

Commissioners' Journal
November 10, 2020

The Geauga County Board of Commissioners met in session on November 10, 2020 at 9:30 a.m. in the Commissioners' Chambers located at 470 Center Street in Chardon, Ohio.

It is declared and determined that all formal actions of the Board of County Commissioners concerning and relating to the adoption of all resolutions that were adopted in this meeting, and that all deliberations of the Board of County Commissioners that resulted in such formal action were open to the public and were in compliance with all legal requirements, including section 121.22 of the Ohio Revised Code.

The President of the Board, Timothy C. Lennon opened the meeting at 9:39 a.m. by leading the Board and audience in reciting the Pledge of Allegiance.

Commissioner Dvorak read the following prayer:

*Thank you God
For keeping my family safe and healthy through many months of the pandemic
Please keep your healing hands upon them in the days and weeks ahead
Thank you Lord for every blessing!
Amen*

FINANCIALS

County Administrator Gerard Morgan reported on financials from October 28, 2020, Resolution #20-144 that included a Revenue Certification for the Board of Elections Help America Vote Fund for additional money from the State, and on November 3, 2020, Resolution #20-145 that included an Appropriation transfer to Common Pleas for COVID related expenses which were reimbursed from the Relief Fund, an Appropriation transfer out of the General Fund Contingency Account to the Board of Elections to replace Appropriations spent from the General Fund that are being reimbursed through the Help America Vote grant (to be transferred at a later date), Appropriation transfers in the Coronavirus Relief Fund to reallocate appropriations where they are most needed, and Appropriation transfers and Supplemental Appropriations in various funds to true up salary accounts to year end, Cash transfers from the Coronavirus Relief Fund to various departments to reimburse them for unbudgeted expenses incurred as a result of the pandemic in accordance with Resolution of Acceptance #20-141, a payment for the Board of Developmental Disabilities to West Roofing Systems, Incorporated for payment request #2 for the roof replacement in the amount of \$139,519.30 and a Revenue Certification for the Auditor's Office in the Coronavirus Relief fund to true up to the actual amount received; as approved by the County Administrator pursuant to Resolution #20-005 approved January 7, 2020 to authorize the County Administrator to execute, in the case of a lack of quorum of Commissioners and / or if session is cancelled on a regular financial day or on a day when financials need to be approved, the required approvals for county financials on behalf of the Board during the Year 2020, as authorized by O.R.C. 305.30.

MEETING MINUTES

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute the minutes for the meeting of September 29, 2020.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute the minutes for the meeting of October 6, 2020.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

APPROVE FINANCIALS

Fiscal Specialist Deborah Ashburn explained the financials for today as including a Supplemental Appropriation transfer from the General Fund to the Sheriff's Office to return appropriations refunded out of County inmate medical expenses that were paid into the General Fund, a Then and Now for Job and Family Services for Treasurer State of Ohio and the Department of Medicaid to return placement funds that were not used because the child left

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earlier than expected and an encumbrance was not open, a payment from the COVID Relief Fund for the Engineer's Office including \$132,060.00 to the Safety Company and \$303,862.00 to Henderson Products for Snow Plow Trucks and \$67,670.29 to Southeastern Equipment for a mini excavator totaling \$503,592.29, a payment for the Engineer's Office to Ronyak Paving, Incorporated for payment request #2 for the Taylor Wells Improvement in the amount of \$276,332.72, and a Revenue Certification for Water Resources in the sewer operating, water district and county water system funds to true up to the amount of revenue received in the accounts.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute Resolution #20-146 itemizing the financials for the meeting of November 10, 2020.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COMMISSIONERS OFFICE – APPROVE FINAL INCREASE TO MAXIMUM FEE CHARGED PER CASE FOR PROSECUTION OF ANIMAL CRUELTY CASES – CASE NO 2019-G-0195 AND 0196

Ms. Ashburn explained that we are at the end of the Marcellino animal cruelty case and there was an additional \$276.00 that exceeded the limit set of \$1,200.00 on the appeals and are asking that the difference be allowed so we can pay the invoice.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve the final increase to the maximum fee to be charged per case for the Prosecution of Animal Cruelty cases from \$1,200.00 to \$1,476.00 in regards to Case No. 2019-G-0195 and 0196 (State v. Bianca Marcellino Appeal), as allowed, pursuant to O.R.C. 2931.18.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COMMISSIONERS' OFFICE – RESOLUTION OF ACCEPTANCE APPROVING CARES ACT EXPENDITURES

Mr. Morgan explained that the total amount for CARES Act expenditures today was \$259,387.92 that included reimbursements and proposed amounts for various departments.

Motion: by Commissioner Lennon, seconded by Commissioner Spidalieri to approve and execute Resolution #20-147 of Acceptance Approving CARES Act Expenditures.

Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020

Resolution: #20-147

RESOLUTION OF ACCEPTANCE APPROVING CARES ACT EXPENDITURES

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 House Bill 481 of the 133rd General Assembly (HB 481); and

WHEREAS, the Governor signed HB 481, which was effective June 19, 2020; and

WHEREAS, HB 481 requires subdivisions receiving funds under Section 1 of the Act, to pass a resolution 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

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5001 of the CARES Act as described in 42 U.S.C. 601(d), and any applicable regulations before receiving said funds; and

WHEREAS, the Board of Commissioners passed Resolution #20-068 affirming that funds so received would be expended only to cover costs of the County consistent with the requirements of section 5001 of the CARES Act as described in 42 U.S.C. 601(d), and any applicable regulations before receiving said funds; and

WHEREAS, the County Auditor has vetted the expenditures as he is statutorily required to do pursuant to R.C. 319.16; and

WHEREAS, the documents including the assertion of necessity memorandum have been reviewed by the Board for the Board to consider whether said funds can be expended to cover said costs;

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners upon review of the itemized list of expenditures and associated documents, affirm that said expenditures are approved and are:

- (1) Necessary expenses incurred due to the public health emergency with respect to the Coronavirus Disease 2019 (COVID-19);*
- (2) Were not accounted for in the County's most recently approved budget as of March 27, 2020; and*
- (3) Were incurred during the period that begins on March 1, 2020, and ends on December 30, 2020.*

BE IT FURTHER RESOLVED, that those items are in the total amount of \$259,387.92 and include the following:

<i>For Reimbursement</i>	<i>\$26,270.37:</i>
<i>Aging</i>	<i>\$10,111.73</i> <i>Sanitation, monitors and software for remote working</i>
<i>Auditor</i>	<i>\$14,115.52</i> <i>Computer and audio/video equipment for the production of COVID related guideline videos in regards to grant money and its use</i>
<i>Water Resources</i>	<i>\$2,043.12</i> <i>PPE, Disinfectants and delivery charges for previously ordered chairs and disinfectants (#20-096) not included in the original quotes which were paid by the department</i>
<i>For the Proposed</i>	<i>\$233,117.55</i>
<i>Auditor</i>	<i>\$87,321.77</i> <i>Video conferencing setup for 470 Center St., Bldg. #8 meeting room, desktop management software for 950 end users and 9 technicians for social distancing and remote working</i>
<i>Building</i>	<i>\$54,653.24</i> <i>Replace two small SUV's that have cloth interior with leather in order to properly clean and sanitize between uses/occupants, video conferencing set up in their office for remote working and social distancing</i>
<i>Commissioners</i>	<i>\$8,200.66</i> <i>Video conferencing setup for the Commissioners Chambers, 470 Center St., Bldg. #4 for social distancing and remote working</i>
<i>Common Pleas</i>	<i>\$3,896.00</i> <i>Furniture upgrades including mail storage, six guest chairs and conference table for better disinfecting and to permit social distancing</i>

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<i>Engineer's</i>	<i>\$5,436.94</i> <i>PPE, Sanitation and one month of weekly cleaning services for sanitation of the Engineer's Office</i>
<i>Job and Family Services</i>	<i>\$6,800.00</i> <i>Purchase of four Microsoft Surface 3 laptops for remote working</i>
<i>Treasurer</i>	<i>\$5,167.67</i> <i>Purchase of sixteen office chairs to replace cloth chairs in order to properly clean and sanitize between uses / occupants</i>
<i>Transit</i>	<i>\$40,070.61</i> <i>Purchase of thirteen portable and desktop radios in order to prevent equipment sharing among the staff and for the purchase of five laptops for remote working</i>
<i>Water Resources</i>	<i>\$21,570.66</i> <i>Purchase of various PPE including hard hats, harnesses, head sets, chemical suits, gloves and breaker lockout kits in order to prevent sharing amount the staff</i>

BE IT FURTHER RESOLVED, that this Resolution becomes part of the permanent record of the Board of Commissioners of Geauga County, Ohio.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COMMISSIONERS' OFFICE – RESOLUTION OF ACCEPTANCE APPROVING CARES ACT EXPENDITURES

Mr. Morgan explained that this resolution is a reimbursement to the General Fund of \$1,250,000.00 for Salaries for Public Safety Positions that have been deemed to be substantially dedicated to the CoronaVirus relief. A Treasury guidance as approved on October 1, 2020 that permitted this use and the Prosecutor's Office has been working on this resolution. Mr. Morgan stated that this encumbers the remaining funds and all funds not encumbered must be returned on November 20th. There are funds encumbered to cover department expenses and purchases. All funds from Townships and Cities that didn't encumber their funds will then be re-distributed.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute Resolution #20-148 of Acceptance Approving CARES Act Expenditures.

Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020

Resolution: #20-148

RESOLUTION OF ACCEPTANCE APPROVING CARES ACT EXPENDITURES

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 House Bill 481 of the 133rd General Assembly (HB 481); and

WHEREAS, the Governor signed HB 481, which was effective June 19, 2020; and

WHEREAS, HB 481 requires subdivisions receiving funds under Section 1 of the act, to pass a resolution 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. 601(d), and any applicable regulations before receiving said funds; and

WHEREAS, the Board of Commissioners passed Resolution 2020-068 affirming that funds so received would be expended only to cover costs of the County consistent with the requirements of

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section 5001 of the CARES Act as described in 42 U.S.C. 601(d), and any applicable regulations before receiving said funds; and

WHEREAS, the County Auditor has vetted the expenditures as he is statutorily required to do pursuant to R.C. 319.16; and

WHEREAS, the United States Department of Treasury updated their Coronavirus Relief Fund Guidance for State, Territorial, Local, and Tribal Governments on September 2, 2020; and

WHEREAS, In recognition of the particular importance of public safety workers to State and local government responses to the public health emergency, the U.S. Treasury has provided, as an administrative accommodation, that a State or local government may presume that public safety employees meet the substantially dedicated test, meaning that work performed by such employees is considered to be a substantially different use than accounted for in the most recently approved budget as of March 27, 2020. All costs of such employees may be covered using payments from the Coronavirus Relief Fund for services provided during the period that begins on March 1, 2020, and ends on December 30, 2020; and

WHEREAS, the United States Department of Treasury has supplemented their guidance to clarify that public safety employees would include police officers, sheriffs and deputy sheriffs, firefighters, emergency medical responders, correctional and detention officers, and those who directly support such employees such as dispatchers and supervisory personnel; and

WHEREAS, the United States Department of Treasury guidance states that payroll and benefits of a substantially dedicated employee may be covered using payments from the Coronavirus Relief Fund to the extent incurred between March 1 and December 30, 2020; and

WHEREAS, the Ohio Office of Budget and Management updated their Coronavirus Fund Local Assistance Program guidance on October 1, 2020 to provide that payroll expenses for public safety and similar employees whose services are substantially dedicated to mitigating or responding to the COVID-19 public health emergency are allowable acknowledging that the U.S. Treasury has indicated that the full amount of payroll and benefits for substantially dedicated employees may be covered using the funds; and

WHEREAS, the Ohio Office of Budget and Management Coronavirus Fund Local Assistance Program guidance states that public safety personnel are "presumed" for administrative convenience to be substantially dedicated unless the chief executive determines that specific circumstances indicate otherwise. Further, the U. S. Treasury has provided an administrative accommodation for "presumed" public safety employees indicating these employees which meet the substantially dedicated test are considered substantially different use, thus allowing for previously budgeted personnel to be eligible to be charged to the Coronavirus Relief Fund; and

WHEREAS, the Ohio Office of Budget and Management Coronavirus Fund Local Assistance Program guidance states that Public Safety positions include: Police officers, sheriffs, and deputy sheriffs; firefighters; emergency medical responders; correctional and detention officers; and those who directly support such employees such as dispatchers and supervisory personnel; and

WHEREAS, the Ohio Office of Budget and Management has recommended that the legislative authority pass a resolution indicating which positions are eligible to be paid from CARES Act funding; and

WHEREAS, the Board of Commissioners in consultation with the Sheriff and Prosecuting Attorney have determined that the following positions fall under the definition of "Public Safety position" as set forth in the guidance provided by the U.S. Treasury and the Ohio Office of Budget and Management: Deputy Sheriff; Sergeant; Lieutenant; Corrections Officer; Corrections Sergeant; Dispatcher; and Dispatch Sergeant; and

WHEREAS, the Board of Commissioners find the aforementioned "Public Safety positions" pursuant to the guidance set forth by the U.S. Treasury and the Ohio Office of Budget and Management are "presumed" to be substantially dedicated to mitigating or responding to the COVID-19 public health emergency; and

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners upon review of the expenditures paid from the Geauga County general fund for the aforementioned "Public Safety positions", affirm that said expenditures are approved and are:

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- (4) A necessary expense incurred due to the public health emergency with respect to the Coronavirus Disease 2019 (COVID-19);
- (5) Work performed by such employees is considered to be a substantially different use than accounted for in the County's most recently approved budget as of March 27, 2020; and
- (6) Was incurred during the period that begins on March 1, 2020, and ends on December 30, 2020.

BE IT FURTHER RESOLVED, that the Board of Commissioners hereby authorize the encumbrance of \$1,250,000.00 from the Coronavirus Relief Fund monies for the reimbursement and/or expenditure of wages for the aforementioned "Public Safety positions"; and

BE IT FURTHER RESOLVED, that those items are in the total amount of \$1,250,000.00 and includes the following:

For reimbursement of \$1,250,000.00 to the general fund:

Sheriff	\$1,250,000.00
	Salaries for "Public Safety positions"

BE IT FURTHER RESOLVED, that this Resolution becomes part of the permanent record of the Board of Commissioners of Geauga County, Ohio.

Roll Call Vote:	Commissioner Dvorak	Aye
	Commissioner Spidalieri	Aye
	Commissioner Lennon	Aye

COMMISSIONERS' OFFICE – ACKNOWLEDGE FISCAL OFFICERS CERTIFICATE IN REGARDS TO \$10,000,000.00 COUNTY BUILDING IMPROVEMENT GENERAL OBLIGATION BONDS – RESOLUTION PROVIDING FOR THE ISSUANCE AND SALE OF BONDS IN THE MAXIMUM PRINCIPAL AMOUNT OF \$10,000,000.00 TO PAY COSTS OF CONSTRUCTING, RECONSTRUCTING, REHABILITATING, FURNISHING, EQUIPPING AND OTHERWISE IMPROVING COUNTY OFFICE BUILDINGS TO HOUSE VARIOUS COUNTY OFFICES AND DEPARTMENTS AND OTHERWISE IMPROVING THE SITES THEREOF, TOGETHER WITH NECESSARY APPURTENANCES THERTO, AND AUTHORIZING AND APPROVING RELATED MATTERS

Mr. Morgan explained that these items are relating to the \$10 million dollar bonds for the new County Building. There is an acknowledgement of the receipt of the Fiscal Officers Certificate from the County Auditor and then the Resolution for the General Obligation bond.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to acknowledge receipt of the Fiscal Officer's Certificate in regards to the \$10,000,000.00 County Building Improvement General Obligation Bonds.

