

RESOLUTION
NO. _____

A RESOLUTION OF THE COUNCIL OF COLUMBUS, GEORGIA (THE “COUNCIL”) AUTHORIZING THE ISSUANCE OF COLUMBUS, GEORGIA WATER AND SEWERAGE REVENUE BONDS, SERIES 2026, IN ACCORDANCE WITH THE REQUEST OF THE COLUMBUS, GEORGIA BOARD OF WATER COMMISSIONERS (THE “**BOARD OF WATER COMMISSIONERS**”); TO AUTHORIZE THE MAYOR AND OTHER OFFICIALS OF COLUMBUS TO TAKE SUCH FURTHER ACTIONS AS ARE NECESSARY TO PROVIDE FOR THE SALE, ISSUANCE, AND DELIVERY OF THE BONDS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$140,000,000 FOR THE PURPOSE OF FINANCING OR REFINANCING CERTAIN ADDITIONS, EXTENSIONS, AND IMPROVEMENTS TO THE WATER AND SEWERAGE SYSTEM AND REFUNDING A PORTION OF THE 2014A BONDS AND THE SERIES 2016 BONDS (AS DEFINED HEREIN); AND FOR OTHER PURPOSES.

WHEREAS, Columbus, Georgia (the “**Issuer**”) is a political subdivision of the State of Georgia, duly created and validly existing pursuant to the laws of the State of Georgia and owns a water and sewerage system (the “**System**”) in Columbus, Georgia; and

WHEREAS, under and by virtue of the Constitution and laws of the State of Georgia, including particularly the Revenue Bond Law of the State of Georgia (Ga. Code Ann. Section 36-82-60 *et seq.*, as amended, the “**Act**”), the Issuer has the authority to issue interest-bearing revenue bonds for the purpose of (i) financing or refinancing, in whole or in part, the costs of certain additions, extensions, and improvements to the System, and acquiring the necessary property therefor, both real and personal, (ii) refunding revenue bonds previously issued by the Issuer for the System; and (iii) paying expenses incident thereto; and

WHEREAS, the Council, at the request of the Board of Water Commissioners made by motion duly approved at its regularly scheduled meeting in January 2026, requesting that the Council consider the issuance of revenue bonds, and as further evidenced by a resolution adopted by the Board of Water Commissioners on February 9, 2026 and attached hereto, (the “**Board Resolution**”), now proposes to issue tax exempt revenue bonds for the purposes of (a) financing or refinancing certain additions, extensions, and improvements to the System (the “**2026 Project**”), (b) refunding a portion of the outstanding Columbus, Georgia Water and Sewerage Revenue Bonds, Series 2014A (the “**Series 2014A Bonds**”), issued in the original aggregate principal amount of \$32,995,000, (c) refunding a portion of the outstanding Columbus, Georgia Water and Sewerage Revenue Bonds, Series 2016 (the “**Series 2016 Bonds**”), issued in the original aggregate principal amount of \$57,855,000, and (d) paying all or a portion of the costs of issuance of such revenue bonds; and

WHEREAS, based on the Board of Water Commissioners’ recommendations recited in the Board Resolution, the Issuer proposes to issue not to exceed \$140,000,000 in aggregate principal amount of its Columbus, Georgia Water and Sewerage Revenue Bonds, Series 2026 (the “**Series 2026 Bonds**”), the proceeds of which may include original issue premium, in addition to such principal amount, for such purposes; and

WHEREAS, the Issuer has determined that the issuance of the Series 2026 Bonds will benefit the Issuer by improving the System and reducing the cost of its indebtedness, thereby benefiting the citizens of Columbus, Georgia served by the Issuer's System, and will otherwise further the public purposes for which the Issuer was created; and

WHEREAS, the Series 2026 Bonds will be issued pursuant to a Trust Indenture, dated as of February 1, 2012 (the "**Original Indenture**"), between the Issuer and U.S. Bank National Association, as trustee (the "**Trustee**"), as supplemented by various supplemental indentures including the Seventh Supplemental Trust Indenture, to be dated as of the first day of the month of the issuance of the Series 2026 Bonds, or such other date as may be approved by the Mayor of the Issuer (the "**Seventh Supplemental Indenture**" and the Original Indenture as supplemented, the "**Indenture**"), between the Issuer and the Trustee; and

