

Addendum No. 9
(City of Killeen)

This Addendum No. 9 (this “Addendum”) relates to that certain Amended and Restated Water Supply Contract, made and entered into as of April 1, 2004, as amended by that certain First Amendment to Amended and Restated Water Supply Contract, made and entered into as of April 18, 2006, and that certain Second Amendment to Amended and Restated Water Supply Contract, made and entered into as of February 11, 2014 (collectively, the “Water Supply Contract”), each by and between the Bell County Water Control and Improvement District No. 1 and the City of Killeen, Texas (the “Purchaser”), and is an addendum to the Water Supply Contract for all purposes, including, particularly, for the purposes of Paragraph 9 and Paragraph 12 of the Water Supply Contract.

Bond Name: Bell County Water Control and Improvement District No. 1 Water System Revenue Bonds, Series 2024 (the “Bonds”).

Aggregate Principal Amount of Bonds: Not to exceed \$111,370,000 (the “Maximum Aggregate Principal Amount”).

- Purposes:**
- (1) Expansion of existing water supply and treatment facilities at the Lake Belton Water Treatment Plant from approximately 90 MGD capacity to approximately 102.5 MGD capacity;
 - (2) Modifications to the Killeen Transmission System; and
 - (3) Modifications to the existing water supply and treatment facilities at the Lake Belton Water Treatment Plant.

Pre-Construction Allocation of Bonds to Purposes:

(1) Expansion of existing water supply and treatment facilities at the Lake Belton Water Treatment Plant	\$ 75,000,000	(67.3%)
(2) Modification to the Killeen Transmission System	\$ 12,365,000	(11.1%)
(3) Modification to existing water supply and treatment facilities at the Lake Belton Water Treatment Plant	<u>\$ 24,005,000</u>	<u>(21.6%)</u>
	\$111,370,000	(100%)

Allocation of Maximum Daily Rate of Delivery (“MDRD”) and Debt Service by Purposes:

- (1) Expansion of existing water supply and treatment facilities at the Lake Belton Water Treatment Plant:

Aggregate Increase in MDRD: 12.5 MGD

Incremental Increases in MDRD and Debt Service Percentage for each Customer:

<u>Customer</u>	<u>Incremental Increase in MDRD⁽¹⁾</u>	<u>Debt Service Percentage⁽²⁾</u>
City of Killeen	0 MGD	(0%)
City of Copperas Cove	7 MGD	(37.7%)
Bell County Water Contral and Improvement District No. 3	0.5 MGD	(2.7%)
City of Harker Heights	0 MGD	(0%)
439 Water Supply Corporation	1 MGD	(5.4%)
City of Belton	<u>4 MGD</u> 12.5 MGD	<u>(21.5%)</u> (67.3%)

⁽¹⁾A table setting forth the Existing MDRD for the Lake Belton Water Treatment Plant, the Incremental Increase in MDRD from the expansion project funded with the Bonds, and the Total MDRD for each Customer after the completion of such project is set forth in Exhibit B.

⁽²⁾Percentages represent, in each case, the percentage of the Maximum Aggregate Principal Amount allocated to each Customer for expansion of existing water supply and treatment facilities at the Lake Belton Water Treatment Plant calculated in accordance with Section 9(A)(4)(b)(1) of the Water Supply Contract.

(2) Modifications to Killeen Transmission System:

Existing MDRD at the Lake Belton Water Treatment Plant and Debt Service Percentage for each Killeen Transmission System Customer:

<u>Customer</u>	<u>Existing MDRD⁽¹⁾</u>	<u>Debt Service Percentage⁽²⁾</u>
City of Killeen	32 MGD	(5.6%)
City of Copperas Cove	13.5 MGD	(2.3%)
Bell County Water Contral and Improvement District No. 3	2 MGD	(0.3%)
City of Harker Heights	13.5 MGD	(2.3%)
439 Water Supply Corporation	<u>3 MGD</u>	<u>(0.5%)</u>
	64 MGD	(11.1%)

⁽¹⁾Excludes the City of Belton (10 MGD) and Fort Cavazos (16 MGD).

⁽²⁾Percentages represent, in each case, the percentage of the Maximum Aggregate Principal Amount allocated to each Killeen Transmission System Customer for modifications to the Killeen Transmission System calculated in accordance with Section 9(A)(3)(a) of the Water Supply Contract.

(3) Modifications to Existing Water Supply and Treatment Facilities at the Lake Belton Water Treatment Plant:

Existing MDRD at the Lake Belton Water Treatment Plant and Debt Service Percentage for each Customer:

<u>Customer</u>	<u>Existing MDRD⁽¹⁾</u>	<u>Debt Service Percentage⁽²⁾</u>
City of Killeen	32 MGD	(9.3%)
City of Copperas Cove	13.5 MGD	(3.9%)
Bell County Water Control and Improvement District No. 3	2 MGD	(0.6%)
City of Harker Heights	13.5 MGD	(3.9%)
439 Water Supply Corporation	3 MGD	(0.9%)
City of Belton	<u>10 MGD</u>	<u>(2.9%)</u>
	74 MGD	(21.6%)

⁽¹⁾Excludes Fort Cavazos (16 MGD).

⁽²⁾Percentages represent, in each case, the percentage of the Maximum Aggregate Principal Amount allocated to each Customer for modifications to the Lake Belton Water Treatment Plant calculated in accordance with Section 9(A)(4)(a)(1) of the Water Supply Contract.

Allocation of Debt Service on the Bonds: Based upon the Pre-Construction Allocation of Bonds to Purposes and the Allocation of MDRD and Debt Service by Purposes set forth above, the allocation of the debt service on the Bonds to Customers is as follows:

<u>Customer</u>	<u>Debt Service Percentage</u>
City of Killeen	14.9%
City of Copperas Cove	44.0%
City of Harker Heights	6.3%
City of Belton	24.4%
Bell County Water Control and Improvement District No. 3	3.6%
439 Water Supply Corporation	<u>6.8%</u>
	100%

Based on the Maximum Aggregate Principal Amount and the Debt Service Percentages set forth above, the principal amount of the Bonds to be allocated to and charged to the Purchaser is \$16,580,000 (the "Purchaser's Allocated Principal Amount"), which has been rounded to conform to the authorized denominations of the Bonds. The Purchaser's Allocated Principal

Amount is preliminary and subject to market conditions at the time of pricing the Bonds. The debt service requirements relating to such principal amount shall be charged to the Purchaser as fixed charges in accordance with Paragraph 9 of the Water Supply Contract and shall be charged substantially in accordance with the schedule set forth in Exhibit A to this Addendum. The amounts shown in such schedule do not include any amounts that may be included in fixed charges for deposit into the debt service reserve fund for the Bonds to cover any future deficiencies in the reserve fund or for payment of debt service on any other bonds of the District. Further, the Purchaser recognizes that the District will bill and collect fixed charges allocable to the Purchaser through its monthly billing process.

The final pricing of the Bonds will affect the Purchaser's Allocated Principal Amount set forth herein and the debt service schedule set forth in Exhibit A hereto. Following the final pricing of the Bonds, the District will provide an amended Exhibit A to the Purchaser reflecting the final Purchaser's Allocated Principal Amount and the debt service requirements relating thereto, and this Addendum shall be deemed to be amended to incorporate and conform to the amended Exhibit A.

Upon the completion of all projects to be constructed with the proceeds of the Bonds, the District and its engineers shall reconcile the actual expenditures of Bond proceeds to the Pre-Construction Allocation of Bonds to Purposes and the Allocation of Debt Service on the Bonds indicated above and shall notify the Purchaser in writing of any adjustments made to such allocations. Upon the giving of such notice, this Addendum No. 9 shall be deemed to be amended to conform to such adjusted allocation of Bonds to purposes. Any such adjustment may change the Purchaser's Allocated Principal Amount. Following any such adjustment, the District will provide an amended Exhibit A to the Purchaser reflecting the final Purchaser's Allocated Principal Amount and the debt service requirements relating thereto, and this Addendum shall be deemed to be amended to incorporate and conform to the amended Exhibit A.

If upon the completion of all projects to be constructed with the proceeds of the Bonds there remain unexpended Bond proceeds, the District may, in accordance with the order authorizing the issuance of the Bonds, use such unexpended Bond proceeds to pay, redeem or defease outstanding Bonds, or to construct additional facilities or for other purposes permitted under the order authorizing the Bonds. Any such redemption or defeasance will affect the debt service schedule set forth in Exhibit A. The District shall provide written notice to the Purchaser of any such redemption or defeasance, together with an amended Exhibit A. Upon the giving of such notice, this Addendum shall be deemed to be amended to incorporate and conform to the amended Exhibit A.

[EXECUTION PAGE FOLLOWS]

EXECUTED this the _____ day of _____, 2024, in Bell County, Texas.

BELL COUNTY WATER CONTROL AND
IMPROVEMENT DISTRICT NO. 1

By: _____
President, Board of Directors

ATTEST:

Secretary

CITY OF KILLEEN, TEXAS (Purchaser)

[Name and Title]

ATTEST:

Secretary

EXHIBIT A

(Attached)

EXHIBIT B

Allocation of MDRD at the Lake Belton Water Treatment Plant

<u>Customer</u>	<u>Existing MDRD</u>	<u>Incremental Increase in MDRD</u>	<u>Total MDRD*</u>
City of Killeen	32 MGD	0 MGD	32 MGD
City of Copperas Cove	13.5 MGD	7 MGD	20.5 MGD
City of Harker Heights	13.5 MGD	0 MGD	13.5 MGD
City of Belton	10 MGD	4 MGD	14 MGD
Bell County Water Control and Improvement District No. 3	2 MGD	0.5 MGD	2.5 MGD
439 Water Supply Corporation	<u>3 MGD</u>	<u>1 MGD</u>	<u>4 MGD</u>
	74. MGD	12.5 MGD	86.5 MGD

* Represents the total MDRD for each Customer under their respective water supply contracts with the District upon completion of the project being financed with the proceeds of the Bonds. Excludes MDRD allocated to Fort Cavazos (16 MGD).