

The Board of Clark County Commissioners met in regular session pursuant to adjournment in accordance with Section 121.22 O.R.C. (Sunshine Law) in the Commission Chambers, 3130 East Main Street, Springfield, Ohio.

The following members and guests were present: Commissioner Melanie F. Wilt; Commissioner Richard L. Lohnes; Commissioner Lowell R. McGlothlin; Jenny Hutchinson, County Administrator; Michelle R. Noble, Assistant County Administrator/HR Director; Megan Burr, Commission Clerk; Angela Wheeler, Administrative Assistant; Beau Thompson, Assistant County Prosecutor; Michael Cooper, Public Information Officer; Sydney Dawes, Springfield News Sun; Cherie Lambert, Will Bagnola & Francesca, Board of Developmental Disabilities; Randall Comer; Richard Holt; John Federer; Kelly Rigger, Mental Health Services; David Rogers & Emma Mulvaney, Frost Brown Todd LLC.

Commissioner Wilt called the meeting to order and introductions were made.

*Board of Developmental Disabilities:*

Mr. Bagnola, Superintendent of the Board of Developmental Disabilities (BDD), presented their union contract for their nurses. Ms. Lamborn is the Human Resources Director. They provide many programs for the community. Residents are housed in the Mueller Residential center. There are 19 people that live there. Most of them have high nursing needs. BDD provides nurses 24/7 for them. He noted this union was great to work with. A contract was successfully negotiated. The BDD voted to recommend the Board of County Commissioners accept the new contract. Ms. Lamborn shared a summary of the changes to the contract. See attached notes. Commissioner Wilt asked if it was hard for them to keep positions filled. Ms. Lamborn replied yes. Usually, agency nurses are what are needed. Nurses are hard to find. So far, they have kept COVID at bay. Commissioner McGlothlin was glad to hear that and happy with the contract. Commissioner Wilt thanked them.

*Agenda Review:*

Commissioner Lohnes had no questions.

Commissioner McGlothlin had no questions.

Commissioner Wilt noted the hearing on Resolution 2021-0569 for the Mental Health bonds.

She also noted that Resolution 2021-0568 authorized the increase in court appointed attorney fees. She thanked Ms. Hutchinson and Mr. Comer for their hard work on this. She said the Board will vote on it at 10 am. Commissioner McGlothlin noted the reimbursements so far this year. Ms. Hutchinson replied as of August it was 100% reimbursement rate. The State of Ohio has budgeted for 100% reimbursements.

*Commissioner Updates:*

Commissioner Lohnes asked for an after action report from the group of attorneys.

Commissioner Lohnes asked about the latest on the air conditioning malfunction at AB Graham. Ms. Hutchinson said the issue is the control panel on the equipment. The company is sending someone to check it. It is under warranty so it is no cost to the county.

Commissioner Wilt asked when the ARAPT resolutions would be presented. Commissioner Lohnes replied September.

Discussion ensued.

*County Administrator Updates:*

Ms. Hutchinson reminded the Board of the employee appreciation event on Friday. There will be milestone recognition for two 2020 and 2021.

Friday is the move date for the Public Defender to the first floor of the Municipal Court building. Once they are moved staff can start the renovation of the 4<sup>th</sup> floor. Commissioner Wilt said the space was beautiful. IS will move to their space after the Public Defender is moved. Fazio's is getting ready to put the floor down at Springview on the first floor.

*Strategic Plan Updates:*

Commissioner Wilt said the Fair Board had their post fair meeting last night. Jeannie Lampe went to their meeting and apologized for what happened at the fair with OEAA and asked for a fresh start and showed a willingness to work together. It was well received by the Fair Board. It was a great step in the right direction. There is a new sign for non fair camping. The Health District required it. OEAA will share it with their campers. They also considered the 50 year lease. Discussion ensued.

The Board reviewed their calendars and events.

Budget discussions will be starting soon.

Mr. Cooper said next Wednesday is the Clark County Job Fair at Hollenbeck Bailey. Discussion ensued about jobs.

Ms. Hutchinson said the Entegrity contract was approved a couple weeks ago for IS. There are still 5 positions available in that department. Entegrity can provide two additional bodies starting in September. It comes with a hefty price tag. They will guarantee it for a year. There will be an amendment to the contract for this. There is money in IS's budget. Discussion ensued.

The Board recessed until 10.

Call to Order, Commission

Resolution 2021-0558  
[Duplicate Number]

Following the pledge, Commissioner Lohnes moved to approve the minutes of the last meeting and dispense with reading of same. Commissioner McGlothlin seconded the motion. The roll being called for passage resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

Commissioner Lohnes moved to approve the agenda in its entirety. Commissioner McGlothlin seconded the motion. Commissioner Wilt noted the Board received the revised bond resolution.

