

IN THE COUNTY COMMISSION OF WOOD COUNTY, WEST VIRGINIA

IN RE: Minutes of the Meeting held March 31, 1981

PRESENT: President, Holmes R. Shaver  
Commissioner, William C. Parrish  
Commissioner, Dexter L. Buckley, Jr.

Upon advertisement to bid for two (2) cars for the  
Assessor's Office, the following bids were received:

Mullen Motors  
13th At Liberty Streets  
Parkersburg, WV 26101  
TOTAL.....\$12,132.00

and

Astorg Buick - Opel  
2028 - 7th Street  
Parkersburg, WV 26101  
TOTAL.....\$14,513.48

and

Dick Warner Pontiac  
501 - 7th Street  
Parkersburg, WV 26101  
TOTAL.....\$12,657.40

and

Wharton Cadillac - Olds  
1225 - 7th Street  
Parkersburg, WV 26101  
TOTAL.....\$14,386.00

and

McClinton Chevrolet  
712 Liberty Street  
Parkersburg, WV 26101  
TOTAL.....\$11,239.00

Upon the motion of Commissioner William C. Parrish, seconded by Commissioner Dexter L. Buckley Jr., and made unanimous by Commission President, Holmes R. Shaver, it is hereby ORDERED that the aforementioned bids be held over for further discussion and

review with disposition to be made at a later date.

Upon the motion of Commissioner Dexter L. Buckley, Jr., seconded by Commissioner William C. Parrish and made unanimous by Commission President, Holmes R. Shaver, unanimously approved and accepted an Inducement Agreement and Resolution for the A.G.A. Burdox, Inc. (the Company) upon the recommendation of Mr. William Pfälzgraf. See also attachment.

At 10:15 a.m. the Commission witnessed the swearing in of Mr. Arthur N. Tice, Jr., as a Paper Process Server, and/or Radio Dispatcher for the Wood County Sheriff's Department. The Commission also witnessed the swearing in of Mr. William B. Mace, as a Paper Process Server and/or Radio Dispatcher, for the Wood County Sheriff's Department.

At 10:32 a.m. the Commission witnessed the swearing in of Mr. Rocco J. Longo as a member of the Wood County Community Action Association (Board of Directors.)

The Commission also received various 1981 Personal Property Tax Tickets and Erroneous Assessments to be impropered for clerical errors. The Commission received and approved the tickets and forwarded them to the Probate Office to be recorded. Copies are in attachment.

The following Purchase Orders were received and approved by this Commission:

Purchase Order #4773, to Precision Tune-Up, in the amount of \$12.50, for the Sheriff's Department.

Purchase Order #4809, to Parkersburg Tile Co., in the amount of \$242.55, for the Maintenance Department.

Purchase Order #4772, to Chancellor Hardware, in the amount of \$5.60, for the Maintenance Department.

Purchase Order #4777, to Mullen Motors, in the amount of \$865.00, for the Sheriff's Department.

Purchase Order #4775, to A.B.Dick, in the amount of \$162.75, for the Sheriff's Department.

Purchase Order #4819, to W. H. Smith Hardware, in the amount of \$19.69, for the Maintenance Department.

Purchase Order #4820, to General Glass Co., in the amount of \$48.00, for the Maintenance Department.

Purchase Order #4821, to National Muffler, in the amount of \$24.75, for the Sheriff's Department.

Purchase Order #4822, to National Muffler, in the amount of \$26.25, for the Sheriff's Department.

Purchase Order #4823, to National Muffler, in the amount of \$17.75, for the Sheriff's Department.

Purchase Order #4824, to National Muffler, in the amount of \$32.75, for the Sheriff's Department.

Purchase Order #4825, to A.E. Supply Co., in the amount of \$83.25, for the Maintenance Department.

Purchase Order #4827, to the Barracks, in the amount of \$49.00, for the Sheriff's Department.

Purchase Order #4828, to National Muffler, in the amount of \$26.25, for the Sheriff's Department.

Purchase Order #4829, to Parkersburg Printing, in the amount of \$117.00, for the Sheriff's Department.

Purchase Order #4830, to National Muffler, in the amount of \$17.17, for the Sheriff's Department.

Purchase Order #4831, to National Muffler, in the amount of \$24.75, for the Sheriff's Department.

