1. Call To Order

2. Roll Call

3. Pledge of Allegiance

4. Visitor Comments

5. Special Presentation(s)

5.A. Resolution No. 36-2018 Recognition for Richard Macer

Expressing the Appreciation and Best Wishes of the Worthington City Council to Richard Macer For His Outstanding Service to the Community.

Executive Summary: This Resolution expresses appreciation and best wishes to Richard Macer for his service to the community.

Recommendation: Introduce and Approve as Presented

6. Approval of the Minutes

6.A. Regular Meeting - June 4, 2018
6.B. Committee of the Whole Meeting - June 11, 2018

Recommendation: Introduce and Approve as Presented

7. Public Hearings on Legislation

7.A. Ordinance No. 28-2018 Appropriation - Law Enforcement Trust Fund

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Law Enforcement Trust Unappropriated Balance.

Executive Summary: This Ordinance appropriates $16,000 from the Law Enforcement Trust Fund to obtain services that will result in a comprehensive update to the Police Department's internal policy and procedures manual.

Recommendation: Approve as Presented

Legislative History: Introduced June 4, 2018

7.B. Ordinance No. 29-2018 Bond Anticipation Notes - Sewer Improvements

Authorizing the issuance of notes in the amount of not to exceed $660,000 in anticipation of the issuance of bonds for the purpose of designing, engineering, constructing and reconstructing various sewer improvements, with related site improvements and all necessary appurtenances thereto; and approving related matters in connection with the issuance of the notes.

Executive Summary: This Ordinance authorizes the issuance of notes not to exceed $660,000 for costs associated with the Northbrook Relief Sewer, Kenyonbrook Trunk Sewer Improvements and the Hardy Way Sewer Relocation project.

Recommendation: Approve as Presented

Legislative History: Introduced June 4, 2018

7.C. Ordinance No. 30-2018 Bond Anticipation Notes - Energy Conservation Measures

Authorizing the issuance of notes in the amount of not to exceed $1,735,000 in anticipation of the issuance of bonds for the purpose of purchasing and
installing energy conservation measures for the Community Center and Griswold Center; and approving related matters in connection with the issuance of the notes.

**Executive Summary:** This Ordinance authorizes the issuance of notes not to exceed $1,735,000 for Phase 1 of the Energy Conservation Measures project.

**Recommendation:** Approve as Presented

**Legislative History:** Introduced June 4, 2018

7.D. **Ordinance No. 31-2018** Bond Anticipation Notes - Roof Improvements

Authorizing the issuance of notes in the amount of not to exceed $1,065,000 in anticipation of the issuance of bonds for the purpose of replacing or improving the roofs of the Fire Station and the Community Center and all necessary appurtenances thereto; and approving related matters in connection with the issuance of the notes.

**Executive Summary:** This Ordinance authorizes the issuance of notes not to exceed $1,065,000 for the roof replacement projects for both the Community Center South End and the Fire Station.

**Recommendation:** Approve as Presented

**Legislative History:** Introduced June 4, 2018

7.E. **Ordinance No. 32-2018** Bond Anticipation Notes - East Wilson Bridge Rd. Waterline

Authorizing the issuance of notes in the amount of not to exceed $1,000,000 in anticipation of the issuance of bonds for the purpose of designing, replacing, constructing, and installing a waterline on East Wilson Bridge Road, with related site improvements and all necessary appurtenances thereto; and approving related matters in connection with the issuance of the notes.

**Executive Summary:** This Ordinance authorizes the issuance of notes not to exceed $1,000,000 for the design and construction of the East Wilson Bridge Road waterline project.

**Recommendation:** Approve as Presented

**Legislative History:** Introduced June 4, 2018
7.F. **Ordinance No. 33-2018** Appropriation - Right of Way Acquisition for Northeast Gateway Project

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Capital Improvements Fund Unappropriated Balance to Pay for Right-of-Way Acquisition for the NE Gateway Intersection Improvement Project and all Related Expenses with said Project. (Project No. 602-14)

*Executive Summary:* This Ordinance appropriates $2,856,200 for right of way acquisition for the Northeast Gateway Project at the intersection of Huntley, Wilson Bridge and Worthington Galena Roads

*Recommendation:* Approve as Presented

*Legislative History:* Introduced June 4, 2018

7.G. **Ordinance No. 34-2018** Ballot Issue - Electric Aggregation

To Authorize All Actions Necessary to Effectuate an Opt-Out Electric Service Aggregation Program Pursuant to Ohio Revised Code 4928.20; and Directing the Franklin County Board of Elections to Submit the Ballot Question to the Electors.

*Executive Summary:* This Ordinance authorizes the City to adopt an electric aggregation program with opt-out provisions pursuant to Section 4928.20 of the Ohio Revised Code if approved by the electors at the November 6, 2018 election.

*Recommendation:* Approve as Presented

*Legislative History:* Introduced June 4, 2018

8. **New Legislation to Be Introduced**

8.A. **Resolution No. 37-2018** Adoption of the 2019 Tax Budget

Providing for Adoption of the Tax Budget for the Fiscal Year Beginning January 1, 2019.

*Executive Summary:* This Resolution adopts the 2019 Tax Budget which is an annual requirement and must be filed with the County Auditor by July 20 each year.
**Recommendation**: Introduction and Approval of the Resolution as Presented

8.B. **Ordinance No. 35-2018** Additional Appropriation - Water Main Repairs

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for Appropriations from the General Fund and Water Fund Unappropriated Balances.

**Executive Summary**: This Ordinance appropriates an additional $78,000 for water main repairs that occurred in 2017.

**Recommendation**: Introduce for Public Hearing on July 2, 2018

8.C. **Ordinance No. 36-2018** Appropriation - Fire Station and Municipal Building Roof Project

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Capital Improvements Fund Unappropriated Balance to Pay the Costs of the Municipal Building Roof Project (680-18) and the Fire Station Roof Project (648-17) and all Related Expenses and Determining to Proceed with said Projects.

**Executive Summary**: This Ordinance appropriates funds for the replacement of the roofs at the Fire Station and Municipal Building.

**Recommendation**: Introduce for Public Hearing on July 2, 2018

8.D. **Ordinance No. 37-2018** Kemper House (800 Proprietors Road) TIF Legislation

Kemper House (800 Proprietors Road) TIF Legislation

**Executive Summary**: This Ordinance authorizes Tax Increment Financing (TIF) for the Kemper House project at 800 Proprietors Road.

**Recommendation**: Introduce for Public Hearing on July 2, 2018

9. **Reports of City Officials**

9.A. **Policy Item(s)**

**Executive Summary:** The Finance Director will present the Financial Report for the month of May.

**Recommendation:** Motion to accept the report as presented.

10. Reports of Council Members

11. Other

12. Executive Session

13. Adjournment
STAFF MEMORANDUM  
City Council Meeting – June 18, 2018

Date: June 14, 2018
To: Matthew H. Greeson
From: Lori Trego, Personnel Director
Subject: Resolution - Recognition for Richard Macer

EXECUTIVE SUMMARY
This Resolution expresses appreciation and best wishes to Richard Macer for his service to the community.

RECOMMENDATION
Introduce and Approve as Presented

BACKGROUND/DESCRIPTION
Richard Macer has submitted his resignation as a member of the Community Relations Commission (CRC). Mr. Macer has served on the CRC since 1991 and is the longest serving member of the Commission. He has also been a dedicated and active volunteer in the Worthington community. This Resolution expresses City Council’s appreciation for Richard Macer’s many years of service to the community. Jack Miner, Chair of the CRC, will be present to participate in this recognition.

ATTACHMENTS
Resolution
RESOLUTION NO. 36-2018

Expressing the Appreciation and Best Wishes of the Worthington City Council to Richard Macer for His Outstanding Service to the Community.

WHEREAS, Richard Macer diligently served the City of Worthington as a member of the Community Relations Commission from 1991 through June 2018; and,

WHEREAS, Richard Macer, as an inaugural appointee to the Community Relations Commission, has worked to further the mission of the Community Relations Commission which promotes good will and positive relationships among the citizens of Worthington; and,

WHEREAS, Richard Macer, as a resident of the City for over 40 years, has volunteered with numerous community organizations including the St. John A.M.E. church, the Worthington Lions Club, and the Martin Luther King Celebration planning committee; and,

WHEREAS, Richard Macer has worked to document and recognize the history and contributions of African-American citizens in Worthington; and,

WHEREAS, Richard Macer’s commitment to tolerance and diversity in the Worthington community is unparalleled, and his humanity, kindness, and selflessness have been an example for all fortunate enough to know him;

NOW, THEREFORE, BE IT RESOLVED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. That on behalf of the residents of the community, the City Council hereby expresses to Richard Macer sincere appreciation for his contributions and years of dedicated service and extends him best wishes for the future.

SECTION 2. That the Clerk of Council be instructed to forward a duly certified copy of this Resolution to Richard Macer and to record this Resolution in the appropriate record book.

Adopted_________________

President of Council

Attest:

__________________________

Clerk of Council
CALL TO ORDER – Roll Call, Pledge of Allegiance

Worthington City Council met in Regular Session on Monday, June 4, 2018, in the John P. Coleman Council Chambers of the Louis J.R. Goorey Municipal Building, 6550 North High Street, Worthington, Ohio. President Michael called the meeting to order at or about 7:30 p.m.

ROLL CALL


Member(s) Absent: 0

Also present: City Manager Matthew Greeson, Assistant City Manager Robyn Stewart, Director of Law Tom Lindsey, Director of Finance Scott Bartter, Director of Planning & Building Lee Brown, Director of Parks & Recreation Darren Hurley, Chief of Fire & EMS John Bailot, Chief of Police Jerry Strait, Clerk of Council D. Kay Thress

There were approximately thirty visitors present.

PLEDGE OF ALLEGIANCE

President Michael invited all to stand and join in reciting the Pledge of Allegiance to the flag.

SPECIAL PRESENTATION(S)

- Fire Division Commendations

Mr. Greeson explained that this is a rare and special opportunity where the Division of Fire has the opportunity to present both a Civilian Life Saver Commendation and a Unit Citation and Medical Director Commendation.

Chief Bailot thanked Council for the opportunity to publicly thank several people who were responsible for saving a life. It is rare for an individual who has stopped breathing and has no heartbeat to survive with minimal impairment. There is only an 8% survival rate national for such events. He explained that he is going to tell a story about the
person whose life was saved, Mr. Randy Bates. When EMS crews arrived on the scene at the Blarney Stone Tavern, they found Mr. Bates on the floor in full cardiac arrest with two bystanders performing CPR. The EMS crew did a quick assessment and determined the bystanders had been performing crucial, high-quality CPR. The EMS crew then took over patient care and commenced in administering advanced life support measures. Chief Bailot recognized the two people, Mr. Ben King the owner of the Blarney Stone and Mr. Jeff McCuen who is the Treasurer for the Worthington School District, whose actions led to Mr. Bates cheating death.

Mr. Ben King and Mr. Jeff McCuen are presented the Worthington Division of Fire and EMS Civilian Lifesaver Commendation

Chief Bailot stated that after CPR was continued by Worthington Firefighter-Paramedics, they administered various drugs and procedures to stabilize Mr. Bates. He was then transported to Riverside Methodist Hospital, where he spent the next three weeks undergoing invasive treatments before he was discharged. Chief Bailot called forward the Worthington team that gave Mr. Bates successful advanced treatment to the podium to be recognized.

Captain Pat Mulligan, Firefighter-Paramedics Chris Dawson, Dave Mierzejewski, Ty Stewart, Ted Heineman, Mike Snyder, Clayton Miller, and Kevin McKelvey are presented the Worthington Division of Fire and EMS Unit Citation Award.

Dr. Rund explained that he spent most of his career at Ohio State and he loves being Medical Director of the Worthington Fire Department. He said that it is phenomenal what hospitals can do for patients undergoing cardiac arrest, but successful hospital treatment can only begin when a patient has been successfully resuscitated with CPR at the scene. He congratulated the Fire/EMS team for being exceptional and extended his personal thanks to Mr. King and Mr. McCuen for their actions. He also recognized and gave everyone’s best wishes to Mr. Bates.

Chief Bailot introduced Mr. Bates and explained how this is the first time that he has had the opportunity to meet with the people who saved his life.

President Michael thanked everybody involved on behalf of the City Council and asked for them to be given a standing ovation for their wonderful work. She explained that one of the reasons people enjoy living in Worthington is the high level of service that the staff provides and this is an example of that service being given to the community.

APPROVAL OF THE MINUTES

• Committee of the Whole Meeting – May 14, 2018
• Regular Meeting – May 21, 2018

MOTION Mr. Robinson moved and Mr. Foust seconded a motion to approve the aforementioned meeting minutes as presented.
The motion to approve the minutes as presented carried unanimously by a voice vote.

PUBLIC HEARINGS ON LEGISLATION

President Michael declared public hearings and voting on legislation previously introduced to be in order.

Ordinance No. 26-2018

Approving the Final Plat for the Kemper House of Worthington and Authorizing Variances (The Griffin 105 Group, LLC)

The foregoing Ordinance Title was read.

Mr. Greeson said that this is one of a couple remaining ordinances relating to the Kemper House development. In the future there is a modest Tax Increment Financing (TIF) ordinance which is being finalized.

Mr. Brown explained that this ordinance authorizes a multitude of different things including subdividing and combining parcels, plating an access easement, indicating public right-of-way, and granting variances. He said that this follows a previous conversation from January where the southern portion was approved to be rezoned from light industrial to PUD to allow for a memory care facility on the site. He showed a slide that depicts the area that is the former Worthington Foods site, which began redevelopment in 2005 before lying vacant for a decade. The parcels highlighted in black are considered a single parcel of record by the City of Worthington, however according to Franklin County it is multiple parcels. Another photo shows a vacated alleyway over towards the railroad that would be done away with as a part of this plat. The proposal plats a new access easement that comes from the north, rather than running through the middle of the site which has made development difficult. There is a right-of-way dedication of approximately four feet along Proprietors Road. There is an existing highway easement along 161 – East Dublin-Granville Road that will be turned over to dedicated active right-of-way. He also explained that lot number two is a remnant that is only a third of an acre that does not have the required 200 feet of road frontage and is less than one acre in size; part of the approval tonight is to grant variances for this property. This proposal went to the Municipal Planning Commission for full review and approval on May 10th and was recommended for full approval to City Council.

MOTION

Mr. Smith moved and Mr. Myers seconded a motion to amend Ordinance 26-2018 by attaching the updated subdivider’s agreement - Exhibit B.

The aforementioned motion passed unanimously by a voice vote.
There being no additional comments, the clerk called the roll on Ordinance No. 26-2018 (As Amended). The motion carried by the following vote:

Yes 7 Robinson, Kowalczyk, Foust, Dorothy, Smith, Myers, and Michael
No 0

Ordinance No. 26-2018 (As Amended) was thereupon declared duly passed and is recorded in full in the appropriate record book.

Ordinance No. 27-2018
Accepting Sanitary Sewer Improvements Constructed in a Public Easement Located Adjacent to the Greenwich Street Right-of-Way in the Replat of Lots 81 and 82 of Morris’ Addition to the Town of Worthington.

The foregoing Ordinance Title was read.

Mr. Greeson said that this is regarding several houses that are going to be built on Greenwich. This is a procedure where once public improvements that are required under the Codified Ordinances are constructed; we are required to accept them. Mr. Tennant stated that this is a standard procedure and the sewer has been constructed and tested per standards.

There being no additional comments, the clerk called the roll on Ordinance No. 27-2018. The motion carried by the following vote:

Yes 7 Kowalczyk, Foust, Dorothy, Smith, Myers, Robinson, and Michael
No 0

Ordinance No. 27-2018 was thereupon declared duly passed and is recorded in full in the appropriate record book.

NEW LEGISLATION TO BE INTRODUCED

Resolution No. 35-2018
To Withdraw the Previously Filed Objection to the Renewal of the Liquor Permits for C & B Machinery Inc. DBA Monkeys Bar & Grill located at 6116 Huntley Road

Introduced by Ms. Dorothy.

MOTION Ms. Kowalczyk made a motion to adopt Resolution No. 35-2018. The motion was seconded by Mr. Robinson.
Mr. Greeson explained that Council may recall due to concerns about the activities at this location in recent years, you authorized the objection to the liquor permit at the Monkey Bar, which has since closed. Mr. Lindsey thanked Chief Strait and his staff for their preparation for the hearing regarding the rejection of the liquor permit. At the hearing, the attorney representing the permit holder approached the City’s counsel working on this matter and discussed a possible resolution. A settlement agreement was reached where the Monkey Bar would be closed permanently and they would be permitted to put the permits into safekeeping with the Division of Liquor Control. That allowed them to save some value out of their investment, enabling them to sell or transfer those permits in the future. To do so requires the Division of Liquor Control's approval and the City is able to object to the transfer if it is to an establishment within Worthington. In order for the Division to finalize the case and terminate it, Council needs to pass the resolution withdrawing their objection.

There being no additional comments, the motion to adopt Resolution No. 35-2018 passed unanimously by a voice vote.

Ordinance No. 28-2018 Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Law Enforcement Trust Unappropriated Balance.

Introduced by Mr. Foust.

Ordinance No. 29-2018 Authorizing the issuance of notes in the amount of not to exceed $660,000 in anticipation of the issuance of bonds for the purpose of designing, engineering, constructing and reconstructing various sewer improvements, with related site improvements and all necessary appurtenances thereto; and approving related matters in connection with the issuance of the notes

Introduced by Mr. Smith.

Ordinance No. 30-2018 Authorizing the issuance of notes in the amount of not to exceed $1,735,000 in anticipation of the issuance of bonds for the purpose of purchasing and installing energy conservation measures for the Community Center and Griswold Center; and approving related matters in connection with the issuance of the notes.

Introduced by Mr. Myers.
Ordinance No. 31-2018

Authorizing the issuance of notes in the amount of not to exceed $1,065,000 in anticipation of the issuance of bonds for the purpose of replacing or improving the roofs of the Fire Station and the Community Center and all necessary appurtenances thereto; and approving related matters in connection with the issuance of the notes.

Introduced by Ms. Dorothy

Ordinance No. 32-2018

Authorizing the issuance of notes in the amount of not to exceed $1,000,000 in anticipation of the issuance of bonds for the purpose of designing, replacing, constructing, and installing a waterline on East Wilson Bridge Road, with related site improvements and all necessary appurtenances thereto; and approving related matters in connection with the issuance of the notes.

Introduced by Ms. Kowalczyk.

Ordinance No. 33-2018

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Capital Improvements Fund Unappropriated Balance to Pay for Right-of-Way Acquisition for the NE Gateway Intersection Improvement Project and all Related Expenses with said Project. (Project No. 602-14)

Introduced by Mr. Robinson.

Ordinance No. 34-2018

To Authorize All Actions Necessary to Effectuate an Opt-Out Electric Service Aggregation Program Pursuant to Ohio Revised Code 4928.20; and Directing the Franklin County Board of Elections to Submit the Ballot Question to the Electors.

Introduced by Mr. Smith.

The Clerk was instructed to give notice of a public hearing on said ordinance(s) in accordance with the provisions of the City Charter unless otherwise directed.
REPORTS OF CITY OFFICIALS

Policy Item(s)

- Permission to Bid: Fire Station Roof and Municipal Building Roof

Mr. Greeson explained that as part of the Capital Improvement Program we have been planning a roof replacement for both the Municipal Building and the Fire Station. Mr. Tennant said that we had Mays Consulting evaluate both the Municipal Building and the Fire station. Both roofs are original to the buildings and have exhausted their useful life. The recommendation is to replace both roofs under one project with a single contractor doing the work. They will be asking for appropriations on June 18th and intend to go to bid on June 27th.

MOTION

Mr. Foust moved, Mr. Smith seconded a motion to authorize staff to bid the Fire Station Roof and Municipal Building Roof projects.

The aforementioned motion passed unanimously by a voice vote.

Information Item(s)

- Proposed School Resource Officer (SRO)

Mr. Greeson updated Council regarding ongoing discussions with Worthington Schools about the creation of a School Resource Officer (SRO) position at Thomas Worthington High School. He said that staff is not requesting a vote on this issue tonight; the goal is to introduce the subject, provide information, and solicit Council’s questions. Some questions may be answered this evening; others may require additional research and/or coordination with our partners to address. Those answers to those questions would ideally be brought back as early as June 18th. As outlined in the agenda packet, implementation will require Council action approving an increase to the City’s staffing chart as well as authorization for the City Manager to enter into contract with Worthington Schools. The School Board will also be discussing this issue at their June 11th meeting which should be available online for viewing afterwards. He explained that the City has a long standing and exceptional partnership with Worthington Schools and we believe that the SRO program builds on that partnership and is an extension of the City of Worthington’s community oriented policing approach.

Chief Strait stated that there has been a historic outreach to the schools over the past thirty years with either a DARE program and/or part-time SROs in place. Officers have been heavily involved with the schools helping to found things such as Drug Safe Worthington, conducting bicycle Round-up Rodeos, and handling Franklin County Children Services referrals. The primary reason for the creation of a full-time SRO is safety, especially considering the national climate currently with an increased number of aggressors and incidents. It is important for there to be a full-time police presence protecting our children. With regards to outreach, in contrast to what is sometimes seen
in the news, he wanted to point out the officers who have worked in academic outreach at the schools that have made a difference. Oftentimes young adults come back to invite these officers to major life events letting them know that they have “Made It.” He stated that the police in schools make a difference and it is not always seen. Community outreach is important, but ultimately it is about making campus safe, reducing crimes in schools, and fostering positive relationships with the students.

Ms. Kowalczyk said that she understands the existing relationship with the high school has been positive, but she questioned what a full-time SRO would do differently in contrast to what is already being done. Chief Strait said that somebody would be there full-time. The current part-time person has additional duties and is only there for a third of the time out of their schedule. Having somebody there for an immediate response is important. There is a ninety second window when there is an active aggressor incident and currently there is a good response time of two minute or less, but ninety seconds versus two minutes could be a lifetime for someone else. He hopes to have a full time curriculum with the school’s help where the officer would be available as a mentor, a teacher, a counselor, a confidant, and as a recruiter. Ms. Kowalczyk asked if that did not already exist with the current program. Chief Strait responded that no, not on a full-time basis where that person is always available, with regular duties, and able to help teach things that are commonly missed with interactions on the law enforcement side and students.

Ms. Kowalczyk asked who originated this proposal, the City or the School Board. Chief Strait responded that the City was approached by the schools. The City has had a strong working relationship with them, so when they inquired about this we were happy to assist. Ms. Kowalczyk said that she was looking forward to hearing what the impetus was for this proposal because she has children in the Worthington schools, so she has questions about this proposal. She stated that she understands additional appropriations are not an issue for this current year, but she asked if there were going to be ongoing expenses in the future and how much would they be. Mr. Greeson replied that under the assumption the City would be sharing the cost with the school at a 50-50 split; it would breakdown to be roughly an $81,000 expense annually. Currently that would be managed within the personnel allocation and since there are some current vacancies there would not be the need for an additional appropriation. However, in the upcoming fiscal year it would be an expense that would need to be managed within the budget process. The ongoing costs would inflate based upon the outcomes of the collective bargaining agreement.

Ms. Kowalczyk inquired about the current staffing situation within the Police Department and if the department is fully staffed. Chief Strait replied that the department is typically behind on staffing concerns. Having this position available in the schools would be great, and that individual would be available for use during the summertime. The current patrol support officer would be used the additional one-third of the time to do things such as middle-school outreach and to serve as a backup to the full-time SRO. Most of the communities in the area are already having this type of outreach. Ms. Kowalczyk asked if the City has the ultimate authority to decide who is put into this
Chief Strait said under the current collective bargaining agreement, he would have the ability to make a selection. However, he would like to have a fair process, picking the person who would best represent the Division of Police, the City, and the School’s needs. The person in this position is expected to go above and beyond working with young people and to have the warrior mentality to protect kids and staff, so it needs to be the right fit. Ms. Kowalcyk asked if there is an issue, will there be a review process about whether there is a problem with the officer selected. Chief Strait stated that the job postings are reviewed yearly for specialized positions. The full process has not been worked out with the schools, but what he expects from his Sergeants and the Detective Bureau is for them to sit down monthly to discuss reviews instead of waiting for an annual review. It would not be fair to our partners or our officers to wait if they are making mistakes. Normally there would be a one year term to make sure that they are functioning properly and he would have oversight. If they are not functioning properly, then they would go into whatever discipline process that might be amenable and then ask for their removal.

Ms. Dorothy asked if the draft School Resource Officer Program was being done in conjunction with the Worthington Schools. She also asked if there was any special training, or if this effort was being done alone. Chief Strait said that he reached out to our partners, speaking to his counterparts in other jurisdictions across Central Ohio. He has been able to look at their SRO manuals and provided them to Mr. Greeson and Mr. Lindsey. He has also reviewed their job descriptions, providing them to Ms. Trego for oversight and review. He stated he has also added quite a bit to the job description because he has different expectations of what is to be expected because this is Worthington. Mr. Greeson added that this is a first draft and it has been provided to Mr. Banks and Mr. Scully to review.

Ms. Dorothy inquired if we would be coordinating with the City of Columbus on any of their incidence reports since there are many Columbus children in the schools. Chief Strait said that the schools are looking at an SRO for the City of Columbus as well and there was a meeting between Worthington, Columbus, and the schools. Columbus currently has 18 SROs in their schools and he has gotten copies of their memorandum of understanding (MOU) and contracts. They have also discussed different process and oversight that Columbus provides including training with the Ohio School Resource Administration which Worthington already holds a spot in pending the Council and School Board’s actions moving forward. Columbus has already volunteered to assist Worthington with training for a new SRO. President Michael asked if Worthington Police would be serving Thomas Worthington High School and Columbus Police serving Kilbourne High School, or if both would be serving Thomas. Chief Strait stated that our officer would be at Thomas, but we would collaborate with each other. Ms. Dorothy asked if there was any way to share information between the cities regarding issues such as domestic problems that a child may be bringing to school. Chief Strait stated that they would partner with each other and this would allow the schools to have a direct partnership when there are critical issues involving students and family than would otherwise exist without this network.
Mr. Myers asked if this would be a police officer under the chain of command of the Worthington Division of Police. Chief Strait said that is correct. Mr. Myers stated that he has most often seen officers get in trouble when there is a blurring of the line between school disciplinarian and police officer. Chief Strait said that as it currently exists with the part-time officer, there are instances within administrative hearings where there is an issue, they may be there for a short period of time, but if that administrative issue turns criminal, Mr. Scully has had no issue separating at that point. The SRO training for officers makes it very clear that the schools handle the administrative side and the police handle the criminal side. If an issue does go to an extreme or turn criminal, the officer will deal with it. If the schools find something illegal, they have an obligation to provide that to the police and it only takes from the manpower on the street if the part-time SRO is not there. From the extra training received, it will be made sure that there is a difference between an administrative hearing and a criminal hearing. Chief Strait stated that a lot of the time, more can be done at the administrative level than can be done criminally with delinquent juveniles. Mr. Myers stated there are certain federal privacy laws concerning academic records; he said that he does not see that addressed in the standard procedures. He asked if it has been looked into to see what information can be shared that a SRO learns from a student and what cannot be shared. Chief Strait stated that he has not looked into that particular issue. Unless it is a case under investigation, under public records only certain items can be released. If it is an administrative issue, there probably would not be a report. Mr. Myers asked if Ohio Peace Officer Training Academy (OPATA) had developed a curriculum for SROs. Chief Strait said that they have and it is extensive with yearly updates not only on administrative oversight for the schools, but also administrative public records oversight as part of the curriculum.

Mr. Myers explained that he believes this conversation tonight, prompted by the schools, is a logical continuation of the discussion several weeks prior that was started due to concerns over the safety of our schools and students. He then asked whether there is any evidence that these programs are working and do good, such as input from other schools about their experiences with SROs. It would be helpful to know what the results have been and what the appropriate benchmarks are, so that we know that we are wisely spending our money. Chief Strait said that they worked with the Juvenile Victims Coordinator and she did research about SROs and whether there was an uptick in charges and juveniles going to the juvenile court system. During all of 2017, there was only one individual, who had a weapon, formally charged at school. The majority of the time when dealing with criminal or delinquency incidents, it results in paperwork being forwarded down and the individuals returned to the parents/guardians. Unless it is a very serious crime, typically we do not take people to CDR. Mr. Myers wondered what the principals in Columbus think has changed in their schools and what does success look like.

Ms. Kowalczyk said that in today’s climate with so many mass shootings and whether a SRO could have prevented it, in many cases that answer is no. She asked when looking at safety for students in schools, she wanted to know if this would be effective. She responded to Mr. Myers’ statement about this being the next logical step in our discussion, as a parent concerned about her children in the school system, she believes
her concern is more related to having an officer there full-time and there are studies nationally about kids being disciplined and arrested more often if there is a full-time officer at the school. She expects that she will hear some of that at the School Board meeting. Also there are concerns about children of color and when an officer is being placed in the school. They have a different perception of law enforcement than white children do and she is a bit concerned about the message the school board may unintentionally be sending when putting SROs in school. She does not know if this will improve or hurt the relationship. Ultimately that is more of a School Board policy issue and our concern is more over the prioritization of our spending.

President Michael stated that from the questions she is hearing, many of the Councilmembers want more information on what success looks like. Mr. Greeson responded that we have two of our knowledgeable partners here from Worthington Schools and he would like them to share their thoughts at some point after listening to this conversation.

Mr. Robinson said that given the significance of these issues and in light of the questions that Mr. Myers raised in terms of this succeeding, he would like to suggest that if Council moves forward with an affirmative vote on an ordinance, he would encourage a formal review at the one-year mark. This would come back before Council and have to be voted on for approval again rather than simply becoming part of the status quo without formal review.

Mr. Foust explained in his day-job he travels the state talking about the virtues of wellness. He likens this conversation to the frustrating parts of those discussions, primarily how you prove the absence of a negative. He asked that Council not set a standard in terms of proof of value so high and asking for things that may not be delivered. He compares the concept to what Chief Strait described in terms of presence in general. There is awareness and an impact that cannot be measured and we should set a standard for our expectations that is something that can be met. Mr. Myers stated that he did not disagree and that is why he asked the questions because he is not sure how you determine success in this scenario. He said that part of him questions whether we want guns in schools because that leads to arming teachers which he does not want. However, he knows that seeing police officers everyday can be very effective, like when he was growing up. That is how he envisions the SRO to operate.

Randy Banks – Assistant Superintendent Worthington Schools

Mr. Banks thanked Council for the opportunity to speak on this topic and he seconded the fact that the relationship between Worthington Schools and the City of Worthington is strong and only getting stronger. It is unfortunate that we are having this discussion tonight. There are over 1800 people who gather at Thomas Worthington every day; if you have that type of crowd in any other part of the city you would be interested in their behavior. When you add in the fact that 1750 of them are adolescents and oftentimes make poor choices, you can understand the direction we are headed in regards to safety and security. The difference today between today and times of past is that with the issues
of mental health, access to prescription and street drugs, and the access to unsecured weapons, the consequences are very permanent. This is not just a safety issue, but it is also a health issue and connecting us more closely with first responders is the right path at this time. Other districts in the area are having conversations about expanding their SRO programs, but in Worthington there is not an SRO program. They are now faced with the question of why we are the only district without a program and should one be implemented to keep our students safe. The advantage of being on the tail end of implementation is that we can take and borrow from all the other models and make it work for Worthington and it does get complicated when serving multiple jurisdictions. He said they are looking to head down this road together and they believe that this needs to be done in such a way that other districts want to model their programs after Worthington. He stated that while this is a safety issue, they are very proud of their students. They make good choices every day, but unfortunately sometimes good students make bad choices and those can be serious choices. They are aware of the concern that this may criminalize youthful behavior but that is not their intent and they are dedicated to avoiding that. They would like to periodically review data to make sure that officers in schools are not increasing the arrest rate. Youth make mistakes and they feel that school consequences are oftentimes much more direct and appropriate. The intent is so that Worthington is not standing alone and to provide shorter response times in case of an emergency. Having an officer in the building could do that.

Pete Scully – Principal, Thomas Worthington High School

Mr. Scully explained that he is a former chemistry teacher, so he often walks around with that mindset. When asked what success looks like for an SRO, it is not somebody who is stone faced, with their arms crossed, and at the doors with guns. It is somebody who is an adult that a kid can approach, an adult with a good relationship. If you pick the right person, they will blend in and become really comfortable with the student population, serving as a confidant that a kid can work with. That is really where the safety comes in from his perspective. A police officer who is approachable and has strong relationships can prevent many problems. His goal for an SRO is that they are so embedded, receiving so much information, and working so closely that they can prevent many issues. When he talks with schools districts where SROs work, that is what they have in place. The officers are beloved by students and they are excited to talk to them. They are keenly aware that they have an almost parental responsibility and there are times where the mission of the police is 180-degrees opposite of their mission as the parent in the school. As Chief Strait said, he is comfortable at times asking them to leave the room now because they are going to do an interview that will result in a suspension and it may be crime and he is not interested in them sitting in the room without a parent hearing it. If they are in a position where a crime may arise, it is their duty to stop the hearing and bring in a parent to make sure they are aware. From his perspective, an SRO could be a positive thing with the right person. They are interested in running a program that is an enhancement, not a replacement. The SRO would come in and look at things from a police and security perspective. Having that every day would really help a lot.
Mr. Greeson added that they 100% agree with and share a common philosophy with the schools. They want to build relationships with all students, create a safe environment, and be trusted adults in the school system.

Ms. Kowalczyk asked what is being done in regards to mental health and the opportunity to address student’s problems, as a police officer is not a trained mental health counselor. Mr. Banks responded that the district currently employs three mental health specialists, who spend most of their time dealing with students who have special education plans and receive special education services. This summer they are in the process of hiring three additional mental health specialists that will deal with regular education students and he believes that one will be placed at Thomas Worthington, one will be at Kilbourne, and the third will float between multiple buildings. They are doubling the size of their mental health efforts as part of this same initiative dealing with student safety. It is a very effective and much needed program in addition to the relationships with the school guidance counselors. All three current mental health specialists come from Children’s Hospital and they are very well connected with additional resources that students are allowed to have access to.

