048-20

AN ORDINANCE AUTHORIZING THE ISSUANCE OF REVENUE BONDS FROM TIME TO TIME FOR THE PURPOSE OF PAYING THE COSTS OF IMPROVING THE CITY'S MUNICIPAL WATER SYSTEM OR REFUNDING DEBT ISSUED BY THE CITY FOR THAT PURPOSE AND AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER TRUST AGREEMENT PROVIDING FOR THE RIGHTS OF THE HOLDERS OF THE BONDS AND PLEDGING CERTAIN REVENUES AND FUNDS TO SECURE THOSE BONDS; AND DECLARING AN EMERGENCY

WHEREAS, pursuant to the Article XVIII of the Ohio Constitution, the City now owns and operates, as a public utility, a municipal water system (the "*Utility*") the services of which are supplied to users within and without the City; and,

WHEREAS, pursuant to the Ohio Constitution, the City is authorized to: (a) issue its revenue bonds (the "*Bonds*") for the purpose of paying the costs of improving the Utility and for the purpose of paying the costs of refunding debt issued to pay the costs of improving the Utility, (b) refund any or all of the Bonds, (c) enter into a master trust agreement and supplemental trust agreements to secure the Bonds, and (d) provide for the pledge or assignment of revenues sufficient to pay the principal of and interest and any redemption premium on the Bonds; **Now Therefore,**

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. Determinations, Findings and Covenants by the City.

(a) This Council finds and determines that it is necessary and in the best interest of the City to issue Bonds from time to time to provide moneys (i) for the purpose of paying the costs of improving the Utility and for the purpose of paying the costs of refunding debt issued to pay the costs of improving the Utility, (ii) to refund any or all of the Bonds, (iii) to fund a bond reserve fund (if required by the applicable proceedings), and (iv) to pay the costs of issuance of the Bonds.

(b) This Council hereby finds and determines that, pursuant to the Constitution and laws of the State, the City as necessary shall have the right to issue Bonds pursuant to the terms and conditions of the Master Trust Agreement (the "*Master Trust Agreement*") dated as of the date of delivery of the initial series of Bonds and by and between the City and the Trustee (as defined in Section 2), which provides that each series of Bonds shall be authorized by an applicable Series Bond Ordinance of this Council and any related Supplemental Trust Agreement.

(c) This Council hereby covenants that the City will observe and perform all of its agreements and obligations provided for by the Bonds, the Master Trust Agreement and this Ordinance.

(d) Except when the context indicates otherwise or unless otherwise defined herein, the terms used but not defined herein shall have the meaning ascribed to them in the Master Trust Agreement.

Section 2. Trustee; Security for the Bonds. The Finance Director is hereby authorized to designate in the certificate awarding the initial series of Bonds a bank or trust company authorized to do business in the State of Ohio to act as the initial trustee (the “*Trustee*”) under the Master Trust Agreement.

The Bonds shall be special obligations of the City and, except as otherwise provided in the Master Trust Agreement, the Bond Service Charges shall be payable equally and ratably solely from the Net Revenues and the Pledged Funds. The payment of Bond Service Charges shall be secured by the Master Trust Agreement (as such Master Trust Agreement may be amended and supplemented from time to time in accordance with its terms) by a pledge of the Net Revenues and an assignment of the Pledged Funds to the Trustee, as provided in the Act, this Ordinance and the Master Trust Agreement. However, any pledge or assignment of, lien on or security interest in any fund, account, receivables, revenues, money or other intangible property not in the custody of the Trustee shall be valid and enforceable only to the extent permitted by law.

The City covenants that it will promptly pay from such sources the Bond Service Charges on every Bond issued under the Master Trust Agreement at the places, on the dates and in the manner provided in the applicable Series Bond Ordinance authorizing each series of Bonds, the applicable Supplemental Trust Agreement relating to each series of Bonds, the Master Trust Agreement and the Bonds, according to the true intent and meaning thereof.

Nothing in this Ordinance, the Bonds or the Master Trust Agreement shall constitute a general obligation debt or tax-supported bonded indebtedness of the City; the general resources of the City shall not be required to be used, and neither the general credit nor taxing power or full faith and credit of the City are or shall be pledged, for the performance of any duty under this Ordinance, the Master Trust Agreement or the Bonds. Nothing in this Ordinance gives the holders of Bonds, and they do not have, the right to have excises or taxes levied by the City for the payment of Bond Service Charges or Operating Expenses (as defined in the Master Trust Agreement), but the Bonds are payable solely from the Net Revenues and the Pledged Funds, as provided in this Ordinance and the Master Trust Agreement, and each Bond shall contain a statement to that effect; provided, however, that nothing shall be deemed to prohibit the City, of its own volition, from using to the extent it is lawfully authorized to do so, any other resources or revenues for the fulfillment of any of the terms, conditions or obligations of the Master Trust Agreement, this Ordinance or the Bonds.

Nothing in this Ordinance, the Bonds or the Master Trust Agreement shall prevent payment of Bond Service Charges on Additional Bonds from being otherwise secured and protected from sources or by funds and instruments not applicable to the initial series of Bonds and any one or more other series of Additional Bonds, or not being secured or protected from sources or by funds or instruments applicable to the initial series of Bonds or one or more other series of Additional Bonds. Without limiting the generality of the foregoing, nothing in the Master Trust Agreement shall prevent the City from providing a Credit Support Instrument pledged or relating

to the payment of Bond Service Charges on any one or more Bonds, or series of Bonds, or two or more series of Bonds, or part of a series of Bonds, and not on other Bonds or series of Bonds.

Section 3. Master Trust Agreement. In the name and on behalf of the City, and in connection with the issuance and delivery of the initial series of Bonds, the Master Trust Agreement shall be signed by the City Manager and Finance Director in substantially the form now on file with the Clerk of Council. The Master Trust Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by those officers on behalf of the City, all of which shall be conclusively evidenced by the signing of the Master Trust Agreement or any amendments thereto.

Section 4. Continuation of Funds. The Water Construction Fund, the Water Revenue Fund, the Water Bond Service Fund (including the Interest Payment Account and the Principal Payment Account each contained therein), the Water Bond Reserve Fund, the Water Replacement and Improvement Fund, the Water Utility Reserve Fund and the Water Rebate Fund, each as defined and described in the Master Trust Agreement, and each as originally created by Ordinance No. 029-08 passed on April 21, 2008, are hereby continued as of the date of the Master Trust Agreement. Moneys in those Funds shall be applied as provided in the Master Trust Agreement. The Finance Director is hereby authorized to transfer, simultaneously with the issuance and delivery of the initial series of Bonds pursuant to the Master Trust Agreement, all monies now on deposit in those Funds and Accounts and any other existing funds and accounts relating to the operation of the Utility (including any monies maintained pursuant to the Master Trust Agreement, dated July 23, 2008, by and between the City and The Huntington National Bank, as trustee) into the Funds and accounts established by the Master Trust Agreement, the supplemental trust agreement relating to the initial series of Bonds and the Series Bond Ordinance authorizing the initial series of Bonds, in such manner as is determined by the Finance Director in the supplemental trust agreement relating to the initial series of Bonds to be in the best interest of and financial advantage to the City. The Finance Director is hereby authorized to maintain, or permit the maintenance of, such separate accounts in any of those Funds, and such separate subaccounts in any account, as is determined to be in the best interest of the City.

Section 5. Further Authorization. The Mayor, the City Manager, the Finance Director, the City Law Director, the Clerk of Council and other City officials, as appropriate, and any person serving in an interim or acting capacity for any such official, are each hereby authorized to execute any agreements, certifications, financing statements, documents or other instruments, and to take such other actions which are necessary or appropriate in the judgment of such officers to consummate the transactions contemplated herein and the Master Trust Agreement, or to protect the rights and interests of the City, the Trustee or the holders of Bonds.

Section 6. Compliance with Open Meeting Law. 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 Ordinance were taken in an open meeting of this Council or any of its committees, and that all deliberations of this Council and of any of its committees that resulted in those formal actions were in meetings open to the public, all in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Section 7. Effective Date. This Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health, or safety in the City and for the further reason that this Ordinance is required to be immediately effective in order to issue and sell the initial series of Bonds, which is necessary to enable the City to take advantage of favorable interest rates and realize a savings in interest costs by refunding certain bonds heretofore issued by the City for the purpose of paying the costs of improving the Utility; wherefore, this Ordinance shall be in full force and effect immediately upon its passage.

Passed: _____, 2020

Joseph D. Bialorucki, Council President

Approved: _____, 2020

Jason P. Maassel, Mayor

VOTE ON PASSAGE _____ Yea _____ Nay _____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council of the City of Napoleon, do hereby certify that the foregoing Ordinance No. 048-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City on the _____ day of _____, 2020; and I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances of Napoleon, Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

CERTIFICATION OF RECORDS

I, Roxanne Dietrich, Clerk of Council, of the City of Napoleon, Ohio, do hereby certify and attest that this document to be a **True and Correct** copy of Ordinance Number 048-20, passed _____, 2020.

Roxanne Dietrich, Clerk of Council

Date

ORDINANCE NO. 049-20

AN ORDINANCE PROVIDING FOR THE ISSUANCE AND SALE OF WATER SYSTEM REFUNDING REVENUE BONDS, SERIES 2020, UNDER ARTICLE XVIII OF THE OHIO CONSTITUTION, IN THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$3,165,000, FOR THE PURPOSE OF PAYING THE COSTS OF REFUNDING CERTAIN OUTSTANDING OBLIGATIONS HERETOFORE ISSUED BY THE CITY TO IMPROVE THE UTILITY, AUTHORIZING VARIOUS RELATED DOCUMENTS AND INSTRUMENTS, INCLUDING A BOND PURCHASE AGREEMENT, A FIRST SUPPLEMENTAL TRUST AGREEMENT, AN ESCROW AGREEMENT AND AN OFFICIAL STATEMENT; AND DECLARING AN EMERGENCY

WHEREAS, pursuant to Article XVIII of the Ohio Constitution, the City now owns and operates, as a public utility, a municipal water system (the “*Utility*”) the services of which are supplied to users within and without the corporate limits of the City; and,

WHEREAS, this Council has previously determined that improvements to the Utility are necessary for it to be adequate to meet the needs of the City, its inhabitants and other users, and this Council caused to be prepared by consulting engineers suitable reports, plans, specifications and estimates of cost sufficient to determine the nature, character and cost of improving the Utility; and,

WHEREAS, based upon those reports, this Council previously determined it to be necessary and took certain steps to improve the Utility; and,

WHEREAS, pursuant to Ordinance No. 065-04 passed on May 3, 2004 (the “*Series 2004 Bond Ordinance*”), bonds in the principal amount of \$1,000,000 dated as of July 15, 2004 (the “*Series 2004 Bonds*”), were issued for the purpose of paying the costs of improving the Utility; and,

WHEREAS, pursuant to Ordinances No. 029-08 and No. 030-08, each passed on April 21, 2008 (collectively, the “*Series 2008 Bond Ordinance*”) and the Master Trust Agreement, dated July 23, 2008, by and between the City and The Huntington National Bank, as trustee (the “*Prior Master Trust Agreement*”) as supplemented by the First Supplemental Trust Agreement, dated July 23, 2008, by and between the City and The Huntington National Bank, as trustee (the “*Prior First Supplemental Trust Agreement*”), bonds in the principal amount of \$3,505,000 dated July 23, 2008 (the “*Series 2008 Bonds*”), were issued for the purpose of paying the costs of improving the Utility; and,

WHEREAS, pursuant to Ordinance No. 029-08 passed on April 21, 2008 and Ordinance No. 029-10 passed on May 17, 2010 (collectively, the “*Series 2010 Bond Ordinance*” and together with the Series 2004 Bond Ordinance and the Series 2008 Bond Ordinance, the “*Refunded Bonds Ordinances*”) and the Prior Master Trust Agreement as supplemented by the Second Supplemental Trust Agreement, dated July 20, 2010, by and between the City and The Huntington National Bank, as trustee (the “*Prior Second Supplemental Trust Agreement*” and

together with the Prior Master Trust Agreement and the Prior First Supplemental Trust Agreement, the “*Prior Trust Agreement*”), bonds in the principal amount of \$845,000 dated July 20, 2010 (the “*Series 2010 Bonds*”), were issued for the purpose of paying the costs of improving the Utility; and,

WHEREAS, this Council finds and determines that it will be in the City’s best interest to issue Bonds in the maximum aggregate principal amount of \$3,165,000 (the “*Series 2020 Bonds*”) in order to refund at a lower rate of interest all or a portion of the outstanding Series 2004 Bonds, the outstanding Series 2008 Bonds and the outstanding Series 2010 Bonds (collectively, the “*Outstanding Bonds*”), which Outstanding Bonds maturing on or after December 1, 2020 are subject to prior redemption at the option of the City on any date at a redemption price of 100% of par plus any accrued interest to their redemption date, and to pay any expenses relating to that refunding and the issuance of the Series 2020 Bonds; and

WHEREAS, this Council previously determined, pursuant to Ordinance No. 048-20 passed on October 5, 2020 (the “*General Bond Ordinance*”), that it is necessary and in the best interest of the City to issue revenue bonds from time to time to provide moneys (i) for the purpose of paying the costs of improving the Utility and for the purpose of paying the costs of refunding debt issued to pay the costs of improving the Utility, (ii) to refund any or all of the Bonds, (iii) to fund a bond reserve fund (if required by the applicable proceedings), and (iv) to pay the costs of issuance of the Bonds; and

WHEREAS, this Council finds and determines that it is necessary and in the best interest of the City to issue Water System Refunding Revenue Bonds, Series 2020, to provide moneys to (i) pay the costs of refunding the Refunded Bonds (as herein defined) which were issued to pay the costs of improving the Utility, (ii) to fund the Bond Reserve Requirement for the Series 2020 Bonds to the extent it is determined to be financially advantageous to the City and (iii) to pay the costs of issuance of the Series 2020 Bonds; **Now Therefore,**

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. Definitions and Interpretation. In addition to the words and terms elsewhere defined in the General Bond Ordinance and in this Ordinance, unless the context or use clearly indicates another or different meaning or intent:

“*Act*” means the Ohio Constitution, in particular Article XVIII of that Constitution, and any constitutionally applicable laws of the State.

“*Additional Bonds*” means additional obligations issued pursuant to the Master Trust Agreement subsequent to the issuance of the Series 2020 Bonds on a parity with the Series 2020 Bonds and any Additional Bonds theretofore or thereafter issued with respect to the pledge of the Net Revenues and the assignment of and, to the extent permitted by law, a security interest in the Pledged Funds for the payment of Bond Services Charges (except as otherwise provided in the Master Trust Agreement).

“*Authorized Denominations*” means, with respect to the Series 2020 Bonds, the denomination of \$5,000 or any whole multiple in excess thereof.

“*Bond Legislation*” means (a) when used with reference to the Series 2020 Bonds, the General Bond Ordinance, this Ordinance and the Certificate of Award and (b) when used with

reference to an issue of Additional Bonds, the General Bond Ordinance, the applicable Series Bond Ordinance and applicable certificate of award.

“*Bond Register*” means the books kept and maintained by the Bond Registrar pursuant to the Trust Agreement for the registration, exchange and transfer of Series 2020 Bonds.

“*Bond Reserve Requirement*” means the balance (if any) required by the Trust Agreement to be maintained in the Water Bond Reserve Fund for the Series 2020 Bonds.

“*Bond Proceedings*” means (a) when used with reference to the Series 2020 Bonds, collectively, the Bond Legislation, the Trust Agreement (including the First Supplemental Trust Agreement), the Continuing Disclosure Agreement and such other proceedings of the City, including the Series 2020 Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Series 2020 Bonds and (b) when used with reference to an issue of Additional Bonds, collectively, the Bond Legislation, the Trust Agreement (including the applicable supplemental trust agreement), the applicable continuing disclosure agreement and such other proceedings of the City, including the Additional Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Additional Bonds.

“*Bond Service Charges*” means the principal (as payable at stated maturity, or by acceleration or otherwise), interest and any redemption premium required to be paid by the City on the Bonds, and includes any Mandatory Sinking Fund Redemption Requirements. In the case of payment of Bond Service Charges by a person other than the City pursuant to a Credit Support Instrument, “*Bond Service Charges*” means the reimbursement by the City to the provider of that Credit Support Instrument of the amount so paid. In determining Bond Service Charges for a Fiscal Year or any other period, Mandatory Sinking Fund Redemption Requirements for that Fiscal Year or period shall be taken into account, and principal maturities or interest payments for which Mandatory Sinking Fund Redemption Requirements are imposed and complied with in a prior Fiscal Year or period, to that extent, shall be excluded.

“*Bonds*” means the Series 2020 Bonds and any Additional Bonds.

“*Book entry form*” or “*book entry system*” means a form or system under which (a) the ownership of beneficial interests in the Series 2020 Bonds and the principal of and interest and any premium on the Series 2020 Bonds may be transferred only through a book entry, and (b) physical Series 2020 Bond certificates in fully registered form are issued by the City and payable only to a Depository or its nominee as registered owner, with the certificates deposited with and “immobilized” in the custody of the Depository or its designated agent for that purpose. The book entry maintained by others than the City is the record that identifies the owners of beneficial interests in the Series 2020 Bonds and that principal and interest.

“*Certificate of Award*” means the certificate authorized by Section 6, to be executed by the Finance Director, setting forth and determining those terms or other matters pertaining to the Series 2020 Bonds and their issuance, sale and delivery as this Ordinance requires or authorizes to be set forth or determined therein.

“*City*” means the City of Napoleon, Ohio.

“*City Law Director*” means the City Law Director of the City or any person serving in an interim or acting capacity with respect to that office.

“*City Manager*” means the City Manager of the City or any person serving in an interim or acting capacity with respect to that office.

“*Clerk of Council*” means the Clerk of Council of the City or any person serving in an interim or acting capacity with respect to that office.

“*Closing Date*” means the date of physical delivery of, and payment of the purchase price for, the Series 2020 Bonds.

“*Code*” means the Internal Revenue Code of 1986, as amended, the Regulations (whether temporary or final) under that Code or the statutory predecessor of that Code, and any amendments of, or successor provisions to, the foregoing and any official rulings, announcements, notices, procedures and judicial determinations regarding any of the foregoing, all as and to the extent applicable. Unless otherwise indicated, reference to a Section of the Code includes any applicable successor section or provision and such applicable Regulations, rulings, announcements, notices, procedures and determinations pertinent to that Section.

“*Continuing Disclosure Agreement*” means the Continuing Disclosure Agreement which shall constitute the continuing disclosure agreement made by the City for the benefit of the holders and beneficial owners of the Series 2020 Bonds in accordance with the Rule, as it may be modified from the form on file with the Clerk of Council and executed by the City Manager and Finance Director, all in accordance with Section 10.

“*Council*” means the City Council of the City.

“*Credit Support Instrument*” means an insurance policy, including a policy of bond insurance, letter of credit or other credit enhancement, support or liquidity device provided pursuant to an agreement to which the City is a party and which is used to enhance the security or liquidity of the Series 2020 Bonds or part of the Series 2020 Bonds.

“*Escrow Agreement*” means the Escrow Agreement between the City and the Escrow Trustee, as it may be modified from the form on file with the Clerk of Council and executed by the City Manager and the Finance Director in accordance with Section 11.

“*Escrow Fund*” means the City of Napoleon, Ohio – Series 2020 Water Refunding Escrow Fund created pursuant to Section 11 and in accordance with the Escrow Agreement.

“*Escrow Trustee*” means a bank or trust company authorized to do business in the State of Ohio and designated by the Finance Director in the Certificate of Award pursuant to Section 11 as the initial escrow trustee for the Refunded Bonds under the Escrow Agreement and until a successor Escrow Trustee shall have become such pursuant to the provisions of the Escrow Agreement and, thereafter, “*Escrow Trustee*” shall mean the successor Escrow Trustee.

“*Finance Director*” means the Finance Director of the City or any person serving in an interim or acting capacity with respect to that office.

“*Financing Costs*” shall have the meaning given in Section 133.01 of the Ohio Revised Code.

“*First Supplemental Trust Agreement*” means the First Supplemental Trust Agreement by and between the City and the Trustee, as it may be modified from the form on file with the Clerk of Council and executed by the City Manager and the Finance Director, all in accordance with Section 4.

“*General Bond Ordinance*” means Ordinance No. 048-20 passed by the Council on October 5, 2020.

“*Interest Payment Account*” means the Interest Payment Account of the Water Bond Service Fund continued by the General Bond Ordinance and the Master Trust Agreement and to be held by the Trustee.

“*Interest Payment Dates*” means, unless otherwise specified in the Certificate of Award, June 1 and December 1 of each year that the Series 2020 Bonds are outstanding, commencing on the date specified in the Certificate of Award.

“*Mandatory Redemption Date*” shall have the meaning set forth in Section 3(b).

“*Mandatory Sinking Fund Redemption Requirements*” shall have the meaning set forth in Section 3(e)(i).

“*Master Trust Agreement*” means the Master Trust Agreement by and between the City and the Trustee, as it may be modified from the form on file with the Clerk of Council and heretofore authorized by the General Bond Ordinance.

“*Net Revenues*” shall have the meaning set forth in the Trust Agreement.

“*Operating Expenses*” shall have the meaning set forth in the Master Trust Agreement.

“*Original Purchaser*” means the purchaser of the Series 2020 Bonds specified in the Certificate of Award.

“*Participant*” means any participant contracting with a Depository under a book entry system and includes securities brokers and dealers, banks and trust companies and clearing corporations.

“*Pledged Funds*” shall have the meaning set forth in the Trust Agreement.

“*Principal Payment Account*” means the Principal Payment Account in the Water Bond Service Fund continued by the General Bond Ordinance and the Master Trust Agreement and to be held by the Trustee.

“*Principal Payment Dates*” means, unless otherwise specified in the Certificate of Award, December 1 in each of the years as determined by the Finance Director in the Certificate of Award, *provided* that the first Principal Payment Date for the portion of the Series 2020 Bonds allocable to a component purpose of the Refunded Bonds shall occur no later than the earliest maturity date of the Refunded Bonds allocable to that component purpose, and *provided further* that in no case shall the final Principal Payment Date for the portion of the Series 2020 Bonds allocable to a component purpose of the Refunded Bonds exceed the original maximum permitted maturity of the Refunded Bonds allocable to that component purpose, all of which determinations shall be made by the Finance Director in the Certificate of Award.

“*Purchase Agreement*” means the Bond Purchase Agreement, which to the extent the execution and delivery of such Agreement is determined by the City Manager and the Finance Director to be in the best interest of and financially advantageous to the City as evidenced by the execution thereof, shall be between the City and the Original Purchaser, as it may be modified from the form on file with the Finance Director and executed by the City Manager and the Finance Director, all in accordance with Section 6.

“*Redemption Date*” means the date or dates designated by the Finance Director in the Certificate of Award as the earliest practicable date or dates on which the respective Refunded Bonds shall be redeemed in accordance with Section 11, *provided* that no such Redemption Date or Dates shall be later than ninety (90) days following the Closing Date.

“*Refunded Bonds*” means, collectively, the principal maturities of the Outstanding Bonds to be determined by the Finance Director in the Certificate of Award as the maturities the refunding of which will be in the best interest of and financially advantageous to the City.

“*Regulations*” means Treasury Regulations issued pursuant to the Code or to the statutory predecessor of the Code.

“*Rule*” means Rule 15c2-12 prescribed by the SEC pursuant to the Securities Exchange Act of 1934.

“*SEC*” means the Securities and Exchange Commission.

“*Securities Depository*” or “*Depository*” means any securities depository that is a clearing agency registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934, operating and maintaining, with its Participants or otherwise, a book entry system to record ownership of beneficial interests in the Series 2020 Bonds or the principal of and interest and any premium on the Series 2020 Bonds, and to effect transfers of the Series 2020 Bonds, in book entry form, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York.

“*Serial Bonds*” means those Series 2020 Bonds designated as such and maturing on the dates set forth in the Certificate of Award, bearing interest payable on each Interest Payment Date and not subject to Mandatory Sinking Fund Redemption Requirements.

“*Series 2020 Bonds*” means the Water System Refunding Revenue Bonds, Series 2020, as authorized in Section 2.

“*State*” means the State of Ohio.

“*Term Bonds*” means those Series 2020 Bonds designated as such and maturing on the date or dates set forth in the Certificate of Award, bearing interest payable on each Interest Payment Date and subject to Mandatory Sinking Fund Redemption Requirements.

“*Trust Agreement*” means, collectively, the Master Trust Agreement by and between the City and the Trustee, as amended and supplemented from time to time, including as supplemented by the First Supplemental Trust Agreement.

“*Trustee*” means a bank or trust company authorized to do business in the State of Ohio and designated by the Finance Director in the Certificate of Award to act as the initial trustee under the Trust Agreement, and any successor trustee pursuant to the Trust Agreement.

“*Utility*” means the municipal water system which is owned and operated by the City.

“*Water Bond Reserve Fund*” means the Water Bond Reserve Fund continued in the Master Trust Agreement.

“*Water Bond Service Fund*” means the Water Bond Service Fund continued in the Master Trust Agreement.

“*Water Construction Fund*” means the Water Construction Fund continued in the Master Trust Agreement.

The captions and headings in this Ordinance are solely for convenience of reference and in no way define, limit or describe the scope or intent of any Sections, subsections, paragraphs, subparagraphs or clauses hereof. Reference to a Section means a section of this Ordinance unless otherwise indicated.

Section 2. Authorized Principal Amount and Purpose; Application of Proceeds. This Council determines that it is necessary and in the best interest of the City to issue bonds of this City in the maximum aggregate principal amount of \$3,165,000 (the “*Series 2020 Bonds*”) for the purpose of paying the costs of refunding bonds previously issued by the City for the purpose of paying the costs of improving the municipal water system, together with all incidental work and related appurtenances thereto. The Series 2020 Bonds shall be issued pursuant to the Act, the General Bond Ordinance, the Trust Agreement, this Ordinance and the Certificate of Award.

The aggregate principal amount of Series 2020 Bonds to be issued shall not exceed the maximum aggregate principal amount specified in this Section and shall be an amount determined by the Finance Director in the Certificate of Award to be the aggregate principal amount of Series 2020 Bonds that is required to be issued at this time for the purpose stated in this Section, taking into account the costs of refunding the Refunded Bonds, other City moneys available for the purpose, the cost of funding the Bond Reserve Requirement to the extent it is

determined to be financially advantageous to the City, the estimates of the Financing Costs and the interest rates on the Series 2020 Bonds. The Refunded Bonds shall be determined by the Finance Director in the Certificate of Award as the maturities of the Outstanding Bonds the refunding of which will be in the best interest of and financially advantageous to the City.

The Purchase Agreement (if any) and the Certificate of Award may authorize the Original Purchaser to withhold certain proceeds from the purchase price of the Series 2020 Bonds to provide for the payment of Financing Costs related to the Series 2020 Bonds on behalf of the City. Any portion of those proceeds received by the City representing premium (after payment of any Financing Costs identified in the Purchase Agreement (if any) and the Certificate of Award) shall be deposited into the Escrow Fund and used to pay the costs of refunding the Refunded Bonds and/or be deposited into the Water Bond Service Fund and used to pay Bond Service Charges on the Series 2020 Bonds, with such determination being made by the Finance Director in the Certificate of Award, consistent with the Finance Director's determination of the best interest of and financial advantage to the City.

The remaining proceeds from the sale of the Series 2020 Bonds received by the City (after the withholding and/or deposits described in the preceding paragraph) and any other available moneys of the City as determined by the Finance Director in the Certificate of Award, shall be allocated and deposited as follows and in the following order:

(a) To the Escrow Fund, the remaining amount necessary, to provide for the payment of the principal of and interest on the Refunded Bonds in accordance with Section 11 and the Escrow Agreement,

(b) To the extent that it is determined by the Finance Director in the Certificate of Award to be financially advantageous to the City, to the Water Bond Reserve Fund, any amount necessary to fully fund the Bond Reserve Requirement which is not otherwise funded from other available City moneys, and

(c) To the Water Construction Fund, the balance to provide for the payment of the Financing Costs of the Series 2020 Bonds.

The proceeds of the sale of the Series 2020 Bonds are appropriated and shall be used for the purpose for which those Series 2020 Bonds are issued as provided in this Ordinance and the Trust Agreement.

Section 3. Denominations; Dating; Principal and Interest Payment and Redemption Provisions. The Series 2020 Bonds shall be issued in one lot and only as fully registered bonds, in Authorized Denominations, but in no case as to a particular maturity date exceeding the principal amount maturing on that date. The Series 2020 Bonds shall be dated as provided in the Certificate of Award, *provided* that their dated date shall not be more than sixty (60) days prior to the Closing Date.

(a) Interest Rates and Payment Dates. The Series 2020 Bonds shall bear interest at the rate or rates per year (computed on the basis of a 360-day year consisting of twelve 30-day

months) as shall be determined by the Finance Director, subject to subsection (c) of this Section, in the Certificate of Award. Interest on the Series 2020 Bonds shall be payable at such rate or rates on the Interest Payment Dates until the principal amount has been paid or provided for. The Series 2020 Bonds shall bear interest from the most recent date to which interest has been paid or provided for or, if no interest has been paid or provided for, from their date.

(b) Principal Payment Schedule. The Series 2020 Bonds shall mature or be payable pursuant to Mandatory Sinking Fund Redemption Requirements on the Principal Payment Dates in principal amounts as shall be determined by the Finance Director, subject to subsection (c) of this Section, in the Certificate of Award, which determination shall be in the best interest of and financially advantageous to the City.

