

**AN ORDER AUTHORIZING THE DEFEASANCE AND CALLING FOR REDEMPTION OF CERTAIN CURRENTLY OUTSTANDING DEBT OBLIGATIONS OF THE DISTRICT; DIRECTING THAT AUTHORIZED DISTRICT OFFICIALS EFFECTUATE THE REDEMPTION OF SUCH OBLIGATIONS; AUTHORIZING THE EXECUTION OF AN ESCROW AGREEMENT; AND RESOLVING OTHER MATTERS IN CONNECTION THEREWITH**

WHEREAS, the Board of Trustees (the “Board”) of the Canutillo Independent School District (the “District”) previously adopted an order (the “2015 Bond Order”) on January 27, 2015, authorizing the issuance of obligations designated as “Canutillo Independent School District Unlimited Tax Refunding Bonds, Series 2015,” dated June 1, 2015, in the original principal amount of \$8,075,000 (the “2015 Bonds”); and

WHEREAS, a portion of the 2015 Bonds in a principal amount equal to \$1,315,000 is currently outstanding and is scheduled to mature on August 15, 2028 and such Bonds are subject to redemption on August 15, 2025 and thereafter, at the option of the District; and

WHEREAS, the Board previously adopted an order (the “2016 Bond Order”) on October 27, 2015, authorizing the issuance of obligations designated as “Canutillo Independent School District Unlimited Tax Refunding Bonds, Series 2016,” dated June 1, 2016, in the original principal amount of \$8,645,000 (the “2016 Bonds”); and

WHEREAS, a portion of the 2016 Bonds in a principal amount equal to \$7,315,000 is currently outstanding and is scheduled to mature on August 15 in each of the years 2026 and 2027 and 2029 through 2031 and such Bonds are subject to redemption on August 15, 2025 and thereafter, at the option of the District; and

WHEREAS, the Board previously adopted an order (the “2017 Bond Order” and, collectively with the 2015 Bond Order and the 2016 Bond Order, the “Prior Bond Orders”) on February 28, 2017, authorizing the issuance of obligations designated as “Canutillo Independent School District Unlimited Tax Refunding Bonds, Series 2017,” dated April 1, 2017, in the original principal amount of \$8,455,000 (the “2017 Bonds” and, collectively with the 2015 Bonds and the 2016 Bonds, the “Bonds”); and

WHEREAS, a portion of the 2017 Bonds in a principal amount equal to \$2,045,000 is currently outstanding and is scheduled to mature on August 15, 2034 and such Bonds are subject to redemption on August 15, 2027 and thereafter, at the option of the District; and

WHEREAS, in accordance with the provisions of Texas Government Code, Chapter 1207, as amended (the “Act”), the District is authorized and empowered to deposit funds and/or securities directly with the place of payment for the Bonds or other authorized depository, and enter into an escrow or similar agreement with such place of payment for the safekeeping, investment, reinvestment, administration and disbursement of such deposit; and such deposit, when made in accordance with the Act, shall constitute the making of firm banking and financial arrangements for the discharge and full payment of the Bonds; and

WHEREAS, the Board hereby finds that it is in the best interest of the District and its residents to defease and/or redeem the Bonds as herein provided in order to reduce the District's aggregate debt service requirements in the years subsequent to the redemption date; now, therefore,

BE IT ORDERED BY THE BOARD OF TRUSTEES OF THE CANUTILLO INDEPENDENT SCHOOL DISTRICT THAT:

SECTION 1. A portion of the Bonds, in an aggregate principal amount of not less than \$750,000 (the "Minimum Amount") (but to include such additional amounts due to availability of funds and/or funds necessary to cause such defeasance, as hereinafter described), stated to mature on August 15 in each of the years identified in the Escrow Agreement (defined below), shall be defeased to their maturity or prior redemption date, as applicable, as set forth in this Order. The Board hereby authorizes and directs the Superintendent of Schools or the Executive Director of Financial Services of the District to determine the exact principal amount of Bonds to be defeased and/or redeemed (the "Defeased Obligations") on the basis of the availability of funds for such purpose by the funding deadline; provided, however, that in no case shall the Defeased Obligations be less than the Minimum Amount.

