

TUESDAY, OCTOBER 12, 2021
OFFICE OF THE BOARD OF COMMISSIONERS
PICKAWAY COUNTY, OHIO

The Pickaway County Board of Commissioners met in Regular Session at the Emergency Operation Center located at 160 Island Road, Circleville, Ohio, on Tuesday, October 12, 2021, with the following members present: Mr. Jay H. Wippel, Mr. Harold R. Henson, and Mr. Gary K. Scherer. April Dengler, County Administrator, was also in attendance.

In the Matter of
Minutes Approved:

Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to approve the minutes from October 5, 2021, with corrections.

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Bills Approved for Payment:

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to adopt the following Resolution:

BE IT RESOLVED, that the bills have been found to be properly filed and their respective vouchers shall be cross-referenced to the approving pages dated October 13, 2021, in the Commissioners' Voucher Journal, the date in which checks will be cut; then,

BE IT FURTHER RESOLVED, that the Board of Pickaway County Commissioners orders the Auditor of Pickaway County, Ohio, to draw her warrant on this entry in the amount of \$270,506.76 on the County Treasurer to satisfy the same.

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Then and Now Certification Approved for Payment:

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to adopt the following Resolution:

BE IT RESOLVED, that the County Auditor certifies that both at the time that the following contracts or orders were made and at the time that a certification (Section 5705.41) was completed, sufficient funds were available or in the process of collection, to the credit of a proper fund, properly appointed and free from any previous encumbrance. The Then and Now Certification has been found to be properly filed and their respective vouchers shall be cross-referenced to the approving pages dated October 13, 2021, in the Commissioners' Voucher Journal, the date in which checks will be cut; then,

BE IT FURTHER RESOLVED, that the Board of Pickaway County Commissioners, as Taxing Authority are authorizing the Auditor of Pickaway County, Ohio, to draw her warrant on this entry in the amount of \$52,839.50 on the County Treasurer to satisfy the same.

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

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**In the Matter of
Amended Certificate Approved:**

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to adopt the following Resolution:

Resolution No.: PC-101221-71

WHEREAS, the Pickaway County Budget Commission approved an AMENDED CERTIFICATE in the amount of \$7,249.33 to amend the budget for Fairgrounds Capital Improvements,

THEREFORE BE IT RESOLVED, that the Pickaway County Board of Commissioners hereby appropriated the following sum for expenditure for period ending December 31, 2021:

**401.7104.5401 – Fairgrounds Capital Improvement Commissioners
\$7,249.33**

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

**In the Matter of
Appropriation of Expense Line Item Approved:**

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to approve the following requests for the APPROPRIATION OF EXPENSE LINE ITEM:

\$250,000.00 – 938.1123.5401 – Contract Services ARP Fund – Commissioners

\$150,000.00 – 101.1105.5703 – Contingencies – Commissioners

\$7,249.33 – 101.1105.5703 – Contingencies – Commissioners

\$7,249.33 – 410.7104.5401 – Fairgrounds Capital Improvements – Contract Services

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

**In the Matter of
Transfer and Reappropriations Approved:**

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to approve the following requests for the TRANSFER AND REAPPROPRIATIONS:

**\$3,900.00 – 410.7104.5505 – Fairgrounds Materials & Supplies - Commissioners
TO**

410.7104.5401 – Fairgrounds Capital Improvements Contract Services – Commissioners

**\$7,249.33 – 101.1105.5703 – Contingencies – Commissioners
TO**

101.1105.5701 – Transfer Out – Commissioners

\$3,000.00 – 932.1227.5102 – Salary Line – Adult Probation

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**TO
932.1227.5203 – Insurance – Adult Probation**

**\$200.00 – 925.1208.5102 – Salary Line – Adult Probation
TO
925.1208.5203 – Insurance- Adult Probation**

**\$15,000.00 – 101.2083.5496 -Medical Sheriff – Sheriff
TO
101.2083.5527 – Vehicles Sheriff – Sheriff**

**\$150,000.00 – 101.1105.5703 – Contingencies – Commissioners
TO
101.1112.5401 – Countywide Contract Services – Commissioners**

**\$2,000.00 – 201.3005.5411 – Maintenance of Copier – Engineer
TO
201.3006.5505 – Materials Supplies – Engineer**

**\$4,000.00 – 201.3005.5501 – Office Equipment – Engineer
TO
201.3006.5505 – Material Supplies (bid items) – Engineer**

**\$5,000.00 – 201.3007.5401 – Contract Services – Engineer
TO
201.3006.5505 – Materials Supplies – Engineer**

**\$5,000.00 – 201.3007.5505 – Materials Supplies (non-bid items) – Engineer
TO
201.3006.5505 – Materials Supplies (bid items) – Engineer**