Commissioner Wilt opened the floor for the public hearing.

Kelly Rigger, CEO of Mental Health Services for Clark and Madison Counties, explained their project. They are planning an additional building on Yellow Springs Street. Currently, they have youth programs on Home Road that need renovated. 11,000 square feet will be renovated. Those programs serve 1,200 kids. They are high risk. Their goal is to keep them in their home. 98% have not been removed. They work with Job and

Family Services, the Child Advocacy Center, and the county schools. They can refer children into these programs. Commissioner Wilt asked what the total cost was for the project. Ms. Rigger replied approximately \$4 million. Commissioner McGlothlin thanked them for all they do. The 98% rate was wonderful.

Mr. Rogers, Frost Brown Todd LLC, stated they needed the adoption of the bond resolution and the county has no fiscal responsibility for the bonds. The second thing they need is the posted notice of the public hearing. Ms. Mulvaney confirmed that was done. The closing of the first phase is September 9<sup>th</sup>.

Commissioner Wilt thanked them, and asked for roll to be called.

The roll being called for passage resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0559**  
**UTLC file**

**Authorize Inter-governmental Agreement Between  
Board of Clark County Commissioners and City of Springfield**

Commissioner Lohnes moved, per the request of Utilities Director, to authorize the following inter-governmental agreement:

**Agreement between:** Board of Clark County Commissioners and the City of Springfield  
**In the amount of:** \$180,000 (transfer from County to City; \$100,000 in 2021 and \$80,000 in 2022)  
**Purpose:** Utility Transfer Agreement – transfer customers and public water supply and sewer utility assets from the Board of Clark County Commissioners to the City of Springfield for the Maplewood #2 and Garden Acres Districts  
**Funding Source(s):** General Water and Sewer Funds  
**Effective Dates:** October 15, 2021

Further move to authorize the County Administrator to execute the inter-governmental agreement and related documents.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0560**  
**PERC file**

**Authorize Life, Accidental Death & Dismemberment Coverage,  
Voluntary Life, and Voluntary Disability**

Commissioner Lohnes moved, upon the recommendation of the Assistant County Administrator, to authorize Life, Accidental Death & Dismemberment basic coverage with:

**Organization Name:** American United Life Insurance Company (AUL) a OneAmerica Company, One American Square, PO Box 368, Indianapolis, IN 46206-0368  
**In the amount of:** \$3.80 per month for \$20,000 of term insurance coverage  
**Purpose:** Term Life Insurance, Accidental Death & Dismemberment

**Effective Date:** January 1, 2022 – December 31, 2023  
**Agent:** Matthew Foley, Foley Benefits Group, LLC

Further move to authorize fully employee paid voluntary supplemental life insurance and voluntary disability insurance through OneAmerica Company. All voluntary supplemental life and disability rates are age based.

The County Administrator is authorized to execute the contracts and all required documents.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0561**  
**PERC file**

### **Authorize Voluntary Vision Insurance**

Commissioner Lohnes moved, upon the recommendation of the Assistant County Administrator, to authorize voluntary vision insurance coverage with:

**Organization Name:** VSP, 3333 Quality Drive, Rancho Cordova, CA 95670  
**In the amount of:** \$7.40 per month single; \$18.84 per month family, premiums deducted bi-monthly  
**Purpose:** Signature Plan voluntary vision insurance benefits  
**Effective Date:** January 1, 2022 – December 31, 2022  
**Agent:** Matthew Foley, Foley Benefits Group, LLC

The County Administrator is authorized to execute the contract and all required documents.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0562**  
**COMC file**

### **Authorize Change Order #4 for Architectural Services for Administrative Buildings Improvement Project**

Commissioner Lohnes moved, per the request of the County Administrator, to authorize change order #4 with:

**Organization Name:** Oregon Group Architects, Inc.  
**Organization Address:** 300 South Patterson Boulevard, Dayton, Ohio 45402  
**Original Contract:** \$427,000.00  
**Previous Changes:** \$108,200.00  
**This Change:** \$ 5,200.00  
**New Contract Total:** \$540,400.00  
**Funding Source(s):** Permanent Improvement Fund  
**Reason for Change:** Provide seven (7) soil boring tests for Family Services Gymnasium Building additions for the proposed elevator, grand concrete stair replacement and parking lot expansion.

