

**TRANS-JORDAN CITIES, UTAH**

**SUPPLEMENTAL RESOLUTION  
No. 22-06**

**AUTHORIZING THE ISSUANCE AND SALE OF UP TO**

**\$23,000,000  
SOLID WASTE REVENUE BONDS, SERIES 2022**

**Adopted May 19, 2022**

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**RESOLUTION NO. 22-06**

**SUPPLEMENTAL RESOLUTION AUTHORIZING THE ISSUANCE OF UP TO \$23,000,000 SOLID WASTE REVENUE BONDS, SERIES 2022 OF TRANS-JORDAN CITIES, UTAH; FIXING THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF SUCH BONDS, THE MAXIMUM NUMBER OF YEARS OVER WHICH SUCH BONDS MAY MATURE, THE MAXIMUM INTEREST RATES THAT SUCH BONDS MAY BEAR AND THE MAXIMUM DISCOUNT FROM PAR AT WHICH SUCH BONDS MAY BE SOLD; GIVING AUTHORITY TO CERTAIN OFFICERS TO APPROVE THE FINAL TERMS AND PROVISIONS OF THE BONDS, WITHIN THE PARAMETERS SET FORTH HEREIN; AND PROVIDING FOR RELATED MATTERS.**

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WHEREAS, the Board of Directors (the “*Board*”) of Trans-Jordan Cities, Utah (the “*Issuer*”) has adopted Master Resolution No. 22-05 Providing for the Issuance of Solid Waste Revenue Bonds (the “*Master Resolution*”);

WHEREAS, no Bonds have heretofore been authorized, issued and delivered under the provisions of the Master Resolution;

WHEREAS, the Board considers it necessary and desirable and for the benefit of the Issuer to acquire and construct (a) a new solid waste transfer station, (b) a new administrative building, (c) a new maintenance shop, (d) a scale house station, (e) large scales to weigh commercial and residential loads and (f) related facilities and equipment at 8775 South 700 West, Sandy, Utah (the “*Series 2022 Project*”);

WHEREAS, the Series 2022 Project is more particularly described in *Exhibit A* and shall constitute a part of the System for all purposes of the Master Resolution;

WHEREAS, the Issuer desires to issue not more than \$23,000,000 of its Solid Waste Revenue Bonds, Series 2022 (the “*Series 2022 Bonds*”) for the purpose of providing funds to finance all or a portion of the acquisition and construction of the Series 2022 Project, provide necessary reserves and pay all costs incident to the authorization and issuance of the Series 2022 Bonds;

WHEREAS, pursuant to the Act, the Issuer has the authority to issue the Series 2022 Bonds for the foregoing purposes;

WHEREAS, pursuant to Sections 11-14-316 and 11-14-318 of the Act and Resolution No. 22-04, adopted by the Board on April 21, 2022 (the “*Parameters Resolution*”), the Issuer caused to be published a Notice of Public Hear and Bonds to be Issued (the “*Notice*”);

WHEREAS, pursuant to Section 11-14-318 of the Act and the Parameters Resolution, on May 19, 2022 the Issuer held a public hearing with respect to the issuance of the Series 2022 Bonds and the potential economic impact the Series 2022 Project would have on the private sector;

WHEREAS, in the opinion of the Issuer, it is in the best interests of the Issuer that the Designated Officer be authorized to approve, among other things, the final principal amount, maturity amounts, interest rates, dates of maturity and other terms and provisions relating to the Series 2022 Bonds and to execute the Certificate of Determination (defined below) and a Purchase Contract (defined below) containing such terms and provisions; and

WHEREAS, the Board deems it advisable and in the interests of the Issuer to adopt this Series 2022 Supplemental Resolution for the purpose, among other things, of authorizing the issuance and sale by the Issuer of the Series 2022 Bonds;

NOW, THEREFORE, Be It Resolved by the Board of Directors of Trans-Jordan Cities, Utah, as follows:

## ARTICLE I

### DEFINITIONS

*Section 101. Definitions.* (a) Except as provided in subsection (b) of this Section, all terms defined in the Master Resolution have the same meanings when used in this Series 2022 Supplemental Resolution.

(b) As used in this Series 2022 Supplemental Resolution, unless the context shall otherwise require, the following terms shall have the following meanings:

“*Certificate of Determination*” means the Certificate of Determination, a form of which is attached hereto as *Exhibit B*, of the Designated Officer delivered pursuant to Section 204, setting forth certain terms and provisions of the Series 2022 Bonds.

