RESOLUTION NO. 2026-18

BUTLER COUNTY FINANCE AUTHORITY

A RESOLUTION AUTHORIZING AND APPROVING A TRANSACTION CONCERNING THE ACQUISITION, REHABILITATION, CONSTRUCTION, DEVELOPMENT, AND IMPROVEMENT OF A MANUFACTURING FACILITY AND APPURTENANCES RELATED THERETO CONSTITUTING "PORT AUTHORITY FACILITIES" WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE, FOR THE BENEFIT OF WEIDMANN ELECTRICAL TECHNOLOGY, INC.; AUTHORIZING THE ACCEPTANCE OF CERTAIN REAL PROPERTY INTERESTS; APPROVING THE EXECUTION AND DELIVERY OF A FUNDING AGREEMENT, CONSTRUCTION SERVICES AGREEMENT, A GROUND SUBLEASE AGREEMENT, A LEASE AGREEMENT, AND AN INDEMNITY AGREEMENT IN CONNECTION WITH THE TRANSACTION; APPROVING THE PROVISION OF OHIO SALES AND USE TAX EXEMPTION CERTIFICATES; AND AUTHORIZING AND APPROVING THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS AND MATTERS.

WHEREAS, the Butler County Finance Authority (the "Finance Authority"), a port authority and a body corporate and politic duly organized and validly existing under the laws of the State of Ohio (the "State"), is authorized and empowered by virtue of the laws of the State including, without limitation, Article VIII, Section 13 of the Ohio Constitution and Sections 4582.21 through 4582.59 of the Ohio Revised Code (collectively, within the authorities therein mentioned, the "Act"), among other things: (a) to acquire interests in real or personal property, or any combination thereof, and construct, improve and develop port authority facilities and enter into agreements with respect to the construction, equipping, development, leasing, operation, use and management of such port authority facilities for "authorized purposes" as defined in the Act, including commercial and economic development purposes, (b) to enter into funding agreements or other agreements of similar effect for the purposes of financing costs of acquiring, constructing, improving and developing "port authority facilities," as defined in the Act, (c) to provide for the development, financing and leasing of port authority facilities to create or preserve jobs and employment opportunities, and to improve the economic welfare of the people of the State; (d) to make and enter into such contracts and agreements, and to execute and deliver all such instruments, as may be necessary, proper, appropriate or otherwise included in or for the exercise of powers otherwise granted to the Finance Authority under or pursuant to the Act, and (e) to adopt this resolution and enter into such other agreements and instruments for the transaction as are provided for herein, all upon the terms and conditions provided herein, and, to the extent on file with the Secretary of this Board and consistent with this resolution, therein; and

WHEREAS, pursuant to the request of Weidmann Electrical Technology, Inc. (including applicable affiliates thereof, "Weidmann"), the Finance Authority has agreed to assist Weidmann in the acquisition, rehabilitation, redevelopment, construction, and improvement of an approximately 350,000 square foot manufacturing facility as well as related site improvements and infrastructure (collectively, the "Project Facilities") on a site with an address of 407 Charles Street, Middletown, Ohio, and currently assigned tax parcel identification number Q6532-025-000-001 by the Butler County Auditor (the "Project Site" and together with the Project Facilities, the "Project");

WHEREAS, for purposes of advancing environmental remediation of the Project Site, the Project Site is currently owned by the Butler County Land Reutilization Corporation, a nonprofit corporation organized under Chapters 1724 and 5722 of the Ohio Revised Code (the "Land Bank"), and leased to Weidmann pursuant to a Lease Agreement dated as of May 22, 2026; and

WHEREAS, the Finance Authority has agreed to assist Weidmann by (i) acquiring a leasehold interest in the Project Site, (ii) entering into a funding agreement or other agreement of similar effect between the Finance Authority, Weidmann and/or any additional appropriate parties (the "Funding Agreement") to fund a portion of the costs to acquire, rehabilitate, construct and otherwise improve the Project, (iii) acquiring, rehabilitating, constructing, otherwise improving the Project, and (iv) leasing the Project and the Finance Authority's leasehold interest in the Project Site to Weidmann; and

