

LM 8/14/13  
RAM

Sovereign



### UNIVERSAL RESOLUTION

Legal Name of Business ("Depositor"):	DAUPHIN COUNTY	
Principal Business Street Address:	2 SOUTH 2ND ST BUDGET & FINANCE OFFICE, HARRISBURG PA 17101	
Business Type ( <i>Check One</i> ):	<input type="checkbox"/> Corporation <input type="checkbox"/> Sole Proprietor <input type="checkbox"/> Limited Partnership <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Government Entity <input type="checkbox"/> Other (specify): _____	<input type="checkbox"/> Member-managed LLC <input type="checkbox"/> Manager-managed LLC <input type="checkbox"/> Unincorporated organization or association

**CHECK ONE:**

**Certification of Resolutions:** (Must be selected for a Depositor controlled by a governing body) The undersigned is authorized by the Depositor to certify, and hereby does certify, that the Resolutions set forth below were properly adopted on \_\_\_\_\_, \_\_\_\_\_ by the Depositor in accordance and conformity with the Depositor's governing documents, all agreements with third parties, and all laws applicable to the Depositor, have not been modified or rescinded, and are in full force and effect and binding on the Depositor.

**Adoption of Resolutions:** The undersigned does hereby adopt the Resolutions set forth the below, and certify that such Resolutions are in accordance and conformity with the Depositor's governing documents, all agreements with third parties, and all laws applicable to the Depositor.

### Resolutions

RESOLVED: That Sovereign Bank, N.A. (the "Bank") be, and hereby is, designated a depository of funds of the Depositor subject to the terms and conditions of the Business Deposit Account Agreement, with authority to accept at any time for the credit of the Depositor deposits in checking, savings, money market savings, term or any other account, by whomsoever made in whatever manner endorsed; and

RESOLVED: That the Bank shall not be liable in connection with the collection of such items that are handled by the Bank without negligence and the Bank shall not be liable for the acts of its agents, subagents or for any other casualty; and

RESOLVED: That the Depositor assumes full responsibility for and shall indemnify the Bank against all losses, liabilities and claims resulting from payments, withdrawals or orders made or purported to be made in accordance with, or from actions taken in good faith and in reliance upon, these Resolutions; and

### Payment Orders

RESOLVED: That the Bank be, and hereby is, authorized and directed to certify, pay or otherwise honor all checks, drafts, notes, bills of exchanges, acceptances, undertakings and other instruments or orders for the payment, transfer or withdrawal of money for whatever purpose and to whomsoever payable when such instruments and orders are properly made, signed, or endorsed by the signature, the actual or purported facsimile signature or the oral direction of any of the authorized signers below; provided, however, that any check, draft,



note, bill of exchange, acceptance, undertaking or other instrument for the payment, transfer or withdrawal must bear the actual or purported facsimile signature of any of the authorized signers below; and

RESOLVED: That any authorized signer acting alone be, and hereby is, authorized on behalf of the Depositor to endorse, negotiate and collect any and all checks, drafts, notes, bills of exchange, acceptances, undertakings and other instruments and to open and close and update information on any account of the Depositor at the Bank; and

**Funds Transfers**

RESOLVED: That any of the authorized signers below acting alone be, and hereby is, authorized on behalf of the Depositor to instruct, orally or by such other means as the Bank may make available to Depositor, the Bank to initiate the transfer of funds by wire, telex, automated clearinghouse, book entry, computer or such other means, and to execute agreements with the Bank for the transfer of funds from any of Depositor's accounts and to delegate from time to time to other persons the authority to initiate the transfer of funds from any such account; and

**Additional Resolutions**

RESOLVED: That any authorized signer acting alone be, and hereby is, authorized on behalf of the Depositor to enter into a written lease for the purpose of renting, maintaining and accessing a safe deposit box and any authorized signer is authorized to terminate the lease; and

RESOLVED: That the Bank may rely on any signature, endorsement or order and any facsimile signature or oral instruction reasonably believed by the Bank to be made by an authorized signer, and the Bank may act on any direction of an authorized signer without inquiry and without regard to the application of the proceeds thereof, provided that the Bank acts in good faith; and

RESOLVED: The Bank may rely on this document and on any certificate by an authorized representative of the Depositor as to the names and signatures of the authorized signers of the Depositor until the Bank has actually received written notice of a change and has had a reasonable period of time to act on such notice; and

RESOLVED: That the Depositor agrees to notify the Bank promptly and in writing of any change in (a) these Resolutions, (b) the identity of persons authorized to sign, endorse or otherwise authorize payments, transfers or withdrawals, (c) ownership of the Depositor or the Depositor's legal structure or status, including the Depositor's dissolution or bankruptcy; and

RESOLVED: That any of the following named persons, or persons from time to time holding the following offices of the Depositor be, and hereby are, designated as the authorized signers to act on behalf of the Depositor in accordance with the above resolutions (fill in names of authorized individuals or titles of officers, or both):

Name and/or Title	Signature
Michael J Yohe	
Marie E Rebuck	
Janis E Creason	
Jeff Haste	

**Incumbency Certification**


(required only if any authorized signer is described solely by title in the previous section)

The undersigned is authorized by the Depositor to certify, and hereby does certify, that the Depositor is duly organized and in good standing in the jurisdiction in which it is organized and that the signatures below represent the true and accurate signature of the person named below and that such person holds the title corresponding to such person's name:

Name	Title	Signature

If the Depositor is controlled by a governing body, each individual executing this document certifies and warrants that s/he is duly authorized to act on behalf of the Depositor in all matters pertaining to its rights, responsibilities and activities in connection with the foregoing, including but not limited to executing this document on behalf of the Depositor. If the Depositor is a limited liability company or partnership, each individual executing this document certifies and warrants that the undersigned are all of its members, managers or general partners, as the case may be.

IN WITNESS WHEREOF, I/we have signed this certificate on the \_\_\_ day of \_\_\_\_\_, \_\_\_\_.

*Michael G. [Signature]*, Budget Director  
(Signature and Title) 

*Marie E. Leebuck*, Controller  
(Signature and Title)

*James Creason*, Treasurer  
(Signature and Title)

*Jeff [Signature]* - Commissioner  
(Signature and Title)

**NOTE: If only one person signs the above certification and that person is authorized to act by the above resolutions, this certificate must be confirmed by another authorized representative of the Depositor. (Not applicable if the Depositor is a sole proprietorship or a member-managed limited liability company with a single member and the sole proprietor or single member, as applicable, signs the document.)**

CONFIRMED By: *[Signature]* Chief Clerk Date 8/14/13