



City of Napoleon, Ohio

255 West Riverview Avenue - P.O. Box 151
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: November 2, 2020
Subject: General Information

CALENDAR

MONDAY, NOVEMBER 2ND

Agenda – Technology and Communications Committee @6:15 pm

Agenda – City Council Meeting @7:00 pm

INTRODUCTION OF NEW ORDINANCES AND RESOLUTIONS – *attachments not included with the legislation in your packet, will be passed out at the meeting Monday night.*

1. **Ordinance No. 054-20**, an Ordinance Amending Certain Sections of Chapter 955 of the Codified Code of Ordinances of the City of Napoleon, Ohio, specifically Section 955.16, regarding Current Municipal Swimming Pool Admission Rates, also Adding Section 955.16(g) regarding Corporate Membership Pool Admission Rates
2. **Resolution No. 055-20**, a Resolution Authorizing a Community Reinvestment Area (CRA) Agreement between the City of Napoleon, Ohio and MSG Investments, Ltd. within Napoleon CRA #6; and Declaring an Emergency
3. **Ordinance No. 056-20**, an Ordinance Declaring the Improvement of Certain Parcels of Real Property to be a Public Purpose; Declaring such Property to be Exempt from Real Property Taxation; Designating Specific Public Infrastructure Improvements Made, to be Made, or in the Process of Being Made, that Directly Benefit, or that Once Made will Directly Benefit, the Parcels for which Improvement is Declared to be a Public Purpose; requiring Annual Service Payments in Lieu of Taxes; Providing Related Authorizations pursuant to Ohio Revised Code Section 5709.42, 5709.43, 5709.832 and 5709.85; and Approving Compensation Agreements with the Boards of Education of the Napoleon Area City School District and the Liberty Center Local School District
4. **Ordinance No. 057-20**, an Ordinance Supplementing the Annual Appropriation Measure (Supplement No. 6) for the Year 2020; and Declaring an Emergency
5. **Resolution No. 058-20**, a Resolution Authorizing the Utilization of CARES Act Funding for the Purpose of Reimbursement to Cover Personnel Costs of the City of Napoleon, Ohio Consistent with the Requirements of Section 5001 of the CARES Act as described in 42

U.S.C. 801 (formerly 42 U.S.C. 601(D)), and any Applicable Regulations as is necessary pursuant to H.B. 481; and Declaring an Emergency

6. **Resolution No. 059-20**, a Resolution Authorizing the Utilization of CARES Act funding for the Purpose of Reimbursement to Cover Public Safety Measures for the City of Napoleon, Ohio Consistent with the Requirements of Section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S.C. 601(D)), and any Applicable Regulations as is necessary pursuant to H.B. 481; and Declaring an Emergency
7. **Resolution No. 061-20**, a Resolution Authorizing the Utilization of CARES Act Funding for the purpose of Reimbursement for the Purchase and Installation of GPS Needlepoint Bi-Polar Ionization Technology from Campbell Services, Inc.; and Declaring an Emergency

SECOND READING ORDINANCES AND RESOLUTIONS

1. **Resolution No. 052-20**, a Resolution Authorizing the City Manager to Enter into an Annexation Agreement with William R. Meyers for the Annexation of 3.038 acres of land, more or less.
2. **Ordinance No. 053-20**, an Ordinance to Amend Chapter 194, specifically Section 194.081 "Credit for Tax Paid – City of Napoleon," of the Codified Ordinances of the City of Napoleon Regarding Municipal Income Tax, Amending Ordinance No. 053-15, and Declaring an Emergency

THIRD READING OF 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. 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
4. **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
5. **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
6. **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

GOOD OF THE CITY - Discussion/Action:

1. Master Bid List Ordinance (direct Law Director to draft legislation)
2. Master Vendor Ordinance Waiving Competitive Bidding (direct Law Director to draft legislation)
3. 2021 Appropriation Measure (Budget) (direct Law Director to draft legislation)
4. 2021 Transfer of Funds (direct Law Director to draft legislation)
5. Amending Allocation of Funds as found in Sections 193.11 and 194.013 of the Codified Ordinance (direct Law Director to draft legislation)
6. Pay Plan for 2021 for Employees (direct Law Director to draft legislation)
7. Contribution to the CIC for 2021 (direct Law Director to draft legislation)
8. Legislation for Water Note and Pool Note to go to Bond (direct Law Director to draft legislation)
9. Acceptance of Donation from the Napoleon Nazarene Church
10. Acceptance of Donation from Ace Hardware to the Police and Fire Departments

WEDNESDAY, NOVEMBER 4TH

Agenda – Parks and Recreation Board @6:30 pm

FRIDAY, NOVEMBER 6TH

Agenda – Special City Council and Finance & Budget Committee joint meeting at 8:00 am

SATURDAY, NOVEMBER 7TH

Agenda – Special City Council and Finance & Budget Committee joint meeting at 8:00 am

INFORMATIONAL ITEMS

AMP Weekly Newsletter/October 23, 2020

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 6:30 pm - Parks & Rec Board	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 Committee 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

TECHNOLOGY & COMMUNICATIONS COMMITTEE

MEETING AGENDA

Monday, November 02, 2020 at 6:15 pm

LOCATION: City Building, 255 West Riverview Avenue, Napoleon, Ohio
WebEx information will be posted at www.napoleonohio.com

- 1) **Approval of Minutes: February 4, 2019.** *(In the absence of any objections or corrections, the Minutes shall stand approved.)*
- 2) **Cyber Security Update**
- 3) **Capital Replacement Plan**
- 4) **Any other matters currently assigned to the Committee.**
- 5) **Adjournment.**



Roxanne Dietrich - Clerk of Council

Passed
Yea-3
Nay-0

Date Approved

Roll call vote on the above motion:
Yea-Sheaffer, Haase, Baer
Nay-

Ken Haase, Chair

DRAFT

City of Napoleon, Ohio

CITY COUNCIL

MEETING AGENDA

Monday, November 2, 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. Approval of Minutes (in the absence of any objections or corrections, the minutes shall stand approved)

1. October 19, 2020 Regular Council Meeting Minutes

D. Citizen Communication

E. Reports from Council Committees

1. Finance and Budget Committee met on October 26, 2020; and
 - a. Recommended approval of Supplemental No. 6 to City Council
2. Safety and Human Resources Committee scheduled for October 26, 2020 was canceled due to lack of agenda items
3. Technology and Communications Committee met earlier this evening with the following agenda items:
 - a. Cyber Security Update
 - b. Capital Replacement Plan

F. Reports from Other Committees, Commissions and Boards (*Informational Only-Not Read*)

1. Civil Service Commission met on October 27, 2020; and
 - a. approved a one-time rule change that applicants do not have to have their Firefighter Mile Card until time of appointment.
2. Parks and Rec Board will be meeting on November 4, 2020 with the following agenda items:
 - a. Discussion and/or Action on 2021 Budget Requests
 - b. Napoleon Aquatic Center Progress Report

G. Introduction of New Ordinances and Resolutions

1. **Ordinance No. 054-20**, an Ordinance Amending Certain Sections of Chapter 955 of the Codified Code of Ordinances of the City of Napoleon, Ohio, specifically Section 955.16, regarding Current Municipal Swimming Pool Admission Rates, also Adding Section 955.16(g) regarding Corporate Membership Pool Admission Rates
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H. Second Readings of Ordinances and Resolutions

1. **Resolution No. 052-20**, a Resolution Authorizing the City Manager to Enter into an Annexation Agreement with William R. Meyers for the Annexation of 3.038 acres of land, more or less.
2. **Ordinance No. 053-20**, an Ordinance to Amend Chapter 194, specifically Section 194.081 "Credit for Tax Paid – City of Napoleon," of the Codified Ordinances of the City of Napoleon Regarding Municipal Income Tax, Amending Ordinance No. 053-15, and Declaring an Emergency

I. Third Readings of Ordinances and Resolutions

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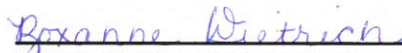
J. Good of the City (Any other business that may properly come before Council, including but not limited to):

1. **Discussion/Action:** Master Bid List Ordinance (direct Law Director to draft legislation)
2. **Discussion/Action:** Master Vendor Ordinance Waiving Competitive Bidding (direct Law Director to draft legislation)
3. **Discussion/Action:** 2021 Appropriation Measure (Budget) (direct Law Director to draft legislation)
4. **Discussion/Action:** 2021 Transfer of Funds (direct Law Director to draft legislation)
5. **Discussion/Action:** Amending Allocation of Funds as found in Sections 193.11 and 194.013 of the Codified Ordinance (direct Law Director to draft legislation)
6. **Discussion/Action:** Pay Plan for 2021 for Employees (direct Law Director to draft legislation)
7. **Discussion/Action:** Contribution to the CIC for 2021 (direct Law Director to draft legislation)
8. **Discussion/Action:** Legislation for Water Note and Pool Note to go to Bond (direct Law Director to draft legislation)
9. **Discussion/Action:** Acceptance of Donation from the Napoleon Nazarene Church
10. **Discussion/Action:** Acceptance of Donation from Ace Hardware to the Police and Fire Departments

K. Executive Session (as may be needed)

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

M. 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, December 7, 2020 @6:15 pm)
2. **Electric Committee (2nd Monday)**
(Next Regular Meeting: Monday, November 9, 2020 @6:15 pm)
 - a. Review of Power Supply Cost Adjustment Factor for November 2020
 - b. Update on Substations
 - c. Electric Department Report
3. **Water, Sewer, Refuse, Recycling & Litter Committee (2nd Monday)**
(Next Regular Meeting: Monday, November 9, 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, November 9, 2020 @7:30 pm)
5. **Parks & Recreation Committee (3rd Monday)**
(Next Regular Meeting: Monday, November 16, 2020 @6:00 pm)
6. **Finance & Budget Committee (4th Monday)**
Special Joint Meeting with City Council: Friday, November 6, 2020 @8:00 am
Special Joint Meeting with City Council: Saturday, November 7, 2020 @8:00 am
(Next Regular Meeting: Monday, November 23, 2020 @6:30 pm)
7. **Safety & Human Resources Committee (4th Monday)**
(Next Regular Meeting: Monday, November 23, 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, November 9, 2020 @6:15 pm)
 - a. Review of Power Supply Cost Adjustment Factor for November 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, November 10, 2020 @4:30 pm)
3. **Planning Commission (2nd Tuesday)**
(Next Regular Meeting: Tuesday, November 10, 2020 @5:00 pm)
4. **Tree Commission (3rd Monday)**
(Next Regular Meeting: Monday, November 16, 2020 at 6:00 pm)
5. **Civil Service Commission (4th Tuesday)**
(Next Regular Meeting: Tuesday, November 24, 2020 @4:30 pm)
6. **Parks & Recreation Board (Last Wednesday)**
(Next Regular Meeting: Wednesday, November 25, 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)**

City of Napoleon, Ohio
CITY COUNCIL MEETING MINUTES
Monday, October 19, 2020 at 7:00 pm

PRESENT

Councilmembers	Daniel Baer-Council President Pro-Tem, Jeff Comadoll, Lori Siclair, Ken Haase, Ross Durham, Molly Knepley
Mayor	Jason P. Maassel
City Manager	Joel L. Mazur
City Law Director	Billy D. Harmon via WebEx
Finance Director	Kelly O’Boyle via WebEx
City Staff	Clayton O’Brien-Fire Chief, Tony Cotter-Director of Parks and Recreation, Lt. Greg Smith, Dispatcher Kore Rasey, Firefighters Dave Mack-Chief of Police via WebEx
Clerk of Council	Roxanne Dietrich
Others	Greg Beck, Michelle S. Green
Others on WebEx	News Media, Eileen Stanic, Andrew Lowry-Meeder Investment Management
ABSENT	
Councilmember	Joseph D. Bialorucki

CALL TO ORDER

Council President Pro-Tem Baer called the City Council meeting to order at 7:00 pm with the Lord's Prayer followed by the Pledge of Allegiance.

APPROVAL OF MINUTES

Hearing no corrections or objections, the minutes from the October 5, 2020 City Council meeting were approved as presented.

CITIZEN COMMUNICATION

None.

REPORTS FROM COUNCIL COMMITTEES

Chair Siclair reported the **Electric Committee** met on October 12, 2020 and approved the Power Supply Cost Adjustment Factor for October 2020.

The **Water, Sewer, Refuse, Recycling and Litter Committee** meeting for October 12, 2020 was canceled.

Municipal Properties, Building, Land Use and Economic Development Committee did not meet on October 12, 2020 due to lack of agenda items.

The **Park and Rec Committee** met earlier tonight with Chairman Haase reporting the committee discussed rates and fees for the Napoleon Aquatic Center and also discussed a Corporate Membership Program for the Napoleon Aquatic Center.

INTRODUCTION OF NEW ORDINANCES AND RESOLUTIONS

Resolution No. 052-20 – William R. Meyers Annexation

Council President Pro-Tem Baer read by title **Resolution No. 052-20**, a Resolution Authorizing the City Manager to Enter into an Annexation Agreement with William R. Meyers for the Annexation of 3.038 acres of land, more or less.

