



FITZPATRICK
LENTZ & BUBBA
ATTORNEYS AT LAW

Email: eschock@flblaw.com
Direct Dial: 610-797-9000 x355

November 30, 2021

VIA E-MAIL: britter@hanovertwp-nc.org

Board of Supervisors
Hanover Township – Northampton County
3630 Jacksonville Road
Bethlehem PA 18017-9302
Attn: Elizabeth D. Ritter, Township Secretary

Re: Hanover Corporate Center II – Lots 6 & 7 (the “Property”)
Preliminary/Record Lot Consolidation and Land Development Plans

Dear Board:

My office represents J.G. Petrucci. The Board previously approved land development plans for construction of two industrial buildings on the Property. The Property is located in the PIBD Zoning District. At the time of approval, the maximum height allowed in the PIBD District for these buildings was 38 feet. With the Board of Commissioners recent enactment of Ordinance No. 20-4, the revised Zoning Ordinance now would allow these buildings to be 45 feet in height.

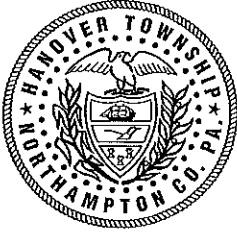
We understand from the Zoning Officer that no zoning relief would be necessary for the developer to proceed with a 45-foot building height. However, the land development plans would require revision to depict a building height of 45 feet instead of 38 feet. No other details of the plan or approval are proposed to be modified.

Applicant is requesting a waiver from land development review to permit it to process administratively a minor plan modification that depicts the change in the proposed building height. We would ask that this matter be considered at the Board’s meeting on December 21, 2021. Please advise if any additional information is required. Thank you for your consideration.

Very truly yours,

Erich J. Schock

cc: Mr. Jay Finnegan, Township Manager



BOARD OF SUPERVISORS
Zoning & Code Enforcement
Hanover Township Northampton County
3630 Jacksonville Road
Bethlehem, Pennsylvania 18017-9302
610.866.1140
Fax 610.758.9116

John J. Finnigan, Jr., Township Manager

Yvonne D. Kutz, Zoning Officer – B.C.O.

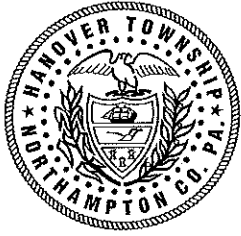
November 17, 2021

To: Board of Supervisors
John J. Finnigan, Jr
Elizabeth Ritter
Barbara Baldo
Joseph Moeser
Brian Dillman
Ted Lewis, Esquire
Jim Broughal, Esquire
Brien Kocher, HEA

RE: Zoning Petition: 21ZHB12
Applicant: Sevim Veziroglu
Property location: 5486 Grace Ave
Zoning District: R1-U, Residential Urban

Enclosed is a copy of the application from Sevim Verioglue, requesting relief from the provisions of the dimensional requirements for a deck.

Yvonne D. Kutz



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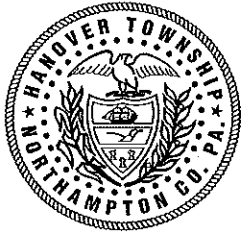
December 1, 2021

To: Board of Supervisors
John J. Finnigan, Jr
✓Elizabeth Ritter
Barbara Baldo
Joseph Moeser
Brian Dillman
Ted Lewis, Esquire
Jim Broughal, Esquire
Brien Kocher, HEA

RE: Zoning Petition: 21ZHB14
Applicant: Advanced Health Care and Boyer Bethlehem SNF LC
Property location: 3370 High Point Blvd
Zoning District: PORR – Planned Office Research and Residential

Enclosed is a copy of the application received December 1, 2021, from Advanced Health Care and Boyer Bethlehem SNF LC requesting relief from the provisions of the Sign Ordinance.

Yvonne D. Kutz



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John J. Finnigan, Jr., Township Manager
Yvonne D. Kutz, Zoning Officer – B.C.O.

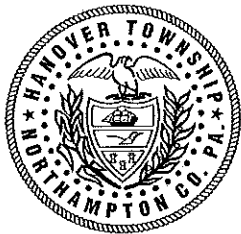
December 13, 2021

To: Board of Supervisors
John J. Finnigan, Jr
Elizabeth Ritter ✓
Barbara Baldo
Joseph Moeser
Brian Dillman
Ted Lewis, Esquire
Jim Broughal, Esquire
Brien Kocher, HEA

RE: Zoning Petition: 21ZHB16
Applicant: Matthew Szep and Emily Dobrowolski
Property location: 6725 Lilac Dr
Zoning District: R1-S

Enclosed is a copy of the application received December 13, 2021, from Matthew Szep and Emily Dobrowolski requesting a variance for installation of an in-ground pool. Applicant is seeking variances within the front yard setback for a fence installation and the water's edge from a street right away.

Yvonne D. Kutz



BOARD OF SUPERVISORS
Zoning & Code Enforcement
Hanover Township Northampton County
3630 Jacksonville Road
Bethlehem, Pennsylvania 18017-9302
610.866.1140
Fax 610.758.9116

John J. Finnigan, Jr., Township Manager
Yvonne D. Kutz, Zoning Officer – B.C.O.

December 2, 2021

To: Board of Supervisors
John J. Finnigan, Jr
Elizabeth Ritter
Barbara Baldo
Joseph Moeser
Brian Dillman
Ted Lewis, Esquire
Jim Broughal, Esquire
Brien Kocher, HEA

RE: Zoning Petition: 21ZHB15
Applicant: Tyber Medical, LLC
Property location: 89 S Commerce Way, Ste 990
Zoning District: PIBD – Planned Industrial Business District

Enclosed is a copy of the application received December 2, 2021, from Tyber Medical LLC requesting relief from the provisions of the Sign Ordinance.