**\$1,906.10 – 201.3005.5403 – Travel & Expense – Engineer
TO
201.3006.5505 – Materials Supplies - Engineer**

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

**In the Matter of
Fund Transfer:**

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to approve the following requests for the FUND TRANSFER:

**\$238,855.87 – 101.1105.5721 – HB295 Transfer Out – Auditor
TO
301.0000.4901 – HB295 Transfer In – Auditor**

**\$7,249.33 – 101.1105.5701 – Transfer Out – Commissioners
TO
410.0000.4901 – Transfer Fairgrounds Capital Improvements - Commissioners**

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

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In the Matter of
Blanket Purchase Order:

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to approve the following requests for the BLANKET PURCHASE ORDER:

\$1,443.22 – 101.1112.5901 – Countywide Other - Commissioners

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Waiver Approved:

Nancy Graham, Fiscal Specialist, requested a waiver to pay Tim Lally Chevrolet in a timely manner related to the Sheriff Cruisers. After discussing the request, Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to waive the waiting period to issue payment to Tim Lally Chevrolet, in the amount of \$77,568.00 as follows:

\$77,568.00 401.7115.5529 – Planned Capital

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Approval for County Administrator
To Make Budgetary Decision in
The Commissioners Absence:

Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to approve April Dengler, County Administrator to make budgetary decisions and sign documents in the absence of County Commissioners per O.R.C. Section 305.30 (H) and (K).

Voting on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Report Provided by Tim McGinnis:

The following is a summary of the report provided by Tim McGinnis, Planning and Development Director.

- Planning Commission:
 - a) Replat of Rickenbacker Industrial Park – approved at last week’s meeting. Mr. McGinnis received the final plat, however, it does not address the specifics of the adjoining nature of Lot 5, so until that is addressed, no signatures can be collected.
 - b) South Perry Road, Saltcreek township: Leland Johnson requesting a variance on the road frontage requirement. There are 2 homes on 1 property, 5.1 acres. Mr. Johnson wants to separate the 2 homes onto their own respective parcels and does not have the road frontage required to do so. (Need 300 feet, has about 260 feet)

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- Outstanding Plats: Double Creeks (Washington Township) – Mr. McGinnis is awaiting receipt of bond Rickenbacker Phase 1 Replat (Madison Township) – Awaiting adjoining language modifications. Rickenbacker Parkway Extension (Madison Township) – Awaiting first submittal
- Had a good conversation with the new Harrison Township zoning inspector. (Jared Conner)
- CT Realty is transferring their 2 completed buildings on Lot 1 and Lot 2 of Rickenbacker Industrial Park. Mr. McGinnis has the Assignment and Assumption Agreement, as well as the 2 school compensation agreements for your authorization and signature.

In the Matter of
Report given by Robert Adkins:

The following is a summary of the report provided by Robert Adkins, IT Director:

- Mr. Adkins replaced the backup ability and upgraded the equipment.
- Wednesday they will be migrating the phones at the Service Center.
- Railroad permit was approved and everything is being submitted. Will just wait to hear the next step. The company that does the boring can also install and pull the fiber optic. Mr. Adkins will get a quote to do the fiber optic as well. Mr. Adkins also asked to get a quote to run the fiber optic to the Prosecutor's Office. \$13,500 to get fiber optic from the path along the railroad to the Prosecutor's Office. The Commissioners suggested on holding off due to not owning the building. The fiber optic line has been installed from the Sheriff's Office to the EOC. This will allow for training to take place.

In the Matter of
Report Provided by Darrin Flick:

The following is a summary of the report provided by Darrin Flick, EMA Director & Pickaway County 911 Coordinator.

- Last week EOC monitoring of COVID situation and normal operations. State EOC COVID Directors Call Tuesday and Thursday. Mr. Flick is still monitoring civil unrest throughout the state and coordinating information with law enforcement and other first responders throughout the county. Continuing Countywide Vaccinations – Ages 12+ - walk In. Mr. Flick attended the Box 65 Monthly Meeting October 5th, Frontier VOIP 911 Meeting October 6th, County Police Chiefs Meeting October 7th and PAAC Board Meeting October 8th.
- This week the EOC will be monitoring the COVID situation and normal operations. State EOC COVID Directors Call Tuesday/ Thursday. Mr. Flick will be monitoring civil unrest throughout state. Coordinating information with Law Enforcement and other first responders throughout the county. Ops update with Public Health on Wednesday. Continuing Countywide Vaccinations – Ages 12+ - walk In. Mr. Flick will be attending the Pumpkin Show Security Meeting October 12th, SERC Executive Committee Meeting and Fire Marshall Radio Grant Meeting October 13th, Quarterly Local Emergency Planning Committee (LEPC) meeting October 14th.
- Next Week the EOC will be monitoring COVID situation and back to normal operations. State EOC COVID Directors Call Tuesday/ Thursday. Mr. Flick will be monitoring civil unrest throughout state. Coordinating information with Law Enforcement and other first responders throughout the county. UAS Team Planning and Operations Training Wednesdays and Decon Trailer Support to Ohio Health Berger: Sept 2020-Sept 2021. Wednesday Ops Update with Public Health. Continuing Countywide Vaccinations – Ages 12+ walk-in. Mr. Flick will be attending the Pumpkin Show (EOC Open) October 18th-October 23rd and Ohio EPA LEPC Annual Conference October 21st.

