

**BOARD OF TRUSTEES JOURNAL OF ACTIONS
FROM REGULAR TRUSTEE MEETING HELD MAY 17, 2021
ORANGE TOWNSHIP - DELAWARE COUNTY**

The electronic recordings of this meeting serve as the official meeting minutes.
A full and accurate account of this meeting's audio and video can be found at
www.orangetwp.org

Mr. Grumbles called the meeting to order at 6:01 p.m.

PRESENT: Ben Grumbles, Chair
Deborah Taranto, Vice-Chair
Ryan Rivers, Trustee
Lisa Kraft, Fiscal Officer

ALSO PRESENT: Silas Bowers, Director of Operations
Nathan McNeil, Fire Chief
Michele Boni, Development and Zoning Director

EXECUTIVE SESSION

RES.21-161 ENTER INTO EXECUTIVE SESSION

WHEREAS, the Board of Trustees for Orange Township need to move into Executive Session to consider the appointment, employment, or compensation of a public employee or official

Seconded by Ms. Taranto

VOTE: Grumbles – Yes Taranto – Yes Rivers – Abstain

Invited to attend: Mr. Grumbles, Ms. Taranto, Mr. Rivers, Ms. Kraft, Brian Zets

RES.21-162 RETURN TO REGULAR SESSION

Mr. Grumbles made a motion to return to regular session

Seconded by Ms. Taranto

VOTE: Grumbles – Yes Taranto – Yes Rivers – Yes

RES.21-163 A RESOLUTION AUTHORIZING AND DIRECTING THE ACTING TOWNSHIP ADMINISTRATOR, OR HER DESIGNEE, TO POST A REQUEST FOR RESUMES FOR THE POSITION OF TOWNSHIP ADMINISTRATOR

Mr. Grumbles moved the adoption of the following resolution:

WHEREAS, at its May 3, 2021 meeting, the Board of Trustees terminated Andrew King, without cause (i.e., for any undisclosed reason) and relieved him of his duties during the Notice Period. Notice of this termination was given to Andrew King in accordance with his employment agreement. As such, there is a vacancy in the position of Township Administrator; and

WHEREAS, the Township Administrator shall have those qualifications, requirements, duties and responsibilities, and serve under those terms and provisions, stated in the position description; and

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effective May 19, 2021. This is an at-will appointment/designation, and Michele Boni shall serve as Acting Township Administrator at the pleasure of the Board of Trustees.

SECTION 2: Michele Boni shall continue to serve as Planning & Zoning Director while she assumes the Acting Township Administrator's duties and responsibilities.

SECTION 3: The Township shall pay Michele Boni an additional \$2,211.54 per pay to compensate her for the time needed to perform the additional duties/responsibilities of Acting Township Administrator.

SECTION 4: It is found and determined that all formal actions of this Board concerning and relating to the adoption of this resolution were adopted in an open meeting of this Board, and that all deliberations of the Board and any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code.

Seconded by Ms. Taranto

VOTE: Grumbles – Yes Taranto – Yes Rivers – Yes

**RES.21-165 APPROVING THE ELECTRONIC RECORD OF THE
PROCEEDINGS FROM THE REGULAR MEETING HELD ON MAY 3, 2021
AND SPECIAL MEETING HELD ON MAY 10, 2021:**

WHEREAS, the Board of Trustees for Orange Township, Delaware County, Ohio (the "Board") met in regular session on May 3, 2021 and Special Meeting held on May 10, 2021; and

WHEREAS, the Fiscal Officer has certified, pursuant to section 305.11 of the Ohio Revised Code, that the entire record of the proceedings at that meeting is completely and accurately captured in the electronic record of those proceedings;

NOW, THEREFORE, BE IT RESOLVED that the Board hereby approves the electronic record of proceedings at the Regular Meeting held on May 3, 2021 and Special Meeting held on May 10, 2021

Seconded by Ms. Taranto

VOTE: Grumbles – Yes Taranto – Yes Rivers – Yes

RES 21-166 SCHEDULE HEARING FOR ZON-21-03, PLAN 4 LAND LLC

Motion by Mr. Grumbles to set hearing date for ZON-21-03 of Plan 4 Land LLC, on June 21, 2021 at 6:00 p.m., via virtual meeting.

Seconded by Ms. Taranto

VOTE: Grumbles – Yes Taranto – Yes Rivers – Yes

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| | | | | |
|-----------------|------------|-------------------------|------|------------|
| Michele Boni | Individual | First Commonwealth Bank | 0290 | \$1,500.00 |
| Nancy Fay | Individual | First Commonwealth Bank | 0308 | \$5,000.00 |
| Aaron James | Individual | First Commonwealth Bank | 0324 | \$2,000.00 |
| Adam Miller | Individual | First Commonwealth Bank | 0332 | \$5,000.00 |
| Patti Lewis | Individual | First Commonwealth Bank | 0373 | \$1,500.00 |
| Jeffrey Beard | Individual | First Commonwealth Bank | 0787 | \$1,500.00 |
| Nathan McNeil | Individual | First Commonwealth Bank | 4218 | \$2,500.00 |
| Valerie Bunting | Individual | First Commonwealth Bank | 4317 | \$2,500.00 |
| Silas Bowers | Individual | First Commonwealth Bank | | \$2,500.00 |

Mr. Grumbles introduced the following resolution and Ms Taranto moved its passage:

