

Thursday, May 19, 2011

The Board of County Commissioners met in regular session on **Thursday, May 19, 2011 at 9:50 AM** with the following members present:

Maureen T. Frederick

Tommie Jo Marsilio

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Absent: Commissioner Smeiles on vacation

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It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick to approve the meeting minutes of the May 17, 2011 meeting. Commissioner Smeiles absent, motion carries

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Also attending throughout the day: Dean Hugebeck and Hank Duncel

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The Board of Commissioners discussed the recommendation of Nursing Home Administrator Christa Mayes that they authorize a current RN Supervisor to act as the Interim Director of Nursing at The Woodlands at Robinson since the current DON left that position on May 18th. The Board of Commissioners noted that the new Director of Nursing will begin work within the next three weeks/Journal Entry

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AURORA MEADOWS PRE-CLOSING LEGISLATION

Present: Attorney Mike Sharb, Squires Sanders; County Auditor Janet Esposito, County Department of Budget & Financial Management Director Audrey Tillis, Karen Garman, Rebecca Ritterbeck, Jeff Lonzrick

Director Lonzrick explained the project and the financial breakdown noting that the EPA has ordered the new sanitary sewers. Commissioner Frederick added that the residents are pleased that there is some grant money available to offset the costs.

A resolution providing for the issuance and sale of \$577,000 of bonds to pay a portion of the costs of improving Portage County Regional Sewer District by constructing Project No. M-1 (06-190), Aurora Meadows Subdivision Sanitary Improvements/11-441

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Commissioner Frederick advised that Hattie Larlham representatives have asked to meet with her to discuss a potential bond issuance. Attorney Sharb cautioned the Board of Commissioners that a 2011 bond issuance by Hattie Larlham would be problematic since the Robinson Memorial Hospital bond issuance used the remainder of the \$10 million cap for 2011. Commissioner Frederick will discuss this issue with CFO Marc Rubinstein, Dennis Allen and Director Tillis.

The County Auditor stated that she has heard that there will be an expansion at the Water Resources Department lab that could cost \$1 million, according to Director Tillis. Director Tillis responded that there has been discussion of a possible expansion at an estimated cost of \$100,000 not \$1 million. Commissioner Frederick added that the Board will deal with space issue as they occur.

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Biosolids Project Borrowing

Director Tillis reported that the Board of Commissioners has agreed to move forward with the Biosolids Project. Attorney Sharb added that the arrangement with Robinson Memorial Hospital allows the Board of Commissioners to be reimbursed for any cost to the county from their borrowing– this borrowing could cause the hospital to have to reimburse the county about \$80,000. Director Lonzrick noted that the county has lost access to 72 acres of the 400 acres that had been leased. The department needs to move project forward.

Ms. Ritterbeck reminded the group that the new Department of Homeland Security & Emergency Management Building is another project that should be included in any county bond issuance this year.

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County Auditor Esposito advised the Board of Commissioners that she has heard that the majority of the Department of Homeland Security & Emergency Management grants will be cut by the state. She will send that info to the Board of Commissioners as she gets it.

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INTERNAL SERVICES

Present: JoAnn Townend

Discussion

1. The Director noted that the May 4, 2011 memo from the Data Processing Board does not provide for the funds for the Board of Commissioners video streaming project but only approves the project. The Data Processing Board recommends using the remaining \$40,000 in the Munis account for three projects (CBOSS Web Redesign and Content Management for the county website, Cisco Firewall/VPN upgrade and Server Virtualization Project) before the Board of Commissioners uses the money for their video streaming. JoAnn Townend advised that utility billing could be done with the Solid Waste Management District and Water Resources Department purchasing the software for MUNIS, as suggested by Director Audrey Tillis, who would coordinate that purchase.

Commissioner Marsilio commented that there is now a shift to good maintenance mode from a band aiding mode in that the Board of Commissioners continues to agree to repair and maintain equipment and facilities in a want vs. need manner.

The Board of Commissioners agreed to begin the process of closing the Munis Account and moving the remaining funds into the General Fund. They will then decide on how to use those funds/Journal Entry.

2. Gardiner Trane was called to the Administration Building to investigate why the building did not cool last week. An investigation showed that it appears that the chiller is operating at only 50% of capacity and has not been maintained since 1994. In addition, no additives were used to treat the water. It will cost \$8,544 to clean and disinfect the tubes and water and bring the chiller back to 100% capacity. The Board of Commissioners noted that this repair will fix the cooling issue. Maintenance will maintain the system with regular maintenance in the future/Journal Entry.

3. The Director recommended the purchase of a walk-behind mower for the Maintenance Department at a cost of \$3,281.22. Maintenance staff continues to repair the current vintage model but is now having difficulty getting parts/Journal Entry

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Resolutions

1. Enter into license agreement with the Portage Private Industry Council Headstart for recruitment and promotion on June 1, July 6, August 3, September 7, October 5 and November 2, 2011./11-444

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10:45 AM In accordance with the Ohio Rev. Code Ann. 121.22(G)(1), it was moved by **Tommie Jo Marsilio**, seconded by **Maureen T. Frederick** that the Board of Commissioners move into executive session to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a hiring issue. **Also present: Director JoAnn Townend.** Roll call vote: Christopher Smeiles, Absent; Tommie Jo Marsilio, Yea; Maureen T. Frederick, Yea.

11:05 AM Upon conclusion of the above referenced discussion, it was moved by **Tommie Jo Marsilio**, seconded by **Maureen T. Frederick** that the Board of Commissioners moves out of executive session. Roll call vote: Christopher Smeiles, Absent; Tommie Jo Marsilio, Yea; Maureen T. Frederick, Yea.

After exiting executive session, the Board took action by Journal Entry.

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HUMAN RESOURCES

Present: Attorney Ron Habowski

11:10 AM In accordance with the Ohio Rev. Code Ann. (121.22(G)(1), it was moved by **Tommie Jo Marsilio**, seconded by **Maureen T. Frederick** that the Board of Commissioners move into executive session to discuss negotiations/ bargaining issues, employment and layoff issues and a possible discipline issue. **Also present:** Attorney Ron Habowski; Allison Goudy, The Woodlands at Robinson. Roll call vote: Christopher Smeiles, Absent; Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea;

11:40 AM Ms. Goudy left the Executive Session. Department of Budget & Financial Management Director Audrey Tillis and Water Resources Department Director Jeff Lonrick entered the Executive Session.

12:20 PM Upon conclusion of the above referenced discussion, it was moved by **Tommie Jo Marsilio**, seconded by **Maureen T. Frederick** that the Board of Commissioners move out of executive session. Roll call vote: Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

After exiting Executive Session, the Board of Commissioners took action by Resolution Nos 11-0447, 0448, and 0449.

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12:25 PM Lunch Recess

1:25 PM Board of Commissioners Reconvened

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RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Roll call vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

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RESOLUTION No. 11-0438 - RE: WIRE TRANSFER APPROVED AND CERTIFIED TO THE PORTAGE COUNTY AUDITOR FOR PAYMENT.

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following resolution be adopted:

RESOLVED, that the bills were approved and certified to the County Auditor for payment, contingent upon the review of the Portage County Department of Budget and Financial Management or other designee on May 19, 2011 in the total payment amount as follows:

1. **\$229,430.33** for Medical Mutual Claims-Fund 7101; and
2. **\$ 650.00** to Take Care by WageWorks, Inc. for Admin Fees for Medical Mutual; and

as set forth in the Accounts Payable Warrant Report on file in the office of the Portage County Auditor; and be it further

RESOLVED, that the Board of Commissioners authorizes the wire transfer for the charges relating to health benefits, as presented by the Portage County Auditor's Office:

Wire Transfer on Friday, May 20, 2011	\$ 229,430.33
Wire Transfer on Friday, May 20, 2011	\$ 650.00

and be it further

RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Roll call vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

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RESOLUTION No. 11-0439 - RE: APPROVAL OF JOURNAL VOUCHERS/ENTRIES.