Frontier providing VOIP service for 5 years with accessing the Fiber Optic lines. If we do not go the using fiber optic, we will continue with the copper lines with Frontier. Install would take between 3-4 months. Mr. Adkins discussed that Frontier is still trying to bill the county for early termination fees from when we dropped them. There were to be no fees to be charged and Mr. Adkins suggested to see if they would waive all termination fees completely if we are to enter into a contract for VOIP. The commissioners will discuss further.

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**In the Matter of
Report Provided by Marc Rogols:**

The following is a summary of the report provided by Marc Rogols, Deputy County Administrator:

- There were no BWC claims, or unemployment claims filed for the week.
- Mr. Rogols reported there are no auctions pending on Govedeals.com.
- Mr. Rogols continues the work on the township contracts for commercial fees as approved last week and continued to update OPF Enforcement rules.
- Mr. Rogols reported that he interviewed one applicant for the Full-time custodial position. Two applications have been received for the IT Technician position. Interviews will take place after Pumpkin Show. Commissioners' Office Assistant had three applicants. Two were interviewed and one was a no show.
- Mr. Rogols presented proposals for going out on our own for health care coverage. Two to three weeks out and do not anticipate change in vision or dental coverage. Incentive programs may be eliminated if rates cut.
- No changes in the status of the Building Departments front deck drawings in progress with WDC Group.
- Dog Shelter volunteer Amber Hunt's Facebook posting regarding no spay/ neuter program. The volunteer was notified that status would be suspended.
- Miscellaneous is the CORSA Control Program and fairgrounds water meeting discussion with Vaughn Cramens last Thursday.

**In the Matter of
Building Department Monthly Report:**

The monthly report for the Pickaway County Building Department was filed for the month ending September 2021.

A total of \$29,833.89 was reported being collected as follows:

| Permits | | |
|------------------------------------|------------|-------------|
| Registration | 25 | \$1,875.00 |
| Commercial | 21 | \$12,812.59 |
| Residential | 72 | \$15,146.30 |
| Total Inspections Performed | | |
| Residential | 398 | |
| Commercial | 58 | |
| City Enforcement | 1 | |
| Total Inspections | 457 | |
| Residential Plan Review | | |

| New Home Permits by Jurisdiction: | |
|--|-----------|
| Circleville | 1 |
| Commercial Point | 10 |
| Harrison Twp. | 1 |
| Jackson Twp. | 1 |
| Madison twp. | 1 |
| Monroe Twp. | 1 |
| Saltcreek Twp. | 2 |
| Scioto Twp. | 1 |
| Total New Homes | 18 |

**In the Matter of
Report Provided by Sheriff Hafey:**

The following is a summary of the report provided by Sheriff Hafey:

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- Sheriff Hafey reported that one of their SUVs was in an accident at SR62 and Bubba's Corner and is totaled. Officer will be off a few days.
- Crash on Tarlton Adelphi Road with a student. Sheriff is in contact with Chris Mullins, Engineer regarding additional signage in the area of the school. Another accident that was a fatality Saturday October 9th at SR 56 and Hall Road.

In the Matter of
Fairgrounds Renewal Bond:

John Payne, Bradley Payne Advisors, met with the Commissioners to discuss Fairgrounds Renewal Bond. Mr. Payne explained that the notes come due in January and recommended that the county put some cash up front and evaluate which route would be best. If a 25-year tax exempt payments was chosen payments would be \$182,022 or taxable \$186,995. Mr. Payne asked if there was usage tracked and the Commissioners stated that they could calculate the usage. The calculations would be based on how many days is the facility in use to allocate private or private. Commissioner Wippel stated that the bond could just be paid off and Mr. Payne explained that it could with cash and avoid the payments. Commissioner Wippel advised that there may be close to a million saved since the last Gun-A-Palooza. Mr. Payne explained that the decision will have to be made if the cash is better kept on hand and do a taxable bond or pay the bond in full. Mr. Payne complemented the facility and expressed that it was a good investment. The Commissioners implied that it has been great for the community and is booked for many events. The Commissioners agreed to pay half of the note with cash \$1.5 million and the remaining \$1.5 million to be financed with a one-year note.

