

May 29, 2024

Board members present for regular session at 9:00 a.m. were: Baier, Hoadley, Twombly, Walker, and Wedemeyer.

Also present: Mandy Berg and Nick Kauffman.

All motions were approved unanimously unless noted otherwise.

MINUTES: Moved by Twombly and seconded by Baier to approve the minutes from May 15, 2024. Approved.

CLAIMS: Moved by Baier and seconded by Hoadley to approve the following claims:

Access Systems	Total Phone Care	\$352.20	Iowa State University	2024 ICEA Mid-Year Conference	\$125.00
Access Systems Leasing	Auditor Copier - Transitional Billing	\$458.68	Karl Chevrolet Of Stuart, LLC	Labor, 1-6 Veh Repair/ Parts	\$102.26
Alliant Energy - IES	Utilities-Electric-1 Location	\$167.38	Larson, Melissa S., P.C.	Bldg Rent, Office Eq't Rent	\$2,800.00
Altec Industries Inc	Parts #150	\$157.69	Marco, Inc. NW 7128	Maint Contract	\$87.58
Amazon Capital Services	Election Extension Cords	\$48.45	McMorrان Lawn Services	Fertilizer/ Broadleaf Control	\$190.00
Auxiant	HRA Ins Trust Claims	\$12,865.11	Mediacom	Computer Services-Internet	\$336.90
Bm Sales	Custodial Supplies	\$109.00	Norsolv Systems Environmental	Parts Washer Serviced	\$210.95
Central IA Distributing Inc	Custodial Supplies	\$981.50	ODP Business Solutions, LLC	Custodial Supplies	\$631.32
Cintas	Safety Supplies	\$160.48	Orient City	Transfer Of Jurisdiction	\$420.69
Creston Publishing Company	Subscription Renewal	\$52.00	Pearson Do, Timothy C	Medical Examiner Fees	\$150.00
Crisis Intervention & Advocacy	Success 4 Kids Donations	\$926.03	Pitney Bowes Rental Charges	Postage Meter Rent	\$174.84
Earlham Savings Bank	Building Rent	\$114.07	Queck, Nichole	Admin Mileage-District Meeting	\$64.78
Erickson, Will	Safety- Hoodie, Boots, T-Shirt	\$247.90	Roberts, Christopher	Medical Examiner Fees	\$150.00
Ford, Erin	Mileage & Meal Reimbursement	\$176.10	Roberts, Scott	Mower Gas	\$23.12
Grantham Sanitation	Trash Collection	\$380.00	Secondary Road Fund	Fuel, April 2024	\$1,020.52
Greenfield True Value	Claw Hammer, Switch, Trimmer	\$124.43	Storey Kenworthy	Check Stock	\$464.93
Guthrie Co Envir Health	March, April Services	\$3,719.36	Verizon Wireless Bellevue	Cellular Phone Service	\$488.52
Hamilton's Funeral Home	Burial Relief	\$1,000.00	Wilson Electric	Led Lamps, Labor	\$1,087.35
IA Dept Transportation	PCC Level 1 Certification	\$300.00		Grand Total	\$31,994.14
IA Law Enforcement Academy	20 Hr Jail School	\$1,125.00			

8500 - ADAIR COUNTY INSURANCE TRUST	\$5,500.80
0001 - GENERAL FUND	\$14,962.43
0002 - GENERAL SUPPLEMENTAL	\$48.45
0011 - RURAL SERVICES	\$1,859.68
0020 - SECONDARY ROAD	\$2,258.47
8500 - ADAIR COUNTY INSURANCE TRUST	\$7,364.31
GRAND TOTAL	\$31,994.14

Approved.

LIQUOR LICENSE RENEWAL: Moved by Twombly and seconded by Hoadley to approve the liquor license renewal for the Henry A. Wallace Center. Approved.

TEMPORARY LIQUOR LICENSE: July Moved by Hoadley and seconded by Baier to approve the temporary liquor license for Backpocket Brewing. Approved. Jeremy Cooper entered 9:04 a.m.

GENERAL RELIEF APPLICATION: Moved by Twombly and seconded by Wedemeyer to approve the general relief application. Approved.

RESOLUTION APPROVING HAZARD MITIGATION PLAN: The Board reviewed the Hazard Mitigation Plan and would like the Adair County Fairgrounds to be added to the plan prior to approval.

LEAVE DONATION POLICY: Moved by Twombly and seconded by Hoadley to approve the leave donation policy. Approved.

AUDITOR – DEPUTY RAISE: Moved by Hoadley and seconded by Wedemeyer to approve the wage raise of 80% to 83% of the Auditor's salary and the longevity raise of \$0.25/hour for completion of five years with the County for Auditor Deputy Timber Woosley. Approved. Jeff Vandewater, Mike Algreen, & Caleb Nelson entered at 9:10 a.m.

URBAN RENEWAL BOND: Moved by Wedemeyer and seconded by Hoadley to approve **Resolution #2024-40A** – Resolution Appointing UMB Bank, N.A. Of West Des Moines, Iowa, To Serve As Paying Agent, Bond Registrar, And Transfer Agent, Approving The Paying Agent And Bond Registrar And Transfer Agent Agreement And Authorizing The Execution Of The Agreement. WHEREAS, \$5,000,000 General Obligation Urban Renewal Bonds, Series 2024, dated June 13, 2024, have been sold and action should now be taken to provide for the maintenance of records, registration of certificates and payment of principal and interest in connection with the issuance of the Bonds; and WHEREAS, this Board has deemed that the services offered by UMB Bank, N.A. of West Des Moines, Iowa, are necessary for compliance with rules, regulations, and requirements governing the registration, transfer and payment of registered bonds; and WHEREAS, a Paying Agent, Bond Registrar and Transfer Agent Agreement (hereafter "Agreement")