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following Resolution be adopted:

WHEREAS, the Ohio Revised Code requires that warrants be approved by the Board of Commissioners prior to their issuance, and

WHEREAS, there are other similar financial transactions defined as journal vouchers/entries that are dissimilar in that they are used to pay for charges for services from one county department and/or fund to another department and/or fund and thus are processed in lieu of issuing a warrant, and

WHEREAS, the Journal Vouchers/Entries are recommended by the County Auditor’s Office for review and approval by the Board of Commissioners; now therefore be it

RESOLVED, that the Board of Commissioners approves the following Journal Vouchers/Entries as presented by the County Auditor’s Office:

05/19/11	685	\$ 5,446.50
05/19/11	684	159.00
05/19/11	683	4,122.81
Total		\$ 9,728.31

and be it further

RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Roll call vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

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RESOLUTION No. 11-0440 - RE: ACCEPTANCE OF THEN AND NOW CERTIFICATIONS FOR PAYMENT.

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following resolution be adopted:

WHEREAS, Ohio Revised Code Section 5705.41 (D)(1) authorizes the expenditure of moneys, provided a certificate of the County Auditor is supplied stating that there was at the time of the making of such contract or order and at the time of the execution of such

of which will be applied by the County towards the cost of constructing the Project; and

WHEREAS, this Board has taken the proceedings provided for in Chapter 6117 of the Revised Code to provide for the payment of costs of constructing the Project from funds derived from the imposition of rates, rentals and charges for the services of the District; and

WHEREAS, this Board hereby finds, determines and declares that it is necessary to provide the necessary instruments to evidence the funds to be loaned to the County by the Federal Government to provide financing for a portion of the costs of constructing the Project; and

WHEREAS, this Board further finds, determines and declares that it is currently necessary and proper for this Board to authorize the issuance of the "Sewerage System Improvement Revenue Bonds, Series 2011" in the aggregate principal amount of \$577,000 (the Series 2011 Bonds), pursuant to Section 133.08 of the Revised Code, and other authorizing provisions of law, for the purpose of providing a portion of the funds needed to construct the Project, and the Series 2011 Bonds, together with the County's outstanding Sewerage System Improvement Revenue Bonds, Series 2007 (the Series 2007 Bonds), and outstanding Sewerage System Improvement Revenue Bonds, Series 2009 (the Series 2009 Bonds), any additional bonds subsequently issued on a parity therewith (the Additional Bonds, and, together with the Series 2007 Bonds, the Series 2009 Bonds and the Series 2011 Bonds, the Bonds), are to be secured by a pledge of the Net Revenues of the District as provided for herein; and

WHEREAS, the Federal Government has agreed to purchase the Series 2011 Bonds; and

WHEREAS, this Board hereby finds, determines and declares that all conditions of the Federal Government precedent to the issuance and sale of the Series 2011 Bonds either have been met or can be met prior to the expected loan closing date of June 1, 2011; and

WHEREAS, the County Auditor, as fiscal officer of the County, has certified to this Board that the estimated life or period of usefulness of the improvement is at least five years and the maximum maturity of the Bonds described in Section 2 is 40 years; now therefore be it

RESOLVED, by the Board of County Commissioners of Portage County, Ohio, that:

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

"Act" means Chapter 133 of the Revised Code and, in particular, Section 133.08 thereof, together with Section 6117.25 of the Revised Code.

“Additional Bonds” means those bonds which may be authorized by subsequent resolution(s) of this Board and issued from time to time pursuant to those resolution(s) and in accordance with Section 10 and secured by a lien upon the Net Revenues on a parity with the Series 2007 Bonds, the Series 2009 Bonds and the Series 2011 Bonds.

“Auditor” means the County Auditor of the County.

“Authorized Denominations” means the denomination of \$100 or any integral multiple thereof.

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

“Bond Register” means all books and records necessary for the registration, exchange and transfer of the Series 2011 Bonds as provided in Section 6.

“Bond Registrar” means initially the Auditor acting as the bond registrar, transfer agent and paying agent for the Series 2011 Bonds as provided in Section 6.

“Bond Reserve Fund” means the Portage County Regional Sewer District Bond Reserve Fund created in Section 8 of the Series 2007 Bond Resolution.

“Bond Reserve Requirement” means, with respect to the Series 2011 Bonds, an amount that is equal to the average annual Bond Service Charges on the Series 2011 Bonds in those years in which principal and interest are payable and, with respect to any Additional Bonds, an amount for which provision is made in the resolution authorizing the issuance of those Additional Bonds; provided, however, the applicable Bond Reserve Requirement shall never exceed the lesser of (a) 10% of the proceeds of the Bonds secured thereby determined in accordance with Section 148(d) of the Code, (ii) the maximum annual Bond Service Charges on all outstanding Bonds secured thereby or (iii) 125% of the average annual Bond Service Charges on the outstanding Bonds secured thereby.

“Bond Service Charges” means the principal (as payable at stated maturity or by redemption), interest and any redemption premium required to be paid by the County on the Bonds, and includes any mandatory sinking fund requirements.

“Bond Service Fund” means the Portage County Regional Sewer District Bond Service Fund created in Section 8 of the Series 2007 Bond Resolution.

“Bonds” means, collectively, the Series 2007 Bonds, the Series 2009 Bonds, the Series 2011 Bonds and any Additional Bonds.

“Closing Date” means June 1, 2011, or any other date agreed to by the Auditor and the Federal Government, but such date shall not be later than September 1, 2011.

“Code” means the Internal Revenue Code of 1986, the Treasury Regulations (whether temporary or final) under that Code or the statutory predecessor of that Code, 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 Treasury Regulations, rulings, announcements, notices, procedures and determinations pertinent to that section.

“Construction Fund” means the Portage County Regional Sewer District Construction Fund created in Section 8 of the Series 2007 Bond Resolution.

“County” means the County of Portage, Ohio.

“Federal Government” means the United States of America, acting by and through the United States Department of Agriculture.

“Fiscal Year” means a period of 12 consecutive months commencing on the first day of January of any year and ending on the last day of December of that year, or, as to be evidenced by a certificate of the Auditor, such other consecutive 12-month period as may hereafter be established as the fiscal year for District budgeting, appropriations and accounting purposes.

“Interest Payment Dates” means June 1 of each year that the Series 2011 Bonds are outstanding, commencing on June 1, 2012, or any other date agreed to by the Auditor and the Federal Government.

“Improvements” means any improvements, additions, replacements or extensions to the District, including real estate and interests in real estate, buildings, structures, fixtures and facilities and additions, and machinery, equipment, furniture and other personal property.

“Loan Resolution” means Resolution No. 10-0375 (RUS Bulletin 1780-27), adopted by the Board on April 20, 2010, providing for the sale of the Series 2011 Bonds to the Federal Government.

“Net Revenues” means Revenues less Operating Expenses.

“Operating Expenses” means all expenses for the operation, maintenance, administration and ordinary current repairs of the District necessary in order to maintain and operate the District in a reasonable and prudent manner, and including items normally included as essential expenses in the operating budget of governmentally-owned sanitary sewer systems, and further including, without limitation, insurance premiums, the County’s administrative expenses allocable to the District (including, without limitation, engineering, architectural, legal, consulting and accounting fees and expenses), costs of meeting the County’s continuing disclosure commitments, any taxes or assessments, whether general or special, that are lawfully imposed on the District or on the revenue or income derived from the operation of

the District, charges for electricity, telephone and other public or private utility services, any penalty or fine imposed on the County by any governmental or regulatory authority arising from the County's manner of operation of the District (except to the extent, if any, such penalty or fine is subordinated to the payment of Operating Expenses and Bond Service Charges), and fees and expenses of the Bond Registrar and any authenticating and paying agents, fees and expenses of any independent engineers, architects, consultants, accountants and attorneys retained by the County from time to time to perform and carry out duties imposed on the County by this Resolution, and other expenses related to the foregoing, all as determined (except as otherwise specified in this definition) in accordance with standard principles of governmental utility accounting. Operating Expenses shall not include: (a) Bond Service Charges or amounts used to pay debt service on Other District Indebtedness; or (b) any allowance for amortization or depreciation of the District; or (c) expenditures for capital replacements having an estimated life or usefulness and cost that exceeds minimum standards established by the County's accounting policies, and engineering, architectural, legal, consulting and accounting fees and expenses incurred in connection with those expenditures.

"Operating Reserve" means an amount equal to one-sixth of the Operating Expenses of the District for the 12 consecutive, calendar months next preceding the date such amount is calculated.

"Other District Indebtedness" means general obligation indebtedness issued or incurred by the County to provide money to pay costs of Improvements or to fund, refund or retire Other District Indebtedness or Bonds previously issued.

