RESOLUTION NO. 2020-69

Introduced by: Joe Dike

A RESOLUTION AUTHORIZING THE EXPENDITURE OF AN AMOUNT NOT TO EXCEED SIXTY-FIVE THOUSAND AND 00/100 DOLLARS (\$65,000.00) FOR ROCK SALT PURCHASED THROUGH AN AGREEMENT BETWEEN COMPASS MINERALS AMERICA, INC. AND THE BOARD OF COUNTY COMMISSIONERS OF ERIE COUNTY FOR THE PURPOSE OF FURNISHING BULK DEICING ROCK SALT TO THE CITY OF HURON AND VARIOUS OTHER POLITICAL SUBDIVISIONS THROUGHOUT ERIE COUNTY DURING THE 2021 CALENDAR YEAR

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF HURON, OHIO:

<u>SECTION 1</u>. That the Board of County Commissioners of Erie County, Ohio having advertised for bids, awarded such and entered into agreement with Compass Minerals America, Inc. for \$44.22/ton (delivered) for the purpose of furnishing bulk highway deicing rock salt for the calendar year of 2021 for the Erie County Engineer and various other political subdivisions with the City of Huron being allocated up to 1,000 tons according to the provisions outlined in said agreement to be substantially in the form of Exhibit "A" attached hereto and made a part hereof.

<u>SECTION 2</u>: That this Council hereby finds and determines that all formal actions relative to the adoption of this Resolution were taken in an open meeting of the Council and that all deliberations of this Council and of its committees, if any, which resulted in formal action, were taken in meetings open to the public in full compliance with applicable legal requirements, including O.RC. §121.22 of the Revised Code.

SECTION 3: This Resolution shall be in full force and effect from and immediately following its adoption.

Sam Artino, Mayor

ATTEST:

Clerk of Council

ADOPTED:

27 001 202

RESOLUTION NO. 20-237

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ERIE COUNTY, OHIO, FOR THE PURPOSE OF ENTERING INTO AN AGREEMENT WITH COMPASS MINERALS AMERICA, INC.

The Board of County Commissioners of Erie County, Ohio, met this 7th day of October, 2020, in regular session with the following members present:

Patrick J. Shenigo, Mathew R. Old, and Stephen L. Shoffner.

Mr. Old introduced the following resolution and moved its adoption.

BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ERIE COUNTY, OHIO:

THAT, this Board hereby enters into an agreement with Compass Minerals America, Inc., 9900 W. 109th Street, Suite 100, Overland Park, Kansas 66210, for the purpose of furnishing rock salt for highway ice control during the 2021 calendar year for the Erie County Engineer and various other political subdivisions throughout Erie County, according to the provisions as outlined in the attached document; and

THAT, this Board of County Commissioners hereby finds and determines that all formal actions relative to the adoption of this resolution were taken in an open meeting of this Board; and that all deliberations of this Board and of its committees, if any, which resulted in formal action, were taken in meetings open to the public in full compliance with applicable legal requirements, including Section 121.22 of the Revised Code.

Mr. Shoffner seconded the motion for the adoption of said resolution; and the roll being called upon its adoption, the vote resulted as follows:

Roll Call: Mr. Old, Aye; Mr. Shoffner, Aye; Mr. Shenigo, Aye

Adopted: October 7, 2020

CERTIFICATE

I, Erin M. Paolano, Clerk of the Board of County Commissioners of Erie County, Ohio, hereby do certify that the above is a true and correct copy of resolution adopted by said Board under said date, and as same appears in Commissioners' Journal Volume #224.

Clerk

Board of County Commissioners of Erie County, Ohio

Approved by County Administrator

Peter S. Daniel

Keith Faber Ohio Auditor

Certified Search for Unresolved Findings for Recovery





Office of Auditor of State 88 East Broad Street Post Office Box 1140 Columbus, OH 43216-1140

> (614) 488-4514 (800) 282-0370

Auditor of State - Unresolved Findings for Recovery Certified Search

I have searched The Auditor of State's unresolved findings for recovery database using the following criteria:

Contractor's Information:

Name: ,

Organization: COMPASS MINERALS AMERICA, INC

Date: 9/24/2020 1:14:08 PM

This search produced the following list of 16 possible matches:

Name/Organization	Address
Combs, Brenda	109 Flat Rock Drive
Harmony Community School	
Harmony Community School, c/o Buckeye Community Hope Foundation	3021 East Dubli Granville Road
Harmony Community School, c/o Buckeye Community Hope Foundation	3021 East Dublin Granville Rd.
Harmony Community School, c/o Buckeye Community Hope Foundation	3021 East Dublin Granville Road
Harmony Community School, c/o Buckeye Community Hope Foundation	3021 East Dublin-Granville Rd.
Harmony Community School, c/o Buckeye Community Hope Foundation	3021 East Dubin Granville Rd.
Harrison County Democratic Executive Committee	80900 Slab Camp Road
Rhea Academy Community School	
Somali Bantu (Youth Community of Ohio)	3823 Sullivant Avenue
Somali Development Agency/Americom	4312 Westport Road
Theodore Roosevelt Public Community School	c/o Richland Academy 75 North Walnut Street
Third Wave Communications, LLC	PO Box 1355
Western Surety Company	CAN Surety Claims
Western Surety Company	CAN Surety, Surety Claims
Wright (AHRMS Management Company), Marcus	

NOTICE OF AWARD

To: COMPASS MINERALS AMERICA, INC. 9900 W. 109TH STREET SUITE 100

OVERLAND PARK, KS 66210

Project Description: TREATED ROCK SALT FOR HIGHWAY ICE CONTROL

The Contracting Authority has considered the bid submitted by you on the bid date of September 16, 2020 for the above-described work in response to its advertisement for bids and Instructions to Bidders. You are hereby notified that your bid has been accepted in the amounts of \$44.20 per ton delivered and \$41.00 per ton picked-up at stockpile location 931 W. Water St., Sandusky, Ohio 44870.