“*Designated Officer*” means the Chairman, or, in the event of the absence or incapacity of the Chairman, the Vice Chairman, or in the event of the absence or incapacity of both the Chairman and the Vice Chairman, the Executive Director.

“*Master Resolution*” means that certain Resolution No. 22-05, entitled “Resolution Providing for the Issuance of Solid Waste Revenue Bonds,” adopted by the Board on the date hereof.

“*Person*” means natural persons, firms, partnerships, associations, corporations, trusts, public bodies and other entities.

“*Purchase Contract*” means the bond purchase contract to be entered into between the Issuer and the Purchaser pursuant to which the Series 2022 Bonds are to be sold by the Issuer to the Purchaser, in substantially the form attached hereto as *Exhibit C*.

“*Purchaser*” means the purchaser of the Series 2022 Bonds.

“*Record Date*” means, with respect to the Series 2022 Bonds, the fifteenth day of the month next preceding each respective interest payment date.

“*Redemption Price*” means, with respect to the Series 2022 Bonds, the principal amount payable upon redemption thereof pursuant to this Series 2022 Supplemental Resolution.

“*Resolution*” means the Master Resolution as supplemented by the Series 2022 Supplemental Resolution.

“*Series 2022 Bonds*” means the Series of Bonds of the Issuer authorized by this Series 2022 Supplemental Resolution.

“*Series 2022 Debt Service Reserve Subaccount*” means the Series Subaccount in the Debt Service Reserve Account in the Bond Fund, if and to the extent that the same is established pursuant to the Certificate of Determination and Section 204(b).

“*Series 2022 Debt Service Subaccount*” means the Series Subaccount established in the Debt Service Account in the Bond Fund pursuant to Section 5.02 of the Master Resolution and Section 303.

“*Series 2022 Project*” means, for purposes of this Series 2022 Supplemental Resolution, the facilities, equipment and improvements described on *Exhibit A*.

“*Series 2022 Project Account*” means the account of that name established in Section 301 of this Series 2022 Supplemental Resolution.

“*Series 2022 Supplemental Resolution*” means this Resolution No. 22-06, adopted by the Board on May 19, 2022, authorizing the issuance and confirming the sale of the Series 2022 Bonds.

“*Trustee*” means, subject to section 7.01(a) of the Master Resolution, the Issuer.

The terms “*hereby*”, “*hereof*”, “*hereto*”, “*herein*”, “*hereunder*”, and any similar terms as used in this Series 2022 Supplemental Resolution, refer to this Series 2022 Supplemental Resolution. Unless the context indicates otherwise, references to Sections, Articles and Exhibits refer to the Sections, Articles and Exhibits of this Series 2022 Supplemental Resolution.

*Section 102. Authority for Series 2022 Supplemental Resolution.* This Series 2022 Supplemental Resolution is adopted pursuant to the provisions of the Act and the Master Resolution.

## ARTICLE II

### AUTHORIZATION, TERMS AND ISSUANCE OF SERIES 2022 BONDS

*Section 201. Authorization of Series 2022 Bonds, Principal Amount, Designation and Series.* For the purpose specified in Section 202 and in accordance with and subject to the terms, conditions and limitations established in the Master Resolution and the Series 2022 Supplemental Resolution, a series of Solid Waste Revenue Bonds is hereby authorized to be issued in the aggregate principal amount of up to \$23,000,000. Such series of bonds shall be designated “*Solid Waste Revenue Bonds, Series 2022.*” If the Designated Officer determines pursuant to Sections 204(b)(i) that the principal amount to be issued shall be less than \$23,000,000, then the principal amount of such Series of Bonds shall be limited to the amount so determined by the Designated Officer. The Series 2022 Bonds shall be issued only in fully-registered form, without coupons.

*Section 202. Purpose.* The purpose for which the Series 2022 Bonds are being issued is to pay all or a part of the Cost of Construction of the Series 2022 Project, to provide necessary reserves and to pay all costs incident to the authorization and issuance of the Series 2022 Bonds.

*Section 203. Issue Date.* The Issue Date of the Series 2022 Bonds shall be the date of issuance and delivery thereof (the “*Issue Date*”).

*Section 204. Bond Details; Delegation of Authority.* (a) The Series 2022 Bonds shall mature on June 1 (or such other date or dates as determined by the Designated Officer) of the years and in the principal amounts and shall bear interest (calculated on the basis of a year of 360 days consisting of twelve 30-day months) from the Closing Date, payable semiannually on June 1 and December 1 (or such other date or dates as determined by the Designated Officer) of each year at the rates per annum as provided in the Certificate of Determination.