has been prepared to be entered into between the County and UMB Bank, N.A. Now, Therefore, Be It Resolved By The Board Of Supervisors Of Adair County, State Of Iowa: 1. That UMB Bank, N.A. of West Des Moines, Iowa, is hereby appointed to serve as Paying Agent, Bond Registrar and Transfer Agent in connection with the issuance of \$5,000,000 General Obligation Urban Renewal Bonds, Series 2024, dated June 13, 2024. 2. That the Agreement with UMB Bank, N.A. of West Des Moines, Iowa, is hereby approved and that the Chairperson and Auditor are authorized to sign the Agreement on behalf of the County. Roll Call Vote: Walker, aye; Hoadley, aye; Baier, aye; Wedemeyer, aye; and Twombly, aye. Approved. Moved by Wedemeyer and seconded by Baier to approve **Resolution #2024-41A** – Resolution Authorizing And Providing For The Issuance Of \$5,000,000 General Obligation Urban Renewal Bonds, Series 2024, And Levying A Tax To Pay Said Bonds; Approval Of The Tax Exemption Certificate And Continuing Disclosure Certificate WHEREAS, the Issuer is a political subdivision, organized and exists under and by virtue of the laws and Constitution of the State of Iowa; and WHEREAS, the Issuer is in need of funds to pay costs of aiding in the planning, undertaking, and carrying out of urban renewal projects under the authority of chapter 403 including P33 Resurfacing - P33 from Hwy 92 to Union County and Grading & Paving - 290th St. from P33 west to the Henry A. Wallace Country Life Center as authorized in Amendment No. 2 to the Adair County Northwest Wind Farm Urban Renewal Plan, essential county urban renewal purpose project(s), and it is deemed necessary and advisable that the County issue General Obligation Urban Renewal Bonds, for such purpose(s) to the amount of \$5,000,000 as authorized by Sections 331.443 and 403.12 of the Code of Iowa; and WHEREAS, pursuant to notice published as required by Sections 331.443 and 403.12 this Board has held a public meeting and hearing upon the proposal to institute proceedings for the issuance of said Bonds, and all objections, if any, to such Board action made by any resident or property owner of the County were received and considered by the Board; and no petition having been filed, it is the decision of the Board that additional action be taken for the issuance of said Bonds for such purpose(s), and that such action is considered to be in the best interests of the County and the residents thereof; and WHEREAS, pursuant to the provisions of Chapter 75 of the Code of Iowa, the above mentioned Bonds were heretofore sold at public sale and action should now be taken to issue said Bonds conforming to the terms and conditions of the best bid received at the advertised public sale. Now, Therefore, Be It Resolved By The Board Of Supervisors Of Adair County, State Of Iowa: Definitions. The following terms shall have the following meanings in this Resolution unless the text expressly or by necessary implication requires otherwise: "Authorized Denominations" shall mean \$5,000 or any integral multiple thereof. "Beneficial Owner" shall mean, whenever used with respect to a Bond, the person in whose name such Bond is recorded as the beneficial owner of such Bond by a Participant on the records of such Participant or such person's subrogee. "Blanket Issuer Letter of Representations" shall mean the Representation Letter from the Issuer to DTC, with respect to the Bonds. "Bond Fund" shall mean the fund created in Section 3 of this Resolution. "Bonds" shall mean \$5,000,000 General Obligation Urban Renewal Bonds, Series 2024, authorized to be issued by this Resolution. "Cede & Co." shall mean Cede & Co., the nominee of DTC, and any successor nominee of DTC with respect to the Bonds. "Continuing Disclosure Certificate" shall mean that certain Continuing Disclosure Certificate approved under the terms of this Resolution and to be executed by the Issuer and dated the date of issuance and delivery of the Bonds, as originally executed and as it may be amended from time to time in accordance with the terms thereof. "Depository Bonds" shall mean the Bonds as issued in the form of one global certificate for each maturity, registered in the Registration Books maintained by the Registrar in the name of DTC or its nominee. "DTC" shall mean The Depository Trust Company, New York, New York, which will act as security depository for the Bond pursuant to the Representation Letter. "Issuer" and "County" shall mean Adair County, State of Iowa. "Participants" shall mean those broker-dealers, banks and other financial institutions for which DTC holds Bonds as securities depository. "Paying Agent" shall mean UMB Bank, N.A., or such successor as may be approved by Issuer as provided herein and who shall carry out the duties prescribed herein as Issuer's agent to provide for the payment of principal of and interest on the Bonds as the same shall become due. "Project" shall mean the costs of aiding in the planning, undertaking, and carrying out of urban renewal projects under the authority of chapter 403 including P33 Resurfacing - P33 from Hwy 92 to Union County and Grading & Paving - 290th St. from P33 west to the Henry A. Wallace Country Life Center as authorized in Amendment No. 2 to the Adair County Northwest Wind Farm Urban Renewal Plan. "Project Fund" shall mean the fund required to be established by this Resolution for the deposit of the proceeds of the Bonds. "Rebate Fund" shall mean the fund so defined in and established pursuant to the Tax Exemption Certificate. "Registrar" shall mean UMB Bank, N.A. of West Des Moines, Iowa, or such successor as may be approved by Issuer as provided herein and who shall carry out the duties prescribed herein with respect to maintaining a register of the owners of the Bonds. Unless otherwise specified, the Registrar shall also act as Transfer Agent for the Bonds. "Resolution" shall mean this resolution authorizing the Bonds. "Tax Exemption Certificate" shall mean the Tax Exemption Certificate approved under the terms of this Resolution and to be executed by the Treasurer and delivered at the time of issuance and delivery of the Bonds. "Treasurer" shall mean the County Treasurer or such other officer as shall succeed to the same duties and responsibilities with respect to the recording and payment of the Bonds issued hereunder. Levy and Certification of Annual Tax; Other Funds to be Used. Levy of Annual Tax. That for the purpose of providing funds to pay the principal and interest of the Bonds hereinafter authorized to be issued, there is hereby levied for each future year the following direct annual tax on all of the taxable property in Adair County, State of Iowa, to-wit:

AMOUNT	FISCAL YEAR (JULY 1 TO JUNE 30)		
		\$ 616,400.00	2029/2030
YEAR OF COLLECTION		\$ 617,000.00	2030/2031
\$ 193,333.33*	2024/2025	\$ 626,800.00	2031/2032
\$ 600,000.00	2025/2026	\$ 630,400.00	2032/2033
\$ 599,000.00	2026/2027	\$ 633,000.00	2033/2034
\$ 607,400.00	2027/2028	\$ 639,600.00	2034/2035
\$ 609,800.00	2028/2029		

*Payable from available cash on hand. (NOTE: For example the levy to be made and certified against the taxable valuations of January 1, 2023 will be collected during the fiscal year commencing July 1, 2024.) Resolution to be Filed With County Auditor. A certified copy of this Resolution shall be filed with the Auditor of Adair County, Iowa and the Auditor is hereby instructed in and for each of the years as provided, to levy and assess the tax hereby authorized in Section 2 of this Resolution, in like manner as other taxes are levied and assessed, and such taxes so levied in and for each of the years aforesaid be collected in like manner as other taxes of the County are collected, and when collected be used for the purpose of paying principal and interest on said Bonds issued in anticipation of the tax, and for no other purpose whatsoever. Additional County Funds Available. Principal

and interest coming due at any time when the proceeds of said tax on hand shall be insufficient to pay the same shall be promptly paid when due from current funds of the County available for that purpose and reimbursement shall be made from such special fund in the amounts thus advanced. Bond Fund. Said tax shall be assessed and collected each year at the same time and in the same manner as, and in addition to, all other taxes in and for the County, and when collected they shall be converted into a special fund within the Debt Service Fund to be known as the "2024 GENERAL OBLIGATION URBAN RENEWAL BOND FUND NO. 1" (the "Bond Fund"), which is hereby pledged for and shall be used only for the payment of the principal of and interest on the Bonds hereinafter authorized to be issued; and also there shall be apportioned to said fund its proportion of taxes received by the County from property that is centrally assessed by the State of Iowa. Application of Bond Proceeds. Proceeds of the Bonds, other than accrued interest except as may be provided below, shall be credited to the Project Fund and expended therefrom for the purposes of issuance. Any amounts on hand in the Project Fund shall be available for the payment of the principal of or interest on the Bonds at any time that other funds shall be insufficient to the purpose, in which event such funds shall be repaid to the Project Fund at the earliest opportunity. Any balance on hand in the Project Fund and not immediately required for its purposes may be invested not inconsistent with limitations provided by law or this Resolution. Investment of Bond Fund Proceeds. All moneys held in the Bond Fund, provided for by Section 3 of this Resolution shall be invested in investments permitted by Chapter 12B, Code of Iowa, as amended, or deposited in financial institutions which are members of the Federal Deposit Insurance Corporation and the deposits in which are insured thereby and all such deposits exceeding the maximum amount insured from time to time by FDIC or its equivalent successor in any one financial institution shall be continuously secured in compliance with Chapter 12C of the Code of Iowa, as amended, or otherwise by a valid pledge of direct obligations of the United States Government having an equivalent market value. All such interim investments shall mature before the date on which the moneys are required for payment of principal of or interest on the Bonds as herein provided. Bond Details, Execution and Redemption. Bond Details. General Obligation Urban Renewal Bonds of the County in the amount of \$5,000,000, shall be issued pursuant to the provisions of Sections 331.443 and 403.12 of the Code of Iowa for the aforesaid purposes. The Bonds shall be issued in one or more series and shall be secured equally and ratably from the sources provided in Section 3 of this Resolution. The Bonds shall be designated "GENERAL OBLIGATION URBAN RENEWAL BOND, SERIES 2024", be dated June 13, 2024, and bear interest from the date thereof, until payment thereof, at the office of the Paying Agent, said interest payable on December 1, 2024, and semiannually thereafter on the 1st day of June and December in each year until maturity at the rates hereinafter provided. The Bonds shall be executed by the manual or facsimile signature of the Chairperson and attested by the manual or facsimile signature of the Auditor, and impressed or printed with the seal of the County and shall be fully registered as to both principal and interest as provided in this Resolution; principal, interest and premium, if any, shall be payable at the office of the Paying Agent by mailing of a check to the registered owner of the Bond. The Bonds shall be in the denomination of \$5,000 or multiples thereof. The Bonds shall mature and bear interest as follows:

Principal			\$460,000	4.000%	2029
Amount	Interest		\$485,000	4.000%	2030
Rate	Maturity		\$505,000	4.000%	2031
June 1st			\$535,000	4.000%	2032
\$400,000	4.000%	2026	\$560,000	4.000%	2033
\$415,000	4.000%	2027	\$585,000	4.000%	2034
\$440,000	4.000%	2028	\$615,000	4.000%	2035

