

UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF
SUBURBAN WATER AND SEWER COMPANY

The undersigned, being all of the members of the Board of Directors of Suburban Water and Sewer Company, a Missouri corporation (the "Corporation"), hereby consent to the actions set forth below, in accordance with Section 351.340 RSMo., with the same force and effect as if such actions were approved by unanimous vote at a duly held meeting of the directors of the Corporation, and hereby further waive notice of any such meeting.

WHEREAS, by separate actions, each dated January 31, 2007, the undersigned directors and the shareholders of the Corporation approved the dissolution and winding up of the Corporation; and

WHEREAS, since said date, the Missouri Public Service Commission has initiated legal actions against the Corporation, including a complaint for statutory penalties and a petition for injunction, and the Board of Directors of the Corporation believes that it is in the best interests of the Corporation and its shareholders to delay said dissolution and winding up of the Corporation in order to respond to said actions; and

WHEREAS, the Board desires to make the following findings and adopt the following resolutions, for purposes of said actions and the defense of the Corporation; and

WHEREAS, the Board also desires to adopt such other resolutions as are advisable and appropriate in connection with the management and operation of the Corporation.

Postponement of Dissolution

NOW, THEREFORE, BE IT RESOLVED, that the Corporation shall postpone the previously-approved dissolution and winding up of its business and affairs and continue to conduct its business under the supervision of the Board and shall not voluntarily discontinue its operations without cause, including due to lack of funding to make any necessary repairs or to use for working capital or due to DNR requirements.

FURTHER RESOLVED, that pending any such cause, the officers and agents of the Corporation shall be authorized to continue to conduct its business in the ordinary course of business consistent with past practice and otherwise subject to the approval of the Board.

Response to and Defense of Actions

RESOLVED, that the Corporation shall retain legal counsel and shall respond to said actions and any and all other actions against the Corporation by the PSC, through its general counsel or its office of public counsel, the DNR, and any other governmental authority, and shall file such answers, responsive pleadings, motions, and other documents and things, and take such other actions, with the advice of legal counsel, as may be advisable or appropriate.

SPFF Exhibit No. 16
Case No(s) WC-2007-016
Date 7-27-07 Rptr. DE

FURTHER RESOLVED, that the Corporation and its officers have taken the following actions pursuant to the disposition agreement, which is the subject of the complaint, to-wit:

- a. Regarding item no. 6, the Corporation has reviewed its records and, based upon its information and belief after due consideration, believes that none of its present customers paid a deposit that should be refunded; and
- b. Regarding item no. 7, the Corporation has refunded all subject overcharges; and
- c. Regarding item no. 8, the Corporation has developed and distributed the subject brochures; and
- d. Regarding item no. 9, the Corporation has developed the subject continuous property record system, a copy of which is attached; and
- e. Regarding item no. 10, the Corporation is not required to install meters on buildings for which an "Un-metered Monthly Rate" was approved in its last Tariff Sheet, and the Corporation has not been able to install meter wells and meters in three buildings due to lack of funds; and
- f. Regarding item no. 11, the Corporation has implemented the subject replacement program for existing meters, which is to replace said meters from time to time on an as-needed basis and to have replaced all said meters no later than May 31, 2015; and
- g. Regarding item no. 12, the Corporation has not been able to install the subject flush valves due to lack of funds; and
- h. Regarding item no. 13, the Corporation has not been able to replace the subject inlet due to the condition of the standpipe and lack of funds; and
- i. Regarding item no. 14, the Corporation has not been able to contract with a certified water operator due to lack of funds; and
- j. Regarding item no. 15, the Corporation has provided the subject report regarding master and customer meter usage data.

FURTHER RESOLVED, that, with respect to item nos. e, g, h, and i above, the Corporation has in the past applied its operating revenues and funds from shareholder loans to permit it to make necessary repairs to its system from time to time and for other reasonable and proper expenses, in each case in order to continue to provide water service, and has not had sufficient excess working capital to pay for other expenses.

Approval of Promissory Note to Evidence Shareholder Loans

RESOLVED, that, over the past few years, the Corporation has required funds in excess of its operating revenues to stay in business, including to permit it to make necessary repairs to its system from time to time and for other reasonable and proper expenses, and the Corporation has obtained these funds through shareholder loans.

FURTHER RESOLVED, that Gordon Burnam has made, and has caused his affiliates to make, a series of advances on the terms set forth on the attached revolving promissory note, and the Corporation and Mr. Burnam mutually desire to sign said note to evidence the shareholder loans.

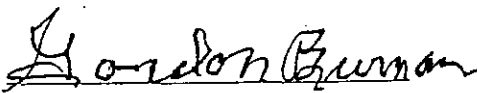
FURTHER RESOLVED, that, as of May 31, 2007, the total principal balance and accrued interest due under said note was \$24,811.66.

Approval of Corporate Actions

RESOLVED, that the officers and agents of the Corporation are hereby authorized and directed in the name and on behalf of the Corporation to prepare, execute, acknowledge, deliver, and file any and all such other instruments and documents, and to do or cause to be done any and all such other things, as they, or any of them, may deem necessary or advisable to effectuate and carry out the foregoing resolutions.

FURTHER RESOLVED, that all of the acts, actions and things done for, in the name of, and on behalf of this Corporation by its officers in connection with the foregoing prior to this date be, and the same hereby are, ratified, confirmed and approved.

IN WITNESS WHEREOF, the undersigned Directors have executed and delivered this Unanimous Written Consent as of the dates set forth below

 Date: June 25, 2007
Gordon Burnam

 Date: June 25, 2007
Bonnie Burnam