

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
 §
CITY OF EL PASO §

I, the undersigned City Secretary of the City of El Paso, Texas (the “City”), hereby certify as follows:

1. The City Council of El Paso, Texas (the “City Council”), convened in regular meeting on November 7, 2023, at the regular meeting place thereof, within said City, and the roll was called of the duly constituted officers and members of said City Council and the City Secretary, to wit:

- | | |
|---------------------|---------------------------|
| Oscar Leeser | Mayor |
| Brian Kennedy | Councilmember, District 1 |
| Alexandra Anello | Councilmember, District 2 |
| Cassandra Hernandez | Councilmember, District 3 |
| Joe Molinar | Councilmember, District 4 |
| Isabel Salcido | Councilmember, District 5 |
| Art Fierro | Councilmember, District 6 |
| Henry Rivera | Councilmember, District 7 |
| Chris Canales | Councilmember, District 8 |

and all of said persons were present except for _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written

RESOLUTION WITH RESPECT TO UW CMC LLC PROJECT

was duly introduced for the consideration of said City Council. It was then duly moved and seconded that said resolution be adopted; and, after due discussion, said motion, carrying with it the adoption of said resolution, prevailed and carried by the following vote:

AYES: ____;
NOES: ____;
ABSTENTIONS: ____ .

2. A true, full and correct copy of the aforesaid resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; said resolution has been duly recorded in said City Council’s minutes of said meeting; the above and foregoing paragraph is a true, full and correct excerpt from said City Council’s minutes of said meeting pertaining to the adoption of said resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said City Council as indicated therein; each of the officers and members of said City Council was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that said resolution would be introduced and considered for adoption at said meeting, and each of said officers and members consented, in advance, to the holding of said meeting for such purpose; and said meeting was open to the public as required by law; and public notice of the date, hour, place and subject of said meeting was given as required by the Texas Open Meetings Act, Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this November ____, 2023

Laura D. Prine
City Clerk

(SEAL)

RESOLUTION _____
WITH RESPECT TO UW CMC LLC PROJECT

WHEREAS, the Mission Economic Development Corporation (the “Issuer”) was created by the City Council of the City of Mission, Texas pursuant to the provisions of the Development Corporation Act, Texas Local Government Code, Chapter 501 (formerly Article 5190.6, Vernon’s Texas Civil Statutes), as amended (the “Act”); and

WHEREAS, UW CMC LLC and/or its subsidiaries or affiliates (collectively, the “Company”) has requested Issuer to issue its Mission Economic Development Corporation Water Supply Revenue Bonds (UW CMC LLC Project) or similarly captioned bonds in one or more series (the “Bonds”) on one or more dates, pursuant to a plan of financing, to finance and/or refinance all or a portion of the costs of acquiring, developing, constructing, equipping and/or improving certain facilities for the furnishing of water located and/or to be located at or about 3640 Global Reach, El Paso, El Paso County, Texas 79925 (collectively, the “Project”); and

WHEREAS, the Project is and will be located in El Paso, Texas (the “City”); and

WHEREAS, the aggregate maximum stated principal amount of the Bonds to be used to finance and/or refinance the Project is \$150,000,000 (provided that the aggregate maximum stated principal amount of Bonds to be issued on a tax-exempt basis is \$100,000,000); and

WHEREAS, in order for the Project to be financed and/or refinanced with the proceeds of the Bonds, the City Council of the City (the “City Council”) must request that the Issuer exercise its powers within the City for the purpose of issuing such Bonds to finance or refinance the Project, such request being intended to satisfy the requirements of Section 501.159 the Act; and

WHEREAS, the City Council desires hereby to make such request of the Issuer and to take other actions to enable the Issuer to issue the Bonds and the Company to use the proceeds thereof to finance and/or refinance the Project; and

WHEREAS, approval of the City Council or the Mayor as the “applicable elected representative” is also required in connection with the issuance of all or a portion of the Bonds as tax-exempt bonds, in order to satisfy the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), and the City Council desires hereby to give such approval.

NOW, THEREFORE, BE IT ORDERED, ADJUDGED AND DECREED BY THE CITY COUNCIL OF THE CITY OF EL PASO, TEXAS:

Section 1. Third-Party Financing. In order for the Project to be financed and/or refinance through the Issuer’s issuance of the Bonds, the Issuer is hereby requested to exercise its powers within the City for the purpose of issuing such Bonds in one or more series over the next thirty-six months to finance and/or refinance the Project (the “Plan of Finance”). This request is intended to satisfy the requirements of Section 501.159 of the Act.

