

**TUESDAY, SEPTEMBER 21, 2021**  
**OFFICE OF THE BOARD OF COMMISSIONERS**  
**PICKAWAY COUNTY, OHIO**

The Pickaway County Board of Commissioners met in Regular Session in their office located at 139 West Franklin Street, Circleville, Ohio, on Tuesday, September 21, 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 September 14, 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 September 22, 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 \$285,492.04 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 September 22, 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 \$239,570.30 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**  
**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:

**\$28,367.21 – 921.1151.5901 – Other Expenses – Excess Delinquent Tax Sale - Auditor**

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**  
**Blanket Purchase Order Approved:**

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

**\$425.00 – 101.6101.5901 – Airport 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**  
**Report Provided by Tim McGinnis:**

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

- Planning Commission: Preliminary Plan – Replat of Lot 1 Pewamo Subdivision Phase 2. Approved pending the final plat showing the access to Pittsburgh Rd. further to the north, so that it does not interfere with existing turn lanes.
- Circleville Progress Parkway Rezoning – Packet of documents from Circleville Township, containing an impact statement, meeting minutes, and a packet of various other documents, which includes your letter to township, from the meeting on Sept. 13th.
- CRA Agreement Assignment & Assumption for Duke Realty’s new building on Site ‘F’. Thaddeus Boggs said legally there is no formal action required by the Board of Commissioners since this is an assignment under the currently agreed upon CRA Agreement between the county and DRCS, and it is being assigned to a subsidiary of DRCS.
- Signed off on 2 lot splits in the last week. Have 12 other lot splits in process.

**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 MARCS Radio Meeting September 14<sup>th</sup>.

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- 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 Healthcare Coalition Meeting and SRT / Drone Training September 21<sup>st</sup>, S.O. Bodycam/Taser Training at EOC September 21<sup>st</sup> & 22<sup>nd</sup>, Monthly Communications Training September 22<sup>nd</sup>, HAZMAT Legal Authorities Review and 9-1-1 Gold Star Luncheon September 24<sup>th</sup>.
- 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 HAZMAT IQ Refresher Course September 27<sup>th</sup> and Grain Bin Safety Training Meeting September 30<sup>th</sup>.

**In the Matter of**  
**Radio Test Set Purchase for**  
**Pickaway County Radio Shop:**

Darrin Flick, EMA Director, proposed the county purchasing their own radio test set to perform radio programming. With the proper equipment Pickaway County could perform their own programming at a lower cost. There are currently 1023 subscriber in Pickaway County and a current service shop is charging \$100 per radio for programming averaging a cost of \$102,300 for all radios in the county. Of the total radios, 382 are owned by Pickaway County agencies, which means an annual expenses to the County alone of \$38,200 for alignment. The cost for equipment requested is \$57,857.83.

Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to allocate \$57,857.83 for the purchase of Viavi 8800SX radio set package, test/ alignment hardware for Motorola radios, Harris test/ alignment cable for xl Portable Radios, rf Connector Adapter set and adapters for Harris portable radios.

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 given by Robert Adkins:**

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

- Mr. Adkins moved servers and have them on the same connection as other servers.
- Treasurer's Office Go Live will make a change this week.
- The Railroad was evaluating our request to run fiber optics and hope to hear a response soon.
- Mr. Adkins would like to meet with department heads regarding employees accessing personal emails internally.
- Fourth District Court of Appeals is going to stay with their current phone system. Health District voice mail has been updated and on the new phone system.
- Mr. Adkins and Mark Yarnell plan to work Sunday to install equipment at the Sheriff's Office.

**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 two BWC claims, and two unemployment claims filed for the week. The BWC claims were for the PCSO and Highway Garage. The unemployment claims were for a former DD and PCSO.

