

**RESOLUTION AUTHORIZING
2021 TAX INCREMENT REFUNDING BONDS
(LIMITED TAX GENERAL OBLIGATION)**

**City of Inkster Tax Increment Finance Authority
County of Wayne, State of Michigan**

Minutes of a special meeting of the Board of the City of Inkster Tax Increment Finance Authority, County of Wayne, State of Michigan (the "Authority"), on the 23rd day of April, 2021, at 11:00 a.m., prevailing Eastern Time.

PRESENT: Members: _____

ABSENT: Members: _____

The following preamble and resolution were offered by Member _____ and supported by Member _____:

WHEREAS, the Authority has previously issued its Tax Increment Development Bonds (Limited Tax General Obligation), Series 2010 (Taxable-Recovery Zone Economic Development Bonds – Direct Payment) in the principal amount of \$7,660,000 dated December 22, 2010 (the "Prior Bonds"), pursuant to Act 450, Public Acts of Michigan, 1980, as amended ("Act 450"), to finance all or a portion of the costs of (i) the acquisition, construction, improvement and equipping of municipal facilities for use by the City of Inkster, County of Wayne, State of Michigan (the "City") as the City's Justice Center, consisting of a combined facility for the City's Police Headquarters and the 22nd District Court of the State of Michigan and (ii) certain expenses relating to issuance of the Prior Bonds.

WHEREAS, the Prior Bonds are payable in part from tax increment revenues received by the Authority pursuant to its Second Amended and Restated Tax Increment Financing Plan and Development Plan, established under Act 450; and

WHEREAS, Act 450 has been repealed and replaced in its entirety by the Recodified Tax Increment Finance Authority Act, Act 57, Public Acts of Michigan, 2018 ("Act 57"); and

WHEREAS, Act 34, Public Acts of Michigan, 2001, as amended ("Act 34") and Act 57 permit the Authority to issue bonds to refund all or part of the municipal securities of the Authority; and

WHEREAS, the Authority has been advised that it may be able to accomplish a net savings of debt service costs by refunding all or a portion of the outstanding Prior Bonds through the issuance of refunding bonds; and

WHEREAS, this Board determines that it is in the best interest of the Authority to refund all or a portion of the Prior Bonds; and

WHEREAS, to finance the cost of refunding the Prior Bonds the Authority deems it necessary to issue bonds as authorized by Act 34 and Act 57.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Authorization of Refunding Bonds; Bond Details. Bonds of the Authority designated 2021 TAX INCREMENT REFUNDING BONDS (LIMITED TAX GENERAL OBLIGATION) (the “Bonds”) shall be issued in the aggregate principal amount of not to exceed Six Million Seven Hundred Fifty-Thousand Dollars (\$6,750,000), for the purposes of paying the cost of refunding all or a portion of the Prior Bonds (the portion being refunded, the “Refunded Bonds”) and paying the costs of issuance of the Bonds.

The Bonds shall consist of bonds registered as to principal and interest of the denomination of \$100,000 and multiples of \$5,000 in excess thereof if the Bonds are sold pursuant to a private placement, or in the denomination of \$5,000 and multiples of \$5,000 in excess thereof if the Bonds are sold to an underwriter, not exceeding for each maturity the aggregate principal amount of such maturity. The Bonds shall be dated as of the date of delivery, or such other date as determined by the Chairman, Secretary, or Treasurer of the Authority or the Treasurer of the City (each, an “Authorized Officer” and collectively, the “Authorized Officers”), numbered as determined by the Transfer Agent (hereinafter defined), and maturing or subject to mandatory redemption in such years, but not in more than 30 annual installments, on such dates and in such amounts as determined at the time of sale by an Authorized Officer. The Bonds shall be subject to mandatory or optional redemption prior to maturity as determined by an Authorized Officer at the time of sale of the Bonds. The Bonds shall bear interest at a rate or rates to be determined at the time of sale thereof, but in any event not exceeding a true interest cost of 4.50% per annum, first payable on November 1, 2021 and on each May 1st and November 1st thereafter, or such other first and subsequent interest payment dates as determined by an Authorized Officer at the time of sale.

