

DAWN BUCKINGHAM, M.D.
Commissioner of General Land Office
Chairwoman

JAMES ROTHFELDER
Member



JUDSON SCOTT
Rear Admiral, US Navy (Retired)
Member

TONY DALE
US Army Veteran
Executive Secretary

TEXAS VETERANS LAND BOARD

NOTICE OF SPECIAL CALLED MEETING, TEXAS VETERANS LAND BOARD

The Texas Veterans Land Board will conduct a special called meeting to be held in person on July 24, 2023, at 2:00 p.m. at Stephen F. Austin Building, 1700 Congress Ave., Room 170, in accordance with the Texas Government Code §551 (Open Meetings Act).

Access to the meeting by members of the public will be published in advance in the Texas Register in accordance with the Texas Open Meetings Act. A link to access the meeting via video conference call will be posted on the Texas General Land Office's website on the morning of the meeting.

Any member of the public who wishes to address the Veterans Land Board on a matter within the authority of the Veterans Land Board should indicate so at the start of the meeting or during any public comment period.

AGENDA

1. Opening
 - a. Call to Order
 - b. Roll Call/Quorum Established
 - c. Pledge of Allegiance (U.S. and Texas)
 - d. Invocation
2. Approval of the minutes from the regular Board meeting of April 25, 2023.
3. Approval of the minutes from the special called Board meeting of May 23, 2023.
4. Citizen Communications (Regarding items not listed on this Agenda. Two Minutes each. No deliberations with the Board. The Board may respond only with factual statements, recitation of existing policy, and requests for an item to be placed on a future Agenda.)
5. Chair and Board Member Opening Comments.
6. Consideration and possible action to set aside bids received from the Online Bidding Forfeited Land Sale held July 20, 2023, on any tract where the account holder is making an appeal.

7. Consideration and possible action to accept and award all qualified high bids received from the Online Bidding Forfeited Land Sale held July 20, 2023.
8. Consideration and possible action on request to forfeit VLB delinquent land accounts.
9. Consideration and possible action on request to Order for Sale land tracts that may be included in the next Online Bidding Forfeited Land Sale.
10. Consideration and possible action to set the next Quarterly Electronic Forfeited Land Sale bidding period to begin September 5, 2023, through October 19, 2023, at 5:00 p.m.
11. Consideration and possible action on Forfeited Land Sale Tract 14866 Bowie County.
12. Consideration and possible adoption of a resolution authorizing interest rate swap transactions relating to bonds issued, or to be issued, in connection with the Veterans Land Program or the Veterans Housing Assistance Program and providing for other matters relating to the subject.
13. Consideration and possible adoption of a resolution authorizing the issuance and sale of State of Texas Veterans Bonds, Taxable Series 2024, in one or more series and installments, in an aggregate principal amount not to exceed \$250,000,000, and providing for other matters relating to the subject.
14. Consideration and possible adoption of a resolution authorizing liquidity facilities relating to bonds issued, or to be issued, in connection with the Veterans Land Program or the Veterans Housing Assistance Program and providing for other matters relating to the subject.
15. Consideration and possible adoption of a resolution authorizing the issuance and sale of tax-exempt State of Texas Veterans Bonds, Series 2024, in one or more series and installments, in an aggregate principal amount not to exceed \$250,000,000, and providing for other matters relating to the subject.
16. Consideration and possible approval for the delegated authority to contract for furnishings for the Tuskegee Airmen Texas State Veterans Home, Fort Worth, Texas (GLO Contract No. 24-057-000-E115).
17. Consideration and possible action on a five-year contract with Bracewell LLP for outside counsel services related to VLB Bonds (GLO Contract No. 24-019-000-E003).
18. Consideration and possible action on a five-year contract with Stifel, Nicolaus & Company, Incorporated for financial advisory services related to VLB Bonds (GLO Contract No. 24-010-000-D924).
19. Consideration and possible action on the FY24 Budget (Year 3 of 3) for the Interlocal Cooperation Agreement for the operation of the Rio Grande Valley State Veterans Cemetery with the City of Mission (GLO Contract No. 21-049-000-C607).
20. Consideration and possible action on a 3-year extension of the Interlocal Cooperation Agreement with Nueces County for the operation of the Coastal Bend State Veterans Cemetery at Corpus Christi in the amount of \$2,700,000 (GLO Contract No. 21-111-000-C750).
21. Consideration and possible action naming the new State Veterans Cemetery in Lubbock as the West Texas State Veterans Cemetery.

22. Consideration of and possible action on delegation of authority to execute a contract to establish the West Texas State Veterans Cemetery in Lubbock (GLO Contract No. 24-018-000-D981).
23. Consideration of and possible action on delegation of authority to execute a contract to expand the Coastal Bend State Veterans Cemetery (GLO Contract No. 24-007-000-D908).
24. Texas State Veterans Cemetery Program Quarterly Update.
25. Chair and Board Member Closing Comments.
26. Adjournment.

An unscheduled Closed Executive Session may be called to discuss any item on this posted agenda provided it is within one of the permitted categories under Chapter 551 of the Texas Government Code.

The above agenda schedule represents an estimate of the order for the indicated items and is subject to change at any time. All agenda items are subject to final action by the Board. Separate agenda items may be combined and discussed together at the discretion of the Chair. Any final action, decision, or vote on a matter deliberated in Closed Executive Session shall be made in an open meeting pursuant to the Texas Open Meetings Act, Chapter 551 of the Texas Government Code. Certain information may be presented to and by the Board, under the headings of "Citizen Communications", and "Board Comments" however, by law, the Board shall not discuss, deliberate, or vote upon such matters except that a statement of specific factual information, a recitation of existing policy, and deliberations concerning the placing of the subject on a subsequent agenda may take place. The General Counsel has approved the Executive Session Items on this agenda.

The Texas Veterans Land Board meeting room is wheelchair accessible and accessible parking spots are available. Requests for accommodation or interpretive services must be made 48 hours prior to this meeting. Please contact (800)998-4456 for further information.



ANTHONY W. DALE
Executive Secretary

Opening

Call to Order

Roll Call/Quorum Established

Pledge of Allegiance (U.S. and Texas)

Invocation



TEXAS VETERANS LAND BOARD
MEETING

Tuesday, April 25, 2023, at 2:00 P.M.
1700 N. Congress Avenue, Room 170, Austin, TX 78701

I. Opening

- A. Chairwoman Dawn Buckingham called the meeting to order at 2:00 P.M.
- B. Chairwoman Buckingham declared a quorum present.

Chairwoman Dawn Buckingham
Board Member Jud Scott
Mark Havens, Executive Secretary

II. CONSIDERATIONS

- A. Approval of the minutes from the February 17, 2023, Veterans Land Board meeting. Minutes approved with no objections.

III. PUBLIC COMMENT PERIOD

- A. No comments.

IV. CONSIDERATIONS

A. Consideration and action on resident room rates in the David A. Gloier Texas State Veterans Home Program, and other matters in connection therewith. The motion was made by Mr. Scott and seconded by Commissioner Buckingham, to approve Item No.3, according to the staff's recommendation. The motion carried unanimously.

B. Consideration and possible adoption of a resolution authorizing the issuance and sale of State of Texas Veterans Bonds, Series 2023, in one or more series and installments, in an aggregate principal amount not to exceed \$250,000,000. and providing for other matters relating to the subject. The motion was made by Mr. Scott and seconded by Commissioner Buckingham, to approve and adopt Item No.4, according to the staff's recommendation. The motion carried unanimously.

C. Consideration and possible adoption of a First Supplemental Resolution for the following series of bonds issued by the Board: Veterans' Land Board of the State of Texas, Taxable Refunding Series 2013C, 2014B-1, 2014C-1, 2014C-2, 2014B-3, 2014C-3, and 2014C-4 Bonds, and providing for other matters relating to the subject. The motion was made by Mr. Scott to approve and seconded by Commissioner Buckingham, to approve Item No.5, according to the staff's recommendation. The motion carried unanimously.

D. Consideration and possible action to set aside bids received from the Online Bidding Forfeited Land Sale held April 20, 2023, on any tract where the account holder is making an appeal. No action was required; therefore, no action was taken.

E. Consideration and action to accept and award all qualified high bids received from the Online Bidding Forfeited Land Sale held April 20, 2023. The motion was made by Mr. Scott to approve and adopt and seconded by Commissioner Buckingham, to approve Item No.7, according to the staff's recommendation. The motion carried unanimously.

F. Consideration and action on request to forfeit VLB delinquent land accounts. Motion was made by Mr. Scott to approve and seconded by Commissioner Buckingham, to approve Item No.8, according to staff's recommendation. The motion carried unanimously.

G. Consideration and action on request to Order for Sale land tracts that may be included in the next Online Bidding Forfeited Land Sale. Motion was made by Mr. Scott to approve and adopt, and Commissioner Buckingham seconded, to approve Item No.9, according to staff's recommendation. The motion carried unanimously.

H. Consideration and action to set the next Quarterly Electronic Forfeited Land Sale bidding period to begin June 5, 2023, through July 20, 2023, at 5:00 p.m. Mr. Scott moved to approve, and Commissioner Buckingham seconded, to approve Item No.10, according to staff's recommendation. The motion carried unanimously.

I. Consideration to approve the submission of an Expansion Grant Application for the Central Texas State Veterans Cemetery in Killeen. Motion was made by Mr. Scott to approve, and Commissioner Buckingham seconded, to approve Item No.11, according to staff's recommendation. The motion carried unanimously.

J. Consideration and approval of a Contract for Engineering and Design of the Lubbock Cemetery. Motion was made by Mr. Scott to approve and was seconded by Commissioner Buckingham to approve Item No.12, according to staff's recommendation. The motion carried unanimously.

K. Texas State Veterans Cemetery Program Quarterly Update. For information only, no action required, therefore, no action was taken.

There being no further business before the Veterans Land Board, the meeting was adjourned at 2:36 P.M.

ATTEST:

APPROVED:

Linda Olson, Secretary
to the Board

Dawn Buckingham, M.D., Land Commissioner

Citizen Communications (Regarding items not listed on this Agenda. Two Minutes each. No deliberations with the Board. The Board may respond only with factual statements, recitation of existing policy, and requests for an item to be placed on a future Agenda.)

Chair and Board Member Opening Comments

Consideration and possible action to accept and award all qualified high bids received from the Online Bidding Forfeited Land Sale held July 20, 2023.

ITEM #7

July 20, 2023
Veterans Land Sale
Awarded Tracts Pending Review Of Bidder Qualifications

COUNTY	TRACT NUMBER	AMOUNT OF BID	NAME
Bandera	14891	\$125,000.00	Arthur Robenseifer
Medina	14893	\$150,000.00	Tina Shedd
Walker	14894	\$120,000.00	Deion Black
Total Count	3	\$395,000.00	

ITEM #7

July 20, 2023
 Veterans Land Sale
 Summary Of All Bids

TRACT NUMBER	AMOUNT OF BID	MINIMUM BID	BID PREFERENCE	NAME	COUNTY
14891	\$125,000.00	\$78,000.00	1	ARTHUR ROBENSEIFER	Bandera
	\$90,000.00	\$78,000.00	1	THOMAS HERMAN	Bandera
	\$87,000.00	\$78,000.00	1	JOSE PUJOLS	Bandera
	\$85,000.00	\$78,000.00	1	DEION BLACK	Bandera
	\$85,000.00	\$78,000.00	1	JARRETT VEREEN	Bandera
	\$81,090.00	\$78,000.00	1	ROBERTO VASQUEZ	Bandera
	\$80,000.00	\$78,000.00	2	CHARLES BOEHM	Bandera
	\$80,000.00	\$78,000.00	1	RODEL DELACRUZ	Bandera
	\$80,000.00	\$78,000.00	1	ANTONIO ORTIZ-GARCIA	Bandera
	\$80,000.00	\$78,000.00	1	FREDRICK LEWIS	Bandera
	\$79,000.00	\$78,000.00	1	DANIELLE KIRKLAND	Bandera
	\$79,000.00	\$78,000.00	1	DAVID PHAUP	Bandera
	\$78,900.00	\$78,000.00	1	MARIO ALVARADO	Bandera
	\$78,501.00	\$78,000.00	1	JOSHUA JONES	Bandera
	\$78,001.00	\$78,000.00	1	JOEL MARTINEZ	Bandera
	\$78,000.00	\$78,000.00	1	WARREN O'BRIEN	Bandera
	\$78,000.00	\$78,000.00	1	JAMIE UZZIEL	Bandera
	\$78,000.00	\$78,000.00	1	SANDRA GARCIA	Bandera
	\$78,000.00	\$78,000.00	1	WILLIAM BASKIN	Bandera
	\$78,000.00	\$78,000.00	1	ELMER TERRELL	Bandera
\$78,000.00	\$78,000.00	1	ALBERT CONDE	Bandera	
\$78,000.00	\$78,000.00	1	GREG CORTEZ	Bandera	
14893	\$150,000.00	\$116,000.00	1	TINA SHEDD	Medina
	\$126,555.00	\$116,000.00	1	MIGUEL ESCAMILLA	Medina
	\$125,000.00	\$116,000.00	2	ARTHUR ROBENSEIFER	Medina
	\$125,000.00	\$116,000.00	2	DEION BLACK	Medina

**July 20, 2023
Veterans Land Sale
Summary Of All Bids**

	\$125,000.00	\$116,000.00	2	THOMAS HERMAN	Medina
	\$125,000.00	\$116,000.00	1	EFRAIN FLORES	Medina
	\$120,000.00	\$116,000.00	1	CHARLES BOEHM	Medina
	\$119,501.00	\$116,000.00	1	DAVID BRUCE	Medina
	\$118,500.00	\$116,000.00	1	WILLIAM WOOD	Medina
	\$118,001.00	\$116,000.00	1	ANDRE JONCKHEERE	Medina
	\$118,000.00	\$116,000.00	2	ANTONIO ORTIZ-GARCIA	Medina
	\$117,000.00	\$116,000.00	2	MARIO ALVARADO	Medina
	\$117,000.00	\$116,000.00	1	LIANE PARKS	Medina
	\$117,000.00	\$116,000.00	1	JUAN SANCHEZ	Medina
	\$116,999.00	\$116,000.00	1	CARLOS CASTRO	Medina
14894	\$125,000.00	\$105,000.00	3	ARTHUR ROBENSEIFER	Walker
	\$120,000.00	\$105,000.00	3	DEION BLACK	Walker
	\$105,000.00	\$105,000.00	1	FELIPE MASS COLON	Walker
	\$105,000.00	\$105,000.00	1	EMANUEL TAYLOR	Walker
Total	\$4,106,048.00		41		

RESOLUTION OF FORFEITURE MONTHLY ACCOUNTS

WHEREAS, the Veterans Land Board of the State of Texas made and entered into contracts, or approved the transfer thereof, under the provisions of Chapter 318, Acts of the 51st Legislature, 1949, as amended, with the following named contract-holders on the dates indicated:

CONTRACT HOLDER	ACCOUNT NUMBER	COUNTY OF LAND	SALE DATE	DELINQ AMOUNT	PAYMENTS DELINQ	LOAN AMOUNT	PRINCIPAL BALANCE
W. CODY	126931	SMITH	9/30/1988	\$1204.00	4	\$19,000.00	\$8,320.11
G. MORGAN	150000	HOCKLEY	6/26/1997	\$850.00	5	\$23,655.00	\$3,839.23
S. GONZALEZ ESTATE	163468	FORT BEND	4/14/2008	\$1650.00	6	\$45,000.00	\$18,282.95

AND WHEREAS, these contract-holders have failed and refused to make payments of principal and interest due on such contracts,

AND WHEREAS, in compliance with the Statutes in such case made and provided, notice of such delinquency and/or default and impending forfeiture has been given to each of these contract-holders at his/her last-known address at least thirty days previous to this date;

NOW THEREFORE, BE IT RESOLVED by the Veterans Land Board of the State of Texas that the Chairman be and is hereby directed to endorse upon the wrappers containing the papers of each of the above-referenced sales or upon each purchase contract filed in the office of the Veterans Land Board the word 'Forfeited', with the date of this action, and to sign the same officially, effective July 24, 2023.

I, Anthony W. Dale, Executive Secretary, of the Texas Veterans Land Board, do hereby certify that the foregoing is a true and correct copy of a resolution appearing in the minutes of the Veterans Land Board meeting held July 24, 2023.

 Anthony W. Dale, Executive Secretary
 Texas Veterans Land Board

_____ Legal

Sworn to and subscribed before me by the above party this _____ day of _____, _____.

 Notary Public in and for Travis County, Texas

RESOLUTION OF FORFEITURE MONTHLY ACCOUNTS

WHEREAS, the Veterans Land Board of the State of Texas made and entered into contracts, or approved the transfer thereof, under the provisions of Chapter 318, Acts of the 51st Legislature, 1949, as amended, with the following named contract-holders on the dates indicated:

CONTRACT HOLDER	ACCOUNT NUMBER	COUNTY OF LAND	SALE DATE	DELING AMOUNT	PAYMENTS DELINQ	LOAN AMOUNT	PRINCIPAL BALANCE
B. KINDLE	106608	WOOD	1/4/1984	\$1521.00	9	\$19,000.00	\$1,990.11
W. CODY	126931	SMITH	9/30/1988	\$1204.00	4	\$19,000.00	\$8,320.11
G. MORGAN	150000	HOCKLEY	6/26/1997	\$850.00	5	\$23,655.00	\$3,839.23
S. GONZALEZ ESTATE	163468	FORT BEND	4/14/2008	\$1650.00	6	\$45,000.00	\$18,282.95

AND WHEREAS, these contract-holders have failed and refused to make payments of principal and interest due on such contracts,

AND WHEREAS, in compliance with the Statutes in such case made and provided, notice of such delinquency and/or default and impending forfeiture has been given to each of these contract-holders at his/her last-known address at least thirty days previous to this date;

NOW THEREFORE, BE IT RESOLVED by the Veterans Land Board of the State of Texas that the Chairman be and is hereby directed to endorse upon the wrappers containing the papers of each of the above-referenced sales or upon each purchase contract filed in the office of the Veterans Land Board the word 'Forfeited', with the date of this action, and to sign the same officially, effective July 24, 2023.

I, Anthony W. Dale, Executive Secretary, of the Texas Veterans Land Board, do hereby certify that the foregoing is a true and correct copy of a resolution appearing in the minutes of the Veterans Land Board meeting held July 24, 2023.

 Anthony W. Dale, Executive Secretary
 Texas Veterans Land Board

_____ Legal

Sworn to and subscribed before me by the above party this _____ day of _____, _____.

 Notary Public in and for Travis County, Texas

RESOLUTION TO ORDER FOR SALE

WHEREAS, the Veterans Land Board of the State of Texas made and entered into contracts, or approved the transfer thereof, under the provisions of Chapter 318, Acts of the 51st Legislature, 1949, as amended, with the following named contract-holders on the dates indicated:

CONTRACT HOLDER	ACCOUNT NUMBER	COUNTY OF LAND	CONTRACT DATE	LOAN AMOUNT	PRINCIPAL BALANCE
H. MCCORISON	155947	CAMERON	01/19/2001	\$23,000.00	\$2,911.41
J. WHITE	158739	FORT BEND	01/31/2003	\$21,000.00	\$11,591.43
M. TORRES	160672	ORANGE	02/04/2005	\$19,842.00	\$12,797.03
M. GUTIERREZ	161663	ATASCOSA	03/02/2006	\$45,600.00	\$32,815.54

AND WHEREAS, the Veterans Land Board has set a Forfeited Land Sale on July 24, 2023.

BE IT RESOLVED by the Veterans Land Board of the State of Texas that the listed tracts will be advertised for sale in the quarterly electronic Forfeited Land Sale, which bidding period will begin September 5, 2023, and end October 12, 2023, 5:00 p.m.

Anthony W. Dale, Executive Secretary
Texas Veterans Land Board

____ Legal

Sworn to and subscribed before me by the above party this _____ day of _____, _____.

Notary Public in and for Travis County, Texas

RESOLUTION TO ORDER FOR SALE

WHEREAS, the Veterans Land Board of the State of Texas made and entered into contracts, or approved the transfer thereof, under the provisions of Chapter 318, Acts of the 51st Legislature, 1949, as amended, with the following named contract-holders on the dates indicated:

CONTRACT HOLDER	ACCOUNT NUMBER	COUNTY OF LAND	CONTRACT DATE	LOAN AMOUNT	PRINCIPAL BALANCE
H. MCCORISON	155947	CAMERON	01/19/2001	\$23,000.00	\$2,911.41
J. WHITE	158739	FORT BEND	01/31/2003	\$21,000.00	\$11,591.43
R. RICHARDSON	159263	JEFFERSON	10/22/2003	\$23,275.00	\$13,462.88
M. TORRES	160672	ORANGE	02/04/2005	\$19,842.00	\$12,797.03
L. THOMPSON	161253	TRINITY	10/06/2005	\$55,100.00	\$37,608.93
M. GUTIERREZ	161663	ATASCOSA	03/02/2006	\$45,600.00	\$32,815.54

AND WHEREAS, the Veterans Land Board has set a Forfeited Land Sale on July 24, 2023.

BE IT RESOLVED by the Veterans Land Board of the State of Texas that the listed tracts will be advertised for sale in the quarterly electronic Forfeited Land Sale, which bidding period will begin September 5, 2023, and end October 19, 2023, 5:00 p.m.

Anthony W. Dale, Executive Secretary
Texas Veterans Land Board

_____ Legal

Sworn to and subscribed before me by the above party this _____ day of _____, _____.

Notary Public in and for Travis County, Texas

Consideration and possible action to set the next Quarterly
Electronic Forfeited Land Sale bidding period to begin
September 5, 2023, through October 12, 2023, at 5:00 p.m.



MEMORANDUM

TEXAS VETERANS LAND BOARD • CHAIRWOMAN DAWN BUCKINGHAM, M.D.

Date: July 24th, 2023

To: Dawn Buckingham, M.D., Chairwoman
Judson Scott, Member
James Rothfelder, Member

From: Raul Gonzales, Deputy Director of Land & Housing

Through: Anthony W. Dale, Executive Secretary

Subject: VLB Meeting: Agenda Item #11

Consideration and possible action FLS Tract 14866, Bowie County

Facts: February 24, 1987, the Veterans Land Board purchased 10.16 acres of land in Bowie County, Texas for re-sale to Robert Lachowsky.

In 1992 the tract was inspected, and it was noted that due to erosion approximately six acres of the tract was within the Red River.

Mr. Lachowsky's contract was forfeited in 1994 and the property re-sold to Kurt J. Wayne as a 10.16 acre tract. Mr. Wayne's contract was forfeited in 2001 and the property was once again sold as a 10.16 acre tract to Robert Joseph Taylor and Connie C. Taylor in 2002. Margaret Jackson, Independent Executor of the Estate of Robert Taylor executed a distribution Deed dated April 8, 2010, to Margaret Jackson. And July 29, 2022, the Veterans Land Board once again forfeited the contract relating to the called 10.16 acre tract.

Prior to once again offering the property for sale a resurvey was requested. The new survey indicates that only 1.51 acres of the original 10.16 acres remains, with the remainder of the 10.16 acres (approximately 8.65 acres) lying within or across the other side of the Red River. It was also noted by the appraisal division that the access road to the tract may no longer be in use.

RECOMMENDATION

Staff recommends that the Board first offer the 1.5 acres to the adjoining landowners for the amount owned, \$4,084.14, following which offering the 1.5 acres to the public for the amount owed. In accordance with Chapter 161.319, Natural Resources Code re-sale of forfeited land may be made to the highest bidder under terms and conditions and at the time and in the matter prescribed by the Board.



MEMORANDUM

TEXAS VETERANS LAND BOARD • CHAIRWOMAN DAWN BUCKINGHAM, M.D.

Date: July 24, 2023

To: Dawn Buckingham, M.D., *Chairwoman*
James Rothfelder, *Member*
Judson Scott, *Member*

From: Monica Galuski, *Director of VLB Bond Funds Management*
John Barton, *Assistant Director of VLB Bond Funds Management*

Subject: 7/24/2023 VLB Meeting: Agenda Item 12

Consideration and possible adoption of resolution authorizing interest rate swap transactions relating to bonds issued or to be issued in connection with the Veterans' Land Program or the Veterans' Housing Assistance Program, and providing for other matters relating to the subject.

SUMMARY: Approval of this agenda item will constitute the Board's annual renewal of its authorization for staff to execute certain interest rate swap transactions upon notice to the Executive Secretary of the Veterans' Land Board for a one-year period.

DETAILS: Financial markets continued to be highly volatile over the past year and are likely to remain so in the future. Volatile financial markets often create very attractive, but fleeting, opportunities for entities that are sophisticated, experienced, and well-positioned to take advantage of them before they are arbitrated away by market participants. However, the Board's quarterly meeting schedule is not conducive to executing quickly upon attractive market opportunities before they disappear.

In recognition of this problem, the Board authorized staff, beginning in January 2009, to execute interest rate swap transactions as attractive opportunities arise, upon notice to the Chairman or the Chief Clerk, for rolling one-year periods.

Under authority provided by the Board in July 2022, staff executed two interest rate swaps with The Bank of New York Mellon to synthetically fix the rate on the State of Texas Veterans Bonds, Series 2023 and State of Texas Veterans Bonds, Taxable Series 2023A. Staff believes that the annual adoption of this resolution will continue to serve as a powerful tool that provides the flexibility necessary to take advantage of attractive opportunities as they arise.

RECOMMENDATION: I recommend that the Board authorize staff to execute interest rate swap transactions upon notice to the Executive Secretary of the Veterans' Land Board for the period beginning July 24, 2023 and ending July 23, 2024.

If you have questions or would like to discuss, please contact me at monica.galuski@glo.texas.gov or (512) 475-4004 or John Barton at john.barton@glo.texas.gov or 512-463-5327.

CERTIFICATE OF RESOLUTION

THE STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

I, the undersigned Executive Secretary of the Veterans' Land Board (the "Board") of the State of Texas, hereby certify as follows:

1. The Board convened in regular meeting on the 24th day of July, 2023, at the designated meeting place, and the roll was called of the duly constituted officers and members of said Board, to-wit:

Dawn Buckingham, M.D.	Chairwoman
Gerald J. "Jud" Scott	Member
James Rothfelder	Member

and all of said persons were present, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written:

RESOLUTION OF THE VETERANS' LAND BOARD OF THE STATE OF TEXAS AUTHORIZING INTEREST RATE SWAP TRANSACTIONS RELATING TO BONDS ISSUED OR TO BE ISSUED IN CONNECTION WITH THE VETERANS' HOUSING ASSISTANCE PROGRAM OR THE VETERANS' LAND PROGRAM; AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

was duly introduced for the consideration of said Board. 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:

AYES: 3

NOES: 0

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 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 Resolution; 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; and that each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting; and that said Meeting was noticed, convened, and conducted in full compliance with the Texas Open Meetings Act, Chapter 551 of the Texas Government Code, as amended, regarding meetings of the Board.

3. The Resolution has not been modified, amended or repealed and is in full force and effect on and as of the date hereof.

SIGNED AND SEALED the _____ day of _____, 2023.

Anthony W. Dale, Executive Secretary

(SEAL)

RESOLUTION

OF THE VETERANS' LAND BOARD OF THE STATE OF TEXAS AUTHORIZING INTEREST RATE SWAP TRANSACTIONS RELATING TO BONDS ISSUED OR TO BE ISSUED IN CONNECTION WITH THE VETERANS' HOUSING ASSISTANCE PROGRAM OR THE VETERANS' LAND PROGRAM; AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

Adopted and Approved on

July 24, 2023

TABLE OF CONTENTS

	Page
Recitals	1
1. Authorization of Bond Enhancement Agreements	1
2. Authorization for Specific Transactions	3
3. Bond Enhancement Agreements in Connection with Anticipated Bonds	4
4. Master Agreements	5
5. ISDA Protocols	6
6. Bond Retirement Change	6
7. Authorization of Additional Acts.....	6
8. Open Meeting.....	6
9. Effective Date	7

RESOLUTION

OF THE VETERANS' LAND BOARD OF THE STATE OF TEXAS
AUTHORIZING INTEREST RATE SWAP TRANSACTIONS RELATING TO
BONDS ISSUED OR TO BE ISSUED IN CONNECTION WITH THE
VETERANS' HOUSING ASSISTANCE PROGRAM OR THE VETERANS'
LAND PROGRAM; AND PROVIDING FOR OTHER MATTERS RELATING
TO THE SUBJECT

WHEREAS, pursuant to the provisions of Article III, Section 49-b (the "Constitutional Provision") of the Constitution (the "State Constitution") of the State of Texas (the "State"), and implemented by Chapters 161 ("Chapter 161") and 162 ("Chapter 162"), Texas Natural Resources Code, as amended, the Veterans' Land Board (the "Board") of the State has been authorized, subject to the limitations set forth in the Constitutional Provision, to issue general obligation bonds ("Bonds") of the State from time to time for the purpose of providing funding for the Veterans' Housing Assistance Fund, the Veterans' Housing Assistance Fund II and the Veterans' Land Fund, which funds are to be used for the purpose of making home mortgage loans, and purchasing land to be resold or making loans for the purchase of land, to Veterans (as such term is defined in Chapter 161 and Chapter 162); and

WHEREAS, pursuant to Section 161.074 of Chapter 161 and Section 162.052 of Chapter 162, the Board is authorized to enter into one or more bond enhancement agreements the Board determines to be necessary or appropriate to place the obligation of the Board, as represented by the Bonds, in whole or in part, on the interest rate, currency, cash flow or other basis desired by the Board; and

WHEREAS, the Board desires to authorize the Chairwoman, the Executive Secretary, the Director of VLB Bond Funds Management and the Assistant Director of VLB Bond Funds Management of the Board (collectively, the "Authorized Representatives") to act on behalf of the Board to enter into Bond Enhancement Agreements from time to time, all as provided in this Resolution;

NOW, THEREFORE, BE IT RESOLVED BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS, THAT:

1. Authorization of Bond Enhancement Agreements.

(a) Delegation. Pursuant to Section 161.074(b) of Chapter 161 and Section 162.052(b) of Chapter 162, each Authorized Representative is hereby severally authorized to act on behalf of the Board in accepting and executing new or amended confirmations (each, a "Confirmation" and, collectively with the applicable Master Agreement (defined below), a "Bond Enhancement Agreement") under one or more of the Existing Master Agreements and the New Master Agreements (each as defined below) (collectively, the "Master Agreements") when, in his judgment, the execution of such Confirmation is consistent with this Resolution and the Board's Debt and Derivatives Policy Statement and either (i) the transaction is expected to reduce the net interest to be paid by the Board with respect to any then outstanding Bonds or Bonds

anticipated to be issued in the future over the term of the Bond Enhancement Agreement or (ii) the transaction is in the best interests of the Board given the market conditions at that time. Each Authorized Representative is also severally authorized to execute any required novation agreement related to the execution and delivery of a new or amended Confirmation undertaken in conjunction with the novation of an existing Confirmation.

(b) Determination as Bond Enhancement Agreement. The Board hereby determines that any such Bond Enhancement Agreement entered into by an Authorized Representative pursuant to this Resolution is necessary or appropriate to place the Board's obligations with respect to outstanding Bonds or Bonds anticipated to be issued in the future on the interest rate, currency, cash flow or other basis set forth in such Bond Enhancement Agreement as approved and executed on behalf of the Board by an Authorized Representative. Each Bond Enhancement Agreement constitutes a "bond enhancement agreement" under Section 161.074 of Chapter 161 or Section 162.052 of Chapter 162, as applicable. Pursuant to Section 161.074(c) of Chapter 161 or Section 162.052(c) of Chapter 162, as applicable, a Bond Enhancement Agreement authorized and executed by an Authorized Representative under this Resolution shall not be considered a "credit agreement" under Chapter 1371 of the Texas Government Code, as amended, unless specifically designated as such by the Board.

(c) Maximum Term. The maximum term of each Bond Enhancement Agreement authorized by this Resolution shall not exceed the maturity date of the then outstanding related Bonds or the related Bonds anticipated to be issued in the future, as applicable.

(d) Notional Amount. The notional amount of any Bond Enhancement Agreement authorized by this Resolution shall not at any time exceed the aggregate principal amount of the then outstanding related Bonds or related Bonds anticipated to be issued in the future, as applicable; provided that the aggregate notional amount of multiple Bond Enhancement Agreements relating to the same Bonds may exceed the principal amount of the related Bonds if such Bond Enhancement Agreements are for different purposes, as evidenced for example by different rates for calculating payments owed, and the aggregate notional amount of any such Bond Enhancement Agreements for the same purpose otherwise satisfies the foregoing requirements.

(e) Early Termination. No Confirmation entered into pursuant to this Resolution shall contain early termination provisions at the option of the counterparty except upon the occurrence of an event of default or a termination event, as prescribed in the applicable Master Agreement. In addition to subsections (a) and (b) of Section 3 hereof, each Authorized Representative is hereby severally authorized to terminate any Bond Enhancement Agreement in whole or in part when, in his judgment, such termination is in the best interests of the Board given the market conditions at that time.

(f) Maximum Rate. No Bond Enhancement Agreement authorized by this Resolution shall be payable at a rate greater than the maximum rate allowed by law.

2. Authorization for Specific Transactions. In addition to the authority otherwise granted in this Resolution, each Authorized Representative is hereby severally granted continuing authority to enter into the following specific transactions pursuant to a Confirmation (or other agreement or instrument deemed necessary by an Authorized Representative) upon satisfaction of the following respective conditions:

(a) Floating-to-fixed rate interest rate swap transactions under which the Board would pay an amount based upon a fixed rate of interest and the counterparty would pay an amount based upon a variable rate of interest with respect to Bonds then outstanding bearing interest at a variable rate or any Bonds anticipated to be issued in the future that will bear interest at a variable rate, as applicable. Prior to an Authorized Representative other than the Chairwoman of the Board entering into any such transaction, such Authorized Representative must deliver to the Chairwoman of the Board or the Chief Clerk of the General Land Office a certificate to the effect that (i) the synthetic fixed rate to the Board pursuant to the swap transaction is lower than the rate available to the Board for comparable fixed rate debt at the time of the swap transaction, and (ii) if the variable rate being paid or expected to be paid by the Board on the applicable Bonds is computed on a basis different from the calculation of the variable rate to be received under the swap transaction over the stated term of such swap transaction, the basis risk of the transaction is expected to be minimal based upon historical relationships between such bases;

(b) Fixed-to-floating rate interest rate swap transactions under which the Board would pay an amount based upon a variable rate of interest and the counterparty would pay an amount based upon a fixed rate of interest, with respect to Bonds then outstanding bearing interest at a fixed rate or Bonds anticipated to be issued in the future that will bear interest at a fixed rate, as applicable, including a synthetic fixed rate in either case. Prior to an Authorized Representative other than the Chairwoman of the Board entering into any such transaction, such Authorized Representative must deliver to the Chairwoman of the Board or the Chief Clerk of the General Land Office a certificate to the effect that converting such portion of fixed rate Bonds to a variable rate pursuant to the fixed-to-floating interest rate swap transaction would be beneficial to the Board by (i) lowering the anticipated net interest cost on the Bonds to be swapped against or (ii) assisting in the Board's asset/liability management by matching a portion of its variable rate assets with variable rate Bonds;

(c) Basis swap transactions under which the Board would pay a variable rate of interest computed on one basis, such as the Securities Industry and Financial Markets Association Municipal Swap Index, and the counterparty would pay a variable rate of interest computed on a different basis, such as an index based on the Secured Overnight Financing Rate ("SOFR"), with respect to a given principal amount of Bonds then outstanding or Bonds anticipated to be issued in the future, as applicable. Prior to an Authorized Representative other than the Chairwoman of the Board entering into any such transaction, such Authorized Representative must deliver to the Chairwoman of the Board or the Chief Clerk of the General Land Office a certificate to the effect that by entering into the basis swap transaction the Board is expected to be able to (i) achieve spread income or upfront cash payments, (ii) preserve call option and advance refunding

capability on Bonds, (iii) lower net interest cost on Bonds by layering tax risk on top of a traditional fixed rate financing, (iv) preserve liquidity capacity, or (v) avoid the mark to market volatility of a fixed-to-floating or floating-to-fixed swaps in changing interest rate environments; and

(d) Interest rate locks, caps, floors, and collars for the purpose of limiting the exposure of the Board to adverse changes in interest rates in connection with outstanding Bonds or additional Bonds anticipated to be issued in the future. Prior to an Authorized Representative other than the Chairwoman of the Board entering into any such transaction, such Authorized Representative must deliver to the Chairwoman of the Board or the Chief Clerk of the General Land Office a certificate to the effect that such transaction is expected to limit or eliminate such exposure.

3. Bond Enhancement Agreements in Connection with Anticipated Bonds.

(a) Requirement to Terminate or Modify Agreement for Non-issuance of Anticipated Bonds. In the event a Bond Enhancement Agreement is entered into under this Resolution in connection with the anticipated issuance of Bonds and such Bonds are not actually issued on or prior to the effective date of such agreement, an Authorized Representative shall either terminate such Bond Enhancement Agreement or amend such Bond Enhancement Agreement in such event (i) to delay the effective date of such Bond Enhancement Agreement; or (ii) to replace such anticipated Bonds with any then outstanding Bonds having the same types of interest rates (fixed or variable) as the anticipated Bonds.

(b) Requirement to Terminate or Modify Agreement for Notional Amount in Excess of Anticipated Bonds as Issued. In the event a Bond Enhancement Agreement is entered into under this Resolution in connection with the anticipated issuance of Bonds and such Bond Enhancement Agreement has a notional amount that at any time exceeds the principal amount to be outstanding of such anticipated Bonds as actually issued, an Authorized Representative shall either terminate such Bond Enhancement Agreement or amend such Bond Enhancement Agreement (i) to reduce the notional amount of such Bond Enhancement as appropriate so that such notional amount does not exceed at any time the principal amount to be outstanding of such anticipated Bonds as actually issued or (ii) supplement or replace all or a portion of such anticipated Bonds with any then outstanding Bonds having the same types of interest rates (fixed or variable) as the anticipated Bonds as necessary to ensure that the notional amount of such Bond Enhancement Agreement does not exceed at any time the principal amount of the applicable Bonds.

(c) Board Recognition of Anticipated Bonds. No Bond Enhancement Agreement may be entered into under this Resolution with respect to the Board's obligations under an anticipated future issuance of Bonds unless such anticipated issuance of future debt shall have been recognized by official action of the Board pursuant to either (i) the Board's prior adoption of a resolution authorizing the issuance of such debt, including but not limited to a resolution delegating the parameters of such issuance to an Authorized Representative or a resolution authorizing the issuance of

commercial paper notes, or (ii) the Board's action pursuant to subsection (e) hereof with respect to Bonds anticipated to be issued to refund outstanding Bonds.

(d) Required Description of Anticipated Bonds. To the extent that an Authorized Representative other than the Chairwoman of the Board enters into a Bond Enhancement Agreement under this Resolution with respect to the Board's obligations under an anticipated future issuance of Bonds, such Authorized Representative must also deliver to the Chairwoman of the Board or the Chief Clerk of the General Land Office at the time such agreement is entered into a certificate with respect to such anticipated Bonds stating: (i) the anticipated issuance date of such Bonds or a range of anticipated dates of up to six months for such issuance, provided that such date or range of dates may not be more than seventy-two (72) months after the date of the applicable Confirmation; (ii) whether such Bonds will bear interest at a fixed or variable rate; (iii) if such Bonds will bear interest at a fixed rate, what fixed interest rate or range of interest rates with respect to such Bonds is anticipated; (iv) if such Bonds will bear interest at a variable rate, what basis is anticipated to be used to compute such variable rate; and (v) the assumed maturity schedule and amortization for such Bonds, including the assumed interest cost.

(e) Board's Statement of Intent to Issue Advance Refunding Debt for Savings. If the conditions in this Resolution are otherwise satisfied, the Board hereby authorizes each Authorized Representative to enter into a Bond Enhancement Agreement in connection with Bonds anticipated to be issued for the purpose of advance refunding any existing Bonds, provided that prior to any Authorized Representative other than the Chairwoman of the Board entering into any such agreement, such Authorized Representative must deliver to the Chairwoman of the Board a certificate to the effect that such refunding issue of Bonds, when taking into consideration the effect of such Bond Enhancement Agreement, is anticipated to result in a present value savings in connection with such advance refunding of at least 3.0%, and in such event, the Board hereby declares its intention to cause such refunding Bonds to be issued. No such certification or declaration shall be required in connection with Bonds anticipated to be issued for the purpose of currently refunding any existing Bonds within ninety (90) days of the date of issuance of such refunding Bonds.

4. Master Agreements.

(a) New Master Agreements. Each Authorized Representative is hereby severally authorized to enter into ISDA Master Agreements and Schedules thereto (the "New Master Agreements") with counterparties satisfying the ratings requirements of the Board's Debt and Derivatives Policy Statement. Such New Master Agreements shall be in substantially the same form as any of the ISDA Master Agreements and Schedules thereto (the "Existing Master Agreements") to which the Board is currently a party, with such changes as, in the judgment of an Authorized Representative, with the advice and counsel of Bond Counsel or Financial Advisor to the Board, are necessary or desirable (i) to carry out the intent of the Board as expressed in this Resolution, (ii) to accommodate the credit structure or requirements of a particular counterparty or (iii) to incorporate comments received or anticipated to be received from any credit rating

agency relating to a New Master Agreement. Each Authorized Representative is authorized to enter into such New Master Agreements and to enter into Confirmations thereunder in accordance with this Resolution and in furtherance of and to carry out the intent hereof.

(b) Amendments to Master Agreements. Each Authorized Representative is hereby further severally authorized to enter into amendments to the Master Agreements to allow Confirmations thereunder to be issued and entered into with respect to any then outstanding Bonds or Bonds anticipated to be issued in the future and to make such other amendments in accordance with the terms of the respective Master Agreements as in the judgment of such Authorized Representative, with the advice and counsel of Bond Counsel to the Board, are necessary or desirable to allow the Board to achieve the benefits of the Bond Enhancement Agreements in accordance with and subject to the Board's Debt and Derivatives Policy Statement and this Resolution.

5. ISDA Protocols. Each Authorized Representative is hereby severally authorized to take such actions as are necessary or desirable as an Authorized Representative determines in his judgment are appropriate to enable the Board or any of its counterparties to comply with or adhere to any protocols developed by the International Swaps and Derivatives Association, Inc.

6. Bond Retirement Change. If a proposed "Bond Retirement Change" occurs with respect to an interest rate swap transaction (each, a "Transaction") of the Board, each Authorized Representative is hereby severally authorized to take such actions in connection with such Bond Retirement Change as an Authorized Representative determines are necessary or desirable. If an Authorized Representative determines to designate additional Bonds in connection with any such Bond Retirement Change, such Authorized Representative shall, on behalf of the Board, make such findings or determinations with respect to such Bonds as are then required pursuant to the Constitutional Provision, Chapter 161 and Chapter 162, and any such findings or determinations shall be deemed to be findings or determinations by the Board for all purposes. Any actions in connection with a Bond Retirement Change heretofore performed by the Authorized Representatives are hereby ratified, approved and confirmed in all respects.

7. Authorization of Additional Acts. The Authorized Representatives are hereby severally authorized and directed from time to time and at any time, in the name and on behalf of the Board, to do and perform all acts and things and to execute, deliver, and if requested by a counterparty, attest or affix the seal of the Board to, all certificates, instruments and other papers as they may determine to be necessary or desirable in connection with the consummation of any Bond Enhancement Agreement, such determination to be conclusively evidenced by the performance of such acts and things and the execution and delivery of any such certificate, instrument or other paper, and any such actions heretofore performed by the Authorized Representatives are hereby ratified, approved and confirmed in all respects.