Mr. Myers commented that he and his wife have a friend who is a psychologist, and they have had the discussion about the idea of requiring a child before they enter the school district to have a depression questionnaire administered. This is similar to the requirements for having certain immunizations before entering school. It makes a lot of sense to do this as part of the intake of new students to help identify students quicker. Mr. Banks stated that the district has initiated a universal screener administered in eighth grade called “SOS” that is exactly what Mr. Myers talked about. That is currently only in eighth grade, but he imagines it would be expanded.

President Michael asked what direction needed to be given to staff on this topic. Mr. Greeson stated that staff has taken notes and will make sure to answer specific questions brought up tonight. He explained that goals are listed on page two of the SRO document, when talking about what success looks like and there are a number of goal statements that we need to spend time with our partners looking at and have a discussion about how to report on those goals at the end of year one. Mr. Smith asked if Council could also be given basic demographic information on Thomas Worthington students to help paint a better picture.

REPORT OF COUNCIL MEMBERS

Mr. Smith shared that several months ago he asked that the City’s Safety Committee look into the corner of Pingree and Clearview for a potential stop sign. A couple weeks ago he noticed several speed identifiers and he was not sure if that was looked at or connected in some way. Mr. Greeson replied there was not a specific update, but one would be provided next week.

Mr. Robinson stated that he makes his comments with great hesitation because the Community Garden has been discussed enough recently. However, he is compelled to
say something after receiving an email from Lynda Chambers who is the previous director of Parks and Recreation expressing her dismay about the last meeting and some of the public testimony that mischaracterized the origins of the Garden. He wanted to cite some background information into the origins of the park for the public record. The testimony from the 21]\textsuperscript{st} read, “The City Council has never done anything with the garden, they have had nothing to do with it...She [Lynda Chambers] wanted to avoid going to Council and the pushback that would potentially come from the neighbors.” In fact in 2009 Ms. Chambers, at the recommendation of Mr. Greeson, asked that the Garden be an information item on the agenda at the September 8\textsuperscript{th}, 2009 meeting, and Ms. Chambers then presented at that meeting about the Garden. Four of the Councilmembers responded in the minutes, all affirmatively. The Garden was brought before Council and it was done in due process and full eyes of the public.

Ms. Michael reported that she attended the Worthington Partnership merchants meeting and came away with a few interesting items. She mentioned the proposed ballot initiative on electric aggregation and they were asking if the businesses in downtown Worthington would be or could be included in that. She asked if when moving forward with public information it would be beneficial to include our businesses who may be interested in participating in electric aggregation. It could help some of them make good business decisions. There is also going to be another Partnership event called Craft Crawl and it would involve craft beer and crafts, similar to the chocolate walk. Other than that business owners appear to be quite happy with everything going on within the City. Mr. Robinson responded that in regards to the criteria about small businesses and electric aggregation, he spoke to Rich from Energy Alliances and he said that one of the chief criteria was that if the business uses less than 700,000 kilowatt hours per year they would qualify.

**EXECUTIVE SESSION**

**MOTION**

Mr. Smith moved, Mr. Myers seconded a motion to meet in Executive Session to discuss land acquisition, Boards and Commissions, and pending litigation.

The clerk called the roll on Executive Session. The motion carried by the following vote

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<td>Foust, Dorothy, Smith, Myers, Robinson, Kowalczyk, and Michael</td>
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Council recessed at 8:56 p.m. from the Regular meeting session.

**MOTION**

Mr. Smith moved, Mr. Robinson seconded a motion to return to open session at 9:08 p.m.

The motion carried unanimously by a voice vote.
ADJOURNMENT

MOTION

Mr. Foust moved, Mr. Myers seconded a motion to adjourn.

The motion carried unanimously by a voice vote.

President Michael declared the meeting adjourned at 9:08 p.m.

___________________________________
Clerk of Council

APPROVED by the City Council, this 18th day of June, 2018.

______________________________
Council President
CALL TO ORDER – Roll Call, Pledge of Allegiance

Worthington City Council met in Regular Session on Monday, June 11, 2018, in the John P. Coleman Council Chambers of the Louis J.R. Goorey Municipal Building, 6550 North High Street, Worthington, Ohio. President Michael called the meeting to order at or about 7:30 PM.

ROLL CALL


Member(s) Absent:

Also present: City Manager Matthew Greeson, Assistant City Manager Robyn Stewart, Director of Law Tom Lindsey, Director of Finance Scott Bartter, Director of Service & Engineering Dan Whited, Director of Planning & Building Lee Brown, Director of Parks & Recreation Darren Hurley, Chief of Fire & EMS John Bailot, Clerk of Council D. Kay Thress

There were three visitors present.

PLEDGE OF ALLEGIANCE

President Michael invited all to stand and join in reciting the Pledge of Allegiance to the flag.

REPORTS OF CITY OFFICIALS

Discussion Item(s)

- Small Cell Technology in the City’s Right of Way

Mr. Greeson thanked members for the opportunity to talk about Small Cell Technology. This is a classic Committee of the Whole topic as it is an important topic in the life of the City that staff would like to present in a workshop format because we need your questions and input. Assistant City Manager Robyn Stewart and Lindsay Miller of ICE Miller, who
is outside counsel for us and other communities on this topic will be the primary presenters tonight. Ms. Stewart, Mr. Lindsey and representatives from our Service & Engineering Department and other departments have been working diligently since the state law passed to prepare the materials that members will be reviewing this evening. He complimented them for their very hard work in trying to respond to the imposing deadlines that have been before us on this issue. He invited Ms. Stewart to present.

Ms. Stewart stated that the draft of the Small Cell Technology in the Right of Way document that she will overview tonight was included in the agenda packet. It is a pretty technical issue with many concepts involved. There are also many nuances in federal and state law that we have to work within. Unless you are particularly interested in this topic it may not be the most exciting to delve into so we know it can be a little tedious to get through. However it is an important topic as this technology is something that is coming and in some cases already installed around the region and we expect to see many more. It is tied to wireless carriers and the cell service and the ability to handle all of the data demand, the expectations for speed and access, and the connectivity that our residents and businesses are interested in achieving. So we know this is an important service and that people in Worthington are going to want to have access to it but we also know that it is important to think through how it is rolled out and what we are going to see and experience in our right of way. That is really the heart behind why we are talking about this issue tonight.

Ms. Stewart began her PowerPoint presentation with some background on the topic.

**Small Cell Technology**

- Used by cellular phone carriers to enhance the coverage and capacity of their services
- Antenna that fits in an enclosure not more than 6 cubic feet in volume
- Associated equipment cumulatively not more than 28 cubic feet in volume
- Height may be up to 40 feet tall
  - In some areas, City can limit new poles to 35 feet
  - Attachments to existing poles can be limited to no more than 5 additional feet

Ms. Stewart added that in talking with people associated with the industry, many believe that as this technology evolves the size of the equipment may get even smaller while still obtaining the same objectives.

Mr. Robinson asked if the enclosure is to be six cubic feet in volume as opposed to the antenna itself. Ms. Stewart replied that it is the antenna and the associated equipment needs to fit within something that is six cubic feet in volume.

When asked by Ms. Dorothy about how tall City poles are, Mr. Whited replied that most utility poles are about 30 to 35 feet. Mast arms are slightly less than that in most cases.
Examples of small cell equipment on poles:

Ms. Stewart shared that the reason this is being presented now is because we have a new state law that resulted from negotiations between a group of individuals and entities representing Cities that negotiated with the major wireless carriers from the industry around the deployment of this and language in the state law.

**State Law**

- Recently passed HB 478 set new state law regarding the deployment of small cell technology in municipal right of way
- New law goes into effect at the end of July
- Cities are required to permit small cell facilities installed by one of the four major cell phone companies in the right of way
- Within the constraints of federal and state law, cities can establish design guidelines to influence and manage the small cell facilities

Mr. Stewart invited Lindsay Miller to provide a sense of the legal environment in which we work and also some of the background of how we got here with the state law.

Ms. Miller shared that there are numerous states around the country that already have or are considering some form of small cell legislation. In the fall of 2016 we were among the first because private industry (the four main cell carriers: AT&T, Verizon, Sprint and T Mobile) and the tower companies and the wireless entities (CTIA) worked with the Ohio state legislature to pass what was Senate Bill 331. That bill was highly restrictive on what cities could do in terms of the placement, the aesthetics and the fees they could charge for small cell facilities. Although the bill was passed, it resulted in litigation. Five law suits were filed across the state of Ohio. There were fifty plaintiffs in Franklin County. ICE Miller represented those plaintiffs and we were successful in Franklin County. That led to the bill being renegotiated, which turned into House Bill 478. That will is different because it was done in negotiation with private industry. The cities that were involved in the suit sat down with the carriers and we renegotiated legislation that passed both chambers in
the spring of 2018. The bill was signed by the governor and goes into effect August 1st. That bill does account for some of the federal guidelines that are already in place regarding small cells so that we don’t have to continually refer back to one or the other.

Ms. Stewart reported that she is going to go through the concepts that are in the draft Design Guidelines. There is a great deal of information here. She plans to move through them fairly quickly but if members have questions, she encouraged them to let her know so that they can be discussed. Staff is not asking for a vote tonight as we are still receiving comments from the industry because we are curious as to their reaction since they know this technology better than we do. We wanted to understand their reactions to what we are suggesting in the Design Guidelines and how that might impact roll out in our community. We also want to be able to take Council comments as well as any public comments into account when developing additional legislation. While they are still developing, given the timeline for having this in place, staff wanted to begin briefing members on this topic.

Ms. Stewart noted that these guidelines relate specifically to the City’s right of way. In addressing Ms. Michael’s question about the use of City owned facilities, Ms. Stewart stated that they do not fall within this because they are not right of way, however we can choose to make those available if they would serve a purpose.

Draft Design Guidelines

• Developed by considering:
  – New state law
  – Examples from other cities, in and outside Ohio
  – Characteristics of Worthington
  – Advice from legal counsel

There are Thirteen Sections in the Guidelines as follows:

Section I: Purpose

• Guidelines relate to siting, construction, installation, collocation, modification, relocation, operation and removal of small cell technology
• Goals:
  – Uniform standards and criteria
  – Enhance deployment of the technology to benefit residents, businesses and visitors
  – Preserve Worthington’s character
  – Ensure compliance with health and safety regulations
  – Comply with applicable state and federal laws

When asked by Mr. Robinson how many towers we are talking about, Ms. Stewart replied that we do not know how many will be needed. There are four carriers that are not required to be on the same pole. Under federal law we can’t just prohibit them from serving an
area. We can influence some of what they do and in some ways have some control under state law but in many ways it is trying to influence and negotiate on the roll out of them. The companies are not revealing their full plans and she doesn’t think they know their full plans. They see this technology as critical for the roll out of 5G but they are all still working through how they are going to roll out 5G technology.

Mr. Robinson wondered what tower covers what geographical area. Ms. Stewart shared that Verizon has already reached out and started an informal conversations about wanting to install some in our community. She gets the sense that height makes a difference, how far up they can get and then whether they need omni directional, in all directions or whether they have something more direction oriented because of some specific need they are trying to address in a certain situation. So she doesn’t know that one can say a small cell facility is going to cover an “x” amount of area. Ms. Miller agreed that the exact geographic coverage is unknown at this point. What is going on is the concept of densification. The analogy that is used is that of a flashlight. If you hold a flashlight above the ground, the higher you go the wider the light but the dimmer the beam becomes. What these small cell facilities need in order to provide 5G service are infrastructure that are closer together to maintain signal strength. It is as if the light of the flashlight stays bold the entire time because of the wavelength that it travels on. That is why it is different from macro towers which have a wider coverage umbrella but is not as strong a signal strength. Because we are not quite there with 5G yet, we don’t know but the infrastructure that providers are trying to get out within communities is to prepare for this coming 5G revolution.

Section II: Definitions

- Many of the definitions mirror those in state law
- Small Cell Facility: Antenna and associated wireless equipment that meet sizes specified in state law
- Wireless Support Structure: Pole, including street light pole, traffic signal pole, utility pole and a 15’ or taller sign pole
- Collocation: Install, mount, maintain, modify, operate or replace wireless facilities on a support structure
- Toll: Pause or delay in the required time period

Section III: Requirement to Comply

- Placement or modification of small cell facility and/or wireless support structure shall comply with these guidelines
- Operators and permittees must comply with the City’s Right of Way Regulations (Codified Ordinances Chapter 949)
Section IV: Application

Ms. Stewart commented that this section is actually longer than what is highlighted below as it outlines all of the requirements for application materials. She wasn’t going to cover all of that this evening but would be happy to address questions. She noted that staff may pull the application section out of the guidelines and make it a separate document.

When asked by Mr. Robinson if we are able to vary the application fee, Ms. Stewart replied that the $250 is the most that we can charge under state law. We can charge less but not more. She clarified that the fee can be charged for each facility that is installed at a maximum of $250 per application. Ms. Miller added that there is also an annual fee of $200 if they collocate on City infrastructure in the right of way.

When asked by Ms. Dorothy how the City will find out if they abandoned anything, Ms. Stewart replied that language has been included in the guidelines around abandonment. If they are abandoned they have to be removed after a certain timeframe but realistically it will be very difficult absent them telling us they have abandoned them.

- Pre-application Conference is required
- Application materials and requirements are spelled out in the guidelines
- Application Fee: $250 per small cell facility
- Timeline for Review
  - As required by state law:
    - 90 days for collocation, replacement of modification of a small cell facility
    - 120 days to construct, modify or replace a wireless support structure
- Tolling of Timeline
  - City will comply with tolling under state law:
    - Mutually agreed
    - Incomplete application
    - More than 15 requests within 30 days

Section V: Locations

- Most Preferable Locations
  - Industrial Areas
  - Highway Rights of Way
  - Retail & Commercial Areas
- Strong Preference for Collocation
- Least Preferable Locations
  - Residential Areas
  - Parks
  - Historic District
  - Architectural Review District
Mr. Robinson commented in thinking about ways to incentivize them to locate in these areas, he asked what flexibility we have to constrict the maximum height. Can we offer them a higher pole if they were to locate in an industrial area or not? Ms. Stewart replied that the City does have the ability to offer higher poles. We have indicated in our guidelines what state law requires us to do, which is the 40 feet except in some areas it is 35 feet or 5 feet above the existing pole they are using. If they find that they have low service and they need to address their service in Old Worthington, putting something out in the industrial area isn’t going to help them serve Old Worthington as they will not get that kind of coverage from it. We recognize that we can’t prohibit them from serving an area under federal law. We have to allow them in but we have kind of said if these are in the areas where you can achieve your service objectives, these are our preferences.

When asked by Mr. Robinson if there is any possibility of coordinating with the schools, Ms. Stewart agreed that we can work with them although that is not right of way so it doesn’t fall within this state law. But we can try to offer up alternative locations or alternate property particularly if it is publicly owned and see if it would work for them.

- Order of Preference for Wireless Support Structures
  - Existing Utility Poles

Ms. Stewart noted that there are numerous AEP poles along S. High St. If those would work for their small cell facility, we would like for them to evaluate those first. There are some limitations to attaching closely to electric lines, particularly if they have higher powered electric lines as they could create some interference with their signal. But we would like for them to first consider the privately utility poles.

  - Non-Ornamental Municipal Service Poles
  - New Poles
  - Ornamental Municipal Service Poles
  - Sign Poles (15 feet or taller)

Ms. Stewart noted that City staff doesn’t believe we have any sign poles over 15 feet in the City right of way that are municipally owned so we don’t think they will be an option.

Section VI: Alternate Locations

- City can propose an alternate location for a new wireless support structure within
  - 100 feet of the proposed location, or
  - A distance equivalent to the width of the right of way, whichever is greater
- Operator shall use the alternate location if operator has right to use on reasonable terms and conditions and there are not technical limits or additional costs
Section VII: Placement

Ms. Stewart stated that she has a great deal of information outlined on these slides for Section VII and will not touch on all of it but if members have questions as she goes through the information let her know.

• Should not obstruct, impede or hinder usual travel or public safety
• Should not obstruct legal use of right of way by other utilities
• Must have concealed cable connections, antenna mounts and other hardware
  – Service lines undergrounded whenever feasible
  – Excess fiber optic or coaxial cables shall not be spooled, coiled or otherwise stored on the pole except within an approved enclosure
  – Above ground conduit on wood poles must be as small a possible and finished in zinc, aluminum or stainless steel or colored to match those finishes
• Placed, as much as possible, in line with other utility features
• Ambient noise suppression may be required if likely to impact adjacent residences or businesses
• Ground Mounted Equipment
  – Maximize line of sight at street corners and intersections
  – Cabinet or shroud must contain all equipment other than antenna
  – Cables & conduits routed directly through metal pole & undergrounded between pole and ground-mounted cabinet
• Pole Mounted Equipment
  – Installed as flush to pole as possible, protruding no more than 2’
  – Installed at least 8’ above ground (16’ if necessary to protect the public and vehicular traffic)
  – On metal poles: strapped with steel banding strips, colored to match the pole
  – On wood poles: bolted or strapped with steel banding strips
  – All equipment other than antenna must be concealed in an equipment cage colored to match the pole, if metal, or brushed aluminum, if wood pole
  – Electric service: When a meter is necessary, shall use smallest, least intrusive meter available
• Undergrounded Equipment Vaults
  – May be required in some areas
• Existing wireless support structures
  – Antenna may be collocated at the top, but shall not increase height by more than 5’
• New wireless support structures
  – Overall height limited to 40’
– Or 35’ in areas with no utility poles taller than 30’ and maximum allowable height for building construction is 35’ in height
– Discourage more than one per block
– Won’t approve more than one per 250’ on each side of street unless prevents wireless service
– Competing requests: priority given to first request received
– Align, as much as possible, with centerlines of existing poles
– May require metal pole rather than wood pole based on location – No new wood poles in Architectural Review District
– Specify footings & foundations for new poles
– New metal poles must be hot-dip galvanized steel or other corrosion-resistant material and painted black
– City may require functional streetlights or brackets for flower planters, flags and/or banners

• City-Owned Wireless Support Structures
  – Require a load analysis
  – May not use City’s power source
  – Must not interfere with the existing uses on the pole
  – Installation on sign poles limited to poles 15’ or taller
  – City may reserve space for future public safety or transportation uses documents in an approved plan

Ms. Dorothy, going back to the bullet on sound asked what kind of sound will we hear from these facilities? Ms. Stewart replied that macro sites can have significant sounds because of the generators associated with them. These will have a much lower sound profile and in some case may not have much of any sound. Ms. Miller agreed. She noted that a small cell facility located near her home does not seem to emit any sound. That is not to say that they couldn’t but it would be significantly lower than any macro site.

Ms. Dorothy just wanted to make sure we have enough language in there that we can require noise suppression if necessary. She is not sure the current language is strong enough that something can be done if we have a noise issue. Ms. Stewart replied that some of that would be dictated by state law. We have authority to have requirements around color and aesthetics features. There are other areas where we have less authority and we are really just trying to influence. Ms. Miller shared that noise falls under welfare of the public and we can look at restrictions on sound. She added that there has been a great deal of discussion with industry trying to understand the technology. She thinks it is a question we can pose directly in terms of what the sound levels will be. She thinks the language can probably be strengthened if need be.

When asked by Mr. Myers if we can require to collocate with more than one carrier, Ms. Stewart replied no. She sensed that they were pretty adamant that they did not want to be forced to collocate with one of their competitors. In response to Mr. Myers’ question about whether we can require screening on ground mounted equipment, Ms. Stewart replied that falls under aesthetics and there is language around screening and concealment in the
guidelines. We certainly can influence and in some instances require screening. Mr. Myers shared that we require homeowners to screen their air conditioners. We should be allowed to have our private entities screen their boxes.

Section VIII: Undergrounding

- City may deny requests for areas where City has required all structures and facilities other than those owned by the City to be placed underground or elsewhere in the right of way or a utility easement.
- Applicant may request a waiver if it is unable to achieve its service objective elsewhere in the right of way, in a utility easement or other location made available by the City at reasonable rates, fees and terms.

Mr. Myers asked if that means we can keep them off of the Village Green. Ms. Stewart replied that the Village Green is right of way so we have pretty strong language in the guidelines around the Village Green. But if they can’t achieve their service objective by not being on the Village Green or on that right of way, then we can’t exclude them.

Ms. Michael stated that she believes this is a case where state law is in conflict with local law because our Charter states that nothing can be on the Village Green without six of the seven Council members voting in favor to do so. She questions how this can be done. Ms. Stewart reported there being language in these guidelines around the Village Green section that indicates that we will even be open to having their placement on other City property in the area in order to avoid having them on our Village Green. Those locations include our parking lots, our buildings like the Griswold and the Kilbourne building. We are not required under state law to offer those but the staff had viewed it as an alternative to placing them on the Village Green.

Mr. Foust shared that if possible, he would still like to know more about the range of these small cell towers. Mr. Myers agreed that it would be nice to know more about the technology itself. He asked if the technology is even ready to roll out as 5G isn’t here yet; it is just in development. Mr. Lindsey explained that the concept of 5G is simply a concept. It is the next generation that has yet to be developed. Even when we talked to industry representatives at the local level, they don’t know what it is going to be. Carriers will utilize this law to enhance their 4G capability. This is gap fill for the current system. They will want towers where they have coverage issues or capacity issues. Verizon has already spoken with staff on this topic. Mr. Myers concluded that these facilities will work with 4G technology as well. Mr. Lindsey agreed. This allows facilities on a pole in a city’s right of way. There is nothing in the legislation that says it can only be used for 5G.

Mr. Lindsey remarked that on the question of the range, we really don’t know what the 5G range will or won’t be. It is essentially line of sight technology so the higher up the more you get. But as Ms. Miller alluded to, the focus of the beam is important. So while they won’t tell us how many we might have, it is certainly not inconceivable that at some point in time it could be one per block. We have set forth a 250’ preferred distance between support structures. The fact that they asked about and questioned a distance of whether...
300 or 250 suggests they are at least wanting the flexibility of locating them even closer than that.

Ms. Miller added that there are certain instances in which we can also require them to replace our poles with a pole that looks however we want it to look but also incorporates their small cell technology. So that is also an option in certain instances. Ms. Michael concluded that we could ask them to install a “Worthington pole” to which Ms. Miller agreed.

Ms. Stewart shared that because of the sensitivity of the Village Green staff has also talked about the traffic signals at SR-161 and High and possibly collocating on poles that are already there.

Section IX: Aesthetic Requirements

- Concealment
  - Prefer new wireless support structures be camouflaged except in industrial areas
  - Small cell facilities must be concealed as much as possible in an equipment cabinet
  - Equipment enclosures shall be as small as possible
  - May include landscaping and/or strategic placement
  - Underground vaults shall minimize disruption to street trees

Ms. Michael noted that the City is spending thousands of dollars on our wayfinding signage and part of that looks at pole color. She asked if we can require the pole to be a certain color to match the other poles. Ms. Stewart and Ms. Miller both replied yes.

- Colors
  - Match the background of any wireless support structure the facilities are located upon
  - Conduit on wood poles: zinc, aluminum, or stainless steel or colored to match those metal finishes
  - Ground mounted cabinets: brushed aluminum

- Signage: Operator shall post its name, location identification, and emergency telephone number using a sign not more than 4” x 6” on the cabinet or at the base of the pole
- No illumination except in compliance with state or federal regulations or if integral to camouflaging strategy
- No unnecessary equipment manufacturer decals or advertisements
- Passive cooling systems in residential areas. When fan needed, low noise profile fan.

Ms. Stewart added that the group would go back and review the noise section.
Section X: Aesthetic Requirements

• Old Worthington
  – When collocating on ornamental black traffic signals, preferred spot is on pole without street signs, at top of vertical pole, immediately below the finial

When asked by Mr. Robinson how tall the traffic signal pole is on the right, Mr. Whited replied that they are 18’ to 25’. Mr. Robinson then asked if one of these companies would be able to extend the installation 35’ into the air. Ms. Stewart replied that they can only add 5’ onto an existing poles. We encouraged them to look at the poles without the street signs as that is the location in which we would prefer the cell be attached.

  – Strongly discourage use of ornamental green streetlights
    • Use only if no other options exist
    • Light fixture must be located at the top of the pole
    • May not interfere with attachment of flags, hanging planters and/or banners

When asked by Mr. Foust if the cell provider would have the option to approach the owner of that building and install half way back on their roof, Ms. Stewart replied that they could ask but her sense is that they are not crazy about negotiating and having multiple separate agreements with individual property owners. It is much simpler for them to come into the right of way and deal with one city rather than multiple property owners.

  – New wireless support structures more than 20’ in height, shall match the design of the ornamental black traffic signals
  – New wireless support structures less than 20’ in height shall match the ornamental green streetlights
  – Along High Street between Village Green Drive South and South Street, operators should look to the rear of properties
    • City will consider requests to locate on other municipal property such as parking lots in this area

• New Support Structures Outside of Old Worthington
  – High Street, Granville Road, Wilson Bridge Road, Old Wilson Bridge Road
    • Match ornamental black poles at High Street and Wilson Bridge Road

When asked by Ms. Michael if we are just requiring the poles to be painted black or are they to be a black pole with the texture of the other poles at those locations. Ms. Stewart
replied that they have to be that pole. We will be providing that name and model number.

- Olentangy River Road, Linworth Road, Huntley Road, Proprietors Road, Schrock Road
  - May be wood or metal
- Residential Areas
  - Should be located at a corner, intersection or along a lot line
  - Should be located in the yard location where other overhead utilities are located unless not technically feasible

Mr. Myers shared that he has a City light pole located in his yard and there is an easement. It is his property but it is subject to an easement given to AEP to run their power line pole. He asked what the status is of that light pole. Ms. Stewart replied that our preference would be to locate on the private utility poles. Since it is in an easement instead of a right of way she would look to the two attorneys for comment. Mr. Myers contends that it is a public pole in his yard and the only reason it is there is because he has granted an easement but he has not granted an easement to Verizon or Sprint. He asked if they could locate on a pole like that because that is the way many neighborhood poles are. Mr. Lindsey replied that it comes down to the definition. The state's statute of the public way, which includes public easement, the question becomes is that a public easement granted to the municipality or one granted otherwise to a public utility and he doesn’t have that definition right in front of him. It would come down to the question of how the state defined it. The state was very willing to allow this industry to utilize the public right of way. It is now a question of what did they define to be included in that. Mr. Myers stated that he didn’t necessarily need an answer but was curious.

- Village Green
  - Small cell facilities and/or new support structures should not be located here
  - City will consider requests for location on other municipal property in this area

Section XI: Installation and Inspection

- After permit granted, shall complete within 180 days
  - May be extended, but not beyond 360 days after permit issuance

Ms. Michael stated that if something is granted, is there a period of time in which they begin and end construction. She would hate to see something that has half of a pole sitting around for a year. Ms. Stewart replied they have 180 days from the time the permit is issued so it is not counted from the time they begin the installation. That can be extended under certain situations but it is not to exceed 360 days. Mr. Lindsey added that the half pole issue is always about the transferring of existing, usually wired, telecommunication providers off of the AEP pole onto the new pole.
Ms. Miller shared that there is not a start timeline that is prescribed under state law but she doesn’t think that it would be unreasonable for the city of Worthington to include some sort of metric in terms of how quickly they would like construction to start. Ms. Stewart concluded that in addition to when they have to complete, we would add when they have to start.

- Applicant must obtain a Right of Way Work Permit
- Streets, alleys and other public places where work is done must be left in as good condition or repair as before such work commences and to reasonable satisfaction of City

**Section XII: Interference with Operations**

- Small cell facility shall not interfere with the public safety radio system or traffic signals
  - Operator must eliminate any interference that occurs

**Section XIII: Removal, Replacement, Maintenance, Repair**

- Replacement of Municipal-Owned Support Structure
  - City may require replacement or modification at operator’s cost if necessary for collocation
  - Replacement must accommodate space reserved for future public safety or transportation uses
- Removal or Relocation for City Project
  - Operator shall remove and relocate at operator’s sole expense to accommodate construction of a City public improvement project
  - If not done within 120 days of City’s notice, City may remove at operator’s expense

Mr. Foust asked if that would include if that pole goes away, say if utility lines were buried. Ms. Stewart replied that if it is an area that wasn’t underground but is going undergrounded, she thinks the state law said that the undergrounded area has to be designated 30 days before they apply. Ms. Miller agreed that the area has to be designated for undergrounding but it is not just from the date of designation, it is actually from the date all utilities have actually been required to move underground.

Ms. Michael knows that when Ville Charmante was developed it is all underground wire. If there is going to be the development of something like UMCH property, if we have an underground utility requirement then whenever that is developed that is when the undergrounding would go. Mr. Lindsey replied that the state law requires that we designate those areas for which undergrounding is required but those areas have to be everything underground. The designation of that has to be in advance of their making application. So the timing of when you designate and when they make application runs into the potential problem of them making application prior to the designation.
Ms. Michael questioned whether poles/cell facilities were permanent. If by chance Verizon installs a facility in the middle of the UMCH property and then later it is decided that the entire UMCH property is going to be underground for all utilities, does the Verizon pole remain forever or is there a chance that during redevelopment it could go away. Mr. Lindsey invited Ms. Miller to address how the state statute might deal with that. Ms. Miller stated that she would recommend that if there is an area that has the potential of saying that all utilities have to go underground and actually requiring them to go underground, then putting that in some sort of writing as soon as possible is important because as is indicated, it is from the date of application. So if hypothetically on August 1st Verizon or another provider came in and applied for an area that has not be designated for undergrounding nor moved everything underground, they could potentially have an argument that they could stay above ground.

• Removal Required for Safety & Imminent Danger
  – City can require operator to disconnect, remove or relocate if City reasonably determines necessary to protect public health, safety, welfare or City property or operator failed to obtain applicable licenses, permits and certifications
  – City may immediately disconnect, remove or relocate if City Manager reasonably determines an imminent danger to the public

• Removal/Abandonment of Facilities
  – Operator must remove abandoned facilities within earlier of 60 days of abandonment or within 60 days of written notice by City
    • Work permit required for removal
  – City may allow the wireless support structure to remain in the right of way and coordinate transfer of ownership to the City

• Restoration
  – Operator shall repair any damage to right of way, facilities and/or property of any third party within 10 calendar days of removal or relocation

General Provisions

• As-Build Maps and Records
  – Operator must maintain accurate maps and records
  – Operator must provide a cumulative inventory within 30 days of City’s request

• Generally Applicable Health & Safety Regulations
  – All small cell facilities and wireless support structures must maintain compliance

• Tree Maintenance
  – Operator must obtain written permission from City before trimming trees
  – On private property, Operator must obtain written permission from property owner
  – City may supervise the trimming
• Graffiti
  – Must be removed not later than 14 calendar days from notice

• Minor Technical Exceptions
  – City may grant deviations when need arises from circumstances outside applicant’s control

• Waivers
  – If applicant asserts strict compliance with these guidelines effectively prohibits the provision of personal wireless service, City may grant exemption

Next Steps

• Staff has shared these draft guidelines with industry representatives and is considering their comments
• Staff will prepare legislation to be brought back to City Council for consideration

Ms. Stewart shared that members will see a couple of different forms. One, we are looking at some enabling legislation in the code. We are thinking of bringing the guidelines back to be adopted by Resolution by City Council. As mentioned earlier, the application language may be shifted to an application packet. Staff is contemplating whether that is something that we could grant authority to the City Manager or the Director of Service and Engineering in terms of spelling out what is required on the application forms. That is what we are looking at all with the intent of having this effective by the end of July in advance of the state law going into effect.

Mr. Robinson asked if we will be able to identify which company erects and owns which towers. Ms. Stewart replied that provided they get a permit, which they are not allowed to install without one, yes we will know which company installs where. In fact we have been talking with Mr. Whited’s staff about tracking that in the GIS system because when you get into our application section, we want to see in their application materials other small cell facilities that are in the vicinity of where they are proposing to be. One of the comments we received from the industry is, well how do we know if there is stealth technology used and you can’t just identify by readily looking, how will they know where their competitors facilities are because that is not necessarily something they voluntarily share with each other. If we are tracking that in our GIS system, it should be a pretty good record of where things are located. Mr. Robinson commented that an average citizen looking at a pole will not be able to tell whose it is. Ms. Stewart replied that there should be a little not to exceed 4” x 6” sign on it that has the emergency contact information as well as the company. We have specified that to go on the equipment cabinet. If at some point in the future they don’t need the equipment cabinet, we said it should go on the base of the pole.

Mr. Robinson shared that he is not inured to these violations of home rule like some of his senior colleagues here but he finds this to be a grotesque violation of the principal of self-determination. If the technology is so compelling, he would think voters and elected officials would be falling over themselves to invite this into their communities. The idea
the towers can be erected in our historic district along N. High St. where we have spent a lot of money to bury wires and so forth, he finds outrageous. Mr. Myers commented that this is the same old story. He has been fighting this since he came on Council.

Ms. Michael shared that she is sad. It is better than what 331 was but it still disrespects home rule and the ability of communities to be able to plan for their own good. She did thank the people from COMMA (Central Ohio Mayor Managers Association) and the cities who worked as hard as they could with the industry to try to bring a compromise bill because this is significantly better than 331.

Mr. Lindsey expressed his appreciation for the efforts of Ms. Miller’s colleague, Greg Dunn, who is a Worthington resident and longtime telecommunication advisor to the City who fought hard to try to get some of these provisions in that allow us some ability to at least effect some aspects of the installation.

Mr. Robinson asked if anyone knows how our elected officials voted on this legislation. Ms. Michael reported that Senator Kunze voted in favor of it. Mr. Greeson reported that Representative Duffey voted against the original bill. He thinks they all voted in favor of the final compromise bill because the cities worked with the industry. Ms. Michael added that the voting in favor of 331 was just unbelievable and it came in lame duck session.

Mr. Myers shared some history of the issue that involved Judge Frye and the single subject argument, which we won. He thinks this is the best we could get and please vote it off before it gets worse.

Ms. Miller reported that Representative Duffey was actually listed as a co-sponsor on House Bill 478 as were many local representatives because of the reasons that have been mentioned here. It was seen as a compromise between municipalities and industry and the concern that was just raised. The single subject issue about bestiality and small cells being in one bill would simple be remedied and that new legislation would come through in short order as it did in lame duck. So this was the attempt to reach somewhat of a middle ground. She asked to make a comment on how much time and effort and diligence and thought members of the city of Worthington staff have put into protecting as much of the aesthetics for this community as they can under the law. Ms. Michael added her thank you to all who worked on it.

