

**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: November 2, 2020

Joseph D. Bialorucki  
Joseph D. Bialorucki, Council President

Approved: November 2, 2020

Jason P. Maassel  
Jason P. Maassel, Mayor

VOTE ON PASSAGE 7 Yea 0 Nay 0 Abstain

Attest:

Roxanne Dietrich  
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 5th day of November, 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  
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

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Operations Superintendent  
Jeffery H. Rathge  
JRATHGE@NAPOLEONOHIO.COM

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STATE OF OHIO  
COUNTY OF HENRY

Sally Heaston, being first duly sworn, states that she is the General Manager of The Bryan Publishing Company, owner of The Northwest Signal, a daily newspaper, published and of general circulation in the county of Henry aforesaid, and that the annexed notice was published in one issue in said paper, on the 5th day of November, 2020.

*Sally Heaston*

Sally Heaston

Subscribed and sworn to before me this  
5th day of November, 2020

*Beverly Griteman*

Beverly Griteman  
Notary Public,  
State of Ohio  
My Commission  
Expires February 13, 2021

Printer's Fee: \$525.00  
Notary Fee: \$3.00

Summary of Ordinance No.(s) 043-20, 048-20, 049-20, 050-20, 051-20 and Resolution No. 044-20  
(PURSUANT TO ARTICLE II, SECTION 2.15 OF THE CITY CHARTER, CHAPTER 121 OF THE CODE OF ORDINANCES AND COUNCIL RULE 6.2.4.1, AS WELL AS APPLICABLE PROVISIONS OF ORC CHAPTER 731)

NOTICE

A copy of the complete text of the above named Ordinance(s) and Resolution(s) are on file in the office of the City Finance Director and may be viewed or obtained during business hours of 7:30 AM to 4:00 PM, Monday through Friday, at the office of the Finance Director, the location being 255 West Riverview Avenue, Napoleon, Ohio. A copy of all or part of the above named Ordinances and Resolutions, or any item mentioned in this notice, may be obtained from the City Finance Director upon the payment of a reasonable fee therefore.

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**

In this legislation, the City of Napoleon accepted the dedication of a section of Clairmont Avenue between Briarheath Avenue and Westmoreland Avenue as a public street pursuant to ORC, 723.03.

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**

In this legislation, the City of Napoleon authorized the issuance of 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. The Ordinance further provides that the revenue bonds shall be special obligations of the City and shall be payable equally and ratably solely from the net revenues of the City's municipal sewer system.

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**

In this legislation, the City of Napoleon authorized the issuance 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 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 Ordinance provides for the sale of the Series 2020 Bonds in the maximum aggregate principal amount of \$3,165,000 which Series 2020 Bonds shall mature on December 1 of each year for a period of approximately twenty principal payment dates and bear interest at a rate or rates to be determined pursuant to a private sale conducted by the City. The Ordinance also provides that the Series 2020 Bonds shall be payable at a bank or trust company to be designated by the Finance Director subsequent to the sale of the Series 2020 Bonds. The Ordinance further provides that the Series 2020 Bonds shall be special obligations of the City and shall be payable equally and ratably solely from the net revenues of the City's municipal water system.

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**

In this legislation, the City of Napoleon authorized the issuance 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 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 Ordinance provides for the sale of the Series 2021 Bonds in the maximum aggregate principal amount of \$5,140,000 which Series 2021 Bonds shall mature on December 1 of each year for a period of approximately twenty-two principal payment dates and bear interest at a rate or rates to be determined pursuant to a private sale conducted by the City. The Ordinance also provides that the Series 2021 Bonds shall be payable at a bank or trust company to be designated by the Finance Director subsequent to the sale of the Series 2021 Bonds. The Ordinance further provides that the Series 2021 Bonds shall be special obligations of the City and shall be payable equally and ratably solely from the net revenues of the City's municipal sewer system.

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**

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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**

In this legislation, the City of Napoleon authorized the City Manager to renew a contract with Werlor Waste Control & Recycling, Inc.

The above summaries are prepared as to form and contents by Bill D. Hume, City Clerk.