Purchase Order #4832, to National Muffler, in the amount of \$32.75, to Sheriff's Department.

Purchase Order #4833, to Broadwaters Motorcar Supply, in the amount of \$10.00, for the Sheriff's Department.

Purchase Order #4834, to Park Chem, in the amount of \$72.15, for the Sheriff's Department.

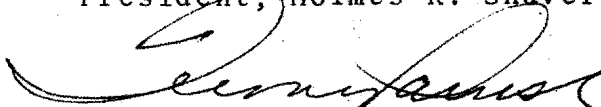
Purchase Order #4835, to Parkersburg Office Supply, in the amount of \$63.00, for the Cooperative Extension Office.

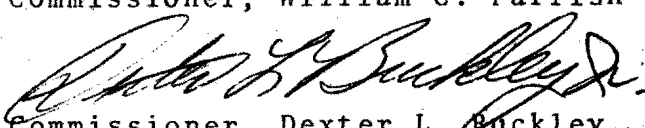
Purchase Order #4836, to H & I Wholesale, in the amount of \$7.87, for the Correctional Center.

Approved:

THE COUNTY COMMISSION OF WOOD COUNTY

President, Holmes R. Shaver

  
Commissioner, William C. Parrish

  
Commissioner, Dexter L. Buckley, Jr.

CHAPMAN PRINTING CO.

one sent up in  
July of 1980. It's  
been misplaced

WOOD COUNTY COURT  
ERRONEOUS ASSESSMENT

2478

March 27, 1981

State of West Virginia  
County of Wood

Upon the application of Lynch Richard G. & Oma J., who is  
aggrieved by an erroneous assessment upon real estate in Union District, in the County of Wood,  
for the year 1980, the attorney for the State being present and accepting due and sufficient notice of the filing  
of this application and defending the same as required by law; and it appearing to the court that this applica-  
tion is made within less than one year after the Commissioner's real estate book for said year was certified.

It is ordered by the court that the said real estate be exonerated from payment.

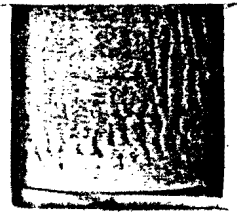
And the Court doth certify the following as the fact upon which it grants said relief; That said

Property Tct. 4-A Williamstown Pike + Waverly Rd  
valuation 21,850 Class 3 taxes per each half  
\$294.80. The error occurs in that the property is taxed  
in the wrong class due to clerical error therefore the  
and half should be exonerated

All of which is ordered to be certified to the Auditor of the State and the Sheriff of the County.  
EUGENE A. KNOTTS, Assessor

By Sharon Butcher

Wood County Commissioners



No. \_\_\_\_\_

PERSONAL PROPERTY

WOOD COUNTY

*Iwin City Apples*  
*100 Highland Ave*

DISTRICT *Wmston*

TICKET No. *2031-1979*

DATE *3-30-81*

This is to certify that this ticket or portion thereof, as noted, is improper for the following reason:

*Imp 00B - 7-1-75, Back Tied for 79 for personal cars.*

The erroneousness of this ticket has been checked by: *C Brown*

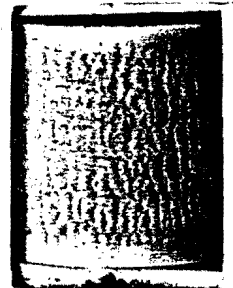
DEPUTY

Approved by EUGENE A. KNOTTS, Assessor, or his authorized deputy,

*M B Robinson*

Commissioner \_\_\_\_\_

Commissioner \_\_\_\_\_



WOOD COUNTY

Decker, D.H. + Kathryn  
2329 Liberty St.  
Parkersburg, W. Va.

DISTRICT City  
TICKET NO. 18359  
DATE 3/27/81

This is to certify that this ticket or portion thereof, as noted, is improper for the following reason:

Improper - Wrong information given on 1980 return  
Supplemental ticket made.