RES. 21-170 APPROVING A PETITION FOR SPECIAL ASSESSMENTS FOR SPECIAL ENERGY IMPROVEMENT PROJECTS AND A PLAN FOR PUBLIC IMPROVEMENTS; AND APPROVING THE NECESSITY OF ACQUIRING, CONSTRUCTING, AND IMPROVING CERTAIN PUBLIC IMPROVEMENTS IN THE

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**TOWNSHIP IN COOPERATION WITH THE DELAWARE COUNTY REGIONAL
ENERGY SPECIAL IMPROVEMENT DISTRICT**

WHEREAS, as set forth in Ohio Revised Code Chapter 1710, the Ohio General Assembly has authorized property owners to include their properties within energy special improvement districts (“ESIDs”) upon a petition to a municipal corporation or township, which ESIDs are voluntary organizations of property owners who undertake special energy improvement projects for their properties and finance such special energy improvement projects by way of voluntary special assessments; and

WHEREAS, BZ Evans, LLC (the “Owner”), as the current owner of certain real property located in Orange Township at 0 Lewis Center Road, Lewis Center, Ohio 43035 (the “Project Site”), and The Cove at Evans Farm, LLC (the “Company” and together with the Owner, the “Petitioners”), as the anticipated successor owner of the Project Site, have identified the Project Site as an appropriate property for special energy improvement projects pursuant to Ohio Revised Code Chapter 1710; and

WHEREAS, the Westerville Regional Energy Special Improvement District d/b/a/ the Delaware County Regional Energy Special Improvement District (the “District”) was created under Ohio Revised Code Chapters 1702 and 1710 as an ESID and established pursuant to a resolution adopted by the City of Westerville, Ohio (the “Creation Resolution”); and

WHEREAS, by the Creation Resolution and under Ohio Revised Code Section 1710.02, articles of incorporation (the “Articles of Incorporation”) for a nonprofit corporation, the board of directors of which governs the District, were approved and filed with the Ohio Secretary of State; and

WHEREAS, by the Creation Resolution and under Ohio Revised Code Section 1710.02, the District’s Delaware County Regional Energy Special Improvement District Program Plan (as duly amended and supplemented from time to time, the “Plan”) was approved as a plan for public improvements and public services for the District; and

WHEREAS, as permitted under Ohio Revised Code Section 1710.02, the Plan and the Articles of Incorporation allow for the addition of real property within any “participating political subdivision” of the District or within any municipal corporation or township which is adjacent to any participating political subdivision of the District to the territory of the District by the approval of the municipal corporation or township in which that real property is located; and

WHEREAS, the Petitioners have determined to submit to the Board a Petition for Special Assessments for Special Energy Improvement Projects (the “Petition”), together with a Delaware County Regional Energy Special Improvement District Project Plan Supplement to Plan for 0 Lewis Center Road (The Cove), Orange Township, Delaware County, Ohio Project (the “Supplemental Plan”), all in accordance with Ohio Revised Code Section 1710.02, each of which are now on file with the Board and the Fiscal Officer of Orange Township (the “Fiscal Officer”); and

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WHEREAS, the Petition and the Supplemental Plan request that the Project Site be added to the District and that Orange Township levy special assessments on the Project Site to pay the costs of special energy improvement projects to be provided on the Project Site, all as described more particularly in the Petition and the Supplemental Plan (the “Project”); and

WHEREAS, the Petition is for the purpose of developing and implementing special energy improvement projects in furtherance of the purposes set forth in Section 2o of Article VIII of the Ohio Constitution, including, without limitation, the Project, and further, the Petition identifies the amount and length of the special assessments to be imposed with respect to the Project; and

WHEREAS, this Board, pursuant to Ohio Revised Code Section 1710.02(G)(4), has determined that the energy special improvement project to be constructed and implemented on the Project Site is not required to be owned exclusively by the Township for its purposes, for uses determined by this Board, as the legislative authority of the Township as those that will promote the welfare of the people of the Township; to improve the quality of life and the general and economic well-being of the people of Township; to better ensure the public health, safety, and welfare; to protect water and other natural resources; to provide for the conservation and preservation of natural and open areas and farmlands, including by making urban areas more desirable or suitable for development and revitalization; to control, prevent, minimize, clean up, or mediate certain contamination of or pollution from lands in the state and water contamination or pollution; or to provide for safe and natural areas and resources; and

WHEREAS, this Board, as mandated by Ohio Revised Code Section 1710.02, must approve or disapprove the Petition within 60 days of the submission of the Petition; and

WHEREAS, this Board has determined to approve the Petition, together with the Supplemental Plan; and

WHEREAS, in the Petition, the Petitioners request that the Project be paid for by special assessments assessed upon the Project Site (the “Special Assessments”) in an amount sufficient to pay the costs of the Project, which is estimated to be \$6,532,389.92, including other related costs of financing the Project, which include, without limitation, the payment of principal of, and interest on, obligations issued to pay the costs of the Project and other interest, financing, credit enhancement, and issuance expenses and ongoing trustee fees and District administrative fees and expenses, and requests that the Project be undertaken cooperatively by Orange Township, the District, and such other parties as Orange Township may deem necessary or appropriate; and

WHEREAS, it is necessary for the immediate preservation of public peace, property, health and safety that this Resolution take effect at the earliest possible date in order to allow the Owner to convey the Project Site to the Company, the Company to begin work on the special energy improvement project on the Project Site, and the District to take advantage of financing available to it for a limited time.

