RESOLUTION 20-20
OF THE TOWNSHIP OF TOWAMENCIN,
MONTGOMERY COUNTY, PENNSYLVANIA

A RESOLUTION RATIFYING THE CONVERSION OF THE GENERAL OBLIGATION NOTES, 2002 SERIES AND THE GUARANTEED SEWER REVENUE NOTES, 2013 SERIES (COLLECTIVELY, THE "PARTICIPANT NOTE") ISSUED BY THE TOWNSHIP OF TOWAMENCIN (THE "PARTICIPANT") TO A LOAN FIXED RATE, THE ACCELERATION OF THE PRINCIPAL PAYMENTS, AND THE REPEAL OF ANY INCONSISTENT RESOLUTIONS.

WITNESSETH:

WHEREAS, the Participant issued the General Obligation Notes, 2002 Series and the Guaranteed Sewer Revenue Notes, 2013 Series (collectively, the "Participant Note") to the Delaware Valley Regional Finance Authority ("DelVal"); and

WHEREAS, the Participant Note currently bears the Loan Variable Rate; and

WHEREAS, converting to a new Loan Fixed Rate would hedge against increases of interest rates in the future.

NOW, THEREFORE, BE IT ADOPTED BY THE BOARD OF SUPERVISORS OF THE TOWNSHIP OF TOWAMENCIN, MONTGOMERY COUNTY, PENNSYLVANIA, AND IT IS HEREBY RESOLVED AND ADOPTED BY THE AUTHORITY OF SAID BOARD OF SUPERVISORS THAT:

SECTION 1. AUTHORIZATION TO EXECUTE THE CONVERSION DOCUMENTS

The Board of Supervisors (the "Board") hereby ratifies and approves (i) the conversion of the Participant Note to a new Loan Fixed Rate and (ii) the acceleration of the repayment of the Participant Note to provide more level annual debt service payments. The Board hereby approves the forms of the documents required to convert all or a portion of the Participant Note to a Loan

Fixed Rate (collectively, the "Conversion Documents"), attached hereto. The Board hereby ratifies and approves the actions of the Chairman and the Assistant Secretary (the "Authorized Officers") to execute and deliver the Conversion Documents.

SECTION 2. CONFLICTING RESOLUTIONS

All resolutions or parts of resolutions not in accord with this Resolution are hereby repealed insofar as they conflict herewith.

IN WITNESS WHEREOF, we, the undersigned Authorized Officers, have hereunto set our signatures and affixed hereto the Seal of the TOWNSHIP OF TOWAMENCIN, Montgomery County, Pennsylvania.

Dated: April, 22, 2020

H. CHARLES WILSON, III
Chairman, Board of Supervisors

[Seal]

ATTEST:

RICHARD MARINO
Assistant Secretary, Board of Supervisors

TOWNSHIP OF TOWAMENCIN
MONTGOMERY COUNTY, PENNSYLVANIA
GENERAL OBLIGATION NOTES, 2002 SERIES AND
GUARANTEED SEWER REVENUE NOTES, 2013 SERIES

FIXED RATE CONVERSION REQUEST

Pursuant to Section 4.01 of the Loan Agreement, the TOWNSHIP OF TOWAMENCIN, Montgomery County, Pennsylvania (the "Participant"), hereby requests the DELAWARE VALLEY REGIONAL FINANCE AUTHORITY ("DelVal") to convert the principal amounts of the General Obligation Notes, 2002 Series and the Guaranteed Sewer Revenue Notes, 2013 Series (collectively, the "Participant Note"), as set forth on the schedules attached hereto, to a Loan Fixed Rate. Pursuant to Section 6.01 of the Loan Agreement, the Participant hereby requests that the principal repayments of the Participant Note be accelerated to provide more level annual debt service payments after the conversion to the new Loan Fixed Rate.

The Participant acknowledges, pursuant to Section 6.01 of the Loan Agreement, that the Participant may prepay all or a portion of the Participant Note that is subject to the Loan Fixed Rate or may terminate the Loan Fixed Rate by giving at least thirty days of written notice to DelVal. THE PARTICIPANT SHALL PAY THE COSTS, IF ANY, INCURRED BY DELVAL TO TERMINATE THE INTEREST RATE SWAP TRANSACTION EXECUTED BY DELVAL TO PROVIDE THE LOAN FIXED RATE TO THE PARTICIPANT.

