

**BOROUGH OF GETTYSBURG,  
ADAMS COUNTY, PENNSYLVANIA**

**RESOLUTION NO. 12/2005-1**

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***A RESOLUTION***

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OF THE GOVERNING BODY OF THIS LOCAL GOVERNMENT UNIT AUTHORIZING AND DIRECTING ISSUANCE OF A TAX AND REVENUE ANTICIPATION NOTE OF THIS LOCAL GOVERNMENT UNIT PURSUANT TO THE LOCAL GOVERNMENT UNIT DEBT ACT OF THE COMMONWEALTH OF PENNSYLVANIA.

WHEREAS, The Council (the "Governing Body") of the Borough of Gettysburg, Adams County, Pennsylvania (the "Local Government Unit") has determined to issue a note in anticipation of current taxes, revenues, subsidies and reimbursements to be collected and received, in the fiscal year ending December 31, 2006, in accordance with provisions of the Local Government Unit Debt Act, 53 Pa.C.S. Chs. 80-82 (the "Act"), of the Commonwealth of Pennsylvania (the "Commonwealth"), to provide funds for and toward proper public purposes; and

WHEREAS, The Governing Body of this Local Government Unit has determined to issue such note in the maximum principal amount of Three Hundred Fifty Thousand Dollars (\$350,000), and has determined that such note: (a) should be offered for sale at private sale by negotiation, and (b) should be offered for sale at a price not less than the principal amount thereof, as provided in the Act; and

WHEREAS, A proper written and sealed bid or proposal for purchase of such note was received from Adams County National Bank (the "Purchaser"), Gettysburg, Pennsylvania; and

WHEREAS, The Governing Body of this Local Government Unit has opened, read and considered the proposal submitted at private sale by negotiation by the Purchaser (the "Proposal"), which bid or proposal is attached hereto and made a part hereof as Exhibit A; and

WHEREAS, The Governing Body of this Local Government Unit desires to accept the Proposal, to issue the Note (hereinafter defined), to award such Note to the Purchaser at private sale by negotiation, and to do, to take and to authorize other appropriate and/or necessary action.

NOW, THEREFORE, BE IT RESOLVED, by the Governing Body of this Local Government Unit, as follows:

Section 1. The Governing Body of this Local Government Unit does authorize and direct the issuance of a tax and revenue anticipation note of this Local Government Unit, pursuant to this Resolution, in the maximum principal amount of Three Hundred Fifty Thousand Dollars (\$350,000), to be designated generally as the "Tax and Revenue Anticipation Note, Series of 2006 (Federally Taxable)" (the "Note"), in accordance with the Act, and pursuant to the Proposal.

Section 2. The Note shall be issued to provide funds for and toward current expenses of this Local Government Unit payable in its fiscal year ending December 31, 2006, which is a proper public purpose.

Section 3. A brief description of the "project" for which the Note shall be issued is set forth in Section 2 hereof.

Section 4. This Local Government Unit shall and does accept the Proposal of the Purchaser for purchase of the Note (taxable rate option); and the Note shall be and is awarded to the Purchaser, in accordance with terms and conditions set forth in the Proposal, at private sale by

negotiation, at a price of 100% of principal amount, the Purchaser having submitted the Proposal in accordance with provisions of the Act.

Section 5. The Note shall be a tax and revenue anticipation note of this Local Government Unit, and shall constitute a general obligation of this Local Government Unit, as provided in the Act.

Section 6. The Note shall be in the form as specified in Section 10 hereof; shall be in the denomination of \$350,000; shall be numbered 1; shall be dated as of the date of delivery thereof; and shall bear interest on the principal balance of the Note, outstanding from time to time, at the rate of 6% per annum, from the date of delivery thereof. Interest shall be payable as set forth in the Note. This Local Government Unit shall have the right to request advances, from time to time, of the proceeds of the Note on any business day through the period ending June 1, 2006, the aggregate amount of such advances, not to exceed, at any one time, the total principal amount of \$350,000.

Section 7. The Note shall mature on December 31, 2006, which date is not beyond the last day of the fiscal year of this Local Government Unit in which the Note is issued.

Section 8. The Note shall be subject to redemption prior to maturity as provided therein.

Section 9. The principal of and interest on the Note shall be payable at the principal office of Adams County National Bank, located in Gettysburg, Adams County, Pennsylvania, in lawful money of the United States of America.

Section 10. The form of the Note shall be substantially as set forth in Exhibit B, which is attached hereto and made a part hereof, together with such modifications in such form as

shall be approved by the Solicitor and Bond Counsel of this Local Government Unit, and by the President or Vice President of the Governing Body of this Local Government Unit and by the Secretary or Assistant Secretary of this Local Government Unit who shall execute the Note. The execution and delivery of the Note by such officers shall be deemed to constitute approval thereof.

