

REGULAR SESSION

THURSDAY

AUGUST 6, 2020

The Board of Huron County Commissioners met this date in Regular Session. Roll being called found the following members present: Terry Boose, Joe Hintz and Bruce Wilde.

20-203

**IN THE MATTER OF APPROVING REQUESTS FOR EXPENDITURE OF OVER \$1,000.00  
SUBMITTED TO THE BOARD AUGUST 6, 2020**

Terry Boose moved the adoption of the following resolution:

**WHEREAS**, requests for expenditures of over \$1,000.00 have been submitted for approval by the Board of Huron County Commissioners as follows:

**Commissioners**

Sterling PC Maintenance Solutions	Annual support for server & workstations	\$4,200.00
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**Human Resources**

Sterling PC Maintenance Solutions	Annual support for workstations	\$1,320.00 now therefore
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**BE IT RESOLVED**, that the Board of Huron County Commissioners hereby approves of the requests for expenditure of over \$1,000.00 as listed above; and further

**BE IT RESOLVED**, that the foregoing resolution was adopted and all actions and deliberations of the Board of Commissioners of the County of Huron, Ohio relating thereto were conducted in meetings open to the public, in compliance with all applicable legal requirements, including Section 121.22 of the Ohio Revised Code.

Joe Hintz seconded the motion.

**\*Discussion:** Ms. Ziemba explained this was annual support services for the Commissioners for the server and three workstations; there is a special agreement to include coverage for any issues with all workstations in the office. There is an additional charge for HR because it is a different location. Mr. Boose noted that, once again, they were paying for IT.

The roll being called upon its adoption, the vote resulted as follows:

Aye – Terry Boose  
Aye – Joe Hintz  
Aye – Bruce Wilde

**SIGNINGS**

Mr. Strickler spoke to Mr. Leutz at CCAO regarding the Palmer Energy LOI. Mr. Leutz explained this isn't the actual contract, it is just the letter of intent to negotiate. Mr. Strickler still doesn't like the language, but he doesn't think it will hurt us since it is not the actual contract.

***Terry Boose moved to approve signing the Letter of Intent for Potential Purchase of Solar-Generated Energy and Related Electric Consulting Agreement. Bruce Wilde seconded the motion. The roll being called upon its adoption, the vote resulted as follows:***

***Aye – Terry Boose  
Aye – Joe Hintz  
Aye – Bruce Wilde***

August 6, 2020

Palmer Energy  
5577 Airport Hwy  
Toledo OH

Re: Letter of Intent for Potential Purchase of Solar-Generated Energy and Related Electric Consulting Agreement

Dear CCAO:

The County Commissioners Association of Ohio Service Corporation (the “CCAOSC”) presents its Letter of Intent (this “LOI”) in connection with potential opportunities to purchase energy generated by utility scale solar facilities in conjunction with a CCAOSC Participation Agreement for its Energy Purchasing Program (the “Agreement” or “Program”) between the County of The Board of Huron County Commissioners met this date in Regular Session (“The Board of Huron County Commissioners met this date in Regular Session County”), CCAOSC and CCAOSC Energy Solutions, a subsidiary of Palmer Energy Company, (the “Manager”) which are each a “Party” and collectively the “Parties” to this LOI.

This LOI constitutes an agreement between The Board of Huron County Commissioners met this date in Regular Session County, CCAOSC and the Manager whereby The Board of Huron County Commissioners met this date in Regular Session County agrees to (1) use good faith efforts to consider and negotiate the purchase of energy and any other related attributes from a utility scale photovoltaic solar facility through a power purchase agreement or similar agreement (a “PPA”) if the Manager develops and identifies such an opportunity at or below \$41.00 per MW-hour price (the “Purchase Opportunity”) and (2) the proposed key provisions of the Agreement, whereby CCAOSC and the Manager would provide electric consulting services for the purchase, transmission and arrangement of delivery of electricity through the Program for The Board of Huron County Commissioners met this date in Regular Session County facilities and/or its electric governmental aggregation if Customer enters into a PPA resulting from the Purchase Opportunity. This LOI is intended to be non-binding on the Parties hereto, except for the provisions of paragraphs 1, 2, 7, 8, 9, 10 and 11.

(1) If a Purchase Opportunity is identified by the Manager for The Board of Huron County Commissioners met this date in Regular Session County, then The Board of Huron County Commissioners met this date in Regular Session County shall use good faith efforts to negotiate with the applicable counterparties to enter into a PPA along with any other necessary agreements for the purchase of energy and if available and offered, the purchase of other related attributes from the production of the energy. The Parties contemplate that a purchase of energy through a Purchase Opportunity would require, without limitation, a contract with a certified competitive retail electric service provider to allow for the retail delivery of the energy to The Board of Huron County Commissioners met this date in Regular Session County in addition to load shaping capabilities, all of which would be used to deliver energy to The Board of Huron County Commissioners met this date in Regular Session County’s facilities and/or participants in its electric governmental aggregation.