8. Open Meeting. It is hereby officially found and determined that the meeting at which this resolution was adopted and approved was open to the public as required by law and public notice of the time, place and purpose of said meeting was given as required by Chapter 551 of the Texas Government Code, as amended.

9. Effective Date. This Resolution shall be in full force and effect on and as of the date hereof. The delegation to each Authorized Representative to act on behalf of the Board under this Resolution shall expire on July 23, 2024.

ADOPTED AND APPROVED on the 24th day of July, 2023.

/s/ Dawn Buckingham, M.D.
Chairwoman, Veterans' Land Board of
the State of Texas

ATTEST:

/s/ Anthony W. Dale
Executive Secretary, Veterans' Land Board of
the State of Texas



MEMORANDUM

TEXAS VETERANS LAND BOARD • CHAIRWOMAN DAWN BUCKINGHAM, M.D.

Date: July 24, 2023

To: Dawn Buckingham, M.D., *Chairwoman*
James Rothfelder, *Member*
Judson Scott, *Member*

From: Monica Galuski, *Director of VLB Bond Funds Management*
John Barton, *Assistant Director of VLB Bond Funds Management*

Subject: VLB Meeting: Agenda Item 13

Consideration and possible adoption of a resolution authorizing the issuance and sale of State of Texas Veterans Bonds, Taxable Series 2024, in one or more series and installments, in an aggregate principal amount not to exceed \$250,000,000, and providing for other matters relating to the subject.

SUMMARY: Approval of this agenda item will constitute Board approval of the issuance and sale, in one or more series or installments, of up to \$250 million in taxable new-money general obligation bonds in the Veterans' Housing Assistance Program (the "VHAP") to be sold in 2024.

DETAILS: The Board has historically issued \$250 million (the maximum annual amount permissible under federal income tax law) in tax-exempt new-money general obligation bonds for the VHAP each year. The Board typically originates more than \$250 million in VHAP loans annually, and the combination of bond proceeds and prepayments on existing mortgage loans has been sufficient to meet borrower demand. However, the recent rise in interest rates has drastically reduced the amount of prepayments received on existing mortgage loans, as high rates reduce borrower refinancing opportunities.

To ensure sufficient funds to meet borrower demand, staff recommends that the Board issue \$250 million in taxable new-money general obligation bonds for the VHAP. The issue is expected to be substantially similar to the Board's typical tax-exempt issue, with variable rate bonds issued that are effectively converted to fixed rate bonds with a floating-to-fixed interest rate swap. The amortization of the bonds will exactly match the amortization of the swap. The synthetic fixed-rate bond structure is expected to achieve a lower true interest cost than a traditional taxable fixed rate mortgage bond structure.

RECOMMENDATION: Staff recommends that the Board authorize the issuance of up to \$250 million in taxable new-money general obligation bonds in the VHAP, with a final maturity of the bonds not to exceed June 1, 2056, and with a bond TIC that does not exceed 6.00%.

If you have questions or would like to discuss, please contact me at monica.galuski@glo.texas.gov or (512) 475-4004 or John Barton at john.barton@glo.texas.gov or 512-463-5327.

RESOLUTION

BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS AUTHORIZING THE ISSUANCE AND SALE OF STATE OF TEXAS VETERANS BONDS, TAXABLE SERIES 2024 IN ONE OR MORE SERIES AND INSTALLMENTS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$250,000,000, AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

relating to

State of Texas
Veterans Bonds,
Taxable Series 2024

Adopted and Approved on

July 24, 2024

TABLE OF CONTENTS

Page

ARTICLE I

DEFINITIONS AND OTHER PROVISIONS OF GENERAL APPLICATION

Section 1.1. Definitions 2
Section 1.2. Effect of Headings and Table of Contents 10

ARTICLE II

AUTHORIZATION AND TERMS OF SERIES 2024 BONDS;
ISSUANCE AND FORM OF SERIES 2024 BONDS

Section 2.1. Authorization of Series 2024 Bonds 10
Section 2.2. Form, Maturities, Interest Rates and Numbering 10
Section 2.3. Execution 11
Section 2.4. Approval by Attorney General; Registration by Comptroller 11
Section 2.5. Form of Bond 11
Section 2.6. Registration, Transfer and Exchange 12
Section 2.7. Damaged and Missing Bonds 15
Section 2.8. Sale and Delivery of Series 2024 Bonds 16
Section 2.9. Preliminary Official Statement and Official Statement 16
Section 2.10. Book-Entry System 17

ARTICLE III

REDEMPTION OF SERIES 2024 BONDS

Section 3.1. Redemption 18
Section 3.2. Notice of Redemption 19

ARTICLE IV

FUNDS AND INVESTMENTS

Section 4.1. Establishment of Fund II 21
Section 4.2. Deposits to Fund II 21
Section 4.3. Home Loans 21
Section 4.4. Source of Payment 22
Section 4.5. Other Uses of Fund II Moneys 23
Section 4.6. Program Administration 23
Section 4.7. Investments 23

ARTICLE V

COVENANTS OF THE BOARD

Section 5.1. Payment Procedures 24
Section 5.2. Paying Agent and Registrar 24
Section 5.3. Tax Covenants 25

ARTICLE VI

SUPPLEMENTS AND AMENDMENTS

Section 6.1. Amendment of Resolution With Consent of Holders 25
Section 6.2. Amendment of Resolution Without Consent of Holders 26
Section 6.3. Effect of Amendatory Resolutions 27
Section 6.4. Bonds May Bear Notation of Changes 27

ARTICLE VII

FIXED RATE BONDS DEEMED PAID

Section 7.1. Fixed Rate Bonds Deemed Paid 27
Section 7.2. Application of Trust Money 28

ARTICLE VIII

CONTINUING DISCLOSURE UNDERTAKING

Section 8.1. Definitions 28
Section 8.2. Annual Reports 28
Section 8.3. Event Notices 29
Section 8.4. Limitations, Disclaimers and Amendments 30
Section 8.5. Continuing Disclosure Relating to Other Obligated Persons 31
Section 8.6. Agreement Regarding Assumption of Certain Home Loans 32

ARTICLE IX

ADDITIONAL PROVISIONS RELATING TO SERIES 2024 BONDS

Section 9.1. Interest Rates and Payment 32
Section 9.2. Determination of Weekly Interest Rate 33
Section 9.3. Fixed Interest Rate 34
Section 9.4. Purchase of Weekly Rate Bonds 35
Section 9.5. Amendments to Liquidity Facility 39
Section 9.6. Alternate Liquidity Facility 39
Section 9.7. Notice of Termination or Other Change in Liquidity Facility 39
Section 9.8. Remarketing Agent and Tender Agent 40

Section 9.9.	Qualifications of Remarketing Agent and Tender Agent; Resignation; Removal.....	41
Section 9.10.	Notice of Weekly Rate Bonds Delivered for Purchase; Purchase of Weekly Rate Bonds	42
Section 9.11.	Remarketing of Series 2024 Bonds; Notice of Interest Rates	43
Section 9.12.	Delivery of Series 2024 Bonds.....	44
Section 9.13.	Delivery of Proceeds of Sale	45
Section 9.14.	Draws on Liquidity Facility to Pay Purchase Price of Weekly Rate Bonds.....	45
Section 9.15.	Insufficient Funds for Purchase of Weekly Rate Bonds	45
Section 9.16.	Notices.....	45

ARTICLE X

MISCELLANEOUS

Section 10.1.	Benefits of Resolution	47
Section 10.2.	Bonds to Rank Equally.....	47
Section 10.3.	Enforcement	47
Section 10.4.	Separability Clause.....	47
Section 10.5.	Governing Law	47
Section 10.6.	Open Meeting	47
Section 10.7.	References to Liquidity Provider	47
Section 10.8.	Remarketing Agreements Authorized	48
Section 10.9.	Tender Agent Agreements Authorized.....	48
Section 10.10.	Authorization of Additional Acts	48
Section 10.11.	Bond Enhancement Agreement Certificate.....	48

EXHIBIT A – FORM OF WEEKLY RATE BOND.....	A-1
---	-----

EXHIBIT B – FORM OF FIXED RATE BOND	B-1
---	-----

EXHIBIT C – FORM OF VARIABLE RATE BOND	C-1
--	-----

EXHIBIT D – DESCRIPTION OF ANNUAL FINANCIAL INFORMATION	D-1
---	-----

RESOLUTION

BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS
AUTHORIZING THE ISSUANCE AND SALE OF STATE OF TEXAS
VETERANS BONDS, TAXABLE SERIES 2024 IN ONE OR MORE SERIES
AND INSTALLMENTS IN AN AGGREGATE PRINCIPAL AMOUNT NOT
TO EXCEED \$250,000,000, AND PROVIDING FOR OTHER MATTERS
RELATING TO THE SUBJECT

WHEREAS, pursuant to the provisions of Article III, Section 49-b (the "Constitutional Provision") of the Constitution (the "State Constitution") of the State of Texas (the "State"), and implemented by Chapter 162, Texas Natural Resources Code, as amended (the "Act"), the Veterans' Land Board (the "Board") of the State has been authorized, subject to the limitations set forth in the Constitutional Provision, to issue general obligation bonds ("Bonds") of the State from time to time for the purpose of providing funding for the Veterans' Housing Assistance Fund II ("Fund II"), which fund is to be used for the purpose of making home mortgage loans to Veterans (as such term is defined in the Act); and

WHEREAS, pursuant to the provisions of subsection (w) of the Constitutional Provision, adopted by vote of the people of the State on November 6, 2001, as amended by vote of the people of the State on November 3, 2009, the Board has been authorized to issue Bonds, as well as general obligation bonds (together with the Bonds, "Veterans Bonds") of the State for the purpose of providing funding for the Veterans' Housing Assistance Fund or the Veterans' Land Fund, from time to time in an aggregate principal amount outstanding at any one time not to exceed the aggregate principal amount of Veterans Bonds previously authorized by prior amendments to the State Constitution; and

WHEREAS, prior amendments to the State Constitution have authorized \$4 billion in aggregate principal amount of Veterans Bonds to be issued; and

WHEREAS, less than \$3.5 billion (including unamortized net original issue premium) in aggregate principal amount of Veterans Bonds is currently outstanding or authorized; and

WHEREAS, the Board has determined that it is necessary and desirable at this time that up to \$250,000,000 in aggregate principal amount of Bonds (hereinafter defined as the "Series 2024 Bonds") be issued in one or more series and installments for the purpose of augmenting Fund II; and

WHEREAS, pursuant to the Constitutional Provision, the Act and Chapter 1371, Texas Government Code, as amended ("Chapter 1371"), the Board hereby determines to issue the Series 2024 Bonds; and

WHEREAS, the Board hereby finds that the purpose for which the Board may issue the Series 2024 Bonds constitutes "public works," as contemplated by Chapter 1371;

NOW, THEREFORE, BE IT RESOLVED BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS:

ARTICLE I

DEFINITIONS AND OTHER PROVISIONS OF GENERAL APPLICATION

Section 1.1. Definitions. (a) For all purposes of this Resolution, except as otherwise expressly provided or unless the context otherwise requires:

(i) "This Resolution" means this resolution as originally adopted or as it may from time to time be supplemented or amended by one or more resolutions supplemental hereto adopted pursuant to the applicable provisions hereof.

(ii) All references in this Resolution to designated "Articles," "Sections" and other subdivisions are to the designated Articles, Sections and other subdivisions of this Resolution as originally adopted. The words "herein," "hereof" and "hereunder" and other words of similar import refer to this Resolution as a whole and not to any particular Article, Section or other subdivision.

(iii) The terms defined in this Article have the meanings assigned to them in this Article and include the plural as well as the singular. Reference to any named Person means that party and its successors and assigns.

(b) The following terms have the meanings assigned to them below whenever they are used in this Resolution:

"Act" means Chapter 162, Texas Natural Resources Code, as amended.

"Alternate Liquidity Facility" means a letter of credit, standby bond purchase agreement or any other agreement or agreements used to provide liquidity support for a series of Series 2024 Bonds, satisfactory to the Board and the Remarketing Agent therefor and containing administrative provisions reasonably satisfactory to the Tender Agent therefor, issued and delivered to such Tender Agent in accordance with Section 9.6 hereof.

"Attorney General" means the Attorney General of the State.

"Authorized Denomination" means (i) for Weekly Rate Bonds, (A) prior to the final redemption pursuant to Section 3.1(a) hereof, \$100,000 and any integral multiple of \$5,000 in excess thereof, or (B) thereafter, any integral multiple of \$5,000, (ii) for Fixed Rate Bonds, \$5,000 and any integral multiple thereof, and (iii) for Variable Rate Bonds, the amount set forth in the Purchase Contract or Pricing Certificate therefor.

"Authorized Representative" means any of the following: the Chairwoman of the Board, the Executive Secretary of the Board, the Director of VLB Bond Funds Management of the Board, the Assistant Director of VLB Bond Funds Management of the Board, and any other officer or employee of the Board appointed by the Board to serve as an "Authorized Representative" hereunder.

“Beneficial Owner” means, during any period in which ownership of a series of Series 2024 Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, any Person who acquires a beneficial ownership in such Series 2024 Bonds.

“Board” means the Veterans’ Land Board of the State.

“Bond” or “Bonds” means general obligation bonds of the State authorized by the Constitutional Provision and issued for the benefit of Fund II.

“Bond Counsel” means Bracewell LLP or any other attorney or firm of attorneys nationally recognized as experienced in the field of bonds of governmental issuers and appointed by the Board.

“Bond Purchase Fund” means for any series of Series 2024 Bonds the fund so designated that is established with the Tender Agent therefor pursuant to Section 9.8(b)(ii) hereof.

“Bond Register” has the meaning set forth in Section 2.6 hereof.

“Business Day” means with respect to a series of Series 2024 Bonds, any day other than (i) a Saturday, a Sunday or any other day on which banks located in the cities in which the Board and the applicable Tender Agent, Remarketing Agent, Paying Agent, Registrar or Liquidity Provider are located, or in which the office of such Liquidity Provider from which payments are made pursuant to the applicable Liquidity Facility is located, are authorized or required to remain closed or (ii) a day on which the New York Stock Exchange is closed.

“Ceiling Rate” means the lesser of (i) fifteen percent (15%) per annum and (ii) a per annum rate equal to the maximum net effective interest rate permitted to be paid on the Series 2024 Bonds (prescribed by Chapter 1204, Texas Government Code, as amended, or any successor provision), currently fifteen percent (15%).

“Chapter 1201” means Chapter 1201, Texas Government Code, as amended.

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

“Comptroller” means the Texas Comptroller of Public Accounts.

“Constitutional Provision” means Article III, Section 49-b of the Constitution of the State, as adopted on November 9, 1999, as it may be amended from time to time.

“Defeasance Obligations” means (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 that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the Board adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to investment quality by the Rating Agency not less than AAA or its equivalent, and (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 that, on the date the governing body of the Board adopts or approves the proceedings authorizing the

issuance of refunding bonds, are rated as to investment quality by the Rating Agency not less than AAA or its equivalent.

“Direct Security Repurchase Agreement” means an agreement under which the Board buys, holds for a specified time, and then sells back any of the following securities, obligations, or participation certificates:

- (1) United States government securities;
- (2) direct obligations of or obligations the principal and interest of which are guaranteed by the United States;
- (3) direct obligations of or obligations guaranteed by the Federal Home Loan Banks, the Federal National Mortgage Association, the Federal Farm Credit System, the Student Loan Marketing Association, the Federal Home Loan Mortgage Corporation, or a successor organization to one of those organizations; or
- (4) any other investment instrument, obligation, or other evidence of indebtedness the payment of which is directly or indirectly guaranteed by the full faith and credit of the United States.

“DTC” means The Depository Trust Company, New York, New York, and its successors and assigns, or any successor securities depository for a series of Series 2024 Bonds.

“DTC Participant” means the securities 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.

“Eligible Investments” means:

- (1) Direct Security Repurchase Agreements and Reverse Security Repurchase Agreements made with state or national banks domiciled in the State or with primary dealers as approved by the Federal Reserve System;
- (2) direct obligations of or obligations the principal and interest of which are guaranteed by the United States;
- (3) direct obligations of or obligations guaranteed by the Federal Home Loan Banks, the Federal National Mortgage Association, the Federal Farm Credit System, the Student Loan Marketing Association, the Federal Home Loan Mortgage Corporation, or a successor organization to one of those organizations;
- (4) bankers’ acceptances that:
 - (i) are eligible for purchase by members of the Federal Reserve System;

- (ii) do not exceed 270 days to maturity; and
 - (iii) are issued by a bank that has received the highest short term credit rating by a nationally recognized investment rating firm;
- (5) commercial paper that:
 - (i) does not exceed 270 days to maturity; and
 - (ii) has received the highest short term credit rating by a nationally recognized investment rating firm;
- (6) contracts written by the Board in which the Board grants the purchaser the right to purchase securities in the Board's marketable securities portfolio at a specified price over a specified period and for which the Board is paid a fee and specifically prohibits naked option or uncovered option trading;
- (7) obligations of a state or an agency, county, city, or other political subdivision of a state, including revenue bonds issued under Chapter 164, Texas Natural Resources Code, as amended, and mutual funds composed of these obligations;
- (8) an investment instrument, obligation, or other evidence of indebtedness the payment of which is directly or indirectly guaranteed by the full faith and credit of the United States;
- (9) an investment, account, depository receipt, or deposit that is fully:
 - (i) insured by the Federal Deposit Insurance Corporation, the Federal Savings and Loan Insurance Corporation, or a successor organization to one of those organizations; or
 - (ii) secured by securities described by paragraph (2), (3), or (8) of this definition;
- (10) a collateralized mortgage obligation fully secured by securities or mortgages issued or guaranteed by the Government National Mortgage Association or any entity described by paragraph (3) of this definition;
- (11) a security or evidence of indebtedness issued by the Farm Credit System Financial Assistance Corporation, the Private Export Funding Corporation, or the Export Import Bank; and
- (12) any other investment authorized for investment of State funds by the Comptroller under applicable law;

provided, however, that the term "Eligible Investments" does not include any investments that may from time to time not be authorized under the laws of the State for investment of moneys in Fund II; and provided, further, that the term "Eligible Investments" also includes all investments

that may from time to time be authorized under the laws of the State for investment of moneys in Fund II.

“Expenses Attributable to Bonds” means the expenses of issuing, selling, delivering and administering the Bonds, including without limitation, fees, expenses and other payments by the Board (excluding payments by the Board with respect to principal of or interest on the Bonds) payable under any bond enhancement agreement with respect to principal of or interest on the Bonds.

“Expenses Attributable to Home Loans” means the expenses incurred in connection with originating, processing, servicing, and administering the Home Loans.

“Fiscal Year” means the period of time beginning in each calendar year on September 1, and ending August 31 of the calendar year next following, or the fiscal year for the State, as may hereinafter be established by law.

“Fixed Interest Rate” means (i) with respect to a Series 2024 Bond originally issued as a Weekly Rate Bond, the non-variable interest rate established in accordance with Section 9.3 hereof, and (ii) with respect to a Series 2024 Bond originally issued as a Fixed Rate Bond, the non-variable interest rate set forth in the related Purchase Contract or Pricing Certificate.

“Fixed Interest Rate Period” means with respect to a series of Series 2024 Bonds, the period of time during which such Series 2024 Bonds bear interest at a Fixed Interest Rate.

“Fixed Rate Bond” or “Fixed Rate Bonds” means any Series 2024 Bonds issued bearing interest at a Fixed Interest Rate.

“Fixed Rate Conversion Date” means with respect to a series of Weekly Rate Bonds, the date on which the interest rate on each of such Series 2024 Bonds converts to a Fixed Interest Rate.

“Fund I” means the Veterans’ Housing Assistance Fund created by the former Article III, Section 49-b-1 of the Constitution of the State, and currently governed by the Constitutional Provision.

“Fund II” means the Veterans’ Housing Assistance Fund II created by the former Article III, Section 49-b-2 of the Constitution of the State and currently governed by the Constitutional Provision, established pursuant to the resolution of the Board authorizing the issuance of the Series 1994A Bonds and confirmed and ratified by Section 4.1 of this Resolution.

“Holder” means a Person in whose name a Series 2024 Bond is registered in the Bond Register.

“Home Loan” or “Home Loans” means the home mortgage loans (including qualified home improvement loans) made by the Board pursuant to the Constitutional Provision and the Act.

“Initial Purchaser” means (i) with respect to a series of Series 2024 Bonds sold in connection with a public offering, the manager of the Underwriters relating thereto, or (ii) with respect to a series of Series 2024 Bonds sold privately, the purchaser or purchasers thereof.

“Initial Series 2024 Bond” means with respect to a series of Series 2024 Bonds, the Series 2024 Bond registered by the Comptroller.

“Interest Accrual Period” means with respect to a series of Series 2024 Bonds, the period from and including each Interest Payment Date to and excluding the next Interest Payment Date therefor; the initial Interest Accrual Period shall begin on (and include) the Settlement Date therefor and the final Interest Accrual Period shall end on the day next preceding the maturity date of such Series 2024 Bonds.

“Interest Payment Date” means (i) with respect to any Weekly Interest Rate Period, (A) the first Business Day of each month, commencing on the first such day following the applicable Settlement Date, (B) for a series of Weekly Rate Bonds, the Fixed Rate Conversion Date therefor, if any, and (C) the maturity date of a series of Series 2024 Bonds; and (ii) with respect to any Fixed Interest Rate Period, each June 1 and December 1, commencing the June 1 or December 1 immediately following the Fixed Rate Conversion Date or the Settlement Date, as the case may be, by at least 30 days.

“Interest Rate Period” means any Weekly Interest Rate Period or Fixed Interest Rate Period.

“Liquidity Facility” means for a series of Weekly Rate Bonds, initially the documents described in the related Pricing Certificate or Purchase Contract, as the same may be amended or supplemented from time to time, and, upon the effectiveness of an Alternate Liquidity Facility, means such Alternate Liquidity Facility.

“Liquidity Provider” means for a series of Weekly Rate Bonds, initially the Person designated in the related Pricing Certificate or Purchase Contract, and upon the effectiveness of an Alternate Liquidity Facility, means the bank or banks or other financial institution or financial institutions or other entity that is then a party to the Liquidity Facility. In the case of any Alternate Liquidity Facility to which more than one bank, financial institution or other entity is a party, notices required by this Resolution to be given to the Liquidity Provider may be given to the bank or financial institution under such Liquidity Facility appointed to act as agent for all such banks or financial institutions.

“Maximum Purchased Bond Rate” means for a series of Weekly Rate Bonds, the maximum interest rate for Purchased Bonds permitted under the Liquidity Facility therefor, but in no event to exceed the Ceiling Rate.

“Outstanding” means, when used with reference to a Bond or Bonds and as of a particular date, such Bond or Bonds not canceled except a Bond or Bonds for the payment or redemption of which provision has been made.

“Paying Agent” means with respect to a series of Series 2024 Bonds, the Comptroller unless otherwise set forth in the related Pricing Certificate or Purchase Contract, or any successor appointed by the Board pursuant to Section 5.2(a) hereof to perform the paying agent duties hereunder.

“Person” means any individual, corporation, partnership, joint venture, association, joint stock company, trust, limited liability company, unincorporated organization or government or any agency or political subdivision thereof.

“Pricing Certificate” means a certificate executed by an Authorized Representative setting forth certain provisions relating to a series of Series 2024 Bonds.

“Program” means the Veterans’ Housing Assistance Program established pursuant to the Act.

“Purchase Account” means for a series of Weekly Rate Bonds, the account so designated and established pursuant to Section 9.8(b)(ii) hereof.

“Purchase Contract” means with respect to a series of Series 2024 Bonds initially sold in a public offering, the bond purchase contract between the Board and the Underwriters, authorized under Section 2.8 hereof, regarding the sale of such Series 2024 Bonds.

“Purchased Bond” or “Purchased Bonds” with respect to a series of Weekly Rate Bonds, has the meaning ascribed to such term in the Liquidity Facility therefor.

“Purchased Bond Rate” with respect to a series of Weekly Rate Bonds, has the meaning ascribed to such term in the Liquidity Facility therefor.

“Rating Agency” means with respect to a series of Series 2024 Bonds, initially, the statistical rating organization designated as such in the related Pricing Certificate or Purchase Contract or if such entity ceases to assign a rating to such Series 2024 Bonds, any substitute statistical rating organization so designated by the Board, which at the time has a credit rating assigned to such Series 2024 Bonds at the request of the Board.

“Record Date” means (a) with respect to any Interest Payment Date in respect of any Weekly Interest Rate Period, the Business Day immediately preceding such Interest Payment Date, and (b) with respect to any Interest Payment Date in respect of any Fixed Interest Rate Period, the 15th day of the month immediately preceding such Interest Payment Date or, in the event that an Interest Payment Date shall occur less than 15 days after the Fixed Rate Conversion Date, such date.

“Registrar” means with respect to a series of Series 2024 Bonds, initially the Person designated as such in the Purchase Contract or Pricing Certificate therefor, or any successor entity appointed by the Board pursuant to Section 5.2(a) hereof to perform the duties of registrar and transfer agent hereunder.

“Remarketing Account” means with respect to a series of Weekly Rate Bonds, the account so designated and established pursuant to Section 9.8(b)(ii) hereof.

“Remarketing Agent” means with respect to a series of Weekly Rate Bonds, initially the Person designated as such in the Pricing Certificate therefor, or any successor appointed pursuant to Section 9.9(a) hereof.

“Remarketing Agreement” means with respect to a series of Weekly Rate Bonds, the Remarketing Agreement dated as of the Settlement Date therefor, between the Board and the Remarketing Agent therefor, as the same may be amended or supplemented from time to time, or any remarketing agreement entered into with a successor Remarketing Agent.

“Resolution” means this resolution of the Board authorizing the issuance of the Series 2024 Bonds.

“Reverse Security Repurchase Agreement” means an agreement under which the Board sells and after a specified time buys back any of the securities, obligations, or participation certificates listed in paragraphs (1) through (4) of the definition of Direct Security Repurchase Agreement.

“Series 1994A Bond” or “Series 1994A Bonds” means the State of Texas Veterans’ Housing Assistance Program, Fund II Series 1994A Bonds, initially dated October 1, 1994.

“Series 2024 Bond” or “Series 2024 Bonds” means the State of Texas Veterans Bonds, Taxable Series 2024, authorized pursuant to this Resolution.

“Settlement Date” means with respect to a series of Series 2024 Bonds, the date of initial delivery of such Series 2024 Bonds to the Initial Purchaser thereof.

“SOFR” means the 30-calendar-day compounded average of the “Secured Overnight Financing Rate” as published on the website of the Federal Reserve Bank of New York, or any successor source for such rate identified as such by the Federal Reserve Bank of New York or any successor administrator of the Secured Overnight Financing Rate.

“State” means the State of Texas.

“Tender Agent” means with respect to a series of Weekly Rate Bonds, any Person acting as Tender Agent therefor pursuant to the terms of this Resolution.

“Tender Agent Agreement” means if required with respect to a series of Weekly Rate Bonds, the agreement dated as of the Settlement Date therefor between the Board and the Tender Agent therefor, as the same may be amended or supplemented from time to time, or any similar agreement entered into with a successor Tender Agent.

“Undelivered Bonds” means any Series 2024 Bond so designated in accordance with the provisions of Section 9.4(e) or Section 9.4(g)(ii) hereof.

“Underwriters” means with respect to a series of Series 2024 Bonds initially sold in a public offering, the members of the underwriting syndicate therefor.

“Variable Rate Bond” or “Variable Rate Bonds” means Series 2024 Bonds other than Weekly Rate Bonds, the interest rate on which is not fixed, but is variable or adjustable by any formula, agreement or otherwise as set forth in the Pricing Certificate or Purchase Contract for such Series 2024 Bonds.

“Veterans” has the meaning given such term in the Constitutional Provision.

“Weekly Interest Rate” means a variable interest rate on Weekly Rate Bonds established in accordance with Section 9.2 hereof.

“Weekly Interest Rate Period” means each period during which a Weekly Interest Rate is in effect.

“Weekly Rate Bond” or “Weekly Rate Bonds” means Series 2024 Bonds subject to a Weekly Interest Rate Period.

Section 1.2. Effect of Headings and Table of Contents. The Article and Section headings herein and the Table of Contents are for convenience only and shall not affect the construction hereof.

ARTICLE II

AUTHORIZATION AND TERMS OF SERIES 2024 BONDS; ISSUANCE AND FORM OF SERIES 2024 BONDS

Section 2.1. Authorization of Series 2024 Bonds. To provide money for the purpose of augmenting Fund II, the Series 2024 Bonds are hereby authorized and shall be issued, in one or more series and installments, as general obligations of the State in the original aggregate principal amount not to exceed Two Hundred Fifty Million Dollars (\$250,000,000), as determined by an Authorized Representative and set forth in a Purchase Contract or Pricing Certificate. The Series 2024 Bonds shall be entitled “STATE OF TEXAS VETERANS BONDS, TAXABLE SERIES 2024”; provided that unless the entire principal amount authorized for the Series 2024 Bonds is issued in a single series or in the discretion of an Authorized Representative, the series designation for each separate series shall include a different capital letter after “2024,” as set forth in the related Pricing Certificate or Purchase Contract.

Section 2.2. Form, Maturities, Interest Rates and Numbering. Each series of Series 2024 Bonds authorized hereby initially shall be dated as set forth in the related Pricing Certificate or Purchase Contract, and shall be issued and delivered in the form of fully registered bonds, without coupons, each payable to the Holder thereof, all in the manner hereinafter provided. The principal of Series 2024 Bonds shall mature, subject to prior redemption, on the dates and in the amounts set forth in the related Pricing Certificate or Purchase Contract; provided, however, that (i) the aggregate principal amount of all installments and series of Series 2024 Bonds shall not exceed \$250,000,000, and (ii) the final maturity of the Series 2024 Bonds shall occur not later than December 1, 2055; and provided, further, that during any period in which ownership of a series of the Series 2024 Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, payments made to the securities depository, or

its nominee, shall be made in accordance with existing arrangements between the Board and the securities depository. Weekly Rate Bonds shall bear interest at the Weekly Interest Rate therefor, provided that from and after the Fixed Rate Conversion Date, such Series 2024 Bonds shall bear interest at a Fixed Interest Rate. Fixed Rate Bonds shall bear interest at the Fixed Interest Rate or Rates set forth in the related Pricing Certificate or Purchase Contract or as determined pursuant to Section 9.3(a) hereof. Variable Rate Bonds shall bear interest as provided in the related Pricing Certificate or Purchase Contract. Each series of Weekly Rate Bonds shall be numbered consecutively from WR-1 upward by the Registrar, and no two Weekly Rate Bonds of the same series shall be given the same number. Each series of Fixed Rate Bonds shall be numbered consecutively from FR-1 upward by the Registrar, and no two Fixed Rate Bonds of the same series shall be given the same number. Each series of Variable Rate Bonds shall be numbered consecutively from VR-1 upward by the Registrar, and no two such Series 2024 Bonds shall be given the same number. Notwithstanding the foregoing, the Initial Series 2024 Bond for any series of Series 2024 Bonds shall be numbered T-1. Unless otherwise specified in the related Pricing Certificate or Purchase Contract, the Board shall cause CUSIP numbers to be assigned to, and reproduced on, the Series 2024 Bonds, but errors or omissions in the printing of such numbers shall have no effect on the validity of such Bonds.

Section 2.3. Execution. Each of the Series 2024 Bonds shall be executed by and on behalf of the Board as general obligations of the State with the manual or facsimile signatures of the Chairwoman of the Board and the Executive Secretary of the Board, and the manual or facsimile seal of the Board shall be placed thereon. The facsimile signatures of the Chairwoman and Executive Secretary of the Board and the facsimile seal of the Board shall have the same effect as if each of said Bonds had been manually signed by such officers and said seal had been manually impressed on each such Bond. Series 2024 Bonds bearing the manual or facsimile signatures of individuals who were at any time the proper officers of the Board shall bind the State and the Board, notwithstanding that such individuals or any of them have ceased to hold such offices prior to the authentication and delivery of such Bonds or did not hold such offices at the date of such Bonds.

Section 2.4. Approval by Attorney General; Registration by Comptroller. After any Initial Series 2024 Bonds shall have been executed, it shall be the duty of the Authorized Representatives to deliver such Series 2024 Bonds to the Attorney General for examination and approval, and after such Series 2024 Bonds shall have been approved by the Attorney General, they shall be delivered to the Comptroller for registration. Series 2024 Bonds thus registered shall remain in the custody of the Chairwoman of the Board or subject to her order, until the delivery thereof to the Initial Purchaser thereof.

Section 2.5. Form of Bond. The form of all Weekly Rate Bonds, including the forms of (i) Comptroller's Registration Certificate to accompany each Initial Series 2024 Bond that is a Weekly Rate Bond, (ii) Registrar's Authentication Certificate, and (iii) Assignment, shall be, respectively, substantially as set forth in Exhibit A hereto, with such appropriate variations, omissions, or insertions as are permitted or required by this Resolution. The form of all Fixed Rate Bonds, including the forms of (i) Comptroller's Registration Certificate to accompany each Initial Series 2024 Bond that is a Fixed Rate Bond, (ii) Registrar's Authentication Certificate, and (iii) Assignment, shall be, respectively, substantially as set forth in Exhibit B hereto, with

such appropriate variations, omissions, or insertions as are permitted or required by this Resolution or set forth in a Pricing Certificate. The form of all Variable Rate Bonds, including the forms of (i) Comptroller's Registration Certificate to accompany each Initial Series 2024 Bond that is a Variable Rate Bond, (ii) Registrar's Authentication Certificate, and (iii) Assignment, shall be, respectively, substantially as set forth in Exhibit C hereto, with such appropriate variations, omissions, or insertions as are permitted or required by this Resolution or set forth in a Pricing Certificate. At the direction of an Authorized Representative, a portion of the text of Series 2024 Bonds may be printed on the back of the bond certificates, in which event the following phrase shall be inserted in the place where such text would otherwise appear: "Reference is hereby made to the further provisions of this Bond set forth on the reverse side hereof and such further provisions shall for all purposes have the same effect as if set forth at this place."

Section 2.6. Registration, Transfer and Exchange. (a) With respect to each series of Series 2024 Bonds, the Board shall keep or cause to be kept at the designated corporate trust office of the Person named in the related Pricing Certificate or Purchase Contract, or at the designated office of any other banking institution named in accordance with the provisions of Section 5.2(a) hereof (in any event, a "Registrar"), books or records of the registration and transfer of such Series 2024 Bonds (each, a "Bond Register"), and each Registrar shall act as registrar and transfer agent to keep such Bond Register and make such transfers and registrations under such reasonable regulations as the Board may prescribe, and to convert and exchange or replace the applicable Series 2024 Bonds; and the Registrar shall make such transfers and registrations as herein provided. It shall be the duty of a Registrar to obtain from the Holder of each applicable Series 2024 Bond and record in the related Bond Register the address of such Holder to which payments with respect to the applicable Series 2024 Bonds shall be mailed, as herein provided. Each Registrar shall keep the related Bond Register confidential and, unless otherwise required by law, shall not permit their inspection by any entity other than the Board or its designee, which shall have the right to inspect such Bond Register during regular business hours of such Registrar. Registration of each Series 2024 Bond may be transferred in the applicable Bond Register only upon presentation and surrender of such Series 2024 Bond to the applicable Registrar for transfer of registration and cancellation, together with proper written instruments of assignment, in form and with guarantee of signatures satisfactory to such Registrar, evidencing the assignment of such Series 2024 Bond, or any portion thereof in any Authorized Denomination, to the assignee or assignees thereof, and the right of such assignee or assignees to have such Series 2024 Bond or any such portion thereof registered in the name of such assignee or assignees. Upon the assignment and transfer of any Series 2024 Bond or any portion thereof, a new substitute Series 2024 Bond or Series 2024 Bonds of the same series and maturity shall be issued in conversion and exchange therefor in the manner herein provided.

(b) The entity in whose name any Series 2024 Bond shall be registered in the related Bond Register at any time shall be treated as the absolute owner thereof for all purposes of this Resolution, whether or not such Series 2024 Bond shall be overdue, and the Board and the applicable Paying Agent and Registrar shall not be affected by any notice to the contrary; and payment of, or on account of, the principal of and premium, if any, and interest on any such Series 2024 Bond shall be made only to such Holder. All such payments shall be valid and

effectual to satisfy and discharge the liability upon such Series 2024 Bond to the extent of the sum or sums so paid.

(c) Unless otherwise set forth in a Pricing Certificate or Purchase Contract, the Board hereby appoints the Comptroller in Austin, Texas, or any banking institution named in accordance with the provisions of Section 5.2(a) hereof (in either case, the "Paying Agent"), to act as the paying agent for paying the principal of and premium, if any, and interest on the Series 2024 Bonds, all as provided in this Resolution. Each Paying Agent shall keep proper records of all payments made by the Board and such Paying Agent with respect to the applicable Series 2024 Bonds, as provided in this Resolution. For any Series 2024 Bond that has a CUSIP number, the applicable Paying Agent shall provide the CUSIP number for such Series 2024 Bond with each payment of interest on and the principal or the redemption price of such Series 2024 Bond, specifying the amount paid in respect of such CUSIP number.

(d) Each Series 2024 Bond may be converted into and exchanged for fully registered bonds in the manner set forth herein. Each Series 2024 Bond may, upon surrender thereof to the applicable Registrar, together with a written request therefor duly executed by the Holder or the assignee or assignees thereof, or its or their duly authorized attorneys or representatives, with guarantee of signatures satisfactory to the Registrar, at the option of the Holder or such assignee or assignees, as appropriate, be converted into and exchanged for a substitute Series 2024 Bond or Series 2024 Bonds having the same series, maturity date, bearing interest at the same rate and in any Authorized Denomination which may be requested in writing by such Holder or such assignee or assignees, in an aggregate principal amount equal to the principal amount of the Series 2024 Bond or Series 2024 Bonds so surrendered, and payable to the appropriate Holder, assignee, or assignees, as the case may be. If only a portion of any Series 2024 Bond shall be redeemed prior to its scheduled maturity as provided herein, a substitute Series 2024 Bond or Series 2024 Bonds having the same series, maturity date, bearing interest at the same rate, in any Authorized Denomination at the request of the Holder, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon surrender thereof for cancellation. If any Series 2024 Bond or portion thereof is assigned and transferred or converted, each Series 2024 Bond issued in exchange therefor shall have the same series, principal maturity date and bear interest at the same rate as the Series 2024 Bond for which it is being exchanged. Each substitute Series 2024 Bond shall bear a number to distinguish it from each other Series 2024 Bond. Each Registrar shall convert and exchange or replace Series 2024 Bonds as provided herein, and each fully registered bond delivered in conversion of and exchange for or replacement of any Series 2024 Bond or portion thereof as permitted or required by any provision of this Resolution shall constitute one of the Series 2024 Bonds for all purposes of this Resolution, and may again be converted and exchanged or replaced. It is specifically provided, however, that any Series 2024 Bond delivered in conversion of and exchange for or replacement of another Series 2024 Bond prior to the first scheduled Interest Payment Date of the related series of Series 2024 Bonds shall be dated the same date as such Series 2024 Bond, but each substitute Series 2024 Bond so delivered on or after such first scheduled Interest Payment Date shall be dated as of the Interest Payment Date preceding the date on which such substitute Series 2024 Bond is delivered, unless such Series 2024 Bond is delivered on an Interest Payment Date therefor, in which case it shall be dated as of such date of delivery; provided, however, that if at the time of delivery of any substitute Series 2024 Bond the interest

on the Series 2024 Bond for which it is being exchanged has not been paid, then such Series 2024 Bond shall be dated as of the date to which such interest has been paid in full; and provided, further, that any Series 2024 Bond issued in exchange for an Initial Series 2024 Bond shall be dated the date specified in the related Pricing Certificate or Purchase Contract. On each substitute Series 2024 Bond issued in conversion of and exchange for or replacement of any Series 2024 Bond or Series 2024 Bonds there shall be printed a Registrar's Authentication Certificate, in the form hereinafter set forth. An authorized representative of the applicable Registrar shall, before the delivery of any such Series 2024 Bond, date such Series 2024 Bond in the manner set forth above, and manually sign and date the Registrar's Authentication Certificate, and no such Series 2024 Bond shall be deemed to be issued or Outstanding unless such Registrar's Authentication Certificate is so executed and dated. Each Registrar promptly shall cancel all applicable Series 2024 Bonds surrendered for transfer, conversion and exchange or replacement. No additional orders or resolutions need be passed or adopted by the Board or any other body or Person so as to accomplish the foregoing conversion and exchange or replacement of any Series 2024 Bond or portion thereof, and each Registrar shall provide for the execution and delivery of substitute Series 2024 Bonds in the manner prescribed herein. Pursuant to Chapter 1201, and particularly Sections 1201.061 through 1201.063 and 1201.067 thereof, the duty of conversion and exchange or replacement of Series 2024 Bonds as aforesaid is hereby imposed upon the related Registrar, and, upon the execution and dating of the above described Registrar's Authentication Certificate, the transferred, converted and exchanged or replaced Series 2024 Bond shall be valid, incontestable, and enforceable in the same manner and with the same effect as the Series 2024 Bonds which originally were delivered pursuant to this Resolution, approved by the Attorney General, and registered by the Comptroller. Except in the case of tenders of Weekly Rate Bonds pursuant to Section 9.4 hereof or of the remarketing of Purchased Bonds, neither the Board nor any Registrar shall be required (i) to issue, transfer, replace or exchange any Series 2024 Bond subject to redemption in whole or in part during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of such series of Series 2024 Bonds and ending at the close of business on the day of such mailing, or (ii) to replace, transfer or exchange any Series 2024 Bond so selected for redemption, in whole or in part, when such redemption is scheduled to occur within 30 calendar days; except that at the option of the Holder of at least \$1,000,000 in principal amount of a series of Series 2024 Bonds, the applicable Registrar shall be required to transfer or exchange any such Series 2024 Bond of such Holder which has been selected, in whole or in part, for redemption upon surrender thereof. A Registrar may make such arrangements as it deems appropriate for notation on each new Series 2024 Bond issued in exchange for or upon the transfer of the Series 2024 Bond so selected for redemption of an appropriate legend to the effect that such new Series 2024 Bond has been so selected for redemption.

(e) All Series 2024 Bonds issued in conversion and exchange or replacement of any other Series 2024 Bond or portion thereof, (i) shall be issued in fully registered form, without interest coupons, with the principal of and interest on such Series 2024 Bonds to be payable only to the Holders thereof, (ii) may be redeemed prior to their scheduled maturities, (iii) may be transferred and assigned, (iv) may be converted and exchanged for other Series 2024 Bonds, (v) shall have the characteristics, (vi) shall be signed and sealed, (vii) shall be authenticated, and (viii) shall provide that the principal of and interest on such Series 2024 Bonds shall be payable, all as provided, and in the manner required or indicated, in this Resolution.

(f) The Board shall pay each Registrar's reasonable and standard or customary fees and charges for making transfers of Series 2024 Bonds, but the Holder of any related Series 2024 Bond requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto. The Holder of any Series 2024 Bond requesting any conversion and exchange shall pay the applicable Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Series 2024 Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Series 2024 Bond or Series 2024 Bonds or any portion or portions thereof in any Authorized Denomination, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Series 2024 Bond that has been redeemed in part prior to maturity, as provided in this Resolution, such fees and charges will be paid by the Board.

Section 2.7. Damaged and Missing Bonds. (a) In the event any Outstanding Series 2024 Bond is damaged, mutilated, lost, stolen, or destroyed, the applicable Registrar shall cause to be printed, executed, authenticated and delivered, a new Series 2024 Bond of the same series, principal amount, maturity, and interest rate, as the damaged, mutilated, lost, stolen, or destroyed Bond, in replacement for such Series 2024 Bond in the manner hereinafter provided.

