

**MONROE, LIBERTY ENERGY
SPECIAL IMPROVEMENT DISTRICT, INC.
BOARD OF DIRECTORS**

The Board of Directors (the "Board") of the Monroe, Liberty Energy Special Improvement District, Inc. (the "District") met on June 16, 2020 at 2:30 p.m. by teleconference, videoconference or similar electronic technological means, as permitted by Amended Substitute House Bill 197 of the 133rd General Assembly of the State of Ohio, effective March 27, 2020, with the following members participating:

Mr. Tiemeier introduced the following resolution and Mr. Routson moved its passage:

RESOLUTION NO. 2020-06

RESOLUTION ADOPTING MONROE, LIBERTY ENERGY SPECIAL IMPROVEMENT
DISTRICT PROGRAM PLAN

WHEREAS, the District has been formed and the Board has been established pursuant to the authority contained in Ohio Revised Code Chapter 1710; and

WHEREAS, pursuant to Ohio Revised Code Section 1710.02(F), City of Monroe, Ohio (the "City") submitted the Monroe, Liberty Energy Special Improvement District Program Plan (the "Plan") as a plan setting forth certain special energy improvement projects that the District will undertake, which plan may outline the area in which such projects will be provided; the method of assessment to be used with respect to the projects; the period of time during which any such assessments are to be levied; the procedures by which additional territory may be added to the District; and such other provisions that the District shall deem appropriate (which is now on file with the Secretary of the District), to the City for its approval pursuant to Ohio Revised Code Section 1710.02, and on January 14, 2020 by its Resolution No. 53-2019 the City approved the Plan; and

WHEREAS, this Board has determined to adopt the Plan as a plan for public improvements and public services within the District, all as described in the Plan.

NOW, THEREFORE, BE IT RESOLVED by the Board that:

Section 1. The Board hereby approves and formally adopts the Plan and determines to implement the Plan in accordance with Ohio Revised Code Chapter 1710.

Section 2. This Board hereby determines that it is in the best interest of the District to waive the application of the competitive bidding procedures established by this Board to the

special energy improvement projects described in the Plan, and hereby waives the application of the competitive bidding procedures to the special energy improvement projects described in the Plan.

Section 3. This Board hereby finds and determines that all formal actions taken relative to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of its committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Ohio Revised Code Section 121.22.

Section 4. This Resolution shall be in full force and effect immediately upon its passage.

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Mr. Schramm seconded the motion and, after discussion, a roll call vote was taken and the results were:

Voting Aye: Ms. McKinney, Ms. Patterson, Ms Pinho, Mr Routson, Mr Schramm

Voting Nay: none

Passed: June 16, 2020

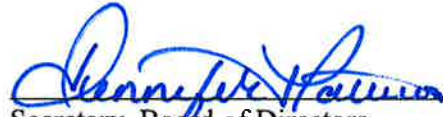
BOARD OF DIRECTORS, MONROE,
LIBERTY ENERGY SPECIAL
IMPROVEMENT DISTRICT, INC.

Attest: 
Secretary


Chairperson

CERTIFICATE

The undersigned Secretary of the Board of Directors of the Monroe, Liberty Energy Special Improvement District, Inc. hereby certifies that the foregoing is a true copy of a resolution duly adopted by the Board of Directors of said District on June 16, 2020.


Secretary, Board of Directors
Monroe, Liberty Energy Special Improvement
District, Inc.

**PETITION FOR CREATION OF ENERGY SPECIAL
IMPROVEMENT DISTRICT AND FOR SPECIAL ASSESSMENTS
FOR SPECIAL ENERGY IMPROVEMENT PROJECTS**

A PETITION TO THE CITY OF MONROE, OHIO REQUESTING THE CREATION OF THE CITY OF MONROE, OHIO ENERGY SPECIAL IMPROVEMENT DISTRICT AND LEVYING OF SPECIAL ASSESSMENTS AGAINST PROPERTIES OWNED BY THE PETITIONER TO PAY THE COSTS OF VARIOUS SPECIAL ENERGY IMPROVEMENT PROJECTS FOR THE SPECIAL BENEFIT OF THE ASSESSED PROPERTIES AND A WAIVER OF ALL RIGHTS TO NOTICES, HEARINGS AND APPEALS RESPECTING THE REQUESTED SPECIAL ASSESSMENTS

To: The City Manager and City Council of the City of Monroe, Ohio (“City Council”)

The City of Monroe, Ohio, a municipal corporation and political subdivision (in its capacity as the owner of the Property, as defined below, the “Petitioner”), is the owner of 100% of the property described on Exhibit A attached hereto (the “Property”). The undersigned represents that they are the duly authorized signatory or officer of the Petitioner.