Roll Call Vote:	Commissioner Dvorak	Aye
	Commissioner Spidalieri	Aye
	Commissioner Lennon	Aye

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute Resolution #20-149 Providing for the Issuance and Sale of Bonds in the Maximum Principal Amount of \$10,000,000.00 to pay the Costs of Constructing, Reconstructing, Rehabilitating, Furnishing, Equipping and Otherwise Improving County Office Buildings to House Various County Offices and Departments and Otherwise Improving the Sites therefor, together with Necessary Appurtenances thereto; and Authorizing and Approving related matters.

Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020

Resolution: 20-149

The Board of County Commissioners of the County of Geauga met on November 10, 2020, commencing at 9:30 o'clock, a.m., in regular session in the Commissioners' Chambers at 470 Center Street, Building No. 4, Chardon, Ohio, with the following members present:

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Timothy C. Lennon Ralph Spidalieri James W. Dvorak

The Clerk advised the Board that the notice requirements of Section 121.22 of the Revised Code and the implementing rules adopted by the Board pursuant thereto were complied with for the meeting.

Commissioner Dvorak presented the following preambles and resolution and moved their adoption, which motion was duly seconded by Commissioner Spidalieri:

RESOLUTION NO. 20-149

A RESOLUTION PROVIDING FOR THE ISSUANCE AND SALE OF BONDS IN THE MAXIMUM PRINCIPAL AMOUNT OF \$10,000,000 TO PAY THE COSTS OF CONSTRUCTING, RECONSTRUCTING, REHABILITATING, FURNISHING, EQUIPPING AND OTHERWISE IMPROVING COUNTY OFFICE BUILDINGS TO HOUSE VARIOUS COUNTY OFFICES AND DEPARTMENTS AND OTHERWISE IMPROVING THE SITES THEREFOR, TOGETHER WITH NECESSARY APPURTENANCES THERETO; AND AUTHORIZING AND APPROVING RELATED MATTERS.

WHEREAS, this Board finds and determines that the County should issue the bonds described in Section 2 (the "Bonds") to pay costs of the improvement described in Section 2 and to pay financing costs related to the issuance of the Bonds; and

WHEREAS, the County Auditor, as fiscal officer of this County, has certified to this Board that the estimated life or period of usefulness of the improvement described above and in Section 2, is at least five years and the maximum maturity of the Bonds is 30 years.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of the County of Geauga, Ohio, that:

Section 1. Definitions and Interpretation. In addition to the words and terms elsewhere defined in this Resolution, these words and phrases shall have the following meanings, unless the context or use clearly indicates another or different meaning or intent:

"Authorized Denominations" means (subject to any limitations in Section 3) the denomination of \$5,000 or any integral multiple thereof.

"Board of County Commissioners" or "Board" means the Board of County Commissioners of the County.

"Bond proceedings" means, collectively, this Resolution, the Certificate of Award, the Bond Registrar Agreement, the Continuing Disclosure Agreement and such other proceedings of the County, including the Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Bonds.

"Bond Register" means all books and records necessary for the registration, exchange and transfer of Bonds as provided in Section 5.

"Bond Registrar" means the bank or trust company appointed pursuant to Section 4 or in the Certificate of Award as the initial authenticating agent, bond registrar, transfer agent and paying agent for the Bonds under the Bond Registrar Agreement and until a successor Bond Registrar shall have become such pursuant to the provisions of the Bond Registrar Agreement and, thereafter, "Bond Registrar" shall mean the successor Bond Registrar.

"Bond Registrar Agreement" means the Bond Registrar Agreement between the County and the Bond Registrar, as it may be modified from the form on file with the Clerk and signed by the County Administrator and the President of the Board in accordance with Section 4.

"Bonds" means the Bonds authorized in Section 2.

"Book entry form" or "book entry system" means a form or system under which (a) the ownership of book entry interests in Bonds and the principal of and interest on the Bonds may be transferred only through a book entry, and (b) physical Bond certificates in fully registered form

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are issued by the County only to a Depository or its nominee as registered owner, with the physical Bond certificates deposited with and maintained in the custody of the Depository or its agent. The book entry maintained by others than the County or the Bond Registrar is the record that identifies the owners of book entry interests in those Bonds and that principal and interest.

“Certificate of Award” means the certificate authorized by Section 6(a), to be signed by the Fiscal Officer, setting forth and determining those terms or other matters pertaining to the Bonds and their issuance, sale and delivery as this Resolution requires or authorizes to be set forth or determined therein.

“Clerk” means the Clerk of this Board of County Commissioners.

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

“Code” means the Internal Revenue Code of 1986, 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 authorized by Section 6(c), as it may be modified from the form on file with the Clerk and signed by the County Administrator and the President of the Board in accordance with that Section.

“County Administrator” means the person at the time performing the statutory duties of a county administrator for the County.

“County Auditor” means the person at the time performing the statutory duties of a county auditor for the County.

“County Prosecutor” means the person at the time performing the statutory duties of a county prosecuting attorney for the County.

“County Treasurer” means the person at the time performing the statutory duties of a county treasurer for the County.

“Depository” means any securities depository that is a clearing agency under federal law operating and maintaining, with its Participants or otherwise, a book entry system to record ownership of book entry interests in Bonds or the principal of and interest on Bonds, and to effect transfers of Bonds, in book entry form, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York.

“Fiscal Officer” means the County Auditor.

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

“Municipal Advisor” means Sudsina & Associates, LLC.

“Original Purchaser” means the original purchaser 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.

“Principal Payment Dates” means, unless otherwise determined in the Certificate of Award, December 1 in each of the years from and including 2021 to and including 2040;

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provided that in no case shall the total number of Principal Payment Dates exceed the maximum maturity of the Bonds referred to in the preambles hereto.

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

“SEC” means the Securities and Exchange Commission.

“Serial Bonds” means those Bonds specified 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.

“Term Bonds” means those Bonds specified 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 being subject to mandatory sinking fund redemption.

The captions and headings in this Resolution 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 Resolution unless otherwise indicated.

Section 2. Authorized Principal Amount and Purpose; Application of Proceeds. This Board determines that it is necessary and in the best interest of the County to issue bonds of the County in the maximum principal amount of \$10,000,000 (the Bonds) to pay costs of constructing, reconstructing, rehabilitating, furnishing, equipping and otherwise improving County office buildings to house various County offices and departments and otherwise improving the sites therefor, together with necessary appurtenances thereto, and including the payment of expenses related to the issuance of the Bonds. The Bonds shall be issued pursuant to Chapter 133, Ohio Revised Code and this Resolution.

The aggregate principal amount of Bonds to be issued shall not exceed the amount authorized in this Section and shall be issued in an amount determined by the Fiscal Officer in the Certificate of Award to be the aggregate principal amount of Bonds required to be issued at this time for the purpose stated in this Section 2, taking into account any premium above or discount from the aggregate principal amount at which they are sold to the Original Purchaser and the estimated financing costs.

The proceeds from the sale of the Bonds, except any premium and accrued interest, shall be paid into the proper fund or funds to be used for the purpose for which the Bonds are being issued, including capitalized interest and issuance costs, and those proceeds are appropriated for that purpose. Any portion of those proceeds representing premium and accrued interest shall be paid into the Bond Retirement Fund.

Section 3. Denominations; Dating; Principal and Interest Payment and Redemption Provisions. The Bonds shall be issued in one lot and only as fully registered bonds, in the Authorized Denominations, but in no case as to a particular maturity date exceeding the principal amount maturing on that date. The principal amount of the Bonds shall be specified by the Fiscal Officer in the Certificate of Award, in accordance with Section 2. The 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, Interest Payment Dates and Maximum True Interest Cost. The Bonds shall bear interest at the rate or rates of interest per year (computed on the basis of a 360-day year consisting of twelve 30-day months), not to exceed 6.0% per year for any stated maturity, as shall be determined by the Fiscal Officer in the Certificate of Award. Interest on the Bonds shall be payable on each Interest Payment Date until the principal amount has been paid or provided for. The 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. Notwithstanding any provision in this Resolution to the contrary, Bonds maturing on any one Principal Payment Date may bear different interest rates.

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(b) Principal Payment Schedule. *The Bonds shall mature or be payable pursuant to Mandatory Sinking Fund Redemption Requirements (as hereinafter defined and described) on the Principal Payment Dates and in principal amounts as shall be determined by the Fiscal Officer, subject to subsection (c) of this Section, in the Certificate of Award, consistent with that officer's determination of the best interest of and financial advantages to the County.*

Consistent with the foregoing and in accordance with that officer's determination of the best interest of and financial advantages to the County, the Fiscal Officer shall specify in the Certificate of Award (i) the aggregate principal amount of Bonds to be issued as Serial Bonds, the Principal Payment Dates on which those 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 Bonds to be issued as Term Bonds, the Principal Payment Date or Dates on which those 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 (Mandatory Redemption Dates) 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 and Principal Payment Dates and Amounts. *The rate or rates of interest per year to be borne by the Bonds and the principal amount of Bonds maturing or payable pursuant to Mandatory Sinking Fund Redemption Requirements on each Principal Payment Date as determined by the Fiscal Officer in the Certificate of Award shall be such that the total principal and interest payments on the Bonds in any fiscal year in which principal is payable is not more than three times the amount of those payments in any other fiscal year.*

(d) Payment of Debt Charges. *The debt charges on the Bonds shall be payable in lawful money of the United States of America without deduction for the services of the Bond Registrar as paying agent. Principal of and any premium on the Bonds shall be payable when due upon presentation and surrender of the Bonds at the office of the Bond Registrar designated in the Certificate of Award or, if not so designated, then at the principal corporate trust office of the Bond Registrar. Interest on a Bond shall be paid on each Interest Payment Date by check or draft mailed to the person in whose name the Bond was registered, and to that person's address appearing, on the Bond Register at the close of business on the 15th day of the calendar month next preceding that Interest Payment Date. Notwithstanding the foregoing, if and so long as the Bonds are issued in a book entry system, principal of and interest and any premium on the Bonds shall be payable in the manner provided in any agreement entered into by the County in connection with the book entry system.*

(e) Redemption Provisions. *Except as otherwise specified in the Certificate of Award, the Bonds shall be subject to redemption prior to stated maturity as follows:*

(i) Mandatory Sinking Fund Redemption of Term Bonds. *If any of the 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 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 the Mandatory Sinking Fund Redemption Requirements).*

The aggregate of the moneys to be deposited with the Bond Registrar for payment of principal of and interest on any Term Bonds on each Mandatory Redemption Date shall include an amount sufficient to redeem on that date the principal amount of Term Bonds payable on that date pursuant to Mandatory Sinking Fund Redemption Requirements (less the amount of any credit as provided below).

The County shall have the option to deliver to the Bond Registrar for cancellation Term Bonds in any aggregate principal amount and to receive a credit against the then current or any subsequent Mandatory Sinking Fund Redemption Requirement (and corresponding mandatory redemption obligation) of the County, as specified by the Fiscal Officer, for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate as the Term Bonds so delivered. That option shall be exercised by the County on or before the 15th day preceding any Mandatory Redemption Date with respect to which the County

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wishes to obtain a credit, by furnishing the Bond Registrar a certificate, signed by the Fiscal Officer, setting forth the extent of the credit to be applied with respect to the then current or any subsequent Mandatory Sinking Fund Redemption Requirement for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate. If the certificate is not timely furnished to the Bond Registrar, the current Mandatory Sinking Fund Redemption Requirement (and corresponding mandatory redemption obligation) shall not be reduced. A credit against the then current or any subsequent Mandatory Sinking Fund Redemption Requirement (and corresponding mandatory redemption obligation), as specified by the Fiscal Officer, also shall be received by the County for any Term Bonds which prior thereto have been redeemed (other than through the operation of the applicable Mandatory Sinking Fund Redemption Requirements) or purchased for cancellation and canceled by the Bond Registrar, to the extent not applied theretofore as a credit against any Mandatory Sinking Fund Redemption Requirement, for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate as the Term Bonds so redeemed or purchased and canceled.

Each Term Bond so delivered, or previously redeemed, or purchased and canceled, shall be credited by the Bond Registrar at 100% of the principal amount thereof against the then current or subsequent Mandatory Sinking Fund Redemption Requirements (and corresponding mandatory redemption obligations), as specified by the Fiscal Officer, for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate as the Term Bonds so delivered, redeemed or purchased and canceled.

(ii) Optional Redemption. The Bonds of the maturities and interest rates, if any, specified in the Certificate of Award shall be subject to redemption by and at the sole option of the County, in whole or in part in integral multiples of \$5,000, on the optional redemption dates and at the redemption prices (expressed as a percentage of the principal amount to be redeemed) specified by the Fiscal Officer in the Certificate of Award, plus accrued interest to the redemption date; provided that the earliest optional redemption date for the Bonds shall not be earlier than three years after the Closing Date and the redemption price for the earliest optional redemption date shall not be greater than 105%. The Fiscal Officer may determine in the Certificate of Award that it is in the best interests of the County for some or all of the Bonds not to be subject to optional redemption prior to their stated maturity.

If optional redemption of Term Bonds at a redemption price exceeding 100% of the principal amount to be redeemed is to take place as of any Mandatory Redemption Date applicable to those Term Bonds, the Term Bonds, or portions thereof, to be redeemed optionally shall be selected by lot prior to the selection by lot of the Term Bonds of the same maturity to be redeemed on the same date by operation of the Mandatory Sinking Fund Redemption Requirements. Bonds to be redeemed pursuant to this paragraph shall be redeemed only upon written notice from the Fiscal Officer to the Bond Registrar, given upon the direction of this Board through adoption of a resolution. That notice shall specify the redemption date and the principal amount of each maturity of Bonds to be redeemed, and shall be given at least 45 days prior to the redemption date or such shorter period as shall be acceptable to the Bond Registrar.

(iii) Partial Redemption. If fewer than all of the outstanding Bonds are called for optional redemption at one time and Bonds of more than one maturity or interest rate within a maturity are then outstanding, the Bonds that are called shall be Bonds of the maturity or maturities and interest rate or rates selected by the County. If fewer than all of the Bonds of a single maturity and interest rate within that maturity are to be redeemed, the selection of Bonds of that maturity and interest rate within that maturity to be redeemed, or portions thereof in amounts of \$5,000 or any integral multiple thereof, shall be made by the Bond Registrar by lot in a manner determined by the Bond Registrar. In the case of a partial redemption of Bonds by lot when Bonds of denominations greater than \$5,000 are then outstanding, each \$5,000 unit of principal thereof shall be treated as if it were a separate Bond of the denomination of \$5,000. If it is determined that one or more, but not all, of the \$5,000 units of principal amount represented by a Bond are to be called for redemption, then, upon notice of redemption of a \$5,000 unit or units, the registered owner of that Bond shall surrender the Bond to the Bond Registrar (i) for payment of the redemption price of the \$5,000 unit or units of principal amount called for redemption (including, without limitation, the interest accrued to the date fixed for redemption and any premium), and (ii) for issuance, without charge to the registered owner, of a new Bond or Bonds of any Authorized Denomination or Denominations in an aggregate principal amount equal to the unmatured and unredeemed portion of, and bearing interest at the same rate and maturing on the same date as, the Bond surrendered.

