



Government Banking & Finance

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Burlington, Vermont 05401*

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October 28, 2019

Mr. Donald Welch
Treasurer
Town of East Montpelier
40 Kelton Road
East Montpelier, VT 05651

RE: Recreation Clearing Account Opening

Dear Don,

Please see attached the necessary documents to open the Town of East Montpelier's new Recreation Clearing Account No. 6500836093:

- Business Signature Card – Please have each individual sign on the highlighted line next to their initials; Don, you will also need to sign in the bottom right-hand corner certifying the tax ID of the Town on the signature card is correct.
- Business Resolutions – As we spoke about on the phone, I have provided two versions of resolutions. The "Omnibus Resolution", if adopted, would require the Board Chair's signature notarized on the fourth page. The "Business Deposit Account Certified Resolution" would also require the Board Chair's signature notarized on the fourth page. Please return whichever resolution the Board adopts with the rest of the documents
- Certification of Beneficial Ownership – This is a federally required document that certifies that the Town of East Montpelier is a government entity; Don, please sign and date on the highlighted lines on the third page.

Once the above documents are signed and completed, please do not alter them in any way, and return them to my attention at the address on the envelope they arrived in.

Please don't hesitate to call me with any questions at our toll-free number, 1-800-367-6711, or my direct line of 802-660-1358. Thank you for banking with People's United Bank, N.A.

Cordially,

Benton Lane
Lead Financial Associate
Government Banking & Finance



BUSINESS DEPOSIT ACCOUNT CERTIFIED RESOLUTIONS

Legal Name of Business (the "Depositor")	Town of East Montpelier
Trade Names of Depositor, If Any (i.e. Doing Business As)	
Primary Address of Depositor	40 Kelton Road East Montpelier
Type of Legal Entity	Public Funds
Owner, President, Chairperson, General Partner, Authorized Officer, Managing Member or Principal (Specify Name & Title)	Board Chair
Account Number	6500836093

The Certified Resolutions that appear in this document have been duly adopted by the owner(s) or the governing body of the Depositor whose identifying information appears above and which the signers below certify as correct. When the phrase "Deposit Accounts" appears in these Resolutions, it means any or all of the following People's United Bank, N.A. deposit accounts: People's United Business Checking Accounts, People's United Business Savings Accounts, People's United Business Money Market Accounts, and People's United Commercial Certificates of Deposit or any additional accounts which may be established in the future.

When the phrase "Deposit Services" appears in these Resolutions, it means the following People's United Bank deposit services: People's United Business Debit Card, People's United Business ATM Card, Telephone Banking, and Online Banking, or any additional service which may be requested.

The Certified Resolutions authorize and direct the Depositor: (i) to establish the Deposit Accounts with People's United Bank and to obtain the Deposit Services from People's United Bank; and (ii) to enter into and to be bound by the People's United Bank Business Deposit Account Contract (including the People's United Bank Business Schedule of Deposit Account Charges), in its current form and as it may be modified from time to time (the "Business Deposit Account Contract"). People's United Bank will open and maintain the Deposit Accounts and provide the Deposit Services for the Depositor in reliance on these Certified Resolutions.

Authorization of Deposit Accounts at People's United Bank

RESOLVED, That People's United Bank, N.A. ("People's United Bank") an FDIC insured depository institution headquartered in Bridgeport, Connecticut, be, and it hereby is, designated a depository of funds of the Depositor, with authority to accept at any time for the credit of the Depositor deposits in the Deposit Accounts by any person or entity seeking to make such deposit and in whatever manner such deposit is endorsed or if unendorsed; and

RESOLVED, That the Depositor be, and it hereby is, authorized and directed to enter into and to be bound by the Business Deposit Account Contract and that all of the Deposit Accounts and Deposit Services shall be subject to such Business Deposit Account Contract, as modified from time to time and Depositor waives its right to jury trial in any action arising out of or connected with any account or service; and

Authorized Signers

RESOLVED, That each of the following named individuals, or persons from time to time holding the following offices of the Depositor, be, and each hereby is, designated as an Authorized Signer to act on behalf of the Depositor in accordance with these Certified Resolutions (fill in names and titles of individuals); and

Please Print Name of Authorized Signer	Please Print Title of Authorized Signer
Donald B Welch	Signer
Denise M Sparrow	Signer
C Bruce Johnson	Signer

Branch:

Employee ID:

Date:

Use of Deposit Accounts

RESOLVED, That People's United Bank be, and it hereby is, authorized and directed to certify, pay, or otherwise honor all checks, drafts, notes, bills of exchange, acceptances, and other instruments (collectively, "Instruments") or orders for the payment, transfer, or withdrawal of money, including electronic orders or transfers, for whatever purpose and to whomsoever payable when such Instruments and/or orders are made, signed, or endorsed by the signature, the facsimile or specimen signature (actual or purported), or the oral direction of any ONE of the Authorized Signers, including payments and/or transfers to any one or more Authorized Signers and even if such payment, transfer, or withdrawal will create or increase an overdraft in the account on which it is drawn, although any such payment shall be permitted in the sole discretion of People's United Bank; and

RESOLVED, That each Authorized Signer be, and hereby is, individually authorized on behalf of the Depositor to open and close the Deposit Accounts, to apply for and to obtain any services related to those accounts (including the Deposit Services), to update information on any Deposit Account, and to endorse, negotiate, and collect any and all Instruments; and

RESOLVED, That each Authorized Signer be, and hereby is, individually authorized on behalf of the Depositor to instruct, orally or by such other means as People's United Bank may make available to the Depositor, People's United Bank to initiate the transfer of funds between any Deposit Account and any other Deposit Account; and

RESOLVED, That People's United Bank may rely on the signature, endorsement, order, facsimile signature, specimen signature, or oral instruction reasonably believed by People's United Bank to be made by any ONE Authorized Signer, and that People's United Bank may act on any direction of any ONE Authorized Signer without inquiry and without regard to the application of the proceeds thereof, provided that People's United Bank acts in good faith; and

RESOLVED, That the Depositor hereby acknowledges that People's United Bank will assign the Depositor a Business Personal Security Number and/or a Business Identification Number that any Authorized Signer will be able to use to access one or more of the Deposit Accounts via telephone, on the Internet, or through the use of a Business Card, if such a Card is issued to the Depositor; and

RESOLVED, That, if the Depositor receives a Business ATM Card or Business Debit Card, the Depositor hereby authorizes each Authorized Signer to receive his or her own unique Personal Identification Number that will enable that Authorized Signer to utilize the Depositor's Business ATM card or Business Debit Card to access some or all of the Deposit Accounts on behalf of the Depositor; and

Miscellaneous Resolutions

RESOLVED, That People's United Bank shall not be liable in connection with the collection of Instruments and/or orders that are handled by People's United Bank without gross negligence, and People's United Bank shall not be liable for the acts or failure to act of its agents or subagents, any networks, clearing houses, or other interchanges or devices used, or for any other casualty; and

RESOLVED, That the Depositor assumes full responsibility for and shall indemnify People's United Bank against all losses, costs, liabilities, and claims resulting from payments, withdrawals, transfers, or orders made or purported to be made in accordance with, or from actions taken in good faith and in reliance upon, these Resolutions; and

RESOLVED, That the Depositor shall notify People's United Bank promptly and in **writing** of any change in (a) these Resolutions; (b) the identity of the Authorized Signers; (c) the identity of persons authorized to obtain and use a Business ATM Card; (d) the identity of the persons authorized to use a Business Debit Card on behalf of the Depositor; (e) the ownership of the Depositor; or (f) the Depositor's legal structure or status, including the Depositor's dissolution or bankruptcy; and

RESOLVED, That People's United Bank may rely on these Certified Resolutions and on any certification by any ONE Authorized Signer or authorized representative of the Depositor as to the names and signatures of the Authorized Signers of the Depositor until People's United Bank has actually received written notice, facsimile or otherwise, of a change and has had a reasonable period of time to act on such notice; and

RESOLVED, That each of the persons listed at the end of the Certified Resolutions as a signer of the Certified Resolutions be, and each hereby is, designated a duly authorized representative of Depositor for all matters related to these Certified Resolutions, including the execution of this document on behalf of the Depositor, and the certification to People's United Bank (a) of the name, office (if any), and signature of each of the Authorized Signers, (b) that the Resolutions set forth herein have been adopted in accordance with all applicable governing documents, third party agreements, and laws applicable to the Depositor, and (c) of all other matters to be certified herein.