In the Matter of
Executive Session:

At 10:30 a.m., Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to enter into Executive Session pursuant to ORC §121.22 (G) (1) to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation, etc., of a public employee with April Dengler, County Administrator and Marc Rogols, County Deputy Administrator in attendance.

Roll call vote on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

At 10:42 a.m., the Commissioners exited Executive Session and Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to resume Regular Session.

Roll call vote on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

No Action taken.

In the Matter of
Joe Bradshaw Hired as Custodial Worker I:

Mr. Rogols, Deputy County Administrator and Jon Brown, Maintenance Supervisor, conducted interviews Wednesday for a Custodial Worker I position, and it was their recommendation to hire Joe Bradshaw.

Following a brief discussion regarding the recommendation, Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to hire Joe Bradshaw, Circleville, Ohio, as a Custodial Worker I for the full-time shift, effective November 25, 2021, at the rate of \$11.75 an hour.

Voting on the motion was as follows: Commissioner Henson, yes; Commissioner Stewart, yes; Commissioner Wippel, yes. Voting No: None. Motion carried.

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In the Matter of
Report Provided by April Dengler:

The following is a summary of the report provided by April Dengler, County Administrator:

- Ms. Dengler emailed John Werkman and he will be out of the office until Monday, October 11th. Mr. Werkman said the QEP info is correct, but he isn't privy on the OAQDA piece, can only answer questions about QEP.
- Ms. Dengler emailed Kelly Babcock regarding new money for contract negotiations.
- Work orders were put in for courthouse doors. J and J doors is getting a quote for doors, railing at Service Center and posts at the Annex.
- Ms. Dengler reported that there are 56 water meters to replace and software at Orient. Additional quotes are being gathered and should be around \$56,000-\$57,000. Possibility that ARP funds could be used.
- Ms. Dengler suggested using MS Consultants to help with the fairgrounds entrance, they have CAD drawings, traffic impact study, etc.
- More applications have come in for the Ag Hall of Fame.

In the Matter of
Veteran Services Commissioners:

Ms. Dengler received a request from Margi Pettibone, Executive Director Veteran Services asking for a pay increase for Pickaway County Veteran Service Commission Board Members. It has been over 18 years ago since that last adjustment was mad to wages. Per the Ohio Revised Code 5901.04, County Commissioners shall fix a fair compensation for services of the members of the Board. Mrs. Pettibone would propose a \$50.00 a month increase, raising the pay to \$400.00 a month. Each Commissioner would only get the increase when they are re-appointed because they cannot receive an in-term increase. The increase would take effect January 2022.

Following a brief discussion regarding the recommendation, Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to approve the increase of \$50.00 a month for Pickaway County Veteran Service Board Members effective January 2022.

Voting on the motion was as follows: Commissioner Henson, yes; Commissioner Stewart, yes; Commissioner Wippel, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Executive Session:

At 11:00 a.m., Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to enter into Executive Session pursuant to ORC §121.22 (G) (4) to discuss collective bargaining matters pertaining to Pickaway County employees, with April Dengler, County Administrator, Marc Rogols, Deputy County Administrator and Angela Karr, Clerk in attendance.

Roll call vote on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

At 11:09 a.m., the Commissioners exited Executive Session and Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to resume Regular Session.

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Roll call vote on the motion was as follows: Commissioner Wippel, yes; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

No action taken.

**In the Matter of
Partial Assignment and Assumption of
Pickaway County Northern Industrial Area
Community Reinvestment Area
W-CTR Rickenbacker Phase I Owner VIII, LLC:**

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to adopt the following Resolution:

Resolution No.: PC-101221-72

**PARTIAL ASSIGNMENT AND ASSUMPTION
OF
PICKAWAY COUNTY NORTHERN INDUSTRIAL AREA
COMMUNITY REINVESTMENT AREA AGREEMENT**

This PARTIAL ASSIGNMENT AND ASSUMPTION OF PICKAWAY COUNTY NORTHERN INDUSTRIAL AREA COMMUNITY REINVESTMENT AREA AGREEMENT (this "Agreement") is made and entered into as of October 12, 2021 by and among RICKENBACKER OWNER LLC, a Delaware limited liability company (hereinafter "Rickenbacker Owner" or the "Assignee"), W-CTR RICKENBACKER PHASE I OWNER VIII, L.L.C, a Delaware limited liability company ("Assignor"), and Pickaway County, Ohio, a political subdivision duly organized and validly existing under the constitution and laws of the State (the "County"). Except as otherwise provided herein, capitalized terms used herein shall have the same meaning as in that certain Pickaway County Northern Industrial Area Reinvestment Area Agreement dated October 8, 2019, by and between the County and CTR Rickenbacker DevCo, LLC (the "Community Reinvestment Act Agreement").