The net present value savings to be realized by the Authority shall be not less than 2.00% of the principal amount of the Prior Bonds. In the event the Bonds are sold to an underwriter, the underwriter’s discount shall not exceed 1.00% of the principal amount of the Bonds.

Interest on the Bonds shall be paid by check or draft mailed by the Transfer Agent mailed to the registered owner of the Bonds at the registered address, as shown on the registration books of the Authority maintained by the Transfer Agent. Interest shall be payable to the registered owner of record as of the fifteenth day of the month prior to the payment date for each interest payment. The date of determination of registered owner for purposes of payment of interest as provided in this paragraph may be changed by the Authority to conform to market practice in the future. The principal of the Bonds shall be payable at a bank or trust company as registrar and transfer agent for the Bonds to be selected by an Authorized Officer (the “Transfer Agent”), provided that in the event that the Bonds are purchased by a single institutional investor the City Treasurer may act as the Transfer Agent. The principal of the Bonds shall be payable at the Transfer Agent upon presentation and surrender of the appropriate Bond.

The Transfer Agent shall keep the books of registration for this issue on behalf of the Authority. Any Bond may be transferred upon such registration books by the registered owner

of record, in person or by the registered owner's duly authorized attorney, upon surrender of the Bond for cancellation, accompanied by delivery of a duly executed written instrument of transfer in a form approved by the Transfer Agent. Whenever any Bond or Bonds shall be surrendered for transfer, the Authority shall execute and the Transfer Agent shall authenticate and deliver a new Bond or Bonds, for like aggregate principal amount. The Transfer Agent shall require the payment by the bondholder requesting the transfer of any tax or other governmental charge required to be paid with respect to the transfer.

Unless waived by any registered owner of Bonds to be redeemed, official notice of redemption shall be given by the Transfer Agent on behalf of the Authority. Such notice shall be dated and shall contain at a minimum the following information: original issue date; maturity dates; interest rates; CUSIP numbers, if any; certificate numbers (and in the case of partial redemption) the called amounts of each certificate; the redemption date; the redemption price or premium; the place where Bonds called for redemption are to be surrendered for payment; and that interest on Bonds or portions thereof called for redemption shall cease to accrue from and after the redemption date. In addition, further notice shall be given by the Transfer Agent in such manner as may be required or suggested by regulations or market practice at the applicable time, but no defect in such further notice nor any failure to give all or any portion of such further notice shall in any manner defeat the effectiveness of a call for redemption if notice thereof is given as prescribed herein.

2. Execution of Bonds; Book-Entry-Only Form. The Bonds of this issue shall be signed by the manual or facsimile signatures of the Chairman and Secretary of the Authority. No Bond signed by facsimile signatures shall be valid until authenticated by an authorized representative of the Transfer Agent. The Bonds shall be delivered to the Transfer Agent for authentication and be delivered by it to the purchaser in accordance with instructions from the Treasurer of the Authority upon payment of the purchase price for the Bonds in accordance with the bid therefor when accepted. Executed blank bonds for registration and issuance to transferees shall simultaneously, and from time to time thereafter as necessary, be delivered to the Transfer Agent for safekeeping.

The Bonds may be issued in book entry only form through the Depository Trust Company in New York, New York ("DTC") and each Authorized Officer is individually authorized to execute such custodial or other agreements with DTC as may be necessary to accomplish the issuance of the Bonds in book entry only form and to make such change in the Bond form within the parameters of this Resolution as may be required to accomplish the foregoing.

3. Security for Bonds; Debt Retirement Fund; Defeasance. The Bonds shall be issued in anticipation of and payable from certain tax increment revenues received by the Authority pursuant to the Authority's Second Amended and Restated Tax Increment Financing Plan and Development Plan (the "Tax Increment Revenues"). The Authority hereby pledges the Tax Increment Revenues for the payment of the principal of and interest on the Bonds. As additional security for the Bonds, the City has pledged its full faith and credit for the prompt payment of the Bonds. Should the Tax Increment Revenues be at any time insufficient to pay the principal of and interest on the Bonds as the same become due, then the City shall advance as a first budget obligation from any funds legally available therefor, or, if necessary, levy ad

valorem taxes on all taxable property within the boundaries of the City in an amount to pay said principal and interest, subject to applicable constitutional, statutory and charter tax rate limitations.

