

THE STILLWATER UTILITIES AUTHORITY MET IN REGULARLY SCHEDULED SESSION IN CITY COUNCIL CHAMBERS ROOM LOCATED IN STILLWATER CITY HALL, 723 SOUTH LEWIS, STILLWATER, OKLAHOMA, ON THE 7TH DAY OF MARCH, 2022, AT 5:30 P.M.

TRUSTEES PRESENT:

ABSENT:

(OTHER PROCEEDINGS)

Thereupon, the Chairman presented a proposal pertaining to the potential issuance of refunding bonds for the purpose of refunding a portion of outstanding Authority revenue bonds. Upon conclusion of discussion thereon with the Authority's financial advisor and staff, Trustee _____ moved the adoption of the following resolution, which motion was seconded by Trustee _____. The roll was called on the question of the adoption of said motion, resulting in the following vote:

AYE:

NAY:

Securities

RESOLUTION NO. SUA-2022-1

A RESOLUTION ENGAGING UNDERWRITERS AND ESTABLISHING PARAMETERS FOR THE ISSUANCE OF TAXABLE REFUNDING BONDS FOR THE PURPOSE OF REFUNDING A PORTION OF THE AUTHORITY'S OUTSTANDING UTILITY SYSTEM AND SALES TAX REVENUE BONDS, SERIES 2014A; AND PROVIDING OTHER DETAILS.

WHEREAS, the Stillwater Utilities Authority (the "Authority"), did heretofore issue its Utility System and Sales Tax Revenue Bonds, Series 2014A in the principal amount of \$61,830,000 (the "2014 Bonds") for the purpose of providing funds for the construction of a new public power generating plant in the City of Stillwater to serve the citizens and residents of the City; and

WHEREAS, \$54,870,000 principal amount of the 2014 Bonds bearing an average coupon rate of approx. 4.64% remain currently outstanding; and

WHEREAS, current market interest rates are substantially lower than prevailing rates when the 2014 Bonds were issued and the Authority's financial advisor, The Baker Group LP, has advised that potential debt service savings in the range of \$4.3M- 5.7M might be achieved by advance refunding certain maturities of the 2014 Bonds and has further advised that refinancing debt to achieve present value debt service savings of 3-5% is considered advisable under current municipal finance market standards; and

WHEREAS, in order to issue refunding bonds and realize such potential debt service savings, it is necessary for the Authority to select underwriters and establish parameters for the issuance of such obligations; and

WHEREAS, The Baker Group LP has solicited proposals from potential underwriters and has recommended a syndicate comprised of Bank of America, NA, Bank of Oklahoma, NA and Stifel Financial Corp. for such purpose; and

WHEREAS, the Authority deems it advisable to explore the potential for debt service savings and to such end to establish certain parameters to be met for the issuance of taxable bonds to advance refund a portion of the outstanding 2014 Bonds;

NOW THEREFORE BE IT RESOLVED:

SECTION 1. BofA Securities, Inc., BOKF, NA and Stifel Financial Corp. are hereby authorized to explore the potential for debt service savings as described herein, subject to the conditions set forth in Section 2, and directed to report their findings to staff for possible further consideration by the Authority for the issuance of advance refunding bonds for such purpose.

SECTION 2. Further action by the Authority on the issuance of taxable refunding bonds shall be considered upon satisfaction of the following conditions:

- (1) Principal amount of Refunding Bonds not to exceed \$54,870,000.
- (2) Refunding Bond maturities not to extend beyond the final maturity date of the 2014 Bonds.
- (3) Achievement of net present value debt service savings of at least 3% on the outstanding 2014 Bonds.

ADOPTED THIS 7TH DAY OF MARCH, 2022.

(SEAL)

Chairman

ATTEST:

Secretary

