

\$5,000,000
 CITY OF DICKINSON, NORTH DAKOTA
 SOLID WASTE REVENUE BOND, SERIES 2025
 (INFRASTRUCTURE REVOLVING LOAN FUND)
 BALER BUILDING EXPANSION

CLOSING CERTIFICATE

The undersigned hereby certify that as of November 18, 2025 they are the duly elected or appointed, qualified and acting President of the Board of City Commissioners (the "Commission") and City Administrator of the City of Dickinson, Stark County, North Dakota (the "City"), and as such are familiar with the City's properties, affairs and records and further certify as follows:

1. A. The City is a political subdivision duly organized and existing under the provisions of North Dakota Century Code (the "N.D.C.C."), Title 40 and the City's Home Rule Charter. The persons listed below constitute the duly elected, appointed, qualified and acting members of the Commissioners and the officers of the City.

<u>Name</u>	<u>Office</u>	<u>Term Expires</u>
Scott Decker	President	June 2028
Dr. Robert Baer	Vice President	June 2026
Jason Fridrich	Commissioner	June 2026
John Odermann	Commissioner	June 2028
Joe Ridl	Commissioner	June 2028
Dustin Dassinger	City Administrator	Appointed
Linda Carlson	Deputy City Administrator	Appointed
Katie Greenwood	Deputy Finance Director	Appointed
Christina M. Wenko	City Attorney	Appointed

- B. All of the above officers of the City have been duly elected or appointed and qualified for their respective offices and all of the officers are now or were on the date the Resolution was adopted in lawful incumbency of their respective offices.
 - C. The City was incorporated on May 30, 1919. Its population is estimated at 22,500. The official newspaper of the City is *The Dickinson Press* published in Dickinson, North Dakota, on Tuesday through Sunday of each week.
 - D. Regular meetings of the Commission are held at the City Hall located at 38 1st Street West, on the first and third Tuesday of each month.
 - E. The City's federal tax identification number is: 45-6002055.
2. This Certificate is given with regard to the issuance of the City's \$5,000,000 Solid Waste Revenue Bond, Series 2025 (the "Bond"). The Bond is issued for the purpose of financing

City infrastructure improvements consisting of the baler building expansion (the "Project"). All regular or special meetings of the Commission held in conjunction with the issuance of the Bond were conducted with prior notice to the public in compliance with N.D.C.C. Sections 44-04-19 and 44-04-20. All formal actions relative to the adoption of the Resolution were taken in an open meeting of the Commission, and all deliberations of the Commission which resulted in formal action were in meetings open to the public.

3. Pursuant to law and the Financing Resolution adopted November 4, 2025 (the "Resolution"), the undersigned President and City Administrator certify they officially signed and executed the Bond dated November 18, 2025, and maturing on September 1, 2045. The Bond has been executed on behalf of the City with the manual signatures of the undersigned President and City Administrator. The City has authorized delivery and due performance of the Bond by all necessary action and execution, and the Bond, as executed, issued and delivered is in the form approved by the Resolution. The Bond has been sold to the Bank of North Dakota as authorized by N.D.C.C. Chapter 40-35.
4. Pursuant to the Resolution, the President and City Administrator certify they have signed and executed the Loan Agreement between the City and the Bank of North Dakota dated as of November 1, 2025 (the "Loan Agreement").
5. There is no litigation pending or, to the knowledge of the undersigned, threatened, to restrain or enjoin the issuance, sale or delivery of the Bond, or in any way contesting or affecting any authority for the issuance of the Bond to finance the Project or the validity and binding legal obligation thereof, or any substantive or procedural debt limit restrictions, or to prevent the execution, registration, certification or delivery thereof, or to amend, cancel or revoke any proceedings taken incidental to the Bond and the levy or collection of rates, fees and charges for facilities or activities furnished by the City, or in any way contesting the corporate existence, boundaries or powers of the City or the right of its officers to their respective offices.
6. The representations and warranties of the City contained in the Resolution and in the Loan Agreement are true and correct in all material respects as of the date hereof. The Resolution and the Loan Agreement remain in full force and effect and have not been amended, supplemented, modified, repealed, or revoked in any respect, from the date of adoption to and including the date hereof.
7. All outstanding obligations of the City, including the Bond, are within all applicable state constitutional and statutory debt limitations of the City. No event of default under the Resolution or Loan Agreement and no event that, with the giving of notice or lapse of time or both, would become an event of default under the Resolution or Loan Agreement has occurred and is continuing.
8. The City is not in violation of any provision of its Home Rule Charter or Ordinances, and to the best of the City's knowledge, the City is not in violation of any provision of or in default under any indenture, mortgage, deed of trust, indebtedness, agreement, instrument, judgment, decree, order, statute, rule or regulation to which it is a party or by which any of

its property is bound, other than violations and defaults which would have no material adverse effect on the transaction contemplated by the Bond, Resolution and Loan Agreement.

9. The execution and delivery of the Resolution and Loan Agreement, and the carrying out of the terms thereof, do not and will not result in a violation of any provision of or in a default under the N.D.C.C. or the Home Rule Charter of the City, or any amendments thereto, or any indenture, resolution, mortgage, deed of trust, or other agreement to which the City is a party or by which it or any of its property is bound.
10. All elections, notifications, certifications, hearings and all other actions required to be taken by or on behalf of the City have been given, made, held or otherwise performed as required by N.D.C.C. Chapter 40-35 for the levy and collection of rates, fees and charges in connection with the operation of the solid waste utility, as authorized by the Resolution for the payment of the annual principal installments and interest when due on the Bond.

Dated: November 18, 2025.

CITY OF DICKINSON, NORTH DAKOTA

President, Board of City Commissioners

City Administrator