

RESOLUTION NO 2026 - 12

A RESOLUTION AUTHORIZING THE ISSUANCE BY BOONE COUNTY, MISSOURI OF ITS GENERAL OBLIGATION BOND (STATE OF MISSOURI – DIRECT LOAN PROGRAM) SERIES 2026, IN CONNECTION WITH THE PHENORA NORTH SANITARY SEWER NEIGHBORHOOD IMPROVEMENT DISTRICT PROJECT; AUTHORIZING THE EXECUTION AND DELIVERY OF A PURCHASE AGREEMENT BY AND AMONG BOONE COUNTY, MISSOURI, BOONE COUNTY REGIONAL SEWER DISTRICT AND THE MISSOURI DEPARTMENT OF NATURAL RESOURCES; AND AUTHORIZING CERTAIN OTHER ACTIONS IN CONNECTION THEREWITH.

WHEREAS, the Boone County Regional Sewer District (the “District”) is a public sewer district organized and existing under the constitution and laws of the State of Missouri; and

WHEREAS, the District owns and operates a revenue producing sewerage system, serving the County, its inhabitants and others within its service area, including connected and related appurtenances and facilities and extensions, improvements, additions and enlargements made or acquired by the District (the “System”); and

WHEREAS, Boone County, Missouri (the “County”) and the District have entered into a Cooperative Agreement Neighborhood Improvement District Projects dated November 17, 2009, pursuant to which the parties jointly agreed to establish and administer a Neighborhood Improvement District Public Sanitary Sewer Improvement Program (the “Neighborhood Improvement District Public Sanitary Sewer Improvement Program”), whereby (a) the County agreed to establish one or more neighborhood improvement districts (“NIDs”) and finance the construction, installation and extension of various main and lateral storm water drains, sanitary sewer systems and appurtenances thereto within the NIDs, and (b) the District agreed to design, construct, reconstruct, repair, improve, own, operate and maintain such improvements as part of the System; and

WHEREAS, the County and the District desire to finance, construct and install certain improvements to the System in connection with the Neighborhood Improvement District Public Sanitary Sewer Improvement Program, specifically the Phenora North Sanitary Sewer Neighborhood Improvement District Project (collectively, the “Project”); and

WHEREAS, to provide for the most cost-effective method of financing the Project, the County and the District desire to participate in the State of Missouri Clean Water State Revolving Fund Direct Loan Program (the “CWSRF Direct Loan Program”) of the Missouri Department of Natural Resources (“DNR”) and the Clean Water Commission of the State of Missouri (the “Commission”); and

WHEREAS, in connection with the Project, the Commission has approved (a) a loan to the County to be made by DNR pursuant to a Purchase Agreement (the “Purchase Agreement”) by and among the County, the District and DNR (the “Loan”) and (b) a grant to the County in the maximum amount of \$244,078 (the “Grant”) to be administered by DNR pursuant to a Grant Agreement by and between the County and DNR; and

WHEREAS, in order to evidence the Loan, the County intends to issue its General Obligation Bond (State of Missouri – Direct Loan Program) Series 2026 (the “Bond”) in the maximum principal amount of \$195,000; and

WHEREAS, the Board of Trustees of the District hereby finds and determines that it is necessary and advisable and in the best interest of the District and its inhabitants in the connection with the Project and in furtherance of the Neighborhood Improvement District Public Sanitary Sewer Improvement Program that (a) the District authorize the County to issue the Bond to DNR under the CWSRF Direct Loan Program and (b) the District be authorized to execute and deliver the Purchase Agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE BOONE COUNTY REGIONAL SEWER DISTRICT, AS FOLLOWS:

Section 1. Definition of Words and Terms. Capitalized words and terms not otherwise defined in this Resolution have the meanings set forth in the Purchase Agreement.

Section 2. Authorization of the Bond. The District hereby approves the issuance of the Bond by the County under the CWSRF Direct Loan Program in connection with the Project and in furtherance of the Neighborhood Improvement District Public Sanitary Sewer Improvement Program.

Section 3. Authorization and Execution of the Purchase Agreement. The District is authorized to enter into the Purchase Agreement in substantially the form presented to the Board of Trustees at this meeting. The Chairman of the Board of Trustees is authorized to execute the Purchase Agreement for and on behalf of and as the act and deed of the District, with changes approved by the Chairman of the Board of Trustees, which approval will be conclusively evidenced by the signature of the Chairman of the Board of Trustees of the County on such document. The Chairman of the Board of Trustees is further authorized and directed to execute other documents, certificates and instruments that are necessary or desirable to carry out the intent of this Resolution. The Secretary of the Board of Trustees is authorized and directed to attest the execution of the Purchase Agreement and any other documents, certificates and instruments that are necessary or desirable to carry out the intent of this Resolution.

Section 4. Further Authority. The officers of the District, including the Chairman of the Board of Trustees, the Secretary of the Board of Trustees and the Executive Director, are hereby authorized and directed to execute all documents, certificates and instruments that are necessary or desirable and take all actions as are necessary or advisable in order to carry out and perform the purposes of this Resolution. The execution of any document, certificate or instrument or taking of any related action constitutes conclusive evidence of the necessity or advisability of said document, certificate or instrument or such the action.

Section 5. Electronic Transactions. The transactions described in this Resolution and the Bond may be conducted and related documents may be stored, received and delivered by electronic means. Copies, telecopies, facsimiles, electronic files and other reproductions of original executed documents shall be deemed to be authentic and valid counterparts of such original documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

Section 6. Severability. If any section or other part of this Resolution is for any reason held invalid, the invalidity will not affect the validity of the other provisions of this Resolution.

Section 7. Governing Law. This Resolution is governed by and will be construed in accordance with the laws of the State of Missouri.

Section 8. Effective Date. This Resolution shall take effect and be in full force from and after its passage by the Board of Trustees.

PASSED by the Board of Trustees of the Boone County Regional Sewer District this 20th day of October, 2026.

Chairman of the Board of Trustees

ATTEST:

Secretary of the Board of Trustees