Further move to authorize the County Administrator to execute the change order.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0563**  
**JUVC file**

**Authorize Subgrant Agreement with  
Ohio Department of Job and Family Services, Clark County Juvenile Court, and the Ohio Department of  
Medicaid**

Commissioner Lohnes moved, per the request of the Juvenile Court, to authorize a subgrant with:

**Organization Name:** Ohio Department of Job and Family Services  
Clark County Juvenile Court  
Ohio Department of Medicaid  
**In the amount of:** \$1,000,000.00  
**Purpose:** Title IV-E  
**Effective Dates:** July 1, 2021 through June 30, 2023

Further move to authorize the County Administrator to execute the Subgrant Agreement and related documents.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0564**  
**INVS file**

**Authorize Purchase of Equipment  
For the Clark County Engineer's Department**

Commissioner Lohnes moved, per the request of the County Engineer, to authorize the purchase of one (1) Case 621G XR Rubber Tire Loader from Southeastern Equipment Company, Columbus, Ohio for cost of \$134,770.00, which includes the trade-in of 2003 CAT 928 G Loader. This item will be purchased through ODOT Cooperative Purchasing Contract 170-21.

Further move to authorize the County Administrator to execute all contract related documents.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0565**  
**UTLP file**

**Approve Payment to  
True Inspection Services Payment #2 - Partial**

Commissioner Lohnes moved, per request of the Utilities Director, to approve the following payment:

**Payment to:** True Inspection Services, LLC  
**Address:** 871 S. Main Street, Urbana, Ohio 43078  
**Services:** Inspection Services  
**Project:** NR Water Tower Rehab & Water System Standby Power Replacement  
**Funding Source(s):** Water General Fund  
**Amount:** \$29,067.50 (Of this Clark County to pay \$20,099.90 and OPWC to direct pay \$8,967.60)

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0566**  
**INVS file**

#### **Authorize Disposal of Obsolete Equipment**

Commissioner Lohnes moved, per the request of the Information Systems Director, to dispose of the following by way of discard or salvage in accordance with §307.12(I) of the Ohio Revised Code:

Please see attachment.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0567**  
**TRAV file**

#### **Approve Travel/Expense Allowance**

Commissioner Lohnes moved, per request of the following Department Director(s) or Elected Official(s) to approve the following travel allowances.

<b>Dept.</b>	<b>Name</b>	<b>Purpose</b>	<b>Place</b>	<b>Date</b>	<b>Cost</b>
JFS	J. Powell	CHF Rec.	Springfield, OH	09/09/21	\$25.00
Comm. Dev.	J. Asebrook	SWOBOA Code Training	On-line	09/26/21	\$20.00

Further move reimbursements shall comply with all requirements of the Travel Policy as adopted in the Personnel Manual.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution Authorizing Maximum Fee Schedule for Appointed Counsel Reimbursement**

Commissioner Lohnes moved to approve the following:

**Whereas**, pursuant to Section 120.33 (A)(3) of the Ohio Revised Code, the Board of County Commissioners is required to adopt by resolution a schedule of fees for payment of the appointed legal counsel appointed by a court of competent jurisdiction and to have the schedule on file with the office of the Public Defender;

**Whereas**, the Clark County Bar Association advocates for the increase and has worked diligently with Clark County Administration and Court systems to implement a new procedure that will reduce the rejection rate and ensure that the maximum reimbursement will be received by the County; and

**Whereas**, the Clark County Commissioners believe that it is in the best interest of residents to adopt the new fee schedule;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Clark County Commissioners, that this fee schedule be effective September 1, 2021, and replaces any other fee schedule adopted in prior years.

**Section 1:** Reimbursements for representation in juvenile, appellate, probate, and trial level proceedings will be made based on the maximum rate of \$75.00 per hour for both in-court and out-of-court services.

**Section 2:** Reimbursements for representation in trial and appellate level cases involving a death penalty specification will be based on the maximum rate of \$125.00 per hour for both in-court and out-of-court services.

**Section 3:** The prescribed maximum fees permitted in trial level proceedings are:

<b>Offense/Proceeding</b>	<b>Fee Maximum</b>
Aggravated Murder w Specs As per ORC 2929.04(A) and ORC 2941.14(B)	\$40,000
Aggravated Murder w/o Specs (1 attorney)	\$15,000
Aggravated Murder w/o Specs (2 attorneys)	\$25,000
Contempt of Court	\$500
Felony in the First Degree	\$8,000
Felony in the Second Degree	\$8,000
Felony in the Third Degree	\$5,000
Felony in the Fourth Degree	\$3,500
Felony in the Fifth Degree	\$3,500
Habeas Corpus with Evidentiary Hearing	\$1,500
Habeas Corpus w/o Evidentiary Hearing	\$750
Major Drug Offender	\$10,000
Misdemeanor in the First Degree	\$2,000
Misdemeanor in the Second Degree	\$2,000
Misdemeanor in the Third Degree	\$2,000
Misdemeanor in the Fourth Degree	\$2,000
Misdemeanor OVI/BAC	\$2,500

Murder	\$10,000
Post-Conviction Proceeding with Evidentiary Hearing	\$1,500
Post-Conviction Proceeding w/o Evidentiary Hearing	\$750
Violation of Probation	\$750
All Other Offenses or Proceedings	\$750