Redemption. Optional Redemption. Bonds maturing after June 1, 2031, may be called for optional redemption by the Issuer on that date or any date thereafter, from any funds regardless of source, in whole or from time to time in part, in any order of maturity and within an annual maturity by lot. The terms of redemption shall be par, plus accrued interest to date of call. Thirty days' written notice of redemption shall be given to the registered owner of the Bond. Failure to give written notice to any registered owner of the Bonds or any defect therein shall not affect the validity of any proceedings for the redemption of the Bonds. All Bonds or portions thereof called for redemption will cease to bear interest after the specified redemption date, provided funds for their redemption are on deposit at the place of payment. Written notice will be deemed completed upon transmission to the owner of record. If selection by lot within a maturity is required, the Registrar shall designate the Bonds to be redeemed by random selection of the names of the registered owners of the entire annual maturity until the total amount of Bonds to be called has been reached. If less than all of a maturity is called for redemption, the Issuer will notify DTC of the particular amount of such maturity to be redeemed prior to maturity. DTC will determine by lot the amount of each Participant's interest in such maturity to be redeemed and each Participant will then select by lot the beneficial ownership interests in such maturity to be redeemed. All prepayments shall be at a price of par plus accrued interest. Urban Renewal Purposes. The Bonds are hereby declared to be issued for essential public and governmental purposes for qualified urban renewal projects. The Bonds shall recite in substance that they have been issued by the County in connection with an urban renewal project as defined by Chapter 403 of the Code of Iowa, and in any suit, action or proceeding involving the validity or enforceability of any bond issued hereunder or the security therefor, such Bond shall be conclusively deemed to have been issued for such purpose and such project shall be conclusively deemed to have been planned, located and carried out in accordance with the provisions of Chapter 403 of the Code of Iowa. Issuance of Bonds in Book-Entry Form; Replacement Bonds. Notwithstanding the other provisions of this Resolution regarding registration, ownership, transfer, payment and exchange of the Bonds, unless the Issuer determines to permit the exchange of Depository Bonds for Bonds in Authorized Denominations, the Bonds shall be issued as Depository Bonds in denominations of the entire principal amount of each maturity of Bonds (or, if a portion of said principal amount is prepaid, said principal amount less the prepaid amount). The Bonds must be registered in the name of Cede & Co., as nominee for DTC. Payment of semiannual interest for any Bonds registered in the name of Cede & Co. will be made by wire transfer or New York Clearing House or equivalent next day funds to the account of Cede & Co. on the interest payment date for the Bonds at the address indicated or in the Representation Letter. The Bonds will be initially issued in the form of separate single authenticated fully registered bonds in the amount of each stated maturity of the Bonds. Upon initial issuance, the ownership of the Bonds will be registered in the registry books of the UMB Bank, N.A. kept by the Paying Agent and Registrar in the name of Cede & Co., as nominee of DTC. The Paying Agent and Registrar and the Issuer may treat DTC (or its nominee) as the sole and exclusive owner of the Bonds registered in its name for the purposes of payment of the principal or redemption price of or interest on the Bonds, selecting the Bonds or portions to be redeemed,

giving any notice permitted or required to be given to registered owners of Bonds under the Resolution of the Issuer, registering the transfer of Bonds, obtaining any consent or other action to be taken by registered owners of the Bonds and for other purposes. The Paying Agent, Registrar and the Issuer have no responsibility or obligation to any Participant or Beneficial Owner of the Bonds under or through DTC with respect to the accuracy of records maintained by DTC or any Participant; with respect to the payment by DTC or Participant of an amount of principal or redemption price of or interest on the Bonds; with respect to any notice given to owners of Bonds under the Resolution; with respect to the Participant(s) selected to receive payment in the event of a partial redemption of the Bonds, or a consent given or other action taken by DTC as registered owner of the Bonds. The Paying Agent and Registrar shall pay all principal of and premium, if any, and interest on the Bonds only to Cede & Co. in accordance with the Representation Letter, and all payments are valid and effective to fully satisfy and discharge the Issuer's obligations with respect to the principal of and premium, if any, and interest on the Bonds to the extent of the sum paid. DTC must receive an authenticated Bond for each separate stated maturity evidencing the obligation of the Issuer to make payments of principal of and premium, if any, and interest. Upon delivery by DTC to the Paying Agent and Registrar of written notice that DTC has determined to substitute a new nominee in place of Cede & Co., the Bonds will be transferable to the new nominee in accordance with this Section. In the event the Issuer determines that it is in the best interest of the Beneficial Owners that they be able to obtain Bonds certificates, the Issuer may notify DTC and the Paying Agent and Registrar, whereupon DTC will notify the Participants, of the availability through DTC of Bonds certificates. The Bonds will be transferable in accordance with this Section. DTC may determine to discontinue providing its services with respect to the Bonds at any time by giving notice to the Issuer and the Paying Agent and Registrar and discharging its responsibilities under applicable law. In this event, the Bonds will be transferable in accordance with this Section. Notwithstanding any other provision of the Resolution to the contrary, so long as any Bond is registered in the name of Cede & Co., as nominee of DTC, all payments with respect to the principal of and premium, if any, and interest on the Bond and all notices must be made and given, respectively to DTC as provided in the Representation letter. In connection with any notice or other communication to be provided to Bondholders by the Issuer or the Paying Agent and Registrar with respect to a consent or other action to be taken by Bondholders, the Issuer or the Paying Agent and Registrar, as the case may be, shall establish a record date for the consent or other action and give DTC notice of the record date not less than 15 calendar days in advance of the record date to the extent possible. Notice to DTC must be given only when DTC is the sole Bondholder. The Representation Letter is on file with DTC and sets forth certain matters with respect to, among other things, notices, consents and approvals by Bondholders and payments on the Bonds. The execution and delivery of the Representation Letter to DTC by the Issuer is ratified and confirmed. In the event that a transfer or exchange of the Bonds is permitted under this Section, the transfer or exchange may be accomplished upon receipt by the Registrar from the registered owners of the Bonds to be transferred or exchanged and appropriate instruments of transfer. In the event Bond certificates are issued to holders other than Cede & Co., its successor as nominee for DTC as holder of all the Bonds, or other securities depository as holder of all the Bonds, the provisions of the Resolution apply to, among other things, the printing of certificates and the method or payment of principal of and interest on the certificates. Any substitute depository shall be designated in writing by the Issuer to the Paying Agent. Any such substitute depository shall be a qualified and registered "clearing agency" as provided in Section 17A of the Securities Exchange Act of 1934, as amended. The substitute depository shall provide for (i) immobilization of the Depository Bonds, (ii) registration and transfer of interests in Depository Bonds by book entries made on records of the depository or its nominee and (iii) payment of principal of, premium, if any, and interest on the Bonds in accordance with and as such interests may appear with respect to such book entries. The officers of the Issuer are authorized and directed to prepare and furnish to the purchaser, and to the attorneys approving the legality of Bonds, certified copies of proceedings, ordinances, resolutions and records and all certificates and affidavits and other instruments as may be required to evidence the legality and marketability of the Bonds, and all certified copies, certificates, affidavits and other instruments constitute representations of the Issuer as to the correctness of all stated or recited facts. Registration of Bonds; Appointment of Registrar; Transfer; Ownership; Delivery; and Cancellation. The ownership of Bonds may be transferred only by the making of an entry upon the books kept for the registration and transfer of ownership of the Bonds, and in no other way. UMB Bank, N.A. is hereby appointed as Bond Registrar under the terms of this Resolution and under the provisions of a separate agreement with the Issuer filed herewith which is made a part hereof by this reference. Registrar shall maintain the books of the Issuer for the registration of ownership of the Bonds for the payment of principal of and interest on the Bonds as provided in this Resolution. All Bonds shall be negotiable as provided in Article 8 of the Uniform Commercial Code and Section 331.446 of the Code of Iowa, subject to the provisions for registration and transfer contained in the Bonds and in this Resolution. Transfer. The ownership of any Bond may be transferred only upon the Registration Books kept for the registration and transfer of Bonds and only upon surrender thereof at the office of the Registrar together with an assignment duly executed by the holder or his duly authorized attorney in fact in such form as shall be satisfactory to the Registrar, along with the address and social security number or federal employer identification number of such transferee (or, if registration is to be made in the name of multiple individuals, of all such transferees). In the event that the address of the registered owner of a Bond (other than a registered owner which is the nominee of the broker or dealer in question) is that of a broker or dealer, there must be disclosed on the Registration Books the information pertaining to the registered owner required above. Upon the transfer of any such Bond, a new fully registered Bond, of any denomination or denominations permitted by this Resolution in aggregate principal amount equal to the unmatured and unredeemed principal amount of such transferred fully registered Bond, and bearing interest at the same rate and maturing on the same date or dates shall be delivered by the Registrar. Registration of Transferred Bonds. In all cases of the transfer of the Bonds, the Registrar shall register, at the earliest practicable time, on the Registration Books, the Bonds, in accordance with the provisions of this Resolution. Ownership. As to any Bond, the person in whose name the ownership of the same shall be registered on the Registration Books of the Registrar shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of or on account of the principal of any such Bonds and the premium, if any, and interest thereon shall be made only to or upon the order of the registered owner thereof or his legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond, including the interest thereon, to the extent of the sum or sums so paid. Cancellation. All Bonds which have been redeemed shall not be reissued but shall be cancelled by the Registrar. All Bonds which are cancelled by the Registrar shall be destroyed and a certificate of the destruction thereof shall be furnished promptly to the Issuer; provided that if the Issuer shall so direct, the Registrar shall forward the cancelled Bonds to the Issuer. Non-Presentation of Bonds. In the event any payment check, wire, or electronic transfer of funds representing payment of principal of or interest on the Bonds is returned to the Paying Agent or if any bond is not presented for payment of principal at the maturity or redemption date, if