WITNESSETH THAT:

WHEREAS, CTR Rickenbacker DevCo ("CTR") and Assignor are parties to that certain Partial Assignment and Assumption of Pickaway County Northern Industrial Area Community Reinvestment Area Agreement dated as of November 26, 2019 (the "CTR Assignment"), whereby CTR assigned, and Assignor assumed, all rights and obligations of CTR in and to the Community Reinvestment Act Agreement as it related to the Project Site (defined below), being a portion of the Madison Township Land; and

WHEREAS, Assignor, contemporaneously with the CTR Assignment, acquired approximately 58.44 acres of land located within the Madison Township Land (the "Project Site"), on which Assignor constructed a series of industrial facilities and related site improvements (collectively, the "Project with each individual building within the Project and its related site improvements hereinafter referred to as a "Building), provided that the appropriate development incentives are available to support the economic viability of the Project; and

WHEREAS, in connection with the Project, Assignor intended to convey or lease the Buildings or parts thereof and the land upon which such Buildings are constructed to one or more future owners (each an "Owner"; collectively the "Owners"), which Owners and/or their lessees shall be the parties whom equip and occupy the Buildings and employ workers at the Project (each a "Company"; collectively the "Companies"); and

WHEREAS, the Project Site is located in the Eastland-Fairfield Career and Technical Schools District and in the Teays Valley Local School District (the "School District");

WHEREAS, the School District, on March 25, 2019, adopted a resolution approving a Community Reinvestment Area and Tax Increment Financing Exemption based a Compensation Agreement agreed to by the School District and the Assignor or its affiliate, and as assigned to Assignee in connection herewith;

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WHEREAS, Assignor and Assignee have entered, or will enter, into a purchase agreement whereby Assignee will, among other things, acquire and own one or more Buildings and a portion of the Project Site, as described and depicted on the attached Exhibit A (the "Transferred Property"); **WHEREAS**, the totality of the Transferred Property is contained within the Madison Township Land as that terms is used and defined in the Community Reinvestment Act Agreement; and

WHEREAS, in connection with the anticipated and planned acquisition of the Transferred Property by Assignee, Assignee now wishes to assume the rights and obligations of the Assignor under the Community Reinvestment Act Agreement, and the County by Resolution No. PC-101221-72 passed October 12, 2021, has approved the assignment to and assumption by Assignee of those benefits and obligations on the terms set forth in the Community Reinvestment Act Agreement by approving the execution and delivery of this Agreement.

NOW, THEREFORE, in consideration of the circumstances described above, the covenants contained in the Community Reinvestment Act Agreement, and the benefit to be derived by Assignor and Assignee from the execution hereof, the parties hereto agree as follows:

1. From and after the date of execution of this Agreement, Assignee hereby (i) agrees to be bound by, assume and perform, or ensure the performance of, all of the obligations, agreements, covenants and restrictions set forth in the Community Reinvestment Act Agreement to be performed and observed by the Owner with respect to the Transferred Property; and (ii) certifies to the validity, as to Assignee as of the date of this Agreement, of the representations, warranties and covenants made by Assignor in the Community Reinvestment Act Agreement with respect to the Transferred Property. Such obligations, agreements, covenants, restrictions and warranties include, but are not limited to, those contained in Sections 1-18, if any, of the Community Reinvestment Act Agreement.
2. Assignee further certifies that (i) Assignee is not a party to a prior agreement granting an exemption from property taxation for a structure in Ohio, at which structure Assignee has discontinued operations prior to the expiration of the term of that prior agreement and within the five (5) years immediately prior to the date of this Agreement, (ii) nor is Assignee a "successor" to, nor "related member" of, a party as described in the foregoing clause (i). As used in this paragraph, the terms "successor" and "related member" have the meaning as prescribed in Revised Code Section 3735.671(E).
3. Assignee further certifies that it is in compliance with State of Ohio campaign financing laws contained in Revised Code Chapter 3517, including, but not limited to, divisions (I)(1) and (3) and (J)(1) and (3) of Revised Code Section 3517.13, as applicable. Assignor hereby certifies that it is not aware of any violations of any provisions of Revised Code Section 2921.42 in connection with this Agreement. Assignee acknowledges that, by virtue of County Resolution No. PC-070219-1 passed July 2, 2019, the County and Assignor approved and created the Community Reinvestment Act Agreement which provides for specific investments from the Assignee to County in compensation for the award of economic development incentives for the Project. Assignee agrees to cooperate in the execution or any further agreements and documents and any real property declaration of covenants for the purpose of implementing and securing the Community Reinvestment Act Agreement.
4. The County agrees that, from and after the Effective Date, as to the Transferred Property, Assignee has and shall have all entitlements and rights to tax exemptions, and obligations, as both (a) an "Owner" under the Community Reinvestment Act Agreement, and (b) in the same manner and with like effect as if Assignee had been an original signatory to the Community Reinvestment Act Agreement, including, but not limited to, the commitment of the County not to terminate or modify the terms of the Community Reinvestment Act Agreement without the consent of Assignee.
5. Notices with respect to this Agreement shall be addressed as follows:

If to Teays Valley: Teays Valley Local School District
385 Circleville Avenue
Ashville, OH 43103
Attn: Treasurer

If to Assignor: W-CTR Rickenbacker Phase I Owner VIII, LLC
900 North Michigan Avenue, Suite 1900
Chicago, Illinois 60611
Attn: Joshua Zemon

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With a copy to: Greenberg Traurig
77 West Wacker Drive, Suite 3100
Chicago, IL 60601
Attention: Benjamin Householder

With a copy to: David J. Robinson, Attorney at Law, LLC
100 East Broad Street, Suite 1340
Columbus, Ohio 43215
Attn: David J. Robinson, Counsel

If to the County: Pickaway County
121 West Franklin Street
Circleville, Ohio 43113
Attn: Tim McGinnis,
Development & Planning Director

If to Assignee: Rickenbacker Owner LLC
30 Hudson Yards, 75th Floor
New York, New York 10001
Attn: Ben Brudney

6. Upon execution of this Agreement, Assignor is released from all liability under the Community Reinvestment Act Agreement with respect to the Transferred Property.

Voting on the motion was as follows: Commissioner Henson, yes; Commissioner Stewart, yes; Commissioner Wippel, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

**In the Matter of
Partial Assignment and Assumption of
Pickaway County Northern Industrial Area
Community Reinvestment Area
Madison Township Project Compensation Agreement:**

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to adopt the following Resolution:

Resolution No.: PC-101221-73

**PARTIAL ASSIGNMENT AND ASSUMPTION
OF
MADISON TOWNSHIP PROJECT COMPENSATION AGREEMENT**

This PARTIAL ASSIGNMENT AND ASSUMPTION OF MADISON TOWNSHIP PROJECT COMPENSATION AGREEMENT (this "Agreement") is made and entered into as of October 12, 2021 by and among RICKENBACKER OWNER LLC, a Delaware limited liability company (hereinafter "Rickenbacker Owner" or the "Assignee"), W-CTR RICKENBACKER PHASE I OWNER VIII, L.L.C, a Delaware limited liability company ("Assignor"), and Pickaway County, Ohio, a political subdivision duly organized and validly existing under the constitution and laws of the State (the "County"). Except as otherwise provided herein, capitalized terms used herein shall have the same meaning as in that certain Madison Township Project Compensation Agreement dated March 25, 2019 (the "Compensation Agreement"), by and among the County, the Assignor, and the Board of Education of the Teays Valley Local School District, Pickaway County, Ohio, a school district and political subdivision of the State of Ohio ("Teays Valley").

WITNESSETH THAT:

WHEREAS, CTR Rickenbacker DevCo ("CTR") and Assignor are parties to that certain Partial Assignment and Assumption of Pickaway County Northern Industrial Area Community Reinvestment Area

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Agreement dated as of November 26, 2019 (the "CTR Assignment"), whereby CTR assigned, and Assignor assumed, all rights and obligations of CTR in and to the Community Reinvestment Act Agreement as it related to the Project Site (defined below), being a portion of the Madison Township Land; and

WHEREAS, Assignor, contemporaneously with the CTR Assignment, acquired approximately 58.44 acres of land located within the Madison Township Land (the "Project Site"), on which Assignor constructed a series of industrial facilities and related site improvements (collectively, the "Project with each individual building within the Project and its related site improvements hereinafter referred to as a "Building), provided that the appropriate development incentives are available to support the economic viability of the Project; and

