

**VILLAGE OF ELMORE, OHIO**

**ORDINANCE NO. 03-24**

**AN ORDINANCE AUTHORIZING THE EXECUTION  
OF THE MASTER SERVICES AGREEMENT  
BETWEEN  
AMERICAN MUNICIPAL POWER (AMP) AND THE VILLAGE OF ELMORE,  
FOR PARTICIPATION IN THE  
COMMUNITY ENERGY SAVINGS SMART THERMOSTAT PROGRAM AND  
DECLARING AN EMERGENCY**

**WHEREAS**, the Village of Elmore (herein “Municipality”) owns and operates a municipal electric system that provides electric power and energy to its customers; and

**WHEREAS**, American Municipal Power, Inc. (“AMP”, and together with Municipality, the “Parties”) is a not for profit corporation that provides various services to its members, directly or indirectly through various affiliated entities; and

**WHEREAS**, Municipality is a member of AMP and has executed a Master Services Agreement with AMP, designated as Contract No. 01-24 (the “Master Services Agreement”) and Exhibit 1 hereto attached; and

**WHEREAS**, Municipality desires AMP to provide peak shaving services under its Community Energy Savings Smart Thermostat Program (the “Smart Thermostat Program”); and

**WHEREAS**, AMP has entered into an agreement (the “Vendor Agreement”) with EnergyHub, Inc. (“Vendor”) to provide Software as a Service (“SaaS”) and program management services in connection with the Smart Thermostat Program in order to provide a comprehensive 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 has provided the Municipality with a copy of the Vendor Agreement.

**NOW THEREFORE**, in consideration of the foregoing, it is hereby **ORDAINED** by the Council of the Village of Elmore that:

**SECTION 1.** this Schedule to Master Services Agreement (this “Schedule”) is hereby entered into as of this 12 day of FEBRUARY, 2024 (the “Effective Date”) between Municipality and AMP, and the parties hereby agree as follows..

**SECTION 2.** That the Village Administrator is hereby authorized and directed to execute and deliver on behalf of this Municipality Master Services Agreement Between AMP and The Village

of Elmore for Participation of the Community Smart Services Thermostat Program, substantially in the form attached hereto as "Exhibit 1."

**SECTION 3.** That it is found and determined that all formal actions of this Council concerning and relating to the adoption of this Ordinance were adopted in an open meeting of the Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action were in meetings open to the public and in compliance with all legal requirements.

**SECTION 4.** This Ordinance is hereby declared to be an emergency measure necessary for the immediate preservation of public peace, health, safety, and the financial interest of the electrical rates for the citizens of the Village of Elmore, and shall therefore go into effect upon the passage thereof.

**VOTES:**

<i>Suspend</i>	Yeas <u>6</u>	Nays <u>0</u>
<i>Emergency</i>	Yeas <u>6</u>	Nays <u>0</u>
<i>To pass</i>	Yeas <u>6</u>	Nays <u>0</u>

Date: Amended 2/12/24

[Signature]  
PRESIDENT OF COUNCIL

Approved: [Signature]  
MAYOR

[Signature]  
FISCAL OFFICER

FISCAL OFFICER'S CERTIFICATE AS TO PUBLICATION

This is to certify that publication of the foregoing Ordinance was duly made as provided in the Ohio Revised Code by publication in a newspaper of general circulation in Elmore, Ohio on the following date(s): 2/17/24.

*Matthew Demasi*  
FISCAL OFFICER

FISCAL OFFICER'S CERTIFICATE AS TO AUTHENTICITY

I hereby certify that the foregoing Ordinance is a true copy of the aforesaid Ordinance No. 03-24 together with a true and accurate record of adoption by the Village of Elmore, Ohio.

*Matthew Demasi*  
FISCAL OFFICER