

RESOLUTION NO. 09-2024

A RESOLUTION AUTHORIZING THE OFFERING FOR SALE OF CERTIFICATES OF PARTICIPATION TO PROVIDE FUNDS TO PAY COSTS OF WASTEWATER TREATMENT FACILITY IMPROVEMENTS IN THE CITY OF CLINTON, MISSOURI.

WHEREAS, the City of Clinton, Missouri (the "City"), desires to finance the costs to improve, construct and equip improvements to the City's wastewater treatment facility (the "Project"); and

WHEREAS, the City has selected the firm of Gilmore & Bell, P.C., as special counsel (the "Special Counsel"), and Raymond James & Associates, Inc., as Placement Agent or Underwriter ("Raymond James"), for a series of certificates of participation (the "Certificates") to be delivered for the benefit of the City to finance the costs of the Project; and

WHEREAS, the City desires to authorize the offering for sale of the Certificates pursuant to either a negotiated sale or a private placement and to authorize Raymond James, Special Counsel and officers of the City to proceed with the preparation, review and distribution of documents for said sale.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CLINTON, MISSOURI, AS FOLLOWS:

Section 1. The City Council hereby finds it necessary and declares its intent to finance the costs of the Project. The City has made, or expects to make, expenditures in connection with the Project, and the City may reimburse itself for such expenditures with the proceeds of one or more tax-exempt financings by, or on behalf of, the City. The Certificates are expected to be issued in a principal amount sufficient to provide approximately \$4,400,000 for deposit in a project fund to be established for the Project.

Section 2. Raymond James, Special Counsel and officers of the City are hereby authorized to proceed with preparation of a preliminary official statement (the "Preliminary Official Statement") and a final official statement (the "Official Statement") to provide for the negotiated sale or the preparation of such other documents desirable to provide for a private placement of the Certificates. Upon completion of the preparation and review of the Preliminary Official Statement or other documents desirable to provide for a private placement of the Certificates, Raymond James is hereby authorized to proceed with the offering for sale of the Certificates. The final terms of the Certificates shall be determined and approved by subsequent ordinance of the City Council of the City.

Section 3. The City Council hereby authorizes the execution of the final Official Statement by the Mayor, the City Administrator, or other appropriate officers or employees of the City with such changes and additions thereto as such officials shall deem necessary or appropriate, such official's signature thereon being conclusive evidence of such official's and the City's approval thereof. The City Council hereby consents to the use and public distribution of the Preliminary Official Statement and the final Official Statement in connection with the negotiated sale of the Certificates. Raymond James is hereby authorized and directed to distribute the Preliminary Official Statement or other offering documents to potential investors for the Certificates.

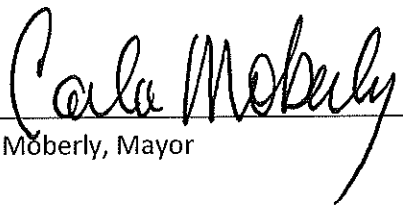
Section 4. For the purpose of enabling Raymond James to comply with the requirements of Rule 15c2 12(b)(1) of the Securities and Exchange Commission, the Mayor, the City Administrator, or other appropriate officers or employees of the City are hereby authorized, if requested, to provide Raymond James a letter or certification to the effect that the City deems the information contained in the Preliminary Official Statement to be "final" as of its date, except for the omission of such information as is permitted by Rule 15c2 12(b)(1), and to take such other actions or execute such other documents as such officers in their reasonable judgment deem necessary to enable Raymond James to comply with the requirements of such Rule.

Section 5. The City agrees to provide to Raymond James within seven business days of the date of the agreement related to the sale of the Certificates or within sufficient time to accompany any confirmation that requests payment from any customer of Raymond James, whichever is earlier, sufficient copies of a final Official Statement to enable Raymond James to comply with the requirements of Rule 15c2 12(b)(4) of the Securities and Exchange Commission and with the requirements of Rule G 32 of the Municipal Securities Rulemaking Board.

Section 6. The Mayor, the City Administrator, and other officers and representatives of the City are hereby authorized and directed to take such other action as may be necessary to carry out the offering for sale of the Certificates.

Section 7. This Resolution shall be in full force and effect from and after its adoption by the City Council.

Read and passed this 2nd day of April, 2024.



Carla Moberly, Mayor

ATTEST



Wendee Seaton, City Clerk

