

RESOLUTION NO. PW12-01

WHEREAS, the Trustees of The Clinton Public Works Authority have determined upon a project (the "Project") to refund and retire the Series 2003 Revenue Bonds of the Authority; and

WHEREAS, the Authority has determined to obtain financing upon the aforesaid Project on terms most favorable to the Authority and to that end, desire that the Authority's Financial Advisor and Financial Legal Advisor proceed to obtain such financing; and

WHEREAS, it would be in the best interests of the Trust Estate of the Authority that obtaining such financing for the Project should be confirmed at this time;

**BE IT RESOLVED BY THE TRUSTEES OF THE CLINTON PUBLIC WORKS
AUTHORITY:**

The Trustees of the Authority hereby authorize and direct BOSC, Inc., A subsidiary of BOK Financial Corporation, as Financial Advisor to the Authority and Johanning and Byrom, P.C., as Financial Legal Advisor to the Authority to proceed with taking all necessary actions to obtain financing for the Project.

ADOPTED this _____ day of October, 2012.

Chairman of Trustees

ATTEST: (Seal)

Secretary of Trustees

I, the undersigned Secretary of Trustees of The Clinton Public Works Authority, a public trust, hereby certify that the foregoing is a true, correct and complete copy of a Resolution adopted by the Trustees of said Authority at a meeting held on the date therein stated, as the same appears on file in my office as a part of the official records thereof.

Secretary of Trustees

(Seal)