

Orange Township Trustees
March 10, 2017
Special Trustee Meeting

The audio recording, resolutions passed, and any attachments constitutes an accurate record of the Orange Township Trustee Minutes at the above dated meeting as determined by the Fiscal Officer. The following summary is provided as an overview of the meeting and a “road map” to the audio recording. Copies of this record are available by request at the Orange Township Fiscal Office, 1680 East Orange Road, Lewis Center, Ohio 43035.

Chairperson Quigley called the meeting to order at 9:00 a.m.

This meeting was held at the Orange Township Hall, 1680 East Orange Road, Lewis Center, Ohio 43035.

ROLL CALL: Robert Quigley – present, Deborah Taranto – present, Lisa F. Knapp – present.

TOWNSHIP OFFICIALS ALSO PRESENT

Matt Noble	Fire Chief
Joel Spitzer	Fiscal Officer
Amanda Sheterom	Human Resources/Communications Manager
Beth Hugh	Maintenance and Parks Director
Lee Bodnar	Township Administrator
Michael McCarthy	Township General Counsel

The minutes were prepared by Administrative Assistant for Maintenance and Parks Mary Ann Ross.

The purpose of this meeting is:

o Regular Session:

- o Discussion and Possible Action Regarding Trustee Access to Township Financial Accounts and Information
- o Discussion and Possible Action Regarding Regular Trustee Meetings Scheduled for April 17, 2017 and June 19, 2017
- o Discussion and Possible Action Regarding Agreement for the Community Electric Aggregation Program
- o Discussion and Possible Action Regarding Signature Authorization in Relation with the Construction of the North Road Park

REGULAR SESSION

DISCUSSION AND POSSIBLE ACTION REGARDING TRUSTEE ACCESS TO TOWNSHIP FINANCIAL ACCOUNTS AND INFORMATION

Ms. Knapp commented she had a concern that none of the Trustees had access to any of the bank accounts the township has including the Fifth Third accounts, the Delaware County Bank accounts, any of the accounts the township has. She commented the Trustees has no access to them, they do not see the monthly statements; the Board has no on line access to these accounts. She asked if any of the other Trustees were concerned about this.

Ms. Taranto commented any time she has asked for something, it has been made available to her. Ms. Knapp asked if she got copies of the bank statements. Ms Taranto commented she didn't ask for them; she has seen the reconciliations. Ms. Knapp asked if she was okay not seeing the bank statements. Ms. Taranto commented if she wanted to see them she would ask for it.

Ms. Knapp commented that Mr. Spitzer says they do not get bank statements. Fiscal Officer, Mr. Spitzer commented that it was not true. Ms. Knapp commented yes, he did say that. Mr. Spitzer commented she was misrepresenting, and lying and he was tired of it. He continued that she had

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received by certified mail, which she signed for, copies of bank statements from 2011 to the present.

The conversation escalated between Mr. Spitzer and Ms. Knapp. Ms. Knapp accused Mr. Spitzer of lying. During the heated conversation Ms. Knapp asked if Mr. Quigley had gotten bank statements. He commented anytime he has asked for anything he has gotten it.

The heated argument continued and Mr. Quigley asked to move on. The argument continued.

Mr. Quigley called for a recess.

Mr. Quigley returned the meeting to regular session.

REGULAR SESSION (Continued)

DISCUSSION AND POSSIBLE ACTION REGARDING TRUSTEE ACCESS TO TOWNSHIP FINANCIAL ACCOUNTS AND INFORMATION (Continued)

Ms. Knapp commented she was not going to stop speaking about this. She was concerned because there is one person assigned to the township at one of the banks. She had left the woman a message two weeks ago and Ms. Knapp has not heard from her. She would like current access. Mr. Spitzer commented it was a control issue. They continued to argue back and forth. She asked for read only access. Mr. Spitzer commented the different entities did not want to deal with her. The discussion continued with Ms. Taranto and Mr. Bodnar answering questions addressed to them.

Mr. Quigley commented he was moving on to the regular trustee meeting dates.

DISCUSSION AND POSSIBLE ACTION REGARDING REGULAR TRUSTEE MEETINGS SCHEDULED FOR APRIL 17, 2017 AND JUNE 19, 2017

Ms. Taranto asked if Ms. Knapp would be able to make those meetings. Ms. Taranto was not clear on Ms. Knapp's answer. Ms. Taranto asked her again and Ms. Knapp said yep.

Ms. Knapp and Mr. Spitzer continued to argue.

Mr. Quigley moved the meeting along to the topic of community electric aggregation program.

DISCUSSION AND POSSIBLE ACTION REGARDING AGREEMENT FOR THE COMMUNITY ELECTRIC AGGREGATION PROGRAM

Scott Belcastro, from Trebel, LLC introduced himself. He commented:

- Reviewed they had met earlier to discuss the bids
- Decision was to go with Capital Energy for a twelve month term
- Everyone has been working together on an agreement that is acceptable
- There were some changes, which he felt were not too extensive
- He feels everyone is in a good spot
- Start date will be July
- He discussed rates

Mr. Belcastro answered the questions from the Board.

