

Notice of Public Budget Hearing
The Board of Trustees
Fort Bend Independent School District

Monday, December 16, 2024

This is Notice that the Fort Bend Independent School District Board of Trustees will hold a Public Budget Hearing on Monday, December 16, 2024, beginning at 6:00 PM in the Board Room of the Fort Bend ISD Administration Building, 16431 Lexington Blvd., Sugar Land, TX 77479. The agenda packet for the meeting is available at <https://meetings.boardbook.org/Public/Organization/649>.

Members of the public may view the live stream of the meeting at the following address: <https://www.fortbendisd.com/BoardMeetingLivestream>. Members of the public may also address the Board during public comment.

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A. Cell Phone Policy: Discussion about Policy FNCE (Local) regarding student cell phone usage.	105
10. Action	

A. Communication Equipment and Services: Consideration and approval for the purchase of communication equipment and services under a cooperative contract with Motorola Solutions, Inc. through the Houston-Galveston Area Council (H-GAC) cooperative for an amount not-to-exceed \$742,998 and authorization for the Superintendent to negotiate and execute the agreement through December 2029. **108**

11. Consent Agenda

All items under the Consent Agenda are acted upon by one motion. Upon a Board Member's request, any item on the Consent Agenda shall be moved to the Action portion of the regular agenda.

A. International Student Travel: Consideration and approval of international travel during the summer of 2025 by Clements High School students to participate in the 2025 Chiba City, Japan Student Exchange Program. **110**

B. Board of Trustees Meeting Minutes: Consideration and approval of the minutes of Fort Bend ISD Board of Trustees meetings and/or public hearing on the following dates: **111**

- 1. October 7, 2024 - Special Called Meeting: Listening Tour 112
- 2. October 7, 2024 - Called Meeting and Agenda Review 114
- 3. October 15, 2024 - Special Called Meeting 120
- 4. October 21, 2024 - Regular Business Meeting 122

C. Deletion, Adoption, and Revision of Policies: FFA (Local), GRA (Local), and BQAA (Local). **132**

- 1. FFA (Local) - Student Welfare: Wellness and Health Services 133
- 2. GRA (Local) - Relations with Governmental Entities - State and Local Governmental Authorities 141
- 3. BQAA (Local) - Planning and Decision-Making Process: District Level 142

D. Fixed Rate Bond Order for New Money and Refunding Bonds & Commercial Paper: Consideration and approval of an order authorizing the issuance of Fort Bend ISD Fixed Rate Unlimited Tax School Building and Refunding Bonds, which may be issued in one or more series in accordance with specified parameters; and enacting other provisions relating thereto (the "Fixed Rate Order"). **144**

E. Variable Rate Bond Order for New Money and Refunding Bonds and Commercial Paper: Consideration and approval of an authorizing the issuance of Fort Bend ISD Variable Rate Unlimited Tax School Building and Refunding Bonds, which may be issued in one or more series in **201**

accordance with specified parameters; and enacting other provisions related thereto (the "Variable Rate Order").

F. Conversion Order for Series 2020B Bonds: Consideration and approval of an order authorizing the conversion of the Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B to a new rate period; authorizing the preparation of a remarketing memorandum; and enacting other provisions relating thereto (the "Conversion Order"). **303**

G. Bond Reimbursement Resolution: Consideration and approval of a Resolution expressing the intent to finance expenditures ("Reimbursement Resolution") to be incurred in conjunction with the 2023, 2018 and 2014 Bond Programs. **316**

H. Investment Pool Resolutions: Consideration and approval of a resolution for changes to the District's authorized signers at three (3) investment pools. **321**

I. First Quarter Financials: Consideration and approval of the first quarter 2024-25 Financial Report. **327**

J. 2025-26 Staffing: Consideration and approval of new positions in the General Fund to open a new Elementary campus in 2025-26. **364**

K. Bond 2023 Program Contingency: Consideration and approval for the use of 2023 Bond Program Contingency as proposed by Administration. **366**

L. Consideration and approval of proposed expenses that exceed \$50,000: Specifically for:

1. Construction Services for Marshall High School Renovations (BP029): Consideration and approval of a Construction Services Agreement with Prime Contractors, Inc. for Marshall High School Renovations (BP029) for a stipulated lump sum amount of \$18,269,000 and authorization for the Superintendent to negotiate and execute or terminate the agreements. **368**

2. Construction Services for HVAC MEP East Central 1 Renovations and Upgrades at Multiple Campuses (BP042): Consideration and approval of a Construction Services Agreement with Prime Contractors for HVAC-MEP East Central 1 renovations and upgrades at multiple campuses (BP042), for a not-to-exceed amount of \$9,168,000 and authorization for the Superintendent to negotiate and execute or terminate the agreement. **373**

- 3. Construction Services for HVAC-MEP East Central 2 Renovations and Upgrades at Multiple Campuses** **378**
(BP043): Consideration and approval of a Construction Services Agreement with M. Scott Construction, Inc, for HVAC-MEP East Central 2 renovations and upgrades at multiple campuses (BP043), for a not-to-exceed amount of \$9,294,000 and authorization for the Superintendent to negotiate and execute or terminate the agreements.
- 4. Donations over \$50K:** Consideration and approval of cash and non-cash donations. **383**
- 5. Concealed Weapons Detection (Increase):** Consideration and approval to increase the existing contract awarded under 23-002AR Concealed Weapons Detection by \$851,991 for a total not-to-exceed amount of \$976,991 to continue purchasing Concealed Weapons Detection equipment through May 2027. **384**
- 6. Band Uniforms and Related Items - Hightower High School:** Consideration and approval for the purchase of band uniforms and related items from Fred J. Miller, Inc. through the Buy Board cooperative contract for an amount not-to-exceed \$109,884 and authorization for the Superintendent to negotiate and execute the agreement through May 2025. **386**
- 7. Band Uniform and Related Items - Willowridge High School:** Consideration and approval for the purchase of band uniforms and related items from DeMoulin Brothers and Company through Buy Board cooperative contract for an amount to exceed \$106,989 and authorization for the Superintendent to negotiate and execute the agreement through May 2025. **390**
12. Convene in closed session under Texas Open Meetings Act, Texas Government Code, Chapter 551 under the following sections: 551.071 - For the purpose of a private consultation with the Board's attorney on any or all subjects or matters authorized by law; Section 551.072 - Consider purchase, exchange, lease, or value of real property, Section 551.074 - Personnel matters, Section 551.076 - Security matters, Section 551.082 - Student discipline matter or complaint, or Section 551.0821 - Personally identifiable information about public school student
- A. Consult with legal counsel regarding the hearing officer's recommendation in the Level Three FNG grievance appeal of Bayode B.
13. Reconvene in Open Session
14. Consider Action on Closed Session Items

A. Deliberate hearing officer's recommendation in the Level Three FNG grievance appear of Bayode B.

15. Future Meeting Discussion

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16. Adjournment

If, during the course of the meeting, discussion of any item on the agenda should be held in a closed meeting, the Board will conduct a closed meeting in accordance with the Texas Open Meetings Act, Government Code, Chapter 551, Subchapters D and E or Texas Government Code section 418.183(f). Before any closed meeting is convened, the presiding officer will publicly identify the section or sections of the Act authorizing the closed meeting. All final votes, actions, or decisions will be taken in open meeting. [See BEC (LEGAL)]

The following Fort Bend ISD Goals may be referenced in agenda items included in this document:

Goal 1: Fort Bend ISD will provide rigorous and relevant curriculum and deliver instruction that is responsive to the needs of all students.

Goal 2: Fort Bend ISD will provide a positive culture and climate that provides a safe and supportive environment for learning and working.

Goal 3: Fort Bend ISD will recruit, develop, and retain high quality teachers and staff.

Goal 4: Fort Bend ISD will engage students, parents, staff, and the community through ongoing communication, opportunities for collaboration and innovation, and partnerships that support the learning community.

Goal 5: Fort Bend ISD will utilize financial, material, and human capital resources to maximize district outcomes and student achievement.

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Agenda Review / Regular Meeting
Comparison

Summary

The following agenda items were revised or added following the December 2, 2024, Agenda Review. These do not include recognition, information, or closed session items. A brief explanation is included:

Item 11C1. Policy FFA (Local)

The bullet point regarding encouraging staff about healthy eating was deleted.

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Recognitions
Department: Communications

Recommendation

The Administration recommends that the Board recognize:

- National Anthem performance from Clements High School Choir
- Fort Bend ISD Fine Arts students win the 2024 Mark of Excellence Project
- A Elkins High School student for being awarded the 2024 National PTA Reflections Award of Excellence and the Texas PTA Overall Award of Excellence in Literature
- A Clements High School student for being named 2024 Student Hero for District 7 State Board of Education

Summary

National Anthem performance by a choir ensemble from Clements High School.

Fifteen Fort Bend ISD music ensembles were recognized as Mark of Excellence winners sponsored by the Foundation of Music Education. These ensembles were recognized for their outstanding achievement in performance out of over 580 groups from across the nation. Mark of Excellence...

- National Percussion Honors – National Winner
 - Elkins High School Percussion Ensemble directed by Christopher Dial
- National Orchestra Honors – National Winners
 - Clements High School Chamber Strings, directed by Neal Springer and Sally Kirk
 - Fort Settlement Middle School Chamber Orchestra, directed by Angela Peugnet
 - Sartartia Middle School Honors Orchestra, directed by Heather Davis and Guillermo Teniente
- National Orchestra Honors – Commended Winners
 - Dulles High School Honors String Orchestra, directed by Michael Isadore
 - Elkins High School Chamber Orchestra, directed by Joe Garcia
- National Wind Band Honors – National Winner
 - Elkins High School Wind Ensemble, directed Joseph Chen
- National Wind Band Honors – Commended Winners
 - Fort Settlement Middle School Honors Band, directed by Theresa Baragas and Tiffany Ye
 - Hodges Bend Middle School Honors Band, directed by Aaron Goldfarb and Elysia Cantu
 - Dulles High School Honors Band, directed by Arnel Dayrit
 - Kempner High School Wind Ensemble, directed by Paul Brodt

- New Music Division – Commended Winners
 - Hodges Bend Middle School Honors Band, directed by Aaron Goldfarb and Elysia Cantu
 - Kempner High School Wind Ensemble, directed by Paul Brodt
- Citation of Excellence – Commended Winners
 - Elkins High School Symphonic Band, directed by William Phi
 - Sartartia Middle School Camerata Orchestra, directed by Guillermo Teniente and Heather Davis

Aamna Azeem, from Elkins High School, was awarded the 2024 National PTA Reflections Award of Excellence and the Texas PTA Overall Award of Excellence in Literature for her poem “Hope in the Hopelessness”.

Khai Pham, from Clements High School, was selected as the District 7 Texas State Board of Education’s 2024 Student Hero. Khai is recognized for his environmentalism and humanitarianism. His mission to produce bars of soap made from recycled goods from local grocery stores. These bars of soap are created for those in need. In July, Khai had donated over 2,000 bars of soap to local shelters.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Chassidy Olainu-Alade
Interim Chief Communications Officer

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Information: Intruder Detection Audit Report
Findings
References: Policy CKC (Legal)
District Goal 2
Department: Police Department

Summary

The Texas Education Agency recently conducted an Intruder Detection Audit at one or more of our campuses. The audits test whether a campus is accessible to an unauthorized individual. This audit helps identify how we can improve safety for students, such as ensuring exterior doors are locked.

We are working closely with our School Safety & Security Committee to ensure we are training all our staff and securing our doors for the protection of everyone at our campuses. Intruder Detection Audits are just one of the many actions we are taking to ensure our schools are safe.

Since the November 18, 2024, Regular Board Meeting, the district received five (5) Intruder Detection Audit reports for five (5) campuses. Four (4) reports came back with no corrective actions and one (1) report showed a finding.

Specific details of the Intruder Detection Audit may be discussed in closed session and will be discussed with the Safety and Security Committee. Fort Bend ISD is committed to providing a safe and secure learning environment for our students and staff.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

David Rider
Chief of Police

**For: Fort Bend ISD Board of Trustees Date:
December 16, 2024
Action: Information: Construction Audit Report
References: Policy BAA (Local)**

Summary

Gibson Consulting will provide a report on the recent Construction Audit.

Submitted by:

Kristin Tassin
Audit Committee Chair

Fort Bend Independent School District Design and Construction Audit

Final Report Presentation
to the Board of Trustees

GIBSON

AN EDUCATION CONSULTING & RESEARCH GROUP

Agenda

- Introductions
- Audit Objectives and Scope
- Organization and Management
- Bond Development/Contingency Management
- Project Controls
- Questions

Audit Objectives and Scope

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Audit Objectives

- Evaluate the efficiency, effectiveness, and compliance of the FBISD Design and Construction Department
- Identify opportunities for improvement

Audit Scope

- Organization and Management
 - Establishment and compliance with policies and regulations
 - Assessment of staffing levels and program management resources
 - Adequacy of information for BOC oversight
 - Keeping BOT updated on construction program information
- Bond Development/Contingency Management
 - Adequacy of approved bond amount
 - Planning and budgeting adequacy
 - Reasonableness of cost estimates and contingencies
 - Consideration for price escalation and industry conditions
 - Adherence to monitoring and controlling processes

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Audit Scope Continued

- Project Controls
 - Adequacy of budget monitoring controls
 - Effectiveness of estimating and forecasting methods
 - Controls to limit construction expenditures
 - Timely identification and resolution of project issues

Executive Summary

- Departmental staff favorably described recent improvements in culture and leadership
- Positive modifications were made in the use of cost estimates
- Three overlapping events adversely affected the pricing and design of projects:
 - COVID-19 impact on costs and labor market
 - High staff turnover within the district
 - Third-parties who previously supported bond planning efforts were not reconsulted after a long period of inactivity before the 2023 bond election

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Executive Summary Continued

- Major areas of improvement include:
 - The structure of the Design and Construction Department:
 - Excessive spans of control
 - Silos between project managers and design managers
 - The lack of documented procedures for bond planning and program management¹⁸
 - Established contingencies for a program of this size are inadequate
 - The reporting of project and program data does not provide a comprehensive view of financial status
- Six audit recommendations were made

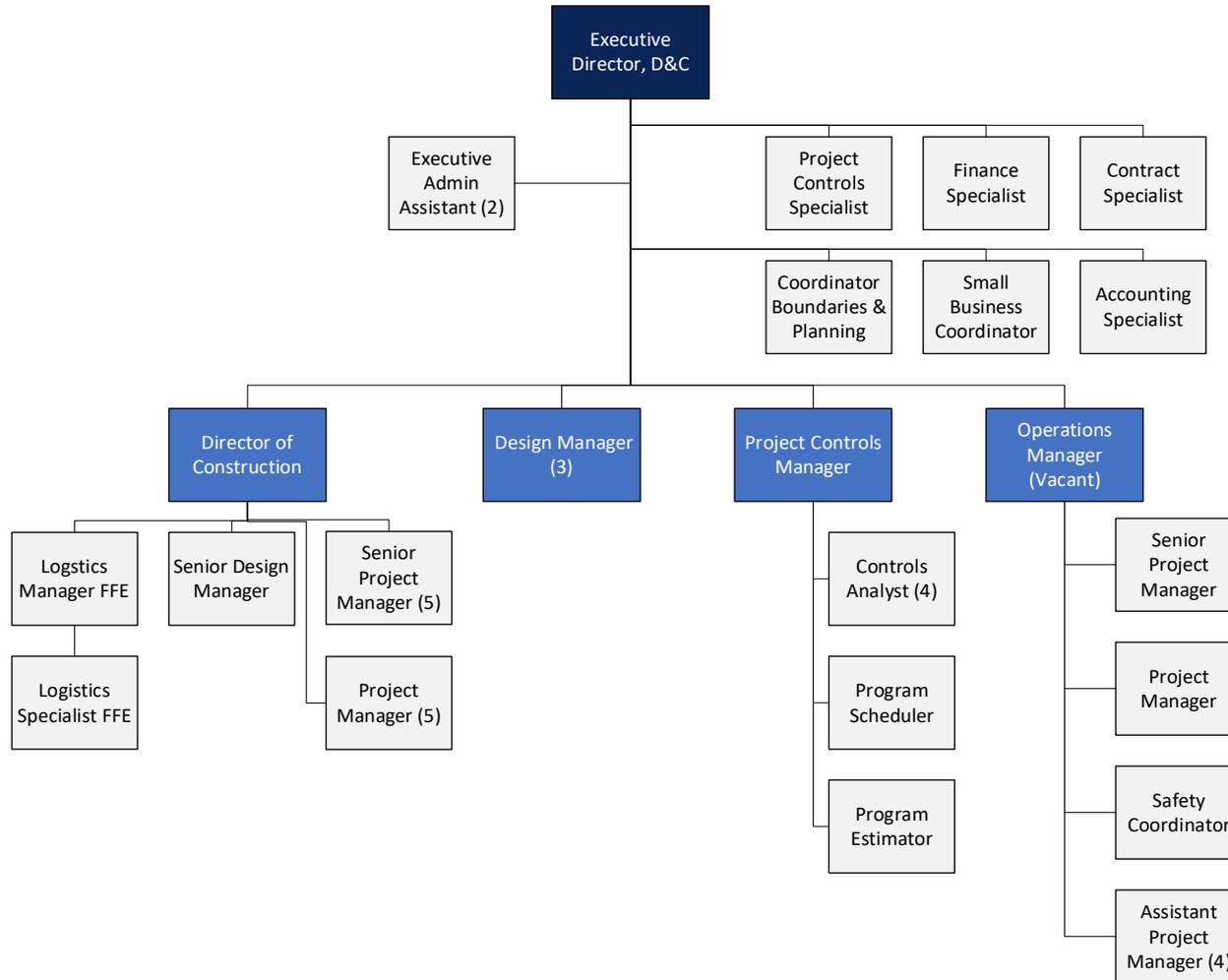
Audit Recommendations

No.	Priority	Recommendation
1	Moderate	Modify the Design and Construction Department's organizational structure.
2	Moderate	Document standard operating procedures (SOPs) in key design and construction areas.
3	Moderate	Modify the approach to establish contingencies on construction projects and programs.
4	Moderate	Strengthen campus stakeholder engagement during the project lifecycle.
5	High	Implement key performance measures/progress reporting to key stakeholders.
6	Low	Change the approval requirements on potential change orders (PCOs) under \$10,000.

Source. Gibson Consulting Group, 2024

Organization and Management²⁰

June 2024 Organizational Structure



Organizational Structure

Finding 1: The current organizational structure lacks effective oversight and clarity.

- There are inefficient spans of control for certain supervisory positions.
 - Executive Director should oversee 4 to 7 staff, has 12 staff
 - Director should oversee 6 to 9 staff, has 13 staff
- Design managers and project management staff are separated.
 - Creates an unnecessary divide, increasing risk that design issues are discovered late
 - Compensating control is in place, but further mitigation is required

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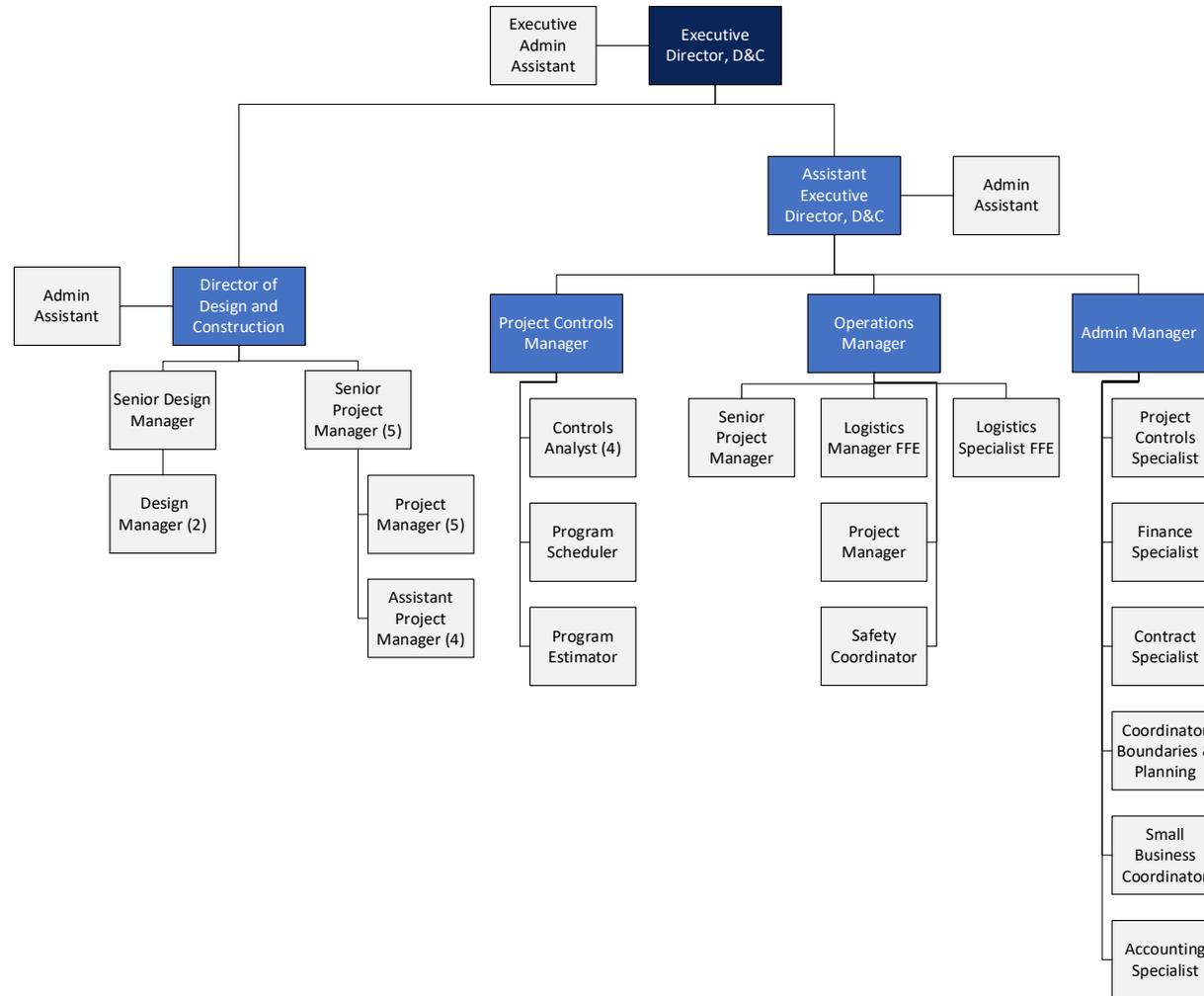
Organizational Structure

Recommendation 1: *Modify the Design and Construction Department's organizational structure.*

- Create an Assistant Executive Director position and Administrative Manager position.
 - Alleviates span of control issues for Executive Director and Director
- Employ a 'team approach' for project management positions. ²³
 - Helps with span of control for Director
 - Improves alignment with design managers

Management Response: Management partially agrees with this recommendation.

Proposed Organizational Structure



Institutional Knowledge

Finding 2: Program management activities, especially within cost estimation for bond planning, overly relied on institutional knowledge.

- Communications with the selected A/E firm for conditions assessment was primarily limited to the previous executive director.
- Cost estimating for bond planning, bond selling, and issuing project solicitations occurred during a transitional and volatile period in the construction industry and within the district.
- Documented internal processes for bond planning or managing third-party program managers do not exist.

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Institutional Knowledge

Recommendation 2: Document standard operating procedures (SOPs) in key design and construction areas.

- SOPs for bond planning and program management activities would mitigate risks associated with turnover.
- FBISD should conduct an internal analysis to identify any other documentation gaps.

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Management Response: Management agrees with this recommendation.

Bond Development/Contingency Management

Contingencies

Finding 3: The current approach to establishing program- and project-level contingencies has not sufficiently addressed market fluctuations and other factors.

- Project cost sheets indicated a 'project level' contingency of approximately 5% and a program contingency at \$5 million.
- The district's insufficient project and program-level contingencies, combined with market increases of around 25%, significantly raised the risk of not having enough funds to complete the work outlined in the Bond Program.
- This financial shortfall is preventing the district from fulfilling the commitments made to voters.

Contingencies

Recommendation 3: Modify the approach to establish contingencies on construction projects and programs.

- Improve contingency by carrying:
 - Design contingency for schematic and design development phases
 - 15% construction contingency
 - 4% contingency for future contract growth
 - 8% – 10% program-level contingency
- Alternatively, establish a two-tiered project list.
 - 70% of bond value for necessary projects
 - 30% of bond value for potential projects

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Management Response: Management agrees with this recommendation.

Project Controls

Campus Stakeholder Engagement

Finding 4: Requirements for campus stakeholder engagement in the project management process are inadequately documented.

- Project stakeholders need to be engaged in all phases of a project.
- The current Procedures Manual only outlines engagement requirements for principals.
- Campus stakeholders are not always involved in construction project meetings.

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Campus Stakeholder Engagement

Recommendation 4: Strengthen campus stakeholder engagement during the project lifecycle.

- Meetings with principals should be instituted during the construction phase
- Requirements for other campus positions such as assistant principals and department leaders should be documented
- Meeting templates and checklists should be created and included in the district's Project Management Information System - *Kahua*.

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Management Response: Management partially agrees with this recommendation.

Progress Reporting

Finding 5: Progress reporting does not accurately reflect a forecast of completion.

- Communications to the BOC, BOT, and the public omit forecasted project costs.
 - Presents a view that all projects are on or under budget
 - Projected commitments do not incorporate forecasted project costs¹³
 - Key stakeholders have an incomplete view of project finances

Progress Reporting

Recommendation 5: Implement key performance measures/progress reporting to key stakeholders.

- Key Performance Indicators (KPIs) should incorporate standard measures and those suggested by stakeholders and presented monthly.
 - Standard KPIs include:
 - project milestone achievement;
 - contingencies used to date;
 - remaining balances;
 - forecasted cost; and
 - percentage of construction completed versus percentage of contract paid

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Management Response: Management agrees with this recommendation.

Potential Change Order Approvals

Finding 6: The potential change order (PCO) approval process is inefficient and duplicative.

- Executive Director approval is required for all PCOs, regardless of value.
- PCOs can be converted into change orders which go through their own approval process, meaning the change is approved twice. ³⁵
- Many low value PCOs exceeded average processing times, meaning there can be delays in the construction process.

Potential Change Order Approvals

Recommendation 6: Change the approval requirements on PCOs under \$10,000.

- Require only the Director to approve PCOs under \$10,000
- This would reduce the calendar time and effort needed to approve PCOs
- **Management Response:** Management agrees with this recommendation.

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Questions?

Design and Construction Audit FINAL Report

Prepared for:
Fort Bend Independent School District

December 2024

Submitted By:
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Introduction

The Fort Bend Independent School District (herein referred to as “FBISD,” “Fort Bend ISD,” or “the district”) contracted with Gibson Consulting Group (Gibson) to conduct a limited scope audit of the district’s construction management function. Approximately seven months into the 2023 Bond Program, the FBISD Board of Trustees (BOT) became aware that the program was nearly \$130 million over budget. As a result of this overage, an audit was requested to assess the district’s program management and oversight, cost estimating processes, project cost forecasting, reporting, construction project controls, and contracting processes and procedures.

Gibson conducted this audit over a four-month period between May and September 2024. Drawing on information gathered from extant data, documents, and individual and group interviews, this report describes Gibson’s assessment of FBISD’s strengths and areas in need of improvement with respect to its construction management function and makes recommendations for FBISD to consider as it continues delivering the 2023 Bond Program and future bond programs.

Staff members and contract employees in the Design and Construction Department favorably described the department’s recent improvements in leadership and departmental culture, highlighting improvements in this important aspect over the previous year. This sentiment was shared by nearly every interviewee and is noteworthy. Additionally, Gibson learned of process changes that will be implemented going forward to mitigate the risk of using stale cost estimates. These changes include limiting the life of construction estimates to six months and obtaining a third-party estimate to verify forecasted costs. These changes have not yet been formalized but indicate a positive step and a commitment to improvement.

Gibson identified many improvement opportunities within the construction management function. The overall structure of the Design and Construction Department includes excessive spans of control, which limits oversight effectiveness. Additionally, communication in the design phase of projects is hindered by the separation of project managers and design managers. The structure of the organization was likely a contributing factor to the department’s overreliance on institutional knowledge for program management activities and bond planning, such as cost estimating steps. Documented procedures do not exist in this area, which resulted in the department being negatively impacted when the previous executive director of design and construction left the district. Additionally, at the program level, the established contingencies for a program of this size are inadequate, exposing the 2023 Bond Program to higher risks.

When analyzing project management processes, Gibson noted a lack of ongoing stakeholder engagement with campus-based positions after initial designs are completed. This can negatively impact projects, as last-minute changes are requested while projects are being completed. Further, the project and program data that is presented to stakeholders, such as the Bond Oversight Committee (BOC) and BOT, does not provide a comprehensive view of financial status. Forecasted project costs are not included in the dashboards or updates, potentially providing an outlook that is more positive than realistic. Forecasts are adjusted monthly to match current budgets instead of showing the increases or decreases that constantly occur in major construction programs.

This audit identified six recommendations to improve the Design and Construction Department at FBISD. Table 1 lists the recommendations, along with the audit team's assessment of priority.

Table 1. Summary of Audit Recommendations

No.	Priority	Recommendation
1	Moderate	Modify the Design and Construction Department's organizational structure.
2	Moderate	Document standard operating procedures (SOPs) in key design and construction areas.
3	Moderate	Modify the approach to establish contingencies on construction projects and programs.
4	Moderate	Strengthen campus stakeholder engagement during the project lifecycle.
5	High	Implement key performance measures/progress reporting to key stakeholders.
6	Low	Change the approval requirements on potential change orders (PCOs) under \$10,000.

Source. Gibson Consulting Group, 2024

The remainder of this report is organized into the following sections:

- 2023 Bond Summary;
- Organization and Management;
- Bond Development; and
- Project Controls.

This report also includes an appendix containing a list of interviewees (Appendix A).

Gibson wishes to thank FBISD leadership and staff for their assistance in conducting this review.

2023 Bond Summary

The Fort Bend Independent School District 2023 Bond Program is a significant initiative with multiple primary goals:

- Enhance the quality of education by providing state-of-the-art facilities and resources;
- Ensure the safety and security of students and staff;
- Accommodate the district’s growing student population; and
- Improve operational efficiency and sustainability.

By addressing these goals, the Bond Program aims to create a supportive and advanced educational environment that prepares students for future success. The improvements are expected to have a lasting, positive impact on the community, enhancing the overall educational experience within FBISD.

The Bond Program will fund major projects throughout the district, enhancing every campus in Fort Bend ISD except schools that are newly constructed. FBISD has not had a Bond Program in five years. The Facility Condition Assessment performed in 2020 and was delivered and issued in 2022 indicated around \$2 billion of Priority 1 items. Priority 1 items are immediate needs in a “Must Do – Critical Replacements” category with a time frame of one to two years to complete.

Key Components of the 2023 Bond Program

The 2023 Bond Program included three propositions. Proposition A represented capital projects for design and construction, safety and security, transportation, and technology support services. Proposition B supported student and teacher technology devices. Proposition C was for a district natatorium. These three propositions were put before voters in November 2023 at a combined cost of approximately \$1.26 billion. All three propositions won voter approval.

Table 2 details Proposition A, totaling \$1.18 billion, 89% of which relates to design and construction, the focus of this audit.

Table 2. Proposition A – General

Project Name/Description	Amount
Design & Construction	
Briargate Elementary rebuild	\$47,263,993
Mission Bend Elementary rebuild	\$47,263,994
Clements High School rebuild	\$222,854,405
Ferndell Henry renovations and additions	\$18,000,000
Middle School 16	\$82,000,000
Elementary School 55	\$46,084,317

Project Name/Description	Amount
Facilities deficiencies and life cycle needs, educational adequacy deficiencies	\$591,345,291
Design & Construction Total	\$1,054,812,000
Safety & Security	
Campus intercom systems, replacement of doors and hardware, fire and intrusion alarms, and sprinkler system upgrades	\$24,500,000
Security cameras	\$3,050,000
Police vehicles	\$1,020,000
Floor mounted door locks	\$200,000
Standardized weapons and response kits	\$200,000
Emergency notifications system	\$175,000
Safety and security contingency	\$1,000,000
Safety & Security Total	\$30,145,000
Transportation	
35 buses	\$9,725,000
New southeast area transportation center with eight mechanical work bays, compressed natural gas (CNG) fueling station, training rooms, and bus fleet parking	\$19,240,000
Transportation Total	\$28,965,000
Technology Systems	
Infrastructure	\$1,512,000
Network	\$62,625,000
Systems	\$2,771,000
Technology Systems Total	\$66,908,000
Proposition A Total	\$1,180,830,000

Source. Fort Bend ISD website

Table 3 below details the projects involved in Proposition B, which consists of student and teacher devices. The total of Proposition B is \$52,470,000.

Table 3. Proposition B – Student and Teacher Devices

Project Name/Description	Amount
Classroom toolset	\$48,113,000
Staff computer refresh	\$4,357,000
Proposition B Total	\$52,470,000

Source. Fort Bend ISD website

Table 4 below details the project involved in Proposition C, which is the sole project of a natatorium, totaling \$22,900,000.

Table 4. Proposition C – Natatorium

Project Name/Description	Amount
Natatorium	\$22,900,000
Proposition C Total	\$22,900,000

Source. Fort Bend ISD website

Subsequent to voter approval, the FBISD BOT learned that the cost of the Bond Program would be significantly higher due to price escalation, which raised questions about whether this information was known (or should have been known) and communicated prior to the bond election. The price escalation put the district at risk of not being able to complete the committed projects at the cost projections in the bond propositions. A subsequent investigation was conducted by the FBISD BOT, which concluded that the price escalation information was known to the administration prior to the election, but not communicated to the board.

The objective of this audit was to evaluate the district's systems and processes that broke down during the 2023 bond planning process and make recommendations to improve them. The board requested a specific focus on the district's construction program management and oversight, cost estimating processes, project cost forecasting, reporting, construction project controls, and contracting processes and procedures.

Timeline of Events

Overview

During the period of 2020 through 2023, there were many challenges within both FBISD and the design and construction industry that culminated in an unfortunate outcome.

Three overlapping events adversely affected the district's ability to design and price the projects of the 2023 Bond Program within the established budget:

1. The COVID-19 pandemic had a serious impact on the construction industry, resulting in increased costs of steel, drywall, and electrical switch gear, as well as issues related to availability of labor. Supply chains were broken, with critical electrical components sometimes having year-long or more lead times for critical electrical controls equipment. Costs reflected the uncertainty in the industry and spiked. The impact on costs began in 2020 and continues today.
2. The district went into a period of high staff turnover and began to lose key people. With the loss of key staff, the historical knowledge base eroded.
3. On a separate path from the day-to-day functions of the Design and Construction Department, PBK was hired to provide bond preparation services to address major facility needs. Construction industry inflation, as discussed earlier, resulted in delays in decision making. When the projects were revisited in 2023 after 18 months of inactivity, PBK was not re-consulted on cost projections.

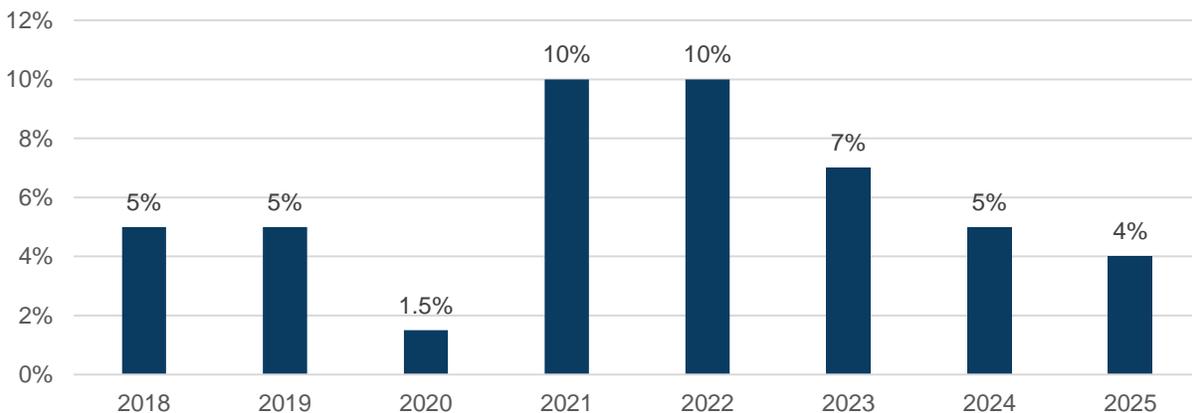
Jacobs Engineering (Jacobs), who had provided support during previous bonds, was not consulted either.

These overlapping events within construction cost inflation, district personnel turnover, and bond planning and management milestones are discussed in the sections below and displayed graphically through timelines, included as Figures 1 through 6.

Construction Events

Figure 1 shows the construction market price increases from the pre-pandemic period through the post-pandemic period, due not only to inflation rates but also worldwide supply chain issues caused by the workforce shutdowns and logistical challenges in transportation and delivery of construction materials. In both 2020 and 2021, construction prices continued to spike when compared to previous years, and now in 2024, some costs (but not all) have stabilized to pre-pandemic levels.

Figure 1. Construction Price Escalation, 2018 through 2025



Source. International Construction Market Survey 2023, Turner and Townsend

Construction activity in 2020 was at a historical low due to the COVID-19 pandemic and the lack of labor resources, as much of the world was on lockdown. Most projects that had not yet started construction activities were put on hold. When construction resumed, supply chain shortages caused construction material prices to spike, as seen in Figure 2. The Construction Material Pricing Index more than tripled between 2020 and 2022.

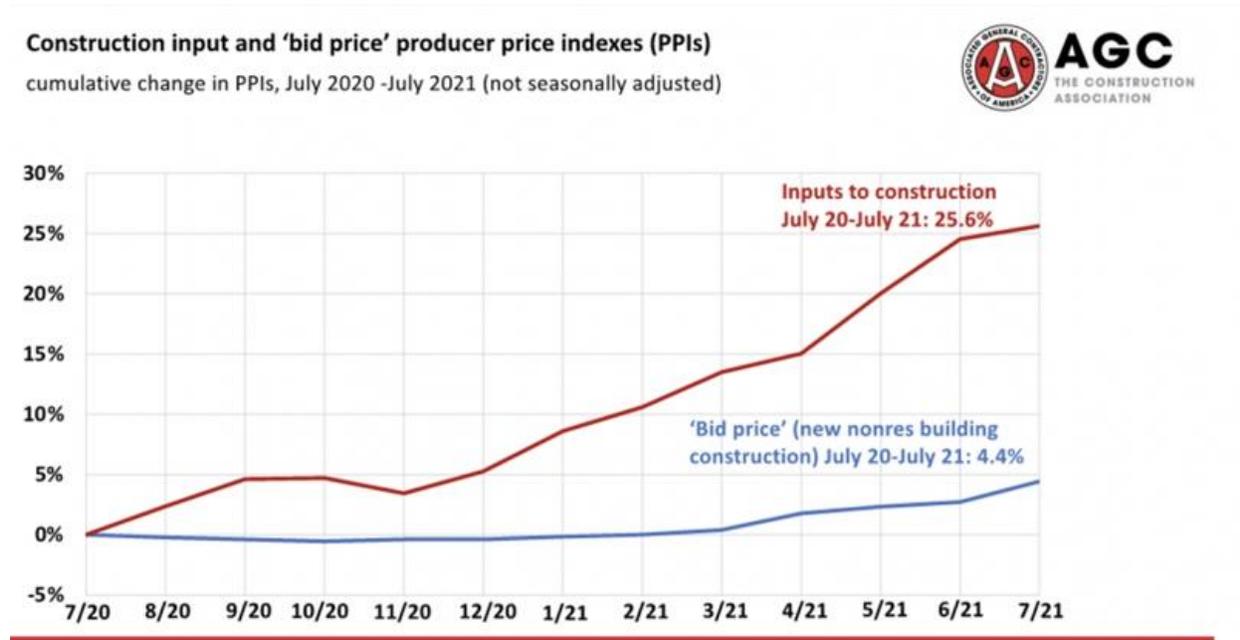
Figure 2. Construction Activity and Material Prices, 2017 through 2022



Source. Office for National Statistics (ONS), IHS Markit, Markit Economics

As shown in Figure 3 below, between July of 2020 and July of 2021, inputs to construction (e.g., labor, fuel, materials, equipment, etc.) more than doubled, showing a producer price index (PPI) of 25.6%. During this same time, bid prices only rose 4.4%. The gap between the input prices and bid prices indicates that projects were being consistently underbid, which would eventually result in large project overages.

Figure 3. Construction Input and “Bid Price” Producer Price Indexes, July 2020 through July 2021



Source. Associated General Contractors (AGC), The Construction Association

Specific to Texas K-12 construction, costs increased year-over-year between 2020 and 2022, as shown in Table 5 below. The increases in K-12 construction were more pronounced than the general construction price escalation included in Figure 1. As a note, sufficient data was not collected for high school construction, as such cost increase information was not published.

Table 5. Annual Cost Increase, K-12 Texas Construction

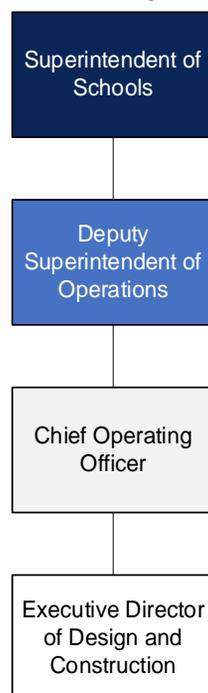
	2020	2021	2022
Elementary School	1.0%	8.7%	16%
Middle/Junior High School	-5.0%	9%	51%
High School	N/A	N/A	N/A

Source. Durotech Inc., Texas market-wide cost survey

Personnel Changes and Bond Events

The Design and Construction Department is three organizational levels below the superintendent. A high-level organizational chart is included in Figure 4. The superintendent of schools oversees the deputy superintendent of operations. The deputy superintendent, in turn, oversees the chief operations officer (COO). The chief operations officer oversees the executive director of design and construction. These positions make up the executive leadership at FBISD, who are tasked with overseeing the Design and Construction Department as well as the 2023 Bond Program.

Figure 4. Excerpt of Organizational Chart, Leadership Level, FBISD



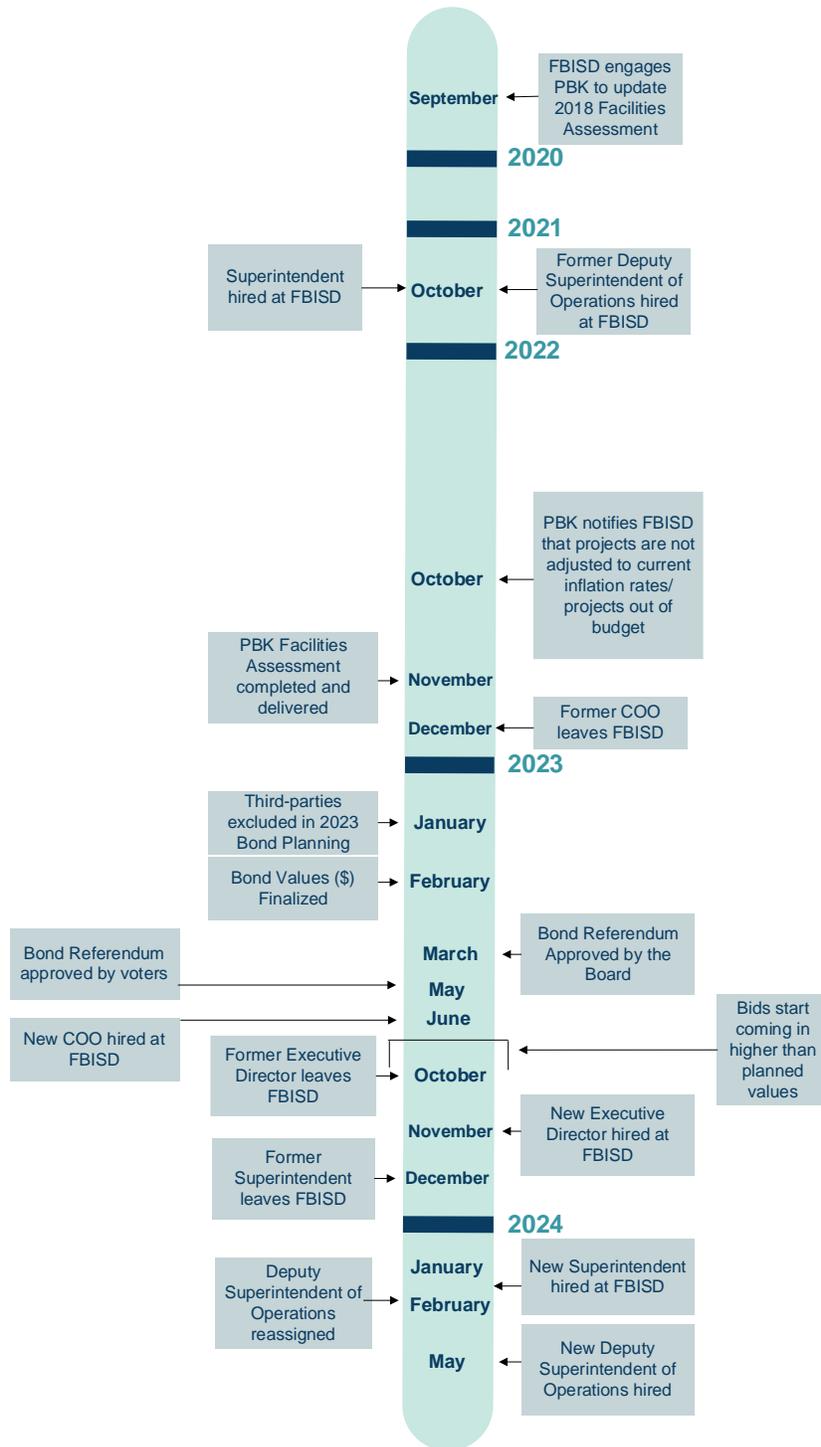
Source. Gibson's analysis, confirmed via interviews

Since 2022, FBISD has experienced significant personnel and consultant role changes. Figure 5 outlines the timeline of these transitions, which are discussed further immediately below.

In September 2020, FBISD engaged PBK to update the 2018 Facilities Assessment. While PBK was performing their assessment, staffing changes within FBISD began to occur. A deputy superintendent was hired, and oversight of the construction function fell within their responsibilities through their supervision of the chief operating officer. The Facilities Assessment draft was updated and delivered by PBK to FBISD in November of 2022, with the final report being published in May of 2023. In October 2022, PBK notified the district that the costs of planned projects were not adjusted to reflect market (post-COVID) price escalation.

FBISD began using Jacobs as a program manager in March of 2015 for the 2014 Bond Program. In the 2018 Bond Program, PBK was contracted to provide bond planning services. In January of 2023, neither Jacobs or PBK were included in bond planning responsibilities for the 2023 Bond Program. Jacobs does provide staff augmentation services, including project managers, project controls staff, estimators and scheduling staff, and administrative support. In June 2023, the current COO was hired, leaving their previous executive director of facilities position within FBISD. Subsequently, in February 2023, the values for the 2023 bond were finalized, and the BOT approved the referendum in March 2023. Requests for proposals and bid packages were then developed and solicited. In October 2023, the previous executive director of design and construction left the district, and bids for projects were first received. These bids were significantly higher than the project values included in the 2023 bond referendum. The current executive director of design and construction was hired in November 2023, one month before the previous superintendent of schools left the district. Additional leadership changes occurred in the early months of 2024.

Figure 5. Personnel Changes and Bond Timeline



Source. Developed by Gibson Consulting Group, 2024

The construction industry figures and FBISD timeline of events (Figure 5) should be viewed as important context for the remainder of this report. Unprecedented labor shortages and material cost increases, coupled with modifications to bond planning approaches and loss of key personnel within the district,

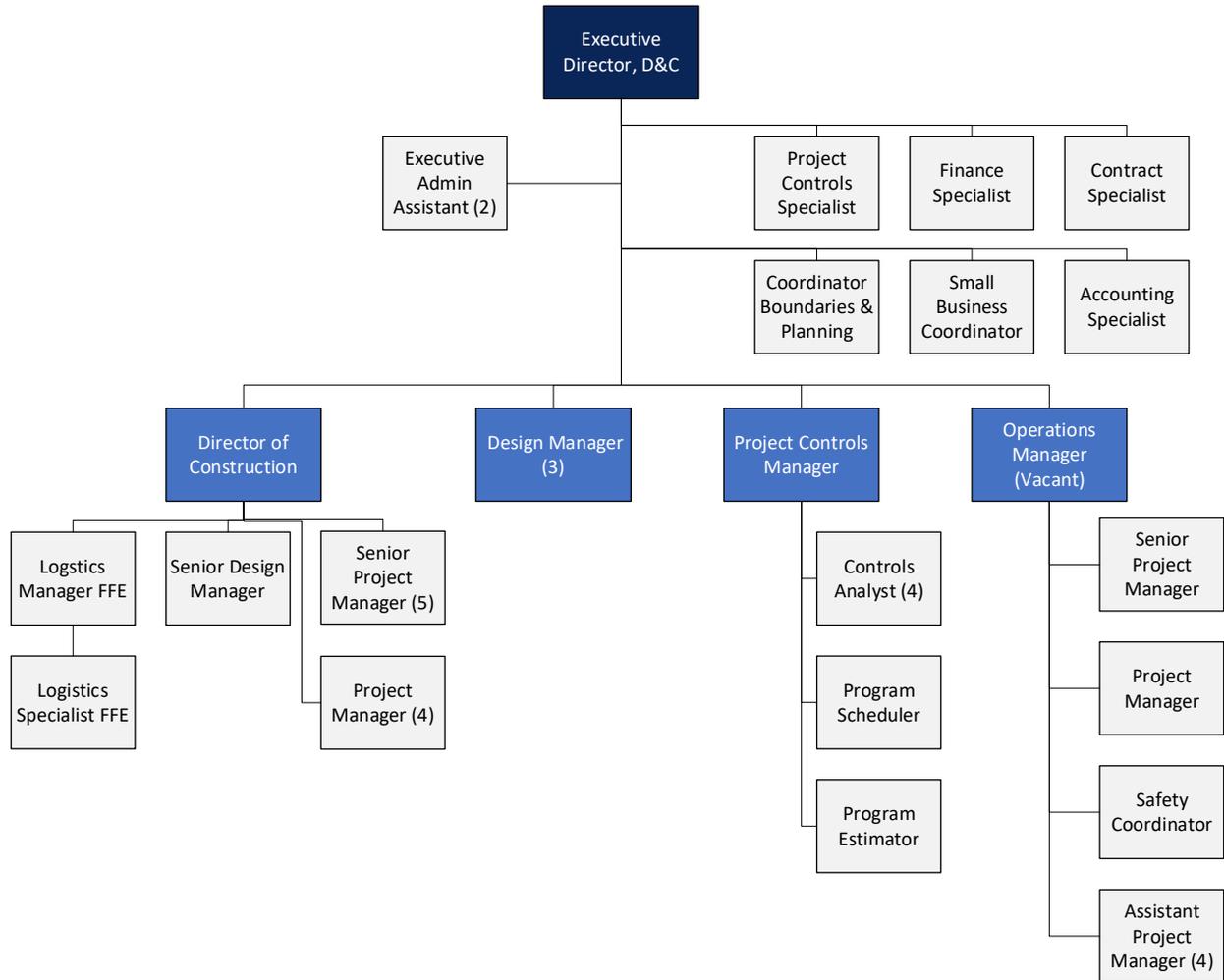
created a difficult environment for controlling project and program costs. These difficulties were not only experienced by FBISD, but the entire design and construction industry, as indicated in the discussion of construction industry data.

Organization and Management

Finding 1: The current organizational structure lacks effective oversight and clarity.

The Design and Construction Department is led by an executive director and is supported by a director of construction, three design managers, an operations manager, and a project controls manager. Figure 6 presents the organizational chart as of June 2024.

Figure 6. Design and Construction Organizational Chart



Note. As the Operations Manager position has been vacant, the Senior Project Manager temporarily reports to the Executive Director, the Project Manager temporarily reports to the Director of Construction, the Safety Coordinator temporarily reports to the Executive Director of Design and Construction, and the Assistant Project Managers temporarily report to a Design Manager.

Source. Gibson Consulting Group, developed from FBISD Design and Construction Department organizational chart materials, 2024

To confirm the reporting relationships, the audit team compared the supervisory relationships included in the job descriptions and discussed in interviews to those included in the provided organizational chart. The

results of this analysis are presented in Table 6, showing the discrepancies within supervisory relationships in the job descriptions, interviews, and organizational chart. Discrepancies such as these can create confusion and limit accountability for staff.

Table 6. Comparison of Reporting Relationships

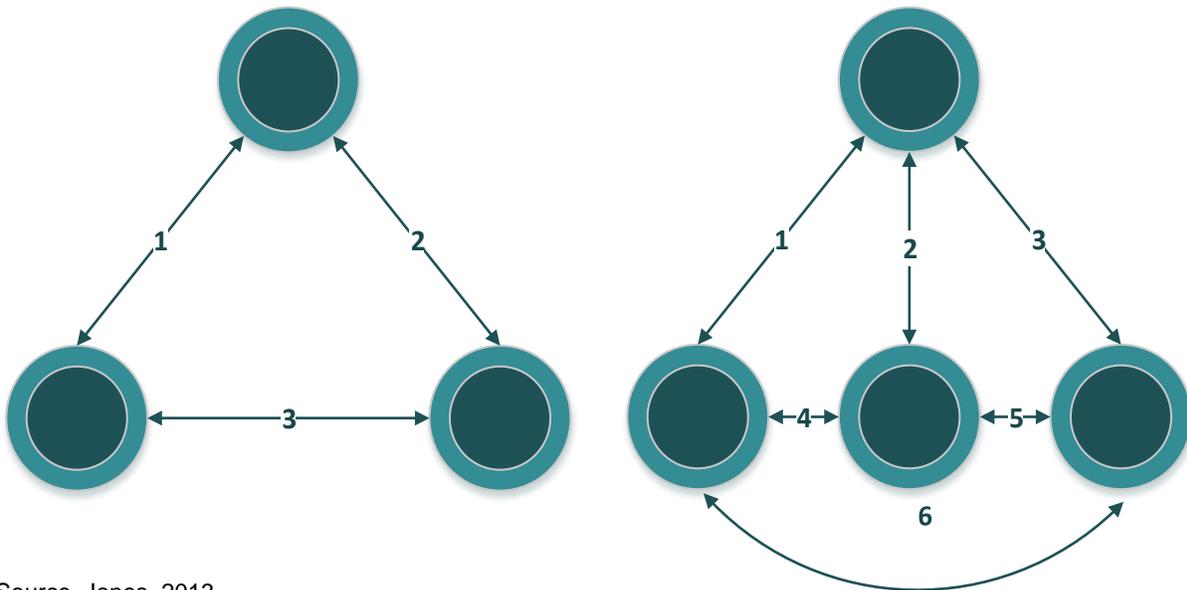
Position Title	Supervisor per Job Description	Supervisor per Interviews	Supervisor per Organizational Chart
Logistics Specialist FFE	Logistics Manager FFE	Logistics Manager FFE	Director of Construction
Senior Project Manager	Executive Director, Design and Construction	Director of Construction/ Operations Manager	Director of Construction/ Operations Manager
Project Manager	Director of Construction	Director of Construction/ Operations Manager	Director of Construction/ Operations Manager

Source. Gibson Consulting Group based on job descriptions, interviews, and organizational chart, 2024

The current organizational structure in the Design and Construction Department has inefficient spans of control for various supervisory positions. Span of control refers to the number of direct reports to a supervisory position. Several factors can affect organizational span of control, including the degree of complexity or homogeneity of the reporting functions, the size (in terms of personnel and/or spending) of the reporting functions, and physical location of staff.

Each staff member that is added to a manager’s span of control results in an exponential increase in the number of relationships that must be managed. For example, if a manager has direct oversight over two positions, that manager is managing three day-to-day relationships. However, when one additional staff member is added as a direct report, the manager is now managing six day-to-day relationships. Figure 7 demonstrates this concept.

Figure 7. The Increasing Complexity of a Manager’s Job as Span of Control Increases



Source. Jones, 2013

The Stieglitz Method¹ offers six factors that affect span of control. These factors are described briefly below. The first four relate more to the subordinate positions and functions; the last two relate to the supervisory position and related time demands. Variables are scored or weighted using different scales based on their relative importance to the overall scoring.

- **Similarity of Functions (Factor A)** – this refers to the degree to which subordinate positions are similar or different. As the differences increase, the span of control decreases. This factor suggests that a supervisor over bus drivers can and should have a higher span of control than a chief officer over several different operational areas.
- **Spatial Spread of Subordinates (Factor B)** – this factor refers to the geographic dispersion of the subordinates and their related units that report to a supervisor. While technology has helped reduce the impact of spatial dispersion, the geographic separation of functions makes them more difficult to supervise. Accordingly, the higher the geographic dispersion, the lower the span of control.
- **Complexity of Functions (Factor C)** – this variable relates to the nature of duties being performed by subordinate positions and the degree of difficulty in performing them in a manner that meets or exceeds expectations. Generally, the greater the complexity, the lower the span of control.
- **Staff Qualifications (Factor D)** – this factor refers to the quality of skills in the subordinate position and the requisite need to closely or loosely supervise. The higher the quality of skills in the subordinate position, the higher the span of control, since less time is needed to oversee these positions.
- **Coordination (Factor E)** – this variable relates to the supervisory position itself, and the extent to which the supervisor must work to foster coordination among the units in achieving common goals. The more time the supervisor needs to foster coordination, the lower the span of control.
- **Planning (Factor F)** – this factor refers to the time requirements of the supervisor in working with subordinate units to establish plans and budgets for the subordinate units. Consideration is given to the seasonal nature of planning, as well as the ability to lean on subordinate positions to conduct most of the planning and budgeting efforts on their own. Accordingly, as the time requirements for the supervisor increase, the span of control decreases.

Under this method, each of the above factors are assigned load points based on a subjective ranking using the above definitions. Values are used to quantify the supervisory capacity for each factor and, when combined, are used to provide a desired range of the number of direct reports a management position should have. Table 7 presents the scoring framework under the Stieglitz Method.

Table 7. Degree of Load on a Manager Matrix

Factor	Degree of Load				
Similarity of Functions (A)	Identical	Strikingly Similar	Similar	Fundamentally Different	Completely Different
	1	2	2	4	5

¹ Organization – A Guide to Problems and Practice, John Child, 1984.

Factor	Degree of Load				
	Spatial Spread of Subordinates (B)	All Together	All in One Building	On the Premises	Spread in the City
	1	1	2	4	5
Complexity of Functions (C)	Simple, Recurring	Routine	Complicated	Very Complicated	Very Complicated and Diverse
	2	4	6	8	10
Staff Qualifications (D)	Minimum of Hints and Control	Limited Supervision	Periodic Supervision and Control	Frequent Systematic Control	Frequent Systematic and Strict Control
	2	6	9	12	15
Coordination (E)	Minimum Contacts	Limited Contacts	More Contacts	Permanent Contacts in Case of Serious Problems	Broad Unrepeatable Contacts
	2	4	6	8	10
Planning (F)	Minimum	Limited Range	Bigger Range	Considerable Range	Wide Range
	2	4	6	8	10

Source. Organization – A Guide to Problems and Practice, John Child, 1984

Table 8 shows the scale aligning the number of load points to the range of the number of direct reports a manager should have.

Table 8. Alignment of Load to Number of Direct Reports

Load in Points	40-42	37-39	34-36	31-33	28-30	25-27	22-24
Number of Direct Reports	4-5	4-6	4-7	5-8	6-9	7-10	8-11

Source. Organization – A Guide to Problems and Practice, John Child, 1984

It is important to note that the above ranges – and span of control in general – excludes clerical or administrative support staff reporting directly to the leadership position.

Table 9 below includes a span of control analysis completed by Gibson using the Stieglitz Method. As seen in the last column, “Actual Oversee,” the executive director of design and construction and the director of construction are overseeing many more employees than the Stieglitz Method recommends.

Table 9. Span of Control Analysis Results of Current Organizational Chart

Position Title	Factor A	Factor B	Factor C	Factor D	Factor E	Factor F	Total	Should Oversee	Actual Oversee
Executive Director, Design and Construction	4	1	8	9	6	6	34	4 to 7	12
Director of Construction	2	1	4	9	6	6	28	6 to 9	13

Source. Gibson Consulting Group, 2024

Based on the provided organizational chart in Figure 6, the executive director has 14 direct reports and the director of construction has 13 direct reports. Regardless of the differences between interviews, job descriptions, and the provided chart, span of control issues remain. There are multiple negative impacts of a narrow span of control:

- Communication bottlenecks, as information must pass through multiple levels, potentially leading to delays, misinterpretations, or loss of important details;
- Slower decision-making, as more layers cause decisions to take longer to reach the appropriate level for actions;
- Inefficient use of managerial talent, as managers overseeing fewer people may not be utilizing their full potential or skill set; and
- Overall inefficiency due to the managers spending more time on administrative tasks and less on strategic planning or decision-making.

Gibson notes that the operations manager position has been vacant since January 2024. This vacancy has impacted clarity of roles and oversight effectiveness.

In addition to the number of direct reports the executive director and director have, the alignment of the department could create communication gaps within the department. The audit team notes a primary reporting structure where supervisory relationships do not align to departmental needs. Design managers (DMs) currently report to the executive director, which includes an unnecessary divide between senior project managers (SPMs) and project managers (PMs). The reporting relationships of the design managers creates a risk that SPMs and PMs learn about design issues too late in the process. To mitigate this risk, the department implemented a procedure where DMs and PMs are expected to attend every design meeting, which occur at least bi-weekly, with the architect. Gibson reviewed meeting minutes for the following bid packages:

- Briargate ES Rebuild
- Mission Bend ES Rebuild
- Clements HS Rebuild
- Marshall HS Renovations
- Hightower HS Renovations

All projects included evidence of both the Design Manager and Project Manager attending each design meeting.

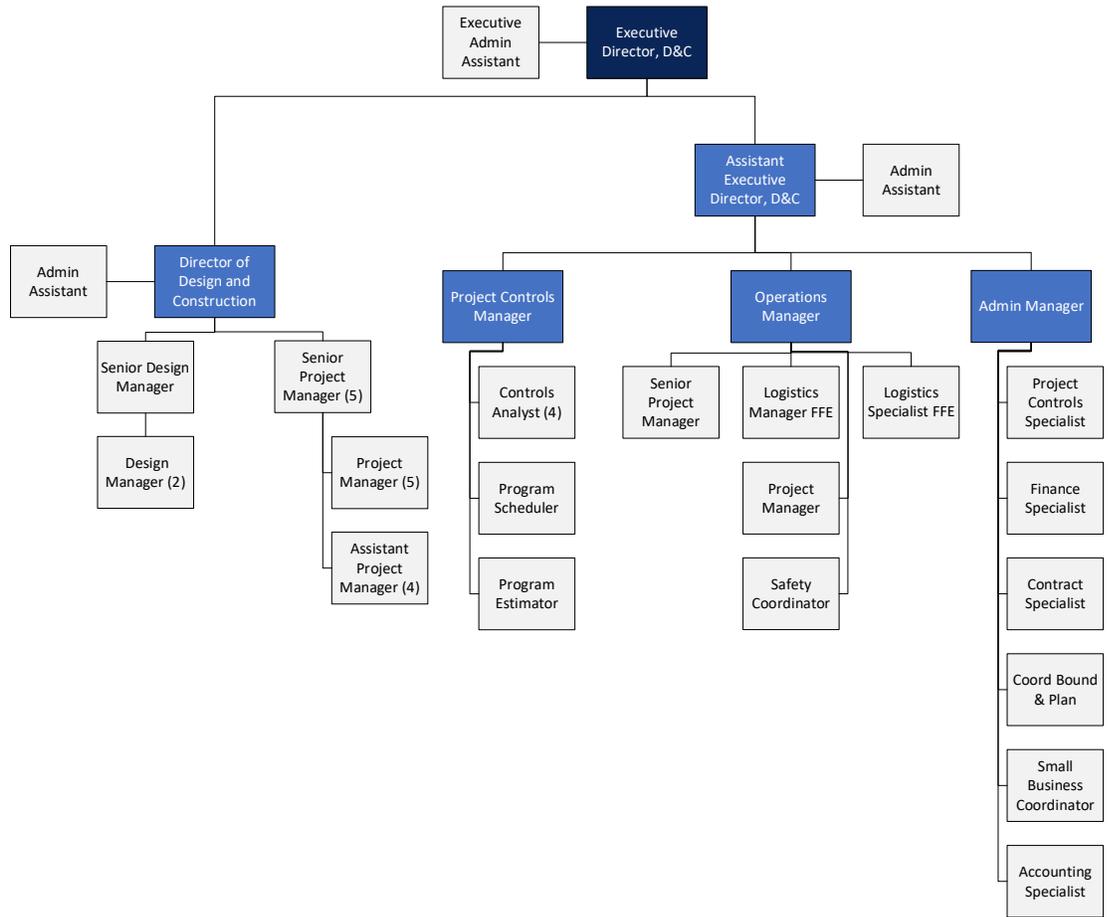
The steps taken by administration to implement requirements for DMs and PMs to attend weekly meetings is positive. However, Gibson notes that the risk of communication issues between DMs, SPMs, and PMs should be further mitigated.

Further, the excessive supervisory responsibilities placed upon the Executive Director position limits the time that can be given to other important aspects of the role, such as monitoring program risks, reporting status and progress, and educating the BOT and public about the 2023 Bond program.

Recommendation 1: Modify the Design and Construction Department's organizational structure.

Gibson recommends modifying the organizational structure as outlined in Figure 8 below. An Assistant Executive Director would alleviate span of control concerns for the Executive Director position, allowing for a higher focus on reporting, monitoring, and communication for the 2023 Bond program. This role could either be posted or acquired through staff augmentation. The audit team recommends targeting an individual with many years of capital projects and bond program management experience. A team approach should be used for SPMs, meaning they would oversee PMs and assistant PMs. Also, an administrative manager should be added to oversee the staff currently performing administrative functions in the department (e.g., small business programs, accounting and finance, contract specialist, etc.). Improving the alignment of the department with project needs should be accomplished by assigning design managers to support SPMs or PMs. In order to make the organizational chart more presentable, Gibson consolidated the positions and used current staffing levels, with the exception of adding the administrative manager.

Figure 8. Proposed Organizational Chart, FBISD Design and Construction



Source. Gibson Consulting Group, 2024

The proposed changes would correct span of control issues and increase communication among design managers, SPMs, and PMs.

To facilitate this change, administration should first modify job descriptions to reflect new supervisory responsibilities. Additional training will be necessary for individuals who now have direct reports. Existing process documentation should also be updated to reflect new communication protocols based on the organizational structure.

Gibson notes that these were the observations as of June 2024. However, after further discussion with FBISD management, organizational changes have begun as of October 2024, that in part resolve some of these issues.

Management Response: Management partially agrees with this recommendation. We concur the span of control should be widened. However, Gibson’s recommended revisions to the department’s organizational structure does not fully align with the complexity, supervision, and needs of the multiple bid packages assigned to various individuals, and it does not take full advantage of our personnel’s strengths, experience, and mentoring capabilities. Management has developed and begun implementation of an alternative

departmental organizational structure. Our alternative organizational structure differs from the Gibson recommendations in the following ways:

- The Assistant Executive Director position has been omitted in our alternative organizational structure. We intend for the Director of Construction to support the Executive Director and provide leadership to other senior department members, similar to the role recommended for the Assistant Executive Director in the audit report.
- The Operations Manager position has been replaced with 2 new positions, Senior Construction Managers, in our alternative organizational chart. Both Senior Construction Managers (1 from FBISD and 1 from Jacobs) will report directly to the Director of Construction. The Project Managers—Bond and the Safety Coordinator will report directly to the FBISD individual. The individual from Jacobs will oversee and mentor the Assistant Project Managers.
- Like the Gibson recommended departmental structure, the Senior Project Managers—Bond will report directly to the Director of Construction in our alternative organizational structure.
- In our alternative organizational structure, the Senior Design Manager shown in the Gibson organizational chart will report directly to the Executive Director. However, in lieu of the Gibson recommended reporting structure for this position, the Design Managers, the Logistics Manager, the Coordinator for Boundaries and Planning, as well as the Senior Project Manager—Non-Bond will all report to the Senior Design Manager.
- A few other differences in our alternative departmental structure include having the Logistics Specialist report to the Logistics Manager, and the Project Manager—Non-Bond report directly to the Senior Project Manager—Non-Bond. Also, the Project Controls Manager and the Administrative Manager will report directly to the Executive Director in our alternative organizational structure.

We incorporated the other organizational elements and improvements recommended in the audit report into our alternative organizational structure. The goal is to fully implement this our alternative organizational structure by the end of the 1st Quarter 2025.

Finding 2: Program management activities, especially within cost estimation for bond planning, overly relied on institutional knowledge.

The investigative report² provided to the FBISD BOT outlined that the selected architect/engineering (A/E) firm worked primarily with the previous executive director of the department on the bond issue. As referenced in the timeline included in Figure 5, cost estimating for bond planning, bond selling, and issuing project solicitations occurred during a transitional and volatile period in the construction industry and within a difficult period for the district. The district did not effectively use the best resources available to them. When the previous executive director left the district, there were no documented internal processes for bond planning cost estimating and projection. Additionally, the previous program management support provided by Jacobs was relegated to a staff augmentation approach, which exacerbated the knowledge gap that occurred with the departure of the previous executive director.

²<https://www.fortbendisd.com/site/handlers/filedownload.ashx?moduleinstanceid=351728&dataid=206703&FileName=InvestigationReport2023Bond.pdf>.

The audit team requested all SOPs used by the department. FBISD provided a Project Management Guide, which is consistently updated and appears to be robust. Departmental interviews expressed that this guide is very useful and organized. However, FBISD did not provide any documentation related to bond planning cost estimating or managing relationships with third-party program managers. Interviews provided additional information that there is a lack of documentation in these areas. This documentation gap led to FBISD's inability to determine how cost estimates from PBK resulted in the amounts included in the bond book.

Recommendation 2: Document standard operating procedures (SOPs) in key design and construction areas.

FBISD needs to document SOPs in areas where they do not currently exist. Gibson has identified cost estimation for bond planning and program management activities in conjunction with third parties as areas requiring formalization and documentation. FBISD should conduct an internal analysis to identify any further documentation gaps and prioritize their development accordingly. Thorough SOPs, similar to the Project Management Guide, would mitigate the risks associated with turnover of key positions and better use resources.

Management Response: *Management agrees with this recommendation. D&C will develop SOPs for Bond Planning and Execution Strategies for future capital facilities improvement program (bond) planning. Also, the current SOPs will be expanded to address program management activities with third parties. These changes and updates to our SOPs will be completed and adopted by the end of the 3rd Quarter 2025.*

Bond Development/Contingency Management

Finding 3: The current approach to establishing program- and project-level contingencies has not sufficiently addressed market fluctuations and other factors.

Analysis of individual project cost sheets indicates an overall contingency at a “project level” to be approximately 5% in their estimates and a program level contingency at \$5M. With market data hovering around 25% increases in projections at the time, it is not surprising that the district found itself in a difficult position. Insufficient contingencies increase the district’s risk exposure on the Bond Program, as sufficient funding may not be available to perform the work outlined in the Bond Book, as adopted by voters.

Recommendation 3: Modify the approach to establish contingencies on construction projects and programs.

In preparation for future Bond Programs, it is recommended that a careful focus on contingencies be developed. During the concept phase, future projects should carry design contingency for schematic and design development phases of the project, a minimum 15% construction contingency, 4% contingency for future contract growth, as well as 8% to 10% program-level contingency. Additional funds should be allocated for management support for the bonds, which could be earmarked as a separate project.

If carrying appropriate contingencies is not feasible, a two-tiered project list could be established in which necessary projects would account for approximately 70% of the future bond value, and the remaining 30% of funds could be listed as potential projects. Potential projects are projects that only become “live” projects after necessary projects are designed, bid out, and have a predictable outcome. Reporting would only forecast potential projects if it was determined that sufficient funds to complete them were remaining after commitments were made on necessary projects.

Management Response: Management agrees with this recommendation. The district established a more robust Bond Program Contingency in October 2024. Our new procedures and approaches for establishing contingencies on construction projects and programs will be documented in the Bond Planning and Execution Strategies SOPs referenced in our response to Recommendation No. 2. Those SOPs are scheduled to be completed by the end of the 3rd Quarter 2025.

Project Controls

Finding 4: Requirements for campus stakeholder engagement in the project management process are inadequately documented.

Campus project stakeholders typically include principals and department heads. However, in the FBISD Design and Construction Procedure Manual³, there are only formally documented engagement requirements for principals. Campus project stakeholders need to be engaged in all phases of a project to be kept informed of any project risks and to ensure that they will be ultimately satisfied with the work upon completion. Engagement also mitigates risks for the district, as informed stakeholders are less likely to request modifications late into the project lifecycle. Typically, stakeholders are included in certain project owner and design meetings. These meetings are facilitated by the architect, or in some cases a designated stakeholder engagement person, who maintains minutes, and includes participation by project managers, contractors, program managers, and campus leadership. The exact information covered in these meetings will vary depending upon the project phase; however, the purpose is to provide status updates, discuss risks and potential changes, and provide a space for communicating any concerns or issues in a standard, repeatable way.

The district has standard meetings with their architects, project managers, and contractors. Meeting requirements are specified in the Procedure Manual. Excerpts of the manual are included in Appendix B. Section 2.01 of the manual specifies that a principal introductory meeting shall occur in the pre-design phase, after an architect/engineer firm has been selected. Another meeting is required during the scope to budget validation phase. According to the 'Design Checklist' included in the manual, principals are expected to be included in meetings during the following design phases:

- Schematic Design Phase (construction cost limitation exceeds \$2.0 million);
- Design Development Phase;
- Combined Schematic Design and Design Development Phase (if applicable);
- 50% Construction Documents; and
- 90% Construction Documents.

During the construction phase, principal meetings are not explicitly required in the Procedure Manual. Instead, as outlined in the 'Construction Checklist,' project managers are required to "keep school principals informed at least on a monthly basis."

However, during interviews, the audit team learned that principals are not always involved in the meetings outlined in the Procedure Manual, and that this has resulted in late change orders, some actually issued after projects reach substantial completion, as established in construction contracts. Gibson performed tests over stakeholder engagement in a sample of projects. The first test was completed to verify that principals were included in meetings as outlined in the FBISD Design and Construction Procedure Manual.

³ The FBISD Design and Construction Procedure Manual Section 1-5 and associated references, January 7, 2019, last updated June 1, 2024.

The second test to verify that meetings have occurred in accordance with contractual terms. Formalizing stakeholder engagement throughout the construction process will lead to better project acceptance at completion of projects and minimize last-minute changes to the work.

Audit Testing: Test 1 – Stakeholder Engagement Review

The purpose of this test is to assess whether principals were appropriately involved in design phase and construction document phase meetings. The objective is to ensure that key stakeholders were consulted and that their inputs were considered throughout the decision-making process.

Test Approach

- Gibson obtained access to Kahua Project Management Information System (PMIS), which captures all construction phases, meetings, project communications, and agenda items;
- Judgmentally selected five project samples for testing;
- Examined meeting records within Kahua;
 - Determined if principals were present at any of the design phase meetings (**Test 1**); and
 - Determined if regular meetings were scheduled for each project to address the different phases of construction (**Test 2**).

Test Results

- Please refer to Table 10 below. “P” indicates that the sample passed the test; “F” indicates that the sample failed the test; and “N/A” indicates that the test was not applicable for the sample or could not be performed.

Table 10. Stakeholder Engagement and Meeting Frequency Results

Sample	Project	Phase	Test 1	Test 2
1	Briargate ES Rebuild	Construction	F	P
2	Mission Bend ES Rebuild	Construction	F	P
3	Clements HS Rebuild	Construction	P	P
4	Marshall HS Renovations	Procurement	P	P
5	Hightower HS Renovations	Design Development	F	N/A

Source. Gibson Consulting Group, 2024

- **Test 1 – Principals were present at any of the design phase meetings.**
 - Two out of five project samples included evidence of principals’ participation in a design meeting.
 - Three out of five project samples failed this test, as principal participation could not be found on Kahua.

- Though technically exceptions based on the Procedure Manual requirements, campus stakeholders were included in pre-design and design meetings for Briargate and Mission Bend. Principals were included in community meetings and other departmental stakeholders were included in design meetings, based on evidence reviewed by the audit team.
- **Test 2 – Regular meetings were scheduled for each project to address the different phases of construction.**
 - Four out of five sample projects had routine, scheduled meetings to discuss the projects' status during their construction phases.
 - This test could not be performed for Hightower, as the latest meeting date on Kahua was March 25, 2024. It is likely that further meetings were performed, as design development documentation packages were fully executed in August 2024. However, these have not been uploaded to Kahua and could not be assessed by Gibson.

After reviewing these five construction projects, with three of the projects consisting of school rebuilds, it was noted by Gibson that only two out of the five projects included evidence of principal involvement. Further, requirements for other campus stakeholder engagement (e.g., assistant principals, department heads) are not included in the procedures manual. The lack of documentation of requirements and evidence of meetings through the project lifecycle, the district is at risk for late change orders and the associated negative financial implications that arise from late change orders.

Recommendation 4: Strengthen campus stakeholder engagement during the project lifecycle.

The district should improve campus stakeholder engagement in three ways. Meetings with principals should be instituted during the construction phase, strengthening the requirement from “keep school principals informed at least on a monthly basis.” Requirements for other campus positions such as assistant principals and department leaders should be documented as well. Modifications to the principal and other campus stakeholder requirements should be reflected in the Procedures Manual and meeting templates should be created. Additionally, this new requirement and existing requirements should be enforced. The Design Checklist and Construction Checklist could be digitized and included in every project within Kahua. This would increase accountability for project managers and A/E firms and allow for simple auditing of project files.

Management Response: *Management partially agrees with this recommendation. The district established a more robust Bond Program Contingency in October 2024. Our new procedures and approaches for establishing contingencies on construction projects and programs will be documented in the Bond Planning and Execution Strategies SOPs referenced in our response to Recommendation No. 2. Those SOPs are scheduled to be completed by the end of the 3rd Quarter 2025.*

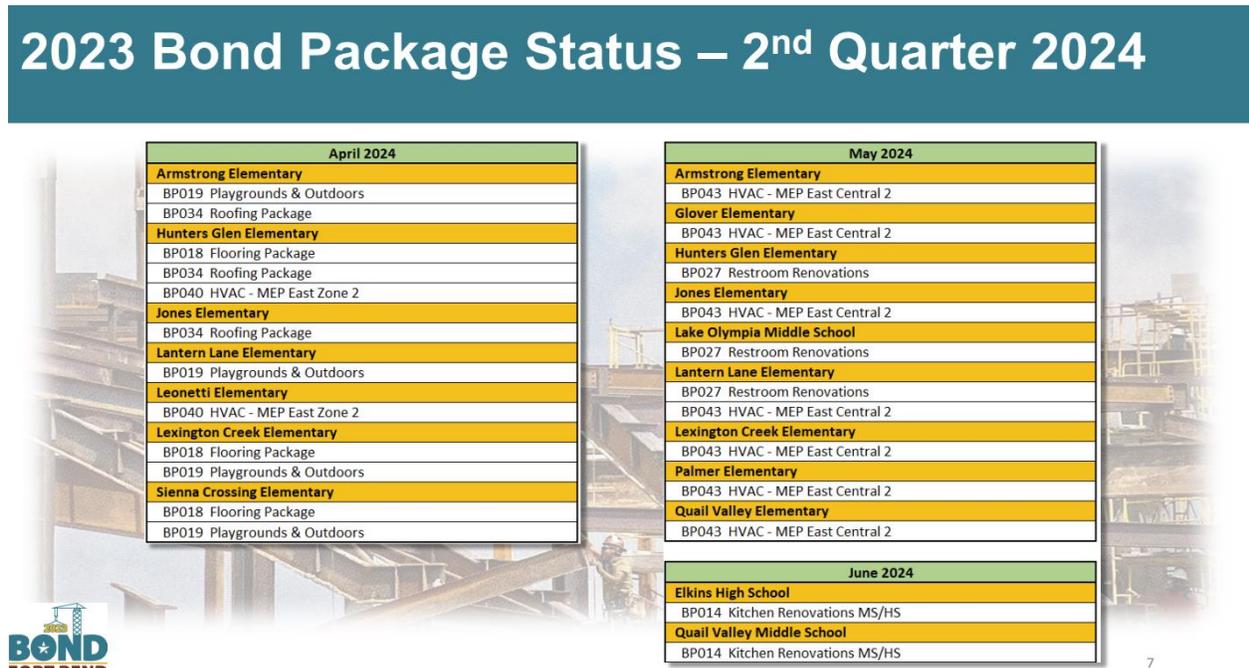
Finding 5: Progress reporting does not accurately reflect forecast of completion.

Currently, the department employs multiple methods for progress reporting. Quarterly, a report is made to the Bond Oversight Committee (BOC), while each month the 2023 Bond Dashboard for the BOT and the separate Community Dashboard are updated. Additionally, monthly updates to the BOT began in March 2024.

On a quarterly basis, members of the construction and design teams, along with district administrative personnel, meet with the BOC to review the progress and financial status of various construction projects. During a recent meeting on April 18, 2024, district personnel provided updates on both the 2018 and 2023 Bond Programs, highlighting construction progress at multiple schools and discussing various bond packages. The audit team summarized the meeting below:

The timeline for bond packages was presented, along with a comparison of the board-approved bond budget and the latest estimates. The budget includes soft costs, which cover bond support and must be capitalized within the budget. The Design and Construction Department is focused on reducing overage costs through value engineering, ensuring that projects maintain their planned quality. By beginning this process early, the district is maximizing bond funds, considering both immediate and long-term costs. One example of value engineering involves the procurement of mechanical and electrical components – by sourcing similar-quality materials from alternate vendors with shorter lead times, the district can cut labor costs and achieve overall savings. Figure 9 below gives an overview of bond packages that will have activity in the second quarter.

Figure 9. FBISD April 28, 2024 Meeting BOC Presentation (Excerpt 1)



Source. FBISD BOC Presentation

Figure 10 was included to demonstrate the effect of the district’s value engineering efforts and use of contingencies to reduce the \$163.2 million deficit.

Figure 10. FBISD April 28, 2024 Meeting BOC Presentation (Excerpt 2)

2023 Bond: Closing the Gap

Major Projects (\$M)	Bond Budget (Board Approved)	February 2024	March 2024	April 2024
Briargate ES Rebuild	\$ 48.3	\$ 61.1	\$ 55.3	\$ 55.3
Mission Bend ES Rebuild	\$ 51.8	\$ 61.1	\$ 51.8	\$ 51.8
Clements HS Rebuild	\$ 237.0	\$ 249.4	\$ 260.7	\$ 260.7
Ferndell Henry Reno & Adds	\$ 20.4	\$ 18.0	\$ 21.2	\$ 22.8
Middle School 16	\$ 87.3	\$ 106.5	\$ 90.6	\$ 90.6
Elementary School 55	\$ 50.8	\$ 55.8	\$ 62.1	\$ 62.1
Aquatic Practice Facility	\$ 22.9	\$ 27.4	\$ 27.4	\$ 27.4
Transportation Facility	\$ 23.0	\$ 19.7	\$ 23.7	\$ 24.3
Major Projects Subtotal:	\$ 541.4	\$ 599.5	\$ 592.9	\$ 595.0
Renovation Packages	\$ 571.3	\$ 676.4	\$ 623.3	\$ 595.0
Design & Construction Total:	\$ 1,112.7	\$ 1,275.9	\$ 1,216.2	\$ 1,190.0
Difference:		\$ (163.2)	\$ (103.5)	\$ (77.3)



9

Source. FBISD BOC Presentation

Figure 11 is a general summary of available program contingency.

Figure 11. FBISD April 28, 2024 Meeting BOC Presentation (Excerpt 3)

Bond Programs Contingency Summary

Program Description	January 2024	April 2024	Comment
Bond 2014	\$10,637,424	\$10,637,424	Set aside for CTE program Development
Bond 2018	\$3,389,414	\$ 4,504,717	Available to date
Bond 2023	\$ 5,002,040	\$ 5,735,522	Available to Date



As of April 8, 2024

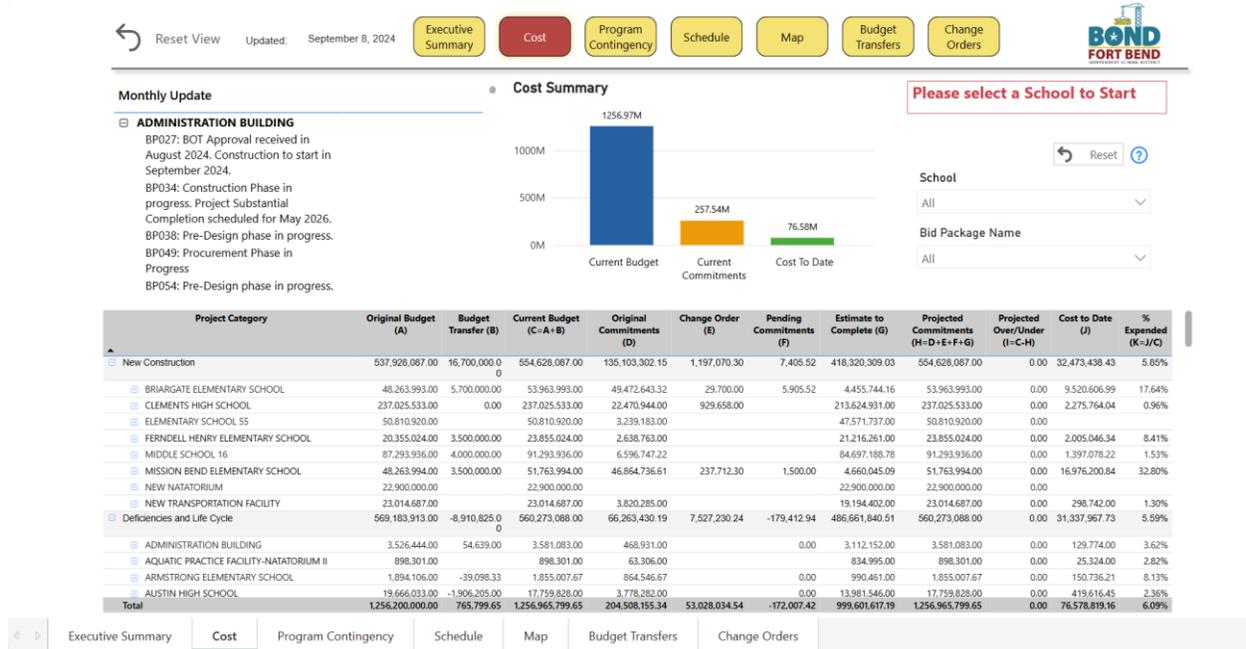
10

Source. FBISD BOC Presentation

Gibson reviewed the meeting presentations and minutes for BOC meetings that have occurred during the 2023 Bond Program. Meetings appear to have occurred in accordance with BOC guidelines and requirements.