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

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SECTION 1. This Board approves the Petition, the Program Plan, the Supplemental Plan, and the Articles of Incorporation now on file with the Fiscal Officer. Under the Creation Resolution, the Plan, and the Articles of Incorporation, the Project Site is added to the territory of the District.

SECTION 2. This Board hereby approves and consents to (i) any addition of real property to the territory of the District within the boundaries of any municipal corporation or township in which a portion of the territory of the District is located or any municipal corporation or township located in a county which is contiguous to the counties in which a portion of the territory of the District is located; (ii) the addition of the municipal corporation or township in which such real property is located as a “participating political subdivision,” as defined in Ohio Revised Code Section 1710.01(E), of the District; and (iii) any amendment to the Articles of Incorporation or the Plan necessary to recognize or effect such addition.

SECTION 3. Pursuant to Ohio Revised Code Section 1710.02(G)(4), this Board determines that the Project is not required to be owned exclusively by the Township for its purposes, for uses determined by this Board, as the legislative authority of the Township, as those that will promote the welfare of the people of such participating political subdivision; to improve the quality of life and the general and economic well-being of the people of the Township; to better ensure the public health, safety, and welfare; to protect water and other natural resources; to provide for the conservation and preservation of natural and open areas and farmlands, including by making urban areas more desirable or suitable for development and revitalization; to control, prevent, minimize, clean up, or mediate certain contamination of or pollution from lands in the state and water contamination or pollution; or to provide for safe and natural areas and resources. This Board accordingly authorizes the Board of Directors to act as its agent to sell, transfer, lease, or convey the Project. The consideration the Board of Directors must obtain from any sale, transfer, lease, or conveyance of the special energy improvement project on the Project Site is any consideration greater than or equal to One Dollar and Zero Cents (\$1.00).

SECTION 4. This Board declares necessary, and a vital and essential public purpose of Orange Township, to improve the Project Site within Orange Township by providing for the acquisition, construction, and improvement of the Project by the Petitioners, as set forth in the Petition, and providing for the payment of the costs of the project, including any and all architectural, engineering, legal, insurance, consulting, energy auditing, planning, acquisition, installation, construction, surveying, testing, and inspection costs; the amount of any damages resulting from the Authorized Improvements and the interest on such damages; the costs incurred in connection with the preparation, levy and collection of the special assessments; the cost of purchasing and otherwise acquiring any real estate or interests in real estate; expenses of legal services; costs of labor and material; and other financing costs incurred in connection with the issuance, sale, and servicing of securities, nonprofit corporate obligations, or other obligations issued to provide a loan to the Company or otherwise to pay costs of the Authorized Improvements in anticipation of the receipt of the Special Assessments, capitalized interest on, and financing reserve funds for, such securities, nonprofit corporate obligations, or other obligations so issued, including any credit enhancement fees, trustee fees, and District administrative fees and expenses; together with all other

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necessary expenditures, all as more fully described in the Petition and profiles, specifications, and estimates of cost of the Project, all of which are on file with the Fiscal Officer and open to the inspection of all persons interested.

SECTION 5. This Board determines that the Project's elements are so situated in relation to each other that in order to complete the acquisition and improvement of the Project's elements in the most practical and economical manner, they should be acquired and improved at the same time, with the same kind of materials, and in the same manner; and that the Project's elements shall be treated as a single improvement, pursuant to Ohio Revised Code Section 727.09, and the Project's elements shall be treated as a joint improvement to be undertaken cooperatively by Orange Township and the District pursuant to Ohio Revised Code Section 9.482 and Ohio Revised Code Chapter 1710.

SECTION 6. The plans and specifications and total cost of the Project now on file in the office of the Fiscal Officer are approved, subject to changes as permitted by Ohio Revised Code Chapter 727. The Project shall be made in accordance with the plans, specifications, profiles, and estimates for the Project.

SECTION 7. This Board declares that the Project is an essential and vital public, governmental purpose of Orange Township as a Special Energy Improvement Project, as defined in Ohio Revised Code Section 1710.01(I); and that in order to fulfill that essential and vital public purpose of Orange Township, it is necessary and proper to provide, in cooperation with the District, for the acquisition, construction, and improvement of the Project in the manner contemplated by the Petition. This Board determines and declares that the Project is conducive to the public peace, health, safety, and welfare of Orange Township and the inhabitants of Orange Township.

SECTION 8. Pursuant to, and subject to, the provisions of a valid Petition signed by the owners of 100% of the Project Site, the entire cost of the Project shall be paid by the Special Assessments levied against the Project Site, which is the benefited property. The provisions of the Petition are ratified, adopted, approved and incorporated into this Resolution as if set forth in full in this Resolution. The portion of the costs of the Project allocable to Orange Township will be 0%. Orange Township does not intend to issue securities in anticipation of the levy of the Special Assessments.

SECTION 9. The method of levying the Special Assessments shall be in proportion to the benefits received, allocated among the parcels constituting the Project Site as set forth in the Petition.

SECTION 10. The lots or parcels of land to be assessed for the Project shall be the Project Site, described in Exhibit "A" to the Petition, all of which lots and lands are determined to be specially benefited by the Project.

SECTION 11. The Special Assessments shall be levied and paid in 56 semi-annual installments pursuant to the list of estimated Special Assessments set forth in the Petition, and the Petitioners have waived their option to pay the Special Assessment in cash within 30 days after

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the passage of the assessing Resolution. The period over which the services and improvements provided pursuant to the Supplemental Plan are useful is determined to exceed 28 years.

