

**RESOLUTION 18-2019
OF THE TOWNSHIP OF WEST GOSHEN,
CHESTER COUNTY, PENNSYLVANIA**

A RESOLUTION AUTHORIZING THE CONVERSION OF ALL OR A PORTION OF THE GENERAL OBLIGATION NOTES, 2014 SERIES (THE "PARTICIPANT NOTE") ISSUED BY THE TOWNSHIP OF WEST GOSHEN (THE "PARTICIPANT") TO A NEW LOAN FIXED RATE AND THE REPEAL OF ANY INCONSISTENT RESOLUTIONS.

WITNESSETH:

WHEREAS, the Participant issued the General Obligation Notes, 2014 Series (the "Participant Note") to the Delaware Valley Regional Finance Authority ("DelVal"); and

WHEREAS, the Participant has an option to terminate the Loan Fixed Rate on all or a portion of the Participant Note on any interest payment date on or after January 25, 2019; and

WHEREAS, exercising the option and converting to a new Loan Fixed Rate would reduce debt service costs and hedge against increases of interest rates in the future.

NOW, THEREFORE, BE IT ADOPTED BY THE BOARD OF SUPERVISORS OF THE TOWNSHIP OF WEST GOSHEN, CHESTER COUNTY, PENNSYLVANIA, AND IT IS HEREBY RESOLVED AND ADOPTED BY THE AUTHORITY OF SAID BOARD OF SUPERVISORS THAT:

SECTION 1. AUTHORIZATION TO EXECUTE THE CONVERSION DOCUMENTS

The Board of Supervisors hereby authorizes and directs (i) the exercise of the option and the conversion of all or a portion of the Participant Note to a new Loan Fixed Rate and (ii) the acceleration of the repayment of the Participant Note to provide more level annual debt service payments. The Board of Supervisors hereby approves the forms of the documents required to convert all or a portion of the Participant Note to a Loan Fixed Rate (collectively, the "Conversion Documents"), attached hereto. The Chairman or Vice Chairman and the Secretary (the

“Authorized Officers”) are hereby authorized to execute and deliver the Conversion Documents, but with such alterations, deletions and additions as they may approve (such approval to be conclusively established by the execution of the Conversion Documents by the Authorized Officers).

SECTION 2. CONFLICTING RESOLUTIONS

All resolutions or parts of resolutions not in accord with this Resolution are hereby repealed insofar as they conflict herewith.

IN WITNESS WHEREOF, we, the undersigned Authorized Officers, have hereunto set our signatures and affixed hereto the Seal of the TOWNSHIP OF WEST GOSHEN, Chester County, Pennsylvania.

Dated: October 15, 2019

ROBIN STUNTEBECK
Chair, Board of Supervisors

[Seal]

ATTEST:

CASEY LALONDE
Secretary, Board of Supervisors

**TOWNSHIP OF WEST GOSHEN
CHESTER COUNTY, PENNSYLVANIA
GENERAL OBLIGATION NOTES, 2014 SERIES**

FIXED RATE CONVERSION REQUEST

Pursuant to Section 4.01 of the Loan Agreement, the TOWNSHIP OF WEST GOSHEN, Chester County, Pennsylvania (the "Participant"), hereby requests the DELAWARE VALLEY REGIONAL FINANCE AUTHORITY ("DeIVal") to exercise the option to terminate the current Loan Fixed Rate and to convert the principal amounts of the General Obligation Notes, 2014 Series (collectively, the "Participant Note"), as set forth on the schedules attached hereto, to a new Loan Fixed Rate. Pursuant to Section 6.01 of the Loan Agreement, the Participant hereby requests that the principal repayments of the Participant Note be accelerated to provide more level annual debt service payments after the conversion to the new Loan Fixed Rate.