The erroneousness of this ticket has been checked by: J. Eichberg  
DEPUTY

Approved by EUGENE A. KNOTTS, Assessor, or his authorized deputy,  
M.B. Robinson

Commissioner \_\_\_\_\_

Commissioner \_\_\_\_\_

No. \_\_\_\_\_

PERSONAL PROPERTY

WOOD COUNTY

Waver City Appliance  
100 Highland Ave

DISTRICT Wmstown  
TICKET NO. 1980-2040  
DATE 3-30-81

This is to certify that this ticket or portion thereof, as noted, is improper for the following reason:

Inv OOB 7-1-75, on Books for 1980 for personal  
cars.

The erroneousness of this ticket has been checked by: C. Braine  
DEPUTY

Approved by EUGENE A. KNOTTS, Assessor, or his authorized deputy,  
M.B. Robinson

Commissioner \_\_\_\_\_

Commissioner \_\_\_\_\_

No. \_\_\_\_\_

## PERSONAL PROPERTY

WOOD COUNTY

Newbank, Rice L.  
43 Island View Dr.  
Parkersburg, W. Va.

DISTRICT LubeckTICKET No. 05258 (80)DATE 3/25/81

This is to certify that this ticket or portion thereof, as noted, is improper for the following reason:

Wrong information given on 1980 return. Did not own vehicle on July 1, 1979

The erroneousness of this ticket has been checked by: J. Eichinger  
DEPUTY

Approved by EUGENE A. KNOTTS, ASSESSOR, or his authorized deputy,

M. B. Richardson

Commissioner \_\_\_\_\_

Commissioner \_\_\_\_\_

85-9319

No. \_\_\_\_\_

## PERSONAL PROPERTY

WOOD COUNTY.

Bennett, William J.  
Bennett, Zella  
1705 23rd St.  
Parkersburg, W. Va.

DISTRICT CityTICKET No. 16953DATE 3/27/81

This is to certify that this ticket or portion thereof, as noted, is improper for the following reason:

Wrong year of vehicle given on 1980 ticket  
Supplemental made

The erroneousness of this ticket has been checked by: J. Eichinger  
DEPUTY

Approved by EUGENE A. KNOTTS, ASSESSOR, or his authorized deputy,

M. B. Richardson

Commissioner \_\_\_\_\_

Commissioner \_\_\_\_\_

No. \_\_\_\_\_

## PERSONAL PROPERTY

WOOD COUNTY

Dan Pelt, Glenna,

Kenneth  
300-36th Street  
Vienna

DISTRICT

Vienna

TICKET NO.

06840 (80)

DATE

March 24, 1981

This is to certify that this ticket or portion thereof, as noted, is improper for the following reason:

Improper double under Kenneth Dan Pelt

# 06841

The erroneousness of this ticket has been checked by:

Sharon Butcher

DEPUTY

Approved by EUGENE A. KNOTTS, ASSESSOR, or his authorized deputy,

M.B. Richardson

Commissioner \_\_\_\_\_

Commissioner \_\_\_\_\_

No. \_\_\_\_\_

## PERSONAL PROPERTY

WOOD COUNTY

Wheels of Parkersburg Co DBA

DISTRICT

City

TICKET NO.

26389-1980

DATE

March 23, 1981

This is to certify that this ticket or portion thereof, as noted, is improper for the following reason:

Improper OOB 7/1/79

The erroneousness of this ticket has been checked by:

C. Brown

DEPUTY

Approved by EUGENE A. KNOTTS, ASSESSOR, or his authorized deputy,

M.B. Richardson

Commissioner \_\_\_\_\_

Commissioner \_\_\_\_\_

# AGA Burdox, Inc.

March 16, 1981

Wood County Development Authority  
720 Juliana Street  
Parkersburg, West Virginia 26101

Attention: Elmer W. Blankmann,  
Executive Director

Gentlemen:

This letter will constitute the application of AGA Burdox, Inc. (the "Company") for financial assistance in the proposed expansion of the Company's air separation facility in Wood County, West Virginia (the "County") through the issuance of industrial development revenue bonds by the County in an amount up to \$9,500,000. As we have discussed, the proposed expansion would involve the addition of plant space, machinery, equipment and related items designed to increase the production capacity of the Company's existing plant.

The expansion would provide for increased production of industrial gases, which could be expected to benefit the Company's existing customers as well as lay the foundation for development of new prospects, thereby providing expanded employment opportunities within the County and the surrounding area. The expanded facility would also enhance the ability of the County to attract and retain industry and commerce by providing improved service and availability of industrial gas products to the manufacturing community.