The Bonds are of equal standing and priority of lien as to the Tax Increment Revenue as the Issuer's outstanding Tax Increment Development Bonds (General Obligation Limited Tax), Series 2006 (the Outstanding Bonds"). The Issuer reserves the right to issue additional bonds of equal standing as to the Tax Increment Revenues with the Bonds and the Outstanding Bonds.

The Authority Treasurer, or his or her designee, is hereby authorized and directed to open a separate depository account with a bank or trust company designated by the Authority to be known as the City of Inkster Tax Increment Finance Authority 2021 TAX INCREMENT REFUNDING BONDS DEBT RETIREMENT FUND (the "Debt Retirement Fund"), the moneys to be deposited into the Debt Retirement Fund to be specifically earmarked and used solely for the purpose of paying principal of and interest on the Bonds as they mature. Into said fund there shall be placed the accrued interest, if any, received at the time of delivery of the Bonds.

In the event cash or direct obligations of the United States or obligations the principal of and interest on which are guaranteed by the United States, or a combination thereof, the principal of and interest on which, without reinvestment, come due at times and in amounts sufficient to pay the principal of and interest on the Bonds when due, shall be deposited in trust, this Resolution shall be defeased and the owners of the Bonds shall have no further rights under this Resolution or the Lease Contract, as amended, except to receive payment of the principal of and interest on the Bonds from the cash or securities deposited in trust and the interest and gains thereon and to transfer and exchange Bonds as provided herein.

4. Bond Proceeds; Issuance Fund; Escrow Account; Escrow Agreement. The proceeds of the Bonds shall be used to pay the costs of issuance of the Bonds and to secure payment of the Refunded Bonds as provided in this paragraph. Upon receipt of the proceeds of sale of the Bonds the accrued interest and premium, if any, shall be deposited in the Debt Retirement Fund for the Bonds. From the remaining proceeds of the Bonds there shall be set aside a sum sufficient to pay the costs of issuance of the Bonds in a fund designated 2021 TAX INCREMENT REFUNDING BONDS ISSUANCE FUND (the "Issuance Fund"), which may be established by the Authority or the Escrow Agent (as hereinafter defined). Moneys in the Issuance Fund shall be used solely to pay expenses of issuance of the Bonds. Any amounts remaining in the Issuance Fund after payment of issuance expenses shall be transferred to the Debt Retirement Fund for the Bonds.

The balance of the proceeds of the Bonds, together with other available funds of the Authority, if any, shall be deposited in an escrow account established with the Escrow Agent (hereinafter defined) designated as the City of Inkster Tax Increment Finance Authority 2021 TAX INCREMENT REFUNDING BONDS ESCROW ACCOUNT (the "Escrow Account"), consisting of cash and/or investments in direct obligations of or obligations the principal of and interest on which are unconditionally guaranteed by the United States of America or other obligations the principal of and interest on which are fully secured by the foregoing not redeemable at the option of the Authority in amounts fully sufficient to pay the principal of and

interest on the Refunded Bonds as set forth in the Sale Order. The Escrow Account shall be held in trust by a Michigan bank or trust company eligible to act as escrow agent (the "Escrow Agent"). The Escrow Account shall be held by the Escrow Agent pursuant to an escrow agreement (the "Escrow Agreement") which shall irrevocably direct the Escrow Agent to take all necessary steps to call for redemption the Refunded Bonds, including publication and mailing of redemption notices, on any call date, as specified by the Authority. The amounts held in the Escrow Account shall be such that the cash and investments and income received thereon will be sufficient without reinvestment to pay the principal of and interest on the Refunded Bonds when due and upon redemption as required by the Sale Order. Any proceeds of the Bonds in excess of the proceeds deposited in the Escrow Account shall be used for any lawful purpose as specified in the Sale Order. Each Authorized Officer is hereby authorized to select and appoint a bank or trust company qualified to serve as Escrow Agent and to negotiate the terms of and execute and deliver an Escrow Agreement on behalf of the Authority. Each Authorized Officer is authorized and directed to purchase or cause to be purchased, Escrow Securities, including but not limited to, United States Treasury Obligations – State and Local Government Series (SLGS), in an amount sufficient to fund the Escrow Fund.

