



# The City of Morgantown

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[www.morgantownwv.gov](http://www.morgantownwv.gov)

Office of the City Clerk

## AGENDA MORGANTOWN CITY COUNCIL REGULAR MEETING

September 1, 2020  
7:00 p.m.

To protect public health during the COVID-19 pandemic, personal attendance at the meeting will not be permitted. When it is time, the public may participate in the public portion by videoconference at the following link: <https://cityofmorgantown.my.webex.com/meet/cityofmorgantown> with meeting number (access code) 793 734 477, or by calling in at the following number 408-418-9388 and using the access code 793 734 477. All members of the public may view the meeting on Channel 15 and by streaming hosted on the City's website at [www.morgantownwv.gov](http://www.morgantownwv.gov). If you do not wish to speak at the meeting, please view it by these methods to conserve capacity on the videoconference. Any person who wishes to speak at the meeting must complete the form at <http://morgantownwv.gov/FormCenter/Public-Comment-Sign-Up-Sheet-14/Public-Comment-Morgantown-City-Council-M-93> or provide their name, phone number they will use to participate, and the topic on which they would like to speak by texting 304-288-0847 or texting 304-288-7072. Individuals may sign up to speak at any time until the meeting begins. The public may submit written comments concerning items on the agenda or other topics they wish to speak on by sending an email to the City Clerk at [cwade@morgantownwv.gov](mailto:cwade@morgantownwv.gov). Individuals have until 30 minutes prior to the start of the meeting to submit written comments. Written comments will be shared with City Council via email as they are received. Written comments will not be read aloud during the public portion, however, Council members may choose to speak about comments received during the Correspondence portion of the meeting.

1. **CALL TO ORDER:**
2. **ROLL CALL:**
3. **PLEDGE:**
4. **APPROVAL OF MINUTES:** August 18, 2020, Special Meeting minutes; August 18, 2020, Regular Meeting minutes; August 25, 2020, Special Meeting minutes; August 25, 2020, Committee of the Whole Meeting minutes.
5. **CORRESPONDENCE:**
6. **PUBLIC HEARINGS:**
  - A. **A BOND ORDINANCE OF CITY COUNCIL WHICH WOULD (I) AUTHORIZE THE REFUNDING OF THE CITY OF MORGANTOWN COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2010 A (DIRECT PAYMENT BUILD AMERICA BONDS) (THE "SERIES 2010 A BONDS"), AND (II) AUTHORIZE THE ISSUANCE BY THE CITY OF NOT MORE THAN \$40,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF COMBINED UTILITY SYSTEM REFUNDING REVENUE BONDS, SERIES 2020 A (TAX EXEMPT) (THE "SERIES 2020 A BONDS") FOR THE PURPOSE OF REFUNDING THE SERIES 2010 A BONDS AND OTHER MATTERS RELATED THERETO**

**7. UNFINISHED BUSINESS:**

- A. Consideration of **APPROVAL** of (**THIRD READING**) of **A BOND ORDINANCE OF CITY COUNCIL WHICH WOULD (I) AUTHORIZE THE REFUNDING OF THE CITY OF MORGANTOWN COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2010 A (DIRECT PAYMENT BUILD AMERICA BONDS) (THE “SERIES 2010 A BONDS”), AND (II) AUTHORIZE THE ISSUANCE BY THE CITY OF NOT MORE THAN \$40,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF COMBINED UTILITY SYSTEM REFUNDING REVENUE BONDS, SERIES 2020 A (TAX EXEMPT) (THE “SERIES 2020 A BONDS”) FOR THE PURPOSE OF REFUNDING THE SERIES 2010 A BONDS AND OTHER MATTERS RELATED THERETO** (*First Reading August 4, 2020, Second Reading August 18, 2020*).

**B. BOARDS & COMMISSIONS:**

**8. PUBLIC PORTION WHICH SHALL BE SUBJECT TO RULES ESTABLISHED BY COUNCIL AND ADOPTED BY RESOLUTION:**

**9. SPECIAL COMMITTEE REPORTS:**

- A. **COMMUNITY POLICING & CITIZENS REVIEW BOARD – Councilor Cruze, Chair; Deputy Mayor Fetty, Vice-Chair**

**10. CONSENT AGENDA: *Reminder: Matters on the Consent Agenda are voted on collectively without any debate. If any member objects, an item is removed and considered under New Business.***

- A. **AN ORDINANCE ANNEXING PROPERTY OF THE MONONGALIA COUNTY BOARD OF EDUCATION IN MORGAN DISTRICT INTO THE CORPORATE BOUNDARIES OF THE CITY OF MORGANTOWN**
- B. **AN ORDINANCE ANNEXING PROPERTY OF MORGANTOWN COMMUNITY RESOURCES, INC. IN CLINTON DISTRICT INTO THE CORPORATE BOUDARIES OF THE CITY OF MORGANTOWN**
- C. **AN ORDINANCE PROVIDING FOR AN ELECTION TO CONSIDER AMENDMENT OF THE CITY CHARTER ESTABLISHING THE COMPOSITION, ELIGIBILITY, ELECTION, AND TERMS OF CITY COUNCIL MEMBERS AND FOR THEIR NOMINATION AND ELECTION**
- D. **A RESOLUTION SUPPORTING THE CITY OF MORGANTOWN BECOMING A CERTIFIED ARTS COMMUNITY**

**11. NEW BUSINESS:**

- A. Consideration of **APPROVAL** of (**FIRST READING**) of **AN ORDINANCE AMENDING THE FY 2020-2021 ANNUAL BUDGET OF THE CITY OF MORGANTOWN AS SHOWN IN THE REVISED BUDGET ATTACHED HERETO AND MADE A PART OF THIS ORDINANCE AS THE SAME APPLIES TO THE GENERAL FUND**

- B. Consideration of **APPROVAL of A RESOLUTION AFFIRMING AND STRENGTHENING COMMUNITY POLICING**
- C. Consideration of **APPROVAL of A RESOLUTION AUTHORIZING CITY MANAGER TO SUBMIT A GRANT APPLICATION TO THE WEST VIRGINIA DEPARTMENT OF TRANSPORTATION DIVISION OF HIGHWAYS TRANSPORTATION ALTERNATIVES PROGRAM FOR GRANT FUNDING FOR THE PLEASANT STREET STREETScape PROJECT**
- D. Consideration of **APPROVAL of A RESOLUTION AUTHORIZING CITY MANAGER TO SUBMIT A GRANT APPLICATION TO THE WEST VIRGINIA DEPARTMENT OF TRANSPORTATION DIVISION OF HIGHWAYS TRANSPORTATION ALTERNATIVES PROGRAM FOR GRANT FUNDING FOR THE MORGANTOWN MUNICIPAL AIRPORT STREETScape PROJECT**
- E. Consideration of **APPROVAL of A RESOLUTION AUTHORIZING CITY MANAGER TO SUBMIT A GRANT APPLICATION TO THE WEST VIRGINIA DEPARTMENT OF TRANSPORTATION DIVISION OF HIGHWAYS TRANSPORTATION ALTERNATIVES PROGRAM FOR GRANT FUNDING FOR THE WHITE PARK-CAPERTON TRAIL CONNECTOR PROJECT**
- F. Consideration of **EMERGENCY ORDINANCE 2020-5 REGARDING PUBLIC HEALTH MEASURES IN RESPONSE TO COVID-19 PANDEMIC**

**12. CITY MANAGER’S REPORT:**

**Information:**

- A. **June 2020 General Fund Detailed Budget Report**
- B. **2020-2022 Strategic Plan**

**New Business:**

- A. **Letter of Support for WV DOH Van Voorhis Construction Project**
- B. **Police and Fire Pension Annual Reports**

**13. REPORT FROM CITY CLERK:**

**14. REPORT FROM CITY ATTORNEY:**

**15. REPORT FROM COUNCIL MEMBERS:**

**16. EXECUTIVE SESSION:**

- A. Pursuant to West Virginia Code Section 6-9A-4 (2) (B) (12) to discuss potential or pending litigation

**17. ADJOURNMENT:**

**\*For accommodations, please contact us at 304-288-7072.**

# City of Morgantown

## SPECIAL MEETING August 18, 2020

The Special Meeting of the Common Council of the City of Morgantown was held via Webex on Tuesday, August 18, 2020, at 6:01 p.m.

**To protect public health during the COVID-19 pandemic, personal attendance at the meeting was not be permitted. When it was time, the public participated by videoconference at the following link: <https://cityofmorgantown.my.webex.com/meet/cityofmorgantown> with meeting number (access code) 793 734 477, or by calling in at the following number 408-418-9388 and using the access code 793 734 477.**

**PRESENT:** Via Webex Mayor Ron Dulaney, Deputy Mayor Rachel Fetty, and Council Members Bill Kawecki, Zack Cruze, Jenny Selin, Dave Harshbarger, and Barry Wendell.

The meeting was called to order by Mayor Dulaney.

**EXECUTIVE SESSION:** Pursuant to West Virginia Code Section 6-9a-4(b)(2)(a) to discuss personnel matters in considering new appointments for Boards and Commissions. Motion by Councilor Cruze, second by Councilor Harshbarger, to go into executive session. Motion carried by acclamation. Present: City Council. Time: 6:02 p.m.

### **Museum Commission - Urban Landscape Commission**

6:00 p.m. – Charlie Byrer – Museum Commission

6:20 p.m. – Kara Hurst – Urban Landscape Commission

### **ADJOURNMENT:**

There being no further business, motion by Councilor Selin, second by Councilor Wendell, to adjourn the meeting. Time: 6:50 p.m.

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City Clerk

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Mayor

# City of Morgantown

## SPECIAL MEETING August 25, 2020

The Special Meeting of the Common Council of the City of Morgantown was held via Webex on Tuesday, August 25, 2020, at 5:45 p.m.

**To protect public health during the COVID-19 pandemic, personal attendance at the meeting was not be permitted. When it was time, the public participated by videoconference at the following link: <https://cityofmorgantown.my.webex.com/meet/cityofmorgantown> with meeting number (access code) 793 734 477, or by calling in at the following number 408-418-9388 and using the access code 793 734 477.**

**PRESENT:** Via Webex Mayor Ron Dulaney, Deputy Mayor Rachel Fetty, and Council Members Bill Kawecki, Dave Harshbarger, and Barry Wendell. Zack Cruze and Jenny Selin were absent.

The meeting was called to order by Mayor Dulaney.

**EXECUTIVE SESSION:** Pursuant to West Virginia Code Section 6-9a-4(b)(2)(a) to discuss personnel matters in considering new appointments for Boards and Commissions. Motion by Councilor Kawecki, second by Councilor Harshbarger, to go into executive session. Motion carried by acclamation. Present: City Council. Time: 5:47 p.m.

### **Fairmont-Morgantown Housing Authority – Morgantown Housing Advisory**

5:40 p.m. – Brian McAllister – Fairmont-Morgantown Housing Authority

6:00 p.m. – Brian Walker – Morgantown Housing Advisory

**EXECUTIVE SESSION:** Pursuant to West Virginia Code Section 6-9a-4(b)(9) to discuss acquisition or development of real property in the Wharf District. \*(It is anticipated that Council may conduct part of all this matter in executive session)

### **NEW BUSINESS:**

#### **A. Matters relating to the acquisition or development of real property in the Wharf District**

Motion by Councilor Kawecki, second by Councilor Harshbarger, to go into regular session. Motion carried by acclamation. Present: City Manager, City Attorney, City Council. Time: 7:07 p.m.

### **REGULAR SESSION:**

The Special Meeting continued in regular session to move forward and make the decision on acquisition and development of real property in the Wharf District. Motion by Councilor Kawecki, second by Councilor Wendell, to approve the acquisition of the property in the 3<sup>rd</sup> Ward District, Map 28A, Parcel 64 for uses of public park and for public buildings for a fair market.

value by agreement with the owners or by imminent domain if needed. Motion carried 7-0.

### **ADJOURNMENT:**

# City of Morgantown

adjourn the meeting. Time: 7:10 p.m.

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City Clerk

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Mayor



# City of Morgantown

## COMMITTEE OF THE WHOLE MEETING August 25, 2020

To protect public health during the COVID-19 pandemic, personal attendance at the meeting was not permitted. When it was time, the public participated by videoconference at the following link: <https://cityofmorgantown.my.webex.com/meet/cityofmorgantown> with meeting number (access code) 793 734 477, or by calling in at the following number 408-418-9388 and using the access code 793 734 477. All members of the public could view the meeting on Channel 15 or by streaming hosted on the City's website at [www.morgantownwv.gov](http://www.morgantownwv.gov). Any person who wished to speak at the meeting completed a form at <https://www.morgantownwv.gov/FormCenter/Public-Comment-Sign-Up-Sheet-14/Public-Comment-Committee-of-the-Whole-fo-89> or provided their name, phone number used to participate, and the topic on which they would like to speak by texting 304-288-0847. They could sign up to speak at any time until the meeting began. Additionally, the public could submit written comments for the public portion of the meeting by sending written comments via email to the City Clerk at [cwade@morgantownwv.gov](mailto:cwade@morgantownwv.gov). In the email, they used the subject line "Public Comment 08/25/2020" and indicated in the body of the email if they would like their comment read aloud during the public portion of the meeting.

The Committee of the Whole Meeting of the Common Council of the City of Morgantown was held by via Webex on Tuesday, August 25, 2020, at 7:11 p.m.

**PRESENT:** Via Webex Interim City Manager Emily Muzzarelli, City Attorney Ryan Simonton, Mayor Ron Dulaney, Jr., Deputy Mayor Rachel Fetty, and Council Members Bill Kawecki, Zackery Cruze, Jenny Selin, Dave Harshbarger, and Barry Wendell.

The meeting was called to order by Deputy Mayor Fetty.

### **PRESENTATIONS:**

#### **1. WVU School of Public Health – Lauri Andress**

Assistant Professor and Chief Researcher and Content Developer Sandra Fallon presented council with information regarding the development of the project "Place and Health in West Virginia and underrepresented populations". The project focuses on addressing population health as an outcome of intentional policy decisions made by leaders about where people live, work, and play.

#### **2. Community Policing – Jacob Powers, Chair Human Rights Commission**

Jacob Powers presented council with a proposed resolution that would strengthen community policing in the City of Morgantown by adding 18 public safety improvements.

#### **3. Certified Arts Community Presentation – Vincent Kitch**

Director of Arts and Cultural Development Vincent Kitch presented council with a resolution approving the City of Morgantown becoming a Certified Arts Community.

### **PUBLIC PORTION:**

Deputy Mayor Fetty opened the public portion and asked if there was anyone wishing to speak.

Kimberly Quedado expressed her concern of the safety of her neighborhood in Suncrest due to recent break-ins.

Interim City Manager read a written comment from Lisa Flower, requesting that council ask the Governor to keep the bars closed downtown until mid-September for the safety of the community during the pandemic.

# City of Morgantown

Interim City Manager read a written comment from Jan Derry. She expressed her thanks to council for their collaboration with the Human Rights Commission to create the community policing resolution.

There being no others wishing to speak, Deputy Mayor Fetty closed the Public Portion.

## **ITEMS FOR DISCUSSION:**

**1. Resolution affirming and strengthening community policing**

Interim City Manager explained, after discussion, this item was moved to the September 1, 2020, Regular Meeting agenda.

**2. Resolution supporting the City of Morgantown becoming a Certified Arts Community**

Interim City Manager explained, after discussion, this item was moved to the September 1, 2020, Regular Meeting agenda.

**3. Ordinance authorizing annexation of Suncrest Elementary School**

Interim City Manager Emily explained, after discussion, this item was moved to the September 1, 2020, Regular Meeting agenda.

**4. Resolution authorizing annexation of Morgantown Community Resources, Inc. Property**

Interim City Manager explained, after discussion, this item was moved to the September 1, 2020, Regular Meeting agenda.

**5. Ordinance placing proposed change to Council Member Terms on April 2021 Ballot**

Interim City Manager explained, after discussion, this item was moved to the September 1, 2020, Regular Meeting agenda.

**6. Ordinance amending article 913 – Sidewalks**

Interim City Manager explained, after discussion, this item was moved to the September 1, 2020, Regular Meeting agenda.

**7. Ordinance amending article 909 - Street Design and Classification Manual**

Interim City Manager explained, after discussion, this item was moved to the September 1, 2020, Regular Meeting agenda.

## **ADJOURNMENT:**

There being no further business, motion by Councilor Wendell, second by Councilor Selin, to adjourn the meeting. Time: 10:00 p.m.

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City Clerk

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Mayor

**THE CITY OF MORGANTOWN, WEST VIRGINIA**  
**COMBINED UTILITY SYSTEM REFUNDING REVENUE BONDS,**  
**SERIES 2020 A (TAX EXEMPT)**

**BOND ORDINANCE**

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## **THE CITY OF MORGANTOWN**

AN ORDINANCE AUTHORIZING THE REFUNDING OF THE CITY OF MORGANTOWN'S OUTSTANDING COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2010 A (DIRECT PAYMENT BUILD AMERICA BONDS), AND PAYING COSTS OF ISSUANCE AND RELATED COSTS, THROUGH THE ISSUANCE BY THE CITY OF NOT MORE THAN \$40,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF COMBINED UTILITY SYSTEM REFUNDING REVENUE BONDS, SERIES 2020 A (TAX EXEMPT); PROVIDING FOR THE RIGHTS AND REMEDIES OF, AND THE SECURITY FOR, THE REGISTERED OWNERS OF SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT, AN OFFICIAL STATEMENT, A TAX CERTIFICATE, AN ESCROW AGREEMENT, A TAX COMPLIANCE POLICY AND OTHER DOCUMENTS RELATING TO THE BONDS; AND ENACTING OTHER PROVISIONS WITH RESPECT TO SUCH BONDS.

WHEREAS, The City of Morgantown (the "Issuer" or the "City") presently owns and operates, through The City of Morgantown Utility Board (the "Board"), a public combined potable waterworks, sanitary sewerage and stormwater system (collectively, the "Combined Utility System," as hereinafter further described) and has heretofore financed the design, acquisition, construction and equipping of the Combined Utility System and certain additions, betterments and improvements thereto through the issuance of several series of bonds or refunding bonds, of which there are presently outstanding the Prior Bonds, as hereinafter defined;

WHEREAS, all of the Prior Bonds were issued pursuant to ordinances of the Issuer previously enacted (such ordinances, as so amended and supplemented, collectively herein called the "Prior Ordinances");

WHEREAS, under the provisions of Chapter 8, Article 20 of the West Virginia Code of 1931, as amended (the "Act"), the Issuer is authorized and empowered to issue refunding revenue bonds for the purpose of refunding, paying or discharging all or any part of its outstanding bonds, including the interest thereon, secured by the revenues of the Combined Utility System;

WHEREAS, the Issuer has determined, and hereby determines, that present value debt service savings would result from the Issuer's refunding of its outstanding Combined Utility System Revenue Bonds, Series 2010 A (Direct Payment Build America Bonds), dated January 28, 2010, issued in the aggregate principal amount of \$37,950,000, and outstanding as of May 31, 2020, in the principal amount of \$36,800,000 (the "Series 2010 A Bonds");

WHEREAS, the Series 2010 A Bonds were issued to finance the costs of acquisition and construction of certain extensions, additions, betterments and improvements to the waterworks portion of the Combined Utility System;

WHEREAS, the Issuer has determined that it is in the best interests of the residents of The City of Morgantown and other customers of the Combined Utility System to refund the Series 2010 A Bonds, through the issuance of The City of Morgantown Combined Utility System Refunding Revenue Bonds, Series 2020 A (Tax Exempt), in the aggregate principal amount of not more than \$40,000,000 (the “Series 2020 A Bonds”);

WHEREAS, the Issuer has determined to enact this Ordinance to authorize the issuance of the Series 2020 A Bonds (the “Series 2020 A Ordinance”), such Series 2020 A Bonds to have such security and such other terms and provisions as are hereinafter provided, all in the manner set forth herein;

WHEREAS, the Series 2020 A Bonds will be issued on a parity with the Prior Bonds and any Additional Parity Bonds (as hereinafter defined) with respect to their lien on and security interest in the Gross Revenues of the Combined Utility System, and the Series 2020 A Bonds shall contain such other terms and provisions as are hereinafter provided, all in the manner set forth herein; and

WHEREAS, the Issuer has determined and hereby determines that it is in the best interest of the residents of the City and other customers of the Combined Utility System that its Series 2020 A Bonds be sold to the Original Purchaser (as hereinafter defined) thereof pursuant to the terms and provisions of a bond purchase agreement (the “Bond Purchase Agreement”) between the Issuer and the Original Purchaser;

NOW, THEREFORE, THE CITY OF MORGANTOWN HEREBY ORDAINS:

**ARTICLE I**  
**DEFINITIONS, STATUTORY AUTHORITY, FINDINGS**

Section 1.01. Definitions. All capitalized terms used in this Ordinance and not otherwise defined in the recitals hereto shall have the meanings specified below, unless the context expressly requires otherwise:

“Act” means Chapter 8, Article 20 of the West Virginia Code of 1931, as amended and in effect on the Closing Date for the Series 2020 A Bonds.

“Authorized Newspaper” means a financial journal or newspaper of general circulation in the City of New York, New York, printed in the English language and customarily published on each business day of the Registrar, whether or not published on Saturdays, Sundays or legal holidays, and so long as so published, shall include The Bond Buyer.

“Authorized Officer” means the Mayor and/or the City Manager of the Issuer or any other officer of the Issuer specifically designated by resolution of the Council of the Issuer.

“Board” shall mean The City of Morgantown Utility Board, created by an ordinance of the Issuer, or any successor thereto, the authorized officers for which are the Board’s General Manager and/or Assistant General Manager.

“Bond Commission” means the West Virginia Municipal Bond Commission or any other agency of the State of West Virginia which succeeds to the functions of the Bond Commission.

“Bond Counsel” means any law firm having a national reputation in the field of public finance whose opinions are generally accepted by purchasers of municipal bonds, appointed by the Issuer or the Board, and shall initially mean Steptoe & Johnson PLLC, Bridgeport, West Virginia.

“Bondholder,” “Holder,” “Holder of the Bonds,” “Owner of the Bonds,” “Registered Owner,” or any similar term means any person who shall be the registered owner of any outstanding Bond.

“Bond Insurer” means any entity which shall issue a municipal bond insurance policy to insure all or any portion of the payment of principal of and interest on the Bonds and/or provide a municipal bond debt service reserve insurance policy, or other financial instrument, for the purpose of funding, in whole or in part, the Series 2020 A Bonds Reserve Account, and with respect to the Series 2020 A Bonds, shall initially mean the bond insurer, if any, named in the Supplemental Resolution.

“Bond Legislation” or “Ordinance” means this Ordinance and all ordinances, orders and resolutions supplemental hereto or amendatory hereof.

“Bond Register” means the books of the Issuer maintained by the Registrar for the registration and transfer of Series 2020 A Bonds.

“Bond Year” means, with respect to each series of Series 2020 A Bonds, the 12 month period beginning on the anniversary of the Closing Date in each year and ending on the day prior to the anniversary date of the Closing Date in the following year, except that the first Bond Year shall begin on the Closing Date.

“Bonds” means, collectively, the Series 2020 A Bonds, the Prior Bonds and any Additional Parity Bonds hereafter issued within the terms, restrictions and conditions contained herein.

“Business Day” means any day other than a Saturday, Sunday or a day on which national banking associations, West Virginia banking corporations or the New York Stock Exchange are authorized by law to remain closed.

“Certificate of Authentication and Registration” means the Certificate of Authentication and Registration on the Series 2020 A Bonds in substantially the form set forth in “EXHIBIT A – FORM OF SERIES 2020 A BONDS,” attached hereto.

“City” or “Issuer” means The City of Morgantown, a municipal corporation and political subdivision of the State of West Virginia, in Monongalia County thereof, and, where appropriate, the Council, and any successor thereto.

“City Clerk” or “Clerk” means the City Clerk of the Issuer.

“City Manager” means the City Manager of the Issuer.

“Closing Date” means the date upon which there is an exchange of the Series 2020 A Bonds for the proceeds representing the original purchase price thereof.

“Code” shall mean the Internal Revenue Code of 1986, as amended and supplemented from time to time, and Regulations thereunder.

“Combined Utility System” means, collectively, the Potable Water System, the Sewer System and the Stormwater System (all as defined herein) of the Issuer, as presently existing in its entirety or any integral part thereof, and shall include any additions, betterments and improvements hereafter acquired, constructed and/or equipped for the Potable Water System, the Sewer System or the Stormwater System, located both within, and outside of, the Issuer’s corporate boundaries.

“Connection Fees” means the fees, if any, paid by customers of the Combined Utility System in order to connect thereto.

“Consulting Engineers” means any independent licensed Professional Engineer or Engineers or firm or firms of Licensed Professional Engineers, that shall at any time now or hereafter be retained by the Board as Consulting Engineers for the Combined Utility System, or any portion thereof.

“Costs,” “Costs of Issuance” or similar terms means all those costs now or hereafter permitted by the Act to be financed with bonds issued pursuant hereto including, without limitation, those costs set forth in Section 1.03D.

“Council” means the City Council of the Issuer or any other governing body of the Issuer that succeeds to the functions of the City Council as presently constituted.

“Debt Service” with reference to a specified period, means the amount of principal, including any sinking fund payments, and interest payable with respect to any series of the Bonds during such period.

“Depository Bank” means the bank or banks to be designated as such in the Supplemental Resolution, and any other bank or national banking association, eligible under the

laws of the State of West Virginia to receive deposits of state and municipal funds and insured by the FDIC that may hereafter be appointed by the Issuer as Depository Bank.

“DTC” means The Depository Trust Company, New York, New York, or its successor thereof.

“DTC-eligible” means, with respect to the Series 2020 A Bonds, meeting the qualifications prescribed by DTC.

“Escrow Agent” means the Bond Commission, or any successor appointed by the Issuer under the Escrow Agreement.

“Escrow Agreement” means the agreement to be entered into between the Issuer and the Escrow Agent, providing for the payment of the outstanding principal of, and interest on, the Series 2010 A Bonds on December 1, 2020, and the payment of all interest thereon until such date, through the deposit therein of cash from, and securities purchased with, a portion of the proceeds of the Series 2020 A Bonds, moneys of the Issuer in the various funds and accounts pledged to the Series 2010 A Bonds and other matters in connection therewith.

“Escrow Fund” means the escrow trust fund established pursuant to the Escrow Agreement.

“Event of Default” means any occurrence or event specified in Section 7.01.

“FDIC” means the Federal Deposit Insurance Corporation or any successor to the functions of the FDIC.

“Fiscal Year” means each 12-month period beginning on July 1 and ending on the succeeding June 30.

“Government Obligations” means certificates, or interest-bearing notes or obligations of the United States, or those for which the full faith and credit of the United States is pledged for the payment of principal and interest.

“Gross Revenues” means the aggregate gross operating and non-operating revenues of the Combined Utility System, as hereinafter defined, determined in accordance with generally accepted accounting principles, after deduction of prompt payment discounts, if any, and reasonable provision for uncollectible accounts; provided, that “Gross Revenues” include any gains from the sale or other disposition of capital assets, but does not include any increase in the value of capital assets (including Qualified Investments, as hereinafter defined) or any Tap Fees (as hereinafter defined).

“Independent Certified Public Accountant” means the Chief Inspector Division of the West Virginia Auditor’s Office or any licensed Certified Public Accountant or firm of licensed Certified Public Accountants that shall at any time hereafter be retained by the Issuer or the Board to prepare an independent annual or special audit of the accounts of the Combined

Utility System or for any purpose except keeping the accounts of said Combined Utility System in the normal operations of its business and affairs, and specifically shall not include any Certified Public Accountant who is an employee of either the City or the Board.

“Investment Property” means any security (as said term is defined in Section 165(g)(2)(A) or (B) of the Code), obligation, annuity contract, investment-type property or residential rental property for family units which is not located within the jurisdiction of the Issuer and which is not acquired to implement a court ordered or approved housing desegregation plan, excluding, however, obligations the interest on which is excluded from gross income, under Section 103 of the Code, for federal income tax purposes other than specified private activity bonds as defined in Section 57(a)(5)(C) of the Code.

“Maximum Annual Debt Service” means, at the time of computation, the greatest amount of aggregate Debt Service required to be paid on then outstanding Bonds and proposed Additional Parity Bonds (if any) for the then current or any succeeding Fiscal Year, less any interest due in any Fiscal Year for which interest has been capitalized, assuming that the principal of any Term Bonds is deemed due on the earlier of their stated maturity date or the date on which they are required to be redeemed pursuant to mandatory sinking fund redemption.

“Mayor” means the Mayor of the Issuer.

“Municipal Bond Insurance Policy” means the municipal bond insurance policy, if any, issued by any Bond Insurer simultaneously with the delivery of the Series 2020 A Bonds, insuring the timely payment of the principal of and interest on all or any of the Series 2020 A Bonds, in accordance with the terms thereof.

“Municipal Bond Debt Service Reserve Insurance Policy” means a municipal bond debt service reserve insurance policy, and may subsequently mean a letter of credit, surety bond or other financial instrument which is pledged to the Series 2020 A Bonds Reserve Account in the amount of the Series 2020 A Bonds Reserve Requirement.

“Net Proceeds” means the face amount of the Series 2020 A Bonds, plus accrued interest and premium, if any, less original issue discount, if any, on such issue, and less proceeds deposited in the Series 2020 A Bonds Reserve Account, if any. For purposes of the Private Business Use limitations set forth herein, the term Net Proceeds shall include any amounts resulting from the investment of proceeds of the Series 2020 A Bonds, without regard to whether or not such investment is made in tax-exempt obligations.

“Net Revenues” means the balance of Gross Revenues remaining after deduction of Operating Expenses, as hereinafter defined.

“Nonpurpose Investment” means any Investment Property which is acquired with the gross proceeds of the Series 2020 A Bonds and is not acquired in order to carry out the governmental purpose of the Series 2020 A Bonds.

“Operating Expenses” means the reasonable, proper and necessary costs of repair, operation and maintenance of the Combined Utility System and includes, without limiting the generality of the foregoing, administrative, engineering, legal, auditing and insurance expenses (other than those capitalized as part of the Costs), fees and expenses of the Combined Utility System, fiscal agents, the Depository Bank, Registrar and Paying Agent or Paying Agents, payments to pension or retirement funds, taxes and such other reasonable operating costs and expenses as should normally and regularly be included under generally accepted accounting principles; provided, that “Operating Expenses” does not include payments on account of the principal of or redemption premium, if any, or interest on the Bonds, charges for depreciation, losses from the sale or other disposition of or any decrease in the value of capital assets, amortization of debt discount or such miscellaneous deductions as are applicable to prior accounting periods.

“Original Purchaser” means Crews & Associates, Inc., Charleston, West Virginia, which firm also has a Morgantown, West Virginia office.

“Outstanding” when used with reference to the Bonds and as of any particular date, describes all Bonds theretofore and thereupon being issued and delivered except (a) any Bond canceled by the registrar for such Bond at or prior to said date; (b) any Bond for the payment of which monies, equal to its then outstanding principal amount, with interest to the date of maturity, shall be held in trust under this Ordinance and set aside for such payment (whether upon or prior to maturity); (c) any Bond deemed to have been paid as provided by Section 9.01; and (d) with respect to determining the number or percentage of Bondholders for the purpose of consents, notices and the like, any Bond registered to the Issuer. Notwithstanding the foregoing, in the event that a Bond Insurer has paid principal of and/or interest on any Bond, such Bond shall be deemed to be Outstanding until such time as such Bond Insurer has been reimbursed in full.

“Paying Agent” means, initially, the Bond Commission and any other paying agent for the Series 2020 A Bonds which may be appointed by a resolution supplemental hereto, all in accordance with Section 8.12 hereof.

“Potable Water System” means, collectively the potable water production, storage and distribution facilities of the Combined Utility System, which specifically includes, but is not limited to, the Issuer’s raw water supply, storage and transmission, water treatment, and treated water storage and distribution, as presently existing in its entirety or any integral part thereof, and shall include any further additions, betterments and improvements thereto hereafter acquired, constructed and/or equipped for the Potable Water System located both within, and outside of, the Issuer’s corporate boundaries.

