

RESOLUTION AUTHORIZING THE REPLACEMENT OF THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., AS PAYING AGENT/REGISTRAR FOR THE ECTOR COUNTY INDEPENDENT SCHOOL DISTRICT'S OUTSTANDING DEBT OBLIGATIONS AND THE APPOINTMENT OF A SUCCESSOR PAYING AGENT/REGISTRAR FOR SUCH DEBT OBLIGATIONS

**THE STATE OF TEXAS §
COUNTY OF ECTOR §
ECTOR COUNTY INDEPENDENT SCHOOL DISTRICT §**

WHEREAS, the ECTOR COUNTY INDEPENDENT SCHOOL DISTRICT (the “*District*”) has outstanding the following issues of obligations in which The Bank of New York Mellon Trust Company, N.A. (the “*Bank*”), serves as the paying agent/registrar pursuant to individual paying agent/registrar agreements between the District and the Bank (such paying agent/registrar agreements collectively referred to herein as the “*Paying Agent/Registrar Agreements*”):

Ector County Independent School District Unlimited Tax Refunding Bonds, Series 2016 (the “*Series 2016 Bonds*”); and

Ector County Independent School District Unlimited Tax Refunding Bonds, Taxable Series 2020-B (the “*Series 2020-B Bonds*”, and together with the Series 2016 Bonds, the “*Bonds*”);

WHEREAS, the Board of Directors of the District (the “*Board*”) deems it prudent and appropriate to (i) terminate the Paying Agent/Registrar Agreements between the District and the Bank relating to the Obligations; and (ii) further appoint UMB Bank, N.A. to serve as successor paying agent/registrar for the Obligations; and

WHEREAS, it is hereby officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code;

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ECTOR COUNTY INDEPENDENT SCHOOL DISTRICT THAT:

SECTION 1. TERMINATION OF THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., AS PAYING AGENT/REGISTRAR AND APPOINTMENT OF SUCCESSOR PAYING AGENT/REGISTRAR. The District hereby (i) terminates the Paying Agent/Registrar Agreements between the District and the Bank in connection with the Bank serving as paying agent/registrar for the Obligations; and (ii) appoints UMB Bank, N.A. to serve as successor paying agent/registrar for the Obligations.

The President and Vice-President of the Board, the District’s Superintendent, and the District’s Chief Financial Officer are each hereby authorized to give appropriate notices and negotiate, revise, approve and execute all documents and agreements, including the paying agent/registrar agreements to be entered into with the successor paying agent/registrar (i.e., UMB Bank, N.A.) for the

Obligations, on behalf of the District and which are deemed necessary to accomplish the purposes of this Resolution, and the Secretary of the Board of Directors is authorized to attest any related documents if so required.

SECTION 2. INCORPORATION OF RECITALS. The Board hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the Board hereby incorporates such recitals as a part of this Resolution.

SECTION 3. SEVERABILITY. If any provision of this Resolution or the application thereof to any circumstance shall be held to be invalid, the remainder of this Resolution and the application thereof to other circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

SECTION 4. EFFECTIVE DATE. This Resolution shall become effective immediately after it is approved by the Board.

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PASSED AND APPROVED BY THE BOARD OF THE DISTRICT AT A REGULAR MEETING ON THE 21ST DAY OF MAY, 2024, AT WHICH MEETING A QUORUM WAS PRESENT.

President, Board of Directors
Ector County Independent School District

ATTEST:

Secretary, Board of Directors
Ector County Independent School District

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