Motion: Comadoll Second: Haase
to approve First Read of Resolution No. 052-20

Mazur stated this is to allow the City to annex a piece of property that is south of the city limits. The property is owned by Mr. Bill Meyers and he would like to annex this property into the City. The property is located where County Road 15C comes into the City and is also part of Wayne Park Drive on the south side where it intersects with West Riverview Avenue. Mr. Meyers would like to sell the lot for residential development.

Comadoll asked what are they going to do about sewers? I don't believe there are any sewers out there. Mazur replied there are not any sewers out there. Mr. Meyers is contracting to put in a small residential pump station for himself and run the line up to where it would connect inside the corporation limits at his expense.

Roll call vote to approve Resolution No. 052-20 on First Read

Yea-Baer, Sicclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

Ordinance No. 053-20 – Amend Municipal Income Tax

Council President Pro-Tem Baer read by title **Ordinance No. 053-20**, an Ordinance to Amend Chapter 194, specifically Section 194.081 "Credit for Tax Paid – City of Napoleon," of the Codified Ordinances of the City of Napoleon Regarding Municipal Income Tax, Amending Ordinance No. 053-15, and Declaring an Emergency.

Motion: Comadoll Second: Knepley
to approve First Read of Ordinance No. 053-20

Mazur emphasized the reason we are here is, over the past several years, we have seen reductions in the Local Government Funds (LGF) that we get from the state. We have also experienced changes to the Federal Tax Codes that led to a large decrease in our income tax revenue. Our original proposal was 50%. The latest proposal is to reduce the 100% credit to a 70% credit. Durham asked how much was that tax decrease each year that we would have been receiving? Mazur clarified you are talking the federal tax code change that led to the large income tax refund. Last year we projected \$311,000 was what we did not receive. Couple that with the LGF reduction has led us to where we are at. Maassel noted to give you an idea, since 2008 we have not received approximately 1.9 million dollars. Durham expressed his concern with the 70% credit. Is that enough so we won't have to dip into this down the road? During my short time on Council, we have run into a few instances where we have had to make adjustments based off of prior leadership. We don't want to be in that position, to have to fix something that may have been halfway done previously. If we are going to make this change, let's make the change and not have to go back and ask the citizens for more. If we did a 50% tax credit, not only would it allow for staffing but there would be some for the roads. The infrastructure piece is vitally as important. Haase pointed out we have had two levies on for road repairs and they both have been turned down by the voters. There was a very small turnout of voters to begin with. Only 19% of eligible voters showed up with 8% voting in favor of fixing the roads. I think we can ignore that for a while. Maassel asked how do we fix the roads then? Haase replied we work on that separately. Maassel said there is no solution. If we go 50% that gives us some leeway. If we are going to do this, I don't want to come back in two years and say we need 35% or 40%.

Motion: Durham Second:
to amend Ordinance No. 053-20 to have a 75% tax credit the first year and a 50% tax credit the second year
Motion failed due to lack of a second.

Roll call vote to approve First Read of Ordinance No. 053-20

Yea-Baer, Sicclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

SECOND READING OF ORDINANCES AND RESOLUTIONS

Ordinance No. 043-20 – Dedication of Clairmont Avenue between Briarheath and Westmoreland

Council President Pro-tem Baer read by title, **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

Yea-6, Nay-0. Motion Passed.

GOOD OF THE CITY

Power Supply Cost Adjustment Factor for October 2020 as three-month averaged Factor \$0.00731 and JV2 \$0.016902

Mazur reported the power supply cost adjustment factor was low for this month. We are hoping that we can keep that going into next year. The rates will go down after the Morgan Stanley contract comes off. That is our purchase power contract and when that contract goes off, we should see more months like this. Haase asked if that will happen at the beginning of the year? Mazur said it will be the March billing when people see that reduction.

Motion: Comadoll Second: Knepley
to approve the October 2020 PSCAF as 3-month averaged factor \$0.00731 and JV2 \$0.016902

Roll call vote on the above motion:

Yea-Baer, Siclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

Twin Oaks Subdivision 7th Addition Construction (Tabled)

Motion: Comadoll Second: Haase
to untable Twin Oaks Subdivision 7th Addition Construction

Roll call vote on the above motion:

Yea-Baer, Siclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

Maassel-once again, because I live in that neighborhood I am going to reclude myself from this conversation.

Mazur reported the developer from SAS Group is seeking approval of the preliminary plat for this section of Sedward that is an addition to Twin Oaks. The developer is proposing to construct Sedward to the edge of the property line and connect Joliette which is also in the old preliminary plat approval. Not only did we go through this plat, but we also reviewed the restrictions for the Twin Oaks Subdivision. At the last council meeting, Mr. Greg Beck gave the history of why the roads were built with concrete. We do not have anything in any of these documents or anything on the books right now stating that the road must be or shall be constructed in concrete. All we have is that road construction has to be to our engineering specs. Mr. Beck's request is for approval of the preliminary plat using asphalt instead of concrete for the construction of the road. Mr. Greg Beck stated we would like to have the preliminary plat passed so we can do our construction. Then, sometime in April, we will come back for a final plat. Siclair asked how much of a savings do you expect? Beck replied, I'm being told there is a 40% difference between asphalt and concrete right now. It used to be the exact opposite. Mazur explained there is something in here that the City requires Sedward specifically to be 80 feet instead of 60 feet. Beck noted the roadway is 33 feet. Mazur continued the roadway is 33 feet so, it is the width that is increased. That is by the City's direction from the history of it and we would like to keep it that way too. The City is on the hook for that additional cost to widen the road from 28' to 33'. Right now, that estimated cost is \$25,000 and that cost will be reflected in the 2021 budget. Haase asked what are the specs for the road as far as depth base and sub-base? Beck replied Lulfs has 14" on the base six" on the pavement. Haase said that is still decent. Beck commented that is a little different than they built them in the 70's. Durham asked with this extension, do we know how many residential lots there will be available? Beck responded there are eleven at this time. We have two pre-sold if we go through with this and we have one person looking at possibly buying two lots and building one house in the middle of those lots. Mazur noted there is one lot east of Joliette, five west of Joliette on the north side and five on the south side of Sedward. Siclair asked am I right that Lulfs said that the existing streets will need to be redone,

that there is no intention to keep them concrete anymore? Mazur responded that's a tough question to answer right now. To redo everything and pull everything out is, at least with the current prices, cost prohibitive. There are a lot of things that you can do to spot repair concrete streets. I think Lulfs has said he has been pulling out a section at a time. The way the streets are poured, you can pull out one whole square section and put in a new section. Beck noted if that was the case and you had to replace some of that street today, when they did the pricing believe me it would cost a whole lot more to go with concrete versus blacktop. I do not see the City doing that just to have blacktop over concrete or vice versa. A road's a road. If you pave the road in gold, that isn't going to make it any better. Siclair said I agree, but I did talk with two residents who were adamant they were not really in favor of changing. My understanding from the last meeting was that it would eventually all be asphalt anyway. I don't know if it makes a difference. Mazur stated that would be a discussion for Council at the time when that would come. Beck added if you go eight years from now, it might reverse again. You just don't know what prices are going to do. Mazur said just to be clear, Mr. Beck is requesting to do the street in asphalt with the expectation this road will then be dedicated to the City once it is completed, as long as it is done according to the City Engineering Standards adopted by Council.

Motion: Comadoll

Second: Haase

to approve the preliminary plat and to approve using asphalt instead of concrete for construction of the road

Roll call vote on the above motion:

Yea-Baer, Siclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

Behind Meter Generation

Mazur stated what we want to cover is an update on the condition and plan projected right now to move forward with our substations. Years ago we never had the opportunity to have a partnership with AMP with regard to our transmission system. AMP Transmission was formed at the request of members and Napoleon was one of them, that were under a regulatory pitch to form a transmission entity to help us not have to register as transmission owners or sell our assets to First Energy. A couple of communities actually did do that, but that was before AMP Transmission was formed. Since then, a lot has been learned from the model that has been set up by AMP Transmission. Part of this is, what do we do with our older assets? Namely our substations. They are the most expensive pieces and parts of this system as individual components. We put together some cost estimates of what it would take to rebuild the old substations that are in their 40's. The end of life for substations is between 40 and 50 years. Some might run a little longer but, you are rolling the dice. We had a plan to start the engineering and it amounted to about 10 million dollars. We requested AMP Transmission to take a look at the assets that we have in question. Our plan was to rebuild the substations in sequence, starting with Industrial then onto the Southside and then Glenwood. All of that cost would be born on the ratepayers of the system. By partnering with AMP Transmission, the assets can transfer to AMP Transmission like we did with the Northside Substation already and they can integrate the transmission assets and would pay for all of the upgrades. Not only that but, we would actually get paid for the transfer of assets over to them. We have talked about this in the Electric Committee and Board of Public Affairs at length. For a year we have been on this path of trying to decide what would be best for the electric system and also for the community. Right now, I believe everybody is on board with moving forward with partnering again with AMP Transmission taking on more assets. We will to start with the remainder of the Northside Substation. What we are looking at is the 69kV line that comes down and connects with the Industrial Substation right off of Enterprise Drive, that would be the first phase of what we are looking at doing. That would mean transferring the remainder of Northside Substation, the 69 kV facilities in between and the Industrial Substation. How did they come up with the net-book value number? That was put together by a third party using what is called the Handy Whitman Model. What that model does is looks at the asset and estimates the cost to construct it today and then they factor in the depreciation when it was built using today's dollars. There really is not much wiggle room, there is not a lot of haggling that goes on when we

looked at the valuations. What they came up with is for the remainder of Northside Substation the net book value is at \$1.5 million. The 69kV line in-between has relatively all new poles and lines and everything so they valued pretty high because they were constructed in recent years and their net-book value was \$2.3 million. The net-book value of Industrial Substation's is at \$1.9 million. That was a little bit of a surprise. When you look at the detail sheets you can see, for some of these facilities, the date of when they were installed. There was a lot in 2012 for some of the components and some were from 1974. Our group keeps good records of the equipment installation and the ages of them so it's really been helpful. That is a lot of the reason for the discrepancies in the evaluations. The components are different but overall, we are looking at about a \$5.7 million-dollar transfer is what the electric fund would take in. There will be expenses on our part because there are certain components at the Industrial Substation that are not considered transmission related, they would be distribution related and the city would be on the hook for making those upgrades. We are estimating those upgrades would be in the range of \$1.5 to \$1.7 million. What it comes down to is, what is best for the rate payers and keeping the rates low. Transferring assets to an entity that we are part owner of makes sense and we can control our costs a little better. The last piece is behind the intergeneration there is a hurdle that we have to jump through and that is to make sure that the generation that we have behind our meter, all of the gas turbines, diesel engines and the solar field all remain behind the meter. In other words, they cannot have a direct link to our 69kV system. That would be transferred in transmission. There is a way to engineer that out and there will likely be a cost on our part. We have not got to that point yet to figure out how that is going to be separated out and run into the transmission system. At this point, the Electric Committee and Board of Public Affairs both felt that it would be wise to update Council as this is a pretty significant development for this project. No action is needed right now. We will continue discussing this with the Board of Public Affairs and Electric Committee and at a later date we will have a more solidified proposal to present Council. Comadoll asked who is going to run these facilities for us? Mazur replied we are going to continue to run them and they are going to pay us. Sounds too good to be true right? They pay us for the assets, then they pay us to run them, how do they make it? The Regional Transmission Organization or the RTO that we are in is the PJM ATSI zone. Since it is considered integrated transmission assets, the cost gets spread out amongst everybody in that zone that covers most of Northern Ohio and a little bit independent.

Conditional Use Permit for Apartment Development in the 600 Block of Trail Drive

Mazur reported a Conditional Use Permit was submitted for a new apartment complex on Trail Drive. Trailwind Apartments purchased some land next to Fruchey's gym and would like to construct a new apartment complex matching the ones that they have already built. They are requesting approval of the Conditional Use Permit that was reviewed and approved by the Planning Commission.