“Prior Bonds” means, collectively, the Series 2000 A Bonds, Series 2000 B Bonds, Series 2006 A Bonds, Series 2007 A Bonds, Series 2010 C Bonds, Series 2010 D Bonds, Series 2010 E Bonds, Series 2012 A Bonds, Series 2013 A Bonds, Series 2014 B Bonds, Series 2015 A Bonds, Series 2015 B Bonds, Series 2015 C Bonds, Series 2015 D Bonds, Series 2015 E Bonds, Series 2016 A Bonds, Series 2016 B-1 Bonds, Series 2017 A Bonds, Series 2018 A Bonds, Series 2018 A-2 Bonds, Series 2018 B Bonds, Series 2019 A Bonds and Series 2019 B Bonds.

“Prior Ordinances” means, collectively, the ordinances of the Issuer authorizing the issuance of the Prior Bonds.

“Private Business Use” means use directly or indirectly in a trade or business carried on by a natural person or in any activity carried on by a person other than a natural person, excluding, however, use by a state or local governmental unit and use as a member of the general public.

“Purchase Price” for the purpose of computation of the Yield of the Series 2020 A Bonds, has the same meaning as the term “issue price” in Sections 1273(b) and 1274 of the Code, and, in general, means the initial offering price of the Series 2020 A Bonds to the public (not including bond houses and brokers, or similar persons or organizations acting in the capacity of underwriters or wholesalers) at which price a substantial amount of the Series 2020 A Bonds of each maturity is sold or, if the Series 2020 A Bonds are privately placed, the price paid by the first buyer of the Series 2020 A Bonds or the acquisition cost of the first buyer. “Purchase Price,” for purposes of computing Yield of Nonpurpose Investments, means the fair market value of the Nonpurpose Investments on the date of use of Gross Proceeds of the Series 2020 A Bonds for acquisition thereof, or if later, on the date that Investment Property constituting a Nonpurpose Investment becomes a Nonpurpose Investment of the Series 2020 A Bonds.

“Qualified Investments” means and includes any investment permitted to be made by a municipality, public service district or public corporation of the State pursuant to State Law, specifically including, but not limited to, Chapter 8, Article 13, Section 22 of the Code of West Virginia, and the West Virginia “consolidated fund” managed by the West Virginia Board of Treasury Investments pursuant to Chapter 12, Article 6C of the Code of West Virginia.

“Record Date” means the date or dates which shall be so stated in the Series 2020 A Bonds, regardless of whether such day is a Saturday, Sunday or legal holiday.

“Redemption Date” means the date fixed for redemption of Bonds subject to redemption in any notice of redemption published or mailed in accordance herewith.

“Redemption Price” means the price at which any of the Bonds may be called for redemption and includes the principal amount of the Bonds to be redeemed, plus the interest and the premium, if any, required to be paid to affect such redemption.

“Registered Owner,” “Bondholder,” “Holder,” “Owner” or any similar term means any person who shall be the registered owner of any outstanding Bond.

“Registrar” means the bank to be designated in the Supplemental Resolution as the Registrar for the Series 2020 A Bonds, and any successor thereto appointed in accordance with Section 8.08 hereof.

“Regulations” means temporary and permanent regulations promulgated under the Code, and includes applicable regulations promulgated under the Internal Revenue Code of 1954.

“Revenue Fund” means the Revenue Fund created by the Prior Ordinances and continued hereby.

“Series 2000 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2000 A (West Virginia SRF Program), dated February 29, 2000, issued in the original aggregate principal amount of \$7,842,000.

“Series 2000 B Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2000 B (West Virginia Infrastructure Fund), dated February 29, 2000, issued in the original aggregate principal amount of \$2,488,000.

“Series 2006 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2006 A (West Virginia SRF Program), dated June 30, 2006, issued in the original aggregate principal amount of \$6,410,191.

“Series 2007 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2007 A (West Virginia SRF Program), dated August 14, 2007, issued in the original aggregate principal amount of \$8,500,000.

“Series 2010 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2010 A (Direct Payment Build America Bonds), dated January 28, 2010, issued in the original aggregate principal amount of \$37,950,000 (the “Series 2010 A Bonds”);

“Series 2010 A Bonds Ordinance” means, collectively, the ordinance of the Issuer, as supplemented by one or more supplemental resolutions and/or certificates of determination, which authorized the issuance of the Series 2010 A Bonds.

“Series 2010 C Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2010 C (West Virginia SRF Program), dated January 28, 2010, issued in the original aggregate principal amount of \$15,380,227.

“Series 2010 D Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2010 D (West Virginia DWTRF Program), dated January 28, 2010, issued in the original aggregate principal amount of \$9,317,286.

“Series 2010 E Bonds” means the Issuer’s Combined Utility System Revenue Bond, Series 2010 E (West Virginia DWTRF Program/ARRA), dated January 28, 2010, issued in the original aggregate principal amount of \$100,000.

“Series 2012 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2012 A (West Virginia DWTRF Program), dated August 24, 2012, issued in the original aggregate principal amount of \$570,000.

“Series 2013 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2013 A (West Virginia Infrastructure Fund), dated August 22, 2013, issued in the original aggregate principal amount of \$4,605,260.

“Series 2014 B Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2014 B, dated July 23, 2014, issued in the original aggregate principal amount of \$505,421.

“Series 2015 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2015 A (West Virginia Water Development Authority), dated March 31, 2015, issued in the original aggregate principal amount of \$137,568.

“Series 2015 B Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2015 B (West Virginia Water Development Authority), dated March 31, 2015, issued in the original aggregate principal amount of \$4,586.

“Series 2015 C Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2015 C (West Virginia SRF Program), dated March 31, 2015, issued in the original aggregate principal amount of \$8,111,813.

“Series 2015 D Bonds” means Issuer’s Combined Utility System Revenue Bonds, Series 2015 D (West Virginia SRF Program), dated March 31, 2015, issued in the original aggregate principal amount of \$1,688,394.

“Series 2015 E Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2015 E (West Virginia SRF Program), dated June 11, 2015, issued in the original aggregate principal amount of \$662,300.

“Series 2016 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2016 A, of the Issuer, dated December 1, 2016, issued in the aggregate principal amount of \$69,755,000.

“Series 2016 B-1 Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2016 B-1 (West Virginia SRF Program), of the Issuer, dated December 15, 2016, issued in the aggregate principal amount of \$25,000,000.

“Series 2017 A Bonds” means the Issuer’s Combined Utility Revenue Bonds, Series 2017 A (Bank Qualified), dated December 21, 2017, issued in the original aggregate principal amount of \$2,695,000.

“Series 2018 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2018 A (West Virginia Infrastructure Fund), dated January 31, 2018, issued in the original aggregate principal amount of \$394,074.

“Series 2018 A-2 Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2018 A-2 (West Virginia Infrastructure Fund), dated July 10, 2018, issued in the original aggregate principal amount of \$140,715.

“Series 2018 B Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2018 B (Tax-Exempt), dated June 28, 2018, issued in the original aggregate principal amount of \$44,260,000.

“Series 2019 A Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2019 A (West Virginia DWTRF Program), dated October 22, 2019, issued in the original aggregate principal amount of \$1,068,500.

“Series 2019 B Bonds” means the Issuer’s Combined Utility System Revenue Bonds, Series 2019 B (West Virginia DWTRF Program), dated October 22, 2019, issued in the original aggregate principal amount of \$2,546,000.

“Series 2020 A Bonds” means the Combined Utility System Refunding Revenue Bonds, Series 2020 A (Tax Exempt), of the Issuer, authorized to be issued in the aggregate principal amount of not more than \$40,000,000 pursuant to this Ordinance and the Supplemental Resolution.

“Series 2020 A Bonds Costs of Issuance Fund” means the Series 2020 A Bonds Costs of Issuance Fund created by Section 4.01 hereof.

“Series 2020 A Bonds Redemption Account” means the Redemption Account created in the Series 2020 A Bonds Sinking Fund by Section 4.02 hereof.

“Series 2020 A Bonds Reserve Account” means the Series 2020 A Bonds Reserve Account created in the Series 2020 A Bonds Sinking Fund by Section 4.02 hereof.

“Series 2020 A Bonds Reserve Requirement” means an amount equal to the least of (i) 10% of the original aggregate principal amount of the Series 2020 A Bonds, (ii) Maximum Annual Debt Service on the Series 2020 A Bonds at the time of original issuance of the Series 2020 A Bonds, or (iii) 125% of the average annual Debt Service on the Series 2020 A Bonds calculated at the time of original issuance of the Series 2020 A Bonds.

“Series 2020 A Bonds Sinking Fund” means the Series 2020 A Bonds Sinking Fund created by Section 4.02 hereof.

“Sewer System” means, collectively, the sanitary sewerage collection and treatment facilities of the Combined Utility System which specifically includes, but is not limited to, collection lines, transmission mains, pump stations, manholes, and wastewater treatment plants, as presently existing in its entirety or any integral part thereof, and shall include any additions, betterments and improvements thereto hereinafter acquired, constructed and/or equipped for the Sewer System, located both within, and outside of, the Issuer’s corporate boundaries.

“State” means the State of West Virginia.

“Stormwater System” means, collectively, the stormwater management and conveyance facilities of the Combined Utility System which specifically includes, but is not

limited to, pipe, culverts, channels and watercourses, as presently existing in its entirety or any integral part thereof, and shall include any additions, betterments and improvements thereto hereinafter acquired, constructed and/or equipped for the Stormwater System, located both within, and outside of, the Issuer's corporate boundaries.

“Supplemental Resolution” means, collectively, any ordinance or resolution amendatory hereof or supplemental hereto and, when preceded by the article “the,” refers specifically to the Supplemental Parameters Resolution or Supplemental Resolutions to be adopted by the Issuer following enactment of this Ordinance, setting forth the final amounts, maturities, interest rates, redemption provisions, Bond Insurer provisions (if any) and other terms of the Series 2020 A Bonds and authorizing the sale of the Series 2020 A Bonds to the Original Purchaser; provided, that any provision intended to be included in a Supplemental Resolution and not so included may be contained in any other Supplemental Resolution.

“Surplus Revenues” means the Net Revenues not required by the Bond Legislation to be set aside and held for the payment of or security for the Series 2020 A Bonds, the Prior Bonds or any other obligations of the Issuer, including, without limitation, the Depreciation Fund (as defined and described in the Prior Ordinances), the respective sinking funds and reserve accounts therein.

“Term Bonds” means Bonds subject to mandatory sinking fund redemption, as described by Section 3.06 hereof.

Words importing singular number shall include the plural number in each case and vice versa; words importing persons shall include firms and corporations and vice versa; and words importing the masculine gender shall include the feminine and neuter genders and vice versa.

Additional terms and phrases are defined in this Ordinance as they are used. Accounting terms not specifically defined herein shall be given meaning in accordance with generally accepted accounting principles.

The terms “herein,” “hereunder,” “hereby,” “hereto,” “hereof” and any similar terms refer to this Ordinance; and the term “hereafter” means after the date of enactment of this Ordinance.

Articles, sections and subsections mentioned by number only are the respective articles, sections and subsections of this Ordinance so numbered.

Section 1.02. Authority for this Ordinance. This Ordinance is enacted pursuant to the provisions of the Act and other applicable provisions of law.

Section 1.03. Findings. The Council hereby finds and determines as follows:

A. The Issuer is a municipal corporation and political subdivision of the State of West Virginia in Monongalia County of said State.

B. The Issuer presently owns and operates, through the Board, a public combined potable waterworks, sanitary sewerage, and stormwater utility system, the design, acquisition, construction and equipping of additions, betterments and improvements for which have been financed or refinanced through the issuance of the Prior Bonds and the Series 2010 A Bonds.

C. The Issuer has determined that present value debt service savings will result from the refunding of the Series 2010 A Bonds, and that it is in the best interest of the residents of The City of Morgantown and the customers of the Combined Utility System to refund the Series 2010 A Bonds.

D. It is deemed necessary for the Issuer to issue its Combined Utility System Refunding Revenue Bonds, Series 2020 A (Tax Exempt), in the aggregate principal amount of not more than \$40,000,000, in order to pay, along with other funds of the Issuer available therefor, all or a portion of the cost of purchasing securities in an amount sufficient, including earnings on such securities, and to provide cash therefor, to pay in full the outstanding principal amount of, and all interest accrued on, the Issuer's Series 2010 A Bonds on December 1, 2020. Said costs shall be deemed to include, but not be limited to, amounts which may be deposited in the Series 2020 A Bonds Reserve Account; underwriter's discount, engineering and legal expenses; expenses for estimates of costs and revenues; administrative expenses; commitment fees; the premium for a Municipal Bond Insurance Policy; the premium for a Municipal Bond Debt Service Reserve Insurance Policy; discount; initial fees for the services of registrars, paying agents, escrow agents, depositories or trustees or other costs in connection with the sale of the Series 2020 A Bonds and such other expenses as may be necessary or incidental to the financing herein authorized; and the performance of the things herein required or permitted, in connection with any thereof.

E. The period of usefulness of the Combined Utility System is not less than 30 years.

F. It is in the best interests of the Issuer that the Series 2020 A Bonds be sold to the Original Purchaser pursuant to the terms and provisions of a bond purchase agreement to be entered into by and between the Issuer and the Original Purchaser, as shall be approved by Supplemental Resolution of the Issuer.

G. There are or will be outstanding obligations of the Issuer which will rank on a parity with the Series 2020 A Bonds as to liens, pledge, source of and security for payment, being the Issuer's Prior Bonds and any hereinafter issued Additional Parity Bonds, as provided in this Ordinance.

Prior to the issuance of the Series 2020 A Bonds, the Issuer will obtain (i) the certificate of an Independent Certified Public Accountant stating that the coverage and parity tests of the Prior Bonds are met, and (ii) the written consent, if required, of the Holders of the Prior Bonds. The Series 2014 B Bonds, Series 2016 A Bonds, Series 2017 A Bonds and Series 2018 B Bonds do not require written consent from the holders thereof.

Other than the Prior Bonds, there are no other presently outstanding bonds or obligations of the Issuer which are secured by Gross Revenues or assets of the Combined Utility

System. The Issuer is in compliance with all the covenants of the Prior Bonds and the Prior Ordinances.

H. The Issuer intends to issue the Series 2020 A Bonds, and to pledge for payment thereof, the Gross Revenues of the Combined Utility System, on a parity with one another and on a parity with such pledge in favor of the Holders of the Prior Bonds and any hereinafter issued Additional Parity Bonds.

I. The estimated revenues to be derived in each year after the date hereof from the operation of the Combined Utility System will be sufficient to provide for the repair, maintenance and operation of the Combined Utility System, to pay the principal of and interest on the Series 2020 A Bonds and the Prior Bonds as and when it becomes due and reasonable reserves therefor, to provide an adequate renewal and replacement fund, as hereinafter provided, and to make all other payments provided for in this Ordinance.

J. It is in the best interests of the Issuer, and the residents thereof, that the Issuer issue the Series 2020 A Bonds, and secure the Series 2020 A Bonds by a pledge and assignment of the Gross Revenues derived from the operation of the Combined Utility System, the monies in the Series 2020 A Bonds Sinking Fund, including the Series 2020 A Bonds Reserve Account therein, unexpended proceeds of the Series 2020 A Bonds and as further set forth herein.

K. The Series 2020 A Bonds and the Certificate of Authentication and Registration to be endorsed thereon are to be in substantially the forms set forth in “EXHIBIT A – FORM OF SERIES 2020 A BONDS” attached hereto and incorporated herein by reference, with necessary and appropriate variations, omissions and insertions as permitted or required by this Ordinance or a Supplemental Resolution or as deemed necessary by the Registrar or the Issuer.

L. All things necessary to make the Series 2020 A Bonds, when authenticated by the Registrar and issued as in this Ordinance provided, the valid, binding and legal special obligations of the Issuer according to the import thereof, and to validly pledge and assign those funds pledged hereby to the payment of the principal of and interest on the Series 2020 A Bonds, will be timely done and duly performed.

M. The enactment of this Ordinance and the execution and issuance of the Series 2020 A Bonds, as described herein, will not result in any breach of, or constitute a default under, any instrument to which the Issuer is a party or by which it may be bound or affected.

N. Prior to refunding the Series 2010 A Bonds, the Issuer will have complied with all requirements of West Virginia law relating to the operation of the Combined Utility System, the refunding of the Series 2010 A Bonds, and issuance of the Series 2020 A Bonds including but not limited to Chapter 24, Article 2, Paragraph 11(l), if required.

Section 1.04. Ordinance Constitutes Contract. In consideration of the acceptance of the Series 2020 A Bonds by those who shall own or hold the same from time to time, this Ordinance shall be deemed to be and shall constitute a contract between the Issuer and such Bondholders, and the covenants and agreements herein set forth to be performed by the Issuer

shall be for the equal benefit, protection and security of the legal Holders of any and all of such Series 2020 A Bonds, all of which shall be of equal rank and without preference, priority or distinction between any one Series 2020 A Bond and any other Series 2020 A Bond, by reason of priority of issuance or otherwise, except as expressly provided therein and herein.

## **ARTICLE II AUTHORIZATION OF REFUNDING**

Section 2.01. Authorization of Refunding of Series 2010 A Bonds. All Series 2010 A Bonds Outstanding as of the date of issuance of the Series 2020 A Bonds and all unpaid interest accrued thereon, if any, are hereby ordered to be defeased with securities and cash deposited pursuant to the Escrow Agreement and paid in full on the earliest call date and the pledge of Gross Revenues in favor of the Registered Owners of the Series 2010 A Bonds imposed by the Series 2010 A Bonds Ordinance, the monies in the funds and accounts created by the Series 2010 A Bonds Ordinance pledged to payment of the Series 2010 A Bonds, and any other funds pledged by the Series 2010 A Bonds Ordinance to payment of the Series 2010 A Bonds are hereby ordered terminated, discharged and released upon the deposit of such securities and cash with the Escrow Agent pursuant to the Escrow Agreement. Contemporaneously with the defeasance of the Series 2010 A Bonds, the amounts remaining on deposit not required for the defeasance of the Series 2010 A Bonds, in the sinking fund, and the reserve account therein, and all other funds and accounts created and maintained on behalf of the Series 2010 A Bonds, except the Escrow Fund, shall be released from the lien created by the Series 2010 A Bonds Ordinance authorizing the issuance of the Series 2010 A Bonds.

## **ARTICLE III THE SERIES 2020 A BONDS**

Section 3.01. Form and Payment of Bonds. No Series 2020 A Bond shall be issued pursuant to this Ordinance except as provided in this Article III. Any Series 2020 A Bonds issued pursuant to this Ordinance may be issued only as fully registered Series 2020 A Bonds without coupons, in the denomination of \$5,000 or any integral multiple thereof for any year of maturity. All Series 2020 A Bonds shall be dated as of the date provided in a Supplemental Resolution applicable to such series. All Series 2020 A Bonds shall bear interest from the interest payment date next preceding the date of authentication or, if authenticated after the Record Date but prior to the applicable interest payment date or on such interest payment date, from such interest payment date or, if no interest on such Series 2020 A Bonds has been paid, from the date thereof; provided, however, that, if, as shown by the records of the Registrar, interest on such Series 2020 A Bonds shall be in default, Bonds issued in exchange for Series 2020 A Bonds surrendered for transfer or exchange shall bear interest from the date to which interest has been paid in full on the initial Series 2020 A Bonds surrendered.

The principal of, and the interest and premium, if any, on, the Series 2020 A Bonds shall be payable in any coin or currency which, on the respective date of such payment, is legal tender for the payment of public and private debts under the laws of the United States of

America and in the case of payment of principal and premium, if any, upon surrender of such Series 2020 A Bonds at the principal office of the Paying Agent. Interest on the Series 2020 A Bonds shall be paid by check or draft made payable and mailed to the Holder thereof at his address as it appears in the Bond Register at the close of business on the Record Date, or, if requested, in the case of a Registered Owner of \$1,000,000 or more of the Series 2020 A Bonds, by wire transfer to a domestic bank account specified in writing at least 5 days prior to such interest payment date by such Registered Owner.

In the event any Series 2020 A Bond is redeemed in part, such bond shall be surrendered to and canceled by the Registrar, and the Issuer shall execute, and the Registrar shall authenticate and deliver to the Holder thereof, another Series 2020 A Bond in the principal amount of said Series 2020 A Bond then Outstanding.

Section 3.02. Execution of the Series 2020 A Bonds. The Series 2020 A Bonds shall be executed in the name of the Issuer by the Mayor and the City Manager, by their manual or facsimile signatures, and the seal of the Issuer shall be affixed thereto or imprinted thereon and attested by the City Clerk by his or her manual or facsimile signature; provided, that all such signatures and the seal may be by facsimile. In case any one or more of the officers who shall have signed or sealed any of the Series 2020 A Bonds shall cease to be such officer of the Issuer before the Series 2020 A Bonds so signed and sealed have been actually sold and delivered, such Series 2020 A Bonds may nevertheless be sold and delivered as herein provided and may be issued as if the person who signed or sealed such Series 2020 A Bonds had not ceased to hold such office. Any Series 2020 A Bonds may be signed and sealed on behalf of the Issuer by such person as at the actual time of the execution of such Series 2020 A Bonds shall hold the proper office in the Issuer, although at the date of such Series 2020 A Bonds such person may not have held such office or may not have been so authorized.

Section 3.03. Authentication and Registration. No Series 2020 A Bond shall be valid or obligatory for any purpose or entitled to any security or benefit under this Ordinance unless and until the Certificate of Authentication and Registration on such Series 2020 A Bond, substantially in the form set forth in “EXHIBIT A – FORM OF SERIES 2020 A BONDS” attached hereto and incorporated herein by reference with respect to the Series 2020 A Bonds, shall have been duly manually executed by the Registrar. Any such manually executed Certificate of Authentication and Registration upon any such Series 2020 A Bond shall be conclusive evidence that such Series 2020 A Bond has been authenticated, registered and delivered under this Ordinance. The Certificate of Authentication and Registration on any Series 2020 A Bond shall be deemed to have been executed by the Registrar if signed by an authorized officer of the Registrar, but it shall not be necessary that the same officer sign the Certificate of Authentication and Registration on all of the Series 2020 A Bonds issued hereunder.

Section 3.04. Negotiability and Registration. Subject to the requirements for transfer set forth below, the Series 2020 A Bonds shall be, and have all of the qualities and incidents of, negotiable instruments under the Uniform Commercial Code of the State, and each successive Holder of the Series 2020 A Bonds, in accepting any of said Series 2020 A Bonds, shall be conclusively deemed to have agreed that such Series 2020 A Bonds shall be and have all of the qualities and incidents of negotiable instruments under the Uniform Commercial Code of

the State, and each successive Holder of the Series 2020 A Bonds shall further be conclusively deemed to have agreed that said Series 2020 A Bonds shall be incontestable in the hands of a bona fide holder for value.

So long as any of the Series 2020 A Bonds remains Outstanding, the Registrar shall keep and maintain books for the registration and transfer of the Series 2020 A Bonds. The Series 2020 A Bonds shall be transferable only by transfer of registration upon the Bond Register by the registered owner thereof in person or by his attorney or legal representative duly authorized in writing, upon surrender thereof, together with a written instrument of transfer satisfactory to the Registrar duly executed by the registered owner or such duly authorized attorney or legal representative. Upon transfer of a Series 2020 A Bond, there shall be issued at the option of the Holder of the Series 2020 A Bonds or the transferee another Series 2020 A Bond or Bonds of the aggregate principal amount equal to the unpaid amount of the transferred Series 2020 A Bond and of the same series, interest rate and maturity of said transferred Series 2020 A Bond.

Upon surrender thereof at the office of the Registrar with a written instrument of transfer satisfactory to the Registrar and duly executed by the registered owner or his attorney or legal representative duly authorized in writing, Series 2020 A Bonds may at the option of the Holder thereof be exchanged for an equal aggregate principal amount of Series 2020 A Bonds, of the same maturity and interest rate, in any authorized denominations.

In all cases in which the privilege of transferring or exchanging a Series 2020 A Bond is exercised, Series 2020 A Bonds shall be delivered in accordance with the provisions of this Ordinance. All Series 2020 A Bonds surrendered in any such transfer or exchange shall forthwith be canceled by the Registrar. Transfers of Series 2020 A Bonds, the initial exchange of Bonds and exchanges of Bonds in the event of partial redemption of fully registered Bonds shall be made by the Registrar without charge to the Holder or the transferee thereof, except as provided below. For other exchanges of Series 2020 A Bonds, the Registrar may impose a service charge. For every such transfer or exchange of Series 2020 A Bonds, the Registrar may make a charge sufficient to reimburse its office for any tax or other governmental charge required to be paid with respect to such transfer or exchange, and such tax or governmental charge, and such service charge for exchange other than the initial exchange or in the event of partial redemption, shall be paid by the person requesting such transfer or exchange as a condition precedent to the exercise of the privilege of making such transfer or exchange. The Registrar shall not be obliged to make any such transfer or exchange of Series 2020 A Bonds that have been called for redemption.

Section 3.05. Bonds Mutilated, Destroyed, Stolen or Lost. In case any Series 2020 A Bond shall become mutilated or be destroyed, stolen or lost, the Issuer may execute, in its discretion, and the Registrar shall authenticate, register and deliver any new Series 2020 A Bond of like series, maturity and principal amount as the Series 2020 A Bond, so mutilated, destroyed, stolen or lost, in exchange and upon surrender and cancellation of, such mutilated Series 2020 A Bond, or in lieu of and substitution for the Series 2020 A Bond destroyed, stolen or lost, and upon the Holder's furnishing the Issuer and the Registrar proof of his ownership thereof and that said Series 2020 A Bond has been destroyed, stolen or lost and satisfactory indemnity and complying with such other reasonable regulations and conditions as the Issuer or the Registrar

may prescribe and paying such expenses as the Issuer or the Registrar may incur. The name of the Bondholder listed in the Bond Register shall constitute proof of ownership. All Series 2020 A Bonds so surrendered shall be submitted to and canceled by the Registrar, and evidence of such cancellation shall be given to the Issuer. If such Series 2020 A Bond shall have matured or be about to mature, instead of issuing a substitute Series 2020 A Bond, the Issuer, by and through the Registrar, may pay the same, upon being indemnified as aforesaid, and, if such Series 2020 A Bond be lost, stolen or destroyed, without surrender therefor.

Any such duplicate Series 2020 A Bonds issued pursuant to this section shall constitute original, additional contractual obligations on the part of the Issuer, whether or not the lost, stolen or destroyed Series 2020 A Bonds be at any time found by any one, and such duplicate Series 2020 A Bonds shall be entitled to equal and proportionate benefits and rights as to lien and source of and security for payment from the Revenues pledged herein with all other Bonds issued hereunder.

Section 3.06. Term Bonds. In the event Term Bonds are issued as part of the Series 2020 A Bonds pursuant to this Ordinance, the following provisions shall apply:

1. The amounts to be deposited, apportioned and set apart by the Issuer from the Revenue Fund and into the Series 2020 A Bonds Redemption Account in accordance with Section 4.03 shall include (after credit as provided below) on the first of each month, beginning on the first day of that month which is 12 months prior to the first mandatory redemption date of said Term Bonds, a sum equal to 1/12th of the amount (or, if the Series 2020 A Bonds mature semiannually rather than annually, that month which is 6 months prior to the first mandatory redemption date of said Term Bonds, a sum equal to 1/6th of the amount) required to redeem the principal amount of such Term Bonds which are to be redeemed as of the next ensuing mandatory Redemption Date, which amounts and dates, if any, with respect to a series of Bonds shall be set forth in the Supplemental Resolution relating thereto.

2. At its option, to be exercised on or before the 60th day next preceding any such mandatory Redemption Date, the Issuer may (a) deliver to the Registrar for cancellation such Term Bonds in any aggregate principal amount desired or (b) receive a credit in respect of its mandatory redemption obligation for any such Term Bonds which prior to said date have been redeemed (otherwise than pursuant to this section) and canceled by the Registrar and not theretofore applied as a credit against any such mandatory redemption obligation. Each Term Bond so delivered or previously redeemed shall be credited by the Registrar at 100% of the principal amount thereof against the obligation of the Issuer on such mandatory Redemption Date, and Term Bonds delivered in excess of such mandatory redemption obligation shall be credited against future mandatory redemption obligations in the order directed by the Issuer, and the principal amount of such Term Bonds to be redeemed pursuant to mandatory sinking fund redemption shall be accordingly reduced.

3. The Issuer shall on or before the 60th day next preceding each mandatory Redemption Date furnish the Registrar and the Bond Commission with its certificate indicating whether and to what extent the provisions of (a) and (b) of the preceding paragraph are to be utilized with respect to such mandatory redemption payment and stating, in the case of the credit

provided for in (b) of the preceding paragraph, that such credit has not theretofore been applied against any mandatory redemption obligation.

4. After said 60th day but prior to the date on which the Registrar selects the Term Bonds to be redeemed, the Bond Commission may use the monies in the Series 2020 A Bonds Redemption Account to purchase Term Bonds at a price less than the par value thereof and accrued interest thereon. The Bond Commission shall advise the Issuer and the Registrar of any Term Bonds so purchased, and they shall be credited by the Registrar at 100% of the principal amount thereof against the obligation of the Issuer on such mandatory Redemption Date, and any excess shall be credited against future mandatory redemption obligations in the order directed by the Issuer, and the principal amount of such Term Bonds to be redeemed pursuant to mandatory sinking fund redemption shall be accordingly reduced.

5. The Registrar shall call for redemption, in the manner provided herein, an aggregate principal amount of such Term Bonds, at the principal amount thereof plus interest accrued to the Redemption Date (interest to be paid from the Series 2020 A Bonds Sinking Fund), as will exhaust as nearly as practicable such Series 2020 A Bonds Redemption Account payment designated to be made in accordance with paragraph (A)(1) of this section. Such redemption shall be by random selection made on the 45th day preceding the mandatory Redemption Date, in such manner as may be determined by the Registrar. For purposes of this section, "Term Bonds" shall include any portion of a fully registered Term Bond, in integrals of \$5,000.

Section 3.07. Notice of Redemption. Unless waived by any Holder of the Series 2020 A Bonds to be redeemed, official notice of any redemption shall be given by the Registrar on behalf of the Issuer by mailing a copy of an official redemption notice by registered or certified mail or electronic transmission at least 30 days and not more than 60 days prior to the date fixed for redemption to the applicable Bond Insurer and the registered owner of the Series 2020 A Bond or Bonds to be redeemed at the address shown on the Bond Register or at such other address as is furnished in writing by such registered owner to the Bond Registrar.

So long as DTC (as CEDE & CO.) is the registered Owner of the Series 2020 A Bonds, the Registrar shall send all notices of redemption to DTC and shall verify that DTC has received notice. Copies of all redemption notices shall also be posted on EMMA.

All official notices of redemption shall be dated and shall state:

- (1) The Redemption Date,
- (2) The Redemption Price,
- (3) If less than all Outstanding Series 2020 A Bonds are to be redeemed, the identification (and, in the case of partial redemption, the respective principal amounts) of the Series 2020 A Bonds to be redeemed,

(4) That on the Redemption Date the Redemption Price and interest accrued will become due and payable upon each such Series 2020 A Bond or portion thereof called for redemption, and that interest thereon shall cease to accrue from and after said date,

(5) The place where such Series 2020 A Bonds are to be surrendered for payment of the Redemption Price, which place of payment shall be the principal office of the Registrar, and

(6) Such other information, if any, as shall be required for DTC-Eligible Bonds.

If funds sufficient to redeem all Series 2020 A Bonds called for optional redemption have not been deposited with the Paying Agent at the time of mailing or otherwise distributing any notice of optional redemption, such notice shall also state that such optional redemption is conditioned on, and subject to, the deposit of such monies with the Paying Agent on or before the Redemption Date. If such monies are not so deposited, the Registrar shall notify all holders of Series 2020 A Bonds called for redemption of such fact and no holder of any Series 2020 A Bonds shall have any claim of any type, of law or in equity, against the Issuer.