You are required by the Instructions to Bidders to execute the agreement and furnish the required Contract Bond, if applicable, and Certificates of Insurance within ten calendar days from the date of this notice.

If you fail to execute said agreement and to furnish said bond within ten days from the date of this notice, Contracting Authority will be entitled to consider all your rights arising out of the acceptance of your bid as abandoned and as a forficiture of your bid guaranty, subject to the liability as set forth in O.R.C. 153.54. The Contracting Authority will be entitled to such other rights as may be granted by law. You are required to return an acknowledged copy of this Notice of Award to the Contracting Authority.

Dated this 23 red day of Reptember, 2020.
Signature:
Patrick J. Shenigo
Title: President, Erie County Commissioners
ACCEPTANCE OF NOTICE
Receipt of the above Notice of Award is hereby acknowledged by COMPASS MINERALS AMERICA, INC. on this Additional day of September, 2020.
Signature: Slan Ass
Name and Title: SEAU Wizz, Sp. MGR HEN SAUS

CONTRACT

This contract made and entered into this day of	OCTODE , 2020, by and between
Compass Minerals America, Inc., 9900 W. 109th Street, St	uite 100, Overland Park, Kansas 66210.
hereafter called the "Supplier" and the Board of Commission	oners. Eric County. Ohio hereinafter called
"Contracting Authority."	

WITNESSETH:

The Supplier shall furnish 10,065 tons, more or less, of bulk highway deicing rock salt, treated to prevent caking, for highway ice control during the 2021 calendar year (1/01/2021 - 12/31/2021). Rock salt delivered to and or picked up by Buyer must be treated with sufficient amounts of anti-caking additives/chemicals so the rock salt will remain in a free flowing, usable condition (without the presence of clumping).

TO BE ALLOCATED AS FOLLOWS:

	Requested	Cost of	Total	Cost for	
	Tons	Pick-Up		Delivery	Total
Erle County Engineer,	3,000	\$41.00/ton	\$123,000.00	\$44.20/ton	\$132,600.00
Highway Dept.			-		•
Erie County Facilities Dept.	150	41.00/ton	\$6,150.00	44.20/ton	\$6,630.00
Berlin Township	200	41.00/ton	8,200.00	44.20/ton	8,840.00
Florence Township	50	41.00/ton	2,050.00	44.20/ton	2,210.00
Groton Township	100	41.00/ton	4,100.00	44.20/ton	4,420.00
Huron Township	600	41.00/ton	24,600.00	44.20/ton	26,520.00
Margaretta Township	250	41.00/ton	10,250.00	44.20/ton	11,050.00
Milan Township	600	41.00/ton	24,600.00	44.20/ton	26,520.00
Oxford Township	175	41.00/ton	7,175.00	44.20/ton	7,735.00
Perkins Township	800	41.00/ton	32,800.00	44.20/ton	35,360.00
Village of Berlin Heights	100	41.00/ton	4,100.00	44.20/ton	4,420.00
Village of Castalia	100	41.00/ton	4,100.00	44.20/ton	4,420.00
Village of Milan	400	41.00/ton	16,400.00	44.20/ton	17,680.00
City of Huran	1,000	41.00/ton	41,000.00	44.20/ton	44,200.00
City of Sandusky	2,500	41.00/ton	102,500.00	44.20/ton	110,500.00
Sandusky City Schools	40	41.00/ton	1,640.00	44.20/ton	1,768.00
Total Estimated	10,065		\$412,665.00		\$444,873.00
Requirements			-		, , , , , , ,

EACH COUNTY AGENCY WILL BE BILLED SEPARATELY. Rock salt to be picked up at a contract price of \$41.00/Ton. Rock salt to be delivered to any bid destination in Brie County Ohio, with no minimum tonnage required at a contract price of \$44.20/Ton, not to exceed \$139,230.00 (\$132,600.00 – Brie County Engineer, \$6,630.00 – Brie County Facilities Department) without prior written authorization. No deliveries will be made without prior written authorization by the Eric County Engineer or Eric County Facilities Department and written concurrence by the Brie County Auditor that the funds are available.

In the event of a conflict between the terms and conditions of this Contract and the terms and conditions of the bid dated <u>SEPTEMBER 10, 2020</u>, the terms and conditions of the Contract shall prevail.

ROCK SALT CALENDAR YEAR 2021

SUPPLIER SERVICE REQUIREMENTS

The Supplier, upon written authorization of the Commissioners, will complete the work as detailed in the attached Request for Bid titled: TREATED ROCK SALT FOR HIGHWAY ICE CONTROL, along with the bid submitted by Compass Minerals America, Inc. on September 16, 2020.

SUPPLIER RESPONSIBILITIES

The Supplier shall submit a detailed invoice for the products picked up or delivered in accordance with the provisions in the original specifications.

TERM

This contract shall remain in effect from January 1, 2021 through December 31, 2021.

INDEMNITY

The Supplier shall indemnify, hold harmless and defend the Commissioners and the other political entities in Eric County, Ohio, and their employees, from and against any and all claims, liability, damage or loss to person or property which may arise or grow out of the performance of this contract by Supplier, Supplier's agents, employees, invitees or others acting on behalf of the Supplier.