The aggregate amount of Special Assessments estimated to be necessary to pay the costs of the Project is \$6,532,389.92. Each semi-annual Special Assessment payment represents payment of a portion of the principal of and interest on obligations issued to pay the costs of the Project and of administrative expenses. The interest portion of the Special Assessments, together with amounts used to pay administrative expenses, are determined to be substantially equivalent to the fair market rate or rates of interest that would have been borne by securities issued in anticipation of the collection of the Special Assessments if such securities had been issued by Orange Township. In addition to the Special Assessments, the Delaware County Auditor (the "County Auditor") may impose a special assessment collection fee with respect to each annual payment, which amount will be added to the Special Assessments by the County Auditor.

SECTION 12. The Fiscal Officer or the Fiscal Officer's designee is authorized and directed to prepare and file in the office of the Board the estimated Special Assessments for the cost of the Project in accordance with the method of assessment set forth in the Petition and this Resolution, showing the amount of the assessment against each lot or parcel of land to be assessed.

SECTION 13. That pursuant to the Petition, the Petitioners have waived notice of the adoption of this Resolution and the filing of the estimated Special Assessments, as provided in Ohio Revised Code Section 727.13, and Orange Township hereby accepts that waiver.

SECTION 14. The Fiscal Officer or the Fiscal Officer's designee is authorized, pursuant to Ohio Revised Code Section 727.12, to cause the Special Assessments to be levied and collected at the earliest possible time including, if applicable, prior to the completion of the acquisition and construction of the Project.

SECTION 15. The Special Assessments will be used by Orange Township to provide the Authorized Improvements in cooperation with the District in any manner, including assigning the Special Assessments actually received by Orange Township to the District or to another party Orange Township deems appropriate, and the Special Assessments are appropriated for such purposes.

SECTION 16. This Board accepts and approves the waiver of all further notices, hearings, claims for damages, rights to appeal and other rights of property owners under the law, including but not limited to those specified in the Ohio Constitution, Ohio Revised Code Chapter 727 and Ohio Revised Code Chapter 1710 and consents to the immediate imposition of the Special Assessments upon the Project Site. This waiver encompasses, but is not limited to, waivers by the Petitioners of the following rights:

- (i) The right to notice of the adoption of the Resolution of Necessity under Ohio Revised Code Sections 727.13 and 727.14;
- (ii) The right to limit the amount of the Special Assessments under Ohio Revised Code Sections 727.03 and 727.06, including the right to consider the Special Assessments

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- authorized by this Petition within the limitations contained in Ohio Revised Code Section 727.03 and 727.06 applicable to the Special Assessments and any other special assessments properly levied now or in the future;
- (iii) The right to file an objection to the Special Assessments under Ohio Revised Code Section 727.15;
 - (iv) The right to the establishment of, and any proceedings by and any notice from an Assessment Equalization Board under Ohio Revised Code Sections 727.16 and 727.17;
 - (v) The right to file any claim for damages under Ohio Revised Code Sections 727.18 through 727.22 and Ohio Revised Code Section 727.43;
 - (vi) The right to notice that bids or quotations for the Authorized Improvements may exceed estimates by 15%;
 - (vii) The right to seek a deferral of payments of Special Assessments under Ohio Revised Code Section 727.251; and
 - (viii) The right to notice of the passage of the Assessing Resolution under Ohio Revised Code Section 727.26.

SECTION 17. Orange Township is authorized to enter into agreements by and among Orange Township, the District, and such other parties as Orange Township may deem necessary or appropriate in order to provide the Authorized Improvements, and that the Orange Township Administrator is authorized to execute, on Orange Township's behalf, such agreements.

SECTION 18. This Board finds and determines that all formal actions of this Board concerning and relating to the passage of this legislative resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Ohio Revised Code Section 121.22

SECTION 19. This Resolution shall take effect immediately upon its adoption.

Ms. Taranto seconded the Resolution and the Fiscal Officer called the roll:

Mr. Grumbles, Yes
Ms. Taranto, Yes
Mr. Rivers, Yes

Ben Grumbles
Chair, Orange Township Board of Trustees

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Deborah Taranto
Vice-Chair, Orange Township Board of Trustees

Ryan Rivers
Orange Township Board of Trustees

Attest:

Lisa Kraft
Fiscal Officer

Date: May 17, 2021
Orange Township Board of Trustees

**RES.21-171 DETERMINING TO PROCEED WITH THE ACQUISITION,
CONSTRUCTION, AND IMPROVEMENT OF CERTAIN PUBLIC IMPROVEMENTS
IN ORANGE TOWNSHIP IN COOPERATION WITH THE DELAWARE COUNTY
REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT**

