

STEELTON BOROUGH AUTHORITY

2018-AR-01

A RESOLUTION APPROVING THE SALE OF WATER SYSTEM ASSETS BY THE STEELTON BOROUGH AUTHORITY TO PENNSYLVANIA-AMERICAN WATER COMPANY.

ON MOTION OF Mr. Segina, SECONDED BY Mr. Proctor :

WHEREAS, the Steelton Borough Authority ("Authority"), located in Dauphin County, Pennsylvania, is a municipal authority organized by the Borough of Steelton ("Borough") in accordance with the Municipality Authorities Act, 53 Pa. C.S. § 5601, *et seq.*, and governed by a board of five members (the "Authority Board"), each of whom are appointed by the Steelton Borough Council; and

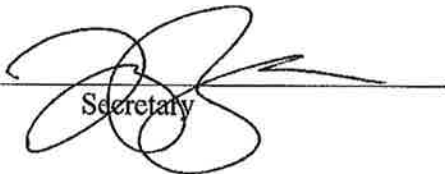
WHEREAS, the Authority has heretofore issued a Request for Proposals, dated March 28, 2018, as amended, for the Purchase of its Water System Assets (the "RFP"); and


WHEREAS, the Authority, after due consideration of all proposals received in response to the RFP, has determined that the proposal submitted by Pennsylvania-American Water Company for the Purchase of the Water System Assets as defined in the RFP (the "PAWC Proposal") offers the greatest value to the Authority of all the proposals submitted pursuant to the RFP; and

NOW THEREFORE, BE IT RESOLVED, that the Authority selects Pennsylvania-American Water Company to enter into negotiations of an Asset Purchase Agreement and directs that the Authority's professionals, including legal counsel, take all necessary steps to proceed to negotiate and present an Asset Purchase Agreement for approval by the Authority.

RESOLUTION APPROVED this 27<sup>th</sup> day of August, 2018.

ATTEST:

  
Secretary

  
Allan Ausman, Chairman  
Steelton Borough Authority

STEELTON BOROUGH AUTHORITY

2018-AR-02

A RESOLUTION APPROVING THE EXECUTION OF AN ASSET PURCHASE AGREEMENT FOR SALE OF WATER SYSTEM ASSETS BY THE STEELTON BOROUGH AUTHORITY TO PENNSYLVANIA-AMERICAN WATER COMPANY.

ON MOTION OF Brian Proctor SECONDED BY Ryan Maxwell :

WHEREAS, the Steelton Borough Authority ("Authority"), located in Dauphin County, Pennsylvania, is a municipal authority organized by the Borough of Steelton ("Borough") in accordance with the Municipality Authorities Act, 53 Pa. C.S. § 5601, *et seq.*, and governed by a board of five members (the "Authority Board"), each of whom are appointed by the Steelton Borough Council; and

WHEREAS, the Authority on August 27, 2018 approved a Resolution to enter into negotiations with Pennsylvania-American Water Company for the Purchase of Water System Assets as defined in the Request for Proposals, dated March 28, 2018, as amended, for the Purchase of its Water System Assets (the "RFP"); and


WHEREAS, the Authority has reviewed the Asset Purchase Agreement negotiated between the Authority and Pennsylvania-American Water Company; and

NOW THEREFORE, BE IT RESOLVED, that the Authority authorizes its Chairman to execute the Asset Purchase Agreement on behalf of the Authority; and that the members of the Authority Board, its financial advisors, attorneys and consulting engineers are authorized to take all actions necessary to carry out the rights and obligations delineated in the Asset Purchase Agreement.

RESOLUTION APPROVED this 14<sup>th</sup> day of November, 2018.

ATTEST:

  
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Secretary

  
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Allan Ausman, Chairman  
Steelton Borough Authority