"Pledged Funds" means collectively the Revenue Fund, the Bond Service Fund and the Replacement and Improvement Fund and, with respect to the Series 2007 Bonds, the Series 2007 Bond Reserve Account in the Bond Reserve Fund, with respect to the Series 2009 Bonds, the Series 2009 Bond Reserve Account in the Bond Reserve Fund, with respect to the Series 2011 Bonds, the Series 2011 Bond Reserve Account in the Bond Reserve Fund or, with respect to a series of Additional Bonds, the applicable amount in the Bond Reserve Fund created for that series of Additional Bonds in the resolution authorizing that series of Additional Bonds.

"Project" means Project No. M-1 (06-190), Aurora Meadows Subdivision Sanitary Improvements.

"Prosecutor" means the County Prosecutor of the County.

"Registered Holder" means each person in whose name a Bond is registered on the Bond Register.

"Replacement and Improvement Fund" means the Portage County Regional Sewer District Replacement and Improvement Fund created in Section 8 of the Series 2007 Bond Resolution.

“Revenue Fund” means the Portage County Regional Sewer District Revenue Fund created in Section 8 of the Series 2007 Bond Resolution.

“Revenues” means all revenues received by or on behalf of the County from or in connection with the ownership, operation, use and services of the District including, without limitation, any investment income realized from any investment made from any money credited to the Revenue Fund, the Bond Service Fund, the Bond Reserve Fund and the Replacement and Improvement Fund, all rates, charges, rentals and other income related to the District and received by the County or accrued to the County, and other money pledged in this Resolution, to be deposited in the Revenue Fund, all as determined (except as otherwise specified in this definition) in accordance with standard principles of governmental utility accounting, together with any other money deposited by the County in the Revenue Fund or the Bond Service Fund other than from other Pledged Funds or the proceeds of Bonds or Other District Indebtedness. Revenues do not include (a) any income resulting from investment of money on deposit in the Construction Fund, (b) proceeds of Bonds or Other District Indebtedness, (c) proceeds of the sale of any portion of the District or the profit or loss from the sale or other disposition, not in the ordinary course of business, of any fixed or capital assets of the District, or (d) proceeds of insurance (other than insurance that provides for lost Revenues when the District is unable to function) or eminent domain proceedings.

“Series 2007 Bonds” means the County’s Sewerage System Improvement Revenue Bonds, Series 2007, currently outstanding in the aggregate principal amount of \$2,378,000, and issued pursuant to the Series 2007 Bond Resolution.

“Series 2007 Bond Resolution” means Resolution No. 07-0953, adopted by the Board on September 25, 2007, authorizing the issuance of the Series 2007 Bonds.

“Series 2009 Bonds” means the County’s Sewerage System Improvement Revenue Bonds, Series 2009, currently outstanding in the aggregate principal amount of \$1,253,000, and issued pursuant to the Series 2009 Bond Resolution.

“Series 2009 Bond Resolution” means Resolution No. 09-0825, adopted by the Board on August 4, 2009, authorizing the issuance of the Series 2009 Bonds.

“Series 2011 Bonds” means the bonds authorized pursuant to Section 2.

“Treasurer” means the County Treasurer of the County.

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. It is necessary and determined to be in the County's best interest to issue bonds of the County in an aggregate principal amount of \$577,000 for the purpose of paying a portion of the costs of improving the Portage County Regional Sewer District by constructing Project No. M-1 (06-190), Aurora Meadows Subdivision Sanitary Improvements. The Series 2011 Bonds shall be issued pursuant to the Act and this Resolution.

The proceeds from the sale of the Series 2011 Bonds shall be allocated and deposited to the Construction Fund to be applied to pay costs of the Project and costs of issuance of the Series 2011 Bonds.

Section 3. Findings in Respect of the Loan Resolution. This Board hereby finds, determines and declares that the period of usefulness of the Project is at least 40 years from the Closing Date; and further finds, determines, declares, ratifies and confirms its acceptance of the loan and the grant referred to in the preambles hereto and all actions of County officials and others relating to the application for and acceptance of said loan and grant, including all actions of any and all County officials relating thereto.

In accordance with the Loan Resolution, the terms and provisions of which are hereby incorporated herein, rates and charges for the services of the District have been fixed in an amount sufficient to pay the costs of operating and maintaining the District and also to provide an amount of revenues adequate to meet the payment of the Bond Service Charges on the Bonds, bond reserve requirements, and all other requirements provided herein, and to otherwise comply with the covenants herein.

Section 4. Terms of the Series 2011 Bonds.

(a) Designation, Form and Numbering. The Series 2011 Bonds shall be designated as "County of Portage, Ohio, Sewerage System Improvement Revenue Bonds, Series 2011". The Series 2011 Bonds shall be issued in fully registered form only, shall be transferable and exchangeable for other Series 2011 Bonds in the manner and on the terms provided herein, shall be numbered as determined by the Auditor in order to distinguish each Series 2011 Bond from any other Series 2011 Bond, and the Bond Service Charges on the Series 2011 Bonds shall be payable in lawful money of the United States of America. The Series 2011 Bonds shall be negotiable instruments and shall express upon their faces the purpose for which they are issued and that they are issued pursuant to the Act and this Resolution. The Series 2011 Bonds shall be issued in printed, typewritten or other manuscript form as may be requested by the Federal Government as the original purchaser thereof.

(b) Denomination and Dates. The Series 2011 Bonds shall be issued in one lot and only as fully registered bonds in Authorized Denominations but in no case as to a particular maturity date exceeding the principal amount maturing on that date, provided, however, that because the Series 2011 Bonds are being purchased by the

Federal Government, a single 2011 Bond in the aggregate principal amount stated in Section 2 and with installments payable in the amounts and on the dates set forth in this Section may be issued to the Federal Government to represent the Series 2011 Bonds in lieu of a series of serial bonds. The Series 2011 Bonds shall be dated as of their date of issuance.

(c) Interest and Place of Payment. The Series 2011 Bonds shall bear interest at the rate of two and three hundred seventy-five one-thousandths percent (2.375%) per year, on the outstanding principal balance thereof, calculated on the basis of a 365-day year and actual number of days elapsed, which interest shall be payable on each Interest Payment Date until the principal amount thereof is paid. Installments of principal and interest on each Series 2011 Bond shall be payable by check or draft mailed to the persons in whose names such Series 2011 Bond are registered on the Bond Register described in Section 6 of this Resolution (the Registered Holder) at the address shown on the Bond Register; provided that the final payment of all unpaid principal and interest, shall be payable when due upon presentation and surrender of each Series 2011 Bond at the office of the Auditor.

(d) Principal Payment Schedule. The Series 2011 Bonds shall be due and payable on June 1 in the years and in the principal amounts as follows:

Year	Amount	Year	Amount
2013	\$9,200	2033	\$14,600
2014	9,400	2034	15,000
2015	9,600	2035	15,300
2016	9,800	2036	15,700
2017	10,100	2037	16,100
2018	10,300	2038	16,500
2019	10,500	2039	16,800
2020	10,800	2040	17,200
2021	11,000	2041	17,700
2022	11,300	2042	18,100
2023	11,600	2043	18,500
2024	11,800	2044	18,900
2025	12,100	2045	19,400
2026	12,400	2046	19,900
2027	12,700	2047	20,300
2028	13,000	2048	20,800
2029	13,300	2049	21,300
2030	13,600	2050	21,800
2031	14,000	2051	22,300
2032	14,300		

(e) Redemption Provisions. The Series 2011 Bonds maturing on or after June 1, 2022, shall be subject to redemption in whole or in part, in integrals of \$100, in inverse numerical order on any date on or after June 1, 2021, at their par value plus accrued interest to the date fixed for redemption; provided, however, that any Series 2011 Bonds registered in the name of the Federal Government may be redeemed in whole or in part at any time in inverse order of principal maturity without premium. Notice of redemption, identifying Series 2011 Bonds or portions thereof, to be called, shall be mailed by certified mail to the Registered Holders thereof not less than 30 days prior to the date of redemption, upon which redemption date all interest upon the Series 2011 Bonds, or portions thereof, so called shall cease except for those as to which default shall be made, upon presentation, in the payment of the redemption price.

