

RESOLUTION NO. 2025-002

RESOLUTION OF THE BOARD OF DIRECTORS OF THE CORONA UTILITY AUTHORITY OF THE CITY OF CORONA, CALIFORNIA AUTHORIZING THE ISSUANCE OF ITS WASTEWATER REVENUE BONDS IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$36,000,000 IN CONNECTION WITH THE FINANCING AND REFINANCING OF CERTAIN IMPROVEMENTS TO THE WASTEWATER SYSTEM OF THE CORONA UTILITY AUTHORITY, AUTHORIZING AND DIRECTING EXECUTION OF AN INDENTURE OF TRUST, AUTHORIZING THE SALE OF THE BONDS, APPROVING A PURCHASE CONTRACT AND AN OFFICIAL STATEMENT AND AUTHORIZING OFFICIAL ACTIONS AND EXECUTION OF RELATED DOCUMENTS

WHEREAS, the Corona Utility Authority (the “Authority”) has been formed pursuant to a Joint Exercise of Powers Agreement by and among the City of Corona (the “City”) and the Redevelopment Agency of the City of Corona, as amended and restated by that certain Amended and Restated Joint Exercise of Powers Agreement, by and among the City, the Successor Agency to the Redevelopment Agency of the City of Corona and the Housing Authority of the City of Corona, and is authorized under said Agreement and under the laws of the State of California to finance the acquisition and construction of public capital improvements for the City; and

WHEREAS, under Article 4 (commencing with Section 6584) of Chapter 5 of Division 7 of Title 1 of the California Government Code (the “Act”) the Authority is authorized to borrow money for the purpose of financing the acquisition of bonds, notes and other obligations, and to provide financing and refinancing for public capital improvements of the wastewater enterprise; and

WHEREAS, the Authority wishes to issue its bonds for the purpose of financing certain improvements of benefit to the wastewater enterprise (the “2025 Project”); and

WHEREAS, the Authority has previously issued its 2013 Wastewater Revenue Bonds (Wastewater Projects) (the “2013 Bonds”) and, based on current market interest rates, may be refinanced to achieve savings for the benefit of the wastewater enterprise; and

WHEREAS, to provide such financing for the 2025 Project and to refinance the 2013 Bonds, the Authority proposes to issue its revenue bonds in an aggregate principal amount of not to exceed \$36,000,000 (the “Bonds”) all pursuant to and secured by that certain Indenture of Trust (the “Indenture”), by and between the Authority and The Bank of New York Mellon Trust Company, N.A. (the “Trustee”) and under the provisions of the Act, which are proposed to be payable from the net revenues to be derived by the Authority; and

WHEREAS, the proceeds of the Bonds deposited in the Project Fund to be established pursuant to the Indenture which is hereinafter approved, will be applied by the Authority for the

acquisition, construction and installation of the 2025 Project pursuant to an Agency Agreement between the Authority and the City; and

WHEREAS, Stifel, Nicolaus & Company, Incorporated (the “Underwriter”) has proposed to purchase and underwrite the Bonds and has presented to the Authority a form of Purchase Contract for the Bonds (the “Purchase Contract”), to be entered into between the Authority and the Underwriter; and

WHEREAS, the Authority has been presented with a proposed form of Official Statement describing the Bonds, to be used in connection with the marketing thereof by the Underwriter; and

WHEREAS, Section 5852.1 of the Government Code of the State of California (“Section 5852.1”) provides that the Authority shall obtain from an underwriter, financial advisor, or private lender and disclose, in a meeting open to the public prior to authorization of the issuance of the Bonds, good faith estimates of (a) the true interest cost of the Bonds, (b) the finance charge of the Bonds, meaning the sum of all fees and charges paid to third parties, (c) the amount of proceeds of the Bonds received less the finance charge described above and any reserves or capitalized interest paid or funded with proceeds of the Bonds, and (d) the sum total of all debt service payments on the Bonds calculated to the final maturity of the Bonds plus the fees and charges paid to third parties not paid with the proceeds of the Bonds; and

WHEREAS, in accordance with Section 5852.1, the Authority has obtained such good faith estimates from CSG Advisors Incorporated, the Authority’s municipal advisor (the “Municipal Advisor”), and such estimates are disclosed in Exhibit A attached hereto; and

WHEREAS, the Board of the Authority (the “Board”) has duly considered such transactions and has determined that it approves said transactions in the public interests of the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Board of the Corona Utility Authority as follows:

Section 1. Findings and Determinations. Pursuant to the Act, the Board hereby finds and determines that the issuance of the Bonds will result in savings in effective interest rates, bond underwriting costs and bond issuance costs and thereby results in significant public benefits within the contemplation of Section 6586 of the Act.

