

## RESOLUTION

FOR THE BENEFIT OF SHENANDOAH VALLEY REGIONAL AIRPORT COMMISSION

**WHEREAS**, the Shenandoah Valley Regional Airport Commission (the “Commission”) was duly established pursuant to the Code of Virginia, 1950, as amended, and by resolution and agreement of the several political subdivisions of the Commonwealth of Virginia comprising the Commission, namely the Counties of Augusta and Rockingham and the Cities of Harrisonburg, Staunton and Waynesboro (collectively, the “Member Localities”), to have and exercise, on behalf of such Member Localities, the power and authority to operate the Shenandoah Valley Regional Airport (“SVRA”) located in Augusta County, Virginia; and

**WHEREAS**, the Commission has determined that it is necessary and desirable to (a) acquire, construct, and equip aircraft hangar facilities at SVRA, (b) install and/or replace all or any portion of the SVRA’s fuel farm tanks, and (c) pay issuance costs in connection with the financings therefor (collectively, the “Project”); and

**WHEREAS**, the United States of America, acting through Rural Housing Service, an agency of the United States Department of Agriculture (“RHS”), has offered to purchase an up to \$3,086,500 Shenandoah Valley Regional Airport Commission Taxable Airport Revenue Bond, Series 2020 (or any other series designation as may be applicable, the “Bond”) to provide the permanent financing needed by the Commission to pay all or any portion of the costs of the Project on the terms and conditions described in that certain RHS Letter of Conditions, dated September 26, 2018; and

**WHEREAS**, RHS requires interim financing for the Project and the Commission reasonably expects that long-term, permanent financing for the Project being financed by the Commission on an interim basis with the proceeds of the Note shall ultimately be provided to the Commission by RHS, together with any other lawfully available funds therefor; and

**WHEREAS**, it is reasonably anticipated that the Commission shall obtain interim financing from Blue Ridge Bank, with the long-term permanent financing for the costs of the Project provided by RHS; and

**WHEREAS**, after the holding of related public hearings on August 21, 2019, the Commission adopted resolutions authorizing the issuance, execution, and delivery of (a) the \$3,086,500 Shenandoah Valley Regional Airport Commission Taxable Airport Revenue Note, Series 2019 to Blue Ridge Bank for interim financing of the Project, and (b) the \$3,086,500 Shenandoah Valley Regional Airport Commission Taxable Airport Revenue Bond, Series 2020 (or other series designation) to RHS for permanent, long-term financing of the Project; and

**WHEREAS**, the Commission desires to obtain the approval of each of the governing bodies of its Member Localities with respect to the incurrence of indebtedness to pay the costs of the Project, subject to the Commission’s final determination of the form and details thereof (all such undertakings by the Commission to finance the Project, on an interim or permanent basis, being collectively referenced herein as the “Loans”); and

**NOW, THEREFORE, BE IT RESOLVED** by the City Council of the City of Harrisonburg, Virginia (the "Council"), as follows:

1. The incurrence of the Loans by the Commission, as described herein, is hereby approved and authorized, to the fullest extent as may be required, if at all.

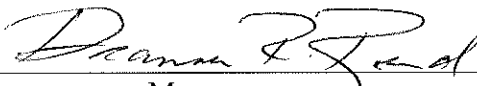
2. It is to be understood that nothing contained in this Resolution is or shall be deemed to be a debt of the City or a pledge of the faith and credit or the taxing power of the City, and nothing herein or therein shall legally bind or obligate the Council or any future Council to appropriate funds for such purposes. The long-term indebtedness of the Commission represented by the Note or the Bond (or otherwise in connection with the Project and the Loans) shall not be deemed to constitute a debt or pledge of the faith and credit of the taxing power of the City, and neither the faith and credit nor the taxing power of the City shall be pledged for the payment of the principal of, premium, if any or interest on the Note or the Bond or any other obligation of the Commission in connection with the Project or the Loans, or any other costs incident thereto.

3. The Mayor, Vice Mayor, and the City Manager, any one or more of whom may act, and such officers, employees, and agents of the City as any of them may designate, are each authorized and directed to take all such further actions and to execute and deliver any and all instruments, certificates, and other documents (if any), in order to carry out the purposes hereof and in furtherance otherwise, of the financing of the Project by the Commission, as described herein.

4. This Resolution shall be effective immediately.

**Adopted:** September 10, 2019

**CITY OF HARRISONBURG, VIRGINIA**

  
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Mayor


**CERTIFICATE OF VOTES**

The undersigned hereby certifies that the foregoing Resolution constitutes a true and correct copy thereof, duly adopted by the City Council of the City of Harrisonburg, Virginia, at its regular meeting duly held on the date hereof, and that the recorded roll-call vote of the Council is as follows:

|                                     | <u>AYE</u> | <u>NAY</u> | <u>ABSTAIN</u> | <u>ABSENT</u> |
|-------------------------------------|------------|------------|----------------|---------------|
| Deanna R. Reed, Mayor               | ✓          |            |                |               |
| Salvador T. Romero, Jr., Vice Mayor | ✓          |            |                |               |
| Richard A. Baugh                    | ✓          |            |                |               |
| Christopher B. Jones                | ✓          |            |                |               |
| George J. Hirschmann                |            |            |                | ✓             |

Dated: September 10, 2019

[SEAL]



Clerk of City Council  
City of Harrisonburg, Virginia