

COUNTY OF DAUPHIN, PENNSYLVANIA

RESOLUTION #12-2010

WHEREAS, The American Recovery and Reinvestment Act of 2009 ("ARRA"), adopted on February 17, 2009, by the United States of America, authorizes states and political subdivisions thereof to issue Recovery Zone Facility Bonds for private projects that promote job creation and job preservation within areas that have been designated as a "recovery zone"; and

WHEREAS, The provisions of ARRA authorizing the issuance of Recovery Zone Facility Bonds have been codified under the Internal Revenue Code of 1986, as amended (the "Code"), in Section 1400U-1 et seq.; and

WHEREAS, Guidance has been provided by the United States Treasury pursuant to Notice 2009-50 ("Notice 2009-50") regarding the maximum amount of Recovery Zone Facility Bonds that may be issued by counties and large political subdivisions in each state; and

WHEREAS, Under Notice 2009-50, this County has been allocated up to \$3,257,000 for the issuance of Recovery Zone Facility Bonds prior to December 31, 2010; and

WHEREAS, By Resolution adopted on March 31, 2010, the Board of County Commissioners heretofore designated the entire County as a "recovery zone" within the meaning of the Code and Notice 2009-50; and

WHEREAS, The Harrisburg Midtown Arts Center ("HMAC"), located on N. 3rd Street in the City of Harrisburg, Pennsylvania, has determined to undertake a financing project in the approximate amount of \$3,600,000 consisting of (1) financing certain additions and

improvements to HMAc's facilities, including related costs and expenses, in the approximate amount of \$2,200,000 (the "Tax-Exempt Portion") and (2) refinancing an existing construction loan related to the facilities, including related costs and expenses thereof, in the approximate amount of \$700,000 (the "Taxable Portion" and, together with the Tax-Exempt Portion and a prior equity investment by HMAc principals in the approximate amount of \$700,000, the "HMAc Project"); and

WHEREAS, This County wishes to allocate up to \$2,200,000 of its Recovery Zone Facility Bonds volume cap to finance the Tax-Exempt Portion of the HMAc Project to promote job creation and preservation in this County.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF THE COUNTY OF DAUPHIN, PENNSYLVANIA AS FOLLOWS:

1. Subject to Section 2 hereof, a portion of the Recovery Zone Facility Bonds volume cap allocation of this County in the amount of \$2,200,000 is hereby allocated for the benefit of HMAc to be used for the purpose of financing the Tax-Exempt Portion of the HMAc Project, subject to the limitations imposed by Section 1400U-1 et seq. of the Code, for the promotion of economic development, which Recovery Zone Facility Bonds for such project may be issued by an appropriate authority of this County or the Pennsylvania Economic Development Financing Authority, as HMAc shall determine.

2. The \$2,200,000 Recovery Zone Facility Bonds volume cap of this County allocated hereunder shall revert to the County if the financing for the Tax-Exempt Portion of the

HMAC Project is not closed within 120 days from the date hereof, unless otherwise provided in writing by the Chairman or Vice Chairman of the Board of County Commissioners of this County.

3. If the Recovery Zone Facility Bonds are issued for and on behalf of the Tax-Exempt Portion of the HMAC Project (within the time period set forth in Section 2 hereof) in an amount less than \$2,200,000, such unused Recovery Zone Facility Bonds volume cap of this County shall revert to the County as of the date of issuance of such Recovery Zone Facility Bonds.

4. The Recovery Zone Facility Bonds volume cap allocated hereunder shall not, in any way, pledge or obligate the credit or taxing power of this County, nor shall this County be liable for the payment of the principal of, or interest on, any obligations issued in connection with the HMAC Project.

5. A copy of this Resolution, upon its adoption, shall be certified by the Chief Clerk of the Board of County Commissioners and delivered to HMAC as written evidence of the allocation made in Section 1.

6. The officers and members of the Board of County Commissioners of this County are hereby authorized to execute and deliver any other documents as may be necessary or desirable to implement the intent of this Resolution.

7. All actions of the County taken in conformity with the intent and purposes of this Resolution are ratified, confirmed and approved in all respects.

8. All resolutions or parts of resolutions, insofar as such shall be inconsistent herewith, shall be and the same expressly are repealed.

DULY ADOPTED this 7th day of April, 2010, by the Board of County Commissioners of the County of Dauphin, Pennsylvania, in lawful session duly assembled.

ATTEST:

COUNTY OF DAUPHIN,
PENNSYLVANIA

By: 

Chief Clerk

By: 

County Commissioner

By: 

County Commissioner

By: _____
County Commissioner

CERTIFICATE

I, the undersigned Chief Clerk of the County of Dauphin, Pennsylvania (the "County"), certify: that the foregoing is a true and correct copy of a Resolution which was duly adopted by affirmative vote of a majority of the members of the Board of County Commissioners of the County at a meeting of said Board duly convened and held according to law, at which meeting a quorum was present; that said Resolution duly has been recorded in the minutes of the Board of County Commissioners of the County; and that said Resolution is in full force and effect, without amendment, alteration or repeal, as of the date of this Certificate.

I further certify that the Board of County Commissioners of the County met the advance notice requirements of the Sunshine Act, as amended, 65 Pa. C.S. Ch. 7, by advertising said meeting and by posting prominently a notice of said meeting at the principal office of the County or at the public building in which said meeting was held.

IN WITNESS WHEREOF, I set my hand and affix the official seal of the County,
this 7th day of April, 2010.



Chief Clerk

(SEAL)