WHEREAS, this Board has determined that it is necessary and proper and in the best interest of the Finance Authority (a) to adopt this resolution to provide for the acquisition, rehabilitation, construction, development, leasing, operation, use and management of the Project, (b) to enter into a Ground Sublease (the "Ground Sublease") between Weidmann, as ground sublessor, and the Finance Authority, as ground sublessee, pertaining to the Project Site, (c) to enter into the Funding Agreement for the purpose of paying a portion of the costs to acquire, rehabilitate, construct and otherwise improve the Project, (d) to enter into a Construction Services Agreement or other document of similar effect (the "Construction Services Agreement") between the Finance Authority and Weidmann, as the Finance Authority's construction services provider (in such capacity, the "Construction Services Provider"), (e) to lease the Project to the Lessee pursuant to a lease (the "Lease") between the Finance Authority, as lessor, and Weidman, as lessee (in such capacity, the "Lessee"), to provide for the acquisition, rehabilitation, construction, equipping and operation of the Project, and (f) to execute and deliver such other agreements, instruments and documents as may be necessary or desirable to provide for payment of the costs of the Project;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Butler County Finance Authority (the "Board"):

Section 1. Captions; Definitions. The captions and headings in this resolution are solely for convenience of reference and do not define, limit or describe the scope or intent of any provisions or Sections of this resolution. In addition to terms defined in the recitals and the Lessor Documents that are incorporated herein by reference, the following capitalized terms shall mean:

"Act" means Sections 4582.21 to 4582.59, inclusive, Ohio Revised Code, as enacted and amended from time to time pursuant to Section 13 of Article VIII of the Ohio Constitution.

"Authorized Officer" means the Chairperson, Vice-Chairperson, Secretary, and the Executive of this Board or of the Finance Authority.

"Authorizing Legislation" means this resolution and any supplemental or amending resolution adopted by the Legislative Authority.

"Construction Contract" means the direct contract or contracts related to the Project by and between the Construction Services Provider and a general contractor, construction manager or other contractor providing similar services for the Project.

"Construction Documents" means collectively, the Construction Contract and the Construction Services Agreement.

"County" means the County of Butler, Ohio.

"Executive" means the President and Chief Executive Officer of the Finance Authority or anyone appointed at the time to perform the functions currently provided by such officer.

"Fiscal Officer" means the Secretary of this Board or any Assistant Secretary of this Board.

"Indemnitor" means each party that is identified as an indemnitor in the Indemnity Agreement.

"Indemnity Agreement" means the Indemnity Agreement provided by each Indemnitor in favor of the Authority.

"Lessor Documents" means, collectively, the Funding Agreement, the Ground Sublease, the Lease, the Construction Documents, and the Indemnity Agreement.

"Project Purposes" means acquiring, rehabilitating, constructing, equipping and installing real and personal property, or any combination thereof, consisting of the Project Facilities, which comprise "port authority facilities" as defined in the Act, for lease to the Lessee on the Project Site, or such other uses and purposes from time to time as may be permitted by the Lease and the Act.

Section 2. Determinations by Board. This Board hereby finds and determines that: (i) the Project constitutes "port authority facilities," within the meaning of the Act, and is consistent with the purposes of Article VIII, Section 13 of the Ohio Constitution; (ii) it is necessary and proper and in the best interest of the Finance Authority to acquire, rehabilitate, construct, improve and develop the Project, and to finance costs thereof as contemplated by this resolution; (iii) the Project Site is within the geographic jurisdiction of the Finance Authority and the County and the rehabilitation, construction and equipping of the Project, and the financing of the Project through the Funding Agreement, is consistent with the purposes of the Act, will further the Project Purposes and will benefit the people of the State and the County, including those within the jurisdiction of the Finance Authority, by, among other benefits, creating jobs and employment opportunities, and improving the economic welfare of the people of the State; and (iv) the agreements contemplated hereby, including but not limited to the Funding Agreement, the Ground Sublease, the Lease, the Construction Services Agreement and the Indemnity Agreement will further the purposes of the Act, including the purposes of Article VIII, Section 13 of the Ohio Constitution.