WHEREAS, the Issuer, the Trustee, and U.S. Bank National Association as escrow agent (in such capacity, the "**Escrow Agent**"), will enter into an Escrow Deposit Agreement, to be dated as of the first day of the month of the issuance of the Series 2026 Bonds, or such other date as may be approved by the Mayor of the Issuer (the "**Escrow Deposit Agreement**") to provide for the refunding of a portion of the Series 2014A Bonds and the Series 2016 Bonds; and

WHEREAS, the Issuer proposes to authorize and approve the use and distribution of a Preliminary Official Statement (the "**Preliminary Official Statement**") and to authorize the execution, use, and distribution of an Official Statement (the "**Official Statement**"), in connection with the offering and sale of the Series 2026 Bonds; and

WHEREAS, the Issuer desires to authorize the Mayor to deem "final" the Preliminary Official Statement and to approve the execution of a Rule 15c2-12 Certificate (the "**Rule 15c2-12 Certificate**") with respect to the Preliminary Official Statement; and

WHEREAS, the Issuer, the Board of Water Commissioners, and the Trustee will enter into a Tax Regulatory Agreement and Non-Arbitrage Certificate dated the date of issuance of the Series 2026 Bonds (the "**Tax Certificate**"), pursuant to which the Issuer and an authorized official of the Board of Water Commissioners will make certain representations and warranties and will covenant that the 2026 Project and the project financed with proceeds of the Series 2014A Bonds and the Series 2016 Bonds will at all times be operated in accordance with the Internal Revenue Code of 1986, as amended (the "**Code**"), and applicable regulations issued thereunder or applicable thereto; and

WHEREAS, the Issuer proposes to authorize and approve the execution and delivery by the Mayor of the Issuer of a Bond Purchase Agreement (the "**Bond Purchase Agreement**") relating to the sale of the Series 2026 Bonds to Stifel, Nicolaus & Company, Incorporated (the "**Underwriter**"), subject to the limitations provided herein; and

WHEREAS, it is proposed that the Issuer should authorize the execution, delivery, and performance of a Continuing Disclosure Agreement jointly with an authorized official of the Board of Water Commissioners (the "**Disclosure Agreement**").

NOW, THEREFORE, BE IT RESOLVED:

Section 1. Authority for Bond Resolution. This resolution is adopted pursuant to the provisions of the Act.

Section 2. Findings. It is hereby ascertained, determined, and declared that:

(a) making additions, extensions, and improvements to the System, and refunding a portion of the Series 2014A Bonds and the Series 2016 Bonds, will benefit the Issuer by improving the System and reducing the cost of its indebtedness, thereby benefiting the citizens of Columbus, Georgia served by the Issuer's System, and will otherwise further the public purposes intended to be served by the Act;

(b) the Series 2026 Bonds shall be payable solely from an interest in the Net Revenues (as defined in the Indenture) of the System, and the Series 2026 Bonds will not constitute a debt or general obligation or a pledge of the faith and credit of the State of Georgia or any political subdivision thereof, including Columbus, Georgia. Neither the State of Georgia nor any political subdivision thereof, including Columbus, Georgia, shall be obligated to pay the principal of, redemption premium (if any) or interest on the Series 2026 Bonds, except as set forth in the Indenture. Neither the faith and credit nor the taxing power of the State of Georgia or any political subdivision thereof, including Columbus, Georgia, is pledged to the payment of the principal of, redemption premium (if any) or interest on the Series 2026 Bonds; and

(c) the issuance of the Series 2026 Bonds will serve the purposes for which the Issuer was created, and the issuance is sound, reasonable, and feasible.