Figure 12 offers a snapshot of the Bond Dashboard, which is updated monthly, presenting an overview of various bond package projects. It outlines key details such as the budgeted cost of each construction project, current construction phases, and the estimated timeline for the project's start and completion. The Cost Summary section provides a breakdown of project expenses, including the original budget, budget transfers, current budget, and original commitments. It tracks financial data related to the construction project, including the initial budgeted amount, the estimated final cost, impacts of transfers and change orders, and how much has been spent so far compared to the allocated funds.

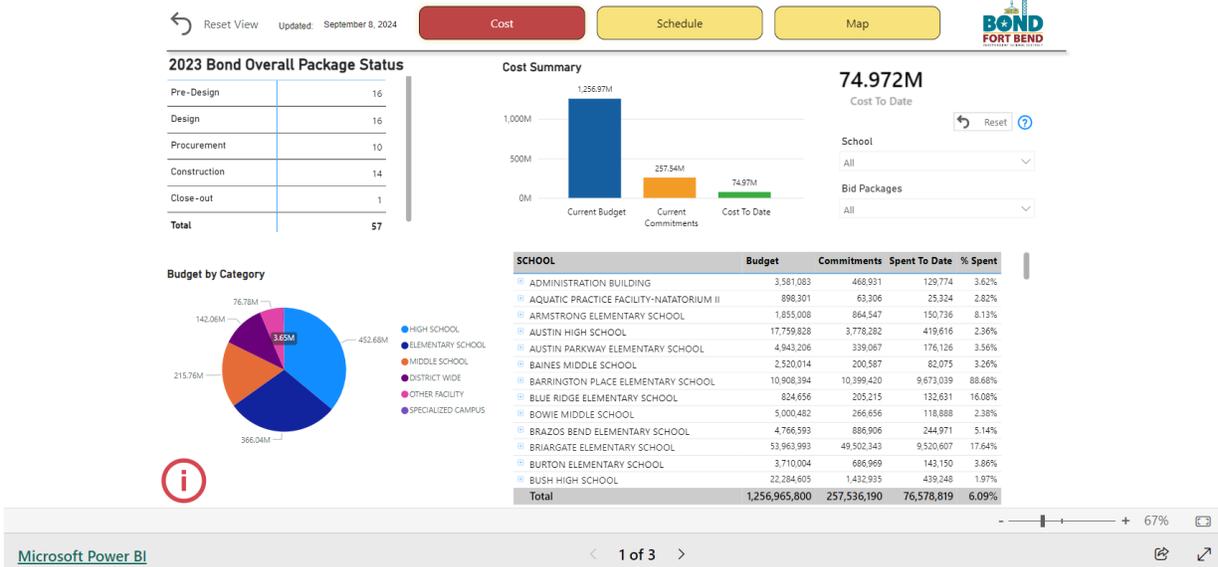
Figure 12. Excerpt of Board Bond Dashboard, FBISD



Source. FBISD Design and Construction 2023 Bond Dashboard

Figure 13 presents an excerpt of the public-facing dashboard, which is updated each month.

Figure 13. Excerpt of Public-Facing Dashboard, FBISD



Source. FBISD Design and Construction 2023 Bond Dashboard

The controls analysts are responsible for maintaining and updating the dashboard. Data from Kahua is integrated into a Power BI dashboard, with one version for the BOT and another for the community. To ensure the dashboard accurately reflects project and program data from PeopleSoft, the controls specialist performs a monthly reconciliation between the two systems. Gibson reviewed and re-performed this reconciliation process for five bid packages to verify alignment between PeopleSoft and Kahua.

Audit Testing: Test 2 – Data Reconciliation

The primary objective of this audit test is to ensure the accuracy, consistency, and reconciliation of data between two systems: Kahua and PeopleSoft. The focus is on verifying that budget amounts, expenses, and other critical financial data are accurately reflected across both systems. This process ensures that any discrepancies are identified, examined, and resolved, leading to more reliable financial reporting, enhanced operational efficiency, and informed decision making.

Test Approach

- Gibson judgmentally selected five project samples for testing;
- Obtained the associated cost reports for each sample from FBISD, which were sourced from PeopleSoft;
- Obtained access to Kahua PMIS system to view financial metrics; and
- Compared data across systems:
 - Conducted a detailed comparison of the extracted data from Kahua and PeopleSoft. Gibson tested key fields such as project budgets, incurred expenses, and other financial records; and

- Evaluated whether the data matched across both systems, identifying any differences between the cost reports and the data generated from other systems (**Test 1**).

Test Results

- Please refer to Table 11 below. “P” indicates that the sample passed the test; “F” indicates that the sample failed the test; and “N/A” indicates that the test was not applicable for the sample or could not be performed.

Table 11. Project Reconciliation Test Results

Sample	Project	Project Budget Amount	Test 1
1	Briargate Rebuild	\$53,963,993	P
2	Mission Bend Rebuild	\$51,763,994	P
3	Clements HS Rebuild	\$237,025,533	P
4	Flooring Packages	\$8,130,881	P
5	Roofing Package	\$21,106,628	P

- **Test 1 – The project budget amounts in Kahua are consistent with the project budget amounts in PeopleSoft systems.**
 - Five out of the five samples related to the project budget amounts were consistent between Kahua and PeopleSoft systems.

Testing provided positive evidence that the data presented to the BOT and public agrees with financial information maintained in the district’s system of record, PeopleSoft. However, not all necessary data elements are included in the district’s progress reporting, specifically forecasted project costs.

On a monthly basis, Design and Construction Department administration meet with the BOT to review the progress and financial status of various construction projects. During a recent meeting on June 3, 2024, district personnel provided updates on the 2023 Bond Program, highlighting construction progress at multiple schools and discussing various bond packages. The audit team summarized the meeting below:

An update on the bond progress was presented, including the specific stages of three projects. These updates are shown below in Figure 14.

Figure 14. FBISD June 3, 2024 Meeting BOT Presentation (Excerpt 1)

2023 Bond Program Progress



Mission Bend Elementary School steel super structure to be topped off in July



Briargate Elementary School foundation is process

Barrington Place will open Fall 2024



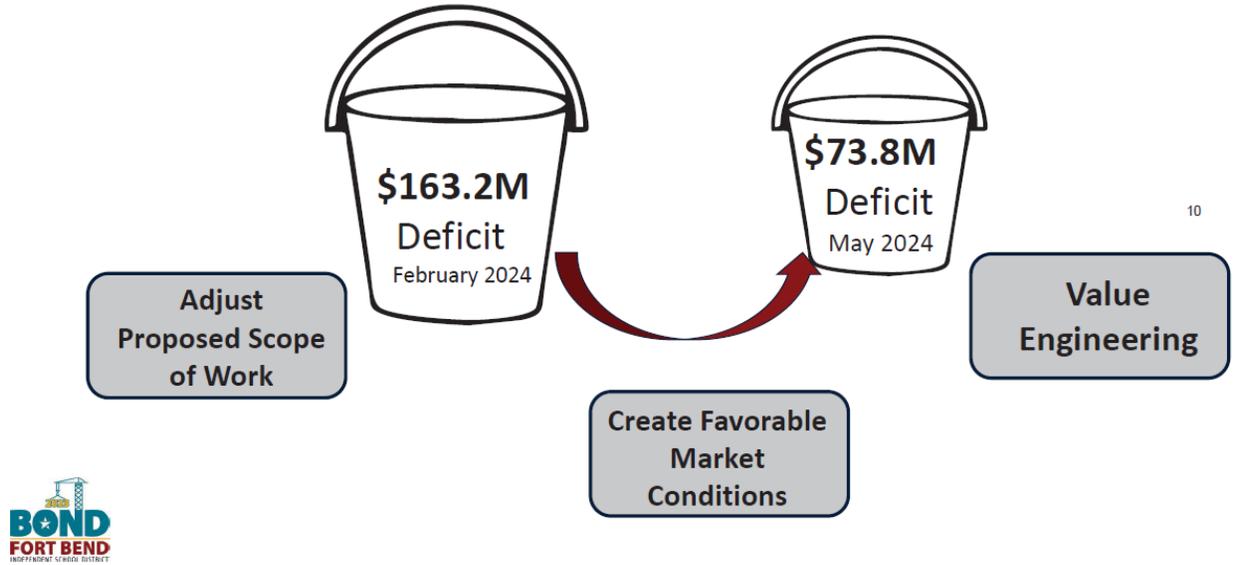


Source. FBISD BOT Presentation, 2024

The presentation then consisted of ways the department is strategically addressing the 2023 bond budget shortfall. Figure 15 illustrates the three main strategies, including adjusting the proposed Scope of Work, creating favorable market conditions, and value engineering. The presentation included steps for each strategy and described in subsequent slides how to explore additional resources to combat the shortfall.

Figure 15. FBISD June 3, 2024 Meeting BOT Presentation (Excerpt 2)

Strategically Addressing 2023 Bond Budget Shortfall



Source. FBISD BOT Presentation, 2024

Lastly, the department gave an overview of the upcoming construction schedule for the next three months. This schedule is shown in Figure 16.

Figure 16. FBISD June 3, 2024 Meeting BOT Presentation (Excerpt 3)

2023 Bond Program Upcoming Schedule

June 2024

- Ferndell Henry Renovations (BP004)
- Roofing Package (BP034)
- Clements HS Rebuild GMP 1 (BP003)
- Mechanical, Electrical, & Plumbing Renovation – West Central 1 (BP044)

July 2024

- Façade Upgrades (BP024)
- Mechanical, Electrical, & Plumbing Renovations – East Zone 2 (BP040)
- Middle School 16 (BP005)

August 2024

- Restroom Renovations (BP027)
- Mechanical, Electrical, & Plumbing Renovations – West Central 2 (BP045)
- Mechanical, Electrical, & Plumbing Renovations West Zone 1 (BP046)



9

Source. FBISD BOT Presentation, 2024

Gibson reviewed the meeting presentations and minutes for BOT meetings that have occurred during the 2023 Bond Program. Meetings appear to have occurred in accordance with BOT guidelines and requirements.

After reviewing all communications to the BOC, BOT, and the public, Gibson notes that the communications omit forecasts for actual project costs, creating the impression that all projects are on or under budget. See Figure 17 below, which provides an example of the dashboard showing the estimate to complete (G), the current budget (C), the sum of original commitments (D), change orders (E), and pending commitments (F). As a result, when the estimate to complete is incorporated in the projected commitments, the project will always show no project overage or surplus. The projected commitments do not incorporate forecasted project costs and therefore do not provide an accurate snapshot for the management team or public.

Figure 17. Project Costs Presented on the 2023 Bond Dashboard

Project Category	Original Budget (A)	Budget Transfer (B)	Current Budget (C=A+B)	Original Commitments (D)	Change Order (E)	Pending Commitments (F)	Estimate to Complete (G)	Projected Commitments (H=D+E+F+G)	Projected Over/Under (I=C-H)	Cost to Date (J)	% Expended (K=J/C)
New Construction	537,928,087.00	16,700,000.00	554,628,087.00	135,103,302.15	1,197,070.30	7,405.52	418,320,309.03	554,628,087.00	0.00	32,473,438.43	5.85%
Deficiencies and Life Cycle	569,183,913.00	-8,910,825.00	560,273,088.00	66,263,430.19	7,527,230.24	-179,412.94	486,661,840.51	560,273,088.00	0.00	31,337,967.73	5.59%
District Wide	149,088,000.00	-7,023,375.35	142,064,624.65	3,141,423.00	44,303,734.00		94,619,467.65	142,064,624.65	0.00	12,767,413.00	8.99%
Total	1,256,200,000.00	765,799.65	1,256,965,799.65	204,508,155.34	53,028,034.54	-172,007.42	999,601,617.19	1,256,965,799.65	0.00	76,578,819.16	6.09%

Source. FBISD Design and Construction 2023 Bond Dashboard

This is a concern, as it results in the management team, and key stakeholders, such as the BOC, BOT, and community, having an incomplete view of program and project financial status. Reporting must be transparent to be credible, escalating issues and challenges quickly so the management team and BOT can give assistance or direction in taking corrective action. Regarding the reporting immediately after bond issuance, transparent reporting could have allowed for earlier corrective action, allowing the district to defer less important projects before the Bond overage escalated. 72

The stakeholders may perceive the department as being non-transparent and although the number of budget transfer requests could be considered a clue. Additionally, though a previous test demonstrated that projects are reconciled between Kahua and PeopleSoft, a lag can still exist when it comes to reporting on the Power BI dashboard.

Recommendation 5: Implement key performance measures/progress reporting to key stakeholders.

FBISD can improve progress reporting by including key performance indicators (KPIs) in monthly reporting. To ensure consistency and transparency in reporting to the BOC and BOT, the Design and Construction Department should first identify the KPIs that are most important to the BOC and BOT, such as tracking project milestones, contingencies used to date, remaining balances, forecasted cost, and percentage of construction completed versus percentage of contract paid. Once established, these KPIs should be consistently updated and presented at each BOT meeting. By providing stakeholders with an accurate and comprehensive financial overview of the 2023 Bond Program across multiple meetings, the department can gradually rebuild the trust and confidence of the board and other stakeholders in the Design and Construction Department.

Management Response: Management agrees with this recommendation. Key performance measures and indicators will be implemented by the end of the 2nd Quarter 2025.

Finding 6: The potential change order (PCO) approval process is inefficient and duplicative.

For PCOs, Superintendent approval is required over \$50,000, COO approval is required over \$25,000, and executive director of design and construction approval is required under \$25,000. Once PCOs receive final approval, they are converted, and often batched, into change orders (COs). These COs then go through their own approval process, meaning the change is approved twice. Gibson developed a test to calculate the processing time for PCOs.

Audit Testing: Test 3 – PCO Approval Lag Time

The purpose of this test is to verify the accuracy and efficiency of the time lag between the initiation of a PCO, which Gibson notes is the date the PCO is sent for approval after pricing has been updated, and its final execution as a CO. The audit focused on identifying any delays in the approval or execution processes and determining whether the lag time is within acceptable limits.

Test Approach

- Gibson selected a random sample of 15 PCOs from three bid packages;
- Assessed whether the actual lag times were within acceptable limits (30 days); and
- Calculated the actual lag time between PCO initiation and CO execution for the selected sample.
 - Lag time for approval = final approval date – PCO initiation date
 - Lag time for execution = CO execution date – final approval date
 - Days between PCO initiation and CO execution = CO execution date – PCO initiation date

Test Results

- Please refer to Table 12 below. "N/A" indicates that the test could not be performed, as the CO associated with the selected PCO has not yet received final approval.

Table 12. PCO Approval Lag Time Testing Results

Sample	Value	Lag Time (Days)
1	\$31,765	13
2	\$68,773	34
3	\$65,930	12
4	\$12,315	63
5	\$11,190	N/A
6	\$25,919	29
7	\$8,700	15
8	\$45,303	53
9	\$30,000	13

Sample	Value	Lag Time (Days)
10	\$6,057	53
11	\$82,269	48
12	\$7,222	65
13	\$1,913	65
14	\$108,184	48
15	\$58,558	48
Average Lag Time	-	39.9

Source. Gibson Consulting Group, 2024

Based on the testing completed by Gibson, the samples below show an average lag time of 39.9 days for approval of PCOs. Many low-value PCOs (i.e., samples 4, 10, 12, and 13) exceeded this average in processing time. This means that any changes that need to be made take over a month to be approved, which can delay the construction process.

Recommendation 6: Change the approval requirements on PCOs under \$10,000.

The current process for approving PCOs is duplicative and typically takes over a month to complete. To streamline this process, FBISD should adjust the approval requirements for PCOs under \$10,000, requiring only the director of construction's approval instead of the executive director of design and construction's approval. This change would reduce the time needed to approve PCOs, accelerating necessary modifications and minimizing construction delays. Simplifying approvals for lower-cost PCOs will eliminate redundant steps and improve overall efficiency.

Management Response: *Management agrees with this recommendation. We plan to obtain approval of this procedural change by the end of the 1st Quarter 2025.*

Appendix A: Interview List

- Ashley Dixon – Director
- Benice Edwards – Controls Analyst
- Bryan Guinn – Chief Financial Officer
- Carol Fletcher – Executive Assistant
- Cedric Winslow – Senior Project Manager
- Colleen Dunham – Project Controls Specialist
- Daniel Bankhead – Executive Director
- Darryl King – Project Manager
- Dr. Damian Viltz – Chief Operations Officer
- Dr. Marc Smith – Superintendent
- Eric Ford – Design Manager
- Francisco Rivera – Coordinator Boundaries & Planning
- Ganesh Nagalla – Senior Project Manager
- Guillermo Martinez – Project Manager
- Jade Mays – Logistics Specialist (FF&E)
- Jane Thompson – Executive Assistant
- Jeanette Boleware – Small Business Coordinator
- Jessica Melchor – Contracts Specialist
- Jose Garcia – Project Manager
- Dr. Kathleen Brown – Deputy Superintendent
- Kelly Kelly – Logistics Specialist (FF&E)
- Lawrence Kubacak – PMCM Business Leader
- Lorraine Gonzalez – Accounting Specialist
- Mariana Bozzetti – Senior Project Manager
- Minh Ngo – Project Controls Manager
- Micki Morris – Outside General Counsel
- Nancy Lazo – Controls Analyst
- Rounak Kore – Senior Project Manager
- Ryan Kiefer – Design Manager
- Travis Nguyen – Senior Project Manager
- Vince Huang – Program Estimator

Appendix B: FBISD Design Checklist



A/E Firm: _____
BP No.: _____



P.O. No: _____

Design Checklist
(Develop one checklist for each school / facility included in the Bid Package. Some listed responsible parties may be considered optional and not required to participate in certain task and meetings.) This checklist is used for reference.

ID	Tasks, Deliverables, & Meetings	Responsibility							Date Completed (Mgr to review weekly with PM)	Remarks (PM must maintain the updated version in the network)	
		PM	Design Mgr. / Director	Cost Estimator	Construction Manager	Controls	Procurement District	District Facilities			AE Firm
School: _____ Site No. _____											
1.00	Conceptual Design / Program verification (New Schools/Additions)										
1.01	Design Kick Off Meeting	x						x	x		
1.02	Pre-Development meeting with City	x	x					x	x		AE/consultants separate mtg.
1.03	Conceptual Design/Stand Up review meeting	x	x				x	x	x	x	Optional
1.04	Consolidate comments, issue meeting minutes	x						x	x		
1.05	Procurement of Consultants (as applicable)	x			x	x					
1.05.1	Procurement of Commissioning Consultant	x			x	x		x			Confirm Scope
1.05.2	Phase One of Environmental Services	x			x	x					Request/Approve Proposals if required
1.05.3	Phase Two of Environmental Services	x			x	x					Request/Approve Proposals
1.05.4	Procurement of Geotechnical Consultant	x			x	x					Request/Approve Proposals
1.05.5	Procurement of 3rd Party Cost Consultant	x			x	x					Request/Approve Proposals
1.05.6	Procurement of Land Surveyor Services	x			x	x					Request/Approve Proposals
1.06	Conduct internal review and approve/reject	x	x								
1.07	Issue Authorization to Proceed to SD Phase	x	x					x			Sign approval form
2.00	Schematic Design Phase (CCL > \$2M only)										
2.01	Team Design Kick-Off Meeting	x	x					x	x		
2.01.1	Discuss Timeline & Deliverables Required	x	x					x	x		
2.03	School Design Kick-Off Meeting	x	x				x	x	x	x	
2.03.1	Evaluation of Scope of Work	x	x				x	x	x	x	
2.03.2	Review School's Daily Operations, Swing Space	x	x				x	x	x	x	
2.03.3	Discuss Preliminary Phasing Plan	x	x				x	x	x	x	
2.04	Review of SD Documents / Drawings	x									Internal and External
2.05	Statement of Probable Cost Review Meeting	x		x	x						
2.06	Authorization to Print / Electronic to External Rev.	x									1 copy for Facilities only
2.07	Delivery of Submittals							x			
2.08	Open Bluebeam Studio Session	x									
2.09	Distribute Documents/ Drawings to Reviewers	x									PMT, Facilities
2.10	Review Documents / Drawings	x		x	x		x				External reviewers
2.11	Complete Bluebeam Studio Session	x									External reviewers
2.12	Review Comments from Studio Session	x									
2.13	Approve / Resubmit Submittal	x									
2.14	Issue Design Documents Review Comments to A/E	x							x		
2.15	Obtain Approval Signatures	x					x	x		x	
2.16	Procurement of Consultants as applicable										
2.16.1	Procurement of Geotechnical Consultant	x			x	x					Request/Approve Proposal
2.16.2	Procurement of Land Surveyor Services	x			x	x	x		x		Request/Approve Proposal
2.17	Issue Authorization to Proceed to DD Phase	x							x		
2.18	Board of Education presentation/renderings	x							x		
3.00	Design Development Phase (Bluebeam)										
3.01	Team Design Kick-Off Meeting	x	x						x	x	



A/E Firm: _____
 BP No.: _____

P.O. No: _____



Design Checklist													
(Develop one checklist for each school / facility included in the Bid Package. Some listed responsible parties may be considered optional and not required to participate in certain task and meetings.) This checklist is used for reference.													
ID	Tasks, Deliverables, & Meetings	Responsibility							Date Completed <i>(Mgr to review weekly with PM)</i>	Remarks <i>(PM must maintain the updated version in the network)</i>			
		PM	Design Mgr. / Director	Cost Estimator	Construction Manager	Controls	Procurement	District			District Facilities	AE Firm	AE Subconsultants
3.01.1	Discuss Timeline & Deliverables Required	x	x						x	x			
3.02	School Design Kick-Off Meeting	x	x					x	x	x	x		
3.02.1	Evaluation of Scope of Work	x	x					x	x	x	x		
3.02.2	Review School's Daily Operations, Swing Space	x	x					x	x	x	x		
3.02.3	Preliminary Phasing Plan	x	x					x	x	x	x		
3.03	Discuss FF&E layouts and any required special parameters with A/E	x	x					x		x			
3.04	Review of DD Documents / Drawings	x											
3.05	Statement of Probable Cost Review	x			x					x			
3.06	Authorization to Print / Electronic to External Rev.	x											1 copy for Facilities only
3.07	Delivery of Submittals	x								x			
3.08	Open Bluebeam Studio Session	x											External reviewers
3.09	Distribute Documents/ Drawings to Reviewers	x				x							PMT, Facilities
3.09.1	Roofing Design Review Meeting as applicable	x	x		x			x	x	x			AE's Roofing Consultant
3.09.2	Distribute Documents to I.T. Reviewers	x						x					If applicable
3.10	Review Documents / Drawings			x	x			x					External reviewers
3.11	Backcheck review comments	x											External reviewers
3.12	Incorporate, open/close comments	x								x			A/E, external reviewers
3.13	Approve / Resubmit Submittal	x											
3.14	Close Bluebeam Studio session	x								x			
3.15	Obtain Appropriate Signatures	x						x		x		x	
3.16	Procurement of Consultants as applicable	x				x	x						
3.17	Authorization to Proceed to CD Phase (50% CD)	x								x			
4.00	Combined SD & DD Phase (if applicable)												
4.01	Team Design Kick-Off Meeting	x	x							x	x		
4.01.1	Discuss Timeline & Deliverables Required	x	x							x	x		
4.02	School design Kick-Off Meeting	x	x					x	x	x	x		
4.02.1	Evaluation of Assessment Data	x	x					x	x	x	x		
4.02.2	Review School's Daily Operations, Swing Space	x	x					x	x	x	x		
4.02.3	Preliminary Phasing Plan	x	x					x	x	x	x		
4.03	Review of SD Documents / Drawings	x											
4.04	Statement of Probable Cost Review Meeting				x	x							
4.05	Authorization to Print, electronic	x											
4.06	Delivery of Submittals									x			
4.07	Open Bluebeam Studio Session	x											
4.08	Distribute Documents/ Drawings to Reviewers	x						x					PMT, Facilities
4.08.1	Distribute Documents/ to 3rd Party I.T. Reviewers												As applicable
4.08.3	Roofing Design Review Meeting	x	x		x			x	x	x	x		AE's Roofing Consultant
4.09	Review Documents / Drawings				x	x		x					
4.10	Incorporate/reject review comments									x			PMT, Facilities
4.11	Open/close review comments	x											PMT, Facilities
4.12	Approve / Resubmit Submittal	x											
4.13	Close Bluebeam Studio session	x								x			
4.14	Obtain Appropriate Signatures	x						x		x		x	



A/E Firm: _____
 BP No.: _____

P.O. No: _____



Design Checklist
 (Develop one checklist for each school / facility included in the Bid Package. Some listed responsible parties may be considered optional and not required to participate in certain task and meetings.) This checklist is used for reference.

ID	Tasks, Deliverables, & Meetings	Responsibility								Date Completed (Mgr to review weekly with PM)	Remarks (PM must maintain the updated version in the network)			
		PM	Design Mgr. / Director	Cost Estimator	Construction Manager	Controls	Procurement	District	District Facilities			AE Firm	A/E Subconsultants	Principal
4.13	Procurement of Consultants as applicable	x				x	x							
4.13.1	Procurement of Geotechnical Consultant	x						x						Request/Approve Proposal
4.13.2	Procurement of other consultants as applicable	x						x						Request/Approve Proposal
4.14	Issue Authorization to Proceed to DD Phase	x								x				
CONSTRUCTION DOCUMENT PHASE														
5.00	50% Construction Documents (Bluebeam Studio Session)													
5.01	Procurement of Consultants as applicable	x				x	x							
5.01.1	Procurement of HazMat Consultant (Task 1)	x				x	x							Request/Approve Proposal
5.02	A/E Meeting	x	x							x	x			
5.02.1	Discuss Timeline & Deliverables Required	x	x							x	x			
5.03	Review of CD Documents / Drawings	x												External Reviewers
5.04	Statement of Probable Cost Review Meeting	x		x	x									
5.05	Authorization to Print, electronic	x												
5.06	Delivery of Submittals									x				
5.07	Open Bluebeam Studio Session	x												
5.08	Distribute Documents/ Drawings to Reviewers	x							x					
5.08.1	Distribute Documents / 3rd Party Cost Estimating	x												50% Review
5.08.2	Distribute Documents / 3rd Party I.T. Review	x												50% Review; if applicable
5.08.3	Distribute Documents / External Reviewers	x												50% Review
5.08.4	Distribute Documents /Facilities	x												50% Review, provide hard copies for facilities
5.09	Review Documents / Drawings	x	x	x				x	x					External Reviewers
5.10	Open Bluebeam Studio Session	x												External Reviewers
5.11	Backcheck, open/close comments	x							x					External Reviewers
5.12	Approve / Resubmit Submittal	x												
5.13	Close Bluebeam Studio session	x								x				External Reviewers
5.14	50% Stand Up Review Meeting (optional)	x	x					x	x	x	x			External Reviewers
5.15	Constructability Review Meeting	x	x	x	x			x	x	x	x			If Needed
5.15.1	Add Sub Topic _____	x	x	x	x			x	x	x	x			
5.15.2	Add Sub Topic _____	x	x	x	x			x	x	x	x			
5.16	Value Engineering Review Meeting	x	x	x						x	x			If Needed
5.16.1	Add Sub Topic _____	x	x	x						x	x			
5.16.2	Add Sub Topic _____	x	x	x						x	x			
5.17	Principal Meeting	x								x		x		
5.18	Obtain Appropriate Signatures	x								x	x	x		
5.19	Authorization to Proceed to 95% CD Phase	x								x				
6.00	90% Construction Documents (Bluebeam Studio Session)													
6.01	Procurement of Consultants as applicable	x				x	x							
6.01.1	Procurement of HazMat Consultant (Task 2)	x						x						Request/Approve Proposals
6.01.2	Procurement of Materials Testing	x						x						Request/Approve Proposals
6.01.3	Procurement of Testing & Balancing	x						x						Request/Approve Proposals
6.02	Prepare Division 0 and 1 for Project Manual	x				x				x				Distribute to A/E
6.03	A/E Meeting to discuss Schedule, Divisions 0 and 1 and required deliverables	x	x							x	x			



A/E Firm: _____
 BP No.: _____

P.O. No: _____

Design Checklist
 (Develop one checklist for each school / facility included in the Bid Package. Some listed responsible parties may be considered optional and not required to participate in certain task and meetings.) This checklist is used for reference.

ID	Tasks, Deliverables, & Meetings	Responsibility								Date Completed (Mgr to review weekly with PM)	Remarks (PM must maintain the updated version in the network)		
		PM	Design Mgr. / Director	Cost Estimator	Construction Manager	Controls	Procurement	District	District Facilities			AE Firm	A/E Subconsultants
6.03.1	Discuss Timeline & Deliverables Required	x	x							x	x		
6.04	Review of CD Documents / Drawings	x											External Reviewers
6.05	Statement of Probable Cost Review Meeting			x	x								
6.06	Authorization to Print, electronic	x											
6.07	Delivery of Submittals									x			
6.08	Open Bluebeam Studio Session	x											External Reviewers
6.09	Distribute Documents / Drawings to Reviewers	x	x	x			x	x					PMT, Hand copies for Facilities
6.09.1	Distribute Documents / 3rd Party Cost Estimating	x		x									Cost Estimate Verification
6.09.2	Distribute Documents / 3rd Party I.T. Reviewer	x							x				Final Review
6.09.3	Distribute Documents / Facilities	x							x				Final Review
6.09.4	Distribute Documents / 3rd Party Plan Reviewer	x							x				External Reviewers
6.09.5	Distribute Documents for Constructability Review	x	x	x			x						If applicable
6.10	Approve / Resubmit Submittal	x											
6.11	Close Bluebeam Studio session	x							x				External Reviewers
6.12	Principal Meeting	x							x		x		
6.13	Obtain Appropriate Signatures	x						x	x	x	x		
6.14	Authorization to Proceed to 100% CD Phase	x							x				
7.00	100% Construction Documents / Permit Set (Bluebeam Studio Session)												
7.01	A/E Meeting	x	x						x	x			
7.01.1	Discuss Timeline & Deliverables Required	x	x						x	x			
7.02	Receive 100% Documents and Final Review Form								x				Sealed Documents
7.03	Review/Audit of 100% CD Documents / Drawings	x											
7.04	Review Bluebeam Studio Session report	x											
7.05	Close Bluebeam Studio session	x											
7.06	Statement of Probable Cost Review Meeting	x		x	x			x					
7.07	Approve / Resubmit Submittal	x											Bidding and Permit Documents
7.08	Authorization to Print, electronic for Procurement	x				x			x				Bidding and Permit Printing
7.09	Obtain Appropriate Signatures	x						x	x		x		
7.10	Procurement of Consultants for Construction Phase	x				x	x						
7.10.1	Procurement of Materials Testing	x				x	x						Request/Approve Proposals
7.10.2	Procurement of Testing & Balancing	x				x	x						Request/Approve Proposals
7.11	Authorization to Proceed with Procurement												
7.12	Submit Permit set to applicable municipality	x								x			



Our mission is to better the lives of students by providing exemplary educational consulting and research services that make educational systems more efficient and effective.

For more information, please visit:

<http://www.gibsonconsult.com>

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
**Action: Information: 2025 CCMR Data and
CTE Outcomes**
References: Board Goal 1
Department: Academic Affairs

Summary

Staff will provide the board with an update on the 2025 CCMR Data with a focus on CTE (Career and Technical Education) outcomes, including student achievements and certifications earned. Key data and outcomes from the 2025 CTE programs will be shared during board meetings to keep stakeholders informed of student progress and the effectiveness of our career readiness initiative

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Dr. Adam Stephens
Chief Academic Officer

FBI[★]ISD

CTE Update

December 16, 2024



Lead
THE PAC

Future Ready Graduates

CCMR

Career Ready

CTE in Middle School

2026 and Beyond





CCMR

College, Career, and Military Readiness (CCMR)

- In Texas, **College, Career, and Military Readiness (CCMR)** refers to a set of criteria designed to assess and enhance high school graduates' preparedness for post-secondary endeavors, including higher education, the workforce, and military service. In Texas, a student is defined as **College, Career, and Military Ready (CCMR)** if they meet at least one of several criteria.
- **CCMR is a lagging measure**

85

	% of Students that have Met a CCMR Indicator			
Graduating Class	Class of 2022 (2022-23 TAPR)	Class of 2023 (as of 12/12/2024)	Class of 2024 (as of 12/2/2024)	Class of 2025 (as of 12/2/2024)
% of students meeting CCMR	62.4%	65.1%	61%	48%

College Readiness

In Texas, to be considered **college ready**, a student must meet specific criteria that demonstrate their preparedness for success in postsecondary education. These criteria are outlined by the Texas Education Agency (TEA) and include achieving the following:

1. SAT/ACT Scores:

Achieving a minimum score on college-readiness assessments such as the SAT or ACT.

2. TSIA (Texas Success Initiative Assessment):

Meeting the college readiness benchmark on the TSIA, which assesses reading, writing, and mathematics skills. A student must achieve specific scores in each subject area to be considered college ready.

3. Advanced Placement (AP) or International Baccalaureate (IB) Exams

Earning a qualifying score on AP or IB exams, which demonstrate a student's ability to succeed in college-level coursework.

4. Dual Credit or College-Level Courses:

Successfully completing dual credit courses or other college-level coursework while in high school can also count as proof of college readiness.



College Readiness (CR)

Percentage of Students Identified as College Ready

Cohort 2021 (2022-23 TAPR)		Cohort 2022 (2022-23 TAPR)		Cohort 2023 (2023-24 TAPR 12/12/24)		Cohort 2024 (OnData 12/10/24) <small>87</small>	
3167	55.3%	2,889	52.8%	3,227	56.5%	3,347	53.7%

Career Readiness

- In Texas, to be career ready in Texas a student must complete a coherent sequence of career and technical education (CTE) courses and earning an industry-based certification or license.

Percentage of Students Identified as Career Ready

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Cohort 2021 (2022-23 TAPR)		Cohort 2022 (2022-23 TAPR)		Cohort 2023 (2023-24 TAPR)		Cohort 2024 (OnData 12/10/24)	
1,329	22%	1,370	23%	1,104	18.2%	1,275	20.4%



Military Readiness:



In Texas, to be considered **military ready a student must enlist in the U.S. Armed Forces or the Texas National Guard** within one year of graduation and provide evidence (DD-Form 4).

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JROTC programs are available across all our high school campuses, offering opportunities for students to develop leadership skills, discipline, and civic responsibility. Each military branch is represented: Air Force (DHS, EHS, KHS, MHS), Navy (AHS, BHS, CHS), Army (ACHS and HHS), or Marines (RPHS, THS, WHS).

Ongoing District CCMR Support

- Each campus a score card by cohort in the fall and the spring.
 - Student Readiness by Individual CCMR indicator
 - Number of Non-CCMR students advanced course enrollment
 - Number of Non-CCMR students not enrolled in an advanced course
- Onramps monthly meetings between campuses and UT
- Semester spreadsheets with identified students and targeted areas for student CCMR opportunities
- Campus College and Career Readiness Advisors
- AP Campus Collaboratives
- Campus resource documents

Fall 2024 CCMR Score Card

Austin High School

Campus Demographics					
24.25					
Cohort	# Enrolled	# CR	# Not CR	% CR	% Not CR
2024	593	399	194	67%	33%
2025	576	312	264	54%	46%
2026	664	217	447	33%	67%
2027	711	68	643	10%	90%
2028	709	1	708	0%	100%

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CCMR Status Report

CCMR Not Met	SPED	TSI Ready English	TSI Ready Math	Currently sitting in an AP Course	Currently Sitting in a DC English Course	Dual Credit Math (2nd semester course)	Currently Sitting in an OnRamps Course	CR Target Area
FALSE	Y	N	N					TSIA2 Both English and Math
FALSE		Y	N					TSIA2 Math
FALSE		N	N		ENG IV DUAL SM1			Advanced Course

Supports for Increasing CCMR

College Ready

- Counselors using AP potential reports to drive course selection.
- Middle School ECHS and P-TECH recruitment visits.
- District College Fairs
- Campus Course Selection Nights
- Campus CCMR Celebrations for students
- CCMR Graduation Cords
- AVID courses
- FAFSA Community Webinar – November 13th
- 3rd annual Post Secondary Opportunities for Special Education Students – Spring 2024
- Rising Senior Night – April 20th

Career Ready

- CTE Summer Camp – Summer 2024
- Career Readiness Roadmap Webinar – September 2024
- Career Readiness and Academies Fair – October 2024
- STEM Fest & CTE Expo – January 2025
- Middle School Career Fairs – Ongoing
- HS and MS Parent Night Presentations
- Middle School Advisory Activities

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Career Ready

Career Readiness

- A **concentrator** is a student who has completed at least two courses for a minimum of two credits in a single program of study.
- A **completer** is a student who has completed at least three courses for a minimum of four credits, including an advanced course, within an approved program of study.

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Why is this important?

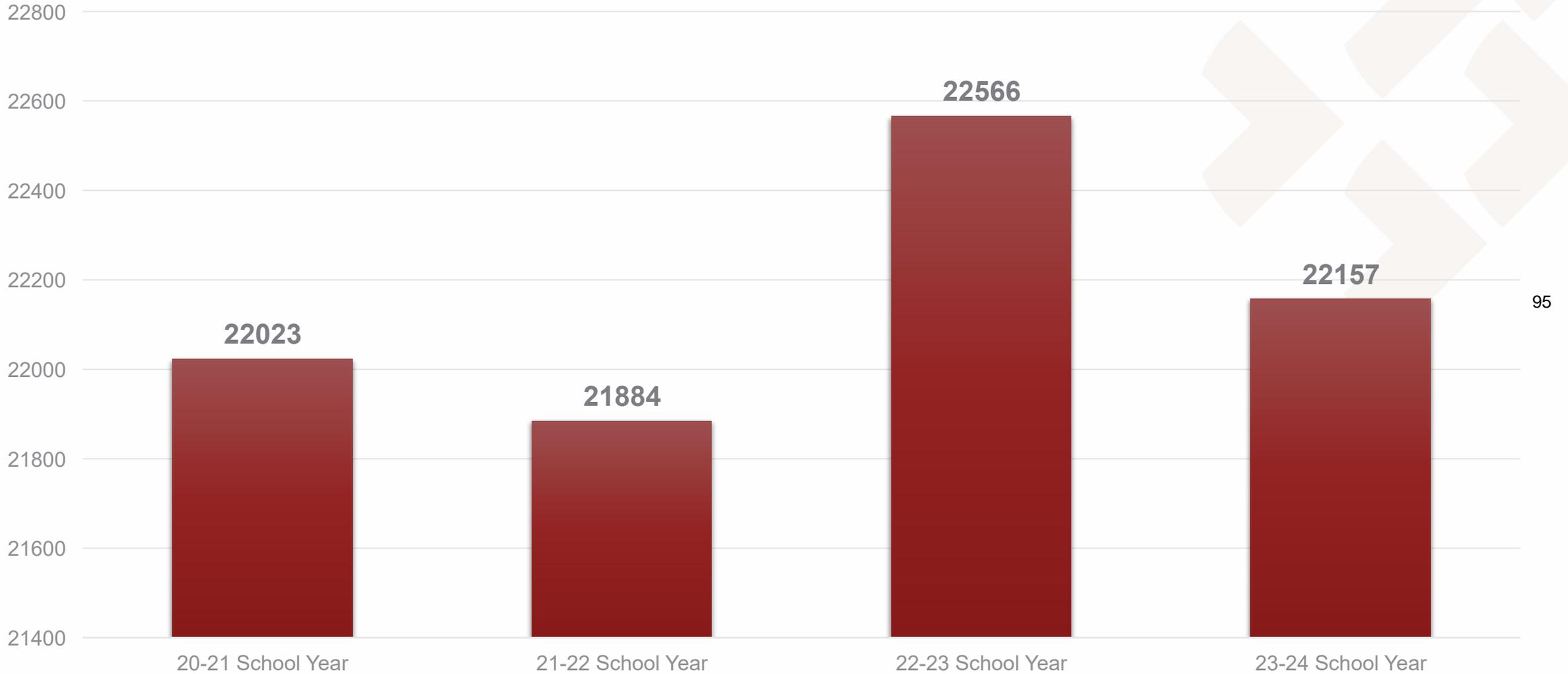
Cohort	Accountability Year	CCMR Indicator
Class of 2025	2026	Earn IBC + Concentrator in aligned program of study
Class of 2026 & Beyond	2027 & Beyond	Earn IBC+ Completer in aligned program of study

CTE Programs of Study

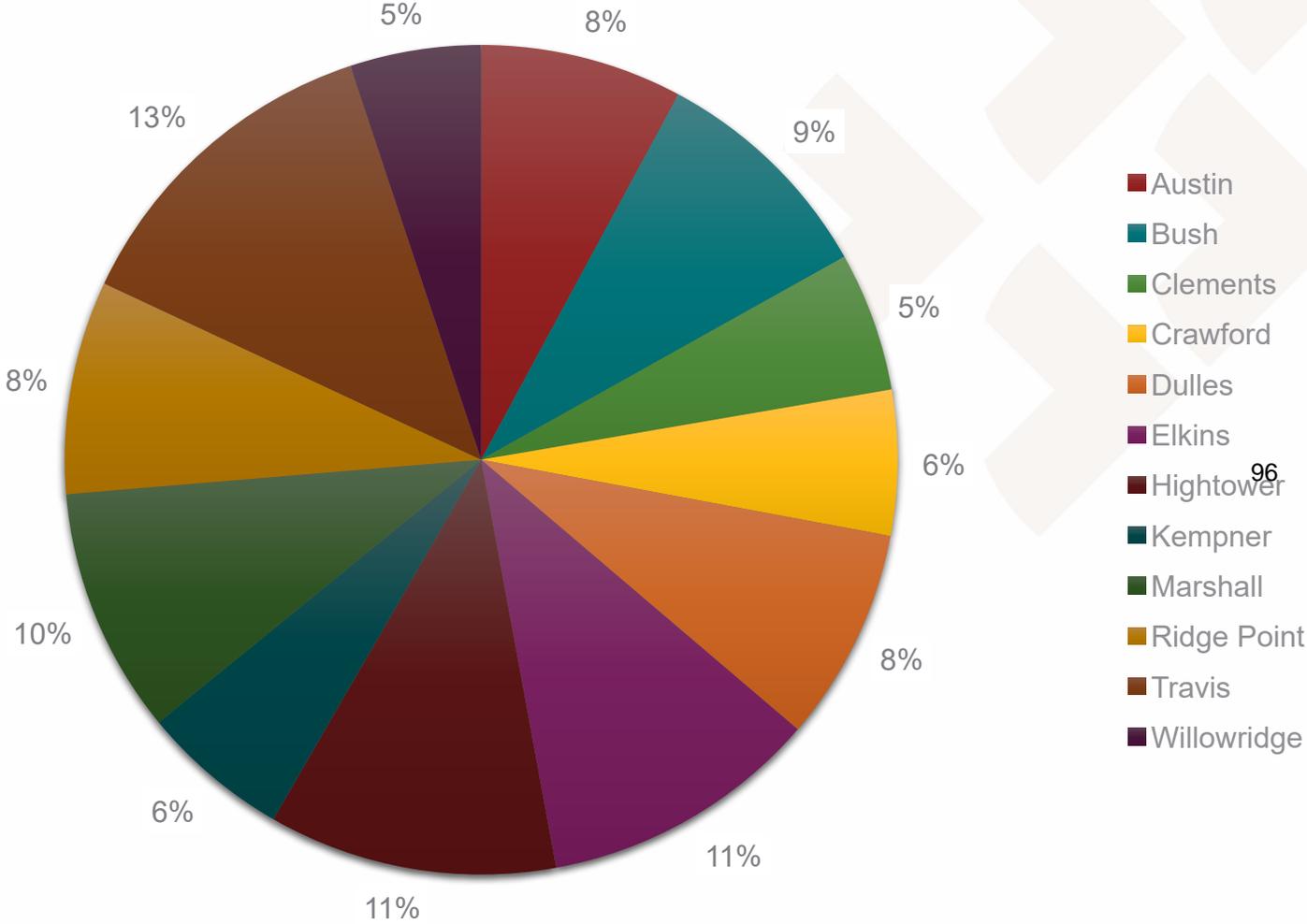
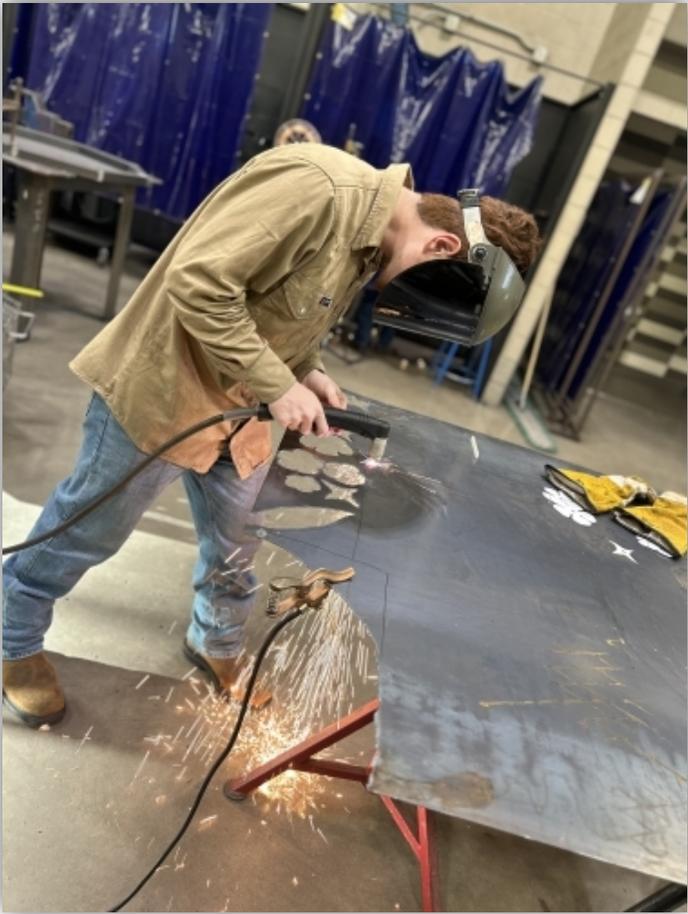
- Accounting and Financial Services
- Animal Science
- Architectural Drafting and Design
- Automotive and Collision Repair (Reese)
- Biomedical Science (HHS Academy)
- Cosmetology and Personal Care Services (Reese)
- Culinary Arts (Reese)
- Diagnostic and Therapeutic Services (All, HHS Academy, HHS P-Tech)
- Digital Communication (Reese)
- Engineering Foundation
- Family and Community Services
- Graphic Design and Interactive Media (HHS Academy)
- HVAC and Sheet Metal (Reese)
- Law Enforcement
- Marketing and Sales (KHS Academy)
- Mechanical and Aerospace Engineering (EHS Academy)
- Networking Systems (Reese)
- Programming and Software Development (All & WHS P-Tech)
- Teaching and Training (Reese)
- Welding (Reese)

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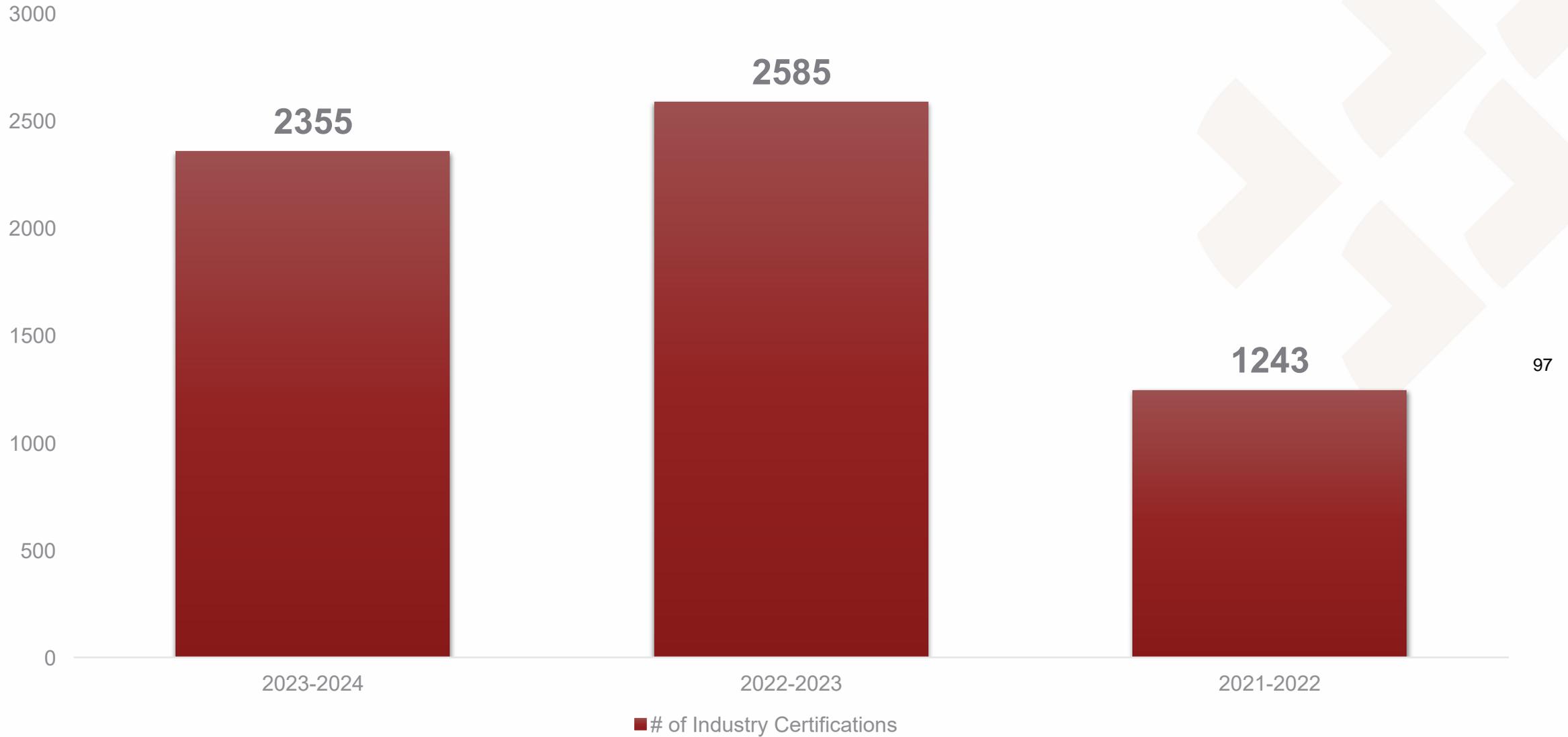
CTE Enrollment – Grades 7-12



Enrollment in CTE - Reese



Industry Based Certifications





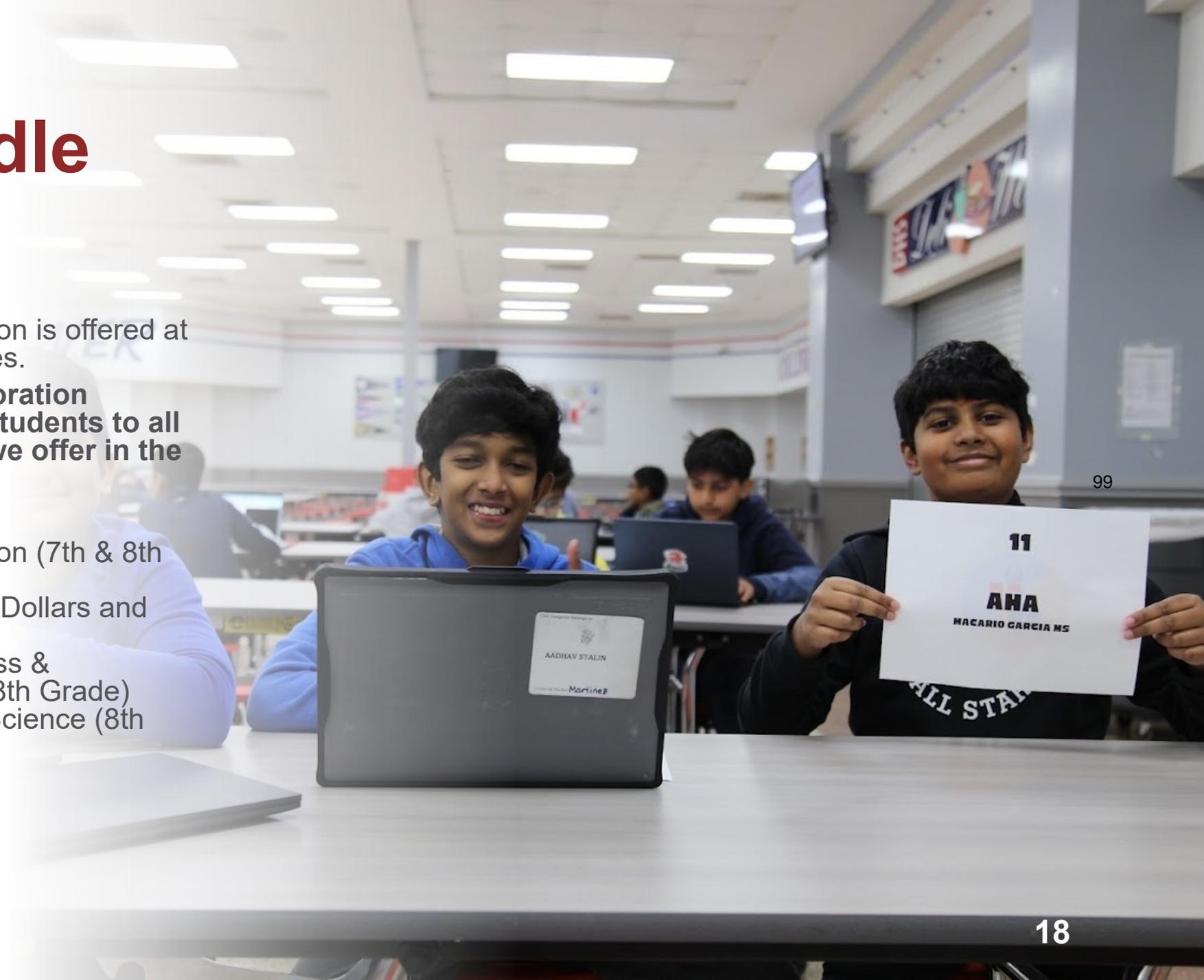
CTE in Middle School

CTE in Middle School

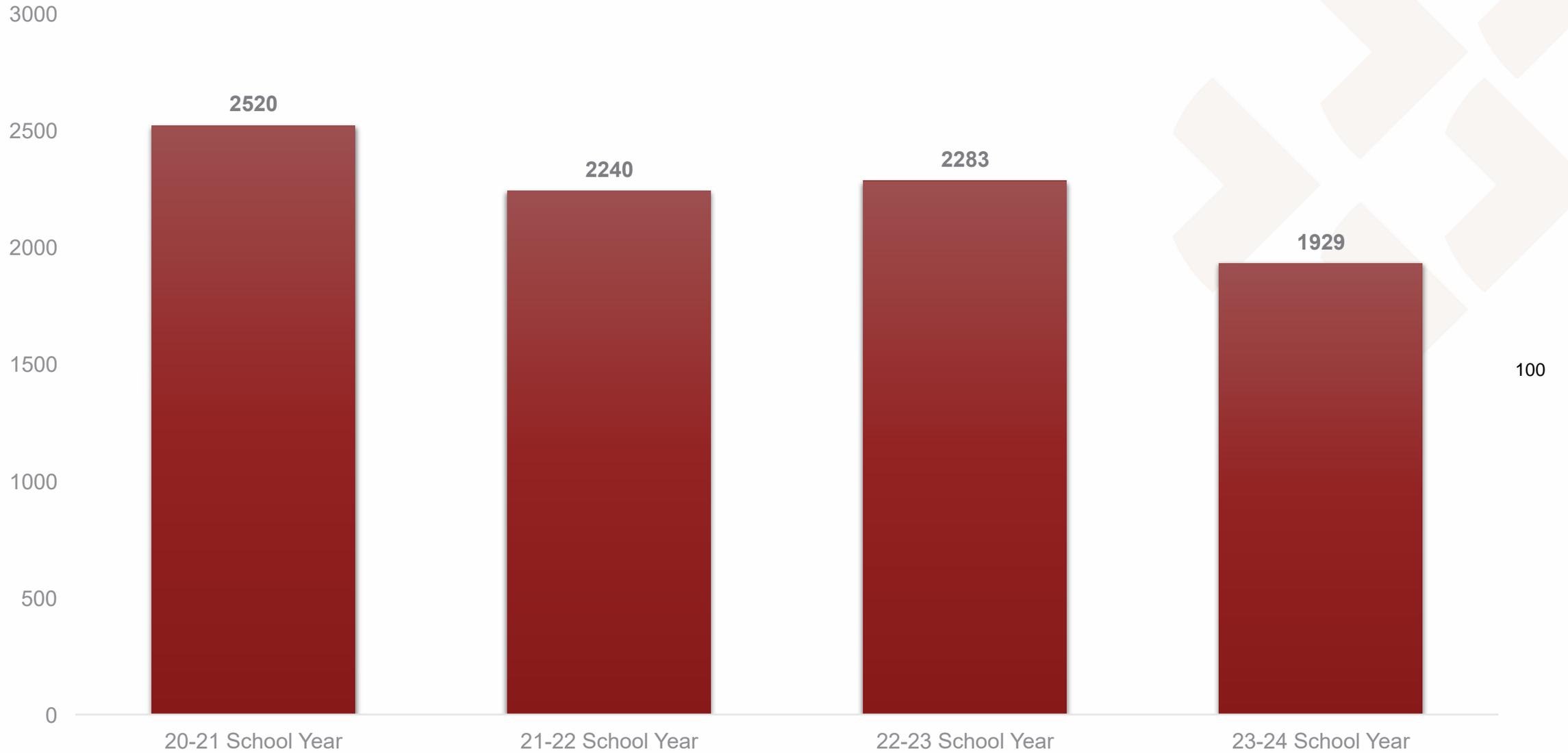
- College and Career Exploration is offered at all 15 middle school campuses.

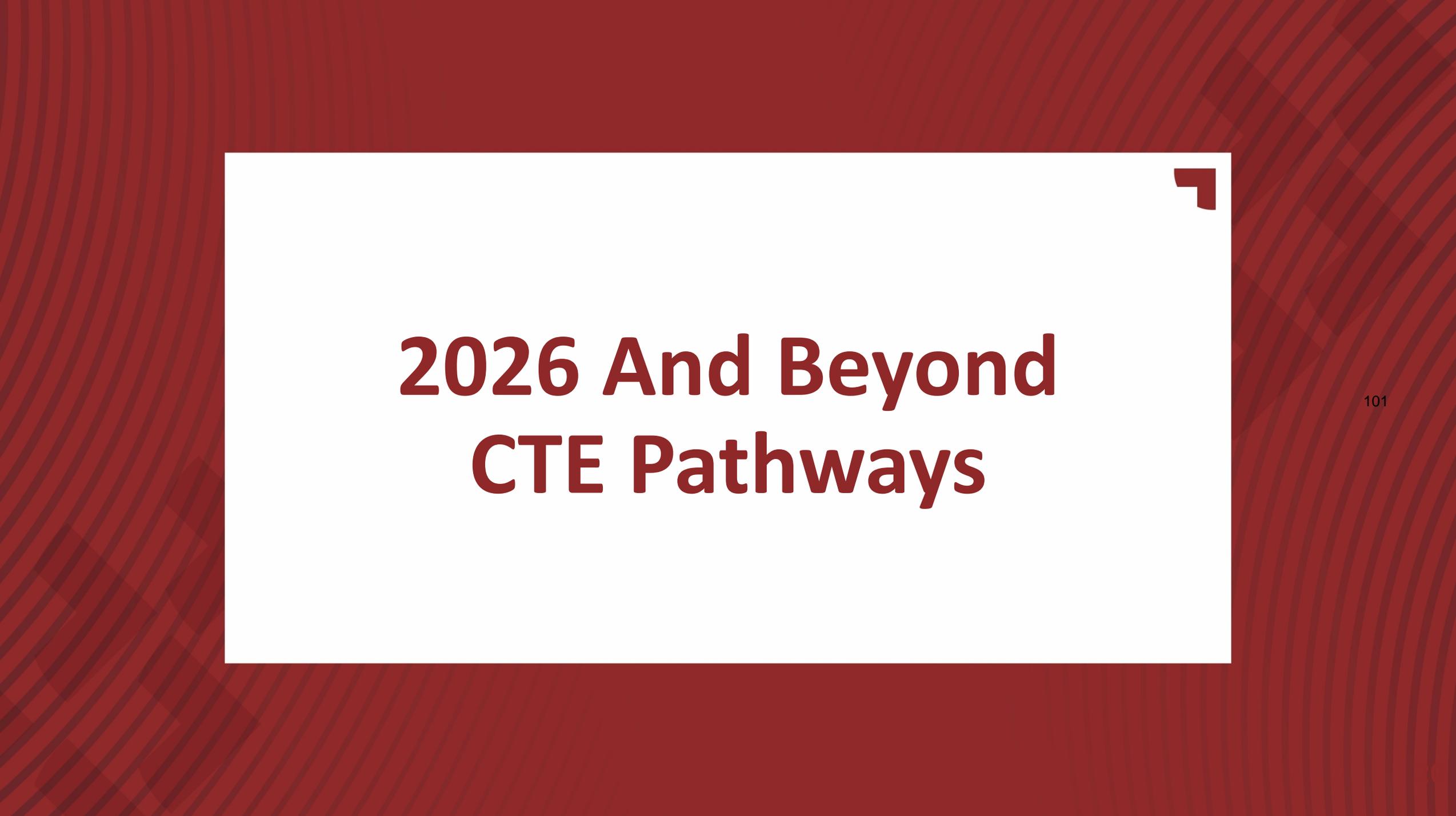
College and Career Exploration exposes middle school students to all the CTE program study we offer in the district.

- College and Career Exploration (7th & 8th Grade)
- Touch Systems Data Entry & Dollars and Sense (7th & 8th Grade)
- Lifetime Nutrition and Wellness & Interpersonal Studies (7th & 8th Grade)
- Fundamentals of Computer Science (8th Grade Only)



Middle School Enrollment





2026 And Beyond CTE Pathways

What Will CTE Look Like?

- Barbering (Reese)
- Biomedical Science (Reese)
- Cybersecurity
- Drone – Unmanned Vehicle
- Health and Wellness



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Growing CTE Across FBISD

Opportunities

- Increase awareness around what CTE is and the benefits for all FBISD students
- Recruiting high quality CTE teachers
- High School Bell Schedules
- Starting in 2026 all pathways will lead to a certificate
- Ensuring that all students who are eligible take their certification exam
- Resume Middle School Reese and pathway visits

Innovations

- More externships and industry partnerships starting in FBISD we want to grow other own (teachers and techs)
- Make Reese a destination for FBISD students
- Think about what the world will look like in 5 years and offer programs (eSports)

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Thank You

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Discussion: Cell Phone Policy
References: Board Policy: FNCE (Local)
Department: Board of Trustees

Summary

Discussion about Policy FNCE (Local) regarding student cell phone usage.

Note: For searches of personal telecommunications devices or other personal electronic devices, see FNF.

PERSONAL USE

TELECOMMUNICATIONS DEVICES

ELEMENTARY

Elementary students in Pre-K, K, and 1st grade shall not possess a personal telecommunication device during the instructional day, while riding to/from school on District transportation, during tutorials or detention, or while participating in a school-sponsored extracurricular activity on or off school property.

Elementary students in grades 2-5 may possess personal telecommunication devices; however, these devices are only to be used for instructional purposes under the direction of a teacher. These devices should be turned off and not visible at all other times during the school day on school property.

SECONDARY

Secondary sStudents in grades 26-12 may possess personal telecommunication devices; however, cell phone devices, smart watches, and sound transmission devices such as earbuds, headphones, speakers must remain off and usage is prohibited during instructional hours (to include extended day, tutorials, etc.) Personal Ddevices may be used in accordance with campus and district rules only at times specifically authorized by a campus, including before school, after school, transition periods, and during lunch periods.

CONFISCATION

An authorized District employee may confiscate a personal telecommunications device, including a mobile telephone, used in violation of applicable District and campus rules.

A confiscated personal telecommunications device shall be released for a fee determined by the Board. In accordance with the student handbook, the student or the student's parents may retrieve the device after paying the fee.

Confiscated telecommunications devices may be released to the student at the end of the class period or instructional day as determined by the campus. No fee will be charged to retrieve a confiscated telecommunications device.

If a personal telecommunications device is not retrieved, the District shall dispose of the device after providing notice required by law.

OTHER
ELECTRONIC
DEVICES

Student use of earbuds or headphones are prohibited during instructional hours, including transition periods. Any student who uses a personal telecommunication device to engage in academic dishonesty or transmission of communication engaging in or promoting bullying, threats, or inappropriate images, etc. shall

STUDENT CONDUCT
PERSONAL TELECOMMUNICATIONS/ELECTRONIC DEVICES

FNCE
(LOCAL)

[receive disciplinary action as outlined in the Student Code of Conduct.](#)

Guidelines regarding other personal electronic devices shall be addressed in the student handbook.

INSTRUCTIONAL USE

A student shall obtain prior approval, as directed in the student handbook, before using personal telecommunications or other personal electronic devices for on-campus instructional purposes. The student shall also acknowledge receipt and understanding of applicable regulations and shall sign the appropriate user agreements. [See CQ]

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Communication Equipment and
Services
Reference: District Goal 5
Department: Police Department

Recommendation

Consideration and approval for the purchase of communication equipment and services under a cooperative contract with Motorola Solutions, Inc. through the Houston-Galveston Area Council (H-GAC) cooperative for an amount not to exceed \$742,998 and authorization for the Superintendent to negotiate and execute the agreement through December 2029.

Summary

The Fort Bend Independent School District (FBISD) Police Department relies on portable two-way radios as a primary communication tool for officers to stay connected with FBISD dispatch and local first responders. The current radios, which were purchased in 2014, are approaching the end of their service life and will no longer be supported starting in January 2025. To ensure continued effective communication, the FBISD Police Department is requesting approval to purchase new portable two-way radios for its officers.

The H-GAC cooperative purchasing contract will allow the District to efficiently meet its communication equipment, services and safety needs while ensuring compliance with school district bidding requirements. The current cooperative contract is active through December 2029. Should the contract not renew for the full term, staff will utilize an alternative cooperative contract or return to the Board to request authorization to utilize an alternate procurement method.

This contract seeks approval under relevant statutes, including Chapter 44, § 44.031(a) of the Texas Education Code and Chapter 791, Interlocal Cooperation Act, along with Board Policies CH (LEGAL) and CH (LOCAL) for purchasing goods and services. The Board of Trustees must approve proposal awards worth \$50,000 or more.

Background

Expenditures will not exceed \$742,998 through December 2029. Funding is included in the budget.

Requested by:	David Rider, Chief of Police Bryan Guinn, Chief Financial Officer	
Vendor:	Motorola Solutions, Inc. ***	
Budget Sources:	General Fund Special Revenue Funds	
Amount:	Not to exceed \$742,998	
Other Supporting Information		
Sole Source:	N/A	
Number of vendors contacted by Purchasing:	N/A	
Number of vendors downloaded the solicitation:	N/A	
Number of responses received:	N/A	
Number of "no bid" responses received:	N/A	
Length of commitment:	Through December 2029	
Last solicitation date:	N/A	
Supporting documents:	N/A	
Disclosure under Board Policy CH, CV, or DBD (Local):	None	

*** Previously awarded a contract of the same scope with the District.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

David Rider
Chief of Police

Bryan Guinn
Chief Financial Officer

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: International Student Travel
References: Board Policies FMG (Local) and FD (Legal) District Goal 4
Department: Department of School Leadership

Recommendation

Consideration and approval of international travel during the summer of 2025 by Clements High School students to participate in the 2025 Chiba City, Japan Student Exchange Program.

Summary

Clements High School students have the opportunity to build a new student exchange relationship with Inage High School in Chiba City, Japan. We are seeking board approval of a summer and fall 2025 partnership with Inage High School in Chiba City, Japan.

With Inage High School in Chiba City, Japan, our agreement is to send students and staff from Clements High School to Inage High School during the summer and receive a group of students and staff from Inage High School visiting for one week in October 2025.

Clements High School is requesting permission for approximately 20 or less students to travel to Japan with the Clements High School Japanese teacher, Ms. Yoshimi Sheridan and Wuilmer Moreno, Clements High School Foreign Language teacher for two weeks during the summer of 2025 departing on June 12, 2025, and returning around June 25, 2025.

The approximate cost of the trip is \$5,000-5,500 per person depending on the exchange rate and cost of airfare. Students/parents are responsible for the cost of the airfare, meals, admission fees along with local transportation and various activities. The students accommodations in Japan are provided by host families, students are responsible for extra food and activities during homestay. Spending money is additional and varies by student, though \$500 is the recommended amount.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Dr. Andria Schur
Chief of Schools

**For: Fort Bend ISD Board of Trustees Date:
December 16, 2024
Action: Consideration and Approval:
Board of Trustees Meeting Minutes
Reference: Board Policy BE (Local)
Department: Legal Services**

Recommendation

Consideration and approval of the minutes of Fort Bend ISD Board of Trustees meetings and/or public hearings on the following dates:

- October 7, 2024 Called Meeting and Agenda Review
- October 7, 2024 Special Called Meeting – Listening Tour
- October 15, 2024 Special Called Meeting – Trustee Annual Cybersecurity Training and Committee Policies Workshop
- October 21, 2024 – Regular Business Meeting

Summary

Board Policy BE (Local) states, “Board action shall be carefully recorded by the Secretary or clerk; when approved, these minutes shall serve as the legal record of official Board actions. The written minutes of all meetings shall be approved by vote of the Board and signed by the President and the Secretary of the Board.” Following this policy, the Administration submits the meeting minutes for the Board’s approval.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Coby Wilbanks
General Counsel

Minutes
Fort Bend ISD Board of Trustees
Special Called Meeting – Board Listening Tour
October 7, 2024

A Board of Trustees Special Called Meeting was held on Monday, October 7, 2024, beginning at 5:02 p.m. at Willowridge High School, located at 16301 Chimney Rock Road, Houston, Texas. The Live Stream of the meeting was available at <https://www.fortbendisd.com/boardmeetinglivestream>. The meeting was recorded as required by law, and the recording is available to the public at:

<https://fortbendisd.new.swagit.com/videos/319162>.

A quorum of the Board of Trustees attended in-person at this location. The agenda packet for the meeting can be found here:

<https://meetings.boardbook.org/Public/Agenda/649?meeting=654082>.

Presiding Officer.....Mrs. Kristin K. Tassin, President

Board Members Present

Mr. Rick Garcia, Vice President
Mr. David Hamilton, Secretary (joined in progress)
Mrs. Angie Hanan
Dr. Shirley Rose-Gilliam

School Officials and Others Present

Dr. Marc Smith, Superintendent of Schools
Beth Martinez, Deputy Superintendent Chief of Staff
Kathleen Brown, Deputy Superintendent of Operations
Dr. Jaretha Jordan, Deputy Superintendent of Teaching and Learning
Chassidy Olainu-Alade, Interim Chief Communications Officer
Bryan Guinn, Chief Financial Officer
Dr. Adam Stephens, Chief Academic Officer
Glenda Johnson, Chief Human Resources Officer
Long Pham, Chief Information Officer
David Rider, Chief of Police
Dr. Andria Schur, Chief of Schools
Dr. Damian Viltz, Chief Operations Officer
Coby Wilbanks, General Counsel
Amanda Bubela, Recording Secretary (virtual)
Michelle Morris, Board Counsel
FBISD Staff and Employees

1. Meeting Called to Order

President Tassin called the meeting to order at 5:02 p.m. announcing the presence of a quorum and that the meeting had been duly called and the notice posted for the time and matter required by law.

2. Conduct Round Table Discussions and Accept Questions from Community Members and Stakeholders

3. Adjournment

Having no further business before the Board, the meeting adjourned at 5:52 p.m.

Kristin K. Tassin, President

David Hamilton, Secretary

Minutes
Fort Bend ISD Board of Trustees
Called Meeting and Agenda Review
October 7, 2024

A Board of Trustees Called Meeting and Agenda Review was held on Monday, October 7, 2024, 2024 beginning at 6:01 p.m. at Willowridge High School, located at 16301 Chimney Rock Road, Houston, Texas. The Live Stream of the meeting was available at <https://www.fortbendisd.com/boardmeetinglivestream>.

The meeting was recorded as required by law, and the recording is available to the public at: <https://fortbendisd.new.swagit.com/videos/271251>.

The agenda packet for the meeting can be found here: <https://meetings.boardbook.org/Public/Agenda/649?meeting=654084>.

Presiding Officer.....Mrs. Kristin K. Tassin, President

Board Members Present

- Mr. Rick Garcia, Vice President
- Mr. David Hamilton, Secretary
- Mrs. Angie Hanan
- Dr. Shirley Rose-Gilliam
- Ms. Sonya Jones (joined in progress)

School Officials Present

- Dr. Marc Smith, Superintendent of Schools
- Beth Martinez, Deputy Superintendent Chief of Staff
- Kathleen Brown, Deputy Superintendent of Operations
- Dr. Jaretha Jordan, Deputy Superintendent of Teaching and Learning
- Chassidy Olainu-Alade, Interim Chief Communications Officer
- Bryan Guinn, Chief Financial Officer
- Dr. Adam Stephens, Chief Academic Officer
- Glenda Johnson, Chief Human Resources Officer
- Long Pham, Chief Information Officer
- David Rider, Chief of Police
- Dr. Andria Schur, Chief of Schools
- Dr. Damian Viltz, Chief Operations Officer
- Coby Wilbanks, General Counsel

Amanda Bubela, Recording Secretary (virtual)

Others Present

- Michelle Morris, Board Counsel
- FBISD Staff and Employees

1.-2. Meeting Called to Order, Pledge of Allegiance and Moment of Silence

President Tassin called the meeting to order at 6:01 p.m. announcing the presence of a quorum and that the meeting had been duly called and the notice posted for the time and matter required by law. President Tassin asked everyone to stand for the National Anthem, performed by the Willowridge High School Choir Ensemble. Following the performance, everyone was asked to remain standing for a moment of silence.

3. Information

A. Bond 2023 Overview, Deficit Review and Options

4. Public Comment

- Dolores Collins, expressing concern regarding a planned natatorium facility and advocating for expansion of the boys' gym and parking lot improvements at Willowridge High School.
- Bin Hsieh, expressing concern about the changing of ranking policy in the middle of students' high school careers.
- Carsten Udengaard, in opposition to changes to rank policy in the middle of students' high school careers.
- Jitesh Kawedia, expressing concern about changing ranking policy midway through students' high school careers.
- Stephanie Brown, regarding ranking concerns and asking the Board to take immediate action to change the ranking policy.

5. Closed Session

The Board convened in closed session at 8:33 p.m. under Texas Open Meetings Act, Texas Government Code, Chapter 551 under the following sections: 551.071 - For the purpose of a private consultation with the Board's attorney on any or all subjects or matters authorized by law; Section 551.072 - Consider purchase, exchange, lease, or value of real property, Section 551.074 - Personnel matters, Section 551.076 - Security matters, Section 551.082 - Student discipline matter or complaint, or Section 551.0821 - Personally identifiable information about public school student.

- A. Deliberate public release of attorney-client privileged investigation report of 2023 Bond Natatorium Project.
- B. Deliberate Director of School Improvement recommendation.
- C. Deliberate assigning DGBA employee grievance of Benjamin Bostick to a Board hearing officer, or to schedule a future Board meeting to hear and consider the grievance.
- D. Deliberate assigning DGBA employee grievance of Darrin Hawthorne to a Board hearing officer, or to schedule a future board meeting to hear and consider the

grievance.

- E. Deliberate assigning FNG parent grievance of Tarawa P. to a Board hearing officer, or to schedule a future Board meeting to hear and consider the grievance.

6. Reconvene in Open Session

The Trustees reconvened in open session at 9:50 p.m.

7. Consider Action on Closed Session Items

- **MOTION by Mrs. Hanan and SECONDED by Mr. Garcia** that the Board of Trustees assign the Level 3 Employee Grievance Appeal of Benjamin Bostick to the Board's Designated Hearing Officer under Board Policy DGBA Local.
MOTION CARRIES, 6-0.
Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones
 - **MOTION by Ms. Jones and SECONDED by Mr. Garcia** that the Board of Trustees assign the Level 3 Employee Grievance Appeal of Darrin Hawthorne to the Board's Designated Hearing Officer under Board Policy DGBA Local.
MOTION CARRIES, 6-0.
Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones
 - **MOTION by Dr. Gilliam and SECONDED by Mr. Garcia** that the Board of Trustees approve the hiring of Dr. Trenae Hill as Director of School Improvement.
MOTION CARRIES, 6-0.
Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones
 - **MOTION by Mr. Hamilton and SECONDED by Mr. Garcia** that the Board of Trustees assign the Level 3 FNG parent complaint of Tarawa P. to the Board's Designated Hearing Officer under Board Policy FNG Local.
MOTION CARRIES, 6-0.
Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones
- MOTION by Mr. Hamilton and SECONDED by Mr. Garcia** that the Board of Trustees approve the release of the attorney-client privileged investigation report of the 2023 Bond Natatorium report.
MOTION CARRIES, 6-0.
Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones

8. Review

- A. **2023 Bond Natatorium Recommendation:** Consideration and approval to move forward with planning to build a second aquatic practice facility with 2023 Bond proceeds.
- B. **Align Hightower High School Project to Approved Budget:** Consideration and approval of aligning the Hightower High School renovation project to the approved budget of \$14.7M.
- C. **Align Turf & Athletics and Athletics Renovations Packages Approved Budget:** Consideration and approval of Aligning Turf & Athletics Package (BP010) and Athletic

Renovations (BP012) with the approved budget.

- D. **Defer Transportation Facility and Allocate Budget to Program Contingency:** Consideration and approval for deferring the Transportation Facility (BP008) and allocating the budget to program contingency to reduce the 2023 Bond deficit.
- E. **Eliminate Elementary School 55 and Allocate Budget to Program Contingency:** Consideration and approval to eliminate construction of Elementary School 55 (ES55) (BP006) and allocate the budget to program contingency to reduce the 2023 Bond deficit.
- F. **CenterPoint Energy Blanket Easement – Briargate Elementary:** Consideration and approval of a blanket (short form) easement with CenterPoint Energy for the electrical services to the new Briargate Elementary School and authorization for the FBISD Board President and/or designee to negotiate and execute this easement, as well as the CenterPoint Energy long form easement to be provided near the conclusion of the project.
- G. **CenterPoint Energy Blanket Easement - Mission Bend Elementary:** Consideration and approval of a blanket (short form) easement with CenterPoint Energy for the electrical services to the new Mission Bend Elementary School and authorization for the FBISD Board President and/or designer to negotiate and execute this easement, as well as the CenterPoint Energy long form easement to be provided near the conclusion of the project.
- H. **Water Meter Easement with City of Arcola for Middle School No. 16:** Consideration and approval of one Water Meter Easement with the City of Arcola for Middle School No. 16, and authorization for the FBISD Board President to negotiate and execute this easement.
- I. **Gibson Consulting Program Management:** Consideration and approval for Gibson Consulting to provide management services for the District's internal audit program.
- J. **Gibson Consulting Internal Audit Services:** Consideration and approval for Gibson Consulting to provide internal audit services for PEIMS and Cost Savings Audit.
- K. **TASA Audits for Curriculum and Literacy:** Consideration and approval to contract with the Texas Association of School Administrators (TASA) to conduct Curriculum and Literacy audits.
- L. **Superintendent Evaluation Instrument:** Consideration and approval of Superintendent's Summative Evaluation Instrument.
- M. **2025 Houston-Galveston Area Council General Assembly:** Consideration and approval of a resolution nominating a representative and an alternate to the General Assembly of the Houston-
- N. **Board of Trustees Meeting Minutes:** Consideration and approval of the minutes of Fort Bend ISD Board of Trustees meetings and/or public hearings on the following dates:
 - 1. August 12, 2024 - Called Meeting and Agenda Review
 - 2. August 26, 2024 - Regular Business Meeting
 - 3. September 5, 2024 - Special Called Meeting - Bond Workshop
- O. **Policies CSA (Local), EHB (Local), and EIC (Local):** Consideration and approval of proposed adoption, and revision of local policies CSA (Local), EHB (Local), and EIC (Local).
 - 1. CSA (Local) - Facility Standards: Safety and Security
 - 2. EHB (Local) - Curriculum Design: Special Programs
 - 3. EIC (Local) - Academic Achievement: Class Ranking
- P. **2024-25 T-TESS Appraisers:** Consideration and approval of certified campus-based T-

TESS Appraisers in administrative positions to serve as teacher appraisers for the 2024-25 school year.

- Q. **Fund Balance Resolution:** Consideration and approval of the Committed Fund Balance Resolution.
- R. Review of proposed expenses that exceed \$50,000: Specifically for:
1. **Construction Services for Kitchen Renovations MS-HS at Multiple Campuses (BP014):** Consideration and approval of a Construction Services for Kitchen Renovations MS-HS at Multiple Campuses (BP014) for a stipulated lump sum amount of \$17,744,892 and authorization for the Superintendent to negotiate and execute or terminate the agreement.
 2. **Construction Services Agreement for Multi-Campus Renovations (BP021):** Construction Services Agreement with Dunhill Development and Construction, LLC for Multi-Campus Renovations (BP021) for a stipulated lump sum amount of \$8,708,000 and authorization for the Superintendent to negotiate and execute or terminate the agreement.
 3. **Gates and Doors:** Consideration and approval for the purchase of gates and door products, services, and installation through multiple cooperative contracts for an amount not-to-exceed \$596,539 and authorization for the Superintendent to negotiate and execute the agreements through April 2029.
 4. **School Bus Parts, Services and Related Items (COOP):** Consideration and approval for the purchase of school bus parts, services, and support from multiple vendors through multiple cooperative contracts for an amount not-to-exceed \$6,900,000 and authorization for the Superintendent to negotiate and execute the agreements through October 2029.
 5. **Roofing Package:** Consideration and approval of a Construction Services Agreement with Job Order Contractor (JOC) Nash Industries, Inc. to perform Roofing Replacement at the FBISD Administration Building for a stipulated not-to-exceed amount of \$1,500,000 and authorization for the Superintendent to negotiate and execute or terminate the agreement.
 6. **Stakeholder Engagement Services and Program Evaluation:** Consideration and approval for the purchase of stakeholder engagement services and program evaluation from multiple vendors for an amount not-to-exceed \$1,506,991 and authorization for the Superintendent to negotiate and execute the agreements through October 2029.

9. Action

- A. **Fort Bend Central Appraisal District (CAD) Board of Directors:** Consideration and approval of a resolution nominating candidates for election to the Fort Bend Central Appraisal District (CAD) Board of Directors.

MOTION by Mr. Garcia and SECONDED by Ms. Jones that the Board approve item 9A as presented.

With no opposition from the Board, **MOTION and SECOND WITHDRAWN.**

MOTION by Mr. Garcia and SECONDED by Ms. Jones that the Board of Trustees approve item 9A Fort Bend Center Appraisal District (CAD) Board of Directors and nominate Jim Kij and David James.

MOTION CARRIES, 6-0.

Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones

10. Adjournment

Having no further business before the Board, MOTION was made by Mr. Garcia to adjourn the meeting at 10:51 p.m.

Kristin K. Tassin, President

David Hamilton, Secretary

Minutes
Fort Bend ISD Board of Trustees
Special Called Meeting - Trustee Annual Cybersecurity Training and
Committee Policies Workshop
October 15, 2024

A Board of Trustees Special Called Meeting was held on Tuesday, October 15, 2024, beginning at 5:01 p.m. in the Board Room of the Administration Building located at 16431 Lexington Blvd., Sugar Land, Texas. The Live Stream of the meeting was available at <https://www.fortbendisd.com/boardmeetinglivestream>.

The meeting was recorded as required by law, and the recording is available to the public at: <https://fortbendisd.new.swagit.com/videos/317767>.

A quorum of the Board of Trustees attended in-person at this location. The agenda packet for the meeting can be found here: <https://meetings.boardbook.org/Public/Agenda/649?meeting=658462>.

Presiding Officer.....Mrs. Kristin K. Tassin, President

Board Members Present

Mr. Rick Garcia, Vice President
Mr. David Hamilton, Secretary (joined in progress)
Mrs. Angie Hanan
Mr. Adam Schoof
Dr. Shirley Rose-Gilliam

School Officials Present

Dr. Marc Smith, Superintendent of Schools
Beth Martinez, Deputy Superintendent Chief of Staff
Kathleen Brown, Deputy Superintendent of Operations
Dr. Jaretha Jordan, Deputy Superintendent of Teaching and Learning
Chassidy Olainu-Alade, Interim Chief Communications Officer
Coby Wilbanks, General Counsel

Amanda Bubela, Recording Secretary (virtual)

Others Present

Jonathan Brush, Board Counsel
FBISD Staff and Employees

1. Meeting Called to Order

President Tassin called the meeting to order at 5:01 p.m. announcing the presence of a quorum and that the meeting had been duly called and the notice posted for the time and matter required by law.

2. Public Comment

There were no public comments.

3. Convene in Closed Session

The Board convened in closed session at 5:02 p.m. under Texas Open Meetings Act, Texas Government Code, Chapter 551 under the following sections: 551.071 - For the purpose of a private consultation with the Board's attorney on any or all subjects or matters authorized by law; Section 551.072 - Consider purchase, exchange, lease, or value of real property, Section 551.074 - Personnel matters, Section 551.076 - Security matters, Section 551.082 - Student discipline matter or complaint, or Section 551.0821 - Personally identifiable information about public school student.

- A. Annual Trustee Cybersecurity Training

4. Reconvene in Open Session

The Trustees reconvened in open session at 5:51 p.m.

5. Workshop to discuss community committee formation and oversight, including the following policies:

- A. BDF (Local) - Board Internal Organization: Citizen Advisory Committees
- B. BDF (Legal) - Board Internal Organization: Citizen Advisory Committees
- C. BDB (Local) - Board Internal Organization: Internal Committees
- D. CCA (Local) - Local Revenue Sources: Bond Issues
- E. CFC (Local) - Accounting: Audits
- F. CW (Local) - Naming Facilities
- G. BQA (Local) - Planning and Decision-Making Process: District-Level
- H. BQB (Local) - Planning and Decision-Making Process: Campus-Level

6. Adjournment

Having no further business before the Board, MOTION was made by Mr. Garcia to adjourn the meeting at 7:34 p.m.

