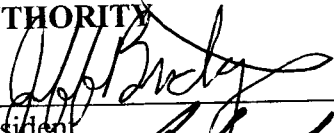
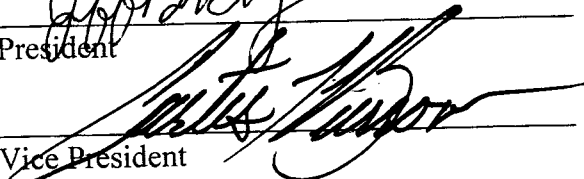


ALL OF WHICH IS PASSED AND RESOLVED BY THE GRIFFITH
REDEVELOPMENT AUTHORITY THIS 4th DAY OF JUNE, 2021.

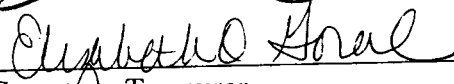
**GRIFFITH REDEVELOPMENT
AUTHORITY**



President



Vice President



Secretary-Treasurer

“Underwriter”). A bond purchase agreement evidencing the sale of the 2021 Bonds (the “Purchase Agreement”), between the Authority and the Underwriter, providing for the terms under which the Authority will sell its 2021 Bonds to the Underwriter, is hereby authorized and approved in a form and substance acceptable to the President or any other Officer of the Authority or the Town, based on the advice of counsel and consistent with the parameters of this Resolution. The President, or any other Officer of the Authority, is hereby authorized to execute the Purchase Agreement on behalf of the Authority together with such changes in form or substance as such Officers deem necessary or appropriate, such approval of the Purchase Agreement to be conclusively evidenced by the execution thereof.

SECTION SEVEN. Ratings; Credit Enhancement. If necessary, the President or any other Officer of the Authority is authorized and directed to take all steps necessary to procure a rating or ratings on the 2021 Bonds and to obtain bond insurance or other credit enhancement for the 2021 Bonds, to the extent such Officer determines, with the advice of the municipal advisor to the Authority, that such rating or ratings and credit enhancement may be in the best interest of the Authority and the Commission.

SECTION EIGHT. Other Actions. Any Officer or Member of the Authority is hereby authorized and directed, in the name and on behalf of the Authority, to take any and all such actions and to execute all such instruments, documents, agreements and certificates, including, but not limited to, the Indenture, the Purchase Agreement, the Preliminary Official Statement, the Final Official Statement, the Continuing Disclosure Contract, the 2014 Bonds Escrow Agreement or such other agreements to which the Authority is a party, as such Officer deems necessary or appropriate in order to carry out the Refunding and the intent of this Resolution, in such forms as such Officer or Officers executing the same shall deem proper, to be evidenced by the execution thereof. Any such instruments, documents and certificates heretofore executed and delivered and any such actions heretofore taken be, and hereby are, ratified and approved.

SECTION NINE. Effectiveness. This Resolution shall be in full force and effect from and after its adoption by the Authority.

SECTION THREE. Trust Indenture. The Trust Indenture authorizing the issuance of the 2021 Bonds, to be dated as of the date on which the 2021 Bonds are delivered (such indenture being referred to herein as the “Indenture”), by and between the Authority and BOKF, NA, as trustee (the “Trustee”), is hereby approved, in such form as the President or any other Officer of the Authority deems necessary or advisable, and the issuance, delivery and execution of the 2021 Bonds described therein are hereby approved. Either the President or any other Officer of the Authority is hereby authorized and directed to execute and deliver the Indenture and the 2021 Bonds, on behalf of the Authority, with such changes or modifications therein as the Officer executing the same may approve with the advice of counsel, such approval to be conclusively evidenced by the execution thereof, and any other Officer of the Authority is hereby authorized to attest the Indenture and the 2021 Bonds. Such Officers are authorized and directed after the sale of the 2021 Bonds to cause the Indenture to be completed by causing maturity amounts and interest rates on the 2021 Bonds and other appropriate items to be inserted or completed as appropriate.