Yvonne D. Kutz

**HANOVER TOWNSHIP
NORTHAMPTON COUNTY**

Resolution 21-

A RESOLUTION of the Township of the Township of Hanover, County of Northampton, Commonwealth of Pennsylvania, appropriating specific sums estimated to be required for the specific purposes of the municipal government, hereinafter set forth, during the year 2022.

BE IT RESOLVED AND ENACTED, and it is hereby resolved and enacted by the Board of Township Supervisors of the Township of Hanover, County of Northampton, and Commonwealth of Pennsylvania:

Section 1. That for the expenditures and expenses of the fiscal year 2022 the following amounts are hereby appropriated from the fund equities, revenues, and other financing sources available for the year 2022 for the specific purposes set forth on the following pages.

Section 2. That any Resolution conflicting with this Resolution be and the same is hereby repealed insofar as the same affects this Resolution

IN TESTIMONY WHEREOF, the undersigned TOWNSHIP has caused this Resolution to be signed by a duly authorized officer and its corporate seal, duly attested by the Board Secretary, to be hereunto affixed this 21st day of December 2021.

**HANOVER TOWNSHIP,
NORTHAMPTON COUNTY, PA**

ATTEST:

Elizabeth D. Ritter, Secretary

John N. Diacogiannis, Chairman

**HANOVER TOWNSHIP
NORTHAMPTON COUNTY
Resolution 21 -**

A RESOLUTION OF THE Township of Hanover, County of Northampton, Commonwealth of Pennsylvania, fixing the tax rate for the year 2022.

BE IT RESOLVED AND ENACTED, and it is hereby resolved and enacted by the Board of Township Supervisors of the Township of Hanover, County of Northampton, Commonwealth of Pennsylvania, that a tax be and the same is hereby levied on all property transfers and occupation tax within said municipality subject to taxation for the Fiscal Year 2022 as follows:

REAL ESTATE TRANSFER TAX	1%
EARNED INCOME TAX	1%
LOCAL SERVICES TAX	\$52.00
MERCANTILE TAX	
PERFORMANCE OF SERVICES	1 ½ MILLS
WHOLESALE SALES OF MERCHANDISE	1 MILL
RETAIL SALE OF MERCHANDISE	1 ½ MILLS

The latter three taxes to be shared with the Bethlehem Area School District in such proportions as prescribed by law.

IN TESTIMONY WHEREOF, the undersigned TOWNSHIP has caused this Resolution to be signed by a duly authorized officer and its corporate seal, duly attested by the Board Secretary, to be hereunto affixed this 21st day of December 2021.

**HANOVER TOWNSHIP,
NORTHAMPTON COUNTY, PA**

ATTEST:

Elizabeth D. Ritter, Secretary

John N. Diacogiannis, Chairman

**HANOVER TOWNSHIP
NORTHAMPTON COUNTY**

Resolution 21 -

TAX LEVY RESOLUTION

SECOND CLASS TOWNSHIP

A RESOLUTION OF THE Township of HANOVER, County of Northampton, Commonwealth of Pennsylvania, fixing the tax rates for the year 2022.

BE IT RESOLVED AND ENACTED, and it is hereby resolved and enacted by the Board of Township Supervisors of the Township of Hanover, County of Northampton, Commonwealth of Pennsylvania:

That a tax be and the same is hereby levied on all real property and within the said Municipality subject to taxation for the fiscal year 2022 as follows:

Tax rate for general purposes, the sum of 3.40 mills on each dollar of assessed valuation or the sum of 34.0 cents on each one hundred dollars of assessed valuation.

Tax rate for fire tax purposes, the sum of 0.05 mills on each dollar of assessed valuation or the sum of 5.0 cents on each one hundred dollars of assessed valuation.

The same being summarized in tabular form as follows:

	Mills on Each Dollar of Assessed Valuation	Cents on Each One Hundred Dollars of Assessed Valuation
Tax Rate for General Purposes	<u>3.40</u> Mills	<u>34.0</u> Cents
Tax Rate for Fire Tax Purposes	<u>0.50</u> Mills	<u>5.0</u> Cents
TOTAL	<u>3.90</u> Mills	<u>39.0</u> Cents

That any resolution, or part of resolution, conflicting with this resolution be and the same is hereby repealed insofar as the same affects this resolution.

IN TESTIMONY WHEREOF, the undersigned TOWNSHIP has caused this Resolution to be signed by a duly authorized officer and its corporate seal, duly attested by the Board Secretary, to be hereunto affixed this 21st day of December 2021.

**HANOVER TOWNSHIP,
NORTHAMPTON COUNTY, PA**

ATTEST:

RESOLUTION 21 - _____

WHEREAS, Chapter 172 Vehicles and Traffic, Article VII Towing, of the Code of Ordinances of the Township of Hanover, Northampton County, Pennsylvania ("TOWNSHIP") sets forth certain provisions and regulations regarding the towing of motor vehicles in the TOWNSHIP (the "Towing Ordinance"); and

WHEREAS, the Towing Ordinance provides for the approval, by the Board of Supervisors of the TOWNSHIP, of certain towing and storage garages that are permitted to tow and store vehicles within the Township, pursuant to the terms and conditions of the Towing Ordinance, including but not limited to, Resolution 21- 27 and all subsequent Resolutions establishing the towing fees; and

WHEREAS, the Board of Supervisors of the TOWNSHIP desires to establish a certified list of the towing and storage garages which have been licensed and approved pursuant to the Towing Ordinance, so that the use of the towing and storage garages are utilized on a fair, equitable and rotating basis by all parties, including the Colonial Regional Police Department ("CRPD"), such that each licensed towing and storage garage operation receives a fair share of the requested towing or storage opportunities.