(f) Execution. The Series 2011 Bonds shall be signed by at least two members of this Board and the Auditor, in the name of the County and in their official capacities, provided that any or all of those signatures may be a facsimile. Any authority, officer or board which hereafter succeeds, by operation of law, to the powers and duties of any such officer, position or authority shall be deemed included in the applicable official designation while having such powers and duties.

(g) Authentication. No Series 2011 Bond shall be valid or obligatory for any purpose or shall be entitled to any security or benefit under the proceedings authorizing the Series 2011 Bonds unless and until the certificate of authentication printed on that Series 2011 Bond is signed by the Bond Registrar as authenticating agent. Authentication by the Bond Registrar shall be conclusive evidence that the Series 2011 Bond so authenticated has been duly issued, signed and delivered under, and is entitled to the security and benefit of, the proceedings authorizing the Series 2011 Bonds. 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 Auditor on behalf of the County. The same person need not sign the certificate of authentication on all of the Series 2011 Bonds.

Section 5. Award and Sale of Series 2011 Bonds. The Series 2011 Bonds are hereby awarded and sold to the Federal Government, on the terms provided for herein, and the Auditor is hereby authorized and directed to deliver the Series 2011 Bonds and take all actions in connection therewith. The Commissioners, or any of them, the Auditor, the Treasurer, the Prosecutor, the Assistant Prosecutor, 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.

Section 6. Registration; Transfer and Exchange; Lost, Stolen or Destroyed Bonds.

(a) Register and Bond Registrar. So long as any of the Series 2011 Bonds remain outstanding, the County will cause to be maintained and kept, at the office of the Auditor or such other place as may be designated by the Board, the Bond Register and the Auditor shall act as the Bond Registrar for the Series 2011 Bonds; provided, however, that in lieu thereof, the Auditor is hereby authorized to enter into an agreement with a financial institution to perform the duties of the Bond Registrar and the Bond Register may be kept at another office designated by that Bond Registrar. In that event, provision shall be made to provide for the payment of services rendered, together with the reimbursement of expenses, pursuant to an agreement with the Bond Registrar and from funds lawfully available and appropriated or to be appropriated for that purpose. In the event that the Auditor does not initially serve as Bond Registrar and another person is selected to serve as Bond Registrar, the Board shall make that selection prior to the execution and delivery of the Series 2011 Bonds.

(b) Transfer and Exchange. Any Series 2011 Bond may be exchanged for Series 2011 Bonds of any Authorized Denomination upon presentation and surrender at the 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 Series 2011 Bond may be transferred only on the Bond Register upon presentation and surrender of the Series 2011 Bond at the 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 Series 2011 Bond or Series 2011 Bonds of any Authorized Denomination or Denominations requested by the owner equal in the aggregate to the unmatured principal amount of the Series 2011 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 Series 2011 Bonds only after the new Series 2011 Bonds are signed by the authorized officers of the County. In all cases of Series 2011 Bonds exchanged or transferred, the County shall sign and the Bond Registrar shall authenticate and deliver Series 2011 Bonds in accordance with the provisions of the proceedings authorizing the Series 2011 Bonds. 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 Series 2011 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 this Resolution as the Series 2011 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) Series 2011 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 Series 2011 Bond selected for redemption, in whole or in part.

(c) Lost, Stolen or Destroyed Bonds. If the Registered Holder of any Series 2011 Bond claims that such Series 2011 Bond has been lost, destroyed, or wrongfully taken, the Bond Registrar is authorized to cause to be executed and delivered a new Series 2011 Bond (hereinafter sometimes referred to as a "replacement bond") of like tenor and effect (specifying on its face, however, that it is issued in place of the original Series 2011 Bond) in place of the original Series 2011 Bond, in accordance with and subject to the provisions of Section 133.93 of the Revised Code, and of this Section. The Registered Holder's notification and request pursuant to Section 133.93 shall be in writing, addressed to the Bond Registrar, and shall include evidence satisfactory to the Bond Registrar, of such lost, destruction, or wrongful taking and of his ownership. The Bond Registrar is authorized to approve, so long as it is satisfactory to such officer, the indemnity bond that the Registered Holder shall file with the Bond Registrar as a condition to the issuance of the replacement bond, and such officer is further authorized to impose other reasonable requirements, including a requirement that the Registered Holder pay the reasonable expenses and charges of the County in connection with the issuance, execution and delivery of such replacement bond, as conditions to the delivery of the replacement bond.

Section 7. Security and Pledge. The Series 2011 Bonds shall be special obligations of the County. The Series 2011 Bonds, the Series 2009 Bonds and the Series 2007 Bonds and any Additional Bonds issued in accordance with Section 10, together with interest thereon, shall be payable solely from the Net Revenues of the District and the Pledged Funds; provided, however, if otherwise lawful, nothing herein shall be deemed to prohibit the County from using, of its own volition, any of its general resources for the fulfillment of any of the terms and conditions of this Resolution or the Bonds.

During the year or years in which any Bonds are outstanding, the County hereby pledges all of the Net Revenues of the District to secure the payment of the Bond Service Charges on the Bonds. Neither the State of Ohio nor the County shall be obligated to pay the principal of or interest on the Bonds from any other funds or source, nor shall the Bonds be a claim on or lien against any property of or under the control of the County except those Net Revenues, the Pledged Funds and the proceeds of the sale of the Bonds or bonds issued pursuant to law to refund Bonds; the lien of the pledge of the Net Revenues and the Pledged Funds shall from this date be valid and binding, the Pledged Funds so pledged and the Net Revenues so pledged and hereafter received shall immediately be subject to the lien of such pledge without any physical delivery thereof or further act, and such lien shall be valid and binding against all parties having claims of any kind in tort, contract or otherwise against the County.

Nothing in this Resolution or the Bonds shall constitute a general obligation debt or tax-supported bonded indebtedness of the County; the general resources of the County shall not be required to be used, and neither the general credit nor taxing power or full faith and credit of the County are or shall be pledged, for the performance of any duty under this Resolution or the Bonds; and the Bonds do not and shall not constitute a debt or a pledge of the faith and credit of the State of Ohio or of any other political subdivision thereof, and the holders thereof shall have no right to have taxes or excises levied by the General Assembly or taxing authority of any political subdivision of the State for the payment of the principal thereof or interest thereon.

The pledge of the Net Revenues shall be effective and the moneys therefrom shall be applied to the purposes for which pledged without necessity of any further act of appropriation.

Section 8. Funds of the District. Pursuant to the Series 2007 Bond Resolution, the Treasurer created and maintains the following funds, which funds shall be maintained, except as otherwise provided, so long as any Bonds remain unpaid:

- Construction Fund
- Revenue Fund
- Bond Service Fund
- Bond Reserve Fund
- Replacement and Improvement Fund

The ***Construction Fund.*** The County may establish separate accounts in the Construction Fund for accounting purposes. Money in the Construction Fund shall be disbursed for the purposes of paying the costs of the Project and paying costs of issuance.

The ***Revenue Fund.*** The Revenue Fund shall be comprised of such account or accounts as the County may establish on its books of record and account for the District to account for the deposit of Revenues required to be deposited in the Revenue Fund and the disbursement of Revenues under this Resolution. So long as any of the Bonds remain outstanding, all Revenues, except for investment income on the Funds of the District other than the Revenue Fund (which investment income shall be credited and deposited as provided below) and money that is paid and deposited directly into the Bond Service Fund, shall be deposited in the Revenue Fund. The moneys on deposit in the Revenue Fund shall be allocated as provided in Section 9.

