

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CHARLOTTE, NORTH CAROLINA, DIRECTING THE APPLICATION TO THE LOCAL GOVERNMENT COMMISSION FOR APPROVAL OF STORM WATER FEE REVENUE REFUNDING BONDS AND OTHER MATTERS

WHEREAS, the City of Charlotte, North Carolina (the “City”) is authorized by The State and Local Government Revenue Bond Act, General Statutes of North Carolina, Section 159-80 *et seq.* (the “Act”), to issue, subject to the approval of the Local Government Commission of North Carolina (the “LGC”), at one time or from time to time revenue bonds, refunding revenue bonds and revenue bond anticipation notes of the City for the purposes as specified in the Act;

WHEREAS, the City Council (the “City Council”) of the City is considering the issuance of the City’s Storm Water Fee Revenue Refunding Bonds (with appropriate designations) in one or more series (the “2024 Bonds”), in an aggregate principal amount not to exceed \$205,000,000 under an Amended and Restated General Trust Indenture dated as of February 15, 2023 (the “General Indenture”) between the City of Charlotte, North Carolina and U.S. Bank Trust Company, National Association, as trustee (the “Trustee”), and a series indenture, between the City and the Trustee, to: (1) prepay in full the City’s Storm Water Fee Revenue Bond Anticipation Note, Series 2022 (the “2022 BAN”), (2) if advantageous to the City, refund all or a portion of the City’s outstanding Storm Water Fee Revenue and Revenue Refunding Bonds, Series 2014 (the “2014 Bonds”), and (3) pay the costs of issuing the 2024 Bonds;

WHEREAS, the City Council wants to approve the retention of the financing team for the 2024 Bonds (collectively, the “Financing Team”), including (A) Parker Poe Adams & Bernstein LLP, as bond counsel; (B) DEC Associates, Inc., as the financial advisor; (C) First Tryon Securities, LLC, as the financial consultant; (D) U.S. Bank Trust Company, National Association, as trustee and paying agent; and (E) Wells Fargo Bank, National Association, Truist Securities, Inc. and Siebert Williams Shank & Co., LLC, as underwriters (the “Underwriters”);

WHEREAS, the City Council wants the Chief Financial Officer of the City, or her designee, to file with the LGC one or more applications for its approval of the 2024 Bonds, on forms prescribed by the LGC, and (1) request in such applications that the LGC approve (a) the negotiation of the sale of the 2024 Bonds to the Underwriters and (b) the City’s use of the Financing Team and (2) state in such applications such facts and to attach thereto such exhibits in regard to the 2024 Bonds and to the City and its financial condition, as may be required by the LGC, and to take all other action necessary for the issuance of the 2024 Bonds;

NOW THEREFORE, THE CITY COUNCIL OF THE CITY OF CHARLOTTE, NORTH CAROLINA DOES RESOLVE AS FOLLOWS:

Section 1. The 2024 Bonds will be issued by the City for the purpose of

providing funds to (1) prepay in full the 2022 BAN, (2) if advantageous to the City, refund the 2014 Bonds and (3) pay the costs of issuing the 2024 Bonds, as to be further described in the City's application to the LGC. The use of the proceeds of the 2024 Bonds, as described, is necessary in order to (1) fix the long-term interest cost of the City related to the projects financed from the proceeds of the 2022 BAN and (2) to achieve debt service savings from refunding the 2014 Bonds. The City's Chief Financial Officer, and her respective designees, are hereby directed to evaluate the merits and potential benefits to the City of refunding the 2014 Bonds and to determine if the refunding is advantageous to the City.

The 2024 Bonds will be special obligations of the City. The principal of, premium, if any, and interest on the 2024 Bonds shall not be payable from the general funds of the City, nor shall they constitute a legal or equitable pledge, charge, lien or encumbrance upon any of its property or upon any of its income, receipts or revenues except the funds which are pledged under the General Indenture and the Series Indenture. Neither the credit nor the taxing power of the State of North Carolina or the City are pledged for the payment of the principal of, premium, if any, or interest on the 2024 Bonds, and no holder of 2024 Bonds has the right to compel the exercise of the taxing power by the State of North Carolina or the City or the forfeiture of any of its property in connection with any default thereon.

Section 2. The filing an application with the LGC for its approval of the issuance of the 2024 Bonds is hereby approved. The Chief Financial Officer of the City, and her designees, with advice from the City Attorney and bond counsel, are hereby authorized, directed and designated to provide such information to the LGC as may be required for the LGC's approval of such application. The Financing Team is hereby approved in connection with the issuance by the City of the 2024 Bonds. The Chief Financial Officer, or her designee, is authorized to appoint other members to each financing team as she determines is necessary and appropriate to carry out the plan of financing described herein.

Section 3. The City Council finds and determines with respect to the 2024 Bonds, and asks the LGC to find and determine with respect to the 2024 Bonds, from the City's application and supporting documentation, as follows:

- (a) that the issuance of the 2024 Bonds is necessary or expedient;
- (b) that the not to exceed stated principal amount of the 2024 Bonds will be sufficient but is not excessive, when added to other money available for such purpose, to pay the costs of prepaying in full the 2022 BAN and refunding the 2014 Bonds;
- (c) that the refinancing of the 2022 BAN and the refunding of the 2014 Bonds, and the projects financed and refinance thereby, is feasible;
- (d) that the City's debt management procedure and policies are good; and
- (e) that the 2024 Bonds can be marketed at a reasonable interest cost to the City.

Section 4. The City Council requests that the LGC sell the 2024 Bonds at private sale without advertisement to the Underwriters at such prices as the LGC determines to be in the best interest of the City, at a true interest cost of not to exceed 6.00%.

Section 5. The Mayor, the City Manager, the Chief Financial Officer, the City Treasurer, the City Debt Manager, the City Clerk, the Deputy City Clerk and their respective designees (the “*Authorized Officers*”), are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to complete the steps necessary for the issuance of the 2024 Bonds. All acts and doings of the Authorized Officers that are in conformity with the purposes and intents of this Resolution and in the furtherance of the issuance of the 2024 Bonds shall be, and the same hereby are, in all respects approved and confirmed. Any provision in this Resolution that authorizes more than one officer of the City to take certain actions shall be read to permit such officers to take the authorized actions either individually or collectively.

Section 6. All actions of the City and its officials, whether previously or hereafter taken in effectuating the proposed financings as described herein, are hereby ratified, authorized and approved.

Section 7. All resolutions or parts thereof of the City Council in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

Section 8. This Resolution is effective on its adoption.

Adopted June 10, 2024.