

**Resolution No. 2023-31**

**Consent to Issuance of a Solid Waste Facilities Revenue Capital Loan Note by the  
Cass County Environmental Control Agency Board**

**RESOLUTION CONSENTING TO THE ISSUANCE OF SOLID WASTE FACILITIES REVENUE CAPITAL  
LOAN NOTES BY THE BOARD OF THE CASS COUNTY ENVIRONMENTAL CONTROL AGENCY FOR  
THE PURPOSE OF ACQUISITION, CONSTRUCTION, RECONSTRUCTION, REPAIR, EXTENSION OR  
IMPROVEMENT OF ALL OR PART OF THE CASS COUNTY ENVIRONMENTAL CONTROL AGENCY  
SOLID WASTE FACILITIES SYSTEM INCLUDING PROTECTION, RESTORATION AND  
IMPROVEMENT OF WATER QUALITY THROUGH CERTAIN LANDFILL IMPROVEMENTS AND  
CLOSURE EXPENSES AND INCLUDING THOSE COSTS ASSOCIATED WITH REFUNDING THE SOLID  
WASTE FACILITIES REVENUE CAPITAL LOAN NOTES ANTICIPATION PROJECT NOTE, SERIES  
2022 UNDER THE TERMS OF THE 28E AGREEMENT, AND RELATED MATTERS**

WHEREAS, the City of Anita, Iowa, the City of Atlantic, Iowa, the City of Cumberland, Iowa, the City of Griswold, Iowa, the City of Lewis, Iowa, the City of Marne, Iowa, the City of Massena, Iowa, the City of Wiota, Iowa, and the County of Cass, Iowa (collectively, the "Members") are parties to an 28E Agreement creating the Cass County Environmental Control Agency on file with the Iowa Secretary of State, including any amendments or supplements thereto (together, the "28E Agreement"); and

WHEREAS, the 28E Agreement, among other things, establishes the Cass County Environmental Control Agency (the "Agency") as a separate legal entity, and authorizes the issuance of revenue notes under Chapter 28F, Code of Iowa, for the purpose of funding certain activities by the Agency, and provides a means of allocating the budgeted costs to each of the Members; and

WHEREAS, the Agency has proposed that not to exceed \$1,500,000 of Solid Waste Facilities Revenue Capital Loan Notes be issued by the Agency under Chapter 28F of the Code of Iowa for the purpose of providing funds to pay costs associated with the acquisition, construction, reconstruction, repair, extension or improvement of all or part of the Cass County Environmental Control Agency Solid Waste Facilities System including protection, restoration and improvement of water quality through certain landfill improvements and closure expenses and including those costs associated with refunding the Solid Waste Facilities Revenue Capital Loan Notes Anticipation Project Note, Series 2022; and

WHEREAS, this Board has determined that it should evidence its consent to the issuance of not to exceed \$1,500,000 of Solid Waste Facilities Revenue Capital Loan Notes as provided in the 28E Agreement and Chapter 28F.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF CASS COUNTY, STATE OF IOWA:

Section 1. Consent to Issuance of Notes. The Board hereby consents to and authorizes the Cass County Environmental Control Agency Board, pursuant to Section 28F.3 of the Code of Iowa, as amended, (the "Code"), to issue Solid Waste Facilities Revenue Capital Loan Notes in the aggregate principal amount of not to exceed \$1,500,000 (the "Notes") for the purposes contemplated by the 28E Agreement. The County consents to and agrees that such Notes may be issued and sold by the Agency Board in multiple series, at such times and from time to time over a period of years, in such amounts, to such purchasers and for such purposes, by either public or private sale, at fixed or variable rates of interest as shall be prevailing at the time of issuance of the Notes, but which shall not exceed 9% in any event, with such covenants and terms and in such form and manner as the Agency Board shall determine to be appropriate, in its sole discretion. The Chairperson and County Auditor are hereby authorized, empowered and directed to do all such acts and things and to execute all such certificates or documents as may be necessary or desirable in order to further evidence the authorization of the County with respect to the issuance of the Solid Waste Facilities Revenue Capital Loan Notes as provided in the 28E Agreement.

Section 2. Not General Obligations. The principal of and interest on all Notes issued under the 28E Agreement shall be payable solely from and secured by the net revenues of the Cass County Environmental Control Agency Solid Waste Facilities System and from other funds of the Agency lawfully available therefore as provided in Section 28F.5 of the Code, or other applicable provisions of law, and the Solid Waste Facilities Revenue Capital Loan Notes shall not in any respect be general obligations of the County.

Section 3. Allocations of Debt Service. Following the issuance of the Notes and for so long as any of the Notes remain outstanding, the debt service thereon shall be allocated to the Members in accordance with the terms of the 28E Agreement, and the County agrees to pay its allocated share of such debt service to the Agency under the terms and at the times set forth in the 28E Agreement or as determined by the Agency, through the budget process or otherwise.

Section 4. Restriction on Withdrawal. The County further agrees that it may not withdraw or in any way terminate, amend or modify in any way its obligations under the 28E Agreement to the detriment of the holders of the Notes while any of the Notes are outstanding and unpaid, and the provisions of Section 28F.3 of the Code with respect thereto are hereby approved and accepted.

Section 5. Certification. A certified copy of this resolution shall be promptly provided to the Director of the Cass County Environmental Control Agency

Roll Call Vote:

- A Baier
- A Pettinger
- A Green
- A Richter
- A O'Brien

Resolution adopted this 8 day of August, 2023.

Steve Baier

Steve Baier, Chairman,  
Board of Supervisors

Kathy Somers

Kathy Somers  
County Auditor