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(iv) Notice of Redemption. *The notice of the call for redemption of Bonds shall identify (A) by designation, letters, numbers or other distinguishing marks, the Bonds or portions thereof to be redeemed, (B) the redemption price to be paid, (C) the date fixed for redemption, and (D) the place or places where the amounts due upon redemption are payable. The notice shall be given by the Bond Registrar on behalf of the County by mailing a copy of the redemption notice by first class mail, postage prepaid, at least 30 days prior to the date fixed for redemption, to the registered owner of each Bond subject to redemption in whole or in part at the registered owner's address shown on the Bond Register maintained by the Bond Registrar at the close of business on the fifteenth day preceding that mailing. Failure to receive notice by mail or any defect in that notice regarding any Bond, however, shall not affect the validity of the proceedings for the redemption of any Bond.*

(v) Payment of Redeemed Bonds. *In the event that notice of redemption shall have been given by the Bond Registrar to the registered owners as provided above, there shall be deposited with the Bond Registrar on or prior to the redemption date, moneys that, in addition to any other moneys available therefor and held by the Bond Registrar, will be sufficient to redeem at the redemption price thereof, plus accrued interest to the redemption date, all of the redeemable Bonds for which notice of redemption has been given. Notice having been mailed in the manner provided in the preceding paragraph hereof, the Bonds and portions thereof called for redemption shall become due and payable on the redemption date, and, upon presentation and surrender thereof at the place or places specified in that notice, shall be paid at the redemption price, plus interest accrued to the redemption date. If moneys for the redemption of all of the Bonds and portions thereof to be redeemed, together with accrued interest thereon to the redemption date, are held by the Bond Registrar on the redemption date, so as to be available therefor on that date and, if notice of redemption has been deposited in the mail as aforesaid, then from and after the redemption date those Bonds and portions thereof called for redemption shall cease to bear interest and no longer shall be considered to be outstanding. If those moneys shall not be so available on the redemption date, or that notice shall not have been deposited in the mail as aforesaid, those Bonds and portions thereof shall continue to bear interest, until they are paid, at the same rate as they would have borne had they not been called for redemption. All moneys held by the Bond Registrar for the redemption of particular Bonds shall be held in trust for the account of the registered owners thereof and shall be paid to them, respectively, upon presentation and surrender of those Bonds, provided that any interest earned on the moneys so held by the Bond Registrar shall be for the account of and paid to the County to the extent not required for the payment of the Bonds called for redemption.*

Section 4. Signing and Authentication of Bonds; Appointment of Bond Registrar. *The Bonds shall be signed by at least two members of this Board and the Fiscal Officer, in the name of the County and in their official capacities, provided that any or all of those signatures may be a facsimile. The Bonds shall be issued in the Authorized Denominations and numbers as requested by the Original Purchaser and approved by the Fiscal Officer, shall be numbered as determined by the Fiscal Officer in order to distinguish each Bond from any other 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 provisions of Ohio Revised Code Chapter 133, this Resolution and the Certificate of Award.*

The Huntington National Bank is appointed to act as the initial Bond Registrar; provided, however, that the Fiscal Officer is authorized to appoint a different Bond Registrar in the Certificate of Award after determining that such bank or trust company will not endanger the funds or securities of the County and that proper procedures and safeguards are available for that purpose. The County Administrator and the President of the Board shall sign and deliver, in the name and on behalf of the County, the Bond Registrar Agreement between the County and the Bond Registrar, in substantially the form as is now on file with the Clerk. The Bond Registrar Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the County and that are approved by the County Administrator and the President of the Board on behalf of the County, all of which shall be conclusively evidenced by the signing of the Bond Registrar Agreement or amendments thereto. The Fiscal Officer shall provide for the payment of the services rendered and for reimbursement of expenses incurred pursuant to the Bond Registrar Agreement, to the extent not paid or reimbursed by the Original Purchaser, from the proceeds of the Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

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No 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 Bond is signed by the Bond Registrar as authenticating agent. Authentication by the Bond Registrar shall be conclusive evidence that the 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 Bond Registrar or by any other person acting as an agent of the Bond Registrar and approved by the County Administrator on behalf of the County. The same person need not sign the certificate of authentication on all of the Bonds.

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

(a) Bond Registrar. *So long as any of the Bonds remain outstanding, the County will cause the Bond Registrar to maintain and keep the Bond Register at its designated corporate trust office. Subject to the provisions of subsection (c) below, the person in whose name a Bond is registered on the Bond Register shall be regarded as the absolute owner of that Bond for all purposes of the Bond proceedings. Payment of or on account of the debt charges on any Bond shall be made only to or upon the order of that person; neither the County nor the Bond Registrar shall be affected by any notice to the contrary, but the registration may be changed as provided in this Section. All such payments shall be valid and effectual to satisfy and discharge the County's liability upon the Bond, including interest, to the extent of the amount or amounts so paid.*

(b) Transfer and Exchange. *Any Bond may be exchanged for Bonds of any Authorized Denomination upon presentation and surrender at the office of the Bond Registrar designated in the Certificate of Award or, if not so designated, then at the principal corporate trust office of the Bond Registrar, together with a request for exchange signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. A Bond may be transferred only on the Bond Register upon presentation and surrender of the Bond at the designated office of the Bond Registrar together with an assignment signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. Upon exchange or transfer the Bond Registrar shall complete, authenticate and deliver a new Bond or Bonds of any Authorized Denomination or Denominations requested by the owner equal in the aggregate to the unmatured principal amount of the Bond surrendered and bearing interest at the same rate and maturing on the same date.*

If manual signatures on behalf of the County are required, the Bond Registrar shall undertake the exchange or transfer of Bonds only after the new Bonds are signed by the authorized officers of the County. In all cases of Bonds exchanged or transferred, the County shall sign and the Bond Registrar shall authenticate and deliver Bonds in accordance with the provisions of the Bond proceedings. The exchange or transfer shall be without charge to the owner, except that the County and Bond Registrar may make a charge sufficient to reimburse them for any tax or other governmental charge required to be paid with respect to the exchange or transfer. The County or the Bond Registrar may require that those charges, if any, be paid before the procedure is begun for the exchange or transfer. All Bonds issued and authenticated upon any exchange or transfer shall be valid obligations of the County, evidencing the same debt, and entitled to the same security and benefit under the Bond proceedings as the Bonds surrendered upon that exchange or transfer. Neither the County nor the Bond Registrar shall be required to make any exchange or transfer of (i) Bonds then subject to call for redemption between the 15th day preceding the mailing of notice of Bonds to be redeemed and the date of that mailing, or (ii) any Bond selected for redemption, in whole or in part.

(c) Book Entry System. *Notwithstanding any other provisions of this Resolution, if the Fiscal Officer determines in the Certificate of Award that it is in the best interest of and financially advantageous to the County, the Bonds may be issued in book entry form in accordance with the following provisions of this Section.*

The Bonds may be issued to a Depository for use in a book entry system and, if and so long as a book entry system is utilized, (i) the Bonds may be issued in the form of a single, fully registered Bond representing each maturity and interest rate within a maturity and registered in the name of the Depository or its nominee, as registered owner, and deposited with and maintained in the custody of the Depository or its designated agent which may be the Bond Registrar; (ii) the book entry interest owners of Bonds in book entry form shall not have any

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right to receive Bonds in the form of physical securities or certificates; (iii) ownership of book entry interests in Bonds in book entry form shall be shown by book entry on the system maintained and operated by the Depository and its Participants, and transfers of the ownership of book entry interests shall be made only by book entry by the Depository and its Participants; and (iv) the Bonds as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository, without further action by the County.

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

The Fiscal Officer is hereby authorized, to the extent necessary or required, to enter into any agreements, in the name and on behalf of the County, that the Fiscal Officer determines to be necessary in connection with a book entry system for the Bonds.

Section 6. Sale of the Bonds.

(a) To the Original Purchaser. The Bonds shall be awarded and sold 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 Fiscal Officer in the Certificate of Award, plus accrued interest on the Bonds from their date to the Closing Date, and shall be awarded by the Fiscal Officer with and upon such other terms as are required or authorized by this Resolution to be specified in the Certificate of Award, in accordance with law and the provisions of this Resolution. The Fiscal Officer is authorized, if it is determined to be in the best interest of the County, to combine the issue of Bonds with one or more other bond issues of the County into a consolidated bond issue pursuant to Section 133.30(B) of the Revised Code in which case a single Certificate of Award may be utilized for the consolidated bond issue if appropriate and consistent with the terms of this Resolution.

The Fiscal Officer shall sign and deliver the Certificate of Award and shall cause the Bonds to be prepared and, following their sale, shall have the Bonds signed and delivered, together with a true transcript of proceedings with reference to the issuance of the Bonds, to the Original Purchaser upon payment of the purchase price. The members of this Board, the Fiscal Officer, the County Administrator, the County Treasurer, the County Prosecuting Attorney, the Assistant Prosecuting Attorney, the Clerk and other County officials, as appropriate, each are authorized and directed to sign any transcript certificates, financial statements and other documents and instruments and to take such actions as are necessary or appropriate to consummate the transactions contemplated by this Resolution.

(b) Primary Offering Disclosure -- Official Statement. The County Administrator and the Fiscal Officer, on behalf of the County and in their official capacities, are authorized to (i) prepare or cause to be prepared, and make or authorize modifications, completions or changes of or supplements to, an official statement in connection with the original issuance of the Bonds, (ii) determine, and to certify or otherwise represent, when the official statement is to be "deemed final" (except for permitted omissions) by the County or is a final official statement for purposes of Sections 15c2-12(b)(1), (3) and (4) of the Rule, (iii) use and distribute, or authorize the use and distribution of, that official statement and any supplements thereto in connection with the original issuance of the Bonds and (iv) complete and sign that official statement as so approved together with such certificates, statements or other documents in connection with the finality, accuracy and completeness of that official statement as they deem necessary or appropriate.

(c) Agreement to Provide Continuing Disclosure. For the benefit of the holders and beneficial owners from time to time of the Bonds, the County 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 County Administrator and the President of the Board are authorized and directed to complete, sign and deliver the Continuing Disclosure Agreement, in the name and on behalf of the County, in substantially the form as is now on file with the Clerk. The Continuing Disclosure

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Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the County and that are approved by the County Administrator and the President of the Board on behalf of the County, all of which shall be conclusively evidenced by the signing of the Continuing Disclosure Agreement.

The County Administrator is further authorized and directed to establish procedures in order to ensure compliance by the County 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 County Administrator shall consult with and obtain legal advice from, as appropriate, the Prosecuting Attorney and bond counsel or other qualified independent special counsel selected by the County. The County Administrator, acting in the name and on behalf of the County, shall be entitled to rely upon any such legal advice in determining whether a filing should be made. The performance by the County of its Continuing Disclosure Agreement shall be subject to the annual appropriation of any funds that may be necessary to perform it.

(d) Application for Rating or Bond Insurance. If, in the judgment of the County Administrator, the filing of an application for (i) a rating on the Bonds by one or more nationally-recognized rating agencies, and/or (ii) a policy of insurance from a company or companies to better assure the payment of principal of and interest on the Bonds, is in the best interest of and financially advantageous to this County, the County Administrator 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 paid or reimbursed by the Original Purchaser, from the proceeds of the 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 County Administrator is hereby authorized, to the extent necessary or required, to enter into any agreements, in the name of and on behalf of the County, that the County Administrator determines to be necessary in connection with the obtaining of that bond insurance.

(e) Financing Costs. The expenditure of the amounts necessary to pay the rating agency fees and expenses and all other financing costs (as defined in Section 133.01 of the Ohio Revised Code) in connection with the Bonds, to the extent not paid by the Original Purchaser, is authorized and approved and the Fiscal Officer is authorized to provide for the payment of any such amounts and costs from the proceeds of the Bonds to the extent available and otherwise from any other funds lawfully available that are appropriated or shall be appropriated for that purpose.

Section 7. Provisions for Tax Levy. There shall be levied on all the taxable property in the County, in addition to all other taxes, a direct tax annually during the period the Bonds are outstanding in an amount sufficient to pay the debt charges on the Bonds when due, which tax shall not be less than the interest and sinking fund tax required by Section 11 of Article XII of the Ohio Constitution. The tax shall be within the ten-mill limitation imposed by law, shall be and is ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner and at the same time that taxes for general purposes for each of those years are certified, levied, extended and collected, and shall be placed before and in preference to all other items and for the full amount thereof. The proceeds of the tax levy shall be placed in the Bond Retirement Fund, which is irrevocably pledged for the payment of the debt charges on the Bonds when and as the same fall due. In each year to the extent other moneys are legally available for the payment of the debt charges on the Bonds and are appropriated for that purpose, the amount of the tax shall be reduced by the amount of moneys so available and appropriated. Nothing in this Section in any way diminishes the irrevocable pledge of the full faith and credit and revenues of the County to the prompt payment of the debt charges on the Bonds

Section 8. Federal Tax Considerations. The County covenants that it will use, and will restrict the use and investment of, the proceeds of the Bonds in such manner and to such extent as may be necessary so that (a) the Bonds will not (i) constitute private activity bonds or arbitrage bonds under Section 141 or 148 of the Code or (ii) be treated other than as obligations the interest on which is excluded from gross income under Section 103 of the Code, and (b) the interest on the Bonds will not be an item of tax preference under Section 57 of the Code.

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The County 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 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 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 Fiscal Officer, or any other officer of the County having responsibility for issuance of the Bonds, is hereby authorized (a) to make or effect any election, selection, designation (including designation of the Bonds as "qualified tax-exempt obligations" if such designation is applicable and desirable, and to make any related necessary representations and covenants), choice, consent, approval, or waiver on behalf of the County with respect to the Bonds as the County is permitted to or required to make or give under the federal income tax laws, including, without limitation thereto, any of the elections provided for in Section 148(f)(4)(C) or Section 265(b)(3) of the Code or available under Section 148 or Section 265 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the 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, 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, as determined by that officer, 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 County, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Bonds, and (c) to give one or more appropriate certificates of the County, for inclusion in the transcript of proceedings for the Bonds, setting forth the reasonable expectations of the County regarding the amount and use of all the proceeds of the 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 Bonds.

Section 9. Certification and Delivery of Resolution and Certificate of Award. The Clerk is directed to deliver or cause to be delivered a certified copy of this Resolution and a signed copy of the Certificate of Award to the County Auditor.

Section 10. Retention of Bond Counsel and Disclosure Counsel. The legal services of Squire Patton Boggs (US) LLP, as bond and disclosure counsel, be and are hereby retained. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the issuance and sale of the Bonds and the rendering of the necessary legal opinion upon the delivery of the Bonds. In rendering those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of the County in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the County or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those legal services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those legal services. The Fiscal Officer 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.

Section 11. Retention of Municipal Advisory Services. Sudsina & Associates, LLC be and is hereby retained to provide municipal advisory services in connection with the issuance and sale of the Bonds and other matters related thereto. In providing those municipal advisory services, as an independent contractor and in a fiduciary relationship with the County, that firm shall not exercise any administrative discretion on behalf of this County in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, any municipal corporation or of this County, or the execution of public trusts. For those municipal advisory 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 amount necessary to make those payments, to the extent not paid by the Original Purchaser, is hereby appropriated from the proceeds of the Bonds, and the Fiscal Officer is authorized and directed to make appropriate certification as to the availability of funds for those fees and any

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reimbursement and to issue appropriate orders for their timely payment as written statements are submitted by the firm.