INSURANCE REQUIREMENTS

The Supplier agrees to meet all insurance requirements, and workers' compensation requirements, as required by the Ohio Revised Code. This contract shall be governed by and construed in accordance with the laws of the State of Ohio.

MODIFICATION

This contract may be supplemented, amended, or modified only by the mutual agreement of the parties. No supplement, amendment, or modification of this contract shall be binding unless it is in writing and signed by all parties. In the event of cancellation of an executed order due to Commissioners' breach of contract, or for Commissioners' termination for convenience, Supplier will be compensated for product supplied to-date.

NOTICE TO PROCEED

The Supplier shall, upon receipt of a copy of the Eric County Commissioners resolution to enter into an agreement with supplier, provide product commencing on January 1st of the term described herein above. A purchase order, in accordance with the bidding documents shall be subsequently issued by Eric County.

NON-DISCRIMINATION

The Supplier shall not discriminate against any employee or applicant for employment because of race, color, religion, sex, age, disability or military status as defined in section 4112.01 of the Revised Code, national origin, or ancestry. The Supplier shall take affirmative action to ensure that applicants are employed, and that employees are treated during employment, without regard to their race, color, religion, sex, age, disability or military status as defined in section 4112.01 of the Revised Code, national origin, or ancestry. Such action shall include, but is not limited to, the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination, including apprenticeship. Supplier agrees to comply with all pertinent provisions of Section 153.59 of the Ohio Revised Code.

FINDINGS FOR RECOVERY

The Supplier affirmatively represents and warrants to the State that it is not subject to a finding for recovery under R.C. 9.24, or that it has taken appropriate remedial steps required under R.C. 9.24 or otherwise qualifies under that section. The Supplier agrees that, if this representation or warranty is deemed to be false, the contract shall be void *ab initio* as between the parties to this contract, and any funds paid by the State hereunder immediately shall be repaid to the State, or an action for recovery immediately may be commenced by the State for recovery of said funds.

COUNTERPARTS

This contract may be executed in two or more counterparts, each shall be deemed to be an original and taken together shall be deemed to be one and the same instrument. This contract may be executed and delivered by facsimile or electronically in Microsoft Word or PDF format.

COMPONENT PARTS OF THIS CONTRACT

The executed contract documents shall consist of the following:

- a. This Contract
- b. Bid Specifications
- c. Signed copy of Bid
- d. Eric County Commissioner's Resolution to enter into an Agreement

These documents constitute the entire contract between the parties and its provisions shall be construed in accordance with the laws of the State of Ohio. This contract, together with other documents enumerated above, is as fully a part of the contract as if hereto attached or herein repeated, and forms the contract between the parties hereto. In the event that any provision in any component part of this contract conflicts with any provision of any other component part, the provision of the component part first enumerated above shall govern, except as otherwise specifically stated.

SIGNED AND ACKNOWLEDGED IN THE PRESENCE OF:

COMPASS MINERALS AMERICA, INC.	BOARD OF COUNTY COMMISSIONERS OF ERIE	
Signature Sc. Monager Highway Sales Title 48-10471632 Taxpayer I.D. #	Patrick J. Shenigo Mathew R. Old Stephen L. Shoffner	10/7/20
Approved as to Form: Asst. Prosecuting Attorney		
Approved as to Content:		
Jack Farschman, P.E., P.S., Brie County Engineer		
Darlaha		
Gary Weilmau, Building & Grounds Superintendent		

CONTRACT LIMITATION CERTIFICATE

1, Joel Gerdes	on behalf of COMPASS MINERALS
(Name of representative of vendo	r)
AMERICA, INC., do hereby acknowledge that	the maximum amount of monetary obligation of Erie
County, Ohio, i.e., Board of County Commission	ners of Erie County, Ohio, under the hereinbefore
attached contract or agreement is \$139,230.00 U	NLESS the Board of Erie County Commissioners give
PRIOR APPROVAL for additional expenditure	s of money under the contract or agreement and the
County Auditor certifies to the availability of suc	h additional funds. Erie County, Ohio, i.e., the Board
of County Commissioners of Brie County, Ohio !	SHALL NOT BE HELD LIABLE by COMPASS
MINERALS AMERICA, INC. for any monetar	y obligations under this contract or agreement above
the maximum amount of \$139,230.00, UNLESS	expendings argraphroved by the Board.
Sworn to before me and subscribed in my present	(Notary Public)
APPROVED AS TO CONTENT	BRENDA BLUNT NOTARY PUBLIC STATE OF KANSAS My Appt. Exp. Public My Appt.
Jack Farschman, P.E., P.S., Brie County Engineer	
Dyhele	
Gary Weilnau, Building & Grounds Superintender	nt

ATTACHMENT D NON-COLLUSION AFFIDAVIT

State of Ohio Kansas Exte County Johnson BID Identification: "TREATED ROCK SALT FOR HIGHWAY ICE CONTROL" CONTRACTOR Joel Gerdes , being first duly sworn, deposes and says that he issr. Manager Highway Sales (sole owner, a partner, president, secretary, etc.) of Compass Minerals America Inc. the party making the foregoing BID; that such BID is not made in the interest of or on behalf of any undisclosed person, partnership, company, association, organization or corporation; that such BID is genuine and not collusive or sham; that said BIDDER has not directly or indirectly induced or solicited any other BIDDER to put in a false or sham BID and has not directly or indirectly colluded, conspired, connived or agreed with any BIDDER or anyone else to put in a sham BID, or that any one shall refrain from bidding: that said BIDDER has not in any manner, directly or indirectly, sought by agreement. communication or conference with anyone to fix the BID price of said BIDDER or of any other BIDDER, or to fix any overhead, profit or cost element of such BID price, or of that of any other BIDDER, or to secure any advantage against the CONTRACTING AUTHORITY awarding the contract or anyone interested in the proposed contract; that all statements contained in such BID are true; and further, that said BIDDER has not, directly or indirectly, submitted his BID price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto. or paid and will not pay any fee in connection therewith, to any corporation, partnership, company, association, organization, BID depository, or to any member of agent thereof, or to any other individual except to such person or persons as have a partnership or other financial interest with said BIDDER in his general business. Signed: Subscribed and sworn to before me this 10th day of September, 20 20.

