

RESOLUTION NO. 030-2017 AS AMENDED

A RESOLUTION DECLARING THE NECESSITY OF ACQUIRING AND CONSTRUCTING CERTAIN PUBLIC IMPROVEMENTS IN COOPERATION WITH THE CITY OF FINDLAY, ALLEN TOWNSHIP (HANCOCK COUNTY), OHIO ENERGY SPECIAL IMPROVEMENT DISTRICT AND THE BLANCHARD VALLEY PORT AUTHORITY AND DECLARING AN EMERGENCY.

WHEREAS, Ohio Revised Code Section 1710.06(C) provides that a political subdivision which has approved a petition for special assessments for public improvements in a special improvement district pursuant to Ohio Revised Code Chapter 1710 shall levy said special assessments pursuant to Ohio Revised Code Chapter 727; and

WHEREAS, Ohio Logistics, Ltd. and Ohio Logistics II, LLC (together, the "Owner") petitioned for the creation of the City of Findlay, Allen Township (Hancock County), Ohio Energy Special Improvement District (the "ESID") pursuant to Ohio Revised Code Chapter 1710 in part in order to finance the costs of its project, which consists of acquiring, constructing, equipping, improving, and installing energy efficiency improvements on its real property, including, without limitation, energy-efficiency lighting, energy efficient HVAC systems, replacement roofing and related improvements (the "Project"); and

WHEREAS, the City Council (the "Council") of the City of Findlay (the "City") has, by Resolution No. 029-2017, AS Amended, adopted on December 19, 2017, approved the initial petition (the "Petition"), the articles of incorporation (the "Articles"), and the initial plan (the "Plan") for, and approved the creation of, the ESID; and

WHEREAS, the Council of the City expects Allen Township, Ohio (the "Township") to approve the Petition, the Articles, the Plan and the creation of the ESID; and

WHEREAS, the Petition, which is attached hereto as Exhibit A and made a part hereof, has been signed by the Owner, who owns one hundred percent (100%) of the real property affected by the Petition located within the City (as further described in Exhibit B to the Petition, the "Assessed Properties"), which Petition proposes the necessity of acquiring, constructing, and improving the Project and financing the Project through revenue bonds to be issued by the Blanchard Valley Port Authority (the "Authority"); and

WHEREAS, in the Petition the Owner requests that the portion of the Project located within the City be paid for by special assessments assessed by the City upon the Assessed Properties (the "Special Assessments") in an amount sufficient to pay the costs of the portion of the Project located within the City, which is estimated to be \$1,035,380, and other related costs of financing the portion of the Project located within the City, which include, without limitation, the payment of principal of and interest on bonds issued by the Authority to pay the costs of the portion of the Project located within the City and other interest, financing, credit enhancement, and issuance expenses and ongoing trustee fees and Authority administrative fees and expenses, and requests that the Project be undertaken cooperatively by the City; Allen Township, Ohio (the "Township"); the ESID; and the Authority in accordance with a Cooperative Agreement, expected to be dated as of January 1, 2018, by and among the City, the Township, the Authority, the ESID, the Owner and The Huntington National Bank, as trustee, (the "Cooperative Agreement"); and

NOW, THEREFORE, BE IT RESOLVED, BY THE CITY COUNCIL OF THE CITY OF FINDLAY, HANCOCK COUNTY, OHIO, that:

SECTION I.

It is hereby declared necessary, and a vital and essential public purpose of the City, to improve the Assessed Properties, which are located at 6000 Fostoria Avenue, 1995 Tiffin Avenue, 1800 Production Drive, and 1800 Industrial Drive, Findlay, Ohio 45840, by providing for the acquisition, construction, and improvement of the Project by the Owner, as set forth in the Petition, and providing for the payment of principal and interest on bonds issued by the Authority to pay the costs of the Project and other related interest, financing, credit enhancement, and issuance expenses and trustee fees and Authority ongoing administrative fees and expenses, all as more fully described in the Petition, the Cooperative Agreement, and the Plan, profiles, specifications, and estimates of cost of the Project, all of which are on file with the Clerk of Council and open to the inspection of all persons interested.

SECTION II.