The Participant acknowledges, pursuant to Section 6.01 of the Loan Agreement, that the Participant may prepay all or a portion of the Participant Note that is subject to the Loan Fixed Rate or may terminate the Loan Fixed Rate by giving at least thirty days of written notice to DeIVal. THE PARTICIPANT SHALL PAY THE COSTS, IF ANY, INCURRED BY DELVAL TO TERMINATE THE INTEREST RATE SWAP TRANSACTION EXECUTED BY DELVAL TO PROVIDE THE LOAN FIXED RATE TO THE PARTICIPANT.

IN WITNESS WHEREOF, we, the undersigned Authorized Officers, have hereunto set our signatures and affixed hereto the Seal of the TOWNSHIP OF WEST GOSHEN, Chester County, Pennsylvania.

Dated: October 15, 2019

ROBIN STUNTEBECK
Chair, Board of Supervisors

[Seal]

ATTEST:

CASEY LALONDE
Secretary, Board of Supervisors

**GENERAL OBLIGATION NOTES, 2014 SERIES
PRINCIPAL TO BE CONVERTED TO A LOAN FIXED RATE**

<i>Maturity Date</i>	<i>Principal Amount</i>
25-Jan-20	\$ 452,000.00
25-Jan-21	465,000.00
25-Jan-22	478,000.00
25-Jan-23	492,000.00
25-Jan-24	506,000.00
25-Jan-25	521,000.00
25-Jan-26	536,000.00
25-Jan-27	551,000.00
25-Jan-28	569,000.00
Total	<u>\$ 4,570,000.00</u>

**TOWNSHIP OF WEST GOSHEN
CHESTER COUNTY, PENNSYLVANIA
GENERAL OBLIGATION NOTES, 2014 SERIES**

NOTICE OF FIXED RATE CONVERSION

Pursuant to Section 4.01 of the Loan Agreement, the DELAWARE VALLEY REGIONAL FINANCE AUTHORITY (“DelVal”) hereby submits the Loan Fixed Rate that would apply to the Fixed Rate Conversion Request (the “Request”) submitted by the TOWNSHIP OF WEST GOSHEN, Chester County, Pennsylvania (the “Participant”), for its General Obligation Notes, 2014 Series (collectively, the “Participant Note”). Pursuant to the Request, the terms of the Loan Fixed Rate are set forth on the schedule attached hereto.

The Participant acknowledges, pursuant to Section 6.01 of the Loan Agreement, that the Participant may prepay all or a portion of the Participant Note that is subject to the Loan Fixed Rate or may terminate the Loan Fixed Rate by giving at least thirty days of written notice to DelVal. The Participant may terminate the Loan Fixed Rate or prepay all or a portion of the Participant Note, with no penalty, on or after any interest payment date beginning on _____ (the “Option Date”). PRIOR TO THE OPTION DATE, THE PARTICIPANT SHALL PAY THE COSTS, IF ANY, INCURRED BY DELVAL TO TERMINATE THE INTEREST RATE SWAP TRANSACTION EXECUTED BY DELVAL TO PROVIDE THE LOAN FIXED RATE TO THE PARTICIPANT.

IN WITNESS WHEREOF, the undersigned authorized officer of the Program Administrator of the DELAWARE VALLEY REGIONAL FINANCE AUTHORITY hereby accepts the terms of the Notice of Fixed Rate Conversion.

Dated:

LUCIEN B. CALHOUN
President, Calhoun Baker Inc.
Program Administrator

IN WITNESS WHEREOF, we, the undersigned Authorized Officers, have hereunto set our signatures and affixed hereto the Seal of the TOWNSHIP OF WEST GOSHEN, Chester County, Pennsylvania.