Seal of Notary

ATTACHMENT C AFFIDAVIT OF CONTRACTOR OR SUPPLIER OF NON-DELINQUENCY OF PERSONAL PROPERTY TAXES

O.R.C. 5719.042

STATE OF OHIO: Konsas

Mary Wells

SS:

TO:

The undersigned, being first duly sworn, having been awarded a contract by you for "TREATED ROCK SALT FOR HIGHWAY ICE CONTROL" hereby states that we are not charged at the time the bid was submitted with any delinquent personal property taxes on the general tax list of personal property of any county in which you as a taxing district have territory and that we were not charged with delinquent personal property taxes on any such tax list. In consideration of the award of the above contract, the above statement is incorporated in said contract as a covenant of the undersigned.

Swom to before me and subscribed in my presence this 3rd day of September 20 30.

Notary Public

BRENDA BLUNT
NOTARY PUBLIC
STATE OF KANSAS
My Appt. Exp. 11/2023

BID GUARANTY AND CONTRACT BOND

(Section 153,571)

(Not to be filled out if certified check is submitted.)

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned

Compass Minerals America Inc. 9800 W. 109th Street, Ste. 100 Overland Park, KS 68210

(Here insert full name or legal title of Contractor and Address)

as Principal and	RLI Insurance Company
- AMOUNT LE TOURNOUTHER COLORS	(Here insert full name or legal title of Surety)
(licensed to do business in	n the State of Ohio) as Surety, are hereby held and firmly bound
unto	Board of Erie County Commissioners
	(Here insert full name or legal title of Owner)
	in the penal sum of the dollar amount of the bid submitted by see on September 16, 2020 to undertake the project known as:
****	Treated Rock Salt for Highway Ice Control (Here insert full name, address and description of the Project)
Congee, incorporating at	
must not be less than the fu A percentage is not accept	dollars If the above line is left blank the penal sum will be the amount uding alternates. Alternatively, if completed, the amount stated all amount of the bid, including alternates, in dollars and cents. able.) For the payment of the penal sum will and truly to be by and severally bind ourselves, our heirs, executors, and assigns.
THE CONDITION OF THI	E ABOVE OBLIGATIONS IS SUCH, that whereas the above

named Principal has submitted a bid on the above referred project;

NOW, THEREFORE, if the Obligee accepts the bid of the Principal and the Principal fails to enter into a proper contract in accordance with the bid, plans, details, specifications and bills for material; and in the event the Principal pays to the Obligee the difference not to exceed ten percent (10%) of the penalty hereof between the amount specified in the bid and such larger amount for which the Obligee may be in good faith contract with the next lowest bidder to perform the work covered by the bid; or in the event the Obligee does not award the contract to the next lowest bidder and resubmits the project for bidding, the Principal will pay the Obligee the difference not to exceed ten percent (10%) of the penalty hereof between the amount specified in the bid, or the costs,

in connection with the resubmission, of printing new contract documents, required advertising and printing and mailing notices to prospective bidders, whichever is less, then this obligation shall be void, otherwise to remain in full force and effect. If the Obligee accepts the bid of the Principal and the Principal within ten (10) days after the awarding of the contract, enters into a proper contract in accordance with the bid, plans, details, specifications, and bills of material, which said contract is made a part of this bond the same as though set forth herein; and

IF THE SAID Principal shall well and faithfully perform each and every condition of such contract; and indemnify the Obligee against all damage suffered by failure to perform such contract according to the provisions thereof and in accordance with the plans, details, specifications, and bills of material therefore; and shall pay all lawful claims of subcontractors, materialmen, and laborers, for labor performed and materials furnished in the carrying forward, performing, or completing of said contract; we agreeing and assenting that this undertaking shall be for the benefit of any materialman or laborer having a just claim, as well as for the Obligee herein; then this obligation shall be void; otherwise the same shall remain in full force and effect; it being expressly understood and agreed that the liability of the Surety for any and all claims hereunder shall in no event exceed the penal amount of this obligation as herein stated.

THE SAID Surety hereby stipulates and agrees that no modifications, omissions, or additions in or to the terms of said contract or in or to the plans and specifications therefore shall in any way affect the obligations of said Surety on its bond, and it does hereby waive notice of any such modifications, omissions or additions to the terms of the contract or to the work or to the specifications.

