

**RESOLUTION OF THE CITY OF MORGANTOWN, WEST VIRGINIA DECLARING ITS OFFICIAL INTENT TO BE REIMBURSED FROM THE PROCEEDS OF BONDS TO BE ISSUED BY THE MORGANTOWN BUILDING COMMISSION FOR EXPENDITURES IN CONNECTION WITH THE DESIGN, ACQUISITION, CONSTRUCTION, FURNISHING AND EQUIPPING OF IMPROVEMENTS TO CERTAIN RECREATIONAL FACILITIES OF THE CITY, INCLUDING RENOVATION OF THE MORGANTOWN ICE ARENA AND CONSTRUCTION OF A NEW SWIMMING POOL AT MARILLA PARK, MADE PRIOR TO THE ISSUANCE OF TAX-EXEMPT LEASE REVENUE BONDS OR OTHER OBLIGATIONS**

WHEREAS, Treasury Regulations Section 1.150-2 (the “**Reimbursement Regulation**”) sets forth the rules for determining when proceeds of bonds or other obligations are deemed spent for purposes of applying Sections 103 and 141 through 150 of the Internal Revenue Code of 1986, as amended (the “**Code**”), including the arbitrage yield restrictions and rebate requirements under Code Section 148, if the proceeds are used to reimburse expenditures made prior to the date of issue of the bonds or other obligations;

WHEREAS, the Reimbursement Regulation requires that a declaration of official intent to reimburse the expenditures (“**Declaration of Official Intent**”) be made not later than sixty (60) days after payment of the “original expenditure,” as such term is defined in the Reimbursement Regulation (the “**Original Expenditures**”), and that an allocation in writing evidencing use of proceeds of a reimbursement bond to reimburse an Original Expenditure be made within eighteen (18) months after the later of the date the Original Expenditure is paid or the date the project is placed in service or abandoned, but in no event later than three (3) years after the Original Expenditure is paid;

WHEREAS, The City of Morgantown, West Virginia (the “**City**”) wishes to take such action as is necessary or permitted to comply with the Reimbursement Regulation;

WHEREAS, the City and the City’s Board of Parks and Recreation Commissioners (“**BOPARC**”) intend to request the assistance of the Morgantown Building Commission (the “**Building Commission**”), pursuant to the provisions of West Virginia Code Section 8-33-1, *et seq.* (the “**Building Commission Act**”) in the design, acquisition, construction, furnishing and equipping of improvements to certain of the City’s recreational facilities operated and maintained by BOPARC, including the renovation of the Morgantown Ice Arena, together with all appurtenant facilities (the “**Ice Arena Project**”), and the demolition of the existing Marilla Park swimming pool and construction of a new swimming pool at Marilla Park, together with all appurtenant facilities (the “**Marilla Pool Project**” and together with the Ice Arena Project, the “**Projects**”), and the financing of all or a portion of the costs thereof through the issuance by the Building Commission of not more than \$29,000,000 in aggregate principal amount of lease revenue bonds, in one or more series (the “**Bonds**”); and

WHEREAS, the City and/or BOPARC expect to make Original Expenditures relating to the design, acquisition, construction and equipping of the Projects prior to the issuance of the Bonds by the Building Commission;

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF MORGANTOWN, WEST VIRGINIA, AS FOLLOWS:**

1. This is a Declaration of Official Intent within the meaning of Treasury Regulations Section 1.150-2.

2. The City intends and reasonably expects that Original Expenditures made by the City and/or BOPARC in connection with the Projects will be reimbursed with proceeds of the Bonds to be issued by the Building Commission pursuant to the Building Commission Act, in order to finance costs of the Projects, to fund one or more reserve funds for the Bonds, if necessary and if funded from Bond proceeds, and to pay costs of issuance of the Bonds and related costs, including the premium for one or more bond insurance policies, if necessary. The Bonds are anticipated to be issued, in one or more series, in the maximum aggregate principal amount of not more than \$29,000,000.

3. The source of payment for Original Expenditures relating to the Projects to be reimbursed from proceeds of the Bonds will be cash dispersed from BOPARC's Sales Tax Account held at United Bank.

4. The Mayor and City Manager of the City and the Chairman of the Building Commission are hereby authorized, empowered and directed to take any additional action necessary to comply with the requirements of the Reimbursement Regulation so that Bond proceeds used to reimburse expenditures which are the subject of this Declaration of Official Intent will be deemed spent, including making an allocation in writing evidencing the use of proceeds of the Bonds to reimburse an Original Expenditure within eighteen (18) months after the later of the date the Original Expenditure is paid or the date the Projects are placed in service or abandoned, but in no event later than three (3) years after the Original Expenditure is paid.

5. The appropriate officials of the City and the Building Commission, including without limitation the Mayor, the City Manager and the City Clerk of the City and the Chairman of the Building Commission, are hereby authorized and directed to execute and deliver for and on behalf of the City and the Building Commission, respectively, any or all additional certificates and other documents and to perform all other acts they may deem necessary or appropriate in order to implement and carry out the matters authorized in this resolution.

6. This Resolution shall become effective upon the date of its adoption.

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Adopted this \_\_\_\_ day of \_\_\_\_\_, 2022.

THE CITY OF MORGANTOWN,  
WEST VIRGINIA

Mayor

City Manager

**CERTIFICATION**

The undersigned, being the duly qualified, elected and acting City Clerk of The City of Morgantown, does hereby certify that the foregoing Resolution was duly adopted by the City Council of The City of Morgantown at a regular meeting duly held, pursuant to proper notice thereof, on \_\_\_\_\_, 2022, a quorum being present and acting throughout, and which Resolution has not been modified, amended or revoked and is a true, correct and complete copy thereof as of this \_\_\_\_, 2022.

By: \_\_\_\_\_

\_\_\_\_\_  
City Clerk