

RESOLUTION NO. 2020-01

A RESOLUTION DESIGNATING AND AUTHORIZING BLAKE WEINDORF AS CHIEF OPERATING OFFICER TO EXECUTE CERTAIN DOCUMENTS IN CONNECTION WITH THE ARKANSAS DRINKING WATER STATE REVOLVING FUND LOAN PROGRAM ADMINISTERED BY THE ARKANSAS NATURAL RESOURCES COMMISSION; AND FOR OTHER PURPOSES

WHEREAS, Central Arkansas Water owns and operates a water treatment and distribution system (the "System") in order to provide potable water service to the citizens of the Cities of Little Rock and North Little Rock and surrounding communities; and

WHEREAS, Central Arkansas Water previously issued debt to fund improvements to the Ozark Point Treatment Plant (the "Project") under the Arkansas State Revolving Fund Loan Program (the "Program") administered by the Arkansas Natural Resources Commission ("ANRC"); and

WHEREAS, the Board of Commissioners of Central Arkansas Water previously authorized Thad Luther as Chief Operating Officer to execute documents and certificates as may be required by ANRC (i) for participation in the Program related to the Project, or (ii) to satisfy CAW's obligations under the bond purchase agreement with ANRC related to the Project; and

WHEREAS, Blake Weindorf has succeeded Thad Luther as Chief Operating Officer; and

WHEREAS, the Project is scheduled to continue until Spring 2021;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER, AS FOLLOWS:

Section 1. That Blake Weindorf, as Chief Operating Officer, is hereby authorized to execute, for and on behalf of Central Arkansas Water, each document and certificate as may be required by ANRC (i) for ongoing administration of the Project, or (ii) to satisfy otherwise CAW's obligations under the existing bond purchase agreement with ANRC.

Section 2. That Thad Luther's authority to execute documents and certificates as may be required by ANRC (i) for participation in the Program related to the Project, or (ii) to satisfy CAW's obligations under the bond purchase agreement with ANRC related to the Project is discontinued.

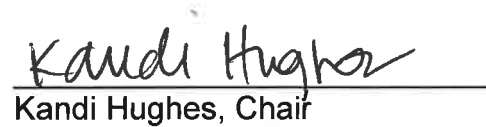
Section 3. This Resolution shall be in effect from and after the date of its adoption.

ADOPTED: February 13, 2020

ATTEST:


Jim McKenzie, Secretary/Treasurer

APPROVED:

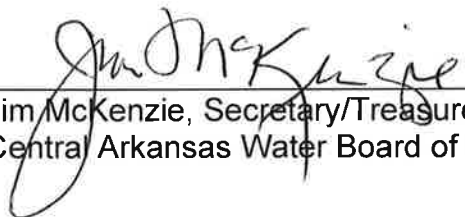

Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Jim McKenzie, Secretary of the Board of Commissioners, Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-01 of the Resolutions of Central Arkansas Water, entitled: **A RESOLUTION DESIGNATING AND AUTHORIZING BLAKE WEINDORF AS CHIEF OPERATING OFFICER TO EXECUTE CERTAIN DOCUMENTS IN CONNECTION WITH THE ARKANSAS DRINKING WATER STATE REVOLVING FUND LOAN PROGRAM ADMINISTERED BY THE ARKANSAS NATURAL RESOURCES COMMISSION; AND FOR OTHER PURPOSES**, adopted February 13, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 13th day of February 2020.



Jim McKenzie, Secretary/Treasurer
Central Arkansas Water Board of Commissioners

RESOLUTION NO. 2020-02

A RESOLUTION DESIGNATING AND AUTHORIZING THE CHIEF EXECUTIVE OFFICER, THE CHIEF OPERATING OFFICER, AND THE CHIEF FINANCIAL OFFICER OF CENTRAL ARKANSAS WATER TO EXECUTE CERTAIN DOCUMENTS IN CONNECTION WITH THE DRINKING WATER STATE REVOLVING FUND LOAN PROGRAM ADMINISTERED BY THE ARKANSAS NATURAL RESOURCES COMMISSION

WHEREAS, Central Arkansas Water ("CAW") is a consolidated municipal water system created and existing under the consolidated Waterworks Authorization Act, Act 982 of the 83rd General Assembly of the State of Arkansas; and

WHEREAS, Paron-Owensville Water Authority ("POWA") is a rural water system located in Saline County that includes a service area encompassing the towns and communities of Paron, Ford, Owensville, Reform, and Rubicon.

WHEREAS, CAW has determined that it will be necessary to issue water revenue bonds in an aggregate principal amount not to exceed \$6,500,000, in one or more series, for the purpose of acquiring the water system currently owned and operated by POWA and making capital improvements (collectively, the "Improvements") thereto, paying interest during the construction and the cost of issuing the bonds;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER, AS FOLLOWS:

Section 1. That C. Tad Bohannon, as Chief Executive Officer, is hereby authorized and directed to make application for assistance under the Drinking Water State Revolving Fund ("SRF") Loan Program (the "Program") administered by the Arkansas Natural Resources Commission ("ANRC").

Section 2. That in the event C. Tad Bohannon is unavailable, Blake Weindorf, as Chief Operating Officer, is hereby authorized to execute a bond purchase agreement with ANRC, once such agreement is approved by the Commission, for and on behalf of Central Arkansas Water.

Section 3. That Blake Weindorf, as Chief Operating Officer, is hereby authorized to execute, for and on behalf of Central Arkansas Water, such other documents and certificates as may be required by ANRC (i) for participation in the Program, or (ii) to satisfy CAW's obligations under the bond purchase agreement with ANRC, once such agreement is approved by the Commission.

Section 4. That Jeff Mascagni, as Chief Financial Officer, is hereby authorized to execute, for and on behalf of Central Arkansas Water, such other documents and certificates as may be required by ANRC (i) for participation in the Program, or (ii) to

satisfy CAW's obligations under the bond purchase agreement with ANRC, once such agreement is approved by the Commission.

Section 5. This Resolution shall be in effect from and after the date of its adoption.

ADOPTED: February 13, 2020

ATTEST:

APPROVED:



Jim McKenzie, Secretary/Treasurer



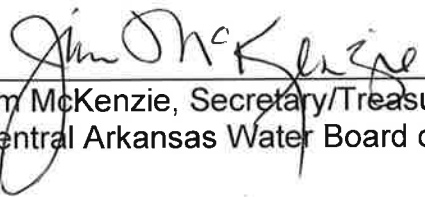
Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Jim McKenzie, Secretary of the Board of Commissioners, Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-02 of the Resolutions of Central Arkansas Water, entitled: **A RESOLUTION DESIGNATING AND AUTHORIZING THE CHIEF EXECUTIVE OFFICER, THE CHIEF OPERATING OFFICER, AND THE CHIEF FINANCIAL OFFICER OF CENTRAL ARKANSAS WATER TO EXECUTE CERTAIN DOCUMENTS IN CONNECTION WITH THE DRINKING WATER SRF LOAN PROGRAM ADMINISTERED BY THE ARKANSAS NATURAL RESOURCES COMMISSION**, adopted February 13, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 13th day of February 2020.



Jim McKenzie, Secretary/Treasurer
Central Arkansas Water Board of Commissioners

RESOLUTION NO. 2020-03

A RESOLUTION DECLARING THE INTENT OF CENTRAL ARKANSAS WATER TO PROVIDE WATER SERVICE IN WESTERN PULASKI COUNTY, IN AND AROUND THE FERNDALE COMMUNITY, TO PAY FOR THE COST OF THE IMPROVEMENT WITH A SURCHARGE, NOT TO EXCEED ONE HUNDRED AND TWENTY-FIVE DOLLARS (\$125.00), PAID ONLY BY CUSTOMERS SERVED BY WATER SYSTEM IMPROVEMENTS WITHIN THE PROPOSED SERVICE AREA, TO SEEK GRANT FUNDING AND OTHER AIDE AVAILABLE TO REDUCE THE COST OF THE PROJECT AND/OR PAY THE SURCHARGE FOR LOW TO MODERATE INCOME HOUSEHOLDS, TO DETERMINE THE BEST METHODOLOGY TO PROVIDE WATER SERVICE TO THE MOST HOUSEHOLDS AND BUSINESSES IN THE PROPOSED SERVICE AREA, AND PRESCRIBING OTHER MATTERS RELATING THERETO.

WHEREAS, Central Arkansas Water (“CAW”) is a consolidated municipal water system created and existing under the Consolidated Waterworks Authorization Act, Act 982 of the 83rd General Assembly of the State of Arkansas; and

WHEREAS, residents residing in and businesses in unserved areas of western Pulaski County have expressed a desire to obtain potable water for residences and businesses in the vicinity of Ferndale (the “Service Area”); and

WHEREAS, by Resolution 2019-11, adopted October 10, 2019, CAW expressed its intent to issue bonds in an amount not to exceed \$18,500,000 to build the water infrastructure necessary to connect to CAW’s distribution system and to deliver a safe and dependable source of potable water to residences and businesses in west Pulaski County.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER:

Section 1. CAW hereby declares its intent to provide water service in the Service Area, provided the Arkansas Natural Resource Commission (ANRC) provides financing for design, construction, and equipping of the improvements necessary to provide such water service repayable from a pledge of a debt service surcharge (not to exceed \$125.00 per meter per month) to be paid only by customers within the Service Area to be served by the improvements, and not from the general revenues of CAW.

Section 2. CAW shall seek grant funding and any other aide available to reduce the total cost of the project to be repaid by customers within the proposed Service Area and/or pay all or a portion of the surcharge for low to moderate income households.

Section 3. CAW desires to provide water service to the proposed Service Area in the most cost-efficient manner possible. Therefore, when determining what water

mains to construct and areas to serve within the Service Area, CAW's engineering department, working in coordination with ANRC, shall endeavor to proceed first in those areas where there is sufficient interest in water service to reduce the project cost per customer and the required surcharge amount as much as possible.

Section 4. This Resolution shall be in effect upon its adoption and approval.

Section 5. A copy of this Resolution shall be filed with Secretary of CAW where it will be available for public inspection.

ADOPTED: February 13, 2020

ATTEST:

APPROVED:



Jim McKenzie, Secretary/Treasurer



Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Jim McKenzie, Secretary of the Board of Commissioners, Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-03 of the Resolutions of Central Arkansas Water, entitled: **A RESOLUTION DECLARING THE INTENT OF CENTRAL ARKANSAS WATER TO PROVIDE WATER SERVICE IN WESTERN PULASKI COUNTY, IN AND AROUND THE FERNDALE COMMUNITY, TO PAY FOR THE COST OF THE IMPROVEMENT WITH A SURCHARGE, NOT TO EXCEED ONE HUNDRED AND TWENTY-FIVE DOLLARS (\$125.00), PAID ONLY BY CUSTOMERS SERVED BY WATER SYSTEM IMPROVEMENTS WITHIN THE PROPOSED SERVICE AREA, TO SEEK GRANT FUNDING AND OTHER AIDE AVAILABLE TO REDUCE THE COST OF THE PROJECT AND/OR PAY THE SURCHARGE FOR LOW TO MODERATE INCOME HOUSEHOLDS, TO DETERMINE THE BEST METHODOLOGY TO PROVIDE WATER SERVICE TO THE MOST HOUSEHOLDS AND BUSINESSES IN THE PROPOSED SERVICE AREA, AND PRESCRIBING OTHER MATTERS RELATING THERETO**, adopted February 13, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 13th day of February 2020.



