

RESOLUTION NO. 2014- //

A RESOLUTION APPROVING AND DIRECTING THE VILLAGE MANAGER TO EXECUTE AN ASSET TRANSFER AGREEMENT BETWEEN THE VILLAGE OF LEWISBURG AND THE PROCTOR AND GAMBLE MANUFACTURING COMPANY AND RATE AND SERVICES AGREEMENTS BETWEEN THE VILLAGE OF LEWISBURG AND THE IAMS COMPANY AND THE VILLAGE OF LEWISBURG AND THE PROCTOR AND GAMBLE MANUFACTURING COMPANY AND DECLARING AN EMERGENCY

WHEREAS, the Proctor and Gamble Manufacturing Company ("P&G") currently owns and operates a water plant and waste water treatment facility, including real property, easements, fixtures and equipment that provides water service and waste water treatment service to a manufacturing facility and a technical center in Preble County, Ohio; and

WHEREAS, P&G wishes to transfer and the Village of Lewisburg, Ohio wishes to accept, the water plant and waste water treatment facility to the Village of Lewisburg, Ohio, upon terms set forth in the Asset Transfer Agreement, attached hereto and incorporated herein by reference as Exhibit A, in order for the Village to provide water service and waste water treatment service to the manufacturing facility, to be owned and operated by P&G, and the technical center, to be owned and operated by the Iams Company, and their respective successors in interest, as set forth in the Rates and Services Agreements attached hereto and incorporated herein by reference as exhibits B and C, respectively; and,

WHEREAS, the Village Council of the Village of Lewisburg, Ohio believes that the acceptance and continued operation of the water plant and waste water treatment plant upon the terms and conditions set forth in the Asset Transfer Agreement and the Rates and Services Agreements is in the best interests of the citizens of the Village of Lewisburg, Ohio and that acceptance and continued operation of these facilities upon the terms set forth will maintain and promote the economic well-being of the citizens of the Village of Lewisburg, Ohio and shall also generally benefit the public health, safety and welfare of the citizens of the Village of Lewisburg, Ohio; and

WHEREAS, the Council of the Village of Lewisburg, Ohio desires to approve the terms and conditions set forth in the Asset Transfer Agreement and the Rates and Services Agreements, and direct the Village Manager to execute these Agreements and to take any and all other necessary and reasonable steps to facilitate the transaction set forth in those Agreements.


NOW, THEREFORE, BE IT RESOLVED, by the Council of the Village of Lewisburg, Ohio:

SECTION 1. That the Village Manager is hereby authorized and directed to execute the Asset Transfer Agreement and the Rates and Services Agreements attached hereto and incorporated by reference as Exhibits A, B and C.

SECTION 2. That the Village Manager is hereby authorized and directed to take all other reasonable and necessary steps to facilitate and permit the Village of Lewisburg, Ohio to

enter into the transactions set forth in the Asset Transfer Agreement and the Rates and Services Agreements to accept the water and waste water facilities and to provide various water and waste water service to the manufacturing parcel and the technical center parcel.

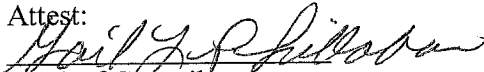
SECTION 3. This Resolution is necessary for the immediate preservation of the public peace, health, safety, morals, convenience and welfare of the Village of Lewisburg, Ohio, because the timing of the transaction is important to P&G, the parties shall require substantial time and effort to complete the transaction, and the terms of the transaction are in part dependent on the transaction concluding within a brief period in order to maintain the mutually benefit to both parties, then this Resolution shall take effect upon its passage.



Mayor
PAT PUTNAM

Dated: 7-30-2014

Attest:



Clerk of Council

Resolution No. 2014-11

Exhibits attached to this resolution can be seen at the Municipal Building,
112 S. Commerce Street.