SIGNED AND SEALED THIS day of	September		:020
PRINCIPAL:	SURETY	COMPANY A	ADDRESS
Compass Atherais Argenta Inc.	•	9026 N. Lindbergh I	Or.
	Street		
BY:/		Peorla, IL 61615	
	City	State	Zip
URETY:	SURETY	AGENT'S AD	DRESS
RLI Insurance Company		Marsh USA Inc.	
Δ	Agency Name		***************************************
BY:	15 \	V South Temple St	e 700
Time Days Alterney in Fact	P4	***************************************	
	Street	# Laka Chr. LIT D4	404
		It Lake City, UT 84	101 Zip

LINDA L NIPPER Comm. No. 700361 My Commission Expires on Jun 9, 2022			
Linde August Motary Public			
	2502 ,8 enul	Expires	My Commission
RLI Insurance Company ingring instrument, and known to me to be the person who executed ily acknowledged to me that such corporation executed the same. In acknowledged to me that such corporation executed the same. In acknowledged to me that such corporation executed the same.	executed the within and for aid corporation, and he di	e ain to ilmina il since	the corporation of the said instrum
aivaC eni	<u> </u>		
Stuniest former num formers now are an arrangement	ozu, personally appeared	wa bns bənoissimm	therein, duly co
before me, a Notary Public in and for said County and State, residing		81 redmetqe2	пO
	1	Salt Lake	County of
	:ss	นยาก	10 SIRIC

POWER OF ATTORNEY

RLI Insurance Company Contractors Bonding and Insurance Company

9025 N. Lindbergh Dr. Peoria, IL 61615 Phone: 800-645-2402

Bond No	n/a
but may be d	letached by the
d Contractor	s Bonding and
corporations ((as applicable),

Anow Au Men by These Presents:	
That this Power of Attorney is not valid or in effect unless attack approving officer if desired.	ned to the bond which it authorizes, but may be detached by the
That this Power of Attorney may be effective and given to either or Insurance Company, required for the applicable bond.	both of RLI Insurance Company and Contractors Bonding and
That RLI Insurance Company and/or Contractors Bonding and each authorized and licensed to do business in all states and the Distriction of the City of	Insurance Company, each Illinois corporations (as applicable), ict of Columbia do hereby make, constitute and appoint: Sait Lake City State of UT
it's true and lawful Agent and Attorney in Fact, with full power acknowledge and deliver for and on its behalf as Surety, in general Twenty Five Million Dollars (\$25,000,000) for any single obligation,	and authority hereby conferred upon him/her to sign, execute, any and all bonds and undertakings in an amount not to exceed
Principal: Compass	Minerals America Inc.
	County Commissioners
corporate name of the Corporation by the President, Secretary, or by such other officers as the Board of Directors may auth Assistant Secretary, or the Treasurer may appoint Attorneys i policies or undertakings in the name of the Corporation. The c policies, undertakings, Powers of Attorney or other obligations the corporate scal may be printed by facsimile or other electronic	norize. The President, any Vice President, Secretary, any in Fact or Agents who shall have authority to issue bonds, orporate seal is not necessary for the validity of any bonds, of the Corporation. The signature of any such officer and
IN WITNESS WHEREOF, RLI Insurance Company and/or Contr	ractors Bonding and Insurance Company as amilicable have
caused these presents to be executed by its respective Vice President v	
September 2020 SEAL SEAL	RLI Insurance Company Contractors Bonding and Insurance Company B. H. W. H.
State of Illinois	Barton W. Davis Vice President
County of Peoria SS	CERTIFICATE
On this 18th day of September , 2020, before me, a Notary Public, personally appeared Barton W. Davis who being by me duly sworm, acknowledged that he signed the above Power of Attorney as the aforesaid officer of the RLI Insurance Company and/or Contractors Bonding and Insurance Company, and acknowledged said instrument to be the voluntary act and deed of said corporation. By: Both day of September , 2020 before me, a Notary Public	I, the undersigned officer of RLI Insurance Company and/or Contractors Bonding and Insurance Company, do hereby certify that the attached Power of Attorney is in full force and effect and is irrevocable; and furthermore, that the Resolution of the Company as set forth in the Power of Attorney, is now in force. In testimony whereof, I have hereunto set my hand and the seal of the RLI Insurance Company and/or Contractors Bonding and Insurance Company this 16th day of September 2020. RLI Insurance Company Contractors Bonding and Insurance Company the Insurance Company
OFFICIAL SEAL JACQUELINE M BOCKLER NOTARY PUBLIC, STATE OF ILLINOIS MY COMMISSION EIPHES JAN 14 2022	By: Deffrey Doroth Decretary Corporate Secretary

Office of Risk Assessment 50 West Town Street Third Floor - Suite 300 Columbus, Ohlo 43215 (614)644-2658 Fax(614)644-3256 www.insurance.ohlo.gov

Ohlo Department of Insurance

Mike DeWine - Governor Jillian Froment - Director

Certificate of Compliance



Issued 03/26/2020 Effective 04/02/2020 Expires 04/01/2021

I, Jillian Froment, hereby certify that I am the Director of Insurance in the State of Ohio and have supervision of insurance business in said State and as such I hereby certify that

RLI INSURANCE COMPANY

of Illinois is duly organized under the laws of this State and is authorized to transact the business of insurance under the following section(s) of the Ohio Revised Code:

Section 3929.01 (A)

Accident & Health

Aircraft

Allied Lines

Boiler & Machinery

Burglary & Theft

Collectively Renewable A & H

Commercial Auto - Liability

Commercial Auto - No Fault

Commercial Auto - Physical Damage

Credit

Credit Accident & Health

Earthquake

Fidelity

Financial Guaranty

Fire

Glass

Group Accident & Health

Guaranteed Renewable A & H

Inland Marine

Medical Malpractice

Multiple Peril - Commercial

Multiple Peril - Farmowners

Multiple Peril - Homeowners

Noncancellable A & H

Nonrenew-Stated Reasons (A&H)

Ocean Marine

Other Accident only

Other Liability

Private Passenger Auto - Liability

Private Passenger Auto - No Fault

Private Passenger Auto - Physical Damage

Surety

Workers Compensation

RLI INSURANCE COMPANY certified in its annual statement to this Department as of December 31,2019 that it has admitted assets in the amount of \$2,152,193,679, liabilities in the amount of \$1,122,522,511, and surplus of at least \$1,029,671,168.