Motion: Comadoll Second: Knepley
to approve the Conditional Use Permit for the Trailwind Apartments

Roll call vote on the above motion:

Yea-Baer, Siclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

Rate and Fees for the Napoleon Aquatic Center (direct Law Director to draft legislation)

Cotter reported the Parks and Recreation Board started in August reviewing the rates and fees that we were proposing for the new Aquatic Center to open next year. The rates and fees that were in your packet, were recommended by the Park and Rec Board to Council and to the Park and Rec Committee. That committee met earlier tonight and approved the rates. I informed the committee we added a few new fees to the schedule. First is Childcare Provider. Oftentimes we get babysitters or childcare providers that come to the pool with the kids but do not swim. The other one that we are proposing to offer is a ten visit pass for both children and adults along with our memberships and daily fees and pool rentals. We are asking for legislation to be prepared with what was recommended by both the Park and Rec Board and Parks and Rec Committee.

with the outlook for the labor market and the state of where the labor market is. Another statistic we are following is the initial jobless claims. This would be when people initially lost their job. Whether it's temporary or permanent, if they file for unemployment at the unemployment office that counts as an initial jobless claim. We have been seeing on average just under a million initial jobless claims per week. Compare that to the pre-pandemic levels of less than 500,000 jobless claims. While the labor market has improved somewhat, it certainly is a long way from recovery. Another result we are seeing from the pandemic is this fast forward movement in transition cut rather than a structural shift in the e-commerce vibe happening in the U.S. This is a trend that we have seen pick up steam over the past ten years. As a result of the pandemic, we have seen significant growth in the e-commerce of 17% above the levels we had over the past 10 years. The overnight rate currently sits at a range of between 0% and 0.25%. The Fed is forecasting we will remain at that level through 2023. We have low inflation, the Fed would like inflation to be higher. The labor market has quite a way to go before it will be fully healed and that supports the fact the Fed should remain on hold for an extended period of time and we will see the very short-term rates remain low for longer. Once things start to return to normal, the Fed's expectations are they would be able to return interest rates back to around 2½%. We know the path from 0.25% back up to normal will take some time. At the end of September, short-term rates were extremely low. The Federal Reserve moved very quickly in going from an overnight rate that was in excess of 1½% all the way down to this range of 0.25%. Two surprise cuts were made in March, with the 0.50% drop in the rate and then a full 1% drop in the overnight rate. Clearly removing any impediments to the U.S. economy being able to heal once we get past the health care crisis. The City's Portfolio at the end of September, that was the last reporting period, most of the cash was referred to Star Ohio, which is an overnight investment option that is available to public entities and the balance of the funds are in security. With an overall portfolio of just under \$25 million we look at the securities portion, those funds were invested primarily in FDIC insured products. That would be Certificates of Deposit and also U.S. government agency securities. One of the opportunities that we have helped the City pursue is utilizing what some of the local banks are providing with the Certificates of Deposit as well bringing them into the investment mix. Therefore, by supporting the local banks the weighted average maturity of the portfolio is a little over two and a half. When we think in terms of what the City is permitted to invest in from a maximum maturity standpoint, we are limited to five years. This puts us a little over that halfway point which we think is the right spot to be considering the Fed will be on hold for quite some time and it will take a little more time for the market to react and start to move those longer-term interest rates up further. Currently the City's portfolio is yielding 1.21%. The two-year U.S. treasury is yielding less than .20%. The benefit of having a portfolio with longer maturities has helped to insulate the City from the sharp drop in interest rates that have occurred this year. The maturity distribution is when we develop our strategy and have conversations with the Finance Director as it relates to how the portfolio should be structured. What we are looking for is to have the portfolio structured to have a little over 30% maturing beyond three years. As you can see, we have 36% maturing beyond three years and having the balance mature inside of three years with a little more focus on that one to two, two to three- year area. With the Fed on hold, we feel that it's prudent to position the portfolio to have maturities with funds available as we get past this healthcare crisis. Then to balance that by having locked in some longer-term maturities to help insulate the City from that drop in yield. The benchmark is to compare the yield on the portfolio to Star Ohio that is like an overnight money market fund available only to public entities. Looking over the 12-month average period, you can see the yield on Star Ohio rose very quickly last year as short-term interest rates rose quickly due to the strength of the U.S economy. Then, the economy softened as we entered the current downturn and the overnight rates dropped very quickly. The actual holdings show what the City is currently invested in. Any individual investment does not make up a significant portion of the investment portfolio. All securities are marketable securities held in custody at the City's custody bank, that is PNC. Additionally, the City has individual local Certificate of Deposits that are held at the local bank. Maassel asked you say rates are going to stay low for investments, is your thought to keep putting them out to five years or to keep them short? Stanic replied our thoughts are we want to maintain this longer, you know over 30% longer term. Clearly, when we have maturities we would look at this stage to keep them a little shorter term so in that one to two

to three-year area based on where we have matured within a year. Currently we will have limited reinvestment opportunities at this stage which was very purposeful considering that rates are where they are today. Maassel asked how many of the investments are callable? Stanic said I don't have that off the top of my head, but that is one shift we did make from the investment standpoint in 2019 before coming into 2020 as we were reinvesting funds to reinvest them in non-callables. Eighty-one percent of the portfolio is Certificates of Deposit and the majority of those are not callable. The callable exposure the City has is very low. To explain callables, the issuer of a security has an option to redeem a security prior to maturity. No different than if you and I decide to refinance our mortgage when rates are low and we undertake a new mortgage and our existing mortgage is paid off. As rates have dropped and our rates are low, we clearly would not want to have a significant portion of the City's portfolio in those types of securities which would expose the City to increased reinvestment risk. Lowry added there is about ten of those securities in total that are called. Maassel noted 1.2% interest is about \$300,000 on a portfolio that is just shy of \$25 million. That gives you an idea of how small that percentage is. Stanic-because we are a government entity, we are quicker to find what we can invest in so, we are going to be staying in the same box. O'Boyle added most of our callable investments got called during the downturn from prior investments. As Mazur and I were doing the 2020 budget, there were a lot of items that could be called. I had been forwarding a lot to Council but then I stopped because almost everything that was able to be called was called.

MSG Investment CRA Application (direct Law Director to draft legislation)

Mazur stated this request came in for a CRA Agreement between MSG Group and the City of Napoleon for the Trailwind Apartments complex that we talked about earlier for approval of the Conditional Use Permit. They have requested a CRA with the same terms Council approved the last time they built an apartment complex near that same location. The CRA was a 50% tax abatement for 10 years, property tax.

Motion: Durham

Second: Haase

to direct the Law Director to draft legislation to enter into a CRA Agreement with MSG Group

Roll call vote on the above motion:

Yea-Baer, Siclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

Supplemental Number Six (direct the Law Director to draft legislation)

O'Boyle said this is to supplement the third allocation from the CARES Act. The City received another \$295,745.35 after the third quarter adjustments were approved. This will be to supplement that amount into the 250 Fund so we can start spending the funds now.

Motion: Haase

Second: Siclair

to direct the Law Director to draft legislation for Supplemental No. 6

Roll call vote on the above motion:

Yea-Baer, Siclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

CARES Act Purchases and Reimbursement (direct the Law Director to draft legislation)

O'Boyle reported we have a total of \$601,740.92 in CARES Act funds. We will be presenting to the Finance and Budget Committee next Monday a list of items that we would like to purchase and the personnel reimbursements. There is a variety of legislation that we are working with the Law Director on to be able to make the purchases and reimburse personnel from the CARES Act funding.

Motion: Comadoll

Second: Siclair

to direct the Law Director to draft necessary legislation for the CARES Act Purchases and Reimbursements

Roll call vote on the above motion:

President Pro-Tem Baer reported no action was taken.

APPROVAL PAYMENT OF BILLS AND FINANCIAL REPORTS

In the absence of any objections or corrections, the payment of bills and financial reports stand approved.

ADJOURNMENT

Motion: Comadoll Second: Knepley
to adjourn the City Council meeting at 8:51 pm.

Roll call vote on the above motion:

Yea-Baer, Siclair, Comadoll, Knepley, Durham, Haase

Nay-

Yea-6, Nay-0. Motion Passed.

Approved:

November 2, 2020

Joseph D. Bialorucki, Council President

Jason P. Maassel, Mayor

Submitted by:

Roxanne Dietrich, Clerk of Council

ORDINANCE NO. 054-20

**AN ORDINANCE AMENDING CERTAIN SECTIONS OF
CHAPTER 955 OF THE CODIFIED CODE OF ORDINANCES OF
THE CITY OF NAPOLEON, OHIO, SPECIFICALLY SECTION
955.16, REGARDING CURRENT MUNICIPAL SWIMMING POOL
ADMISSION RATES, ALSO ADDING SECTION 955.16(G)
REGARDING CORPORATE MEMBERSHIP POOL ADMISSION
RATES**

WHEREAS, the Parks and Recreation Board met on September 30, 2020 and, in order to continue to provide the opportunity for area residents to use City owned recreational facilities, determined it appropriate to amend certain municipal swimming pool admission rates for the year 2021; and,

WHEREAS, the City of Napoleon's Parks and Recreation Committee met on October 19, 2020 and concurred with the Parks and Recreation Board's determination that municipal swimming pool admission rates for 2021 should be amended; and,

WHEREAS, this Council has considered all recommendations, and now deems appropriate that municipal swimming pool admission rates as listed below shall be amended commencing in the year 2021; **Now Therefore**,

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

Section 1. That, Section 955.16 of the Codified Code of Ordinances of the City of Napoleon, Ohio shall remain as currently written with the amendment of the following language, amending and enacting Section 955.16:

“955.16 SWIMMING POOL ADMISSION.

For the purposes of Section 955.16 of the City of Napoleon Codified Ordinances only, Resident shall be defined as an individual or family residing in the City of Napoleon Corporation limits, not the definition listed in Section 955.02, stating “Resident” means a person living in the corporate limits of the City or a payer of City income tax. (For the purpose of this definition, a payer of City income tax will mean one who currently pays the full established rate of City income tax or paid the full established rate of City income tax within the preceding twelve-month period (unless the payer was exempted due to an alternate City tax policy of the City); one living within the corporate limits will mean one who has the City as his or her place of domicile; further, when a child is a participant, the consideration of being a resident or non-resident shall be determined by the status of the parent or legal guardian of the participant that pays any applicable participation or activity fee.

(a) The annual swim admission card for the Municipal Swimming Pool shall be as follows:

(1) Family (up to five (5) members) annual swim admission card fee:

Resident:	\$100.00
Nonresident:	\$125.00 -\$200.00

(2) Additional family members annual swim admission card fee:

Resident: \$10.00
Nonresident: \$30.00

- (3) Adult individual annual swim admission card fee:

Resident: \$70.00 -\$60.00
Non-resident: \$80.00 -\$100.00

- (4) Child individual annual swim admission card:

Resident: \$60.00 -\$50.00
Non-resident: \$70.00 -\$85.00

- (5) Senior citizen annual swim admission card fee:

Resident: \$50.00
Non-resident: \$60.00 -\$75.00

- (6) Child Care Provider annual swim admission card fee:

Resident: \$50.00
Non-resident: \$60.00

- (b) The daily swim admission fee for the Municipal Swimming Pool shall be as follows:

- (1) Daily admission fee for children:

Resident – \$2.50 each \$3.00
Non-resident - \$5.00

Children aged three years old and younger:

Resident – free
Non-resident – free

Ten (10) visit pass for children:

Resident - \$27.00
Non-resident - \$45.00

- (2) Daily admission fee for adults:

Resident - \$3.00 -\$4.00
Non-Resident - \$6.00

Ten (10) visit pass for adults:

Resident - \$36.00
Non-resident - \$54.00

Daily admission fee for senior citizens (aged 65 and older):

Resident - \$3.00
Non-resident - \$5.00

Ten (10) visit pass for senior citizens:

Residents - \$27.00
Non-residents - \$45.00

(c) The Director of Parks, Recreation and Cemeteries is authorized to establish up to six special pool events per season on which a reduced daily recreation admission fee could be offered on a per person or per family basis.

(d) Annual swim admission cards are seasonal and are valid in the summer season of each year during hours as determined by the Parks and Recreation Department.

(e) Pool facility exclusive use rental under terms and conditions and times as authorized by the Parks and Recreation Director (subject to specific approval and terms as set by the Parks and Recreation Director; additionally, Parks and Recreation Director reserves the right to deny rental for any reason):

(1) Saturday or Sunday evening from 6-9 p.m. ~~\$150.00~~

Resident - \$250.00
Non-resident - \$400.00

(2) All day Friday, Saturday, and Sunday: ~~\$500.00~~

Resident - \$750.00
Non-resident – not available

(f) Nothing in this section shall be construed as to limit City Council's authority to adjust daily, weekly, monthly or annual rates.

~~(Ord. 002-13. Passed 2-4-13.)~~

(g) In order to provide an opportunity for area employers to offer healthy recreational activities for their employees and families, a Corporate Membership rate shall be created per the following:

i. The Corporate Membership will be available for eligible employees, and up to four (4) additional immediate family members. (Immediate family members for this section are defined as spouse and children living in the same household.)

ii. The Corporate Membership will be available to companies located within the Napoleon Corporation limits, and only to employees that work at locations within the Napoleon Corporation limits.

iii. The Corporate Membership will be available for eligible employees of a company that has purchased a Corporate Membership; the company shall provide a list of eligible employees prior to the start of the pool season. The Corporate Membership must be paid in full before the usage is permitted.

iv. Employees must display a valid membership badge issued by the City of Napoleon to verify eligibility and admission.

v. Family members of employees are not included as part of the corporate membership privileges, unless eligible as defined in section (g)(i) of the Ordinance.

vi. Corporate memberships are valid from Memorial Day (or on the first day of pool opening) through Labor Day (or pool closing) of each season.

vii. The following table establishes the fees for a Corporate Membership to the employer, based on number of employees:

Number of Employees	Annual Fee
25 and under	\$2,000.00
26 - 50	\$3,500.00
51 - 100	\$5,000.00
101 - 150	\$7,500.00
Over 150	\$10,000.00”

Section 2. That, this Ordinance No. 054-20 amends Ordinance No. 002-13 so as to incorporate and adopt all identified changes noted herein. The remaining, unchanged portions of Ordinance No. 002-13 shall remain in full force and effect as existed and now include the above amended and enacted language regarding Section 955.16.

