**REGULAR MEETING AGENDA**
**WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY**

**MONDAY, OCTOBER 19, 2026, at 3:30 PM**

1. Roll Call:

| | | | |
|---|---|---|---|
| Bruce J. Corna | _____ | Tony Pauly | _____ |
| Daniel J. Howard, Jr. | _____ | Victoria A. Ridenour | _____ |
| John P. Kline | _____ | Edward A. Sobota | _____ |
| Jennifer Miele | _____ | Thomas L. Sochacki | _____ |

Also present: James J. Conte, Esquire _____
Rebecca S. Lewis _____

2. Review of Minutes:

   a. Motion to waive formal reading and for acceptance of the Minutes of the Regular Meeting, September 21, 2026 (Exhibit A), and the Minutes of the Special Meeting, October 8, 2026 (Exhibit B).

   Motion by:_____ Seconded by:_____
   Approved:_____ Not approved:_____
   Comments:

3. Treasurer's Report:

   The prior Treasurer's Report dated 05/18/2026 through 09/21/2026 incorrectly identified the payee of Check 1060 as Yough School District, and incorrectly identified the payee of Check 1061 as Sewickley Township. The payee of both Check 1060 and Check 1061 is Westmoreland County Industrial Development Corp.

   a. Motion to approve corrected report of Treasurer dated 05/18/2026 through 09/21/2026 (Exhibit C) and current report of Treasurer dated 05/18/2026 through 10/19/2026 (Exhibit D).

   Motion by:_____ Seconded by:_____
   Approved:_____ Not approved:_____
   Comments:

4. Report of the Assistant Secretary.

   a. None.

5. Report of the Solicitor

   a. Discussion and request of Sand Hill Materials, Inc., for resolutions determining that undertaking a project for Sand Hill Materials, Inc., is a public purpose under the Act; authorizing the proper officers of the Authority to enter into an Agreement with Wells Fargo Equipment Financing, Inc., providing for a loan for the benefit of the foregoing; authorizing the issuance of one or more tax-exempt and/or taxable revenue bonds and/or notes of the Authority in the maximum aggregate amount of $10,000,000; directing the execution and delivery of the Authority's bonds and/or notes; authorizing the approval and/or execution of various documents; authorizing the taking of all necessary actions; repealing inconsistent resolutions; and providing and effective date. The Resolutions to be adopted are attached as Exhibit E.

   Motion authorizing adoption of the Resolutions (Exhibit E).

   Motion by:_____ Seconded by:_____
   Approved:_____ Not approved:_____
   Comments:

   b. Motion authorizing an Application Fee in the amount of $5,000 and Annual Certification Fee in the amount of $250 for the "Project" and authority for Westmoreland County Industrial Development Authority to enter into a Release and Indemnification Agreement with Sand Hill Materials, Inc.

   Motion by:_____ Seconded by:_____
   Approved:_____ Not approved:_____
   Comments:

c. Motion to recommend and request reappointment of Victoria A. Ridenour and Thomas L. Sochacki by the County Commissioners as members of the Authority for a five (5) year term effective November 30, 2026.

Motion by:_____ Seconded by:_____
Approved:_____ Not approved:_____
Comments:

6. New Business.

7. Adjournment.

a. Motion to adjourn: _____ Seconded by:_____
Vote:_____ Adjournment at _____ p.m.

**WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY**

**MINUTES OF THE BOARD MEETING**
**Monday, September 21, 2026**

1. The meeting opened with roll call and those attending were:

Bruce Corna (by telephone)
Dan Howard (by telephone)
John Kline
Jennifer Miele (by telephone)
Tony Pauly
Thomas Sochacki (by telephone)
(All persons attending by conference telephone were able to hear and participate with all other members in attendance in person and by telephone.)

Also in attendance were the Solicitor, James J. Conte, and Rebecca S. Lewis, Assistant Secretary.

2. **Minutes.** The minutes of the Board Meeting held May 18, 2026, were attached to the Agenda and were reviewed by all members in attendance prior to the meeting. Tony Pauly moved to waive formal reading and approval of the minutes; second by Dan Howard; approved by 5-0 vote.

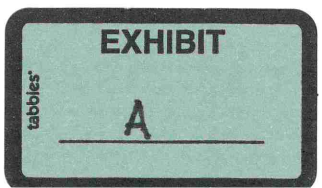
3. **Report of Treasurer.** The Report of the Treasurer for 05/18/2026 through 09/21/2026 was attached to the agenda for review prior to the meeting. In the absence of the Treasurer, Chairman Bruce Corna presented the Treasurer's Report, and reported that there were deposits for annual fees totaling $1,250 and TIF funds totaling $19,615.53; and disbursements to Hempfield Mini Storage – $253.76, Horner Wible & Terek, PC – $2,450; Trib Total Media – $570.50 and WCIDC for TIF funds totaling $19,615.53; the current account balance as of the date of the meeting is $24,409.49. John Kline moved for approval of the Report of Treasurer; second by Tony Pauly; approved by 5-0 vote.

4. **Report of Assistant Secretary.** None.

5. **Report of the Solicitor**.

a. Bruce Corna discussed the need for a board member to complete the term of resigned board member, Terry Painter. Prior to the meeting, the background of Peter G. Cooper was circulated to the Board for review. The background of Peter G. Cooper was briefly reviewed by Bruce Corna and he was recommended to the Board. Bruce Corna then asked for a motion from the Board to accept the nomination of Peter G. Cooper to the Board. John Kline moved for approval of Peter G. Cooper as a Board member; second by Dan Howard; approved by 5-0 vote.

b. James Conte gave a detailed synopsis of the potential proposed Sand Hill Materials, Inc., project, including the identification of Sand Hill Materials, Inc. as industrial occupant; East Huntingdon Holdings, LLC, as the probable beneficial owner; and Wells Fargo Bank as lender. James Conte also explained that the project is for the acquisition and erection of a production facility and equipment on property acquired by East Huntingdon Holdings, LLC. East Huntingdon Holdings, Inc has been authorized for release of a $1,000,000 Commonwealth Financing Authority RCAP grant. Mr. Conte indicted that part of the reasoning behind the proposed project is that A. Liberoni, Inc., does municipal work and buys asphalt from a third party or parties and wants a vertical integration for its construction business. Tony Pauly asked



for an explanation of the project – whether asphalt or concrete or both. Bruce Corna offered that there was a potential for both asphalt and concrete in the proposed project depending upon the size of the site and the advantage of providing both asphalt and concrete. A proposed form of resolution for the Sand Hill Materials, Inc., project was provided to the Board for review prior to the meeting. The proposed Resolution for the Sand Hill Materials, Inc. project is:

> "RESOLVED THAT: the Board of the Westmoreland County Industrial Development Authority has determined that undertaking a project for East Huntingdon Holdings, LLC, as the Beneficial Owner, and Sand Hill Materials, Inc., as the Company/Occupant is a public purpose; authorizing the proper Officers of the Authority to enter into a financing or similar agreement with Wells Fargo as lender providing for a loan or loans to the Authority for the benefit of the Owner and the Company; authorizing the issuance of a revenue note or notes of the Authority in the aggregate principal amount of $7,000,000 for the development, acquisition and erection of a new facility and the purchase of new equipment; directing the execution and delivery of the Authority's notes; authorizing the execution of various documents; authorizing the taking of all necessary action; repealing inconsistent resolutions; and providing an effective date."

Bruce Corna then asked for a motion from the Board to authorize the Resolution for the proposed project and to authorize the Chairman, Vice Chairman, Assistant Secretary and Solicitor to execute and deliver any instruments/documents required for the proposed Sand Hill Materials, Inc., project. Tony Pauly moved for approval; second by Tom Sochacki; approved by 6-0 vote.

c. James Conte informed the Board that Bond Counsel, James H. Webster, Esquire, of Clark Hill, PLC, had retired, and that he indicated that Kristen K. Erickson, Esquire, also of Clark Hill, PLC, will be taking over his work as bond counsel. The Board was informed that Atty. Erickson would be submitting a proposed project for Adelphoi Village, Inc., later in the calendar year. A question was raised by Bruce Corna and Tony Pauly of the potential for conflict of interest, at which point James Conte explained that there would be no conflict of interest since the Adelphoi Village, Inc., project would be a non-profit project not a manufacturing project.. Bruce Corna then asked for a motion from the Board to appoint Kristen K. Erickson, Esquire, of Clark Hill, PLC, as replacement bond counsel for James H. Webster, Esquire. John Kline moved for approval; second by Tom Sochacki; approved by 6-0 vote.

