

IN THE MATTER OF APPROVING AND EXECUTING THE FIRST AMENDMENT TO THE PURCHASE AND SALE AGREEMENT BETWEEN AUGLAIZE HOLDINGS LLC AND COUNTY OF AUGLAIZE, OHIO FOR THE AUGLAIZE ACRES FACILITY.

The Board of County Commissioners of Auglaize County, Ohio met in regular session on the 25th day of September, 2018.

Commissioner Regula moved the adoption of the following:

RESOLUTION

WHEREAS, a Purchase and Sale Agreement was executed on August 7th, 2018 in Resolution #18-306 between the Auglaize County Board of Commissioners (the "Seller") by Rolf Goffman Martin Lang LLP ("Rolf") with Auglaize Holdings LLC ("Purchaser") concerning the business and real property of the Auglaize Acres nursing home located at 13093 Infirmary Road, Wapakoneta, Auglaize County, Ohio 45895; and,

WHEREAS, Seller and Purchaser desire to amend the Agreement in accordance with the terms of the First Amendment as follows; and,

1. Defined Terms. All capitalized terms set forth in this First Amendment which are not otherwise defined herein shall have the same meaning as ascribed to such terms in the Agreement.
2. Section 6(a). Section 6(a) of the Agreement is hereby amended to provide that the Due Diligence Expiration Date is extended for an additional thirty five (35) days until October 26, 2018. All references hereinafter to the Due Diligence Expiration Date in the Agreement shall refer to October 26, 2018.
3. Full Force and Effect. Except as specifically provided herein, the Agreement is unchanged and remains in full force and effect.
4. Counterparts; Facsimile Execution. This First Amendment may be executed in several counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same agreement. This First Amendment may be executed and delivered by electronic facsimile or PDF transmission.

WHEREAS, the Board finds the First Amendment to the Purchase and Sale Agreement to be in order.

THEREFORE, BE IT RESOLVED that the Board of Commissioners, Auglaize County, Ohio, does hereby approve and authorize the execution of the First Amendment to the Purchase and Sale Agreement and any transaction documents related thereto.

Commissioner Bergman seconded the Resolution and upon the roll being called, the vote resulted in the adoption of the Resolution as follows:

Adopted this
25th day of
September, 2018

BOARD OF COUNTY COMMISSIONERS
AUGLAIZE COUNTY, OHIO

Douglas A. Spencer, yes
Douglas A. Spencer

John N. Bergman, yes
John N. Bergman

Don Regula, yes
Don Regula

cc: ✓ County Auditor
✓ County Prosecutor
✓ Auglaize Acres – Kim Sudhoff
✓ Rolf Goffman Martin Lang LLP

FIRST AMENDMENT TO PURCHASE AND SALE AGREEMENT

THIS FIRST AMENDMENT TO PURCHASE AND SALE AGREEMENT (this "First Amendment") is made and entered into effective as of September 25th, 2018, by and between COUNTY OF AUGLAIZE, OHIO, a county and political subdivision of the State of Ohio ("Seller") and AUGLAIZE HOLDINGS LLC, an Ohio limited liability company ("Purchaser"). For purposes of this First Amendment, Seller and Purchaser may be referred to as a "Party" and collectively, the "Parties."

WITNESSETH:

WHEREAS, Seller and Purchaser entered into that certain Purchase and Sale Agreement dated as of August 7, 2018, (the "Agreement");

WHEREAS, Seller and Purchaser desire to amend the Agreement in accordance with the terms of this First Amendment.

NOW, THEREFORE, in consideration of the covenants and agreements herein contained, the adequacy and sufficiency of which are hereby acknowledged by the Parties, the Parties hereto agree as follows:

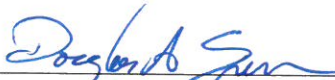
1. Defined Terms. All capitalized terms set forth in this First Amendment which are not otherwise defined herein shall have the same meaning as ascribed to such terms in the Agreement.
2. Section 6(a). Section 6(a) of the Agreement is hereby amended to provide that the Due Diligence Expiration Date is extended for an additional thirty five (35) days until October 26, 2018. All references hereinafter to the Due Diligence Expiration Date in the Agreement shall refer to October 26, 2018.
3. Full Force and Effect. Except as specifically provided herein, the Agreement is unchanged and remains in full force and effect.
4. Counterparts; Facsimile Execution. This First Amendment may be executed in several counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same agreement. This First Amendment may be executed and delivered by electronic facsimile or PDF transmission.

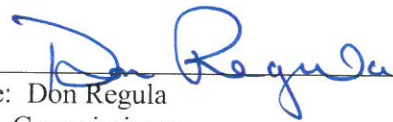
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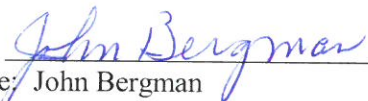
IN WITNESS WHEREOF, Seller and Purchaser have each caused this First Amendment to be executed by its duly authorized officer all as of the day and year first above written.

SELLER:

COUNTY OF AUGLAIZE, OHIO,
a county and political subdivision of the State of Ohio

By: 
Name: Douglas A. Spencer
Title: Commissioner

By: 
Name: Don Regula
Title: Commissioner

By: 
Name: John Bergman
Title: Commissioner

PURCHASER:

AUGLAIZE HOLDINGS LLC,
an Ohio limited liability company

By: _____
Name: Elliott Jacobs
Title: Member

IN THE MATTER OF GRANTING THE ANNEXATION OF 1.550 ACRES± TO THE CITY OF WAPAKONETA AS PETITIONED BY THE CITY OF WAPAKONETA AND FILED BY DENNIS FALLER WAPAKONETA CITY DIRECTOR OF LAW.

The Board of County Commissioners of Auglaize County, Ohio met in regular session on the 25th day of September, 2018.