(b) Application for replacement of a damaged, mutilated, lost, stolen, or destroyed Series 2024 Bond shall be made by the Holder thereof to the applicable Registrar. In every case of loss, theft, or destruction of a Series 2024 Bond, the Holder applying for a replacement Series 2024 Bond shall furnish to the Board and to the applicable Registrar such security or indemnity as may be required by them to save each of them harmless from any loss or damage with respect thereto. Also, in every case of loss, theft, or destruction of a Series 2024 Bond, the Holder shall furnish to the Board and to the applicable Registrar evidence to their satisfaction of the loss, theft, or destruction of such Series 2024 Bond, as the case may be. In every case of damage or mutilation of a Series 2024 Bond, the Holder shall surrender to the applicable Registrar for cancellation the Series 2024 Bond so damaged or mutilated.

(c) Notwithstanding the foregoing provisions of this Section, in the event any such Series 2024 Bond shall have matured, and no default has occurred which is then continuing in the payment of the principal of and premium, if any, or interest on the Series 2024 Bond, the Board may authorize the payment of the same (without surrender thereof except in the case of a damaged or mutilated Bond) instead of issuing a replacement Series 2024 Bond, provided security or indemnity is furnished as provided above in this Section.

(d) Prior to the issuance of any replacement Series 2024 Bond pursuant to the provisions of this Section, the applicable Registrar shall charge the Holder of such Series 2024 Bond with all legal, printing, and other expenses in connection therewith. Every replacement Series 2024 Bond issued pursuant to the provisions of this Section by virtue of the fact that any Series 2024 Bond is lost, stolen, or destroyed shall constitute a contractual obligation of the Board whether or not the lost, stolen, or destroyed Series 2024 Bond shall be found at any time, or be enforceable by anyone, and shall be entitled to all the benefits of this Resolution equally and proportionately with any and all other Series 2024 Bonds duly issued under this Resolution.

(e) In accordance with Section 1201.062 of Chapter 1201, this Section shall constitute authority for the issuance of any such replacement Series 2024 Bond without the necessity of further action by the Board or any other body or Person, and the duty of the replacement of such Series 2024 Bond is hereby authorized and imposed upon the applicable Registrar, and such Registrar shall authenticate and deliver such replacement Series 2024 Bonds in the form and manner and with the effect, as provided in Section 2.6(d) of this Resolution for Series 2024 Bonds issued in conversion and exchange for other Series 2024 Bonds.

Section 2.8. Sale and Delivery of Series 2024 Bonds. The Series 2024 Bonds may be sold publicly or privately on a negotiated basis, as determined by the Authorized Representatives to assure that the Series 2024 Bonds are sold on advantageous terms. Pursuant to Chapter 1371, the Authorized Representatives are hereby severally authorized and directed to act for and on behalf of the Board in connection with other matters relating to the issuance of the Series 2024 Bonds. In such capacity, the Authorized Representatives, acting for and on behalf of the Board, shall determine the date of issuance and sale of each series of the Series 2024 Bonds, and are also hereby severally authorized and directed to approve, execute and deliver the related Purchase Contract or Pricing Certificate, and to approve the principal amounts and maturities of such Series 2024 Bonds and whether such Series 2024 Bonds shall be issued initially as Fixed Rate Bonds, Weekly Rate Bonds or Variable Rate Bonds, the redemption provisions and such other terms applicable to such Series 2024 Bonds, the Purchase Contract or Pricing Certificate to be approved by the Authorized Representative executing the Purchase Contract or Pricing Certificate, such approval to be conclusively evidenced by such Authorized Representative's execution thereof; provided that (i) the final maturity and aggregate principal amount of such Series 2024 Bonds shall comply with Section 2.2 hereof, and (ii) the interest rate on such Series 2024 Bonds shall not exceed the Ceiling Rate, subject to the unqualified approving opinion as to the legality of such Series 2024 Bonds of the Attorney General and of Bond Counsel. The Authorized Representatives and all other officers, agents and representatives of the Board are hereby authorized to do any and all other things necessary or desirable to satisfy the conditions set out in the Purchase Contract or otherwise required by the Initial Purchaser and to provide for the issuance and delivery of Series 2024 Bonds. One definitive Series 2024 Bond for each series and maturity date, in the principal amount for such series and maturity date as set forth in the related Purchase Contract or Pricing Certificate, shall be delivered to or as directed by the Initial Purchaser thereof. It is further provided, however, that notwithstanding the foregoing provisions, a series of Series 2024 Bonds shall not be delivered unless prior to delivery such Series 2024 Bonds have been rated by a Rating Agency in one of the four highest rating categories for long-term obligations or in one of the three highest rating categories for short-term obligations, as required by Chapter 1371.

Section 2.9. Preliminary Official Statement and Official Statement. For any Series 2024 Bonds to be sold initially in a public offering, prior to the execution of the Purchase Contract, the Chairwoman of the Board, acting for and on behalf of the Board, (i) if requested by the Initial Purchaser thereof, shall cause a preliminary official statement (the "Preliminary Official Statement") to be prepared for distribution by the Underwriters to prospective purchasers of such Series 2024 Bonds, such document to be in the form as an Authorized Representative may deem necessary or appropriate, and each Authorized Representative is hereby authorized for and on behalf of the Board to approve and deem final the Preliminary

Official Statement as of its date, except for such omissions as are permitted by the Rule (as defined in Section 8.1 hereof); within seven business days after the execution of the related Purchase Contract, the Chairwoman of the Board, acting for and on behalf of the Board, shall cause the final Official Statement, in substantially the form of the Preliminary Official Statement, with such changes as the Chairwoman of the Board may approve, such approval to be conclusively evidenced by her execution thereof, to be provided to the Underwriters in compliance with the Rule, or (ii) if such Initial Purchaser does not request a Preliminary Official Statement, the Chairwoman of the Board, acting for and on behalf of the Board, shall cause an official statement to be prepared for distribution by the Underwriters to prospective purchasers of such Series 2024 Bonds, such document to be in the form as an Authorized Representative may deem necessary or appropriate.

Section 2.10. Book-Entry System. As provided in Section 2.8 of this Resolution, each series of Series 2024 Bonds initially shall be delivered against payment to the Initial Purchaser thereof. The Series 2024 Bonds so delivered to such Initial Purchaser shall be registered in accordance with the instructions of such Initial Purchaser. Each Initial Purchaser shall be required to promptly surrender any Initial Series 2024 Bond received by such Initial Purchaser for exchange. Series 2024 Bonds issued in exchange shall be registered in the name of Cede & Co., as nominee of DTC, as Holder, and held in the custody or on behalf of DTC. Unless otherwise requested by DTC, a single certificate will be issued and delivered to DTC or its designee for each series and maturity and of the Series 2024 Bonds. Beneficial owners of Series 2024 Bonds will not receive physical delivery of Series 2024 Bond certificates except as provided hereinafter. For so long as DTC shall continue to serve as securities depository for the Series 2024 Bonds as provided herein, all transfers of beneficial ownership interests therein will be made by book entry only, and no investor or other party purchasing, selling or otherwise transferring beneficial ownership of Series 2024 Bonds is to receive, hold or deliver any Series 2024 Bond certificate.

With respect to Series 2024 Bonds registered in the name of Cede & Co., as nominee of DTC, none of the Board or the applicable Paying Agent or Registrar shall have any responsibility or obligation to any DTC Participant or to any Person on whose behalf a DTC Participant holds an interest in the Series 2024 Bonds. Without limiting the immediately preceding sentence, none of the Board or any Paying Agent or Registrar shall have any 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 Series 2024 Bonds, (ii) the delivery to any DTC Participant or any other Person, other than a Holder, as shown on the Bond Register, of any notice with respect to the Series 2024 Bonds, including any notice of redemption, and (iii) the payment to any DTC Participant or any other Person, other than a Holder, of any amount with respect to principal of and premium, if any, or interest on the Series 2024 Bonds.

Replacement Series 2024 Bonds may be issued directly to beneficial owners of Series 2024 Bonds other than DTC, or its nominee, but only in the event that (i) DTC determines not to continue to act as securities depository for the Series 2024 Bonds (which determination shall become effective no less than 90 days after written notice to such effect to the Board and the applicable Paying Agent and Registrar), or (ii) the Board has advised DTC of its determination (which determination is conclusive as to DTC and the beneficial owners of the

Series 2024 Bonds) that DTC is incapable of discharging its duties as securities depository for the Series 2024 Bonds, or (iii) the Board has determined (which determination is conclusive as to DTC and the beneficial owners of the Series 2024 Bonds) that the interests of the beneficial owners of the Series 2024 Bonds might be adversely affected if such book entry only system of transfer is continued. Upon occurrence of any event described in (i) or (ii) above, the Board shall use its best efforts to attempt to locate another qualified securities depository. If the Board fails to locate another qualified securities depository to replace DTC, the Board shall cause to be executed, authenticated and delivered replacement Series 2024 Bonds, in certificated form, to the DTC Participants having an interest in the Series 2024 Bonds as shown on the records of DTC provided by DTC to the Board. In the event that the Board makes the determination noted in (iii) above and has made provisions to notify the beneficial owners of the Series 2024 Bonds of such determination by mailing an appropriate notice to DTC, it shall cause to be issued replacement Series 2024 Bonds in certificated form to the DTC Participants having an interest in the Series 2024 Bonds as shown on the records of DTC provided by DTC to the Board. The Board undertakes no obligation to make any investigation to determine the occurrence of any events that would permit the Board to make any determination described in (ii) or (iii) above.

Whenever, during the term of the Series 2024 Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), the requirements in this Resolution of holding, registering, delivering, exchanging or transferring Series 2024 Bonds shall be deemed modified to require the appropriate Person to meet the requirements of DTC (or such successor securities depository) as to holding, registering, delivering, exchanging or transferring the book entry to produce the same effect.

Whenever, during the term of the Weekly Rate Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), tenders of Weekly Rate Bonds shall be made pursuant to DTC's (or any successor securities depository's) deliver order procedures or repayment option procedures, as applicable, as are in effect from time to time. Upon remarketing of Weekly Rate Bonds, payment of the Purchase Price thereof shall be made to DTC (or any successor securities depository), and no surrender of Weekly Rate Bonds is required. Such sales shall be made through the DTC Participants (which may include the Remarketing Agent) to the new beneficial owners of such Weekly Rate Bonds, and the DTC Participants shall transmit payment to beneficial owners whose Weekly Rate Bonds were purchased pursuant to a remarketing. The Board and each Registrar, Paying Agent, Tender Agent, Liquidity Provider and Remarketing Agent are not responsible for transfer of payment to the DTC Participants or beneficial owners.

If at any time DTC ceases to hold the Series 2024 Bonds, all references herein to DTC shall be of no further force or effect.

Anything to the contrary contained herein notwithstanding, this Section 2.10 shall not apply to a series of the Series 2024 Bonds if so provided in a Pricing Certificate.

ARTICLE III

REDEMPTION OF SERIES 2024 BONDS

Section 3.1. Redemption. (a) Series 2024 Bonds (including Purchased Bonds) shall be subject to scheduled mandatory sinking fund redemption and shall be redeemed on the dates and in the respective principal amounts set forth in the related Purchase Contract or Pricing Certificate, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption. The principal amount of Series 2024 Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Series 2024 Bonds of the same series and having the same stated maturity which (A) at least 45 days prior to such mandatory sinking fund redemption date, (1) shall have been acquired by the Board and delivered to the applicable Registrar for cancellation, or (2) shall have been acquired and canceled by such Registrar at the direction of the Board, or (3) shall have been redeemed pursuant to any redemption provision set forth below and (B) shall have not been previously credited against a scheduled mandatory sinking fund redemption.

(b) The Weekly Rate Bonds (including Purchased Bonds) shall be subject to redemption prior to maturity on the first Business Day of any month, at the option and direction of the Board, in whole or in part, at a redemption price of par plus accrued interest. In the case of any such redemption, the Board shall select the maturity or maturities of the Weekly Rate Bonds to be redeemed and the amounts thereof in Authorized Denominations.

(c) Any series of Series 2024 Bonds issued as other than Weekly Rate Bonds shall be subject to redemption prior to maturity, at the option and direction of the Board, during the periods and at the redemption prices set forth in the related Purchase Contract or Pricing Certificate, plus accrued interest to the date fixed for redemption

(d) Converted Fixed Rate Bonds shall be subject to redemption prior to maturity, at the option and direction of the Board, during the periods specified by an Authorized Representative, in whole at any time or in part from time to time, at the redemption prices (expressed as a percentage of principal amount) determined by such Authorized Representative, plus accrued interest, if any, to the redemption date. In the case of any such redemption, the Board shall select the maturity or maturities of the Fixed Rate Bonds to be redeemed and the amounts thereof in Authorized Denominations.

(e) In the case of any redemption of less than all of the Series 2024 Bonds of a particular series and maturity, the particular Series 2024 Bonds within each such series and maturity to be redeemed shall be selected by the applicable Registrar by lot in such manner as such Registrar shall deem fair and appropriate; provided that during any period in which ownership of such Series 2024 Bonds is determined only by a book entry at a securities depository, if less than the entire principal amount Outstanding of all Series 2024 Bonds of the same series and maturity is to be redeemed, the interests to be redeemed of the beneficial owners of such Series 2024 Bonds shall be selected in accordance with the arrangements between the Board and the securities depository.

(f) Anything in this Section 3.1 to the contrary notwithstanding, in the event of any (i) optional redemption of Weekly Rate Bonds, Purchased Bonds of the same series shall be selected first for such redemption to the extent there are any such Purchased Bonds, provided that the Board may select the maturity or maturities of Purchased Bonds to be so redeemed and the amounts thereof in Authorized Denominations, and (ii) mandatory sinking fund redemption of Weekly Rate Bonds, Purchased Bonds of the same series and maturity being redeemed shall be selected first for such redemption to the extent there are any such Purchased Bonds.

Section 3.2. Notice of Redemption. At least 30 days prior to the date fixed for any redemption of Series 2024 Bonds, a written notice of such redemption shall be sent by first class mail, postage prepaid by the Registrar to the Holders of the applicable series of Series 2024 Bonds to be redeemed on such date. All notices of redemption shall state: (1) the date of redemption and general mailing of such notices; (2) the redemption price; (3) the identification (including complete official name and series designation and issue date), the CUSIP number, if any, certificate number (and in the case of partial redemption, the respective principal amounts), interest rates and maturity dates of the Series 2024 Bonds to be redeemed; (4) that on the redemption date the redemption price will become due and payable on each such Series 2024 Bond, and that interest thereon shall cease to accrue from and after such date; and (5) the name and address of the applicable Paying Agent, including the name and telephone number of a contact person and the place where such Series 2024 Bonds are to be surrendered for payment of the redemption price. By the date fixed for any such redemption, due provision shall be made by the Board with the applicable Paying Agent for the payment of the required redemption price for such Series 2024 Bonds or the portions thereof which are to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, such Series 2024 Bonds, or the portions thereof which are to be so redeemed, thereby automatically shall be redeemed prior to their scheduled maturities, and shall not bear interest after the date fixed for their redemption, and shall not be regarded as being Outstanding except for the right of the Holders thereof to receive the redemption price therefor from the applicable Paying Agent out of the funds provided for such payment. The applicable Registrar shall record in the related Bond Register all such redemptions of principal of the Series 2024 Bonds or any portion thereof. If only a portion of any Series 2024 Bond shall be redeemed, a substitute Series 2024 Bond or Series 2024 Bonds, having the same series and maturity date, bearing interest at the same rate, in any Authorized Denomination which may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder thereof upon the surrender thereof for cancellation, at the expense of the Board, all as provided in this Resolution. For all purposes of this Resolution, unless the context otherwise requires, all provisions relating to the redemption of Series 2024 Bonds shall relate, in the case of any Series 2024 Bond redeemed or to be redeemed only in part, to the portion of the principal of such Series 2024 Bond that has been or is to be redeemed.

In addition to the notice of redemption required above, the applicable Registrar shall send notice of redemption by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (1) to any Holder of \$1,000,000 or more in principal amount of the applicable series of Series 2024 Bonds; (2) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (3) to any securities depository that is a Holder of such

Series 2024 Bonds. In addition, in the event of a redemption caused by an advance refunding of Series 2024 Bonds, the applicable Registrar shall send a second notice of redemption to all Holders of such Series 2024 Bonds at least thirty (30) days but not more than ninety (90) days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. A Registrar shall also send a notice of redemption to the Holder of any applicable Series 2024 Bond called for redemption who has not sent such Series 2024 Bond in for redemption sixty (60) days after the redemption date.

Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this Section or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Series 2024 Bonds.

ARTICLE IV

FUNDS AND INVESTMENTS

Section 4.1. Establishment of Fund II. The Comptroller (as successor to the Treasurer of the State) has established in the State Treasury the "Veterans' Housing Assistance Fund II," referred to herein as "Fund II." The Board hereby confirms and ratifies the establishment of Fund II and agrees to maintain Fund II until all Bonds have been paid in full.

Section 4.2. Deposits to Fund II. Fund II is and shall be comprised of, and where feasible it is the duty of the Board, and the officers of the Board are hereby authorized and directed, to deposit into Fund II, the following:

- (i) any interest of the Board in Home Loans made from money in Fund II pursuant to the Program including proceeds of any insurance thereon or on the homes;
- (ii) the proceeds derived from the sale or other disposition of the Board's interest in Home Loans;
- (iii) the money attributable to any Bonds (except Expenses Attributable to Bonds) issued and sold by the Board to provide money for Fund II which shall include, but shall not be limited to, the proceeds from the issuance and sale of such Bonds;
- (iv) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans;
- (v) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Bonds to comply with the person's bid and accept and pay for such Bonds;
- (vi) payments received by the Board under bond enhancement agreements with respect to the Bonds;
- (vii) interest received from investments of any such money; and

(viii) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II.

The Board may deposit other moneys to the credit of Fund II, including moneys transferred by the Board from the Veterans' Land Fund and Fund I, which are eligible under the Constitution and applicable laws of the State for such deposit or transfer.

Section 4.3. Home Loans. (a) Money in Fund II, including the proceeds from the sale of Bonds, may be used by the Board in the making of Home Loans as provided in the Act, the payment of Expenses Attributable to Home Loans and Expenses Attributable to Bonds, and, as herein provided, the payment of the principal of and premium, if any, and interest on the Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds; provided, that the language of this paragraph shall not be construed to prevent the investment of the moneys in Fund II when permitted by the Constitutional Provision or the Act.

(b) The Board will fix interest rates to be charged Veterans receiving Home Loans from the Board which will assure that the proceeds from payments and repayments of Home Loans, together with other legally available moneys, including, without limitation, anticipated transfers from the Veterans' Land Fund or Fund I, will exceed the amount of payments the Board is required to make from Fund II for the payment of interest on and principal of the Bonds as such come due and mature, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, and to the extent permitted by the Constitution and applicable laws of the State, the Board covenants to transfer such amounts from the Veterans' Land Fund and Fund I as are necessary to cause available amounts in Fund II to be sufficient for such payment.

Section 4.4. Source of Payment. (a) The principal of and interest on the Series 2024 Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Series 2024 Bonds, shall be and are hereby made general obligations of the State pursuant to the Constitutional Provision, and for the faithful performance in proper time and manner of each official or other act required and necessary to provide for the prompt payment of principal of and interest on each of the Series 2024 Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Series 2024 Bonds, when due the resources of the Board to the extent herein provided and the full faith and credit of the State are hereby pledged.

(b) All payments of the principal of and interest on the Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, shall be made from Fund II; provided, that if the Legislature of the State shall later provide additional sources from which the principal of or the interest on the Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, may be paid, the Board, its officers, the Comptroller and all other officers and employees of the State are hereby authorized and requested, and, to the extent that they are under the jurisdiction of this Board, directed to take all steps necessary to accomplish the use of such additional funds for such purpose, without releasing the continuing right of the Holders to

the present sources prescribed by the Constitutional Provision and the Act for the payment of such principal and interest.

(c) The Board recognizes the absolute and ultimate obligation of the State to provide during each Fiscal Year all moneys necessary to pay the principal of and interest on the Bonds, including money to make payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, and recognizes that the Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Bonds, including money to make payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, "there is appropriated out of the first money coming into the treasury in each fiscal year, not otherwise appropriated by this constitution, an amount that is sufficient to pay the principal of and interest on the general obligation bonds that mature or come due during that fiscal year or to make bond enhancement payments with respect to those bonds."

Section 4.5. Other Uses of Fund II Moneys. (a) The Constitutional Provision provides that receipts of all kinds of Fund II determined by the Board not to be required for the payment of principal of and interest on Bonds or other general obligation bonds hereafter authorized by the Constitution of the State to provide money for Fund II, including payments by the Board under bond enhancement agreements with respect to principal of or interest on Bonds and such other general obligation bonds, may be used by the Board, to the extent not inconsistent with the proceedings authorizing such bonds, to (1) make temporary transfers to either the Veterans' Land Fund or Fund I to avoid a temporary cash deficiency in that fund or make a transfer to either of those funds for the purposes of that fund; (2) pay the principal of and interest on general obligation bonds issued to provide money for either the Veterans' Land Fund or Fund I or make bond enhancement payments with respect to such bonds; or (3) pay the principal of and interest on revenue bonds of the Board or make bond enhancement payments with respect to such bonds. In accordance with the Constitutional Provision, the Board reserves the right to use the moneys in Fund II for such purposes, or for any other purpose from time to time authorized by the Constitutional Provision.

(b) The Constitutional Provision also provides that if the Board determines that assets from Fund II are not required for the purposes of Fund II, the Board may (i) transfer the assets to either the Veterans' Land Fund or Fund I, (ii) use the assets to secure revenue bonds issued by the Board under the Constitutional Provision, (iii) use the assets to plan and design, operate, maintain, enlarge or improve veterans cemeteries, or (iv) use the assets to plan and design, construct, acquire, own, operate, maintain, enlarge, improve, furnish, or equip veterans homes. In accordance with the Constitutional Provision, the Board reserves the right to use the assets from Fund II for such purposes, or for any other purpose from time to time authorized by the Constitutional Provision.

Section 4.6. Program Administration. The Program may be administered on behalf of the Board by one or more administrators, each of which shall be a nationally recognized institution with previous experience in the administration of mortgage lending programs, and whose duties shall be specified in an agreement between the Board and the administrator named therein. Currently, the Program administrators are Gateway Mortgage Group, LLC as "Loan Origination Administrator" and Nationstar Mortgage LLC as "Master Servicer." Home Loans

may (i) be originated by the Board, or (ii) be originated and serviced through qualified lending institutions in the State, which shall be subject to the approval of the Board.

Section 4.7. Investments. The moneys of Fund II which are not immediately committed to the payment of principal of and interest on the Bonds, the making of Home Loans as herein provided, or the payment of expenses as herein provided may be invested in Eligible Investments until such funds are needed for such purposes.

ARTICLE V

COVENANTS OF THE BOARD

Section 5.1. Payment Procedures. (a) The Board hereby covenants that it shall establish procedures with the Comptroller whereby sufficient moneys shall be withdrawn from Fund II and forwarded to each Paying Agent for the payment of interest on and principal of the Series 2024 Bonds coming due on each interest or principal payment date. In addition, the Board covenants that as of each principal payment date and Interest Payment Date for a series of Series 2024 Bonds it will make available to the applicable Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of a series of Series 2024 Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

If the date for the payment of the principal of or interest on the Series 2024 Bonds is a day other than a Business Day, then the date for such payment shall be the next succeeding Business Day, and payment on such date shall have the same force and effect as if made on the original date payment was due.

Section 5.2. Paying Agent and Registrar. (a) The Board covenants with the Holders that at all times while the Series 2024 Bonds are Outstanding, the Board will provide a competent and legally qualified Paying Agent and Registrar for each series of Series 2024 Bonds under this Resolution, and that the Paying Agent and Registrar for such series shall be one entity, except during any period when such Series 2024 Bonds are registered only by means of a book entry at a securities depository. The Board reserves the right to, and may, at its option, change any Paying Agent or Registrar upon not less than 30 days written notice to such Paying Agent or Registrar. In the event that an entity at any time acting as Paying Agent or Registrar (or the successor thereto by merger, acquisition, or other method) should resign or otherwise cease to act as such, the Board covenants that it will appoint promptly a competent and legally qualified national or state banking institution which shall be an entity organized and doing business under the laws of the United States of America or of any state, authorized under such laws to exercise trust powers, subject to supervision or examination by federal or state authority, and, if the previous Paying Agent or Registrar was a banking institution, whose qualifications substantially are similar to the previous Paying Agent or Registrar, as appropriate, to act as Paying Agent or Registrar under this Resolution. Upon any change in a Registrar, the previous Registrar promptly shall transfer and deliver the related Bond Register (or a copy thereof), along with all other pertinent books and records relating to the applicable Series 2024 Bonds, to the new

Registrar designated and appointed by the Board. Upon any change in a Paying Agent, the previous Paying Agent promptly shall transfer and deliver the records regarding payments of principal of and interest on the applicable Series 2024 Bonds (or a copy thereof) it has kept and maintained, along with all other pertinent books and records relating to payments made regarding such Series 2024 Bonds, to the new Paying Agent designated and appointed by the Board. Upon any change in Paying Agent or Registrar, the Board promptly will cause a written notice thereof to be sent by the new Registrar to each applicable Holder by first class mail, postage prepaid, which notice also shall give the address of the new Paying Agent or Registrar, as appropriate. By accepting the position and performing as such, each Paying Agent and Registrar shall be deemed to have agreed to the provisions of this Resolution, and a certified copy of this Resolution shall be delivered to each Paying Agent and Registrar.

In addition, the Board hereby covenants with the Holders that it will (i) pay the reasonable and standard or customary fees and charges of each Paying Agent for its services with respect to the payment of the principal of and interest on the Series 2024 Bonds, when due, and (ii) pay the fees and charges of each Registrar for services with respect to the transfer of registration of Series 2024 Bonds solely to the extent provided in Section 2.6(f), and with respect to the conversion and exchange of Series 2024 Bonds solely to the extent provided in Section 2.6(f).

Section 5.3. Tax Covenants. The Board does not intend to issue the Series 2024 Bonds in a manner such that the Series 2024 Bonds would constitute obligations described in Section 103(a) of the Internal Revenue Code of 1986 (as amended, the "Code"), and all applicable temporary, proposed and final regulations and procedures promulgated thereunder or promulgated under the Internal Revenue Code of 1954, to the extent applicable to the Code. Accordingly, the Board covenants to take such actions, or refrain from such actions as to assure that the Series 2024 Bonds are not obligations described in Section 103(a) of the Code.

ARTICLE VI

SUPPLEMENTS AND AMENDMENTS

Section 6.1. Amendment of Resolution With Consent of Holders. (a) The Holders of a series of Series 2024 Bonds aggregating a majority in principal amount of the aggregate principal amount of such Series 2024 Bonds at the time Outstanding (but not including in any case Series 2024 Bonds which may then be held or owned by or for the account of the Board) shall have the right from time to time to approve an amendment of this Resolution affecting such Series 2024 Bonds which may be deemed necessary or desirable by the Board; provided, however, that nothing herein contained shall permit or be construed to permit the amendment of the terms and conditions contained in this Resolution or in such Series 2024 Bonds so as to:

- (i) make any change in the maturity of any of the Series 2024 Bonds of such series;
- (ii) reduce the rate of interest borne by any of the Series 2024 Bonds of such series;

(iii) reduce the amount of the principal payable on any of the Series 2024 Bonds of such series;

(iv) modify the terms of payment of principal of or interest on such Series 2024 Bonds, or any of them, or impose any conditions with respect to such payment;

(v) change the minimum percentage of the principal amount of such Series 2024 Bonds necessary for consent to such amendment; or

(vi) affect the rights of the Holders of less than all of the Series 2024 Bonds of such series then Outstanding,

unless such amendment or amendments be approved by the Holders of all of such Series 2024 Bonds at the time Outstanding.

(b) If at any time the Board shall desire to amend this Resolution under this Section, the Board shall cause notice of the proposed amendment to be published in a financial newspaper or journal published in the City of New York, New York, or the City of Austin, Texas, once during each calendar week for at least four successive calendar weeks. Such notice shall briefly set forth the nature of the proposed amendment and shall state that a copy thereof is on file at the principal office of the Board and the designated office of the Registrar for inspection by all holders of such Series 2024 Bonds. Such publication is not required, however, if notice in writing is given to each Holder of the applicable series of Series 2024 Bonds.

(c) Whenever at any time, within one year from the date of this publication of said notice or other service of written notice, the Board shall receive an instrument or instruments executed by the Holders of a majority in aggregate principal amount of Series 2024 Bonds of the applicable series then Outstanding, which instrument or instruments shall refer to the proposed amendment described in said notice and which specifically consent to and approve such amendment in substantially the form of the copy thereof on file with the Registrar, the Board may adopt the amendatory resolution in substantially the same form.

(d) Any consent given by the Holder of a Series 2024 Bond pursuant to the provisions of this Resolution shall be irrevocable for a period of six months from the date of the first publication or mailing of the notice provided for in this Resolution, and shall be conclusive and binding upon all future Holders of the same Series 2024 Bond during such period. Such consent may be revoked at any time after six months from the date of the first publication or mailing of such notice by the holder who gave such consent, or by a successor in title, by filing notice of such revocation with the Registrar and the Board, but such revocation shall not be effective if the Holders of a majority in aggregate principal amount of the Series 2024 Bonds of the applicable series Outstanding as in this Section defined have, prior to the attempted revocation, consented to and approved the amendment.

(e) For the purposes of this Section, proof of ownership of any Series 2024 Bond shall be established by the registration of any such Series 2024 Bond on the Bond Register kept and maintained by the applicable Registrar.

Section 6.2. Amendment of Resolution Without Consent of Holders. The foregoing provisions of this Article notwithstanding, the Board may, without the consent of the Holders, pursuant to amendatory resolution, from time to time:

- (i) impose conditions or restrictions additional to, but not in diminution of, those contained in this Resolution, respecting the issuance of Bonds;
- (ii) undertake covenants additional to but not inconsistent with those contained in this Resolution;
- (iii) correct any ambiguity or correct or supplement any inconsistent or defective provision contained in this Resolution or any amendatory resolution;
- (iv) adopt amendments to this Resolution that become effective as to a series of Series 2024 Bonds following a mandatory tender of all of such Series 2024 Bonds then Outstanding; or
- (v) adopt amendments to this Resolution that, in the opinion of Bond Counsel, do not adversely affect the Holders.

Section 6.3. Effect of Amendatory Resolutions. Upon the adoption of any amendatory resolution pursuant to the provisions of this Section, this Resolution shall be deemed to be amended in accordance with such amendatory resolution, and the respective rights, duties and obligations of the Board under this Resolution and all the holders of Outstanding Series 2024 Bonds of the applicable series shall thereafter be determined, exercised and enforced hereunder, subject in all respects to such amendments.

Section 6.4. Bonds May Bear Notation of Changes. Series 2024 Bonds of the applicable series authenticated and delivered after the execution of any amendatory resolution pursuant to this Article may bear a notation in form approved by the applicable Registrar as to any matter provided for in such amendatory resolution. If the Board or the applicable Registrar shall so determine, new Series 2024 Bonds of the applicable series so modified as to conform, in the opinion of the Board and such Registrar, to any such amendatory resolution may be prepared and executed by the Board and authenticated and delivered by such Registrar in exchange for Series 2024 Bonds of the applicable series then Outstanding.

ARTICLE VII

FIXED RATE BONDS DEEMED PAID

Section 7.1. Fixed Rate Bonds Deemed Paid. Any Fixed Rate Bond shall be deemed to be paid and no longer Outstanding when payment of the principal of and premium, if any, on such Bond, plus interest thereon to the due date thereof (whether such due date be by reason of maturity, redemption, or otherwise), either (i) shall have been made or caused to be made in accordance with the terms thereof, or (ii) shall have been provided by irrevocably depositing with a paying agent, in trust and irrevocably set aside exclusively for such payment, (1) money sufficient to make such payment or (2) Defeasance Obligations, certified by an independent

public accounting firm of national reputation to mature as to principal and interest in such amounts and at such times as will insure the availability, without reinvestment, of sufficient money to make such payment, and all necessary and proper fees, compensation and expenses of such paying agent for such Fixed Rate Bonds, with respect to which such deposit is made, shall have been paid or the payment thereof provided for. At such time as a Fixed Rate Bond shall be deemed to be paid hereunder, as aforesaid, it shall no longer be secured by or entitled to the benefits of this Resolution, except for the purposes of any such payment from such money or Defeasance Obligations.

Section 7.2. Application of Trust Money. (a) The deposit under clause (ii) of Section 7.1 shall be deemed a payment of a Fixed Rate Bond as aforesaid when proper notice of redemption of such Bond shall have been given, in accordance with this Resolution. Any money so deposited with a paying agent as provided in this Section may at the discretion of the Board also be invested in Defeasance Obligations, maturing in the amounts and at the times as hereinbefore set forth, and all income from all Defeasance Obligations in possession of a paying agent pursuant to this Section which is not required for the payment of such Bond and premium, if any, and interest thereon, with respect to which such money has been so deposited, shall be turned over to the Board.

(b) Notwithstanding any provision of any other Section of this Resolution which may be contrary to the provisions of this Section, all money or Defeasance Obligations set aside and held in trust pursuant to the provisions of this Section for the payment of principal of the particular Fixed Rate Bonds and premium, if any, and interest thereon, shall be applied to and used solely for the payment of the particular Fixed Rate Bonds and premium, if any, and interest thereon, with respect to which such money or Defeasance Obligations have been so set aside in trust.

(c) Notwithstanding anything elsewhere in this Resolution contained, if money or Defeasance Obligations have been deposited or set aside with a paying agent pursuant to this Section for the payment of Fixed Rate Bonds and such Fixed Rate Bonds shall not have in fact been actually paid in full, no amendment to the provisions of this Section shall be made without the consent of the Holder of each Fixed Rate Bond affected thereby.

ARTICLE VIII

CONTINUING DISCLOSURE UNDERTAKING

Section 8.1. Definitions. As used in this Article, the following terms have the meanings ascribed to such terms below:

“EMMA” means the Electronic Municipal Market Access website of the MSRB, with the web address as of the date hereof of www.emma.msrb.org.

“MSRB” means the Municipal Securities Rulemaking Board.

“Other Obligated Person” means a Person that is the mortgagor with respect to at least 20% in aggregate principal amount of the Home Loans in Fund II.

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

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

Section 8.2. Annual Reports. The Board shall provide annually to the MSRB, within six months after the end of each fiscal year ending in or after 2024 (or 2023 if the annual report for the fiscal year ending August 31, 2023, has not yet been filed on the Settlement Date of a series of Series 2024 Bonds), financial information and operating data with respect to the Board of the general type included in each final Official Statement authorized by Section 2.9 of this Resolution, being the information described in Exhibit D hereto. Any financial statements so to be provided shall be (1) prepared in accordance with the accounting principles described in Exhibit D hereto, (2) audited, if the Board commissions an audit of such statements and the audit is completed within the period during which they must be provided, and (3) submitted through EMMA, in an electronic format with accompanying identifying information, as prescribed by the MSRB. If the audit of such financial statements is not complete within such period, then the Board shall provide unaudited financial statements by the required time and will provide audited financial statements for the applicable fiscal year to the MSRB, when and if the audit report on such financial statements becomes available.

If the Board 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 Board otherwise would be required to provide financial information and operating data pursuant to this Section.

If the Board changes the accounting principles under which its financial statements to be provided are prepared, it will provide notice of such change to the MSRB, including identification of the new accounting principles and such additional information as may be required under the Rule.

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 available to the public on EMMA or filed with the SEC.

The Board represents that no Veteran eligible to participate in the Program is an “obligated person” (as defined in the Rule) for whom financial information or operating data would be presented in the final Official Statement authorized by Section 2.9 of this Resolution.

Section 8.3. Event Notices. The Board shall notify the MSRB, in a timely manner but in any event within ten Business Days, of any of the following events with respect to a series of Series 2024 Bonds subject to the Rule:

- (A) Principal and interest payment delinquencies;
- (B) Non-payment related defaults, if material;

- (C) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (D) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (E) Substitution of credit or liquidity providers, or their failure to perform;
- (F) 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 such Series 2024 Bonds, or other material events affecting the tax status of such Series 2024 Bonds;
- (G) Modifications to rights of holders of such Series 2024 Bonds, if material;
- (H) Series 2024 Bond calls of the applicable series, if material, and tender offers;
- (I) Defeasances;
- (J) Release, substitution, or sale of property securing repayment of such Series 2024 Bonds, if material;
- (K) Rating changes;
- (L) Bankruptcy, insolvency, receivership or similar event of the Board;
- (M) Consummation of a merger, consolidation or acquisition involving the Board or the sale of all or substantially all of the assets of the Board, other than in the ordinary course of business, the entry of a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, or than pursuant to its terms, if material; and
- (N) Appointment of a successor Paying Agent or Registrar or change in the name of the applicable Paying Agent or Registrar, if material.

As used in clause (L) above, the phrase “bankruptcy, insolvency, receivership or similar event” means the appointment of a receiver, fiscal agent or similar officer for the Board in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court of governmental authority has assumed jurisdiction over substantially all of the assets or business of the Board, or if jurisdiction has been assumed by leaving the Board and official or officers of the Board 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 Board.

The Board shall notify the MSRB, in a timely manner, of any failure by the Board to provide financial information or operating data in accordance with Section 8.2 of this Resolution by the time required by such Section.

Section 8.4. Limitations, Disclaimers and Amendments. The Board shall be obligated to observe and perform the covenants specified in this Article for so long as, but only for so long as, the Board remains an “obligated person” with respect to a series of Series 2024 Bonds within the meaning of the Rule, except that the Board in any event will give the notice required by Section 8.3 of any Series 2024 Bond calls and defeasance of the applicable series that cause the Board to be no longer such an “obligated person.”

The provisions of this Article are for the sole benefit of the Holders and beneficial owners of the Series 2024 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 Board 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 Board’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 Board does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Series 2024 Bonds at any future date.

UNDER NO CIRCUMSTANCES SHALL THE BOARD BE LIABLE TO THE HOLDER OR BENEFICIAL OWNER OF ANY SERIES 2024 BOND OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE BOARD, WHETHER FROM NEGLIGENCE 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.

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

The provisions of this Article may be amended by the Board 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 Board, but only if (1) the provisions of this Article, as so amended, would have permitted an underwriter to purchase or sell Series 2024 Bonds in the primary offering of a series of Series 2024 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 Holders of a majority in aggregate principal amount (or any greater amount required by any other provision of this Resolution that authorizes such an amendment) of the Outstanding Series 2024 Bonds of the applicable series consent to such amendment or (b) a Person that is unaffiliated with the Board (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interests of the Holders and beneficial owners of the applicable series of

Series 2024 Bonds. If the Board so amends the provisions of this Article, it shall include with any amended financial information or operating data next provided in accordance with Section 8.2 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.

Anything in this Resolution to the contrary notwithstanding, the provisions of this Article may be modified for a particular series of Series 2024 Bonds as set forth in the Pricing Certificate relating thereto.

Section 8.5. Continuing Disclosure Relating to Other Obligated Persons. The Board hereby determines that an Other Obligated Person would be an “obligated person” (as defined in the Rule) for whom financial information and operating data would be presented in any final official statement relating to a series of Series 2024 Bonds had such Person been known at the time of the offering thereof. Based upon the objective criteria specified in the definition of Other Obligated Person, the Board concludes that no Veteran eligible to participate in the Program would be an Other Obligated Person.

Section 8.6. Agreement Regarding Assumption of Certain Home Loans. The Board agrees not to permit the assumption of any Home Loan that would cause any Person to become an Other Obligated Person.

ARTICLE IX

ADDITIONAL PROVISIONS RELATING TO SERIES 2024 BONDS

Section 9.1. Interest Rates and Payment. (a) General. Each Outstanding Weekly Rate Bond shall bear interest at the Weekly Interest Rate therefor, each Fixed Rate Bond shall bear interest at the Fixed Interest Rate therefor, each Purchased Bond shall bear interest at the Purchased Bond Rate therefor, and each Variable Rate Bond shall bear interest as provided in the related Purchase Contract or Pricing Certificate; provided, however, that in no event shall the interest rate on any Series 2024 Bond exceed the Ceiling Rate; and provided further that in no event shall the Purchased Bond Rate exceed the Maximum Purchased Bond Rate. Unless provided to the contrary in the related Purchase Contract or Pricing Certificate, each Series 2024 Bond shall bear interest from its date (except for an Initial Series 2024 Bond that is not a Fixed Rate Bond, which shall bear interest from the Settlement Date), and interest on each Series 2024 Bond for each Interest Accrual Period shall be payable on each Interest Payment Date applicable to such Series 2024 Bond; provided, however, that the Holder (other than a Liquidity Provider) of a Weekly Rate Bond shall be paid interest thereon for an Interest Accrual Period only in the amount that would have accrued thereon at the Weekly Interest Rate, regardless of whether such Weekly Rate Bond was a Purchased Bond during any portion of such Interest Accrual Period, and the amount, if any, accrued as interest on such Weekly Rate Bond at the Purchased Bond Rate in excess of the amount required to be paid to such Holder shall be paid by the Board to a Liquidity Provider in accordance with the related Liquidity Facility.

(b) Payment and Calculation of Interest. Interest on the Series 2024 Bonds shall be paid in arrears. Interest on Weekly Rate Bonds (including Purchased Bonds) shall be computed on the basis of a 365/366-day year, for the number of days actually elapsed. Interest on Fixed

Rate Bonds shall be computed on the basis of a 360-day year consisting of twelve (12) thirty (30) day months. Interest on Variable Rate Bonds shall be computed as set forth in the related Purchase Contract or Pricing Certificate.

(c) Ceiling Rate. Anything to the contrary contained herein notwithstanding, the maximum rate of interest on the Series 2024 Bonds at any time shall be the Ceiling Rate.

(d) Purchased Bonds. All Purchased Bonds shall bear interest at the Purchased Bond Rate therefor, which shall be payable at such times, in such amounts and in such manner as is provided in the related Liquidity Facility. The maximum rate of interest permitted on Purchased Bonds shall be the Maximum Purchased Bond Rate. Any determination of the Purchased Bond Rate pursuant to a Liquidity Facility shall be conclusive and binding on the Board. Anything contained in this Resolution notwithstanding, it is the express intention of the Board that the purchase of Purchased Bonds by the Comptroller, as Liquidity Provider pursuant to a Liquidity Facility, shall not extinguish the debt represented by such Purchased Bonds, which under such circumstances shall remain Outstanding and unpaid for all purposes of this Resolution.

