

**RESOLUTION AUTHORIZING THE REPLACEMENT OF THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A. AS PAYING AGENT/REGISTRAR FOR THE ROBSTOWN 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 NUECES  
ROBSTOWN INDEPENDENT SCHOOL DISTRICT**

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*WHEREAS*, the ROBSTOWN INDEPENDENT SCHOOL DISTRICT (the "*District*") has outstanding the following issues of bonds 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*"):

*Robstown Independent School District Unlimited Tax School Building and Refunding Bonds, Series 1994* (the "*Series 1994 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 1997* (the "*Series 1997 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 2011* (the "*Series 2011 Bonds*");

*Robstown Independent School District Unlimited Tax Qualified School Construction Bonds, Taxable Series 2013 (Direct-Pay Subsidy)* (the "*Taxable Series 2013 Bonds*");

*Robstown Independent School District Unlimited Tax School Building Bonds, Series 2013* (the "*Series 2013 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 2014* (the "*Series 2014 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 2015* (the "*Series 2015 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 2016* (the "*Series 2016 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 2017* (the "*Series 2017 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 2020* (the "*Series 2020 Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Series 2020B* (the "*Series 2020B Bonds*");

*Robstown Independent School District Unlimited Tax Refunding Bonds, Taxable Series 2021* (the "*Series 2021 Bonds*") (collectively, the "*Bonds*");

**WHEREAS**, the Board of Trustees deems it prudent and appropriate to (i) terminate the Paying Agent/Registrar Agreements between the District and the Bank relating to the Bonds; and (ii) further appoint BOKF, NA to serve as successor paying agent/registrar for the Bonds; 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 TRUSTEES OF THE ROBSTOWN 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 Bonds; and (ii) appoints BOKF, NA to serve as successor paying agent/registrar for the Bonds.

The President, Vice President and Superintendent are each hereby authorized to give appropriate notices and 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., BOKF, NA) for the Bonds, on behalf of the District and which are deemed necessary to accomplish the purposes of this Resolution, and the Secretary is authorized to attest any related documents if so required.

**SECTION 2. INCORPORATION OF RECITALS.** The Board of Trustees hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the Board of Trustees 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 of Trustees 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 of Trustees.

*[The remainder of this page intentionally left blank]*

***PASSED AND APPROVED BY THE BOARD OF TRUSTEES OF THE ROBSTOWN  
INDEPENDENT SCHOOL DISTRICT AT A REGULAR MEETING ON THE 8<sup>th</sup> DAY OF  
NOVEMBER, 2021, AT WHICH MEETING A QUORUM WAS PRESENT.***

TTEST:

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Secretary, Board of Trustees

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President, Board of Trustees

(ISSUER SEAL)

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