Mr. McCarthy, Township General Counsel, addressed Mr. Quigley's questions.

RES.17-151 DESIGNATION OF CAPITAL ENERGY LLC (D/B/A CAPITAL ENERGY OHIO) AS COMPETITIVE RETAIL ELECTRIC SERVICE ("CRES") PROVIDER AND AUTHORIZATION TO EXECUTE AGREEMENT TO PROVIDE COMPETITIVE RETAIL ELECTRIC SERVICE TO A GOVERNMENTAL AGGREGATION PROGRAM BY AND BETWEEN ORANGE TOWNSHIP, DELAWARE COUNTY, OHIO AND CAPITAL ENERGY LLC (D/B/A CAPITAL ENERGY OHIO)

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Mr. Quigley moved the adoption of the following resolution:

BE IT RESOLVED that the Board of Township Trustees of Orange Township, Delaware County, Ohio ["Board"] designates Capital Energy LLC doing business as Capital Energy Ohio, ["CEO"] as the competitive retail electric service ["CRES"] provider and agent for the provision of electric power and power-related services to eligible customers of the Orange Township Electric Aggregation Program for the term of the *Agreement to Provide Competitive Retail Electric Service to a Governmental Aggregation Program by and Between Orange Township, Delaware County, Ohio and Capital Energy LLC (d/b/a Capital Energy Ohio)* ["Agreement"] submitted to the Board by CEO.

BE IT FURTHER RESOLVED that the Board enter into the Agreement with CEO in the form submitted to the Board by CEO and bearing the identifier 031017 in its footer, the terms and provisions of which are incorporated by reference into this Resolution.

BE IT FURTHER RESOLVED that the Township Administrator is authorized and directed to execute the Agreement on behalf of the Board and to take all other necessary action to conclude and implement the same.

BE IT FURTHER RESOLVED that those portions of prior resolutions of the Board inconsistent with this Resolution are hereby repealed and of no further force or effect.

BE IT FURTHER RESOLVED that this Resolution shall be effective from and after the date of its passage and that all formal actions of this Board concerning and relating to the passage of this Resolution were adopted in an open meeting of this Board, and all deliberations of this Board 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, including R.C. Section 121.22.

Motion seconded by Ms. Knapp.

VOTE: Quigley – yes, Knapp – yes, Taranto – yes.

There was a brief discussion among Mr. Belcastro, the Board and Mr. Bodnar.

DISCUSSION AND POSSIBLE ACTION REGARDING SIGNATURE AUTHORIZATION
IN RELATION WITH THE CONSTRUCTION OF THE NORTH ROAD PARK

Ms. Hugh, Director of Parks and Maintenance, explained this resolution was to allow her to sign certain regulatory and governmental permits that would be coming down the line.

**RES.17-152 AUTHORIZING THE MAINTENANCE AND PARKS DIRECTOR TO
APPLY FOR AND SIGN ALL REGULATORY AND GOVERNMENTAL PERMITS OR
APPLICATIONS REQUIRED FOR THE CONSTRUCTION OF NORTH ORANGE
PARK**

Motion by Mr. Quigley,

WHEREAS, the Orange Township Board of Trustees ("Board") has previously approved the development of North Orange Park ("Park") in the Township; and,

WHEREAS, as part of the development of the Park, certain regulatory and governmental permits are required, including from the U.S. Environmental Protection Agency, the Ohio Environmental Protection Agency, and the Delaware County Regional Sewer District; and,

WHEREAS, in order to expedite the development of the Park, the Board desires to authorize the Orange Township Maintenance and Parks Director to apply for and sign all required permits, contracts, and applications necessary for the development of the Park.

NOW THEREFORE BE IT RESOLVED by the Board of Trustees of Orange Township, that:

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Section 1. The Board hereby authorizes the Orange Township Maintenance and Parks Director to apply for and sign any regulatory or governmental permit, contract, or application on the Board's behalf for the development of the Board-owned North Road property for Park development.

Section 2. The authority conferred by this Resolution is for regulatory and governmental instruments only, not for contracts with private contractors.

Section 3. All formal actions of this Board concerning and relating to the passage of this Resolution were adopted in an open meeting of the Board, and all deliberations of this Board 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, including R.C. § 121.22.

Section 4. This Resolution shall be in full force and effect immediately upon adoption.

Motion seconded by: Ms. Knapp.

VOTE: Quigley – yes, Knapp – yes, Taranto – yes.

There was no further business, meeting adjourned at 9:30 a.m.

Robert W. Quigley, Chairman

Deborah Taranto, Vice Chairman

Lisa Knapp, Trustee

Attest: _____
Joel M. Spitzer, Fiscal Officer