

**VILLAGE OF BRADNER**  
**RESOLUTION NO. 02-2024**

**TO APPROVE THE EXECUTION OF A**  
**SCHEDULE WITH AMERICAN MUNICIPAL POWER, INC. FOR PARTICIPATION**  
**IN THE COMMUNITY ENERGY SAVINGS SMART THERMOSTAT PROGRAM**

WHEREAS, the Village of Bradner, Ohio (“Municipality”) owns and operates an electric utility system for the sale of electric power and associated energy for the benefit of its citizens and taxpayers; and

WHEREAS, American Municipal Power, Inc. (“AMP”) is an Ohio nonprofit corporation, organized to own and operate facilities, or to provide otherwise, for the generation, transmission or distribution of electric power and energy, or any combination thereof, and to furnish technical services on a cooperative, nonprofit basis, for the mutual benefit of AMP members (“Members”), such Members, including Municipality, being, as of the date hereof, political subdivisions that operate, or whose members operate, municipal electric utility systems in Delaware, Indiana, Kentucky, Maryland, Michigan, Ohio, Pennsylvania, Virginia and West Virginia; and

WHEREAS, AMP and Municipality have entered into a Master Services Agreement, AMP Contract No. C-11-2005-4434, pursuant to which AMP provides certain services to Municipality as set forth in various schedules to the Master Services Agreement (the “Schedules”); and

WHEREAS, AMP and EnergyHub, Inc. (“EnergyHub”) will enter or have entered into an agreement (the “EH Agreement”) to provide Software as a Service (“SaaS”) and program management services in order to provide a thermostat-based demand management program that has the advantages to participating AMP Members of economies of scale, mitigation of risk from local technology deployment and support, and reduced burden of ongoing support; and

WHEREAS, AMP and Municipality desire to enter into a Schedule (“Smart Thermostat Schedule”), under the MSA, which provides that AMP will obtain and sell to Municipality, and Municipality will agree to take and pay for the services which AMP will acquire through the EH Agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE VILLAGE OF BRADNER:

SECTION 1: That the Smart Thermostat Schedule between Municipality and AMP, substantially in the form attached hereto or on file with the Clerk, including Appendices thereto, are approved, and the Mayor of Municipality is hereby authorized to execute and deliver the Smart Thermostat Schedule, with such changes as the Mayor may approve as neither inconsistent with this Resolution nor materially detrimental to the Municipality, his or her execution of the Smart Thermostat Schedule to be conclusive evidence of such approval.

SECTION 2. That the Mayor is hereby authorized to take any action necessary for Municipality to fulfill its obligations under the Smart Thermostat Schedule.

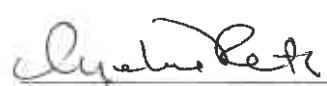
SECTION 3. That it is found and determined that all formal actions of this Council concerning and relating to the passage of this Resolution were taken in conformance with applicable open meetings laws and that all deliberations of this Council and of any committees that resulted in those formal actions were in compliance with all legal requirements including any applicable open meetings requirements.

SECTION 4. If any section, subsection, paragraph, clause or provision or any part thereof of this Resolution shall be finally adjudicated by a court of competent jurisdiction to be invalid, the remainder of this Resolution shall be unaffected by such adjudication and all the remaining provisions of this Resolution shall remain in full force and effect as though such section, subsection, paragraph, clause or provision or any part thereof so adjudicated to be invalid had not, to the extent of such invalidity, been included herein.

SECTION 5. That this Resolution shall take effect at the earliest date allowed by law. That this Resolution is an emergency measure necessary for the immediate preservation of the public health, peace and welfare of the citizens of Bradner, Ohio and shall therefore take effect immediately.

Passed: 2-15-2024  
Date


  
President of Council

Attest:   
Clerk of Council

Approved: 2-15-2024  
Date

  
Mayor

**APPROVED AS TO FORM:**

  
Reid T. Rothenbuhler  
Village of Bradner Solicitor