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 M. Dietrich, Clerk of Council

I, Roxanne M. Dietrich, interim Clerk of Council of the City of Napoleon, do hereby certify that the foregoing Ordinance No. 054-20 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 M. Dietrich, Clerk of Council

RESOLUTION NO. 055-20

A RESOLUTION AUTHORIZING A COMMUNITY REINVESTMENT AREA (CRA) AGREEMENT BETWEEN THE CITY OF NAPOLEON, OHIO, AND MSG INVESTMENTS, LTD. WITHIN NAPOLEON CRA #6; AND DECLARING AN EMERGENCY

WHEREAS, the Ohio Reinvestment Area Program, pursuant to Ohio Revised Code Chapter 3735, authorizes the City to grant real property tax exemptions on eligible new investments; and,

WHEREAS, the City by Resolution 106-00 adopted on September 18, 2000 that designated an area (CRA 6) as a Community Reinvestment Area pursuant to Ohio Revised Code Chapter 3735 and, with the adoption of Resolution No. 050-18 adopted September 4, 2018, enlarged the area; and,

WHEREAS, the Director of Development determined that the area so designated by the City contained the characteristics set forth in Ohio Revised Code Section 3735.66; and,

WHEREAS, the Director of Development certified the area as a community reinvestment area known as Zone No. 069-53550-01 (the "Area"); and,

WHEREAS, MSG Investments, LTD. made application that will involve a total capital investment in real property currently estimated at \$2,554,755.00, plus or minus ten percent (10%), in development of new construction of twenty-four (24) residential units being 16,980 square feet, and appurtenances at the site located on parcel numbers 41-119045.0060, 41-119045.0040, and 41-119044.0060, Trail Drive, Napoleon, Ohio; and,

WHEREAS, it was recommended that MSG Investments, LTD. receive a fifty percent (50%) exemption for a period of ten (10) years on the eligible property for proposed real property improvements; and,

WHEREAS, the appropriate school(s) were provided with all legally-required notices; and,

WHEREAS, the Napoleon Area City School District Board of Education, either waived the timeliness of the notice requirement(s) and approved the proposed agreement or, timely received the notice(s) and made approval; **Now Therefore**,

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

Section 1. That, the City approves and consents to a certain Community Reinvestment Area Agreement with MSG Investments, LTD., in substantially the form as being currently on file with the City Finance Director, Agreement No. 2020-19, subject to any changes deemed appropriate by the City Manager and approved as to form and correctness by the City Law Director; said agreement having been reviewed by this Council.

Section 2. That, the City Manager is both authorized and directed to execute the Community Reinvestment Area Agreement as referred to in Section 1 of this Resolution in the name of and on behalf of the City.

Section 3. 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 Ohio Revised Code Section 121.22 and the Codified Ordinances of the City of Napoleon, Ohio.

Section 4. That, if any 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 5. 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 expeditiously proceed with this development project for the economic welfare of the inhabitants 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 begin the construction 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. 055-20 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 the 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

ORDINANCE NO. 056-20

AN ORDINANCE DECLARING THE IMPROVEMENT OF CERTAIN PARCELS OF REAL PROPERTY TO BE A PUBLIC PURPOSE; DECLARING SUCH PROPERTY TO BE EXEMPT FROM REAL PROPERTY TAXATION; DESIGNATING SPECIFIC PUBLIC INFRASTRUCTURE IMPROVEMENTS MADE, TO BE MADE, OR IN THE PROCESS OF BEING MADE, THAT DIRECTLY BENEFIT, OR THAT ONCE MADE WILL DIRECTLY BENEFIT, THE PARCELS FOR WHICH IMPROVEMENT IS DECLARED TO BE A PUBLIC PURPOSE; REQUIRING ANNUAL SERVICE PAYMENTS IN LIEU OF TAXES; PROVIDING RELATED AUTHORIZATIONS PURSUANT TO OHIO REVISED CODE SECTIONS 5709.40(B), 5709.42, 5709.43, 5709.832 AND 5709.85; AND APPROVING COMPENSATION AGREEMENTS WITH THE BOARDS OF EDUCATION OF THE NAPOLEON AREA CITY SCHOOL DISTRICT AND THE LIBERTY CENTER LOCAL SCHOOL DISTRICT

WHEREAS, Ohio Revised Code (“R.C.”) Sections 5709.40(B), 5709.42 and 5709.43 provide that this Council of the City of Napoleon (the “City”) may declare any “improvement” (as defined R.C. Section 5709.40) to one or more parcels of real property located in the City to be a public purpose, thereby exempting those improvements from real property taxation for a period of time, specify public infrastructure improvements made, to be made, or in the process of being made that directly benefit, or that once made will directly benefit, those parcels, provide for the making of service payments in lieu of taxes by the owners thereof, provide for the distribution of the applicable portion of those service payments to the overlapping city, local or exempted village school districts and joint vocational school district, and establish a municipal public improvement tax increment equivalent fund into which the balance of such service payments are to be deposited; and,

WHEREAS, the real property shown in Exhibit A hereto and incorporated herein by reference (the “Property”) is located in the State of Ohio (the “State”), County of Henry (the “County”), and the City, with each parcel of the Property referred to herein as a “Parcel” (whether as presently appearing on County tax duplicates or as subdivided or combined and appearing on future tax duplicates); and,

WHEREAS, pursuant to R.C. Section 5709.40(D)(2), said exemption may be for up to one hundred percent (100%) of such improvement for up to thirty (30) years with agreed upon payments to the Napoleon Area City School District (the “Napoleon CSD”) and the Liberty Center Local School District (the “Liberty Center LSD” and collectively with the Napoleon CSD, the “School Districts”) and the Four County Career Center (the “JVSD”); and,

WHEREAS, this Council has determined that it is necessary and appropriate and in the best interests of the City to provide for service payments in lieu of real property taxes (“Service Payments,” as further defined herein) with respect to the Property pursuant to R.C. Section 5709.42; and,

WHEREAS, the City desires to facilitate the completion of the public infrastructure improvements described in Exhibit B attached hereto and incorporated herein by this reference (the “Public Infrastructure Improvements”); and,

WHEREAS, notice of this proposed Ordinance has been delivered to each of the Boards of Education of the School Districts and the Board of Education of the JVSD in accordance with and within the time periods prescribed in R.C. Sections 5709.40 and 5709.83; and,

WHEREAS, pursuant to (a) Resolution No. R20:061, adopted on October 21, 2020, by the Napoleon CSD Board of Education and (b) Resolution No. 107-20, adopted October 26, 2020 by the Liberty Center LSD, the School Districts have approved the substance of this Ordinance and waived the notice requirements of R.C. Sections 5709.40(D) and 5709.83, contingent upon the execution of compensation agreements with the City (as further defined below, the “School Compensation Agreements”) pursuant to which the City would make semi-annual payments to the School Districts equal to 25% of real property taxes that the School Districts would have received from the Improvement had that Improvement not been exempted from real property taxation until such time as the Oakwood/American Project (as defined in the School Compensation Agreements) is complete, and thereafter 100% of real property taxes that the School Districts would have received from the Improvement had that Improvement not been exempted from real property taxation pursuant to this Ordinance; and,

WHEREAS, pursuant to R.C. Section 5709.40(D), if the City agrees to compensate the School Districts in connection with the exemption provided in this Ordinance, it also must provide compensation to the JVSD at the same rate and under the same terms as the compensation received by the School Districts; **Now Therefore**,

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

Section 1. That, the Public Infrastructure Improvements described in Exhibit B hereto made, to be made, or in the process of being made by the City are hereby designated as public infrastructure improvements that directly benefit, or once made will directly benefit, the Property.

Section 2. That, one hundred percent (100%) of the increase in the assessed value of the Property after the effective date of this Ordinance (which increase in assessed value is an “Improvement” as defined in R.C. Section 5709.40) shall be a public purpose and shall be exempt from real property taxation commencing on a Parcel-by-Parcel basis the earlier of (i) when there is an increase in fair market value of \$500,000 for that Parcel, or (ii) the first day of tax year 2028 and ending on a Parcel-by-Parcel basis the earlier of (i) thirty (30) years after such commencement or (ii) the date on which the City can no longer require service payments in lieu of taxes, all in accordance with the requirements of R.C. Sections 5709.40, 5709.42 and 5709.43.

Section 3. That, as provided in R.C. Section 5709.42, the owner of any Parcel with an Improvement is required hereby to make annual payments in lieu of taxes to the Henry County Treasurer (the “County Treasurer”) on or before the final dates for payment of real property taxes. Each such payment (including interest and penalties) shall be charged and collected in the same manner and in the same amount as the real property taxes that would have been charged and payable against the Improvement if it were not exempt from taxation (the payments in lieu of tax, including any penalties and interest, the “Service Payments”). The County Treasurer shall remit all Service Payments to the City for deposit in the Oakwood/American Napoleon Municipal Public

Improvement Tax Increment Equivalent Fund (the “Fund”) established in Section 5 hereof that are not required to be distributed to the School Districts and the JVSD pursuant to Section 4. This Council hereby authorizes the Mayor, the City Manager, or other appropriate officers of the City to provide such information and certifications and execute and deliver, or accept delivery of such instruments as are necessary and incidental to collect those Service Payments and to make such arrangements as are necessary and proper for payment of the Service Payments. Any late payments shall be subject to penalty and bear interest at the then current rate established under R.C. Sections 323.121 and 5703.47, as may be amended from time to time, or any successor provisions thereto, as the same may be amended from time to time. The Service Payments shall be allocated and deposited in accordance with Section 4 and Section 5 of this Ordinance.

No owner shall, under any circumstances, be required for any tax year to both pay Service Payments with respect to an Improvement and reimburse local taxing authorities for the amount of real property taxes that would have been payable to local taxing authorities had the Improvement not been exempted from taxation pursuant to this Ordinance.

Section 4. That, the County Treasurer is requested to distribute the Service Payments as follows:

- (i) to the School Districts and the JVSD for their respective amounts due in accordance with the School Compensation Agreements; and
- (ii) to the City, all remaining amounts for further deposit into the Fund.

Section 5. That, this Council hereby establishes, pursuant to and in accordance with the provisions of R.C. Section 5709.43, the Fund, into which shall be deposited all of the Service Payments distributed to the City with respect to the Improvement to the Property by or on behalf of the County Treasurer, as provided in R.C. Section 5709.42, and hereby appropriates all of the moneys deposited in the Fund from time to time to pay, semi-annually, amounts in the following order:

- (i) if the County Treasurer does not proceed in accordance with Section 4, to make the payments set forth in Section 4 to the School Districts and the JVSD; and
- (ii) for any costs associated with the Public Infrastructure Improvements, including, but not limited to, the “costs of permanent improvements” described in R.C. Section 133.15(B), and
- (iii) to the City to be utilized at its discretion for any purpose permitted by applicable law.

The Fund shall remain in existence so long as Service Payments are collected and used for the aforesaid purposes, subject to the limits set forth in Section 3 hereof, after which said Fund shall be dissolved in accordance with R.C. Section 5709.43(D). Upon dissolution, any incidental surplus money remaining in the Fund shall be disposed of as provided in R.C. Section 5709.43(D).

Section 6. That, the School Compensation Agreements by and between the City and each School District, substantially in the form attached hereto as Exhibit C and incorporated herein by reference, are hereby approved, with such changes that are not inconsistent with this Ordinance, are not substantially adverse to the City and are approved by the City Manager and Law Director, all of which shall be evidenced conclusively by the execution of the School Compensation Agreements by the City. The School Compensation Agreements shall govern the payment of compensation to the School Districts in connection with this Ordinance and the JVSD pursuant to R.C. Sections 5709.40(D) and 5709.82.

Section 7. That, this Council hereby authorizes the Mayor, the City Manager, or other appropriate officers of the City to take such actions as are necessary or appropriate to implement the transactions contemplated by this Ordinance, including the filing of one or more applications for exemption and any related forms in accordance with R.C. Section 5709.911. The Mayor, the City Manager, or other appropriate officers of the City are each authorized and directed to sign any other documents, instruments, or certificates and to take such actions as are necessary or appropriate to consummate or implement the actions described herein, or contemplated by this Ordinance.

Section 8. That, the City's Tax Incentive Review Council (the "TIRC") shall review annually all exemptions from taxation resulting from the declarations set forth in this Ordinance and any other matters as may properly come before that TIRC, all in accordance with Section 5709.85 of the Ohio Revised Code.

Section 9. That, pursuant to R.C. Section 5709.40(I), the Mayor or the City Manager is hereby directed to deliver a copy of this Ordinance to the Director of the Ohio Development Services Agency ("DSA") within fifteen (15) days after its passage. On or before March 31 of each year that the exemption set forth in Section 3 hereof remains in effect, the Mayor, City Manager or other authorized officer of this City shall prepare and submit to the Director of DSA the status report required under R.C. Section 5709.40(I).