To date the Company has had discussions with, among others, The Chase Manhattan Bank, N.A. and Morgan Guaranty Trust Company of New York about the proposed financing through industrial development revenue bonds. These institutions have affirmatively stated their interest in the proposed financing and indicated their desire to work with the Company in carrying it out.

We have appreciated the opportunity you have afforded the Company to present this proposal and would invite you to contact us should you require any further information in considering this application.

Sincerely,

AGA BURDOX, INC.

By 

Vice President-Finance, Treasurer and  
Secretary

PW:ew

cc: William R. Pfalzgraf

IN THE COUNTY COMMISSION OF WOOD COUNTY, WEST VIRGINIA

Re: PROPOSED ISSUANCE OF INDUSTRIAL  
DEVELOPMENT REVENUE BONDS BY THE COUNTY COMMISSION  
OF WOOD COUNTY, WEST VIRGINIA,

AGA BURDOX PROJECT

WHEREAS, the County Commission of Wood County, West Virginia, (the "Commission"), has been informed by AGA BURDOX, INC., (the "Company"), that the Company proposes to acquire, construct, equip and improve its existing air separation facility in the County (the "Project") to increase the production and storage capacity of such facility by the addition, among other things, of equipment such as compressors, cooling facilities and related machinery and equipment. The Company has indicated that the availability of revenue bond financing is a factor under consideration by the Company in connection with the feasibility and financing of such Project; and

WHEREAS, it is estimated by the Company that the acquisition, construction and installation of the proposed Project will require expenditures currently estimated at \$9,500,000.00; and

WHEREAS, the Commission has determined that there exists a continuing need for programs to alleviate and prevent unemployment within Wood County, and after careful study and investigation of the nature of the proposed Project, the Commission has determined that the proposed Project will serve

such purpose and will promote the present and prospective health, happiness, right of gainful employment and general welfare of the citizens of the County, and is, as a matter of public policy, for the public purpose of the County and the State; and

WHEREAS, after studying the Project and the nature of the proposed financing, the Commission has determined that funds are necessary to finance the acquisition, construction, equipping and installation of the proposed Project, and that the most feasible method of providing for such financing is for the Commission to issue its revenue bonds for that purpose pursuant to the Industrial Development and Commercial Development Bond Act, Chapter 13, Article 2C of the Code of West Virginia of 1931, as amended (the "Act"), and for it (i) to acquire, construct, and install the proposed Project and lease or sell the proposed Project to the Company for specific rentals or purchase price payments sufficient to pay the principal of, premium (if any) and the interest on said revenue bonds or (ii) to lend the proceeds from the sale of said revenue bonds to the Company to enable it to acquire, construct and install the proposed Project and to repay the loan in installments which will be sufficient and timely to pay the principal of, premium (if any) and the interest on said revenue bonds; and

WHEREAS, the Company has requested the Commission to indicate its willingness to issue revenue bonds to finance the

proposed Project so that said acquisition, construction and installation of the proposed Project may move forward:

NOW, THEREFORE, BE IT RESOLVED by the County Commission of Wood County, West Virginia, as follows:

1. In order to indicate the Commission's willingness to issue revenue bonds to finance, in whole or in part, the acquisition, construction, equipping and installation of the proposed Project, the execution and delivery to the Company of an inducement agreement is hereby authorized, said inducement agreement to be in substantially the form attached hereto as Exhibit "A", subject to such minor changes, insertions and omissions as may be approved by the President of the County Commission, and the execution of said inducement agreement by the President of this Commission shall be conclusive evidence of such approval.

2. In order to facilitate the commencement of the planning, design, construction, acquisition and carrying out of the proposed Project, the President and Clerk of this Commission are hereby authorized to take such action on behalf of the Commission as may be requested by the Company in connection with financing the Project, including executing, or accepting on behalf of the Commission the assignment of, contracts for the said acquisition, construction and installation of the proposed Project subject to the receipt of appropriate guarantees of payment by the Company. The Company's acceptance of the terms and conditions of the

inducement agreement authorized hereunder shall be deemed to constitute a sufficient guarantee of payment for the purposes of this paragraph.