(2) If The Board of Huron County Commissioners met this date in Regular Session County enters into the necessary agreements to purchase energy through a Purchase Opportunity, then simultaneously with the execution of those agreements, The Board of Huron County Commissioners met this date in Regular Session County shall either extend its current or sign a new Agreement with CCAOSC and the Manager that include exhibits to that Agreement for energy consulting services on electric purchases for facilities and/or the electric governmental aggregation operated by the County.

Yes/No (circle one) The Board of Huron County Commissioners met this date in Regular Session County agrees to include its eligible facilities in this LOI.

Yes/No (circle one) The Board of Huron County Commissioners met this date in Regular Session County agrees to include its electric governmental aggregation program in this LOI.

(3) Manager’s Services. The Manager will provide its ongoing services as described in the Agreement to assist The Board of Huron County Commissioners met this date in Regular Session County in purchasing electricity for its facilities and/or electric governmental aggregation program as selected below. Generally, the Manager shall assist The Board of Huron County Commissioners met this date in Regular Session County in securing electric pricing proposal(s) for electricity supplies, periodically provide recommendations on potential suppliers, and recommend the type of pricing mechanism(s) to utilize. The Manager shall evaluate electric market conditions and opportunities and may suggest or recommend other electric savings or cost control opportunities for The Board of Huron County Commissioners met this date in Regular Session County to consider. The Board of Huron County Commissioners met this date in Regular Session County understands that facilities receiving electric distribution service from a municipal electric utility or electric cooperative would not be eligible for this Program.

(4) Term. The extended or new term of the Agreement would be for the longer of a period of Ten (10) years or the term provided for in the PPA resulting from the Purchase Opportunity, with the commencement date to be determined by the Parties but no later than the date the Purchase Opportunity results

in energy being purchased by The Board of Huron County Commissioners met this date in Regular Session County.

(5) Compensation. Compensation for shall be in the amounts described in the Agreement for the “Electric Purchasing Program” (for facilities) and the “Electric Aggregation Purchasing Program” (for electric governmental aggregation). This compensation shall be included in the various electric supplier pricing offers.

(6) Exclusivity. The Board of Huron County Commissioners met this date in Regular Session County agrees to utilize the CCAOSC and the Manager under the terms of the Agreement and be the exclusive consultant on 100% of Customer’s eligible electricity requirements for all of The Board of Huron County Commissioners met this date in Regular Session County’s facilities and/or the participants in its electric governmental aggregation program. Such exclusivity shall not preclude The Board of Huron County Commissioners met this date in Regular Session County from engaging other consultants for energy consulting services for electricity requirements for its facilities commencing after the expiration of the Term.

(7) Confidentiality. The CCAOSC and the Manager understand that The Board of Huron County Commissioners met this date in Regular Session County is a public entity and is subject to the Ohio Public Records Act, O.R.C. 149.43, *et seq.*, and that any record kept by the Customer that is deemed a public record is subject to release if a proper request is made. It is expressly understood by the Parties that O.R.C. 149.43 requires The Board of Huron County Commissioners met this date in Regular Session County, upon receipt of a public records request, to promptly prepare public records for inspection and to provide copies of public records in a reasonable time and that The Board of Huron County Commissioners met this date in Regular Session County may determine, in its sole discretion, that information is a public record subject to such release. Notwithstanding the immediately foregoing sentence, The Board of Huron County Commissioners met this date in Regular Session County agrees to notify the CCAOSC and Manager as soon as practically possible of a public records request that could result in the public disclosure of this LOI.

(8) Fees and Expenses. The CCAOSC and Manager shall bear their own fees and expenses, and The Board of Huron County Commissioners met this date in Regular Session County shall bear its own fees and expenses, including, but not limited to, fees and expenses of attorneys and financial or other advisors, incurred in connection with the execution of this LOI. This paragraph shall survive the Termination Date.

(9) Governing Law and Venue. This LOI shall be governed by and construed in accordance with the internal laws of the State of Ohio. Any litigation or other proceeding arising out of or relating to this LOI must be brought in Ohio before a court or administrative body having jurisdiction over the litigation or proceeding. The Board of Huron County Commissioners met this date in Regular Session County acknowledges and agrees that any breach of any binding provision of this LOI by The Board of Huron County Commissioners met this date in Regular Session County is not subject to any protection of sovereign immunity, and that the CCAOSC and/or Manager may seek specific performance to remedy any breach by The Board of Huron County Commissioners met this date in Regular Session County of this LOI. To the extent necessary, The Board of Huron County Commissioners met this date in Regular Session County waives any and all immunity it may have under Ohio law for any claim by the CCAOSC and/or Manager for a breach of this LOI by The Board of Huron County Commissioners met this date in Regular Session County with such waiver made knowingly, intelligently and voluntarily. This paragraph 9 shall survive the Termination Date.

(10) Assignments. No Party will assign this LOI without the prior written consent of the other, which consent will not be unreasonably withheld. In no event will the Party assigning its interest be released from any of its obligations to any other Parties.

(11) Non-Binding and Binding Provisions. This LOI is not intended to create binding obligations on any of the Parties hereto, except that paragraphs 1, 2, 7, 8, 9, 10 and 11 shall be binding upon the Parties in accordance with their respective terms.

(12) Independence. Nothing herein is intended to create a partnership, joint venture, agency or other relationship creating fiduciary or quasi fiduciary duties or similar duties or obligations, or otherwise to subject the Parties to joint and several or vicarious liability, or to impose any duty, obligation, or liability on a Party that would arise from joint and several or vicarious liability.

(13) Counterparts. This LOI may be executed in two or more counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument. PDF and facsimile copies of signatures will be treated as originals.

(14) Entire Agreement. This LOI constitutes the entire agreement between the CCAOSC, Manager and The Board of Huron County Commissioners met this date in Regular Session County regarding the subject

matter thereof. No modification or amendment hereof shall be effective unless in writing and signed by a duly authorized representative of each Party.

(15) Duly Authorized Representative. The individual(s) executing this LOI on behalf of each Party does hereby represent and warrant that he or she is duly authorized and empowered to execute same on behalf of his or her Party, and to fully bind that Party to all of the terms hereof.

(16) No Drafting Bias. In the event an ambiguity or question of intent or interpretation arises, this LOI will be enforced and construed as if drafted jointly by the Parties, and no presumption or burden of proof will arise favoring or disfavoring either party or its construction or interpretation of this LOI by virtue of the authorship of any of terms or provisions of this LOI.

(17) Termination. This LOI shall automatically terminate upon the earlier of (a) January 1, 2022 or (b) the execution or extension of the Agreement (the "Termination Date").

If the foregoing terms are acceptable to The Board of Huron County Commissioners met this date in Regular Session County, please so indicate by signing LOI in the space provided below and returning it to the CCAOSC and Manager no later than September 1<sup>st</sup>, 2020. Please call should you have any questions.

**CCAO SERVICE CORPORATION**

By: \_\_\_\_\_

**COUNTY OF HURON**

Date of Adoption of Approving Ordinance or Resolution

By: \_\_\_\_\_

\_\_\_\_\_

Address:

**CCAOSC ENERGY SOLUTIONS**

By: \_\_\_\_\_

5577 Airport Highway, Suite 101  
Toledo, OH 43615

**Commissioner Boose report**

Firelands Forward meeting. Good meeting, they are in the process of hiring two people. Mr. Boose asked if we had given them the \$50,000 as promised. Ms. Ziemba explained we do not have a contract yet. Mr. Strickler said there had been some revisions to the contract and he was now fine with it. Mr. Boose would like to move forward. Mr. Strickler will forward the revised contract to Ms. Ziemba.

**At 9:10 a.m. Public comment – Roland Tkach.** Mr. Tkach thanked the Board for sending the letter to ODOT regarding the roundabout. He agrees this is not the right solution for the area.

Mr. Tkach stated he is requesting signature on a letter to Charles E Harris & Associates for the audit.

***Terry Boose moved to approve signing the Management Letter to Auditor letter to Charles E Harris & Associates, Inc. Bruce Wilde seconded the motion. The roll being called upon its adoption, the vote resulted as follows:***

- Aye – Terry Boose*
- Aye – Joe Hintz*
- Aye – Bruce Wilde*

**Commissioner Wilde report**

Census update. Ohio ranks 10<sup>th</sup> in the nation for self-response. They will be starting the door-to-door count soon. Huron County is at 70.1%, which is above the 2010 rate. They will finish collecting data on September 30.

**At 9:15 a.m. Representative Dick Stein, Broadband House Bill 13.** Mr. Boose asked Representative Stein to explain HB13. Mr. Stein explained House Bill 13 is a broadband expansion bill to bring broadband to underserved or non-served areas. The bill has passed the House and is now sitting in the Senate. There is only \$20 million available for the program, but they are hoping if it is successful they can find additional funding.

The bill requires a minimum standard of 3 up/25 down. Mr. Stein acknowledged this was not great service, but it is still better than no service. It would be open to any company and to whatever is most applicable to the given topography – it is technology neutral. Mr. Boose asked who would request the money, the company installing the service or the local government. He feels this is something Huron County is in need of. He knows of a family that has to drive their kids to town to access internet so the kids can do their school work. Mr. Stein thought it could work multiple ways. The County government could ask the service provider to do a survey and determine if it is feasible to add internet to that area. Once the cost was determined there would have to be an application made to the State. Mr. Stein was not sure if the County or the service provider would make that application. He said at this point they don't know how the program would be implemented, but it will be implemented in a way that has safeguards. The goal is to have internet, like electricity, available to every resident in the State of Ohio.

Mr. Boose had another concern. He said sometimes bills like these are originated and lined up for one specific County/area and they get all the funds. Mr. Stein said that was not the case here. He said he would talk to the bill sponsor about how the funds will be distributed. He noted that, a lot of times urban and inner city areas seem to get a disproportionate amount of tax revenue that comes down from Columbus. In this case, most of those folks already have service because they live in high density areas. This bill is not about providing these areas with multiple providers, it is about providing services to areas that need it. That will be the rural communities, because that is where the need lies.

Mr. Boose clarified that the money was more for capital, not to subsidize low income. Mr. Stein said that was correct. Mr. Boose was concerned about providing something that would not be affordable. Mr. Stein thought that was a great possibility for another bill, especially if we have to continue with the distance learning situation. Mr. Wilde mentioned that a company had come in over a year ago with over \$54 million to try to do the same thing. We have tried to reach them repeatedly since that time and have not been able to. Mr. Stein said that was why they wanted to make sure there was some buy-in from local government. We don't want a company coming in that just wants to make money. The County can look at it more closely to see that it provides the most service to the residents. Mr. Boose asked if there was a good chance it would pass the Senate. Mr. Stein thought it would. It is not really a controversial bill, and it is something that helps the people of Ohio, especially in the Covid world we live in right now.

Mr. Tkach said he is a member of the Fireland's Electric Co-op. They received money for a federal study. The preliminary survey determined it would cost \$20 million to provide fiber to their 9,700 customers. Mr. Tkach thought it would come down to partnerships. He did not think Fireland's Electric wanted to be an internet provider, but they wanted to be a part of that process. There was conversation regarding the feasibility of running fiber to every home and how to meet the needs of rural communities.

Mr. Boose wanted to discuss low to moderate income families who had kids in school and need the internet. He said whatever we do also has to be affordable. It doesn't do any good to put in something that they can't afford. He thought it sounded like the bill was right on - it was not providing top of the line, it was providing something useable. Mr. Stein thought it was a good program. He supports it and supports it being more than \$20 million. He was fairly confident it would get through.

Mr. Boose asked Mr. Stein to keep in mind that this has to be something simple for local governments to use. A lot of the areas that are underserved will be similar to Huron County – we don't have County IT, and we don't have a grant writer. It would need to be a somewhat simple process. Mr. Stein did not think IT would be important at all. He hoped this would be similar to HB 168, which only required a very simple application to be sent in. He thought any studies involved would be done by the providers. Mr. Boose thought maybe someone like economic development could be the ones to do the application. He pointed out it can't be too simple, that can lead to fraud. He appreciated that Mr. Stein had told him about this program. He pointed out a lot of times nobody hears about these programs until the money is gone. Mr. Wilde hoped this would get done sooner rather than later, as there is a need. Mr. Stein agreed. Mr. Boose thought more people would see the need now that school was starting up again. Mr. Stein agreed, saying it was an essential service - no different than electricity.

**At 9:44 a.m. Terry Boose moved to enter into Executive Session ORC 121.22 (G)(1) to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee or official, or the investigation of charges or complaints against a public employee, official, licensee, or regulated individual. Bruce Wilde seconded the motion. The roll being called upon its adoption, the vote resulted as follows:**

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AUGUST 6, 2020

*Aye – Terry Boose  
Aye – Joe Hintz  
Aye – Bruce Wilde*

***At 10:11 a.m. Terry Boose moved to end Executive Session ORC 121.22 (G)(1). Bruce Wilde seconded the motion. The roll being called upon its adoption, the vote resulted as follows:***

*Aye – Terry Boose  
Aye – Joe Hintz  
Aye – Bruce Wilde*

**\* No action taken**

**Assistant Prosecutor report**

Mr. Strickler said he was looking for some guidance as to what he should put in the agreement with HCDC to manage the small business grants. Ms. Ziemba explained this was the CARES Act grant money the County was going to have HCDC administer. Mr. Boose thought it would be easier to see what other counties have done than to start from scratch. Ms. Ziemba will contact Ashtabula County to see what they did.

Ms. Ziemba explained a lot of things with the CARES money are in the tentative stage. She plans to start sending the Board items to review. Mr. Boose requested that this be put on the agenda next Tuesday for discussion. Mr. Wilde would like someone from the Committee to come in so everyone is on the same page. Ms. Ziemba explained everyone has been on vacation. She would like the Board to review the bills that have been submitted for the CARES money. She ran the report and they are not matching up. They either forgot to pull the invoices or they weren't labeled "C-19". Mr. Boose would like to discuss where they are with it and plan how to move forward, not just for the grant portion but all of it. Ms. Ziemba liked that idea. She reminded the Board the original meeting had not included the Department Heads, only the Elected Officials. She asked if she should get the information to the Department Heads. Ms. Ziemba indicated that the Health Department has submitted bills and a request to use money. Mr. Boose thought that could be discussed on Tuesday.

Ms. Ziemba received an email from Ms. Bond this morning. She is able to get N95 masks from Amazon. They are \$1,157.59 per case of 240. They would like to order 4 cases at a total cost of \$4,630.36. This would be inventory for local first responders for future needs since we can't find these very often. Mr. Boose thought it was a good idea. Everyone agreed that these should be ordered for EMA. EMA will decide what they want to do with them and how they want to do it.

Next Ms. Ziemba reminded the Board that they had previously decided who the CEBCO voting member and alternate would be. Mr. Hintz had been selected as the voting member and Mr. Starett as the alternate. She explained that CEBCO has a new Code of Regulations. They now require that the voting member and the alternate be a Commissioner. Ms. Ziemba asked who they would like to assign as the alternate. After discussion it was decided that Mr. Wilde would be the voting member, with Mr. Boose as the alternate.

***Terry Boose moved to approve the 2020 CEBCO voting representatives as Bruce Wilde as representative and Terry Boose as alternate. Bruce Wilde seconded the motion. The roll being called upon its adoption, the vote resulted as follows:***

*Aye – Terry Boose  
Aye – Joe Hintz  
Aye – Bruce Wilde*

GLCAP sent Ms. Ziemba an amendment to the Independent Contractor Agreement. She said the Scope of Services had been amended when the Board decided to open up and change the funding routes to help with homelessness prevention. The State has approved that and would like the Independent Contractor Agreement amended now. It basically just says that GLCAP is going to administer this. They will pay up front and be reimbursed. The amendment is just for compensation.

***Terry Boose moved to approve the amendment to the GLCAP Independent Contractor Agreement. Bruce Wilde seconded the motion. The roll being called upon its adoption, the vote resulted as follows:***

*Aye – Terry Boose  
Aye – Joe Hintz  
Aye – Bruce Wilde*

There is someone interested in the open position on the Board of Developmental Disabilities. Ms. Ziemba has scheduled her to come in to interview on August 18.

**REGULAR SESSION**

**THURSDAY**

**AUGUST 6, 2020**

Mr. Boose will attend the Budget Commission meeting at 10:00 a.m. on August 26. He thought if Mr. Tkach has any materials put together for the meeting, he would like to get a copy ahead of time. This will give them a chance to see what changes there might be and what they are using to determine the budget figures for next year. This is only if Mr. Tkach is handing them out prior to the meeting; Mr. Boose doesn't want him to have to do anything special. The meeting is being held at the Treasurer's office. Mr. Boose thought we could offer the use of Meeting Room A if they want more space.

Mr. Wilde said there is a WIOA meeting on the 26<sup>th</sup> at 8:00 a.m. Mr. Boose said Ms. Minor thought this would be a good meeting to begin marketing Fireland's Forward to businesses.

There is a Willard Economic meeting, but Mr. Wilde believes this will be canceled.

**At 10:30 a.m.** Terry Boose moved to adjourn. Bruce Wilde seconded the motion. The meeting stood adjourned.

**IN THE MATTER OF CERTIFICATION**

The Clerk to the Board does hereby attest that the foregoing is a true and correct record of all actions taken by the Board of Huron County Commissioners on August 6, 2020.

**IN THE MATTER OF ADJOURNING**

The meeting was called to order at 9:00 a.m. With no further business to come before the Board, the meeting was adjourned at 10:30 a.m.

Signature on File