Mr. Greeson added that internally Mr. Brown, Mr. Whited, Rob Wetmore, and Mr. Lindsey all served on a committee led by Ms. Stewart. In recent months it has been a weekly endeavor to come up with what members went through tonight. He added his compliments for their effort. Ms. Stewart believes they had eight to ten weeks of meetings to develop this document.
Policy Item(s)

- Liquor Permit Transfer – Blarney Stone Investments LLC

Mr. Greeson remarked that this item was added to this agenda because of a timeline for answering these notices.

Mr. Myers commented that in light of the award that was given out last week he would make a motion.

MOTION

Mr. Myers moved, Mr. Foust seconded a motion to not request a hearing on the liquor permit transfer request by Blarney Stone Investments LLC.

There being no additional comments, the motion carried unanimously by a voice vote.

Mr. Greeson shared the following items:

- A Memorandum was distributed this evening and he requested that members review it in preparation for discussion, probably next week.
- Parks Director Darren Hurley has requested a few minutes to touch on some information he distributed regarding our Bike and Pedestrian Master Planning process that is launching soon.
- He requests a quick Executive Session to discuss security plans.

Mr. Hurley reported that he placed a Memo at members’ places this evening to provide a heads up of the Master Planning process for bike and pedestrian activity that has been going on for a little bit. We have been under contract and staff has been engaging with our primary consultant, Blue Zones LLC in kind of an organizational fashion trying to get the process outlined and underway. This week, in town we will have our first in person visit with representatives of the company. He outlined the plans for their visit and added that he just wanted to let members know that there will be some activity in town this week. It will be a little more behind the scenes but that process is getting up and running. Ms. Michael stated that it sounds exciting.

REPORT OF COUNCIL MEMBERS

Mr. Smith requested that Board and Commission appointments be added to the Executive Session.

Mr. Myers asked for feedback on the LimeBike roll out. He reported there being numerous bicycles in neighborhoods for an extended period of time, which was one of our concerns when the pilot project was approved.
Ms. Dorothy wanted to make sure that members received an invitation to the Cemetery Board open house at the Ozem Gardner property on Monday before our Council meeting. That is just a walk thru of the property. Tuesday is an open house when they will be providing information and receiving feedback from the public. She also thanked everyone on staff for a great Gary Smith Classic. Ms. Kowalczyk echoed Ms. Dorothy’s thanks to staff.

EXECUTIVE SESSION

MOTION

Mr. Smith made a motion that was seconded by Mr. Foust to meet in Executive Session to discuss security arrangements and Board and Commission appointments.

The motion carried by unanimously by a roll call vote:

Yes 7 Robinson, Kowalczyk, Dorothy, Myers, Foust, Smith, and Michael

No 0

Council recessed at 8:46 p.m. from the Regular meeting session.

MOTION

Ms. Dorothy made a motion, seconded by Mr. Smith to return to open session at 9:00 p.m.

The motion carried unanimously by a voice vote.

ADJOURNMENT

MOTION

Mr. Robinson made a motion, seconded by Mr. Myers to adjourn.

The motion carried unanimously by a voice vote.

President Michael declared the meeting adjourned at 9:00 p.m.

___________________________________
Clerk of Council

APPROVED by the City Council, this 18th day of June, 2018.

______________________________
Council President
STAFF MEMORANDUM
City Council Meeting – June 18, 2018

Date: May 25, 2018

To: Matthew H. Greeson

From: Scott F. Bartter, Finance Director

Subject: Ordinance No. 28-2018 Appropriation - Law Enforcement Trust Fund

EXECUTIVE SUMMARY
This Ordinance appropriates $16,000 from the Law Enforcement Trust Fund to obtain services that will result in a comprehensive update to the Police Department’s internal policy and procedures manual.

RECOMMENDATION
Approve as Presented

BACKGROUND/DESCRIPTION
The Chief of Police has requested an additional appropriation from the Law Enforcement Trust Fund to obtain additional services from Lexipol, a vendor that specializes in the management, updating and training of police policies and procedure manuals. This appropriation would fund supplemental publication services which will allow the Police Department to create daily training bulletins and will allow direct links to department specific procedural manuals. Additionally, Lexipol will provide standard policy cross-reference services to identify if there are any deficiencies in the existing police policies.

FINANCIAL IMPLICATIONS/FUNDING SOURCES
The City's Law Enforcement Trust Fund is a special revenue fund created as required under Ohio law to receive proceeds from the sale of confiscated/forfeited property. Funds can only be expended from this fund for law enforcement purposes as determined by the Chief of Police.

ATTACHMENTS
Ordinance No. 28-2018
ORDINANCE NO. 28-2018

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Law Enforcement Trust Unappropriated Balance.

WHEREAS, the Charter of the City of Worthington, Ohio, provides that City Council may at any time amend or revise the Budget by Ordinance, providing that such amendment does not authorize the expenditure of more revenue than will be available;

NOW, THEREFORE, BE IT ORDAINED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. That there be and hereby is appropriated from the Law Enforcement Trust Fund unappropriated balance to:

<table>
<thead>
<tr>
<th>Account No.</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>214.1414.512216</td>
<td>Training – Law Enforcement Trust</td>
<td>$16,000.00</td>
</tr>
</tbody>
</table>

Total All Funds $16,000.00

SECTION 2. That notice of passage of this Ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the Ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This Ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed ________________

President of Council

Attest:

__________________________
Clerk of Council

__________________________
Introduced

P.H

Effective
STAFF MEMORANDUM
City Council Meeting – June 18, 2018

Date: May 25, 2018
To: Matthew H. Greeson, City Manager
From: Scott F. Bartter, Finance Director
Subject: Ordinance No. 29-2018 - Authorizing the Issuance of Bond Anticipation Notes for Sanitary Sewer Improvements

EXECUTIVE SUMMARY
This Ordinance authorizes the issuance of notes not to exceed $660,000 for costs associated with the Northbrook Relief Sewer, Kenyonbrook Trunk Sewer Improvements and the Hardy Way Sewer Relocation project.

RECOMMENDATION
Approve as Presented

BACKGROUND
With the December 4, 2017 passage of Resolution No. 72-2017, the Worthington City Council adopted the 2018-2022 Capital Improvement Program (CIP). The CIP as adopted proposed the issuance of approximately $13,385,000 in debt over the entirety of the five-year program. The Ordinance is one of four ordinances before City Council authorizing the issuance of bond anticipation notes in an amount not to exceed $4,460,000 to finance various capital improvement projects as outlined in the adopted CIP. The use of bond anticipation notes provides the City the flexibility to roll these notes into a larger bond issuance in 2019, therefore saving the City from full bond issuance costs in both 2018 and 2019.

This Ordinance authorizes the issuance of notes not to exceed $660,000 for costs associated with the Northbrook Relief Sewer, Kenyonbrook Trunk Sewer Improvements, and the Hardy Way Sewer Relocation projects (Projects #656-17 and #675-18).

FINANCIAL IMPLICATIONS/FUNDING SOURCES
Repayment of this debt will occur from the General Bond Retirement Fund. Revenue from the General Bond Retirement Fund is received primarily from a transfer from the Capital Improvement Fund, but additionally receives .17 mills of property tax (from the 5 mills assessed by the City) that amounts to approximately $110,000 annually.
ATTACHMENTS
Ordinance No. 29-2018
Certificate of Estimated Life
CERTIFICATE OF ESTIMATED LIFE AND MAXIMUM MATURITY

To: The City Council of the
   City of Worthington, Ohio

   The undersigned Finance Director of the City of Worthington, Ohio, as the fiscal officer of said City, hereby certifies as follows:

1. The estimated life of the improvements described as follows (the "Improvements") exceeds five years:

   Designing, engineering, constructing and reconstructing various sewer improvements, with related site improvements and all necessary appurtenances thereto

2. The maximum maturity of the bonds proposed to be issued to pay the cost of the Improvements, calculated in accordance with Section 133.20, Ohio Revised Code, is 40 years, provided that if notes are issued in anticipation of the issuance of such bonds, the maximum maturity of such notes is 20 years.

Dated: June 4th, 2018

Scott F. Bartter
Finance Director
City of Worthington, Ohio
ORDINANCE NO. 29-2018

AUTHORIZING THE ISSUANCE OF NOTES IN THE AMOUNT OF NOT TO EXCEED $660,000 IN ANTICIPATION OF THE ISSUANCE OF BONDS FOR THE PURPOSE OF DESIGNING, ENGINEERING, CONSTRUCTING AND RECONSTRUCTING VARIOUS SEWER IMPROVEMENTS, WITH RELATED SITE IMPROVEMENTS AND ALL NECESSARY APPURTENANCES THERETO; AND APPROVING RELATED MATTERS IN CONNECTION WITH THE ISSUANCE OF THE NOTES

WHEREAS, the Finance Director (the "Finance Director") of the City has certified to this Council that the estimated life of the improvement stated in the title of this ordinance (the "Project") which is to be financed with the proceeds of bonds and notes hereinafter referred to exceeds five years, the maximum maturity of bonds being 40 years and notes being 20 years;

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE MUNICIPALITY OF WORTHINGTON, COUNTY OF FRANKLIN, STATE OF OHIO:

Section 1. Issuance of Bonds. It is hereby declared necessary to issue bonds (the "Bonds") of the City in the principal sum of not to exceed $660,000, for the purpose of paying the cost of the Project.

Section 2. Term of the Bonds. The Bonds shall be dated prior to the maturity date of the Notes (as defined herein below), shall bear interest at the maximum average annual interest rate presently estimated to be 4.50% per annum, payable semiannually until the principal sum is paid, and shall mature in 40 annual installments.

Section 3. Issuance of Bond Anticipation Notes. It is necessary to issue, and this Council hereby determines that there shall be issued, notes in anticipation of the issuance of the Bonds.

Section 4. Various Purpose Notes Issue. It is hereby determined, that for the purposes of issuance and sale, it is in the best interest of the City to combine the Notes with other limited tax general obligations notes of the City authorized by separate ordinance of this Council. The Notes and such other notes shall be jointly referred to herein as the "Combined Notes." As used in this Ordinance, the term "Notes" shall also mean the Combined Notes, where appropriate. The Combined Notes shall be designated "City of Worthington, Ohio Various Purpose Notes, Series 2018," or as otherwise determined by the Finance Director.

Section 5. Terms of the Notes; Certificate of Fiscal Officer Relating to Terms of Notes. Such anticipatory notes (the "Notes") shall be in the amount of not to exceed
$660,000, which sum does not exceed the amount of the Bonds. The Notes shall be dated the date established by the Finance Director and certified to this Council and shall mature on such date as shall be determined by the Finance Director and certified to this Council, provided that such date shall not be later than one year after the date of issuance of the Notes. The Notes shall be issued as fully registered notes in such denominations as shall be determined by the Finance Director. Coupons shall not be attached to the Notes. The Notes shall be sold in a transaction exempt from the requirements of Rule 15c2-12 of the United States Securities and Exchange Commission.

The Finance Director is hereby authorized and directed to execute a Certificate of Fiscal Officer Relating to Terms of Notes (the "Certificate of Fiscal Officer") setting forth and determining such terms and other matters pertaining to the Notes, their issuance, sale or delivery, including without limitation the aggregate principal amount of the Notes to be issued, the dated date of the Notes, the maturity date of the Notes, the purchase price of the Notes, the specified interest rate of the Notes, authorized denominations of the Notes, the Original Purchaser of the Notes (as defined herein), and shall include such additional information as is required by and consistent with the terms of this ordinance.

Section 6. General Obligation Pledge. The Notes shall be the full general obligation of the City, and the full faith, credit and revenue of the City are hereby pledged for the prompt payment of the same. The par value to be received from the sale of the Bonds and any excess funds resulting from the issuance of the Notes shall, to the extent necessary, be used only for the retirement of the Notes at maturity and are hereby pledged for such purpose.

Section 7. Debt Service Levy. There shall be and is hereby levied annually on all the taxable property in the City, in addition to all other taxes and inside the City's charter millage limitation, a direct tax (the "Debt Service Levy") for each year during which any of the Notes are outstanding, in an amount not less than that which would have been levied if the Bonds had been issued without the prior issuance of the Notes, for the purpose of providing, and in an amount which is sufficient to provide, funds to pay interest upon the Notes as and when the same falls due and to provide a fund for the repayment of the principal of the Notes at maturity or upon redemption. The Debt Service Levy shall not be less than the interest and sinking fund tax required by Article XII, Section 11 of the Ohio Constitution.

The Debt Service Levy shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner, and at the same time that taxes for general purposes for each of such years are certified, extended and collected. The Debt Service Levy shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from the Debt Service Levy shall be placed in a separate and distinct fund, which shall be irrevocably pledged for the payments of the premium, if any, and interest on and principal of the Notes and Bonds when and as the same falls due. Notwithstanding the foregoing, if the City determines that funds will be available from other sources for the payment of the Notes and Bonds in any year, the amount of the Debt Service Levy for such year shall
be reduced by the amount of funds which will be so available, and the City shall appropriate such funds to the payment of the Notes and Bonds in accordance with law.

Section 8. Sale of Notes. The Notes shall bear interest, based on a 360-day year of twelve 30-day months, payable at maturity, at such rate per annum as shall be determined by the Finance Director and certified to this Council, provided that such rate shall not exceed 4.50% per annum. The Finance Director is authorized and directed to cause the Notes to be sold on a competitive or negotiated basis. In the event that the Notes are sold on a competitive basis, a notice of sale (or similar document) shall be published or released in the form and manner as shall be approved by the Finance Director. In accordance with the terms of such document, the Notes may be awarded and sold to such purchaser or purchasers as shall offer, in the opinion of the Finance Director, the best rate of interest on the Notes, as the Finance Director shall designate in the Certificate of Fiscal Officer.

In the event that the Notes are sold on a negotiated basis, the Notes shall be sold to such purchaser or purchasers as the Finance Director shall designate in the Certificate of Fiscal Officer.

The Finance Director is authorized and directed to execute on behalf of the City a note purchase agreement, term sheet or similar document with the purchaser or purchasers of the Notes (the "Original Purchaser") setting forth the conditions under which the Notes are to be sold and delivered, which documents shall be in such form and shall contain such terms, covenants and conditions not inconsistent with the terms of this Ordinance and permitted by applicable law as shall be approved by the Finance Director.

The Finance Director is hereby authorized and directed to deliver the Notes, when executed, to the Original Purchaser upon payment of the purchase price and accrued interest, if any, to the date of delivery. The proceeds of such sale, except any accrued interest or premium thereon, shall be deposited in the Treasury of the City and used for the purpose aforesaid and for no other purpose. The accrued interest received from such sale shall be transferred to the City's Bond Retirement Fund to be applied to the payment of the principal of and interest on the Notes, or other obligations of the City, as permitted by law. Any premium received from the sale of the Notes may be used to pay the financing costs of the Notes within the meaning of Ohio Revised Code Section 133.01(K) or be deposited into the City's Bond Retirement Fund, in the manner provided by law.

Section 9. Form and Execution of Notes; Payment of Notes. The Notes shall be executed by the Finance Director and the City Manager, provided that any and all of such signatures may be a facsimile, and shall be payable as to both principal and interest at the office of Note Registrar (as defined hereinbelow). The Notes shall express upon their faces the purpose for which they are issued and that they are issued pursuant to this ordinance.

The principal of and interest on the Notes shall be payable in lawful money of the United States of America without deduction for the services of the Note Registrar. The
principal of and interest on the Notes shall be payable upon presentation and surrender of the
Notes at their maturity at the office of the Note Registrar. No Note shall be valid or
become obligatory for any purpose or shall be entitled to any security or benefit under this
ordinance unless and until a certificate of authentication, as printed on the Note, is signed
by the Note Registrar as authenticating agent. Authentication by the Note Registrar shall
be conclusive evidence that the Note so authenticated has been duly issued and delivered
under this ordinance and is entitled to the security and benefit of this ordinance. The
certificate of authentication may be signed by any officer or officers of the Note Registrar
or by such other person acting as an agent of the Note Registrar as shall be approved by
the Finance Director on behalf of the City. It shall not be necessary that the same
authorized person sign the certificate of authentication on all of the Notes.

Section 10. Appointment of Note Registrar. The Finance Director is hereby
authorized and directed to serve as authenticating agent, note registrar, transfer agent, and
paying agent for the Notes (the "Note Registrar"), or to execute on behalf of the City a
Note Registrar Agreement with such bank or other appropriate financial institution as shall
be acceptable to the Finance Director and the Original Purchaser, pursuant to which such
bank or financial institution shall agree to serve as the Note Registrar for the Notes. If at
any time the Note Registrar shall be unable or unwilling to serve as such, or the Finance
Director in such officer's discretion shall determine that it would be in the best interest of
the City for such functions to be performed by another party, the Finance Director may,
and is hereby authorized and directed to, enter into an agreement with a national banking
association or other appropriate institution experienced in providing such services, to
perform the services required of the Note Registrar hereunder. Each such successor Note
Registrar shall promptly advise all noteholders of the change in identity and new address
of the Note Registrar. So long as any of the Notes remain outstanding, the City shall
cause to be maintained and kept by the Note Registrar, at the office of the Note Registrar,
all books and records necessary for the registration, exchange and transfer of Notes as
provided in this section (the "Note Register"). Subject to the provisions of this ordinance,
the person in whose name any Note shall be registered on the Note Register shall be
regarded as the absolute owner thereof for all purposes. Payment of or on account of the
principal of and interest on any Note shall be made only to or upon the order of that
person. Neither the City nor the Note Registrar shall be affected by any notice to the
contrary, but the registration may be changed as herein provided. All payments shall be
valid and effectual to satisfy and discharge the liability upon the Notes, including the
interest thereon, to the extent of the amount or amounts so paid.

Any Notes, upon presentation and surrender at the office of the Note Registrar,
together with a request for exchange signed by the registered owner or by a person
authorized by the owner to do so by a power of attorney in a form satisfactory to the Note
Registrar, may be exchanged for Notes of the same form and of any authorized
denomination or denominations equal in the aggregate to the unmatured principal amount
of the Notes surrendered, and bearing interest at the same rate and maturing on the same
date.
A Note may be transferred only on the Note Register upon presentation and surrender thereof at the office of the Note Registrar, together with an assignment executed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar. Upon that transfer, the Note Registrar shall complete, authenticate and deliver a new Note or Notes of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.

The City and the Note Registrar shall not be required to transfer or exchange (i) any Note during a period beginning at the opening of business 15 days before the day of mailing of a notice of redemption of Notes, and ending at the close of business on the day of such mailing, or (ii) any Notes selected for redemption, in whole or in part, following the date of such mailing.

In all cases in which Notes are exchanged or transferred hereunder, the City shall cause to be executed, and the Note Registrar shall authenticate and deliver, the Notes in accordance with the provisions of this ordinance. The exchange or transfer shall be without charge to the owner; except that the Council and Note Registrar may make a charge sufficient to reimburse them for any tax or other governmental charge required to be paid with respect to the exchange or transfer. The Council or the Note Registrar may require that those charges, if any, be paid before it begins the procedure for the exchange or transfer of the Notes. All Notes issued upon any transfer or exchange shall be the valid obligations of the City, evidencing the same debt, and entitled to the same benefits under this ordinance, as the Notes surrendered upon that transfer or exchange.

Section 11. Book-Entry System. In the event that the Notes are issued to a Depository (as defined below) for use in a book-entry system, the following terms shall have the following meanings for purposes of this Ordinance:

"Book-entry form" or "book-entry system" means a form or system under which (i) the beneficial right to payment of principal of and interest on the Notes may be transferred only through a book-entry and (ii) physical Notes in fully registered form are issued only to a Depository or its nominee as registered owner, with the Notes "immobilized" to the custody of the Depository, and the book-entry is the record that identifies the owners of beneficial interests in those Notes.

"Depository" means any securities depository that is a clearing agency under federal law operating and maintaining, together with its participants, a book-entry system to record beneficial ownership of Notes, and to effect transfers of securities, in book-entry form, and includes The Depository Trust Company (a limited purpose trust company), New York, New York.

The Notes may be initially issued to a Depository for use in a book-entry system, and the provisions of this Section shall apply, notwithstanding any other provision of this Ordinance: (i) there shall be a single Note of each maturity; (ii) those Notes shall be
registered in the name of the Depository or its nominee, as registered owner, and
immobilized in the custody of the Depository; (iii) the beneficial owners in book-entry
form shall have no right to receive Notes in the form of physical securities or certificates;
(iv) ownership of beneficial interests in any Notes in book-entry form shall be shown by
book-entry on the system maintained and operated by the Depository, and transfers of the
ownership of beneficial interests shall be made only by the Depository and by book-entry;
and (v) the Notes as such shall not be transferable or exchangeable, except for transfer to
another Depository or to another nominee of a Depository, without further action by the
Council. Debt service charges on Notes in book-entry form registered in the name of a
Depository or its nominee shall be payable in same day funds delivered to the Depository
or its authorized representative (i) in the case of interest, on each Interest Payment Date,
and (ii) in all other cases, upon presentation and surrender of Notes as provided in this
Ordinance.

The Note Registrar may, with the approval of this Council, enter into an
agreement with the beneficial owner or registered owner of any Note in the custody of a
Depository providing for making all payments to that owner of principal and interest on
that Note or any portion thereof (other than any payment of the entire unpaid principal
amount thereof) at a place and in a manner (including wire transfer of federal funds) other
than as provided above in this Ordinance, without prior presentation or surrender of the
Note, upon any conditions which shall be satisfactory to the Note Registrar and this
Council. That payment in any event shall be made to the person who is the registered
owner of that Note on the date that principal is due, or, with respect to the payment of
interest, as of the applicable date agreed upon as the case may be. The Note Registrar
shall furnish a copy of each of those agreements, certified to be correct by the Note
Registrar, to other paying agents for Notes and to the City. Any payment of principal or
interest pursuant to such an agreement shall constitute payment thereof pursuant to, and
for all purposes of, this Ordinance.

If requested, the Finance Director and City Manager, City Clerk or any other officer
of this Council, is authorized and directed to execute, acknowledge and deliver, in the name
of and on behalf of the City, an agreement among the City, the Note Registrar and a
Depository to be delivered in connection with the issuance of the Notes to such Depository
for use in a book-entry system.

The City may decide to discontinue use of the book-entry system through the
Depository. In that event, Note certificates will be printed and delivered to the Depository.

If any Depository determines not to continue to act as the Depository for the Notes
for use in a book-entry system, the City and the Note Registrar may attempt to establish a
securities depository/book-entry relationship with another qualified Depository under this
Ordinance. If the City and the Note Registrar do not or are unable to do so, the City and
the Note Registrar, after the Note Registrar has made provision for notification of the
beneficial owners by the then Depository, shall permit withdrawal of the Notes from the
Depository and authenticate and deliver note certificates in fully registered form to the
assigns of the Depository or its nominee, all at the cost and expense (including costs of
printing and delivering definitive Notes, if the event is not the result of action or inaction by the City or the Note Registrar, of those persons requesting such issuance.

Section 12. Income Tax Pledge. The City hereby covenants, pursuant to Section 133.05(B)(7), Ohio Revised Code, to appropriate annually from lawfully available municipal income taxes, and to continue to levy and collect municipal income taxes adequate to produce, amounts necessary to meet the debt charges on the Notes and the Bonds in each year until full payment is made.

Section 13. Federal Tax Law Compliance. The City hereby covenants that it will comply with the requirements of all existing and future laws which must be satisfied in order that interest on the Notes is and will continue to be excluded from gross income for federal income tax purposes, including without limitation restrictions on the use of the property financed with the proceeds of the Notes so that the Notes will not constitute "private activity bonds" within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended (the "Code"). The City further covenants that it will restrict the use of the proceeds of the Notes in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute arbitrage bonds under Section 148 of the Code and the regulations prescribed thereunder (the "Regulations").

The Finance Director, or any other officer of the City, including the City Manager, is hereby authorized and directed (a) to make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the City with respect to the Notes as permitted or required to be made or given under the federal income tax laws, for the purpose of assuring, enhancing or protecting favorable tax treatment or the status of the Notes or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing any rebate amount or any payment of penalties, or making any payments of special amounts in lieu of making computations to determine, or paying, any excess earnings as rebate, or obviating those amounts or payments, as determined by the Finance Director, which action shall be in writing and signed by the Finance Director, or any other officer of the City, including the City Manager, on behalf of the City; (b) to take any and all actions, make or obtain calculations, and make or give reports, covenants and certifications of and on behalf of the City, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Notes; and (c) to give an appropriate certificate on behalf of the City, for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances, and reasonable expectations of the City pertaining to Section 148 and the Regulations, and the representations, warranties and covenants of the City regarding compliance by the City with Sections 141 through 150 of the Code and the Regulations.

The Finance Director shall keep and maintain adequate records pertaining to investment of all proceeds of the Notes sufficient to permit, to the maximum extent possible and presently foreseeable, the City to comply with any federal law or regulation now or hereafter having applicability to the Notes which limits the amount of Note proceeds which may be invested on an unrestricted yield or requires the City to rebate
arbitrage profits to the United States Department of the Treasury. The Finance Director of
the City is hereby authorized and directed to file such reports with, and rebate arbitrage
profits to, the United States Department of the Treasury, to the extent that any federal law
or regulation having applicability to the Notes requires any such reports or rebates.

Section 14. Transcript of Proceedings; Execution of Additional Documents.
The officer having charge of the minutes of the Council and any other officers of the
Council, or any of them individually, are hereby authorized and directed to prepare and
certify a true transcript of proceedings pertaining to the Notes and to furnish a copy of such
transcript to the Original Purchaser. Such transcript shall include certified copies of all
proceedings and records of the Council relating to the power and authority of the City to
issue the Notes and certificates as to matters within their knowledge or as shown by the
books and records under their custody and control, including but not limited to a general
certificate of the Clerk of Council and a no-litigation certificate of the City Manager and
the Finance Director, and such certified copies and certificates shall be deemed
representations of the City as to the facts stated therein.

The City Manager and Finance Director are hereby authorized and directed to take
such action and to execute and deliver, on behalf of this Council, such additional
instruments, agreements, certificates, and other documents as may be in their discretion
necessary or appropriate in order to carry out the intent of this Ordinance. Such documents
shall be in the form not substantially inconsistent with the terms of this Ordinance, as they
in their discretion shall deem necessary or appropriate.

Section 15. Ohio Market Access Program. If determined necessary by the
Finance Director, the City is hereby authorized to participate in the Ohio Market Access
Program ("OMAP") with the respect to the Notes. The Standby Note Purchase Agreement
for OMAP is hereby authorized in the form presented to this Council with such changes
not materially adverse to the City as may be approved by the officers of the City
executing that Standby Note Purchase Agreement. The City acknowledges the agreement
of the Treasurer of State in the Standby Note Purchase Agreement that, in the event the
City is unable to repay the principal amount and accrued and unpaid interest of the Notes
at their maturity, whether through its own funds or through the issuance of other
obligations of the City, the Treasurer of State agrees (a) to purchase the Notes from the
holders or beneficial owners thereof upon their presentation to the Treasurer of State for
such purchase at a price of par plus accrued interest to maturity or (b) to purchase renewal
notes of the City in a principal amount not greater than the principal amount of the Notes
plus interest due at maturity, with such renewal notes bearing interest at a rate equal to the
AAA Municipal Market Data rate plus 400 basis points, maturing not more than one year
after the date of their issuance, and being prepayable at any time with 30 days' notice,
provided that in connection with the Treasurer of State's purchase of such renewal notes
the City shall deliver to the Treasurer of State an unqualified opinion of nationally
recognized bond counsel that (i) such renewal notes are the legal, valid and binding
obligations of the City, and the principal of and interest on such renewal notes,
unless paid from other sources, are to be paid from the proceeds of the levy of ad valorem
taxes within the ten-mill limitation imposed by law on all property subject to ad valorem
Section 16. Appointment of Bond Counsel. The appointment of the law firm of Bricker & Eckler LLP to serve as Bond Counsel with respect to the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval by the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Bonds.

Section 17. Appointment of Municipal Advisor. The appointment of H.J. Umbaugh & Associates, Certified Public Accountants, LLP to serve as a municipal advisor to the City in connection with the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval of the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Notes.

Section 18. Compliance with Open Meeting Requirements. It is hereby found and determined that all formal actions of this Council concerning and relating to the adoption of this ordinance were adopted in an open meeting of this Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code.

Section 19. Satisfaction of Conditions for Issuance. It is hereby determined that all acts, conditions and things necessary to be done precedent to and in the issuing of the Notes in order to make them legal, valid and binding obligations of the City have happened, been done and been performed in regular and due form as required by law; that the full faith, credit and revenue of the City are hereby irrevocably pledged for the prompt payment of the principal and interest thereof at maturity; and that no limitation of indebtedness or taxation, either statutory or constitutional, has been exceeded in issuing the Notes.

Section 20. Filing of Note Ordinance. The Clerk of Council is hereby directed to forward a certified copy of this ordinance to the Auditor of Franklin County, Ohio.

Section 21. Publication and Effective Date. That notice of passage of this ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed _______________
President of Council

Attest:

__________________________
Clerk of Council

Approved as to form:

__________________________
Law Director
CERTIFICATE

The undersigned Clerk of Council hereby certifies that the foregoing is a true copy of Ordinance No. _________ duly adopted by the City Council of the City of Worthington, Ohio on June 18, 2018, and that a true copy thereof was certified to the County Auditor of Franklin County, Ohio.

_____________________
Clerk of Council
City of Worthington, Ohio
STAFF MEMORANDUM
City Council Meeting – June 18, 2018

Date: May 30, 2018
To: Matthew H. Greeson
From: Scott Bartter, Finance Director
Subject: Ordinance No. 30-2018 - Bond Anticipation Notes - Energy Conservation Measures

EXECUTIVE SUMMARY
This Ordinance authorizes the issuance of notes not to exceed $1,735,000 for Phase 1 of the Energy Conservation Measures project.

RECOMMENDATION
Approve as Presented

BACKGROUND/DESCRIPTION
With the December 4, 2017 passage of Resolution No. 72-2017, the Worthington City Council adopted the 2018-2022 Capital Improvement Program (CIP). The CIP as adopted proposed the issuance of approximately $13,385,000 in debt over the entirety of the five-year program. The Ordinance is one of four ordinances before City Council authorizing the issuance of bond anticipation notes in an amount not to exceed $4,460,000 to finance various capital improvement projects as outlined in the adopted CIP. The use of bond anticipation notes provides the City the flexibility to roll these notes into a larger bond issuance in 2019, therefore saving the City from full bond issuance costs in both 2018 and 2019.

This Ordinance authorizes the issuance of notes not to exceed $1,735,000 for Phase 1 of the Energy Conservation Measures project (Project #677-18). The total cost for this project is $2,076,759, however, a portion will be funded using cash and therefore is not included in the note issuance.

FINANCIAL IMPLICATIONS/FUNDING SOURCES (if applicable)
Repayment of this debt will occur from the General Bond Retirement Fund. Revenue from the General Bond Retirement Fund is received primarily from a transfer from the Capital Improvement Fund, but additionally receives .17 mills of property tax (from the 5 mills assessed by the City) that amounts to approximately $110,000 annually.
ATTACHMENTS
Ordinance No. 30-2018
Certificate of Estimated Life
CERTIFICATE OF ESTIMATED LIFE AND MAXIMUM MATURITY

To: The City Council of the
   City of Worthington, Ohio

The undersigned Finance Director of the City of Worthington, Ohio, as the fiscal officer of said City,
hereby certifies as follows:

1. The estimated life of the improvements described as follows (the "Improvements") exceeds five
   years:

   Purchasing and installing energy conservation measures for the Community
   Center and Griswold Center

2. The maximum maturity of the bonds proposed to be issued to pay the cost of the Improvements,
   calculated in accordance with Section 133.20, Ohio Revised Code, is 15 years, provided that if
   notes are issued in anticipation of the issuance of such bonds, the maximum maturity of such notes
   is 20 years.

Dated: June 4th, 2018

__________________________
Scott F. Bartter

Finance Director
City of Worthington, Ohio
ORDINANCE NO. 30-2018

AUTHORIZING THE ISSUANCE OF NOTES IN THE AMOUNT OF NOT TO EXCEED $1,735,000 IN ANTICIPATION OF THE ISSUANCE OF BONDS FOR THE PURPOSE OF PURCHASING AND INSTALLING ENERGY CONSERVATION MEASURES FOR THE COMMUNITY CENTER; AND APPROVING RELATED MATTERS IN CONNECTION WITH THE ISSUANCE OF THE NOTES

WHEREAS, the Finance Director (the "Finance Director") of the City has certified to this Council that the estimated life of the improvement stated in the title of this ordinance (the "Project") which is to be financed with the proceeds of bonds and notes hereinafter referred to exceeds five years, the maximum maturity of bonds being 15 years and notes being 20 years;

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE MUNICIPALITY OF WORTHINGTON, COUNTY OF FRANKLIN, STATE OF OHIO:

Section 1. Issuance of Bonds. It is hereby declared necessary to issue bonds (the "Bonds") of the City in the principal sum of not to exceed $1,735,000, for the purpose of paying the cost of the Project.

Section 2. Term of the Bonds. The Bonds shall be dated prior to the maturity date of the Notes (as defined herein below), shall bear interest at the maximum average annual interest rate presently estimated to be 4.50% per annum, payable semiannually until the principal sum is paid, and shall mature in 15 annual installments.

Section 3. Issuance of Bond Anticipation Notes. It is necessary to issue, and this Council hereby determines that there shall be issued, notes in anticipation of the issuance of the Bonds.

Section 4. Various Purpose Notes Issue. It is hereby determined, that for the purposes of issuance and sale, it is in the best interest of the City to combine the Notes with other limited tax general obligations notes of the City authorized by separate ordinance of this Council. The Notes and such other notes shall be jointly referred to herein as the "Combined Notes." As used in this Ordinance, the term "Notes" shall also mean the Combined Notes, where appropriate. The Combined Notes shall be designated "City of Worthington, Ohio Various Purpose Notes, Series 2018," or as otherwise determined by the Finance Director.

