

## RECORD OF ORDINANCES

GOVERNMENT FORMS AND SUPPLIES

Form 30043

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

Passed \_\_\_\_\_, \_\_\_\_\_

**RESOLUTION NO. 82-25**

**A RESOLUTION AUTHORIZING THE CITY MANAGER TO  
ENTER INTO AN INCOME TAX SHARING AGREEMENT  
WITH THE SIDNEY CITY SCHOOLS AND UPPER VALLEY CAREER  
CENTER BOARDS OF EDUCATION REGARDING COMMUNITY  
REINVESTMENT AREA TAX ABATEMENT  
FOR AMAZON DATA SERVICES, INC.**

**BE IT RESOLVED BY THE COUNCIL OF THE CITY OF  
SIDNEY, OHIO:**

SECTION 1. That the City Manager be and he is hereby authorized and directed to enter into an Income Tax Sharing Agreement with the Sidney City Schools and Upper Valley Career Center Boards of Education regarding a CRA Tax Abatement for Amazon Data Services, Inc.

SECTION 2. That it is found and determined that all formal actions of this Council concerning and relating to the adoption of this legislation were adopted in open meeting of this Council; and, that all deliberations of this Council and any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements, including Revised Code Section 121.22.

Ordinance No. RES 82-25

Passed \_\_\_\_\_, \_\_\_\_\_

SECTION 3. That this Resolution shall be in full force and effect from  
and after the earliest period allowed by law.

Passed this 27<sup>th</sup> day of October, 2025.

  
\_\_\_\_\_  
Mayor

Attest:

  
\_\_\_\_\_  
Clerk

**AN INCOME TAX SHARING AGREEMENT BETWEEN  
THE CITY OF SIDNEY, THE BOARD OF EDUCATION OF THE  
SIDNEY CITY SCHOOL DISTRICT, AND THE BOARD OF  
EDUCATION OF THE UPPER VALLEY CAREER CENTER  
REGARDING AMAZON DATA SERVICES, INC**

This agreement between the City of Sidney, a municipal corporation with its offices at 201 West Poplar Street, Sidney, Ohio 45365, the Board of Education of the Sidney City School District, a public school district with its principal offices at 750 South Fourth Street, Sidney, Ohio 45365 ("SCSD"), and the Board of Education of the Upper Valley Career Center, a public school district with its principal offices at 8811 Career Drive, Piqua, OH 45356 ("Upper Valley") specifies the manner and procedure to be used pursuant Ohio Revised Code (ORC) Section 5709.82 authorizing (requiring) general compensation and income tax revenue sharing on new municipal income tax revenues relating to the Amazon Data Services' Community Reinvestment Area project (the "Project").

**Whereas**, the Ohio Community Reinvestment Area Program, pursuant ORC Sections 3735.66 authorizes municipalities to grant real property tax exemptions on eligible new investments; and

**Whereas**, the City of Sidney, by Resolution No. 69-25 adopted September 8, 2025 designated an area within the municipality as a Community Reinvestment Area; and

**Whereas**, effective September 19, 2025, the Director of the *Ohio Department of Development* designated the CRA area established by the municipality within Resolution No. 69-25 as area # 149-72424-06A;

**Whereas**, the municipality provided SCSD and Upper Valley notice of the Project prior to formal approval as required within ORC section 3735.671 (A) (1) or 5709.83; and

**Whereas**, the City of Sidney has acted pursuant ORC Section 3735.65 - .70 within Resolution 80-25 adopted October 27, 2025 to grant a tax exemption to Amazon Data Services, Inc. ("Employer") and entered into a formal Community Reinvestment Area Agreement on October 27, 2025; and

**Whereas**, the City of Sidney, SCSD, and Upper Valley, pursuant to ORC section 5709.82, elect to enter into a Revenue Sharing/Compensation Agreement concerning the benefits relating to the Project.

**Now Therefore**, in consideration of the foregoing and of the mutual promises, covenants and agreements hereinafter set forth the City of Sidney, SCSD, and Upper Valley agree as follows:

**Section 1. Definitions.** As used in this agreement. The following shall have the meanings

set forth below:

"Annual Payment Amount" shall mean the amount paid directly by the City of Sidney to SCSD and Upper Valley under Section 2 of this agreement.

"Exemption Year" shall mean any calendar year in which the Project would be taxable but for the municipal authorization and finalization of a Community Reinvestment Area Agreement Ohio Revised Code Sections 3735.67 (B) & (D).

"New Employee" shall include all employees who are first employed at the Project site and who have not been subject to the City of Sidney municipal income tax within the previous two years on income derived from employment from the Employer or any of its subsidiaries, or affiliates, or contractors prior to being employed at the Project site. "New employee" does not include any person hired to replace a person who is not a new employee.