Jim McKenzie, Secretary/Treasurer
Central Arkansas Water Board of Commissioners

RESOLUTION 2020-04

**A RESOLUTION AUTHORIZING THE PURCHASE OF REAL PROPERTY
IN THE LAKE MAUMELLE WATERSHED; AND FOR OTHER
PURPOSES**

WHEREAS, on February 20, 2020, owners of thirty-two acres of real property at 42100 Higginbotham Road in Perryville, Arkansas ("Property"), will hold an auction for the sale of the Property; and

WHEREAS, the Property could constitute a valuable asset among the many Lake Maumelle watershed parcels acquired over time by Central Arkansas Water ("CAW") in its mission to preserve the very highest quality of water for CAW's ratepayers; and

WHEREAS, the Commission, based upon the recommendations of staff, has determined that it is in the best interest of CAW and its ratepayers to authorize acquisition of the Property at the February 20, 2020, auction.

**NOW, THEREFORE, BE IT RESOLVED, BY THE BOARD OF COMMISSIONERS OF
CENTRAL ARKANSAS WATER:**

Section 1. The purchase of the Property upon and pursuant to reasonable terms and conditions is approved, and the Chief Executive Officer is authorized to enter such contract.

Section 2. Each of the Chief Executive Officer, the Chief Operating Officer, and the Chief Financial Officer is hereby authorized and directed, as necessary or required, to deliver the purchase price monies of such a contract and to execute and acknowledge documents as necessary to complete the purchase of the Property in accordance with the terms of such contract.


Section 3. This Resolution shall be in effect upon its adoption and approval.

Section 4. A copy of this Resolution shall be filed in the administrative offices of CAW, where it will be available for public inspection.

ADOPTED: [February 13, 2020]

Attest:

APPROVED:



Jim McKenzie, Secretary/Treasurer



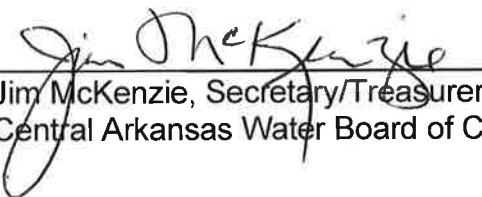
Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Jim McKenzie, Secretary/Treasurer of the Board of Commissioners, Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-04 of the Resolutions of Central Arkansas Water, entitled: **A RESOLUTION AUTHORIZING THE PURCHASE OF REAL PROPERTY IN THE LAKE MAUMELLE WATERSHED; AND FOR OTHER PURPOSES**, adopted February 13, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 13th day of February 2020.



Jim McKenzie, Secretary/Treasurer
Central Arkansas Water Board of Commissioners

RESOLUTION 2020-05

A RESOLUTION APPROVING AN AGREEMENT BETWEEN CENTRAL ARKANSAS WATER AND THE MID-ARKANSAS WATER ALLIANCE AND AUTHORIZING THE EXECUTION THEREOF; AND FOR OTHER PURPOSES.

WHEREAS, Central Arkansas Water, an Arkansas public body politic and corporate created under the Consolidated Waterworks Authorization Act, Act 982 of the 83rd General Assembly of the State of Arkansas ("CAW"), operates the state's largest water treatment and distribution system which serves, directly or indirectly, citizens in portions of Pulaski, Saline, and Lonoke counties; and

WHEREAS, it has been determined that it is in the best interest of CAW that CAW enter into Allocation Agreement by and between Mid-Arkansas Water Alliance ("MAWA") and various water providers within central Arkansas whereby CAW will purchase an undivided interest in one million two hundred thousand gallons of water per day (1.2 MGD) in the joint-storage space reserved by the United States Corps of Engineers for MAWA in Greers Ferry Lake.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS, CENTRAL ARKANSAS WATER, THAT:

1. The Agreement, in substantially the form presented at the meeting at which this Resolution is addressed, is hereby approved, and Kandi Hughes, Chair of the Board of Commissioners of CAW, is authorized to execute the Agreement on behalf of CAW.
2. In addition, the Chief Executive Officer or, in the absence of the Chief Executive Officer, the Chief Operating Officer is authorized to execute such other writings and take such other actions as may be appropriate to carry out the terms of this Resolution.

ADOPTED: [March 12, 2020]

Attest:

APPROVED:



Jim McKenzie, Secretary/Treasurer



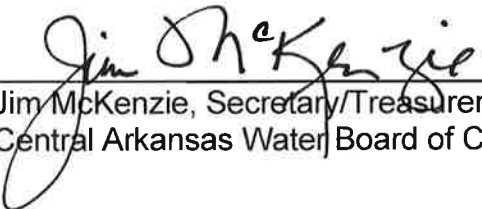
Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Jim McKenzie, Secretary/Treasurer of the Board of Commissioners, Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-05 of the Resolutions of Central Arkansas Water, entitled: **A RESOLUTION APPROVING AN AGREEMENT BETWEEN CENTRAL ARKANSAS WATER AND THE MID-ARKANSAS WATER ALLIANCE AND AUTHORIZING THE EXECUTION THEREOF; AND FOR OTHER PURPOSES**, adopted March 12, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 12th day of March 2020.



Jim McKenzie, Secretary/Treasurer
Central Arkansas Water Board of Commissioners

RESOLUTION NO. 2020-06

A RESOLUTION APPROVING NOTICE TO THE CITIES OF LITTLE ROCK AND NORTH LITTLE ROCK OF THE INTENT OF CENTRAL ARKANSAS WATER TO ISSUE PARITY BONDS; APPROVING SETTING A DATE FOR A PUBLIC HEARING ON THE ISSUANCE OF THE BONDS; APPROVING THE PREPARATION OF ONE OR MORE OFFICIAL NOTICES OF SALE, OFFICIAL BID FORMS, AND PRELIMINARY OFFICIAL STATEMENTS; AND PRESCRIBING OTHER MATTERS RELATING THERETO.

WHEREAS, Central Arkansas Water ("CAW") has determined that it may issue special revenue bonds in an aggregate principal amount not to exceed Sixty Million Dollars (\$60,000,000), in one or more series, for the purposes of refunding, in whole or in part, certain outstanding revenue bonds and making capital improvements, together with establishing one or more debt service reserves and paying the cost of issuing the bonds; and

WHEREAS, CAW proposes to repay the bonds as parity debt with all other outstanding parity debt; and

WHEREAS, the Consolidation Agreement that created CAW requires at least one public hearing on any proposed bond issuance and requires that CAW give three months' notice to the governing bodies of Little Rock and North Little Rock; and

WHEREAS, the Board of Commissioners of CAW is adopting this resolution for the purpose of giving notice to the Cities and authorizing its Chief Financial Officer and General Counsel, working together with bond counsel, financial advisor, and trustee, to prepare the forms of one or more Official Notices of Sale, Official Bid Forms, and Preliminary Official Statements for presentation and approval by the Board of Commissioners at a later date;

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER:

Section 1. The Chief Executive Officer is hereby instructed to give notice to the governing bodies of the Cities of Little Rock and North Little Rock that CAW intends to issue parity bonds, in one or more series, in an aggregate amount not to exceed Sixty Million Dollars (\$60,000,000) for the purposes of refunding, in whole or in part, certain outstanding revenue bonds and making capital improvements, together with establishing one or more debt service reserves and paying the cost of issuing the bonds.

Section 2. The Chief Financial Officer is hereby instructed to schedule a public hearing on the issuance of the bonds.

Section 3. The Chief Financial Officer and the General Counsel, working together with bond counsel, financial advisor, and trustee, are hereby instructed to prepare the forms of one or more Official Notices of Sale, Official Bid Forms, and Preliminary Official Statements for presentation and approval by the Board at a later date.

Section 4. Such preliminary actions as are determined to be necessary by the Chief Executive Officer, General Counsel, and Chief Financial Officer are hereby authorized for the issuance and sale, on a public, private or negotiated basis, of parity bonds for the purposes of refunding, in whole or in part, certain outstanding revenue bonds and making capital improvements; provided, however, that at such time as the Chief Financial Officer may determine to be in the best interests of CAW, the final terms of the sale of the bonds shall be submitted for approval by the Board of Commissioners of CAW, together with the proposed form of the Official Notice of Sale, Official Bid Form, and Preliminary Official Statement.

Section 5. The Board of Commissioners of CAW hereby authorizes and directs the Chief Executive Officer, General Counsel, Chief Financial Officer, and other officers and employees of CAW to carry out or cause to be carried out all appropriate actions, to execute such other certificates or documents to evidence authority as authorized herein, and to take such other actions as they, in consultation with the bond counsel, financial advisor, and trustee, shall consider necessary or advisable in connection with this Resolution in order to prepare for the public, private or negotiated sale of the bonds.

Section 6. This Resolution shall be in effect upon its adoption and approval.

Section 7. A copy of this Resolution shall be filed in the corporate offices of CAW where it will be available for public inspection.

ADOPTED: March 26, 2020

ATTEST:



Jim McKenzie, Secretary/Treasurer

APPROVED:



Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Jim McKenzie, Secretary/Treasurer of Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-06 of the Board of Commissioners of Central Arkansas Water, entitled: A RESOLUTION APPROVING NOTICE TO THE CITIES OF LITTLE ROCK AND NORTH LITTLE ROCK OF THE INTENT OF CENTRAL ARKANSAS WATER TO ISSUE PARITY BONDS; APPROVING SETTING A DATE FOR A PUBLIC HEARING ON THE ISSUANCE OF THE BONDS; APPROVING THE PREPARATION OF ONE OR MORE OFFICIAL NOTICES OF SALE, OFFICIAL BID FORMS, AND PRELIMINARY OFFICIAL STATEMENTS; AND PRESCRIBING OTHER MATTERS RELATING THERETO adopted March 26, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 26th day of March, 2020.



Jim McKenzie, Secretary/Treasurer
Central Arkansas Water Board of Commissioners

RESOLUTION NO. 2020-07

A RESOLUTION AUTHORIZING THE ISSUANCE OF A WATER REVENUE BOND FOR THE PURPOSE OF FINANCING THE COST OF ACQUIRING THE WATER SYSTEM OWNED BY PARON-OWENSVILLE WATER AUTHORITY OF THE STATE OF ARKANSAS AND MAKING IMPROVEMENTS THERETO; PROVIDING FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON THE BOND; AND PRESCRIBING OTHER MATTERS RELATING THERETO.