WHEREAS, the Board duly adopted Resolution 21-170 on May 17, 2021 (the “Resolution of Necessity”), (i) declaring the necessity of acquiring, constructing, and improving energy efficiency improvements, including, without limitation, energy efficient building envelope and related improvements (the “Project”, as more fully described in the Petition referenced in this Resolution) located on real property currently owned by BZ Evans, LLC (the “Owner”) and to be owned by The Cove at Evans Farm, LLC (the “Company” and, together with the Owner, the “Petitioners”) at 0 Lewis Center Road, Lewis Center, Ohio within Orange Township (the “Property”, as more fully described in Exhibit A to the Petition); (ii) providing for the acquisition, construction, and improvement of the Project by the Company, as set forth in the Petitioner’s Petition for Special Assessments for Special Energy Improvement Projects (the “Petition”) and the Delaware County Regional Energy Special Improvement District Program Plan Supplement to Plan for 0 Lewis Center Road (The Cove), Orange Township, Delaware County, Ohio, Project (the “Supplemental Plan”) including by levying and collecting special assessments to be assessed upon the Property (the “Special Assessments”) in an amount sufficient to pay the costs of the Project, which is estimated to be in the amount of \$6,532,389.92, and which includes other related costs of

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financing the Project, which include, without limitation, the payment of principal of, and interest on, nonprofit corporate obligations issued to pay the costs of the Project and other interest, financing, credit enhancement, and issuance expenses and ongoing trustee fees and Delaware County Regional Energy Special Improvement District (“District”) administrative fees and expenses; and (iii) determining that the Project will be treated as a special energy improvement project to be undertaken cooperatively by Orange Township and the District; and

WHEREAS, the claims for damages alleged to result from and objections to the Project have been waived by 100% of the affected property owners and no claims for damages have been filed; and

WHEREAS, it is necessary for the immediate preservation of public peace, property, health and safety that this Resolution take effect at the earliest possible date in order to allow the Owner to convey the Project Site to the Company, the Company to begin work on the special energy improvement project on the Project Site, and the District to take advantage of financing available to it for a limited time.

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

SECTION 1. Each capitalized term used in this Resolution where the rules of grammar would otherwise not require and not otherwise defined in this Resolution or by reference to another document shall have the meaning assigned to it in the Resolution of Necessity.

SECTION 2. This Board declares that its intention is to permit the Petitioners to proceed with the acquisition, construction, and improvement of the Project described in the Petition and the Resolution of Necessity. The Project shall be made in accordance with the provisions of the Resolution of Necessity and with the plans, specifications, profiles, and estimates of cost previously approved and now on file with the Fiscal Officer of Orange Township (the “Fiscal Officer”) and the Board.

SECTION 3. The Special Assessments to pay costs of the Project, which are estimated to be in the amount of \$6,532,389.92, including other related financing costs incurred in connection with the issuance, sale, and servicing of securities, nonprofit corporate obligations, or other obligations issued to provide a loan to the Company or otherwise to pay costs of the Authorized Improvements in anticipation of the receipt of the Special Assessments, capitalized interest on, and financing reserve funds for, such securities, nonprofit corporate obligations, or other obligations so issued, including any credit enhancement fees, trustee fees, and District administrative fees and expenses, shall be assessed against the Property in the manner and in the number of semi-annual installments provided in the Petition and the Resolution of Necessity. Each semi-annual Special Assessment payment represents the payment of a portion of the principal of and interest on obligations issued to pay the costs of the Project and the scheduled amounts payable as the District administrative fee and the trustee fee. The Special Assessments shall be assessed against the Property in tax years 2023 through 2050 for collection in calendar years 2024 through 2051. In addition to the Special Assessments, the County Auditor of Delaware County, Ohio (the “County Auditor”), may impose a special assessment collection fee with respect to each semi-annual

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payment, which amount, if imposed, will be added to the Special Assessments by the County Auditor.

SECTION 4. The estimated Special Assessments for costs of the Project, which have been prepared and filed in the office of the Board and in the office of the Fiscal Officer in accordance with the Resolution of Necessity, are adopted, and that the usefulness of the services and improvements provided pursuant to the Supplemental Plan are determined to exceed 28 years.

SECTION 5. In compliance with Ohio Revised Code Section 319.61, the Fiscal Officer is directed to deliver a certified copy of this Resolution to the County Auditor within 15 days after the date of its passage.

SECTION 6. All contracts for the construction of the Project by the Petitioners will be let by the Petitioners in the manner provided by law, subject to the provisions of the Ohio Revised Code, the Petition, and the Supplemental Plan, and the costs of the Project shall be financed as provided in the Resolution of Necessity.

SECTION 7. This Board finds and determines that all formal actions of this Board concerning and relating to the passage of this legislative Resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Ohio Revised Code Section 121.22.

SECTION 8. This Resolution shall take effect immediately upon its adoption.

Ms. Taranto seconded the Resolution and the Fiscal Officer called the roll:

Mr. Grumbles, Yes

Ms. Taranto, Yes

Mr. Rivers, Yes

Ben Grumbles
Chair, Orange Township Board of Trustees

Deborah Taranto
Vice-Chair, Orange Township Board of Trustees

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Ryan Rivers
Orange Township Board of Trustees

Attest:

Lisa Kraft
Fiscal Officer

Date: May 17, 2021
Orange Township Board of Trustees

CERTIFICATE

The undersigned Fiscal Officer of the Township of Orange, Delaware County, Ohio, hereby certifies that the foregoing is a true copy of Resolution 21-171 duly adopted by the Board of Township Trustees of the Township on May 17, 2021, and that a true copy of the Resolution was certified to the County Auditor of Delaware County, Ohio, within 15 days of the Resolution's adoption as provided in Ohio Revised Code Section 319.61.