funds sufficient to pay such principal or interest on Bonds shall have been made available to the Paying Agent for the benefit of the owner thereof, all liability of the Issuer to the owner thereof for such interest or payment of such Bonds shall forthwith cease, terminate and be completely discharged, and thereupon it shall be the duty of the Paying Agent to hold such funds, without liability for interest thereon, for the benefit of the owner of such Bonds who shall thereafter be restricted exclusively to such funds for any claim of whatever nature on his part under this Resolution or on, or with respect to, such interest or Bonds. The Paying Agent's obligation to hold such funds shall continue for a period equal to two years and six months following the date on which such interest or principal became due, whether at maturity, or at the date fixed for redemption thereof, or otherwise, at which time the Paying Agent shall surrender any remaining funds so held to the Issuer, whereupon any claim under this Resolution by the Owners of such interest or Bonds of whatever nature shall be made upon the Issuer. Registration and Transfer Fees. The Registrar may furnish to each owner, at the Issuer's expense, one bond for each annual maturity. The Registrar shall furnish additional Bonds in lesser denominations (but not less than the minimum denomination) to an owner who so requests. Reissuance of Mutilated, Destroyed, Stolen or Lost Bonds. In case any outstanding Bond shall become mutilated or be destroyed, stolen or lost, the Issuer shall at the request of Registrar authenticate and deliver a new Bond of like tenor and amount as the Bond so mutilated, destroyed, stolen or lost, in exchange and substitution for such mutilated Bond to Registrar, upon surrender of such mutilated Bond, or in lieu of and substitution for the Bond destroyed, stolen or lost, upon filing with the Registrar evidence satisfactory to the Registrar and Issuer that such Bond has been destroyed, stolen or lost and proof of ownership thereof, and upon furnishing the Registrar and Issuer with satisfactory indemnity and complying with such other reasonable regulations as the Issuer or its agent may prescribe and paying such expenses as the Issuer may incur in connection therewith. Record Date. Payments of principal and interest, otherwise than upon full redemption, made in respect of any Bond, shall be made to the registered holder thereof or to their designated agent as the same appear on the books of the Registrar on the 15th day of the month preceding the payment date. All such payments shall fully discharge the obligations of the Issuer in respect of such Bonds to the extent of the payments so made. Upon receipt of the final payment of principal, the holder of the Bond shall surrender the Bond to the Paying Agent. Execution, Authentication and Delivery of the Bonds. Upon the adoption of this Resolution, the Chairperson and Auditor shall execute the Bonds by their manual or authorized signature and deliver the Bonds to the Registrar, who shall authenticate the Bonds and deliver the same to or upon order of the Purchaser. No Bond shall be valid or obligatory for any purpose or shall be entitled to any right or benefit hereunder unless the Registrar shall duly endorse and execute on such Bond a Certificate of Authentication substantially in the form of the Certificate herein set forth. Such Certificate upon any Bond executed on behalf of the Issuer shall be conclusive evidence that the Bond so authenticated has been duly issued under this Resolution and that the holder thereof is entitled to the benefits of this Resolution. No Bonds shall be authenticated and delivered by the Registrar unless and until there shall have been provided the following: A certified copy of the Resolution of Issuer authorizing the issuance of the Bonds; A written order of Issuer signed by the Treasurer of the Issuer directing the authentication and delivery of the Bonds to or upon the order of the Purchaser upon payment of the purchase price as set forth therein; The approving opinion of Ahlers & Cooney, P.C., Bond Counsel, concerning the validity and legality of all the Bonds proposed to be issued. Right to Name Substitute Paying Agent or Registrar. Issuer reserves the right to name a substitute, successor Registrar or Paying Agent upon giving prompt written notice to each registered bondholder. Form of Bond. Bonds shall be printed substantially in the form as follows: "STATE OF IOWA" "COUNTY OF ADAIR" "GENERAL OBLIGATION URBAN RENEWAL BOND" "SERIES 2024" ESSENTIAL COUNTY URBAN RENEWAL PURPOSE Rate: _____ Maturity: _____ Bond Date: June 13, 2024 CUSIP No.: _____ "Registered" Certificate No. _____ Principal Amount: \$ _____ Adair County, State of Iowa, a political subdivision organized and existing under and by virtue of the Constitution and laws of the State of Iowa (the "Issuer"), for value received, promises to pay from the source and as hereinafter provided, on the maturity date indicated above, to (Registration panel to be completed by Registrar or Printer with name of Registered Owner). or registered assigns, the principal sum of (enter principal amount in long form) THOUSAND DOLLARS in lawful money of the United States of America, on the maturity date shown above, only upon presentation and surrender hereof at the office of UMB Bank, N.A., Paying Agent of this issue, or its successor, with interest on the sum from the date hereof until paid at the rate per annum specified above, payable on December 1, 2024, and semiannually thereafter on the 1st day of June and December in each year. Interest and principal shall be paid to the registered holder of the Bond as shown on the records of ownership maintained by the Registrar as of the 15th day of the month preceding such interest payment date. Interest shall be computed on the basis of a 360-day year of twelve 30-day months. This Bond is issued pursuant to the provisions of Sections 331.443 and 403.12 of the Code of Iowa, for the purpose of paying costs of aiding in the planning, undertaking, and carrying out of urban renewal projects under the authority of chapter 403 including P33 Resurfacing - P33 from Hwy 92 to Union County and Grading & Paving - 290th St. from P33 west to the Henry A. Wallace Country Life Center as authorized in Amendment No. 2 to the Adair County Northwest Wind Farm Urban Renewal Plan, in conformity to a Resolution of the Board of said County duly passed and approved. Unless this certificate is presented by an authorized representative of The Depository Trust Company, a limited purpose trust company ("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 such other name as requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other Issuer 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. Bonds maturing after June 1, 2031, may be called for optional redemption by the Issuer and paid before maturity on said date or any date thereafter, from any funds regardless of source, in whole or from time to time in part, in any order of maturity and within an annual maturity by lot. The terms of redemption shall be par, plus accrued interest to date of call. Thirty days' written notice of redemption shall be given to the registered owner of the Bond. Failure to give written notice to any registered owner of the Bonds or any defect therein shall not affect the validity of any proceedings for the redemption of the Bonds. All bonds or portions thereof called for redemption will cease to bear interest after the specified redemption date, provided funds for their redemption are on deposit at the place of payment. Written notice will be deemed completed upon transmission to the owner of record. If selection by lot within a maturity is required, the Registrar shall designate the Bonds to be redeemed by random selection of the names of the registered owners of the entire annual maturity until the total amount of Bonds to be called has been reached. If less than all of a maturity is called for redemption, the Issuer will notify DTC of the particular amount of such maturity to be redeemed prior to maturity. DTC will determine by lot the amount of each Participant's interest in such maturity to be redeemed and each Participant will then select by lot the beneficial ownership interests in such maturity to be redeemed. All prepayments shall be at a price of par plus accrued interest. Ownership of this Bond may be transferred only by transfer

