EAST MOORE WATER DISTRICT BOARD OF DIRECTORS

SPECIAL MEETING

TUESDAY, MAY 18, 2021, 5:00 P.M.

COMMISSIONERS MEETING ROOM, HISTORIC COURTHOUSE

The East Moore Water District Board of Directors convened for a Special Meeting at 5:00pm, Tuesday, May 18, 2021, in the Commissioners' Meeting Room located on the second floor of the Historic Courthouse, One Courthouse Square, Carthage, North Carolina.

Directors Present: Chairman Frank Quis, Vice Chairman Louis Gregory, Catherine Graham, Otis Ritter

Directors Absent: Jerry Daeke

Chairman Quis called the meeting to order.

ITEMS OF BUSINESS:

Request for Approval of May 4, 2021, EMWD Special Meeting Minutes

Upon motion made by Director Graham, seconded by Director Ritter, the Board voted 4-0 to approve the May 4, 2021, special meeting minutes of the East Moore Water District Board of Directors.

Presentation of Proposed Fiscal Year 2022 Budget for EMWD

County Manager Wayne Vest presented the recommended budget for Fiscal Year 2022 for the East Moore Water District. Following his presentation, Director Gregory inquired what portion was new expenses that had not been taken into consideration in the past. Mr. Vest said he did not think there were any new expenses. Upon motion made by Director Gregory, seconded by Director Graham, the Board voted 4-0 to receive the FY 22 recommended budget for the East Moore Water District.

Request for Call to Public Hearing – FY 22 Proposed Budget for EMWD

County Manager Wayne Vest requested the Board call a public hearing regarding the proposed FY 22 EMWD budget. Upon motion made by Director Graham, seconded by Director Ritter, the Board voted 4-0 to call for a public hearing on Tuesday, June 15, 2021 at 5:00pm to receive public comment regarding the proposed budget for Fiscal Year 2021-2022 for the East Moore Water District.

Request for Approval of Resolution for Sale and Issuance of General Obligation Refunding Bonds, Series 2021

Finance Director Caroline Xiong presented for the Board's consideration a resolution regarding General Obligation Refunding Bonds, Series 2021 for East Moore Water District. Upon motion made by Director

Ritter, seconded by Director Graham, the Board voted 4-0 to approve the resolution providing for the sale and issuance of not to exceed $3,100,000 General Obligation Refunding Bonds, Series 2021. The resolution is hereby incorporated as a part of these minutes by attachment as Appendix A.

ADJOURNMENT

There being no further business, upon motion made by Director Graham, seconded by Director Gregory, the Board voted 4-0 to adjourn the May 18, 2021, special meeting of the East Moore Water District Board of Directors at 5:15pm.

Francis R. Quis, Jr.

Francis R. Quis, Jr., Chairman

Laura M. Williams

Laura M. Williams, Clerk to the Board

Appendix A
05/18/2021
EMWD

The Board of Commissioners for the County of Moore, North Carolina, in its capacity as the governing body of East Moore Water District, met in a special meeting in the Commissioners' Meeting Room, Second Floor of the Historic Courthouse located at 1 Courthouse Square in Carthage, North Carolina, the regular place of meeting, at 5:00 p.m. on May 18, 2021.

Present: Chair Frank R. Quis, presiding, and Commissioners Louis Gregory, Catherine Graham, Otis Ritter

Absent: Commissioners Jerry Daeke

Also Present: County Manager Wayne Vest, Finance Director Caroline Xiong, Attorney Misty Leland, Clerk Laura Williams

* * * * * *

Finance Director Caroline Xiong introduced the following resolution the title of which was read and a copy of which had been previously distributed to each Commissioner:

RESOLUTION PROVIDING FOR THE SALE AND ISSUANCE OF NOT TO EXCEED $3,100,000 GENERAL OBLIGATION REFUNDING BONDS, SERIES 2021

BE IT RESOLVED by the Board of Commissioners (the "Board") for the County of Moore, North Carolina (the "County"), in its capacity as the governing body of East Moore Water District (the "District"):

Section 1. The Board has determined and does hereby find and declare as follows:

(a) An order authorizing the issuance of $3,100,000 General Obligation Refunding Bonds for the purpose of providing funds, together with any other available funds to (i) refund all or a portion of the District's outstanding General Obligation Water Bond, Series 2011, dated August 1, 2011 (the "2011 Bonds"), and (ii) pay certain expenses related thereto, was adopted by the Board on May 4, 2021, which order has taken effect.

