

**TOWNSHIP OF FAIRVIEW,**  
York County, Pennsylvania

*RESOLUTION NO. 12*

WHEREAS, Messiah Home (the “Home”), a corporation not-for-profit organized and existing under laws of the Commonwealth of Pennsylvania, has purchased property in the Township of Fairview, York County, Pennsylvania for the purpose of building a continuing care retirement community and related facilities to be known as Fernecrest Village (“Fernecrest Village”); and

WHEREAS, Cumberland County Municipal Authority (the “Authority”), a municipal authority organized by the County of Cumberland, Pennsylvania under the Pennsylvania Municipality Authorities Act of 1945, as amended, now the Municipality Authorities Act, 53 Pa.C.S. Chapter 56, as amended (the “Authorities Act”), proposes to act as a conduit issuer and to issue tax-exempt obligations in the aggregate principal amount not to exceed \$14,000,000 (the “Obligations”) to finance up to \$3,100,000 of the costs of a capital project or projects to be undertaken that includes the planning, design, construction, equipping and furnishing of a model sales cottage, together with related site improvements at the Fernecrest Village site, together with related site improvements (the “Project”); and

WHEREAS, The Capital Project (collectively, the “Project”) will constitute the financing of a “health center” operated by a “nonprofit corporation,” all within the meaning of the Authorities Act; and

WHEREAS, Section 147(c) of the Internal Revenue Code of 1986, as amended (the “Code”), provides that tax-exempt obligations may not be issued for the benefit of persons other than state and local governments unless the issue is approved by the political subdivision within which the properties being financed or refinanced extend and the “applicable elected representative” of the governmental unit which will issue the tax-exempt obligations or, if such governmental unit has no

elected officials, then by an “applicable elected representative” of the next higher governmental unit (with an “applicable elected representative”), following a public hearing of which reasonable public notice is given; and

WHEREAS, The Authority has no elected representative, and this Township, as political subdivision within which the properties being financed or refinanced extend, is the next higher governmental unit with an elected representative, within the meaning of the Code; and

WHEREAS, Notice of a public hearing with respect to the Project and the proposed issuance of the Obligations by the Authority as tax-exempt obligations was given in accordance with the requirements of Section 147(c) of the Code; and

WHEREAS, A public hearing with respect to the Project and the issuance of the Obligations was held on October 24, 2024, at the time and place set forth in such Notice; and

WHEREAS, A summary of the public hearing, including the public questions and comments presented at the hearing, has been presented to and reviewed by the Board of Supervisors of this Township; and

WHEREAS, The Authority has asked this Township to authorize an officer of the Board of Supervisors to approve use of tax-exempt financing for the Project, following the public hearing and subject to such officer's review and consideration of the public comments, if any, received at the advertised public hearing.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THIS TOWNSHIP AS FOLLOWS:

1. The Board of Supervisors of this Township does hereby approve that the facilities constituting the Project shall be provided by or financed by the Authority.

2. The notice and holding of a public hearing as required by the Code with respect to the Obligations and the Project in the name of and on behalf of this Township by the Authority, its Solicitor or his delegate is hereby ratified, confirmed and approved.

3. The Board of Supervisors of this Township designates and authorizes its Chairman or Vice Chairman to execute and deliver on behalf of this Township a Certificate of Approval with respect to the Obligations, such Certificate of Approval to be substantially in the form attached hereto as Exhibit A.

4. The approval(s) granted or to be granted by this Resolution shall not, in any way, pledge or obligate the credit or taxing power of this Township, nor shall this Township be liable for the payment of the principal of, or interest on, any obligations issued by the Authority as contemplated herein.

5. Nothing in this Resolution is intended to be, nor shall it be construed as, an approval of the Obligations or of the Project by this Township for any purposes other than the public approval requirement of Section 147(f) of the Code.

6. All prior actions of this Township and of the Authority taken in conformity with the intent and purposes of this Resolution are ratified, confirmed and approved.

7. All prior resolutions or parts of resolutions, insofar as such shall be inconsistent herewith, shall be and the same expressly are repealed.

DULY ADOPTED this 28<sup>th</sup> day of October, 2024, by the Board of Supervisors of the Township of Fairview, York County, Pennsylvania, in lawful session duly assembled.

