

RESOLUTION NO. R-11B-24

A RESOLUTION BY THE CITY COUNCIL OF THE CITY OF CROCKETT, TEXAS PROVIDING FOR THE REPLACEMENT OF THE ESCROW/DEPOSITORY/REGISTRAR BANK FOR THE CITY OF CROCKETT, TEXAS, REVENUE BONDS, SERIES 2019A AND THE CITY OF CROCKETT, TEXAS, REVENUE BONDS, SERIES 2019B; APPROVING THE FORM AND SUBSTANCE OF RELATED DOCUMENTS; AUTHORIZING CITY OFFICIALS TO EXECUTE NOTICES AND AGREEMENTS RELATED THERETO; AND APPROVING OTHER MATTERS RELATED THERETO

THE STATE OF TEXAS	§
COUNTY OF HOUSTON	§
CITY OF CROCKETT	§

WHEREAS, the City Council of Crockett, Texas, (the “City”) has previously issued its Revenue Bonds, Series 2019A and Revenue Bonds, Series 2019B (collectively, the “**Bonds**”), pursuant to Ordinance No. [O-06-19], adopted June 17, 2019, as amended by Ordinance No. O-06-21, adopted June 7, 2021; and Ordinance No. [O-06B-19], adopted June 17, 2019, as amended by Ordinance No. O-06B-21, adopted June 7, 2021, respectively (collectively, the “**Ordinances**”); and

WHEREAS, portions of the Bonds remain outstanding; and

WHEREAS, Wilmington Trust, National Association (“**Wilmington Trust**”) was appointed as the initial Escrow/Depository/Registrar Bank (as defined in the Ordinances) for the Bonds (the “**EDR Bank**”); and

WHEREAS, pursuant to Section 5.3 of the Ordinances, the Mayor, as authorized representative of the City, entered into such Escrow/Depository/Registrar Bank Agreements (as defined in the Ordinances) with Wilmington Trust; and

WHEREAS, the City Council of the City (the “City Council”) desires to terminate the appointment of Wilmington Trust as the EDR Bank and appoint BOKF, NA as the successor EDR Bank for the Bonds; and

WHEREAS, Section 5.4 of the Ordinances authorizes the City to terminate the appointment of any EDR Bank by (i) giving to such EDR Bank 45 days’ written notice of the termination of the appointment and of the Escrow/Depository/Registrar Bank Agreement (the “**Notice of Termination**”), and (ii) appointing a successor EDR Bank, 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; and

WHEREAS, Section 5.5 of the Ordinances requires the City to promptly notify each owner of the Bonds upon a change in the entity serving as EDR Bank; and

WHEREAS, the meeting at which this Resolution 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 RESOLVED BY THE CITY COUNCIL OF THE CITY OF CROCKETT, TEXAS:

1. Incorporation of Preamble. The findings, determinations, definitions and recitations set out in the preamble to this resolution are found to be true and correct and are hereby adopted by the City Council and made a part hereof for all purposes.
2. Termination of Wilmington Trust and Approval of BOKF, NA as Successor EDR Bank. The City hereby approves the termination of Wilmington Trust as EDR Bank for the Bonds and the appointment of BOKF, NA as successor EDR Bank for the Bonds.
3. Authorization of Notice of Termination. The City Administrator is hereby authorized to execute and send a Notice of Termination to Wilmington Trust.
4. Approval of Paying Agent/Registrar Agreements. The Paying Agent/Registrar Agreements between the City and BOKF, NA in substantially the forms presented to City Council are authorized and approved; the Mayor, as authorized representative of the City, is hereby authorized to execute such Agreements on behalf of the City; and the City Secretary is hereby authorized to attest to such Agreements.
5. Approval of Notice to Bondholders. The City Administrator, City Secretary and the other appropriate officers of the City are hereby authorized to send notice of the change in the entity serving as EDR Bank to each Owner (as such term is defined in the Ordinances) of the Bonds, pursuant to Section 5.5 of the Ordinances.
6. Other Actions. The Mayor, the City Secretary of the City and the other appropriate officers of the City are hereby authorized, jointly and severally, to execute and deliver such notices, instruments, documents or papers necessary and advisable to carry out the intent and purpose of this resolution.
7. Effective Date. This Resolution shall become effective immediately after its adoption.

[Execution Page Follows]

PASSED, APPROVED and EFFECTIVE on this the 18th of November, 2024.

City Secretary
City of Crockett, Texas

Mayor
City of Crockett, Texas

[SEAL]

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
COUNTY OF HOUSTON §

I, the undersigned officer of the City Council of the City of Crockett, Texas, hereby certify as follows:

1. The City Council of the City of Crockett, Texas, convened in a regular meeting on the 18th day of November, 2024, and the roll was called of the duly constituted officers and members of said City Council, to wit:

Dr. Ianthia Fisher	Mayor
Mike Marsh	Mayor Pro Tem and Council Member, Precinct 5
Dennis Ivey	Council Member, Precinct 1
Darrell Jay Jones	Council Member, Precinct 2
NaTrenia Hicks	Council Member, Precinct 3
Elbert Johnson	Council Member, Precinct 4

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

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was duly introduced for the consideration of said City Council. It was then duly moved and seconded that said resolution be adopted; and, after due discussion, said motion, carrying with it the adoption of said resolution, 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 above abstained from voting.

2. A true, full and correct copy of the aforesaid resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that said resolution has been duly recorded in said City Council's minutes of said meeting; that the above and foregoing paragraph is a true, full and correct excerpt from said City Council's minutes of said meeting pertaining to the adoption of said resolution; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said City Council as indicated therein; that each of the officers and members of said City Council was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that said resolution 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 Chapter 551, Texas Government Code.

SIGNED AND SEALED this 18th day of November, 2024.

[SEAL]

City Secretary
City of Crockett, Texas