IN WITNESS WHEREOF, I have hereunto subscribed my name and caused my seal to be affixed at Columbus, Ohio, this day and date.

Jillian Froment, Director





RLI insurance Company
P.O. Box 3967 Peorla IL 61612-3967
Phone: 309-692-1000 Fax: 309-683-1610

Swom to before me this 3rd day of March, 2020.

GRETCHEN L JOHNIGK
PULIC
FULLO

RLI Insurance Company

December 31, 2019

Investments:		Liabilities and Surplus	
		Liab Pros:	
Fixed maturities	\$ 882,581,832	Reserve for unpaid losses and loss	
Equity securities	1,055,638,938	adjustment expenses	
Short-term investments,	D	Unsarned premiums	
Real estate	31,007,459	Accrued expenses	69,047,38
Properties held to produce income	0	Funds held	394,00
Cash on hand and on deposit	33,336,619	Advance premiums	9,455,18
Other invested assets	48,753,549	Amounts withheld	61,632,63
Receivables for securities	444,547	Dividends declared and unpaid	30,71
gents' balances	83,802,269	Coded reinsurance premium payable	
nvestment income due and accrued	8,501,710	Payable for securities	1,633,36
funds held	0	Statutory penatties	515,00
Reinaurance recoverable on paid losses	22,382,745	Current federal & foreign income taxes	
ederal income taxes receivable.	22,502,740	Federal Income tax payable	
Vet deferred tax asset	-		8,803,81
Buarantee funde receivable or on deposit	0	Borrowed money and scorued interest	
Sectronic data processing equipment,	37,626	Drafts cutatending	
		Payable to affiliate	11,391,54
nst of depreciation	1,471,812	Other liabilities	1 125,88
teceivable from stillistes	1,309,958		***************************************
Other admitted easets,	5,084.817	Total Liabilities	\$_1,122,522,51°
ctal Admitted Assets	\$ 2,152,193,679	Surptus:	
		Common stock	\$ 10,000,37
		Additional paid-in capital	
			242,451,084
State of Illinois		Unassigned surplus	777,219,709
		Walnut Country	_
Sansaka ad Barada		Total Surplus	\$ 1,029,871,188
County of Peoria		Total Liabilities and Surplus	< 2 4E2 109 876
			S 2 152 183 678
he undersigned, being duly sworn, says:	That he is the Pre	sident of RLI Insurance Company: that said	Company is a
orporation duly organized, in the State of Illi and has aid Company and is duly qualified to act as ualified to act as Surety under the Act of	inois, and licensed duly complied wit Surety under suc Congress approvi t is a fuli, true, a	asident of RLI Insurance Company; that said and engaged in business in the State of Oh the all the requirements of the laws of said State h laws; that said Company has also complied we are July 1947, 6U.S.C sec. 6-13; and that to the discount of the financial conditional correct statement of the financial conditional correct statement.	iO applicable of ith and is duly be best of his
orporation duly organized, in the State of Illi and has aid Company and is duly qualified to act as ualified to act as Surety under the Act of nowledge and belief the above statement	inois, and licensed duly complied wit Surety under suc Congress approvi t is a fuli, true, a	l and engaged in business in the State of On the all the requirements of the laws of said State the laws; that said Company has also complied were July 1947, 6U.S.C sec. 6-13: and that to the said Company has also complied were July 1947, 6U.S.C sec. 6-13: and that the the said said the said that the said said the said said the said said said said said said said said	io applicable o ith and is duly he best of his

Gretchen L. Johnigk Notery Public, State of Illinois

UNITED STATES OF AMERICA STATE OF OHIO OFFICE OF THE SECRETARY OF STATE

I, Frank LaRose, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show COMPASS MINERALS AMERICA INC., a Delaware corporation, having qualified to do business within the State of Ohio on June 1, 1990 under License No. 774029 is currently in GOOD STANDING upon the records of this office.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 13th day of March, A.D. 2020.

Ohio Secretary of State

Fred Johne

Validation Number: 202007301968

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO BEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NORTH AMERICAN SALT COMPANY", CHANGING ITS NAME FROM "NORTH AMERICAN SALT COMPANY" TO "COMPASS MINERALS AMERICA INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 2014, AT 4:01 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF AUGUST, A.D. 2014.

2149843 8100

141004732

verify this cartificate online

jaffrey W. Bullock, Secretary of State

DATE: 07-28-14

State of Delaware Secretary of State Division of Corporations Delivered 04:01 PM 07/28/2014 FIED 04:01 PM 07/28/2014 SRV 141004732 - 2149849 FIE

STATE OF DELAWARE CERTIFICATE OF AMENDMENT OF SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

NORTH AMERICAN SALT COMPANY, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

1. That at a meeting of the Board of Directors of North American Salt Company resolutions were duly adopted setting forth a proposed amendment of the Second Amended and Restated Certificate of Incorporation of the Corporation, declaring such amendment to be advisable and calling a meeting of the stockholder of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Second Amended and Restated Certificate of Incorporation of the Corporation be amended by changing the Article numbered "FIRST" so that, as amended, such Article shall be and read as follows:

FIRST: The name of the Corporation is Compass Minerals America Inc. (hereinafter called the "Corporation").

- 2. That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of the Corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- 3. That the amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
 - 4. That this amendment shall be effective on the 1rd day of August, 2014.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed this 28 day of July, 2014.