Section 5. Terms of the Notes; Certificate of Fiscal Officer Relating to Terms of Notes. Such anticipatory notes (the "Notes") shall be in the amount of not to exceed $1,735,000, which sum does not exceed the amount of the Bonds. The Notes shall be
dated the date established by the Finance Director and certified to this Council and shall mature on such date as shall be determined by the Finance Director and certified to this Council, provided that such date shall not be later than one year after the date of issuance of the Notes. The Notes shall be issued as fully registered notes in such denominations as shall be determined by the Finance Director. Coupons shall not be attached to the Notes. The Notes shall be sold in a transaction exempt from the requirements of Rule 15c2-12 of the United States Securities and Exchange Commission.

The Finance Director is hereby authorized and directed to execute a Certificate of Fiscal Officer Relating to Terms of Notes (the "Certificate of Fiscal Officer") setting forth and determining such terms and other matters pertaining to the Notes, their issuance, sale or delivery, including without limitation the aggregate principal amount of the Notes to be issued, the dated date of the Notes, the maturity date of the Notes, the purchase price of the Notes, the specified interest rate of the Notes, authorized denominations of the Notes, the Original Purchaser of the Notes (as defined herein), and shall include such additional information as is required by and consistent with the terms of this ordinance.

Section 6. General Obligation Pledge. The Notes shall be the full general obligation of the City, and the full faith, credit and revenue of the City are hereby pledged for the prompt payment of the same. The par value to be received from the sale of the Bonds and any excess funds resulting from the issuance of the Notes shall, to the extent necessary, be used only for the retirement of the Notes at maturity and are hereby pledged for such purpose.

Section 7. Debt Service Levy. There shall be and is hereby levied annually on all the taxable property in the City, in addition to all other taxes and inside the City's charter millage limitation, a direct tax (the "Debt Service Levy") for each year during which any of the Notes are outstanding, in an amount not less than that which would have been levied if the Bonds had been issued without the prior issuance of the Notes, for the purpose of providing, and in an amount which is sufficient to provide, funds to pay interest upon the Notes as and when the same falls due and to provide a fund for the repayment of the principal of the Notes at maturity or upon redemption. The Debt Service Levy shall not be less than the interest and sinking fund tax required by Article XII, Section 11 of the Ohio Constitution.

The Debt Service Levy shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner, and at the same time that taxes for general purposes for each of such years are certified, extended and collected. The Debt Service Levy shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from the Debt Service Levy shall be placed in a separate and distinct fund, which shall be irrevocably pledged for the payments of the premium, if any, and interest on and principal of the Notes and Bonds when and as the same falls due. Notwithstanding the foregoing, if the City determines that funds will be available from other sources for the payment of the Notes and Bonds in any year, the amount of the Debt Service Levy for such year shall
be reduced by the amount of funds which will be so available, and the City shall appropriate such funds to the payment of the Notes and Bonds in accordance with law.

Section 8.  Sale of Notes.  The Notes shall bear interest, based on a 360-day year of twelve 30-day months, payable at maturity, at such rate per annum as shall be determined by the Finance Director and certified to this Council, provided that such rate shall not exceed 4.50% per annum. The Finance Director is authorized and directed to cause the Notes to be sold on a competitive or negotiated basis. In the event that the Notes are sold on a competitive basis, a notice of sale (or similar document) shall be published or released in the form and manner as shall be approved by the Finance Director. In accordance with the terms of such document, the Notes may be awarded and sold to such purchaser or purchasers as shall offer, in the opinion of the Finance Director, the best rate of interest on the Notes, as the Finance Director shall designate in the Certificate of Fiscal Officer.

In the event that the Notes are sold on a negotiated basis, the Notes shall be sold to such purchaser or purchasers as the Finance Director shall designate in the Certificate of Fiscal Officer.

The Finance Director is authorized and directed to execute on behalf of the City a note purchase agreement, term sheet or similar document with the purchaser or purchasers of the Notes (the "Original Purchaser") setting forth the conditions under which the Notes are to be sold and delivered, which documents shall be in such form and shall contain such terms, covenants and conditions not inconsistent with the terms of this Ordinance and permitted by applicable law as shall be approved by the Finance Director.

The Finance Director is hereby authorized and directed to deliver the Notes, when executed, to the Original Purchaser upon payment of the purchase price and accrued interest, if any, to the date of delivery. The proceeds of such sale, except any accrued interest or premium thereon, shall be deposited in the Treasury of the City and used for the purpose aforesaid and for no other purpose. The accrued interest received from such sale shall be transferred to the City's Bond Retirement Fund to be applied to the payment of the principal of and interest on the Notes, or other obligations of the City, as permitted by law. Any premium received from the sale of the Notes may be used to pay the financing costs of the Notes within the meaning of Ohio Revised Code Section 133.01(K) or be deposited into the City's Bond Retirement Fund, in the manner provided by law.

Section 9.  Form and Execution of Notes; Payment of Notes.  The Notes shall be executed by the Finance Director and the City Manager, provided that any and all of such signatures may be a facsimile, and shall be payable as to both principal and interest at the office of Note Registrar (as defined hereinbelow). The Notes shall express upon their faces the purpose for which they are issued and that they are issued pursuant to this ordinance.

The principal of and interest on the Notes shall be payable in lawful money of the United States of America without deduction for the services of the Note Registrar. The
principal of and interest on the Notes shall be payable upon presentation and surrender of
the Notes at their maturity at the office of the Note Registrar. No Note shall be valid or
become obligatory for any purpose or shall be entitled to any security or benefit under this
ordinance unless and until a certificate of authentication, as printed on the Note, is signed
by the Note Registrar as authenticating agent. Authentication by the Note Registrar shall
be conclusive evidence that the Note so authenticated has been duly issued and delivered
under this ordinance and is entitled to the security and benefit of this ordinance. The
certificate of authentication may be signed by any officer or officers of the Note Registrar
or by such other person acting as an agent of the Note Registrar as shall be approved by
the Finance Director on behalf of the City. It shall not be necessary that the same
authorized person sign the certificate of authentication on all of the Notes.

**Section 10. Appointment of Note Registrar.** The Finance Director is hereby
authorized and directed to serve as authenticating agent, note registrar, transfer agent, and
paying agent for the Notes (the "Note Registrar"), or to execute on behalf of the City a
Note Registrar Agreement with such bank or other appropriate financial institution as shall
be acceptable to the Finance Director and the Original Purchaser, pursuant to which such
bank or financial institution shall agree to serve as the Note Registrar for the Notes. If at
any time the Note Registrar shall be unable or unwilling to serve as such, or the Finance
Director in such officer's discretion shall determine that it would be in the best interest of
the City for such functions to be performed by another party, the Finance Director may,
and is hereby authorized and directed to, enter into an agreement with a national banking
association or other appropriate institution experienced in providing such services, to
perform the services required of the Note Registrar hereunder. Each such successor Note
Registrar shall promptly advise all noteholders of the change in identity and new address
of the Note Registrar. So long as any of the Notes remain outstanding, the City shall
cause to be maintained and kept by the Note Registrar, at the office of the Note Registrar,
all books and records necessary for the registration, exchange and transfer of Notes as
provided in this section (the "Note Register"). Subject to the provisions of this ordinance,
the person in whose name any Note shall be registered on the Note Register shall be
regarded as the absolute owner thereof for all purposes. Payment of or on account of the
principal of and interest on any Note shall be made only to or upon the order of that
person. Neither the City nor the Note Registrar shall be affected by any notice to the
contrary, but the registration may be changed as herein provided. All payments shall be
valid and effectual to satisfy and discharge the liability upon the Notes, including the
interest thereon, to the extent of the amount or amounts so paid.

Any Notes, upon presentation and surrender at the office of the Note Registrar,
together with a request for exchange signed by the registered owner or by a person
authorized by the owner to do so by a power of attorney in a form satisfactory to the Note
Registrar, may be exchanged for Notes of the same form and of any authorized
denomination or denominations equal in the aggregate to the unmatured principal amount
of the Notes surrendered, and bearing interest at the same rate and maturing on the same
date.
A Note may be transferred only on the Note Register upon presentation and surrender thereof at the office of the Note Registrar, together with an assignment executed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar. Upon that transfer, the Note Registrar shall complete, authenticate and deliver a new Note or Notes of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.

The City and the Note Registrar shall not be required to transfer or exchange (i) any Note during a period beginning at the opening of business 15 days before the day of mailing of a notice of redemption of Notes, and ending at the close of business on the day of such mailing, or (ii) any Notes selected for redemption, in whole or in part, following the date of such mailing.

In all cases in which Notes are exchanged or transferred hereunder, the City shall cause to be executed, and the Note Registrar shall authenticate and deliver, the Notes in accordance with the provisions of this ordinance. The exchange or transfer shall be without charge to the owner; except that the Council and Note Registrar may make a charge sufficient to reimburse them for any tax or other governmental charge required to be paid with respect to the exchange or transfer. The Council or the Note Registrar may require that those charges, if any, be paid before it begins the procedure for the exchange or transfer of the Notes. All Notes issued upon any transfer or exchange shall be the valid obligations of the City, evidencing the same debt, and entitled to the same benefits under this ordinance, as the Notes surrendered upon that transfer or exchange.

Section 11. Book-Entry System. In the event that the Notes are issued to a Depository (as defined below) for use in a book-entry system, the following terms shall have the following meanings for purposes of this Ordinance:

"Book-entry form" or "book-entry system" means a form or system under which (i) the beneficial right to payment of principal of and interest on the Notes may be transferred only through a book-entry and (ii) physical Notes in fully registered form are issued only to a Depository or its nominee as registered owner, with the Notes "immobilized" to the custody of the Depository, and the book-entry is the record that identifies the owners of beneficial interests in those Notes.

"Depository" means any securities depository that is a clearing agency under federal law operating and maintaining, together with its participants, a book-entry system to record beneficial ownership of Notes, and to effect transfers of securities, in book-entry form, and includes The Depository Trust Company (a limited purpose trust company), New York, New York.

The Notes may be initially issued to a Depository for use in a book-entry system, and the provisions of this Section shall apply, notwithstanding any other provision of this Ordinance: (i) there shall be a single Note of each maturity; (ii) those Notes shall be
registered in the name of the Depository or its nominee, as registered owner, and
immobilized in the custody of the Depository; (iii) the beneficial owners in book-entry
form shall have no right to receive Notes in the form of physical securities or certificates;
(iv) ownership of beneficial interests in any Notes in book-entry form shall be shown by
book-entry on the system maintained and operated by the Depository, and transfers of the
ownership of beneficial interests shall be made only by the Depository and by book-entry;
and (v) the Notes as such shall not be transferable or exchangeable, except for transfer to
another Depository or to another nominee of a Depository, without further action by the
Council. Debt service charges on Notes in book-entry form registered in the name of a
Depository or its nominee shall be payable in same day funds delivered to the Depository
or its authorized representative (i) in the case of interest, on each Interest Payment Date,
and (ii) in all other cases, upon presentation and surrender of Notes as provided in this
Ordinance.

The Note Registrar may, with the approval of this Council, enter into an
agreement with the beneficial owner or registered owner of any Note in the custody of a
Depository providing for making all payments to that owner of principal and interest on
that Note or any portion thereof (other than any payment of the entire unpaid principal
amount thereof) at a place and in a manner (including wire transfer of federal funds) other
than as provided above in this Ordinance, without prior presentation or surrender of the
Note, upon any conditions which shall be satisfactory to the Note Registrar and this
Council. That payment in any event shall be made to the person who is the registered
owner of that Note on the date that principal is due, or, with respect to the payment of
interest, as of the applicable date agreed upon as the case may be. The Note Registrar
shall furnish a copy of each of those agreements, certified to be correct by the Note
Registrar, to other paying agents for Notes and to the City. Any payment of principal or
interest pursuant to such an agreement shall constitute payment thereof pursuant to, and
for all purposes of, this Ordinance.

If requested, the Finance Director and City Manager, City Clerk or any other officer
of this Council, is authorized and directed to execute, acknowledge and deliver, in the name
of and on behalf of the City, an agreement among the City, the Note Registrar and a
Depository to be delivered in connection with the issuance of the Notes to such Depository
for use in a book-entry system.

The City may decide to discontinue use of the book-entry system through the
Depository. In that event, Note certificates will be printed and delivered to the Depository.

If any Depository determines not to continue to act as the Depository for the Notes
for use in a book-entry system, the City and the Note Registrar may attempt to establish a
securities depository/book-entry relationship with another qualified Depository under this
Ordinance. If the City and the Note Registrar do not or are unable to do so, the City and
the Note Registrar, after the Note Registrar has made provision for notification of the
beneficial owners by the then Depository, shall permit withdrawal of the Notes from the
Depository and authenticate and deliver note certificates in fully registered form to the
assigns of the Depository or its nominee, all at the cost and expense (including costs of
printing and delivering definitive Notes), if the event is not the result of action or inaction by the City or the Note Registrar, of those persons requesting such issuance.

Section 12. Income Tax Pledge. The City hereby covenants, pursuant to Section 133.05(B)(7), Ohio Revised Code, to appropriate annually from lawfully available municipal income taxes, and to continue to levy and collect municipal income taxes adequate to produce, amounts necessary to meet the debt charges on the Notes and the Bonds in each year until full payment is made.

Section 13. Federal Tax Law Compliance. The City hereby covenants that it will comply with the requirements of all existing and future laws which must be satisfied in order that interest on the Notes is and will continue to be excluded from gross income for federal income tax purposes, including without limitation restrictions on the use of the property financed with the proceeds of the Notes so that the Notes will not constitute "private activity bonds" within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended (the "Code"). The City further covenants that it will restrict the use of the proceeds of the Notes in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute arbitrage bonds under Section 148 of the Code and the regulations prescribed thereunder (the "Regulations").

The Finance Director, or any other officer of the City, including the City Manager, is hereby authorized and directed (a) to make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the City with respect to the Notes as permitted or required to be made or given under the federal income tax laws, for the purpose of assuring, enhancing or protecting favorable tax treatment or the status of the Notes or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing any rebate amount or any payment of penalties, or making any payments of special amounts in lieu of making computations to determine, or paying, any excess earnings as rebate, or obviating those amounts or payments, as determined by the Finance Director, which action shall be in writing and signed by the Finance Director, or any other officer of the City, including the City Manager, on behalf of the City; (b) to take any and all actions, make or obtain calculations, and make or give reports, covenants and certifications of and on behalf of the City, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Notes; and (c) to give an appropriate certificate on behalf of the City, for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances, and reasonable expectations of the City pertaining to Section 148 and the Regulations, and the representations, warranties and covenants of the City regarding compliance by the City with Sections 141 through 150 of the Code and the Regulations.

The Finance Director shall keep and maintain adequate records pertaining to investment of all proceeds of the Notes sufficient to permit, to the maximum extent possible and presently foreseeable, the City to comply with any federal law or regulation now or hereafter having applicability to the Notes which limits the amount of Note proceeds which may be invested on an unrestricted yield or requires the City to rebate
arbitrage profits to the United States Department of the Treasury. The Finance Director of the City is hereby authorized and directed to file such reports with, and rebate arbitrage profits to, the United States Department of the Treasury, to the extent that any federal law or regulation having applicability to the Notes requires any such reports or rebates.

Section 14. Transcript of Proceedings; Execution of Additional Documents. The officer having charge of the minutes of the Council and any other officers of the Council, or any of them individually, are hereby authorized and directed to prepare and certify a true transcript of proceedings pertaining to the Notes and to furnish a copy of such transcript to the Original Purchaser. Such transcript shall include certified copies of all proceedings and records of the Council relating to the power and authority of the City to issue the Notes and certificates as to matters within their knowledge or as shown by the books and records under their custody and control, including but not limited to a general certificate of the Clerk of Council and a no-litigation certificate of the City Manager and the Finance Director, and such certified copies and certificates shall be deemed representations of the City as to the facts stated therein.

The City Manager and Finance Director are hereby authorized and directed to take such action and to execute and deliver, on behalf of this Council, such additional instruments, agreements, certificates, and other documents as may be in their discretion necessary or appropriate in order to carry out the intent of this Ordinance. Such documents shall be in the form not substantially inconsistent with the terms of this Ordinance, as they in their discretion shall deem necessary or appropriate.

Section 15. Ohio Market Access Program. If determined necessary by the Finance Director, the City is hereby authorized to participate in the Ohio Market Access Program ("OMAP") with the respect to the Notes. The Standby Note Purchase Agreement for OMAP is hereby authorized in the form presented to this Council with such changes not materially adverse to the City as may be approved by the officers of the City executing that Standby Note Purchase Agreement. The City acknowledges the agreement of the Treasurer of State in the Standby Note Purchase Agreement that, in the event the City is unable to repay the principal amount and accrued and unpaid interest of the Notes at their maturity, whether through its own funds or through the issuance of other obligations of the City, the Treasurer of State agrees (a) to purchase the Notes from the holders or beneficial owners thereof upon their presentation to the Treasurer of State for such purchase at a price of par plus accrued interest to maturity or (b) to purchase renewal notes of the City in a principal amount not greater than the principal amount of the Notes plus interest due at maturity, with such renewal notes bearing interest at a rate equal to the AAA Municipal Market Data rate plus 400 basis points, maturing not more than one year after the date of their issuance, and being prepayable at any time with 30 days' notice, provided that in connection with the Treasurer of State's purchase of such renewal notes the City shall deliver to the Treasurer of State an unqualified opinion of nationally recognized bond counsel that (i) such renewal notes are the legal, valid and binding general obligations of the City, and the principal of and interest on such renewal notes, unless paid from other sources, are to be paid from the proceeds of the levy of ad valorem taxes within the ten-mill limitation imposed by law on all property subject to ad valorem
taxes levied by the City, and (ii) interest on the renewal notes is excluded from gross income for federal income tax purposes under Section 103 of the Code to the same extent that interest on the Notes is so excluded.

Section 16. Appointment of Bond Counsel. The appointment of the law firm of Bricker & Eckler LLP to serve as Bond Counsel with respect to the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval by the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Bonds.

Section 17. Appointment of Municipal Advisor. The appointment of H.J. Umbaugh & Associates, Certified Public Accountants, LLP to serve as a municipal advisor to the City in connection with the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval of the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Notes.

Section 18. Compliance with Open Meeting Requirements. It is hereby found and determined that all formal actions of this Council concerning and relating to the adoption of this ordinance were adopted in an open meeting of this Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code.

Section 19. Satisfaction of Conditions for Issuance. It is hereby determined that all acts, conditions and things necessary to be done precedent to and in the issuing of the Notes in order to make them legal, valid and binding obligations of the City have happened, been done and been performed in regular and due form as required by law; that the full faith, credit and revenue of the City are hereby irrevocably pledged for the prompt payment of the principal and interest thereof at maturity; and that no limitation of indebtedness or taxation, either statutory or constitutional, has been exceeded in issuing the Notes.

Section 20. Filing of Note Ordinance. The Clerk of Council is hereby directed to forward a certified copy of this ordinance to the Auditor of Franklin County, Ohio.

Section 21. Publication and Effective Date. That notice of passage of this ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed ___________________
7.C. - Bond Anticipation Notes - Energy Conservation Measures

President of Council

Attest:

______________________________
Clerk of Council

Approved as to form:

______________________________
Law Director
CERTIFICATE

The undersigned Clerk of Council hereby certifies that the foregoing is a true copy of Ordinance No. __________ duly adopted by the City Council of the City of Worthington, Ohio on June 18th, 2018, and that a true copy thereof was certified to the County Auditor of Franklin County, Ohio.

__________________________
Clerk of Council
City of Worthington, Ohio
STAFF MEMORANDUM  
City Council Meeting – June 18, 2018

Date: May 30, 2018  
To: Matthew H. Greeson  
From: Scott Bartter, Finance Director  
Subject: Ordinance No. 31-2018 - Bond Anticipation Notes - Roof Improvements

EXECUTIVE SUMMARY  
This Ordinance authorizes the issuance of notes not to exceed $1,065,000 for the roof replacement projects for both the Community Center South End and the Fire Station.

RECOMMENDATION  
Approve as Presented

BACKGROUND/DESCRIPTION  
With the December 4, 2017 passage of Resolution No. 72-2017, the Worthington City Council adopted the 2018-2022 Capital Improvement Program (CIP). The CIP as adopted proposed the issuance of approximately $13,385,000 in debt over the entirety of the five-year program. The Ordinance is one of four ordinances before City Council authorizing the issuance of bond anticipation notes in an amount not to exceed $4,460,000 to finance various capital improvement projects as outlined in the adopted CIP. The use of bond anticipation notes provides the City the flexibility to roll these notes into a larger bond issuance in 2019, therefore saving the City from full bond issuance costs in both 2018 and 2019.

This Ordinance authorizes the issuance of notes not to exceed $1,065,000 for the roof replacement projects for both the Community Center South End and the Fire Station (Projects #648-17 and #650-17). The Community Center roof project is underway with a cost of $731,900. The Fire Station roof replacement project is expected to commence later in the summer at an estimated cost of $330,400.

FINANCIAL IMPLICATIONS/FUNDING SOURCES (if applicable)  
Repayment of this debt will occur from the General Bond Retirement Fund. Revenue from the General Bond Retirement Fund is received primarily from a transfer from the Capital
7.D. - Bond Anticipation Notes - Roof Improvements

Improvement Fund, but additionally receives .17 mills of property tax (from the 5 mills assessed by the City) that amounts to approximately $110,000 annually.

ATTACHMENTS
Ordinance No. 31-2018
Certificate of Estimated Life
CERTIFICATE OF ESTIMATED LIFE AND MAXIMUM MATURITY

To: The City Council of the
City of Worthington, Ohio

The undersigned Finance Director of the City of Worthington, Ohio, as the fiscal officer of said City, hereby certifies as follows:

1. The estimated life of the improvements described as follows (the "Improvements") exceeds five years:

   Replacing or improving the roofs of the Fire Station and the Community Center, and all necessary appurtenances thereto

2. The maximum maturity of the bonds proposed to be issued to pay the cost of the Improvements, calculated in accordance with Section 133.20, Ohio Revised Code, is 20 years, provided that if notes are issued in anticipation of the issuance of such bonds, the maximum maturity of such notes is 20 years.

Dated: June 4th, 2018

Scott F. Bartter
Finance Director
City of Worthington, Ohio
ORDINANCE NO. 31-2018

AUTHORIZING THE ISSUANCE OF NOTES IN THE AMOUNT OF NOT TO EXCEED $1,065,000 IN ANTICIPATION OF THE ISSUANCE OF BONDS FOR THE PURPOSE OF REPLACING OR IMPROVING THE ROOFS OF THE FIRE STATION AND THE COMMUNITY CENTER, AND ALL NECESSARY APPURTENANCES THERETO; AND APPROVING RELATED MATTERS IN CONNECTION WITH THE ISSUANCE OF THE NOTES

WHEREAS, the Finance Director (the "Finance Director") of the City has certified to this Council that the estimated life of the improvement stated in the title of this ordinance (the "Project") which is to be financed with the proceeds of bonds and notes hereinafter referred to exceeds five years, the maximum maturity of bonds being 20 years and notes being 20 years;

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE MUNICIPALITY OF WORTHINGTON, COUNTY OF FRANKLIN, STATE OF OHIO:

Section 1. Issuance of Bonds. It is hereby declared necessary to issue bonds (the "Bonds") of the City in the principal sum of not to exceed $1,065,000, for the purpose of paying the cost of the Project.

Section 2. Term of the Bonds. The Bonds shall be dated prior to the maturity date of the Notes (as defined herein below), shall bear interest at the maximum average annual interest rate presently estimated to be 4.50% per annum, payable semiannually until the principal sum is paid, and shall mature in 20 annual installments.

Section 3. Issuance of Bond Anticipation Notes. It is necessary to issue, and this Council hereby determines that there shall be issued, notes in anticipation of the issuance of the Bonds.

Section 4. Various Purpose Notes Issue. It is hereby determined, that for the purposes of issuance and sale, it is in the best interest of the City to combine the Notes with other limited tax general obligations notes of the City authorized by separate ordinance of this Council. The Notes and such other notes shall be jointly referred to herein as the "Combined Notes." As used in this Ordinance, the term "Notes" shall also mean the Combined Notes, where appropriate. The Combined Notes shall be designated "City of Worthington, Ohio Various Purpose Notes, Series 2018," or as otherwise determined by the Finance Director.

Section 5. Terms of the Notes; Certificate of Fiscal Officer Relating to Terms of Notes. Such anticipatory notes (the "Notes") shall be in the amount of not to exceed
$1,065,000, which sum does not exceed the amount of the Bonds. The Notes shall be dated the date established by the Finance Director and certified to this Council and shall mature on such date as shall be determined by the Finance Director and certified to this Council, provided that such date shall not be later than one year after the date of issuance of the Notes. The Notes shall be issued as fully registered notes in such denominations as shall be determined by the Finance Director. Coupons shall not be attached to the Notes. The Notes shall be sold in a transaction exempt from the requirements of Rule 15c2-12 of the United States Securities and Exchange Commission.

The Finance Director is hereby authorized and directed to execute a Certificate of Fiscal Officer Relating to Terms of Notes (the "Certificate of Fiscal Officer") setting forth and determining such terms and other matters pertaining to the Notes, their issuance, sale or delivery, including without limitation the aggregate principal amount of the Notes to be issued, the dated date of the Notes, the maturity date of the Notes, the purchase price of the Notes, the specified interest rate of the Notes, authorized denominations of the Notes, the Original Purchaser of the Notes (as defined herein), and shall include such additional information as is required by and consistent with the terms of this ordinance.

Section 6. General Obligation Pledge. The Notes shall be the full general obligation of the City, and the full faith, credit and revenue of the City are hereby pledged for the prompt payment of the same. The par value to be received from the sale of the Bonds and any excess funds resulting from the issuance of the Notes shall, to the extent necessary, be used only for the retirement of the Notes at maturity and are hereby pledged for such purpose.

Section 7. Debt Service Levy. There shall be and is hereby levied annually on all the taxable property in the City, in addition to all other taxes and inside the City's charter millage limitation, a direct tax (the "Debt Service Levy") for each year during which any of the Notes are outstanding, in an amount not less than that which would have been levied if the Bonds had been issued without the prior issuance of the Notes, for the purpose of providing, and in an amount which is sufficient to provide, funds to pay interest upon the Notes as and when the same falls due and to provide a fund for the repayment of the principal of the Notes at maturity or upon redemption. The Debt Service Levy shall not be less than the interest and sinking fund tax required by Article XII, Section 11 of the Ohio Constitution.

The Debt Service Levy shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner, and at the same time that taxes for general purposes for each of such years are certified, extended and collected. The Debt Service Levy shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from the Debt Service Levy shall be placed in a separate and distinct fund, which shall be irrevocably pledged for the payments of the premium, if any, and interest on and principal of the Notes and Bonds when and as the same falls due. Notwithstanding the foregoing, if the City determines that funds will be available from other sources for the payment of the Notes and Bonds in any year, the amount of the Debt Service Levy for such year shall
be reduced by the amount of funds which will be so available, and the City shall appropriate such funds to the payment of the Notes and Bonds in accordance with law.

Section 8. Sale of Notes. The Notes shall bear interest, based on a 360-day year of twelve 30-day months, payable at maturity, at such rate per annum as shall be determined by the Finance Director and certified to this Council, provided that such rate shall not exceed 4.50% per annum. The Finance Director is authorized and directed to cause the Notes to be sold on a competitive or negotiated basis. In the event that the Notes are sold on a competitive basis, a notice of sale (or similar document) shall be published or released in the form and manner as shall be approved by the Finance Director. In accordance with the terms of such document, the Notes may be awarded and sold to such purchaser or purchasers as shall offer, in the opinion of the Finance Director, the best rate of interest on the Notes, as the Finance Director shall designate in the Certificate of Fiscal Officer.

In the event that the Notes are sold on a negotiated basis, the Notes shall be sold to such purchaser or purchasers as the Finance Director shall designate in the Certificate of Fiscal Officer.

The Finance Director is authorized and directed to execute on behalf of the City a note purchase agreement, term sheet or similar document with the purchaser or purchasers of the Notes (the "Original Purchaser") setting forth the conditions under which the Notes are to be sold and delivered, which documents shall be in such form and shall contain such terms, covenants and conditions not inconsistent with the terms of this Ordinance and permitted by applicable law as shall be approved by the Finance Director.

The Finance Director is hereby authorized and directed to deliver the Notes, when executed, to the Original Purchaser upon payment of the purchase price and accrued interest, if any, to the date of delivery. The proceeds of such sale, except any accrued interest or premium thereon, shall be deposited in the Treasury of the City and used for the purpose aforesaid and for no other purpose. The accrued interest received from such sale shall be transferred to the City's Bond Retirement Fund to be applied to the payment of the principal of and interest on the Notes, or other obligations of the City, as permitted by law. Any premium received from the sale of the Notes may be used to pay the financing costs of the Notes within the meaning of Ohio Revised Code Section 133.01(K) or be deposited into the City's Bond Retirement Fund, in the manner provided by law.

Section 9. Form and Execution of Notes; Payment of Notes. The Notes shall be executed by the Finance Director and the City Manager, provided that any and all of such signatures may be a facsimile, and shall be payable as to both principal and interest at the office of Note Registrar (as defined hereinbelow). The Notes shall express upon their faces the purpose for which they are issued and that they are issued pursuant to this ordinance.

The principal of and interest on the Notes shall be payable in lawful money of the United States of America without deduction for the services of the Note Registrar. The
principal of and interest on the Notes shall be payable upon presentation and surrender of the Notes at their maturity at the office of the Note Registrar. No Note shall be valid or become obligatory for any purpose or shall be entitled to any security or benefit under this ordinance unless and until a certificate of authentication, as printed on the Note, is signed by the Note Registrar as authenticating agent. Authentication by the Note Registrar shall be conclusive evidence that the Note so authenticated has been duly issued and delivered under this ordinance and is entitled to the security and benefit of this ordinance. The certificate of authentication may be signed by any officer or officers of the Note Registrar or by such other person acting as an agent of the Note Registrar as shall be approved by the Finance Director on behalf of the City. It shall not be necessary that the same authorized person sign the certificate of authentication on all of the Notes.

Section 10. Appointment of Note Registrar. The Finance Director is hereby authorized and directed to serve as authenticating agent, note registrar, transfer agent, and paying agent for the Notes (the "Note Registrar"), or to execute on behalf of the City a Note Registrar Agreement with such bank or other appropriate financial institution as shall be acceptable to the Finance Director and the Original Purchaser, pursuant to which such bank or financial institution shall agree to serve as the Note Registrar for the Notes. If at any time the Note Registrar shall be unable or unwilling to serve as such, or the Finance Director in such officer's discretion shall determine that it would be in the best interest of the City for such functions to be performed by another party, the Finance Director may, and is hereby authorized and directed to, enter into an agreement with a national banking association or other appropriate institution experienced in providing such services, to perform the services required of the Note Registrar hereunder. Each such successor Note Registrar shall promptly advise all noteholders of the change in identity and new address of the Note Registrar. So long as any of the Notes remain outstanding, the City shall cause to be maintained and kept by the Note Registrar, at the office of the Note Registrar, all books and records necessary for the registration, exchange and transfer of Notes as provided in this section (the "Note Register"). Subject to the provisions of this ordinance, the person in whose name any Note shall be registered on the Note Register shall be regarded as the absolute owner thereof for all purposes. Payment of or on account of the principal of and interest on any Note shall be made only to or upon the order of that person. Neither the City nor the Note Registrar shall be affected by any notice to the contrary, but the registration may be changed as herein provided. All payments shall be valid and effectual to satisfy and discharge the liability upon the Notes, including the interest thereon, to the extent of the amount or amounts so paid.

Any Notes, upon presentation and surrender at the office of the Note Registrar, together with a request for exchange signed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar, may be exchanged for Notes of the same form and of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.
A Note may be transferred only on the Note Register upon presentation and surrender thereof at the office of the Note Registrar, together with an assignment executed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar. Upon that transfer, the Note Registrar shall complete, authenticate and deliver a new Note or Notes of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.

The City and the Note Registrar shall not be required to transfer or exchange (i) any Note during a period beginning at the opening of business 15 days before the day of mailing of a notice of redemption of Notes, and ending at the close of business on the day of such mailing, or (ii) any Notes selected for redemption, in whole or in part, following the date of such mailing.

In all cases in which Notes are exchanged or transferred hereunder, the City shall cause to be executed, and the Note Registrar shall authenticate and deliver, the Notes in accordance with the provisions of this ordinance. The exchange or transfer shall be without charge to the owner; except that the Council and Note Registrar may make a charge sufficient to reimburse them for any tax or other governmental charge required to be paid with respect to the exchange or transfer. The Council or the Note Registrar may require that those charges, if any, be paid before it begins the procedure for the exchange or transfer of the Notes. All Notes issued upon any transfer or exchange shall be the valid obligations of the City, evidencing the same debt, and entitled to the same benefits under this ordinance, as the Notes surrendered upon that transfer or exchange.

Section 11. Book-Entry System. In the event that the Notes are issued to a Depository (as defined below) for use in a book-entry system, the following terms shall have the following meanings for purposes of this Ordinance:

"Book-entry form" or "book-entry system" means a form or system under which (i) the beneficial right to payment of principal of and interest on the Notes may be transferred only through a book-entry and (ii) physical Notes in fully registered form are issued only to a Depository or its nominee as registered owner, with the Notes "immobilized" to the custody of the Depository, and the book-entry is the record that identifies the owners of beneficial interests in those Notes.

"Depository" means any securities depository that is a clearing agency under federal law operating and maintaining, together with its participants, a book-entry system to record beneficial ownership of Notes, and to effect transfers of securities, in book-entry form, and includes The Depository Trust Company (a limited purpose trust company), New York, New York.

The Notes may be initially issued to a Depository for use in a book-entry system, and the provisions of this Section shall apply, notwithstanding any other provision of this Ordinance: (i) there shall be a single Note of each maturity; (ii) those Notes shall be
registered in the name of the Depository or its nominee, as registered owner, and immobilized in the custody of the Depository; (iii) the beneficial owners in book-entry form shall have no right to receive Notes in the form of physical securities or certificates; (iv) ownership of beneficial interests in any Notes in book-entry form shall be shown by book-entry on the system maintained and operated by the Depository, and transfers of the ownership of beneficial interests shall be made only by the Depository and by book-entry; and (v) the Notes as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository, without further action by the Council. Debt service charges on Notes in book-entry form registered in the name of a Depository or its nominee shall be payable in same day funds delivered to the Depository or its authorized representative (i) in the case of interest, on each Interest Payment Date, and (ii) in all other cases, upon presentation and surrender of Notes as provided in this Ordinance.