NOW, THEREFORE, BE RESOLVED, and it is resolved and enacted that a certified list of all licensed and approved towing and storage garages has been established by the Board of Supervisors of the TOWNSHIP and may be modified from time to time, and provided to the CRPD and the Northampton County 911 Center, and the utilization of such list shall be on a fair, equitable and rotating basis, and the list of towing and storage garages is attached hereto as *Exhibit "A"*.

IN TESTIMONY WHEREOF, the undersigned TOWNSHIP has caused this resolution to be signed by a duly authorized officer and its corporate seal, duly attested by the Board Secretary, to be hereunto affixed this _____ day of _____, 2021.

ATTEST:

**BOARD OF SUPERVISORS
HANOVER TOWNSHIP,
NORTHAMPTON COUNTY**

By: _____
Elizabeth D. Ritter, Secretary

By: _____
John N. Diacogiannis, Chairman
Board of Supervisors

EXHIBIT "A"

Certified list of all licensed and approved towing and storage garages.

**LICENSED AND APPROVED TOWING AND
STORAGE GARAGES
HANOVER TOWNSHIP, NORTHAMPTON COUNTY**

DHELL, Inc. dba: Bath Auto Towing 2350 Schoenersville Road Allentown, PA 18109-9596 610.837.1700	Fast Lane Towing & Transport, Inc. 4045 Newburg Road Easton, PA 18045-8222 610.365.8200
Randy W. Knecht dba: Randy W. Knecht Auto Sales & Service 3866 Northwood Avenue Easton, PA 18045-8220 484.695.4584 610.515.0200	M.S.G. Towing & Recovery, Inc. 928 E. Market Street Bethlehem, PA 18017-7016 484.241.7040 484.895.9870 610.868.7040
Hank's Auto Service & Sons LLC 226 Mechanic Street Bethlehem, PA 18015-1710 484.239.2135 610.866.2022	

Pennsylvania Subdivision Intrastate Allocation Participation Form

Governmental Entity: HANOVER TOWNSHIP	State: PA
Authorized Signatory: John J. Finnigan, Jr., Chairman - Board of Supervisors	
Address 1: 3630 Jacksonville Road	
Address 2:	
City, State, Zip: Bethlehem, PA 18017-9302	
Phone: (610) 866-1140	
Email: hanover@hanovertwp-nc.org	

The Commonwealth of Pennsylvania, Office of Attorney General has participated in the negotiation of two settlements related to the Opioid crisis involving Distributors, Amerisource Bergen, Cardinal Health and McKesson, (Distributors Settlement) and Johnson & Johnson, Janssen Pharmaceuticals, Inc., Ortho-McNeil-Janssen Pharmaceuticals, Inc and Janssen Pharmaceutica, Inc. (J&J Settlement). To allocate those funds among the Commonwealth and its subdivisions, the Office of Attorney General, the subdivisions and their counsel have proposed a Trust and Allocation Order ("Trust Order") to be entered by the Court in which the Distributor and J&J Settlement are entered. The governmental entity ("Governmental Entity") identified above has reviewed the Trust Order and its exhibits which set forth the methodology by which funds from the Distributors and J&J settlements will be allocated: 1) between the Commonwealth and its subdivisions; and then, 2) among the Counties and Litigating Subdivisions, as well, as to how Attorneys' Fees and Costs of the Litigating Subdivisions will be paid.

In consideration for the benefits provided by the Trust Order to the Governmental Entity the undersigned authorized official, hereby elects to agree to the terms of the Trust Order on behalf of the Governmental Entity.



Nothing herein is intended to modify in any way the terms of the Distributors Settlement or J&J Settlement. The Governmental Entity may sign either settlement or both. To the extent this Participation Form is interpreted differently from the Distributors Settlement or the J&J Settlement in any respect, the Distributors and J&J settlements control.

This Participation Form is conditioned on the Governmental Entity identified above entering into a participation agreement for the Distributors or J&J settlements. The effective date of this Participation Form shall be the date on which the Trust Order is entered by the Court.

In the event the Distributors and J&J settlements do not become effective, this Participation Form shall be null and void and shall confer no rights or obligations on the Commonwealth of Pennsylvania, the Released Entities (as defined in the Distributors and J&J Settlement Agreements dated July 21, 2021), or the Governmental Entity.

I have all necessary power and authorization to execute this Participation Form on behalf of the Governmental Entity.