Fiscal Officer
Orange Township
Delaware County, Ohio

RECEIPT OF COUNTY AUDITOR FOR
LEGISLATION DETERMINING TO
PROCEED WITH ACQUISITION, INSTALLATION,
EQUIPMENT, AND IMPROVEMENT OF CERTAIN PUBLIC
IMPROVEMENTS IN THE TOWNSHIP OF ORANGE, DELAWARE COUNTY, OHIO
IN COOPERATION WITH THE DELAWARE COUNTY REGIONAL
ENERGY SPECIAL IMPROVEMENT DISTRICT

I, George Kaitsa, the duly elected, qualified, and acting Auditor in and for Delaware County, Ohio hereby certify that a certified copy of Resolution 21-171 duly passed by the Board of Trustees of the Township of Orange, Delaware County, Ohio on May 17, 2021, determining to proceed with the acquisition, installation, equipment, and improvement of certain public improvements in the

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Township of Orange, Delaware County, Ohio in cooperation with the Delaware County Regional Energy Special Improvement District, was filed in this office on _____, 2021.

WITNESS my hand and official seal at Delaware, Ohio on _____, 2021.

[SEAL]

Auditor
Delaware County, Ohio

RES.21-172 LEVYING SPECIAL ASSESSMENTS FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, AND IMPROVING CERTAIN PUBLIC IMPROVEMENTS IN ORANGE TOWNSHIP IN COOPERATION WITH THE DELAWARE COUNTY REGIONAL ENERGY SPECIAL IMPROVEMENT DISTRICT; AUTHORIZING AND APPROVING A COOPERATIVE AGREEMENT PROVIDING FOR THE FINANCING OF A SPECIAL ENERGY IMPROVEMENT PROJECT IN ORANGE TOWNSHIP; AND AUTHORIZING AND APPROVING A SPECIAL ASSESSMENT AGREEMENT

WHEREAS, this Board duly adopted Resolution 21-170 on May 17, 2021 (the “Resolution of Necessity”), and declared the necessity of acquiring, constructing, improving and installing energy efficiency improvements by Petitioners on the Petitioners’ real property, including, without limitation, energy efficient building envelope and related improvements (the “Project”), as described in the Resolution of Necessity and as set forth in the Petition requesting those improvements; and

WHEREAS, this Board duly adopted Resolution 21-171 on May 17, 2021 and determined to proceed with the Project and adopted the estimated Special Assessments (as defined in the Resolution of Necessity) filed with the Board and the Orange Township Fiscal Officer pursuant to the Resolution of Necessity; and

WHEREAS, the Township intends to enter into an Energy Project Cooperative Agreement (the “Cooperative Agreement”) with the District, The Cove at Evans Farm, LLC (the “Company”), and Greenworks Lending LLC (the “Investor) to provide for, among other things, (i) making of the Project Advance (as that term is defined in the Cooperative Agreement) available to the Company to pay costs of the special energy improvement project and (ii) the transfer of the special assessments levied by this Resolution to the Investor to repay the Project Advance; and

WHEREAS, to provide security for the payment of the special assessments levied by this Resolution, the Township intends to enter into an agreement with the County Treasurer of

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Delaware County, Ohio, the District, the Company, and the Investor (the “Special Assessment Agreement”); and

WHEREAS, it is necessary for the immediate preservation of public peace, property, health and safety that this Resolution take effect at the earliest possible date in order to allow the Owner to convey the Project Site to the Company, the Company to begin work on the special energy improvement project on the Project Site, and the District to take advantage of financing available to it for a limited time.

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

SECTION 1. Each capitalized term used in this Resolution where the rules of grammar would otherwise not require and not otherwise defined in this Resolution or by reference to another document shall have the meaning assigned to it in the Resolution of Necessity.

SECTION 2. The list of Special Assessments to be levied and assessed on the Project Site in an amount sufficient to pay the costs of the Project, which is \$6,532,389.92, including other related financing costs incurred in connection with the issuance, sale, and servicing of securities, nonprofit corporate obligations, or other obligations issued to provide a loan to the District or otherwise to pay costs of the Authorized Improvements in anticipation of the receipt of the Special Assessments, capitalized interest on, and financing reserve funds for, such securities, nonprofit corporate obligations, or other obligations so issued, including any credit enhancement fees, trustee fees, and District administrative fees and expenses, which costs were set forth in the Petition and previously reported to this Board and are now on file in the offices of the Board and the Orange Township Fiscal Officer, is adopted and confirmed, and that the Special Assessments are levied and assessed on the Project Site. The interest portion of the Special Assessments, together with amounts used to pay administrative expenses, are determined to be substantially equivalent to the fair market rate or rates of interest that would have been borne by securities issued in anticipation of the collection of the Special Assessments if such securities had been issued by Orange Township.

The Special Assessments are assessed against the Project Site commencing in tax year 2023 for collection in 2024 and continuing through tax year 2050 for collection in 2051. The semi-annual installments of the Special Assessments shall be collected in each calendar year equal to the semi-annual amounts of Special Assessments as shown in Exhibit A, attached to and incorporated into this Resolution.

All Special Assessments shall be certified by the Orange Township Fiscal Officer to the County Auditor of Delaware County, Ohio (the “County Auditor”), pursuant to the Petition and Ohio Revised Code Chapter 727.33 to be placed on the tax list and duplicate and collected with and in the same manner as real property taxes are collected and as set forth in the Petition.

The Special Assessments shall be allocated among the parcels constituting the Project Site as set forth in the Petition and the List of Special Assessments attached to and incorporated into this Resolution as Exhibit A.

