

**RESOLUTION OF THE
NORTHWEST INDIANA REGIONAL DEVELOPMENT AUTHORITY
RESOLUTION NO. 25-05**

WHEREAS, the Northwest Indiana Regional Development Authority (the "RDA") was established by IC 36-7.5-2-1 for the purpose of fostering regional development in northwest Indiana through connectivity, including among other things, financing projects and facilities for lease to or for the benefit of eligible political subdivisions under IC 36-7.5 *et seq.*;

WHEREAS, IC 36-7.5-3-2 enumerates the RDA's powers, which includes among others, the power to acquire and finance land and projects, hire employees, enter into contracts or other agreements, and the power to take any action necessary to carry out IC 36-7.5;

WHEREAS, at a public hearing for which reasonable notice has been given, the RDA has received testimony and evidence concerning the need to create an Indiana nonprofit corporation to serve as a land development entity (the "LDE") to fulfill the purposes for which the RDA is created as detailed in IC 36-7.5 and at which an opportunity was provided for testimony or evidence for or against any such action;

WHEREAS, the RDA believes it is necessary and in the best interests of the RDA, northwest Indiana, and the State of Indiana for the RDA to form the LDE to fulfill the purposes for which the RDA is created as detailed in IC 36-7.5; and

WHEREAS, the RDA believes it is necessary and in the best interests of the RDA for the LDE to be classified as "supporting organization" and for the RDA to be the LDE's "supported organization" for purposes of Section 509(a) of the Internal Revenue Code of 1986; and

WHEREAS, the Development Board of the RDA (the "Board") takes the actions under this Resolution in accordance IC 36-7.5 *et seq.*, and other relevant laws;

NOW, THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT BOARD OF THE
NORTHWEST INDIANA REGIONAL DEVELOPMENT AUTHORITY AS FOLLOWS:

Section 1. The Board finds, including without limitation based upon the evidence and testimony provided at the public hearing, the facts set forth in Attachment I hereto. Based upon the findings set forth in Attachment I, the Board determines that the LDE's formation will help to fulfill the purposes for which the RDA is created and to carry out IC 36-7.5. The Board therefore approves the creation of the LDE as an Indiana nonprofit corporation.

Section 2. The Board approves the adoption of the LDE's proposed Articles of Incorporation, attached hereto as Exhibit A, and Bylaws, attached hereto as Exhibit B.

Section 3. The Board appoints and approves Sherri Ziller, in her capacity as the President and CEO of the RDA, to serve as the incorporator of the Corporation and, pursuant to IC 23-17-3-7 and Section 8.3 of the Corporation's Articles, authorizes the incorporator to appoint the initial board of directors of the LDE.

Section 4. The LDE is authorized to take any and all actions in furtherance of its mission and purpose as contemplated in its Articles of Incorporation and Bylaws and consistent with this Resolution.

Section 5. RDA staff and officers are authorized to take any actions necessary to effectuate this Resolution and enter into all necessary and appropriate agreements with the LDE to carry out the foregoing.

Section 6. If any section, paragraph, clause, or provision of this Resolution shall be ruled by any court of competent jurisdiction to be invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the remaining sections, paragraphs, clauses, or provisions.

Section 7. This Resolution may be signed in any number of counterparts, each of which is an original and all of which taken together form one single document. Signatures delivered by email in PDF format, facsimile, or other electronic format shall be effective.

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ALL OF WHICH HAVING BEEN RESOLVED this 11 day of September 2025 by the Development Board of the Northwest Indiana Regional Development Authority.

BY THE DEVELOPMENT BOARD OF THE

NORTHWEST INDIANA REGIONAL DEVELOPMENT AUTHORITY

Donald P. Jank
Chair

Walter Reed
Vice Chair

Ed Miller

Paul Elliott

Alexis Mitchell

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ATTEST:

La PR
Secretary-Treasurer

Attachment I

Findings of Fact

Exhibit A

**Articles of Incorporation of the
Land Development Entity**