

Reso

RESOLUTION NO. 29-2007

OF THE BOARD OF COUNTY COMMISSIONERS

OF DAUPHIN COUNTY, PENNSYLVANIA

A RESOLUTION BY THE BOARD OF COUNTY COMMISSIONERS OF DAUPHIN COUNTY, PENNSYLVANIA, GENERALLY RELATING TO AN ISSUANCE OF TAX-EXEMPT OBLIGATIONS BY THE DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY AND A LOAN OF THE PROCEEDS THEREFROM TO YELLOW BREECHES EDUCATIONAL CENTER, INC. (THE "CORPORATION"), A PENNSYLVANIA NONPROFIT CORPORATION, TO FINANCE A PORTION OF THE COSTS OF A PROJECT CONSISTING OF THE ACQUISITION OF AN APPROXIMATELY 40,000 SQUARE FOOT EDUCATIONAL FACILITY LOCATED IN THE TOWNSHIP OF WEST HANOVER, DAUPHIN COUNTY, PENNSYLVANIA, AND SPECIFICALLY: (1) RATIFYING THE HOLDING THROUGH DAUPHIN COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY, AS THE DESIGNEE OF THE COUNTY, OF A PUBLIC HEARING ON BEHALF OF THE COUNTY AS REQUIRED UNDER SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; (2) RATIFYING THE PUBLICATION OF A LEGAL ADVERTISEMENT PROVIDING PUBLIC NOTICE OF THE PUBLIC HEARING IN COMPLIANCE WITH SAID SECTION 147(f); (3) AUTHORIZING THE EXECUTION OF AN APPROVAL CERTIFICATE WITH RESPECT TO THE PROJECT; AND (4) PROVIDING FOR AN EFFECTIVE DATE, A GENERAL REPEALER AND AN AMENDMENT.

WHEREAS, the Dauphin County Industrial Development Authority (the "Authority") is a public instrumentality and a body politic and corporate organized and existing under the laws of the Commonwealth of Pennsylvania (the "Commonwealth"), having been duly organized by the County of Dauphin, Pennsylvania (the "County"), pursuant to the provisions of the Act of August 23, 1967, P.L. 251, of the Commonwealth, as amended and supplemented, known as the Economic Development Financing Law (the "Act"); and

WHEREAS, the Act specifies, *inter alia*, that the purpose of the Authority shall be for "acquiring, holding, constructing, improving, maintaining, owning, financing and leasing, either in the capacity of lessor or lessee, projects, which include 'commercial facilities,' including education facilities; and

WHEREAS, in furtherance of the public purposes of the Act, the Authority, desires to undertake the issuance of its tax-exempt obligations in an amount not to exceed \$550,000 and to make a loan of the proceeds therefrom to the Yellow Breeches Educational Center, Inc. (the "Corporation"), a Pennsylvania nonprofit corporation, pursuant to a loan agreement (the "Loan Agreement") between the Authority, as lender, and the Corporation, as borrower; and

WHEREAS, the Corporation will utilize the amounts loaned pursuant to the Loan Agreement to undertake a project (the "Project"), consisting of the acquisition of an existing 40,000 square foot school facility situated on approximately 15 acres of land at 1524 Pine Tree Road, Township of West Hanover, Dauphin County, Pennsylvania, and known formerly as the "Central Dauphin School District Fishing Creek Valley Elementary School", and the acquisition of the sewer treatment plant, which is situate on the premises and serves said school facility; and

WHEREAS, such tax-exempt obligations shall not be secured by any pledge of assets, moneys, revenues or taxing power of the County of Dauphin, the Commonwealth of Pennsylvania or any political subdivision thereof; and

WHEREAS, in accordance with Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), a public hearing (the "Public Hearing"), following notice duly given, must be conducted by the governmental unit or its designee having jurisdiction over the area in which any facility, with respect to which financing is to be provided from the proceeds of the Authority's tax-exempt obligations, is located; and

WHEREAS, in compliance with Section 147(f) of the Code, the Authority, on behalf of the County, has heretofore caused the publication of a legal notice advertising said Public Hearing; and

WHEREAS, on November 8, 2007, a duly-advertised Public Hearing in compliance with Section 147(f) of the Code was conducted through the Authority, as the designee of the County.

NOW, THEREFORE, BE IT RESOLVED, by the Board of County Commissioners of the County of Dauphin, that:

1. The Public Hearing required under Section 147(f) of the Code conducted through the Authority, on behalf of the County, is hereby ratified.