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- Mr. Rogols reported there are no current listings on Govedeals.com.
- Mr. Rogols continues the work on the township contracts for commercial fees as approved last week. Mr. Rogols talked with Judy Wolford, Prosecutor, for guidelines last Friday.
- Mr. Rogols reported that the Full-time custodial has no applicants.
- Mr. Rogols presented that the requested information from Franklin County has surpassed the deadline of Friday, July 30<sup>th</sup> still with no response. Wilson Partners received a response from Franklin County to their email. They continue contact with Ohio Health. There will be a phone update tomorrow, Wednesday, September 21<sup>st</sup> at 2:00 p.m. A timeline of was updates as requested by the Commissioners. April Dengler and Mr. Rogols participated in Franklin County Cooperative joint benefits meeting Thursday, September 16<sup>th</sup>.
- Mr. Rogols met with WDC Group yesterday regarding the Building Department's front deck. Drawings are in process. A meeting is scheduled for Thursday, September 24<sup>th</sup> at 9:00 a.m. for porch punch list and Memorial Hall Windows. The Oki windows rectangle sections to be received today (garage storage). Half round sections will be mid- October, attic small half rounds approximately November 1<sup>st</sup>. Installation of square sections projected to be complete October 15<sup>th</sup>.
- The new jail freezer was installed last week.
- The Building Department is handling on going rewrite of penalties and hearing process for an email received from Caleb Cox regarding roofing contractor issues.
- All participants are scheduled for Pumpkin Sow Parking at the Service Center. Discussion of Service Center Parking and Courthouse restrictions.
- Mr. Rogols will be attending contract negotiation meeting September 16<sup>th</sup>, jail personnel general overview of F.O.P. contracts.
- Veteran's Service wall project should be completed today (touchups and drywall). Veteran's Service to paint and replace carpet.
- Mr. Rogols advised that he approved the curb to be removed from the Commissioner's parking lot demo. Roese Brothers had concerns with its current state and suggest that it be removed. Harbor Concrete estimated installing new concrete curb at \$2,500.00.

**In the Matter of**  
**Report Provided by Chief Jimmy Brown:**

The following is a summary of the report provided by Chief Jimmy Brown:

- Chief Brown explained that the training for the tasers will be taking place this week.
- The Tahoe's in Cleveland are on a truck and on their way to the dealership. We may get one and not sure if we can get a second one. Chief Brown will know more mid this week.

**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 reported that ARP is reviewing 1000's of questions or more and should have information later this fall.
- Ms. Dengler reported that Pickaway County may be looking at a 2% increase for insurance. Pickaway County moved to a Tier 5 and other counties increased by 7%.
- Ms. Dengler discussed City of Circleville and Building Department demo fees.
- Ms. Dengler received notification of receiving the DFC Grant. \$125,000 for 5 years with a \$20,000 as part of match.

**In the Matter of**  
**Allocation of July 2021 Sales Tax Collections:**

Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to allocate the July 2021 Sales Tax collections in the following manner:

**\$41,101.00 to 401.0000.4121 – Capital Fund**

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**\$986,422.79 to 101.0000.4121 – General Fund**

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**  
**Job and Family Services**  
**Pickaway County Prevention, Retention**  
**And Contingency Plan Statement of Policies:**

Joy Ewing, Job and Family Services Director met with the Commissioners to discuss updates with the Job and Family Services Pickaway County Prevention, Retention and Contingency Plan Statement of Policies. Changes are the following:

- Household and Shelter: Removed language regarding COVID 19 Crisis and Court Ordered evictions not needed and added that rent must be 30 days in arrears.
- Career Readiness: Added language to work with an additional group TANF (Temporary Assistance for Needy Families) and CCMEP (Comprehensive Management Employment Program) eligible Youth.
- Career Readiness-Career and Technology School Program: Added language to pay for tool kits and associated fees for eligible Pickaway County students attending Pickaway-Ross Career and Technology Center and Eastland Fairfield Career and Technical Center.
- Employment Related Supportive Services Excluding Transportation: Removed language that would pay for driver's education training and driver's license registration/ plate fees. Added language to pay for personal hygiene items and other misc. items as approved by Supervisor.
- GED Testing: Added language to pay for 2 GED test in a 12-month period.
- COVID Response: The program no longer exists and removed language.
- Pickaway County Employment Incentive Program: Provides up to \$1,000 over 4 tracks for recipients of Public Assistance that gain employment. The funds are paid in \$250 increments. Track 1 is paid when employment started, Track 2 after 30 days of employment, Track 3 after 90 days, and Track 4 after 180 of days of employment.