WHEREAS, Central Arkansas Water (the "Issuer") owns a water system consisting of water collection, holding, treatment and distribution facilities (the "System"); and

WHEREAS, the Issuer was created by the Cities of Little Rock and North Little Rock, Arkansas (the "Cities") pursuant to the Consolidated Waterworks Authorization Act codified as A.C.A. §§25-20-301 et seq. (the "Authorizing Legislation"); and

WHEREAS, the Board of Commissioners of the Issuer has determined that the water system owned and operated by Paron-Owensville Water Authority of the State of Arkansas ("POWA") should be acquired by the Issuer and that improvements should be made thereto (the "Project"); and

WHEREAS, in order to finance the costs of the Project, including bond issuance costs and interest during construction, the Issuer is making arrangements for the sale of a bond in the maximum principal amount of \$6,050,000 to the Arkansas Development Finance Authority, as purchaser (the "Bondholder"), at a price of par for a bond pursuant to a Bond Purchase Agreement (the "Agreement") among the Issuer, the Bondholder and the Arkansas Natural Resources Commission ("Natural Resources"), which has been presented to and is before this meeting; and

WHEREAS, the Issuer has the following outstanding issues of revenue bonds: Refunding Water Revenue Bond, Series 2010A (2009 ANRC Project) (the "Series 2010A Bond"), Water Refunding Revenue Bonds, Series 2010C (Watershed Protection Project) (the "Series 2010C Bonds"), Water Revenue Bond, Series 2011A (Wye Mountain Extension Project) (the "Series 2011A Bond"), Capital Improvement Water Revenue Bonds, Series 2012A (the "Series 2012A Bonds"), Refunding Water Revenue Bonds, Series 2014 (the "Series 2014 Bonds"), Refunding Water Revenue Bonds, Series 2015 (the "Series 2015 Bonds"), Refunding Water Revenue Bonds, Series 2016 (the "Series 2016 Refunding Bonds"), Acquisition and Construction Water Revenue Bonds (Maumelle Water System Acquisition Project), Series 2016 (the "Series 2016 Maumelle Bonds"), Water Revenue Bond (Wilson Pump Station #1A Project), Series 2017A (the "Series 2017A Bond"), Water Revenue Bond, Series 2018A (the "2018A Centennial Bond"), Capital Improvement Water Revenue Bonds, Series 2018B (the "Series 2018B Bonds") and Water Revenue Bond (Ozark Point Water Treatment Plant Project), Series 2019A (the "Series 2019A Bond"); and

WHEREAS, the Issuer is authorized under the provisions of Amendment No. 65 to the Arkansas Constitution and the Authorizing Legislation to issue and sell the bond; and

WHEREAS, the Issuer has given notice to the Cities and held a public hearing, both in accordance with the Consolidation Agreement dated as of March 1, 2001 by and among the Cities, the Board of Commissioners of the Little Rock Municipal Water Works and the Board of Commissioners of the North Little Rock Water Department (the "Consolidation Agreement"); and

WHEREAS, the Issuer is required to pay to the Arkansas Development Finance Authority, as servicer (the "Authority"), a financing fee equal to 1% per annum of the outstanding principal amount of the bond for the period described herein (the "Financing Fee");

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of Central Arkansas Water:

Section 1. The following terms used in this Resolution shall have the following meanings unless the context requires otherwise:

"Accrued Debt Service" means, as of any date of calculation, the amount of Debt Service that has accrued with respect to the bond, Senior Parity Debt or any Parity Debt, as applicable, calculating the Debt Service that has accrued with respect to the bond, Senior Parity Debt or Parity Debt as an amount equal to the sum of (a) the interest on the bond, Senior Parity Debt or Parity Debt that has accrued and is unpaid and that will have accrued by the end of the then current calendar month, and (b) that portion of the principal of the bond, Senior Parity Debt or Parity Debt payable within the 12 month period following the date of calculation of the bond, Senior Parity Debt or Parity Debt that would have accrued (if deemed to accrue in the same manner as interest accrues) by the end of the then current calendar month.

"Debt Service" means, for any particular Fiscal Year with respect to the bond, Senior Parity Debt or Parity Debt, as applicable, an amount equal to the sum of all principal and interest (net of any interest subsidy with respect to the bond, Senior Parity Debt or Parity Debt paid or payable to or for the account of the Issuer by any governmental body or agency) payable during such Fiscal Year calculated on the assumption that the bond, Senior Parity Debt or the Parity Debt, on the day of calculation cease to be outstanding by reason of, but only by reason of, payment or defeasance.

"Depreciation Fund" means the Depreciation Trust Fund maintained by the Issuer.

"Fiscal Year" means the annual accounting period of the System as from time to time in effect, initially a period commencing on January 1 of each calendar year and ending on the next succeeding December 31.

"Grant Aid" means any grants in aid made to the Issuer by the federal government, the State, or either or both of the Cities, or any federal subsidy legally available to pay the principal of or interest on the bond, the Parity Debt, the Series 2016 Maumelle Bonds or other Subordinated Indebtedness.

"Maumelle Long Term Debt Surcharge Revenues" means 100% of the collections of the long term debt surcharge levied by the Issuer pursuant to Resolution 2015-15, as amended by Resolution 2016-06, for collection within the Maumelle water system service area and pledged to secure the Series 2016 Maumelle Bonds.

"Net POWA Revenues" means all POWA Revenues less Operation and Maintenance Costs allocated by the Issuer to the POWA system.

"Operation and Maintenance Costs" means all actual operation and maintenance costs related to the System incurred by the Issuer in any particular Fiscal Year or period to which said term is applicable or charges made therefor during such Fiscal Year or period, including amounts reasonably required to be set aside in reserves for items of Operation and Maintenance Costs, the payment of which is not then immediately required. Operation and Maintenance Costs include, but are not limited to, amounts paid by the Issuer for improvement, repair, replacement, or acquisition of any item of equipment related to the System; salaries and wages, employees' health, hospitalization, pension, and retirement expenses; fees and expenses for services, materials, and supplies; rents; administrative and general expenses; insurance expenses; fiduciaries' fees and expenses and other agents' fees and expenses; legal, engineering, accounting, financing, and municipal advisory fees and expenses, and fees and expenses of other consulting and technical services; training of personnel; taxes; payments in lieu of taxes and other governmental charges; costs of utilities services and other auxiliary services; and any other current expenses or obligations required to be paid by the Issuer under the provisions of this Resolution or by law, all to the extent properly allocable to the System. Such Operation and Maintenance Costs do not include depreciation or obsolescence charges or reserves therefor; amortization of intangibles or other bookkeeping entries of a similar nature; interest charges and charges for the payment of principal, or amortization, of bonded or other indebtedness of the Issuer, or costs, or charges made therefor; or losses from the sale, abandonment, reclassification, revaluation, or other disposition of any properties.

"Parity Debt" means any future debt obligations of the Issuer incurred in compliance with Section 24(d) of this Resolution and secured and payable on a parity of security with the bond.

"POWA" means the Paron-Owensville Water Authority of the State of Arkansas.

"POWA Long-Term Debt Surcharge Revenues" means 100% of the collections of the long-term surcharge levied by the Issuer pursuant to Resolution No. 2019-15 for collection from customers within the POWA System service area.

"POWA Rate Covenant Requirement" has the meaning specified in Section 7(e) hereof.

"POWA Revenues" means the portion of Revenues derived from the POWA System including the POWA Long-Term Debt Surcharge Revenues.

"POWA Subordinate Indebtedness" means bonds, notes or other terms of indebtedness for payment of the principal of or interest or redemption premium on which are payable solely from

moneys in the POWA Account of the Revenue Fund after payment of all periodic obligations hereunder or under the provisions of any Parity Debt.

"POWA System" means the water collection, holding, treatment and distribution system currently owned, operated and managed by and acquired from POWA and any extensions, betterments and improvements of such system.

"Rate Covenant Requirement" has the meaning specified in Section 7(a) hereof.

"Rate Stabilization Account" means the account created under that name by the RSA Resolution.

"Revenue Fund" means the fund by that name heretofore created into which Revenues are deposited.

"Revenues" means all revenues, fees, income, rents, and receipts derived by the Issuer from the System, including without limitation any proceeds of the Issuer from the sale of any property of the System permitted under this Resolution, including the proceeds of any insurance covering business interruption loss. Revenues also include all interest, profits, or other income derived from the investment of any moneys held pursuant to this Resolution, and any trust indenture securing the Parity Debt, the Series 2016 Maumelle Bonds or other Subordinated Indebtedness and required to be paid into the Revenue Fund and the proceeds of any interest subsidy with respect to the bond, Parity Debt, Series 2016 Maumelle Bonds or other Subordinated Indebtedness paid to or for the account of the Issuer by any governmental body or agency. Revenues shall not include: (a) Grant Aid; (b) proceeds received on insurance resulting from casualty damage to assets of the System; (c) rentals or other charges derived by the Issuer under and pursuant to a lease or leases relating to Special Purpose Facilities; (d) the proceeds of sale of the bond, the Parity Debt, the Series 2016 Maumelle Bonds or other Subordinated Indebtedness, or other obligations issued for System purposes; (e) the proceeds of the Watershed Protection Fee; or (f) franchise fees. From and after the Stabilized Net Revenues Adjustment Date, the preceding sentence within the definition of "Revenues" shall read as follows: Revenues shall not include (a) Grant Aid; (b) proceeds received on insurance resulting from casualty damage to assets of the System; (c) rentals or other charges derived by the Issuer under and pursuant to a lease or leases relating to Special Purpose Facilities; (d) the proceeds of sale of the bond, Parity Debt, Subordinate Indebtedness (excluding the Series 2016 Maumelle Bonds) or other obligations issued for System purposes; (e) the proceeds of the Watershed Protection Fee; (f) franchise fees; or (g) Special Debt Retirement Charge Revenues.

"RSA Resolution" means Resolution 2010-03 adopted by the Issuer on May 13, 2010, establishing the Rate Stabilization Account and providing for its terms and conditions.

"Senior Parity Debt" means the Series 2010A Bond, the Series 2010C Bonds, the Series 2011A Bond, the Series 2012A Bonds, the Series 2014 Bonds, the Series 2015 Bonds, the Series 2016 Refunding Bonds, the Series 2017A Bond, the Series 2018A Centennial Bond, the Series 2018B Bonds, the Series 2019A Bond and any future debt obligations of the Issuer incurred in compliance with Section 24(b) of this Resolution and secured and payable on a parity of security with such bonds.