Consistent with the foregoing and in accordance with the determination of the best interest of and financial advantages to the City, the Finance Director shall specify in the Certificate of Award (i) the aggregate principal amount of Series 2020 Bonds to be issued as Serial Bonds, the Principal Payment Date or Dates on which those Series 2020 Bonds shall be stated to mature and the principal amount thereof that shall be stated to mature on each such Principal Payment Date, and (ii) the aggregate principal amount of Series 2020 Bonds to be issued as Term Bonds, the Principal Payment Date or Dates on which those Series 2020 Bonds shall be stated to mature, the principal amount thereof that shall be stated to mature on each such Principal Payment Date, the Principal Payment Date or Dates on which Term Bonds shall be subject to mandatory sinking fund redemption (each a “*Mandatory Redemption Date*”) and the principal amount thereof that shall be payable pursuant to Mandatory Sinking Fund Redemption Requirements on each Mandatory Redemption Date.

(c) Conditions for Establishment of Interest Rates. The net interest cost for the Series 2020 Bonds determined by taking into account the respective principal amounts of the Series 2020 Bonds and terms to maturity or Mandatory Sinking Fund Redemption Requirements of those principal amounts of Series 2020 Bonds shall not exceed 6.00%.

(d) Payment of Bond Service Charges. The Bond Service Charges on the Series 2020 Bonds shall be payable in accordance with the provisions of the Trust Agreement.

(e) Redemption Provisions. The Series 2020 Bonds shall be subject to redemption prior to stated maturity as follows:

(i) Mandatory Sinking Fund Redemption of Term Bonds. If any of the Series 2020 Bonds are issued as Term Bonds, the Term Bonds shall be subject to mandatory redemption in part by lot and be redeemed pursuant to mandatory sinking fund redemption requirements, at a redemption price of 100% of the principal amount redeemed, plus accrued interest to the redemption date, on the applicable Mandatory Redemption Dates and in the principal amounts payable on those Dates, for which provision is made in the Certificate of Award (such Dates and amounts being referred to as the “*Mandatory Sinking Fund Redemption Requirements*”) and the Trust Agreement.

(ii) Optional Redemption. The Series 2020 Bonds of the maturities and interest rates specified in the Certificate of Award (if any are so specified) shall be subject to optional redemption in accordance with the provisions of the Trust Agreement, in whole or in part in whole multiples of \$5,000 on the dates and at the redemption prices (expressed as a percentage of the principal amount to be redeemed), plus accrued interest to the redemption date, to be determined by the Finance Director in the Certificate of Award.

Section 4. Execution and Authentication of Series 2020 Bonds; First Supplemental Trust Agreement. The Series 2020 Bonds shall be signed by the City Manager and the Finance Director, in the name of the City and in their official capacities; *provided* that either or both of those signatures may be a facsimile. The Series 2020 Bonds shall also be countersigned by the Mayor, *provided* that the signature of the Mayor may be a facsimile. The Series 2020 Bonds shall be issued in the Authorized Denominations and numbers as requested by the Original Purchaser and approved by the Finance Director, shall be numbered as determined by the Finance Director in order to distinguish each Series 2020 Bond from any other Series 2020 Bond, and shall express upon their faces the purpose, in summary terms, for which they are issued and that they are issued pursuant to the Act, the General Bond Ordinance, this Ordinance, the Trust Agreement and the Certificate of Award.

In the name and on behalf of the City, the First Supplemental Trust Agreement shall be signed by the City Manager and the Finance Director in substantially the form now on file with the Clerk of Council. The First Supplemental Trust Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by those officers on behalf of the City, all of which shall be conclusively evidenced by the signing of the First Supplemental Trust Agreement or any amendments thereto. The Finance Director shall provide for the payment of the services rendered and for reimbursement of expenses incurred pursuant to the Trust Agreement, except to the extent paid or reimbursed by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, from the proceeds of the Series 2020 Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

No Series 2020 Bond shall be valid or obligatory for any purpose or shall be entitled to any security or benefit under the Bond Proceedings unless and until the certificate of authentication printed on the Series 2020 Bond is signed by the Trustee as authenticating agent. Authentication by the Trustee shall be conclusive evidence that the Series 2020 Bond so authenticated has been duly issued, signed and delivered under, and is entitled to the security and benefit of, the Bond Proceedings. The certificate of authentication may be signed by any authorized officer or employee of the Trustee or by any other person acting as an agent of the Trustee and approved by the Finance Director on behalf of the City. The same person need not sign the certificate of authentication on all of the Series 2020 Bonds.

Section 5. Registration; Transfer and Exchange; Book Entry System.

(a) Bond Register. So long as any of the Series 2020 Bonds remain outstanding, the City will cause the Trustee to maintain and keep the Bond Register in accordance with the provisions of the Trust Agreement.

(b) Transfer and Exchange. The Series 2020 Bonds shall be exchanged and transferred in accordance with the provisions of the Trust Agreement.

(c) Book Entry System. Notwithstanding any other provisions of this Ordinance, if the Finance Director determines in the Certificate of Award that it is in the best interest of and financially advantageous to the City, the Series 2020 Bonds may be issued in book entry form in accordance with the following provisions of this Section.

The Series 2020 Bonds may be issued to a Securities Depository for use in a book entry system and, if and as long as a book entry system is utilized: (i) the Series 2020 Bonds may be issued in the form of a single, fully registered Series 2020 Bond representing each maturity, and, if applicable, each interest rate within a maturity, and registered in the name of the Securities Depository or its nominee, as registered owner, and immobilized in the custody of the Securities Depository or its designated agent for that purpose, which may be the Trustee; (ii) the beneficial owners of Series 2020 Bonds in book entry form shall have no right to receive Series 2020 Bonds in the form of physical securities or certificates; (iii) ownership of beneficial interests in book entry form shall be shown by book entry on the system maintained and operated by the Securities Depository and its Participants, and transfers of the ownership of beneficial interests shall be made only by book entry by the Securities Depository and its Participants; and (iv) the Series 2020 Bonds as such shall not be transferable or exchangeable, except for transfer to another Securities Depository or to another nominee of a Securities Depository, without further action by the City.

If any Securities Depository determines not to continue to act as a Securities Depository for the Series 2020 Bonds for use in a book entry system, the Finance Director and the Trustee may attempt to establish a securities depository/book entry relationship with another qualified Securities Depository. If the Finance Director and the Trustee do not or are unable to do so, the Finance Director and the Trustee, after making provision for notification of the beneficial owners by the then Securities Depository and any other arrangements deemed necessary, shall permit withdrawal of the Series 2020 Bonds from the Securities Depository, and shall cause Series 2020 Bond certificates in registered form and Authorized Denominations to be authenticated by the Trustee and delivered to the assigns of the Securities Depository or its nominee, all at the cost and expense (including any costs of printing), if the event is not the result of City action or inaction, of those persons requesting such issuance.

The Finance Director and the Trustee are hereby authorized and directed, to the extent necessary or required, to enter into any agreements, in the name and on behalf of the City, that the Finance Director determines to be necessary in connection with a book entry system for the Series 2020 Bonds.

Section 6. Sale of the Series 2020 Bonds. The Finance Director is authorized to sell the Series 2020 Bonds at private sale to the Original Purchaser, at a purchase price of not less than 97% of the aggregate principal amount thereof, as shall be determined by the Finance Director in the Certificate of Award, plus accrued interest (if any) on the Series 2020 Bonds from their date to the Closing Date, and shall be awarded by the Finance Director with and upon such other terms as are required or authorized by this Ordinance to be specified in the Certificate of Award, in accordance with law, and the provisions of this Ordinance and the Purchase Agreement (if any).

The Finance Director shall sign and deliver the Certificate of Award and shall cause the Series 2020 Bonds to be prepared and signed and delivered, together with a true transcript of proceedings with reference to the issuance of the Series 2020 Bonds, to the Original Purchaser upon payment of the purchase price.

To the extent that the City Manager and the Finance Director determine that it would be economically advantageous to the City, the City Manager and the Finance Director shall sign and deliver, in the name and on behalf of the City, the Purchase Agreement between the City and the Original Purchaser, in substantially the form as is now on file with the Clerk of Council, providing for the sale to, and the purchase by, the Original Purchaser of the Series 2020 Bonds. The Purchase Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by the City Manager and the Finance Director on behalf of the City, all of which shall be conclusively evidenced by the signing of the Purchase Agreement or amendments thereto.

The Mayor, the City Manager, the Finance Director, the City Law Director, the Clerk of Council and other City officials, as appropriate, and any person serving in an interim or acting capacity for any such official, are each hereby authorized to execute any agreements, certifications, financing statements, documents or other instruments, and to take such other actions which are necessary or appropriate in the judgment of such officers to consummate the transactions contemplated herein, or to protect the rights and interests of the City, the Trustee or the holders of Series 2020 Bonds.

Section 7. Security. The Series 2020 Bonds shall be special obligations of the City. To the extent provided in and except as otherwise permitted by the Bond Proceedings, the Bond Service Charges shall be payable equally and ratably solely from the Net Revenues and the Pledged Funds, and the payment of Bond Service Charges on the Series 2020 Bonds shall be secured (a) by the Master Trust Agreement and (b) by a pledge of the Net Revenues and an assignment of the Pledged Funds to the Trustee. However, any pledge or assignment of or lien on any fund, account, receivables, revenues, money or other intangible property not in the custody of the Trustee shall be valid and enforceable only to the extent permitted by law.

If the Finance Director determines in the Certificate of Award that it would be in the best interest of and financially advantageous to the City, moneys shall be deposited into and maintained in the Water Bond Reserve Fund for the benefit of the holders of the Series 2020 Bonds.

Nothing in the Series 2020 Bond Proceedings shall constitute a general obligation debt or tax-supported bonded indebtedness of the City; the general resources of the City shall not be required to be used, and neither the general credit nor taxing power or full faith and credit of the City are or shall be pledged, for the performance of any duty under the Series 2020 Bond Proceedings. Nothing in the Series 2020 Bond Proceedings gives the holders of the Series 2020 Bonds, and they do not have, the right to have excises or taxes levied by the City for the payment of Bond Service Charges or Operating Expenses, but the Series 2020 Bonds are payable solely from the Net Revenues and the Pledged Funds, as provided in the Series 2020 Bond Proceedings, and each Series 2020 Bond shall contain a statement to that effect; *provided, however*, that nothing shall be deemed to prohibit the City, of its own volition, from using to the extent it is lawfully authorized to do so, any other resources or revenues for the fulfillment of any of the terms, conditions or obligations of the Series 2020 Bond Proceedings.

Section 8. Covenants of the City. The City, by issuance of the Series 2020 Bonds, covenants and agrees with their registered owners to promptly pay Bond Service Charges on every Bond issued under the Trust Agreement from the sources, at the places, on the dates and in the manner provided in the applicable Bond Proceedings and Bonds, according to their true intent and meaning and to perform its applicable covenants and agreements set forth in this Ordinance, the General Bond Ordinance, the Trust Agreement and in other applicable Bond Proceedings. The City specifically covenants and agrees that it will:

(a) Operate the Utility as a public utility under the Act, including all extensions thereof and improvements thereto.

(b) Subject to applicable requirements and restrictions imposed by law, at all times prescribe and charge such rates, charges and rentals for the services and facilities of the Utility, and so restrict Operating Expenses, as shall be necessary in order to meet the earnings coverage and other requirements of the Trust Agreement.

(c) Segregate, for accounting purposes, the Revenues and the Funds (each as defined in the Trust Agreement) in its custody from all other revenues and funds of the City.

(d) At any and all times, cause to be done all such further acts and things and cause to be signed and delivered all such further document and instruments as may be necessary to carry out the purpose of the Series 2020 Bonds and any Bond Legislation or as may be required by the Act, and comply with all requirements of law applicable to the Utility and its operation.

(e) Observe and perform faithfully at all times all covenants, agreements, authority, actions, undertakings, stipulations and provisions to be observed or performed on its part under the Trust Agreement, the Continuing Disclosure Agreement, the Purchase Agreement (if any), this Ordinance, the General Bond Ordinance, the Series 2020 Bonds and any other Bond Proceedings for the Series 2020 Bonds, and under all Council proceedings pertaining thereto.

Each of those obligations is binding upon the City, and upon each City officer or employee who from time to time may have the authority under law to take any action on behalf of the City that may be necessary to perform all or any part of that obligation, as a duty of the

City and of each of those officers and employees resulting from an office, trust or station within the meaning of Section 2731.01 of the Ohio Revised Code, providing for enforcement by writ of mandamus.

Section 9. Federal Tax Considerations. The City covenants that it will use, and will restrict the use and investment of, the proceeds of the Series 2020 Bonds in such manner and to such extent as may be necessary so that (a) the Series 2020 Bonds will not (i) constitute private activity bonds or arbitrage bonds under Sections 141 or 148 of the Code or (ii) be treated other than as bonds the interest on which is excluded from gross income under Section 103 of the Code, and (b) the interest on the Series 2020 Bonds will not be an item of tax preference under Section 57 of the Code.

The City further covenants that (a) it will take or cause to be taken such actions that may be required of it for the interest on the Series 2020 Bonds to be and remain excluded from gross income for federal income tax purposes, (b) it will not take or authorize to be taken any actions that would adversely affect that exclusion, and (c) it, or persons acting for it, will, among other acts of compliance, (i) apply the proceeds of the Series 2020 Bonds to the governmental purpose of the borrowing, (ii) restrict the yield on investment property, (iii) make timely and adequate payments to the federal government, (iv) maintain books and records and make calculations and reports and (v) refrain from certain uses of those proceeds, and, as applicable, of property financed with such proceeds, all in such manner and to the extent necessary to assure such exclusion of that interest under the Code.

The Finance Director, as fiscal officer of this City, or any other officer of the City having responsibility for issuance of the Series 2020 Bonds is hereby authorized (a) to make or effect any election, selection, designation, choice, consent, approval, or waiver on behalf of the City with respect to the Series 2020 Bonds as the City is permitted to or required to make or give under the federal income tax laws, including, without limitation thereto, any of the elections available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the Series 2020 Bonds or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments or penalties with respect to the Series 2020 Bonds, or making payments of special amounts in lieu of making computations to determine, or paying, excess earnings as rebate, or obviating those amounts or payments with respect to the Series 2020 Bonds, which action shall be in writing and signed by the officer, (b) to take any and all other actions, make or obtain calculations, make payments, and make or give reports, covenants and certifications of and on behalf of the City, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Series 2020 Bonds, and (c) to give one or more appropriate certificates of the City, for inclusion in the transcript of proceedings for the Series 2020 Bonds, setting forth the reasonable expectations of the City regarding the amount and use of all the proceeds of the Series 2020 Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Series 2020 Bonds. The Finance Director or any other officer of the City having responsibility for issuance of the Series 2020 Bonds is specifically authorized to designate the Series 2020 Bonds as “qualified tax-exempt

obligations” if such designation is applicable and desirable, and to make any related necessary representations and covenants.

Each covenant made in this section with respect to the Series 2020 Bonds is also made with respect to all issues any portion of the debt service on which is paid from proceeds of the Series 2020 Bonds (and, if different, the original issue and any refunding issues in a series of refundings), to the extent such compliance is necessary to assure exclusion of interest on the Series 2020 Bonds from gross income for federal income tax purposes, and the officers identified above are authorized to take actions with respect to those issues as they are authorized in this section to take with respect to the Series 2020 Bonds.

Section 10. Official Statement, Rating, Bond Insurance, Continuing Disclosure and Financing Costs.

(a) Primary Offering Disclosure – Official Statement. The City Manager and the Finance Director are each authorized and directed, on behalf of the City and in their official capacities, to (i) prepare or cause to be prepared, and make or authorize modifications, completions or changes of or supplements to, a disclosure document in the form of an official statement relating to the original issuance of the Series 2020 Bonds in substantially the form as is now on file with the Clerk of Council, (ii) determine, and to certify or otherwise represent, when the official statement is to be “deemed final” (except for permitted omissions) by the City as of its date or is a final official statement for purposes of paragraph (b) of the Rule, (iii) use and distribute, or authorize the use and distribution of those official statements and any supplements thereto in connection with the original issuance of the Series 2020 Bonds, and (iv) complete and sign those official statements and any supplements thereto as so approved, together with such certificates, statements or other documents in connection with the finality, accuracy and completeness of those official statements and any supplements, as they may deem necessary or appropriate.

(b) Application for Rating or Bond Insurance. If, in the judgment of the Finance Director, the filing of an application for (i) a rating on the Series 2020 Bonds by one or more nationally-recognized rating agencies, or (ii) a policy of insurance from a company or companies to better assure the payment of principal of and interest on the Series 2020 Bonds, is in the best interest of and financially advantageous to this City, the Finance Director is authorized to prepare and submit those applications, to provide to each such agency or company such information as may be required for the purpose, and to provide further for the payment of the cost of obtaining each such rating or policy, except to the extent otherwise paid by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, from the proceeds of the Series 2020 Bonds to the extent available and otherwise from any other funds lawfully available and that are appropriated or shall be appropriated for that purpose. The Finance Director is hereby authorized, to the extent necessary or required, to enter into any agreements, in the name of and on behalf of the City, that the Finance Director determines to be necessary in connection with the obtaining of that bond insurance.

(c) Agreement to Provide Continuing Disclosure. For the benefit of the holders and beneficial owners from time to time of the Series 2020 Bonds, the City agrees to provide or

cause to be provided such financial information and operating data, audited financial statements and notices of the occurrence of certain events, in such manner as may be required for purposes of the Rule. The City Manager and the Finance Director are each authorized and directed to complete, sign and deliver the Continuing Disclosure Agreement, in the name and on behalf of the City, in substantially the form as is now on file with the Clerk of Council. The Continuing Disclosure Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by the City Manager and the Finance Director on behalf of the City, all of which shall be conclusively evidenced by the signing of the Continuing Disclosure Agreement or amendments thereto.

The Finance Director is further authorized and directed to establish procedures in order to ensure compliance by the City with its Continuing Disclosure Agreement, including timely provision of information and notices as described above. Prior to making any filing required under the Rule, the Finance Director shall consult with and obtain legal advice from, as appropriate, the City Law Director and bond or other qualified independent special counsel selected by the City. The Finance Director, acting in the name and on behalf of the City, shall be entitled to rely upon any such legal advice in determining whether a filing should be made. The performance by the City of its Continuing Disclosure Agreement shall be subject to the annual appropriation of any funds that may be necessary to perform it.

(d) Financing Costs. The expenditure of the amounts necessary to pay any Financing Costs in connection with the Series 2020 Bonds, to the extent not paid by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, is authorized and approved, and the Finance Director is authorized to provide for the payment of any such amounts and costs from the proceeds of the Series 2020 Bonds to the extent available and otherwise from any other funds lawfully available that are appropriated or shall be appropriated for that purpose.

Section 11. Call for Redemption of Refunded Bonds. To provide for the payment of the principal of and interest on the Refunded Bonds, the Finance Director is hereby authorized to designate in the Certificate of Award a bank or trust company authorized to do business in the State to act as the Escrow Trustee. The City Manager and the Finance Director shall sign and deliver, in the name and on behalf of the City, the Escrow Agreement between the City and the Escrow Trustee, in substantially the form as is now on file with the Clerk of Council. The Escrow Fund provided for in the Escrow Agreement is hereby created. The Escrow Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by the City Manager and the Finance Director, on behalf of the City, all of which shall be conclusively evidenced by the signing of the Escrow Agreement or amendments thereto. The Finance Director shall provide for the payment of the services rendered and for reimbursement of expenses incurred pursuant to the Escrow Agreement, except to the extent paid or reimbursed by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, from the proceeds of the Series 2020 Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

Acting pursuant to the Refunded Bonds Ordinances which authorized the Refunded Bonds, respectively, the Refunded Bonds, as determined by the Finance Director in the Certificate of Award to be refunded and called for redemption, are hereby called for redemption on the earliest practicable date or dates as set forth in the Certificate of Award (each a “*Redemption Date*”) at the required redemption price of the principal amount thereof, and the Finance Director is hereby authorized and directed to cause those Refunded Bonds to be called for redemption on each applicable Redemption Date and arrange for the notices of redemption to be given in accordance with the applicable provisions of the Refunded Bonds Ordinances.

For informational purposes, a certified copy of this Ordinance shall be sent by the Finance Director to the current bond trustee for the Refunded Bonds.

In order to provide for the payment of (a) the interest on the Refunded Bonds on each interest payment date following the Closing Date and through each applicable Redemption Date, (b) the principal and mandatory sinking fund payments (if any in each case) of the Refunded Bonds maturing on or prior to each applicable Redemption Date, and (c) the principal of the Refunded Bonds to be called for redemption on each applicable Redemption Date, the City covenants and agrees with the Escrow Trustee and with the owners of the Refunded Bonds that the City will take, and will cause the Escrow Trustee to take, all steps required by the terms of the Escrow Agreement to carry out such payments. The City will provide from the proceeds of the Series 2020 Bonds and other available funds in accordance with this Ordinance, moneys and investments sufficient to pay in full (a) the interest on the Refunded Bonds on each interest payment date following the Closing Date and through each applicable Redemption Date, (b) the principal and mandatory sinking fund payments (if any in each case) of the Refunded Bonds maturing on or prior to each applicable Redemption Date, and (c) the principal of the Refunded Bonds to be called for redemption on each applicable Redemption Date. The City covenants and agrees with the Escrow Trustee and with the owners of the Refunded Bonds that the City will take, and will cause the Escrow Trustee to take, all steps required by the terms of this Ordinance, Section 133.34 of the Ohio Revised Code or the Prior Trust Agreement, as applicable, and the Escrow Agreement to carry out such payments so that the Refunded Bonds are not deemed to be outstanding.

There shall be delivered to the Escrow Trustee for the Escrow Fund proceeds to be received from the sale of the Series 2020 Bonds and other available funds which shall be held in cash, or, if and to the extent determined by the Finance Director to be financially advantageous to the City, invested in United States Treasury Obligations (“*Treasury Securities*”), State and Local Government Series (“*SLG Securities*”) or other direct obligations of, or obligations guaranteed as to both principal and interest by, the United States of America as defined in Section 133.34 of the Ohio Revised Code (direct obligations and guaranteed obligations together with the SLG Securities, collectively, the “*Securities*”).

The moneys in the Escrow Fund which shall be held in cash and Securities (if any) may, if and to the extent determined by the Finance Director to be financially advantageous to the City, be certified by an independent public accounting firm of national reputation in a written report (the “*Verification Report*”) to be of such maturities or redemption dates and interest payment dates, and to bear such interest, as will be sufficient together with any moneys in the

Escrow Fund to be held in cash as contemplated by the Verification Report, without further investment or reinvestment of either the principal amount thereof or the interest earnings therefrom, to cause the Refunded Bonds to be deemed to be not outstanding as provided for in Section 133.34 of the Ohio Revised Code or the Prior Trust Agreement, as applicable. The balance of the proceeds to be received from the sale of the Series 2020 Bonds, less any amount thereof contemplated by the Verification Report to be held in cash in the Escrow Fund and less any amount otherwise provided for herein, shall be used for the purposes described in this Ordinance. The Finance Director is hereby authorized to retain and designate in the Certificate of Award an independent public accounting firm of national reputation to prepare and deliver the Verification Report.

At the direction of the Finance Director, the Escrow Trustee or the Original Purchaser is authorized to apply and subscribe for SLG Securities on behalf of the City. Further, if the Finance Director determines that it would be in the best interest of and financially advantageous to the City to purchase Treasury Securities for deposit into the Escrow Fund, the Finance Director or any other officer of the City, on behalf of the City and in their official capacity, may purchase and deliver such obligations, engage the services of a municipal advisor, bidding agent or similar entity for the purpose of facilitating the bidding, purchase and delivery of such obligations for, and any related structuring of, the Escrow Fund, execute such instruments as are deemed necessary to engage such services for such purpose, and provide further for the payment of the cost of obtaining such services, except to the extent paid by the Original Purchaser in accordance with the Certificate of Award and the Purchase Agreement (if any), from the proceeds of the Series 2020 Bonds to the extent available and otherwise from any other funds lawfully available and that are appropriated or shall be appropriated for that purpose.

Any such moneys and Securities (if any), in addition thereto contemplated by the Verification Report to be held in cash, shall be held by the Escrow Trustee in trust and committed irrevocably to the payment of the principal of and interest on the Refunded Bonds.

Section 12. Further Authorizations and Implementation of Authorizations. The Mayor, the City Manager, the Finance Director, the City Law Director, the Clerk of Council and other City officials, as appropriate, are each authorized and directed to do all things necessary and appropriate to complete and perform the delivery of the Series 2020 Bonds to the Original Purchaser and, in accordance with the terms and provisions of the Trust Agreement, the General Bond Ordinance, this Ordinance, the Purchase Agreement (if any) and the Certificate of Award, to make the necessary arrangements on behalf of the City to establish the date, location, procedure and conditions for the delivery of the Series 2020 Bonds to the Original Purchaser to the extent not provided for therein, and those officials, or any of them are further directed to take all steps necessary to effect due authentication, delivery and security of the Series 2020 Bonds under the terms of the Trust Agreement, the General Bond Ordinance, this Ordinance, the Purchase Agreement (if any) and the Certificate of Award, including, without limitation, the execution and delivery of such transcript certificates, financial statements and other documents and instruments as are, in the opinion of bond counsel, necessary or appropriate to consummate the transactions provided for in the Trust Agreement, the General Bond Ordinance, this Ordinance, the Purchase Agreement (if any) and the Certificate of Award.

The Finance Director is authorized to enter into necessary contracts without competitive bidding to provide services with respect to the Series 2020 Bonds by City's bond counsel, the City's municipal advisor, the rating service or services, the Trustee, the Escrow Trustee, by providers of credit support instruments, by a provider of the Verification Report, for the printing of the preliminary and final official statements and for the printing of the Series 2020 Bonds, and by other necessary service providers, all as deemed necessary by the Finance Director to be consistent with the foregoing authorization and in the best interests of the City. The costs of those services shall be paid from moneys (a) withheld by the Original Purchaser on behalf of the City from the purchase price of the Series 2020 Bonds or (b) deposited in the Water Construction Fund which is appropriated for that purpose. The actions of the Finance Director or any other officer of the City in doing any and all acts necessary in connection with the issuance and sale of the Series 2020 Bonds are hereby ratified and confirmed.

Section 13. Bond Counsel. The legal services of the law firm of Squire Patton Boggs (US) LLP are hereby retained. Those legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the authorization, sale and issuance of the Series 2020 Bonds and rendering at delivery related legal opinions, all as set forth in the form of engagement letter from that firm which is now on file in the office of the Clerk of Council. In providing those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of this City in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, any county or municipal corporation or of this City, or the execution of public trusts. For those legal services, that firm shall be paid just and reasonable compensation and shall be reimbursed for actual out-of-pocket expenses incurred in providing those legal services. The Finance Director is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm. The amounts necessary to pay those fees and any reimbursement are hereby appropriated from the proceeds of the Series 2020 Bonds, if available, and otherwise from available moneys in the Water Revenue Fund.

Section 14. Municipal Advisor. The services of Sudsina & Associates, LLC, as municipal advisor, are hereby retained. The municipal advisory services shall be in the nature of financial advice and recommendations in connection with the issuance and sale of the Series 2020 Bonds. In rendering those municipal advisory services, as an independent contractor, that firm shall not exercise any administrative discretion on behalf of the City in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the City or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those municipal advisory services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those municipal advisory services. The Finance Director is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm. The amounts necessary to pay those fees and any reimbursement are hereby appropriated from the proceeds of the Series 2020 Bonds, if available, and otherwise from available moneys in the Water Revenue Fund.

Section 15. Other Determinations. This Council determines that all acts and conditions necessary to be done or performed by the City or to have been met precedent to and in the issuing of the Series 2020 Bonds in order to make them legal, valid and binding special obligations of the City have been performed and have been met, or will at the time of delivery of the Series 2020 Bonds have been performed and have been met, in regular and due form as required by law; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Series 2020 Bonds.

Section 16. Compliance with Open Meeting Requirements. 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 Ordinance were taken in an open meeting of this Council or any of its committees, and that all deliberations of this Council and of any of its committees that resulted in those formal actions were in meetings open to the public, all in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Section 17. Severability. Each section of this Ordinance and each subdivision of any section thereof is hereby declared to be independent, and the finding or holding of any section or subdivision of any section thereof to be invalid or void shall not be deemed nor held to affect the validity of any other section or subdivision of this Ordinance.

Section 18. Effective Date. This Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health and safety, and for the further reason that this Ordinance is required to be immediately effective in order to issue and sell the Series 2020 Bonds, which is necessary to enable the City to take advantage of favorable interest rates and realize a savings in interest costs by refunding the Refunded Bonds; wherefore, this Ordinance shall be in full force and effect immediately upon its passage.

Passed: _____, 2020

Joseph D. Bialorucki, Council President

Approved: _____, 2020

Jason P. Maassel, Mayor

VOTE ON PASSAGE _____ Yea _____ Nay _____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council of the City of Napoleon, do hereby certify that the foregoing Ordinance No. 049-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City on the ____ day of _____, 2020; and I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances of Napoleon, Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

CERTIFICATION OF RECORDS

I, Roxanne Dietrich, Clerk of Council, of the City of Napoleon, Ohio, do hereby certify and attest that this document to be a **True and Correct** copy of Ordinance Number 049-20, passed _____, 2020.

