TOWN OF PENDLETON
6570 Campbell Boulevard
Lockport, NY 14094

Supervisor Joel Maerten
Councilman Wolfgang Buechler
Councilman Timothy Lukasik
Councilman David Kantor
Councilman Dylan Rumbold

At the monthly meeting of the Town Board of the Town of Pendleton, Niagara County, New York, held in the Board Room at the Town of Pendleton Town Hall, 6570 Campbell Boulevard, Lockport, New York, 14094 at 7:00 p.m. on November 9, 2026.

RESOLUTION ADOPTING SEC-DRIVEN CONTINUING DISCLOSURE COMPLIANCE PROCEDURES

WHEREAS, Securities Exchange Commission ("SEC") Rule 15c2-12 (the "Rule") generally prohibits underwriters from purchasing or selling municipal securities unless the issuer of such securities has entered into a continuing disclosure obligation; and

WHEREAS, the Town is an occasional issuer of municipal securities and thus has entered into continuing disclosure obligations (or will do so) from time to time; and

WHEREAS, Hodgson Russ LLP, as bond counsel to the Town, has prepared and has recommended that the Town adopt certain SEC-driven continuing disclosure compliance procedures; and

WHEREAS, the Town Board deems it to be in the best interest of the Town to adopt formal written procedures to help ensure continuing disclosure compliance, and to designate an official responsible for ensuring that such procedures are followed;

NOW THEREFORE, BE IT RESOLVED, that the Town hereby adopts the continuing disclosure compliance procedures that are attached hereto as "Schedule A" and resolves to be governed thereby; and be it further

RESOLVED, that such Schedule A will be placed in its entirety in the official records, files and minutes of the Town and adhered to going forward; and be it further

RESOLVED, that this resolution shall take effect immediately upon its adoption.

Schedule A

TOWN OF PENDLETON
NIAGARA COUNTY,
NEW YORK

Continuing Disclosure Compliance Procedures for Tax-Exempt Bonds and Notes

a. Purpose: The purpose behind implementation of these continuing disclosure compliance procedures is to ensure that the **Town of Pendleton, Niagara County, New York** (the "Issuer") (i) is compliant with its continuing disclosure obligations with respect to the securities it issues, pursuant to Rule 15c2-12, as amended (the "Rule"), promulgated under the Securities Exchange Act of 1934, as amended and (ii) makes accurate reports as to its compliance therewith in connection with its offerings of securities from time to time.

b. Disclosure Compliance Officer Designation, Education, and Training: The Issuer will designate a "Disclosure Compliance Officer" who will be the primary official responsible for monitoring compliance with the continuing disclosure requirements listed in the Issuer's continuing disclosure undertakings. The Disclosure Compliance Officer will consult with the Issuer's bond counsel and financial advisor as needed to keep current on Securities and Exchange Commission regulations and developments relating to continuing disclosure compliance for its obligations. **The Issuer's designated Disclosure Compliance Officer is the Tax Collector, currently Noreen E. Lemma.**

c. Continuing Disclosure Obligations Review: The Disclosure Compliance Officer is responsible for reviewing, with the Issuer's financial advisor, the Issuer's continuing disclosure undertakings to determine the date(s) by which annual financial information and audited financial information, along with any required material events notices and, if applicable, failure to file notices, must be filed with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") system in accordance with the Rule.

d. Preparation of Annual Financial Information and Audited Financial Statements: If the Issuer's continuing disclosure undertakings require the filing of annual financial information and audited financial statements with EMMA, the Disclosure Compliance Officer will coordinate with the Issuer's auditor and financial advisor to ensure that such documents are prepared and submitted in advance of the deadline for such filing.

e. Monitoring Disclosure Compliance: The Disclosure Compliance Officer will monitor the filing with EMMA of any and all documents required under the Issuer's continuing disclosure undertakings through consultation with the Issuer's financial advisor and bond counsel when necessary.

f. Correcting Potential Non-Compliance: Upon discovery of potential or existing non-compliance with the Issuer's continuing disclosure undertakings, the Disclosure Compliance Officer will promptly take steps, including consultation with the Issuer's financial advisor and bond counsel, to correct such non-compliance, such as by filing failure to file notices with EMMA.

g. Official Statements: The Disclosure Compliance Officer will review for accuracy and completeness any descriptions of the Issuer's continuing disclosure compliance history contained in the initial drafts of notices of sale or official statements that are promulgated by the Issuer in connection with its bond and note issues, and will inform the Issuer's financial advisor and bond counsel of any potential inaccuracies or omissions within, so that any discovered inaccuracies or omissions in the draft document(s) can be corrected before such document(s) are finalized and distributed.

CERTIFICATE OF RECORDING OFFICER

The undersigned hereby certifies that:

1. The undersigned is the duly qualified and acting Clerk of the Town of Pendleton, Niagara County, New York (the "Town") and the custodian of the records of the Town, including the minutes of the proceedings of the Town Board (the "Board"), and is duly authorized to execute this certificate.

2. A meeting of the Board was duly convened and held on November 9, 2026, and minutes of the meeting have been duly recorded in the minute book kept by me in accordance with law for the purpose of recording the minutes of meetings of the Board.

3. I have compared the attached extract with the recorded minutes and the extract is a true, correct, and exact copy of the minutes and of the whole thereof insofar as the minutes relate to the subject matters referred to in the extract.

4. The extract of minutes correctly states the members of the Board who attended and voted at the meeting.

5. Such resolution was duly adopted in all respects in accordance with law and the regulations of the Town and has not since been rescinded, revoked, annulled or modified and is in full force and effect. A legally sufficient number of members voted in the proper manner for the adoption of the resolution. All other requirements and proceedings under law, such regulations, or otherwise, incident to such meeting and the adoption of the resolution, including any publication, if required by law, have been duly fulfilled, carried out, and otherwise observed.

6. The seal appearing below constitutes the official seal of the Town and was duly affixed by the undersigned at the time this certificate was signed.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of November ___, 2026.

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Town Clerk

(SEAL)