Section 3. Rehabilitation and Construction of Project. Based on information furnished to it, this Board hereby finds and determines that the manner of negotiation and contracting with

respect to the contracts related to rehabilitation and construction of the Project Facilities, as contemplated by the Construction Services Agreement, will best carry out the Project Purposes, particularly the public purposes of the Project under and consistent with Article VIII, Section 13 of the Ohio Constitution, and, accordingly, pursuant to Ohio Revised Code Section 4582.31(A)(18)(e), the contracts related to the development of the Project and rehabilitation and construction of the Project Facilities shall be procured and entered into pursuant to and in the manner contemplated by this resolution and the Construction Services Agreement and shall not be subject to any other requirements that might otherwise be applicable to the Authority under the Act or other Ohio laws, including, without limitation, any requirements of competitive bidding or selection or any requirements relating to the provision of security for bidding, payment or performance.

Section 4. Execution of a Funding Agreement. To provide funds to pay for a portion of the costs of acquiring, constructing, equipping, improving and developing the Project Facilities, any Authorized Officer is hereby authorized, for and in the name of the Finance Authority and on its behalf, to execute a Funding Agreement, in substantially the form on file with the Secretary, with such changes therein as are not inconsistent with this resolution and not substantially adverse to the Finance Authority and that are permitted by the Act and shall be approved by the officer or officers executing those documents. The approval of such changes, and that such changes are not inconsistent with this resolution, not substantially adverse to the Finance Authority and are permitted by the Act shall be conclusively evidenced by the execution of the Funding Agreement by the officer or officers executing the same. Amounts to be disbursed for costs of the Project Facilities under the Funding Agreement shall be disbursed in accordance therewith (either from a separate fund established and funded from time to time thereunder, or as evidenced and documented by or on behalf of the Finance Authority to reflect the proper crediting and disbursement of such funds to pay costs of port authority facilities for "authorized purposes" of the Finance Authority under and as defined in the Act) to pay costs of acquiring, rehabilitating, constructing, equipping and otherwise improving the Project in accordance with the Construction Services Agreement. Such amounts to be disbursed pursuant to the Funding Agreement and any other moneys provided to or on behalf of the Finance Authority for that purpose are appropriated for that purpose, all as set forth in the Funding Agreement.

Section 5. Lessor Documents. To advance the acquisition, construction, equipping, and improvement of the Project Facilities, any Authorized Officer is hereby authorized, for and in the name of the Finance Authority and on its behalf, to execute and/or accept each of the Lessor Documents to which the Finance Authority is a party, in substantially the form on file with the Secretary, with such changes therein as are not inconsistent with this resolution and not substantially adverse to the Finance Authority and that are permitted by the Act and shall be approved by the officer or officers executing those documents. The approval of such changes, and that such changes are not inconsistent with this resolution, not substantially adverse to the Finance Authority and are permitted by the Act shall be conclusively evidenced by the execution of the applicable Lessor Documents by the officer or officers executing the same. The Ground Sublease and Lease provide for the termination of the Ground Sublease in connection with any permitted termination of the Lease and subject to the conditions stated in the Lease. In connection with any such exercise by the Lessee of its option to terminate the Lease (and Ground Sublease), the Executive is hereby authorized to execute all such instruments, for and in the name and on behalf of the Finance Authority, as may be necessary to effect or evidence the

termination of the Lease and Ground Sublease, without the necessity of any further action by this Board.

Section 6. Other Documents and Further Actions. Any Authorized Officer is further authorized to execute any certifications, financing statements, assignments, agreements and instruments, and to take such further actions as are necessary or appropriate to implement the transactions contemplated in this resolution and the Lessor Documents and to consummate the transactions contemplated in this resolution and the Lessor Documents, and to undertake, complete and fund the costs of the Project, consistent herewith and with the Lessor Documents. All actions heretofore taken by the officers and officials of the Finance Authority and of this Board in connection with the Project and the financing thereof are hereby ratified and approved.

Section 7. Finance Authority Financial Obligation. Notwithstanding anything to the contrary in this resolution, the Funding Agreement, the Construction Services Agreement, any other Lessor Document, or any other document, agreement, contract or instrument related to the Project, the Finance Authority's execution of such documents and the Finance Authority's obligations under any such document, agreement, contract or instrument do not and shall not pledge the general credit or taxing power of the Finance Authority or of the State or any political subdivision thereof, and nothing herein or in any Lessor Document shall constitute a general obligation, debt or bonded indebtedness of the Finance Authority or the State or any political subdivision thereof.

Section 8. References. Any reference herein to the Finance Authority, to this Board, or to any member or officer of either, includes entities or officials succeeding to their respective functions, duties or responsibilities pursuant to or by operation of law or lawfully performing their functions. Any reference to a section or provision of the Constitution of the State or the Act, or to a section, provision or chapter of the Ohio Revised Code, or to any statute of the United States of America includes that section, provision or chapter as amended, modified, revised, supplemented or superseded from time to time; provided, that no such amendment, modification, revision, supplement of superseding section, provision or chapter shall be applicable solely by reason of this provision if it constitutes in any way an impairment of the rights or obligations of the Finance Authority or the Lessee under this resolution, the Funding Agreement, the Ground Sublease, the Lease, the Construction Services Agreement or any other instrument or document entered into in connection with any of the foregoing, except as permitted herein.

Section 9. Sales Tax Certificates. This Board hereby further authorizes any Authorized Officer, upon the execution of the Lessor Documents by the parties thereto, to provide the Lessee or its nominees with appropriate certificates (the "Sales Tax Exemption Certificate") to support the claim of an exemption from sales and uses taxes that might otherwise apply with respect to the purchase of building and construction materials incorporated into structures or improvements to real property, within the meaning of Section 5739.02(B)(13), Ohio Revised Code, that constitute Project improvements. The Lessee shall be solely responsible for the determination of whether any particular purchase of building and construction materials qualifies for exemption from sales and use taxes by virtue of the provisions of Section 5739.02(B)(13) of the Ohio Revised Code. Nothing herein, or in any Lessor Document or any other document, shall require the Finance Authority to pay any such sales and use taxes or be construed as a guarantee by this

Board or the Finance Authority of the availability or of the amount of any such sales and use tax exemption.

Section 10. Preliminary Agreement. To the extent determined necessary and prudent by the Executive in consultation with counsel the Finance Authority, the Executive may execute and deliver, on behalf of the Finance Authority, a Sales Tax Exemption Certificate prior to the execution of the Lessor Documents upon the execution of a preliminary agreement by and between the Finance Authority and the Lessee (the "Preliminary Agreement"). The terms of the Preliminary Agreement shall be consistent with this resolution and shall be subject to the approval of the Finance Authority in its sole discretion. Finance Authority approval and the Preliminary Agreement's consistency with this resolution shall be conclusively evidenced by the execution of the Preliminary Agreement by the officer or officers executing the same.

Section 11. Severability. Each section of this resolution and each subdivision or paragraph of any section hereof and each sentence of a paragraph hereof is hereby declared to be independent and the finding or holding of any section or any subdivision, paragraph or sentence hereof to be invalid or void shall not be deemed or held to affect the validity of any other section, subdivision, paragraph or sentence of this resolution.

Section 12. Compliance with Open Meeting Law. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of any of its committees or subcommittees, or any other public bodies of the Finance Authority, that resulted in such formal actions were in meetings open to the public, in compliance with the law.

Section 14. Effective Date. This resolution shall be in full force and effect upon its adoption.

Voting Aye: 7

Voting Nay: 0

Passed: September 30, 2026

BUTLER COUNTY FINANCE AUTHORITY

By: _____
Chairperson, Board of Directors

Attest: _____

By: JOSHUA SMITH

Title: Secretary, Board of Directors

The undersigned Secretary of the Board of Directors of the Butler County Finance Authority does hereby certify that the foregoing is a true and correct copy of a resolution of such Board of Directors, duly adopted on September 30, 2026, and appearing upon the official records of that Board.

Attest: _____

By: JOSHUA SMITH
Title: Secretary, Board of Directors

Dated: September 30, 2026