

**Brimfield Township Board of Trustees
Special Meeting
Tuesday November 24, 2020**

The Brimfield Township Board of Trustees met in a special meeting on the above date, virtually. Present were Trustees Sue Fields, Nicholas Coia, Mike Kostensky and Fiscal Officer John Dalziel.

The meeting was called to order at 6:42 PM.

Administration:

MOTION #2020-352

Mike Kostensky moved approve the amended agenda to include under administration Christmas Drive Through Event. Sue Fields second.

Mike Kostensky	- yes	Sue Fields – yes
Nicholas Coia	- yes	Motion Passed

The Board of Township Trustees of the Township of Brimfield (Portage County), Ohio, met in Special session at 6:30 o'clock p.m., on November 24, 2020, virtually with the following members present:

Nicholas Coia Mike Kostensky Sue Fields

Sue Fields moved the adoption of the following resolution:

TOWNSHIP OF BRIMFIELD (PORTAGE COUNTY), OHIO

RESOLUTION NO. 2020-353

RESOLUTION AUTHORIZING THE ISSUANCE OF \$8,500,000 OF BONDS OF THE TOWNSHIP OF BRIMFIELD (PORTAGE COUNTY), OHIO, FOR THE PURPOSE OF PAYING PART OF THE COST OF RENOVATING AND IMPROVING THE EXISTING FIRE STATION AND ADDING ADMINISTRATION OFFICES AND MEETING SPACE, MAKING SITE IMPROVEMENTS AND ACQUIRING FURNITURE AND EQUIPMENT THEREFOR, AND MATTERS RELATED THERETO.

WHEREAS, pursuant to resolutions heretofore duly adopted by this board of Township Trustees (the "Board") of the Township of Brimfield (Portage County), Ohio (the "Township"), an election was held on November 3, 2020 under the provisions of Section 133.18 of the Ohio Revised Code upon the question of issuing bonds for the purpose of renovating and improving the existing fire station and adding administration offices and meeting space, making site improvements and acquiring furniture and equipment therefor (the "Project"), and of levying an ad valorem property tax outside of the ten-mill limitation to pay the principal of and interest on such bonds, of which election due notice was given according to law and at which election more than a majority of the electors voting on said proposition voted in favor thereof; and

WHEREAS, the Township fiscal officer, as fiscal officer of the Township, has heretofore estimated that the life of the improvements constituting the Project is at least five (5) years, and has certified that the maximum maturity of the bonds issued therefor is twenty-eight (28) years; and

WHEREAS, the Board anticipates that the principal of and interest on such bonds authorized hereby (the “Debt Charges”) will be paid from the proceeds of such voted ad valorem property tax levied hereby; and

WHEREAS, the United States of America, acting through the Rural Housing Service, United States Department of Agriculture (the “Government”), has agreed to purchase such bonds upon the terms set forth herein; and

WHEREAS, the issuance of such bonds will not make the total net indebtedness of this Township, as defined in Sections 133.04 and 133.09 of the Ohio Revised Code, and with the exceptions therein provided, exceed five percent (5%) of the assessed valuation of all property in this township as listed and assessed for taxation, nor cause the amount of bonds issued by the Board for the purpose of providing fire apparatus and appliances, buildings or sites therefor, sources of water supply and materials therefor, or for the establishment and maintenance of lines of fire-alarm telegraph, or for the payment of permanent, part-time, or volunteer fire-fighting companies to operate such equipment, exceed the greater of one hundred fifty thousand dollars or two per cent (2%) of the total value of all property in the Township as listed and assessed for taxation;

NOW, THEREFORE, BE IT RESOLVED by the Board of Township Trustees of the Township of Brimfield (Portage County), Ohio, that:

SECTION 1. It is necessary to issue and sell bonds of the Township in the principal sum of \$8,500,000 (the “Bonds”) for the purpose of paying part of the costs of the Project, including “financing costs” as defined in Section 133.01 of the Ohio Revised Code, under authority of and pursuant to the general laws of the State of Ohio, particularly Chapter 133 of the Ohio Revised Code. It is hereby determined that notes shall not be issued in anticipation of the Bonds.

