

TOWN OF LITTLE ELM, TEXAS

RESOLUTION NO. 0905202301

A RESOLUTION providing for the defeasance and redemption of a portion of the outstanding "Town of Little Elm, Texas Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2013A" approving and authorizing the deposit of funds in an amount sufficient to defease such obligations; and resolving other matters incident and related thereto; and providing an effective date.

WHEREAS, pursuant to an ordinance passed and adopted by the Town Council (the "Town Council") of the Town of Little Elm, Texas (the "Town") on November 5, 2013, (the "Ordinance"), the Town has heretofore issued and there is currently outstanding certain obligations more particularly described as follows: "Town of Little Elm, Texas Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2013A" dated November 1, 2013, in the original principal amount of \$3,000,000 (the "Obligations"); and

WHEREAS, the Obligations are currently outstanding in the principal amount of \$1,765,000 and mature on August 1, 2025, August 1, 2027, August 1, 2029, August 1, 2031 and August 1, 2033; and

WHEREAS, the Obligations maturing on and after August 1, 2025 are subject to optional redemption on August 1, 2023, or any date thereafter identified by the Town (the "Redemption Date"); and

WHEREAS, in accordance with the provisions of Texas Government Code, Chapter 1207, as amended, and the provisions of the Ordinance, the Town is authorized and empowered to deposit funds directly with the place of payment for the Obligations, or other authorized depository, and enter into an escrow or similar agreement for the safekeeping, investment, reinvestment, administration, and disbursement of such deposit of funds, and such deposit, when made in accordance with said statute, shall constitute the making of firm banking and financial arrangements for the discharge and full payment of the Obligations; and

WHEREAS, the Town Council hereby finds and determines that the payment, defeasance, and the redemption of the Obligations should be authorized and approved; and

WHEREAS, the Town Council further finds and determines that the Obligations should be redeemed prior to maturity on the date and in the manner hereinafter provided and in accordance with the requirements prescribed therefor and notice of redemption of such Obligations should be approved and authorized to be given at this time by the Town Council.

BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF LITTLE ELM, TEXAS:

SECTION 1: A portion of the Obligations in an amount not less than \$900,000 (but to include such additional amounts due to availability of funds, as hereinafter described), eligible to be redeemed on the Redemption Date (the "Redeemed Obligations"), is hereby called for redemption and shall be redeemed on the Redemption Date. The Town Council hereby authorizes and directs the Mayor, Mayor Pro Tem, Town Manager, or Finance Director to determine the Redemption Date and the principal amount of Redeemed Obligations to be redeemed on the Redemption Date; provided, however, that in no case shall the principal amount

of Redeemed Obligations be less than \$900,000. The direction to redeem the Redeemed Obligations is irrevocable upon adoption of this Resolution (the "Redemption Resolution"). A notice of redemption for the Redeemed Obligations shall be prepared and delivered to the registered owners of the Redeemed Obligations as required by the Ordinance. As directed by the Mayor, Mayor Pro Tem, Town Manager, or Finance Director, the Town shall transfer on or before the Redemption Date its lawfully available funds to The Bank of New York Mellon Trust Company, N.A., the paying agent/registrar for the Obligations, to effectuate the redemption of the Redeemed Obligations. Alternatively, the Town may transfer its lawfully available funds to an escrow agent in an amount sufficient (when combined with investment earnings on such initial deposit) to pay all costs of interest due and owing on the Redeemed Obligations from the time of such deposit to the Redemption Date, plus the principal amount of such Redeemed Obligations due and owing at such time of redemption. Upon the making of such deposit, the Redeemed Obligations will be determined to have been defeased and, as a result, discharged and no longer considered outstanding as an obligation of the Town in accordance with applicable Texas law except for the purpose of receiving payment when due thereon.

SECTION 2 The Mayor, Mayor Pro Tem, Town Manager, or Finance Director are authorized and instructed to give notice of redemption described herein to the paying agent/registrar for the Redeemed Obligations, called for early redemption, for further delivery thereby to the holders of such Redeemed Obligations, as provided in the Ordinance. The Town Secretary is hereby authorized and directed to file a copy of this Redemption Resolution, together with a suggested form of notice of redemption to be sent to holders of the Redeemed Obligations, with The Bank of New York Mellon Trust Company, N.A., the paying agent/registrar for the Redeemed Obligations, in accordance with the redemption provisions applicable to such Obligations.

SECTION 3: The Mayor, Mayor Pro Tem, Town Manager, or Finance Director are hereby authorized and directed to make all arrangements necessary to notify the holders of such Redeemed Obligations of the Town's decision to redeem such Obligations on the date and in the manner herein provided and in accordance with the Ordinance.

SECTION 4: It is officially found, determined, and declared that the meeting at which this Resolution is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this Resolution, was given, all as required by Texas Government Code, Chapter 551, as amended.

SECTION 5: This Resolution shall be in force and effect from and after its passage on the date shown below.

[remainder of page intentionally left blank]

PASSED AND ADOPTED, this September 5, 2023.

TOWN OF LITTLE ELM, TEXAS

Mayor

ATTEST:

Town Secretary

APPROVED AS TO FORM:

Town Attorney