Section 3. Authorization of Issuance of Series 2026 Bonds. The issuance of not to exceed \$140,000,000 in aggregate principal amount of revenue bonds of the Issuer designated as "Columbus, Georgia Water and Sewerage Revenue Bonds, Series 2026" is hereby authorized, the proceeds of which may include original issue premium in addition to such principal amount. The Issuer shall approve the final terms of the Series 2026 Bonds in a supplemental resolution to be adopted prior to the issuance of the Series 2026 Bonds. The Series 2026 Bonds shall bear interest from their date of issuance until their payment at the respective rate or rates of interest per annum, but in no event shall any Series 2026 Bonds bear interest at an interest rate in excess of 5.25% per annum, which interest shall be payable on the dates provided in the Seventh Supplemental Indenture. The Series 2026 Bonds shall mature on such date or dates as may be provided in the Seventh Supplemental Indenture authorizing the final terms of such series of Series 2026 Bonds, but in no event later than May 1, 2056. The maximum annual debt service on the Series 2026 Bonds in any bond year shall not exceed \$13,000,000. The Series 2026 Bonds shall be issued as fully registered Series 2026 Bonds in various denominations with such rights of exchangeability and registration of transfer and shall be in the form and executed and authenticated in the manner provided in the Indenture. The term "Series 2026 Bonds" as used herein shall be deemed to mean and include the Series 2026 Bonds as initially issued and delivered and Series 2026 Bonds issued in exchange therefor, or upon registration of transfer of, Series 2026 Bonds previously issued.

Any Series 2026 Bonds hereafter issued in exchange for, or upon registration of transfer of, the Series 2026 Bonds initially issued and delivered shall be executed in accordance with the provisions of the Indenture, and such execution by the Mayor and Clerk of Council of Columbus, Georgia, whether present or future, is hereby authorized. A certificate of validation shall be

endorsed upon each of the Series 2026 Bonds hereafter issued, and the Clerk of the Superior Court of Muscogee County, Georgia, is instructed to execute such certificate of validation upon the written request of the Trustee or the Issuer, specifying that such Series 2026 Bond is being issued in exchange for or upon registration of transfer of one of the Series 2026 Bonds previously issued and delivered.

Section 4. Authorization of Seventh Supplemental Indenture. The execution, delivery, and performance of the Seventh Supplemental Indenture relating to the Series 2026 Bonds between the Issuer and the Trustee be, and the same are, hereby authorized and approved. The Seventh Supplemental Indenture shall be executed by the Mayor and attested by the Clerk of the Council of Columbus, Georgia, and shall be in substantially the form on file with the Clerk of the Council, subject to such changes, insertions, or omissions as may be approved by the Mayor of the Issuer, and the execution of such Seventh Supplemental Indenture by the Mayor and Clerk of the Council of Columbus, Georgia as hereby authorized shall be conclusive evidence of any such approval.

Section 5. Authorization of Escrow Deposit Agreement. The execution, delivery, and performance of the Escrow Deposit Agreement among the Issuer, the Trustee, and the Escrow Agent be, and the same are, hereby authorized and approved. The Escrow Deposit Agreement shall be executed by the Mayor and attested by the Clerk of the Council of Columbus, Georgia, and shall be in substantially the form on file with the Clerk of the Council, subject to such changes, insertions, or omissions as may be approved by the Mayor of the Issuer, and the execution of such Escrow Deposit Agreement by the Mayor and Clerk of the Council of Columbus, Georgia as hereby authorized shall be conclusive evidence of any such approval.

Section 6. Authorization of the Bond Purchase Agreement. The execution, delivery, and performance of the Bond Purchase Agreement relating to the Series 2026 Bonds between the Issuer and the Underwriter be, and the same are, hereby authorized and approved. The Bond Purchase Agreement shall be executed by the Mayor and attested by the Clerk of the Council of Columbus, Georgia, and shall be in substantially the form on file with the Clerk of Council, subject to such changes, insertions, or omissions as may be approved by the Mayor of the Issuer, and the execution of such Bond Purchase Agreement by the Mayor and Clerk of the Council of Columbus, Georgia as hereby authorized shall be conclusive evidence of any such approval.

Section 7. Authorization of Preliminary Official Statement. The use and distribution of the Preliminary Official Statement with respect to the Series 2026 Bonds in substantially the form on file with the Clerk of the Council, subject to such changes, insertions, or omissions as may be approved by the Mayor of the Issuer is hereby authorized and approved. The Mayor of the Issuer is hereby authorized to “deem final” the Preliminary Official Statement within the meaning of SEC Rule 15c2-12 of the Securities and Exchange Commission.