**Section 4:** The prescribed maximum fees permitted in appellate level proceedings are:

<b>Offense/Proceeding</b>	<b>Fee Maximum</b>
Death Sentence	\$10,000
Felony in the First Degree (Trial)	\$5,000
Felony in the Second Degree (Trial)	\$5,000
Felony in the Third Degree (Trial)	\$3,500
Felony in the Fourth Degree (Trial)	\$2,500
Felony in the Fifth Degree (Trial)	\$2,500
Habeas Corpus with Evidentiary Hearing	\$1,500
Habeas Corpus w/o Evidentiary Hearing	\$750
Misdemeanor	\$2,000
Post-Conviction Proceeding with Evidentiary Hearing	\$1,500
Post-Conviction Proceeding w/o Evidentiary Hearing	\$750
All Other Offenses or Proceedings	\$1,000

**Section 5:** The prescribed maximum fees permitted in juvenile level proceedings are:

<b>Offense/Proceeding</b>	<b>Fee Maximum</b>
Rule 30 Proceedings	\$3,000
SYO Felony in the First Degree (Trial)	\$5,000
SYO Felony in the Second Degree (Trial)	\$5,000
SYO Felony in the Third Degree (Trial)	\$3,500
SYO Felony in the Fourth Degree (Trial)	\$2,500
SYO Felony in the Fifth Degree (Trial)	\$2,500
All Juvenile Offenses or Proceedings	\$1,500

**Section 6:** The prescribed maximum fees permitted in probate level proceedings are:

<b>Offense/Proceeding</b>	<b>Fee Maximum</b>
Termination of Parental Rights	\$2,500

**Section 7:** Reimbursement will not be made for non-attorneys appointed as a guardian ad litem.

**Section 8:** Compensation for legal services shall not exceed the amounts fixed by this schedule. Extraordinary Fees in excess of those amounts will be paid when warranted by the complexity and difficulty of the representation required in the particular case and ordered by the court. Attorneys who seek payment of Extraordinary Fees shall prepare a motion justifying payment of Extraordinary Fees. The attorney's request for Extraordinary Fees may be granted by the Court upon review and determination that the Extraordinary Fees are justified.



**Section 9:** Local rules that are relevant to appointed counsel reimbursement adopted by the Clark County Common Pleas, Municipal Court, and Juvenile Court must be followed in order to obtain appointed counsel reimbursement in accordance with this resolution.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Revised  
Resolution 2021-0569  
FINB file**

Commissioner Lohnes moved the adoption of the following Resolution:

**A RESOLUTION DETERMINING THE NECESSITY OF AND AUTHORIZING THE ISSUANCE AND SALE OF HEALTHCARE FACILITIES REVENUE BONDS (MENTAL HEALTH SERVICES FOR CLARK COUNTY, INC. PROJECT) OF THE COUNTY OF CLARK, OHIO IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$3,750,000 IN ONE OR MORE SERIES; AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGREEMENT OF LEASE AND A SUBLEASE IN CONNECTION THEREWITH; AUTHORIZING THE EXECUTION AND DELIVERY OF AN ASSIGNMENT OF SUBLEASE TO SECURE SUCH BONDS; AUTHORIZING EXECUTION OF ONE OR MORE BOND PURCHASE AGREEMENTS WITH RESPECT TO SAID BONDS; AND AUTHORIZING THE EXECUTION OF ONE OR MORE TAX REGULATORY AGREEMENTS AND OTHER DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF THE BONDS.**

**WHEREAS**, this Board of County Commissioners (the “Board” or “Issuing Authority”) of the County of Clark, Ohio (the “Issuer”) has determined to authorize the issuance of Healthcare Facilities Revenue Bonds (Mental Health Services for Clark County, Inc. Project) of the County of Clark, Ohio (the “Bonds”), for the purpose of (1) financing the construction, equipping and installation of “hospital facilities” (“Hospital Facilities”) as that term is defined in Section 140.01 of the Ohio Revised Code, including, without limitation, constructing, improving, furnishing, and equipping the Youth Services addition to be located on land owned by Mental Health Services for Clark County, Inc. (the “Corporation”), an Ohio nonprofit corporation, at 474 North Yellow Springs Street, Springfield, Ohio (the “Project”), (2) refunding the outstanding amount of the \$5,000,000 Clark County, Ohio Healthcare Facilities Revenue Bonds, Series 2011 (Mental Health Services for Clark and Madison Counties, Inc. Project) (“Prior Bonds”) and (3) paying certain costs of issuance incurred in connection with the issuance of the Bonds; and

**WHEREAS**, the financing of the Project and refinancing of the Prior Bonds will be in the best interests of the Issuer and will provide Hospital Facilities at the lowest possible cost to service the residents of the Issuer, which Hospital Facilities will be available for the service of the general public without discrimination by reason of race, creed, color or national origin; and