Signature: _____

Name: John N. Diacogiannis

Title: Chairman, Board of Supervisors

Date: 12/21/2021



ORDINANCE NO. 2021-

AN ORDINANCE OF THE BOARD OF SUPERVISORS OF HANOVER TOWNSHIP, NORTHAMPTON COUNTY, PENNSYLVANIA (THE "TOWNSHIP"), AUTHORIZING AND DIRECTING THE ISSUANCE OF THE TOWNSHIP'S GENERAL OBLIGATION NOTE, SERIES OF 2022, IN THE AGGREGATE PRINCIPAL AMOUNT OF \$7,500,000 (THE "2022 NOTE") PURSUANT TO THE LOCAL GOVERNMENT UNIT DEBT ACT OF THE COMMONWEALTH OF PENNSYLVANIA, AS CODIFIED BY THE ACT OF DECEMBER 19, 1968 P.L. 1158, NO. 177, AS AMENDED AND SUPPLEMENTED; PROVIDING THE PROCEEDS OF THE SALE OF THE NOTE SHALL BE APPLIED TO CARRY OUT FUNDING OF CERTAIN TOWNSHIP CAPITAL IMPROVMENTS ("PROJECT") THE DETERMINING THAT SUCH SALE SHALL BE A PRIVATE SALE UNDER THE ACT, AND DETERMINING THAT THE 2022 NOTE SHALL BE NONELECTORAL DEBT OF THE TOWNSHIP; FIXING THE INTEREST PAYMENT DATES, DENOMINATIONS AND REGISTRATION, TRANSFER AND EXCHANGE PRIVILEGES OF THE 2022 NOTE; SETTING FORTH THE MATURITY DATES, PRINCIPAL MATURITIES AND CURRENT INTEREST RATES OF THE 2022 NOTE AND ESTABLISHING A REQUIRED SCHEDULE OF PAYMENTS WITH RESPECT TO THE SINKING FUND, ESTABLISHING THE REDEMPTION PROVISIONS OF THE 2022 NOTE; ACCEPTING A BID FOR PURCHASE OF THE 2022 NOTE AND AUTHORIZING EXECUTION OF SUCH ACCEPTANCE BY AN APPROPRIATE OFFICER OF THE TOWNSHIP; DESIGNATING A PAYING AGENT AND REGISTRAR; MAKING CERTAIN COVENANTS WITH RESPECT TO THE TAX FREE STATUS THEREOF; ESTABLISHING THE SUBSTANTIAL FORM OF THE 2022 NOTE AUTHORIZING EXECUTION AND AUTHENTICATION OF THE 2022 NOTE; COVENANTING TO PAY THE PRINCIPAL OF AND INTEREST ON THE 2022 NOTE AND PLEDGING THE FULL FAITH, CREDIT AND TAXING POWER OF THE TOWNSHIP TO SUCH PURPOSE; AUTHORIZING AND DIRECTING PAYMENT THEREFROM; SETTING FORTH CERTAIN PROVISIONS WITH RESPECT TO THE INVESTMENT OF MONIES THEREIN; DESIGNATING A SINKING FUND DEPOSITORY; SETTING FORTH CERTAIN RIGHTS OF THE PAYING AGENT AND NOTEHOLDERS IN THE EVENT OF DEFAULT AND OTHER RIGHTS OF THE PARTIES WITH RESPECT TO THE 2022 NOTE; PROVIDING FOR THE CIRCUMSTANCES UNDER WHICH THE ORDINANCE MAY BE AMENDED OR MODIFIED; AUTHORIZING AND DIRECTING SPECIFIED OFFICERS OF THE TOWNSHIP TO DO AND PERFORM CERTAIN SPECIFIED, REQUIRED OR APPROPRIATE ACTS; AUTHORIZING THE EXECUTION OF DOCUMENTS FOR CLOSING AND THE PAYMENT OF ISSUANCE EXPENSES; DECLARING THAT THE DEBT TO BE INCURRED IS WITHIN THE LIMITATION IMPOSED BY THE ACT UPON INCURRING OF SUCH DEBT BY THE TOWNSHIP; AUTHORIZING AND DIRECTING PROPER OFFICERS OF THE TOWNSHIP TO DELIVER THE 2022 NOTE UPON EXECUTION AND AUTHENTICATION THEREOF, UPON RECEIPT

OF PROPER PAYMENT OF THE BALANCE DUE THEREFOR, AND ONLY AFTER SPECIFIED APPROVAL, AS REQUIRED, OF THE DEPARTMENT OF COMMUNITY AND ECONOMIC DEVELOPMENT OF THE COMMONWEALTH OF PENNSYLVANIA; SETTING FORTH CERTAIN COVENANTS RELATING TO THE FEDERAL TAX STATUS OF THE 2022 NOTE; PROVIDING FOR COMPLIANCE WITH THE SECURITIES AND EXCHANGE COMMISSION RULE 15C2-12; PROVIDING FOR SEVERABILITY OF PROVISIONS OF THE ORDINANCE; PROVIDING FOR REPEAL OF ALL ORDINANCES OR PARTS OF ORDINANCES SO FAR AS THE SAME SHALL BE INCONSISTENT; PROVIDING WHEN THIS ORDINANCE SHALL BECOME EFFECTIVE.

WHEREAS, the Township is a Local Government Unit, as defined in the Local Government Unit Debt Act, of the Commonwealth of Pennsylvania, as codified by the Act of December 19, 1996, P.L. 1158, No. 177 (the "Act"); and

WHEREAS, the Board of Supervisors ("Board") of this Township has determined to undertake a capital improvement plan including the construction and fixturing and equipping of a swimming pool and other capital projects of the Township as authorized by the Board concerning additions, alterations, renovations and improvements to and fixturing and equipping of certain Township facilities and grounds (the "Project" or "Capital Project"); and

WHEREAS, the Township has determined to issue the 2022 Note in accordance with a financing report prepared by PFM Financial Advisors LLC as the financial advisor to the Township (the "Financial Advisor"); and

WHEREAS, the Board has determined to implement the foregoing decision by the authorization, issuance and sale of a new series of obligations, the Township's General Obligation Note, Series of 2022 (the "Note"); and

WHEREAS, all of the proceeds of the Note, after payment of costs of issuance, together with any other monies available or to be available for the purpose, will provide the necessary funds for the funding of the Project; and

WHEREAS, the Board in contemplation of the authorization, issuance and sale of the Note, has determined that the Note shall be offered for private sale by invitation, in the manner established by the Financial Advisor, in accordance with Section 8107 of the Act, which it believes is in the best interest of the Township; and

WHEREAS, the Board of Supervisors upon the recommendation of the Financial Advisor accepts the Proposal ("Note Purchase Proposal") from Penn Community Bank ("Bank") in the form submitted; to authorize issuance of non-electoral debt in the aggregate principal amount of the Note in connection with the Financing Study; and to take appropriate action and to authorize such action in connection with the Project, all in accordance with and pursuant to provisions of the Act; and

NOW THEREFORE, BE IT RESOLVED, by the Board of Supervisors of this Township, as follows:

Section 1(a). The Board does authorize and direct the issuance of the 2022 Note, pursuant to this Ordinance, in the aggregate principal amount of \$7,500,000, for the purpose of funding the Project pursuant to the Act. The Note will be a general obligation of the Township payable from the general revenues of the Township.