Roxanne Dietrich, Clerk of Council

Date

ORDINANCE NO. 050-20

AN ORDINANCE AUTHORIZING THE ISSUANCE OF REVENUE BONDS FROM TIME TO TIME FOR THE PURPOSE OF PAYING THE COSTS OF IMPROVING THE CITY'S MUNICIPAL SEWER SYSTEM OR REFUNDING DEBT ISSUED BY THE CITY FOR THAT PURPOSE AND AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER TRUST AGREEMENT PROVIDING FOR THE RIGHTS OF THE HOLDERS OF THE BONDS AND PLEDGING CERTAIN REVENUES AND FUNDS TO SECURE THOSE BONDS; AND DECLARING AN EMERGENCY

WHEREAS, pursuant to the Article XVIII of the Ohio Constitution, the City now owns and operates, as a public utility, a municipal sewer system (the "*Utility*") the services of which are supplied to users within and without the City; and,

WHEREAS, pursuant to the Ohio Constitution, the City is authorized to: (a) issue its revenue bonds (the "*Bonds*") for the purpose of paying the costs of improving the Utility and for the purpose of paying the costs of refunding debt issued to pay the costs of improving the Utility, (b) refund any or all of the Bonds, (c) enter into a master trust agreement and supplemental trust agreements to secure the Bonds, and (d) provide for the pledge or assignment of revenues sufficient to pay the principal of and interest and any redemption premium on the Bonds; **Now Therefore**,

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. Determinations, Findings and Covenants by the City.

(a) This Council finds and determines that it is necessary and in the best interest of the City to issue Bonds from time to time to provide moneys (i) for the purpose of paying the costs of improving the Utility and for the purpose of paying the costs of refunding debt issued to pay the costs of improving the Utility, (ii) to refund any or all of the Bonds, (iii) to fund a bond reserve fund (if required by the applicable proceedings), and (iv) to pay the costs of issuance of the Bonds.

(b) This Council hereby finds and determines that, pursuant to the Constitution and laws of the State, the City as necessary shall have the right to issue Bonds pursuant to the terms and conditions of the Master Trust Agreement (the "*Master Trust Agreement*") dated as of the date of delivery of the initial series of Bonds and by and between the City and the Trustee (as defined in Section 2), which provides that each series of Bonds shall be authorized by an applicable Series Bond Ordinance of this Council and any related Supplemental Trust Agreement.

(c) This Council hereby covenants that the City will observe and perform all of its agreements and obligations provided for by the Bonds, the Master Trust Agreement and this Ordinance.

(d) Except when the context indicates otherwise or unless otherwise defined herein, the terms used but not defined herein shall have the meaning ascribed to them in the Master Trust Agreement.

Section 2. Trustee; Security for the Bonds. The Finance Director is hereby authorized to designate in the certificate awarding the initial series of Bonds a bank or trust company authorized to do business in the State of Ohio to act as the initial trustee (the “*Trustee*”) under the Master Trust Agreement.

The Bonds shall be special obligations of the City and, except as otherwise provided in the Master Trust Agreement, the Bond Service Charges shall be payable equally and ratably solely from the Net Revenues and the Pledged Funds. The payment of Bond Service Charges shall be secured by the Master Trust Agreement (as such Master Trust Agreement may be amended and supplemented from time to time in accordance with its terms) by a pledge of the Net Revenues and an assignment of the Pledged Funds to the Trustee, as provided in the Act, this Ordinance and the Master Trust Agreement. However, any pledge or assignment of, lien on or security interest in any fund, account, receivables, revenues, money or other intangible property not in the custody of the Trustee shall be valid and enforceable only to the extent permitted by law.

The City covenants that it will promptly pay from such sources the Bond Service Charges on every Bond issued under the Master Trust Agreement at the places, on the dates and in the manner provided in the applicable Series Bond Ordinance authorizing each series of Bonds, the applicable Supplemental Trust Agreement relating to each series of Bonds, the Master Trust Agreement and the Bonds, according to the true intent and meaning thereof.

Nothing in this Ordinance, the Bonds or the Master Trust Agreement shall constitute a general obligation debt or tax-supported bonded indebtedness of the City; the general resources of the City shall not be required to be used, and neither the general credit nor taxing power or full faith and credit of the City are or shall be pledged, for the performance of any duty under this Ordinance, the Master Trust Agreement or the Bonds. Nothing in this Ordinance gives the holders of Bonds, and they do not have, the right to have excises or taxes levied by the City for the payment of Bond Service Charges or Operating Expenses (as defined in the Master Trust Agreement), but the Bonds are payable solely from the Net Revenues and the Pledged Funds, as provided in this Ordinance and the Master Trust Agreement, and each Bond shall contain a statement to that effect; provided, however, that nothing shall be deemed to prohibit the City, of its own volition, from using to the extent it is lawfully authorized to do so, any other resources or revenues for the fulfillment of any of the terms, conditions or obligations of the Master Trust Agreement, this Ordinance or the Bonds.

Nothing in this Ordinance, the Bonds or the Master Trust Agreement shall prevent payment of Bond Service Charges on Additional Bonds from being otherwise secured and protected from sources or by funds and instruments not applicable to the initial series of Bonds and any one or more other series of Additional Bonds, or not being secured or protected from sources or by funds or instruments applicable to the initial series of Bonds or one or more other series of Additional Bonds. Without limiting the generality of the foregoing, nothing in the Master Trust Agreement shall prevent the City from providing a Credit Support Instrument pledged or relating

to the payment of Bond Service Charges on any one or more Bonds, or series of Bonds, or two or more series of Bonds, or part of a series of Bonds, and not on other Bonds or series of Bonds.

Section 3. Master Trust Agreement. In the name and on behalf of the City, and in connection with the issuance and delivery of the initial series of Bonds, the Master Trust Agreement shall be signed by the City Manager and Finance Director in substantially the form now on file with the Clerk of Council. The Master Trust Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by those officers on behalf of the City, all of which shall be conclusively evidenced by the signing of the Master Trust Agreement or any amendments thereto.

Section 4. Continuation of Funds. The Sewer Construction Fund, the Sewer Revenue Fund, the Sewer Bond Service Fund (including the Interest Payment Account and the Principal Payment Account each contained therein), the Sewer Bond Reserve Fund, the Sewer Replacement and Improvement Fund, the Sewer Utility Reserve Fund and the Sewer Rebate Fund, each as defined and described in the Master Trust Agreement, and each as originally created by Ordinance No. 60-98 passed on June 29, 1998, and continued by Ordinance No. 027-10 passed on May 17, 2010, are hereby continued as of the date of the Master Trust Agreement. Moneys in those Funds shall be applied as provided in the Master Trust Agreement. The Finance Director is hereby authorized to transfer, simultaneously with the issuance and delivery of the initial series of Bonds pursuant to the Master Trust Agreement, all monies now on deposit in those Funds and Accounts and any other existing funds and accounts relating to the operation of the Utility (including any monies maintained pursuant to the Master Trust Agreement, dated July 20, 2010, by and between the City and U.S. Bank National Association, as trustee) into the Funds and accounts established by the Master Trust Agreement, the supplemental trust agreement relating to the initial series of Bonds and the Series Bond Ordinance authorizing the initial series of Bonds, in such manner as is determined by the Finance Director in the supplemental trust agreement relating to the initial series of Bonds to be in the best interest of and financial advantage to the City. The Finance Director is hereby authorized to maintain, or permit the maintenance of, such separate accounts in any of those Funds, and such separate subaccounts in any account, as is determined to be in the best interest of the City.

Section 5. Further Authorization. The Mayor, the City Manager, the Finance Director, the City Law Director, the Clerk of Council and other City officials, as appropriate, and any person serving in an interim or acting capacity for any such official, are each hereby authorized to execute any agreements, certifications, financing statements, documents or other instruments, and to take such other actions which are necessary or appropriate in the judgment of such officers to consummate the transactions contemplated herein and the Master Trust Agreement, or to protect the rights and interests of the City, the Trustee or the holders of Bonds.

Section 6. Compliance with Open Meeting Law. 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 Ordinance were taken in an open meeting of this Council or any of its committees, and that all deliberations of this Council and of any of its committees that resulted in those formal actions were in meetings open to the public, all in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Section 7. Effective Date. This Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health, or safety in the City and for the further reason that this Ordinance is required to be immediately effective in order to issue and sell the initial series of Bonds, which is necessary to enable the City to take advantage of favorable interest rates and realize a savings in interest costs by refunding certain bonds heretofore issued by the City for the purpose of paying the costs of improving the Utility; wherefore, this Ordinance shall be in full force and effect immediately upon its passage.

Passed: _____, 2020

Joseph D. Bialorucki, Council President

Approved: _____, 2020

Jason P. Maassel, Mayor

VOTE ON PASSAGE _____ Yea _____ Nay _____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council of the City of Napoleon, do hereby certify that the foregoing Ordinance No. 050-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City on the _____ day of _____, 2020; and I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances of Napoleon, Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

CERTIFICATION OF RECORDS

I, Roxanne Dietrich, Clerk of Council, of the City of Napoleon, Ohio, do hereby certify and attest that this document to be a **True and Correct** copy of Ordinance Number 050-20, passed _____, 2020.

Roxanne Dietrich, Clerk of Council

Date

ORDINANCE NO. 051-20

AN ORDINANCE PROVIDING FOR THE ISSUANCE AND SALE OF SEWER SYSTEM REFUNDING REVENUE BONDS, SERIES 2021, UNDER ARTICLE XVIII OF THE OHIO CONSTITUTION, IN THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$5,140,000, FOR THE PURPOSE OF PAYING THE COSTS OF REFUNDING CERTAIN OUTSTANDING OBLIGATIONS HERETOFORE ISSUED BY THE CITY TO IMPROVE THE UTILITY, AUTHORIZING VARIOUS RELATED DOCUMENTS AND INSTRUMENTS, INCLUDING A BOND PURCHASE AGREEMENT, A FIRST SUPPLEMENTAL TRUST AGREEMENT, AN ESCROW AGREEMENT AND AN OFFICIAL STATEMENT; AND DECLARING AN EMERGENCY

WHEREAS, pursuant to Article XVIII of the Ohio Constitution, the City now owns and operates, as a public utility, a municipal sewer system (the “*Utility*”) the services of which are supplied to users within and without the corporate limits of the City; and,

WHEREAS, this Council has previously determined that improvements to the Utility are necessary for it to be adequate to meet the needs of the City, its inhabitants and other users, and this Council caused to be prepared by consulting engineers suitable reports, plans, specifications and estimates of cost sufficient to determine the nature, character and cost of improving the Utility; and,

WHEREAS, based upon those reports, this Council previously determined it to be necessary and took certain steps to improve the Utility; and,

WHEREAS, pursuant to Ordinances No. 027-10 and No. 028-10, each passed on May 17, 2010 (collectively, the “*Series 2010 Bond Ordinance*”) and the Master Trust Agreement, dated July 20, 2010, by and between the City and U.S. Bank National Association, as trustee (the “*Prior Master Trust Agreement*”) as supplemented by the First Supplemental Trust Agreement, dated July 20, 2010, by and between the City and U.S. Bank National Association, as trustee (the “*Prior First Supplemental Trust Agreement*”), bonds in the principal amount of (a) \$3,850,000 dated July 20, 2010 (the “*Series 2010A Bonds*”) and (b) \$2,535,000 dated July 20, 2010 (the “*Series 2010B Bonds*”), were issued for the purpose of paying the costs of improving the Utility and refunding obligations that were issued for the purpose of paying the costs of improving the Utility; and,

WHEREAS, pursuant to Ordinance No. 027-10 passed on May 17, 2010 and Ordinance No. 030-12 passed on May 7, 2012 (collectively, the “*Series 2012 Bond Ordinance*” and together with the Series 2010 Bond Ordinance, the “*Refunded Bonds Ordinances*”) and the Prior Master Trust Agreement as supplemented by the Second Supplemental Trust Agreement, dated July 24, 2012, by and between the City and U.S. Bank National Association, as trustee (the “*Prior First Supplemental Trust Agreement*”), bonds in the principal amount of \$1,100,000 dated July 24, 2012 (the “*Series 2012 Bonds*”), were issued for the purpose of paying the costs of improving the Utility; and,

WHEREAS, this Council finds and determines that it will be in the City’s best interest to issue Bonds in the maximum aggregate principal amount of \$5,140,000 (the “*Series 2021 Bonds*”) in order to refund at a lower rate of interest all or a portion of the outstanding Series 2010A Bonds, the outstanding Series 2010B Bonds and the outstanding Series 2012 Bonds (collectively, the “*Outstanding Bonds*”), which (a) outstanding Series 2010A Bonds maturing on or after December 1, 2021 are subject to prior redemption at the option of the City on any date and (b) outstanding Series 2010B Bonds and outstanding Series 2012 maturing on or after December 1, 2021 are subject to prior redemption at the option of the City on or after December 1, 2020, in each case, at a redemption price of 100% of par plus any accrued interest to their redemption date, and to pay any expenses relating to that refunding and the issuance of the Series 2021 Bonds; and,

WHEREAS, this Council previously determined, pursuant to Ordinance No. 050-20 passed on October 5, 2020 (the “*General Bond Ordinance*”), that it is necessary and in the best interest of the City to issue revenue bonds from time to time to provide moneys (i) for the purpose of paying the costs of improving the Utility and for the purpose of paying the costs of refunding debt issued to pay the costs of improving the Utility, (ii) to refund any or all of the Bonds, (iii) to fund a bond reserve fund (if required by the applicable proceedings), and (iv) to pay the costs of issuance of the Bonds; and,

WHEREAS, this Council finds and determines that it is necessary and in the best interest of the City to issue Sewer System Refunding Revenue Bonds, Series 2021, to provide moneys to (i) pay the costs of refunding the Refunded Bonds (as herein defined) which were issued to pay the costs of improving the Utility, (ii) to fund the Bond Reserve Requirement for the Series 2021 Bonds to the extent it is determined to be financially advantageous to the City and (iii) to pay the costs of issuance of the Series 2021 Bonds; **Now Therefore**,

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. Definitions and Interpretation. In addition to the words and terms elsewhere defined in the General Bond Ordinance and in this Ordinance, unless the context or use clearly indicates another or different meaning or intent:

“*Act*” means the Ohio Constitution, in particular Article XVIII of that Constitution, and any constitutionally applicable laws of the State.

“*Additional Bonds*” means additional obligations issued pursuant to the Master Trust Agreement subsequent to the issuance of the Series 2021 Bonds on a parity with the Series 2021 Bonds and any Additional Bonds theretofore or thereafter issued with respect to the pledge of the Net Revenues and the assignment of and, to the extent permitted by law, a security interest in the Pledged Funds for the payment of Bond Services Charges (except as otherwise provided in the Master Trust Agreement).

“*Authorized Denominations*” means, with respect to the Series 2021 Bonds, the denomination of \$5,000 or any whole multiple in excess thereof.

“*Bond Legislation*” means (a) when used with reference to the Series 2021 Bonds, the General Bond Ordinance, this Ordinance and the Certificate of Award and (b) when used with

reference to an issue of Additional Bonds, the General Bond Ordinance, the applicable Series Bond Ordinance and applicable certificate of award.

“*Bond Register*” means the books kept and maintained by the Bond Registrar pursuant to the Trust Agreement for the registration, exchange and transfer of Series 2021 Bonds.

“*Bond Reserve Requirement*” means the balance (if any) required by the Trust Agreement to be maintained in the Sewer Bond Reserve Fund for the Series 2021 Bonds.

“*Bond Proceedings*” means (a) when used with reference to the Series 2021 Bonds, collectively, the Bond Legislation, the Trust Agreement (including the First Supplemental Trust Agreement), the Continuing Disclosure Agreement and such other proceedings of the City, including the Series 2021 Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Series 2021 Bonds and (b) when used with reference to an issue of Additional Bonds, collectively, the Bond Legislation, the Trust Agreement (including the applicable supplemental trust agreement), the applicable continuing disclosure agreement and such other proceedings of the City, including the Additional Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Additional Bonds.

“*Bond Service Charges*” means the principal (as payable at stated maturity, or by acceleration or otherwise), interest and any redemption premium required to be paid by the City on the Bonds, and includes any Mandatory Sinking Fund Redemption Requirements. In the case of payment of Bond Service Charges by a person other than the City pursuant to a Credit Support Instrument, “*Bond Service Charges*” means the reimbursement by the City to the provider of that Credit Support Instrument of the amount so paid. In determining Bond Service Charges for a Fiscal Year or any other period, Mandatory Sinking Fund Redemption Requirements for that Fiscal Year or period shall be taken into account, and principal maturities or interest payments for which Mandatory Sinking Fund Redemption Requirements are imposed and complied with in a prior Fiscal Year or period, to that extent, shall be excluded.

“*Bonds*” means the Series 2021 Bonds and any Additional Bonds.

“*Book entry form*” or “*book entry system*” means a form or system under which (a) the ownership of beneficial interests in the Series 2021 Bonds and the principal of and interest and any premium on the Series 2021 Bonds may be transferred only through a book entry, and (b) physical Series 2021 Bond certificates in fully registered form are issued by the City and payable only to a Depository or its nominee as registered owner, with the certificates deposited with and “immobilized” in the custody of the Depository or its designated agent for that purpose. The book entry maintained by others than the City is the record that identifies the owners of beneficial interests in the Series 2021 Bonds and that principal and interest.

“*Certificate of Award*” means the certificate authorized by Section 6, to be executed by the Finance Director, setting forth and determining those terms or other matters pertaining to the Series 2021 Bonds and their issuance, sale and delivery as this Ordinance requires or authorizes to be set forth or determined therein.

“*City*” means the City of Napoleon, Ohio.

“*City Law Director*” means the City Law Director of the City or any person serving in an interim or acting capacity with respect to that office.

“*City Manager*” means the City Manager of the City or any person serving in an interim or acting capacity with respect to that office.

“*Clerk of Council*” means the Clerk of Council of the City or any person serving in an interim or acting capacity with respect to that office.

“*Closing Date*” means the date of physical delivery of, and payment of the purchase price for, the Series 2021 Bonds.

“*Code*” means the Internal Revenue Code of 1986, as amended, the Regulations (whether temporary or final) under that Code or the statutory predecessor of that Code, and any amendments of, or successor provisions to, the foregoing and any official rulings, announcements, notices, procedures and judicial determinations regarding any of the foregoing, all as and to the extent applicable. Unless otherwise indicated, reference to a Section of the Code includes any applicable successor section or provision and such applicable Regulations, rulings, announcements, notices, procedures and determinations pertinent to that Section.

“*Continuing Disclosure Agreement*” means the Continuing Disclosure Agreement which shall constitute the continuing disclosure agreement made by the City for the benefit of the holders and beneficial owners of the Series 2021 Bonds in accordance with the Rule, as it may be modified from the form on file with the Clerk of Council and executed by the City Manager and Finance Director, all in accordance with Section 10.

“*Council*” means the City Council of the City.

“*Credit Support Instrument*” means an insurance policy, including a policy of bond insurance, letter of credit or other credit enhancement, support or liquidity device provided pursuant to an agreement to which the City is a party and which is used to enhance the security or liquidity of the Series 2021 Bonds or part of the Series 2021 Bonds.

“*Escrow Agreement*” means the Escrow Agreement between the City and the Escrow Trustee, as it may be modified from the form on file with the Clerk of Council and executed by the City Manager and the Finance Director in accordance with Section 11.

“*Escrow Fund*” means the City of Napoleon, Ohio – Series 2021 Sewer Refunding Escrow Fund created pursuant to Section 11 and in accordance with the Escrow Agreement.

“*Escrow Trustee*” means a bank or trust company authorized to do business in the State of Ohio and designated by the Finance Director in the Certificate of Award pursuant to Section 11 as the initial escrow trustee for the Refunded Bonds under the Escrow Agreement and until a successor Escrow Trustee shall have become such pursuant to the provisions of the Escrow Agreement and, thereafter, “*Escrow Trustee*” shall mean the successor Escrow Trustee.

“*Finance Director*” means the Finance Director of the City or any person serving in an interim or acting capacity with respect to that office.

“*Financing Costs*” shall have the meaning given in Section 133.01 of the Ohio Revised Code.

“*First Supplemental Trust Agreement*” means the First Supplemental Trust Agreement by and between the City and the Trustee, as it may be modified from the form on file with the Clerk of Council and executed by the City Manager and the Finance Director, all in accordance with Section 4.

“*General Bond Ordinance*” means Ordinance No. 050-20 passed by the Council on October 5, 2020.

“*Interest Payment Account*” means the Interest Payment Account of the Sewer Bond Service Fund continued by the General Bond Ordinance and the Master Trust Agreement and to be held by the Trustee.

“*Interest Payment Dates*” means, unless otherwise specified in the Certificate of Award, June 1 and December 1 of each year that the Series 2021 Bonds are outstanding, commencing on the date specified in the Certificate of Award.

“*Mandatory Redemption Date*” shall have the meaning set forth in Section 3(b).

“*Mandatory Sinking Fund Redemption Requirements*” shall have the meaning set forth in Section 3(e)(i).

“*Master Trust Agreement*” means the Master Trust Agreement by and between the City and the Trustee, as it may be modified from the form on file with the Clerk of Council and heretofore authorized by the General Bond Ordinance.

“*Net Revenues*” shall have the meaning set forth in the Trust Agreement.

“*Operating Expenses*” shall have the meaning set forth in the Master Trust Agreement.

“*Original Purchaser*” means the purchaser of the Series 2021 Bonds specified in the Certificate of Award.

“*Participant*” means any participant contracting with a Depository under a book entry system and includes securities brokers and dealers, banks and trust companies and clearing corporations.

“*Pledged Funds*” shall have the meaning set forth in the Trust Agreement.

“*Principal Payment Account*” means the Principal Payment Account in the Sewer Bond Service Fund continued by the General Bond Ordinance and the Master Trust Agreement and to be held by the Trustee.

“*Principal Payment Dates*” means, unless otherwise specified in the Certificate of Award, December 1 in each of the years as determined by the Finance Director in the Certificate of Award, *provided* that the first Principal Payment Date for the portion of the Series 2021 Bonds allocable to a component purpose of the Refunded Bonds shall occur no later than the earliest maturity date of the Refunded Bonds allocable to that component purpose, and *provided further* that in no case shall the final Principal Payment Date for the portion of the Series 2021 Bonds allocable to a component purpose of the Refunded Bonds exceed the original maximum permitted maturity of the Refunded Bonds allocable to that component purpose, all of which determinations shall be made by the Finance Director in the Certificate of Award.

“*Purchase Agreement*” means the Bond Purchase Agreement, which to the extent the execution and delivery of such Agreement is determined by the City Manager and the Finance Director to be in the best interest of and financially advantageous to the City as evidenced by the execution thereof, shall be between the City and the Original Purchaser, as it may be modified from the form on file with the Finance Director and executed by the City Manager and the Finance Director, all in accordance with Section 6.

“*Redemption Date*” means the date or dates designated by the Finance Director in the Certificate of Award as the earliest practicable date or dates on which the respective Refunded Bonds shall be redeemed in accordance with Section 11, *provided* that no such Redemption Date or Dates shall be later than ninety (90) days following the Closing Date.

“*Refunded Bonds*” means, collectively, the principal maturities of the Outstanding Bonds to be determined by the Finance Director in the Certificate of Award as the maturities the refunding of which will be in the best interest of and financially advantageous to the City.

“*Regulations*” means Treasury Regulations issued pursuant to the Code or to the statutory predecessor of the Code.

“*Rule*” means Rule 15c2-12 prescribed by the SEC pursuant to the Securities Exchange Act of 1934.

“*SEC*” means the Securities and Exchange Commission.

“*Securities Depository*” or “*Depository*” means any securities depository that is a clearing agency registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934, operating and maintaining, with its Participants or otherwise, a book entry system to record ownership of beneficial interests in the Series 2021 Bonds or the principal of and interest and any premium on the Series 2021 Bonds, and to effect transfers of the Series 2021 Bonds, in book entry form, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York.

“*Serial Bonds*” means those Series 2021 Bonds designated as such and maturing on the dates set forth in the Certificate of Award, bearing interest payable on each Interest Payment Date and not subject to Mandatory Sinking Fund Redemption Requirements.

“*Series 2021 Bonds*” means the Sewer System Refunding Revenue Bonds, Series 2021, as authorized in Section 2.

“*Sewer Bond Reserve Fund*” means the Sewer Bond Reserve Fund continued in the Master Trust Agreement.

“*Sewer Bond Service Fund*” means the Sewer Bond Service Fund continued in the Master Trust Agreement.

“*Sewer Construction Fund*” means the Sewer Construction Fund continued in the Master Trust Agreement.

“*State*” means the State of Ohio.

“*Term Bonds*” means those Series 2021 Bonds designated as such and maturing on the date or dates set forth in the Certificate of Award, bearing interest payable on each Interest Payment Date and subject to Mandatory Sinking Fund Redemption Requirements.

“*Trust Agreement*” means, collectively, the Master Trust Agreement by and between the City and the Trustee, as amended and supplemented from time to time, including as supplemented by the First Supplemental Trust Agreement.

“*Trustee*” means a bank or trust company authorized to do business in the State of Ohio and designated by the Finance Director in the Certificate of Award to act as the initial trustee under the Trust Agreement, and any successor trustee pursuant to the Trust Agreement.

“*Utility*” means the municipal sewer system which is owned and operated by the City.

The captions and headings in this Ordinance are solely for convenience of reference and in no way define, limit or describe the scope or intent of any Sections, subsections, paragraphs, subparagraphs or clauses hereof. Reference to a Section means a section of this Ordinance unless otherwise indicated.

Section 2. Authorized Principal Amount and Purpose; Application of Proceeds. This Council determines that it is necessary and in the best interest of the City to issue bonds of this City in the maximum aggregate principal amount of \$5,140,000 (the “*Series 2021 Bonds*”) for the purpose of paying the costs of refunding bonds previously issued by the City for the purpose of paying the costs of improving the municipal sewer system, together with all incidental work and related appurtenances thereto. The Series 2021 Bonds shall be issued pursuant to the Act, the General Bond Ordinance, the Trust Agreement, this Ordinance and the Certificate of Award.

The aggregate principal amount of Series 2021 Bonds to be issued shall not exceed the maximum aggregate principal amount specified in this Section and shall be an amount determined by the Finance Director in the Certificate of Award to be the aggregate principal amount of Series 2021 Bonds that is required to be issued at this time for the purpose stated in this Section, taking into account the costs of refunding the Refunded Bonds, other City moneys available for the purpose, the cost of funding the Bond Reserve Requirement to the extent it is

determined to be financially advantageous to the City, the estimates of the Financing Costs and the interest rates on the Series 2021 Bonds. The Refunded Bonds shall be determined by the Finance Director in the Certificate of Award as the maturities of the Outstanding Bonds the refunding of which will be in the best interest of and financially advantageous to the City.

The Purchase Agreement (if any) and the Certificate of Award may authorize the Original Purchaser to withhold certain proceeds from the purchase price of the Series 2021 Bonds to provide for the payment of Financing Costs related to the Series 2021 Bonds on behalf of the City. Any portion of those proceeds received by the City representing premium (after payment of any Financing Costs identified in the Purchase Agreement (if any) and the Certificate of Award) shall be deposited into the Escrow Fund and used to pay the costs of refunding the Refunded Bonds and/or be deposited into the Sewer Bond Service Fund and used to pay Bond Service Charges on the Series 2021 Bonds, with such determination being made by the Finance Director in the Certificate of Award, consistent with the Finance Director's determination of the best interest of and financial advantage to the City.

The remaining proceeds from the sale of the Series 2021 Bonds received by the City (after the withholding and/or deposits described in the preceding paragraph) and any other available moneys of the City as determined by the Finance Director in the Certificate of Award, shall be allocated and deposited as follows and in the following order:

(a) To the Escrow Fund, the remaining amount necessary, to provide for the payment of the principal of and interest on the Refunded Bonds in accordance with Section 11 and the Escrow Agreement,

(b) To the extent that it is determined by the Finance Director in the Certificate of Award to be financially advantageous to the City, to the Sewer Bond Reserve Fund, any amount necessary to fully fund the Bond Reserve Requirement which is not otherwise funded from other available City moneys, and

(c) To the Sewer Construction Fund, the balance to provide for the payment of the Financing Costs of the Series 2021 Bonds.

The proceeds of the sale of the Series 2021 Bonds are appropriated and shall be used for the purpose for which those Series 2021 Bonds are issued as provided in this Ordinance and the Trust Agreement.

Section 3. Denominations; Dating; Principal and Interest Payment and Redemption Provisions. The Series 2021 Bonds shall be issued in one lot and only as fully registered bonds, in Authorized Denominations, but in no case as to a particular maturity date exceeding the principal amount maturing on that date. The Series 2021 Bonds shall be dated as provided in the Certificate of Award, *provided* that their dated date shall not be more than sixty (60) days prior to the Closing Date.

(a) Interest Rates and Payment Dates. The Series 2021 Bonds shall bear interest at the rate or rates per year (computed on the basis of a 360-day year consisting of twelve 30-day

months) as shall be determined by the Finance Director, subject to subsection (c) of this Section, in the Certificate of Award. Interest on the Series 2021 Bonds shall be payable at such rate or rates on the Interest Payment Dates until the principal amount has been paid or provided for. The Series 2021 Bonds shall bear interest from the most recent date to which interest has been paid or provided for or, if no interest has been paid or provided for, from their date.

(b) Principal Payment Schedule. The Series 2021 Bonds shall mature or be payable pursuant to Mandatory Sinking Fund Redemption Requirements on the Principal Payment Dates in principal amounts as shall be determined by the Finance Director, subject to subsection (c) of this Section, in the Certificate of Award, which determination shall be in the best interest of and financially advantageous to the City.