Dated: October 15, 2019

ROBIN STUNTEBECK
Chair, Board of Supervisors

[Seal]

ATTEST:

CASEY LALONDE
Secretary, Board of Supervisors

**GENERAL OBLIGATION NOTES, 2014 SERIES
LOAN FIXED RATE CONVERSION
ESTIMATED DEBT SERVICE PAYMENTS**

<i>Fiscal Year Ending</i>	<i>Principal Amount (1)</i>	<i>Interest Rate (2)</i>	<i>Interest Payment (3)</i>	<i>Total Payment</i>
25-Dec-19	\$ -			
25-Dec-20	478,000.00			
25-Dec-21	485,000.00			
25-Dec-22	492,000.00			
25-Dec-23	500,000.00			
25-Dec-24	507,000.00			
25-Dec-25	515,000.00			
25-Dec-26	523,000.00			
25-Dec-27	531,000.00			
25-Dec-28	<u>539,000.00</u>			
Total	<u>\$ 4,570,000.00</u>			

- (1) Principal is payable annually, commencing on: 25-Jan-20
- (2) Fixed rate terminates on: 25-Jan-28 Option date:
Rate assumes spread for the DelVal administrative expenses and net
payments on debt service and interest rate swap agreements equals 0.40%.
- (3) Interest is payable monthly, commencing on: 25-Oct-19
- Interest accrues from: 25-Sep-19



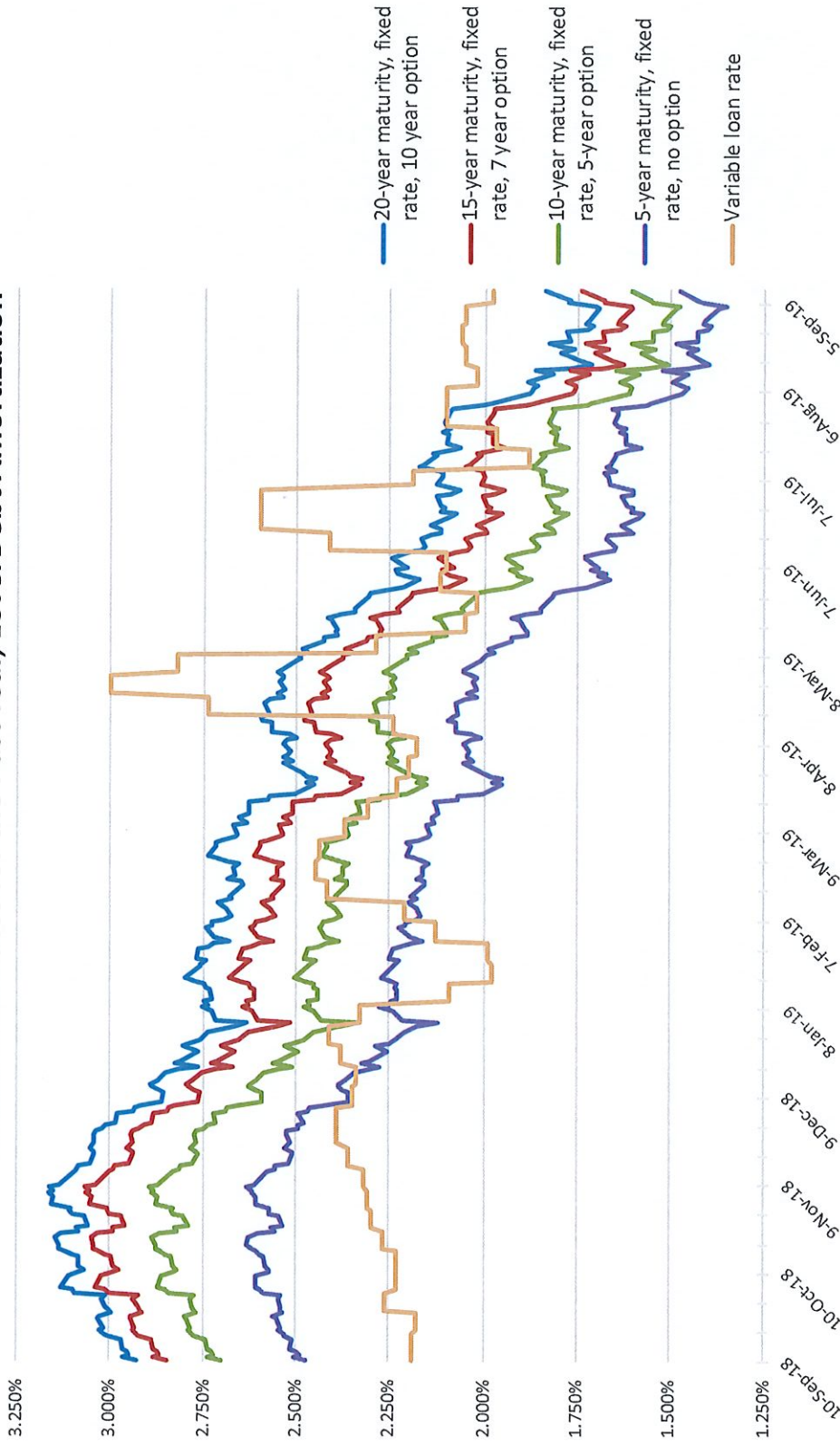
**Township of West Goshen
General Obligation Notes, 2014 Series
Pro Forma Conversion Options**