(b) There is hereby delegated to the Designated Officer, subject to the limitations contained in this Series 2022 Supplemental Resolution, the power to determine and effectuate the following with respect to the Series 2022 Bonds and the Designated Officer is hereby authorized to make such determinations and effectuations:

(i) the principal amount of the Series 2022 Bonds necessary to accomplish the purpose of the Series 2022 Bonds set forth in Section 202 and the aggregate principal amount of the Series 2022 Bonds to be executed and delivered pursuant to Section 209; *provided* that the aggregate principal amount of the Series 2022 Bonds shall not exceed \$23,000,000;

(ii) the maturity date or dates and principal amount of each maturity of the Series 2022 Bonds to be issued; *provided, however*, that the final maturity of all Series 2022 Bonds shall not be later than 21 years from their date or dates;

(iii) the interest rate or rates and the interest payment dates (if different than set forth above) of the Series 2022 Bonds, *provided, however*, that the interest rate or rates to be borne by any Series 2022 Bond shall not exceed 5.00% per annum; *provided further*,

*however*, the default interest rate to be borne by any Series 2022 Bond shall not exceed 18.00% per annum;

(iv) the sale of the Series 2022 Bonds to the Underwriter and the purchase price to be paid by the Purchaser for the Series 2022 Bonds; *provided, however*, that the discount from par of the Series 2022 Bonds shall not exceed two percent (2.00%) (expressed as a percentage of the principal amount);

(v) the Series 2022 Bonds, if any, to be retired from mandatory sinking fund redemption payments and the dates and the amounts thereof;

(vi) the optional redemption date and price of the Series 2022 Bonds; *provided, however*, that the first optional redemption date shall be no later than ten and one-half years from the Issue Date;

(vii) subject to Section 302, the use and deposit of the proceeds of the Series 2022 Bonds;

(viii) whether there shall be Debt Service Reserve Requirement for the Series 2022 Bonds and, if so, provide for the creation of the Series 2022 Debt Service Reserve Subaccount;

(ix) the authorized denominations for the Series 2022 Bonds; and

(x) any other provisions deemed advisable by the Designated Officer not materially in conflict with the provisions of this Series 2022 Supplemental Resolution, including any other provisions required by the Purchaser of the Series 2022 Bonds.

Immediately following the pricing of the Series 2022 Bonds, the Designated Officer shall obtain such information as he or she deems necessary to make such determinations as provided above. Thereupon, the Designated Officer shall make such determinations as provided above, shall execute the Certificate of Determination and the Purchase Contract containing such terms and provisions of the Series 2022 Bonds, which execution shall be conclusive evidence of action or determination of the Designated Officer as to the matters stated therein. The provisions of the Certificate of Determination shall be deemed to be incorporated in this Article II.

(c) Each Series 2022 Bond shall bear interest from the interest payment date next preceding the date of registration and authentication thereof unless (i) it is registered and authenticated as of an interest payment date, in which event it shall bear interest from the date thereof, or (ii) it is registered and authenticated prior to the first interest payment date, in which event it shall bear interest from its date, or (iii) as shown by the records of the Bond Registrar, interest on the Series 2022 Bonds shall be in default, in which event it shall bear interest from the date to which interest has been paid in full. The Bond Registrar shall insert the date of registration and authentication of each Series 2022 Bond in the place provided for such purpose in the form of Bond Registrar's certificate of authentication on each Series 2022 Bond. The Series 2022 Bonds

shall bear interest on overdue principal at the respective rates provided in the Certificate of Determination.

*Section 205. Denomination and Numbers.* The Series 2022 Bonds shall be issued only as fully-registered Bonds, without coupons, in the denomination or denominations set forth in the Certificate of Determination. The Series 2022 Bonds shall be numbered from one (1) consecutively upwards with the prefix “R-” preceding each number.

*Section 206. Paying Agent.* (a) Subject to Section 7.01(a) of the Resolution, the Issuer is hereby appointed the Paying Agent for the Series 2022A Bonds.

(b) Except as otherwise specified in the Certificate of Determination, Principal and Redemption Price of the Series 2022 Bonds shall be payable at the office of the Issuer in South Jordan, Utah, or of its successor as Paying Agent. Except as otherwise specified in the Certificate of Determination, payment of interest on any Series 2022 Bonds shall be made to the Owner thereof and shall be paid by check or draft mailed to the Owner thereof as of the close of business on the Record Date at his address as it appears on the registration books of the Issuer maintained by the Trustee or at such other address as is furnished to the Trustee in writing by such Owner.