The *Bond Service Fund* and the *Bond Reserve Fund*. The Bond Service Fund and the Bond Reserve Fund shall be used solely for the payment of Bond Service Charges. The Treasurer shall establish and maintain a Series 2007 Bond Reserve Account, a Series 2009 Bond Reserve Account and a Series 2011 Bond Reserve Account within the Bond Reserve Fund, which shall be used solely for the payment of Bond Service Charges on the Series 2007 Bonds, the Series 2009 Bonds and the Series 2011 Bonds, respectively. In the resolution authorizing the issuance of a series of Additional Bonds, the County shall provide for a separate account within the Bond Reserve Fund for that series of Additional Bonds, which shall be used solely for the payment of Bond Service Charges on that series of Additional Bonds. Moneys in the applicable account of the Bond Reserve Fund shall be paid to the Bond Service Fund, to the extent necessary from time to time, and only after applying to that purpose all moneys in the Replacement and Improvement Fund, to permit the timely payment of all Bonds payable from the Bond Service Fund secured thereby. If at any time the Treasurer shall have money and investments then on deposit in the Bond Service Fund and the applicable account of the Bond Reserve Fund in an amount sufficient to permit the purchase for cancellation or call for redemption on the next available redemption date(s) or principal payment date(s) of any outstanding Bonds secured thereby, without thereby reducing the balance thereafter remaining in the Bond Service Fund and the applicable account of the Bond Reserve Fund below the amount that on such purchase or redemption date would be required by the Series 2007 Bond Resolution, the Series 2009 Bond Resolution, this Resolution or a resolution authorizing the issuance of the series of Additional Bonds secured thereby, to be on deposit therein with respect to Bonds not to be so purchased or redeemed, the County, shall cause such money to be used out of the Bond Service Fund and Bond Reserve Fund in the amounts required, together with any other money provided by the County, to accomplish that purchase or redemption. Until required for such purpose, moneys in the Bond Service Fund shall, when and as directed by the Treasurer, be invested in accordance with law in investments maturing not later than the interest and principal payment date next following such investment.

An account of the Bond Reserve Fund shall be funded in the manner described in Section 9 and, subject to the prior approval of the Federal Government so long as it is the Registered Holder of any Bond secured by that amount, shall be used and disbursed only if sufficient funds are not available in the Bond Service Fund or the Replacement and Improvement Fund for the purpose of paying when necessary for the purpose of making payments of principal of and interest on the Bonds secured thereby. On the fifth business day following the end of each Fiscal Year of the County, monies on deposit in an account of the Bond Reserve Fund in excess of the Bond Reserve Requirement of the Bonds secured thereby shall be transferred to the Bond Service Fund and used to pay Bond Service Charges on the Bonds secured thereby on the next ensuing Interest Payment Date.

The *Replacement and Improvement Fund*. The Replacement and Improvement Fund shall be comprised of such accounts as the County may establish from time to time on its books of record and account for the District. Moneys in the Replacement and

Improvement Fund shall be paid by the County to the Bond Service Fund, to the extent necessary from time to time to permit the payment of all Bonds payable from the Bond Service Fund without drawing on the Bond Reserve Fund. Otherwise, moneys in the Replacement and Improvement Fund shall be used (i) for Improvements and other capital projects including the replacement of obsolete or worn-out equipment or making other Improvements to the District, (ii) with moneys in the Bond Service Fund and the Bond Reserve Fund and other moneys made available by the County, to retire by purchase for cancellation or by call for redemption, all or part of the Bonds from time to time outstanding, (iii) with other available monies of the County, to pay the principal of and interest and redemption premium on Other District Indebtedness, or (iv) for any other lawful purpose of the District.

The Treasurer shall be custodian of the funds created under this Section and such funds shall be deposited in a bank that is eligible as a public depository under Chapter 135 of the Revised Code. All monies in excess of \$50,000 in any of the funds created under this Section shall be secured by the depository bank in advance in accordance with United States Treasury Department Circular No. 176. The Treasurer of the Board shall, so long as any Series 2011 Bonds are outstanding, obtain and keep in force a fidelity bond in such amount as may be required by the Federal Government. If the Federal Government is the Registered Holder of any Bond, the fidelity bond shall be with a surety company approved by the Federal Government, and the District and the Federal Government shall be named as co-obligees in such fidelity bond and the amount thereof shall not be reduced without the prior written consent of the Federal Government.

The Funds shall be maintained in the custody of the Treasurer as trust accounts separate and distinct from all other funds of the County. The Funds may be invested in accordance with law. Interest on any monies or investments in any Fund shall be credited to that fund containing the monies or investments on which the interest was earned.

Any Series 2011 Bonds purchased for cancellation shall be purchased at a price not exceeding their face amount or their fair market value.

Section 9. Deposits to and Application of Pledged Funds. So long as any Bonds remain outstanding, all Revenues from the operation of the District, as now constituted or hereafter improved or extended, shall be transferred to or deposited in the Revenue Fund. Out of the Revenue Fund, and after reserving therein at all times an amount equal to the Operating Reserve, the following payments only shall be made and in the following order:

First: All reasonable and proper expenses of operating and maintaining the District and all its appurtenances, such expenses to exclude depreciation and capital replacements;

Second: Monthly on the 10th day of each month into the Bond Service Fund; (a) 1/12 of the amount necessary to provide for the payment of the interest due on the next ensuing Interest Payment Date upon the outstanding principal balance of the Bonds; and (b) 1/12 of the amount necessary to provide for payment of the next ensuing principal maturity of all Bonds outstanding;

Third: Monthly, as aforesaid, such sum in addition to any of the foregoing allocations as may be necessary and available, after meeting the requirements of Paragraphs First and Second hereof, to make up any previous deficiency in any such monthly allocation;

Fourth: Monthly, on the 15th day of every month, commencing on the 15th day of the month immediately following the month of the Closing Date (or such other date as agreed to by the Auditor and the Registered Holder), after making the allocations required by Paragraphs First to Third hereof, into the Series 2011 Bond Reserve Account of the Bond Reserve Fund the sum of \$188.45, or such lesser sum as may then be required, until there is accumulated in that Account a balance equal to the Bond Reserve Requirement for the Series 2011 Bonds, after which no further deposits need be made therein except to replace withdrawals. Whenever disbursements are made from the Series 2011 Bond Service Account of the Bond Reserve Fund, in accordance with this Section 9, the monthly payments in the amount of \$188.45 shall be resumed as necessary until there is again accumulated in that Account the Bond Reserve Requirement for the Series 2011 Bonds, at which time the payments may again be discontinued. In addition, and in the event of the issuance of Additional Bonds, there shall be paid monthly into an account within the Bond Reserve Fund for which provision is made in the resolution authorizing the issuance of that series of Additional Bonds, commencing with the first monthly deposit date after the issuance of that series of Additional Bonds, such further monthly amounts for which provision is made in that resolution but not less than an amount required to create by the amount required to achieve, not later than the 12th calendar month following the calendar month in which that series of Additional Bonds is issued, a balance in such account allocable to that series of Additional Bonds equal to the Bond Reserve Requirement for that series of Additional Bonds. Whenever disbursements are made from an account of the Bond Reserve Fund securing a series of Additional Bonds, the monthly payments provided for herein shall be resumed until there is again accumulated in that account a balance equal to the Bond Reserve Requirement for the series of Additional Bonds secured thereby, at which time the payments may again be discontinued;

Fifth: Annually on January 15, commencing in the year after the date of adoption of this Resolution, the Revenues available in the Revenue Fund, at the end of the preceding calendar year, after making the payments required by Paragraphs First to Fourth hereof, and after reserving therein an amount equal to the Operating Reserve and to provide necessary accruals against the current requirements of Paragraphs Second to Fourth, shall be transferred to the Replacement and Improvement Fund.

Section 10. Additional Bonds. The County shall have the right from time to time to issue Additional Bonds for the purpose of providing additional funds, if necessary, for the purpose only of making Improvements to the District, which Additional Bonds shall be payable from the Bond Service Fund and be secured by a lien upon the Net Revenues on a parity with the Series 2007 Bonds, the Series 2009 Bonds and the Series 2011 Bonds; provided, that, when any such Additional Bonds are issued, the County shall have furnished the following certifications:

(a) Certificate of the Auditor and the Prosecutor, or some other attorney designated by this Board, certifying that, to the best of their knowledge, the County is not, on the date of issuance of such Additional Bonds, in default in the performance of any of its covenants provided in this Resolution, or in the Series 2007 Bonds, the Series 2009 Bonds or the Series 2011 Bonds; and

(b) Certificate of an independent engineer showing that (i) such Additional Bonds are necessary to provide Improvements to the District which are reasonably necessary for the proper and economical operation of the District or for meeting existing or prospective demands for its services, or both; and (ii) the Net Revenues, during each of the two Fiscal Years immediately preceding the year of passage of a resolution authorizing the issuance of Additional Bonds, adjusted to reflect, if necessary, rates, charges and rentals of the District approved by the County before the effective date of that resolution, plus the independent engineer's estimate of the increase in annual Revenues anticipated to be derived from Improvements or completions of Improvements to be financed by the Additional Bonds (when issued for that purpose), less the independent engineer's estimate of any additional annual Operating Expenses resulting from those Improvements, both such estimates of Revenues and Operating Expenses to be averaged over the 24 months following the estimated completion date of such Improvements, will aggregate in amount not less than 125% of the highest amount required to be paid by the County from Net Revenues into the Bond Service Fund in any succeeding Fiscal Year to meet Bond Service Charge requirements of all Bonds to be outstanding immediately after the issuance of the Additional Bonds; provided, however, that this limitation may be waived or modified by resolution of this Board and with the written consent of the Registered Holders of not less than 75% of the aggregate principal amount of outstanding Series 2011 Bonds (excluding Series 2011 Bonds held or owned by the County).

