



RESOLUTION

AUTHORIZING PENNICHUCK CORPORATION AND PENNICHUCK WATER WORKS, INC. TO ENTER INTO A SMALL BUSINESS ADMINISTRATION PAYCHECK PROTECTION PROGRAM LOAN WITH TD BANK, N.A.

CITY OF NASHUA

In the Year Two Thousand and Twenty

WHEREAS, the City of Nashua is the sole shareholder of Pennichuck Corporation (“Pennichuck”) and each of its subsidiaries;

WHEREAS, Article IX (3) of the Articles of Incorporation of Pennichuck and Article V §2 of the by-laws of Pennichuck require the approval of the sole shareholder (the City of Nashua) for Pennichuck to create, incur or assume any indebtedness for borrowed money or guarantee any such indebtedness on behalf of Pennichuck or its subsidiaries; and

WHEREAS, Pennichuck Water Works, Inc. (“PWW”) is a regulated New Hampshire public water utility corporation providing retail water service to New Hampshire customers, and is a wholly owned subsidiary of Pennichuck Corporation, which, in turn, is wholly owned by the City of Nashua;

NOW, THEREFORE, BE IT RESOLVED by the Board of Aldermen of the City of Nashua that the City approves Pennichuck and PWW borrowing up to a total of \$2,600,000 in an aggregate principal amount from TD Bank, N.A., under the Small Business Administration Paycheck Protection Program (15 U.S. § 636(a)(36), the “Program”) to raise proceeds for the following purposes: (1) to pay wages and benefits to employees; and (2) to pay rent, utilities and other expenses authorized under the Program.

AND, FURTHER, BE IT RESOLVED by the Board of Aldermen of the City of Nashua that the City approves PWW’s issuing one or more notes to TD Bank, N.A., under the Program at an interest rate of 1% and with a term of two years, and on such other terms as required by the Program and as may be determined by PWW in response to prevailing market conditions.

LEGISLATIVE YEAR 2020

RESOLUTION: R-20-035

PURPOSE: Authorizing Pennichuck Water Works, Inc. to issue notes to TD Bank, N.A., under the Small Business Administration Paycheck Protection Program

ENDORSERS: Mayor Jim Donchess
Alderman Richard A. Dowd

**COMMITTEE
ASSIGNMENT:**

FISCAL NOTE: None.

ANALYSIS

This resolution approves the proposal by d Pennichuck Water Works to issue one or more notes to TD Bank, N.A., under the Small Business Administration Paycheck Protection Program as described in the resolution.

Pennichuck has provided additional information on the proposal to the Board of Aldermen.

Article IX (3) of Pennichuck Corporation's Articles of Incorporation and Article V §2 of the Pennichuck Corporation's by-laws requires City approval for the borrowing.

Approved as to form: Office of Corporation Counsel

By: /s/ Steven A. Bolton

Date: May 1, 2020