With reference to the Project, actual bids and realistic estimates have been obtained from qualified professionals of the costs of the Project, as such costs are defined in Section 8006 of the Act, and it has been determined to complete the financing of such costs by the issuance of Bonds

under the Act.

Section 2. A brief description of the Capital Project, for which the debt to be incurred, of which the Bonds shall be evidence, is contained in the preamble hereof.

The Township hereby determines that the estimated useful lives of the capital improvements composing the Project will be not less than 30 years, and the amortization of the Bonds has been structured to fully amortize on a level or earlier basis of each component of the Project before the expiration of their respective useful lives.

Section 3(a). The Board shall issue, execute and deliver the Note to the Bank under the terms and conditions set forth in the Note at a closing (the "Closing") in the aggregate principal amount of \$7,500,000 for the 2022 Note, in fully registered form. The 2022 Note shall bear interest at the fixed rate of 1.470% per annum, interest payable on April 1 and October 1 commencing October 1, 2022, until April 1, 2042. The Board accepts the debt service schedule set forth on Schedule "A" as it relates to the 2022 Note.

(b). The Note shall be subject to prepayment in whole or part as provided in the form of the Note. The substantial form of the Note is set forth in Section 7 herein.

Section 4. The Board shall and does accept the proposal of the Bank for purchase of the Note, which Note shall be and is awarded to the Bank, in accordance with terms and conditions of the Note Purchase Proposal, at private sale by invitation, at a dollar price of 100% of the principal amount thereof at Closing, together with accrued interest from the date thereof to the date of delivery thereof, if any, the Bank having submitted its proposal in accordance with provisions of the Act. Appropriate officers of the Township are authorized and directed to execute the Note Purchase Proposal.

Section 5. The Board does hereby designate, the Bank, a banking institution having

offices in Riegelsville, Pennsylvania, or its successor or nominee-affiliate, as the "Paying Agent" for purposes of the Note.

Section 6. The principal of and premium, if any, and interest on the Note shall be payable by account transfer, check or draft of the Paying Agent mailed or delivered to the registered owner at the address shown on the registration books as of the close of business on the fifth (5th) day prior to the payment dates, in lawful monies of the United States of America, without deduction of any tax or taxes now or hereafter levied or assessed thereon under any present or future law of the Commonwealth, which tax or taxes this Township assumes and agrees to pay; provided, however, that the foregoing shall not be applicable to gift, estate or inheritance taxes or to other taxes not levied or assessed directly on the Note or the interest paid thereon.

Section 7. The Note, subject to any technical corrections or modifications approved by Board and counsel, shall be in the following form:

HANOVER TOWNSHIP

Northampton County, Pennsylvania

General Obligation Note, Series of 2022

HANOVER TOWNSHIP (the "Township"), a local government unit under and pursuant to the Local Government Unit Debt Act of the Commonwealth of Pennsylvania, as hereinafter defined, for value received, hereby promises to pay to Penn Community Bank, a banking institution with an office in Riegelsville, Pennsylvania (the "Bank"), or its successors or assigns, on or before the 1st day of April, 2042, upon surrender hereof, the principal sum of Seven Million Five Hundred Thousand Dollars (\$7,500,000), or such lesser sum as may have been advanced by the Bank to the Township pursuant to the terms of the Ordinance as enacted December 21, 2021. The Township further promises to pay the Bank interest on said principal sum at the fixed rate of (1.470%) per annum ("Fixed Rate"), payable initially on October 1, 2022, and semi-annually on the 1st day of April and the 1st day of October until maturity hereof or if this Note shall be prepaid, until the date of such prepayment, principal due in full on or before April 1, 2042. Installments of principal on the Note shall be payable as set forth on the attached debt service schedule. Interest shall be calculated based on a year of three hundred and sixty (360) days, comprised of twelve (12) thirty (30) day months.

The principal of and interest on this Note shall be payable at the principal office of the Bank, or any successor or assignee, in any coin or currency of the United States of America which, at time of payment, is legal tender for payment of public and private debts, to the registered owner on the fifth (5th) day prior to each payment date.

The Note has been authorized for issuance in accordance with provisions of the Local Government Unit Debt Act (the "Act") of the Commonwealth and by virtue of an Ordinance of the Township duly enacted December 21, 2021 (the "Ordinance"). The Act, as such shall have been in effect when the Note was authorized, and the Ordinance shall constitute a contract between the Township and registered owner, from time to time, of the Note.

The Note constitutes a general obligation of the Township payable from its general revenues. The Note is issued for the purpose of providing monies, in addition to those available, to fund the costs of the Project (as defined in the Ordinance).

The Township has covenanted, in the Ordinance, to and with registered owners, from time to time, of the Note that shall be outstanding, that the Township: (i) shall include the amount of the debt service for the Note, for each fiscal year of the Township in which such sums are payable, in its budget for that fiscal year, (ii) shall appropriate such amounts from its general revenues for the payment of such debt service, and (iii) shall duly and punctually pay or cause to be paid from the sinking fund established under the Ordinance or any other of its revenues or funds, the principal of the Note and the interest thereon on the dates and place and in the manner stated therein, according to the true intent and meaning thereof; and, for such budgeting, appropriation and payment, the Township has pledged and does pledge, irrevocably, its full faith, credit and taxing power. The Note will follow the guidelines of the Local Government Unit Debt Act so annual debt service will remain level or declining.

This Note may be prepaid at the option of the Township in whole at any time without penalty upon payment of the principal thereof and accrued interest to the prepayment date.