Kristin K. Tassin, President

David Hamilton, Secretary

Minutes
Fort Bend ISD Board of Trustees
Regular Business Meeting
October 21, 2024

A Board of Trustees Regular Business Meeting was held on Monday, October 21, 2024 beginning at 6:01 p.m. in the Board Room of the Administration Building located at 16431 Lexington Blvd., Sugar Land, Texas. The Live Stream of the meeting was available at <https://www.fortbendisd.com/boardmeetinglivestream>. The meeting was recorded as required by law, and the recording is available to the public at:

<https://fortbendisd.new.swagit.com/videos/318216>.

The agenda packet for the meeting can be found here:
<https://meetings.boardbook.org/Public/Agenda/649?meeting=655075>.

Presiding Officer.....Mrs. Kristin K. Tassin, President

Board Members Present

Mr. Rick Garcia, Vice President
Mr. David Hamilton, Secretary
Mrs. Angie Hanan
Mr. Adam Schoof
Dr. Shirley Rose-Gilliam
Ms. Sonya Jones (joined in progress)

School Officials Present

Dr. Marc Smith, Superintendent of Schools
Beth Martinez, Deputy Superintendent Chief of Staff
Kathleen Brown, Deputy Superintendent of Operations
Dr. Jaretha Jordan, Deputy Superintendent of Teaching and Learning
Chassidy Olainu-Alade, Interim Chief Communications Officer
Bryan Guinn, Chief Financial Officer
Dr. Adam Stephens, Chief Academic Officer
Glenda Johnson, Chief Human Resources Officer
Long Pham, Chief Information Officer
David Rider, Chief of Police
Dr. Andria Schur, Chief of Schools
Dr. Damian Viltz, Chief Operations Officer
Coby Wilbanks, General Counsel

Amanda Bubela, Recording Secretary (virtual)

Others Present

Jonathan Brush, Board Counsel
FBISD Staff and Employees

1.- 3. Meeting Called to Order, National Anthem, Moment of Silence

President Tassin called the meeting to order at 6:01 p.m. announcing the presence of a quorum, that the meeting had been duly called and the notice posted for the time and matter required by law. President Tassin asked everyone to stand for the National Anthem, performed by the Bush High School Choir ensemble. Following the performance, everyone was asked to remain standing for a moment of silence.

4. Recognitions

The Board recognized several students and campuses including:

- FBISD's Design & Construction team, along with the architects, contractors and staff who worked to design and build Almeta Crawford High School and Lakeview Elementary, which have been deemed LEED-certified buildings.
Representing Almeta Crawford High School:
 - Dr. Amber Grady, Almeta Crawford High School Principal
 - Qeturah Williams and Kirk Madison, DLR Architect Principals
 - Sidhesh Kakodkar, Executive VP, and Clarence Stephens, Project Manager, Durotech Contractors
 - Gaurav Agarwal, Jacobs Engineering
 - Kathleen Brown, FBISD Deputy Superintendent of Operations; Dr. Damian Viltz, FBISD Chief Operations Officer; Dan Bankhead, FBISD Executive Director of Design and Construction; Ashley Dixon, FBISD Director of Bond ConstructionRepresenting Lakeview Elementary:
 - Megan Boler, Lakeview Elementary Principal
 - Nicola Springer, Executive VP, and Jodi Sergi, Associate Partner, Kirksey Architecture
 - Ryan Busking, Operations Director, Satterfield & Pontikes Contractor
 - Kathleen Brown, FBISD Deputy Superintendent of Operations; Dr. Damian Viltz, FBISD Chief Operations Officer; Dan Bankhead, FBISD Executive Director of Design and Construction; Bernice Edwards, FBISD Design and Construction Senior Project Manager
- Members of the Bush High School choir ensemble for the performance of the National Anthem.
 - Hannah Alarcon
 - Jelena Luna
 - Ckengston Hall
 - Clay Lizalde
 - Victoria Obisesan
 - Bree Payne
 - Angel Rodriguez
 - Qynn Williams
 - Marina Monsivais, Director
- Ms. Joi Hughes, Theatre Art Integration Teacher at Ridgemont Early Literacy Center, who won the Texas Educational Theatre Association's Educator of the Year award.

- Two Fort Bend ISD Junior Achievement companies which competed in the National Student Leadership Summit:
 - Elkins High School student company, EVO, which received second place overall Junior Achievement company of the year in North America for their project: English proficiency for every child, everywhere.
 - Yasemin Ciftci
 - Josie Lau
 - Rhea Noorani
 - Jewel Joy
 - Neha Varghese
 - Richard Salazar, Sponsor
 - Dulles High School student company, The F.L.I.N. Company, which received the Delta Social Impact Award for their creative solution to address the social concern of financial literacy and ranked fourth place overall in North America.
 - Irene Ho
 - Jerry Zeng
 - Genevieve Bascos

5. Superintendent Update

6. Board Activity Report

7. Public Comment

- Krista A. Coleman, in support of naming Blue Ridge/Briargate in honor of her late mother, Amy Joyce Coleman, who served in Fort Bend ISD for more than 30 years, and naming Mission Glen/Bend in honor of former Coach Allen Aldridge.
- Antoinette Tucker, a retired educator, in support of naming Blue Ridge/Briargate in honor of Amy J. Coleman, a former principal at Briargate Elementary.
- Virginia Captain, in support of naming Blue Ridge/Briargate in honor of Amy J. Coleman.
- Audrey Williams, in support of naming Mission Bend/Mission Glen in honor of Allen Ray Aldridge, Jr., naming Briargate in honor of Amy J. Coleman, and stating a swim practice facility at a middle school is not warranted at this time.
- Bessie Ford, in support of naming the Blue Ridge/Briargate campus in honor of Amy J. Coleman.
- Teresa Chao, in opposition to changing the ranking policy halfway through students' high school careers.
- Dr. Monique Nilsson, a parent of a junior zoned to Dulles and a Dulles graduate, in opposition to changes in the ranking policy for juniors and seniors.
- Dylan Barrow, an FBISD senior, in opposition to proposed changes to the class rank policy.
- Bin Hsieh, in opposition to changing the class rank policy and asking Board members to vote against the proposed change.
- Amelia Breeden, parent of a Dulles High School senior, in opposition to changing the class rank policy.

- Brett Breeden, in opposition to the proposed changes to the ranking system and concerning potential litigation.
- Jamal Hassan, vice president of the Medical Science Academy at Hightower High School, in support of reforms to ranking policy but asking that the changes not affect the Class of 2025.
- Jerry Zeng, an 11th grade Math and Science Academy student zoned to Dulles High School, in opposition to the change in ranking policy.
- Kim Error, in opposition to changing the ranking policy and changing the rules in the middle of the game.
- Marrit Hemstra, a junior at Travis High School, in opposition to changes to the ranking policy and concerns of students losing their automatic admission to universities.
- Elizabeth Murray, a junior at Ridge Point High School, in support of accelerating the implementation of class ranking policy prior to the class of 2028.
- Krathu Sankaranaryananan, a student at Ridge Point High School in the class of 2027, in support of changing the ranking policy.
- Dolores Collins, concerning class ranking policy and having top spots at a school being allocated to students who have never stepped in the school.
- Carsten Udengaard, in opposition to the proposed changes to the ranking system due to its impact on seniors who have already applied to colleges.
- Davida Adeniruju, a senior at Marshall High School's Early College Program, expressing support for the current ranking policy to be changed and sharing how revisions to policy have affected her academic future.
- Gena Tribble, president of the Hightower High School Band Booster Association, concerning the fine arts facilities at the high school and the band not being able to fit in the band hall.
- Stephanie Brown, concerning ranking policy and asking Board to change the policy now to help students who will be applying to colleges in January.
- Gage Fagan, a junior at Ridge Point High School, advocating for the accelerated implementation of the ranking policy change to create a more equitable ranking system.
- Haniyah Syed, a senior at Marshall High School in the Early College Program, asking Board members to change rank policy and bring it back to the school that students attend.
- Elisa Hrachovina, a Neill Elementary parent, asking Board members to delay the vote regarding Elementary 55 and consider building a smaller school.
- Dr. April Tasso, a former Briargate Elementary student, asking the Board to consider renaming the school in honor of Amy J. Coleman.
- Nabiah Khan, a member of the Neill Elementary community, asking the Board to postpone any vote on the elimination of Elementary 55 and address capacity issues at the school.
- Stacey Allen, a Fort Bend ISD parent and graduate of Marshall High School, asking Board members to change the ranking policy effective for the class of 2025.
- Sandy Perez, a parent of a Travis High School junior, asking Board members to not make ranking policy changes now.
- Aayushi Dhruva, a sophomore at Elkins High School and student in the Engineering Academy, in opposition to the policy change and its impact on academy students.

- Genevieve Bascos, an 11th grade non-Math and Science Academy at Dulles High School, in opposition to the proposed change to ranking policy.
- Elena Joseph, a sophomore at Elkins High School and student in the Engineering Academy, in opposition to changes to the ranking policy.

8. Information

- A. Intruder Detection Report
- B. Special Education Update
- C. Calendar Planning Process

9. Action

- A. **Defer Transportation Facility and Allocate Budget to Program Contingency:** Consideration and approval for deferring the Transportation Facility (BP008) and allocating the budget to program contingency to reduce the 2023 Bond deficit.

MOTION by Mr. Garcia and SECONDED by Mrs. Hanan that the Board of Trustees approve Action Item 9A as presented.

MOTION CARRIES, 7-0.

Yea: Tassin, Garcia, Hamilton, Hanan, Schoof, Gilliam, Jones

- B. **Eliminate Elementary School 55 and Allocate Budget to Program Contingency:** Consideration and approval to eliminate construction of Elementary School 55 (ES55) (BP006) and allocate the budget to program contingency to reduce the 2023 Bond deficit.

MOTION by Mr. Garcia and SECONDED by Mrs. Hanan that the Board eliminate construction of Elementary School 55 (ES55), Bid Package 006, and allocate the budget to program contingency to reduce the 2023 Bond deficit as presented.

Following discussion, **MOTION CARRIES, 5-2.**

Yea: Tassin, Hamilton, Hanan, Schoof, Gilliam,

Nay: Garcia, Jones

MOTION by Mrs. Hanan and SECONDED by Mr. Schoof to add discussion regarding a future special purpose bond proposition at the November 4 Agenda Review meeting specifically to discuss Elementary School 55.

Following discussion, **MOTION CARRIES, 6-0-1.**

Yea: Tassin, Garcia, Hamilton, Hanan, Schoof, Gilliam

Nay:

Abstain: Jones

Note: Following action on Item 9B, President Tassin called for a brief break at 9:15 p.m. The meeting reconvened in open session at 9:27 p.m.

- C. **Align Hightower High School Project to Approved Budget:** Consideration and approval of aligning the Hightower High School renovation project to the approved budget of \$14.7M.

MOTION by Mr. Garcia and SECONDED by Dr. Gilliam that the Board approve Item 9C as presented.

During discussion, **MOTION to AMEND by Mrs. Hanan** to amend the previous motion in order to postpone consideration to eliminate \$6 million for an addition of a fine arts area, Hightower High School, in order for the board to have consideration of a special purpose bond proposition at the November 4 Agenda Review meeting to discuss Hightower High School meeting the facilities education standard for a fine arts addition. **MOTION TO AMEND FAILS** for a lack of a second.

Following further discussion, **ORIGINAL MOTION CARRIES**, 6-1.

Yea: Tassin, Garcia, Hamilton, Schoof, Gilliam, Jones

Nay: Hanan

MOTION by Mrs. Hanan and SECONDED by Dr. Gilliam to add consideration of a Hightower High School fine arts addition to a future special purpose proposition at the November 4 Agenda Review Meeting.

With no opposition from the Board, **MOTION and SECOND WITHDRAWN.**

MOTION by Mrs. Hanan and SECONDED by Dr. Gilliam to add Hightower High School fine arts addition to the discussion at the special purpose proposition meeting at the November 4 Agenda Review Meeting.

MOTION CARRIES, 6-1.

Yea: Tassin, Garcia, Hamilton, Hanan, Schoof, Gilliam

Nay: Jones

- D. **Align Turf & Athletics and Athletics Renovations Packages with Approved Budget:** Consideration and approval of Aligning Turf & Athletics Package (BP010) and Athletic Renovations (BP012) with the approved budget.

MOTION by Mr. Garcia and SECONDED by Ms. Jones that the Board approve item 9D, Align Turf & Athletics and Athletics Renovations Packages with Approved Budget.

MOTION CARRIES, 6-1.

Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones

Nay: Schoof

- E. **2023 Bond Natatorium Recommendation:** Consideration and approval to move forward with planning to build a second aquatic practice facility with 2023 Bond proceeds.

MOTION by Mrs. Hanan and SECONDED by Dr. Gilliam that the Board postpone consideration of whether to proceed with planning and construction of a second aquatic practice facility pending further consideration of a special future special purpose bond proposition at the November 4 Agenda Review Meeting.

Following discussion, **MOTION CARRIES**, 4-3.

Yea: Tassin, Garcia, Hanan, Gilliam

Nay: Hamilton, Schoof, Jones

- F. **Policy EIC (Local):** Consideration and approval of proposed revision of Policy EIC (Local).

MOTION by Mr. Garcia and SECONDED by Mrs. Hanan that the Board adopt policy EIC Local as presented, except with two changes: 1) begin implementation with the class of 2026 and delay implementation of the four- semester rule to the top ten percent for current sophomores, juniors, and seniors. Specifically, these changes:

1. replacing “2024” with “2025” in both instances on page 3 of 6;
2. replacing “2025” with “2026” in both instances on pages 3 and 4 of 6;
3. reinserting the section titled “Students Impacted by Cap and Overflow” and, in this section, deleting “as juniors and seniors” and replacing “students with whom they will eventually graduate” with “campus they attend. [see FC(LOCAL)].” and
4. inserting the following note immediately prior to the last paragraph on page 5 of 6 addressing eligibility to graduate as a student in the top ten percent:
“For the classes of 2025, 2026, and 2027, the following requirements shall only apply to the valedictorian and salutatorian, not to other students with a class rank in the top ten percent.”

During discussion, **MOTION TO AMEND by Mr. Hamilton and SECONDED by Ms. Jones** to make the necessary changes to the proposed policy such that the rank where you attend portion of the policy changes will begin starting with the Class of 2025.

During discussion, **MOTION by Mrs. Hanan and SECONDED by Mr. Garcia** to call the question.

MOTION TO CALL QUESTION FAILS, 2-5.

Yea: Hanan and Gilliam

Nay: Tassin, Garcia, Hamilton, Jones, Schoof

Following further discussion, **MOTION by Mr. Hamilton and SECONDED by Mrs. Hanan** to call the question.

MOTION TO CALL QUESTION CARRIES, 6-1.

Yea: Tassin, Garcia, Hamilton, Hanan, Gilliam, Jones

Nay: Schoof

With no opposition from the Board, **MOTION to call the question and SECOND WITHDRAWN.**

Following discussion, **MOTION TO AMEND FAILS, 3-4.**

Yea: Hamilton, Schoof, Jones

Nay: Tassin, Garcia, Hanan, Gilliam

ORIGINAL MOTION CARRIES, 5-2.

Yea: Tassin, Garcia, Hamilton, Schoof, Gilliam

Nay: Hanan and Jones

G. **Agreement for Use of Stafford Municipal Pool:** Consideration and approval for an Interlocal Agreement for the use of the Stafford Municipal Pool.

MOTION by Mr. Garcia and SECONDED by Mrs. Hanan to approve item 9G Agreement for Use of Stafford Municipal Pool as presented.

MOTION CARRIES, 7-0.

Yea: Tassin, Garcia, Hamilton, Hanan, Schoof, Gilliam, Jones

10. Consent Agenda

Prior to consideration of the Consent Agenda, President Tassin shared Item 10F was being pulled from the agenda.

MOTION by Mr. Garcia and SECONDED by Mrs. Hanan to approve Consent Agenda Items, excluding Item F, as presented.

MOTION CARRIES, 7-0.

Yea: Tassin, Garcia, Hamilton, Hanan, Schoof, Gilliam, Jones

- A. **CenterPoint Energy Blanket Easement - Briargate Elementary:** Consideration and approval of a blanket (short form) easement with CenterPoint Energy for the electrical services to the new Briargate Elementary School and authorization for the FBISD Board President and/or designee to negotiate and execute this easement, as well as the CenterPoint Energy long form easement to be provided near the conclusion of the project.
- B. **CenterPoint Energy Blanket Easement - Mission Bend Elementary:** Consideration and approval of a blanket (short form) easement with CenterPoint Energy for the electrical services to the new Mission Bend Elementary School and authorization for the FBISD Board President and/or designer to negotiate and execute this easement, as well as the CenterPoint Energy long form easement to be provided near the conclusion of the project.
- C. **Water Meter Easement with City of Arcola for Middle School No. 16:** Consideration and approval of one Water Meter Easement with the City of Arcola for Middle School No. 16, and authorization for the FBISD Board President to negotiate and execute this easement.
- D. **Gibson Consulting Program Management:** Consideration and approval for Gibson Consulting to provide management services for the District's internal audit program.
- E. **Gibson Consulting Internal Audit Services:** Consideration and approval for Gibson Consulting to provide internal audit services for PEIMS and Cost Savings Audit.
- G. **Superintendent Evaluation Instrument:** Consideration and approval of Superintendent's Summative Evaluation Instrument.
- H. **2025 Houston-Galveston Area Council General Assembly:** Consideration and approval of a resolution nominating a representative and an alternate to the General Assembly of the Houston- Galveston Area Council.
- I. **Board of Trustees Meeting Minutes:** Consideration and approval of the minutes of Fort Bend ISD Board of Trustees meetings and/or public hearings on the following dates:
 - 1. August 12, 2024 - Called Meeting and Agenda Review
 - 2. August 26, 2024 - Regular Business Meeting
 - 3. September 5, 2024 - Special Called Meeting - Bond Workshop
- J. **Policies CSA (Local) and EHB (Local):** Consideration and approval of proposed adoption, and revision of local policies CSA (Local) and EHB (Local).

1. CSA (Local) - Facility Standards: Safety and Security
 2. EHB (Local) - Curriculum Design: Special Programs
- K. **2024-25 T-TESS Appraisers:** Consideration and approval of certified campus-based T-TESS Appraisers in administrative positions to serve as teacher appraisers for the 2024-25 school year.
- L. **Fund Balance Resolution:** Consideration and approval of the Committed Fund Balance Resolution.
- M. **Consideration and approval of proposed expenses that exceed \$50,000: Specifically for:**
1. **Construction Services for Kitchen Renovations MS-HS at Multiple Campuses (BP014):** Consideration and approval of a Construction Services for Kitchen Renovations MS- HS at Multiple Campuses (BP014) for a stipulated lump sum amount of \$17,744,892 and authorization for the Superintendent to negotiate and execute or terminate the agreement.
 2. **Construction Services Agreement for Multi-Campus Renovations (BP021):** Construction Services Agreement with Dunhill Development and Construction, LLC for Multi-Campus Renovations (BP021) for a stipulated lump sum amount of \$8,708,000 and authorization for the Superintendent to negotiate and execute or terminate the agreement.
 3. **Gates and Doors:** Consideration and approval for the purchase of gates and door products, services, and installation through multiple cooperative contracts for an amount not-to-exceed \$596,539 and authorization for the Superintendent to negotiate and execute the agreements through April 2029.
 4. **School Bus Parts, Services and Related Items (COOP):** Consideration and approval for the purchase of school bus parts, services, and support from multiple vendors through multiple cooperative contracts for an amount not-to-exceed \$6,900,000 and authorization for the Superintendent to negotiate and execute the agreements through October 2029.
 5. **Roofing Package:** Consideration and approval of a Construction Services Agreement with Job Order Contractor (JOC) Nash Industries, Inc. to perform Roofing Replacement at the FBISD Administration Building for a stipulated not-to-exceed amount of \$1,500,000 and authorization for the Superintendent to negotiate and execute or terminate the agreement.
 6. **Stakeholder Engagement Services and Program Evaluation:** Consideration and approval for the purchase of stakeholder engagement services and program evaluation from multiple vendors for an amount not-to-exceed \$1,506,991 and authorization for the Superintendent to negotiate and execute the agreements through October 2029.

11. Convene in Closed Session

The Board convened in closed session at 11:03 p.m. under Texas Open Meetings Act, Texas Government Code, Chapter 551 under the following sections: 551.071 - For the purpose of a private consultation with the Board's attorney on any or all subjects or matters authorized by law; Section 551.072 - Consider purchase, exchange, lease, or value of real property, Section 551.074 - Personnel matters, Section 551.076 - Security matters, Section 551.082 - Student discipline matter or complaint, or Section 551.0821 - Personally identifiable information about public school student.

- A. Deliberate assigning FNG parent grievance of Yen L. to the Board hearing officer, or to schedule a future Board meeting to hear and consider the grievance.
- B. Consider offer of settlement in the matter of Long-Walker v. Fort Bend ISD in the U.S. District Court for the Southern District of Texas, Houston Division.

12. Reconvene in Open Session

The Trustees reconvened in open session at 11:45 p.m.

13. Consider Action on Closed Session Items

MOTION by Mr. Garcia and SECONDED by Mrs. Hanan that the Board of Trustees assign the Level 3 FNG parent complaint of Yen L. to the Board's designated hearing officer under Board Policy FNG Local.

MOTION CARRIES, 7-0.

Yea: Tassin, Garcia, Hamilton, Hanan, Schoof, Gilliam, Jones

14. Adjournment

Having no further business before the Board, MOTION was made by Mrs. Hanan to adjourn the meeting at 11:46 p.m.

Kristin K. Tassin, President

David Hamilton, Secretary

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Deletion, Adoption and Revision of
Policies FFA(Local), GRA(Local),
and BQAA(Local)
References: Board Policy BF (Local)
Department: Legal Services

Recommendation

Consideration and approval of proposed deletion, adoption, and revision of local policies: FFA (Local), GRA (Local), and BQAA (Local).

Summary

The Board Policy Committee and Administration recommend the following adoption and revision of local policies:

- FFA (Local) Student Welfare: Wellness and Health Services
 - Proposed revisions to the District wellness policy have been recommended and reviewed by SHAC and the DPAC.
- GRA (Local) Relations with Governmental Entities: State and Local Governmental Authorities
 - Proposed compliance related revisions add a cross-reference, ensuring coordination with Education Code Chapter 37 when a student is taken into custody, in addition to revisions for clarity and consistency.
- BQAA (Local) Planning and Decision-Making Process: District-Level
 - Proposed revisions add a provision regarding the purpose of program evaluation, insert applicable definitions, and address a schedule of program evaluations.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Dr. Jaretha Jordan
Deputy Superintendent of Teaching and Learning

Beth Martinez
Deputy Superintendent Chief of Staff

Philosophy

The Board believes the District shall develop a culture to inspire and equip students with skills to make healthy life choices about nutrition, mental health, wellness, and physical activity to ensure overall whole child wellness. The District shall provide a school climate that promotes students' learning, leadership, Profile of a Graduate attributes, and physical and mental well-being to enable students to reach their full potential academically, physically, socially and emotionally.

Wellness Plan

The District shall continually seek to develop and provide a wellness plan in collaboration with the local School Health Advisory Council (SHAC) and with involvement from representatives of the diverse student body, school food service, school administration, the Board, parents and the public. The wellness plan shall address wellness goals as described herein regarding nutrition education, nutrition promotion, marketing food and beverages to students, physical activity and school-based activities [See BDF and EHAA(LEGAL)].

The Superintendent shall establish administrative procedures that support this policy and the District's wellness plan.

Guidelines

The District's wellness plan shall promote the general physical, mental/emotional, and social wellness and safety of all students through nutrition education, physical activity and other school-based activities. School-based activities shall include, but are not limited to, programs intended to prevent bullying, improve students' social-emotional competency, reduce risky behaviors and teach effective interpersonal communication skills [See FFBA(LOCAL), FFB(LOCAL) AND FFAE(LOCAL)].

In addition to legal requirements, the District shall develop student, staff and community opportunities to discuss mental health with the purpose to improve community understanding, raise awareness and remove the stigma of mental health conditions.

The District shall ensure that nutrition guidelines for reimbursable school meals meet or exceed the minimum guidelines for the federal regulations and guidance, and that all foods sold on each campus during the school day are in accordance with District, state and federal standards [See CO(LEGAL)].

Wellness Goals

In addition to legal requirements, the District shall:

_____ Enforce District, state and federal guidelines for food and/or beverages sold to students throughout the school day to include fundraisers and vending machines. The District shall not allow any "exemption days". [See USDA recommendations at USDA.gov.](#)

- Establish age-appropriate guidelines for food and/or beverages provided, but not sold to, students during classroom parties, classroom snacks, school celebrations or events [See CO(LEGAL)].
- Prohibit the use of food as a punishment. This shall include, but not be limited to:
 - Reduced time for meal consumption as a consequence, punishment or for any other reason.
 - Reduced time for meal consumption to complete classroom assignments, unless approved by campus administration in collaboration with a parent.
 - Meal service options shall not be removed or replaced as punishment, such as, providing a cold meal to a student when hot meals are available to all students.
- Silent lunch is prohibited as a form of punishment and should only be allowed in order to ensure student and/or staff safety, and/or as a requirement for local/state testing.
- Encourage the use of non-food based incentives and rewards in the classroom, including physical activity opportunities.
- Allow the use of food as a student's preferred reinforcer when tied to the positive behavior interventions and supports, or as part of an Individualized Education Program (IEP), Behavior Intervention Plan (BIP), and/or Specialized Support Program as part of a tiered intervention plan, and in special circumstances as long as considerations have been made related to possible connections to mental health and healthy eating behaviors.

Nutrition Education

The District establishes the following goals for nutrition education:

- Students shall receive evidence-based and interactive nutrition education that fosters the adoption and maintenance of healthy eating behaviors.
- Nutrition education shall be age-appropriate and reflect the diversity within the school environment.
- Nutrition education shall be a District-wide priority, shall address agriculture and food systems, and shall be integrated into other areas of the curriculum, as appropriate.
- Educational nutrition information shall be shared with families and the public to positively influence the health of students

and community members and to inform them of state and federal nutrition standards.

- The Child Nutrition Department's Registered Dietitians shall work collaboratively with other District departments on all nutrition-related curriculum and initiatives.

Nutrition Promotion

Nutrition promotion and education positively influence lifelong eating behaviors by using evidence-based techniques and nutrition messages, and by creating food environments that encourage participation in school meal programs, such as allowing adequate seat time and space for students to fully participate in the meal programs.

The District shall promote healthy food and beverage choices for all students throughout the school campus, as well as encourage participation in school meal programs. This promotion shall occur through at least:

- Implementing evidence-based, healthy food promotion techniques;
- Ensuring that foods sold to students during the school day meet all District, state and federal standards. [See USDA recommendations at USDA.gov](#);
- Providing education opportunities to food service staff, all instructional staff and other school personnel that encourages the coordination and promotion of nutrition messages in the cafeteria, classroom and other appropriate settings; and
- Nutrition promotion messages will be made available in both English and Spanish at minimum.
- The District will provide students adequate time to eat meals at school. Mealtime schedules will be based on enrollment, cafeteria serving, and seating capacity to minimize wait time and allow sufficient time to eat. Students shall have the opportunity to eat breakfast for at least ten minutes and at least 20 minutes to eat lunch, from the time in which they receive their meal.
- In the case of alternative feeding options that increase breakfast participation, such as breakfast in the classroom, grab and go breakfast or second chance breakfast, every effort should be made, though not guaranteed, for the opportunity to eat for ten minutes for breakfast.

- Additional time allowances shall be established based on campus enrollment, the campus master schedule and shall be influenced by evidence-based best practices set forth by national organizations such as, but not limited to, the Alliance for Healthier Generation, Centers for Disease Control and Prevention and US Department of Agriculture.

Marketing Food and Beverages to Students

The District shall be committed to providing an inclusive and compassionate environment that ensures opportunities for all students to practice healthy mindful eating and physical activity behaviors throughout the school day while minimizing commercial distractions. Marketing and advertising of food and/or beverages on-campus shall meet state and federal nutrition standards [see CO(LEGAL)].

Physical Activity

The District shall implement, in accordance with law, a coordinated health program with physical education and physical activity components and shall offer at least the required amount of physical activity for all grades [see EHAB and EHAC].

The District shall provide opportunities and support for all students to be physically active on a regular basis and to develop the skills, behaviors and confidence needed to ~~lead a physically active life~~increase physical activity and decrease sedentary behaviors.

The District shall make appropriate before-school and after-school physical activity programs available and shall encourage students to participate.

- Elementary-aged students shall have the opportunity to participate in a minimum of 135 minutes of structured physical activity weekly as required by Texas Education Code 28.002(l), unless indicated in student's 504 plan, special education plan or the like. Participation in physical activities conducted during the minimum time requirement shall not be withheld as punishment or for any other reason unless approved by campus administration. The 135 minutes of structured physical activity shall be listed on the master schedule.
- All elementary students shall have the opportunity to participate in at least 30 minutes of recess daily. No more than ten minutes of recess shall be structured physical activity and count towards the minimum time requirement. At least 20 minutes of daily recess shall be unstructured physical activity. In addition, elementary campuses shall provide unstructured recess on a daily basis. Unstructured recess time may not

count toward the 135 minutes of required structured physical activity.

- Staff shall be educated on the Recess Guidelines and the Recess Guidelines shall be posted on the District and/or campus website for parents to view. Staff shall encourage students to be active, and will serve as role models by being physically active alongside the students whenever feasible.
- Outdoor recess will be offered when weather is feasible for outdoor play. In the event the weather is not feasible, staff and teachers will conduct indoor recess.
- The District shall not permit the denial of the required 135 minutes of physical activity, physical education class, and/or unstructured recess as punishment for inappropriate behavior and/or failure to complete or turn in assignments with the exception of severe discipline consequences assigned by the principal or assistant principal (i.e. In School Suspension (ISS), Out of School Suspension (OSS)).
- All elementary students will be provided equal opportunities to participate in the required 135 minutes of structured physical activity. The District will ensure appropriate accommodations to allow for equitable participation for all students. [*Texas Education Code 28.002(l)*]
- Middle school students shall be provided with the opportunity to participate in at least 30 minutes of moderate to vigorous physical activity daily or 225 minutes every two weeks for at least five semesters as part of the District's physical education program unless indicated (i.e. a student's 504 plan, special education plan). [*Texas Education Code 28.002(l)*]
- The District shall require one full credit of physical education class or approved substitute be required for graduation.
- Physical education classes shall encourage students to participate in moderate to vigorous physical activity for at least 50 percent of the physical education class time.
- The campus will offer opportunities for students to participate in physical activity either before and/or after school through a variety of physical activities that encourage and support the development of the skills, behaviors and confidence needed to live a physically active life, including those students who do not excel athletically.

- All schools shall help students understand the evidence-based short and long-term benefits of a physically active and healthy lifestyle.
- The District physical activity program shall promote student physical fitness through individualized fitness and an activity assessment.
- The District shall provide an environment that fosters safe and enjoyable physical activity for all students, including those not enrolled in a physical education class or competitive sport, as outlined in administrative procedures.
- The District shall encourage parents and guardians to support their children's participation in physical activities.
- The District shall ensure that its grounds and facilities are safe and that equipment is available for students to be active.
- The District shall encourage students, parents, staff and community members to use the available recreational facilities at their neighborhood campus that are available outside of the school day. The District shall provide information regarding which indoor and outdoor facilities are available for public use on the District webpage.
- The District recognizes that students are more attentive and ready to learn if provided with periodic breaks when they can be physically active or stretch. The District shall encourage all instructional staff to integrate physical activity into the academic curriculum where appropriate.

Other School-Based Activities

The District establishes the following goals to create an environment that promotes healthy food choices, physical activity, and social emotional wellness and to express a consistent wellness message through other school-based activities:

- Each principal shall create a campus-based school health advisory council (Wellness Committee) to coordinate physical, mental/emotional and social wellness initiatives in compliance with this policy. The council shall be responsible for reporting the implementation and accountability of the District wellness policy. The principal shall annually identify Wellness Committee members that may include parents, staff, administrators, students, school nurses, child nutrition services and community members.
- Physical, mental/emotional and social wellness for students, families and staff shall be promoted at suitable school events.

- The District shall make mental health services available to students and staff. See FFEB.
- The District shall make available substance abuse, dating violence and suicide prevention information and resources to students and staff.
- The District shall provide opportunities for ongoing professional training and development for all instructional staff in all areas of coordinated school health. Classroom teachers will be provided resources for integrating physical and mental wellness activities into the classroom.
- The District shall provide other coordinated school health services that support the overall physical, mental/emotional and social wellness of students, staff and community members.
- The District employee wellness program shall implement strategies to support staff in improving their overall health, well-being and quality of life by providing health and wellness education, a diverse selection of wellness programs, and an atmosphere that is conducive to health improvements.
- The District Employee Benefits and Wellness Department will maintain a staff committee focused on creating an employee benefits and wellness culture that will empower employees to lead healthier and well-balanced lives.
- Employees are encouraged to model healthy eating and physical activity behaviors.
- Each campus shall include in the Campus Improvement Plan (CIP) strategies, metrics and milestones related to coordinated school health implementation [See BQ and BQB].

**Implementation and
Annual Review**

The Superintendent, in coordination with the District Department of Social Emotional Learning (SEL) and Comprehensive Health and the District Child Nutrition Department, shall oversee the implementation and evaluation of this policy and shall develop administrative procedures for periodically measuring, monitoring and reporting the successful implementation of the wellness policy. Results shall be reported to the SHAC and to the District Board of Trustees on an annual basis, along with an action plan for continued improvement. The SHAC shall review the action plan and make implementation recommendations to staff and the Superintendent.

The District shall actively inform families, the public, and the SHAC each year of basic information about this policy, including its

content, any updates to the policy and its implementation status. The District shall make this information available via the District website and/or District-wide communications.

At least once every three years, the District shall evaluate the wellness policy, compliance with the wellness policy [see FFA (LEGAL)] and assess the implementation of the District wellness plan. The evaluation shall include:

- The extent to which schools under the jurisdiction of the District are in compliance with the wellness policy;
- How the wellness policy compares to other model wellness policies;
- A description of the progress made in attaining the goals of the District's wellness policy and wellness plan; and
- A report to the SHAC and Board.

Following evaluation, the district shall revise the wellness policy and wellness plan (policy regulations and/or standard operating procedures) as needed.

RELATIONS WITH GOVERNMENTAL ENTITIES
STATE AND LOCAL GOVERNMENTAL AUTHORITIES

GRA
(LOCAL)

CHILD ABUSE
INVESTIGATION

When a representative of the Department of Family and Protective Services or another lawful authority ~~requests~~desires to question or interview a student at school as part of a child abuse investigation, the principal shall cooperate fully with the official's requests regarding the conditions of the interview or questioning.

~~OTHER~~OTHER
QUESTIONING OF
STUDENTS

When law enforcement officers or other lawful authorities ~~re-~~quest~~desire~~ to question or interview a student at school for any purpose other than a child abuse investigation, the following guidelines shall apply:

1. The principal or designee shall verify and record the identity of the officer or other authority and request an explanation of the need to question or interview the student at school.
2. The principal or designee ordinarily shall make reasonable efforts to notify the student's ~~parent~~parents or other person having lawful control of the student. If the interviewer raises what the principal or designee considers to be a valid objection to the notification, ~~the parent~~parents shall not be notified.
3. The principal or ~~a~~ designee ordinarily shall be present during the questioning or interview. If the interviewer raises what the principal or designee considers to be a valid objection to a third party's presence, the interview shall be conducted without that person's presence.

STUDENTS TAKEN
INTO CUSTODY

Before a student at school is arrested or taken into custody by a law enforcement officer or other legally authorized person, the principal or designee shall verify the official's identity. To the best of his or her ability, the principal or designee shall verify the official's authority to take custody of the student [~~see Board Policy GRA above~~] and then shall deliver over the student.

The principal or designee shall immediately notify the Superintendent ~~or designee~~ and ordinarily shall notify the ~~parent~~parents or other person having lawful control of the student. If the officer or other authorized person raises what the principal or designee considers to be a valid objection to notifying the ~~parent~~parents at that time, the principal or designee shall not notify the ~~parent~~parents.

[See FO for notification requirements by the campus behavior coordinator under Education Code Chapter 37.]

Philosophy

The Board believes that a robust program evaluation system supports effective District strategic planning and continuous improvement towards goal achievement. Program evaluation also supports the District and the Board in making decisions that are fiscally responsible regarding which programs should continue, expand, and/or be modified or discontinued.

Role of Program Evaluation in District Planning

Program evaluation supports District planning as it provides information regarding effectiveness of programs. A District program shall be defined as any set of continuing services and/or resources designed to accomplish a predetermined goal or set of goals. The two types of District programs shall include:

1. Instructional Programs—The framework, which covers all aspects of the design and delivery of curriculum as well as programs established based on the individual needs of the students being served such as, but not limited to, special education, career and technical education (CTE), English Learner (EL), and bilingual programs.
2. District Support Programs—Refers to business and fiscal operation such as, but not limited to, human resources, technology, transportation, communications, facilities, procurement, design and construction, legal, police, and health service programs.

Purpose of Program Evaluations

The primary purpose of the program evaluation system is to engage in continuous improvement through the analysis of data and examination of defined outcomes for identified programs. Further, program evaluation:

- Ensures program alignment with the District Strategic Plan and Board priorities
- Assess strengths and weaknesses of the program
- Measures the impact of the program in meeting its identified outcomes; and/or
- Results in improvements in, expansions to, revisions to, or discontinuation of the program.

Program Evaluation Defined

A program evaluation is an in-depth study of a district program that uses measurable objectives to evaluate the fidelity, effectiveness, sustainability of, and/or impact of a programs, resulting in findings, recommendations, and/or conclusions.

Program Review
Defined

A program review is an evaluation of a district program based on the progress monitoring processes of identified program outcomes. Program reviews may still provide insights into the fidelity, effectiveness, sustainability, and/or impact of programs resulting in findings, recommendations, and/or conclusions but are not a full in-depth study of the program.

Program Evaluation
Cycles, Results, and
Reporting

The results of the program evaluations shall be reported to the Board. ~~The results of the program evaluations shall be used to ensure program alignment with the District's Goals and Vision; assess strengths and weaknesses of the program; measure the success of the program in meeting its expressed goals; and promote the improvement of, revisions to, or discontinuation of the program.~~

Outcomes from the program evaluations shall guide decision-making and development of department plans. In addition, the internal and external audit process supports program evaluation and continuous improvement. [See BAA(LOCAL)]

Program evaluation reports shall be defined in administrative procedures and include details regarding program descriptions, purpose of evaluation, key findings and observations, and recommendations.

The Superintendent shall develop administrative procedures outlining a program evaluation cycle that ~~define~~defines the type of evaluations and processes for identifying and conducting program evaluations. The procedures shall include a schedule of program evaluations in alignment to the district strategic plan. The schedule shall be provided to the Board and include an annual evaluation plan and roadmap for future evaluations. The administrative procedures shall include a program inventory with information about the evaluation of programs and program life cycle. The administrative procedures shall be made publicly available.

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: Fixed Rate Bond Order for New Money and Refunding Bonds and Commercial Paper
References: Board Policy CCA (Legal) District Goal 5
Department: Business and Finance

Recommendation

Consideration and approval of an order authorizing the issuance of Fort Bend ISD Fixed Rate Unlimited Tax School Building and Refunding Bonds, which may be issued in one or more series in accordance with specified parameters; and enacting other provisions relating thereto (the “Fixed Rate Order”).

Summary

In connection with the three outstanding bond programs listed below, the District has the following voted authorization, amounts issued, and amounts unissued:

Election	Amount Voted	Amount Previously Issued	Authorized but Unissued Balance
2023 Election (Proposition A) (General Proposition)	\$ 1,180,830,000	\$ 154,730,000	\$ 1,026,100,000
2023 Election (Proposition B) (Technology)	\$ 52,470,000	\$ 25,270,000	\$ 27,200,000
2023 Election (Proposition C) (Natatorium)	\$ 22,900,000	\$ 0	\$ 22,900,000
2018 Election (Proposition A)	\$ 992,600,000	\$ 936,870,000	\$ 55,730,000
2014 Election (Proposition No. 1)	\$ 484,000,000	\$ 470,750,000	\$ 13,250,000

The attached Fixed Rate Order addresses three distinct financing goals.

1. Refinancing Outstanding Commercial Paper:

The District issues commercial paper for cash flow needs, and it is anticipated that the District could have issued between \$100-\$150 million in commercial paper by the end of June 2025, which amounts will be deducted from the available voted authorization from the 2023, 2018 and 2014 elections listed above. A maximum of \$150 million in commercial paper can be outstanding at any time. The cash flow projections for projects authorized in the 2023, 2018 and

2014 bond elections show that the District will pay approximately \$200 million for construction activity through August 2025.

This Fixed Rate Order authorizes the District to refinance the outstanding commercial paper notes with fixed rate bonds. The issuance of refunding bonds to refinance up to \$150 million of commercial paper would free up capacity under the commercial paper program for additional commercial paper draws and provide long-term fixed rate financing for the outstanding commercial paper notes being refinanced.

Administration recommends having the ability to refinance the outstanding commercial paper with variable rate bonds if it is in the best interest of the District. A variable rate new money and refunding bond order (the "Variable Rate Order") that provides that ability, is being presented as a separate agenda item.

The Fixed Rate Order and the Variable Rate Order are drafted so that the total amount of bonds that can be issued under the two orders is capped as provided below.

2. Issuance of New Money Bonds for Projects:

Depending on market conditions in 2025, the Administration is seeking the ability to potentially issue up to \$150 million of new money bonds for projects without utilizing the commercial paper program. If market conditions are favorable and cash flow needs associated with the 2023, 2018 and 2014 bond authorizations persist, having the ability to issue new money bonds would allow the District to achieve efficiencies by avoiding back-to-back debt transactions.

3. Refunding Outstanding Bonds:

The District currently has the following bonds eligible to be refunded:

- Fixed Rate Bonds
 - \$4,320,000 of its Unlimited Tax Refunding Bonds, Series 2014 (the "Series 2014 Bonds") outstanding, of which \$4,320,000 is eligible to be refunded.
 - \$17,895,000 of its Unlimited Tax Refunding Bonds, Series 2016A (the "Series 2016A Bonds") outstanding, of which \$17,895,000 is eligible to be refunded.
- Variable Rate Bonds
 - \$75,545,000 of its Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B (the "Series 2020B Bonds") outstanding, of which \$74,065,000 is eligible to be refunded.

In the event that favorable market conditions exist next spring, Administration would like the ability to refinance the Series 2014 Bonds, the Series 2016A Bonds, and the Series 2020B Bonds through a fixed rate refunding(s). A fixed rate refunding(s) would provide long-term financing at fixed rates, which would reduce variable rate exposure and potentially offer savings to the District.

The separate Variable Rate Order provides the administration with the ability to refinance the Series 2020B Bonds through a variable rate refunding if that approach would be more beneficial to the District than either remarketing the Series 2020B Bonds or refunding them with fixed rate bonds.

In the event a conversion of the Series 2020B Bonds would be more beneficial to the District than a variable rate or fixed rate refinancing, the separate Conversion Order agenda item being presented would authorize the conversion of the Series 2020B Bonds to a new Term Rate Period (variable rate) or to fixed rate.

Bond refinancing (refunding) is an important debt management tool for state and local government issuers. Refundings are typically executed to achieve interest cost savings, to restructure debt service payments, or to achieve other policy objectives. It is the District's goal to keep the cost of debt as low as possible.

Therefore, with the potential (i) refinancing of up to \$150 million of outstanding commercial paper over the course of the year, (ii) refunding of up to \$4,320,000 of the Series 2014 Bonds, \$17,895,000 of the Series 2016A Bonds, and \$74,065,000 of the Series 2020B Bonds, and (iii) issuance of up to \$150 million in new money bonds, Administration is requesting approval of the Fixed Rate Order. The Fixed Rate Order provides for and authorizes the following:

1. The issuance of fixed rate refunding bonds to refinance any outstanding commercial paper in a principal amount not to exceed \$150,000,000;
2. The issuance of fixed rate new money bonds in a principal amount not to exceed \$150,000,000;
3. The total principal amount of bonds that may be issued under the Fixed Rate Order and the Variable Rate Order (separate board agenda item) for the purpose of fixing-out outstanding commercial paper and issuing new money bonds cannot exceed \$300,000,000;
4. The issuance of fixed rate refunding bonds to refund the Series 2014 Bonds in a principal amount not to exceed \$4,320,000;
5. The issuance of fixed rate refunding bonds to refund the Series 2016A Bonds in a principal amount not to exceed \$17,895,000;
6. The issuance of fixed rate refunding bonds to refund the Series 2020B Bonds in a principal amount not to exceed \$74,065,000;
7. The refunding of fixed rate bonds must result in a present value debt service savings of at least 3.00% of the principal amount of the fixed rate bonds being refunded;
8. The issuance of the bonds is anticipated to be tax-exempt;
9. The bonds may be designated as green bonds;
10. The designation of the Superintendent and Chief Financial Officer as Authorized Officers authorized to establish final terms of the bonds issued under the Fixed Rate Order within the parameters contained in Section 3.01 and 7.01 of the Fixed Rate Order;
11. A maximum maturity of any bonds issued not to exceed 40 years;
12. The preparation of a Preliminary Official Statement to be used in the connection with the issuance of the bonds in accordance with the District's Disclosure Strategy; and
13. The authority to issue bonds under the Fixed Rate Order for one year from the date the order is executed.

The District's bond counsel, Bracewell LLP has prepared and reviewed the Fixed Rate Order. The District's financial advisor, Hilltop Securities, has also reviewed the Fixed Rate Order.

As required by the Fiscal and Budgetary Strategy, approved by the Board in September 2024, the Chief Financial Officer will provide a summary of the pricing as well as the final Official

Statement to the Board for each debt transaction shortly after the transaction has priced or closed.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Financial Officer

ORDER
AUTHORIZING THE ISSUANCE OF
FORT BEND INDEPENDENT SCHOOL DISTRICT
UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS,
WHICH MAY BE ISSUED IN ONE OR MORE SERIES

Adopted: December 16, 2024

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Exhibit A – Form of Pricing Certificate

AN ORDER AUTHORIZING THE ISSUANCE OF FORT BEND INDEPENDENT SCHOOL DISTRICT UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS, WHICH MAY BE ISSUED IN ONE OR MORE SERIES IN ACCORDANCE WITH SPECIFIED PARAMETERS; AND ENACTING OTHER PROVISIONS RELATING THERETO

WHEREAS, there are presently outstanding certain obligations of Fort Bend Independent School District (the “District”) described on Schedule I attached hereto and incorporated herein by reference for all purposes (collectively, the “Refunded Obligation Candidates”), which are secured by and payable from ad valorem taxes levied, assessed and collected, without legal limit as to rate or amount, on property within the District in an amount sufficient to pay principal of and interest on such obligations as they become due; and

WHEREAS, it is intended that all or a portion of the Refunded Obligation Candidates shall be designated as Refunded Obligations (as hereinafter defined) in the Pricing Certificate(s) (as hereinafter defined) and shall be refunded pursuant to this Order and the Pricing Certificate(s); and

WHEREAS, Chapter 1207, Texas Government Code, as amended (“Chapter 1207”), authorizes the District to issue refunding bonds for the purpose of refunding and/or defeasing the Refunded Obligations, and to accomplish such refunding or defeasance by depositing directly with a paying agent or an issuing and paying agent for the Refunded Obligations (or other qualified escrow agent), the proceeds of such refunding bonds, together with other available funds, in an amount sufficient to provide for the payment or redemption of the Refunded Obligations, 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 Refunded Obligations; and

WHEREAS, the District desires to authorize the execution of one or more escrow agreements or deposit agreements in order to provide for the deposit of proceeds of the refunding bonds and, to the extent specified pursuant hereto, other lawfully available funds of the District, to pay the redemption price of the Refunded Obligations when due; and

WHEREAS, upon the issuance of the refunding bonds authorized herein and the deposit of funds referred to above, the Refunded Obligations shall no longer be regarded as being outstanding, except for the purpose of being paid pursuant to such deposit, and the pledges, liens, trusts and all other covenants, provisions, terms and conditions of the orders authorizing the issuance of the Refunded Obligations shall be, with respect to the Refunded Obligations, discharged, terminated and defeased; and

WHEREAS, the Board of Trustees of the District (the “Board”) hereby finds and determines that the refunding of the variable rate Refunded Bonds (as defined herein), as contemplated in this Order, will benefit the District by providing long-term financing at fixed rates thereby reducing interest rate risk and market risk as well as the total amount of variable rate debt outstanding, and that such benefits constitute a valid public purpose and are sufficient consideration for the refunding contemplated herein; and

WHEREAS, the Board hereby finds and determines that the refunding and defeasance of the fixed rate Refunded Bonds, as contemplated in this Order, will benefit the District by providing

a present value savings in the debt service payable by the District, and that such benefit constitutes valid public purpose and is sufficient consideration for the refunding contemplated herein;

WHEREAS, the Board hereby finds and determines that the refunding of the Refunded Notes (as defined herein) as contemplated in this Order will benefit the District by providing long-term financing at fixed rates thereby reducing interest rate risk and market risk, and that such benefits constitute a valid public purpose and are sufficient consideration for the refunding contemplated herein; and

WHEREAS, the Board hereby finds and determines that the manner in which the refunding of the Refunded Obligations is being executed does not make it practicable to make the determination required by Section 1207.008(a)(2); and

WHEREAS, the Board hereby finds and determines that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of its refunding bonds at this time; and

WHEREAS, the District desires to issue, either in combination with such refunding bonds or on a stand-alone basis as part of one or more separate series of bonds, school building bonds voted by the voters of the District pursuant to the Constitution and laws of the State of Texas, including particularly Chapter 45 of the Texas Education Code, as amended (“Chapter 45”) at elections held within the District on November 4, 2014 (the “2014 Election”), November 6, 2018 (the “2018 Election”) and May 6, 2023 (the “2023 Election,” and together with the 2014 Election and the 2018 Election, the “Elections”); and

WHEREAS, at the 2014 Election and 2018 Election the voters authorized the amount of school building bonds set forth below in the following schedule, such schedule also showing amounts previously issued pursuant to such voted authorization:

Election	Amount Voted	Amount Previously Issued*	Authorized but Unissued Balance
2014 Election (Proposition No. 1)	\$484,000,000	\$470,750,000	\$13,250,000
2018 Election (Proposition A)	\$992,600,000	\$936,870,000	\$55,730,000

* Includes premium counted against voted authorization.

which bonds may be issued by the District from time to time; and

WHEREAS, the Board does hereby find and determine that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of school building bonds as a portion and installment of school building bonds voted as Proposition No. 1 at the 2014 Election (the “2014 Proposition”) or Proposition A at the 2018 Election (the “2018 Proposition”) in an amount not to exceed the amount voted and remaining authorized and unissued from the 2014 Proposition and the 2018 Proposition, inclusive of any premium charged

against voted authority, as identified in the Pricing Certificate(s) (as defined herein) authorizing the issuance of such bonds; and

WHEREAS, the Board has found and determined that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of such school building bonds authorized by the 2014 Proposition and 2018 Proposition for the construction, acquisition, and equipment of school buildings in the District, including safety and security and technology infrastructure, for the purchase of necessary sites for school buildings, and for the purchase of new school buses; and

WHEREAS, at the 2023 Election, the voters authorized the issuance of bonds under three separate propositions as described in the following schedule, such schedule also showing amounts previously issued pursuant to such voted authorization:

2023 Election	Purpose	Amount Voted	Amount Previously Issued*	Authorized but Unissued Balance
Proposition A	Construction, acquisition, capital renovation, and equipment of school buildings in the District, for the purchase of the necessary sites for school buildings, for the purchase of new school buses, for the retrofitting of school buses with emergency, safety, or security equipment, and for the purchase or retrofitting of vehicles to be used for emergency, safety, or security purposes	\$1,180,830,000	\$154,730,000	\$1,026,100,000
Proposition B	Acquisition or update of District technology equipment, including student, teacher, and staff devices	\$52,470,000	\$25,270,000	\$27,200,000
Proposition C	Construction, acquisition, and equipment of a District natatorium	\$22,900,000	\$0	\$22,900,000

* Includes premium counted against voted authorization.

which bonds may be issued by the District from time to time; and

WHEREAS, the Board does hereby find and determine that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of bonds in an amount not to exceed the amount specified in Section 3.01 of this Order and voted from the 2023 Election, inclusive of any premium charged against such voted authority, as the first installment of the bonds voted as Proposition A, Proposition B and Proposition C (collectively, the “2023 Propositions,” and collectively with the 2014 Proposition and 2018 Proposition, the “Propositions”), as further determined in the Pricing Certificate(s); and

WHEREAS, the actual amount issued from the Propositions pursuant to this Order and the balance that remains after the issuance of the bonds authorized in this Order will be indicated in the Pricing Certificate; and

WHEREAS, the bonds authorized under the Propositions are authorized to be issued pursuant to Chapter 45; and

WHEREAS, the District has a principal amount of at least \$100,000,000 in a combination of outstanding long-term indebtedness and long-term indebtedness proposed to be issued, and some amount of such long-term indebtedness is rated in one of the four highest rating categories for long-term debt instruments by a nationally recognized rating agency for municipal securities without regard to the effect of any credit agreement or other form of credit enhancement entered into in connection with the obligation, and therefore qualifies as an “Issuer” under Chapter 1371 of the Texas Government Code, as amended (“Chapter 1371”); and

WHEREAS, pursuant to Chapter 1207 and Chapter 1371, the District desires to delegate the authority to effect the sale of the Bonds (as hereinafter defined) and any related redemption and/or defeasance of the Refunded Obligation Candidates to the Authorized Officer; and

WHEREAS, the meeting at which this Order is being considered is open to the public as required by law, and the public notice of the time, place and purpose of said meeting was given as required by Chapter 551, Texas Government Code; NOW, THEREFORE

BE IT ORDERED BY THE BOARD OF TRUSTEES OF FORT BEND INDEPENDENT SCHOOL DISTRICT

ARTICLE I

DEFINITIONS AND OTHER PRELIMINARY MATTERS

Section 1.01. Definitions. Unless otherwise expressly provided in this Order, or unless the context clearly requires otherwise, the following terms shall have the meanings specified below:

“Acts” means Chapter 45, Chapter 1207 and Chapter 1371.

“Authorized Officer” means the person serving as either Superintendent of the District or the Chief Financial Officer of the District, whether in a permanent capacity or in an interim

capacity.

“Board” means the Board of Trustees of the District.

“Bond” or “Bonds” means the District’s bonds authorized to be issued by Section 3.01.

“Bond Counsel” means Bracewell LLP.

“Business Day” means a day that is not a Saturday, Sunday, legal holiday or other day on which banking institutions in the city where the Designated Payment/Transfer Office is located are required or authorized by law or executive order to close.

“Chapter 45” means Chapter 45, Texas Education Code, as amended.

“Chapter 1207” means Chapter 1207, Texas Government Code, as amended.

“Chapter 1371” means Chapter 1371, Texas Government Code, as amended.

“Closing Date” means the date of the initial delivery of and payment for the Bonds.

“Code” means the Internal Revenue Code of 1986, as amended, and, with respect to a specific section thereof, such reference shall be deemed to include (a) the Regulations promulgated under such section, (b) any successor provision of similar import hereafter enacted, (c) any corresponding provision of any subsequent Internal Revenue Code and (d) the regulations promulgated under the provisions described in (b) and (c).

“Dated Date” means the date designated as the date of the Bonds in the Pricing Certificate.

“Debt Service” means, collectively, all amounts due and payable with respect to the Bonds representing the principal, premium, if any, and the interest due on the Bonds, payable at the times and in the manner provided herein and in the Pricing Certificate.

“Designated Payment/Transfer Office” means (i) with respect to the initial Paying Agent/Registrar named in this Order, the Designated Payment/Transfer Office as designated in the Paying Agent/Registrar Agreement, or at such other location designated by the Paying Agent/Registrar and (ii) with respect to any successor Paying Agent/Registrar, the office of such successor designated and located as may be agreed upon by the District and such successor.

“DTC” shall mean The Depository Trust Company of New York, New York, or any successor securities depository.

“DTC Participant” shall mean brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants.

“Escrow Agent” means the Escrow Agent designated in the Pricing Certificate.

“Escrow Agreement” means one or more escrow agreements by and between the District and the Escrow Agent relating to the Refunded Obligations.

“Escrow Fund” means the fund or funds established by the Escrow Agreement(s) to hold cash and securities for the payment of debt service on the Refunded Obligations.

“Escrow Securities” means (1) direct noncallable obligations of the United States, including obligations that are unconditionally guaranteed by the United States; (2) noncallable obligations of an agency or instrumentality of the United States, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date hereof, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent; and (3) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and that, on the date hereof, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent, unless the orders authorizing the Refunded Obligations contain further limitations on such securities, in which case only the securities authorized under such orders shall constitute Escrow Securities.

“Financial Obligation” means a (i) debt obligation, (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation, or (iii) guarantee of a debt obligation or any such derivative instrument; provided that “financial obligation” shall not include municipal securities as to which a final official statement (as defined in the Rule) has been provided to the MSRB consistent with the Rule.

“Fiscal Year” means such fiscal year of the District as shall be set from time to time by the Board.

“Initial Bond” means the Initial Bond for each series of Bonds authorized by Section 3.04(d).

“Interest Payment Date” means the date or dates on which interest on the Bonds is scheduled to be paid, as designated in the Pricing Certificate.

“Maturity” means the date on which the principal of the Bonds become due and payable according to the terms thereof, whether at Stated Maturity or by proceedings for prior redemption.

“MSRB” means the Municipal Securities Rulemaking Board.

“Order” means this Order authorizing the Bonds.

“Owner” means the person who is the registered owner of a Bond or Bonds, as shown in the Register.

“Paying Agent/Registrar” means the paying agent/registrar designated in the Pricing Certificate.

“Paying Agent Registrar Agreement” means one or more Paying Agent/Registrar Agreements between the Paying Agent/Registrar and the District relating to the Bonds.

“Pricing Certificate” means a certificate or certificates to be signed by the Authorized Officer in connection with the issuance of Bonds under this Order.

“Purchase Contract” means the purchase contract or purchase contracts between the District and the Underwriters pertaining to the sale of the Bonds from time to time.

“Record Date” means the Record Date set forth in the Pricing Certificate.

“Refunded Bonds” means those unlimited tax bonds designated as such in the Pricing Certificate from the list of Refunded Obligation Candidates described in Schedule I attached hereto.

“Refunded Notes” means those unlimited tax commercial paper notes designated as such in the Pricing Certificate from the list of Refunded Obligation Candidates described in Schedule I attached hereto.

“Refunded Obligation Candidates” means the obligations of the District described in Schedule I attached hereto which are hereby authorized to be designated as Refunded Obligations in the Pricing Certificate.

“Refunded Obligations” means the Refunded Bonds and/or the Refunded Notes.

“Register” means the Bond register required by Section 3.06.

“Regulations” means the applicable proposed, temporary or final Treasury Regulations promulgated under the Code or, to the extent applicable to the Code, under the Internal Revenue Code of 1954, as such regulations may be amended or supplemented from time to time.

“Representation Letter” means the Blanket Letter of Representations between the District and DTC.

“Representative” means the representative of the Underwriters designated in the Purchase Contract.

“Rule” means SEC Rule 15c2-12, as amended from time to time.

“SEC” means the United States Securities and Exchange Commission.

“Special Payment Date” means the date that is fifteen (15) days after the Special Record Date, as described in Section 3.03(e).

“Special Record Date” means the new record date for interest payment established in the event of a nonpayment of interest on a scheduled payment date, and for thirty (30) days thereafter, as described in Section 3.03(e).

“State” means the State of Texas.

“Stated Maturity” means the respective stated maturity dates of the Bonds specified in the Pricing Certificate.

“Unclaimed Payments” means money deposited with the Paying Agent/Registrar for the payment of Debt Service or money set aside for the payment of Bonds duly called for redemption

prior to Stated Maturity and remaining unclaimed by the Owners of such Bonds for 90 days after the applicable payment or redemption date.

“Underwriters” mean the underwriters named in the Purchase Contract for a series of Bonds.

“Variable Rate Order” shall mean the order of the District dated the date hereof entitled “An Order Authorizing the Issuance of Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, Which May Be Issued in One or More Series in Accordance with Specified Parameters; and Enacting Other Provisions Relating Thereto.”

Section 1.02. Other Definitions. The capitalized terms defined in the preamble to this Order shall have the meanings assigned to them in the preamble of this Order.

Section 1.03. Findings. The declarations, determinations and findings declared, made and found in the preamble to this Order are hereby adopted, restated and made a part of the operative provisions hereof.

Section 1.04. Table of Contents, Titles and Headings. The table of contents, titles and headings of the Articles and Sections of this Order have been inserted for convenience of reference only and are not to be considered a part hereof and shall not in any way modify or restrict any of the terms or provisions hereof and shall never be considered or given any effect in construing this Order or any provision hereof or in ascertaining intent, if any question of intent should arise.

Section 1.05. Interpretation. (a) Unless the context requires otherwise, words of the masculine gender shall be construed to include correlative words of the feminine and neuter genders and vice versa, and words of the singular number shall be construed to include correlative words of the plural number and vice versa.

(b) This Order and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein to sustain the validity of this Order.

(c) All article and section references shall mean references to the respective articles and sections of this Order unless designated otherwise.

ARTICLE II

SECURITY FOR THE BONDS

Section 2.01. Tax Levy. (a) Pursuant to the authority granted by the Constitution and laws of the State, there is hereby levied for the current year and for each succeeding year hereafter while any of the Bonds or any interest thereon is outstanding and unpaid, an ad valorem tax, with respect to the Bonds, on each one hundred dollars valuation of taxable property within the District, at a rate sufficient, without limit as to rate or amount, to pay Debt Service when due and payable, full allowance being made for delinquencies and costs of collection, and said taxes are hereby irrevocably pledged to pay Debt Service and to no other purpose; such tax shall be assessed and collected each such year; the proceeds of such tax shall be credited to the interest and sinking fund

designated for the Bonds; and the proceeds of such tax shall be appropriated and applied to Debt Service on the Bonds.

(b) To pay the Debt Service coming due on the Bonds prior to receipt of the taxes levied to pay such Debt Service, if any, there is hereby appropriated from current funds on hand, which are hereby certified to be on hand and available for such purpose, an amount sufficient to pay such Debt Service, and such amount shall be used for no other purpose.

(c) Any money received by the District with respect to the Bonds as state assistance pursuant to the instructional allotment or as state assistance with existing debt, each as authorized by Chapter 46, Texas Education Code, shall be deposited in the interest and sinking fund as required by Sections 46.009 and 46.035, Texas Education Code, respectively. The District will take into account the balance in the interest and sinking fund when it sets its debt service tax rate each year.

ARTICLE III

AUTHORIZATION; GENERAL TERMS AND PROVISIONS REGARDING THE BONDS

Section 3.01. Authorization. The Bonds, which may be designated “Fort Bend Independent School District Unlimited Tax School Building and Refunding Bonds” or have such other series designations or titles as may be designated in the Pricing Certificate(s), and be issued from time to time in one or more tranches, series or subseries as may be designated in the Pricing Certificate(s), are hereby authorized to be issued and delivered in accordance with the Constitution and laws of the State, including particularly the Acts. The total principal amount of Bonds to be issued from time to time pursuant to this Order to (a)(i) provide funds for the purposes identified in the 2014 Proposition, the 2018 Proposition and the 2023 Propositions and (ii) to pay the costs of issuing the Bonds shall not exceed \$150,000,000; (b) to provide funds for the refunding of the Refunded Notes and to pay the costs of issuing the Bonds shall not exceed \$150,000,000; and (c) to provide funds for the refunding of the Refunded Bonds and to pay the costs of issuing the Bonds shall not exceed \$96,280,000. The combined total principal amount issued under this Order for all purposes shall not exceed \$396,280,000. Concurrently with the adoption of this Order, the Board has adopted the Variable Rate Order. The combined total principal amount of bonds issued under this Order for the new money purposes described in Section 3.01(a), above, and under the Variable Rate Order for the new money purposes described in Section 2.01(a)(x) thereof shall not exceed \$150,000,000; the combined total principal amount of bonds issued under this Order for the refunding of the Refunded Notes described in Section 3.01(b), above, and under the Variable Rate Order for the refunding of the Refunded Notes described in Section 2.01(a)(y) thereof shall not exceed \$150,000,000; and the combined total principal amount of bonds issued under this Order for the refunding of the Refunded Bonds described in Section 3.01(c), above, and under the Variable Rate Order for the refunding of the Refunded Bonds described in Section 2.01(a)(z) thereof shall not exceed \$96,280,000. (For example, if the District issues \$150,000,000 in new money bonds under Section 3.01(a) of this Order and \$150,000,000 for the refunding of the Refunded Notes under Section 3.01(b) of this Order, the District may not issue any new money bonds under Section 2.01(a)(x) of the Variable Rate Order, or any bonds for the refunding of the Refunded Notes under Section 2.01(a)(y) of the Variable Rate Order). Further, the combined total

principal amount of bonds issued under this Order for the purposes specified in Sections 3.01(a), (b) and (c), and under the Variable Rate Order for the purposes specified in Sections 2.01(a)(x), (y) and (z) shall not exceed \$396,280,000.

Section 3.02. Date, Denomination, Maturities, and Interest. (a) The Bonds shall be dated the Dated Date as set forth in the Pricing Certificate and shall be in fully registered form without coupons.

(b) The Bonds shall be in the aggregate principal amount designated in the Pricing Certificate, shall be in the denomination of \$5,000 principal amount or any integral multiple thereof and shall be numbered separately from R-1 upward, except the Initial Bond for each series of Bonds, which shall be numbered I-1.

(c) The Bonds shall mature on the dates and in the principal amounts and shall bear interest at the per annum rates set forth in the Pricing Certificate.

(d) Interest shall accrue and be paid on each Bond, respectively, until the principal amount thereof has been paid or provision for such payment has been made, from the later of the Dated Date or Closing Date, as specified in the Pricing Certificate, or the most recent Interest Payment Date to which interest has been paid or provided for at the rate per annum for each respective maturity specified in the Pricing Certificate. Such interest shall be payable on each Interest Payment Date and shall be computed on the basis of a 360-day year of twelve 30-day months.

Section 3.03. Medium, Method and Place of Payment. (a) Debt Service shall be paid in lawful money of the United States of America.

(b) Interest on each Bond shall be paid by check dated as of the Interest Payment Date, and sent United States mail, first class, postage prepaid, by the Paying Agent/Registrar to each Owner, as shown in the Register at the close of business on the Record Date, at the address of each such Owner as such appears in the Register or by such other customary banking arrangements acceptable to the Paying Agent/Registrar and the person to whom interest is to be paid; provided, however, that such person shall bear all risk and expense of such other customary banking arrangements.

(c) The principal of each Bond shall be paid to the Owner thereof at Maturity upon presentation and surrender of such Bond at the Designated Payment/Transfer Office of the Paying Agent/Registrar.

(d) If the date for the payment of Debt Service is not a Business Day, the date for such payment shall be the next succeeding Business Day, and payment on such date shall for all purposes be deemed to have been made on the due date thereof as specified in this Section.

(e) In the event of a nonpayment of interest on a scheduled payment date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the District. Notice of the Special Record Date and of the special payment date of the past due interest (the "Special Payment Date," which shall be 15 days after the Special

Record Date) shall be sent at least five (5) Business Days prior to the Special Record Date by United States mail, first class, postage prepaid, to the address of each Owner of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last Business Day next preceding the date of mailing of such notice.

(f) Unclaimed Payments shall be segregated in a special account and held in trust, uninvested by the Paying Agent/Registrar, for the account of the Owner of the Bonds to which the Unclaimed Payments pertain. Subject to Title 6, Texas Property Code, Unclaimed Payments remaining unclaimed by the Owners entitled thereto for three (3) years after the applicable payment or redemption date shall be applied to the next payment or payments on the Bonds thereafter coming due and, to the extent any such money remains after the retirement of all outstanding Bonds, shall be paid to the District to be used for any lawful purpose. Thereafter, neither the District, the Paying Agent/Registrar nor any other person shall be liable or responsible to any holders of such Bonds for any further payment of such unclaimed moneys or on account of any such Bonds, subject to Title 6, Texas Property Code.

Section 3.04. Execution and Registration of Bonds. (a) The Bonds shall be executed on behalf of the District by the President or Vice President and the Secretary of the Board, by their manual or facsimile signatures, and the official seal of the District shall be impressed or placed in facsimile thereon. Such facsimile signatures on the Bonds shall have the same effect as if each of the Bonds had been signed manually and in person by each of said officers, and such facsimile seal on the Bonds shall have the same effect as if the official seal of the District had been manually impressed upon each of the Bonds.

(b) In the event that any officer of the District whose manual or facsimile signature appears on the Bonds ceases to be such officer before the authentication of such Bonds or before the delivery thereof, such facsimile signature nevertheless shall be valid and sufficient for all purposes as if such officer had remained in such office.

(c) Except as provided below, no Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit of this Order unless and until the Certificate of Paying Agent/Registrar, substantially in the form provided herein, has been duly authenticated by manual execution by an officer or duly authorized signatory of the Paying Agent/Registrar. It shall not be required that the same officer or authorized signatory of the Paying Agent/Registrar sign the Certificate of Paying Agent/Registrar on all of the Bonds. In lieu of the executed Certificate of Paying Agent/Registrar described above, the Initial Bond for each series of Bonds delivered on the Closing Date shall have attached thereto the Comptroller's Registration Certificate substantially in the form provided herein, manually executed by the Comptroller of Public Accounts of the State or by his duly authorized agent, which certificate shall be evidence that the Initial Bond for each series of Bonds has been duly approved by the Attorney General of the State and that it is a valid and binding obligation of the District, and has been registered by the Comptroller of Public Accounts of the State.

(d) On the Closing Date, the Initial Bond for each series of Bonds, representing the aggregate principal amount of each series of Bonds, to be payable in stated installments to the Representative or its designee, to be executed by manual or facsimile signatures of the President or Vice President and Secretary of the Board, approved by the Attorney General of the State, and

registered and manually signed by the Comptroller of Public Accounts of the State, will be delivered to the Representative or its designee. Upon payment for the Initial Bond for each series of Bonds, the Paying Agent/Registrar shall cancel the Initial Bond for each series of Bonds and deliver Bonds to DTC in accordance with Section 3.09. To the extent the Paying Agent/Registrar is eligible to participate in DTC's FAST System, as evidenced by an agreement between the Paying Agent/Registrar and DTC, the Paying Agent/Registrar shall hold the definitive Bonds in safekeeping for DTC.

Section 3.05. Ownership. (a) The District, the Paying Agent/Registrar and any other person may treat the Owner as the absolute owner of such Bond for the purpose of making and receiving payment of the principal thereof, for the further purpose of making and receiving payment of the interest thereon (subject to the provision herein that interest on the Bonds is to be paid to the person in whose name the Bond is registered on the Record Date or Special Record Date, as applicable), and for all other purposes, whether or not such Bond is overdue, and neither the District nor the Paying Agent/Registrar shall be bound by any notice or knowledge to the contrary.

(b) All payments made to the Owner of a Bond shall be valid and effectual and shall discharge the liability of the District and the Paying Agent/Registrar upon such Bond to the extent of the sums paid.

Section 3.06. Registration, Transfer and Exchange. (a) So long as any Bonds remain outstanding, the District shall cause the Paying Agent/Registrar to keep at its Designated Payment/Transfer Office the Register in which, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Bonds in accordance with this Order.

(b) The ownership of a Bond may be transferred only upon the presentation and surrender of the Bond to the Paying Agent/Registrar at the Designated Payment/Transfer Office with such endorsement or other instrument of transfer and assignment acceptable to the Paying Agent/Registrar. No transfer of any Bond shall be effective until entered in the Register.

(c) The Bonds shall be exchangeable upon the presentation and surrender thereof at the Designated Payment/Transfer Office for a Bond or Bonds of the same maturity and interest rate and in any denomination or denominations of any integral multiple of \$5,000 and in an aggregate principal amount equal to the unpaid principal amount of the Bonds presented for exchange.

(d) The Paying Agent/Registrar is hereby authorized to authenticate and deliver Bonds transferred or exchanged in accordance with this Section. A new Bond or Bonds will be delivered by the Paying Agent/Registrar, in lieu of the Bond being transferred or exchanged, at the Designated Payment/Transfer, or sent by United States mail, first class, postage prepaid, to the Owner or his designee. Each Bond delivered by the Paying Agent/Registrar in accordance with this Section shall constitute an original contractual obligation of the District and shall be entitled to the benefits and security of this Order to the same extent as the Bond or Bonds in lieu of which such Bond is delivered.

(e) No service charge shall be made to the Owner for the initial registration, any subsequent transfer, or exchange for a different denomination of any of the Bonds. The Paying Agent/Registrar, however, may require the Owner to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection with the registration, transfer or exchange of a Bond.

(f) Neither the District nor the Paying Agent/Registrar shall be required to transfer or exchange any Bond called for redemption within 45 days of the date fixed for redemption; provided, however, such limitation of transfer shall not be applicable to an exchange by the registered owner of the uncalled balance of a Bond.

Section 3.07. Cancellation. All Bonds paid or redeemed before Stated Maturity in accordance with this Order, and all Bonds in lieu of which exchange Bonds or replacement Bonds are authenticated and delivered in accordance with this Order, shall be cancelled upon the making of proper records regarding such payment, exchange or replacement. The Paying Agent/Registrar shall dispose of such cancelled Bonds in the manner required by the Securities Exchange Act of 1934, as amended.

Section 3.08. Replacement Bonds. (a) Upon the presentation and surrender to the Paying Agent/Registrar of a mutilated Bond, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a replacement Bond of like maturity, interest rate and principal amount bearing a number not contemporaneously outstanding. The District or the Paying Agent/Registrar may require the Owner of such Bond to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection therewith and any other expenses connected therewith.

(b) In the event that any Bond is lost, apparently destroyed or wrongfully taken, the Paying Agent/Registrar, pursuant to the applicable laws of the State and in the absence of notice or knowledge that such Bond has been acquired by a bona fide purchaser, shall authenticate and deliver a replacement Bond of like maturity, interest rate and principal amount and bearing a number not contemporaneously outstanding, provided that the Owner first complies with the following requirements:

(i) furnishes to the Paying Agent/Registrar satisfactory evidence of his or her ownership of and the circumstances of the loss, destruction or theft of such Bond;

(ii) furnishes such security or indemnity as may be required by the Paying Agent/Registrar and the District to save them harmless;

(iii) pays all expenses and charges in connection therewith, including, but not limited to, printing costs, legal fees, fees of the Paying Agent/Registrar and any tax or other governmental charge that is authorized to be imposed; and

(iv) satisfies any other reasonable requirements imposed by the District and the Paying Agent/Registrar.

(c) If, after the delivery of such replacement Bond, a bona fide purchaser of the original Bond in lieu of which such replacement Bond was issued presents for payment such original Bond,

the District and the Paying Agent/Registrar shall be entitled to recover such replacement Bond from the person to whom it was delivered or any person taking therefrom, except a bona fide purchaser, and shall be entitled to recover upon the security or indemnity provided therefor to the extent of any loss, damage, cost or expense incurred by the District or the Paying Agent/Registrar in connection therewith.

(d) In the event that any such mutilated, lost, apparently destroyed or wrongfully taken Bond has become or is about to become due and payable, the Paying Agent/Registrar, in its discretion, instead of issuing a replacement Bond, may pay such Bond if it has become due and payable or may pay such Bond when it becomes due and payable.

(e) Each replacement Bond delivered in accordance with this Section shall constitute an original additional contractual obligation of the District and shall be entitled to the benefits and security of this Order to the same extent as the Bond or Bonds in lieu of which such replacement Bond is delivered.

Section 3.09. Book-Entry Only System. (a) To the extent so designated in the Pricing Certificate, the definitive Bonds shall be initially issued in the form of a fully registered Bond for each of the maturities thereof. Upon initial issuance, the ownership of each such Bond shall be registered in the name of Cede & Co., as nominee of DTC, and except as provided in Section 3.10 hereof, all of the outstanding Bonds shall be registered in the name of Cede & Co., as nominee of DTC.

(b) With respect to Bonds registered in the name of Cede & Co., as nominee of DTC, the District and the Paying Agent/Registrar shall have no responsibility or obligation to any DTC Participant or to any person on behalf of whom such a DTC Participant holds an interest in the Bonds, except as provided in this Order. Without limiting the immediately preceding sentence, the District and the Paying Agent/Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Bonds, (ii) the delivery to any DTC Participant or any other person, other than an Owner, of any notice with respect to the Bonds, including any notice of redemption, or (iii) the payment to any DTC Participant or any other person, other than an Owner, of any amount with respect to Debt Service. Notwithstanding any other provision of this Order to the contrary, the District and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Bond is registered in the Register as the absolute Owner of such Bonds for the purpose of payment of Debt Service on the Bonds, for the purpose of giving notices of redemption and other matters with respect to such Bond, for the purpose of registering transfer with respect to such Bond, and for all other purposes whatsoever. The Paying Agent/Registrar shall pay all Debt Service only to or upon the order of the respective Owners, as provided in this Order, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the District's obligations with respect to payment of Debt Service, to the extent of the sum or sums so paid. No person other than an Owner, shall receive a Bond certificate evidencing the obligation of the District to make payments of amounts due pursuant to this Order. Upon delivery by DTC to the Paying Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Order with respect to interest checks being mailed to the registered Owner at the

close of business on the Record Date, the word “Cede & Co.” in this Order shall refer to such new nominee of DTC.

(c) The Representation Letter previously executed and delivered by the District and applicable to the District’s obligations delivered in book-entry-only form to DTC as securities depository is hereby ratified and approved for the Bonds.

Section 3.10. Successor Securities Depository; Transfer Outside Book-Entry Only System. In the event that the District or the Paying Agent/Registrar determines that DTC is incapable of discharging its responsibilities described herein and in the Representation Letter, and that it is in the best interest of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, or in the event DTC discontinues the services described herein, the District or the Paying Agent/Registrar shall (i) appoint a successor securities depository, qualified to act as such under Section 17(a) of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants, as identified by DTC, of the appointment of such successor securities depository and transfer one or more separate Bonds to such successor securities depository or (ii) notify DTC and DTC Participants, as identified by DTC, of the availability through DTC of Bonds and transfer one or more separate Bonds to DTC Participants having Bonds credited to their DTC accounts, as identified by DTC. In such event, the Bonds shall no longer be restricted to being registered in the Register in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names Owners transferring or exchanging Bonds shall designate, as applicable, in accordance with the provisions of this Order.

Section 3.11. Payments to Cede & Co. Notwithstanding any other provision of this Order to the contrary, so long as any Bonds are registered in the name of Cede & Co., as nominee of DTC, all payments of Debt Service on such Bonds, and all notices with respect to such Bonds, shall be made and given, respectively, in the manner provided in the Representation Letter.

ARTICLE IV

REDEMPTION OF BONDS BEFORE MATURITY

Section 4.01. Limitation on Redemption. The Bonds shall be subject to redemption before Stated Maturity only as provided in this Article IV and in the Pricing Certificate.

Section 4.02. Optional Redemption. The Bonds shall be subject to redemption at the option of the District at such times, in such amounts, in such manner and at such redemption prices as may be designated and provided for in the Pricing Certificate.

Section 4.03. Mandatory Sinking Fund Redemption. (a) The Bonds designated as “Term Bonds” in the Pricing Certificate (“Term Bonds”), if any, are subject to scheduled mandatory redemption and will be redeemed by the District, in part, at a price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date, out of moneys available for such purpose in the interest and sinking fund, on the dates and in the respective principal amounts as set forth in the Pricing Certificate.

(b) Prior to each scheduled mandatory redemption date, the Paying Agent/Registrar shall select for redemption by lot, or by any other customary method that results in a random selection, a principal amount of Term Bonds equal to the aggregate principal amount of such Term Bonds to be redeemed, shall call such Term Bonds for redemption on such scheduled mandatory redemption date, and shall give notice of such redemption, as provided in Section 4.05.

(c) The principal amount of the Term Bonds required to be redeemed on any redemption date pursuant to subparagraph (a) of this Section 4.03 shall be reduced, at the option of the District, by the principal amount of any Term Bonds which, at least 45 days prior to the mandatory sinking fund redemption date (i) shall have been acquired by the District and delivered to the Paying Agent/Registrar for cancellation, or (ii) shall have been redeemed pursuant to the optional redemption provisions hereof and not previously credited to a mandatory sinking fund redemption.

Section 4.04. Partial Redemption. (a) If less than all of the Bonds are to be redeemed pursuant to Section 4.02, the District shall determine the maturities (or mandatory sinking fund payment with respect to Term Bonds) and the principal amount thereof to be redeemed and shall direct the Paying Agent/Registrar to call by lot or any other customary random selection method such Bonds for redemption.

(b) A portion of a single Bond of a denomination greater than \$5,000 may be redeemed, but only in a principal amount equal to \$5,000 or any integral multiple thereof. The Paying Agent/Registrar shall treat each \$5,000 portion of such Bond as though it were a single Bond for purposes of selection for redemption.

(c) Upon surrender of any Bond for redemption in part, the Paying Agent/Registrar, in accordance with Section 3.06 of this Order, shall authenticate and deliver exchange Bonds in an aggregate principal amount equal to the unredeemed principal amount of the Bond so surrendered, such exchange being without charge.

Section 4.05. Notice of Redemption to Owners. (a) The Paying Agent/Registrar shall give notice of any redemption of Bonds by sending notice by United States mail, first class, postage prepaid, not less than 30 days before the date fixed for redemption, to the Owner of each Bond (or part thereof) to be redeemed, at the address shown in the Register at the close of business on the Business Day next preceding the date of mailing such notice.

(b) The notice shall state the redemption date, the redemption price, the place at which the Bonds are to be surrendered for payment, and, if less than all the Bonds outstanding are to be redeemed, an identification of the Bonds or portions thereof to be redeemed.

(c) The District reserves the right to give notice of its election or direction to redeem Bonds under Section 4.02, conditioned upon the occurrence of subsequent events. Such notice may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date or (ii) that the District retains the right to rescind such notice at any time prior to the scheduled redemption date if the District delivers a certificate of the District to the Paying Agent/Registrar

instructing the Paying Agent/Registrar to rescind the redemption notice, and such notice and redemption shall be of no effect if such moneys and/or authorized securities are not so deposited or if the notice is rescinded. The Paying Agent/Registrar shall give prompt notice of any such rescission of a conditional notice of redemption to the affected Owners. Any Bonds subject to conditional redemption where redemption has been rescinded shall remain outstanding.

(d) Any notice given as provided in this Section shall be conclusively presumed to have been duly given, whether or not the Owner receives such notice.

Section 4.06. Payment Upon Redemption. (a) Before or on each redemption date, the District shall deposit with the Paying Agent/Registrar money sufficient to pay all amounts due on the redemption date and the Paying Agent/Registrar shall make provision for the payment of the Bonds to be redeemed on such date by setting aside and holding in trust an amount from the interest and sinking fund or otherwise received by the Paying Agent/Registrar from the District and shall use such funds solely for the purpose of paying the principal of, redemption premium, if any, and accrued interest on the Bonds being redeemed.

(b) Upon presentation and surrender of any Bond called for redemption at the Designated Payment/Transfer Office on or after the date fixed for redemption, the Paying Agent/Registrar shall pay the principal of, redemption premium, if any, and accrued interest on such Bond to the date of redemption from the money set aside for such purpose.

Section 4.07. Effect of Redemption. (a) When Bonds have been called for redemption in whole or in part and due provision has been made to redeem same as herein provided, the Bonds or portions thereof so redeemed shall no longer be regarded as outstanding except for the purpose of receiving payment solely from the funds so provided for redemption, and the rights of the Owners to collect interest which would otherwise accrue after the redemption date on any Bond or portion thereof called for redemption shall terminate on the date fixed for redemption.

(b) If the District fails to make provision for payment of all sums due on a redemption date, then any Bond or portion thereof called for redemption shall continue to bear interest at the rate stated on the Bond until due provision is made for the payment of same.

Section 4.08. Lapse of Payment. Money set aside for the redemption of the Bonds and remaining unclaimed by the Owners thereof shall be subject to the provisions of Section 3.03(f) hereof.

ARTICLE V

PAYING AGENT/REGISTRAR

Section 5.01. Appointment of Initial Paying Agent/Registrar. (a) The Authorized Officer is hereby authorized to select and appoint the initial Paying Agent/Registrar for the Bonds, and the initial Paying Agent/Registrar shall be designated in the Pricing Certificate.

(b) The Board hereby approves the form of Paying Agent/Registrar Agreement specifying the duties and responsibilities of the District and the Paying Agent/Registrar, and the Authorized Officer is hereby authorized and directed to execute and deliver or cause the execution

and delivery by the President and Secretary of the Board of one or more Paying Agent/Registrar Agreements.

Section 5.02. Qualifications. Each Paying Agent/Registrar shall be a commercial bank, a trust company organized under the laws of the State, or any other entity duly qualified and legally authorized to serve as and perform the duties and services of paying agent and registrar for the Bonds.

Section 5.03. Maintaining Paying Agent/Registrar. (a) At all times while any Bonds are outstanding, the District will maintain a Paying Agent/Registrar that is qualified under Section 5.02 of this Order.

(b) If the Paying Agent/Registrar resigns or otherwise ceases to serve as such, the District will promptly appoint a replacement.

Section 5.04. Termination. The District reserves the right to terminate the appointment of any Paying Agent/Registrar by delivering to the entity whose appointment is to be terminated (i) 45 days written notice of the termination of the appointment and of the Paying Agent/Registrar Agreement, stating the effective date of such termination, and (ii) appointing a successor Paying Agent/Registrar; provided, that, no such termination shall be effective until a successor paying agent/registrar has assumed the duties of paying agent/registrar for the Bonds.

Section 5.05. Notice of Change to Owners. Promptly upon each change in the entity serving as Paying Agent/Registrar, the District will cause notice of the change to be sent to each Owner by United States mail, first class, postage prepaid, at the address in the Register, stating the effective date of the change and the name and mailing address of the replacement Paying Agent/Registrar.

Section 5.06. Agreement to Perform Duties and Functions. By accepting the appointment as Paying Agent/Registrar, the Paying Agent/Registrar is deemed to have agreed to the provisions of this Order and that it will perform the duties and functions of Paying Agent/Registrar prescribed hereby.

Section 5.07. Delivery of Records to Successor. If a Paying Agent/Registrar is replaced, such Paying Agent/Registrar, promptly upon the appointment of the successor, will deliver the Register (or a copy thereof) and all other pertinent books and records relating to the Bonds to the successor Paying Agent/Registrar.