**WHEREAS**, this Board is authorized by the authority contained in Chapter 140, Ohio Revised Code, to issue health care facilities revenue bonds for the aforesaid purposes; and

**WHEREAS**, this Board has determined to authorize such Bonds and to award the sale thereof to Merchants National Bank, Springfield Ohio (the “Original Purchaser”); and

**WHEREAS**, the Issuer will acquire a leasehold interest in the Existing Facilities, as defined in the Sublease authorized below, and will sublease the Existing Facilities to the Corporation, no part of the net earnings of which inures or may lawfully inure to the benefit of any private shareholder or individual and which has authority to operate Hospital Facilities; and

**WHEREAS**, it is necessary in connection with the issuance of such Bonds, and the construction, installation and equipping of the Project to provide for the authorization of an Agreement of Lease, a Sublease, an Assignment of Sublease and one more Tax Regulatory Agreements;

**WHEREAS**, it is necessary in connection with the issuance of such Bonds to also provide for the authorization of a Bond Purchase Agreement for the Bonds and to authorize certain other documents in connection with the issuance of the Bonds; and;

**WHEREAS**, on this date a public hearing was held by this Board with respect to the issuance of the Bonds after notice thereof was published on the Clark County’s website at least seven (7) days prior to the date hereof;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of County Commissioners of the County of Clark, Ohio:

**SECTION 1.** That for the purpose of better providing for the health and welfare of the people of the State of Ohio by enhancing the availability, efficiency and economy of Hospital Facilities and facilitating the financing of Hospital Facilities to be available to or for the service of the general public without discrimination by reason of race, creed, color or national origin, this Board hereby determines that revenue bonds shall be issued pursuant to Section 140.06, Ohio Revised Code, in a principal amount not to exceed \$3,750,000 for the purposes set forth in the preambles hereto. Such bonds shall be designated “Clark County, Ohio, Healthcare Facilities Revenue Bonds (Mental Health Services for Clark County, Inc. Project) (Tax-Exempt)” or as otherwise designated by the Board. The Bonds shall be issued in one or more series, currently planned to be Series 2021A and Series 2022A, and shall be in the form and denomination and shall be executed, dated, be subject to redemption prior to maturity on the dates and at the prices, bear interest at the rate or rates, and be payable on the dates as hereafter provided in the Bond Purchase Agreement hereinafter authorized.

**SECTION 2.** Those words and terms not expressly defined herein and used herein with initial capitalization where rules of grammar do not otherwise require capitalization shall have the meanings assigned to them in the Sublease between the Issuer and the Corporation, dated as of September 1, 2021 (the “Sublease”), a form of which is currently on file with this Board.

Any reference herein to the Issuer, the Issuing Authority, or to any officer or official or employee thereof, shall include those succeeding to their respective functions, duties or responsibilities pursuant to or by operation of law or who are lawfully performing such functions. Any reference herein to any other person or entity shall include his or its respective successors and assigns. Any reference to a section or provision of the Code, the Ohio Constitution or the Act or to a section, provision or chapter of the Ohio Revised Code shall include such section or provision or chapter as from time to time amended, modified, revised, supplemented, or superseded; provided, however, that no such change shall alter the obligation to pay the Bond Service Charges in the amounts and manner, at the times, and from the sources provided in this Bond Legislation, except as

otherwise herein permitted, or shall be deemed applicable by reason of this provision if such change would in any way constitute an impairment of the rights of the Issuer, a Holder or the Corporation under the Sublease.

Unless the context shall otherwise indicate, words importing the singular number shall include the plural number, and vice versa, any pronoun shall be deemed to cover all genders, and the terms “herein”, “hereof”, “hereby”, “hereto”, “hereunder”, and similar terms, mean this Bond Legislation and not solely the portion hereof in which any such word is used.

**SECTION 3.** That the Bonds shall be initially issued as one fully registered Bond for each series if issued in more than one series, in the name of the Original Purchaser, dated as of the date of its initial delivery to the Original Purchaser, in the denominations not to exceed an aggregate total of \$3,750,000, with Series 2021A in the estimated principal amount of \$1,964,300.00 and Series 2022A in the estimated principal amount of \$1,785,700.00, each numbered R 1 and up, and in the form of the Exhibits to the Bond Purchase Agreement hereinafter authorized. The Bonds shall mature no later than December 31, 2041 (subject to all provisions herein for amortization and redemption). Upon any transfer and surrender of the Bonds in accordance with the provisions of the Bond Purchase Agreement, the Issuer shall execute and deliver a new Bond in exchange therefor as provided in the Bond Purchase Agreement.

The principal of the Bonds shall be payable in accordance with the Bond Purchase Agreement hereinafter authorized and shall be payable in full prior to the date set forth in the preceding paragraph.