Section 10. 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 11. 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 12. That, this Ordinance shall be in full force and 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. 056-20 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

APPROVED AS TO FORM:

Billy D. Harmon, Director of Law

Date

EXHIBIT A to TIF ORDINANCE

DESCRIPTION OF THE PROPERTY

The Property is the real estate situated in the City of Napoleon, County of Henry and State of Ohio consisting of the parcels which have been assigned the tax year 2019 parcel numbers by the Henry County Auditor set forth below and identified on the map attached hereto (and including any subsequent combinations and/or subdivisions of the current parcel numbers), but, in accordance with R.C. Section 5709.40(B), does not include any Parcel used or to be used for residential purposes for as long as that Parcel is used or to be used for residential purposes:

270693030020
270600160500
270600160700
270600080000
270600080200
270693050020
270600140200
270693020060
270693020040
270693020020
270693040020
270600140000
270693010020
270600160200
270600160400
270600180300
280700820000
280700900000
411201520000
411291540020
411291540040
411201500000
410100260200
410100260300
410100260000
410100300100
410100300000
410100280100
410100240000
410100240600
410100240500

410100240200
410100240100
411201440100
411201580000
411201540000

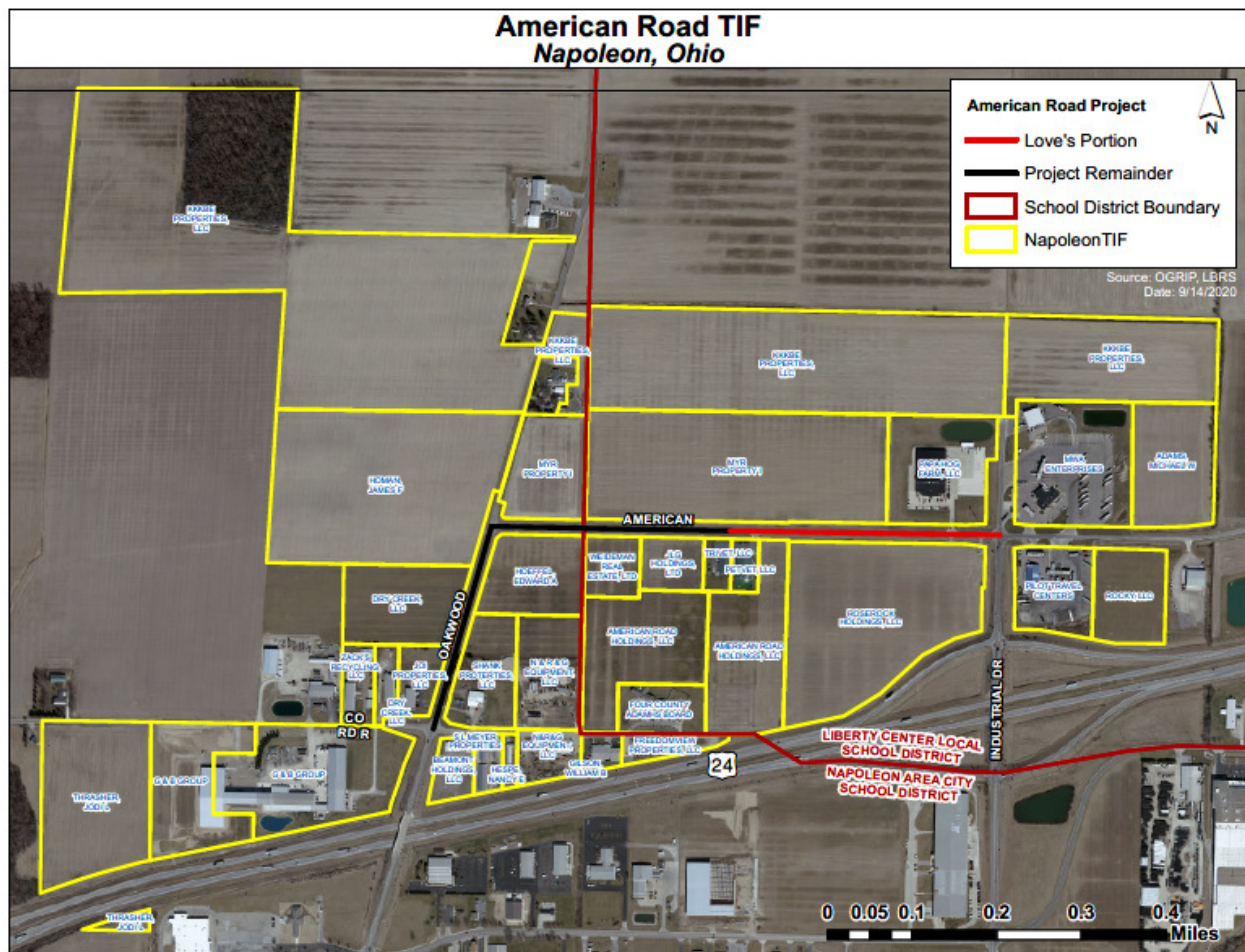


EXHIBIT B to TIF ORDINANCE

DESCRIPTION OF THE PUBLIC INFRASTRUCTURE IMPROVEMENTS

The Public Infrastructure Improvements consist of any “public infrastructure improvement” defined under RC 5709.40(A)(8) and that directly benefits the Parcels and specifically include, but are not limited to, any of the following improvements that will directly benefit the Parcels and all related costs of those permanent improvements (including, but not limited to, those costs listed in RC 133.15(B)):

- **Roadways.** Construction, reconstruction, extension, opening, improving, maintaining, widening, grading, draining, curbing or changing of the lines and traffic patterns of roads, highways, streets, intersections, bridges (both roadway and pedestrian), sidewalks, bikeways, medians and viaducts accessible to and serving the public, and providing signage (including traffic signage and informational/promotional signage), lighting systems, signalization, and traffic controls, and all other appurtenances thereto, including, without limitation, improvements to Oakwood Avenue between Freedom Drive and American Road, and American Road between Oakwood Avenue and Industrial Drive and construction of publicly accessible roadways (whether publicly or privately owned) within or adjacent to the Parcels.
- **Parking.** Construction, reconstruction, improving, and equipping of surface or structured public parking facilities, including surface and on-street parking facilities along the Roadways described above.
- **Water/Sewer.** Construction, reconstruction or installation of public utility improvements (including any underground municipally owned utilities), storm and sanitary sewers (including necessary site grading therefore), waste treatment, water retention, water and fire protection systems, and all appurtenances thereto.
- **Environmental/Health.** Implementation of environmental remediation measures necessary to enable the construction of the private improvements on the Parcels or the Public Infrastructure Improvements, and the construction of public health facilities.
- **Utilities.** Construction, reconstruction, burial or installation of gas, electric and communication service facilities and all appurtenances thereto, including, but not limited to those associated with improvements described in “Roadways” above and facilities owned by nongovernmental entities when such improvements are determined to be necessary for economic development purposes.
- **Stormwater.** Construction, reconstruction, relocation, modification and installation of stormwater, wetland and flood remediation projects and facilities (including without limitation erosion control, storm drainage and earthwork), both for storm water quantity and quality, including the payment and reimbursement for such projects and facilities on private property when determined to be necessary for public health, safety and welfare.

- **Demolition.** Demolition, including demolition on private property when determined to be necessary for public health, safety and welfare.
- **Parks.** Construction or reconstruction of one or more public parks and park or recreational facilities, including grading, trees and other park plantings, park accessories and related improvements, multi-use trails and bridges, together with all appurtenances thereto.
- **Streetscape/Landscape.** Construction or installation of streetscape and landscape improvements including trees, tree grates, signage, curbs, sidewalks, scenic fencing, street and sidewalk lighting, trash receptacles, benches, newspaper racks, burial of overhead utility lines and related improvements, together with all appurtenances thereto, including, but not limited to streetscape improvements in conjunction with and along the roadway improvements described in “Roadways” above.
- **Real Estate.** Acquisition of real estate or interests in real estate (including easements) (a) necessary to accomplish any of the foregoing improvements or (b) in aid of industry, commerce, distribution or research, including acquisition of interests in the Parcels by one or more public or private entities necessary for redevelopment of the Parcels.
- **Professional Services.** Engineering, consulting, legal, administrative, and other professional services associated with the planning, design, acquisition, construction and installation of the foregoing improvements and real estate.

EXHIBIT C
COMPENSATION AGREEMENTS

ORDINANCE NO. 057-20

**AN ORDINANCE SUPPLEMENTING THE ANNUAL APPROPRIATION
MEASURE (SUPPLEMENT NO. 6) 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. 6) 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. 057-20 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. 058-20

**A RESOLUTION AUTHORIZING THE UTILIZATION OF CARES ACT
FUNDING FOR THE PURPOSE OF REIMBURSEMENT TO COVER
PERSONNEL COSTS OF THE CITY OF NAPOLEON, OHIO CONSISTENT
WITH THE REQUIREMENTS OF SECTION 5001 OF THE CARES ACT AS
DESCRIBED IN 42 U.S.C. 801 (FORMERLY 42 U.S.C. 601(D)), AND ANY
APPLICABLE REGULATIONS AS IS NECESSARY PURSUANT TO H.B. 481;
AND DECLARING AN EMERGENCY**

WHEREAS, the Coronavirus Aid, Relief, and Economic Security Act, 116 Public Law 136, (the CARES Act) was signed into law by the President of the United States on March 27, 2020; and,

WHEREAS, the Ohio General Assembly established a process for distributing funds provided by the “Coronavirus Aid, Relief, and Economic Security Act” in Senate Bill 310, now H.B. 481 of the 133rd General Assembly (S.B. 310); and,

WHEREAS, the City of Napoleon, Ohio, did pass a resolution pursuant to S.B. 310, now H.B. 481, which required subdivisions receiving funds under Section 1 of the act, specifically Resolution No. 026-20, passed on June 15, 2020, affirming that funds from the County Coronavirus Relief Distribution Fund may be expended only to cover costs of the subdivision consistent with the requirements of section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S. C. 601(d)), and any applicable regulations before receiving said funds; and,

WHEREAS, payroll expenses for public safety, public health, health care, human services, and similar employees whose services are substantially dedicated to mitigating or responding to the Covid-19 public health emergency are allowable, as updated on October 1, 2020; and,

WHEREAS, payroll expenses which were previously accounted for in the City budget most recently approved as of March 27, 2020 for personnel subsequently diverted to a substantially different use due entirely to the COVID-19 health emergency and are supporting the response to COVID-19 are allowable; and,

WHEREAS, City staff has affirmed that payroll, time, and human resource records will be maintained that support payroll costs charged to the allowable CARES Act funds; and,

WHEREAS, the City of Napoleon, Ohio now desires to utilize funds from the County Coronavirus Relief Distribution Fund for the reimbursement of personnel costs, consistent with the requirements of Section 5001 of the Cares Act and subsequent federal regulation; **Now Therefore**,

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

Section 1. That the City of Napoleon, Ohio hereby declares that it shall utilize funds from the County Coronavirus Relief Distribution Fund for the reimbursement of personnel costs, consistent with the requirements of Section 5001 of the Cares Act and subsequent federal regulation. City staff shall ensure that payroll, time, and human

resource records will be maintained that support payroll costs charged to the allowable CARES Act funds.

Section 2. That, the City of Napoleon affirms that all funds received from the County Coronavirus Relief Distribution Fund pursuant to S.B. 310, now H.B. 481, be expended only to cover costs of the subdivision consistent with the requirements of section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S. C. 601(d)), and any applicable regulations and guidance only to cover expenses that:

1. Are necessary expenditures incurred due to the public health emergency with respect to the Coronavirus Disease 2019 (COVID-19); and,
 - a. (Payroll expenses for public safety, public health, health care, human services, and similar employees whose services are substantially dedicated to mitigating or responding to the Covid-19 public health emergency shall be specifically added as a covered expense.)
2. Were not accounted for in the City's most recently approved budget as of March 27, 2020; and,
 - a. (Unless they are payroll expenses which were previously accounted for in the City budget most recently approved as of March 27, 2020 for personnel subsequently diverted to a substantially different use due entirely to the COVID-19 health emergency and are supporting the response to COVID-19.)
3. Were incurred during the period that begins on March 1, 2020 and ends on December 30, 2020.

Section 3. That, in compliance with S.B. 310, now H.B. 481, the City Council of the City of Napoleon shall take all necessary action to:

1. On or before December 28, 2020, pay the balance of any money in the City's local coronavirus relief fund to the state treasury in the manner prescribed by the Director of the Ohio Office of Budget and Management; and,
2. Provide any information related to any payments received under S.B. 310, now H.B. 481, to the Director of the Ohio Office of Budget and Management as requested.

Section 4. That, the Clerk of Council is directed to file a certified copy of this Resolution with the Ohio Office of Budget and Management's (OBM) and the Henry County Auditor.