6. **New Business.** None.

7. **Adjournment.** Upon motion by Tony Pauly, second by John Kline, a motion to adjourn was approved by a 6-0 vote. Adjournment occurred at 3:47 pm.

Respectfully submitted,

Rebecca S. Lewis
Assistant Secretary

## CERTIFICATION OF AUTHORITY

I hereby certify that the attached is a true and correct copy of the Minutes of the Westmoreland County Industrial Development Authority for its regular meeting held on Monday, September 21, 2026.

WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY

By: _____
Rebecca S. Lewis, Assistant Secretary

**WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY**

**MINUTES OF THE SPECIAL BOARD MEETING**
**Monday, October 8, 2026**

1. The Special Board meeting opened with roll call and those attending were:

| | |
|---|---|
| Bruce Corna | Tony Pauly (by telephone) |
| Dan Howard (by telephone) | Victoria A. Ridenour (by telephone) |
| John Kline (by telephone) | Edward A. Sobota |
| Jennifer Miele (by telephone) | Thomas Sochacki (by telephone) |

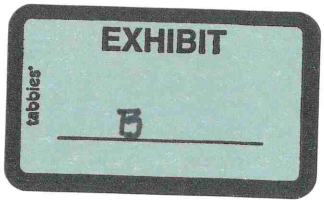
(All persons attending by conference telephone were able to hear and participate with all other members in attendance in person and by telephone.)

Also in attendance were the Solicitor, James J. Conte, and Rebecca S. Lewis, Assistant Secretary.

2. **Purpose**. The Special Meeting was held for consideration and adoption of a Resolution declaring an official intent, as required by the Internal Revenue Code, to seek reimbursement for capital expenditures incurred or to be incurred in connection with certain capital projects from the expected proceeds from the sale of bond(s) or Note(ss) for the Sand Hill Materials, Inc., Project. James Conte indicated that the Special Meeting was advertised in the Greensburg Tribune on September 30, 2026, and that proof of publication was provided. James Conte also indicated that the Special Meeting was posted on the WCIDA website by 12:15pm on October 7, 2026.

James Conte explained that the bonds or notes could include revenue notes, and also explained the nature of the system components. He also discussed the need for the Special Meeting to be called so that reimbursement could be made within 60 days of expenditure. Bruce Corna asked how much is being requested. James Conte explained that there is not an exact figure at this time, but in the area of $7-$10 million. Bruce Corna asked if any part of this project included PNC Bank. James Conte responded that the project would be through Wells Fargo or an entity related to Wells Fargo; that Wells Fargo finances equipment, and more will be known and discussed at the Board Meeting scheduled for October 19th. At the Board Meeting on October 19th, a representative of Sand Hill Materials, Inc. will attend to review information. Bruce Corna suggested that this would assist the project in moving forward.

Bruce Corna then asked for a motion from the Board to authorize the Resolution declaring an official intent, as required by the Internal Revenue Code, to seek reimbursement for capital expenditures incurred or to be incurred in connection with certain capital projects from the expected proceeds from the sale of bond(s) or note(s) for the Sand Hill Materials, Inc., project. Ed Sobota moved for approval; second by Tony Pauly; approved by 8-0 vote.



3. **Other Business.** None.

4. **Adjournment.** Upon motion by Tony Pauly, second by Vikki Ridenour, a motion to adjourn was approved by an 8-0 vote. Adjournment occurred at 3:37 pm.

Respectfully submitted,

Rebecca S. Lewis
Assistant Secretary

## CERTIFICATION OF AUTHORITY

I hereby certify that the attached is a true and correct copy of the Minutes of the Westmoreland County Industrial Development Authority for its Special Meeting held on Thursday, October 8, 2026.

WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY

By:_____
Rebecca S. Lewis, Assistant Secretary

**WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY**

***RESOLUTION***

DECLARING AN OFFICIAL INTENT, AS REQUIRED BY THE INTERNAL REVENUE CODE, TO SEEK REIMBURSEMENT FOR CAPITAL EXPENDITURES INCURRED OR TO BE INCURRED IN CONNECTION WITH CERTAIN CAPITAL PROJECTS FROM THE EXPECTED PROCEEDS FROM THE SALE OF BOND(S) OR NOTE(S)

**WHEREAS,** WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY (the "***Authority***") is a public instrumentality of the Commonwealth of Pennsylvania (the "***Commonwealth***") established under the Pennsylvania Economic Development Financing Law, Act of August 23, 1967, P.L. 251, as amended; and

**WHEREAS**, Sand Hill Materials, Inc. (the "***Company***") has requested that the Authority issue its revenue bond(s) or note(s) in one or more series (collectively, the "***Bonds***") to assist the Company in financing a portion of the costs to purchase, construct and/or acquire an asphalt plant and related equipment, including but not limited to, a crusher screener, conveyor systems, mixing systems and control systems (the "***Capital Project***").

**WHEREAS**, the Bonds are expected to be issued in the maximum aggregate principal amount not to exceed $10,000,000 for the Capital Project; and

**WHEREAS**, the Company has paid and/or expects to pay the costs of capital expenditures incurred or to be incurred in connection with the Capital Project in advance of the issuance of the Bonds; and

**WHEREAS,** the Internal Revenue Code of 1986, as amended, and the Treasury regulations promulgated thereunder require an issuer to declare its intent to reimburse a prior expenditure from the proceeds of an issue of bonds; and

**WHEREAS**, the Authority desires to so declare an official intent to reimburse from the proceeds of the Bonds;

**NOW, THEREFORE, BE IT RESOLVED**, by the members of the Westmoreland County Industrial Development Authority that:

1. The Authority hereby declares an official intent to reimburse the Company from the proceeds of the Bonds for the costs of capital expenditures incurred or to be incurred in connection with the Capital Project in advance of the issuance of the Bonds.

Adopted by at least a majority of the Authority this 8TH day of OCTOBER, 2026.

ATTEST:

**WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY**

By: _____
Asst. Secretary

By: _____
Chairperson

[SEAL]

**REPORT OF THE TREASURER**
**05/18/2026 through 09/21/2026**

**Balance on hand as of May 18, 2026** **$26,433.75**

Deposits:

| Date | Payor | |
|---|---|---|
| 06/18/26 | Excela Health – annual fee | $ 250.00 |
| 07/06/26 | WCIDC – annual fee | $ 1,000.00 |
| 07/07/26 | Yough School District – TIF funds | $10,960.68 |
| 07/16/26 | Sewickley Township – TIF Funds | $ 2,214.19 |
| 08/19/26 | Treasurer of Westmoreland Co. – TIF Funds | $ 6,440.66 |

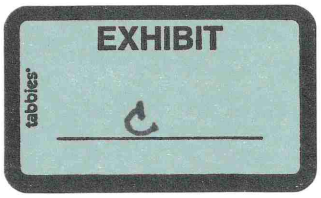
**Total Deposits:** **$20,865.53**

Disbursements:

| Date | Payee | |
|---|---|---|
| 06/17/26 | Check 1057 – Hempfield Mini Storage | $ 253.76 |
| 06/18/26 | Check 1058 – Horner, Wible & Terek, PC – Audit fee | $ 2,450.00 |
| 06/29/26 | Check 1059 – Trib Total Media – publish Audit | $ 570.50 |
| 07/07/26 | Check 1060 – Yough School District | $10,960.68 |
| 07/20/26 | Check 1061 – Sewickley Township | $ 2,214.19 |
| 08/24/26 | Check 1062 – Westmoreland County Industrial Development Corp. | $ 6,440.66 |