WHEREAS, in connection with the Project, Assignor plans to convey or lease the Buildings or parts thereof and the land upon which such Buildings are constructed to one or more future owners (each an "Owner"; collectively, the "Owners"), which Owners and/or their lessees shall be the parties whom equip and occupy the Buildings and employ workers at the Project;

WHEREAS, the Project site is located in the Eastland-Fairfield Career and Technical Schools District and in the Teays Valley Local School District;

WHEREAS, Teays Valley, on March 25, 2019, adopted a resolution approving the CRA Agreement, CRA Exemption, and TIF Exemption on the condition that Teays Valley, the County, and the Assignor enter into the Compensation Agreement;

WHEREAS, Assignor and Assignee have entered, or will enter, into a purchase agreement whereby Assignee will, among other things, acquire and own one or more Buildings and a portion of the Project Site, as described and depicted on the attached Exhibit A (the "Transferred Property");

WHEREAS, the totality of the Transferred Property is contained within the Madison Township Land as that term is used and defined in the CRA Agreement;

WHEREAS, in connection with the anticipated and planned acquisition of the Transferred Property by Assignee, Assignee now wishes to assume the rights and obligations of the Assignor under the Compensation Agreement with respect to the Transferred Property, and the County by Resolution No. PC-101221-73 passed October 12, 2021, has approved the assignment to and assumption by Assignee of those benefits and obligations on the terms set forth in the Compensation Agreement by approving the execution and delivery of this Agreement.

NOW, THEREFORE, in consideration of the circumstances described above, the covenants contained in the Compensation Agreement, and the benefit to be derived by Assignor and Assignee from the execution hereof, the parties hereto agree as follows:

1. From and after the date of execution of this Agreement, Assignee hereby (i) agrees to be bound by, assume and perform, or ensure the performance of, all of the obligations, agreements, covenants and restrictions set forth in the Compensation Agreement to be performed and observed by the Owner with respect to the Transferred Property; and (ii) certifies to the validity, as to Assignee as of the date of this Agreement, of the representations, warranties and covenants made by Assignor in the Compensation Agreement with respect to the Transferred Property. Such obligations, agreements, covenants, restrictions and warranties include, but are not limited to, those contained in Sections 1-8 of the Compensation Agreement.
2. Assignee further certifies that (i) Assignee is not a party to a prior agreement granting an exemption from property taxation for a structure in Ohio, at which structure Assignee has discontinued operations prior to the expiration of the term of that prior agreement and within the five (5) years immediately prior to the date of this Agreement, (ii) nor is Assignee a "successor" to, nor "related member" of, a party as described in the foregoing clause (i). As used in this paragraph, the terms "successor" and "related member" have the meaning as prescribed in Revised Code Section 3735.671(E).
3. Assignee further certifies that it is in compliance with State of Ohio campaign financing laws contained in Revised Code Chapter 3517, including, but not limited to, divisions (I)(1) and (3) and (J)(1) and (3) of Revised Code Section 3517.13, as applicable. Assignor hereby certifies that it is not aware of any violations of any provisions of Revised Code Section 2921.42 in connection with this Agreement. Assignee acknowledges that, by virtue of the Teays Valley Resolution, the School District and Assignor approved and created the Compensation Agreement which provides for specific payments from the

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Assignee to Teays Valley in compensation for the award of economic development incentives for the Project. Assignee agrees to cooperate in the execution or any further agreements and documents and any real property declaration of covenants for the purpose of implementing and securing the Compensation Agreement.

4. Teays Valley and the County each agree that, from and after the Effective Date, as to the Transferred Property, Assignee has and shall have all entitlements and rights to tax exemptions, and obligations, as both (a) an "Owner" under the Compensation Agreement, and (b) in the same manner and with like effect as if Assignee had been an original signatory to the Compensation Agreement, including, but not limited to, the commitment of the County and Teays Valley not to terminate or modify the terms of the Compensation Agreement without the consent of Assignee.
5. Notices with respect to this Agreement shall be addressed as follows:

If to Teays Valley: Teays Valley Local School District
 385 Circleville Avenue
 Ashville, OH 43103
 Attn: Treasurer

If to Assignor: W-CTR Rickenbacker Phase I Owner VIII, LLC
 900 North Michigan Avenue, Suite 1900
 Chicago, Illinois 60611
 Attn: Joshua Zemon

With a copy to: Greenberg Traurig
 77 West Wacker Drive, Suite 3100
 Chicago, IL 60601
 Attention: Benjamin Householder

With a copy to: David J. Robinson, Attorney at Law, LLC
 100 East Broad Street, Suite 1340
 Columbus, Ohio 43215
 Attn: David J. Robinson, Counsel

If to the County: Pickaway County
 121 West Franklin Street
 Circleville, Ohio 43113
 Attn: Tim McGinnis,
 Development & Planning Director

If to Assignee: Rickenbacker Owner LLC
 30 Hudson Yards, 75th Floor
 New York, New York 10001
 Attn: Ben Brudney

6. Upon execution of this Agreement, Assignor is released from all liability under the Compensation Agreement with respect to the Transferred Property.

