



Resolution 2010-119
Village of Vernon Hills General Fund

(Name and Address of Bank)

CORPORATE RESOLUTION

Taxpayer I.D. No. 36-2689307

Clerk

I, the undersigned, ~~XXXXXX~~ of the Village of Vernon Hills

a corporation organized under the laws of the State of Illinois, do hereby certify that at a duly called meeting of the Board of Directors of said corporation held on, a quorum being present, the following resolution was duly adopted and is set forth in the minutes of the said meeting; and that the said resolution had not been rescinded or modified, and that there is nothing in the regulations, by-laws, or directors' or stockholders' resolutions of said corporation which in any way limits or restricts its borrowing power or conflicts with said resolution.

RESOLVED, That Fifth Third Bank

(Name and Address of Bank)

(hereinafter referred to as "Bank"), be and the same is hereby designated as a depository for the bankable papers and funds of this corporation, including checks, drafts and current items of every character whatsoever, which shall be deposited in the name of this corporation endorsed with a rubber stamp or otherwise.

BE IT FURTHER RESOLVED, That any two of the following:

CHECK SIGNING

Insert titles only of officers and names of persons signing without titles

Village President, Building Commissioner, Village Manager, Assistant Treasurer, Assistant Village Manager, Treasurer,

are hereby authorized to sign on behalf of this corporation any and all checks, drafts, acceptances and other instruments and/or orders for the payment and/or withdrawal of any and all moneys, credits, items and property at any time held by said Bank for the accounts of this corporation, including those drawn to the individual order of any such officer(s) or person(s) signing the same, without further inquiry or regard to the authority of said officer(s) or person(s) or the use of said checks, drafts, and orders, or the proceeds thereof.

BE IT FURTHER RESOLVED, That the Bank be and it hereby is authorized and directed to honor as genuine and authorized instruments of this corporation any and all checks, drafts or other orders for the payment of money drawn in the name of the corporation and signed on its behalf with the facsimile signature of any one of the following:

FACSIMILE SIGNATURE

Insert titles only of officers and names of persons signing without titles

and that the clerk or secretary is authorized and directed to certify to said Bank by specimen the form(s) of facsimile signatures authorized by this corporation for use by the above-named officer(s) or person(s) and that this corporation assumes full responsibility for any and all payments made by said Bank in reliance upon the facsimile signature of any officer(s) or person(s) named above and agrees to indemnify and hold harmless said Bank against any and all loss, cost, damage or expense suffered or incurred by said Bank arising out of the misuse or unlawful or unauthorized use by any person of such facsimile signature or signatures.

BE IT FURTHER RESOLVED, That any one of those officer(s) or person(s) described in the preceding paragraphs, as well as any one of the following:

STOP PAYMENTS

Insert titles only of officers and names of persons signing without titles

Finance Director, Assistant Finance Director, Jayshree Taswala, Mary Grampo

are hereby authorized on behalf of this corporation to issue stop payment orders pertaining to any and all instruments executed under the authority of the preceding paragraphs.

BE IT FURTHER RESOLVED, That any one of those officer(s) or person(s) described in the preceding paragraphs, as well as any one of the following:

BORROWING & GUARANTEES

Insert titles only of officers and names of persons signing without titles

are hereby authorized to borrow or to lease from time to time in behalf of this corporation from said Bank such sums of money, for such times and upon such terms as may seem advisable to such officer(s) or person(s), to sign and deliver on behalf of this corporation notes or leases therefor, and to pledge or mortgage all or any of the assets of this corporation as security for such loans or leases under such terms and conditions as may seem advisable to such officer(s) or person(s); and also are hereby authorized to endorse in the name of this corporation and to negotiate to said Bank all or any of the notes, bills receivable, accounts receivable and assets of this corporation upon such terms as may seem advisable to such officer(s) or person(s).

BE IT FURTHER RESOLVED, That the designation of the Bank as a depository for this corporation and the grants of the foregoing authority to said officer(s) or person(s) shall continue until a certified copy of a resolution of this Board revoking or changing said designation of authority is filed with said Bank by this corporation.

BE IT FURTHER RESOLVED, That this resolution and the terms and conditions appearing on the signature card(s) constitute the Deposit Agreement(s) between this corporation and the Bank and that the Secretary of this corporation is empowered to subscribe to such Deposit Agreement(s) on behalf of this corporation.

BE IT FURTHER RESOLVED, That the persons or officers identified immediately above are hereby authorized to GUARANTEE the payment of the debts, loans, leases, or other indebtedness of another, for such times and for such sums of money and upon such terms as may seem advisable to such officer(s) or person(s); to sign and deliver on behalf of this corporation guarantee bonds or other documents therefor as may be required; and to pledge or mortgage all or any of the assets of this corporation as security for such guarantees or as security for the obligations of others under such terms and conditions as may seem advisable to such officer(s) or person(s).

BE IT FURTHER RESOLVED, That any one of those officer(s) or person(s) described in the preceding paragraphs, as well as any one of the following:

TREASURY MANAGEMENT SERVICES

Insert titles only of officers and names of persons signing without titles

Finance Director, Assistant Finance Director, Jayshree Taswala, Mary Grampo

are hereby authorized on behalf of this corporation to (i) execute the Fifth Third Bank Treasury Management Services Terms and Conditions; (ii) enter into and utilize various treasury management services offered from time to time by Bank (whether pursuant to the Fifth Third Bank Treasury Management Services Terms and Conditions or not), including without limitation wire transfer services, automated clearing house services, electronic data interchange, sweep services, deposit management services and lockbox services; (iii) authorize outgoing wire transfer services and transfer to and from the accounts of this corporation using the funds transfer system of the automated clearing house; and (iv) designate to the Lender in writing from time to time employees of this corporation permitted to undertake or initiate the transactions contemplated in clauses (i) or (iii) of this resolution.

I further certify that the following named persons are the officers of the said corporation, duly qualified and now acting as such:

President Roger Byrne
Vice President Michael Allison
John Kalmar
Michael Atkinson
Treasurer Laurence Nakrin

Ass't Secretary
Ass't Treasurer Peggy Koperski

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of the said corporation, this 21st day of September, 2010

Handwritten signature and title: Village Clerk



Vill Mgr
s't Vil Mgr
Bldg Comm