Section 9.2. Determination of Weekly Interest Rate. (a) Weekly Rate Bonds shall bear interest at the Weekly Interest Rate, which shall be determined by the applicable Remarketing Agent by 4:30 p.m., New York City time, on Tuesday of each week during such Weekly Interest Rate Period, or if such day shall not be a Business Day, then on the next succeeding Business Day, provided that the first Weekly Interest Rate for a series of Weekly Rate Bonds shall be determined by the Initial Purchaser thereof on the date of execution of the related Purchase Contract in the manner set forth in this paragraph. The first Weekly Interest Rate for a series of Weekly Rate Bonds shall apply to the period commencing on the Settlement Date therefor and ending on the next succeeding Tuesday. Thereafter, each Weekly Interest Rate shall apply to the period commencing on Wednesday and ending on the next succeeding Tuesday, unless such Weekly Interest Rate Period shall end on a day other than Tuesday, in which event the last Weekly Interest Rate for such Weekly Interest Rate Period shall apply to the period commencing on the Wednesday preceding the last day of such Weekly Interest Rate Period and ending on the last day of such Weekly Interest Rate Period. The Weekly Interest Rate for a series of Weekly Rate Bonds shall be the rate of interest per annum determined by the Remarketing Agent therefor (based on then prevailing market conditions) to be the minimum interest rate which, if borne by such Weekly Rate Bonds, would enable such Remarketing Agent to sell such Weekly Rate Bonds on such date of determination at a price (without regarding accrued interest) equal to the principal amount thereof. In the event that such Remarketing Agent fails to establish a Weekly Interest Rate for any week, then the Weekly Interest Rate for such week shall be the same as the Weekly Interest Rate for the immediately preceding week if the Weekly Interest Rate for such preceding week was determined by such Remarketing Agent. In the event that the Weekly Interest Rate for the immediately preceding week was not determined by such Remarketing Agent, or in the event that the Weekly Interest Rate determined by such Remarketing Agent shall be held to be invalid or unenforceable by a court of law, then the interest rate for such week shall be equal to the most recently available SOFR rate plus 0.25% per annum, or if such rate is no longer available, or no such rate was so made available for the week preceding the date of determination, 100% of the interest rate on 30-day high grade unsecured commercial paper notes sold through dealers by major corporations as reported in The

Wall Street Journal on the day the Weekly Interest Rate would otherwise be determined as provided herein for such Weekly Interest Rate Period.

(b) The first Interest Rate Period for a series of Weekly Rate Bonds shall commence on the Settlement Date and shall be a Weekly Interest Rate Period. The initial Weekly Interest Rate to be borne by such Weekly Rate Bonds shall be determined by the Initial Purchaser thereof in the manner set forth in the preceding paragraph.

(c) Notices. On each date on which a Remarketing Agent determines the interest rate on any Weekly Rate Bond, such Remarketing Agent shall give the Board and the applicable Tender Agent, Paying Agent and Liquidity Provider notice by facsimile or e-mail transmission of the interest rate determined by such Remarketing Agent on such date. Upon telephonic request, such Remarketing Agent will give any Holder of the applicable series of Weekly Rate Bonds notice of the interest rate on such Weekly Rate Bonds owned by such Holder.

(d) Binding Effect. Each determination of the interest rate for the Weekly Rate Bonds, as provided herein, shall be conclusive and binding upon the owners of the Weekly Rate Bonds, the Board and the applicable Remarketing Agent, Tender Agent, Liquidity Provider and Paying Agent. Upon telephonic request to a Remarketing Agent from the Board, the Paying Agent, the applicable Liquidity Provider or any Holder of any Weekly Rate Bond of the applicable series, the Remarketing Agent shall inform such Person of the interest rate then in effect on such Weekly Rate Bonds. Failure of such Remarketing Agent to give any notice described in this Section, or any defect therein, shall not affect the interest rate to be borne by any of any Weekly Rate Bonds of the applicable series nor in any way change the rights of the Holders of such Weekly Rate Bonds to tender their Weekly Rate Bonds for purchase in accordance with this Resolution.

Section 9.3. Fixed Interest Rate. (a) Determination of Fixed Interest Rate. During a Fixed Interest Rate Period, each Series 2024 Bond shall bear interest at the Fixed Interest Rate therefor. The Fixed Interest Rate for each stated maturity of Series 2024 Bonds issued as Weekly Rate Bonds shall be determined by the applicable Remarketing Agent on a Business Day not less than 15 days prior to the effective date of the Fixed Interest Rate Period therefor. The Fixed Interest Rate for each stated maturity shall be the rate of interest per annum determined by such Remarketing Agent (based on then prevailing market conditions) to be the minimum interest rate, if any, at which such Remarketing Agent will agree to purchase the applicable series of Series 2024 Bonds on such effective date for resale at a price (without regarding accrued interest) equal to the principal amount thereof. If, for any reason, the Fixed Interest Rate for each stated maturity is not so determined for such Series 2024 Bonds by such Remarketing Agent at least 15 days prior to the first day of the Fixed Interest Rate Period therefor, then such Series 2024 Bonds shall bear interest at a Weekly Interest Rate as provided in Section 9.2, and shall continue to bear interest at a Weekly Interest Rate determined in accordance with Section 9.2 until such time as the interest rate on such Series 2024 Bonds shall have been adjusted to a Fixed Interest Rate, and such Series 2024 Bonds shall continue to be subject to purchase upon notice from the Holders thereof as described in Section 9.4(a). The related Liquidity Facility shall be terminated as to such Fixed Rate Bonds.

(b) Adjustment to Fixed Interest Rate Period.

(i) At any time, the Board, by written direction to the applicable Registrar, Tender Agent, Paying Agent, Liquidity Provider and Remarketing Agent, may elect that a series of Weekly Rate Bonds shall be subject to a Fixed Interest Rate Period. The direction of the Board required by the first sentence of this paragraph (i) shall specify the effective date of the Fixed Interest Rate Period, which date shall be (A) a Business Day not earlier than the 30th day following the second Business Day after receipt by the applicable Registrar of such direction, and (B) the day immediately following the last day of a Weekly Interest Rate Period.

(ii) Such direction of the Board shall be accompanied by a form of the notice to be mailed by the applicable Registrar to the Holders of the series of Weekly Rate Bonds to be converted as provided in Section 9.3(c).

(iii) If the Board shall deliver to the applicable Registrar, Remarketing Agent and Tender Agent on or prior to the date that the interest rate for the Fixed Interest Rate Period is determined a notice to the effect that the Board elects to rescind its election to have the series of Weekly Rate Bonds to be converted become subject to a Fixed Interest Rate Period, then such Series 2024 Bonds shall not become subject to a Fixed Interest Rate Period, and such Series 2024 Bonds shall bear interest at a Weekly Interest Rate as in effect prior to such event.

(c) Notice of Adjustment to Fixed Interest Rate Period. The applicable Registrar shall give notice by first class mail of an adjustment to a Fixed Interest Rate Period to the Holders of the series of Weekly Rate Bonds to be converted not less than 30 days prior to the effective date of such Fixed Interest Rate Period. Such notice shall state: (1) that the Interest Rate Period on such Series 2024 Bonds shall be adjusted to a Fixed Interest Rate Period unless the Board shall elect, on or prior to the date of determination of the Fixed Interest Rate, to rescind its election to cause the adjustment of the Interest Rate Period on such Series 2024 Bonds to the Fixed Interest Rate Period, in which case such Series 2024 Bonds shall continue to bear interest at a Weekly Interest Rate as in effect immediately prior to such proposed adjustment in the Interest Rate Period, (2) the effective date of the Fixed Interest Rate Period, (3) that such Series 2024 Bonds are subject to mandatory tender for purchase on such effective date and the purchase price applicable thereto, (4) that the related Liquidity Facility will be terminated as of the effective date of such Fixed Interest Rate Period, and (5) if ownership of such Series 2024 Bonds is no longer determined only by a book entry at a securities depository for the Series 2024 Bonds, information with respect to the required delivery of bond certificates and payment of purchase price under Section 9.4(f) hereof.

(d) If the Board elects to convert a series of Weekly Rate Bonds to Fixed Rate Bonds, then the written direction furnished by the Board to the applicable Liquidity Provider, Registrar, Tender Agent and Remarketing Agent shall be made by registered or certified mail, or by e-mail or fax, confirmed by registered or certified mail. Any such direction of the Board shall be accompanied by a copy of the notice required to be given by the applicable Registrar pursuant to Section 9.3(c) hereof.

Section 9.4. Purchase of Weekly Rate Bonds. (a) Optional Tender for Purchase. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, a Beneficial Owner (through its DTC Participant) may tender his interest in a Weekly Rate Bond of such series on any Business Day at a purchase price equal to the principal amount thereof plus accrued interest, if any, from and including the Interest Payment Date immediately preceding the date of purchase through and including the day immediately preceding the date of purchase, unless the date of purchase shall be an Interest Payment Date, in which case at a purchase price equal to the principal amount thereof, payable in immediately available funds, upon delivery to the applicable Tender Agent at its designated corporate trust office for delivery of notices, with a copy to the applicable Remarketing Agent, of an irrevocable written notice or telephonic notice, promptly confirmed in writing, which states the principal amount of such Weekly Rate Bond and the date on which the same shall be purchased, which date shall be a Business Day not prior to the seventh day next succeeding the date of the delivery of such notice to such Tender Agent. Any notice delivered to such Tender Agent after 4:00 p.m., New York City time, shall be deemed to have been received on the next succeeding Business Day.

Such Tender Agent shall promptly (but no later than the next Business Day) send a copy of any notice delivered to it pursuant to this Section 9.4(a) by fax or other electronic means to the applicable Remarketing Agent and Liquidity Provider. On the date for purchase specified in the notice, the Beneficial Owner shall effect delivery of such Series 2024 Bonds by causing the DTC Participant through which such Beneficial Owner owns such Series 2024 Bonds to transfer its interest in such Series 2024 Bonds equal to such Beneficial Owner's interest on the records of DTC to the participant account of the applicable Tender Agent with DTC.

If ownership of a series of Weekly Rate Bonds is not determined only by a book entry at a securities depository for such Series 2024 Bonds, a Holder of a Weekly Rate Bond of such series may tender its Series 2024 Bond by delivery of the notice described above by the time set forth above and shall also deliver such Series 2024 Bond to the Tender Agent on the date specified for purchase.

(b) Mandatory Tender for Purchase on First Day of Fixed Interest Rate Period. A series of Weekly Rate Bonds shall be subject to mandatory tender for purchase on the first day of the Fixed Interest Rate Period therefor, or on the day which would have been the first day of such Fixed Interest Rate Period had the event specified in Section 9.3(b)(iii) not occurred which resulted in the interest rate on such Series 2024 Bonds not being adjusted, at a purchase price, payable in immediately available funds, equal to the principal amount of such Series 2024 Bonds, plus accrued interest (if any).

(c) Mandatory Tender for Purchase Upon Termination, Expiration, Suspension, Modification or Replacement of Liquidity Facility. If at any time the Registrar for a series of Weekly Rate Bonds shall give notice in accordance with Section 9.7 that such Weekly Rate Bonds which, at such time, are subject to purchase under the related Liquidity Facility as then in effect, shall on the date specified in such notice cease to be subject to purchase from such Liquidity Facility as a result of (A) the termination or expiration of the term of such Liquidity Facility, or (B) such Liquidity Facility being suspended, replaced or modified with the effect that the purchase price of such Series 2024 Bonds is no longer payable from such Liquidity Facility

(in each case, whether or not any Alternate Liquidity Facility has been obtained), then on the Business Day the Board specifies to such Registrar that is at least five days and no more than 15 days (or, if no such date is specified, the fifth calendar day (or the immediately preceding Business Day if such day is not a Business Day)) preceding any termination, expiration, suspension, modification or replacement of such Liquidity Facility each such Series 2024 Bond or Series 2024 Bonds shall be purchased or deemed purchased as provided herein. The purchase price for such Series 2024 Bonds shall be equal to the principal amount thereof, plus accrued interest (if any).

(d) Mandatory Tender for Purchase Following Event of Default Under Liquidity Facility. All Weekly Rate Bonds of a series shall be subject to mandatory tender for purchase on the tenth day (or the next succeeding Business Day if such day is not a Business Day) following receipt by the applicable Tender Agent of notice from the applicable Liquidity Provider that an “Event of Default” has occurred under the applicable Liquidity Facility and directing the mandatory purchase of such Weekly Rate Bonds. No later than the third Business Day following receipt of such notice described above, such Tender Agent shall give notice by first class mail, postage prepaid, to the Holders of such Series 2024 Bonds, the Board and the applicable Remarketing Agent stating that an “Event of Default” has occurred under the Liquidity Facility and that such Series 2024 Bonds are subject to mandatory tender for purchase.

(e) Notice of Mandatory Tender for Purchase. In connection with any mandatory tender for purchase of a series of Weekly Rate Bonds in accordance with Section 9.4(b) or Section 9.4(c), the applicable Registrar shall include notice of a mandatory tender for purchase as a part of the notice given pursuant to Section 9.3(c) or Section 9.7 hereof. Each notice of mandatory tender for purchase shall state (A) in the case of a mandatory tender for purchase pursuant to Section 9.4(c) hereof, that the applicable Liquidity Facility will expire, terminate, be suspended, be replaced or be modified and that the purchase price of such Weekly Rate Bonds shall no longer be payable from such Liquidity Facility then in effect and that any rating applicable thereto may be reduced or withdrawn; (B) in the case of a mandatory tender for purchase pursuant to Section 9.4(d) hereof, that an “Event of Default” has occurred under such Liquidity Facility; (C) that the purchase price of any Weekly Rate Bond so subject to mandatory purchase shall be payable only upon (i) if ownership of such Weekly Rate Bonds is not determined only by a book entry at a securities depository for such Weekly Rate Bonds, surrender of such Weekly Rate Bond to the applicable Tender Agent at its designated corporate trust office for delivery of Weekly Rate Bonds, accompanied by an instrument of transfer thereof, in form satisfactory to such Tender Agent, executed in blank by the Holder thereof or his duly authorized attorney, with such signature guaranteed by a bank, trust company or member firm of the New York Stock Exchange or (ii) if ownership of such Weekly Rate Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, registration of the ownership rights in such Weekly Rate Bond to the applicable Tender Agent on the records of DTC; (D) that, provided that moneys sufficient to effect such purchase have been provided through the remarketing of such Weekly Rate Bonds by the applicable Remarketing Agent or through the applicable Liquidity Facility or otherwise, all Weekly Rate Bonds so subject to mandatory tender for purchase shall be purchased on the mandatory purchase date, and that if any Holder of a Weekly Rate Bond subject to mandatory tender for purchase shall not surrender such Weekly Rate Bond to the applicable Tender Agent for purchase (or if ownership

of such Weekly Rate Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, effect the transfer of ownership rights to the applicable Tender Agent on the records of DTC) on such mandatory purchase date, and moneys sufficient to pay the purchase price thereof are on deposit with the applicable Tender Agent, then such Weekly Rate Bond shall be deemed to be an Undelivered Bond, and that no interest shall accrue thereon on and after such mandatory purchase date and that the Holder thereof shall have no rights under this Resolution other than to receive payment of the purchase price thereof; and (E) in the event that moneys sufficient to pay the purchase price of such Weekly Rate Bonds have not been provided to the applicable Tender Agent either through the remarketing of such Weekly Rate Bonds or from the applicable Liquidity Facility or otherwise, that such Weekly Rate Bonds shall not be purchased or deemed purchased and shall bear interest at the rate described in Section 9.15 hereof. In connection with any mandatory tender for purchase of Weekly Rate Bonds in accordance with Section 9.4(c) hereof as a result of the replacement, termination or expiration of a Liquidity Facility, such notice also shall contain the information required by Section 9.7. The Board shall provide the applicable Registrar with a form of any such notice.

(f) Delivery of Tendered Weekly Rate Bonds. Subject to the provisions of Section 2.10 hereof if ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, for payment of the purchase price of any such Weekly Rate Bond required to be purchased pursuant to this Section 9.4 on the date specified, such Weekly Rate Bond must be delivered, at or prior to 10:00 a.m., New York City time, on the date specified in such notice, to the applicable Tender Agent at its designated corporate trust office for delivery of Weekly Rate Bonds, accompanied by an instrument of transfer thereof, in form satisfactory to such Tender Agent, executed in blank by the Holder thereof or his duly authorized attorney, with such signature guaranteed by a commercial bank, trust company or member firm of the New York Stock Exchange. In the event any such Weekly Rate Bond is delivered after 10:00 a.m., New York City time, on such date, payment of the purchase price of such Weekly Rate Bond need not be made until the Business Day following the date of delivery of such Weekly Rate Bond, but such Weekly Rate Bond shall nonetheless be deemed to have been purchased on the date specified in such notice and no interest shall accrue thereon after such date.

(g) Irrevocable Notice Deemed to be Tender of Weekly Rate Bond; Undelivered Bonds.

(i) The giving of notice by an owner of a Weekly Rate Bond as provided in Section 9.4(a) hereof shall constitute the irrevocable tender for purchase of each such Weekly Rate Bond with respect to which such notice shall have been given, regardless of whether such Weekly Rate Bond is delivered to the applicable Tender Agent for purchase on the relevant purchase date as provided in Section 9.4 hereof provided that moneys sufficient to pay the purchase price of such Weekly Rate Bonds are on deposit with the applicable Tender Agent for such purpose.

(ii) A Tender Agent may refuse to accept delivery of any Weekly Rate Bonds for which a proper instrument of transfer has not been provided; such refusal, however, shall not affect the validity of the purchase of such Weekly Rate Bond as herein described. If any owner of a Weekly Rate Bond who shall have given notice of tender of

purchase pursuant to Section 9.4(a) hereof, if ownership of the related series of Weekly Rate Bonds is not determined only by a book entry at a securities depository for such Weekly Rate Bonds, shall fail to deliver such Weekly Rate Bond to the applicable Tender Agent at the place and on the applicable date and at the time specified, or shall fail to deliver such Weekly Rate Bond properly endorsed, or if ownership of such Weekly Rate Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, shall fail to cause its beneficial ownership to be transferred to the applicable Tender Agent on the records of DTC, and moneys sufficient to pay the purchase price thereof are on deposit with such Tender Agent for such purpose, such Weekly Rate Bond shall constitute an Undelivered Bond. If funds in the amount of the purchase price of the Undelivered Bonds (including the Undelivered Bonds referred to in Section 9.4(e) hereof) are available for payment to the owner thereof on the date and at the time specified, from and after the date and time of that required delivery, (1) each Undelivered Bond shall be deemed to be purchased and shall no longer be deemed to be outstanding under this Resolution; (2) interest shall no longer accrue thereon; and (3) funds in the amount of the purchase price of each such Undelivered Bond shall be held by the applicable Tender Agent for the benefit of the owner thereof (provided that the owner shall have no right to any investment proceeds derived from such funds), to be paid on delivery (and proper endorsement) of such Undelivered Bond to such Tender Agent at its designated office for delivery of Weekly Rate Bonds. Any funds held by such Tender Agent as described in clause (3) of the preceding sentence shall be held uninvested and not commingled.

Section 9.5. Amendments to Liquidity Facility. Except with the consent of all the Holders of a series of Weekly Rate Bonds, neither the Board nor the applicable Tender Agent shall permit any amendment, supplement, modification or waiver to the applicable Liquidity Facility that would result in the rating assigned to such Weekly Rate Bonds by the applicable Rating Agency being withdrawn or reduced below that in effect prior to such amendment, supplement, modification or waiver.

Section 9.6. Alternate Liquidity Facility. If at any time there shall be delivered to a Tender Agent (i) an Alternate Liquidity Facility, (ii) written evidence from the applicable Rating Agency stating the ratings of the applicable series of Weekly Rate Bonds after substitution of such Alternate Liquidity Facility, or a statement of the Board that no ratings have been obtained, and (iii) an opinion of counsel to the effect that such Alternate Liquidity Facility is a valid and enforceable obligation of the issuer or provider thereof, then such Tender Agent shall accept such Alternate Liquidity Facility and, if the applicable Liquidity Facility then in effect is a letter of credit, promptly surrender such Liquidity Facility to the Liquidity Provider that issued such Liquidity Facility in accordance with its terms for cancellation. Anything in this Resolution to the contrary notwithstanding, following satisfaction of the requirements set forth in this Section 9.6 and the mandatory tender for purchase of a series of Weekly Rate Bonds pursuant to Section 9.4(c) hereof in connection with the provision of any Alternate Liquidity Facility, (i) such Alternate Liquidity Facility may at any time thereafter specified by the Board to the applicable Tender Agent become the Liquidity Facility for such Weekly Rate Bonds for all purposes of this Resolution, and (ii) the Liquidity Facility replaced by such Alternate Liquidity Facility may be terminated at any time after such replacement.

Section 9.7. Notice of Termination or Other Change in Liquidity Facility. The applicable Registrar shall give notice by mail to the Holders of a series of Weekly Rate Bonds on or before the 15th day preceding (i) the expiration of any applicable Liquidity Facility in accordance with its terms, or (ii) any termination, replacement or modification of the terms of the applicable Liquidity Facility, which notice shall, to the extent applicable, (1) state the date of such replacement, termination, expiration or modification and the date of the proposed substitution of the Alternate Liquidity Facility (if any), and (2) state the date that such Weekly Rate Bonds will be purchased pursuant to Section 9.4(c) hereof as a result of such replacement, termination, expiration or modification. The Board shall provide the applicable Registrar with written notice of any information required to enable such Registrar to give the foregoing notice and shall provide such Registrar with the form of such notice at least five days before such notice is required to be given.

Section 9.8. Remarketing Agent and Tender Agent. (a) Subject to execution of a Remarketing Agreement, the initial Remarketing Agent for a series of Weekly Rate Bonds shall be as designated in the applicable Purchase Contract or Pricing Certificate. The Board shall appoint any successor Remarketing Agent subject to the conditions set forth in Section 9.9(a) hereof. Each Remarketing Agent shall designate its designated office (other than the initial Remarketing Agent whose designated office is listed in Section 9.16 hereof) and signify its acceptance of the duties and obligations imposed upon it hereunder by a written instrument of acceptance delivered to the Board under which such Remarketing Agent will agree, particularly, to keep such books and records with respect to its duties as Remarketing Agent as shall be consistent with prudent industry practice and to make such books and records available for inspection by the Board at all reasonable times.

(b) The initial Tender Agent for a series of Weekly Rate Bonds shall be as designated in the applicable Purchase Contract or Pricing Certificate. The Board shall appoint any successor Tender Agent, subject to the conditions set forth in Section 9.9(b) hereof. Each Tender Agent shall designate its designated office(s) for delivery of notices and delivery of Weekly Rate Bonds and signify its acceptance of the duties and obligations imposed upon it hereunder by a written instrument of acceptance delivered to the Board and the applicable Registrar, Liquidity Provider and Remarketing Agent. By acceptance of its appointment hereunder, each Tender Agent agrees:

(i) to hold all Weekly Rate Bonds delivered to it pursuant to Section 9.4 hereof, as agent and bailee of, and in escrow for the benefit of, the respective owners which shall have so delivered such Weekly Rate Bonds until moneys representing the purchase price of such Weekly Rate Bonds shall have been delivered to or for the account of or to the order of such owners;

(ii) to establish and maintain a separate segregated trust fund designated as the "State of Texas Veterans Bonds, Taxable Series 2024 Bond Purchase Fund" (each, a "Bond Purchase Fund") (with the specific series designation to replace "2024," if applicable), and to establish and maintain therein a remarketing account (the "Remarketing Account") and a liquidity facility account (the "Purchase Account"), until such time as it has been discharged from its duties as Tender Agent hereunder;

(iii) to hold all moneys (without investment thereof) delivered to it hereunder in the Bond Purchase Fund for the purchase of Weekly Rate Bonds pursuant to Section 9.4 hereof, as agent and bailee of, and in escrow for the benefit of, the Person which shall have so delivered such moneys until the Weekly Rate Bonds purchased with such moneys shall have been delivered to or for the account of such Person;

(iv) to hold all moneys delivered to it by the Board for the purchase of Weekly Rate Bonds pursuant to Section 9.4 hereof, as agent and bailee of, and in escrow for the benefit of, the owners or former owners who shall deliver Weekly Rate Bonds to it for purchase until the Weekly Rate Bonds purchased with such moneys shall have been canceled;

(v) to hold all Weekly Rate Bonds registered in the name of the new owners thereof which have been delivered to it by the applicable Registrar for delivery to the applicable Remarketing Agent in accordance with the provisions of this Resolution; and

(vi) to keep such books and records as shall be consistent with standard industry practice and to make such books and records available for inspection by the Board, the applicable Liquidity Provider and the applicable Remarketing Agent at all reasonable times.

Section 9.9. Qualifications of Remarketing Agent and Tender Agent; Resignation; Removal.

(a) Each Remarketing Agent shall be a member of the Financial Industry Regulatory Authority, having a combined capital stock, surplus and undivided profits of at least \$250,000,000 and authorized by law to perform all the duties imposed upon it by this Resolution. Any successor Remarketing Agent shall have, or be a subsidiary of another entity or a partnership which includes as a general partner an entity which shall have, senior unsecured long-term debt which shall be rated, so long as the Weekly Rate Bonds shall be rated by the Rating Agency, at least Baa3/P-3 (or its equivalent) or otherwise qualified by the Rating Agency. A Remarketing Agent may at any time resign and be discharged of its duties and obligations hereunder upon providing the Board and the applicable Tender Agent, Liquidity Provider, Paying Agent and Registrar with at least 30 days' (or such number of days as is required by the applicable Remarketing Agreement) prior written notice. A Remarketing Agent may be removed at any time, at the direction of the Board with the written consent of the applicable Liquidity Provider, by an instrument signed by the Board and filed with the applicable Tender Agent, Registrar, Liquidity Provider and Remarketing Agent at least 30 days prior to the effective date of such removal. In the event that a Remarketing Agent has resigned or been removed and no successor Remarketing Agent has been appointed by the Board, the applicable Tender Agent shall perform, or engage a Person to perform, the duties of such Remarketing Agent until a successor Remarketing Agent has been appointed by the Board.

(b) Each Tender Agent shall be a bank with trust powers or a trust company duly organized under the laws of the United States of America or any state or territory thereof, and authorized by law to exercise corporate trust powers and otherwise perform all the duties imposed upon it by this Resolution. A Tender Agent may at any time resign and be discharged

of the duties and obligations created by this Resolution by giving at least 60 days' written notice to the Board and the applicable Registrar, Liquidity Provider and Remarketing Agent. A Tender Agent may be removed at any time by an instrument signed by the Board, filed with the applicable Tender Agent, Registrar, Liquidity Provider and Remarketing Agent. Such resignation or removal shall take effect on the day a successor Tender Agent shall have been appointed by the Board and the successor Tender Agent shall have accepted such appointment.

(c) Upon the effective date of resignation or removal of a Tender Agent, such Tender Agent shall deliver any Weekly Rate Bonds and moneys held by it in such capacity to its successor.

(d) So long as any series of Weekly Rate Bonds are Outstanding, the same entity shall be the Tender Agent and Registrar therefor.

Section 9.10. Notice of Weekly Rate Bonds Delivered for Purchase; Purchase of Weekly Rate Bonds. (a) The Tender Agent for a series of Weekly Rate Bonds shall determine timely and proper delivery of Weekly Rate Bonds of such series pursuant to this Resolution and the proper endorsement of such Weekly Rate Bonds. Such determination shall be binding on the owners of such Weekly Rate Bonds, the Board, the applicable Remarketing Agent and the applicable Liquidity Provider, absent manifest error. Such Tender Agent shall give notice by telephone, e-mail or fax, promptly confirmed by a written notice if given by telephone, to the Board and the applicable Registrar, Remarketing Agent and Liquidity Provider specifying the principal amount of Weekly Rate Bonds, if any, as to which it shall receive notice of tender for purchase in accordance with Section 9.4(a) hereof.

(b) Weekly Rate Bonds required to be purchased in accordance with Section 9.4 hereof shall be purchased from the owners thereof, on the date and at the purchase price at which such Weekly Rate Bonds are required to be purchased. Funds for the payment of such purchase price shall be derived from the following sources in the order of priority indicated:

(i) proceeds of the sale of such Weekly Rate Bonds remarketed to any Person pursuant to Section 9.11 hereof and furnished to the applicable Tender Agent by the purchasers or by the applicable Remarketing Agent for deposit into the Remarketing Account of the applicable Bond Purchase Fund;

(ii) moneys furnished to such Tender Agent for deposit into the Purchase Account of the applicable Bond Purchase Fund representing moneys received from draws on the applicable Liquidity Facility; and

(iii) moneys furnished to such Tender Agent for deposit into the applicable Bond Purchase Fund representing moneys provided by the Board in its discretion.

A Tender Agent may establish separate accounts or sub-accounts within the Bond Purchase Fund for such purposes as such Tender Agent may deem appropriate.

(c) (i) If ownership of a series of Weekly Rate Bonds is no longer determined only by a book entry at a securities depository for such Series 2024 Bonds, the applicable

Registrar shall authenticate a new Series 2024 Bond or Series 2024 Bonds of such series in an aggregate principal amount equal to the principal amount of Series 2024 Bonds purchased in accordance with Section 9.10(b) hereof, whether or not the Weekly Rate Bonds so purchased are presented by the owners thereof, bearing a number or numbers not contemporaneously outstanding. Every Series 2024 Bond authenticated and delivered as provided in this Section shall be entitled to all the benefits of this Resolution equally and proportionately with any and all other Series 2024 Bonds of the same series duly issued hereunder. The applicable Registrar shall maintain a record of the Weekly Rate Bonds purchased as provided in this Section, together with the names and addresses of the former owners thereof. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, on any date on which beneficial ownership in such Weekly Rate Bonds is tendered at the option of the owner of such beneficial interest (acting through its DTC Participant) in accordance with Section 9.4(a) hereof (including transfer of the beneficial ownership interest of the tendering owner to the account of the applicable Tender Agent at DTC), the applicable Tender Agent shall transfer ownership of such beneficial ownership on the records of DTC as provided in Section 9.12 hereof. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, on any date on which beneficial ownership interest in such Weekly Rate Bonds is subject to mandatory tender in accordance with Section 9.4 hereof, the applicable Tender Agent shall transfer beneficial ownership of such Series 2024 Bonds on the records of DTC as provided in Section 9.12 hereof, regardless of whether the owners of the beneficial interests subject to mandatory tender transfer their beneficial ownership of such Weekly Rate Bonds to such Tender Agent on the records of DTC, and moneys for the purchase of the beneficial interests subject to mandatory tender shall be transferred by such Tender Agent to DTC for transfer to the owners of such beneficial interests subject to mandatory purchase.

(ii) If ownership of a series of Weekly Rate Bonds is no longer determined only by a book entry at a securities depository for such Series 2024 Bonds, in the event any such Weekly Rate Bonds purchased as provided in this Section shall not be presented to the applicable Tender Agent, such Tender Agent shall segregate and hold the moneys for the purchase price of such Weekly Rate Bonds in trust for the benefit of the former owners of such Weekly Rate Bonds, who shall, except as provided in the following sentence, thereafter be restricted exclusively to such moneys for the satisfaction of any claim for the purchase price of such Weekly Rate Bonds. Any moneys which such Tender Agent shall segregate and hold in trust for the payment of the purchase price of any Weekly Rate Bond and remaining unclaimed for three years after the date of purchase shall, subject to the unclaimed property laws of the State and upon the Board's written request to such Tender Agent, be paid to the Board. After the payment of such unclaimed moneys to the Board, the former owner of such Weekly Rate Bond shall look only to the Board for the payment thereof, and the Board shall not be liable for any interest thereon and shall not be regarded as a trustee of such moneys. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, if such Weekly Rate Bonds are subject to mandatory tender in accordance with the terms of this Resolution, then the applicable Tender Agent shall

transfer beneficial ownership of such Series 2024 Bonds on the records of DTC as provided in Section 9.12 hereof, regardless of whether the owners of the beneficial interests subject to mandatory tender transfer their beneficial ownership of such Weekly Rate Bonds to such Tender Agent on the records of DTC, and moneys for the purchase of the beneficial interests subject to mandatory tender shall be transferred by such Tender Agent to DTC for transfer to the owners of such beneficial interests subject to mandatory purchase.

Section 9.11. Remarketing of Series 2024 Bonds; Notice of Interest Rates. (a) Upon notice of the tender for purchase of Weekly Rate Bonds, the applicable Remarketing Agent shall offer for sale and use its best efforts to sell such Weekly Rate Bonds, any such sale to be made on the date of such purchase in accordance with Section 9.4 hereof at the price determined in accordance with Section 9.4 hereof. Each Remarketing Agent agrees that while a Liquidity Facility is in effect it shall not sell knowingly any Series 2024 Bonds tendered to it for purchase pursuant to Section 9.4 hereof to the Board, or to any Person who controls, is controlled by, or is under common control with, the Board. In addition, each Remarketing Agent shall offer for sale and use its best efforts to sell any applicable Weekly Rate Bonds that are Purchased Bonds.

(b) Each Remarketing Agent shall determine the rate of interest to be borne by the applicable Series 2024 Bonds during each Interest Rate Period and shall furnish to the Board and the applicable Registrar on the Business Day of determination each rate of interest so determined by e-mail, telephone or fax, promptly confirmed in writing if given by telephone, or shall make such information available to the Board and such Registrar by other readily accessible electronic means.

(c) Each Remarketing Agent shall advise the applicable Tender Agent and Liquidity Provider in writing or by telephone (promptly confirmed by e-mail or fax if given by telephone) not later than the Business Day preceding the Business Day on which any applicable Weekly Rate Bonds are to be purchased pursuant to Section 9.4 hereof of the aggregate principal amount of such Weekly Rate Bonds subject to purchase that have not been remarketed as of such time, provided that such Remarketing Agent may continue to remarket such Weekly Rate Bonds thereafter. Each Remarketing Agent shall give e-mail or telephonic notice, promptly confirmed by a written notice if given by telephone, to the applicable Registrar and Tender Agent on each date on which applicable Weekly Rate Bonds shall have been purchased pursuant to Section 9.10(b) hereof, specifying the principal amount of Series 2024 Bonds, if any, sold by it pursuant to Section 9.11(a) hereof along with, if the applicable series of Series 2024 Bonds are not registered as described in Section 2.10 hereof, a list of such purchasers showing the names and denominations in which such Series 2024 Bonds shall be registered, and the addresses and social security or taxpayer identification numbers of such purchasers. Each Remarketing Agent will transfer the proceeds received from the purchasers named in such notice to the applicable Tender Agent by 10:00 a.m., New York City time, on the Business Day on which such Weekly Rate Bonds are purchased.

Section 9.12. Delivery of Series 2024 Bonds. (a) Weekly Rate Bonds purchased with moneys described in clause (i) of Section 9.10(b) hereof shall be made available by the applicable Tender Agent to the applicable Remarketing Agent for delivery to the purchasers thereof against payment therefor.

(b) Except as otherwise provided in a Liquidity Facility, Weekly Rate Bonds purchased with moneys described in clause (ii) of Section 9.10(b) hereof shall be held by the applicable Tender Agent on behalf of the applicable Liquidity Provider as Purchased Bonds, and shall not be released following the remarketing thereof unless such Tender Agent has received written confirmation from such Liquidity Provider that the applicable Liquidity Facility has been reinstated with respect to such Series 2024 Bonds.

(c) Weekly Rate Bonds purchased with moneys described in clause (iii) of Section 9.10(b) hereof shall be canceled.

(d) Series 2024 Bonds delivered as provided in this Section shall be registered in the manner directed by the recipient thereof.

Section 9.13. Delivery of Proceeds of Sale. The proceeds of the sale by a Remarketing Agent of any applicable Weekly Rate Bonds delivered to it by any Holder shall be turned over to the applicable Tender Agent.

Section 9.14. Draws on Liquidity Facility to Pay Purchase Price of Weekly Rate Bonds. Each Tender Agent, on each day on which applicable Weekly Rate Bonds are required to be purchased pursuant to Section 9.4 hereof, is directed to make drawings under the applicable Liquidity Facility by such times and in such manner as shall be required to receive in immediately available funds on such date amounts sufficient (based upon the amount on deposit in the Remarketing Account of the applicable Bond Purchase Fund by 10:00 a.m., New York City time, on such day) to pay the purchase price plus accrued interest, if any, of Weekly Rate Bonds tendered for purchase or required to be purchased pursuant to the provisions of this Resolution and that have not been remarketed by the applicable Remarketing Agent, and to deposit the proceeds of such drawings or cause such proceeds to be deposited in the Purchase Account of the applicable Bond Purchase Fund pending application of such moneys to the payment of the purchase price of such Weekly Rate Bonds. In determining the amount of any such purchase price then due, such Tender Agent shall not take into consideration any purchase price due on such Weekly Rate Bonds held by the Board or any affiliate thereof, and no drawings under such Liquidity Facility shall be made or be used to pay the purchase price of any Purchased Bonds or Weekly Rate Bonds held by the Board or any affiliate thereof.

Section 9.15. Insufficient Funds for Purchase of Weekly Rate Bonds. If payment of the purchase price of any Weekly Rate Bond shall not be made to the Holder thereof on any date such Weekly Rate Bond has been tendered for purchase pursuant to Section 9.4 hereof, such Weekly Rate Bond shall be returned by the applicable Tender Agent to the Holder thereof, and shall continue to bear interest at a Weekly Interest Rate determined as provided in Section 9.2 hereof.

Section 9.16. Notices. (a) Except as otherwise expressly provided in this Resolution or set forth in the applicable Purchase Contract or Pricing Certificate, it shall be sufficient service of any notice, request, complaint, demand or other paper if the same shall be duly mailed by registered or certified mail, return receipt requested, postage prepaid, or by overnight delivery service, addressed as follows or delivered by facsimile to the numbers provided as follows:

- If to the Board: Veterans' Land Board of the State of Texas
1700 North Congress Avenue, Room 740C
Austin, Texas 78701-1496
Attn: Director of VLB Bond Funds Management
Telephone: (512) 475-4004
Facsimile: (512) 463-5081
- If to a Tender Agent
or Registrar: as set forth in the applicable Purchase Contract or Pricing
Certificate
- If to a Remarketing Agent: as set forth in the applicable Purchase Contract or Pricing
Certificate
- If to a Liquidity Provider: as set forth in the applicable Purchase Contract or Pricing
Certificate
- If to a Paying Agent: Comptroller of Public Accounts
Treasury Operations
Attention: Funds Transfer
208 E. 10th Street
Austin, Texas 78701
Telephone: (512) 463-5905
E-mail: funds.transfer@cpa.texas.gov
- If to a Rating Agency: as set forth in the applicable Purchase Contract or Pricing
Certificate

Except as otherwise provided or directed herein, a duplicate copy of each notice, certificate or other communication given hereunder by the Board, a Liquidity Provider, a Paying Agent, a Registrar, a Remarketing Agent or a Tender Agent to any one of the others or the Holders shall also be given to all of the others. The Board, a Liquidity Provider, a Paying Agent, a Registrar, a Remarketing Agent or a Tender Agent may, by notice given hereunder, designate any further or different addresses or telephone numbers to which subsequent notices, certificates or other communications shall be sent.

(b) The Board shall provide to the applicable Rating Agency notice in writing or by telephone or fax, promptly confirmed in writing, of

- (i) any resignation or removal of any applicable Paying Agent, Registrar, Tender Agent or Remarketing Agent, and the appointment of any successor thereto;
- (ii) any conversion of an applicable series of Weekly Rate Bonds to Fixed Rate Bonds;

(iii) any termination, expiration, replacement, suspension or modification of the applicable Liquidity Facility;

(iv) the payment in full of the applicable series of Weekly Rate Bonds;

(v) any mandatory tender of the applicable series of Weekly Rate Bonds; and

(vi) any amendment or material change to this Resolution.

(c) The Board shall provide or cause to be provided to each Rating Agency such information as is reasonably requested in order to maintain its rating on the applicable series of Weekly Rate Bonds.

ARTICLE X

MISCELLANEOUS

Section 10.1. Benefits of Resolution. Nothing in this Resolution or in the Series 2024 Bonds, express or implied, shall give to any Person, other than the Board and each Paying Agent, Registrar, Tender Agent, Liquidity Provider and Remarketing Agent and their successors hereunder and the Holders, any benefit or any legal or equitable right, remedy or claim under this Resolution.

Section 10.2. Bonds to Rank Equally. None of the Bonds shall be entitled to priority over any other Bond in the application of moneys in Fund II, nor in the application of moneys appropriated by the Legislature of the State or otherwise made available by law for the payment of principal of and interest on the Bonds, irrespective of the fact that some of the Bonds may be delivered prior to the delivery of other Bonds, it being the intent of this Resolution that all Bonds shall rank equally.

Section 10.3. Enforcement. All rights available to the Holders under the Constitution and laws of the State, by suit for mandamus or otherwise, to compel the performance of their official duties by the Board, its officers and employees, and by other officers of the State to the end that the principal of and interest on the Series 2024 Bonds may be paid promptly, are hereby recognized and reserved to and for the Holders.

Section 10.4. Separability Clause. In case any provision in this Resolution shall be invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby.

Section 10.5. Governing Law. This Resolution shall be construed in accordance with and governed by the laws of the State.

Section 10.6. Open Meeting. It is hereby officially found and determined that the meeting at which the Series 2024 Bonds were authorized was open to the public as required by law and public notice of the time, place and purpose of said meeting was given as required by Chapter 551 of the Texas Government Code, as amended.

Section 10.7. References to Liquidity Provider. Any provision of this Resolution regarding the consent of, or notice to, or mandating the direction of action by, a Liquidity Provider shall, except as expressly provided, be deemed ineffective (i) if the applicable Liquidity Facility is no longer in effect and no amount is due and owing under such Liquidity Facility, or (ii) as long as such Liquidity Provider has failed to honor a properly presented and conforming drawing under such Liquidity Facility; provided, that except as otherwise expressly set forth herein, for as long as any Purchased Bonds are Outstanding, the applicable Liquidity Provider shall be afforded all the rights and privileges granted hereunder to Holders of the Weekly Rate Bonds of the applicable series.

Section 10.8. Remarketing Agreements Authorized. In connection with the issuance of any series of Weekly Rate Bonds, the Authorized Representatives are hereby severally authorized and directed to act for and on behalf of the Board to approve, execute and deliver the related Remarketing Agreement.

Section 10.9. Tender Agent Agreements Authorized. In connection with the issuance of any series of Weekly Rate Bonds, if requested by the Tender Agent for such series, the Authorized Representatives are hereby severally authorized and directed to act for and on behalf of the Board to approve, execute and deliver the related Tender Agent Agreement.

Section 10.10. Authorization of Additional Acts. The officers, employees, and agents of the Board, and each of them, shall be and each is expressly authorized, empowered, and directed from time to time and at any time to do and perform all acts and things and to execute, acknowledge, and deliver in the name and under the seal and on behalf of the Board all certificates, instruments, and other papers, whether or not herein mentioned, as they may determine to be necessary or desirable in connection with the proposed issuance of the Series 2024 Bonds, including without limitation (a) the filing of a notice of intention to issue bonds with the Bond Review Board of the State, and (b) the submission of a transcript of proceedings for approval of the Attorney General, such determination to be conclusively evidenced by the performance of such acts and things and the execution of any such certificate, instrument, or other paper, and any such actions heretofore carried out by such officers, employees, and agents of the Board are hereby ratified, approved, and confirmed. Prior to each Settlement Date, the Authorized Representatives and Bond Counsel are hereby authorized to approve any technical changes or corrections to this Resolution, or to any of the instruments authorized by this Resolution, necessary in order to (i) correct any ambiguity or mistake or more completely document the transactions contemplated and approved by this Resolution, (ii) obtain a rating from the Rating Agency, or (iii) obtain the approval of the Series 2024 Bonds by the Attorney General.

Section 10.11. Bond Enhancement Agreement Certificate. Notwithstanding anything to the contrary contained in the “Resolution of the Veterans’ Land Board of the State of Texas Authorizing Interest Rate Swap Transactions Relating to Bonds Issued or to be Issued in Connection with Veterans’ Housing Assistance Program Bonds and Veterans’ Land Program Bonds; and Providing for Other Matters Relating to the Subject” adopted by the Board on this date, or in any comparable resolution adopted by the Board in 2024, no certificates shall be required for any floating-to-fixed rate interest rate swap transaction entered into in connection with the anticipated issuance of any series of Weekly Rate Bonds.

ADOPTED AND APPROVED this the 24th day of July, 2024.