SECTION 2. The Bonds shall be issued in such principal amount for the purpose aforesaid. The Bonds shall be dated their date of initial delivery to the purchaser thereof, shall be in the form of fully-registered Bonds and numbered from R-1 upwards in order of issuance, shall be of a denomination equal to the unpaid principal amount of the Bonds from time to time, provided that if the Bonds are transferred by the Government, the Bonds shall be issued in such denominations in integral multiples of \$100 as the Government may request, shall mature in installments payable on the dates in the respective principal amounts, and shall bear interest at a rate not greater than two and twenty-five hundredths percent (2.25%) per annum, calculated on the basis of a 365-day year and payable on June 1 and December 1 of each year, commencing on a date determined by the Township fiscal officer and set forth in the Bonds until the principal sum is paid, as follows:

<u>Payment Date</u>	<u>Principal Amount Due</u>	<u>Payment Date</u>	<u>Principal Amount Due</u>
December 1, 2021	\$221,200	December 1, 2035	\$302,100
December 1, 2022	226,200	December 1, 2036	308,900
December 1, 2023	231,300	December 1, 2037	315,800
December 1, 2024	236,500	December 1, 2038	322,900
December 1, 2025	241,800	December 1, 2039	330,200
December 1, 2026	247,200	December 1, 2040	337,600
December 1, 2027	252,800	December 1, 2041	345,200
December 1, 2028	258,500	December 1, 2042	353,000
December 1, 2029	264,300	December 1, 2043	360,900
December 1, 2030	270,300	December 1, 2044	369,000
December 1, 2031	276,400	December 1, 2045	377,400
December 1, 2032	282,500	December 1, 2046	385,800
December 1, 2033	288,900	December 1, 2047	394,500
December 1, 2034	295,400	December 1, 2048	403,400

The above payment schedule may be altered as determined by the Township fiscal officer to reflect the date that the Bonds are initially delivered to the Government, as well as any reduction in the interest rate granted by the Government, provided that (i) the total Debt Charges payable in any calendar year shall be substantially equal with the total Debt Charges payable in any other calendar year, and (ii) in no event shall the final maturity of the Bonds be later than December 1, 2048.

If the total par value of the Bonds is not paid by the Government to the Township at the time of delivery thereof, any such par value shall be advanced to the Township by the Government in one or

more installments upon the request of the Township, and interest shall accrue on the amount of each such advance from its actual date, and no transfer of the Bonds may be made until the total par value of the Bonds is so advanced to the Township.

With the Government purchasing all of the Bonds, the Bonds shall be initially issued as a single Bond in the denomination of \$8,500,000, registered as to both principal and interest in the name of "United States of America, acting through the Rural Housing Service, United States Department of Agriculture", or as otherwise directed by the Government or as determined by the Township fiscal officer.

The Bonds shall be subject to redemption at any time prior to maturity, in whole or in part, at the option of the Township, in inverse order of maturity and pro rata across the denominations, in integral multiples of \$100 and at the price of 100% of the principal amount to be redeemed, plus accrued interest to the a date of redemption. Unless waived by Bondholders, the Township shall send notice of such optional redemption by first class mail, postage prepaid, to the registered holders of the Bonds to be redeemed at least 30 days prior to the date of redemption. Upon such redemption of less than the entire principal amount of an outstanding Bond, a new Bond or Bonds of same maturity and for the unredeemed principal amount will be issued to the owner of the partially redeemed Bond in exchange therefor.

It is hereby determined that the issuance of the Bonds upon the terms described herein, including the redemption provisions specified above, will be in the best interest of the Township. The determinations of the Township fiscal officer authorized by this resolution shall be set forth in the Bonds and shall be conclusive.

The Bonds shall be designated "Fire Station and Administration Building Bonds, Series 2021", or as otherwise determined by the Township fiscal officer.