Section 2. Issuance of Bonds. The Board hereby authorizes the issuance of the Bonds under and pursuant to the Act, in the maximum aggregate principal amount not to exceed \$36,000,000.

Section 3. Approval of Financing Documents. The Board hereby approves each of the following documents in substantially the respective forms on file with the Secretary, together with such additions thereto and changes therein as the Authority’s Bond Counsel (“Bond Counsel”) shall deem necessary, desirable or appropriate, the execution of which by the President, the Vice President, the Executive Director, or the Treasurer shall be conclusive evidence of the approval of any such additions and changes:

- (1) the Indenture of Trust relating to the issuance of the Bonds and to the Project, by and between the Trustee and the Authority;
- (2) the Purchase Contract by and between the Authority and the Underwriter providing for the sale of the Bonds;
- (3) an Escrow Deposit and Trust Agreement, by and between the Authority and The Bank of New York Mellon Trust Company, N.A., as Escrow Bank; and
- (4) the Agency Agreement by and between the City and the Authority.

The President, Vice President, the Executive Director or the Treasurer (each an “Authorized Officer”) are hereby each, acting alone, authorized and directed to execute the final form of each of the foregoing documents and agreements for and in the name and on behalf of the Authority, and the Secretary is hereby authorized and directed to attest to the final form of each of the Indenture, Escrow Deposit and Trust Agreement and Agency Agreement. The Board hereby authorizes the delivery and performance of each of the foregoing documents and agreements.

Section 4. Sale of Bonds. The Board hereby approves the sale of the Bonds by the Authority by negotiation with the Underwriter, pursuant to the Purchase Contract in substantially the form on file with the Secretary, together with such additions thereto and changes therein as Bond Counsel shall deem necessary, desirable or appropriate, the execution of which by the an Authorized Officer shall be conclusive evidence of the approval of any such additions and changes. The Authorized Officers are each, acting alone, hereby authorized and directed to execute the final form of the Purchase Contract for and in the name and on behalf of the Authority upon the submission of an offer by the Underwriter to purchase the Bonds, which offer is acceptable to the Authorized Officer and consistent with the requirements of this Resolution. The amount of Underwriter’s discount for the Bonds shall be not more than 0.50% of the aggregate principal amount thereof and the true interest cost to be represented by the Bonds (taking into account any original issue discount on the sale thereof) shall not exceed six percent (6.00%). The 2013 Bonds shall only be refinanced to the extent such issue has a net present value savings of \$100,000 or more, taking into account all costs of issuing the Bonds allocable on a pro rata basis relative to the par amount of the Bonds to fund the 2025 Project and the refinancing of the 2013 Bonds, respectively.

Section 5. Official Statement; Continuing Disclosure. The Board hereby approves the preparation of, and hereby authorizes the Executive Director or the Treasurer to deem final within the meaning of Rule 15c2-12 of the Securities and Exchange Commission except for permitted omissions, a preliminary form of Official Statement of the Bonds. Distribution of such preliminary Official Statement by the Underwriter is hereby approved. The Executive Director or the Treasurer are each, acting alone, hereby authorized to execute the final Official Statement in the name and on behalf of the Authority, including any modifications resulting from additions thereto and changes therein as Bond Counsel shall deem necessary, desirable or appropriate, with the execution of the final Official Statement by the Executive Director or Treasurer to be conclusive evidence of the approval of any such additions and changes. The Board hereby authorizes the distribution of the final Official Statement by the Underwriter. The Executive Director or the Treasurer are each, acting alone, further authorized to sign on behalf of the

Authority a continuing disclosure certificate or agreement with respect to the financing, in such form as may be approved by Bond Counsel.

Section 6. Bond Counsel and Disclosure Counsel. The law firm of Best Best & Krieger LLP is hereby appointed as Bond Counsel and the law firm of Stradling Yocca Carlson & Rauth is hereby appointed as Disclosure Counsel.

Section 7. Official Actions. The Authorized Officers, the Secretary and any and all other officers of the Authority are hereby authorized and directed, for and in the name and on behalf of the Authority, to do any and all things and take any and all actions, including obtaining a rating on the Bonds and the provision of bond insurance, and including execution and delivery of any and all assignments, certificates, requisitions, agreements, notices, consents, instruments of conveyance, warrants and other documents, which they, or any of them, may deem necessary or advisable in connection with the issuance and sale of the Bonds and the proper title to the 2025 Project.

Section 8. Electronic Signatures. The Authorized Officers are hereby authorized to execute and deliver all agreements, documents, certificates and instruments authorized by this Resolution with (a) electronic signatures using DocuSign, as the same may be permitted under the California Uniform Electronic Transactions Act, and (b) digital signatures using DocuSign, as the same may be permitted under Section 16.5 of the California Government Code.

