

## RESOLUTION NUMBER

97-108

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE TOWNSHIP OF HOPEWELL, BEAVER COUNTY, PENNSYLVANIA AUTHORIZING A BORROWING IN ANTICIPATION OF CURRENT TAXES AND CURRENT REVENUES AND THE ISSUANCE OF A TAX ANTICIPATION NOTE; ESTABLISHING THE FORM OF SUCH NOTE(S); APPROVING AND ACCEPTING A PROPOSAL OF CENTURY NATIONAL BANK AND TRUST COMPANY TO PURCHASE THE NOTE(S); AWARDED AND AUTHORIZING THE NEGOTIATED SALE THEREOF TO SAID BANK; PROVIDING SECURITY AND ESTABLISHING A SINKING FUND FOR SUCH NOTE(S); AUTHORIZING AND DIRECTING CERTAIN OFFICIALS TO DELIVER A CERTIFICATE AS TO TAXES AND REVENUES TO BE COLLECTED, TO CAUSE TO BE MADE THE FILINGS REQUIRED BY LAW, TO EXECUTE AND DELIVER THE NOTE, AND TAKE SUCH OTHER ACTIONS AS MAY BE NECESSARY OR DESIRABLE.

WHEREAS, the Local Government Unit Debt Act of the Commonwealth of Pennsylvania (the "Act") empowers and authorizes a local government unit to borrow money from time to time in any fiscal year in anticipation of the receipt of current taxes or current revenues or both and to evidence said indebtedness by tax anticipation notes; and

WHEREAS, Century National Bank and Trust Company (the "Bank") has submitted to Hopewell Township (the "Municipality") a Proposal to Purchase a Tax Anticipation Note of the Municipality and the Municipality desires, by the adoption of this Resolution by the affirmative vote of a majority of the members of the governing body of the Municipality now holding office, to accept such proposal and award and authorize the issue and sale of this Tax Anticipation Note;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION ONE. The Board of Commissioners of the Municipality hereby authorizes the borrowing of the principal sum of \$1,000,000.00 in anticipation of the receipt of current taxes or current revenues or both, said borrowing to be evidenced by the Tax Anticipation Note of the Municipality (the "Note") in the aforesaid principal sum, which shall be dated the date of the issuance thereof, which shall be stated to mature February 20, 1998, which shall bear interest, payable monthly and at maturity, at a thirteen percent (13%) rate per annum (based on a year of 365 or 366 days, as the case may be) (fixed or fixed as of the date of the loan or fluctuating) which shall be the tax free equivalent of NA % of the prime interest rate announced from time to time

by the Bank at its principal office in Rochester, Pennsylvania, for new 90 day loans to commercial borrowers of substantial size and high credit standing; however, in no event will the rate be less than NA % or exceed NA % payable monthly and at maturity, and which shall be in substantially the form annexed to this Resolution as Exhibit A and hereby made a part of this Resolution as though fully set forth at this place.

SECTION TWO. The Proposal to Purchase a Tax Anticipation Note dated February 4, 1997, of Century National Bank and Trust Company submitted to the Municipality is hereby approved and accepted. The Note is approved and shall be awarded, issued and sold, upon a negotiated sale, to the Bank at the principal amount thereof in accordance with said Proposal.

SECTION THREE. The Note shall be equally and ratably secured by the pledge of, security interest in, and a first lien and charge on, the taxes or revenues or both of the Municipality to be received during the period when the note will be outstanding. Such pledge, lien and charge shall be fully perfected as against the Municipality, all its creditors and all third parties from and after the filing of a financing statement or statements with the Secretary of the Commonwealth and the office of the Prothonotary of Beaver County.

SECTION FOUR. There is hereby created and established at the New Sheffield Office of the Bank, as a sinking fund for the Note, the "Tax Anticipation Note Sinking Fund" of the Municipality, and the Treasurer of the Municipality shall, on the dates and in the amounts set forth in Exhibit A hereto, make payments out of the current taxes and other current revenues of the Municipality into such Sinking fund.

SECTION FIVE. The Certification as to Taxes and Revenues to the Collected dated January 30, 1996, prepared by the Manager of the Municipality and submitted to the Board of Commissioners of the Municipality in accordance with the Act is hereby approved, and the said officials are hereby authorized, empowered and directed to deliver a signed counterpart of such certificate (or of a revised subsequently dated certificate as may be necessary to comply with the Act) to the Bank in connection with the issuance and delivery of the Note.

SECTION SIX. The Manager of the Municipality is hereby authorized, empowered and directed (i) to cause the proceedings and documents in connection with the authorization, issue and sale of the Note to be filed with the Pennsylvania Department of Community Affairs as required by the Act, (ii) to execute and deliver the Note to the Bank against receipt of the proceeds thereof, and (iii) to take all such other actions and execute all such other documents as may be necessary or desirable to effect the issue and sale of the Note in conformity with the

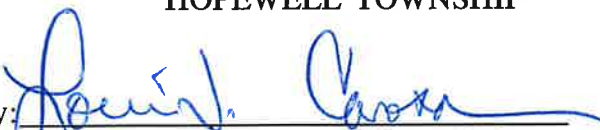
aforesaid Proposal and the Act.

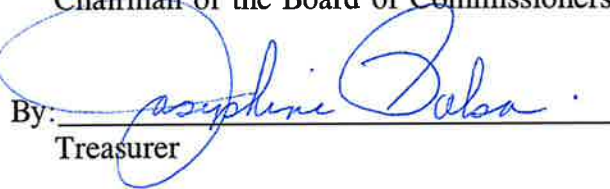
SECTION SEVEN. Any Resolution conflicting with the provision of this Resolution is hereby repealed so far as the same affects this Resolution.

Resolved and adopted this 18th day of FEBRUARY, 1997.

(MUNICIPALITY SEAL)

HOPEWELL TOWNSHIP

By:   
Chairman of the Board of Commissioners

By:   
Treasurer

ATTEST:  
  
Manager