Official notice of redemption having been given as aforesaid, the Series 2020 A Bonds, or portions of the Series 2020 A Bonds so to be redeemed, shall, on the Redemption Date, become due and payable at the Redemption Price therein specified, and from and after such date (unless the Issuer shall default in the payment of the Redemption Price) such Bonds or portions of Bonds shall cease to bear interest. Upon surrender of such Series 2020 A Bonds for redemption in accordance with said notice, such Bonds shall be paid by the Registrar at the Redemption Price. Installments of interest due on or prior to the Redemption Date shall be payable as herein provided for payment of interest. Upon surrender for any partial redemption of any Bond, there shall be prepared for the registered owner a new Bond or Bonds of the same maturity in the amount of the unpaid principal of such Bond. All Series 2020 A Bonds which have been redeemed shall be canceled and destroyed by the Bond Registrar and shall not be reissued.

Failure to receive such notice or any defect therein or in the mailing thereof shall not affect the validity of proceedings for the redemption of Series 2020 A Bonds, and failure to mail such notice shall not affect the validity of proceedings for the redemption of any portion of Bonds for which there was no such failure.

Section 3.08. Persons Treated as Owners. The Issuer, the Registrar and any agent of the Issuer or the Registrar may treat the person in whose name any Series 2020 A Bond is registered as the owner of such Series 2020 A Bond for the purpose of receiving payment of the principal of, and interest on, such Series 2020 A Bond and (except as provided in Section 6.18) for all other purposes, whether or not such Series 2020 A Bond is overdue.

Section 3.09. Temporary Bonds. Until Bonds of any series in definitive form are ready for delivery, the Issuer may execute and the Registrar shall authenticate, register, if applicable, and deliver, subject to the same provisions, limitations and conditions set forth in this Article III, one or more printed, lithographed or typewritten Bonds in temporary form,

substantially in the form of the definitive Bonds of such series, with appropriate omissions, variations and insertions, and in authorized denominations. Until exchanged for Bonds in definitive form, such Bonds in temporary form shall be entitled to the lien and benefit created under this Ordinance. Upon the presentation and surrender of any Bond or Bonds in temporary form, the Issuer shall, without unreasonable delay, prepare, execute and deliver to the Registrar, and the Registrar shall authenticate, register, if applicable, and deliver, in exchange therefor, a Bond or Bonds in definitive form. Such exchange shall be made by the Registrar without making any charge therefor to the Holder of such Bond in temporary form.

Section 3.10. Series 2020 A Bonds. For the purposes of, in combination with other funds of the Issuer available therefor, purchasing securities, or providing cash, to defease the entirety of the outstanding principal of and all accrued interest on the Series 2010 A Bonds, paying the premium for a Municipal Bond Insurance Policy (if any), funding the Series 2020 A Bonds Reserve Account with proceeds of the Series 2020 A Bonds or paying the premium for a Municipal Bond Debt Service Reserve Insurance Policy (if any), in an amount equal to the Series 2020 A Bonds Debt Service Reserve Requirement and paying costs in connection with the issuance of the Series 2020 A Bonds, or any or all such purposes, there shall be issued the Series 2020 A Bonds of the Issuer, in an aggregate principal amount of not more than \$40,000,000. Said Series 2020 A Bonds shall be designated “Combined Utility System Refunding Revenue Bonds, Series 2020 A (Tax Exempt)” or such other designation as may be appropriate for the year and sequence of the issue, as may be set forth in the Supplemental Resolution, and shall be issued in fully registered form, in the denomination of \$5,000 or any integral multiple thereof for any period of maturity, not exceeding the aggregate principal amount of Series 2020 A Bonds maturing in the period of maturity for which the denomination is to be specified. The Series 2020 A Bonds shall be numbered from AR-1 consecutively upward. The Series 2020 A Bonds shall be dated; shall be in such aggregate principal amount (not to exceed \$40,000,000); shall bear interest at such rate or rates, (not to exceed 8%), payable semiannually on such dates; shall mature on such dates (which may be annual or semi-annual) (not to exceed 30 years) and in such amounts; shall be subject to such mandatory and optional redemption provisions; and shall have such other terms, all as the Issuer shall prescribe herein and in the Supplemental Resolution.

Section 3.11. Book Entry System for Series 2020 A Bonds. A. The Series 2020 A Bonds shall each initially be issued in the form of one fully-registered bond for the aggregate principal amount of the Series 2020 A Bonds of each maturity, registered in the name of CEDE & CO., as nominee of DTC. Except as provided in Paragraph E below, all of the Series 2020 A Bonds shall be registered in the registration books kept by the Registrar in the name of CEDE & CO., as nominee of DTC; provided, that if DTC shall request that the Series 2020 A Bonds be registered in the name of a different nominee, the Registrar shall exchange all or any portion of the Series 2020 A Bonds registered in the name of such nominee or nominees. No person other than DTC or its nominee shall be entitled to receive from the Issuer or the Registrar either a Series 2020 A Bond or any other evidence of ownership of the Series 2020 A Bonds, or any right to receive any payment in respect thereof unless DTC or its nominee shall transfer record ownership of all or any portion of the Series 2020 A Bonds on the registration books maintained by the Registrar, in connection with discontinuing the book entry system as provided in Paragraph E below.

B. At or prior to settlement for the Series 2020 A Bonds, the Issuer and the Registrar shall execute or signify their approval of a representation letter addressed to DTC in a form satisfactory to DTC (the “Representation Letter”). Any successor Registrar shall, in its written acceptance of its duties under this Ordinance, agree to take any actions necessary from time to time to comply with the requirements of the Representation Letter.

C. So long as the Series 2020 A Bonds or any portion thereof are registered in the name of DTC or any nominee thereof, all payments of the principal or Redemption Price of or interest on such Series 2020 A Bonds shall be made to DTC or its nominee at the addresses set forth in the Representation Letter in next day funds on the dates provided for such payments to be made to any Bondholder under this Ordinance. Each such payment to DTC or its nominee shall be valid and effective to fully discharge all liability of the Issuer and the Registrar with respect to the principal or Redemption Price of, or interest on, the Series 2020 A Bonds to the extent of the sum or sums so paid. In the event of the redemption of less than all of the Series 2020 A Bonds Outstanding of any maturity, the Registrar shall not require surrender by DTC of the Series 2020 A Bonds so redeemed, but DTC may retain such Series 2020 A Bonds and make an appropriate notation on the Series 2020 A Bonds certificate as to the amount of such partial redemption; provided, that DTC shall deliver to the Registrar, upon request, a written confirmation of such partial redemption. The records maintained by the Registrar shall be conclusive as to the amount of the Series 2020 A Bonds of such maturity which have been redeemed.

D. The Issuer, the Paying Agent and the Registrar may treat DTC as the sole and exclusive owner of the Series 2020 A Bonds registered in its name or the name of its nominee for the purposes of payment of the principal or Redemption Price of or interest on the Series 2020 A Bonds, selecting the Series 2020 A Bonds or portions thereof to be redeemed, giving any notice permitted or required to be given to Bondholders under this Ordinance, registering the transfer of Series 2020 A Bonds, obtaining any consent or other action to be taken by Bondholders and for all other purposes whatsoever; and neither the Issuer nor the Registrar shall be affected by any notice to the contrary. Neither the Issuer nor the Registrar shall have any responsibility or obligation to any direct or indirect participant in DTC, any person claiming a beneficial ownership interest in the Series 2020 A Bonds under or through DTC or any such participant, or any other person which is not shown on the registration books of the Registrar as being a Bondholder with respect to (i) the Series 2020 A Bonds, (ii) the accuracy of any records maintained by DTC or any such participant, (iii) the payment by DTC or any such participant of any amount in respect of the principal or Redemption Price of or interest on the Series 2020 A Bonds, (iv) any notice which is permitted or required to be given to Bondholders under this Ordinance, (v) the selection by DTC or any such participant of any person to receive payment in the event of a partial redemption of the Series 2020 A Bonds, or (vi) any consent given or other action taken by DTC as Bondholder.

E. The book entry system for registration of the ownership of the Series 2020 A Bonds may be discontinued at any time if either: (i) DTC determines to resign as securities depository for the Series 2020 A Bonds; or (ii) the Issuer determines that continuation of the system of book entry transfers through DTC (or through a successor securities depository) is not in the best interest of the beneficial owners of the Series 2020 A Bonds. In either of such events

(unless in the case described in clause (iii) above, the Issuer appoints a successor securities depository), the Series 2020 A Bonds shall be delivered in registered certificate form to such persons, and in such maturities and principal amounts, as may be designated by DTC, but without any liability on the part of the Issuer or the Registrar for the accuracy of such designation. Whenever DTC requests the Issuer and the Registrar to do so, the Issuer and the Registrar shall cooperate with DTC in taking appropriate action after reasonable notice to arrange for another securities depository to maintain custody of certificates evidencing the Series 2020 A Bonds.

Section 3.12. Delivery of Series 2020 A Bonds. The Issuer shall execute and deliver the Series 2020 A Bonds to the Registrar, and the Registrar shall authenticate, register and deliver the Series 2020 A Bonds to the Original Purchaser upon receipt of the documents set forth below:

- (1) If not registered in the name of DTC or its nominee, a list of the names in which the Series 2020 A Bonds are to be registered upon original issuance, together with such taxpayer identification and other information as the Registrar may reasonably require;
- (2) A request and authorization to the Registrar on behalf of the Issuer, signed by an Authorized Officer, to authenticate and deliver the Series 2020 A Bonds to DTC for the benefit of the Original Purchaser;
- (3) Copies certified by the City Clerk of this Ordinance and the Supplemental Resolution;
- (4) The unqualified approving opinion upon the Series 2020 A Bonds by Bond Counsel; and
- (5) Such other opinions, certificates and documents as shall be reasonably requested by the Original Purchaser.

Section 3.13. Form of Series 2020 A Bonds. The definitive Series 2020 A Bonds shall be in substantially the form set forth in “EXHIBIT A – FORM OF SERIES 2020 A BONDS” attached hereto and incorporated herein by reference, with such necessary and appropriate omissions, insertions and variations as are approved by those officers executing such Series 2020 A Bonds on behalf of the Issuer and execution thereof by such officers shall constitute conclusive evidence of such approval.

Section 3.14. Disposition of Proceeds of Series 2020 A Bonds. Upon the issuance and delivery of the Series 2020 A Bonds, the Issuer shall forthwith deposit the proceeds thereof as follows:

1. All interest accrued on the Series 2020 A Bonds from the date thereof to the date of delivery thereof, if any, shall be deposited in the Series 2020 A Bonds Sinking Fund and applied to payment of interest on the Series 2020 A Bonds at the first interest payment date.

2. If a Municipal Bond Insurance Policy has been obtained to secure the payment of the principal of, and interest on, the Series 2020 A Bonds, the premium for such Municipal Bond Insurance Policy shall be paid to the Bond Insurer.

3. An amount of the proceeds of the Series 2020 A Bonds equal to the amount, if any, set forth in the Supplemental Resolution shall be remitted to the Bond Commission for deposit in the Series 2020 A Bonds Reserve Account; provided, that to the extent the Series 2020 A Bonds Reserve Requirement is satisfied in whole or in part from a Municipal Bond Debt Service Reserve Insurance Policy, proceeds of the Series 2020 A Bonds shall be (i) paid to the Bond Insurer, via wire transfer, in an amount equal to the premium for the Municipal Bond Debt Service Reserve Insurance Policy and (ii) deposited in the Series 2020 A Bonds Reserve Account only to the extent needed to satisfy the balance of the Series 2020 A Bonds Reserve Requirement.

4. An amount of the proceeds of the Series 2020 A Bonds which shall, along with other monies available therefor, be sufficient to purchase securities, the principal amount of which, and earnings thereon, shall be sufficient to pay the outstanding principal of, and interest on, the Series 2010 A Bonds on the first call date therefor, and to make any payment of interest and/or principal prior to the first call date for the Series 2010 A Bonds, shall be deposited into the Escrow Fund for the Series 2010 A Bonds held by the Bond Commission as Escrow Agent.

5. The amount of Series 2020 A Bond proceeds which, together with other monies or securities deposited therein, shall be equal to the Costs of Issuance of the Series 2020 A Bonds, shall be deposited with the Depository Bank in the Series 2020 A Bonds Costs of Issuance Fund and shall be drawn out, used and applied by the Issuer solely to pay costs of issuance of the Series 2020 A Bonds at the written direction of the Issuer. Monies not to be applied immediately to pay such costs of issuance may be invested in accordance with this Ordinance, subject however, to applicable yield restrictions as may be in effect under the Code. If for any reason such proceeds, or any part thereof, are not necessary for, or are not applied to such purpose within 120 days following the Closing Date for the Series 2020 A Bonds, such unapplied proceeds shall be transferred by the Issuer to the Series 2020 A Bonds Sinking Fund established in Section 4.02 hereof and applied to the next ensuing payment of interest on the Series 2020 A Bonds. All such proceeds shall constitute a trust fund for such purposes, and there hereby is created a lien upon such monies until so applied in favor of the Holders of the Series 2020 A Bonds from which such proceeds are derived.

**ARTICLE IV**  
**COMBINED UTILITY SYSTEM REVENUES;**  
**FUNDS AND ACCOUNTS**

Section 4.01. Establishment of Funds and Accounts with Depository Bank. Pursuant to this Article IV, the following special funds are created with (or continued if previously established by Prior Ordinances), and shall be held by, the Depository Bank,

segregated from all other funds and accounts of the Depository Bank or the Issuer and from each other (except as set forth in this Section 4.01), and used solely for the purposes provided herein:

- (1) Revenue Fund (established by the Prior Ordinances);
- (2) Depreciation Fund (established by the Prior Ordinances);
- (3) Operation and Maintenance Fund (established by the Prior Ordinances);
- (4) Series 2020 A Bonds Costs of Issuance Fund; and
- (5) Rebate Fund.

Section 4.02. Establishment of Funds and Accounts with Bond Commission. The following special funds or accounts are hereby created (or continued if established by Prior Ordinances) with and shall be held by the Bond Commission, separate and apart from all other funds or accounts of the Bond Commission or the Issuer and from each other:

- (1) Series 2000 A Bonds Sinking Fund (established by Prior Ordinances);
- (2) Series 2000 A Bonds Reserve Account (established by Prior Ordinances);
- (3) Series 2000 B Bonds Sinking Fund (established by Prior Ordinances);
- (4) Series 2000 B Bonds Reserve Account (established by Prior Ordinances);
- (5) Series 2006 A Bonds Sinking Fund (established by Prior Ordinances);
- (6) Series 2006 A Bonds Reserve Account (established by Prior Ordinances);
- (7) Series 2007 A Bonds Sinking Fund (established by Prior Ordinances);
- (8) Series 2007 A Bonds Reserve Account established by Prior Ordinances);
- (9) Series 2010 C Bonds Sinking Fund (established by Prior Ordinances);
- (10) Series 2010 C Bonds Reserve Account (established by Prior Ordinances);
- (11) Series 2010 D Bonds Sinking Fund (established by Prior Ordinances);
- (12) Series 2010 D Bonds Reserve Account (established by Prior Ordinances);

- (13) Series 2010 E Bonds Sinking Fund (established by Prior Ordinances);
- (14) Series 2010 E Bonds Reserve Account (established by Prior Ordinances);
- (15) Series 2012 A Bonds Sinking Fund (established by Prior Ordinances);
- (16) Series 2012 A Bonds Reserve Account (established by Prior Ordinances);
- (17) Series 2013 A Bonds Sinking Fund (established by Prior Ordinances);
- (18) Series 2013 A Bonds Reserve Account (established by Prior Ordinances);
- (19) Series 2014 B Bonds Sinking Fund (established by Prior Ordinances);
- (20) Series 2014 B Bonds Reserve Account (established by Prior Ordinances);
- (21) Series 2015 A Bonds Sinking Fund (established by Prior Ordinances);
- (22) Series 2015 A Bonds Reserve Account (established by Prior Ordinances);
- (23) Series 2015 B Bonds Sinking Fund (established by Prior Ordinances);
- (24) Series 2015 B Bonds Reserve Account (established by Prior Ordinances);
- (25) Series 2015 C Bonds Sinking Fund (established by Prior Ordinances);
- (26) Series 2015 C Bonds Reserve Account (established by Prior Ordinances);
- (27) Series 2015 D Bonds Sinking Fund (established by Prior Ordinances);
- (28) Series 2015 D Bonds Reserve Account (established by Prior Ordinances);
- (29) Series 2015 E Bonds Sinking Fund (established by Prior Ordinances);
- (30) Series 2015 E Bonds Reserve Account (established by Prior Ordinances);

- (31) Series 2016 A Bonds Sinking Fund (established by Prior Ordinances);
- (32) Series 2016 A Bonds Reserve Account (established by Prior Ordinances);
- (33) Series 2016 B-1 Bonds Sinking Fund (established by Prior Ordinances);
- (34) Series 2016 B-1 Bonds Reserve Account (established by Prior Ordinances);
- (35) Series 2017 A Bonds Sinking Fund (established by Prior Ordinances);
- (36) Series 2017 A Bonds Reserve Account (established by Prior Ordinances);
- (37) Series 2018 A Bonds Sinking Fund (established by Prior Ordinances);
- (38) Series 2018 A Bonds Reserve Account (established by Prior Ordinances);
- (39) Series 2018 A-2 Bonds Sinking Fund (established by Prior Ordinances);
- (40) Series 2018 A-2 Bonds Reserve Account (established by Prior Ordinances);
- (41) Series 2018 B Bonds Sinking Fund (established by Prior Ordinances);
- (42) Series 2018 B Bonds Reserve Account (established by Prior Ordinances);
- (43) Series 2019 A Bonds Sinking Fund (established by Prior Ordinances);
- (44) Series 2019 A Bonds Reserve Account (established by Prior Ordinances);
- (45) Series 2019 B Bonds Sinking Fund (established by Prior Ordinances);
- (46) Series 2019 B Bonds Reserve Account (established by Prior Ordinances);
- (47) Series 2020 A Bonds Sinking Fund; and
- (48) Series 2020 A Bonds Reserve Account.

Section 4.03. Combined Utility System Revenues and Application Thereof. So long as any of the Series 2020 A Bonds shall be Outstanding and unpaid, the Issuer covenants as follows:

A. The entire Gross Revenues derived from the operation of the Combined Utility System and all parts thereof shall be deposited by the Issuer in the Revenue Fund. The Revenue Fund shall be held by the Board and kept separate and distinct from all other funds of the Issuer, the Board and the Depository Bank and used only for the purposes and in the manner herein provided. All Revenues at any time remaining on deposit in the Revenue Fund shall be disposed of only in the following manner and order of priority:

(1) The Issuer shall first, from the monies in the Revenue Fund, on the first day of each month, simultaneously remit to the Bond Commission (i) the amounts required by the Prior Ordinances to be deposited in the respective Sinking Funds for the Prior Bonds for the payment of interest on the Prior Bonds; and (ii) beginning on the first day of that month which is 6 months prior to the first interest payment date on the Series 2020 A Bonds, apportion and set apart out of the Revenue Fund and deposit in the Series 2020 A Bonds Sinking Fund, a sum equal to 1/6th of the amount of interest which will become due on said Series 2020 A Bonds on the next ensuing semiannual interest payment date; provided, that in the event the period to elapse between the date of such initial deposit in the Series 2020 A Bonds Sinking Fund and the next ensuing semiannual interest payment date is less than or greater than 6 months, then such monthly payments shall be increased or decreased proportionately to provide, 1 month prior to the next ensuing semiannual interest payment date, the required amount of interest coming due on such date, and provided further, that the initial amount required to be transferred from the Revenue Fund and deposited in the Series 2020 A Bonds Sinking Fund shall be reduced by the amount of accrued interest on the Series 2020 A Bonds deposited therein and subsequent amounts required to be transferred from the Revenue Fund and deposited in the Series 2020 A Bonds Sinking Fund shall be reduced by the amount of any earnings credited to the Series 2020 A Bonds Sinking Fund.

(2) The Issuer shall next, on the first day of each month, transfer from the Revenue Fund and, simultaneously remit to the Bond Commission (i) the amounts required by the Prior Ordinances to be deposited in the respective Sinking Funds for the Prior Bonds for the payment of principal of the Prior Bonds; and (ii) for deposit in the Series 2020 A Bonds Sinking Fund (and in the Series 2020 A Bonds Redemption Account therein in the case of Term Bonds which are to be redeemed) on the first day of each month, beginning on the first day of that month which is 12 months prior to the first principal payment or mandatory Redemption Date of the Series 2020 A Bonds, a sum equal to 1/12th of the amount (or 1/6th of the amount if the Series 2020 A Bonds mature semiannually rather than annually) of principal which will mature or be redeemed and become due on the Series 2020 A Bonds on the next ensuing principal payment or mandatory Redemption Date; provided, that in the event the period to elapse between the date of such initial deposit in the Series 2020 A Bonds Sinking Fund and the next ensuing principal payment or mandatory Redemption Date is less than or greater than 12 months (or 6 months if the Series 2020 A Bonds mature semiannually rather than annually), then such monthly payments shall be increased or decreased proportionately to provide, one month prior to the next ensuing principal payment date or mandatory Redemption Date, the required amount of

principal coming due on such date, and provided further, that the amount of such deposits shall be reduced by the amount of any earnings credited to the Series 2020 A Bonds Sinking Fund and not previously credited pursuant to the preceding paragraph.

(3) The Issuer shall next, on the first day of each month, transfer from the Revenue Fund and, simultaneously remit to the Bond Commission (i) the amounts required by the Prior Ordinances to be deposited in the respective reserve accounts for the Prior Bonds; and (ii) commencing 13 months prior to the first date of payment of principal of the Series 2020 A Bonds, if not fully funded upon issuance of the Series 2020 A Bonds, for deposit in the Series 2020 A Bonds Reserve Account, an amount equal to 1/120th of the Series 2020 A Bonds Reserve Requirement; provided, that no further payments shall be made into the Series 2020 A Bonds Reserve Account when there shall have been deposited therein, and as long as there shall remain on deposit therein, an amount equal to the Series 2020 A Bonds Reserve Requirement; provided further, that if the amounts in the Series 2020 A Bonds Reserve Account, as a result of a decrease in value of the Series 2020 A Bonds Reserve Account below the Series 2020 A Bonds Reserve Account Requirement or any withdrawal from the Series 2020 A Bonds Reserve Account, the Issuer shall apply such monies for deposit into the Series 2020 A Bonds Reserve Account, beginning with the first full calendar month following the date on which (a) the valuation of investments in the Series 2020 A Bonds Reserve Account results in a determination that the amount of monies and the value of the Qualified Investments deposited to the credit of the Series 2020 A Bonds Reserve Account is less than the Series 2020 A Bonds Reserve Account Requirement, or (b) any amount is withdrawn from the Series 2020 A Bonds Reserve Account for deposit into the Series 2020 A Bonds Sinking Fund. To the extent Net Revenues and any other legally available funds are available therefor, the amount so deposited shall be used to restore the amount of monies on deposit in the Series 2020 A Bonds Reserve Account to an amount equal to the Series 2020 A Bond Reserve Account Requirement to the full extent that such Net Revenues are available; provided, however, that if the shortfall in the Series 2020 A Bonds Reserve Account is due to a decrease in the value of investments therein, such shortfall shall be replenished by not less than 4 equal monthly payments, and if such shortfall is due to a withdrawal from the Series 2020 A Bonds Reserve Account, such shortfall shall be replenished by not less than 12 equal monthly payments, and provided further, that no payments shall be required to be made into the Series 2020 A Bonds Reserve Account whenever and as long as the amount deposited therein shall be equal to the Series 2020 A Bond Reserve Account Requirement.

Amounts deposited in, or pledged to, the Series 2020 A Bonds Reserve Account shall be used only for the purpose of making payments of principal of and interest on the Series 2020 A Bonds when due, when amounts in the Series 2020 A Bonds Sinking Fund are insufficient therefor, and for no other purpose.

(4) The Issuer shall next, each month, transfer from the Revenue Fund an amount sufficient to pay current Operating Expenses of the Combined Utility System.

(5) The Issuer shall next, on the first day of each month, transfer from the monies remaining in the Revenue Fund and remit to the Depository Bank for deposit in the Renewal and Replacement Fund (as previously set forth in the Prior Ordinances and not in addition thereto), a sum equal to 2.5% of the Gross Revenues each month, exclusive of any payments for account of

any Reserve Account. All funds in the Renewal and Replacement Fund shall be kept apart from all other funds of the Issuer or of the Depository Bank and shall be invested and reinvested in accordance with Article VIII hereof. Subject to the restrictions contained in the Prior Ordinances so long as the Prior Bonds are outstanding, withdrawals and disbursements may be made from the Renewal and Replacement Fund for replacements, repairs, or improvements or extensions to the Combined Utility System; provided, that any deficiency in any Reserve Account, except to the extent such deficiency exists because the required payments into such account have not, as of the date of determination of a deficiency, funded such Reserve Account to the maximum extent required hereof, shall be promptly eliminated with monies from the Renewal and Replacement Fund.

(6) Whenever all of the required and provided for transfers and payments from the Revenue Fund into the several special funds, as hereinabove provided, are current and there remains in the Revenue Fund a balance in excess of the estimated amounts required to be so transferred and paid into such funds during the following month or such other period as required by the Act, such excess shall be considered as surplus revenues (the "Surplus Revenues"). Surplus Revenues may be used for any lawful purpose of the Combined Utility System.

B. The Bond Commission is hereby designated as the fiscal agent for the administration of the Series 2020 A Bonds Sinking Fund created hereunder, and all amounts required for said Sinking Fund shall be remitted to the Bond Commission from said Revenue Fund and from the proceeds of the sale of the Series 2020 A Bonds, if any, by the Issuer at the times and as otherwise provided herein. All remittances made by the Issuer to the Bond Commission shall clearly identify the fund or account into which each amount is to be deposited.

C. The monies on deposit in the Revenue Fund and the Renewal and Replacement Fund in excess of the sum insured by the FDIC shall at all times be secured, to the full extent thereof in excess of such insured sum, by Government Obligations or by other Qualified Investments as shall be eligible as security for deposits of municipal funds under the laws of the State.

D. Principal, interest or reserve payments, whether for a deficiency or otherwise, shall be made on a parity and pro rata, with respect to the Prior Bonds, the Series 2020 A Bonds and any hereinafter issued Additional Parity Bonds all in accordance with the respective principal amounts then Outstanding.

**ARTICLE V**  
**INVESTMENTS; NON-ARBITRAGE;**  
**REBATES OF EXCESS INVESTMENT EARNINGS**

Section 5.01. Investments. The Issuer, through the Board, shall invest and reinvest, and shall instruct the Bond Commission and the Depository Bank to invest and reinvest, any monies held as a part of the funds and accounts created by this Ordinance in Qualified

Investments to the fullest extent possible under applicable laws, this Ordinance, the need for such monies for the purposes set forth herein and the specific restrictions and provisions set forth in this section.

Except as provided below, any investment shall be held in and at all times deemed a part of the fund or account in which such monies were originally held, and the interest accruing thereon and any profit or loss realized from such investment shall be credited or charged to the appropriate fund or account. The Issuer shall, through the Board, sell and reduce to cash a sufficient amount of such investments whenever the cash balance in any fund or account is insufficient to make the payments required from such fund or account, regardless of the loss on such liquidation. The Issuer, through the Board, may make any and all investments permitted by this section through the bond department of the Depository Bank. The Depository Bank shall not be responsible for any losses from such investments, other than for its own negligence or willful misconduct.

The following specific provisions shall apply with respect to any investments made under this section (unless otherwise required by the Bond Insurer and as set forth in the Supplemental Resolution):

(A) Qualified Investments acquired for the Series 2020 A Bonds Reserve Account shall mature or be subject to retirement at the option of the holder within not more than 5 years from the date of such investment.

(B) The Issuer, through the Board, shall, or shall cause the Bond Commission to, annually transfer from the Series 2020 A Bonds Reserve Account to the Series 2020 A Bonds Sinking Fund any earnings on the monies deposited therein and any other funds in excess of the Series 2020 A Bonds Reserve Requirement; provided, however, that there shall at all times remain on deposit in the Series 2020 A Bonds Reserve Account an amount at least equal to the Series 2020 A Bonds Reserve Requirement.

(C) In computing the amount in any fund or account, Qualified Investments shall be valued at the lower of the cost or the market price, exclusive of accrued interest. Valuation of all funds and accounts shall occur annually, except in the event of a withdrawal from the Series 2020 A Bonds Reserve Account, whereupon it shall be valued immediately after such withdrawal. If no longer funded with a Municipal Bond Debt Service Reserve Insurance Policy equal to the Series 2020 A Bonds Reserve Requirement and the amounts on deposit in the Series 2020 A Bonds Reserve Account shall, at any time, be less than the applicable Series 2020 A Bonds Reserve Requirement, the applicable Bond Insurer shall be notified immediately of such deficiency, and such deficiency shall be made up from the first available Gross Revenues after required deposits to the respective sinking funds for the Prior Bonds and the Series 2020 A Bonds Sinking Fund and otherwise in accordance with Section 4.03(3).

(D) All amounts representing accrued and capitalized interest, if any, shall be held by the Bond Commission, pledged solely to the payment of interest on the Series 2020 A Bonds, as appropriate, and invested only in Government Obligations maturing at such times and in such amounts as are necessary to match the interest payments to which they are pledged.

(E) Notwithstanding the foregoing, all monies deposited in the Series 2020 A Bonds Sinking Fund may be invested by the Bond Commission in the West Virginia “consolidated fund” managed by the West Virginia Investment Management Board pursuant to Chapter 12, Article 6 of the Code of West Virginia, 1931, as amended.

Section 5.02. [Reserved.]

Section 5.03. Arbitrage. The Issuer covenants that (i) it will restrict the use of the proceeds of the Series 2020 A Bonds in such manner and to such extent as may be necessary, so that such Series 2020 A Bonds will not constitute “arbitrage bonds” under Section 148 of the Code and Regulations prescribed thereunder, and (ii) it will take all actions that may be required of it (including, without implied limitation, the timely filing of a Federal information return with respect to such Series 2020 A Bonds) so that the interest on the Series 2020 A Bonds will be and remain excludable from gross income for Federal income tax purposes, and will not take any actions which would adversely affect such exclusion.

Section 5.04. Tax Certificate, Rebates, and Rebate Fund. The Issuer shall deliver a certificate of arbitrage, a tax certificate or other similar certificate (the “Tax Certificate”) to be prepared by nationally recognized bond counsel or tax counsel relating to payment of arbitrage rebate and other tax matters as a condition to issuance of the Series 2020 A Bonds. In addition, the Issuer covenants to comply with all Regulations from time to time in effect and applicable to the Series 2020 A Bonds as may be necessary in order to fully comply with Section 148(f) of the Code, and covenants to take such actions, and refrain from taking such actions, as may be necessary to fully comply with such Section 148(f) of the Code and such Regulations, regardless of whether such actions may be contrary to any of the provisions of this Ordinance.

The Issuer shall calculate, annually, the rebatable arbitrage, determined in accordance with Section 148(f) of the Code. Upon completion of each such annual calculation, the Issuer or the Board shall deposit, or cause to be deposited, in the Rebate Fund such sums as are necessary to cause the aggregate amount on deposit in the Rebate Fund to equal the sum determined to be subject to rebate to the United States, which, notwithstanding anything herein to the contrary, shall be paid from investment earnings on the underlying fund or account established hereunder and on which such rebatable arbitrage was earned or from other lawfully available sources. Notwithstanding anything herein to the contrary, the Rebate Fund shall be held free and clear of any lien or pledge hereunder and used only for payment of rebatable arbitrage to the United States. The Issuer shall pay, or cause to be paid, to the United States, from the Rebate Fund, the rebatable arbitrage in accordance with Section 148(f) of the Code and such Regulations. In the event that there are any amounts remaining in the Rebate Fund following all such payments required by the preceding sentence, the Depository Bank shall pay said amounts to the Issuer to be used for any lawful purpose of the Combined Utility System. The Issuer shall remit payments to the United States in the time and at the address prescribed by the Regulations as the same may be time to time in effect with such reports and statements as may be prescribed by such Regulations. In the event that, for any reason, amounts in the Rebate Fund are insufficient to make the payments to the United States which are required, the Issuer shall assure that such payments are made by the Issuer to the United States, on a timely basis,

from any funds lawfully available therefor. The Issuer at its expense may provide for the employment of independent attorneys, accountants or consultants compensated on such reasonable basis as the Issuer may deem appropriate in order to assure compliance with this Section 5.04. The Issuer shall keep and retain, or cause to be kept and retained, records of the determinations made pursuant to this Section 5.04 in accordance with the requirements of Section 148(f) of the Code and such Regulations. In the event the Issuer fails to make such rebates as required, the Issuer shall pay any and all penalties and other amounts, from lawfully available sources, and obtain a waiver from the Internal Revenue Service, if necessary, in order to maintain the exclusion of interest on the Series 2020 A Bonds from gross income for federal income tax purposes.