Section 9. Effective Date. This Resolution shall take effect from and after the date of its passage and adoption.

PASSED, APPROVED AND ADOPTED this 17th day of September, 2025 by the following vote:

AYES: _____

NOES: _____

ABSENT: _____

ABSTAIN: _____

President

ATTEST:

Secretary of the Authority

EXHIBIT A

GOOD FAITH ESTIMATES

The good faith estimates set forth herein are provided with respect to the Bonds in accordance with California Government Code Section 5852.1. Such good faith estimates have been provided to the Authority by the Municipal Advisor in consultation with the Underwriter.

Principal Amount. The Municipal Advisor has informed the Authority that, based on the financing plan (which includes the refinancing of the 2013 Bonds) and current market conditions, its good faith estimate of the aggregate principal amount of the Bonds to be sold is \$32,310,000 (the “Estimated Principal Amount”), which excludes approximately \$1,858,000 of net premium estimated to be generated based on current market conditions, and therefore results in a total of \$34,168,000 of gross proceeds of the Bonds. Net premium is generated when, on a net aggregate basis for a single issuance of bonds, the price paid for such bonds is higher than the face value of the bonds.

True Interest Cost of the Bonds. The Municipal Advisor has informed the Authority that, assuming that the Estimated Principal Amount of the Bonds is sold, and based on market interest rates prevailing at the time of preparation of such estimate, its good faith estimate of the true interest cost of the Bonds, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for the Bonds, is 2.57% allocable to refinancing of the 2013 Bonds, and 4.60% allocable to financing the 2025 Project, and 4.51% on an aggregate weighted average basis.

Finance Charge of the Bonds. The Municipal Advisor has informed the Authority that, assuming that the Estimated Principal Amount of the Bonds is sold, and based on market interest rates prevailing at the time of preparation of such estimate, its good faith estimate of the finance charge for the Bonds, which means the sum of all fees and charges paid to third parties (or costs associated with the Bonds), is \$412,000 on an aggregate funding basis.

Amount of Proceeds to be Received. The Municipal Advisor has informed the Authority that, assuming that the Estimated Principal Amount of the Bonds is sold, and based on market interest rates prevailing at the time of preparation of such estimate, its good faith estimate of the amount of proceeds expected to be received by the Authority for the sale of the Bonds, less the finance charge of the Bonds, as estimated above, and any reserve fund paid or funded with proceeds of the Bonds, is \$5,395,000 allocable to refinancing of the 2013 Bonds, and \$28,362,000 allocable to financing the 2025 Project.

Total Payment Amount. The Municipal Advisor has informed the Authority that, assuming that the Estimated Principal Amount of the Bonds is sold, and based on market interest rates prevailing at the time of preparation of such estimate, its good faith estimate of the total payment amount, which means the sum total of all payments the Authority will make to pay debt service on the Bonds, plus the finance charge for the Bonds, as described above, not paid with the proceeds of the Bonds, calculated to the final maturity of the Bonds, is \$59,068,000 on an aggregate basis.

The foregoing estimates constitute good faith estimates only. The actual principal amount of the Bonds issued and sold, the true interest cost thereof, the finance charges thereof, the amount

of proceeds received therefrom and total payment amount with respect thereto may differ from such good faith estimates due to (a) the actual date of the sale of the Bonds being different than the date assumed for purposes of such estimates, (b) the actual principal amount of Bonds sold being different from the Estimated Principal Amount, (c) the actual amortization of the Bonds being different than the amortization assumed for purposes of such estimates, (d) the actual market interest rates at the time of sale of the Bonds being different than those estimated for purposes of such estimates, (e) other market conditions, or (f) alterations in the financing plan or finance charges, or a combination of such factors. The actual date of sale of the Bonds and the actual principal amount of Bonds sold will be determined by the Authority based on the timing of the need for proceeds of the Bonds and other factors. The actual interest rates borne by the Bonds will depend on market interest rates at the time of sale thereof. The actual amortization of the Bonds will also depend, in part, on market interest rates at the time of sale thereof. Market interest rates are affected by economic and other factors beyond the control of the Authority.

CERTIFICATION

I, **SYLVIA EDWARDS**, Secretary of the Corona Utility Authority of the City of Corona, California, do hereby certify that the foregoing Resolution was regularly passed and adopted by the Corona Utility Authority of the City of Corona, California at a regular meeting thereof held on the 17th day of September, 2025, by the following vote of the Corona Utility Authority:

AYES:

NOES:

ABSENT:

ABSTAINED:

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Corona Utility Authority this ____ day of _____, 2025.

Secretary of the Corona Utility Authority
of the City of Corona, California

(SEAL)