

**KAREGNONDI WATER AUTHORITY
ACTING IN GENESEE COUNTY, MICHIGAN**

RESOLUTION NO. 2017-08

**A RESOLUTION AUTHORIZING THE KWA
CEO TO EXECUTE AGREEMENTS**

At a meeting of the Karegnondi Water Authority Board, acting in Genesee County, Michigan, held on July 26, 2017, at 2:00 p.m., local time.

PRESENT: Karen Weaver, Eric Mays, Joseph Suma, Laura Sullivan, Ted Henry, Larry Green, Richard Hammel, Micki Hoffman, Martin Cousineau, Greg Alexander

ABSENT: Dale Kerbyson, Sheldon Neeley, Thomas Svrcek, Marsha Binelli, Paula Zelenko

The following preamble and resolution were offered by Martin Cousineau and seconded by Ted Henry:

PREAMBLE

WHEREAS, THE City of Flint is currently not taking water from KWA; and,

WHEREAS, the Great Lakes Water Authority (GLWA) has requested back-up service from GCDC; and,

WHEREAS, THE City of Flint and GLWA may enter into a 30-year Water Supply Agreement; and,

WHEREAS, the 30-year Water Supply Agreement includes payment protocols for Flint, which include provisions for making payment of the KWA bonded indebtedness more secure; and,

NOW, THEREFORE, BE IT RESOLVED THAT:

The CEO and General Counsel are authorized to execute the Master Agreement, which provides third party beneficiary rights to KWA in the Water Service Contract between the Great Lakes Water Authority and the City of Flint; the Reciprocal Backup Water Service Contract between the Great Lakes Water Authority and the Genesee County Drain Commission; the Baseline and All Receipts Trust Agreement; and the DEQ/GCDC Grant Agreement. These agreements are respectively Exhibits A, B, D, and E to the Master Agreement; and,

BE IT FURTHER RESOLVED THAT:

The CEO and General Counsel are authorized to execute the Three Party Agreement between KWA, GLWA, and the City of Flint, which authorizes Flint's delivery rights to 17.46 units of water to GLWA ("Exhibit C to the Master Agreement"); and,

BE IT FURTHER RESOLVED THAT:

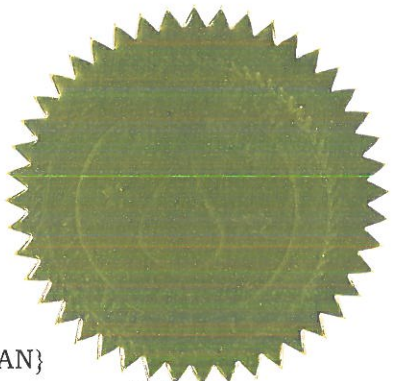
The Chief Executive Officer and General Counsel appointed to represent the KWA may modify the agreements, as long as the intent of the first agreement adopted is not modified to diminish the authority of the KWA Board or its ability to accomplish the main purpose of the first agreement.

Roll Call Vote:

Yeas – Karen Weaver, Ted Henry, Larry Green, Richard Hammel, Micki Hoffman, Martin Cousineau, Greg Alexander

Nays – Eric Mays, Joseph Suma, Laura Sullivan

RESOLUTION 2017-08 DECLARED ADOPTED.



[Handwritten signature of Greg Alexander]

Greg Alexander, Chairman
Karegnondi Water Authority

[Handwritten signature of Janis M. Wells]

Janis M. Wells, Deputy Secretary
Karegnondi Water Authority

STATE OF MICHIGAN}
 } ss
COUNTY OF GENESEE }

I, Janis M. Wells, Deputy Secretary of the Karegnondi Water Authority Board, do hereby certify the foregoing is a true and complete copy of Resolution 2017-08 adopted by the Karegnondi Water Authority Board, acting in Genesee County, at a meeting held on July 26, 2017, and that public notice of said meeting was given pursuant to Act 267 of the Michigan Public Acts of 1976, as amended, including in the case of a special or rescheduled meeting, notice by publication or posting at least eighteen (18) hours prior to the time set for the meeting.

IN WITNESS WHEREOF, I have affixed my official signature on the 8th day of August, 2017.

[Handwritten signature of Janis M. Wells]

Janis M. Wells, Deputy Secretary
Karegnondi Water Authority