*Section 207. Redemption Provisions.* The Series 2022 Bonds are subject to redemption, in whole or in part, at the election of the Issuer, upon notice as provided in Section 4.03 of the Master Resolution, on or after the date or dates and at the Redemption Prices specified in the Certificate of Determination, pursuant to Section 204(b)(vi).

*Section 208. Issuance and Sale of Series 2022 Bonds; Disclosure.* (a) The Series 2022 Bonds shall be issued by the Issuer for the purpose set forth in Section 202.

(b) The Bonds shall be sold to the Purchaser at the aggregate price set forth in the Certificate of Determination, on the terms and conditions set forth in the Purchase Contract and upon the basis of the representations therein set forth. The Purchase Contract, in substantially the form attached hereto as *Exhibit C* and containing substantially the terms and provisions set forth therein, is hereby authorized and approved. To evidence the acceptance of the Purchase Contract, the Chairman is hereby authorized and directed to execute and deliver, and the Secretary to attest such Purchase Contract, in substantially the form attached hereto as *Exhibit C*, with such insertions, deletions, changes, omissions and variations as the Chairman may deem appropriate (such approval of the Chairman of any such changes shall be conclusively established by the execution of such Purchase Contract).

*Section 209. Delivery of Series 2022 Bonds.* The Series 2022 Bonds shall be delivered to the Purchaser, upon compliance with the provisions of Section 3.02 of the Master Resolution and the Purchase Contract, at such time and place as provided in the Purchase Contract.

*Section 210. Further Authority.* (a) The Chairman, the Vice Chairman, the Executive Director, the Secretary, the Treasurer-Accountant and the other officers of the Issuer are, and each of them is, hereby authorized to do or perform all such acts and to execute all such certificates,

documents and other instruments as may be necessary or advisable to provide for the issuance, sale and delivery of the Series 2022 Bonds.

(b) In the event of the absence or incapacity of the Chairman, the Vice Chairman is hereby authorized to execute any certificate, document and other instrument, including the Series 2022 Bonds. In the event of the absence or incapacity of the Secretary, the Executive Director is hereby authorized to execute, countersign or attest, as applicable, any certificate, document and other instrument, including the Series 2022 Bonds.

*Section 211. Bond Registration.* The Series 2022 Bonds shall be initially issued in the form of a separate, single, certificated, fully-registered Bond for each of the maturities set forth in the Certificate of Determination, deemed to be incorporated in Article II. Upon initial issuance, the ownership of each such Series 2022 Bond shall be registered in the registration books kept by the Trustee in the name of the Purchaser.

### ARTICLE III

#### ESTABLISHMENT OF SERIES 2022 PROJECT ACCOUNT AND APPLICATION OF SERIES 2022 BOND PROCEEDS AND OTHER MONEYS

*Section 301. Establishment of Series 2022 Project Account.* (a) There is hereby established a Project Account in the Construction Fund designated as the “*Series 2022 Project Account*”. The moneys in the Series 2022 Project Account shall be used for the purpose of financing the acquisition and construction of the Series 2022 Project, as authorized by Section 5.03 of the Master Resolution. If the amount of Series 2022 Bond proceeds deposited into the Series 2022 Project Account is not sufficient to pay the estimated Cost of Construction of the Series 2022 Project as of the Issue Date, the Issuer shall reserve and set aside legally available and unencumbered moneys in an amount sufficient to pay the balance of the estimated Cost of Construction.

(b) All amounts remaining on deposit in the Series 2022 Project Account upon the filing of the Engineer’s Certificate with respect to the Series 2022 Project as contemplated in Section 5.03(i) of the Master Resolution, other than amounts specified therein that must be retained in the Series 2022 Project Account to pay unpaid Costs of Construction, shall be applied as provided in Section 5.03(i) of the Master Resolution.

*Section 302. Application of Proceeds of Series 2022 Bonds.* From the proceeds of the sale of the Series 2022 Bonds, there shall be paid to the Trustee for deposit as follows:

(a) into the Series 2022 Debt Service Subaccount, the amount of interest accrued, if any, from the Issue Date of the Series 2022 Bonds to their date of delivery;

(b) into the Series 2022 Debt Service Reserve Subaccount, the amount, if any, specified in the Certificate of Determination; and

(c) into the Series 2022 Project Account in the Construction Fund, the balance of the proceeds of the sale of the Series 2022 Bonds.

*Section 303. Establishment of Series 2022 Debt Service Subaccount.* Pursuant to the provisions of Section 5.02 of the Master Resolution, there is hereby established in the Debt Service Account in the Bond Fund a separate Series Subaccount for the Series 2022 Bonds designated as the “*Series 2022 Debt Service Subaccount*”.