Section 5. 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 6. 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 7. 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 pursuant to O.R.C. 731.30 because the immediate passage of the Resolution is necessary so that the City of Napoleon, Ohio can begin receiving COVID-19 reimbursements as soon as possible, and this Resolution shall be in full force and effect upon its adoption; 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 application 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, interim Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Resolution No. 058-20 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. 059-20

A RESOLUTION AUTHORIZING THE UTILIZATION OF CARES ACT FUNDING FOR THE PURPOSE OF REIMBURSEMENT TO COVER THE COSTS OF PUBLIC SAFETY MEASURES IN THE CITY OF NAPOLEON, OHIO CONSISTENT WITH THE REQUIREMENTS OF SECTION 5001 OF THE CARES ACT AS DESCRIBED IN 42 U.S.C. 801 (FORMERLY 42 U.S.C. 601(D)), AND ANY APPLICABLE REGULATIONS AS IS NECESSARY PURSUANT TO H.B. 481; AND DECLARING AN EMERGENCY

WHEREAS, the Coronavirus Aid, Relief, and Economic Security Act, 116 Public Law 136, (the CARES Act) was signed into law by the President of the United States on March 27, 2020; and,

WHEREAS, the Ohio General Assembly established a process for distributing funds provided by the “Coronavirus Aid, Relief, and Economic Security Act” in Senate Bill 310, now H.B. 481 of the 133rd General Assembly (S.B. 310); and,

WHEREAS, the City of Napoleon, Ohio, did pass a resolution pursuant to S.B. 310, now H.B. 481, which required subdivisions receiving funds under Section 1 of the act, specifically Resolution No. 026-20, passed on June 15, 2020, affirming that funds from the County Coronavirus Relief Distribution Fund may be expended only to cover costs of the subdivision consistent with the requirements of section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S. C. 601(d)), and any applicable regulations before receiving said funds; and,

WHEREAS, public health measures, including expenses for public safety measures undertaken in response to Coronavirus Disease 2019 (COVID-19) are allowable; and,

WHEREAS, the City of Napoleon, Ohio now desires to utilize funds from the County Coronavirus Relief Distribution Fund to cover the cost of certain public safety measures, consistent with the requirements of Section 5001 of the Cares Act; **Now Therefore**,

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

Section 1. That, the City of Napoleon, Ohio hereby declares that it shall utilize funds from the County Coronavirus Relief Distribution Fund to cover the cost of certain public safety measures, consistent with the requirements of Section 5001 of the Cares Act. Council hereby authorizes all purchases listed in attached Exhibit “A” and all other purchases not specifically listed in Exhibit “A” but necessary due to the public health emergency with respect to the Coronavirus Disease 2019 (COVID-19).

Section 2. That, the City of Napoleon affirms that all funds received from the County Coronavirus Relief Distribution Fund pursuant to S.B. 310, now H.B. 481, be expended only to cover costs of the subdivision consistent with the requirements of section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S. C. 601(d)), and any applicable regulations and guidance only to cover expenses that:

1. Are necessary expenditures incurred due to the public health emergency with respect to the Coronavirus Disease 2019 (COVID-19); and,

- a. (Payroll expenses for public safety, public health, health care, human services, and similar employees whose services are substantially dedicated to mitigating or responding to the Covid-19 public health emergency having previously been added as a covered expense.) See Res. 058-20.
2. Were not accounted for in the City's most recently approved budget as of March 27, 2020; and,
 - a. (Unless they are payroll expenses which were previously accounted for in the City budget most recently approved as of March 27, 2020 for personnel subsequently diverted to a substantially different use due entirely to the COVID-19 health emergency and are supporting the response to COVID-19.) See Res. 058-20.
3. Were incurred during the period that begins on March 1, 2020 and ends on December 30, 2020.

Section 3. That, in compliance with S.B. 310, now H.B. 481, the City Council of the City of Napoleon shall take all necessary action to:

1. On or before December 28, 2020, pay the balance of any money in the City's local coronavirus relief fund to the state treasury in the manner prescribed by the Director of the Ohio Office of Budget and Management; and,
2. Provide any information related to any payments received under S.B. 310, now H.B. 481, to the Director of the Ohio Office of Budget and Management as requested.

Section 4. That, the Clerk of Council is directed to file a certified copy of this Resolution with the Ohio Office of Budget and Management's (OBM) and the Henry County Auditor.

Section 5. 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 6. 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 7. 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 pursuant to O.R.C. 731.30 because the immediate passage of the Resolution is necessary so that the City of Napoleon, Ohio can begin receiving COVID-19 reimbursements as soon as possible, and this Resolution shall be in full force and

effect upon its adoption; 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 application 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, interim Clerk of Council for the City of Napoleon, do hereby certify that the foregoing Resolution No. 059-20 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. 061-20

A RESOLUTION AUTHORIZING THE UTILIZATION OF CARES ACT FUNDING CONSISTENT WITH THE REQUIREMENTS OF SECTION 5001 OF THE CARES ACT AS DESCRIBED IN 42 U.S.C. 801 (FORMERLY 42 U.S.C. 601(D)), AND ANY APPLICABLE REGULATIONS AS IS NECESSARY PURSUANT TO H.B. 481, FOR THE PURPOSE OF REIMBURSEMENT FOR THE PURCHASE AND INSTALLATION OF GPS NEEDLEPOINT BI-POLAR IONIZATION TECHNOLOGY FROM CAMPBELL MECHANICAL SERVICES, INC.; AND DECLARING AN EMERGENCY

WHEREAS, the Coronavirus Aid, Relief, and Economic Security Act, 116 Public Law 136, (the CARES Act) was signed into law by the President of the United States on March 27, 2020; and,

WHEREAS, the Ohio General Assembly established a process for distributing funds provided by the “Coronavirus Aid, Relief, and Economic Security Act” in Senate Bill 310, now H.B. 481 of the 133rd General Assembly (S.B. 310); and,

WHEREAS, the City of Napoleon, Ohio, did pass a resolution pursuant to S.B. 310, now H.B. 481, which required subdivisions receiving funds under Section 1 of the act, specifically Resolution No. 026-20, passed on June 15, 2020, affirming that funds from the County Coronavirus Relief Distribution Fund may be expended only to cover costs of the subdivision consistent with the requirements of section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S. C. 601(d)), and any applicable regulations before receiving said funds; and,

WHEREAS, public health measures, including expenses for public safety measures undertaken in response to Coronavirus Disease 2019 (COVID-19) are allowable; and,

WHEREAS, the City of Napoleon, Ohio now desires to utilize funds from the County Coronavirus Relief Distribution Fund to cover the cost of certain public safety measures, consistent with the requirements of Section 5001 of the Cares Act; and,

WHEREAS, Section 106.04 of the City of Napoleon Codified Ordinances provides that “when the City may otherwise be required by the laws of Ohio, ordinance or resolution, to make any purchase or contract of any type of property or services, or contract for purchases or services by competitive bid, the proposal process, or quality base selection process, Council may eliminate the necessity therefor in the best interest of the City, as determined in the sole discretion of Council by a majority vote of the current members of Council[;]” and,

WHEREAS, the City of Napoleon desires to purchase and install GPS-Needlepoint Bi-Polar Ionization technology into the existing HVAC equipment at certain City facilities; and,

WHEREAS, the aforementioned purchase and installation can only be completed by Campbell Mechanical Services, Inc., as they are the only certified vendor and installation company available for the best available price; and,

WHEREAS, the Council believes it is in the best interest of the City of Napoleon to eliminate the necessity for competitive bidding in this instance; **Now Therefore**,

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

Section 1. That, City Council hereby finds that, pursuant to City of Napoleon Codified Ordinances Section 106.04, eliminating the necessity for competitive bidding and entering into this contract with Campbell Mechanical Services, Inc. for the purchase and installation of the GPS-Needlepoint Bi-Polar Ionization technology into the existing HVAC system at certain City facilities is in the best interest of the City for all of the reasons described to Council by staff in open meetings of this City Council and for all the reasons listed in attached Exhibit "A."

Section 2. That, the City of Napoleon authorizes the City Manager on behalf of the City of Napoleon to enter into a contract with Campbell Mechanical Services, Inc. for the purchase and installation of GPS-Needlepoint Bi-Polar Ionization technology into the existing HVAC system equipment located at the City Administration building, and Napoleon Municipal Court, for which the City has need as part of the Coronavirus 2019 (COVID 2019) public safety measures, pursuant to City of Napoleon Codified Ordinances Section 106.04.

Section 3. That, the use of funds from the County Coronavirus Relief Distribution Fund to cover the cost of the above-listed purchase and installation is a necessary and proper use of said funds and in accordance with federal law, regulation and all available federal and state guidance; and,

Section 4. That, the City Manager is authorized and directed to enter into the aforementioned contract.

Section 5. 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 6. 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 7. 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; 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 purchase and installation 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. 061-20 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. 052-20

**A RESOLUTION AUTHORIZING THE CITY MANAGER TO
ENTER INTO AN ANNEXATION AGREEMENT WITH
NAPOLEON TOWNSHIP FOR THE ANNEXATION OF 3.038
ACRES OF LAND OWNED BY WILLIAM R. MEYERS**

WHEREAS, the City of Napoleon has been approached by William R. Meyers, who states that he would like to exercise an Expedited Type I Annexation from Napoleon Township to the City of Napoleon; and,

WHEREAS, in accordance with ORC 709.022, Expedited Type I Annexation, the City of Napoleon and Napoleon Township must enter into an Annexation Agreement; and,

WHEREAS, the Council for the City now desires to enter into an Annexation Agreement with Napoleon Township regarding the above stated property; **Now Therefore,**

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

Section 1. That, the City Manager is authorized to enter into an Annexation Agreement with Napoleon Township for the annexation of 3.038 acres of land currently in Napoleon Township located along County Road 424 (Parcel No. 07270088.0000), which is owned by William R. Meyers.

Section 2. That the City Manager is authorized to execute any and all documents necessary on behalf of the City to enter said Annexation Agreement.

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 4. 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 5. That, this Resolution shall be in full force and 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 Resolution No. 052-20 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

ANNEXATION AGREEMENT
(hereinafter "Agreement")

This Agreement is made this ____ day of _____, 2020, by and between the City of Napoleon, Ohio (hereinafter "City") and Napoleon Township in the State of Ohio (hereinafter "Township") (collectively, hereinafter "Parties").

RECITALS

WHEREAS, William R. Meyers (hereinafter "Property Owner") is the owner of approximately 3.038 acres of land in Napoleon Township located along County Road 424 (Parcel No. 07270088.0000), being more fully described in Exhibit A attached hereto and incorporated herein (hereinafter "Property").

WHEREAS, the Property Owner desires and proposes to have the Property annexed to the City pursuant to and in accordance with R.C. 709.022, Expedited Type 1 Annexations, and this Agreement.

WHEREAS, the Property is not within the corporate limits of any municipality but is contiguous to the corporate limits of the City.

WHEREAS, the City and the Property Owner desire to annex the Property to the City in order to obtain all customary general municipal services for the Property.

WHEREAS, the City desires to annex the Property in order to facilitate and serve the economic potential of the Property for the benefit of the City and its citizens and residents.

WHEREAS, the City and the Township, after due and careful consideration, have concluded that the annexation and zoning of the Property pursuant to and in accordance with this Agreement would further enable the City to control the development of the area and would serve the best interests of the City.

THEREFORE, the parties of this Agreement in consideration of the mutual covenants and stipulations set forth herein, agree as follows:

Section 1. Territory to be Annexed

Property Owner is the owner of one parcel of property located in the Northeast Fractional Quarter and Southeast Quarter of Section 27, Township 5 North, Range 6 East, Napoleon Township, Henry County, Ohio, more particularly described in the property description attached hereto as Exhibit A (including in the proposed property to be annexed only such real estate as is described in said Exhibit A).

Section 2. Land Use Planning Matters

Property owned by Petitioner will be annexed and zoned _____, unless otherwise determined by the City and the Property Owner.

Section 3. Provision of Services and Improvements by City

The City will provide the Property with all customary general governmental and utility services in the same manner and on the same terms and conditions as are applicable to the provision of like-kind services to other lands within the territorial boundaries of the City. The governmental and utility services shall include:

- a) Water Service
- b) Sewer Service
- c) Electric Service
- d) Street Service
- e) Fire/EMS
- f) Police Service
- g) Planning and Zoning

Section 4. Provision of Services and Improvements by Township

The Township shall not provide any services to the Property upon Annexation.

Section 5. Payments

It is distinctly and particularly understood and agreed between the City and the Township that no financial compensation shall be paid by either party to the other. It is furthermore agreed that this agreement is permanent.

Section 6. Miscellaneous

- a) **Intent of Parties.** This Agreement shall be binding upon the Parties hereto and their respective successors and/or assigns, and by execution hereof, all Parties represent that they are duly authorized to sign it.
- b) **Cancellation or Termination.** This Agreement may be cancelled or otherwise terminated by mutual written agreement of the Parties hereto or

pursuant to the terms of this Agreement as to conflict in law, impracticality and/or acts of God.

- c) **Remedies.** Except as otherwise limited by Chapter 2744 of the Ohio Revised Code, the Parties hereto shall be afforded and do possess the right to seek every remedy available at law or in equity provided for under the laws of the State of Ohio as pertains to the terms and conditions, duties, obligations, privileges and rights of this Agreement and the enforcement thereof.
- d) **Enforcement.** Unless this Agreement is cancelled or otherwise terminated, this Agreement will be enforceable against any Party hereto per the laws, ordinances, resolutions, regulations or policies in effect at the time of the execution of this Agreement.
- e) **Relative Rights.** The rights and obligations of the parties hereunder shall be subject to the terms and conditions hereof, and will inure to the benefit of, and be binding on, the respective successors and assigns.
- f) **Entire Agreement Merger Clause; Statement of Incorporation.** It is agreed that the Agreement merges all of the oral negotiations, representations, discussions and understandings between the Parties, their legal counsel, agents or representatives. This Agreement contains the entire Agreement of the Parties with respect to its subject matter. All documents related to this Agreement and/or attached hereto as exhibits or addendums shall be incorporated into this Agreement by reference as if fully set out at length herein.
- g) **Severability.** If any clause, sentence, paragraph or part of this Agreement shall, for any reason, be adjudged by any court of competent jurisdiction to be invalid, such judgment shall not affect, impair, or invalidate the remainder of this Agreement and the remainder of said Agreement shall continue in full force or effect.
- h) **Cooperation.** The City and Township shall cooperate with Property Owner to obtain any required and/or necessary permit from any government or governmental agency not a party to this Agreement.
- i) **Modifications or Amendment of Agreement.** No modifications, amendments, alterations or additions shall be made to this Agreement except in a writing signed by all Parties hereto.
- j) **Recitals.** The Parties acknowledge and agree that the facts and circumstances as described in the Recitals hereto are an integral part of this Agreement and as such are incorporated herein by reference.

