ADAMS TOWNSHIP
BUTLER COUNTY, PENNSYLVANIA

ORDINANCE No. 184

AN ORDINANCE SIGNIFYING THE INTENT AND DESIRE OF THE BOARD OF SUPERVISORS OF THE ADAMS TOWNSHIP, BUTLER COUNTY, PENNSYLVANIA, TO ESTABLISH AN AREA WITHIN SAID TOWNSHIP AS A NEIGHBORHOOD IMPROVEMENT DISTRICT UNDER THE PROVISIONS OF THE "NEIGHBORHOOD IMPROVEMENT DISTRICT ACT", 73 PA. C.S. §831 *ET SEQ.*, AS AMENDED AND SUPPLEMENTED, TO BE KNOWN AS THE "QUINCY LOFTS APARTMENTS NEIGHBORHOOD IMPROVEMENT DISTRICT"; APPROVING THE NEIGHBORHOOD IMPROVEMENT DISTRICT PLAN INCLUDING THE RATE AND METHOD OF APPORTIONMENT OF SPECIAL ASSESSMENTS; DESIGNATING THE QUINCY LOFTS APARTMENTS NEIGHBORHOOD IMPROVEMENT DISTRICT MANAGEMENT ASSOCIATION AS THE NEIGHBORHOOD IMPROVEMENT DISTRICT MANAGEMENT ASSOCIATION TO ADMINISTER THE NEIGHBORHOOD IMPROVEMENT DISTRICT; AND AUTHORIZING THE TAKING OF ALL SUCH ACTION AS MAY BE NECESSARY OR APPROPRIATE TO CARRY OUT THE INTENT OF THIS ORDINANCE.

WHEREAS, Adams Township, Butler County, Pennsylvania (the "***Township***"), constitutes a municipality under the "Neighborhood Improvement District Act," 73 Pa. C.S. §831 *et seq.*, as amended and supplemented (the "***Act***"), and the Board of Supervisors of the Township constitutes a municipal corporation under the Act; and

WHEREAS, the Act provides that every municipal corporation will have the power to, among other things, establish within the municipality an area or areas designated as a Neighborhood Improvement District (the "***NID***") and establish an authority or designate an existing nonprofit corporation to serve as the Neighborhood Improvement District Management Association (the "***NIDMA***") to administer the NID; and

WHEREAS, a final Quincy Lofts Apartments Neighborhood Improvement District Plan (the "***NID Plan***") was developed, in such form and containing such information as required by Section 835© of the Act, to plan for financing and constructing infrastructure and other improvements within the Township, including, but not limited to, site preparation, roadways and sidewalks, stormwater management, sanitary sewer, waterlines, electric and gas distribution, offsite traffic improvements and landscaping (the "***Public Improvements***") (such Public Improvements being further described in the NID Plan and in the Engineer's Report included in Exhibit B attached thereto) in connection with the development of the Quincy Lofts multi-family apartment project (the "***Apartments***") being constructed by CAG Quincy Heights Apts, LLC, an affiliate of Continental Development Ventures, LLC (the "***Developer***"), on a real estate parcel of approximately 11 acres located between future Roxsan Drive and future Quincy Boulevard, Adams Township (the "***Apartment Site***") as a component of a larger master planned development which includes, in addition to the Apartments, the construction of approximately 111 for-sale townhomes and single-family detached patio homes and retail space on approximately 48 acres of property (which includes the Apartment Site) of land all of which is located within the NID (collectively, the "***Development***"); and

WHEREAS, the NID Plan proposes the creation of a NID to be known as the "Quincy Lofts Apartments Neighborhood Improvement District"; and

WHEREAS, a public hearing was conducted on behalf of Board of Supervisors of the Township for the purpose of receiving comments from all Affected Owners within the NID following (i) distribution to all affected property owners (the "***Affected Owners***") within the proposed NID and lessees of Affected Owners within the proposed NID of both the NID Plan and a notice of the date, location and time of the public hearing, and (ii) duly advertising, as required by the Act, a notice of such public hearing; and,

WHEREAS, the Affected Owners and any lessees of Affected Owners expressed no objection to the provisions of the NID Plan; and

WHEREAS, as described within the NID Plan, the Board of Supervisors intends to authorize the NIDMA to impose special assessments on real property located within the NID in accordance with the provisions of the Rate and Method of Apportionment of Special Assessments included within the NID Plan, which methodology is in compliance with the provisions of Section 837 of the Act, in order to provide funds for the payment of bonds (the "***Bonds***"), and related administrative expenses, to be issued by Butler County Industrial Development Authority (the "***BCIDA***") to finance the Public Improvements within the Development; and