ATTEST:

TOWNSHIP OF FAIRVIEW,  
York County, Pennsylvania

  
\_\_\_\_\_  
Secretary of the Township

By:   
\_\_\_\_\_  
(Vice) Chairman of the  
Board of Supervisors

(SEAL)

EXHIBIT A  
(FORM OF CERTIFICATE OF APPROVAL)

**TOWNSHIP OF FAIRVIEW,  
York County, Pennsylvania**

**CERTIFICATE OF APPROVAL**

The undersigned, being the applicable elected representative of the Township of Fairview, Cumberland County, Pennsylvania (the “Township”), a political subdivision of the Commonwealth of Pennsylvania, does hereby approve the use of tax-exempt financing in the maximum amount set forth below for a project that includes the planning, design, construction, equipping and furnishing of a model sales cottage, together with related site improvements at the Fernecrest Village site located at and near 100 Spanglers Mill Road, Fairview Township, York County, Pennsylvania (“Fernecrest”), and the payment of related costs and expenses, including costs of issuance of the Bonds (collectively, the “Project”). Such financing shall be evidenced by a tax-exempt obligation or obligations to be issued by CUMBERLAND COUNTY MUNICIPAL AUTHORITY (the “Authority”). This Approval is being given after due consideration of the minutes of a public hearing on the matter held on the date and at the time and place set forth below following reasonable public notice:

**Applicant:** Messiah Home, d/b/a Messiah Lifeways at Messiah Village

**Operator or Manager of Facility:** Messiah Home, d/b/a Messiah Lifeways at Messiah Village

**Maximum Aggregate Face Amount of Tax-Exempt Obligations to be Issued With Respect to the Facility:** \$14,000,000

**Functional Description of the Type and Use of Facilities Being Financed:** planning, design, construction, equipping and furnishing of a model sales cottage, together with related site improvements of a new continuing care retirement community

**Location of Facilities being Financed:** At or near 100 Spanglers Mill Road in the Township of Fairview, York County, Pennsylvania

**Time, Date and Place of Public Hearing:** 2:00 p.m., prevailing local time, Thursday, October 24, 2024, at Martson Law Offices, 10 East High Street, Carlisle, Pennsylvania.

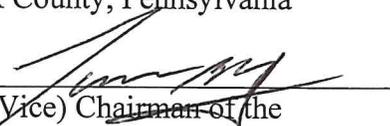
**Notice of Public Hearing:** Notice of Hearing was advertised in the Patriot News on October 17, 2024:

**Synopsis of Hearing:** A Synopsis of the Hearing was prepared and submitted by Bond Counsel to the Applicant and is on file with the Secretary of the Township.

This Approval is given by the Township as by the political subdivision within which the properties being financed or refinanced extend, and solely for the purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended. The obligations to be issued shall not constitute a debt or obligation of the Township, and the Township hereby assumes no obligation whatsoever with respect to payment of the same. This Certificate of Approval is not intended to be, nor shall it be construed as, an approval of the obligations to be issued by the Authority or of the Project for any purpose other than the public approval requirement of Section 147(f) of the Code.

IN WITNESS WHEREOF, the undersigned, being duly authorized to act on behalf of the Board of Supervisors of the Township, has executed this Approval this 28th day of October 28, 2024.

TOWNSHIP OF FAIRVIEW,  
York County, Pennsylvania

By:   
(Vice) Chairman of the  
Board of Supervisors

CERTIFICATE

I, the undersigned (Assistant) Secretary of the Township of Fairview, York County, Pennsylvania (the "Township"), certify: that the foregoing is a true and correct copy of a Resolution that duly was adopted by affirmative vote of a majority of all members of the Board of Supervisors of the Township at a meeting duly convened and held according to law on October 28, 2024, at which meeting a quorum was present; that said Resolution duly has been recorded in the minutes of the said Board; and that said Resolution is in full force and effect, without amendment, alteration or repeal, as of the date of this Certificate.

I further certify that said Board met the advance notice and public comment requirements of the Sunshine Act, 65 Pa.C.S. §701, *et seq.*, by advertising the time and place of said meeting, by posting prominently a notice of said meeting at the principal office of the Township or at the public building in which said meeting was held, and by providing a reasonable opportunity for public comment at such meeting prior to adopting said Resolution, all as required by such Act.

IN WITNESS WHEREOF, I set my hand and affix the official seal of the Township, this 28<sup>th</sup> day of October, 2024.



\_\_\_\_\_  
(Assistant) Secretary of the Township

(SEAL)