- k) **Executed Counterparts.** This Agreement may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute but one and the same agreement. It shall not be necessary in proving this Agreement to produce or account for more than one of those counterparts.
- l) **Captions.** The captions and headings in this Agreement are for convenience only and in no way define, limit or describe the scope or intent of any provisions or sections of this Agreement.
- m) **Survival of Representations and Warranties.** All representations and warranties of the City and the Township in this Agreement shall survive the execution and delivery of this Agreement.
- n) **Effective Date.** This Agreement shall be effective when signed by all the Parties hereto.
- o) **Time.** Time shall be of the essence in doing and performing all things to be done under the terms of this Agreement.

IN WITNESS WHEREOF, the parties have signed this agreement in _____, Ohio, on the day and year first mentioned above.

CITY OF NAPOLEON

By: _____
City Manager

Approved as to form:

Billy D. Harmon, Law Director

I hereby certify this to be an original and true copy.

Roxanne Dietrich, Clerk of Council, City of Napoleon

****Signatures continued on next page****

NAPOLEON TOWNSHIP

By:

By:

By:

Approved as to form:

Gwen Howe-Gebers, Prosecutor for
Henry County, Ohio

I hereby certify this to be an original and true copy.

_____, Clerk, Napoleon Township

ORDINANCE NO. 053-20

AN ORDINANCE TO AMEND CHAPTER 194, SPECIFICALLY SECTION 194.081 “CREDIT FOR TAX PAID – CITY OF NAPOLEON,” OF THE CODIFIED ORDINANCES OF THE CITY OF NAPOLEON REGARDING MUNICIPAL INCOME TAX, AMENDING ORDINANCE NO. 053-15, AND DECLARING AN EMERGENCY

WHEREAS, the Home Rule Amendment of the Ohio Constitution, Article XVIII, Section 3, provides that “Municipalities shall have authority to exercise all powers of local self-government,” and the municipal taxing power is one of such powers of local self-government delegated by the people of the State to the people of municipalities; and,

WHEREAS, Council previously adopted Ordinance No. 053-15, adopting Chapter 194 of the Codified Ordinances of the City of Napoleon regarding municipal income tax; and,

WHEREAS, the Safety and Human Resources Committee met on January 27, 2020 and unanimously recommended that this Council decrease the current rate of credit that a taxpayer who has paid municipal income tax in another taxing municipality shall be allowed against income tax due to the City of Napoleon; and,

WHEREAS, Council now desires to amend Chapter 194, Section 194.081 of the Codified Ordinances of the City of Napoleon to reflect a decrease to the current rate of tax reciprocity to take effect beginning with the commencement of tax year 2021; **Now Therefore**,

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

Section 1. That, Chapter 194, Section 194.081 of the City of Napoleon Codified Ordinances shall hereby be amended to read as follows:

“194.081 CREDIT FOR TAX PAID - CITY OF NAPOLEON.

(A) If a resident of Napoleon is subject to and has paid a municipal income tax due to the operation of a business or the receipt of compensation in another taxing municipality, such taxpayer shall be allowed a ~~100%~~ 70% credit against the Napoleon tax due, but such credit shall not exceed the amount of Napoleon tax levied on such compensation or from the profits of a business.

(B) If a resident of Napoleon operates a business or businesses in another taxing municipality and the business or businesses incur a loss, the amount of the loss is deemed primarily subject to the taxing jurisdiction of the other taxing municipality and may not be used to reduce the taxpayer's Napoleon tax base.”

Section 2. That, the aforementioned amendment to Chapter 194, Section 194.081 of the City of Napoleon Codified Ordinances is scheduled to take effect beginning with the commencement of tax year 2021.

Section 2. That, Chapter 193 of the Codified Ordinances of Napoleon, Ohio remains in full force and effect for all taxable years prior to 2016.

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 the City 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, this Ordinance is hereby declared to be an emergency measure necessary for the preservation of the public peace, health or safety of the City and its inhabitants, such necessity arising from the City's need to effectively manage and control municipal income taxes, and therefore this Ordinance shall be effective upon passage. Further, the Emergency Clause is necessary to begin the process 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 Ordinance No. 053-20 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

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 of 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. 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

City of Napoleon, Ohio

PARKS AND RECREATION BOARD

Special Meeting Agenda

Wednesday, November 04, 2020 at 6:30 pm

LOCATION: Council Chambers, 255 West Riverview Avenue, Napoleon, Ohio
WebEx details will be posted on www.napoleonohio.com

1. Approval of Minutes: September 30, 2020. (in the absence of any objections or corrections, the Minutes shall stand approved)
2. Discussion and/or Action on 2021 Budget Requests
3. Napoleon Aquatic Center Progress Report
4. Miscellaneous.

Roxanne Dietrich

Roxanne Dietrich - Clerk of Council

City of Napoleon, Ohio

SPECIAL MEETING

of

CITY COUNCIL

in Joint Session with the

FINANCE AND BUDGET COMMITTEE

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

Special Meeting Agenda


Friday, November 06, 2020 at 8:00 am

I. SECOND READING OF ORDINANCES AND RESOLUTIONS

- a. **Ordinance No. 057-20**, an Ordinance Supplementing the Annual Appropriation Measure (Supplement No. 6) for the Year 2020; and Declaring an Emergency (*Suspension Requested*)
- b. **Resolution No. 058-20**, a Resolution Authorizing the Utilization of CARES Act Funding for the Purpose of Reimbursement to Cover Personnel Costs of the City of Napoleon, Ohio Consistent with the Requirements of Section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S.C. 601(D)), and any Applicable Regulations as is necessary pursuant to H.B. 481; and Declaring an Emergency (*Suspension Requested*)
- c. **Resolution No. 059-20**, a Resolution Authorizing the Utilization of CARES Act funding for the Purpose of Reimbursement to Cover Public Safety Measures for the City of Napoleon, Ohio Consistent with the Requirements of Section 5001 of the CARES Act as described in 42 U.S.C. 801 (formerly 42 U.S.C. 601(D)), and any Applicable Regulations as is necessary pursuant to H.B. 481; and Declaring an Emergency (*Suspension Requested*)
- d. **Resolution No. 061-20**, a Resolution Authorizing the Utilization of CARES Act Funding for the purpose of Reimbursement for the Purchase and Installation of GPS Needlepoint Bi-Polar Ionization Technology from Campbell Services, Inc.; and Declaring an Emergency (*Suspension Requested*)

II. REVIEW 2021 BUDGET PROPOSALS

III. ADJOURNMENT


Roxanne Dietrich - Clerk of Council

City of Napoleon, Ohio

SPECIAL MEETING
Of
FINANCE AND BUDGET COMMITTEE
in Joint Session with
CITY COUNCIL

LOCATION: Council Chambers, 255 West Riverview Avenue, Napoleon, Ohio
WebEx information will be posted at www.napoleonohio.com

Special Meeting Agenda
Friday, November 06, 2020 at 8:00 am

- A. REVIEW 2021 BUDGET PROPOSALS**
- B. ADJOURNMENT**



Roxanne Dietrich - Clerk of Council

2021 BUDGET REVIEW SCHEDULE WITH CITY COUNCIL

Friday, November 6th

8:00 AM	Administration - 1300
8:45 AM	Municipal Court – 1800, 1810
9:05 AM	Henry County CIC - 3500
9:25 AM	Henry County Chamber – 123-1900
9:45 AM	Engineering - 1700 Operations - 5100, 5110, 5120, 5130, 5200, 6400, 6410, 6411, 6412, 6420
11:00 AM	Law - 1400
11:30 AM	IT – 1600
11:45 AM	HR – 1370
12 Noon	Lunch
12:30 PM	Parks & Recreation 4100, 4200, 4300, 4400, 4700
1:15 PM	Wastewater Treatment Plant – 6300, 6310, 6311
2:00 PM	Water Treatment Plant – 6200, 6210
2:45 PM	Electric – 6110, 6111
3:30 PM	Council/Mayor – 1100 / 1200
4:00 PM	Finance – 1500, 1520

Saturday, November 7th

8:00 AM	Police - 2100
9:00 AM	Fire – 2200
10:00 AM	Finance/CM Summary

City of Napoleon, Ohio

SPECIAL MEETING

of

CITY COUNCIL

in Joint Session with the

FINANCE AND BUDGET COMMITTEE

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

Special Meeting Agenda

Saturday, November 07, 2020 at 8:00 am

- 1) Review 2021 Budget Proposals
- 2) Adjournment



Roxanne Dietrich - Clerk of Council

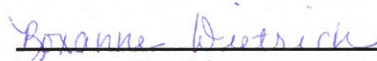
City of Napoleon, Ohio

SPECIAL MEETING
Of
FINANCE AND BUDGET COMMITTEE
in Joint Session with
CITY COUNCIL

LOCATION: Council Chambers, 255 West Riverview Avenue, Napoleon, Ohio
WebEx information is at www.napoleonohio.com

SPECIAL MEETING AGENDA
Saturday, November 07, 2020 at 8:00 am

- 1) Review 2021 Budget Proposals
- 2) Adjournment



Roxanne Dietrich
Clerk of Council

AMP Update for Oct. 23, 2020

American Municipal Power, Inc. <webmaster@ampppartners.org>

Fri 10/23/2020 3:56 PM

To: Roxanne Dietrich <rdietrich@napoleonohio.com>

Having trouble viewing this email? [Click here to view web page version](#)



AMP scholarships: seeking nominations

By Jodi Allalen - manager of member events and programs



The Scholarship Committee of the AMP Board of Trustees is calling for nominations for scholarships awarded in memory of Lyle B. Wright and Richard H. Gorsuch. All nominations are due on or before Dec. 18.

AMP scholarships are intended for students from public power communities within AMP membership, and provides a very tangible benefit to the communities of those students chosen for the awards.

"The AMP scholarships help to raise awareness of public power while developing the next generation of leadership for our community," said Dave Carroll, Paducah Power System general manager and AMP Board of Trustees member. "These scholarships are a direct investment in our city's long-term success in the public and private sector."

AMP member municipal electric officials are responsible for selecting their own nominees, and may nominate only one student for each award. Members are encouraged to work closely with their local high school guidance office in selecting nominees, which is especially effective when searching for candidates for the Lyle B. Wright Scholarship.

The Richard H. Gorsuch Scholarship is a one-time award of \$3,000 that is presented to as many as five students who have a parent or guardian who is an employee of an AMP member electric utility or AMP. The Lyle B. Wright Scholarship is a one-time award of \$3,000 that is presented to as many as five students, each who live in a household that receives electricity from an AMP member electric utility.

Scholarship recipients will be chosen based on academic performance, score on the public power test and participation in a variety of extracurricular activities and programs. AMP staff and the AMP Scholarship Committee will review the nominations and recommend candidates to the AMP Board of Trustees.

Information about the scholarships will be mailed to AMP members and their community schools the week of Nov. 2. Nomination forms and a high school transcript showing the nominee's cumulative unweighted

grade-point average, based on a 4.0 scale for six semesters, must be submitted by an official from the utility via email, fax or mail. Nominations must be submitted by Dec. 18.

Additional information and nomination forms will be available on the member extranet (login required) the week of Nov. 2. If you have questions about the scholarships or how to nominate a student, please contact me at 614.540.0916 or jallalen@ampppartners.org.

Coping with Financial Challenges During Periods of Declining Sales **webinar held Oct. 16**

By Alexis Fitzsimmons - director of economic and business development

On Oct. 16, Mark Beauchamp, president of Utility Financial Solutions, LLC, and Don Gruenemeyer, president of Sawvel and Associates, Inc., discussed policies and rate designs to help public utilities become more resilient during times of declining sales.

Speakers shared the causes of declining sales, how utilities have responded and how to be prepared. Topics covered included:

- Steps to developing a business plan;
- How to design rates with consistent plans for monitoring;
- Considerations for economic development; and
- A deep dive into the use of residential customer and demand charges.

A recording of the webinar can be found [here](#) on the [Member Extranet](#) (log-in required). If you have questions or need additional information, please contact me at 614.540.0994 or afitzsimmons@ampppartners.org.

PJM issues final CPs for 2020

By Mike Migliore - vice president of power supply and marketing

PJM's final 2020 1 CPs and 5 CPs are listed below. The fifth highest PJM peak remained on July 29 from 5 to 6 p.m. EDT, as we previously reported. It changed a few times between late August and mid-September as PJM was finalizing their meter data. The transmission 1 CPs are the same as initially reported after the peaks were set in July.

(EPT = Eastern Prevailing Time, also known as clock time)

ZONE	2020 Peak Load	Date	Hour Ending EPT	2019 Peak
AEP	21,657	7/9/2020	17	22,514
FE	12,465	7/9/2020	17	12,572
APS	8,638	7/27/2020	18	9,596
PPL	7,260	7/27/2020	18	7,939
DUKE	4,975	7/21/2020	18	5,052
DELMARV	4,086	7/20/2020	18	4,098
DAYTON	3,296	7/27/2020	15	3,246
PENELEC	2,911	7/27/2020	15	3,015
METED	2,976	7/27/2020	19	2,986

PJM 1CP	144,320	7/20/2020	17	151,295
PJM 2CP	143,576	7/27/2020	17	143,001
PJM 3CP	143,261	7/9/2020	18	141,560
PJM 4CP	141,264	7/6/2020	15	141,151
PJM 5CP	140,836	7/29/2020	18	139,681

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.