## **ARTICLE VI**

### **ADDITIONAL COVENANTS OF THE ISSUER**

Section 6.01. Covenants Binding and Irrevocable. All the covenants, agreements and provisions of this Ordinance shall be and constitute valid and legally binding covenants of the Issuer and shall be enforceable in any court of competent jurisdiction by any Holder or Holders of the Series 2020 A Bonds, as prescribed by Article VII. In addition to the other covenants, agreements and provisions of this Ordinance, the Issuer hereby covenants and agrees with the Holders of the Series 2020 A Bonds, as hereinafter provided in this Article VI. All such covenants, agreements and provisions shall be irrevocable, except as provided herein, as long as any of the Series 2020 A Bonds or the interest thereon, are Outstanding and unpaid.

Section 6.02. The Series 2020 A Bonds not to be Indebtedness of the Issuer. The Series 2020 A Bonds shall not be or constitute an indebtedness of the Issuer within the meaning of any constitutional, statutory or charter limitation of indebtedness but shall be payable solely from the Gross Revenues of the Combined Utility System or the monies in the Series 2020 A Bonds Sinking Fund and all accounts therein, all as herein provided. No Holder or Holders of any Series 2020 A Bonds issued hereunder shall ever have the right to compel the exercise of the taxing power of the Issuer to pay said Series 2020 A Bonds or the interest thereon.

Section 6.03. Series 2020 A Bonds Secured by Pledge of Gross Revenues and Monies in Series 2020 A Bonds Sinking Fund. The payment of the debt service of all of the Series 2020 A Bonds issued hereunder shall be secured forthwith equally and ratably by a first lien on the Gross Revenues derived from the operation of the Combined Utility System on a parity with one another and with the lien on the Gross Revenues in favor of the Holders of the Prior Bonds and hereafter issued Additional Parity Bonds, and with respect to the Series 2020 A Bonds, all monies and securities in the Series 2020 A Bonds Sinking Fund, including the Series 2020 A Bonds Reserve Account therein, to the extent necessary to make the payments required under Section 4.03. The Gross Revenues derived from the Combined Utility System, in an amount sufficient to pay the principal of and interest on the Prior Bonds, the Series 2020 A Bonds herein authorized and any hereinafter issued Additional Parity Bonds, and to make the payments into the Series 2020 A Bonds Sinking Fund, including the Series 2020 A Bonds Reserve Account therein, are pledged *pari passu* by the Issuer.

Section 6.04. Rates. Equitable rates or charges for the use of and service rendered by the Combined Utility System have been established all in the manner and form required by law. Copies of such rates and charges so established may be obtained from the Board by all interested parties. The schedule of rates and charges shall at all times be adequate to produce Gross Revenues from the Combined Utility System sufficient to pay Operating Expenses and to make the prescribed payments into the funds created or continued hereunder. Such schedule of rates and charges shall be changed and readjusted whenever necessary so that the aggregate of the rates and charges will be sufficient for such purposes. In order to assure full and continuous performance of this covenant, with a margin for contingencies and temporary unanticipated reduction in income and revenues, the Issuer hereby covenants and agrees that the schedule of rates or charges from time to time in effect shall be sufficient, together with other revenues of the Combined Utility System (i) to provide for all Operating Expenses of the Combined Utility System, and (ii) to leave a balance each year equal to at least 115% of the maximum amount required in any year for payment of principal of and interest on the Series 2020 A Bonds and all other obligations secured by a lien on or payable from such Gross Revenues on a parity with the Series 2020 A Bonds, including the Prior Bonds and any hereinafter issued Additional Parity Bonds.

The Issuer hereby covenants to commence enactment of such ordinance or ordinances as shall be required to increase the rates and charges for the services and facilities of the Combined Utility System within 180 days following a determination of an Independent Certified Public Accountant that less than the above-required coverage exists or in the event that the annual audit report shows less than the above-required coverage, such increase to provide rates and charges sufficient to produce such required coverage.

The Issuer expressly reserves the right to reduce the rates for the Combined Utility System, whether approved or in effect as of the date of issuance of the Series 2020 A Bonds, in the event that, based on a certificate of an Independent Certified Public Accountant, after any such decrease in rates, the Issuer will meet the requirements of this Section 6.04 and is not in default under any other provision of any ordinance authorizing any bonds or other indebtedness secured by the Gross Revenues of the Combined Utility System.

Section 6.05. Operation and Maintenance of the Combined Utility System. The Issuer will maintain the Combined Utility System in good condition and will operate the same as a revenue-producing enterprise in an efficient and economical manner, making such expenditures for equipment and for renewal, repair and replacement as may be proper for the economical operation and maintenance thereof from the revenues of said Combined Utility System in the manner provided in this Ordinance.

Section 6.06. Sale of the Combined Utility System. So long as the Prior Bonds are Outstanding, the Issuer shall not sell, mortgage, lease or otherwise dispose of the Combined Utility System, except as provided by the Prior Ordinances. Additionally, so long as the Series 2020 A Bonds are Outstanding, the Combined Utility System may be sold, mortgaged, leased or otherwise disposed of only as a whole, or substantially as a whole, and only if the net proceeds to be realized shall be sufficient to defease the pledge created by this Ordinance as provided by Section 9.01. The proceeds from such sale, mortgage, lease or other disposition of the Combined

Utility System shall be immediately remitted to the Bond Commission for deposit in the Series 2020 A Bonds Sinking Fund, and otherwise as prescribed by Section 9.01. Any balance remaining after such defeasance shall be remitted to the Issuer by the Bond Commission unless necessary for the payment of other obligations of the Issuer payable out of the Gross Revenues of the Combined Utility System.

The foregoing provision notwithstanding, the Board shall have and hereby reserves the right to sell, lease or otherwise dispose of any of the property comprising a part of the Combined Utility System hereinafter determined in the manner provided herein to be no longer necessary, useful or profitable in the operation thereof. Prior to any such sale, lease or other disposition of such property, if the amount to be received therefor is not in excess of \$5,000,000, the Board shall, in writing, determine that such property comprising a part of the Combined Utility System is no longer necessary, useful or profitable in the operation thereof, and the Board may then provide for the sale of such property. The proceeds of any such sale shall be used for any lawful purpose of the Combined Utility System. If the amount to be received from such sale, lease or other disposition of said property shall be in excess of \$5,000,000 but not in excess of \$10,000,000, the Board shall first obtain the written approval of the Consulting Engineers that such property comprising a part of the Combined Utility System is no longer necessary, useful or profitable in the operation thereof, and the Board may then, if it be so advised, by resolution duly adopted, approve and concur in such finding and authorize such sale, lease or other disposition of such property in accordance with the laws of the State. The proceeds derived from any such sale, lease or other disposition of such property, in excess of \$5,000,000 and not in excess of \$10,000,000, shall be deposited by the Issuer into the Renewal and Replacement Fund. Such payments of such proceeds into the Renewal and Replacement Fund shall not reduce the amounts required to be paid into said funds by other provisions of this Ordinance.

No sale, lease or other disposition of the properties of the Combined Utility System shall be made by the Issuer if the proceeds to be derived therefrom shall be in excess of \$10,000,000 and insufficient to defease the pledge created by this Ordinance, as provided by Section 9.01, without the prior approval and consent in writing of (i) any applicable Bond Insurer, or (ii) if the Series 2020 A Bonds are not insured, the Holders, or their duly authorized representatives, of 60% in an amount of Series 2020 A Bonds then Outstanding. The Issuer shall prepare the form of such approval and consent for execution by the Bond Insurer or the then Holders of the Series 2020 A Bonds for the disposition of the proceeds from the sale, lease or other disposition of such properties of the Combined Utility System.

Section 6.07. Issuance of Other Obligations Payable Out of Revenues and General Covenant Against Encumbrances. The Issuer shall not issue any other obligations whatsoever, except Additional Parity Bonds provided for in Section 6.08 hereof, payable from the Gross Revenues of the Combined Utility System which rank prior to, or equally, as to lien on and source of and security for payment from the Gross Revenues with the Series 2020 A Bonds and the Prior Bonds; and all obligations hereafter issued by the Issuer payable from the Gross Revenues of the Combined Utility System, except such Additional Parity Bonds, shall contain an express statement that such obligations are junior and subordinate as to lien on and source of and security for payment from such Gross Revenues and in all other respects to the Series 2020 A Bonds.

The Issuer shall not create, or cause or permit to be created, any debt, lien, pledge, assignment, encumbrance or any other charge having priority over or, except with respect to such Additional Parity Bonds, being on a parity with the lien of the Series 2020 A Bonds, upon any of the income and revenues of the Combined Utility System pledged for payment of the principal of, and interest on the Series 2020 A Bonds in this Ordinance or upon the Combined Utility System or any part thereof.

Section 6.08. Additional Parity Bonds. So long as the Prior Bonds are outstanding the limitations on the issuance of parity obligations set forth in the Prior Ordinances authorizing such bonds shall be applicable. In addition, no Additional Parity Bonds, as in this section defined, payable out of the Gross Revenues of the Combined Utility System shall be issued after the issuance of the Series 2020 A Bonds pursuant to this Ordinance, except under the conditions and in the manner herein provided.

No such Additional Parity Bonds shall be issued except for the purpose of financing the costs of design, acquisition, construction and/or equipping of additions, betterments and/or improvements for the Combined Utility System, refunding all or a portion of one or more series of the Series 2020 A Bonds and the Prior Bonds, refunding all or a portion of any series of Additional Parity Bonds hereinafter issued, paying claims which may exist against the revenues or facilities of the Combined Utility System, or all of such purposes.

No such Additional Parity Bonds shall be issued at any time, however, unless and until there has been procured a written statement by an Independent Certified Public Accountant reciting the conclusion that the Net Revenues actually derived, subject to the adjustments hereinafter provided for, from the Combined Utility System during any 12 consecutive months within the 18 months immediately preceding the date of the actual issuance of such Additional Parity Bonds, plus the estimated average increased annual Net Revenues to be received in each of the 3 succeeding years after the date of issuance of such Additional Parity Bonds, shall be not less than 115% of the Maximum Annual Debt Service on the following:

- (1) The Series 2020 A Bonds then Outstanding;
- (2) The Prior Bonds then Outstanding;
- (3) Any Additional Parity Bonds theretofore issued pursuant to the provisions contained in this Bond Legislation then Outstanding; and
- (4) The Additional Parity Bonds then proposed to be issued.

The “estimated average increased annual Net Revenues to be received in each of the 3 succeeding years,” as that term is used in the computation provided in the above paragraph, shall refer only to the increased Net Revenues estimated to be derived from the improvements to be financed by such Additional Parity Bonds and any increase in rates enacted by the Issuer, the time for appeal of which shall have expired (without successful appeal) prior to the issuance of such Additional Parity Bonds.

The Net Revenues actually derived from the Combined Utility System during the 12 consecutive month period hereinabove referred to may be adjusted by adding to such Net Revenues such additional Net Revenues which would have been received in the opinion of the Independent Certified Public Accountant, as stated in a certificate, on account of increased rates, rentals, fees and charges for the Combined Utility System enacted by the Issuer, the time for appeal of which shall have expired (without successful appeal) prior to issuance of such Additional Parity Bonds.

The term “Additional Parity Bonds,” as used in this section, shall be deemed to mean evidence of indebtedness, specifically including, but not limited to, bonds and notes issued under the provisions and within the limitations of the Act and this section, payable from the Gross Revenues of the Combined Utility System on a parity with the Series 2020 A Bonds, and the Prior Bonds, and all the covenants and other provisions of this Ordinance (except as to details of such Additional Parity Bonds inconsistent herewith) shall be for the equal benefit, protection and security of the Holders of the Series 2020 A Bonds and the Prior Bonds and the Holders of any Additional Parity Bonds theretofore or subsequently issued from time to time within the limitations of and in compliance with this section. All Bonds, regardless of the time or times of their issuance, shall rank equally with respect to their lien on the Gross Revenues of the Combined Utility System, and their source of and security for payment from said Gross Revenues, without preference of any Bond over any other. The Issuer shall comply fully with all the increased payments into the various funds and accounts created in this Ordinance required for and on account of such Additional Parity Bonds, in addition to the payments required for Bonds theretofore issued pursuant to this Ordinance.

The term “Additional Parity Bonds,” as used in this section, shall not be deemed to include bonds, notes, certificates or other obligations subsequently issued, the lien on the Gross Revenues of the Combined Utility System of which is subordinate to the prior and superior lien of the Series 2020 A Bonds, the Prior Bonds and any theretofore issued Additional Parity Bonds on such Gross Revenues (the “Subordinate Bonds”). Nothing contained in this Ordinance shall be deemed to limit or restrict the ability of the Issuer to issue Subordinate Bonds. The Issuer shall not issue any obligations whatsoever payable from the revenues of the Combined Utility System, or any part thereof, which rank prior to or equally, as to lien and source of and security for payment from such revenues with the Series 2020 A Bonds except in the manner and under the conditions provided in this section.

No Additional Parity Bonds, as in this section defined, shall be issued at any time, however, unless all of the payments into the respective funds and accounts provided for in this Ordinance on account of the Series 2020 A Bonds then Outstanding (excluding the Renewal and Replacement Fund), and any other payments provided for in this Ordinance, shall have been made in full as required to the date of delivery of the Additional Parity Bonds and the Issuer shall then be in full compliance with all the covenants, agreements and terms in this Ordinance and every ordinance supplemental thereto, or shall have fully corrected any delinquency or deficiency with respect to such payments and compliance.

Section 6.09. Insurance and Bonds. The Issuer hereby covenants and agrees, that so long as the Series 2020 A Bonds remain Outstanding, the Issuer or the Board will, as an

Operating Expense of the Combined Utility System, procure, carry and maintain insurance and bonds and workers' compensation coverage with a reputable insurance carrier or carriers or bonding company or companies rated at least "A" by Standard & Poor's Corporation covering the following risks and in the following amounts:

A. FIRE, LIGHTNING, VANDALISM, MALICIOUS MISCHIEF AND EXTENDED COVERAGE INSURANCE, on all above-ground insurable portions of the Combined Utility System in an amount equal to the greater of the fair appraised value or the original cost thereof. In the event of any damage to or destruction of any portion of the Combined Utility System, the Board will promptly arrange for the application of the insurance proceeds for the repair or reconstruction of such damages or destroyed portion. The Board will itself, or will require any contractor and subcontractor to, obtain and maintain builder's risk insurance to protect the interests of the Board and the Issuer during acquisition, construction and/or equipping of any additions, betterment and/or improvements for the Combined Utility System.

B. PUBLIC LIABILITY INSURANCE, with limits of not less than is customarily carried by public utilities of equivalent size with respect to works and properties similar to the Combined Utility System to protect the Issuer and the Board from claims for bodily injury and/or death and from claims for damage to property of others which may arise from the ownership, management, operation and maintenance of the Combined Utility System, and insurance with the same limits to protect the Issuer and the Board from claims arising out of operation or ownership of motor vehicles of or for the Combined Utility System; provided, that the Board, with the review of an independent insurance consultant and the concurrence of the Issuer, may elect to self-insure.

C. WORKERS' COMPENSATION COVERAGE FOR ALL EMPLOYEES OF OR FOR THE COMBINED UTILITY SYSTEM ELIGIBLE THEREFOR; AND PERFORMANCE AND PAYMENT OR COMPLETION BONDS, such bonds to be in the amounts of not less than 100% of the amount of any construction contract and to be required of each contractor dealing directly with the Board and such bonds will be filed with the Clerk of the County Commission of Monongalia County prior to commencement of acquisition, construction and/or equipping of any additions, extensions or improvements for the Combined Utility System in compliance with West Virginia Code, Section 38-2-39.

D. FLOOD INSURANCE, if the facilities of the Combined Utility System are or will be located in designated special flood or mudslide-prone areas and to the extent available at reasonable cost to the Issuer.

E. BUSINESS INTERRUPTION INSURANCE, to the extent available at reasonable cost to the Issuer.

F. FIDELITY BONDS will be provided as to every officer, member and employee of the Issuer or the Board having custody of the revenues or of any other funds of the Combined Utility System, as required by State law.

If required by State law, the Issuer and/or the Board shall require all contractors engaged in the acquisition, construction or equipping of any additions, betterments or improvements for the Combined Utility System to furnish a performance bond and a payment bond, each in an amount equal to 100% of the contract price for that particular contract as security for the faithful performance of such contract.

The Issuer and/or the Board shall also require all contractors engaged in the acquisition, construction and/or equipping of additions, betterments or improvements for the Combined Utility System to carry such workers' compensation coverage for all of the contractor's employees and public liability insurance, vehicular liability insurance and property damage insurance in amounts adequate for such purposes and as is customarily carried with respect to such contracts.

If the Issuer or the Board determines in good faith that any required insurance is not commercially available at a reasonable cost with reasonable terms, it shall engage an insurance consultant to verify the determination and to make recommendations regarding the types, amounts and provisions of any such insurance that should be purchased or funded by the Issuer or the Board for the Combined Utility System, taking into consideration the costs and practices of other municipal utility systems of similar size and to the extent that such information is available. The Issuer and/or the Board may, upon resolution adopted in good faith and upon the recommendations of the insurance consultant, adopt alternate or supplemental risk management programs which the Issuer or the Board determines to be reasonable, including the right to self-insure and participate in captive insurance companies.

Section 6.10. Services Rendered to the Board or Issuer. The Board will not render or cause to be rendered any free services of any nature by its Combined Utility System; and, in the event the Board, the Issuer or any department, agency, instrumentality, officer or employee thereof shall avail himself of any or all of the facilities or services provided by the Combined Utility System or any part thereof, the same rates, fees or charges applicable to other customers receiving like services under similar circumstances shall be charged the Board, the Issuer and any such department, agency, instrumentality, officer or employee. Such charges shall be paid as they accrue, and the Board or the Issuer shall transfer from its general funds sufficient sums to pay such charges for service to any of its departments or properties. The revenues so received shall be deemed to be revenues derived from the operation of the Combined Utility System and shall be deposited and accounted for in the same manner as other revenues derived from such operation of the Combined Utility System.

Section 6.11. Enforcement of Collections. The Issuer shall, through the Board, diligently enforce and collect all fees, rentals or other charges for the services and facilities of the Combined Utility System, and take all steps, actions and proceedings for the enforcement and collection of such fees, rentals or other charges which shall become delinquent to the full extent permitted or authorized by the Act, the rules and regulations of the Public Service Commission of West Virginia and other laws of the State of West Virginia.

Section 6.12. No Competing Franchise. To the extent legally allowable, neither the Issuer nor the Board will grant or cause, consent to or allow the granting of any franchise or

permit to any person, firm, corporation or body, or agency or instrumentality whatsoever for the providing of any services which would compete with services provided by the Combined Utility System.

Section 6.13. Books and Records. The Board will keep books and records of the Combined Utility System, which shall be separate and apart from all other books, records and accounts of the Board or the Issuer, in which complete and correct entries shall be made of all transactions relating to the Combined Utility System. Any Holder of a Series 2020 A Bond shall have the right at all reasonable times to inspect the Combined Utility System, and all parts thereof, and all records, accounts and data of the Board relating thereto.

The accounting system for the Combined Utility System shall follow current generally accepted accounting principles, to the extent allowable under and in accordance with the rules and regulations of the Public Service Commission of West Virginia and the Act. Separate control accounting records shall be maintained by the Board. Subsidiary records as may be required shall be kept in the manner, on the forms, in the books and along with other bookkeeping records as prescribed by the Board. The Board shall prescribe and institute the manner by which subsidiary records of the accounting system which may be installed remote from the direct supervision of the Board shall be reported to such agent of the Board as it shall direct.

The Issuer or the Board shall, at least once a year, cause the books, records and accounts of the Combined Utility System to be completely audited by an Independent Certified Public Accountant.

Section 6.14. Operating Budget. The Board shall annually, at least 45 days preceding the beginning of each Fiscal Year, prepare and adopt by resolution a detailed, balanced budget of the estimated revenues and expenditures for operation and maintenance of the Combined Utility System during the succeeding Fiscal Year.

Section 6.15. Mandatory Connections. The mandatory use of the sanitary sewerage portion of the Combined Utility System is essential and necessary for the protection and preservation of the public health, comfort, safety, convenience and welfare of the inhabitants and residents of, and the economy of, the Issuer, and in order to assure the rendering harmless of sewage and waterborne waste matter produced or arising within the territory served by the sanitary sewerage portion of the Combined Utility System. Accordingly, every owner, tenant or occupant of any house, dwelling or building located near the sanitary sewerage portion of the Combined Utility System, to the extent permitted by the laws of the State and the rules and regulations of the Public Service Commission of West Virginia, shall connect with and use the sanitary sewerage portion of the Combined Utility System.

Any such house, dwelling or building from which emanates sewage or waterborne waste matter and which is not so connected to the sanitary sewerage portion of the Combined Utility System is hereby declared and found to be a hazard to the health, safety, comfort and welfare of the residents of the Issuer and a public nuisance which shall be abated to the extent permitted by law and as promptly as possible by proceedings in a court of competent jurisdiction.

Section 6.16. Statutory Mortgage Lien. For the further protection of the Holders of the Series 2020 A Bonds, a statutory mortgage lien upon the Combined Utility System is granted and created by the Act, which statutory mortgage lien is hereby recognized and declared to be valid and binding, shall take effect immediately upon the issuance of the Series 2020 A Bonds and shall be on a parity with all series of the Series 2020 A Bonds and with the statutory mortgage lien in favor of the Holders of the Prior Bonds.

Section 6.17. Tax Covenants. The Issuer hereby further covenants and agrees as follows:

A. **PRIVATE BUSINESS USE LIMITATION.** The Issuer shall assure that (i) not in excess of 10% of the Net Proceeds of the Series 2020 A Bonds are used for Private Business Use if, in addition, the payment of more than 10% of the principal or 10% of the interest due on such Series 2020 A Bonds during the term thereof is, under the terms of such Bonds or any underlying arrangement, directly or indirectly, secured by any interest in property used or to be used for a Private Business Use or in payments in respect of property used or to be used for a Private Business Use or is to be derived from payments, whether or not to the Issuer, in respect of property or borrowed money used or to be used for a Private Business Use; and (ii) in the event that both (A) in excess of 5% of the Net Proceeds of the Series 2020 A Bonds are used for a Private Business Use, and (B) an amount in excess of 5% of the principal or 5% of the interest due on the Series 2020 A Bonds during the terms thereof is, under the terms of such Series 2020 A Bonds or any underlying arrangement, directly or indirectly, secured by any interest in property used or to be used for said Private Business Use or in payments in respect of property used or to be used for said Private Business Use or is to be derived from payments, whether or not to the Issuer, in respect of property or borrowed money used or to be used for said Private Business Use, then said excess over said 5% of Net Proceeds of the Series 2020 A Bonds used for a Private Business Use shall be used for a Private Business Use related to the governmental use of the Combined Utility System, or if the Series 2020 A Bonds are for the purpose of financing more than one project, a portion of the Combined Utility System, and shall not exceed the proceeds used for the governmental use of that portion of the Combined Utility System to which such Private Business Use is related. All of the foregoing shall be determined as provided for in the Code.

B. **PRIVATE LOAN LIMITATION.** The Issuer shall assure that not in excess of the lesser of 5% of the Net Proceeds of the Series 2020 A Bonds or \$5,000,000 are used, directly or indirectly, to make or finance a loan to persons other than state or local government units.

C. **FEDERAL GUARANTEE PROHIBITION.** The Issuer shall not take any action or permit or suffer any action to be taken if the result of the same would be to cause the Series 2020 A Bonds to be directly or indirectly “federally guaranteed” within the meaning of Section 149(b) of the Code and Regulations promulgated thereunder.

D. **INFORMATION RETURN.** The Issuer will file all statements, instruments and returns necessary to assure the tax-exempt status of the Series 2020 A Bonds and the interest

thereon, including without limitation, the information return required under Section 149(e) of the Code.

E. FURTHER ACTIONS. The Issuer will take all actions that may be required of it so that the interest on the Series 2020 A Bonds will be and remain excludable from gross income for federal income tax purposes, and will not take any actions which would adversely affect such exclusion. Without limiting the generality of the foregoing, the Issuer agrees to comply with the provisions of the Tax Certificate, which are hereby incorporated herein. This covenant shall survive payment in full or defeasance of the Series 2020 A Bonds.

Section 6.18. Covenants Regarding the Municipal Bond Insurance Policy. The Issuer may obtain a Municipal Bond Insurance Policy for all, or certain maturities, of the Series 2020 A Bonds. In the event such Municipal Bond Insurance Policy is obtained, certain additional covenants of the Issuer will be required by the Bond Insurer as a condition to insuring the Series 2020 A Bonds. These additional covenants shall be set forth in full in the Supplemental Resolution, shall apply to the Series 2020 A Bonds and any other Bonds which may be insured by such Bond Insurer, and shall be controlling in the event any other provisions of this Ordinance or Supplemental Resolution may be in conflict therewith.

Section 6.19. Covenants Regarding the Municipal Bond Debt Service Reserve Insurance Policy. The Issuer intends to obtain a Municipal Bond Debt Service Reserve Insurance Policy either contemporaneously with, or subsequent to, the date of issuance of the Series 2020 A Bonds to fund the Series 2020 A Bonds Debt Service Reserve Account in an amount equal to the Series 2020 A Bonds Reserve Requirement. In the event such Municipal Bond Debt Service Reserve Insurance Policy is obtained, certain additional covenants of the Issuer will be required by the Bond Insurer as a condition to providing the Municipal Bond Debt Service Reserve Insurance Policy. These additional covenants shall be set forth in full in a Supplemental Resolution, shall apply to the Series 2020 A Bonds, and shall be controlling in the event any other provisions of this Ordinance or Supplemental Resolution may be in conflict therewith.

In the event that the Issuer does not obtain a Municipal Bond Debt Service Reserve Insurance Policy contemporaneously with the issuance of the Series 2020 A Bonds, the Issuer may, so long as the Series 2020 A Bonds are outstanding, via the adoption of a Supplemental Resolution, fund the Series 2020 A Bonds Reserve Account with a Municipal Bond Debt Service Reserve Insurance Policy in an amount equal to the Series 2020 A Bonds Reserve Requirement and any additional covenants of the Issuer required by the Bond Insurer shall be set forth in such Supplemental Resolution, shall apply to the Series 2020 A Bonds, and shall be controlling in the event any other provisions of the Ordinance or any other Supplemental Resolution may be in conflict therewith.

Section 6.20. Continuing Disclosure Agreement. The Issuer approves the delivery by the Board of a Continuing Disclosure Agreement, Dissemination Agent Agreement or Continuing Disclosure Certificate in form acceptable to the Original Purchaser, sufficient to ensure compliance with Rule 15c2-12, as it may be amended from time to time.

Section 6.21. Preliminary Official Statement; Official Statement. The distribution of the Preliminary Official Statement with respect to the Series 2020 A Bonds shall be and the same is hereby approved. The Preliminary Official Statement shall be in such form as may be approved by the Supplemental Resolution. The Mayor and City Manager are hereby authorized and directed to execute and deliver a final Official Statement on behalf of the Issuer, which shall be in substantially the form of the Preliminary Official Statement with such changes, insertions and omissions as may be required to reflect the terms of the sale of the Series 2020 A Bonds and as the Mayor and City Manager may approve (the “Official Statement”). The execution of the Official Statement by the Mayor and City Manager shall be conclusive evidence of such approval. Copies of the Official Statement are hereby authorized to be prepared and furnished to the Original Purchaser for distribution.

Section 6.22. Bond Purchase Agreement. The Series 2020 A Bonds shall be sold to the Original Purchaser pursuant to the terms and conditions of the Bond Purchase Agreement. If not so authorized by previous ordinance, the Mayor and City Manager are specifically authorized and directed to execute the said Bond Purchase Agreement in such form as may be approved by the Supplemental Resolution, and the City Clerk is directed to affix the seal of the Issuer, attest the same and deliver the said Bond Purchase Agreement to the Original Purchaser.

Section 6.23. Bond Documents. The Issuer shall deliver a Escrow Agreement, Tax Certificate, Tax Compliance Policy and such other closing documents as shall be required for the issuance of the Series 2020 A Bonds, in forms acceptable to the Original Purchaser, the forms of which shall be approved by the Supplemental Resolution, and the Mayor and City Manager are authorized and directed to execute and deliver such Escrow Agreement, Tax Certificate, Tax Compliance Policy and other closing documents on behalf of the Issuer, with such changes as the Mayor and City Manager shall approve, such approval to be conclusively evidenced by the execution of the Tax Certificate and such other closing documents by the Mayor and City Manager. The Mayor, City Manager and City Clerk are further authorized to take all actions necessary for the Issuer to comply with the Escrow Agreement, Tax Certificate, the Tax Compliance Policy and such other closing documents.

## **ARTICLE VII**

### **DEFAULTS AND REMEDIES**

Section 7.01. Events of Default. Each of the following events shall constitute an “Event of Default” with respect to the Series 2020 A Bonds:

(A) If default occurs in the due and punctual payment of the principal of or interest on any Series 2020 A Bond; or

(B) If default occurs in the Issuer’s observance of any of the covenants, agreements or conditions on its part in this Ordinance or Supplemental Resolution or in the Series 2020 A Bonds contained, and such default shall have continued for a period of 30 days after written notice specifying such default and requiring the same to be remedied shall have been given to the Issuer by any Bondholder or any Bond Insurer; or

(C) If the Issuer files a petition seeking reorganization or arrangement under the federal bankruptcy laws or any other applicable law of the United States of America; or

(D) If default occurs with respect to the Prior Bonds or the Prior Ordinances.

Section 7.02. Enforcement. Upon the happening and continuance of any Event of Default, any Bondholder (with the prior written consent of the applicable Bond Insurer) or any Bond Insurer may exercise any available remedy and bring any appropriate action, suit or proceeding to enforce its rights and, in particular:

(A) Bring suit for any unpaid principal or interest then due;

(B) By mandamus or other appropriate proceeding enforce all rights of the Bondholders, including the right to require the Issuer to perform its duties under the Act and this Ordinance;

(C) Bring suit upon the Series 2020 A Bonds, as applicable;

(D) By action at law or bill in equity require the Issuer to account as if it were the trustee of an express trust for the Bondholders; and

(E) By action or bill in equity enjoin any acts in violation of this Ordinance or the rights of the Bondholders or the Bond Insurer.

No remedy by the terms of this Ordinance conferred upon or reserved to the Bondholders is intended to be exclusive of any other remedy, but each and every such remedy shall be cumulative and shall be in addition to any other remedy given to the Bondholders hereunder or now or hereafter existing at law or by statute, all pro rata, with respect to the Prior Bonds and the Series 2020 A Bonds, in accordance with the respective principal amounts then Outstanding.

No delay or omission to exercise any right or power accruing upon any default or Event of Default shall impair any such right or power or shall be construed to be a waiver of any such default or Event of Default or acquiescence therein, and every such right and power may be exercised from time to time and as often as may be deemed expedient.

No waiver of any default or Event of Default hereunder by the Bondholders shall be made without the prior written consent of the applicable Bond Insurer or shall extend to or shall affect any subsequent default or Event of Default or shall impair any rights or remedies consequent thereto.

Section 7.03. Appointment of Receiver. If there be any Event of Default existing and continuing, any Bondholder or any Bond Insurer shall, in addition to all other remedies or rights, have the right by appropriate legal proceedings to obtain the appointment of a receiver to administer the Combined Utility System on behalf of the Issuer, with power to charge rates, rentals, fees and other charges sufficient to provide for the payment of the principal of and

interest on the Series 2020 A Bonds and the Prior Bonds, the deposits into the funds and accounts hereby established as herein provided and the payment of Operating Expenses of the Combined Utility System and to apply such rates, rentals, fees, charges or other revenues in conformity with the provisions of this Ordinance and the Act.