Section 12. Satisfaction of Conditions for Bond Issuance. This Board determines that all acts and conditions necessary to be performed by the County or to have been met precedent to and in the issuing of the Bonds in order to make them legal, valid and binding general obligations of the County have been performed and have been met, or will at the time of delivery of the Bonds have been performed and have been met, in regular and due form as required by law; that the full faith and credit and general property taxing power (as described in Section 7) of the County are pledged for the timely payment of the debt charges on the Bonds; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Bonds.

Section 13. Compliance with Open Meeting Requirements. This Board finds and determines that all formal actions of this Board concerning and relating to the adoption of this Resolution were taken in an open meeting of this Board and that all deliberations of this Board and of any committees that resulted in those formal actions were in meetings open to the public in compliance with the law.

Section 14. Effective Date. This Resolution shall be in full force and effect immediately upon its adoption.

Roll Call Vote:	Commissioner Dvorak	Aye
	Commissioner Spidalieri	Aye
	Commissioner Lennon	Aye

COMMISSIONERS' OFFICE – ACKNOWLEDGE RECEIPT OF FISCAL OFFICERS CERTIFICATE IN REGARDS TO THE \$20,000,000.00 COUNTY BUILDING IMPROVEMENT SALES TAX BONDS – RESOLUTION PROVIDING FOR THE ISSUANCE AND SALE OF SALES TAX SUPPORTED BONDS IN THE MAXIMUM PRINCIPAL AMOUNT OF \$20,000,000.00 UNDER REVISED CODE SECTION 133.081 TO PAY THE COSTS OF CONSTRUCTING, RECONSTRUCTING, REHABILITATING, FURNISHING, EQUIPPING AND OTHERWISE IMPROVING COUNTY OFFICE BUILDINGS TO HOUSE VARIOUS COUNTY OFFICES AND DEPARTMENTS AND OTHERWISE IMPROVING THE SITES THEREOF, TOGETHER WITH NECESSARY APPURTENANCES THERETO, AND AUTHORIZING AND APPROVING RELATED MATTERS

Mr. Morgan noted that this is the acknowledgement of the Fiscal Officers Certificate and Resolution for the Sales Tax Bonds for \$20 million dollars.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to acknowledge receipt of the Fiscal Officer's Certificate in regards to the \$20,000,000.00 County Building Improvement Sales Tax Bonds.

Roll Call Vote:	Commissioner Dvorak	Aye
	Commissioner Spidalieri	Aye
	Commissioner Lennon	Aye

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute Resolution #20-150 Providing for the Issuance and Sale of Sales Tax Supported Bonds in the Maximum Principal Amount of \$20,000,000.00 under Revised Code Section 133.081 to pay the Costs of Constructing, Reconstructing, Rehabilitating, Furnishing, Equipping and Otherwise Improving County Office Buildings to House Various County Offices and Departments and otherwise Improving the Sites thereof, together with Necessary Appurtenances thereto; and Authorizing and Approving related matters.

Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020

Resolution: 20-150

The Board of County Commissioners of the County of Geauga met on November 10, 2020, commencing at 9:30 o'clock, a.m., in regular session in the Commissioners' Chambers at 470 Center Street, Building No. 4, Chardon, Ohio, with the following members present:

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Timothy C. Lennon

Ralph Spidalieri

James W. Dvorak

The Clerk advised the Board that the notice requirements of Section 121.22 of the Revised Code and the implementing rules adopted by the Board pursuant thereto were complied with for the meeting.

Commissioner Dvorak presented the following preambles and resolution and moved their adoption, which motion was duly seconded by Commissioner Spidalieri:

RESOLUTION NO. 20-150

A RESOLUTION PROVIDING FOR THE ISSUANCE AND SALE OF SALES TAX SUPPORTED BONDS IN THE MAXIMUM PRINCIPAL AMOUNT OF \$20,000,000 UNDER REVISED CODE SECTION 133.081 TO PAY THE COSTS OF CONSTRUCTING, RECONSTRUCTING, REHABILITATING, FURNISHING, EQUIPPING AND OTHERWISE IMPROVING COUNTY OFFICE BUILDINGS TO HOUSE VARIOUS COUNTY OFFICES AND DEPARTMENTS AND OTHERWISE IMPROVING THE SITES THEREFOR, TOGETHER WITH NECESSARY APPURTENANCES THERETO; AND AUTHORIZING AND APPROVING RELATED MATTERS.

WHEREAS, at an election held on November 8, 1988, the voters of the County approved the levy of a one-half of one percent (.50%) sales and use tax (the Original Sales Tax) authorized under Revised Code Section 5739.026 and 5741.023 to provide additional general revenues for the County; and

WHEREAS, pursuant to resolutions adopted by this Board on November 13, 2003 and September 4, 2008, additional sales and use taxes of one-quarter of one percent (.25%), each (totaling an additional one-half of one percent (.50%)) (together with the Original Sales Tax, the Sales Tax), were authorized under Revised Code Section 5739.021 and 5741.021 to provide additional general revenues for the County; and

WHEREAS, the Sales Tax is in effect for a continuing period of time and is not subject to referendum, was not adopted as an emergency measure, and is not subject to repeal by initiative petition under Revised Code Section 5739.022; and

WHEREAS, the County Auditor, as fiscal officer of this County, has certified to this Board that the total estimated annual debt charges in any calendar year on the Bonds authorized in Section 2 and on all other bonds and bond anticipation notes payable from and secured by the Sales Tax that are expected to be outstanding immediately after the issuance of the Bonds do not exceed the estimated annual moneys received by the County from the Sales Tax (the Sales Tax Receipts) based on the average annual Sales Tax Receipts for the two prior calendar years; and

WHEREAS, the County Auditor, as fiscal officer of this County, has certified to this Board that the estimated life or period of usefulness of the improvement described above and in Section 2, is at least five years and the maximum maturity of the Bonds is 30 years.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of the County of Geauga, Ohio, that:

Section 1. Definitions and Interpretation. In addition to the words and terms elsewhere defined in this Resolution, these words and phrases shall have the following meanings, unless the context or use clearly indicates another or different meaning or intent:

“Authorized Denominations” means (subject to any limitations in Section 3) the denomination of \$5,000 or any integral multiple thereof.

“Board of County Commissioners” or “Board” means the Board of County Commissioners of the County.

“Bond proceedings” means, collectively, this Resolution, the Certificate of Award, the Bond Registrar Agreement, the Continuing Disclosure Agreement and such other proceedings of the County, including the Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Bonds.

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“Bond Register” means all books and records necessary for the registration, exchange and transfer of Bonds as provided in Section 5.

“Bond Registrar” means the bank or trust company appointed pursuant to Section 4 or in the Certificate of Award as the initial authenticating agent, bond registrar, transfer agent and paying agent for the Bonds under the Bond Registrar Agreement and until a successor Bond Registrar shall have become such pursuant to the provisions of the Bond Registrar Agreement and, thereafter, “Bond Registrar” shall mean the successor Bond Registrar.

“Bond Registrar Agreement” means the Bond Registrar Agreement between the County and the Bond Registrar, as it may be modified from the form on file with the Clerk and signed by the County Administrator and the President of the Board in accordance with Section 4.

“Bonds” means the Bonds authorized in Section 2.

“Book entry form” or “book entry system” means a form or system under which (a) the ownership of book entry interests in Bonds and the principal of and interest on the Bonds may be transferred only through a book entry, and (b) physical Bond certificates in fully registered form are issued by the County only to a Depository or its nominee as registered owner, with the physical Bond certificates deposited with and maintained in the custody of the Depository or its agent. The book entry maintained by others than the County or the Bond Registrar is the record that identifies the owners of book entry interests in those Bonds and that principal and interest.

“Certificate of Award” means the certificate authorized by Section 6(a), to be signed by the Fiscal Officer, setting forth and determining those terms or other matters pertaining to the Bonds and their issuance, sale and delivery as this Resolution requires or authorizes to be set forth or determined therein.

“Clerk” means the Clerk of this Board of County Commissioners.

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

“Code” means the Internal Revenue Code of 1986, 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 authorized by Section 6(c), as it may be modified from the form on file with the Clerk and signed by the County Administrator and the President of the Board in accordance with that Section.

“County Administrator” means the person at the time performing the statutory duties of a county administrator for the County.

“County Auditor” means the person at the time performing the statutory duties of a county auditor for the County.

“County Prosecutor” means the person at the time performing the statutory duties of a county prosecuting attorney for the County.

“County Treasurer” means the person at the time performing the statutory duties of a county treasurer for the County.

“Depository” means any securities depository that is a clearing agency under federal law operating and maintaining, with its Participants or otherwise, a book entry system to record ownership of book entry interests in Bonds or the principal of and interest on Bonds, and to effect transfers of Bonds, in book entry form, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York.

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"Fiscal Officer" means the County Auditor.

"Interest Payment Dates" means, unless otherwise determined in the Certificate of Award, June 1 and December 1 of each year that the Bonds are outstanding, commencing June 1, 2021.

"Municipal Advisor" means Sudsina & Associates, LLC.

"Original Purchaser" means the original purchaser specified in the Certificate of Award.

"Parity Obligations" means any bonds or bond anticipation notes of the County which have been or may be subsequently issued and payable solely from the Sales Tax Receipts on a parity with the Bonds, except that such Parity Obligations need not be secured by any pledge of the Pledged Funds.

"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" means the Sales Tax Bond Fund and any other funds established and pledged as security for the Bonds and all money in the Pledged Funds and all income and profit from the investment of that money.

"Principal Payment Dates" means, unless otherwise determined in the Certificate of Award, December 1 in each of the years from and including 2021 to and including 2040; provided that in no case shall the total number of Principal Payment Dates exceed the maximum maturity of the Bonds referred to in the preambles hereto.

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

"Sales Tax" has the meaning assigned in the second "Whereas" clause of this Resolution.

"Sales Tax Bond Fund" means the Sales Tax Bond Fund created by Section 9 herein.

"Sales Tax Receipts" means the monies received by the County from the Sales Tax.

"SEC" means the Securities and Exchange Commission.

"Serial Bonds" means those Bonds specified 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.

"Term Bonds" means those Bonds specified 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 being subject to mandatory sinking fund redemption.

The captions and headings in this Resolution 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 Resolution unless otherwise indicated.

Section 2. Authorized Principal Amount and Purpose; Application of Proceeds. This Board determines that it is necessary and in the best interest of the County to issue sales tax supported bonds of the County in the maximum principal amount of \$20,000,000 (the Bonds) to pay costs of constructing, reconstructing, rehabilitating, furnishing, equipping and otherwise improving County office buildings to house various County offices and departments and otherwise improving the sites therefor, together with necessary appurtenances thereto, and including the payment of expenses related to the issuance of the Bonds. The Bonds shall be issued pursuant to Chapter 133, Ohio Revised Code and this Resolution.

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The aggregate principal amount of Bonds to be issued shall not exceed the amount authorized in this Section and shall be issued in an amount determined by the Fiscal Officer in the Certificate of Award to be the aggregate principal amount of Bonds required to be issued at this time for the purpose stated in this Section 2, taking into account any premium above or discount from the aggregate principal amount at which they are sold to the Original Purchaser, and the estimated financing costs.

The proceeds from the sale of the Bonds, except any premium and accrued interest, shall be paid into the proper fund or funds to be used for the purpose for which the Bonds are being issued, including capitalized interest and issuance costs, and those proceeds are appropriated for that purpose. Any portion of those proceeds representing premium and accrued interest shall be paid into the Bond Retirement Fund.

Section 3. Denominations; Dating; Principal and Interest Payment and Redemption Provisions. The Bonds shall be issued in one lot and only as fully registered bonds, in the Authorized Denominations, but in no case as to a particular maturity date exceeding the principal amount maturing on that date. The principal amount of the Bonds shall be specified by the Fiscal Officer in the Certificate of Award, in accordance with Section 2. The 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, Interest Payment Dates and Maximum True Interest Cost. The Bonds shall bear interest at the rate or rates of interest per year (computed on the basis of a 360-day year consisting of twelve 30-day months), not to exceed 6.0% per year for any stated maturity, as shall be determined by the Fiscal Officer in the Certificate of Award. Interest on the Bonds shall be payable on each Interest Payment Date until the principal amount has been paid or provided for. The 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. Notwithstanding any provision in this Resolution to the contrary, Bonds maturing on any one Principal Payment Date may bear different interest rates.

(b) Principal Payment Schedule. The Bonds shall mature or be payable pursuant to Mandatory Sinking Fund Redemption Requirements (as hereinafter defined and described) on the Principal Payment Dates and in principal amounts as shall be determined by the Fiscal Officer, subject to subsection (c) of this Section, in the Certificate of Award, consistent with that officer's determination of the best interest of and financial advantages to the County.

Consistent with the foregoing and in accordance with that officer's determination of the best interest of and financial advantages to the County, the Fiscal Officer shall specify in the Certificate of Award (i) the aggregate principal amount of Bonds to be issued as Serial Bonds, the Principal Payment Dates on which those 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 Bonds to be issued as Term Bonds, the Principal Payment Date or Dates on which those 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 (Mandatory Redemption Dates) and the principal amount thereof that shall be payable pursuant to Mandatory Sinking Fund Redemption Requirements on each Mandatory Redemption Date.

This Board hereby certifies, based on the certificate of the Fiscal Officer described in the fourth "Whereas" clause of this Resolution, that the total estimated annual debt charges in any calendar year on the Bonds authorized by this Resolution and the total annual debt charges on all other Parity Obligations that are expected to be outstanding immediately after the issuance of the Bonds do not exceed the estimated annual receipts from the Sales Tax based on the average annual receipts from the Sales Tax for the two prior calendar years. Notwithstanding any other provision in this Resolution, Bonds shall not be issued under authority of this Resolution unless the Fiscal Officer, on behalf of this Board, certifies in the Certificate of Award or otherwise that (i) the total annual debt charges in any calendar year on the Bonds to be issued and on all other Parity Obligations that will be outstanding immediately after the issuance of those Bonds do not exceed the estimated annual receipts from the Sales Tax based on the average annual receipts from the Sales Tax for the two prior calendar years and (ii) the aggregate amount of the Sales Tax Receipts received during the prior calendar year is at least equal to four hundred percent (400%) of the largest amount required to be paid in any succeeding calendar year to pay the

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debt charges on all Parity Obligations to be outstanding immediately after the issuance of the Bonds. For Parity Obligations that are bond anticipation notes, the debt service on the bonds anticipated by the notes shall be used for purposes of the calculations on which such certifications are based.

(c) Conditions for Establishment of Interest Rates and Principal Payment Dates and Amounts. The rate or rates of interest per year to be borne by the Bonds and the principal amount of Bonds maturing or payable pursuant to Mandatory Sinking Fund Redemption Requirements on each Principal Payment Date as determined by the Fiscal Officer in the Certificate of Award shall be such that the total principal and interest payments on the Bonds in any fiscal year in which principal is payable is not more than three times the amount of those payments in any other fiscal year.

(d) Payment of Debt Charges. The debt charges on the Bonds shall be payable in lawful money of the United States of America without deduction for the services of the Bond Registrar as paying agent. Principal of and any premium on the Bonds shall be payable when due upon presentation and surrender of the Bonds at the office of the Bond Registrar designated in the Certificate of Award or, if not so designated, then at the principal corporate trust office of the Bond Registrar. Interest on a Bond shall be paid on each Interest Payment Date by check or draft mailed to the person in whose name the Bond was registered, and to that person's address appearing, on the Bond Register at the close of business on the 15th day of the calendar month next preceding that Interest Payment Date. Notwithstanding the foregoing, if and so long as the Bonds are issued in a book entry system, principal of and interest and any premium on the Bonds shall be payable in the manner provided in any agreement entered into by the County, in connection with the book entry system.