*Section 304. Series 2022 Debt Service Reserve Subaccount.* As provided in Section 204, the Certificate of Determination shall determine whether the Series 2022 Debt Service Reserve Subaccount and a Debt Service Reserve Requirement for the Series 2022 Bonds shall be established.

#### **ARTICLE IV**

##### **SERIES 2022 PROJECT**

*Section 401. Series 2022 Project as a Project.* The Board hereby finds and designates the Series 2022 Project as a Project under the Master Resolution that will become a part of the System.

#### **ARTICLE V**

##### **FORM OF SERIES 2022 BONDS**

*Section 501. Form of Series 2022 Bonds.* Subject to the provisions of the Master Resolution, each Series 2022 Bond shall be in substantially the following form, with such insertions or variations as to any redemption or amortization provisions and such other insertions or omissions, endorsements and variations as may be required or permitted hereby or by the Master Resolution (including, but not limited to, such changes as may be necessary if the Series 2022 Bonds at any time are no longer held in book-entry form as permitted by Section 213):

[FORM OF BOND]

[Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), to the Issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

\_\_\_\_\_ ]

REGISTERED

REGISTERED

Number R- \_\_\_\_\_

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

UNITED STATES OF AMERICA

STATE OF UTAH

TRANS-JORDAN CITIES

SOLID WASTE REVENUE BOND

SERIES 2022

INTEREST  
RATE:

MATURITY  
DATE:

DATED  
DATE:

CUSIP:

%

June 1, \_\_\_\_

\_\_\_\_\_, 2022

REGISTERED OWNER:

PRINCIPAL AMOUNT: ----- DOLLARS -----

KNOW ALL MEN BY THESE PRESENTS that Trans-Jordan Cities, Utah (the "Issuer"), a duly organized and existing body corporate and political subdivision of the State of Utah, acknowledges itself indebted and for value received hereby promises to pay, in the manner and from the source hereinafter provided, to the registered owner identified above or registered assigns, on the maturity date specified above, upon presentation and surrender hereof, the principal amount identified above (the "Principal Amount"), and to pay to the registered owner hereof interest on the balance of the Principal Amount from time to time remaining unpaid from the interest payment date next preceding the date of registration and authentication of this Bond, unless this Bond is registered and authenticated as of an interest payment date, in which event this Bond shall bear interest from such interest payment date, or unless this Bond is registered and authenticated prior to the first interest payment date, in which event this Bond shall bear interest from the dated date identified above (the "Dated Date"), or unless, as shown by the records of the hereinafter referred to Trustee, interest on the hereinafter referred to Bonds shall be in default, in which event this Bond shall bear interest from the date to which interest has been paid in full, or unless no interest has been paid on this Bond, in which event it shall bear interest from the Dated Date, at the interest rate per annum

(calculated on the basis of a year of 360 days consisting of twelve 30-day months) specified above (the “*Interest Rate*”), payable semiannually on June 1 and December 1 of each year, beginning December 1, 2022, until payment in full of the Principal Amount. This Bond shall bear interest on overdue principal at the [Interest Rate].

Principal of and premium, if any, on this Bond shall be payable at the office of the Issuer in South Jordan, Utah, as paying agent, or its successor as such paying agent, in any coin or currency of the United States of America that at the time of payment is legal tender for the payment of public and private debts. Payment of the semiannual interest hereon shall be made to the registered owner hereof and shall be paid by check or draft mailed to the person who is the registered owner of record as of the close of business on the fifteenth day of the month next preceding each interest payment date at the address of such registered owner as it appears on the registration books of the Issuer maintained by the Trustee (as hereinafter defined), or at such other address as is furnished in writing by such registered owner to the Trustee as provided in the Bond Resolution (as hereinafter defined).

This Bond is a special obligation of the Issuer and is one of the Solid Waste Revenue Bonds of the Issuer (the “*Bonds*”) issued under and by virtue of the provisions of the Local Government Bonding Act, Chapter 14 of Title 11, Utah Code (collectively, the “*Act*”) and under and pursuant to the Master Resolution No. 22-05 Providing For the Issuance of Solid Waste Revenue Bonds of the Issuer adopted on May 19, 2022 (the “*Master Resolution*”), as the same from time to time may be amended or supplemented by further resolutions of the Issuer, including the Supplemental Resolution authorizing the issuance of the Series 2022 Bonds (as hereinafter defined), adopted on May 19, 2022 (such Master Resolution and Supplemental Resolution and any and all such further resolutions being herein collectively called the “*Bond Resolution*”), for the purpose of paying all or a portion of the costs of acquiring and constructing (a) a new solid waste transfer station, (b) a new administrative building, (c) a new maintenance shop, (d) a scale house station, (e) large scales to weigh commercial and residential loads and (f) related facilities and equipment at 8775 South 700 West, Sandy, Utah, together with all necessary appurtenant facilities, of providing necessary reserves and of paying expenses properly incident thereto and to the issuance of the Series 2022 Bonds.