Consistent with the foregoing and in accordance with the determination of the best interest of and financial advantages to the City, the Finance Director shall specify in the Certificate of Award (i) the aggregate principal amount of Series 2021 Bonds to be issued as Serial Bonds, the Principal Payment Date or Dates on which those Series 2021 Bonds shall be stated to mature and the principal amount thereof that shall be stated to mature on each such Principal Payment Date, and (ii) the aggregate principal amount of Series 2021 Bonds to be issued as Term Bonds, the Principal Payment Date or Dates on which those Series 2021 Bonds shall be stated to mature, the principal amount thereof that shall be stated to mature on each such Principal Payment Date, the Principal Payment Date or Dates on which Term Bonds shall be subject to mandatory sinking fund redemption (each a “*Mandatory Redemption Date*”) and the principal amount thereof that shall be payable pursuant to Mandatory Sinking Fund Redemption Requirements on each Mandatory Redemption Date.

(c) Conditions for Establishment of Interest Rates. The net interest cost for the Series 2021 Bonds determined by taking into account the respective principal amounts of the Series 2021 Bonds and terms to maturity or Mandatory Sinking Fund Redemption Requirements of those principal amounts of Series 2021 Bonds shall not exceed 6.00%.

(d) Payment of Bond Service Charges. The Bond Service Charges on the Series 2021 Bonds shall be payable in accordance with the provisions of the Trust Agreement.

(e) Redemption Provisions. The Series 2021 Bonds shall be subject to redemption prior to stated maturity as follows:

(i) Mandatory Sinking Fund Redemption of Term Bonds. If any of the Series 2021 Bonds are issued as Term Bonds, the Term Bonds shall be subject to mandatory redemption in part by lot and be redeemed pursuant to mandatory sinking fund redemption requirements, at a redemption price of 100% of the principal amount redeemed, plus accrued interest to the redemption date, on the applicable Mandatory Redemption Dates and in the principal amounts payable on those Dates, for which provision is made in the Certificate of Award (such Dates and amounts being referred to as the “*Mandatory Sinking Fund Redemption Requirements*”) and the Trust Agreement.

(ii) Optional Redemption. The Series 2021 Bonds of the maturities and interest rates specified in the Certificate of Award (if any are so specified) shall be subject to optional redemption in accordance with the provisions of the Trust Agreement, in whole or in part in whole multiples of \$5,000 on the dates and at the redemption prices (expressed as a percentage of the principal amount to be redeemed), plus accrued interest to the redemption date, to be determined by the Finance Director in the Certificate of Award.

Section 4. Execution and Authentication of Series 2021 Bonds First Supplemental Trust Agreement. The Series 2021 Bonds shall be signed by the City Manager and the Finance Director, in the name of the City and in their official capacities; *provided* that either or both of those signatures may be a facsimile. The Series 2021 Bonds shall also be countersigned by the Mayor, *provided* that the signature of the Mayor may be a facsimile. The Series 2021 Bonds shall be issued in the Authorized Denominations and numbers as requested by the Original Purchaser and approved by the Finance Director, shall be numbered as determined by the Finance Director in order to distinguish each Series 2021 Bond from any other Series 2021 Bond, and shall express upon their faces the purpose, in summary terms, for which they are issued and that they are issued pursuant to the Act, the General Bond Ordinance, this Ordinance, the Trust Agreement and the Certificate of Award.

In the name and on behalf of the City, the First Supplemental Trust Agreement shall be signed by the City Manager and the Finance Director in substantially the form now on file with the Clerk of Council. The First Supplemental Trust Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by those officers on behalf of the City, all of which shall be conclusively evidenced by the signing of the First Supplemental Trust Agreement or any amendments thereto. The Finance Director shall provide for the payment of the services rendered and for reimbursement of expenses incurred pursuant to the Trust Agreement, except to the extent paid or reimbursed by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, from the proceeds of the Series 2021 Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

No Series 2021 Bond shall be valid or obligatory for any purpose or shall be entitled to any security or benefit under the Bond Proceedings unless and until the certificate of authentication printed on the Series 2021 Bond is signed by the Trustee as authenticating agent. Authentication by the Trustee shall be conclusive evidence that the Series 2021 Bond so authenticated has been duly issued, signed and delivered under, and is entitled to the security and benefit of, the Bond Proceedings. The certificate of authentication may be signed by any authorized officer or employee of the Trustee or by any other person acting as an agent of the Trustee and approved by the Finance Director on behalf of the City. The same person need not sign the certificate of authentication on all of the Series 2021 Bonds.

Section 5. Registration; Transfer and Exchange; Book Entry System.

(a) Bond Register. So long as any of the Series 2021 Bonds remain outstanding, the City will cause the Trustee to maintain and keep the Bond Register in accordance with the provisions of the Trust Agreement.

(b) Transfer and Exchange. The Series 2021 Bonds shall be exchanged and transferred in accordance with the provisions of the Trust Agreement.

(c) Book Entry System. Notwithstanding any other provisions of this Ordinance, if the Finance Director determines in the Certificate of Award that it is in the best interest of and financially advantageous to the City, the Series 2021 Bonds may be issued in book entry form in accordance with the following provisions of this Section.

The Series 2021 Bonds may be issued to a Securities Depository for use in a book entry system and, if and as long as a book entry system is utilized: (i) the Series 2021 Bonds may be issued in the form of a single, fully registered Series 2021 Bond representing each maturity, and, if applicable, each interest rate within a maturity, and registered in the name of the Securities Depository or its nominee, as registered owner, and immobilized in the custody of the Securities Depository or its designated agent for that purpose, which may be the Trustee; (ii) the beneficial owners of Series 2021 Bonds in book entry form shall have no right to receive Series 2021 Bonds in the form of physical securities or certificates; (iii) ownership of beneficial interests in book entry form shall be shown by book entry on the system maintained and operated by the Securities Depository and its Participants, and transfers of the ownership of beneficial interests shall be made only by book entry by the Securities Depository and its Participants; and (iv) the Series 2021 Bonds as such shall not be transferable or exchangeable, except for transfer to another Securities Depository or to another nominee of a Securities Depository, without further action by the City.

If any Securities Depository determines not to continue to act as a Securities Depository for the Series 2021 Bonds for use in a book entry system, the Finance Director and the Trustee may attempt to establish a securities depository/book entry relationship with another qualified Securities Depository. If the Finance Director and the Trustee do not or are unable to do so, the Finance Director and the Trustee, after making provision for notification of the beneficial owners by the then Securities Depository and any other arrangements deemed necessary, shall permit withdrawal of the Series 2021 Bonds from the Securities Depository, and shall cause Series 2021 Bond certificates in registered form and Authorized Denominations to be authenticated by the Trustee and delivered to the assigns of the Securities Depository or its nominee, all at the cost and expense (including any costs of printing), if the event is not the result of City action or inaction, of those persons requesting such issuance.

The Finance Director and the Trustee are hereby authorized and directed, to the extent necessary or required, to enter into any agreements, in the name and on behalf of the City, that the Finance Director determines to be necessary in connection with a book entry system for the Series 2021 Bonds.

Section 6. Sale of the Series 2021 Bonds. The Finance Director is authorized to sell the Series 2021 Bonds at private sale to the Original Purchaser, at a purchase price of not less than 97% of the aggregate principal amount thereof, as shall be determined by the Finance Director in the Certificate of Award, plus accrued interest (if any) on the Series 2021 Bonds from their date to the Closing Date, and shall be awarded by the Finance Director with and upon such other terms as are required or authorized by this Ordinance to be specified in the Certificate of Award, in accordance with law, and the provisions of this Ordinance and the Purchase Agreement (if any).

The Finance Director shall sign and deliver the Certificate of Award and shall cause the Series 2021 Bonds to be prepared and signed and delivered, together with a true transcript of proceedings with reference to the issuance of the Series 2021 Bonds, to the Original Purchaser upon payment of the purchase price.

To the extent that the City Manager and the Finance Director determine that it would be economically advantageous to the City, the City Manager and the Finance Director shall sign and deliver, in the name and on behalf of the City, the Purchase Agreement between the City and the Original Purchaser, in substantially the form as is now on file with the Clerk of Council, providing for the sale to, and the purchase by, the Original Purchaser of the Series 2021 Bonds. The Purchase Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by the City Manager and the Finance Director on behalf of the City, all of which shall be conclusively evidenced by the signing of the Purchase Agreement or amendments thereto.

The Mayor, the City Manager, the Finance Director, the City Law Director, the Clerk of Council and other City officials, as appropriate, and any person serving in an interim or acting capacity for any such official, are each hereby authorized to execute any agreements, certifications, financing statements, documents or other instruments, and to take such other actions which are necessary or appropriate in the judgment of such officers to consummate the transactions contemplated herein, or to protect the rights and interests of the City, the Trustee or the holders of Series 2021 Bonds.

Section 7. Security. The Series 2021 Bonds shall be special obligations of the City. To the extent provided in and except as otherwise permitted by the Bond Proceedings, the Bond Service Charges shall be payable equally and ratably solely from the Net Revenues and the Pledged Funds, and the payment of Bond Service Charges on the Series 2021 Bonds shall be secured (a) by the Master Trust Agreement and (b) by a pledge of the Net Revenues and an assignment of the Pledged Funds to the Trustee. However, any pledge or assignment of or lien on any fund, account, receivables, revenues, money or other intangible property not in the custody of the Trustee shall be valid and enforceable only to the extent permitted by law.

If the Finance Director determines in the Certificate of Award that it would be in the best interest of and financially advantageous to the City, moneys shall be deposited into and maintained in the Sewer Bond Reserve Fund for the benefit of the holders of the Series 2021 Bonds.

Nothing in the Series 2021 Bond Proceedings shall constitute a general obligation debt or tax-supported bonded indebtedness of the City; the general resources of the City shall not be required to be used, and neither the general credit nor taxing power or full faith and credit of the City are or shall be pledged, for the performance of any duty under the Series 2021 Bond Proceedings. Nothing in the Series 2021 Bond Proceedings gives the holders of the Series 2021 Bonds, and they do not have, the right to have excises or taxes levied by the City for the payment of Bond Service Charges or Operating Expenses, but the Series 2021 Bonds are payable solely from the Net Revenues and the Pledged Funds, as provided in the Series 2021 Bond Proceedings, and each Series 2021 Bond shall contain a statement to that effect; *provided, however*, that nothing shall be deemed to prohibit the City, of its own volition, from using to the extent it is lawfully authorized to do so, any other resources or revenues for the fulfillment of any of the terms, conditions or obligations of the Series 2021 Bond Proceedings.

Section 8. Covenants of the City. The City, by issuance of the Series 2021 Bonds, covenants and agrees with their registered owners to promptly pay Bond Service Charges on every Bond issued under the Trust Agreement from the sources, at the places, on the dates and in the manner provided in the applicable Bond Proceedings and Bonds, according to their true intent and meaning and to perform its applicable covenants and agreements set forth in this Ordinance, the General Bond Ordinance, the Trust Agreement and in other applicable Bond Proceedings. The City specifically covenants and agrees that it will:

(a) Operate the Utility as a public utility under the Act, including all extensions thereof and improvements thereto.

(b) Subject to applicable requirements and restrictions imposed by law, at all times prescribe and charge such rates, charges and rentals for the services and facilities of the Utility, and so restrict Operating Expenses, as shall be necessary in order to meet the earnings coverage and other requirements of the Trust Agreement.

(c) Segregate, for accounting purposes, the Revenues and the Funds (each as defined in the Trust Agreement) in its custody from all other revenues and funds of the City.

(d) At any and all times, cause to be done all such further acts and things and cause to be signed and delivered all such further document and instruments as may be necessary to carry out the purpose of the Series 2021 Bonds and any Bond Legislation or as may be required by the Act, and comply with all requirements of law applicable to the Utility and its operation.

(e) Observe and perform faithfully at all times all covenants, agreements, authority, actions, undertakings, stipulations and provisions to be observed or performed on its part under the Trust Agreement, the Continuing Disclosure Agreement, the Purchase Agreement (if any), this Ordinance, the General Bond Ordinance, the Series 2021 Bonds and any other Bond Proceedings for the Series 2021 Bonds, and under all Council proceedings pertaining thereto.

Each of those obligations is binding upon the City, and upon each City officer or employee who from time to time may have the authority under law to take any action on behalf of the City that may be necessary to perform all or any part of that obligation, as a duty of the

City and of each of those officers and employees resulting from an office, trust or station within the meaning of Section 2731.01 of the Ohio Revised Code, providing for enforcement by writ of mandamus.

Section 9. Federal Tax Considerations. The City covenants that it will use, and will restrict the use and investment of, the proceeds of the Series 2021 Bonds in such manner and to such extent as may be necessary so that (a) the Series 2021 Bonds will not (i) constitute private activity bonds or arbitrage bonds under Sections 141 or 148 of the Code or (ii) be treated other than as bonds the interest on which is excluded from gross income under Section 103 of the Code, and (b) the interest on the Series 2021 Bonds will not be an item of tax preference under Section 57 of the Code.

The City further covenants that (a) it will take or cause to be taken such actions that may be required of it for the interest on the Series 2021 Bonds to be and remain excluded from gross income for federal income tax purposes, (b) it will not take or authorize to be taken any actions that would adversely affect that exclusion, and (c) it, or persons acting for it, will, among other acts of compliance, (i) apply the proceeds of the Series 2021 Bonds to the governmental purpose of the borrowing, (ii) restrict the yield on investment property, (iii) make timely and adequate payments to the federal government, (iv) maintain books and records and make calculations and reports and (v) refrain from certain uses of those proceeds, and, as applicable, of property financed with such proceeds, all in such manner and to the extent necessary to assure such exclusion of that interest under the Code.

The Finance Director, as fiscal officer of this City, or any other officer of the City having responsibility for issuance of the Series 2021 Bonds is hereby authorized (a) to make or effect any election, selection, designation, choice, consent, approval, or waiver on behalf of the City with respect to the Series 2021 Bonds as the City is permitted to or required to make or give under the federal income tax laws, including, without limitation thereto, any of the elections available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the Series 2021 Bonds or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments or penalties with respect to the Series 2021 Bonds, or making payments of special amounts in lieu of making computations to determine, or paying, excess earnings as rebate, or obviating those amounts or payments with respect to the Series 2021 Bonds, which action shall be in writing and signed by the officer, (b) to take any and all other actions, make or obtain calculations, make payments, and make or give reports, covenants and certifications of and on behalf of the City, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Series 2021 Bonds, and (c) to give one or more appropriate certificates of the City, for inclusion in the transcript of proceedings for the Series 2021 Bonds, setting forth the reasonable expectations of the City regarding the amount and use of all the proceeds of the Series 2021 Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Series 2021 Bonds. The Finance Director or any other officer of the City having responsibility for issuance of the Series 2021 Bonds is specifically authorized to designate the Series 2021 Bonds as “qualified tax-exempt

obligations” if such designation is applicable and desirable, and to make any related necessary representations and covenants.

Each covenant made in this section with respect to the Series 2021 Bonds is also made with respect to all issues any portion of the debt service on which is paid from proceeds of the Series 2021 Bonds (and, if different, the original issue and any refunding issues in a series of refundings), to the extent such compliance is necessary to assure exclusion of interest on the Series 2021 Bonds from gross income for federal income tax purposes, and the officers identified above are authorized to take actions with respect to those issues as they are authorized in this section to take with respect to the Series 2021 Bonds.

Section 10. Official Statement, Rating, Bond Insurance, Continuing Disclosure and Financing Costs.

(a) Primary Offering Disclosure – Official Statement. The City Manager and the Finance Director are each authorized and directed, on behalf of the City and in their official capacities, to (i) prepare or cause to be prepared, and make or authorize modifications, completions or changes of or supplements to, a disclosure document in the form of an official statement relating to the original issuance of the Series 2021 Bonds in substantially the form as is now on file with the Clerk of Council, (ii) determine, and to certify or otherwise represent, when the official statement is to be “deemed final” (except for permitted omissions) by the City as of its date or is a final official statement for purposes of paragraph (b) of the Rule, (iii) use and distribute, or authorize the use and distribution of those official statements and any supplements thereto in connection with the original issuance of the Series 2021 Bonds, and (iv) complete and sign those official statements and any supplements thereto as so approved, together with such certificates, statements or other documents in connection with the finality, accuracy and completeness of those official statements and any supplements, as they may deem necessary or appropriate.

(b) Application for Rating or Bond Insurance. If, in the judgment of the Finance Director, the filing of an application for (i) a rating on the Series 2021 Bonds by one or more nationally-recognized rating agencies, or (ii) a policy of insurance from a company or companies to better assure the payment of principal of and interest on the Series 2021 Bonds, is in the best interest of and financially advantageous to this City, the Finance Director is authorized to prepare and submit those applications, to provide to each such agency or company such information as may be required for the purpose, and to provide further for the payment of the cost of obtaining each such rating or policy, except to the extent otherwise paid by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, from the proceeds of the Series 2021 Bonds to the extent available and otherwise from any other funds lawfully available and that are appropriated or shall be appropriated for that purpose. The Finance Director is hereby authorized, to the extent necessary or required, to enter into any agreements, in the name of and on behalf of the City, that the Finance Director determines to be necessary in connection with the obtaining of that bond insurance.

(c) Agreement to Provide Continuing Disclosure. For the benefit of the holders and beneficial owners from time to time of the Series 2021 Bonds, the City agrees to provide or

cause to be provided such financial information and operating data, audited financial statements and notices of the occurrence of certain events, in such manner as may be required for purposes of the Rule. The City Manager and the Finance Director are each authorized and directed to complete, sign and deliver the Continuing Disclosure Agreement, in the name and on behalf of the City, in substantially the form as is now on file with the Clerk of Council. The Continuing Disclosure Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by the City Manager and the Finance Director on behalf of the City, all of which shall be conclusively evidenced by the signing of the Continuing Disclosure Agreement or amendments thereto.

The Finance Director is further authorized and directed to establish procedures in order to ensure compliance by the City with its Continuing Disclosure Agreement, including timely provision of information and notices as described above. Prior to making any filing required under the Rule, the Finance Director shall consult with and obtain legal advice from, as appropriate, the City Law Director and bond or other qualified independent special counsel selected by the City. The Finance Director, acting in the name and on behalf of the City, shall be entitled to rely upon any such legal advice in determining whether a filing should be made. The performance by the City of its Continuing Disclosure Agreement shall be subject to the annual appropriation of any funds that may be necessary to perform it.

(d) Financing Costs. The expenditure of the amounts necessary to pay any Financing Costs in connection with the Series 2021 Bonds, to the extent not paid by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, is authorized and approved, and the Finance Director is authorized to provide for the payment of any such amounts and costs from the proceeds of the Series 2021 Bonds to the extent available and otherwise from any other funds lawfully available that are appropriated or shall be appropriated for that purpose.

Section 11. Call for Redemption of Refunded Bonds. To provide for the payment of the principal of and interest on the Refunded Bonds, the Finance Director is hereby authorized to designate in the Certificate of Award a bank or trust company authorized to do business in the State to act as the Escrow Trustee. The City Manager and the Finance Director shall sign and deliver, in the name and on behalf of the City, the Escrow Agreement between the City and the Escrow Trustee, in substantially the form as is now on file with the Clerk of Council. The Escrow Fund provided for in the Escrow Agreement is hereby created. The Escrow Agreement is approved, together with any changes or amendments that are not inconsistent with this Ordinance and not substantially adverse to the City and that are approved by the City Manager and the Finance Director, on behalf of the City, all of which shall be conclusively evidenced by the signing of the Escrow Agreement or amendments thereto. The Finance Director shall provide for the payment of the services rendered and for reimbursement of expenses incurred pursuant to the Escrow Agreement, except to the extent paid or reimbursed by the Original Purchaser in accordance with the Purchase Agreement (if any) and the Certificate of Award, from the proceeds of the Series 2021 Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

Acting pursuant to the Refunded Bonds Ordinances which authorized the Refunded Bonds, respectively, the Refunded Bonds, as determined by the Finance Director in the Certificate of Award to be refunded and called for redemption, are hereby called for redemption on the earliest practicable date or dates as set forth in the Certificate of Award (each a “*Redemption Date*”) at the required redemption price of the principal amount thereof, and the Finance Director is hereby authorized and directed to cause those Refunded Bonds to be called for redemption on each applicable Redemption Date and arrange for the notices of redemption to be given in accordance with the applicable provisions of the Refunded Bonds Ordinances.

For informational purposes, a certified copy of this Ordinance shall be sent by the Finance Director to the current bond trustee for the Refunded Bonds.

In order to provide for the payment of (a) the interest on the Refunded Bonds on each interest payment date following the Closing Date and through each applicable Redemption Date, (b) the principal and mandatory sinking fund payments (if any in each case) of the Refunded Bonds maturing on or prior to each applicable Redemption Date, and (c) the principal of the Refunded Bonds to be called for redemption on each applicable Redemption Date, the City covenants and agrees with the Escrow Trustee and with the owners of the Refunded Bonds that the City will take, and will cause the Escrow Trustee to take, all steps required by the terms of the Escrow Agreement to carry out such payments. The City will provide from the proceeds of the Series 2021 Bonds and other available funds in accordance with this Ordinance, moneys and investments sufficient to pay in full (a) the interest on the Refunded Bonds on each interest payment date following the Closing Date and through each applicable Redemption Date, (b) the principal and mandatory sinking fund payments (if any in each case) of the Refunded Bonds maturing on or prior to each applicable Redemption Date, and (c) the principal of the Refunded Bonds to be called for redemption on each applicable Redemption Date. The City covenants and agrees with the Escrow Trustee and with the owners of the Refunded Bonds that the City will take, and will cause the Escrow Trustee to take, all steps required by the terms of this Ordinance, Section 133.34 of the Ohio Revised Code or the Prior Trust Agreement, as applicable, and the Escrow Agreement to carry out such payments so that the Refunded Bonds are not deemed to be outstanding.

There shall be delivered to the Escrow Trustee for the Escrow Fund proceeds to be received from the sale of the Series 2021 Bonds and other available funds which shall be held in cash, or, if and to the extent determined by the Finance Director to be financially advantageous to the City, invested in United States Treasury Obligations (“*Treasury Securities*”), State and Local Government Series (“*SLG Securities*”) or other direct obligations of, or obligations guaranteed as to both principal and interest by, the United States of America as defined in Section 133.34 of the Ohio Revised Code (direct obligations and guaranteed obligations together with the SLG Securities, collectively, the “*Securities*”).

The moneys in the Escrow Fund which shall be held in cash and Securities (if any) may, if and to the extent determined by the Finance Director to be financially advantageous to the City, be certified by an independent public accounting firm of national reputation in a written report (the “*Verification Report*”) to be of such maturities or redemption dates and interest payment dates, and to bear such interest, as will be sufficient together with any moneys in the

Escrow Fund to be held in cash as contemplated by the Verification Report, without further investment or reinvestment of either the principal amount thereof or the interest earnings therefrom, to cause the Refunded Bonds to be deemed to be not outstanding as provided for in Section 133.34 of the Ohio Revised Code or the Prior Trust Agreement, as applicable. The balance of the proceeds to be received from the sale of the Series 2021 Bonds, less any amount thereof contemplated by the Verification Report to be held in cash in the Escrow Fund and less any amount otherwise provided for herein, shall be used for the purposes described in this Ordinance. The Finance Director is hereby authorized to retain and designate in the Certificate of Award an independent public accounting firm of national reputation to prepare and deliver the Verification Report.

At the direction of the Finance Director, the Escrow Trustee or the Original Purchaser is authorized to apply and subscribe for SLG Securities on behalf of the City. Further, if the Finance Director determines that it would be in the best interest of and financially advantageous to the City to purchase Treasury Securities for deposit into the Escrow Fund, the Finance Director or any other officer of the City, on behalf of the City and in their official capacity, may purchase and deliver such obligations, engage the services of a municipal advisor, bidding agent or similar entity for the purpose of facilitating the bidding, purchase and delivery of such obligations for, and any related structuring of, the Escrow Fund, execute such instruments as are deemed necessary to engage such services for such purpose, and provide further for the payment of the cost of obtaining such services, except to the extent paid by the Original Purchaser in accordance with the Certificate of Award and the Purchase Agreement (if any), from the proceeds of the Series 2021 Bonds to the extent available and otherwise from any other funds lawfully available and that are appropriated or shall be appropriated for that purpose.

Any such moneys and Securities (if any), in addition thereto contemplated by the Verification Report to be held in cash, shall be held by the Escrow Trustee in trust and committed irrevocably to the payment of the principal of and interest on the Refunded Bonds.

Section 12. Further Authorizations and Implementation of Authorizations. The Mayor, the City Manager, the Finance Director, the City Law Director, the Clerk of Council and other City officials, as appropriate, are each authorized and directed to do all things necessary and appropriate to complete and perform the delivery of the Series 2021 Bonds to the Original Purchaser and, in accordance with the terms and provisions of the Trust Agreement, the General Bond Ordinance, this Ordinance, the Purchase Agreement (if any) and the Certificate of Award, to make the necessary arrangements on behalf of the City to establish the date, location, procedure and conditions for the delivery of the Series 2021 Bonds to the Original Purchaser to the extent not provided for therein, and those officials, or any of them are further directed to take all steps necessary to effect due authentication, delivery and security of the Series 2021 Bonds under the terms of the Trust Agreement, the General Bond Ordinance, this Ordinance, the Purchase Agreement (if any) and the Certificate of Award, including, without limitation, the execution and delivery of such transcript certificates, financial statements and other documents and instruments as are, in the opinion of bond counsel, necessary or appropriate to consummate the transactions provided for in the Trust Agreement, the General Bond Ordinance, this Ordinance, the Purchase Agreement (if any) and the Certificate of Award.

The Finance Director is authorized to enter into necessary contracts without competitive bidding to provide services with respect to the Series 2021 Bonds by City's bond counsel, the City's municipal advisor, the rating service or services, the Trustee, the Escrow Trustee, by providers of credit support instruments, by a provider of the Verification Report, for the printing of the preliminary and final official statements and for the printing of the Series 2021 Bonds, and by other necessary service providers, all as deemed necessary by the Finance Director to be consistent with the foregoing authorization and in the best interests of the City. The costs of those services shall be paid from moneys (a) withheld by the Original Purchaser on behalf of the City from the purchase price of the Series 2021 Bonds or (b) deposited in the Sewer Construction Fund which is appropriated for that purpose. The actions of the Finance Director or any other officer of the City in doing any and all acts necessary in connection with the issuance and sale of the Series 2021 Bonds are hereby ratified and confirmed.

Section 13. Bond Counsel. The legal services of the law firm of Squire Patton Boggs (US) LLP are hereby retained. Those legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the authorization, sale and issuance of the Series 2021 Bonds and rendering at delivery related legal opinions, all as set forth in the form of engagement letter from that firm which is now on file in the office of the Clerk of Council. In providing those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of this City in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, any county or municipal corporation or of this City, or the execution of public trusts. For those legal services, that firm shall be paid just and reasonable compensation and shall be reimbursed for actual out-of-pocket expenses incurred in providing those legal services. The Finance Director is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm. The amounts necessary to pay those fees and any reimbursement are hereby appropriated from the proceeds of the Series 2021 Bonds, if available, and otherwise from available moneys in the Sewer Revenue Fund.

Section 14. Municipal Advisor. The services of Sudsina & Associates, LLC, as municipal advisor, are hereby retained. The municipal advisory services shall be in the nature of financial advice and recommendations in connection with the issuance and sale of the Series 2021 Bonds. In rendering those municipal advisory services, as an independent contractor, that firm shall not exercise any administrative discretion on behalf of the City in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the City or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those municipal advisory services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those municipal advisory services. The Finance Director is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm. The amounts necessary to pay those fees and any reimbursement are hereby appropriated from the proceeds of the Series 2021 Bonds, if available, and otherwise from available moneys in the Sewer Revenue Fund.

Section 15. Other Determinations. This Council determines that all acts and conditions necessary to be done or performed by the City or to have been met precedent to and in the issuing of the Series 2021 Bonds in order to make them legal, valid and binding special obligations of the City have been performed and have been met, or will at the time of delivery of the Series 2021 Bonds have been performed and have been met, in regular and due form as required by law; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Series 2021 Bonds.

Section 16. Compliance with Open Meeting Requirements. 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 Ordinance were taken in an open meeting of this Council or any of its committees, and that all deliberations of this Council and of any of its committees that resulted in those formal actions were in meetings open to the public, all in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Section 17. Severability. Each section of this Ordinance and each subdivision of any section thereof is hereby declared to be independent, and the finding or holding of any section or subdivision of any section thereof to be invalid or void shall not be deemed nor held to affect the validity of any other section or subdivision of this Ordinance.

Section 18. Effective Date. This Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health and safety, and for the further reason that this Ordinance is required to be immediately effective in order to issue and sell the Series 2021 Bonds, which is necessary to enable the City to take advantage of favorable interest rates and realize a savings in interest costs by refunding the Refunded Bonds; wherefore, this Ordinance shall be in full force and effect immediately upon its passage.

Passed: _____, 2020

Joseph D. Bialorucki, Council President

Approved: _____, 2020

Jason P. Maassel, Mayor

VOTE ON PASSAGE _____ Yea _____ Nay _____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council of the City of Napoleon, do hereby certify that the foregoing Ordinance No. 051-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City on the ____ day of _____, 2020; and I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances of Napoleon, Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council

CERTIFICATION OF RECORDS

I, Roxanne Dietrich, Clerk of Council, of the City of Napoleon, Ohio, do hereby certify and attest that this document to be a **True and Correct** copy of Ordinance Number 051-20, passed _____, 2020.