**Total Disbursements:** **-$22,889.79**

**Balance on hand as of September 21, 2026** **$24,409.49**



**REPORT OF THE TREASURER**
**05/18/2026 through 10/19/2026**

**Balance on hand as of May 18, 2026** **$26,433.75**

**Deposits:**

| Date | Payor | |
|---|---|---|
| 06/18/26 | Excela Health – annual fee | $ 250.00 |
| 07/06/26 | WCIDC – annual fee | $ 1,000.00 |
| 07/07/26 | Yough School District – TIF funds | $10,960.68 |
| 07/16/26 | Sewickley Township – TIF Funds | $ 2,214.19 |
| 08/19/26 | Treasurer of Westmoreland Co. – TIF Funds | $ 6,440.66 |

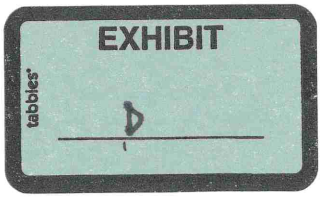
**Total Deposits:** **$20,865.53**

**Disbursements:**

| Date | Payee | |
|---|---|---|
| 06/17/26 | Check 1057 – Hempfield Mini Storage | $ 253.76 |
| 06/18/26 | Check 1058 – Horner, Wible & Terek, PC – Audit fee | $ 2,450.00 |
| 06/29/26 | Check 1059 – Trib Total Media – publish Audit | $ 570.50 |
| 07/07/26 | Check 1060 – Westmoreland County Industrial Development Corp. (corrected – previously Yough School District) | $10,960.68 |
| 07/20/26 | Check 1061 – Westmoreland County Industrial Development Corp. (corrected – previously Sewickley Township) | $ 2,214.19 |
| 08/24/26 | Check 1062 – Westmoreland County Industrial Development Corp. | $ 6,440.66 |
| 09/14/26 | Check 1063 – Economic Growth Connection of Westmoreland – reimburse GoToMeeting – 1 yr subscription | $ 152.64 |
| 09/14/26 | Check 1064 – Hempfield Mini Storage | $ 253.76 |
| 10/05/26 | Check 1065 – Trib Total Media | $ 285.50 |

**Total Disbursements:** **-$23,581.69**

**Balance on hand as of October 19, 2026** **$23,717.59**



WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY

RESOLUTIONS OF THE BOARD OF THE WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY DETERMINING THAT UNDERTAKING A PROJECT FOR SAND HILL MATERIALS, INC. IS A PUBLIC PURPOSE UNDER THE ACT; AUTHORIZING THE PROPER OFFICERS OF THE AUTHORITY TO ENTER INTO AN AGREEMENT WITH WELLS FARGO EQUIPMENT FINANCING, INC. PROVIDING FOR A LOAN FOR THE BENEFIT OF THE FOREGOING; AUTHORIZING THE ISSUANCE OF ONE OR MORE TAX-EXEMPT AND/OR TAXABLE REVENUE BONDS AND/OR NOTES OF THE AUTHORITY IN THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF $10,000,000; DIRECTING THE EXECUTION AND DELIVERY OF THE AUTHORITY'S BONDS AND/OR NOTES; AUTHORIZING THE APPROVAL AND/OR EXECUTION OF VARIOUS DOCUMENTS; AUTHORIZING THE TAKING OF ALL NECESSARY ACTION; REPEALING INCONSISTENT RESOLUTIONS; AND PROVIDING AN EFFECTIVE DATE.

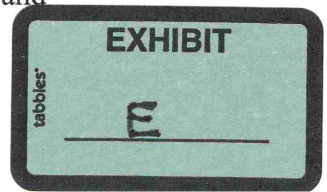
WHEREAS, Westmoreland County Industrial Development Authority (the "Authority") was created and exists under the Pennsylvania Economic Development Financing Law, as amended (the "Act") for the public purposes of, inter alia, promoting industrial, commercial and other economic development, maintaining and increasing employment opportunities in the County of Westmoreland (the "County") and the Commonwealth of Pennsylvania (the "Commonwealth") and otherwise promoting the health, welfare and safety of the residents of the Commonwealth by promoting economic activity and efficiency; and

WHEREAS, it is in the best interests of the County and the Commonwealth and the residents thereof to encourage the acquisition, construction, improvement, equipping, expansion and operation of manufacturing facilities and thereby to create and increase employment opportunities; and