(b) None of said bonds have been issued, no notes have been issued in anticipation of the receipt of the proceeds of the sale of said bonds and it is necessary to issue all or a portion of said bonds at this time.

(c) The shortest period of time in which the outstanding 2011 Bond to be refunded by said bonds can be finally paid without making it unduly burdensome on the taxpayers of the District, as determined by the Local Government Commission of North Carolina (the "Commission"), is a period which expires on June 1, 2049, and the end of the unexpired usefulness of the projects financed by the 2011 Bond is estimated as a period of forty (40) years from August 1, 2011, the date of the 2011 Bond, and such period expires on August 1, 2051.

(d) Said bonds are expected to be sold to the County of Moore, North Carolina (the "County") and will be purchased by the County from the proceeds of the County's Limited Obligation Bonds, Series 2021 (the "County Bonds") to be hereafter issued by the County for such purpose.

Section 2. Pursuant to said order there shall be issued bonds of the District designated "General Obligation Refunding Bonds, Series 2021" (the "Bonds") and dated the date of delivery thereof. The exact amount of the Bonds to be issued shall be determined by the District at the time the County Bonds are sold and shall be an amount sufficient, together with any other available funds of the District, to (a) refund all or a portion of the outstanding 2011 Bond and (b) pay certain other costs and expenses incurred in connection with the issuance and sale of the Bonds. Subject to the provisions of this resolution, the Bonds shall mature on June 1 in such years and in such amounts and shall bear interest at such rate or rates (computed on the basis of a 360-day year consisting of twelve 30-day months) to be determined by the Commission, with the approval of the Finance Officer of the District, at the time the County Bonds are sold, which interest to the respective maturities thereof shall be payable on each June 1 and December 1, beginning December 1, 2021, until payment of such principal sum. The final maturity date of the Bonds shall not exceed December 31, 2049.

Each Bond shall bear interest from the interest payment date next preceding the date on which it is authenticated, unless it is (a) authenticated upon an interest payment date, in which event it shall bear interest from such interest payment date or (b) authenticated prior to the first interest payment date, in which event it shall bear interest from its date; provided, however, that if at the time of authentication interest is in default, such Bond shall bear interest from the date to which interest has been paid.

The principal of and interest on the Bonds shall be payable in any coin or currency of the United States of America which is legal tender for the payment of public and private debts on the respective dates of payment thereof. For the prompt payment of both the principal of and interest on the Bonds as the same shall become due, the faith and credit of the District are hereby irrevocably pledged.

The definitive Bonds shall be initially issued as fully-registered bonds, without coupons, numbered consecutively and shall be initially registered in the name of the County, as the initial purchaser of the Bonds. One Bond certificate with respect to each date on which the Bonds are stated to mature, in the aggregate principal amount of the Bonds stated to mature on such date and registered in the name of County shall be issued and required to be deposited as directed by the County. The principal of each Bond shall be payable to the County or any other person appearing on the registration books of the District hereinafter provided for as the registered owner of such Bond or his registered assigns or legal representative at the office of the Bond Registrar (hereinafter defined) or such other place as the District may determine on the maturity date thereof. Payment of the interest on each Bond shall be made by the Bond Registrar on each interest payment date to the registered owner of such Bond (or the previous Bond evidencing the same debt as that evidenced by such Bond) at the close of business on the record date for such interest, which shall be the 15th day (whether or not a business day) of the calendar month next preceding such interest payment date, by wire transfer or other delivery of immediately available funds on such interest payment date to such account in the United States of America as the registered owner of such Bond may from time to time designate to the Bond Registrar. Immediately following payment of the principal of any Bond, the registered owner shall present and surrender such Bond at the office of the Bond Registrar for cancellation.

Section 3. The Bonds shall bear the manual or facsimile signatures of the Chair or Vice Chair and the Clerk or any deputy or assistant Clerk to the District and the official seal or a facsimile of the official seal of the District, if any, shall be impressed or imprinted, as the case may be, on the Bonds.