IN WITNESS WHEREOF, we, the undersigned Authorized Officers, have hereunto set our signatures and affixed hereto the Seal of the TOWNSHIP OF TOWAMENCIN, Montgomery County, Pennsylvania.

April 22, 2020

Dated: ~~March 23, 2020~~

H. CHARLES WILSON, III
Chairman, Board of Supervisors

[Seal]

ATTEST:

RICHARD MARINO
Assistant Secretary, Board of Supervisors

GENERAL OBLIGATION NOTES, 2002 SERIES
PRINCIPAL TO BE CONVERTED TO A LOAN FIXED RATE

Maturity Date	*Principal Amount*
25-Dec-20	$ 220,000.00
25-Dec-21	225,000.00
25-Dec-22	230,000.00
25-Dec-23	240,000.00
25-Dec-24	245,000.00
25-Dec-25	255,000.00
25-Dec-26	260,000.00
25-Dec-27	270,000.00
25-Dec-28	275,000.00
25-Dec-29	285,000.00
25-Dec-30	295,000.00
25-Dec-31	305,000.00
Total	$ 3,105,000.00

GUARANTEED SEWER REVENUE NOTES, 2013 SERIES
PRINCIPAL TO BE CONVERTED TO A LOAN FIXED RATE

Maturity Date	*Principal Amount*
25-Jul-20	$ 115,000.00
25-Jul-21	119,000.00
25-Jul-22	122,000.00
25-Jul-23	126,000.00
25-Jul-24	130,000.00
25-Jul-25	134,000.00
25-Jul-26	138,000.00
25-Jul-27	142,000.00
25-Jul-28	146,000.00
25-Jul-29	151,000.00
25-Jul-30	155,000.00
25-Jul-31	160,000.00
25-Jul-32	165,000.00
25-Jul-33	167,000.00
Total	$ 1,970,000.00

TOWNSHIP OF TOWAMENCIN
MONTGOMERY COUNTY, PENNSYLVANIA
GENERAL OBLIGATION NOTES, 2002 SERIES AND
GUARANTEED SEWER REVENUE NOTES, 2013 SERIES

NOTICE OF FIXED RATE CONVERSION

Pursuant to Section 4.01 of the Loan Agreement, the DELAWARE VALLEY REGIONAL FINANCE AUTHORITY ("DelVal") hereby submits the Loan Fixed Rate that would apply to the Fixed Rate Conversion Request (the "Request") submitted by the TOWNSHIP OF TOWAMENCIN, Montgomery County, Pennsylvania (the "Participant"), for its General Obligation Notes, 2002 Series and the Guaranteed Sewer Revenue Notes, 2013 Series (collectively, the "Participant Note"). Pursuant to the Request, the principal repayments of the Participant Note will be accelerated to provide more level annual debt service payments after the conversion to the new Loan Fixed Rate. Pursuant to the Request, the terms of the Loan Fixed Rate are set forth on the schedule attached hereto.

The Participant acknowledges, pursuant to Section 6.01 of the Loan Agreement, that the Participant may prepay all or a portion of the Participant Note that is subject to the Loan Fixed Rate or may terminate the Loan Fixed Rate by giving at least thirty days of written notice to DelVal. THE PARTICIPANT SHALL PAY THE COSTS, IF ANY, INCURRED BY DELVAL TO TERMINATE THE INTEREST RATE SWAP TRANSACTION EXECUTED BY DELVAL TO PROVIDE THE LOAN FIXED RATE TO THE PARTICIPANT.

IN WITNESS WHEREOF, the undersigned authorized officer of the Program Administrator of the DELAWARE VALLEY REGIONAL FINANCE AUTHORITY hereby accepts the terms of the Notice of Fixed Rate Conversion.

