

**RESOLUTION 23 - 54, 2023
COLUMBIA TOWNSHIP, HAMILTON COUNTY, OHIO**

**RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF NOT TO EXCEED \$1,325,000
TOWNSHIP BUILDING IMPROVEMENT LIMITED TAX GENERAL OBLIGATION BOND
ANTICIPATION NOTES, SERIES 2024; AND DISPENSING WITH THE SECOND READING**

WHEREAS, Columbia Township, Hamilton County, Ohio (the "Township") has adopted a limited home rule form of government under Chapter 504 of the Ohio Revised Code; and

WHEREAS, Chapters 133, 504 and 505 of the Ohio Revised Code provide authority for this Board or Trustees (the "Board") to issue its obligations to finance the cost of constructing improvements including constructing building improvements and related appurtenances for township purposes; and

WHEREAS, the Fiscal Officer, of this Township has heretofore estimated that the life of the improvements hereinafter described is at least five (5) years, and certified that the maximum maturity of the bonds issued therefor is thirty (30) years; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Columbia Township, County of Hamilton, Ohio, all members elected thereto concurring:

SECTION 1. It is hereby declared necessary to issue bonds of Columbia Township, Hamilton County, Ohio, in the principal sum of not to exceed \$1,325,000, for the purpose of constructing building improvements including constructing a community and senior center in the Township, which bonds shall mature over a period of thirty (30) years and bear interest at an approximate rate of six and one half per centum (6.50%) per annum, payable semiannually, and be issued under the provisions of the Uniform Public Securities Law of the Revised Code of the State of Ohio.

SECTION 2. That it is necessary to issue Notes of the Board of Trustees of Columbia Township in anticipation of the issuance of said Bonds in the principal sum of not to exceed \$1,325,000 for the purpose of financing the cost of constructing a community and senior center in the Township with appurtenant and related improvements in the Township, together with permissible costs under the Uniform Public Securities Law, including financing costs, the costs of printing the Notes or other evidences of indebtedness, expense of delivery of notes, service charges of the paying agent, legal services and obtaining an approving legal opinion and other permissible costs, under authority of the general laws of the State of Ohio, particularly Chapter 133 of the Ohio Revised Code. The final terms of the Notes shall be set forth in the certificate of award (the "Certificate of Award"), which is hereby authorized and which shall be executed by the Township Administrator or the President of the Board without further action of this Board. The interest rate on the Notes shall not be in excess of six percent (6.00%) per annum. Said Notes shall be issued in denominations of \$100,000 or integral multiples of \$1,000 in excess of \$100,000.

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The final terms of the notes shall be within the limitations set forth in this Resolution and in Chapter 133 of the Ohio Revised Code, without further action of this Board.

SECTION 3. Said Notes shall be designated "Township Building Improvement Limited Tax General Obligation Bond Anticipation Notes, Series 2024". The Notes shall express upon their faces the purpose for which they are issued and that they are issued in pursuance of this resolution. The Notes shall be in fully registered form. The Notes shall bear the signatures of at least two of the members of this Board of Trustees and of the Township Fiscal Officer. The principal amount of the Note and interest thereon shall be payable at maturity at the principal office of the paying agent and registrar for the Notes, who shall be the Township Fiscal Officer or such bank or financial institution as is selected by the Township Fiscal Officer and named in the Certificate of Award, (the "Paying Agent and Registrar").

The Notes shall be transferable by the registered holder thereof in person or by his attorney duly authorized in writing at the principal office of the Paying Agent and Registrar upon presentation and surrender thereof to the Paying Agent and Registrar. The Township and the Paying Agent and Registrar shall not be required to transfer any Note during the 15-day period preceding any Interest Payment Date, and no such transfer shall be effective until entered upon the registration records maintained by the Paying Agent and Registrar. Upon such transfer, a new Notes or Notes of authorized denominations of the same maturity and for the same aggregate principal amount will be issued to the transferee in exchange therefor.