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SECTION 3. This Board finds and determines that the Special Assessments are in proportion to the special benefits received by the Project Site as set forth in the Petition and are not in excess of any applicable statutory limitation.

SECTION 4. The Company and BZ Evans, LLC, as the current owner of the Project Site, have waived their right to pay the Special Assessments in cash, and all Special Assessments and installments of the Special Assessments shall be certified by the Orange Township Fiscal Officer to the County Auditor as provided by the Petition and Ohio Revised Code Section 727.33 to be placed by them on the tax list and duplicate and collected with and in the same manner as real property taxes are collected and as set forth in the Petition.

SECTION 5. The Special Assessments will be used by the Petitioners to provide the Authorized Improvements in cooperation with the District in any manner, including by Orange Township assigning the Special Assessments actually received by Orange Township to the District or to another party Orange Township deems appropriate, and the Special Assessments are appropriated for such purposes.

SECTION 6. The Orange Township Fiscal Officer shall keep the Special Assessments on file in the Office of the Orange Township Fiscal Officer.

SECTION 7. In compliance with Ohio Revised Code Section 319.61, the Orange Township Fiscal Officer is directed to deliver a certified copy of this Resolution to the County Fiscal Officer within 20 days after its passage.

SECTION 8. This Board hereby approves the Cooperative Agreement, a copy of which is on file with the Orange Township Fiscal Officer. The Orange Township Administrator shall sign and deliver, in the name and on behalf of the Board and Orange Township, the Cooperative Agreement, in substantially the form as is now on file with the Orange Township Fiscal Officer. The Cooperative Agreement is approved, together with any changes or amendments (including the addition or subtraction of any parties) that are not inconsistent with this Resolution and not substantially adverse to Orange Township and that are approved by the Orange Township Administrator on behalf of the Board and Orange Township, all of which shall be conclusively evidenced by the signing of the Cooperative Agreement or amendments thereto.

SECTION 9. This Board hereby approves the Special Assessment Agreement a copy of which is on file with the Orange Township Fiscal Officer. The Orange Township Administrator shall sign and deliver, in the name and on behalf of the Board and Orange Township, the Special Assessment Agreement, in substantially the form as is now on file with the Board. The Special Assessment Agreement is approved, together with any changes or amendments (including the addition or subtraction of any parties) that are not inconsistent with this Resolution and not substantially adverse to Orange Township and that are approved by the Orange Township Administrator on behalf of the Board and Orange Township, all of which shall be conclusively evidenced by the signing of the Special Assessment Agreement or amendments thereto. Orange

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Township may enter into such other agreements that are not inconsistent with this Resolution and that are approved by this Board.

SECTION 10. This Board finds and determines that all formal actions of this Board concerning and relating to the passage of this legislative resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Ohio Revised Code Section 121.22.

SECTION 11. This Resolution shall take effect immediately upon its adoption.

Ms. Taranto seconded the Resolution and the Fiscal Officer called the roll:

Mr. Grumbles, Yes

Ms. Taranto, Yes

Mr. Rivers, Yes

Ben Grumbles
Chair, Orange Township Board of Trustees

Deborah Taranto
Vice-Chair, Orange Township Board of Trustees

Ryan Rivers
Orange Township Board of Trustees

Attest:

Lisa Kraft
Fiscal Officer

Date: _____, 2021
Orange Township Board of Trustees

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EXHIBIT A

**LIST OF SPECIAL ASSESSMENTS AND
SCHEDULE OF SPECIAL ASSESSMENTS**

LIST OF SPECIAL ASSESSMENTS

| <u>Name</u> | <u>Assessed Properties Description</u> | <u>Portion of Benefit and Special Assessment</u> | <u>Amount of Special Assessments</u> |
|---------------|---------------------------------------------------|--------------------------------------------------------------|----------------------------------------------|
| BZ Evans, LLC | Delaware Co. Parcel No.: 318-213-02-006-000 | 100% | \$6,532,389.92 |

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SCHEDULE OF SPECIAL ASSESSMENTS

FOR DELAWARE COUNTY PARCEL NO.:

318-213-02-006-000*

The following schedule of Special Assessment charges shall be certified for collection in 56 semi-annual installments to be collected with real property taxes in calendar years 2024 through 2051:

| Special Assessment Payment Date** | Special Assessment Installment Amount*** |
|-----------------------------------|------------------------------------------|
| January 31, 2024 | \$116,649.82 |
| July 31, 2024 | 116,649.82 |
| January 31, 2025 | 116,649.82 |
| July 31, 2025 | 116,649.82 |
| January 31, 2026 | 116,649.82 |
| July 31, 2026 | 116,649.82 |
| January 31, 2027 | 116,649.82 |
| July 31, 2027 | 116,649.82 |
| January 31, 2028 | 116,649.82 |
| July 31, 2028 | 116,649.82 |
| January 31, 2029 | 116,649.82 |
| July 31, 2029 | 116,649.82 |
| January 31, 2030 | 116,649.82 |
| July 31, 2030 | 116,649.82 |
| January 31, 2031 | 116,649.82 |
| July 31, 2031 | 116,649.82 |
| January 31, 2032 | 116,649.82 |
| July 31, 2032 | 116,649.82 |
| January 31, 2033 | 116,649.82 |
| July 31, 2033 | 116,649.82 |
| January 31, 2034 | 116,649.82 |
| July 31, 2034 | 116,649.82 |
| January 31, 2035 | 116,649.82 |
| July 31, 2035 | 116,649.82 |
| January 31, 2036 | 116,649.82 |
| July 31, 2036 | 116,649.82 |
| January 31, 2037 | 116,649.82 |
| July 31, 2037 | 116,649.82 |
| January 31, 2038 | 116,649.82 |
| July 31, 2038 | 116,649.82 |
| January 31, 2039 | 116,649.82 |
| July 31, 2039 | 116,649.82 |
| January 31, 2040 | 116,649.82 |
| July 31, 2040 | 116,649.82 |
| January 31, 2041 | 116,649.82 |