2. The publication by the Authority of a legal notice advertising the Public Hearing is hereby ratified.

3. The proper officer or officers of the Board of County Commissioners are hereby authorized to execute a Certificate of Approval indicating the Board of County Commissioners' approval of the Project for purposes of Section 147(f) of the Code.

4. The tax-exempt obligations to be issued by the Authority shall not be secured by any pledge of assets, moneys, revenues or taxing power of the County, the Commonwealth of Pennsylvania or any political subdivision thereof.

5. This Resolution shall become effective immediately upon its adoption. Any ordinances or resolutions to the extent inconsistent herewith are hereby repealed. This Resolution may be amended from time to time by appropriate action of the Board of Commissioners of the County of Dauphin.

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DULY RESOLVED AND ADOPTED this 21st day of November, 2007 at a regular meeting of the Board of County Commissioners of Dauphin County, Pennsylvania, in lawful session duly assembled.

ATTEST:

BOARD OF COUNTY COMMISSIONERS OF
DAUPHIN COUNTY, PENNSYLVANIA


Chief Clerk


Chairman, Board of County
Commissioners



Commissioner


Commissioner

CERTIFICATE

I, the undersigned, Chief Clerk of the County of Dauphin, Pennsylvania (the "County"), hereby certify that: (a) attached to this Certificate is a true, correct and complete copy of a Resolution (the "Resolution") which was duly adopted at a meeting of the Board of County Commissioners of the County on November 21, 2007, at which a quorum was present and acting throughout, and which was at all times open to the public; (b) the County met the advance notice requirements of the Sunshine Act, 65 Pa. C.S § 701 *et seq.*, as amended by advertising the date of the meeting and posting a notice of the meeting at the public meeting place of the Board of County Commissioners; (c) said Resolution was adopted by an aye or nay vote; (d) said Resolution and the vote thereon showing how each member voted have been recorded in the minutes of said Board of County Commissioners; and (e) said Resolution remains in effect, unaltered and unamended as of the date of this Certificate.

WITNESS my hand and the seal of the County on November 21st, 2007.

By 
Chief Clerk

[SEAL]

CERTIFICATE OF APPROVAL

Re: Dauphin County Industrial Development Authority

Corporation: Yellow Breeches Educational Center, Inc.

Project: Issuance of tax-exempt obligations by Dauphin County Industrial Development Authority (the "Authority") in an amount not to exceed \$550,000, for a project (the "Project"), which includes providing funds for (i) the acquisition of an existing 40,000 square foot school facility situated on approximately 15 acres of land at 1524 Pine Tree Road, Township of West Hanover, Dauphin County, Pennsylvania, and known formerly as the "Central Dauphin School District Fishing Creek Valley Elementary School", (ii) the acquisition of the sewer treatment plant, which is situate on the premises and serves said school facility, and (iii) paying costs of issuance.

Proposed Project Financing: Dauphin County Industrial Development Authority, Mortgage Revenue Note of 2007 (Yellow Breeches Educational Center, Inc. Project).

After a duly-advertised public hearing held on behalf of the Board of County Commissioners through the Authority at 10:00 a.m., local time, on November 8, 2007, at the offices of the Authority, 2 South Second Street, Harrisburg, Pennsylvania 17101, pursuant to provisions of the Internal Revenue Code of 1986, as amended (the "Code"), and after review of the minutes of said public hearing regarding the Project, the above-described Project is hereby approved for purposes of Section 147(f) of the Code. The Mortgage Revenue Note of 2007 (Yellow Breeches Educational Center, Inc. Project), in an aggregate principal amount not to exceed \$550,000, proposed to be issued by the Authority to finance the Project will not constitute a debt of or a pledge of the full faith and credit of the County of Dauphin or the Commonwealth of Pennsylvania, or any political subdivision thereof.

The undersigned, as the authorized member of the Board of County Commissioners, executes this Certificate of Approval on behalf of the County of Dauphin with respect to the Project. The approval is granted only for the purpose of complying with the requirements of Section 147(f) of the Code for issuance of the Mortgage Revenue Note of 2007 (Yellow Breeches Educational Center, Inc. Project) and does not constitute approval for any permit, license or zoning by the County of Dauphin for the occupancy of the Project.

IN WITNESS WHEREOF, the undersigned has affixed his signature this 21st day of November, 2007.

BOARD OF COMMISSIONERS OF DAUPHIN
COUNTY, PENNSYLVANIA



Chairman, Board of Commissioners



Commissioner



Commissioner