upon the books kept for such purpose by UMB Bank, N.A., the Registrar. Such transfer on the books shall occur only upon presentation and surrender of this Bond at the office of the Registrar as designated below, together with an assignment duly executed by the owner hereof or his duly authorized attorney in the form as shall be satisfactory to the Registrar. Issuer reserves the right to substitute the Registrar and Paying Agent but shall, however, promptly give notice to registered Bondholders of such change. All bonds shall be negotiable as provided in Article 8 of the Uniform Commercial Code and Section 331.446 of the Code of Iowa, subject to the provisions for registration and transfer contained in the Bond Resolution. This Bond and the series of which it forms has been issued by the County in connection with an urban renewal project as defined in Chapter 403 of the Code of Iowa, and in any suit, action or proceeding involving the validity or enforceability of any bond issued hereunder or the security therefor, such Bond shall be conclusively deemed to have been issued for such purpose and such project shall be conclusively deemed to have been planned, located and carried out in accordance with the provisions of Chapter 403 of the Code of Iowa. This Bond is a "qualified tax-exempt obligation" designated by the County for purposes of Section 265(b)(3)(B) of the Internal Revenue Code of 1986. And it is hereby represented and certified that all acts, conditions and things requisite, according to the laws and Constitution of the State of Iowa, to exist, to be had, to be done, or to be performed precedent to the lawful issue of this Bond, have been existent, had, done and performed as required by law; that provision has been made for the levy of a sufficient continuing annual tax on all the taxable property within the territory of the Issuer for the payment of the principal and interest of this Bond as the same will respectively become due; that such taxes have been irrevocably pledged for the prompt payment hereof, both principal and interest; and the total indebtedness of the Issuer including this Bond, does not exceed the constitutional or statutory limitations. IN TESTIMONY WHEREOF, the Issuer by its Board, has caused this Bond to be signed by the manual or facsimile signature of its Chairperson and attested by the manual or facsimile signature of its County Auditor, with the seal of the County printed or impressed hereon, and to be authenticated by the manual signature of an authorized representative of the Registrar, UMB Bank, N.A., West Des Moines, Iowa. Date of authentication: _____ This is one of the Bonds described in the within mentioned Resolution, as registered by UMB Bank, N.A. UMB BANK, N.A., Registrar By: _____ Authorized Signature. Registrar and Transfer Agent: UMB Bank, N.A. Paying Agent: UMB Bank, N.A. SEE REVERSE FOR CERTAIN DEFINITIONS (Seal) (Signature Block) ADAIR COUNTY, STATE OF IOWA By: _____ (manual or facsimile signature) Chairperson ATTEST: By: _____ (manual or facsimile signature) County Auditor (Information Required for Registration) ASSIGNMENT For value received, the undersigned hereby sells, assigns and transfers unto _____ (Social Security or Tax Identification No. _____) the within Bond and does hereby irrevocably constitute and appoint _____ attorney in fact to transfer the said Bond on the books kept for registration of the within Bond, with full power of substitution in the premises. Dated: _____ Person(s) executing this Assignment sign(s) here). SIGNATURE (GUARANTEED) _____ IMPORTANT - READ CAREFULLY The signature(s) to this Power must correspond with the name(s) as written upon the face of the certificate(s) or bond(s) in every particular without alteration or enlargement or any change whatever. Signature guarantee must be provided in accordance with the prevailing standards and procedures of the Registrar and Transfer Agent. Such standards and procedures may require signature to be guaranteed by certain eligible guarantor institutions that participate in a recognized signature guarantee program. INFORMATION REQUIRED FOR REGISTRATION OF TRANSFER