The proceeds of any sale of Additional Bonds shall be allocated in substantially the same manner as provided in this Resolution with respect to the Series 2011 Bonds and, if necessary, a Construction Fund, with accounts therein, if necessary, for such proceeds shall be created in connection with each issue of Additional Bonds and shall be applied to the purpose set forth in the applicable certificate of the independent engineer to defray costs and expenses incidental thereto or incidental to the sale or issuance of the Additional Bonds. Junior or subordinate bonds may be issued without limitation.

The Additional Bonds shall bear such designation as may be necessary to distinguish them from the Series 2007 Bonds, the Series 2009 Bonds, the Series 2011 Bonds or other Additional Bonds having different provisions and shall have maturities, interest rates, interest payments dates, redemption provisions, denominations and other provisions as provided in this Resolution or in the resolution(s) hereafter adopted providing for issuance of the Additional Bonds, provided, however, that such terms and provisions shall not be inconsistent with this Resolution, or the then outstanding Bonds.

Additional Bonds shall not be redeemable earlier than the first redemption date for the Series 2011 Bonds unless all the Series 2011 Bonds (excluding Series 2011 Bonds held or owned by the County) are held by the Federal Government and the Federal Government consents thereto.

Section 11. Rates and Charges. The rates and charges for all services and facilities rendered by the District shall be reasonable and just, taking into consideration the costs and value of the District and cost of maintaining, repairing and operating the same and the amounts necessary for the retirement of the Bonds and there shall be charged such rates and charges as shall be adequate to meet the requirements of this Section and Section 7.

Subject to the provisions of Section 12, the County, by issuance of the Series 2011 Bonds, covenants with the Registered Holders of the Bonds that: (a) it will at all times prescribe and charge such rates and charges for the services of the District, and will so restrict operation and maintenance expenses of the District, as shall result in Revenues at least adequate, after meeting such operation and maintenance expenses to provide for (i) the payments required by this Resolution to be made into the Pledged Funds, (ii) proper improvement and replacement reserves, and (iii) sufficient earnings coverage to permit the issuance of any Additional Bonds required for the construction of necessary or advisable Improvements; (b) it will segregate the Revenues, funds and properties of the District from all other revenues, funds and properties of the County; and (c) it will observe and perform all its agreements and obligations provided for by the Bonds or this Resolution. All of the obligations set forth and covenants made under this Section and Section 12 are hereby established as duties specifically enjoined by law and resulting from an office, trust or station upon the County within the meaning of Section 2731.01 of the Revised Code.

Section 12. Additional Covenants of the County. The County hereby further covenants and agrees, so long as the Bonds remain unpaid, as follows:

(a) It shall comply with applicable State laws and the regulations and continually operate and maintain the District in good condition.

(b) No customer of the District, whether an individual, corporation, political subdivision or other entity, shall receive free services or any services without being charged the applicable rates prescribed in the rules and regulations of the District.

(c) It shall maintain complete books and records relating to the operation of the District and its financial affairs and shall cause such books and records to be audited annually at the end of each fiscal year and an audit report prepared, and shall furnish the Federal Government, so long as it is the Registered Holder of any Bond, without request, a copy of each audit report and shall furnish any other Registered Holder of Bonds a copy of such report upon written request. At all reasonable times the Federal Government, so long as it is the Registered Holder of any Bond, shall have the right to inspect the District and the records, accounts, and data relating thereto and the County shall assist the Federal Government in such inspection by preparing such documents and reports as the Federal Government shall reasonably require.

(d) It shall maintain such insurance coverage as may be reasonably required by the Federal Government so long as the Federal Government is the Registered Holder of any Bond.

(e) It shall not borrow any money from any source, enter into any contract or agreement, or incur any other liabilities, in connection with making Improvements other than normal maintenance and repair of the District, without obtaining the prior written consent of the Federal Government so long as it is the Registered Holder of any Bond; neither shall it transfer or use any portion of the Revenues derived in the operation of the District for any purpose not herein specifically authorized.

(f) The Pledged Funds shall be applied to all parity Bonds issued pursuant to this Resolution as if said Bonds were part of the original Series 2011 Bond issue, except that money in the Series 2007 Bond Reserve Account in the Bond Reserve Fund shall only be applied to the Series 2007 Bonds, money in the Series 2009 Bond Reserve Account in the Bond Reserve Fund shall only be applied to the Series 2009 Bonds, money in the Series 2011 Bond Reserve Account in the Bond Reserve Fund shall only be applied to the Series 2011 Bonds, and money in other accounts within the Bond Reserve Fund provided for in resolutions authorizing the issuance of Additional Bonds shall only be applied to the Additional Bonds for which the account was created. All revenue from any Improvements constructed by the proceeds of a parity issue of Additional Bonds shall be deposited in the Revenue Fund created by this Resolution. This provision shall be controlling over any provisions of this Resolution to the contrary.

(g) So long as the Federal Government is the Registered Holder of any Bond, it shall not dispose of or transfer its title to the District or any part thereof, including lands and interests in land, by sale, mortgage, lease or other encumbrances, except as may be approved by the Federal Government.

(h) Except as otherwise specifically provided, so long as any Series 2011 Bonds are outstanding, no Additional Bonds or Other District Indebtedness pledging any portion of the Net Revenues shall be incurred or issued by the County unless the same shall be junior and subordinate in all respects to the Series 2011 Bonds.

(i) Prior to the beginning of each Fiscal Year the County shall prepare an annual budget of the District for the ensuing fiscal year. Such budget shall be itemized on the basis of monthly requirements and a copy shall be mailed, without request, to the Federal Government as long as it is the Registered Holder of any Bond and upon written request of any other Registered Holder of Bonds.

(j) The provisions of this Resolution shall constitute a contract between the County and the Registered Holders of the Bonds and, after the issuance of the Series 2011 Bonds, this Resolution shall not be repealed or amended in any respect which will adversely affect the rights and interests of the Registered Holders and neither shall this Board adopt any law or resolution in any way adversely affecting the rights of the Registered Holders so long as the Bonds or interest thereon remains unpaid.

(k) So long as the Federal Government is the Registered Holder of any Bond, if at any time it shall appear to the Federal Government that the County is able to refund, upon call for redemption or with consent of the Federal Government, the then outstanding Bonds, held by it, in whole or in part, by obtaining a loan for such purposes from responsible cooperative or private credit sources, at reasonable rates and terms for loans for similar purposes and periods of time, the County shall, upon request of the Federal Government, apply for and accept such loan in sufficient amount to repay the Federal Government, and shall take all such action as may be required in connection with such loans.

Section 13. Federal Tax Considerations. The County covenants that it will use, and will restrict the use and investment of, the proceeds of the Series 2011 Bonds in such manner and to such extent as may be necessary so that (a) the Series 2011 Bonds will not (i) constitute private activity bonds, arbitrage bonds or hedge bonds under Sections 141, 148 or 149 of the Code or (ii) be treated other than as bonds to which Section 103 of the Code applies, and (b) the interest thereon will not be an item of tax preference under Section 57 of the Code.

The Auditor, as the fiscal officer, or any other officer of the County having responsibility for issuance of the Series 2011 Bonds, is hereby authorized (a) to make or effect any election, selection, designation (including specifically designation of the Series 2011 Bonds as “qualified tax-exempt obligations”), choice, consent, approval, or waiver on behalf of the County with respect to the Series 2011 Bonds as the County is permitted 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) of the Code or available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the Series 2011 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 Series 2011 Bonds, and (c) to give one or more appropriate certificates of the County, for inclusion in the transcript of proceedings for the Series 2011 Bonds, setting forth the reasonable expectations of the County regarding the amount and use of all the proceeds of the Series 2011 Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Series 2011 Bonds.