5. Bond Form. The Bonds shall be in substantially the following form with such changes as may be necessary to conform the Bonds to the final terms of sale:

UNITED STATES OF AMERICA
STATE OF MICHIGAN
COUNTY OF WAYNE

CITY OF INKSTER TAX INCREMENT FINANCE AUTHORITY
2021 TAX INCREMENT REFUNDING BOND
(LIMITED TAX GENERAL OBLIGATION)

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP</u>
	May 1, 20__	_____, 2021	

Registered Owner:

Principal Amount: _____ Dollars

The City of Inkster Tax Increment Finance Authority, County of Wayne, State of Michigan (the "Issuer"), acknowledges itself to owe and for value received, hereby promises to pay to the Registered Owner specified above, or registered assigns, the Principal Amount specified above, in lawful money of the United States of America, on the Maturity Date specified above, unless prepaid prior thereto as hereinafter provided, with interest thereon (computed on the basis of a 360 day year consisting of twelve 30-day months) from the Date of Original Issue specified above or such later date to which interest has been paid, until paid, at the Interest Rate per annum specified above, first payable on November 1, 2021 and semiannually thereafter on each November 1 and May 1. Principal of this bond is payable at the corporate trust office of _____, _____, _____, or such other transfer agent as the Issuer may hereafter designate by notice mailed to the registered owner not less than 60 days prior to any interest payment date. Interest on this bond is payable to the registered owner of record as of the fifteenth (15th) day of the month preceding the interest payment date as shown on the registration books of the Issuer maintained by the transfer agent, by check or draft mailed to the registered owner at the registered address.

This bond is one of a total authorized issue of bonds of even Date of Original Issue, aggregating the principal sum of \$_____ issued under and in full compliance with the Constitution and statutes of the State of Michigan, including specifically Act 57, Public Acts of Michigan, 2018, and Act 34, Public Acts of Michigan, 2001, as amended and pursuant to a resolution duly adopted by the Board of the Issuer on _____, 2021 (the "Resolution") for the purposes of refunding the Issuer's Tax Increment Development Bonds (Limited Tax General Obligation), Series 2010 (Taxable-Recovery Zone Economic Development Bonds – Direct Payment).

Principal of and interest on this bond are payable in the first instance from tax increment revenues received by the Issuer (the "Tax Increment Revenues") pursuant to the Second Amended and Restated Tax Increment Financing Plan and Development Plan approved by the Issuer pursuant to the provisions of Act 450, Public Acts of Michigan, 1980, as amended. In addition, for prompt payment of this bond, both principal and interest, the full faith, credit and resources of the City have been irrevocably pledged. In case of insufficiency of the funds primarily pledged for the payment of the principal of and interest on this bond, the City is obligated to pay the same as a first budget obligation from its general funds or from any taxes which it may be authorized to levy, subject to applicable constitutional, statutory and charter tax rate limitations. The bonds of this issue are of equal standing and priority of lien as to the Tax Increment Revenue as the Issuer's [outstanding Tax Increment Development Bonds (General Obligation Limited Tax), Series 2006] (the Outstanding Bonds"). The Issuer reserves the right to issue additional bonds of equal standing as to the Tax Increment Revenues with the bonds and the Outstanding Bonds.

[Bonds of this issue maturing in the years 202_ to 20__, inclusive, shall not be subject to redemption prior to maturity. Bonds or portions of bonds in multiples of [\$5,000] of this issue maturing in the year 20__ and thereafter shall be subject to redemption prior to maturity, at the option of the Issuer, in any order of maturity and by lot within any maturity, on any date on or after May 1, 20__, at par and accrued interest to the date fixed for redemption, without premium.]

