

**RESOLUTION APPOINTING A SUCCESSOR PAYING AGENT/REGISTRAR FOR ALL OF CALLEN INDEPENDENT SCHOOL DISTRICT'S CURRENTLY OUTSTANDING DEBT; TERMINATING ALL PAYING AGENT/REGISTRAR AGREEMENTS WITH THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.; APPROVING AND AUTHORIZING THE EXECUTION OF A PAYING AGENT/REGISTRAR AGREEMENT WITH BOKF, NA FOR ALL OF THE DISTRICT'S CURRENTLY OUTSTANDING DEBT; AND RESOLVING OTHER MATTERS INCIDENT AND RELATED THERETO**

**WHEREAS**, the Board of Trustees (the "Board") of the Calallen Independent School District (the "District") has heretofore authorized the issuance of the District's (i) Unlimited Tax Refunding Bonds, Series 2015 (the "2015 Bonds"), (ii) Unlimited Tax Refunding Bonds, Series 2016 (the "2016 Bonds"), (iii) Unlimited Tax Refunding Bonds, Series 2017 (the "2017 Bonds"), (iv) Unlimited Tax School Building Bonds, Series 2018 (the "2018 Bonds"), (v) Unlimited Tax Refunding Bonds, Series 2018-A (the "2018-A Bonds"), (vi) Maintenance Tax Notes, Series 2021 (the "2021 Notes"), (vii) Unlimited Tax School Building Bonds, Series 2023 (the "2023 Bonds"), and (viii) Unlimited Tax School Building Bonds, Series 2024 (the "2024 Bonds" and, together with the 2015 Bonds, the 2016 Bonds, the 2017 Bonds, the 2018 Bonds, the 2018-A Bonds, the 2021 Notes and the 2023 Bonds, the "Obligations"), and The Bank of New York Mellon Trust Company, N.A. ("BoNY"), currently serves as paying agent/registrar for the Obligations; and

**WHEREAS**, the Board hereby finds and determines that it is in the best interest of the District to terminate the paying agent/registrar agreements with BoNY and appoint BOKF, NA ("BOKF") as successor paying agent/registrar for the Obligations as permitted by (i) the order authorizing the issuance of the 2015 Bonds adopted by the Board on March 9, 2015 and the Pricing Certificate executed on April 1, 2015 (the "2015 Order"), (ii) the order authorizing the issuance of the 2016 Bonds adopted by the Board on November 9, 2015 and the Pricing Certificate executed on January 20, 2016 (the "2016 Order"), (iii) the order authorizing the issuance of the 2017 Bonds adopted by the Board on November 21, 2016 and the Pricing Certificate executed on February 7, 2017 (the "2017 Order"), (iv) the order authorizing the issuance of the 2018 Bonds adopted by the Board on February 1, 2018 (the "2018 Order"), (v) the order authorizing the issuance of the 2018-A Bonds adopted by the Board on February 1, 2018 (the "2018-A Order"), (vi) the resolution authorizing the issuance of the 2021 Notes adopted by the Board on April 12, 2021 (the "2021 Resolution"), (vii) the order authorizing the issuance of the 2023 Bonds adopted by the Board on July 17, 2023 and the Pricing Certificate executed on August 7, 2023 (the "2023 Order"), and (viii) the order authorizing the issuance of the 2024 Bonds adopted by the Board on June 24, 2024 and the Pricing Certificate executed on August 1, 2024 (the "2024 Order" and, collectively with the 2015 Order, the 2016 Order, the 2017 Order, the 2018 Order, the 2018-A Order, the 2021 Resolution and the 2023 Order, the "Authorizing Documents"); and

**WHEREAS**, the District hereby finds and determines that the termination of all paying agent/registrar agreements with BoNY and the appointment of BOKF as paying agent/registrar for the Obligations will not disrupt, delay or otherwise adversely affect the payment of the Obligations; and

**WHEREAS**, an Authorized Representative (defined below) is hereby authorized to provide the requisite notice to the appropriate persons at BoNY to effectuate this transfer of paying agent/registrar services to BOKF; and

