

**ORDINANCE NO. 01- 2014**

**AN ORDINANCE TO APPROVE THE EXECUTION OF AN  
EFFICIENCY SMART SCHEDULE  
WITH AMERICAN MUNICIPAL POWER, INC.**

WHEREAS, the Village of Oak Harbor, Ohio ("Municipality") owns and operates an electric utility system for the sale of electric power and associated energy for the benefit of its citizens and taxpayers; and

WHEREAS, American Municipal Power, Inc. ("AMP" and formerly known as AMP-Ohio) is an Ohio nonprofit corporation, organized to own and operate facilities, or to provide otherwise, for the generation, transmission or distribution of electric power and energy, or any combination thereof, and to furnish technical services on a cooperative, nonprofit basis, for the mutual benefit of AMP members ("Members"), such Members, including Municipality, being, as of the date hereof, political subdivisions that operate, or whose members operate, municipal electric utility systems in Delaware, Ohio, Kentucky, Michigan, Pennsylvania, Virginia and West Virginia; and

WHEREAS, AMP and Municipality have entered into a Master Services Agreement, AMP Contract No. C-11-2005-4412, pursuant to which AMP provides certain services to Municipality as set forth in various schedules to the Master Services Agreement (the "Schedules"); and

WHEREAS, AMP and the Vermont Energy Investment Corporation ("VEIC") entered into an agreement effective June 4, 2010 (the "Initial Agreement") for the implementation of an energy efficiency program for AMP known as Efficiency Smart ("ES", and originally known as Efficiency Smart Power Plant); and

WHEREAS, AMP and Municipality entered into a Gorsuch Participating Subscribing Member Utility Schedule for Efficiency Smart Power Plant (the "Initial Schedule") for services to be provided in connection with the Initial Agreement; and

WHEREAS, the term of the Initial Agreement will expire December 31, 2013 and AMP and VEIC have entered into a new ES agreement ("ES Agreement") for AMP to pay VEIC to continue to provide a comprehensive program of energy efficiency services ("ES Services") designed to lower the

total need for higher cost electric generation facilities or purchased power and thereby reduce Municipality's customers' bills, to be offered to AMP Members; and

WHEREAS, the initial term of the Initial Schedule will expire December 31, 2013, and Municipality desires to continue to receive ES Services; and

WHEREAS, AMP has provided the Municipality with a copy of the ES Agreement; and

WHEREAS, AMP and Municipality desire to enter into a Schedule ("ES Schedule"), under the MSA, which provides that AMP will obtain and sell to Municipality, and Municipality will agree to take and pay for, a share of the ES Services which AMP has contracted to acquire in the ES Agreement; and

WHEREAS, Municipality opted to defer a portion of the payments under the Initial Schedule to better match the expenditures with the energy and cost savings thereunder; and

WHEREAS, Municipality has the option to defer a portion of the payments under the ES Schedule to phase out these deferrals.

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE VILLAGE OF OAK HARBOR, OHIO:

SECTION 1: That the ES Schedule between Municipality and AMP, substantially in the form attached hereto or on file with the Clerk, including Appendices thereto, are approved, and the Village Administrator of Municipality is hereby authorized to execute and deliver the ES Schedule, with such changes as the Village Administrator may approve as neither inconsistent with this Ordinance nor materially detrimental to the Municipality, his or her execution of the ES Schedule to be conclusive evidence of such approval.

SECTION 2. That the Village Administrator is hereby authorized to take any action necessary for Municipality to fulfill its obligations under the ES Schedule and the Village Administrator is authorized to elect for the Municipality to defer payments as set forth in the ES Schedule.

SECTION 3. That it is found and determined that all formal actions of this Council concerning and relating to the passage of this Ordinance were taken in conformance with applicable open meetings laws and that all deliberations of this Council and of any committees that resulted in those formal actions were in compliance with all legal requirements including any applicable open meetings requirements.

SECTION 4. If any section, subsection, paragraph, clause or provision or any part thereof of this Ordinance shall be finally adjudicated by a court of competent jurisdiction to be invalid, the remainder of this Ordinance shall be unaffected by such adjudication and all the remaining provisions of this Ordinance shall remain in full force and effect as though such section, subsection, paragraph, clause or provision or any part thereof so adjudicated to be invalid had not, to the extent of such invalidity, been included herein.

SECTION 5. This Council hereby finds and determines that all formal actions relative to the adoption of this Ordinance were taken in an open meeting of this Council, and that all deliberations of Council, and of its committees, which result in formal action, were taken in full compliance with the applicable legal requirements.

Approved: \_\_\_\_\_, 2014

Attest:

Debbie L. Carpenter, Fiscal Officer

Dated: \_\_\_\_\_, 2014

**Failed**

William Eberle, Mayor

First Reading: January 21, 2014  
Second Reading: February 3, 2014  
Third Reading: