

PORT ALLEGANY, BOROUGH COUNCIL

MCKEAN COUNTY, PENNSYLVANIA

RESOLUTION 2022- 3

A RESOLUTION APPROVING A LOAN FROM JUNIATA VALLEY BANK IN THE AMOUNT OF \$500,000.00 TO FACILITATE SHORT-TERM FLOOD PROTECTION COSTS

WHEREAS, the Borough of Port Allegany (the “**Borrower**”) is a political subdivision of the Commonwealth of Pennsylvania (the “**Commonwealth**”) and is duly organized and existing under the laws of the Commonwealth; and

WHEREAS, pursuant to applicable law, the governing body of the Borrower (the “**Governing Body**”) is authorized to obtain financing for authorized and appropriate purposes; and

WHEREAS, the Borrower desires to enter into a tax-exempt borrowing agreement and promissory note (the “**Loan Documents**”) with Juniata Valley Bank, as Lender (the “**Lender**”), in the amount of \$500,000.00 to facilitate short-term flood protection costs.

NOW THEREFORE, BE IT RESOLVED, by the Governing Body of the Borough of Port Allegany as follows:

1. The Project. The Borrower hereby authorizes and approves the Loan and does hereby ratify and confirm all action heretofore taken by officers and officials of the Borrower and others pursuant to direction of the Borrower in proceeding with the Loan. The Borrower shall proceed with closing on the Loan and incurring related costs and expenses.
2. Authorization and Approval of the Loan Documents. The Loan Documents, hereafter, including in such defined term all related documents therewith, each document substantially in the form presented at this meeting, are approved together with such changes as may be approved by the officers and officials of the Borrower executing the same, their execution to be deemed conclusive evidence of such approval. Proper officers of the Borrower are authorized and directed, as applicable, to execute and acknowledge the Loan Documents and to deliver the same to the Lender for execution, in the form approved by this Section.
3. Designation as “Qualified Tax-Exempt Obligations”. The Borrower hereby designates the principal component of its payment obligations under the Loan Documents in the amount of \$500,000.00 as Qualified Tax-Exempt obligations pursuant to Section 265(b)(3) of the Internal Revenue Code of 1986, as amended, and the applicable regulations and rulings thereunder, The Borrower represents and expects that the total amount of its obligations so designated and to be designated during the calendar year does not and will not exceed \$10,000,000.
4. General Authorization. Proper officers and officials of the Borrower are authorized and directed to execute and deliver such documents (in addition to documents hereinbefore mentioned) and do such things as are required in connection with the financing, including payment of costs and expenses incurred in connection therewith, and as otherwise may be required to carry out the intent and purpose of this Resolution.