"Short-Term Indebtedness" means all indebtedness incurred or assumed by the Issuer, with respect to the System, for any of the following: (a) payments of principal and interest with respect to money borrowed for an original term, or renewable at the option of the Issuer, for a period from the date originally incurred, of one year or less; (b) payments under leases having an original term, or renewable at the option of the lessee for a period from the date originally incurred, of one year or less; and (c) payments under installment purchase contracts having an original term of one year or less.

"Special Debt Retirement Charge Indebtedness" shall mean bonds, notes or other forms of indebtedness that are secured solely by Special Debt Retirement Charge Revenues and from any reserves established only to secure such bonds, notes or other forms of indebtedness. From and after the Stabilized Net Revenues Adjustment Date, the Series 2016 Maumelle Bonds are included within the definition of Special Debt Retirement Charge Indebtedness.

"Special Debt Retirement Charge Revenues" shall mean Revenues collected from a special charge to customers in a defined service area of the System that are used solely to retire Special Debt Retirement Charge Indebtedness.

"Special Purpose Bonds" means (i) such other bonds, notes or other interest bearing obligations to which a portion of the Revenues are pledged, and the proceeds of which are used to finance the design, acquisition, and construction of facilities or projects as the Issuer shall by resolution designate as a Special Purpose Facility, and the cost of construction and acquisition of which facilities are financed with the proceeds of Special Purpose Bonds as contemplated and permitted by Section 24(d) of this Resolution, or (ii) such other bonds to which the Watershed Protection Fee is pledged and the proceeds of which are used to finance the acquisition of land within the watershed of Lake Maumelle or the design, acquisition, and construction of facilities or projects as the Issuer shall by resolution deem necessary or advisable for protection of water quality within Lake Maumelle.

"Special Purpose Facility" means (a) additional water sources, including but not limited to, a new lake; or (b) such other facilities or projects as the Issuer shall by resolution designate as a Special Purpose Facility, and the cost of construction and acquisition of which facilities are financed with the proceeds of Special Purpose Bonds of the Issuer as contemplated and permitted by Section 24(d) of this Resolution.

"Stabilized Net Revenues" means, for any period, an amount equal to all of the Revenues received during such period less Operation and Maintenance Costs during such period, less amounts transferred into the Rate Stabilization Account pursuant to authorization by the Issuer, plus amounts transferred out of the Rate Stabilization Account pursuant to authorization by the Issuer.

"Stabilized Net Revenues Adjustment Date" means the first date on which (i) the Series 2010C Bonds, the Series 2012A Bonds, the Series 2014 Bonds and the Series 2015 Bonds are fully paid or defeased and (ii) the 2010A Bond and the Series 2011A Bond are either paid in full or the owners of the Series 2010A Bond and the Series 2011A Bond have agreed to release any Special

Debt Retirement Charge Revenues from the pledge in favor of the Series 2010A Bond and the Series 2011A Bond.

"Subordinate Indebtedness" shall mean the Series 2016 Maumelle Bonds and other bonds, notes, or other forms of indebtedness, the payment of the principal of or interest or redemption premium on which are payable solely from moneys after payment of all periodic obligations under the provisions of any Senior Parity Debt and not from moneys in the POWA Account in the Revenue Fund.

"Water Consultant" means any firm, corporation, or individual, including but not limited to registered professional engineers and certified public accountants, who are experienced in the administration, financial affairs, maintenance, construction, or operation of potable water collection treatment, and distribution facilities, appointed and paid by the Issuer, who: (a) is in fact independent and not under the domination of the Issuer; (b) does not have any substantial interest, direct or indirect, in the Issuer; and (c) is not connected with the Issuer as an officer or employee but who may be regularly retained to make annual or other periodic reports to the Issuer.

"Watershed Protection Fee" means the fee designated as such on each customer's water bill that by resolution of the Issuer is dedicated toward funding the Issuer's Watershed Management Program, which includes land purchases, water quality monitoring, and other measures to protect the Issuer's drinking water supply lakes from potential sources of pollution.

Section 2. The sale to the Bondholder of a bond from the Issuer in the maximum principal amount of \$6,050,000 at a price of par and otherwise subject to the terms and provisions hereafter in this Resolution set forth in detail be, and is hereby approved and the bond is hereby sold to the Bondholder. The Chair is hereby authorized and directed to execute and deliver the Agreement on behalf of the Issuer and to take all action required on the part of the Issuer to fulfill its obligations under the Agreement. The Agreement is hereby approved in substantially the form submitted to this meeting with such changes as may be approved by the Chair of the Issuer, his execution to constitute complete evidence of such approval.

Section 3. Under the authority of the Constitution and laws of the State of Arkansas (the "State"), including particularly the Authorizing Legislation, Central Arkansas Water Revenue Bond (POWA Project), Series 2020A (the "bond") is hereby authorized and ordered issued in the maximum principal amount of \$6,050,000 the proceeds of the sale of which will be used to finance costs of the Project, pay expenses incidental thereto, fund interest during construction and pay expenses of issuing the bond.

The bond shall be dated the date of delivery to the Bondholder. The bond shall bear interest at the rate of 0.75% per annum based upon a 360-day year of twelve consecutive 30-day months. Interest shall be payable each April 15 and October 15 after the Bond is issued. Principal shall be payable in installments on April 15, 2023 and on each April 15 and October 15 thereafter until the unpaid principal is paid in full as follows:

<u>Date</u>	<u>Principal</u>	<u>Date</u>	<u>Principal</u>
April 15, 2023	\$126,976	April 15, 2033	\$151,146
October 15, 2023	128,088	October 15, 2033	152,467
April 15, 2024	129,208	April 15, 2034	153,802
October 15, 2024	130,339	October 15, 2034	155,148
April 15, 2025	131,479	April 15, 2035	156,505
October 15, 2025	132,629	October 15, 2035	157,875
April 15, 2026	133,791	April 15, 2036	159,256
October 15, 2026	134,961	October 15, 2036	160,650
April 15, 2027	136,142	April 15, 2037	162,055
October 15, 2027	137,333	October 15, 2037	163,473
April 15, 2028	138,535	April 15, 2038	164,904
October 15, 2028	139,747	October 15, 2038	166,346
April 15, 2029	140,970	April 15, 2039	167,802
October 15, 2029	142,203	October 15, 2039	169,270
April 15, 2030	143,448	April 15, 2040	170,751
October 15, 2030	144,702	October 15, 2040	172,245
April 15, 2031	145,969	April 15, 2041	173,752
October 15, 2031	147,246	October 15, 2041	175,273
April 15, 2032	148,535	April 15, 2042	176,806
October 15, 2032	149,835	October 15, 2042	178,338

The bond will be registered as to both principal and interest, payable to the Bondholder, or registered assigns, as set forth hereinafter in the bond form, and shall be numbered R-1.

Payment of principal and interest shall be by check or draft mailed to the Bondholder at its address shown on the bond registration books of the Issuer which shall be maintained by the Secretary of the Issuer as Bond Registrar, without presentation or surrender of the bond (except upon final payment) and such payments shall discharge the obligation of the Issuer to the extent thereof. The Secretary of the Issuer shall keep a payment record and make proper notations thereon of all payments of principal and interest.

Payment of principal and interest shall be in any coin or currency of the United States of America which, as at the time of payment, shall be legal tender for the payment of debts due the United States of America. When the principal of and interest on the bond have been fully paid, it shall be canceled and delivered to the Secretary of the Issuer.

Section 4. The bond shall be executed on behalf of the Issuer by the Chair and Secretary of the Issuer and shall have impressed thereon the seal of the Issuer. The bond is not a general obligation of the Issuer but is a special obligation, the principal of and interest on which, and Financing Fee in connection therewith, are secured by a pledge of and are payable from Net POWA Revenues. The pledge of Net POWA Revenues is subordinate to the pledge in favor of the Senior Parity Debt. The bond and interest thereon shall not constitute an indebtedness of the Issuer within any constitutional or statutory limitation.

Section 5. The bond shall be in substantially the following form and the Chair and Secretary of the Issuer are hereby authorized and directed to make all the recitals contained therein:

(form of single registered bond)

UNITED STATES OF AMERICA
STATE OF ARKANSAS
CENTRAL ARKANSAS WATER
WATER REVENUE BOND
(POWA PROJECT),
SERIES 2020A

No. R-1

\$6,050,000

KNOW ALL MEN BY THESE PRESENTS:

That the Central Arkansas Water (the "Issuer"), for value received, hereby acknowledges itself to owe and promises to pay to the Arkansas Development Finance Authority, or registered assigns, solely from the special fund provided as hereinafter set forth, the principal sum of

SIX MILLION FIFTY THOUSAND DOLLARS
(or the total principal amount outstanding as reflected
by the Record of Payment of Advances attached hereto)

with interest on the unpaid balance of the total principal amount at the rate of 0.75% per annum based upon a 360 day year and twelve consecutive 30 day months. The principal and interest shall be payable in such coin or currency of the United States of America as at the time of payment shall be legal tender for the payment of debts due the United States of America.

Interest on the unpaid balance of the total principal amount shall be payable on October 15, 2020 and on each April 15 and October 15 thereafter. Principal shall be payable in installments on April 15, 2023 and on each April 15 and October 15 thereafter until the unpaid principal is paid as follows:

<u>Date</u>	<u>Amount</u>
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(There will be inserted the schedule
set forth in Section 3 of this Resolution.)

Payments of the principal and interest installments due hereon shall be made, except for final payment, without presentation and surrender of this bond, directly to the registered owner at his address shown on the bond registration book of the Issuer maintained by the Secretary of the Issuer as Bond Registrar, and such payments shall fully discharge the obligation of the Issuer to the extent of the payments so made.

This bond is issued for the purpose of providing financing of the costs of acquiring the water system owned and operated by Paron-Owensville Water Authority of the State of Arkansas ("POWA") and making improvements thereto (the "Project"), interest during construction and costs of authorizing and issuing this bond, and is issued pursuant to and in full compliance with the Constitution and laws of the State of Arkansas (the "State"), including particularly Title 25, Chapter 20, Subchapter 3 of the Arkansas Code of 1987 Annotated, and pursuant to Resolution No. 2020-07 of the Issuer, duly adopted and approved on the 14th day of May, 2020 (the "Authorizing Resolution"). Reference is hereby made to the Authorizing Resolution for the details of the nature and extent of the security and of the rights and obligations of the Issuer and the registered owner of this bond.

This bond may be assigned with the written approval of the Arkansas Natural Resources Commission ("Natural Resources"), and in order to effect such assignment the assignor shall promptly notify the Secretary of the Issuer by registered mail, and the assignee shall surrender this bond along with a written approval of Natural Resources to the Secretary of the Issuer for transfer on the registration records. Every assignee shall take this bond subject to all payments and prepayments of principal and interest (as reflected by the Payment Record maintained by the Secretary of the Issuer), prior to such surrender for transfer.

This bond may be prepaid at the option of the Issuer from funds from any source, in whole but not in part, at any time on and after _____ 15, 2030, at a prepayment price equal to the principal amount outstanding, plus accrued interest to the prepayment date. Notice shall be given of such prepayment to the owner of this bond or registered assigns at least 90 days prior to the prepayment date. Such notice shall be in writing mailed to the address of the owner of this bond or registered assigns at the address as reflected on the bond registration books of the Secretary of the Issuer.

This bond does not constitute an indebtedness of the Issuer within any constitutional or statutory limitation or provision and shall not constitute and indebtedness of, or pledge the faith and credit of, the State of Arkansas or the Cities of Little Rock and North Little Rock, Arkansas within the meaning of any constitutional provisions or limitations. This bond is a special obligation payable solely from the net revenues derived from the operation of the water system acquired from POWA, and extensions, betterments and improvements thereto (the "POWA System"), including a long-term debt surcharge to customers of POWA (the "Net POWA Revenues"). In this regard, the pledge of Net POWA Revenues is subordinate to the Senior Parity Debt identified in the Authorizing Resolution. A sufficient amount of Net POWA Revenues to pay principal and interest has been duly set aside and pledged as a special fund for that purpose, identified as the "ADFA Bond Fund," in the Authorizing Resolution. The Issuer has fixed and has covenanted and agreed to maintain rates for use of the System which shall be sufficient at all times to at least provide for the payment of the reasonable expenses of operation and maintenance of the System, provide for the payment of the principal of and interest on all the outstanding bonds to which System revenues are pledged as the same become due, to establish and maintain any required debt service reserves and to provide a depreciation fund, all as set forth in the Authorizing Resolution. The Issuer has also covenanted and agreed to maintain rates for the use of the POWA System, which shall be sufficient at all times to at least provide the payment of the reasonable

expenses of the POWA System, provide for the payment of the principal of and interest on the bond and any additional bonds secured solely by Net POWA Revenues.


IT IS HEREBY CERTIFIED, RECITED AND DECLARED that all acts, conditions and things required by the Constitution and statutes of the State to exist, happen and be performed precedent to and in the issuance of this bond do exist, have happened and have been performed in regular and due time, form and manner as required by law; that this bond does not exceed any constitutional or statutory limitation of indebtedness; and that provision has been made for the payment of the principal of and interest on this bond, as provided in the Authorizing Resolution.

IN WITNESS WHEREOF, Central Arkansas Water has caused this bond to be executed in its name by its Chair and Secretary, thereunto duly authorized, and its corporate seal to be affixed, all as of the 14th day of May, 2020.

CENTRAL ARKANSAS WATER

ATTEST

By


Kandi Hughes, Chair


Jim McKenzie, Secretary/Treasurer

(SEAL)

[A Registration Certificate and Record of Payment
of Advances shall be attached to the bond.]

Section 6. The Issuer has heretofore fixed water rates by Resolution No. 2015-15, adopted October 8, 2015, Resolution No. 2016-06, adopted February 11, 2016, Resolution No. 2017-10, adopted September 14, 2017, Resolution No. 2018-13, adopted December 20, 2018, Resolution No. 2018-14, adopted December 20, 2018 and Resolution No. 2019-15, adopted December 12, 2019. Reference is hereby made to such Resolutions for the details thereof and other provisions pertaining thereto, which water rates are hereby confirmed and continued as provided therein. The rates in effect for water service at this time shall not be reduced without the prior written consent of Natural Resources and the Bondholder.

Section 7. (a) In order to assure full and continuous performance of the covenants contained herein with a margin for contingencies and temporary unanticipated reduction in Revenues, the Issuer covenants and agrees to establish, fix, prescribe, continue, and collect (directly or through leases, use agreements or other agreements, or licenses or resolutions) rates and charges for the sale of water furnished by the Issuer which, together with other income, are reasonably expected to yield available Revenues at least equal to the Rate Covenant Requirement for the forthcoming Fiscal Year. The term "Rate Covenant Requirement" shall mean: Stabilized

Net Revenues at least equal to the sum of (A) 120% of the Debt Service for the forthcoming Fiscal Year for the bond and any Senior Parity Debt and (B) 100% of the amounts, if any, required by the terms and conditions for any Senior Parity Debt to be deposited into applicable debt service reserve funds for such Senior Parity Debt during the forthcoming Fiscal Year.

(b) If the annual financial statements relating to Revenues disclose that during the period covered by such financial statements the Stabilized Net Revenues were not at least equal to the Rate Covenant Requirement, the Issuer shall not be in default under this Section if, (1) within 60 days after the date of delivery of such financial statements the Issuer obtains recommendations from a Water Consultant as to the revision of the rates, charges, and fees necessary to produce Stabilized Net Revenues at least equal to the Rate Covenant Requirement and (2) the Issuer, on the basis of such recommendations, revises the schedule of rates, charges, and fees insofar as is practicable and revises Operation and Maintenance Costs so as to produce Stabilized Net Revenues at least equal to the Rate Covenant Requirement.

(c) The Issuer has previously authorized, by the RSA Resolution, the creation of a separate fund of the Issuer designated as the Rate Stabilization Account in order to even out fluctuations in Revenues and help to alleviate the need for short-term adjustments. Moneys in the Rate Stabilization Account will be transferred as determined from time to time by the Issuer. The Issuer may make payments into the Rate Stabilization Account and make withdrawals from the Rate Stabilization Account as provided in the RSA Resolution and as provided in Section 21. For purposes of defining Stabilized Net Revenues, amounts deposited into the Rate Stabilization Account shall decrease Revenues for the Fiscal Year for which they are deposited, and amounts withdrawn from the Rate Stabilization Account shall increase Revenues for the Fiscal Year for which they are withdrawn. Credits to or withdrawals from the Rate Stabilization Account that occur within 90 days after the end of a Fiscal Year may be treated as occurring within such Fiscal Year. The Issuer shall transfer moneys held within the Rate Stabilization Account to the Revenue Fund at such time and in such amounts as may be necessary to pay Operation and Maintenance Costs and to provide Revenues to enable the Issuer to satisfy any of its obligations required by any Senior Parity Debt.

(d) Until such time as the Issuer has issued debt secured by the Watershed Protection Fees, the Issuer may include the revenue generated by the Watershed Protection Fees when making the calculations required by this Section.

(e) In order to assure full and continuous performance of the covenants contained herein with a margin for contingencies and temporary unanticipated reduction in POWA Revenues, the Issuer covenants and agrees to establish, fix, prescribe, continue, and collect (directly or through leases, use agreements or other agreements, or licenses or resolutions) rates and charges for the sale of water furnished by the Issuer to customers within the POWA System service area which are reasonably expected to yield available POWA Revenues at least equal to the POWA Rate Covenant Requirement for the forthcoming Fiscal Year. The term "POWA Rate Covenant Requirement" shall mean: Net POWA Revenues at least equal to the sum of (A) 120% of the Debt Service for the forthcoming Fiscal Year for the bond and any Parity Debt and (B) 100% of the amounts, if any, required by the terms and conditions for any Parity Debt to be deposited into applicable debt service reserve funds for such Parity Debt during the forthcoming Fiscal Year.

(f) If the annual financial statements relating to Revenues disclose that during the period covered by such financial statements the Net POWA Revenues were not at least equal to the POWA Rate Covenant Requirement, the Issuer shall not be in default under this Section if, (1) within 60 days after the date of delivery of such financial statements the Issuer obtains recommendations from a Water Consultant as to the revision of the rates, charges, and fees necessary to produce Net POWA Revenues at least equal to the POWA Rate Covenant Requirement and (2) the Issuer, on the basis of such recommendations, revises the schedule of rates, charges, and fees insofar as is practicable and revises Operation and Maintenance Costs of the POWA System so as to produce Net POWA Revenues at least equal to the POWA Rate Covenant Requirement.

Section 8. Subject to the limitations of the Consolidation Agreement, the Issuer has, and will have so long as the bond is outstanding, good, right, and lawful power to own the System and to fix and collect rates, fees, and other charges in connection with the distribution and sale of potable water to its customers. No revenue producing facility or service of the System shall be leased, furnished, or supplied free, but shall always be leased, furnished, or supplied so as to produce Revenues, provided that the Issuer reserves the right (a) to lease, furnish, or supply, free of charge, any such facility or service to the extent that such action does not materially adversely affect the Issuer's ability to perform the Issuer's obligations under this Resolution, and (b) to adjust the rates, fees, and charges of the System in a manner such that the anticipated aggregate Revenues resulting after the adjustments shall not materially differ from the Revenues anticipated prior to the adjustments.

Section 9. The Issuer will not create, or permit the creation of, any new pledge, lien, charge, or encumbrance upon the Stabilized Net Revenues and the Net POWA Revenues after the date hereof except as provided in or permitted by this Resolution.

Section 10. Subject to the provisions of the Consolidation Agreement, so long as the bond is outstanding, except as otherwise provided herein, the Issuer will not sell, lease, or otherwise dispose of all or a substantial part of the System, provided, however, that, to the extent permitted by law, the Issuer may lease or make contracts or grant licenses for the operation of, or grant easements or other rights with respect to, any part of the System if such lease, contract, license, easement, or right does not impede or restrict the operation of the System by the Issuer. The Issuer may, however, from time to time, sell, exchange, or otherwise dispose of any machinery, fixtures, apparatus, tools, instruments, or other movable property or any real property acquired by it, if the Issuer shall determine that such property is no longer needed in connection with the operation and maintenance of the System and the proceeds of any such disposition shall be applied to the replacement of the property so sold or disposed of or the acquisition of property of equal or greater value or shall be deposited into the Revenue Fund.

Section 11. The Issuer will operate the System continuously in an efficient and economical manner, to the extent practicable under then existing conditions. The Issuer will at all times maintain, preserve, and keep the System in good repair, working order, and condition so that the operating efficiency thereof will be of high character. The Issuer will cause all necessary and proper repairs and replacements to be made so that the business carried on in connection with the System may be properly and advantageously conducted at all times in a manner consistent with

prudent management and the so that rights and security of the owner of the bond may be fully protected and preserved.

Section 12. All Revenues shall be promptly deposited by the Issuer to the credit of the Revenue Fund. The Maumelle Long Term Debt Surcharge Revenues shall be deposited into the Long Term Debt Surcharge Revenue Account in the Revenue Fund. The POWA Revenues shall be deposited into the POWA Revenue Account in the Revenue Fund.

Section 13. The Operation and Maintenance Costs shall be paid by the Issuer from time to time as they become due and payable as a first charge on the Revenue Fund. Operation and Maintenance Costs of the POWA System shall be paid from the POWA Revenue Account in the Revenue Fund.

Section 14. After paying the Operation and Maintenance Costs as they become due, there shall be paid as a second charge on the Revenue Fund, from amounts on deposit in the Revenue Fund, the amounts required to be paid monthly into the bond funds for the Senior Parity Debt. To the extent available, the monthly payments required by this Section shall be paid from moneys in the Revenue Fund outside of the Long Term Debt Surcharge Revenue Account and the POWA Revenue Account.

Section 15. As a third charge on the Revenue Fund, there shall be paid monthly from moneys in the Revenue Fund into the debt service reserve funds established for the benefit of any Senior Parity Debt, in the event that there are draws from the debt service reserve funds established for the benefit of any Senior Parity Debt to pay principal of or interest on any outstanding Senior Parity Debt, the amount, if any, required to restore the balance in the debt service reserve funds established for the benefit of Senior Parity Debt in 12 consecutive monthly payments to the reserve requirements established with respect to Senior Parity Debt, as applicable; provided that if there are not sufficient moneys to satisfy the requirements of this subsection with respect to all series of Senior Parity Debt bond issues, all moneys available for distribution among such series of Senior Parity Debt bonds shall be distributed on a pro rata basis to the deficient debt service reserve accounts by the proportion that the deficiency for each series of bond issues bears to the total deficiency for all such accounts. To the extent available, the monthly payments required by this Section shall be paid from moneys in the Revenue Fund outside of the Long Term Debt Surcharge Revenue Account and the POWA Revenue Account.

Section 16. There shall be paid monthly as a fourth charge on the Revenue Fund from moneys in the Revenue Fund the financing fees in connection with Senior Parity Debt, to the Authority. The financing fees shall be payable on each date interest on the Senior Parity Debt is due and shall be calculated on the same basis as interest on the Senior Parity Debt. The payment of the financing fees is expressly made subordinate to the payment of the principal of and interest on the Senior Parity Debt. To the extent available, the monthly payments required by this Section shall be paid from moneys in the Revenue Fund outside of the Long Term Debt Surcharge Revenue Account and the POWA Revenue Account.

Section 17. As a fifth charge on the Revenue Fund, but only to the extent of moneys available in the Long Term Debt Surcharge Account in the Revenue Fund, the various deposits and transfers required by the indenture securing the Series 2016 Maumelle Bonds, including

deposits and transfers to the bond fund and debt service reserve fund established for the benefit of the Series 2016 Maumelle Bonds. From and after the Stabilized Net Revenues Adjustment Date, moneys in the Long-Term Debt Surcharge Account (i) shall only be used to make deposits and transfers to the bond fund and debt service reserve fund established for the benefit of the Series 2016 Maumelle Bonds and (ii) shall no longer be subject to the lien and pledge securing the Senior Parity Debt.

Section 18. (a) As a sixth charge on the Revenue Fund, but only to the extent of moneys available in the POWA Account in the Revenue Fund, there shall be paid into an account of the Issuer in a special fund to be created by the Bondholder and designated "Series 2020A" (the "ADFA Bond Fund") for the purpose of paying the principal of and interest on the bond the amounts specified in (b) below.

(b) There shall be deposited from proceeds of the bond or, at the direction of the Issuer, from moneys in the POWA Account in the Revenue Fund, into the ADFA Bond Fund on each April 15 and October 15 after the bond is issued and delivered until October 15, 2020, the interest due on the bond on such dates. Commencing on each April 15 and October 15 thereafter, there shall be deposited from money in the POWA Account into the AFDA Bond Fund, an amount equal to the principal and interest on of the bond then due.

(c) All moneys in the ADFA Bond Fund shall be used solely for the purpose of paying the principal of and interest on the bond and the Issuer shall automatically receive a credit for the amount of such Issuer funds on hand in the ADFA Bond Fund and available for the payment of any principal and interest currently due on an interest or principal payment date irrespective of whether the Bondholder has applied or caused to be applied such funds on that date for such purpose.

(d) The bond shall be specifically secured by a pledge of all Net POWA Revenues required to be placed into the ADFA Bond Fund. This pledge in favor of the bond is hereby irrevocably made according to the terms of this Resolution, and the Issuer and its officers and employees shall execute, perform and carry out the terms thereof in strict conformity with the provisions of this Resolution.

(e) Also as a sixth charge on the Revenue Fund, but only to the extent of moneys in the POWA Account in the Revenue Fund, there shall be paid the amounts required to be paid monthly into the bond funds established for any Parity Debt.

(f) If there are not sufficient moneys to satisfy the requirements of this Section 18 with respect the bond and all Parity Debt, all moneys available for distribution among such Parity Debt and the bond shall be distributed on a pro rata basis to the deficient bond funds; such distribution to be determined by multiplying the amount available for distribution by the proportion that the deficiency for each bond series bears to the total deficiency for all bond series.

Section 19. There shall be paid monthly as a seventh charge on the Revenue Fund from moneys in the Revenue Fund the Financing Fee and all other financing fees in connection with Parity Debt, to the Authority. The Financing Fee shall be payable on each date interest on the bond is due and shall be calculated on the same basis as interest on the bond. The payment of the

Financing Fee is expressly made subordinate to the payment of the principal of and interest on the bond and the Senior Parity Debt.

Section 20. As an eighth charge on the Revenue Fund, there shall be paid monthly from moneys in the Revenue Fund into the Depreciation Fund, an amount calculated as follows: a flat three percent (3%) of water consumption-based revenues and private fire service revenues (including wholesale revenues). The Depreciation Fund shall be used for replacements and repairs to the System.

Section 21. Moneys in the Revenue Fund in excess of the amounts required to be transferred monthly pursuant to Sections 13 through 20 of this Resolution may be utilized by the Issuer for any lawful System purpose, including deposits to the Rate Stabilization Account pursuant to Section 7. Money in the Rate Stabilization Account shall be used as provided in the RSA Resolution.

Section 22. The Issuer shall assure that (i) not in excess of 10% of the proceeds of the bond is used for Private Business Use if, in addition, the payment of more than 10% of the principal or 10% of the interest due on the bond during the term thereof is, under the terms of the bond or any underlying arrangement, directly or indirectly secured by any interest in property used or to be used for a Private Business Use or in payments in respect of property used or to be used for a Private Business Use or is to be derived from payments, whether or not to the Issuer, in respect of property or borrowed moneys used or to be used for a Private Business Use; and (ii) that, in the event that both (A) in excess of 5% of the proceeds of the bond are used for a Private Business Use, and (B) an amount in excess of 5% of the principal or 5% of the interest due on the bond during the term thereof is, under the terms of the bond or any underlying arrangement, directly or indirectly, secured by any interest in property used or to be used for said Private Business Use or in payments in respect of property used or to be used for said Private Business Use or is to be derived from payments, whether or not to the Issuer, in respect of property or borrowed money used or to be used for said Private Business Use, then said excess over said 5% of proceeds of the bond used for a Private Business Use shall be used for a Private Business Use related to the governmental use of the Improvements.

The Issuer shall assure that not in excess of 5% of the proceeds of the bond are used, directly or indirectly, to make or finance a loan to persons other than state or local governmental units.

As used in this Section, "Private Business Use" means use directly or indirectly in a trade or business carried on by a natural person or in any activity carried on by a person other than a natural person, excluding, however, use by a state or local governmental unit and use as a member of the general public.

The Issuer covenants that it will not enter into any wholesale water contracts with non-governmental entities or modify existing wholesale water contracts with non-governmental entities if such contracts or modifications of existing contracts will cause a violation of this Section.

Section 23. The principal and interest installments shall be prepayable prior to maturity as provided in the bond form in Section 5 hereof.

Section 24. (a) As long as the bond is outstanding, the Issuer shall not issue or attempt to issue any bonds having or claimed to be entitled to a priority of lien on Revenues or Stabilized Net Revenues over the lien securing the Senior Parity Debt.

(b) The Issuer may issue additional revenue bonds on a parity with the lien on Stabilized Net Revenues in favor of the Senior Parity Debt provided that either there is no event of default with respect to the bond or any outstanding Senior Parity Debt; and either

(1) The average annual Stabilized Net Revenues for the immediately preceding two calendar years exceed an amount equal to not less than the sum of (i) 120% of the average annual debt service of the bond, any outstanding Parity Debt and the outstanding Senior Parity Debt, and (ii) the maximum annual debt service on the proposed Senior Parity Debt. Until such time as the Issuer has issued debt secured by the Watershed Protection Fees, the Issuer may include the revenue generated by the Watershed Protection Fees when computing Stabilized Net Revenues under this Section; or

(2) The additional revenue bonds are being issued to refund any outstanding Senior Parity Debt if the refunded Senior Parity Debt is defeased on the date of delivery of the refunding Senior Parity Debt and if the annual debt service of the refunding Senior Parity Debt does not exceed the annual Debt Service of the Senior Parity Debt in any Fiscal Year by more than \$5,000; or

(3) The additional revenue bonds constitute Short-Term Indebtedness and if immediately after incurrence of such Short-Term Indebtedness the outstanding principal amount of all Short-Term Indebtedness does not exceed 10% of budgeted net Revenues (Revenues less Operation and Maintenance Costs) of the System as shown on the annual budget for the current Fiscal Year.

(c) As long as the bond is outstanding, the Issuer shall not issue or attempt to issue any bonds secured solely by a pledge of Net POWA Revenues having or claimed to be entitled to a priority of lien on POWA Revenues or Net POWA Revenues over the lien securing the bond.

(d) The Issuer may issue additional revenue bonds on a parity with the lien on Net POWA Revenues in favor of the bond provided that either there is no event of default with respect to the bond or any outstanding Parity Debt or Senior Parity Debt; and either

(1) The average annual Net POWA Revenues for the immediately preceding two calendar years exceed an amount equal to not less than the sum of (i) 120% of the average annual debt service of the bond and the outstanding Parity Debt, and (ii) the maximum annual debt service on the proposed Parity Debt; or

(2) The additional revenue bonds are being issued to refund any outstanding Parity Debt if the refunded Parity Debt is defeased on the date of delivery of the refunding Parity Debt and if the annual debt service of the refunding Parity Debt does not exceed the annual Debt Service of the Parity Debt in any Fiscal Year by more than \$5,000.

(e) From and after the Stabilized Net Revenues Adjustment Date, the Issuer may issue or incur Special Debt Retirement Charge Indebtedness that is not Subordinate Indebtedness on the date issued or incurred.

(f) (1) The Issuer may issue Special Purpose Bonds for the purpose of financing or refinancing the cost of (i) Special Purpose Facilities in accordance with subsection (f)(2) or (ii) those matters that may be funded by the Watershed Protection Fee in accordance with subsection (f)(3).

(2) The Special Purpose Bonds referred to in this subsection shall be payable as to principal, redemption premium, if any, and interest solely from rentals or other charges derived by the Issuer under and pursuant to a lease or leases relating to the Special Purpose Facilities entered into by and between the Issuer, as lessor, and such person, firm, or corporation, either public or private, as shall lease the Special Purpose Facilities from the Issuer. Before any Special Purpose Facilities shall be constructed or acquired by the Issuer under this subsection, the Issuer shall adopt a resolution describing in reasonable detail the Special Purpose Facilities to be constructed or acquired by the Issuer, authorizing the issuance of the Special Purpose Bonds to finance the cost of construction or acquisition of such Special Purpose Facilities and prescribing the rights, duties, remedies, and obligations of the Issuer and the holders, from time to time, of such Special Purpose Bonds. In addition, no such Special Purpose Bonds shall be issued by the Issuer to finance Special Purpose Facilities unless:

(A) there shall have been filed with the Issuer a Water Consultant's Certificate stating that:

(i) the estimated rentals or other charges to be derived by the Issuer under and pursuant to the lease or other agreement relating to the Special Purpose Facilities will be at least sufficient to pay the principal of and interest on such Special Purpose Bonds as and when the same become due and payable, all costs of operating and maintaining such Special Purpose Facilities not paid for by the lessee thereof, and all sinking fund, reserve, or other payments required by the resolution authorizing the Special Purpose Bonds as the same become due; and

(ii) the acquisition or construction and operation of such Special Purpose Facilities will not adversely affect the ability of the System to produce Stabilized Net Revenues at least equal to the Rate Covenant Requirement; and

(B) the Issuer has entered into a lease which shall be for a term at least as long as the period during which such Special Purpose Bonds are outstanding and unpaid and which shall provide for annual payments to the Issuer, in addition to all rentals and other charges for the use of the Special Purpose Facilities, of ground rent in an amount which is determined by the Issuer to be a fair and reasonable rental for the land on which said Special Purpose Facilities are situated.

(3) The Special Purpose Bonds referred to in this subsection shall be payable as to principal, redemption premium, if any, and interest solely from Watershed Protection Fees. No such Special Purpose Bonds shall be issued by the Issuer to finance projects that may be funded by the Watershed Protection Fee unless there shall have been filed with the Issuer a Water Consultant's Certificate stating that the Watershed Protection Fees to be derived by the Issuer on an annual basis will be at least sufficient to pay the principal of and interest on such Special Purpose Bonds as and when the same become due and payable, and all sinking fund, reserve, or other payments required by the resolution authorizing the Special Purpose Bonds as the same become due.

(4) In the event the Issuer desires to issue Special Purpose Bonds secured by the revenue streams referred to in both subsections (f)(2) and (3), the Issuer shall comply with the requirements of both subsections (f)(2) and (3).

(g) The Issuer may issue Subordinate Indebtedness without limit as to amount.

(h) The Issuer may issue POWA Subordinate Indebtedness without limit as to amount.

Section 25. It is covenanted and agreed by the Issuer with the Bondholder, the Authority and Natural Resources that it will faithfully and punctually perform all duties with reference to the System required by the Constitution and laws of the State and by this Resolution, including, without limitation, the making and collecting of reasonable and sufficient rates lawfully established for services rendered by the System, segregating Revenues and applying them to the respective funds maintained pursuant to the this Resolution.

The Issuer covenants and agrees that the Bondholder shall have the protection of all the provisions of the Authorizing Legislation, and that the Issuer will diligently proceed to enforce those provisions to the end of the Bondholder realizing fully upon its security. And, if the Issuer shall fail to proceed within 30 days after written request shall have been filed by the Bondholder, the Bondholder may proceed to enforce all such provisions.

If there be any default in the payment of the principal of or interest on the bond, or if the Issuer defaults in any ADFA Bond Fund requirement or in the performance of any of the other covenants contained in this Resolution, the Bondholder may, by proper suit, compel the performance of the duties of the officials of the Issuer under the laws of the State. In the case of a default in the payment of the principal of and interest on the bond, the Bondholder may apply in a proper action to a court of competent jurisdiction for the appointment of a receiver to administer the System on behalf of the Issuer and the Bondholder with power to charge and collect (or by mandatory injunction or otherwise to cause to be charged and collected) rates sufficient to provide for the payment of the expenses of operation, repair and maintenance and to pay the bond and interest outstanding and to apply Revenues in conformity with this Resolution. When all defaults in principal and interest payments have been cured, the custody and operation of the System shall revert to the Issuer. No remedy herein conferred upon or reserved to the Bondholder is intended to be exclusive of any other remedy or remedies herein provided or provided by law, and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or given by law. No delay or omission of the Bondholder to exercise any right or power accrued upon any default shall impair any such right or power or shall be construed to be a waiver of any

default or an acquiescence therein; and every power and remedy given by this Resolution to the Bondholder may be exercised from time to time and as often as may be deemed expedient.

No waiver of any default shall extend to or affect any other existing or any subsequent default or defaults or impair any rights or remedies consequent thereon. Any costs of enforcement of the bond or of any provision of this Resolution, including reasonable attorney's fees, shall be paid by the Issuer. The Authority may enforce all rights and exercise all remedies available to the Bondholder in the event the Financing Fee is not paid when due.

Nothing herein contained shall permit the levy of any attachment or execution upon any of the properties of the Issuer, nor shall any properties of the Issuer be subject to forfeiture by reason of any default hereunder, it being expressly understood and agreed by the Bondholder by the acceptance of the bond that the rights of the Bondholder are limited and restricted to the use and application of Revenues, funds and other moneys, securities and funds pledged under this Resolution.

Section 26. When the bond has been executed and sealed as herein provided, it shall be delivered to the Bondholder upon payment of all or a portion of the purchase price in accordance with the Agreement. Sales proceeds in the amount necessary to make all or a portion of the semiannual interest and Financing Fee payments due on each April 15 and October 15 to and including October 15, 2022 shall be applied, unless otherwise directed by the Issuer, to the payment of Financing Fees and interest on the bond on such dates. The balance of the sale proceeds shall be deposited, as and when received, in a special account of the Issuer hereby created in a bank that is a member of the Federal Deposit Insurance Corporation and designated the "2020A Water Construction Fund" (the "Construction Fund"). The moneys in the Construction Fund shall be used for reimbursing the Issuer for the costs of the Project and the expenses of issuing the bond approved in accordance with the Agreement. Payments from the Construction Fund shall be by check or voucher signed by a person designated by the Issuer, and drawn on the depository. Each such check or voucher shall briefly specify the purpose of the expenditure.

Section 27. The terms of this Resolution shall constitute a contract among the Issuer, the Bondholder and Natural Resources and no variation or change in the undertaking herein set forth shall be made while the bond is outstanding unless consented to in writing by the Bondholder and Natural Resources.

Section 28. The Issuer agrees that it will keep proper records, books and accounts relating to the operation of the System, which shall be kept separate from all other records and accounts of the Issuer, in which complete and correct entries shall be made of all transactions relating to the operation of the System in accordance with generally accepted government accounting standards. Such books shall be available for inspection by the Bondholder and Natural Resources, or the agent or the representative of either, at reasonable times and under reasonable circumstances. The Issuer agrees to have its financial statements audited annually by an independent certified public accountant or the Legislative Joint Auditing Committee, Division of Legislative Audit of the State of Arkansas. The Issuer shall within 180 days after the end of each Fiscal Year file with the Authority and Natural Resources its annual audited financial statements. If the Issuer's audited financial statements are not available by such date, the Issuer shall file such audited financial statements with the Authority and Natural Resources within 60 days after receipt

thereof by the Issuer. The revenues and expenses of the POWA System shall be separately identified in the financial statements.

Section 29. The Issuer covenants and agrees that it will maintain the System in good condition and operate it in an efficient manner and at reasonable cost. The Issuer agrees that, to the extent comparable protection is not otherwise provided to the satisfaction of the Bondholder and Natural Resources, it will insure, and at all times keep insured in a responsible insurance company or companies selected by the Issuer and authorized and qualified under the laws of the State to assume the risk thereof, all above-ground structures of the System against loss or damage thereto in amounts and against such risks as are customarily insured against in connection with similar facilities and undertakings as the System. In the event of loss, the proceeds of such insurance shall be applied solely toward the reconstruction, replacement or repair of the System, and in such event the Issuer will, with reasonable promptness, cause to be commenced and completed the reconstruction, replacement and repair work.

Section 30. The provisions of this Resolution are hereby declared to be separable, and if any provision shall for any reason be held illegal or invalid, it shall not affect the validity of the remainder of this Resolution.

Section 31. Reference in this Resolution to "Bondholder" shall include the original Bondholder or any registered assign thereof.

Section 32. All resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

PASSED: May 14, 2020.

ATTEST

By Kandi Hughes
Kandi Hughes, Chair

Jim McKenzie
Jim McKenzie, Secretary/Treasurer
(SEAL)

CERTIFICATE

The undersigned, Secretary of Central Arkansas Water, hereby certifies that the foregoing pages are a true and perfect copy of Resolution No. 2020-07, adopted at a regular session of the Board of Commissioners of Central Arkansas Water, held at the regular meeting place in the City of Little Rock, Arkansas at 2:00 o'clock p.m., on the 14th day of May, 2020.

GIVEN under my hand and seal on this 14th day of May, 2020.



Jim McKenzie, Secretary/Treasurer

(SEAL)

RESOLUTION 2020-08

A RESOLUTION AFFIRMING THE DEBT SURCHARGE APPLICABLE TO CENTRAL ARKANSAS WATER CUSTOMERS WITHIN THE PARON-OWENSVILLE WATER AUTHORITY SERVICE TERRITORY; AND FOR OTHER PURPOSES

WHEREAS, on December 12, 2019, the Board of Commissioners of Central Arkansas Water (“CAW”) adopted Resolution 2019-15 establishing a schedule of rates for Central Arkansas Water within the Paron-Owensville Water Authority (“POWA”) service territory; and

WHEREAS, Resolution 2019-15 established a **not to exceed** schedule of debt surcharges by meter size to be established by the Chief Financial Officer, and affirmed by the Board of Commissioners of CAW; and

WHEREAS, the Chief Financial Officer has recommended the debt surcharge set forth below;

NOW, THEREFORE, BE IT RESOLVED THAT THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER AFFIRMS THE DEBT SURCHARGE FOR CENTRAL ARKANSAS WATER CUSTOMERS WITHIN THE WATER SERVICE TERRITORY ESTABLISHED BY POWA AS FOLLOWS:

Section 1. *Debt Surcharge.* Pursuant to and in accordance with Section 3 of Resolution 2019-15 of the CAW Board of Commissioners, in addition to the Minimum Monthly Charges, other rates and charges as set forth therein, CAW shall also assess the following debt surcharge on each meter within the service territory established by POWA. The debt surcharge will continue until the debt associated with POWA is repaid.