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.



Economic development state and regional outreach

By Alexis Fitzsimmons

Over the past 18 months, AMP staff has conducted outreach to state and regional economic development organizations across the region. The goal of these efforts is to develop meaningful relationships with economic development agencies, educate them on the benefits of working with public power and advocate on behalf of our members.

While a challenge due to COVID, meetings both in person and virtually have taken place with organizations including: The Kentucky Cabinet for Economic Development in Kentucky; Michigan Economic Development Corporation, Southwest Michigan First and Michigan Economic Development Association in Michigan; JobsOhio, REDI Cincinnati, Ohio Southeast Economic Development (formerly APEG), Regional Growth Partnership, Team NEO, Dayton Development Coalition, One Columbus and Ohio Economic Development Association in Ohio; and Pennsylvania Department of Community and Economic Development and Pennsylvania Economic Development Association, in Pennsylvania.

If you have questions or need additional information, please contact me at 614.540.0994 or afitzsimmons@amppartners.org.

Promote your utility with the Public Power Connections page

By Holly Karg - director of media relations and communications

Promoting public power should be an important part of every utility's playbook, which is why AMP staff has created a number of communications toolkits and social media graphics for member use. Members are encouraged to use these materials, which can be found on the Public Power Connections page of the [Member Extranet](#) (login required).



Benefits of Public Power Toolkit

The goal of this toolkit is to assist members in communicating to consumers the various benefits and advantages of municipal electric service and being part of a public power community. It includes a video, fact sheet, sample op-ed and social media graphics.

Careers in Public Power Toolkit

The goal of this toolkit is to assist members in educating the public on what it means to work in the field of public power, as well as to help in attracting desirable candidates to job openings at your utility. It includes infographics, sample op-eds and social media graphics.

Additional content and information can be found on the [Currents page](#) of the [AMP website](#) or [AMP's YouTube page](#).

If your community has yet to launch a presence on social media, consider AMP a resource to assist you in your efforts. If you have questions or need advice, please feel free to contact me at hkarg@amppartners.org or 614.540.6407. If you need help downloading content or accessing the Public Power Connections page, please contact Bethany Kiser at bkiser@amppartners.org or 614.540.0945.

Energy market update

By Jerry Willman - assistant vice president of energy marketing

The November 2020 natural gas contract decreased \$0.016/MMBTU to close at \$3.007 yesterday. The EIA reported an injection of 49 Bcf for the week ending Oct. 16, which was below market expectations of 52 Bcf. The year-ago build was 92 Bcf and the five-year average was 75 Bcf. Storage is now 3,926 Bcf, 9.6 percent above a year ago and 9.1 percent above the five-year average. The natural gas seasonal injection running total is +1,940 Bcf versus the five-year average of +1,905 Bcf.

On-peak power prices for 2021 at AD Hub closed yesterday at \$34.19/MWh, which increased \$0.42/MWh for the week.

On Peak (16 hour) prices into AEP/Dayton hub

Week ending Oct. 23

MON	TUE	WED	THU	FRI
\$29.16	\$26.08	\$30.35	\$27.76	\$23.62

Week ending Oct. 16

MON	TUE	WED	THU	FRI
\$23.39	\$23.82	\$23.34	\$24.87	\$26.60

AEP/Dayton 2021 5x16 price as of Oct. 22 — \$34.19

AEP/Dayton 2021 5x16 price as of Oct. 15 — \$33.77

AFEC weekly update

By Jerry Willman

The AMP Fremont Energy Center (AFEC) plant was in 1x1 configuration for the week. CT unit 1 returned to service from its planned outage last Friday. The plant shut down overnight Wednesday and Thursday for the off-peak hours based on PJM economics. CT unit 2 remained on planned outage. For the week, the plant generated at a 33 percent capacity factor (based on 675 MW rating).

Security tip - Protect your digital home

By Jared Price - vice president of information technology and CTO



More and more of our home devices—including thermostats, door locks, coffee machines and smoke alarms—are now connected to the Internet. This enables us to control our devices on our smartphones, no matter our location, which in turn can save us time and money while providing convenience and even safety. These advances in technology are innovative and intriguing, however they also pose a new set of security risks. Connect

with confidence and protect your digital home by following these tips:

- **Secure your Wi-Fi network:** Your home's wireless router is the primary entrance for cybercriminals to access all of your connected devices. Secure your Wi-Fi network and your digital devices by changing the factory-set default password and username.
- **Double your login protection:** Enable multi-factor authentication (MFA) to ensure that the only person who has access to your account is you. Use it for email, banking, social media and any other service that requires logging in. If MFA is an option, enable it by using a trusted mobile device such as your smartphone, an authenticator app, or a secure token—a small physical device that can hook onto your key ring.
- **Keep everything updated:** Whether it's your computer, smartphone, game device or other network devices, the best defense is to stay on top of things by updating to the latest security software, web browser, and operating systems. If you have the option to enable automatic updates to defend against the latest risks, turn it on. And, if you're putting something into your device, such as a USB for an external hard drive, make sure your device's security software scans for viruses and malware. Finally, protect your devices with antivirus software and be sure to periodically back up any data that cannot be recreated such as photos or personal documents.
- **Keep tabs on your apps:** Most connected appliances, toys and devices are supported by a mobile application. Your mobile device could be filled with suspicious apps running in the background or using default permissions you never realized you approved - gathering your personal information without your knowledge while also putting your identity and privacy at risk.

Check your app permissions and use the "rule of least privilege" to delete what you do not need or no longer use. Learn to just say "no" to privilege requests that do not make sense. Only download apps from trusted vendors and sources.

- **Limit your exposure:** Limit what information you post on social media - from personal addresses to where you like to grab coffee. What many people don't realize is that these seemingly random details are all that criminals need to know to target you, your loved ones and your physical belongings - online and in the real world. Keep Social Security numbers, account numbers and passwords private, as well as specific information about yourself, such as your full name, address, birthday and even vacation plans. Disable location services that allow anyone to see where you are - and where you aren't - at any given time.

THE ACADEMY Webinars

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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.

City of Columbus seeks applicants for plant maintenance electrician I

The City of Columbus is seeking qualified candidates for the position of plant maintenance electrician I. To apply, one must first take the open-competitive examination. Applications may be submitted to the Civil Service Commission by applying online at www.columbus.gov/civilservice/ by Nov. 6. Applicant tracking is now managed by NEOGOV. If you have submitted a profile in the past, you will have to submit a new one through NEOGOV.

The plant maintenance electrician I position will be responsible for installing, maintaining, troubleshooting and repairing electrical equipment (up to 15kV AC), wiring systems and accessories. To qualify you must have two years of experience installing and repairing three-phase electrical equipment in an industrial facility with voltages up to 2,400 volts. Substitution(s): Successful completion of a formal classroom or apprenticeship training program in the general principles of electricity may substitute for six months of the required experience. Possession of a valid driver's license is required. Salary: \$49,088-\$65,790.

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

City of Bowling Green seeks applicants for two positions

Wastewater collection equipment operator

The City of Bowling Green is seeking qualified candidates for the position of wastewater collection equipment operator. Responsible for maintaining, repairing and installing municipal sanitary, combination, storm sewers and performing lift station maintenance. Operates vac-truck, dump truck, CCTV, excavator, backhoe, jack hammer, tapping machine, air monitor, concrete saw and flow meter; use hand tools; repair and install manholes, catch basins, asphalt and concrete; set up work zone traffic control; respond to after hour calls; perform other related duties as assigned. Work is performed outdoors and in confined spaces in proximity to sewage; night, weekend and holiday work. High school diploma or equivalent; Class A commercial driver license with tanker endorsement; Ohio Environmental Protection Agency (OEPA) Class I Wastewater Collection Certification or the ability to obtain within two years; one to three years of relevant experience; or any combination of experiences which provides the required skill sets to perform the essential functions of the job. A copy of the job description will be provided to applicants. Pay is \$21.43-\$27.38 per hour.

Qualified persons must complete an application packet that is available either by visiting the Personnel Department of the City of Bowling Green at 304 N. Church St, Bowling Green, OH 43402-2399 or online at www.bgohio.org. Resumes may be included, but will not substitute for a completed application. Application materials must be returned to the Personnel Department by one of the following methods: email to BGPpersonnel@bgohio.org, fax to 419.352.1262 or by U.S. Mail or hand-delivery to the address above. Office hours are Monday through Friday, 8 a.m. to 4:30 p.m. You may reach the Personnel Department by phone at 419.354.6200. Deadline for making application is Oct. 30, 4:30 p.m. AA/EEO

Wastewater treatment plant operator

The City of Bowling Green is seeking qualified candidates for the position of wastewater treatment plant operator. This hourly position is responsible for oversight of the operation of the wastewater treatment plant, ensuring effluent quality and proper/efficient plant operation. Oversees plant operations; checks equipment; performs lab tests; monitors plant via computer and plant walk through rounds; performs maintenance duties; operates trucks and other equipment; transports biosolids; collects samples; attends training; prepares/maintains documentation; performs custodial tasks and other related duties as assigned. Works both indoors and outdoors; works alone; irregular work schedules; must be available to work shift work, weekends and holidays. High school diploma or equivalent; OEPA Wastewater Treatment Certifications preferred; valid Class A commercial driver's license required or must be able to obtain within six months of hire; must obtain a Class I OEPA Wastewater Treatment Certification within two years of

hire; three to five years of relevant experience preferred. A copy of the job description will be provided to applicants. Pay is \$21.43-\$27.38 per hour, \$22.51 - \$28.74 per hour with a Class III OEPA Certification.

Qualified persons must complete an application packet that is available either by visiting the Personnel Department of the City of Bowling Green at 304 N. Church St, Bowling Green, OH 43402-2399 or online at www.bgoohio.org. Resumes may be included, but will not substitute for a completed application. Application materials must be returned to the Personnel Department by one of the following methods: email to BGPersonnel@bgoohio.org, fax to 419.352.1262 or by U.S. Mail or hand-delivery to the address above. Office hours are Monday through Friday, 8 a.m. to 4:30 p.m. You may reach the Personnel Department by phone at 419.354.6200. Deadline for making application is Nov. 9, 4:30 p.m. AA/EEO

Village of Bradner seeks applicants for electric line utility worker

The Village of Bradner is seeking a qualified full-time electrical line utility worker; responsible for operation and routine maintenance of the village electrical distribution system.

Must possess a high school diploma or GED and a valid class B, CDL license with air brake, or obtain six months after hire date. Knowledge of overhead distribution lines and underground primary distribution lines required - water and wastewater experience helpful. May require pole climbing and operation and use of bucket truck. Position requires response within 30-minute time period to call-out emergencies, and 24/7 carry of village-issued cell phone for troubleshooting and emergencies, including holidays and weekends.

Position requires various duties to include but not limited to: water distribution repairs, assist in wastewater treatment plant, tree trimming power lines, road maintenance and snow removal, park and pool maintenance, lawn care and other general maintenance as required. Above duties will require working in all weather conditions. Twice monthly Board meeting attendance is also required.

Applications may be obtained at the Town Hall (located at 130 N. Main St., Bradner, OH 43406) on weekdays from 8:30 a.m. - 5 p.m. or at www.bradnerohio.org. Candidates should return applications with resume and supporting documentation that would be helpful for consideration of employment to the attention of James Smith, Board of Public Affairs President. They can also be mailed to P.O. Box 599, Bradner, OH, 43406, or emailed to kenriquez@bradnerohio.org.

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 of 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.milanohio.gov. Completed applications can be dropped off at the above address or emailed to Village Administrator Brian Rospert at brospert@milanohio.gov. We will accept applications until the job is filled.

Borough of Ephrata seeks applicants for two positions

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

Electric lineworker, first class

The Borough of Ephrata is seeking applicants for the position of electric lineworker, first class. Successful candidate will work as part of a team, using technical, analytical and electrical knowledge to deliver reliable electric service to our customers. You will be responsible to perform inspections, maintenance, operations and construction work on the substations, transmission, distribution and street lighting systems. Work on circuits up to 13.2 kV with hot sticks and/or with rubber protective equipment in aerial buckets and in required safety apparel.

Applicants must possess: minimum Class B motor vehicle license; minimum of four years work experiences for a public or private utility or completion of a recognized apprenticeship program, demonstrate thorough working knowledge of transformer connections, phasing, testing line inspections, emergency sectionalizing, meter and service installation; you must be able to climb utility poles and perform work up to 60 feet above the ground. You must reside within 30 minutes of Ephrata to respond to callouts.

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

Opportunities available at AMP

AMP is seeking applicants for the following positions:

Systems engineer - AMI/MDMS

Transmission planning engineer

System administrator - enterprise content

Systems analyst - revenue metering

Public relations and communications intern - Spring 2021

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

STAY CONNECTED



www.ampppartners.org

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SafeUnsubscribe™_rdietrich@napoleonohio.com

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