(e) Redemption Provisions. Except as otherwise specified in the Certificate of Award, the Bonds shall be subject to redemption prior to stated maturity as follows:

(i) Mandatory Sinking Fund Redemption of Term Bonds. If any of the 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 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 the Mandatory Sinking Fund Redemption Requirements).

The aggregate of the moneys to be deposited with the Bond Registrar for payment of principal of and interest on any Term Bonds on each Mandatory Redemption Date shall include an amount sufficient to redeem on that date the principal amount of Term Bonds payable on that date pursuant to Mandatory Sinking Fund Redemption Requirements (less the amount of any credit as provided below).

The County shall have the option to deliver to the Bond Registrar for cancellation Term Bonds in any aggregate principal amount and to receive a credit against the then current or any subsequent Mandatory Sinking Fund Redemption Requirement (and corresponding mandatory redemption obligation) of the County, as specified by the Fiscal Officer, for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate as the Term Bonds so delivered. That option shall be exercised by the County on or before the 15th day preceding any Mandatory Redemption Date with respect to which the County wishes to obtain a credit, by furnishing the Bond Registrar a certificate, signed by the Fiscal Officer, setting forth the extent of the credit to be applied with respect to the then current or any subsequent Mandatory Sinking Fund Redemption Requirement for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate. If the certificate is not timely furnished to the Bond Registrar, the current Mandatory Sinking Fund Redemption Requirement (and corresponding mandatory redemption obligation) shall not be reduced. A credit against the then current or any subsequent Mandatory Sinking Fund Redemption Requirement (and corresponding mandatory redemption obligation), as specified by the Fiscal Officer, also shall be received by the County for any Term Bonds which prior thereto have been redeemed (other than through the operation of the applicable Mandatory Sinking Fund Redemption Requirements) or purchased for cancellation and canceled by the Bond Registrar, to the extent not applied theretofore as a credit against any Mandatory Sinking Fund Redemption

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Requirement, for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate as the Term Bonds so redeemed or purchased and canceled.

Each Term Bond so delivered, or previously redeemed, or purchased and canceled, shall be credited by the Bond Registrar at 100% of the principal amount thereof against the then current or subsequent Mandatory Sinking Fund Redemption Requirements (and corresponding mandatory redemption obligations), as specified by the Fiscal Officer, for Term Bonds stated to mature on the same Principal Payment Date and bearing interest at the same rate as the Term Bonds so delivered, redeemed or purchased and canceled.

(ii) Optional Redemption. The Bonds of the maturities and interest rates, if any, specified in the Certificate of Award shall be subject to redemption by and at the sole option of the County, in whole or in part in integral multiples of \$5,000, on the optional redemption dates and at the redemption prices (expressed as a percentage of the principal amount to be redeemed) specified by the Fiscal Officer in the Certificate of Award, plus accrued interest to the redemption date; provided that the earliest optional redemption date for the Bonds shall not be earlier than three years after the Closing Date and the redemption price for the earliest optional redemption date shall not be greater than 105%. The Fiscal Officer may determine in the Certificate of Award that it is in the best interests of the County for some or all of the Bonds not to be subject to optional redemption prior to their stated maturity.

If optional redemption of Term Bonds at a redemption price exceeding 100% of the principal amount to be redeemed is to take place as of any Mandatory Redemption Date applicable to those Term Bonds, the Term Bonds, or portions thereof, to be redeemed optionally shall be selected by lot prior to the selection by lot of the Term Bonds of the same maturity to be redeemed on the same date by operation of the Mandatory Sinking Fund Redemption Requirements. Bonds to be redeemed pursuant to this paragraph shall be redeemed only upon written notice from the Fiscal Officer to the Bond Registrar, given upon the direction of this Board through adoption of a resolution. That notice shall specify the redemption date and the principal amount of each maturity of Bonds to be redeemed, and shall be given at least 45 days prior to the redemption date or such shorter period as shall be acceptable to the Bond Registrar.

(iii) Partial Redemption. If fewer than all of the outstanding Bonds are called for optional redemption at one time and Bonds of more than one maturity or interest rate within a maturity are then outstanding, the Bonds that are called shall be Bonds of the maturity or maturities and interest rate or rates selected by the County. If fewer than all of the Bonds of a single maturity and interest rate within that maturity are to be redeemed, the selection of Bonds of that maturity and interest rate within that maturity to be redeemed, or portions thereof in amounts of \$5,000 or any integral multiple thereof, shall be made by the Bond Registrar by lot in a manner determined by the Bond Registrar. In the case of a partial redemption of Bonds by lot when Bonds of denominations greater than \$5,000 are then outstanding, each \$5,000 unit of principal thereof shall be treated as if it were a separate Bond of the denomination of \$5,000. If it is determined that one or more, but not all, of the \$5,000 units of principal amount represented by a Bond are to be called for redemption, then, upon notice of redemption of a \$5,000 unit or units, the registered owner of that Bond shall surrender the Bond to the Bond Registrar (i) for payment of the redemption price of the \$5,000 unit or units of principal amount called for redemption (including, without limitation, the interest accrued to the date fixed for redemption and any premium), and (ii) for issuance, without charge to the registered owner, of a new Bond or Bonds of any Authorized Denomination or Denominations in an aggregate principal amount equal to the unmaturing and unredeemed portion of, and bearing interest at the same rate and maturing on the same date as, the Bond surrendered.

(iv) Notice of Redemption. The notice of the call for redemption of Bonds shall identify (A) by designation, letters, numbers or other distinguishing marks, the Bonds or portions thereof to be redeemed, (B) the redemption price to be paid, (C) the date fixed for redemption, and (D) the place or places where the amounts due upon redemption are payable. The notice shall be given by the Bond Registrar on behalf of the County by mailing a copy of the redemption notice by first class mail, postage prepaid, at least 30 days prior to the date fixed for redemption, to the registered owner of each Bond subject to redemption in whole or in part at the registered owner's address shown on the Bond Register maintained by the Bond Registrar at the close of business on the fifteenth day preceding that mailing. Failure to receive notice by mail or any defect in that notice regarding any Bond, however, shall not affect the validity of the proceedings for the redemption of any Bond.

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(v) Payment of Redeemed Bonds. *In the event that notice of redemption shall have been given by the Bond Registrar to the registered owners as provided above, there shall be deposited with the Bond Registrar on or prior to the redemption date, moneys that, in addition to any other moneys available therefor and held by the Bond Registrar, will be sufficient to redeem at the redemption price thereof, plus accrued interest to the redemption date, all of the redeemable Bonds for which notice of redemption has been given. Notice having been mailed in the manner provided in the preceding paragraph hereof, the Bonds and portions thereof called for redemption shall become due and payable on the redemption date, and, upon presentation and surrender thereof at the place or places specified in that notice, shall be paid at the redemption price, plus interest accrued to the redemption date. If moneys for the redemption of all of the Bonds and portions thereof to be redeemed, together with accrued interest thereon to the redemption date, are held by the Bond Registrar on the redemption date, so as to be available therefor on that date and, if notice of redemption has been deposited in the mail as aforesaid, then from and after the redemption date those Bonds and portions thereof called for redemption shall cease to bear interest and no longer shall be considered to be outstanding. If those moneys shall not be so available on the redemption date, or that notice shall not have been deposited in the mail as aforesaid, those Bonds and portions thereof shall continue to bear interest, until they are paid, at the same rate as they would have borne had they not been called for redemption. All moneys held by the Bond Registrar for the redemption of particular Bonds shall be held in trust for the account of the registered owners thereof and shall be paid to them, respectively, upon presentation and surrender of those Bonds, provided that any interest earned on the moneys so held by the Bond Registrar shall be for the account of and paid to the County to the extent not required for the payment of the Bonds called for redemption.*

Section 4. Signing and Authentication of Bonds; Appointment of Bond Registrar. *The Bonds shall be signed by at least two members of this Board and the Fiscal Officer, in the name of the County and in their official capacities, provided that any or all of those signatures may be a facsimile. The Bonds shall be issued in the Authorized Denominations and numbers as requested by the Original Purchaser and approved by the Fiscal Officer, shall be numbered as determined by the Fiscal Officer in order to distinguish each Bond from any other 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 provisions of Ohio Revised Code Chapter 133, this Resolution and the Certificate of Award.*

The Huntington National Bank is appointed to act as the initial Bond Registrar; provided, however, that the Fiscal Officer is authorized to appoint a different Bond Registrar in the Certificate of Award after determining that such bank or trust company will not endanger the funds or securities of the County and that proper procedures and safeguards are available for that purpose. The County Administrator and the President of the Board shall sign and deliver, in the name and on behalf of the County, the Bond Registrar Agreement between the County and the Bond Registrar, in substantially the form as is now on file with the Clerk. The Bond Registrar Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the County and that are approved by the County Administrator and the President of the Board on behalf of the County, all of which shall be conclusively evidenced by the signing of the Bond Registrar Agreement or amendments thereto. The Fiscal Officer shall provide for the payment of the services rendered and for reimbursement of expenses incurred pursuant to the Bond Registrar Agreement, to the extent not paid or reimbursed by the Original Purchaser, from the proceeds of the Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

No 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 Bond is signed by the Bond Registrar as authenticating agent. Authentication by the Bond Registrar shall be conclusive evidence that the 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 Bond Registrar or by any other person acting as an agent of the Bond Registrar and approved by the County Administrator on behalf of the County. The same person need not sign the certificate of authentication on all of the Bonds.

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

(a) *Bond Registrar.* So long as any of the Bonds remain outstanding, the County will cause the Bond Registrar to maintain and keep the Bond Register at its designated corporate trust office. Subject to the provisions of subsection c below, the person in whose name a Bond is registered on the Bond Register shall be regarded as the absolute owner of that Bond for all purposes of the Bond proceedings. Payment of or on account of the debt charges on any Bond shall be made only to or upon the order of that person; neither the County nor the Bond Registrar shall be affected by any notice to the contrary, but the registration may be changed as provided in this Section. All such payments shall be valid and effectual to satisfy and discharge the County's liability upon the Bond, including interest, to the extent of the amount or amounts so paid.

(b) *Transfer and Exchange.* Any Bond may be exchanged for Bonds of any Authorized Denomination upon presentation and surrender at the office of the Bond Registrar designated in the Certificate of Award or, if not so designated, then at the principal corporate trust office of the Bond Registrar, together with a request for exchange signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. A Bond may be transferred only on the Bond Register upon presentation and surrender of the Bond at the designated office of the Bond Registrar together with an assignment signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. Upon exchange or transfer the Bond Registrar shall complete, authenticate and deliver a new Bond or Bonds of any Authorized Denomination or Denominations requested by the owner equal in the aggregate to the unmatured principal amount of the Bond surrendered and bearing interest at the same rate and maturing on the same date.

If manual signatures on behalf of the County are required, the Bond Registrar shall undertake the exchange or transfer of Bonds only after the new Bonds are signed by the authorized officers of the County. In all cases of Bonds exchanged or transferred, the County shall sign and the Bond Registrar shall authenticate and deliver Bonds in accordance with the provisions of the Bond proceedings. The exchange or transfer shall be without charge to the owner, except that the County and Bond Registrar may make a charge sufficient to reimburse them for any tax or other governmental charge required to be paid with respect to the exchange or transfer. The County or the Bond Registrar may require that those charges, if any, be paid before the procedure is begun for the exchange or transfer. All Bonds issued and authenticated upon any exchange or transfer shall be valid obligations of the County, evidencing the same debt, and entitled to the same security and benefit under the Bond proceedings as the Bonds surrendered upon that exchange or transfer. Neither the County nor the Bond Registrar shall be required to make any exchange or transfer of (i) Bonds then subject to call for redemption between the 15th day preceding the mailing of notice of Bonds to be redeemed and the date of that mailing, or (ii) any Bond selected for redemption, in whole or in part.

(c) *Book Entry System.* Notwithstanding any other provisions of this Resolution, if the Fiscal Officer determines in the Certificate of Award that it is in the best interest of and financially advantageous to the County, the Bonds may be issued in book entry form in accordance with the following provisions of this Section.

The Bonds may be issued to a Depository for use in a book entry system and, if and so long as a book entry system is utilized, (i) the Bonds may be issued in the form of a single, fully registered Bond representing each maturity and interest rate within a maturity and registered in the name of the Depository or its nominee, as registered owner, and deposited with and maintained in the custody of the Depository or its designated agent which may be the Bond Registrar; (ii) the book entry interest owners of Bonds in book entry form shall not have any right to receive Bonds in the form of physical securities or certificates; (iii) ownership of book entry interests in Bonds in book entry form shall be shown by book entry on the system maintained and operated by the Depository and its Participants, and transfers of the ownership of book entry interests shall be made only by book entry by the Depository and its Participants; and (iv) the Bonds as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository, without further action by the County.

If any Depository determines not to continue to act as a Depository for the Bonds for use in a book entry system, the Fiscal Officer may attempt to establish a securities depository/book entry relationship with another qualified Depository. If the Fiscal Officer does not or is unable

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to do so, the Fiscal Officer, after making provision for notification of the book entry interest owners by the then Depository and any other arrangements deemed necessary, shall permit withdrawal of the Bonds from the Depository, and shall cause Bond certificates in registered form to be authenticated by the Bond Registrar and delivered to the assigns of the Depository or its nominee, all at the cost and expense (including any costs of printing), if the event is not the result of County action or inaction, of those persons requesting such authentication and delivery.

The Fiscal Officer is hereby authorized, to the extent necessary or required, to enter into any agreements, in the name and on behalf of the County, that the Fiscal Officer determines to be necessary in connection with a book entry system for the Bonds.

Section 6. Sale of the Bonds.

(a) To the Original Purchaser. The Bonds shall be awarded and sold 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 Fiscal Officer in the Certificate of Award, plus accrued interest on the Bonds from their date to the Closing Date, and shall be awarded by the Fiscal Officer with and upon such other terms as are required or authorized by this Resolution to be specified in the Certificate of Award, in accordance with law and the provisions of this Resolution. The Fiscal Officer is authorized, if it is determined to be in the best interest of the County, to combine the issue of Bonds with one or more other bond issues of the County into a consolidated bond issue pursuant to Section 133.30(B) of the Revised Code in which case a single Certificate of Award may be utilized for the consolidated bond issue if appropriate and consistent with the terms of this Resolution.

The Fiscal Officer shall sign and deliver the Certificate of Award and shall cause the Bonds to be prepared and, following their sale, shall have the Bonds signed and delivered, together with a true transcript of proceedings with reference to the issuance of the Bonds, to the Original Purchaser upon payment of the purchase price. The members of this Board, the Fiscal Officer, the County Treasurer, the County Prosecuting Attorney, the Assistant Prosecuting Attorney, the Clerk and other County officials, as appropriate, each are authorized and directed to sign any transcript certificates, financial statements and other documents and instruments and to take such actions as are necessary or appropriate to consummate the transactions contemplated by this Resolution.

(b) Primary Offering Disclosure -- Official Statement. The County Administrator and the Fiscal Officer, on behalf of the County and in their official capacities, are authorized to (i) prepare or cause to be prepared, and make or authorize modifications, completions or changes of or supplements to, an official statement in connection with the original issuance of the Bonds, (ii) determine, and to certify or otherwise represent, when the official statement is to be "deemed final" (except for permitted omissions) by the County or is a final official statement for purposes of Sections 15c2-12(b)(1), (3) and (4) of the Rule, (iii) use and distribute, or authorize the use and distribution of, that official statement and any supplements thereto in connection with the original issuance of the Bonds and (iv) complete and sign that official statement as so approved together with such certificates, statements or other documents in connection with the finality, accuracy and completeness of that official statement as they deem necessary or appropriate.