It is hereby determined that the elements of the Project are so situated in relation to each other that in order to complete the acquisition and improvement thereof in the most practical and economical manner they should be acquired and improved at the same time, with the same kind of materials, and in the same manner; and that elements of the Project shall be treated as a single improvement, pursuant to Ohio Revised Code Section 727.09 and said improvements shall be treated as a joint improvement to be undertaken cooperatively by the City, the Authority, and the ESID pursuant to Ohio Revised Code Sections 4582.43 and 4582.431.

SECTION III.

The City has previously determined and hereby ratifies and declares that the Project is an essential and vital public, governmental purpose of the City as a Special Energy Improvement Project as defined in Ohio Revised Code Section 1710.01(1); that in order to fulfill that essential and vital public purpose of the City, it is necessary and proper to provide, in cooperation with the ESID and the Authority, for the acquisition, construction, and improvement of the Project in the manner contemplated by the Petition, the Plan and the Cooperative Agreement. It is hereby determined and declared that the Project is conducive to the public peace, health, safety and welfare of the City and the inhabitants thereof.

SECTION IV.

The plans, specifications, profiles and estimate of cost of the Project are hereby approved subject to changes as provided for in the Cooperative Agreement and as permitted by Ohio Revised Code Chapter 727 and Ohio Revised Code Chapter 1710.

SECTION V.

Pursuant to and subject to the provisions of a valid Petition signed by one hundred percent (100%) of the property owners of the Assessed Properties, which Petition is hereby accepted, the entire cost of the Project shall be paid by the Special Assessments levied against the Assessed Properties, which are the benefited properties. The provisions of the Petition are hereby ratified, adopted, approved and incorporated into this Resolution as if set forth in full herein.

This Council hereby accepts and approves the waiver of all further notices, hearings, claims for damages, rights to appeal and other rights of property owners under the law, including but not limited to those specified in the Ohio Constitution, Ohio Revised Code Chapter 727, Ohio Revised Code Chapter 1710, and any applicable laws, resolutions, or rules of the City, and consents to the immediate imposition of the Special Assessments upon the Assessed Properties. This waiver encompasses but is not limited to waivers by the Owner of the following rights:

- (i) The right to notice of the adoption of the Resolution of Necessity under Ohio Revised Code Sections 727.13 and 727.14;
- (ii) The right to limit the amount of the Special Assessments under Ohio Revised Code Sections 727.03 and 727.06;
- (iii) The right to file an objection to the Special Assessments under Ohio Revised Code Section 727.15;
- (iv) The right to the establishment of, and any proceedings by and any notice from an Assessment Equalization Council under Ohio Revised Code Sections 727.16 and 727.17;
- (v) The right to file any claim for damages under Ohio Revised Code Sections 727.18 through 727.22 and Ohio Revised Code Section 727.43;
- (vi) The right to notice that bids or quotations for the Project may exceed estimates by 15%;
- (vii) The right to seek a deferral of payments of Special Assessments under Ohio Revised Code Section 727.251;
- (viii) The right to notice of the passage of the assessing ordinance under Ohio Revised Code Section 727.26; and
- (ix) Any and all procedural defects, errors or omissions in the Special Assessment process.

SECTION VI.

The method of levying the Special Assessments shall be in proportion to the benefits received as set forth in the Petition.

SECTION VII.

The lots or parcels of land to be assessed for the Project shall be the Assessed Properties, described in Exhibit B to the Petition and located within the City, all of which lots and lands are hereby determined to be specially benefited by the Project.

SECTION VIII.

The cost of the Project to be paid for directly or indirectly, in whole or in part, by funds derived from the Special Assessments may include, but are not limited to: (a) the cost of creating and operating the ESID, including creating and operating a nonprofit organization, hiring employees and professional services, contracting for insurance, and purchasing or leasing office space or office equipment; (b) the cost of planning, designing, and implementing the Project, including payment of architectural, engineering, legal, appraisal, insurance, consulting, energy auditing, and planning fees and expenses; (c) the cost of printing, serving, and publishing notices, resolutions, and ordinances; (d) the cost of all Special Assessment proceedings; (e) the cost of labor and material, whether furnished by contract or otherwise, in connection with the Project; (f) interest on bonds or notes issued in anticipation of the levy and collection of the Special Assessments; (g) Debt Service Charges and Administrative Expenses, each as defined in the Cooperative Agreement; (h) the total amount of damages and interest thereon, resulting from the Project and assessed in favor of any owner of lands affected by the Project, and any court costs incurred by the district in implementing the Project; (i) the cost incurred in connection with the preparation, levy, and collection of the Special Assessments, including legal expenses incurred by reason of the Project; (j) the costs associated with the sale, lease, lease with an option to purchase, conveyance of other interests in, or other contracts for the acquisition, construction, maintenance, repair, furnishing, equipping, operation, or improvement of the Project; and (k) incidental costs directly connected with the Project.