3. The Company may, from time to time as it may deem necessary prior to the issuance of the proposed revenue bonds, advance to the Commission funds necessary to enable it to begin the planning, design, construction, acquisition and carrying out of the proposed Project; any such funds so advanced will be kept by the Commission in a separate bank account or accounts to be opened by it, and the same shall be repaid to the Company from the proceeds of said proposed revenue bonds when the same are issued and delivered.

4. Nothing herein contained, however, shall authorize any contribution out of the general funds of the Commission for any costs or expenses of the Company pursuant to this inducement resolution, or otherwise in connection with the Project.

COUNTY COMMISSION OF WOOD COUNTY,  
WEST VIRGINIA,

By John R. Shaver  
Its President

(SEAL)

Attest:

[Signature]  
Clerk

INDUCEMENT AGREEMENT

THIS AGREEMENT (this "Agreement"), made and entered into as of the \_\_\_ day of March, 1981 by and between the COUNTY OF WOOD, WEST VIRGINIA (the "County"), a political subdivision of the State of West Virginia, acting by and through its County Commission (the "County Commission"), party of the first part, and AGA Burdox, Inc., an Ohio corporation (the "Company"), party of the second part;

WHEREAS, the County is a political subdivision of the State of West Virginia which, acting by and through the County Commission, is authorized and empowered by law, including particularly the provisions of the Industrial Development and Commercial Development Bond Act (Chapter 13, Article 2C, of the Code of West Virginia of 1931, as amended) (the "Act"), for the public purposes set forth in the Act, to issue its revenue bonds to provide funds to defray the costs of acquiring, constructing, equipping and improving real and personal property for industrial projects (as defined in the Act); and

WHEREAS, the Company has advised the County that it has under consideration the acquisition, construction, equipping and operation of an expansion of its existing air separation facility in the County (the "Project") to increase the production

W I T N E S S E T H:

1. Undertakings on the Part of the County. Subject to the conditions set forth below, the County agrees as follows:

1.1 The Company may commence or cause to be commenced the acquisition, construction and equipping of the Project as soon as feasible and may provide, at its own expense, any necessary interim financing to permit such acquisition, construction and equipping to commence and continue.

1.2 The County hereby commits, from time to time, at the request of the Company, to issue and sell the Bonds pursuant to the terms of the Act, as from time to time amended, in an aggregate principal amount not in excess of the estimated costs at the time of such sale in respect of the acquisition, construction and equipping of the Project in whole or in part, presently estimated to be as much as \$9,500,000. The Bonds shall be issued in one or more series, shall be signed by the President and attested by the Clerk of the County Commission, shall bear such title or designation, shall bear interest at such rate or rates, shall be in such denomination or denominations, shall be subject to such terms of redemption, shall be in such form, either coupon or registered, shall be payable as to principal, redemption price and interest at such place or places, and contain such other terms and conditions,

as may be fixed by resolution of the County Commission prior to the sale and delivery thereof.

1.3 The County will cooperate with bond counsel to supervise the proceedings and approve the issuance of the Bonds and with any banks, underwriters or agents recommended by the Company and approved by the County Commission for and on behalf of the County, all for the purposes of issuing and selling the Bonds on the best terms reasonably obtainable, and if arrangements therefor satisfactory to the Company can be made, the County Commission will adopt such orders, resolutions and proceedings and authorize the execution and delivery of such instruments and the taking of such further actions as may be necessary or advisable for the authorization, issuance and sale of the Bonds and the sale or lease of the Project or the loan of proceeds from such sale of Bonds to the Company.

1.4 Such proceedings, instruments and actions may also permit the issuance from time to time in the future of additional Bonds on terms which shall be set forth therein, whether pari passu with other series of the Bonds or otherwise, for the purpose of defraying the cost of completion, enlargements, improvements, additions and expansions of the Project or any segment thereof.

1.5 The aggregate payments under the lease, agreement of sale or loan agreement pursuant to which the Project is sold or leased to the Company or pursuant to which the Bond proceeds are loaned by the County to the Company shall include (a) a basic payment in such sums as shall be sufficient to pay the principal of and interest and redemption premium, if any, on the Bonds, as and when the same shall become due and payable, and (b) additional payments in such sums as shall be sufficient to pay all related costs and expenses to be specified therein.