The receiver so appointed shall forthwith, directly or by his agents and attorneys, enter into and upon and take possession of all facilities of said Combined Utility System and shall hold, operate, maintain, manage and control such facilities, and each and every part thereof, and in the name of the Issuer exercise all the rights and powers of the Issuer with respect to said facilities as the Issuer itself might do.

Whenever all that is due upon the Series 2020 A Bonds issued pursuant to this Ordinance and interest thereon and under any covenants of this Ordinance for reserve, sinking or other funds and accounts and upon any other obligations and interest thereon having a charge, lien or encumbrance upon the Gross Revenues of the Combined Utility System shall have been paid and made good, and all defaults under the provisions of this Ordinance and any Supplemental Resolution shall have been cured and made good, and all monies due hereunder or under any Supplemental Resolution have been paid in full, possession of the Combined Utility System shall be surrendered to the Issuer upon the entry of an order of the court to that effect. Upon any subsequent default, any Bondholder shall have the same right to secure the further appointment of a receiver upon any such subsequent default.

Such receiver, in the performance of the powers hereinabove conferred upon him, shall be under the direction and supervision of the court making such appointment, shall at all times be subject to the orders and decrees of such court and may be removed thereby and a successor receiver appointed in the discretion of such court. Nothing herein contained shall limit or restrict the jurisdiction of such court to enter such other and further orders and decrees as such court may deem necessary or appropriate for the exercise by the receiver of any function not specifically set forth herein.

Any receiver appointed as provided herein shall hold and operate the Combined Utility System in the name of the Issuer and for the joint protection and benefit of the Issuer and the Holders of the Series 2020 A Bonds issued pursuant to this Ordinance. Such receiver shall have no power to sell, assign, mortgage or otherwise dispose of any assets of any kind or character belonging or pertaining to the Combined Utility System, but the authority of such receiver shall be limited to the possession, operation and maintenance of the Combined Utility System, for the sole purpose of the protection of both the Issuer and the Holders of the Series 2020 A Bonds, and the curing and making good of any default under the provisions of this Ordinance, and the title to and ownership of said Combined Utility System shall remain in the Issuer, and no court shall have any jurisdiction to enter any order or decree permitting or requiring such receiver to sell, mortgage or otherwise dispose of any assets of the Combined Utility System.

Notwithstanding any other provision of this Ordinance, in determining whether the rights of the Holders of the Series 2020 A Bonds will be adversely affected by any action taken pursuant to the terms and provisions of this Ordinance, any trustee or Bondholder's committee

representing the Holders of the Series 2020 A Bonds shall consider the effect on the Holders of the Series 2020 A Bonds as if no Municipal Bond Insurance Policy were then in effect.

Section 7.04. Restoration of Issuer and Holders of the Series 2020 A Bonds. In case any Holder of the Series 2020 A Bonds shall have proceeded to enforce any right under this Ordinance by the appointment of a receiver, by entry or otherwise, and such proceedings shall have been discontinued or abandoned for any reason, or shall have been determined adversely, then and in every such case the Issuer and such Holder of the Series 2020 A Bonds shall be restored to their former positions and rights hereunder, and all rights and remedies of such Holder of the Series 2020 A Bonds shall continue as if no such proceedings had been taken.

## **ARTICLE VIII** **REGISTRAR AND PAYING AGENT**

Section 8.01. Appointment of Registrar. The Registrar for the Series 2020 A Bonds shall be appointed pursuant to the Supplemental Resolution. The Issuer is hereby authorized and directed to enter into an agreement with the Registrar, the substantial form of which agreement is to be approved by Supplemental Resolution.

Section 8.02. Responsibilities of Registrar. The recitals of fact in the Series 2020 A Bonds shall be taken as statements of the Issuer, and the Registrar shall not be responsible for their accuracy. The Registrar shall not be deemed to make any representation as to, and shall not incur any liability on account of, the validity of the execution of any Series 2020 A Bonds by the Issuer. Notwithstanding the foregoing, the Registrar shall be responsible for any representation in its Certificate of Authentication on the Series 2020 A Bonds. The Registrar and any successor thereto shall agree to perform all the duties and responsibilities spelled out in this Ordinance and any other duties and responsibilities incident thereto, all as provided by said agreement described in Section 8.01.

Section 8.03. Evidence on Which Registrar May Act. Except as otherwise provided by Section 10.02, the Registrar shall be protected in acting upon any notice, resolution, request, consent, order, certificate, opinion or other document believed by it to be genuine and to have been signed or presented by the proper party or parties. Whenever the Registrar shall deem it necessary or desirable that a fact or matter be proved or established prior to taking or suffering any action, such fact or matter, unless other evidence is specifically prescribed, may be deemed to be conclusively proved and established by a certificate of an Authorized Officer of the Issuer, but in its discretion the Registrar may instead accept other evidence of such fact or matter.

Section 8.04. Compensation and Expenses. The Issuer shall pay to the Registrar from time to time reasonable compensation for all services, including the transfer of registration of Series 2020 A Bonds, the first exchange of Series 2020 A Bonds and the exchange of Series 2020 A Bonds in the event of partial redemption, incurred in the performance of its duties hereunder.

Section 8.05. Certain Permitted Acts. The Registrar may become the owner of or may deal in Series 2020 A Bonds as fully and with the same rights it would have if it were not Registrar. To the extent permitted by law, the Registrar may act as depository for, and permit any of its officers or directors to act as a member of, or in any other capacity with respect to, any committee formed to protect the rights of Bondholders or effect or aid in any reorganization growing out of the enforcement of the Series 2020 A Bonds, or this Ordinance, whether or not any such committee shall represent the Holders of a majority in principal amount of the Series 2020 A Bonds Outstanding.

Section 8.06. Resignation of Registrar. The Registrar may at any time resign and be discharged of its duties and obligations under this Ordinance by giving not less than sixty (60) days' written notice to the Issuer and publishing in an Authorized Newspaper notice (or mailing such notice to each Bondholder in the event all Bonds are fully registered), specifying the date when such resignation shall take effect, within twenty (20) days after the giving of such written notice. A copy of such notice shall also be mailed to each owner of a fully registered Bond or a coupon Bond registered as to principal (other than to bearer). Such resignation shall take effect upon the day specified in such notice unless a successor shall have been previously appointed by the Issuer or bondholders, in which event such resignation shall take effect immediately; provided, that in no event shall such resignation take effect until a successor has been appointed and has accepted its duties as Registrar.

Section 8.07. Removal. The Registrar may be removed at any time by the Issuer, the applicable Bond Insurer or by the Holders of a majority in principal amount of the Series 2020 A Bonds then Outstanding by an instrument or concurrent instruments in writing signed and duly acknowledged by the Issuer, the applicable Bond Insurer or by such Bondholders or their attorneys duly authorized in writing and delivered to the Issuer, as the case may be. Copies of each such instrument shall be delivered by the Issuer to the Registrar. Such removal shall take effect upon the date stated in such instrument; provided, that in no event shall such removal take effect until a successor has been appointed and has accepted its duties as Registrar.

Section 8.08. Appointment of Successor. In case at any time the Registrar shall resign or shall be removed or shall become incapable of acting, or shall be adjudged bankrupt or insolvent, or if a receiver, liquidator or conservator of the Registrar or of its property shall be appointed, or if any public officer or court shall take charge or control of the Registrar or of its property or affairs, a successor may be appointed by the Holders of a majority in principal amount of the Series 2020 A Bonds then Outstanding by an instrument or concurrent instruments in writing signed by such Bondholders or their attorneys duly authorized in writing and delivered to the Issuer and such successor Registrar, notification thereof being given to the predecessor Registrar. Pending such appointment, the Issuer shall forthwith appoint a Registrar to fill such vacancy until a successor Registrar shall be appointed by such Bondholders. The Issuer shall publish in an Authorized Newspaper (or mail to each Bondholder in the event all Bonds are fully registered) notice of any such appointment within twenty (20) days after the effective date of such appointment. A copy of such notice shall also be mailed to each owner of a fully registered Bond or a coupon Bond registered as to principal (other than to bearer). Any successor Registrar appointed by the Issuer shall, immediately and without further act, be superseded by a Registrar appointed by such Bondholders. If in a proper case no appointment of a successor Registrar

shall be made within forty-five (45) days after the Registrar shall have given to the Issuer written notice of resignation or after the occurrence of any other event requiring such appointment, the Registrar or any Bondholder may apply to any court of competent jurisdiction to appoint a successor. Any Registrar appointed under the provisions of this section shall be a bank, trust company or national banking association authorized to perform the duties imposed upon it by this Ordinance.

Section 8.09. Transfer of Rights and Property to Successor. Any predecessor Registrar or Paying Agent shall pay over, assign and deliver any monies, books and records held by it to its successor.

Section 8.10. Merger or Consolidation. Any company into which the Registrar may be merged or converted, or with which it may be consolidated, or any company resulting from any merger, conversion or consolidation to which it shall be a party, or any company to which the Registrar or any public officer or court may sell or transfer all or substantially all of its corporate trust business, shall be the successor to such Registrar without the execution or filing of any paper or the performance of any further act; provided, however, that such company shall be a bank, trust company or national banking association meeting the requirements set forth in Section 8.08.

Section 8.11. Adoption of Authentication. In case any of the Series 2020 A Bonds shall have been authenticated but not delivered, any successor Registrar may adopt a Certificate of Authentication and Registration executed by any predecessor Registrar and deliver such Bonds so authenticated, and, in case any Bonds shall have been prepared but not authenticated, any successor Registrar may authenticate such Bonds in the name of the predecessor Registrar or in its own name.

Section 8.12. Paying Agent. The Bond Commission shall initially serve as Paying Agent as required by the Act. Any alternate Paying Agent must be a bank, trust company or national banking association authorized to perform the duties imposed upon it by this Ordinance. Such alternate Paying Agent shall signify its acceptance of the duties and obligations imposed upon it pursuant hereto by executing and delivering to the Issuer a written acceptance thereof. Any successor Paying Agent shall take such actions as may be necessary to ensure that the Series 2020 A Bonds shall be and remain DTC-Eligible.

Each Paying Agent shall be entitled to payment and reimbursement for reasonable fees for its services rendered hereunder and all advances, counsel fees and other expenses reasonably and necessarily made or incurred by such Paying Agent in connection with such services solely from monies available therefor.

Any bank, trust company or national banking association with or into which any Paying Agent may be merged or consolidated, or to which the assets and business of such Paying Agent may be sold, shall be deemed the successor of such Paying Agent for the purposes of this Ordinance. If the position of Paying Agent shall become vacant for any reason, the Issuer shall, within thirty (30) days thereafter, appoint a bank, trust company or national banking association to fill such vacancy; provided, however, that, if the Issuer shall fail to appoint such Paying Agent

within said period, the Bond Commission, a court of competent jurisdiction or a majority of the Bondholders may make such appointment.

The Paying Agents shall enjoy the same protective provisions in the performance of their duties hereunder as are specified in this Article VIII with respect to the Registrar, insofar as such provisions may be applicable.

Notice of the appointment of successor or additional Paying Agents or fiscal agents shall be given in the same manner as provided by Section 8.08 hereof with respect to the appointment of a successor Registrar.

All monies received by the Paying Agents shall, until used or applied as provided in this Ordinance, be held in trust for the purposes for which they were received.

## **ARTICLE IX**

### **DEFEASANCE; DISCHARGE OF PLEDGE OF ORDINANCE**

Section 9.01. Defeasance; Discharge of Pledge of Ordinance. If the Issuer shall pay or cause to be paid, or there shall otherwise be paid, to the respective Holders of all Series 2020 A Bonds the principal of and interest due or to become due thereon, at the times and in the manner stipulated therein and in this Ordinance, and all other monies due hereunder have been paid, then this Ordinance and the pledges of the Gross Revenues and other monies and securities pledged hereunder, and all covenants, agreements and other obligations of the Issuer on behalf of the Holders of the Series 2020 A Bonds made hereunder, as applicable, shall thereupon cease, terminate and become void and be discharged and satisfied.

Series 2020 A Bonds for the payment of which either monies in an amount which shall be sufficient, or securities the principal of and the interest on which, when due, will provide monies which, together with the monies, if any, deposited with the Paying Agent at the same or earlier time, shall be sufficient, to pay as and when due the respective principal of and interest on such Series 2020 A Bonds shall be deemed to have been paid within the meaning and with the effect expressed in the first paragraph of this section. All Series 2020 A Bonds shall, prior to the maturity thereof, be deemed to have been paid within the meaning and with the effect expressed in the first paragraph of this section if there shall have been deposited with the Bond Commission or an escrow trustee either monies in an amount which shall be sufficient, or securities the principal of and the interest on which, when due, will provide monies which, together with the monies, if any, deposited with the Bond Commission or said escrow trustee at the same or earlier time shall be sufficient, to pay when due the principal of, any redemption premium on and interest due and to become due on said Series 2020 A Bonds on and prior to the maturity date thereof, or if the Issuer irrevocably determines to redeem any of said Series 2020 A Bonds prior to the maturity thereof, on and prior to said Redemption Date. Neither securities nor monies deposited with the Bond Commission or an escrow trustee pursuant to this section nor principal or interest payments on any such securities shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal of and interest on said Series 2020 A Bonds; provided, that any cash received from such principal, redemption premium, if any, and interest payments on such securities deposited with the Bond Commission

or said escrow trustee, if not then needed for such purpose, shall, to the extent practicable, be reinvested in securities maturing at times and in amounts sufficient to pay when due the principal of and redemption premium, if any, and interest to become due on said Series 2020 A Bonds on and prior to such maturity or Redemption Dates thereof, and interest earned from such reinvestments shall be paid over to the Issuer as received by the Bond Commission or said escrow trustee, free and clear of any trust, lien or pledge.

## **ARTICLE X** **MISCELLANEOUS**

Section 10.01. Amendment of Ordinance. Prior to issuance of the Series 2020 A Bonds, this Ordinance may be amended, modified or supplemented in any way by the Supplemental Resolution. All provisions required by the Bond Insurer, if any, shall be set forth in the Supplemental Resolution and to the extent they constitute an amendment or modification of this Ordinance, shall be controlling. Following issuance of the Series 2020 A Bonds, this Ordinance and any Supplemental Resolution may, without the consent of any Holder of the Series 2020 A Bonds or other person, be amended, modified or supplemented in any manner which, in the written opinion of Bond Counsel, does not materially adversely affect the interests of the Holder of the Series 2020 A Bonds or any Bond Insurer; provided, that in the event any of the Series 2020 A Bonds are insured, no such amendment or modification which affects the rights of the applicable Bond Insurer for such Series 2020 A Bonds may be made without the written consent of such Bond Insurer. Otherwise, no materially adverse amendment or modification to this Ordinance, or of any Supplemental Resolution, may be made (i) without the written consent of the Holders of 60% in aggregate principal amount of the Series 2020 A Bonds then Outstanding and affected thereby; or (ii) the Bond Insurer. No such modification or amendment shall extend the maturity of or reduce the interest rate on, or otherwise alter the terms of payment of the principal of or interest on, any Series 2020 A Bond without the express written consent of the Holder of such Series 2020 A Bond, nor reduce the percentage of Series 2020 A Bonds required for consent to any such modification or amendment.

Section 10.02. Evidence of Signatures of Bondholders and Ownership of Bonds. Any request, consent, revocation of consent or other instrument which this Ordinance may require or permit to be signed and executed by Bondholders may be in one or more instruments of similar tenor, and shall be signed or executed by such Bondholders in person or by their attorneys duly authorized in writing. Proof of the execution of any such instrument, or of an instrument appointing or authorizing any such attorney, shall be sufficient for any purpose of this Ordinance if made in the following manner, or in any other manner satisfactory to the Issuer or the Registrar, as the case may be, which may nevertheless in its discretion require further or other proof in cases where it deems the same desirable:

A. The fact and date of the execution by any Bondholder or his attorney of any such instrument may be proved (i) by the certificate of a notary public or other officer authorized to take acknowledgments of deeds to be recorded in the jurisdiction in which he purports to act that the person signing such instrument acknowledged to him the execution thereof, or by the affidavit of a witness of such execution, duly sworn to before such a notary public or other officer or (ii) by the certificate, which need not be acknowledged or verified, of an officer of a

bank, a trust company or a financial firm or corporation satisfactory to the Issuer or the Registrar, as the case may be, that the person signing such instrument acknowledged to such bank, trust company, firm or corporation the execution thereof.

B. The authority of a person or persons to execute any such instrument on behalf of a corporate Bondholder may be established without further proof if such instrument is signed by a person purporting to be the president or treasurer or a vice-president or an assistant treasurer of such corporation with a corporate seal affixed, and is attested by a person purporting to be its secretary or assistant secretary.

C. The amount of fully registered Series 2020 A Bonds held by a person executing any instrument as a Bondholder, the date of their holding such Series 2020 A Bonds and the numbers and other identification thereof, shall be confirmed by the Bond Register.

Any request, consent or other instrument executed by the Holder of any Bond shall bind all future Holders and owners of such Bond in respect of anything done or suffered to be done hereunder by the Issuer or the Registrar in accordance therewith.

Section 10.03. Preservation and Inspection of Documents. To the extent allowable under law, all reports, certificates, statements and other documents received by the Registrar under the provisions of this Ordinance shall be retained in its possession and shall be available at all reasonable times for the inspection of the Issuer or any Bondholder, and their agents and their representatives, but any such reports, certificates, statements or other documents may, at the election of the Registrar, be destroyed or otherwise disposed of at any time after such date as the pledge created by this Ordinance shall be discharged as provided in Section 9.01.

Section 10.04. Cancellation of Bonds. All Series 2020 A Bonds purchased or paid shall, if surrendered to the Issuer, be canceled and delivered to the Registrar, or, if surrendered to the Registrar, be canceled by it. No such Bonds shall be deemed Outstanding under this Ordinance and no Series 2020 A Bonds shall be issued in lieu thereof. All such Bonds shall be canceled and upon order of the Issuer shall be destroyed, and a certificate evidencing such destruction shall be delivered to the Issuer.

Section 10.05. Failure to Present Bonds. Anything in this Ordinance to the contrary notwithstanding, any monies held by the Bond Commission or a Paying Agent in trust for the payment and discharge of any of the Series 2020 A Bonds which remain unclaimed for two years after the date on which such Bonds have become due and payable, whether by maturity or upon call for redemption, shall at the written request of the Issuer be paid by the Bond Commission or said Paying Agent to the Issuer as its absolute property and free from trust, and the Bond Commission or said Paying Agent shall thereupon be released and discharged with respect thereto, and the Holders of such Bonds shall look only to the Issuer for the payment of such Bonds; provided, however, that, before making any such payment to the Issuer, the Registrar, if so advised by the Bond Commission, or said Paying Agent shall send to the Holder, at the address listed on the Bond Register, by certified mail, a notice that such monies remain unclaimed and that, after a date named in said notice, which date shall be not less than 30 days

after the date of such notice is mailed, the balance of such monies then unclaimed will be returned to the Issuer.

Section 10.06. Notices, Demands and Requests. Unless otherwise expressly provided, all notices, demands and requests to be given or made hereunder to or by the Issuer, the Registrar, the Depository Bank, the Original Purchaser or the Bond Insurer shall be in writing and shall be properly made if sent by United States mail, postage prepaid, and addressed as follows or if hand-delivered to the individual to whom such notice, demand or request is required to be directed as indicated below:

ISSUER

The City of Morgantown  
389 Spruce Street  
Morgantown, West Virginia 26505  
Attention: City Manager

With copy to:

Morgantown Utility Board  
278 Greenbag Road  
Morgantown, WV 26501  
Attention: General Manager

REGISTRAR

[Name(s) and address(s) to be set forth in Supplemental Resolution]

PAYING AGENT

West Virginia Municipal Bond Commission  
900 Pennsylvania Avenue  
Suite 1117  
Charleston, West Virginia 25302  
Attention: Executive Director

DEPOSITORY BANK

[Name(s) and address(s) to be set forth in Supplemental Resolution]

ORIGINAL PURCHASER

Crews & Associates, Inc.  
300 Summers Street, Suite 930  
Charleston, WV 25301  
Attention: Senior Managing Director

BOND INSURER

[Name(s) and address(es) to be set forth in the Supplemental Resolution]

Any party listed above may change such address listed for it at any time upon written notice of change sent by United States mail, postage prepaid, to the other parties.

Section 10.07. No Personal Liability. No member of the Council, the Board or officer or employee of the Issuer or the Board shall be individually or personally liable for the payment of the principal of or the interest on any of the Series 2020 A Bonds, but nothing herein contained shall relieve any such member, official or employee from the performance of any official duty provided by law or this Ordinance.

Section 10.08. Law Applicable. The laws of the State shall govern the construction of this Ordinance and of all Series 2020 A Bonds issued hereunder.

Section 10.09. Parties Interested Herein. Nothing in this Ordinance expressed or implied is intended or shall be construed to confer upon, or give to, any person or corporation, other than the Issuer, the Registrar, the Paying Agent, the Holders of the Series 2020 A Bonds, the applicable Bond Insurer, if any, and the Original Purchaser, any right, remedy or claim under or by reason of this Ordinance. All the covenants, stipulations, promises and agreements contained in this Ordinance by and on behalf of the Issuer shall be for the sole and exclusive benefit of the Issuer, the Registrar, the Paying Agent, the Holders of the Series 2020 A Bonds, the Bond Insurer and the Original Purchaser.

Section 10.10. Severability of Invalid Provisions. If any section, paragraph, clause or provision of this Ordinance shall be held invalid, such invalidity shall not affect any of the remaining provisions of this Ordinance.

Section 10.11. Table of Contents and Headings. The Table of Contents and headings of the articles, sections and subsections hereof are for convenience only and shall neither control nor affect in any way the meaning or construction of any of the provisions hereof.

Section 10.12. Conflicting Provisions Repealed. All ordinances, orders, resolutions or parts thereof in conflict with the provisions of this Ordinance, are, to the extent of such conflict, hereby repealed.

Section 10.13. Procedure on Enactment of Ordinance; Public Hearing. Upon adoption of this Ordinance, the City Clerk is hereby authorized and directed to have an abstract of this Ordinance, which abstract has been determined by the Council of the Issuer to contain sufficient information to give notice of the contents of such Ordinance, published once each week for 2 successive weeks, with not less than six full days between each publication, the first such publication to be not less than 10 days before the date stated below for the public hearing, in the *Dominion Post*, a newspaper published and having a general circulation in The City of Morgantown, together with a notice to all persons concerned, stating that this Ordinance has been adopted and that the Issuer contemplates the issuance of the Series 2020 A Bonds described in this Ordinance and that any person interested may appear before the Council at the public hearing to be had at a public meeting of Council on the 8<sup>th</sup> day of September, 2020, at 7:00 p.m., in the Council Chambers of the City Hall, Morgantown and present protests, and that a certified

copy of this Ordinance is on file with the City Clerk for review by interested parties during the office hours of the City Clerk. At such hearing all protests and suggestions shall be heard by the Council and it shall then take such action as it shall deem proper in the premises.

*[Remainder of Page Intentionally Left Blank]*

Section 10.14. Effective Date. This Ordinance shall become effective following public hearing hereon in accordance with the Act.

First Reading: August 4, 2020

Second Reading: August 18, 2020

Effective following  
Public Hearing held on: September 1, 2020

THE CITY OF MORGANTOWN

\_\_\_\_\_  
Mayor

\_\_\_\_\_  
City Manager

[SEAL]

ATTEST:

\_\_\_\_\_  
City Clerk

CERTIFICATION

Certified a true copy of an Ordinance duly enacted by the Council of THE CITY OF MORGANTOWN on the 8th day of September, 2020, pursuant to proper notice, at which meeting a quorum was present and acting throughout, and which Ordinance was enacted following a public hearing thereon, notice of which public hearing was published once a week for two successive weeks in a newspaper having a general circulation in The City of Morgantown, the first publication having been not less than 10 days prior to such public hearing.

Dated this \_\_\_\_ day of \_\_\_\_\_, 2020.

[SEAL]

\_\_\_\_\_  
City Clerk

EXHIBIT A – FORM OF SERIES 2020 A BONDS

[DTC Legend]

No. AR-\_\_\_\_\_

\$\_\_\_\_\_

UNITED STATES OF AMERICA  
STATE OF WEST VIRGINIA  
THE CITY OF MORGANTOWN (WEST VIRGINIA)  
COMBINED UTILITY SYSTEM REFUNDING REVENUE BONDS,  
SERIES 2020 A (TAX EXEMPT)

INTEREST RATE: \_\_\_\_\_ MATURITY DATE: \_\_\_\_\_ BOND DATE: \_\_\_\_\_ CUSIP: \_\_\_\_\_  
\_\_\_\_\_ %

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: \_\_\_\_\_

KNOW ALL PERSONS BY THESE PRESENTS: That THE CITY OF MORGANTOWN (West Virginia), a political subdivision and municipal corporation organized and existing under the laws of the State of West Virginia (the “Issuer”), for value received, hereby promises to pay, solely from the special funds provided therefor, as hereinafter set forth, to the Registered Owner specified above, or registered assigns (the “Registered Owner”), on the Maturity Date specified above, the Principal Amount specified above and solely from such special funds also to pay interest on said Principal Amount from the Interest Payment Date (as hereinafter defined) preceding the date of authentication hereof or, if authenticated after the Record Date (as hereinafter defined) but prior to the applicable Interest Payment Date or on said Interest Payment Date, from said Interest Payment Date or, if no interest has been paid, from the Bond Date specified above, or, if and to the extent that the Issuer shall default in the payment of interest on any Interest Payment Date, then this Series 2020 A Bond shall bear interest from the most recent Interest Payment Date to which interest has been paid or duly provided for, and in which case any Series 2020 A Bond surrendered for transfer or exchange shall be dated as of the Interest Payment Date to which interest has been paid in full, at the Interest Rate per annum specified above, semiannually, on June 1 and December 1, in each year, beginning December 1, 2020 (each an “Interest Payment Date”), until maturity or until the date fixed for redemption if this Series 2020 A Bond is called for prior redemption and payment on such date is provided for.

Capitalized terms used and not defined herein shall have the meanings ascribed thereto in the hereinafter-described Ordinance.

Interest accruing on this Series 2020 A Bond on and prior to the Maturity Date hereof shall be payable by check or draft mailed by the West Virginia Municipal Bond Commission, Charleston, West Virginia, as paying agent (in such capacity, the “Paying Agent”), to the Registered Owner hereof as of the applicable Record Date (each May 15 and November 15) or, in the event of a default in the payment of Series 2020 A Bonds, that special record date to be fixed by the hereinafter named Registrar by notice given to the Registered Owners not less than 10 days prior to said special record date at the address of such Registered Owner as it appears on the registration books of the Issuer maintained by United Bank, Charleston, West Virginia, as registrar (in such capacity, the “Registrar”), or, at the option of any Registered Owner of at least \$1,000,000 in aggregate principal amount of Series 2020 A Bonds, by wire transfer in immediately available funds to a domestic bank account specified in writing by the Registered Owner to the Paying Agent at least 5 days prior to such Record Date. Principal and premium, if any, shall be paid when due upon presentation and surrender of this Series 2020 A Bond for payment at the office of the Paying Agent, in Charleston, West Virginia.

This Bond is one of an issue of a series of bonds, in the aggregate principal amount of \$\_\_\_\_\_ designated “The City of Morgantown Combined Utility System Refunding Revenue Bonds, Series 2020 A (Tax Exempt)” (the “Series 2020 A Bonds”), of like tenor and effect, except as to number, denomination, date of maturity and interest rate, dated \_\_\_\_\_, 2020, upon original issuance, the proceeds of which are to be used, together with other funds of the Issuer: (i) to finance the cost of refunding the Issuer’s Combined Utility System Revenue Bonds, Series 2010 A (Direct Payment Build America Bonds) (the “Series 2010 A Bonds”); (ii) to pay the premium for a Municipal Bond Insurance Policy to secure the payment of the principal of, and interest on, the Series 2020 A Bonds; (iii) to pay the premium for a Municipal Bond Debt Service Reserve Insurance Policy for the Series 2020 A Bonds in an amount equal to the Series 2020 A Bonds Reserve Requirement; and (iv) to pay certain costs of issuance of the Series 2020 A Bonds and related costs. The Series 2020 A Bonds are issued under the authority of and in full compliance with the Constitution and statutes of the State of West Virginia, including particularly, Chapter 8, Article 20 of the West Virginia Code of 1931, as amended (the “Act”), and an Ordinance duly enacted by the City Council of the Issuer on September 8, 2020, and supplemented by a Supplemental Parameters Resolution adopted by said City Council on \_\_\_\_\_, 2020 (hereinafter collectively referred to as the “Ordinance”), and is subject to all the terms and conditions of said Ordinance. The Ordinance provides for the issuance of additional bonds under certain conditions, and such bonds would be entitled to be paid and secured equally and ratably from and by the funds and revenues and other security provided for the Series 2020 A Bonds under the Ordinance. Reference is hereby made to the Ordinance, as the same may be amended and supplemented from time to time, for a description of the rights, limitations of rights, obligations, duties and immunities of the Issuer, the Registrar, the Paying Agent, the Registered Owners of the Series 2020 A Bonds and the Registered Owners of any subsequently issued additional bonds. Executed counterparts or certified copies of the Ordinance are on file at the office of the City Clerk in The City of Morgantown, West Virginia.