THE ISSUER IS OBLIGATED TO PAY PRINCIPAL AND REDEMPTION PRICE OF AND INTEREST ON THIS BOND SOLELY FROM THE REVENUES AND OTHER FUNDS OF THE ISSUER PLEDGED THEREFOR UNDER THE TERMS OF THE BOND RESOLUTION. THIS BOND IS NOT A DEBT OF THE ISSUER WITHIN THE MEANING OF ANY CONSTITUTIONAL OR STATUTORY LIMITATION OF INDEBTEDNESS. PURSUANT TO THE BOND RESOLUTION, SUFFICIENT REVENUES HAVE BEEN PLEDGED AND WILL BE SET ASIDE INTO SPECIAL FUNDS BY THE ISSUER TO PROVIDE FOR THE PROMPT PAYMENT OF THE PRINCIPAL OF AND INTEREST ON THIS BOND AND ALL BONDS OF THE SERIES OF WHICH IT IS A PART.

As provided in the Bond Resolution, bonds, notes and other obligations may be issued from time to time in one or more series in various principal amounts, may mature at different times, may bear interest at different rates and may otherwise vary as provided in the Bond Resolution, and the aggregate principal amount of such bonds, notes and other obligations that may be issued is not limited. All bonds, notes and other obligations issued and to be issued under the Bond Resolution

are and will be equally and ratably secured by the pledge and covenants made therein, except as otherwise expressly provided or permitted in or pursuant to the Bond Resolution.

This Bond is one of a Series of Bonds designated as “*Solid Waste Revenue Bonds, Series 2022*” (herein called the “*Series 2022 Bonds*”), limited to the aggregate principal amount of \$ \_\_\_\_\_, dated the date of issuance thereof, and duly issued under and by virtue of the Act and under and pursuant to the Bond Resolution. Copies of the Bond Resolution are on file at the office of the Secretary, and at office of the Issuer, in South Jordan, Utah, as trustee under the Bond Resolution (said trustee and any successors thereto under the Bond Resolution being herein called the “*Trustee*”). Reference to the Bond Resolution and to the Act is made for a description of the pledge and covenants securing the Series 2022 Bonds, the nature, manner and extent of enforcement of such pledge and covenants, the terms and conditions upon which the Series 2022 Bonds are issued, and upon which additional bonds, notes and other obligations may be issued thereunder, and a statement of the rights, duties, immunities and obligations of the Issuer and the Trustee. Such pledge and other obligations of the Issuer under the Bond Resolution may be discharged at or prior to the maturity or redemption of the Series 2022 Bonds upon the making of provision for the payment thereof on the terms and conditions set forth in the Bond Resolution.

To the extent and in the respects permitted by the Bond Resolution, the Bond Resolution may be modified or amended by action on behalf of the Issuer taken in the manner and subject to the conditions and exceptions prescribed in the Bond Resolution. The owner of this Bond shall have no right to enforce the provisions of the Bond Resolution or to institute action to enforce the pledge or covenants made therein or to take any action with respect to an event of default under the Bond Resolution or to institute, appear in or defend any suit or other proceeding with respect thereto, except as provided in the Bond Resolution.

This Bond is transferable, as provided in the Bond Resolution, only upon the books of the Issuer kept for that purpose at the principal corporate trust office of the Trustee, by the registered owner hereof in person or by his attorney duly authorized in writing, upon surrender hereof to the Trustee or a Transfer Agent (as such term is defined in the Bond Resolution) together with a written instrument of transfer satisfactory to the Trustee, duly executed by the registered owner or such duly authorized attorney. Thereupon, the Issuer shall issue in the name of the transferee a new Series 2022 Bond or Bonds of the same aggregate principal amount and Series, designation, maturity and interest rate as the surrendered Series 2022 Bond, all as provided in the Bond Resolution and upon the payment of the charges therein prescribed. The Issuer, the Trustee, and any paying agent may treat and consider the person in whose name this Series 2022 Bond is registered as the holder and absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or Redemption Price hereof and interest due hereon and for all other purposes whatsoever, and neither the Issuer, the Trustee nor any paying agent shall be affected by any notice to the contrary.