The certificate of the Commission to be endorsed on all Bonds shall bear the manual or facsimile signature of the Secretary of the Commission and the certificate of authentication of the Bond Registrar to be endorsed on all Bonds shall be executed as provided hereinafter.

In case any officer of the District or the Commission whose manual or facsimile signature shall appear on any Bond shall cease to be such officer before the delivery of such Bond, such manual or facsimile signature shall nevertheless be valid and sufficient for all purposes the same as if he or she had remained in office until such delivery, and any Bond may bear the manual or facsimile signatures of such persons as at the actual time of the execution of such Bond shall be the proper officers to sign such Bond although at the date of such Bond such persons may not have been such officers.

The Bonds shall not be valid or become obligatory for any purpose or be entitled to any benefit or security under this resolution until it shall have been authenticated by the execution by the Bond Registrar of the certificate of authentication endorsed thereon.

The Bonds and the endorsements thereon shall be in substantially the following form:

No. R-__

$__________

United States of America
State of North Carolina

EAST MOORE WATER DISTRICT
GENERAL OBLIGATION REFUNDING BOND, SERIES 2021

Maturity Date	Interest Rate
June 1, 20__	____%

East Moore Water District (the "District"), a body politic and corporate organized and existing under the laws of the State of North Carolina, is justly indebted and for value received hereby promises to pay to

COUNTY OF MOORE, NORTH CAROLINA

or registered assigns or legal representative on the Maturity Date specified above the principal sum of

____ DOLLARS

and to pay interest on such principal sum from the date hereof or from the June 1 or December 1 next preceding the date of authentication to which interest shall have been paid, unless such date of authentication is June 1 or December 1 to which interest shall have been paid, in which case from such date, such interest to the maturity hereof being payable on each June 1 and December 1, beginning December 1, 2021, at the rate per annum specified above (computed on the basis of a 360-day year consisting of twelve 30-day months), until payment of such principal sum. The interest so payable on any such interest payment date will be paid to the person in whose name this bond (or the previous bond evidencing the same debt as that evidenced by this bond) is registered at the close of business on the record date for such interest, which shall be the 15th day (whether or not a business day) of the calendar month next preceding such interest payment date, by wire transfer or other delivery of immediately available funds on such interest payment date to such account in the United States of America as the registered owner of this bond may from time to time designate to the Finance Officer of the District or his or her successor, as bond registrar (the "Bond Registrar"). Immediately following payment of the principal of this bond, the registered owner shall present and surrender this bond at the office of the Bond Registrar for cancellation.

Both the principal of and the interest on this bond shall be paid in any coin or currency of the United States of America that is legal tender for the payment of public and private debts on the respective dates of payment thereof. For the prompt payment hereof, both principal and interest as the same shall become due, the faith and credit of the District are hereby irrevocably pledged.

This bond is one of an issue of bonds designated "General Obligation Refunding Bonds, Series 2021" (the "Bonds") being issued by the District for the purpose of providing funds to refund certain outstanding general obligation bonds of the District and pay certain financing costs relating thereto. The Bonds are being issued under and pursuant to The Local Government Bond Act, as amended, Article 7, as amended, of Chapter 159 of the General Statutes of North Carolina, an order adopted by the Board of Commissioners for the County of Moore, North Carolina, acting in its capacity as governing body of the District, which order has taken effect, and a resolution duly adopted by said Board of Commissioners (the "Resolution").

The Bonds maturing on June 1, 2032 and thereafter will be subject to redemption prior to their maturity, at the option of the District, from any moneys that may be made available for such purpose, either in whole or in part on any date not earlier than June 1, 2031, at a redemption price equal to 100% of the principal amount of the Bonds to be redeemed, plus accrued interest to the date fixed for redemption.

If less than all of the Bonds stated to mature on different dates shall be called for redemption, the particular Bonds or portions thereof to be redeemed shall be called such manner as the District may determine.

At least thirty (30) days but not more than sixty (60) days prior to the redemption date of the Bonds, the Bond Registrar shall cause a notice of any such redemption to be mailed, first class, postage prepaid, to the registered owner of this bond; provided, however, that for so long as the County of Moore, North Carolina (the "County") is the registered owner of this bond, notice of redemption may be provided in any manner determined by the Bond Registrar and consented to by the County.