/s/ Dawn Buckingham, M.D.
Chairwoman
Veterans' Land Board of the State of Texas

ATTEST:

/s/ Anthony W. Dale
Executive Secretary
Veterans' Land Board of the State of Texas

EXHIBIT A

FORM OF WEEKLY RATE BOND

[Unless this bond is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the Issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]¹

NO. WR-_____ \$ _____

UNITED STATES OF AMERICA

STATE OF TEXAS
VETERANS BOND,
TAXABLE SERIES 2024²

MATURITY DATE: _____, _____ INTEREST RATE: Variable BOND DATE: _____, 2024 CUSIP NUMBER:³ _____

ON THE MATURITY DATE SPECIFIED ABOVE, the State of Texas (hereinafter sometimes called the “Issuer”), acting by and through the Veterans’ Land Board (the “Board”) of the Issuer, hereby promises to pay to _____, or to the registered assignee hereof (either being hereinafter called the “Holder”) the principal amount of _____ DOLLARS and to pay interest thereon, from [the Settlement Date]⁴ [the bond date stated above]⁵ to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum determined pursuant to the Resolution (defined below), with said interest being payable on each Interest Payment Date (computed on the basis of a 365/366-day year, for the number of days actually elapsed).

UNLESS OTHERWISE DEFINED herein, capitalized words and terms used in this Bond and not otherwise defined shall have the meanings ascribed to such terms in the Resolution (defined below).

¹ To be included in any Series 2024 Bond registered in the name of Cede & Co.
² Series designation to be added if necessary.
³ To be omitted from the Initial Series 2024 Bond of any series.
⁴ To be included in the Initial Series 2024 Bond of any series.
⁵ To be included in all Weekly Rate Bonds except an Initial Series 2024 Bond.

THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON this Bond are payable in lawful money of the United States of America, without exchange or collection charges. The principal of and premium, if any, on this Bond shall be paid to the registered owner hereof upon presentation and surrender of this Bond at maturity or upon the date fixed for its redemption prior to maturity, at the designated office of the Paying Agent for the Bonds (defined below), which is initially the Comptroller of Public Accounts of the State of Texas in Austin, Texas. The payment of interest on this Bond shall be made by the Paying Agent to the registered owner hereof as shown by the Registration Books kept and maintained by the Registrar for the Bonds, which is initially _____, at the close of business on the Business Day immediately preceding each Interest Payment Date (including each redemption date) (each, a "Record Date") by check drawn by the Paying Agent on, and payable solely from, funds of the Board required to be on deposit with the Paying Agent for such purpose as hereinafter provided; and such check shall be sent by the Paying Agent by first class United States mail, postage prepaid, on each such Interest Payment Date, to the Holder hereof at its address as it appears on the Registration Books kept and maintained by the Registrar, as hereinafter described. The Paying Agent shall make payment of the principal of and premium, if any, or interest on any Bond by wire transfer in immediately available funds to a bank account located within the United States of Federal Reserve Funds to the Liquidity Provider (in the case of any Purchased Bond) and to any Holder of \$1,000,000 or more in aggregate principal amount of Bonds requesting such payment and providing the necessary wire information to the Paying Agent at least 15 days prior to the applicable Record Date. The Board covenants with the Holder of this Bond that as of each Interest Payment Date for this Bond it will make available to the Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

THIS BOND is one of a series of bonds of like tenor and effect except as to number, principal amount and scheduled maturity, aggregating _____⁶ Dollars (\$ _____)⁶ (the "Bonds"), issued for the purpose of making Home Loans to Texas Veterans, all in accordance with the provisions of the Constitutional Provision, the Act and Chapter 1371, and pursuant to a resolution authorizing the issuance of the series of Bonds of which this is one, adopted by the Board and duly of record in the minutes of the Board (the "Resolution"). The Bonds are issuable solely as fully registered bonds, without interest coupons, in Authorized Denominations as described in the Resolution.

THE SERIES OF BONDS of which this is one shall be and is hereby made a general obligation of the State of Texas, pursuant to the Constitutional Provision and the Act, and for the faithful performance of all covenants, recitals and stipulations herein contained, and for the faithful performance in proper time and manner of each official or other act required and necessary to provide for the prompt payment of principal of and interest on this Bond when due, the full faith and credit of the State of Texas are hereby pledged.

⁶ The original aggregate principal amount of a series of the Series 2024 Bonds set forth in the related Purchase Contract or Pricing Certificate should be set forth here.

PAYMENTS OF THE PRINCIPAL OF and premium, if any, and interest on this Bond, shall be made primarily from the Veterans' Housing Assistance Fund II ("Fund II") governed by the Constitutional Provision, which fund shall be comprised of (a) any interest of the Board in all Home Loans made from money in Fund II pursuant to the Program, including proceeds of any insurance thereon or on the homes, (b) the proceeds derived from the sale or other disposition of the Board's interests in Home Loans, (c) the money attributable to any Housing Assistance Bonds (defined below) (except for certain expenses related to the issuance of Housing Assistance Bonds) issued and sold by the Board to provide money for Fund II which shall include but shall not be limited to the proceeds from the issuance and sale of such Housing Assistance Bonds, (d) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans, (e) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Housing Assistance Bonds to comply with the person's bid and accept and pay for such Housing Assistance Bonds, (f) payments received by the Board under bond enhancement agreements with respect to the Housing Assistance Bonds, (g) interest received from investments of any such money, and (h) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II. The Bonds and all other bonds issued by the Board pursuant to the Constitution of the State to augment Fund II or to refund any such bonds are referred to herein as "Housing Assistance Bonds." The Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Housing Assistance Bonds, there is appropriated out of the first money coming into the State Treasury in each fiscal year, not otherwise appropriated by the Texas Constitution, an amount which is sufficient to pay the principal of and interest on such Housing Assistance Bonds that mature or become due during that fiscal year.

THE BONDS will initially be issued as Weekly Rate Bonds bearing interest at a Weekly Interest Rate. Thereafter, each Bond, at the election of the Board, may be changed to a Fixed Rate Bond bearing interest at a Fixed Interest Rate determined by the Remarketing Agent in accordance with the Resolution; provided, however, that in no event shall the interest rate on any Bond, including Purchased Bonds, exceed the Ceiling Rate. In addition, the interest rate on Purchased Bonds shall not exceed the Maximum Purchased Bond Rate. The terms of this Bond shall not apply to Fixed Rate Bonds, and as used in this Bond, the term "Bond" or "Bonds" shall not include Fixed Rate Bonds.

THE WEEKLY INTEREST RATE for the Bonds shall be determined by the Remarketing Agent by 4:30 p.m., New York City time, on Tuesday of each week during such Weekly Interest Rate Period, or if such day shall not be a Business Day, then on the next succeeding Business Day. The interest rate so determined shall be effective at the times set forth in the Resolution.

IN DETERMINING each Weekly Interest Rate for the Bonds, the Remarketing Agent shall set such rates at the respective interest rates that, in the sole and exclusive judgment of the Remarketing Agent, would equal (but not exceed) the interest rates necessary to enable the Remarketing Agent to sell such Bonds (exclusive of accrued interest, if any) on the relevant determination date, at a price equal to the principal amount thereof; provided, however, that such interest rate shall not exceed the Ceiling Rate.

NOTWITHSTANDING anything to the contrary contained herein, this Bond, if held by or for the account of the Liquidity Provider as a Purchased Bond, shall bear interest at the Purchased Bond Rate, payable at the times and in the manner and calculated on the basis provided in the Liquidity Facility; provided, however, that the Purchased Bond Rate shall not exceed the Maximum Purchased Bond Rate as provided in the Resolution.

THE BONDS (including Purchased Bonds) shall be subject to scheduled mandatory sinking fund redemption and shall be redeemed on the first Business Day of the months and in the respective principal amounts set forth in the table below, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption:

<u>Redemption Date</u>	<u>Principal Amount</u>	<u>Redemption Date</u>	<u>Principal Amount</u> ⁷
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The principal amount of Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Bonds [of the same stated maturity]⁸ which (i) at least 45 days prior to such mandatory sinking fund redemption date, (a) shall have been acquired by the Board and delivered to the Registrar for cancellation, or (b) shall have been acquired and canceled by the Registrar at the direction of the Board, or (c) shall have been redeemed pursuant to any redemption provision set forth below and (ii) shall have not been previously credited against a scheduled mandatory sinking fund redemption.

THE BONDS (including Purchased Bonds) shall be subject to redemption prior to maturity on the first Business Day of any month, at the option and direction of the Board, in whole or in part, at a redemption price of par plus accrued interest. [In the case of any such redemption, the Board shall select the maturity or maturities of the Bonds to be redeemed and the amounts thereof in Authorized Denominations.]⁸

IN THE EVENT of any redemption of less than all of the Bonds [of a particular maturity]⁸, the particular Bonds [within each such maturity]⁸ to be redeemed are to be selected by the Registrar by lot in such manner as the Registrar shall deem fair and appropriate. During any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, if less than the entire principal amount Outstanding of all the Bonds is to be redeemed, the interests to be redeemed of the beneficial owners of the Bonds [of such maturity]⁹ shall be selected in accordance with the arrangements between the Board and the

⁷ The amounts set forth in the Purchase Contract or Pricing Certificate should be included in the table. Additional tables shall be added if there is more than one stated maturity of a series of Series 2024 Bonds, with a heading above each table identifying the stated maturity of the Series 2024 Bonds to which such table relates.

⁸ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

⁹ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

securities depository. In the event of any redemption of Bonds, Purchased Bonds shall be selected first for redemption in the manner described in the Resolution.

AT LEAST 30 days prior to the date fixed for any such redemption of this Bond, a written notice of such redemption shall be sent by first class mail, postage prepaid, by the Registrar to the Holder hereof. By the date fixed for any such redemption, due provision shall be made by the Board with the Paying Agent for the payment of the required redemption price for this Bond or the portion hereof which is to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, this Bond, or the portion hereof which is to be redeemed, thereby automatically shall be redeemed prior to its scheduled maturity, and shall not bear interest after the date fixed for its redemption, and shall not be regarded as being Outstanding except for the right of the Holder to receive the redemption price plus accrued interest to the date fixed for redemption from the Paying Agent out of the funds provided for such payment. The Registrar shall record in the Registration Books all such redemptions of principal of this Bond or any portion hereof. If a portion of any Bond shall be redeemed, a substitute Bond [having the same maturity date,]⁹ in any Authorized Denomination that may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon the surrender thereof for cancellation, at the expense of the Board, all as provided in the Resolution.

IN ADDITION to the notice of redemption required above, the Registrar shall send notice of redemption of Bonds by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (a) to any registered owner of \$1,000,000 or more in aggregate principal amount of Bonds; (b) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (c) to any securities depository that is a registered owner of the Bonds. In addition, in the event of a redemption caused by an advance refunding of the Bonds, the Registrar shall send a second notice of redemption to all registered owners of the Bonds at least 30 days but not more than 90 days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. The Registrar shall also send a notice of redemption to the registered owner of any Bond who has not sent the Bonds in for redemption 60 days after the redemption date. Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this paragraph or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Bonds.

ANY BONDS, subject to the requirements regarding timely notice and delivery, will be purchased, in accordance with the provisions of the Resolution, on the demand of the Holder thereof as provided in the Resolution and delivery to the Tender Agent of such Bond, endorsed in blank by the Holder thereof or accompanied by an instrument of transfer thereof in form satisfactory to the Tender Agent, executed in blank by the Holder thereof (the Tender Agent being able to refuse to accept delivery of any such Bond not endorsed in blank or for which an instrument of transfer satisfactory to it has not been provided). THE TIMELY DELIVERY OF A PROPERLY COMPLETED TENDER REQUEST NOTICE SHALL CONSTITUTE AN IRREVOCABLE TENDER OF THE BONDS COVERED THEREBY.

THE BONDS WILL BE SUBJECT to mandatory tender for purchase on the Business Days and under the circumstances specified in the Resolution.

EACH BOND SHALL BE SUBJECT to mandatory tender for purchase on the Fixed Rate Conversion Date.

IF THE HOLDER HEREOF FAILS TO DELIVER THIS BOND OR ANY PORTION HEREOF TO THE TENDER AGENT AFTER GIVING NOTICE OF AN OPTIONAL TENDER, OR UPON A MANDATORY TENDER, AND MONEYS SUFFICIENT TO PAY THE PURCHASE PRICE OF THIS BOND ARE ON DEPOSIT WITH THE TENDER AGENT, THIS BOND OR PORTION HEREOF SHALL BE DEEMED TO HAVE PURCHASED, AND THEREAFTER NO FURTHER INTEREST SHALL ACCRUE ON THIS BOND OR SUCH PORTION. THE HOLDER HEREOF SHALL THEREAFTER HAVE RECOURSE SOLELY TO THE FUNDS HELD BY THE TENDER AGENT FOR THE PURCHASE OF THIS BOND, AND THE TENDER AGENT SHALL NOT RECOGNIZE ANY FURTHER TRANSFER HEREOF.

WHENEVER, during the term of the Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), tenders of Bonds shall be made pursuant to DTC's (or any successor securities depository's) deliver order procedures or repayment option procedures, as applicable, as are in effect from time to time. Upon remarketing of Bonds, payment of the purchase price thereof shall be made to DTC (or any successor securities depository) and no surrender of Bonds is required. Such sales shall be made through the DTC Participants (which may include the Remarketing Agent) to the new beneficial owners of such Bonds, and the DTC Participants shall transmit payment to beneficial owners whose Bonds were purchased pursuant to a remarketing. The Board and the Registrar, the Paying Agent, the Tender Agent, the Liquidity Provider and the Remarketing Agent are not responsible for transfer of payment to the DTC Participants or beneficial owners.

THIS BOND or any portion or portions hereof in any Authorized Denomination may be assigned and shall be transferred only in the Registration Books of the Board kept and maintained by the Registrar acting in the capacity of registrar for the Bonds, upon the terms and conditions set forth in the Resolution. Among other requirements for such assignment and transfer, this Bond must be presented and surrendered to the Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Registrar, evidencing assignment of this Bond or any portion or portions hereof, in any Authorized Denomination, to the assignee or assignees in whose name or names this Bond or any such portion or portions hereof is or are to be transferred and registered. The form of Assignment printed or endorsed on this Bond may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Registrar may be used to evidence the assignment of this Bond or any portion or portions hereof from time to time by the registered owner. A new Bond or Bonds payable to such assignee (which then will be the new registered owner of such new Bond or Bonds), or to the previous registered owner in the case of the assignment and transfer of only a portion of this Bond, may be delivered by the Registrar in conversion of and exchange for this Bond, all in the form and manner as provided in the next paragraph hereof for the conversion and exchange of other Bonds. Except in the case of tenders of Bonds pursuant to the Resolution or of the

remarketing of Purchased Bonds, neither the Board nor the Registrar shall be required (a) to issue, replace, transfer, or exchange any Bond during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of Bonds and ending at the close of business on the day of such mailing or (b) to replace, transfer or exchange any Bond so selected for redemption in whole or in part when such redemption is scheduled to occur within 30 calendar days; except that at the option of the registered owner of at least \$1,000,000 in principal amount of Bonds, the Registrar shall be required to transfer or exchange any Bond of such owner which has been selected in whole or in part for redemption upon surrender thereof. The Registrar may make such arrangements as it deems appropriate for notation on each new Bond issued in exchange for or upon the transfer of the Bond so selected for redemption of an appropriate legend to the effect that such new Bond has been so selected for redemption. The registered owner of this Bond shall be treated by the Issuer, the Board, the Paying Agent and the Registrar as the absolute owner hereof for all purposes, including payment and discharge of liability upon this Bond to the extent of such payment, and the Issuer, the Board, the Paying Agent and the Registrar shall not be affected by any notice to the contrary. The Board shall pay the Registrar's reasonable and standard or customary fees and charges for making such transfer, but the one requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto.

AS PROVIDED in the Resolution, this Bond, or any portion hereof, may, at the request of the registered owner or the assignee or assignees hereof, be converted into and exchanged for a like aggregate principal amount of fully registered Bonds, without interest coupons, payable to the appropriate registered owner, assignee, or assignees, as the case may be, having the same maturity date, in the same Interest Mode, bearing interest at the same rate, and in any Authorized Denomination, as requested in writing by the appropriate registered owner, assignee, or assignees, as the case may be, upon surrender of this Bond to the Registrar for cancellation, all in accordance with the form and procedures set forth in the Resolution. The one requesting such conversion and exchange shall pay the Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Bond or Bonds or any portion or portions thereof in any Authorized Denomination, as described in the previous paragraph, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Bond which has been redeemed in part prior to maturity, as provided herein, such fees and charges will be paid by the Board.

WHENEVER the beneficial ownership of this Bond is determined only by a book entry at a securities depository for the Bonds, the foregoing requirements of registering, holding, delivering, exchanging or transferring this Bond shall be modified to require the appropriate Person to meet the requirements of the securities depository as to registering, holding, delivering, exchanging or transferring the book entry to produce the same effect.

IN THE EVENT that the initial Paying Agent or Registrar for the Bonds is changed by the Board, resigns, or otherwise ceases to act as such, the Board has covenanted in the Resolution that it promptly will appoint a competent and legally qualified substitute therefor, whose qualifications comply with the requirements of the Resolution, and that one entity will

serve as Paying Agent and Registrar, except during periods when the Bonds are registered only by means of a book entry at a securities depository, and promptly will cause written notice thereof to be mailed to the registered owners of the Bonds.

BY BECOMING the registered owner of this Bond, the registered owner thereby acknowledges all of the terms and provisions of the Resolution, agrees to be bound by such terms and provisions, acknowledges that the Resolution is duly recorded and available for inspection in the official minutes and records of the Board, and agrees that the terms and provisions of this Bond and the Resolution constitute a contract between each registered owner hereof and the Board.

THE BOARD reserves the right to amend the Resolution, as deemed necessary or desirable by the Board, with the consent of the registered owners of a majority in aggregate principal amount of the Bonds then Outstanding under the terms and conditions stated in the Resolution. The Board may, without the consent of the registered owners of the Bonds, adopt certain amendments to the Resolution as set forth in the Resolution.

IN THE EVENT of any conflict or inconsistency between the terms and provisions of this Bond and the terms and provisions of the Resolution, the terms and provisions of the Resolution shall control.

IT IS HEREBY CERTIFIED and recited that all acts, conditions and things required to be done precedent to and in the issuance of this Bond and the series of which it forms a part have been properly done, have happened and have been performed in regular and due time, form and manner as required by the Constitution and laws of the State of Texas and the Resolution, that the series of Bonds of which this is a part does not exceed any Constitutional or statutory limitation, and that provision has been made for the payment of the principal of and interest on this Bond and the series of which it is a part by a pledge of the credit of the Issuer and of the funds specified herein.

[UNLESS THE COMPTROLLER'S REGISTRATION CERTIFICATE hereon has been executed by the Comptroller by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]¹⁰

[UNLESS THE REGISTRAR'S AUTHENTICATION CERTIFICATE hereon has been executed by the Registrar by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]¹¹

¹⁰ To be included in an Initial Series 2024 Bond only.

¹¹ To be included in all Series 2024 Bonds of a series other than the Initial Series 2024 Bond.

IN TESTIMONY HEREOF, this Bond is executed with the manual or facsimile signatures of the Chairwoman of the Board and of the Executive Secretary of the Board, and the seal of said Board impressed, lithographed or printed hereon.

THE STATE OF TEXAS

Chairwoman, Veterans' Land Board
of the State of Texas

Executive Secretary, Veterans'
Land Board of the State of Texas

(SEAL)

*FORM OF REGISTRAR'S AUTHENTICATION CERTIFICATION ATTACHED TO
WEEKLY RATE BONDS OTHER THAN AN INITIAL SERIES 2024 BOND

REGISTRAR'S AUTHENTICATION CERTIFICATE

It is hereby certified that this Bond has been issued under the provisions of the Resolution described in this Bond; and that this Bond has been issued in conversion of and exchange for or replacement of a bond, bonds, or a portion of a bond or bonds of an issue which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Dated: _____

_____, _____
Registrar

By: _____
Authorized Representative

*FORM OF ASSIGNMENT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

(Please print or typewrite name and address, including zip code of Transferee)

Please insert Social Security
or Taxpayer Identification Number
of Transferee

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

_____ attorney to register the transfer of the within Bond on the books
kept for registration thereof, with full power of substitution in the premises.

Dated:

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by
a member firm of the New York Stock
Exchange or a commercial bank or trust
company.

NOTICE: The signature above must
correspond with the name of the Registered
Owner as it appears upon the front of this Bond
in every particular, without alteration or
enlargement or any change whatsoever.

*FORM OF COMPTROLLER'S REGISTRATION CERTIFICATE ATTACHED TO
AN INITIAL SERIES 2024 BOND

OFFICE OF COMPTROLLER §
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 duly registered by the Texas Comptroller of Public Accounts.

WITNESS MY HAND and seal of office at Austin, Texas _____.

Comptroller of Public Accounts
of the State of Texas

(SEAL)

NOTE TO PRINTER:

* ¶s not to be on bond

ADDITIONAL REVISIONS TO BE MADE TO
AN INITIAL SERIES 2024 BOND IF MORE THAN ONE MATURITY

Each Initial Series 2024 Bond shall be in the form set forth in this Exhibit A, except that if there is more than one stated maturity of a series of Series 2024 Bonds:

(i) immediately under the name of the Bond, the blank beneath the heading “MATURITY DATE” shall be completed with the words “As shown below”;

(ii) in the first paragraph of such Initial Series 2024 Bond, the words “ON THE MATURITY DATE SPECIFIED ABOVE” shall be deleted and replaced with the following: “ON THE MATURITY DATES SPECIFIED BELOW”.

(iii) in the first paragraph of such Initial Series 2024 Bond, the words “from the Settlement Date to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum determined pursuant to the Resolution (as defined below)” shall be replaced with the following “from the Settlement Date to the dates of its scheduled maturity or the date or dates of its redemption prior to scheduled maturity, in the principal installments set forth below and bearing interest at the per annum rate of interest per annum determined pursuant to the Resolution (as defined below):

Date

Principal Amount

[Information for such Series 2024 Bonds to be inserted
from Purchase Contract or Pricing Certificate]

EXHIBIT B

FORM OF FIXED RATE BOND

[Unless this bond is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the Issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]¹

NO. FR-_____ \$ _____

UNITED STATES OF AMERICA

STATE OF TEXAS
VETERANS BOND,
TAXABLE SERIES 2024²

MATURITY DATE: INTEREST RATE: BOND DATE: CUSIP NUMBER:

_____, ____ _____% _____, 20____ _____

ON THE MATURITY DATE SPECIFIED ABOVE, the State of Texas (hereinafter sometimes called the “Issuer”), acting by and through the Veterans’ Land Board (the “Board”) of the State of Texas, hereby promises to pay to _____, or to the registered assignee hereof (either being hereinafter called the “registered owner”), the principal amount of _____ DOLLARS and to pay interest thereon, from the bond date stated above to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum specified above, with said interest being payable on _____ 1, 20____, and semiannually on each June 1 and December 1 thereafter (computed on the basis of a 360-day year consisting of twelve 30-day months) (each, an “Interest Payment Date”).

THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON this Bond are payable in lawful money of the United States of America, without exchange or collection charges. The principal of and premium, if any, on this Bond shall be paid to the registered owner hereof upon presentation and surrender of this Bond at maturity or upon the date fixed for its redemption prior to maturity, at the designated office of the Paying Agent for the Bonds (defined below), which is initially the Comptroller of Public Accounts of the State of Texas in Austin, Texas. The payment of interest on this Bond shall be made by the Paying Agent to the registered owner hereof as shown by the Registration Books kept and maintained by the Registrar for the Bonds, which is initially _____, (i) at the close of business on the fifteenth day of

¹ To be included in any Series 2024 Bond registered in the name of Cede & Co.
² Series designation to be added if necessary.

the calendar month immediately preceding each Interest Payment Date, or (ii) in the case of a redemption of Bonds prior to maturity, the fifteenth day prior to the mailing of the applicable notice of redemption (each, a "Record Date"), by check drawn by the Paying Agent on, and payable solely from, funds of the Board required to be on deposit with the Paying Agent for such purpose as hereinafter provided; and such check shall be sent by the Paying Agent by first class United States mail, postage prepaid, on each such Interest Payment Date, to the registered owner hereof at its address as it appears on the Registration Books kept and maintained by the Registrar, as hereinafter described. The Paying Agent shall make payment of the principal of and premium, if any, or interest on this Bond by wire transfer in immediately available funds to a bank account located within the United States of Federal Reserve Funds upon request of the registered owner hereof, provided such registered owner is the registered owner of \$1,000,000 or more in aggregate principal amount of Bonds and provides the necessary wire information to the Paying Agent at least 15 days prior to the applicable Record Date. The Board covenants with the registered owner of this Bond that as of each Interest Payment Date for this Bond it will make available to the Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

UNLESS OTHERWISE DEFINED herein, capitalized words and terms used in this Bond and not otherwise defined shall have the meanings ascribed to such terms in the Resolution (defined below).

IF THE DATE for the payment of the principal of or interest on this Bond shall not be a Business Day, then the date for such payment shall be the next succeeding Business Day and payment on such date shall have the same force and effect as if made on the original date payment was due.

THIS BOND is one of a series of bonds of like tenor and effect except as to number, principal amount and scheduled maturity, aggregating _____ Dollars³ (\$ _____)³ (the "Bonds"), issued for the purpose of making Home Loans to Texas Veterans, all in accordance with the provisions of the Constitutional Provision, the Act and Chapter 1371, and pursuant to a resolution authorizing the issuance of the series of Bonds of which this is one, adopted by the Board and duly of record in the minutes of the Board (the "Resolution"). The Bonds are issuable solely as fully registered bonds, without interest coupons, in denominations of any integral multiple of \$5,000 (each, an "Authorized Denomination").

THE SERIES OF BONDS of which this is one shall be and is hereby made a general obligation of the State of Texas, pursuant to the Constitutional Provision and the Act, and for the faithful performance of all covenants, recitals and stipulations herein contained, and for the faithful performance in proper time and manner of each official or other act required and

³ For Converted Fixed Rate Bonds, the original aggregate principal amount of such series of Series 2024 Bonds set forth in the Purchase Contract or Pricing Certificate should be set forth here; for Series 2024 Bonds issued as Fixed Rate Bonds, the original aggregate principal amount of such series of Series 2024 Bonds set forth in the Purchase Contract or Pricing Certificate should be set forth here.

necessary to provide for the prompt payment of principal of and interest on this Bond when due, the full faith and credit of the State of Texas are hereby pledged.

PAYMENTS OF THE PRINCIPAL OF and premium, if any, and interest on this Bond, shall be made primarily from the Veterans' Housing Assistance Fund II ("Fund II") created by the Constitutional Provision, which fund shall be comprised of (1) any interest of the Board in all Home Loans made from money in Fund II pursuant to the Program, including proceeds of any insurance thereon or on the homes, (2) the proceeds derived from the sale or other disposition of the Board's interests in Home Loans, (3) the money attributable to any Housing Assistance Bonds (defined below) (except for certain expenses related to the issuance of Housing Assistance Bonds) issued and sold by the Board to provide money for Fund II which shall include but shall not be limited to the proceeds from the issuance and sale of such Housing Assistance Bonds, (4) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans, (5) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Housing Assistance Bonds to comply with the person's bid and accept and pay for such Housing Assistance Bonds, (6) payments received by the Board under bond enhancement agreements with respect to the Housing Assistance Bonds, (7) interest received from investments of any such money, and (8) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II. The Bonds and all other bonds issued by the Board pursuant to the Constitution of the State to augment Fund II or to refund any such bonds are referred to herein as "Housing Assistance Bonds." The Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Housing Assistance Bonds, there is appropriated out of the first money coming into the State Treasury in each fiscal year, not otherwise appropriated by the Texas Constitution, an amount which is sufficient to pay the principal of and interest on such Housing Assistance Bonds that mature or become due during that fiscal year.

THE BONDS are subject to scheduled mandatory sinking fund redemption, and shall be redeemed on the dates and in the respective principal amounts set forth in the table below, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption:

<u>Redemption Date</u>	<u>Principal Amount</u>	<u>Redemption Date</u>	<u>Principal Amount</u> ⁴
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*Stated maturity

⁴ For Converted Fixed Rate Bonds, the remaining amounts set forth in the applicable Purchase Contract or Pricing Certificate should be included in the table, and additional tables shall be added if there is more than one stated maturity of such Series 2024 Bonds, with a heading above each table identifying the stated maturity of the Series 2024 Bonds to which such table relates; for Series 2024 Bonds issued as Fixed Rate Bonds, the amounts set forth in the Purchase Contract or Pricing Certificate shall be set forth here.

The principal amount of Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Bonds [of the same stated maturity]⁵ which (A) at least 45 days prior to such mandatory sinking fund redemption date, (1) shall have been acquired by the Board and delivered to the Registrar for cancellation, or (2) shall have been acquired and canceled by the Registrar at the direction of the Board, or (3) shall have been redeemed pursuant to any optional redemption and (B) shall have not been previously credited against a scheduled mandatory sinking fund redemption.

THE BONDS shall be subject to redemption and may be redeemed prior to the scheduled maturities thereof, at the option and direction of the Board, at any time and from time to time on and after _____ 1, 20____, in whole or in part, at the redemption prices set forth below (expressed as a percentage of the principal amount of the Bonds or portions thereof to be redeemed), plus accrued interest to the date fixed for redemption:

Redemption Dates

Redemption Price

[In the case of any such redemption, the Board shall select the maturity or maturities of the Bonds to be redeemed and the amounts thereof in Authorized Denominations.]⁵

IN THE EVENT of any redemption of less than all of the Bonds [of a particular maturity]⁵, the particular Bonds [within such maturity]⁵ to be redeemed are to be selected by the Registrar by lot in such manner as the Registrar shall deem fair and appropriate. During any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, if less than the entire principal amount Outstanding of all the Bonds [of the same maturity are to be redeemed]⁵, the interests to be redeemed of the beneficial owners of the Bonds of such maturity shall be selected in accordance with the arrangements between the Board and the securities depository.

AT LEAST 30 days prior to the date fixed for any such redemption of this Bond, a written notice of such redemption shall be sent by first class mail, postage prepaid, by the Registrar to the Holder hereof. By the date fixed for any such redemption, due provision shall be made by the Board with the Paying Agent for the payment of the required redemption price for this Bond or the portion hereof which is to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, this Bond, or the portion hereof which is to be redeemed, thereby automatically shall be redeemed prior to its scheduled maturity, and shall not bear interest after the date fixed for its redemption, and shall not be regarded as being Outstanding except for the right of the Holder to receive the redemption price plus accrued interest to the date fixed for redemption from the Paying Agent out of the funds provided for such payment. The Registrar shall record in the Registration Books all such redemptions of principal of this Bond or any portion hereof. If a portion of any Bond shall be

⁵ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

redeemed, a substitute Bond [having the same stated maturity,]⁶ in any Authorized Denomination that may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon the surrender thereof for cancellation, at the expense of the Board, all as provided in the Resolution.

IN ADDITION to the notice of redemption required above, the Registrar shall send notice of redemption of Bonds by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (1) to any registered owner of \$1,000,000 or more in aggregate principal amount of Bonds; (2) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (3) to any securities depository that is a registered owner of the Bonds. In addition, in the event of a redemption caused by an advance refunding of the Bonds, the Registrar shall send a second notice of redemption to all registered owners of the Bonds at least 30 days but not more than 90 days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. The Registrar shall also send a notice of redemption to the registered owner of any Bond who has not sent the Bonds in for redemption 60 days after the redemption date. Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this paragraph or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Bonds.

THIS BOND or any portion or portions hereof in any Authorized Denomination may be assigned and shall be transferred only in the Registration Books of the Board kept and maintained by the Registrar acting in the capacity of registrar for the Bonds, upon the terms and conditions set forth in the Resolution. Among other requirements for such assignment and transfer, this Bond must be presented and surrendered to the Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Registrar, evidencing assignment of this Bond or any portion or portions hereof, in any Authorized Denomination, to the assignee or assignees in whose name or names this Bond or any such portion or portions hereof is or are to be transferred and registered. The form of Assignment printed or endorsed on this Bond may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Registrar may be used to evidence the assignment of this Bond or any portion or portions hereof from time to time by the registered owner. A new Bond or Bonds payable to such assignee (which then will be the new registered owner of such new Bond or Bonds), or to the previous registered owner in the case of the assignment and transfer of only a portion of this Bond, may be delivered by the Registrar in conversion of and exchange for this Bond, all in the form and manner as provided in the next paragraph hereof for the conversion and exchange of other Bonds. Neither the Board nor the Registrar shall be required (1) to issue, replace, transfer, or exchange any Bond during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of Bonds and ending at the close of business on the day of such mailing or (2) to replace, transfer or exchange any Bond so selected for redemption in whole or in part when such redemption is scheduled to occur within 30 calendar days; except that at the option of the registered owner of at least \$1,000,000 in principal amount

⁶ Bracketed text to be deleted if there only one stated maturity of the series of Series 2024 Bonds.

of Bonds, the Registrar shall be required to transfer or exchange any Bond of such owner which has been selected in whole or in part for redemption upon surrender thereof. The Registrar may make such arrangements as it deems appropriate for notation on each new Bond issued in exchange for or upon the transfer of the Bond so selected for redemption of an appropriate legend to the effect that such new Bond has been so selected for redemption. The registered owner of this Bond shall be treated by the Issuer, the Board, the Paying Agent and the Registrar as the absolute owner hereof for all purposes, including payment and discharge of liability upon this Bond to the extent of such payment, and the Issuer, the Board, the Paying Agent and the Registrar shall not be affected by any notice to the contrary. The Board shall pay the Registrar's reasonable and standard or customary fees and charges for making such transfer, but the one requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto.

AS PROVIDED in the Resolution, this Bond, or any portion hereof, may, at the request of the registered owner or the assignee or assignees hereof, be converted into and exchanged for a like aggregate principal amount of fully registered Bonds, without interest coupons, payable to the appropriate registered owner, assignee, or assignees, as the case may be, having the same maturity date, bearing interest at the same rate, and in any Authorized Denomination, as requested in writing by the appropriate registered owner, assignee, or assignees, as the case may be, upon surrender of this Bond to the Registrar for cancellation, all in accordance with the form and procedures set forth in the Resolution. The one requesting such conversion and exchange shall pay the Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Bond or Bonds or any portion or portions thereof in any Authorized Denomination, as described in the previous paragraph, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Bond which has been redeemed in part prior to maturity, as provided herein, such fees and charges will be paid by the Board.

WHENEVER the beneficial ownership of this Bond is determined only by a book entry at a securities depository for the Bonds, the foregoing requirements of registering, holding, delivering, exchanging or transferring this Bond shall be modified to require the appropriate Person to meet the requirements of the securities depository as to registering, holding, delivering, exchanging or transferring the book entry to produce the same effect.

IN THE EVENT that the initial Paying Agent or Registrar for the Bonds is changed by the Board, resigns, or otherwise ceases to act as such, the Board has covenanted in the Resolution that it promptly will appoint a competent and legally qualified substitute therefor, whose qualifications comply with the requirements of the Resolution, and that one entity will serve as Paying Agent and Registrar, except during periods when the Bonds are registered only by means of a book entry at a securities depository, and promptly will cause written notice thereof to be mailed to the registered owners of the Bonds.

BY BECOMING the registered owner of this Bond, the registered owner thereby acknowledges all of the terms and provisions of the Resolution, agrees to be bound by such

terms and provisions, acknowledges that the Resolution is duly recorded and available for inspection in the official minutes and records of the Board, and agrees that the terms and provisions of this Bond and the Resolution constitute a contract between each registered owner hereof and the Board.

THE BOARD reserves the right to amend the Resolution, as deemed necessary or desirable by the Board, with the consent of the registered owners of a majority in aggregate principal amount of the Bonds then Outstanding under the terms and conditions stated in the Resolution. The Board may, without the consent of the registered owners of the Bonds, adopt certain amendments to the Resolution as set forth in the Resolution.

IN THE EVENT of any conflict or inconsistency between the terms and provisions of this Bond and the terms and provisions of the Resolution, the terms and provisions of the Resolution shall control.

IT IS HEREBY CERTIFIED and recited that all acts, conditions and things required to be done precedent to and in the issuance of this Bond and the series of which it forms a part have been properly done, have happened and have been performed in regular and due time, form and manner as required by the Constitution and laws of the State of Texas and the Resolution, that the series of Bonds of which this is a part does not exceed any Constitutional or statutory limitation, and that provision has been made for the payment of the principal of and interest on this Bond and the series of which it is a part by a pledge of the credit of the Issuer and of the funds specified herein.

UNLESS THE REGISTRAR'S AUTHENTICATION CERTIFICATE hereon has been executed by the Registrar by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.

IN TESTIMONY HEREOF, this Bond is executed with the manual or facsimile signatures of the Chairwoman of the Board and of the Executive Secretary of the Board, and the seal of said Board impressed, lithographed or printed hereon.

THE STATE OF TEXAS

Chairwoman, Veterans' Land Board
of the State of Texas

Executive Secretary, Veterans'
Land Board of the State of Texas

(SEAL)

*FORM OF REGISTRAR'S AUTHENTICATION CERTIFICATION
ATTACHED TO ALL FIXED RATE BONDS
OTHER THAN AN INITIAL SERIES 2024 BOND

REGISTRAR'S AUTHENTICATION CERTIFICATE

It is hereby certified that this Bond has been issued under the provisions of the Resolution described in this Bond; and that this Bond has been issued in conversion of and exchange for or replacement of a bond, bonds, or a portion of a bond or bonds of an issue which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Dated: _____

Registrar

By: _____
Authorized Representative

*FORM OF ASSIGNMENT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

(Please print or typewrite name and address, including zip code of Transferee)

Please insert Social Security
or Taxpayer Identification Number
of Transferee

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

_____ attorney to register the transfer of the within Bond on the books
kept for registration thereof, with full power of substitution in the premises.

Dated:

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by
a member firm of the New York Stock
Exchange or a commercial bank or trust
company.

NOTICE: The signature above must
correspond with the name of the Registered
Owner as it appears upon the front of this Bond
in every particular, without alteration or
enlargement or any change whatsoever.

NOTE TO PRINTER:

*Is not to be on bond

*FORM OF COMPTROLLER'S REGISTRATION CERTIFICATE ATTACHED TO
AN INITIAL SERIES 2024 BOND

OFFICE OF COMPTROLLER §
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 duly registered by the Texas Comptroller of Public Accounts.

WITNESS MY HAND and seal of office at Austin, Texas _____.

Comptroller of Public Accounts
of the State of Texas

(SEAL)

NOTE TO PRINTER:

* ¶s not to be on bond

ADDITIONAL REVISIONS TO BE MADE TO
AN INITIAL SERIES 2024 BOND IF MORE THAN ONE MATURITY

Each Initial Series 2024 Bond shall be in the form set forth in this Exhibit B, except that if there is more than one stated maturity of a series of Series 2024 Bonds:

(i) immediately under the name of the Bond, the blank beneath the headings “MATURITY DATE” and “INTEREST RATE” shall be completed with the words “As shown below”;

(ii) in the first paragraph of such Initial Series 2024 Bond, the words “ON THE MATURITY DATE SPECIFIED ABOVE” shall be deleted and replaced with the following: “ON THE MATURITY DATES SPECIFIED BELOW”.

(iii) in the first paragraph of such Initial Series 2024 Bond, the words “from the bond date stated above to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum specified above” shall be replaced with the following “from the bond date stated above to the dates of its scheduled maturity or the date or dates of its redemption prior to scheduled maturity, in the principal installments and bearing interest at the per annum rates of interest per annum set forth below:

<u>Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
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[Information for such Series 2024 Bonds to be inserted
from Purchase Contract or Pricing Certificate]

EXHIBIT C

FORM OF VARIABLE RATE BOND

[Unless this bond is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), to the Issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]¹⁸

NO. R- _____ \$ _____

UNITED STATES OF AMERICA

STATE OF TEXAS
VETERANS BOND,
TAXABLE SERIES 2024¹⁹

MATURITY DATE: _____ INTEREST RATE: Variable BOND DATE: _____, 2024 CUSIP NUMBER:²⁰ _____

ON THE MATURITY DATE SPECIFIED ABOVE, the State of Texas (hereinafter sometimes called the "Issuer"), acting by and through the Veterans' Land Board (the "Board") of the Issuer, hereby promises to pay to _____, or to the registered assignee hereof (either being hereinafter called the "Holder") the principal amount of _____ DOLLARS and to pay interest thereon, from [the Settlement Date]²¹ [the bond date stated above]²² to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum determined pursuant to the Resolution (defined below), with said interest being payable on each Interest Payment Date (computed on the basis of _____).²³

UNLESS OTHERWISE DEFINED herein, capitalized words and terms used in this Bond and not otherwise defined shall have the meanings ascribed to such terms in the Resolution (defined below).

¹⁸ To be included in any Series 2024 Bond registered in the name of Cede & Co.
¹⁹ Series designation to be added if applicable.
²⁰ To be omitted from the Initial Series 2024 Bond of any series or if indicated in the related Pricing Certificate.
²¹ To be included in the Initial Series 2024 Bond of any series.
²² To be included in all Variable Rate Bonds except an Initial Series 2024 Bond.
²³ Text specified in related Pricing Certificate to be added here.

THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON this Bond are payable in lawful money of the United States of America, without exchange or collection charges. The principal of and premium, if any, on this Bond shall be paid to the registered owner hereof upon presentation and surrender of this Bond at maturity or upon the date fixed for its redemption prior to maturity, at the designated office of the Paying Agent for the Bonds (defined below), which is initially the Comptroller of Public Accounts of the State of Texas in Austin, Texas. The payment of interest on this Bond shall be made by the Paying Agent to the registered owner hereof as shown by the Registration Books kept and maintained by the Registrar for the Bonds, which is initially _____, at the close of business on the Business Day immediately preceding each Interest Payment Date (including each redemption date) (each, a "Record Date") by check drawn by the Paying Agent on, and payable solely from, funds of the Board required to be on deposit with the Paying Agent for such purpose as hereinafter provided; and such check shall be sent by the Paying Agent by first class United States mail, postage prepaid, on each such Interest Payment Date, to the Holder hereof at its address as it appears on the Registration Books kept and maintained by the Registrar, as hereinafter described. The Paying Agent shall make payment of the principal of and premium, if any, or interest on any Bond by wire transfer in immediately available funds to a bank account located within the United States of Federal Reserve Funds to the Liquidity Provider (in the case of any Purchased Bond) and to any Holder of \$1,000,000 or more in aggregate principal amount of Bonds requesting such payment and providing the necessary wire information to the Paying Agent at least 15 days prior to the applicable Record Date. The Board covenants with the Holder of this Bond that as of each Interest Payment Date for this Bond it will make available to the Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

THIS BOND is one of a series of bonds of like tenor and effect except as to number, principal amount and scheduled maturity, aggregating _____²⁴ Dollars (\$ _____)⁷ (the "Bonds"), issued for the purpose of making Home Loans to Texas Veterans, all in accordance with the provisions of the Constitutional Provision, the Act and Chapter 1371, and pursuant to a resolution authorizing the issuance of the series of Bonds of which this is one, adopted by the Board and duly of record in the minutes of the Board (the "Resolution"). The Bonds are issuable solely as fully registered bonds, without interest coupons, in denominations of _____²⁵ (each, an "Authorized Denomination").

THE SERIES OF BONDS of which this is one shall be and is hereby made a general obligation of the State of Texas, pursuant to the Constitutional Provision and the Act, and for the faithful performance of all covenants, recitals and stipulations herein contained, and for the faithful performance in proper time and manner of each official or other act required and necessary to provide for the prompt payment of principal of and interest on this Bond when due, the full faith and credit of the State of Texas are hereby pledged.

²⁴ The original aggregate principal amount of a series of the Series 2024 Bonds set forth in the related Purchase Contract or Pricing Certificate should be set forth here.

²⁵ The Authorized Denominations set forth in the related Pricing Certificate should be set forth here.

PAYMENTS OF THE PRINCIPAL OF and premium, if any, and interest on this Bond, shall be made primarily from the Veterans' Housing Assistance Fund II ("Fund II") governed by the Constitutional Provision, which fund shall be comprised of (a) any interest of the Board in all Home Loans made from money in Fund II pursuant to the Program, including proceeds of any insurance thereon or on the homes, (b) the proceeds derived from the sale or other disposition of the Board's interests in Home Loans, (c) the money attributable to any Housing Assistance Bonds (defined below) (except for certain expenses related to the issuance of Housing Assistance Bonds) issued and sold by the Board to provide money for Fund II which shall include but shall not be limited to the proceeds from the issuance and sale of such Housing Assistance Bonds, (d) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans, (e) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Housing Assistance Bonds to comply with the person's bid and accept and pay for such Housing Assistance Bonds, (f) payments received by the Board under bond enhancement agreements with respect to the Housing Assistance Bonds, (g) interest received from investments of any such money, and (h) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II. The Bonds and all other bonds issued by the Board pursuant to the Constitution of the State to augment Fund II or to refund any such bonds are referred to herein as "Housing Assistance Bonds." The Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Housing Assistance Bonds, there is appropriated out of the first money coming into the State Treasury in each fiscal year, not otherwise appropriated by the Texas Constitution, an amount which is sufficient to pay the principal of and interest on such Housing Assistance Bonds that mature or become due during that fiscal year.²⁶

THE BONDS shall be subject to scheduled mandatory sinking fund redemption and shall be redeemed on _____²⁷ and in the respective principal amounts set forth in the table below, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption:

<u>Redemption Date</u>	<u>Principal Amount</u>	<u>Redemption Date</u>	<u>Principal Amount</u> ²⁸
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The principal amount of Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Bonds [of the same stated maturity]²⁹ which (i) at least 45 days prior to such

²⁶ Additional paragraphs from the related Pricing Certificate describing interest on the series of Series 2024 Bonds should be added here.

²⁷ Text specified in related Pricing Certificate to be added here.

²⁸ The amounts set forth in the Purchase Contract or Pricing Certificate should be included in the table. Additional tables shall be added if there is more than one stated maturity of the series of Series 2024 Bonds, with a heading above each table identifying the stated maturity of the Series 2024 Bonds to which such table relates.

²⁹ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

mandatory sinking fund redemption date, (a) shall have been acquired by the Board and delivered to the Registrar for cancellation, or (b) shall have been acquired and canceled by the Registrar at the direction of the Board, or (c) shall have been redeemed pursuant to any redemption provision set forth below and (ii) shall have not been previously credited against a scheduled mandatory sinking fund redemption.³⁰

IN THE EVENT of any redemption of less than all of the Bonds [of a particular maturity]³¹, the particular Bonds [within each such maturity]¹⁴ to be redeemed are to be selected by the Registrar by lot in such manner as the Registrar shall deem fair and appropriate. During any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, if less than the entire principal amount Outstanding of all the Bonds is to be redeemed, the interests to be redeemed of the beneficial owners of the Bonds [of such maturity]¹⁴ shall be selected in accordance with the arrangements between the Board and the securities depository. In the event of any redemption of Bonds, Purchased Bonds shall be selected first for redemption in the manner described in the Resolution.

AT LEAST 30 days prior to the date fixed for any such redemption of this Bond, a written notice of such redemption shall be sent by first class mail, postage prepaid, by the Registrar to the Holder hereof. By the date fixed for any such redemption, due provision shall be made by the Board with the Paying Agent for the payment of the required redemption price for this Bond or the portion hereof which is to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, this Bond, or the portion hereof which is to be redeemed, thereby automatically shall be redeemed prior to its scheduled maturity, and shall not bear interest after the date fixed for its redemption, and shall not be regarded as being Outstanding except for the right of the Holder to receive the redemption price plus accrued interest to the date fixed for redemption from the Paying Agent out of the funds provided for such payment. The Registrar shall record in the Registration Books all such redemptions of principal of this Bond or any portion hereof. If a portion of any Bond shall be redeemed, a substitute Bond [having the same maturity date,]¹⁴ in any Authorized Denomination that may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon the surrender thereof for cancellation, at the expense of the Board, all as provided in the Resolution.

IN ADDITION to the notice of redemption required above, the Registrar shall send notice of redemption of Bonds by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (a) to any registered owner of \$1,000,000 or more in aggregate principal amount of Bonds; (b) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (c) to any securities depository that is a registered owner of the Bonds. In addition, in the event of a redemption caused by an advance refunding of the Bonds, the Registrar shall send a second notice of redemption to all registered owners of the Bonds at least 30 days but not more than 90 days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. The

³⁰ Optional redemption provisions, if any, specified in the related Pricing Certificate to be added here.

³¹ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

Registrar shall also send a notice of redemption to the registered owner of any Bond who has not sent the Bonds in for redemption 60 days after the redemption date. Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this paragraph or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Bonds.

WHENEVER, during the term of the Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), tenders of Bonds shall be made pursuant to DTC's (or any successor securities depository's) deliver order procedures or repayment option procedures, as applicable, as are in effect from time to time. Upon remarketing of Bonds, payment of the purchase price thereof shall be made to DTC (or any successor securities depository) and no surrender of Bonds is required. Such sales shall be made through the DTC Participants (which may include the Remarketing Agent) to the new beneficial owners of such Bonds, and the DTC Participants shall transmit payment to beneficial owners whose Bonds were purchased pursuant to a remarketing. The Board and the Registrar, the Paying Agent, the Tender Agent, the Liquidity Provider and the Remarketing Agent are not responsible for transfer of payment to the DTC Participants or beneficial owners.

THIS BOND or any portion or portions hereof in any Authorized Denomination may be assigned and shall be transferred only in the Registration Books of the Board kept and maintained by the Registrar acting in the capacity of registrar for the Bonds, upon the terms and conditions set forth in the Resolution. Among other requirements for such assignment and transfer, this Bond must be presented and surrendered to the Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Registrar, evidencing assignment of this Bond or any portion or portions hereof, in any Authorized Denomination, to the assignee or assignees in whose name or names this Bond or any such portion or portions hereof is or are to be transferred and registered. The form of Assignment printed or endorsed on this Bond may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Registrar may be used to evidence the assignment of this Bond or any portion or portions hereof from time to time by the registered owner. A new Bond or Bonds payable to such assignee (which then will be the new registered owner of such new Bond or Bonds), or to the previous registered owner in the case of the assignment and transfer of only a portion of this Bond, may be delivered by the Registrar in conversion of and exchange for this Bond, all in the form and manner as provided in the next paragraph hereof for the conversion and exchange of other Bonds. Neither the Board nor the Registrar shall be required (a) to issue, replace, transfer, or exchange any Bond during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of Bonds and ending at the close of business on the day of such mailing or (b) to replace, transfer or exchange any Bond so selected for redemption in whole or in part when such redemption is scheduled to occur within 30 calendar days; except that at the option of the registered owner of at least \$1,000,000 in principal amount of Bonds, the Registrar shall be required to transfer or exchange any Bond of such owner which has been selected in whole or in part for redemption upon surrender thereof. The Registrar may make such arrangements as it deems appropriate for notation on each new Bond issued in exchange for or upon the transfer of the Bond so selected for redemption of an appropriate legend to the effect that such new Bond has been so selected for redemption. The registered owner of this Bond shall be treated by the Issuer, the Board, the Paying Agent and the Registrar

as the absolute owner hereof for all purposes, including payment and discharge of liability upon this Bond to the extent of such payment, and the Issuer, the Board, the Paying Agent and the Registrar shall not be affected by any notice to the contrary. The Board shall pay the Registrar's reasonable and standard or customary fees and charges for making such transfer, but the one requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto.

AS PROVIDED in the Resolution, this Bond, or any portion hereof, may, at the request of the registered owner or the assignee or assignees hereof, be converted into and exchanged for a like aggregate principal amount of fully registered Bonds, without interest coupons, payable to the appropriate registered owner, assignee, or assignees, as the case may be, having the same maturity date, in the same Interest Mode, bearing interest at the same rate, and in any Authorized Denomination, as requested in writing by the appropriate registered owner, assignee, or assignees, as the case may be, upon surrender of this Bond to the Registrar for cancellation, all in accordance with the form and procedures set forth in the Resolution. The one requesting such conversion and exchange shall pay the Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Bond or Bonds or any portion or portions thereof in any Authorized Denomination, as described in the previous paragraph, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Bond which has been redeemed in part prior to maturity, as provided herein, such fees and charges will be paid by the Board.

WHENEVER the beneficial ownership of this Bond is determined only by a book entry at a securities depository for the Bonds, the foregoing requirements of registering, holding, delivering, exchanging or transferring this Bond shall be modified to require the appropriate Person to meet the requirements of the securities depository as to registering, holding, delivering, exchanging or transferring the book entry to produce the same effect.

IN THE EVENT that the initial Paying Agent or Registrar for the Bonds is changed by the Board, resigns, or otherwise ceases to act as such, the Board has covenanted in the Resolution that it promptly will appoint a competent and legally qualified substitute therefor, whose qualifications comply with the requirements of the Resolution, and that one entity will serve as Paying Agent and Registrar, except during periods when the Bonds are registered only by means of a book entry at a securities depository, and promptly will cause written notice thereof to be mailed to the registered owners of the Bonds.

BY BECOMING the registered owner of this Bond, the registered owner thereby acknowledges all of the terms and provisions of the Resolution, agrees to be bound by such terms and provisions, acknowledges that the Resolution is duly recorded and available for inspection in the official minutes and records of the Board, and agrees that the terms and provisions of this Bond and the Resolution constitute a contract between each registered owner hereof and the Board.

THE BOARD reserves the right to amend the Resolution, as deemed necessary or desirable by the Board, with the consent of the registered owners of a majority in aggregate principal amount of the Bonds then Outstanding under the terms and conditions stated in the Resolution. The Board may, without the consent of the registered owners of the Bonds, adopt certain amendments to the Resolution as set forth in the Resolution.

IN THE EVENT of any conflict or inconsistency between the terms and provisions of this Bond and the terms and provisions of the Resolution, the terms and provisions of the Resolution shall control.

IT IS HEREBY CERTIFIED and recited that all acts, conditions and things required to be done precedent to and in the issuance of this Bond and the series of which it forms a part have been properly done, have happened and have been performed in regular and due time, form and manner as required by the Constitution and laws of the State of Texas and the Resolution, that the series of Bonds of which this is a part does not exceed any Constitutional or statutory limitation, and that provision has been made for the payment of the principal of and interest on this Bond and the series of which it is a part by a pledge of the credit of the Issuer and of the funds specified herein.³²

[UNLESS THE COMPTROLLER'S REGISTRATION CERTIFICATE hereon has been executed by the Comptroller by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]³³

[UNLESS THE REGISTRAR'S AUTHENTICATION CERTIFICATE hereon has been executed by the Registrar by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]³⁴

³² Additional text or revisions as set forth in the related Pricing Certificate to be included as specified in such Pricing Certificate.

³³ To be included in an Initial Series 2024 Bond only.

³⁴ To be included in all Series 2024 Bonds of a series other than the Initial Series 2024 Bond.

IN TESTIMONY HEREOF, this Bond is executed with the manual or facsimile signatures of the Chairwoman of the Board and of the Executive Secretary of the Board, and the seal of said Board impressed, lithographed or printed hereon.

THE STATE OF TEXAS

Chairwoman, Veterans' Land Board
of the State of Texas

Executive Secretary, Veterans'
Land Board of the State of Texas

(SEAL)

*FORM OF REGISTRAR'S AUTHENTICATION CERTIFICATION ATTACHED TO
VARIABLE RATE BONDS OTHER THAN AN INITIAL SERIES 2024 BOND

REGISTRAR'S AUTHENTICATION CERTIFICATE

It is hereby certified that this Bond has been issued under the provisions of the Resolution described in this Bond; and that this Bond has been issued in conversion of and exchange for or replacement of a bond, bonds, or a portion of a bond or bonds of an issue which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Dated: _____, _____,
_____, _____,
Registrar

By: _____
Authorized Representative

*FORM OF ASSIGNMENT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

(Please print or typewrite name and address, including zip code of Transferee)

Please insert Social Security
or Taxpayer Identification Number
of Transferee

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

_____ attorney to register the transfer of the within Bond on the books
kept for registration thereof, with full power of substitution in the premises.

Dated:

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by a member firm of the New York Stock Exchange or a commercial bank or trust company.

NOTICE: The signature above must correspond with the name of the Registered Owner as it appears upon the front of this Bond in every particular, without alteration or enlargement or any change whatsoever.

*FORM OF COMPTROLLER'S REGISTRATION CERTIFICATE ATTACHED TO
AN INITIAL SERIES 2024 BOND

OFFICE OF COMPTROLLER §
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 duly registered by the Texas Comptroller of Public Accounts.

WITNESS MY HAND and seal of office at Austin, Texas _____.

Comptroller of Public Accounts
of the State of Texas

(SEAL)

NOTE TO PRINTER:

* ¶s not to be on bond

EXHIBIT D

DESCRIPTION OF ANNUAL FINANCIAL INFORMATION

The following information is referred to in Section 8.2 of this Resolution.

Annual Financial Statements and Operating Data

The financial information and operating data with respect to the Board to be provided annually in accordance with such Section are the quantitative financial information and operating data pertaining to the Board included in Appendix B to the Official Statement relating to each series of Series 2024 Bonds subject to the Rule.

Accounting Principles

The accounting principles referred to in such Section are generally accepted accounting principles for governmental units as prescribed by the Government Accounting Standards Board from time to time, as such principles may be changed from time to time to comply with state law or regulation.

CERTIFICATE OF RESOLUTION

THE STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

I, the undersigned Executive Secretary of the Veterans' Land Board (the "Board") of the State of Texas, hereby certify as follows:

1. The Board convened in regular meeting on the 24th day of July, 2024, at the designated meeting place, and the roll was called of the duly constituted officers and members of said Board, to-wit:

Dawn Buckingham, M.D.	Chairwoman
Gerald J. "Jud" Scott, Jr.	Member
James Rothfelder	Member

and all of said persons were present, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written resolution

BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS
AUTHORIZING THE ISSUANCE AND SALE OF STATE OF TEXAS
VETERANS BONDS, TAXABLE SERIES 2024 IN ONE OR MORE SERIES
AND INSTALLMENTS IN AN AGGREGATE PRINCIPAL AMOUNT NOT
TO EXCEED \$250,000,000, AND PROVIDING FOR OTHER MATTERS
RELATING TO THE SUBJECT

was duly introduced for the consideration of said Board. 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:

AYES: 2

NOES: 0

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 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 Resolution; 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; and that each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting; and that said Meeting was noticed, convened, and conducted in full compliance with the Texas Open Meetings Act, Chapter 551 of the Texas Government Code, as amended, regarding meetings of the Board.

3. The Resolution has not been modified, amended or repealed and is in full force and effect on and as of the date hereof.

SIGNED AND SEALED the ____ day of _____, 2024.

Anthony W. Dale, Executive Secretary

(SEAL)



MEMORANDUM

TEXAS VETERANS LAND BOARD • CHAIRWOMAN DAWN BUCKINGHAM, M.D.

Date: July 24, 2023

To: Dawn Buckingham, M.D., *Chairwoman*
James Rothfelder, *Member*
Judson Scott, *Member*

From: Monica Galuski, *Director of VLB Bond Funds Management*
John Barton, *Assistant Director of VLB Bond Funds Management*

Subject: 7/24/2023 VLB Meeting: Agenda Item 14

Consideration and possible adoption of resolution authorizing liquidity facilities relating to bonds issued or to be issued in connection with the Veterans' Land Program or the Veterans' Housing Assistance Program, and providing for other matters relating to the subject.

SUMMARY: Approval of this agenda item will constitute a renewal of the Board's annual authorization of: (1) the substitution of existing liquidity facilities or the entrance into new liquidity facilities associated with existing or new bond issues in the Veterans' Housing Assistance Program and the Veterans' Land Program; and (2) the authorization of the amendment of any resolutions associated with such bond issues.

DETAILS: In keeping with past practices, the Board approved a resolution in July 2022 that authorized staff to: (1) substitute, over a one-year period, as necessary, various liquidity facilities provided by various liquidity providers on existing VLB variable-rate bond issues; (2) execute new liquidity facilities related to any new VLB bond issues during the one-year period; and (3) amend or supplement the resolutions associated with any such VLB bond issues.

Subsequently, staff arranged a liquidity facility with State Street Bank and Trust Co. to provide liquidity on the State of Texas Veterans Bonds, Series 2023, upon their issuance in April 2023. Additionally, staff arranged a liquidity facility with Texas Comptroller of Public Accounts to provide liquidity on the State of Texas Veterans Bonds, Taxable Series 2023A, upon their issuance in July 2023. In Fiscal Year 2024, fourteen liquidity agreements will be up for renewal.

Although it remains somewhat difficult to find large, creditworthy banks willing to provide liquidity at reasonable pricing, staff expects to continue to meet projected liquidity facility needs during the next year at reasonable pricing.

RECOMMENDATION: I recommend that the Board authorize staff to: (1) substitute existing liquidity facilities or execute new liquidity facilities for the period beginning July 24, 2023 and ending July 23, 2024; and (2) amend or supplement certain bond resolutions to accommodate such substitutions, as necessary, during the same period.

If you have questions or would like to discuss, please contact me at monica.galuski@glo.texas.gov or (512) 475-4004 or John Barton at john.barton@glo.texas.gov or 512-463-5327.

CERTIFICATE OF RESOLUTION

THE STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

I, the undersigned Executive Secretary of the Veterans' Land Board (the "Board") of the State of Texas, hereby certify as follows:

1. The Board convened in regular meeting on the 24th day of July, 2023, at the designated meeting place, and the roll was called of the duly constituted officers and members of said Board, to-wit:

Dawn Buckingham, M.D.	Chairwoman
Gerald J. "Jud" Scott	Member
James Rothfelder	Member

and all of said persons were present, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written:

RESOLUTION OF THE VETERANS' LAND BOARD OF THE STATE OF TEXAS AUTHORIZING LIQUIDITY FACILITIES RELATING TO BONDS ISSUED OR TO BE ISSUED IN CONNECTION WITH THE VETERANS' LAND PROGRAM OR THE VETERANS' HOUSING ASSISTANCE PROGRAM, AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

was duly introduced for the consideration of said Board. 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:

AYES: 3

NOES: 0

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 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 Resolution; 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; and that each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting; and that said Meeting was noticed, convened, and conducted in full compliance with the Texas Open Meetings Act, Chapter 551 of the Texas Government Code, as amended, regarding meetings of the Board.

3. The Resolution has not been modified, amended or repealed and is in full force and effect on and as of the date hereof.

SIGNED AND SEALED the ____ day of _____, 2023.

Anthony W. Dale, Executive Secretary

(SEAL)

RESOLUTION

OF THE VETERANS' LAND BOARD OF THE STATE OF TEXAS AUTHORIZING LIQUIDITY FACILITIES RELATING TO BONDS ISSUED OR TO BE ISSUED IN CONNECTION WITH THE VETERANS' LAND PROGRAM OR THE VETERANS' HOUSING ASSISTANCE PROGRAM, AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

Adopted and Approved on

July 24, 2023

TABLE OF CONTENTS

	Page
Recitals	1
1. Incorporation of Recitals.....	1
2. Approval of New Liquidity Facilities	1
3. Amendment of Resolutions.....	2
4. Authorization and Ratification of Additional Acts.....	2
5. Open Meeting.....	3
6. Effective Date	3

RESOLUTION

OF THE VETERANS' LAND BOARD OF THE STATE OF TEXAS
AUTHORIZING LIQUIDITY FACILITIES RELATING TO BONDS ISSUED
OR TO BE ISSUED IN CONNECTION WITH THE VETERANS' LAND
PROGRAM OR THE VETERANS' HOUSING ASSISTANCE PROGRAM,
AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

WHEREAS, the Veterans' Land Board (the "Board") of the State of Texas has caused to be issued from time to time and has currently outstanding variable rate demand bonds (the "Variable Rate Bonds") in connection with the Veterans' Housing Assistance Program and the Veterans' Land Program; and

WHEREAS, to provide liquidity for Variable Rate Bonds that are tendered for purchase but not remarketed, the Board has obtained liquidity facilities (the "Prior Liquidity Facilities") for each series of the Variable Rate Bonds; and

WHEREAS, due to current market conditions, the Board has determined it is necessary and desirable to authorize the substitution from time to time of liquidity facilities for one or more series of Variable Rate Bonds; and

WHEREAS, the Board has authorized the issuance of up to \$250,000,000 in original principal amount of tax-exempt bonds and of up to \$250,000,000 in original principal amount of taxable bonds (collectively, the "Series 2024 Bonds") in calendar year 2024 in one or more series and installments in connection with the Veterans' Housing Assistance Program; and

WHEREAS, all or a portion of the Series 2024 Bonds may be issued as Variable Rate Bonds, and if so, any such Series 2024 Bonds will require a liquidity facility; and

WHEREAS, the Board has determined it is necessary and desirable to authorize liquidity facilities for any Series 2024 Bonds that are issued as Variable Rate Bonds; and

WHEREAS, the Board desires to authorize the Chairwoman, the Executive Secretary, the Director of VLB Bond Funds Management and the Assistant Director of VLB Bond Funds Management of the Board (collectively, the "Authorized Representatives") to act on behalf of the Board in entering into and delivering new or substitute liquidity facilities (in any event, "New Liquidity Facilities") and such other documentation required in connection therewith;

NOW, THEREFORE, BE IT RESOLVED BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS, THAT:

1. Incorporation of Recitals. All of the above recitals are found and determined to be true and correct and are incorporated into the body of this Resolution as if copied in their entirety.
2. Approval of New Liquidity Facilities. Each Authorized Representative is hereby severally authorized to act on behalf of the Board in obtaining and executing New Liquidity Facilities (i) for any Series 2024 Bonds issued as Variable Rate Bonds, or (ii) when, in his

judgment, the substitution of such New Liquidity Facility for an existing Prior Liquidity Facility is in the best interests of the Board given the market conditions at that time. Each such New Liquidity Facility shall be substantially in the form of, or shall contain substantially the same provisions as, one or more of the Prior Liquidity Facilities, with such changes therein as, in the judgment of an Authorized Representative, with the advice and counsel of bond counsel to the Board and the financial advisor to the Board, are necessary or desirable (i) to carry out the intent of the Board expressed in this Resolution, (ii) to accommodate the requirements of a particular liquidity provider or the type of the New Liquidity Facility, or (iii) to incorporate comments received or anticipated to be received from any credit rating agency relating to the New Liquidity Facility. The principal amount of each New Liquidity Facility shall be the same as the related Variable Rate Bonds, shall have a term not to exceed seven years, and shall have an initial facility fee not to exceed 150 basis points at the time of inception. Each New Liquidity Facility shall be with a provider rated not less than A-1 with S&P Global Ratings, a division of S&P Global Inc., or P1 with Moody's Investors Service, Inc., and shall have the same source of payment and security as the Prior Liquidity Facilities. For purposes of this Resolution, the change in form of a Prior Liquidity Facility, such as from a standby bond purchase agreement to a letter of credit with a related reimbursement agreement with the same liquidity provider, shall be considered the substitution of a Prior Liquidity Facility with a New Liquidity Facility. The delegation to each Authorized Representative to obtain and execute New Liquidity Facilities on behalf of the Board under this Resolution shall expire on July 23, 2024.

3. Amendment of Resolutions. In connection with any substitution pursuant to this Resolution, on the substitution date the bond resolution for the related Variable Rate Bonds shall, in the discretion of an Authorized Representative, be deemed to be amended to the extent necessary to cause the variable rate provisions to be consistent with the State of Texas Veterans Bonds, Series 2023. Any such amendment shall be subject to any further requirements set forth in the related bond resolution.

4. Extension of Prior Liquidity Facilities. Each Authorized Representative is hereby severally authorized to act on behalf of the Board in connection with the extension of the term of any Prior Liquidity Facility, the terms of such extension subject to the parameters provided for a New Liquidity Facility in Section 1 of this Resolution. In connection with any such extension, each Authorized Representative is hereby severally authorized to act on behalf of the Board in executing any amendment to the related Prior Liquidity Facility to contain provisions substantially similar to another Prior Liquidity Facility or a new Liquidity Facility or as required under then-applicable law, and any such amendments heretofore executed by the Authorized Representatives are hereby ratified, approved and confirmed in all respects.

5. Authorization and Ratification of Additional Acts. The Authorized Representatives are hereby severally authorized and directed from time to time and at any time, in the name and on behalf of the Board, to do and perform or cause to be done and performed all acts and things and to execute, deliver, and if requested by the provider of a New Liquidity Facility, attest or affix the seal of the Board to, all certificates, instruments and other papers as they may determine to be necessary or desirable in connection with the delivery of a New Liquidity Facility, including, without limitation (i) in the case of a substitution, preparation and distribution of a supplement to the official statement relating to the related Variable Rate Bonds, and (ii) the submission of a transcript of proceedings for approval of the Attorney General of the

State of the proceedings authorizing each New Liquidity Facility as a "credit agreement" under Chapter 1371 of the Texas Government Code, as amended, such determination to be conclusively evidenced by the performance of such acts and things and the execution and delivery of any such certificate, instrument or other paper, and any such actions heretofore performed or caused to be performed by the Authorized Representatives are hereby ratified, approved and confirmed in all respects.

6. Open Meeting. It is hereby officially found and determined that the meeting at which this resolution was adopted and approved was open to the public as required by law and public notice of the time, place and purpose of said meeting was given as required by Chapter 551 of the Texas Government Code, as amended.

7. Effective Date. This Resolution shall be in full force and effect on and as of the date hereof.

ADOPTED AND APPROVED on the 24th day of July, 2023.

/s/ Dawn Buckingham, M.D.
Chairwoman, Veterans' Land Board of
the State of Texas

ATTEST:

/s/ Anthony W. Dale
Executive Secretary, Veterans' Land Board of
the State of Texas



MEMORANDUM

TEXAS VETERANS LAND BOARD • CHAIRWOMAN DAWN BUCKINGHAM, M.D.

Date: July 24, 2023

To: Dawn Buckingham, M.D., *Chairwoman*
James Rothfelder, *Member*
Judson Scott, *Member*

From: Monica Galuski, *Director of VLB Bond Funds Management*
John Barton, *Assistant Director of VLB Bond Funds Management*

Subject: VLB Meeting: Agenda Item 15

Consideration and possible adoption of resolution authorizing the issuance and sale of tax-exempt State of Texas Veterans Bonds, Series 2024, in one or more series and installments, in an aggregate principal amount not to exceed \$250,000,000, and providing for other matters relating to the subject.

SUMMARY: Approval of this agenda item will constitute Board approval of the issuance and sale, in one or more series or installments, of up to \$250 million in tax-exempt new-money general obligation bonds in the Veterans' Housing Assistance Program (the "VHAP") during 2024.

DETAILS: In July 2022, the Board approved a one-year resolution authorizing the issuance of up to \$250 million in tax-exempt new-money general obligation bonds in the VHAP during 2023. Subsequently, the Board closed on its \$250 million State of Texas Veterans Bonds, Series 2023, in April 2023.

The program is limited by federal tax law to no more than \$250 million in new issuance per year, and demand is such that staff expects to continue to issue \$250 million per year for the foreseeable future. Therefore, it is time again for the Board to approve a resolution authorizing the issuance of up to \$250 million in tax-exempt, new-money, general obligation bonds in the VHAP during 2024.

The bond issues are typically structured as synthetic fixed-rate term bonds created by issuing variable-rate bonds that are effectively converted to fixed-rate bonds through the use of floating-to-fixed amortizing interest rate swaps. While the Board has used this structure almost exclusively in the past, staff works with the Board's financial advisor and bond counsel prior to each issuance to determine the structure best suited to meet the Board's current financing needs taking into account market conditions and other factors at that time.

RECOMMENDATION: I recommend that the Board authorize the issuance up to \$250 million in tax-exempt new-money general obligation bonds in the VHAP between July 24, 2023 and July 23, 2024. In addition, I recommend that the final maturity of the bonds not exceed December 1, 2055, and that the bond TIC not exceed 6.00%.

If you have questions or would like to discuss, please contact me at monica.galuski@glo.texas.gov or (512) 475-4004 or John Barton at john.barton@glo.texas.gov or 512-463-5327.

RESOLUTION

BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS AUTHORIZING THE ISSUANCE AND SALE OF STATE OF TEXAS VETERANS BONDS, SERIES 2024 IN ONE OR MORE SERIES AND INSTALLMENTS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$250,000,000, AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

relating to

State of Texas
Veterans Bonds,
Series 2024

Adopted and Approved on

July 24, 2023

TABLE OF CONTENTS

Page

ARTICLE I

DEFINITIONS AND OTHER PROVISIONS OF GENERAL APPLICATION

Section 1.1. Definitions 2
Section 1.2. Effect of Headings and Table of Contents 10

ARTICLE II

AUTHORIZATION AND TERMS OF SERIES 2024 BONDS;
ISSUANCE AND FORM OF SERIES 2024 BONDS

Section 2.1. Authorization of Series 2024 Bonds 10
Section 2.2. Form, Maturities, Interest Rates and Numbering 10
Section 2.3. Execution 11
Section 2.4. Approval by Attorney General; Registration by Comptroller 11
Section 2.5. Form of Bond 11
Section 2.6. Registration, Transfer and Exchange 12
Section 2.7. Damaged and Missing Bonds 15
Section 2.8. Sale and Delivery of Series 2024 Bonds 16
Section 2.9. Preliminary Official Statement and Official Statement 16
Section 2.10. Book-Entry System 17

ARTICLE III

REDEMPTION OF SERIES 2024 BONDS

Section 3.1. Redemption 18
Section 3.2. Notice of Redemption 20

ARTICLE IV

FUNDS AND INVESTMENTS

Section 4.1. Establishment of Fund II 21
Section 4.2. Deposits to Fund II 21
Section 4.3. Home Loans 22
Section 4.4. Source of Payment 22
Section 4.5. Other Uses of Fund II Moneys 23
Section 4.6. Program Administration 24
Section 4.7. Investments 24

ARTICLE V

COVENANTS OF THE BOARD

Section 5.1.	Payment Procedures	24
Section 5.2.	Paying Agent and Registrar.....	24
Section 5.3.	Tax Covenants.....	25

ARTICLE VI

SUPPLEMENTS AND AMENDMENTS

Section 6.1.	Amendment of Resolution With Consent of Holders	30
Section 6.2.	Amendment of Resolution Without Consent of Holders	32
Section 6.3.	Effect of Amendatory Resolutions.....	32
Section 6.4.	Bonds May Bear Notation of Changes.....	32

ARTICLE VII

FIXED RATE BONDS DEEMED PAID

Section 7.1.	Fixed Rate Bonds Deemed Paid.....	32
Section 7.2.	Application of Trust Money	33

ARTICLE VIII

CONTINUING DISCLOSURE UNDERTAKING

Section 8.1.	Definitions	33
Section 8.2.	Annual Reports.....	34
Section 8.3.	Event Notices	34
Section 8.4.	Limitations, Disclaimers and Amendments	36
Section 8.5.	Continuing Disclosure Relating to Other Obligated Persons.....	37
Section 8.6.	Agreement Regarding Assumption of Certain Home Loans.....	37

ARTICLE IX

ADDITIONAL PROVISIONS RELATING TO SERIES 2024 BONDS

Section 9.1.	Interest Rates and Payment	37
Section 9.2.	Determination of Weekly Interest Rate.....	38
Section 9.3.	Fixed Interest Rate.....	39
Section 9.4.	Purchase of Weekly Rate Bonds	41
Section 9.5.	Amendments to Liquidity Facility	44
Section 9.6.	Alternate Liquidity Facility	44
Section 9.7.	Notice of Termination or Other Change in Liquidity Facility	45
Section 9.8.	Remarketing Agent and Tender Agent.....	45

Section 9.9.	Qualifications of Remarketing Agent and Tender Agent; Resignation; Removal.....	46
Section 9.10.	Notice of Weekly Rate Bonds Delivered for Purchase; Purchase of Weekly Rate Bonds.....	47
Section 9.11.	Remarketing of Series 2024 Bonds; Notice of Interest Rates.....	49
Section 9.12.	Delivery of Series 2024 Bonds.....	50
Section 9.13.	Delivery of Proceeds of Sale.....	50
Section 9.14.	Draws on Liquidity Facility to Pay Purchase Price of Weekly Rate Bonds.....	50
Section 9.15.	Insufficient Funds for Purchase of Weekly Rate Bonds.....	51
Section 9.16.	Notices.....	51

ARTICLE X

MISCELLANEOUS

Section 10.1.	Benefits of Resolution.....	52
Section 10.2.	Bonds to Rank Equally.....	52
Section 10.3.	Enforcement.....	52
Section 10.4.	Separability Clause.....	53
Section 10.5.	Governing Law.....	53
Section 10.6.	Open Meeting.....	53
Section 10.7.	References to Liquidity Provider.....	53
Section 10.8.	Liquidity Facilities Authorized.....	53
Section 10.9.	Remarketing Agreements Authorized.....	53
Section 10.10.	Tender Agent Agreements Authorized.....	53
Section 10.11.	Authorization of Additional Acts.....	53
Section 10.12.	Bond Enhancement Agreement Certificate.....	54

EXHIBIT A – FORM OF WEEKLY RATE BOND..... A-1

EXHIBIT B – FORM OF FIXED RATE BOND.....B-1

EXHIBIT C – FORM OF VARIABLE RATE BOND.....C-1

EXHIBIT D – DESCRIPTION OF ANNUAL FINANCIAL INFORMATION..... D-1

RESOLUTION

BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS AUTHORIZING THE ISSUANCE AND SALE OF STATE OF TEXAS VETERANS BONDS, SERIES 2024 IN ONE OR MORE SERIES AND INSTALLMENTS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$250,000,000, AND PROVIDING FOR OTHER MATTERS RELATING TO THE SUBJECT

WHEREAS, pursuant to the provisions of Article III, Section 49-b (the "Constitutional Provision") of the Constitution (the "State Constitution") of the State of Texas (the "State"), and implemented by Chapter 162, Texas Natural Resources Code, as amended (the "Act"), the Veterans' Land Board (the "Board") of the State has been authorized, subject to the limitations set forth in the Constitutional Provision, to issue general obligation bonds ("Bonds") of the State from time to time for the purpose of providing funding for the Veterans' Housing Assistance Fund II ("Fund II"), which fund is to be used for the purpose of making home mortgage loans to Veterans (as such term is defined in the Act); and

WHEREAS, pursuant to the provisions of subsection (w) of the Constitutional Provision, adopted by vote of the people of the State on November 6, 2001, as amended by vote of the people of the State on November 3, 2009, the Board has been authorized to issue Bonds, as well as general obligation bonds (together with the Bonds, "Veterans Bonds") of the State for the purpose of providing funding for the Veterans' Housing Assistance Fund or the Veterans' Land Fund, from time to time in an aggregate principal amount outstanding at any one time not to exceed the aggregate principal amount of Veterans Bonds previously authorized by prior amendments to the State Constitution; and

WHEREAS, prior amendments to the State Constitution have authorized \$4 billion in aggregate principal amount of Veterans Bonds to be issued; and

WHEREAS, less than \$3.5 billion (including unamortized net original issue premium) in aggregate principal amount of Veterans Bonds is currently outstanding or authorized; and

WHEREAS, the Board has determined that it is necessary and desirable at this time that up to \$250,000,000 in aggregate principal amount of Bonds (hereinafter defined as the "Series 2024 Bonds") be issued in one or more series and installments for the purpose of augmenting Fund II; and

WHEREAS, pursuant to the Constitutional Provision, the Act and Chapter 1371, Texas Government Code, as amended ("Chapter 1371"), the Board hereby determines to issue the Series 2024 Bonds; and

WHEREAS, the Board hereby finds that the purpose for which the Board may issue the Series 2024 Bonds constitutes "public works," as contemplated by Chapter 1371;

NOW, THEREFORE, BE IT RESOLVED BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS:

ARTICLE I

DEFINITIONS AND OTHER PROVISIONS OF GENERAL APPLICATION

Section 1.1. Definitions. (a) For all purposes of this Resolution, except as otherwise expressly provided or unless the context otherwise requires:

(i) "This Resolution" means this resolution as originally adopted or as it may from time to time be supplemented or amended by one or more resolutions supplemental hereto adopted pursuant to the applicable provisions hereof.

(ii) All references in this Resolution to designated "Articles," "Sections" and other subdivisions are to the designated Articles, Sections and other subdivisions of this Resolution as originally adopted. The words "herein," "hereof" and "hereunder" and other words of similar import refer to this Resolution as a whole and not to any particular Article, Section or other subdivision.

(iii) The terms defined in this Article have the meanings assigned to them in this Article and include the plural as well as the singular. Reference to any named Person means that party and its successors and assigns.

(b) The following terms have the meanings assigned to them below whenever they are used in this Resolution:

"Act" means Chapter 162, Texas Natural Resources Code, as amended.

"Alternate Liquidity Facility" means a letter of credit, standby bond purchase agreement or any other agreement or agreements used to provide liquidity support for a series of Series 2024 Bonds, satisfactory to the Board and the Remarketing Agent therefor and containing administrative provisions reasonably satisfactory to the Tender Agent therefor, issued and delivered to such Tender Agent in accordance with Section 9.6 hereof.

"Attorney General" means the Attorney General of the State.

"Authorized Denomination" means (i) for Weekly Rate Bonds, (A) prior to the final redemption pursuant to Section 3.1(a) hereof, \$100,000 and any integral multiple of \$5,000 in excess thereof, or (B) thereafter, any integral multiple of \$5,000, (ii) for Fixed Rate Bonds, \$5,000 and any integral multiple thereof, and (iii) for Variable Rate Bonds, the amount set forth in the Purchase Contract or Pricing Certificate therefor.

"Authorized Representative" means any of the following: the Chairwoman of the Board, the Executive Secretary of the Board, the Director of VLB Bond Funds Management of the Board, the Assistant Director of VLB Bond Funds Management of the Board and any other officer or employee of the Board appointed by the Board to serve as an "Authorized Representative" hereunder.

“Beneficial Owner” means, during any period in which ownership of a series of Series 2024 Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, any Person who acquires a beneficial ownership in such Series 2024 Bonds.

“Board” means the Veterans’ Land Board of the State.

“Bond” or “Bonds” means general obligation bonds of the State authorized by the Constitutional Provision and issued for the benefit of Fund II.

“Bond Counsel” means Bracewell LLP or any other attorney or firm of attorneys nationally recognized as experienced in the field of bonds of governmental issuers and appointed by the Board.

“Bond Purchase Fund” means for any series of Series 2024 Bonds the fund so designated that is established with the Tender Agent therefor pursuant to Section 9.8(b)(ii) hereof.

“Bond Register” has the meaning set forth in Section 2.6 hereof.

“Business Day” means with respect to a series of Series 2024 Bonds, any day other than (i) a Saturday, a Sunday or any other day on which banks located in the cities in which the Board and the applicable Tender Agent, Remarketing Agent, Paying Agent, Registrar or Liquidity Provider are located, or in which the office of such Liquidity Provider from which payments are made pursuant to the applicable Liquidity Facility is located, are authorized or required to remain closed or (ii) a day on which the New York Stock Exchange is closed.

“Ceiling Rate” means the lesser of (i) fifteen percent (15%) per annum and (ii) a per annum rate equal to the maximum net effective interest rate permitted to be paid on the Series 2024 Bonds (prescribed by Chapter 1204, Texas Government Code, as amended, or any successor provision), currently fifteen percent (15%).

“Chapter 1201” means Chapter 1201, Texas Government Code, as amended.

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

“Comptroller” means the Texas Comptroller of Public Accounts.

“Constitutional Provision” means Article III, Section 49-b of the Constitution of the State, as adopted on November 9, 1999, as it may be amended from time to time.

“Defeasance Obligations” means (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 that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the Board adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to investment quality by the Rating Agency not less than AAA or its equivalent, and (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 that, on the date the governing body of the Board adopts or approves the proceedings authorizing the

issuance of refunding bonds, are rated as to investment quality by the Rating Agency not less than AAA or its equivalent.

“Direct Security Repurchase Agreement” means an agreement under which the Board buys, holds for a specified time, and then sells back any of the following securities, obligations, or participation certificates:

- (1) United States government securities;
- (2) direct obligations of or obligations the principal and interest of which are guaranteed by the United States;
- (3) direct obligations of or obligations guaranteed by the Federal Home Loan Banks, the Federal National Mortgage Association, the Federal Farm Credit System, the Student Loan Marketing Association, the Federal Home Loan Mortgage Corporation, or a successor organization to one of those organizations; or
- (4) any other investment instrument, obligation, or other evidence of indebtedness the payment of which is directly or indirectly guaranteed by the full faith and credit of the United States.

“DTC” means The Depository Trust Company, New York, New York, and its successors and assigns, or any successor securities depository for a series of Series 2024 Bonds.

“DTC Participant” means the securities 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.

“Eligible Investments” means:

- (1) Direct Security Repurchase Agreements and Reverse Security Repurchase Agreements made with state or national banks domiciled in the State or with primary dealers as approved by the Federal Reserve System;
- (2) direct obligations of or obligations the principal and interest of which are guaranteed by the United States;
- (3) direct obligations of or obligations guaranteed by the Federal Home Loan Banks, the Federal National Mortgage Association, the Federal Farm Credit System, the Student Loan Marketing Association, the Federal Home Loan Mortgage Corporation, or a successor organization to one of those organizations;
- (4) bankers’ acceptances that:
 - (i) are eligible for purchase by members of the Federal Reserve System;

- (ii) do not exceed 270 days to maturity; and
 - (iii) are issued by a bank that has received the highest short term credit rating by a nationally recognized investment rating firm;
- (5) commercial paper that:
 - (i) does not exceed 270 days to maturity; and
 - (ii) has received the highest short term credit rating by a nationally recognized investment rating firm;
- (6) contracts written by the Board in which the Board grants the purchaser the right to purchase securities in the Board's marketable securities portfolio at a specified price over a specified period and for which the Board is paid a fee and specifically prohibits naked option or uncovered option trading;
- (7) obligations of a state or an agency, county, city, or other political subdivision of a state, including revenue bonds issued under Chapter 164, Texas Natural Resources Code, as amended, and mutual funds composed of these obligations;
- (8) an investment instrument, obligation, or other evidence of indebtedness the payment of which is directly or indirectly guaranteed by the full faith and credit of the United States;
- (9) an investment, account, depository receipt, or deposit that is fully:
 - (i) insured by the Federal Deposit Insurance Corporation, the Federal Savings and Loan Insurance Corporation, or a successor organization to one of those organizations; or
 - (ii) secured by securities described by paragraph (2), (3), or (8) of this definition;
- (10) a collateralized mortgage obligation fully secured by securities or mortgages issued or guaranteed by the Government National Mortgage Association or any entity described by paragraph (3) of this definition;
- (11) a security or evidence of indebtedness issued by the Farm Credit System Financial Assistance Corporation, the Private Export Funding Corporation, or the Export Import Bank; and
- (12) any other investment authorized for investment of State funds by the Comptroller under applicable law;

provided, however, that the term "Eligible Investments" does not include any investments that may from time to time not be authorized under the laws of the State for investment of moneys in Fund II; and provided, further, that the term "Eligible Investments" also includes all investments

that may from time to time be authorized under the laws of the State for investment of moneys in Fund II.

“Expenses Attributable to Bonds” means the expenses of issuing, selling, delivering and administering the Bonds, including without limitation, fees, expenses and other payments by the Board (excluding payments by the Board with respect to principal of or interest on the Bonds) payable under any bond enhancement agreement with respect to principal of or interest on the Bonds.

“Expenses Attributable to Home Loans” means the expenses incurred in connection with originating, processing, servicing, and administering the Home Loans.