SECTION 3. The Bonds shall express upon their faces the purpose for which they are issued and that they are issued in pursuance of this resolution. The Bonds shall be in fully registered form. They shall bear the signatures of at least two members of the Board and the Township fiscal officer, provided that any or all such signatures may be facsimile signatures, and shall bear the manual authenticating signature of the Township fiscal officer, who is hereby designated as paying agent, registrar and transfer agent (the "Paying Agent and Registrar") for the Bonds. Installments of Debt Charges are payable in lawful money of the United States of America to the registered owner of the Bonds as shown on the registration records of the Township. No transfer of ownership of the Bonds shall be valid unless made at the request of the registered owner thereof on the registration records of the Township and on the Bonds. The Township and the Paying Agent and Registrar may deem and treat the registered owner of the Bonds as the absolute owner thereof for all purposes, and the Township shall not be affected by any notice to the contrary. Payments of installments of Debt Charges shall be made by check or draft mailed to the registered owner thereof at the address shown on the registration records of the Township. Upon final payment of the Debt Charges, the Bonds shall be cancelled by the then-holder and surrendered to the Township.

The Bonds shall be transferable by the registered owner thereof in person or by his attorney duly authorized in writing at the office of the Paying Agent and Registrar upon presentation and surrender thereof to the Paying Agent and Registrar. The Township and the Paying Agent and Registrar shall not be required to transfer any Bond during the 15-day period preceding any interest payment date, and no such transfer shall be effective until entered upon the registration records maintained by the Paying Agent and Registrar. Upon such transfer, a new Bond or Bonds of authorized denominations of the same maturity and for the same unpaid principal amount shall be issued to the transferee in exchange therefor.

SECTION 4. The Bonds shall be the full general obligations of the Township and the full faith, credit and revenue of the Township are hereby irrevocably pledged for the prompt payment of the Bonds and the interest thereon when due.

For the purpose of providing the necessary funds to pay the Debt Charges promptly when and as the same fall due, during the period the Bonds are to run, there shall be and is hereby levied on all the taxable property in the Township, in addition to all other taxes, a direct tax annually outside the limitations of Section 2 of Article XII of the Constitution of Ohio in an amount sufficient to provide funds to pay the Debt Charges as and when the same fall due, which tax shall not be less than the interest and sinking fund tax required by Article XII, Section 11 of the Constitution of Ohio. Said tax

shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner and at the same time that taxes for general purposes for each of said years are certified, extended or collected. Said tax shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from said tax levies hereby required shall be placed in a separate and distinct fund, which, together with all interest collected on the same, shall be irrevocably pledged for the payment of the Debt Charges when and as the same shall fall due.

Any excess fund resulting from the issuance of the Bonds, shall to the extent necessary be used only for the retirement of the Bonds at maturity or upon mandatory sinking fund redemption, together with interest thereon and is hereby pledged for such purpose.

SECTION 5. The Bonds shall be sold to the Government in accordance with its offer to purchase which is hereby accepted. The proceeds from the sale of the Bonds, except any premium or accrued interest received, shall be paid into the proper fund and used for the purpose aforesaid and for no other purpose, and for which purposes said proceeds are hereby appropriated. The premium and accrued interest, if any, shall be transferred to the bond retirement fund of the Township to be applied to the payment of the Debt Charges in the manner provided by law.

The members of the Board, the Township fiscal officer and other appropriate officials of the Township, are each hereby separately authorized, without further action of the Board, to take any and all actions and to execute such other instruments that may be necessary or appropriate in the opinion of Dinsmore & Shohl LLP, bond counsel for the Bonds, in order to effect the issuance of the Bonds and the intent of this resolution. The clerk of the Board shall certify a true transcript of all proceedings had with respect to the issuance of the Bonds, along with such information from the records of the Township as is necessary to determine the regularity and validity of the issuance of the Bonds.

SECTION 6. The Board hereby covenants that it will restrict the use of the proceeds for the 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 of 1986, as amended (the "Code") and the regulations prescribed thereunder and will, to the extent possible, comply with all other applicable provisions of the Code and the regulations thereunder to retain the Federal income tax exemption for interest on the Bonds, including any expenditure requirements, investment limitations, rebate requirements or use limitations. The Township fiscal officer or any other officer having responsibility with respect to the issuance of the Bonds is authorized and directed to give an appropriate certificate on behalf of the Township on the date of delivery of the 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 the Code and regulations thereunder.