Section 14. Appointment of Receiver. If the County shall fail to perform any of the requirements or covenants contained in this Resolution or in the payment of principal or interest of any Bonds, upon the filing of a suit by any Registered Holder of a Bond, any court having jurisdiction of the action may appoint a receiver to administer said District on behalf of the County with power to charge and collect rates sufficient to provide for the payment of the Bonds and for the payment of Operating Expenses, and to apply income and Revenues in accordance with this Resolution and laws of the State of Ohio.

The County hereby agrees to transfer to any bona fide receiver or other subsequent operator of the District, pursuant to any valid court order in a proceeding brought to enforce collection or payment of the Bonds, all contracts and other rights of the County with respect to the Bonds, conditionally, for such time only as such receiver or operator shall operate by authority of the court.

In the event of default, 20% of the Registered Holders of the Bonds may require, by mandatory injunction, the County to raise the rates of the District by a reasonable amount.

Section 15. Governing Law. The provisions of this Resolution are subject to the laws of the State of Ohio and to the present and future regulations of the Federal Government not inconsistent with the express provisions hereof so long as it is the Registered Holder of any Bond.

Section 16. Severability. Each section of this Resolution and each subdivision or any section thereof is hereby declared to be independent and the finding or holding of any section or subdivision thereof to be invalid or void shall not be deemed or held to affect the validity of any other section or subdivision of this Resolution.

Section 17. Compliance with Loan Resolution. As long as the Federal Government is the Registered Holder of any Bond, this Resolution shall be subject, to the extent

permitted by and not in conflict with the Constitution and laws of the State of Ohio, and to the Loan Resolution.

Section 18. Satisfaction of Conditions Precedent. It is hereby determined and recited that all acts, conditions and things necessary to be done precedent to and in the issuing of the Series 2011 Bonds, in order to make them legal, valid and binding special obligations of the County, have happened, been done and performed in regular and due form and as required by law and that no limitation of indebtedness, either statutory or constitutional, will have been exceeded in the issuance of the Series 2011 Bonds.

Section 19. Certification and Delivery of Resolution. The Clerk of the Board is directed to deliver or cause to be delivered a certified copy of this Resolution to the County Auditor.

Section 20. Retention of Bond Counsel. The legal services of Squire, Sanders & Dempsey (US) LLP, as bond 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 and in paying other financing costs in connection with the Bonds at the direction of the County.

Section 21. Compliance with Open Meeting Requirements. This Board finds and determines that all formal actions of this Board and of any of its committees concerning and relating to the adoption of this Resolution were taken, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were held, in meetings open to the public in compliance with the law.

Section 22. Effective Date. This Resolution shall be in full force and effect immediately upon its adoption.

Roll call vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;
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RESOLUTION No. 11-0442 - RE: AUTHORIZE THE APPLICATION AND AGREE TO ENTER INTO A FY12 SUBSIDY GRANT AGREEMENT BETWEEN

PROGRAM ALSO KNOWN AS 408 NON-RESIDENTIAL MISDEMEANANT.

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following Resolution be adopted:

RESOLVED, that the Portage County Board of Commissioners does hereby authorize the grant application and agrees to enter into an FY12 Subsidy Grant Agreement between the Board of Commissioners (on behalf of Adult Probation) and the State of Ohio for Community Based Corrections Program also known as 408 Non-Residential Misdemeanant subsidy grant agreement, as recommended by the Portage County Adult Probation Department; and be it further

RESOLVED, that the State of Ohio awards the sum of Forty Two Thousand Nine Hundred Ninety Six Dollars and Zero Cents (\$42,996.00) *to be paid in four equal installments of \$10,749* for the period beginning with the effective date of July 1, 2011 and ending June 30, 2012, subject to the terms and conditions of this agreement, with no General Fund local match; and be it further

RESOLVED, that the Board of Commissioners authorizes the President of the Board of Commissioners or its designee to sign the grant acceptance documents; and be it further

RESOLVED, that a copy of the this resolution and the agreement be forwarded to the Portage County Auditor, the Department of Budget and Financial Management, and Adult Probation; and be it further

RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meetings open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote as follows:

Maureen T. Frederick, Yea;

Tommie Jo Marsilio, Yea;

Christopher Smeiles, Absent;

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RESOLUTION No. 11-0444

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RE:

ENTER INTO LICENSE AGREEMENT BETWEEN THE PORTAGE COUNTY COMMISSIONERS AND PORTAGE PRIVATE INDUSTRY COUNCIL HEADSTART

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following Resolution be adopted:

WHEREAS, the County owns property located at 449 S. Meridian St., Ravenna, Ohio known as the Portage County Administration Building; and

WHEREAS, Portage Private Industry Council Headstart wishes to use the Administration Building Lobby on June 1, July 6, August 3, September 7, October 5 and November 2, 2011 from 10:00 a.m. to 2:00 p.m. for recruitment and promotion of their services; now therefore be it

RESOLVED, that the Board of Portage County Commissioners does hereby agree to enter into a License Agreement between the Board and Portage Private Industry Council Headstart, 145 N. Chestnut St. LL, Ravenna, OH 44266 for use of the Administration Building Lobby on June 1, July 6, August 3, September 7, October 5 and November 2, 2011 from 10:00 a.m. to 2:00 p.m. for recruitment and promotion of their services; and be it further

RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meeting open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

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RESOLUTION No. 11-0445 - RE: PUBLIC ANNOUNCEMENT OF AVAILABLE CONTRACTS

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following Resolution be adopted:

WHEREAS, R.C. 153.67 requires that a public authority planning to contract for professional services publicly announce all contracts available from it for such services; now therefore be it

RESOLVED, that the Board of Portage County Commissioners authorizes the announcement of the request for proposals for professional services for the Portage County Engineer for the project known as **Construction Testing/Inspection for the Coit Road Bridge Replacement Project**; and be it further

RESOLVED, that such notice shall comply with all terms and requirements of Substitute House Bill 231 (Eff. 11/24/95) an specifically R.C. 153.67; and be it further

RESOLVED, that the announcement requesting proposals will be published in the Record Courier on **May 23, 2011**, and be it further

RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meetings open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

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RESOLUTION No. 11-0446 - RE: PUBLIC ANNOUNCEMENT OF AVAILABLE CONTRACTS

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following Resolution be adopted:

WHEREAS, R.C. 153.67 requires that a public authority planning to contract for professional services publicly announce all contracts available from it for such services; now therefore be it

RESOLVED, that the Board of Portage County Commissioners authorizes the announcement of the request for proposals for professional services for the Portage County Engineer for the project known as **Construction Testing/Inspection for the Eberly Road Bridge Replacement Project**; and be it further

RESOLVED, that such notice shall comply with all terms and requirements of Substitute House Bill 231 (Eff. 11/24/95) an specifically R.C. 153.67; and be it further

RESOLVED, that the announcement requesting proposals will be published in the Record Courier on **May 23, 2011**, and be it further

RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meetings open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

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Water Resources Department, the Human Resources Department and other select departments; and

WHEREAS, the Interim Director of Water Resources and the Director of Budget and Financial Management has determined that as part of this re-organization for efficient operations and/or for reasons of economy one (1) position in the Water Resources Department now be eliminated; now therefore be it

RESOLVED, that the Portage County Board of Commissioners does hereby approve the job abolishment of the Accounting Supervisor position in the Water Resources Department; and be it further

RESOLVED, that the Portage County Board of Commissioners lay off one full-time Accounting Supervisor in the Water Resources Department effective at close of business on June 10, 2011; and be it further

RESOLVED, that the Board of Commissioners 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 that resulted in those formal actions were in meetings open to the public in compliance with the law including Section 121.22 of the Ohio Revised Code.

Voice vote as follows:

Maureen T. Frederick, Yea; Tommie Jo Marsilio, Yea; Christopher Smeiles, Absent;

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RESOLUTION No. 11-0449 ~ **RE: APPROVE JOB ABOLISHMENT AND SUBSEQUENT LAYOFF OF POSITION IN THE PORTAGE COUNTY DEPARTMENT OF WATER RESOURCES.**

It was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick that the following resolution be adopted:

WHEREAS, on May 3, 2011 the Portage County Board of Commissioners has agreed to continue with the Department of Budget & Financial Management re-organization and the consolidation of accounting functions for the Solid Waste Management District, the Water Resources Department, the Human Resources Department and other select departments; and

WHEREAS, the Interim Director of Water Resources and the Director of Budget and Financial Management has determined that due to a re-organization for efficient operations and/or for reasons of economy one (1) position in the Water Resources Department now be eliminated; now therefore be it

INVITATIONS

May 19, 2011

1. Invitation from Judi Allen, Brimfield Area Chamber of Commerce for the Dining to Donate event for the Boy Scouts of America on Wednesday, May 18, 2011, 11:00 AM-9:00 PM at Applebees of Brimfield.
2. Invitation from Willis for a complimentary seminar "Bringing the Captive Solution to Employee Benefits" on Wednesday, June 15, 2011, 8:00 AM, Crowne Plaza Independence.