Any notice of redemption may state that the redemption to be effected is conditioned upon the receipt by the Bond Registrar on or prior to the redemption date of moneys sufficient to pay the principal of, premium and interest on the Bonds to be redeemed and that if such moneys are not so received such notice shall be of no force or effect and such principal installments shall not be required to be redeemed. In the event that such notice contains such a condition and moneys sufficient to pay the principal of, premium and interest on the Bonds to be redeemed are not received by the Bond Registrar on or prior to the redemption date, the redemption shall not be made, and the Bond Registrar shall within a reasonable time thereafter give notice, in the manner in which the notice of redemption was given, that such moneys were not so received.

On the date designated for redemption, notice having been given as aforesaid, the Bonds so called for redemption shall become due and payable at the redemption price provided for redemption of such Bonds on such date.

The Bond Registrar shall keep at his or her office the books of the District for the registration of transfer of the Bonds. The transfer of the Bonds may be registered only upon such books and as otherwise provided in the Resolution upon the surrender hereof to the Bond Registrar, together with an assignment duly executed by the registered owner hereof or his attorney or legal representative in such form as shall be satisfactory to the Bond Registrar. Upon any such registration of transfer, the Bond Registrar shall deliver in exchange for this bond a new Bond registered in the name of the transferee in an aggregate principal amount equal to the principal amount of this bond, of the same maturity and bearing interest at the same rate.

It is hereby certified and recited that all acts, conditions and things required by the Constitution and laws of North Carolina to happen, exist and be performed precedent to and in the issuance of this bond have happened, exist and have been performed in regular and due form and time as so required; that provision has been made for the levy and collection of a direct annual tax upon all taxable property within the District sufficient to pay the principal of and the interest on this bond as the same shall become due; and that the total indebtedness of the District, including this bond, does not exceed any constitutional or statutory limitation thereon.

This bond shall not be valid or become obligatory for any purpose or be entitled to any benefit or security under the Resolution until this bond shall have been authenticated by the execution by the Bond Registrar of the certificate of authentication endorsed hereon.

IN WITNESS WHEREOF, the District, by resolution duly passed by the Board of Commissioners for the County of Moore, North Carolina in its capacity as governing body of the District, has caused this bond to be signed by the Chair and Clerk to the District and its official seal to be impressed hereon, all as of the ___ day of __________, 2021.

[Do not sign] ______________________________
Chair

[SEAL]

[Do not sign] ______________________________
Clerk to the District

CERTIFICATE OF LOCAL GOVERNMENT COMMISSION

The issuance of the within Bond has been approved under the provisions of The Local Government Bond Act of North Carolina.

[Do not sign] ______________________________
Secretary, Local Government Commission

CERTIFICATE OF AUTHENTICATION

This bond is one of the Bonds of the series designated herein and issued under the provisions of the within-mentioned Resolution.

[Do not sign] ______________________________
Finance Officer of East Moore Water District, as
Bond Registrar

Date of authentication: ____________________

ASSIGNMENT

FOR VALUE RECEIVED the undersigned registered owner thereof hereby sells, assigns and transfers unto ____
____
____
the within bond and all rights thereunder and hereby irrevocably constitutes and appoints______
____
attorney to register the transfer of said bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: ____________________________

In the presence of:

______________________________ ______________________________

NOTICE: The signature must be guaranteed by an institution which is a participant in the Securities Transfer Agent Medallion Program (STAMP) or similar program.

The signature to this assignment must correspond with the name as it appears on the face of the within Bond in every particular, without alteration of enlargement or any change whatever.

Section 4. The Bonds maturing on June 1, 2032 and thereafter will be subject to redemption prior to their maturity, at the option of the District, from any moneys that may be made available for such purpose, either in whole or in part on any date not earlier than June 1, 2031, at a redemption price equal to 100% of the principal amount of the Bonds to be redeemed, plus accrued interest to the date fixed for redemption. Notwithstanding the foregoing, the redemption provisions for the Bonds may be adjusted by the Finance Officer of the District at the time that the County Bonds are sold in order for such redemption provisions to be consistent with the redemption provisions for the County Bonds. Such redemption terms shall be reflected in the final terms of the Bonds, and the execution of the Bonds by the Chair of the District shall constitute the District's approval of such redemption provisions.