ARTICLE VI

FORM OF THE BONDS

Section 6.01. Form Generally. (a) The Bonds, including the Registration Certificates of the Comptroller of Public Accounts of the State to accompany the Initial Bond for each series of Bonds, the Certificate of the Paying Agent/Registrar, the Assignment form and the Certificate of the Permanent School Fund Guarantee (which shall appear only on the bonds guaranteed by the Permanent School Fund) (i) shall be substantially in the form set forth in Exhibit A, with such appropriate insertions, omissions, substitutions, and other variations as are permitted or required

by this Order and the Pricing Certificate, and (ii) may have such letters, numbers, or other marks of identification (including identifying numbers and letters of the Committee on Uniform Securities Identification Procedures (CUSIP) of the American Bankers Association) and such legends and endorsements (including any reproduction of an opinion of counsel) thereon as, consistently herewith, may be determined by the District or by the officers executing such Bonds, as evidenced by their execution thereof.

(b) The Bonds shall be typed, photocopied, printed, lithographed, or engraved, and may be produced by any combination of these methods or produced in any other similar manner, all as determined by the officers executing such Bonds, as evidenced by their execution thereof.

Section 6.02. CUSIP Registration. The District may secure identification numbers through the CUSIP Global Services or another entity that provides securities identification numbers for municipal securities, and may authorize the printing of such numbers on the face of the Bonds. It is expressly provided, however, that the presence or absence of CUSIP numbers on the Bonds or any errors or omissions in the printing of such number shall be of no significance or effect in regard to the legality thereof and neither the District nor Bond Counsel are to be held responsible for CUSIP numbers incorrectly printed on the Bonds.

Section 6.03. Legal Opinion. The approving legal opinion of Bond Counsel may be attached to or printed on the reverse side of each definitive Bond over the certification of the Secretary of the Board, which may be executed in facsimile.

ARTICLE VII

SALE AND DELIVERY OF BONDS; DEPOSIT OF PROCEEDS

Section 7.01. Sale of Bonds, Official Statement. (a) The Bonds shall be sold to the Underwriters in accordance with the terms of this Order. As authorized by Chapter 1207 and Chapter 1371, the Authorized Officer is authorized to act on behalf of the District, from time to time, in selling and delivering the Bonds and in carrying out the other procedures specified in this Order, including determining the price at which each of the Bonds will be sold; the title, number and designation of each series or subseries of Bonds to be issued from time to time; whether each series of Bonds will be issued as new money bonds, refunding bonds, or combination new money and refunding bonds; whether each series of Bonds will be designated as “green bonds;” the form in which the Bonds shall be issued; the years and dates on which the Bonds will mature, the principal amount to mature in each of such years and the defeasance provisions for the Bonds; selecting the specific maturities or series of Refunded Obligations to be refunded by each series of Bonds from the list of Refunded Obligation Candidates; the aggregate principal amount of Refunded Obligations; the aggregate principal amount of Bonds to be issued by the District; the Propositions from which voted authorization should be used and the amount of voted authorization to be used from such Propositions, if any; the rate of interest to be borne by each maturity of the Bonds; the Interest Payment Dates; the dates, prices, and terms upon and at which the Bonds shall be subject to redemption prior to maturity at the option of the District and shall be subject to mandatory sinking fund redemption; the verification agent, if any; the selection of Underwriters; and all other matters relating to the issuance, sale and delivery of the Bonds and the refunding of the Refunded Obligations, all of which shall be specified in the Pricing Certificate, a form of which

is attached hereto as Exhibit A, as may be amended by the Authorized Officer; subject to the following conditions:

(i) the Bonds shall not bear interest at a rate greater than the maximum rate allowed under Section 1204.006, Texas Government Code, as amended;

(ii) the aggregate principal amount of the Bonds authorized to be issued for the purposes described in Section 3.01 for new money and refunding purposes shall not exceed the respective limits described in Section 3.01;

(iii) the Pricing Certificate for the Bonds issued in whole or in part for new money purposes shall indicate the amount of authorized but unissued bonds that remain available to the District from the applicable voted authorization following the issuance of the Bonds approved in the Pricing Certificate;

(iv) the Pricing Certificate for each series of bonds issued for new money or refunding purposes shall indicate the amount of new money or refunding authority remaining under Section 3.01 of this Order and section 2.01 of the Variable Rate Order, if any, following the issuance of such series of Bonds;

(v) the refunding of the fixed rate Refunded Bonds shall produce a net present value debt service savings of at least 3.00% of the principal amount of the fixed rate Refunded Bonds being refunded with such series of Bonds (for purposes of clarity, this savings parameter does not apply to the refunding of variable rate Refunded Obligations);

(vi) the Pricing Certificate for the Bonds issued for the purposes of refunding the Refunded Obligations shall indicate the amount of voted authorization previously used to issue the Refunded Obligations; and

(vii) no Bond shall mature more than 40 years from the date of delivery thereof.

(b) The Authorized Officer is hereby authorized and directed to execute and deliver on behalf of the District one or more Purchase Contracts providing for the sale of the Bonds to the Underwriters, in such form as determined by the Authorized Officer. The Authorized Officer is hereby authorized and directed to approve the final terms and provisions of each Purchase Contract in accordance with the terms of the Pricing Certificate and this Order, which final terms shall be determined to be the most advantageous and reasonably attainable by the District, such approval and determination being evidenced by the execution of the Purchase Contract by the Authorized Officer.

(c) Any finding by the Authorized Officer relating to the sale and delivery of the Bonds shall have the same force and effect as a finding or determination made by the Board.

(d) The authority granted to the Authorized Officer under Section 7.01(a) shall expire at 11:59 p.m., Central time, on a date one year from the date of this Order, unless otherwise extended by the Board by separate action. Bonds sold pursuant to a Purchase Contract executed on or prior to such expiration date may be delivered after such expiration date.

(e) All officers, agents and representatives of the District are hereby authorized to do any and all things necessary or desirable to satisfy the conditions set out in the Purchase Contract and to provide for the issuance and delivery of the Bonds, including, without limitation, qualifying the Bonds as “green bonds” to the extent such qualification is required. The Initial Bond for each series of Bonds shall initially be registered in the name of the Representative or such other entity as may be specified in the Purchase Contract for each series of Bonds. If the Authorized Officer is required to show debt service savings in connection with the refunding of variable rate Refunded Obligations, the Authorized Officer may demonstrate the existence of savings using a calculation that measures debt service on the variable rate Refunded Obligations using the applicable Stepped Rate (as defined in the applicable orders and pricing certificates for such variable rate Refunded Obligations) as the interest rate on the variable rate Refunded Obligations following the end of the current rate period.

(f) The Authorized Officer is hereby authorized and directed to cause to be prepared on behalf of the District, in accordance with the District’s Disclosure Strategy, one or more “Preliminary Official Statements,” to be used by the Underwriters in the offering and sale of the Bonds, and to certify or otherwise represent that such Preliminary Official Statement(s) are “deemed final” Preliminary Official Statement(s) as of their dates (except for the omission of pricing and related information) within the meaning and for the purposes of paragraph (b)(1) of Rule 15c2-12 under the Securities Exchange Act of 1934, as amended, with such changes, modifications and completions as may be required upon pricing and approved by the Authorized Officer (the “Preliminary Official Statement”). The use and distribution of one or more Preliminary Official Statements in the public offering of the Bonds by the Underwriters is hereby authorized. The Authorized Officer is hereby further authorized and directed (i) to cause to be prepared on behalf of the District, in accordance with the District’s Disclosure Strategy, one or more final Official Statements (each an “Official Statement”), (ii) to use and distribute or authorize the use and distribution of one or more Official Statements, (iii) to execute the same, if required, and (iv) to deliver appropriate numbers of copies thereof to the Underwriters. Each Official Statement as thus approved, executed and delivered, with such appropriate variations as shall be approved by the Authorized Officer and the Underwriters, may be used by the Underwriters in the public offering and sale thereof.

(g) The President or Vice President of the Board, the Secretary of the Board, the Authorized Officer and all other officers of the District are authorized to take such actions, to obtain such consents or approvals, to deliver such notices and to execute such documents, certificates and receipts as they may deem necessary and appropriate in order to consummate the delivery of the Bonds, to pay the costs of issuance of the Bonds, to effectuate the refunding of the Refunded Obligations and to effectuate the terms and provisions of this Order, including, without limitation, making application for the guarantee of the Permanent School Fund of the State for the Bonds from the Texas Education Agency. Further, in connection with the submission of the record of proceedings for the Bonds to the Attorney General of the State for examination and approval of such Bonds, the appropriate officer of the District is hereby authorized and directed to issue a check or wire payable to the Attorney General of the State as a nonrefundable examination fee in the amount required by Chapter 1202, Texas Government Code (such amount to be the lesser of (i) 1/10th of 1% of the principal amount of the Bond or (ii) \$9,500, but in no case less than \$750).

Section 7.02. Deposit of Proceeds. The proceeds from the sale of the Bonds shall be deposited as set forth in the Pricing Certificate. Proceeds from the sale of the Bonds may, at the option of the District, be invested in any investments authorized by State law, including specifically, the Public Funds Investment Act and the District's Investment Policy, including through guaranteed investment contracts authorized by Section 2256.015 of the Texas Government Code; provided that all such investments shall be made in such a manner that the money required to be expended will be available at the proper time or times.

Section 7.03. Control and Delivery of Bonds. (a) The Authorized Officer is hereby authorized to have control of the Initial Bond for each series of Bonds and all necessary records and proceedings pertaining thereto pending investigation, examination and approval of the Attorney General of the State, registration by the Comptroller of Public Accounts of the State, and registration with, and initial exchange or transfer by, the Paying Agent/Registrar.

(b) After registration by the Comptroller of Public Accounts of the State, delivery of the Bonds shall be made to the Representative under and subject to the general supervision and direction of the Authorized Officer, or, in his absence, any officer of the Board, against receipt by the District of all amounts due to the District under the terms of sale.

ARTICLE VIII

PARTICULAR REPRESENTATIONS AND COVENANTS

Section 8.01. Payment of the Bonds. On or before each date on which Debt Service is due on the Bonds, there shall be made available to the Paying Agent/Registrar, out of the interest and sinking fund, money sufficient to pay such Debt Service when due.

Section 8.02. Other Representations and Covenants. (a) The District will faithfully perform at all times any and all covenants, undertakings, stipulations, and provisions contained in this Order and in each Bond; the District will promptly pay or cause to be paid Debt Service on the dates and at the places and manner prescribed in such Bond; and the District will, at the times and in the manner prescribed by this Order, deposit or cause to be deposited the amounts of money specified by this Order.

(b) The Board hereby finds, determines and declares that the District is duly authorized under the laws of the State to issue the Bonds; the projects being financed utilizing voted authority from Proposition A from the 2023 Election are projects eligible to be financed under a general proposition voted pursuant to Section 45.003, Texas Education Code; all action on its part for the creation and issuance of the Bonds has been duly and effectively taken; and the Bonds in the hands of the Owners thereof are and will be valid and enforceable obligations of the District in accordance with their terms.

Section 8.03. Federal Tax Matters.

(a) General. The District covenants not to take any action or omit to take any action that, if taken or omitted would cause the interest on the Bonds to be includable in gross income, for federal income tax purposes. In furtherance thereof, the District covenants to comply with

sections 103 and 141 through 150 of the Code and the provisions set forth in the Federal Tax Certificate executed by the District in connection with the Bonds.

(b) No Private Activity Bonds. The District covenants that it will use the proceeds of the Bonds (including investment income) and the property financed, directly or indirectly, with such proceeds so that the Bonds will not be “private activity bonds” within the meaning of section 141 of the Code. Furthermore, the District will not take a deliberate action (as defined in section 1.141-2(d)(3) of the Regulations) that causes the Bonds to be a “private activity bond” unless it takes a remedial action permitted by section 1.141-12 of the Regulations.

(c) No Federal Guarantee. The District covenants not to take any action or omit to take any action that, if taken or omitted, would cause the Bonds to be “federally guaranteed” within the meaning of section 149(b) of the Code, except as permitted by section 149(b)(3) of the Code.

(d) No Hedge Bonds. The District covenants not to take any action or omit to take action that, if taken or omitted, would cause the Bonds to be “hedge bonds” within the meaning of section 149(g) of the Code.

(e) No Arbitrage Bonds. The District covenants that it will make such use of the proceeds of the Bonds (including investment income) and regulate the investment of such proceeds of the Bonds so that the Bonds will not be “arbitrage bonds” within the meaning of section 148(a) of the Code.

(f) Required Rebate. The District covenants that, if the District does not qualify for an exception to the requirements of section 148(f) of the Code, the District will comply with the requirement that certain amounts earned by the District on the investment of the gross proceeds of the Bonds, be rebated to the United States.

(g) Information Reporting. The District covenants to file or cause to be filed with the Secretary of the Treasury an information statement concerning the Bonds in accordance with section 149(e) of the Code.

(h) Record Retention. The District covenants to retain all material records relating to the expenditure of the proceeds (including investment income) of the Refunded Obligations and the Bonds and the use of the property financed, directly or indirectly, thereby until three years after the last Bond is redeemed or paid at maturity (or such other period as provided by subsequent guidance issued by the Department of the Treasury) in a manner that ensures their complete access throughout such retention period.

(i) Registration. If the Bonds are “registration-required bonds” under section 149(a)(2) of the Code, the Bonds will be issued in registered form.

(j) Favorable Opinion of Bond Counsel. Notwithstanding the foregoing, the District will not be required to comply with any of the federal tax covenants set forth above if the District has received an opinion of nationally recognized bond counsel that such noncompliance will not adversely affect the excludability of interest on the Bonds from gross income for federal income tax purposes.

(k) Continuing Compliance. Notwithstanding any other provision of this Order, the District's obligations under the federal tax covenants set forth above will survive the defeasance and discharge of the Bonds for as long as such matters are relevant to the excludability of interest on the Bonds from gross income for federal income tax purposes

(l) Official Intent. For purposes of section 1.150-2(d) of the Regulations, to the extent that an official intent to reimburse by the District has not been adopted for a particular project, this Order serves as the District's official declaration of intent to use proceeds of the Bonds to reimburse itself from proceeds of the Bonds issued in the maximum amount for certain expenditures paid in connection with the projects set forth herein. Any such reimbursement will only be made (i) for an original expenditure paid no earlier than 60 days prior to the date hereof and (ii) not later than 18 months after the later of (A) the date the original expenditure is paid or (B) the date of which the project to which such expenditure relates is placed in service or abandoned, but in no event more than three years after the original expenditure is paid.

ARTICLE IX

DISCHARGE

Section 9.01. Discharge. The District reserves the right to defease, refund or discharge the Bonds in any manner now or hereafter permitted by law.

ARTICLE X

SUBSCRIPTION FOR SECURITIES; APPROVAL OF ESCROW AGREEMENT; PAYMENT OF REFUNDED OBLIGATIONS

Section 10.01. Subscription for Securities. The Authorized Officer is authorized to make necessary arrangements for and to execute such documents and agreements in connection with the purchase of the Escrow Securities required by and referenced in the Escrow Agreement, if any, as may be necessary for the Escrow Fund and the application for the acquisition of the Escrow Securities is hereby approved.

Section 10.02. Appointment of Escrow Agent; Approval of Escrow Agreement; Deposit with Paying Agent for Refunded Obligations. The Authorized Officer is hereby authorized to execute and deliver, or cause the execution and delivery by the President or Vice President and Secretary of the Board, one or more Escrow Agreements, having such terms and provisions as are approved by the Authorized Officer as evidenced by his execution thereof or the execution thereof by other appropriate District officials. Alternatively, the Authorized Officer may elect to deposit directly with the issuing and paying agent for the Refunded Obligations the proceeds of the Bonds, together with other available funds, in an amount sufficient to provide for the payment or redemption of the Refunded Obligations and is hereby authorized to execute and deliver one or more deposit agreements in connection with such deposits.

Section 10.03. Redemption and Defeasance of Refunded Obligations. The discharge, defeasance, redemption and/or payment of the Refunded Obligations shall be carried out pursuant to the terms and provisions of this Order and the Pricing Certificate. The Refunded Obligations

shall be defeased and/or paid as required by the order authorizing such Refunded Obligations. Following the adoption of this Order and prior to the execution of the Pricing Certificate, the Authorized Officer is hereby authorized to deliver a notice of redemption to the paying agent/registrars for any of the Refunded Obligation Candidates if required under the plan of finance, and the paying agent/registrars for such Refunded Obligation Candidates is hereby authorized and directed to provide notice of such redemption. The Board hereby authorizes and directs the Authorized Officer to take all necessary steps to redeem and defease the Refunded Obligations and use proceeds of the Bonds and other available revenues of the District to pay the principal of, redemption premium, if any, and interest on the respective redemption dates or payment dates set forth in the Pricing Certificate.

ARTICLE XI

PERMANENT SCHOOL FUND GUARANTEE

Section 11.01. Permanent School Fund Guarantee. The District will apply for and expects to receive approval from the Texas Commissioner of Education (the “Commissioner”) for payment of the principal of and interest on the Bonds to be guaranteed by the Permanent School Fund of the State, subject to compliance with the Texas Education Agency’s rules and regulations. If the Bonds are defeased, the guarantee of such series of Bonds will be removed in its entirety and, in case of default and in accordance with Texas Education Code §45.061, the Comptroller of Public Accounts of the State will withhold the amount paid, plus interest, from the first state money payable to the District in the following order: foundation school fund, available school fund. In connection with the guarantee of the Bonds by the Permanent School Fund, the District, hereby certifies and covenants that:

(a) a certified copy of this Order and copies of the Official Statement for such series of Bonds shall be furnished to the Division of State Funding, School Facilities and Transportation, within ten (10) calendar days of the date of sale of such series of Bonds;

(b) following any determination by the District that it is or will be unable to pay maturing or matured principal or interest on any such series of Bonds, the District will take all action required by Subchapter C of Chapter 45 of the Texas Education Code, as amended, including, but not limited to, the giving of timely notice of such determination to the Commissioner; and

(c) the District will notify the Division of State Funding in writing within ten (10) calendar days of the defeasance of any guaranteed Bonds.

ARTICLE XII

CONTINUING DISCLOSURE UNDERTAKING

Section 12.01. Annual Reports. (a) The District shall provide annually to the MSRB, (i) within six (6) months after the end of each Fiscal Year of the District ending in and after 2025, financial information and operating data with respect to the District of the general type included in the Official Statement, being the tables described in the Pricing Certificate, and (ii) if not

provided as part of such financial information and operating data, audited financial statements of the District, when and if available. Any financial statements so to be provided shall be (i) prepared in accordance with the accounting principles prescribed by the Texas State Board of Education or such other accounting principles as the District may be required to employ, from time to time, by State law or regulation, and (ii) audited, if the District commissions an audit of such statements and the audit is completed within the period during which they must be provided. If the audit of such financial statements is not complete within 12 months after any such fiscal year end, then the District shall file unaudited financial statements within such 12-month period and audited financial statements for the applicable fiscal year, when and if the audit report on such financial statements becomes available.

(b) If the District changes its Fiscal Year, it will notify the MSRB of the change (and of the date of the new Fiscal Year end) prior to the next date by which the District otherwise would be required to provide financial information and operating data pursuant to this Section.

(c) The financial information and operating data to be provided pursuant to this Section may be set forth in full in one or more documents or may be included by specific reference to any document (including an official statement or other offering document), if it is available to the public on the MSRB's internet website or has been filed with the SEC. The financial information or operating data shall be provided in an electronic format as prescribed by the MSRB.

Section 12.02. Event Notices.

(a) The District shall provide the following to the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner not in excess of ten (10) business days after the occurrence of the event, notice of any of the following events with respect to the Bonds:

- (1) Principal and interest payment delinquencies;
- (2) Non-payment related defaults, if material;
- (3) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) Substitution of credit or liquidity providers, or their failure to perform;
- (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- (7) Modifications to rights of the holders of the Bonds, if material;
- (8) Bond calls, if material, and tender offers;
- (9) Defeasances;

- (10) Release, substitution, or sale of property securing repayment of the Bonds, if material;
- (11) Rating changes;
- (12) Bankruptcy, insolvency, receivership or similar event of the District;

Note to paragraph 12: For the purposes of the event identified in paragraph 12 of this section, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the District in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the District, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the District.

(13) The consummation of a merger, consolidation, or acquisition involving the District or the sale of all or substantially all of the assets of the District, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

(14) Appointment of a successor or additional paying agent/registrar or the change of name of a paying agent/registrar, if material;

(15) Incurrence of a Financial Obligation of the District, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the District, any of which affect security holders, if material; and

(16) Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the District, any of which reflect financial difficulties.

Note to paragraphs (15) and (16): For purposes of the events identified in paragraphs (15) and (16) of this section and in the definition of Financial Obligation in Section 1.01, the District intends the words used in such paragraphs to have the meanings ascribed to them in SEC Release No. 34-83885 dated August 20, 2018 (the “2018 Release”) and any further written guidance provided by the SEC or its staff with respect to the amendments to the Rule effected by the 2018 Release.

(b) The District shall provide to the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner, notice of a failure by the District to provide financial information and operating data in accordance with Section 12.01. All documents provided to the MSRB

pursuant to this section shall be accompanied by identifying information as prescribed by the MSRB.

Section 12.03. Limitations, Disclaimers and Amendments. (a) The District shall be obligated to observe and perform the covenants specified in this Article for so long as, but only for so long as, the District remains an “obligated person” with respect to the Bonds within the meaning of the Rule, except that the District in any event will give notice of any deposit made in accordance with Article IX that causes Bonds no longer to be outstanding.

(b) The provisions of this Article are for the sole benefit of the Owners and beneficial owners of the Bonds, and nothing in this Article, express or implied, shall give any benefit or any legal or equitable right, remedy, or claim hereunder to any other person. The District undertakes to provide only the financial information, operating data, financial statements, and notices which it has expressly agreed to provide pursuant to this Article and does not hereby undertake to provide any other information that may be relevant or material to a complete presentation of the District’s financial results, condition, or prospects or hereby undertake to update any information provided in accordance with this Article or otherwise, except as expressly provided herein. The District does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Bonds at any future date.

UNDER NO CIRCUMSTANCES SHALL THE DISTRICT BE LIABLE TO THE OWNER OR BENEFICIAL OWNER OF ANY BOND OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE DISTRICT, WHETHER NEGLIGENT OR WITH OR WITHOUT FAULT ON ITS PART, OF ANY COVENANT SPECIFIED IN THIS ARTICLE, BUT EVERY RIGHT AND REMEDY OF ANY SUCH PERSON, IN CONTRACT OR TORT, FOR OR ON ACCOUNT OF ANY SUCH BREACH SHALL BE LIMITED TO AN ACTION FOR MANDAMUS OR SPECIFIC PERFORMANCE.

(c) No default by the District in observing or performing its obligations under this Article shall comprise a breach of or default under the Order for purposes of any other provisions of this Order.

(d) Nothing in this Article is intended or shall act to disclaim, waive, or otherwise limit the duties of the District under federal and state securities laws.

(e) The provisions of this Article may be amended by the District from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the District, but only if (1) the provisions of this Article, as so amended, would have permitted an underwriter to purchase or sell Bonds in the primary offering of the Bonds in compliance with the Rule, taking into account any amendments or interpretations of the Rule to the date of such amendment, as well as such changed circumstances, and (2) either (A) the Owners of a majority in aggregate principal amount (or any greater amount required by any other provisions of this Order that authorize such an amendment) of the outstanding Bonds consent to such amendment or (B) a person that is unaffiliated with the District (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interests of the Owners and beneficial owners of the Bonds. The District

may also repeal or amend the provisions of this Section if the SEC amends or repeals the applicable provisions of the Rule or any court of final jurisdiction enters judgment that such provisions of the Rule are invalid, and the District also may amend the provisions of this Section in its discretion in any other manner or circumstance, but in either case only if and to the extent that the provisions of this sentence would not have prevented an underwriter from lawfully purchasing or selling the Bonds in the primary offering of the Bonds, giving effect to (a) such provisions as so amended and (b) any amendments or interpretations of the Rule. If the District so amends the provisions of this Article, the District shall include with any amended financial information or operating data next provided in accordance with this Article an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information or operating data so provided.

Section 12.04. Amendments to the Rule. In the event the Authorized Officer, in consultation with Bond Counsel and the District's financial advisor, determines that it is necessary or desirable to amend the provisions of this Article XII in order to facilitate compliance with amendments to the Rule and related guidance from the SEC, the Authorized Officer may make such changes in the Pricing Certificate for the Bonds and such amendments are hereby authorized and shall be deemed effective as set forth in the Pricing Certificate.

ARTICLE XIII

MISCELLANEOUS

Section 13.01. Changes to Order. The Authorized Officer, in consultation with Bond Counsel, is hereby authorized to make changes to the terms of this Order if necessary or desirable to carry out the purposes hereof or in connection with the approval of the issuance of the Bonds by the Attorney General of the State.

Section 13.02. Partial Invalidity. If any section, paragraph, clause or provision of this Order shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Order.

Section 13.03. No Personal Liability. No recourse shall be had for payment of the principal of or interest on any Bonds or for any claim based thereon, or on this Order, against any official or employee of the District or any person executing any Bonds.

Section 13.04. Related Matters. To satisfy in a timely manner all of the District's obligations under this Order, the President or Vice President of the Board and the Secretary of the Board and all other appropriate officers and agents of the District are hereby authorized and directed to do any and all things necessary and/or convenient to carry out the terms and purposes of this Order.

Section 13.05. Force and Effect. This Order shall be in full force and effect from and after its final passage, and it is so ordered.

[Signature Page Follows]

PASSED, APPROVED AND EFFECTIVE on December 16, 2024.

Secretary, Board of Trustees
Fort Bend Independent School District

President, Board of Trustees
Fort Bend Independent School District

[SEAL]

SCHEDULE I

SCHEDULE OF REFUNDED OBLIGATION CANDIDATES

The Authorized Officer may select the specific maturities of unlimited tax bonds constituting the Refunded Bonds from the following series of the District's outstanding unlimited tax bonds:

Unlimited Tax Refunding Bonds, Series 2014

Unlimited Tax Refunding Bonds, Series 2016A

Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B

The Authorized Officer may select the specific maturities and series of unlimited tax commercial paper notes constituting the Refunded Notes from the following series of the District's outstanding commercial paper notes:

Unlimited Tax Commercial Paper Program, Series A

Unlimited Tax Commercial Paper Program, Series B

EXHIBIT A

FORM OF PRICING CERTIFICATE

Re: Fort Bend Independent School District Unlimited Tax School Building and Refunding Bonds, Series ____ (the “Bonds”)

I, the undersigned Chief Financial Officer of the Fort Bend Independent School District (the “District”), do hereby make and execute this Pricing Certificate pursuant to an order adopted by the Board of Trustees of the District on December 16, 2024 (the “Order”) authorizing the issuance of the referenced Bonds. Capitalized terms used in this Pricing Certificate shall have the meanings given such terms in the Order.

As authorized by Section 7.01 of the Order, I have acted on behalf of the District in selling the Bonds to _____ (collectively, the “Underwriters”) pursuant to the terms of the Purchase Contract dated as of the date hereof. The Bonds shall have the terms set forth in this Pricing Certificate.

A. The Bonds shall be designated the “Fort Bend Independent School District Unlimited Tax School Building and Refunding Bonds, Series ____.” The Bonds shall be issued in the aggregate principal amount of \$_____ for the purposes specified in Section 3.01 of the Order.

B. The Bonds shall have a Dated Date of _____, and the Closing Date is scheduled for _____, 2025. The Record Date for the Bonds shall be the last Business Day of the month next preceding an Interest Payment Date.

C. The Bonds shall bear interest from the later of the [Dated/Closing] Date or the most recent Interest Payment Date to which interest has been paid or provided for, payable on each _____ and _____ commencing _____, 20__, until stated maturity or prior redemption. The Bonds shall mature on _____ in each of the years, in the principal amounts and shall bear interest at the per annum rates set forth in the following schedule:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
20__	\$ _____	_____%	20__	\$ _____	_____%
20__	_____	_____	20__	_____	_____
20__	_____	_____	20__	_____	_____
20__	_____	_____	20__	_____	_____
20__	_____	_____	20__	_____	_____

D. The Refunded Notes to be refunded and/or defeased with a portion of the proceeds of the Bonds (the “Refunded Notes”) are set forth in Schedule I-1 attached hereto. The Refunded Notes are scheduled to mature on the date set forth in Schedule I-1 hereto. The Refunded Notes shall be paid at maturity at a price equal to the principal amount thereof plus interest accrued thereon to their maturity date.

E. The Refunded Bonds to be refunded and/or defeased with a portion of the proceeds of the Bonds (the “Refunded Bonds”) are set forth in Schedule I-2 attached hereto. The Refunded Bonds are hereby called for redemption on the dates set forth in Schedule I-2 hereto. The Refunded Bonds shall be redeemed at a redemption price equal to the principal amount thereof plus interest accrued thereon to the redemption date therefor.

F. As shown in the savings schedule attached hereto as Schedule II, the refunding of the fixed rate Refunded Bonds results in a net present value debt service savings of \$ _____, representing a net present value debt service savings of _____ % of the principal amount of the fixed rate Refunded Bonds, each as calculated by Hilltop Securities Inc., the District’s financial advisor.

G. [As provided in the Order, the refunding and defeasance of the Refunded Notes [and the variable rate Refunded Bonds] will benefit the District by providing long-term financing of the Refunded Notes [and the variable rate Refunded Bonds] at fixed rates, thereby reducing interest rate risk, and that such benefits constitute a valid public purpose and are sufficient consideration for the refunding.]

H. The Bonds are [not] subject to optional [and mandatory] redemption as set forth in Exhibit A.

I. The following schedule shows the amount of voted authorization outstanding after the issuance of the Bonds:

Election	Amount Voted	Amount Previously Issued	Amount Charged Against Voted Authorization	Outstanding Commercial Paper being Refunded ⁽⁶⁾	Authorized but Unissued Balance
2014 Election (Proposition 1)	\$484,000,000	\$470,750,000	\$ _____ ⁽¹⁾	\$ _____	\$ _____
2018 Election (Proposition A)	\$992,600,000	\$936,870,000	\$ _____ ⁽²⁾	\$ _____	\$ _____
2023 Election (Proposition A)	\$1,180,830,000	\$154,730,000	\$ _____ ⁽³⁾	\$ _____	\$ _____
2023 Election (Proposition B)	\$52,470,000	\$25,270,000	\$ _____ ⁽⁴⁾	\$ _____	\$ _____
2023 Election (Proposition C)	\$22,900,000	\$0	\$ _____ ⁽⁵⁾	\$ _____	\$ _____

⁽¹⁾ Includes \$ _____ in premium counted against voted authorization.
⁽²⁾ Includes \$ _____ in premium counted against voted authorization.
⁽³⁾ Includes \$ _____ in premium counted against voted authorization.
⁽⁴⁾ Includes \$ _____ in premium counted against voted authorization.
⁽⁵⁾ Includes \$ _____ in premium counted against voted authorization.
⁽⁶⁾ Includes [the full] \$ _____ in principal amount of the District’s Unlimited Tax Commercial Paper Program, Series [A/B] being refunded or defeased with the proceeds of the Bonds.

J. Following the issuance of the Bonds under this Order, \$ _____ in new money bond authority remains under Section 3.01(a) of this Order and Section 2.01(a)(x) of the Variable Rate Order; \$ _____ in refunding bond authority remains under Section 3.01(b) of this Order and Section 2.01 (a)(y) of the Variable Rate Order; and \$ _____ in refunding bond authority remains under Section 3.01(c) of this Order, and Section 2.01(a)(2) of the Variable Rate Order.

K. The undersigned does hereby find, certify and represent that the foregoing terms of the Bonds satisfy the parameters contained in Sections 3.01 and 7.01 of the Order. The District has reserved the right to issue all remaining authority available under the Order and the Variable Rate Order following the issuance of the Bonds.

L. The proceeds of the Bonds shall be applied as follows (the sale of the Bonds generated premium in the amount of \$ _____, of which \$ _____ is allocated to the new money portion of the Bonds and \$ _____ is allocated to the refunding portion of the Bonds):

i. The amount of \$ _____, consisting of \$ _____ principal amount of the Bonds, plus premium received from the sale of the Bonds in the amount of \$ _____ [and available funds of the District in the amount of \$ _____], shall be used for the refunding of \$ _____ in principal amount of the Refunded Notes;

ii. Available funds of the District in the amount of \$ _____ shall be used to pay the interest accrued to the applicable maturity dates on the Refunded Notes;

iii. The amount of \$ _____, consisting of \$ _____ principal amount of the Bonds, plus premium received from the sale of the Bonds in the amount of \$ _____ and available funds of the District in the amount of \$ _____, shall be used for the refunding and defeasance of the Refunded Bonds;

iv. The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of \$ _____, shall be used for the construction, acquisition and equipment of school buildings in the District, including safety and security and technology infrastructure, for the purchase of necessary sites for school buildings and for the purchase of new school buses;

v. The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of \$ _____, shall be used for the construction, acquisition, capital renovation, and equipment of school buildings in the District, for the purchase of the necessary sites for school buildings, for the purchase of new school buses, for the retrofitting of school buses with emergency, safety, or security equipment, and for the purchase or retrofitting of vehicles to be used for emergency, safety, or security purposes (2023 Election Proposition A);

vi. The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of \$ _____, shall be used for the acquisition or update of District technology equipment, including student, teacher, and staff devices (2023 Election Proposition B);

vii. The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of \$ _____, shall be used for the construction, acquisition, and equipment of a District natatorium (2023 Election Proposition C);

viii. [Capitalized interest from premium received from the sale of the Bonds in the amount of \$ _____ shall be deposited to the interest and sinking fund for the Bonds and applied to the payment of interest on the Bonds during construction and for up to one year thereafter;]

ix. Premium received from the sale of the Bonds in the amount of \$ _____ (of which \$ _____ is allocated to the new money portion of the Bonds and \$ _____ is allocated to the refunding portion of the Bonds) shall be used to pay the costs of issuing the Bonds;

x. Premium received from the sale of the Bonds in the amount of \$ _____ (of which \$ _____ is allocated to the new money portion of the Bonds and \$ _____ is allocated to the refunding portion of the Bonds) shall be used to pay underwriter's discount; [and]

xi. [Premium received from the sale of the Bonds in the amount of \$ _____ (of which \$ _____ is allocated to the new money portion of the Bonds and \$ _____ is allocated to the refunding portion of the Bonds), consisting of the rounding amount, shall be deposited to the interest and sinking fund designated for the Bonds; and]

xii. Any amounts remaining following the payment of the costs of issuing the Bonds shall be deposited into the interest and sinking fund designated for the Bonds.

M. In accordance with Section 12.01(a) of the Order, the information to be provided pursuant to the Rule shall include all quantitative financial information and operating data with respect to the District of the general type included in the Official Statement under Tables _____.

N. _____ is hereby designated as Paying Agent/Registrar for the Bonds.

O. _____ is hereby designated as the Escrow Agent for the Bonds.

P. [_____, is hereby designated as Verification Agent for the Bonds.]

Q. [The purchase of Escrow Securities from _____ is hereby approved.]

R. [The Deposit Agreement between the District and _____ is hereby approved.]

S. The Purchase Contract between the Underwriters and the District with respect to the Bonds is hereby approved, and the terms of such Purchase Contract are hereby determined to be the most advantageous reasonably attainable by the District.

[Signature Page Follows]

Executed this _____, 2025.

Authorized Officer
Fort Bend Independent School District

SCHEDULE I-1

SCHEDULE OF REFUNDED NOTES

SCHEDULE I-2

SCHEDULE OF REFUNDED BONDS

SCHEDULE II

SCHEDULE OF SAVINGS

EXHIBIT A
FORM OF BOND

(a) Form of Bond.

REGISTERED
No. _____

REGISTERED
\$ _____

United States of America
State of Texas
County of Fort Bend

FORT BEND INDEPENDENT SCHOOL DISTRICT
UNLIMITED TAX 1 BOND
SERIES 2

<u>INTEREST RATE:</u>	<u>MATURITY DATE:</u>	<u>[CLOSING/DATED]</u> <u>DATE:</u>	<u>CUSIP NO.:</u>
_____ %	_____	_____	_____

Fort Bend Independent School District (the "District"), in the County of Fort Bend, State of Texas, for value received, hereby promises to pay to

or registered assigns, on the Maturity Date specified above, the sum of

_____ DOLLARS

unless the payment of the principal hereof shall have been paid or provided for, and to pay interest on such principal amount from the later of the [Closing/Dated Date] specified above or the most recent interest payment date to which interest has been paid or provided for until payment of such principal amount has been paid or provided for, at the per annum rate of interest specified above, computed on the basis of a 360-day year of twelve 30-day months, such interest to be paid semiannually on 3 and 4 of each year, commencing 5 .

The principal of this Bond shall be payable without exchange or collection charges in lawful money of the United States of America upon presentation and surrender of this Bond at the

¹ Insert from Pricing Certificate.
² Insert from Pricing Certificate.
³ Insert from Pricing Certificate.
⁴ Insert from Pricing Certificate.
⁵ Insert from Pricing Certificate.

corporate trust office of ____⁶ (the “Paying Agent/Registrar”), or such other location designated by the Paying Agent/Registrar (the “Designated Payment/Transfer Office”), of the Paying Agent/ Registrar or, with respect to a successor paying agent/registrar, at the Designated Payment/Transfer Office of such successor. Interest on this Bond is payable by check dated as of the interest payment date, mailed by the Paying Agent/Registrar to the registered owner at the address shown on the registration books kept by the Paying Agent/Registrar, or by such other customary banking arrangements acceptable to the Paying Agent/Registrar and the person to whom interest is to be paid; provided, however, that such person shall bear all risk and expense of such other customary banking arrangements. For the purpose of the payment of interest on this Bond, the registered owner shall be the person in whose name this Bond is registered at the close of business on the “Record Date,” which shall be the ____⁷ day of the month next preceding such interest payment date. In the event of a nonpayment of interest on a scheduled payment date, and for 30 days thereafter, a new record date for such interest payment (a “Special Record Date”) will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the District. Notice of the Special Record Date and of the special payment date of the past due interest (the “Special Payment Date,” which date shall be 15 days after the Special Record Date) shall be sent at least five (5) business days prior to the Special Record Date by United States mail, first class, postage prepaid, to the address of each owner of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last day next preceding the date of mailing of such notice.

If the date for the payment of the principal of or interest on this Bond shall be a Saturday, Sunday, legal holiday, or day on which banking institutions in the city where the Paying Agent/Registrar is located are required or authorized by law or executive order to close, the date for such payment shall be the next succeeding day that is not a Saturday, Sunday, legal holiday, or day on which banking institutions are required or authorized to close, and payment on such date shall for all purposes be deemed to have been made on the original date payment was due.

This Bond is [dated ____⁸ and is]one of a series of fully registered bonds specified in the title hereof, issued in the aggregate principal amount of \$____⁹, (herein referred to as the “Bonds”), issued pursuant to a certain order (the “Bond Order”) adopted by the Board of Trustees of the District and a pricing certificate executed pursuant to the Bond Order (the “Pricing Certificate,” and, together with the Bond Order, the “Order”), to provide funds for (i) ____¹⁰, (ii) the refunding of certain outstanding obligations of the District, and (iii) to pay the costs of issuing the Bonds.

The Bonds and the interest thereon are payable from the proceeds of a direct and continuing ad valorem tax levied, without limit as to rate or amount, against all taxable property in the District sufficient, together with certain available funds of the District on deposit in the interest and sinking

⁶ Insert from Pricing Certificate.
⁷ Insert from Pricing Certificate.
⁸ Insert from Pricing Certificate.
⁹ Insert from Pricing Certificate.
¹⁰ Insert from Pricing Certificate.

fund for the Bonds, to provide for the payment of the principal of and interest on the Bonds, as described and provided in the Order.

[This Bond is not subject to redemption prior to maturity.]¹¹

[The District has reserved the option to redeem the Bonds maturing on and after _____¹², in whole or from time to time in part, before their respective scheduled maturity dates, on _____¹³, or on any date thereafter, at a redemption price equal to the principal amount thereof plus accrued interest to the date of redemption. If less than all of the Bonds are to be redeemed, the District shall determine the maturity or maturities and the amounts thereof to be redeemed and shall direct the Paying Agent/Registrar to call by lot or other method that results in random selection the Bonds, or portions thereof, within such maturity and in such principal amounts, for redemption.]¹⁴

[Bonds maturing on _____¹⁵ (the “Term Bonds”) are subject to mandatory sinking fund redemption prior to their scheduled maturity, and will be redeemed by the District, in part at a redemption price equal to the principal amount thereof, without premium, plus interest accrued to the redemption date, on the dates and in the principal amounts shown in the following schedule:

<u>§ 16 Term Bonds Maturing 17</u>	
<u>Mandatory Redemption Date</u>	<u>Principal Amount</u>
_____18	_____19

The Paying Agent/Registrar will select for redemption by lot or by any other customary method that results in a random selection the specific Term Bonds (or with respect to Term Bonds having a denomination in excess of \$5,000, each \$5,000 portion thereof) to be redeemed by mandatory redemption. The principal amount of Term Bonds required to be redeemed on any redemption date pursuant to the foregoing mandatory sinking fund redemption provisions hereof shall be reduced, at the option of the District, by the principal amount of any Term Bonds which, at least 45 days prior to the mandatory sinking fund redemption date (i) shall have been acquired by the District and delivered to the Paying Agent/Registrar for cancellation, or (ii) shall have been redeemed pursuant to the optional redemption provisions hereof and not previously credited to a mandatory sinking fund redemption.]²⁰

[Not less than 30 days prior to a redemption date for the Bonds, the District shall cause a notice of redemption to be sent by United States mail, first class, postage prepaid, to the Owners

¹¹ Delete if Bonds are subject to redemption prior to maturity.

¹² Insert from Pricing Certificate.

¹³ Insert from Pricing Certificate.

¹⁴ Delete if Bonds are not subject to redemption prior to maturity.

¹⁵ Insert from Pricing Certificate.

¹⁶ Insert from Pricing Certificate.

¹⁷ Insert from Pricing Certificate.

¹⁸ Insert from Pricing Certificate.

¹⁹ Insert from Pricing Certificate.

²⁰ Delete if Term Bonds are not issued.

of the Bonds to be redeemed at the address of the Owner appearing on the registration books of the Paying Agent/Registrar at the close of business on the business day next preceding the date of mailing such notice.

In the Order, the District reserves the right, in the case of an optional redemption, to give notice of its election or direction to redeem Bonds conditioned upon the occurrence of subsequent events. Such notice may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date, or (ii) that the District retains the right to rescind such notice at any time on or prior to the scheduled redemption date if the District delivers a certificate of the District to the Paying Agent/Registrar instructing the Paying Agent/Registrar to rescind the redemption notice, and such notice and redemption shall be of no effect if such moneys and/or authorized securities are not so deposited or if the notice is rescinded. The Paying Agent/Registrar shall give prompt notice of any such rescission of a conditional notice of redemption to the affected Owners. Any Bonds subject to conditional redemption and such redemption has been rescinded shall remain Outstanding. Any notice so mailed shall be conclusively presumed to have been duly given, whether or not the registered owner receives such notice. Notice having been so given and subject, in the case of an optional redemption, to any rights or conditions reserved by the District in the notice, the Bonds called for redemption shall become due and payable on the specified redemption date, and notwithstanding that any Bond or portion thereof has not been surrendered for payment, interest on such Bonds or portions thereof shall cease to accrue.]²¹

As provided in the Order, and subject to certain limitations therein set forth, this Bond is transferable upon surrender of this Bond for transfer at the Designated Payment/Transfer Office of the Paying Agent/Registrar with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar; thereupon, one or more new fully registered Bonds of the same stated maturity, of authorized denominations, bearing the same rate of interest, and for the same aggregate principal amount will be issued to the designated transferee or transferees.

Neither the District nor the Paying Agent/Registrar shall be required to transfer or exchange any Bond called for redemption where such redemption is scheduled to occur within 45 calendar days after the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the registered owner of the uncalled principal balance of a Bond.

The District, the Paying Agent/Registrar, and any other person may treat the person in whose name this Bond is registered as the owner hereof for the purpose of receiving payment as herein provided (except interest shall be paid to the person in whose name this Bond is registered on the Record Date) and for all other purposes, whether or not this Bond be overdue, and neither the District nor the Paying Agent/Registrar shall be affected by notice to the contrary.

IT IS HEREBY CERTIFIED AND RECITED that the issuance of this Bond and the series of which it is a part is duly authorized by law; that all acts, conditions and things required to be done precedent to and in the issuance of the Bonds have been properly done and performed and

²¹ Delete if Bonds are not subject to redemption prior to maturity.

have happened in regular and due time, form and manner, as required by law; that sufficient and proper provision for the levy and collection of taxes has been made, without limit as to rate or amount, which when collected shall be appropriated exclusively to the timely payment of the principal of and interest on the Bonds; and that the total indebtedness of the District, including the Bonds, does not exceed any constitutional or statutory limitation.

IN WITNESS WHEREOF, the District has caused this Bond to be duly executed under its official seal in accordance with law.

Secretary, Board of Trustees
Fort Bend Independent School District

[Vice]²² President, Board of Trustees
Fort Bend Independent School District

[SEAL]

(b) Form of Certificate of Paying Agent/Registrar.

CERTIFICATE OF PAYING AGENT/REGISTRAR

This is one of the Bonds referred to in the within mentioned Order. The series of Bonds of which this Bond is a part was originally issued as one Initial Bond which was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

_____²³,
as Paying Agent/Registrar

Date: _____

By: _____

²² Delete if the President of the Boar executes the Bonds.

²³ Insert from Pricing Certificate.

(c) Form of Assignment

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto (print or typewrite name, address and zip code of transferee):

(Social Security or other identifying number: _____) the within Bond and all rights hereunder and hereby irrevocably constitutes and appoints _____ attorney to transfer the within Bond on the books kept for registration hereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed By:

NOTICE: The signature on this Assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular and must be guaranteed in a manner acceptable to the Paying Agent/Registrar.

Authorized Signatory

(d) Statement of Permanent School Fund Guarantee.

The following statement shall appear on or be attached to each Bond:

PERMANENT SCHOOL FUND GUARANTEE

Under the authority granted by Article 7, Section 5 of the Texas Constitution and Subchapter C of Chapter 45 of the Texas Education Code, the payment, when due, of the principal of and interest on the issuance by the Fort Bend Independent School District of its Unlimited Tax ²⁴, Series ²⁵, dated ²⁶, in the principal amount of \$ ²⁷ is guaranteed by the corpus of the Permanent School Fund of the State pursuant to the bond guarantee program administered by the Texas Education Agency. This guarantee shall be removed in its entirety upon defeasance of such bonds.

Reference is hereby made to the continuing disclosure agreement of the Texas Education Agency, set forth in Section I of the Agency's Investment Procedure Manual and the Agency's

²⁴ Insert from Pricing Certificate.

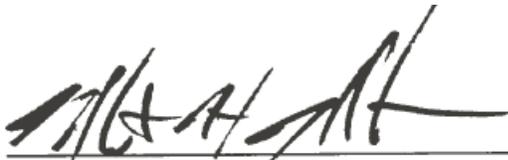
²⁵ Insert from Pricing Certificate.

²⁶ Insert from Pricing Certificate.

²⁷ Insert from Pricing Certificate.

commitment letter for the guarantee. Such disclosure agreement has been made with respect to the bond guarantee program, in accordance with Rule 15c2-12 of the United States Securities and Exchange Commission, for the benefit of the holders and beneficial owners of the bonds.

In witness thereof I have caused my signature to be placed in facsimile on this bond.



Mike Morath
Commissioner of Education

(e) The Initial Bond for each series of Bonds shall be in the form set forth in paragraphs (a), (c) and (d) of this Section, except that, in the event there is more than one maturity of Bonds:

(A) immediately under the name of the Bond, the headings “INTEREST RATE” and “MATURITY DATE” shall both be completed with the words “As Shown Below” and “CUSIP NO. _____” deleted;

(B) in the first paragraph the words “on the Maturity Date specified above, the sum of _____ DOLLARS” shall be deleted and the following will be inserted: “on _____²⁸ in the years, in the principal installments and bearing interest at the per annum rates set forth in the following schedule:

(Information to be inserted from the Pricing Certificate); and

(C) the Initial Bond for each series of Bonds shall be numbered I-1.

(D) The following Registration Certificate of Comptroller of Public Accounts shall appear on the Initial Bond for each series of Bonds:

²⁸ Insert from Pricing Certificate.

REGISTRATION CERTIFICATE OF
COMPTROLLER OF PUBLIC ACCOUNTS

OFFICE OF THE COMPTROLLER
OF PUBLIC ACCOUNTS
THE STATE OF TEXAS

§
§
§

REGISTER NO. _____

I HEREBY CERTIFY THAT this Bond has been examined, certified as to validity, and approved by the Attorney General of the State of Texas and that this Bond has been registered by the Comptroller of Public Accounts of the State of Texas.

WITNESS MY SIGNATURE AND SEAL OF OFFICE this _____

[SEAL]

Comptroller of Public Accounts
of the State of Texas

CERTIFICATE FOR ORDER

THE STATE OF TEXAS §
COUNTY OF FORT BEND §

I, the undersigned officer of the Board of Trustees of Fort Bend Independent School District, hereby certify as follows:

1. The Board of Trustees of Fort Bend Independent School District convened in regular meeting on the 16th day of December, 2024, at the regular meeting place thereof, within said District, and the roll was called of the duly constituted officers and members of said Board, to wit:

Kristin Tassin	President, Trustee, Position 6
Rick Garcia	Vice President, Trustee, Position 3
David Hamilton	Secretary, Trustee, Position 7
Angie Hanan	Trustee, Position 1
Adam Schoof	Trustee, Position 2
Dr. Shirley Rose-Gilliam	Trustee, Position 4
Sonya Jones	Trustee Position 5

and all of said persons were present, except the following absentee(s): _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written

AN ORDER AUTHORIZING THE ISSUANCE OF FORT BEND
INDEPENDENT SCHOOL DISTRICT UNLIMITED TAX SCHOOL
BUILDING AND REFUNDING BONDS, WHICH MAY BE ISSUED IN ONE
OR MORE SERIES IN ACCORDANCE WITH SPECIFIED PARAMETERS;
AND ENACTING OTHER PROVISIONS RELATING THERETO

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

_____ Member(s) shown present above voted “Aye”.

_____ Member(s) shown present above voted “No”.

_____ Member(s) shown present abstained from voting.

2. A true, full and correct copy of the aforesaid order adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that said order has been duly recorded in said Board’s minutes of said meeting; that the above and foregoing paragraph is a true, full and correct excerpt from said Board’s minutes of said meeting pertaining

to the adoption of said order; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Board as indicated therein; that each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that said order would be introduced and considered for adoption at said meeting, and each of said officers and members consented, in advance, to the holding of said meeting for such purpose; that said meeting was open to the public as required by law; and that public notice of the date, hour, place and subject of said meeting was given as required by the Chapter 551, Texas Government Code.

SIGNED AND SEALED this 16th day of December, 2024.

[SEAL]

Secretary, Board of Trustees
Fort Bend Independent School District

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: Variable Rate Bond Order for New Money and Refunding Bonds and Commercial Paper
References: Board Policy CCA (Legal) District Goal 5
Department: Business and Finance

Recommendation

Consideration and approval of an order authorizing the issuance of Fort Bend ISD Variable Rate Unlimited Tax School Building and Refunding Bonds, which may be issued in one or more series in accordance with specified parameters; and enacting other provisions relating thereto (the “Variable Rate Order”).

Summary

In connection with the three outstanding bond programs listed below, the District has the following voted authorization, amounts issued, and amounts unissued:

Election	Amount Voted	Amount Previously Issued	Authorized but Unissued Balance
2023 Election (Proposition A) (General Proposition)	\$ 1,180,830,000	\$ 154,730,000	\$ 1,026,100,000
2023 Election (Proposition B) (Technology)	\$ 52,470,000	\$ 25,270,000	\$ 27,200,000
2023 Election (Proposition C) (Natatorium)	\$ 22,900,000	\$ 0	\$ 22,900,000
2018 Election (Proposition A)	\$ 992,600,000	\$ 936,870,000	\$ 55,730,000
2014 Election (Proposition No. 1)	\$ 484,000,000	\$ 470,750,000	\$ 13,250,000

The attached Variable Rate Order addresses three distinct financing goals.

1. Refinancing Outstanding Commercial Paper:

The District issues commercial paper for cash flow needs, and it is anticipated that the District could have issued between \$100-\$150 million in commercial paper by the end of June 2025, which amounts will be deducted from the available voted authorization from the 2023, 2018 and 2014 elections listed above. A maximum of \$150 million in commercial paper

can be outstanding at any time. The cash flow projections for projects authorized in the 2023, 2018 and 2014 bond elections show that the District will pay approximately \$200 million for construction activity through August 2025.

This Variable Rate Order authorizes the District to refinance the outstanding commercial paper notes with variable rate bonds. The issuance of refunding bonds to refinance up to \$150 million of commercial paper would free up capacity under the commercial paper program for additional commercial paper draws and provide long-term variable rate financing for the outstanding commercial paper notes being refinanced.

Administration would like the ability to refinance the outstanding commercial paper with fixed rate bonds if it is in the best interest of the District. A fixed rate new money and refunding bond order (the "Fixed Rate Order") providing that ability is being presented as a separate agenda item.

The Fixed Rate Order and the Variable Rate Order are drafted so that the total amount of bonds that can be issued under the two orders is capped as provided below.

2. Issuance of New Money Bonds for Projects:

Depending on market conditions in 2025, the Administration is seeking the ability to potentially issue up to \$150 million of new money bonds for projects without utilizing the commercial paper program. If market conditions are favorable and cash flow needs associated with the 2023, 2018 and 2014 bond authorizations persist, having the ability to issue new money bonds would allow the District to achieve efficiencies by avoiding back-to-back debt transactions.

3. Refunding Outstanding Variable Rate Bonds:

The District currently has \$75,545,000 of its Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B (the "Series 2020B Bonds") outstanding, of which \$74,065,000 is eligible to be refunded. The Series 2020B Bonds are variable rate bonds that are outstanding in an Initial Rate Period expiring on July 31, 2025. During the Initial Rate Period, the Series 2020B Bonds bear interest at an initial rate of 0.875%. Upon the expiration of the Initial Rate Period, the District must convert the bonds to a new Rate Period unless it takes action to refinance (refund) the bonds.

In the event that favorable market conditions exist next spring, Administration would like the ability to refinance the Series 2020B Bonds through a variable rate refunding. A variable rate refunding may potentially offer additional market efficiencies versus the remarketing of the variable rate Refunded Bond and allow the District to maintain its desired balance of fixed rate and variable rate interest rate exposure.

The separate Fixed Rate Order provides the administration with the ability to refinance the Series 2020B Bonds through a fixed rate refunding if that approach would be more beneficial to the District than remarketing the Series 2020B Bonds or refunding them with variable rate bonds.

In the event a conversion of the Series 2020B Bonds would be more beneficial to the District than a variable rate or fixed rate refinancing, the separate Conversion Order agenda item

being presented would authorize the conversion of the Series 2020B Bonds to a new Term Rate Period (variable rate) or to fixed rate.

Bond refinancing (refunding) is an important debt management tool for state and local government issuers. Refundings are typically executed to achieve interest cost savings, to restructure debt service payments, or to achieve other policy objectives. It is the District's goal to keep the cost of debt as low as possible.

Therefore, with the potential (i) refinancing of up to \$150 million of outstanding commercial paper over the course of the year, (ii) refunding of up to \$74,065,000 of the Series 2020B Bonds and (iii) issuance of up to \$150 million in new money bonds, Administration is requesting approval of the Variable Rate Order. The Variable Rate Order provides for and authorizes the following:

1. The issuance of variable rate refunding bonds to refinance any outstanding commercial paper in a principal amount not to exceed \$150,000,000;
2. The issuance of variable rate new money bonds in a principal amount not to exceed \$150,000,000;
3. The total principal amount of bonds that may be issued under the Variable Rate Order and the Fixed Rate Order (separate board agenda item) for the purpose of fixing-out outstanding commercial paper and issuing new money bonds cannot exceed \$300,000,000;
4. The issuance of variable rate refunding bonds to refund the Series 2020B Bonds in a principal amount not to exceed \$74,065,000;
5. The issuance of the bonds is anticipated to be tax-exempt;
6. The bonds may be designated as green bonds;
7. The designation of the Superintendent and Chief Financial Officer as Authorized Officers authorized to establish final terms of the bonds issued under the Variable Rate Order within the parameters contained in Section 2.01 of the Variable Rate Order;
8. A maximum maturity of any bonds issued not to exceed 40 years;
9. The preparation of a Preliminary Official Memorandum to be used in the connection with the issuance of the bonds in accordance with the District's Disclosure Strategy; and
10. The authority to issue bonds under the Variable Rate Order for one year from the date the order is executed.

The District's bond counsel, Bracewell LLP has prepared and reviewed the Variable Rate Order. The District's financial advisor, Hilltop Securities, has also reviewed the Variable Rate Order.

As required by the Fiscal and Budgetary Strategy, Exhibit A (Disclosure Strategy), approved by the Board in September 2024, the Chief Financial Officer will provide a summary of the pricing as well as the final Official Memorandum to the Board for each debt transaction shortly after the transaction has priced or closed.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Financial Officer

ORDER
AUTHORIZING THE ISSUANCE OF
FORT BEND INDEPENDENT SCHOOL DISTRICT
VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS,
WHICH MAY BE ISSUED IN ONE OR MORE SERIES

Adopted: December 16, 2024

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Exhibit A Form of Officer's Pricing Certificate

AN ORDER AUTHORIZING THE ISSUANCE OF FORT BEND INDEPENDENT SCHOOL DISTRICT VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS, WHICH MAY BE ISSUED IN ONE OR MORE SERIES IN ACCORDANCE WITH SPECIFIED PARAMETERS; AND ENACTING OTHER PROVISIONS RELATING THERETO

WHEREAS, there are presently outstanding certain obligations of Fort Bend Independent School District (the “District”) described on Schedule I attached hereto and incorporated herein by reference for all purposes (collectively, the “Refunded Obligation Candidates”), which are secured by and payable from ad valorem taxes levied, assessed and collected, without legal limit as to rate or amount, on property within the District in an amount sufficient to pay principal of and interest on such obligations as they become due; and

WHEREAS, it is intended that all or a portion of the Refunded Obligation Candidates shall be designated as Refunded Obligations (as hereinafter defined) in the Officer’s Pricing Certificate(s) (as hereinafter defined) and shall be refunded pursuant to this Order and the Officer’s Pricing Certificate(s); and

WHEREAS, Chapter 1207, Texas Government Code, as amended (“Chapter 1207”), authorizes the District to issue refunding bonds for the purpose of refunding or defeasing the Refunded Obligations, and to accomplish such refunding or defeasance by depositing directly with a paying agent for the Refunded Obligations (or other qualified escrow agent), the proceeds of such refunding bonds, together with other available funds, in an amount sufficient to provide for the payment or redemption of the Refunded Obligations, 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 Refunded Obligations; and

WHEREAS, the District desires to authorize the execution of one or more escrow agreements or deposit agreements in order to provide for the deposit of proceeds of the refunding bonds and, to the extent specified pursuant hereto, other lawfully available funds of the District, to pay the redemption price of the Refunded Obligations when due; and

WHEREAS, upon the issuance of the refunding bonds herein authorized and the deposit of funds referred to above, the Refunded Obligations shall no longer be regarded as being outstanding, except for the purpose of being paid pursuant to such deposit, and the pledges, liens, trusts and all other covenants, provisions, terms and conditions of the orders authorizing the issuance of the Refunded Obligations shall be, with respect to the Refunded Obligations, discharged, terminated and defeased; and

WHEREAS, the Board of Trustees of the District (the “Board”) hereby finds and determines that the refunding of the Refunded Notes (as defined herein) as contemplated in this Order will benefit the District by providing long-term financing of the Refunded Notes and reducing market risks to the District, and that such benefits constitute a valid public purpose and are sufficient consideration for the refunding contemplated herein; and

WHEREAS, the Board hereby finds and determines that the refunding of the Refunded Bonds (as defined herein) as contemplated in this Order will benefit the District by providing long-term financing of the Refunded Bonds, additional market efficiencies versus the remarketing of the variable rate Refunded Bonds, allow the District to maintain its desired balance of fixed rate and variable rate interest rate exposure, and/or reduced market risks to the District, and that such benefits constitute a valid public purpose and are sufficient consideration for the refunding contemplated herein; and

WHEREAS, the Board hereby finds and determines that the manner in which the refunding of the Refunded Obligations is being executed does not make it practicable to make the determination required by Section 1207.008(a)(2); and

WHEREAS, the Board hereby finds and determines that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of its refunding bonds at this time; and

WHEREAS, the District desires to issue, either in combination with such refunding bonds or on a stand-alone basis as part of a separate series of bonds, school building bonds voted by the voters of the District pursuant to the Constitution and laws of the State of Texas, including particularly Chapter 45 of the Texas Education Code, as amended (“Chapter 45”) at elections held within the District on November 4, 2014 (the “2014 Election”), November 6, 2018 (the “2018 Election”) and May 6, 2023 (the “2023 Election,” and together with the 2014 Election and the 2018 Election, the “Elections”); and

WHEREAS, at the 2014 Election and 2018 Election the voters authorized the amount of school building bonds set forth below in the following schedule, such schedule also showing amounts previously issued pursuant to such voted authorization:

Election	Amount Voted	Amount Previously Issued*	Authorized but Unissued Balance
2014 Election (Proposition No. 1)	\$484,000,000	\$470,750,000	\$13,250,000
2018 Election (Proposition A)	\$992,600,000	\$936,870,000	\$55,730,000

* Includes premium counted against voted authorization.

which bonds may be issued by the District from time to time; and

WHEREAS, the Board does hereby find and determine that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of school building bonds as a portion and installment of school building bonds voted as Proposition No. 1 at the 2014 Election (the “2014 Proposition”) or Proposition A at the 2018 Election (the “2018 Proposition”) in an amount not to exceed the amount voted and remaining authorized and unissued from the 2014 Proposition and the 2018 Proposition, inclusive of any premium charged

against voted authority, as identified in the Officer’s Pricing Certificate(s) (as defined herein) authorizing the issuance of such bonds; and

WHEREAS, the Board has found and determined that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of such school building bonds authorized by the 2014 Proposition and 2018 Proposition for the construction, acquisition, and equipment of school buildings in the District, including safety and security and technology infrastructure, for the purchase of necessary sites for school buildings, and for the purchase of new school buses; and

WHEREAS, at the 2023 Election, the voters authorized the issuance of bonds under three separate propositions as described in the following schedule, such schedule also showing amounts previously issued pursuant to such voted authorization:

2023 Election	Purpose	Amount Voted	Amount Previously Issued*	Authorized but Unissued Balance
Proposition A	Construction, acquisition, capital renovation, and equipment of school buildings in the District, for the purchase of the necessary sites for school buildings, for the purchase of new school buses, for the retrofitting of school buses with emergency, safety, or security equipment, and for the purchase or retrofitting of vehicles to be used for emergency, safety, or security purposes	\$1,180,830,000	\$154,730,000	\$1,026,100,000
Proposition B	Acquisition or update of District technology equipment, including student, teacher, and staff devices	\$52,470,000	\$25,270,000	\$27,200,000
Proposition C	Construction, acquisition, and equipment of a District natatorium	\$22,900,000	\$0	\$22,900,000

* Includes premium counted against voted authorization.

which bonds may be issued by the District from time to time; and

WHEREAS, the Board does hereby find and determine that it is necessary and in the best interest of the District and its citizens that it authorize by this Order the issuance and delivery of bonds in an amount not to exceed the amount specified in Section 2.01 of this Order and voted from the 2023 Election, inclusive of any premium charged against such voted authority, as the first installment of the bonds voted as Proposition A, Proposition B and Proposition C (collectively, the “2023 Propositions,” and collectively with the 2014 Proposition and 2018 Proposition, the “Propositions”), as further determined in the Officer’s Pricing Certificate(s); and

WHEREAS, the actual amount issued from the Propositions pursuant to this Order and the balance that remains after the issuance of the bonds authorized in this Order will be indicated in the Officer’s Pricing Certificate; and

WHEREAS, the bonds authorized under the Propositions are authorized to be issued pursuant to Chapter 45; and

WHEREAS, the District has a principal amount of at least \$100,000,000 in a combination of outstanding long-term indebtedness and long-term indebtedness proposed to be issued, and some amount of such long-term indebtedness is rated in one of the four highest rating categories for long-term debt instruments by a nationally recognized rating agency for municipal securities without regard to the effect of any credit agreement or other form of credit enhancement entered into in connection with the obligation, and therefore qualifies as an “Issuer” under Chapter 1371 of the Texas Government Code, as amended (“Chapter 1371”); and

WHEREAS, the Board has determined to authorize the issuance of bonds bearing interest at a variable rate or rates per annum and to authorize and direct an authorized officer of the District to act on behalf of the District to determine the terms and conditions, within the parameters as herein set forth, to be satisfied in selling and delivering the bonds and in carrying out the other procedures specified in this Order as authorized under Chapter 1207 and Chapter 1371; and

WHEREAS, the meeting at which this Order is being considered is open to the public as required by law, and the public notice of the time, place and purpose of said meeting was given as required by Chapter 551, Texas Government Code; NOW, THEREFORE

BE IT ORDERED BY THE BOARD OF TRUSTEES OF FORT BEND INDEPENDENT SCHOOL DISTRICT:

ARTICLE I
DEFINITIONS AND OTHER PRELIMINARY MATTERS

Section 1.01. Definitions. Unless otherwise expressly provided in this Order, or unless the context clearly requires otherwise, the following terms shall have the meanings specified below:

“Acts” means Chapter 45, Chapter 1207 and Chapter 1371.

“Additional Mandatory Redemption” shall mean the mandatory redemptions described in Section 5.04 of this Order.

“Authorized Denominations” shall mean, unless otherwise provided in an Officer’s Pricing Certificate, (a) with respect to Bonds bearing interest at the Initial Rate, \$5,000 and integral multiples thereof; (b) with respect to Bonds bearing interest at a Flexible Rate or a Variable Rate (other than the Initial Rate and the Term Rate), \$100,000 and any integral multiple of \$5,000 in excess thereof; and (c) with respect to Bonds bearing interest at a Term Rate or a Fixed Rate, \$5,000 and integral multiples thereof.

“Bank” shall mean the provider (one or more) from time to time of any Liquidity Facility relating to the Bonds or any subseries thereof.

“Bank Rate” shall have the meaning given such term in a Liquidity Facility at any one time in effect.

“Board” shall mean the Board of Trustees of the District.

“Bonds” shall mean the “Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds” or any series, subseries, tranche or maturity thereof, as the context requires, authorized for issuance pursuant to the terms of this Order and as further described in the Officer’s Pricing Certificate.

“Bond Counsel” means Bracewell LLP or such other nationally recognized bond counsel engaged by the District from time to time.

“Book-Entry Only System” shall mean the system maintained by the securities depository described in Sections 2.07 and 2.09.

“Business Day” shall mean any day other than (a) a Saturday, Sunday or legal holiday, or (b) a day on which banking institutions located in New York, New York, Houston, Texas, or in any city in which the corporate trust office or designated payment/transfer office of the Paying Agent/Registrar, the Tender Agent or the Bank or the primary office of the Remarketing Agent are located, are required or authorized by law to remain closed, or (c) a day on which the New York Stock Exchange or DTC is closed.

“Chapter 45” shall mean Chapter 45, Texas Education Code, as amended.

“Chapter 1207” shall mean Chapter 1207, Texas Government Code, as amended.

“Chapter 1371” shall mean Chapter 1371, Texas Government Code, as amended.

“Code” shall mean the Internal Revenue Code of 1986, as amended, and, with respect to a specific section thereof, such reference shall be deemed to include (a) the Regulations promulgated under such section, (b) any successor provision of similar import hereafter enacted, (c) any corresponding provision of any subsequent Internal Revenue Code and (d) the regulations promulgated under the provisions described in (b) and (c).

“Conversion Date” shall mean: (a) with respect to Bonds converted to the Fixed Rate Period, the Fixed Rate Conversion Date; (b) with respect to Bonds converted to a particular type of Variable Rate Period, the Weekly Rate Conversion Date, the Monthly Rate Conversion Date, the Quarterly Rate Conversion Date, the Semiannual Rate Conversion Date and the Term Rate Conversion Date, as applicable; and (c) with respect to Bonds converted to a Flexible Rate Period or Periods, the Flexible Rate Conversion Date.

“Costs of Credit Agreements” shall mean, collectively, Costs of Liquidity Facility, any fees of the Remarketing Agent, any fees of the Tender Agent, and any other costs, fees or expenses with respect to or in connection with a Liquidity Facility, the Remarketing Agreement, the Tender Agent Agreement and any other Credit Agreement entered into in connection with the Bonds.

“Costs of Liquidity Facility” shall mean the obligations of the District to a Bank due or to become due under a Liquidity Facility or under the Purchased Bonds.

“Credit Agreement” has the meaning assigned to that term by Section 1371.001(1), Texas Government Code, as amended.

“Dated Date” shall have the dated date of the Bonds set forth in the Officer’s Pricing Certificate.

“District” shall mean the Fort Bend Independent School District, located in Fort Bend County, Texas.

“DTC” shall mean The Depository Trust Company of New York, New York, or any successor securities depository.

“DTC Participant” shall mean brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants.

“Escrow Agent” shall mean the Escrow Agent designated in the Officer’s Pricing Certificate.

“Escrow Agreement” shall mean that certain Escrow Agreement between the District and the Escrow Agent pertaining to the Refunded Obligations.

“Escrow Fund” shall mean the fund by that name established pursuant to the Escrow Agreement.

“Escrow Securities” means (1) direct noncallable obligations of the United States, including obligations that are unconditionally guaranteed by the United States; (2) noncallable obligations of an agency or instrumentality of the United States, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date of hereof, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent; and (3) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and that, on the date

hereof, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent.

“Event of Default” shall mean any event of default as defined in Section 11.01 of this Order.

“Excess Interest Funds” shall mean Subsection (a) Excess Interest Funds and/or Subsection (b) Excess Interest Funds, as context requires.

“Financial Obligation” shall mean a (i) debt obligation, (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation, or (iii) guarantee of a debt obligation or any such derivative instrument; provided that “financial obligation” shall not include municipal securities as to which a final official statement (as defined in the Rule) has been provided to the MSRB consistent with the Rule.

“Fitch” shall mean Fitch Ratings, and its successors and assigns.

“Fixed Rate” shall mean the per annum rate or rates of interest the Bonds shall bear during the Fixed Rate Period pursuant to Section 3.04.

“Fixed Rate Conversion Date” shall mean the date on which the Bonds are converted to bear interest at the Fixed Rate pursuant to Section 3.04.

“Fixed Rate Order” shall mean the order of the District dated the date hereof entitled “An Order Authorizing the Issuance of Fort Bend Independent School District Unlimited Tax School Building and Refunding Bonds, Which May Be Issued in One or More Series in Accordance with Specified Parameters; and Enacting Other Provisions Relating Thereto.”

“Fixed Rate Period” shall mean the period beginning on a Fixed Rate Conversion Date and ending at the stated maturity or maturities of the Bonds, during which Bonds bear interest at one or more Fixed Rates.

“Flexible Rate” shall mean, with respect to any particular Bond, the per annum interest rate determined for each Flexible Rate Period applicable thereto pursuant to Section 3.03.

“Flexible Rate Conversion Date” shall mean the date on which the Bonds are converted to bear interest at Flexible Rates pursuant to Section 3.03(b).

“Flexible Rate Period” shall mean each period (not less than 7 calendar days and not exceeding 270 calendar days) during which a Bond bears interest at a Flexible Rate.

“Government Securities” shall mean (i) direct noncallable obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States, (ii) noncallable obligations of an agency or instrumentality of the United States, including obligations unconditionally guaranteed or insured by the agency or instrumentality and are rated as to investment quality by a nationally recognized investment rating firm not less than AAA or its equivalent, (iii) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and are rated as to investment quality by a

nationally recognized investment rating firm not less than AAA or its equivalent, and (iv) any other then authorized securities or obligations under applicable State law in existence on the date the Board adopts or approves any proceedings authorizing the defeasance of the Bonds or the issuance of refunding bonds that may be used to defease the Bonds.

“Highest Lawful Rate” shall mean with respect to the Bonds, the lesser of (a) 15% per annum or (b) the maximum net effective interest rate permitted by law to be paid thereon as provided by Section 1204.006, Texas Government Code, as amended, or any successor statute.

“Initial Bond” shall mean the initial Bond (one or more) authorized by Section 2.04(d) of this Order.

“Initial Rate” shall mean the initial interest rate or rates the Bonds (which may include separate rates for separate maturities of the Bonds) shall bear during the Initial Rate Period(s). The Initial Rate(s) shall be set forth in the Officer’s Pricing Certificate.

“Initial Rate Period” shall mean the period (or periods) commencing on the Issuance Date and ending on the date (or dates) specified as such in the Officer’s Pricing Certificate.

“Interest and Sinking Fund” shall mean the interest and sinking fund established by Section 2.14 of this Order.

“Interest Payment Date” shall mean, unless otherwise provided in the Officer’s Pricing Certificate: (a) with respect to Bonds bearing interest at the Initial Rate, each February 1 and August 1 during the Initial Rate Period, beginning on the first such date occurring after the Issuance Date, (b) with respect to Bonds bearing interest at the Weekly Rate or Monthly Rate, the first Business Day of each calendar month beginning on the first such date occurring after the Weekly Rate Conversion Date or Monthly Rate Conversion Date, as applicable; (c) with respect to Bonds bearing interest at the Quarterly Rate, the first Business Day of the third calendar month following the month in which the Quarterly Rate Conversion Date occurs and the first Business Day of each third calendar month thereafter; (d) with respect to Bonds bearing interest at the Term Rate, each February 1 and August 1, beginning on the first such date occurring after the Term Rate Conversion Date; (e) with respect to Bonds bearing interest at the Semiannual Rate, the first day of the sixth calendar month following the month in which the Semiannual Rate Conversion Date occurs and the first day of each sixth month thereafter; (f) with respect to Bonds bearing interest at the Fixed Rate, each February 1 and August 1, beginning on the first such date occurring after the Fixed Rate Conversion Date; (g) with respect to any particular Bond bearing interest at a Flexible Rate for a Flexible Rate Period of 183 days or shorter, the first Business Day after the last day of each such Flexible Rate Period; (h) with respect to any particular Bond bearing interest at a Flexible Rate for a Flexible Rate Period of longer than 183 days, each February 1 and August 1 occurring within such Flexible Rate Period, beginning on the first such date occurring after the applicable Flexible Rate Conversion Date, and the first Business Day after the last day of such Flexible Rate Period; (i) with respect to the Purchased Bonds, the respective dates set forth in a Liquidity Facility; (j) each mandatory tender date pursuant to Sections 4.05 and 4.06 of this Order; (k) each Conversion Date, in the event such date is not an Interest Payment Date established pursuant to the preceding clauses (a) through (j); and (l) with respect to Bonds bearing interest in

any Rate Period, the maturity date for the Bonds or scheduled mandatory sinking fund redemption dates for the Bonds subject to mandatory sinking fund redemption.

“Issuance Date” shall mean the date of the initial delivery of and payment for the Bonds by the Underwriter.

“Liquidity Facility” shall mean a loan agreement, revolving credit agreement, agreement establishing a line of credit, letter of credit, reimbursement agreement, insurance contract, commitment to purchase obligations, purchase or sale agreement, or any similar agreement with a Bank for the provision of liquidity on the Bonds. The District shall not obtain a Liquidity Facility unless it first receives an Opinion of Bond Counsel. If a Liquidity Facility to be obtained by the District in connection with the Bonds constitutes a Credit Agreement, the proceedings of the District authorizing such Liquidity Facility shall be submitted to the Attorney General for approval to the extent required by Chapter 1371, Texas Government Code, as amended. There shall be no Liquidity Facility with respect to Bonds in an Initial Rate Period, and, unless otherwise determined by a Pricing Officer in accordance with the provisions of this Order, there shall be no Liquidity Facility with respect to Bonds converted to a Term Rate Period following an Initial Rate Period.

“Maximum Rate” shall mean the rate of interest therefor set forth in the Officer’s Pricing Certificate, but not greater than the rate set forth in Section 2.01(b), unless increased by an order adopted by the Board; provided, that in no event may it exceed the Highest Lawful Rate. Regardless of such approval by the Board, no rate of interest higher than the Maximum Rate shall be effective unless and until (i) the District and the Bank amend any Liquidity Facility accordingly, (ii) the District is able to demonstrate that the District has the projected ability to pay the principal and interest on the Bonds assuming such higher interest rate in the manner required by Section 45.0031, Texas Education Code, or any successor statute in effect at such time, and (iii) the District shall have delivered to the Paying Agent/Registrar and the Remarketing Agent an Opinion of Bond Counsel.

“Monthly Rate” shall mean the per annum interest rate to be determined for the Bonds on a monthly basis during a Monthly Rate Period pursuant to Section 3.02(c).

“Monthly Rate Conversion Date” shall mean the day on which the Bonds are converted to bear interest at a Monthly Rate pursuant to Section 3.02(g) or (h).

“Monthly Rate Period” shall mean each period during which the Bonds bear interest at a Monthly Rate.

“Moody’s” shall mean Moody’s Investors Services, Inc., and its successors and assigns.

“MSRB” shall mean the Municipal Securities Rulemaking Board.

“Notice of Termination” shall mean receipt by the District of a notice from the Bank of the occurrence of an event of default under the applicable provisions of a Liquidity Facility and the Bank has elected to terminate the Liquidity Facility.

“Officer’s Pricing Certificate” shall mean a certificate signed by a Pricing Officer and containing the information regarding the Bonds substantially in the form of Exhibit A hereto or a

certificate signed by a Pricing Officer in connection with the remarketing or conversion of or other change to the Bonds in accordance with the provisions of this Order.

“Opinion of Bond Counsel” means an opinion of nationally recognized bond counsel addressed to the District and the Paying Agent/Registrar and stating, unless otherwise specified herein, that the action proposed to be taken is authorized or permitted by this Order and State law and does not adversely affect the excludability of interest on the Bonds from gross income for federal income tax purposes.

“Order” shall mean this order authorizing the issuance of the Bonds, as the same may be amended or supplemented from time to time in accordance with the terms hereof.

“Outstanding” shall mean when used to modify Bonds, Bonds issued, authenticated and delivered under this Order, excluding (i) Bonds which have been exchanged or replaced or otherwise surrendered for cancellation, (ii) Bonds which have been paid, (iii) Bonds which have become due and for the payment of which money has been duly provided, (iv) Bonds deemed tendered for purchase and not delivered to the Tender Agent on the applicable purchase date, provided sufficient funds for payment of the Purchase Price are on deposit with the Tender Agent, and (v) Bonds that have been refunded, discharged or defeased in accordance with applicable law.

“Owner” shall mean the person who is the registered owner of a Bond or Bonds, as shown in the Register, including any Bank as the purchaser of Purchased Bonds pursuant to a Liquidity Facility.

“Paying Agent/Registrar” shall mean, the paying agent/registrar for the Bonds designated in the Officer’s Pricing Certificate, or any successor thereto as provided in this Order.

“Payment Fund” shall mean the fund described in Section 4.01(d)(ii) hereof.

“Pricing Officer” shall mean the person serving as either Superintendent of the District or the Chief Financial Officer of the District, whether in a permanent capacity or in an interim capacity.

“Purchase Contract” means one or more purchase contracts between the District and the Underwriter pertaining to the sale of the Bonds.

“Purchase Price” shall mean, with respect to each Bond (or any portion thereof) tendered for purchase pursuant to Article IV hereof, the par amount thereof, plus accrued but unpaid interest thereon to the date of purchase; provided, however, that accrued interest will not be taken into account in the computation of the Purchase Price with respect to the Bonds if the applicable date of purchase is an Interest Payment Date.

“Purchased Bonds” shall mean the Bonds purchased by the Bank pursuant to the terms of a Liquidity Facility from and including the date as of which the Bonds are purchased by the Bank to, but not including, the earliest of (a) their maturity or redemption or their satisfaction and discharge by other means, (b) their remarketing by the Remarketing Agent pursuant to this Order and the Remarketing Agreement, or (c) their conversion to a Fixed Rate Period or to a Term Rate

Period for which a Liquidity Facility has not been provided. Purchased Bonds may be separately defined in a Liquidity Facility.

“Quarterly Rate” shall mean the per annum interest rate to be determined for the Bonds on a quarterly basis pursuant to Section 3.02(d).

“Quarterly Rate Conversion Date” shall mean the date on which the Bonds are converted to bear interest at a Quarterly Rate pursuant to Section 3.02(g) or (h).

“Quarterly Rate Period” shall mean the period during which the Bonds bear interest at a Quarterly Rate.

“Rate Determination Date” shall mean the date on which the Remarketing Agent determines the rate of interest to be borne by Bonds bearing interest at a Variable Rate pursuant to Section 3.02(b), (c), (d), (e), or (f), or by Bonds bearing interest at a Flexible Rate pursuant to Section 3.03(a), as applicable.

“Rate Period” shall mean the period during which the Bonds (which may include separate Rate Periods for separate maturities of the Bonds) bear interest at a Variable Rate, a Flexible Rate or a Fixed Rate pursuant to Article III.

“Rating Agency” shall mean Moody’s, S&P or Fitch or any other national credit rating agency then rating the Bonds at the request of the District.

“Record Date” shall mean, unless otherwise provided in an Officer’s Pricing Certificate, (i) with respect to Bonds bearing interest at a Weekly Rate, Monthly Rate, Quarterly Rate, Flexible Rate, Initial Rate or Term Rate, the close of business on the Business Day immediately preceding the Interest Payment Date and (ii) with respect to Bonds bearing interest at a Semiannual Rate or a Fixed Rate the close of business on the first day of the month in which such Interest Payment Date occurs.

“Refunded Bonds” means those unlimited tax bonds designated as such in the Pricing Certificate from the list of Refunded Obligation Candidates described in Schedule I attached hereto.

“Refunded Notes” means those unlimited tax commercial paper notes designated as such in the Officer’s Pricing Certificate from the list of Refunded Obligation Candidates described in Schedule I attached hereto.

“Refunded Obligation Candidates” means the obligations of the District described in Schedule I attached hereto which are hereby authorized to be designated as Refunded Obligations in the Officer’s Pricing Certificate.

“Refunded Obligations” means the Refunded Bonds and/or the Refunded Notes.

“Register” shall mean the Register specified in Section 2.06(a) of this Order.

“Regulations” means the applicable proposed, temporary or final Treasury Regulations promulgated under the Code or, to the extent applicable to the Code, under the Internal Revenue Code of 1954, as such regulations may be amended or supplemented from time to time.

“Remarketing Agent” shall mean the remarketing agent for the Bonds designated in the Officer’s Pricing Certificate, or such other party selected from time to time by the District to serve as remarketing agent for the Bonds while the Bonds are Outstanding in a Variable Rate Period or a Flexible Rate Period.

“Remarketing Agreement” shall mean the Remarketing Agreement as in effect from time to time between the District and the Remarketing Agent pertaining to the Bonds.

“Representation Letter” means the Blanket Letter of Representations between the District and DTC.

“Rule” shall mean SEC Rule 15c2-12, as amended from time to time.

“S&P” shall mean S&P Global Ratings, a division of Standard and Poor’s Financial Services LLC business, and its successors and assigns.

“SEC” shall mean the United States Securities and Exchange Commission.

“Semiannual Rate” shall mean the per annum interest rate to be determined for the Bonds on a semiannual basis during a Semiannual Rate Period pursuant to Section 3.02(e).

“Semiannual Rate Conversion Date” shall mean the day on which the Bonds are converted to bear interest at a Semiannual Rate pursuant to Section 3.02(g) or (h).

“Semiannual Rate Period” shall mean each period during which the Bonds bear interest at a Semiannual Rate.

“Special Record Date” has the meaning assigned to such term in Section 2.03(g) of this Order.

“State” shall mean the State of Texas.

“Stated Expiration Date” shall mean, with respect to a Liquidity Facility, the stated date of expiration specified in such Liquidity Facility (or if such day is not a Business Day, the Business Day next succeeding such day), as such date may be extended from time to time in accordance with the provisions of such Liquidity Facility.

“Stepped Rate” shall mean the per annum rate of interest for the Bonds during the Stepped Rate Period(s) as specified in an Officer’s Pricing Certificate, which Stepped Rate shall never exceed the Maximum Rate.

“Stepped Rate Period” shall mean each period during which the Bonds bear interest at the Stepped Rate, which shall commence on a mandatory tender date that is rescinded for such Bonds in accordance with the provisions of Section 4.03(g) or Section 4.08, as applicable, and shall

continue through a subsequent redemption, conversion or remarketing of such Bonds in accordance with the provisions of this Order.

“Subsection (a) Excess Interest Funds” shall have the meaning ascribed thereto in Section 5.04(a) of this Order.

“Subsection (b) Excess Interest Funds” shall have the meaning ascribed thereto in Section 5.04(b) of this Order.

“Tender Agent” shall mean the tender agent for the Bonds designated in the Officer’s Pricing Certificate, or any successor thereto as provided in this Order.

“Tender Agent Agreement” shall mean the Tender Agent Agreement as in effect from time to time among the District, the Tender Agent and the Remarketing Agent pertaining to the Bonds.

“Term Rate” shall mean the per annum interest rate to be determined for the Bonds and effective for a period of no less than nine (9) months during a Term Rate Period pursuant to Section 3.02(f) of this Order.

“Term Rate Conversion Date” shall mean the day the Bonds are converted to bear interest at a Term Rate pursuant to Section 3.02(g) or (h) of this Order, including a conversion from a Term Rate Period to a new Term Rate Period (of the same or a different duration as the then-expiring Term Rate Period) pursuant to the provisions of this Order.

“Term Rate Period” shall mean each period during which the Bonds bear interest at a Term Rate.

“Unclaimed Payments” shall mean money deposited with the Paying Agent/Registrar for the payment of principal, redemption premium, if any, or interest on the Bonds as the same come due and payable, or money set aside for the payment of Bonds duly called for redemption prior to maturity, or for payment of the Purchase Price of Bonds, which money is not claimed by the Owners of such Bonds.

“Undelivered Bonds” shall mean Bonds which are required to be delivered to the Tender Agent pursuant to the terms of this Order and which are not in fact delivered.

“Underwriter” shall mean the underwriters (whether one or more) designated in the Officer’s Pricing Certificate.

“Variable Rate” shall mean, as the context requires, the Initial Rate, the Weekly Rate, the Monthly Rate, the Quarterly Rate, the Semiannual Rate, or Term Rate applicable to the Bonds.

“Variable Rate Conversion Date” shall mean the day the Bonds are converted to bear interest at a Variable Rate pursuant to Section 3.02(g) or (h).

“Variable Rate Period” shall mean each period during which the Bonds bear interest at a Variable Rate.

“Weekly Rate” shall mean the per annum interest rate to be determined for the Bonds on a weekly basis during a Weekly Rate Period pursuant to Section 3.02(b).

“Weekly Rate Conversion Date” shall mean the day the Bonds are converted to bear interest at a Weekly Rate pursuant to Section 3.02(g) or (h).

“Weekly Rate Period” shall mean the period during which the Bonds bear interest at a Weekly Rate.

Section 1.02. Other Definitions. The capitalized terms defined in the preamble to this Order shall have the meanings assigned to them in the preamble of this Order.

Section 1.03. Findings. The declarations, determinations and findings declared, made and found in the preamble to this Order are hereby adopted, restated and made a part of the operative provisions hereof.

Section 1.04. Table of Contents Titles, and Headings. The table of contents, titles, and headings of the Articles and Sections of this Order have been inserted for convenience of reference only and are not to be considered a part hereof and shall not in any way modify or restrict any of the terms or provisions hereof and shall never be considered or given any effect in construing this Order or any provision hereof or in ascertaining intent, if any question of intent should arise.

Section 1.05. Interpretation.

(a) Unless the context requires otherwise, words of the masculine gender shall be construed to include correlative words of the feminine and neuter genders and vice versa, and words of the singular number shall be construed to include correlative words of the plural number and vice versa.

(b) This Order and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein.

(c) Unless expressly provided otherwise, all references to article and section numbers herein shall be to the article and section numbers of this Order.

ARTICLE II
AUTHORIZATION; GENERAL TERMS;
TAX LEVY; INTEREST AND SINKING FUND

Section 2.01. Authorization.

(a) The Bonds, which may be designated “Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds” or have such other series designations or titles as may be designated in the Officer’s Pricing Certificate(s), and be issued from time to time in one or more tranches, series or subseries, all as designated in the Officer’s Pricing Certificate(s), are hereby authorized to be issued and delivered in accordance with the Constitution and laws of the State, including particularly the Acts. The total principal amount of Bonds to be issued from time to time

pursuant to this Order to (x)(i) provide funds for the purposes identified in the 2014 Proposition, the 2018 Proposition and the 2023 Propositions and (ii) and to pay the costs of issuing the Bonds shall not exceed \$150,000,000; (y) to provide funds for the refunding of the Refunded Notes and to pay the costs of issuing the Bonds shall not exceed \$150,000,000; and (z) to provide funds for the refunding of the Refunded Bonds and to pay the costs of issuing the Bonds shall not exceed \$74,065,000. The combined total principal amount issued under this Order for all purposes shall not exceed \$374,065,000. Concurrently with the adoption of this Order, the Board has adopted the Fixed Rate Order. The combined total principal amount of bonds issued under this Order for the new money purposes described in Section 2.01(a)(x), above, and under the Fixed Rate Order for the new money purposes described in Section 3.01(a) thereof shall not exceed \$150,000,000; the combined total principal amount of bonds issued under this Order for the refunding of the Refunded Notes described in Section 2.01(y), above, and under the Fixed Rate Order for the refunding of the Refunded Notes described in Section 3.01(b) thereof shall not exceed \$150,000,000, and the combined total principal amount of bonds issued under this Order for the refunding of the Refunded Bonds described in Section 2.01(a)(z), above, and under the Fixed Rate Order for the refunding of the Refunded Bonds described in Section 3.01(c) thereof shall not exceed \$96,280,000. (For example, if the District issues \$150,000,000 in new money bonds under Section 2.01(a)(x) of this Order and \$150,00,000 for the refunding of the Refunded Notes under Section 2.01(a)(y) of this Order, the District may not issue any new money bonds under Section 3.01(a) of the Fixed Rate Order, or any bond for the refunding of the Refunded Notes under Section 3.01(b) of the Fixed Rate Order). Further, the combined total principal amount of bonds issued under this Order for the purposes specified in Sections 2.01(a)(x), (y) and (z), and under the Fixed Rate Order for the purposes specified in Sections 3.01(a), (b) and (c) shall not exceed \$396,280,000.

(b) As authorized by Chapter 1207 and Chapter 1371, the Pricing Officer is hereby authorized to act on behalf of the District in selling and delivering the Bonds, in one or more tranches, series or subseries, and carrying out the other procedures specified in this Order including, without limitation, determining the principal amount of Bonds to be sold under this Order; the date and price at which the Bonds will be sold; whether each series of Bonds will be issued as new money bonds, refunding bonds, or a combination of new money and refunding bonds; the Propositions from which voted authorization should be used and the amount of voted authorization to be used from such Propositions, if any; the Refunded Obligation Candidates to be refunded; the Issuance Date and Dated Date; whether and how many tranches, series or subseries in which the Bonds may be issued and the appropriate distinguishing designations for each such tranche, series or subseries; whether each series of Bonds will be designated as “green bonds;” the year(s) in which the Bonds will mature; whether individual maturities shall bear interest at the same interest rate or in the same Rate Period; the Initial Rate(s) for the Bonds; the duration of the Initial Rate Period(s); the Stepped Rate; the Maximum Rate; any optional and mandatory sinking fund redemption provisions; adjustments to the defeasance provisions; and all other matters relating to the issuance, sale and delivery of the Bonds, including without limitation, obtaining the Permanent School Fund Guarantee for the Bonds, if available, and/or procuring municipal bond insurance, and approving modifications to this Order provided that:

(i) the net effective interest rate or rates for the Initial Rate Period(s) (as the same may relate to one or more tranches, series or subseries of Bonds, as applicable and as determined by a Pricing Officer) shall not exceed 10.00%;

(ii) the Officer's Pricing Certificate for each series of Bonds issued shall indicate the amount of authorized but unissued new money bonds that remain available to the District from the applicable voted authorization following the issuance of the Bonds approved in the Officer's Pricing Certificate;

(iii) the Officer's Pricing Certificate for each series of Bonds issued shall indicate the amount of new money and refunding authority remaining under Section 2.01 of this Order and Section 3.01 of the Fixed Rate Order, if any, following the issuance of such series of Bonds;

(iv) the Officer's Pricing Certificate for the Bonds issued in whole or in part to refund the District's outstanding commercial paper notes shall indicate the amount of voted authorization previously used to issue such Refunded Obligations;

(v) the final maturity of the Bonds shall not exceed forty (40) years from the date of delivery thereof;

(vi) the Stepped Rate shall not exceed 10.00%;

(vii) the Maximum Rate shall not exceed 10.00%; and

(viii) the authority conferred by this Section in connection with the execution of the Purchase Contract for the initial issuance of the Bonds shall expire at 11:59 p.m., Central time, one year from the date of this Order (the "Expiration Date"). Bonds sold pursuant to a Purchase Contract executed on or prior to the Expiration Date may be delivered after the Expiration Date.

Any finding by the Pricing Officer relating to the sale and delivery of the Bonds shall have the same force and effect as a finding or determination made by the Board.

Section 2.02. Date, Denomination, Maturities, and Interest.

(a) The Bonds shall be dated the Dated Date. The Bonds shall be in fully registered form, without coupons, in Authorized Denominations, and the Initial Bonds shall each be numbered I-1 and the definitive Bonds shall be numbered separately from R-1 upward in order of their authentication. The Bonds shall mature on the dates and in the amounts set forth in the Officer's Pricing Certificate.

(b) Interest shall accrue on each Bond respectively until its maturity or prior redemption from the later of the Issuance Date or the most recent Interest Payment Date to which interest has been paid or duly provided for, at the rate or rates per annum all as specified in Article III of this Order and shall be paid on each Interest Payment Date and such other dates on which interest is due and payable on the Bonds pursuant to the provisions of this Order. Interest on Bonds bearing interest at a Weekly Rate, Monthly

Rate, Quarterly Rate or Flexible Rate will be calculated on the basis of a 365-day or 366-day year, as applicable, for the actual number of days elapsed. Interest on Bonds bearing interest at the Initial Rate or at a Semiannual Rate, Term Rate or Fixed Rate shall be calculated on the basis of a 360-day year composed of 12 months of 30 days each. Interest on Purchased Bonds shall bear interest at the applicable Bank Rate and shall be calculated and payable as provided in Section 3.05 of this Order. Unless otherwise provided in the Officer's Pricing Certificate, interest on the Bonds bearing interest at the Stepped Rate will be calculated on the basis of a 365-day year or a 366-day year, as applicable, for the actual number of days elapsed.

Section 2.03. Medium, Method, and Place of Payment.

(a) The principal of, redemption premium, if any, and interest on the Bonds shall be paid in lawful money of the United States of America.

(b) Interest on the Bonds shall be payable to the Owners appearing in the Register at the close of business on the Record Date.

(c) Other than as provided in Section 2.08 with respect to Bonds held in the Book-Entry Only System, principal and interest shall be paid (i) with respect to Bonds bearing interest at Flexible Rates or at a Weekly Rate, Monthly Rate or Quarterly Rate, by federal funds by wire transfer within the continental United States upon written instruction from the Owner to the Paying Agent/Registrar, and otherwise by check dated the Interest Payment Date and mailed by first class mail, and (ii) with respect to Bonds bearing interest at the Initial Rate, Term Rate, Semiannual Rate or Fixed Rate, by check, dated as of the Interest Payment Date, and sent by first class mail, postage prepaid, by the Paying Agent/Registrar to each Owner at the address shown in the Register, or by such other customary banking arrangement acceptable to the Paying Agent/Registrar at the request of and at the risk and expense of the Owner.

(d) The principal of each Bond shall be paid to the Owners when due, whether at the maturity date or the date of prior redemption, only upon presentation and surrender of such Bond at the designated office of the Paying Agent/Registrar.

(e) If the date for the scheduled payment of the principal of or interest on the Bonds is not a Business Day, the date for such payment shall be the next succeeding Business Day and payment on such date shall for all purposes be deemed to have been made on the due date thereof and no interest shall accrue on such payments in the interim.

(f) Unless otherwise provided in this Order, in the event that the day on which any act or function is to be performed or done is not a Business Day, such act or function shall be performed or done on the next succeeding Business Day. For purposes of illustration and without limiting the generality of the foregoing, in the event any mandatory tender date or Conversion Date established by the provisions of this Order for any Bond is not a Business Day, the respective mandatory tender and/or conversion of the Rate Period for such Bond, as applicable, shall occur on the next succeeding Business Day, and the Rate Period then in effect for such Bond shall be deemed to have been extended to end on

the day immediately preceding such Business Day established for the performance of such mandatory tender and/or conversion of such Bond.

(g) In the event of a nonpayment of interest on a scheduled payment date, and for thirty (30) days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the District. Notice of the Special Record Date and of the scheduled payment date of the past due interest (which shall be 15 days after the Special Record Date) shall be sent at least five (5) business days prior to the Special Record Date by United States mail, first class, postage prepaid, to the address of each Owner appearing on the Register at the close of business on the last Business Day next preceding the date of mailing of such notice.

(h) Unclaimed Payments that remain unclaimed by the Owners for ninety (90) days after the applicable payment or redemption date shall be held in trust, uninvested by the Paying Agent/Registrar or Tender Agent, as applicable, for the account of the Owners of the Bonds to which the Unclaimed Payments pertain. Unclaimed Payments remaining unclaimed by the Owners entitled thereto for three (3) years after the applicable payment or redemption date shall be reported and disposed of by the Paying Agent/Registrar or Tender Agent, as applicable in accordance with the applicable provisions of Texas law including, to the extent applicable, Title 6 of the Texas Property Code, as amended.

Section 2.04. Execution and Registration of Bonds.

(a) The Bonds shall be executed on behalf of the District by the President or Vice President and Secretary of the Board, by their manual or facsimile signatures, and the official seal of the District shall be impressed or placed in facsimile thereon. Such facsimile signatures on the Bonds shall have the same effect as if each of the Bonds had been signed manually and in person by each of said officers, and such facsimile seal on the Bonds shall have the same effect as if the official seal of the District had been manually impressed upon each of the Bonds.

(b) If any officer of the District whose manual or facsimile signature appears on the Bonds ceases to be such officer before the authentication of such Bonds or before the delivery thereof, such manual or facsimile signature nevertheless shall be valid and sufficient for all purposes as if such officer had remained in such office.

(c) Except for the Initial Bonds, which need not be authenticated if such Initial Bonds bear the executed Certificate of Registration by the Comptroller of the State, no Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit of this Order unless the Certificate of Paying Agent/Registrar, substantially in the form provided herein, has been duly authenticated by manual execution by an officer or duly authorized signatory of the Paying Agent/Registrar.

(d) On the Issuance Date, one Initial Bond representing the aggregate principal amount of each series, subseries or tranche of the Bonds having the same Initial Rate Period and Initial Rate, payable to the Underwriter, or its designee, executed by the manual or

facsimile signature of the President or Vice President and Secretary of the Board, approved by the Attorney General of the State, and registered by the Comptroller of Public Accounts of the State by registration certificate attached or affixed thereto, will be delivered to the Underwriter or its designee. Upon payment for the Initial Bonds, the Paying Agent/Registrar shall cancel the Initial Bonds and deliver definitive Bonds to DTC in exchange therefor, registered in the name of Cede & Co., as nominee of DTC, as set forth in Section 2.07. The District and the Paying Agent/Registrar are authorized to execute, deliver, and take the actions set forth in such letters to or agreements with DTC as shall be necessary to effectuate DTC's Book-Entry Only System. To the extent the Paying Agent/Registrar is eligible to participate in DTC's FAST System, as evidenced by agreement between the Paying Agent/Registrar and DTC, the Paying Agent/Registrar shall hold the definitive Bonds in safekeeping for DTC.

Section 2.05. Ownership.

(a) The District, the Paying Agent/Registrar, the Tender Agent and any other person may treat the person whose name appears in the Register as the registered owner of any Bond as the absolute owner of such Bond for the purpose of making and receiving payment of the principal thereof and redemption premium, if any, thereon, for the further purpose of making and receiving payment of the interest thereon (except interest shall be paid to the person in whose name the Bond is registered on the Record Date), and for all other purposes, whether or not such Bond is overdue, and none of the District, the Paying Agent/Registrar or the Tender Agent shall be bound by any notice or knowledge to the contrary.

(b) All payments made to the Owner of a Bond shall be valid and effectual and shall discharge the liability of the District and the Paying Agent/Registrar upon such Bond to the extent of the sums paid.

Section 2.06. Registration, Transfer, and Exchange.

(a) While any Bonds remain Outstanding, the District shall cause the Paying Agent/Registrar to keep the Register, in which, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall record the names and addresses of the Owners of the Bonds and information relating the payment and transfer of Bonds in accordance with this Order.

(b) The ownership of a Bond may be transferred only upon the presentation and surrender of the Bond at the designated trust office of the Paying Agent/Registrar with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar. No transfer of any Bond shall be effective until entered in the Register.

(c) The Bonds shall be exchangeable upon the presentation and surrender thereof at the designated office of the Paying Agent/Registrar for a Bond or Bonds of the same maturity and interest rate and in any Authorized Denomination and in an aggregate principal amount equal to the unpaid principal amount of the Bonds presented for

exchange. The Paying Agent/Registrar is hereby authorized to authenticate and deliver Bonds exchanged for other Bonds in accordance with this Section.

(d) Each exchange Bond delivered by the Paying Agent/Registrar in accordance with this Section shall be entitled to the benefits and security of this Order to the same extent as the Bond or Bonds in lieu of which such exchange Bond is delivered.

(e) No service charge shall be made to the Owner for the initial registration, any subsequent transfer or exchange for a different denomination of any of the Bonds. The Paying Agent/Registrar, as applicable, however, may require the Owner to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection with the registration, transfer, or exchange of a Bond.

(f) Following the Fixed Rate Conversion Date for any Bond, neither the District nor the Paying Agent/Registrar shall be required to issue, transfer, or exchange any such Bond called for redemption prior to maturity, in whole or in part, within thirty (30) days prior to the date fixed for redemption; provided, however, such limitation shall not be applicable to an exchange by the Owner of the uncalled principal balance of a Bond.

Section 2.07. Book-Entry Only System.

(a) The definitive Bonds of each series, subseries or tranche, shall be initially issued in the form of a single fully registered Bond for each Initial Rate Period and bearing interest at the same Initial Rate. Upon initial issuance, the ownership of such definitive Bonds shall be registered in the name of Cede & Co., as nominee of DTC, and except as provided in Section 2.09 hereof, all of the Outstanding Bonds shall be registered in the name of Cede & Co., as nominee of DTC. Upon delivery by DTC to the Paying Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Order with respect to interest checks being mailed to the Owner at the close of business on the Record Date, the word "Cede & Co." in this Order shall refer to such new nominee of DTC.

(b) With respect to Bonds registered in the name of Cede & Co., as nominee of DTC, the District, the Tender Agent and the Paying Agent/Registrar shall have no responsibility or obligation to any DTC Participant or to any person on behalf of whom such DTC Participant holds an interest in the Bonds. Without limiting the immediately preceding sentence, the District, the Tender Agent and the Paying Agent/Registrar shall have no responsibility or obligation with respect to

(i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Bonds,

(ii) the delivery to any DTC Participant or any other person, other than an Owner, as shown on the Register, of any notice with respect to the Bonds, including any notice of redemption, or

(iii) the payment to any DTC Participant or any other person, other than an Owner, as shown on the Register of any amount with respect to principal of Bonds, premium, if any, or interest on the Bonds.

(c) Notwithstanding any other provision of this Order to the contrary, the District, the Tender Agent and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Bond is registered in the Register as the absolute Owner of such Bond for the purpose of payment of principal of, premium, if any, and interest on the Bonds, for the purpose of giving notices of redemption and other matters with respect to such Bond, for the purpose of registering transfer with respect to such Bond, and for all other purposes whatsoever. The Paying Agent/Registrar and the Tender Agent shall pay all principal of Bonds, premium, if any, and interest on the Bonds only to or upon the order of the respective Owners, as shown in the Register as provided in this Order, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the District's obligations with respect to payments of principal, premium, if any, and interest on the Bonds to the extent of the sum or sums so paid. No person other than an Owner shall receive a Bond certificate evidencing the obligation of the District to make payments of amounts due pursuant to this Order.

(d) The Representation Letter previously executed and delivered by the District and applicable to the District's obligations delivered in book-entry-only form to DTC as securities depository is hereby ratified and approved for the Bonds.

Section 2.08. Payments and Notices to Cede & Co. Notwithstanding any other provision of this Order to the contrary, while any Bonds are registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of, premium, if any, and interest on the Bonds, and all notices with respect to such Bonds, shall be made and given, respectively, in the manner provided in the Representation Letter of the District to DTC.

Section 2.09. Successor Securities Depository; Transfer Book-Entry Only System. In the event that the District or the Paying Agent/Registrar determines that DTC is incapable of discharging its responsibilities described herein and in the Representation Letter of the District to DTC, and that it is in the best interest of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, the District or the Paying Agent/Registrar shall (a) appoint a successor securities depository, qualified to act as such under Section 17(a) of the Securities and Exchange Act of 1934, as amended, notify DTC of the appointment of such successor securities depository and transfer one or more separate Bonds to such successor securities depository or (b) notify DTC of the availability through DTC of Bonds and transfer one or more separate Bonds to DTC Participants having Bonds credited to their DTC accounts. In such event, the Bonds shall no longer be restricted to being registered in the Register in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names Owners transferring or exchanging Bonds shall designate, in accordance with the provisions of this Order.

Section 2.10. Variable Rate and Flexible Rate Bonds Held in Book-Entry Only System. This Section 2.10 shall apply with respect to tenders and purchases of Variable Rate and Flexible Rate Bonds held in the Book-Entry Only System. The Remarketing Agent will transfer proceeds

from the remarketing of tendered Variable Rate or Flexible Rate Bonds directly to DTC to be distributed in accordance with DTC's normal procedures. Evidence of beneficial ownership in Variable Rate or Flexible Rate Bonds purchased with such remarketing proceeds shall be provided to the purchasers thereof according to DTC's normal procedures. To the extent the Remarketing Agent is unable to successfully remarket tendered Variable Rate or Flexible Rate Bonds, and the Purchase Price thereof shall have been paid pursuant to a Liquidity Facility, then upon the Bank's purchase of such Variable Rate or Flexible Rate Bonds, such Purchased Bonds shall be transferred to the DTC Participant account of the Bank or, if directed in writing by the Bank, to the DTC Participant account of the Tender Agent or other nominee or designee of the Bank, for the benefit of the Bank as beneficial owner of such Purchased Bonds, at the time and in the manner set forth in the Liquidity Facility. The Remarketing Agent shall continue its attempts to remarket the Purchased Bonds pursuant to the provisions of this Order and the Remarketing Agreement.

Section 2.11. Cancellation. All Bonds paid or redeemed before scheduled maturity in accordance with this Order, and all Bonds in lieu of which exchange Bonds or replacement Bonds are authenticated and delivered in accordance with this Order, shall be canceled and proper records made regarding such payment, redemption, exchange, or replacement. The Paying Agent/Registrar shall treat such canceled Bonds in accordance with its document retention policies.

Section 2.12. Replacement Bonds.

(a) Upon the presentation and surrender to the Paying Agent/Registrar of a mutilated Bond, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a replacement Bond of like maturity, interest rate and principal amount, bearing a number not contemporaneously outstanding. The District or the Paying Agent/Registrar may require the Owner of such Bond to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection therewith and any other expenses connected therewith.

(b) If any Bond is lost, apparently destroyed, or wrongfully taken, the District, pursuant to the applicable laws of the State and in the absence of notice or knowledge that such Bond has been acquired by a bona fide purchaser, shall authorize and the Paying Agent/Registrar shall deliver a replacement Bond of like maturity, interest rate and principal amount, bearing a number not contemporaneously outstanding, provided that the Owner first:

(i) furnishes to the Paying Agent/Registrar satisfactory evidence of his or her ownership of and the circumstances of the loss, destruction, or theft of such Bond;

(ii) furnishes such security or indemnity as may be required by the Paying Agent/Registrar and the District to save them harmless;

(iii) pays all expenses and charges in connection therewith, including, but not limited to, printing costs, legal fees, fees of the Paying Agent/Registrar and any tax or other governmental charge that is authorized to be imposed; and

(iv) satisfies any other reasonable requirements imposed by the District or the Paying Agent/Registrar.

(c) After the delivery of such replacement Bond, if a bona fide purchaser of the original Bond in lieu of which such replacement Bond was issued presents for payment such original Bond, the District and the Paying Agent/Registrar shall be entitled to recover such replacement Bond from the person to whom it was delivered or any person taking therefrom, except a bona fide purchaser, and shall be entitled to recover upon the security or indemnity provided therefor to the extent of any loss, damage, cost, or expense incurred by the District or the Paying Agent/Registrar in connection therewith.

(d) If any such mutilated, lost, apparently destroyed, or wrongfully taken Bond has become or is about to become due and payable, the District, in its discretion, instead of issuing a replacement Bond, may authorize the Paying Agent/Registrar to pay such Bond when it becomes due and payable.

(e) Each replacement Bond delivered in accordance with this Section shall be entitled to the benefits and security of this Order to the same extent as the Bond or Bonds in lieu of which such replacement Bond is delivered.

Section 2.13. Tax Levy.

(a) Pursuant to the authority granted by the Constitution and laws of the State, there shall be levied and there is hereby levied for the current year and for each succeeding year hereafter while any of the Costs of Credit Agreements, if any, are unpaid or the Bonds or any interest thereon is outstanding and unpaid, an ad valorem tax on each one hundred dollars valuation of taxable property within the District at a rate sufficient, without limit as to rate or amount, to pay the principal of and interest on the Bonds when due and payable and the Costs of Credit Agreements, if any, incurred in connection with the Bonds when due and payable, full allowance being made for delinquencies and costs of collection taking into account otherwise unencumbered or lawfully available funds of the District that are on deposit in the Interest and Sinking Fund and are available to pay debt service on the Bonds and the Costs of Credit Agreements, using the following guidelines: (i) if the interest rate on the Bonds for all or a portion of the period for which taxes are then being assessed is not then known, and only if no "Event of Default" (as defined in the Liquidity Facility, if any) has occurred, for the period that the interest rate on the Bonds is not known, using an interest rate on the Bonds equal to the rate prescribed in a then-effective Liquidity Facility, if any, to apply during such time or, if no Liquidity Facility is in effect, using the Maximum Rate, and (ii) using the actual interest rate on the Bonds for the period that the actual interest rate on the Bonds is known. If an "Event of Default" (as defined in the Liquidity Facility, if any) has occurred, the District will assume that the interest rate on the Bonds is the Maximum Rate.

(b) The ad valorem tax thus levied shall be assessed and collected each year against all property appearing on the tax rolls of the District most recently approved in accordance with law and the money thus collected shall be deposited as collected to the Interest and Sinking Fund.

(c) Said ad valorem tax, the collections therefrom, and all amounts on deposit in or required hereby to be deposited to the Interest and Sinking Fund are hereby pledged and committed irrevocably to the payment of the principal of and interest on the Bonds and the Costs of Credit Agreements, if any, and other costs related to the Bonds when and as due and payable in accordance with their terms and this Order.

(d) To pay the debt service coming due on the Bonds prior to receipt of the taxes levied to pay such debt service, if any, there is hereby appropriated from current funds on hand, which are hereby certified to be on hand and available for such purpose, an amount sufficient to pay such debt service, and such amount shall be used for no other purpose.

(e) Any money received by the District with respect to the Bonds as state assistance pursuant to the instructional allotment or as state assistance with existing debt, each as authorized by Chapter 46, Texas Education Code, shall be deposited in the interest and sinking fund as required by Sections 46.009 and 46.035, Texas Education Code, respectively. The District will take into account the balance in the Interest and Sinking Fund when it sets its debt service tax rate each year.

Section 2.14. Interest and Sinking Fund.

(a) The District hereby establishes a special fund(s) or account(s), to be designated the “Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, [series designation assigned to the Bonds in the Officer’s Pricing Certificate] Interest and Sinking Fund,” (or as otherwise designated in the Officer’s Pricing Certificate) (the “Interest and Sinking Fund”) said fund(s) to be kept at an official depository bank of the District and established and maintained on the books and records of the District separate and apart from all other funds and accounts of the District.

(b) Money on deposit in or required by this Order to be deposited to the Interest and Sinking Fund shall be used solely for the purpose of paying the interest on and principal of the Bonds when and as due and payable and the Costs of Credit Agreements, if any, incurred in connection with the Bonds in accordance with their terms and this Order.

Section 2.15. Application of Chapter 1208, Government Code. Chapter 1208, Texas Government Code, applies to the issuance of the Bonds and the pledge of the taxes granted by the District under Section 2.13, and is therefore valid, effective, and perfected. Should Texas law be amended at any time while the Bonds are outstanding and unpaid, the result of such amendment being that the pledge of the taxes granted by the District under Section 2.13 is to be subject to the filing requirements of Chapter 9, Business & Commerce Code, in order to preserve to the registered owners of the Bonds and the Bank or any other provider of Credit Agreements relating to the Bonds the perfection of a security interest in said pledge, the District agrees to take such measures as it determines are reasonable and necessary under Texas law to comply with the applicable provisions of Chapter 9, Business & Commerce Code and enable a filing to perfect the security interest in said pledge to occur.

ARTICLE III INTEREST RATES ON BONDS

Section 3.01. Initial Interest Rates; Subsequent Interest Rates; No Liquidity Facility During Initial Rate Period. The Bonds shall bear interest at the Initial Rate(s) for the Initial Rate Period(s) set forth in the Officer's Pricing Certificate. Following the end of the Initial Rate Period(s), the Bonds shall be subject to mandatory tender for purchase on the date(s) set forth in the Officer's Pricing Certificate, without right of retention by the Owners, in accordance with the provisions of Section 4.08. After the Initial Rate Period, the Bonds shall be converted to bear interest in a different Rate Period as determined in accordance with the provisions of this Order, until the Bonds mature or are converted to a different Rate Period, as applicable, all as provided herein. Notwithstanding the foregoing, if the Remarketing Agent fails to remarket all of the Bonds on the mandatory tender date(s) following the end of the Initial Rate Period(s) resulting in the Owners thereof retaining the Bonds subsequent to the end of the Initial Rate Period, the Bonds shall bear interest at the Stepped Rate for the duration of the Stepped Rate Period, all as set forth in Section 4.08 of this Order. No Liquidity Facility shall be in effect during the Initial Rate Period. In addition and notwithstanding the foregoing or the provisions of Section 3.04 of this Order, the Pricing Officer may initially designate one or more maturities of Bonds as fixed rate Bonds as set forth in the Officer's Pricing Certificate. Bonds designated as fixed rate Bonds in the Officer's Pricing Certificate shall bear interest at the fixed rate designated therein until maturity or prior redemption as specified in the Officer's Pricing Certificate.

Section 3.02. Variable Rates; Conversions to Variable Rate Periods.

(a) Determination by Remarketing Agent. Subject to the further provisions of this Article III with respect to particular Variable Rates or conversions between or to Variable Rate Periods, the Variable Rate to be applicable to the Bonds during any Variable Rate Period shall be determined by the Remarketing Agent. The Remarketing Agent shall determine the Variable Rate on each Rate Determination Date in accordance with this Section 3.02. The Variable Rate so determined shall become effective on the first day of the next succeeding Variable Rate Period.

(i) In each case, the Variable Rate for the Variable Rate Period in question shall be determined by the Remarketing Agent on the Rate Determination Date required pursuant to Section 3.02(b), (c), (d), (e), or (f) below, as is applicable.

(ii) Each Variable Rate determined by the Remarketing Agent shall be the lowest rate of interest which, in the judgment of the Remarketing Agent, would cause the Bonds to have a market value equal to not less than 100% of the principal amount thereof, plus accrued interest, under prevailing market conditions as of the Rate Determination Date, provided that, and except as otherwise expressly provided herein, (A) if the Remarketing Agent fails for any reason to determine or notify the Tender Agent or the Paying Agent/Registrar of the Variable Rate for any Variable Rate Period when required hereunder, the Variable Rate for such period shall be deemed to be determined as the Variable Rate then in effect until the Remarketing Agent determines a new Variable Rate and notifies the Tender Agent and the Paying Agent/Registrar of such rate in accordance with the provisions of

this Order; and (B) in no event shall the Variable Rate for any Variable Rate Period exceed the Maximum Rate.

(iii) In determining the interest rates, the Remarketing Agent shall take into account to the extent applicable market interest rates and indices, general economic conditions, and general market conditions as they relate to comparable securities which are held by institutional and private investors with substantial portfolios (1) with a term equal to the applicable Rate Period for the Bonds; (2) the interest on which is exempt from federal income taxation; (3) rated, if the Bonds are rated, by a Rating Agency in the same rating category as the Bonds; (4) with security or credit support similar to the Bonds; and (5) with redemption provisions similar to those of the Bonds.

(iv) All determinations of Variable Rates pursuant to this Section shall be conclusive and binding, absent manifest error, upon the District, the Tender Agent, the Paying Agent/Registrar, any Bank, and the Owners of the Bonds to which such rates are applicable. The District, the Tender Agent, the Paying Agent/Registrar and the Remarketing Agent shall not be liable to any Owners for failure to give any notice required herein or for failure of any Owners to receive such notice.

(b) Weekly Rates. A Weekly Rate shall be determined for each Weekly Rate Period as follows:

(i) Weekly Rate Periods shall commence on Thursday of each week and end on Wednesday of the following week; except that in the case of a conversion to a Weekly Rate Period from a different Variable Rate Period or from a Flexible Rate Period, the initial Weekly Rate Period shall (A) commence on the Weekly Rate Conversion Date, and (B) end on the next succeeding Wednesday.

(ii) The Weekly Rate for each Weekly Rate Period shall be effective from and including the commencement date of such Weekly Rate Period and shall remain in effect through and including the last day thereof. Each such Weekly Rate shall be determined by the Remarketing Agent by 12:00 p.m., New York City time on the Rate Determination Date, which date shall be the Business Day immediately preceding the commencement date of the Weekly Rate Period to which it relates, and each such Weekly Rate shall be made available to the Paying Agent/Registrar and the Tender Agent by the Remarketing Agent by the close of business on the Rate Determination Date.

(iii) Notice of Weekly Rates determined for each Weekly Rate Period shall be given promptly by the Paying Agent/Registrar to DTC (and any successor to DTC). In the event the Book-Entry Only System is discontinued, notice of Weekly Rates determined for each Weekly Rate Period shall be given by the Paying Agent/Registrar by first class mail or by electronic means to each Owner within seven (7) Business Days after each Interest Payment Date on which interest at a Weekly Rate is to be paid. The Paying Agent/Registrar shall include in the notice

a telephone number Owners may call to ascertain the Weekly Rate in effect from time to time.

(c) Monthly Rates. A Monthly Rate shall be determined for each Monthly Rate Period as follows:

(i) Monthly Rate Periods shall (A) commence on the first Business Day of each calendar month, except that in the case of a conversion to a Monthly Rate Period from a different Variable Rate Period or from a Flexible Rate Period, the initial Monthly Rate Period shall commence on the Monthly Rate Conversion Date, and (B) end on the last day prior to the first Business Day of the following month.

(ii) The Monthly Rate for each Monthly Rate Period shall be effective from and including the commencement date of such period and shall remain in effect through and including the last day thereof. Each such Monthly Rate shall be determined by the Remarketing Agent no later than 12:00 p.m., New York City time on the Rate Determination Date, which shall be the Business Day immediately preceding the commencement date of such Monthly Rate Period, and each such Monthly Rate shall be made available to the Paying Agent/Registrar and the Tender Agent by the Remarketing Agent by the close of business on the Rate Determination Date.

(iii) Notice of Monthly Rates determined for each Monthly Rate Period shall be given promptly by the Paying Agent/Registrar to DTC (and any successor to DTC). In the event the Book-Entry Only System is discontinued, notice of Monthly Rates determined for each Monthly Rate Period shall be given by the Paying Agent/Registrar by first-class mail or by electronic means to each Owner promptly after such Monthly Rate is determined.

(d) Quarterly Rates. A Quarterly Rate shall be determined for each Quarterly Rate Period as follows:

(i) Quarterly Rate Periods shall (A) commence initially on a Quarterly Rate Conversion Date and thereafter on the first Business Day of each third calendar month thereafter; and (B) end on the last day preceding either (i) the commencement date of the following Quarterly Rate Period or (ii) the Conversion Date on which a different Rate Period shall become effective.

(ii) The Quarterly Rate for each Quarterly Rate Period shall be effective from and including the commencement day of such period and shall remain in effect through and including the last date thereof. Each such Quarterly Rate shall be determined by the Remarketing Agent not later than 12:00 p.m., New York City time, on the Rate Determination Date, which date shall be the Business Day immediately preceding the commencement date of such period, and each Quarterly Rate shall be made available to the Paying Agent/Registrar and the Tender Agent by the Remarketing Agent by the close of business on the Rate Determination Date.

(iii) Notice of Quarterly Rates determined for each Quarterly Rate Period shall be given promptly by the Paying Agent/Registrar to DTC (and any successor to DTC). In the event the Book-Entry Only System is discontinued, notice of Quarterly Rates determined for each Quarterly Rate Period shall be given by the Paying Agent/Registrar by first class mail or by electronic means to each Owner promptly after such Quarterly Rate is determined.

(e) Semiannual Rates. A Semiannual Rate shall be determined for each Semiannual Rate Period as follows:

(i) Semiannual Rate Periods shall (A) commence initially on a Semiannual Rate Conversion Date and thereafter on the first day of each sixth calendar month thereafter; and (B) end on the last day preceding either (i) the commencement date of the following Semiannual Rate Period or (ii) the Conversion Date on which a different Rate Period shall become effective.

(ii) The Semiannual Rate for each Semiannual Rate Period shall be effective from and including the commencement date of such period and shall remain in effect through and including the last day thereof. Each such Semiannual Rate shall be determined by the Remarketing Agent not later than 12:00 p.m., New York City time, on the Rate Determination Date, which date shall be the Business Day immediately preceding the commencement date of such period, and each such Semiannual Rate shall be made available to the Paying Agent/Registrar and the Tender Agent by the Remarketing Agent by the close of business on the Rate Determination Date.

(iii) Notice of Semiannual Rates determined for each Semiannual Rate Period shall be given promptly by the Paying Agent/Registrar to DTC (and any successor to DTC). In the event the Book-Entry Only System is discontinued, notice of Semiannual Rates determined for each Semiannual Rate Period shall be given by the Paying Agent/Registrar by first class mail or by electronic means to each Owner promptly after such Semiannual Rate is determined.

(f) Term Rates. A Term Rate shall be determined for each Term Rate Period as follows:

(i) Term Rate Periods shall (A) commence on each Term Rate Conversion Date, and (B) end on the date established by the District as the last day for each such Term Rate Period pursuant to Section 3.02(f)(ii); provided, however, that each Term Rate Period shall be at least nine (9) months in duration; provided further, that in the event any Conversion Date established pursuant to the provisions of this Order in connection with a conversion from a Term Rate Period is not the day that immediately succeeds the last day of the then-expiring Term Rate Period, the duration of the then-expiring Term Rate Period shall be deemed to have been extended to end on the day immediately preceding such Conversion Date; provided further, that if the District elects to obtain a Liquidity Facility for the Bonds in connection with such Term Rate Period, the Term Rate Period for such Bonds shall

end on a Business Day that is not less than five (5) days prior to the stated expiration date of the Liquidity Facility providing liquidity support for such Bonds.

(ii) Prior to the commencement of each Term Rate Period, the District shall determine the last day of each such Term Rate Period; provided, that the duration of each such Term Rate Period complies with Section 3.02(f)(i) above. The District shall give written notice of the potential duration of each Term Rate Period to the Paying Agent/Registrar, the Tender Agent, the Remarketing Agent and the Bank, if any, in accordance with Section 3.02(g)(ii) and 3.02(h)(ii), as applicable.

(iii) The Term Rate for each Term Rate Period shall be effective from and including the commencement date of each such Term Rate Period and shall remain in effect through and including the last day thereof. Each such Term Rate shall be determined for each Term Rate Period not later than 12:00 p.m., New York City time on the Rate Determination Date, which date shall be a Business Day not less than one (1) Business Day preceding the commencement date of such Term Rate Period, and each such Term Rate shall be made available to the Paying Agent/Registrar, the Bank, if any, and the Tender Agent by the Remarketing Agent, in consultation with the District, by the close of business on the Rate Determination Date. If, at the expiration of the then-applicable Term Rate Period, there does not exist a Liquidity Facility providing liquidity support for such Bonds and there occurs a failed conversion and remarketing of the type described in Section 4.03(g), then such Bonds shall bear interest at the Stepped Rate for the duration of the Stepped Rate Period in accordance with, and shall be subject to, the provisions of Section 4.03(g).

(iv) While the Bonds bear interest at a Term Rate, the District shall use its best efforts to take all such actions required by this Order to be performed by the District to cause such Bonds to be converted to a different Rate Period (including to a Term Rate Period of the same or a different duration as the then-expiring Term Rate Period) on the first Business Day immediately following the last day of the then-expiring Term Rate Period. If there is a Liquidity Facility then in effect providing liquidity support for such Bonds to be converted from a Term Rate Period to a different Rate Period, then such Bonds are subject to mandatory tender for purchase on the Conversion Date pursuant to Section 4.03(a), Section 4.03(b) or Section 4.04(a), as applicable. If there does not exist a Liquidity Facility providing liquidity support for such Bonds to be converted from a Term Rate Period to a different Rate Period (and there was no Liquidity Facility in effect for such Bonds upon commencement of the then-expiring Term Rate Period), then such Bonds are subject to mandatory tender for purchase on the Conversion Date pursuant to Section 4.03(g).

(g) Conversions To or Between Variable Rate Periods. At the option of the District, and pursuant to an order of the Board, the Bonds may be converted from one Variable Rate Period to a different Variable Rate Period (including from a Term Rate

Period to a new Term Rate Period of the same or a different duration as the then-expiring Term Rate Period). Any such conversion shall be accomplished as follows:

(i) The Conversion Date for a conversion from one Variable Rate Period to a different Variable Rate Period shall be an Interest Payment Date on which interest is payable for the Variable Rate Period from which the conversion is to be made; provided, however, that if the conversion is from a Term Rate Period to a different Variable Rate Period (including a conversion from a Term Rate Period to a new Term Rate Period of the same or a different duration as the then-expiring Term Rate Period), the Variable Rate Conversion Date shall be the first Business Day immediately following the last day of the then-expiring Term Rate Period; provided further, that Purchased Bonds or Bonds bearing interest at a Stepped Rate may be converted to a different Variable Rate Period on any Business Day. The Variable Rate Conversion Date for a conversion from an Initial Rate Period to a different Variable Rate Period shall be the Business Day immediately following the end of such Initial Rate Period or such other date as may be established in accordance with Section 4.08 hereof.

(ii) The District shall give written notice of any such conversion to the Paying Agent/Registrar, the Tender Agent, the Remarketing Agent and the Bank (if any) not less than thirty (30) days prior to the proposed Conversion Date. Such notice shall specify the proposed Conversion Date and the Variable Rate Period to which the conversion will be made, and in the case of conversion to a Term Rate Period (including any conversion from a Term Rate Period to a new Term Rate Period of the same or different duration as the then-expiring Term Rate Period), the potential last day of such new Term Rate Period. Such notice shall also specify the conditions, if any, to the conversion and the consequences of such conditions not being fulfilled.

(iii) Except when a conversion is being made from one Term Rate Period to another Term Rate Period or from the Initial Rate Period to a Term Rate Period, in which instances no notice under this Section 3.02(g)(iii) shall be required, not less than twenty (20) days prior to the Conversion Date, the Paying Agent/Registrar shall send (by first class mail or by other customary means) a written notice of the conversion to the Owners. When required, such notice shall:

(A) contain the information set forth in the notice from the District pursuant to Section 3.02(g)(ii) above; and

(B) set forth the matters required to be stated pursuant to Section 4.03(d).

(iv) The Variable Rate for the Variable Rate Period commencing on the Conversion Date shall be determined by the Remarketing Agent in the manner provided in Section 3.02(a) above on the date set forth in Section 3.02(b), (c), (d), (e) or (f) above, whichever is applicable to the Variable Rate Period to which the conversion shall be made.

(v) Any conversion pursuant to this Section 3.02 shall be subject to the condition that the District shall have delivered to the Paying Agent/Registrar and the Remarketing Agent, along with the notice required by Section 3.02(g)(ii) above, an Opinion of Bond Counsel (which opinion shall be confirmed on the Conversion Date). If such Opinion of Bond Counsel is not delivered, the conversion shall not occur, the Paying Agent/Registrar shall not deliver notice to the Owners and the Bonds shall remain in the same Rate Period; provided, however, that if the existing Rate Period for such Bonds is an Initial Rate Period or a Term Rate Period (for which there is not a Liquidity Facility then in effect for such Bonds and there was no Liquidity Facility in effect for such Bonds upon the commencement of then-expiring Term Rate Period), then such Bonds shall be subject to the provisions of Section 4.03(g) or Section 4.08, as applicable.

(vi) In the event the confirmation of the Opinion of Bond Counsel is not delivered on the proposed Conversion Date pursuant to Section 3.02(g)(v), the following provisions shall apply:

(A) if the existing Rate Period of the Bonds to be converted is a Weekly Rate Period, Monthly Rate Period, Quarterly Rate Period, or Semiannual Rate Period then (I) the conversion shall not occur and such Bonds shall remain in the same Rate Period, (II) the failed conversion shall not constitute an Event of Default under this Order or such Bonds, (III) the mandatory tender will be deemed to have been rescinded for that date with respect to such Bonds and any Bonds so tendered will be returned to the Owners thereof, and (IV) the Paying Agent/Registrar shall give notice on the proposed Conversion Date to the Owners of such Bonds stating that the mandatory tender and conversion did not occur because the conditions to such conversion were not satisfied in accordance with the terms of this Order; or

(B) if the existing Rate Period of the Bonds to be converted is a Term Rate Period (for which a Liquidity Facility is then in effect providing liquidity support for such Bonds), then (I) the conversion shall not occur, (II) the failed conversion shall not constitute an Event of Default under this Order or such Bonds, and (III) such Bonds shall be subject to mandatory tender pursuant to Section 4.03(a); or

(C) if the existing Rate Period of the Bonds to be converted is an Initial Rate Period or a Term Rate Period (for which there is not a Liquidity Facility then in effect for such Bonds and there was no Liquidity Facility in effect for such Bonds upon the commencement of the then-expiring Term Rate Period), then the conversion shall not occur and the provisions of Section 4.03(g) or Section 4.08, as applicable, shall apply to such failed conversion.

(h) Conversions to Variable Rate Period from Flexible Rate Period. At the option of the District, and pursuant to an order of the Board the Bonds may be converted

from a Flexible Rate Period to a Variable Rate Period (other than the Initial Rate Period). To accomplish the proposed conversion, the District shall give written notice of the proposed conversion pursuant to Section 3.02(h)(ii) together with a copy of the Opinion of Bond Counsel. The conversion shall be accomplished as follows:

(i) The Conversion Date shall be both (A) the first Business Day of a calendar month, and (B) the last Interest Payment Date on which interest is payable for any Flexible Rate Periods theretofore established for the Bonds to be converted pursuant to Section 3.03.

(ii) The District shall give written notice of any such conversion to the Paying Agent/Registrar, the Tender Agent, the Remarketing Agent and the Bank, if any, in the manner and at the times prescribed by Section 3.02(g)(ii).

(iii) The Variable Rate for the Variable Rate Period commencing on the Conversion Date shall be established in accordance with the applicable subsection of Section 3.02, and notice of such conversion shall be given to the Owners in the same manner as is provided for conversions from one Variable Rate Period to another Variable Rate Period pursuant to Section 3.02(g)(iii) above.

(iv) Notwithstanding the foregoing, no conversion shall be effected pursuant to this Section 3.02(h) unless the Paying Agent/Registrar shall have received (A) on or before five (5) days prior to the date on which such notice is required to be given to the Owners, written confirmation from the Remarketing Agent to the effect that it has not established and will not establish any Flexible Rate Period extending beyond the Conversion Date and, (B) an Opinion of Bond Counsel (which opinion shall be confirmed on the Variable Rate Conversion Date). If such Remarketing Agent confirmation or Opinion of Bond Counsel is not delivered by the required time set forth above, the conversion shall not occur the Paying Agent/Registrar shall not deliver notice to the Owners and the Bonds shall remain in the Flexible Rate Period.

(v) If the confirmation of the Opinion of Bond Counsel is not delivered on the proposed Conversion Date pursuant to Section 3.02(h)(iv), the conversion shall not occur and the Bonds shall remain in the same Rate Period; provided, however, that such Bonds shall be subject to mandatory tender as provided herein.

(i) On any Conversion Date, in accordance with all applicable law, the District reserves the right to divide the Bonds into two or more subseries. All Bonds of a particular series or subseries shall bear interest in the same Rate Period, provided that, any Bond of a particular series or subseries may bear interest at a Flexible Rate for a Flexible Rate Period different from any other Bond in accordance with Section 3.03(a).

Section 3.03. Flexible Rates; Conversions to Flexible Rate Periods.

(a) Flexible Rates. A Flexible Rate for each Flexible Rate Period shall be determined as follows:

(i) The Flexible Rate Period for each Bond shall be of such duration, not less than 7 days and not exceeding 270 days, as may be determined by the Remarketing Agent pursuant to Section 4.02 or 4.03 and any Bond may bear interest at a Flexible Rate for a Flexible Rate Period different from any other Bond; provided that each such Flexible Rate Period shall (A) commence on a Business Day (initially, the Flexible Rate Conversion Date), and (B) end on a day which is a Business Day not less than five (5) days prior to the stated expiration date of any Liquidity Facility providing liquidity support for such Bonds. All determinations of Flexible Rate Periods pursuant to this Section shall be conclusive and binding, absent manifest error, upon the District, the Tender Agent, the Paying Agent/Registrar, the Bank, and the Owners of the Bonds to which such Flexible Rate Periods are applicable. Each Flexible Rate Period shall be made available to the Bank, the Paying Agent/Registrar and the Tender Agent by the Remarketing Agent including but not limited to via electronic means by 12:00 p.m. on its Rate Determination Date.

(ii) The Flexible Rate for each Flexible Rate Period shall be effective from and including the commencement date of such Flexible Rate Period through and including the last day thereof. Each such Flexible Rate shall be determined by the Remarketing Agent in connection with the sale of the Bond or Bonds to which it relates pursuant to Section 4.02 or 4.03. Flexible Rates shall be determined for the Bonds no later than 12:00 p.m. New York City time on the Rate Determination Date, which shall be the day immediately preceding the commencement date of each Flexible Rate Period with respect to such Bond, by the Remarketing Agent in connection with the remarketing of the Bonds at a rate or rates which, in the judgment of the Remarketing Agent, would cause such Bond to have a market value equal to not less than 100% of the principal amount thereof, plus accrued interest, under prevailing market conditions, provided, however, that such Flexible Rate shall never exceed the Maximum Rate. All determinations of Flexible Rates pursuant to this Section shall be conclusive and binding, absent manifest error, upon the District, the Tender Agent, the Paying Agent/Registrar, the Bank, and the Owners of the Bonds to which such rates are applicable. Each Flexible Rate shall be made available to the Bank, the Paying Agent/Registrar and the Tender Agent by the Remarketing Agent including but not limited to via electronic means by 12:00 p.m. on its Rate Determination Date.

(b) Conversions to Flexible Rate Periods. At the option of the District, and pursuant to an order of the Board, the Bonds may be converted from a Variable Rate Period to Flexible Rate Periods; provided, however, that the stated expiration date of a Liquidity Facility providing liquidity support for such Bonds shall be a day that is not less than five (5) days after the last day of each Flexible Rate Period, the Liquidity Facility shall provide an interest commitment as necessary to accommodate the number of days of each Flexible Rate Period, and notice of such conversion will be provided to the Rating Agency not less than 30 days prior to the Flexible Rate Conversion Date. The conversion shall be accomplished as follows:

(i) The Flexible Rate Conversion Date for a conversion from a Variable Rate Period shall be an Interest Payment Date on which interest is payable for the Variable Rate Period from which the conversion is to be made; provided, however, that in the event the conversion is from a Term Rate Period, the Flexible Rate Conversion Date shall be the first Business Day immediately following the last day of the then-expiring Term Rate Period; provided further, that Purchased Bonds or Bonds bearing interest at a Stepped Rate may be converted to a Flexible Rate Period on any Business Day. The Flexible Rate Conversion Date for a conversion from an Initial Rate Period to a Flexible Rate Period shall be the Business Day immediately following the end of such Initial Rate Period or such other date as may be established in accordance with Section 4.08 hereof.

(ii) The District shall give written notice of any such conversion to the Paying Agent/Registrar, the Tender Agent the Remarketing Agent and the Bank not less than thirty (30) days prior to the proposed Flexible Rate Conversion Date. Such notice shall specify the proposed Flexible Rate Conversion Date and the Flexible Rate Period or Periods to which the conversion will be made. Such notice shall also specify the conditions, if any, to the conversion and the consequences of such conditions not being fulfilled.

(iii) Not less than twenty (20) days prior to the Conversion Date, the Paying Agent/Registrar shall send (by first class mail or by other customary means) a written notice of the conversion to the Owners of the Bonds. Such notice shall:

(A) contain the information set forth in the notice from the District pursuant to Section 3.03(b)(ii) above, and

(B) set forth the matters required to be stated pursuant to Section 4.03(d) with respect to purchases of Bonds governed by such Section.

(iv) The Flexible Rate or Rates for the Flexible Rate Period or Periods commencing on the Flexible Rate Conversion Date shall be determined by the Remarketing Agent in the manner and on the date provided in Section 3.03(a) above.

(v) Any conversion pursuant to this Section 3.03(b) shall be subject to the condition that the District shall have delivered to the Paying Agent/Registrar and the Remarketing Agent, along with the notice required in Section 3.03(b)(ii) above, an Opinion of Bond Counsel (which opinion shall be confirmed on the Flexible Rate Conversion Date). If such Opinion of Bond Counsel is not delivered, the conversion shall not occur, the Paying Agent/Registrar shall not deliver notice to the Owners and the Bonds shall remain in the same Variable Rate Period; provided, however, that if the existing Rate Period for such Bonds is an Initial Rate Period or a Term Rate Period (for which there is not a Liquidity Facility then in effect for such Bonds and there was no Liquidity Facility in effect for such Bonds upon the commencement of the then-expiring Term Rate Bonds), then such Bonds shall be subject to the provisions of Section 4.03(g) or Section 4.08, as applicable.

(vi) In the event the confirmation of the Opinion of Bond Counsel is not delivered on the proposed Flexible Rate Conversion Date pursuant to Section 3.03(b)(v), the following provisions shall apply:

(A) if the existing Rate Period of the Bonds to be converted is a Weekly Rate Period, Monthly Rate Period, Quarterly Rate Period or Semiannual Rate Period, then (I) the conversion shall not occur and such Bonds shall remain in the same Rate Period, (II) the failed conversion shall not constitute an Event of Default under this Order or such Bonds, (III) the mandatory tender will be deemed to have been rescinded for that date with respect to such Bonds and any Bonds so tendered will be returned to the Owners thereof, and (IV) the Paying Agent/Registrar shall give notice on the proposed Flexible Rate Conversion Date to the Owners of such Bonds stating that the mandatory tender and conversion did not occur because the conditions to such conversion were not satisfied in accordance with the terms of this Order; or

(B) if the existing Rate Period of the Bonds to be converted is a Term Rate Period (for which a Liquidity Facility is then in effect providing liquidity support for such Bonds), then (I) the conversion shall not occur, (II) the failed conversion shall not constitute an Event of Default under this Order or such Bonds, and (III) such Bonds shall be subject to mandatory tender in accordance with Section 4.03(b); or

(C) if the existing Rate Period of the Bonds to be converted is an Initial Rate Period or a Term Rate Period (for which there is not a Liquidity Facility then in effect for such Bonds and there was no Liquidity Facility in effect for such Bonds upon the commencement of the then-expiring Term Rate Period), then the conversion shall not occur and the provisions of Section 4.03(g) or Section 4.08, as applicable, shall apply to such failed conversion.

Section 3.04. Fixed Rate Conversion at Option of the District.

(a) At the option of the District, and pursuant to an order of the Board, the Bonds bearing interest at a Variable Rate (including an Initial Rate), Flexible Rate or Stepped Rate may be converted in whole or in part to a Fixed Rate or Rates to their maturity or prior redemption. In the event of a conversion of less than 100% of all Outstanding Bonds to a Fixed Rate pursuant to this Section, the Paying Agent/Registrar shall, at the direction of the District, select the Bonds to be converted to a Fixed Rate, assuming the Bonds then Outstanding are each in a minimum Authorized Denomination; provided, however, that in the event of a conversion of less than 100% of all Outstanding Bonds, Purchased Bonds, if any, and Bonds bearing interest at the Stepped Rate, if any, shall be converted prior to any other Bonds, and Purchased Bonds, if any, shall be converted prior to any Bonds bearing interest at the Stepped Rate. In connection with any such conversion, the District reserves the right to divide the Bonds into two or more subseries as provided in Section 3.02(i).

(b) In determining the Fixed Rate, the Remarketing Agent, in consultation with the District, shall take into account to the extent applicable (i) market interest rates for comparable securities which are held by institutional and private investors with substantial portfolios (A) with terms equal to the periods to maturity remaining on the Bonds, (B) the interest on which is exempt from federal income taxation, (C) rated, if the Bonds are rated, by a Rating Agency in the same rating category as the Bonds, (D) with security or credit support similar to the Bonds, and (E) with redemption provisions similar to those of the Bonds; (ii) other financial market rates and indices which have a bearing on the fixed rate (including but not limited to rates borne by general obligation bonds, United States Treasury obligations, commercial bank prime rates, certificate of deposit rates, federal funds rates, indices maintained by The Bond Buyer, and other publicly available tax-exempt interest rate indices); (iii) general financial market conditions (including current forward supply); and (iv) industry, economic, or financial conditions which may affect or be relevant to the Bonds.

Any such conversion shall be made as follows:

(c) The Fixed Rate Conversion Date for a conversion from a Variable Rate Period or a Flexible Rate Period shall be an Interest Payment Date on which interest is payable for the Variable Rate Period from which the conversion is to be made or an Interest Payment Date on which interest is payable for all Bonds to be converted which are bearing interest at a Flexible Rate; provided, however, that if the conversion is from a Term Rate Period, the Fixed Rate Conversion Date shall be the first Business Day immediately following the last day of the then-expiring Term Rate Period; provided further, that Purchased Bonds or Bonds bearing interest at a Stepped Rate may be converted to a Fixed Rate or Rates on any Business Day. The Fixed Rate Conversion Date for a conversion from an Initial Rate Period to a Fixed Rate Period shall be the Business Day immediately following the end of such Initial Rate Period or such other date as may be established in accordance with Section 4.08 hereof.

(d) (i) The District shall give written notice of any such conversion to the Remarketing Agent, the Paying Agent/Registrar, the Tender Agent and the Bank, if any, not less than thirty (30) days prior to the proposed Conversion Date. Such notice shall specify the Fixed Rate Conversion Date, the conditions (if any) to the conversion, the consequences of such conditions not being fulfilled and the principal amount of Bonds to be converted.

(ii) Not less than fifteen (15) days prior to the Fixed Rate Conversion Date, the Paying Agent/Registrar shall send (by first class mail or other customary means) a written notice of the conversion to the Owners of all Bonds to be converted, setting forth the matters required to be stated pursuant to Section 3.04(e).

(e) Notice of conversion shall be given by first class mail or by other customary means by the Paying Agent/Registrar to each Rating Agency and the Owners of all Bonds to be converted. Such notice shall inform the Owners of:

(i) the proposed Fixed Rate Conversion Date;

(ii) the conditions to the conversion and the consequences of such conditions not being fulfilled pursuant to Section 3.04(g) below; and

(iii) the matters required to be stated pursuant to Section 4.04(b) with respect to purchases of Bonds governed by such Section.

(f) Not later than 12:00 p.m., New York City time, on or before the seventh (7th) Business Day prior to the Fixed Rate Conversion Date, the Remarketing Agent shall, in consultation with and subject to the approval of the District, determine the Fixed Rate or Rates (not in excess of the Maximum Rate) for the Bonds which will cause the Bonds to have a market value equal to the principal amount thereof; provided, however, the market value of the Bonds may exceed par for the purpose of obtaining the lowest reoffering yield to the District and to pay remarketing costs, but the tendering Owners will only receive the Purchase Price of the tendered Bonds. The Bonds shall have the redemption dates and prices determined pursuant to Section 3.04(h) hereof, and the Remarketing Agent shall make the Fixed Rate or Rates available to the Paying Agent/Registrar, including but not limited to via electronic means, on the date of determination. Each maturity of the Bonds may have a different Fixed Rate but there shall be only one Fixed Rate per maturity. Promptly after the date of determination, the Paying Agent/Registrar shall give notice of such Fixed Rate or Rates by first class mail to the Tender Agent and the Bank, if any.

(g) Any conversion to a Fixed Rate pursuant to this Section 3.04 shall be subject to the following conditions:

(i) on or before the Fixed Rate Conversion Date, the District shall have delivered to the Paying Agent/Registrar and the Remarketing Agent an Opinion of Bond Counsel; and

(ii) as of the Fixed Rate Conversion Date, sufficient funds shall be available to purchase Bonds which are then required to be purchased pursuant to Section 4.04.

If the foregoing conditions are not met for any reason, the following provisions shall apply:

(i) if the existing Rate Period of the Bonds to be converted is a Weekly Rate Period, Monthly Rate Period, Quarterly Rate Period or Semiannual Rate Period, then (A) the conversion shall not occur and such Bonds shall remain in the same Rate Period, (B) the failed conversion shall not constitute an Event of Default under this Order or such Bonds, (C) the mandatory tender will be deemed to have been rescinded for that date with respect to such Bonds and any Bonds so tendered will be returned to the Owners thereof, and (D) the Paying Agent/Registrar shall give prompt notice (not later than the proposed Fixed Rate Conversion Date) to the Owners of such Bonds stating that the mandatory tender and conversion did not occur because the conditions to such conversion were not satisfied in accordance with the terms of this Order; or

- (ii) if the existing Rate Period of the Bonds to be converted is a Flexible Rate Period or a Term Rate Period (for which a Liquidity Facility is then in effect providing liquidity support for such Bonds), then (A) the conversion shall not occur, (B) the failed conversion shall not constitute an Event of Default under this Order or such Bonds, and (C) such Bonds shall be subject to mandatory tender in accordance with Section 4.02 or Section 4.04(a), as applicable; or
- (iii) if the existing Rate Period of the Bonds to be converted is an Initial Rate Period or a Term Rate Period (for which there is not a Liquidity Facility then in effect for such Bonds and there was no Liquidity Facility in effect for such Bonds upon the commencement of the then-expiring Term Rate Period), then the conversion shall not occur and the provisions of Section 4.03(g) or Section 4.08, as applicable, shall apply to such failed conversion.

(h) Unless the second sentence under this Section 3.04(h) applies, the Bonds converted to a Fixed Rate on a Fixed Rate Conversion Date shall mature, be subject to redemption and have the same terms and features as set forth in Section 2.02 and Section 5.03 hereof. Notwithstanding the previous sentence, in connection with a conversion to a Fixed Rate, the District may elect, at its sole option, to provide for serial or term maturities, revised redemption provisions and other terms to be applicable to the Bonds on and after the Fixed Rate Conversion Date. If the District so elects, the serial or term maturities for the Bonds converted to a Fixed Rate shall be determined on the basis of providing similar relative principal and interest payments on such Bonds, including the principal payment schedule set forth in Section 5.03 (after giving pro rata effect for any prior sinking fund redemptions of the Bonds, if any, not then converted to a Fixed Rate), commencing in the fiscal year in which the conversion occurs, and any revised redemption provisions shall provide for such Fixed Rate Bonds to be subject to optional redemption in whole or in part without premium on the redemption date, which shall be determined by the District in connection with the conversion. If the principal payment schedule for the Bonds established by the District pursuant to this Section 3.04(h) is not substantially similar to the principal payment schedule set forth in Section 5.03, at the time of the conversion the District must be able to demonstrate that the District has the projected ability to pay the principal and interest on the Bonds after the conversion in the manner required by Section 45.0031, Texas Education Code, or any successor statute in effect at the time of the conversion.

Section 3.05. Interest on Purchased Bonds.

(a) Purchased Bonds shall bear interest, for each day elapsed, from and including the date they become Purchased Bonds to and including the day preceding the date they cease to be Purchased Bonds, at the Bank Rate. If at any time or times the Bank Rate would exceed the Maximum Rate, the rate of interest to accrue on the unpaid principal balance of the Purchased Bonds during all such times shall be limited to the Maximum Rate; provided, however, that if at any time the Bank Rate shall exceed the Maximum Rate, then any subsequent reduction below the Maximum Rate in the Bank Rate to be paid hereunder will not effect a reduction in such rate below the Maximum Rate until the total

amount of interest accrued on the unpaid principal balance of the Purchased Bonds equals the amount of interest which would have accrued if the Bank Rate (without giving effect to this Section 3.05) had at all times been in effect. The District shall pay such interest based on a certificate from the Bank stating the amount of interest to be paid.

(b) Interest on Purchased Bonds shall accrue at the Bank Rate calculated and computed in accordance with the provisions of the Liquidity Facility and shall be payable (i) on each Interest Payment Date and (ii) upon the remarketing or sale of each Purchased Bond pursuant to this Order, with the difference between the Bank Rate relating to the Purchased Bonds so remarketed or so sold, as the case may be, and the rate borne by the Bonds and payable to other Owners, being an obligation of the District to the Bank with respect to the Purchased Bonds.

ARTICLE IV TENDER AND PURCHASE OF BONDS

Section 4.01. Optional Tenders During Certain Variable Rate Periods.

(a) Purchase Dates. While a Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, the Owners of such Bonds bearing interest at Variable Rates (other than an Initial Rate or a Term Rate) may elect to have their Bonds (or portions thereof in Authorized Denominations) purchased at the Purchase Price on the following purchase dates and upon the giving of written notice meeting the requirements of this subsection (a) and subsection (b) below:

(i) Bonds bearing interest at a Weekly Rate may be tendered for purchase at the Purchase Price, payable in immediately available funds, on any Thursday, or if such Thursday is not a Business Day, on the next following Business Day, upon delivery of a written notice of tender to the Tender Agent not later than 3:00 p.m., New York City time, on a Business Day that is not less than seven (7) calendar days prior to the purchase date stated in such notice.

(ii) Bonds bearing interest at a Monthly Rate, Quarterly Rate or Semiannual Rate may be tendered for purchase on any Interest Payment Date for such Bonds at the Purchase Price, payable in immediately available funds, upon delivery of a written notice of tender to the Tender Agent not later than 3:00 p.m., New York City time, on a Business Day that is not less than seven (7) Business Days prior to the purchase date stated in such notice.

(iii) [Reserved.]

(iv) [Reserved.]

(v) For the avoidance of doubt, Bonds bearing interest at (1) an Initial Rate, (2) a Term Rate, or (3) a Stepped Rate, are not subject to optional tender at the election of the Owners thereof.

(b) Notice of Optional Tender. Each notice of optional tender:

(i) shall be delivered to the Tender Agent at its designated office and be in form satisfactory to the Tender Agent;

(ii) shall state (A) the principal amount and the bond number (if not held in a Book-Entry Only System) of the Bond to which the notice relates, (B) that the Owner irrevocably demands purchase of such Bond or a specified portion thereof in an amount equal to an Authorized Denomination, (C) the date on which such Bond or portion thereof is to be purchased, and (D) payment instructions with respect to the Purchase Price; and

(iii) shall automatically constitute (A) an irrevocable offer to tender the Bond (or the specified portion thereof) to which the notice relates on the purchase date, at the Purchase Price, (B) an irrevocable authorization and instruction to the Tender Agent to effect transfer of such Bond (or the specified portion thereof) upon payment of the Purchase Price to the Tender Agent on the purchase date, (C) an irrevocable authorization and instruction to the Tender Agent to effect the exchange of the Bond to be purchased in whole or in part for other Bonds in an equal aggregate principal amount so as to facilitate the sale of such Bond (or the specified portion thereof), (D) an acknowledgment that such Owner will have no further rights with respect to such Bond (or the specified portion thereof) upon payment of the Purchase Price thereof to the Tender Agent on the purchase date, except for the right of such Owner to receive such Purchase Price upon surrender of such Bond to the Tender Agent, and (E) an acknowledgement that if the Owner fails to tender such Bond for purchase on the Purchase Date, such untendered Bond shall be deemed tendered, shall cease to bear interest and shall be outstanding for the sole purpose of receiving the Purchase Price upon delivery thereof to the Tender Agent.

The determination of the Tender Agent as to whether a notice of tender has been properly delivered pursuant to the foregoing shall be conclusive and binding upon the Owner. The Tender Agent may waive nonconforming tenders. The Tender Agent shall promptly, and in no event later than the close of business on the next succeeding Business Day, electronically transmit a copy of any notice received pursuant to this Section 4.01 to the Remarketing Agent and the Bank.

(c) Remarketing of Tendered Bonds. The Remarketing Agent shall offer for sale and use its best efforts to remarket all Bonds or portions thereof for which notice of tender has been received pursuant to Section 4.01(b) above. The terms of any sale by the Remarketing Agent shall provide for the payment of the Purchase Price for tendered Bonds by the Remarketing Agent to the Tender Agent (in exchange for new registered Bonds) in immediately available funds at or before 10:30 a.m., New York City time, on the purchase date. Notwithstanding the foregoing, the Remarketing Agent shall not remarket any Bond for which a notice of conversion from one type of Variable Rate Period to another, from or to Flexible Rate Periods, or to a Fixed Rate Period has been given by the Paying Agent/Registrar unless the Remarketing Agent receives written acknowledgment from the person to whom the Bond is being remarketed of the conversion.

(d) Purchase of Tendered Bonds.

(i) Notice. At or before 3:00 p.m., New York City time, on the Business Day immediately preceding the date fixed for purchase of tendered Bonds, the Remarketing Agent shall give notice by telephone, telegram, telecopy, time-sharing terminal, telex, facsimile transmission, or other similar communication to the Tender Agent of the principal amount of tendered Bonds which were not remarketed. Not later than 4:00 p.m., New York City time, on the date of receipt of such notice, the Tender Agent shall give notice by telephone, telegram, telecopy, facsimile transmission, electronic mail, or other similar communication to the Pricing Officer, the Bank and the Paying Agent/Registrar specifying the principal amount of tendered Bonds which have not been remarketed. At or before 3:00 p.m., New York City time, on the Business Day immediately preceding the date fixed for purchase of the tendered Bonds, to the extent known to the Remarketing Agent, but in any event, no later than 10:30 a.m., New York City time, on the date fixed for purchase, the Remarketing Agent shall give notice to the Tender Agent by telephone (promptly confirmed in writing, which may be electronic) of the names, addresses, and taxpayer identification numbers of the purchaser of the remarketed Bonds, the Authorized Denominations of the Bonds to be delivered to each purchaser and, if available, payment instructions for regularly scheduled interest payments.

(ii) Sources of Payment. At or before 10:30 a.m., New York City time on the date fixed for purchase of the tendered Bonds, the Remarketing Agent shall cause to be paid to the Tender Agent for deposit in the “Fort Bend Independent School District Remarketing Proceeds Payment Fund, [series designation assigned to the Bonds in the Officer’s Pricing Certificate] (the “Payment Fund”), all amounts representing proceeds of the remarketed Bonds, such payments to be made in the manner and at the time specified in Section 4.01(c) above. If such amounts, plus all other amounts received by the Tender Agent for the purchase of tendered Bonds, are not sufficient to pay the Purchase Price, the Tender Agent shall immediately notify the Bank and the Pricing Officer of any deficiency no later than 11:00 a.m., New York City time, on such date in the form required pursuant to the Liquidity Facility; provided, however, in the event the date of purchase of the tendered Bonds is an Interest Payment Date, payment of the accrued interest portion of the Purchase Price for the tendered Bonds shall be the sole responsibility of the District and the Bank shall have no liability for such interest portion of the Purchase Price of the tendered Bonds to the Owners thereof. The Bank and the District (if the District is obligated to pay the interest portion of the Purchase Price) shall deliver to the Tender Agent immediately available funds in an amount at least equal to its portion of the Purchase Price agreed to be paid on the tender date of such unremarketed Bonds prior to 1:30 p.m., New York City time, on the date set for purchase of such tendered Bonds. All money received by the Tender Agent as remarketing proceeds and additional amounts, if any, received from the Bank and the District to pay the Purchase Price of the tendered Bonds shall be deposited by the Tender Agent in the Payment Fund to be used solely for the payment of the Purchase Price of such tendered Bonds and shall not be commingled with other funds held by the Tender

Agent and shall remain uninvested; if any such money representing amounts received from the Bank exceed the amount required to pay the Purchase Price of tendered Bonds, such excess shall be paid back to the Bank.

(iii) Payments by the Tender Agent. At or before 2:30 p.m., New York City time, on the date set for purchase of tendered Bonds and upon receipt by the Tender Agent of 100% of the aggregate Purchase Price of the tendered Bonds, the Tender Agent shall pay the Purchase Price of such Bonds to the tendering Owners thereof at its designated office or by bank wire transfer. Such payments shall be made in immediately available funds. The Tender Agent shall apply in order (A) money paid to it by the Remarketing Agent as proceeds of the remarketing of such Bonds by the Remarketing Agent, (B) money, if any, paid by the District, and (C) money paid pursuant to the Liquidity Facility, if any. If sufficient funds are not available for the purchase of all tendered Bonds (but excluding any Bonds for which a tender has been rescinded pursuant to the provisions of this Order), no Bonds shall be purchased.

(iv) Registration and Delivery of Tendered or Purchased Bonds. On the purchase date, the Tender Agent shall register and deliver (or hold) or cancel all Bonds purchased on any purchase date as follows: (A) Bonds purchased or remarketed by the Remarketing Agent shall be registered by the Tender Agent and delivered to the new registered owner in accordance with the instructions of the Remarketing Agent by 2:00 p.m., New York City time; and (B) Purchased Bonds, if any, shall be registered and transferred in accordance with Section 2.10 of this Order.

Notwithstanding anything to the contrary in the foregoing paragraph, for so long as the Bonds are held in the Book-Entry Only System of DTC in accordance with Section 2.07 hereof, (i) any Bond remarketed by the Remarketing Agent shall be delivered to the new beneficial owner thereof by a transfer in the Book-Entry Only System of DTC of such remarketed Bond to the applicable DTC Participant account for such beneficial owner; and (ii) Purchased Bonds shall be delivered to the Bank by a transfer in the Book-Entry Only System of DTC of such Purchased Bonds to the DTC Participant account of the Tender Agent for the benefit of the Bank, as beneficial owner of such Purchased Bonds.

(v) Delivery of Bonds; Effect of Failure to Surrender Bonds. All Bonds to be purchased on any date shall be delivered to the office of the Tender Agent prior to 5:00 p.m., New York City time, on the Business Day next preceding the purchase date (12:00 noon New York City time on the tender date for Bonds held in Book-Entry Only System). If the Owner of any Bond (or portion thereof) that is subject to purchase pursuant to this Section fails to deliver such Bond to the Tender Agent for purchase on the purchase date, and if the Tender Agent is in receipt of the Purchase Price therefor, such Bond (or portion thereof) shall nevertheless be deemed purchased on the day fixed for purchase thereof and shall constitute an Undelivered Bond. Ownership of Undelivered Bonds shall be transferred to the purchaser thereof as provided in Section 4.01(d)(iv) above and the Tender Agent shall authenticate and deliver substitute Bonds in lieu of such Undelivered Bonds.

Any Owner of Undelivered Bonds shall have no further right thereunder except the right to receive the Purchase Price thereof upon presentation and surrender of said Bonds to the Tender Agent. The Tender Agent shall, as to any Undelivered Bonds, (A) promptly notify the Remarketing Agent of such nondelivery and (B) place a stop transfer against such Undelivered Bonds.

Section 4.02. Mandatory Tender After Flexible Rate Periods.

(a) Purchase Dates. While a Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, each such Bond bearing interest at a Flexible Rate shall be subject to mandatory tender for purchase on the first Business Day after the end of the Flexible Rate Period applicable to such Bond at its Purchase Price. The Owners of such Bonds shall not have the right to elect to retain their Bonds. Each Flexible Rate Period and mandatory tender date for a Bond shall be established on the date of purchase of such Bond as hereinafter provided. The Owner of any Bond bearing interest at a Flexible Rate and tendered for purchase as provided in this Section 4.02(a) shall provide the Tender Agent with payment instructions for the Purchase Price of its Bond upon tender thereof to the Tender Agent.

(b) Remarketing of Tendered Bonds. The Remarketing Agent shall use its best efforts to remarket all Bonds bearing interest at Flexible Rates required to be purchased on the ensuing purchase date. Subject to the provisions of Section 3.03, in remarketing the Bonds, the Remarketing Agent shall offer and accept purchase commitments for the Bonds for such Flexible Rate Periods and at such Flexible Rates as it deems to be advisable in order to minimize the net interest cost on the Bonds under prevailing market conditions; provided, however, that the foregoing shall not prohibit the Remarketing Agent from accepting purchase commitments for longer Flexible Rate Periods (and at higher Flexible Rates) than are otherwise available at the time of any remarketing if the Remarketing Agent determines that, under prevailing market conditions, a lower net interest cost on the Bonds can be achieved over the longer Flexible Rate Period. Notwithstanding the foregoing, no Flexible Rate Period may be established which (i) exceeds 270 days or is less than 7 days, or (ii) if the Remarketing Agent has given or received notice of any conversion to a Variable Rate Period or the Fixed Rate Period, exceeds the remaining number of days prior to the Conversion Date. The terms of any sale by the Remarketing Agent shall provide for the authorization of the payment of the Purchase Price by the Remarketing Agent to the Tender Agent in immediately available funds at or before 10:30 a.m., New York City time, on the purchase date.

(c) Purchase of Tendered Bonds. The provisions of Section 4.01(d) shall apply to tenders pursuant to this Section 4.02.

Section 4.03. Mandatory Tender Upon Variable Rate Conversion or Flexible Rate Conversion; Conversion from Term Rate Period with No Liquidity Facility.

(a) Conversions to Variable Rate Periods. Subject to Section 3.02(g)(vi), while a Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, each such Bond to be converted from any Variable Rate Period to a different Variable Rate Period (including

from a Term Rate Period to a new Term Rate Period of the same or a different duration as the then-expiring Term Rate Period) pursuant to Section 3.02(g) or from a Flexible Rate Period to a Variable Rate Period pursuant to Section 3.02(h) are subject to mandatory tender for purchase on the applicable Variable Rate Conversion Date at the Purchase Price. The Owners of such Bonds shall not have the right to elect to retain their Bonds.

(b) Conversion to Flexible Rate Periods from Variable Rate Periods. Subject to Section 3.03(b)(vi), while a Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, each such Bond to be converted to a Flexible Rate Period pursuant to Section 3.03(b) are subject to mandatory tender for purchase on the applicable Flexible Rate Conversion Date at the Purchase Price. The Owners of such Bonds shall not have the right to elect to retain their Bonds.

(c) [Reserved.]

(d) Notice to Owners. Any notice of a Conversion Date given to Owners pursuant to Section 3.02(g)(iii), 3.02(h)(iii) or 3.03(b)(iii) shall, in addition to the requirements of such Section, state that the Bonds to be converted will be subject to mandatory tender for purchase on the Conversion Date and the time at which Bonds are to be tendered for purchase.

(e) Remarketing. On the date any notice of a Conversion Date is given to Owners pursuant to Section 3.02(g)(iii), 3.02(h)(iii), or 3.03(b)(iii), the Tender Agent shall notify the Pricing Officer, the Paying Agent/Registrar, the Remarketing Agent and the Bank, if any, by telephone, telegram, telecopy, facsimile transmission, electronic mail or other similar communication, of the principal amount of Bonds to be tendered for purchase on the Conversion Date. The Remarketing Agent shall use its best efforts to remarket such Bonds. The terms of any sale by the Remarketing Agent shall provide for the payment of the Purchase Price of tendered Bonds to the Remarketing Agent in immediately available funds at or before 9:30 a.m., New York City time, on the Conversion Date.

(f) Purchase of Tendered Bonds. The provisions of Section 4.01(d) shall apply to tenders pursuant to this Section 4.03.

(g) Conversion from Term Rate Period with No Liquidity Facility. As set forth in Section 3.02(f)(iv), while the Bonds bear interest at a Term Rate, the District shall use its best efforts to take all such actions required by this Order to be performed by the District to cause such Bonds to be converted to a different Rate Period (including to a Term Rate Period of the same or a different duration as the then-expiring Term Rate Period) on the first Business Day immediately following the last day of the then-expiring Term Rate Period. If the conversion of Bonds relates to a conversion from a Term Rate Period to a different Rate Period (including from a Term Rate Period to a new Term Rate Period of the same or a different duration as the then-expiring Term Rate Period), and there then exists no Liquidity Facility relating to such Bonds (and there was no Liquidity Facility in effect for such Bonds upon the commencement of the then-expiring Term Rate Period), then such Bonds shall be subject to mandatory tender for purchase on the Conversion Date without right of retention by the Owners at the Purchase Price. The provisions of Section

4.01(d) shall apply to such mandatory tenders pursuant to this Section 4.03(g). In the event that all of such Bonds (of the same series or subseries) subject to such mandatory tender are not converted into one or more Rate Periods and remarketed to new purchasers on the Conversion Date, the District shall have no obligation to purchase any of the Bonds tendered on such date, the failed conversion and remarketing shall not constitute an Event of Default under this Order or such Bonds, the mandatory tender will be deemed to have been rescinded for that date with respect to all of such Bonds, and such Bonds (i) will continue to be Outstanding, (ii) will be purchased upon the availability of funds to be received from the subsequent remarketing of such Bonds, (iii) will bear interest at the Stepped Rate during the Stepped Rate Period, (iv) will be subject to optional redemption and mandatory tender for purchase at the Purchase Price on any date during the Stepped Rate Period upon which a conversion occurs (which shall occur at the District's discretion upon delivery of at least one day's notice to the Owners thereof), and (v) will be deemed to continue in a Term Rate Period for all other purposes of this Order (including the identification of the Interest Payment Dates until the Bonds are remarketed or redeemed), though bearing interest during such time at the Stepped Rate until remarketed or redeemed in accordance with the terms of this Order. In the event of a failed conversion and remarketing as described above, the District will use its best efforts to cause such Bonds to be converted and remarketed on the earliest reasonably practicable date on which such Bonds can be remarketed at par plus accrued interest, in such Rate Period or Rate Periods as the District directs, at a rate not exceeding the Maximum Rate. The provisions of Sections 4.03(d), 4.03(e), 4.04(b) and 4.04(c) of this Order, as applicable, also shall apply to and govern the mandatory tender of Bonds described in this Section 4.03(g) to the extent such provisions are not in conflict with this Section 4.03(g).

(h) Notwithstanding any other provision of this Section 4.03 to the contrary, mandatory tenders to occur with respect to Bonds to be converted from the Initial Rate Period to any other Rate Period shall be governed by Section 4.08 of this Order.

Section 4.04. Mandatory Tender Upon Fixed Rate Conversion.

(a) Mandatory Tender Upon Conversion. Subject to Section 3.04(g), while the Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, any such Bond to be converted to a Fixed Rate pursuant to Section 3.04 shall be subject to mandatory tender for purchase on the Fixed Rate Conversion Date at the Purchase Price. The Owners of such Bonds shall not have the right to elect to retain their Bonds. Any Bond in an Initial Rate Period or a Term Rate Period (for which no Liquidity Facility is then in effect and there was no Liquidity Facility in effect for such Bonds upon the commencement of the then-expiring Term Rate Period) to be converted to a Fixed Rate pursuant to Section 3.04 is subject to mandatory tender for purchase on the Fixed Rate Conversion Date in accordance with the provisions of Section 4.03(g) or Section 4.08, as applicable.

(b) Notice to Owners. Any notice of conversion given to Owners pursuant to Section 3.04(d)(ii) shall, in addition to the requirements of such Section, state that (i) Owners shall not have the right to waive mandatory tender, (ii) Bonds not delivered to the Tender Agent for purchase on the date specified in the notice shall be deemed tendered on such date and that after such date Owners will not be entitled to any payment (including

interest to accrue subsequent to the mandatory tender date) other than the Purchase Price for such Undelivered Bonds, (iii) such Undelivered Bonds shall no longer be entitled to the benefits of this Order, and (iv) the Bonds will not be subject to tender for purchase at the option of the Owner after the Fixed Rate Conversion Date.

(c) Remarketing. The Remarketing Agent shall use its best efforts to remarket the Bonds. The terms of any sale by the Remarketing Agent shall provide for the payment of the Purchase Price of the tendered Bonds to the Remarketing Agent in immediately available funds at or before 9:30 a.m., New York City time on the Fixed Rate Conversion Date.

(d) Purchase of Tendered Bonds. The provisions of Section 4.01(d) shall apply to mandatory tenders pursuant to this Section 4.04.

Section 4.05. Mandatory Tender Upon Expiration or Voluntary Termination of Liquidity Facility.

(a) While a Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, such Bonds covered by the Liquidity Facility shall be subject to mandatory tender for purchase at the Purchase Price on the following dates, without the right of the Owners thereof to retain such Bonds:

(i) on the last Business Day prior to the date on which the Liquidity Facility expires by its terms; provided, that no such tender and purchase shall be required if the Liquidity Facility is renewed or extended prior to the date of notice of mandatory tender to the Owner; or

(ii) on the last Business Day before termination of the Liquidity Facility as a result of the voluntary action of the District; and

(iii) on the last Business Day prior to the substitution of a new Liquidity Facility for such Bonds, provided that no such tender and purchase shall be required if prior to the date of notice to the Owner pursuant to subsection 4.05(b) below, the Remarketing Agent, the Paying Agent/Registrar, the Bank, and the Tender Agent shall have received written confirmation from the Rating Agency to the effect that the rating or ratings assigned to the Bonds will not be lowered, suspended or withdrawn as a result of the substitution.

(b) Not later than thirty (30) days prior to the purchase date, the Paying Agent/Registrar shall mail a written notice of the mandatory tender for purchase to the Owners of the Bonds subject to mandatory tender, which notice shall specify (i) the purchase date and (ii) the event requiring the purchase pursuant to Subsection (a) above. In the event that no mandatory tender and purchase is required as provided in Subsection 4.05(a)(iii) above, the Paying Agent/Registrar shall, upon receipt of the written confirmation required from the Rating Agency under Subsection 4.05(a)(iii), promptly mail a written notice to the Owners of the Bonds, which notice shall specify (i) the effective date of the substitute Liquidity Facility and (ii) the identity of the provider under the substitute Liquidity Facility.

(c) Bonds required to be delivered to the Tender Agent pursuant to this Section 4.05 shall be tendered in accordance with the provisions of Section 4.01(d).

Section 4.06. Mandatory Tender Upon Notice of Termination.

(a) While a Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, the Bonds are subject to mandatory tender for purchase at the Purchase Price without the right of Owners to retain their Bonds, on any date specified in a Notice of Termination from the Bank. Upon receipt of Notice of Termination from the Bank, the District shall immediately, but in no event later than one (1) Business Day after receipt of such Notice of Termination, notify the Paying Agent/Registrar of the matters set forth in such notice.

(b) The Paying Agent/Registrar shall give notice to Owners of a mandatory tender pursuant to this Section 4.06 at least nine (9) days prior to the mandatory tender date. Such notice of mandatory tender shall state that the Bonds are subject to mandatory tender on the Business Day next preceding the date of termination of the Liquidity Facility, as stated in the notice from the District and that Owners shall not have a right to retain their Bonds.

(c) Bonds shall be required to be delivered to the Tender Agent against payment therefor in accordance with the provisions of Section 4.01(d).

(d) No remarketing of the Bonds shall occur after the receipt by the District of the Notice of Termination until such time as a new Liquidity Facility is in effect.

Section 4.07. Mandatory Tender at Direction of District.

(a) Prior to the Fixed Rate Conversion Date, while a Bank is obligated to purchase Bonds pursuant to a Liquidity Facility, such Bonds are subject to mandatory tender for purchase at the option of the District, without the right of the Owners to retain their Bonds, on any date that such Bonds would otherwise be subject to optional redemption pursuant to Section 5.02 of this Order, for conversion to any other Rate Period in accordance with the provisions of this Order. No tender for purchase of Bonds pursuant to any such mandatory tender shall be deemed to be a payment or redemption of such Bonds or any portion thereof, and such purchase will not operate to extinguish or discharge the indebtedness evidenced by such Bonds.

(b) Any mandatory tender pursuant to this Section 4.07 shall be subject to the following conditions:

(i) on or before the mandatory tender date, the District shall have delivered to the Paying Agent/Registrar and the Remarketing Agent an Opinion of Bond Counsel; and

(ii) as of the mandatory tender date, sufficient funds shall be available to purchase Bonds which are then required to be purchased at the direction of the District pursuant to this Section 4.07.