Interest from the date of issuance of the Bonds on the outstanding principal amount of the Disbursed Bonds shall be payable on each Interest Payment Date at the Interest Rate set forth in the Bond Purchase Agreement. Interest on the Bonds shall be calculated on the basis of a year of twelve (12) thirty-day months based on the actual number of days actually elapsed or such other method provided for between the Original Purchaser and the Corporation. Each installment shall be applied first to interest due and the balance to repayment of principal.

Notwithstanding the foregoing, it is authorized that the rate of interest on the Bonds may be adjusted in the event that either: (i) the maximum effective Federal corporate income tax rate (the “Tax Rate”) as presently established in Section 11 of the Code is decreased from the present 35% rate; or (ii) the reduction of the amount allowable as a deduction for interest expense with respect to financial institutions (the “Deduction Disallowance Rate”) is decreased from the present 20% amount, such that the after-tax yield to the Holder is equivalent to the yield to the Holder prior to such change in the Tax Rate or the Deduction Disallowance Rate.

Notwithstanding the foregoing, if at any time a Determination of Taxability shall occur, the interest rate on the Bonds shall become the Taxable Rate of Interest, retroactive to the date of the Event of Taxability. In such event the Issuer shall pay to the Holder, on demand and as additional interest, but solely from Pledged Receipts, an amount equal to the sum of (a) the difference between (i) the aggregate amount of interest on the Bonds which would have been payable to such Holder if the interest rate thereon, commencing on the date of the Event of Taxability had been the Taxable Rate of Interest, and (ii) the aggregate amount of interest on the Bonds actually paid; and (b) any amount which the Holder is actually obligated to pay as interest on unpaid taxes, penalties or other assessments which are due by reason of the Determination of Taxability. All interest payable on the Bonds after the Determination of Taxability shall be at the Taxable Rate of Interest. In addition, the Corporation shall pay all sums due under Section 6.5 of the Sublease by reason of a Determination of Taxability after the payment or prepayment in full of the Basic Rent and Payment in Full of the Bonds.

The Bonds shall be callable for redemption in whole or in part upon occurrence of any of the circumstances which operate to require prepayment of the Basic Rent by the Corporation in accordance with the provisions of Section 6.2 of the Sublease. The redemption date in any of such events shall be the date set by the Corporation (or in default thereof, by the Holder) for the prepayment of the Basic Rent in accordance with the

provisions of such Section 6.2 of the Sublease. The redemption price in any of such events shall be the amount set forth in Section 6.2 of the Sublease.

The Bonds shall be callable for redemption in whole or in part on any Interest Payment Date in the event of exercise by the Corporation of its option to prepay the Basic Rent in full or in part as provided in Section 6.1 of the Sublease. The redemption date in any such event shall be the date set by the Corporation for the prepayment of the Basic Rent in accordance with Section 6.1 of the Sublease. The redemption price for the Bonds (or portions thereof) in such event shall be the amount set forth in Section 6.1 of the Sublease.

The obligation of the Issuer to make scheduled payments of principal and interest on the principal amount of the Bonds which remains outstanding after any partial redemption shall not be affected by such partial redemption, such partial redemption operating instead to pay and redeem the principal of the Bonds at dates earlier than the originally scheduled principal amortization or payment date or dates, in inverse chronological order.

Notice from the Corporation to the Holder that the Basic Rent is to be prepaid in whole or in part pursuant to the Sublease shall also constitute the call by the Issuer of a portion or all, as the case may be, of the principal amount of the Bonds then outstanding, and no separate notice from the Issuer to the Holder shall be required. In addition, acceleration of all payments of Basic Rent pursuant to Section 7.2(a) of the Sublease shall constitute an acceleration of the principal amount of the Bonds then outstanding, and no notice of such acceleration from the Holder to the Issuer shall be required.

All Bond Service Charges shall be payable in lawful money of the United States of America at the principal office of the Holder, by check or draft. Any Bond Service Charges not paid when due, together with interest thereon at the Interest Rate for Advances, shall continue as an obligation of the Issuer until paid.

The Bonds shall be executed on behalf of the Issuer by the at least two members of the Issuing Authority, provided that such signatures may be facsimiles. In case any officer whose signature or a facsimile thereof shall appear on the Bonds shall cease to be such officer before the issuance or delivery of the Bonds, such signature or facsimile thereof shall nevertheless be valid and sufficient for all purposes, the same as if he had remained in office until after that time.

If the Bonds or any portion thereof are duly called for redemption as herein provided, and if on the redemption date moneys for the payment of the applicable redemption price shall have been provided to the Holder so as to be available for the payment thereof, then from and after such redemption date the Bonds or such portion thereof shall cease to bear interest, subject to the provisions of Section 6.5 of the Sublease.

**SECTION 4.** That there is hereby created by the Issuer and ordered maintained, as a separate deposit account (except when invested as hereinafter provided) in the custody of the Servicing Agent (as defined in the Bond Purchase Agreement), an account in the name of the Borrower, on behalf of the Issuer, to be designated "County of Clark, Ohio – Mental Health Services for Clark County, Inc. Project Fund". From the sale of the Bonds, the Project Fund Deposits shall be deposited in the Project Fund, and all moneys in the Project Fund shall be disbursed by the Servicing Agent in accordance with the Bond Purchase Agreement and the Sublease. The Servicing Agent is authorized and directed to issue its check for each such disbursement. The moneys to the credit of the Project Fund (including the proceeds from the sale of investments thereof) shall, pending application as above set forth, be subject to a lien and charge in favor of the Holder.

**SECTION 5.** That moneys in the Project Fund shall be invested and reinvested by the Servicing Agent in any Eligible Investments, in accordance with and subject to any orders of the Authorized Corporation Representative with respect thereto, provided that each such investment of moneys in the Project Fund shall in any event mature or be redeemable at the option of the Holder at such time as may be necessary to make timely

payments from the Project Fund. Subject to any such orders with respect thereto, the Servicing Agent may from time to time sell such investments and reinvest the proceeds therefrom in Eligible Investments maturing or redeemable as aforesaid. Any such investments may be purchased from the Servicing Agent. An investment made from moneys credited to the Project Fund shall constitute part of the Project Fund and the Project Fund shall be credited with all proceeds of sale and income or loss from such investment. The Corporation has covenanted in the Sublease to restrict the use of the proceeds of the Bonds so that they will not constitute arbitrage bonds under the Code.

**SECTION 6.** That each of the Bonds authorized hereby shall bear on its face a statement that the Bonds are not general obligations, debt or bonded indebtedness of the County of Clark, Ohio or the State of Ohio or any political subdivision thereof, and the holders or owners of the Bonds are not given the right, and have no right, to have excises or taxes levied by the County of Clark, Ohio or the State of Ohio or any political subdivision thereof, for the payment of the debt service on such Bonds and that the right to such payment is limited to the revenues and funds pledged for such purpose under this Bond Legislation. The Bonds shall be payable solely from Pledged Receipts and the form of Bonds shall contain a statement to that effect.

**SECTION 7.** That the members of this Board are hereby authorized and directed to do all the acts and things required of them by the provisions of the Bonds and the Bond Purchase Agreement hereinafter authorized to the end that full and complete performance of all of the terms, covenants and agreements of the Bonds and Bond Purchase Agreement shall be effected, including taking all actions necessary to complete the sale of the Bonds under the "Blue Sky" laws of any jurisdiction; provided that the Issuer shall not be required to submit to service of process in connection with any such "Blue Sky" action in any state except Ohio.

**SECTION 8.** That this Board hereby determines that the leasing of the Existing Facilities from the Corporation and the subleasing of the Existing Facilities to the Corporation, which will operate the Existing Facilities, providing hospital facilities to the general public without discrimination by reason of race, creed, color or national origin is undertaken for and will serve the public purpose of better providing for the health and welfare of the people of the State of Ohio by enhancing the availability, efficiency and economy of Hospital Facilities and the services rendered thereby.

**SECTION 9.** That any two members of this Board be, and they are hereby authorized and directed to execute and deliver, on behalf of the Issuer an Agreement of Lease (the "Lease") with the Corporation to acquire a leasehold interest in the Existing Facilities. The Lease shall be substantially in the form presented to this Board and on file with the Clerk, subject to such changes, insertions and omissions as may be approved by this Board, which approval shall be conclusively evidenced by the execution of said Lease as aforesaid. It is hereby determined that such Lease will promote the public purpose stated in Section 140.02, Ohio Revised Code, and the County of Clark, Ohio will be duly benefited thereby.

**SECTION 10.** That any two members of this Board be, and they are hereby authorized and directed to execute and deliver on behalf of the Issuer the Sublease with the Corporation and an Assignment of Sublease (the "Assignment of Sublease") assigning the Sublease to the Original Purchaser. The Sublease and the Assignment of Sublease shall be substantially in the form presented to this Board and on file with the Clerk, subject to such changes, insertions and omissions as may be approved by this Board, which approval shall be conclusively evidenced by the execution of said Sublease and Assignment of Sublease as aforesaid. It is hereby determined that such Sublease will promote the public purpose stated in Section 140.02, Ohio Revised Code, and the County of Clark, Ohio, will be duly benefited thereby.

**SECTION 11.** That any two members of this Board be, and they are hereby authorized and directed to execute and deliver on behalf of the Issuer a Bond Purchase Agreement, providing for the sale of the Bonds to the Original Purchaser, substantially in the form heretofore presented to this Board and on file with the Clerk, so long as the terms of purchase contained therein are within the guidelines established in this Bond Legislation.

