

PENNSYLVANIA-AMERICAN WATER COMPANY

I, ANDREW L. SWOPE, Secretary of Pennsylvania-American Water Company, a Pennsylvania corporation (the "Company") DO HEREBY CERTIFY that below is a true and correct copy of resolutions duly adopted by the Board of Directors of the Company by Unanimous Consent dated March 13, 2020, that such resolutions have not been amended or rescinded and are still in full force and effect.

RESOLVED, that the proper officers of the Company be, and hereby are, authorized and directed to execute and deliver to the Township of Upper Pottsgrove, Montgomery County (the "Seller") an offer to purchase the assets of the Seller's wastewater system assets in an amount up to Fourteen Million Dollars (\$14,000,000.00); and

RESOLVED, that if the Company is selected as the successful bidder for the purchase of Seller's Assets, that the proper officers of the Company be, and hereby are, authorized and directed to execute and deliver to the Seller an agreement to purchase the Assets of the Seller; and

RESOLVED, that the proper officers including but not limited to the President or a Vice President of the Company be, and hereby are, authorized and directed to execute and deliver any and all documents, make all filings and do any other thing which they may deem necessary, proper or desirable to effectuate the purposes of the foregoing resolution, and to carry out the closing of the purchase of the Seller's Assets; and

RESOLVED, that any and all actions previously taken by such proper officers of the Company in executing and delivering to Seller an agreement to purchase the Assets are ratified, confirmed and approved.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of this Company this 20th day of April, 2020.


Secretary