The Petitioner respectfully petitions the City Council of the City of Monroe, Ohio (the “City”) for the creation of an energy special improvement district initially to be named the Monroe, Liberty Energy Special Improvement District, but at any time and from time to time to be named the unique proper name only of each participating political subdivision, as defined in Ohio Revised Code Section 1710.02(E), of the special improvement district (the “District”) pursuant to Ohio Revised Code Chapter 1710, as amended from time to time (the “Act”). The District is hereby authorized to use such trade name as the Board (as defined below) may duly determine from time to time.

The District boundaries initially will be as described and shown in Exhibit B, attached to and incorporated into this Petition. In accordance with the Act, the District may be expanded to include additional territory (“Additional Territory”) for the purpose of developing and implementing special energy improvement projects. At least one special energy improvement project will be designated for each parcel of real property within Additional Territory of the District. The City and each participating political subdivision of the District, by its approval of this Petition, approves and consents to: (A) any addition of Additional Territory to the territory of the District within the boundaries of any municipal corporation or any township which is contiguous to the municipal corporations or townships in which a portion of the territory of the District is located; (B) the addition of the municipal corporation or township in which such real property is located as a “participating political subdivision,” as defined in Ohio Revised Code Section 1710.01(E), of the District; and (C) any amendment to the Articles of Incorporation necessary to recognize or effect such addition. The Petitioner represents that a special energy improvement project will be developed and implemented on each parcel of real property owned by the Petitioner as set forth below.

1. Purpose. The District's purpose will be to enhance the value of Properties and Additional Territories and improve the environment by developing and assisting in developing special energy improvement projects on the Properties and on Additional Territories. The District will be authorized to provide special energy improvement projects pursuant to the Act that will benefit the Properties. The District further will be authorized to take any other actions pursuant to the Act that may be taken by special energy improvement districts organized for the purpose of developing and implementing plans for special energy improvement districts.

2. Corporate Entity and Governance. The operations and fiscal affairs of the District will be managed and administered by the Board of Directors ("Board") of an Ohio nonprofit corporation to be formed for the purpose of governing the District, all in accordance with the Act. Such nonprofit corporation initially shall be called the "Monroe, Liberty Energy Special Improvement District, Inc.," but shall at any time and from time to time be the unique proper name only of each participating political subdivision, as defined in Ohio Revised Code Section 1710.02(E), of the special improvement district governed by the Board of Directors of the Corporation, separated by commas, and followed by the words "Energy Special Improvement District, Inc." (the "Corporation"). The Corporation is hereby authorized to use such trade name as the Board may duly determine from time to time. The articles of incorporation of the Corporation are attached to and incorporated into this Petition and **Exhibit D**.

The Board will consist of at least five directors. The Board will have all powers authorized by the Act. Pursuant to the Act: (A) one director shall be the municipal executive, as defined in ORC Section 1710.01(D), provided that for each participating political subdivision that is a township, municipal executive shall refer to the chief administrative officer of the township, if any, or if no chief administrative officer exists, the board of township trustees, of each participating political subdivision of the District or an employee of each participating political subdivision who is involved with its planning or economic development functions and who shall be appointed by and serve at the pleasure of such participating political subdivision's municipal executive each shall serve as a Director; (B) one director shall be a person appointed by and serving at the pleasure of the legislative authority of each participating political subdivision of the District each shall serve as a Director; (C) one director shall be a person appointed by and serving at the pleasure of the participating political subdivisions who is an economic development or finance professional that has an active role in all of the participating political subdivisions; and (D) the remaining directors shall be Members or executive representatives of Members elected, designated, or appointed by the Members as described in the Code of Regulations of the Corporation.

Petitioner acknowledges and agrees that the Board, in its sole discretion and as authorized by Ohio Revised Code Section 1702.33, may delegate authority to an executive committee. Petitioner further acknowledges and agrees that the Board, in its sole discretion and as authorized by Ohio Revised Code Sections 1702.12, 1702.33, and 1710.11, may contract for the provision of services pursuant to the Board's prescribed competitive bidding procedures.

3. Authority. The District will be authorized to provide special energy improvement projects pursuant to the Act that will benefit property within the boundaries of the District. Each participating political subdivision of the District will be authorized to levy a special assessment

on each property within the District that lies within the territorial boundaries of the participating political subdivision to pay for special energy improvement projects, based on the benefits conferred by those special energy improvement projects as further provided for in this Petition and in a plan for public improvements or plan for public services duly adopted by the District and the participating political subdivisions in accordance with Ohio Revised Code Chapter 1710.