Dated: March 23, 2020

LUCIEN B. CALHOUN
Chairman, Calhoun Baker Inc.
Program Administrator

IN WITNESS WHEREOF, we, the undersigned Authorized Officers, have hereunto set our signatures and affixed hereto the Seal of the TOWNSHIP OF TOWAMENCIN, Montgomery County, Pennsylvania.

Dated: ~~March 23, 2020~~ April 22, 2020

H. CHARLES WILSON, III
Chairman, Board of Supervisors

[Seal]

ATTEST:

RICHARD MARINO
Assistant Secretary, Board of Supervisors

GENERAL OBLIGATION NOTES, 2002 SERIES
LOAN FIXED RATE CONVERSION
ESTIMATED DEBT SERVICE PAYMENTS

Period Ending	*Principal Amount* (1)	*Interest Rate* (2)	*Interest Payment* (3)	*Total Payment*
25-Dec-20	$ 242,000.00	1.136%	$ 26,454.60	$ 268,454.60
25-Dec-21	245,000.00	1.136%	32,523.72	277,523.72
25-Dec-22	248,000.00	1.136%	29,740.44	277,740.44
25-Dec-23	251,000.00	1.136%	26,923.20	277,923.20
25-Dec-24	254,000.00	1.136%	24,071.88	278,071.88
25-Dec-25	257,000.00	1.136%	21,186.36	278,186.36
25-Dec-26	260,000.00	1.136%	18,266.88	278,266.88
25-Dec-27	263,000.00	1.136%	15,313.32	278,313.32
25-Dec-28	266,000.00	1.136%	12,325.56	278,325.56
25-Dec-29	270,000.00	1.136%	9,303.84	279,303.84
25-Dec-30	273,000.00	1.136%	6,236.64	279,236.64
25-Dec-31	276,000.00	1.136%	3,135.36	279,135.36
Total	$ 3,105,000.00		$ 225,481.80	$ 3,330,481.80

(1) Principal is payable annually, commencing on: 25-Dec-20

(2) Fixed rate terminates on: 25-Dec-31 Option date: ***

Rate assumes spread for the DelVal administrative expenses and net payments on debt service and interest rate swap agreements equals 0.40%.

(3) Interest is payable monthly, commencing on: 25-Apr-20

Interest accrues from : 25-Mar-20

GUARANTEED SEWER REVENUE NOTES, 2013 SERIES
LOAN FIXED RATE CONVERSION
ESTIMATED DEBT SERVICE PAYMENTS

Period Ending	*Principal Amount* (1)	*Interest Rate* (2)	*Interest Payment* (3)	*Total Payment*
25-Jul-20	$ 130,000.00	1.157%	$ 7,597.64	$ 137,597.64
25-Jul-21	132,000.00	1.157%	21,288.84	153,288.84
25-Jul-22	133,000.00	1.157%	19,761.60	152,761.60
25-Jul-23	135,000.00	1.157%	18,222.72	153,222.72
25-Jul-24	136,000.00	1.157%	16,660.80	152,660.80
25-Jul-25	138,000.00	1.157%	15,087.24	153,087.24
25-Jul-26	140,000.00	1.157%	13,490.64	153,490.64
25-Jul-27	141,000.00	1.157%	11,870.88	152,870.88
25-Jul-28	143,000.00	1.157%	10,239.48	153,239.48
25-Jul-29	145,000.00	1.157%	8,584.92	153,584.92
25-Jul-30	147,000.00	1.157%	6,907.32	153,907.32
25-Jul-31	148,000.00	1.157%	5,206.56	153,206.56
25-Jul-32	150,000.00	1.157%	3,494.16	153,494.16
25-Jul-33	152,000.00	1.157%	1,758.60	153,758.60
Total	$ 1,970,000.00		$ 160,171.40	$ 2,130,171.40

(1) Principal is payable annually, commencing on: 25-Jul-20

(2) Fixed rate terminates on: 25-Jul-33 Option date: ***

Rate assumes spread for the DelVal administrative expenses and net payments on debt service and interest rate swap agreements equals 0.40%.

(3) Interest is payable monthly, commencing on: 25-Apr-20

Interest accrues from : 25-Mar-20