Section 8. Execution of the Rule 15c2-12 Certificate. The execution, delivery, and performance of the Rule 15c2-12 Certificate be, and the same are, hereby authorized and approved. The Rule 15c2-12 Certificate shall be executed by the Mayor and the designated official of the Board of Water Commissioners, and shall be in substantially the form on file with the Clerk of Council, subject to such changes, insertions, or omissions as may be approved by the Mayor of the Issuer, and the execution of such Rule 15c2-12 Certificate by the Mayor and the designated official

of the Board of Water Commissioners as hereby authorized shall be conclusive evidence of any such approval.

Section 9. Authorization of Official Statement. The execution, delivery, and use of the Official Statement is hereby authorized and approved. The Official Statement shall be in substantially the form of the Preliminary Official Statement, with such changes, insertions, or omissions as may be approved by the Mayor of the Issuer, and the execution and delivery by the Mayor as hereby authorized shall be conclusive evidence of the approval of any such changes, insertions, or omissions.

Section 10. Authorization of Disclosure Agreement. The execution, delivery, and performance of the Disclosure Agreement is hereby authorized and approved. The Disclosure Agreement shall be executed by the Mayor and the designated official of the Board of Water Commissioners, and shall be in substantially the form on file with the Clerk of the Council, subject to such changes, insertions, or omissions as may be approved by the Mayor of the Issuer, and the execution of such Disclosure Agreement by the Mayor and the designated official of the Board of Water Commissioners as hereby authorized shall be conclusive evidence of any such approval.

Section 11. Approval of the Tax Certificate. The Mayor is hereby authorized and directed, for and on behalf of the Issuer, and in conjunction with a designated official of the Board of Water Commissioners, to execute and deliver the Tax Certificate in such form as the Mayor, with the advice of Butler Snow LLP, Bond Counsel, may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 12. Information Reporting Pursuant to Section 149(e) of the Code. Any officer of the Issuer is hereby authorized to sign and file or cause to be filed a completed Information Return for Tax-Exempt Private Activity Bond Issues (IRS Form 8038) as required by Section 149(e) of the Code relating to the Series 2026 Bonds.

Section 13. Designation of Trustee. U.S. Bank National Association is hereby designated as the Trustee under the Indenture for the Series 2026 Bonds.

Section 14. Execution of the Series 2026 Bonds. The Series 2026 Bonds shall be executed in the manner provided in the Indenture and the same shall be delivered to the Trustee for proper authentication and delivery with instructions to that effect as provided in such Indenture. Anything herein or in the Indenture to the contrary notwithstanding, the Mayor Pro Tem is hereby authorized to execute the Series 2026 Bonds in the event of the absence or incapacity of the Mayor, and the Deputy Clerk is hereby authorized to attest the Series 2026 Bonds in the absence or incapacity of the Clerk of the Council of Columbus, Georgia.

Section 15. Validation of Series 2026 Bonds. In order to proceed with the validation of the Series 2026 Bonds, the Mayor is hereby authorized and directed to notify the District Attorney of the Chattahoochee Judicial Circuit of the action taken by the Issuer as shown by this resolution, to request the District Attorney to institute proper proceedings to confirm and validate the Series 2026 Bonds and to pass upon the security therefor, to acknowledge service and to make answer on behalf of the Issuer in such proceedings. The Mayor is authorized to take any and all further action

and to execute any and all further instruments and pleadings as such Mayor might deem necessary to accomplish validation of the Series 2026 Bonds.

Section 16. Declaration of Official Intent to Reimburse Expenditures. The Council hereby declares its official intent, pursuant to Treasury Regulation Section 1.150-2 promulgated under the Code, to reimburse the Issuer and/or the Board of Water Commissioners from proceeds of the Series 2026 Bonds for capital expenditures to be paid or incurred prior to the issuance thereof for capital costs relating to the 2026 Project and the purposes authorized hereby. Such reimbursements shall be made only from proceeds of the Series 2026 Bonds issued for such purposes and shall not exceed the aggregate principal amount of such Series 2026 Bonds.

Section 17. Waiver of Audit. The waiver of the performance audit or performance review by the Issuer with respect to the Series 2026 Bonds as such terms are described in Ga Code Ann. Section 36-82-100 is hereby authorized and approved.

Section 18. No Personal Liability. No stipulation, obligation, or agreement herein contained or contained in the Indenture or any other document relating to the Series 2026 Bonds (collectively, the “**Bond Documents**”) shall be deemed to be a stipulation, obligation, or agreement of any officer, member, agent, or employee of the Issuer in his or her individual capacity and no such officer, member, agent, or employee shall be personally liable on the Series 2026 Bonds or the Bond Documents or be subject to personal liability or accountability by reason of the issuance of the Series 2026 Bonds.

