**I-75 ENERGY SPECIAL
IMPROVEMENT DISTRICT, INC.**

**MINUTES OF AN ORGANIZATIONAL
MEETING OF THE BOARD OF DIRECTORS
JUNE 16, 2020 – 2:30 P.M.**

I. Mr. Tiemeier called the meeting to order at 2:33 P.M.

II. Mr. Tiemeier called the roll, and the following Board of Directors (the “Board”) members were present: Ms. Caroline McKinney, Ms. Jennifer Patterson, Ms. Andrea Pinho, Mr. Robert Routson, and Mr. Steve Schramm. Also present were Mr. Jason Tiemeier and Mr. Chris Jones of Bricker & Eckler LLP.

III. Mr. Tiemeier presented to the Board about the role of each officer of the Board. After discussion of the commitments and responsibilities of the officers of the Board, Mr. Schramm moved to nominate Mr. Schramm for Chairperson, Ms. Patterson for Vice-Chairperson-Secretary, and Ms. McKinney for Treasurer. Ms. McKinney seconded the motion. Mr. Tiemeier took a roll call vote on the motion to nominate the slate of officers, and the results were:

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

Voting Nay: None

The officers were nominated.

After consideration of the nominees, Mr. Schramm moved to elect the previously nominated slate of officers, and Mr. Routson seconded the motion. Mr. Tiemeier took a roll call vote on the motion to elect the nominated slate of officers, and the results were:

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

Voting Nay: None

The officers were elected.

IV. New Business

a. Resolution 2020-01: Adopting Code of Regulations

Mr. Tiemeier introduced Resolution 2020-01 adopting the Code of Regulations for the governance of the members and Board of Directors of the District. After discussion, Mr. Routson moved to adopt Resolution 2020-01, and Ms. Patterson seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-01, and the results were:

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

Voting Nay: None

Resolution 2020-01 was adopted.

b. Resolution 2020-02: Memorializing Officer Elections

Mr. Tiemeier introduced Resolution 2020-02, which memorializes the election of officers. After discussion, Mr. Schramm moved to adopt Resolution 2020-02, and Mr. Routson seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-02, and the results were:

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

Voting Nay: None

Resolution 2020-02 was adopted.

c. Resolution 2020-03: Adopting Public Records Policy and Records Retention Schedule

Mr. Tiemeier introduced Resolution 2020-03, which adopts a public records policy and records retention schedule for the District in accordance with Ohio law. The Board reviewed the retention schedule and, after discussion, Ms. McKinney moved to adopt Resolution 2020-03, and Mr. Schramm seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-03, and the results were:

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

Voting Nay: None

Resolution 2020-03 was adopted.

d. Resolution 2020-04: Adopting Written Rules Prescribing Competitive Bidding Procedures

Mr. Tiemeier introduced Resolution 2020-04, which adopts written rules for competitive bidding on District projects, all in compliance with Ohio law. The Board discussed the mechanism for waiving competitive bidding for certain projects under the proposed rules. After discussion, Mr. Schramm moved to adopt Resolution 2020-04, and Ms. Patterson seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-04, and the results were:

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

Voting Nay: None

Resolution 2020-04 was adopted.

e. Resolution 2020-05: Authorizing Energy Reporting

Mr. Tiemeier introduced Resolution 2020-05, which authorizes the District to cooperate with members of the District to cause energy reporting in compliance with Ohio Revised Code Section 1710.061. Mr. Tiemeier and Mr. Jones presented to the Board on the energy reporting requirements. After discussion, Mr. Routson moved to adopt Resolution 2020-05, and Ms. McKinney seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-05, and the results were:

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

Voting Nay: None

Resolution 2020-05 was adopted.

f. Resolution 2020-06: Adopting Program Plan

Mr. Tiemeier introduced Resolution 2020-06, which adopts the Monroe, Liberty Energy Special Improvement District Program Plan (the "Program Plan") as a plan for public improvements and public services for the District. The Program Plan also request that the City of Monroe levy special assessments as described in the Program Plan to pay the costs of certain special energy improvement projects described in the Program Plan. Mr. Tiemeier presented to the Board on the provisions of the Program Plan. After discussion, Mr. Routson moved to adopt Resolution 2020-06, and Mr. Schramm seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-06, and the results were:

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

Voting Nay: None

Resolution 2020-06 was adopted.

g. Resolution 2020-07: Adopting Supplemental Plan

Mr. Tiemeier introduced Resolution 2020-07, which adopts a supplement to the Program Plan (the "Supplemental Plan"). The Supplemental Plan requests that Liberty Township levy special assessments as described in the Supplemental Plan to pay the costs of certain special energy improvement projects described in the Supplemental Plan. After discussion, Ms. Patterson moved to adopt Resolution 2020-07, and Mr. Routson seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-07, and the results were:

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

Voting Nay: None

Resolution 2020-07 was adopted.

h. Resolution 2019-08: Engaging Legal Counsel

Mr. Tiemeier introduced Resolution 2020-08, which authorizes the District to engage Bricker & Eckler LLP as its legal counsel. Mr. Tiemeier described the unique experience and capabilities of Bricker & Eckler LLP in representing energy special improvement districts throughout the State of Ohio. After discussion, Mr. Routson moved to adopt Resolution 2020-08, and Mr. Schramm seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-08, and the results were:

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

Voting Nay: None

Resolution 2020-08 was adopted.

i. Resolution 2020-09: Authorizing Insurance Procurement

Mr. Tiemeier introduced Resolution 2020-09, which authorizes the Chairperson, Vice-Chairperson, Secretary, and Treasurer to obtain insurance for the Board and the District. Mr. Schramm requested that the existing insurance coverage for the City of Monroe and Liberty Township officials be reviewed to determine whether coverage extends to their actions as members of the Board. After discussion, Ms.

Patterson moved to adopt Resolution 2020-09, and Ms. McKinney seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-09, and the results were:

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

Voting Nay: None

Resolution 2020-09 was adopted.

j. Resolution 2020-10: Adopting Inducement Procedures

Mr. Tiemeier introduced Resolution 2020-10, which authorizes the Chairperson, Vice-Chairperson, Secretary, and Treasurer to issue inducement letters. Mr. Tiemeier presented to the Board on the concept of inducement for PACE transactions. After discussion, Mr. Routson moved to adopt Resolution 2020-10, and Ms. McKinney seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-10, and the results were:

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

Voting Nay: None

Resolution 2020-10 was adopted.

V. Other Business

The Board discussed potential fee structures for future projects in the District. Mr. Tiemeier presented to the Board on common fee structures for ESIDs in Ohio including flat fees, tiered fee structures, percentage based fees, and percentage fees with minimum fees. Mr. Tiemeier also presented a form of resolution adopting a fee schedule for the District. Ms. Patterson noted that the Board anticipated a variety of projects with a broad range of costs, so the Board desired to balance the amounts necessary for the District's expenses with the desire to facilitate projects. Mr. Tiemeier described the process by which ESID fees would be charged, collected, and received. Mr. Schramm suggested a minimum fee to ensure the District's expenses would be paid. Mr. Schramm moved to amend the form of Resolution 2020-11 Adopting a Fee Schedule to incorporate a 0.25% fee at closing, with a $1,000 minimum, and a 0.5% ongoing fee. Mr. Routson seconded the motion to amend the form of Resolution 2020-11. Mr. Tiemeier took a roll call vote on the amendment to the form of Resolution 2020-11, and the results were:

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

Voting Nay: None

The motion carried.

Mr. Routson moved to adopt Resolution 2020-11, as amended, and Ms. McKinney seconded the motion. Mr. Tiemeier took a roll call vote on the motion to adopt Resolution 2020-11, as amended, and the results were:

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

Voting Nay: None

Resolution 2020-11 was adopted.

VI. There being no other business, Mr. Schramm moved to adjourn the meeting, and Ms. McKinney seconded the motion.

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

Voting Nay: None

The meeting adjourned at 3:40 P.M.