Section 2. Public Hearing and Approval for Federal Tax Purposes. In order to comply with Section 147(f) of the Code, a public hearing has been held by or on behalf of the City, in which hearing members of the public were permitted to express their views with respect to the Project, the Plan of Finance and the issuance of the Bonds for such purpose. Notice of such hearing was published no less than seven days prior to such hearing in on the City’s public website. Based upon the results of such hearing (as shown in the certificate of public hearing officer attached hereto as **Exhibit A**), and for purposes of complying with Section 147(f) of the Code, the Plan of Finance, including the issuance of the Bonds for the Project, is hereby approved and ratified. If requested by bond counsel for the Bonds, the Mayor is

hereby authorized and directed to execute a certificate certifying approval of the Plan of Finance and the Bonds for the Project.

SECTION 3. DISCLAIMER OF LIABILITY. THE CITY, THE CITY COUNCIL, THE MAYOR AND ALL OTHER CITY OFFICIALS MAKE NO REPRESENTATION OR WARRANTY OF ANY KIND WHATSOEVER WITH RESPECT TO THE PROJECT OR THE ISSUANCE, CREDITWORTHINESS OR REPAYMENT OF THE BONDS TO BE ISSUED BY THE ISSUER WITH RESPECT TO THE PROJECT. UNDER NO CIRCUMSTANCES SHALL THE CITY HAVE ANY LIABILITY, FINANCIAL OBLIGATION OR RESPONSIBILITY OF ANY KIND WITH RESPECT TO THE PAYMENT OF BONDS ISSUED FOR THE PROJECT OR FOR THE CONSTRUCTION, MAINTENANCE, OPERATION OR ANY OTHER ASPECT OF THE PROJECT.

APPROVED this _____ day of _____, 20__.


CITY OF EL PASO:

Oscar Leeser
Mayor

ATTEST:

Laura D. Prine
City Clerk

APPROVED AS TO FORM:



Juan S. Gonzalez
Senior Assistant City Attorney

EXHIBIT A

CERTIFICATE OF PUBLIC HEARING OFFICER REGARDING PUBLIC HEARING

(attached)

CERTIFICATE OF PUBLIC HEARING OFFICER
REGARDING PUBLIC HEARING (INTERNAL REVENUE CODE § 147(f))

MISSION ECONOMIC DEVELOPMENT CORPORATION
WATER SUPPLY REVENUE BONDS
(UW CMC LLC PROJECT)

I, the undersigned, do hereby make and execute this certificate for the benefit of all persons interested in the plan of finance including the issuance of the above-referenced bonds in one or more series (the “Bonds”).

I hereby certify as follows:

1. I am the duly appointed hearing officer for the public hearing which was held in connection with the proposed plan of finance including the issuance of the Bonds at the date and time indicated in the Notice of Public Hearing included in **Attachment A** attached hereto.
2. No less than seven days before the date of the public hearing, notice of the public hearing was electronically posted on the City of El Paso’s Web site used to inform its residents about events affecting the residents of the City of El Paso as evidenced by the Certificate of Approving Governmental Unit Regarding Posting of Notice of Public Hearing attached hereto as **Attachment A**.
3. All persons appearing (either in person or telephonically) at the public hearing were given an opportunity to comment on the proposed plan of finance, including the issuance of the Bonds, and the project to be financed and/or refinanced by the plan of finance. No such persons appeared or made comments except as is set forth on **Attachment B** attached hereto.
4. After giving all interested persons an opportunity to appear and comment, the public hearing was declared closed.

WITNESS MY HAND this 7th day of November, 2023.

By: _____
Hearing Officer

Attachment A - Certificate of Approving Governmental Unit Regarding Posting of Notice of Public Hearing
Attachment B - Names and Comments of Persons Attending Public Hearing

ATTACHMENT A

**CERTIFICATE OF APPROVING GOVERNMENTAL UNIT REGARDING POSTING OF
NOTICE OF PUBLIC HEARING**

[Attached]

CERTIFICATE OF APPROVING GOVERNMENTAL UNIT
REGARDING POSTING OF NOTICE OF PUBLIC HEARING

I, the undersigned officer or representative of the City of El Paso, Texas (the “Approving Governmental Unit”), make this certification in connection with the Mission Economic Development Corporation Water Supply Revenue Bonds (UW CMC LLC Project) (the “Bonds”), which bonds may be issued in multiple series and contain such other series designations as may be specified in the resolutions approving the same) for the sole purpose of evidencing compliance with the public approval requirements in section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”). I do hereby certify as follows in good faith:

A notice of public hearing relating to the Bonds, a true and correct screenshot of which is attached hereto as **Schedule 1** (the “Notice”), was electronically posted on the Approving Governmental Unit’s primary public website in an area of that website used to inform its residents about events affecting the residents. The Notice was posted in such manner on or before October 31, 2023, and remained posted through November 7, 2023.

WITNESS MY HAND this 7th day of November, 2023.

By: _____
(Signature)

Name: _____
(Print Name)

Title: _____

Schedule 1
Notice of Public Hearing

[Attached]

ATTACHMENT B

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

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