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

**Resolution No. PC-092121-63**

**WHEREAS**, pursuant to Ohio Revised Code 5108.07, the Board of County Commissioners is required to certify that the Pickaway County Department of Job and Family Services complied with chapter 5108 of the Ohio Revised Code in adopting the statement of policies governing the Pickaway County Prevention, Retention, and Contingency Plan, and

**WHEREAS**, the Board is satisfied that the Pickaway County Department of Job and Family Services has complied with said chapter, then

**THEREFORE BE IT RESOLVED**, that the Board of County Commissioners certifies that the Pickaway County Department of Job and Family Services has complied with Chapter 5108 of the Ohio Revised Code in adopting the statement of policies governing the Pickaway County Prevention, Retention, and Contingency Plan to be implemented on October 1, 2021.

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**  
**Job and Family Services**  
**Area-20 Workforce Investment Board:**

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

**Resolution No. PC-092121-64**

**WHEREAS**, the Board of Commissioners adopted a resolution on December 6, 2011, approving the Intergovernmental Agreement governing the operation of the Pickaway, Fairfield, and South Central Ohio Workforce Development Area-20; and

**WHEREAS**, the Intergovernmental Agreement requires the Boards of Commissioners of the three counties to appoint a Workforce Investment Board (WIB) to establish by-laws and develop a system of rules for conducting WIB affairs that is efficient and promotes the principals of the Workforce Investment Act within Area-20;

**THEREFORE BE IT RESOLVED** that the following individuals are appointed on behalf of Pickaway County to the Area-20 Workforce Investment Board for the following terms, commencing, July 1, 2021:

Benjamin Smith, Willow Wood, term to expire June 30, 2024

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**  
**Board of Elections:**

April Dengler received a request from Matthew Nicklas, Pickaway County Board of Elections Director, regarding the City of Circleville's August Special Election. The city of Circleville prepaid \$7,033 for the August Special Election to the Pickaway County Auditor. The state of Ohio will re-imburse a majority of the final election cost. The city's final cost was \$3,652.77, leaving an over payment of \$3,380.23. Per the O.R.C 3517.01(J)(3) the Pickaway County Board of Commissioners shall remit the amount of the overpayment from the county elections revenue fund to the political subdivision within 30 days after receiving said notification.

Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, to approve the refund of \$3,380.23 to the City of Circleville as overpayment for August Special Election.

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**  
**Circleville Solar Project**  
**With Nextera Energy:**

Ally Sexton, Mike McConnell and Jim Samuel, Nextera Energy met with the Commissioners to introduce the Circleville Solar Project. Nextera is the world's largest generator for wind and solar. Transmission connection with Circleville Substation off U.S 23. This will be a new line to connect the project to the grid. They received que position with PJM in 2018. Facility Study has been received back and keeps them grandfathered partially from SB 52. This is their first official time here in front of the Commissioners. The land plays a role in the project by being flat land for the panels. Ms. Sexton explained that a 70 megawatts solar facility is equivalent to powering 25,000 home and can provide 100-150

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constructions jobs over approximately 14 months. Mr. McConnell, Environment Specialist, explained that they already have biological surveys, and the study plan is still in progress. They do not want to impact the land so will place pilons that go 12 feet into the ground with no concrete and they will have a maintenance plan to monitor vegetation. The plan is to start late 2022, constructing roads and establishing perimeter fence. They will be utilizing 500 acres within the fence line. The ground coverage ratio is what is under the panels. 1,000 acres in contract and only 500 acres will be needed for the facility within the fence line. They have not applied to OPSB due to still working on details, in hopes of apply December 2021. The land leased outside of the fence line will still allow for the farmers to farm the land and the project will continue to make a lease payment to the landowner at a reduced rate. The agreements already signed note that the rate they will receive as lease payment is based upon if their property will be within the fence line or outside of the fence line. Commissioner Wippel asked why they would continue to pay a lease payment to a landowner even if reduced if there is no intention of expanding the project and it would be to hold the land if there is a change in expansion. Commissioner Wippel asked if Nextera Energy would be requesting a pilot and Mr. McConnell advised that they would and asked how the Commissioners would like them to engage them in the request when the time comes. Commissioner Wippel advised for it to be in person. Chris Mullins, County Engineer advised that a Road Use Maintenance Agreement will need to be put in the place to protect the area roads from solar traffic. Ms. Sexton asked to have the form sent to her for review and Mr. Mullins will forward it on. Commissioner Scherer asked if they have sold off projects and Ms. Sexton explained that there have been customers that wanted to take over ownership. Nextera has an Energy Control Center that shows all facilities and working order.

**In the Matter of  
Broadband with Ice Miller:**

Lindsay Miller and Chris Magill, Ice Miller, met with the Commissioners to provide an update of the broadband project. Mrs. Miller gave a scope of work and proposed timeline of the project. Policy Analysis John E Greg and George Anado will be performing a federal analysis and looking a radio frequency that is available for Broadband expansion. Small cells are sending out 4G and updates will need to be made to update to 5G. The American Rescue fund will be looked at for funding.

Space X's orbit satellite program has a pilot program in Union County. It is still early on and it is an supplement to the connectivity for Broadband. Services and Infrastructure Analysis will look at who the providers are, look at speed and what some of the challenges are. They provided a map showing problem areas that are not recording at least 25/3 services. Middle Mile Fiber coverage is lacking compared to other areas and is mainly one provider. There are not many buildings provided to fiber connection (healthcare, education, etc.) out of 12 tracts within the County 2 have medium download. With the market analysis they are looking at prices, providers, and access. They will look at income, vehicle households. The state just released training program for tower technicians and fiber installers.

Mrs. Miller asked if the Commissioner have any expectations outside of the RFP and the Commissioner informed Mrs. Miller that not at this time. Steven Collins, Circleville Herald and asked what the purpose was of hiring Ice Miller was and Commissioner Scherer advised that it was to provide guidance and to help with funding for Broadband within the Pickaway County.

**In the Matter of  
Executive Session:**

At 11:50 a.m., Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer to enter into Executive Session pursuant to ORC §121.22 (G) (4) to discuss collective bargaining matters pertaining to the Pickaway County Sheriff's Office employees, with April Dengler, County Administrator, Marc Rogols, Deputy County Administrator, Chief Jimmy Brown, Sargent Hunter Lane, Pickaway County Sheriff's Office 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

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At 12:25 p.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  
Columbus Regional Airport Authority  
Partial Assignment and Assumption Agreement:**

Ben Strelawing & Mark Gizllucz, Duke Realty, is looking to build a 500 sq ft pad with possible expansion (Site F), a \$30-\$35 million infrastructure. Site G & H will be in the future to develop the southern end of the airport. They are doing the rail campus as well with 500,000 sq. ft expansion. The Port Authority has been spending money on lines and changes for expansion. COVID has caused growth for e-commerce.

Commissioner Gary Scherer offered the motion, seconded by Commissioner Harold Henson, to adopt the following Resolution and authorize Commissioner Jay Wippel to execute:

**Resolution No. PC-092121-65**

**PARTIAL ASSIGNMENT AND ASSUMPTION AGREEMENT**

This PARTIAL ASSIGNMENT AND ASSUMPTION AGREEMENT (this “Agreement”) is made and entered into by and between COLUMBUS REGIONAL AIRPORT AUTHORITY (the “Authority”), a port authority and political subdivision of the State of Ohio (the “State”), DRCS, LLC (“DRCS”), a Delaware limited liability company, and DRCS INTERMODAL SITE F, LLC (the “Successor”), a Delaware limited liability company, as of **September 24, 2021**. Except as otherwise provided herein, capitalized terms used herein shall have the same meaning as in the Amended and Restated Community Reinvestment Area Agreement (Northern Industrial CRA) dated August 7, 2019, but effective as of September 19, 2007 (the “Amended and Restated CRA Agreement”), between the County of Pickaway, Ohio (the “County”), a political subdivision duly organized and validly existing under the constitution and laws of the State, the Authority and DRCS.