WHEREAS, the Board of Supervisors has determined to designate Quincy Lofts Apartments Neighborhood Improvement District Management Association, a Pennsylvania nonprofit corporation, to serve as the NIDMA for the NID, as proposed under the NID Plan; and

WHEREAS, in connection with the creation of the NID and the issuance of the Bonds by the BCIDA, the Township will be entering into (i) a NID Management Agreement with the NIDMA (the "***NID Management Agreement***"), as required by the Act and as provided for within the NID Plan, which provides that the NIDMA will impose Special Assessments, collect the Special Assessments and have the right to collect interest and penalties with respect to the delinquent Special Assessments; (ii) a Funding Agreement with the BCIDA, The Huntington National Bank, as bond trustee, the Developer and the NIDMA (the "***Funding Agreement***"); (iii) a Pledge and Security Agreement with the BCIDA and the NIDMA for the pledge and assignment of the interests of the Township and the NIDMA in and to the special assessments to serve as a source of payment and security for the Bonds and related administrative expenses (the "***Pledge and Security Agreement***"); and

WHEREAS, the Board of Supervisors intends to authorize all further actions that may be necessary or appropriate to carry out the intent and purposes of this ordinance, all in keeping with the provisions of the Act and in accordance with the NID Plan.

NOW THEREFORE, BE IT ORDAINED AND ENACTED by Adams Township, Butler County, Pennsylvania, in accordance with the Act, as follows:

Section 1. The Board of Supervisors hereby approves the NID Plan, attached hereto as Exhibit "A", and hereby designates the area or areas identified in the NID Plan as a NID. The name of the NID is the "Quincy Lofts Apartments Neighborhood Improvement District".

Section 2. The Board of Supervisors hereby designates the Quincy Lofts Apartments Neighborhood Improvement District Management Association as the NIDMA to administer programs, improvements, and services within the NID in accordance with the Act with duties and responsibilities to be set forth in a management agreement containing terms and provisions satisfactory to the

Township and the NIDMA. Board of Supervisors additionally hereby designates the Township Manager to serve as a designated member of the board of directors of the NIDMA.

***Section* 3**. The Board of Supervisors, pursuant to Section 837 of the Act, hereby authorizes the imposition by the NIDMA of special assessments on real property located within the NID in accordance with the Rate and Method of Apportionment of Special Assessments set forth in the NID Plan, such Rate and Method of Apportionment of Special Assessments being in compliance with Section 837 of the Act, and such Rate and Method of Apportionment of Special Assessments hereby is approved. The special assessments will provide, together with other available funds, for the payment of the Bonds, and related administrative expenses, to be issued by the BCIDA to finance the Public Improvements within the Development, all as provided for within the NID Plan. In addition, as set forth in the NID Plan, interest and penalties are hereby authorized to be imposed on the failure to timely pay Special Assessments, which interest and penalties are to be imposed at the same rates and the same amounts as would be applicable for failure to pay local, Township, real estate taxes on the parcels (without offering any discount for early payment), and collected in the same manner as interest and penalties under the Act and the Municipal Claim and Tax Lien Law (53 P.S. § 7101 *et seq.*).

Section 4. The Board of Supervisors hereby is authorized to take such further actions as are necessary or desirable to carry out the intent and purposes of this Ordinance, including but not limited to, the execution by the Chairman or Vice Chairman and Secretary of the Board of Supervisors of the NID Management Agreement, the Funding Agreement, the Pledge and Security Agreement, and other documents and agreements consistent with the Act and the NID Plan that the Township will need to enter into in furtherance of this Ordinance, in form and substance satisfactory to such officers and the Township's Solicitor and bond counsel, the execution and delivery of all such documents, instruments, agreements and certificates to constitute conclusive evidence of such satisfaction.

Section 5. This ordinance will take effect in accordance with applicable law.

Section 6. This ordinance will not be deemed in any way to be a pledge of the general credit of the Township for the payment of the Bonds and this ordinance will not be deemed in any way to obligate the Township for the payment of principal of, or interest on, the Bonds, or for any other claim based on the Bonds or any other document, instrument or agreement delivered in connection with the issuance of the Bonds.

DULY ENACTED AND ORDAINED this 23RD day of December, 2024, by the Board of Supervisors of the Adams Township, Butler County, Pennsylvania, in lawful session duly assembled.

[SIGNATURE PAGE FOLLOWS]

ATTEST:

Secretary

(SEAL)

ADAMS TOWNSHIP SUPERVISORS:

Chairman

Vice-Chairman

Supervisor

Supervisor

Supervisor