[Insert Term Bond provisions, if necessary]

This bond is transferable only upon the books of the Issuer kept for that purpose at the office of the transfer agent by the registered owner hereof in person, or by the registered owner's attorney duly authorized in writing, upon the surrender of this bond together with a written instrument of transfer satisfactory to the transfer agent duly executed by the registered owner or the registered owner's attorney duly authorized in writing, and thereupon a new registered bond or bonds in the same aggregate principal amount and of the same maturity shall be issued to the transferee in exchange therefor as provided in the resolution authorizing the bonds, and upon the payment of the charges, if any, therein prescribed. Neither the Issuer nor the Transfer Agent shall be required to transfer or exchange this bond or portion of this bond either during the period of fifteen (15) days immediately preceding the date of the mailing of any notice of redemption or (except as to the unredeemed portion, if any, of this bond) after this bond or any portion of this bond has been selected for redemption.

This bond is not valid or obligatory for any purpose until the transfer agent's Certificate of Authentication on this bond has been executed by the transfer agent.

It is hereby certified and recited that all acts, conditions and things required by law precedent to and in the issuance of this bond and the series of bonds of which this is one have been done and performed in regular and due time and form as required by law.

IN WITNESS WHEREOF, the City of Inkster Tax Increment Finance Authority, by its Board, has caused this bond to be signed in its name by the facsimile signatures of the Chairman and the Secretary of the Board, all as of the Date of Original Issue.

CITY OF INKSTER TAX INCREMENT FINANCE AUTHORITY
County of Wayne
State of Michigan

By _____
Its Chairman

By _____
Its Secretary

[FORM OF TRANSFER AGENT'S CERTIFICATE OF AUTHENTICATION]

Certificate of Authentication

This bond is one of the bonds described in the within-mentioned resolution.

_____, Michigan
Transfer Agent

By _____
Authorized Officer

6. Negotiated Sale Authorized. The Authority has considered the option of selling the Bonds through a competitive sale and, pursuant to the requirements of Act 34, Public Acts of Michigan, 2001, as amended (“Act 34”), hereby determines that a negotiated sale of the Bonds, through a private placement or a public offering, will allow more flexibility in accessing the municipal bond market, will result in the most advantageous interest rates and obtain the lowest issuance costs and interest costs for the Authority.

7. Placement or Sale of Bonds; Delegation to Authorized Officer; Sale Order. Each Authorized Officer is hereby authorized to solicit proposals through a private placement with a qualified bank or other sophisticated institutional investor as purchaser thereof (the “Purchaser”). Each Authorized Officer is individually authorized to negotiate and execute a sale order specifying the final terms of the Bonds with the Purchaser and take all other necessary actions required to effectuate the sale, issuance and delivery of the Bonds, subject to the parameters set forth in this Resolution. Any Purchaser shall execute an investor letter in form and substance satisfactory to bond counsel. Alternatively, if deemed appropriate by the Municipal Advisor and an Authorized Officer, the Authority is authorized to select and sell the Bonds to an underwriter (the “Underwriter”) pursuant to a bond purchase agreement, to execute a sale order specifying the final terms of the Bonds with the Underwriter, and to take all other necessary actions required to effectuate the sale, issuance and delivery of the Bonds, subject to the parameters set forth in this Resolution.

Upon the advice of the Authority’s Municipal Advisor and bond counsel, the Authorized Officers are further authorized to sell the Bonds to the Michigan Finance Authority (the “MFA”) pursuant to a negotiated sale, at the prices and on the terms and conditions provided in a purchase contract (a “Purchase Contract”) with the MFA approved by an Authorized Officer within the parameters set forth in this Resolution and confirmed in a sale order specifying the final terms of the Bonds.

8. Adjustment of Bond Terms; Authorization of Other Actions. The Authorized Officers are each hereby authorized to adjust the final Bond details set forth herein to the extent necessary or convenient to complete the transaction authorized herein, and in pursuance of the foregoing are authorized to exercise the authority and make the determinations authorized pursuant to Section 315(1)(d) of Act 34, Public Acts of Michigan, 2001, as amended, including but not limited to, determinations regarding interest rates, prices, discounts, maturities, principal amounts, denominations, dates of issuance, interest payment dates, redemption rights, the place of delivery and payment, and other matters within the parameters described in this resolution.