Certifications

Each individual who signs this document hereby certifies and warrants to People's United Bank that:

- (a) The Resolutions set forth herein: (i) have been properly adopted by the Depositor in accordance and conformity with the Depositor's governing documents, all agreements with third parties, and all laws applicable to the Depositor; (ii) have not been modified or rescinded; and (iii) are in full force and effect and binding on the Depositor.
- (b) He or she is the duly authorized representative of the Depositor, authorized to act on behalf of the Depositor in all matters pertaining to its rights, responsibilities, and activities in connection with these Certified Resolutions including but not limited to executing this document on behalf of the Depositor;
- (c) The Depositor is duly organized and in good standing in the jurisdiction in which it is organized;
- (d) A current and complete copy of the Depositor's organizational document (for example, its certificate of incorporation, its articles of organization, its partnership agreement, its charter, or other similar document) has been provided herewith to People's United Bank. Sole proprietorships are not required to submit an organizational document;
- (e) If the Depositor is a corporation owned by one shareholder, the undersigned certifies to People's United Bank that he/she is the sole shareholder and officer of such corporation;
- (f) If a trade name is used by Depositor, the undersigned certifies that a duly certified Trade Name or Doing Business As Certificate or the equivalent has been delivered to People's United Bank;

- (g) If the Depositor is a limited liability company or partnership, the undersigned are all of its members, managers, or partners, as the case may be;
- (h) He or she understands that People's United Bank will rely on the truth of these certifications in conducting business with the Depositor;
- (i) If the Depositor, or any one individual listed as an authorized signer, should direct People's United Bank to make preauthorized transfers, to combine or to electronically deliver account statements, or to establish an internet banking relationship including the designation of an internal administrator that can entitle other individuals (who may or may not be signers) to view and have access to any and all accounts granted the right by People's United Bank at its sole discretion, the Depositor hereby agrees to be subject to the terms and conditions of the BDAC, the Business Deposit Account Schedule of Charges, the Business Electronic Banking Agreement, and any other agreements, as updated, with People's United Bank that apply to the depositor's accounts now or in the future;
- (j) The Depositor (and any current or future authorized signatories or otherwise designated individuals) hereby certifies that it does not, nor will it ever engage in restricted transactions, such as internet gambling. Such transactions are prohibited from being processed into or out of the Depositor's account(s) or relationship via any means, including but not limited to check or check collection systems, electronic money transmission, card-based transactions (ATM or Business Debit Card), ACH (Automated Clearing House), Wire Transfers, or third-party processors; and
- (k) Each signature below represents the true and accurate signature of the named person and that such person holds the corresponding title (if any);

IN WITNESS WHEREOF, I/we have signed these Certified Resolutions on the 4th day of November, 2019.

SIGNING INSTRUCTIONS

- **A Business Owned by Only One Person:** If the Depositor is owned by only one person, this document must be signed by the owner. In the case of a corporation that is owned by only one shareholder, this document must be signed by the president of the corporation.
- **Partnership:** If the Depositor is a partnership, this document must be signed by all of the general partners of the Depositor. This includes a business owned jointly by a husband and wife.
- **Limited Liability Company:** If the Depositor is a limited liability company with more than one member, this document must be signed by each of the members of the Depositor. If the Depositor is operated by one or more manager(s), this document may be signed by each of the managers rather than the member(s).
- **Limited Liability Partnership:** If the Depositor is a limited liability partnership with more than one partner, this document must be signed by each of the partners of the Depositor. If the Depositor is operated by one or more manager(s), this document may be signed by each of the managers, rather than the partner(s).
- **Corporation Owned by More than One Shareholder:** If the Depositor is a corporation that is owned by more than one shareholder, this document must be signed by the president of the corporation. If the president of the corporation is also an Authorized Signer (listed above), at least one additional person must also sign this document.
- **Corporation Owned by One Shareholder:** If the Depositor is a corporation that is owned by one shareholder, this document must be signed by the president.
- **Other Entity:** If the Depositor is an entity not listed above, this document must be signed by a person or persons authorized by the governing body of the Depositor to do so. If one of the persons signing this document is also an Authorized Signer (listed above), at least one additional person must also sign this document.

IF ANY PERSON SIGNS THIS DOCUMENT OUTSIDE OF THE PRESENCE OF A PEOPLE'S UNITED BANK REPRESENTATIVE, THAT PERSON'S SIGNATURE MUST BE NOTARIZED.

<p>_____</p> <p>Signature</p> <p>_____</p> <p>Printed Name</p> <p>Board Chair</p> <p>_____</p> <p>Title</p> <p>_____</p> <p>Signature of People's United Bank Witness</p> <p>_____</p> <p>Printed Name of People's United Bank Witness</p>	<p style="text-align: center;">Notary Acknowledgement</p> <p>(Notary is needed only if form is not signed before a People's United employee)</p> <p>State of _____)</p> <p style="text-align: right;">)ss.: _____</p> <p>County of _____)</p> <p><i>On the _____ day of _____, 20____, before me, the undersigned, a Notary Public in and for said State, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of whom the individual acted, executed the instrument.</i></p> <p style="text-align: center;">STAMP</p> <p style="text-align: right;">_____ Notary Public, State of _____</p>
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Branch:

Employee ID:

Date: