

**BOARD OF TOWNSHIP TRUSTEES
BLENDON TOWNSHIP
FRANKLIN COUNTY, OHIO**

The Board of Township Trustees (the "*Board*") of Blendon Township (the "*Township*"), Franklin County, Ohio, met in regular session on November 24, 2020, at 6:30 p.m. via conference call, with the following members present:

Stewart Flaherty

Jan Heichel

James Welch

_____ introduced the following Resolution:

BLENDON TOWNSHIP RESOLUTION NO. 2020-08

A RESOLUTION APPROVING, SOLELY FOR THE PURPOSE OF SECTION 147(F) OF THE INTERNAL REVENUE CODE OF 1986, THE ISSUANCE OF REVENUE LEASE OBLIGATIONS FOR THE BENEFIT OF OCLC, INC. BY THE COLUMBUS-FRANKLIN COUNTY FINANCE AUTHORITY AND AUTHORIZING OTHER DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF THE OBLIGATIONS.

WHEREAS, OCLC, Inc. ("OCLC"), an Ohio nonprofit corporation that owns and operates certain library facilities located within both the Township and the jurisdiction of the Columbus-Franklin County Finance Authority (the "Authority"), desires to finance and refinance the costs of renovation, improvement, acquisition and installation of assets to be used to provide bibliographic, cataloging, and reference services for libraries located in the Township at the mailing address of 4151 Executive Parkway, Suite 150, Westerville, Ohio 43081 (the "Project") pursuant to Section 13 of Article VIII, Ohio Constitution, and Chapter 4582, Ohio Revised Code (collectively, the "Act"); and

WHEREAS, OCLC has requested that the Authority issue revenue lease obligations pursuant to the Act in the maximum aggregate face amount not to exceed \$89,000,000 (the Obligations) to assist OCLC in financing and refinancing the costs of the Project, and OCLC is agreeable to making payments to the Authority sufficient to pay all of the principal of and premium, if any, and interest on the Obligations; and

WHEREAS, the Authority held a public hearing concerning the Obligations, after publishing notice of the time and place of the public hearing not less than seven (7) days prior to the public hearing on the Authority's website (a copy of this public hearing notice is attached hereto and is incorporated herein); and

WHEREAS, the Obligations will not create any pecuniary obligation on the part of the Township or the Authority, and OCLC has agreed to pay all costs associated with the Obligations;

NOW, THEREFORE, BE IT RESOLVED by the Board of Township Trustees of Blendon Township, Franklin County, Ohio, that:

Section 1. This Board, as the “applicable elected representative” of the Township for purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended, hereby approves the issuance of the Obligations by the Authority in the maximum principal amount of \$89,000,000. This approval is given solely for purposes of compliance with the public approval requirements of said Section 147(f).

Section 2. Any member of this Board, the Fiscal Officer, the Prosecuting Attorney and any other Township officials are each separately authorized to execute and deliver on behalf of the Township such certificates, documents and instruments in connection with the Township’s approval of the Obligations as may be required, necessary or appropriate, such instruments to be prepared by and at the expense of OCLC and to be in such form as may be approved by such officer, which approval shall be conclusively evidenced by the execution thereof by such officer.

Section 3. This Board finds and determines that all formal actions of this Board and any of its committees concerning and relating to the adoption of this Resolution were taken in an open meeting of this Board or any of its committees, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were in meetings open to the public, all in compliance with the law, including Section 121.22 of the Ohio Revised Code.

Section 4. This Resolution shall be in full force and effect on the earliest date permitted by law.

Following its introduction, the Resolution was read by the Fiscal Officer by title only.

_____ moved the adoption of the Resolution and the motion was seconded by _____ . Roll was called on the question of adoption and the results were:

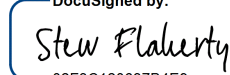
Vote Record:	Yea	Nay
Mr. Flaherty	_____	_____
Mrs. Heichel	_____	_____
Mr. Welch	_____	_____

ATTEST:

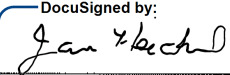
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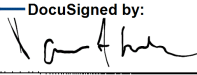
 Shawn Smith, Fiscal Officer

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 Stewart Flaherty, Trustee

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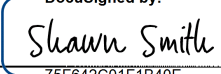
 Jan Heichel, Trustee

DocuSigned by:

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 James Welch, Trustee

CERTIFICATION

The undersigned Fiscal Officer of the Board of Township Trustees of Blendon Township, Franklin County, Ohio hereby certifies that the foregoing is a true and exact copy of a resolution duly adopted by the Board of Township Trustees of said Township and filed with the Fiscal Officer on November 24, 2020.

DocuSigned by:

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 Shawn Smith, Fiscal Officer
 Blendon Township, Franklin County, Ohio

EXHIBIT A

NOTICE OF PUBLIC HEARING

Notice is hereby given that on Thursday, November 12, 2020, commencing at 8:30 a.m. EST, a public hearing will be held via toll-free telephone conference by the Columbus-Franklin County Finance Authority (the "Authority"). The public hearing will be held with respect to the proposed execution and delivery by the Authority of tax-exempt bonds (the "Bonds") or a tax-exempt Master Lease-Purchase and Sublease-Purchase Agreement (OCLC, Inc. Project) and one or more Acquisition Schedules (the "Lease Documents") in a maximum principal amount not to exceed \$89,000,000 in one or more series pursuant to a plan of finance. The Bonds or Lease Documents will be issued as qualified 501(c)(3) bonds as defined in Section 145 of the Internal Revenue Code of 1986, as amended, to assist OCLC, Inc. (the "Company"), a Section 501(c)(3) organization, with financing or refinancing the renovation, improvement, acquisition and installation of assets to be used to provide bibliographic, cataloging, and reference services for libraries (the "Project") in furtherance of authorized purposes under Chapter 4582, Ohio Revised Code.

The Project is located entirely within the County of Franklin, Ohio, at 6565 Kilgour Place, Dublin, Ohio 43017 and 4151 Executive Parkway, Suite 150, Westerville, Ohio 43081. The Bonds or the Lease Documents, as applicable, will be special obligations of the Authority and will not constitute a debt or a pledge of the faith and credit of the Authority or of the State of Ohio (the "State") or any other political subdivision of the State, and there will be no right to have taxes levied by the general assembly of the State or taxing authority of any political subdivision of the State for any payments under the Bonds or the Lease Documents, as applicable.

The initial legal owner and principal user of the Project is the Company. Persons wishing to express their views on the proposed transactions may participate in the hearing by teleconference or may submit their views in writing. Interested persons wishing to express their views on the proposed issuance may attend the telephone conference by dialing the toll-free number 1-(855) 228-1766, followed by passcode 19601244#. Any written submissions should be sent to the attention of the Board of Directors of the Columbus-Franklin County Finance Authority, 350 East First Ave, Suite 120, Columbus, OH 43201, Attention: President, Jean Carter Ryan and clearly marked "Re: Columbus-Franklin County Finance Authority, Master Lease-Purchase and Sublease-Purchase Agreement (OCLC, Inc. Project)". Written submissions should be mailed in sufficient time to be received before the hearing date.

By order of the President of the Columbus-Franklin County Finance Authority.

By /s/ Jean Carter Ryan _____
President, Columbus-Franklin County Finance Authority