WHEREAS, Sand Hill Materials, Inc. ("Company") has requested that the Authority provide assistance in the financing of all or a portion of a project to (i) purchase, construct and/or acquire an asphalt plant and related equipment, including but not limited to, a crusher screener, conveyor systems, mixing systems and control systems, all to be located in East Huntingdon Township, Westmoreland County, Pennsylvania and (ii) pay transaction and issuance costs (all of the foregoing being referred to as the "Project"); and

WHEREAS, the Project will be financed by Wells Fargo Equipment Financing, Inc. (the "Lender") with a loan to the Company (the "Borrower") in the principal amount not to exceed $10,000,000 through the issuance of the Bonds (defined below) by the Authority and the purchase thereof by the Lender (the "Loan"); and

WHEREAS, the Project will be accomplished by the issuance of one or more series of the Authority's Revenue Bonds and/or Notes, Series of 2026 (Sand Hill Materials Project) (or such other designation acceptable to the Authority) (collectively, the "Bonds") in the maximum aggregate principal amount of $10,000,000 having such terms, bearing interest at the rate or rates and maturing on such dates as shall be set forth in the Bonds and/or in the Loan, Bond Purchase and/or Financing Agreement (or other similar agreement) among the Authority, the Borrower and/or the Lender (the "Agreement"); and



WHEREAS, the Loan is expected to be guaranteed by Anthony Liberoni, Carolann Liberoni and/or A. Liberoni, Inc. (collectively, the "Guarantor"); and

WHEREAS, the Borrower and/or the Guarantor (and the Authority, if requested) are expected to enter into one or more continuing covenants agreement(s), security agreement(s), guaranty agreement(s), and/or other similar agreements with the Lender (collectively, the "Other Lender Documents"); and

WHEREAS, the Borrower has delivered to the Authority a completed financing application and appendix (the "Application") in respect of the Project; and

WHEREAS, in connection with the foregoing, it will be necessary and advisable for the Authority to (a) approve the Application and submit the Application to the Pennsylvania Department of Community and Economic Development (the "Department"); (b) authorize or ratify certain actions in connection with Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"); (c) authorize the submission of a Preliminary Allocation Request seeking an allocation of the volume cap pursuant to Section 146 of the Code; (d) authorize the execution and delivery of, and/or approval or acknowledgment of, the Agreement, the Other Lender Documents and the Bonds; and (e) authorize the execution of such additional documents, certificates and instruments and the taking of such other actions in connection with the foregoing as are necessary to complete the financing of the Project by the Authority.

NOW, THEREFORE, BE AND IT HEREBY IS RESOLVED BY THE BOARD OF WESTMORELAND COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY THAT:

Section 1. The Board of the Authority does hereby find, determine and declare, that undertaking the Project is a public purpose as set out in the Act in that it will, among other things, promote economic development and maintain and/or increase employment opportunities in the County and the Commonwealth.

Section 2. The Project, as described in the foregoing recitals, and the Application submitted to the Authority by the Borrower, are hereby approved. The Chairman or the Vice Chairman of the Authority is authorized to submit the Application to the Department in order to obtain its approval of the Project. The Authority, including by its Solicitor, is authorized to conduct any public hearings and to obtain the necessary approval of the applicable elected official of the County to the extent required under Section 147(f) of the Code. The advertisement of the TEFRA Hearing in accordance with Section 147(f) of the Code is hereby ratified and approved.

Section 3. The Authority hereby authorizes the financing of up to $10,000,000 for the Project through the Loan by the Lender of up to $10,000,000 for the purposes of the Project.

Section 4. In order to provide for the issuance of the Bonds and the Loan by the Lender, and to establish the terms and conditions upon which the Bonds are to be issued and the Loan is to be made, the Authority shall execute and deliver the Agreement and the Bonds in the form approved by the officer or officers of the Authority executing the same upon the advice of the Authority's Solicitor (such advice and approval to be conclusively evidenced by such officer's or officers' execution of the Agreement) and in the forms acceptable to the Borrower,

the Lender, the Authority Solicitor and Bond Counsel. The Chairman or the Vice Chairman of the Authority is authorized and directed to execute the Agreement and the Bonds which are hereby authorized to be issued, in the name and on behalf of the Authority, and, if requested, the Secretary or the Assistant Secretary of the Authority is authorized and directed to affix the seal of the Authority to the Agreement and the Bonds when so executed and to attest the same, and said officers or any of them are authorized and directed to deliver the Bonds to the Lender, and deliver the Agreement to the Lender and to the Borrower.