4. Plan. As authorized in the Act, the District shall adopt a plan or plans which shall set forth: (i) the specific special energy improvement projects that are to be provided; (ii) the area in which they will be provided; (iii) the method of assessment to be used; (iv) the period of time the assessments are to be levied; (v) authorization for the addition of territory to the District; (vi) the procedures by which additional territory may be added to the District; and (vii) such other provisions allowed by law that the District shall deem appropriate.

The Board of Directors of the Corporation has reviewed or will review the Program Plan attached hereto as Exhibit E, including the description therein of the special energy improvement projects proposed to be constructed or installed on the Property (the "Authorized Improvements"), and related and supporting materials.

As required by Ohio Revised Code Section 1710.02, the Petitioner, as the owner of the Property, being 100% of the area proposed to be assessed for the Authorized Improvements, hereby petitions the City Council that (i) the Authorized Improvements be undertaken by the District, and (ii) the total cost of those Authorized Improvements be assessed on the Property in proportion to the special benefits that will result from the Authorized Improvements.

In connection with this Petition and in furtherance of the purposes hereof, the Petitioner acknowledges that it has reviewed or caused to be reviewed (i) the Program Plan, (ii) the plans, specifications and profiles for the Authorized Improvements, (iii) the estimate of cost for the Authorized Improvements included in Exhibit E and (iii) the schedule of estimated special assessments to be levied for the Authorized Improvements also included in Exhibit E. The Petitioner acknowledges that the estimated special assessment for each parcel is in proportion to the benefits that may result from the Authorized Improvements.

Accordingly, the Petitioner hereby petitions for the construction of the Authorized Improvements identified in this Petition and the Program Plan attached hereto as Exhibit E, as authorized under Ohio Revised Code Chapter 1710, and for the imposition of the special assessments identified herein and authorized under Ohio Revised Code Chapters 727 and 1710 (the "Special Assessments") to pay the costs thereof.

5. Boundaries. A description of the parcels, as identified by parcel number, to be included in the District by this Petition are provided in Exhibit A. The District boundaries are further described in Exhibit B. From time to time the boundaries of the District may be expanded to include any Additional Territory.

6. Special Assessments. In consideration of the City's acceptance of this Petition and the imposition of the requested Special Assessments, the Petitioner consents and agrees that the Property as identified in Exhibit A shall be assessed for all of the costs of the Authorized

Improvements, including any and all architectural, engineering, legal, insurance, consulting, energy auditing, planning, acquisition, installation, construction, surveying, testing and inspection costs; the amount of any damages resulting from the Authorized Improvements and the interest on such amounts; the costs incurred in connection with the preparation, levy, and collection of the special assessments; the cost of purchasing and otherwise acquiring any real estate or interests in real estate; expenses of legal services; costs of labor and material; and trustee fees and other financing costs incurred in connection with the issuance, sale, and servicing of securities or other obligations issued to provide a loan or otherwise to pay the costs of the Authorized Improvements in anticipation of its receipt of the special assessments, capitalized interest on, and financing reserve funds for, such securities or other obligations; together with all other necessary expenditures. The Petitioner agrees to pay the Special Assessments in a timely manner whether or not the Petitioner receives annual and timely notices of the Special Assessments.

The Petitioner further acknowledges and confirms that the Special Assessments set forth herein and in **Exhibit E** are in proportion to, and do not exceed, the special benefits to be conferred on the Property by the Authorized Improvements identified herein. The Petitioner further consents to the levying of the assessments therefore against the Property by the City Council. The Petitioner acknowledges that these Special Assessments are fair, just and equitable and being imposed at the specific request of the Petitioner.