Roxanne Dietrich, Clerk of Council

Date

RESOLUTION NO. 042-20

A RESOLUTION APPOINTING MAYOR JASON MAASSEL AND COUNCILMAN DAN BAER TO REPRESENT THE CITY OF NAPOLEON, OHIO AS MEMBERS OF THE BOARD OF DIRECTORS OF THE COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY, OHIO; AND DECLARING AN EMERGENCY

WHEREAS, the Community Improvement Corporation of Henry County, Ohio was deemed an Agent of the City of Napoleon, Ohio for industrial, commercial, distribution, and research development by the approval and passage of Ordinance No. 106-05; and,

WHEREAS, the Community Improvement Corporation of Henry County, Ohio (CIC) exists for a public purpose, namely as an Agent of the City of Napoleon, Ohio to create and preserve jobs and employment opportunities in the City and improve the economic welfare of the residents of the City and of the State; and further encourages and causes the maintenance, location, relocation, expansion, modernization, and equipment of sites, buildings, structures, and appurtenant facilities for industrial, commercial, distribution, and research activities within the City and thereby preserves, maintains, or creates additional opportunities for employment within the City; and,

WHEREAS, the affairs of the CIC are managed by a Board of Directors (“Board”), with six (6) voting members, two (2) of which are designated for elected officials, and four (4) of which are designated for City residents; and,

WHEREAS, the City is required to formally designate two (2) elected officials to represent the City on the Board and to exercise the duties of CIC; **Now Therefore**,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:

Section 1. That, effective immediately, Jason Maassel and Dan Baer, in their capacities as Mayor of, and a Councilmember of the Municipality respectively, hereby are designated the representatives of the Municipality on the Board of the CIC to act on behalf of the Municipality and discharge duties as a voting member of said Board.

Section 2. That, the representatives so designated are authorized and empowered, acting for, in the name of and on behalf of the Municipality, and as the Municipality’s agent, to exercise all the functions, powers, rights and privileges, and to fulfill the obligations, that the Municipality may have as a voting member of the Board, including, without limitation, to attend and take part in meetings of the Board and of committees of the Board, to vote on and otherwise act with respect to all matters that may properly come before the Board or any committee of the Board, and to do or cause to be done all acts, and to take all steps as may in each case be, in the opinion of such representative, necessary or desirable in order to represent the Municipality and exercise its functions, powers, rights and privileges, and to fulfill its obligations, as a Director and to carry out the full intent and purposes of this Resolution and the purposes and powers of the CIC.

Section 3. That, it is found and determined that all formal actions of this City Council concerning and relating to the adoption of this Resolution were adopted in open meetings of this City Council, and that all deliberations of this City Council and any of its committees that resulted in such formal actions were in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code and the Codified Ordinances of Napoleon Ohio.

Section 5. That, if any other prior Ordinance or Resolution is found to be in conflict with this Resolution, then the provisions of this Resolution shall prevail. Further, if any portion of this Resolution is found to be invalid for any reason, such decision shall not affect the validity of the remaining portions of this Resolution or any part thereof.

Section 6. That, this Resolution is declared to be an emergency measure necessary for the immediate preservation of the public peace, health or safety of the City and its inhabitants, and for the further reason that this legislation must be in effect at the earliest possible time to designate new representatives to the CIC Board which affects the public peace, health, and safety accessible to our citizens; therefore, provided it receives the required number of votes for passage as emergency legislation, it shall be in full force and effect immediately upon its passage; otherwise, it shall be in full force and effect at the earliest time permitted by law. Further, the Emergency Clause is necessary to allow for the proper representation in a timely manner which affects the public peace, health, and safety accessible to our citizens, and for further reasons as stated in the Preamble hereof.

Passed: _____
Joseph D. Bialorucki, Council President

Approved: _____
Jason P. Maassel, Mayor

VOTE ON PASSAGE _____ Yea _____ Nay _____ Abstain

Attest:

Roxanne Dietrich, Clerk of Council

I, Roxanne Dietrich, Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Resolution No. 042-20 was duly published in the Northwest Signal, a newspaper of general circulation in said City, on the _____ day of _____, 2020; & I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances of Napoleon Ohio and the laws of the State of Ohio pertaining to Public Meetings.

Roxanne Dietrich, Clerk of Council



City of *NAPOLEON*, Ohio

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Web Page: www.napoleonohio.com

MEMORANDUM

Mayor
Jason Maassel

Members of Council

PRESIDENT:
Joseph Bialorucki

PRESIDENT PRO-TEM:
Daniel Baer

John Ross Durham
Jeff Comadoll
Kenneth Haase
Lori Siclair
Molly Knepley

City Manager
Joel L. Mazur

Finance Director
Kelly O'Boyle

Law Director
Billy D. Harmon

Public Works Director
Chad E. Lulfs, P.E., P.S.

DATE: October 2, 2020
TO: Members of City Council
Mayor Jason P. Maassel
From: Joel L. Mazur, City Manager
SUBJECT: Amended Reciprocity Tax Recommendation

During the past year, we have discussed in several public meetings the possibility of increasing staffing levels at the Napoleon Fire & Rescue Department and at the Police Department, among other items. The original recommendation from staff was to reduce the reciprocity income tax from 100% to 50% to address staffing levels, capital funds for road improvements and possibly the general fund reserve balance.

After listening to the discussions in the City Council meetings and Council committee meetings and after reviewing the Facebook survey results, staff is amending the original recommendation.

The amended recommendation is as follows:

- Recommend approval of a reciprocity income tax reduction of 30%.
- Funds would only be used for projected personnel expenses. No funds would be used for capital improvements.
- City Council would need to pass legislation to widen the income tax split from operating expenses and capital expenses, which is normally 62% operating to 38% capital.

Staff believes that the 30% reciprocity tax credit reduction would cover the costs needed for additional personnel, while still complying with previous ballot issues that were passed and previous ordinances. Attached is a sheet depicting how the funds would be allocated, along with the other supporting documentation from previous meetings.

Thank you for your time and consideration in addressing this very important issue.

RECIPROCITY REDUCTION TO PAY FOR CRITICAL POLICE AND FIRE ADDITIONAL COSTS

Original Proposal: 50% reciprocity

Amended Proposal: 30% reciprocity

Estimated Amount:	\$236,000.00	
Less Rec Levy (13.33%):	\$31,458.80	(.2 mill Levy)
Less Admin Cost approx. 8.5%:	<u>\$20,060.00</u>	
Estimated Available:*	\$184,481.20	
1st Year Dispatcher net Overtime savings:	\$50,004.00	(projection)
1st Year Part time Fire fighter net 24% township contract fee:	\$55,417.68	(projection)
1st Year Full time Fire fighter net 24% township contract fee:	<u>\$55,203.36</u>	(projection)
Remaining Projection:**	\$23,856.16	

** dependent on actual amounts received in year; average of 2016 & 2017; COVID-19 likely to effect amount; General Fund and capital split will need to be increased from 62/38 to a number determined as we go along in the budget.*

*** To assist with increased costs for future years and/or normal operating cost for police and fire services*

OTHER SOLUTIONS INSTEAD OF RECIPROCITY ADJUSTMENT

DRAFT

Other Solutions?

- SAFER Grant was explored, but not feasible for the City at this time. May need to revisit in 2021 until we can recover and rebuild from the COVID-19 pandemic. Remember this would require hiring four full time instead of the one full time and one part time firefighter.
- Reductions in service levels to stay with-in anticipated revenue? This will likely need to occur for the regular operations in 2021 due to COVID-19 and the large refund in 2019 that will continue to have an impact on our revenues. If used as an option, even more reduction would need to occur.
- Revise the General Fund vs. Capital split for the Income Tax? Currently for 2021, Council voted to have the split at 62% General Fund and 38% Capital after recommendation by the Mayor with ability to change if needed. To get roughly \$400K more to the General Fund utilizing guess-estimates for the 2021 estimate at this time would be a revised split of 76% to the General Fund and 24% split to Capital.
- Place an increase for the Income Tax on the ballot to generate the necessary revenue needed to provide all the services? .2% generates approximately \$600K so the increase would need to be roughly .15% to account for administrative costs reduction. This would make the City's income tax 1.65% instead of 1.5%.
- Place a levy on the ballot for operations of the police and fire departments as other jurisdictions do? The current Fire Pension Levy at .3 mills generates approximately \$45,230, so the levy would need to be 9 times the size or 2.7 mills. This would generate roughly \$407K.
- Reduce staffing in non-emergency service area to offset the shortfalls? Reductions would need to be significant to get actual General Fund savings due to the chargebacks to the Major Funds for services. The reductions could impact service levels in other non-emergency areas.
- Look at a phased approach to the reciprocity over a period of three years? This would allow for an easier transition for those effected but will delay the ability to bring on more emergency staff. Council could implement 16.67% reduction in 2021, 16.67% reduction in 2022 which then would be 33.34%, and then the final 16.67% reduction in 2023 for the full 50%.
- Look at a combination of a levy and reciprocity percentage? Council could place a 1.35 mill levy on the ballot and then implement a 25% reduction in reciprocity.
- Other options? We will assist Council with running scenarios for other options if someone has another idea or solution.

RECAP OF RECIPROCITY PROPOSED CHANGE

DRAFT 8/13/20

- ✚ **What is it?** The amount of Income Tax credit given to someone who lives in the City of Napoleon but works outside the City limits. Currently the reciprocity amount is 100%.
- ✚ **Proposal?** Recommend adjusting the Reciprocity credit to 50% from 100%
- ✚ **Generate?** Estimated to generate approximately \$392K a year. COVID-19 will likely affect this amount. This would be split between Recreation (.2%) and General Fund and Capital based on Council approved split after Recreation removed. 2020 split is 65% General Fund and 35% Capital.
- ✚ **How many City of Napoleon residents will it effect?** 2,638 maybe around 2,100 actual people
- ✚ **How much will it cost to those effected?** Estimated at \$7.50 per \$1,000 of income
- ✚ **Proposed uses of additional funds?** Pay for 1 full-time firefighter, 1 part-time fire fighter, 1 full-time dispatcher, road construction and assist with balancing the General Fund Budget as available/needed.
- ✚ **Need for additional firefighters and dispatcher?** As demonstrated in prior Safety & Human Resources Committee meetings and to Full Council, the number and type of calls has increased significantly over the years. The staffing issues of the Police and Fire Department are even more pressing with COVID-19. These Departments are very proud of the services they provide the citizens and feel that to continue the level of service, modifications to staffing need to be addressed.
- ✚ **Cost of 1 Full-time Firefighter?** Projected salary and benefits for 1st Year is \$72,635 and grows to \$92,630 for the 4th Year. Net the 24% Township reimbursement per contract is \$55,203 to \$70,399.
- ✚ **Cost of 1 Part-Time Firefighter?** Projected range for salary and benefits for the 12-hour shift is \$72,917 - \$77,380. Net the 24% Township reimbursement per contract is \$55,417 - \$58,809.
- ✚ **Cost of 1 Full-Time Dispatcher?** Projected salary and benefits for 1st Year is \$62,044 and grows to \$81,689 for the 4th Year. Net the conservative projection for savings in overtime of \$12K per year with the 6th Dispatcher is \$50,044 - \$69,689.

- ✚ **Additional for Roads?** Additional paving per year depending on cost of materials and labor at that time.
- ✚ **2020 Revenue Estimate vs. 2020 Budget?** \$6,384,094 vs. \$7,039,366 difference of \$655,272 from cash balance. Historically underspend budget and receive more revenue. During 2020 Budget process, appropriation was reduced to come closer to revenue estimate so less underspend possible. Revenue may not be more due to COVID-19 in the areas of Income Tax and Interest Income. We are monitoring and providing information to Council as we receive.
- ✚ **Why need Cash Balance?** Healthy cash balance is needed to sustain downturns in the economy and for cash flow purposes. Revenue received at different points throughout the year, but expenses are going out monthly with the largest being payroll, payroll taxes and benefits. This would assist in not “dipping” as far into the cash balance each year.
- ✚ **COVID-19?** When this very important conversation was started in November 2019 our world looked different than it does today. No one would have ever imagined a pandemic would affect the City of Napoleon or our lives as it has these last few months and will continue to for an unknown amount of time. The dollars generated from this change will not only allow the City to address these concerns but may also have to play a role in maintaining the service level for the next year until the economy bounces back.
- ✚ **Do the residents who work outside the City still receive the services?** Yes, they still have all services available to them. The problem is that the residents who live and work in the City are paying for them to have those services.
- ✚ **What happens if vote “No” to adjust Reciprocity?** Funding will not be available for additional Firefighters and a dispatcher, money to cover shortfall in General Fund not available and less money for roads. We will likely continue to lose good, trained staff to other jurisdictions who have more employees to reduce the stress.
- ✚ **Other Solutions?** SAFER Grant was explored, but not feasible for the City at this time. Reductions in service levels to stay with-in anticipated revenue? Revise the General Fund vs. Capital split for the Income Tax? Place an increase for the Income Tax on the ballot to generate the necessary revenue needed to provide all the services? Place a levy on the ballot for operations of the police and fire departments as other jurisdictions do? Reduce staffing in non-emergency service area to offset the shortfalls? Look at a phased approach to the reciprocity over a period of three years? Look at a combination of a levy and reciprocity percentage? Other options?

Thank you for your consideration of this important issue. We are well aware of the magnitude of this decision for Council. We are confident in the ability of this Council to lead and do what is best for the City and to ensure success of the City for many years to come.

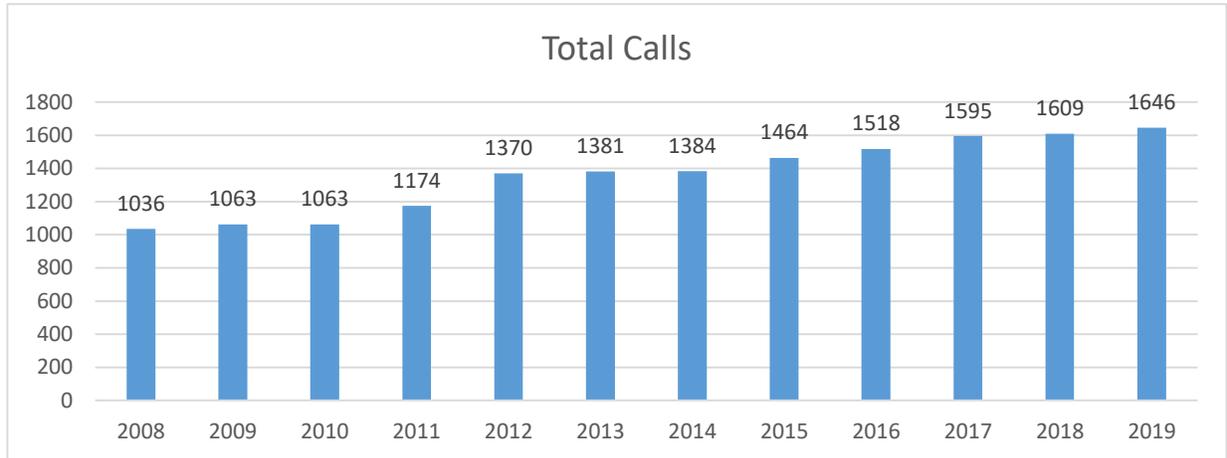
Safety and Human Resources
Committee Meeting Information
January 27, 2020

Over the past few months, discussions have taken place regarding the increase of the number of calls to service for Napoleon Fire and Rescue (NF&R) and the staffing levels at the Department. A solution was proposed to increase the number of staff members at the Department by using a grant and potentially implementing a vehicle crash fee. Concerns were raised during these discussions and it was determined that the proposal is not sustainable. Therefore, staff investigated other options. After further review, we are proposing a solution for not only the fire department, but the police department, capital improvement fund, and general fund operations.

The current proposals on the agenda have been brought to the attention of Napoleon City Council due to the need of additional staffing and associated funding. The National Volunteer Fire Council (NVFC) reports that there is a decrease in the number of volunteer firemen across the United States. The NVFC study found this decrease is due to several contributing factors. Here are a few listed in no specific order:

- a. Time demands
- b. Training requirements
- c. Changes in the nature of the business
- d. Aging communities

In order to make up for the loss in volunteers and the increase in calls in our aging community, we are tasked to find a solution that works for the City of Napoleon. The solution must be affordable, sustainable and able to handle the growing call volume (See the chart below for the call volume trend for the City of Napoleon since 2008).



Vehicle Crash Fees

At the previous meeting, Chief O'Brien was tasked to bring back more information.

- a. *How much has Swanton Fire Department billed out and recovered?*
 - a. According the Swanton Fire Chief, they billed out a little over \$30,000 and recovered about \$4,000.
 - b. Ridgeville Fire Department bills for crashes but use a different company than Swanton to recover the assessed fee. They collect around \$20,000 a year.
- b. *At the request of Councilman Comadoll, contact was made with the State of Ohio Department of Insurance by Chief O'Brien*
 - a. The representative informed Chief O'Brien they understand the need to bill for this service. There is not a "blanket liability policy" meaning that the fee would not likely be covered if it isn't within the description of the liability on their policy. It was further stated liability policies are all different, therefore the fire department could charge the

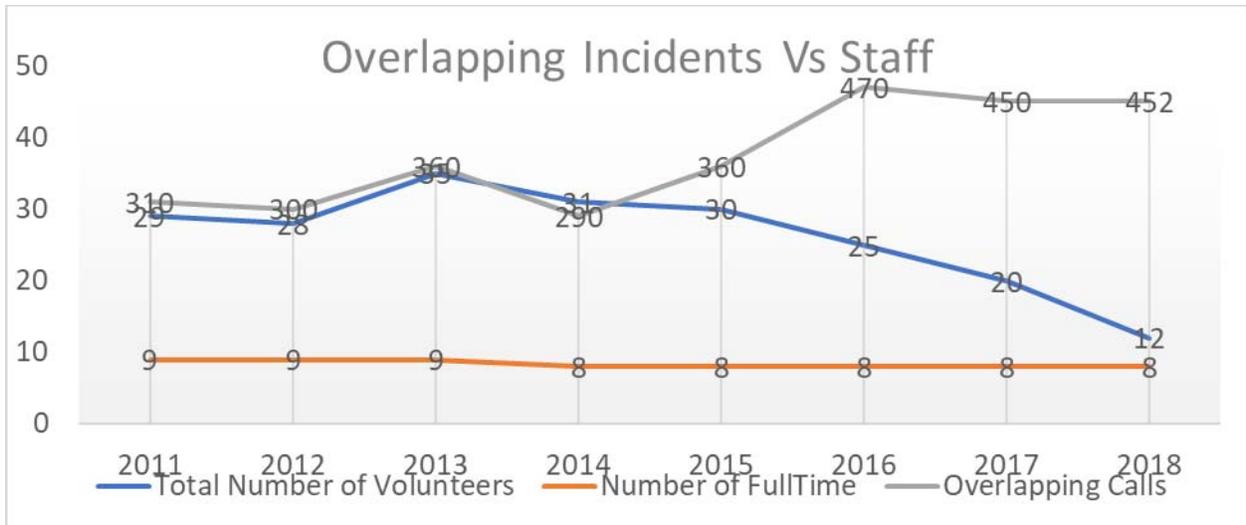
fee. If the insurance company does not pay, then they are required to provide an explanation.

NF&R Staffing Levels and the SAFER Grant

The goal of the fire department is to have four (4) firefighters at the fire station around the clock. The SAFER grant (Staffing Adequate Fire and Emergency Response) is a federal grant that is intended to help local governments put on new firemen. The term of this grant is for three (3) years.

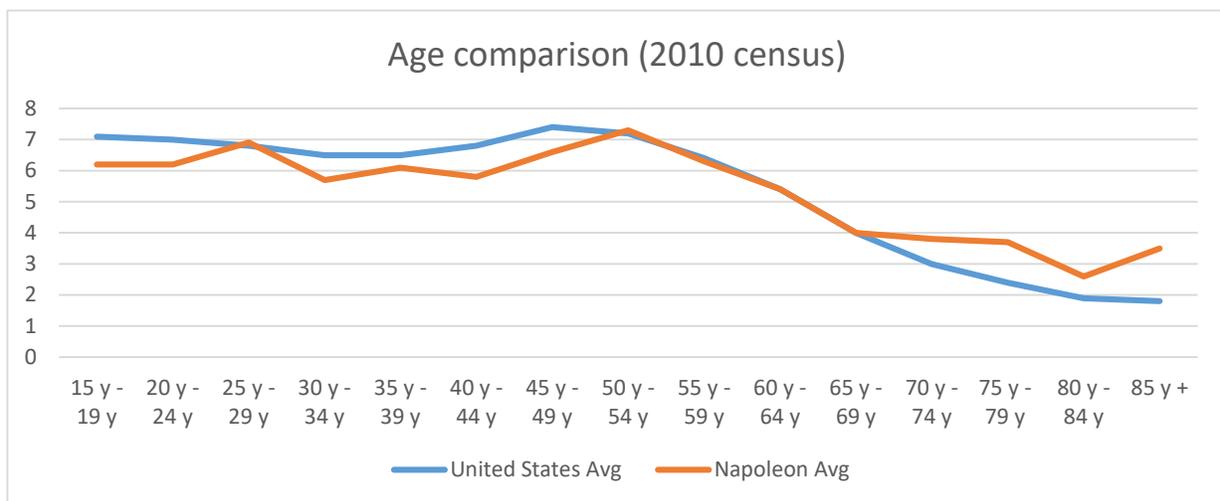
- a. 1st year – 75% covered by grant with 25% paid for by City (\$55,203.07 net township contract reimbursement of 24%)
- b. 2nd year - 75% covered by grant with 25% paid for by City (\$61,793.47 net township contract reimbursement of 24%)
- c. 3rd year – 35% covered by grant with 65% paid for by City (\$168,664.43 net township contract reimbursement of 24%)
- d. 4th year – 100% paid for by City (\$281,595.39 net township contract reimbursement of 24%)

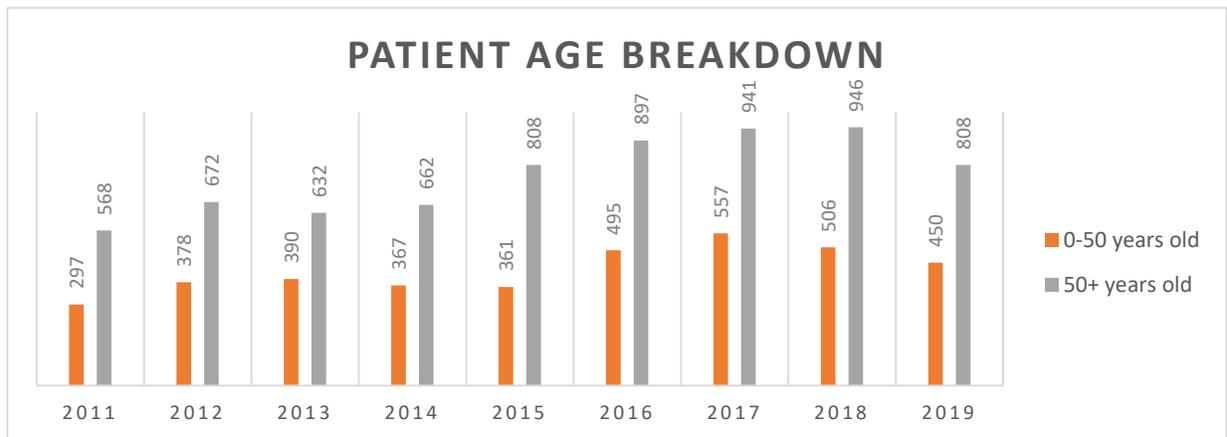
The SAFER grant would provide four (4) additional firefighters allowing for four full-time firefighters per shift. This would provide enough personnel to handle the first fire or EMS call and the overlapping calls. However, we believe this staffing structure would have a significant impact on the volunteer staffing structure within the Department. As you can see from the chart below, due to the increase in our call volume, we are seeing an increase in the number of overlapping calls. This is a point of concern for the service that the City of Napoleon provides for the citizens and businesses within the NF&R coverage area, which covers portions of the townships surrounding Napoleon.



The fire department has seen a 60% increase in calls for service since 2008. In 2008 the fire department responded to 1,036 calls for service; whereas, in 2019 the fire department answered 1,646 calls for service.

There are many factors that play a part in the increased call volume with the City of Napoleon’s aging population at the forefront. Compared to 2011, the fire department responded to a 40% increase in patients that are 50 and older prior to the senior apartments and other housing units being built. Below are two charts that show the comparison of the median age for Napoleon and the nation, and the Napoleon patient age breakdown by year.





Police Department Dispatch Staffing

Between 2001 and 2006 the department saw a 30% increase or approximately 3,000 calls. This increase precipitated the need to increase staffing. In 2006, the approved dispatchers went from five (5) to six (6). A performance audit was performed in 2012 with a large focus on the elimination of the dispatch center. In 2014, the voters with a margin of 68% to 32% approved maintaining the city dispatch center. Since 2008, the service calls have increased an additional 40% or 4,000 calls. Emergency 911 calls for service have doubled since 2008.

Since 2014, the sixth (6th) approved dispatcher position was not refilled and eliminated within the city budget. This was part of a personnel restructuring of positions within City administration. Loss of the 6th dispatcher, continues to be a great concern of the Napoleon Police Department (NPD). There have been many unintended consequences due to this reduction in staffing, which include the following:

- a. Turnover in dispatchers
- b. Overtime and multiple consecutive 12-hour shifts
- c. Significant decrease in experience among dispatchers
- d. Extended work weeks or shorten regular days off

- e. Cancelled time off
- f. Burnout, less job satisfaction, and concern for overall wellbeing of employees

Dispatching is provided for the following agencies:

- a. Police, Fire and EMS
- b. Electric, Water/Wastewater, and Operations
- c. Secondary dispatch center for Henry County Emergency Services

(*Note-any increase to the above agencies results in an increase in workload to the dispatch)

On top of answering the calls, many administrative duties are assigned to these employees. Records requests/maintenance, various levels of court ordered documentation, and help with administrative tasks within the department.

NPD Overtime

The table below contains the number of hours that are required in the schedule based on the level of staffing. These numbers are before any discretionary time off is approved, which includes vacation, compensatory time, sick leave, personal days or other types of leave.

(6) Six Dispatchers	<u>0</u> Hours of OT required before any discretionary time approved
(5) Five Dispatchers *Current Approved Staffing*	<u>120</u> Hours of OT required before any discretionary time approved
(4) Four Dispatchers <i>(Loss of (1) dispatcher due to any reason, extended sick leave, trauma leave, vacation, resignation, termination or other reason)</i>	<u>960</u> Hours of OT required before any discretionary time approved

(*Note – These numbers are based on a 1-year cycle)

Experience

Since 2008, the NPD has hired 16 dispatchers. In 2008, the dispatchers had an average 5.5 years of experience compared to a current average of 1.33 years of experience, thus a loss of over 67 years of experience. This can be attributed to the performance audit and inadequate staffing.

Every time a dispatcher position is vacant the financial impact to the City is approximately \$9,800.00. This figure represents the amount required for overtime net the vacancy savings, fringe benefits, drug testing, uniforms, potential partial vacation payouts and emergency medical dispatch certification.

Extended Work Hours/Cancelling Time Off

As a result of the turnover in the dispatch center, eight (8) days of discretionary time had to be cancelled. This was with a significant collaborative effort between patrol, dispatch and command to prevent this. The police department was faced with times where there would have been no available personnel to operate the dispatch center. In an effort keep this from happening we had to negotiate the ability to have patrol officers working in the dispatch center. The officers can only sign up for the dispatch overtime on a voluntary basis. Even with restriction, officers covered 166 hours of overtime last year. In 2015, we had five (5) officers certified in dispatch with currently only two (2) due to legal certification requirements.

Impact on Employees Under Current Conditions

Job satisfaction is defined as the extent to which an employee feels self-motivated, content and satisfied with his/her job. Job satisfaction happens when an employee feels he or she has job stability, career growth and a comfortable work life balance. The positive effects of job satisfaction include: higher efficiency, employee loyalty, morale and employee retention. Overtime is inevitable in safety services but too much overtime will lead to employee burnout by cutting into the employees' work-life balance. Working excessive hours is not what employees seek, people work to live not live to work. Working excessive overtime is taking away from their personal life. The Centers for Disease Control and Prevention states that overtime can contribute to poorer general health, increased rates of injury, and more illnesses. A study by the American

Psychological Association (APA) claimed that burned-out employees are 2.6 times as likely to be actively seeking a different job; 63% more likely to take a sick day; and 23% more likely to visit the emergency room. During the times that the Dispatch Center is not fully staffed the dispatchers routinely work 12-hour shifts. Studies have linked 12-hour schedules to increased fatigue, especially when compared to 8-hour schedules. Sleep deprivation/fatigue has a list of unintended consequences, which may include:

- a. Increased irritability and lacking levels of tolerance
- b. Reduced levels of alertness and increased propensity for accidents
- c. Memory impairment, Lack of concentration and overall inattention
- d. Stress-related illnesses, obesity, hypertension, and changes in both metabolic and hormonal functions.

Having a more adequately staffed fire department and dispatch center would likely result in higher employee retention, employee satisfaction, and a boost in department morale.

Proposed Solution

The intent of the SAFER Grant was to use federal funds to finance the front end of the initial proposal. But this was not financially sustainable without a significant income tax increase in the long run. This is why we are proposing to eliminate 50% of the Reciprocity Income Tax Credit offered to residents that live in the City limits, but work in another jurisdiction that collects income tax from them. A Reciprocity Income Tax Credit is described as this: If you live in one city but work in another, you get credit from the city you live in for the tax withheld from the city in which you work. If there is a difference in the tax rate between those two cities, then you still pay the difference when you file your tax return. For example, if you live in Napoleon (1.5% income tax) and work in Bowling Green (2.0% income tax), then you do not have to pay

income tax to Napoleon. But if you live in Napoleon (1.5% income tax) and work in Deshler (1.0% income tax), then you must pay 0.5% income tax to Napoleon.

