

JOINDER AGREEMENT TO INTERLOCAL AGREEMENT

North Carolina Cooperative Liquid Assets Securities System
(North Carolina CLASS)

This **JOINDER AGREEMENT TO INTERLOCAL AGREEMENT** (this "Joinder Agreement") is _____, 2024, and is between the current Parties listed in Exhibit A (the "Existing Parties"), and **BUNCOMBE COUNTY, NORTH CAROLINA**, a local government and body politic and corporate of the State of North Carolina ("Buncombe County");

A. The provisions of Section 159-30 of the General Statutes of North Carolina, as amended ("N.C. Gen. Stat."), enable any local government or public authority of the State of North Carolina (a "Local Government" or "Local Government Unit") to invest idle funds.

B. Under N.C. Gen. Stat. § 159-30(c)(10), moneys may be invested in a commingled investment pool established by interlocal agreement pursuant to N.C. Gen. Stat. § 160A-460 through 160A-464 (a "Local Government Investment Pool"), if the investments of the Local Government Investment Pool are limited to those qualifying for investment under N.C. Gen. Stat. § 159-30(c) or other laws of the State of North Carolina governing the investment of monies of a Local Government Unit.

C. The Existing Parties are parties to an Interlocal Agreement dated March 1, 2023 (the "Original Interlocal Agreement" and as supplemented and amended, the "Interlocal Agreement"), executed for the purposes of establishing a Local Government Investment Pool, known as the "North Carolina Cooperative Liquid Assets Securities System (North Carolina CLASS)" (the "Trust").

D. Certain of the Existing Parties were the Parties to the Original Interlocal Agreement and the remaining Existing Parties joined the Interlocal Agreement by amendment or joinder agreement, and Exhibit A is the list of the current Parties to the Interlocal Agreement.

E. The Buncombe County desires to become a Party to the Interlocal Agreement for purposes of becoming Participant in the Trust.

F. The purpose of this Joinder Agreement is to comply with the requirements of Section 1.03 of the Original Interlocal Agreement which sets out the requirements to be satisfied as a condition of becoming a Party to the Interlocal Agreement and a Participant in the Trust.

NOW, THEREFORE, the parties hereto agree as follows:

1. The Buncombe County agrees (i) to become a Party to the Interlocal Agreement, (ii) to become a Participant in the Trust and (iii) to be bound by the terms and provisions of the Interlocal Agreement and the Indenture.

2. The Buncombe County hereby represents and warrants that:

a. the Buncombe County has full power and authority to execute, deliver and perform under this Joinder Agreement, which has been duly authorized by resolution approved by the Buncombe County 's Board of County Commissioners;

b. the representations contained in Section 3.01 of the Original Interlocal Agreement are true and correct in all material respects with the same effect as though such representations and warranties had been made on the date hereof; and

c. the Buncombe County has received and reviewed a copy of the Indenture of Trust and the Information Statement.

3. Capitalized words and terms used in this Joinder Agreement and not defined herein shall have the same meanings in this Joinder Agreement as such words and terms are given in the Interlocal Agreement.

4. This Joinder Agreement may be executed in several counterparts, each of which when so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument that shall be sufficiently evidenced by any such original counterpart.

[Signature Pages Follow]

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed in their corporate names by their duly authorized officers, all as of the date first above written.

**BUNCOMBE COUNTY,
NORTH CAROLINA**

This instrument has been pre-audited in the manner required by The Local Government Budget and Fiscal Control Act.

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

ATTEST:

This instrument is approved as to form and legal sufficiency.

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

ACKNOWLEDGED:

**NORTH CAROLINA COOPERATIVE LIQUID
ASSETS SECURITIES SYSTEM (NORTH
CAROLINA CLASS)**

By: _____
Name: Drew Holland
Title: Chairman

EXHIBIT A

EXISTING PARTICIPANTS

Town of Hope Mills, NC

Lincoln County, NC

City of New Bern, NC

City of Rocky Mount, NC

Gaston County, NC

City of Hickory, NC

Town of Holden Beach, NC

Richmond County, NC

City of Burlington, NC