

**RESOLUTION OF THE CITY OF OKLAHOMA CITY APPROVING THE
FORM OF OFFICIAL STATEMENT PERTAINING TO SAID BONDS.**

WHEREAS, the Oklahoma City Municipal Improvement Authority was created by a Trust Indenture, originally dated as of August 1, 1960, as amended by an Amendment to Trust Indenture dated as of October 1, 1973, as amended by an Amended Trust Indenture dated December 16, 1985, as amended by an Amendment dated March 25, 1986, as amended by an Amendment to the Amended Trust Indenture dated as of July 1, 1986, as further amended by the Oklahoma City Water Utilities Trust Indenture dated April 17, 1990, which amends and restates in entirety the Trust Indenture, as amended creating the Oklahoma City Municipal Improvement Authority, which is now known as the Oklahoma City Water Utilities Trust (OCWUT) wherein certain individuals are designated as OCWUT Trustees for the use and benefit of The City of Oklahoma City, Oklahoma (City) under authority of and pursuant to the provisions of Title 60, Oklahoma Statutes 2011, Sections 176 to 180.4, inclusive, as amended and supplemented, the Oklahoma Public Act (Act) and other applicable statutes of the State of Oklahoma; and

WHEREAS, the OCWUT Trustees and the City Council of the City (Council) have previously approved a capital improvement plan which includes certain improvements to the water and wastewater systems (the “Improvements”); and

WHEREAS, the OCWUT Trustees have heretofore issued its Water and Sewer System Revenue Refunding Bonds, Series 2013 dated March 14, 2013, and issued in the original principal amount of \$167,760,000 (the “2013 Bonds”) for the purpose of financing a portion of the Improvements and refunding prior bonds; and

WHEREAS, the OCWUT Trustees have heretofore issued its Water and Sewer System Revenue Refunding Bonds, Series 2015 dated February 4, 2015, and issued in the original principal amount of \$67,650,000 (the “2015 Bonds”) for the purpose of financing a portion of the Improvements; and

WHEREAS, the OCWUT Trustees have heretofore issued its Water and Sewer System Revenue Refunding Bonds, Series 2016 dated November 17, 2016, and issued in the original principal amount of \$97,135,000 (the “2016 Bonds”, and collectively with the 2013 Bonds and the 2015 Bonds, the “Prior Bonds”) for the purpose of financing a portion of the Improvements and refunding prior bonds; and

WHEREAS, the OCWUT Trustees have determined that cash flow savings can be obtained by the taxable refunding of all or a portion of the outstanding Prior Bonds; and

WHEREAS, the OCWUT Trustees have determined that it is in the best interest of OCWUT to amend certain provisions of the Amended and Restated General Bond Indenture dated as of April 1, 1987, as previously supplemented and amended (the “General Bond Indenture”); and

WHEREAS, the OCWUT Trustees have determined to issue not to exceed \$300,000,000 in face principal amount of OCWUT revenue bonds for the purpose of advance refunding all or a portion of the Prior Bonds, as well as providing reserves, if necessary, and paying costs of issuance; and

WHEREAS, the Mayor and Council of The City of Oklahoma City deem it advisable for OCWUT to issue the Bonds for the foregoing purposes; and

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Council of The City of Oklahoma City, as follows:

OFFICIAL STATEMENT. The forms of the Preliminary Official Statement and the Final Official Statement (collectively, the “Official Statement”) outlining the terms, conditions and security for said Bonds, is hereby authorized and the Mayor or Vice Mayor is authorized to approve any corrections, additions or deletions thereto for and on behalf of the City; provided further, that the information contained in said Official Statement with respect to the City is correct in all material respects and such information does not contain any untrue statements of a material fact and does not omit to state a material fact necessary to make the statements made in such Official Statement, in light of the circumstances under which they were made, not misleading.

[Remainder of Page Left Blank Intentionally]

ADOPTED by the Council and signed by the Mayor of The City of Oklahoma City

this 21st day of June, 2022.

THE CITY OF OKLAHOMA CITY

Amy K Simpson
City Clerk



[Signature]
VICE-MAYOR

Reviewed for form and legality:

Craig B Keith
Assistant Municipal Counselor

Meredith May
Bond Counsel

CERTIFICATE OF VOTING

The City Council of the City of Oklahoma City, Oklahoma met in regular session at the Council Chambers, City Hall, Oklahoma City, Oklahoma, on the 21st day of June 2022, at 8:30 o'clock A.M.

PRESENT:

James Cooper, Barbara Young, Todd Stone, David Greenwell, Nikki Nice and Mark Stonecipher

ABSENT:

David Holt, Bradley Carter and JoBeth Hamon

Thereupon, the Mayor introduced a Resolution approving forms of the Preliminary Official Statement and the Final Official Statement, authorizing the Mayor or Vice Mayor is authorized to approve any corrections, additions or deletions thereto for and on behalf of the City, and the information contained in said Official Statement with respect to the City is correct in all material respects and not misleading.

The Resolution was adopted by the following vote:

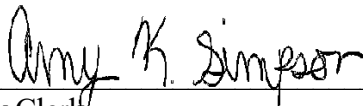
AYE: James Cooper, Barbara Young, Todd Stone, David Greenwell, Nikki Nice and Mark Stonecipher

NAY: None

The Resolution was thereupon signed by the Mayor, attested by the City Clerk, sealed with the seal of the City and is in form attached hereto and made a part of this Certificate.

DATED this 21st day of June, 2022.

(SEAL)



City Clerk