By implementing a 50% reciprocity income tax credit instead of the current 100% credit, we would be able to resolve not only the NF&R Department and NPD Dispatch Center staffing issues, but also help address concerns with the amount of capital improvement funds used for road resurfacing and the City's General Fund operations. The proposed solution would provide funding for the following:

- One (1) full-time fireman – (this will allow for three (3) full-time firefighters on each shift)
- 12-hour part -time fireman (restructure the part-time schedule to work 24-hour shift)
- Result is four (4) firemen around the clock – made up of full-time and part-time. This would accomplish the same outcome as the SAFER grant for less cost.
- One (1) full time dispatcher (bringing the staffing level back to six)
- Increase the amount of funding for the capital improvement fund, which we propose to use strictly for additional road resurfacing projects.
- Any additional funding from this change will help lessen the gap of the projected revenues to the proposed budget, thus reducing the impact on the general fund reserve.

Financial Outlook

As stated, the funding for the proposed solution would come from a reciprocity income tax. We are recommending a 50% reciprocity instead of the current 100%. Reciprocity can be achieved by council action and would generate approximately \$400,000 per year. Based on average projections, this revenue would be able to fund the above issues the city is facing. Below is information regarding the impact of the fifty (50) percent reciprocity change along with other jurisdictions percents.

Impact of Reciprocity - if someone lives in the City of Napoleon but works outside, then they would receive 50% credit instead of 100% credit for host employer location. The person would also have to pay the difference between the City of Napoleon income tax rate and the host employer.

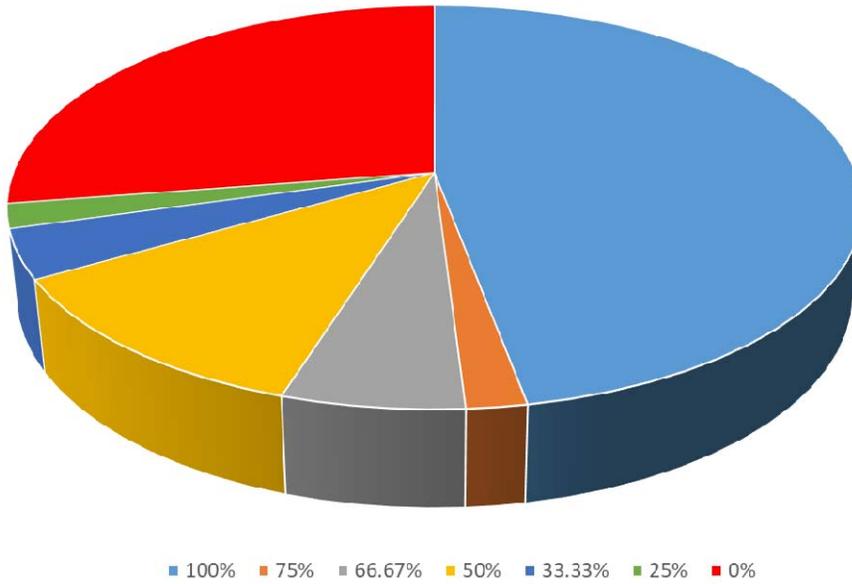
Potential Estimated Additional Tax Generated -50% Reciprocity based on 3 year average (2017, 2016 & 2015)	\$	392,229.67						
Est. Portion to General Fund (based on 65% split-2020 and 62% for other years)	\$	254,949.28	\$	243,182.39	\$	243,182.39	\$	243,182.39
Est. Portion to Capital Improvement Fund (based on 35% split-2020 and 38% for other years)	\$	137,280.38	\$	149,047.27	\$	149,047.27	\$	149,047.27
Cost of 1 Full time Firefighter		1st Year		2nd Year		3rd Year		4th Year
Salary (includes \$2,000 for Paramedic Bonus)	\$	40,357.49	\$	45,498.00	\$	46,845.42	\$	50,539.71
Fire Pension 24%	\$	9,685.80	\$	10,919.52	\$	11,242.90	\$	12,129.53
FICA	\$	585.18	\$	659.72	\$	679.26	\$	732.83
Worker's Compensation	\$	807.15	\$	909.96	\$	936.91	\$	1,010.79
Health Insurance (Family-new) -projected at 10% increase per year	\$	21,200.00	\$	23,320.00	\$	25,652.00	\$	28,217.20
SUBTOTAL FT FIREFIGHTER	\$	72,635.62	\$	81,307.20	\$	85,356.49	\$	92,630.06
Cost of Part time Fire fighter								
Salary (estimated) -projected at 2% per year	\$	66,500.00	\$	67,830.00	\$	69,186.60	\$	70,570.33
Social Security (6.2%)	\$	4,123.00	\$	4,205.46	\$	4,289.57	\$	4,375.36
FICA	\$	964.25	\$	983.54	\$	1,003.21	\$	1,023.27
Worker's Compensation	\$	1,330.00	\$	1,356.60	\$	1,383.73	\$	1,411.41
SUBTOTAL PT FIREFIGHTER	\$	72,917.25	\$	74,375.60	\$	75,863.11	\$	77,380.37
Cost of 1 Full time Dispatcher								
Salary (estimated) -projected at 2% per year	\$	34,775.68	\$	38,042.86	\$	41,616.98	\$	45,526.90
PERS	\$	4,868.60	\$	5,326.00	\$	5,826.38	\$	6,373.77
FICA	\$	504.25	\$	551.62	\$	603.45	\$	660.14
Worker's Compensation	\$	695.51	\$	760.86	\$	832.34	\$	910.54
Health Insurance (Family-new) -projected at 10% increase per year	\$	21,200.00	\$	23,320.00	\$	25,652.00	\$	28,217.20
SUBTOTAL FT DISPATCHER	\$	62,044.04	\$	68,001.33	\$	74,531.14	\$	81,688.54
LESS 24% REIMBURSEMENT FOR TOWNSHIP FIRE CONTRACT (FT & PT FIREFIGHTER)	\$	(34,932.69)	\$	(37,363.87)	\$	(38,692.70)	\$	(40,802.50)
TOTAL COST FOR FIREFIGHTER (FT & PT) AND DISPATCHER	\$	172,664.22	\$	186,320.26	\$	197,058.04	\$	210,896.47
REMAINING BALANCE OF GENERAL FUND RECIPROCITY ALLOCATION (USING 3 YEAR AVERAGE OF INCOME TAX FIGURES)	\$	82,285.07	\$	56,862.14	\$	46,124.36	\$	32,285.93

Working Draft 1.21.20

NORTHWEST OHIO CITY & VILLAGE TAX RATES AND CREDITS GIVEN (Rates Listed as of 10/8/18)

<u>CITY/VILLAGE</u>	<u>CITY TAX RATE</u>	<u>CREDIT TO ANOTHER CITY (Up To)</u>	<u>PERCENT % OF TOTAL TAX (CREDIT)</u>	<u>NET % of TAX DUE AFTER CREDIT</u>
ARCHBOLD	1.50%	1.50%	100.00%	0.00%
ARLINGTON	1.00%	1.00%	100.00%	0.00%
BELLEVUE	2.00%	2.00%	100.00%	0.00%
BLOOMDALE	1.00%	0.00%	0.00%	100.00%
Bowling Green	2.00%	0.50%	25.00%	75.00%
Bradner	1.00%	0.00%	0.00%	100.00%
Bryan	1.80%	1.80%	100.00%	0.00%
Clay Center	1.50%	1.50%	100.00%	0.00%
Clyde	1.50%	1.50%	100.00%	0.00%
Defiance	1.80%	1.80%	100.00%	0.00%
Delta	1.50%	1.00%	66.67%	33.33%
Edgerton	1.75%	1.75%	100.00%	0.00%
Elmore	1.75%	0.00%	0.00%	100.00%
Fayette	1.50%	1.50%	100.00%	0.00%
Findlay	1.00%	0.00%	0.00%	100.00%
Fostoria	2.00%	0.00%	0.00%	100.00%
Fremont	1.50%	1.50%	100.00%	0.00%
Genoa	1.50%	0.00%	0.00%	100.00%
Gibsonburg	1.00%	0.00%	0.00%	100.00%
Grand Rapids	1.00%	0.50%	50.00%	50.00%
Green Springs	1.00%	0.50%	50.00%	50.00%
Holgate	1.00%	0.00%	0.00%	100.00%
Holland	2.25%	2.25%	100.00%	0.00%
Leipsic	1.50%	1.50%	100.00%	0.00%
Liberty Center	1.00%	0.50%	50.00%	50.00%
Lima	1.50%	1.50%	100.00%	0.00%
Luckey	1.00%	0.00%	0.00%	100.00%
Maumee	1.50%	1.50%	100.00%	0.00%
Millbury	1.50%	0.00%	0.00%	100.00%
Montpelier	1.60%	1.60%	100.00%	0.00%
Napoleon	1.50%	1.50%	100.00%	0.00%
N.Baltimore	1.00%	0.00%	0.00%	100.00%
Northwood	1.50%	1.50%	100.00%	0.00%
Oak Harbor	1.00%	0.00%	0.00%	100.00%
Oregon	2.25%	2.25%	100.00%	0.00%
Ottawa Hills	1.50%	0.50%	33.33%	66.67%
Pemberville	1.00%	0.00%	0.00%	100.00%
Perrysburg	1.50%	0.75%	50.00%	50.00%
Port Clinton	1.50%	0.50%	33.33%	66.67%
Rossford	2.25%	2.25%	100.00%	0.00%
Swanton	1.50%	1.00%	66.67%	33.33%
Sycamore	1.00%	0.50%	50.00%	50.00%
Sylvania	1.50%	1.50%	100.00%	0.00%
Tiffin	1.75%	1.75%	100.00%	0.00%
Toledo	2.25%	2.25%	100.00%	0.00%
Tontogany	1.00%	1.00%	100.00%	0.00%
Walbridge	1.50%	1.00%	66.67%	33.33%
Wartville	2.00%	1.50%	75.00%	25.00%
Wauseon	1.50%	1.50%	100.00%	0.00%
Weston	1.00%	0.00%	0.00%	100.00%
Whitehouse	1.50%	0.75%	50.00%	50.00%

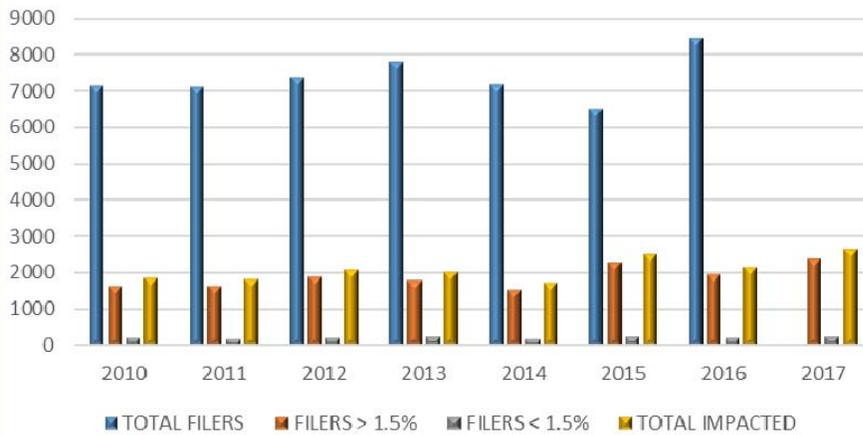
Percent of Reciprocity by Jurisdiction



Reciprocity	Number
100%	24
75%	1
66.67%	3
50%	6
33.33%	2
25%	1
0%	14
TOTAL	51

YEAR	TOTAL FILERS	FILERS > 1.5%	FILERS < 1.5%	TOTAL IMPACTED	% OF FILERS IMPACTED
2010	7127	1648	215	1863	26.1
2011	7086	1647	184	1831	25.8
2012	7364	1886	200	2086	28.33
2013	7786	1787	232	2019	25.66
2014	7181	1549	171	1720	23.9
2015	6499	2293	236	2529	39
2016	8446	1949	195	2144	25.4
2017		2399	239	2638	

TOTAL IMPACTED BY 50% REDUCTION



Implementation

Legislation amending Napoleon Ordinances 143.01, 145.01, and 194.081 will be needed to effectuate the proposed changes.

Other Options

In seeking solutions to this issue, we had to look at alternatives. The first alternative is to do nothing and keep the staffing and funding levels the same. We do not believe that this is a good option due to the reasons above; safety and increased call volume/workload being the main drivers. In addition to this, we are projecting that Napoleon's population will start to increase steadily in the near term. This not only includes the residential population with approximately 113 housing units built or under construction over an 18-month period, but an increase in business growth. The daytime population of Napoleon has increased greatly over the past few years due to increased business activity, which contributes to the workload increase.

Another option would be to raise the proposed Reciprocity Income Tax Credit to 70% and forgo collecting anything additional for capital improvement funding for roads. This would cause the annual income tax split of the typical 62% Operating and 38% Capital Funds to widen. The effect would be that the margin would widen by approximately 6%, which would require a 65% Operating and 35% Capital Fund under current conditions. Also, keep in mind that we are within striking distance of funding the repaving of Oakwood Avenue from Perry Street to the Commissioner's office complex. Though we received a grant for \$2 M, we still need to finance an additional \$2 M more to complete the entire project. There are also many roads throughout the City that are in need of resurfacing or will be in need of resurfacing in the near future. More funding is required in order to stay ahead of the need, even though the two ballot issues were voted down in 2017.

Another option would be to go to the voters to increase the City income tax by approximately 0.2%. This is not recommended because the people that are already paying income tax to the City would be getting taxed again and may not be in favor of this solution. Under current conditions, those that get the Reciprocity Income Tax Credit now are receiving the services, but not paying for them. The reduction of the Reciprocity Income Tax Credit would essentially cause those that are not paying for the services now to at least pay for a portion from their income tax.

Conclusion

We feel that the above identified solution of the fifty percent (50%) reciprocity solves important issues facing the City of Napoleon and would be the best solution of any other options. This approach will offer long term funding for basic essential services for the citizens and businesses of Napoleon. Although this change affects a small percent of our citizens, we believe the benefit of providing these additional resources for public safety outweigh the impact. Those individuals live in this community and may need the service, but do not pay for it now. It is only fair to the citizens who live and work in the City, for them to share the burden of the cost of providing these valuable services.

Policy 5.6 Drug Free Work Environment Policy and Program

It is the intent and obligation of the City to provide a safe and drug-free work environment. Employees are required to report to work in appropriate mental and physical condition to perform their jobs. Use of alcohol or illegal drugs, including marijuana, whether on or off the job, can adversely affect your work performance, efficiency, and safety. In addition, the use or possession of these substances on the job constitutes a potential danger to the welfare and safety of other employees and citizens. The following policy is designed to meet the above objectives and comply with the provisions of the Federal Drug-Free Workplace Act of 1988.

We believe it is our duty to provide employees with as safe a workplace as we possibly can; therefore, we have a substance abuse policy, because employees have a right to depend on their coworkers.

Whenever use or abuse of any mood altering substance (such as alcohol or other drugs) interferes with a safe workplace, appropriate action must be taken. The City of Napoleon has no desire to intrude into its employees' personal lives; however, both on the job and off the job involvement with any mood altering substances can have an impact on our workplace and on the City's ability to achieve its objectives of safety and security.

Employees should report to work fit for duty and free of any adverse effects of illegal drugs or alcohol. This policy does not prohibit employees from the lawful use and possession of prescribed medications taken as prescribed and that does not compromise workplace safety. Employees must, however, consult with their doctors about the medication's effects on their fitness for duty and ability to work safely.

Employees who are using medical marijuana as authorized by Ohio law are not exempt from this policy in any way. The use of marijuana in any form for any purpose, authorized for medicinal purposes or unauthorized, will be treated the same as the use of all other Schedule 1 controlled substances, illegal drugs, or the abuse of legal drugs. Employees using Schedule 1 controlled substances or illegal drugs, including medical marijuana authorized by and in accordance with Ohio law, are still subject to all provisions of this policy and may be subject to discipline including termination for such use.

In addition, an employee is responsible for the consequences of using CBD oils. Although CBD oils should not result in a positive drug test, there are occasions where over the counter CBD oils and other products may have enough THC to result in a positive drug test. Employees use these products at their own risk. An employee testing positive for marijuana based on their use of CBD oil will be considered in violation of this policy.

The following prohibitions are in effect at all times when an employee is at work, on City premises, operating a City vehicle or are conducting City-related work offsite. Violation of any of these prohibitions will result in disciplinary action up to and including termination of employment.

- No employee shall consume or use (including testing positive for substances prohibited by this policy even if the use occurred outside of work) alcohol, marijuana, illegal drugs, or medication or controlled substances used in a manner other than prescribed or as directed.
- No employee shall possess alcohol, illegal drugs, or other un-prescribed controlled substances.
- No employee shall work or be at work under the influence of alcohol, illegal drugs, or medication or controlled substances used in a manner other than prescribed or as directed.
- No employee shall manufacture, sell, transfer, or traffic illegal or illicit drugs, controlled substances, prescribed medication, or drug paraphernalia.

~~Therefore, an employee is expected to report to the workplace with no mood altering substances in their body or in their possession. While a person may make their own lifestyle choices, the City of Napoleon cannot accept the risk in the workplace which substance use or abuse may create. The possession, sale, or use of mood altering substances at the workplace or on City property, or coming to work under the influence of such substances, shall be a violation of safe work practices and may cause an employee to be subject to disciplinary action, including possible dismissal.~~

~~Furthermore, as a complying employer with the Drug Free Workplace Act of 1988, the City requires as a condition of employment that each employee notify the City of any criminal drug statute conviction for a violation that occurred while at work or on City business occurring in the workplace, no later than five (5) days after the conviction. Failure to notify the City will result in disciplinary action up to and including termination of employment. If the employee is employed by a City department, agency, commission, board, or institution that is a recipient of federal grants the City will: Notify the Federal Agency within ten (10) days after receiving notice from the employee; and notify the Federal Agency with thirty (30) days that appropriate personnel action has been taken against the employee up to and including termination.~~

~~No employee will engage in the unlawful manufacture, distribution, dispensing, possession or use of a controlled substance on City property or during business hours while in the employment of elected officers and City agencies, including, but not limited to City offices, departments, commissions, boards or institutions.~~

~~**Program Awareness—The City of Napoleon will:**~~

- ~~Publish the policy and distribute to all full time, part time, temporary and seasonal employees. All new hires will be given a copy of this policy upon hire.~~

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- ~~Inform all employees of the dangers of drug abuse in the workplace by having the Chief of Police or his/her designee conduct mandatory meetings of City employees.~~

~~Employee Responsibility—The City of Napoleon requires as a condition of employment that each employee:~~

- ~~Abide by the terms of this Policy.~~
- ~~Notify their employer of any criminal drug statute conviction for a violation occurring in the workplace, no later than five (5) days after conviction.~~
~~If an employee is employed by a City department, agency, commission, board, or institution that is a recipient of federal grants, the City will:~~
 - ~~Notify the Federal Agency (donor of Grant) within ten (10) days after receiving notice of employee criminal drug statute conviction for a violation in the workplace.~~
 - ~~Notify the Federal Agency (donor of Grant) within thirty (30) days that:~~
 - ✓ ~~Appropriate personnel action has been taken against employee up to and including termination.~~

Drug Testing Policy

The City of Napoleon will conduct drug and/or alcohol testing under any of the following circumstances:

- ~~**Random Testing:** Employees may be selected at random for drug and/or alcohol testing at any interval determined by the City.~~
- **Random Testing:** Employees occupying a safety sensitive position may be subject to random testing.
- **Reasonable Suspicion Testing:** The City of Napoleon may ask an employee to submit to a drug and/or alcohol test at any time it feels that the employee may be under the influence of drugs or alcohol, including, but not limited to, the following circumstances: evidence of drugs or alcohol on or about the employee's person or in the employee's vicinity, unusual conduct on the employee's part that suggests impairment or influence of drugs or alcohol, negative performance patterns, or excessive and unexplained absenteeism or tardiness.
- **Post-Accident Testing:** Any employee involved in an accident is subject to a drug and/or alcohol test in an accident involving: one or more deaths; an injury requiring professional medical treatment

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beyond first aid; substantial damage to property; and/or if other reasonable suspicion exists. All employees involved in the accident who may have engaged in any activity that caused or tended to cause the accident, or that may have contributed to the accident, to submit to drug and/or alcohol testing, as soon as practical. Any employee involved in an on-the-job accident or injury under circumstances that suggest possible use or influence of drugs or alcohol in the accident or injury event may be asked to submit to a drug and/or alcohol test. "Involved in an on-the-job accident or injury" means not only the one who was or could have been injured, but also any employee who potentially contributed to the accident or injury event in any way.

- **Commercial Drivers' License (CDL) Holders:** Employees who are required to hold a CDL, will be required to participate in the City's drug and alcohol testing program as required by federal law which includes pre-employment testing, post-accident testing, random testing, reasonable suspicion testing, and return to work testing. Policies and procedures for these programs will be consistent with federal law.

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Discipline

The City may discipline an employee, up to and including termination, for any violation of this policy. The type and severity of discipline will depend on all the circumstances, including but not limited to, type and amount of drug or alcohol used, employee's explanation, employment record, and willingness to enter a rehabilitation program if treatment is appropriate.

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Refusal to Undergo Testing

Employees who refuse to submit to the required testing shall be subject to disciplinary action up to and including termination. A test are subject to immediate discharge. A refusal to test for purposes of this policy shall include: Failure to provide a sufficient sample provided there does not exist a valid medical explanation as to why the employee was unable to do so; any conduct that attempts to obstruct the testing process such as unavailability, leaving the scene of an accident without proper authorization, or a delay in providing a sample; and failure to execute or release forms required as part of the testing process.

Positive Test

If an employee tests positive on an initial screening test, the employee will be temporarily suspended while the confirmation test is being conducted. On receipt of the confirmation test, the employee will be subject to disciplinary action, up to and including termination~~discharge~~.

The City realizes that employees may suffer from a disability related to drug or alcohol abuse and encourages those employees to participate in the City's

Employee Assistance Program (EAP) and to use whatever benefits are provided by health and disability insurance programs in which the employee is enrolled.

Program Awareness - The City of Napoleon will:

- Publish the policy and distribute to all full time, part time, temporary and seasonal employees. All new hires will be given a copy of this policy upon hire.

Policy 6 ~~*Sexual Harassment*~~ *Unlawful Discrimination and Harassment*
Policy

Policy 6.1 ~~**Policy Goals**~~

With this policy, the City of Napoleon will try to ensure that it is:

- ~~Sensitive to the issue and to its victims;~~
- ~~Responsive to the complaints of the City's employees;~~
- ~~Active in maintaining a fair and respectful environment;~~
- ~~Serious about not permitting sexual harassment having zero tolerance for sexual harassing behavior (i.e. behavior that violates this Policy);~~
- ~~Desiring to focus on a productive, inclusive work environment.~~

Policy 6.2 **Policy 6.1** **Policy**

The City of Napoleon is an equal opportunity employer and is committed to creating and maintaining a work environment that is free of all forms of unlawful discrimination and harassment, including sexual harassment. ~~believes that each employee has the right to be free from harassment because of age, color, creed, national origin, or sex.~~ Unlawful discrimination or harassment is behavior directed toward an employee because of his membership in a protected class such as: race, color, religion, sex, age, national origin or ancestry, genetic information, disability, military service, sexual orientation, gender identity and other classifications protected by law.

Unlawful discrimination occurs when individuals are treated less favorable in their employment because of their membership in a protected classification. An employer may not discriminate against an individual with respect to the terms and conditions of employment, such as hiring, promotions, raises, discipline, benefits and other job opportunities, based upon that individual's membership in that protected class.

Harassment is a form of discrimination. Harassment may be generally defined as unwelcome conduct based upon a protected classification. Harassment becomes unlawful where: enduring the offensive conduct becomes a condition of continued employment and the conduct is severe or pervasive enough to create a work environment that a reasonable person would consider intimidating, hostile, or abusive.

Conduct that may, under certain circumstances, constitute harassment can include: making derogatory comments, crude and offensive statements or remarks; making slurs or off-color jokes; stereotyping; engaging in threatening acts; making indecent gestures, pictures, cartoons, posters or material; making

inappropriate physical contact; or using written material or department equipment and/or systems to transmit or receive offensive material, statements or pictures.

Sexual harassment may include, but is not limited to sexual innuendo, comments and sexual remarks about clothing, body, or sexual activities; humor and jokes about sex that denigrate women or men in general; sexual propositions, invitations, or other pressure for sex; implies or overt threats of a sexual nature; making gestures of a sexual nature; unwelcome touching, patting, pinching, brushing against the body, attempted or actual kissing or fondling, and any other inappropriate and/or unwelcome touching or feeling; coerced sexual intercourse or other sexual acts or misconduct; and, sexual assault.

Sexual harassment is defined as the following:

- Unwelcome physical contact;
- Sexually explicit language or gestures;
- Uninvited or unwanted sexual advances;
- An offensive overall environment, including the unreasonable use of vulgar language, the presence of sexually explicit photographs or other materials, and the telling of sexual stories;
- Sexual favors for employment benefits at work, work related activities, even off job;
- Unwelcome verbal, visual, or physical conduct of sexual nature that creates intimidating, hostile, or offensive environment; or, interferes with an individual's work performance.

Prohibited acts of sexual harassment can take a variety of forms ranging from subtle pressure for sexual activity to physical assault. Examples of the kinds of conduct included in the definition of sexual harassment are:

- Threats or intimidation of sexual relations or sexual contact which is not mutually agreeable by both parties; or
- Continual or repeated verbal abuses of a sexual nature, including graphic commentaries on the person's body; sexually suggestive objects or pictures placed in the work area that may offend the person; sexually degrading words to describe the person; or propositions of a sexual nature; or
- Threats or insinuations that the person's employment, wages, promotional opportunities, job or shift assignments, or other conditions of employment may be adversely affected by not submitting to sexual advances.

If the conduct is unwelcome to the recipient, sexual harassment can be:

- Giving money, raises, better benefits, better working conditions, more vacation time, better performance evaluation ratings, significantly better assignments, etc. usually some direct economic benefit in exchange for sex;
- Decreasing salary benefit, vacation, working conditions, performance ratings, reassignment to significantly different responsibilities, etc., because an employee, a manager's or supervisor's advances (someone in a position to

affect those things for that employee) usually inflicts some direct economic harm;

- ~~Touching, particularly of a "private body part". Examples, breasts, buttocks, genitals. (Remember, it doesn't have to be a "private" body part);~~
- ~~Whistling, cat calling, leering, staring suggestively;~~
- ~~Making fun of someone in a gender related way;~~
- ~~Using sex related words or discussing sex or sexual activity even if it has nothing to do with the listener;~~
- ~~Talking about body parts; referring to body parts, particularly "private" body parts or legs;~~
- ~~Asking for dates or sex;~~
- ~~Lewd or obscene gestures;~~
- ~~Almost any sex related remarks, especially if they are degrading, belittling, gender differentiating, "politically" incorrect, etc.;~~
- ~~Unwanted hugging, kissing, massages, patting, stroking, brushing/pushing up against a person; detaining a person where/when they don't want to be detained;~~
- ~~Calling people by inappropriate endearments: "sweetie", honey, etc.;~~
- ~~Questions about another person's sex life or private matters;~~
- ~~Flirting;~~
- ~~Sexual advances, even if not connected with a promise or threat;~~
- ~~Putting things in writing that would be inappropriate if spoken;~~
- ~~Posters or cartoons featuring either men or women (or both) in suggestive or provocative poses or states of undress.~~
- ~~Written materials of a sexual nature (such as articles, books, written jokes, etc.); and,~~
- ~~Sexual harassment can be almost any physical, verbal, or non-verbal conduct of a gender related nature.~~

Employees who experience acts which can be construed as **sexual**-harassment may, but are not required to, let the offender know that such conduct is unwelcome and/or offensive; and should immediately report the incident in accordance with this policy.

~~The determination of the legality of a particular action will be made from the facts, on a case by case basis.~~

Sexual harassment may arise from the conduct and speech of elected and/or appointed officials, ~~d~~Department ~~h~~Heads, supervisors, fellow employees, or customers. Men as well as women can be victims of sexual harassment.

~~The City will not tolerate any form of sexual harassment.~~

~~Employees, who witness sexual harassment of another employee, are encouraged to report the incident as specified in this policy. Every supervisory employee of~~

each department is responsible for handling harassment incidents, which includes dealing with complaints that employees bring to his or her attention, and identifying harassing situations on his or her own. If the allegation is sustained, the offending employee will be disciplined, which may include suspension or dismissal. Every supervisory employee is responsible for protecting employees from customers whose behaviors adversely affect employees. Offending customers who do not change their behavior after a polite request from a supervisor will be denied access to the areas in which the victim works.

In order to maintain a healthy work environment, this policy encourages prompt and confidential reporting and investigation of sexual harassment claims. Sexual harassment claims and charges can be of a ruinous nature to both the victim and the harasser. For this reason, all reports of such behavior and subsequent investigative results, as far as practicable and allowed by law, will be kept in the strictest confidence by the employees receiving and investigating such incidents. It is the goal of the City to ensure that an employee who reports such an incident will not be harassed or penalized in any way by any employee of the City or action of the City. Confidentiality will also protect anyone accused of sexual harassment as far as practical and as allowed by law. The City will immediately investigate such incidents. The City's goal is to reach a quick and sound resolution and ensure that such incidents do not reoccur. Every supervisory employee and other members of management have a duty to immediately report a sexual harassment action or face suspension and/or dismissal for failure to report. Any employee (excluding the victim) who hinders or obstructs an investigation concerning sexual harassment (as determined by the City) shall be subject to suspension and/or dismissal. Nothing contained herein is intended to diminish or interfere with any employee's due process rights or to obviate any employee's right against self incrimination.