If less than all of the Bonds stated to mature on different dates shall be called for redemption, the particular Bonds or portions thereof to be redeemed shall be called such manner as the District may determine.

At least thirty (30) days but not more than sixty (60) days prior to the redemption date of any Bond, the Bond Registrar shall cause a notice of any such redemption to be mailed, first class, postage prepaid, to the registered owner of the Bonds to be redeemed; provided, however, that for so long as the County is the registered owner of the Bonds notice of redemption may be provided in any manner determined by the Bond Registrar and consented to by the County. A copy of such notice shall also be given by first class mail, postage prepaid, to the Commission; provided, however, that failure to give such notice to the Commission or any defect therein shall not affect the sufficiency of the proceedings for redemption.

Each such notice shall set forth the designation and date of the Bonds, the date fixed for redemption, the maturities and principal amount of the Bonds to be redeemed, the redemption price to be paid, the address and phone number of the Bond Registrar and the date of the redemption notice.

Any notice of redemption may state that the redemption to be effected is conditioned upon the receipt by the Bond Registrar on or prior to the redemption date of moneys sufficient to pay the principal of, premium and interest on the Bonds to be redeemed and that if such moneys are not so received such notice shall be of no force or effect and such Bonds shall not be required to be redeemed. In the event that such notice contains such a condition and moneys sufficient to pay the principal of, premium and interest on the Bonds to be redeemed are not received by the Bond Registrar on or prior to the redemption date, the redemption shall not be made, and the

Bond Registrar shall within a reasonable time thereafter give notice, in the manner in which the notice of redemption was given, that such moneys were not so received.

On or before the date fixed for redemption, moneys shall be deposited with the Bond Registrar to pay the principal of and the redemption premium, if any, on the Bonds or portions thereof called for redemption, as well as the interest accruing thereon to the redemption date thereof.

On the date fixed for redemption, notice having been given in the manner and under the conditions hereinabove provided, the Bonds or portions thereof called for redemption shall be due and payable at the redemption price provided therefor, plus accrued interest to such date. If moneys sufficient to pay the redemption price of the Bonds or portions thereof to be redeemed, plus accrued interest thereon to the date fixed for redemption, are held by the Bond Registrar in trust for the registered owners of Bonds or portions thereof to be redeemed, interest on the Bonds or portions thereof called for redemption shall cease to accrue, such Bonds or portions thereof shall cease to be entitled to any benefits or security under this resolution or to be deemed outstanding, and the registered owners of such Bonds or portions thereof shall have no rights in respect thereof except to receive payment of the redemption price thereof, plus accrued interest to the date of redemption.

If a portion of a Bond shall be selected for redemption, the registered owner thereof or his or her attorney or legal representative shall present and surrender such Bond to the Bond Registrar for payment of the principal amount thereof so called for redemption and the redemption premium, if any, on such principal amount, and the Bond Registrar shall authenticate and deliver to or upon the order of such registered owner or his or her legal representative, without charge therefor, for the unredeemed portion of the principal amount of the Bond so surrendered, a Bond of the same maturity and bearing interest at the same rate.

Section 5. The Bond Registrar shall keep at his or her office the books of the District for the registration of transfer of the Bonds. The transfer of any Bond may be registered only upon such books and as otherwise provided in this resolution upon the surrender hereof to the Bond Registrar, together with an assignment duly executed by the registered owner thereof or his attorney or legal representative in such form as shall be satisfactory to the Bond Registrar. Upon any such registration of transfer, the Bond Registrar shall deliver in exchange for such Bond a new Bond registered in the name of the transferee in an aggregate principal amount equal to the principal amount of such Bond, of the same maturity and bearing interest at the same rate.

In all cases in which the transfer of the Bonds shall be registered hereunder, the Bond Registrar shall authenticate and deliver at the earliest practicable time a new Bond in accordance with the provisions of this resolution. Any Bond surrendered in any such registration of transfer shall forthwith be canceled by the Bond Registrar. The District or the Bond Registrar may make a charge for shipping and out-of-pocket costs for every such registration of transfer of the Bonds sufficient to reimburse it for any tax or other governmental charge required to be paid with respect to such registration of transfer, but no other charge shall be made by the District or the Bond Registrar for registering the transfer of the Bonds under this resolution.