The Series 2022 Bonds are issuable solely in the form of fully-registered Bonds, without coupons, in the denomination or denominations of [\$5,000] and any whole multiple thereof.

[The Series 2022 Bonds maturing on or after \_\_\_\_\_, 20\_\_\_, are subject to redemption, in whole or in part (in whole multiples of [\$5,000]), at the election of the Issuer on \_\_\_\_\_,

20\_\_, or any date thereafter, upon notice given as hereinafter set forth, at a Redemption Price equal to one hundred percent (100%) of the principal amount of each Series 2022 Bond to be redeemed plus accrued interest thereon to the redemption date, but without premium.]

[The Series 2022 Bonds maturing on \_\_\_\_\_, 20\_\_ shall be subject to mandatory Sinking Fund Installment redemption prior to their stated maturity, in part, by lot in such manner as the Trustee shall determine to be fair and equitable, at a redemption price equal to 100% of the Sinking Fund Installment to be redeemed, together with accrued interest thereon to the redemption date, but without premium, on the dates and in the principal amounts set forth below:

SINKING FUND REDEMPTION DATE ( _____ )	SINKING FUND INSTALLMENT AMOUNT \$
20__	
20__	
20__	
20__	
20__	
20__*	

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\* Stated Maturity.]

If less than all of the Series 2022 Bonds maturing on any single date are to be so redeemed, the particular Series 2022 Bonds to be redeemed shall be selected by the Trustee as provided in the Bond Resolution.

Notice of redemption shall be given by the Trustee by first-class mail, not less than 30 nor more than 45 days prior to the redemption date, to the registered owner of such Series 2022 Bond, at his address as it appears on the bond registration books of the Trustee, or at such address as such owner may have filed in writing with the Trustee for that purpose as provided in the Bond Resolution.

If notice of redemption shall have been given as aforesaid, the Series 2022 Bonds or portions thereof specified in said notice shall become due and payable at the applicable redemption price on the redemption date therein designated, and if, on the redemption date, moneys for the payment of the redemption price of all the Series 2022 Bonds to be redeemed, together with interest to the redemption date, shall be available for such payment on said date, then from and after the redemption date interest on such Series 2022 Bonds shall cease to accrue and become payable.

Less than all of a Series 2022 Bond in a denomination in excess of [\$5,000] may be so redeemed, and in such case, upon the surrender of such Series 2022 Bond, there shall be issued to the registered owner thereof, without charge therefor, for the unredeemed balance of the principal amount of such Series 2022 Bond, at the option of such owner, Series 2022 Bonds in any of the authorized denominations, all as more fully set forth in the Bond Resolution.

Except as otherwise provided herein and unless the context clearly indicates otherwise, words and phrases used herein shall have the same meanings as such words and phrases in the Bond Resolution.

THIS BOND AND THE ISSUE OF BONDS OF WHICH IT IS A PART ARE ISSUED IN CONFORMITY WITH AND AFTER FULL COMPLIANCE WITH THE CONSTITUTION OF THE STATE OF UTAH AND PURSUANT TO THE PROVISIONS OF THE ACT AND ALL OTHER LAWS APPLICABLE THERETO. IT IS HEREBY CERTIFIED, RECITED, AND DECLARED THAT ALL CONDITIONS, ACTS AND THINGS REQUIRED BY THE CONSTITUTION OR STATUTES OF THE STATE OF UTAH AND BY THE ACT AND THE BOND RESOLUTION TO EXIST, TO HAVE HAPPENED OR TO HAVE BEEN PERFORMED PRECEDENT TO OR IN CONNECTION WITH THE ISSUANCE OF THIS BOND EXIST, HAVE HAPPENED AND HAVE BEEN PERFORMED AND THAT THE ISSUE OF THE SERIES 2022 BONDS, TOGETHER WITH ALL OTHER INDEBTEDNESS OF THE ISSUER, IS WITHIN EVERY DEBT AND OTHER LIMIT PRESCRIBED BY SAID CONSTITUTION AND STATUTES.

This Bond shall not be valid until the Certificate of Authentication hereon shall have been manually signed by the Trustee.

IN WITNESS WHEREOF, TRANS-JORDAN CITIES, UTAH, has caused this Bond to be signed in its name and on its behalf by the Chairman of its Board of Directors and attested by its Secretary.

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Chairman, Board of Directors,  
Trans-Jordan Cities, Utah

ATTEST:

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Secretary, Trans-Jordan Cities, Utah

**[FORM OF TRUSTEE’S CERTIFICATE OF AUTHENTICATION]**

This Bond is one of the Bonds described in the within mentioned Bond Resolution and is one of the Solid Waste Revenue Bonds, Series 2022 of Trans-Jordan Cities, Utah.