Surcharge	\$11.00
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Section 2. *Severability.* The provisions of this Resolution are separable, and if any portion, section, provision, or phrase of this Resolution shall be declared invalid or unconstitutional, such action shall not affect the validity of the remainder of this Resolution.

Section 3. This Resolution shall be in effect upon its adoption and approval.

Section 4. A copy of this Resolution shall be filed in the corporate offices of CAW where it will be available for public inspection.

ADOPTED: May 14, 2020

ATTEST:


Jim McKenzie, Secretary/Treasurer

APPROVED:


Kandi Hughes, Chair

RESOLUTION 2020-09

A RESOLUTION REDUCING THE DEBT SURCHARGE APPLICABLE TO CENTRAL ARKANSAS WATER CUSTOMERS WITHIN THE PARON-OWENSVILLE WATER AUTHORITY SERVICE TERRITORY FOR NINETEEN MONTHS; AND FOR OTHER PURPOSES

WHEREAS, on December 12, 2019, the Board of Commissioners of Central Arkansas Water (“CAW”) adopted Resolution 2019-15 establishing a schedule of rates for Central Arkansas Water within the Paron-Owensville Water Authority (“POWA”) service territory; and

WHEREAS, Resolution 2019-15 established a **not to exceed** schedule of debt surcharges by meter size to be established by the Chief Financial Officer, and affirmed by the Board of Commissioners of CAW; and

WHEREAS, Resolution 2020-08 affirmed the debt surcharge in the amount of \$11.00 per customer per month; and

WHEREAS, the Chief Financial Officer has recommended reducing the \$11.00 debt surcharge for nineteen months as set forth below:

NOW, THEREFORE, BE IT RESOLVED THAT THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER REDUCES THE DEBT SURCHARGE FOR CENTRAL ARKANSAS WATER CUSTOMERS WITHIN THE WATER SERVICE TERRITORY ESTABLISHED BY POWA FOR NINETEEN MONTHS AS FOLLOWS:

Section 1. *Debt Surcharge.* Pursuant to and in accordance with Section 3 of Resolution 2019-15 of the CAW Board of Commissioners, in addition to the Minimum Monthly Charges, other rates and charges as set forth therein, CAW shall also assess the following debt surcharge on each meter monthly within the service territory established by POWA. The debt surcharge will continue until the debt associated with POWA is repaid.

Description	Amount	Effective Date
Debt Surcharge	\$5.50	June 1, 2020
Debt Surcharge	\$11.00	January 1, 2022

Section 2. *Severability.* The provisions of this Resolution are separable, and if any portion, section, provision, or phrase of this Resolution shall be declared invalid or unconstitutional, such action shall not affect the validity of the remainder of this Resolution.

Section 3. This Resolution shall be in effect upon its adoption and approval.

Section 4. A copy of this Resolution shall be filed in the corporate offices of CAW where it will be available for public inspection.

ADOPTED: June 11, 2020

ATTEST:

APPROVED:



Jim McKenzie, Secretary/Treasurer



Kandi Hughes, Chair

RESOLUTION 2020-10

A RESOLUTION RE-APPOINTING MR. JIM MCKENZIE TO THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER AND FOR OTHER PURPOSES

WHEREAS, the term of Mr. Jim McKenzie, a member of the Board of Commissioners of Central Arkansas Water ("CAW Board"), expires on June 30, 2020; and

WHEREAS, by law, it is the duty of the remaining Commissioners to nominate and appoint a Commissioner when a vacancy occurs on the CAW Board, subject to confirmation by the Board of Directors of the City of Little Rock, Arkansas, and the City Council of the City of North Little Rock, Arkansas.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER, THAT the remaining Commissioners do hereby reappoint Mr. Jim McKenzie to a seven-year term, subject to confirmation by the duly elected and qualified members of the Board of Directors of the City of Little Rock and the City Council of the City of North Little Rock, and that his term of office shall be through June 30, 2027.

BE IT FURTHER RESOLVED THAT the Board of Directors of the City of Little Rock and the City Council of the City of North Little Rock be requested to confirm this appointment.

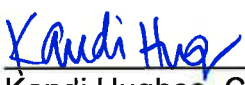
ADOPTED: June 11, 2020

Attest:



Tony Kendall, Vice Chair

APPROVED:




Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Tony Kendall, Vice Chair of Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-10 of the Resolutions of Central Arkansas Water, entitled: **A RESOLUTION RE-APPOINTING MR. JIM MCKENZIE TO THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER AND FOR OTHER PURPOSES**, adopted June 11, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 11th day of June 2020.



Tony Kendall, Vice Chair
Central Arkansas Water Board of Commissioners

RESOLUTION 2020-11

**RESOLUTION AUTHORIZING PURCHASE OF PROPERTY; AND
OTHER MATTERS RELATED THERETO**

WHEREAS, the Chief Executive Officer of Central Arkansas Water ("CAW"), on behalf of CAW, executed a contract for the purchase by CAW from Bryan Hosto and Ferndale Cutoff, LLC ("Sellers") of seventy-four (74) vacant acres of land ("Property"); and

WHEREAS, execution of the contract entered by CAW and Sellers is contingent on the approval of the purchase of the Property by the Board of Commissioners; and

WHEREAS, the Board of Commissioners based upon the recommendations of staff, has determined that acquiring the Property is in the best interest of CAW and its ratepayers.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF
COMMISSIONERS OF CENTRAL ARKANSAS WATER THAT:**

Section 1. The contract between CAW and Sellers for the conveyance of the Property for a purchase price of Two Million Two Hundred Fifty Thousand and 34/100 Dollars (\$2,250,000.34) plus a customary allocation of closing costs (collectively, the "Purchase Price") is hereby approved.

Section 2. Each of the Chief Executive Officer, the Chief Operating Officer, and the Chief Financial Officer is hereby authorized and directed to deliver the Purchase Price monies and to execute and acknowledge documents as necessary to consummate the transaction.

Section 3. This Resolution shall be in effect upon its adoption and approval.

Section 4. A copy of this Resolution shall be filed in the corporate offices of CAW where it will be available for public inspection.

ADOPTED: June 11, 2020

Attest:

APPROVED:



Jim McKenzie, Secretary/Treasurer



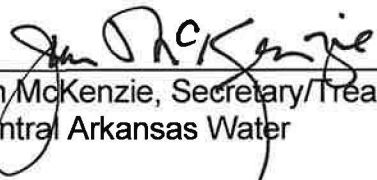
Kandi Hughes, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Jim McKenzie, Secretary/Treasurer of the Board of Commissioners, Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-11 of the Resolutions of Central Arkansas Water, entitled: **A RESOLUTION AUTHORIZING PURCHASE OF PROPERTY, AND OTHER MATTERS RELATED THERETO**, adopted June 11, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 11th day of June 2020.



Jim McKenzie, Secretary/Treasurer
Central Arkansas Water

RESOLUTION 2020-12

**RESOLUTION AUTHORIZING PURCHASE OF
PROPERTY; AND OTHER MATTERS RELATED THERETO**

WHEREAS, Central Arkansas Water ("CAW"), by and through its Chief Executive Officer acting on behalf of CAW, and TWK Investments, Inc. ("Seller") have negotiated but have not finalized the purchase by CAW from Seller of a conservation easement upon two hundred (200) acres of real property within the Lake Maumelle Watershed along the south side of Penny Lane in Pulaski County, Arkansas ("Property"); and

WHEREAS, the Board of Commissioners based upon the recommendations of staff has determined that acquiring the Property is in the best interest of CAW and its ratepayers.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CENTRAL ARKANSAS WATER THAT:

Section 1. The purchasing of the conservation easement by CAW from Seller for the purchase price of Eight Hundred Eighty Thousand and 00/100 Dollars (\$880,000.00) ("Purchase Price") is hereby approved.

Section 2. Each of the Chief Executive Officer, the Chief Operating Officer, and the Chief Financial Officer is hereby authorized and directed as necessary or required to deliver the Purchase Price monies and to execute and acknowledge documents as necessary to consummate the transaction.

Section 3. This Resolution shall be in effect upon its adoption and approval.

Section 4. A copy of this Resolution shall be filed in the corporate offices of CAW where it will be available for public inspection.

ADOPTED: July 16, 2020

Attest:



Kevin Newton, Secretary/Treasurer

APPROVED:



Anthony Kendall, Chair

RESOLUTION 2020-13

**RESOLUTION IN SUPPORT OF ANTICIPATED HATE CRIMES
LEGISLATION DURING THE 93RD GENERAL ASSEMBLY; AND OTHER
MATTERS RELATED THERETO**

WHEREAS, Arkansas lawmakers have prepared draft legislation for consideration during the 93rd General Assembly that would increase the criminal penalty imposed against the perpetrator of a crime who selects the perpetrator's victim on account of the victim's ancestry, color, service in the armed forces, disability, ethnicity, gender identity, homelessness, national origin, race, religion, sex, or sexual orientation; and

WHEREAS, social scientists find that victims of hate crimes are more likely than victims of other crimes to suffer disproportionate harm including but not limited to post-traumatic stress, safety concerns, depression, anxiety, and anger; and

WHEREAS, the members of such classes rightly wish to live their daily lives without fear of harassment, attack, and other harm;

WHEREAS, according to the Associated Press and the Washington Post, the State of Arkansas is one of only four states that lacks a hate crimes law; and

WHEREAS, the draft hate crimes legislation duly holds accountable the perpetrators of crimes motivated by bias, prejudice, bigotry, ignorance, and hate and more greatly assures a safe and peaceful life for the members of such classes.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS
OF CENTRAL ARKANSAS WATER THAT:**

Section 1. The Board of Commissioners strongly supports the draft hate crimes legislation and urges Arkansas lawmakers and Governor Hutchinson to enact such legislation during the 93rd General Assembly.

Section 3. This Resolution shall be in effect upon its adoption and approval.

Section 4. A copy of this Resolution shall be filed in the corporate offices of CAW where it will be available for public inspection.

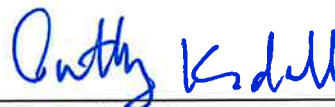
ADOPTED: August 13, 2020

Attest:

APPROVED:



Kevin Newton, Secretary/Treasurer



Anthony Kendall, Chair

CERTIFICATE

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

I, Kevin Newton, Secretary/Treasurer of the Board of Commissioners, Central Arkansas Water, do hereby certify that the foregoing is a true and correct copy of Resolution 2020-13 of the Resolutions of Central Arkansas Water, entitled: **RESOLUTION IN SUPPORT OF ANTICIPATED HATE CRIMES LEGISLATION DURING THE 93RD GENERAL ASSEMBLY; AND OTHER MATTERS RELATED THERETO**, adopted August 13, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this 13th day of August 2020.



Kevin Newton, Secretary/Treasurer
Central Arkansas Water