Section 11. The Note shall be executed by the manual signature of the President or Vice President of the Governing Body of this Local Government Unit, and the official seal of this Local Government Unit shall be affixed thereto and the manual signature of the Secretary or Assistant Secretary of this Local Government Unit shall be affixed thereto in attestation thereof; and said officers are authorized to execute, to seal, and to attest, as applicable, the Note, as aforesaid.

Section 12. This Local Government Unit does hereby declare that the Note shall be and is equally and ratably secured with any and all other tax and revenue anticipation notes issued by this Local Government Unit in the same fiscal year, by an irrevocable pledge of, security interest in, and a lien and charge on, both the taxes and revenues of this Local Government Unit to be received during the period when such Note shall be outstanding, such taxes and revenues being all taxes presently levied and assessed, and all revenues including, without limitation, subsidies or reimbursements to be received.

This Local Government Unit does hereby make such pledge and create such security interest in, and a lien and charge on, its taxes and revenues to and for the benefit of the holder of the Note, from time to time.

Proper officers of this Local Government Unit are hereby authorized and directed to execute, in behalf of this Local Government Unit, a financing statement or statements in accordance with the Pennsylvania Uniform Commercial Code, as contemplated by Section 8125 of the Act.

Section 13. There is created, as permitted by Section 8125 of the Act, a sinking fund for the Note, to be known as "Sinking Fund - Tax and Revenue Anticipation Note, Series of 2006", which sinking fund shall be administered in accordance with applicable provisions of the Act.

This Local Government Unit shall deposit into such sinking fund, from time to time, from the taxes, revenues and/or other funds pledged hereunder as security for the Note and any other tax and revenue anticipation notes issued in the same fiscal year, sums sufficient to make payments of principal and interest upon the Note on or before the date when the same shall become due and payable.

Section 14. This Local Government Unit shall appoint Adams County National Bank, having an office in Gettysburg, Adams County, Pennsylvania, as the sinking fund depository with respect to the sinking fund created pursuant to Section 13.

Section 15. This Local Government unit covenants to make payments out of the sinking fund created pursuant to Section 13 or out of any other of its tax receipts, revenues or funds, at such times and in such amounts, as shall be sufficient for prompt and full payment of all obligations of the Note when due.

Section 16. Proper officers of this Local Government Unit, which shall include their duly qualified successors in office, if applicable, are authorized and directed: (a) to prepare, to certify and to file with the Department of Community and Economic Development (the

“Department”) of the Commonwealth, the Certificate as to Taxes and Revenues to be Collected, as required by Section 8126 of the Act; (b) to file a certified copy of the proceedings for issuance of the Note, including a certified copy of this Resolution and of the accepted Proposal of the Purchaser, with the Department, as required by Section 8128 of the Act; (c) to pay or cause to be paid to the Department any and all proper filing fees required by the Act, if any, in connection with the foregoing; and (d) to take all other required, necessary and/or appropriate action.

Section 17. The Note has been sold, as set forth in this Resolution, at private sale by negotiation, as permitted by the Act.

Section 18. Proper officers of this Local Government Unit are authorized and directed to contract with the sinking fund depository appointed in Section 14 for its services as sinking fund depository in connection with the sinking fund created pursuant to Section 13.

Section 19. Proper officers of this Local Government Unit are authorized and directed to prepare, to certify and to execute such certificates, instruments and documents as shall be required under terms of the accepted Proposal of the Purchaser.

Section 20. It is declared that the debt to be incurred hereby, together with any other indebtedness of this Local Government Unit, is not in excess of any limitation imposed by the Act upon the incurring of debt by this Local Government Unit.

Section 21. Proper officers of the Governing Body of this Local Government Unit are authorized and directed: (a) to pay any and all costs related to issuance of the Note, upon settlement for the Note; and (b) to deliver the Note on or after January 3, 2006, upon execution and attestation thereof as provided for herein, to the Purchaser, but only after the filing with the Department required under Section 8128 of the Act has been made.


Section 22. In the event any provision, section, sentence, clause or part of this Resolution shall be held to be invalid, such invalidity shall not affect or impair any remaining provision, section, sentence, clause or part of this Resolution, it being the intent of this Local Government Unit that such remainder shall be and shall remain in full force and effect.

Section 23. All resolutions or parts of resolutions, insofar as the same shall be inconsistent herewith, shall be and the same expressly are repealed.


Section 24. This Resolution shall be effective in accordance with the Act.

DULY ADOPTED, by the Council of the Borough of Gettysburg, Adams County,  
Pennsylvania, in lawful session duly assembled, this 12<sup>th</sup> day of December, 2005.

BOROUGH OF GETTYSBURG,  
Adams County, Pennsylvania

By:   
President of Council

ATTEST:

  
Secretary

(SEAL)