Trans-Jordan Cities, Utah,  
as Trustee

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

Date of registration and authentication: \_\_\_\_\_

[FORM OF ASSIGNMENT]

The following abbreviations, when used in the inscription on the face of the within Bond, shall be construed as though they were written out in full according to applicable laws or regulations.

TEN COM	—	as tenants in common	UNIF TRAN MIN ACT—
TEN ENT	—	as tenants by the entirety	_____ Custodian _____
JT TEN	—	as joint tenants with right of survivorship and not as tenants in common	(Cust) _____ (Minor) under Uniform Transfers to Minors Act of _____ (State)

Additional abbreviations may also be used though not in the above list.

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

Insert Social Security or Other  
Identifying Number of Assignee

\_\_\_\_\_  
(Please Print or Typewrite Name and Address of Assignee)

the within Bond of TRANS-JORDAN CITIES, UTAH, and hereby irrevocably constitutes and appoints

\_\_\_\_\_  
\_\_\_\_\_  
attorney, to register the transfer of said Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: \_\_\_\_\_ Signature: \_\_\_\_\_

SIGNATURE GUARANTEED:

\_\_\_\_\_  
NOTICE: Signature(s) must be guaranteed by an “eligible guarantor institution” meeting the requirements of the Trustee, which requirements include membership or participation in STAMP or such other “signature guarantee program” as may be determined by the Trustee in addition to, or in substitution for, STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

NOTICE: The 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 enlargement or any change whatever.

## ARTICLE VI

### APPOINTMENT OF THE TRUSTEE

*Section 601. Appointment of the Trustee.* For the benefit and protection of the Series 2022 Bonds and the Owners of the Series 2022 Bonds from time to time, the Issuer, subject to Section 7.01(a) of the Master Resolution, is hereby appointed as Trustee.

## ARTICLE VII

### MISCELLANEOUS

*Section 701. Ratification.* All proceedings, resolutions and actions of the Issuer and its officers taken in connection with the sale and issuance of the Series 2022 Bonds are hereby ratified, confirmed and approved.

*Section 702. Severability.* It is hereby declared that all parts of this resolution are severable, and if any section, paragraph, clause or provision of this resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of any such section, paragraph, clause or provision shall not affect the remaining provisions, paragraphs, clauses or provisions of this resolution.

*Section 703. Conflict.* All resolutions, orders and regulations or parts thereof heretofore adopted or passed that are in conflict with any of the provisions of this resolution are, to the extent of such conflict, hereby repealed.

*Section 704. Captions.* The captions or headings herein are for convenience of reference only and in no way define, limit or describe the scope or intent of any provisions or sections of this resolution.

*Section 705. Effective Date.* This Series 2022 Supplemental Resolution shall take effect immediately.

ADOPTED AND APPROVED this day, May 19, 2022.

TRANS-JORDAN CITIES, UTAH

By \_\_\_\_\_  
Chairman, Board of Directors

ATTEST:

By \_\_\_\_\_  
Secretary

## **EXHIBIT A**

### **DESCRIPTION OF PROJECT**

The Series 2022 Project consists of the acquisition and construction of (a) a new solid waste transfer station, (b) a new administrative building, (c) a new maintenance shop, (d) a scale house station, (e) large scales to weigh commercial and residential loads and (f) related facilities and equipment. Construction will begin on the Series 2022 Project in January 2023 and is expected to be substantially completed by April 2024.

**EXHIBIT B**

**FORM OF CERTIFICATE OF DETERMINATION**

**EXHIBIT C**

**FORM OF PURCHASE CONTRACT**

STATE OF UTAH            )  
  )  
COUNTY OF SALT LAKE )

I, Brenda Bingham, the duly chosen, qualified and acting Secretary of Trans-Jordan Cities (the “*Issuer*”), Utah, do hereby certify that the foregoing resolution entitled “*Supplemental Resolution No. 22-06 Authorizing the Issuance and Sale of up to \$23,000,000 Solid Waste Revenue Bonds, Series 2022,*” was duly adopted by the Board of Directors at a meeting held at the regular meeting place of the Board, at 10473 South Bacchus Highway, in South Jordan, Utah, within the boundaries of the Issuer, on May 19, 2022, and became effective as of said date, that said resolution has been compared by me with the original thereof, recorded in the minute book of the Issuer and that said resolution is a correct transcript of the whole thereof, and that said resolution has not been altered, amended or repealed but is in full force and effect.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature this 19th day of May, 2022.

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Secretary, Trans-Jordan Cities, Utah