Any employee who experiences sexual harassment is entitled to exercise the rights and procedures applicable by Title VII of the Civil Rights Act of 1964, the Americans with Disabilities Act, the Age Discrimination in Employment Act of 1967, the Rehabilitation Act of 1973 and any and all state tort claims.

Any questions or individual complaints involving sexual harassment should be referred to the immediate supervisory employee or the City Manager for attention to the matter.

Policy 6.3 Policy 6.2 Reporting Procedure

Sexual harassment is a very distressing and upsetting situation. Because of this stress, the City would like to ensure that the reporting procedure is comforting as well as productive; therefore, the City has designed several methods to report such incidents:

Employees who feel they have been subject to unlawful discrimination or harassment by a fellow employee, supervisor, or other individual otherwise affiliated with the City or who have knowledge of unlawful discrimination or harassment in the workplace shall immediately report the conduct, in writing, to their supervisor, appointing authority or human resources director, each of whom shall have the authority and responsibility to investigate and take appropriate

action concerning the complaint. Late reporting of complaints and verbal reporting of complaints will not preclude the City from taking action.

Although employees may confront the alleged harasser at their discretion, they are also required to submit a written report of any incidents as set forth above. When the City is notified of the alleged unlawful discrimination or harassment, it will timely investigate the complaint. The investigation may include private interviews of the employee allegedly harassed, the employee committing the alleged harassment and any and all witnesses. Information will be kept as confidential as practicable, although confidentiality is not guaranteed. All employees are required to cooperate in any investigation. Determinations of harassment shall be made on a case-by-case basis. If the investigation reveals the complaint is valid, prompt attention and disciplinary action designed to stop the harassment and prevent its recurrence will be taken.

- ~~The first and most recommended avenue to report such a claim is to have the victim report the incident directly to his/her supervisor.~~
- ~~If the victim does not feel comfortable in reporting the incident to their supervisor, he/she may report it to the City Manager, Finance Director, Law Director, Clerk of courts, or other administrative personnel or assistants thereto of the same or different gender. Management will do all that is possible to make the alleged victim of sexual harassment feel comfortable in reporting.~~
- ~~If any such supervisory or administrative person receives a sexual harassment report, that person shall assist the victim in reporting the harassment. For the purpose of this section, any such person receiving a report for sexual harassment has a duty to bring it to the attention of management.~~
- ~~When the victim reports the harassment, he/she should prepare a written report. This report should include the identity of the harasser and victim, when and where the harassment occurred, a description of the incident, any witnesses, the remedy requested, and any other relevant information (see "Employee Incident Report Form"). All sexual harassment will, however, be investigated whether reported in writing or not, so long as the report is not anonymous.~~
- ~~Employees may also report sexual harassment to the EEOC (Equal Employment Opportunity Commission).~~

~~If the complaint is against a supervisor, the complaint should be brought to the City Manager. Complaints against an Appointing Authority (for the purpose of this policy, Appointing Authority being: City Manager, Finance Director, Law Director or the Clerk of Courts), or an elected official, should be brought to the immediate supervisor or one of the other appointing authorities. If, at any point in the process, the employee is dissatisfied with the investigation being conducted, the employee should bring the matter to the attention of any other Appointing Authority for further attention. Any of the above appointing authorities have the power and duty to commence an investigation as it relates to sexual harassment.~~

~~Any complaint made in regard to sexual harassment involving an Appointing Authority or appointed/elected official shall also be brought to the attention of City Council. Such case should be brought in executive session to comply with the confidentiality provision of this procedure.~~

~~The investigative procedure after the initial report will be prompt and thorough. This procedure shall include, but will not be restricted to the following:~~

- ~~• Interview with the alleged harasser;~~
- ~~• Interview all witnesses, those identified by the victim and alleged harasser;~~
- ~~• Gathering written statements from all witnesses;~~
- ~~• The investigating official shall write a report and take immediate action based upon the findings of the investigation;~~
- ~~• The report and finding by the investigating official will be shared with all affected parties, alleged harasser and victim, after the investigation;~~
- ~~• Any sexual harassment determined to be criminal in nature will be turned over to law enforcement for separate action.~~

~~All findings and documentation of such an investigation shall be kept on file for six (6) years.~~

~~Discretion will be used by all parties and shall be protected to the extent permitted by law.~~

Policy 6.3 Retaliation

Anti-discrimination laws prohibit retaliatory conduct against individuals who file a discrimination charge, testify, or participate in any way in an investigation, proceeding, or lawsuit under these laws, or who oppose employment practices that they reasonable believe discriminate against protected individuals, in violation of these laws. The law also prevents retaliatory conduct against individuals who are close personal friends or family members with an individual who engaged in protected conduct. The City and its supervisors and employees shall not in any way retaliate against an individual for filing a complaint, reporting harassment, participating in an investigation, or engaging in any other protected activity. Any employee who feels he has been subjected to retaliatory conduct as a result of actions taken under this policy, or as a result of his relationship with someone who took action under this policy, shall report the conduct to his immediate supervisor, appointing authority or human resources director.

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Policy 6.4 False Complaints

False complaints: although legitimate complaints made in good faith are strongly encouraged, false complaints or complaints made in bad faith will not be tolerated. The failure to prove sexual harassment will not constitute a false complaint without further evidence of bad faith. False complaints are considered a violation of this policy and an employee who makes a false complaint may be subject to discipline.

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Policy 6.5 Corrective Action

If the City determines unlawful discrimination, harassment, or retaliation has taken place, appropriate corrective action will be taken, up to and including termination. If appropriate, law enforcement agencies or other licensing bodies will be notified. An employee who engages in unlawful discrimination, harassment, or retaliation, will be subject to discipline, as will any employee who has knowledge of but does not report unlawful discrimination, sexual harassment, or retaliation.

~~False complaints: although legitimate complaints made in good faith are strongly encouraged, false complaints or complaints made in bad faith will not be tolerated. The failure to prove sexual harassment will not constitute a false complaint without further evidence of bad faith. False complaints are considered a violation of this policy and an employee who makes a false complaint may be subject to discipline.~~

~~Punishment of an employee found to have sexually harassed another shall range from a written reprimand to immediate suspension and/or dismissal as determined by the appropriate appointed authority or governmental body.~~

Policy 6.4~~Policy 6.6~~ Training And Education Coverage

This policy covers all employees, supervisors, department heads and elected officials. Additionally, this policy covers all suppliers, subcontractors, visitors, clients and any other individual who enters City property, conducts business on City property, or who is served by City personnel.

~~All supervisors and department officials are encouraged to take sensitivity and diversity training.~~

~~Supervisors are encouraged to see that their employees are trained as it relates to sexual harassment and that employees are sensitive and open to the rights and feelings of others in this area.~~

~~Supervisors shall educate their employees that there is a process by which sexual harassment complaints will be handled. Supervisors shall encourage employees to use this process if they feel that their rights have been violated by sexual harassment.~~

~~Policy 6.5~~ Other types of Harassment

~~The City of Napoleon is committed to ensuring a healthy and safe workplace free from any and all workplace harassment. Workplace harassment is unacceptable and will not be tolerated under any circumstances.~~

~~Everyone in the workplace must be dedicated to preventing workplace harassment. Council members, Department Heads, Supervisors, and workers are expected to uphold this policy, and will be held accountable by the employer.~~

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~~Workplace harassment means engaging in a course of unwelcome comments or conduct against a worker, in a workplace, that is. Harassment may also relate to a form of discrimination, but it does not have to.~~

~~Workers are encouraged to report any incidents of workplace harassment. Management will investigate and deal with all concerns, complaints, or incidents of workplace harassment in a timely and fair manner while respecting workers' privacy, to the extent possible.~~



City of Napoleon, Ohio

Department of Public Works

255 West Riverview Avenue, P.O. Box 151

Napoleon, OH 43545

Chad E. Lulfs, P.E., P.S., Director of Public Works

Telephone: (419) 592-4010 Fax: (419) 599-8393

www.napoleonohio.com

Memorandum

To: Joel L. Mazur, City Manager
From: Chad E. Lulfs, P.E., P.S., Director of Public Works
cc: Mayor & City Council
Kelly C. O'Boyle, City Finance Director
Roxanne Dietrich, Clerk of Council
Jeff Rathge, Operations Superintendent
Date: September 30, 2020
Subject: Oberhaus Interceptor Improvements Phase II
(L.T.C.P. Project No. 21B) ~ Approval of Plans & Specifications

The City of Napoleon's Department of Public Works requests approval of the plans and specifications for the Oberhaus Interceptor Improvement Phase II (L.T.C.P. Project No. 21B) Project. This project consists of replacing the existing 15" & 12" clay/concrete Oberhaus Interceptor from Woodlawn Avenue (near Clairmont Avenue) to Woodlawn Avenue (near Glenwood Avenue) with a new 18" PVC sanitary sewer interceptor pipe. The completion date is June 5, 2021.

Engineer's Estimate of Construction: \$450,000.00.

CEL

S.A.S. Group Co.
1414 N. Scott St, Ste. 600
P.O. Box 583
Napoleon , OH 43545

September 25, 2020

City of Napoleon, Ohio
255 W. Riverview Ave.
P.O. Box 151
Napoleon, OH 43545

RE: Twin Oak Phase 7

To whom it may concern:

The S.A.S. Group Company is requesting that asphalt be utilized for Jollette Drive and Sedward Avenue in the Twin Oaks, Phase 7. The decision to use asphalt is due to cost and maintenance.

Sincerely,



Gregory L. Beck
S.A.S. Group Co.
(419)592-8307
gbeck@becksconstruction.com

Application for Public Hearing

City of Napoleon, Ohio

I/We hereby request a public hearing to consider the following:

<u>Planning Commission</u> <small>(MZON 100.1700.46690)</small>	<u>Preservation Commission</u> <small>MZON 100.1700.46690</small>	<u>Board of Zoning Appeals</u> <small>(MZON 100.1700.46690)</small>
<input type="checkbox"/> Conditional Use \$125.00	<input type="checkbox"/> Certificate of Appropriateness \$25.00	<input type="checkbox"/> Certificate of Zoning \$25.00
<input type="checkbox"/> Amendment \$125.00		<input type="checkbox"/> Re-Zoning \$125.00
<input type="checkbox"/> Subdivision in City \$75.00 + \$5.00 each, after two		<input type="checkbox"/> Variance \$125.00
<input checked="" type="checkbox"/> Preliminary Plat of Development \$125.00		<input type="checkbox"/> Administrative Appeal \$50.00
<input type="checkbox"/> Alley Vacation \$25.00 + publication cost		

Address of property: PARCEL NUMBER 4/2 200 280/00

Description of request: put in 11 lot subdivision

SAS GROUP CO.
OWNER(S) NAME (PRINT)
PO BOX 583 NAPONOLON OHIO 43545
ADDRESS- CITY, STATE, ZIP
419-592-8307
PHONE NUMBER
[Signature]
SIGNATURE

Public hearings are held on the second Tuesday of each month; this petition must be filed with the Zoning Administrator thirty (30) days before the public hearing date. All plans, plats, deeds and other requested information must accompany this application before the hearing will be scheduled.

APPLICANT MUST BE AN OWNER OR AN AUTHORIZED REPRESENTATIVE EVIDENCED BY LETTER OF APPOINTMENT.

<u>GREGORY L BEHN</u> APPLICANT NAME (PRINT)	<u>PO BOX 583</u> ADDRESS
<u>[Signature]</u> APPLICANT SIGNATURE	<u>NAPONOLON OHIO 43545</u> CITY, STATE, ZIP
	<u>419-592-8307</u> PHONE

Hearing #: _____ Hearing Date: _____ Zoning District: _____

Office Use Only
Batch # _____ Check # _____ Date _____

LEGAL DESCRIPTION

Being a part of the East half (1/2) of the Northeast quarter (1/4) of Section 22, Town 5 North, Range 6 East, City of Napoleon, Henry County, Ohio, and which is more particularly described as follows:
 Beginning at a monument found at the intersection of the West line of the East half (1/2) of the Northeast quarter (1/4) of said Section 22 and the South line of Riviera Heights Fifth Addition;
 Thence North 88°19'27" East, (assumed bearing for the purpose of this description), on the South line of said Riviera Heights Fifth Addition, five hundred eighty-four and eighty-eight hundredths (584.88) feet to a monument found at the Northwest corner of Twin Oaks Fourth Addition;
 Thence South 1°40'33" East, on the West line of Twin Oaks Fourth Addition, one hundred fifty and zero hundredths (150.00) feet to a monument found on the Northerly right of way line of Sedward Avenue;
 Thence South 88°19'22" West, on the Northerly right of way line of Sedward Avenue, twenty-seven and fifty-six hundredths (27.56) feet to a monument found;
 Thence South 1°40'33" East, on the West line of Twin Oaks Fourth Addition, two hundred thirty and zero hundredths (230.00) feet to a monument found;
 Thence South 88°19'27" West, on the North line of Twin Oaks Sixth Addition, sixteen and sixty-four hundredths (16.64) feet to a monument found;
 Thence North 85°57'36" West, on the aforesaid line, one hundred and forty-one hundredths (100.41) feet to a monument found;
 Thence South 88°19'27" West, on the aforesaid line, four hundred forty-five and zero hundredths (445.00) feet to a monument found on the West line of the East half (1/2) of the Northeast quarter (1/4) of said Section 22 and the Northwest corner of Twin Oaks Sixth Addition;
 Thence North 1°01'15" West, on the West line of the East half (1/2) of the Northeast quarter (1/4) of said Section 22, three hundred seventy and three hundredths (370.03) feet to the point of beginning.
 Containing 4.862 acres of land more or less. Subject to all legal highways, easements, zoning regulations or restrictions of record.
 This description is based on a field survey by Douglas W. Eis, Registered Surveyor No. 7758.

TWIN OAKS SUBDIVISION ~ 7th ADDITION
 DEVELOPMENT PLAN

Being a part of the East half (1/2) of the Northeast quarter (1/4) of Section 22, Town 5 North, Range 6 East, in the City of Napoleon, Henry County, Ohio.

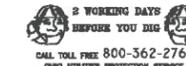
For: SAS Group Company
 Deed Ref: OR 207, Pg. 2383
 Containing: 4.862 ACRES
 Existing Zoning: R-2
 Proposed 7th Addition: 11 Lots - Single family residential

PROPOSED PROJECT IMPROVEMENTS

- 8" WATER MAINS PROPOSED: FED FROM & CONNECTING TO EXISTING MAINS ON SEDWARD AVENUE & JOLLIETTE DRIVE, w/6" FIRE HYDRANTS. SERVICE BY CITY OF NAPOLEON.
- STORM DRAINAGE THROUGH EXISTING 10" & 18" STORM SEWERS, EASTERLY TO EXISTING RAVINE, AS PER PLAN APPROVED BY THE CITY OF NAPOLEON, APRIL 12, 1995.
- PROPOSED STREET PAVEMENT CONSTRUCTION:
 SEDWARD AVE. = 28" WIDE CONCRETE w/2.5" CONCRETE CURB & GUTTER EACH SIDE-TOTAL WIDTH = 33'.
 JOLLIETTE DR. = 23" WIDE CONCRETE w/2.5" CONCRETE CURB & GUTTER EACH SIDE-TOTAL WIDTH = 28'.
- PROPOSED GRAVITY SANITARY SEWERS TO EXISTING SEWER ON SEDWARD AVENUE. SERVICE BY CITY OF NAPOLEON.
- NATURAL GAS PROVIDED BY OHIO GAS COMPANY.
- ELECTRICAL SERVICE PROVIDED BY NAPOLEON MUNICIPAL ELECTRIC, CITY OF NAPOLEON.
- LOCAL TELEPHONE SERVICE BY CENTURYLINK COMMUNICATIONS CO.
- 4' WIDE CONCRETE SIDEWALKS TO BE PLACED WITHIN STREET RIGHT-OF-WAY ON ALL LOTS UPON CONSTRUCTION OF THE PRINCIPAL BUILDING.

Existing Drainage Structure Schedule:

- Catch Basin #1
Top = 682.3
10" CPP, S = 678.6
- Catch Basin #2
Top = 681.4
12" CPP, SW = 678.25
- Catch Basin #3
Top = 681.20
12" CPP, W = 678.2
- Sanitary MH #1
Top = 683.00
10" PVC, E = 669.85
10" PVC, W = 670.00
- Storm MH #1
Top = 683.03
18" CPP, W = 676.48
18" CPP, E = 678.33
- Storm MH #2
Top = 682.18
18" CPP, W = 675.83
24" CPP, E = 675.68

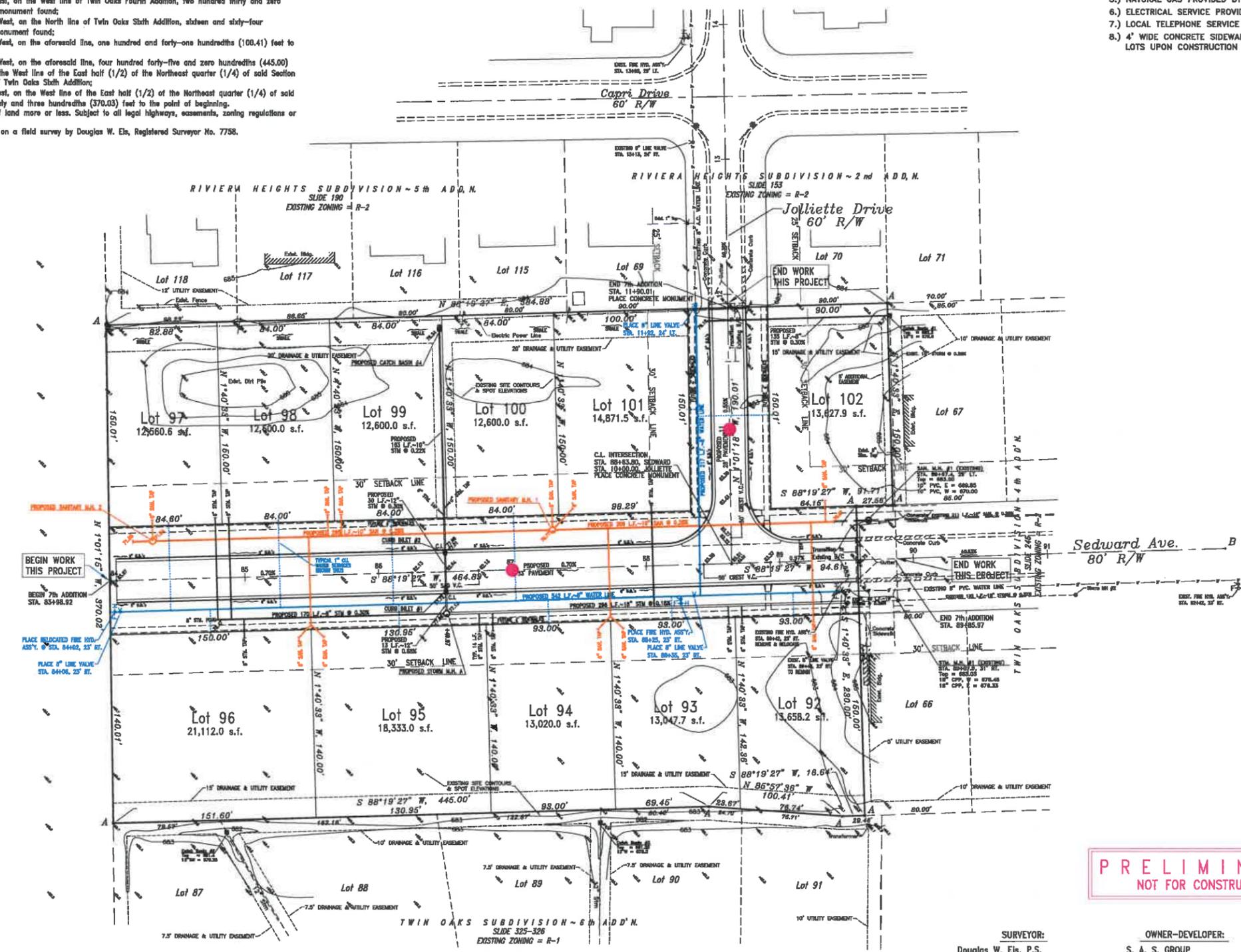


OHIO UTILITIES PROTECTION SERVICE
 The underground utilities shown hereon are only approximate. Some of the utilities were located by field observation, where possible, and the remaining utilities were derived from various records. Exact utility locations must be determined by the UTILITY COMPANIES. For exact locations, call the Ohio Utilities Protection Service (O.U.P.S.), toll free, at 1-800-362-2764. (Telephone 2 working days before any digging.)

Legend

- A = Monument found
- B = Iron pin found
- = Sanitary Manhole (Exist./Prop.)
- ⊕ = Exist. Electric Power Pole
- = Exist. Telephone pedestal
- ⊕ = Exist. Elevations (Add 600')
- ⊙ = Storm Manhole (Exist./Prop.)
- = Catch Basin (Exist./Prop.)
- = Curb Inlet (Exist./Prop.)
- SW = Drainage Swale
- ⊕ = Fire Hydrant (Exist./Prop.)
- W = Water Line Valve (Exist./Prop.)

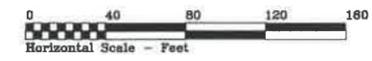
PRELIMINARY
 NOT FOR CONSTRUCTION



SITE BENCH MARK:
 TOP/RIM EXISTING SANITARY MANHOLE,
 SEDWARD AVE., STA. 89+57.4, 29' LT.
 ELEVATION = 683.00

SURVEYOR:
 Douglas W. Eis, P.S.
 Registered Surveyor No. 7758
 16-883 St. Rt. 281
 Holgate, Ohio 43527
 (419) 762-5468
 SURVEY DATE: October 19, 2007
 Survey No. B1550-H-CN-10-31-07

OWNER-DEVELOPER:
 S. A. S. GROUP
 GREGORY L. BECK, PRESIDENT
 P.O. BOX 583
 NAPOLEON, OHIO 43545
 (419) 592-8307



SHEET NO. 2 OF 13

NEW DIMENSIONS

1445 SCOTT STREET, P.O. BOX 174
 NAPOLEON, OHIO 43545
 (419) 599-8839

DRAFTING DESIGN CONSTRUCTION & PLANNING ASSISTANCE

TWIN OAKS SUBDIVISION
 CITY OF NAPOLEON, STATE OF OHIO
 7th ADDITION
 DEVELOPMENT PLAN

P.E. OHIO P.E. #E-
 DRAWN BY: R.D.S.
 DATE: NOV, 2007 / AUG, 20020
 HORIZ. SCALE: 1"=40'
 VERT. SCALE: None

SHEET NO. 2 OF 13



City of Napoleon, Ohio

Code Enforcement

Kevin Schultheis, Inspector/Zoning Administrator

255 West Riverview Avenue

Napoleon, OH 43545

Telephone: (419) 592-4010 Fax: (419) 599-8393

www.napoleonohio.com

PC-20-14

Conditional Use Permit

For a Recommended Preliminary Plat Development approval

Location: Parcel Number-412200280100, Twin Oaks Subdivision-7th Addition, Sedward Ave.

Memorandum

To: Members of the City Planning Commission

From: Kevin L. Schultheis, Zoning Administrator/Code Enforcement Officer

Subject: Preliminary Plat of Development

Meeting Date: October 13, 2020 5:00 PM

Hearing #: PC-20-14

Background:

An application for public hearing has been filed by Greg Beck, SAS Group Co. P.O Box 583 Napoleon, Ohio 43545. The applicant is requesting the approval of a Preliminary Plat of Development. The request is pursuant to Chapter 1141 of the Codified ordinances of Napoleon, Ohio. The property is in an R-1 Suburban Residential District.

Research and Findings

1. A Preliminary Plat of Development Permit is for any planned development to be located in the R-1 Suburban Residential Zoning district as per 1145.01(a) table of permissible uses.
2. The applicant is requesting to place an eleven (11) lot subdivision on the far southwest end of Sedward Ave.
3. Scope of Project: (see attached)

Recommended Conditions:

1. All cost of the street development shall be incurred by the developer of the project. All revisions made to plans by the City Engineer must be completed and approved before any construction begins.

Kevin Schultheis, Zoning Administrator / Code Enforcement Officer

William R. Meyers
P.O. Box 523
Napoleon, Ohio 43545
Telephone: (419) 266-2863

September 28, 2020

City of Napoleon
Attn: Joel
255 W. Riverview Avenue
P.O. Box 151
Napoleon, Ohio 43545

Re: Annexation

Dear Joel:

We are requesting that the City of Napoleon sign an Annexation Agreement with Napoleon Township; then adopt the Agreement by ordinance. This process would allow an expedited annexation of my property into the City of Napoleon. I already have been in negotiations with the City to obtain water and sewer service. These services would allow the improvement and sale of the property.

The City's approval would allow for a more attractive parcel within the City

limits.

I appreciate your attention. If you have any questions or comments regarding this matter, please contact me at your convenience.

Sincerely,

A handwritten signature in cursive script that reads "William R. Meyers". The signature is written in dark ink and is positioned above the printed name.

William R. Meyers

Napoleon Aquatic Center Rate Proposal - Revised

	2019 RATE		2021 RATE - REVISED	
	Resident	Non-resident	Resident	Non-Resident
Family Membership (up to 5)	\$100	\$125	\$100	\$200
Additional Family Member	n/a	n/a	\$10	\$30
Individual Member – Adult	\$70	\$80	\$60	\$100
Individual Member – Child	\$60	\$70	\$50	\$85
Senior Citizen Member	\$50	\$60	\$50	\$75
Child Care Provider	n/a	n/a	\$50	\$60
Daily Fee – Child	\$2.50	n/a	\$3.00	\$5.00
Child 3 and under	Free		Free	Free
10 Visit Pass – Child	-	-	\$27	\$45
Daily Fee – Adult	\$3.00	n/a	\$4.00	\$6.00
10 Visit Pass – Adult	-	-	\$36	\$54
Daily Fee – Senior (65 & Older)	n/a	n/a	\$3.00	\$5.00
10 Visit Pass - Senior	-	-	\$27	\$45
Pool Rental – 3 hour (6-9p)	\$150	n/a	\$250	\$400
Facility Rental – for events (Sat-Sun)	\$500	n/a	\$750	Not available

Resident – defined as residing in the City of Napoleon corporation limits

Napoleon Aquatic Center

Corporate Membership Program

Objective: To provide opportunities for area companies seeking to provide healthy, recreational activities for the employees and families.

What is Included: A corporate membership shall include the employee and up to four (4) additional immediate family members. (Immediate family members defined as spouse and children living in the same household)

Plans Offered:

Number of Employees	Annual Fee
25 and under	\$2,000
26 to 50	\$3,500
50 to 100	\$5,000
100 to 150	\$7,500
Over 150 employees	\$10,000

Details:

- A company purchasing a corporate membership must present documentation indicating a current number of full-time employees.
- The company shall provide a list of employees that the employer has approved eligible to the City of Napoleon prior to the start of the pool season.
- Employees must display a valid membership badge issued by the City of Napoleon to verify eligibility and admission.
- Family members of employees are not included as part of the corporate membership privileges.
- Corporate memberships are valid from Memorial Day (or on the first day of pool opening) through Labor Day (or pool closing) of each season.



City of Napoleon, Ohio

255 West Riverview Avenue, P.O. Box 151
Napoleon, OH 43545
Telephone: (419) 592-4010 Fax: (419) 599-8393
www.napoleonohio.com

Memorandum

To: Mayor and City Council, City Manager, City Law Director, Finance Director, Department Supervisors, News Media
From: Roxanne Dietrich, Clerk of Council
Date: October 2, 2020
Subject: Technology and Communications Committee – Cancellation

The regularly scheduled meeting of the Technology and Communications Committee for Monday, October 05, 2020 at 6:15 pm has been CANCELED due to lack of agenda items.



Update

A weekly newsletter presented by American Municipal Power, Inc.

Sept. 25, 2020

AMP Annual Conference continues to be a success

By Holly Karg - director of media relations and communications



Held Sept. 22-23, the American Municipal Power, Inc. (AMP) Annual Conference successfully provided public power officials with the educational sessions and industry-related insights that AMP Members are accustomed to in a virtual format for the first time.

Following AMP President/CEO Jolene Thompson's opening remarks on joint action and AMP's upcoming 50-year anniversary, participants welcomed FERC Commissioner Richard Glick, PJM Interconnection President and CEO Manu Asthana, and Midcontinent Independent System Operator (MISO) CEO John Bear for a panel discussion on FERC and Regional Transmission Organization issues.

U.S. Sen. Shelley Moore Capito (WV) provided attendees with an update on activities and issues in Congress. As a member of the U.S. Senate Committee on the Environment and Public Works, Sen. Capito brings unique insight to the legislative discussions impacting public power.

Conference participants also heard from Kroger Corporation Vice President of R&D and Technology Transformation Wesley Rhodes, and Itron, Inc. Vice President of Product Marketing and Networked Solutions Ty Roberts. Rhodes and Roberts spoke about the many technological disruptors facing the public power industry, with a focus on how an organization can start to think, adopt and become innovative in the face of change.

The conference included sessions covering a number of topics and trends in the power industry - including updates on the energy and gas markets, strategies for working with bond rating agencies, economic development efforts and the annual federal legislative update. AMP thanks all of the speakers that participated.

In addition to the many sessions and events, AMP held its general membership meetings during the two-day annual conference. Project participant meetings and the OMEA general membership meeting were scheduled separately of this year's conference.