Section 5. The Bonds shall be in an aggregate maximum principal amount not to exceed $10,000,000, shall bear interest at the taxable and/or tax-exempt rates determined by the Lender as set forth in the Agreement and the Bonds, shall mature and shall contain such other terms as may be set forth in the Agreement and/or the Bonds, and shall be payable solely out of funds paid to or for the Authority pursuant to the Agreement by the Borrower.

Section 6. The proper officers of the Authority are hereby authorized and directed to use the proceeds of the Bonds pursuant to the Agreement, to the extent permitted by the Act and the Code, and otherwise provide the proceeds thereof to the Borrower for payment of the costs of the Project.

Section 7. Any authorization or direction given to or power conferred on the Chairman or the Secretary of the Authority shall be deemed to be given to or conferred upon the Vice Chairman or Assistant Secretary of the Authority, respectively, as if such officers had been specifically named in such grant of authorization.

Section 8. The officers of the Authority are hereby authorized and directed to execute and deliver such other certificates and instruments and such other documents and to do all such other acts, upon the advice of its Solicitor, as are reasonably necessary or appropriate to consummate the transactions contemplated by this Resolution and the Agreement, including, but not limited to, the execution and delivery of, or approval and/or acknowledgement of, the Other Lender Documents, if requested.

Section 9. All prior resolutions of the Authority or parts of such resolutions not in accord with this Resolution are hereby repealed insofar as they conflict herewith.

Section 10. The Bonds will be special and limited obligations of the Authority, payable solely from the revenues receivable by or for the Authority in connection with the Project, and other funds pledged therefor. The Bonds will not constitute a debt of the Commonwealth, the County or any political subdivision of either thereof, and neither the Commonwealth, the County, nor any political subdivision of either thereof, including the Authority, will be liable thereon. The Authority has no taxing power.

No recourse under or upon any obligation, covenant or agreement made with respect to the Project or the Bonds may be had against any past, present or future member, officer or employee of the Authority or any successor of the Authority under any rule of law, statute or constitutional provision, it being expressly agreed and understood that all obligations relating to the Project and the Bonds are solely corporate obligations of the Authority and that no personal liability whatsoever will be attached to, or be incurred by, such members, officers or employees

of the Authority or any successor of the Authority by reason of any obligation, covenant or agreement relating to the Project or the Bonds.

Section 11. The Authority hereby authorizes payment from the proceeds of the Bonds of all costs and expenses incurred in connection with the preparation, issuance and sale of the Bonds, as may be set forth in a certificate to be signed by a proper officer of the Authority and approved by the Company.

Section 12. Buchanan Ingersoll & Rooney PC shall be Bond Counsel in respect of the issuance of the Bonds for the Project.

Section 13. The Board of the Authority hereby finds and determines that all formal actions relative to the adoption of this Resolution were taken in an open meeting, and that all deliberations of the Board, and of its committees, if any, which resulted in formal action, were in meetings open to the public and pursuant to notice in compliance with applicable legal requirements.

Section 14. The Authority hereby authorizes the submission of a Preliminary Allocation Request seeking an allocation of the volume cap for the Project pursuant to Section 146 of the Code and authorizes the submission of a Final Allocation Request following the closing of the Loan.

Section 15. This Resolution shall become effective immediately. The consummation of the transactions contemplated hereby shall be subject to receipt of the approvals referred to in Section 2 hereof.

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DULY ADOPTED by the Board of Westmoreland County Industrial Development Authority on October 19, 2026.

ATTEST:

WESTMORELAND COUNTY
INDUSTRIAL DEVELOPMENT
AUTHORITY

_____
(Assistant) Secretary

By_____
(Vice) Chairman

(SEAL)