**WITNESSETH:**

**WHEREAS**, pursuant to Section 3735.66 of the Ohio Revised Code, the County has by a resolution adopted July 10, 2006 (the “CRA Resolution”), designated the area specified in that CRA Resolution as the “Northern Industrial Community Reinvestment Area” (the “Northern Industrial CRA”) and authorized real property tax exemptions for industrial buildings and related site improvements, and that designation was approved by the Ohio Director of Development on October 22, 2008; and

**WHEREAS**, effective September 19, 2007, the Authority and the County entered into that certain CRA Agreement (the “Original CRA Agreement”) relating to the development of a series of retail, non-retail business and industrial facilities and related site improvements on the CRAA Land (all as defined and more particularly described in the Original CRA Agreement and the Amended and Restated CRA Agreement and referred to herein as the “Project”); and

**WHEREAS**, pursuant to County Resolution No. PC-080619-2, the Authority, the County and DRCS entered into the Amended and Restated CRA Agreement on August 7, 2019; and

**WHEREAS**, the Authority has conveyed or intends to convey a portion of the CRAA Land to the Successor (that portion being referred to herein as the “Transferred Property” and is further described on Exhibit A hereto), with the closing to take place on a certain date (the “Transfer Date”); and

**WHEREAS**, in connection with the anticipated and planned conveyance of the Transferred Property by the Authority to the Successor, the Successor wishes to assume the rights and obligations of the Authority and DRCS under the Amended and Restated CRA Agreement, effective on the Transfer Date; and



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**WHEREAS**, pursuant to Section 15 of the Amended and Restated CRA Agreement, the County has approved the assignment of all or a portion of the Amended and Restated CRA Agreement to any entity affiliated with DRCS or any successor entities to DRCS or its affiliates as a result of a consolidation, reorganization, acquisition or merger; and

**WHEREAS**, the Successor is affiliated with DRCS;

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

1. From and after the Transfer Date, the Authority and DRCS hereby assign (a) all of the obligations, agreements, covenants and restrictions set forth in the Amended and Restated CRA Agreement to be performed and observed by the Owner with respect to the Transferred Property, and (b) all of the benefits of the Amended and Restated CRA Agreement with respect to the Transferred Property. From and after the Transfer Date, the Successor 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 Amended and Restated CRA Agreement to be performed and observed by the Owner with respect to the Transferred Property, including the payment of the Millage Differential Amount in accordance with Section 16 of the Amended and Restated CRA Agreement; and (ii) certifies to the validity, as to the Successor as of the date of this Agreement, of the representations, warranties and covenants made by the Authority in the Amended and Restated CRA Agreement with respect to the Transferred Property. Such obligations, agreements, covenants, restrictions and warranties include, but are not limited to, those contained in the following Sections of the Amended and Restated CRA Agreement: Section 1 (construction of the project), Section 2 (employment positions), Section 3 (provision of information), Section 5 (payment of non-exempt taxes), Section 9 (certification as to no delinquent taxes), Section 10 (covenant as to no past due payments to the state), Section 12 (non-discriminatory hiring) and Section 14 (covenant as to no false statements) and Section 18 (annual fee requirements). In addition, to supplement Section 1 and Section 2 and to provide detailed investment and job creation estimates, the Successor represents that there will be created on the Transferred Property in 2025 approximately 15 full-time equivalent employees ("FTE") and that the total cost of construction of its portion of the Project exceeds \$5,900,000. The estimates provided in this Section 1 are good faith estimates provided pursuant to Section 3735.671(B) of the Ohio Revised Code and shall not be construed in a manner that would limit the amount or term of the tax exemption provided in this Agreement. The parties to this Agreement recognize that the employment and payroll estimates associated with the Transferred Property may increase or decrease significantly and that all employees at the Transferred Property will be hired by Owners other than the Authority, DRCS or the Successor. The Successor agrees to encourage such Owners to timely provide all job postings to the County's Jobs Program office for hiring employees to fill new full-time and part-time positions to ensure that County residents are given a fair opportunity to apply for these employment opportunities. The Successor currently has zero full-time, zero part-time, zero permanent and zero temporary positions at other sites in the State.