Stallard receives Seven Hats Award

By Jolene Thompson - president/CEO

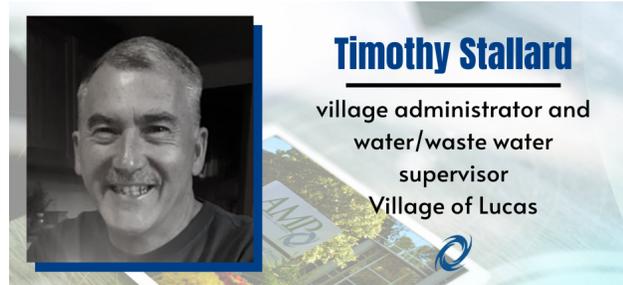
Timothy Stallard is the 2020 recipient of the AMP Seven Hats Award.

Stallard serves as village administrator and water/waste water supervisor for the Village of Lucas, a small community in southeastern Richland County, Ohio. He has served the Village of Lucas for 27 years.

"Tim Stallard represents the type of leader in public power that the Seven Hats Award celebrates," said Jeff Brediger, Director of Utilities for the City of Orrville and AMP Board of Trustees Chair. "On behalf of the AMP Board of Trustees, I am honored to present this award to Tim."

Stallard has been instrumental in the planning and design process of a number of Village improvement projects. Recently, Stallard oversaw the installation of sidewalks in the Village - improving safety for residents.

Village of Lucas Mayor Todd Hall noted that, "Tim Stallard is a tireless worker that always has the best interests of the residents of the Village of Lucas in mind. I have met no one that possesses a deeper love for the village and the entire Lucas community than Mr. Stallard."



Stallard is active in the Village of Lucas and is a strong supporter of the local school system.

The award was presented to Stallard during the 2020 AMP Annual Conference, held virtually, Sept. 22-23.

The AMP Seven Hats Award - modeled after the American Public Power Association's national Seven Hats Award - was initiated in 1984 to recognize utility managers who serve smaller communities of less than 2,500 meters, and whose management duties extend well beyond the scope of a manager in a larger system. Award winners show skill in seven areas: planning and design, administration, public relations, field supervision, accounting, personnel or employee direction, and community leadership.

Gerken named to AMP Wall of Fame

By Jolene Thompson

Marc S. Gerken, PE, retired long-time President/CEO of American Municipal Power, Inc. (AMP), was named the 2021 AMP Wall of Fame inductee during the 2020 AMP Annual Conference, held virtually, Sept. 22-23.

AMP has evolved so much over the past 20 years as a result of Marc's vision and energy. His leadership has benefitted not only AMP and our members, but public power and hydropower nationally. We're grateful to Marc for his many contributions. He embodies what the AMP Wall of Fame is all about.



Gerken served as President/CEO of AMP from 2000 to 2020. He joined AMP in 1998 as vice president of business and operations. Under his direction and vision as president and CEO, AMP experienced tremendous growth, expanding from 83 members in three states to 135 members in nine states. Prior to joining AMP, Gerken served as the city engineer in the AMP member community of Napoleon, and in 1995, was named the community's city manager. In that capacity, he served on the AMP Board of Trustees.

Gerken has held several national leadership and policy development positions, including president of the National Hydropower Association (NHA) Board of Directors (2013-2015) and past chair of the American Public Power Association (APPA) Board of Directors (2009-2010), and he is the past chair of The Energy Authority (TEA) Board.

Gerken announced his retirement in April 2019, officially retiring from AMP as President/CEO on March 31, 2020.

The Wall of Fame program was launched by Gerken in 2010 to honor individuals who have made significant contributions to AMP and to public power in member communities. Gerken joins 24 other Wall of Fame inductees.

Gerken will be inducted to the AMP Wall of Fame during a celebration at a later date.

AMP holds elections for Board of Trustees

By Jolene Thompson

The AMP general membership held its annual meeting during the 2020 AMP Annual Conference on Sept. 22. There were four expiring at-large seats on the 21-member AMP Board of Trustees. Re-elected to three-year terms are the AMP member communities of:

- Cuyahoga Falls
- Dover
- Napoleon and
- Wellington

Additionally, the Board held its reorganizational meeting and re-elected:

- Jeff Brediger, City of Orrville, as Chair;
- Robert Patrick, City of Wadsworth, as Vice Chair;
- Dave Carroll, City of Paducah, as Secretary; and
- Patrick McCullar, DEMEC, as Treasurer.



AMP awards recognize member utilities and officials

By Adam Ward

Member utilities and officials were recognized at the 2020 AMP Annual Conference through the AMP Awards Program.

Communities that were honored with AMP awards include:

Innovation Awards

Innovation is the introduction of something new - a new idea, device or method. The AMP Innovation Award recognizes municipal utilities that have completed an innovative or unique project to better serve their customer-owners.

- Village of Yellow Springs Electric Distribution for the Leveraging Technology to Better Serve Citizens Project
- Dover Light and Power for the B004 Coal Combustion Upper Overfire Air System Nozzle Modification Project
- City of Hamilton Department of Infrastructure for the Utility Customer Experience Improvement Project
- Honorable Mention: Cleveland Public Power for the CPP GIS Project

Electric System Sustainability Awards

The AMP Electric System Sustainability Award recognizes utilities that have made significant efforts in sustainability. Sustainability can be defined as understanding the interconnections among economy, society and environment.

- Shelby Division of Electricity & Communication for the Shelby Solar Array Project
- Westerville Electric Division for the Commercial Solar Rebate Program
- Honorable Mention: City of Hamilton Department of Infrastructure for the Monarch Conservation and Pollinator Health Research Project
- Honorable Mention: Napoleon Power and Light for the LED Street Light Conversion Project
- Honorable Mention: Village of Yellow Springs Electric Distribution for the Streetscape Project

System Improvement Awards

The AMP System Improvement Award recognizes utilities that have made a significant improvement in electric service and reliability to their customer-owners.

- Brewster Electric Utility for the South Substation Addition Project
- Jackson Center Municipal Electric System for the Jerry Drive Substation and 69-Kilovolt Pole Line Project
- City of Columbiana Electric Department for the Fiber Optic Backbone Project
- Jackson Municipal Electric Department for the Jamestown Substation Project
- City of Columbus Division of Power for the 69-Kilovolt Line Extension Project
- Cuyahoga Falls Electric System for the Sub-transmission System 600 ampere Switch Replacement Project

- City of Hamilton Department of Infrastructure for the Hamilton Enterprise Park Upgrades Project
- Honorable Mention: Berlin, Maryland, Electric Utility Department for the Power Plant #2 Engine Replacement Project
- Honorable Mention: Montpelier Municipal Utilities for the Steuben Substation Relay Upgrades and Industrial Park Utility Easement Roads Project
- Honorable Mention: St. Clairsville Light and Power Department for the 30 Recloser Project
- Honorable Mention: Village of Yellow Springs Electric Distribution for the Overhead Primary Undergrounding Project Corry Street and Glenview Street Project
- Honorable Mention: Bowling Green Electric Division for the Dunbridge Substation Transformer Replacement Project
- Honorable Mention: City of Wadsworth Electric and Communications for the Akron Road Substation East Power Transformer Replacement Project
- Honorable Mention: Westerville Electric Division for the Hempstead Road Street Lighting Project

Public Power Promotion Awards

The AMP Public Power Promotion Award recognizes utilities for their promotional efforts in marketing, consumer awareness and branding.

- DEMEC for the Public Power Awareness Campaign
- City of Hamilton Department of Infrastructure for the EmPower Hamilton Round-Up Donation Feature
- Westerville Electric Division for the Holiday Light Recycling Program
- Honorable Mention: Napoleon Power and Light for the Napoleon High School Banner Project
- Honorable Mention: City of Wadsworth Electric and Communications for the Public Power Week Promotion Campaign
- Honorable Mention: Village of Yellow Springs Electric Distribution for the Making Residential Solar Equitable Program

Members receive safety awards and commendations

By Michelle Palmer, P.E. - vice president of technical services and compliance

On Sept. 23, AMP announced 2020 Safety Award and Commendation winners during the closing session of the 2020 AMP Annual Conference. Safety awards are presented to communities with no time loss due to reportable accidents or injuries.

In the generation category, an award was presented to:

- Bryan Municipal Utilities.

In the transmission and distribution category, awards were presented to:

- Berlin, Maryland, Electric Utility Department
- Brewster Electric Utility, Bryan Municipal Utilities
- Carey Municipal Light and Power
- City of Hamilton Department of Infrastructure
- Jackson Center Municipal Electric System
- Minster Electric Department
- Montpelier Municipal Utility
- Napoleon Power and Light
- New Martinsville Municipal Electric
- Oak Harbor Public Power
- Orrville Utilities
- Shelby Division of Electricity and Communication
- St. Clairsville Light and Power Department
- Village of Yellow Springs Electric Distribution

Safety commendations are given to communities with less than one percent of time loss due to reportable accidents or injuries. Safety commendations for generation were presented to:

- Dover Light and Power
- City of Hamilton Department of Infrastructure
- Orrville Utilities

Safety commendations for transmission and distribution were presented to:

- Cleveland Public Power
- Cuyahoga Falls Electric System
- City of Wadsworth Electric and Communications
- Westerville Electric Division

AMP Hard Hat Safety Award winners will be announced in their community and presented with an award at a later date. The following utilities have an AMP Hard Hat Safety Award winner:

- Berlin, Maryland, Electric Utility Department
- Bowling Green Electric Division
- Brewster Electric Utility
- Bryan Municipal Utilities (Transmission)
- Bryan Municipal Utilities (Generation)
- Carey Municipal Light and Power
- Cleveland Public Power
- Cuyahoga Falls Electric System
- Dover Light and Power (Generation)
- Borough of Ephrata Electric Division
- City of Hamilton, Hydroelectric Operations
- City of Hamilton Department of Infrastructure
- Jackson Center Municipal Electric System
- Montpelier Municipal Utilities
- Quakertown Electric Department
- Shelby Division of Electricity and Communication
- St. Clairsville Light and Power Department
- City of Wadsworth Electric and Communications
- Westerville Electric Division
- Village of Yellow Springs Electric Distribution

Mutual Aid Commendations were presented to:

- Village of Bradner Board of Public Affairs
- Clyde Light and Power
- Bowling Green Electric Division.

Congratulations to all award winners and thank you for your dedication and service.

AMP September Board meetings update

By Jolene Thompson

The AMP Board of Trustees met virtually on Sept. 10 and 21. The Board formally adopted the updated mission, vision and value statements and AMP logo refresh that were unveiled to AMP Members during the AMP Annual Conference.

The Board also adopted a series of budget resolutions and heard a presentation on the governance and structure of PJM and MISO.

Staff offered brief remarks on the majority of Committee reports in light of the updates that will be provided at project and joint venture participants meetings being held separately this month.

The next Board meeting will be held Oct. 21 and 22.

If you have any questions or need additional information about the Board meeting, please contact me at jthompson@amppartners.org or 614.540.1111.

FERC dam safety rulemaking underway

By Gerit Hull - deputy general counsel for regulatory affairs

The National Hydropower Association (NHA) filed [comments](#) on September 22 addressing proposed changes to FERC's rules governing the safety of federally licensed hydropower projects. AMP is an NHA member and participated in the development of the comments.

The major changes from FERC's July 16 [notice](#) proposed rule (NOPR) changes, if implemented, will:

- incorporate two tiers of project safety inspections by independent consultants;
- codify existing guidance requiring certain licensees to develop an owner's dam safety program and a public safety plan; and,
- update existing regulations related to public safety incident reporting.



FERC proposes to significantly change the periodic safety inspections performed every five years by independent consultants. A new, two-tier inspection cycle will replace the current requirements. The scope of the inspection will alternate between a periodic inspection and a more rigorous comprehensive assessment. FERC also proposes changes to the qualifications required of the independent consultant team.

Since 2012, FERC has issued letters to all owners of high or significant hazard potential dams requiring them to submit dam safety programs and FERC now proposes to codify this requirement in its regulations, along with guidance on minimum program requirements. FERC's proposed rules also require submittal of a separate public safety plan. Public safety reporting requirements will be enhanced to require reporting of project related incidents that involve rescues, in addition to deaths and serious injuries.

The NHA comments on the FERC NOPR commend FERC for exploring changes to its dam safety program that are intended to enhance dam safety and prevent dam failures. However, the NHA comments identify a number of areas of concern. The NHA believes that FERC is expanding the amount of compliance work while also making it more difficult to obtain qualified independent consultants, and that the proposals will not necessarily reduce risk while creating an unwarranted financial burden for smaller dam owners. Therefore, NHA's comments recommend a number of detailed revisions to the proposed rules.

FERC will consider comments received, may revise the new rules, and will likely issue a final rule in coming months. In the meantime the proposed rules are not yet in effect and FERC's [existing dam safety rules](#) continue to apply.

AMP peak shaving summary - Summer 2020

By Craig Kleinhenz - director of power supply planning

Summer 2020 was one of the warmest on record, which resulted in a large number of peak shaving days called. The first event for PJM was called on June 10 and the last was Aug. 28. In total, PJM 5CP peak shaving was called for on 18 separate days (plus an additional 18 yellow only days) for a total of 74 hours (not including 51 yellow advisory hours). Of these hours called, there were 28 orange and 46 red hours.

As PJM has been reconciling data, which they can continue to do until Nov. 1, the fifth CP day has switched multiple times. The table below lists the current first through seventh CP dates and hours (only the top five final hours will count towards capacity charges/credits). We were successful in calling red events across all 5 CP hours (including the sixth and seventh hours).

CP	Load (MW)	Date	Hour Ending
1	144,576	7/20/2020	17
2	143,762	7/27/2020	17
3	143,473	7/9/2020	18
4	141,459	7/6/2020	15
5	141,057	7/29/2020	18
6	141,038	8/27/2020	17
7	141,019	7/21/2020	17

For transmission peak shaving, AMP called an average of eight total days with an average of 31 hours per zone (plus an additional 35 yellow advisory hours). This included an average of 18 orange hours and 13 red hours per zone. Of the 1 CP peak shaving hours, 28 overlapped with orange or red hours during 5 CP events (meaning that if you were 1 CP shaving it only took an extra 46 hours of operation to catch the 5 CPs). Below is a table breaking out the number of hours called in each zone:

	AEP	APS	ATSI (FE)	Duke (DEOK)	Dayton	Delmarva (DPL)	Dominion	PPL	Penelec	Meted
Days	20	11	12	14	12	16	16	11	10	15
Alert Level 1 (Yellow)	43	28	29	31	30	35	45	39	28	43
2 (Orange)	24	14	19	17	21	25	12	8	20	20
3 (Red)	23	14	9	13	11	17	18	5	8	13
4 (Black)	0	0	0	0	0	4	0	0	0	0
Total Hours	90	56	57	61	62	81	75	52	56	76

All zones had red or black events called across the peak hour except for 2. The Duke Zone (orange hour) saw loads come in five percent higher than the morning forecast. MetEd Zone (yellow hour) saw a peak during Hour Ending 19 (from 6 to 7 p.m.), which was later than forecasted (Hour Ending 18 actual load was only 1 MW lower). This has not been historically seen in any zone during a summer peak (usually loads are lower during Hour Ending 19 due to lower temperatures and lighter industry loads).

	Date	HE	MW
ATSI	7/9/2020	17	12,465
APS	7/27/2020	18	8,638
AEP	7/9/2020	17	21,657
Dayton	7/27/2020	15	3,296
Duke	7/21/2020	18	4,975
Penelec	7/27/2020	15	2,911
Delmarva	7/20/2020	18	4,086
PPL	7/27/2020	18	7,260
Dominion	7/20/2020	17	20,087
Meted	7/27/2020	19	2,976

The 1 and 5 CP peak shaving events resulted in AMP's combustion turbines running approximately 82 hours this summer and AMP controlled diesel units seeing approximately 50 hours of operation. The AMPCT project saw 75 percent production across the peak and JV2 was 83 percent compared to the budgeted amount of 66 percent.

AMP TECHNICAL AND SAFETY TRAINING WEBINAR SCHEDULE

In an effort to continue providing members with high-quality training opportunities, AMP has temporarily transitioned trainings to a webinar format. Please see the below schedule — we will continue to update the schedule as needed. We are in this together.

Oct. 13, 9 a.m.
Backing & Spotting
Instructor: Jim Eberly

Nov. 5, 9 a.m.
Holiday Stress Management
Instructor: Kyle Weygandt



For more information on the AMP Training Program or to access the virtual training webinars, please contact Jennifer Flockerzie, AMP's manager of technical services logistics, at jflockerzie@amppartners.org.



Energy market update

By Jerry Willman - assistant vice president of energy marketing

The October 2020 natural gas contract increased \$0.123/MMBtu to close at \$2.248 yesterday. The EIA reported an injection of 66 Bcf for the week ending Sept. 18, which was below market expectations of 77 Bcf. The year-ago build was 97 Bcf and the five-year average was 80 Bcf. Storage is now 3,680 Bcf, 15.9 percent above a year ago and 12.4 percent above the five-year average. The natural gas seasonal injection running total is +1,694 Bcf versus the five-year average of +1,579.

On-peak power prices for 2021 at AD Hub closed yesterday at \$33.38/MWh, which increased \$0.14/MWh for the week.

On Peak (16 hour) prices into AEP/Dayton hub				
Week ending Sept. 25				
MON	TUE	WED	THU	FRI
\$18.61	\$19.85	\$22.57	\$22.42	\$21.95
Week ending Sept. 18				
MON	TUE	WED	THU	FRI
\$24.17	\$22.28	\$24.20	\$19.31	\$17.23
AEP/Dayton 2021 5x16 price as of Sept. 24 — \$33.38				
AEP/Dayton 2021 5x16 price as of Sept. 17 — \$33.24				

AFEC weekly update

By Jerry Willman

The AMP Fremont Energy Center (AFEC) plant operated in 2x1 configuration for the week. The plant shut down overnight Friday through Thursday for the off-peak hours based on PJM economics. Duct firing operated for 49 hours this week. For the week, the plant generated at a 56 percent capacity factor (based on 675 MW rating).

Security tip - CISA Emergency Directive

By Jared Price - vice president of information technology and CTO



The Cybersecurity and Infrastructure Security Agency (CISA) has released [Emergency Directive \(ED\) 20-04](#) addressing a critical vulnerability - CVE-2020-1472-affecting Microsoft Windows Netlogon Remote Protocol. An unauthenticated attacker with network access to a domain controller could exploit this vulnerability to compromise all active directory identity services.

Earlier this month, [exploit code for this vulnerability was publicly released](#). Given the nature of the exploit and documented adversary behavior, CISA assumes active exploitation of this vulnerability is occurring in the wild. Patches were released in August to fix this issue and should be applied immediately.

THE ACADEMY
Webinars

AMERICAN PUBLIC
POWER ASSOCIATION

2020

**Register Now
for Webinars**

Register today at
www.PublicPower.org
under Education & Events.

Non-members can enter
coupon code **AMP** to
receive the member rate.



Classifieds

Members interested in posting classifieds in Update may send a job description with start and end advertisement dates to zhoffman@amppartners.org. There is no charge for this service.

Village of Milan seeks applicants for electric lineworker

The Village of Milan is seeking applicants for the position of electric line maintenance worker. Under general supervision of the Electric Department superintendent; performs skilled and unskilled maintenance and installation of high voltage secondary electric lines; maintains and installs street lighting and traffic signal systems; operates auger truck to install poles, guy wires, anchors and transformers. Performs any other duties as required, including working with and for other Milan departments such as street, water and waste water.

Applicants may have any combinations of training and work experience which indicates possession of the skills, knowledge and abilities listed below. An example of an acceptable qualification for this position is: possess a high school diploma, completion of secondary education; advanced technical education with two to three years experience in municipal electrical department or equivalent; possession of valid State of Ohio motor vehicle operator's license and possess a valid State of Ohio Class B CDL or obtain within first three months of employment. The Village of Milan may submit applicant to written testing prior to hiring. Upon hiring, new employees may be required to submit to a Village paid physical examination by a physician chosen by the Village of Milan.

Salary offered will be dependent on qualifications. A full job description and application may be obtained at 11 S. Main Street, Milan, Ohio 44846, Monday through Friday between 8 a.m. and 4:30 p.m. or online at www.milanoohio.gov. Completed applications can be dropped off at the above address or emailed to Village Administrator Brian Rospert at brospert@milanoohio.gov. We will accept applications until the job is filled.

City of Piqua seeks applicants for assistant power system director

The City of Piqua, a Charter City of just under 21,000, approximately 25 miles north of Dayton in Miami County, is seeking applicants for the position of assistant power system director. The assistant power system director reports directly to the power system director. This position will perform difficult skilled technical and administrative work designing electrical systems and facilities; developing, implementing and enforcing department policies and procedures; managing the work of subordinates; overseeing the maintenance of the SCADA system for the department; recommending and implementing department technology plan; performing other related duties as required.

A bachelor's degree in engineering, or related field and six or more years of experience in engineering including supervisory experience, or equivalent combination of education, training and experience is required. Salary is dependent on qualifications. To apply, visit [Piqua's employment application website](#) or pick up a hard copy from 201 West Water Street, Second Floor, Piqua, Ohio 45356. All applications must be submitted by Oct. 9.

City of Columbus - Division of Power to hold competitive examination for power distribution system operator I position

The City of Columbus Department of Public Utilities is seeking qualified candidates for the position of power distribution system operator I. To apply, you must first take the open competitive examination. Applications must be submitted to the Civil Service Commission by applying online at www.csc.columbus.gov by Sept. 30. Applicant tracking is now managed by NEOGOV. If you do not already have a profile in NEOGOV, you will have to set up a new one in NEOGOV before you can submit an application.

This position is responsible for monitoring detection systems, such as the outage management system, and documenting the day-to-day operations of the power distribution and transmission control system. To qualify you must have one year of experience in electrical power distribution work that may include substation maintenance, power line or cable worker duties. Substitutions may include: Significant college coursework - 12 semester or 15 quarter hours in power distribution, electrical systems, electrical engineering, or a closely related field may substitute for the experience. Proof of completion of the classroom curriculum for a vocational educational program in power distribution or electrical theory may substitute for the required experience. North American Electric Reliability Corporation System Operator Certification may substitute for the required experience. Possession of a valid driver's license is required. Salary: \$51,812.80-\$80,100.80

Contact the Civil Service Commission at 614.645.8300 with questions. City of Columbus is an Equal Opportunity Employer.

City of Hillsdale seeks applicants for finance director

The City of Hillsdale is seeking applicants for the position of finance director. Under the general direction of the city manager, this position plans, organizes, directs and evaluates the operations of the Finance Department. Responsible for the supervision and oversight of the city's financial, budgetary, accounting and BS&A computer information software. Serves as the chief financial officer of the city. Plans, organizes and directs the activities of the Finance Department in accordance with state law, accounting principles and local policies. Develops and implements departmental policies and procedures and provides guidance on accounting and reporting procedures and city fiscal policies. Assigns work, supervises personnel, evaluates performance and oversees professional development within the finance department. Takes disciplinary action according to established procedure. Plans, establishes and directs revisions of accounts and funds in accordance with governmental generally accepted accounting principles and State of Michigan law; monitors all funds and accounts to insure proper use. Reviews warrants, entries, financial statements and other financial supporting data and reports for propriety and accuracy. Presents reports in public forums for all funds as needed. Directs a system of internal accounting controls to verify appropriate accountancy. Reviews purchase orders for budgetary support and council approvals prior to final approval of the city manager. Directs and completes the preparation of audit schedules for annual audit; coordinates audit with outside auditors; plans and directs Finance Department staff regarding audit responsibilities

A bachelor's degree in accounting, business or public administration, or a related field, and seven years of progressively responsible experience in professional accounting or finance, preferably fund accounting, with prior experience in supervising a finance department or operation, are required. Must have experience in governmental accounting or knowledge of generally accepted accounting principles and governmental accounting principles and practices and the ability to apply them accurately, and knowledge of governmental laws and regulations and the ability to interpret and apply laws to a variety of financial transactions. Successful candidate will be skilled in completing complex financial analysis, forecasts and models; in utilizing computer systems and related software packages and the ability to direct and maintain the support of accounting/finance computer systems; in responding to public inquiries and internal requests with a high degree of diplomacy and professionalism; in effectively communicating ideas and concepts orally and in writing, and in making presentations in public forums; in building and maintaining effective working relationships with subordinates, peers, elected officials, the media, professional contacts, and the general public. Must have the ability to develop budget forecasts and prepare comprehensive and accurate reports, effectively supervise subordinate personnel, research, prepare, present and implement multifaceted programs, studies, and projects effectively.

Find a full job description and apply [here](#).

Bryan Municipal Utilities seeks applicants for engineering supervisor

Bryan Municipal Utilities (BMU) is accepting applications for an engineering supervisor. This position is responsible for planning and assisting BMU's construction and maintenance and capital improvement projects with departmental superintendents, including the preparation of bid books. This position also manages the Geographic Information's Systems (GIS), GPS and Ohio Utilities Protection Service (OUPS) work related to BMU infrastructure.

Candidates should understand engineering methods and practices used in the construction, operation and maintenance of a municipal electric distribution system, broadband communication system, water distribution and treatment system, and hydroelectric and turbine generation. AutoCAD and ESRI software experience is a plus. Must have a passion to learn and solve problems and willingness to dig deeper to find the root cause of problems.

Preferred candidate will bachelor's degree in engineering or business from an accredited college; seven to 10 years of experience in an engineering department with supervisory responsibilities; or an equivalent combination of education, experience, and training which provides the required knowledge, skills, and abilities. A job description with complete qualifications may be downloaded [here](#).

Applications can be completed at Bryan Municipal Utilities, 841 E. Edgerton St., between 8 a.m. and 4 p.m., Monday to Friday. Resumes may be mailed to the above address or emailed to humanresources@cityofbryan.com. EOE

Borough of Ephrata seeks applicants for two positions

Utilities manager

The Borough of Ephrata is seeking applicants for the position of utilities manager. This position plans, directs and manages operational activities and improvements for borough electric, water and wastewater divisions, and is responsible for identifying and meeting the current and future operational needs of the utility operations, setting and accomplishing goals and developing subordinate division superintendents and managers.

A bachelor's degree in civil, mechanical or electrical engineering or other related field is preferred or equivalent experience. Successful candidate must have a proven, successful record of accomplishment as a manager and five years progressive operations experience in a leadership capacity with well-developed management, public relations and customer service skills. Experience with services provided on a multi-municipal basis desired. Must be safety conscious and demonstrate excellent interpersonal skills through teamwork, initiative and good judgement. Must have a thorough knowledge of municipal utility operations. Experience in wastewater collection/treatment, water production/distribution activities and/or electric generation and distribution systems preferred.

Technical support manager

The Borough of Ephrata is seeking applicants for the position of technical support manager. This position provides technical supervision, planning, organizing and direction of functions in the operation and maintenance of the electrical distribution system of the borough. Essential duties and responsibilities include providing technical assistance in the design, engineering, sizing, selection and maintenance of electric distribution components. Provides guidance for the maintenance, operation and construction of the electric distribution system and substations to ensure system reliability and the availability of energy supply to all customers. Recommends and implement improvement to operating distribution system and equipment to ensure system reliability is maintained and losses are minimized. Maintains an appropriate inventory of equipment and supplies to ensure that emergency service restorations occur in a minimum amount of time and that new services can be installed in a reasonable amount of time. Assists in the preparation and administration of division operating and capital budgets to meet Borough budget guidelines and minimize cost impact on customers. Develops and manages division work plan including assistance to other divisions as needed, and researches and initiates division purchases to facilitate accomplishment of division work plans. Establishes and monitors street lighting programs to ensure adequate lighting for safety and convenience of residents, as well as electric meter installation and testing programs to ensure the accurate measurement of customer demand and energy. Coordinates and trains employees in established system operating procedures for the safety of employees and for system reliability

Candidates must have a demonstrated ability to use Microsoft Outlook, Word and Excel proficiently. Prior responsibility for maintenance of process equipment and upgrading technology is highly desirable. Candidates must have the ability to communicate effectively, verbally and in writing with employees, customers, government

The Borough offers an attractive wage, comprehensive benefit package and a workplace with an emphasis on quality and teamwork. Qualified candidates should send your resume to: Human Resources Department, Borough of Ephrata, 124 South State St., Ephrata, PA 17522, or email to skramer@ephrataboro.org. Visit our website at www.ephrataboro.org. EOE M/F/D/V

Village of Grafton seeks applicants for assistant service superintendent

The Village of Grafton seeks a qualified assistant service superintendent with skilled trades and equipment operation experience. The ideal candidate will have extensive knowledge in municipal infrastructure maintenance and repair, hold a current Ohio Class 1 Water System/Distribution Operator license plus a certification in water system backflow management.

The assistant superintendent will be required to report to the village administrator and regularly communicate and coordinate municipal services with other utility departments when needed. Personnel management skills and the ability to work as a team is essential. Job duties range from but not limited to department vehicle and asset management, material inventory management, landscape maintenance, parks, street, sewer and water-main service and repair, plus all municipal seasonal roadway maintenance services. Some heavy lifting at times may be required.

This full-time position is offered at a competitive hourly rate based upon experience and includes an attractive benefit plan providing health care, vision and dental insurance. Paid holidays after 60-days. Paid vacation, personal days and sick days after one year, plus a public employee retirement plan through OPERS. Grafton offers a stable and upbeat, professional work environment, continuing education and work force training with opportunity for career advancement. The Village of Grafton is an EEO employer and Drug-Free Workplace.

A pre-employment background check and drug screen is required.

This position will remain open until filled. Interested candidates can submit resume to: Grafton Village Hall, 960 Main St. Grafton, OH 44044, or by email to the village administrator at jbprice@villageofgrafton.org.

Opportunities available at AMP

AMP is seeking applicants for the following positions:

System Analyst (SCADA & Plant Systems)

Transmission intern (spring 2021)

Manager of reliability standards

For complete job descriptions, please visit the [AMP careers page](#).

American Municipal Power, Inc.

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