The Bonds are hereby designated as "qualified tax-exempt obligations" to the extent permitted by Section 265(b)(3) of the Code. The Board finds and determines that the reasonable anticipated amount of qualified tax-exempt obligations (other than private activity bonds) which will be issued by the Township during the calendar year in which the Bonds are initially delivered does not and the Board hereby covenants that, during such year, the amount of tax-exempt obligations issued by the Township and designated as "qualified tax-exempt obligations" for such purpose will not exceed \$10,000,000. The Township fiscal officer and other appropriate officers, and any of them, are authorized to take such actions and give such certifications on behalf of the Township with respect to the reasonably anticipated amount of tax-exempt obligations to be issued by the Township during this calendar year and with respect to such other matters as appropriate under Section 265(b)(3).

SECTION 7. So long as the Government is the holder of any of the Bonds, the Township will comply with all applicable regulations of the Government relating to the Project and the Bonds and with the Government's Loan Resolution (Form RD 1942-47) relating thereto adopted by the Board, and will not, among other things, defease the Bonds without the prior written consent of the Government. The provisions of such Loan Resolution are hereby accepted, approved, ratified and confirmed and are hereby incorporated into this resolution by reference.

Without limiting the generality of the foregoing, so long as the Government is the owner of the Bonds and requires a fidelity bond, the Township shall obtain, and keep in force, a fidelity bond to the extent and in the amount required by the Government. Such fidelity bond shall be with a surety company approved by the Government, and the Government and the Township shall be named as co-

Administration:

RESOLUTION 2020-355

Approving Expenditure from Coronavirus Aid, Relief, and Economic Security Act Funding

Portage County, Ohio

Be It Resolved by the Township Trustees of Brimfield Township

WHEREAS, this date, November 24, 2020, Trustee Nicholas Coia moved the adoption of the following Resolution:

WHEREAS, on March 9, 2020, Ohio Governor Mike DeWine issued an Executive Order declaring a State of Emergency relating to the COVID-19 outbreak in the state of Ohio; and

WHEREAS, on March 11, 2020, the head of the World Health Organization declared COVID-19 a global pandemic; and

WHEREAS, on March 13, 2020, the President of the United States, Donald Trump, declared a National Emergency concerning the COVID-19 outbreak, stemming from the SARS-CoV-2 virus; and

WHEREAS, on May 6, 2020, the Ohio State Senate Passed Am. S.B. No. 310 establishing a formula for the distribution of funds (“Funding”) under the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”) enacted by the federal government; and

WHEREAS, Am. S.B. No. 310 was subsumed into the passage of Am. Sub. H.B. No. 481 by the Ohio General Assembly, effective June 19, 2020; and

WHEREAS, consistent with Section 27(D) of Am. Sub. H.B. No. 481, the Board passed a resolution supporting the receipt of the Township’s share of Funding under the CARES Act, and the Township has since received such Funding and deposited same in the Township’s Local Coronavirus Relief Fund pursuant to Section 27(E).

NOW THEREFORE, it is hereby RESOLVED by the Trustees that:

1. Pursuant to Section 27(D) of Am. Sub. H.B. 481, the Board may spend the Funding only to cover costs of the subdivision consistent with the requirements of section 5001 of the CARES Act as described in 42 U.S.C. 601(d) and subsequent regulations and treasury publications.

2. As assistance to local governmental agencies that have received distributions under Am. Sub. H.B. 481, the United States Treasury Department has published a pamphlet entitled Guidance State, Territorial, Local, and Tribal Governments as Amended, September 2, 2020 (“Guidance”), a copy of which is attached hereto. The Guidance publication provides succinct descriptions of permissible uses for the Funding. The Guidance has been adopted and accepted by the Ohio Office of Budget and

Management (“OOBM”) and the Ohio Auditor of State (“Auditor”) as authoritative sources for Funding expenditures.