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INCOMING CORRESPONDENCE

May 19, 2011

1. Discussion: Directors sick leave, vacation, flex time policy. Human Resources Department Director U'Halie will review the information from the Board of Commissioners regarding this issue/Bring back with the Human Resources Department Director.
2. May 13, 2011 confidential e-mail from Commissioner Frederick to Attorney Denise Smith regarding the Portage Animal Protective League/Information only.
3. May 15, 2011 e-mail from Renae Hammel, regarding a basement flooding problem in Twin Lakes/The Board of Commissioners discussed this issue with Water Resources Department Director Jeff Lonzrick on May 17th.
4. May 16, 2011 e-mail from President Barack Obama, requesting nominations for the 2011 Citizens Medal on or before Monday, May 30, 2011/Executive Assistant to investigate.
5. May 17, 2011 memo from Bob Wrentmore, Building Department, regarding Fire Sprinkler Incentive Act of 2011/Add to the May 24th agenda for the CBO
6. May 16, 2011 correspondence from Nick Kennedy, County Farm Bureau, to the Board of Commissioners, requesting completion of the Suggestion Form by Wednesday, June 1, 2011/Referred to the Executive Assistant.
7. May 15, 2011 correspondence from Sandra Halem, Kent Historical Society, regarding the Kent Municipal Court/Information only.

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JOURNAL ENTRY

May 19, 2011

1. Board of Commissioners' authorization requested to pay the May 12, 2011 Invoice for Professional Services rendered during April 2011 – Retainer for \$175.00 as requested by Clemans Nelson & Associates, Inc. and approved by the Human Resources Department Director Karen U'Halie.
2. The Board of Commissioners received the Kennel Disposition Report for May 9, 2011 through May 15, 2011 as presented by Dave McIntyre, Dog Warden.

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REFERRED

May 19, 2011

1. May 11, 2011 correspondence from Sheriff David Doak, regarding CIT Officer of the Year – Lt. Greg Johnson/Executive Assistant to prepare letter of congratulations.
2. May 12, 2011 correspondence from Alberta Caetta, regarding the Mental Health & Recovery Board. Referred to Executive Assistant.
3. May 12, 2011 correspondence from Judy Repcik, Edinburg Township, regarding the Tax Incentive Review Council (TIRC). Referred to Executive Assistant.
4. The Board of Commissioners received the Equal Employment Opportunity, Disadvantaged Business Enterprise and Title VI Policy Book as presented by Portage Area Regional Transportation Authority (PARTA)/Referred to the Prosecutor’s Office.

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INFORMATION ONLY

May 19, 2011

1. May 5, 2011 correspondence from OSU Extension, including the 2010 OSU Extension highlights for Portage County.
2. May 13, 2011 e-mail from Larry Long, County Commissioners Association of Ohio, regarding NACo prescription discount card program.
3. May 15, 2011 e-mail from AMATS, including a News Release entitled “Greater Akron area gets rolling with events from National Bike Week”.
4. May 16, 2011 e-mail from Michelle Ripley, Safety Loss, regarding the Chimney removal.

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PROSECUTOR

May 19, 2011

1. May 13, 2011 e-mail from Denise Smith, regarding the Regional Airport Authority deed/David Brode preparing.
2. May 16, 2011 correspondence from Vic Vigluicci, regarding approval of outside counsel contract/the Board of Commissioners agreed to meet with the Prosecutor to discuss this issue.

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PLEASE ADD TO THE AGENDA

May 19, 2011

1. May 18, 2011 notice from CBO Bob Wrentmore or his retirement effective August 31, 2011/Journal Entry.

2. May 17, 2011 email from the Portage County Airport regarding the FAA Grant 25-11 Preapplication. Forwarded to the Department of Budget & Financial Management for review.
3. Draft resolution to approve the Sick Leave Conversion Policy as presented by the Portage County Coroner in accordance with direction from the Prosecutor's Office/Clerk to draft response to the County Coroner that the Board of Commissioners is considering a change to their Sick Leave Conversion Policy.
4. May 12, 2011 email from Mike Bogo regarding the Habitat for Humanity request that the \$20,000 forgivable note be extended to the next home owner at 1462 Hillcrest via a deed-in-lieu, which would remove the current mortgagor from the deed and allow Habitat to hold the title until a new family is identified. Referred to the Department of Budget & Financial Management and Attorney Denise Smith for comment.

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JOURNAL ENTRY

May 19, 2011

Motion by Tommie Jo Marsilio, seconded by Maureen T. Frederick to approve the following actions:

1. The Board of Commissioners authorized payment of the May 12, 2011 Invoice for Professional Services rendered during April 2011 – Retainer for \$175.00, as presented by Clemans Nelson & Associates, Inc. and approved by the Human Resources Department Director Karen U’Halie.
2. The Board of Commissioners acknowledged the receipt of the Kennel Disposition Report for May 9, 2011 through May 15, 2011, as presented by Dog Warden Dave McIntyre.
3. The Board of Commissioners agreed to begin the process of closing the Munis Financial System Project Fund, Fund 4004 and moving the remaining funds into the General Fund. Department of Budget & Financial Management Director Audrey Tillis to facilitate that closing.
4. The Board of Commissioners accepted the recommendation of Internal Services Director JoAnn Townend and authorized the hire of Gardiner Trane to clean and disinfect the tubes and water used in the cooling system in the Portage County Administration Building at a cost of \$8,544.
5. The Board of Commissioners accepted the recommendation of Internal Services Director JoAnn Townend and authorized the purchase of a walk-behind mower from Miner’s Tractor Sales of Rootstown for the Portage County Maintenance Department at a cost of \$3,281.22.
6. After meeting in an Executive Session today with Internal Services Director JoAnn Townend, the Board of Commissioners authorized the hire of two part-time seasonal workers as follows. The Board of Commissioners noted that these hires are contingent upon the applicants passing a pre-employment physical and drug screen and motor vehicle record check, if applicable.
 - A. Steven Zivoder
 - B. David Donahue
7. The Board of Commissioners accepted the recommendation of JFS Director Judee Genetin and approved the following job descriptions as revised by staff and reviewed by Human Resources Department Director Karen U’Halie:

- a. One- Stop Manager
- b. Public Assistance (PA) Supervisor
- c. Assistant Director – Administration
- d. Child Support Enforcement Agency (CSEA) Case Management Supervisor
- e. CSEA Fiscal Supervisor
- f. CSEA Lead Attorney
- g. CSEA Hearing Officer
- h. CSEA Staff Attorney
- i. PCSA Legal Specialist
- j. Quality Review Specialist
- k. Fiscal Supervisor – Administration
- l. PCSA Fiscal Supervisor
- m. Accountant
- n. Assistant Director – Fiscal Operations

- 8. The Board of Commissioners accepted the retirement notice from Portage County Building Department CBO Bob Wrentmore, effective August 31, 2011.
- 9. The Board of Commissioners accepted the recommendation of Nursing Home Administrator Christa Mayes and authorized RN Supervisor Susan Schaub to be paid as the Interim Director of Nursing at The Woodlands at Robinson at \$28.84, beginning on May 18, 2011. The Board of Commissioners noted that the new Director of Nursing will begin work within the next three weeks.

Commissioner Smeiles absent, motion carries.

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We do hereby certify that the foregoing is a true and correct record of the Portage County Board of Commissioners' meeting on **May 19, 2011**. There being no further business to come before the Board, it was moved by Tommie Jo Marsilio, seconded by Maureen T. Frederick to adjourn the official meeting at 3:10 PM. Commissioner Smeiles absent, motion carries.

Maureen T. Frederick, President

Tommie Jo Marsilio, Vice-President

ABSENT

Christopher Smeiles, Board Member

Deborah Mazanec, Clerk

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