**[The Series 2020 A Bonds are additionally secured, but only to the extent described in the Statement of Insurance printed on the Bonds, by a policy of municipal bond insurance issued by [Bond Insurer].]**

THIS BOND IS ISSUED ON A PARITY WITH RESPECT TO LIENS, PLEDGE AND SOURCE OF AND SECURITY FOR PAYMENT, AND IN ALL RESPECTS, WITH THE FOLLOWING COMBINED UTILITY SYSTEM REVENUE BONDS OF THE ISSUER (COLLECTIVELY, THE “PRIOR BONDS”):

(1) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2000 A (WEST VIRGINIA SRF PROGRAM), DATED FEBRUARY 29, 2000, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$7,842,000 (THE “SERIES 2000 A BONDS”);

(2) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2000 B (WEST VIRGINIA INFRASTRUCTURE FUND), DATED FEBRUARY 29, 2000, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$2,488,000 (THE “SERIES 2000 B BONDS”);

(3) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2006 A (WEST VIRGINIA SRF PROGRAM), DATED JUNE 30, 2006, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$6,410,191 (THE “SERIES 2006 A BONDS”);

(4) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2007 A (WEST VIRGINIA SRF PROGRAM), DATED AUGUST 14, 2007, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$8,500,000 (THE “SERIES 2007 A BONDS”);

(5) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2010 C (WEST VIRGINIA SRF PROGRAM), DATED JANUARY 28, 2010, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$15,380,227 (THE “SERIES 2010 C BONDS”);

(6) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2010 D (WEST VIRGINIA DWTRF PROGRAM), DATED JANUARY 28, 2010, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$9,317,286 (THE “SERIES 2010 D BONDS”);

(7) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2010 E (WEST VIRGINIA DWTRF PROGRAM/ARRA), DATED JANUARY 28, 2010, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$100,000 (THE “SERIES 2010 E BONDS”);

(8) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2012 A (WEST VIRGINIA DWTRF PROGRAM), DATED AUGUST 24, 2012, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$570,000 (THE “SERIES 2012 A BONDS”);

(9) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2013 A (WEST VIRGINIA INFRASTRUCTURE FUND), DATED AUGUST 22, 2013, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$4,605,260 (THE “SERIES 2013 A BONDS”);

(10) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2014 B, DATED JULY 23, 2014, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$505,421 (THE “SERIES 2014 B BONDS”);

(11) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2015 A (WEST VIRGINIA WATER DEVELOPMENT AUTHORITY), OF THE ISSUER, DATED MARCH 31, 2015 ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$137,568 (THE “SERIES 2015 A BONDS”);

(12) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2015 B (WEST VIRGINIA WATER DEVELOPMENT AUTHORITY), OF THE ISSUER, DATED MARCH 31, 2015, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$4,586 (THE “SERIES 2015 B BONDS”);

(13) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2015 C (WEST VIRGINIA SRF PROGRAM), OF THE ISSUER, DATED MARCH 31, 2015 ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$8,111,813 (THE “SERIES 2015 C BONDS”);

(14) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2015 D (WEST VIRGINIA SRF PROGRAM), OF THE ISSUER, DATED MARCH 31, 2015 ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$1,688,394 (THE “SERIES 2015 D BONDS”);

(15) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2015 E (WEST VIRGINIA SRF PROGRAM), OF THE ISSUER, DATED JUNE 11, 2015 ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$662,300 (THE “SERIES 2015 E BONDS”);

(16) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2016 A, OF THE ISSUER, DATED DECEMBER 1, 2016 ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$69,755,000 (THE “SERIES 2016 A BONDS”);

(17) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2016 B-1 (WEST VIRGINIA SRF PROGRAM), OF THE ISSUER, DATED DECEMBER 15, 2016 ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$25,000,000 (THE “SERIES 2016 B-1 BONDS”);

(18) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2017 A (BANK QUALIFIED), DATED DECEMBER 21, 2017, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$2,695,000 (THE “SERIES 2017 A BONDS”);

(19) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2018 A (WEST VIRGINIA INFRASTRUCTURE FUND), OF THE ISSUER, DATED JANUARY 31, 2018, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$394,074 (THE “SERIES 2018 A BONDS”);

(20) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2018 B (TAX-EXEMPT), OF THE ISSUER, DATED JUNE 28, 2018, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$44,260,000 (THE “SERIES 2018 B BONDS”);

(21) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2018 A-2 (WEST VIRGINIA INFRASTRUCTURE FUND), OF THE ISSUER, DATED JULY 10, 2018, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$140,715 (THE “SERIES 2018 A-2 BONDS”);

(22) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2019 A (WEST VIRGINIA DWTRF PROGRAM), DATED OCTOBER 22, 2019, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$1,068,500 (THE “SERIES 2019 A BONDS”); AND

(23) COMBINED UTILITY SYSTEM REVENUE BONDS, SERIES 2019 B (WEST VIRGINIA DWTRF PROGRAM), DATED OCTOBER 22, 2019, ISSUED IN THE ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF \$2,546,000 (THE “SERIES 2019 B BONDS” AND COLLECTIVELY WITH THE BONDS LISTED ABOVE, THE “PRIOR BONDS”)

The Series 2020 A Bonds are subject to redemption prior to their stated maturity dates, as provided in the Ordinance and as set forth in the following lettered paragraphs:

(A) Optional Redemption. The Bonds maturing on and after \_\_\_\_\_, 20\_\_\_\_, are subject to redemption prior to maturity at the option of the Issuer on or after \_\_\_\_\_, 20\_\_\_\_, in whole at any time and in part on any Interest Payment Date, as directed by the Issuer, in reverse order of maturity and by lot within a maturity, at the following Redemption Prices (expressed as percentages of the principal amount of Bonds to be redeemed), plus interest accrued thereon to the date fixed for redemption:

Period During Which Redeemed	Redemption
_____ (Dates Inclusive)	_____ Price

(B) Mandatory Sinking Fund Redemption. The Series 2020 A Bonds maturing on \_\_\_\_\_, 20\_\_\_\_ and 20\_\_\_\_ are subject to annual mandatory sinking fund redemption prior to maturity by random selection as may be determined by the Registrar, on \_\_\_\_\_ 1 of the years and in the principal amounts set forth below, at the Redemption Price of 100% of the principal amount of each Bond so called for redemption plus interest accrued to the date fixed for redemption:

Bonds Maturing _____	1, 20
Year ( 1 ) _____	Principal Amount

---

\* Final Maturity

In the event of any redemption of less than all outstanding Series 2020 A Bonds, the maturities to be redeemed shall be selected by the Paying Agent at the direction of the Issuer and Series 2020 A Bonds to be redeemed shall be determined by lot within a maturity, or in such other manner deemed appropriate by the Paying Agent. If less than all the Series 2020 A Bonds are to be redeemed, the Series 2020 A Bonds to be redeemed shall be identified by reference to the Series designation, date of issue, CUSIP numbers and Maturity Dates.

Notice of any redemption of this Series 2020 A Bond, unless waived, shall be given by the Paying Agent on behalf of the Issuer by mailing an official redemption notice by registered or certified mail at least thirty (30) days and not more than sixty (60) days prior to the date fixed for redemption to the Registered Owner of the Series 2020 A Bond or Series 2020 A Bonds to be redeemed at the address shown on the Bond Register or at such other address as is furnished in writing by such Registered Owner to the Paying Agent. Such notice shall also be given by the Paying Agent to the Registrar. Notice of redemption having been given as aforesaid, the Series 2020 A Bonds or portions of Series 2020 A Bonds so to be redeemed shall, on the Redemption Date, become due and payable at the Redemption Price therein specified, and from and after such date (unless the Issuer shall default in the payment of the Redemption Price) such Series 2020 A Bonds or portions of Series 2020 A Bonds shall cease to bear interest.

Failure to receive such notice or any defect therein or in the mailing thereof shall not affect the validity of proceedings for the redemption of this Series 2020 A Bond.

The Series 2020 A Bonds and the interest thereon are payable only from and are secured by the Gross Revenues (as defined in the Ordinance) to be derived from the operation of the Combined Utility System, on a parity in all respects with the pledge of the Gross Revenues created in favor of the holders of the Prior Bonds, all monies in the Series 2020 A Bonds Sinking Fund, and the Series 2020 A Bonds Reserve Account therein, established under the Ordinance, and the unexpended proceeds of the Series 2020 A Bonds, and the Issuer hereby and in the Ordinance pledges such revenues and monies to such payment. Said Gross Revenues shall be sufficient to pay the principal of and interest on all bonds which may be issued pursuant to the Act and shall be set aside as a special fund hereby pledged for such purpose and to make the other payments required by the Ordinance. This Series 2020 A Bond does not constitute an indebtedness of the Issuer within any constitutional or statutory provision or limitation, nor shall the Issuer be obligated to pay the same or the interest hereon except from said special fund provided from the Gross Revenues, the monies in the Series 2020 A Bonds Sinking Fund and the Series 2020 A Bonds Reserve Account and the unexpended proceeds of the Series 2020 A Bonds.

Pursuant to the Ordinance, the Issuer has covenanted and agreed to establish and maintain just and equitable rates and charges for the use of the Combined Utility System and the services rendered thereby, which shall be sufficient, together with other revenues of the Combined Utility System, to provide for the reasonable expenses of operation, repair and maintenance of the Combined Utility System, and to leave a balance each year equal to at least 115% of the maximum amount payable in any year for principal of and interest, if any, on the Series 2020 A Bonds and all other obligations secured by a lien on or payable from such revenues on a parity with the Series 2020 A Bonds, including the Prior Bonds and any hereinafter issued Additional Parity Bonds. The Issuer has entered into certain further covenants with the registered owners of the Series 2020 A Bonds, for the terms of which reference is made to the Ordinance. Remedies provided the registered owners of the Series 2020 A Bonds are exclusively as provided in the Ordinance, to which reference is here made for a detailed description thereof.

All monies received from the sale of the Series 2020 A Bonds except for accrued interest thereon shall be applied solely to pay the entire outstanding principal of, and accrued interest on, the Series 2010 A Bonds, pay the premium for a Municipal Bond Insurance Policy to secure the payment of the principal of and interest on the Series 2020 A Bonds, pay the premium for a Municipal Bond Debt Service Reserve Insurance Policy in amount equal to the Series 2020 A Bonds Reserve Requirement, and pay Costs of Issuance of the Series 2020 A Bonds, and there shall be, and hereby is, created and granted a lien upon such monies, until so applied, in favor of the registered owners of said Series 2020 A Bonds.

IT IS HEREBY CERTIFIED, RECITED AND DECLARED that all acts, conditions and things required to exist, happen and be performed precedent to and in the issuance of this Series 2020 A Bond have existed, have happened and have been performed in due time, form and manner as required by law, and that the amount of this Series 2020 A Bond, together with all other obligations of said Issuer, does not exceed any limit prescribed by the Constitution or statutes of the State of West Virginia, and that a sufficient amount of the revenues of the Combined Utility System has been pledged to and will be set aside into said special fund by said Issuer for the prompt payment of the principal of and interest on the Series 2020 A Bonds of which this Series 2020 A Bond is one.

This Series 2020 A Bond, under the provisions of the Act is and has all the qualities and incidents of, a negotiable instrument under the Uniform Commercial Code of the State of West Virginia, but may be transferred only upon the surrender hereof at the office of the Registrar and otherwise as provided by the within-described Ordinance.

This Series 2020 A Bond and the income there from are, under the Act, exempt from all taxation by the State of West Virginia, or any county, municipality, political subdivision or agency thereof.

This Series 2020 A Bond shall not be entitled to any benefit under the Ordinance, or become valid or obligatory for any purpose, until the certificate of authentication and registration hereon shall have been signed by the Registrar.

All provisions of the Ordinance and the statutes under which this Series 2020 A Bond is issued shall be deemed to be a part of the contract evidenced by this Series 2020 A Bond to the same extent as if written fully herein.

*[Remainder of Page Intentionally Left Blank]*

IN WITNESS WHEREOF, THE CITY OF MORGANTOWN has caused this Bond to be signed by its Mayor and City Manager, and its corporate seal to be imprinted hereon and attested by its City Clerk, and has caused this Series 2020 A Bond to be dated as of the Series 2020 A Bond Date specified above.

[SEAL]

[Manual or facsimile signature]  
Mayor

[Manual or facsimile signature]  
City Manager

ATTEST:

[Manual or facsimile signature]  
City Clerk

CERTIFICATE OF AUTHENTICATION  
AND REGISTRATION

This Series 2020 A Bond is one of the fully registered Series 2020 A Bonds described in the within-mentioned Ordinance and has been duly registered in the name of the Registered Owner on the date set forth below.

Dated: \_\_\_\_\_, 2020.

\_\_\_\_\_,  
As Registrar

By \_\_\_\_\_  
Its Authorized Officer

STATEMENT OF INSURANCE

[Bond Insurance Legend]

(FORM OF)  
ASSIGNMENT

Social Security or Other Identifying Number of Assignee

---

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto \_\_\_\_\_ the within Bond and does hereby irrevocably constitute and appoint \_\_\_\_\_ to transfer the said Bond on the books kept for registration thereof with full power of substitution in the premises.

Dated: \_\_\_\_\_, 20\_\_\_\_.

---

SIGNATURE GUARANTEED:

---

(Bank, Trust Company or Firm)

---

(Authorized Officer)

NOTICE: The Assignor's signature to this Assignment must correspond with the name as it appears upon the face of the within Bond in every particular, without alteration or any change whatever.

**AN ORDINANCE ANNEXING PROPERTY OF THE MONONGALIA COUNTY BOARD OF EDUCATION IN MORGAN DISTRICT INTO THE CORPORATE BOUNDARIES OF THE CITY OF MORGANTOWN**

WHEREAS, West Virginia Code section 8-6-4 permits a municipality to order annexation of additional territory by ordinance without a vote if a majority of freeholders and qualified voters petition for such annexation; and

WHEREAS, all freeholders and qualified voters in the territory subject of the attached “Petition for Annexation,” which is incorporated into this Ordinance by reference, have petitioned for annexation; and

WHEREAS, the City has enumerated and verified the total number of eligible petitioners and is satisfied that the petition is sufficient in every respect and that the territory to be annexed is contiguous to the current municipal boundaries;

NOW, THEREFORE, the City of Morgantown hereby ordains as follows:

- (1) That the territory described in the Petition for Annexation, being Parcels 15.1, 15.2, 15.3, 15.4, 15.5, 15.6, 15.7, 15.8, 15.9, 15.10, of Tax Map Number 1 in Morgan District, Monongalia County, West Virginia, or the property comprising such area currently or formerly assessed as such identified parcels, as more fully described in the Petition for Annexation and exhibit thereto, shall be annexed into the City of Morgantown;
- (2) That the City Clerk is directed to enter upon the journal of the City the finding that the Petition for Annexation is sufficient in every respect and forward a certificate to that effect to the County Commission of Monongalia County, West Virginia, pursuant to *W. Va. Code* § 8-6-4(g), notifying the Commission that it shall enter an order as described in *W. Va. Code* § 8-6-3 describing the annexation of the additional territory to the corporate limits of the City of Morgantown.

This ordinance is effective upon adoption.

**FIRST READING:**

\_\_\_\_\_  
Mayor

**ADOPTED:**

**FILED:**

\_\_\_\_\_  
City Clerk

**RECORDED:**

## PETITION FOR ANNEXATION

The undersigned, being the sole freeholders of the property situated within the area of proposed annexation, and being the sole qualified voter of the territory, hereby petitions the City Council of the City of Morgantown, West Virginia, to annex the territory described in this Petition and shown and described on the attached map or plat, as required by law, pursuant to West Virginia Code Chapter 8, Article 6, Section 4.

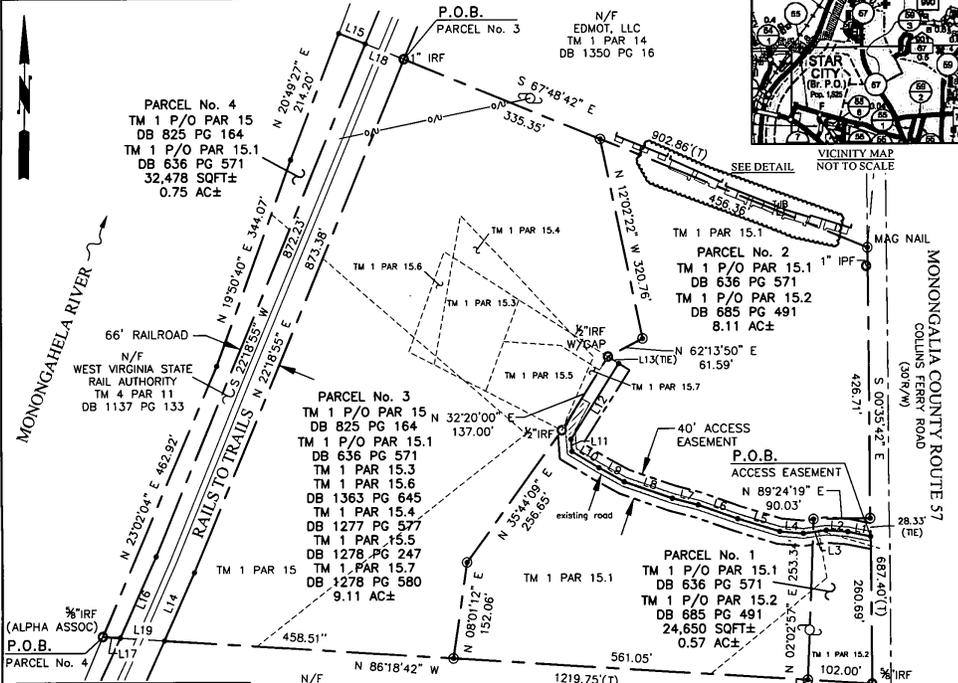
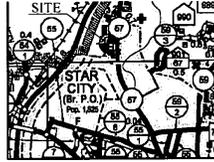
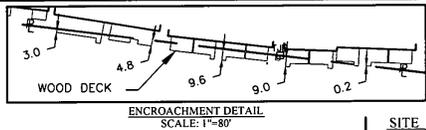
<b><u>Owner</u></b>	<b><u>District</u></b>	<b><u>Tax Map No.</u></b>	<b><u>Parcel No.</u></b>	<b><u>Signature</u></b>
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.1	
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.2	
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.2	
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.3	
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.4	
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.5	
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.6	
The Board of Education of the	Morgan	1	15.7	

County of Monongalia, West Virginia				<i>E.R. Campbell, Jr.</i>
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.8	<i>E.R. Campbell, Jr.</i>
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.9	<i>E.R. Campbell, Jr.</i>
The Board of Education of the County of Monongalia, West Virginia	Morgan	1	15.10	<i>E.R. Campbell, Jr.</i>

Dr. Eddie R. Campbell, Jr., Ed. D., the duly authorized representative of The Board of Education of the County of Monongalia, West Virginia, the sole freeholder of the parcels and sole qualified voter of the territory identified in the foregoing "Petition for Annexation," hereby petitions the City of Morgantown for annexation of the parcels and portions thereof identified in the table and attached exhibit.

*E.R. Campbell, Jr.*  
 \_\_\_\_\_  
 Dr. Eddie R. Campbell, Jr., Superintendent

NOTE: THE TRACTS SHOWN BEING PART OF THE SAME LANDS CONVEYED TO MOBILE HOMES PARK & SALES, INC. AS RECORDED IN DEED BOOK 636 PAGE 571, DEED BOOK 685 PAGE 491, DEED BOOK 825 PAGE 164 & DEED BOOK 1277 PAGE 577, WILLIAM W. MARSTILLER IN DEED BOOK 1278 PAGE 247 & DEED BOOK 1278 PAGE 580, AND WILLIAM W. & RACHEL L. MARSTILLER IN DEED BOOK 1363 PAGE 645 AT THE OFFICE OF THE CLERK, MONONGALIA COUNTY, WEST VIRGINIA.



LINE	BEARING	DISTANCE
L1	N 78°22'59" W	36.95'
L2	N 85°45'41" W	34.07'
L3	S 82°13'58" W	36.39'
L4	N 84°53'35" W	37.76'
L5	N 73°01'25" W	69.48'
L6	N 70°33'12" W	65.85'
L7	N 75°29'34" W	42.31'
L8	N 70°55'37" W	80.55'
L9	N 61°02'47" W	45.52'
L10	N 58°34'11" W	50.07'
L11	N 04°36'48" W	19.25'
L12	N 32°20'00" E	141.31'
L13	S 57°40'00" E	20.00'(TIE)
L14	N 24°02'39" E	116.33'
L15	S 67°48'42" E	45.15'
L16	S 24°02'39" E	139.82'
L17	N 86°18'42" W	27.79'
L18	S 67°48'42" E	66.00'(TIE)
L19	N 86°18'42" W	70.40'(TIE)

N/F  
MOBILE HOMES PARK & SALES, INC.  
TM 1 PAR 15  
DB 825 PG 164  
TM 1 PAR 15.1  
DB 636 PG 571  
TM 1 PAR 15.2  
DB 685 PG 491  
TM 1 PAR 15.4  
DB 1277 PG 577

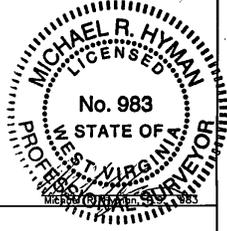
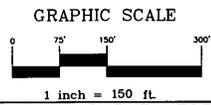
N/F  
WILLIAM W. & RACHEL L. MARSTILLER  
TM 1 PAR 15.3  
TM 1 PAR 15.6  
DB 1363 PG 645  
DB 1278 PG 580

N/F  
WILLIAM W. MARSTILLER  
TM 1 PAR 15.5  
DB 1278 PG 247  
TM 1 PAR 15.7  
DB 1278 PG 580

NOTE: THIS SURVEY WAS CONDUCTED WITHOUT BENEFIT OF A LAWYER'S TITLE REPORT AND MAY NOT REFLECT ALL EXCEPTIONS, RIGHT-OF-WAYS, EASEMENTS OR RESTRICTIONS

THIS SURVEY IS NOT VALID WITHOUT ORIGINAL BLUE SIGNATURE AND SEAL. DECLARATIONS MADE HEREIN ON THE DATE INDICATED ARE TO THE OWNERS(S) OR BUYER(S) LISTED BELOW AND ARE NOT TRANSFERABLE TO ADDITIONAL INSTITUTIONS OR SUBSEQUENT OWNERS OR BUYERS.

- LEGEND/ABBREVIATIONS
- PL = PROPERTY LINE
  - TJ = TELEPHONE JUNCTION BOX
  - PT = POINT
  - MF = MONUMENT FOUND (AS NOTED)
  - (T) = TOTAL
  - R/W = RIGHT-OF-WAY
  - P.O.B. = POINT OF BEGINNING
  - TM = TAX MAP NUMBER
  - PAR = PARCEL NUMBER
  - P/O = PART OF
  - N/F = NOW OR FORMERLY
  - IRF = REBAR FOUND (size as noted)
  - (S 45° 45' E 100.0') = DEED BEARING & DISTANCE



PLAT OF SURVEY FOR  
MONONGALIA COUNTY BOARD OF EDUCATION

MISC. INFO: BEARINGS BASED ON WEST VIRGINIA STATE PLANE NORTH ZONE, NAD 83

⊙ = 3/4" \* 30" REBAR SET

**THRASHER**  
THE THRASHER GROUP, INC.  
600 WHITE OAKS BLVD.  
BRIDGEPORT, WV 26330  
PHONE 304-624-4108

TAX MAP	1
PARCEL No.	15, 15.1, 15.2, 15.3, 15.4, 15.5, 15.6, 15.7
JOB. No.	050-5114
OWNER:	MOBILE HOMES PARK & SALES, INC. & WILLIAM W. MARSTILLER
REFERENCE:	DB 636 PG 571, DB 685 PG 491, DB 825 PG 164, DB 1277 PG 577, DB 1363 PG 645, DB 1278 PG 247, DB 1278 PG 580

SHOWING  
PROPOSED CONVEYANCE OF PROPERTY  
of the  
ALONG MONONGALIA COUNTY ROUTE 57 COLLINS FERRY ROAD  
SITUATE  
MORGAN DISTRICT  
MONONGALIA COUNTY  
WEST VIRGINIA

SCALE: 1" = 150'

JUNE 2014

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**AN ORDINANCE ANNEXING PROPERTY OF MORGANTOWN COMMUNITY RESOURCES, INC. IN CLINTON DISTRICT INTO THE CORPORATE BOUNDARIES OF THE CITY OF MORGANTOWN**

WHEREAS, West Virginia Code section 8-6-4 permits a municipality to order annexation of additional territory by ordinance without a vote if a majority of freeholders and qualified voters petition for such annexation; and

WHEREAS, all freeholders and qualified voters in the territory subject of the attached “Petition for Annexation,” which is incorporated into this Ordinance by reference, have petitioned for annexation; and

WHEREAS, the City has enumerated and verified the total number of eligible petitioners and is satisfied that the petition is sufficient in every respect and that the territory to be annexed is contiguous to the current municipal boundaries;

NOW, THEREFORE, the City of Morgantown hereby ordains as follows:

- (1) That the territory described in the Petition for Annexation, being Parcel 8.2 of Tax Map Number 4 in Clinton District, Monongalia County, West Virginia, or the property comprising such area currently or formerly assessed as such identified parcel, as more fully described in the Petition for Annexation and exhibit thereto, shall be annexed into the City of Morgantown;
- (2) That the City Clerk is directed to enter upon the journal of the City the finding that the Petition for Annexation is sufficient in every respect and forward a certificate to that effect to the County Commission of Monongalia County, West Virginia, pursuant to *W. Va. Code* § 8-6-4(g), notifying the Commission that it shall enter an order as described in *W. Va. Code* § 8-6-3 describing the annexation of the additional territory to the corporate limits of the City of Morgantown.

This ordinance is effective upon adoption.

**FIRST READING:**

\_\_\_\_\_  
**Mayor**

**ADOPTED:**

**FILED:**

\_\_\_\_\_  
**City Clerk**

**RECORDED:**

**PETITION FOR ANNEXATION**

The undersigned, Robert J. O’Neil, being the President of Morgantown Community Resources, Inc., a West Virginia non-profit corporation (the “Corporation”), and the Corporation being the sole freeholder within the area of proposed annexation, hereby petitions the City Council of the City of Morgantown, West Virginia, to annex the lot, parcel, area or territory being described on Exhibit A attached hereto and incorporated herein by this reference and being shown and depicted on Exhibit B attached hereto and incorporated herein by this reference, as required by law, pursuant to West Virginia Code Chapter 8, Article 6, Section 4.

<u>Owner</u>	<u>District</u>	<u>Tax Map No.</u>	<u>Parcel No.</u>	<u>Signature</u>
Morgantown Community Resources, Inc.	Clinton	4	8.2	<i>Robert J. O'Neil</i>

Morgantown Community Resources, Inc.  
a West Virginia nonprofit corporation

By: *Robert J. O'Neil*  
Robert J. O’Neil, its President

**EXHIBIT A  
TO  
PETITION FOR ANNEXATION**

Legal Description

All of the following described lot or parcel of real estate, together with all rights, privileges, improvements, rights-of-way and appurtenances thereunto belonging or in anywise appertaining, situate in Clinton District, Monongalia County, West Virginia, and being more particularly described as follows:

Beginning at a fence post in the outline of the tract of land herein and hereby conveyed, and which said fence post is S. 0° 50' E. 207.4 feet, more or less, from a fence post located in the original outline of the 173.64 acre tract of land of which the subject tract is a part and a common corner to property formerly owned by Clarabelle Cook, Leonard S. Walker and wife and Ledrew L. Harner and wife, said corner being further established as being N. 74° 39' W. 347.5 feet from the old Western right-of-way line of U.S. Route 119 (1971), and running thence from said beginning point, being the first fence post above mentioned, as thus established, S. 61° 39' 24" E. 128.28 feet, more or less, to the new right-of-way line of U.S. Route No. 119; thence with two lines of the Western right-of-way line of U.S. Route No. 119, S. 09° 52' 03" W. 70.09 feet; thence S. 05° 47' 11" E. 198.19 feet; thence leaving said right-of-way line and running with eight (8) lines of other lands of the Grantor herein, which said eight (8) lines border on the right-of-way of a public roadway to be constructed by the Grantor herein, as follows: S. 51° 35' 25" W. 89.33 feet to a point; S. 35° 27' 48" W. 134.44 feet to a point; S. 59° 29' 23" W. 130.00 feet to a point; S. 80° 7' 8" W. 157.33 feet to a point; N. 87° 30' 37" W. 115.08 feet to a point; N. 57° 53' 37" W. 120.43 feet to a point; N. 4° 48' 43" W. 542.4 feet to a point in the Southern side of a proposed secondary public access road; thence with the Southern line of said roadway, N. 88° 20' 23" E. 379.68 feet, thence continuing with said roadway, S. 80° 49' 36" E. 163.09 feet to a point in said roadway; thence leaving said roadway and continuing with other lands of the Grantor herein, S. 28° 14' 58" E. 139.70 feet to the point and place of beginning, containing 9.926 acres, more or less.

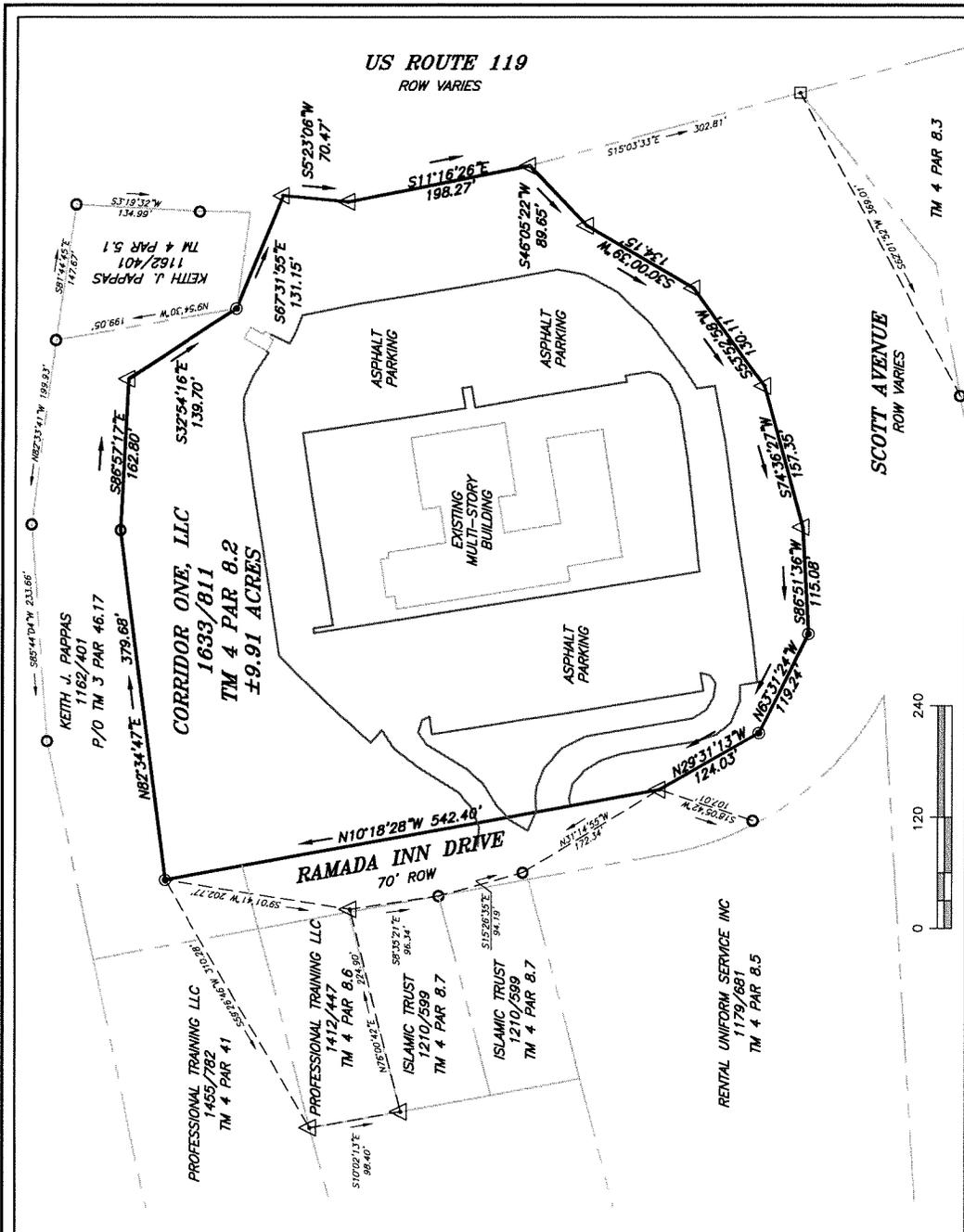
Together therewith and as appurtenant to the real estate hereinabove described, a right of way and easement over and across the public roadway and the secondary public access roadway referred to in the above description, and which said roadways extend through the other real estate now or formerly owned by Wesco Equipment, Inc. to U.S. Route No. 119.

Together therewith and as appurtenant to the real estate hereinabove described, a right of way and easement as set forth in that certain Easement Agreement between Wesco Equipment, Inc. and Robert H. Mollohan and W. L. Doepken dated August 16, 1973, of record in Deed Book 739, at page 552.

The above described being the same real estate conveyed from 20 Scott Avenue, LLC, a West Virginia limited liability company, to Morgantown Community Resources, Inc., a West Virginia non-profit corporation, by Confirmatory Deed dated June 20, 2019, made effective June 21, 2019 and recorded in the Office of the Clerk of the County Commission of Monongalia County, West Virginia in Deed Book 1674, Page 323.

**EXHIBIT B  
TO  
PETITION FOR ANNEXATION**

Plat



**LEGEND:**  
 ○ 5/8" REBAR W/PLASTIC CAP SET  
 ○ 1/2" REBAR FOUND  
 △ 5/8" REBAR FOUND  
 □ FENCE POST FOUND  
 --- SURVEY TIE LINE  
 - - - - - ADJOINING PROPERTY LINE

**NOTES:**  
 1. THIS SURVEY WAS CONDUCTED WITHOUT THE BENEFIT OF A LAWYER'S TITLE REPORT AND MAY NOT REFLECT ALL EXCEPTIONS, RIGHT-OF-WAYS, EASEMENTS OR RESTRICTIONS.  
 2. SEE PLAT OF SURVEY MADE FOR KEITH J PAPPAS PROPERTY BEING CONVEYED TO MICHAEL ANDERSON, BY C.T. ENGINEERING, DATED 03/13/2012, RECORDED IN DEED BOOK 1455 AT PAGE 705.  
 3. SEE PLAT OF SURVEY OF VISTA DEL RIO, DATED JUNE 5, 1970, BY PAUL W. GUSEMAN, PS No. 185, RECORDED IN PLAT CABINET 2 AT SLIDE 303-A.