Name of Transferee(s)
 Address of Transferee(s)
 Social Security or Tax Identification
 Number of Transferee(s)
 Transferee is a(n):
 Individual*
 Partnership

Corporation
 Trust

*If the Bond is to be registered in the names of multiple individual owners, the names of all such owners and one address and social security number must be provided. The following abbreviations, when used in the inscription on the face of this Bond, shall be construed as though written out in full according to applicable laws or regulations: TEN COM - as tenants in common TEN ENT - as tenants by the entireties JT TEN - as joint tenants with rights of survivorship and not as tenants in common IA UNIF TRANS MIN ACT - Custodian (Cust) (Minor) Under Iowa Uniform Transfers to Minors Act..... (State) ADDITIONAL ABBREVIATIONS MAY ALSO BE USED THOUGH NOT IN THE ABOVE LIST (End of form of Bond). Closing Documents. The Chairperson and County Auditor are authorized and directed to execute, attest, seal and deliver for and on behalf of the County any other additional certificates, documents, or other papers and perform all other acts, including without limitation the execution of all closing documents, as they may deem necessary or appropriate in order to implement and carry out the intent and purposes of this Resolution. Contract Between Issuer and Purchaser. This Resolution constitutes a contract between said County and the purchaser of the Bonds. Non-Arbitrage Covenants. The Issuer reasonably expects and covenants that no use will be made of the proceeds from the issuance and sale of the Bonds issued hereunder which will cause any of the Bonds to be classified as arbitrage bonds within the meaning of Sections 148(a) and (b) of the Internal Revenue Code of the United States, as amended, and that throughout the term of the Bonds it will comply with the requirements of statutes and regulations issued thereunder. To the best knowledge and belief of the Issuer, there are no facts or circumstances that would materially change the foregoing statements or the conclusion that it is not expected that the proceeds of the Bonds will be used in a manner that would cause the Bonds to be arbitrage bonds. Approval of Tax Exemption Certificate. Attached hereto is a form of Tax Exemption Certificate stating the Issuer's reasonable expectations as to the use of the proceeds of the Bonds. The form of Tax Exemption Certificate is approved. The Issuer hereby agrees to comply with the provisions of the Tax Exemption Certificate and the provisions of the Tax Exemption Certificate are hereby incorporated by reference as part of this Resolution. The County Treasurer is hereby directed to make and insert all calculations and determinations necessary to complete the Tax Exemption Certificate at issuance of the Bonds to certify as to the reasonable expectations and covenants of the Issuer at that date. Continuing Disclosure. The Issuer hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Certificate, and the provisions of the Continuing Disclosure Certificate are hereby incorporated by reference as part of this Resolution and made a part hereof. Notwithstanding any other provision of this Resolution, failure of the Issuer to comply with the Continuing Disclosure Certificate shall not be considered an event of default under this Resolution; however, any holder of the Bonds or Beneficial Owner may take such actions as may be necessary and

appropriate, including seeking specific performance by court order, to cause the Issuer to comply with its obligations under the Continuing Disclosure Certificate. For purposes of this section, "Beneficial Owner" means any person which (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bond (including persons holding Bonds through nominees, depositories or other intermediaries), or (b) is treated as the owner of any Bonds for federal income tax purposes. Additional Covenants, Representations and Warranties of the Issuer. The Issuer certifies and covenants with the purchasers and holders of the Bonds from time to time outstanding that the Issuer through its officers, (a) will make such further specific covenants, representations and assurances as may be necessary or advisable; (b) comply with all representations, covenants and assurances contained in the Tax Exemption Certificate, which Tax Exemption Certificate shall constitute a part of the contract between the Issuer and the owners of the Bonds;(c) consult with Bond Counsel (as defined in the Tax Exemption Certificate); (d) pay to the United States, as necessary, such sums of money representing required rebates of excess arbitrage profits relating to the Bonds;(e) file such forms, statements and supporting documents as may be required and in a timely manner; and (f) if deemed necessary or advisable by its officers, to employ and pay fiscal agents, financial advisors, attorneys and other persons to assist the Issuer in such compliance. Amendment of Resolution to Maintain Tax Exemption. This Resolution may be amended without the consent of any owner of the Bonds if, in the opinion of Bond Counsel, such amendment is necessary to maintain tax exemption with respect to the Bonds under applicable Federal law or regulations. Qualified Tax-Exempt Obligations. For the sole purpose of qualifying the Bonds as "Qualified Tax-Exempt Obligations" pursuant to Section 265(b)(3)(B) of the Internal Revenue Code of the United States, the Issuer hereby designates the Bonds as qualified tax-exempt obligations and represents that the reasonably anticipated amount of tax-exempt governmental and qualified 501(c)(3) obligations which will be issued during the current calendar year will not exceed Ten (10) Million Dollars. Repeal of Conflicting Resolutions or Ordinances. All ordinances and resolutions and parts of ordinances and resolutions in conflict herewith are hereby repealed. Severability Clause. If any section, paragraph, clause or provision of this Resolution be held invalid, such invalidity shall not affect any of the remaining provisions hereof, and this Resolution shall become effective immediately upon its passage and approval. Roll Call Vote: Walker, aye; Hoadley, aye; Baier, aye; Wedemeyer, aye; and Twombly, aye. Approved.