(c) Agreement to Provide Continuing Disclosure. For the benefit of the holders and beneficial owners from time to time of the Bonds, the County 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 County Administrator and the President of the Board are authorized and directed to complete, sign and deliver the Continuing Disclosure Agreement, in the name and on behalf of the County, in substantially the form as is now on file with the Clerk. The Continuing Disclosure Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the County and that are approved by the County Administrator and the President of the Board on behalf of the County, all of which shall be conclusively evidenced by the signing of the Continuing Disclosure Agreement.

The County Administrator is further authorized and directed to establish procedures in order to ensure compliance by the County 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 County Administrator shall consult with and obtain legal advice

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from, as appropriate, the Prosecuting Attorney and bond counsel or other qualified independent special counsel selected by the County. The County Administrator, acting in the name and on behalf of the County, shall be entitled to rely upon any such legal advice in determining whether a filing should be made. The performance by the County of its Continuing Disclosure Agreement shall be subject to the annual appropriation of any funds that may be necessary to perform it.

(d) Application for Rating or Bond Insurance. If, in the judgment of the County Administrator, the filing of an application for (i) a rating on the Bonds by one or more nationally-recognized rating agencies, and/or (ii) a policy of insurance from a company or companies to better assure the payment of principal of and interest on the Bonds, is in the best interest of and financially advantageous to this County, the County Administrator 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 paid or reimbursed by the Original Purchaser, from the proceeds of the 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 County Administrator is hereby authorized, to the extent necessary or required, to enter into any agreements, in the name of and on behalf of the County, that the County Administrator determines to be necessary in connection with the obtaining of that bond insurance.

(e) Financing Costs. The expenditure of the amounts necessary to pay the rating agency fees and expenses and all other financing costs (as defined in Section 133.01 of the Ohio Revised Code) in connection with the Bonds, to the extent not paid by the Original Purchaser, is authorized and approved and the Fiscal Officer is authorized to provide for the payment of any such amounts and costs from the proceeds of the Bonds to the extent available and otherwise from any other funds lawfully available that are appropriated or shall be appropriated for that purpose.

Section 7. Application of Proceeds. The proceeds from the sale of the Bonds (except any premium and accrued interest) shall be paid into the proper fund or funds and those proceeds are appropriated and shall be used for the purpose for which the Bonds are being issued. Any proceeds to be used for the payment of any expenses properly allocable to the issuance of the Bonds, as determined by the Fiscal Officer, shall be paid into the proper fund or funds. Any proceeds representing premium and accrued interest shall be paid into the Sales Tax Bond Retirement Fund. The proceeds from the sale of the Bonds (except any accrued interest) are appropriated and shall be used for the purpose for which the Bonds are being issued.

Section 8. Special Obligations and Provisions for Levy and Collection of Sales Tax. The Bonds are special obligations of the County, and the principal of and interest (and any premium) on the Bonds are payable solely from the Sales Tax Receipts and the Pledged Funds, and such payment is secured by a pledge of and a lien on the Sales Tax Receipts and the Pledged Funds as provided by Chapter 133 of the Revised Code and this Resolution.

The County has heretofore levied and covenants that it shall continue to collect the Sales Taxes for so long as the Bonds are outstanding. The County hereby covenants and agrees that, so long as the Bonds are outstanding, it shall not suffer the repeal, amendment or any other change in this Resolution, or the proceedings authorizing the Sales Tax, that in any way materially and adversely affects or impairs (a) the sufficiency of the Sales Tax Receipts levied and collected or otherwise available for the payment of the Bonds or (b) the pledge or the application of the Sales Tax Receipts to the payment of the Bonds.

The Bonds do not constitute a debt or obligation of the State or a general obligation debt, or a pledge of the full faith and credit, of the County, or any other political subdivision of the State, and the holders or owners of the Bonds have no right to have taxes levied by the general assembly or property taxes levied by the taxing authority of any political subdivision of the State, including the taxing authority of the County, for the payment of principal of and interest (and any premium) on the Bonds. Nothing herein shall be construed as requiring the County to use or apply to the payment of principal of and interest (and any premium) on the Bonds any funds or revenues from any source other than Sales Tax Receipts. Nothing herein, however, shall be deemed to prohibit the County, of its own volition, from using, to the extent that it is authorized by law to do so, any other resources for the fulfillment of any of the terms, conditions or obligations of this Resolution or of the Bonds.

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If the County shall pay or cause to be paid and discharged the Bonds, the covenants, agreements and other obligations of the County hereunder and in the Bonds shall be discharged and satisfied. The County shall be considered to have caused a Bond to be paid and discharged if the County has placed in escrow, and pledged for the payment of debt charges on such Bond, money or direct or guaranteed obligations of the United States, or a combination of those obligations, determined by an independent firm experienced in making such determinations to be sufficient, with the interest or other investment income accruing on those direct or guaranteed obligations, for the payment of debt charges on that Bond. For purposes of this Section, "direct obligations of or obligations guaranteed as to payment by the United States" includes rights to receive payment or portions of payments of the principal of or interest or other investment income on those obligations, and other obligations fully secured as to payment by those obligations and the interest or other investment income on those obligations.

Section 9. Creation of Sales Tax Bond Fund and Application of Sales Tax Receipts. The Sales Tax Bond Fund is hereby created as of the date of initial delivery of the Bonds and shall be maintained by the Fiscal Officer in the custody of the County. The Fiscal Officer is hereby authorized to maintain, or permit the maintenance of, such separate accounts in that Fund, and such separate subaccounts in any account, as is determined to be in the best interest of the County. Sales Tax Receipts shall be deposited in the Sales Tax Bond Fund on or prior to each Interest Payment Date in an amount sufficient to pay interest on the Bonds on that Interest Payment Date. Sales Tax Receipts shall be deposited in the Sales Tax Bond Fund on or prior to each Principal Payment Date in an amount sufficient to pay the principal due on the Bonds on that Principal Payment Date. Any monies on deposit in the Sales Tax Bond Fund shall be invested to the extent permitted by law.

The County hereby covenants, subject and pursuant to the Constitution and laws of the State, to appropriate, in each year while the Bonds are outstanding, Sales Tax Receipts required to pay the principal of and interest (and any premium) on the Bonds in that year. Further, this Board will give effect to such appropriations in all resolutions it passes thereafter in that year appropriating money for expenditure and encumbrance and limit the other appropriations of Sales Tax Receipts in that year to the amount available after deducting the amount required to pay the principal of and interest (and any premium) on the Bonds and on any Parity Obligations in that year. If the Fiscal Officer determines it to be in the best interest of and financial advantages to the County, the Fiscal Officer may agree in the Certificate of Award to the creation and maintenance of a reasonable reserve in the Sales Tax Bond Fund or a schedule of periodic deposits of Sales Tax Receipts in the Sales Tax Bond Fund to provide additional security for payment of debt charges on the Bonds.

Section 10. Parity Obligations. The County may in the future issue Parity Obligations. The Fiscal Officer may agree in the Certificate of Award to reasonable limits on the future issuance of Parity Obligations, consistent with that officer's determination of the best interest of and financial advantages to the County. However, such limits shall not impose a coverage requirement for annual Sales Tax Receipts that is greater than four hundred percent (400%) of the maximum annual debt charges required to be paid in any succeeding calendar year on the Bonds and all Parity Obligations to be outstanding immediately after the issuance of such Parity Obligations. For bond anticipation notes, the debt service on the bonds anticipated by the notes shall be used in calculating compliance with any such agreement.

Section 11. Federal Tax Considerations. The County covenants that it will use, and will restrict the use and investment of, the proceeds of the Bonds in such manner and to such extent as may be necessary so that (a) the Bonds will not (i) constitute private activity bonds or arbitrage bonds under Section 141 or 148 of the Code or (ii) be treated other than as obligations the interest on which is excluded from gross income under Section 103 of the Code, and (b) the interest on the Bonds will not be an item of tax preference under Section 57 of the Code.

The County 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 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 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

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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 Fiscal Officer, or any other officer of the County having responsibility for issuance of the Bonds, is hereby authorized (a) to make or effect any election, selection, designation (including designation of the Bonds as "qualified tax-exempt obligations" if such designation is applicable and desirable, and to make any related necessary representations and covenants), choice, consent, approval, or waiver on behalf of the County with respect to the Bonds as the County is permitted to or required to make or give under the federal income tax laws, including, without limitation thereto, any of the elections provided for in Section 148(f)(4)(C) or Section 265(b)(3) of the Code or available under Section 148 or Section 265 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the 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, 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, as determined by that officer, 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 County, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Bonds, and (c) to give one or more appropriate certificates of the County, for inclusion in the transcript of proceedings for the Bonds, setting forth the reasonable expectations of the County regarding the amount and use of all the proceeds of the 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 Bonds.

Section 12. Certification and Delivery of Resolution and Certificate of Award. The Clerk is directed to deliver or cause to be delivered a certified copy of this Resolution and a signed copy of the Certificate of Award to the County Auditor.

Section 13. Retention of Bond Counsel and Disclosure Counsel. The legal services of Squire Patton Boggs (US) LLP, as bond and disclosure counsel, be and are hereby retained. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the issuance and sale of the Bonds and the rendering of the necessary legal opinion upon the delivery of the Bonds. In rendering those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of the County in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the County or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those legal services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those legal services. The Fiscal Officer 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.

Section 14. Retention of Municipal Advisory Services. Sudsina & Associates, LLC be and is hereby retained to provide municipal advisory services in connection with the issuance and sale of the Bonds and other matters related thereto. In providing those municipal advisory services, as an independent contractor and in a fiduciary relationship with the County, that firm shall not exercise any administrative discretion on behalf of this County in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, any municipal corporation or of this County, or the execution of public trusts. For those municipal advisory 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 amount necessary to make those payments, to the extent not paid by the Original Purchaser, is hereby appropriated from the proceeds of the Bonds, and the County Auditor is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue appropriate orders for their timely payment as written statements are submitted by the firm.

Section 15. Satisfaction of Conditions for Bond Issuance. This Board determines that all acts and conditions necessary to be performed by the County or to have been met precedent to and in the issuing of the Bonds in order to make them legal, valid and binding special obligations of the County have been performed and have been met, or will at the time of delivery

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of the Bonds have been performed and have been met, in regular and due form as required by law; that the Sales Tax Receipts and the Pledged Funds are pledged for the timely payment of the debt charges on the Bonds; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Bonds.

Section 16. Compliance with Open Meeting Requirements. This Board finds and determines that all formal actions of this Board concerning and relating to the adoption of this Resolution were taken in an open meeting of this Board and that all deliberations of this Board and of any committees that resulted in those formal actions were in meetings open to the public in compliance with the law.

Section 17. Effective Date. This Resolution shall be in full force and effect immediately upon its adoption.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COUNTY ENGINEER'S OFFICE – CHANGE ORDER #1 FINAL, INCREASE CONTRACT – DAVIS DIGGERS, INCORPORATED – BELL STREET DRAINAGE IMPROVEMENTS – NEWBURY TOWNSHIP

Deputy Engineer Shane Hajjar asked the Board to approve the change order for the Drainage Improvements on Bell Street, that had a little extra work removing a pipe from the ground.

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and execute Change Order No. 1 and Final, increasing the Contract with Davis Diggers, Incorporated for the Bell Street Drainage Improvements (CH 10) in Newbury Township in the amount of \$209.75.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COUNTY ENGINEER'S OFFICE – RELEASE OF MORTGAGES IN CANYON LAKES COLONY SUBDIVISION PHASE 13A AND 13B IN BAINBRIDGE TOWNSHIP – MAINTENANCE GUARANTY FOR THE ENGINEERS OFFICE AND MAINTENANCE BOND FOR WATER RESOURCES ARE RELEASED

Mr. Hajjar asked the Board to release the mortgages for subplot #309 and #310 in the Canyon Lakes subdivision. Mr. Morgan added that this also releases the bond for Water Resources.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute the Release of Mortgages for Sublot #309 (PPN 02-421309) in Canyon Lakes Colony Subdivision Phase 13A and Sublot #310 (PPN 02-421310) in Canyon Lake Colony Subdivision Phase 13B in Bainbridge Township as the Maintenance Guaranty for the Engineer's Office and the Maintenance Bond for the Department of Water Resources for Canyon Lakes Colony Subdivision Phase 14A, Clayton Trail (extension, TR 1071) along with Silica Ridge (TR 1065) Phase 13A and Quarry Circle (TR 1068) Phase 13B are released and all improvements have been accepted.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COUNTY ENGINEER - PROJECTS

Mr. Hajjar asked the Board to approve resolutions for Improvements for 2021 projects. Mr. Hajjar explained that there a few carryover projects from 2020 into 2021 that includes the realignment and resurfacing of Washington Street, from Bainbridge Road to State Route 44. Commissioner Spidalieri asked if they ran out of time, to which Mr. Hajjar responded time and money and due to constraints in March they shifted projects, noting that they completed the Burton Windsor resurfacing project. Mr. Hajjar explained that there were a few small bridge projects for OPWC funding for 2020, and that will be completed in the spring of 2021, that includes Thompson Road bridge and the Taylor Wells Road bridge on the Township section.

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They briefly talked about the safety realignment of Taylor Wells Road at State Route 322. Mr. Hajjar explained that they will be doing Auburn Road from Franks Road to State Route 87 and Bell Street from Munn Road to Auburn Road as an OPWC project carried over from 2020, and then Auburn Road from State Route 87 to Fairmount Road will be an OPWC 2021 project. Mr. Hajjar stated that Russell Road is a straight resurfacing project, Nauvoo Road will receive a four-foot enhanced shoulder and then be resurfaced between State Routes 608 and 528. Mr. Hajjar stated that they try and do drainage improvements a year before any resurfacing projects. Mr. Hajjar stated that Butternut Road will be from Auburn Road to State Route 44. There was a brief discussion about the State project at Auburn Road and State Route 322.

COUNTY ENGINEER'S OFFICE – RESOLUTION TO IMPROVE VARIOUS SECTIONS OF COUNTY ROADS BY APPLYING PAVEMENT MARKINGS, YEAR 2021

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and execute Resolution #20-151 to Improve Various Sections of County Roads by Applying Pavement Markings, Year 2021.

Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020

Resolution: #20-151

**RESOLUTION TO IMPROVE
VARIOUS SECTIONS OF COUNTY ROADS
BY APPLYING PAVEMENT MARKINGS, YEAR 2021**

WHEREAS, the Board of County Commissioners of Geauga County (Board) has determined that the public convenience and welfare require safety improvements on various county roads in accordance with Section 5555.22 of the Ohio Revised Code; and

WHEREAS, this Board acknowledges that pavement markings must be maintained on county highways in Geauga County for safety reasons.

NOW, THEREFORE, BE IT RESOLVED by the Board that the public convenience and welfare require an improvement to various highways by applying pavement markings to county highways within the County as determined necessary by the Geauga County Engineer.

BE IT FURTHER RESOLVED that the Geauga County Engineer is hereby directed to complete necessary surveys, plans, profiles, cross sections, estimates of cost and specifications as are required for the improvement and to transmit copies of the same to this board at the time such plans are completed.

BE IT FURTHER RESOLVED that special assessments to real estate will not be assessed to cover the damages, costs and expenses of constructing this improvement and that the compensation, damages, costs and expenses of constructing said improvement shall be appointed as follows:

The engineering and right of way costs shall be paid from local roadway improvement funding sources. The construction costs shall be paid from local roadway improvement funds and any federal and/or state grants and/or loans that may be secured for the project.