Voting on the motion was as follows: Commissioner Henson, yes; Commissioner Stewart, yes; Commissioner Wippel, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Partial Assignment and Assumption of
Pickaway County Northern Industrial Area
Community Reinvestment Area
Compensation Agreement:

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Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to adopt the following Resolution:

Resolution No.: PC-101221-74

**PARTIAL ASSIGNMENT AND ASSUMPTION
OF
COMPENSATION AGREEMENT**

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WITNESSETH THAT:

WHEREAS, CTR Rickenbacker DevCo ("CTR") and Assignor are parties to that certain Partial Assignment and Assumption of Pickaway County Northern Industrial Area Community Reinvestment Area Agreement dated as of November 26, 2019 (the "CTR Assignment"), whereby CTR assigned, and Assignor assumed, all rights and obligations of CTR in and to the Community Reinvestment Act Agreement as it related to the Project Site (defined below), being a portion of the Madison Township Land; and

WHEREAS, Assignor, contemporaneously with the CTR Assignment, acquired approximately 58.44 acres of land located within the Madison Township Land (the "Project Site"), on which Assignor constructed a series of industrial facilities and related site improvements (collectively, the "Project with each individual building within the Project and its related site improvements hereinafter referred to as a "Building).; and

WHEREAS, in connection with the Project, Assignor plans to convey or lease the Buildings or parts thereof and the land upon which such Buildings are constructed to one or more future owners (each an "Owner"; collectively, the "Owners"), which Owners and/or their lessees shall be the parties whom equip and occupy the Buildings and employ workers at the Project;

WHEREAS, the Project site is located in the Eastland-Fairfield Career and Technical Schools District and in the Teays Valley Local School District;

WHEREAS, the Board, on April 17, 2019, adopted a resolution approving the CRA Agreement, the CRA Exemption and the TIF Exemption on the condition that the Board, the County, and the Assignor enter into the Compensation Agreement;

WHEREAS, Assignor and Assignee have entered, or will enter, into a purchase agreement whereby Assignee will, among other things, acquire and own one or more Buildings and a portion of the Project Site, as described and depicted on the attached Exhibit A (the "Transferred Property"); and

WHEREAS, the totality of the Transferred Property is contained within the Madison Township Land as that term is used and defined in the CRA Agreement;

WHEREAS, in connection with the anticipated and planned acquisition of the Transferred Property by Assignee, Assignee now wishes to assume the rights and obligations of the Assignor under the Compensation Agreement with respect to the Transferred Property, and the County by Resolution No. PC-101221-74 passed October 12, 2021, has approved the assignment to and assumption by Assignee of those benefits and obligations on the terms set forth in the Compensation Agreement by approving the execution and delivery of this Agreement.

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121 West Franklin Street
Circleville, Ohio 43113
Attn: Tim McGinnis,
Development & Planning Director

If to Assignee: Rickenbacker Owner LLC
30 Hudson Yards, 75th Floor
New York, New York 10001
Attn: Ben Brudney

6. Upon execution of this Agreement, Assignor is released from all liability under the Compensation Agreement with respect to the Transferred Property.

Voting on the motion was as follows: Commissioner Henson, yes; Commissioner Stewart, yes; Commissioner Wippel, yes. Voting No: None. Motion carried.

Attest: Angela Karr, Clerk

In the Matter of
Weekly Dog Warden Report:

The weekly report for the Wright Poling/Pickaway County Dog Shelter was filed for week ending October 9, 2021.

A total of \$961 was reported being collected as follows: \$50 in adoptions; \$45 in dog license; \$30 in dog license late penalty; \$50 in redemptions; \$6 in boarding revenue; \$40 in transfer out-rescue and \$740 in private donations.

Three (3) stray dogs were processed in; one (1) dog was adopted.

With there being no further business brought before the Board, Commissioner Henson offered the motion, seconded by Commissioner Scherer, to adjourn. Voting on the motion was as follows: Commissioner Wippel, absent; Commissioner Henson, yes; Commissioner Scherer, yes. Voting No: None. Motion carried.

Jay H. Wippel, President

Harold R. Henson, Vice President

Gary K. Scherer, Commissioner
BOARD OF COUNTY COMMISSIONERS
PICKAWAY COUNTY, OHIO

Attest: Angela Karr, Clerk