“Favorable Opinion of Bond Counsel” means with respect to a series of Series 2024 Bonds, an opinion of Bond Counsel, addressed to the Board and the applicable Remarketing Agent, Liquidity Provider and Tender Agent to the effect that the action proposed to be taken is authorized or permitted by the laws of the State and this Resolution and will not adversely affect the excludability of interest on the Series 2024 Bonds from gross income for federal income tax purposes (subject to the inclusion of any exceptions contained in the opinion of Bond Counsel delivered upon original issuance of the Series 2024 Bonds or other customary exceptions acceptable to the recipient thereof).

“Fiscal Year” means the period of time beginning in each calendar year on September 1, and ending August 31 of the calendar year next following, or the fiscal year for the State, as may hereinafter be established by law.

“Fixed Interest Rate” means (i) with respect to a Series 2024 Bond originally issued as a Weekly Rate Bond, the non-variable interest rate established in accordance with Section 9.3 hereof, and (ii) with respect to a Series 2024 Bond originally issued as a Fixed Rate Bond, the non-variable interest rate set forth in the related Purchase Contract or Pricing Certificate.

“Fixed Interest Rate Period” means with respect to a series of Series 2024 Bonds, the period of time during which such Series 2024 Bonds bear interest at a Fixed Interest Rate.

“Fixed Rate Bond” or “Fixed Rate Bonds” means any Series 2024 Bonds issued bearing interest at a Fixed Interest Rate.

“Fixed Rate Conversion Date” means with respect to a series of Weekly Rate Bonds, the date on which the interest rate on each of such Series 2024 Bonds converts to a Fixed Interest Rate.

“Fund I” means the Veterans’ Housing Assistance Fund created by the former Article III, Section 49-b-1 of the Constitution of the State, and currently governed by the Constitutional Provision.

“Fund II” means the Veterans’ Housing Assistance Fund II created by the former Article III, Section 49-b-2 of the Constitution of the State and currently governed by the

Constitutional Provision, established pursuant to the resolution of the Board authorizing the issuance of the Series 1994A Bonds and confirmed and ratified by Section 4.1 of this Resolution.

“Holder” means a Person in whose name a Series 2024 Bond is registered in the Bond Register.

“Home Loan” or “Home Loans” means the home mortgage loans (including qualified home improvement loans) made by the Board pursuant to the Constitutional Provision and the Act.

“Initial Purchaser” means (i) with respect to a series of Series 2024 Bonds sold in connection with a public offering, the manager of the Underwriters relating thereto, or (ii) with respect to a series of Series 2024 Bonds sold privately, the purchaser or purchasers thereof.

“Initial Series 2024 Bond” means with respect to a series of Series 2024 Bonds, the Series 2024 Bond registered by the Comptroller.

“Interest Accrual Period” means with respect to a series of Series 2024 Bonds, the period from and including each Interest Payment Date to and excluding the next Interest Payment Date therefor; the initial Interest Accrual Period shall begin on (and include) the Settlement Date therefor and the final Interest Accrual Period shall end on the day next preceding the maturity date of such Series 2024 Bonds.

“Interest Payment Date” means (i) with respect to any Weekly Interest Rate Period, (A) the first Business Day of each month, commencing on the first such day following the applicable Settlement Date, (B) for a series of Weekly Rate Bonds, the Fixed Rate Conversion Date therefor, if any, and (C) the maturity date of a series of Series 2024 Bonds; and (ii) with respect to any Fixed Interest Rate Period, each June 1 and December 1, commencing the June 1 or December 1 immediately following the Fixed Rate Conversion Date or the Settlement Date, as the case may be, by at least 30 days.

“Interest Rate Period” means any Weekly Interest Rate Period or Fixed Interest Rate Period.

“Liquidity Facility” means for a series of Weekly Rate Bonds, initially the documents described in the related Pricing Certificate or Purchase Contract, as the same may be amended or supplemented from time to time, and, upon the effectiveness of an Alternate Liquidity Facility, means such Alternate Liquidity Facility.

“Liquidity Provider” means for a series of Weekly Rate Bonds, initially the Person designated in the related Pricing Certificate or Purchase Contract, and upon the effectiveness of an Alternate Liquidity Facility, means the bank or banks or other financial institution or financial institutions or other entity that is then a party to the Liquidity Facility. In the case of any Alternate Liquidity Facility to which more than one bank, financial institution or other entity is a party, notices required by this Resolution to be given to the Liquidity Provider may be given to the bank or financial institution under such Liquidity Facility appointed to act as agent for all such banks or financial institutions.

“Maximum Purchased Bond Rate” means for a series of Weekly Rate Bonds, the maximum interest rate for Purchased Bonds permitted under the Liquidity Facility therefor, but in no event to exceed the Ceiling Rate.

“Outstanding” means, when used with reference to a Bond or Bonds and as of a particular date, such Bond or Bonds not canceled except a Bond or Bonds for the payment or redemption of which provision has been made.

“Paying Agent” means with respect to a series of Series 2024 Bonds, the Comptroller unless otherwise set forth in the related Pricing Certificate or Purchase Contract, or any successor appointed by the Board pursuant to Section 5.2(a) hereof to perform the paying agent duties hereunder.

“Person” means any individual, corporation, partnership, joint venture, association, joint stock company, trust, limited liability company, unincorporated organization or government or any agency or political subdivision thereof.

“Pricing Certificate” means a certificate executed by an Authorized Representative setting forth certain provisions relating to a series of Series 2024 Bonds.

“Program” means the Veterans’ Housing Assistance Program established pursuant to the Act.

“Purchase Account” means for a series of Weekly Rate Bonds, the account so designated and established pursuant to Section 9.8(b)(ii) hereof.

“Purchase Contract” means with respect to a series of Series 2024 Bonds initially sold in a public offering, the bond purchase contract between the Board and the Underwriters, authorized under Section 2.8 hereof, regarding the sale of such Series 2024 Bonds.

“Purchased Bond” or “Purchased Bonds” with respect to a series of Weekly Rate Bonds, has the meaning ascribed to such term in the Liquidity Facility therefor.

“Purchased Bond Rate” with respect to a series of Weekly Rate Bonds, has the meaning ascribed to such term in the Liquidity Facility therefor.

“Rating Agency” means with respect to a series of Series 2024 Bonds, initially, the statistical rating organization designated as such in the related Pricing Certificate or Purchase Contract or if such entity ceases to assign a rating to such Series 2024 Bonds, any substitute statistical rating organization so designated by the Board, which at the time has a credit rating assigned to such Series 2024 Bonds at the request of the Board.

“Record Date” means (a) with respect to any Interest Payment Date in respect of any Weekly Interest Rate Period, the Business Day immediately preceding such Interest Payment Date, and (b) with respect to any Interest Payment Date in respect of any Fixed Interest Rate Period, the 15th day of the month immediately preceding such Interest Payment Date or, in the event that an Interest Payment Date shall occur less than 15 days after the Fixed Rate Conversion Date, such date.

“Registrar” means with respect to a series of Series 2024 Bonds, initially the Person designated as such in the Purchase Contract or Pricing Certificate therefor, or any successor entity appointed by the Board pursuant to Section 5.2(a) hereof to perform the duties of registrar and transfer agent hereunder.

“Remarketing Account” means with respect to a series of Weekly Rate Bonds, the account so designated and established pursuant to Section 9.8(b)(ii) hereof.

“Remarketing Agent” means with respect to a series of Weekly Rate Bonds, initially the Person designated as such in the Pricing Certificate therefor, or any successor appointed pursuant to Section 9.9(a) hereof.

“Remarketing Agreement” means with respect to a series of Weekly Rate Bonds, the Remarketing Agreement dated as of the Settlement Date therefor, between the Board and the Remarketing Agent therefor, as the same may be amended or supplemented from time to time, or any remarketing agreement entered into with a successor Remarketing Agent.

“Resolution” means this resolution of the Board authorizing the issuance of the Series 2024 Bonds.

“Reverse Security Repurchase Agreement” means an agreement under which the Board sells and after a specified time buys back any of the securities, obligations, or participation certificates listed in paragraphs (1) through (4) of the definition of Direct Security Repurchase Agreement.

“Series 1994A Bond” or “Series 1994A Bonds” means the State of Texas Veterans’ Housing Assistance Program, Fund II Series 1994A Bonds, initially dated October 1, 1994.

“Series 2024 Bond” or “Series 2024 Bonds” means the State of Texas Veterans Bonds, Series 2024, authorized pursuant to this Resolution.

“Settlement Date” means with respect to a series of Series 2024 Bonds, the date of initial delivery of such Series 2024 Bonds to the Initial Purchaser thereof.

“SIFMA Index” means the index based upon the weekly interest rate resets of tax-exempt variable rate issues included in a database maintained by Municipal Market Data which meet specific criteria established by the Securities Industry and Financial Markets Association, formerly The Bond Market Association.

“State” means the State of Texas.

“Tender Agent” means with respect to a series of Weekly Rate Bonds, any Person acting as Tender Agent therefor pursuant to the terms of this Resolution.

“Tender Agent Agreement” means if required with respect to a series of Weekly Rate Bonds, the agreement dated as of the Settlement Date therefor between the Board and the Tender Agent therefor, as the same may be amended or supplemented from time to time, or any similar agreement entered into with a successor Tender Agent.

“Undelivered Bonds” means any Series 2024 Bond so designated in accordance with the provisions of Section 9.4(e) or Section 9.4(g)(ii) hereof.

“Underwriters” means with respect to a series of Series 2024 Bonds initially sold in a public offering, the members of the underwriting syndicate therefor.

“Variable Rate Bond” or “Variable Rate Bonds” means Series 2024 Bonds other than Weekly Rate Bonds, the interest rate on which is not fixed, but is variable or adjustable by any formula, agreement or otherwise as set forth in the Pricing Certificate or Purchase Contract for such Series 2024 Bonds.

“Veterans” has the meaning given such term in the Constitutional Provision.

“Weekly Interest Rate” means a variable interest rate on Weekly Rate Bonds established in accordance with Section 9.2 hereof.

“Weekly Interest Rate Period” means each period during which a Weekly Interest Rate is in effect.

“Weekly Rate Bond” or “Weekly Rate Bonds” means Series 2024 Bonds subject to a Weekly Interest Rate Period.

Section 1.2. Effect of Headings and Table of Contents. The Article and Section headings herein and the Table of Contents are for convenience only and shall not affect the construction hereof.

ARTICLE II

AUTHORIZATION AND TERMS OF SERIES 2024 BONDS; ISSUANCE AND FORM OF SERIES 2024 BONDS

Section 2.1. Authorization of Series 2024 Bonds. To provide money for the purpose of augmenting Fund II, the Series 2024 Bonds are hereby authorized and shall be issued, in one or more series and installments, as general obligations of the State in the original aggregate principal amount not to exceed Two Hundred Fifty Million Dollars (\$250,000,000), as determined by an Authorized Representative and set forth in a Purchase Contract or Pricing Certificate. The Series 2024 Bonds shall be entitled “STATE OF TEXAS VETERANS BONDS, SERIES 2024”; provided that unless the entire principal amount authorized for the Series 2024 Bonds is issued in a single series, the series designation for each separate series shall include a different capital letter after “2024,” as set forth in the related Pricing Certificate or Purchase Contract.

Section 2.2. Form, Maturities, Interest Rates and Numbering. Each series of Series 2024 Bonds authorized hereby initially shall be dated as set forth in the related Pricing Certificate or Purchase Contract, and shall be issued and delivered in the form of fully registered bonds, without coupons, each payable to the Holder thereof, all in the manner hereinafter provided. The principal of Series 2024 Bonds shall mature, subject to prior redemption, on the

dates and in the amounts set forth in the related Pricing Certificate or Purchase Contract; provided, however, that (i) the aggregate principal amount of all installments and series of Series 2024 Bonds shall not exceed \$250,000,000, and (ii) the final maturity of the Series 2024 Bonds shall occur not later than December 1, 2055; and provided, further, that during any period in which ownership of a series of the Series 2024 Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with existing arrangements between the Board and the securities depository. Weekly Rate Bonds shall bear interest at the Weekly Interest Rate therefor, provided that from and after the Fixed Rate Conversion Date, such Series 2024 Bonds shall bear interest at a Fixed Interest Rate. Fixed Rate Bonds shall bear interest at the Fixed Interest Rate or Rates set forth in the related Pricing Certificate or Purchase Contract or as determined pursuant to Section 9.3(a) hereof. Variable Rate Bonds shall bear interest as provided in the related Pricing Certificate or Purchase Contract. Each series of Weekly Rate Bonds shall be numbered consecutively from WR-1 upward by the Registrar, and no two Weekly Rate Bonds of the same series shall be given the same number. Each series of Fixed Rate Bonds shall be numbered consecutively from FR-1 upward by the Registrar, and no two Fixed Rate Bonds of the same series shall be given the same number. Each series of Variable Rate Bonds shall be numbered consecutively from VR-1 upward by the Registrar, and no two such Series 2024 Bonds shall be given the same number. Notwithstanding the foregoing, the Initial Series 2024 Bond for any series of Series 2024 Bonds shall be numbered T-1. Unless otherwise specified in the related Pricing Certificate or Purchase Contract, the Board shall cause CUSIP numbers to be assigned to, and reproduced on, the Series 2024 Bonds, but errors or omissions in the printing of such numbers shall have no effect on the validity of such Bonds.

Section 2.3. Execution. Each of the Series 2024 Bonds shall be executed by and on behalf of the Board as general obligations of the State with the manual or facsimile signatures of the Chairwoman of the Board and the Executive Secretary of the Board, and the manual or facsimile seal of the Board shall be placed thereon. The facsimile signatures of the Chairwoman and Executive Secretary of the Board and the facsimile seal of the Board shall have the same effect as if each of said Bonds had been manually signed by such officers and said seal had been manually impressed on each such Bond. Series 2024 Bonds bearing the manual or facsimile signatures of individuals who were at any time the proper officers of the Board shall bind the State and the Board, notwithstanding that such individuals or any of them have ceased to hold such offices prior to the authentication and delivery of such Bonds or did not hold such offices at the date of such Bonds.

Section 2.4. Approval by Attorney General; Registration by Comptroller. After any Initial Series 2024 Bonds shall have been executed, it shall be the duty of the Authorized Representatives to deliver such Series 2024 Bonds to the Attorney General for examination and approval, and after such Series 2024 Bonds shall have been approved by the Attorney General, they shall be delivered to the Comptroller for registration. Series 2024 Bonds thus registered shall remain in the custody of the Chairwoman of the Board or subject to his order, until the delivery thereof to the Initial Purchaser thereof.

Section 2.5. Form of Bond. The form of all Weekly Rate Bonds, including the forms of (i) Comptroller's Registration Certificate to accompany each Initial Series 2024 Bond that is a

Weekly Rate Bond, (ii) Registrar's Authentication Certificate, and (iii) Assignment, shall be, respectively, substantially as set forth in Exhibit A hereto, with such appropriate variations, omissions, or insertions as are permitted or required by this Resolution. The form of all Fixed Rate Bonds, including the forms of (i) Comptroller's Registration Certificate to accompany each Initial Series 2024 Bond that is a Fixed Rate Bond, (ii) Registrar's Authentication Certificate, and (iii) Assignment, shall be, respectively, substantially as set forth in Exhibit B hereto, with such appropriate variations, omissions, or insertions as are permitted or required by this Resolution or set forth in a Pricing Certificate. The form of all Variable Rate Bonds, including the forms of (i) Comptroller's Registration Certificate to accompany each Initial Series 2024 Bond that is a Variable Rate Bond, (ii) Registrar's Authentication Certificate, and (iii) Assignment, shall be, respectively, substantially as set forth in Exhibit C hereto, with such appropriate variations, omissions, or insertions as are permitted or required by this Resolution or set forth in a Pricing Certificate. At the direction of an Authorized Representative, a portion of the text of Series 2024 Bonds may be printed on the back of the bond certificates, in which event the following phrase shall be inserted in the place where such text would otherwise appear: "Reference is hereby made to the further provisions of this Bond set forth on the reverse side hereof and such further provisions shall for all purposes have the same effect as if set forth at this place."

Section 2.6. Registration, Transfer and Exchange. (a) With respect to each series of Series 2024 Bonds, the Board shall keep or cause to be kept at the designated corporate trust office of the Person named in the related Pricing Certificate or Purchase Contract, or at the designated office of any other banking institution named in accordance with the provisions of Section 5.2(a) hereof (in any event, a "Registrar"), books or records of the registration and transfer of such Series 2024 Bonds (each, a "Bond Register"), and each Registrar shall act as registrar and transfer agent to keep such Bond Register and make such transfers and registrations under such reasonable regulations as the Board may prescribe, and to convert and exchange or replace the applicable Series 2024 Bonds; and the Registrar shall make such transfers and registrations as herein provided. It shall be the duty of a Registrar to obtain from the Holder of each applicable Series 2024 Bond and record in the related Bond Register the address of such Holder to which payments with respect to the applicable Series 2024 Bonds shall be mailed, as herein provided. Each Registrar shall keep the related Bond Register confidential and, unless otherwise required by law, shall not permit their inspection by any entity other than the Board or its designee, which shall have the right to inspect such Bond Register during regular business hours of such Registrar. Registration of each Series 2024 Bond may be transferred in the applicable Bond Register only upon presentation and surrender of such Series 2024 Bond to the applicable Registrar for transfer of registration and cancellation, together with proper written instruments of assignment, in form and with guarantee of signatures satisfactory to such Registrar, evidencing the assignment of such Series 2024 Bond, or any portion thereof in any Authorized Denomination, to the assignee or assignees thereof, and the right of such assignee or assignees to have such Series 2024 Bond or any such portion thereof registered in the name of such assignee or assignees. Upon the assignment and transfer of any Series 2024 Bond or any portion thereof, a new substitute Series 2024 Bond or Series 2024 Bonds of the same series and maturity shall be issued in conversion and exchange therefor in the manner herein provided.

(b) The entity in whose name any Series 2024 Bond shall be registered in the related Bond Register at any time shall be treated as the absolute owner thereof for all purposes of this Resolution, whether or not such Series 2024 Bond shall be overdue, and the Board and the applicable Paying Agent and Registrar shall not be affected by any notice to the contrary; and payment of, or on account of, the principal of and premium, if any, and interest on any such Series 2024 Bond shall be made only to such Holder. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Series 2024 Bond to the extent of the sum or sums so paid.

(c) Unless otherwise set forth in a Pricing Certificate or Purchase Contract, the Board hereby appoints the Comptroller in Austin, Texas, or any banking institution named in accordance with the provisions of Section 5.2(a) hereof (in either case, the "Paying Agent"), to act as the paying agent for paying the principal of and premium, if any, and interest on the Series 2024 Bonds, all as provided in this Resolution. Each Paying Agent shall keep proper records of all payments made by the Board and such Paying Agent with respect to the applicable Series 2024 Bonds, as provided in this Resolution. For any Series 2024 Bond that has a CUSIP number, the applicable Paying Agent shall provide the CUSIP number for such Series 2024 Bond with each payment of interest on and the principal or the redemption price of such Series 2024 Bond, specifying the amount paid in respect of such CUSIP number.

(d) Each Series 2024 Bond may be converted into and exchanged for fully registered bonds in the manner set forth herein. Each Series 2024 Bond may, upon surrender thereof to the applicable Registrar, together with a written request therefor duly executed by the Holder or the assignee or assignees thereof, or its or their duly authorized attorneys or representatives, with guarantee of signatures satisfactory to the Registrar, at the option of the Holder or such assignee or assignees, as appropriate, be converted into and exchanged for a substitute Series 2024 Bond or Series 2024 Bonds having the same series, maturity date, bearing interest at the same rate and in any Authorized Denomination which may be requested in writing by such Holder or such assignee or assignees, in an aggregate principal amount equal to the principal amount of the Series 2024 Bond or Series 2024 Bonds so surrendered, and payable to the appropriate Holder, assignee, or assignees, as the case may be. If only a portion of any Series 2024 Bond shall be redeemed prior to its scheduled maturity as provided herein, a substitute Series 2024 Bond or Series 2024 Bonds having the same series, maturity date, bearing interest at the same rate, in any Authorized Denomination at the request of the Holder, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon surrender thereof for cancellation. If any Series 2024 Bond or portion thereof is assigned and transferred or converted, each Series 2024 Bond issued in exchange therefor shall have the same series, principal maturity date and bear interest at the same rate as the Series 2024 Bond for which it is being exchanged. Each substitute Series 2024 Bond shall bear a number to distinguish it from each other Series 2024 Bond. Each Registrar shall convert and exchange or replace Series 2024 Bonds as provided herein, and each fully registered bond delivered in conversion of and exchange for or replacement of any Series 2024 Bond or portion thereof as permitted or required by any provision of this Resolution shall constitute one of the Series 2024 Bonds for all purposes of this Resolution, and may again be converted and exchanged or replaced. It is specifically provided, however, that any Series 2024 Bond delivered in conversion of and exchange for or replacement of another Series 2024 Bond prior to the first scheduled Interest Payment Date of

the related series of Series 2024 Bonds shall be dated the same date as such Series 2024 Bond, but each substitute Series 2024 Bond so delivered on or after such first scheduled Interest Payment Date shall be dated as of the Interest Payment Date preceding the date on which such substitute Series 2024 Bond is delivered, unless such Series 2024 Bond is delivered on an Interest Payment Date therefor, in which case it shall be dated as of such date of delivery; provided, however, that if at the time of delivery of any substitute Series 2024 Bond the interest on the Series 2024 Bond for which it is being exchanged has not been paid, then such Series 2024 Bond shall be dated as of the date to which such interest has been paid in full; and provided, further, that any Series 2024 Bond issued in exchange for an Initial Series 2024 Bond shall be dated the date specified in the related Pricing Certificate or Purchase Contract. On each substitute Series 2024 Bond issued in conversion of and exchange for or replacement of any Series 2024 Bond or Series 2024 Bonds there shall be printed a Registrar's Authentication Certificate, in the form hereinafter set forth. An authorized representative of the applicable Registrar shall, before the delivery of any such Series 2024 Bond, date such Series 2024 Bond in the manner set forth above, and manually sign and date the Registrar's Authentication Certificate, and no such Series 2024 Bond shall be deemed to be issued or Outstanding unless such Registrar's Authentication Certificate is so executed and dated. Each Registrar promptly shall cancel all applicable Series 2024 Bonds surrendered for transfer, conversion and exchange or replacement. No additional orders or resolutions need be passed or adopted by the Board or any other body or Person so as to accomplish the foregoing conversion and exchange or replacement of any Series 2024 Bond or portion thereof, and each Registrar shall provide for the execution and delivery of substitute Series 2024 Bonds in the manner prescribed herein. Pursuant to Chapter 1201, and particularly Sections 1201.061 through 1201.063 and 1201.067 thereof, the duty of conversion and exchange or replacement of Series 2024 Bonds as aforesaid is hereby imposed upon the related Registrar, and, upon the execution and dating of the above described Registrar's Authentication Certificate, the transferred, converted and exchanged or replaced Series 2024 Bond shall be valid, incontestable, and enforceable in the same manner and with the same effect as the Series 2024 Bonds which originally were delivered pursuant to this Resolution, approved by the Attorney General, and registered by the Comptroller. Except in the case of tenders of Weekly Rate Bonds pursuant to Section 9.4 hereof or of the remarketing of Purchased Bonds, neither the Board nor any Registrar shall be required (i) to issue, transfer, replace or exchange any Series 2024 Bond subject to redemption in whole or in part during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of such series of Series 2024 Bonds and ending at the close of business on the day of such mailing, or (ii) to replace, transfer or exchange any Series 2024 Bond so selected for redemption, in whole or in part, when such redemption is scheduled to occur within 30 calendar days; except that at the option of the Holder of at least \$1,000,000 in principal amount of a series of Series 2024 Bonds, the applicable Registrar shall be required to transfer or exchange any such Series 2024 Bond of such Holder which has been selected, in whole or in part, for redemption upon surrender thereof. A Registrar may make such arrangements as it deems appropriate for notation on each new Series 2024 Bond issued in exchange for or upon the transfer of the Series 2024 Bond so selected for redemption of an appropriate legend to the effect that such new Series 2024 Bond has been so selected for redemption.

(e) All Series 2024 Bonds issued in conversion and exchange or replacement of any other Series 2024 Bond or portion thereof, (i) shall be issued in fully registered form, without

interest coupons, with the principal of and interest on such Series 2024 Bonds to be payable only to the Holders thereof, (ii) may be redeemed prior to their scheduled maturities, (iii) may be transferred and assigned, (iv) may be converted and exchanged for other Series 2024 Bonds, (v) shall have the characteristics, (vi) shall be signed and sealed, (vii) shall be authenticated, and (viii) shall provide that the principal of and interest on such Series 2024 Bonds shall be payable, all as provided, and in the manner required or indicated, in this Resolution.

(f) The Board shall pay each Registrar's reasonable and standard or customary fees and charges for making transfers of Series 2024 Bonds, but the Holder of any related Series 2024 Bond requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto. The Holder of any Series 2024 Bond requesting any conversion and exchange shall pay the applicable Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Series 2024 Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Series 2024 Bond or Series 2024 Bonds or any portion or portions thereof in any Authorized Denomination, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Series 2024 Bond that has been redeemed in part prior to maturity, as provided in this Resolution, such fees and charges will be paid by the Board.

Section 2.7. Damaged and Missing Bonds. (a) In the event any Outstanding Series 2024 Bond is damaged, mutilated, lost, stolen, or destroyed, the applicable Registrar shall cause to be printed, executed, authenticated and delivered, a new Series 2024 Bond of the same series, principal amount, maturity, and interest rate, as the damaged, mutilated, lost, stolen, or destroyed Bond, in replacement for such Series 2024 Bond in the manner hereinafter provided.

(b) Application for replacement of a damaged, mutilated, lost, stolen, or destroyed Series 2024 Bond shall be made by the Holder thereof to the applicable Registrar. In every case of loss, theft, or destruction of a Series 2024 Bond, the Holder applying for a replacement Series 2024 Bond shall furnish to the Board and to the applicable Registrar such security or indemnity as may be required by them to save each of them harmless from any loss or damage with respect thereto. Also, in every case of loss, theft, or destruction of a Series 2024 Bond, the Holder shall furnish to the Board and to the applicable Registrar evidence to their satisfaction of the loss, theft, or destruction of such Series 2024 Bond, as the case may be. In every case of damage or mutilation of a Series 2024 Bond, the Holder shall surrender to the applicable Registrar for cancellation the Series 2024 Bond so damaged or mutilated.

(c) Notwithstanding the foregoing provisions of this Section, in the event any such Series 2024 Bond shall have matured, and no default has occurred which is then continuing in the payment of the principal of and premium, if any, or interest on the Series 2024 Bond, the Board may authorize the payment of the same (without surrender thereof except in the case of a damaged or mutilated Bond) instead of issuing a replacement Series 2024 Bond, provided security or indemnity is furnished as provided above in this Section.

(d) Prior to the issuance of any replacement Series 2024 Bond pursuant to the provisions of this Section, the applicable Registrar shall charge the Holder of such Series 2024

Bond with all legal, printing, and other expenses in connection therewith. Every replacement Series 2024 Bond issued pursuant to the provisions of this Section by virtue of the fact that any Series 2024 Bond is lost, stolen, or destroyed shall constitute a contractual obligation of the Board whether or not the lost, stolen, or destroyed Series 2024 Bond shall be found at any time, or be enforceable by anyone, and shall be entitled to all the benefits of this Resolution equally and proportionately with any and all other Series 2024 Bonds duly issued under this Resolution.

(e) In accordance with Section 1201.062 of Chapter 1201, this Section shall constitute authority for the issuance of any such replacement Series 2024 Bond without the necessity of further action by the Board or any other body or Person, and the duty of the replacement of such Series 2024 Bond is hereby authorized and imposed upon the applicable Registrar, and such Registrar shall authenticate and deliver such replacement Series 2024 Bonds in the form and manner and with the effect, as provided in Section 2.6(d) of this Resolution for Series 2024 Bonds issued in conversion and exchange for other Series 2024 Bonds.

Section 2.8. Sale and Delivery of Series 2024 Bonds. The Series 2024 Bonds may be sold publicly or privately on a negotiated basis, as determined by the Authorized Representatives to assure that the Series 2024 Bonds are sold on advantageous terms. Pursuant to Chapter 1371, the Authorized Representatives are hereby severally authorized and directed to act for and on behalf of the Board in connection with other matters relating to the issuance of the Series 2024 Bonds. In such capacity, the Authorized Representatives, acting for and on behalf of the Board, shall determine the date of issuance and sale of each series of the Series 2024 Bonds, and are also hereby severally authorized and directed to approve, execute and deliver the related Purchase Contract or Pricing Certificate, and to approve the principal amounts and maturities of such Series 2024 Bonds and whether such Series 2024 Bonds shall be issued initially as Fixed Rate Bonds, Weekly Rate Bonds or Variable Rate Bonds, the redemption provisions and such other terms applicable to such Series 2024 Bonds, the Purchase Contract or Pricing Certificate to be approved by the Authorized Representative executing the Purchase Contract or Pricing Certificate, such approval to be conclusively evidenced by such Authorized Representative's execution thereof; provided that (i) the final maturity and aggregate principal amount of such Series 2024 Bonds shall comply with Section 2.2 hereof, and (ii) the interest rate on such Series 2024 Bonds shall not exceed the Ceiling Rate, subject to the unqualified approving opinion as to the legality of such Series 2024 Bonds of the Attorney General and of Bond Counsel. The Authorized Representatives and all other officers, agents and representatives of the Board are hereby authorized to do any and all other things necessary or desirable to satisfy the conditions set out in the Purchase Contract or otherwise required by the Initial Purchaser and to provide for the issuance and delivery of Series 2024 Bonds. One definitive Series 2024 Bond for each series and maturity date, in the principal amount for such series and maturity date as set forth in the related Purchase Contract or Pricing Certificate, shall be delivered to or as directed by the Initial Purchaser thereof. It is further provided, however, that notwithstanding the foregoing provisions, a series of Series 2024 Bonds shall not be delivered unless prior to delivery such Series 2024 Bonds have been rated by a Rating Agency in one of the four highest rating categories for long-term obligations or in one of the three highest rating categories for short-term obligations, as required by Chapter 1371.

Section 2.9. Preliminary Official Statement and Official Statement. For any Series 2024 Bonds to be sold initially in a public offering, prior to the execution of the Purchase Contract, the Chairwoman of the Board, acting for and on behalf of the Board, (i) if requested by the Initial Purchaser thereof, shall cause a preliminary official statement (the "Preliminary Official Statement") to be prepared for distribution by the Underwriters to prospective purchasers of such Series 2024 Bonds, such document to be in the form as an Authorized Representative may deem necessary or appropriate, and each Authorized Representative is hereby authorized for and on behalf of the Board to approve and deem final the Preliminary Official Statement as of its date, except for such omissions as are permitted by the Rule (as defined in Section 8.1 hereof); within seven business days after the execution of the related Purchase Contract, the Chairwoman of the Board, acting for and on behalf of the Board, shall cause the final Official Statement, in substantially the form of the Preliminary Official Statement, with such changes as the Chairwoman of the Board may approve, such approval to be conclusively evidenced by his execution thereof, to be provided to the Underwriters in compliance with the Rule, or (ii) if such Initial Purchaser does not request a Preliminary Official Statement, the Chairwoman of the Board, acting for and on behalf of the Board, shall cause an official statement to be prepared for distribution by the Underwriters to prospective purchasers of such Series 2024 Bonds, such document to be in the form as an Authorized Representative may deem necessary or appropriate.

Section 2.10. Book-Entry System. As provided in Section 2.8 of this Resolution, each series of Series 2024 Bonds initially shall be delivered against payment to the Initial Purchaser thereof. The Series 2024 Bonds so delivered to such Initial Purchaser shall be registered in accordance with the instructions of such Initial Purchaser. Each Initial Purchaser shall be required to promptly surrender any Initial Series 2024 Bond received by such Initial Purchaser for exchange. Series 2024 Bonds issued in exchange shall be registered in the name of Cede & Co., as nominee of DTC, as Holder, and held in the custody or on behalf of DTC. Unless otherwise requested by DTC, a single certificate will be issued and delivered to DTC or its designee for each series and maturity and of the Series 2024 Bonds. Beneficial owners of Series 2024 Bonds will not receive physical delivery of Series 2024 Bond certificates except as provided hereinafter. For so long as DTC shall continue to serve as securities depository for the Series 2024 Bonds as provided herein, all transfers of beneficial ownership interests therein will be made by book entry only, and no investor or other party purchasing, selling or otherwise transferring beneficial ownership of Series 2024 Bonds is to receive, hold or deliver any Series 2024 Bond certificate.

With respect to Series 2024 Bonds registered in the name of Cede & Co., as nominee of DTC, none of the Board or the applicable Paying Agent or Registrar shall have any responsibility or obligation to any DTC Participant or to any Person on whose behalf a DTC Participant holds an interest in the Series 2024 Bonds. Without limiting the immediately preceding sentence, none of the Board or any Paying Agent or Registrar shall have any 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 Series 2024 Bonds, (ii) the delivery to any DTC Participant or any other Person, other than a Holder, as shown on the Bond Register, of any notice with respect to the Series 2024 Bonds, including any notice of redemption, and (iii) the

payment to any DTC Participant or any other Person, other than a Holder, of any amount with respect to principal of and premium, if any, or interest on the Series 2024 Bonds.

Replacement Series 2024 Bonds may be issued directly to beneficial owners of Series 2024 Bonds other than DTC, or its nominee, but only in the event that (i) DTC determines not to continue to act as securities depository for the Series 2024 Bonds (which determination shall become effective no less than 90 days after written notice to such effect to the Board and the applicable Paying Agent and Registrar), or (ii) the Board has advised DTC of its determination (which determination is conclusive as to DTC and the beneficial owners of the Series 2024 Bonds) that DTC is incapable of discharging its duties as securities depository for the Series 2024 Bonds, or (iii) the Board has determined (which determination is conclusive as to DTC and the beneficial owners of the Series 2024 Bonds) that the interests of the beneficial owners of the Series 2024 Bonds might be adversely affected if such book entry only system of transfer is continued. Upon occurrence of any event described in (i) or (ii) above, the Board shall use its best efforts to attempt to locate another qualified securities depository. If the Board fails to locate another qualified securities depository to replace DTC, the Board shall cause to be executed, authenticated and delivered replacement Series 2024 Bonds, in certificated form, to the DTC Participants having an interest in the Series 2024 Bonds as shown on the records of DTC provided by DTC to the Board. In the event that the Board makes the determination noted in (iii) above and has made provisions to notify the beneficial owners of the Series 2024 Bonds of such determination by mailing an appropriate notice to DTC, it shall cause to be issued replacement Series 2024 Bonds in certificated form to the DTC Participants having an interest in the Series 2024 Bonds as shown on the records of DTC provided by DTC to the Board. The Board undertakes no obligation to make any investigation to determine the occurrence of any events that would permit the Board to make any determination described in (i) or (iii) above.

Whenever, during the term of the Series 2024 Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), the requirements in this Resolution of holding, registering, delivering, exchanging or transferring Series 2024 Bonds shall be deemed modified to require the appropriate Person to meet the requirements of DTC (or such successor securities depository) as to holding, registering, delivering, exchanging or transferring the book entry to produce the same effect.

Whenever, during the term of the Weekly Rate Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), tenders of Weekly Rate Bonds shall be made pursuant to DTC's (or any successor securities depository's) deliver order procedures or repayment option procedures, as applicable, as are in effect from time to time. Upon remarketing of Weekly Rate Bonds, payment of the Purchase Price thereof shall be made to DTC (or any successor securities depository), and no surrender of Weekly Rate Bonds is required. Such sales shall be made through the DTC Participants (which may include the Remarketing Agent) to the new beneficial owners of such Weekly Rate Bonds, and the DTC Participants shall transmit payment to beneficial owners whose Weekly Rate Bonds were purchased pursuant to a remarketing. The Board and each Registrar, Paying Agent, Tender Agent, Liquidity Provider and Remarketing Agent are not responsible for transfer of payment to the DTC Participants or beneficial owners.

If at any time DTC ceases to hold the Series 2024 Bonds, all references herein to DTC shall be of no further force or effect.

Anything to the contrary contained herein notwithstanding, this Section 2.10 shall not apply to a series of the Series 2024 Bonds if so provided in a Pricing Certificate.

ARTICLE III

REDEMPTION OF SERIES 2024 BONDS

Section 3.1. Redemption. (a) Series 2024 Bonds (including Purchased Bonds) shall be subject to scheduled mandatory sinking fund redemption and shall be redeemed on the dates and in the respective principal amounts set forth in the related Purchase Contract or Pricing Certificate, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption. The principal amount of Series 2024 Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Series 2024 Bonds of the same series and having the same stated maturity which (A) at least 45 days prior to such mandatory sinking fund redemption date, (1) shall have been acquired by the Board and delivered to the applicable Registrar for cancellation, or (2) shall have been acquired and canceled by such Registrar at the direction of the Board, or (3) shall have been redeemed pursuant to any redemption provision set forth below and (B) shall have not been previously credited against a scheduled mandatory sinking fund redemption.

(b) The Weekly Rate Bonds (including Purchased Bonds) shall be subject to redemption prior to maturity on the first Business Day of any month, at the option and direction of the Board, in whole or in part, at a redemption price of par plus accrued interest. In the case of any such redemption, the Board shall select the maturity or maturities of the Weekly Rate Bonds to be redeemed and the amounts thereof in Authorized Denominations.

(c) Any series of Series 2024 Bonds issued as other than Weekly Rate Bonds shall be subject to redemption prior to maturity, at the option and direction of the Board, during the periods and at the redemption prices set forth in the related Purchase Contract or Pricing Certificate, plus accrued interest to the date fixed for redemption

(d) Converted Fixed Rate Bonds shall be subject to redemption prior to maturity, at the option and direction of the Board, during the periods specified below, in whole at any time or in part from time to time, at the redemption prices (expressed as a percentage of principal amount) hereinafter indicated, plus accrued interest, if any, to the redemption date:

<u>Length of Fixed Interest Rate Period (expressed in years)</u>	<u>Redemption Prices</u>
greater than 15	after 10 years at 102%, declining by 1% every year to 100%
less than or equal to 15 and greater than 10	after 7 years at 102%, declining by 1% every year to 100%
less than or equal to 10 and greater than 7	after 5 years at 102%, declining by 1% every year to 100%
less than or equal to 7 and greater than 4	after 3 years at 101%, declining by 1% after a year to 100%
less than or equal to 4	after 2 years at 100%

In the case of any such redemption, the Board shall select the maturity or maturities of the Fixed Rate Bonds to be redeemed and the amounts thereof in Authorized Denominations.

(e) In the case of any redemption of less than all of the Series 2024 Bonds of a particular series and maturity, the particular Series 2024 Bonds within each such series and maturity to be redeemed shall be selected by the applicable Registrar by lot in such manner as such Registrar shall deem fair and appropriate; provided that during any period in which ownership of such Series 2024 Bonds is determined only by a book entry at a securities depository, if less than the entire principal amount Outstanding of all Series 2024 Bonds of the same series and maturity is to be redeemed, the interests to be redeemed of the beneficial owners of such Series 2024 Bonds shall be selected in accordance with the arrangements between the Board and the securities depository.

(f) Anything in this Section 3.1 to the contrary notwithstanding, in the event of any (i) optional redemption of Weekly Rate Bonds, Purchased Bonds of the same series shall be selected first for such redemption to the extent there are any such Purchased Bonds, provided that the Board may select the maturity or maturities of Purchased Bonds to be so redeemed and the amounts thereof in Authorized Denominations, and (ii) mandatory sinking fund redemption of Weekly Rate Bonds, Purchased Bonds of the same series and maturity being redeemed shall be selected first for such redemption to the extent there are any such Purchased Bonds.

Section 3.2. Notice of Redemption. At least 30 days prior to the date fixed for any redemption of Series 2024 Bonds, a written notice of such redemption shall be sent by first class mail, postage prepaid by the Registrar to the Holders of the applicable series of Series 2024 Bonds to be redeemed on such date. All notices of redemption shall state: (1) the date of redemption and general mailing of such notices; (2) the redemption price; (3) the identification (including complete official name and series designation and issue date), the CUSIP number, if any, certificate number (and in the case of partial redemption, the respective principal amounts), interest rates and maturity dates of the Series 2024 Bonds to be redeemed; (4) that on the redemption date the redemption price will become due and payable on each such Series 2024

Bond, and that interest thereon shall cease to accrue from and after such date; and (5) the name and address of the applicable Paying Agent, including the name and telephone number of a contact person and the place where such Series 2024 Bonds are to be surrendered for payment of the redemption price. By the date fixed for any such redemption, due provision shall be made by the Board with the applicable Paying Agent for the payment of the required redemption price for such Series 2024 Bonds or the portions thereof which are to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, such Series 2024 Bonds, or the portions thereof which are to be so redeemed, thereby automatically shall be redeemed prior to their scheduled maturities, and shall not bear interest after the date fixed for their redemption, and shall not be regarded as being Outstanding except for the right of the Holders thereof to receive the redemption price therefor from the applicable Paying Agent out of the funds provided for such payment. The applicable Registrar shall record in the related Bond Register all such redemptions of principal of the Series 2024 Bonds or any portion thereof. If only a portion of any Series 2024 Bond shall be redeemed, a substitute Series 2024 Bond or Series 2024 Bonds, having the same series and maturity date, bearing interest at the same rate, in any Authorized Denomination which may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder thereof upon the surrender thereof for cancellation, at the expense of the Board, all as provided in this Resolution. For all purposes of this Resolution, unless the context otherwise requires, all provisions relating to the redemption of Series 2024 Bonds shall relate, in the case of any Series 2024 Bond redeemed or to be redeemed only in part, to the portion of the principal of such Series 2024 Bond that has been or is to be redeemed.

In addition to the notice of redemption required above, the applicable Registrar shall send notice of redemption by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (1) to any Holder of \$1,000,000 or more in principal amount of the applicable series of Series 2024 Bonds; (2) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (3) to any securities depository that is a Holder of such Series 2024 Bonds. In addition, in the event of a redemption caused by an advance refunding of Series 2024 Bonds, the applicable Registrar shall send a second notice of redemption to all Holders of such Series 2024 Bonds at least thirty (30) days but not more than ninety (90) days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. A Registrar shall also send a notice of redemption to the Holder of any applicable Series 2024 Bond called for redemption who has not sent such Series 2024 Bond in for redemption sixty (60) days after the redemption date.

Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this Section or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Series 2024 Bonds.

ARTICLE IV

FUNDS AND INVESTMENTS

Section 4.1. Establishment of Fund II. The Comptroller (as successor to the Treasurer of the State) has established in the State Treasury the "Veterans' Housing Assistance Fund II," referred to herein as "Fund II." The Board hereby confirms and ratifies the establishment of Fund II and agrees to maintain Fund II until all Bonds have been paid in full.

Section 4.2. Deposits to Fund II. Fund II is and shall be comprised of, and where feasible it is the duty of the Board, and the officers of the Board are hereby authorized and directed, to deposit into Fund II, the following:

(i) any interest of the Board in Home Loans made from money in Fund II pursuant to the Program including proceeds of any insurance thereon or on the homes;

(ii) the proceeds derived from the sale or other disposition of the Board's interest in Home Loans;

(iii) the money attributable to any Bonds (except Expenses Attributable to Bonds) issued and sold by the Board to provide money for Fund II which shall include, but shall not be limited to, the proceeds from the issuance and sale of such Bonds;

(iv) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans;

(v) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Bonds to comply with the person's bid and accept and pay for such Bonds;

(vi) payments received by the Board under bond enhancement agreements with respect to the Bonds;

(vii) interest received from investments of any such money; and

(viii) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II.