In addition, to supplement Section 16 and to provide a specific 2007 land valuation as well as a minimum post-development land valuation, the Successor agrees that the Transferred Property will have a 2007 land value of \$7,425 per acre (\$265,815) and a minimum post-development land valuation for purposes of the calculation in Section 16 of \$41,000 per acre (\$1,467,800).

2. The Successor further certifies that (i) the Successor is not a party to a prior agreement granting an exemption from property taxation for a structure in Ohio, at which structure the Successor 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 the Successor 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. Successor 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. Successor hereby certifies that it is not aware of any violations of any provisions of Revised Code Section 2921.42 in connection with this Agreement.

4. Successor acknowledges that, by virtue of County Resolution passed December 31, 2007, the County has approved and created a 100% 30-year tax increment financing ("TIF") that includes the Transferred Property and requires the Successor to make service payments in lieu of taxes (the "Service Payments") pursuant to Sections 5709.40 et seq. of the Revised Code (the "TIF Statutes"); *provided* that (i) Successor will not, under any circumstances, be required for any tax year to pay both real property taxes and Service Payments with respect

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to any Improvement (as defined in the TIF Statutes), and (ii) no Service Payments shall be required as to any portion of the Improvement for any period it is subject to a real property tax exemption under the Amended and Restated CRA Agreement. Successor 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 that tax increment financing provided for in Section 17 of the Amended and Restated CRA Agreement.

5. The County agrees that, from and after the Transfer Date, as to the Transferred Property, the Successor has and shall have all entitlements and rights to tax exemptions, and obligations, as both (a) an "Owner" under the Amended and Restated CRA Agreement, and (b) in the same manner and with like effect as if Successor had been an original signatory (i.e., the Authority or DRCS) to the Amended and Restated CRA Agreement, including, but not limited to, the commitment of the County not to terminate or modify the exemptions granted or available under the Amended and Restated CRA Agreement with respect to the Transferred Property without the consent of the Successor.

6. Notices to the Successor with respect to the Amended and Restated CRA Agreement shall be addressed as follows:

DRCS Intermodal Site F, LLC  
6640 Riverside Drive, Suite 320  
Dublin, Ohio 43017  
Attn: Ben Struewing, Vice President

With a copy to:

Scott J. Ziance  
Vorys, Sater, Seymour and Pease LLP  
52 East Gay Street  
Columbus, Ohio 43215  
[sjziance@vorys.com](mailto:sjziance@vorys.com)

7. Upon execution of this Agreement, the Authority and DRCS are released from all liability under the Amended and Restated CRA Agreement with respect to the Transferred Property.

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**  
**Executive Session:**

At 2:07 p.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 and Robert Adkins, IT Director 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 2:23 p.m., the Commissioners exited Executive Session and Commissioner Harold Henson offered the motion, seconded by Commissioner Gary Scherer, 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

**TUESDAY, SEPTEMBER 21, 2021**  
**OFFICE OF THE BOARD OF COMMISSIONERS**  
**PICKAWAY COUNTY, OHIO**

No Action taken.

**In the Matter of**  
**Weekly Dog Warden Report:**

The weekly report for the Wright Poling/Pickaway County Dog Shelter was filed for week ending September 18, 2021.

A total of \$320 was reported being collected as follows: \$100 in adoptions; \$60 in dog license; \$15 in dog license late penalty; \$80 in owner turn-ins; \$40 in transfer out-rescue and \$25 in private donations.

One (1) stray dog was processed in; three (3) dogs were adopted.

With there being no further business brought before the Board, Commissioner Scherer offered the motion, seconded by Commissioner Henson, 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