SECTION 2. As directed by the Superintendent or the Executive Director of Financial Services, the District shall transfer, on or before June 30, 2026, lawfully available funds of the District to BOKF, NA, or such other entity as determined by such District official (the "Escrow Agent"), in an amount sufficient (when combined with investment earnings on such initial deposit) to pay (i) all interest due and owing on the Defeased Obligations from the time of such deposit through the obligations' respective maturity or redemption, as applicable, (ii) the principal amount of the Defeased Obligations due and owing at maturity or earlier redemption, as applicable and (iii) the associated costs and expenses of such defeasance. Upon the making of such deposit, the Defeased Obligations will be determined to have been defeased and, as a result, discharged and no longer considered outstanding as an obligation of the District in accordance with applicable Texas law.

SECTION 3. In the event a portion of the Defeased Obligations are subject to redemption, the principal amount of such Defeased Obligations shall be called for redemption on the earliest possible redemption date, at the price of par plus accrued interest to the date of redemption, and the Executive Director of Financial Services or other District official is hereby authorized and directed to file a notice of redemption and copy of this Order with BOKF, NA, the paying agent/registrar for the Defeased Obligations (the "Paying Agent/Registrar"), in accordance with the redemption provisions applicable to such obligations; such suggested form of notice of redemption being attached hereto as **Exhibit A** and incorporated herein by reference as a part of this Order for all purposes. Additionally, if necessary, the Paying Agent/Registrar is hereby authorized and directed to make a lot selection of the Defeased Obligations to be redeemed and make arrangements to notify bondholders of such lot selection as soon as possible thereafter. Each of the Superintendent of Schools, the Executive Director of Financial Services or other authorized District official is hereby authorized and directed to transfer lawfully available funds to the Escrow Agent to accomplish the defeasance and/or redemption of the Defeased Obligations in accordance with the terms of the Escrow Agreement.

In the event any of the Defeased Obligations are called for early redemption, the Superintendent of Schools, the Executive Director of Financial Services or other authorized District official is hereby authorized and directed to make all arrangements necessary to notify the holders of the Defeased Obligations of the District's decision to redeem such bonds on the date and in the manner herein provided and in accordance with the Prior Bond Orders.

SECTION 4. Each of the President, Vice President, or Secretary of the Board, the District's Superintendent of Schools and the Executive Director of Financial Services of the District (each of the foregoing, an "Authorized Official"), is authorized to provide certifications or other evidence of adoption of this Order and to do any and all things necessary or convenient to effect the defeasance described herein and otherwise give effect to the intent and purpose hereof, including the selection of an escrow agent, any verification agent and the execution of the Escrow Agreement.

SECTION 5. A special escrow agreement (the "Escrow Agreement") in substantially the form and content of **Exhibit B** attached hereto, is hereby approved and hereby authorized to be finalized, including any changes required to accomplish the defeasance of the defeased bonds, and executed by an Authorized Official for and on behalf of the District and as the act and deed of this Board; and such Escrow Agreement as executed by such Authorized Official shall be deemed approved by the Board and constitute the Escrow Agreement herein approved. Upon the deposit of sufficient funds to the Escrow Fund to accomplish the defeasance of the Defeased Obligations, the District shall provide notice of such defeasance in accordance with the requirements of the Prior Bond Orders no later than 10 business days after occurrence of such defeasance.

SECTION 6. Furthermore, appropriate officials of the District in cooperation with the Escrow Agent are hereby authorized and directed to make the necessary arrangements for the purchase of the escrowed securities referenced in the Escrow Agreement, if any, and the delivery thereof to the Escrow Agent for deposit to the credit of the "SPECIAL CANUTILLO INDEPENDENT SCHOOL DISTRICT DEFEASANCE 2024 ESCROW FUND" (referred to herein as the "Escrow Fund") or such other designation as provided for in the Escrow Agreement; all as contemplated and provided in the Act, this Order and the Escrow Agreement.