**SECTION 12.** That this Board, for and on behalf of the Issuer, hereby covenants that it will restrict the use of the proceeds of any series of tax-exempt Bonds hereby authorized in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute “arbitrage bonds” under Sections 103(b)(2) and 148 of the Internal Revenue Code and the regulations prescribed thereunder. Any member of this Board or any other officer having responsibility with respect to the issuance of said Bonds is authorized and directed to give an appropriate certificate on behalf of the Issuer, on the date of delivery of said Bonds for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances and reasonable expectations pertaining to the use of the proceeds thereof and the provisions of said Section 148 and regulations thereunder.

**SECTION 13.** That any two members of this Board be, and they are hereby authorized and directed to execute and deliver on behalf of the Issuer one or more Tax Regulatory Agreements (the “Tax Regulatory Agreement”). The form of the Tax Regulatory Agreement shall be substantially in the form presented to this Board and on file with the Clerk, subject to such changes, insertions and omissions as may be approved by this Board, which approval shall be conclusively evidenced by the execution of said Tax Regulatory Agreement as aforesaid.

**SECTION 14.** That the appropriate officers of the Issuer, be and they hereby are authorized to execute and deliver on behalf of the Issuer such other certificates, documents and instruments in connection with the issuance and sale of any tax-exempt Bonds as may be required, necessary or appropriate, including, without limitation, any documents which are necessary or appropriate in order to provide that the Bonds constitute “qualified 501(c)(3) bonds” under the Internal Revenue Code of 1986, as amended. Such documents, including the ones specifically authorized hereby, shall be subject to such changes, insertions and omissions as may be approved by the appropriate officers of this Board, which approval shall be conclusively evidenced by the execution thereof as aforesaid.

**SECTION 15.** For purpose of complying with Section 147(f) of the Code, this Board hereby approves the issuance of the Bonds in the maximum aggregate amount of \$3,750,000 to be made available to the Corporation for the purpose of (1) financing the construction, equipping and installation of Hospital Facilities, including, without limitation including, without limitation, the means constructing, improving, furnishing, and equipping the Youth Services addition to be located on land owned by the Corporation at 474 North Yellow Springs Street, Springfield, Ohio and (2) paying certain costs of issuance incurred in connection with the issuance of the Bonds. The initial owner, operator or manager of the Project is presently anticipated to be the Corporation.

**SECTION 16.** That the series of the Bonds issued to refund the Prior Bonds are hereby deemed designated “qualified tax-exempt obligations” for the purposes set forth in Section 265(b)(3) of the Internal Revenue Code of 1986, as amended by virtue of their designation as such in calendar year 2011. The Issuer is authorized to provide such other certifications concerning “qualified tax-exempt obligations” as may be necessary.

**SECTION 17.** That 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 this Board in meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code.

**SECTION 18.** That all resolutions and ordinances or parts thereof in conflict with the provisions of this resolution are, to the extent of such conflict, hereby repealed.

**SECTION 19.** That this resolution shall be effective from and after its adoption.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

**Resolution 2021-0570  
BDDC file**

**Acknowledge & Accept Collective Bargaining Agreement between Clark County Board of Developmental Disabilities and Professionals Guild of Ohio (PGO)**

Commissioner Lohnes moved, per the request of the Clark County Department of Job and Family Services Director, to authorize a contract with:

- Agreement Between:** Clark County Board of Developmental Disabilities and Professionals Guild of Ohio (PGO)
- Purpose:** Collective Bargaining Agreement for Nurses.
- Expiration Date:** June 29, 2023

Further move to authorize the County Administrator to execute the contract and related documents.

Commissioner McGlothlin seconded the motion and the roll being called for its passage, the vote resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

Discussion ensued about mental health and drug addicted inmates.

Commissioners discussed the jail feasibility study. Ms. Hutchinson estimated a 10-20% increase from the study done two years ago. Hopefully, the bid will be 6-9 months down the road. Commissioner McGlothlin thanked Commissioner Lohnes for spearheading that. He also thanked Mental Health.

Resolution 2021-0571

Commissioner Lohnes moved to adjourn the meeting. Commissioner McGlothlin seconded them motion. The roll being called for its passage resulted as follows:

Commissioner Lohnes, Yes; Commissioner McGlothlin, Yes; Commissioner Wilt, Yes

BOARD OF CLARK COUNTY COMMISSIONERS

By: \_\_\_\_\_  
Melanie F. Wilt, President

By: \_\_\_\_\_  
Lowell R. McGlothlin

I certify that the record is true and accurate:

\_\_\_\_\_  
Commission Clerk

By: \_\_\_\_\_  
Richard L. Lohnes