Fiscal Year	Alternative 1				Alternative 2				Current Rate			
	Principal	Rate	Interest	Total	Principal	Rate	Interest	Total	Principal	Rate	Interest	Total
25-Dec-19	\$ -	1.541%	\$ 17,603	\$ 17,603	\$ -	1.507%	\$ 17,217	\$ 17,217	\$ -	2.787%	\$ 31,841	\$ 31,841
25-Dec-20	478,000	1.541%	63,659	541,659	478,000	1.507%	62,267	540,267	452,000	2.787%	115,818	567,818
25-Dec-21	485,000	1.541%	56,196	541,196	485,000	1.507%	54,967	539,967	465,000	2.787%	102,889	567,889
25-Dec-22	492,000	1.541%	48,625	540,625	492,000	1.507%	47,561	539,561	478,000	2.787%	89,597	567,597
25-Dec-23	500,000	1.541%	40,931	540,931	500,000	1.507%	40,036	540,036	492,000	2.787%	75,918	567,918
25-Dec-24	507,000	1.541%	33,129	540,129	507,000	1.507%	32,404	539,404	506,000	2.787%	61,848	567,848
25-Dec-25	515,000	1.541%	25,205	540,205	515,000	1.507%	24,653	539,653	521,000	2.787%	47,363	568,363
25-Dec-26	523,000	1.541%	17,157	540,157	523,000	1.507%	16,782	539,782	536,000	2.787%	32,459	568,459
25-Dec-27	531,000	1.541%	8,986	539,986	531,000	1.507%	8,790	539,790	551,000	2.787%	17,138	568,138
25-Dec-28	539,000	1.541%	692	539,692	539,000	1.507%	677	539,677	569,000	2.787%	1,322	570,322
Total	\$ 4,570,000		\$ 294,581	\$ 4,864,581	\$ 4,570,000		\$ 288,136	\$ 4,858,136	\$ 4,570,000		\$ 544,352	\$ 5,114,352

(1) The Note can be prepaid or the rate can be reset, with no penalty, on or after this date.

Delaware Valley Regional Finance Authority
Calhoun Baker Inc., Program Administrator
Market rates as of: 9-Sep-19

DeVal Loan Rates for the Past Year, Level Debt Amortization



Loan Option	Average Loan Rate			Rate as of 9-Sep-19
	Past Year	Past 6-Months	Past 3-Months	
20-year maturity, fixed rate, 10 year option	2.56%	2.22%	1.98%	1.84%
15-year maturity, fixed rate, 7 year option	2.45%	2.11%	1.87%	1.74%
10-year maturity, fixed rate, 5-year option	2.28%	1.95%	1.72%	1.61%
5-year maturity, fixed rate, no option	2.07%	1.76%	1.56%	1.47%
Variable rate loan	2.26%	2.25%	2.16%	1.98%

Source: Calhoun Baker Inc.