

**BOARD OF EDUCATION
BIG WALNUT LOCAL SCHOOL DISTRICT
DELAWARE COUNTY, OHIO**

The Board of Education (the "Board") of the Big Walnut Local School District, Delaware County, Ohio (the "School District"), met in regular session on February 13, 2012, at 7:00 p.m., at the Big Walnut Middle School Library, 777 Cheshire Road, Sunbury, Ohio 43074, with the following members present:

M____. _____ introduced the following resolution and moved its passage:

RESOLUTION

AUTHORIZING PARTICIPATION IN THE METROPOLITAN EDUCATIONAL COUNCIL’S (“MEC”) NATURAL GAS PROGRAM FOR A THREE YEAR PERIOD AND UP TO TWO ANNUAL RENEWAL TERMS UNDER THE TERMS AND CONDITIONS OF THE NATURAL GAS SALES AND SERVICE AGREEMENT WITH CONSTELLATION NEWENERGY – GAS DIVISION, LLC NEGOTIATED BY THE OHIO SCHOOL CONSORTIUM AND AUTHORIZING RATIFICATION OF THE AGREEMENT TO TERMINATE THE FULL REQUIREMENTS NATURAL GAS SALES & SERVICE AGREEMENT WITH ENERGYUSA-TPC CORP.

RESOLUTION NUMBER: _____

WHEREAS, the School District is a member of the Metropolitan Educational Council (“MEC”), a body authorized by state statute to aggregate purchasing needs of schools and related nonprofit educational entities so as to take advantage of economies of scale when purchasing essential products and services; and

WHEREAS, MEC has joined with other school councils of governments and major school districts (collectively known as the “Ohio School Consortium”) to obtain more favorable terms for natural gas service by negotiating for gas service on behalf of 150 school districts and public libraries; and

WHEREAS, the School District now purchases its natural gas service pursuant to the existing *Full Requirements Natural Gas Sales & Service Agreement* with EnergyUSA-TPC Corp. negotiated by the Ohio School Consortium, and that agreement is to be terminated with outstanding gas hedges to be liquidated and replaced by a new,

more favorable natural gas sales and service agreement with Constellation NewEnergy – Gas Division, LLC (“Constellation NewEnergy”); and

WHEREAS, this School District by its membership in MEC may continue to participate via the natural gas sales and service program arranged by the Ohio School Consortium with Constellation NewEnergy under the terms and conditions of the new *Natural Gas Sales & Service Agreement*, attached hereto, if the School District ratifies both the new agreement and the *Agreement to Terminate the Full Requirements Natural Gas Sales & Service Agreements with a Mutual Release of Claims*, a copy of which is attached hereto; and

WHEREAS, the Board finds that it is in the School District’s best interest to terminate the existing gas supply arrangement with EnergyUSA-TPC Corp. and enter into the proposed natural gas supply arrangement with Constellation NewEnergy;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE BIG WALNUT LOCAL SCHOOL DISTRICT, COUNTY OF DELAWARE, STATE OF OHIO, as follows:

Section 1. The Board of Education of this School District does hereby elect to terminate the existing *Full Requirements Natural Gas Sales & Service Agreement* with EnergyUSA-TPC Corp. in accordance with the terms and conditions of the *Agreement to Terminate the Full Requirements Natural Gas Sales & Service Agreements with a Mutual Release of Claims*.

Section 2. The Board of Education of this School District does hereby elect to continue to participate in MEC’s natural gas program in accordance with the term and conditions of the *Natural Gas Sales & Service Agreement* with Constellation NewEnergy – Gas Division, LLC.

Section 3. This Board of Education hereby authorizes the Superintendent or his designated alternate to execute the attached ratification on behalf of the Board of Education for this School District.

M____. _____ seconded the motion and, after discussion, a roll call vote was taken and the results were:

Ayes: _____

Nays: _____

The resolution _____.

Passed: _____, 2012

BOARD OF EDUCATION
BIG WALNUT SCHOOL
DISTRICT, COUNTY of
DELAWARE, OHIO

Board President

Attest: _____
Treasurer

CERTIFICATE

The undersigned, the Treasurer of the _____
School District; the President of the Board of Education of the _____
School District and the Superintendent of the _____ School District, hereby
certify that the foregoing is a true copy of a resolution duly passed by the Board of
Education of said School District on the _____ day of _____
_____, 2012; and, further certify that pursuant to Section 5705.412, Revised Code that
the School District has in effect for the remainder of the school fiscal year and the
succeeding fiscal year the authorization to levy taxes, including the renewal of existing
levies which, when combined with estimated revenue from all other sources available to
the district at the time of certification, are sufficient to provide operating revenues
necessary to enable the district to maintain all personnel and programs on all days in its
school calendar for the current fiscal year and for a number of days in succeeding fiscal
years equal to the number of days instruction was held or is scheduled for the current
fiscal year; and, further certifies that this certificate attached to the appropriation measure
shall cover only the fiscal year in which the appropriation measure is effective and did
not consider the renewal or replacement of an existing levy as the authority to levy taxes
that are subject to appropriation in the current fiscal year unless the renewal or
replacement levy had been approved by electors and is subject to appropriation in the
current fiscal year; and, further certify that this certificate covers the term of the contract.