The Note Registrar may, with the approval of this Council, enter into an agreement with the beneficial owner or registered owner of any Note in the custody of a Depository providing for making all payments to that owner of principal and interest on that Note or any portion thereof (other than any payment of the entire unpaid principal amount thereof) at a place and in a manner (including wire transfer of federal funds) other than as provided above in this Ordinance, without prior presentation or surrender of the Note, upon any conditions which shall be satisfactory to the Note Registrar and this Council. That payment in any event shall be made to the person who is the registered owner of that Note on the date that principal is due, or, with respect to the payment of interest, as of the applicable date agreed upon as the case may be. The Note Registrar shall furnish a copy of each of those agreements, certified to be correct by the Note Registrar, to other paying agents for Notes and to the City. Any payment of principal or interest pursuant to such an agreement shall constitute payment thereof pursuant to, and for all purposes of, this Ordinance.

If requested, the Finance Director and City Manager, City Clerk or any other officer of this Council, is authorized and directed to execute, acknowledge and deliver, in the name of and on behalf of the City, an agreement among the City, the Note Registrar and a Depository to be delivered in connection with the issuance of the Notes to such Depository for use in a book-entry system.

The City may decide to discontinue use of the book-entry system through the Depository. In that event, Note certificates will be printed and delivered to the Depository.

If any Depository determines not to continue to act as the Depository for the Notes for use in a book-entry system, the City and the Note Registrar may attempt to establish a securities depositary/book-entry relationship with another qualified Depository under this Ordinance. If the City and the Note Registrar do not or are unable to do so, the City and the Note Registrar, after the Note Registrar has made provision for notification of the beneficial owners by the then Depository, shall permit withdrawal of the Notes from the Depository and authenticate and deliver note certificates in fully registered form to the assigns of the Depository or its nominee, all at the cost and expense (including costs of
printing and delivering definitive Notes), if the event is not the result of action or inaction by the City or the Note Registrar, of those persons requesting such issuance.

Section 12. Income Tax Pledge. The City hereby covenants, pursuant to Section 133.05(B)(7), Ohio Revised Code, to appropriate annually from lawfully available municipal income taxes, and to continue to levy and collect municipal income taxes adequate to produce, amounts necessary to meet the debt charges on the Notes and the Bonds in each year until full payment is made.

Section 13. Federal Tax Law Compliance. The City hereby covenants that it will comply with the requirements of all existing and future laws which must be satisfied in order that interest on the Notes is and will continue to be excluded from gross income for federal income tax purposes, including without limitation restrictions on the use of the property financed with the proceeds of the Notes so that the Notes will not constitute "private activity bonds" within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended (the "Code"). The City further covenants that it will restrict the use of the proceeds of the Notes in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute arbitrage bonds under Section 148 of the Code and the regulations prescribed thereunder (the "Regulations").

The Finance Director, or any other officer of the City, including the City Manager, is hereby authorized and directed (a) to make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the City with respect to the Notes as permitted or required to be made or given under the federal income tax laws, for the purpose of assuring, enhancing or protecting favorable tax treatment or the status of the Notes or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing any rebate amount or any payment of penalties, or making any payments of special amounts in lieu of making computations to determine, or paying, any excess earnings as rebate, or obviating those amounts or payments, as determined by the Finance Director, which action shall be in writing and signed by the Finance Director, or any other officer of the City, including the City Manager, on behalf of the City; (b) to take any and all actions, make or obtain calculations, and make or give reports, covenants and certifications of and on behalf of the City, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Notes; and (c) to give an appropriate certificate on behalf of the City, for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances, and reasonable expectations of the City pertaining to Section 148 and the Regulations, and the representations, warranties and covenants of the City regarding compliance by the City with Sections 141 through 150 of the Code and the Regulations.

The Finance Director shall keep and maintain adequate records pertaining to investment of all proceeds of the Notes sufficient to permit, to the maximum extent possible and presently foreseeable, the City to comply with any federal law or regulation now or hereafter having applicability to the Notes which limits the amount of Note proceeds which may be invested on an unrestricted yield or requires the City to rebate
arbitrage profits to the United States Department of the Treasury. The Finance Director of the City is hereby authorized and directed to file such reports with, and rebate arbitrage profits to, the United States Department of the Treasury, to the extent that any federal law or regulation having applicability to the Notes requires any such reports or rebates.

Section 14. Transcript of Proceedings; Execution of Additional Documents.
The officer having charge of the minutes of the Council and any other officers of the Council, or any of them individually, are hereby authorized and directed to prepare and certify a true transcript of proceedings pertaining to the Notes and to furnish a copy of such transcript to the Original Purchaser. Such transcript shall include certified copies of all proceedings and records of the Council relating to the power and authority of the City to issue the Notes and certificates as to matters within their knowledge or as shown by the books and records under their custody and control, including but not limited to a general certificate of the Clerk of Council and a no-litigation certificate of the City Manager and the Finance Director, and such certified copies and certificates shall be deemed representations of the City as to the facts stated therein.

The City Manager and Finance Director are hereby authorized and directed to take such action and to execute and deliver, on behalf of this Council, such additional instruments, agreements, certificates, and other documents as may be in their discretion necessary or appropriate in order to carry out the intent of this Ordinance. Such documents shall be in the form not substantially inconsistent with the terms of this Ordinance, as they in their discretion shall deem necessary or appropriate.

Section 15. Ohio Market Access Program. If determined necessary by the Finance Director, the City is hereby authorized to participate in the Ohio Market Access Program ("OMAP") with the respect to the Notes. The Standby Note Purchase Agreement for OMAP is hereby authorized in the form presented to this Council with such changes not materially adverse to the City as may be approved by the officers of the City executing that Standby Note Purchase Agreement. The City acknowledges the agreement of the Treasurer of State in the Standby Note Purchase Agreement that, in the event the City is unable to repay the principal amount and accrued and unpaid interest of the Notes at their maturity, whether through its own funds or through the issuance of other obligations of the City, the Treasurer of State agrees (a) to purchase the Notes from the holders or beneficial owners thereof upon their presentation to the Treasurer of State for such purchase at a price of par plus accrued interest to maturity or (b) to purchase renewal notes of the City in a principal amount not greater than the principal amount of the Notes plus interest due at maturity, with such renewal notes bearing interest at a rate equal to the AAA Municipal Market Data rate plus 400 basis points, maturing not more than one year after the date of their issuance, and being prepayable at any time with 30 days' notice, provided that in connection with the Treasurer of State's purchase of such renewal notes the City shall deliver to the Treasurer of State an unqualified opinion of nationally recognized bond counsel that (i) such renewal notes are the legal, valid and binding general obligations of the City, and the principal of and interest on such renewal notes, unless paid from other sources, are to be paid from the proceeds of the levy of ad valorem taxes within the ten-mill limitation imposed by law on all property subject to ad valorem
taxes levied by the City, and (ii) interest on the renewal notes is excluded from gross income for federal income tax purposes under Section 103 of the Code to the same extent that interest on the Notes is so excluded.

Section 16. Appointment of Bond Counsel. The appointment of the law firm of Bricker & Eckler LLP to serve as Bond Counsel with respect to the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval by the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Bonds.

Section 17. Appointment of Municipal Advisor. The appointment of H.J. Umbaugh & Associates, Certified Public Accountants, LLP to serve as a municipal advisor to the City in connection with the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval of the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Notes.

Section 18. Compliance with Open Meeting Requirements. It is hereby found and determined that all formal actions of this Council concerning and relating to the adoption of this ordinance were adopted in an open meeting of this Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code.

Section 19. Satisfaction of Conditions for Issuance. It is hereby determined that all acts, conditions and things necessary to be done precedent to and in the issuing of the Notes in order to make them legal, valid and binding obligations of the City have happened, been done and been performed in regular and due form as required by law; that the full faith, credit and revenue of the City are hereby irrevocably pledged for the prompt payment of the principal and interest thereof at maturity; and that no limitation of indebtedness or taxation, either statutory or constitutional, has been exceeded in issuing the Notes.

Section 20. Filing of Note Ordinance. The Clerk of Council is hereby directed to forward a certified copy of this ordinance to the Auditor of Franklin County, Ohio.

Section 21. Publication and Effective Date. That notice of passage of this ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed ___________________
President of Council

Attest:

______________________________
Clerk of Council

Approved as to form:

______________________________
Law Director
CERTIFICATE

The undersigned Clerk of Council hereby certifies that the foregoing is a true copy of Ordinance No. __________ duly adopted by the City Council of the City of Worthington, Ohio on June 18th, 2018, and that a true copy thereof was certified to the County Auditor of Franklin County, Ohio.

______________________________
Clerk of Council
City of Worthington, Ohio
EXECUTIVE SUMMARY
This Ordinance authorizes the issuance of notes not to exceed $1,000,000 for the design and construction of the East Wilson Bridge Road waterline project.

RECOMMENDATION
Approve as Presented

BACKGROUND/DESCRIPTION
With the December 4, 2017 passage of Resolution No. 72-2017, the Worthington City Council adopted the 2018-2022 Capital Improvement Program (CIP). The CIP as adopted proposed the issuance of approximately $13,385,000 in debt over the entirety of the five-year program. The Ordinance is one of four ordinances before City Council authorizing the issuance of bond anticipation notes in an amount not to exceed $4,460,000 to finance various capital improvement projects as outlined in the adopted CIP. The use of bond anticipation notes provides the City the flexibility to roll these notes into a larger bond issuance in 2019, therefore saving the City from full bond issuance costs in both 2018 and 2019.

This Ordinance authorizes the issuance of notes not to exceed $1,000,000 for the design and construction of the East Wilson Bridge Rd. waterline (Project #674-18).

FINANCIAL IMPLICATIONS/FUNDING SOURCES (if applicable)
Repayment of this debt will occur from the General Bond Retirement Fund. Revenue from the General Bond Retirement Fund is received primarily from a transfer from the Capital Improvement Fund, but additionally receives .17 mills of property tax (from the 5 mills assessed by the City) that amounts to approximately $110,000 annually.
ATTACHMENTS
Ordinance No. 32-2018
Certificate of Estimated Life
CERTIFICATE OF ESTIMATED LIFE AND MAXIMUM MATURITY

To: The City Council of the
    City of Worthington, Ohio

The undersigned Finance Director of the City of Worthington, Ohio, as the fiscal officer of said City, hereby certifies as follows:

1. The estimated life of the improvements described as follows (the "Improvements") exceeds five years:
   
   Designing, replacing, constructing and installing a waterline on East Wilson Bridge Road, with related site improvements and all necessary appurtenances thereto

2. The maximum maturity of the bonds proposed to be issued to pay the cost of the Improvements, calculated in accordance with Section 133.20, Ohio Revised Code, is 40 years, provided that if notes are issued in anticipation of the issuance of such bonds, the maximum maturity of such notes is 20 years.

Dated: June 4th, 2018

Scott F. Bartter
Finance Director
City of Worthington, Ohio
ORDINANCE NO. 32-2018

AUTHORIZING THE ISSUANCE OF NOTES IN THE AMOUNT OF NOT TO EXCEED $1,000,000 IN ANTICIPATION OF THE ISSUANCE OF BONDS FOR THE PURPOSE OF DESIGNING, REPLACING, CONSTRUCTING, AND INSTALLING A WATERLINE ON EAST WILSON BRIDGE ROAD, WITH RELATED SITE IMPROVEMENTS AND ALL NECESSARY APPURTENANCES THERETO; AND APPROVING RELATED MATTERS IN CONNECTION WITH THE ISSUANCE OF THE NOTES

WHEREAS, the Finance Director (the "Finance Director") of the City has certified to this Council that the estimated life of the improvement stated in the title of this ordinance (the "Project") which is to be financed with the proceeds of bonds and notes hereinafter referred to exceeds five years, the maximum maturity of bonds being 40 years and notes being 20 years;

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE MUNICIPALITY OF WORTHINGTON, COUNTY OF FRANKLIN, STATE OF OHIO:

Section 1. Issuance of Bonds. It is hereby declared necessary to issue bonds (the "Bonds") of the City in the principal sum of not to exceed $1,000,000, for the purpose of paying the cost of the Project.

Section 2. Term of the Bonds. The Bonds shall be dated prior to the maturity date of the Notes (as defined herein below), shall bear interest at the maximum average annual interest rate presently estimated to be 4.50% per annum, payable semiannually until the principal sum is paid, and shall mature in 40 annual installments.

Section 3. Issuance of Bond Anticipation Notes. It is necessary to issue, and this Council hereby determines that there shall be issued, notes in anticipation of the issuance of the Bonds.

Section 4. Various Purpose Notes Issue. It is hereby determined, that for the purposes of issuance and sale, it is in the best interest of the City to combine the Notes with other limited tax general obligations notes of the City authorized by separate ordinance of this Council. The Notes and such other notes shall be jointly referred to herein as the "Combined Notes." As used in this Ordinance, the term "Notes" shall also mean the Combined Notes, where appropriate. The Combined Notes shall be designated "City of Worthington, Ohio Various Purpose Notes, Series 2018," or as otherwise determined by the Finance Director.

Section 5. Terms of the Notes; Certificate of Fiscal Officer Relating to Terms of Notes. Such anticipatory notes (the "Notes") shall be in the amount of not to exceed
$1,000,000, which sum does not exceed the amount of the Bonds. The Notes shall be dated the date established by the Finance Director and certified to this Council and shall mature on such date as shall be determined by the Finance Director and certified to this Council, provided that such date shall not be later than one year after the date of issuance of the Notes. The Notes shall be issued as fully registered notes in such denominations as shall be determined by the Finance Director. Coupons shall not be attached to the Notes. The Notes shall be sold in a transaction exempt from the requirements of Rule 15c2-12 of the United States Securities and Exchange Commission.

The Finance Director is hereby authorized and directed to execute a Certificate of Fiscal Officer Relating to Terms of Notes (the "Certificate of Fiscal Officer") setting forth and determining such terms and other matters pertaining to the Notes, their issuance, sale or delivery, including without limitation the aggregate principal amount of the Notes to be issued, the dated date of the Notes, the maturity date of the Notes, the purchase price of the Notes, the specified interest rate of the Notes, authorized denominations of the Notes, the Original Purchaser of the Notes (as defined herein), and shall include such additional information as is required by and consistent with the terms of this ordinance.

Section 6. General Obligation Pledge. The Notes shall be the full general obligation of the City, and the full faith, credit and revenue of the City are hereby pledged for the prompt payment of the same. The par value to be received from the sale of the Bonds and any excess funds resulting from the issuance of the Notes shall, to the extent necessary, be used only for the retirement of the Notes at maturity and are hereby pledged for such purpose.

Section 7. Debt Service Levy. There shall be and is hereby levied annually on all the taxable property in the City, in addition to all other taxes and inside the City's charter millage limitation, a direct tax (the "Debt Service Levy") for each year during which any of the Notes are outstanding, in an amount not less than that which would have been levied if the Bonds had been issued without the prior issuance of the Notes, for the purpose of providing, and in an amount which is sufficient to provide, funds to pay interest upon the Notes as and when the same falls due and to provide a fund for the repayment of the principal of the Notes at maturity or upon redemption. The Debt Service Levy shall not be less than the interest and sinking fund tax required by Article XII, Section 11 of the Ohio Constitution.

The Debt Service Levy shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner, and at the same time that taxes for general purposes for each of such years are certified, extended and collected. The Debt Service Levy shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from the Debt Service Levy shall be placed in a separate and distinct fund, which shall be irrevocably pledged for the payments of the premium, if any, and interest on and principal of the Notes and Bonds when and as the same falls due. Notwithstanding the foregoing, if the City determines that funds will be available from other sources for the payment of the Notes and Bonds in any year, the amount of the Debt Service Levy for such year shall be...
be reduced by the amount of funds which will be so available, and the City shall appropriate such funds to the payment of the Notes and Bonds in accordance with law.

Section 8. Sale of Notes. The Notes shall bear interest, based on a 360-day year of twelve 30-day months, payable at maturity, at such rate per annum as shall be determined by the Finance Director and certified to this Council, provided that such rate shall not exceed 4.50% per annum. The Finance Director is authorized and directed to cause the Notes to be sold on a competitive or negotiated basis. In the event that the Notes are sold on a competitive basis, a notice of sale (or similar document) shall be published or released in the form and manner as shall be approved by the Finance Director. In accordance with the terms of such document, the Notes may be awarded and sold to such purchaser or purchasers as shall offer, in the opinion of the Finance Director, the best rate of interest on the Notes, as the Finance Director shall designate in the Certificate of Fiscal Officer.

In the event that the Notes are sold on a negotiated basis, the Notes shall be sold to such purchaser or purchasers as the Finance Director shall designate in the Certificate of Fiscal Officer.

The Finance Director is authorized and directed to execute on behalf of the City a note purchase agreement, term sheet or similar document with the purchaser or purchasers of the Notes (the "Original Purchaser") setting forth the conditions under which the Notes are to be sold and delivered, which documents shall be in such form and shall contain such terms, covenants and conditions not inconsistent with the terms of this Ordinance and permitted by applicable law as shall be approved by the Finance Director.

The Finance Director is hereby authorized and directed to deliver the Notes, when executed, to the Original Purchaser upon payment of the purchase price and accrued interest, if any, to the date of delivery. The proceeds of such sale, except any accrued interest or premium thereon, shall be deposited in the Treasury of the City and used for the purpose aforesaid and for no other purpose. The accrued interest received from such sale shall be transferred to the City's Bond Retirement Fund to be applied to the payment of the principal of and interest on the Notes, or other obligations of the City, as permitted by law. Any premium received from the sale of the Notes may be used to pay the financing costs of the Notes within the meaning of Ohio Revised Code Section 133.01(K) or be deposited into the City's Bond Retirement Fund, in the manner provided by law.

Section 9. Form and Execution of Notes; Payment of Notes. The Notes shall be executed by the Finance Director and the City Manager, provided that any and all of such signatures may be a facsimile, and shall be payable as to both principal and interest at the office of Note Registrar (as defined hereinbelow). The Notes shall express upon their faces the purpose for which they are issued and that they are issued pursuant to this ordinance.

The principal of and interest on the Notes shall be payable in lawful money of the United States of America without deduction for the services of the Note Registrar. The
principal of and interest on the Notes shall be payable upon presentation and surrender of the Notes at their maturity at the office of the Note Registrar. No Note shall be valid or become obligatory for any purpose or shall be entitled to any security or benefit under this ordinance unless and until a certificate of authentication, as printed on the Note, is signed by the Note Registrar as authenticating agent. Authentication by the Note Registrar shall be conclusive evidence that the Note so authenticated has been duly issued and delivered under this ordinance and is entitled to the security and benefit of this ordinance. The certificate of authentication may be signed by any officer or officers of the Note Registrar or by such other person acting as an agent of the Note Registrar as shall be approved by the Finance Director on behalf of the City. It shall not be necessary that the same authorized person sign the certificate of authentication on all of the Notes.

Section 10. Appointment of Note Registrar. The Finance Director is hereby authorized and directed to serve as authenticating agent, note registrar, transfer agent, and paying agent for the Notes (the "Note Registrar"), or to execute on behalf of the City a Note Registrar Agreement with such bank or other appropriate financial institution as shall be acceptable to the Finance Director and the Original Purchaser, pursuant to which such bank or financial institution shall agree to serve as the Note Registrar for the Notes. If at any time the Note Registrar shall be unable or unwilling to serve as such, or the Finance Director in such officer's discretion shall determine that it would be in the best interest of the City for such functions to be performed by another party, the Finance Director may, and is hereby authorized and directed to, enter into an agreement with a national banking association or other appropriate institution experienced in providing such services, to perform the services required of the Note Registrar hereunder. Each such successor Note Registrar shall promptly advise all noteholders of the change in identity and new address of the Note Registrar. So long as any of the Notes remain outstanding, the City shall cause to be maintained and kept by the Note Registrar, at the office of the Note Registrar, all books and records necessary for the registration, exchange and transfer of Notes as provided in this section (the "Note Register"). Subject to the provisions of this ordinance, the person in whose name any Note shall be registered on the Note Register shall be regarded as the absolute owner thereof for all purposes. Payment of or on account of the principal of and interest on any Note shall be made only to or upon the order of that person. Neither the City nor the Note Registrar shall be affected by any notice to the contrary, but the registration may be changed as herein provided. All payments shall be valid and effectual to satisfy and discharge the liability upon the Notes, including the interest thereon, to the extent of the amount or amounts so paid.

Any Notes, upon presentation and surrender at the office of the Note Registrar, together with a request for exchange signed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar, may be exchanged for Notes of the same form and of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.
A Note may be transferred only on the Note Register upon presentation and surrender thereof at the office of the Note Registrar, together with an assignment executed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar. Upon that transfer, the Note Registrar shall complete, authenticate and deliver a new Note or Notes of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.

The City and the Note Registrar shall not be required to transfer or exchange (i) any Note during a period beginning at the opening of business 15 days before the day of mailing of a notice of redemption of Notes, and ending at the close of business on the day of such mailing, or (ii) any Notes selected for redemption, in whole or in part, following the date of such mailing.

In all cases in which Notes are exchanged or transferred hereunder, the City shall cause to be executed, and the Note Registrar shall authenticate and deliver, the Notes in accordance with the provisions of this ordinance. The exchange or transfer shall be without charge to the owner; except that the Council and Note Registrar may make a charge sufficient to reimburse them for any tax or other governmental charge required to be paid with respect to the exchange or transfer. The Council or the Note Registrar may require that those charges, if any, be paid before it begins the procedure for the exchange or transfer of the Notes. All Notes issued upon any transfer or exchange shall be the valid obligations of the City, evidencing the same debt, and entitled to the same benefits under this ordinance, as the Notes surrendered upon that transfer or exchange.

Section 11. Book-Entry System. In the event that the Notes are issued to a Depository (as defined below) for use in a book-entry system, the following terms shall have the following meanings for purposes of this Ordinance:

"Book-entry form" or "book-entry system" means a form or system under which (i) the beneficial right to payment of principal of and interest on the Notes may be transferred only through a book-entry and (ii) physical Notes in fully registered form are issued only to a Depository or its nominee as registered owner, with the Notes "immobilized" to the custody of the Depository, and the book-entry is the record that identifies the owners of beneficial interests in those Notes.

"Depository" means any securities depository that is a clearing agency under federal law operating and maintaining, together with its participants, a book-entry system to record beneficial ownership of Notes, and to effect transfers of securities, in book-entry form, and includes The Depository Trust Company (a limited purpose trust company), New York, New York.

The Notes may be initially issued to a Depository for use in a book-entry system, and the provisions of this Section shall apply, notwithstanding any other provision of this Ordinance: (i) there shall be a single Note of each maturity; (ii) those Notes shall be
registered in the name of the Depository or its nominee, as registered owner, and immobilized in the custody of the Depository; (iii) the beneficial owners in book-entry form shall have no right to receive Notes in the form of physical securities or certificates; (iv) ownership of beneficial interests in any Notes in book-entry form shall be shown by book-entry on the system maintained and operated by the Depository, and transfers of the ownership of beneficial interests shall be made only by the Depository and by book-entry; and (v) the Notes as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository, without further action by the Council. Debt service charges on Notes in book-entry form registered in the name of a Depository or its nominee shall be payable in same day funds delivered to the Depository or its authorized representative (i) in the case of interest, on each Interest Payment Date, and (ii) in all other cases, upon presentation and surrender of Notes as provided in this Ordinance.

The Note Registrar may, with the approval of this Council, enter into an agreement with the beneficial owner or registered owner of any Note in the custody of a Depository providing for making all payments to that owner of principal and interest on that Note or any portion thereof (other than any payment of the entire unpaid principal amount thereof) at a place and in a manner (including wire transfer of federal funds) other than as provided above in this Ordinance, without prior presentation or surrender of the Note, upon any conditions which shall be satisfactory to the Note Registrar and this Council. That payment in any event shall be made to the person who is the registered owner of that Note on the date that principal is due, or, with respect to the payment of interest, as of the applicable date agreed upon as the case may be. The Note Registrar shall furnish a copy of each of those agreements, certified to be correct by the Note Registrar, to other paying agents for Notes and to the City. Any payment of principal or interest pursuant to such an agreement shall constitute payment thereof pursuant to, and for all purposes of, this Ordinance.

If requested, the Finance Director and City Manager, City Clerk or any other officer of this Council, is authorized and directed to execute, acknowledge and deliver, in the name of and on behalf of the City, an agreement among the City, the Note Registrar and a Depository to be delivered in connection with the issuance of the Notes to such Depository for use in a book-entry system.

The City may decide to discontinue use of the book-entry system through the Depository. In that event, Note certificates will be printed and delivered to the Depository.

If any Depository determines not to continue to act as the Depository for the Notes for use in a book-entry system, the City and the Note Registrar may attempt to establish a securities depository/book-entry relationship with another qualified Depository under this Ordinance. If the City and the Note Registrar do not or are unable to do so, the City and the Note Registrar, after the Note Registrar has made provision for notification of the beneficial owners by the then Depository, shall permit withdrawal of the Notes from the Depository and authenticate and deliver note certificates in fully registered form to the assigns of the Depository or its nominee, all at the cost and expense (including costs of
printing and delivering definitive Notes), if the event is not the result of action or inaction by the City or the Note Registrar, of those persons requesting such issuance.

Section 12. Income Tax Pledge. The City hereby covenants, pursuant to Section 133.05(B)(7), Ohio Revised Code, to appropriate annually from lawfully available municipal income taxes, and to continue to levy and collect municipal income taxes adequate to produce, amounts necessary to meet the debt charges on the Notes and the Bonds in each year until full payment is made.

Section 13. Federal Tax Law Compliance. The City hereby covenants that it will comply with the requirements of all existing and future laws which must be satisfied in order that interest on the Notes is and will continue to be excluded from gross income for federal income tax purposes, including without limitation restrictions on the use of the property financed with the proceeds of the Notes so that the Notes will not constitute "private activity bonds" within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended (the "Code"). The City further covenants that it will restrict the use of the proceeds of the Notes in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute arbitrage bonds under Section 148 of the Code and the regulations prescribed thereunder (the "Regulations").

The Finance Director, or any other officer of the City, including the City Manager, is hereby authorized and directed (a) to make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the City with respect to the Notes as permitted or required to be made or given under the federal income tax laws, for the purpose of assuring, enhancing or protecting favorable tax treatment or the status of the Notes or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing any rebate amount or any payment of penalties, or making any payments of special amounts in lieu of making computations to determine, or paying, any excess earnings as rebate, or obviating those amounts or payments, as determined by the Finance Director, which action shall be in writing and signed by the Finance Director, or any other officer of the City, including the City Manager, on behalf of the City; (b) to take any and all actions, make or obtain calculations, and make or give reports, covenants and certifications of and on behalf of the City, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Notes; and (c) to give an appropriate certificate on behalf of the City, for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances, and reasonable expectations of the City pertaining to Section 148 and the Regulations, and the representations, warranties and covenants of the City regarding compliance by the City with Sections 141 through 150 of the Code and the Regulations.

The Finance Director shall keep and maintain adequate records pertaining to investment of all proceeds of the Notes sufficient to permit, to the maximum extent possible and presently foreseeable, the City to comply with any federal law or regulation now or hereafter having applicability to the Notes which limits the amount of Note proceeds which may be invested on an unrestricted yield or requires the City to rebate
arbitrage profits to the United States Department of the Treasury. The Finance Director of the City is hereby authorized and directed to file such reports with, and rebate arbitrage profits to, the United States Department of the Treasury, to the extent that any federal law or regulation having applicability to the Notes requires any such reports or rebates.

Section 14. Transcript of Proceedings; Execution of Additional Documents. The officer having charge of the minutes of the Council and any other officers of the Council, or any of them individually, are hereby authorized and directed to prepare and certify a true transcript of proceedings pertaining to the Notes and to furnish a copy of such transcript to the Original Purchaser. Such transcript shall include certified copies of all proceedings and records of the Council relating to the power and authority of the City to issue the Notes and certificates as to matters within their knowledge or as shown by the books and records under their custody and control, including but not limited to a general certificate of the Clerk of Council and a no-litigation certificate of the City Manager and the Finance Director, and such certified copies and certificates shall be deemed representations of the City as to the facts stated therein.

The City Manager and Finance Director are hereby authorized and directed to take such action and to execute and deliver, on behalf of this Council, such additional instruments, agreements, certificates, and other documents as may be in their discretion necessary or appropriate in order to carry out the intent of this Ordinance. Such documents shall be in the form not substantially inconsistent with the terms of this Ordinance, as they in their discretion shall deem necessary or appropriate.

Section 15. Ohio Market Access Program. If determined necessary by the Finance Director, the City is hereby authorized to participate in the Ohio Market Access Program ("OMAP") with the respect to the Notes. The Standby Note Purchase Agreement for OMAP is hereby authorized in the form presented to this Council with such changes not materially adverse to the City as may be approved by the officers of the City executing that Standby Note Purchase Agreement. The City acknowledges the agreement of the Treasurer of State in the Standby Note Purchase Agreement that, in the event the City is unable to repay the principal amount and accrued and unpaid interest of the Notes at their maturity, whether through its own funds or through the issuance of other obligations of the City, the Treasurer of State agrees (a) to purchase the Notes from the holders or beneficial owners thereof upon their presentation to the Treasurer of State for such purchase at a price of par plus accrued interest to maturity or (b) to purchase renewal notes of the City in a principal amount not greater than the principal amount of the Notes plus interest due at maturity, with such renewal notes bearing interest at a rate equal to the AAA Municipal Market Data rate plus 400 basis points, maturing not more than one year after the date of their issuance, and being prepayable at any time with 30 days' notice, provided that in connection with the Treasurer of State's purchase of such renewal notes the City shall deliver to the Treasurer of State an unqualified opinion of nationally recognized bond counsel that (i) such renewal notes are the legal, valid and binding general obligations of the City, and the principal of and interest on such renewal notes, unless paid from other sources, are to be paid from the proceeds of the levy of ad valorem taxes within the ten-mill limitation imposed by law on all property subject to ad valorem
taxes levied by the City, and (ii) interest on the renewal notes is excluded from gross income for federal income tax purposes under Section 103 of the Code to the same extent that interest on the Notes is so excluded.

Section 16. Appointment of Bond Counsel. The appointment of the law firm of Bricker & Eckler LLP to serve as Bond Counsel with respect to the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval by the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Bonds.

Section 17. Appointment of Municipal Advisor. The appointment of H.J. Umbaugh & Associates, Certified Public Accountants, LLP to serve as a municipal advisor to the City in connection with the issuance of the Notes is hereby approved. The fees to be paid to such firm shall be subject to review and approval of the Finance Director, shall not exceed the fees customarily charged for such services, and shall be paid upon closing of the financing from proceeds of the Notes.

Section 18. Compliance with Open Meeting Requirements. It is hereby found and determined that all formal actions of this Council concerning and relating to the adoption of this ordinance were adopted in an open meeting of this Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code.

Section 19. Satisfaction of Conditions for Issuance. It is hereby determined that all acts, conditions and things necessary to be done precedent to and in the issuing of the Notes in order to make them legal, valid and binding obligations of the City have happened, been done and been performed in regular and due form as required by law; that the full faith, credit and revenue of the City are hereby irrevocably pledged for the prompt payment of the principal and interest thereof at maturity; and that no limitation of indebtedness or taxation, either statutory or constitutional, has been exceeded in issuing the Notes.

Section 20. Filing of Note Ordinance. The Clerk of Council is hereby directed to forward a certified copy of this ordinance to the Auditor of Franklin County, Ohio.

Section 21. Publication and Effective Date. That notice of passage of this ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed

Passed

Passed
President of Council

Attest:

_______________________________
Clerk of Council

Approved as to form:

_______________________________
Law Director
CERTIFICATE

The undersigned Clerk of Council hereby certifies that the foregoing is a true copy of Ordinance No. _________ duly adopted by the City Council of the City of Worthington, Ohio on June 18th, 2018, and that a true copy thereof was certified to the County Auditor of Franklin County, Ohio.

______________________________
Clerk of Council
City of Worthington, Ohio
STAFF MEMORANDUM
City Council Meeting – June 18, 2018

Date: May 31, 2018
To: Matthew H. Greeson
From: Dan Whited, Director of Service & Engineering
Subject: Ordinance No. 33-2018 - Appropriation - Right of Way Acquisition for Northeast Gateway Project

EXECUTIVE SUMMARY
This Ordinance appropriates $2,856,200 for right of way acquisition for the Northeast Gateway Project at the intersection of Huntley, Wilson Bridge and Worthington Galena Roads

RECOMMENDATION
Approve as Presented

BACKGROUND/DESCRIPTION
Pending ODOT review and approval of consultant contracts, the process for appraisal, review, negotiation and acquisition of all necessary parcels will begin in the coming weeks. In order to streamline the acquisition process, and to expedite the momentum of the project, staff is proposing the appropriation of the funds necessary to complete each of the 124 identified parcel purchases. This is an estimated $2,856,200. Of that total, $2,356,255 will be reimbursed to the City of Worthington through the Federal Attributable Funds awarded for the project. It is critical these acquisitions take place in a timely manner to ensure the project meets various deadline dates to assure Federal reimbursement.

FINANCIAL IMPLICATIONS/FUNDING SOURCES (if applicable)
Funding for the City’s share of right of way acquisition for this project is included in the Capital Improvements Program.

ATTACHMENTS
Ordinance No. 33-2018
ORDINANCE NO. 33-2018

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Capital Improvements Fund Unappropriated Balance to Pay for Right-of-Way Acquisition for the NE Gateway Intersection Improvement Project and all Related Expenses with said Project. (Project No. 602-14)

WHEREAS, the Charter of the City of Worthington, Ohio, provides that City Council may at any time amend or revise the Budget by Ordinance, providing that such amendment does not authorize the expenditure of more revenue than will be available; and,

WHEREAS, the Northeast Gateway Project will reconstruct Worthington Galena Road starting 600 fee north of the CSX railroad to Lakeview Plaza Boulevard, Wilson Bridge Road from the CSX Railroad to Worthington Galena Road, and Huntley Road starting 400 feet south of Wilson Bridge Road to Wilson Bridge Road; and,

WHEREAS, the Project will require the City of Worthington to acquire 34 permanent takes, 5 standard highway easements, 17 utility easements, 11 slope easements, 47 temporary takes, and 8 partial vacations of existing easements. In addition, one residential relocation and two commercial relocations are required; and,

WHEREAS, the total estimated cost for Right-of-Way Acquisition is $2,856,200 with reimbursement to the City from Federal Attributable Funds of $2,356,255.