7. Waiver of Notices and Process. The Petitioner expressly waives notice and publication of all resolutions, legal notices, and hearings provided for in the Ohio Revised Code with respect to the Authorized Improvements and the Special Assessments, particularly those in Ohio Revised Code Chapters 727 and 1710, and consents to proceeding with the Authorized Improvements. Without limiting the foregoing, but only with regard to the Authorized Improvements and Special Assessments for the Authorized Improvements for the Project (as defined in **Exhibit C**), the Petitioner specifically waives any notices and rights under the following Ohio Revised Code Sections:

- Any and all rights, benefits and privileges specified by Sections 727.03 and 727.06 of the Revised Code or by any other provision restricting these special assessments, including the right to consider the Special Assessments authorized by this Petition within the limitations contained in Ohio Revised Code Sections 727.03 and 727.06 applicable to the Special Assessments and any other special assessments properly levied now or in the future, and also including, but not limited to, any provision restricting these special assessments to 33-1/3% of the actual improved value of the Assessed Property as enhanced by the Project;
- Any and all rights, benefits and privileges specified by Section 727.04 of the Revised Code or by any other provision limiting special assessments for reimprovement when a special assessment has been levied and paid previously;
- Any and all damages or claims for damages of whatsoever kind, character or description resulting from the Project or the construction of the Project, including but not limited to all rights, benefits and privileges specified by Sections 727.18 through 727.22 and Section 727.43 of the Revised Code;

- Any and all resolutions, ordinances and notices required for the construction of the Project, including the notice of the adoption of the resolution of necessity and the filing of estimated special assessments, any increase in the cost of labor and materials over the estimated cost, and the passage of the assessing ordinance, including but not limited to notices authorized and required by Sections 727.13, 727.16, 727.17, 727.24 and 727.26 of the Revised Code;
- Any and all irregularities and defects in the proceedings;
- The right to strict construction of proceedings specified by Section 727.40 of the Revised Code (the Owner hereby requesting and agreeing that the proceedings for the Project and the levying of the Special Assessments be liberally construed in all respects);
- Any waiver of the lien of the Special Assessments after two years as specified by Section 727.34 of the Revised Code, (the Owner hereby requesting and agreeing that such lien against the properties it owns continue in force so long as any of the Special Assessments against them remain uncollected); and
- Any and all rights, benefits and privileges specified by Sections 727.12, 727.15, 727.23, 727.24, 727.25 and 727.251 of the Revised Code, including but not limited to the filing of plans, specifications, profiles and estimate of cost relating to the Project, the preparation and filing of estimated assessments and the right to file objections to the proposed assessment or to the cost of the labor and materials for the Project, and the right to request a deferment of payment of those Special Assessments.

The Petitioner consents to proceed immediately with all actions necessary to acquire, install and construct the Authorized Improvements and impose the Special Assessments. The Petitioner, in accordance with Ohio Revised Code Section 1710.02(A), further agrees that the Property may be included in more than one district formed under Ohio Revised Code Chapter 1710

8. Agricultural Districts. The Petitioner further agrees not to take any actions, or cause to be taken any actions, to place the Property in an agricultural district as provided for in Ohio Revised Code Chapter 929, and if any of the Property is in an agricultural district, the Petitioner, in accordance with Ohio Revised Code Section 929.03, hereby grants permission to collect any assessments levied against such Property.

9. No Reliance on Estimates. The Petitioner acknowledges that the Special Assessments set forth in this Petition and its Exhibits are based upon an estimate of costs, and that the final Special Assessments shall be calculated in the same manner, which, regardless of any statutory limitation, may be more or less than the respective estimated assessments for the Authorized Improvements. In the event the final assessments exceed the estimated assessments, the Petitioner, without limitation of the other waivers contained in this Petition, also waives any rights it may now or in the future have to object to those assessments, any notice provided for in Ohio Revised Code Chapters 727 and 1710, and any rights of appeal provided for in those Chapters or otherwise. The Petitioner further acknowledges and represents that the respective

final assessments may be levied at such time as determined by the City, regardless of whether or not any of the parts or portions of the Authorized Improvements have been completed.

10. Obligation to Pay Special Assessments. The Petitioner further acknowledges that the final assessments for the Authorized Improvements, when levied against the Property, will be payable in cash within 30 days from the date of passage of the ordinance confirming and levying the final assessments and that if any of such assessments are not paid in cash they will be certified to the Auditor of Butler County, as provided by law, to be placed on the tax list and duplicate and collected as other taxes are collected. Notwithstanding the foregoing, however, the Petitioner hereby waives the right to pay the final assessments for the Authorized Improvements in cash within 30 days from the passage of the ordinance confirming and levying the final assessments.

11. Designee. Pursuant to Ohio Revised Code Section 1710.03(C), the Petitioner hereby appoints as its designee to carry out the rights and responsibilities of District members under Ohio Revised Code Chapter 1710 such representative as may be duly appointed by the Petitioner from time to time, which designation shall not expire unless and until Petitioner shall notify the Secretary of the District that said designation is no longer in effect or that Petitioner have made a new designation to replace said designation.