"Base Employment" shall be the number of employees located at the Project site immediately prior to the finalization of the Community Reinvestment Area Agreement.

"Base Payroll" shall be the annualized salary of all employees located at the Project site immediately prior to the finalization of the Community Reinvestment Area Agreement.

**Section 2. Definition of Income Tax Revenues.** For purposes of this agreement "income tax revenues" means amounts withheld under Section 142.06 of the City's Codified Ordinances by the Employer during the taxable year from the compensation of New Employees, limited to taxes withheld for purposes of the City's permanent income tax levy (currently 1.5%) as outlined in Section 142.012.

**Section 3. Maximum Income Tax Revenue Sharing Compensation.** The intent of this agreement is to lessen the impact of the real tax exemptions granted under the Community Reinvestment Area Program on the school districts. The agreement is intended to provide partial compensation for real property tax revenues foregone by the school districts. Should the allocation of the income tax generated from the "new employee" calculation exceed the amount of real property tax revenue the school districts would have received from the Project had the new investment not received an exemption, then the sharing formula is to be modified and the school districts will receive no more than the amount of property tax revenues the Project investment would have generated.

**Section 4. Amount of Municipal Payments.**

1. The City shall annually calculate 75 percent of income tax revenues for all New Employees during each Exemption Year and disburse such funds pursuant to this agreement.
2. The City shall annually calculate the real property taxes foregone as result of the Community Reinvestment Area tax exemption for the Project. Such calculation shall occur at the time when such tax payments would have been due for collection by the Shelby County Treasurer. For such calculation, the City's Finance Officer shall apply

the property valuation prepared by the Shelby County Auditor to the tax millage rates that are in effect during the calculation time period.

3. From the income tax funds calculated per paragraph 1 above, the City shall, during the second week of May of each year, disburse to SCSD, an amount not to exceed the lesser of the amount calculated in paragraph 1 and the amount calculated in paragraph 2 above multiplied by 85% and disburse to Upper Valley the amount calculated in paragraph 2 above multiplied by 15%.

**Section 5. Amendments.** This agreement may be amended or modified by the parties, only in writing, signed by all parties to the agreement or by applicable law changes.

**Section 6. Entire Agreement.** This agreement sets forth the entire agreement and understanding between the parties as to the subject matter contained herein and merges and supersedes all prior discussions, agreements, and undertakings of every kind and nature between the parties with respect to the subject matter of this agreement.

**Section 7. Notices.** All payments, certificates, reports and notices which are required to or may be given pursuant to the provisions of this agreement shall be sent by regular mail, postage prepaid, and shall be deemed to have been given or delivered when so mailed to the following addresses:

Municipality:           City of Sidney  
                                  City Manager  
                                  201 W Poplar St  
                                  Sidney OH 45365

SCSD:                     Sidney City Schools  
                                  Treasurer  
                                  750 S Fourth Ave  
                                  Sidney OH 45365

Upper Valley:           Upper Valley Career Center  
                                  Treasurer  
                                  8811 Career Drive  
                                  Piqua OH 45356

Any party may change its contact or address for receiving notices and reports by giving written notice of such change to the other parties.

**Section 8. Severability of Provisions.** The invalidity of any provision of this agreement shall not affect the other provisions of this agreement, and this agreement shall be construed in all respects as if any invalid portions were omitted.

In witness thereof, the parties have caused this Agreement to be executed as of this \_\_\_\_ day of October 2025.

**City of Sidney, Ohio**

By: Its City Manager

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature

**Sidney City School District**

By: Its \_\_\_\_\_

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature

**Upper Valley Career Center**

By: Its \_\_\_\_\_

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature

**City of Sidney, Ohio**

By: Its City Manager

Jon Cousey  
Printed Name

[Signature]  
Signature

**Sidney City School District**

By: Its \_\_\_\_\_

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature

**Upper Valley Career Center**

By: Its \_\_\_\_\_

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature

Printed Name

\_\_\_\_\_  
Signature

**Sidney City School District**

By: Its \_\_\_\_\_

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature

**Upper Valley Career Center**

By: Its Superintendent

Jason Heale

\_\_\_\_\_  
Printed Name

Jason Heale  
Signature



EXHIBIT B

**City of Sidney, Ohio**

By: Its City Manager

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature

**Sidney City School District**

By: Its Treasurer

*Michael T. Watkins*

\_\_\_\_\_  
Printed Name

*Michael T. Watkins*

\_\_\_\_\_  
Signature

**Upper Valley Career Center**

By: Its \_\_\_\_\_

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Signature