The Township, in the Ordinance, has established a sinking fund with the Bank, as the sinking fund depository, into which funds for the payment of the principal of and the interest on this Note shall be deposited not later than the date fixed for the disbursement thereof. The Township has covenanted, in the Ordinance, to make payments out of such sinking fund or out of any other of its revenues or funds, at such times in such annual amounts, as shall be sufficient for prompt and full payment of all obligations of this Note.

This Note is a "qualified tax-exempt obligation", as defined in Section 265(b)(3)(B) of the Internal Revenue Code of 1986, as amended (the "Code"), for purposes and effect contemplated by Section 265 of the Code (relating to expenses and interest relating to tax-exempt income of certain financial institutions).

If the Bank shall merge or change its identity or assign this Note, the Bank shall give written

notice of such action to the Township, which notice shall direct the Township to make payments hereunder henceforth to the appropriate successor or assignee. Such notice shall be effective if given not less than fifteen (15) days prior to any date for the payment of principal and interest thereunder, or for the prepayment of principal, if notice of prepayment shall have been given to the Bank.

Reference is hereby made to the Ordinance and to the Note Purchase Proposal between the Township and the Bank for a statement of the nature, extent and manner of enforcement of the security, the terms and conditions under which the Ordinance may be amended or modified, the rights of the holder of the Note in respect to such security, and the terms and conditions under which the Note is issued. The Township has established with the Bank a sinking fund for the Note and has made provision for the deposit therein from its general revenues, of amounts sufficient to pay, and from which the Bank, as paying agent and sinking fund depository, is required to pay, the principal of and interest on the Note as the same shall become due and payable.

It is hereby certified that: (i) all acts, conditions and things required to be done, to happen or to be performed as conditions precedent to and in issuance of this Note or in creation of the debt of which this Note is evidence have been done, have happened or have been performed in due and regular form and manner, as required by law; and (ii) the debt represented by this Note, together with any other indebtedness of the Township, is not in excess of any limitation imposed by the Act upon the incurring of debt by the Township.

IN WITNESS WHEREOF, the Township has caused this Note to be executed in its name by the signature of the Chairman or Vice Chairman of the Board of the Township, and its seal to be affixed hereto, attested by the Secretary, all as of _____, 2021.

ENACTED AND ORDAINED this ____ day of _____, 2021.

ATTEST:

BOARD OF SUPERVISORS
OF HANOVER TOWNSHIP,
NORTHAMPTON COUNTY

By: _____
Elizabeth D. Ritter, Secretary

By: _____
John N. Diacogiannis, Chairman

CERTIFICATE OF REGISTRATION NOTICE.
NO WRITING HEREON EXCEPT
BY PAYING AGENT ON BEHALF OF THE MAKER

It is hereby certified that the foregoing Note is registered as to principal and interest as follows:

<u>Name of Registered Owner</u>	<u>Address of Registered Owner</u>	<u>Date of Registration</u>	<u>Paying Agent's Authorized signature</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

(FORM OF ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto _____ the within Note, and all rights thereunder, and hereby irrevocably constitutes and appoints _____ attorney to transfer said Note on the books of the within named Maker, with full power of substitution in the premises.

Tax Identification No.

Dated: _____

NOTICE: The signature on this assignment must correspond with the name as it appears upon the fact of the within note in every particular, without alteration or any change whatsoever.

Section 8. The Note shall be executed in the name of and on behalf of this Township by the signature or facsimile signature of the Chairman or Vice Chairman of the Board of the Township, and the official seal of this Township or a facsimile thereof shall be affixed thereunto, attested by the signature or facsimile signature of the Secretary. Attached hereto as Schedule A is the debt service schedule for the Note.

Section 9. This Township covenants to and with the holder or registered owner of the Note, from time to time, pursuant to this Ordinance, that this Township shall include the amount of the debt service thereon for each fiscal year of this Township in which such sums are payable, in its budget for each such fiscal year, shall appropriate such amounts to the payment of such debt service, and duly and punctually shall pay or shall cause to be paid the principal of the Note and the interest thereon on the dates and place and in the manner stated therein, according to the true intent and meaning thereof; and, for such budgeting, appropriation and payment, this Township shall and does pledge, irrevocably, its full faith, credit and taxing power. As provided in the Act, the foregoing covenant of this Township shall be enforceable specifically.

Furthermore:

(a) There are created pursuant to Section 8221 of the Act, sinking funds for the Note, to be known as the "Sinking Fund, General Obligation Note, Series of 2022", or the "2022 Note Sinking Fund", which sinking fund shall be administered in accordance with applicable provisions of the Act.

(b) From the funds deposited in the appropriate sinking fund, the Paying Agent, without further action of the Township, is hereby authorized and directed to pay the principal of and interest on the respective Note, and the Township hereby covenants that such monies, to the

extent required, will be applied to such purpose, as follows: the Paying Agent shall pay all interest and principal on each Note, as and when the same shall become due and payable.

Section 10. The Township appoints the Paying Agent as the Sinking Fund Depository with respect to the Sinking Fund created pursuant to Section 9 of this Ordinance.

Section 11. The Chairman or Vice Chairman of Township is authorized and directed to contract with the Bank for its services as Sinking Fund Depository and as Paying Agent in connection with the Note and is authorized and directed to execute on behalf of the Township at the appropriate time, a Paying Agent Agreement with the Bank in its capacity as Paying Agent for the Note. The Chairman or Vice Chairman and Township Manager are authorized to approve payment at closing on the sale of the Note of all costs and expenses incidental to such issuance and sale and consummation of the Project.