**WHEREAS**, a written agreement with BOKF setting forth the duties and responsibilities of the paying agent/registrar for the Obligations has been prepared and submitted to the Board for approval and authorization to execute;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE CALLEN INDEPENDENT SCHOOL DISTRICT:**

**SECTION 1:** BOKF is hereby appointed as the successor paying agent/registrar for the Obligations in accordance with the terms and provisions of the Authorizing Documents. The "Paying Agent/Registrar Agreement" for the Obligations, by and between the District and BOKF and attached hereto as **Exhibit A**, is hereby approved as to form and content, and the President of the Board, the Superintendent of Schools and the Assistant Superintendent of Finance and Operations of the District (each an "Authorized Representative"), individually but not jointly, are each hereby authorized and directed to execute such Paying Agent/Registrar Agreement in substantially the form and content herein approved for and on behalf of the District and as the act and deed of this Board.

**SECTION 2:** The District shall cause to be sent to each registered owner of the Obligations by United States Mail, first class postage prepaid, the requisite written notice that BOKF has been appointed as the successor paying agent/registrar for the Obligations; such notice to read substantially in the form and content of **Exhibits B-1** through **B-8** attached hereto.

**SECTION 3:** An Authorized Representative is hereby authorized to provide a copy of this Resolution to the appropriate person at BoNY to inform such entity that it has been replaced by the District as the paying agent/registrar for the Obligations. This notice shall state that the effective date of this transfer is \_\_\_\_\_, 2026.

**SECTION 4:** An Authorized Representative shall coordinate with BoNY and BOKF to ensure that all corporate records currently maintained at BoNY are transferred in a timely manner to BOKF in order to allow BOKF to assume the functions as successor paying agent/registrar for the Obligations.

**SECTION 5:** The Board hereby authorizes an Authorized Representative to pay BoNY any outstanding fees and expenses owed by the District and to coordinate the delivery of all funds held by BoNY to BOKF to effectuate the transfer of paying agent/registrar services.

*[Remainder of page left blank intentionally]*

PASSED AND APPROVED, this April 20, 2026.

CALLEN INDEPENDENT SCHOOL DISTRICT

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President, Board of Trustees

ATTEST:

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Secretary, Board of Trustees

(District Seal)

*Resolution Replacing Paying Agent/Registrar*

**Exhibit A**

PAYING AGENT/REGISTRAR AGREEMENT

(See Attached)

**Exhibit B-1**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
UNLIMITED TAX REFUNDING BONDS,  
SERIES 2015

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**

**Exhibit B-2**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
UNLIMITED TAX REFUNDING BONDS,  
SERIES 2016

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**

**Exhibit B-3**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
UNLIMITED TAX REFUNDING BONDS,  
SERIES 2017

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**

**Exhibit B-4**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
UNLIMITED TAX SCHOOL BUILDING BONDS,  
SERIES 2018

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**

**Exhibit B-5**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
UNLIMITED TAX REFUNDING BONDS,  
SERIES 2018-A

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**

**Exhibit B-6**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
MAINTENANCE TAX NOTES,  
SERIES 2021

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**

**Exhibit B-7**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
UNLIMITED TAX SCHOOL BUILDING BONDS,  
SERIES 2023

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**

**Exhibit B-8**

NOTICE TO HOLDERS

CALLEN INDEPENDENT SCHOOL DISTRICT  
UNLIMITED TAX SCHOOL BUILDING BONDS,  
SERIES 2024

BOKF, NA, has been appointed successor Paying Agent/Registrar for the above described bonds. The address for such Paying Agent/Registrar is as follows:

BOKF, NA  
Attn. Corporate Trust  
5956 Sherry Lane, Suite 900  
Dallas, Texas 75225

Kelsey Ramos  
Assistant Superintendent of Finance and Operations  
Calallen Independent School District  
4205 Wildcat Drive  
Corpus Christi, Texas 78410

**Effective date of this transfer: \_\_\_\_\_, 2026**