BE IT FURTHER RESOLVED that if preliminary designs show that the project cannot be built within the current right of ways of the county highways, pursuant to Section 5555.09 of the Ohio Revised Code, the Geauga County Engineer is granted permission to negotiate with owners to secure the lands, right-of-way, easements or work agreements required for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby directed, upon the filing of the plans, specifications, estimates, etc., for the improvement by the County Engineer, to schedule a time at a regular meeting of the Board of Commissioners for the Board to review the copies of the surveys, plans, profiles, cross sections, estimates and specifications for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby instructed to transmit a certified copy of this resolution to the Geauga County Engineer.

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Roll Call Vote: *Commissioner Dvorak* *Aye*
 Commissioner Spidalieri *Aye*
 Commissioner Lennon *Aye*

COUNTY ENGINEER'S OFFICE – RESOLUTION TO IMPROVE AUBURN ROAD (CH 4, SECTIONS I-J) NEWBURY TOWNSHIP

Motion: *by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and execute Resolution #20-152 to Improve Auburn Road (CH 4, Sections I-J) in Newbury Township.*

Board of County Commissioners, Geauga County, Ohio

Date: *November 10, 2020*

Resolution: *#20-152*

***RESOLUTION TO IMPROVE
AUBURN ROAD (CH 4), SECTIONS I-J
IN NEWBURY TOWNSHIP***

WHEREAS, the Board of County Commissioners of Geauga County (Board) has determined the public convenience and welfare requires the improvement to Auburn Road (CH 4), Sections I - J from Kinsman Road (SR 87) to Fairmount Road (CH 16) in accordance with Section 5555.022 of the Ohio Revised Code.

NOW, THEREFORE, BE IT RESOLVED by the Board that the public convenience and welfare requires the improvements by constructing and reconstructing culverts, performing drainage improvements, subgrade stabilization, asphalt resurfacing and improving the shoulders and related improvements as necessary.

BE IT FURTHER RESOLVED that the Geauga County Engineer is hereby directed to complete necessary surveys, plans, profiles, cross sections, estimates of cost and specifications as required for the improvements and to transmit copies of the same to this Board at the time such plans are completed.

BE IT FURTHER RESOLVED that special assessments to real estate will not be assessed to cover the damages, costs and expenses of constructing this improvement and that the compensation, damages, costs and expenses of constructing said improvement shall be appointed as follows:

The engineering and right of way costs shall be paid from local roadway improvement funding sources. The construction costs shall be paid from local roadway improvement funds and any federal aid or state grants that may be secured for the project.

BE IT FURTHER RESOLVED that if preliminary designs show that the project cannot be built within the current right of way, pursuant to Section 5555.09 of the Ohio Revised Code, the Geauga County Engineer is granted permission to negotiate with owners to secure the lands, right-of-way, easements or work agreements required for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby directed, upon the filing of the plans, specifications, estimates, etc., for the improvement by the County Engineer, to schedule a time at a regular meeting of the Board of Commissioners for the Board to review the copies of the surveys, plans, profiles, cross sections, estimates and specifications for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby instructed to transmit a certified copy of this resolution to the Newbury Township Board of Trustees and the Geauga County Engineer.

Roll Call Vote: *Commissioner Dvorak* *Aye*
 Commissioner Spidalieri *Aye*
 Commissioner Lennon *Aye*

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COUNTY ENGINEER'S OFFICE – RESOLUTION TO IMPROVE BUTTERNUT ROAD (CH 21, SECTIONS D-E) MUNSON AND NEWBURY TOWNSHIPS

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and execute Resolution #20-153 to Improve Butternut Road (CH 21, Sections D-E) in Munson and Newbury Townships.

Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020

Resolution: #20-153

**RESOLUTION TO IMPROVE
BUTTERNUT ROAD (CH-21), SECTIONS D-E
IN MUNSON AND NEWBURY TOWNSHIPS**

WHEREAS, the Board of County Commissioners of Geauga County (Board) has determined the public convenience and welfare requires the improvement to Butternut Road (CH-21), Sections D-E from Auburn Road (CH-4) to Ravenna Road (SR-44) in accordance with Section 5555.022 of the Ohio Revised Code.

NOW, THEREFORE, BE IT RESOLVED by the Board that the public convenience and welfare requires the improvements by constructing and reconstructing culverts, performing drainage improvements, subgrade stabilization, asphalt resurfacing and improving the shoulders and related improvements as necessary.

BE IT FURTHER RESOLVED that the Geauga County Engineer is hereby directed to complete necessary surveys, plans, profiles, cross sections, estimates of cost and specifications as required for the improvements and to transmit copies of the same to this Board at the time such plans are completed.

BE IT FURTHER RESOLVED that special assessments to real estate will not be assessed to cover the damages, costs and expenses of constructing this improvement and that the compensation, damages, costs and expenses of constructing said improvement shall be appointed as follows:

The engineering and right of way costs shall be paid from local roadway improvement funding sources. The construction costs shall be paid from local roadway improvement funds and any federal aid or state grants that may be secured for the project.

BE IT FURTHER RESOLVED that if preliminary designs show that the project cannot be built within the current right of way, pursuant to Section 5555.09 of the Ohio Revised Code, the Geauga County Engineer is granted permission to negotiate with owners to secure the lands, right-of-way, easements or work agreements required for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby directed, upon the filing of the plans, specifications, estimates, etc., for the improvement by the County Engineer, to schedule a time at a regular meeting of the Board of Commissioners for the Board to review the copies of the surveys, plans, profiles, cross sections, estimates and specifications for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby instructed to transmit a certified copy of this resolution to the Munson and Newbury Townships Board of Trustees and the Geauga County Engineer.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COUNTY ENGINEER'S OFFICE – RESOLUTION TO IMPROVE NAUVOO ROAD (CH 0041, SECTION A) MIDDLEFIELD TOWNSHIP

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and execute Resolution #20-154 to Improve Nauvoos Road (CH 0041, Section A) in Middlefield Township.

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Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020
Resolution: #20-154

**RESOLUTION TO IMPROVE NAUVOO ROAD (CH 0041), SECTION A
IN MIDDLEFIELD TOWNSHIP**

WHEREAS, the Board of County Commissioners of Geauga County (Board) has determined the public convenience and welfare requires the improvement to Nauvoo Road (CH 0041), Section A from Old State Road (SR 608) to Madison Road (SR 528) in accordance with Section 5555.022 of the Ohio Revised Code.

NOW, THEREFORE, BE IT RESOLVED by the Board that the public convenience and welfare requires the improvements by constructing and reconstructing culverts, performing drainage improvements, subgrade stabilization, asphalt resurfacing and improving the shoulders and related improvements as necessary.

BE IT FURTHER RESOLVED that the Geauga County Engineer is hereby directed to complete necessary surveys, plans, profiles, cross sections, estimates of cost and specifications as required for the improvements and to transmit copies of the same to this Board at the time such plans are completed.

BE IT FURTHER RESOLVED that special assessments to real estate will not be assessed to cover the damages, costs and expenses of constructing this improvement and that the compensation, damages, costs and expenses of constructing said improvement shall be appointed as follows:

The engineering and right of way costs shall be paid from local roadway improvement funding sources. The construction costs shall be paid from local roadway improvement funds and any federal aid or state grants that may be secured for the project.

BE IT FURTHER RESOLVED that if preliminary designs show that the project cannot be built within the current right of way, pursuant to Section 5555.09 of the Ohio Revised Code, the Geauga County Engineer is granted permission to negotiate with owners to secure the lands, right-of-way, easements or work agreements required for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby directed, upon the filing of the plans, specifications, estimates, etc., for the improvement by the County Engineer, to schedule a time at a regular meeting of the Board of Commissioners for the Board to review the copies of the surveys, plans, profiles, cross sections, estimates and specifications for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby instructed to transmit a certified copy of this resolution to the Middlefield Township Board of Trustees and the Geauga County Engineer.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

**COUNTY ENGINEER'S OFFICE – RESOLUTION TO RECONSTRUCT BUTTERNUT ROAD
BRIDGE (STRUCTURE #0021-0.32-2022) MUNSON TOWNSHIP**

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and execute Resolution #20-155 to Reconstruct the Butternut Road Bridge (Structure #0021-0.32-2022) in Munson Township.

Board of County Commissioners, Geauga County, Ohio

Date: November 10, 2020
Resolution: #20-155

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*RESOLUTION TO RECONSTRUCT THE BUTTERNUT ROAD BRIDGE, STRUCTURE
#BR-0021-0.32-2022 (SFN 2830434) IN MUNSON TOWNSHIP*

WHEREAS, the Board of County Commissioners of Geauga County (Board) has determined the public convenience and welfare requires the reconstruction of the bridge over the Chagrin River on Butternut Road (CH-21), at mile marker 0.32. This will also include improvements to Butternut Road (CH-21), Sections A-C from Mayfield Road (US-322) to Auburn Road (CH-4) in accordance with Section 5555.022 of the Ohio Revised Code.

NOW, THEREFORE, BE IT RESOLVED by the Board that the public convenience and welfare requires the replacement and reconstruction of the bridge by the removal of the existing bridge structure, installation of a new bridge structure in the immediate vicinity, and the grading, paving, widening, and draining of Butternut Road in the immediate vicinity of the bridge as required. Sections A-C of Butternut Road require improvement by constructing and reconstructing culverts, performing drainage improvements, asphalt resurfacing and improving the shoulders and related improvements as necessary.

BE IT FURTHER RESOLVED that the Geauga County Engineer is hereby directed to complete necessary surveys, plans, profiles, cross sections, estimates of cost and specifications as required for the improvements and to transmit copies of the same to this Board at the time such plans are completed.

BE IT FURTHER RESOLVED that special assessments to real estate will not be assessed to cover the damages, costs and expenses of constructing this improvement and that the compensation, damages, costs and expenses of constructing said improvement shall be appointed as follows:

The engineering and right of way costs shall be paid from local roadway improvement funding sources. The construction costs shall be paid from local roadway improvement funds and any federal aid or state grants that may be secured for the project.

BE IT FURTHER RESOLVED that if preliminary designs show that the project cannot be built within the current right of way, pursuant to Section 5555.09 of the Ohio Revised Code, the Geauga County Engineer is granted permission to negotiate with owners to secure the lands, right-of-way, easements or work agreements required for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby directed, upon the filing of the plans, specifications, estimates, etc., for the improvement by the County Engineer, to schedule a time at a regular meeting of the Board of Commissioners for the Board to review the copies of the surveys, plans, profiles, cross sections, estimates and specifications for the improvement.

BE IT FURTHER RESOLVED that the Board Clerk is hereby instructed to transmit a certified copy of this resolution to the Munson Township Board of Trustees and the Geauga County Engineer.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

COUNTY ENGINEER'S OFFICE – EASEMENT FOR DRAINAGE PURPOSES – RAYMOND AND ELLA YODER – IMPROVEMENTS TO BUNDYSBURG ROAD

Deputy Engineer Nick Goodrich asked the Board to accept the Easement for Drainage purposed with the Yoders on the Bundysburg Road improvements.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to accept and execute the Easement for Drainage Purposes between the Geauga County Board of Commissioners and Elmer Dan Yoder, Raymond E. Yoder and Ella D. Yoder (Parcel#25-009621) for Improvements to Bundysburg Road (CH 38) in Parkman Township for Culvert #0038-02.85, Easement #14 in the amount of \$200.00.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

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PLANNING COMMISSION – APPROVE REPLAT OF WEATHERVANE SUBDIVISION,
SUBLOTS 18 AND 19 – BAINBRIDGE TOWNSHIP

Director Linda Crombie explained that this is in the Weathervane subdivision, that the owners have two sublots at the end of Windy Lakes Circle and want to consolidate sublots 18 and 19 into one for a total of 11.44 acres.

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and execute the Replat of Weathervane Subdivision, Sublots 18 and 19 in Bainbridge Township.

<i>Roll Call Vote:</i>	Commissioner Dvorak	Aye
	Commissioner Spidalieri	Aye
	Commissioner Lennon	Aye

PROSECUTOR'S – VICTIM/WITNESS – VICTIM OF CRIME ACT (VOCA) AND STATE
VICTIM ADVOCACY ACT (SVAA) GRANT AWARD AND ACCEPTANCE

Victim Advocate Cindi Haycox-Wellman explained that the Board had approved her application for her VOCA and SVAA grant in July and the State cut her grant by thirty percent (30%). The funding was redirected for opiates and defendants. Ms. Haycox-Wellman explained that they have to do a 20% match, and are required to do the \$11,000.00, but she is asking for the full grant match that was approved on the application in July of the \$16,000.00. Ms. Haycox-Wellman expressed that she will seek funding from other sources to make up the difference from the State.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and authorize the President of the Board to execute the Victim of Crime Act (VOCA) and State Victim of Advocacy Act (SVAA) Grant Award and Acceptance Forms in the amount of \$62,329.52 from Grant #2021-VOCA-134152019 (\$45,777.52 Federal VOCA funds and \$16,552.00 local match from the County General Fund) and \$4,461.00 from Grant #2021-SVAA-134152023 with no local match, for the period October 1, 2020 through September 30, 2021.

<i>Roll Call Vote:</i>	Commissioner Dvorak	Aye
	Commissioner Spidalieri	Aye
	Commissioner Lennon	Aye

RECORDER'S OFFICE – COMPUTER SYSTEM AND SOFTWARE LICENSE SALES
AGREEMENT – FIDLAR TECHNOLOGIES

The following item was on the agenda for Board consideration:

The Recorder's Office is requesting the Board approve and execute the Computer System and Software License Sales Agreement, Geauga County Ohio Recorder – Land Records, Schedule A 60 Month LifeCycle Agreement, Schedule B Software Maintenance Services, Schedule C Hardware Maintenance Services Provided by Fidlar Technologies, Schedule D Laredo/Tapestry/Property Fraud Alert / Honor Rewards, Schedule E Agreement as to Hardware, Software and Services and Schedule F Information Replication Service for a five-year period, beginning January 1, 2021 at the rate of \$2.95 per document.

Recorder Sharon Gingerich explained that this contract agreement was with Fidlar Technologies, it is for five years. Ms. Gingerich noted that they had to bid out the project. Clerk Christine Blair explained that the project had gone out for competitive proposals and Fidlar presented the best proposal. Mr. Dvorak inquired who else submitted, to which Ms. Gingerich stated Avenue and Harris (which has a different name now) but they were higher per document and one company wanted a \$20,000.00 set up charge. The document charge is \$2.95 per document and there is no way to know how many documents are received. Ms. Gingerich stated that the Auditor put a cap on the amount, since there is no limit in the contract. The equipment is leased so therefore I cannot put a cap on the contract. The Auditor's office did certify the contract, Ms. Blair explained that the last two years were not to exceed \$45,000.00, and the Auditor's wanted to certify for that amount based on an average in the contract, but they asked for additional funding up to \$65,000.00 which is what is in the 2021 budget.