12. Waivers. The Petitioner further waives any and all questions as to the constitutionality of the laws under which Authorized Improvements shall be acquired, installed, or constructed, the proceedings related to the acquisition, installation, or construction of the Authorized Improvements shall occur, and the jurisdiction of the City is granted. The Petitioner further waives any and all irregularities, errors, and defects, procedural or otherwise, if any, in the levying of the assessments or the undertaking of the Authorized Improvements. The Petitioner specifically waives any and all rights of appeal, including any right of appeal as provided in Ohio Revised Code Title 7, and specifically but without limitation, Ohio Revised Code Chapters 727 and 1710, as well as all such similar rights under the Constitution of the State of Ohio, but only with regard to the Authorized Improvements and Special Assessments for the Authorized Improvements for the project (as defined in **Exhibit C**). The Petitioner represents that it will not contest, in a judicial or administrative proceeding, the undertaking of the Authorized Improvements, the estimated assessments, the final assessments, and any Special Assessments levied against the Properties for the Authorized Improvements, or any other related matters, but only with regard to the Authorized Improvements and Special Assessments for the Authorized Improvements for the Project (as defined in **Exhibit C**). In no event shall the foregoing waivers be construed as a waiver by the Petitioner of its rights with regard to any other taxes, whether general taxes, special assessments, or otherwise.

13. Irrevocability. The Petitioner acknowledges and understands that the City will be relying upon this Petition in taking actions and expending resources. This Petition therefore shall be irrevocable and shall be binding upon the Petitioner, its successors and assigns, the Properties, and any grantees, mortgagees, lessees, or transferees of the Properties.

14. Knowledge of Waivers. The Petitioner acknowledges that it has had an opportunity to be represented by legal counsel in this undertaking and has knowingly waived the rights identified in this Petition.

15. Miscellaneous. The Petitioner acknowledges that the District is being created using a single petition option under the Act and that no further authorization by the Petitioner may be required prior to the implementation of the Plan and the levying of assessments.

This Petition may be executed in several counterparts, each of which will be an original and all of which will constitute one and the same Petition.

The City Council of Monroe, Ohio is hereby respectfully requested to approve, by resolution, this Petition, and to levy special assessments against the property subject to this Petition.

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IN WITNESS WHEREOF, the Petitioner has caused this petition to be executed by its authorized representative, as set forth below.

**PETITIONER:
CITY OF MONROE, OHIO**

By: 

Name: William J. Brock


Title: City Manager

Address for notices to Property Owner: City of Monroe, Ohio

STATE OF OHIO)
) SS:
COUNTY OF Butler)

On the 10th day of December, 2019, William J. Brock, as the City Manager of the CITY OF MONROE, OHIO, personally appeared before me, a notary public in and for the State of Ohio, who acknowledged the execution of the foregoing Petition on behalf of the CITY OF MONROE, OHIO and that the same was the free act and deed of such officer and of such City.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal on the day and year aforesaid.


Notary Public

[SEAL]



Angela S Wasson, Notary Public
In and for the State of Ohio
My Commission Expires Feb. 3, 2023

EXHIBIT A

DESCRIPTION OF PROPERTY

The Property subject to this Petition is located at the commonly used address 233 South Main Street, Monroe, Ohio with Butler County Auditor Parcel ID No. C1800008210005.

EXHIBIT B

DISTRICT BOUNDARIES

This **Exhibit B** defines the boundaries of the Monroe, Liberty Energy Special Improvement District (the "District"), which consists of the parcel designated by Butler County Auditor Parcel ID number C1800008210005 and is more particularly described as:

Entire lot sixty-two (62) as same is known and designated on the record plat of the Municipality of Monroe, Butler County, and entire lot sixty-three (63), less the north 32 feet of the east 112 feet, as same is known and designated on the recorded plat, aka: Auditors Parcel C1800-008.210-006 and C1800-008.210-005

EXHIBIT C

SPECIAL ENERGY IMPROVEMENT PROJECT DESCRIPTION

The real property owned by the City of Monroe, Ohio at 233 S. Main Street, Monroe, Ohio, is the location at which the special energy improvements described below shall be constructed and installed, and shall exist (the "Project"). The description of the property is set forth on **Exhibit A** of this Petition. The property will be subject to special assessments for energy improvements in accordance with Ohio Revised Code Chapter 1710.

The Project is expected to consist of the following energy efficiency elements:

- | | | |
|----|-----------------------------------|----------|
| 1. | High Efficiency Lighting Fixtures | \$100.00 |
|----|-----------------------------------|----------|

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