NOW, THEREFORE, BE IT ORDAINED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. That there be and hereby is appropriated from the Capital Improvements Fund Unappropriated Balance to Account No. 308.8150.533330 an amount not to exceed Two Million Eight Hundred Fifty Six Thousand Two Hundred Dollars ($2,856,200) to pay for Right-of-Way Acquisition as part of the NE Gateway Intersection Improvement Project and all related expenses (Project No. 602-14).

SECTION 2. That notice of passage of this Ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the Ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This Ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed ________________

President of Council

Attest: Introduced

__________________________
P.H Effective

__________________________
Clerk of Council
Date: May 31, 2018
To: Matthew H. Greeson
From: Tom Lindsey, Law Director
Subject: Ordinance No. 34-2018 - Ballot Issue - Electric Aggregation

EXECUTIVE SUMMARY
This Ordinance authorizes the City to adopt an electric aggregation program with opt-out provisions pursuant to Section 4928.20 of the Ohio Revised Code if approved by the electors at the November 6, 2018 election.

RECOMMENDATION
Approve as Presented

BACKGROUND/DESCRIPTION
Section 4928.20 of the Ohio Revised Code authorizes counties, municipalities, and townships to pool their residents together as a buying group to purchase electricity. The government entity solicits bids on behalf of the buying group which may result in a lower price than is generally available for the individuals. This process of pooling residents is called electric aggregation and is regulated by the Public Utilities Commission of Ohio. Staff presented City Council background information regarding electric aggregation at the March 12th and May 21st meetings.

The proposed ordinance authorizes the City to adopt an electric aggregation program with opt-out provisions pursuant to Section 4928.20 if approved by a majority of the electors. It directs the Franklin County Board of Elections to place the issue on the November 6, 2018 ballot.

If the voters approve the ballot issue in November, then the City must adopt a Plan of Operation and Governance, which is the guiding document that provides for how the City’s electric aggregation program will operate (e.g., who will manage the program, how a supplier will be selected, consumer notifications, billing). Before adopting the Plan of Operation and Governance, the City must hold at least two public hearings giving residents the opportunity to learn about and comment on the Plan.
ATTACHMENTS
Ordinance No. 34-2018
March 8, 2018 Memorandum on Electric Aggregation
ORDINANCE NO. 34-2018

To Authorize All Actions Necessary to Effectuate an Opt-Out Electric Service Aggregation Program Pursuant to Ohio Revised Code 4928.20; and Directing the Franklin County Board of Elections to Submit the Ballot Question to the Electors.

WHEREAS, Section 4928.20 of the Ohio Revised Code authorizes the legislative authorities of municipal corporations, townships and counties to aggregate automatically, subject to opt-out provisions, competitive electric service for the retail electric loads located in the respective jurisdictions and to enter into service agreements to facilitate the sale and purchase of the service for the electricity loads; and

WHEREAS, such legislative authorities may exercise such authority jointly with any other legislative authorities; and

WHEREAS, governmental aggregation may permit residential and small business customers to realize lower electric rates from the collective purchasing of electric services; and

WHEREAS, this Council seeks to establish a governmental aggregation program with opt-out provisions pursuant to Section 4928.20, Ohio Revised Code (the “Aggregation Program”), for the residents, businesses and other electric consumers in the City and in conjunction jointly with any other municipal corporation, township, county or other political subdivision of the State of Ohio, as permitted by law.

NOW THEREFORE, BE IT ORDAINED by the Council of the Municipality of Worthington, Franklin County, State of Ohio:

SECTION 1. That provided this Ordinance and the Aggregation Program is approved by the electors of the City of Worthington pursuant to Section 2 of this Ordinance, the City of Worthington is hereby authorized to aggregate in accordance with Section 4928.20 of the Ohio Revised Code, the retail electrical loads located within the City of Worthington, and, for that purpose to enter into service agreements to facilitate for those loads the sale and purchase of electricity. The City of Worthington may exercise such authority jointly with any other municipal corporation, township or county or other political subdivision of the State of Ohio to the full extent permitted by law. The aggregation will occur automatically for each person owning, occupying, controlling, or using an electric load center proposed to be aggregated and will provide for the opt-out rights described in Section 4 of this Ordinance.

SECTION 2. That the Board of Elections of Franklin County is respectfully directed to submit the following question to the electors of the City of Worthington at the general election on November 6, 2018.

“Shall the City of Worthington have the authority to aggregate the retail electric loads located in the City, and for that purpose, enter into service agreements to facilitate for those loads the sale and purchase of electricity, such aggregation to occur automatically except where any person elects to opt out?”
The Aggregation Program shall not take effect unless approved by a majority of the electors voting upon this Ordinance and the Aggregation Program provided for herein at the election held pursuant to this Section 2 and Section 4928.20 of the Ohio Revised Code.

SECTION 3. That the Clerk of Council is instructed to file a certified copy of this Ordinance and the proposed form of the ballot question with the County Board of Elections not less than ninety (90) days prior to November 6, 2018.

SECTION 4. That upon the approval of a majority of the electors voting at the election provided for in Section 2 of this Ordinance, this Council individually or jointly with any other political subdivision, shall develop a plan of operation and governance for the Aggregation Program. Before adopting such plan, this Council shall hold at least two public hearings on the plan. Before the first hearing, notice of the hearings shall be published once a week for two consecutive weeks in a newspaper of general circulation in the City. The notice shall summarize the plan and state the date, time, and location of each hearing. No plan adopted by this Council shall aggregate the electrical load of any electric load center with the City unless it in advance clearly discloses to the person owning, occupying, controlling, or using the load center that the person will be enrolled automatically in the Aggregation Program and will remain so enrolled unless the person affirmatively elects by a stated procedure not to be so enrolled. The disclosure shall state prominently the rates, charges, and other terms and conditions of enrollment. The stated procedure shall allow any person enrolled in the Aggregation Program the opportunity to opt out of the program every three years without paying a switching fee. Any such person that opts out of the Aggregation Program pursuant to the stated procedure shall default to the standard service offer provided under division (a) of Section 4928.14 or division (d) of Section 4928.35, Ohio Revised Code until the person chooses an alternative supplier.

SECTION 5. That all formal actions of this Council concerning and related to the adoption of this Ordinance were taken in an open meeting of said Council, and that all deliberations of this Council that resulted in such formal action were made in meetings open to the public, when required by law, in full compliance with all legal requirements, including without limitation, provisions of the Charter of the City of Worthington, Chapter 109 of the Codified Ordinances of the City and Section 121.22 of the Ohio Revised Code.

SECTION 6. That notice of passage of this Ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the Ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This Ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed ________________

___________________________
President of Council

Attest:

___________________________
Introduced
P.H

___________________________
Clerk of Council

________________________________
Effective
March 8, 2018

TO: Members of City Council

FROM: Matt Greeson
City Manager

SUBJECT: Electrical Aggregation

This is an update to a memorandum originally authored by former Law Director, Pam Fox, on the subject of electrical aggregation.

In the early 2000’s, Ohio authorized utility consumer choice programs. Currently, each individual Ohio electric consumer has the ability to choose a supplier other than the primary utility company (AEP) to provide service. The PUCO provides guidance to consumers in selecting a supplier and details the steps necessary to enroll in a consumer choice program. The Apples-to-Apples chart on the PUCO website http://energychoice.ohio.gov/ allows consumers to compare the current offers of the eligible electric suppliers in the AEP Ohio service area. The consumer is responsible for reviewing the different offers, selecting an offer, and contacting the supplier to enter into the individual agreement.

Ohio also permits counties, municipalities, and townships to pool their residents together as a buying group to purchase electricity. The government entity solicits bids on behalf of the buying group which may result in a lower price than is generally available for the individuals. This process of pooling residents is called governmental aggregation and is regulated by state law and the PUCO. In order to qualify as a governmental aggregator, a number of steps need to be followed.

There are two types of aggregation programs, an “opt out” and an “opt in” program. Most governmental aggregators have chosen the “opt out” program because it results in a larger buying group. An “opt out” program places all residential customers and certain small businesses in the program, unless they actively “opt out” during the enrollment period. If the City decides to become a governmental aggregator offering an “opt out” program, then it is required to get the consent of a majority of the citizens by placing an issue on the primary or general election ballot.

If the voters approve the aggregation ballot issue, then the City must adopt a Plan of Operation and Governance, which is the guiding document that provides for how the program will operate (e.g., who will manage the program, how a supplier will be selected, consumer notifications, billing). Before adopting the Plan of Operation and Governance, the City must hold at least two
Memorandum to City Council
Electric Aggregation
March 8, 2018

public hearings giving residents the opportunity to learn about and comment on the Plan. Once approved, the Plan and supporting documentation are filed with the PUCO with an application for certification.

As a certified governmental aggregator, the City is then authorized to select an electric supplier to serve as the supplier for the residents and small businesses. Many government aggregators hire consultants to assist in developing the program and selecting a qualified supplier. Generally cities issue a request for proposals and evaluate those received against the requirements listed in the RFP. Requirements typically include the length of the contract, participation requirements, customer service requirements, and company qualifications.

Once a provider is selected, all customers must be notified that they will be automatically enrolled in the program, unless they specifically elect not to participate. The notice is required to include the rates for the service, charges, and any other terms and conditions of enrollment in the program. Typically, the opt out notice is a letter accompanied by a postcard to be mailed back, or sometimes it can be a phone call or a visit to a website to opt out. Residents must be given an opportunity to opt out every three years without paying a switching or termination fee. Many aggregation programs are structured to permit customers to terminate at any time without any fee.

Ohio Revised Code Chapter 4928 and the applicable Ohio Administrative Code provisions include a variety of requirements of an “opt out” program, including how to treat customers who move in and out of the area served, customers who already are choice customers with other utilities (they have already done their own research and selected an alternative provider), information that must be provided regarding billing and notices and customer service directives among other things.

In order to effectively manage a utility aggregation program, city staff must be charged with ensuring that it gets implemented with a minimum of disruption to the residents. Because the program automatically includes all residents, public notice and education is key. How and when information is disseminated may determine the success of the program. Cities frequently utilize the consultants described above to assist with this effort including training staff, providing public information content, participating in public meetings, etc.

The City can expect to get calls from residents who may not have been aware of the ballot issue, nor noticed the mailings or other communications to inform them of the right to opt out, but notice something different on their electric bill. Others may not like the idea of being automatically enrolled in a program or the City’s choice of energy, energy provider or energy rate. It is important that the City does as much as possible to inform the residents of the change. There is always the possibility that the City’s aggregation price is not the lowest available rate. If this happens, some customers may be upset with the City despite their own ability to opt out of the program and choose their own electric supplier. One City contacted described their program as seeking to save money for the people who are not going to take the time and energy to shop their electric supplier themselves.
Memorandum to City Council
Electric Aggregation
March 8, 2018

The benefit articulated by these programs is that by group purchasing, cities are able to obtain a lower than market rate for its residents, thus saving them money and keeping dollars in the local economy. Additionally, as we have recently done with the City of Worthington’s governmental facilities, we would have the option to pursue renewable energy (likely through Renewable Energy Certificates) as part of the energy supplier purchasing process. This is what has been proposed by Council Members Robinson and Smith and fits within our goals of enhancing Worthington’s sustainability efforts.

The first opportunity to have an “opt out” aggregation issue on the ballot is at the general election in November 2018. August 8th is the date for submitting a local issue to the Board of Elections for the November ballot. ORC 4928.20 does not impose any special notices or hearing requirements concerning the passage of the ballot ordinance.

City Charter Section 2.19 provides that ordinances directing an election or a question to the electorate are effective upon passage and publication. Therefore, passage of the ballot ordinance at the last council meeting before summer break (July 16th) will be legally sufficient. This would provide almost four months for public communication prior to the November 6th election. The next opportunity would be the primary election in May 2019.

Staff will seek the Council’s direction on whether this is a priority that is desirable to pursue and, if so, when. Should the desire be to pursue electric aggregation, staff would interview qualified consulting firms to assist in process.

More information regarding electrical aggregation can be found on two State of Ohio websites:

https://www.puco.ohio.gov/be-informed/consumer-topics/governmental-energy-aggregation-local-community-buying-power/

STAFF MEMORANDUM
City Council Meeting – June 18, 2018

Date: June 18, 2018

To: Matthew H. Greeson, City Manager

From: Scott F. Bartter, Finance Director

Subject: Resolution No. 37-2018: Adoption of the 2019 Tax Budget

EXECUTIVE SUMMARY
This Resolution adopts the 2019 Tax Budget which is an annual requirement and must be filed with the County Auditor by July 20 each year.

RECOMMENDATION
Introduction and Approval of the Resolution as Presented

BACKGROUND/DESCRIPTION
The Tax Budget is prepared each year for submission to the Franklin County Budget Commission as required by Ohio Revised Code Section 5705.30. The Tax Budget is used primarily as a planning tool which establishes general guidelines for the subsequent operating budget, which is passed in December of each year. The County Tax Budget is required to be filed with the County Auditor on or before July 20th of each year. This Resolution adopts the tax budget.

The Tax Budget’s primary purpose is to serve as a tool for political subdivisions and taxing authorities to use to assess the financial condition of the jurisdiction in time to place tax levies on the ballot if necessary. The statutory deadlines were established to foster this concept. The Tax Budget does not appropriate any funds or establish any budgetary restrictions.

The 2019 Tax Budget details the three (3) funds that receive real property taxes as a revenue source. These funds are the General Fund, Police Pension Fund and General Bond Retirement Fund. They are shown in a four-year capsule with two (2) years of actual and two (2) years of projected revenue and expense data. All other budgetary funds are shown in summary form for 2019 with estimated revenues and expenses. Also included for your review is a combined 2019 Tax Budget Fund Summary that depicts all funds for budget years 2018 and 2019. This statement shows actual beginning cash balance at January 1,
2018, estimated revenues and expenses for both years, encumbrances as of December 31, 2017, and estimated cash fund balances at each year end. This statement mirrors the information included in the 2019 Tax Budget.

ATTACHMENTS
Resolution No. 37-2018
2019 Tax Budget
2019 Tax Budget Fund Summary
RESOLUTION NO. 37-2018

Providing for Adoption of the Tax Budget for the Fiscal Year Beginning January 1, 2019

BE IT RESOLVED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. That the Tax Budget for the fiscal year beginning January 1, 2019, as submitted and now on file in the office of the City Clerk, which Tax Budget is incorporated herein and made a part hereof by reference, be and the same hereby is accepted and adopted, and that said Tax Budget be submitted by the Clerk for consideration and action by the Budget Commission of Franklin County, Ohio.

SECTION 2. That the Clerk be and hereby is instructed to record this Resolution in the appropriate resolution book.

Adopted ____________________

_______________________________
President of Council

Attest:

_______________________________
Clerk of Council
RESOLUTION NO. 37-2018

Providing for Adoption of the Tax Budget for the Fiscal Year Beginning January 1, 2019

BE IT RESOLVED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. That the Tax Budget for the fiscal year beginning January 1, 2019, as submitted and now on file in the office of the City Clerk, which Tax Budget is incorporated herein and made a part hereof by reference, be and the same hereby is accepted and adopted, and that said Tax Budget be submitted by the Clerk for consideration and action by the Budget Commission of Franklin County, Ohio.

SECTION 2. That the Clerk be and hereby is instructed to record this Resolution in the appropriate resolution book.

Adopted ______________

___________________________________
President of Council

Attest:

___________________________________
Clerk of Council
City or Village of WORTHINGTON
FRANKLIN County, Ohio
(Date) July, 2018

This budget must be adopted by the Council or other legislative body on or before July 15th, and two copies must be submitted to the County Auditor on or before July 20th. FAILURE TO COMPLY WITH SEC.5705.28 R.C. SHALL RESULT IN LOSS OF GOVERNMENT FUND ALLOCATION.

To the Auditor of said County:
The following Budget year beginning January 1, 2019 has been adopted by Council and is hereby submitted for consideration of the County Budget Commission.

Signed
Title Director of Finance

---

**SCHEDULE A**

**SUMMARY OF AMOUNTS REQUIRED FROM GENERAL PROPERTY TAX APPROVED BY BUDGET COMMISSION, AND COUNTY AUDITOR'S ESTIMATED RATES**

<table>
<thead>
<tr>
<th>FUND</th>
<th>For Municipal Use</th>
<th>For Budget Commission Use</th>
<th>For County Auditor Use</th>
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</thead>
<tbody>
<tr>
<td></td>
<td>Budget Year Amount Requested of Budget Commission Inside/Outside Limitation</td>
<td>Budget Year Amount Approved by Budget Commission Inside 10 Mill Limitation</td>
<td>Budget Year Amount to be Derived From County Auditor's estimate of Budget Year 10 Mill Limitation</td>
</tr>
<tr>
<td></td>
<td>Column 1</td>
<td>Column 2</td>
<td>Column 3</td>
</tr>
<tr>
<td>GOVERNMENT FUNDS</td>
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<td></td>
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<tr>
<td>GENERAL FUND</td>
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<td>POLICE PENSION FUND</td>
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<tr>
<td>GEN BOND RETIREMENT</td>
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<tr>
<td>PROPRERTIARY FUNDS</td>
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<td>FIDUCIARY FUNDS</td>
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<tr>
<td>TOTAL ALL FUNDS</td>
<td>$ 3,235,011</td>
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</tbody>
</table>
### SCHEDULE B

**LEVIES OUTSIDE 10 MILL LIMITATION, EXCLUSIVE OF DEBT LEVIES**

<table>
<thead>
<tr>
<th>FUND</th>
<th>Maximum Rate Authorized to be Levied</th>
<th>Tax Year County Auditor's Estimate of Yield of Levy (Carry to Sch. A, Column 3)</th>
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<tbody>
<tr>
<td><strong>GENERAL FUND:</strong></td>
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<tr>
<td>Current Expense Levy authorized by voters on / / ,</td>
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<td>not to exceed years. Authorized under Sect. , R.C.</td>
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<tr>
<td><strong>TOTAL GENERAL FUND OUTSIDE 10 MILL LIMITATION</strong></td>
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<tr>
<td><strong>SPECIAL LEVY FUNDS:</strong></td>
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<tr>
<td>Fund, Levy authorized by voters on / / ,</td>
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<tr>
<td>Fund, Levy authorized by voters on / / ,</td>
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<th>Budget Year Estimated for 2019</th>
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<td>Proceeds from Sale of Debt</td>
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**FUND NAME: GENERAL FUND**  
**FUND TYPE/CLASSIFICATION: GOVERNMENTAL--GENERAL**

This Exhibit is to be used for the General Fund Only

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<th>DESCRIPTION</th>
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<th>Budget Year Estimated for 2019</th>
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<tr>
<td>Travel Transportation</td>
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<tr>
<td>Capital Outlay</td>
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<tr>
<td>Total Public Health Services</td>
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<td>Personal Services</td>
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<tr>
<td>Travel Transportation</td>
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<tr>
<td>Capital Outlay</td>
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<tr>
<td>Total Basic Utility Services</td>
<td>$933,931</td>
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<td>$1,000,500</td>
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FUND NAME: GENERAL FUND
FUND TYPE/CLASSIFICATION: GOVERNMENTAL--GENERAL

This Exhibit is to be used for the General Fund Only

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<th>DESCRIPTION</th>
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<th>For 2017 Actual (2)</th>
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<th>Budget Year Estimated for 2019 (4)</th>
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<tr>
<td>Travel Transportation</td>
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<tr>
<td>Contractual Services</td>
<td></td>
<td></td>
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<tr>
<td>Supplies and Materials</td>
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<tr>
<td>Capital Outlay</td>
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<tr>
<td>Total Transportations</td>
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<td>Total Debt Service</td>
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*Use Cash Balance
## Police Pension Fund

**FUND NAME:** POLICE PENSION  
**FUND TYPE/CLASSIFICATION:** GOVERNMENTAL -- SPECIAL REVENUE

To be used for any fund receiving property tax revenue except the General Fund.

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<th>DESCRIPTION</th>
<th>For 2016 Actual</th>
<th>For 2017 Actual</th>
<th>Current Year Estimated for 2018</th>
<th>Budget Year Estimated for 2019</th>
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<td>XXXXXXXX</td>
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<td>XXXXXXXX</td>
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<td>Local Taxes:</td>
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<tr>
<td>General Property Tax -- Real Estate</td>
<td>$ 151,270</td>
<td>$ 154,308</td>
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<td>Tangible Personal Property</td>
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<td>1,000</td>
<td>-</td>
</tr>
<tr>
<td>Total Local Taxes</td>
<td>$ 151,270</td>
<td>$ 154,308</td>
<td>$ 173,423</td>
<td>$ 176,734</td>
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<td>Intergovernmental Revenues:</td>
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<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
</tr>
<tr>
<td>(OBJECT)</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
</tr>
<tr>
<td>Security of Persons and Property:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Personal Services</td>
<td>$ 582,691</td>
<td>$ 603,340</td>
<td>$ 625,000</td>
<td>$ 650,000</td>
</tr>
<tr>
<td>Total Security of Persons and Property</td>
<td>$ 582,691</td>
<td>$ 603,340</td>
<td>$ 625,000</td>
<td>$ 650,000</td>
</tr>
</tbody>
</table>

**TOTAL EXPENDITURES**  
$ 582,691 $ 603,340 $ 625,000 $ 650,000

Revenues Over (Under) Expenditures  
$ 163,484 $ 170,726 $ 70,128 $ 48,981

Beginning Unencumbered Fund Balance  
262,773 426,257 596,982 667,110

(Use Actual Cash Balance in Col. 2 and 3)

Ending Cash Balance  
$ 426,257 $ 596,982 $ 667,110 $ 716,091

Estimated Encumbrances (outstanding at end of year)

Estimated Ending Unencumbered Fund Balance  
$ 426,257 $ 596,982 $ 667,110 $ 716,091
**FUND NAME: GENERAL BOND RETIREMENT**

**FUND TYPE/CLASSIFICATION: GOVERNMENTAL -- DEBT SERVICE**

To be used for any fund receiving property tax revenue except the General Fund.

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>For 2016 Actual (1)</th>
<th>For 2017 Actual (2)</th>
<th>Current Year Estimated for 2018 (3)</th>
<th>Budget Year Estimated for 2019 (4)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>REVENUE</strong></td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
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<tr>
<td>Local Taxes:</td>
<td></td>
<td></td>
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<td></td>
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<tr>
<td>General Property Tax -- Real Estate</td>
<td>$ 85,713</td>
<td>$ 87,424</td>
<td>$ 97,706</td>
<td>$ 100,149</td>
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<tr>
<td>Tangible Personal Property</td>
<td>3,980</td>
<td>-</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Total Local Taxes</td>
<td>$ 89,693</td>
<td>$ 87,424</td>
<td>$ 97,706</td>
<td>$ 100,149</td>
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<tr>
<td>Intergovernmental Revenues:</td>
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<td></td>
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<tr>
<td>Property Tax Allocation</td>
<td>15,259</td>
<td>18,601</td>
<td>12,299</td>
<td>12,606</td>
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<td>Other Financing Sources:</td>
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<tr>
<td>Transfers In</td>
<td>950,000</td>
<td>723,500</td>
<td>1,092,013</td>
<td>1,201,976</td>
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<tr>
<td>GO Bond Proceeds</td>
<td>1,560,000</td>
<td>1,560,000</td>
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<td>-</td>
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<tr>
<td><strong>TOTAL REVENUE</strong></td>
<td>$ 2,614,951</td>
<td>$ 2,389,525</td>
<td>$ 1,202,018</td>
<td>$ 1,314,731</td>
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<td><strong>EXPENDITURES</strong></td>
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<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
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<td>Debt Service:</td>
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<td></td>
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<td>Redemption of Principal</td>
<td>$ 2,390,000</td>
<td>$ 2,515,000</td>
<td>$ 960,000</td>
<td>$ 980,000</td>
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<tr>
<td>Interest</td>
<td>90,441</td>
<td>159,343</td>
<td>132,013</td>
<td>221,976</td>
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<tr>
<td><strong>Total Debt Service</strong></td>
<td>$ 2,480,441</td>
<td>$ 2,674,343</td>
<td>$ 1,092,013</td>
<td>$ 1,201,976</td>
</tr>
<tr>
<td><strong>TOTAL EXPENDITURES</strong></td>
<td>$ 2,480,441</td>
<td>$ 2,674,343</td>
<td>$ 1,092,013</td>
<td>$ 1,201,976</td>
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<tr>
<td>Revenues Over (Under) Expenditures</td>
<td>$ 134,511</td>
<td>$ (284,818)</td>
<td>$ 110,005</td>
<td>$ 112,755</td>
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<td>Beginning Unencumbered Fund Balance</td>
<td>1,213,530</td>
<td>1,348,041</td>
<td>1,063,223</td>
<td>1,173,228</td>
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<tr>
<td>(Use Actual Cash Balance in Col. 2 and 3)</td>
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<tr>
<td>Ending Cash Balance</td>
<td>$ 1,348,041</td>
<td>$ 1,063,223</td>
<td>$ 1,173,228</td>
<td>$ 1,285,983</td>
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<tr>
<td>Estimated Encumbrances (outstanding at end of year)</td>
<td>-</td>
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<tr>
<td>Estimated Ending Unencumbered Fund Balance</td>
<td>$ 1,348,041</td>
<td>$ 1,063,223</td>
<td>$ 1,173,228</td>
<td>$ 1,285,983</td>
</tr>
</tbody>
</table>
### Exhibit III

#### Fund List All Funds Individually Unless Reported on Exhibit I or II

<table>
<thead>
<tr>
<th>FUND</th>
<th>Estimated Fund Balance 1/1/2019</th>
<th>Budget Year Estimated Receipt</th>
<th>Total Available For Expenditures</th>
<th>Budget Year Expenditures and Encumbrances</th>
<th>Estimated Unencumbered Fund Balance 12/31/2019</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>GOVERNMENTAL:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>Street Maintenance and Repair</td>
<td>13,944</td>
<td>920,000</td>
<td>933,944</td>
<td>724,564</td>
<td>208,350</td>
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<tr>
<td>State Highway Improvements</td>
<td>15,009</td>
<td>146,500</td>
<td>161,509</td>
<td>148,631</td>
<td>148,631</td>
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<td>Water</td>
<td>80,561</td>
<td>120,500</td>
<td>201,061</td>
<td>56,727</td>
<td>119,227</td>
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<td>Sanitary Sewer</td>
<td>63,331</td>
<td>81,000</td>
<td>144,331</td>
<td>56,727</td>
<td>82,727</td>
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<td>Law Enforcement Trust</td>
<td>61,890</td>
<td>2,500</td>
<td>64,390</td>
<td>724,564</td>
<td>72,036</td>
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<td>M. M. V. L. T.</td>
<td>132,714</td>
<td>115,000</td>
<td>247,714</td>
<td>150,000</td>
<td>97,714</td>
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<td>Enforcement and Education</td>
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<td>2,500</td>
<td>50,317</td>
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<td>12,500</td>
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<td>Community Technology</td>
<td>-</td>
<td>-</td>
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<td></td>
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<tr>
<td>Court Clerk Computer</td>
<td>157,618</td>
<td>20,000</td>
<td>177,618</td>
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<td>166,018</td>
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<td>Economic Development</td>
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<td>330,000</td>
<td>715,330</td>
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<td>252,330</td>
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<td>Parks and Rec Revolving</td>
<td>315,853</td>
<td>990,000</td>
<td>1,305,853</td>
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<td>289,474</td>
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<td>Special Parks</td>
<td>37,654</td>
<td>10,000</td>
<td>47,654</td>
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<td>47,654</td>
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<td>Worthington Station TIF Fund (910)</td>
<td>11,705</td>
<td>130,000</td>
<td>141,705</td>
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<td>11,705</td>
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<td>W Wilson Bridge Rd MPI TIF Fund (920)</td>
<td>271,098</td>
<td>175,000</td>
<td>446,098</td>
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<td>257,098</td>
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<td>933 High St. MPI TIF Fund (930)</td>
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<tr>
<td>Downtown Worthington MPI TIF Fund</td>
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<td>151,000</td>
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<tr>
<td>Worthington Square MPI TIF (940)</td>
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<td>28,000</td>
<td>56,000</td>
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<td>54,000</td>
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<tr>
<td>W. Dublin Granville MPI TIF (945)</td>
<td>97,090</td>
<td>97,000</td>
<td>194,090</td>
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<td>162,090</td>
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<tr>
<td><strong>TOTAL SPECIAL REVENUE FUNDS</strong></td>
<td>1,987,454</td>
<td>3,354,250</td>
<td>5,341,704</td>
<td>1,543,528</td>
<td>2,019,746</td>
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<tr>
<td><strong>DEBT SERVICE FUNDS</strong></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Special Assessment</td>
<td>278,448</td>
<td>-</td>
<td>278,448</td>
<td>-</td>
<td>278,448</td>
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<tr>
<td><strong>TOTAL DEBT SERVICE FUNDS</strong></td>
<td>278,448</td>
<td>-</td>
<td>278,448</td>
<td>-</td>
<td>278,448</td>
</tr>
<tr>
<td><strong>CAPITAL PROJECT FUNDS</strong></td>
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<td></td>
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</tr>
<tr>
<td>Trunk Sewer</td>
<td>375,149</td>
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<td>375,149</td>
<td>-</td>
<td>375,149</td>
</tr>
<tr>
<td>Capital Improvements</td>
<td>4,186,027</td>
<td>5,269,825</td>
<td>9,454,852</td>
<td></td>
<td>4,035,896</td>
</tr>
</tbody>
</table>

8.A. - Adoption of the 2019 Tax Budget
## Permissive License Tax

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>TOTAL CAPITAL PROJECTS</td>
<td>$4,560,176</td>
<td>$5,269,825</td>
<td>$9,830,001</td>
<td>$-</td>
<td>$5,418,956</td>
<td>$5,418,956</td>
<td>$4,411,045</td>
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<td>Fund</td>
<td>1/1/2019</td>
<td>12/31/2019</td>
<td>Total Available</td>
<td>Budget Year Expenditures and Encumbrances</td>
<td>Estimated Unencumbered Balance 12/31/2019</td>
<td></td>
<td></td>
</tr>
<tr>
<td>-----------------------------</td>
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<td>------------</td>
<td>----------------</td>
<td>-------------------------------------------</td>
<td>------------------------------------------</td>
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<td><strong>Proprietary:</strong></td>
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<td></td>
</tr>
<tr>
<td><strong>Enterprise Funds</strong></td>
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<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Enterprise Funds</strong></td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Internal Service Funds</strong></td>
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<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Internal Service Funds</strong></td>
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<td>XXXXXXXX</td>
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<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
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<td><strong>Fiduciary:</strong></td>
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<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Trust and Agency Funds</strong></td>
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<td>XXXXXXXX</td>
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<tr>
<td>Accrued Acreage Benefit</td>
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<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
<tr>
<td>O. B. B. S.</td>
<td>687</td>
<td>7,500</td>
<td>8,187</td>
<td>7,500</td>
<td>687</td>
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<td>PACE Fund</td>
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<td>33,000</td>
<td>33,000</td>
<td>-</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td><strong>Total Trust &amp; Agency Funds</strong></td>
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<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total for Memorandum Only</strong></td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td>XXXXXXXX</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
## STATEMENT OF PERMANENT IMPROVEMENTS
(Do Not Include Expense to be Paid from Bond Issue)

(Section 5705.29. Revised Code)

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>Estimated Cost of Permanent Improvement</th>
<th>Amount to be Budgeted During Current Year</th>
<th>Name of Paying Fund</th>
</tr>
</thead>
<tbody>
<tr>
<td>Street/Sidewalk/Traffic Improvements</td>
<td>$900,000</td>
<td>$900,000</td>
<td>Capital Improvements</td>
</tr>
<tr>
<td>Building Improvements</td>
<td>200,000</td>
<td>200,000</td>
<td>Same</td>
</tr>
<tr>
<td>Community Center Parking Lot Reconstruction</td>
<td>175,000</td>
<td>175,000</td>
<td>Same</td>
</tr>
<tr>
<td>Community Center Fitness Floor Painting</td>
<td>14,500</td>
<td>14,500</td>
<td>Same</td>
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<tr>
<td>Community Center Locker Room Painting</td>
<td>9,500</td>
<td>9,500</td>
<td>Same</td>
</tr>
<tr>
<td>Comm Ctr North Locker Room Shower</td>
<td>16,500</td>
<td>16,500</td>
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</tr>
<tr>
<td>Griswold Center Window Replacements</td>
<td>71,000</td>
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<tr>
<td>Waterline Improvements Inventory</td>
<td>100,000</td>
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<tr>
<td>Arterial Improvements</td>
<td>300,000</td>
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<td>Same</td>
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<tr>
<td>CBD Paver Renovation</td>
<td>20,000</td>
<td>20,000</td>
<td>Same</td>
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<tr>
<td>Comm Ctr South End Renovations</td>
<td>15,000</td>
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<td>Same</td>
</tr>
<tr>
<td>Security System Improvements</td>
<td>50,000</td>
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<td>Same</td>
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<tr>
<td>Selby Park Playground Replacement</td>
<td>185,000</td>
<td>185,000</td>
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<tr>
<td>Bike &amp; Pedestrian Improvements</td>
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<td>Same</td>
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<td>Comm Wayfinding Signage</td>
<td>75,000</td>
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<tr>
<td>2019 New and Replacement Equip</td>
<td>1,040,000</td>
<td>1,040,000</td>
<td>Same</td>
</tr>
</tbody>
</table>

**TOTAL**                                      | $3,271,500                              | $3,271,500                               |                      |

For the year being budgeted, list each contemplated disbursement for permanent improvements, exclusive of any expense to be paid from bond issues, by the fund from which the expenditures are to be made. Examples for describing the permanent improvements are: window replacement, vehicle purchase, furnishing offices, appliances for fire department kitchen.
Statement of Amounts Required for Payment of Final Judgements

(Section 5705.29. Revised Code)

<table>
<thead>
<tr>
<th>Description of Judgement</th>
<th>Amount of Judgement</th>
<th>Fund Paying Judgement</th>
</tr>
</thead>
<tbody>
<tr>
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</tr>
</tbody>
</table>

List the amounts required for the payment of each judgement expected to be paid during the year being budgeted.
<table>
<thead>
<tr>
<th>PURPOSE OF BONDS AND NOTES</th>
<th>Authority for Levy Outside 10 Mill Limit*</th>
<th>Date of Issue</th>
<th>Date Due</th>
<th>Ordinance or Resolution</th>
<th>Serial Term</th>
<th>Rate of Interest</th>
<th>Amounts of Bonds &amp; Notes Outstanding Standing at Beginning of Budgeted Year Jan 1, 2019</th>
<th>Amount Required for Principal and Interest 1/1/19 to 12/31/19</th>
<th>Amount Receivable from Other Sources to Meet Debt Payments 1/1/19 to 12/31/19</th>
</tr>
</thead>
<tbody>
<tr>
<td>Payable from Bond Retirement Fund:</td>
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<td>XXXXX</td>
<td>XXXXX</td>
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<td>XXXXX</td>
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<tr>
<td>INSIDE 10 MILL LIMIT:</td>
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<td>XXXXX</td>
<td>XXXXXXXXXXXXXXXXXXXXX</td>
<td>XXXXXXXXXXXXX</td>
<td>XXXXXXXXXXXXX</td>
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<tr>
<td>Refunding Limited Tax Various Purpose (2015-2021)</td>
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<td>12/01/21</td>
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<td>Various Purpose Bonds, Series 2017</td>
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<td>01/18/17 @ 2.210%</td>
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<td>(2017-2032)</td>
<td>44-2016</td>
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<td>XXXXXXXXXXXXXXXXXXXXX</td>
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If the levy is outside the 10 Mill limit by vote enter the words "by vote" and the date of the election.
If outside the 10 mill limit without a vote, enter the reference to the statute under which the levy is exempt from the 10 mill limit.
OFFICIAL CERTIFICATE OF ESTIMATED RESOURCES

The Budget Commission of Franklin, County, Ohio makes the following Official Certificate of Estimated Resources for the city/village of Worthington for the BUDGET YEAR beginning January 1st, 2019.

<table>
<thead>
<tr>
<th>FUND</th>
<th>Estimated Unencumbered Balance 1-Jan-19</th>
<th>Real Estate Property Tax</th>
<th>Personal Property Tax</th>
<th>Local Government Money</th>
<th>Rollback, Homestead Personal Property Tax Exemption</th>
<th>Other Sources</th>
<th>Total</th>
</tr>
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<tbody>
<tr>
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</tr>
<tr>
<td>General Fund</td>
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</tr>
<tr>
<td>Special Revenue Funds</td>
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<tr>
<td>Debt Service Funds</td>
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<tr>
<td>Capital Project Funds</td>
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<tr>
<td>Special Assessment Fund</td>
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<td>Enterprise Funds</td>
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<td>Internal Service Funds</td>
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<td>Trust and Agency Funds</td>
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<td>TOTAL ALL FUNDS</td>
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</table>

The Budget Commission further certifies that its action on the foregoing budget and the County Auditor’s estimate of the rate of each tax necessary to be levied within and outside the 10 mill limitation is set forth in the proper columns of the preceding pages and the total amount approved for each fund must govern the amount of appropriation from such fund.

Date: ______________________, 20____

________________________________________  Budget Commission
### OFFICIAL CERTIFICATE OF ESTIMATED RESOURCES -- Continued

<table>
<thead>
<tr>
<th>FUND</th>
<th>Estimated Unencumbered Balance 1-Jan-19</th>
<th>Real Estate Property Tax</th>
<th>Personal Property Tax</th>
<th>Local Government Money</th>
<th>Rollback, Homestead Personal Exemption</th>
<th>Other Sources</th>
<th>Total</th>
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<tbody>
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</tr>
<tr>
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<td>Other Special Revenue Funds</td>
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<td>Local Government Money</td>
<td>Rollback, Homestead Personal Exemption</td>
<td>Other Sources</td>
<td>Total</td>
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<td>Xxxxxxx</td>
<td>Xxxxxxx</td>
<td>Xxxxxxx</td>
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</table>

TOTAL TRUST & AGENCY FUNDS

TOTAL ESTIMATED RESOURCES
(Memorandum only)
## COUNTY AUDITOR’S ESTIMATE

**Tax Levies and Rates for 2019, in Worthington City**
**Tax Valuation $_______________________**

<table>
<thead>
<tr>
<th>Item</th>
<th>Amount Approved By Budget Commission</th>
<th>County Auditor’s Estimate of Rate in Mills</th>
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</tr>
<tr>
<td>Township</td>
<td></td>
<td></td>
</tr>
<tr>
<td>School</td>
<td></td>
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</tr>
<tr>
<td>Village</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City</td>
<td></td>
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</tr>
<tr>
<td><strong>TOTAL</strong></td>
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<tr>
<td><strong>LEVIES OUTSIDE OF 10 MILL LIMITATION</strong></td>
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<td>County</td>
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</tr>
<tr>
<td>State</td>
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</tr>
<tr>
<td><strong>TOTAL</strong></td>
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<tr>
<td><strong>TOTAL LEVY FOR ALL PURPOSES</strong></td>
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8.A. - Adoption of the 2019 Tax Budget

FRANKLIN COUNTY

BUDGET OF

CITY OF WORTHINGTON

FOR FISCAL YEAR
BEGINNING JANUARY 1, 2019

______________________________, 20_____

County Auditor

Deputy Auditor
## City of Worthington
### 2019 Tax Budget Fund Summary

<table>
<thead>
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<td>101</td>
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<td>$13,491,664</td>
<td>$28,135,670</td>
<td>$28,406,317</td>
<td>$1,647,970</td>
<td>$11,573,047</td>
<td>$28,312,540</td>
<td>$29,164,793</td>
<td>$10,720,794</td>
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### Special Revenue:

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<td>915,000</td>
<td>901,832</td>
<td>2,796</td>
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<td>667,111</td>
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<td>M.M.V.L.T.</td>
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<td>80,000</td>
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<td>-</td>
<td>-</td>
<td>375,149</td>
</tr>
<tr>
<td>Capital Improvements</td>
<td>8,606,289</td>
<td>5,688,874</td>
<td>7,069,711</td>
<td>3,040,425</td>
<td>4,185,027</td>
</tr>
<tr>
<td>Permissive Tax</td>
<td>-</td>
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<td>-</td>
</tr>
<tr>
<td>TIF Fund</td>
<td>1,063,223</td>
<td>1,202,018</td>
<td>1,092,013</td>
<td>173</td>
<td>1,173,055</td>
</tr>
</tbody>
</table>

### Capital Project:

<table>
<thead>
<tr>
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</tr>
</thead>
<tbody>
<tr>
<td>Trunk Sewer</td>
<td>375,149</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>375,149</td>
</tr>
<tr>
<td>Capital Improvements</td>
<td>8,606,289</td>
<td>5,688,874</td>
<td>7,069,711</td>
<td>3,040,425</td>
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</tr>
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</tr>
<tr>
<td>TIF Fund</td>
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<td>1,202,018</td>
<td>1,092,013</td>
<td>173</td>
<td>1,173,055</td>
</tr>
</tbody>
</table>

### Debt Service:

<table>
<thead>
<tr>
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<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>General Bond Retirement</td>
<td>1,063,223</td>
<td>1,202,018</td>
<td>1,092,013</td>
<td>173</td>
<td>1,173,055</td>
</tr>
</tbody>
</table>
# City of Worthington
## 2019 Tax Budget Fund Summary

<table>
<thead>
<tr>
<th>Item</th>
<th>Description</th>
<th>2019</th>
<th>2018</th>
<th>2017</th>
<th>2016</th>
<th>Total All Funds</th>
</tr>
</thead>
<tbody>
<tr>
<td>410</td>
<td>Special Assesment</td>
<td>278,448</td>
<td>-</td>
<td>-</td>
<td>278,448</td>
<td>278,448</td>
</tr>
<tr>
<td>825</td>
<td>Accrued Acreage Benefit</td>
<td>82,141</td>
<td>20,000</td>
<td>20,000</td>
<td>78,800</td>
<td>3,341</td>
</tr>
<tr>
<td>830</td>
<td>O.B.B.S.</td>
<td>2,074</td>
<td>7,500</td>
<td>7,500</td>
<td>1,387</td>
<td>687</td>
</tr>
<tr>
<td>838</td>
<td>Petty Cash</td>
<td>1,530</td>
<td>-</td>
<td>-</td>
<td>1,530</td>
<td>-</td>
</tr>
<tr>
<td>999</td>
<td>PACE Fund</td>
<td>33,000</td>
<td>33,000</td>
<td>-</td>
<td>-</td>
<td>33,000</td>
</tr>
<tr>
<td>Total All Funds</td>
<td>$26,697,379</td>
<td>$39,154,410</td>
<td>$40,723,310</td>
<td>$4,867,743</td>
<td>$20,260,735</td>
<td>$38,974,716</td>
</tr>
</tbody>
</table>

6/13/2018
STAFF MEMORANDUM
City Council Meeting – June 18, 2018

Date:       June 18, 2018
To:         Matthew H. Greeson, City Manager
From:       Scott F. Bartter, Finance Director

Subject: Ordinance No. 35-2018: Additional Appropriation - Water Main Repairs

EXECUTIVE SUMMARY
This Ordinance appropriates an additional $78,000 for water main repairs that occurred in 2017.

RECOMMENDATION
Introduce for Public Hearing on July 2, 2018

BACKGROUND/DESCRIPTION
This Ordinance provides funding for water main repairs. The Ordinance includes a transfer of funds from the General Fund to the Water Fund to cover the cost of the water main repairs billed by the City of Columbus based on the agreement between the City of Worthington and City of Columbus for water service. The Ordinance appropriates the funds in the Water Fund so the payment can be made. The 2018 Operating Budget appropriated $50,000 for water main repairs. At Council request, this amount was double the 2017 appropriation of $25,000, but still short of the $127,613.90 bill from the City of Columbus. This appropriation provides the additional amount needed to cover this expense.

The current water contract between the City of Columbus and the City of Worthington requires that Columbus maintenance crews repair water main breaks as they occur. While the lines are owned by the City of Worthington, the water contained in them is owned by the City of Columbus, necessitating the current contractual agreement. The water contract includes a provision stating the City of Worthington will pay for repairs exceeding 150% of the Equivalent Maintenance Ratio (EMR) occurring throughout the City of Columbus water distribution system. The EMR compares the break frequency in Worthington with that in the entire system maintained by Columbus. The EMR is defined as the total length of water mains in the City of Worthington’s water distribution system, divided by the total length of
water mains maintained by the City of Columbus and multiplied by the total number of water main repairs completed during the previous year.

In 2017, the EMR for Worthington was nineteen (19) breaks. A total of forty (40) breaks occurred in Worthington in 2017, resulting in 21 breaks in excess of the EMR. The cost to repair the twenty-one (21) excess breaks was $127,613.90. Staff has reviewed each break to confirm all forty breaks occurred in Worthington. For historical reference, below is the water main repair costs since 2012.

<table>
<thead>
<tr>
<th>Year</th>
<th>Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012</td>
<td>$19,652.90</td>
</tr>
<tr>
<td>2013</td>
<td>$123,206.65</td>
</tr>
<tr>
<td>2014</td>
<td>$60,566.31</td>
</tr>
<tr>
<td>2015</td>
<td>$16,799.97</td>
</tr>
<tr>
<td>2016</td>
<td>$83,089.90</td>
</tr>
<tr>
<td>2017</td>
<td>$127,613.90</td>
</tr>
</tbody>
</table>

For additional historical information, below is the total amount received in the water fund as a result of the City of Worthington’s water surcharge.

<table>
<thead>
<tr>
<th>Year</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012</td>
<td>$50,824.06</td>
</tr>
<tr>
<td>2013</td>
<td>$46,672.66</td>
</tr>
<tr>
<td>2014</td>
<td>$46,190.11</td>
</tr>
<tr>
<td>2015</td>
<td>$47,295.78</td>
</tr>
<tr>
<td>2016</td>
<td>$47,092.22</td>
</tr>
<tr>
<td>2017</td>
<td>$45,163.77</td>
</tr>
</tbody>
</table>

In addition to water main repairs, the water fund funds half (.5) of a full-time maintenance technician along with half the cost of all applicable fringe benefits (health insurance, life insurance, dental insurance, vision insurance, Medicare, and workers comp). The other half (.5) of this full-time maintenance technician position is funded from the sewer fund.

Because this fund is not self-sustaining, meaning there isn’t enough revenue to cover the expenses in the fund, the General Fund must subsidize these operations. For this reason we must appropriate $78,000 from the General Fund to transfer to the Water Fund, where $78,000 will be added to the existing appropriation of $50,000, for a total water main repair appropriation of $128,000.

**FINANCIAL IMPLICATIONS/FUNDING SOURCES**
The Ordinance appropriates and additional $78,000 in the General Fund to transfer to the Water Fund.

**ATTACHMENTS**
Ordinance No. 35-2018
ORDINANCE NO. 35-2018

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for Appropriations from the General Fund and Water Fund Unappropriated Balances.

WHEREAS, the Charter of the City of Worthington, Ohio, provides that City Council may at any time amend or revise the Budget by Ordinance, providing that such amendment does not authorize the expenditure of more revenue than will be available;

NOW, THEREFORE, BE IT ORDAINED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. That there be and hereby is appropriated from the General Fund and Water Fund unappropriated balances to:

<table>
<thead>
<tr>
<th>Account No.</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>101.1110.560985</td>
<td>Operating Transfer - Transfers</td>
<td>$ 78,000.00</td>
</tr>
<tr>
<td>204.6010.540640</td>
<td>Water Main Repairs – Water</td>
<td>$ 78,000.00</td>
</tr>
<tr>
<td>Total All Funds</td>
<td></td>
<td>$156,000.00</td>
</tr>
</tbody>
</table>

SECTION 2. That notice of passage of this Ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the Ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This Ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed ______________________

President of Council

Attest:

___________________________________

Clerk of Council
EXECUTIVE SUMMARY
This Ordinance appropriates funds for the replacement of the roofs at the Fire Station and Municipal Building.

RECOMMENDATION
Introduce for Public Hearing on July 2, 2018

BACKGROUND/DESCRIPTION
On June 4th, City Council authorized the advertisement for bids to replace the roofs at the Fire Station and Municipal Building. On June 5th, an advertisement for the solicitation of bids for the Fire Station and Municipal Building roof projects went out on Bid Express. The bids will be opened at noon on June 27th. The engineer's estimate for the work is $427,000. The Ordinance is being introduced with blanks for the contractor and amount pending the results of the bid process, which will be presented at the public hearing.

FINANCIAL IMPLICATIONS/FUNDING SOURCES (if applicable)
The engineer's estimate is 427,000. Both roof projects were included in the 2018 Capital Improvements Program. The CIP allocation for the Municipal Building roof is being used for the repair to the chimneys, which is being completed in advance of the roof replacement. Staff recommends utilizing the CIP allocation for windows and doors at the Municipal Building for the roof. The windows and doors will be considered for the 2019-2023 CIP that will be proposed later this year.

ATTACHMENTS
Ordinance No. 36-2018
ORDINANCE NO. 36-2018

Amending Ordinance No. 41-2017 (As Amended) to Adjust the Annual Budget by Providing for an Appropriation from the Capital Improvements Fund Unappropriated Balance to Pay the Costs of the Municipal Building Roof Project (680-18) and the Fire Station Roof Project (648-17) and all Related Expenses and Determining to Proceed with said Projects.

WHEREAS, the Charter of the City of Worthington, Ohio, provides that City Council may at any time amend or revise the Budget by Ordinance, providing that such amendment does not authorize the expenditure of more revenue than will be available;

NOW, THEREFORE, BE IT ORDAINED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. That there be and hereby is appropriated from the Capital Improvements Fund Unappropriated Balance to Account No. 308.8130.533409 an amount not to exceed $________ to pay the cost of the Municipal Building Roof Project and all related expenses (Project No. 680-18).

SECTION 2. That there be and hereby is appropriated from the Capital Improvements Fund Unappropriated Balance to Account No. 308.8130.533378 an amount not to exceed $________ to pay the cost of the Fire Station Roof Project and all related expenses (Project No. 648-17).

SECTION 3. That the City Manager be and hereby is authorized and directed to enter into an agreement with the firm of _____________ for the provision of the aforementioned services.

SECTION 4. For the purposes of Section 2.21 of the Charter of the City, this ordinance shall be considered an “Ordinance Determining to Proceed” with the Project, notwithstanding future actions of this Council, which may be necessary or appropriate in order to comply with other requirements of law.

SECTION 5. That notice of passage of this Ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the Ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This Ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed __________

____________________________________
President of Council

Attest:

_________________________________
Clerk of Council
Date: June 13, 2018

To: Matthew H. Greeson, City Manager

From: David McCorkle, Economic Development Manager

Subject: Ordinance No. 37-2018 - Kemper House (800 Proprietors Road) TIF Legislation

EXECUTIVE SUMMARY
This Ordinance authorizes Tax Increment Financing (TIF) for the Kemper House project at 800 Proprietors Road.

RECOMMENDATION
Introduce for Public Hearing on July 2, 2018

BACKGROUND/DESCRIPTION
This item is intended to provide background information and supporting documentation for the recommended 75%, 10-year non-school TIF legislation associated with the Kemper House project. This redevelopment effort represents an opportunity for the City to use TIF to capture and redirect non-school taxes from the incremental increase in value of those parcels into a new TIF fund. From this TIF fund, the City would direct up to $200,000 in property tax revenues to reimburse the developer for a portion of the public development costs, as well as to the City to make public improvements to the area immediately surrounding this project.

In 2017, the City of Worthington was contacted by the developers of the Kemper House project, who were interested in establishing an assisted living memory care community at 800 Proprietors Road in Worthington. The proposed community is designed incorporating the “household” concept of care. The community will provide residents with a full range of congregate services. It will address the needs of seniors with memory impairment, offering special features designed to energize and promote health and wellness, memory functions, and improved quality of life. The environment is designed to provide the comforts of home with soft colors, comfortable finishes, variable light levels, and large windows to accommodate substantial sunlight. “Nesting areas” are provided where furnishings are kept in familiar settings to help with recognition of surroundings.
The site is comprised of three (3) parcels totaling approximately 4.84 acres. This site long has been identified by City staff as a redevelopment priority. The redevelopment of this former Worthington Foods site, which likely will involve the consolidation of the three parcels into a single parcel, will include numerous public improvements. The developer has requested TIF assistance from the City to help offset some of these costs.

This redevelopment project represents an opportunity for the City to use TIF to capture and redirect non-school taxes from the incremental increase in value of those parcels. Under such an arrangement, owners of the properties pay “service payments” to the county in amounts equivalent to the taxes otherwise due on the improved value of the land, which funds are then redirected into a City-controlled TIF fund. From the TIF fund, the City would direct up to $200,000 in property tax revenues to reimburse the developer for a portion of the public development costs, as well as to the City to make public improvements to the area immediately surrounding this project.

Eligible TIF expenditures include the clean-up and replanting of vegetation along the hillside on SR161, brick wall repair and clean-up at the intersection of SR161 and Proprietors Road, construction of a multi-purpose path along Proprietors Road, preservation and maintenance of the mature Swamp White Oak tree on the site, environmental remediation, relocation of the railroad easement, and legal, administrative, and overhead costs associated with these improvements.

City staff is recommending that the Worthington City Council adopt an enabling ordinance to exempt from 75 percent of real property taxes, for a 10-year period, improvements made to the parcels comprising the Kemper House memory care site. The City estimates that the true value of the improvements to the parcels will total approximately $5.4 million across the term of the TIF.

ATTACHMENTS
- Notice to Board of Education of Worthington City Schools
- Ordinance No. 37-2018
- TIF Agreement
June 7, 2018

Julie Keegan, President
Board of Education of Worthington City Schools
c/o Jeff McCuen, Treasurer
200 East Wilson Bridge Road
Worthington, Ohio 43085

Re: City of Worthington Parcel TIF Notice – 800 Proprietors Road / Kemper House

Dear Ms. Keegan:

I write to provide the Board of Education of the Worthington City School District with notice of to-be-proposed tax increment financing (TIF) for parcels comprising 900 Proprietors Road in Worthington, Franklin County. Specifically, the City is contemplating exempting parcel numbers 100-004079; 100-000401; and 100-002205; these parcels likely will be consolidated into a single parcel as part of their redevelopment into an assisted living memory care community.

Pursuant to Ohio Revised Code (ORC) §5709.40(D)(5), and on behalf of the Worthington City Council, I am providing notice that the City contemplates declaring improvements to these parcels to be a public purpose and therefore exempt from taxes.

Project Background

In 2017, the City of Worthington was contacted by the developers of the Kemper House project, who were interested in establishing an assisted living memory care community at 800 Proprietors Road in Worthington. The proposed community is designed incorporating the “household” concept of care. The community will provide residents with a full range of congregate services. It will address the needs of seniors with memory impairment, offering special features designed to energize and promote health and wellness, memory functions, and improved quality of life. The environment is designed to provide the comforts of home with soft colors, comfortable finishes, variable light levels, and large windows to accommodate substantial sunlight. “Nesting areas” are provided where furnishings are kept in familiar settings to help with recognition of surroundings. City of Worthington Parcel TIF Notice
June 7, 2018
Page 2

Specially trained and certified staff are on duty around the clock to provide loving support, empathetic care, and attend to general health concerns – all in an enriched environment.

The site is comprised of three (3) parcels totaling approximately 4.84 acres. This site long has been identified by City staff as a redevelopment priority. The redevelopment of this former Worthington Foods site, which likely will involve the consolidation of the three parcels into a single parcel, will include numerous public improvements. The developer has requested TIF assistance from the City to help offset some of these costs.

This redevelopment project represents an opportunity for the City to use TIF to capture and redirect non-school taxes from the incremental increase in value of those parcels. Under such an arrangement, owners of the properties pay “service payments” to the county in amounts equivalent to the taxes otherwise due on the improved value of the land, which funds are then redirected into a City-controlled TIF fund. From the TIF fund, the City would direct up to $200,000 in property tax revenues to reimburse the developer for a portion of the public development costs, as well as to the City to make public improvements to the area immediately surrounding this project.

**TIF Exemption**

Proposed redevelopment of the 800 Proprietors Road site – into the Kemper House – represents a good source of incremental increase in property tax revenue. It also provides local access to valuable health care for those suffering from Alzheimer’s or dementia. Through the use of this proposed TIF, the City can capture and redirect non-school tax revenue to assist with the substantial costs associated with the clean-up and replanting of vegetation along the hillside on SR161, brick wall repair and clean-up at the intersection of SR161 and Proprietors Road, construction of a multi-purpose path along Proprietors Road, preservation and maintenance of the mature Swamp White Oak tree on the site, environmental remediation, relocation of the railroad easement, and legal, administrative, and overhead costs associated with these improvements.

To these ends, City staff will be recommending that the Worthington City Council adopt an enabling ordinance to exempt from 75 percent of real property taxes, for a 10-year period, improvements made to the parcels comprising the Kemper House memory care site. The City estimates that the true value of the improvements to the parcels will approximate $6.3 million across term of the TIF.

The City intends to structure this as a non-school TIF, meaning the City’s enabling ordinance will include language directing that payments in lieu of taxes be paid to the Schools in the amount of taxes that otherwise would have been paid (see ORC §5709.82(C)(2)).
City of Worthington Parcel TIF Notice
June 7, 2018
Page 3

Request

Worthington City Council will take action on July 2, 2018 to review staff recommendations and may adopt an ordinance declaring improvements to the above-cited parcels to be a public purpose and therefore creating the TIF exemption. Staff has prepared a draft ordinance – to be introduced by City Council on June 18 – containing language to allow for the TIF exemption, a copy of which is attached for your reference. Please review this correspondence and provide a response, if any, to this notice.

Feel free to address any concerns or questions to me at (614) 436-4518 or via email at dmccorkle@ci.worthington.oh.us.

Sincerely,

David McCorkle
Economic Development Manager

Enclosure

cc: Matt Greeson, City Manager
    Robyn Stewart, Asst. City Manager
    Tom Lindsey, Law Director
    Scott Bartter, Finance Director
ORDINANCE NO. 37-2018

Declaring Improvements to Real Property within the City to be a Public Purpose; Declaring such Property to be Exempt from Real Property Taxation; Describing the Public Improvements to be Made that will Directly Benefit the Parcels of Real Property; Requiring the Owners of the Real Property to Make Service Payments In Lieu of Taxes; Authorizing the City Manager to Enter Into a Tax Increment Financing Agreement with the Property Owner; and Establishing a Municipal Public Improvement Tax Increment Equivalent Fund for the Deposit of Service Payments.

WHEREAS, Ohio Revised Code (“ORC”) §§5709.40, 5709.42 and 5709.43 (the “TIF Statutes”) provide that this Council may, under certain circumstances, declare improvements to real property within the City to be a public purpose, thereby exempting those improvements from real property taxation, as well as describe certain public infrastructure improvements to be made that directly benefit the real property, provide for payments in lieu of taxes by the owners of the real property, and establish a municipal public improvement tax increment equivalent fund; and,

WHEREAS, this Council desires to encourage the development of the real property described and depicted on EXHIBIT A attached to this Ordinance (the “Property”) to achieve the economic development goals of the City in a manner that is consistent with the existing neighborhood; and,

WHEREAS, The Griffin 105 Group, LLC, and any related entity formed for the specific purpose of developing said Property (collectively, the “Developer”) desires to construct on the Property a memory care facility (the “Project”); and,

WHEREAS, in connection with the construction of the Project, the City and the Developer desire to execute a tax increment financing agreement substantially in the form attached hereto as EXHIBIT B (the “TIF Agreement”), which TIF Agreement would provide for the construction of the Project and for the financing of certain Public Infrastructure Improvements, as defined below and in the TIF Agreement; and,

WHEREAS, the City is desirous of cleaning-up and replanting vegetation along the hillside on SR161, repairing and cleaning-up the brick wall at the intersection of SR161 and Proprietors Road, constructing of a multi-purpose path along Proprietors Road, preserving and maintaining the mature Swamp White Oak tree on the site, remediating the surrounding environment, relocating the railroad easement, and assisting with legal, administrative, and overhead costs associated with these improvements; and,
ORDINANCE NO. 37-2018

WHEREAS, it is necessary and appropriate and in the best interests of the City to provide for the payment of annual service payments in lieu of taxes ("Service Payments") by the current and future owners of the Property (each an "Owner," and collectively, the "Owners") with respect to the Improvements pursuant to ORC §5709.42; and,

WHEREAS, the designated public infrastructure improvements described in EXHIBIT C attached hereto (the "Public Infrastructure Improvements") will directly benefit the Property; and,

WHEREAS, it is in the best interests of the City to declare the Improvements to the Property to be a public purpose, as Improvements are defined below and in ORC §5709.40(A)(4), and to provide an exemption from real property taxes as set forth in this Ordinance; and,

WHEREAS, notice of this Council’s intention to declare the Improvements exempt from real property taxes and to pass this Ordinance has been delivered to the Board of Education of the Worthington City School District (the "Board") in accordance with ORC §5709.83, and this Council ratifies and affirms the delivery of such notice; and,

WHEREAS, pursuant to ORC §5709.40(D)(1), this Ordinance directs the Service Payments to be paid to the Board in the amount of the taxes that would have been payable to the Board if the Improvements had not been exempted from taxation, as such payments and their distribution to the Board are described under ORC §5709.42; and,

WHEREAS, pursuant to ORC §5709.82(C)(2), it is the City’s intention that Service Payments paid to the Board as directed in this Ordinance represent the full scope of compensation to the Board and the Board shall not be compensated under an income tax sharing arrangement as otherwise described under ORC §5709.82(D); and,

WHEREAS, the City intends to apply for exemptions from taxation on behalf of the Owner or Owners of the Property, pursuant to ORC §5709.911; and,

WHEREAS, this Council desires that the Public Infrastructure Improvements be constructed; and,

WHEREAS, the City and the Developer have negotiated and otherwise planned for, and intend to incur, the costs to construct the Public Infrastructure Improvements; and,

WHEREAS, this Council desires that a portion of the costs of the Public Infrastructure Improvements and related expenses be paid from the Service Payments made in respect to the Improvements, as the use and applicability of such Service Payments are further described in EXHIBIT C.
ORDINANCE NO. 37-2018

NOW, THEREFORE, BE IT ORDAINED by the Council of the Municipality of Worthington, County of Franklin, State of Ohio:

SECTION 1. Pursuant to and in accordance with the provisions of the TIF Statutes, this Council hereby determines and finds that it is in the best interests of the City to declare the Improvements to the Property to be a public purpose and to grant an exemption from real property taxes on those Improvements, and this Council finds and determines that seventy-five percent (75%) of the applicable increase in true value of the Property subsequent to the effective date of this Ordinance (the “Improvements”) is hereby declared to be a public purpose, with said exemption commencing on the first day of the first tax year after the effective date of this Ordinance in which the Improvements attributable to the construction of one or more completed new or redeveloped buildings on the Property first appears on the tax list and duplicate of real and public utility property, and ending on the earlier of (i) ten (10) years after such commencement date or (ii) the date on which the City can no longer require Service Payments, all in accordance with the requirements of ORC §5709.40 and ORC §5709.42.

SECTION 2. As provided in ORC §5709.42, the Owner or Owners of the Property are hereby required to, and shall make, Service Payments to the Treasurer of Franklin County (the “County Treasurer”) on or before the final dates for payment of real property taxes without penalty or interest, which Service Payments shall be retained by the County Treasurer or remitted to the City for deposit in the TIF Fund (as defined below), pursuant to ORC §5709.40 and ORC §5709.42 and as provided in Section 4 of this Ordinance. Each Service Payment shall be in the same amount as the real property taxes that would have been charged and payable against the Improvements (after credit for any other payments received by the City under ORC §319.302) had an exemption from taxation not been granted, and otherwise shall be in accordance with the requirements of the TIF Statutes. Any late Service Payments shall be subject to penalty and bear interest at the then current rate established under ORC §323.121(B)(1) and ORC §5703.47 or any successor provisions thereto, as the same may be amended from time to time (the payment of penalties and interest are collectively referred to herein with the annual service payments in lieu of taxes and any related amounts received by the City under ORC §319.302 as the Service Payments).

Service Payments are to be paid to the Board by the County Treasurer in an amount equal to the property tax payments the Board would have received from the portion of the Improvements exempted from taxation had the Improvements not been exempted. Any remaining Service Payments, after payments made to the Board under this Section, shall be allocated and deposited in accordance with Section 4 of this Ordinance.

SECTION 3. This Council finds and determines that the Public Infrastructure Improvements will directly benefit the Property.
ORDINANCE NO. 37-2018

SECTION 4. This Council hereby authorizes and directs the Director of Finance to establish, pursuant to and in accordance with the provisions of ORC §5709.43, the 800 Proprietors Road Public Improvement Tax Increment Equivalent Fund (the “TIF Fund”) to be maintained in the custody of the City. The TIF Fund shall receive all Service Payments made in respect of the Improvements which are received by the City from the County Treasurer in accordance with this Ordinance.

The Service Payments received by the City shall be deposited into the TIF Fund and used (i) first, to pay the City’s customary and reasonable costs related to the exercise of its rights and the discharge of its obligations under the TIF Statutes, this Ordinance, and all other related laws, agreements and undertakings, (ii) second, to pay the costs of the construction of the Public Infrastructure Improvements, and (iii) third, if any Service Payments remain in the TIF Fund after the payments described in (i) – (ii) above, to make payments to the City to be used for purposes of making any other future Public Infrastructure Improvements.

The TIF Fund shall remain in existence for so long as the Service Payments are collected and used for the aforesaid purposes, after which the TIF Fund shall be dissolved in accordance with ORC §5709.43(D). Upon such dissolution, any incidental surplus remaining in the TIF Fund shall be disposed as provided in ORC §5709.43(D).

SECTION 5. The City Manager is hereby authorized to execute the TIF Agreement on behalf of the City substantially in the form attached hereto as EXHIBIT B, which TIF Agreement includes provisions regarding the construction of the Project and the Public Infrastructure Improvements providing for, among other things, the payment of Service Payments with respect to the Property and the use of the TIF Funds, together with such revisions or additions thereto as approved by the City Manager as consistent with the objectives and requirements of this Ordinance, which approval shall be conclusively evidenced by the signing of said TIF Agreement. The City Manager and other appropriate City officials are further authorized to provide such information and to execute, certify or furnish such other documents, and to do all other things as are necessary for and incidental to carrying out the provisions of the TIF Agreement.

SECTION 6. The City Manager, the Director of Finance and the Director of Law, and any other City official, as appropriate, are each authorized and directed to sign any other documents, instruments or certificates and to take such actions as are necessary or appropriate to consummate or implement the transactions described in or contemplated by this Ordinance.

SECTION 7. Pursuant to ORC §5709.40(I), the Clerk of this Council is hereby directed to deliver a copy of this Ordinance to the Director of the Ohio Development Services Agency within fifteen days after its passage, and on or before March 31 of each year that the exemption set forth in Section 1 hereof remains in effect, the City Manager shall cause to be prepared and submitted to the Director of the Development Services Agency the status report required thereunder.
ORDINANCE NO. 37-2018

SECTION 8. This Council finds and determines that all formal actions of this Council concerning and relating to the passage of this Ordinance were taken in an open meeting of this Council and that all deliberations of this Council that resulted in those formal actions were in meetings open to the public in compliance with the law.

SECTION 9. That notice of passage of this Ordinance shall be posted in the Municipal Administration Building, the Worthington Library, the Griswold Center and the Worthington Community Center and shall set forth the title and effective date of the Ordinance and a statement that the Ordinance is on file in the office of the Clerk of Council. This Ordinance shall take effect and be in force from and after the earliest period allowed by law and by the Charter of the City of Worthington, Ohio.

Passed ______________

____________________________________
President of Council

Attest:

______________________________
Clerk of Council
EXHIBIT A

PROPERTY DESCRIPTION

Real property located at 800 Proprietors Road, Parcel Numbers 100-004079; 100-000401; and 100-002205 as that real property is located in the City of Worthington, Franklin County.