SECTION FOUR. Escrow Agreement. In order to accomplish a defeasance of the 2014 Bonds under the terms of the 2014 Indenture, an Escrow Agreement, to be dated as of the date of issuance of the 2021 Bonds (the “2014 Bonds Escrow Agreement”), by and between the Authority and BOKF, NA, as Escrow Agent, is hereby approved in such form as the President or any other Officer of the Authority deems necessary or advisable. Either the President or any other Officer of the Authority is hereby authorized and directed to execute and deliver the 2014 Bonds Escrow Agreement, on behalf of the Authority, with such changes or modifications therein as the Officer executing the same may approve with the advice of counsel, such approval to be conclusively evidenced by the execution thereof, and any other Officer of the Authority is hereby authorized to attest the 2014 Bonds Escrow Agreement. Such Officers are authorized and directed after the sale of the 2021 Bonds to cause the 2014 Bonds Escrow Agreement to be completed by causing the appropriate items to be inserted or completed as appropriate.

SECTION FIVE. Official Statement; Continuing Disclosure Contract. A Preliminary Official Statement relating to the 2021 Bonds in form and substance acceptable to the President or any other Officer of the Authority (the “Preliminary Official Statement”), and the distribution thereof, are hereby approved, with such additions or deletions as may be approved by the President of the Authority. The President of the Authority is hereby authorized to deem and determine the Preliminary Official Statement as the near final Official Statement with respect to the 2021 Bonds for purposes of Rule 15c2-12, adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended (the “SEC Rule”), subject to completion in accordance with the SEC Rule and in a manner acceptable to the President of the Authority, and to place the Preliminary Official Statement into final form as the Final Official Statement of the Authority with respect to the 2021 Bonds (the “Final Official Statement”). The President or any other Officer of the Authority is authorized to sign the Final Official Statement, and by such signature, approve its distribution. The Authority and/or the Town, as appropriate, is authorized to execute and deliver a Continuing Disclosure Contract in favor of the holders of the 2021 Bonds (the “Continuing Disclosure Contract”) in compliance with the SEC Rule, which will be in such a form as may be deemed necessary, appropriate or desirable by the President and any other Officer of the Authority and/or the Town, with such changes in form or substance as such Officers executing the same may hereafter approve.

SECTION SIX. Sale of 2021 Bonds; Purchase Agreement. The Authority hereby authorizes the sale of the 2021 Bonds through a negotiated sale to Piper Sandler & Co. (the

WHEREAS, pursuant to the 2014 Original Lease, as consideration for the Leased Premises (as such term is defined in the 2014 Original Lease), the Commission has agreed to pay the Authority fixed annual rental payments, payable in advance in semiannual installments on July 15 and January 15 of each year; and

WHEREAS, in connection with the Refunding, it is necessary for the Authority to approve the Second Addendum to Lease (the “2021 Addendum to Lease”) for the purpose of reducing the annual lease rental payments due under the 2014 Original Lease to correspond with the reduced debt service owed with respect to the 2014 Project, plus certain annual administrative costs and expenses related to the 2021 Bonds, thereby realizing savings as a result of the Refunding; and

WHEREAS, the Authority now seeks to approve the 2021 Addendum to Lease pursuant to the Act; and

WHEREAS, the annual rentals payable by the Commission under the 2014 Original Lease, as amended by the 2021 Addendum to Lease (collectively, the “Lease”) will be pledged by the Authority to pay debt service on the 2021 Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE GRIFFITH REDEVELOPMENT AUTHORITY, AS FOLLOWS:

SECTION ONE. Authorization of Refunding and Issuance of 2021 Bonds. The Authority hereby determines that the Refunding will serve the public purposes for which the Authority was created as described in the Act, and the Refunding is hereby authorized and approved. For the purpose of carrying out the Refunding, the Authority hereby authorizes the issuance, sale, execution and delivery of the 2021 Bonds, in one or more series, pursuant to the Act and the Indenture (as defined below), in an original aggregate principal amount not to exceed \$11,000,000. The 2021 Bonds shall have a final maturity date no later than August 1, 2034, bearing interest at a rate in aggregate for the 2021 Bonds not exceeding six percent (6.0%) per annum, and may be sold at a price not less than ninety-nine percent (99.0%) of the aggregate principal amount of the 2021 Bonds. In connection with issuing the 2021 Bonds, either the President or any other Officer of the Authority is hereby authorized on behalf of the Authority (a) to cause a portion of the proceeds of the 2021 Bonds to be used to fund a debt service reserve for the 2021 Bonds or to pay the premium for a debt service reserve fund surety policy, and (b) to procure any credit enhancement for the 2021 Bonds, including, but not limited to, bond insurance, if, in the judgment of the President or any other Officer of the Authority, such actions would be advantageous for the marketing of the 2021 Bonds, and to execute any and all documents in connection with the procurement of such credit enhancement. The 2021 Bonds shall be secured by the lease rentals payable under the Lease.

SECTION TWO. 2021 Addendum to Lease. The President or Vice-President and the Secretary-Treasurer of the Authority are hereby authorized to approve, execute and deliver on behalf of the Authority the 2021 Addendum to Lease, to be dated as of the day on which the 2021 Bonds are issued, by and between the Authority, as Lessor, and the Commission, as Lessee, with such approval to be conclusively evidenced by the execution thereof, and any other Officer of the Authority is hereby authorized to attest the 2021 Addendum to Lease.

RESOLUTION NO. 2021-27

**A RESOLUTION OF THE GRIFFITH REDEVELOPMENT AUTHORITY
AUTHORIZING THE ISSUANCE OF REDEVELOPMENT AUTHORITY TAXABLE
LEASE RENTAL REFUNDING REVENUE BONDS, AUTHORIZING THE
EXECUTION OF A SECOND ADDENDUM TO A CERTAIN LEASE, AND
APPROVING CERTAIN MATTERS RELATED THERETO**

WHEREAS, the Griffith Redevelopment Authority (the “Authority”) has been established pursuant to the provisions of I.C. § 36-7-14.5 (the “Act”) as a separate body corporate and politic serving as an instrumentality of the Town of Griffith, Indiana, to finance local public improvements for lease to the Griffith Redevelopment Commission (the “Commission”), the governing body of the Town of Griffith Department of Redevelopment and the Redevelopment District of the Town of Griffith, Indiana; and

WHEREAS, the Authority, as Lessor, and the Commission, as Lessee, entered into a Lease, dated as of May 21, 2014, as amended by an Addendum to Lease, dated as of July 31, 2014 (collectively, the “2014 Original Lease”); and

WHEREAS, the Authority previously issued its Griffith Redevelopment Authority Lease Rental Revenue Bonds, Series 2014, dated July 31, 2014 (the “2014 Bonds”), in the original aggregate principal amount of Thirteen Million Five Hundred Thousand Dollars (\$13,500,000), pursuant to a Trust Indenture, dated as of July 31, 2014 (the “2014 Indenture”), between the Authority and The Huntington National Bank, as trustee (the “2014 Trustee”), to finance certain road improvements as set forth therein (the “2014 Project”), and pay costs incurred on the account of the issuance and sale of the 2014 Bonds; and

WHEREAS, the 2014 Bonds are currently outstanding in the aggregate principal amount of Ten Million Thirty-Five Thousand Dollars (\$10,035,000); and

WHEREAS, the provisions of I.C. § 36-7-14.5 authorize the refunding of bonds issued by the Authority; and

WHEREAS, due to favorable market conditions, the Authority now seeks to refund all or a portion of the outstanding 2014 Bonds (the “Refunded Bonds”) in order to effect a savings in the interest costs on the Refunded Bonds; and

WHEREAS, the Authority now seeks to authorize the issuance of one (1) or more series of refunding bonds designated as the “Griffith Redevelopment Authority Taxable Lease Rental Refunding Revenue Bonds, Series 2021” (with such additional or different series designation as may be determined to be necessary or appropriate), in the aggregate principal amount not to exceed \$11,000,000 (the “2021 Bonds”), for the purpose of providing funds to (a) effect an advance refunding of all or a portion of the Refunded Bonds, (b) if necessary, fund a debt service reserve fund or pay the premium for a debt service reserve fund surety policy, and (c) pay the costs incurred on the account of the issuance and sale of the 2021 Bonds, including any premiums for a municipal bond insurance policy or other form of credit enhancement for the 2021 Bonds (clauses (a) through and including (c), collectively, the “Refunding”); and