

AGREEMENT BETWEEN THE CITY OF LONDON AND
THE CITY OF LONDON UTILITY COMMISSION
RELATING TO A GUARANTEE AND AGREEMENT TO
PAY PAYMENTS FOR THE LOAN AND AGREEMENT
BETWEEN THE CITY OF LONDON AND THE KENTUCKY
INFRASTRUCTURE AUTHORITY TO PROVIDE UP TO
~~\$2,904,000~~ OF LOAN FUNDS FOR PROJECT NUMBER ~~F22-~~
~~015~~. \$ 9,887,183.00 MB

WHEREAS, the City of London, Kentucky ("City") and the London Utility Commission ("LUC"), have previously determined that it is appropriate to make an application to the Kentucky Infrastructure Authority (the "Authority") to obtain a 20-year loan, related to constructing certain facilities and improvements (the "Project") to the City of London Utility Commission's water system (the "System"); and

WHEREAS, the funds to be paid for that loan and note will be paid by LUC funds, with an original loan amount \$9,887,183.00, principal forgiveness through the KIA in the amount of \$2,338,149.00, a repayment amount in the amount of \$7,549,034, with payments to be made on June 1 and December 1 of each year in the amount of \$224,491.68 ("Payments"), a repayment term of 20 years, and that includes an amortization schedule calling for principal payments and interest at a rate of 1.75%, all as contained in a certain KENTUCKY INFRASTRUCTURE AUTHORITY ASSISTANCE AGREEMENT for Project F22-015 (hereinafter the "Loan");

NOW THEREFORE, the City and the LUC hereby agree and contract, this day of December 1, 2025, as follows:

- (1) That the LUC agrees that it shall be solely responsible to pay all of the Payments due on the Loan, on or before the due dates called for by the Loan, from LUC funds directly to the Authority, as provided for the payment instructions contained in the Loan;
- (2) That the LUC provides an unconditional guaranty to the City of all funds called for by the Loan;
- (3) That the Payments shall be budgeted for and appropriated by the LUC annually;
- (4) That the LUC may and shall be made a party to any proceeding in the event of default or threatened default of the Loan;
- (5) That the remedy of specific performance shall be available to the City in any proceeding arising out of this agreement, without the requirement to post bond, that Kentucky law shall apply, that venue lie in the Laurel Circuit Court for any actions arising hereunder, and that both parties waive trial by jury for any disputes herein.

Mayor, City of London


Chairman, London Utilities Commission

RESOLUTION 2025-__

**A RESOLUTION APPROVING AND AUTHORIZING AN AGREEMENT BETWEEN THE CITY OF LONDON AND THE CITY OF LONDON UTILITY COMMISSION RELATING TO THE LOAN AND AGREEMENT BETWEEN THE CITY OF LONDON AND THE KENTUCKY INFRASTRUCTURE AUTHORITY TO PROVIDE UP TO ~~\$2,904,000~~ OF LOAN FUNDS FOR PROJECT NUMBER ~~F22-~~
015.**

WHEREAS, the City of London, Kentucky and the London Utility Commission (“LUC”), have previously determined that it is appropriate to make an application to the Kentucky Infrastructure Authority (the “Authority”) to obtain a 20-year loan, related to constructing certain facilities and improvements (the “Project”) to the City of London Utility Commission’s water system (the “System”); and

WHEREAS, the funds to be paid for that loan and note will be paid by LUC funds, with an original loan amount \$9,887,183.00, principal forgiveness through the KIA in the amount of \$2,338,149.00, a repayment amount in the amount of \$7,549,034, with payments to be made on June 1 and December 1 of each year in the amount of \$224,491.68, a repayment term of 20 years, and that includes an amortization schedule calling for principal payments and interest at a rate of 1.75% (hereinafter the “Loan”);

NOW, THEREFORE, IT IS RESOLVED by the City of London, Kentucky as follows:

That the Mayor is authorized to, and shall enter an agreement with the LUC, for it to guarantee and pay to the Authority, the amounts required by the Loan, a copy of which is attached hereto, a copy of which is attached hereto.

ADOPTED on December 1, 2025.

Mayor

Attest:

City Clerk

RESOLUTION 2025-__

A RESOLUTION APPROVING AND AUTHORIZING AN ASSISTANCE AGREEMENT BETWEEN THE CITY OF LONDON, KENTUCKY AND THE KENTUCKY INFRASTRUCTURE AUTHORITY TO PROVIDE UP TO ~~\$2,904,000~~ OF LOAN FUNDS FOR PROJECT NUMBER ~~F22-015~~.

WHEREAS, the City Council (the "Governing Authority") of the City of London, Kentucky, (the "Borrower") has previously determined that it is in the public interest to acquire and construct certain facilities and improvements (the "Project") to the City of London Utility Commission's water system (the "System"); and

WHEREAS, the Borrower has made application to the Kentucky Infrastructure Authority (the "Authority") for the purpose of providing monies to construct the Project; and

WHEREAS, in order to obtain such monies, the Borrower is required to enter into an Assistance Agreement with the Authority (the "Assistance Agreement");

NOW, THEREFORE, IT IS RESOLVED by the City of London, Kentucky as follows:

SECTION 1. That the Governing Authority hereby approves and authorizes the Assistance Agreement between the Borrower and the Authority regarding Project Number ~~F22-015~~ substantially in the form on file with the Borrower for the purpose of providing the necessary financing to the Borrower for the Project.

SECTION 2. That the Mayor and City Clerk of the Borrower be and hereby are authorized, directed, and empowered to execute necessary documents or agreements, and to otherwise act on behalf of the Borrower to effect such financing.

SECTION 3. That this resolution shall take effect at the earliest time provided by law.

ADOPTED on December 1, 2025.

Mayor

Attest:

City Clerk

CERTIFICATE

I, the undersigned, hereby certify that I am the duly qualified Acting City Clerk of the City of London, Kentucky (the "Borrower"); that the foregoing is a full, true and correct copy of a Resolution adopted by the governing authority of the Borrower at a meeting duly held on December 1, 2025; that the official action appears as a matter of public record in the official records or journal of the governing authority; that the meeting was held in accordance with all applicable requirements of Kentucky law, including Sections 61.805 to 61.850, inclusive, of the Kentucky Revised Statutes; that a quorum was present at the meeting; that the official action has not been modified, amended, revoked, or repealed and is now in full force and effect.

IN TESTIMONY WHEREOF, witness my signature this _____, 2025.

City Clerk