The parcels enumerated herein and any subsequent purported subdivisions and/or re-assigned parcel number identifications or street addresses shall constitute the “Property.”
EXHIBIT B

TAX INCREMENT FINANCING AGREEMENT

Between

THE CITY OF WORTHINGTON

And

THE GRIFFIN 105 GROUP, LLC

This Tax Increment Financing Agreement ("Agreement") has been made and entered into as of the ___ day of ____________, 2018 (the "Effective Date") by and between the City of Worthington, Ohio (the "City"), a municipal corporation organized and existing under the constitution and the laws of the State of Ohio, with its main office located at 6550 North High Street, Worthington, Ohio 43085, and The Griffin 105 Group, LLC, an Ohio limited liability company (the "Developer"), with principal offices at 470 Olde Worthington Road, Suite 100, Westerville, Ohio 43082. The City and the Developer are collectively referred to herein as the "Parties."

WITNESSETH:

WHEREAS, the Developer, and any related entity formed for the specific purpose of developing the Property, as described herein, owns or plans to acquire all of the real property described and/or depicted in Exhibit "A", attached to this Agreement and incorporated herein, located in the City (collectively, the "Property"), and identified in tax year 2017 by the Franklin County Auditor as comprising the following tax parcel numbers, inclusive: 100-004079, 100-000401, and 100-2205; and

WHEREAS, the Developer has proposed the redevelopment of the Property as an assisted living memory care community (the "Project"), as more fully described in Exhibit B, Scope of Work, attached to this Agreement and incorporated herein; and

WHEREAS, the City anticipates passing or has passed Ordinance No. XX-2018 (the "TIF Ordinance"), pursuant to and in accordance with Ohio Revised Code ("ORC") Sections 5709.40, 5709.42 and 5709.43 (the "TIF Statutes"), (i) declaring that the increase in assessed value of the Property (which increase in assessed value is the "Improvement", as that term is defined in ORC Section 5709.40(A)(4)) is a "public purpose"; (ii) declaring that the Public Infrastructure Improvements (as defined hereafter) to be made are designated as those public infrastructure improvements that directly benefit, or that once made will directly benefit, the Property; (iii) providing for the exemption of seventy-five percent (75%) of the Improvement on the Property from real property taxation (hereinafter referred to as the "Exempted Portion of the Improvement"), commencing with the first day of the first tax year after the effective date of the TIF Ordinance in which the Improvements attributable to the construction of the Project on the Property first appears on the tax list and duplicate of real and public utility property, and ending on the earlier of (a) ten (10) years after such commencement date or (b) the date on which the City can no longer require Service Payments (as hereinafter defined) to be paid to the 800 Proprietors Road Public Improvement Tax Increment Equivalent Fund (the "TIF Fund"), which...
WHEREAS, the City has determined that the construction of the Project by the Developer and the fulfillment generally of this Agreement, are in the best interests of the City and will advance the health, safety and welfare of its residents; and

WHEREAS, in consideration of actions to be taken by the City, the Developer has agreed to construct the Improvements; and

WHEREAS, the City will cause to be made certain related public infrastructure improvements, as outlined in Exhibit “C”, attached hereto and incorporated herein (collectively, the “Public Infrastructure Improvements”) that, once made, will directly benefit the Property; and

WHEREAS, the determination by the City in the TIF Ordinance that the Improvement to the Property is a “public purpose” was made solely and exclusively for the purpose of permitting the aforementioned tax exemption and imposition of the obligation to pay Service Payments to pay or finance costs of the Public Infrastructure Improvements; and

WHEREAS, the City and the Developer desire to enter into this Agreement, which defines the rights and responsibilities of each party.

NOW THEREFORE, the Developer, pursuant to this Agreement and for itself and its successors and assigns to or of the Property, hereby declares that the Property and the Project shall be held, developed, encumbered, leased, occupied, improved, built upon, used and conveyed subject to the terms and provisions of this Agreement; and, in consideration of these premises and the mutual covenants and obligations of the Parties hereto set forth, each of them does hereby covenant and agree as follows:

§1. Covenant to Make Payments in Lieu of Taxes. The Developer agrees, for itself and its successors and assigns to or of the Property or any part thereof (the Developer and each successor or assign is individually referred to as an “Owner” and collectively as the “Owners”), that the Owners shall pay all Service Payments with respect to the Exempted Portion of the Improvement on the Property pursuant to and in accordance with the TIF Statutes, the TIF Ordinance and this Agreement. All such Service Payments as are levied and assessed from time to time shall be made semiannually to the Treasurer of Franklin County (or to the Treasurer’s designated agent for collection of the Service Payments) on or before the date on which the semi-annual payment in respect of real property taxes would otherwise be due and payable for the Exempted Portion of the Improvement. Each semiannual payment of Service Payments shall be in the same amount as the real property taxes that would have been charged and payable against the Exempted Portion of the Improvement had an exemption from taxation not been granted, and otherwise shall be in accordance with the requirements of the TIF Statutes, including any interest assessed on any late payment of the Service Payments (currently established under Sections 323.121(B)(1) and 5703.47 of the ORC, as the same may be amended from time to time). The payment of penalties
and interest are collectively referred to herein with the service payments in lieu of taxes as the “Service Payments”. The Service Payments shall be allocated and distributed in accordance with Section 5 of this Agreement.

The exemption provided in the TIF Ordinance commences with the first day of the first tax year after the effective date of the TIF Ordinance in which any Improvement that is attributable to the construction of the Project on the Property first appears on the tax list and duplicate of real and public utility property and ends when the City can no longer use the Service Payments for any lawful purpose under the TIF Statutes or on the tenth (10th) anniversary of such commencement date, whichever is first to occur.

No Owner shall, under any circumstances whatsoever, be required for any period of any tax year to pay, whether pursuant to ORC Section 5709.42 or this Agreement, (i) both real property taxes with respect to the Exempted Portion of the Improvement and Service Payments with respect to the Exempted Portion of the Improvement, or (ii) an amount of Service Payments in excess of that amount of real property taxes that would otherwise be payable during such period had the Exempted Portion of the Improvement not had an exemption from taxation.

Notwithstanding the current configuration of the Property, the Parties acknowledge for all purposes of this Agreement that, without affecting or changing the area comprising the Property, those parcels within the Property may change from time to time in number, area and designation.

The obligations of the Developer under this Agreement are contingent on acquisition of the Property by the Developer.

§2. Priority of Service Payments. By its execution hereof, the Developer, as Owner, on behalf of itself and subsequent Owners, hereby grants to the City a continuing lien on the Property as security for the timely payment of the Service Payments in accordance with the TIF Statutes, the TIF Ordinance and this Agreement, which lien shall have the priority stated in ORC Section 5709.91.

§3. Exemption Applications. In respect of portions of the Property owned by the Developer at the time of the filing described in this Section 3, the Developer agrees and consents to the City preparing and filing all necessary applications and supporting documents to obtain the exemption from real property taxation for the Exempted Portion of the Improvement authorized by the TIF Statutes and the City (including, but not limited to, the Developer signing the Ohio Department of Taxation DTE Form 24, filed with the County Auditor, with its consent that the City execute that form). The Developer, on behalf of itself and each subsequent Owner, agrees that it shall assist and cooperate with the City, and that it shall cause each subsequent Owner by deed or declaration to assist and cooperate with the City, in the preparation and filing by the City of such applications and supporting documents that are necessary to enable the City to collect Service Payments thereunder (including, but not limited to, the Developer signing and timely filing the Ohio Department of Taxation DTE Form 26), and the Developer and each Owner shall cooperate with the City in connection with the preparation and filing of the initial and any further applications required to accomplish that purpose, and will not undertake any acts which would prohibit, prevent, delay or hinder the City from obtaining the Service Payments hereunder.
§4. Covenants to Run With the Land. It is intended and agreed that the covenants of the Developer as Owner in Sections 1, 2 and 3 hereof shall be covenants running with the land and that they shall, in any event and without regard to technical classification or designation, legal or otherwise, be binding to the fullest extent permitted by law and equity, for the benefit and in favor of, and enforceable by, the City against the Property, the Project and the Owners. It is further intended and agreed that such covenants shall remain in effect for the full period of exemption provided in accordance with the requirements of the Statutes, the TIF Ordinance enacted pursuant thereto and this Agreement. The Developer as Owner shall include in all recorded or recordable documents conveying the Property, or any part thereof, the legal responsibility and obligation of the new Owner to make Service Payments as a condition of ownership. Notice of sale, and copies of all recorded documents related to transferring the obligations hereunder, shall timely be provided to the City by the Owner (transferor). It is further agreed by the Developer, as Owner, that all such covenants, whether or not such provisions are included by any Owner in any deed to such Owner’s successors and assigns, shall be binding upon each Owner and shall be enforceable by the City in the manner provided herein.

In amplification of, and not in restriction of, the provisions of this Section 4, it is intended and agreed that the City and its respective successors and assigns shall be deemed a beneficiary of the covenants provided herein. Such covenants shall run in favor of the City for the entire period of the exemption provided by the TIF Ordinance and the TIF Statutes, without regard to whether the City has at any time been, remains or is an owner of any land or interest therein, to which such covenants relate. The City shall have the right in the event of any breach of any covenant herein contained, to exercise all of the rights and remedies, and to maintain all actions or suits at law or in equity or in other proper proceedings, to cure such breach, to which it or any other beneficiaries of such covenant may be entitled.

The Developer further agrees for itself and any Owners, that all agreements, covenants, rights, duties, remedies and obligations of the Developer and of the City, and their respective successors and assigns, set forth in this Agreement, shall be binding upon them and their respective successors and assigns, which Agreement shall survive any recording and shall be valid and enforceable by and against the Parties referred to in this Agreement, in accordance with the terms and provisions contained therein. Any agreement or covenant referred to in this Agreement as being a covenant running with the land, shall run with the land and be valid and enforceable by and against the Parties referred to herein, in accordance with the terms and provisions thereof.

The City agrees that upon expiration of the period of exemption as that period is defined in this Agreement and the TIF Ordinance, and fulfillment of the obligations of the Developer and any subsequent Owner(s) under this Agreement with respect to each portion of the Property owned by such Owner, the City will, upon request by an Owner, execute and deliver to the Owner a recordable instrument evidencing that the obligations under this Agreement (and under any deed or Declaration) with respect to the portions of the Property owned by the Owner are fully satisfied and that the Owner and such property are released from all further obligations under this Agreement (and under any deed or Declaration).

§5. Use of TIF Payments. The Developer and the City agree that all Service Payments related to any Improvement when received by the City shall be deposited in the TIF Fund, as required by ORC Section 5709.43. The TIF Fund shall be an account maintained in the custody of the City
and shall receive all distributions required to be made to the City. As provided in further detail below, a portion of the costs of the Public Infrastructure Improvements will be reimbursed to the Developer by the City from the TIF Fund.

All Service Payments shall first be used by the City to pay the City’s customary and reasonable costs related to the exercise of its rights and the discharge of its obligations under the TIF Statutes, the TIF Ordinance and all other related laws, agreements and undertakings.

Upon completion of the Public Infrastructure Improvements constituting the clean-up and replanting of vegetation along the hillside on SR161, brick wall repair and clean-up at the intersection of SR161 and Proprietors Road, construction of a multi-purpose path along Proprietors Road, preservation and maintenance of the mature Swamp White Oak tree on the site, environmental remediation, relocation of the railroad easement, and legal, administrative, and overhead costs associated with these improvements as described on Exhibit “C”, and conveyance to the City (by a method determined by the City Engineer), the Developer shall subsequently provide a certified statement of expenses that it incurred in order to design and construct such Public Infrastructure Improvements (the “Certified Statement”). After payment to the City for the City’s costs, the Service Payments shall be used to reimburse the Developer for the Developer’s expense in constructing the Public Infrastructure Improvements as shown on the Certified Statement, up to the amount of Two Hundred Thousand dollars ($200,000.00) (the “Reimbursement Amount”), notwithstanding the Developer’s total cost of construction. The Developer may assign its right to receive payments hereunder to a lender as required in any financing agreements that the Developer enters into in order to finance the construction of the Public Infrastructure Improvements, subject to prior review of such assignment by the City.

Should the Developer convey its interest in the Property prior to receiving full payment of the Reimbursement Amount by the City, only the Developer, and not a successor Owner of the Property or any part thereof, shall be entitled to the payments from the TIF Fund for the cost shown on the Certified Statement. No such reimbursement shall be made to the Developer from any fund other than the TIF Fund. If there are insufficient funds in the TIF Fund to make a payment to the Developer because either the Developer or a successor in interest has failed to pay the Service Payments, the City shall have no obligation to reimburse the Developer until the TIF Fund receives the Service Payments from the County.

After reimbursement is made to the Developer, the City may then use Service Payments to pay for the cost of the Public Infrastructure Improvements, and then thereafter, for any lawful purpose. The TIF Fund shall remain as an account in existence so long as such Service Payments are collected and used for the aforesaid purposes, after which time the TIF Fund shall be dissolved and any surplus funds remaining therein shall be transferred to the City’s general fund, all in accordance with ORC Section 5709.43.

§6. Developer’s Grant of Easements. The Developer, as Owner, hereby covenants to grant at no cost such temporary and permanent easements on the Developer’s Property to the City that are necessary for the City to maintain, operate and repair the Public Infrastructure Improvements as they may be reasonably requested by the City, to the extent that such temporary and permanent easements have not been granted to the City by the Developer’s plat. The City shall be responsible for preparation of any documents required for such easements that are not conveyed to the City.
by the Developer’s plat.

§7. Agreement Binding on Parties; No Personal Liability. All covenants, obligations and agreements of the Developer and the City contained in this Agreement shall be effective to the extent authorized and permitted by applicable law, and shall be binding upon and inure to the benefit of the successors and assigns of the Parties hereto. No such covenants, obligation or agreement shall be deemed to be a covenant, obligation or agreement of any present or future member, officer, agent or employee of the City in other than their official capacity or of any individual person who is an officer, member, director or shareholder of the Developer other than in their capacity as an officer, member, director or shareholder, and neither the members of the City Council nor any City official executing this Agreement or any individual person executing this Agreement on behalf of the Developer, shall be liable personally by reason of the covenants, obligations or agreements of the Developer or the City contained in this Agreement.

§8. Notices. All notices, requests, demands and other communications between the Parties required or permitted to be given under this Agreement shall be deemed to have been duly given if in writing and (i) delivered personally, (ii) deposited in the United States Mail by registered or certified mail, postage prepaid, or (iii) sent by any nationally recognized courier delivery service, and addressed as follows:

If to the City:

Matthew H. Greeson
City Manager, City of Worthington
6550 North High Street
Worthington, Ohio 43085

With a copy to:

Tom Lindsey
Director of Law, City of Worthington
370 Highland Avenue
Worthington, Ohio 43085

If to the Developer:

The Griffin 105 Group, LLC
470 Olde Worthington Road, Suite 100,
Westerville, Ohio 43082
Attn: Donald Kenney Jr.

Any party may change the address and/or persons to which notices are to be addressed by giving the other party notice in the manner stated herein.

§9. Complete Agreement. All present negotiations, considerations, representations and
understandings between the Parties as to the implementation of the exemptions authorized by the TIF Ordinance and the subject matters of this Agreement are incorporated herein. This Agreement may only be amended by a written instrument duly authorized and executed by the Parties hereto, and subject to authorization by the Worthington City Council, if required.

§10. No Third Party Beneficiaries. None of the provisions of this Agreement or any document contemplated hereby is intended to grant any right or benefit to any person or entity that is not a party to this Agreement.

§11. Governing Law. This Agreement shall be governed exclusively by and construed in accordance with the laws of the State of Ohio.

§12. Severability. If any provision in this Agreement or any portion thereof shall be invalid or unenforceable for any reason, such invalidity or lack of enforceability shall not affect the validity or enforceability of any other provision or portion thereof. To the extent an interpretation of a provision or a portion thereof can be made which will make it valid or enforceable, the Parties agree that the interpretation making it valid or enforceable should be chosen.

IN WITNESS WHEREOF, the City and the Developer, each by a duly authorized representative, have caused this Tax Increment Financing Agreement to be executed as of the Effective Date.

THE GRIFFIN 105 GROUP, LLC

By: ________________________________
    Donald Kenney Jr., Owner

THE CITY OF WORTHINGTON

By: ________________________________
    Matthew H. Greeson, City Manager

Approved as to form:

______________________________
Tom Lindsey
Director of Law
Exhibit “A”

Property Description

Real property located at 800 Proprietors Road, Parcel Numbers 100-004079; 100-000401; and 100-002205 as that real property is located in the City of Worthington, Franklin County.

The parcels enumerated herein and any subsequent purported subdivisions and/or re-assigned parcel number identifications or street addresses shall constitute the “Property.”
Exhibit “B”

Scope of Work

The Griffin 105 Group, LLC (the “Developer”) intends to redevelop commercial property located at 800 Proprietors Road, Worthington, Franklin County (parcel numbers 100-004079, 100-000401, and 100-002205) (the “Property”). The Property contains 4.84 acres, and currently sits empty as the former site of Worthington Foods. As part of the redevelopment project, the Developer will rezone and consolidate the Property’s existing parcels from a I-1 zoning designation to the City’s Planned Unit Development designation. The Developer will construct an Alzheimer’s, Dementia and Memory Care Facility with four (4) primary buildings, interconnected by interior walkways, totaling 49,657 square feet (the “Project”). This Project will provide a neighborhood of 54 private and semi-private rooms which average 399 square feet for each resident.

The tax increment financing in the Project is specifically intended to assist the Developer in the costs associated with cleaning-up and replanting vegetation along the hillside on SR161, repairing and cleaning-up the brick wall at the intersection of SR161 and Proprietors Road, constructing of a multi-purpose path along Proprietors Road, preserving and maintaining the mature Swamp White Oak tree on the site, remediating the surrounding environment, relocating the railroad easement, and assisting with legal, administrative, and overhead costs associated with these improvements, as well as other future public improvements that may be determined by Worthington City Council to directly benefit the Property.
Exhibit “C”

Public Infrastructure Improvements

The Public Infrastructure Improvements may include:

- Clean-up and replanting of vegetation along the hillside on SR161;
- Repair and clean-up of the brick wall at the intersection of SR161 and Proprietors Road;
- Construction of a multi-purpose path along the eastern side of Proprietors Road;
- Preservation and maintenance of the mature Swamp White Oak tree on the site;
- Remediation of the surrounding environment;
- Relocation of the railroad easement;
- Professional fees, including architectural, design, engineering, contract administration, and legal costs;
- All inspection fees and other governmental fees related to the foregoing; and
- Any other costs for the aforesaid Public Infrastructure Improvements as permitted by law.

Public Infrastructure Improvements described herein may from time-to-time be constructed or caused to be constructed by the Developer, the City, or a combination thereof, in which case either or both parties may be reimbursed from Service Payments under this Ordinance according to their relative proportion of costs borne to construct the Public Infrastructure Improvements. In the case of any such reimbursements to the Developer, the Parties agree that the Developer shall be reimbursed in an amount up to, and not to exceed, $200,000 during the term of the Agreement.

The Public Infrastructure Improvements shall also include any other future improvements as may be designated by City Council to directly benefit the Property.
Department of Finance
May 2018 Financial Report

Quick Facts

All Funds

<table>
<thead>
<tr>
<th>05/31/2018 Balances</th>
<th>$28,809,675 (January 1, 2018 balance: $26,697,378)</th>
</tr>
</thead>
</table>

General Fund

<table>
<thead>
<tr>
<th>05/31/2018 Balance</th>
<th>$14,484,791 (January 1, 2018 balance: $13,491,664)</th>
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</thead>
</table>

Expenditures

<table>
<thead>
<tr>
<th>75.13% of appropriations.</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>85.72% of appropriations.</th>
</tr>
</thead>
</table>

Highlights & Trends for May 2018

Income Tax Collections

- Income tax revenues are below May 2017 collections by $275,981 or -10.03%; Year to date collections are below 2017 YTD by $-544,927 or -4.91%.
- Income tax collections are below estimates by $-413,571 or -3.77% as of May 31, 2018.
- Refunds issued in May totaled $44,508 with year to date refunds totaling $194,809.

Income Tax Revenue by Account Type

For May of 2018:
- Withholding Accounts – 63.64% of collections
- Individual Accounts – 20.47% of collections
- Net Profit Accounts – 15.89% of collections

For May of 2017:
- Withholding Accounts – 60.20% of collections
- Individual Accounts – 18.54% of collections
- Net Profit Accounts – 21.25% of collections
### Highlights & Trends for May (continued)

- **May 2018 Year to Date General Fund Revenue**
  - Municipal Income Tax: 5.61%
  - Property Tax: 1.96%
  - Local Government: 1.20%
  - Interest Income: 0.49%
  - Fines & Forfeitures: 1.20%
  - Township Fire Service: 1.91%
  - Community Center Membership/Programs: 0.49%
  - EMS Transport: 0.49%
  - All Other Revenue: 71.21%

- **May 2018 Year to Date General Fund Expenses**
  - Planning & Building: 22.95%
  - General Government: 24.45%
  - Fire Operations: 9.50%
  - Parks & Recreation: 2.58%
  - Police Operations: 17.86%
  - Service/Engineering Department: 2.58%

### Notable Initiatives & Activities

- Fund balances for all funds increased from $26,697,378 on January 1, 2018 to $28,809,675 as of May 31, 2018, with year to date revenues exceeding expenditures for all funds by $2,112,297.
- For the month of May, fund balances for all funds increased from $28,168,668 as of May 1, 2018 to $28,809,675 as of May 31, 2018, with revenues exceeding expenditures by $641,008.
- Expenditures for all funds tracked at 75.13% of anticipated expenditure levels for the month of May.
- The General Fund balance increased from $13,491,664 as of January 1, 2018 to $14,484,791 as of May 31, 2018, with revenues exceeding expenditures by $485,097.
- For the month of May, the General Fund balance increased from $13,976,761 on May 1, 2018 to $14,484,791 as of May 31, 2018, with revenues exceeding expenditures by $43,018.
- General Fund revenues are below 2017 revenues by $-166,829 and below estimates by $-87,398 or – 0.73%.
Financial Tracking

May Year to Date
Revenue to Expenditures
All Funds

May Year to Date
General Fund
Cash Position

REVENUE
EXPENDITURES
May 2018
Cash Reconciliation

Total Fund Balances: $28,809,675.88

Depositary Balances:

General Account: $9,011,596.45

Total Bank Balances: $9,011,596.45

Investment Accounts:

Certificates of Deposits: $6,914,977.16
Certificates of Deposits (EMS) 2,094,000.00
Star Ohio/Star Plus 3,245,124.76
Fifth Third MMKT/CDs 7,471,364.67
Bicentennial Fund CD 71,022.84

Total Investment Accounts: $19,796,489.43

Petty Cash/Change Fund: 1,590.00

Total Treasury Balance as of May 31, 2018 $28,809,675.88

Total Interest Earnings as of May 31, 2018 $147,894.25

Average Interest Earnings 1.71%

Debt Statement

<table>
<thead>
<tr>
<th>Issuance</th>
<th>Purpose</th>
<th>Maturity</th>
<th>Rate</th>
<th>Principal Balance</th>
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<tbody>
<tr>
<td>2015</td>
<td>2015 Refunding Bonds</td>
<td>December 2021</td>
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<td>2017</td>
<td>2017 Various Purpose Bonds</td>
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<td>Total Principal Debt Balance</td>
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<td></td>
<td>$7,424,848.46</td>
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## City of Worthington

### Fund Summary Report

**as of May 31, 2018**

<table>
<thead>
<tr>
<th>FUND</th>
<th>1/1/2018 Beginning Balance</th>
<th>Year to Date Actual Revenue</th>
<th>Year to Date Actual Expenses</th>
<th>05/31/2018 Fund Balance</th>
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</thead>
<tbody>
<tr>
<td>101 General Fund</td>
<td>$13,491,664</td>
<td>$11,852,254.27</td>
<td>$10,859,126.76</td>
<td>$14,484,791.27</td>
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<td>202 Street M&amp;R</td>
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<td>204 Water</td>
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<td>$26,555.68</td>
<td>$82,513.58</td>
</tr>
<tr>
<td>205 Sewer</td>
<td>$66,268</td>
<td>$19,830.73</td>
<td>$40,924.81</td>
<td>$45,173.46</td>
</tr>
<tr>
<td>212 Police Pension</td>
<td>$596,983</td>
<td>$108,234.86</td>
<td>$263,295.57</td>
<td>$441,922.57</td>
</tr>
<tr>
<td>214 Law Enforcement Trust</td>
<td>$71,890</td>
<td>$4,088.70</td>
<td>$1,300.00</td>
<td>$74,679.19</td>
</tr>
<tr>
<td>215 Municipal MV License Tax</td>
<td>$167,714</td>
<td>$51,670.64</td>
<td>$0.00</td>
<td>$219,384.44</td>
</tr>
<tr>
<td>216 Enforcement/Education</td>
<td>$48,817</td>
<td>$277.50</td>
<td>$0.00</td>
<td>$49,094.92</td>
</tr>
<tr>
<td>217 Community Technology</td>
<td>$80,000</td>
<td>$0.00</td>
<td>$18,498.00</td>
<td>$61,502.00</td>
</tr>
<tr>
<td>218 Court Clerk Computer</td>
<td>$234,893</td>
<td>$4,824.00</td>
<td>$1,886.52</td>
<td>$237,829.99</td>
</tr>
<tr>
<td>219 Economic Development</td>
<td>$561,016</td>
<td>$12,442.42</td>
<td>$141,105.31</td>
<td>$432,353.01</td>
</tr>
<tr>
<td>220 FEMA Grant</td>
<td>$15,884</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$15,883.50</td>
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<tr>
<td>221 Law Enf CED</td>
<td>$7,480</td>
<td>$12,880.00</td>
<td>$0.00</td>
<td>$20,360.00</td>
</tr>
<tr>
<td>224 Parks &amp; Rec Revolving</td>
<td>$427,916</td>
<td>$552,235.29</td>
<td>$278,535.08</td>
<td>$701,616.60</td>
</tr>
<tr>
<td>229 Special Parks</td>
<td>$27,654</td>
<td>$443.50</td>
<td>$0.00</td>
<td>$28,097.86</td>
</tr>
<tr>
<td>253 2003 Bicentennial</td>
<td>$71,536</td>
<td>$516.31</td>
<td>$0.00</td>
<td>$72,052.63</td>
</tr>
<tr>
<td>306 Trunk Sewer</td>
<td>$375,149</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$375,148.78</td>
</tr>
<tr>
<td>308 Capital Improvements</td>
<td>$8,606,289</td>
<td>$2,595,510.45</td>
<td>$1,662,019.86</td>
<td>$9,539,779.40</td>
</tr>
<tr>
<td>313 County Permissive Tax</td>
<td>-</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
</tr>
<tr>
<td>409 General Bond Retirement</td>
<td>$1,063,223</td>
<td>$61,318.71</td>
<td>$65,265.91</td>
<td>$1,059,275.83</td>
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<tr>
<td>410 Special Assessment Bond</td>
<td>$278,448</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$278,447.93</td>
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<tr>
<td>825 Accrued Acreage Benefit</td>
<td>$82,141</td>
<td>$9,132.00</td>
<td>$77,121.00</td>
<td>$14,151.93</td>
</tr>
<tr>
<td>830 OBBS</td>
<td>$2,074</td>
<td>$1,407.13</td>
<td>$1,403.56</td>
<td>$2,077.61</td>
</tr>
<tr>
<td>838 Petty Cash</td>
<td>$1,530</td>
<td>$60.00</td>
<td>$0.00</td>
<td>$1,590.00</td>
</tr>
<tr>
<td>910 Worthington Sta TIF</td>
<td>$11,705</td>
<td>$15,632.36</td>
<td>$176.69</td>
<td>$27,160.58</td>
</tr>
<tr>
<td>920 Worthington Place (The Heights)</td>
<td>$285,098</td>
<td>$85,422.60</td>
<td>$12,835.53</td>
<td>$357,685.03</td>
</tr>
<tr>
<td>930 933 High St. MPI TIF Fund</td>
<td>$16,460</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$16,460.31</td>
</tr>
<tr>
<td>935 Downtown Worthington MPI TIF</td>
<td>-</td>
<td>$76,541.96</td>
<td>$0.00</td>
<td>$76,541.96</td>
</tr>
<tr>
<td>940 Worthington Square TIF</td>
<td>-</td>
<td>$13,936.52</td>
<td>$0.00</td>
<td>$13,936.52</td>
</tr>
<tr>
<td>945 W Dublin Granville Rd. MPI TIF</td>
<td>-</td>
<td>$48,545.50</td>
<td>$0.00</td>
<td>$48,545.50</td>
</tr>
<tr>
<td>999 PACE Fund</td>
<td>-</td>
<td>$16,488.37</td>
<td>$16,488.37</td>
<td>$0.00</td>
</tr>
</tbody>
</table>

**Total All Funds**

- **Beginning Balance**: $26,697,378.45
- **Year to Date Actual Revenue**: $15,977,264.04
- **Year to Date Actual Expenses**: $13,864,966.81
- **05/31/2018 Fund Balance**: $28,809,675.68
## City of Worthington, Ohio
### General Fund Overview
#### as of May 31, 2018

<table>
<thead>
<tr>
<th></th>
<th>2017 Year End</th>
<th>2018 Original Budget</th>
<th>2018 Revised Budget</th>
<th>Y-T-D Estimates</th>
<th>Y-T-D Actual</th>
<th>Variance Over/(Under)</th>
<th>Variance as % of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Municipal Income Tax</td>
<td>21,006,562</td>
<td>20,635,497</td>
<td>20,635,497</td>
<td>8,770,839</td>
<td>8,439,982</td>
<td>(330,857)</td>
<td>-3.77%</td>
</tr>
<tr>
<td>Property Tax</td>
<td>2,628,416</td>
<td>2,783,650</td>
<td>2,783,650</td>
<td>1,391,925</td>
<td>1,634,333</td>
<td>242,408</td>
<td>17.42%</td>
</tr>
<tr>
<td>Local Government</td>
<td>351,928</td>
<td>350,000</td>
<td>350,000</td>
<td>145,833</td>
<td>142,221</td>
<td>3,612</td>
<td>-2.48%</td>
</tr>
<tr>
<td>Inheritance Tax</td>
<td>215,776</td>
<td>210,000</td>
<td>210,000</td>
<td>87,500</td>
<td>147,894</td>
<td>60,394</td>
<td>60.02%</td>
</tr>
<tr>
<td>Fines &amp; Forfeitures</td>
<td>157,159</td>
<td>200,000</td>
<td>200,000</td>
<td>83,333</td>
<td>58,517</td>
<td>(24,817)</td>
<td>-17.42%</td>
</tr>
<tr>
<td>Community Center Membership/Programs</td>
<td>1,263,448</td>
<td>1,455,500</td>
<td>1,455,500</td>
<td>606,458</td>
<td>665,159</td>
<td>58,701</td>
<td>9.68%</td>
</tr>
<tr>
<td>EMS Transport</td>
<td>671,816</td>
<td>675,000</td>
<td>675,000</td>
<td>281,250</td>
<td>232,526</td>
<td>(48,724)</td>
<td>-17.32%</td>
</tr>
<tr>
<td>All Other Revenue</td>
<td>1,243,865</td>
<td>1,203,794</td>
<td>1,203,794</td>
<td>335,013</td>
<td>305,122</td>
<td>(29,891)</td>
<td>-8.92%</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>27,843,417</td>
<td>27,988,642</td>
<td>27,988,642</td>
<td>11,939,652</td>
<td>11,852,254</td>
<td>(87,398)</td>
<td>-0.73%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>Expenditures</strong></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Building</td>
<td>658,913</td>
<td>777,207</td>
<td>777,207</td>
<td>323,836</td>
<td>260,805</td>
<td>(63,031)</td>
<td>83.04%</td>
</tr>
<tr>
<td>General Government</td>
<td>6,639,741</td>
<td>7,155,413</td>
<td>7,167,413</td>
<td>2,958,195</td>
<td>2,475,138</td>
<td>(483,056)</td>
<td>83.67%</td>
</tr>
<tr>
<td>Fire Operations</td>
<td>6,066,466</td>
<td>6,786,356</td>
<td>6,786,356</td>
<td>2,827,648</td>
<td>2,294,787</td>
<td>(532,861)</td>
<td>81.18%</td>
</tr>
<tr>
<td>Parks &amp; Recreation</td>
<td>4,444,001</td>
<td>4,893,143</td>
<td>4,893,143</td>
<td>2,038,910</td>
<td>1,807,422</td>
<td>(231,698)</td>
<td>88.65%</td>
</tr>
<tr>
<td>Police Operations</td>
<td>5,589,964</td>
<td>6,102,395</td>
<td>6,102,395</td>
<td>2,542,665</td>
<td>2,322,699</td>
<td>(219,966)</td>
<td>91.35%</td>
</tr>
<tr>
<td>Service/Engineering Department</td>
<td>2,087,607</td>
<td>2,679,803</td>
<td>2,679,803</td>
<td>1,116,585</td>
<td>961,316</td>
<td>(155,269)</td>
<td>80.90%</td>
</tr>
<tr>
<td><strong>Total Expenditures</strong></td>
<td>25,487,293</td>
<td>28,394,316</td>
<td>28,406,314</td>
<td>11,807,739</td>
<td>10,122,166</td>
<td>(1,685,573)</td>
<td>85.72%</td>
</tr>
</tbody>
</table>

| Excess of Revenues Over (Under) Expenditures | 2,356,125 | (405,674) | (417,672) | 131,914 | 1,730,088 | (1,685,573) | 85.72% |

| Fund Balance at Beginning of Year | 11,628,193 | 13,491,663 | 13,491,663 | 13,491,663 | 13,491,663 |

1 - Income Tax budget based on individual monthly projections.

| Unexpended Appropriations (98.0%) | 567,886 | 568,126 | 189,375 |

2 - These revenue budgets are based on semi-annual payments.

| Expenditures versus Prior Year Enc | 492,655 | 1,647,970 | 1,647,970 | 686,654.10 | 736,961 |

- All other revenue budgets are spread equally over each month.

| General Fund Balance | 13,491,663 | 12,005,905 | 11,994,147 | 13,126,298 | 14,484,791 |

All expenditure budgets are spread equally over each month.