Commissioner Regula moved the adoption of the following:

RESOLUTION

WHEREAS, on September 19, 2018, Dennis Faller Wapakoneta City Director of Law, filed with the Clerk of the County Commissioners a petition for the annexation, to the City of Wapakoneta, of 1.550 acres, more or less, which is entirely owned by the City of Wapakoneta; and,

WHEREAS, said petition was entered onto the Board of County Commissioners' Journal #118, Pages 373 through 376, under this date of September 20, 2018 by the Clerk of the Board; and,

WHEREAS, pursuant to Ohio Revised Code (ORC) Section 709.16, said petition met all requirements for a municipality directed annexation including:

1. Setting forth that under Ordinance 2018-51, of the City of Wapakoneta, the territory described in the petition was authorized to be annexed.
2. An accurate legal description was included of the perimeter of the territory proposed to be annexed.
3. An accurate map or plat of the territory proposed to be annexed was included; and,

WHEREAS, pursuant to Ohio Revised Code Section 709.16, the Board must grant the annexation petition within 30 days of the filing, understanding that, pursuant to ORC 709.16 (H), the territory to be annexed shall not be excluded or removed from the township under ORC Section 503.07.

THEREFORE, BE IT RESOLVED that the Board of County Commissioners, Auglaize County, Ohio does hereby grant the annexation of 1.550 acres, more or less, to the City of Wapakoneta as petitioned by the City of Wapakoneta.

Commissioner Bergman seconded the Resolution and upon the roll being called, the vote resulted in the adoption of the resolution as follows:

Adopted this
25th day of
September, 2018

BOARD OF COUNTY COMMISSIONERS
AUGLAIZE COUNTY, OHIO

Douglas A. Spencer, Yes
Douglas A. Spencer

Don Regula, yes
Don Regula

John N. Bergman, yes
John N. Bergman

cc. ✓ County Engineer
✓ County Auditor
✓ City of Wapakoneta – Dennis Faller
✓ Wapakoneta Township Trustees

IN THE MATTER OF GRANTING THE ANNEXATION OF 7.055 ACRES± TO THE CITY OF WAPAKONETA AS PETITIONED BY THE CITY OF WAPAKONETA AND FILED BY DENNIS FALLER WAPAKONETA CITY DIRECTOR OF LAW.

The Board of County Commissioners of Auglaize County, Ohio met in regular session on the 25th day of September, 2018.

Commissioner Regula moved the adoption of the following:

RESOLUTION

WHEREAS, on September 19, 2018, Dennis Faller Wapakoneta City Director of Law, filed with the Clerk of the County Commissioners a petition for the annexation, to the City of Wapakoneta, of 7.055 acres, more or less, which is entirely owned by the City of Wapakoneta; and,

WHEREAS, said petition was entered onto the Board of County Commissioners' Journal #118, Pages 377 through 380, under this date of September 20, 2018 by the Clerk of the Board; and,

WHEREAS, pursuant to Ohio Revised Code (ORC) Section 709.16, said petition met all requirements for a municipality directed annexation including:

1. Setting forth that under Ordinance 2018-50, of the City of Wapakoneta, the territory described in the petition was authorized to be annexed.
2. An accurate legal description was included of the perimeter of the territory proposed to be annexed.
3. An accurate map or plat of the territory proposed to be annexed was included; and,

WHEREAS, pursuant to Ohio Revised Code Section 709.16, the Board must grant the annexation petition within 30 days of the filing, understanding that, pursuant to ORC 709.16 (H), the territory to be annexed shall not be excluded or removed from the township under ORC Section 503.07.

THEREFORE, BE IT RESOLVED that the Board of County Commissioners, Auglaize County, Ohio does hereby grant the annexation of 7.055 acres, more or less, to the City of Wapakoneta as petitioned by the City of Wapakoneta.

Commissioner Bergman seconded the Resolution and upon the roll being called, the vote resulted in the adoption of the resolution as follows:

Adopted this
25th day of
September, 2018

BOARD OF COUNTY COMMISSIONERS
AUGLAIZE COUNTY, OHIO

Douglas A. Spencer, yes
Douglas A. Spencer

Don Regula, yes
Don Regula

John N. Bergman, yes
John N. Bergman

cc: County Engineer
County Auditor
City of Wapakoneta – Dennis Faller
Pusheta Township Trustees

IN THE MATTER OF AUTHORIZING BUDGET ADJUSTMENTS.

The Board of County Commissioners of Auglaize County, Ohio met in regular session on the 25th day of September, 2018.

Commissioner Regula moved the adoption of the following:

RESOLUTION

WHEREAS, the Board has been requested to authorize budget adjustments as follows: and,

County Home Fund:

Amount:	From:	To:
\$10,000.00	097.0097.530300 (Supplies)	097.0097.530600 (Contract Services)
\$ 7,000.00	097.0097.530800 (Advertising)	097.0097.530600 (Contract Services)
\$ 9,200.00	097.0097.530900 (Other Exp.)	097.0097.530600 (Contract Services)
\$10,000.00	097.0097.536600 (Hospitalization)	097.0097.530600 (Contract Services)

THEREFORE BE IT RESOLVED that the Board of County Commissioners of Auglaize County, Ohio, does hereby authorize the budget adjustments to show the changes as tabulated above.

Commissioner Bergman seconded the Resolution and upon the roll being called, the vote resulted in the adoption of the Resolution as follows:

Adopted this
25th day of
September, 2018

BOARD OF COUNTY COMMISSIONERS
AUGLAIZE COUNTY, OHIO

Douglas A. Spencer, yes
Douglas A. Spencer
Don Regula, yes
Don Regula
John N. Bergman, yes
John N. Bergman

cc: County Auditor
County Administrator
Auglaize Acres