The person or entity in whose name the Bonds shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of or on account of the principal or interest on the Bonds shall be made only to or upon the order of the registered owner thereof or his legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon the Bonds and interest thereon, to the extent of the sum or sums so paid.

The District shall appoint such registrars, transfer agents, depositaries or other agents as may be necessary for the registration and registration of transfer of the Bonds within a reasonable time according to then current commercial standards and for the timely payment of principal and interest with respect to the Bonds. The Finance Officer of the District, or any person at any time acting in such capacity, is hereby appointed the registrar, transfer agent and paying agent for the Bonds (collectively the "Bond Registrar"), subject to the right of the Board for the County, in its capacity as governing body of the District, to appoint another Bond Registrar, and as such shall keep at his or her office in the District, the books of the District for the registration, registration of transfer and payment of the Bonds as provided in this resolution.

Section 6. The District covenants that, to the extent permitted by the Constitution and laws of the State of North Carolina, it will comply with the requirements of the Internal Revenue Code of 1986, as amended or as may be amended from time to time, and any Treasury regulations now or hereafter promulgated thereunder, to the extent necessary so that interest on the Bonds will not be included in gross income of the owner thereof for purposes of federal income taxation.

Section 7. The Commission is hereby requested to sell and award the Bonds to the County at a purchase price determined by the Commission, subject to approval by the District, subject to the sale and issuance by the County of the County Bonds. The Chair and the Finance Officer of the District are each hereby authorized to approve the sale of the Bonds to the County and to approve the purchase price and interest rates on the Bonds and such other terms and provisions of the Bonds as they deem necessary and appropriate to effect the refunding transaction set forth in this resolution, subject to the provisions of this resolution.

Section 8. Subject to the next succeeding sentence, the District hereby determines to refund all or the outstanding 2011 Bonds. If, on the date of sale of the County Bonds, the Finance Officer of the District shall determine that it is in the best economic interests of the District not to refund all or any portion of the 2011 Bonds, the Finance Officer of the District is hereby authorized to make changes in the amounts and maturities of such 2011 Bonds to be refunded.

Section 9. The Chair or Vice Chair, the Finance Officer and the Clerk or any deputy or assistant Clerk to the District are hereby authorized and directed to execute and deliver such closing and other documents necessary for the purpose of facilitating the sale and issuance of the Bonds in a manner consistent with the terms of this resolution, including, without limitation, all actions and documents necessary to achieve the refunding of the 2011 Bonds. All actions heretofore taken by the Chair, the Finance Officer and the Clerk to the District for the purpose of facilitating the sale and issuance of the Bonds or the refunding of the 2011 Bonds in a manner consistent with the terms of this resolution are hereby authorized, ratified and approved.

Section 10. This resolution shall take effect upon its passage, except for Section 8 of this resolution which shall become effective only upon the issuance of the Bonds.

Upon motion of Commissioner Ritter, seconded by Commissioner Graham, the foregoing resolution entitled "RESOLUTION PROVIDING FOR THE SALE AND ISSUANCE OF NOT TO EXCEED $3,100,000 GENERAL OBLIGATION REFUNDING BONDS, SERIES 2021" was adopted by the following vote:

Ayes: 4

Noes: 0

* * * * * *

I, Laura M. Williams, Clerk to the Board of Commissioners for the County of Moore, North Carolina, in its capacity as the governing body of East Moore Water District, DO HEREBY CERTIFY that the foregoing is a true copy of so much of the proceedings of said Board for said District at a special meeting held on May 18, 2021, as relates in any way to the adoption of the foregoing resolution and that said proceedings are recorded in the minutes of said District.

I DO HEREBY FURTHER CERTIFY that proper notice of such meeting was given as required by North Carolina law.

WITNESS my hand this 18th day of May, 2021.

COUNTY OF MOORE CORPORATE SEAL NORTH CAROLINA

Laura M. Williams

Clerk to the Board