The Township and the Paying Agent and Registrar may deem and treat the registered owner of the Notes as the absolute owner thereof for all purposes, and neither the Township nor the Paying Agent and Registrar shall be affected by any notice to the contrary.

SECTION 4. The full faith, credit and revenues of the Township are hereby irrevocably pledged and for the purpose of providing the necessary funds to pay the interest on the foregoing issue of Notes promptly when and as the same falls due, and also to provide a fund sufficient to discharge the Notes at maturity, there shall be and is hereby levied on all the taxable property in said Township, in addition to all other taxes, a direct tax annually during the period said Notes are to run, inside of the limitations of Section 2 of Article XII of the Constitution of Ohio, which tax shall be sufficient in amount to provide for the payment of the interest upon said Notes when and as the same falls due and to provide for the retirement and discharge of the principal of said Notes at maturity.

Said tax 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 said years are certified, extended and collected. Said tax shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from said tax levies hereby required shall be placed in a separate and distinct fund, which, together with all interest collected on the same, shall be irrevocably pledged for the payment of the interest and the principal of said Notes when and as the same fall due; provided,

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however, to the extent that in each year other available funds, including service payments in lieu of taxes, are appropriated and applied to the payment of the principal and interest of said Notes, the amount of such tax shall be reduced by the amount of said funds so appropriated and applied to such payment.

SECTION 5. That said Notes shall be sold at public or private sale at a price of not less than 97% of the par value of the Notes in accordance with the terms set forth in the Certificate of Award. The proceeds from the sale of said Notes, except the premium, if any, and accrued interest, shall be used for the purposes aforesaid and for no other purpose; the premium and accrued interest, if any, shall be transferred to the note retirement fund to be applied to the payment of the principal of and interest on said Notes in the manner provided by law and as set forth in the Certificate of Award.

The Township Administrator or the President of the Board are hereby authorized to conduct such sale and to execute and deliver, without further action of the Board, the Certificate of Award and a note purchase agreement between the Township and the original purchaser of the Notes (the "Note Purchase Agreement") if a Note Purchase Agreement is requested by the original purchaser. The signature of said officer on the Certificate of Award and Note Purchase Agreement shall be conclusive evidence that the terms of the Notes are acceptable to the Board.

SECTION 6. That the Board hereby covenants that it will restrict the use of the proceeds of said Notes hereby authorized in such manner and to such extent, if any, and take such other actions as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute obligations the interest on which is subject to federal income taxation or "arbitrage bonds" under Section 103(b)(2) and 148 of the Internal Revenue Code of 1986, as amended (the "Code") and the regulations prescribed thereunder. The Fiscal Officer or any other officer having responsibility with respect to the issuance of the Notes is authorized and directed to give an appropriate certificate on behalf of the Board, on the date of delivery of the Notes for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances and reasonable expectations pertaining to the use of the proceeds thereof and the provisions of said Sections 103(b)(2) and 148 and regulations thereunder.

SECTION 7. That it is hereby determined that all acts, conditions and things necessary to be done precedent to and in the issuance of said Notes in order to make the same legal, valid and binding obligations of the Board have been done, have happened and have been performed in regular and due form as required by law, and that said issue of Notes and the tax for the payment of their principal and interest as the same fall due and are payable do not exceed any limitations of indebtedness or taxation fixed by law.

SECTION 8. That this Board hereby authorizes any member hereof, the Township Administrator and the Fiscal Officer to take any and all actions which may be necessary to issue the Notes without further action by this Board, and further authorizes any member hereof, the Township Administrator and the Fiscal Officer to execute, acknowledge and deliver such

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financing statements, closing certificates, and other instruments or agreements as are, in the opinion of bond counsel, necessary to carry out the purposes of this resolution and accomplish the issuance of the Notes.

SECTION 9. That if requested by the original purchaser, the Fiscal Officer, the Township Administrator, and the Board, or any of them, is hereby authorized to take any and all actions which may be necessary to issue the Notes in book-entry-only form or in such form as will render the Notes eligible for the services of the Depository Trust Company, New York, New York without further action by this Board, including execution of all documents necessary therefor.

SECTION 10. That the firm of Dinsmore & Shohl LLP, is hereby engaged as the Township's "bond counsel" and the Township Administrator is hereby authorized and directed to execute and deliver the engagement letter on file with the Township.

SECTION 11. That Fifth Third Securities, Inc. is hereby engaged as the Township's "Underwriter" or "Placement Agent" and the Township Administrator is hereby authorized and directed to execute and deliver the engagement letter on file with the Township.

SECTION 12. That it is found and determined that all formal actions of the Board concerning and relating to the adoption of this resolution were adopted in an open meeting of the Board; and that all deliberations of the Board 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 13. That the Fiscal Officer of the Board be and is hereby directed to forward a certified copy of this resolution to the County Auditor.

SECTION 14. That this Resolution shall take effect on the earliest date permitted by law.

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Motion to accept Resolution made by: MR. KUBICKI

Seconded by: MR. LAMAR

VOTE:

TRUSTEE

Voting

Signature

David Kubicki, President

yes

[Signature]

Brian Lamar, Vice-President

yes

[Signature]

Susan Hughes, Trustee

ATTEST:

Caroline B. Heekin
Caroline Heekin, Fiscal Officer

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CERTIFICATE

I hereby certify that the foregoing is a true and correct copy of a resolution adopted on the 12th day of DECEMBER, 2023, and that on DECEMBER 13, 2023, I filed a certified copy of said resolution with the county auditor.



Caroline Heekin, Fiscal Officer

RECEIPT

Received this day a certified copy of the foregoing resolution.

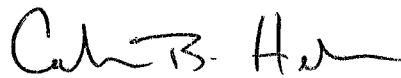
County Auditor, County of Hamilton,
Ohio

Dated: _____, 2023

CERTIFICATE AS TO MAXIMUM MATURITY OF BONDS
AND BOND ANTICIPATION NOTES

Based upon information provided by and in response to the request of the Board of Township Trustees of Columbia Township, Hamilton County, Ohio, the Fiscal Officer of Columbia Township, Hamilton County, Ohio, being the fiscal officer of Columbia Township, Hamilton County, Ohio, within the meaning of Section 133.20 of the Uniform Public Securities Law of the Ohio Revised Code, hereby certifies to the Township Trustees that the estimated life of the improvements to be acquired with the proceeds of the sale of not to exceed \$1,325,000 of notes for the purpose of financing the cost of constructing building improvements and related appurtenances in the Township, and paying certain costs related to the issuance of the Notes, is at least five (5) years and that the maximum maturity of said bonds is thirty (30) years and the maximum maturity of notes in anticipation of bonds is twenty (20) years.

IN WITNESS WHEREOF, I have hereunto set my hand this 12th day of December, 2023.



Fiscal Officer

CERTIFICATE OF MEMBERSHIP

The undersigned, Fiscal Officer of the Board of Township Trustees of Columbia Township, County of Hamilton, Ohio, hereby certifies the following to be the officers of said township during the period proceedings were taken authorizing the issuance of Not to Exceed \$1,325,000 Township Building Improvement Limited Tax General Obligation Bond Anticipation Notes, Series 2024, dated as of the date of issuance.

Trustee David Kubicki

Trustee Susan Hughes


Trustee Brian Lamar

Fiscal Officer Caroline Heekin

Caroline Heekin, Fiscal Officer

TRANSCRIPT CERTIFICATE

The undersigned, Fiscal Officer of the Board of Township Trustees of said township, hereby certifies that the attached is a true and complete transcript of all proceedings relating to the issuance of the above-identified obligations.


Caroline Heekin
Fiscal Officer