If the foregoing conditions are not met for any reason, then (A) such Bonds shall remain in the same Rate Period, (B) the failed mandatory tender shall not constitute an Event of Default under this Order or such Bonds, (C) the mandatory tender will be deemed to have been rescinded for that date with respect to such Bonds and any Bonds so tendered will be returned to the Owners thereof, and (D) the Paying Agent/Registrar shall give prompt notice (not later than the proposed mandatory tender date) to the Owners of such Bonds stating that the mandatory tender did not occur because the conditions to such mandatory tender were not satisfied in accordance with the terms of this Order.

(c) Notice to Owners. Any notice of such mandatory tender will be given to Owners pursuant to Section 5.07 and shall, in addition to the requirements of such Section, state that Owners shall not have the right to retain their Bonds and that Bonds not delivered to the Tender Agent for purchase on the date specified in the notice shall be deemed tendered on such date and the conditions contained in this Order for such mandatory tender to occur and the consequences of the failure to satisfy such conditions and that after such date Owners will not be entitled to any payment (including interest to accrue subsequent to the required purchase date) other than the Purchase Price for such Undelivered Bonds and such Undelivered Bonds shall no longer be entitled to the benefits of this Order.

(d) Remarketing. The Remarketing Agent shall offer for sale and use its best efforts to remarket the Bonds in the Rate Period selected by the District, all in accordance with the applicable provisions of this Order. The terms of any sale by the Remarketing Agent shall provide for the payment of the Purchase Price to the Remarketing Agent of the tendered Bonds in immediately available funds at or before 9:30 a.m., New York City time on the mandatory date specified in the notice. The Remarketing Agent shall not sell any Bond for which a notice of conversion from one type of Variable Rate Period to another, to Flexible Rate Periods, or to a Fixed Rate Period has been given by the Paying Agent/Registrar unless the Remarketing Agent has advised the person to whom the sale is being made of the conversion.

(e) Purchase of Tendered Bonds. The provisions of Section 4.01(d) shall apply to mandatory tenders pursuant to this Section 4.07.

Section 4.08. Mandatory Tender at End of Initial Rate Period. The District shall use its best efforts to take all such actions required by this Order to be performed by the District to cause all Bonds (of a particular series or subseries) to be converted from the Initial Rate Period to a different Rate Period on the first Business Day immediately following the last day of the applicable Initial Rate Period. Notwithstanding any other provision of this Order to the contrary, all Bonds issued hereunder shall be subject to mandatory tender for purchase on the mandatory tender date set forth in the Officer's Pricing Certificate to occur on the Business Day immediately following the last day of the Initial Rate Period, without right of retention by the Owner, at the Purchase Price. The provisions of Section 4.01(d) shall apply to such mandatory tenders pursuant to this Section 4.08. In the event that all of the Bonds (of the same series or subseries) subject to such mandatory tender are not converted into one or more Rate Periods and remarketed to new purchasers on the scheduled date of mandatory tender, the District shall have no obligation to purchase any of such Bonds tendered on such date, the failed conversion and remarketing shall not constitute an Event of Default under this Order or such Bonds, the mandatory tender will be

deemed to have been rescinded for that date with respect to all of such Bonds, and such Bonds (i) will continue to be Outstanding, (ii) will be purchased upon the availability of funds to be received from the subsequent remarketing of the Bonds, (iii) will bear interest at the Stepped Rate during the Stepped Rate Period, (iv) will be subject to redemption and mandatory tender for purchase at the Purchase Price on any date during the Stepped Rate Period upon which a conversion occurs (which shall occur at the District's discretion upon delivery of at least one day's notice to the Owners thereof), and (v) will be deemed to continue in an Initial Rate Period for all other purposes of this Order (including the identification of Interest Payment Dates until the Bonds are remarketed or redeemed), though bearing interest during such time at the Stepped Rate until remarketed or redeemed in accordance with the terms of this Order. In the event of a failed conversion and remarketing as described in this Section 4.08, the District will use its best efforts to cause such Bonds to be converted and remarketed on the earliest reasonably practicable date on which such Bonds can be sold at not less than par plus accrued interest, in such Rate Period or Rate Periods as the District directs, at a rate not exceeding the Maximum Rate. The provisions of Sections 4.03(d), 4.03(e), 4.04(b) and 4.04(c) of this Order, as applicable, also shall apply to and govern the mandatory tender of Bonds described in this Section 4.08 to the extent such provisions are not in conflict with this Section 4.08.

ARTICLE V REDEMPTION OF BONDS BEFORE MATURITY

Section 5.01. Limitation on Redemption. The Bonds shall be subject to redemption before scheduled maturity only as provided in this Article V and in the Officer's Pricing Certificate. Any provision of this Article V, including, without limitation, any provisions relating to the method of selection of Bonds for redemption, may be modified in an Officer's Pricing Certificate.

Section 5.02. Optional Redemption.

(a) Prior to the Fixed Rate Conversion Date, Bonds, other than (i) Purchased Bonds, (ii) Bonds bearing interest at the Initial Rate during the Initial Rate Period, and (iii) Bonds bearing interest at the Stepped Rate during the Stepped Rate Period, are subject to redemption at the option of the District, in whole or in part, at a redemption price equal to the principal amount thereof plus interest accrued thereon to the redemption date, on any Interest Payment Date.

(b) Bonds bearing interest at the Stepped Rate during the Stepped Rate Period and Purchased Bonds are subject to redemption, in whole or in part, at the option of the District, on any Business Day at a redemption price equal to the principal amount thereof plus interest accrued thereon at the Stepped Rate or the Bank Rate, as applicable, to the redemption date. Bonds bearing interest at the Initial Rate during the Initial Rate Period shall be subject to redemption only as provided in the Officer's Pricing Certificate.

(c) Bonds bearing interest at a Fixed Rate are subject to redemption at the option of the District, in whole or in part, on the dates and at the prices determined and established by the District in accordance with Section 3.04(h) of this Order.

(d) The District shall deliver notice to the Paying Agent/Registrar of its intention to redeem Bonds, which notice shall specify the principal amount and the maturity or maturities of the Bonds to be redeemed (i) with respect to Purchased Bonds and Bonds bearing interest at a Stepped Rate, at least two (2) days prior to the redemption date, (ii) with respect to Bonds bearing interest at a Flexible Rate, Weekly Rate or Monthly Rate, at least twenty-five (25) days prior to the redemption date; and (iii) with respect to Bonds bearing interest at a Quarterly Rate, Semiannual Rate, Term Rate or Fixed Rate, at least thirty-five (35) days prior to the redemption date.

(e) Subject to Section 5.07(c), on or prior to the date established for optional redemption of any Bonds or Purchased Bonds, the District shall have deposited an amount sufficient to pay the redemption price of the Bonds to be redeemed with the Paying Agent/Registrar or an authorized escrow agent. Such money may be invested in Government Securities having maturities which coincide with the redemption date.

(f) In addition to the foregoing and notwithstanding the notice provisions of Section 5.07 hereof, the District, at its option, may purchase for cancellation or redeem any Bond subject to mandatory tender on any mandatory tender date therefor without notice to any Owner, at a price equal to the principal amount thereof plus any accrued and unpaid interest.

Section 5.03. Scheduled Mandatory Redemption.

(a) The Bonds are subject to mandatory redemption from money on deposit in the Interest and Sinking Fund at a price of par plus accrued interest to the date fixed for redemption, in the amounts and on the dates set forth in the Officer's Pricing Certificate.

(b) Prior to each scheduled mandatory redemption date for the Bonds required to be redeemed pursuant to subparagraph (a) of this Section 5.03, the Paying Agent/Registrar shall select for redemption by lot, or by any other customary method that results in a random selection, a principal amount of Bonds equal to the aggregate principal amount of such Bonds to be redeemed, shall call such Bonds for redemption on such scheduled mandatory redemption date, and shall give notice of such redemption, as provided in Section 5.07.

(c) The principal amount of the Bonds required to be redeemed on any redemption date pursuant to subparagraph (a) of this Section 5.03 shall be reduced by the principal amount of any Bonds of the same maturity which, at least 45 days prior to the mandatory sinking fund redemption date (i) shall have been acquired by the District and delivered to the Paying Agent/Registrar for cancellation, or (ii) shall have been redeemed pursuant to the optional redemption provisions hereof and not previously credited to a mandatory sinking fund redemption. Bonds purchased for cancellation or redeemed pursuant to the optional redemption provisions hereof that are required to be redeemed pursuant to Section 5.03(a) shall be credited against future mandatory redemption payments as directed by the District.

(d) In lieu of mandatorily redeeming the Bonds subject to redemption pursuant to subparagraph (a) of this Section 5.03, the District reserves the right to purchase for cancellation such Bonds of the same maturity at a price no greater than the applicable redemption price of such Bonds.

Section 5.04. Additional Mandatory Redemption.

(a) In each fiscal year in which any series of the Bonds are Outstanding and accruing interest at a Flexible Rate or a Variable Rate, the District shall budget (in accordance with Section 2.13(a) hereof) for such fiscal year for the payment of interest on the Bonds, to the extent it is unknown, at a rate prescribed in the then-effective Liquidity Facility, if any, or at a rate equal to the Maximum Rate per annum. In the event and to the extent that interest paid on the Bonds during such fiscal year is less than the amount payable at the rate prescribed in the then-effective Liquidity Facility, if any, or the Maximum Rate, as applicable, when either such rate is used by the District in calculating its tax rate (the “Subsection (a) Excess Interest Funds”), the District shall cause the Subsection (a) Excess Interest Funds to be allocated and appropriated for the payment of the mandatory redemption of Bonds on the first August 1 next following the end of such fiscal year; provided the amount of such Subsection (a) Excess Interest Funds is equal to or greater than \$100,000. In each fiscal year when the amount of Subsection (a) Excess Interest Funds is equal to or greater than \$100,000, the District shall cause Bonds in a principal amount equivalent to the Excess Interest Funds to be redeemed on the August 1 next following the end of such fiscal year at the redemption price of par plus accrued interest to the date of redemption. The mandatory redemption of Bonds in accordance with the provision of this subsection (a) shall be in addition to the amount of Bonds to be mandatorily redeemed as set forth in the Officer’s Pricing Certificate. The principal amount of Bonds subject to mandatory redemption, if any, shall be reduced, in inverse chronological order of redemption dates, by the amount of Bonds redeemed pursuant to the provisions of this Section 5.04(a).

(b) Notwithstanding the provisions of Section 2.13 and Section 5.04(a) above, in addition, in each fiscal year in which any series of the Bonds are Outstanding and accruing interest at a Flexible Rate or a Variable Rate, the District may, at the District’s discretion, budget for such fiscal year and levy taxes for the payment of interest on the Bonds based on an interest rate on the Bonds equal to the actual rate borne thereby or any rate not to exceed the Maximum Rate per annum that is not less than the actual rate per annum. At the end of the fiscal year in which the District levies a tax based on the interest rate on the Bonds being equal to a rate exceeding the actual rate on the Bonds, the District shall cause the difference between the amount budgeted at a rate exceeding the actual rate on the Bonds and the amount paid on the Bonds (“Subsection (b) Excess Interest Funds”) to be allocated and appropriated for the purchase for cancellation (if August 1 is a mandatory tender date) or payment of the mandatory redemption of Bonds on the first August 1 next following the end of such fiscal year; provided the amount of such Subsection (b) Excess Interest Funds is equal to or greater than \$100,000. In each fiscal year when the amount of Subsection (b) Excess Interest Funds is equal to or greater than \$100,000, the District shall cause Bonds in a principal amount equivalent to the Excess Interest Funds to be purchased for cancellation (if August 1 is a mandatory tender date) or

redeemed on the August 1 next following the end of such fiscal year at the redemption price of par plus accrued interest to the date of redemption. The mandatory redemption of Bonds in accordance with the provision of this subsection (b) shall be in addition to the amount of Bonds to be mandatorily redeemed as set forth in the Officer's Pricing Certificate.

(c) Unless utilized to purchase Bonds for cancellation on a mandatory tender date, at least 45 days prior to each mandatory redemption date described in subsections (a) and (b) of this Section 5.04, the District will notify the Paying Agent/Registrar and the Remarketing Agent in writing of the principal amount of Bonds to be mandatorily redeemed on such mandatory redemption date, and instruct the Paying Agent/Registrar to select by lot or other customary random selection method the Bonds or portions thereof to be redeemed.

Bonds to be redeemed in any year by mandatory redemption shall be redeemed at par, plus accrued interest to the date of redemption, and shall be selected by the Paying Agent/Registrar by lot or other method that results in a random selection thereof. The District, at its option, may credit against any mandatory redemption requirement, Bonds which have been purchased by the District, using funds other than remarketing proceeds or moneys drawn under the Liquidity Facility, at a price not exceeding the principal amount of such Bonds plus accrued interest to the date of purchase and canceled by the Paying Agent/Registrar, or have been optionally redeemed and not theretofore applied as a credit against any mandatory redemption requirement.

Section 5.05. Special Mandatory Redemption. Purchased Bonds shall be subject to special mandatory redemption, if required by and in accordance with the provisions of the applicable Liquidity Facility.

Section 5.06. Partial Redemption.

(a) If less than all of the Bonds are to be redeemed, the District shall direct the Paying Agent/Registrar to call Purchased Bonds first and then to call Bonds or portions thereof by lot or other random selection method for redemption; provided that in the event that the District elects to optionally redeem less than all of the Outstanding principal amount of a maturity of Bonds that are term Bonds with multiple mandatory sinking fund redemption dates the Pricing Officer shall select, or cause to be selected, the mandatory redemption dates to which such redemption shall be applied and the principal amounts of such Bonds to be redeemed, and the Paying Agent/Registrar shall then select, or cause to be selected, such principal amount of Bonds to be redeemed by lot or other random selection method for redemption.

(b) A portion of a single Bond of a denomination greater than a minimum Authorized Denomination may be redeemed but only in a principal amount equal to a minimum Authorized Denomination or any integral multiple thereof. The Paying Agent/Registrar shall treat each minimum Authorized Denomination of such Bond as though it were a single Bond for purposes of selection for redemption.

(c) Upon surrender of any Bond for redemption in part, the Paying Agent/Registrar shall authenticate and deliver an exchange Bond or Bonds in an aggregate principal amount equal to the unredeemed portion of the Bond so surrendered.

Section 5.07. Notice of Redemption.

(a) The Paying Agent/Registrar shall cause notice of redemption of any Bond to be redeemed in whole or in part to be mailed first class mail to the Rating Agency and to the Owner thereof at the address of the Owner appearing in the Register (i) with respect to a Bond bearing interest at a Stepped Rate or a Bank Rate, at least one (1) day prior to the redemption date; (ii) with respect to a Bond bearing interest at a Flexible Rate, Weekly Rate or Monthly Rate, at least twenty (20) days prior to the redemption date; and (iii) with respect to a Bond bearing interest at a Quarterly Rate, a Semiannual Rate, a Term Rate or a Fixed Rate, at least thirty (30) days prior to the redemption date.

(b) The notice of redemption shall identify the Bonds to be redeemed, and shall specify the numbers thereof (if not held in a Book-Entry Only System), the redemption date and the redemption price. The notice shall state that (i) on the redemption date the Bonds called for redemption will be payable at the designated office of the Paying Agent/Registrar, and (ii) on and after the redemption date interest will cease to accrue (unless sufficient moneys are not available to the Paying Agent/Registrar to pay the redemption price on the redemption date).

(c) The District reserves the right to give notice of its election or direction to redeem Bonds under Section 5.02 conditioned upon the occurrence of subsequent events. Such notice may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date or (ii) that the District retains the right to rescind such notice at any time prior to the scheduled redemption date if the District delivers a certificate of the District to the Paying Agent/Registrar instructing the Paying Agent/Registrar to rescind the redemption notice, and such notice of redemption shall be of no effect if such moneys and/or authorized securities are not so deposited or if the notice is rescinded. The Paying Agent/Registrar shall give prompt notice of any such rescission of a conditional notice of redemption to the affected Owners. Any Bonds subject to conditional redemption where redemption has been rescinded shall remain Outstanding. Failure to pay the redemption price of the Bonds subject to optional redemption shall not constitute an Event of Default hereunder or under any Bond.

(d) Any notice given as provided in this Section shall be conclusively presumed to have been duly given, whether or not the Owner receives such notice.

Section 5.08. Payment Upon Redemption.

(a) By each redemption date, the District shall deposit with the Paying Agent/Registrar money sufficient to pay all amounts due on the redemption date.

(b) Upon presentation and surrender of any Bond called for redemption at the designated office of the Paying Agent/Registrar on or after the date fixed for redemption, the Paying Agent/Registrar shall pay the principal of and accrued interest on such Bond to the date of redemption from the money provided for that purpose.

Section 5.09. Effect of Redemption.

(a) Notice of redemption having been given, and due provision having been made for payment, the Bonds or portions thereof called for redemption shall become due and payable on the date fixed for redemption; thereafter, such Bonds or portions thereof shall cease to bear interest from the date fixed for redemption, whether or not such Bonds are presented and surrendered for payment on such date.

(b) If the District shall fail to make provision for the payment of all sums due on a redemption date, then any Bond or portion thereof called for redemption shall continue to bear interest until due provision is made for the payment of same by the District.

**ARTICLE VI
PAYING AGENT/REGISTRAR;
REMARKETING AGENT; TENDER AGENT**

Section 6.01. Appointment of Initial Paying Agent/Registrar. The Pricing Officer is hereby authorized to select and appoint the initial Paying Agent/Registrar for the Bonds, and the initial Paying Agent/Registrar shall be designated in the Officer's Pricing Certificate. The Board hereby approves the form of Paying Agent/Registrar Agreement specifying the duties of the Paying Agent/Registrar and the District, and the President of the Board, the Vice President of the Board or the Pricing Officer is authorized to execute and deliver such agreement for and on behalf of the District and this Board, with such changes as the person executing the same may approve. Such agreement as executed by the President of the Board, the Vice President of the Board or the Pricing Officer, shall be deemed to be the Paying Agent/Registrar Agreement herein approved and authorized to be executed and delivered for and on behalf of the District and this Board.

Section 6.02. Qualifications. Each Paying Agent/Registrar shall be a commercial bank or trust company organized under the laws of the United States or any state, or other entity duly qualified and legally authorized to serve as and perform the duties and services of paying agent and registrar for the Bonds.

Section 6.03. Maintaining Paying Agent/Registrar.

(a) At all times while any Bonds are Outstanding, the District will maintain a Paying Agent/Registrar that is qualified under Section 6.02 of this Order.

(b) If the Paying Agent/Registrar resigns, is terminated, or otherwise ceases to serve as such, the District will promptly appoint a replacement with the consent of the Bank, if any, such consent not to be unreasonably withheld.

Section 6.04. Termination. The District reserves the right to terminate the appointment of any Paying Agent/Registrar by delivering to the entity whose appointment is to be terminated

(i) 45 days written notice of the termination of the appointment and of the Paying Agent/Registrar Agreement, stating the effective date of such termination, and (ii) appointing a successor Paying Agent/Registrar; provided, that, no such termination shall be effective until a successor paying agent/registrar has assumed the duties of paying agent/registrar for the Bonds.

Section 6.05. Notice of Change to Owners. Promptly upon each change in the entity serving as Paying Agent/Registrar, the District will cause notice of the change to be sent to each Owner by first class United States mail, postage prepaid, at the address shown in the Register, stating the effective date of the change and the name and mailing address of the replacement Paying Agent/Registrar.

Section 6.06. Agreement to Perform. By accepting the appointment as Paying Agent/Registrar and executing a paying agent/registrar agreement with the District, the Paying Agent/Registrar is deemed to have agreed to the provisions of this Order and that it will perform the duties and functions of Paying Agent/Registrar prescribed hereby.

Section 6.07. Delivery of Records to Successor. If a Paying Agent/Registrar is replaced, such Paying Agent/Registrar, promptly upon the appointment of the successor, will deliver the Register (or a copy thereof) and all other pertinent books and records relating to the Bonds to the successor Paying Agent/Registrar.

Section 6.08. Appointment of Initial Remarketing Agent. The Pricing Officer is hereby authorized to select and appoint the initial Remarketing Agent for the Bonds, which appointment shall be set forth in the Officer's Pricing Certificate. The Remarketing Agent shall signify its acceptance of the duties and obligations imposed on it hereunder by its execution of the Remarketing Agreement. The Board hereby approves the form of Remarketing Agreement specifying the duties and responsibilities of the District and the Remarketing Agreement. The President of the Board, the Vice President of the Board or the Pricing Officer is hereby authorized and directed to execute and deliver the Remarketing Agreement for and on behalf of the District and this Board, with such changes as the person executing the same may approve, and such Remarketing Agreement as executed by the President of the Board, the Vice President of the Board or the Pricing Officer shall be deemed to be the Remarketing Agreement herein approved and authorized to be executed and delivered for and on behalf of the District and this Board.

Section 6.09. Appointment of Initial Tender Agent. The Pricing Officer is hereby authorized to select and appoint the initial Tender Agent for the Bonds, and the initial Tender Agent shall be designated in the Officer's Pricing Certificate. The Tender Agent shall signify its acceptance of the duties and obligations imposed on it hereunder by its execution of the Tender Agent Agreement. The Board hereby approves the form of Tender Agent Agreement specifying the duties and responsibilities of the District and the Tender Agent, and the President of the Board, the Vice President of the Board or the Pricing Officer is hereby authorized and directed to execute and deliver the Tender Agent Agreement for and on behalf of the District and this Board, with such changes as the person executing the same may approve, and such Tender Agent Agreement as executed by the President of the Board, the Vice President of the Board or the Pricing Officer shall be deemed to be the Tender Agent Agreement herein approved and authorized to be executed and delivered for and on behalf of the District and this Board.

Each Tender Agent shall be a commercial bank or trust company organized under the laws of the United States or any state, or other entity duly qualified and legally authorized to serve as and perform the duties and services of tender agent for the Bonds.

Section 6.10. Maintaining Remarketing Agent and Tender Agent.

(a) The District hereby agrees that, while any of the Bonds bear interest at a Variable Rate or a Flexible Rate, it will maintain a Remarketing Agent and Tender Agent with respect to the Bonds, qualified to act in such respective capacity. No resignation or removal of the Remarketing Agent or Tender Agent shall become effective until a successor has been appointed and accepted such appointment. Any successor Tender Agent shall have capital of not less than \$50,000,000.

(b) Promptly upon each change in the entity serving as Remarketing Agent or Tender Agent, the District will cause the Paying Agent/Registrar or another party to send notice of such change to each Owner by first class mail.

Section 6.11. Maintaining a Liquidity Facility. The District agrees to at all times maintain a Liquidity Facility with respect to Bonds bearing interest at a Flexible Rate or at a Variable Rate (other than the Initial Rate, the Stepped Rate or a Term Rate with respect to which the District has elected not to provide a Liquidity Facility).

**ARTICLE VII
FORM OF THE BONDS**

Section 7.01. Form Generally.

(a) The Bonds, including the Registration Certificate of the Comptroller of Public Accounts of the State, the Certificate of the Paying Agent/Registrar, and the Assignment form to appear on each of the Bonds, (i) shall be substantially in the form set forth in Exhibit A, with such appropriate insertions, omissions, substitutions, and other variations as are permitted or required by this Order and the Officer's Pricing Certificate, and (ii) may have such letters, numbers, or other marks of identification (including identifying numbers and letters of the Committee on Uniform Securities Identification Procedures (CUSIP) of the American Bankers Association) and such legends and endorsements (including the guarantee of the Permanent School Fund, insurance legends in the event the Bonds (or any Stated Maturities thereof) are insured, and any reproduction of an opinion of counsel) thereon as, consistently herewith, may be determined by the District or by the officers executing such Bonds, as evidenced by their execution.

(b) Any portion of the text of any Bonds may be set forth on the reverse side thereof, with an appropriate reference thereto on the face of the Bonds.

(c) The definitive Bonds may be typed, photocopied, printed, lithographed, or engraved, and may be produced by any combination of these methods or produced in any other similar manner, all as determined by the officers executing such Bonds, as evidenced by their execution.

Section 7.02. CUSIP Registration. The District may secure identification numbers through the CUSIP Global Services or another entity that provides securities identification numbers for municipal securities, and may authorize the printing of such numbers on the face of the Bonds. It is expressly provided, however, that the presence or absence of CUSIP numbers on the Bonds shall be of no significance or effect as regards the legality thereof and neither the District nor bond counsel are to be held responsible for CUSIP numbers incorrectly printed on the Bonds.

Section 7.03. Legal Opinion. The obligation of the Underwriter to accept delivery of the Bonds is subject to being furnished a final opinion of Bracewell LLP, Bond Counsel, approving such Bonds as to their validity, said opinion to be dated and delivered as of the date of delivery and payment for such Bonds. A true and correct reproduction of said opinion or an executed counterpart thereof is hereby authorized to be either printed on definitive printed obligations or deposited with DTC along with the global certificates for the implementation and use of the Book-Entry Only System used in the settlement and transfer of the Bonds.

ARTICLE VIII SALE AND DELIVERY OF BONDS; AND DEPOSIT OF PROCEEDS

Section 8.01. Sale of Bonds; Offering Memorandum.

(a) The Bonds shall be sold and delivered to the Underwriter at a price to be set forth in the Officer's Pricing Certificate and in accordance with the terms of the Purchase Contract approved by the Pricing Officer. Upon completion of the terms of the Officer's Pricing Certificate, any of the Pricing Officers are hereby authorized and directed to execute the Purchase Contract and the Officer's Pricing Certificate on behalf of the District, which final terms shall be determined to be the most advantageous reasonably attainable by the District, such approval and determination being evidenced by the execution of the Purchase Contract by the Pricing Officer. The President and Vice President of the Board, the Secretary of the Board, the Pricing Officer and all other officers, agents and representatives of the District are hereby authorized to do any and all things necessary or desirable to satisfy the conditions set out therein and to provide for the issuance and delivery of the Bonds.

(b) The Pricing Officer is hereby authorized and directed to cause to be prepared on behalf of the District, in accordance with the District's Disclosure Strategy, one or more Preliminary Offering Memoranda, to be used by the Underwriter in the offering and sale of the Bonds, and to certify or otherwise represent that such Preliminary Offering Memoranda are "deemed final" Preliminary Offering Memoranda as of their dates (except for the omission of pricing and related information) within the meaning and for the purposes of paragraph (b)(1) of Rule 15c2-12 under the Securities Exchange Act of 1934, as amended, with such changes, modifications and completions as may be required upon pricing and approved by the Pricing Officer (the "Preliminary Offering Memorandum"). The use and distribution of one or more Preliminary Offering Memoranda in the public offering of the Bonds by the Underwriter is hereby authorized. The Pricing Officer is hereby further authorized and directed (i) to cause to be prepared on behalf of the District, in accordance with the District's Disclosure Strategy, one or more final Offering Memoranda (each an "Offering Memorandum"), (ii) to use and distribute or authorize the

use and distribution of one or more Offering Memoranda, (iii) to execute the same, if required, and (iv) to deliver appropriate numbers of copies thereof to the Underwriter. Each Offering Memorandum as thus approved, executed, if required, and delivered, with such appropriate variations as shall be approved by the Pricing Officer and the Underwriter, may be used by the Underwriter in the public offering and sale thereof.

(c) The President and Vice President of the Board, the Secretary of the Board, the Pricing Officer and all other officers of the District are authorized to take such actions, to obtain such consents or approvals and to execute such documents, certificates and receipts as they may deem necessary and appropriate in order to consummate the delivery of the Bonds, to pay the costs of issuance of the Bonds, to effectuate the refunding of the Refunded Obligations and to effectuate the terms and provisions of this Order, including, without limitation, making application for the guarantee of the Permanent School Fund for the Bonds from the Texas Education Agency and seeking ratings on the Bonds from the Rating Agency. If the Pricing Officer is required to show debt service savings in connection with the refunding of variable rate Refunded Obligations, the Pricing Officer may demonstrate the existence of savings using a calculation that measures debt service on the variable rate Refunded Obligations using the applicable Stepped Rate (as defined in the applicable orders and pricing certificates for such variable rate Refunded Obligations) as the interest rate on the variable rate Refunded Obligations following the end of the current rate period. Further, in connection with the submission of the record of proceedings for the Bonds to the Attorney General of the State of Texas for examination and approval of such Bonds, the appropriate officer of the District is hereby authorized and directed to issue a check or wire payable to the Attorney General of the State of Texas as a nonrefundable examination fee in the amount required by Chapter 1202, Texas Government Code (such amount to be the lesser of (i) 1/10th of 1% of the principal amount of the Bond or (ii) \$9,500, but in no case less than \$750).

Section 8.02. Control and Delivery of Bonds.

(a) The Pricing Officer is hereby authorized to have control of the Initial Bonds and all necessary records and proceedings pertaining thereto pending investigation, examination, and approval of the Attorney General of the State, registration by the Comptroller of Public Accounts of the State, and registration with, and initial exchange or transfer by, the Paying Agent/Registrar.

(b) After registration by the Comptroller of Public Accounts, delivery of the Initial Bonds shall be made to the Underwriter against receipt by the District of all amounts due to the District under the terms of sale.

Section 8.03. Deposit of Proceeds. Proceeds from the sale of the Bonds shall, promptly upon receipt by the District, be applied as provided in the Officer's Pricing Certificate.

ARTICLE IX INVESTMENTS

Section 9.01. Investments.

(a) Money in the Interest and Sinking Fund created by this Order, at the option of the District, may be invested in such securities or obligations as permitted under applicable law, and pending the disbursement of the proceeds of sale of the Bonds for authorized purposes such proceeds of sale may be invested in authorized investments in accordance with the Public Funds Investment Act (Texas Government Code, Chapter 2256), as amended, or other applicable law. The investments under this Order include guaranteed investment contracts as authorized by Section 2256.015 of the Texas Government Code; all such investments shall be made in such a manner that the money required to be expended will be available at the proper time or times.

(b) Any securities or obligations in which money is so invested shall be kept and held in trust for the benefit of the Owners and shall be sold and the proceeds of sale shall be timely applied to the making of all payments required to be made from the Interest and Sinking Fund.

Section 9.02. Investment Income.

(a) Interest and income derived from investment of money in the Interest and Sinking Fund shall be credited to such fund.

(b) Interest and income derived from investment of the proceeds of sale of the Bonds and funds held for the payment of the costs of issuance shall be credited to the fund or account where deposited and shall be used for such purposes, with any funds remaining after the accomplishment of such purposes to be transferred to the Interest and Sinking Fund.

ARTICLE X PARTICULAR REPRESENTATIONS AND COVENANTS

Section 10.01. Payment of the Bonds. On or before each date principal, premium, if any, or interest on the Bonds is due, there shall be made available to the Paying Agent/Registrar, out of the Interest and Sinking Fund, money sufficient to pay such principal, premium, if any, and interest on the Bonds when due.

Section 10.02. Other Representations and Covenants.

(a) The District will faithfully perform at all times any and all covenants, undertakings, stipulations, and provisions contained in this Order and in each Bond; the District will promptly pay or cause to be paid the principal, redemption premium, if any, and interest on each Bond on the dates and at the places and manner prescribed in such Bond; and the District will, at the times and in the manner prescribed by this Order, deposit or cause to be deposited the amounts of money specified by this Order.

(b) The Board hereby finds, determines and declares that the District is duly authorized under the laws of the State to issue the Bonds; the projects being financed utilizing voted authority from Proposition A from the 2023 Election are projects eligible to be financed under a general proposition voted pursuant to Section 45.003, Texas Education Code; all action on its part for the creation and issuance of the Bonds has been duly and effectively taken; and the Bonds in the hands of the Owners thereof are and will be valid and enforceable obligations of the District in accordance with their terms.

Section 10.03. Federal Tax Matters.

(a) General. The District covenants not to take any action or omit to take any action that, if taken or omitted would cause the interest on the Bonds to be includable in gross income, for federal income tax purposes. In furtherance thereof, the District covenants to comply with sections 103 and 141 through 150 of the Code and the provisions set forth in the Federal Tax Certificate executed by the District in connection with the Bonds.

(b) No Private Activity Bonds. The District covenants that it will use the proceeds of the Bonds (including investment income) and the property financed, directly or indirectly, with such proceeds so that the Bonds will not be “private activity bonds” within the meaning of section 141 of the Code. Furthermore, the District will not take a deliberate action (as defined in section 1.141-2(d)(3) of the Regulations) that causes the Bonds to be a “private activity bond” unless it takes a remedial action permitted by section 1.141-12 of the Regulations.

(c) No Federal Guarantee. The District covenants not to take any action or omit to take any action that, if taken or omitted, would cause the Bonds to be “federally guaranteed” within the meaning of section 149(b) of the Code, except as permitted by section 149(b)(3) of the Code.

(d) No Hedge Bonds. The District covenants not to take any action or omit to take action that, if taken or omitted, would cause the Bonds to be “hedge bonds” within the meaning of section 149(g) of the Code.

(e) No Arbitrage Bonds. The District covenants that it will make such use of the proceeds of the Bonds (including investment income) and regulate the investment of such proceeds of the Bonds so that the Bonds will not be “arbitrage bonds” within the meaning of section 148(a) of the Code.

(f) Required Rebate. The District covenants that, if the District does not qualify for an exception to the requirements of section 148(f) of the Code, the District will comply with the requirement that certain amounts earned by the District on the investment of the gross proceeds of the Bonds, be rebated to the United States.

(g) Information Reporting. The District covenants to file or cause to be filed with the Secretary of the Treasury an information statement concerning the Bonds in accordance with section 149(e) of the Code.

(h) Record Retention. The District covenants to retain all material records relating to the expenditure of the proceeds (including investment income) of the Refunded Obligations and the Bonds and the use of the property financed, directly or indirectly, thereby until three years after the last Bond is redeemed or paid at maturity (or such other period as provided by subsequent guidance issued by the Department of the Treasury) in a manner that ensures their complete access throughout such retention period.

(i) Registration. If the Bonds are “registration-required bonds” under section 149(a)(2) of the Code, the Bonds will be issued in registered form.

(j) Favorable Opinion of Bond Counsel. Notwithstanding the foregoing, the District will not be required to comply with any of the federal tax covenants set forth above if the District has received an opinion of nationally recognized bond counsel that such noncompliance will not adversely affect the excludability of interest on the Bonds from gross income for federal income tax purposes.

(k) Continuing Compliance. Notwithstanding any other provision of this Order, the District’s obligations under the federal tax covenants set forth above will survive the defeasance and discharge of the Bonds for as long as such matters are relevant to the excludability of interest on the Bonds from gross income for federal income tax purposes

(l) Official Intent. For purposes of section 1.150-2(d) of the Regulations, to the extent that an official intent to reimburse by the District has not been adopted for a particular project, this Order serves as the District’s official declaration of intent to use proceeds of the Bonds to reimburse itself from proceeds of the Bonds issued in the maximum amount for certain expenditures paid in connection with the projects set forth herein. Any such reimbursement will only be made (i) for an original expenditure paid no earlier than 60 days prior to the date hereof and (ii) not later than 18 months after the later of (A) the date the original expenditure is paid or (B) the date of with the project to which such expenditure relates is placed in service or abandoned, but in no event more than three years after the original expenditure is paid.

ARTICLE XI DEFAULT AND REMEDIES

Section 11.01. Events of Default. Except as otherwise expressly provided by the terms of this Order, each of the following occurrences or events is hereby declared to be an Event of Default for the purpose of this Order:

(a) the failure to make payment of the principal of, redemption premium, if any, or interest on any of the Bonds when the same becomes due and payable; or

(b) default in the performance or observance of any other covenant, agreement, or obligation of the District, which default materially and adversely affects the rights of the Owners, including but not limited to their prospect or ability to be repaid in accordance with this Order, and the continuation thereof for a period of sixty (60) days after notice of such default is given by any Owner to the District.

Section 11.02. Remedies for Default.

(a) Upon the happening of any Event of Default, then any Owner or an authorized representative thereof, including but not limited to a trustee or trustees therefor, may proceed against the District for the purpose of protecting and enforcing the rights of the Owners under this Order by mandamus or other suit, action, or special proceeding in equity or at law in any court of competent jurisdiction for any relief permitted by law, including the specific performance of any covenant or agreement contained herein, or thereby to enjoin any act or thing that may be unlawful or in violation of any right of the Owners hereunder or any combination of such remedies.

(b) All such proceedings shall be instituted and maintained for the equal benefit of all Owners of Bonds then Outstanding.

Section 11.03. Remedies Not Exclusive.

(a) No remedy herein conferred or reserved is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or under the Bonds or now or hereafter existing at law or in equity; provided, however, that the right to accelerate the debt evidenced by the Bonds shall not be available as a remedy under this Order.

(b) The exercise of any remedy herein conferred or reserved shall not be deemed a waiver of any other available remedy.

**ARTICLE XII
DISCHARGE**

Section 12.01. Discharge. The Bonds may be defeased, refunded or discharged in any manner now or hereafter permitted by applicable law.

**ARTICLE XIII
CONTINUING DISCLOSURE UNDERTAKING**

Section 13.01. Annual Reports.

(a) The District shall provide annually to the MSRB, (i) within six (6) months after the end of each Fiscal Year of the District ending in and after 2025, financial information and operating data with respect to the District of the general type included in the Offering Memorandum authorized by Section 8.01(b), being the Tables more specifically described in the Officer's Pricing Certificate and including financial statements of the District if audited financial statements of the District are then available, and (ii) if not provided as part such financial information and operating data, audited financial statements of the District, when and if available. Any financial statements so to be provided shall be (i) prepared in accordance with the accounting principles prescribed by the Texas State Board of Education or such other accounting principles as the District may be required to employ, from time to time, by State law or regulation, and (ii) audited, if the District commissions an audit of such statements and the audit is completed within the

period during which they must be provided. If the audit of such financial statements is not complete within 12 months after any such fiscal year end, then the District shall file unaudited financial statements within such 12-month period and audited financial statements for the applicable fiscal year, when and if the audit report on such financial statements becomes available.

(b) If the District changes its Fiscal Year, it will notify the MSRB of the change (and of the date of the new Fiscal Year end) prior to the next date by which the District otherwise would be required to provide financial information and operating data pursuant to this Section.

(c) The financial information and operating data to be provided pursuant to this Section may be set forth in full in one or more documents or may be included by specific reference to any document (including an Offering Memorandum or other offering document), if it is available to the public on the MSRB's Internet website or has been filed with the SEC. The financial information or operating data shall be provided in an electronic format as prescribed by the MSRB.

Section 13.02. Event Notices.

(a) The District shall provide to the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner not in excess of ten (10) business days after the occurrence of the event, notice of any of the following events with respect to the Bonds:

- (1) Principal and interest payment delinquencies;
- (2) Non-payment related defaults, if material;
- (3) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) Substitution of credit or liquidity providers, or their failure to perform;
- (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- (7) Modifications to rights of the holders of the Bonds, if material;
- (8) Bond calls, if material, and tender offers;
- (9) Defeasances;

(10) Release, substitution, or sale of property securing repayment of the Bonds, if material;

(11) Rating changes;

(12) Bankruptcy, insolvency, receivership or similar event of the District;

Note to paragraph 12: For the purposes of the event identified in paragraph (12) of this section, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the District in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the District, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the District.

(13) The consummation of a merger, consolidation, or acquisition involving the District or the sale of all or substantially all of the assets of the District, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

(14) Appointment of a successor or additional paying agent/registrar or the change of name of a paying agent/registrar, if material;

(15) Incurrence of a Financial Obligation of the District, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the District, any of which affect security holders, if material; and

(16) Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the District, any of which reflect financial difficulties.

Note to paragraphs (15) and (16): For purposes of the events identified in paragraphs (15) and (16) of this section and in the definition of Financial Obligation in Section 1.01, the District intends the words used in such paragraphs to have the meanings ascribed to them in SEC Release No. 34-83885 dated August 20, 2018 (the “2018 Release”) and any further written guidance provided by the SEC or its staff with respect to the amendments to the Rule effected by the 2018 Release.

(b) The District shall provide to the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner, notice of a failure by the District to provide financial information and operating data in accordance with Section 13.01(a). All

documents provided to the MSRB pursuant to this section shall be accompanied by identifying information as prescribed by the MSRB.

Section 13.03. Limitations, Disclaimers and Amendments.

(a) The District shall be obligated to observe and perform the covenants specified in this Article for so long as, but only for so long as, the District remains an “obligated person” with respect to the Bonds within the meaning of the Rule, except that the District in any event will give notice of any deposit that causes Bonds no longer to be outstanding.

(b) The provisions of this Article are for the sole benefit of the Owners and beneficial owners of the Bonds, and nothing in this Article, express or implied, shall give any benefit or any legal or equitable right, remedy, or claim hereunder to any other person. The District undertakes to provide only the financial information, operating data, financial statements, and notices which it has expressly agreed to provide pursuant to this Article and does not hereby undertake to provide any other information that may be relevant or material to a complete presentation of the District’s financial results, condition, or prospects or hereby undertake to update any information provided in accordance with this Article or otherwise, except as expressly provided herein. The District does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Bonds at any future date.

UNDER NO CIRCUMSTANCES SHALL THE DISTRICT BE LIABLE TO THE OWNER OR BENEFICIAL OWNER OF ANY BOND OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE DISTRICT, WHETHER NEGLIGENT OR WITH OR WITHOUT FAULT ON ITS PART, OF ANY COVENANT SPECIFIED IN THIS ARTICLE, BUT EVERY RIGHT AND REMEDY OF ANY SUCH PERSON, IN CONTRACT OR TORT, FOR OR ON ACCOUNT OF ANY SUCH BREACH SHALL BE LIMITED TO AN ACTION FOR MANDAMUS OR SPECIFIC PERFORMANCE.

(c) No default by the District in observing or performing its obligations under this Article shall comprise a breach of or default under this Order for purposes of any other provisions of this Order.

(d) Nothing in this Article is intended or shall act to disclaim, waive, or otherwise limit the duties of the District under federal and state securities laws.

(e) The provisions of this Article may be amended by the District from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the District, but only if (1) the provisions of this Article, as so amended, would have permitted an underwriter to purchase or sell Bonds in the primary offering of the Bonds in compliance with the Rule, taking into account any amendments or interpretations of the Rule to the date of such amendment, as well as such changed circumstances, and (2) either (A) the Owners of a majority in aggregate principal amount (or any greater amount required by

any other provisions of this Order that authorizes such an amendment) of the outstanding Bonds consent to such amendment or (B) a person that is unaffiliated with the District (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interests of the Owners and beneficial owners of the Bonds. The District may also repeal or amend the provisions of this Article if the SEC amends or repeals the applicable provisions of the Rule or any court of final jurisdiction enters judgment that such provisions of the Rule are invalid, and the District also may amend the provisions of this Article in its discretion in any other manner or circumstance, but in either case only if and to the extent that the provisions of this sentence would not have prevented an underwriter from lawfully purchasing or selling the Bonds in the primary offering of the Bonds, giving effect to (i) such provisions as so amended and (ii) any amendments or interpretations of the Rule. If the District so amends the provisions of this Article, the District shall include with any amended financial information or operating data next provided in accordance with Section 13.01 an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information or operating data so provided.

Section 13.04. Amendments to the Rule. In the event the Pricing Officer, in consultation with Bond Counsel and the District's financial advisor, determines that it is necessary or desirable to amend the provisions of this Article XIII in order to facilitate compliance to the Rule and related guidance from the SEC, the Pricing Officer may make such changes in the Officer's Pricing Certificate for the Bonds and such amendments are hereby authorized and shall be deemed effective as set forth in the Officer's Pricing Certificate.

ARTICLE XIV AMENDMENTS AND SUPPLEMENTS TO ORDER

Section 14.01. Without Consent of Owners. Without notice to or the consent of any Owner, the District may, at any time, amend or supplement this Order or the Bonds (including any particular series or subseries thereof):

(a) to cure or correct any ambiguity or defective provision herein or to correct or supplement any provision in this Order which may be inconsistent with any other provision contained herein;

(b) to modify this Order or the Bonds to permit qualification under the Trust Indenture Act of 1939, as amended, or any similar federal statute at the time in effect, or to permit the qualification of the Bonds for sale under the securities laws of any state of the United States;

(c) to authorize different authorized denominations of the Bonds and to make correlative amendments and modifications to this Order regarding exchangeability of Bonds of different authorized denominations, redemptions of portions of Bonds of particular authorized denominations and similar amendments and modifications of a technical nature;

(d) to increase or decrease the number of days specified for the giving of notices in Articles III, IV and V of this Order, provided that no decreases in any such number of days shall become effective except while the Bonds bear interest at a Variable Rate and until 30 days after the Paying Agent/Registrar has given notice to the Owners of such Bonds of such amendment or supplement;

(e) to provide for an uncertificated system of registering the Bonds or to provide for the change to or from a Book-Entry Only System for the Bonds;

(f) to make any change to this Order when all Bonds have been tendered to the Remarketing Agent pursuant to the terms of this Order, but have not been remarketed following such tender; provided, however, that the Remarketing Agent consents to such amendment or supplement;

(g) to provide for the benefit of all of the Bonds a Liquidity Facility (or a substitute Liquidity Facility, as the case may be), which may change the provisions of this Order regarding payment, remedies and any other matter which affects the Owners of Bonds;

(h) effective upon any Conversion Date to a new Rate Period, to make any changes to this Order affecting only the Bonds being converted;

(i) to increase the Maximum Rate; or

(j) to make any other change that does not, in the opinion of bond counsel to the District, materially adversely affect the interests of the Owners.

Section 14.02. With Consent of Owners. If an amendment of or supplement to this Order or the Bonds without any consent of Owners is not permitted by Section 14.01, the District may enter into such amendment or supplement without prior notice to any Owners but with the consent of Owners of at least a majority in principal amount of the Bonds then Outstanding of the particular series or subseries affected by such amendment or supplement. However, except as permitted by subsections (f), (g) and (h) of Section 14.01, nothing herein contained shall permit or be construed to permit the amendment, without the consent of each Owner affected thereby, of or supplement to the terms and conditions in this Order, so as to:

(a) change the sinking fund requirements, if any, Interest Payment Dates, rights of the Owners to tender or the maturity or maturities of the Outstanding Bonds;

(b) reduce the rate of interest borne by any of the Outstanding Bonds;

(c) reduce the amount of the principal or Purchase Price of or premium, if any, payable on the Outstanding Bonds;

(d) modify the terms of payment of principal or Purchase Price of, premium, if any, or interest on the Outstanding Bonds, or impose any conditions with respect to such payments;

- (e) affect the rights of the Owners of fewer than all of the Outstanding Bonds;
- or
- (f) decrease the minimum percentage of the principal amount of Outstanding Bonds necessary for consent to any such amendment.

Section 14.03. Effect of Consents. Any consent received pursuant to Section 14.02 will bind each Owner delivering such consent and each subsequent Owner of a Bond or portion of a Bond evidencing the same debt as the consenting Owner's Bond.

Section 14.04. Notation on or Exchange of Bonds. If an amendment or supplement changes the terms of a Bond, the Paying Agent/Registrar may require the Owner thereof to deliver it to the Paying Agent/Registrar. The Paying Agent/Registrar may place an appropriate notation on the Bond about the changed terms and return it to the Owner. Alternatively, if the Paying Agent/Registrar and the District determine, the District in exchange for the Bond will issue and the Paying Agent/Registrar will authenticate a new Bond that reflects the changed terms.

Section 14.05. Notice to Owners. Upon receipt of notice of an amendment or change to this Order, the Paying Agent/Registrar shall cause notice of the execution of each supplement or amendment to this Order to be mailed to the Owners affected thereby. The notice will at the option of the Paying Agent/Registrar, either (i) briefly state the nature of the amendment or supplement and that copies of it are on file with the Paying Agent/Registrar for inspection by Owners or (ii) enclose a copy of such amendment or supplement.

ARTICLE XV PERMANENT SCHOOL FUND GUARANTEE

Section 15.01. Permanent School Fund Guarantee. The District will apply for and expects to receive approval from the Texas Commissioner of Education (the "Commissioner") for payment of the principal of and interest on the Bonds to be guaranteed by the Permanent School Fund of the State, subject to compliance with the Texas Education Agency's rules and regulations. If the Bonds are defeased, the guarantee of the Bonds will be removed in its entirety and, in case of default and in accordance with Texas Education Code §45.061, the Comptroller of Public Accounts will withhold the amount paid, plus interest, from the first state money payable to the District in the following order: foundation school fund, available school fund. In connection with the guarantee of the Bonds by the Permanent School Fund, the District hereby certifies and covenants that

- (a) a certified copy of this Order and copies of the Offering Memorandum shall be furnished to the Division of State Funding, School Facilities and Transportation, within ten (10) calendar days of the date of sale of the Bonds;
- (b) following any determination by the District that it is or will be unable to pay maturing or matured principal or interest on the Bonds, the District will take all action required by Subchapter C of Chapter 45 of the Texas Education Code, as amended, including, but not limited to, the giving of timely notice of such determination to the Commissioner; and

(c) the District will notify the Division of State Funding in writing within ten (10) calendar days of the defeasance of any guaranteed Bonds.

ARTICLE XVI

SUBSCRIPTION FOR SECURITIES; APPROVAL OF ESCROW AGREEMENT; PAYMENT OF REFUNDED OBLIGATIONS

Section 16.01. Subscription for Securities. The Pricing Officer is authorized to make necessary arrangements for and to execute such documents and agreements in connection with the purchase of the Escrow Securities, if any, required by and referenced in the Escrow Agreement, if any, as may be necessary for the Escrow Fund and the application for the acquisition of the Escrow Securities is hereby approved.

Section 16.02. Appointment of Escrow Agent; Approval of Escrow Agreement; Deposit with Paying Agent for Refunded Obligations. The Pricing Officer is hereby authorized to execute and deliver, or cause the execution and delivery by the President or Vice President and Secretary of the Board, an Escrow Agreement, having such terms and provisions as are approved by the Pricing Officer as evidenced by his execution thereof or the execution thereof by other appropriate District officials. Alternatively, the Pricing Officer may elect to deposit directly with the paying agent or issuing and paying agent for the Refunded Obligations the proceeds of the Bonds, together with other available funds, in an amount sufficient to provide for the payment or redemption of the Refunded Obligations and is hereby authorized to execute and deliver a deposit agreement in connection with such deposits.

Section 16.03. Payment of Refunded Obligations; Redemption of Refunded Obligations. Following the deposit to the Escrow Fund as herein specified, the Refunded Obligations shall be payable solely from and secured by the cash and securities, if any, on deposit in the Escrow Fund and shall cease to be payable from ad valorem taxes. The Refunded Obligations are hereby called for redemption prior to maturity on the dates and at the redemption prices set forth in the Officer's Pricing Certificate. The Secretary of the Board is hereby authorized and directed to cause to be delivered to the paying agent/registrar for the Refunded Obligations a certified copy of this Order calling the Refunded Obligations for redemption and a copy of the Officer's Pricing Certificate. The delivery of this Order and the Officer's Pricing Certificate to such paying agent/registrar shall constitute the giving of notice of redemption to the respective paying agent/registrar for the Refunded Obligations and such paying agent/registrar is hereby authorized and directed to give notice of redemption to the owners of the Refunded Obligations in accordance with the requirements of the order authorizing the issuance thereof.

ARTICLE XVII MISCELLANEOUS

Section 17.01. Notice. Any notice, demand, direction, request or other instrument authorized or required by this Order to be given to or filed with the District, the Tender Agent or the Paying Agent/Registrar shall be deemed to have been given only upon receipt in written or electronic form. Any notice shall be sent by first class mail, postage prepaid, to the address specified below or, to such other address as may be designated in writing by the parties:

DISTRICT: Fort Bend Independent School District
16431 Lexington Boulevard
Sugar Land, Texas 77479
Attention: Chief Financial Officer

PAYING AGENT/
REGISTRAR - As designated in the Officer's Pricing Certificate
TENDER AGENT:

Section 17.02. Notice to Rating Agencies. At any time during which the Bonds are rated by the Rating Agency, the Paying Agent/Registrar shall, upon the direction of the District, notify the Rating Agency, promptly of (i) any change in the Paying Agent/Registrar, Tender Agent, Remarketing Agent or the Bank, if any, (ii) the expiration, termination, extension or any other material change to this Order or the Remarketing Agreement, and (iii) the redemption, defeasance or payment of all of the Bonds or conversion of the Bonds to a Fixed Rate. Any such notice shall be sent by first class mail, postage prepaid, to: Moody's Investors Service, Inc., 7 World Trade Center, 250 Greenwich Street, New York, New York 10007, Attention: Public Finance Group—Texas Local Ratings; Standard & Poor's, 55 Water Street, 38th Floor, New York, New York 10004, Attention: Municipal Structured Finance, email: pubfin_structuredstandardandpoors.com; and Fitch Ratings, One State Street Plaza, New York, New York, 10004, Attention: Municipal Structured Finance.

Section 17.03. Benefits of Order. Nothing in this Order, expressed or implied, is intended or shall be construed to confer upon any person other than the District, the Paying Agent/Registrar, Bond Counsel, financial advisors to the District, the Underwriter, and the Owners, any right, remedy, or claim, legal or equitable, under or by reason of this Order or any provision hereof, this Order and all its provisions being intended to be and being for the sole and exclusive benefit of the District, the Paying Agent/Registrar, Bond Counsel, financial advisors to the District, the Underwriter, and the Owners.

Section 17.04. Inconsistent Provisions. All orders, or parts thereof, which are in conflict or inconsistent with any provision of this Order are hereby repealed to the extent of such conflict, and the provisions of this Order shall be and remain controlling as to the matters herein provided.

Section 17.05. Governing Law. This Order shall be construed and enforced in accordance with the laws of the State and the United States of America.

Section 17.06. Severability. 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 thereof to other persons or circumstances shall nevertheless be valid, and the Board hereby declares that this Order would have been enacted without such invalid provision.

Section 17.07. Public Meeting. 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 Chapter 551 of the Texas Government Code, as amended.

Section 17.08. Incorporation of Preamble Recitals. The recitals contained in the preamble to this Order 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 judgment and findings of the Board.

Section 17.09. No Recourse Against District Officials. No recourse shall be had for the payment of principal of, premium, if any, or interest on any Bond or for any claim based thereon or on this Order against any official of the District or any person executing any Bond.

Section 17.10. Further Procedures. The officers and employees of the District are hereby authorized, empowered and directed from time to time and at any time to do and perform all such acts and things and to execute, acknowledge and deliver in the name and under the corporate seal and on behalf of the District all such instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of this Order, the initial sale and delivery of the Bonds, the refunding of the Refunded Obligations, the conversion and remarketing of the Bonds as herein authorized, the Paying Agent/Registrar Agreement, the Purchase Contract, the Remarketing Agreement, the Tender Agent Agreement, and the Offering Memorandum. In addition, prior to the initial delivery of the Bonds, any Pricing Officer and Bond Counsel are hereby authorized and directed to approve any technical changes or corrections to this Order or to any of the instruments authorized and approved by this Order necessary in order to (i) correct any ambiguity or mistake or properly or more completely document the transactions contemplated and approved by this Order and as described in the Offering Memorandum, (ii) obtain a rating from any of the national bond rating agencies, or (iii) obtain the approval of the Bonds by the Texas Attorney General's office. In case any officer of the District whose signature shall appear on any certificate shall cease to be such officer before the delivery of such certificate, such signature shall nevertheless be valid and sufficient for all purposes the same as if such officer had remained in office until such delivery.

Section 17.11. Effective Date. This Order shall be in full force and effect from and upon its adoption.

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PASSED, APPROVED AND EFFECTIVE on December 16, 2024.

Secretary, Board of Trustees
Fort Bend Independent School District

President, Board of Trustees
Fort Bend Independent School District

[SEAL]

SCHEDULE I

SCHEDULE OF REFUNDED OBLIGATION CANDIDATES

The Pricing Officer may select the specific maturities of unlimited tax bonds constituting the Refunded Bonds from the following series of the District's outstanding unlimited tax bonds:

Unlimited Tax Refunding Bonds, Series 2014

Unlimited Tax Refunding Bonds, Series 2016A

Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B

The Pricing Officer may select the specific maturities and series of unlimited tax commercial paper notes constituting the Refunded Notes from the following series of the District's outstanding commercial paper notes:

Unlimited Tax Commercial Paper Program, Series A

Unlimited Tax Commercial Paper Program, Series B

EXHIBIT A

FORM OF OFFICER’S PRICING CERTIFICATE

Re: Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, Series ____ (the “Bonds”)

I, the undersigned Chief Financial Officer of the Fort Bend Independent School District (the “District”), do hereby make and execute this Officer’s Pricing Certificate pursuant to an order adopted by the Board of Trustees of the District on December 16, 2024 (the “Order”) authorizing the issuance of the referenced Bonds.

As authorized by Section 2.01 and Section 8.01 of the Order, I have acted on behalf of the District in selling the Bonds to the Underwriters (as designated below) pursuant to the terms of the Purchase Contract dated as of the date hereof. The Bonds shall have the terms set forth in this Officer’s Pricing Certificate. Capitalized terms used in this Officer’s Pricing Certificate shall have the meanings given such terms in the Order.

A. Underwriters. The Bonds are being sold to a syndicate of underwriters consisting of _____, as provided in the Purchase Contract. The undersigned hereby finds, determines and declares that the terms of sale of the Bonds are in the District’s best interests, and therefore, the sale of the Bonds to the Underwriters at a price of \$ _____ in accordance with the terms of the Purchase Contract dated as of the _____, 2025 is hereby approved.

B. Designation and Date. The Bonds shall be designated the “Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, Series _____.” The Dated Date of the Bonds shall be [_____]. The Issuance Date is scheduled for [_____].

C. Principal Amount, Initial Rate, Initial Rate Period and Maturity. The Bonds shall be issued in the aggregate principal amount of \$ _____ for the purposes specified in Section 2.01 in the Order.

The Bonds shall mature on the date and in the amount, and shall bear interest at the Initial Rate from the Issuance Date to and including the last day of the Initial Rate Period, as set out in the following schedule:

<u>Stated Maturity (August 1)</u>	<u>Principal Amount</u>	<u>Last Day of the Initial Rate Period</u>	<u>Mandatory Tender Date</u>	<u>Initial Rate</u>
	\$ _____			

The Bonds shall be subject to mandatory tender on the Mandatory Tender Date set forth above. Interest during the Initial Rate Period shall accrue from the Issuance Date to and including the last day thereof.

The Stepped Rate shall be ___ % per annum. The Maximum Rate shall be ___ % per annum.

Notwithstanding Section 2.02(b) of the Order, interest on any Bonds bearing interest at the Stepped Rate will be calculated on the basis of a 360-day year of twelve 30-day months.

D. Refunded Notes. The Refunded Notes to be refunded and/or defeased with a portion of the proceeds of the Bonds (the “Refunded Notes”) are set forth in Schedule I-1 attached hereto. The Refunded Notes are scheduled to mature on the date set forth in Schedule I-1 hereto. The Refunded Notes shall be paid at maturity at a price equal to the principal amount thereof plus interest accrued thereon to their maturity date.

As provided in the Order, the refunding and defeasance of the Refunded Notes will benefit the District by providing long-term financing of the Refunded Notes and reducing market risks to the District, and that such benefits constitute a valid public purpose and are sufficient consideration for the refunding contemplated herein.

E. Refunded Bonds. The Refunded Bonds to be refunded and/or defeased with a portion of the proceeds of the Bonds (the “Refunded Bonds”) are set forth in Schedule I-2 attached hereto. The Refunded Bonds are hereby called for redemption on the dates set forth in Schedule I-2 hereto. The Refunded Bonds shall be redeemed at a redemption price equal to the principal amount thereof plus interest accrued thereon to the redemption date therefor.

F. As provided in the Order, the refunding and defeasance of the Refunded Bonds will benefit the District by providing long-term financing of the Refunded Bonds, additional market efficiencies versus the remarketing of the variable rate Refunded Bonds, allow the District to maintain its desired balance of fixed rate and variable rate interest rate exposure, and reduced market risks to the District, and that such benefits constitute a valid public purpose and are sufficient consideration for the refunding contemplated herein.

G. Form of Bond. The Bonds shall be substantially in the form set forth in Exhibit A attached hereto with such insertions, changes and modifications as are required to conform the bond form to the terms of this Officer’s Pricing Certificate.

H. Redemption. The Bonds are subject to redemption at the option of the District during the Initial Rate Period as follows: _____. The Bonds are otherwise subject to optional and mandatory redemption as described in the Form of Bond attached as Exhibit A hereto.

I. Voted Authority. The following schedule shows the amount of voted authorization outstanding after the issuance of the Bonds:

Election	Amount Voted	Amount Previously Issued	Amount Charged Against Voted Authorization	Outstanding Commercial Paper being Refunded ⁽⁶⁾	Authorized but Unissued Balance
2014 Election (Proposition No. 1)	\$484,000,000	\$470,750,000	\$ _____ ⁽¹⁾	\$ _____	\$ _____

2018 Election (Proposition A)	\$992,600,000	\$936,870,000	\$ _____ ⁽²⁾	\$ _____	\$ _____
2023 Election (Proposition A)	\$1,180,830,000	\$154,730,000	\$ _____ ⁽³⁾	\$ _____	\$ _____
2023 Election (Proposition B)	\$52,470,000	\$25,270,000	\$ _____ ⁽⁴⁾	\$ _____	\$ _____
2023 Election (Proposition C)	\$22,900,000	\$0	\$ _____ ⁽⁵⁾	\$ _____	\$ _____

⁽¹⁾ Includes \$ _____ in premium counted against voted authorization.

⁽²⁾ Includes \$ _____ in premium counted against voted authorization.

⁽³⁾ Includes \$ _____ in premium counted against voted authorization.

⁽⁴⁾ Includes \$ _____ in premium counted against voted authorization.

⁽⁵⁾ Includes \$ _____ in premium counted against voted authorization.

⁽⁶⁾ Includes [the full] \$ _____ in principal amount of the District's Unlimited Tax Commercial Paper Program, Series [A/B] being refunded or defeased with the proceeds of the Bonds.

J. Following the issuance of the Bonds under this Order, \$ _____ in new money bond authority remains under Section 2.01(a)(x) of this Order and Section 3.01(a) of the Fixed Rate Order; \$ _____ in refunding bond authority remains under Section 2.01(a)(y) of this Order and Section 3.01(b) of the Fixed Rate Order; and \$ _____ in refunding bond authority remains under Section 2.01(a)(2) of this Order and Section 3.01(c) of the Fixed Rate Order.

K. Terms of Sale. The undersigned does hereby find, certify and represent that the sale of the Bonds on the terms described herein satisfy the requirements and parameters contained in Section 2.01 of the Order.

L. Application of Bond Proceeds. The proceeds of the Bonds shall be applied as follows (the sale of the Bonds generated premium in the amount of \$ _____, of which \$ _____ is allocated to the new money portion of the Bonds and \$ _____ is allocated to the refunding portion of the Bonds):

(i) The amount of \$ _____, consisting of \$ _____ principal amount of the Bonds, plus premium received from the sale of the Bonds in the amount of \$ _____ [and available funds from the District in the amount of \$ _____], shall be used for the refunding of \$ _____ in principal amount of the Refunded Obligations;

(ii) The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of \$ _____, shall be used for the construction, acquisition and equipment of school buildings in the District, including safety and security and technology infrastructure, for the purchase of necessary sites for school buildings and for the purchase of new school buses;

(iii) The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of

\$ _____, shall be used for the construction, acquisition, capital renovation, and equipment of school buildings in the District, for the purchase of the necessary sites for school buildings, for the purchase of new school buses, for the retrofitting of school buses with emergency, safety, or security equipment, and for the purchase or retrofitting of vehicles to be used for emergency, safety, or security purposes (2023 Election Proposition A);

(iv) The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of \$ _____, shall be used for the acquisition or update of District technology equipment, including student, teacher, and staff devices (2023 Election Proposition B);

(v) The amount of \$ _____, consisting of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the amount of \$ _____, shall be used for the construction, acquisition, and equipment of a District natatorium (2023 Election Proposition C);

(vi) Premium received from the sale of the Bonds in the amount of \$ _____ principal amount of Bonds plus premium received from the sale of the Bonds in the (of which \$ _____ is allocated to the new money portion of the Bonds and \$ _____ is allocated to the refunding portion of the Bonds) shall be used to pay the costs of issuing the Bonds, including the underwriter's discount;

(vii) Any amounts remaining following payment of the costs of issuing the Bonds shall be deposited to the interest and sinking fund designated for the Bonds.

M. _____ is hereby designated as the Paying Agent/Registrar for the Bonds.

N. _____ is hereby designated as the Tender Agent for the Bonds.

O. _____ is hereby designated as the Escrow Agent for the Refunded Obligations.

P. Continuing Disclosure Undertaking. The financial information and operating data to be provided annually by the District pursuant to Section 13.01(a) of the Order shall include all quantitative financial information and operating data with respect to the District of the general type included in Tables _____ in the Offering Memorandum.

[Signature Page Follows]

WITNESS MY HAND this _____, 2025.

Pricing Officer

*Signature Page to Officer's Pricing Certificate
Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, Series _____*

SCHEDULE I-1

SCHEDULE OF REFUNDED NOTES

SCHEDULE I-2

SCHEDULE OF REFUNDED BONDS

SCHEDULE II

SCHEDULE OF SAVINGS

EXHIBIT A TO FORM OF OFFICER'S PRICING CERTIFICATE

FORM OF BOND

REGISTERED
NO. _____¹

REGISTERED AMOUNT
\$ _____

United States of America
State of Texas
County of Fort Bend

FORT BEND INDEPENDENT SCHOOL DISTRICT
VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BOND
SERIES _____²

Dated Date: Issuance Date: Interest Rate: Maturity Date: CUSIP No.³

REGISTERED OWNER: _____

PRINCIPAL AMOUNT: _____

Fort Bend Independent School District (the "District"), in the County of Fort Bend, State of Texas, for value received, hereby promises to pay to the Registered Owner named above, or registered assigns thereof, on the Maturity Date specified above, the Principal Amount stated above, unless the payment of the principal hereof shall have been paid or provided for, and to pay interest on the unpaid principal amount hereof from the later of the Issuance Date shown above or the most recent Interest Payment Date to which interest has been paid or provided for. Interest shall accrue from the Issuance Date.

Interest on this Bond is payable to the registered owner hereof (i) with respect to the period during which interest accrues at a Flexible Rate, Weekly Rate, Monthly Rate or Quarterly Rate, by federal funds wire transfer within the continental United States upon written instruction from the Owner to the Paying Agent/Registrar, otherwise by first class mail by check dated the Interest Payment Date, and (ii) with respect to any period during which interest accrues at the Initial Rate, a Term Rate, Semiannual Rate or Fixed Rate, by check, dated as of the Interest Payment Date, and sent by first class mail, postage prepaid, by the Paying Agent/Registrar to each Owner at the address shown on the Register or by such other customary banking arrangement acceptable to the

¹ Initial Bond to be numbered I-1.
² Insert from Officer's Pricing Certificate.
³ Omit from Initial Bond.

Paying Agent/Registrar requested by, and at the risk and expense of the Owner. The principal hereof is payable upon presentation and surrender of this Bond at the designated office of _____⁴, as Paying Agent/Registrar, or any successor Paying Agent/Registrar.

This Bond is one of a series of fully registered bonds specified in the title hereof, issued in the aggregate principal amount of \$_____⁵ (herein referred to as the “Bonds”), issued pursuant to a certain order (the “Bond Order”) adopted by the Board of Trustees of the District and a pricing certificate executed pursuant to the Bond Order and relating to the Bonds (the “Pricing Certificate”) to provide funds for (i) _____⁶, (ii) the refunding of certain outstanding obligations of the District, and (iii) to pay the costs of issuing the Bonds. As used herein, the “Order” shall mean the Bond Order, as the same may be amended or supplemented from time to time in accordance with the terms thereof, together with the Pricing Certificate and any other Officer’s Pricing Certificate (as defined in the Order) executed and delivered in connection with the remarketing or conversion of or other change to this Bond in accordance with the provisions of the Bond Order. Capitalized terms used herein and not otherwise defined shall have the meanings assigned thereto in the Order. To the extent of any conflict between the terms and provisions of the Order and this Bond, the terms and provisions of the Order shall govern and control.

The Bonds and the interest thereon are payable from the proceeds of a direct and continuing ad valorem tax levied, without limit as to rate or amount, against all taxable property in the District sufficient, together with certain available funds of the District on deposit in the interest and sinking fund for the Bonds, to provide for the payment of the principal of and interest on the Bonds, as described and provided in the Order.

For the purpose of the payment of interest on this Bond, the registered owner shall be the person in whose name this Bond is registered on the Record Date, as set forth in the Order. As used herein, “Interest Payment Date” shall have the meaning assigned to such term in the Order.

Any payments required to be made hereunder on any day which is not a Business Day (as defined in the Order) shall be made instead on the next succeeding Business Day and no interest shall accrue on such payments in the interim. In addition, unless otherwise provided in the Order, in the event that the day on which any act or function is to be performed or done is not a Business Day, such act or function shall be performed or done on the next succeeding Business Day.

This Bond shall not be valid or obligatory for any purpose unless it is registered by the Comptroller of Public Accounts of Texas by certificate affixed or attached hereto or authenticated by the Paying Agent/Registrar by due execution of the Authentication Certificate provided herein.

The Bonds are not benefited by a Liquidity Facility during the Initial Rate Period and any Term Rate Period for which the District has elected not to provide a Liquidity Facility.

⁴ Insert from Officer’s Pricing Certificate.

⁵ Insert from Officer’s Pricing Certificate.

⁶ Insert from Officer’s Pricing Certificate.

INTEREST PROVISIONS

This Bond bears interest at a Variable Rate, a Flexible Rate or a Fixed Rate, as further set forth in the Order.

This Bond initially shall bear interest at the Initial Rate provided in the Pricing Certificate from the Issuance Date stated above to and including _____, 20__ (the "Initial Rate Period"). This Bond shall be subject to mandatory tender, without right of retention by the owners thereof, on _____, 20__ and shall be tendered to the Tender Agent against payment therefor. Thereafter, this Bond shall bear interest at a Weekly Rate, Monthly Rate, Quarterly Rate, Semiannual Rate, Term Rate or Flexible Rate until converted to another Rate Period, or at a Fixed Rate.

The rate of interest applicable to any Rate Period shall be determined in accordance with the applicable provisions of the Order and pursuant to the terms of the Remarketing Agreement between the District and the Remarketing Agent.

OPTIONAL TENDERS

During such time that the Bonds are benefitted by a Liquidity Facility, the registered owner hereof has the right to tender this Bond for purchase at the principal amount hereof plus accrued interest in accordance with and subject to the terms of the Order.

AFTER THE BONDS HAVE BEEN CONVERTED TO BEAR INTEREST AT A FIXED RATE THEY SHALL NOT BE SUBJECT TO TENDER FOR PURCHASE.

MANDATORY TENDER

This Bond is subject to mandatory tender for purchase in accordance with the terms of the Order.

FAILED REMARKETING WITH NO LIQUIDITY FACILITY

Initial Rate Period. In the event that this Bond bears interest at an Initial Rate and it is not converted into a different Rate Period and remarketed to new purchasers on the scheduled date of mandatory tender, the District shall have no obligation to purchase this Bond tendered on such date, the failed conversion and remarketing shall not constitute an Event of Default under the Order or this Bond, the mandatory tender will be deemed to have been rescinded for that date with respect to this Bond, and this Bond (i) will continue to be Outstanding, (ii) will be purchased upon the availability of funds to be received from the subsequent remarketing of this Bond, (iii) will bear interest at the Stepped Rate during the Stepped Rate Period, (iv) will be subject to redemption and mandatory tender at the purchase price on any date during the Stepped Rate Period upon which a conversion occurs (which shall occur at the District's discretion upon delivery of at least one day's notice to the Owner hereof), and (v) will be deemed to continue in an Initial Rate Period for all other purposes of the Order (including the identification of Interest Payment Dates until the Bonds are remarketed or redeemed), though bearing interest during such time at the Stepped Rate until remarketed or redeemed in accordance with the terms of the Order. In the event of a failed conversion and remarketing as described above, the District will use its best efforts to cause this

Bond to be converted and remarketed on the earliest reasonably practical date on which it can be remarketed at not less than par plus accrued interest, in such Rate Period or Rate Periods as the District directs, at a rate not exceeding the Maximum Rate.

Term Rate Periods. If this Bond is subject to mandatory tender on the Conversion Date in connection with a conversion from a Term Rate Period to a different Rate Period (including from a Term Rate Period to a new Term Rate Period of the same or a different duration as the then-expiring Term Rate Period), and there then exists no Liquidity Facility relating to this Bond (and there was no Liquidity Facility upon the commencement of the then-expiring Term Rate Period), and this Bond is not converted into a different Rate Period and remarketed to new purchasers on the Conversion Date, then the District shall have no obligation to purchase this Bond tendered on such date, the failed conversion and remarketing shall not constitute an Event of Default under the Order or this Bond, the mandatory tender will be deemed to have been rescinded for that date with respect to this Bond, and this Bond (i) will continue to be Outstanding, (ii) will be purchased upon the availability of funds to be received from the subsequent remarketing of this Bond, (iii) will bear interest at the Stepped Rate during the Stepped Rate Period, (iv) will be subject to redemption and mandatory tender for purchase at the purchase price on any date during the Stepped Rate Period upon which a conversion occurs (which shall occur at the District’s discretion upon delivery of at least one day’s notice to the Owner hereof), and (v) will be deemed to continue in a Term Rate Period for all other purposes of the Order (including the identification of the Interest Payment Dates until the Bonds are remarketed or redeemed), though bearing interest during such time at the Stepped Rate until remarketed or redeemed in accordance with the terms of the Order. In the event of a failed conversion and remarketing as described above, the District will use its best efforts to cause this Bond to be converted and remarketed on the earliest reasonably practical date on which it can be remarketed at not less than par plus accrued interest, in such Rate Period or Rate Periods as the District directs, at a rate not exceeding the Maximum Rate.

REDEMPTION PROVISIONS

Optional Redemption. The Bonds are subject to redemption at the option of the District in accordance with the terms of the Order.

Scheduled Mandatory Redemption. The Bonds are subject to scheduled mandatory redemption, at a price equal to the principal amount thereof plus interest accrued thereon, on each of the following dates and in the following principal amounts:

<u>Mandatory Redemption Date</u>	<u>Amount</u>	<u>Mandatory Redemption Date</u>	<u>Amount</u>
--------------------------------------	---------------	--------------------------------------	---------------

Prior to each scheduled mandatory redemption date, the Paying Agent/Registrar shall select for redemption by lot, or by any other customary method that results in a random selection, a principal amount of such Bonds equal to the aggregate principal amount of such Bonds to be redeemed, shall call such Bonds for redemption on such scheduled mandatory redemption date, and shall give notice of such redemption, as provided in the Order.

The principal amount of the Bonds required to be redeemed on any redemption date set forth above shall be reduced, at the option of the District, by the principal amount of any Bonds which, at least 45 days prior to the mandatory sinking fund redemption date (i) shall have been acquired by the District at a price not exceeding the principal amount of such Bonds plus accrued interest to the date of purchase thereof, and delivered to the Paying Agent/Registrar for cancellation, or (ii) shall have been redeemed pursuant to the optional redemption provisions set forth in the Order and not previously credited to a mandatory sinking fund redemption.

In lieu of mandatorily redeeming the Bonds, the District reserves the right to purchase for cancellation Bonds of the same maturity at a price no greater than the applicable redemption price of such Bonds.

Additional Mandatory Redemption. The Bonds are also subject to Additional Mandatory Redemption prior to stated maturity at the times and in the amounts as set forth in the Order.

Special Mandatory Redemption. Purchased Bonds shall be subject to special mandatory redemption, if at all, in accordance with the terms of the applicable Liquidity Facility.

Notice of Redemption. Notice of optional and mandatory redemption shall be given as provided in the Order.

GENERAL PROVISIONS

As provided in the Order, and subject to certain limitations therein set forth, this Bond is transferable upon surrender of this Bond for transfer at the designated trust office of the Paying Agent/Registrar with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar; thereupon, one or more new fully registered Bonds of the same stated maturity, of authorized denominations, bearing the same rate of interest, and for the same aggregate principal amount will be issued to the designated transferee or transferees.

Following the Fixed Rate Conversion Date neither the District nor the Paying Agent/Registrar shall be required to transfer or exchange any Bond called for redemption where such redemption is scheduled to occur within 30 calendar days after the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the registered owner of the uncalled principal balance of a Bond.

The District, the Paying Agent/Registrar, and any other person may treat the person in whose name this Bond is registered as the owner hereof for the purpose of receiving payment as herein provided (except interest shall be paid to the person in whose name this Bond is registered on the Record Date) and for all other purposes, whether or not this Bond be overdue, and neither the District nor the Paying Agent/Registrar shall be affected by notice to the contrary.

IT IS HEREBY CERTIFIED AND RECITED that the issuance of this Bond and the series of which it is a part is duly authorized by law; that all acts, conditions, and things required to be done precedent to and in the issuance of the Bonds have been properly done and performed and have happened in regular and due time, form, and manner, as required by law; that sufficient and proper provision for the levy and collection of taxes has been made, without limit as to rate or amount, which when collected shall be appropriated exclusively to the timely payment of the

principal of, and interest on the Bonds; and that the total indebtedness of the District, including the Bonds, does not exceed any constitutional or statutory limitation.

IN WITNESS WHEREOF; the District has caused this Bond to be duly executed under its official seal in accordance with law.

Secretary, Board of Trustees
Fort Bend Independent School District

President, Board of Trustees
Fort Bend Independent School District

[SEAL]

Form of Comptroller's Registration to Appear on Initial Bonds only

REGISTRATION CERTIFICATE OF
COMPTROLLER OF PUBLIC ACCOUNTS

OFFICE OF THE COMPTROLLER §
OF PUBLIC ACCOUNTS § REGISTER NO. _____
THE STATE OF TEXAS §

I HEREBY CERTIFY THAT this Bond has been examined, certified as to validity, and approved by the Attorney General of the State of Texas and that this Bond has been registered by the Comptroller of Public Accounts of the State of Texas.

WITNESS MY SIGNATURE AND SEAL OF OFFICE this _____

[SEAL]

Comptroller of Public Accounts
of the State of Texas

Form of Authentication Certificate to Appear on Definitive Bonds only

CERTIFICATE OF PAYING AGENT/REGISTRAR

This is one of the Bonds referred to in the within mentioned Order. The series of Bonds of which this Bond is a part was originally issued as one Initial Bond which was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

7
as Paying Agent/Registrar

Date: _____

By: _____

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto (print or typewrite name, address and zip code of transferee):

(Social Security or other identifying number: _____) the within Bond and all rights hereunder and hereby irrevocably constitutes and appoints _____ attorney to transfer the within Bond on the books kept for registration hereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed By:

Authorized Signatory

NOTICE: The signature on this Assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular and must be guaranteed in a manner acceptable to the Paying Agent/Registrar.

⁷ Insert from Officer's Pricing Certificate.

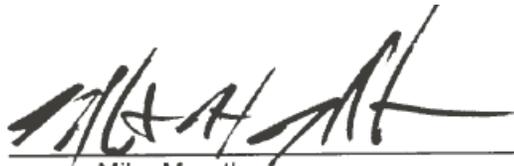
[FORM OF PERMANENT SCHOOL FUND CERTIFICATE]

PSF CERTIFICATE

Under the authority granted by Article 7, Section 5 of the Texas Constitution and Subchapter C of Chapter 45 of the Texas Education Code, the payment, when due, of the principal of and interest on the issuance by the Fort Bend Independent School District of its Variable Rate Unlimited Tax School Building and Refunding Bonds, Series ⁸ dated ⁹, in the principal amount of \$ ¹⁰ is guaranteed by the corpus of the Permanent School Fund of the State pursuant to the bond guarantee program administered by the Texas Education Agency. This guarantee shall be removed in its entirety upon defeasance of such bonds.

Reference is hereby made to the continuing disclosure agreement of the Texas Education Agency, set forth in Section I of the Agency's Investment Procedure Manual and the Agency's commitment letter for the guarantee. Such disclosure agreement has been made with respect to the bond guarantee program, in accordance with Rule 15c2-12 of the United States Securities and Exchange Commission, for the benefit of the holders and beneficial owners of the bonds.

In witness thereof I have caused my signature to be placed in facsimile on this bond.



Mike Morath
Commissioner of Education

⁸ Insert from Officer's Pricing Certificate

⁹ Insert from Officer's Pricing Certificate.

¹⁰ Insert from Officer's Pricing Certificate.

CERTIFICATE FOR ORDER

THE STATE OF TEXAS §
COUNTY OF FORT BEND §

I, the undersigned officer of the Board of Trustees of Fort Bend Independent School District, hereby certify as follows:

1. The Board of Trustees of Fort Bend Independent School District convened in regular meeting on the 16th day of December, 2024, at the regular meeting place thereof, within said District, and the roll was called of the duly constituted officers and members of said Board, to wit:

- | | |
|--------------------------|-------------------------------------|
| Kristin Tassin | President, Trustee, Position 6 |
| Rick Garcia | Vice President, Trustee, Position 3 |
| David Hamilton | Secretary, Trustee, Position 7 |
| Angie Hanan | Trustee, Position 1 |
| Adam Schoof | Trustee, Position 2 |
| Dr. Shirley Rose-Gilliam | Trustee, Position 4 |
| Sonya Jones | Trustee, Position 5 |

and all of said persons were present, except the following absentee(s): _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written

AN ORDER AUTHORIZING THE ISSUANCE OF FORT BEND INDEPENDENT SCHOOL DISTRICT VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS, WHICH MAY BE ISSUED IN ONE OR MORE SERIES IN ACCORDANCE WITH SPECIFIED PARAMETERS; AND ENACTING OTHER PROVISIONS RELATING THERETO

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

- _____ Member(s) shown present above voted "Aye".
- _____ Member(s) shown present above voted "No".
- _____ Member(s) shown present abstained from voting.

2. A true, full and correct copy of the aforesaid order adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that said order has been duly recorded in said Board's minutes of said meeting; that the above and foregoing paragraph is a true, full and correct excerpt from said Board's minutes of said meeting pertaining

to the adoption of said order; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Board as indicated therein; that each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that said order would be introduced and considered for adoption at said meeting, and each of said officers and members consented, in advance, to the holding of said meeting for such purpose; that said meeting was open to the public as required by law; and that public notice of the date, hour, place and subject of said meeting was given as required by the Chapter 551, Texas Government Code.

SIGNED AND SEALED this 16th day of December, 2024.

[SEAL]

Secretary, Board of Trustees
Fort Bend Independent School District

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Conversion Order for Series 2020B
Bonds
References: Board Policy CCA (Legal)
District Goal 5
Department: Business and Finance

Recommendation

Consideration and approval of an order authorizing the conversion of the Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B to a new rate period; authorizing the preparation of a remarketing memorandum; and enacting other provisions relating thereto (the "Conversion Order").

Summary

The District currently has \$75,545,000 outstanding of its Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B (the "Series 2020B Bonds") using voted authorization from the 2014 and 2018 Bond elections. The Series 2020B Bonds bear interest at a Term Rate of 0.875% until July 31, 2025 at which time the outstanding principal amount of the Series 2020B Bonds will be \$74,065,000.

Pursuant to the terms of the order authorizing the issuance of the Series 2020B Bonds, the District is obligated to use its best efforts to cause a conversion of the outstanding Series 2020B Bonds from the Initial Rate Period to a new rate period. The Conversion Order authorizes the District to either (i) convert the Series 2020B Bonds to a new Term Rate Period (variable rate) with a duration not later than August 1, 2030 or (ii) convert the Series 2020B Bonds to a fixed rate.

A conversion to a new Term Rate Period will result in the reset of the variable interest rate for the duration of the new Term Rate Period for the Series 2020B Bonds. A conversion to a fixed rate would result in setting a long-term fixed rate for the Series 2020B Bonds.

In a separate agenda item, Administration is recommending approval of a Fixed Rate Order that would give the District the ability to refund the Series 2020B Bonds to a fixed rate if favorable market conditions exist. The District has more flexibility in how it may structure its fixed rate debt in connection with a refunding than it does in connection with a fixed rate conversion. The Administration is also recommending an agenda item for the approval of a Variable Rate Order that would give the District the ability to refund the Series 2020B Bonds with a series of variable rate bonds to achieve market efficiencies in connection with setting the new variable rate. The Administration is requesting the adoption of the Fixed Rate Order, Variable Rate Order, and this Conversion Order to allow the District to monitor market conditions and choose the option that is most advantageous for the District.

The order that originally authorized the issuance of the Series 2020B Bonds requires the Board of Trustees to make certain determinations and authorizations in connection with the

conversion of the Series 2020B Bonds into new rate periods. The Conversion Order is the mechanism by which the Board of Trustees takes that action. The Conversion Order contains the following Board actions:

1. It provides for the conversion of the Series 2020B Bonds (i) into a Term Rate Period with a duration not later than August 1, 2030 or (ii) into a Fixed Rate Period;
2. It establishes a Stepped Rate (the rate of interest the Series 2020B Bonds would bear if there were a failed remarketing until the Series 2020B Bonds could be remarketed) of 7.00% and confirms a Maximum Rate for the Series 2020B Bonds of 7.00% as provided in the Original Order, but provides the Pricing Officer with the authority to lower the Stepped Rate and Maximum Rate if market conditions would allow for such a reduction;
3. It authorizes the Pricing Officer to establish the redemption provisions for the Series 2020B Bonds during the new rate period in response to market conditions;
4. It authorizes the preparation of a Remarketing Memorandum to be used in connection with the remarketing of the Series 2020B Bonds;
5. It authorizes the Pricing Officer to retain or terminate the existing Remarketing Agent and appoint a new Remarketing Agent for the Series 2020B Bonds and authorizes the Pricing Officer to approve the fees of the Remarketing Agent as provided in the Remarketing Agreement; and
6. Pursuant to the terms of the Original Order, the Superintendent and Chief Financial Officer are the Pricing Officers authorized to establish final terms of the remarketing.

The District's bond counsel, Bracewell LLP has prepared and reviewed the Conversion Order. The District's financial advisor, Hilltop Securities, has also reviewed the Conversion Order.

Unless the Series 2020B Bonds are refunded under the Fixed Rate Order or the Variable Rate Order, the District expects the remarketing of the Series 2020B Bonds to close on August 1, 2025, with the pricing to occur within one month prior to the closing date.

