

The following resolution was offered by Brandon Hamell seconded by Scott Newton:

RESOLUTION

A resolution giving preliminary approval to the issuance of not exceeding Three Million Dollars (\$3,000,000) of Limited Tax Bonds of St. Tammany Parish Recreation District No. 11, State of Louisiana; providing certain terms of said bonds; making application to the State Bond Commission for approval of said Bonds; and providing for other matters in connection therewith.

WHEREAS, St. Tammany Parish Recreation District No. 11, State of Louisiana (the "Issuer") desires to incur debt and issue not exceeding Three Million Dollars (\$3,000,000) of its Limited Tax Bonds (the "Bonds"), pursuant to Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority, for the purpose of acquiring, constructing or improving parks, playgrounds, recreation centers or recreational facilities in St. Tammany Parish Recreation District No. 11, State of Louisiana (the "Issuer") together with the necessary furnishings and equipment therefor, as set out in the proposition approved by the voters on November 13, 2021, and paying the costs of issuance thereof, said Bonds to be payable from the irrevocable pledge and dedication of the funds to be derived from the levy and collection of a 9.26 mills tax (such rate being subject to adjustment from time to time due to reassessment) authorized to be levied each year through the year 2032 (the "Tax") within the boundaries of the Issuer, to mature no later than March 1, 2033, and to bear interest at a rate or rates not to exceed five per centum (5%) per annum; and

WHEREAS, the Issuer desires to make formal application to the State Bond Commission for approval of the Bonds; and


NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of St. Tammany Parish Recreation District No. 11, State of Louisiana (the "Governing Authority"), acting as the governing authority thereof, that:

SECTION 1. Preliminary approval is given to the issuance of not exceeding \$250,000 aggregate principal amount of Limited Tax Bonds of the Issuer (the "Bonds"), pursuant to Part II of Chapter 4 of Subtitle II of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority, for the purpose of acquiring, constructing and/or improving parks, playgrounds, recreation centers and other recreational facilities in the Issuer together with the necessary furnishings and equipment therefor, as set out in the proposition

This resolution having been submitted to a vote, the vote thereon was as follows:

<u>Members</u>	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstaining</u>
Brandon Harrell	X			
Scott Newton	X			
Larry Route	X			
Steven "Rock" Ruiz	X			

And the resolution was declared adopted on this, the 25th day of February, 2026.



Secretary



Chairman

FOLEY & JUDELL, L.L.P.
ATTORNEYS AND COUNSELLORS AT LAW

ONE CANAL PLACE
SUITE 2600
365 CANAL STREET
NEW ORLEANS, LOUISIANA 70130-1138
(504) 568-1249 · FAX (504) 565-3900

ONE AMERICAN PLACE
SUITE 1040
301 MAIN STREET
BATON ROUGE, LOUISIANA 70801
(225) 923-2476 · FAX (225) 923-2477

February 25, 2026

Ms. Lisa Palisi, Director
St. Tammany Parish
Recreation District No. 11,
State of Louisiana
Abita Springs, Louisiana

Re: \$3,00,000 of Limited Tax Bonds, Series 2026 of St.
Tammany Parish Recreation District No. 11, State of
Louisiana

Dear Ms. Palisi:

The purpose of this engagement letter is to set forth certain matters concerning the role we will serve and the legal services we will provide as bond counsel to St. Tammany Parish Recreation District No. 11, State of Louisiana (the "Issuer") in connection with the issuance of the captioned bonds (the "Bonds"). We understand that the Bonds will be issued for the purpose of acquiring, constructing and/or improving parks, playgrounds, recreation centers and other recreational facilities in the Issuer together with the necessary furnishings and equipment therefor, as set out in the proposition approved by the voters on November 13, 2021, and paying the costs of issuance thereof, as described in the resolution adopted by the Board of Commissioners of St. Tammany Parish Recreation District No. 11, State of Louisiana (the "Governing Authority"), acting as the governing authority of the Issuer, on February 25, 2026.

As bond counsel, we will prepare and submit to the Governing Authority for adoption all of the legal proceedings required for the authorization, issuance, sale and delivery of the Bonds and provide advice of a traditional legal nature as to the issuance and sale of the Bonds. Our job is principally to render certain opinions to the Issuer regarding (i) the validity of the Bonds under applicable Louisiana law and (ii) other matters as may be applicable. The bond opinion will be based on facts and law existing as of its date. In rendering such opinion, we will rely upon the certified proceedings and other certifications of public officials and other persons furnished to our firm without undertaking to verify the same by independent investigation, and we will assume continuing compliance by the Issuer with applicable laws and other resolutions relating to the Bonds. During the course of this engagement, we will rely upon the staff of the Issuer and the members of the Governing Authority to provide us with complete and timely information on all developments pertaining to any aspect of the Bonds.

In our engagement as bond counsel, we will:

- Confer with members of the working group, including you and other officials of the Issuer, relating to the borrowing and review legal issues relating to the structure of the Certificate issue;
- Prepare the Issuing Certificate Resolution and all related financing documents (collectively, the "Certificate Documents");
- Attend meetings of the Governing Authority at which the Certificate Documents are adopted;
- Prepare the application for approval of the issuance of the Bonds by the State Bond Commission and attend the State Bond Commission meeting at which such approval will be considered;
- Prepare the closing index and various closing certificates and supervise the execution of certain closing documents by the various parties thereto;
- Prepare the Bonds and supervise their execution and authentication;
- Prepare complete transcripts of record covering the issuance of the Bonds and furnishing the transcripts to various parties in connection therewith; and
- Submit applicable post-closing reports to the State Bond Commission.

Our fee as bond counsel is based upon the terms, structure, size and schedule of the financing, the services provided, and the responsibilities assumed; however, our fee will not exceed that permitted by guidelines set forth by the Attorney General of the State of Louisiana and is subject to approval of the Attorney General. Our fee as bond counsel is a "contingent fee," meaning you are required to pay for our legal services only in the event the Bonds are actually sold and delivered. Other vendors or members of the working group may charge additional fees or costs for their services, which may not be contingent upon a successful delivery.

We will continue to serve as bond counsel until the delivery of the Bonds; however, the Issuer and our firm each have the right to terminate this engagement at any time after providing reasonable advanced written notice, subject to the applicable rules of professional responsibility. Upon conclusion or termination of our representation of the Issuer, papers and property furnished by the Issuer will be returned promptly upon request.

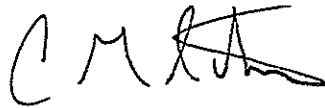
Please note that we are not municipal advisors, and we do not render financial advice or other financial services to the Issuer; however, in the course of providing traditional legal services, we may provide factual information to the Issuer that is not specifically tailored to the Bonds or that does not rise to the level of a recommendation concerning a course of action. We will, however, analyze and advise the Issuer regarding the legal ramifications of the structure, timing, terms and other provisions of the Bonds, as these functions are essential to developing a plan of finance.

Applicable ethical rules in Louisiana prohibit us from undertaking this representation if we represent another party that is directly adverse to the Issuer or if there is a significant risk that other considerations will materially limit our representation of the Issuer. As you are aware, our firm represents the State of Louisiana and many other political subdivisions, including others in St. Tammany Parish. At this time, we do not believe any other current or past engagement of our firm adversely affects our ability to represent the Issuer as provided in this letter; however, we invite you to discuss any concerns you have with us.

In the interest of facilitating our services to you, we may (i) send documents, information or data electronically or via the Internet or (ii) store electronic documents or data via computer software applications hosted remotely or utilize cloud-based storage. Confidential electronic documents or data of the Issuer may be transmitted or stored using these methods. We may use third party service providers to store or transmit these documents or data. In using these electronic communication and storage methods, we employ reasonable efforts to keep such communications, documents and data secure in accordance with our obligations under applicable laws, regulations, and professional standards; however, the Issuer recognizes and accepts that we have no control over the unauthorized interception or breach of any communications, documents or data once it has been transmitted or if it has been subject to unauthorized access while stored, notwithstanding all reasonable security measures employed by us or by our third party service providers. By acceptance of this letter, the Issuer consents to our use of these electronic devices and applications and submission of confidential client information to or through third party service providers during this engagement.

If this letter is acceptable to the Issuer, please so indicate by executing below and returning a copy to us, retaining an original for your files. We appreciate the opportunity to serve the Issuer and look forward to working with you.

FOLEY & JUDELL, L.L.P.



BY: _____
C. GRANT SCHLUETER, PARTNER

ACCEPTED AND APPROVED:
ST. TAMMANY PARISH RECREATION
DISTRICT NO. 11, STATE OF LOUISIANA

BY: Lisa Palisi
NAME: MS. LISA PALISI
TITLE: DIRECTOR

DATED: FEBRUARY 25, 2026

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

I, the undersigned Chairman of the Board of Commissioners of St. Tammany Parish Recreation District No. 11, State of Louisiana, do hereby certify that the foregoing pages constitute a true and correct copy of a resolution adopted by the Board of Commissioners on February 25, 2026, giving preliminary approval to the issuance of not exceeding Three Million Dollars (\$3,000,000) of Limited Tax Bonds of St. Tammany Parish Recreation District No. 11, State of Louisiana; providing certain terms of said bonds; making application to the State Bond Commission for approval of said Bonds; and providing for other matters in connection therewith.

IN FAITH WHEREOF, witness my official signature on this, the 25th day of February, 2026.



Chairman