Dated: _____, 2012

By: _____

Treasurer, Board of Education , _____ School District

By: _____

President, Board of Education, _____ School District

By: _____

Superintendent, _____ School District

The Board of Education (the "Board") of the _____ Public School District, _____ County Ohio (the "School District") met in general session on _____, 2012 at _____ .m., at the offices of the Board, _____, _____, Ohio with the following members present:

M____ introduced the following resolution and moved its passage:

RESOLUTION

AUTHORIZING RATIFICATION OF THE AGREEMENT TO TERMINATE THE FULL REQUIREMENTS NATURAL GAS SALES & SERVICE AGREEMENT WITH ENERGYUSA-TPC CORP.

WHEREAS, the School District is a member of the Metropolitan Educational Council ("MEC"), a body authorized by state statute to aggregate purchasing needs of schools and related nonprofit educational entities so as to take advantage of economies of scale when purchasing essential products and services; and

WHEREAS, MEC has joined with other school councils of governments and major school districts (collectively known as the Ohio School Consortium) to obtain more favorable terms for natural gas service by negotiating for gas service on behalf of 150 school districts and public libraries; and

WHEREAS, the School District now purchases its natural gas service pursuant to the existing *Full Requirements Natural Gas Sales & Service Agreement* with EnergyUSA-TPC Corp. negotiated by the Ohio School Consortium, and that agreement is to be terminated with outstanding gas hedges to be liquidated; and

WHEREAS, this School District by its membership in MEC will be a party to and be bound by the terms and conditions of the *Agreement to Terminate the Full Requirements Natural Gas Sales & Service Agreements with a Mutual Release of Claims*, a copy of which is attached hereto, if it ratifies said agreement; and

WHEREAS, the Board finds that it is in the School District's best interest to terminate the existing gas supply arrangement with EnergyUSA-TPC Corp.;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE _____ SCHOOL DISTRICT, COUNTY OF _____, STATE OF OHIO, as follows:

Section 1. The Board of Education of this School District does hereby elect to terminate the existing *Full Requirements Natural Gas Sales & Service Agreement* with EnergyUSA-TCP Corp. in accordance with the terms and conditions of the *Agreement to Terminate the Full Requirements Natural Gas Sales & Service Agreements with a Mutual Release of Claims*.

Section 2. This Board of Education hereby authorizes the Superintendent or his designated alternate to execute the attached ratification on behalf of the Board of Education for this School District.

M____. _____ seconded the motion and, after discussion, a roll call vote was taken and the results were:

Ayes: _____

Nays: _____

The resolution passed.

Passed: _____, 2012

BOARD OF EDUCATION

SCHOOL
DISTRICT, COUNTY of

OHIO

Board President

Attest: _____
Treasurer

CERTIFICATE

The undersigned, the Treasurer of the _____
School District; the President of the Board of Education of the _____
School District and the Superintendent of the _____ School District, hereby
certify that the foregoing is a true copy of a resolution duly passed by the Board of
Education of said School District on the _____ day of _____
_____, 2012; and, further certify that pursuant to Section 5705.412, Revised Code that
the School District has in effect for the remainder of the school fiscal year and the
succeeding fiscal year the authorization to levy taxes, including the renewal of existing
levies which, when combined with estimated revenue from all other sources available to
the district at the time of certification, are sufficient to provide operating revenues
necessary to enable the district to maintain all personnel and programs on all days in its
school calendar for the current fiscal year and for a number of days in succeeding fiscal
years equal to the number of days instruction was held or is scheduled for the current
fiscal year; and, further certifies that this certificate attached to the appropriation measure
shall cover only the fiscal year in which the appropriation measure is effective and did
not consider the renewal or replacement of an existing levy as the authority to levy taxes
that are subject to appropriation in the current fiscal year unless the renewal or
replacement levy had been approved by electors and is subject to appropriation in the
current fiscal year; and, further certify that this certificate covers the term of the contract.

Dated: _____, 2012

By: _____

Treasurer, Board of Education , _____ School District

By: _____

President, Board of Education, _____ School District

By: _____

Superintendent, _____ School District