Section 19. Financial Advisor. In compliance with the Issuer’s Debt Management Policy, the Board of Water Commissioners has engaged SMC Terminus Group, Inc., as the financial advisor to the Board of Water Commissioners and the Issuer to provide objective advice and analysis on the marketing, pricing, and sale of the Series 2026 Bonds, and such engagement is hereby approved.

Section 20. Designation of Bond Counsel. The Issuer hereby approves the Board of Water Commissioners’ designation of Butler Snow LLP, Atlanta and Macon, Georgia, as bond counsel for the Bonds.

Section 21. Approval of Negotiated Sale. Based on the findings of the Board of Water Commissioners contained in the Board Resolution and the advice of the SMC Terminus Group, Inc., the Issuer determines that the conditions exist for use of a negotiated sale for the Bonds.

Section 22. Acknowledgment of Receipt of MSRB G-17 Letter. The Issuer acknowledges receipt from Stifel Nicolaus & Company, Incorporated of the MSRB G-17 letter dated January 29, 2026.

Section 23. General Authority. From and after the adoption of this resolution, the proper officers, members, agents and employees of the Issuer are hereby authorized, empowered and directed to do all such acts and things, including, but not limited to executing and delivering all documents, instruments, or certificates as may be necessary or convenient to carry out and comply with the provisions of this resolution and are further authorized to take any and all further actions and to execute and deliver any and all other documents, closing papers and certificates, as may be

necessary or desirable in connection with the validation, issuance, sale, and delivery of the Series 2026 Bonds as approved herein.

Section 24. Actions Approved and Confirmed. All acts and doings of the officers, members, agents, and employees of the Issuer that are in conformity with the purposes and intent of this resolution and in furtherance of the issuance of the Series 2026 Bonds and the execution, delivery, and performance of the Bond Documents and other documents and matters approved herein are hereby in all respects approved and confirmed.

Section 25. Severability of Invalid Provisions. If any one or more of the agreements or provisions herein contained, in the Series 2026 Bonds or in the Bond Documents shall be held contrary to any express provision of law or contrary to the policy of express laws though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements, or provisions shall be null and void and shall be deemed separable from the remaining agreements and provisions and shall in no way affect the validity of any of the other agreements and provisions hereof, of the Bond Documents, or of the Series 2026 Bonds authorized hereunder.

Section 26. Repealing Clause. Any and all resolutions or parts of resolutions in conflict with this Bond Resolution are hereby repealed, and this Bond Resolution shall be of full force and effect from and after its adoption.

Section 27. Effective Date. This Bond Resolution shall take effect immediately upon its adoption and upon the approval of the actions of the Issuer authorized herein by the Council of Columbus, Georgia.

Introduced at a regular meeting of the Council of Columbus, Georgia held on the 10th day of February 2026 and adopted at said meeting by the affirmative vote of ____ members of said Council.

Councilor Allen	voting _____
Councilor Anker	voting _____
Councilor Chambers	voting _____
Councilor Cogle	voting _____
Councilor Crabb	voting _____
Councilor Davis	voting _____
Councilor Garrett	voting _____
Councilor Hickey	voting _____
Councilor Huff	voting _____
Councilor Tucker	voting _____

Lindsey G Mclemore
Clerk of Council

B. H. "Skip" Henderson, III
Mayor

CLERK'S CERTIFICATE

The undersigned Clerk of the Council of Columbus, Georgia (the “**Issuer**”), does hereby certify that the foregoing pages of typewritten matter constitute a true and correct copy of a resolution that was duly adopted on February 10, 2026, by the Issuer in a meeting duly called and assembled, which meeting was open to the public and at which a quorum was present and acting throughout, that notice of such meeting was duly given in accordance with Georgia law, and that the original of such resolution appears of record in a resolution book of the Issuer which is in my custody and control, and that the same has not been modified, amended, repealed or rescinded as of the date hereof.

Given under my hand and the seal of the Issuer, this _____ day of _____ 2026.

Lindsey G. McLemore, Clerk

(SEAL)