Rodney L. Underdown Chief Financial Officer and Secretary

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF COMPASS MINERALS AMERICA INC.

Effective June 4,2020

The undersigned, being all of the members of the board of directors of Compass Minerals America Inc., a Delaware corporation (the "Corporation"), hereby consent in writing pursuant to Section 141(f) of the Delaware General Corporation Law to the adoption of the following resolutions without a meeting and waive any notice required in connection therewith.

Authorized Signatories

WHEREAS, from time to time, it is desirable for individuals to sign documents on behalf of the Corporation in connection with sales transactions relating to the Corporation's Highway Sales Department.

NOW, THEREFORE, BE IT RESOLVED, that the following individuals (the "Authorized Signatories") be, and each of them hereby is, authorized, subject to applicable limitations under the Corporation's Delegation of Authority Policy, on behalf of the Corporation, to sign bids, performance bonds and contracts for the sale of sodium chloride and other deicing products, and to sign any other documents which, in his or her opinion, are necessary or desirable in order to effectuate and carry out the foregoing, and all other individuals who were so authorized prior to the date first written above are no longer so authorized:

Kevin S. Crutchfield President and CEO

James D. Standen Chief Financial Officer
S. Bradley Griffith Chief Commercial Officer

Mary L. Frontczak Chief Legal and Administrative Officer and Corporate Secretary

Luis E. Montiel Vice President, Finance and Treasurer

Jon Schnieders Vice President, Salt
Ryan Royer National Sales Manager
Sean Lierz Highway Sales Senior Manager
Joel Gerdes Highway Sales Senior Manager

Harrison Green Highway Sales Manager

Matthew Denner Sales Manager
Teresa Wilde Sales Manager

Bill Crooks Director, Customer Service
Joe Uriell Director, Sales Industrial

Ericka Garrett HR Coordinator
Zoe Vantzos Assistant Secretary

General

RESOLVED, that the officers of the Corporation are, and each of them is, hereby authorized, for and on behalf of the Corporation, to execute, deliver, file, acknowledge and record any and all such documents and instruments, and to take or cause to be done any and all such other things as they, or any of them, may deem necessary or desirable to effectuate and carry out the resolutions adopted hereby; and

FURTHER RESOLVED, that any actions previously taken or caused to be taken by any officer of the Corporation or any Authorized Signatory in connection with the matters contemplated by these resolutions, or in carrying out the terms and intentions of the above resolutions, are hereby acknowledged to be duly authorized acts performed on behalf of the Corporation and are hereby ratified, confirmed and adopted as such.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have caused this consent to be duly executed as of the date first written above. This consent may be executed via .pdf, facsimile or other electronic means and in two or more counterparts, each of which will be deemed an original, and all of which together will constitute one and the same instrument.

James D. Standen

Zoe A. Vantzus

W-9 (Rev. October 2018) est of the Trees were Service

Request for Taxpaver Identification Number and Certification

requestar. Do not send to the URS. ➤ Go to wassuke.gov/Formitio for instructions and the latest information.

Give Form to the

Name (so shown on your income tax return). Name is required on this line; do not leave this line blank. Compass Minerals America Inc. 2 Business ramo/dianguarded ontity name, if different from shows 3 Check appropriate box for federal tax classification of the person whose name is entered on line 1. Check only one of the following seven boxes. 4 Examptions (codes apply only to certain critice, not inclviduals; see instructions on page 5): ☐ trelividual/sole proprietor or ☐ C Corporation ☐ 8 Corporation single-member LLC Partnership ۶ Trust/setate Exampt payee code (if any) ☐ Limited Eability company. Enter the tax classification (C=C corporation, 8=8 corporation, P=Partnership) ▶ 5 Nation Check the appropriate box in the line above for the two classification of the single-member owner. On not check LLG is the LLG is classified as a single-member LLC that is classified from the owner of the LLC is another LLC that is not disregarded from the owner of the LLC is another LLC that is not disregarded from the owner for LLC that is disregarded from the owner should check the appropriate box for the lax classification of its owner. Exemption from FATCA reporting code (if any) Other (see instructions) 6 Address (number, street, and apt. or suits no.) See instructions. Requester's name and address (optional) 9900 West 109th Street, Suite 100 6 City, state, and ZIP code Overland Park, KS 66210 7 List encount number(s) here (options) Part I Taxpayer Identification Number (TIN) Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a registent silen, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a* Epolal security mumb TIN, letter. Note: If the account is in more than one name, see the instructions for line 1. Also see What Name and Employer Number To Give the Requester for guidelines on whose number to enter. 8 0 7 1 4 3 6 Certification Part II Under penalties of perjury, I cartify that: 1. The number shown on this form is my correct texpeyer identification number (or I am waiting for a number to be issued to me); and 2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividende, or (c) the IRS has notified me that I am no longer subject to beckup withholding; and 3. I am a U.S. citizen or other U.S. person (defined below); and 4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct. Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have felled to report all interest and dividends on your tax return. For real estate transactions, them 2 dose not apply. For mortgage interest paid, sequilation or abandonment of secured property, cancellation of debt, contributions to an including retirement errangement (IRA), and generally, payments

other than interest and dividends, you are not required to sign the certification, but you must provide your correct THN. See the instructions for Part II, leter.

U.S. person > General Instructions

Signature of

Section references are to the internal Revenue Code unless otherwise noted.

Future developments. For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to www.lrs.gov/FormW9.

