

**EXCERPT OF MINUTES OF A MEETING
OF THE GOVERNING BODY OF
THE CITY OF BEL AIRE, KANSAS
HELD ON FEBRUARY 4, 2025**

The governing body met in regular session at the usual meeting place in the City at 7:00 p.m., the following members being present and participating, to-wit:

Absent:

The Mayor declared that a quorum was present and called the meeting to order.

* * * * *

(Other Proceedings)

A matter relating to the sale of approximately \$22,000,000* of Chisholm Creek Utility Authority Water and Wastewater Facilities Revenue Bonds, Series 2025, came on for consideration and was discussed.

Councilmember _____ presented and moved for the adoption of a Resolution entitled:

**RESOLUTION APPROVING THE SALE OF CHISHOLM CREEK UTILITY
AUTHORITY WATER AND WASTEWATER FACILITIES REVENUE BONDS,
SERIES 2025.**

Councilmember _____ seconded the motion to adopt the Resolution. Thereupon, the Resolution was read and considered, and the question put to a roll call vote, the vote thereon was as follows:

Aye: _____.

Nay: _____.

The Mayor declared said Resolution duly adopted. The Resolution was then duly numbered Resolution No. R-25-____, and was signed by the Mayor and attested by the Clerk.

* * * * *

(Other Proceedings)

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CERTIFICATE

I hereby certify that the foregoing Excerpt of Minutes is a true and correct excerpt of the proceedings of the governing body of the City of Bel Aire, Kansas, held on the date stated therein, and that the official minutes of such proceedings are on file in my office.

(SEAL)

Clerk

RESOLUTION NO. R-25-__

**RESOLUTION APPROVING THE SALE OF CHISHOLM CREEK UTILITY
AUTHORITY WATER AND WASTEWATER FACILITIES REVENUE BONDS,
SERIES 2025.**

WHEREAS, the City of Bel Aire, Kansas (the “City”) is a member of the Chisholm Creek Utility Authority (“CCUA”) and utilizes water treatment and distribution and wastewater collection and treatment services provided by the CCUA; and

WHEREAS, CCUA has heretofore authorized and is undertaking certain internal improvements, described as follows (the “Improvements”): a project to enhance nutrient removal by the wastewater treatment plant (WWTP) in order to meet future permit limits and better protect the receiving stream and environment while increasing the capacity of the WWTP by approximately one-third, and any improvements related thereto; and

WHEREAS, CCUA has found it necessary and advisable that CCUA proceed with the issuance of its revenue bonds to permanently finance the costs of the Improvements; and

WHEREAS, CCUA has selected the firm of Raymond James & Associates, Inc., Leawood, Kansas (the “Municipal Advisor”), as municipal advisor for a series of water and wastewater facilities revenue bonds to be issued by CCUA and designated “Chisholm Creek Utility Authority Water and Wastewater Facilities Revenue Bonds, Series 2025” (the “Series 2025 Bonds”), in order to provide funds to permanently finance the Improvements described above; and

WHEREAS, CCUA has selected the firm of Robert W. Baird & Co., Incorporated, Clayton, Missouri (the “Purchaser”), as purchaser of the Series 2025 Bonds; and

WHEREAS, the City desires to approve the selection of the Municipal Advisor and Purchaser by CCUA, and to authorize the Municipal Advisor and Purchaser to proceed with the offering for sale of the Series 2025 Bonds.

**NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY
OF BELAIRE, KANSAS, AS FOLLOWS:**

Section 1. The selection of the Municipal Advisor and Purchaser by CCUA are hereby authorized and approved. The Municipal Advisor and Purchaser are authorized to proceed with the offering for sale of the Series 2025 Bonds, as described in the Preliminary Official Statement referenced herein. The Series 2025 Bonds shall be sold, subject to the approving opinion of Gilmore & Bell, P.C. (“Bond Counsel”), on a negotiated basis to the Purchaser. The timing of offering for sale, the pricing, and the determination of the structuring and repayment terms of the Series 2025 Bonds shall be determined by CCUA, in consultation with the Municipal Advisor and Bond Counsel.

The confirmation of the sale of the Series 2025 Bonds shall be subject to the execution of a bond purchase agreement between the Purchaser and CCUA and the adoption of a resolution by the governing body of CCUA authorizing the issuance of the Series 2025 Bonds and the execution of various documents necessary to deliver the Series 2025 Bonds. The City hereby approves the execution of a bond purchase agreement by CCUA, subject to the following parameters: (a) the principal amount of the Series 2025 Bonds shall not exceed \$23,000,000; and (b) the true interest cost of the Bonds shall not exceed 4.75%.

Section 2. The City acknowledges that there will be portions of the Preliminary Official Statement that contain information about the City, and the City hereby authorizes its officers and employees, in conjunction with the Municipal Advisor, to assist in the preparation of the Preliminary Official Statement. The City hereby consents to the use and public distribution by the Purchaser of the Preliminary Official Statement in connection with the offering for sale of the Series 2025 Bonds.

Section 3. For the purpose of enabling the Purchaser to comply with the requirements of Rule 15c2-12 of the Securities and Exchange Commission (the “Rule”), the Mayor and City Manager or other appropriate officers of the City are hereby authorized: (a) to approve the form of said Preliminary Official Statement and to execute a “Certificate Deeming Preliminary Official Statement Final” in substantially the form attached hereto as *Exhibit A*, as approval of the City information in the Preliminary Official Statement, such official’s signature thereon being conclusive evidence of such official’s and the City’s approval thereof; (b) covenant to provide continuous secondary market disclosure by annually transmitting certain financial information and operating data and other information necessary to comply with the Rule to certain national repositories and the Municipal Securities Rulemaking Board, as applicable; and (c) to take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable the Purchaser to comply with the requirements of such Rule.

Section 4. The Mayor, City Manager, Clerk and other officers and representatives of the City, the Municipal Advisor, the Purchaser and Bond Counsel, are hereby authorized and directed to take such other action as may be necessary to carry out the offering for sale of the Series 2025 Bonds.

The transactions described in this Resolution may be conducted, and documents related to the Series 2025 Bonds may be sent, received, executed, and stored, by electronic means or transmissions. Copies, telecopies, electronic files and other reproductions of original executed documents (or documents executed by electronic means or transmissions) shall be deemed to be authentic and valid counterparts of such documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

Section 5. This Resolution shall be in full force and effect from and after its adoption.

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ADOPTED by the governing body of the City of Bel Aire, Kansas on February 4, 2025.

(SEAL)

Mayor

ATTEST:

Clerk

**CERTIFICATE DEEMING
OFFICIAL STATEMENT FINAL**

To:

Re: Chisholm Creek Utility Authority (the “Issuer”) Water and Wastewater Facilities
Water and Wastewater Facilities Revenue Bonds, Series 2025

Ladies and Gentlemen:

The undersigned are the duly acting Mayor and City Manager of the City of Bel Aire, Kansas (the “City”), and is authorized to deliver this Certificate to the addressee (the “Purchaser”) on behalf of the City. The City understands that the Issuer referenced above has heretofore caused to be delivered to the Purchaser copies of the Preliminary Official Statement (the “Preliminary Official Statement”), relating to the above-referenced bonds (the “Series 2025 Bonds”).

For the purpose of enabling the Purchaser to comply with the requirements of Rule 15c2-12(b)(1) of the Securities and Exchange Commission (the “Rule”), the City hereby deems the information *regarding the City* contained in the Preliminary Official Statement to be final as of its date, except for the omission of such information as is permitted by the Rule.

CITY OF BEL AIRE, KANSAS

By: _____
Title: Mayor

By: _____
Title: City Manager