Project: **PLAT OF SURVEY SHOWING THE RAMADA INN PROPERTY CLINTON DIST, MON. Co, WV**  
 Scale 1"=120'  
 Date 08/10/18  
 Dwg. No. **BOUNDARY**

**POTESTA & ASSOCIATES, INC.**  
 ENGINEERS AND ENVIRONMENTAL CONSULTANTS  
 7012 MacCombe Ave. SE, Charleston, WV 25304  
 TEL: (804) 342-1400 FAX: (304) 843-9081  
 E-Mail Address: potesta@potesta.com



PROJECT #: 102-18-0248 FILENAME: RAMADA 18  
 VICTOR M. DAWSON PS 856  
 Victor M. Dawson  
 LICENSED PROFESSIONAL SURVEYOR  
 STATE OF WEST VIRGINIA  
 No. 856



**AN ORDINANCE PROVIDING FOR AN ELECTION TO CONSIDER  
AMENDMENT OF THE CITY CHARTER ESTABLISHING THE COMPOSITION,  
ELIGIBILITY, ELECTION, AND TERMS OF CITY COUNCIL MEMBERS AND  
FOR THEIR NOMINATION AND ELECTION**

WHEREAS, City Council finds and determines that the qualified voters of the City should determine whether to amend the City Charter as it relates to the terms of its members, providing for staggered four-year terms to promote continuity and experience in the governing body; and

WHEREAS, the voters are authorized to consider such amendment of the Charter at an election conducted by the City pursuant to Articles 4 and 5 of Chapter 8 of the West Virginia Code;

NOW, THEREFORE, The City of Morgantown hereby ordains

(1) that the proposal will be placed on the ballot at the regular election of the members of City Council on Tuesday, April 27, 2021, or such other date on which the regular election of 2021 is conducted, at which the qualified voters of the City will consider whether to amend the City Charter as provided herein; and

(2) That the form of ballot for such election shall be as follows:

**AMENDING THE MORGANTOWN CITY CHARTER TO ESTABLISH STAGGERED  
FOUR-YEAR TERMS FOR COUNCIL MEMBERS**

- ( ) Yes. The Charter should be amended as set forth below (new matter underlined, deleted material stricken).
- ( ) No. The Charter should not be amended.

**Article II  
CITY COUNCIL**

**SECTION 2.01. COMPOSITION, ELIGIBILITY, ELECTION AND TERMS.**

(c) Election and Terms. The regular election of Councilmembers shall be held on the last Tuesday in April, in each odd-numbered year, beginning with the first odd-numbered year following the effective date of this Charter in the manner provided in Article VII. The

candidate in each ward who receives the greatest number of votes cast by the qualified voters of the City at large, shall be declared elected. At the regular election conducted April 27, 2021, or such other date on which the regular 2021 election of Councilmembers is conducted, the candidate elected from each even-numbered ward shall serve a four-year term, and the candidate selected from each odd-numbered ward shall serve a two-year term, beginning on July first following the election. At each election thereafter, ~~E~~ each Councilmember shall serve for a term of ~~two~~ four years, beginning on July first following ~~his~~ the election.

## **SECTION 2.06. VACANCIES; FORFEITURE OF OFFICE; FILLING OF VACANCIES.**

### **(c) Filling of Vacancies.**

(1) The filling of any vacancy in office of a Councilmember as defined under Article II shall take into account the ward wherein the member whose office has been vacated resided at the time of his election, and ~~his~~ the successor shall reside in such ward. Removal of residence from the ward shall vacate the office of the Councilmember residing in such ward at the time of ~~his~~ election, except as provided otherwise in Section 7.05(g) of this Charter.

## **Article VII NOMINATIONS AND ELECTIONS**

### **SECTION 7.04. DETERMINATION OF ELECTION RESULTS.**

(a) Number of Votes. Every voter shall be entitled to cast one vote for one candidate nominated from each ward electing a representative in the election. ~~of the seven wards in the City.~~

### **SECTION 7.05. WARDS, ADJUSTMENT OF WARD BOUNDARIES.**

(b) Ward Boundary Commission. The Council shall appoint seven qualified voters, one from each of the seven wards of the City as they exist at the time of such appointment, who shall comprise a Ward Boundary Commission. The voters chosen shall not be employed by the City in any other capacity. The appointment shall be made not later than the last day of July in the year preceding each regular election ~~30 days after the commencement of each Council's term of office.~~

(c) Report. On or before October 31st of each ~~even-numbered~~ year preceding a regular election, the Commission shall file with the City Clerk a report containing a recommended plan and a map for adjustment of ward boundaries, or recommending that no adjustment be made, all in accordance with the specifications set forth in subsection (d).

(g) Effect of Enactment. The new ward boundaries as of the date of the enactment of an ordinance providing therefor shall supersede previous ward boundaries for all the purposes of the

next regular City election including nomination, unless such ordinance is enacted after December 31 of the year preceding the election. The new ward boundaries shall supersede previous ward boundaries for all purposes as of the date of which all Councilmembers elected at that regular City election take office; provided, that a Councilmember who becomes a nonresident of the ward from which the Councilmember was elected solely by reason of a change in the ward boundaries may continue to serve the remainder of the Councilmember's term.

(h) Terms of Members of the Commission. The terms of office of the members of the Commission shall expire on the last day of June of the year of each regular election ~~at the same time as the expiration of the terms of the Council which appointed them.~~ A new Commission shall thereafter be appointed as provided by subsection (b).

This ordinance shall become effective upon adoption. If approved by the voters, the amendments to the Charter set forth above shall become effective immediately upon the certification of the election results or upon the completion of any other precondition established by applicable law.

FIRST READING:

\_\_\_\_\_  
Mayor

ADOPTED:

FILED:

\_\_\_\_\_  
City Clerk

RECORDED:

**RESOLUTION SUPPORTING THE CITY OF MORGANTOWN BECOMING A CERTIFIED ARTS  
COMMUNITY**

**WHEREAS,** the City of Morgantown wishes to be recognized as a Certified Arts Community in the State of West Virginia and serve as a destination known for creativity and culture; and

**WHEREAS,** the City Council recognizes the importance of arts and culture in economic development, quality of life, tourism development, educational opportunity, and civic involvement; and has identified “Arts and Culture” as a strategic goal of the City; and

**WHEREAS,** the City proudly owns and operates the historic Metropolitan Theatre and Ruby Amphitheater, and provides significant financial contributions to the Morgantown History Museum, as cultural anchors in our community; and

**WHEREAS,** the City created a new position of Director of Arts & Cultural Development to lead efforts in increasing the promotion of arts and culture throughout the city and the region; and

**WHEREAS,** a community approved by the West Virginia Commission on the Arts to receive this designation will be eligible to use this designation for marketing purposes and in the development of fundraising and grants.

NOW, THEREFORE, BE IT RESOLVED by the City of Morgantown, this \_\_\_\_ day of \_\_\_\_\_, 2020, that City Council and the Mayor do hereby SUPPORT and ENCOURAGE an application to be submitted by the Arts & Cultural Development Department to the West Virginia Division of Culture and History, Commission on the Arts, to become a Certified Arts Community.

---

Mayor

---

City Clerk

**AN ORDINANCE AMENDING THE FY 2020-2021 ANNUAL BUDGET OF THE CITY OF MORGANTOWN AS SHOWN IN THE REVISED BUDGET ATTACHED HERETO AND MADE A PART OF THIS ORDINANCE AS THE SAME APPLIES TO THE GENERAL FUND.**

The City of Morgantown hereby ordains:

That the FY 2020-2021 Annual Budget of the General Fund of the City of Morgantown is amended as shown in the revised budget (Revision 03) attached hereto and made a part of this ordinance.

First Reading:

Adopted:

\_\_\_\_\_  
Mayor

Filed:

Recorded:

\_\_\_\_\_  
City Clerk

Ora Ash, Deputy State Auditor  
 West Virginia State Auditor's Office  
 153 West Main Street, Suite C  
 Clarksburg, WV 26301  
 Phone: 627-2415 ext. 5114  
 Fax: 627-2417

**REQUEST FOR REVISION TO APPROVED BUDGET**

Subject to approval of the state auditor, the governing body requests that the budget be revised prior to the expenditure or obligation of funds for which no appropriation or insufficient appropriation currently exists. (§ 11-8-26a)

CONTROL NUMBER  
 Fiscal Year: **2020-2021**  
 Ending: **General**  
 Fund: **General**  
 Revision Number: **3**  
 Pages: **1 of 1**

City of Morgantown  
 GOVERNMENT ENTITY

389 Spruce Street  
 STREET OR PO BOX

**Municipality**  
 Government Type

Person To Contact Regarding Request:

Name: **James M. Goff**

Phone: **304-284-7407**

Fax: **304-284-7418**

Morgantown  
 CITY

26508  
 ZIP CODE

**REVENUES: (net each acct.)**

ACCOUNT NUMBER	ACCOUNT DESCRIPTION	PREVIOUSLY APPROVED AMOUNT	(INCREASE)	(DECREASE)	REVISED AMOUNT
305	Business and Occupation Tax	15,256,000		695,000	14,561,000
326	Building Permit Fees	200,000		50,000	150,000
341	Municipal Service Fees	4,140,000		140,000	4,000,000
365	Federal Government Grants	395,900	3,560,000		3,955,900
	#N/A				
	#N/A				
<b>NET INCREASE/(DECREASE) Revenues (ALL PAGES)</b>			<b>2,675,000</b>		

**Explanation for Account # 378, Municipal Specific:**  
**Explanation for Account # 369, Contributions from Other Funds:**

**EXPENDITURES: (net each account category)**

(WV CODE 7-1-9)

ACCOUNT NUMBER	ACCOUNT DESCRIPTION	PREVIOUSLY APPROVED AMOUNT	(INCREASE)	(DECREASE)	REVISED AMOUNT
444	Contributions / Transfers to Other Funds	4,377,729	2,314,819		6,692,548
699	Contingencies*	3,513,373	360,181		3,873,554
	#N/A				
<b>NET INCREASE/(DECREASE) Expenditures</b>			<b>2,675,000</b>		

**APPROVED BY THE STATE AUDITOR**

BY: Deputy State Auditor, Local Government Services Division Date

AUTHORIZED SIGNATURE OF ENTITY

APPROVAL DATE

CITY OF MORGANTOWN					
GENERAL FUND - REVISION 3					
FY 2020-2021					
				PROPOSED	
ACCT		BUDGET	PROPOSED	AMENDED	EXPLANATION OF PROPOSED ADJUSTMENTS
NO	REVENUES	FY21	REV 03	BUDGET	
305	Business and Occupation Tax	12,510,000	(695,000)	11,815,000	To increase full year reduction by 5% to 15% based on June 30th collections and remaining uncertainty regarding COVID-19, WVU plans, and other business impacts
326	Building Permit Fees	200,000	(50,000)	150,000	To reduce full year fees by 25% based on June 30th collections being sharply lower
341	Municipal Service Fees	4,140,000	(140,000)	4,000,000	To increase full year reduction to approximately 13% due to unemployment and continued uncertainty
365	Federal Government Grants	395,900	3,560,000	3,955,900	To increase for CARES Act reimbursements received from the State of WV for COVID-19 response and related expenditures
			2,675,000		
ACCT		BUDGET	PROPOSED	PROPOSED	
NO	EXPENDITURES	FY21	REV 03	AMENDED	EXPLANATION OF PROPOSED ADJUSTMENTS
				BUDGET	
699	Contingency	3,513,373	360,181	3,873,554	To increase to 10% of the General Fund budget maximum allowed by State Code
444	Contribution to Financial Stabilization Fund	-	2,294,569	2,294,569	To increase total funding in the Financial Stabilization Fund to approximately \$3.36M for future financial needs from COVID-19 impact and/or other approved needs
444	Contribution to Capital Escrow Fund	3,315,210	20,250	3,335,460	To support a landlord incentive program geared at housing individuals experiencing homelessness
			2,675,000		

## RESOLUTION AFFIRMING AND STRENGTHENING COMMUNITY POLICING

*Whereas*, there is a national crisis in American policing that has reached the city of Morgantown, and

*Whereas*, 1,000 and more persons in Morgantown demonstrated to express concern with millions of others in the nation and the world about the violent death of George Floyd in Minneapolis due to deadly policing practices, and

*Whereas*, violence in American policing is systemic and tied to aggressive or unclear law enforcement policies and practices that have disproportionately targeted communities of color and other marginalized groups, and

*Whereas*, the term “law enforcement” is often misrecognized as a form of policing which can affect the disposition and outlook of officers towards their work and can inhibit community partnerships and community safety, and

*Whereas*, the City of Morgantown has endeavored to operate its policing according to a Community Policing philosophy which stresses community partnerships and strategies for redirecting crime and disorder, an approach to public safety which provides citizens with more control over the quality of life in our community, and

*Whereas*, Community Policing respects the rights of individual citizens and residents to express First Amendments rights non-violently, and

*Whereas*, the City of Morgantown has made important progress in making Community Policing its mode of public safety under the able leadership of Chief Edward Preston, now retired, to which the City would like to continue:

NOW BE IT RESOLVED, the City of Morgantown affirms its progress in Community Policing and resolves to provide continued improvements in its future public safety as follows:

1. Reaffirm and augment the mission and operations of the police department.
2. Establish outcome measures consistent with the community policing mission and regularly report on progress.
3. Strive to add enough racially and ethnically diverse officers to the police department to be at least proportional to the Morgantown population as evidenced through documented recruiting and outreach efforts.
4. Continue to review the background of officer candidates to confirm that any previous experience as an officer was free of improper behaviors and/or excessive use of force as documented from records from previous employers which are transparent enough to make that determination and deny the hiring and/or recertification of officers who, according to federal guidelines, have used unwarranted deadly force.
5. Establish an arrangement with community agencies that enables those agencies to assist the police promptly when needed for follow-up on crisis situations, de-escalations, behavioral and

mental health problems, and intoxication with information/referral and other evidence-based problem-solving.

6. Assist officers in becoming more knowledgeable in coping with mental illness and drug related situations and, when possible, allow civilian mental health workers and homeless-service workers to take the lead in crisis situations with communications, containment, and coordination with appropriate care-giving.
7. Divert persons with mental illness from jail custody to specialized courts or care systems as such specialized courts and care systems are created. Utilize the current mental hygiene processes within the state when appropriate.
8. Expand relationships with neighborhoods, commercial establishments, Monongalia County, and West Virginia University and other constituents and partners for the purpose of making public safety more public and more effective.
9. Continue to protect the ability of protesters to exercise their First Amendment Rights non-violently and to emphasize that violations of property are not to be equated with the violation of human life.
10. Continue the use of body-worn cameras and dash mounted cameras, which are turned on during all citizen interaction, and other means of enhancing transparency, accountability and accessibility by uniformed police in providing public safety services and provide for a means of public request of footage.
11. Continue to require marked police vehicles to be equipped with dashboard cameras.
12. Improve police personnel training by emphasizing best practice antiracism training, training focused on the unique needs of people with disabilities (such as those with sensory processing issues, those who communicate through alternative forms such as sign-language, physical disabilities requiring alternative restraint procedures, and those experiencing mental health crisis) and implicit bias orientation.
13. Re-emphasize in training the use of deadly force only as a last resort when necessary to prevent death or serious bodily injury and establish a clear prohibition by Morgantown Police on the use of the chokehold or other carotid artery holds in restraining or subduing a resistant individual or in bringing an unlawful situation under control.
14. Stress the use of evidence-based preventive and de-escalation intervention skills as well as the establishment of a duty to intervene policy if they see another officer use excessive force.
15. Reduce participation in the aspect of the Federal 1033 program that provides military equipment to local and state police and restrict use of this program for acquisition of military grade tactical assault weapons. Be mindful in choosing which tactical military training is given for use in community policing.
16. Establish diversity liaisons including race, disability, and LGBTQ liaisons to the Police department as resources to assist with plans for training and with the review of cases as needed.
17. Establish a methodology for readily, publicly accessible demographic information regarding arrests and citations, use of force complaints, and harassment complaints.
18. Establish a diverse, qualified, and trained volunteer Community Police Review Board to aid the City of Morgantown in its Community Policing practices and efforts, make recommendations for policy changes, investigate allegations of police misconduct, and other improvements.

BE IT FURTHER RESOLVED the City Council of Morgantown as of this day adopts the recommendations in this Resolution and authorizes the City Manager to proceed toward their implementation.

Date: The \_\_\_\_\_ day of \_\_\_\_\_ 2020.

\_\_\_\_\_  
*Mayor*

\_\_\_\_\_  
City Clerk

**A RESOLUTION AUTHORIZING CITY MANAGER TO SUBMIT A GRANT APPLICATION TO THE WEST VIRGINIA DEPARTMENT OF TRANSPORTATION DIVISION OF HIGHWAYS TRANSPORTATION ALTERNATIVES PROGRAM FOR GRANT FUNDING FOR THE PLEASANT STREET STREETScape PROJECT**

The City of Morgantown hereby resolves that the Interim City Manager is authorized to submit a grant application to the West Virginia Department of Transportation Division of Highways Transportation Alternatives Program for grant funding for the Pleasant Street Streetscape Project, (Construction \$480,000.00).

Adopted this \_\_\_\_ day of August, 2020.

\_\_\_\_\_  
City of Morgantown, Mayor

\_\_\_\_\_  
City Clerk



The improvements to Pleasant Street (Streetscape design phase awarded 2016) includes:

1. Increased pedestrian safety by highlighting and enhancing crosswalks with color and increasing the amount of street lighting along Pleasant Street.
2. Improve ADA accessibility at the intersections of Pleasant Street by improving sidewalks and installing curb-cuts where none exist and improving the existing curb-cuts.
3. Improve dilapidated sidewalks on both sides of Pleasant Street and strengthen sidewalks above basement vaults. (vault survey was included in the cost of design engineering).
4. Incorporate colored brick decoration, pedestrian feature, and better green spaces along Pleasant Street to reduce heat island effect of the wide sidewalk and paved road.
5. Improve the general beautification of the public facilities along Pleasant Street within the Spruce Street to University Avenue boundaries.

**A RESOLUTION AUTHORIZING CITY MANAGER TO SUBMIT A GRANT APPLICATION TO THE WEST VIRGINIA DEPARTMENT OF TRANSPORTATION DIVISION OF HIGHWAYS TRANSPORTATION ALTERNATIVES PROGRAM FOR GRANT FUNDING FOR THE MORGANTOWN MUNICIPAL AIRPORT STREETScape PROJECT**

The City of Morgantown hereby resolves that the Interim City Manager is authorized to submit a grant application to the West Virginia Department of Transportation Division of Highways Transportation Alternatives Program for grant funding for the Morgantown Municipal Airport Streetscape Project (Design, \$100,000.00).

The Morgantown Municipal Airport Streetscape Project will develop a design of new ADA compliant sidewalks on the woods-side of Hart Field Road, from the Mileground to the terminal. Also included in the design will be the addition of a new ADA compliant sidewalk connecting the terminal to the administration building. Presently there are no sidewalks between the two buildings. Project design will include also, electrical conduits for future lighting and signage as well as ADA compliant access ramps into and exiting the terminal and other ADA compliant safety features which need addressed.

Adopted this \_\_\_\_ day of August, 2020.

\_\_\_\_\_  
City of Morgantown, Mayor

\_\_\_\_\_  
City Clerk



Begin at Mileground Road



### Proposed Sidewalks

- Mileground to Airport
- ADA Ramps
- Parking Lot Sidewalks
- Terminal Front Sidewalk

North End Ramp

South End Ramp

**A RESOLUTION AUTHORIZING CITY MANAGER TO SUBMIT A GRANT APPLICATION TO THE WEST VIRGINIA DEPARTMENT OF TRANSPORTATION DIVISION OF HIGHWAYS TRANSPORTATION ALTERNATIVES PROGRAM FOR GRANT FUNDING FOR THE WHITE PARK-CAPERTON TRAIL CONNECTOR PROJECT**

The City of Morgantown hereby resolves that the Interim City Manager is authorized to submit a grant application to the West Virginia Department of Transportation Division of Highways Transportation Alternatives Program for grant funding for the White Park-Caperton Trail Connector Project, (Design \$75,000.00).

The project would provide a safe bicycle and pedestrian connection across Don Knotts Blvd. from White Park Trail System (already installed) to the Rail Trail System (already installed). The project will establish the optimal connection for the crossing, to include an examination of bridge or surface connection.

Adopted this \_\_\_\_ day of August, 2020.

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City of Morgantown, Mayor

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City Clerk



Caperton Rail Trail

Improved Intersection with Crosswalk

Proposed White Park Connector Trail

**Proposed White Park Connector**

Trails

 Trails

 Proposed Locations



**AN EMERGENCY ORDINANCE CONTINUING THE STATE OF EMERGENCY AND  
AUTHORIZING PUBLIC HEALTH MEASURES TO  
PREVENT HARM TO THE PUBLIC DURING THE COVID-19 PANDEMIC**

WHEREAS, the City Council has authority to address threats to the public health and safety in accordance with West Virginia Code sections 8-12-5 paragraphs 23, 40, and 44; and

WHEREAS, the ongoing COVID-19 Pandemic threatens public health in the City; and

WHEREAS, effective March 16, 2020, the Governor of the State of West Virginia has declared a state of emergency in all fifty-five West Virginia counties as a result of the COVID-19 pandemic; and

WHEREAS, on March 23, 2020, the Governor of the State of West Virginia issued Executive Order 9-20, denominated the “Stay at Home” Order, ordering citizens to stay at their residences unless an exception permitted travel; and

WHEREAS, avoiding large gatherings and limiting close interactions with others outside our homes, in compliance with guidelines from public health officials and as directed by Executive Order 9-20 issued by the Governor of the State of West Virginia, were initially effective to limit the spread of disease and conserve essential medical resources; and

WHEREAS, on April 30, 2020, the Governor of the State of West Virginia issued Executive Order 34-20, denominated the “Safer at Home” Order, lifting many of the mandatory restrictions on travel and gatherings in the Stay at Home Order and providing relaxed restrictions for business occupancies and the size of social gatherings;

WHEREAS, the Governor of the State of West Virginia issued guidelines and schedules for the resumption of businesses and other facilities welcoming the public, together with measures intended to limit the further spread of COVID-19 infections as members of the public enter and gather at such businesses and facilities, which measures were denominated “West Virginia Strong: The Comeback”; and

WHEREAS, on July 13, 2020, the Governor of the State of West Virginia issued Executive Order 51-20, which required the closure of fairs and festivals and limited group gatherings to 25 people, except for gathering at essential businesses and operations defined in Executive Order 9-20 and executive orders amending its provisions; and

WHEREAS, on July 14, July 23, August 1, August 13, and August 20, the Governor issued a series of Executive Orders numbers 52-20, 55-20, 58-20, 60, 20, and 62-20, closing and restricting service at bars within Monongalia County; and

WHEREAS, as provided in Executive Order 62-20, the Governor’s office issued “Supplemental Protocols for Reopening Monongalia County Bars,” on August 19, 2020; and

WHEREAS, West Virginia Code Chapter 8, Article 11, Section 3(d) provides that City Council may enact an emergency ordinance without following the ordinary procedures prescribed by law in the case of a pressing public emergency making action under the ordinary procedure dangerous to the public health, safety or morals, and by affirmative vote of two thirds of the members of Council; and

WHEREAS, the nature of any emergency justifying adoption of an emergency ordinance must be set out in full in the ordinance; and

WHEREAS, the ongoing spread of the COVID-19 pandemic and the threat that the pandemic will deny individuals necessary health care resources and increase job and wage losses if measures are not promptly taken to limit public gatherings and interactions that spread the disease as well as to promote safe public interactions with adequate face coverings create a pressing public emergency justifying adoption of this emergency ordinance; and

WHEREAS, West Virginia Code Chapter 8, Article 11, Section 2 authorizes delegation of duties by Council to an officer when it would be impracticable to lay down by ordinance for all cases a uniform guide for exercising such discretion; and

WHEREAS, the nature of the COVID-19 pandemic requires discretion to respond to the developing spread of the disease such that discretion to employ the specific emergency measures authorized by this Ordinance must be delegated to an officer of the City;

WHEREAS, the ongoing spread of the COVID-19 pandemic and the state and federal guidelines providing for the resumption of public gatherings and reopening of businesses and facilities welcoming the public create a pressing public need to respond to renewed activity by altering local laws and regulations to promote outdoor activity, appropriate face coverings, and physical distancing to limit the further spread of COVID-19 infections, and this pressing public need justifies adoption of this emergency ordinance; and

NOW, THEREFORE, The City of Morgantown hereby ordains the following:

Article I. Continuation of Declaration of Emergency; Authority of City Manager;  
Implementation of Authority

SECTION 1. The Governor of the State of West Virginia declared a state of emergency in all fifty-five counties in West Virginia effective March 16, 2020 due to the ongoing COVID-19 pandemic. The state of emergency remains in effect as of the date of adoption of this ordinance.

SECTION 2. The City of Morgantown recognizes the declared state of emergency as effective within the City and hereby declares that such state of emergency shall continue within the City until the declaration of a state of emergency is terminated by the Governor. The City of Morgantown recognized and declared the state of emergency in the City under Emergency Ordinance 2020-1, which ordinance was made effective for a period of ninety (90) days and the

provisions of which would expire without further action. The City of Morgantown extended the effective period of the provisions of Emergency Ordinance 2020-1 to September 25, 2020 in Emergency Ordinance No. 2020-2 and again extended the effective dates of the provisions in adopted Emergency Ordinances Nos. 2020-1, -2, and -3 through December 15, 2020 by adopting Emergency Ordinance No. 2020-3. The authorities enacted within Emergency Ordinances 2020-1, 2020-2, 2020-3, and 2020-4 are hereby continued in effect until they expire pursuant to the terms of this Ordinance, except as they may be modified or supplemented by this Emergency Ordinance No. 2020-5.

SECTION 3. In accordance with West Virginia Code Chapter 15, Article 5, Section 8, each political subdivision in which any disaster as described in *W. Va. Code* § 15-5-1 occurs shall have the power to enter into contracts and incur obligations necessary to combat such disaster, protect the health and safety of persons and property and provide emergency assistance to the victims of such disaster. Each political subdivision is authorized to exercise its powers under this section in light of the exigencies of extreme emergency situations without regard to time-consuming procedures and formalities prescribed by law (excepting mandatory constitutional requirements) pertaining to the performance of public work, entry into contracts, incurring of obligations, employment of temporary workers, rental of equipment, purchase of supplies and materials, levying of taxes and appropriation and expenditure of public funds.

SECTION 4. The City Manager is hereby authorized and directed to exercise these authorities, with the advice and direction of Council, to combat the COVID-19 pandemic giving rise to the above-referenced declaration of a state of emergency by the Governor.

SECTION 5. During the effective period of this Ordinance, the City Manager is authorized and directed to implement all appropriate and necessary measures authorized by this Ordinance to address the COVID-19 pandemic, consistent with the advice and direction of City Council.

SECTION 6. Prior to implementing any such authority or authorities, the City Manager shall adopt a written order identifying the authority to be employed and the means to be used in employing the authority, and the written order shall be delivered to each member of City Council, to the City Clerk, who shall keep a record of such order, and shall be made available to the public.

SECTION 7. The restrictions established by this Ordinance, shall apply only upon issuance of a written order of the City Manager pursuant to Section 6 of this Article, and only to the extent stated therein.

#### Article II. Limitations on gatherings; operation of bar areas.

##### SECTION 1. LIMITATIONS ON GATHERINGS.

The City Manager may order limitations on gatherings consistent with provisions of the Executive Orders of the Governor or of any order of the Monongalia County Board of Health or Monongalia County Health Officer.

SECTION 2. OCCUPANCY OF BAR AREAS.

The City Manager may order restrictions on the operation of bars and bar areas of restaurants and hotels consistent with provisions of the Executive Orders of the Governor or of any order of the Monongalia County Board of Health or Monongalia County Health Officer.

SECTION 3. PENALTY.

Any violation of the City Manager’s order shall be deemed a public nuisance subject to summary abatement by the Chief of Police or other law enforcement officer. In addition, any violation shall be a misdemeanor punishable by a fine of up to five hundred (500) dollars. Each day a violation continues shall constitute a separate violation.

Article III. Severability

To the extent any provision of this Ordinance is found illegal or unenforceable by any court or administrative authority having jurisdiction to make such a determination, the remainder of the Ordinance shall remain in effect and shall be given effect as though the provision found illegal or unenforceable were omitted.

This ordinance shall be effective upon adoption and, except where expressly stated otherwise, shall lapse without further action on December 15, 2020.

ADOPTED: \_\_\_\_\_

\_\_\_\_\_  
Mayor

FILED: \_\_\_\_\_

\_\_\_\_\_  
City Clerk



# The City of Morgantown

430 SPRUCE STREET  
MORGANTOWN, WEST VIRGINIA 26505  
OFFICE: (304) 284-7405 FAX: (304) 284-7430  
[www.morgantownwv.gov](http://www.morgantownwv.gov)

## Office of the City Manager

### City Manager's Report for City Council Meeting on September 1, 2020

#### Information:

##### A. June 2020 General Fund Detailed Budget Report

Included in your packet is the detailed budget report for the end of the June 2020. Nearly all lines had been changed prior to the end of the year as the City made revisions to the budget anticipating impacts from COVID. The one line that was not revised during those budget revisions was the Intergovernmental & Grants line in the revenue section – which is why this shows as over 300% of the budgeted amount. This line accounts for CARES Act monies we've received. Nearly all of the CARES Act money has been put into our contingency fund. I do not intend to spend time discussing this on Tuesday but wanted to provide a brief overview of the document in your packet. If you have any questions on this, please do not hesitate to reach out.

##### B. 2020-2022 Strategic Plan

At Tuesday night's meeting, I will be presenting you with the 2020-2022 Morgantown Strategic Plan. This document and presentation is the result of the strategic planning session that Council attended in June led by the Novak Consulting Group, where City Council identified 10 key strategic goals for the City to work on in the coming months and years. Once presented to Council, we will make the 2020-2022 Strategic Plan available on our website for all members of the public to view. City Administration will use this document as a guide as we continue our efforts in providing the best city services to our residents. I look forward to sharing this with you.

#### New Business:

##### A. Letter of Support for WV DOH Van Voorhis Construction Project

The WV Division of Highways (WV DOH) recently had a virtual public information meeting regarding the proposed project to upgrade 0.95 miles of Van Voorhis Road between Chestnut Ridge Road and West Run Road. Proposed improvements include road widening, an additional southbound lane from Killarney Drive to Chestnut Ridge Road, improvement of the roadway alignment

and an additional turn lane near Wedgewood Drive, replacement of the bridge over West Run, sidewalks, drainage improvements, and more.

The WVDOH is accepting comments on the proposed plan until September 10, 2020. City Administration would like to provide a letter of support (attached) to the WV DOH for the project and also support the proposal to relocate a driveway that is currently in the intersection at Chestnut Ridge Road and Van Voorhis Road. The overall project upgrades are geared at improving traffic operations and providing a safer environment for pedestrians, The current placement of the driveway, coupled with the proposed addition of a lane, will further exacerbate the impediments to traffic flow as well as cause an less safe environment for pedestrians.

We are looking for City Council's agreement to providing this letter of support for this project and relocation of the driveway.

## **B. Police and Fire Pension Annual Reports**

Attached you will find a copy of the annual reports for both the Morgantown Police and Fire Pension Funds as required by the WV Municipal Pensions Oversight Board. This state-wide program enables municipalities to secure a dedicated revenue source for public safety pensions through an additional premium tax equal to one percent of taxable premiums for fire insurance and casualty insurance policies. As indicated in the attached memorandum, this past fiscal year (through June 30, 2020), the State of West Virginia allocation to Morgantown was \$ 763,466.74 (for Police) and \$638,746.60 (for Fire) between the two pension funds.

City Council approval is needed to accept the reports so that we can request the insurance tax allocations from the state.