Purpose of Form

8lgn

Here

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer Identification number (TR) which may be your social escusivy number (SSN), individual texpayor identification number (TIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount peld to you, or other amount reportable on an information return. Exemples of information returns include, but are not limited to, the following.

• Form 1099-INT (interest serned or paid)

- Form 1099-DRV (dividends, including those from stocks or mutual
- Form 1090-MISC (various types of income, prizes, awards, or gross proceeds

3/11/2020

- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-8 (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)
- Form 1098 (home mortgage interest), 1088-E (student loan interest), 1098-T (tuition)
- Form 1089-C (canceled debt)
- Form 1099-A (acquisition or abandonment of accured property)

Use Form W-9 only if you are a U.S. person (including a resident allen), to provide your correct TiN.

If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding. lator.



Bureau of Workers' Compensation

30 W. Spring St. Columbus, OH 43215

Certificate of Ohlo Workers' Compensation

This certifies that the employer listed below participates in the Ohio State Insurance Fund as required by law. Therefore, the employer is entitled to the rights and benefits of the fund for the period specified. This certificate is only valid if premiums and assessments, including installments, are paid by the applicable due date. To verify coverage, visit www.bwo.ohio.gov, or call 1-800-644-6292.

This certificate must be conspicuously posted.

Policy number and employer 01679402

COMPASS MINERALS 9900 W 109TH ST STE 100 OVERLAND PARK, KS 66210-1436

www.bwc.ohio.gov Issued by: BWC



Period Specified Below 07/01/2019 to 07/01/2020

Suphania 3. M. Cloud

Administrator/CEO

You can reproduce this certificate as needed.

Ohio Bureau of Workers' Compensation

Required Posting

Section 4123.54 of the Ohio Revised Code requires notice of rebuttable presumption. Rebuttable presumption means an employee may dispute or prove untrue the presumption (or belief) that alcohol, marihuana or a controlled substance not prescribed by the employee's physician is the proximate cause (main reason) of the work-related injury.

The burden of proof is on the employee to prove the presence of alcohol, marihuana or a controlled substance was not the proximate cause of the work-related injury. An employee who tests positive or refuses to submit to chemical testing may be disqualified for compensation and benefits under the Workers' Compensation Act.



Bureau of Workers' Compensation

You must post this language with the Certificate of Ohio Workers' Compensation.



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY) 10/31/2019

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(iss) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION is WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s). CONTACT PRODUCER March USA Risk & Insurance Services 15 West South Temple, Suite 700 Sait Lake City, UT 64101 ADDRESS: naic # INSUREDRIST AFFORDING COVERAGE CN101918390-STND-GAWU-19-20 22667 INSURER A : ACE American Insurance Company INSURED Compass Minerals Group, Inc. & NA INSURER B : N/A The North American Salt Company NBURER C: 9900 W. 109th Street, Suite 100 NSURER D: Overland Park, KS 68210 **MSURER** E ONSURER F **COVERAGES CERTIFICATE NUMBER:** SEA-003458418-11 **REVISION NUMBER: 2** THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS. ADDL SUBR POLICY EFF POLICY EXP LYR TYPE OF INSURANCE POLICY NUMBER X COMMERCIAL GENERAL LIABILITY X8LG27830029 11/01/2020 11/01/2019 2,000,000 EACH OCCURRENCE DAMAGE TO RENTED PREMISES (En occumence) CLAIMB-MADE X OCCUR 1,000,000 X SIR \$500,000 MED EXP (Any one parson) 2,000,000 PERSONAL & ADV INJURY 4,000,000 GEN'L AGGREGATE LIMIT APPLIES PER: **GENERAL AGGREGATE** | 222 | X POLICY 4,000,000 PRODUCTS - COMPACE AGG OTHER: AUTOMOBILE LIABILITY ISAH08871425 11/01/2019 11/01/2020 DIMBINED SINGLE LIMIT 1,000,000 (Ea accidenti X ANY AUTO **BODILY INJURY (Per parson)** \$ SCHEDULED AUTOS NON-OWNED OWNED AUTOS ONLY **BCDILY INJURY (Per accident)** . PROPERTY DAMAGE \$ YINO BOTUA AUTOB ONLY COMP/COLL DED \$ 2,000 HIMSELLA LIAN OCCUR **EACH OCCURRENCE** \$ FYCERS LIAM CLAIMS-MADE **AGGREGATE** \$ DED RETENTIONS WORKERS COMPENSATION AND EMPLOYERS' LIABILITY WLRCABITY HAT IAOSI 11/01/2019 11/01/2020 X STATUTE SCFC48134853 (WI) 11/01/2019 11/01/2020 NYPROPRIETOR/PARTNER/EXECUTIVE FFICERMENBER EXCLUDED? 2,000,000 E.L. EACH ACCIDENT N OFFICER/MEMBER (Mandetory in NH) If yes, describe under If yes, describe under DESCRIPTION OF OPERATIONS below N/A 2,000,000 ELL DISEABE - EA EMPLOYES: \$ 2,000,000 E.L. DISEASE - POLICY LIMIT DESCRIPTION OF OFERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Behedule, may be staphed if more apace is required) Board of County Commissioners of Erle County, Ohio is included as additional insured where required by written contract with respect to general liability. **CERTIFICATE HOLDER** CANCELLATION Board of County Commissioners of Erle SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE County, Ohio THE EXFIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN 2900 Columbus Avenue, Room 327 ACCORDANCE WITH THE POLICY PROVISIONS. Sandusky, OH 44870 AUTHORIZED REPRESENTATIVE March USA Risk & Insurance Services Tiffani Berrett THE ENGLISHED TO

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