As required by the Fiscal and Budgetary Strategy, approved by the Board in September 2024, the Chief Financial Officer will provide a summary of the pricing as well as the final Official Memorandum to the Board for each debt transaction shortly after the transaction has priced.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Financial Officer

ORDER

AUTHORIZING THE CONVERSION OF THE FORT BEND INDEPENDENT SCHOOL DISTRICT VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS, SERIES 2020B TO A NEW RATE PERIOD; AUTHORIZING THE PREPARATION OF A REMARKETING MEMORANDUM; AND ENACTING OTHER PROVISIONS RELATING THERETO

Adopted: December 16, 2024

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AN ORDER AUTHORIZING THE CONVERSION OF THE FORT BEND INDEPENDENT SCHOOL DISTRICT VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS, SERIES 2020B TO A NEW RATE PERIOD; AUTHORIZING THE PREPARATION OF A REMARKETING MEMORANDUM; AND ENACTING OTHER PROVISIONS RELATING THERETO

WHEREAS, the Fort Bend Independent School District (the “District”) has previously issued and there remains outstanding the District’s Variable Rate Unlimited Tax School Building and Refunding Bonds, Series 2020B (the “Bonds”); and

WHEREAS, the Bonds were authorized to be issued pursuant to an order adopted by the Board of Trustees (the “Board”) of the District on January 21, 2020 (the “Original Bond Order”) and an Officer’s Pricing Certificate executed pursuant thereto, dated August 4, 2020 (the “Original Pricing Certificate” and together with the Original Bond Order, the “Original Order”); and

WHEREAS, capitalized terms used herein and not otherwise defined shall have the meaning given to such terms in the Original Order; and

WHEREAS, pursuant to the terms of the Original Order, the Bonds were issued in an Initial Rate Period and are subject to mandatory tender for purchase following the last day of such Initial Rate Period, which mandatory tender of the Bonds is scheduled to occur on August 1, 2025; and

WHEREAS, pursuant to the terms of the Original Order, the District is obligated to use its best efforts to cause the Bonds to be converted from the Initial Rate Period to a different Rate Period on August 1, 2025; and

WHEREAS, the Board has found and determined that it is necessary and in the best interest of the District to approve and authorize the conversion of the Bonds from the Initial Rate Period to either (i) a new Term Rate Period, with such new Term Rate Period not to exceed five years in duration, or (ii) a Fixed Rate Period, and the District desires to delegate authority to the Pricing Officer (as defined in Section 1.01 hereof) to determine certain terms of the Bonds upon such conversion in an Officer’s Pricing Certificate, all as more particularly set forth herein; and

WHEREAS, by the adoption of this order (the “Conversion Order”), the Board is authorizing the conversion of the Bonds and delegating authority to the Pricing Officer to determine certain terms of the Bonds upon such conversion in an officer’s pricing certificate, all as more particularly set forth herein; and

WHEREAS, the Board further desires to authorize the preparation and distribution of a remarketing memorandum to be used in connection with the conversion and remarketing of the Bonds and certain actions with respect to the engagement of the Remarketing Agent; NOW THEREFORE

BE IT ORDERED BY THE BOARD OF TRUSTEES OF THE FORT BEND INDEPENDENT SCHOOL DISTRICT:

**ARTICLE I
DEFINITIONS AND OTHER PRELIMINARY MATTERS**

Section 1.01. Definitions. Unless defined in the recitals to this Conversion Order or unless the context shall require otherwise, all capitalized terms used herein and not otherwise defined shall have the meaning given to such terms in the Original Order. For the purposes of this Conversion Order and the Original Order, the term “Pricing Officer” includes the person serving as either Superintendent of the District or the Chief Financial Officer of the District, whether in a permanent capacity or in an interim capacity.

Section 1.02. Table of Contents, Titles, and Headings. The table of contents, titles, and headings of the Articles and Sections of this Conversion Order have been inserted for convenience of reference only and are not to be considered a part hereof and shall not in any way modify or restrict any of the terms or provisions hereof and shall never be considered or given any effect in construing this Conversion Order or any provision hereof or in ascertaining intent, if any question of intent should arise.

Section 1.03. Interpretation.

(a) Unless the context requires otherwise, words of the masculine gender shall be construed to include correlative words of the feminine and neuter genders and vice versa, and words of the singular number shall be construed to include correlative words of the plural number and vice versa.

(b) This Conversion Order and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein.

Section 1.04. Authority for this Conversion Order. This Conversion Order is adopted pursuant to the provisions of Chapter 45 of the Texas Education Code and Chapter 1371 of the Texas Government Code and the Original Order.

Section 1.05. Original Order to Remain in Force. Except as modified by this Conversion Order or the Conversion Pricing Certificate (as defined in Section 2.01(e) hereof), the Original Order shall remain in full force and effect with respect to the Bonds and the other matters covered therein.

**ARTICLE II
AUTHORIZATION; CONVERSION OF THE BONDS**

Section 2.01. Approval and Authorization for Conversion of the Bonds.

(a) Pursuant to the applicable provisions of the Original Order, on the first Business Day immediately following the last day of the Initial Rate Period for the Bonds (which Business Day is August 1, 2025), the District hereby approves and authorizes the conversion of the Bonds from the Initial Rate Period to either (i) a new Term Rate Period or (ii) a Fixed Rate Period. If

the Bonds are converted to a new Term Rate Period, such new Term Rate Period shall commence on the Term Rate Conversion Date, which pursuant to the Original Order is deemed to be August 1, 2025, and end on the date specified in the Conversion Pricing Certificate that is not later than August 1, 2030, and no Liquidity Agreement or Liquidity Facility shall be provided for the Bonds upon such conversion to a new Term Rate Period. Pursuant to the terms of the Original Order, the Bonds shall be subject to mandatory tender for purchase on the first Business Day immediately following the last day of such new Term Rate Period, if converted to a new Term Rate Period. If the Bonds are converted to a Fixed Rate Period, such Fixed Rate Period shall commence on the Fixed Rate Conversion Date, which pursuant to the Original Order is deemed to be August 1, 2025, and end at the stated maturity or maturities of the Bonds.

(b) Upon the conversion of the Bonds to either (i) a new Term Rate Period or (ii) a Fixed Rate Period as approved and authorized herein, the Bonds shall have such terms as set forth in the Original Order, except as modified by this Conversion Order and the Conversion Pricing Certificate.

(c) Unless otherwise determined by the Pricing Officer and set forth in the Conversion Pricing Certificate, if the Bonds are converted to a new Term Rate Period, the Stepped Rate for the Bonds shall be equal to 7.00%, provided, however, that the Pricing Officer may not approve a Stepped Rate that exceeds the Maximum Rate for the Bonds, which is 7.00%.

(d) Unless otherwise determined by the Pricing Officer and set forth in the Conversion Pricing Certificate, including modifications made in accordance with Section 3.04(h) of the Original Order, the Bonds shall be subject to redemption at the option of the District as provided in Article V of the Original Order.

(e) As authorized by Chapter 1371, Texas Government Code, as amended, and the provisions of the Original Order, the Pricing Officer is hereby authorized to act on behalf of the District in connection with the remarketing and conversion of the Bonds, including determining the applicable Rate Period for the Bonds, determining any changes to the Stepped Rate and redemption provisions for the Bonds or a particular subseries of the Bonds upon the conversion thereof to either (i) a Term Rate Period or (ii) a Fixed Rate Period as approved and authorized herein, and all other matters relating to the remarketing and conversion of the Bonds, including making changes to the Form of Bond for the Bonds in connection with the conversion. The Pricing Officer is further authorized to select or to direct the Paying Agent/Registrar to select the Bonds to be converted to a Fixed Rate Period in accordance with Section 3.04(a) of the Original Bond Order. Any determinations by the Pricing Officer shall be set forth in an Officer's Pricing Certificate (the "Conversion Pricing Certificate") delivered to the Remarketing Agent, the Paying Agent/Registrar and the Tender Agent on or before the Conversion Date for the conversion of the Bonds to either (i) a new Term Rate Period or (ii) a Fixed Rate Period as approved and authorized herein. Any finding or determination by the Pricing Officer as authorized herein shall have the same force and effect as a finding or determination made by the Board.

The conversion of the Bonds to either (i) a new Term Rate Period or (ii) a Fixed Rate Period as approved and authorized herein shall be accomplished in accordance with the provisions of the Original Order and this Conversion Order, and the Pricing Officer and all other employees and officers of the District are authorized and directed to perform all such acts and things

necessary or desirable to accomplish such conversion of the Bonds, all as more particularly set forth in Section 3.07 hereof.

Section 2.02. Remarketing Memorandum. The District hereby authorizes the preparation of a remarketing memorandum or other disclosure document (the “Remarketing Memorandum”) in accordance with the District’s Disclosure Strategy, for use in the remarketing of the Bonds in connection with the conversion thereof from the Initial Rate Period to either (i) a new Term Rate Period or (ii) a Fixed Rate Period as approved and authorized herein, and authorizes the Pricing Officer to deem the Remarketing Memorandum final within the meaning and for the purposes of paragraph (b)(1) of Rule 15c2-12 under the Securities Exchange Act of 1934 on behalf of the District. The use of the Remarketing Memorandum by the Remarketing Agent (in the form and with such appropriate variations as shall be approved by the Pricing Officer and the Remarketing Agent) is hereby approved and authorized and the proper officials of the District are authorized to execute such Remarketing Memorandum, if required.

Section 2.03. Appointment of Remarketing Agent. The Pricing Officer is hereby authorized to determine whether to retain the current Remarketing Agent or to terminate the existing Remarketing Agent Agreement and appoint a new Remarketing Agent. If the Pricing Officer elects to appoint a new Remarketing Agent, the selection and appointment of the new Remarketing Agent for the Bonds shall be set forth in an Officer’s Pricing Certificate. The Remarketing Agent shall signify its acceptance of the duties and obligations imposed on it hereunder by its execution of a Remarketing Agreement. The Board hereby approves the form of Remarketing Agreement specifying the duties and responsibilities of the District and the Remarketing Agent. The Pricing Officer, the President of the Board, or the Vice President of the Board are hereby authorized and directed to execute and deliver the Remarketing Agreement for and on behalf of the District and the Board, with such changes as the person executing the same may approve. Any such Remarketing Agreement as executed by the Pricing Officer, the President of the Board or the Vice President of the Board shall be deemed to be the Remarketing Agreement herein approved and authorized to be executed and delivered for and on behalf of the District and the Board. The Pricing Officer is hereby authorized and directed to approve the fees of the Remarketing Agent as provided under the Remarketing Agreement with respect to the Bonds. The Pricing Officer or other District officials are hereby authorized to provide any notices required under the Original Order or the Remarketing Agreement.

ARTICLE III MISCELLANEOUS

Section 3.01. Benefits of Order. Nothing in this Conversion Order, expressed or implied, is intended or shall be construed to confer upon any person other than the District, the Paying Agent/Registrar, the Tender Agent, Bond Counsel, the Financial Advisor, the Remarketing Agent, and the Holders, any right, remedy, or claim, legal or equitable, under or by reason of this Conversion Order or any provision hereof, this Conversion Order and all its provisions being intended to be and being for the sole and exclusive benefit of the District, the Paying Agent/Registrar, the Tender Agent, Bond Counsel, the Financial Advisor, the Remarketing Agent, and the Holders.

Section 3.02. Governing Law. This Conversion Order shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 3.03. Severability. If any provision of this Conversion Order or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Conversion Order and the application thereof to other persons or circumstances shall nevertheless be valid, and the Board hereby declares that this Conversion Order would have been enacted without such invalid provision.

Section 3.04. Public Meeting. It is officially found, determined, and declared that the meeting at which this Conversion 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 Conversion Order, was given, all as required by Chapter 551, Texas Government Code, as amended.

Section 3.05. Incorporation of Preamble Recitals. The recitals contained in the preamble to this Conversion Order are hereby found to be true, and such recitals are hereby made a part of this Conversion Order for all purposes and are adopted as a part of the judgment and findings of the Board.

Section 3.06. No Recourse Against District Officials. No recourse shall be had for the payment of principal of, premium, if any, or interest on any Bond or for any claim based thereon or on this Conversion Order against any official of the District or any person executing any Bond.

Section 3.07. Further Procedures. The Pricing Officer and all other employees and officers of the District are hereby authorized, empowered and directed from time to time and at any time to do and perform all such acts and things and to execute, acknowledge and deliver in the name and under the corporate seal and on behalf of the District all such notices and instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of the Original Order, this Conversion Order, the conversion and remarketing of the Bonds, the Paying Agent/Registrar Agreement, the Remarketing Agreement, the Tender Agent Agreement, and the Remarketing Memorandum. In addition, prior to the conversion and remarketing of the Bonds, any Pricing Officer and Bond Counsel are hereby authorized and directed to approve any technical changes or corrections to this Conversion Order or to any of the instruments authorized and approved by this Conversion Order necessary in order to correct any ambiguity or mistake or properly or more completely document the transactions contemplated and approved by this Conversion Order and as described in the Remarketing Memorandum. In case any officer of the District whose signature shall appear on any certificate shall cease to be such officer before the delivery of such certificate, such signature shall nevertheless be valid and sufficient for all purposes the same as if such officer had remained in office until such delivery.

Section 3.08. Expiration. In the event the District chooses to refund all of the outstanding Bonds using the refunding authority under either (i) the Order Authorizing the Issuance of Fort Bend Independent School District Unlimited Tax School Building and Refunding Bonds, Which May Be Issued in One or More Series in Accordance with Specified Parameters; and Enacting Other Provisions Relating Thereto, adopted by the Board on December 16, 2024,

or (ii) the Order Authorizing the Issuance of Fort Bend Independent School District Variable Rate Unlimited Tax School Building and Refunding Bonds, Which May Be Issued in One or More Series in Accordance with Specified Parameters; and Enacting Other Provisions Relating Thereto, adopted by the Board on December 16, 2024, then upon the successful redemption of the Bonds, this Conversion Order shall be of no further force and effect.

Section 3.09. Effective Date. This Conversion Order shall be in full force and effect from and upon its adoption.

[Signature page follows]

PASSED, APPROVED AND EFFECTIVE on December 16, 2024.

Secretary, Board of Trustees
Fort Bend Independent School District

President, Board of Trustees
Fort Bend Independent School District

[SEAL]

CERTIFICATE FOR ORDER

THE STATE OF TEXAS §
COUNTY OF FORT BEND §

I, the undersigned officer of the Board of Trustees of Fort Bend Independent School District, hereby certify as follows:

1. The Board of Trustees of Fort Bend Independent School District convened in regular meeting on the 16th day of December, 2024, at the regular meeting place thereof, within said District, and the roll was called of the duly constituted officers and members of said Board, to wit:

_____ Kristin Tassin	President, Trustee, Position 6
_____ Rick Garcia	Vice President, Trustee, Position 3
_____ David Hamilton	Secretary, Trustee, Position 7
_____ Angie Hanan	Trustee, Position 1
_____ Adam Schoof	Trustee, Position 2
_____ Dr. Shirley Rose-Gilliam	Trustee, Position 4
_____ Sonya Jones	Trustee Position 5

and all of said persons were present, except the following absentee(s):
_____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written

AN ORDER AUTHORIZING THE CONVERSION OF THE FORT BEND INDEPENDENT SCHOOL DISTRICT VARIABLE RATE UNLIMITED TAX SCHOOL BUILDING AND REFUNDING BONDS, SERIES 2020B TO A NEW RATE PERIOD; AUTHORIZING THE PREPARATION OF A REMARKETING MEMORANDUM; AND ENACTING OTHER PROVISIONS RELATING THERETO

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

_____ Member(s) shown present above voted “Aye”.
_____ Member(s) shown present above voted “No”.
_____ Member(s) shown present abstained from voting.

2. A true, full and correct copy of the aforesaid order adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that said order has

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

SIGNED AND SEALED this 16th day of December, 2024.

[SEAL]

Secretary, Board of Trustees
Fort Bend Independent School District

0For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: Resolution
Expressing Intent to Finance
Expenditures Incurred in Conjunction
with the 2023, 2018 and 2014 Bond
Programs
References: Board Policy CCA (Legal)
District Goal 5
Department: Business and Finance

Recommendation

Consideration and approval of a Resolution Expressing the Intent to Finance Expenditures (“Reimbursement Resolution”) to be incurred in conjunction with the 2023, 2018 and 2014 Bond Programs.

Summary

As the District continues to incur capital expenditures in connection with the projects authorized by the District’s 2023, 2018 and 2014 bond elections, administration recommends the short-term use of existing cash balances to delay the issuance of commercial paper (CP), and ultimately, delay any new permanent debt. The Reimbursement Resolution presented for approval would enable the District to expend cash available in the General Fund for such purposes, with the opportunity to reimburse the General Fund once authorized CP or permanent debt is issued at some point in the future. The benefit of this strategy is that the District can avoid interest costs in the short term.

The District has used this strategy in the past, and the Board previously approved a reimbursement resolution in November 2023 and included language in various debt obligation orders. Given the District’s active building program, the adoption of a reimbursement resolution will help ensure that there are no gaps in the District’s ability to reimburse itself for expenditures paid as projects are completed from either the proceeds of CP or other obligations that are subsequently issued.

The District usually issues CP in minimum increments of \$5 million. Thus, the bond program would “borrow” money from the General Fund until the minimum \$5 million increment is reached, at which time CP is issued. By doing so, the District would be borrowing money from itself and avoiding the costs of issuing debt.

Staff has reviewed the expected cash flow timeline based on construction estimates and expenditures in calendar year 2025 could reach \$300 million. Since the \$300 million will be paid from a combination of 2023, 2018 and 2014 authorizations, the resolution shows the maximum amount that could be issued under each authorization – i.e., up to \$260 million from 2023, up to \$30 million from 2018 and up to \$10 million from 2014 and includes capital improvement planning expenses. This approach provides the District with the flexibility necessary for transactions anticipated in the current calendar year, allowing the General

Fund to be reimbursed if it is the most financially advantageous means of funding projects in the short term.

The recommended reimbursement resolution is not a request to spend \$300 million or to issue debt in that amount. The resolution preserves the ability for the District to reimburse itself for General Fund expenditures on Board-approved capital projects up to the amounts identified in the resolution. Without a reimbursement resolution, the District would be limited in its ability to reimburse itself with the proceeds of tax-exempt bonds. The resolution allows the District to fund Board-approved capital projects by borrowing General Funds in the short-term instead of issuing authorized debt, thus saving on interest costs.

There are separate agenda items authorizing the issuance of bonds to permanently finance commercial paper issued for capital projects and the issuance of new money bonds for capital projects. Administration worked with the District's financial advisor and bond counsel, and both have reviewed and support the Reimbursement Resolution.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Financial Officer

A RESOLUTION OF THE BOARD OF TRUSTEES OF THE FORT BEND INDEPENDENT
SCHOOL DISTRICT EXPRESSING INTENT TO FINANCE EXPENDITURES TO BE
INCURRED

WHEREAS, Fort Bend Independent School District (the “District”) is a political subdivision of the State of Texas authorized to finance its activities by issuing obligations; and

WHEREAS, the District will make, or has made not more than 60 days prior to the date hereof, payments with respect to the projects listed on **Exhibit A** attached hereto (collectively, the “Financed Projects”), which Financed Projects include those projects (i) authorized at the District’s election held on May 6, 2023, (ii) authorized at the District’s election held on November 6, 2018, or (iii) authorized at the District’s election held on November 4, 2014, and

WHEREAS, in certain circumstances, federal and/or state law requires that the District express its official intent to issue obligations to reimburse itself for expenditures paid prior to the issuance of such obligations in order for such expenditures to be eligible for reimbursement from proceeds of such obligations; and

WHEREAS, the District desires to reimburse itself for the costs associated with the Financed Projects from the proceeds of obligations to be issued subsequent to the date hereof, which may include the proceeds of commercial paper notes issued by the District from time to time pursuant to a commercial paper program; and

WHEREAS, the District reasonably expects to issue obligations to reimburse itself for the costs associated with the Financed Projects; and

WHEREAS, Section 1.150-2(d)(2) of the Treasury Regulations sets forth limitations regarding the timing of reimbursements made from the proceeds of certain tax-exempt obligations; NOW, THEREFORE,

BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE FORT BEND INDEPENDENT SCHOOL DISTRICT THAT:

Section 1. The District reasonably expects to reimburse itself for costs that have been or will be paid subsequent to the date that is 60 days prior to the date hereof and that are to be paid in connection with the Financed Projects from the proceeds of obligations to be issued subsequent to the date hereof.

Section 2. The District reasonably expects that the maximum principal amount of obligations issued to reimburse the District for the costs associated with the Financed Projects will not exceed the amounts identified in **Exhibit A**.

Section 3. For purposes of section 1.150-2(d) of the Treasury Regulations, this Resolution serves as the District’s official declaration of intent to reimburse itself from proceeds of the obligations in the maximum principal amount and for expenditures paid in connection with the projects, each as set forth in **Exhibit A** hereof. Unless otherwise advised by bond counsel, any such reimbursement will only be made (i) for an original expenditure paid no earlier than 60 days prior to the date hereof and (ii) not later than 18 months after the later of (A) the date the original

expenditure is paid or (B) the date of which the project to which such expenditure relates is placed in service or abandoned, but in no event more than three years after the original expenditure is paid.

ADOPTED THIS 16th DAY OF DECEMBER, 2024.

FORT BEND INDEPENDENT SCHOOL
DISTRICT

By: _____
Kristin Tassin
President, Board of Trustees

ATTEST:

David Hamilton
Secretary, Board of Trustees

EXHIBIT A

DESCRIPTION OF THE FINANCED PROJECTS

<u>Purpose/Project</u>	<u>Amount</u>
Projects approved at the May 6, 2023 Election:	\$260,000,000
Proposition A: The construction, acquisition, capital renovation, and equipment of school buildings in the District, for the purchase of the necessary sites for school buildings, for the purchase of new school buses, for the retrofitting of school buses with emergency, safety, or security equipment, and for the purchase or retrofitting of vehicles to be used for emergency, safety, or security purposes	
Proposition B: The acquisition or update of District technology equipment, including student, teacher, and staff devices	
Proposition C: The construction, acquisition, and equipment of a District natatorium	
Projects approved at the November 6, 2018 Election:	\$30,000,000
The construction, acquisition, and equipment of school buildings in the District, including safety and security and technology infrastructure for the District, for the purchase of the necessary sites for school buildings, and for the purchase of new school buses	
Projects approved at the November 4, 2014 Election:	\$10,000,000
The construction, acquisition, and equipment of school buildings in the District, for the purchase of the necessary sites for school buildings, and for the purchase of new school buses, including safety and security and technology infrastructure for the District	

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
**Action: Consideration and Approval: Investment
Pool Resolutions**
References: Board Policy CH (Legal)
Board Policy: CFA (Legal)
District Goal 5
Department: Business and Finance

Recommendation

Consideration and approval of a resolution for changes to the District’s authorized signers at three (3) investment pools.

Summary

The District currently utilizes six (6) investment pools (TexPool, LoneStar, TexasTERM, TexSTAR, TexasCLASS, and Texas-FIT) for its investment needs. With the addition of a new Director of Finance (Juan Zamora), three (3) of the six (6) pools require Board approval to add an authorized user for our accounts. The three (3) investment pools requiring board approval are TexPool, LoneStar, and TexSTAR.

Resolutions for TexPool and TexSTAR are attached and require the signature of the Board President and Board Secretary. In addition, the form for LoneStar is attached and requires the signature of the Board President and Board Secretary.

The other three (3) investment pools, TexasTERM, TexasCLASS, and Texas-FIT do not require Board approval or signature. Administration will complete those forms.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Financial Officer

Authorized Representative Add Form

Name of Participant Fort Bend Independent School District Participant Number _____

Addition of Authorized Representative

In order to either (i) carry out the role of Investment Officer for the Participant or (ii) aid the Investment Officer of the Participant in the execution of his or her duties pursuant to Texas Government Code, Section 2256.003(c), as the case may be, the following officers, officials, employees, or contractors of the Participant are hereby designated as Authorized Representatives within the meaning of the Investment Agreement (Agreement). These designated Authorized Representatives have full power and authority to execute the Agreement and any other documents, as may be required to deposit money to and withdraw money from the Participant's Lone Star Investment Pool (Lone Star) account from time to time in accordance with the Agreement and the Information Statement, and take all other actions deemed necessary or appropriate for the investment of local funds of the Participant:

	Rep #1	Rep #2	Rep #3
Printed Name	<u>Kelly Schlacks</u>	<u>Juan Zamora</u>	<u>Suzanne K. Owen</u>
Title	<u>Exec Director of Finance</u>	<u>Director of Finance</u>	<u>District Treasurer</u>
E-mail address	<u>Kelly.Schlacks@fortbendisd.gov</u>	<u>Juan.Zamora@fortbendisd.gov</u>	<u>Suzanne.Owen@fortbendisd.gov</u>
Signature	_____	_____	_____

In accordance with Lone Star procedures, an Authorized Representative shall promptly notify Lone Star of any changes in who is serving as Authorized Representative.

In addition to the foregoing Authorized Representatives, each Investment Officer of Lone Star appointed by the Lone Star Board of Trustees from time to time is hereby designated as an Investment Officer of the Government Entity and, as such, shall have responsibility for investing the share of Lone Star assets representing local funds of the Government Entity.

PASSED AND APPROVED this 16 day of December, 2024.

By: _____ By: _____

Kristin Tassin

David Hamilton

Printed Name, Board President

Printed Name, Board Secretary

State of Texas, County of _____.

Before me, _____, on this day personally appeared _____, and _____
(name of notary) (name of President) (name of Clerk/Secretary)

known to me (or proved to me on the oath of _____) or through _____ to be the person(s)
(person providing oath) (identification item)

whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this _____ day of _____, 20_____.

(Personalized Seal)

Notary Public's Signature

If you have any questions, call the Lone Star Investment Pool at 800-758-3927 for assistance.

Please return the completed form to **customer.service@lonestarinvestmentpool.com** or fax **512-452-7842**.



Resolution Amending Authorized Representatives

Please complete this form to amend or designate Authorized Representatives. *This document supersedes all prior Authorized Representative forms.*

* Required Fields

1. Resolution

WHEREAS,

Fort Bend Independent School District

Participant Name*

Location Number*

("Participant") is a local government of the State of Texas and is empowered to delegate to a public funds investment pool the authority to invest funds and to act as custodian of investments purchased with local investment funds; and

WHEREAS, it is in the best interest of the Participant to invest local funds in investments that provide for the preservation and safety of principal, liquidity, and yield consistent with the Public Funds Investment Act; and

WHEREAS, the Texas Local Government Investment Pool ("TexPool / Texpool Prime"), a public funds investment pool, were created on behalf of entities whose investment objective in order of priority are preservation and safety of principal, liquidity, and yield consistent with the Public Funds Investment Act.

NOW THEREFORE, be it resolved as follows:

- A. That the individuals, whose signatures appear in this Resolution, are Authorized Representatives of the Participant and are each hereby authorized to transmit funds for investment in TexPool / TexPool Prime and are each further authorized to withdraw funds from time to time, to issue letters of instruction, and to take all other actions deemed necessary or appropriate for the investment of local funds.
- B. That an Authorized Representative of the Participant may be deleted by a written instrument signed by two remaining Authorized Representatives provided that the deleted Authorized Representative (1) is assigned job duties that no longer require access to the Participant's TexPool / TexPool Prime account or (2) is no longer employed by the Participant; and
- C. That the Participant may by Amending Resolution signed by the Participant add an Authorized Representative provided the additional Authorized Representative is an officer, employee, or agent of the Participant;

List the Authorized Representative(s) of the Participant. Any new individuals will be issued personal identification numbers to transact business with TexPool Participant Services.

1. Kelly Schlacks Executive Director of Finance

Name

Title

2 8 1 6 3 4 1 1 6 4

2 8 1 6 3 4 1 7 0 6

kelly.schlacks@fortbendisd.gov

Phone

Fax

Email

Signature

2. Juan Zamora Director of Finance

Name

Title

2 8 1 6 3 4 1 0 4 9

2 8 1 6 3 4 1 7 0 6

juan.zamora@fortbendisd.gov

Phone

Fax

Email

Signature

3. Suzanne K. Owen District Treasurer

Name

Title

2 8 1 6 3 4 1 1 7 6

2 8 1 3 2 7 1 1 7 6

suzanne.owen@fortbendisd.gov

Phone

Fax

Email

Signature



AMENDING RESOLUTION

WHEREAS, _____

(the "Government Entity") by authority of the Application for Participation in TexSTAR (the "Application") has entered into an Interlocal Agreement (the "Agreement") and has become a participant in the public funds investment pool created there under known as TexSTAR Short Term Asset Reserve Fund ("TexSTAR");

WHEREAS, the Application designated on one or more "Authorized Representatives" within the meaning of the Agreement;

WHEREAS, the Government Entity now wishes to update and designate the following persons as the "Authorized Representatives" within the meaning of the Agreement;

NOW, THEREFORE, BE IT RESOLVED:

SECTION 1. The following officers, officials or employees of the Government Entity specified in this document are hereby designated as "Authorized Representatives" within the meaning of the Agreement, with full power and authority to open accounts, to deposit and withdraw funds, to agree to the terms for use of the website for online transactions, to designate other authorized representatives, and to take all other action required or permitted by Government Entity under the Agreement created by the application, all in the name and on behalf of the Government Entity.

SECTION 2. This document supersedes and replaces the Government Entity's previous designation of officers, officials or employees of the Government Entity as Authorized Representatives under the Agreement

SECTION 3. This resolution will continue in full force and effect until amended or revoked by Government Entity and written notice of the amendment or revocation is delivered to the TEXSTAR Board.

SECTION 4. Terms used in this resolution have the meanings given to them by the Application.

Authorized Representatives. Each of the following Participant officials is designated as Participant's Authorized Representative authorized to give notices and instructions to the Board in accordance with the Agreement, the Bylaws, the Investment Policy, and the Operating Procedures:

- 1. Name: _____ Title: _____
 Signature: _____ Phone: _____
 Email: _____
- 2. Name: _____ Title: _____
 Signature: _____ Phone: _____
 Email: _____
- 3. Name: _____ Title: _____
 Signature: _____ Phone: _____
 Email: _____
- 4. Name: _____ Title: _____
 Signature: _____ Phone: _____
 Email: _____

{REQUIRED} PRIMARY CONTACT: List the name of the Authorized Representative **listed above** that will be designated as the Primary Contact and will receive all TexSTAR correspondence including transaction confirmations and monthly statements

Name: _____

{OPTIONAL} INQUIRY ONLY CONTACT: In addition, the following additional Participant representative (**not listed above**) is designated as an ***Inquiry Only*** Representative authorized to obtain account information:

Name: _____ Title: _____
 Signature: _____ Phone: _____
 Email: _____

Participant may designate other authorized representatives by written instrument signed by an existing Participant Authorized Representative or Participant's chief executive officer.

DATED _____

 (NAME OF PARTICIPANT)

SIGNED BY: _____
 (Signature of official)

 (Printed name and title)

ATTESTED BY: _____
 (Signature of official)

 (Printed name and title)

REQUIRED
PLACE OFFICIAL SEAL OF ENTITY HERE

FOR INTERNAL USE ONLY
 APPROVED AND ACCEPTED: TEXAS SHORT TERM ASSET RESERVE FUND

 AUTHORIZED SIGNER

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: 1st
Quarter Financials
References: Board Policy CE (Legal)
Board Policy CFA
(Business and Finance)
Department: Executive Leadership Team

Recommendation

Consideration and approval of the first quarter 2024-25 Financial Report.

Summary

Staff will provide the first quarter 2024-25 financial update. Information included in the financials consists of the results of operations for the General Fund, Child Nutrition Fund, Debt Service Fund, Capital Project Funds, Internal Service Funds and Extended Learning, and the Facility Program as of September 30, 2024. Also included are the following: an updated investment report, summary of grant expenditures, budget amendment report, and a report on General Fund, Child Nutrition and Debt Service Fund cash flow.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Financial Officer

FBISD

Financial Report 1st Qtr 2024-25



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Lead
THE PAC

1st Qtr 2024-25 Financial Report

Notes to Financial Report

Student Enrollment & GOF Update

• Enrollment trends: 2024-25 budgeted enrollment	80,572
September 30, 2024 enrollment	<u>79,615</u>
Variance	(957)

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General Fund

- A budget amendment will be recommended in November to increase budgets for purchase orders rolled over from fiscal year 2024. Fund balance will cover these items since they were encumbered in the prior year.

1st Qtr 2024-25 Financial Report

Notes to Financial Report

General Fund (continued)

Hurricane Beryl Impact

- The district will have unexpected expenses associated with damage caused by Hurricane Beryl. The district anticipates costs associated with the hurricane of approximately \$6.5 million. The district is working with the property insurer in addition to FEMA for possibly reimbursement.
- District administration will bring a budget amendment to the board in a future meeting, after receiving information from both our property insurer and FEMA on how much the district can expect in reimbursement.

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1st Qtr 2024-25 Financial Report

Notes to Financial Report

Debt Funds

- There is no Commercial Paper outstanding balance as of September 30, 2024.

Internal Service Funds

- Health claims in the month of September slowed significantly from the prior two months which had claims of \$7.4 and \$6.8 million compared to this month's claim expense of \$5.7 million.
- District administration will bring a budget amendment to the board in a future meeting, after further evaluation of the financial position of the Health Fund.

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Fort Bend ISD

General Fund

Budget Transfers

September 30, 2024

	Original Budget	Board Amendments	Transfers	Donations	Interfunction Transfers	Grand Total
11 - Instruction	488,520,122	-	-	8,998	(2,555,714)	485,973,407
12 - Instructional Resources Media	8,958,015	-	(0)	-	(433,414)	8,524,601
13 - Curriculum Development	17,757,593	-	-	-	(386,749)	17,370,844
21 - Instructional Leadership	18,690,462	-	-	-	250,227	18,940,688
23 - School Leadership	49,183,858	-	-	-	18,550	49,202,407
31 - Guidance Counseling Evaluation	39,402,657	-	-	-	2,011,965	41,414,622
32 - Social Work Services	2,782,239	-	-	-	18,946	2,801,185
33 - Health Services	9,609,825	-	-	1,222	60,211	9,671,258
34 - Student Transportation	27,849,712	-	-	-	(190,440)	27,659,272
35 - Food Services	50,000	-	-	-	-	50,000
36 - Co Curricular Extracurricular	16,592,160	-	-	-	610	16,592,771
41 - General Administration	19,795,256	-	-	-	1,093,656	20,888,912
51 - Plant, Maintenance & Operation	82,902,162	-	-	-	444,343	83,346,504
52 - Security And Monitoring	13,591,624	-	-	-	328,376	13,919,999
53 - Data Processing	20,701,924	-	-	-	(3,183,693)	17,518,231
61 - Community Services	809,596	-	-	-	(42,413)	767,183
71 - Debt Service	4,495,103	-	-	-	2,204,119	6,699,222
93 - Payment To Member/Ssa	460,000	-	-	-	71,100	531,100
99 - Other Governmental Charge	6,435,000	-	-	-	290,320	6,725,320
Grand Total	828,587,306	-	(0)	10,220	0	828,597,527

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The District’s Financial Policies allow for interfunction transfers to be processed by staff. The Board asked for information to be included with the monthly financial report outlining any interfunction transfers that occur. The interfunction transfers processed to date ensure that expenditures are categorized in the most appropriate function for reporting to TEA. The table above illustrates all changes to the adopted budget, including donations received, inter-function transfers that have been processed, and amendments approved by the Board.

FORT BEND ISD
GENERAL OPERATING FUND
Interim Statement of Revenues and Expenditures
September 30, 2024

Current Year, YTD
July 2024 - September 2024

Prior Year, YTD
July 2023 - September 2023

		Current Year, YTD July 2024 - September 2024				Prior Year, YTD July 2023 - September 2023			
		Adjusted Budget	Actual	Remaining Budget	Percentage Recognized/ Expended	Adjusted Budget	Actual	Percentage Recognized/ Expended	
REVENUE									
57xx	Local revenue	\$ 411,852,154	\$ 3,263,850	\$ 408,588,305	1%	\$ 391,033,232	\$ 4,730,679	1%	
58xx	State program revenues	405,969,954	80,490,359	325,479,595	20%	408,737,819	81,054,032	20%	
59xx	Federal program revenues	9,200,000	849,726	8,350,274	9%	8,661,733	761,100	9%	
	Total Revenue	827,022,109	84,603,935	742,418,174	10%	808,432,784	86,545,810	11%	
EXPENDITURES BY FUNCTION									
	Instruction	485,973,407	66,622,177	419,351,230	14%	466,112,621	48,204,982	10%	
	Instructional resources media	8,524,601	1,251,811	7,272,790	15%	7,730,083	852,810	11%	
	Curriculum development	17,370,844	3,028,733	14,342,111	17%	16,141,118	2,225,996	14%	
	Instructional leadership	18,940,688	4,218,446	14,722,242	22%	19,081,685	4,250,436	22%	
	School leadership	49,202,407	10,788,657	38,413,750	22%	51,870,354	10,407,084	20%	
	Guidance counseling evaluation	41,414,622	6,949,558	34,465,064	17%	42,278,057	5,854,497	14%	
	Social work services	2,801,185	493,423	2,307,762	18%	2,921,936	768,842	26%	
	Health services	9,671,258	1,441,449	8,229,809	15%	9,607,275	972,187	10%	
	Student transportation	27,659,272	4,343,187	23,316,085	16%	27,021,757	4,574,555	17%	
	Food services	50,000	36,675	13,325	73%	75,000	36,329	48%	
	Co curricular extracurricular	17,082,771	3,165,715	13,917,056	19%	18,908,161	2,763,977	15%	
	General administration	20,888,912	4,542,816	16,346,095	22%	20,125,586	4,893,883	24%	
	Plant, maintenance & operation	82,856,504	24,367,675	58,488,830	29%	83,205,724	23,654,143	28%	
	Security and monitoring	13,919,999	2,930,404	10,989,596	21%	13,246,692	2,320,869	18%	
	Data processing	17,518,231	4,567,077	12,951,154	26%	17,106,352	5,467,377	32%	
	Community Services	767,183	392,677	374,506	51%	852,687	302,314	35%	
	Debt Service	6,699,222	2,187,055	4,512,167	33%	5,996,500	2,478,459	41%	
	Payment to member/ssa	531,100	79,100	452,000	15%	517,190	76,275	15%	
	Other governmental charge	6,725,320	1,484,054	5,241,267	22%	6,417,962	1,046,410	16%	
		828,597,527	142,890,689	685,706,838	17%	809,216,740	121,151,424	15%	
	Excess (Deficiency) of Revenues Over (Under) Expenditures	(1,575,418)	(58,286,754)			(783,956)	(34,605,614)		
7xxx	Other financing sources	2,500,000	108,247	2,391,753	4%	2,684,158	35,599	1%	
8xxx	(Other financing uses)	-	-	-		(2,087,000)	(500,000)	24%	
	Net Change	924,582	(58,178,507)			(186,798)	(35,070,016)		

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FUND BALANCE-6/30/24 adjusted	
Nonspendable (inventories & prepaids)	1,334,706
Committed	63,800,000
Assigned (purchase orders rolled into FY25)	4,841,266
Unassigned	142,134,835
Total Fund Balance-does not include FY24 net change	212,110,807

FORT BEND ISD
GENERAL OPERATING FUND
Interim Statement of Revenues and Expenditures
September 30, 2024

Current Year, YTD
July 2024 - September 2024

Prior Year, YTD
July 2023 - September 2023

EXPENDITURES BY MAJOR OBJECT

	Current Year, YTD July 2024 - September 2024				Prior Year, YTD July 2023 - September 2023		
	Adjusted Budget	Actual	Remaining Budget	Percentage Recognized/ Expended	Adjusted Budget	Actual	Percentage Recognized/ Expended
61xx Payroll Costs	721,584,971	110,771,962	610,813,009	15%	702,398,582	87,556,395	12%
62xx Purchased and contracted services	56,502,892	15,084,401	41,418,491	27%	56,245,859	14,313,849	25%
63xx Supplies and Materials	34,463,223	5,996,921	28,466,302	17%	28,538,643	7,636,470	27%
64xx Other operating expenditures	9,142,391	8,821,231	321,160	96%	15,357,224	9,100,379	59%
65xx Debt service	6,699,222	2,187,055	4,512,167	33%	5,996,500	2,435,654	41%
66xx Capital Outlay	204,828	29,118	175,709	14%	679,933	108,677	16%
Total Expenditures	828,597,527	142,890,689	685,706,838	17%	809,216,740	121,151,424	15%

FORT BEND ISD
National School Breakfast and Lunch Program
Interim Statement of Revenues and Expenditures
September 30, 2024

Current Year, YTD
July 2024 - September 2024

Prior Year, YTD
July 2023 - September 2023

	Adjusted Budget	Actual	Remaining Budget	Percentage Recognized/ Expended	Adjusted Budget	Actual	Percentage Recognized/ Expended
REVENUE							
57xx Local revenue	\$ 11,611,000	\$ 2,711,045	\$ 8,899,955	23%	\$ 12,295,000	\$ 2,552,459	21%
58xx State program revenues	195,000	22,508	172,492	12%	197,000	14,450	7%
59xx Federal program revenues	32,610,000	5,812,026	26,797,975	18%	31,202,509	6,235,555	20%
Total Revenue	44,416,000	8,545,578	35,870,422	19%	43,694,509	8,802,464	20%
EXPENDITURES BY FUNCTION							
Food services	57,317,557	9,692,917	47,624,640	17%	52,886,485	6,978,162	13%
Plant, maintenance & operation	647,500	28,359	619,141	4%	632,500	34,101	5%
	57,965,057	9,721,276	48,243,781	17%	53,518,985	7,012,263	13%
Excess (Deficiency) of Revenues Over (Under) Expenditures	(13,549,057)	(1,175,698)			(9,824,476)	1,790,201	
Net Change	<u>(13,549,057)</u>	<u>(1,175,698)</u>			<u>(9,824,476)</u>	<u>1,790,201</u>	
Fund Balance - Beginning 06/30/2024		28,236,669					
Fund Balance - Ending 09/30/2024		<u>27,060,971</u>					
EXPENDITURES BY MAJOR OBJECT							
61xx Payroll Costs	18,438,257	2,724,242	15,714,015	15%	18,479,677	1,940,877	11%
62xx Purchased and contracted services	4,649,800	28,319	4,621,481	1%	3,190,799	49,874	2%
63xx Supplies and Materials	23,721,000	4,882,384	18,838,616	21%	23,049,509	4,750,929	21%
64xx Other operating expenditures	56,000	17,729	38,271	32%	49,000	13,159	27%
66xx Capital Outlay	11,100,000	2,068,602	9,031,398	19%	8,750,000	257,423	3%
Total Expenditures	57,965,057	9,721,276	48,243,781	17%	53,518,985	7,012,263	13%

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**FORT BEND ISD
DEBT SERVICE FUNDS**

Interim Statement of Revenues and Expenditures
September 30, 2024

	Current Year, YTD July 2024 - September 2024				Prior Year, YTD July 2023 - September 2023		
	Adjusted Budget	Actual	Remaining Budget	Percentage Recognized/ Expended	Adjusted Budget	Actual	Percentage Recognized/ Expended
REVENUE							
57xx Local revenue	\$ 155,384,026	\$ 1,154,584	\$ 154,229,442	1%	\$ 146,362,082	\$ 1,399,441	1%
58xx State program revenues	16,886,768	3,476,763	13,410,005	21%	19,326,050	3,360,450	17%
Total Revenue	172,270,794	4,631,347	167,639,447	3%	165,688,132	4,759,891	3%
EXPENDITURES BY FUNCTION							
Debt Service	164,585,368	120,035,575	44,549,793	73%	137,857,481	91,649,066	66%
Excess (Deficiency) of Revenues Over (Under) Expenditures	7,685,426	(115,404,228)			27,830,651	(86,889,175)	
7xxx Other financing sources	-	-	-		318,962,475	90,025,000	28%
8xxx (Other financing uses)	-	-	-		(329,107,906)	(99,935,000)	30%
Net Change	7,685,426	(115,404,228)			17,685,220	(96,799,175)	
Fund Balance - Beginning 06/30/24		160,161,384					
Fund Balance - Ending 09/30/24		\$ 44,757,156					

FORT BEND ISD

SPECIAL REVENUE FUNDS

Interim Statement of Revenues and Expenditures

September 30, 2024

** Includes Indirect Costs

Special Revenue Fund	Fund Number	Begin Date	End Date	Total Award	Jul 2021-Sep-2024 Actual	Remaining Budget
ESEA, Title I, Part A - Improving Basic Programs 2023-2024	211	07/01/23	09/30/24	\$ 16,866,551	\$ 14,561,747	\$ 2,304,804
ESEA, Title I, Part A - Improving Basic Programs 2024-2025	211	07/01/24	09/30/25	14,933,779		14,933,779
Title I 1003 School Improvement Grant-2023-2024	211	02/02/24	09/30/24	68,359	34,919	33,440
Title I, 1003 ESF Focused Support Grant	211	07/01/24	09/30/25	300,000		300,000
IDEA - Part B, Formula 2023-2024	224	07/01/23	09/30/24	18,579,305	14,481,242	4,098,063
IDEA - Part B, Formula 2024-2025	224	07/01/24	09/30/25	13,749,663	321,396	13,428,267
IDEA - Part B, Preschool 2023-2024	225	07/01/23	09/30/24	218,300	140,585	77,715
IDEA - Part B, Preschool 2024-2025	225	07/01/24	09/30/25	163,270		163,270
Perkins V: Strengthening Career and Tech Education-2024-2025	244	07/01/24	08/15/25	686,112	40,778	645,334
ESEA, Title II, Part A - Supporting Effective Instruction 2023-2024	255	07/01/23	09/30/24	3,694,584	1,958,326	1,736,258
ESEA, Title II, Part A - Supporting Effective Instruction 2024-2025	255	07/01/24	09/30/25	2,169,556		2,169,556
National Board Candidacy Cohort Grant 2024-2025	255	08/01/24	08/31/25	50,000		50,000
Title III, Part A - ELA 2023-2024	263	07/01/23	09/30/24	1,777,686	1,285,024	492,662
Title III, Part A - ELA 2024-2025	263	07/01/24	09/30/25	1,514,775		1,514,775
Title III Part A Immigrant 2024-2025	263	07/01/24	09/30/25	172,287		172,287
ARP Homeless I-TEHCY Supplemental Grant 2022-2024	278	02/14/22	09/30/24	226,160	225,194	966
TCLAS-ESSER III	279	11/05/21	09/30/24	614,000	427,134	186,866
ARP Homeless II	280	04/08/22	09/30/24	544,341	540,226	4,115
ARP ESSER III	282	07/27/21	09/30/24	94,750,108	94,750,108	-
Campus Victim Assist 2023-2024	288	10/01/23	09/30/24	435,400	258,361	177,039
Title IV, Part A 2023-2024	289	07/01/23	09/30/24	1,769,203	1,276,267	492,936
Title IV, Part A 2024-2025	289	07/01/24	09/30/25	1,050,734		1,050,734
Sped Capacity Con Serv Reg 10	289	07/24/24	09/30/25	180,673		180,673
Shared Services Arrangement						
IDEA - Part B, Discretionary Deaf 2023-2024	315	07/01/23	09/30/24	217,826	185,158	32,668
IDEA - Part B, Discretionary Deaf 2023-2024	315	07/01/24	09/30/25	180,693		180,693
IDEA - Part C, Early Intervention Deaf	340	09/01/24	08/31/25	7,371		7,371

FORT BEND ISD

SPECIAL REVENUE FUNDS

Interim Statement of Revenues and Expenditures

September 30, 2024

** Includes Indirect Costs

Special Revenue Fund	Fund Number	Begin Date	End Date	Total Award	Jul 2021-Sep-2024 Actual	Remaining Budget
Instructional Materials Allotment	410	07/01/22		13,573,651	8,477,347	5,096,304
Law Enforcement Officer Standards and Education	427	07/01/22		8,908		8,908
Region 4 Teacher Pipeline Incentive Grant	427	07/01/24	06/30/25	80,000		80,000
TCLAS-GR	429	11/05/21	09/30/24	150,000	61,737	88,263
School Safety Standards	429	07/27/23	04/30/25	3,216,079		3,216,079
Safe Cycle 2	429	05/09/24	08/31/25	2,662,989		2,662,989
Safety and Facilities Enhancement (Safe) -2023-2025	429	12/01/23	07/31/25	7,811,859	324,963	7,486,896
Shared Services Arrangement Regional Day School for the Deaf	435	09/01/24	08/31/25	2,476,575	668,515	1,808,060
Fort Bend Education Foundation	492	04/30/24	06/30/25	662,008	449,853	212,155
Catch Global Foundation Grant 2024	493	03/01/24	02/28/25	5,000	5,000	-
				<u>\$ 205,567,805</u>	<u>\$ 140,473,880</u>	<u>\$ 65,093,925</u>

FORT BEND ISD
CAPITAL PROJECTS FUNDS
Interim Statement of Revenues and Expenditures
September 30, 2024

		<u>Current Year, YTD</u> <u>July 2024 - September 2024</u>	<u>Prior Year, YTD</u> <u>July 2023 - September 2023</u>
		Actual	Actual
REVENUE			
57xx	Local revenue	\$ 1,679,961	\$ 275,525
	Total Revenue	<u>1,679,961</u>	<u>275,525</u>
EXPENDITURES BY FUNCTION			
	Instruction	6,877,788	418,832
	Instructional resources media	15,705	-
	Student transportation	1,378,246	-
	Co curricular extracurricular	199,966	21,000
	Plant, maintenance & operation	168,190	3,792,035
	Security and monitoring	983,594	185,558
	Data processing	6,662,093	56,458
	Facilities acquisition	<u>16,052,635</u>	<u>13,527,282</u>
		32,338,217	18,001,165
	Excess (Deficiency) of Revenues		
	Over (Under) Expenditures	(30,658,256)	(17,725,640)
7xxx	Other financing sources	<u>-</u>	<u>97,729</u>
	Net Change	<u>(30,658,256)</u>	<u>(17,627,911)</u>
	Fund Balance - Beginning 06/30/2024	124,138,931	
	Fund Balance - Ending 09/30/2024	<u>\$ 93,480,675</u>	

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<u>Recap of Fund Balance</u>	<u>Fund Balance</u>	<u>Contingency</u> <u>(Included in</u> <u>Fund Balance)</u>
2014 Bond Remaining Projects	(127,673)	10,626,676 (a)
2018 Bond Remaining Projects	(931,679)	4,182,072 (b)
2023 Bond Remaining Projects	<u>94,540,028</u>	<u>1,210,825</u> (c)
	<u>\$ 93,480,675</u>	<u>\$ 14,808,748</u>

- (a) The 2014 Bonds have unissued debt of \$13,250,000 therefore not reflected in the balance reported.
(b) The 2018 Bonds have unissued debt of \$55,730,000 and therefore not reflected in the balance reported.
(c) The 2023 Bonds have contingency of \$1,076,200, but debt has not been issued yet and therefore not reflected in the balance reported.

FORT BEND ISD - BOND FUNDS
Interim Statement of Budget and Expenses
September 30, 2024

2014 BOND FUND:	Original Budget	Bond Proceeds	Encumbrances	Expenses	Unspent Proceeds	Status & Comments	Est Compl Date
James Reese Career & Tech Center	59,388,188	66,342,004	82,473	65,240,096	1,019,435	Close out in process; JOC installing heat detector early October	TBD
Safety & Security - Security Cameras							
SUPPORT AREAS - Cameras	7,190,815	1,332,901	15,687	1,306,435	10,778	Installation in progress of 200 interior cameras; additional 200 received.	TBD
INFRASTRUCTURE - Cameras	4,617,951	7,236,407	88,161	6,934,855	213,391		TBD
Unallocated Funds	-	10,627,676	-	-	10,627,676 (a)		N/A
2014 Interest Earned - Contingency	-	12,103	-	-	12,103 (b)	Interest earned on bond proceed investments	N/A
Washers & Dryers	-	347,900	-	332,925	14,975	Reviewing campuses to determine need	
Chiller Drive Replacements	-	1,440,000	486,500	708,000	245,500	Neill slated for November	
Network UPS Refresh Project	-	700,000	25,539	656,325	18,136	Working on close-out.	Dec-22
Replace & Upgrade Network Components	-	488,997	2,134	483,759	3,104	Working on close-out.	Dec-22
UCS Server Refresh	-	1,337,480	139,910	1,190,498	7,073	Planning in progress	
Portable Building Relocations 2021-2022	-	5,267,380	38,419	5,222,362	6,599	RTMS lease ongoing	
Fine Arts Instruments	-	130,000	-	85,322	44,678		
Security Camera Replacement	-	400,000	534	399,466	(0)	Close out in process	
Completed Projects	412,803,047	373,659,133	-	373,659,133	-		
2014 BOND TOTAL:	484,000,001	490,716,637	879,356	477,613,834	12,223,448		

Expenses encumbered but debt not issued: 0 Funding by Unissued Debt

CONTINGENCY CURRENTLY AVAILABLE:

Contingency Unallocated	10,627,676
Bond Interest Income	12,103
TOTAL	10,639,778

UNISSUED DEBT

Note: Currently there is \$13,250,000 of unissued bond proceeds

CONTINGENCY CURRENTLY AVAILABLE:	
(a) 2014 Bond Contingency Unallocated	\$ 10,627,676
(b) 2014 Bond Interest Income	12,103
	\$ 10,639,778

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FORT BEND ISD - BOND FUNDS
Interim Statement of Budget and Expenses
September 30, 2024

2018 BOND FUND:	Proj	Original Budget	Bond Proceeds	Encumbrances	Expenses	Unspent Proceeds	Status & Comments	Est Compl Date
<u>NEW CONSTRUCTION:</u>								
Bhuchar ES (#53) - Riverstone (#160) PKG009	0002011	45,751,823	40,751,823	231,026	40,287,519	233,279	Original scope Substantially Complete; additional scope in progress	TBD
MS #16 - Design (#056) PKG049	0002012	10,167,072	6,667,072	127,477	5,797,869	741,725	100% Construction Documents complete	TBD
Crawford HS (#12) - High School (#018) PKG050	0002013	180,973,879	175,473,879	3,525,317	168,504,531	3,444,030	Close-out nearing completion	TBD
CHS - Field House PKG035.2	0002896	-	15,653,649	580,705	14,160,935	912,009	Demolition of existing FH complete; close-outs in progress	TBD
Ferguson ES (#54) - Sienna South (#162)	0002898	-	39,749,237	378,861	38,200,621	1,169,755	Close-out in progress	TBD
<u>CAMPUS REBUILD</u>								
Lakeview ES Rebuild PKG006	0002006	33,903,645	33,262,239	73,044	32,554,066	635,128	Close-out scheduled November 2024	TBD
Meadows ES Rebuild PKG004	0002007	32,182,322	29,952,322	356,374	29,278,572	317,377	Submitting LEED Certification Novemberr 2024	TBD
<u>CLASSROOM ADDITIONS</u>								
CVME - Classroom Additions PKG005	0002015	7,745,619	5,245,619	9,738	5,033,689	202,192	Construction substantially complete; close-out in process	TBD
Completed Projects		6,894,965	5,628,231	-	5,628,231	-		TBD
<u>PKG002.1 DISTRICT WIDE MDF/IDF UPGRADES</u>								
DSTW - MDF/IDF Upgrades PKG1	0002004	4,673,558	3,683,219	-	3,683,219	-	Financial aspect of project to remain open until PKG002.2 closes	TBD
<u>PKG002.2 DISTRICT WIDE MDF/IDF UPGRADES</u>								
DSTW - MDF/IDF Upgrades PKG2	0002025	19,626,442	14,210,245	308,353	13,760,376	141,516	Close-out in process	
<u>DEFECIENCIES & LIFE CYCLE</u>								
<u>PKG052 EXTERIOR LED LIGHTING UPGRADES</u>								
			4,759,790	1,262,774	2,873,890	623,126	Original scope Substantially complete; additional scope in progress	
<u>PKG053 PHS PARKING LOT REPLACEMENT</u>								
PHS - Parking Lot Replacement	0002900	-	1,071,915	381	816,863	254,671	Construction substantially complete; close-out in process	341
<u>PKG055 APE DRAINAGE IMPROVEMENTS</u>								
APE - Drainage Improvements	0002901	-	966,000	344,390	539,796	81,814	Construction in progress, PKG Substantial Completion scheduled for October 2024	
<u>PKG056 SECURITY FENCING</u>								
		-	4,414,540	252,166	2,512,794	1,649,580	Construction in progress, PKG Substantial Completion scheduled for November 2024	
<u>PKG057 BPE INTERIOR RENOVATIONS</u>								
BPE - Interior Renovations	0002902	-	7,556,565	194,251	6,961,361	400,953	Close-out in progress	
<u>PKG058 HHS CENTRAL PLANT</u>								
HHS - Central Plant	0002945	-	1,400,000	-	1,291,506	108,494	Construction substantially complete; close-out in process	
<u>PKG059 FCMS WATER LINE REPLACEMENT</u>								
FCMS - Water Line Replacement	0002946	-	600,000	30,625	530,436	38,939	Construction substantially complete; close-out in process	
<u>PKG060 LOMS PNEUMATIC CONTROLS</u>								
LOMS -Pneumatic Controls	0002948	-	810,000	56,139	607,690	146,170	Construction Substantially Complete; close-out in process	
<u>PKG061 TRIPLEX EOC HVAC</u>								
Triplex - EOC HVAC	0002952	-	-	-	-	-	Financial close-out in process	
<u>PKG010 FINE ARTS</u>								
		65,279,077	67,252,077	26,513	64,852,459	2,373,105	Construction Substantially Complete; close-out in process	
<u>PKG011 EXTENDED DAY SUITE & SPED</u>								
		12,084,364	7,884,364	39,408	7,689,536	155,420	Construction Substantially Complete; close-out in process	
<u>PKG013 KITCHEN RENOVATIONS</u>								
		16,869,946	17,339,946	-	17,282,474	57,472	Construction Substantially Complete; close-out in process	
<u>PKG016 NEW AG FACILITY</u>								
DAVIS AG - Renovation	0002101	3,654,850	3,727,541	103,710	3,571,455	52,376	Construction Substantially Complete; close-out in process	
<u>PKG017 DRINKING FOUNTAINS</u>								
		288,967	948,721	-	948,721	-	Close-out in process	
<u>PKG019 EXTERIOR ENVELOPE</u>								
		14,338,449	11,238,449	272,061	10,102,509	863,879	Original scope Substantially complete; additional scope on hold	
<u>PKG021 TURF & ATHLETICIS</u>								
		41,667,458	41,754,408	650,656	40,854,771	248,981	Construction in progress; Substantial Completion scheduled for October 2024	
<u>PKG022 FF&E PACKAGE</u>								
		15,203,651	15,203,140	184,953	12,614,078	2,404,109	Furniture Phases 1, 2, and 3 installed. Phase 4 to be installed in 2024	
<u>PKG023 HVAC CONTROLS</u>								
		4,868,203	4,868,203	18,825	4,823,399	25,979	Construction Substantially Complete; close-out in process	
<u>PKG024 WATER HEATERS/BOILERS</u>								
		3,473,761	4,245,547	680	3,957,345	287,522	Construction Substantially Complete; close-out in process	
<u>PKG025 SITE WORK</u>								
		7,222,466	7,222,466	227,601	6,839,516	155,349	Construction Substantially Complete; close-out in process	

FORT BEND ISD - BOND FUNDS
Interim Statement of Budget and Expenses
September 30, 2024

2018 BOND FUND:	Proj	Original Budget	Bond Proceeds	Encumbrances	Expenses	Unspent Proceeds	Status & Comments	Est Compl Date
PKG026 ROOFING		18,671,852	17,757,275	-	17,757,275	-	Close-out in process	
PKG027 ROOFING PACKAGE		33,342,268	27,015,327	6,549	25,194,318	1,814,460	Construction Substantially Complete; close-out in process	
PKG028 ROOFING PACKAGE		25,108,092	23,708,092	306,355	23,263,588	138,150	Construction Substantially Complete; close-out in process	
PKG030 FIRE SPRINKLERS		7,788,823	6,288,823	145,814	5,608,353	534,657	Construction Substantially Complete; close-out in process	
PKG031 MULTICAMPUS RENOVATIONS		1,727,660	2,201,244	3,595	2,197,064	585	Construction Substantially Complete; close-out in process	
PKG034 SITE SIGNAGE		1,391,759	1,046,448	-	1,046,448	-	Close-out in progress	
PKG035 STRUCTURAL REPAIR		6,245,602	4,791,953	12,032	4,711,799	68,122	Construction Substantially Complete; close-out in process	
PKG036 FIRE ALARMS		3,350,550	4,740,550	91,940	4,302,130	346,480	Construction Substantially Complete; close-out in process	
PKG042 HVAC/MEP PACKAGE #A1		8,638,871	8,638,871	-	8,478,833	160,038	Construction Substantially Complete; close-out in process	
PKG043 HVAC/MEP PACKAGE #A2		11,024,480	8,981,407	-	8,981,407	-	Close-out in process	
PKG044 HVAC/MEP PACKAGE #A3		9,160,052	9,160,052	276,502	8,545,103	338,447	Original scope Substantially complete; additional scope in progress; SC December 2024	
PKG045 HVAC/MEP PACKAGE #A4		6,123,183	6,173,183	403,450	5,624,801	144,932	Original scope Substantially complete; additional scope in progress	
PKG046 HVAC/MEP PACKAGE #A5, #A6		11,646,227	12,896,227	1,325,173	11,028,593	542,461	Original scope Substantially complete; additional scope in progress	
PKG099 DISTRICT WIDE		320,518,389	278,314,348	6,797,726	260,478,293	11,038,329		
SPED Camera Project	0002009	1,250,000	1,250,000	77,869	1,156,923	15,208		
Security Camera Storage	0002811	2,625,000	2,500,000	2,287,313	-	212,687		342
ID Badges	0002813	3,000,000	3,000,000	88,320	1,280,728	1,630,952	Rollled out to campuses	
Buses & Other Vehicles	0002816	8,837,500	8,409,534	821,634	6,783,957	803,942	Buses ordered, expect some in November	
DSTW - White Fleet	0002817	1,721,500	2,149,466.33	7	2,003,531.63	145,928		Fall-23
Computer Lab/Library Devices	0002016	10,000,000	9,252,389	2,700	9,249,689	-	Close-out	
Classroom A/V Refresh	0002017	29,100,000	29,347,611	272,587	28,519,761	555,264	Original scope completed, projector decomm completed. Working on additional instructional spaces now	
K-12 Student Devices	0002018	37,600,000	44,038,190	1,442,121	41,494,437	1,101,631	Next phase of refresh (ES Student devices) will complete this project	Summer 202!
Lending Library Devices	0002019	14,500,000	3,228,807	12,767	3,216,040	-	Close-out	-
Printers	0002020	2,200,000	3,133,004	53,162	3,052,121	27,721	Holding for additional purchase	-
Data Center Systems	0002022	3,620,000	1,630,755	-	1,630,755	-	Close-out	
Data Center Instr Systems	0002023	3,600,000	2,709,740	706,092	1,903,825	99,824	Planning in progress	
Teacher Devices	0002026	7,700,000	8,101,367	-	8,101,367	-	Close-out	
Support Staff Devices	0002027	3,600,000	4,896,170	65,349	4,362,763	468,059	Laptops for Aides will complete this project	Fall 2024
Network Instr SW & HW	0002028	310,000	133,289	-	133,289	-	Close-out	
Network Instr Services	0002029	180,000	296,241	-	296,241	-	Close-out	
Phone Lifecycle Refresh	0002030	1,500,000	1,845,917	2,105	1,838,567	5,245	Holding for additional purchase	
Broadcast System	0002031	1,700,000	1,418,608	-	1,374,180	44,428	Holding for additional purchase	
Non-Classroom A/V Refresh	0002032	2,010,000	5,977,016	245,249	5,161,503	570,264	Evaluating auditoriums not included in Bond 2023	
Land Purchases	0002818	19,689,120	22,129,120	49,449	22,060,647	19,024		
Police Radio Consoles	0002828		200,000	46,232	151,987	1,781	Deployment in progress	
Network Infrastructure Refresh	0002950		3,282,404	567,945	2,712,922	1,537	Holding for additional purchase	
Bond Program Contingency	0002819	5,019,364	4,182,072	-	-	4,182,072		
Interest Income Contingency	0002820		314,504	-	-	314,504		
T Bldg Relocate 2023-2024	0002953		3,519,422	56,824	2,639,844	822,754	Close-out ongoing	
MISC Projects	0002956		90,026	-	90,026	-		
TRANS LO - Ice Machine	0002959		11,557	-	11,557	-		
IT Service Management (ITSM) Tool	0002967		170,565	-	155,050	15,505		
Completed Projects		160,755,905	111,096,585	-	111,096,585	-		
CONTINGENCY PROJECTS:								
Portables 2022-2023	0002899		3,111,788	23,674	2,804,738	283,376	Close-out ongoing	
Security Camera Replacement	0002947		125,000	709	124,292	-		
Generator Refurbishment - Facilities	0002949		200,000	83,663	67,992	48,345		
WHS - Freezer Concrete Work	0002957		8,790	-	-	8,790		
Bond Survey	0002961		41,705	-	-	41,705		
Bond Marketing Consultant	0002962		49,500	-	49,500	-		
CTE - Cafeteria Table	0002963		30,530	-	-	30,530		
Elevator Knox Boxes	0002964		64,800	-	-	64,800		
PeopleSoft HCM Contracts	0002965		745,111	139,672	605,439	-	Project is underway and currently working on planning activities and design sessions	
T Bldg - Relocate 2024-2025	0002968		3,674,080	248,550	2,354,554	1,070,976	5 of 6 campuses substantially complete	
Skyward Omlativ Upgrade	0002969		670,000	463,669	16,791	189,540		
BBE - Chiller Replacement	0002970		206,771	-	-	206,771		

FORT BEND ISD - BOND FUNDS
 Interim Statement of Budget and Expenses
 September 30, 2024

	Proj	Original Budget	Bond Proceeds	Encumbrances	Expenses	Unspent Proceeds	Status & Comments	Est Compl Date
2018 BOND FUND:								
HRE - Chiller Replacement	0002971		241,500	-	-	241,500		
Completed Projects			1,367,741	-	1,367,741	-		
Total 2018 Bond		992,205,958	995,792,323	19,585,102	941,169,279	35,037,942		
INTEREST INCOME PROJECTS								
Total 2018 Bond - Interest Income		-	-	-	-	-		
2018 BOND TOTAL:		992,205,958	995,792,323	19,585,102	941,169,279	35,037,942		

FORT BEND ISD - BOND FUNDS
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2023 BOND FUND:	Proj	Original Budget	Bond Proceeds	Encumbrances	Expenses	Unspent Proceeds	Status & Comments	Est Compl Date
CAMPUS REBUILD								
BRIARGATE ELEM - Rebuild BP001	0004000	48,263,993	53,963,993	40,021,684	9,539,377	4,402,932	Grade beams installation complete, slab pour & steel erection ongoing	
MISSION BEND ELEM - Rebuild BP002	0004001	48,263,994	51,763,994	27,246,057	19,893,753	4,624,185	Foundation, underground MEP, structural steel & roofing complete; framing, fireproofing ongoing	
CHS - Rebuild BP003	0004002	237,025,533	237,025,533	19,383,464	3,260,220	214,381,849	Demolition of athletic fields to start October 2024; GC working on GMP # 2	
NEW CONSTRUCTION:								
FHE - ELEM #56 BP004	0004003	20,355,024	23,855,024	17,582,529	2,006,145	4,266,350	Demolition ongoing	
MS #16 - BP005	0004004	87,293,936	91,293,936	77,189,947	1,771,560	12,332,429	GC mobilized on site; earthwork activities & building excavation underway	
ELEM #55 - BP006	0004005	50,810,920	50,810,920	3,239,183	-	47,571,737	Pre-Design phase in progress	
Natorium III BP007 2023 Proposition C	0004553	22,900,000	22,900,000	-	-	22,900,000	Pre-Design phase in progress	
TRANS SE - Transportation Fac BP008	0004528	23,014,687	23,014,687	3,521,543	298,742	19,194,402	Project on hold; design efforts paused until further notice	
BP009 BPE Renovations								
BPE - Renovations	0004006	10,908,394	10,908,394	534,018	9,682,020	692,357	Close-out in progress	
BP10 Turf & Athletics								
		27,529,222	27,529,222	1,494,164	485,867	25,549,191	Schematic Design review in progress	
BP011 Athletic Renovations								
		10,308,301	10,308,301	335,680	425,536	9,547,085	Procurement phase in progress	
BP012 Athletic Renovations								
		27,759,125	27,759,125	1,499,115	356,376	25,903,634	Schematic design phase in progress	
BP013 Kitchen Renovations								
		23,125,091	23,125,091	1,514,370	1,268,874	20,341,847	Schematic design review in progress	
BP014 Kitchen Renovations								
		21,662,292	21,662,292	758,389	729,461	20,174,442	Procurement Phase in progress.	
BP015 Exterior Signage								
		466,830	466,830	-	-	466,830	Pre-Design phase in progress	
BP016 FF&E Package								
		20,250,105	20,250,105	305,710	6,021,667	13,922,728	Construction Phase in progress DE, DMS, DHS & HE; Pre-Design Phase @ other campuses	
BP017 Triplex Renovations								
TRIPLEX - Renovations	0004110	10,243,647	10,243,647	368,426	269,655	9,605,566	100% Construction Document in progress	
BP018 Flooring								
		8,130,881	8,130,881	623,060	1,687,138	5,820,683	Construction Phase 1-completed; SC reached 8/2024; Phase 2-summer of 2025	
BP019 Playgrounds & Outdoors								
		7,940,092	7,940,092	5,434,948	2,151,133	354,010	Construction Phase in progress. Project Substantial Completion scheduled January 2025	
BP020 Interior Renovations								
		18,616,702	18,616,702	566,268	658,194	17,392,240	Procurement phase in progress	
BP021 Renovations								
		10,963,489	10,963,489	307,996	433,777	10,221,716	Procurement phase in progress.	
BP022 Gym Renovations/Addition								
		16,094,910	16,094,910	1,000,286	-	15,094,624	Schematic Design phase in progress.	
BP023 CVME Foundation Repairs								
CVME - Foundation Repairs	0004163	9,032,022	9,032,022	-	-	9,032,022	Pre-Design phase in progress	
BP024 Façade Upgrade/Renovate								
		24,877,763	19,677,763	9,064,101	722,648	9,891,014	Construction in progress; SC scheduled 7/2025; RME & TWE on hold	
BP025 Trans Renovations								
		11,543,890	11,543,890	419,101	428,733	10,696,056	Procurement Phase in progress	
BP026 Misc Renovations								
		7,125,715	7,125,715	580,701	223,241	6,321,773	100% construction documents in progress; EGE, LGE & JSE on hold	
BP027 RR Renovations								
		15,218,272	15,218,272	467,786	688,386	14,062,100	Construction Phase in progress; SC scheduled for 4/2026	
BP028 Renovations								
DHS - Renovations	0004206	15,608,205	15,615,487	414,686	656,774	14,544,027	Procurement Phase in progress	
DMS - Renovations	0004207	4,184,651	4,177,369	112,500	169,017	3,895,852		
BP029 Renovations								
MHS - Renovations	0004208	27,699,094	27,699,094	815,170	978,065	25,905,859	Procurement Phase in progress	
BP030 Renovations								
WHS - Renovations	0004209	19,071,557	19,071,557	1,060,346	117,816	17,893,395	Schematic Design Phase in progress.	
BP031 Renovations								
BHS - Renovations	0004210	19,753,705	19,753,705	861,755	382,070	18,509,881	90% Construction Documents in progress	
BP032 Renovations								
HHS - Renovations	0004211	14,672,500	14,672,500	711,788	309,205	13,651,507	Design Development phase complete; JOC to replace chiller 9/2024; further design on hold	

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FORT BEND ISD - BOND FUNDS
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2023 BOND FUND:	Proj	Original Budget	Bond Proceeds	Encumbrances	Expenses	Unspent Proceeds	Status & Comments	Est Compl Date
<u>BP033 Fine Arts Renovations</u>		22,321,831	22,321,831	1,382,103	-	20,939,728	Pre-Design phase in progress	
<u>BP034 Roofing Pkg</u>		26,106,628	21,106,628	13,662,333	1,062,931	6,381,364	Construction in progress; SC scheduled 5/2026	
<u>BP035 Intercom System Pkg</u>		8,584,313	8,584,313	-	2,000	8,582,313	Pre-Design phase in progress	
<u>BP036 Sitework Pkg 1</u>		10,251,953	10,251,953	-	-	10,251,953	Pre-Design phase in progress	
<u>BP037 Sitework Pkg 2</u>		7,189,759	7,189,759	-	-	7,189,759	Schematic Design phase in progress	
<u>BP038 Sitework Pkg 3</u>		5,866,061	5,866,061	426,567	-	5,439,494	Schematic Design phase in progress	
<u>BP039 HVAC/MEP East Zone 1</u>		9,612,985	9,612,985	374,274	281,453	8,957,258	90% Construction Documents under review. 100% Construction Documents in progress	
<u>BP040 HVAC/MEP East Zone 2</u>		8,877,351	8,477,351	242,125	380,281	7,854,945	Construction Phase in progress; SC scheduled 3/2026; BRE on hold	
<u>BP041 HVAC/MEP East Zone 3</u>		7,965,264	7,965,264	-	-	7,965,264	Schematic Design phase in progress	
<u>BP042 HVAC/MEP East Central 1</u>		9,468,247	9,468,247	281,761	365,683	8,820,803	Procurement Phase in progress	
<u>BP043 HVAC/MEP East Central 2</u>		10,127,916	10,127,916	318,372	391,159	9,418,385	100% Construction Documents complete; procurement phase in progress	
<u>BP044 HVAC/MEP West Central 1</u>		7,110,499	9,110,499	7,768,426	315,596	1,026,477	Construction in progress; SC scheduled 8/2026	
<u>BP045 HVAC/MEP West Central 2</u>		14,196,384	14,196,384	376,828	597,705	13,221,851	BOT approved 9/2024; construction to start 10/2024	
<u>BP046 HVAC/MEP West 1</u>		3,712,131	3,712,131	118,332	165,984	3,427,815	Procurement phase in progress	
<u>BP047 HVAC/MEP West 2</u>		7,969,206	7,969,206	-	-	7,969,206	Pre-Design phase in progress	
<u>BP048 HVAC/MEP West 3</u>		6,925,087	6,925,087	-	-	6,925,087	Pre-Design phase in progress	
<u>BP049 HVAC/MEP</u>		6,071,384	6,071,384	1,651,870	265,112	4,154,402	Construction in progress at MRWood; procurement phase for other campuses	
<u>BP050 Drinking Fountains</u>		3,230,000	3,230,000	381,368	-	2,848,632	Construction in progress; Phase 1 SC scheduled 12/2024	
<u>BP051 Cameras & Monitors</u>		546,849	546,849	-	-	546,849	Pre-Design phase in progress	
<u>BP052 Life Safety Systems</u>		6,610,337	6,299,512	-	-	6,299,512	Pre-Design phase in progress	
<u>BP053 Stage Curtains</u>		435,086	435,086	61,885	225,207	147,994	Construction phase in progress; SC scheduled 10/2024	
<u>BP054 Exterior Lighting</u>		3,307,487	3,307,487	-	-	3,307,487	Pre-Design phase in progress	
<u>BP055 Sound System Package</u>		2,000,700	2,000,700	85,790	18,198	1,896,712	50% Construction Documents Phase in progress.	
BP0098		12,250,000	5,226,625	82,014	337,413	4,807,197		
D&C Space Planning	0004522	-	-	-	-	-		
Facilities Power Correction	0004523	-	750,000	-	-	750,000		
Fine Arts Instruments	0004524	-	2,000,000	82,014	337,413	1,580,573		
Life Safety Upgrades	0004525	-	500,000	-	-	500,000		
2023 Bond Program Contingency	0004526	-	1,210,825	-	-	1,210,825		
2023 Interest Inc Contingency	0004527	-	765,800	-	-	765,800		
BP0099		15,370,000	15,370,000	4,975,979	4,044,291	6,349,731		
Security Cameras	0004529	-	3,050,000	323,408	176,592	2,550,000		
Police Vehicles	0004530	-	1,020,000	124,782	861,594	33,624	Vehicle quotes coming in high	
Floor Mounted Door Locks	0004531	-	200,000	-	-	200,000		
Std Weapons & Response Kits	0004532	-	200,000	-	24,244	175,756		
Emergency Notification System	0004533	-	175,000	-	-	175,000		
Safety & Security Contingency	0004534	-	1,000,000	-	-	1,000,000		
Buses	0004535	-	4,350,000	4,154,944	-	195,056	30 Buses ordered	
Transportation Vehicles	0004536	-	320,000	-	-	320,000		
District Wide - White Fleet	0004537	-	4,055,000	372,177	2,145,209	1,537,614		
Transportation Smart Tag	0004538	-	1,000,000	667	836,652	162,681		
Technology Support		66,908,000	66,908,000	9,860,354	12,015,180	45,032,467		
Colocation Data Center	0004539	-	1,512,000	1,293,580	-	218,420	Planning in progress	
Secondary Firewall	0004540	-	543,375	-	-	543,375	2025 refresh plan	
UPS Refresh	0004541	-	3,034,500	-	-	3,034,500	2025 refresh plan	

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FORT BEND ISD - BOND FUNDS
Interim Statement of Budget and Expenses
September 30, 2024

	Proj	Original Budget	Bond Proceeds	Encumbrances	Expenses	Unspent Proceeds	Status & Comments	Est Compl Date
2023 BOND FUND:								
SIP Migration	0004542		1,840,480	38,544	-	1,801,936	Project underway	
Phone Refresh	0004543		606,900	89,228	136,180	381,492	Project underway	
Analog Line Replacement	0004544		10,500	-	-	10,500	2025 refresh plan	
Districtwide Network Refresh	0004545		56,589,245	8,291,001	11,338,349	36,959,895	In Progress	Spring 2026
DC Network Refresh	0004546		1,713,748	148,000	540,651	1,025,097	In Progress	
DC Server/Storage Refresh	0004547		939,252	-	-	939,252	Planning to start during 2024-25 SY	
DC UPS Refresh	0004548		118,000	-	-	118,000	Bid will advertise in Fall 2024	
2023- Proposition B		52,470,000	52,470,000	15,935,476	1,986,843	34,547,681		
Classroom Toolset Refresh	0004549		42,447,000	15,580,108	1,986,843	24,880,049	In Progress	Spring 2027
Classroom Toolset-CTE Refresh	0004550		5,666,000	-	-	5,666,000	Planning to start during 2025-26 SY	
Staff Refresh - AIO	0004551		416,977	-	-	416,977	Planning to start during 2024-25 SY	
Staff Refresh - Laptop/Desktop	0004552		3,940,023	355,368	-	3,584,655	Planning to start during 2026-2027 SY	
2023 BOND TOTAL:		1,256,200,000	1,256,965,800	275,420,628	88,070,484	893,474,688		

CONTINGENCY CURRENTLY AVAILABLE:

2023 Bond Construction Savings	1,210,825
2023 Bond Interest Income	765,800
TOTAL	1,976,625

<u>CONTINGENCY CURRENTLY AVAILABLE:</u>	
(a) 2018 Bond Contingency Unallocated	\$ 1,210,825
(b) 2018 Bond Interest Income	765,800
	\$ 1,976,625

UNISSUED DEBT

Note: Currently there is \$1,076,200,000 of unissued bond

proceeds

FORT BEND ISD
EXTENDED LEARNING PROGRAM
Interim Statement of Revenues and Expenditures
September 30, 2024

Current Year, YTD
July 2024 - September 2024

Prior Year, YTD
July 2023 - September 2023

		Current Year, YTD				Prior Year, YTD			
		July 2024 - September 2024				July 2023 - September 2023			
		Adjusted Budget	Actual	Remaining Budget	Percentage Recognized/ Expended	Adjusted Budget	Actual	Percentage Recognized/ Expended	
REVENUE									
57xx	Local revenue	\$ 9,325,100	\$ 2,545,000	\$ 6,780,100	27%	\$ 9,750,000	\$ 2,113,374	22%	
	Total Revenue	9,325,100	2,545,000	6,780,100	27%	9,750,000	2,113,374	22%	
EXPENDITURES BY FUNCTION									
	Plant, maintenance & operation	71,000	2,666	68,334	4%	75,000	4,042	5%	
	Community Services	7,619,899	1,429,853	6,190,046	19%	8,074,000	1,152,974	14%	
		7,690,899	1,432,519	6,258,380	19%	8,149,000	1,157,016	14%	
	Excess (Deficiency) of Revenues								
	Over (Under) Expenditures	1,634,201	1,112,481			1,601,000	956,358		
7xxx	Other financing sources	20,000	293	19,707	1%	-	2,309		
8xxx	(Other financing uses)	(1,600,000)	-	(1,600,000)	0%	(2,500,000)	-	0%	347
	Net Change	54,201	1,112,774			(899,000)	958,667		
	Fund Balance Beginning 06/30/2024		311,452						
	Fund Balance Ending 09/30/2024		1,424,226						
EXPENDITURES BY MAJOR OBJECT									
61xx	Payroll Costs	6,005,911	1,204,638	4,801,273	20%	5,979,000	946,480	16%	
62xx	Purchased and contracted services	1,085,115	73,424	1,011,691	7%	1,340,000	46,769	3%	
63xx	Supplies and Materials	124,228	56,977	67,251	46%	275,000	27,669	10%	
64xx	Other operating expenditures	475,646	97,480	378,165	20%	555,000	136,098	25%	
	Total Expenditures	7,690,899	1,432,519	6,258,380	19%	8,149,000	1,157,016	14%	

**FORT BEND ISD
FACILITY RENTAL**

Interim Statement of Revenues and Expenditures
September 30, 2024

**Current Year, YTD
July 2024 - September 2024**

**Prior Year, YTD
July 2023 - September 2023**

		Current Year, YTD July 2024 - September 2024				Prior Year, YTD July 2023 - September 2023			
		Adjusted Budget	Actual	Remaining Budget	Percentage Recognized/ Expended	Adjusted Budget	Actual	Percentage Recognized/ Expended	
REVENUE									
57xx	Local revenue	\$ 909,200	\$ 101,420	\$ 807,780	11%	\$ 659,200	\$ 164,485	25%	
	Total Revenue	909,200	101,420	807,780	11%	659,200	164,485	25%	
EXPENDITURES BY FUNCTION									
	General administration	-	16	(16)		-	17		
	Plant, maintenance & operation	95,000	17,921	77,079	19%	143,188	31,159	22%	
	Community Services	432,700	83,736	348,964	19%	414,012	76,252	18%	
		527,700	101,673	426,027	19%	557,200	107,428	19%	
	Excess (Deficiency) of Revenues Over (Under) Expenditures	381,500	(252)			102,000	57,057		
7xxx	Other financing sources	-	41,443	(41,443)		-	54,779		
8xxx	(Other financing uses)	(337,000)	-	(337,000)	0%	(1,400,000)	-	0%	
	Net Change	44,500	41,191			(1,298,000)	111,836		
	Fund Balance Beginning 06/30/2024		3,409,697						
	Fund Balance Ending 09/30/2024		3,450,888						
EXPENDITURES BY MAJOR OBJECT									
61xx	Payroll Costs	413,400	90,348	323,052	22%	488,400	97,978	20%	
62xx	Purchased and contracted services	100,300	11,325	88,975	11%	55,300	9,450	17%	
63xx	Supplies and Materials	1,000	-	1,000	0%	1,000	-	0%	
64xx	Other operating expenditures	13,000	-	13,000	0%	12,500	-	0%	
	Total Expenditures	527,700	101,673	426,027	19%	557,200	107,428	19%	

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**FORT BEND ISD
INTERNAL SERVICE FUNDS**

Interim Statement of Revenues, Expenditures and Changes in Net Position
September 30, 2024

		Current Year, YTD July 2024 - September 2024					Prior Year, YTD July 2023 - September 2023				
		Print Shop Fund	Health Insurance Fund	Workers Comp. Fund	Unemploy- ment Fund	Technology Fund	Print Shop Fund	Health Insurance Fund	Workers Comp. Fund	Unemploy- ment Fund	Technology Fund
REVENUE											
57xx	Local revenue	\$ 191,251	\$ 17,309,309	\$ 655,699	\$ 418,383	\$ 568,240	\$ 202,323	\$ 18,198,314	\$ 610,527	\$ 390,673	\$ -
	Total Revenue	<u>191,251</u>	<u>17,309,309</u>	<u>655,699</u>	<u>418,383</u>	<u>568,240</u>	<u>202,323</u>	<u>18,198,314</u>	<u>610,527</u>	<u>390,673</u>	<u>-</u>
EXPENDITURES BY MAJOR OBJECT											
61xx	Payroll costs	99,112	191,183	65,720	13,558	-	94,339	179,317	31,376	11,312	-
62xx	Purchased and contracted services	43,973	2,297,564	44,125	-	20,558	65,284	1,970,249	60,152	-	-
63xx	Supplies and materials	35,419	4,349	-	-	-	59,516	4,990	-	-	350
64xx	Other operating expenditures	32,196	20,044,064	349,134	-	6,159	34,652	17,210,289	252,814	-	-
65xx	Debt service	4,496	-	-	-	-	-	-	-	-	-
	Total Expenditures	<u>215,196</u>	<u>22,537,160</u>	<u>458,979</u>	<u>13,558</u>	<u>26,717</u>	<u>253,792</u>	<u>19,364,845</u>	<u>344,342</u>	<u>11,312</u>	<u>350</u>
	Operating Income (Loss)	<u>(23,945)</u>	<u>(5,227,851)</u>	<u>196,720</u>	<u>404,825</u>	<u>541,523</u>	<u>(51,468)</u>	<u>(1,166,531)</u>	<u>266,185</u>	<u>379,361</u>	<u>(350)</u>
	Earnings from investments	-	20,580	35,654	1,281	2,940	-	68,704	54,257	14,314	3,130
	Transfers in (out)	-	-	-	-	-	-	500,000	-	-	349
	Change in Net Position	<u>(23,945)</u>	<u>(5,207,271)</u>	<u>232,374</u>	<u>406,106</u>	<u>544,463</u>	<u>(51,468)</u>	<u>(597,827)</u>	<u>320,442</u>	<u>393,675</u>	<u>2,780</u>
	Total Net Position - Beginning	28,819	(265,560)	82,884	151,104	140,604	(9,516)	2,363,446	218,401	1,078,361	292,978
	Total Net Position - Ending	<u>\$ 4,874</u>	<u>\$ (5,472,831)</u>	<u>\$ 315,258</u>	<u>\$ 557,210</u>	<u>\$ 685,067</u>	<u>\$ (60,984)</u>	<u>\$ 1,765,619</u>	<u>\$ 538,843</u>	<u>\$ 1,472,036</u>	<u>\$ 295,758</u>

The Internal Service Funds do not have a budget

**Fort Bend ISD
Investment Report
7/1/2024 - 9/30/2024**

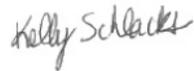
This report summarizes the investment position of Fort Bend ISD for the period 7/1/2024 - 9/30/2024

	7/1/2024	9/30/2024
Book Value	\$550,741,958	\$356,592,689
Market Value	\$550,741,958	\$356,592,689

This report is presented in accordance with the Texas Government Code Title 10 Section 2256.023. The below signed hereby certify that, to the best of their knowledge on the date this report was created, Fort Bend ISD is in compliance with the provisions of Government Code 2256 and with the stated policies and strategies of Fort Bend ISD.