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| | |
|------------------|------------|
| July 31, 2041 | 116,649.82 |
| January 31, 2042 | 116,649.82 |
| July 31, 2042 | 116,649.82 |
| January 31, 2043 | 116,649.82 |
| July 31, 2043 | 116,649.82 |
| January 31, 2044 | 116,649.82 |
| July 31, 2044 | 116,649.82 |
| January 31, 2045 | 116,649.82 |
| July 31, 2045 | 116,649.82 |
| January 31, 2046 | 116,649.82 |
| July 31, 2046 | 116,649.82 |
| January 31, 2047 | 116,649.82 |
| July 31, 2047 | 116,649.82 |
| January 31, 2048 | 116,649.82 |
| July 31, 2048 | 116,649.82 |
| January 31, 2049 | 116,649.82 |
| July 31, 2049 | 116,649.82 |
| January 31, 2050 | 116,649.82 |
| July 31, 2050 | 116,649.82 |
| January 31, 2051 | 116,649.82 |
| July 31, 2051 | 116,649.82 |

* As identified in the records of the County Auditor of Delaware County, Ohio, as of April 28, 2021.

** Pursuant to Ohio Revised Code Chapter 323, the Special Assessment Payment Dates identified in this Schedule of Special Assessments are subject to adjustment by the County Auditor of Delaware County, Ohio, under certain conditions.

*** The County Auditor of Delaware County, Ohio, may impose a special assessment collection fee with respect to each semi-annual Special Assessment payment. If imposed, this special assessment collection fee will be added by the County Auditor of Delaware County, Ohio, to each semi-annual Special Assessment payment.

CERTIFICATE

The undersigned Fiscal Officer of the Township of Orange, Delaware County, Ohio, hereby certifies that the foregoing is a true copy of Resolution 21-172 duly adopted by the Board of Township Trustees of the Township on May 17, 2021 and that a true copy of the Resolution, together with the Schedule of Special Assessments attached to the Resolution, was certified to the County Auditor of Delaware County, Ohio, within 20 days of the Resolution’s adoption as provided in Ohio Revised Code Section 319.61.

Fiscal Officer
Orange Township
Delaware County, Ohio

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RECEIPT OF COUNTY AUDITOR FOR
LEGISLATION LEVYING SPECIAL ASSESSMENTS
FOR THE PURPOSE OF ACQUIRING, INSTALLING, EQUIPPING,
AND IMPROVING CERTAIN PUBLIC IMPROVEMENTS
IN THE TOWNSHIP OF ORANGE, DELAWARE COUNTY, OHIO
IN COOPERATION WITH
THE DELAWARE COUNTY REGIONAL ENERGY
SPECIAL IMPROVEMENT DISTRICT

I, George Kaitsa, the duly elected, qualified, and acting Auditor in and for Delaware County, Ohio hereby certify that a certified copy of Resolution 21-172, duly adopted by the Board of Trustees of the Township of Orange, Delaware County, Ohio on May 17, 2021, levying special assessments for the purpose of acquiring, installing, equipping, and improving certain public improvements in the Township of Orange, Delaware County, Ohio in cooperation with the Delaware County Regional Energy Special Improvement District, including a List of Special Assessments and Schedule of Special Assessments, which Special Assessment charges shall be certified for collection in 56 semi-annual installments to be collected with first-half and second-half real property taxes in calendar years 2024 through 2051, was filed in this office on _____, 2021.

WITNESS my hand and official seal at Delaware, Ohio on _____, 2021.

[SEAL]

Auditor
Delaware County, Ohio

CON.21-05.17.01 CONSENSUS TO OPEN POOL ON MAY 21, 2021 WITH NO CAPACITY RESTRICTIONS AND NO RESERVATIONS AS WELL AS FACILITY RENTALS ON JUNE 2ND (PLEASE NOTE: CONSENSUS FROM 2 OF 3 BOARD MEMBERS: MR. GRUMBLES & MR. RIVERS)

RES.21-173 AUTHORIZE THE ISSUANCE OF A PURCHASE ORDER TO SHELLY & SANDS
Motion by Mr. Grumbles to authorize the issuance of a Purchase Order to Shelly & Sands in the amount of \$2,766,263.93, for Orange Road Phase 2 construction.

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Seconded by Ms. Taranto

VOTE: Grumbles – Yes Taranto – Yes Rivers – Yes

RES.21-174 MEETING ADJOURNMENT

Motion by Mr. Grumbles to adjourn.

Seconded by Ms. Taranto

VOTE: Grumbles – Yes Taranto – Yes Rivers – Yes

Notice: Copies of documents referred to in this journal can be obtained by contacting the Orange Township Administrator.

Ben Grumbles, Chair

Deborah Taranto, Vice-Chair

Ryan Rivers, Trustee

Attest: _____
 Lisa Kraft, Fiscal Officer