

CERTIFICATE FOR RESOLUTION

STATE OF TEXAS §
COUNTY OF HARRIS §

We, the undersigned officers of the Board of Trustees of Spring Branch Independent School District, hereby certify as follows:

Section 1. The Board of Trustees of Spring Branch Independent School District convened in a regular meeting on the 29th day of January, 2025, at the regular meeting place thereof, within said District, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Section 2. The Board of Trustees of the District now consists of the following members:

Lisa Andrews Alpe	President
Courtney Anderson	Vice President
Shannon Mahan	Secretary
David Slattery	Trustee
Chris Ernest	Trustee
John Perez	Trustee
Caroline H. Bennett	Trustee

and all of such persons were present, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting: a written

RESOLUTION AUTHORIZING THE REDEMPTION OF BONDS

was duly introduced for the consideration of such Board. After presentation and due consideration, it was then duly moved and seconded that such resolution be adopted; and, after due discussion, such motion, carrying with it the adoption of such resolution, prevailed and carried by the following vote:

AYES _ NAYS _ ABSTAIN _

Section 3. A true, full and correct copy of the aforesaid resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that such resolution has been duly recorded in the Board’s minutes of such meeting; that the above and foregoing paragraph is a true, full and correct excerpt from the Board’s minutes of such meeting pertaining to the adoption of such resolution; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Board as indicated therein; that each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that the resolution would be introduced and considered for adoption at such meeting, and each of such officers and members consented, in advance, to the holding of such meeting for such purpose; that such meeting was open to the public as required by law; and that public notice of the date, hour, place and subject of such meeting was given as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this 29th day of January, 2025.

President, Board of Trustees

Secretary, Board of Trustees

(SEAL)

RESOLUTION AUTHORIZING THE REDEMPTION OF BONDS

WHEREAS, the Board of Trustees of the Spring Branch Independent School District (the “District”) previously issued bonds of the District; and

WHEREAS, the District desires to redeem all or a portion of the District’s outstanding bonds identified in Exhibit A attached hereto in advance of their scheduled maturities (the “Redeemed Bonds”); and

WHEREAS, Chapter 1207, Texas Government Code, authorizes the District to accomplish such redemption by depositing directly with a paying agent for the Redeemed Bonds, available funds of the District in an amount sufficient to provide for the payment, redemption or defeasance of all or a portion of the Redeemed Bonds, and provides that such deposit shall constitute the making of firm banking and financial arrangements for the discharge and final payment or redemption of the Redeemed Bonds; and

WHEREAS, upon such deposit, the Redeemed Bonds shall no longer be regarded as being outstanding and the pledges, liens, trusts, and all other covenants, provisions, terms, and conditions of the order(s) authorizing the issuance of the Redeemed Bonds shall be, with respect to the Redeemed Bonds, discharged and terminated.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE SPRING BRANCH INDEPENDENT SCHOOL DISTRICT:

Section 1. Redemption. That the Board hereby authorizes the deposit of surplus funds of the District in an amount not to exceed \$6,700,000.00 sufficient to redeem all or a portion of the Redeemed Bonds identified in Exhibit A prior to their scheduled maturities.

Section 2. Redemption Prior to Maturity. The Redeemed Bonds shall be paid on their respective stated maturity dates or redemption dates, as set forth in Exhibit A. Any Redeemed Bonds to be redeemed prior to stated maturity date are hereby called for redemption on the redemption dates shown on Exhibit A attached hereto. The District authorizes and directs notice of such redemption and a notice of Material Event to be given in accordance with the order authorizing the issuance of the Redeemed Bonds.

Section 3. Fees. The Board hereby approves payment from lawfully available District funds of professional fees and expenses of the District’s Bond Counsel, the District’s Financial Advisor, and the paying agent/registrar for the Redeemed Bonds, respectively, and any other party whose services have been determined by the District to be necessary to accomplish the purpose and intent of this Resolution.

Section 4. Each Authorized Officer is authorized to evidence adoption of this Resolution and to do any and all things necessary or convenient to effect the redemption described herein and otherwise give effect to the intent and purpose hereof.

* * * *

[Signature page follows]

PASSED AND APPROVED this 29th day of January, 2025.

President, Board of Trustees
Spring Branch Independent School District

ATTEST:

Secretary, Board of Trustees
Spring Branch Independent School District

EXHIBIT A

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
Unlimited Tax Refunding Bonds Series 2015B:					
SERIAL	02/01/2032	5.000%	8,455,000.00	03/27/2025	100.000
			8,455,000.00		

SPRING BRANCH INDEPENDENT SCHOOL DISTRICT
955 Campbell Road
Houston, TX 77024

January 29, 2025

The Bank of New York Mellon Trust Company, N.A.
2001 Bryan Street, 11th Floor
Dallas, TX 75201

Ladies and Gentlemen:

The bonds described on **Exhibit A** attached hereto have been called for redemption prior to scheduled maturity on the redemption date(s) set out in **Exhibit A** and at the redemption price of par plus accrued interest to the date(s) fixed for redemption, by the Board of Trustees of Spring Branch Independent School District. As registrar for such bonds, you are hereby directed to give notice of redemption in accordance with the order(s) authorizing their issuance. Such notice is to be given at least thirty (30) days prior to the date(s) fixed for redemption by first class mail, addressed to the registered owners of each bond to be redeemed in whole or in part at the address shown on the books of registration kept by the Registrar.

The notice must identify the bonds to be redeemed and must set out the following information:

- (A) Redemption Date (see attached **Exhibit A**).
- (B) Redemption Price (par plus accrued interest).
- (C) Place at which bonds are to be surrendered for payment (BONY).
- (D) The number of the bonds or portions thereof to be redeemed.



SPRING BRANCH INDEPENDENT SCHOOL
DISTRICT

Receipt Acknowledged on this ____ day of _____, 2025:

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.

By: _____

Name: _____

Title: _____

EXHIBIT A

**SPRING BRANCH INDEPENDENT SCHOOL DISTRICT
UNLIMITED TAX SCHOOLHOUSE BONDS, SERIES 2015B**

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
Unlimited Tax Refunding Bonds Series 2015B:					
SERIAL	02/01/2032	5.000%	8,455,000.00	03/27/2025	100.000
			8,455,000.00		