The Authorized Officers are each authorized and directed to (a) in the event the Bonds are sold to an underwriter (i) approve the circulation of a preliminary official statement describing the Bonds and to deem the preliminary official statement "final" for purposes of Rule 15c2-12 of the SEC and (ii) approve the circulation of a final official statement describing the Bonds and to execute the same on behalf of the Authority; (b) solicit bids for and approve the purchase of a municipal bond insurance policy for the Bonds, if, upon advice of the Authority’s Municipal Advisor, the purchase is deemed to be cost effective; and (c) do all other acts and take all other necessary procedures required to effectuate the sale, issuance and delivery of the Bonds.

The Authorized Officers are each authorized and directed to take all other actions

necessary or advisable, and to make such other filings with any parties, to enable the sale and delivery of the Bonds as contemplated herein.

The Authorized Officers are each authorized and directed to file an application with the Michigan Department of Treasury (the "Department") on behalf of the Authority if necessary to obtain approval of the Department to issue the Bonds and to pay the related fees, if any. Each Authorized Officer is authorized to apply for such additional approvals or waivers from the Department as may be necessary or advisable to accomplish the issuance and sale of the Bonds, including a waiver of the investment grade rating requirement and savings requirement.

9. Tax Covenant; Qualified Tax-Exempt Obligations. The Authority shall, to the extent permitted by law, take all actions within its control necessary to maintain the exclusion of the interest on each issue of the Bonds from gross income for federal income tax purposes under the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, actions relating to any required rebate of arbitrage earnings and the expenditures and investment of Bond proceeds and moneys deemed to be Bond proceeds. The Bonds are hereby designated as "qualified tax exempt obligations" as defined in Section 265(b)(3)(B) of the Code for purposes of deduction of interest expenses by financial institutions pursuant to the Code.

10. Continuing Disclosure Undertaking. In the event required by a Purchaser or if the Bonds are sold to an underwriter, the Authority covenants to enter into a continuing disclosure undertaking for the benefit of the holders and beneficial owners of the Bonds in accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission, and the Authorized Officers are each individually authorized to execute such undertaking prior to delivery of the Bonds. The City, on behalf of itself and the Authority, has covenanted to enter into a continuing disclosure undertaking for the benefit of the holders and beneficial owners of the Bonds in accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission.

11. Appointment of Bond Counsel. The appointment of the law firm of Miller, Canfield, Paddock and Stone, P.L.C. of Detroit, Michigan, as Bond Counsel for the Bonds is hereby confirmed, notwithstanding the periodic representation by Miller, Canfield, Paddock and Stone, P.L.C., in unrelated matters of Huntington Securities, Inc. and other potential parties to the issuance of the Bonds. The fees of bond counsel shall be paid from the proceeds of the sale of the Bonds, or other money legally available therefor.

12. Appointment of Municipal Advisor. The appointment of PFM Financial Advisors, LLC as Municipal Advisor to the Authority is hereby confirmed. The fees of the Municipal Advisor shall be paid from the proceeds of the sale of the Bonds, or other money legally available therefor.

(Balance of this page intentionally left blank)

13. Conflict; Rescission. All resolutions and parts of resolutions insofar as they conflict with the provisions of this Resolution be and the same hereby are rescinded.

AYES: Members: _____

NAYS: Members: _____

Secretary

I certify that the foregoing is a true and complete copy of a resolution adopted by the Board of the City of Inkster Tax Increment Finance Authority at a special meeting held on April 23rd, 2021 and that said meeting was conducted and public notice of said meeting was given pursuant to and in full compliance with the Open Meetings Act, being Act 267, Public Acts of Michigan, 1976, and that the minutes of said meeting were kept and will be or have been made available as required by said Act.

Secretary

35779316.12/103467.00017