Section 12. The following additional terms and conditions shall apply, as appropriate, to the Note:

(a) Should the Township fail to provide the Paying Agent with sufficient funds, payable to the Sinking Fund, at appropriate intervals, so as to enable the Paying Agent to pay the principal and interest on the Note as and when due, or should the Township, through the Paying Agent, fail to make such payments as and when due, or should the Township fail to perform any other covenant or condition contained in this Ordinance and running to the benefit of the holder or registered owner of the Note, or contained in the Act as applicable to the Note, such failure shall constitute a default by the Township, and the registered owner of the Note shall be entitled to all the rights and remedies provided by the Act in the event of default. If any such default occurs, the Paying Agent may, and upon written request of the registered owner of the Note accompanied by indemnity in such form and in such amount as the Paying Agent shall designate or a Court of competent jurisdiction shall set and establish, shall bring suit upon the Note, or by other

appropriate legal or equitable action restrain or enjoin any acts by the Township which may be unlawful or in violation of the rights of the owner of the Note.

(b) With respect to the Note hereunder, when such 2022 Note shall be paid by the Township or the Paying Agent pursuant to the terms and provisions of this Ordinance, they shall be cancelled and cremated or otherwise destroyed by the Paying Agent, which shall then furnish the Township with a Certificate of Cremation or Destruction, if requested.

(c) The Note or any of them hereunder shall be deemed to be no longer outstanding if provision for payment at maturity or at redemption, such redemption having been irrevocably undertaken, shall have been made in a manner authorized under Section 8250(b) of the Act.

(d) With respect to the Note hereunder, the Township may, from time to time and at any time, enact a supplemental Ordinance in order to: (1) cure any ambiguity or formal defect or omission in this Ordinance or in any supplemental Ordinance, or (2) grant to or confer upon the owner of the Note any additional rights, remedies, powers, authority, or security that may be lawfully granted to or conferred upon it. This Ordinance may also be amended or modified from time to time, except with respect to the interest payable upon the Note, or with respect to the date of payments and maturity of the Note, and in the case of any such permitted amendment or modification, a certified copy of the same shall be filed with the Paying Agent following approval in writing by the owner of the Note, unless provision for payment or redemption of the Note has been made prior to the effective date thereof as provided in subsection (c) above.

Section 13. The Chairman or Vice Chairman or Township Manager of this Township, which shall include their duly qualified successors in office, if applicable, are authorized and directed as appropriate; (a) to prepare, to certify and to file the debt statement required by Section 8110 of the Act; (b) to prepare and file, as required with the Department of Community and Economic Development (the "Department") of the Commonwealth, statements required by Section

8024 or 8026 of the Act, which are necessary to qualify certain non-electoral and lease rental debt of this Township and, if necessary, the debt which will be evidenced by the Note to be issued hereunder, as subsidized or self-liquidating debt; (c) to prepare, execute and to file the application with the Department, together with a complete and accurate transcript for the proceedings relating to the incurring of debt, of which debt the Note, upon issue, will be evidence, as required by Section 8111 of the Act; (d) to pay or to cause to be paid to the Department all proper filing fees required by the Act in connection with the foregoing; and (e) to take other required, necessary and/or appropriate action.

Section 14. It is declared that the debt to be incurred by the issuance of the Note hereby, together with any other indebtedness of the Township, is not in excess of any limitation imposed by the Act upon the incurring of debt by the Township.

Section 15. (a) The Township hereby covenants with the registered owners, from time to time, of the 2022 Note that no part of the proceeds of the 2022 Note or of any monies on deposit with the Paying Agent and Sinking Fund Depository hereunder will be used, at any time, directly or indirectly, in a manner which, if such use had been reasonably expected on the date of issuance of the 2022 Note, would have caused the 2022 Note to be "arbitrage Note" within the meaning of Section 148 of the Internal Revenue Code of 1986 (the "Code") and the Regulations thereunder (the "Regulations") proposed or in effect at the time of such use and applicable to the 2022 Note, and that it will comply with the requirements of the section of the Code and the Regulations throughout the term of the 2022 Note.

(b) After review and consultation with its Financial Advisor, if the Township determines that in calendar year 2022 the total amount of obligations to be designated will not exceed the pertinent limits established by law, the Township shall designate the 2022 Bonds to be "Qualified Tax Exempt Obligations" pursuant to Section 265(b)(3) of the Code, and

represent and covenant that the total amount of its obligations so designated and to be designated during the current year does not and will not exceed the limits established by law.

(c) If the total tax-exempt borrowings of the Township in the calendar year 2022 should exceed the applicable exemption limitation, and if the gross proceeds of the 2022 Note is invested at a yield greater than the yield on the 2022 Note and are not expended within six months from the date of issuance, or within the applicable periods therefrom and in the applicable percentages if Section 148(f)(4)(C)(ii) shall be applicable, the Township covenants that it will “Rebate” to the U.S. Treasury, at the times and in the manner required by the Code, all investment income derived from investing the proceeds of the 2022 Note in an amount which exceeds the amount which would have been derived from the investment of the proceeds of the 2022 Note at a yield not in excess of the yield on the Note. Provided however, that the Chairman or Vice Chairman of the Township Board and the Township Manager are hereby authorized on behalf of the Township to exercise an election to pay, in lieu of Rebate, a penalty pursuant to Section 148(f)(4)(C)(vii)(I), which election, if made in their discretion, shall be contained in the Township’s Non-Arbitrage Certificate with respect to the 2022 Note issued at closing thereon, and shall thereupon become binding upon the Township, in which case the Township shall pay the appropriate penalties, as applicable, as and when due, in lieu of Rebate.

Section 16. To the extent required, the Township does hereby covenant and agree, for the benefit of the holders of the Note from time to time, it will comply with the requirements of Rule 15c2-12 of the Securities and Exchange Commission (“SEC”) with respect to municipal securities disclosure and will execute and comply with an appropriate Continuing Disclosure Certificate as approved by Note counsel as long as the Note is outstanding but only as required.