Bryan Guinn, Chief Financial Officer



Kelly Schlacks, Executive Director of Finance

JUAN ZAMORA
JUAN ZAMORA (Oct 16, 2024 08:45 CDT)

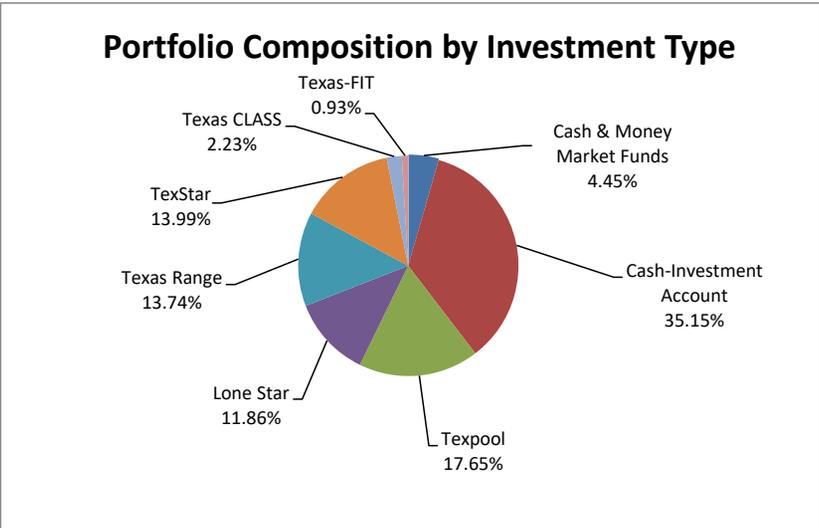
Juan Zamora, Director of Finance



Suzanne K. Owen, District Treasurer

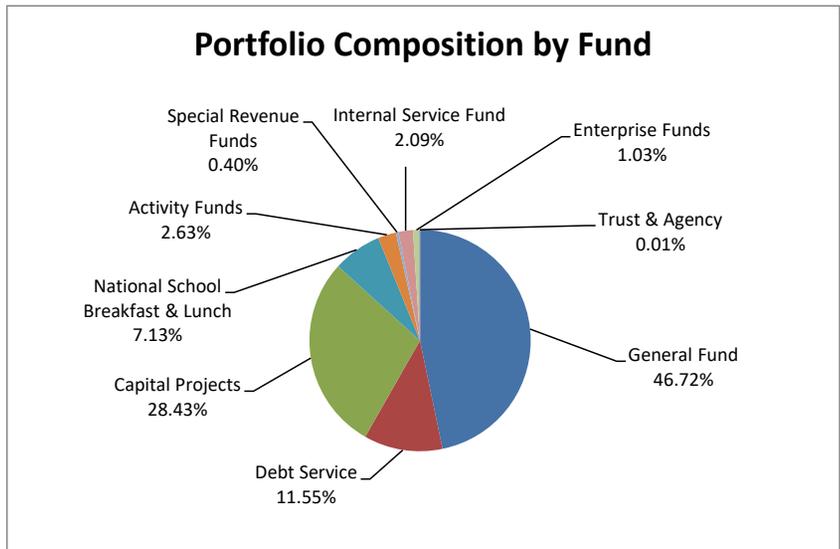
**Fort Bend ISD
Portfolio Composition by Investment Type
September 30, 2024**

<u>Description</u>	<u>Market Value</u> <u>Amount</u>
Cash & Money Market Funds	\$ 15,876,308
Cash-Investment Account	125,342,874
Texpool	62,924,602
Lone Star	42,298,160
Texas Range	49,000,919
TexStar	49,879,656
Texas CLASS	7,943,714
Texas-FIT	3,326,456
	<u>\$ 356,592,689</u>



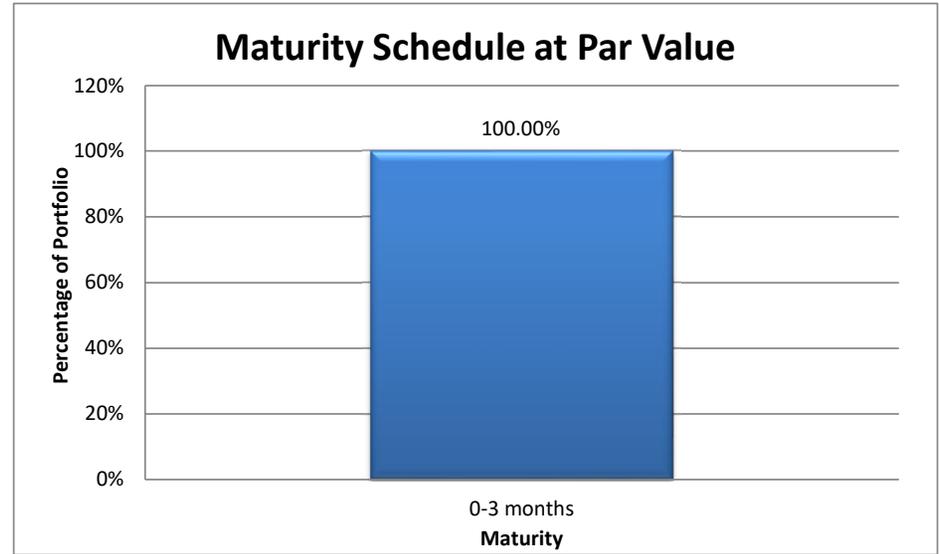
**Fort Bend ISD
Portfolio Composition by Fund
September 30, 2024**

<u>Descriptor</u>	<u>Market Value</u> <u>Amount</u>
General Fund	\$ 166,613,940
Debt Service	41,184,123
Capital Projects	101,391,468
Non-Governmental Funds	
National School Breakfast & Lunch	25,430,055
Activity Funds	9,392,856
Special Revenue Funds	1,418,130
Internal Service Fund	7,457,944
Enterprise Funds	3,661,170
Trust & Agency	43,003
	<u>\$ 356,592,689</u>



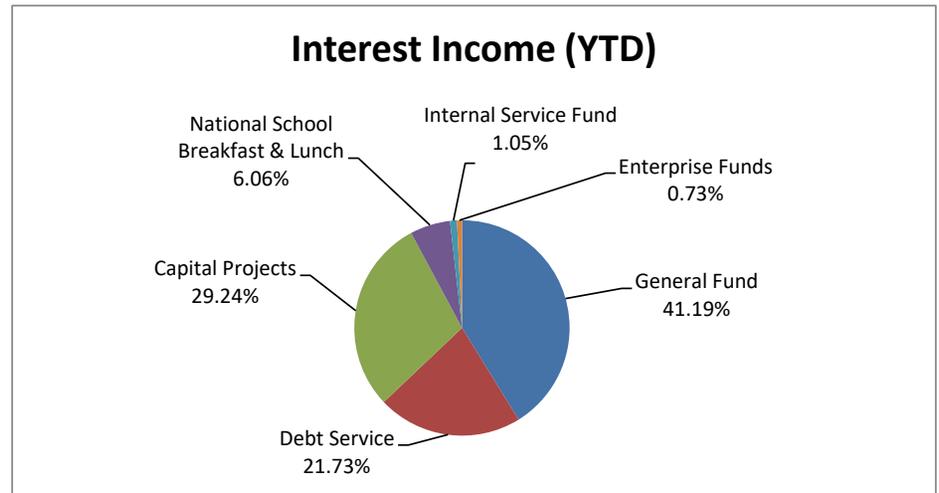
**Fort Bend ISD
Maturity Schedule
September 30, 2024**

	Percent of Portfolio	Par Value
0-3 months	100.00%	\$ 356,592,689

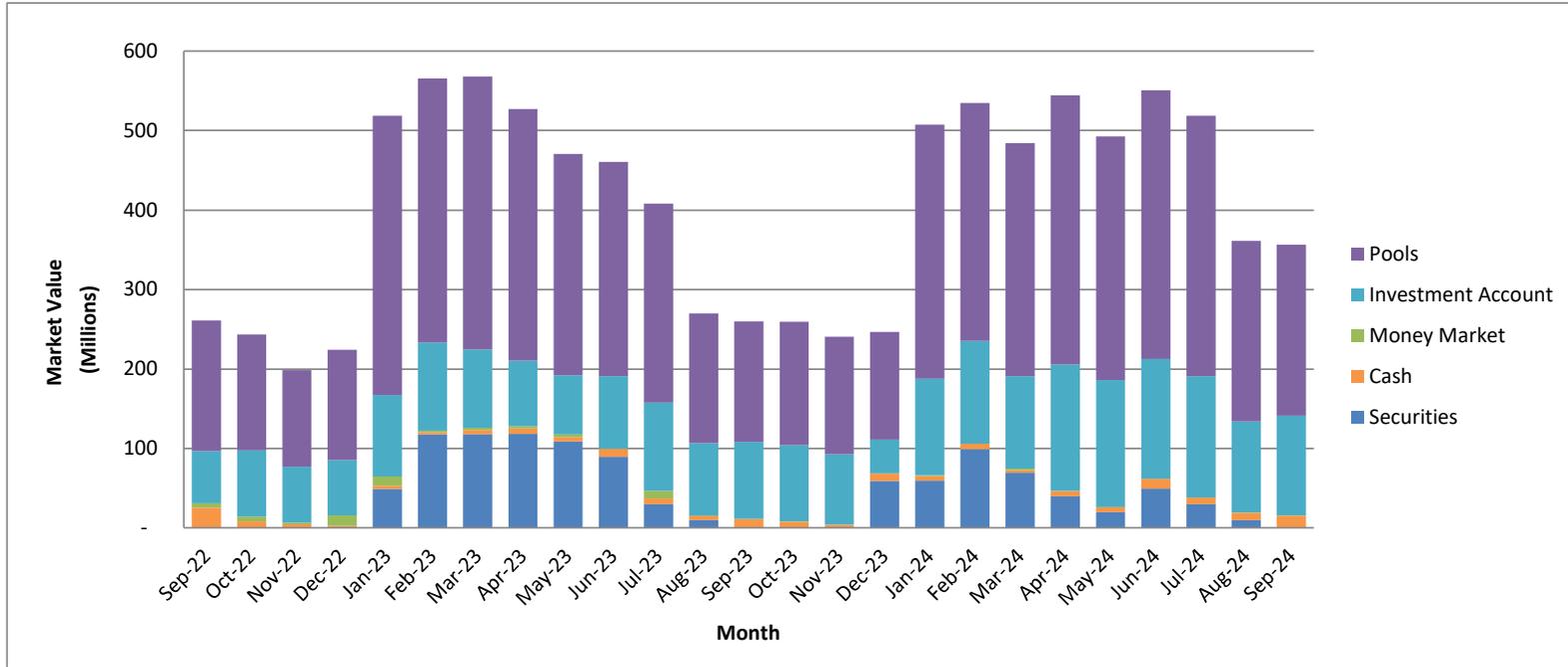


**Fort Bend ISD
Investment Income (YTD)
September 30, 2024**

Description	Interest Income (YTD)
General Fund	\$ 2,366,845
Debt Service	1,248,352
Capital Projects	1,679,961
National School Breakfast & Lunch	348,156
Internal Service Fund	60,455
Enterprise Funds	41,736
	\$ 5,745,505



Fort Bend ISD - Portfolio Value by Type September 30, 2024



**FBISD Portfolio Position
September 30, 2024**

Fund	CUSIP/Description	Type	Rating	Institution or Broker	Purchase Date	Market Value 6/30/2024	Par Value 9/30/2024	Total Cost Purchased	Book Value 9/30/2024	Market Value 9/30/2024	Yield to Maturity	Maturity Date	Days to Maturity	Int Accr to Date
GENERAL OPERATING FUND														
	Prosperity Bank	Cash		Prosperity Bank	05/31/12	\$ 3,512,217	\$ 3,960,375	\$ 3,960,375	\$ 3,960,375	\$ 3,960,375	0.35	Open	1	\$ -
	Investment Account	Investment Account		Prosperity Bank	12/31/17	150,840,425	125,342,874	125,342,874	125,342,874	125,342,874	5.09	Open	1	-
	Fund 199 - Money Mkt	Money Market		Prosperity Bank	03/19/20	7,979	8,000	8,000	8,000	8,000	1.05	Open	1	-
CASH AND DEPOSITS TOTAL						154,360,621	129,311,249	129,311,249	129,311,249	129,311,249				-
	Fund 199 - LoneStar	Investment Pool	AAAm	LoneStar	09/01/01	1,061,819	4,117,640	4,117,640	4,117,640	4,117,640	4.95	10/15/24	15	-
	Fund 199 - TexFIT	Investment Pool	AAAm	Texas FIT	01/01/24	1,841,023	1,865,460	1,865,460	1,865,460	1,865,460	5.03	10/31/24	31	-
	Fund 199 - TexPool	Investment Pool	AAAm	TexPool	09/01/01	19,556,633	26,127,493	26,127,493	26,127,493	26,127,493	4.98	10/27/24	27	-
	Fund 199 - TexStar	Investment Pool	AAAm	TexStar	04/26/10	1,396,760	1,165,801	1,165,801	1,165,801	1,165,801	4.91	10/25/24	25	-
	Fund 199 - Texas Range	Investment Pool	AAAm	Texas Range	10/07/09	6,133,564	1,077,347	1,077,347	1,077,347	1,077,347	4.98	10/31/24	31	-
	Fund 199 - TexasCLASS	Investment Pool	AAAm	TexasCLASS	07/01/16	14,708,468	2,948,950	2,948,950	2,948,950	2,948,950	5.07	11/06/24	37	-
INVESTMENT POOL TOTAL						44,698,267	37,302,691	37,302,691	37,302,691	37,302,691	4.98		27	-
GENERAL OPERATING FUND TOTALS						199,058,888	166,613,940	166,613,940	166,613,940	166,613,940	4.95		6	-
DEBT SERVICE FUND														
	Prosperity Bank	Cash		Prosperity Bank	05/31/12	419	170	170	170	170	0.35	Open	1	-
	Fund 599 - Money Mkt	Money Market		Prosperity Bank	05/31/12	15,208	269,808	269,808	269,808	269,808	3.24	Open	1	-
CASH AND DEPOSITS TOTAL						15,627	269,978	269,978	269,978	269,978				-
	Fund 599 - LoneStar	Investment Pool	AAAm	LoneStar	09/01/01	19,423,938	5,390,993	5,390,993	5,390,993	5,390,993	4.95	10/15/24	15	-
	Fund 599 - TexFIT	Investment Pool	AAAm	Texas FIT	01/01/24	1,441,857	1,460,996	1,460,996	1,460,996	1,460,996	5.03	10/31/24	31	-
	Fund 599 - TexPool	Investment Pool	AAAm	TexPool	09/01/01	9,507,426	3,265,752	3,265,752	3,265,752	3,265,752	4.98	10/27/24	27	-
	Fund 599 - TexStar	Investment Pool	AAAm	TexStar	04/27/10	20,853,860	9,030,857	9,030,857	9,030,857	9,030,857	4.91	10/25/24	25	-
	Fund 599 - Texas Range	Investment Pool	AAAm	Texas Range	02/09/17	25,902,129	17,172,598	17,172,598	17,172,598	17,172,598	4.98	10/31/24	31	-
	Fund 599 - TexasCLASS	Investment Pool	AAAm	TexasCLASS	01/04/10	24,897,408	4,592,949	4,592,949	4,592,949	4,592,949	5.07	11/06/24	37	-
INVESTMENT POOL TOTAL						102,026,618	40,914,145	40,914,145	40,914,145	40,914,145	4.98		27	-
	313384A58	FHLB Discount Note		FHN Financial	06/05/24	19,895,400	-	-	-	-		08/02/24		-
	313384ZW2	FHLB Discount Note		Hilltop Securities	06/05/24	9,957,900	-	-	-	-		07/26/24		-
	313384ZW2	FHLB Discount Note		FHN Financial	06/05/24	9,957,900	-	-	-	-		07/26/24		-
FHLB Discount Note Total						39,811,200	-	-	-	-				-
	912797GL5	Treasury Bill		Hilltop Securities	06/06/24	9,899,570	-	-	-	-		09/05/24		-
Treasury Total						9,899,570	-	-	-	-				-
AGENCY SECURITIES TOTAL						49,710,770	-	-	-	-				-
DEBT SERVICE FUND TOTALS						151,753,015	41,184,123	41,184,123	41,184,123	41,184,123	4.96		28	-
CAPITAL PROJECTS FUNDS														
	Prosperity Bank	Cash		Prosperity Bank	05/31/12	285,836	84,340	84,340	84,340	84,340	0.35	Open	1	-
CASH AND DEPOSITS TOTAL						285,836	84,340	84,340	84,340	84,340	0.35			-
	Fund 666 - TexPool	Investment Pool	AAAm	TexPool	10/11/23	31,585	-	-	-	-	4.98	10/27/24	27	-
	Fund 666 - TexStar	Investment Pool	AAAm	TexStar	05/08/24	16,601,885	4,148,122	4,148,122	4,148,122	4,148,122	4.91	10/25/24	25	-
	Fund 673 - TexPool	Investment Pool	AAAm	TexPool	06/21/23	132,254	13,106	13,106	13,106	13,106	4.98	10/27/24	27	-
	Fund 681 - LoneStar	Investment Pool	AAAm	LoneStar	12/20/23	16,371,557	19	19	19	19	4.95	10/15/24	15	-
	Fund 681 - TexPool	Investment Pool	AAAm	TexPool	09/28/23	24,446	1,170	1,170	1,170	1,170	4.98	10/27/24	27	-
	Fund 681 - TexasCLASS	Investment Pool	AAAm	TexasCLASS	05/01/24	15,116,077	354 401,816	401,816	401,816	401,816	5.07	11/06/24	37	-
	Fund 682 - LoneStar	Investment Pool	AAAm	LoneStar	06/26/24	25,058,276	25,391,946	25,391,946	25,391,946	25,391,946	4.95	10/15/24	15	-
	Fund 682 - TexPool	Investment Pool	AAAm	TexPool	06/26/24	18,013,128	14,473,320	14,473,320	14,473,320	14,473,320	4.98	10/27/24		-

**FBISD Portfolio Position
September 30, 2024**

Fund	CUSIP/Description	Type	Rating	Institution or Broker	Purchase Date	Market Value 6/30/2024	Par Value 9/30/2024	Total Cost Purchased	Book Value 9/30/2024	Market Value 9/30/2024	Yield to Maturity	Maturity Date	Days to Maturity	Int Accr to Date
Fund 683 - TexPool		Investment Pool	AAAm	TexPool	06/26/24	6,004,376	6,085,703	6,085,703	6,085,703	6,085,703	4.98	10/27/24	27	-
Fund 683 - TexStar		Investment Pool	AAAm	TexStar	06/26/24	25,708,746	26,050,266	26,050,266	26,050,266	26,050,266	4.91	10/25/24	25	-
Fund 684 - TexPool		Investment Pool	AAAm	TexPool	06/26/24	10,007,293	9,257,842	9,257,842	9,257,842	9,257,842	4.98	10/27/24	27	-
Fund 684 - Texas Range		Investment Pool	AAAm	Texas Range	06/26/24	15,281,086	15,483,818	15,483,818	15,483,818	15,483,818	4.98	10/31/24	31	-
INVESTMENT POOL TOTAL						148,350,706	101,307,128	101,307,128	101,307,128	101,307,128	4.95		27	-
CAPITAL PROJECTS FUNDS TOTALS						148,636,542	101,391,468	101,391,468	101,391,468	101,391,468	4.95		24	-

NON-GOVERNMENTAL FUNDS

NATIONAL SCHOOL BREAKFAST AND LUNCH

Prosperity Bank		Cash		Prosperity Bank	05/31/12	1,786,835	461,923	461,923	461,923	461,923	0.35	Open	1	-
CASH AND DEPOSITS TOTAL						1,786,835	461,923	461,923	461,923	461,923	0.35			-
Fund 240 - TexPool		Investment Pool	AAAm	TexPool	09/01/01	698,862	220,670	220,670	220,670	220,670	4.98	10/27/24	27	-
Fund 240 - TexStar		Investment Pool	AAAm	TexStar	12/13/23	10,301,416	9,483,505	9,483,505	9,483,505	9,483,505	4.91	10/25/24	25	-
Fund 240 - Texas Range		Investment Pool	AAAm	Texas Range	02/08/23	14,072,737	15,263,957	15,263,957	15,263,957	15,263,957	4.98	10/31/24	31	-
INVESTMENT POOL TOTAL						25,073,015	24,968,132	24,968,132	24,968,132	24,968,132	4.98		27	-
NATIONAL SCHOOL BREAKFAST AND LUNCH TOTALS						26,859,850	25,430,055	25,430,055	25,430,055	25,430,055	4.87		28	-

ACTIVITY FUNDS

Prosperity Bank		Cash		Prosperity Bank	02/28/15	598,360	1,659,450	1,659,450	1,659,450	1,659,450	0.35	Open	1	-
CASH AND DEPOSITS TOTAL						598,360	1,659,450	1,659,450	1,659,450	1,659,450	0.35			-
Fund 461 - TexPool		Investment Pool	AAAm	TexPool	09/01/01	332,460	336,888	336,888	336,888	336,888	4.98	10/27/24	27	-
Fund 461 - LoneStar		Investment Pool	AAAm	LoneStar	12/12/12	3,516,467	3,012,474	3,012,474	3,012,474	3,012,474	4.95	10/15/24	15	-
Fund 465 - LoneStar		Investment Pool	AAAm	LoneStar	12/12/12	3,559,471	4,384,044	4,384,044	4,384,044	4,384,044	4.95	10/15/24	15	-
INVESTMENT POOL TOTAL						7,408,398	7,733,406	7,733,406	7,733,406	7,733,406	4.98		27	-
ACTIVITY FUNDS TOTALS						8,006,758	9,392,856	9,392,856	9,392,856	9,392,856	4.14		13	-

SPECIAL REVENUE FUNDS

Prosperity Bank		Cash		Prosperity Bank	07/01/24	2,263,751	1,418,130	1,418,130	1,418,130	1,418,130	0.35	Open	1	-
CASH AND DEPOSITS TOTAL						2,263,751	1,418,130	1,418,130	1,418,130	1,418,130	0.35			-
SPECIAL REVENUE FUNDS TOTALS						2,263,751	1,418,130	1,418,130	1,418,130	1,418,130	0.35		1	-
CASH AND DEPOSITS TOTAL						4,648,946	3,539,503	3,539,503	3,539,503	3,539,503				-
INVESTMENT POOL TOTAL						32,481,413	32,701,538	32,701,538	32,701,538	32,701,538				-
NON-GOVERNMENTAL FUNDS TOTALS						37,130,359	36,241,041	36,241,041	36,241,041	36,241,041				-

INTERNAL SERVICE FUNDS

Prosperity Bank		Cash		Prosperity Bank	05/31/12	3,676,307	7,447,143	7,447,143	7,447,143	7,447,143	0.35	Open	1	-
CASH AND DEPOSITS TOTAL						3,676,307	7,447,143	7,447,143	7,447,143	7,447,143	0.35			-
Fund 753 - TexPool		Investment Pool	AAAm	TexPool	02/27/14	2,000,263	116	116	116	116	4.98	10/27/24	27	-
Fund 753 - TexStar		Investment Pool	AAAm	TexStar	09/30/13	1,831,793	1,105	1,105	1,105	1,105	4.91	10/25/24	25	-
Fund 753 - Texas Range		Investment Pool	AAAm	Texas Range	10/28/14	8,019	1,748	1,748	1,748	1,748	4.98	10/31/24	31	-
Fund 771 - LoneStar		Investment Pool	AAAm	LoneStar	12/18/14	1,987,235	23	23	23	23	4.95	10/15/24	15	-
Fund 771 - TexPool		Investment Pool	AAAm	TexPool	02/21/14	1,212,478	5,577	5,577	5,577	5,577	4.98	10/27/24	27	-
Fund 774 - TexPool		Investment Pool	AAAm	TexPool	02/21/14	1,799	724	724	724	724	4.98	10/27/24	27	-
Fund 780 - LoneStar		Investment Pool	AAAm	LoneStar	10/29/14	112,465	1,021	1,021	1,021	1,021	4.95	10/15/24	15	-
Fund 780 - TexPool		Investment Pool	AAAm	TexPool	10/29/14	132	487	487	487	487	4.98	10/27/24	27	-

**FBISD Portfolio Position
September 30, 2024**

Fund	CUSIP/Description	Type	Rating	Institution or Broker	Purchase Date	Market Value 6/30/2024	Par Value 9/30/2024	Total Cost Purchased	Book Value 9/30/2024	Market Value 9/30/2024	Yield to Maturity	Maturity Date	Days to Maturity	Int Accr to Date
INVESTMENT POOL TOTAL						7,154,184	10,801	10,801	10,801	10,801	4.97		27	-
INTERNAL SERVICE FUNDS TOTAL						10,830,491	7,457,944	7,457,944	7,457,944	7,457,944	0.36		1	-
ENTERPRISE FUNDS														
	ENT - Prosperity Bank	Cash		Prosperity Bank	06/30/15	157,532	271,183	271,183	271,183	271,183	0.35	Open	0	-
	EXTL - Prosperity Bank	Cash		Prosperity Bank	05/31/12	32,670	252,783	252,783	252,783	252,783	0.35	Open	0	-
CASH AND DEPOSITS TOTAL						190,202	523,966	523,966	523,966	523,966	0.35			-
	Fund 711- Texas Range	Investment Pool	AAA	Texas Range	03/21/16	1,431	1,450	1,450	1,450	1,450	4.98	10/31/24	31	-
	Fund 712- TexPool	Investment Pool	AAA	TexPool	07/11/18	3,094,540	3,005,754	3,005,754	3,005,754	3,005,754	4.98	10/27/24	27	-
	Fund 713- TexPool	Investment Pool	AAA	TexPool	07/11/18	-	130,000	130,000	130,000	130,000	4.98	10/27/24	27	-
INVESTMENT POOL TOTAL						3,095,971	3,137,204	3,137,204	3,137,204	3,137,204	4.98		27	-
ENTERPRISE FUNDS TOTALS						3,286,173	3,661,170	3,661,170	3,661,170	3,661,170	4.32		23	-
FIDUCIARY FUNDS (TRUST & AGENCY FUNDS)														
	Prosperity Bank	Cash		Prosperity Bank	05/31/12	46,490	43,003	43,003	43,003	43,003	0.35	Open	1	-
CASH AND DEPOSITS TOTAL						46,490	43,003	43,003	43,003	43,003	0.35			-
FIDUCIARY FUNDS (TRUST & AGENCY FUNDS) TOTAL						46,490	43,003	43,003	43,003	43,003	0.35		1	-
TOTAL PORTFOLIO						\$ 550,741,958	\$ 356,592,689	\$ 356,592,689	\$ 356,592,689	\$ 356,592,689	4.80		16	\$ -

						Portfolio %	Policy %
Cash	\$ 12,360,417	\$ 15,598,500	\$ 15,598,500	\$ 15,598,500	\$ 15,598,500	4.37%	
Investment Account	150,840,425	125,342,874	125,342,874	125,342,874	125,342,874	35.15%	
Money Market	23,187	277,808	277,808	277,808	277,808	0.08%	
TOTAL CASH AND DEPOSITS	163,224,029	141,219,182	141,219,182	141,219,182	141,219,182	39.60%	60.00%
Investment Pool	337,807,159	215,373,507	215,373,507	215,373,507	215,373,507	60.40%	
TOTAL INVESTMENT POOLS	337,807,159	215,373,507	215,373,507	215,373,507	215,373,507	60.40%	65.00%
FHLB Discount Note	39,811,200	-	-	-	-	0.00%	
Treasury Bill	9,899,570	-	-	-	-	0.00%	
TOTAL AGENCY SECURITIES	49,710,770	-	-	-	-	0.00%	60.00%
TOTAL PORTFOLIO	\$ 550,741,958	\$ 356,592,689	\$ 356,592,689	\$ 356,592,689	\$ 356,592,689		

Notes:
Sub-totals may not add up correctly since pennies are not shown but are utilized when calculating totals.

**FORT BEND ISD
INTERNAL SERVICE FUNDS**

Interim Statement of Revenues, Expenditures and Changes in Net Position
September 30, 2024

	Current Year, YTD July 2024 - September 2024					Prior Year, YTD July 2023 - September 2023				
	Print Shop Fund	Health Insurance Fund	Workers Comp. Fund	Unemploy- ment Fund	Technology Fund	Print Shop Fund	Health Insurance Fund	Workers Comp. Fund	Unemploy- ment Fund	Technology Fund
REVENUE										
57xx Local revenue	\$ 191,251	\$ 17,309,309	\$ 655,699	\$ 418,383	\$ 568,240	\$ 202,323	\$ 18,198,314	\$ 610,527	\$ 390,673	\$ -
Total Revenue	<u>191,251</u>	<u>17,309,309</u>	<u>655,699</u>	<u>418,383</u>	<u>568,240</u>	<u>202,323</u>	<u>18,198,314</u>	<u>610,527</u>	<u>390,673</u>	<u>-</u>
EXPENDITURES BY MAJOR OBJECT										
61xx Payroll costs	99,112	191,183	65,720	13,558	-	94,339	179,317	31,376	11,312	-
62xx Purchased and contracted services	43,973	2,297,564	44,125	-	20,558	65,284	1,970,249	60,152	-	-
63xx Supplies and materials	35,419	4,349	-	-	-	59,516	4,990	-	-	350
64xx Other operating expenditures	32,196	20,044,064	349,134	-	6,159	34,652	17,210,289	252,814	-	-
65xx Debt service	4,496	-	-	-	-	-	-	-	-	-
Total Expenditures	<u>215,196</u>	<u>22,537,160</u>	<u>458,979</u>	<u>13,558</u>	<u>26,717</u>	<u>253,792</u>	<u>19,364,845</u>	<u>344,342</u>	<u>11,312</u>	<u>350</u>
Operating Income (Loss)	<u>(23,945)</u>	<u>(5,227,851)</u>	<u>196,720</u>	<u>404,825</u>	<u>541,523</u>	<u>(51,468)</u>	<u>(1,166,531)</u>	<u>266,185</u>	<u>379,361</u>	<u>(350)</u>
Earnings from investments	-	20,580	35,654	1,281	2,940	-	68,704	54,257	14,314	3,130
Transfers in (out)	-	-	-	-	-	-	500,000	-	-	357
Change in Net Position	<u>(23,945)</u>	<u>(5,207,271)</u>	<u>232,374</u>	<u>406,106</u>	<u>544,463</u>	<u>(51,468)</u>	<u>(597,827)</u>	<u>320,442</u>	<u>393,675</u>	<u>2,780</u>
Total Net Position - Beginning	28,819	(265,560)	82,884	151,104	140,604	(9,516)	2,363,446	218,401	1,078,361	292,978
Total Net Position - Ending	<u>\$ 4,874</u>	<u>\$ (5,472,831)</u>	<u>\$ 315,258</u>	<u>\$ 557,210</u>	<u>\$ 685,067</u>	<u>\$ (60,984)</u>	<u>\$ 1,765,619</u>	<u>\$ 538,843</u>	<u>\$ 1,472,036</u>	<u>\$ 295,758</u>

The Internal Service Funds do not have a budget

FORT BEND ISD
CASH FLOW PROJECTIONS 2024-2025
GENERAL OPERATING FUND

	July '24 Actuals	August '24 Actuals	September'24 Actuals	October '24 Projected	November '24 Projected	December '24 Projected	January '25 Projected	February '25 Projected	March '25 Projected	April '25 Projected	May '25 Projected	June '25 Projected	FY2024-25 TOTALS
Beginning Cash Balance in Bank & Pools	\$ 201,322,639	\$ 181,370,456	\$ 159,915,744	\$ 166,613,939	\$ 159,822,355	\$ 136,879,613	\$ 229,994,730	\$ 329,016,309	\$ 338,758,068	\$ 283,946,201	\$ 251,987,140	\$ 206,506,444	\$ 201,322,639
RECEIPTS													
Tax Collections	2,623,726	475,931	411,727	381,800	8,713,996	151,514,383	160,471,928	61,735,831	7,188,704	3,833,554	1,852,457	1,689,147	400,893,184
Interest Earnings - Investments	835,767	765,649	664,668	619,781	247,722	506,573	955,490	991,466	905,267	696,682	552,462	512,612	8,254,139
Other Revenue	57,879	314,581	659,269	352,658	250,000	250,000	250,000	250,000	250,000	250,000	250,000	250,000	3,384,388
State Revenue	51,030,434	60,742,728	67,124,628	56,333,992	31,459,540	3,858,162	3,858,162	3,858,162	3,858,162	25,774,704	18,378,386	32,960,196	359,237,252
Federal Revenue	204,954	14,530	841,885	580,000	400,000	500,000	500,000	5,920,301 (b)	500,000	500,000	500,000	400,000	10,861,670
Total Receipts	54,752,760	62,313,419	69,702,177	58,268,231	41,071,258	156,629,117	166,035,579	72,755,759	12,702,132	31,054,940	21,533,304	35,811,955	782,630,632
DISBURSEMENTS													
Gross Payroll	52,043,299	67,040,170	59,381,853	57,414,000	57,414,000	57,414,000	57,414,000	57,414,000	57,414,000	57,414,000	57,414,000	57,414,000	695,191,323
Payables Checks	13,545,727 (a)	10,180,152	6,742,669	9,145,815	7,600,000	7,600,000	7,600,000	7,600,000	7,600,000	7,600,000	7,600,000	8,600,000	101,414,363
Total Disbursements	65,589,027	77,220,322	66,124,522	66,559,815	65,014,000	65,014,000	65,014,000	65,014,000	65,014,000	65,014,000	65,014,000	66,014,000	796,605,685
OTHER USES / TRANSFERS													
Transfer to Health Fund	-	-	-	500,000	-	500,000	-	-	500,000	-	-	500,000	2,000,000
Loan to/(repayment from) Child Nutrition	-	(8,097)	23,271	-	-	-	-	-	-	-	-	-	15,174
Loan to/(repayment from) Debt Service Fund	-	203	-	-	-	-	-	-	-	-	-	-	203
Loan to/(repayment from) Enterprise Funds	425,000	(429,884)	(1,012)	-	-	-	-	-	-	-	-	-	(5,896)
Loan to/(repayment from) Activity Funds	-	(32,690)	(33,176)	-	-	-	-	-	-	-	-	-	(65,866)
Loan to/(repayment from) Internal Service Funds	900,000	(864,061)	(120,981)	-	-	-	-	-	-	-	-	-	(85,043)
Loan to/(repayment from) Capital Project Funds	-	1,800	113,082	-	-	-	-	-	-	-	-	-	114,882
Loan to/(repayment from) Special Revenue Funds	7,790,917	7,880,538	(3,101,723)	(2,000,000)	(1,000,000)	(2,000,000)	2,000,000	(2,000,000)	2,000,000	(2,000,000)	2,000,000	(2,000,000)	7,569,732
Total Other Uses / Transfers	9,115,917	6,547,809	(3,120,540)	(1,500,000)	(1,000,000)	(1,500,000)	2,000,000	(2,000,000)	2,500,000	(2,000,000)	2,000,000	(1,500,000)	9,543,186
Net Change in Cash	(19,952,183)	(21,454,712)	6,698,195	(6,791,584)	(22,942,742)	93,115,117	99,021,579	9,741,759	(54,811,868)	(31,959,060)	(45,480,696)	(28,702,045)	(23,518,239)
Total Cash & Investments Available	\$ 181,370,456	\$ 159,915,744	\$ 166,613,939	\$ 159,822,355	\$ 136,879,613	\$ 229,994,730	\$ 329,016,309	\$ 338,758,068	\$ 283,946,201	\$ 251,987,140	\$ 206,506,444	\$ 177,804,400	\$ 177,804,400

NOTES:

(a) JUL 2024 - Includes \$7.6 million property insurance premium in Payables Checks

(b) FEB 2025 - Includes SHARS payment in Federal Revenue for two year catch up

FORT BEND ISD
CASH FLOW PROJECTIONS 2024-2025
FOOD SERVICE FUND

	July '24 Actuals	August '24 Actuals	September'24 Actual	October '24 Projected	November '24 Projected	December '24 Projected	January '25 Projected	February '25 Projected	March '25 Projected	April '25 Projected	May '25 Projected	June '25 Projected	TOTALS
Beginning Cash Balance in Bank & Pools	\$ 26,859,850	\$ 29,052,772	\$ 28,149,266	\$ 25,430,055	\$ 25,586,798	\$ 25,672,291	\$ 25,222,580	\$ 22,027,771	\$ 20,944,066	\$ 21,414,339	\$ 20,082,829	\$ 19,634,337	\$ 26,859,850
RECEIPTS													
Investment Earnings	116,224	122,168	109,765	87,749	83,634	84,662	77,215	86,014	95,590	80,166	81,725	84,459	1,109,371
Other Revenue (Incl Athletics)	-	16,214	174,608	221,384	86,016	5,907	24,547	24,547	1,660	8,291	3,670	215	567,059
Meal Sales (Incl EXTL Invoices)	36,418	1,250,496	1,086,555	1,279,250	1,050,813	663,000	1,135,813	1,216,563	841,500	1,304,750	1,005,125	37,188	10,907,469
Federal Revenue	2,811,626	11,211	-	3,854,432	3,726,002	3,165,416	1,833,190	3,526,682	3,715,468	2,727,148	3,564,010	3,709,964	32,645,149
Total Receipts	2,964,268	1,400,088	1,370,927	5,442,815	4,946,465	3,918,985	3,070,764	4,853,806	4,654,218	4,120,355	4,654,530	3,831,826	45,229,047
DISBURSEMENTS													
Payroll	656,124	647,305	1,991,749	1,703,496	1,720,020	2,128,185	1,345,551	1,804,005	1,706,459	1,713,726	1,844,933	2,201,839	19,463,392
Accounts Payable	115,222	1,644,534	2,116,549	3,582,576	3,140,952	2,240,511	4,920,022	4,133,506	2,477,486	3,738,139	3,258,089	3,489,387	34,856,972
Total Disbursements	771,346	2,291,839	4,108,297	5,286,072	4,860,972	4,368,696	6,265,573	5,937,511	4,183,945	5,451,865	5,103,022	5,691,226	54,320,364
OTHER USES / TRANSFERS													
Intercompany Transactions-Activity Funds	-	-	900	-	-	-	-	-	-	-	-	-	900
Intercompany Transactions-Internal Service Fund	-	(3,659)	(6,548)	-	-	-	-	-	-	-	-	-	(10,207)
Temporary Loan from/(repay) GOF	-	(8,096)	23,806	-	-	-	-	-	-	-	-	-	15,710
Total Other Uses / Transfers	-	(11,755)	18,159	-	-	-	-	-	-	-	-	-	6,404
Net Change in Cash	2,192,922	(903,506)	(2,719,211)	156,743	85,493	(449,711)	(3,194,809)	(1,083,705)	470,273	(1,331,510)	(448,492)	(1,859,400)	(9,084,913)
Total Cash & Investments Available	\$ 29,052,772	\$ 28,149,266	\$ 25,430,055	\$ 25,586,798	\$ 25,672,291	\$ 25,222,580	\$ 22,027,771	\$ 20,944,066	\$ 21,414,339	\$ 20,082,829	\$ 19,634,337	\$ 17,774,937	\$ 17,774,937

FORT BEND ISD
CASH FLOW PROJECTIONS 2024-2025
DEBT SERVICE FUND

	July '24 Actuals	August '24 Actuals	September '24 Actuals	October '24 Projected	November '24 Projected	December '24 Projected	January '25 Projected	February '25 Projected	March '25 Projected	April '25 Projected	May '25 Projected	June '25 Projected	FY 2025 TOTALS
Beginning Cash Balance in Bank & Pools	\$ 151,753,015	\$ 145,818,599	\$ 41,255,424	\$ 41,184,123	\$ 41,410,833	\$ 41,688,549	\$ 67,248,511	\$ 155,198,831	\$ 155,327,803	\$ 157,827,389	\$ 159,113,045	\$ 159,532,138	\$ 151,753,015
RECEIPTS													
Tax Collections	355,856	164,317	(112,500) (a)	114,394	148,083	8,576,936	92,866,258	34,410,044	2,207,657	1,060,497	388,392	426,806	140,606,740
Interest Earnings - Investments	606,146	418,866	222,956	150,316	147,633	228,489	564,945	424,608	424,161	430,901	390,701	382,828	4,392,551
State Revenue	34,045	8,199,999	-	-	-	16,886,768	-	-	-	-	-	-	25,120,812
Total Receipts	996,047	8,783,182	110,456	264,710	295,716	25,692,194	93,431,204	34,834,652	2,631,818	1,491,398	779,093	809,634	170,120,103
DISBURSEMENTS													
Debt Service	6,501,415	113,345,160	181,757	-	-	-	5,480,883	34,705,680	-	205,742	360,000	360,000	161,140,637
Payables Checks	(5,357)	1,400	-	38,000	18,000	132,232	-	-	132,232	-	-	2,132,232	2,448,739
Total Disbursements	6,496,057	113,346,560	181,757	38,000	18,000	132,232	5,480,883	34,705,680	132,232	205,742	360,000	2,492,232	163,589,376
OTHER USES / TRANSFERS													
Loan to/(from) General Operating Fund	434,407	(203)	-	-	-	-	-	-	-	-	-	-	434,204
Total Other Uses / Transfers	434,407	(203)	-	-	-	-	-	-	-	-	-	-	434,204
Net Change in Cash	(5,934,417)	(104,563,175)	(71,301)	226,710	277,716	25,559,962	87,950,321	128,972	2,499,586	1,285,656	419,093	(1,682,598)	6,096,524
Total Cash & Investments Available	\$ 145,818,599	\$ 41,255,424	\$ 41,184,123	\$ 41,410,833	\$ 41,688,549	\$ 67,248,511	\$ 155,198,831	\$ 155,327,803	\$ 157,827,389	\$ 159,113,045	\$ 159,532,138	\$ 157,849,540	\$ 157,849,540

NOTES:

(a) SEPT 2024 - Includes payment to Fort Bend County for refund to tax payer for lawsuit settlement in Tax Collections

Fort Bend ISD

General Fund

Interfunction Transfer Details (Month-to-Date)

September 1, 2024 through September 30, 2024

Journal Description	Jrnl Amt (Exps +)
F000109261 -	
11 - Instruction	-1,714.11
23 - School Leadership	1,714.11
F000109263 - Transfer needed for Lowes purchase	
11 - Instruction	-500.00
36 - Co Curricular Extracurricular	500.00
F000109279 - Transfers needed for Royalty payment and scripts payment	
11 - Instruction	-740.00
36 - Co Curricular Extracurricular	740.00
F000109315 - transfer money for campus participation in UIL A+ Competitions	
33 - Health Services	-300.00
36 - Co Curricular Extracurricular	300.00
F000109316 - BM_287 Transfer to cover Texquest and Audit Readers Supp Pay	
12 - Instructional Resources Media	15,000.00
36 - Co Curricular Extracurricular	-15,000.00
F000109341 - Amendment requested to mend negative amounts in budget strings.	
11 - Instruction	0.00
23 - School Leadership	1,800.00
61 - Community Services	-1,800.00
F000109353 - balance budget strings	
11 - Instruction	0.00
23 - School Leadership	0.00
31 - Guidance Counseling Evaluation	0.00
F000109375 - Transfer funds to purchase student tardy passes for Raptor machine	
23 - School Leadership	-100.00
52 - Security And Monitoring	100.00
F000109387 - Transfer needed to cover Amazon order	
11 - Instruction	-2,000.00
36 - Co Curricular Extracurricular	2,000.00
F000109415 - Justification for transfer- not all funds will be used, transfer to supplies.	
32 - Social Work Services	-500.00
41 - General Administration	500.00
F000109456 - Re-distributing funds to makeup for shortage in Title 1 budget.	
11 - Instruction	3,450.00
12 - Instructional Resources Media	-500.00
13 - Curriculum Development	-1,000.00
23 - School Leadership	-650.00
31 - Guidance Counseling Evaluation	-400.00
33 - Health Services	-400.00
52 - Security And Monitoring	-500.00
F000109467 - to put money in the right budget line	
11 - Instruction	-92.45
12 - Instructional Resources Media	92.45
31 - Guidance Counseling Evaluation	0.00
33 - Health Services	0.00
52 - Security And Monitoring	0.00
F000109486 - Transfer is needed for an increase in CutTime fees and Ensemble Block.	

11 - Instruction	-15,760.00
36 - Co Curricular Extracurricular	15,760.00
F000109487 - Transfer needed for the TIA assessment writers.	
13 - Curriculum Development	10,000.00
36 - Co Curricular Extracurricular	-10,000.00
F000109498 - Transfer needed for Amazon and Lowe's purchases for upcoming play	
11 - Instruction	-1,786.59
36 - Co Curricular Extracurricular	1,786.59
F000109504 - Transfer needed to purchase scripts for One Act Play Festival	
11 - Instruction	-141.90
36 - Co Curricular Extracurricular	141.90
F000109505 - Transfer needed to purchase royalties for the play "Pipeline"	
11 - Instruction	-195.00
36 - Co Curricular Extracurricular	195.00
F000109519 - to cover negative balances	
11 - Instruction	0.00
12 - Instructional Resources Media	0.00
F000109521 - Budget transfer needed for the TIA assessment writers	
13 - Curriculum Development	-7,000.00
36 - Co Curricular Extracurricular	7,000.00
F000109522 - Budget transfer needed for the TIA assessment writers	
13 - Curriculum Development	-10,000.00
36 - Co Curricular Extracurricular	10,000.00
F000109538 - Transfer needed to cover Nurse supplies and Community expenses - Brighter Bites volunteers	
11 - Instruction	-1,000.00
33 - Health Services	500.00
61 - Community Services	500.00
F000109539 - Transfer funds from various budget strings to cover deficits in other budget strings.	
11 - Instruction	0.00
12 - Instructional Resources Media	0.00
13 - Curriculum Development	0.00
23 - School Leadership	0.00
31 - Guidance Counseling Evaluation	0.00
36 - Co Curricular Extracurricular	0.00
52 - Security And Monitoring	0.00
FNB25-003 - BM: 250, 256, 257, 266, 271, 279, 295, 299, 310_SWAP_FILE_FY25	
11 - Instruction	0.00
13 - Curriculum Development	0.00
21 - Instructional Leadership	0.00
31 - Guidance Counseling Evaluation	0.00
32 - Social Work Services	0.00
33 - Health Services	0.00
36 - Co Curricular Extracurricular	0.00
41 - General Administration	0.00
51 - Plant, Maintenance & Operation	0.00
52 - Security And Monitoring	0.00
61 - Community Services	0.00
FNB25-012A - DONATION: 279-BHW William MacGill & Co's sponsor for nurses' professional development	
11 - Instruction	0.00
33 - Health Services	0.00
FNB25-015 - BM278, 327_SWAP_FILE_FY25	
11 - Instruction	-549,462.00

41 - General Administration	1,305,803.00
51 - Plant, Maintenance & Operation	-756,341.00
FNB25-018 - BM276: Moving funds using function 35	
11 - Instruction	-50,000.00
35 - Food Services	50,000.00
FNB25-019 - BM270-Org Dev: P-Card for Beth martinez was used to purchase food for NTO.	
13 - Curriculum Development	-2,166.75
41 - General Administration	2,166.75
FNB25-020 - BM292-Chief of Staff Transfer additional budget for translation and interpretation services	
11 - Instruction	0.00
41 - General Administration	0.00
FNB25-020A - BM292-Chief of Staff Transfer additional budget for translation and interpretation services	
11 - Instruction	-25,000.00
41 - General Administration	25,000.00
FNB25-021 - BM 256, 257, 266, 299 SWAP_FILE_FY25	
11 - Instruction	517,602.00
13 - Curriculum Development	-39,377.00
21 - Instructional Leadership	26,719.00
32 - Social Work Services	27,567.00
36 - Co Curricular Extracurricular	-140,268.00
41 - General Administration	-316,352.00
51 - Plant, Maintenance & Operation	-2,674.00
52 - Security And Monitoring	1,783.00
61 - Community Services	-75,000.00
FNB25-022 - BM295 FY25 SWAP FILE	
41 - General Administration	653.00
51 - Plant, Maintenance & Operation	-653.00
FNB25-023 - FOB key replacement unit #4197	
51 - Plant, Maintenance & Operation	25.00
52 - Security And Monitoring	-25.00
FNB25-024 - BM 250, 310, 320 SWAP_FILE_FY25	
41 - General Administration	1,359.00
51 - Plant, Maintenance & Operation	-226.00
61 - Community Services	-1,133.00
FNB25-025 - BM 271, 279, 311	
11 - Instruction	-73,985.00
13 - Curriculum Development	38,036.00
21 - Instructional Leadership	14,376.00
31 - Guidance Counseling Evaluation	-29,407.00
32 - Social Work Services	-8,024.00
33 - Health Services	47,794.00
36 - Co Curricular Extracurricular	14,586.00
51 - Plant, Maintenance & Operation	-3,376.00
FNB25-026 - Reimbursement for personal property	
11 - Instruction	-454.99
53 - Data Processing	454.99
Grand Total	0.00

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: 2025-26
Staffing
References: Board Policy CE (Legal)
District Goal 5
Department: Business and Finance

Recommendation

Consideration and approval of new positions in the General Fund required to open a new Elementary campus in 2025-26.

Summary

The District will open Ferndell Henry Elementary in the fall of 2025-26 school year; and as part of the planning process, the administration is requesting non-teaching positions needed in 2024-25 to prepare for the opening of the new campus. Upon Board approval, the positions are scheduled to start in the 2025 calendar year, with the school principal and other essential staff starting in January. The cost of the proposed positions is prorated based on their respective start date. The positions are detailed below:

Position Type	Effective Date	FTEs	Annual Cost (Including Benefits)	Prorated Cost (Including Benefits)
Ferndell Henry FTE Additions:				
Principal Elementary	Jan-25	1.00	\$135,036	\$69,220
Assistant Principal Elementary	Mar-25	1.00	102,512	32,218
Clerk IV Data & Attendance ES	Jan-25	1.00	46,525	23,041
Custodian Lead Elementary	Jan-25	1.00	57,429	22,972
Executive Assistant II	Jan-25	1.00	58,382	29,927
Receptionist (210)	Mar-25	1.00	36,404	11,441
Custodian Assistant Lead ES	May-25	1.00	47,232	7,811
Counselor Elementary	Mar-25	1.00	89,310	28,069
TOTAL		8.00	\$572,830	\$224,699

The net effect of the proposed staffing start-up for the new elementary campus is an increase of \$224,699 to 2024-25 expenditures in the General Fund. The District will maintain a 90-day fund balance reserve.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Financial Officer

Glenda Johnson
Chief Human Resources Officer

Andria Schur
Chief of Schools

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: Budget Amendment Regarding Use of 2023 Bond Program Contingency Funds
References: Board Policy CV (Local) District Goal 5
Department: Operations

Recommendation

Consideration and approval for the use of 2023 Bond Program Contingency as proposed by Administration.

Summary

HVAC-MEP East Central 1 (BP042) and HVAC-MEP East Central 2 (BP043) were identified as projects requiring funds. The 2023 Bond Program was established with an initial program contingency of \$5,000,000 intended to address unforeseen critical issues. The cumulative program contingency as of November 30, 2024, is \$50,742,763.65.

The 2023 Bond Program Contingency discussed above is a “working” program contingency account that fluctuates on a day-to-day basis as surplus budgeted funds are contributed to the account, or as the Board approves the use of available funds.

Administration recommends contributing \$2,500,000 of available funds from the Marshall HS Renovations (BP029) budget. Administration is also requesting approval to use \$2,000,000 of program contingency funds to supplement the HVAC-MEP East Central 1 (BP042) budget, and \$1,700,000 of program contingency funds to supplement the HVAC-MEP East Central 2 (BP043) budget.

Background

The program contingency is comprised of the initial approved contingency budget and any surplus budget from completed projects or amounts unspent due to a change of scope. The table below includes projects that will be recommended for approval at the December 16, 2024 Board meeting and reflects the projected 2023 Bond Program Contingency balance as of December 2024.

Description	Budget (Shortage)/Surplus
Cumulative program contingency as of November 30, 2024	\$50,742,763.65
<i>Contributions</i>	
BP029 Marshall HS Renovations	\$2,500,000.00
Contribution Sub-Total	\$2,500,000.00
Cumulative Program Contingency after Board Approval	\$53,242,763.65

<i>Uses</i>	
BP042 HVAC-MEP East Central 1	(\$2,000,000.00)
BP043 HVAC-MEP East Central 2	(\$1,700,000.00)
Use Sub-Total	(\$3,700,000.00)
Cumulative Program Contingency as of December 16, 2024	\$49,542,763.65

Recommended by:

Dr. Marc Smith
 Superintendent of Schools

Submitted by:

Dr. Damian Viltz
 Chief Operations Officer

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Construction Services for Marshall
High School Renovations (BP029)
References: Board Policy CV (Local)
District Goal 5
Department: Operations

Recommendation

Consideration and approval of a Construction Services Agreement with Prime Contractors, Inc. for Marshall High School Renovations (BP029) for a stipulated lump sum amount of \$18,269,000 and authorization for the Superintendent to negotiate and execute or terminate the agreements.

Summary

The 2023 Bond Program includes Marshall High School Renovations (BP029).

On June 26, 2023, the Board of Trustees (BOT) approved all project budgets for the 2023 Bond Program. The BOT also approved Pfluger Architects as the architect of record to design and prepare construction documents for Marshall High School Renovations (BP029).

The Competitive Sealed Proposal (CSP) solicitation (CSP 25-001KB) requested bids for the Marshall High School Renovations (BP029). Three firms responded to the CSP.

Design & Construction staff, in collaboration with the Director of Purchasing and Materials Management acting in an oversight capacity, evaluated the proposals using an evaluation team composed of FBISD staff members from the Design & Construction, Procurement, and Finance Departments.

The final ranking of the contractors is as follows:

Firm Name	CSP Score	Base Bid Amount
Prime Contractors, Inc.	85.90	\$19,000,000
Bass Construction	77.99	\$17,000,000
ICI Construction, Inc.	77.56	\$18,000,000

The bid amount received was under the original budget. Through negotiations with the general contractor and project team, staff is recommending acceptance of additive and deductive alternates for a total construction cost of \$18,269,000.

The detailed revised project budget for Marshall High School Renovations (BP029) is provided on the attached Exhibit 1.

CSP Contract	Package Number	Description	Revised Project Budget
CSP 25-001KB	BP029	Marshall High School Renovations	\$25,199,094.00

The negotiated contract amount will be funded with 2023 Bond Program Funds as detailed on the above table.

Upon Board approval, staff will negotiate the contract for Marshall High School Renovations (BP029) and work will begin in 1st quarter of 2025.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

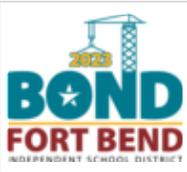
Dr. Damian Viltz
Chief Operations Officer

Tabulation Summary
 CSP 25-001KB BP029 Marshall High School Renovations

Vendor	Purchase Price (40 pts. max)	Offeror's Experience and Reputation, Past Experience with FBISD and other school districts (19 pts. max)	Quality of the offeror's goods and services, Quality of contractor's response in the proposal, Project Plan and Schedule (21 pts. max)	Offeror's safety record (5 pts max)	Offeror's proposed personnel (5 pts max)	Offeror's financial capability (5 pts max)	SBEP commitment (5pts max)	Proposer's Total Score (100 pts. max)
Prime Contractors, Inc.	37.73	15.30	17.05	2.70	3.90	4.22	5.00	85.90
Bass Construction Company, Inc.	40.00	11.10	13.10	2.73	2.35	3.71	5.00	77.99
ICI Construction, Inc.	36.61	14.28	12.95	2.80	2.50	4.42	4.00	77.56

CSP 25-001KB BP029 Marshall High School Renovations

	Evaluation Criteria (Government Code 2269)	Point System
1	The price; Section 2269.055.a (1) Total Proposed Pricing - Provides thoroughly developed, competitive pricing using the tables in Pricing Delivery information section of the CSP	40 points
2	Offeror's experience and reputation; Section 2269.055.a (2) Provides evidence of your experience in planning, staging and delivery of recent projects of similar scope and scale (14 pts)	19 points
	Past experience with FBISD and other school districts Provides a summary of nature of work, on time delivery and quality of work contracted with FBISD and/or other school districts and FBISD's assessment of the presented summary. (5 pts)	
3	Quality of the offeror's goods or services; Section 2269.055.a (3) Contractor's products should be new and be of the highest quality with an option to substitute for a company branded item of equivalent quality. (14pts)	21 points
	Quality of contractor's response in the proposal Effectively responds and processes all request for information and documentation included in this CSP (2pts)	
	Project Plan and schedule (5pts)	
4	Utilization of historically underutilized businesses; Section 2269.055.a (4)	N/A
5	Offeror's safety record; Section 2269.055.a (5) Provides a summary of Experience Modification Rate (EMR) for the last three years, as well as a summary of your company's safety policies and procedures	5 points
6	Offeror's proposed personnel; Section 2269.055.a (6) Proposed Personnel, personnel directly assigned to work on this project	5 points
7	Offeror's financial capability appropriate to the size and scope of the project; Section 2269.055.a (7) Provide proof of Insurance, financial stability and Letter of Surety from Bonding Company	5 points
8	SBE Commitment; CV (Local) 2017.04	5 points
	TOTAL	100



Project Summary
BP029 - Marshall HS Renovations
 Exhibit - 1

Description	A	B	C	D	E	F	G	H	I	TOTAL
Description	A/E Design Fees & Reimbursables	Design Contingency	Other Professional Services	Construction	Construction Contingency	FF&E	Site Development	Admin & Other Project Costs	Project Contingency	TOTAL
MARSHALL HIGH	\$1,757,985.00	\$332,135.00	\$1,144,796.00	\$18,828,302.00	\$2,772,679.00	\$250,000.00		\$1,000.00	\$112,197.00	\$25,199,094.00
TOTAL:	\$1,757,985.00	\$332,135.00	\$1,144,796.00	\$18,828,302.00	\$2,772,679.00	\$250,000.00		\$1,000.00	\$112,197.00	\$25,199,094.00

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Construction Services for HVAC MEP
East Central 1 Renovations and
Upgrades at Multiple Campuses (BP042)
References: Board Policy CV (Local)
District Goal 5
Department: Operations

Recommendation

Consideration and approval of a Construction Services Agreement with Prime Contractors for HVAC-MEP East Central 1 Renovations and Upgrades at Multiple Campuses (BP042), for a not-to-exceed amount of \$9,168,000 and authorization for the Superintendent to negotiate and execute or terminate the agreement.

Summary

The 2023 Bond Program includes HVAC-MEP East Central 1 Renovations and Upgrades at the following five campuses: Elkins HS, Fort Settlement MS, Missouri City MS, Quail Valley MS, and Ridge Point HS.

On June 26, 2023, the Board of Trustees (BOT) approved all project budgets for the 2023 Bond Program. The BOT also approved Pfluger Architects as the architect of record to design and prepare construction documents for East Central 1 Renovations and Upgrades at Multiple Campuses (BP042).

The Competitive Sealed Proposal (CSP) solicitation, CSP 24-074AL, requested bids for the HVAC-MEP East Central 1 Renovations and Upgrades at Multiple Campuses (BP042). Seven firms responded to the CSP 24-074AL.

Design & Construction staff, in collaboration with the Director of Purchasing and Materials Management acting in an oversight capacity, evaluated the proposals using an evaluation team composed of FBISD staff members from the Design & Construction, Procurement, and Finance Departments.

The final ranking of the contractor is as follows:

Firm Name	CSP Score	Base Bid Amount
Prime Contractors, Inc.	81.64	\$8,000,000
Jamail & Smith Construction, LP	76.88	\$7,500,000
E Contractors, LLC	73.93	\$6,000,000
ICI Construction, Inc.	72.33	\$8,300,000
Bass Construction	373 71.53	\$8,500,000

M Scott Construction, Inc.	62.83	\$8,179,000
American Mechanical Services	60.17	\$5,880,000

The bid amount received for this package exceeded the original approved construction budget. Through negotiations with the general contractor and project team, staff is recommending acceptance of additive and deductive alternates for a total not-to-exceed construction cost of \$9,168,000.

On December 16, 2024, staff will request approval to re-allocate available funding within BP042 from various categories and utilization of \$2,000,000 from Bond 2023 Program Contingency to cover construction cost for BP042 - HVAC – MEP East Central 1.

The detailed revised project budget for BP042 – HVAC - MEP East Central 1 is provided on the attached Exhibit 1.

CSP Contract	Package #	Description	Revised Project Budget
CSP 24-074AL	BP042	MEP East Central 1	\$11,468,247.00

The negotiated contract amount will be funded as part of the 2023 Bond Program Funds as detailed in the above table.

Upon Board approval, staff will negotiate the contract for the HVAC - MEP East Central 1 Renovations and Upgrades at Multiple Campuses (BP042) and will begin work summer 2025.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Dr. Damian Viltz
Chief Operations Officer

CSP 24-074AL BP042 – HVAC-MEP East Central 1

	Evaluation Criteria (Government Code 2269)	Point System
1	The price; Section 2269.055.a (1) Total Proposed Pricing - Provides thoroughly developed, competitive pricing using the tables in Pricing Delivery information section of the CSP	40 points
2	Offeror’s experience and reputation; Section 2269.055.a (2) Provides a summary of nature of work, on time delivery and quality of recent work contracted with FBISD and/or other school districts of similar scope and scale. (14 pts)	19 points
	Past experience with FBISD and other school districts Provides a summary of nature of work, on time delivery and quality of work contracted with FBISD and/or other school districts and FBISD’s assessment of the presented summary. (5 pts)	
3	Quality of the offeror’s goods or services; Section 2269.055.a (3) Contractor’s products should be new and be of the highest quality with an option to substitute for a company branded item of equivalent quality. (14pts)	21 points
	Quality of contractor’s response in the proposal Effectively responds and processes all request for information and documentation included in this CSP (2pts)	
	Project Plan and schedule (5pts)	
4	Utilization of historically underutilized businesses; Section 2269.055.a (4)	N/A
5	Offeror’s safety record; Section 2269.055.a (5) Provides a summary of Experience Modification Rate (EMR) for the last three years, as well as a summary of your company’s safety policies and procedures	5 points
6	Offeror’s proposed personnel; Section 2269.055.a (6) Proposed Personnel, personnel directly assigned to work on this project	5 points
7	Offeror’s financial capability appropriate to the size and scope of the project; Section 2269.055.a (7) Provide proof of Insurance, financial stability and Letter of Surety from Bonding Company	5 points
8	SBE Commitment; CV (Local) 2017.04	5 points
	TOTAL	100 points

Tabulation Summary
 CSP 24-074AL BP042 – HVAC-MEP East Central 1

Vendor	Purchase Price (40 pts. max)	Offeror's Experience and Reputation, Past Experience with FBISD and other school districts (19 pts. max)	Quality of the offeror's goods and services, Quality of contractor's response in the proposal, Project Plan and Schedule (21 pts. max)	Offeror's safety record (5 pts max)	Offeror's proposed personnel (5 pts max)	Offeror's financial capability (5 pts max)	SBEP commitment (5pts max)	Proposer's Total Score (100 pts. max)
Prime Contractors, Inc.	31.41	15.00	18.75	3.28	3.90	4.30	5.00	81.64
Jamail & Smith Construction, LP	32.01	13.16	16.65	2.60	3.15	4.31	5.00	76.88
E Contractors, LLC	33.25	12.64	15.25	1.78	2.50	3.51	5.00	73.93
ICI Construction, Inc	28.52	13.41	15.20	2.75	2.95	4.50	5.00	72.33
Bass Construction Co., Inc.	29.06	11.86	15.50	2.75	3.40	3.96	5.00	71.53
M Scott Construction, Inc.	28.41	13.11	15.55	0.25	2.90	2.11	0.50	62.83
American Mechanical Services	40.00	3.63	8.55	0.83	2.40	3.27	1.50	60.17

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Project Summary
BP042 - HVAC - MEP East Central 1
 Exhibit - 1

Description	A A/E Design Fees & Reimbursables	B Design Contingency	C Other Professional Services	D Construction	E Construction Contingency	F FF&E	G Site Development	H Admin & Other Project Costs	I Project Contingency	TOTAL
ELKINS HIGH	\$224,867.00	\$35,750.00	\$79,092.00	\$3,094,779.00	\$292,510.00					\$3,726,998.00
FORT SETTLEMENT MIDDLE	\$58,940.00	\$9,371.00	\$20,730.00	\$1,106,338.00	\$76,670.00					\$1,272,049.00
MISSOURI CITY MIDDLE	\$42,447.00	\$6,748.00	\$14,930.00	\$908,679.00	\$55,215.00					\$1,028,019.00
QUAIL VALLEY MIDDLE	\$206,125.00	\$32,770.00	\$72,501.00	\$2,870,181.00	\$268,130.00					\$3,449,707.00
RIDGE POINT HIGH	\$107,565.00	\$17,101.00	\$37,833.00	\$1,689,053.00	\$139,922.00					\$1,991,474.00
TOTAL:	\$639,944.00	\$101,740.00	\$225,086.00	\$9,669,030.00	\$832,447.00					\$11,468,247.00

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Construction Services for HVAC-MEP
East Central 2 Renovations and
Upgrades at Multiple Campuses
(BP043)
References: Board Policy CV (Local)
District Goal 5
Department: Operations

Recommendation

Consideration and approval of a Construction Services Agreement with M Scott Construction, Inc. for HVAC-MEP East Central 2 Renovations and Upgrades at Multiple Campuses (BP043), for a not-to-exceed amount of \$9,294,000 and authorization for the Superintendent to negotiate and execute or terminate the agreements.

Summary

The 2023 Bond Program includes HVAC-MEP East Central 2 Renovations and Upgrades (BP043) at the following 12 campuses: Armstrong ES, Austin Parkway ES, Commonwealth ES, Glover ES, Highlands ES, Jones ES, Lantern Lane ES, Lexington Creek ES, Palmer ES, Quail Valley ES, Settlers Way ES, and Sullivan ES.

On June 26, 2023, the BOT approved all project budgets for the 2023 Bond Program. The BOT also approved DLR Group as the architect of record to design and prepare construction documents for HVAC-MEP East Central 2 Renovations and Upgrades at Multiple Campuses (BP043).

The Competitive Sealed Proposal (CSP) solicitation, CSP 24-068KB, requested bids for the HVAC-MEP East Central 2 Renovations and Upgrades at Multiple Campuses. Five firms responded to the CSP and one firm submitted a No Response Form and was eliminated by FBISD Purchasing.

Design & Construction staff, in collaboration with the Director of Purchasing and Materials Management acting in an oversight capacity, evaluated the proposals using an evaluation team composed of FBISD staff members from the Design & Construction, Procurement, and Finance Departments.

The final ranking of the contractor is as follows:

Firm Name	CSP Score	Base Bid Amount
M Scott Construction	80.59	\$8,500,000
E Contractors LLC	78.42	\$7,900,000
Bass Construction Company	³⁷⁸ 77.82	\$8,500,000

Prime Contractors, Inc.	73.25	\$10,000,000
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The bid amount received for this package came in above the originally approved project budget. Through negotiations with the general contractor and project team, staff is recommending acceptance of additive and deductive alternates for a total construction cost of \$9,294,000.

On December 2, 2024, staff will request utilization of \$1,700,000 from Bond 2023 Program Contingency to cover construction and other professional services for HVAC-MEP East Central 2 Renovations and Upgrades at Multiple Campuses (BP043).

The detailed revised project budget for BP043 – HVAC - MEP East Central 2 Renovations and Upgrades at Multiple Campuses is provided on the attached Exhibit 1.

CSP Contract	Package #	Description	Revised Project Budget
CSP 24-068KB	BP043	HVAC-MEP East Central 2	\$11,827,916.00

The negotiated contract amount will be funded with the 2023 Bond Program Funds as detailed on the above table.

Upon Board approval, staff will negotiate the contract for the HVAC-MEP East Central 2 Renovations and Upgrades at Multiple Campuses (BP043), and will begin work summer 2025.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Dr. Damian Viltz
Chief Operations Officer

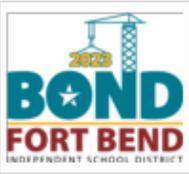
CSP 24-068KB BP043 HVAC-MEP East Central 2 Renovations and Upgrades at Multiple Campuses

	Evaluation Criteria (Government Code 2269)	Point System
1	The price; Section 2269.055.a (1) Total Proposed Pricing - Provides thoroughly developed, competitive pricing using the tables in Pricing Delivery information section of the CSP	40 points
2	Offeror's experience and reputation; Section 2269.055.a (2) Provides evidence of your experience in planning, staging and delivery of recent projects of similar scope and scale (14 pts)	19 points
	Past experience with FBISD and other school districts Provides a summary of nature of work, on time delivery and quality of work contracted with FBISD and/or other school districts and FBISD's assessment of the presented summary. (5 pts)	
3	Quality of the offeror's goods or services; Section 2269.055.a (3) Contractor's products should be new and be of the highest quality with an option to substitute for a company branded item of equivalent quality. (14pts)	21 points
	Quality of contractor's response in the proposal Effectively responds and processes all request for information and documentation included in this CSP (2pts)	
	Project Plan and schedule (5pts)	
4	Utilization of historically underutilized businesses; Section 2269.055.a (4)	N/A
5	Offeror's safety record; Section 2269.055.a (5) Provides a summary of Experience Modification Rate (EMR) for the last three years, as well as a summary of your company's safety policies and procedures	5 points
6	Offeror's proposed personnel; Section 2269.055.a (6) Proposed Personnel, personnel directly assigned to work on this project	5 points
7	Offeror's financial capability appropriate to the size and scope of the project; Section 2269.055.a (7) Provide proof of Insurance, financial stability and Letter of Surety from Bonding Company	5 points
8	SBE Commitment; CV (Local) 2017.04	5 points
	TOTAL	100

Tabulation Summary
 CSP 24-068KB BP043 HVAC-MEP East Central Zone 2

Vendor	Purchase Price (40 pts. max)	Offeror's Experience and Reputation, Past Experience with FBISD and other school districts (19 pts. max)	Quality of the offeror's goods and services, Quality of contractor's response in the proposal, Project Plan and Schedule (21 pts. max)	Offeror's safety record (5 pts max)	Offeror's proposed personnel (5 pts max)	Offeror's financial capability (5 pts max)	SBEP commitment (5pts max)	Proposer's Total Score (100 pts. max)
M Scott Construction	40.00	13.48	15.35	1.58	3.10	2.09	5.00	80.59
E Contractors LLC	36.99	14.64	13.65	1.95	2.95	3.49	4.75	78.42
Bass Construction Company, Inc.	34.68	12.63	14.95	2.75	3.95	3.86	5.00	77.82
Prime Contractors, Inc.	26.92	14.20	18.25	2.93	4.25	4.21	2.50	73.25

*Key Construction was deemed Non Responsive



Project Summary
BP043 - HVAC - MEP East Central 2
 Exhibit - 1

Description	A A/E Design Fees & Reimbursables	B Design Contingency	C Other Professional Services	D Construction	E Construction Contingency	F FF&E	G Site Development	H Admin & Other Project Costs	I Project Contingency	TOTAL
ARMSTRONG ELEMENTARY	\$65,399.00	\$16,822.00	\$22,682.00	\$783,243.00	\$104,769.00				\$7,501.00	\$1,000,416.00
AUSTIN PARKWAY ELEMENTARY	\$55,415.00	\$15,234.00	\$17,933.00	\$667,284.00	\$89,694.00				\$7,138.00	\$852,698.00
COMMONWEALTH ELEMENTARY	\$89,311.00	\$20,623.00	\$29,140.00	\$1,060,968.00	\$140,873.00				\$13,292.00	\$1,354,207.00
GLOVER ELEMENTARY	\$52,061.00	\$14,701.00	\$16,038.00	\$628,334.00	\$84,631.00				\$7,315.00	\$803,080.00
HIGHLANDS ELEMENTARY	\$173,913.00	\$34,073.00	\$58,896.00	\$2,043,566.00	\$268,611.00				\$25,194.00	\$2,604,253.00
JONES ELEMENTARY	\$12,594.00	\$8,427.00	\$3,245.00	\$169,943.00	\$25,010.00				\$983.00	\$220,202.00
LANTERN LANE ELEMENTARY	\$94,630.00	\$21,469.00	\$31,011.00	\$1,281,328.00	\$148,904.00				\$14,144.00	\$1,591,486.00
LEXINGTON CREEK ELEMENTARY	\$19,355.00	\$9,502.00	\$5,696.00	\$248,475.00	\$35,249.00				\$907.00	\$319,184.00
PALMER ELEMENTARY	\$31,526.00	\$11,436.00	\$10,908.00	\$389,831.00	\$53,626.00				\$1,928.00	\$499,255.00
QUAIL VALLEY ELEMENTARY	\$46,098.00	\$13,753.00	\$15,650.00	\$559,073.00	\$75,627.00				\$4,649.00	\$714,850.00
SETTLERS WAY ELEMENTARY	\$113,720.00	\$24,502.00	\$38,407.00	\$1,344,363.00	\$177,715.00				\$16,521.00	\$1,715,228.00
SULLIVAN ELEMENTARY	\$8,086.00	\$7,716.00	\$1,333.00	\$117,592.00	\$18,066.00				\$264.00	\$153,057.00
TOTAL:	\$762,108.00	\$198,258.00	\$250,939.00	\$9,294,000.00	\$1,222,775.00				\$99,836.00	\$11,827,916.00

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Donations Over \$50K
References: Board Policy GNC (Legal)
District Goal 5
Department: Business and Finance

Recommendation

Consideration and approval of cash and non-cash donations.

Summary

Per Board Policy, the Board of Trustees will approve all District donations valued at \$50,000 or more.

Cash Donations to the District in Excess of \$50,000 for Acceptance by the Board of Trustees:

- None

Non-Cash Donations in Excess of \$50,000 for Acceptance by the Board of Trustees:

- COO: \$75,000 – Fluor Engineering, Procurement and Construction donation of office furniture consisting of workstations and chairs for District administration offices.

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Bryan Guinn
Chief Operations Officer

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval:
Concealed Weapons Detection
(Increase)
Reference: District Goal 5
Department: Police

Recommendation

Consideration and approval to increase the existing contract awarded under 23-002AR Concealed Weapons Detection by \$851,991 for a total not to exceed amount of \$976,991 to continue purchasing Concealed Weapons Detection equipment through May 2027.

Summary

The Police Department is requesting an increase to the existing contract awarded under 23-002AR Concealed Weapons Detection equipment. On July 25, 2022, the Board approved Concealed Weapons Detection with an initial expenditure amount not to exceed \$125,000 through May 2027 to purchase concealed weapons detection equipment to help ensure the safety, staff, and community members at athletic events. Since then, eight (8) concealed weapons detection systems have been deployed at the entrances of large athletic events to deter and detect weapons entering a facility. The existing units have also been used at graduations, proving to be a valuable tool in maintaining the safety and security at venues.

The additional fifty (50) systems will be deployed in the following order: two (2) at each high school, one (1) at each middle school, two (2) at MR Wood to replace their outdated unit, and eight (8) additional units for athletic events. Providing secondary schools with these units greatly enhances their ability to deter and detect weapons on campus in a timely manner. The District was awarded funding through the School Safety Standards Formula Grant that will cover the cost of purchasing the additional concealed weapons detection equipment.

Background

Expenditures in 2023-24 were \$124,269. The contract balance remaining under the current Board authorization is \$730. The expenditures are not expected to exceed \$976,991 through May 2027. Funding for the increase of \$851,991 is included in the budget.

Requested by:	David Rider, Chief of Police
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	Bryan Guinn, Chief Financial Officer
Vendor:	Communication Technologies Inc. ***
Budget Sources:	Grant Funds
Amount:	Not to exceed \$976,991
Other Supporting Information	
Sole Source:	N/A
Number of vendors contacted by Purchasing:	N/A
Number of vendors downloaded the solicitation:	N/A
Number of responses received:	N/A
Number of "no bid" responses received:	N/A
Length of commitment:	Through May 2027
Last solicitation date:	N/A
Supporting documents:	N/A
Disclosure under Board Policy CH, CV, or DBD (Local):	None

*** Previously awarded a contract of the same scope with the District

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

David Rider
Chief of Police

Bryan Guinn
Chief Financial Officer

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: Band
Uniforms and Related Items –
Hightower High School (COOP)
Reference: District Goal 5
Department: Fine Arts

Recommendation

Consideration and approval for the purchase of band uniforms and related items from Fred J. Miller, Inc. through the Buy Board cooperative contract for an amount not to exceed \$109,884 and authorization for the Superintendent to negotiate and execute the agreement through May 2025.

Summary

On February 8, 2024, Fort Bend ISD issued RFQuote 24-036KB Band Uniforms and Related Items for Hightower High School. The quote requested pricing for a custom design set of marching band and drum major uniforms which includes custom jackets, bib pants, headgear, and uniform accessories for the band and drum majors.

To provide an equitable learning environment and support the implementation of the District's high school band curriculum, the District provides marching band uniforms to each new high school band program and replaces uniforms at existing high schools on a 10-year rotational schedule. Marching band uniforms are required for students to participate in performances such as high school football games and parades, as well as to compete successfully at the University Interscholastic League (UIL) Marching Contest and other regional, state, and national marching band competitions.

Finance and Fine Arts Departments and campus staff from Hightower High School evaluated the proposals and the custom design uniform samples submitted. The committee determined the vendor selected offers the best value to the District. The purchase will include approximately 175 complete uniforms and four (4) drum major uniforms.

Background

Expenditures in 2023-24 were \$108,900 for the Kempner High School band program (General Fund). Expenditures for Hightower High School band uniforms are not expected to exceed \$109,884 through May 31, 2025. Funding is included in the Fine Arts budget.

Requested by:	Dr. Jaretha Jordan, Deputy Superintendent of Teaching and Learning Bryan Guinn, Chief Financial Officer	
Vendor:	Fred J. Miller, Inc.***	
Budget Sources:	General Fund	
Amount:	Not to Exceed \$109,884 through May 2025	
Other Supporting Information		
Sole Source:	N/A	
Number of vendors contacted by Purchasing:	6	
Number of vendors downloaded the solicitation:	5	
Number of responses received:	3	
Number of "no bid" responses received:	1	
Length of commitment:	Through May 2025	
Last solicitation date:	December 11, 2023	
Supporting documents:	Evaluation Summary and Criteria	
Disclosure under Board Policy CH, CV, or DBD (Local):	None	

*** Previously awarded a contract of the same scope with the District

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Dr. Jaretha Jordan
Deputy Superintendent of Teaching and Learning

Bryan Guinn
Chief Financial Officer

RFQuote 24-036KB Band Uniforms and Related Items – Hightower High School

	Evaluation Criteria	Point System
1	<p>Purchase Price</p> <ul style="list-style-type: none"> Proposal should offer a fair and reasonable price for items and services to be procured by Fort Bend ISD. Pricing will be calculated using the BidTable in this document. 	45 points
2	<p>Reputation of the Vendor and of the Vendor’s Goods or Services</p> <ul style="list-style-type: none"> Vendor should have a solid reputation with other ISD’s, Government or Collegiate entities that show a high level of customer service, a high level of quality of goods or services. (References will be contacted via e-mail with a deadline. If no response is received by the deadline, there will be points deducted in this section.) 	5 points
3	<p>Quality of the Vendor’s Goods or Services</p> <ul style="list-style-type: none"> Vendor’s products should be new and be of the highest quality Design of custom uniform Quality of material in sample Service capabilities 	40 points
4	<p>Extent to Which the Goods or Services Meet the District’s Needs</p> <ul style="list-style-type: none"> Vendor provides custom designed sample, per specifications 	5 points
5	<p>Vendor’s Past Relationship with the District or Any District or Government Entity</p> <p>For reference, the vendor shall list the following:</p> <ul style="list-style-type: none"> Past projects or contracts similar service vendor has had with the District Past projects or contracts similar service vendor has had with any K-12 Districts similar sized or larger Past projects or contracts of similar service vendor has had with any business or universities the size of our district 	5 points
	TOTAL	100 points

Tabulation Summary
 RFQuote 24-036KB Band Uniforms and Related Items - Hightower High School

Vendor	Purchase Price (45 pts. Max)	Reputation of Vendor and Vendor's Goods and Services (5 pts. Max)	Quality of Vendors Goods and Services (40 pts. Max)	Extent to Which the Goods or Services Meet the Needs of the District (5 pts. Max)	Vendors Past Relationship with the District (5 pts. Max)	Proposer's Total Score (100 pts. Max)	Proposer's Ranking
Fred J. Miller, Inc.	40.02	4.00	39.50	5.00	5.00	93.52	1
Stanbury Uniforms LLC	45.00	2.00	18.25	3.00	4.00	72.25	2
DeMoulin Brothers & Company	36.52	1.00	20.25	3.50	4.25	65.52	3

For: Fort Bend ISD Board of Trustees
Date: December 16, 2024
Action: Consideration and Approval: Band
Uniforms and Related Items –
Willowridge High School (COOP)
Reference: District Goal 5
Department: Fine Arts

Recommendation

Consideration and approval for the purchase of band uniforms and related items from DeMoulin Brothers and Company through Buy Board cooperative contract for an amount not to exceed \$106,989 and authorization for the Superintendent to negotiate and execute the agreement through May 2025.

Summary

On February 8, 2024, Fort Bend ISD issued RFQuote 24-037KB Band Uniforms and Related Items for Willowridge High School. The quote requested pricing for a custom design set of marching band and drum major uniforms which includes custom jackets, bib pants, headgear, and uniform accessories for the band and drum majors.

To provide an equitable learning environment and support the implementation of the District's high school band curriculum, the District provides marching band uniforms to each new high school band program and replaces uniforms at existing high schools on a 10-year rotational schedule. Marching band uniforms are required for students to participate in performances such as high school football games and parades, as well as to compete successfully at the University Interscholastic League (UIL) Marching Contest and other regional, state, and national marching band competitions.

An evaluation team comprised of Fort Bend ISD staff members from the Business and Finance and Fine Arts Departments and campus staff from Willowridge High School evaluated the proposals and custom design uniform samples. The committee determined the vendor selected offers the best value to the District. The purchase will include approximately 145 complete uniforms and five (5) drum major uniforms.

Background

Expenditures in 2023-24 were \$108,900 for the Kempner High School band program (General Fund). Expenditures for Willowridge High School band uniforms are not expected to exceed \$106,989 through May 31, 2025. Funding is included in the Fine Arts budget.

Requested by:	Dr. Jaretha Jordan, Deputy Superintendent of Teaching and Learning Bryan Guinn, Chief Financial Officer	
Vendor:	DeMoulin Brothers and Company ***	
Budget Sources:	General Fund	
Amount:	Not to Exceed \$106,989 through May 2025	
Other Supporting Information		
Sole Source:	N/A	
Number of vendors contacted by Purchasing:	6	
Number of vendors downloaded the solicitation:	5	
Number of responses received:	3	
Number of "no bid" responses received:	1	
Length of commitment:	Through May 2025	
Last solicitation date:	December 11, 2023	
Supporting documents:	Evaluation Summary and Criteria	
Disclosure under Board Policy CH, CV, or DBD (Local):	None	

*** Previously awarded a contract of the same scope with the District

Recommended by:

Dr. Marc Smith
Superintendent of Schools

Submitted by:

Dr. Jaretha Jordan
Deputy Superintendent of Teaching and Learning

Bryan Guinn
Chief Financial Officer

RFQuote 24-037KB Band Uniforms and Related Items – Willowridge High School

	Evaluation Criteria	Point System
1	<p>Purchase Price</p> <ul style="list-style-type: none"> • Proposal should offer a fair and reasonable price for items and services to be procured by Fort Bend ISD. Pricing will be calculated using the BidTable in this document. 	45 points
2	<p>Reputation of the Vendor and of the Vendor’s Goods or Services</p> <ul style="list-style-type: none"> • Vendor should have a solid reputation with other ISD’s, government or collegiate entities that show a high level of customer service, a high level of quality of goods or services. (References will be contacted via e-mail with a deadline. If no response is received by the deadline, there will be points deducted in this section.) 	5 points
3	<p>Quality of the Vendor’s Goods or Services</p> <ul style="list-style-type: none"> • Vendor’s products should be new and be of the highest quality • Design of custom uniform • Quality of material in sample • Service capabilities 	40 points
4	<p>Extent to Which the Goods or Services Meet the District’s Needs</p> <ul style="list-style-type: none"> • Vendor provides custom designed sample, per specifications 	5 points
5	<p>Vendor’s Past Relationship with the District or Any District or Government Entity</p> <p>For reference, the vendor shall list the following:</p> <ul style="list-style-type: none"> • Past projects or contracts for similar service the vendor has had with the District • Past projects or contracts for similar service the vendor has had with any K-12 Districts of similar size or larger • Past projects or contracts similar service vendor has had with any business or universities the size of our district 	5 points
	TOTAL	100 points

Tabulation Summary
 RFQuote 24-037KB Band Uniforms and Related Items - Willowridge High School

Vendor	Purchase Price (45 pts. Max)	Reputation of Vendor's Goods and Services (5 pts. Max)	Quality of Vendor's Goods and Services (40 pts. Max)	Extent to which the Goods or Services Meet the Needs of the District (5 pts. Max)	Vendor's Past Relationship with the District (5 pts. Max)	Proposer's Total Score (100 pts. Max)	Proposer's Ranking
DeMoulin Brothers & Company	29.45	1.00	40.00	5.00	5.00	80.45	1
Fred J. Miller, Inc.	45.00	4.00	21.67	4.67	5.00	80.34	2
Stanbury Uniforms LLC	38.42	2.00	25.00	5.00	5.00	75.42	3

For: Fort Bend ISD
Date: December 16, 2024
Action: Information and Discussion

Summary

Beginning December 2024, it will be the Board's practice to discuss future meeting dates and agenda items at each Regular Business meeting of the Board of Trustees. As of the date this agenda was prepared, the following meetings are planned, along with the tentative agenda items listed (in addition to routine agenda items).

January 2025

- Information Items
 - PASA Annual Demographic Report
 - 2025-26 FBISD Instructional Calendar
 - Special Education Update
 - Bond Update
- Consideration and Possible Action
 - Board Goals
 - 2025-26 FBISD Instructional Calendar
 - Order of Election

February 2025

- Information Items
 - MOY Literature, Math, Science, and December EOC Retest
 - Bond Update
- Consideration and Possible Action
 - District Improvement Plan Performance Objectives
 - TPIA Non-Business Days
 - Administrative Contracts

Upcoming Reports and Major Agenda Items

- Long Range Boundary Planning Update
- TAPR Public Hearing
- Campus Improvement Plan Performance Objectives
- Attendance Boundary for Ferndell Henry ES
- Employee Contract Renewal/Non-Renewal