SECTION IX.

The Special Assessments shall be levied and paid in thirty (30) semi-annual installments pursuant to the list of estimated Special Assessments set forth in the Petition, with interest on the deferred payments at the same rate and for the same period as the bonds or notes to be issued by the Authority to pay the costs of the Project as provided in the Petition; provided that the owner of any property assessed may, at its option, pay the Special Assessment in cash within thirty (30) days after the first publication of the notice of the assessing ordinance.

The capital cost of the Project is estimated to be \$1,035,380.00 Each semi-annual Special Assessment payment represents the payment of a portion of the principal of and interest on the Authority's revenue bonds and the scheduled amounts payable as the Authority administrative fee, and the trustee fee. In addition to the Special Assessments, the County Auditor of Hancock County, Ohio may impose a special assessment collection fee with respect to each semi-annual payment, which amount will be added to the Special Assessments by the County Auditor of Hancock County, Ohio.

SECTION X.

Bonds of the Authority, acting on behalf of the City, the Township and the ESID pursuant to the Cooperative Agreement, shall be issued and served in part by the levy and collection of the Special Assessments by installments and in an amount equal thereto.

SECTION XI.

Subsequent to approval of the Petition by the Township, the City Auditor is hereby authorized and directed to cause to be prepared and filed in the office of the City Auditor the estimated Special Assessments for the cost of the Project in accordance with the method of assessment set forth in the Petition and this Resolution, showing the amount of the assessment against each lot or parcel of land to be assessed.

SECTION XII.

Subsequent to approval of the Petition by the Township and upon the filing of the estimated Special Assessments with the City Auditor, notice of the adoption of this Resolution and the filing of the estimated Special Assessments shall be served upon the Owner of the Assessed Properties, as provided in Ohio Revised Code Section 727.13. The appropriate officials of the City shall also comply with the applicable procedural requirements of Ohio Revised Code Chapter 727.

SECTION XIII.

The City Council and the City Auditor are each authorized, pursuant to Ohio Revised Code Section 727.12, to cause the Special Assessments to be levied and collected at the earliest possible time including, if applicable, prior to the completion of the acquisition and construction of the Project.

SECTION XIV.

The Special Assessments will be used by the City to meet its obligations under the Cooperative Agreement and are hereby appropriated for such purposes.

SECTION XV.

It is found and determined that all formal actions of this Council concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Council and that, except as otherwise provided by Ohio Revised Code Section 121.22, all deliberations of this Council and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements.

SECTION XVI.

This Resolution is hereby declared to be an emergency measure necessary for the preservation of the public peace, health, welfare and safety of the inhabitants of this City, and for the further reason that this Resolution is required to be immediately effective to provide for the timely acquisition, construction, and improvement of the Project to cost-effectively enhance energy efficiency and to better provide for the health of the residents of the City.

I Denise DeVore, Clerk of the Council of the City of Findlay, Hancock County, Ohio, do hereby certify that the above is an exact copy of

~~Ordinance No.~~

Resolution No. 030-2017 As Amended as passed by Findlay Council.

Denise DeVore

Clerk of Council

WHEREFORE, this Resolution shall take effect and be in force from and immediately upon its adoption.

Passed: December 19, 2017

R. Ronald Monday
Presiding Officer

Passed: December 19, 2017

Attest: Denise DeVore
Clerk of Council

Lydia Mahalik
Mayor

Approved as to Form:

[Signature]
City Law Director

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RECEIVED
HANCOCK COUNTY
AUDITOR

CERTIFICATE

The undersigned, Clerk of the City Council of the City of Findlay, Ohio does hereby certify that the foregoing is a true and correct copy of a resolution adopted by such City Council on December 19, 2017.

Denise DeVore
Clerk of Council

Dated: December 19, 2017

RECEIPT

Received this day a certified copy of the foregoing Resolution.

C.A. Rauchenberg, MZ
County Auditor, County of
Hancock, Ohio

Dated: 1-4, 2018