Section 17. Proper officers of this Township are authorized and directed to deliver the Note, upon execution thereof as provided for herein, to the Bank, but only upon receipt of proper

payment of the balance due or the amount then to be drawn thereon, and only after the Department has certified its approval pursuant to Section 8111 of the Act, and to pay or direct the payment of the costs of issuance and comply with the Note Purchase Proposal requirements, including any fees due and payable to the Bank.

Section 18. In the event that any provision, section, sentence, clause or part of this Ordinance shall be held invalid, such invalidity shall not affect or impair any remaining provision, section, sentence, clause or part of this Ordinance, it being the intent of the Township that such remainder shall be and shall remain in full force and effect.

Section 19. All Ordinances or parts of Ordinances, insofar as the same shall be inconsistent herewith, shall be and the same expressly are repealed.

Section 20. This Ordinance shall be effective in accordance with Sections 8003(c) of the Act.

HANOVER TOWNSHIP
NORTHAMPTON COUNTY, PENNSYLVANIA

IN RE:

2022 FINANCING PROJECT : BORROWING ORDINANCE
 : CERTIFICATE OF ENACTMENT

CERTIFICATE

I, the undersigned, Secretary of the Board of Supervisors of the Hanover Township, Northampton County, Pennsylvania (the "Township"), certify that:

The foregoing is a true and correct copy of an Ordinance which duly was enacted finally by affirmative vote of a majority of all members of the Board of Supervisors of the Township at a meeting duly held on the 21st day of December 2021; said Ordinance duly has been recorded in the Minute Book of the Board of Supervisors; notices with respect to enactment (both before and after enactment) of said Ordinance have been published as required by law; and said Ordinance has not been amended, altered, modified, or repealed as of the date of this certificate.

I further certify that:

The total number of members of the Board of Supervisors of the Township is five (5); the vote of the members of the Board of Supervisors upon said Ordinance was called and duly was recorded upon the Minutes of said meeting; and members of the Board of Supervisors voted upon said Ordinance in the following manner:

John N. Diacogiannis	_____
Michael J. Prendeville	_____
Jeffrey M. Warren	_____
John D. Nagle	_____
Susan A. Lawless, Esq.	_____

IN WITNESS WHEREOF, I set my hand and affix the official seal of the Township, this 21st day of December, 2021.

Secretary

TOWNSHIP OF HANOVER
GENERAL OBLIGATION NOTE, SERIES OF 2022
\$7,500,000

<u>Date</u>	<u>Principal</u>	<u>Rate</u>	<u>Interest</u>	<u>Semi-Annual Debt Service</u>	<u>Fiscal Year Debt Service</u>
10/1/2022		1.470	75,337.50	75,337.50	75,337.50
4/1/2023	326,000	1.470	55,125.00	381,125.00	
10/1/2023		1.470	52,728.90	52,728.90	433,853.90
4/1/2024	330,000	1.470	52,728.90	382,728.90	
10/1/2024		1.470	50,303.40	50,303.40	433,032.30
4/1/2025	335,000	1.470	50,303.40	385,303.40	
10/1/2025		1.470	47,841.15	47,841.15	433,144.55
4/1/2026	340,000	1.470	47,841.15	387,841.15	
10/1/2026		1.470	45,342.15	45,342.15	433,183.30
4/1/2027	345,000	1.470	45,342.15	390,342.15	
10/1/2027		1.470	42,806.40	42,806.40	433,148.55
4/1/2028	350,000	1.470	42,806.40	392,806.40	
10/1/2028		1.470	40,233.90	40,233.90	433,040.30
4/1/2029	356,000	1.470	40,233.90	396,233.90	
10/1/2029		1.470	37,617.30	37,617.30	433,851.20
4/1/2030	360,000	1.470	37,617.30	397,617.30	
10/1/2030		1.470	34,971.30	34,971.30	432,588.60
4/1/2031	365,000	1.470	34,971.30	399,971.30	
10/1/2031		1.470	32,288.55	32,288.55	432,259.85
4/1/2032	371,000	1.470	32,288.55	403,288.55	
10/1/2032		1.470	29,561.70	29,561.70	432,850.25
4/1/2033	376,000	1.470	29,561.70	405,561.70	
10/1/2033		1.470	26,798.10	26,798.10	432,359.80
4/1/2034	382,000	1.470	26,798.10	408,798.10	
10/1/2034		1.470	23,990.40	23,990.40	432,788.50
4/1/2035	387,000	1.470	23,990.40	410,990.40	
10/1/2035		1.470	21,145.95	21,145.95	432,136.35
4/1/2036	393,000	1.470	21,145.95	414,145.95	
10/1/2036		1.470	18,257.40	18,257.40	432,403.35
4/1/2037	399,000	1.470	18,257.40	417,257.40	
10/1/2037		1.470	15,324.75	15,324.75	432,582.15
4/1/2038	405,000	1.470	15,324.75	420,324.75	
10/1/2038		1.470	12,348.00	12,348.00	432,672.75
4/1/2039	411,000	1.470	12,348.00	423,348.00	
10/1/2039		1.470	9,327.15	9,327.15	432,675.15
4/1/2040	417,000	1.470	9,327.15	426,327.15	
10/1/2040		1.470	6,262.20	6,262.20	432,589.35
4/1/2041	423,000	1.470	6,262.20	429,262.20	
10/1/2041		1.470	3,153.15	3,153.15	432,415.35
4/1/2042	429,000	1.470	3,153.15	432,153.15	
10/1/2042					432,153.15
TOTALS	7,500,000		1,231,066.20	8,731,066.20	8,731,066.20

SCHEDULE A