

RED LION MUNICIPAL AUTHORITY

RESOLUTION NO. 2024-2

OF RED LION MUNICIPAL AUTHORITY ("AUTHORITY") AUTHORIZING THE ISSUANCE OF A WATER REVENUE NOTE, IN THE MAXIMUM PRINCIPAL AMOUNT OF \$4,938,893, TO THE PENNSYLVANIA INFRASTRUCTURE INVESTMENT AUTHORITY ("PENNVEST"), TO CONSTRUCT IMPROVEMENTS TO THE AUTHORITY'S PUBLIC WATER SYSTEM, AND PAY RELATED EXPENSES; APPROVING THE FORM, TERMS, AND EXECUTION OF A FUNDING AGREEMENT AND RELATED DOCUMENTS ("FUNDING DOCUMENTS"); AND APPROVING RELATED ACTIONS.

WHEREAS, this Authority has determined to construct improvements to its public Water system ("Water System"), and pay related costs and expenses ("Water Project"), by issuing a water revenue note to the Pennsylvania Infrastructure Investment Authority ("PennVest") to be entitled "Debt Obligation," in the maximum principal amount of \$4,938,893 ("Debt Obligation"), to be issued to PennVest; and

WHEREAS, in order to finance the Water Project, this Authority intends to issue the Debt Obligation, execute the Funding Documents and to take all other actions required by PennVest to accept the Debt Obligation; and

WHEREAS, the Debt Obligation shall be secured by a pledge of and security interest in this Authority's Water System revenues, with the priority and as otherwise described in the Funding Documents.

NOW, THEREFORE, BE IT RESOLVED, by the Board of this Authority, as follows:

SECTION 1. In order to finance the cost of the Water Project, this Authority hereby authorizes the issuance of the Debt Obligation to PennVest, and approves the execution and delivery of the Funding Documents, including any amendments or supplements resulting from an increase or decrease in the final principal amount of the Debt Obligation, and all other action necessary and appropriate to finance the Water Project pursuant to the Pennsylvania Municipality Authorities Act, 53 Pa. C.S. Ch. 56, and the Funding Documents.

SECTION 2. The Debt Obligation shall be secured by the Funding Documents, to the extent and in the manner provided therein, including various covenants to timely repay the Debt Obligation, as more fully set forth in the Funding Documents, to finance the Water Project and the pay the principal and interest due on the Debt Obligation. The Debt Obligation shall not in any

manner pledge the full faith, credit or taxing power of the Commonwealth of Pennsylvania (the "Commonwealth"), or of the Borough of Red Lion, York County, Pennsylvania, or any other political subdivision of the Commonwealth.

SECTION 3. The forms, terms, and conditions of the Funding Documents, to be substantially in the forms provided by PennVest and counsel to this Authority, are hereby approved. The Chairman or Vice Chairman of this Authority is hereby authorized to execute the Funding Documents, subject to changes and modifications, if any, including the final principal amount of the Debt Obligation, as may be approved by such Chairman or Vice Chairman. The execution of the Funding Documents to be conclusive evidence of such approval, and the Secretary or Assistant Secretary of this Authority is hereby authorized to cause the corporate seal of this Authority to be affixed thereto and to attest the same. The Chairman or Vice Chairman of this Authority is further authorized to acknowledge, as appropriate, the same on behalf of this Authority and to deliver the Funding Documents to PennVest.

SECTION 4. Officers of this Authority are authorized and directed to execute and seal the Funding Documents and do all other acts that may be necessary and proper to carry out this Resolution and the undertakings of this Authority in the Funding Documents and in connection with the Water Project.

SECTION 5. The Debt Obligation shall be repaid in the amounts and on the dates consistent with the terms of PennVest's Funding Offer, as the same may be amended, and the final Funding Documents. The Debt Obligation shall be subject to early repayment as provided in the Funding Documents.

SECTION 6. The information and representations contained in the application for PennVest funding (the "Application"), in the form submitted to PennVest, are hereby ratified and confirmed, with such subsequent, necessary, and appropriate variations, omissions, and insertions, if any, as have been submitted to PennVest by this Authority, including those necessary to reflect the final terms of the Funding Documents. Reliance by PennVest on representations contained in the Application, as may be amended by the final terms of the Funding Documents, as well as any additional investigation required by PennVest in connection with the Debt Obligation, is hereby authorized.

SECTION 7. Upon receipt, the proceeds of the Debt Obligation shall be applied by this Authority to undertake the Water Project, under the terms and conditions set forth in the Application and the Funding Documents.

SECTION 8. The Debt Obligation shall not be deemed to constitute a tax-exempt obligation for purposes of Sections 103(b)(2) or 148 of the Internal Revenue Code of 1986.

SECTION 9. Officers of this Authority are hereby authorized, empowered, and directed on behalf of this Authority to execute any and all papers and documents and to do and cause to be done any and all actions and things necessary or proper to carry out the language and intent of this Resolution, the Debt Obligation and the Funding Documents.

SECTION 10. All resolutions or parts of resolutions inconsistent herewith are hereby repealed.


DULY ADOPTED, by the Board of RED LION MUNICIPAL AUTHORITY, in
lawful session duly assembled, on January 24, 2024.

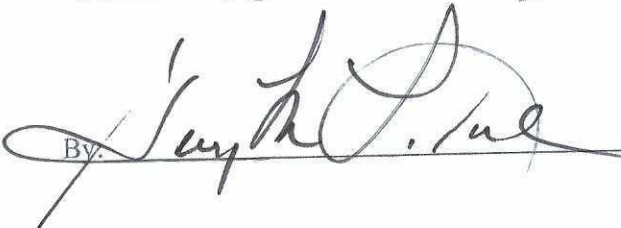
RED LION MUNICIPAL AUTHORITY

ATTEST:



(SEAL)

By: , Chairman

By: , vice Chairman

By: , Secretary

By: _____

By: _____

CERTIFICATE

I, the undersigned, Secretary/Assistant Secretary of Red Lion Municipal Authority (the "Authority"), certify that: the foregoing is a true and correct copy of a Resolution of the Board of this Authority (the "Board"), which Resolution was duly adopted by affirmative vote of the majority of all members of said Board present at a meeting duly held according to law on January 24, 2024. Such Resolution has been duly recorded in the minutes of such meeting; and said Resolution remains in effect, unaltered and unamended, as of the date of this Certificate.

I further certify that the Board of this Authority met the advance notice, public comment and other requirements of the Sunshine Act, 65 Pa.C.S. Ch. 7.

IN WITNESS WHEREOF, I set my hand and the official seal of this Authority, on January 24, 2024.



Secretary/Assistant Secretary

(SEAL)