

Schedule No. 01
EXHIBIT E

2018-24

LESSEE RESOLUTION

RE: Master Lease Purchase Agreement dated as of August 15, 2018, between Tax-Exempt Leasing Corp. (Lessor) and Auburn Township, Geauga County (Lessee) and Schedule No. 01.

At a duly called meeting of the Governing Body of the Lessee (as defined in the Agreement) held on August 20, 2018 the following resolution was introduced and adopted:

BE IT RESOLVED by the Governing Body of Lessee as follows:

- Determination of Need.** The Governing Body of Lessee has determined that a true and very real need exists for the acquisition of the Equipment described on Exhibit A of Schedule No. 01 to the Master Lease Purchase Agreement dated as of August 15, 2018, between **Auburn Township, Geauga County** (Lessee) and **Tax-Exempt Leasing Corp.** (Lessor).
- Approval and Authorization.** The Governing Body of Lessee has determined that the Agreement and Schedule, substantially in the form presented to this meeting, are in the best interests of the Lessee for the acquisition of such Equipment, and the Governing Body hereby approves the entering into of the Agreement and Schedule by the Lessee and hereby designates and authorizes the following person(s) to execute and deliver the Agreement and Schedule on Lessee's behalf with such changes thereto as such person(s) deem(s) appropriate, and any related documents, including any Escrow Agreement, necessary to the consummation of the transaction contemplated by the Agreement and Schedule.

Authorized Individual(s): FRED MAY, FISCAL OFFICER
(Printed or Typed Name and Title of individual(s) authorized to execute the Agreement)

In addition to the Authorized Individual(s) above, the Governing Body of Lessee further authorizes the following individual to sign any Payment Request and Partial Acceptance Certificate form and/or Final Acceptance Certificate:

Authorized Individual(s): NANCY L. DOLEZAL, ADMINISTRATOR
(Printed or Typed Name and Title of individual(s) authorized to execute any Payment Request and Partial Acceptance Certificate and/or Final Acceptance Certificate)

- Adoption of Resolution.** The signatures below from the designated individuals from the Governing Body of the Lessee evidence the adoption by the Governing Body of this Resolution.

By: [Signature] TRUSTEE
(Signature of Secretary, Board Chairman or other member of the Governing Body, who is not listed as "Authorized Individual" above)

Name: JOHN A. EBERLY Title: BOARD CHAIRMAN
(Printed name of individual who signed directly above) (Title of individual who signed directly above)

Attested By: [Signature]
(Signature of one additional person who can witness the passage of this Resolution)

Name: PATRICK J. CAVANAGH Title: TRUSTEE
(Printed name of individual who signed directly above) (Title of individual who signed directly above)