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Commissioner Dvorak asked to table the item so he could review the proposals submitted and talk to someone at ADP. Ms. Gingerich explained that the contract needs to be approved before the end of the year.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to table the item until the Proposals could be reviewed.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

DEPARTMENT OF DEVELOPMENT (COMMUNITY & ECONOMIC) – ADVERTISE FOR COMPETITIVE SEALED PROPOSALS – GEAUGA COUNTY CDBG GRANT PROGRAM
Executive Director Dave Favorite explained that there are 4 projects remaining on the CDBG projects and am asking to advertise for competitive sealed proposals for assistance with managing these grants. Mr. Favorite mentioned the projects, including waterproofing at Womensafe, Maple Leaf residences for fire suppression systems in 24 different residences and paving projects.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to grant permission to advertise for Competitive Sealed Proposals for the “Geauga County CDBG Grant Program” to assist with administering and implementing the PY2019 Grant Program to be held on Wednesday, December 2, 2020. This Competitive Sealed Proposal request will be advertised on November 12, 2020, November 19, 2020 and on the County website.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

MAINTENANCE – ADVERTISE – FOUR (4) POSITIONS OF SEASONAL HELP (#0101)
Director Glen Vernick asked the Board to advertise for Seasonal Help for additional help, especially during snow events.

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to grant permission to advertise for four (4) positions of Seasonal Help (#0101) for the approximate period of October 1, 2020 through April 30, 2021 for a maximum of thirteen weeks (520 hours) at the rate of \$10.00 per hour for the first year, \$10.25 per hour for the second year and \$10.50 per hour for the third and subsequent years. These positions will remain posted until filled.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

DEPARTMENT OF WATER RESOURCES – OHIO PUBLIC WORKS COMMISSION, APPENDIX E DISBURSEMENT REQUEST #5 – AUBURN CORNERS TROY OAKS WASTEWATER TREATMENT PLANT PROJECT

Director Steven Oluic asked the Board to approve the OPWC disbursement request #5 for the Auburn Corners Troy Oaks project.

Motion: by Commissioner Spidalieri, seconded by Commissioner Dvorak to approve and authorize the President of the Board to execute the Ohio Public Works Commission Appendix E, Disbursement Request #5 for the Auburn Corners Wastewater Treatment Plant Expansion and Troy Oaks Wastewater Treatment Plant Conversion project in the amount of \$131,692.68.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

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DEPARTMENT WATER RESOURCES – CHANGE ORDER #1 INCREASE AGREEMENT –
ENGINEERING SERVICES WITH GPD GROUP – CHARDON TOWNSHIP / BERKSHIRE
HEIGHTS SUBDIVISION WASTEWATER TREATMENT PLANT AND SEWERS PROJECT

Dr. Oluic asked the Board to approve an increase with GPD Group for the Chardon Township project to cover six additional easements.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute Change Order #1, increasing the Agreement for Engineering Services with GPD Group for the Chardon Township / Berkshire Heights Subdivision Waste Water Treatment Plant and Sewers to cover the additional cost of six Easement Surveys along Thwing Road in the amount of \$3,000.00.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

DEPARTMENT OF WATER RESOURCES – RESOLUTION DECLARING AN EMERGENCY
AND AUTHORIZE APPROVAL OF A SERVICE CONTRACT AGREEMENT WITH TRAX
CONSTRUCTION FOR STREAM BANK REPAIR AND PROTECTION OF EXPOSED
SANITARY SEWER, PURSUANT TO O.R.C. 307.86(A)(1) IN MCFARLAND CREEK

Dr. Oluic presented pictures to the Board of the erosion on the 36 inch main in McFarland Creek. Dr. Oluic asked the Board to declare an emergency and the contract to be executed. Mr. Dvorak expressed concern over declaring an emergency with only having 2 estimates, to which Dr. Oluic noted that they do have three. The Auditor's office needs to certify the funds for the contract and once that is complete the contract can be executed, once it goes through financials they can begin work.

Motion: by Commissioner Spidalieri, seconded by Commissioner Lennon to approve and execute Resolution #20-156 Declaring an Emergency and Authorize the Approval of a Service Contract Agreement with TRAX Construction for Stream Bank Repair and Protection of Exposed Sanitary Sewer, pursuant to O.R.C. 307.86(A)(1) in the McFarland Creek.

Board of County Commissioners, Geauga County, Ohio

*Resolution: #20-156
Date: November 10, 2020*

*RESOLUTION DECLARING AN EMERGENCY AND AUTHORIZE THE APPROVAL OF A
SERVICE CONTRACT WITH TRAX CONSTRUCTION FOR STREAM BANK REPAIR AND
PROTECTION OF EXPOSED SANITARY SEWER, PURSUANT TO O.R.C. 307.86(A)(1)
IN THE MCFARLAND CREEK*

WHEREAS, Geauga County operates a public wastewater system (PWWS) through the Department of Water Resources; and

WHEREAS, the PWWS was constructed in the Canyon Lakes Development in Bainbridge Township; and

WHEREAS, the PWWS traverses and parallels McFarland Creek, a tributary to the Chagrin River; and

WHEREAS, the banks of McFarland Creek overtime have eroded destroying the bedding and structural support of the sanitary sewer; and

WHEREAS, the destruction of the sanitary sewer support has created a clear and imminent danger of the sewer collapsing which would discharge 1,000's of gallons of raw sewage into McFarland Creek; and

NOW, THEREFORE, BE IT RESOLVED that in order to avert an environmental problem, the Geauga County Board of Commissioners do hereby:

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In accordance with Ohio Revised Code section 307.86(A) determine that the undermining of the sanitary sewer adjacent to McFarland Creek creates a real and present emergency; and

Declare the cost (\$54,549) to repair the creek embankment and protect the sanitary sewer is less than \$100,000 in accordance with ORC 307.86 (A)(1); and

Declare this meets the requirements of ORC 307.86 as an exemption to the Competitive bidding requirements; and

Authorize the approval of a Service Contract with Trax Construction to perform the necessary repairs per the agreement once executed; and

BE IT FURTHER RESOLVED, that this Resolution was adopted in a regular or special session of the Board in full compliance with the Ohio Public Records Act and becomes part of the permanent record of the Board of Commissioners of Geauga County, Ohio.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

DEPARTMENT OF WATER RESOURCES – EXECUTE SERVICE CONTRACT AGREEMENT – TRAX CONSTRUCTION COMPANY – MCFARLAND CREEK EMERGENCY RESTORATION PROJECT – SUBJECT TO CERTIFICATION OF AUDITOR

Dr. Oluic asked the Board to approve execution of the contract with TRAX subject to certification by the Auditor. Mr. Morgan noted that the Auditor would not certify the contract until the Resolution was approved. Dr. Oluic stated that this will be to stabilize it, and that he was working with Chagrin River Watershed to secure funding to fix the problem, that Water Resources shouldn't be required to cover all of the cost. Mr. Morgan stated that they discovered the developer realigned the stream in Canyon Lakes in many areas in the development which has affected where the lines were put in and now being exposed.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute the service Contract Agreement with TRAX Construction Company to perform the McFarland Creek Emergency Restoration Project for the remainder of 2020 in an amount not to exceed \$54,549.00, subject to Certification of the County Auditor.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

DEPARTMENT OF WATER RESOURCES – ADVERTISE BIDS – WASTEWATER / WATER TREATMENT CHEMICALS SUPPLIER CONTRACT

Dr. Oluic asked the Board to advertise for bids for their chemical supplier for a three year contract because they exceed the \$50,000.00 limit.

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to grant permission to advertise for Bids for Wastewater/Water Treatment Chemicals Supplier Contract to be held on Wednesday, December 2, 2020 at 2:30 p.m. Notice of this Bid Opening will be advertised on November 13, 2020, November 20, 2020 and on the County Website.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

PRESENTATION BY CHARDON VFW TO RALPH SPIDALIERI

Dr. Oluic asked Veterans' present in the room to come forward to thank Mr. Spidalieri for all that he has done for the Veterans in Geauga County. Mr. Spidalieri holds a Sports Fest every year that raises funds for the local posts that they can use the funds to do repairs and help others in the community. Dr. Oluic explained that Mr. Spidalieri not only helps with Sports Fest but with raffle items at cost. Sergeant Major, retired, Lundblad is the Service Officer of the Chardon

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VFW and Assistant Commander of the Chardon American Legion presented an award to Mr. Spidalieri for his outstanding support of Geauga County Veterans, noting that they are forever in debt and are proud to call them their friend and true patriot.

Mr. Lundblad expressed gratitude to Mr. Spidalieri, and the funding being raised is going back into the community, donating back to organizations that support the schools and other Veterans.

Mr. Spidalieri expressed that he was humbled and thanked them.

COMMISSIONERS' OFFICE – RESOLUTION

Motion: by Commissioner Dvorak, seconded by Commissioner Spidalieri to approve and execute Resolution #20-157 in Honor and Respect of America's Veterans, this November 11th, Veterans Day.

Board of County Commissioners, Geauga County, Ohio

Resolution: #20-157

Date: November 10, 2020

**A RESOLUTION IN HONOR AND RESPECT OF AMERICA'S VETERANS,
THIS NOVEMBER 11TH, VETERANS DAY**

WHEREAS, World War I, known as the "Great War" officially ended when the Treaty of Versailles was signed June of 1919, however seven months prior, an Armistice was signed and went into effect on the eleventh hour of the eleventh day of the eleventh month, November 11, 1918 and is often referred to as the end of "the war to end all wars"; and

WHEREAS, November 11, 1919, President Wilson proclaimed the first commemoration of Armistice Day, "To us in America, the reflections of Armistice Day will be filled with solemn pride in the heroism of those who died in the Country's service and with gratitude for the victory"; and

WHEREAS, May 13, 1938 an Act was approved causing November 11th to be deemed a legal holiday, thus making the day be dedicated to the cause of world peace and thereafter be known as "Armistice Day", however that Act was amended June 1, 1954 causing the day to be known as "Veterans Day" and became a day to honor American Veterans of all wars; and

WHEREAS, November 11th is a day that all Americans should take pause to honor and respect those that have served, have fought and continue to fight, for their love of country, and their sacrifice for the common good; and

WHEREAS, on this day, November 11th, we say Thank You for your dedication, your bravery and for fighting for our freedom; and

NOW, THEREFORE, BE IT RESOLVED, that the Geauga County Board of Commissioners do hereby honor and respect all of America's Veterans for their Patriotism, their continued sacrifice for defending our nation, and ask that the residents of Geauga County show their support, to remember and honor our Veterans;

BE IT FURTHER RESOLVED, that this Resolution becomes part of the permanent record of the Board of Commissioners of Geauga County, Ohio.

<i>Roll Call Vote:</i>	<i>Commissioner Dvorak</i>	<i>Aye</i>
	<i>Commissioner Spidalieri</i>	<i>Aye</i>
	<i>Commissioner Lennon</i>	<i>Aye</i>

DISCUSSION – UNIVERSITY HOSPITALS – CARES ACT FUNDING

Mr. Dvorak noted that John Fitz, Chairman of Hospital Board and Dr. DeCarlo, President of the Hospital were present from University Hospital. Mr. Fitz expressed that they were seeking CARES Act funding from several sources and had talked to the County Auditor about the funding that the County had received and that may be available, adding that they were also talking to Townships. Mr. Fitz expressed that the hospital is Geauga's hospital and is the largest employer in the County. Mr. Fitz stated that their staff provided significant medical support to COVID

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victims, and has put a lot of time, effort and commitment into providing care into the County, and have incurred over \$2.4 million in COVID related expenses, and a little under \$1.7 million in salary expenses, and believe that the County is in the position to give them a subgrant assuming they have funds. Mr. Fitz stated that the Hospital has a demonstrated need that can probably use all of the funds if the Board chooses to make them available to them, understanding that they have discretion and that others will also be seeking those funds.

Mr. Lennon asked if the Federal Government had done anything for hospitals, to which Dr. DeCarlo responded that each of the hospitals did receive funding but was dependent upon qualifications and factors, however they anticipate a huge spike over the winter season. Dr. DeCarlo expressed that University Hospitals re-established their incident command center. Dr. DeCarlo noted that they have lost revenues to elective procedures that were shut off for several months and has continued to dwindle. Dr. DeCarlo could project that during the peak there was \$1 Billion in revenue lost per month in the State, Geauga was probably around \$10 million. Mr. Morgan expressed that we need to encumber the remaining funds so we didn't lose it and have to return it or not receive funding backs. There may be funding that may be used for subgrants. Mr. Lennon expressed that these would be a better expense than per say, chainsaws. Mr. Fitz expressed that there has been a lot of creativity in what has been spent, these are medical treatments. Mr. Fitz inquired about the path going forward and depending on what is available increase their request. Geauga Medical center is going to play a big role and when the vaccine becomes available. Mr. Spidalieri added that if the County can help they will.

Dr. DeCarlo expressed that there are more expenses than normal because COVID patients are much sicker than the average patient, their stay is much longer, and sometimes a month and many are put on ventilators, which is beyond the norm. They need to add additional staff to care for them. Dr. DeCarlo says he works in the Emergency Department and the first responders do what they need to do to care for patients. Mr. Dvorak inquired about how many ventilators the hospital has, to which Dr. DeCarlo stated that they have rent 40-50 on standby, but generally they run between 15-20, they average between 5-10 a day that need to be put on a ventilator emergently. Dr. DeCarlo says we need the equipment ready and to keep our providers safe. Mr. Lennon inquired about the number of patients that have COVID, to which Dr. DeCarlo expressed that they are starting to see record numbers coming in, including urgent care centers. The majority of the patients are getting COVID tested, and the majorities don't need to be hospitalized. Mr. Lennon asked how many patients at the hospital have COVID, to which Dr. DeCarlo stated that as of that morning, they had sixteen. Dr. DeCarlo answered Mr. Dvorak about testing in Geauga County, and that pre-admission testing includes a COVID test for any one getting a procedure, anyone that is getting admitted to the hospital are being tested, and expressed that going to the hospital is probably safer than going out to eat. Dr. DeCarlo stated that hospitals are struggling just like other businesses. Mr. Fitz stated that they will send the video that was made for the work they did during the outbreak at Briar Hill. Mr. Dvorak expressed appreciation for their hard work and that they will support them in any way they can.

ACKNOWLEDGEMENTS

- a) The Monthly Financial Report from the County Building Department for the month of October, 2020.
- b) Geauga County Board of Developmental Disabilities Board Minutes for September 16, 2020
- c) A weekly report filed by the County Dog Warden of all dogs seized, impounded, redeemed or destroyed for the week ending October 21, 2020 as required by O.R.C. 955.12.
- d) Western Reserve Land Conservancy Annual Report, July 1, 2018 through June 30, 2019

OTHER

The Board reviewed upcoming events.

MEETINGS

Tue., 11/10 Planning Commission meeting at 7:30 a.m., 470 Center Street, Building #8, meeting room, Chardon

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Wed., 11/11 **County offices will be closed for general business in observance of Veteran's Day. Twenty-four hour operations will continue to operate as usual.**

Fri., 11/13 NOACA Finance & Audit 8:30 a.m., Governance 10:00 a.m., Executive 11:30 a.m., Cleveland

Mon., 11/16 Family First Council, 1:30 p.m., Job and Family Services

Tue., 11/17 The Commissioners will hold regular session at 9:00 a.m.

Tue., 11/24 Investment Advisory Board, 8:45 a.m. Chambers

Tue., 11/24 The Commissioners will hold regular session at 9:00 a.m.

Thu., 11/26 **County Offices will be closed for general business in observance of Thanksgiving Day. Twenty-four hour operations will continue to operate as normal.**

Fri., 11/27 **County offices under the hiring authority of the Board of Commissioners will be closed for general business. Twenty-four hour operations will continue to operate as usual.**

BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD

Motion: by Commissioner Lennon, seconded by Commissioner Spidalieri to adjourn the meeting at 10:55 a.m.

Geauga County Board of Commissioners

Timothy C. Lennon

Ralph Spidalieri

James W. Dvorak

Christine Blair, Commissioners' Clerk

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