1.6 At the request of the Company from time to time, the County will take or cause to be taken such other acts and adopt or cause to be adopted such further proceedings as may be required to implement the aforesaid undertakings or as it may deem appropriate in pursuance thereof.

2. Undertakings on the Part of the Company. Subject to the conditions set forth below, the Company agrees as follows:

2.1 The Company will use reasonable efforts, through banks, underwriters or agents approved by the County Commission for and on behalf of the County or otherwise, to find one or more purchasers for the Bonds; provided, however, that the terms of such Bonds and of the sale and delivery thereof shall be mutually satisfactory to the County and the Company.

2.2 Contemporaneously with the sale of the Bonds in one or more series or issues from time to time as the County

and the Company shall determine, the Company will: (a) enter into a loan agreement with the County or (b) agree to lease the Project from the County, which lease shall grant to the Company an option to purchase the Project upon payment of the Bonds in full or (c) enter into an installment purchase agreement with the County to purchase the Project from the County. In any event, the loan agreement, lease, or installment sales agreement shall obligate the Company to pay to the County the amounts described in Section 1.5 as and when the same become due and payable.

### 3. General Provisions.

3.1 All commitments of the County, acting by and through the County Commission, under Section 1 hereof and of the Company under Section 2 hereof are subject to the condition that the following conditions subsequent shall have been fulfilled:

(a) The Company shall have requested that the County Commission cause the Bonds to be issued, and the County Commission and the Company shall have agreed on mutually acceptable terms for the Bonds and the sale and delivery thereof and mutually acceptable terms and conditions of the loan agreement, or sale or lease agreement referred to in Sections 1 and 2 hereof.

(b) Such rulings, approvals, consents, certificates of compliance and other instruments satisfactory to the Company as to such matters with respect to the Bonds and the Project, the loan, sale or lease agreement and trust instruments, as shall be specified by the Company, shall be obtained from the Internal Revenue Service, United States Treasury Department, and such other governmental, as well as non-governmental agencies and entities, as may have or assert authority over or interest in matters pertinent thereto and to the Project and shall be in full force and effect at the time of issuance of the Bonds.

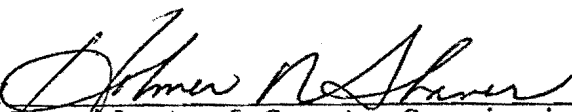
3.2 If the events set forth in Section 3.1 hereof do not take place, the Company agrees that it will reimburse the County Commission for, or pay, all reasonable expenses, if any, which the County Commission may incur at the Company's request arising from the execution of this Agreement and the performance by the County of its obligations hereunder.

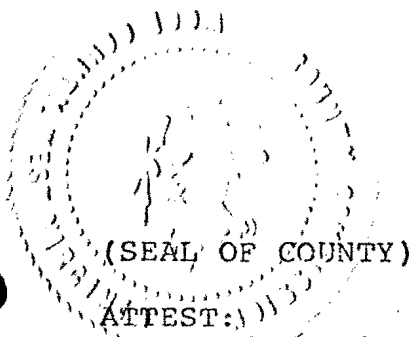
3.3 It is understood and agreed by and between the County and the Company that the provisions hereof are not intended to, and shall not be construed or interpreted to, either (a) obligate, or authorize the expenditure of, any funds or moneys of the County derived from any source whatsoever other than the proceeds from the issuance and sale of the Bonds as

provided for in this Agreement or (b) create any personal liability of the members from time to time of the County Commission.

IN WITNESS WHEREOF, the parties hereto have entered into this Agreement by their officers thereunto duly authorized as of the day and year first above written.

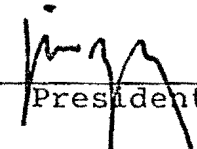
THE COUNTY OF WOOD, WEST VIRGINIA

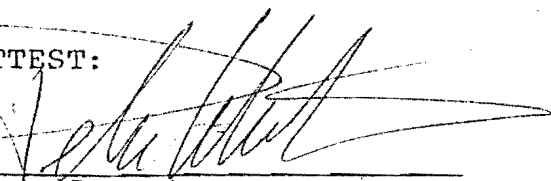
By   
President of County Commission



  
Clerk

AGA BURDOX, INC.

By   
President

ATTEST:   
Secretary