

The Board of Education of the Celina City School District, County of Mercer, Ohio, met in Regular session at 6:00 o'clock p.m. on the 15TH day of May 2017, at Celina Senior High School Lecture Hall, Celina, Ohio, with the following members present:

Mr. Shellabarger Mr. Sell Mrs. Piper Mrs. Vorhees Mr. Gilmore

_____ moved the adoption of the following resolution:

CELINA CITY SCHOOL DISTRICT

RESOLUTION NO. _____

A RESOLUTION APPROVING CONSTRUCTION MANAGER AT RISK AGREEMENT; AND AUTHORIZING THE BOARD PRESIDENT AND TREASURER TO SIGN THAT AGREEMENT

WHEREAS, the Celina City School District ("School District"), County of Mercer, as Fiscal Board for the qualifying partnership schools, being the School District, Coldwater Exempted Village Local School District, Fort Recovery Local School District, Marion Local School District, Minster Local School District, New Bremen Local School District, New Knoxville Local School District, St. Henry Consolidated Local School District, and St. Mary's City School District (collectively, the "Participating School Districts"), has entered into a Project Agreement with the Ohio Facilities Construction Commission (the "OFCC") relating to construction of a new science, technology, engineering and mathematics program building, including locally funded initiatives (collectively the "Project");

WHEREAS, there has been presented to this Board of Education a Construction Manager At Risk Agreement (the "CMR Agreement") with Peterson Construction Company (the "CMR") for the Project;

WHEREAS, the Board of Education desires to approve the CMR Agreement and authorize the Board President and Treasurer to sign the CMR Agreement on behalf of the Board of Education;

NOW, THEREFORE, BE IT RESOLVED, that after careful consideration and evaluation of the information before it:

Section 1. This Board of Education approves of the CMR Agreement in substantially the form that is presently on file with this Board of Education, with such changes, additions (including attachment of Exhibits), deletions, and modifications, however, that are not adverse to the interests of the Board of Education as such executing officers may approve, such execution and delivery, to be conclusive evidence that such changes, additions, deletions and modifications are not adverse to the interests of the Board of Education and evidence of approval and authorization thereof by this Board of Education. The Board President and Treasurer are each

hereby authorized to sign the CMR Agreement on behalf of this Board of Education. The approval hereby given is conditioned upon the OFCC's approval of the CMR Agreement. The School District's authorized representatives are hereby authorized to negotiate one or more Guaranteed Maximum Price amendments (each a "GMP") to the CMR Agreement once the design of the Project is sufficiently detailed for the CMR to make a GMP proposal. The School District's authorized representatives shall present to this Board of Education for its approval each GMP proposal once that GMP proposal has been negotiated with the CMR and informally approved as to amount and scope by representatives of the OFCC.

Section 2. This Board of Education hereby finds and determines that all formal actions relative to the adoption of this resolution were taken in an open meeting of this Board of Education; and that all deliberations of this Board of Education and of its committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Ohio Revised Code.

Section 3. This resolution shall be in full force and effect from and immediately after its adoption.

_____ seconded the motion and the roll being called upon the question of the adoption of the resolution, the vote resulted as follows:

AYE:

NAY:

ADOPTED this 15TH day of May, 2017.

Thomas S. Sommer, Treasurer

CERTIFICATE

The undersigned hereby certifies that the foregoing is a true and correct copy of a resolution adopted at a meeting held on the 15TH day of May, 2017, together with a true and correct extract from the minutes of said meeting to the extent pertinent to consideration and adoption of said resolution.

Thomas S. Sommer, Treasurer

Prepared by: *Dinsmore & Shohl LLP*
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