Emily Muzzarelli, PE  
Interim City Manager, Morgantown, WV



**City of Morgantown  
General Fund Schedule of Revenues and Expenditures  
For the Month Ended June 30, 2020**

	Fiscal Calendar 2020				Fiscal Calendar 2019			
	Current Budget	YTD Total	MTD Total	% of Budget	Current Budget	YTD Total	MTD Total	% of Budget
<b>REVENUES</b>								
Business & Occupational Tax	16,375,000.00	16,472,373.83	(25,749.74)	101%	14,550,000.00	15,309,640.05	194,114.35	105%
Property Tax	4,550,398.00	4,511,896.64	162,543.80	99%	4,274,568.00	4,323,513.45	80,283.85	101%
Fire Protection Fees	3,341,100.00	3,344,718.41	(555.06)	100%	3,326,000.00	3,308,089.11	(2,576.28)	99%
Municipal Service Fees	4,400,000.00	4,467,165.23	133,980.89	102%	4,425,000.00	4,395,658.67	111,595.63	99%
Other Taxes	3,269,982.00	3,245,905.95	57,698.67	99%	3,606,548.00	3,743,334.68	176,947.43	104%
Fines and Forfeitures	400,000.00	358,348.22	14,943.50	90%	470,000.00	477,522.57	37,793.08	102%
License and Permits	397,000.00	403,824.56	95,063.14	102%	358,000.00	396,516.10	92,723.52	111%
Intergovernmental & Grants	928,386.00	2,950,897.06	2,282,781.51	318%	2,207,833.00	2,156,807.32	939,515.65	98%
Interfund Charges	66,800.00	67,800.00	67,800.00	101%	30,000.00	30,000.00	-	100%
Refuse Collection	1,475,000.00	1,569,686.29	138,749.57	106%	1,300,000.00	1,451,650.47	493,146.06	112%
Miscellaneous	452,340.00	537,025.98	66,076.65	119%	634,340.00	609,632.28	211,753.63	96%
Other Charges For Services	107,000.00	115,958.99	11,679.99	108%	99,025.00	131,255.60	8,501.00	133%
Prior Year Balance	3,400,000.00	-	-	0%	3,121,500.00	-	-	0%
<b>Grand Total</b>	<b>39,163,006.00</b>	<b>38,045,601.16</b>	<b>3,005,012.92</b>	<b>97%</b>	<b>38,402,814.00</b>	<b>36,333,620.30</b>	<b>2,343,797.92</b>	<b>95%</b>
<b>EXPENSES</b>								
409 Mayor	9,988.00	8,607.51	(383.72)	86%	10,778.00	10,211.67	945.17	95%
410 Council	67,518.00	65,836.60	16,483.43	98%	60,180.00	48,013.69	4,976.55	80%
412 City Manager	930,928.00	877,573.21	63,701.03	94%	840,455.00	757,160.52	91,149.69	90%
414 Finance	1,131,486.00	1,121,575.77	94,496.27	99%	1,009,184.00	970,690.42	164,766.82	96%
415 City Clerk	208,499.00	179,660.56	17,558.59	86%	209,531.00	193,214.83	22,071.34	92%
416 Municipal Court	310,613.00	278,199.26	22,571.80	90%	304,321.00	261,958.22	29,466.43	86%
417 City Attorney	1,155,000.00	1,148,527.02	62,749.50	99%	912,678.00	372,135.49	44,470.01	41%
420 Engineering	459,704.00	402,633.80	36,443.10	88%	711,679.00	445,513.79	61,424.10	63%
422 Personnel	416,310.00	332,932.83	25,402.09	80%	264,511.00	187,760.70	19,596.72	71%
436 Building Inspection	1,255,609.00	1,241,949.11	109,105.77	99%	1,255,354.00	1,105,128.61	120,213.53	88%
437 Planning & Zoning	325,300.00	308,788.05	31,884.72	95%	374,560.00	316,621.61	35,782.34	85%
438 Elections	-	-	-	0%	31,500.00	31,307.43	3,513.38	99%
439 Information Technology	344,010.00	327,987.58	58,209.51	95%	343,443.00	298,786.02	62,536.30	87%
440 City Hall	698,285.00	656,369.57	79,862.93	94%	678,044.00	659,607.69	82,672.67	97%
700 Police Department	9,226,187.00	8,974,548.04	633,902.88	97%	9,517,706.00	8,993,806.67	751,176.02	94%
706 Fire Department	6,682,007.00	6,618,688.98	591,236.30	99%	6,595,347.00	6,429,235.23	761,425.84	97%
750 Street Department	2,869,090.00	2,798,864.71	208,377.99	98%	2,690,057.00	2,623,862.84	271,099.36	98%
752 Signs & Signals	812,284.00	705,898.17	90,733.28	87%	774,993.00	731,848.85	113,328.14	94%
754 Equipment Maintenance	632,722.00	594,009.60	45,073.17	94%	754,265.00	658,517.05	100,630.19	87%
950 Urban Landscape	252,077.00	222,107.32	17,571.58	88%	245,400.00	241,826.83	32,861.66	99%
707 Animal Control	30,172.00	30,171.72	2,514.31	100%	39,060.00	29,293.56	2,441.13	75%
424 Contributions	419,279.00	420,171.06	18,726.93	100%	534,279.00	536,724.73	87,213.17	100%
444 Transfers	9,047,768.00	8,925,864.75	2,973,317.31	99%	8,295,754.00	8,293,083.12	1,170,522.05	100%
699 Contingencies	288,884.00	-	-	0%	674,735.00	-	-	0%
800 Refuse Department	1,550,000.00	1,559,193.13	288,180.01	101%	1,275,000.00	1,515,896.07	441,788.55	119%
802 Recycling	36,886.00	495.00	-	1%	-	-	-	0%
<b>Grand Total</b>	<b>39,160,606.00</b>	<b>37,800,653.35</b>	<b>5,487,718.78</b>	<b>97%</b>	<b>38,402,814.00</b>	<b>35,712,205.64</b>	<b>4,476,071.16</b>	<b>93%</b>



# The City of Morgantown

430 Spruce Street  
Morgantown, West Virginia 26505  
(304) 284-7405 Fax: (304) 284-7430  
[www.morgantownwv.gov](http://www.morgantownwv.gov)

Office of the City Manager

September 2, 2020

Mr. R. J. Scites, P.E.  
Director, Engineering Division  
West Virginia Department of Transportation  
Division of Highways  
1334 Smith Street  
Charleston, WV 25301

Subject: Van Voorhis Road (CR 59) Project – State Project ID: U331-59-0.94

Dear Mr. Scites,

Thank you for the opportunity to comment on the subject project in Morgantown and Monongalia County. This project is an important part of creating a multi-modal system in our community. We support the improved automobile operation, pedestrian infrastructure and the facilitation of safe pedestrian, bicycle and transit operations along the entire corridor included in this project.

It is important to note that a vital aspect to making this project an overall success is the provision of improved traffic operation at key intersections. It is our understanding that a central impediment to improving traffic operations along the corridor is the current location of the driveway in front of the “Stop bar” at the intersection of Van Voorhis Road and Burroughs Street. Currently, it is our understanding that this driveway impedes the normal operation of the intersection along with the potential to negatively impact safety of all travelers through the intersection. This impediment will only be made worse with the addition of a Southbound lane along Van Voorhis Road headed towards this intersection.

It is our understanding that WVDOH is finalizing the recommendation of how to address this issue. This letter is to support the relocation of this driveway to minimize its negative impact on the operation of the intersection and to improve the safety of the traveling public in the area. We hope that you will seek a solution that meets traffic safety standards as well as meets the needs of the community and nearby businesses.

We appreciate your consideration of this matter. Please feel free to contact me if you have any questions about this matter or if we may be of assistance.

Sincerely,

Emily Muzzarelli, PE

Interim City Manager

# City of Morgantown

## Finance Department

389 Spruce Street

Morgantown, WV 26505

Phone (304) 284-7407/Fax 7418

[jgoff@morgantownwv.gov](mailto:jgoff@morgantownwv.gov)

# MEMO

**DATE:** August 26, 2020

**TO:** Emily Muzzarelli, Interim City Manager

**FROM:** James Goff, Finance Director

**RE:** FY20 Annual Reports of Police & Fire Pension Funds

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Attached are copies of the Annual Reports for the fiscal year ended June 30, 2020 for the Morgantown Police and Fire Pension Funds required by the WV Municipal Pensions Oversight Board. Please include this item on the agenda for the September 1st City Council meeting as part of your City Manager's report. Once Council approves the reports, we will be able to make requests for the State's insurance tax allocations. These fiscal year 2021 State allocations amount to \$763,466.74 for the Police Pension Fund and \$638,746.60 for the Fire Pension Fund.

The pension fund balances have changed as follows:

	<u>FY18</u>	<u>FY19</u>	<u>Unaudited FY20</u>
Policemen's Pension	\$15,731,259	\$16,633,959	\$16,395,710
Firemen's Pension	\$12,718,148	\$13,539,956	\$13,590,152

From previous actuarial valuations currently utilizing an investment rate of return of 4.5%, the funded ratios and unfunded accrued liabilities are as follows:

	<u>7/1/17</u>	<u>7/1/18</u>	<u>7/1/19</u>
Policemen's Pension			
Funded Ratio	24.2%	23.8%	Report
Unfunded Liability	\$47.6mm	\$50.5mm	Pending
Firemen's Pension			
Funded Ratio	26.7%	25.9%	Report
Unfunded Liability	\$33.5mm	\$36.5mm	Pending

Please let me know if you have any questions or need additional information.



# The City of Morgantown

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## FINANCE DEPARTMENT

Municipal Pensions Oversight Board  
301 Eagle Mountain Road, Suite 251  
Charleston, West Virginia 25311

Under penalty for false swearing (West Virginia Code §61-5-3), I hereby certify the foregoing information in this annual report of the Morgantown Policemen's Pension and Protection Fund for fiscal year June 30, 2020 to be true and accurate in all respects. I further certify (per §8-22-19(d)(1) and §8-22-19(d)(1)(B)) the Board of Trustees of the pension and relief fund has made a report to the governing body of the municipality and to the oversight board on the condition of its fund with respect to the fiscal year. This Annual Report has been presented to the City of Morgantown city council on September 1, 2020.

Date: September 2, 2020

Name: James M. Goff

Signed: \_\_\_\_\_

Title: Municipal Treasurer and Custodian of the Policemen's/Firemen's Pension and Relief Fund

Municipality: City of Morgantown

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

<b>Pension Fund</b>	Morgantown Policemen's Pension & Relief Fund
<b>Treasurer</b>	James Goff, Finance Director
<b>Municipality</b>	City of Morgantown, West Virginia
<b>Fiscal Year (July 1 - June 30)</b>	July 1, 2019 - June 30, 2020
<b>Actuarial Funding Method</b>	<input type="checkbox"/> Standard Funding Method <input type="checkbox"/> Optional Funding Method <input checked="" type="checkbox"/> Alternative Funding Method (107%) <input type="checkbox"/> % Necessary to Maintain Plan Solvency for 15 Years

PART I - Asset Reconciliation from Beginning of Fiscal Year to End of Fiscal Year		Item	Amount
<b>Beginning Fair Value of Pension Plan</b>		<b>July 1 (cash value)</b>	<b>\$ 16,618,282.04</b>
a. Prior year net receivable/payable			\$ 15,676.50
<b>Beginning Fair Value of Pension Plan</b>		<b>July 1 (accrued value)</b>	<b>\$ 16,633,958.54</b>
<b>I. Revenue During Fiscal Year</b>			
<b>1. Employee Contributions</b>			
a. For Employees hired prior to Jan. 1, 2010	Percent of Gross Salary	9.50%	\$ 270,468.78
b. For Employees hired on or after Jan. 1, 2010	Percent of Gross Salary	9.50%	\$ 170,315.61
c. Total Employee Contributions			\$ 440,784.39
<b>2. Government Contributions</b>			
a. From Parent Local Government	Required employer contributions from your municipality		\$ 1,010,927.47
b. Overpayment Authorized by City Council Pursuant to §WV Code 8-22-27A(d)			\$ 208,732.03
c. Additional Employer Contributions From Your Municipality			\$ -
d. From State Government	Municipal Pensions Oversight Board (premium surcharges on fire and casualty insurance)		\$ 738,271.36
e. Total Government Contributions			\$ 1,957,930.86
<b>3. Receivable Contributions</b>			
a. Employee Contributions			\$ 14,748.85
b. Local Government Contributions			\$ -
c. State Government Contributions			\$ -
d. Other Contributions			\$ -
e. Total Receivable Contributions			\$ 14,748.85
<b>4. Earnings on Investments</b>			
a. Net Appreciation/(Depreciation) of Fair Value of Investments			\$ (496,374.59)
b. Net Realized Gain/(Loss) on Sale/Exchange			\$ (92,172.80)
c. Interest and Dividends			\$ 711,062.91
d. Other Income			\$ -
e. Investment Expenses (enter as negative)			\$ (128,874.47)
f. Receivable Investment Income			\$ -
g. Payable Investment Expenses (enter as negative)			\$ -
h. Total Earnings on Investments			\$ (6,358.95)
<b>5. All Other Revenues</b>			
Please Specify			\$ -
<b>Total Revenues</b>			<b>\$ 2,407,105.15</b>

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

Item		Amount
<b>II Expenditures During Fiscal Year</b> <small>Does not include Investment Expenses, see I.4.e. and I.4.g. on first page.</small>		
<b>1. Benefits Paid</b>	<small>Retirement, disability, survivor and any other benefits.</small>	\$ 2,617,737.35
<b>2. Withdrawals</b>	<small>Amount paid to employees or former employees or their survivors, representing return of contributions made by employees during the period of their employment</small>	\$ 25,876.23
<b>3. Administration Expenses</b>	<small>Administrative expenses and other costs or payments not representing benefit payments or withdrawals.</small>	
<b>a. Municipal Administration</b>	<small>Municipal administration fees.</small>	\$ 1,740.00
<b>b. Other Administration</b>	<small>Example: Pension Secretary expenses; Rent; etc.</small>	\$ -
<b>c. Total Administration Expenses</b>		\$ 1,740.00
<b>4. Payables</b>	<small>Monies payable after the end of the fiscal year</small>	
<b>a. Benefit Payments</b>		\$ -
<b>b. Withdrawals</b>		\$ -
<b>c. Administration Expenses</b>		\$ -
<b>d. Total Payables</b>		\$ -
<b>Total Expenditures</b>	<small>The sum of items II.1. through II.4</small>	\$ 2,645,353.58
<b>Net Income/(Loss)</b>		\$ (238,248.43)
<b>Ending Fair Value of Pension Plan</b>	<b>June 30 (cash value)</b>	\$ 16,380,961.26
a. Net receivable/payable		\$ 14,748.85
<b>Ending Fair Value of Pension Plan</b>	<b>June 30 (accrued value)</b>	\$ 16,395,710.11

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

<b>PART II - Asset Allocation at End of Fiscal Year</b>		
<b>1. Cash and Cash Equivalents - Short Term</b>	<b>Percent of Total Assets</b>	<b>5.11%</b>
<b>Financial Institution or Money Manager</b>	<b>Type of Account</b>	<b>Fair Value</b>
a. United Bank	Checking	\$ 29,209.65
b.	Treasury Bills	\$ -
c. Graystone Consulting	Savings or Money Market Account	\$ 808,597.06
d.	Short Term Investment Funds	\$ -
e.	Re-Purchase Agreements	\$ -
f.	Commercial Paper	\$ -
g.	CDs and Bankers' Acceptances	\$ -
		<b>Fair Value</b>
<b>Total Cash and Cash Equivalents</b>	The sum of items 1.a. through 1.g.	<b>\$ 837,806.71</b>
<b>2. Fixed Income - Long Term</b>	<b>Percent of Total Assets</b>	<b>26.49%</b>
<b>Financial Institution or Money Manager</b>	<b>Type of Account</b>	<b>Fair Value</b>
a. Graystone Consulting	US Govt Agencies & Instruments	\$ 1,567,654.61
b.	Foreign Govt, Subdivisions, Agencies or Enterprise	\$ -
c.	International agencies or supranational entities	\$ -
d.	Mortgage-related or others asset back securities	\$ -
e. Graystone Consulting	Corporate Debt Securities	\$ 1,588,806.83
f.	Corporate Inflation-index bonds	\$ -
g.	Bank CD's, fixed time deposits, Bankers Acceptance	\$ -
h.	State & Local Govt Debt Securities	\$ -
i. Graystone Consulting	Mutual Funds (Bonds)	\$ 1,186,392.99
j.	International Mutual Funds - Bonds	\$ -
k.	Exchange Traded Funds (ETF) - Bonds	\$ -
l.	International Exchange Traded Funds (ETF) - Bonds	\$ -
		<b>Fair Value</b>
<b>Total Fixed Income (at fair value)</b>	The sum of items 2.a. through 2.l.	<b>\$ 4,342,854.43</b>
<b>3. Equity Investments</b>	<b>Percent of Total Assets</b>	<b>54.53%</b>
<b>Financial Institution or Money Manager</b>	<b>Type of Account</b>	<b>Fair Value</b>
a. Graystone Consulting	Individual Stocks Held	\$ 1,174,863.89
b.	Mutual Fund Shares (Equities)	\$ -
c. Graystone Consulting	Exchange Traded Funds (ETF)	\$ 4,198,595.07
d. Graystone Consulting	International Stocks Held	\$ 3,532,530.38
e.	International Mutual Funds - Equities	\$ -
f. Graystone Consulting	International Exchange Traded Funds (ETF)	\$ 34,849.30
		<b>Fair Value</b>
<b>Total Equity Investments (at fair value)</b>	The sum of items 3.a. through 3.f.	<b>\$ 8,940,838.64</b>
<b>4. Alternative Investments</b>	<b>Percent of Total Assets</b>	<b>13.78%</b>
<b>Financial Institution or Money Manager</b>	<b>Type of Account</b>	<b>Fair Value</b>
a.	Real Estate Investment Trust	\$ -
b.	Private Equity Fund	\$ -
c.	Hedge Funds	\$ -
d. Graystone Consulting	Other Alternative Investments	\$ 2,259,461.48
		<b>Fair Value</b>
<b>Total Alternative Investments (at fair value)</b>	The sum of items 4.a. through 4.d.	<b>\$ 2,259,461.48</b>
<b>5. Receivables and Payables</b>	<b>Percent of Total Assets</b>	<b>0.09%</b>
	<b>Type</b>	<b>Fair Value</b>
a.	Receivable Contributions	\$ 14,748.85
b.	Receivable Investment Income	\$ -
c.	Payable Investment Expense	\$ -
d.	Payable Benefits, Withdrawals, and Admin Expenses	\$ -
		<b>Fair Value</b>
<b>Net Receivable/(Payable)</b>	The sum of items 5.a. through 5.d.	<b>\$ 14,748.85</b>
<b>Total Assets</b>	<b>Sum of 1. through 5.</b>	<b>\$ 16,395,710.11</b>
<b>6. Total return on investments for the period of July 1 thru June 30</b>	(Obtain from financial institution or money manager)	<b>-0.06%</b>

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

**PART III - Membership and Beneficiaries**

\* Please report the figures requested below, for the fiscal year reported on page 1. To figure the Average Monthly Number of Persons, add figures for each month and divide by 12. Please round to two decimal places. An employee must have been paid for 100 hours in any month to be included in that month.  
 \*\* Please report the total number of disability applications received during the fiscal year, the status of each application at the end of the fiscal year, the total applications granted and denied, and the percentage of disability benefit recipients to the total number of active members of the fund. This requirement satisfies §8-22-23a(a) of the WV Code if the report is submitted to the Municipal Pensions Oversight Board prior to August 1st of each year.

Item		Avg. Monthly #
<b>I. Members of your Pension Fund</b>		
Exclude Beneficiaries		
1. Active Members	Current number of employees contributing to the pension fund	68.42
2. Inactive Members	Non-active vested members and employees on extended leave without pay	0.00
<b>II. Beneficiaries Receiving Periodic Benefit Payments During Fiscal Year</b>		
1. Retirees		51.25
2. Disability Retirees	Includes the new applications approved during reporting period	7.00
a. Number of Disability Applications received during the fiscal year		0.00
b. Status of each Disability Application at end of fiscal year - please attach separate sheet with details		
( 1.) Disability Applications Approved during Fiscal Year		0.00
( 2.) Disability Applications Denied during Fiscal Year		0.00
3. Percentage of Disability Benefit Recipients to the Total of Active Members in the fund		10.23%
4. Survivors (of Deceased Members) Drawing Benefits		12.00

**PART IV - Legal Thresholds for Investments**

	(1)	(2)	(3)
	%	Maximum % and \$	(Over) Under
Equity Investments	55%	75%	20%
International Securities	22%	30%	8%
Alternative Investments	14%	25%	11%
Cash/Cash Equivalents and Fixed Income (Low 25%; High 75%)	32%	25% 75%	-7% 43%
Short Term Investment - (90 days of expenses)		\$ 661,338.40	\$ (176,468.32)



# The City of Morgantown

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## FINANCE DEPARTMENT

Municipal Pensions Oversight Board  
301 Eagle Mountain Road, Suite 251  
Charleston, West Virginia 25311

Under penalty for false swearing (West Virginia Code §61-5-3), I hereby certify the foregoing information in this annual report of the Morgantown Firemen’s Pension and Protection Fund for fiscal year June 30, 2020 to be true and accurate in all respects. I further certify (per§8-22-19(d)(1) and §8-22-19(d)(1)(B)) the Board of Trustees of the pension and relief fund has made a report to the governing body of the municipality and to the oversight board on the condition of its fund with respect to the fiscal year. This Annual Report has been presented to the City of Morgantown city council on September 1, 2020.

Date: September 2, 2020

Name: James M. Goff

Signed: \_\_\_\_\_

Title: Municipal Treasurer and Custodian of the Policemen’s/Firemen’s Pension and Relief Fund

Municipality: City of Morgantown

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

<b>Pension Fund</b>	Morgantown Firemen's Pension & Relief Fund
<b>Treasurer</b>	James Goff, Finance Director
<b>Municipality</b>	City of Morgantown, West Virginia
<b>Fiscal Year (July 1 - June 30)</b>	July 1, 2019 - June 30, 2020
<b>Actuarial Funding Method</b>	<input type="checkbox"/> Standard Funding Method <input type="checkbox"/> Optional Funding Method <input checked="" type="checkbox"/> Alternative Funding Method (107%) <input type="checkbox"/> % Necessary to Maintain Plan Solvency for 15 Years

PART I - Asset Reconciliation from Beginning of Fiscal Year to End of Fiscal Year		Item	Amount
<b>Beginning Fair Value of Pension Plan</b>		<b>July 1 (cash value)</b>	<b>\$ 13,528,824.54</b>
a. Prior year net receivable/payable			\$ 11,131.50
<b>Beginning Fair Value of Pension Plan</b>		<b>July 1 (accrued value)</b>	<b>\$ 13,539,956.04</b>
<b>I. Revenue During Fiscal Year</b>			
1. Employee Contributions			
a. For Employees hired prior to Jan. 1, 2010	Percent of Gross Salary	7.00%	\$ 140,945.72
b. For Employees hired on or after Jan. 1, 2010	Percent of Gross Salary	9.50%	\$ 165,506.45
c. Total Employee Contributions			\$ 306,452.17
2. Government Contributions			
a. From Parent Local Government	Required employer contributions from your municipality		\$ 820,688.17
b. Overpayment Authorized by City Council Pursuant to §WV Code 8-22-27A(d)			\$ 112,407.33
c. Additional Employer Contributions From Your Municipality			\$ -
d. From State Government	Municipal Pensions Oversight Board (premium surcharges on fire and casualty insurance)		\$ 631,771.83
e. Total Government Contributions			\$ 1,564,867.33
3. Receivable Contributions			
a. Employee Contributions			\$ 11,672.62
b. Local Government Contributions			\$ -
c. State Government Contributions			\$ -
d. Other Contributions			\$ -
e. Total Receivable Contributions			\$ 11,672.62
4. Earnings on Investments			
a. Net Appreciation/(Depreciation) of Fair Value of Investments			\$ (399,814.03)
b. Net Realized Gain/(Loss) on Sale/Exchange			\$ (73,820.80)
c. Interest and Dividends			\$ 575,896.29
d. Other Income			\$ -
e. Investment Expenses (enter as negative)			\$ (103,879.50)
f. Receivable Investment Income			\$ -
g. Payable Investment Expenses (enter as negative)			\$ -
h. Total Earnings on Investments			\$ (1,618.04)
5. All Other Revenues			
Please Specify			\$ -
<b>Total Revenues</b>			<b>\$ 1,881,374.08</b>

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

Item		Amount
<b>II Expenditures During Fiscal Year</b> <small>Does not include Investment Expenses, see I.4.e. and I.4.g. on first page.</small>		
<b>1. Benefits Paid</b>	<small>Retirement, disability, survivor and any other benefits.</small>	\$ 1,799,950.62
<b>2. Withdrawals</b>	<small>Amount paid to employees or former employees or their survivors, representing return of contributions made by employees during the period of their employment</small>	\$ 28,089.87
<b>3. Administration Expenses</b>	<small>Administrative expenses and other costs or payments not representing benefit payments or withdrawals.</small>	
<b>a. Municipal Administration</b>	<small>Municipal administration fees.</small>	\$ -
<b>b. Other Administration</b>	<small>Example: Pension Secretary expenses; Rent; etc.</small>	\$ 2,539.00
<b>c. Total Administration Expenses</b>		\$ 2,539.00
<b>4. Payables</b>	<small>Monies payable after the end of the fiscal year</small>	
<b>a. Benefit Payments</b>		\$ -
<b>b. Withdrawals</b>		\$ -
<b>c. Administration Expenses</b>		\$ 599.00
<b>d. Total Payables</b>		\$ 599.00
<b>Total Expenditures</b>	<small>The sum of items II.1. through II.4</small>	\$ 1,831,178.49
<b>Net Income/(Loss)</b>		\$ 50,195.59
<b>Ending Fair Value of Pension Plan</b>	<b>June 30 (cash value)</b>	\$ 13,579,078.01
a. Net receivable/payable		\$ 11,073.62
<b>Ending Fair Value of Pension Plan</b>	<b>June 30 (accrued value)</b>	\$ 13,590,151.63

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

<b>PART II - Asset Allocation at End of Fiscal Year</b>			
<b>1. Cash and Cash Equivalents - Short Term</b>		<b>Percent of Total Assets</b>	<b>7.53%</b>
<b>Financial Institution or Money Manager</b>		<b>Type of Account</b>	<b>Fair Value</b>
a. United Bank	Checking	\$	163,871.26
b.	Treasury Bills	\$	-
c. Graystone Consulting	Savings or Money Market Account	\$	858,994.70
d.	Short Term Investment Funds	\$	-
e.	Re-Purchase Agreements	\$	-
f.	Commercial Paper	\$	-
g.	CDs and Bankers' Acceptances	\$	-
			Fair Value
<b>Total Cash and Cash Equivalents</b>		The sum of items 1.a. through 1.g.	<b>\$ 1,022,865.96</b>
<b>2. Fixed Income - Long Term</b>		<b>Percent of Total Assets</b>	<b>25.70%</b>
<b>Financial Institution or Money Manager</b>		<b>Type of Account</b>	<b>Fair Value</b>
a. Graystone Consulting	US Govt Agencies & Instruments	\$	1,265,353.11
b.	Foreign Govt, Subdivisions, Agencies or Enterprise	\$	-
c.	International agencies or supranational entities	\$	-
d.	Mortgage-related or others asset back securities	\$	-
e. Graystone Consulting	Corporate Debt Securities	\$	1,271,690.55
f.	Corporate Inflation-index bonds	\$	-
g.	Bank CD's, fixed time deposits, Bankers Acceptance	\$	-
h.	State & Local Govt Debt Securities	\$	-
i. Graystone Consulting	Mutual Funds (Bonds)	\$	956,059.81
j.	International Mutual Funds - Bonds	\$	-
k.	Exchange Traded Funds (ETF) - Bonds	\$	-
l.	International Exchange Traded Funds (ETF) - Bonds	\$	-
			Fair Value
<b>Total Fixed Income (at fair value)</b>		The sum of items 2.a. through 2.l.	<b>\$ 3,493,103.47</b>
<b>3. Equity Investments</b>		<b>Percent of Total Assets</b>	<b>53.26%</b>
<b>Financial Institution or Money Manager</b>		<b>Type of Account</b>	<b>Fair Value</b>
a. Graystone Consulting	Individual Stocks Held	\$	944,434.00
b.	Mutual Fund Shares (Equities)	\$	-
c. Graystone Consulting	Exchange Traded Funds (ETF)	\$	3,407,942.64
d. Graystone Consulting	International Stocks Held	\$	2,857,684.75
e.	International Mutual Funds - Equities	\$	-
f. Graystone Consulting	International Exchange Traded Funds (ETF)	\$	28,107.96
			Fair Value
<b>Total Equity Investments (at fair value)</b>		The sum of items 3.a. through 3.f.	<b>\$ 7,238,169.35</b>
<b>4. Alternative Investments</b>		<b>Percent of Total Assets</b>	<b>13.43%</b>
<b>Financial Institution or Money Manager</b>		<b>Type of Account</b>	<b>Fair Value</b>
a.	Real Estate Investment Trust	\$	-
b.	Private Equity Fund	\$	-
c.	Hedge Funds	\$	-
d. Graystone Consulting	Other Alternative Investments	\$	1,824,939.23
			Fair Value
<b>Total Alternative Investments (at fair value)</b>		The sum of items 4.a. through 4.d.	<b>\$ 1,824,939.23</b>
<b>5. Receivables and Payables</b>		<b>Percent of Total Assets</b>	<b>0.08%</b>
		<b>Type</b>	<b>Fair Value</b>
a.	Receivable Contributions	\$	11,672.62
b.	Receivable Investment Income	\$	-
c.	Payable Investment Expense	\$	-
d.	Payable Benefits, Withdrawals, and Admin Expenses	\$	(599.00)
			Fair Value
<b>Net Receivable/(Payable)</b>		The sum of items 5.a. through 5.d.	<b>\$ 11,073.62</b>
<b>Total Assets</b>		<b>Sum of 1. through 5.</b>	<b>\$ 13,590,151.63</b>
<b>6. Total return on investments for the period of July 1 thru June 30</b>		(Obtain from financial institution or money manager)	<b>-0.10%</b>

**Annual Report of Policemen's and Firemen's Pension and Relief Funds  
to the Municipal Pensions Oversight Board  
as required by WV Code §8-22-19(d)(1)(B) and §8-22-22a(a)**

**PART III - Membership and Beneficiaries**

\* Please report the figures requested below, for the fiscal year reported on page 1. To figure the Average Monthly Number of Persons, add figures for each month and divide by 12. Please round to two decimal places. An employee must have been paid for 100 hours in any month to be included in that month.

\*\* Please report the total number of disability applications received during the fiscal year, the status of each application at the end of the fiscal year, the total applications granted and denied, and the percentage of disability benefit recipients to the total number of active members of the fund. This requirement satisfies §8-22-23a(a) of the WV Code if the report is submitted to the Municipal Pensions Oversight Board prior to August 1st of each year.

Item		Avg. Monthly #
<b>I. Members of your Pension Fund</b>		
Exclude Beneficiaries		
1. Active Members	Current number of employees contributing to the pension fund	58.67
2. Inactive Members	Non-active vested members and employees on extended leave without pay	0.00
<b>II. Beneficiaries Receiving Periodic Benefit Payments During Fiscal Year</b>		
1. Retirees		38.92
2. Disability Retirees	Includes the new applications approved during reporting period	2.00
a. Number of Disability Applications received during the fiscal year		0.00
b. Status of each Disability Application at end of fiscal year - please attach separate sheet with details		
( 1.) Disability Applications Approved during Fiscal Year		0.00
( 2.) Disability Applications Denied during Fiscal Year		0.00
3. Percentage of Disability Benefit Recipients to the Total of Active Members in the fund		3.41%
4. Survivors (of Deceased Members) Drawing Benefits		14.00

**PART IV - Legal Thresholds for Investments**

	(1)	(2)	(3)
	%	Maximum % and \$	(Over) Under
Equity Investments	53%	75%	22%
International Securities	21%	30%	9%
Alternative Investments	13%	25%	12%
Cash/Cash Equivalents and Fixed Income (Low 25%; High 75%)	33%	25% 75%	-8% 42%
Short Term Investment - (90 days of expenses)		\$ 457,794.62	\$ (565,071.34)