PUBLIC HEARING – FY24 BUDGET AMENDMENT: Moved by Baier and seconded by Hoadley to open the public hearing for the FY24 budget amendment at 9:15 a.m. Approved. No comments were received by the Supervisors, Auditor, or public. Moved by Twombly and seconded by Hoadley to close the public hearing at 9:16 a.m. Approved. Moved by Hoadley and seconded by Baier to approve **Resolution #2024-42A** – Approval of FY24 Budget Amendment. BE IT RESOLVED by the Adair County Board of Supervisors, that the amended budget for fiscal year 2024 be approved as published in the official newspapers of the county on May 15th & May 16th, 2024. Roll Call Vote: Walker, aye; Baier, aye; Hoadley, aye; Twombly, aye; and Wedemeyer, aye. Approved. Moved by Baier and seconded by Wedemeyer to approve **Resolution #2024-43A** – Appropriations. FY2024 Appropriations Increases as per Budget Amendment 05/29/2024. BE IT RESOLVED by the Adair County Board of Supervisors this 29th day of May, 2024 that the following increases in the following departments:

05	Sheriff	\$1,935,664	+	\$29,382	=	\$1,965,046
06	Clerk of Court	\$56,795	+	\$15,000	=	\$71,795

Roll Call Vote: Walker, aye; Baier, aye; Hoadley, aye; Twombly, aye; and Wedemeyer, aye. Approved

SHERIFF: Body & Car Cameras – Sheriff Jeff Vandewater stated that it wasn't planned in his original budget, but he does have funds to buy new body cameras and car dash cameras. Some of the current cameras have problems and are no longer supported as everything now has to go through the cloud. Since Sheriff Vandewater has a surplus of funds this year, he believes it would be a good time to buy the cameras with the future budget limits put in by HF718. Vandewater and Deputy Algreen think the best route to go is with Axon Enterprises for a total of \$85,546.80, which is a five year contract that gives the Sheriff's office new body and dash cams initially and after 2 ½ years new body cams and after 5 years new dash cams with unlimited cloud storage. Moved by Hoadley and seconded by Baier for Sheriff Vandewater to move forward with the quote from Axon Enterprises quote for the dash and body cams. **Damage Overview** – Sheriff Vandewater stated there was more damage to their building than initially he thought with roof damage and one rooftop heating and cooling unit was possibly destroyed. Vandewater was also worried about their state towers and stated that Deputy Algreen's Tahoe was damaged as he was at the hospital when the tornado went through. Thankfully their radios still worked after the tornado. Vandewater says everyone on the County side of things have been great to work with.

PUBLIC HEARING – VACATE PORTION OF 277TH LANE: Moved by Twombly and seconded by Baier to open the public hearing at 9:34 a.m. to vacate a Portion of 277th Lane. Approved. No comments were received by the Engineer, Supervisors, Auditor, or public. Moved by Wedemeyer and seconded by Twombly to close the public hearing at 9:35 a.m. Approved. Moved by Wedemeyer and seconded by Baier to approve **Resolution #2024-44A** – WHEREAS, a public hearing was conducted on May 29, 2024, at 9:30 am following publication and service of notice as required by law on the proposed vacation and closure of a portion of county secondary road, described as follows: That portion of "277th Ln.", of which a previous record of establishment or petition could not be determined, commencing at a point 187.47 feet west of the northeast corner of the southwest quarter of the southeast quarter of Section 34 Township 75 North, Range 30 West of the 5th P.M., thence west along the north line of the southwest quarter of the southeast quarter of said Section 34 to the northwest corner of the southwest quarter of the southeast quarter of said Section 34. WHEREAS, that portion of "277th Ln." as described above was previously vacated by Resolution dated February 4th, 1946 (Supervisors Minute Book "I", Page 395) however the above-described portion of "277th Ln. was later omitted from the vacation by Resolution dated August 7th, 1947 (Supervisors Minute Book "J", Page 41) WHEREAS, an extensive review of County road records did not indicate when the above described portion of 277th Ln. was previously established as a County Road therefore the above described dimensions and alignment of the roadway are based on the road as described in previous Resolutions to Vacate dated February 4th, 1946 and August 7th, 1947. WHEREAS, Any and all objections that have been received, either in writing or by persons present have been discussed and resolved, requiring no further action by Adair County. NOW THEREFORE BE IT RESOLVED by the

Adair County Board of Supervisors that the subject section of road be ordered vacated and closed. Roll Call Vote: Walker, aye; Hoadley, aye; Baier, aye; Wedemeyer, aye; and Twombly, aye. Approved.

ENGINEER: Report of Maintenance & Activities – Kauffman gave an update to the Board of the following projects: working on Henry A. Wallace road, Murphy working on bridge on 130th, Gus is on 270th, N6 Grand River starting today, rural cleanup sites, discussed damages to their yard and equipment and working on getting contracts made up for reimbursement.

EMERGENCY MANAGEMENT – Jeremy Cooper, Emergency Management, gave an update to the Board on the tornado, debris removal, and community impact. As of today, 167 homes have been destroyed, but foresees that over 200 will eventually need to be destroyed. Cooper thinks contracts are the way to go with the City in order to get the largest reimbursement for the County and City. Cooper estimates that EMA is sitting at \$50,000 for expenses which will eat their reserve funds. They are trying to get as much information as possible out through social media and the County website. The County and Engineer and his crew have been wonderful to work with and jumped right in when they were needed. The Board and Cooper discussed the City's sirens and the possibility of being proactive in the future with State dumping sites after disasters. Nelson exited at 10:01 a.m. Kauffman exited at 10:14 a.m. Brian Johnson entered at 10:20 a.m.

ADJOURNMENT: Moved by Twombly and seconded by Baier to adjourn at 10:30 a.m. Approved.

ADAIR COUNTY BOARD OF SUPERVISORS: _____ Jerry Walker, Chair

ATTEST: _____ Mandy Berg, Auditor