3. The Guidance defines what constitutes employees whose work is “substantially dedicated” to mitigating the Corona Virus health emergency. The Guidance lists the following as a permissible use of the CARES Act Funding:

“A State, Local, or Tribal government may presume that public health and public safety employees meet the substantially dedicated test unless the chief executive (or equivalent) of the relevant government determines that specific circumstances indicate otherwise...public safety employees would include police officers,...firefighters, emergency medical responders,...and those who directly support such employees such as dispatchers and supervisory personnel.” (Page 6, U. S. Treasury Guidance ,September 2, 2020).

4. In accordance with Section 27(D) of Am. Sub. H.B. 481, section 5001 of the CARES Act as described in 42 U.S.C. 601(d), federal regulations and the Guidance, the Board hereby approves the following expenditures from the Local Coronavirus Relief Fund: All Payroll costs and benefits for the police department and fire department employees, including all police officers, fire fighters, Emergency Medical Service, EMT or personnel providing support to safety forces incurred by the Township as set below. The Board specifically finds that all police and fire department safety forces have dedicated a substantial portion of their work for the Township in mitigation and response to COVID-19 through responding to emergency calls to duty, investigating potential crimes, active treatment of potential patients, or preventative care and maintenance to protect the public and Township employees involved with safety forces.

5. In accordance with Section 27(D) of Am. Sub. H.B. 481, section 5001 of the CARES Act as described in 42 U.S.C. 601(d), federal regulations and the Guidance, the Board hereby approves the following expenditures from the Local Coronavirus Relief Fund “CRF”):

Safety Forces wages and benefits

Fire Department wages and benefits of full time firefighters and emergency medical technicians and support staff shall be paid from the CRF from the pay period beginning March 1, 2020 through December 30, 2020, totaling \$192,000.00.

Police Department wages and benefits for full time police officers and support staff shall be paid from the CRF from the pay period beginning March 1, 2020 through December 30, 2020, totaling \$192,000.00.

Additional expenditures for the Township departments to be paid from the CRF, based on invoices and estimates for each expense provided by the respective department heads, as well as advice of counsel, are approved as follows:

Administration Department

- (a) Cleaning supplies, cleaning services and Personal Protective Equipment
- (b) Computers, Servers and Laptops for distance and remote working
- (c) Legal costs for advice of counsel on CRF expenditures

6. The Board finds that the expenditures authorized by this Resolution were not previously budgeted by the Board or any budgeted expenditure as in the police and fire department wages and benefits were redirected to allow the safety forces to mitigate and respond to the COVID-19 pandemic; as a result, the Board finds that all the proposed expenditures listed within this Resolution are directly related to COVID-19 conditions and response. Further, the Board finds that the expenditures authorized herein are for payment or reimbursement of an expense incurred between March 1, 2020 and December 30, 2020.

Trustee Mike Kostensky seconded the Motion, and thereupon, the votes in favor of this Resolution were recorded and reflected by the signatures hereto.

BE IT FURTHER RESOLVED: that it is hereby found and determined that all formal actions of this Board of Township Trustees 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 and any of its committees that resulted in such formal action, were in a meeting open to the public, in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code.

Adopted the 24th day of November, 2020.

<i>Nicholas Coia</i>	<i>Aye</i>
<i>Mike Kostensky</i>	<i>Aye</i>
<i>Sue Fields</i>	<i>Aye</i>

Township Trustees

Attest: _____
Township Fiscal Officer

MOTION #2020-356

Nicholas Coia moved appoint Mike Kostensky as the CEO of the Howe Road Culvert Pipe project for the Ohio Public Works. Sue Fields second.

Mike Kostensky - yes
Nicholas Coia - yes

Sue Fields – absent
Motion Passed

There being no further business to come before this meeting of the Brimfield Township Board of Trustee Mike Kostensky moved at 7:18 PM to adjourn. Motion seconded by Nicholas Coia. Upon a roll call vote passed unanimously.

We, the Trustees of Brimfield Township, do hereby set out hands as approval of the foregoing minutes as a true and accurate record of the proceedings.

Chairman

Fiscal Officer