

RESOLUTION NO. 2021-26

**A RESOLUTION OF THE CITY OF MANOR, TEXAS APPROVING
AND AUTHORIZING THE FIRST AMENDMENT TO THE INDENTURE OF TRUST**

WHEREAS, the City of Manor, Texas (the "City"), pursuant to and in accordance with the terms, provisions and requirements of the Public Improvement District Assessment Act, Chapter 372, Texas Local Government Code (the "PID Act"), authorized the creation of the "Manor Heights Public Improvement District" (the "District") pursuant to Resolution No. 2018-10 adopted by the Manor City Council (the "City Council") on November 7, 2018; and

WHEREAS, in connection with the issuance of the "City of Manor, Texas Special Assessment Revenue Bonds, Series 2021 (Manor Heights Public Improvement District Major Improvement Area Project)" (the "Bonds"), on May 5, 2021, by Ordinance No. 610, the City Council approved entering into the Indenture of Trust, by and between the City and UMB Bank, N.A., as Trustee, dated May 1, 2021 (the "Indenture"); and

WHEREAS, the City wishes to amend the Indenture to make the processes for the deposit of collected District assessment revenues with the Trustee more efficient by authorizing the Trustee to accept deposit of such collected funds directly from Travis County, who collects such revenues on behalf of the City; and

WHEREAS, such amendments to the Indenture, which are as stated in and made by the First Amendment to the Indenture, a copy of which is attached to this Resolution as Exhibit "A," creates an additional fund under the Indenture; and

WHEREAS, this Resolution and the First Amendment to the Indenture approved by it, are in furtherance of the intentions of the parties to, and are permitted by and in compliance with, the Indenture; and

WHEREAS, the City Council intends to approve the forms, term, and/or provisions of the First Amendment to the Indenture by and between the City and the Trustee; and

WHEREAS, the meeting at which this Resolution is 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, as amended.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF MANOR, TEXAS:

Section 1. Findings. The findings and determinations set forth in the preamble hereof are hereby incorporated by reference for all purposes as if set forth in full herein. Capitalized terms used in this Resolution and not otherwise defined herein shall have the meanings assigned to them in the Indenture of Trust.

Section 2. Approval of First Amendment to Indenture of Trust. The First Amendment to the Indenture (the "First Amendment to the Indenture"), between the City of Manor, Texas and UMB Bank, N.A., is hereby approved in substantially the form attached hereto as Exhibit A, and the Mayor of the City is hereby authorized and directed to execute and deliver the First Amendment to the Indenture, with such changes as may be required by the Mayor to carry out the purposes of this Resolution, such approval to be evidenced by the execution thereof. The Mayor's signature on the First Amendment to the Indenture may be attested by the City Secretary.

Section 3. Additional Actions. The Mayor, Finance Director, City Manager, and City Secretary of the City are hereby authorized and directed to take all actions on behalf of the City necessary or desirable to carry out the intent and purposes of this Resolution. The Mayor, Finance Director, City Manager, and City Secretary of the City are hereby directed to execute and deliver any and all certificates, agreements, notices, instruction letters, requisitions, and other documents which may be necessary or advisable in the carrying out of the purposes and intent of this Resolution.

Section 4. Governing Law. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 5. Effect of Headings. The section headings herein are for convenience only and shall not affect the construction hereof.

Section 6. Severability. If any provision of this Resolution or the application thereof to any circumstance shall be held to be invalid, the remainder of this Resolution or the application thereof to other circumstances shall nevertheless be valid, and this governing body hereby declares that this Resolution would have been enacted without such invalid provision.

Section 7. Construction of Terms. If appropriate in the context of this Resolution, words of the singular number shall be considered to include the plural, words of the plural number shall be considered to include the singular, and words of the masculine, feminine or neuter gender shall be considered to include the other genders.

[Execution page follows.]

PASSED AND APPROVED on the 1st day of December, 2021.

Dr. Christopher Harvey
Mayor, City of Manor, Texas

ATTEST:

Lluvia T. Almaraz
City Secretary

EXHIBIT A

FIRST AMENDMENT TO THE INDENTURE OF TRUST