SECTION 7. The Board further hereby authorizes each Authorized Official to select a firm of independent certified public accountants or other qualified professional services firm permitted by the terms of the Prior Bond Orders (the "Verification Agent") to verify the sufficiency of the deposit to the Escrow Fund to accomplish the defeasance of the Defeased Obligations, to the extent such appointment is necessary or desired and in the event of the establishment of a net defeasance escrow fund; provided, however, that in the event of a gross defeasance of the Defeased Obligations, the sufficiency of the deposit to the Escrow Fund to accomplish such defeasance shall be certified to the District by the District's Financial Advisor, the Paying Agent/Registrar or another qualified financial institution.

SECTION 8. The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Order for all purposes and are adopted as a part of the judgement and findings of the Board.

SECTION 9. If any provision of this Order or the application thereof to any person or

circumstance shall be held to be invalid, the remainder of this Order and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Order would have been enacted without such invalid provision.

SECTION 10. It is officially found, determined, and declared that the meeting at which this Order is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this Order, was given, all as required by Texas Government Code, Chapter 551, as amended.

SECTION 11. This Order shall be in force and effect from and after its passage on the date shown below.

PASSED AND ADOPTED, this September 3, 2025.

CANUTILLO INDEPENDENT SCHOOL  
DISTRICT

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President, Board of Trustees

ATTEST:

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Secretary, Board of Trustees

(DISTRICT SEAL)

## EXHIBIT A

### NOTICE OF REDEMPTION

NOTICE IS HEREBY GIVEN that the Canutillo Independent School District (the *Issuer*), acting through its Board of Trustees (the *Governing Body*), has called for redemption the following outstanding obligations:

“Canutillo Independent School District Unlimited Tax Refunding Bonds, Series 2015”, dated February 15, 2015 (the *Obligations*), bearing interest, and stated to mature on August 15 in the year as follows:

<u>CUSIP No.</u>	<u>Stated Maturity</u>	<u>Principal Amount (\$)</u>	<u>Interest Rate or Yield (%)</u>
138735VN2	2028	1,315,000	4.000

THE \_\_\_\_ DAY OF \_\_\_\_\_, 2026 (the *Redemption Date*) is the date fixed for redemption of the Obligations as authorized by the order authorizing the issuance of the Obligations and as directed by the Governing Body pursuant to an order adopted on September 3, 2025. You are hereby notified that the Obligations should be presented for redemption on or before the Redemption Date and that interest shall cease to accrue from and after that date, and that on such date there shall become due and payable on each of the Obligations the redemption price equal to the original principal amount thereof, plus accreted value, including unpaid accrued interest to the Redemption Date.

NOTICE IS FURTHER GIVEN that the Obligations will be payable at and should be submitted either in person or by certified or registered mail to BOKF, NA, at the following address:

BOKF, NA  
Corporate Trust Services  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75255

In compliance with section 1441 of the Internal Revenue Code and the attendant regulations, the redeeming institution is required to withhold 30% of the principal amount of the bonds being redeemed unless it is provided with a Form W-9 certifying the holders social security number or federal employer tax identification number, a Form W-8 Withholding Certificate establishing a lower rate of withholding, or other documentation acceptable to the redeeming institution and the Internal Revenue Service.

THIS NOTICE is issued and given pursuant to the option of redemption reserved to the Issuer in the proceedings authorizing the issuance of the Bonds.

WITNESS MY OFFICIAL SIGNATURE this 3<sup>rd</sup> day of September, 2025.

CANUTILLO INDEPENDENT SCHOOL DISTRICT

/s/ Cindy Zuniga  
Secretary, Board of Trustees

\*The CUSIP number is included solely for the convenience of the Bondholders. None of the Issuer, the Escrow Agent, Bond Counsel, nor the Paying Agent/Registrar shall be responsible for the selection or the use of the CUSIP number, nor is any representation made as to its correctness on the Bonds or as indicated in any redemption notice.

## NOTICE OF REDEMPTION

NOTICE IS HEREBY GIVEN that the Canutillo Independent School District (the *Issuer*), acting through its Board of Trustees (the *Governing Body*), has called for redemption the following outstanding obligations:

“Canutillo Independent School District Unlimited Tax Refunding Bonds, Series 2016”, dated January 1, 2016 (the *Obligations*), bearing interest, and stated to mature on August 15 in each year as follows:

<u>CUSIP No.</u>	<u>Stated Maturity</u>	<u>Principal Amount (\$)</u>	<u>Interest Rate or Yield (%)</u>
138735VZ5	2026	320,000	4.000
138735WA9	2027	1,305,000	4.000
	***	***	***
138735WC5	2029	1,875,000	4.000
138735WD3	2030	1,840,000	4.000
138735WE1	2031	1,975,000	4.000

THE \_\_\_\_ DAY OF \_\_\_\_\_, 2026 (the *Redemption Date*) is the date fixed for redemption of the Obligations as authorized by the order authorizing the issuance of the Obligations and as directed by the Governing Body pursuant to an order adopted on September 3, 2025. You are hereby notified that the Obligations should be presented for redemption on or before the Redemption Date and that interest shall cease to accrue from and after that date, and that on such date there shall become due and payable on each of the Obligations the redemption price equal to the original principal amount thereof, plus accreted value, including unpaid accrued interest to the Redemption Date.

NOTICE IS FURTHER GIVEN that the Obligations will be payable at and should be submitted either in person or by certified or registered mail to BOKF, NA, at the following address:

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Corporate Trust Services  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75255

In compliance with section 1441 of the Internal Revenue Code and the attendant regulations, the redeeming institution is required to withhold 30% of the principal amount of the bonds being redeemed unless it is provided with a Form W-9 certifying the holders social security number or federal employer tax identification number, a Form W-8 Withholding Certificate establishing a lower rate of withholding, or other documentation acceptable to the redeeming institution and the Internal Revenue Service.



THIS NOTICE is issued and given pursuant to the option of redemption reserved to the Issuer in the proceedings authorizing the issuance of the Bonds.

WITNESS MY OFFICIAL SIGNATURE this 3<sup>rd</sup> day of September, 2025.

CANUTILLO INDEPENDENT SCHOOL DISTRICT

/s/ Cindy Zuniga  
Secretary, Board of Trustees

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## NOTICE OF REDEMPTION

NOTICE IS HEREBY GIVEN that the Canutillo Independent School District (the *Issuer*), acting through its Board of Trustees (the *Governing Body*), has called for redemption the following outstanding obligations:

“Canutillo Independent School District Unlimited Tax Refunding Bonds, Series 2017”, dated April 1, 2017 (the *Obligations*), bearing interest, and stated to mature on August 15 in each year as follows:

<u>CUSIP No.</u>	<u>Stated Maturity</u>	<u>Principal Amount (\$)</u>	<u>Interest Rate or Yield (%)</u>
138735WM3	2034	2,045,000	4.500

THE 15<sup>th</sup> DAY OF August, 2027 (the *Redemption Date*) is the date fixed for redemption of the Obligations as authorized by the order authorizing the issuance of the Obligations and as directed by the Governing Body pursuant to an order adopted on September 3, 2025. You are hereby notified that the Obligations should be presented for redemption on or before the Redemption Date and that interest shall cease to accrue from and after that date, and that on such date there shall become due and payable on each of the Obligations the redemption price equal to the original principal amount thereof, plus accreted value, including unpaid accrued interest to the Redemption Date.

NOTICE IS FURTHER GIVEN that the Obligations will be payable at and should be submitted either in person or by certified or registered mail to BOKF, NA, at the following address:

BOKF, NA  
Corporate Trust Services  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75255

In compliance with section 1441 of the Internal Revenue Code and the attendant regulations, the redeeming institution is required to withhold 30% of the principal amount of the bonds being redeemed unless it is provided with a Form W-9 certifying the holders social security number or federal employer tax identification number, a Form W-8 Withholding Certificate establishing a lower rate of withholding, or other documentation acceptable to the redeeming institution and the Internal Revenue Service.

THIS NOTICE is issued and given pursuant to the option of redemption reserved to the Issuer in the proceedings authorizing the issuance of the Bonds.

WITNESS MY OFFICIAL SIGNATURE this 3<sup>rd</sup> day of September, 2025.

CANUTILLO INDEPENDENT SCHOOL DISTRICT

/s/ Cindy Zuniga  
Secretary, Board of Trustees

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**EXHIBIT B**  
**FORM OF ESCROW AGREEMENT**