The Board may deposit other moneys to the credit of Fund II, including moneys transferred by the Board from the Veterans' Land Fund and Fund I, which are eligible under the Constitution and applicable laws of the State for such deposit or transfer.

Section 4.3. Home Loans. (a) Money in Fund II, including the proceeds from the sale of Bonds, may be used by the Board in the making of Home Loans as provided in the Act, the payment of Expenses Attributable to Home Loans and Expenses Attributable to Bonds, and, as herein provided, the payment of the principal of and premium, if any, and interest on the Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds; provided, that the language of this paragraph shall not be construed

to prevent the investment of the moneys in Fund II when permitted by the Constitutional Provision or the Act.

(b) The Board will fix interest rates to be charged Veterans receiving Home Loans from the Board which will assure that the proceeds from payments and repayments of Home Loans, together with other legally available moneys, including, without limitation, anticipated transfers from the Veterans' Land Fund or Fund I, will exceed the amount of payments the Board is required to make from Fund II for the payment of interest on and principal of the Bonds as such come due and mature, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, and to the extent permitted by the Constitution and applicable laws of the State, the Board covenants to transfer such amounts from the Veterans' Land Fund and Fund I as are necessary to cause available amounts in Fund II to be sufficient for such payment.

Section 4.4. Source of Payment. (a) The principal of and interest on the Series 2024 Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Series 2024 Bonds, shall be and are hereby made general obligations of the State pursuant to the Constitutional Provision, and for the faithful performance in proper time and manner of each official or other act required and necessary to provide for the prompt payment of principal of and interest on each of the Series 2024 Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Series 2024 Bonds, when due the resources of the Board to the extent herein provided and the full faith and credit of the State are hereby pledged.

(b) All payments of the principal of and interest on the Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, shall be made from Fund II; provided, that if the Legislature of the State shall later provide additional sources from which the principal of or the interest on the Bonds, including payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, may be paid, the Board, its officers, the Comptroller and all other officers and employees of the State are hereby authorized and requested, and, to the extent that they are under the jurisdiction of this Board, directed to take all steps necessary to accomplish the use of such additional funds for such purpose, without releasing the continuing right of the Holders to the present sources prescribed by the Constitutional Provision and the Act for the payment of such principal and interest.

(c) The Board recognizes the absolute and ultimate obligation of the State to provide during each Fiscal Year all moneys necessary to pay the principal of and interest on the Bonds, including money to make payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, and recognizes that the Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Bonds, including money to make payments by the Board under bond enhancement agreements with respect to principal of or interest on the Bonds, "there is appropriated out of the first money coming into the treasury in each fiscal year, not otherwise appropriated by this constitution, an amount that is sufficient to pay the principal of and interest on the general obligation bonds that mature or come due during that fiscal year or to make bond enhancement payments with respect to those bonds."

Section 4.5. Other Uses of Fund II Moneys. (a) The Constitutional Provision provides that receipts of all kinds of Fund II determined by the Board not to be required for the payment of principal of and interest on Bonds or other general obligation bonds hereafter authorized by the Constitution of the State to provide money for Fund II, including payments by the Board under bond enhancement agreements with respect to principal of or interest on Bonds and such other general obligation bonds, may be used by the Board, to the extent not inconsistent with the proceedings authorizing such bonds, to (1) make temporary transfers to either the Veterans' Land Fund or Fund I to avoid a temporary cash deficiency in that fund or make a transfer to either of those funds for the purposes of that fund; (2) pay the principal of and interest on general obligation bonds issued to provide money for either the Veterans' Land Fund or Fund I or make bond enhancement payments with respect to such bonds; or (3) pay the principal of and interest on revenue bonds of the Board or make bond enhancement payments with respect to such bonds. In accordance with the Constitutional Provision, the Board reserves the right to use the moneys in Fund II for such purposes, or for any other purpose from time to time authorized by the Constitutional Provision.

(b) The Constitutional Provision also provides that if the Board determines that assets from Fund II are not required for the purposes of Fund II, the Board may (i) transfer the assets to either the Veterans' Land Fund or Fund I, (ii) use the assets to secure revenue bonds issued by the Board under the Constitutional Provision, (iii) use the assets to plan and design, operate, maintain, enlarge or improve veterans cemeteries, or (iv) use the assets to plan and design, construct, acquire, own, operate, maintain, enlarge, improve, furnish, or equip veterans homes. In accordance with the Constitutional Provision, the Board reserves the right to use the assets from Fund II for such purposes, or for any other purpose from time to time authorized by the Constitutional Provision.

Section 4.6. Program Administration. The Program may be administered on behalf of the Board by one or more administrators, each of which shall be a nationally recognized institution with previous experience in the administration of mortgage lending programs, and whose duties shall be specified in an agreement between the Board and the administrator named therein. Currently, the Program administrators are Gateway Mortgage Group, LLC as "Loan Origination Administrator" and Nationstar Mortgage LLC as "Master Servicer." Home Loans may (i) be originated by the Board, or (ii) be originated and serviced through qualified lending institutions in the State, which shall be subject to the approval of the Board.

Section 4.7. Investments. The moneys of Fund II which are not immediately committed to the payment of principal of and interest on the Bonds, the making of Home Loans as herein provided, or the payment of expenses as herein provided may be invested in Eligible Investments until such funds are needed for such purposes.

ARTICLE V

COVENANTS OF THE BOARD

Section 5.1. Payment Procedures. (a) The Board hereby covenants that it shall establish procedures with the Comptroller whereby sufficient moneys shall be withdrawn from Fund II and forwarded to each Paying Agent for the payment of interest on and principal of the

Series 2024 Bonds coming due on each interest or principal payment date. In addition, the Board covenants that as of each principal payment date and Interest Payment Date for a series of Series 2024 Bonds it will make available to the applicable Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of a series of Series 2024 Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

If the date for the payment of the principal of or interest on the Series 2024 Bonds is a day other than a Business Day, then the date for such payment shall be the next succeeding Business Day, and payment on such date shall have the same force and effect as if made on the original date payment was due.

Section 5.2. Paying Agent and Registrar. (a) The Board covenants with the Holders that at all times while the Series 2024 Bonds are Outstanding, the Board will provide a competent and legally qualified Paying Agent and Registrar for each series of Series 2024 Bonds under this Resolution, and that the Paying Agent and Registrar for such series shall be one entity, except during any period when such Series 2024 Bonds are registered only by means of a book entry at a securities depository. The Board reserves the right to, and may, at its option, change any Paying Agent or Registrar upon not less than 30 days written notice to such Paying Agent or Registrar. In the event that an entity at any time acting as Paying Agent or Registrar (or the successor thereto by merger, acquisition, or other method) should resign or otherwise cease to act as such, the Board covenants that it will appoint promptly a competent and legally qualified national or state banking institution which shall be an entity organized and doing business under the laws of the United States of America or of any state, authorized under such laws to exercise trust powers, subject to supervision or examination by federal or state authority, and, if the previous Paying Agent or Registrar was a banking institution, whose qualifications substantially are similar to the previous Paying Agent or Registrar, as appropriate, to act as Paying Agent or Registrar under this Resolution. Upon any change in a Registrar, the previous Registrar promptly shall transfer and deliver the related Bond Register (or a copy thereof), along with all other pertinent books and records relating to the applicable Series 2024 Bonds, to the new Registrar designated and appointed by the Board. Upon any change in a Paying Agent, the previous Paying Agent promptly shall transfer and deliver the records regarding payments of principal of and interest on the applicable Series 2024 Bonds (or a copy thereof) it has kept and maintained, along with all other pertinent books and records relating to payments made regarding such Series 2024 Bonds, to the new Paying Agent designated and appointed by the Board. Upon any change in Paying Agent or Registrar, the Board promptly will cause a written notice thereof to be sent by the new Registrar to each applicable Holder by first class mail, postage prepaid, which notice also shall give the address of the new Paying Agent or Registrar, as appropriate. By accepting the position and performing as such, each Paying Agent and Registrar shall be deemed to have agreed to the provisions of this Resolution, and a certified copy of this Resolution shall be delivered to each Paying Agent and Registrar.

In addition, the Board hereby covenants with the Holders that it will (i) pay the reasonable and standard or customary fees and charges of each Paying Agent for its services with

respect to the payment of the principal of and interest on the Series 2024 Bonds, when due, and (ii) pay the fees and charges of each Registrar for services with respect to the transfer of registration of Series 2024 Bonds solely to the extent provided in Section 2.6(f), and with respect to the conversion and exchange of Series 2024 Bonds solely to the extent provided in Section 2.6(f).

Section 5.3. Tax Covenants. (a) Definitions. The following terms shall have the meanings given below when used in this Section 5.3:

“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).

“Contract for Deed Exception” shall mean the exception from certain Home Loan eligibility requirements available with respect to a mortgagor possessing land under a contract for deed, as provided in Section 143(i)(1)(C) of the Code. “Costs of Issuance” shall mean costs to the extent incurred in connection with, and allocable to, the issuance of an issuance of obligations within the meaning of Section 147(g) of the Code. For example, Costs of Issuance include the following costs, but only to the extent incurred in connection with, and allocable to, the borrowing: underwriters’ spread; counsel fees; financial advisory fees; fees paid to an organization to evaluate the credit quality of an issue; trustee fees; paying agent fees; bond registrar, certification and authentication fees; accounting fees; printing costs for bonds and offering documents; public approval process costs; engineering and feasibility study costs; guarantee fees, other than qualified guarantees; and similar costs.

“Investment Proceeds” is defined in section 1.148-1(b) of the Regulations and, generally, consist of any amounts actually or constructively received from investing Proceeds.

“Net Proceeds” means Proceeds of an issue reduced by amounts in a reasonably required reserve or replacement fund.

“Origination Agreement” means any agreement between the Board and a Participant providing for the origination of Home Loans by the Participant.

“Participant” means any entity that originates Home Loans through its participation in the Program.

“Proceeds” is defined in section 1.148-1(b) of the Regulations and, generally, means any Sale Proceeds, Investment Proceeds and Transferred Proceeds.

“Program Guide” means the Mortgage Origination, Sale and Servicing Guide and the program guidelines referred to therein.

“Qualified Veteran” means “qualified veteran” as defined in Section 143(l)(4) of the Code.

“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.

“Sale Proceeds” is defined in section 1.148-1(b) of the Regulations and, generally, consist of any amounts actually or constructively received from the sale (or other disposition) of any obligation, including amounts used to pay underwriters’ discount or compensation and accrued interest other than Pre-Issuance Accrued Interest. Sale Proceeds also include amounts derived from the sale of a right that is associated with any obligation and that is described in section 1.148-4(b)(4) of the Regulations.

“Single Family Residence” means any “residence” described in Section 6a.103A-2(d)(4) of the Regulations and includes two-, three- and four-family residences described in Section 6a.103A-1(b)(6) of the Regulations.

“Transferred Proceeds” means (i) with respect to an issue of Series 2024 Bonds, yield as determined in accordance with Section 143(g)(2)(C) of the Code and (ii) with respect to the Home Loans allocable to an issue of Series 2024 Bonds, the effective rate of mortgage interest as determined in accordance with Section 143(g)(2)(B) of the Code.

“Yield” means yield as determined in accordance with Sections 143(g) and 148(h) of the Code, and the applicable provisions of Sections 1.148-1 through 1.148-10 of the Regulations.

(b) General Tax Covenant. The Board covenants not to take any action, or knowingly omit to take any action, within its control, that, if taken or omitted, respectively, would cause the interest on any Series 2024 Bonds to be includable in gross income for federal income tax purposes. In furtherance thereof, the Board covenants to comply with section 103 and 141, 143, and 146 through 150 of the Code and the provisions set forth in the Federal Tax Certificate executed by the Board in connection with an issue of Series 2024 Bonds. The Board will not be required to comply with any of the federal tax covenants set forth in this Section 5.3 if the Board has received a Favorable Opinion of Bond Counsel regarding such noncompliance.

(c) Use of Proceeds. The Board covenants that at least 95% of the Net Proceeds of each series of Series 2024 Bonds will be used to finance Home Loans for Qualified Veterans. The Board further covenants that (i) no portion of the proceeds of a series of Series 2024 Bonds will be used in a way that would cause such Series 2024 Bonds to meet the private business use tests set forth in Section 141(b)(1) and (2) of the Code and applicable Regulations thereunder and (ii) no portion of the proceeds of a series of Series 2024 Bonds will be used to provide any airplane, skybox or other private luxury box, health club facility, facility primarily used for gambling, or any store the principal business of which is the sale of alcoholic beverages for consumption off premises.

(d) Mortgage Eligibility Requirements.

(i) The Board covenants: (A) to attempt in good faith to meet, with respect to each Home Loan, before the execution thereof, the mortgage eligibility requirements of Section 143(c), (g), (i)(1) and (l) of the Code (as more fully described below in this

Section), by placing restrictions in the Origination Agreement that permit the origination and purchase of Home Loans only in accordance with such requirements and by establishing reasonable procedures to ensure compliance with such requirements including investigation by the Participants and the Program administrator (or its agent) to determine that each Home Loan meets such requirements; and (B) to correct any failure to meet such requirements within a reasonable period after such failure is first discovered by causing the non-qualifying Home Loan to be accelerated or to be replaced with a Home Loan that meets such requirements if the non-qualifying Home Loan defect cannot be cured within such reasonable period.

(ii) The Board covenants to require, and the Origination Agreement and the Program Guide require, with respect to each Home Loan, a certification of the mortgagor and other appropriate evidence demonstrating that the mortgagor is a Qualified Veteran. In determining whether a person is a Qualified Veteran, the Board may rely on copies of the mortgagor's Certificate of Discharge indicating that the mortgagor served on active duty at some time, and stating the date on which the mortgagor left active service, provided that neither the Board nor the Participant originating the Home Loan knows or has reason to believe that such certificate is false.

(iii) The Board covenants to require, and the Origination Agreement and the Program Guide require, with respect to each Home Loan, a certification of the mortgagor and other appropriate evidence demonstrating that the residence being financed with the proceeds of such Home Loan is a Single Family Residence located within the State that the mortgagor reasonably expects to occupy as his or her principal residence within a reasonable time (e.g., 60 days) after the financing is provided.

(iv) The Board covenants to require, and the Origination Agreement and the Program Guide require, with respect to each Home Loan, a certification of the mortgagor and other appropriate evidence demonstrating that, in accordance with Section 143(i) of the Code, the Home Loan is not made for the purpose of acquiring or replacing an existing mortgage (i.e., that the mortgagor does not have an existing mortgage (whether or not paid off) on the residence securing the Home Loan at any time prior to the execution of the Home Loan), except for a mortgage falling within the Contract for Deed Exception or a mortgage securing a construction period loan or a bridge loan or other similar temporary initial financing having a term of 24 months or less. The Board further covenants not to permit the assumption of any Home Loan unless the requirements described in this Section 5.3(d) are met with respect to such assumption.

(v) The Board covenants to require, and the Origination Agreement and the Program Guide require, that each Home Loan include provision for acceleration in the event that the Board discovers that any of such mortgage eligibility requirements described in this Section 5.3(d) have not been met with respect to such Home Loan.

(vi) The following terms used in this Section 5.3(d) shall have the respective meanings set forth in Section 143 of the Code and applicable Regulations thereunder: mortgage, principal residence, residence and single-family residence.

(e) Mortgage Rate. The Board will take all actions necessary to ensure that the blended Yield on the Home Loans properly allocable under Sections 1.148-1 through 1.148-10 of the Regulations to an issue of Series 2024 Bonds will not exceed the Yield on such issue of Series 2024 Bonds (all as computed by or on behalf of the Board in accordance with Section 143(g) of the Code and Sections 1.148-1 and 1.148-10 of the Regulations) by more than 1.125%. To the extent that the Yield on the Home Loans allocable to an issue of Series 2024 Bonds exceeds the Yield on such issue of Series 2024 Bonds by more than 1.125%, the Department will make “yield reduction payments” to the federal government as set forth in Section 1.148-5(c) of the Regulations.

(f) No Arbitrage Covenant. The Board covenants that it will make such use of the Gross Proceeds of an issue of Series 2024 Bonds and related revenues, regulate investments of proceeds of any issue of Series 2024 Bonds and related revenues, and take such other and further action as may be required so that an issue of Series 2024 Bonds will not be “arbitrage bonds” within the meaning of Section 148(a) of the Code.

(g) Rebate of Arbitrage Profits. Pursuant to Section 143(g)(3)(D) of the Code, the Board hereby elects to pay to the United States any amounts described in Section 143(g)(3)(A) of the Code. The Board will pay to the United States such amounts at the times described in, and in such manner and accompanied by such forms or other information as is or may be required by the Regulations. Specifically, the Board will (i) maintain records regarding the investment of the Proceeds of each issue of Series 2024 Bonds as may be required to calculate the amount earned on the investment of the Proceeds of such issue of Series 2024 Bonds separately from records of amounts on deposit in the funds and accounts of the Board allocable to other bond issues of the Board or moneys that do not represent Proceeds of any bonds of the Board, (ii) calculate at such times as are required by applicable Regulations, the amount earned from the investment of the Proceeds of such issue of Series 2024 Bonds that is required to be rebated to the federal government, and (iii) pay, not less often than every fifth anniversary date of the delivery of such issue of Series 2024 Bonds or on such other dates as may be permitted under applicable Regulations, all amounts required to be rebated to the federal government. Further, the Board will not indirectly pay any amount otherwise payable to the federal government pursuant to the foregoing requirements to any Person other than the federal government by entering into any investment arrangements with respect to the proceeds of an issue of Series 2024 Bonds which results in a smaller profit or a larger loss than would have resulted if the transaction had been at arm’s length and had the Yield on such issue of Series 2024 Bonds not been relevant to either party.

(h) Limitations on Issuance Costs. The Board covenants that the Costs of Issuance financed with the proceeds of an issue of Series 2024 Bonds will not exceed two percent of the Sale Proceeds of such issue of Series 2024 Bonds.

(i) No Federal Guaranty. The Board covenants not to take any action, or knowingly omit to take any action within its control, that, if taken or omitted, respectively, would cause any Series 2024 Bonds to be “federally guaranteed” within the meaning of Section 149(b) of the Code, except as permitted by Section 149(b) of the Code.

(j) Information Reporting. The Board covenants to file or cause to be filed with the Secretary of the Treasury, not later than the fifteenth day of the second calendar month after the close of the calendar quarter in which an issue of Series 2024 Bonds is issued, an information statement concerning such issue of Series 2024 Bonds, all under and in accordance with Section 149(e) of the Code, and to file or cause to be filed such additional information reports as may be required by Section 149(e) of the Code. The Board further covenants to file or cause to be filed with the Secretary of the Treasury the information required by Treas. Reg. § 1.103A-2(k)(2)(ii) regarding the borrowers of the Proceeds of an issue of Series 2024 Bonds (using the format set forth in Treas. Reg. § 1.103A-2(k)(3)(iii)) not later than the fifteenth day of the second calendar month after the close of each reporting period. For purposes of the preceding sentence, a reporting period with respect to an issue of Series 2024 Bonds is the one-year period beginning the first day of the month in which the related Settlement Date occurs and ending the last day of the month preceding the month in which such Settlement Date occurs.

(k) Changes in Use of Mortgage Property. The Board acknowledges that the provisions of Section 150(b) of the Code (relating to changes in use of property financed with the proceeds of private activity bonds) will apply to the Home Loans, and covenants to advise each mortgagor with respect to a Home Loan of such provisions.

(l) Volume Limitation. The aggregate amount of the Series 2024 Bonds increased by the aggregate amount of all other “qualified veterans’ mortgage bonds” issued by the Board during calendar year 2024 does not exceed (a) the aggregate amount of qualified veterans’ mortgage bonds issued by the Board during the period beginning on January 1, 1979, and ending on June 22, 1984 (not including the amount of any qualified veterans’ mortgage bonds actually issued during the calendar year, or the applicable proportion of 1984, in such period for which the amount of such bonds was the lowest), divided by (b) the number (not to exceed five) of calendar years after 1978 and before 1985 during which the Board issued qualified veterans’ mortgage bonds (excluding any qualified veterans’ mortgage bonds issued after June 22, 1984).

(m) Hedge Bonds. The Board covenants that not more than 50 percent of the Sale Proceeds of an issue of Series 2024 Bonds will be invested in nonpurpose investments having a substantially guaranteed yield for four years or more within the meaning of Section 149(g)(3)(A)(ii) of the Code, and the Board reasonably expects that at least 85 percent of the spendable proceeds of such issue of Series 2024 Bonds will be used to carry out the governmental purposes of such issue of Series 2024 Bonds within the three year period beginning on the Settlement Date of the issue of Series 2024 Bonds.

(n) Record Retention. The Board will retain all pertinent and material records relating to the use and expenditure of the Proceeds of an issue of Series 2024 Bonds until three years after the last such issue of Series 2024 Bond is redeemed, or such shorter period as authorized by subsequent guidance issued by the Department of Treasury, if applicable. All records will be kept in a manner that ensures their complete access throughout the retention period. For this purpose, it is acceptable that such records are kept either as hardcopy books and records or in an electronic storage and retrieval system, provided that such electronic system includes reasonable controls and quality assurance programs that assure the ability of the Board to retrieve and reproduce such books and records in the event of an examination of any issue of Series 2024 Bonds by the Internal Revenue Service.

(o) Continuing Obligation. Anything in this Resolution to the contrary notwithstanding, the Board's obligations under the covenants and provisions of this Section 5.3 will survive the defeasance and discharge of an issue of Series 2024 Bonds for as long as such matters are relevant to the excludability of interest on such issue of the Series 2024 Bonds from gross income for federal income tax purposes.

ARTICLE VI

SUPPLEMENTS AND AMENDMENTS

Section 6.1. Amendment of Resolution With Consent of Holders. (a) The Holders of a series of Series 2024 Bonds aggregating a majority in principal amount of the aggregate principal amount of such Series 2024 Bonds at the time Outstanding (but not including in any case Series 2024 Bonds which may then be held or owned by or for the account of the Board) shall have the right from time to time to approve an amendment of this Resolution affecting such Series 2024 Bonds which may be deemed necessary or desirable by the Board; provided, however, that nothing herein contained shall permit or be construed to permit the amendment of the terms and conditions contained in this Resolution or in such Series 2024 Bonds so as to:

- (i) make any change in the maturity of any of the Series 2024 Bonds of such series;
- (ii) reduce the rate of interest borne by any of the Series 2024 Bonds of such series;
- (iii) reduce the amount of the principal payable on any of the Series 2024 Bonds of such series;
- (iv) modify the terms of payment of principal of or interest on such Series 2024 Bonds, or any of them, or impose any conditions with respect to such payment;
- (v) change the minimum percentage of the principal amount of such Series 2024 Bonds necessary for consent to such amendment; or
- (vi) affect the rights of the Holders of less than all of the Series 2024 Bonds of such series then Outstanding,

unless such amendment or amendments be approved by the Holders of all of such Series 2024 Bonds at the time Outstanding.

(b) If at any time the Board shall desire to amend this Resolution under this Section, the Board shall cause notice of the proposed amendment to be published in a financial newspaper or journal published in the City of New York, New York, or the City of Austin, Texas, once during each calendar week for at least four successive calendar weeks. Such notice shall briefly set forth the nature of the proposed amendment and shall state that a copy thereof is on file at the principal office of the Board and the designated office of the Registrar for inspection by all

holders of such Series 2024 Bonds. Such publication is not required, however, if notice in writing is given to each Holder of the applicable series of Series 2024 Bonds.

(c) Whenever at any time, within one year from the date of this publication of said notice or other service of written notice, the Board shall receive an instrument or instruments executed by the Holders of a majority in aggregate principal amount of Series 2024 Bonds of the applicable series then Outstanding, which instrument or instruments shall refer to the proposed amendment described in said notice and which specifically consent to and approve such amendment in substantially the form of the copy thereof on file with the Registrar, the Board may adopt the amendatory resolution in substantially the same form.

(d) Any consent given by the Holder of a Series 2024 Bond pursuant to the provisions of this Resolution shall be irrevocable for a period of six months from the date of the first publication or mailing of the notice provided for in this Resolution, and shall be conclusive and binding upon all future Holders of the same Series 2024 Bond during such period. Such consent may be revoked at any time after six months from the date of the first publication or mailing of such notice by the holder who gave such consent, or by a successor in title, by filing notice of such revocation with the Registrar and the Board, but such revocation shall not be effective if the Holders of a majority in aggregate principal amount of the Series 2024 Bonds of the applicable series Outstanding as in this Section defined have, prior to the attempted revocation, consented to and approved the amendment.

(e) For the purposes of this Section, proof of ownership of any Series 2024 Bond shall be established by the registration of any such Series 2024 Bond on the Bond Register kept and maintained by the applicable Registrar.

Section 6.2. Amendment of Resolution Without Consent of Holders. The foregoing provisions of this Article notwithstanding, the Board may, without the consent of the Holders, pursuant to amendatory resolution, from time to time:

(i) impose conditions or restrictions additional to, but not in diminution of, those contained in this Resolution, respecting the issuance of Bonds;

(ii) undertake covenants additional to but not inconsistent with those contained in this Resolution;

(iii) correct any ambiguity or correct or supplement any inconsistent or defective provision contained in this Resolution or any amendatory resolution;

(iv) adopt amendments to this Resolution that become effective as to a series of Series 2024 Bonds following a mandatory tender of all of such Series 2024 Bonds then Outstanding; or

(v) adopt amendments to this Resolution that, in the opinion of Bond Counsel, do not adversely affect the Holders.

Section 6.3. Effect of Amendatory Resolutions. Upon the adoption of any amendatory resolution pursuant to the provisions of this Section, this Resolution shall be deemed to be amended in accordance with such amendatory resolution, and the respective rights, duties and obligations of the Board under this Resolution and all the holders of Outstanding Series 2024 Bonds of the applicable series shall thereafter be determined, exercised and enforced hereunder, subject in all respects to such amendments.

Section 6.4. Bonds May Bear Notation of Changes. Series 2024 Bonds of the applicable series authenticated and delivered after the execution of any amendatory resolution pursuant to this Article may bear a notation in form approved by the applicable Registrar as to any matter provided for in such amendatory resolution. If the Board or the applicable Registrar shall so determine, new Series 2024 Bonds of the applicable series so modified as to conform, in the opinion of the Board and such Registrar, to any such amendatory resolution may be prepared and executed by the Board and authenticated and delivered by such Registrar in exchange for Series 2024 Bonds of the applicable series then Outstanding.

ARTICLE VII

FIXED RATE BONDS DEEMED PAID

Section 7.1. Fixed Rate Bonds Deemed Paid. Any Fixed Rate Bond shall be deemed to be paid and no longer Outstanding when payment of the principal of and premium, if any, on such Bond, plus interest thereon to the due date thereof (whether such due date be by reason of maturity, redemption, or otherwise), either (i) shall have been made or caused to be made in accordance with the terms thereof, or (ii) shall have been provided by irrevocably depositing with a paying agent, in trust and irrevocably set aside exclusively for such payment, (1) money sufficient to make such payment or (2) Defeasance Obligations, certified by an independent public accounting firm of national reputation to mature as to principal and interest in such amounts and at such times as will insure the availability, without reinvestment, of sufficient money to make such payment, and all necessary and proper fees, compensation and expenses of such paying agent for such Fixed Rate Bonds, with respect to which such deposit is made, shall have been paid or the payment thereof provided for. At such time as a Fixed Rate Bond shall be deemed to be paid hereunder, as aforesaid, it shall no longer be secured by or entitled to the benefits of this Resolution, except for the purposes of any such payment from such money or Defeasance Obligations.

Section 7.2. Application of Trust Money. (a) The deposit under clause (ii) of Section 7.1 shall be deemed a payment of a Fixed Rate Bond as aforesaid when proper notice of redemption of such Bond shall have been given, in accordance with this Resolution. Any money so deposited with a paying agent as provided in this Section may at the discretion of the Board also be invested in Defeasance Obligations, maturing in the amounts and at the times as hereinbefore set forth, and all income from all Defeasance Obligations in possession of a paying agent pursuant to this Section which is not required for the payment of such Bond and premium, if any, and interest thereon, with respect to which such money has been so deposited, shall be turned over to the Board.

(b) Notwithstanding any provision of any other Section of this Resolution which may be contrary to the provisions of this Section, all money or Defeasance Obligations set aside and held in trust pursuant to the provisions of this Section for the payment of principal of the particular Fixed Rate Bonds and premium, if any, and interest thereon, shall be applied to and used solely for the payment of the particular Fixed Rate Bonds and premium, if any, and interest thereon, with respect to which such money or Defeasance Obligations have been so set aside in trust.

(c) Notwithstanding anything elsewhere in this Resolution contained, if money or Defeasance Obligations have been deposited or set aside with a paying agent pursuant to this Section for the payment of Fixed Rate Bonds and such Fixed Rate Bonds shall not have in fact been actually paid in full, no amendment to the provisions of this Section shall be made without the consent of the Holder of each Fixed Rate Bond affected thereby.

ARTICLE VIII

CONTINUING DISCLOSURE UNDERTAKING

Section 8.1. Definitions. As used in this Article, the following terms have the meanings ascribed to such terms below:

“EMMA” means the Electronic Municipal Market Access website of the MSRB, with the web address as of the date hereof of www.emma.msrb.org.

“MSRB” means the Municipal Securities Rulemaking Board.

“Other Obligated Person” means a Person that is the mortgagor with respect to at least 20% in aggregate principal amount of the Home Loans in Fund II.

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

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

Section 8.2. Annual Reports. The Board shall provide annually to the MSRB, within six months after the end of each fiscal year ending in or after 2024 (or 2023 if the annual report for the fiscal year ending August 31, 2023, has not yet been filed on the Settlement Date of a series of Series 2024 Bonds), financial information and operating data with respect to the Board of the general type included in each final Official Statement authorized by Section 2.9 of this Resolution, being the information described in Exhibit D hereto. Any financial statements so to be provided shall be (1) prepared in accordance with the accounting principles described in Exhibit D hereto, (2) audited, if the Board commissions an audit of such statements and the audit is completed within the period during which they must be provided, and (3) submitted through EMMA, in an electronic format with accompanying identifying information, as prescribed by the MSRB. If the audit of such financial statements is not complete within such period, then the Board shall provide unaudited financial statements by the required time and will provide audited

financial statements for the applicable fiscal year to the MSRB, when and if the audit report on such financial statements becomes available.

If the Board 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 Board otherwise would be required to provide financial information and operating data pursuant to this Section.

If the Board changes the accounting principles under which its financial statements to be provided are prepared, it will provide notice of such change to the MSRB, including identification of the new accounting principles and such additional information as may be required under the Rule.

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 available to the public on EMMA or filed with the SEC.

The Board represents that no Veteran eligible to participate in the Program is an "obligated person" (as defined in the Rule) for whom financial information or operating data would be presented in the final Official Statement authorized by Section 2.9 of this Resolution.

Section 8.3. Event Notices. The Board shall notify the MSRB, in a timely manner but in any event within ten Business Days, of any of the following events with respect to a series of Series 2024 Bonds subject to the Rule:

- (A) Principal and interest payment delinquencies;
- (B) Non-payment related defaults, if material;
- (C) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (D) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (E) Substitution of credit or liquidity providers, or their failure to perform;
- (F) 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 such Series 2024 Bonds, or other material events affecting the tax status of such Series 2024 Bonds;
- (G) Modifications to rights of holders of such Series 2024 Bonds, if material;
- (H) Series 2024 Bond calls of the applicable series, if material, and tender offers;

- (I) Defeasances;
- (J) Release, substitution, or sale of property securing repayment of such Series 2024 Bonds, if material;
- (K) Rating changes;
- (L) Bankruptcy, insolvency, receivership or similar event of the Board;
- (M) Consummation of a merger, consolidation or acquisition involving the Board or the sale of all or substantially all of the assets of the Board, other than in the ordinary course of business, the entry of a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, or than pursuant to its terms, if material; and
- (N) Appointment of a successor Paying Agent or Registrar or change in the name of the applicable Paying Agent or Registrar, if material.

As used in clause (L) above, the phrase “bankruptcy, insolvency, receivership or similar event” means the appointment of a receiver, fiscal agent or similar officer for the Board in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court of governmental authority has assumed jurisdiction over substantially all of the assets or business of the Board, or if jurisdiction has been assumed by leaving the Board and official or officers of the Board 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 Board.

The Board shall notify the MSRB, in a timely manner, of any failure by the Board to provide financial information or operating data in accordance with Section 8.2 of this Resolution by the time required by such Section.

Section 8.4. Limitations, Disclaimers and Amendments. The Board shall be obligated to observe and perform the covenants specified in this Article for so long as, but only for so long as, the Board remains an “obligated person” with respect to a series of Series 2024 Bonds within the meaning of the Rule, except that the Board in any event will give the notice required by Section 8.3 of any Series 2024 Bond calls and defeasance of the applicable series that cause the Board to be no longer such an “obligated person.”

The provisions of this Article are for the sole benefit of the Holders and beneficial owners of the Series 2024 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 Board 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 Board’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 Board does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Series 2024 Bonds at any future date.

UNDER NO CIRCUMSTANCES SHALL THE BOARD BE LIABLE TO THE HOLDER OR BENEFICIAL OWNER OF ANY SERIES 2024 BOND OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE BOARD, WHETHER FROM NEGLIGENCE 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.

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

The provisions of this Article may be amended by the Board 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 Board, but only if (1) the provisions of this Article, as so amended, would have permitted an underwriter to purchase or sell Series 2024 Bonds in the primary offering of a series of Series 2024 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 Holders of a majority in aggregate principal amount (or any greater amount required by any other provision of this Resolution that authorizes such an amendment) of the Outstanding Series 2024 Bonds of the applicable series consent to such amendment or (b) a Person that is unaffiliated with the Board (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interests of the Holders and beneficial owners of the applicable series of Series 2024 Bonds. If the Board so amends the provisions of this Article, it shall include with any amended financial information or operating data next provided in accordance with Section 8.2 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.

Anything in this Resolution to the contrary notwithstanding, the provisions of this Article may be modified for a particular series of Series 2024 Bonds as set forth in the Pricing Certificate relating thereto.

Section 8.5. Continuing Disclosure Relating to Other Obligated Persons. The Board hereby determines that an Other Obligated Person would be an “obligated person” (as defined in the Rule) for whom financial information and operating data would be presented in any final official statement relating to a series of Series 2024 Bonds had such Person been known at the time of the offering thereof. Based upon the objective criteria specified in the definition of Other Obligated Person, the Board concludes that no Veteran eligible to participate in the Program would be an Other Obligated Person.

Section 8.6. Agreement Regarding Assumption of Certain Home Loans. The Board agrees not to permit the assumption of any Home Loan that would cause any Person to become an Other Obligated Person.

ARTICLE IX

ADDITIONAL PROVISIONS RELATING TO SERIES 2024 BONDS

Section 9.1. Interest Rates and Payment. (a) General. Each Outstanding Weekly Rate Bond shall bear interest at the Weekly Interest Rate therefor, each Fixed Rate Bond shall bear interest at the Fixed Interest Rate therefor, each Purchased Bond shall bear interest at the Purchased Bond Rate therefor, and each Variable Rate Bond shall bear interest as provided in the related Purchase Contract or Pricing Certificate; provided, however, that in no event shall the interest rate on any Series 2024 Bond exceed the Ceiling Rate; and provided further that in no event shall the Purchased Bond Rate exceed the Maximum Purchased Bond Rate. Unless provided to the contrary in the related Purchase Contract or Pricing Certificate, each Series 2024 Bond shall bear interest from its date (except for an Initial Series 2024 Bond that is not a Fixed Rate Bond, which shall bear interest from the Settlement Date), and interest on each Series 2024 Bond for each Interest Accrual Period shall be payable on each Interest Payment Date applicable to such Series 2024 Bond; provided, however, that the Holder (other than a Liquidity Provider) of a Weekly Rate Bond shall be paid interest thereon for an Interest Accrual Period only in the amount that would have accrued thereon at the Weekly Interest Rate, regardless of whether such Weekly Rate Bond was a Purchased Bond during any portion of such Interest Accrual Period, and the amount, if any, accrued as interest on such Weekly Rate Bond at the Purchased Bond Rate in excess of the amount required to be paid to such Holder shall be paid by the Board to a Liquidity Provider in accordance with the related Liquidity Facility.

(b) Payment and Calculation of Interest. Interest on the Series 2024 Bonds shall be paid in arrears. Interest on Weekly Rate Bonds (including Purchased Bonds) shall be computed on the basis of a 365/366-day year, for the number of days actually elapsed. Interest on Fixed Rate Bonds shall be computed on the basis of a 360-day year consisting of twelve (12) thirty (30) day months. Interest on Variable Rate Bonds shall be computed as set forth in the related Purchase Contract or Pricing Certificate.

(c) Ceiling Rate. Anything to the contrary contained herein notwithstanding, the maximum rate of interest on the Series 2024 Bonds at any time shall be the Ceiling Rate.

(d) Purchased Bonds. All Purchased Bonds shall bear interest at the Purchased Bond Rate therefor, which shall be payable at such times, in such amounts and in such manner as is provided in the related Liquidity Facility. The maximum rate of interest permitted on Purchased Bonds shall be the Maximum Purchased Bond Rate. Any determination of the Purchased Bond Rate pursuant to a Liquidity Facility shall be conclusive and binding on the Board.

Section 9.2. Determination of Weekly Interest Rate. (a) Weekly Rate Bonds shall bear interest at the Weekly Interest Rate, which shall be determined by the applicable Remarketing Agent by 4:30 p.m., New York City time, on Tuesday of each week during such Weekly Interest Rate Period, or if such day shall not be a Business Day, then on the next

succeeding Business Day, provided that the first Weekly Interest Rate for a series of Weekly Rate Bonds shall be determined by the Initial Purchaser thereof on the date of execution of the related Purchase Contract in the manner set forth in this paragraph. The first Weekly Interest Rate for a series of Weekly Rate Bonds shall apply to the period commencing on the Settlement Date therefor and ending on the next succeeding Tuesday. Thereafter, each Weekly Interest Rate shall apply to the period commencing on Wednesday and ending on the next succeeding Tuesday, unless such Weekly Interest Rate Period shall end on a day other than Tuesday, in which event the last Weekly Interest Rate for such Weekly Interest Rate Period shall apply to the period commencing on the Wednesday preceding the last day of such Weekly Interest Rate Period and ending on the last day of such Weekly Interest Rate Period. The Weekly Interest Rate for a series of Weekly Rate Bonds shall be the rate of interest per annum determined by the Remarketing Agent therefor (based on then prevailing market conditions) to be the minimum interest rate which, if borne by such Weekly Rate Bonds, would enable such Remarketing Agent to sell such Weekly Rate Bonds on such date of determination at a price (without regarding accrued interest) equal to the principal amount thereof. In the event that such Remarketing Agent fails to establish a Weekly Interest Rate for any week, then the Weekly Interest Rate for such week shall be the same as the Weekly Interest Rate for the immediately preceding week if the Weekly Interest Rate for such preceding week was determined by such Remarketing Agent. In the event that the Weekly Interest Rate for the immediately preceding week was not determined by such Remarketing Agent, or in the event that the Weekly Interest Rate determined by such Remarketing Agent shall be held to be invalid or unenforceable by a court of law, then the interest rate for such week shall be equal to the most recently available SIFMA Index plus 0.25% per annum, or if such index is no longer available, or no such index was so made available for the week preceding the date of determination, 75% of the interest rate on 30-day high grade unsecured commercial paper notes sold through dealers by major corporations as reported in The Wall Street Journal on the day the Weekly Interest Rate would otherwise be determined as provided herein for such Weekly Interest Rate Period.

(b) The first Interest Rate Period for a series of Weekly Rate Bonds shall commence on the Settlement Date and shall be a Weekly Interest Rate Period. The initial Weekly Interest Rate to be borne by such Weekly Rate Bonds shall be determined by the Initial Purchaser thereof in the manner set forth in the preceding paragraph.

(c) Notices. On each date on which a Remarketing Agent determines the interest rate on any Weekly Rate Bond, such Remarketing Agent shall give the Board and the applicable Tender Agent, Paying Agent and Liquidity Provider notice by facsimile or e-mail transmission of the interest rate determined by such Remarketing Agent on such date. Upon telephonic request, such Remarketing Agent will give any Holder of the applicable series of Weekly Rate Bonds notice of the interest rate on such Weekly Rate Bonds owned by such Holder.

(d) Binding Effect. Each determination of the interest rate for the Weekly Rate Bonds, as provided herein, shall be conclusive and binding upon the owners of the Weekly Rate Bonds, the Board and the applicable Remarketing Agent, Tender Agent, Liquidity Provider and Paying Agent. Upon telephonic request to a Remarketing Agent from the Board, the Paying Agent, the applicable Liquidity Provider or any Holder of any Weekly Rate Bond of the applicable series, the Remarketing Agent shall inform such Person of the interest rate then in

effect on such Weekly Rate Bonds. Failure of such Remarketing Agent to give any notice described in this Section, or any defect therein, shall not affect the interest rate to be borne by any of any Weekly Rate Bonds of the applicable series nor in any way change the rights of the Holders of such Weekly Rate Bonds to tender their Weekly Rate Bonds for purchase in accordance with this Resolution.

Section 9.3. Fixed Interest Rate. (a) Determination of Fixed Interest Rate. During a Fixed Interest Rate Period, each Series 2024 Bond shall bear interest at the Fixed Interest Rate therefor. The Fixed Interest Rate for each stated maturity of Series 2024 Bonds issued as Weekly Rate Bonds shall be determined by the applicable Remarketing Agent on a Business Day not less than 15 days prior to the effective date of the Fixed Interest Rate Period therefor. The Fixed Interest Rate for each stated maturity shall be the rate of interest per annum determined by such Remarketing Agent (based on then prevailing market conditions) to be the minimum interest rate, if any, at which such Remarketing Agent will agree to purchase the applicable series of Series 2024 Bonds on such effective date for resale at a price (without regarding accrued interest) equal to the principal amount thereof. If, for any reason, the Fixed Interest Rate for each stated maturity is not so determined for such Series 2024 Bonds by such Remarketing Agent at least 15 days prior to the first day of the Fixed Interest Rate Period therefor, then such Series 2024 Bonds shall bear interest at a Weekly Interest Rate as provided in Section 9.2, and shall continue to bear interest at a Weekly Interest Rate determined in accordance with Section 9.2 until such time as the interest rate on such Series 2024 Bonds shall have been adjusted to a Fixed Interest Rate, and such Series 2024 Bonds shall continue to be subject to purchase upon notice from the Holders thereof as described in Section 9.4(a). The related Liquidity Facility shall be terminated as to such Fixed Rate Bonds.

(b) Adjustment to Fixed Interest Rate Period.

(i) At any time, the Board, by written direction to the applicable Registrar, Tender Agent, Paying Agent, Liquidity Provider and Remarketing Agent, may elect, subject to Section 9.3(e), that a series of Weekly Rate Bonds shall be subject to a Fixed Interest Rate Period. The direction of the Board required by the first sentence of this paragraph (i) shall specify the effective date of the Fixed Interest Rate Period, which date shall be (A) a Business Day not earlier than the 30th day following the second Business Day after receipt by the applicable Registrar of such direction, and (B) the day immediately following the last day of a Weekly Interest Rate Period.

(ii) Such direction of the Board shall be accompanied by a Favorable Opinion of Bond Counsel and by a form of the notice to be mailed by the applicable Registrar to the Holders of the series of Weekly Rate Bonds to be converted as provided in Section 9.3(c).

(iii) If the Board shall deliver to the applicable Registrar, Remarketing Agent and Tender Agent on or prior to the date that the interest rate for the Fixed Interest Rate Period is determined a notice to the effect that the Board elects to rescind its election to have the series of Weekly Rate Bonds to be converted become subject to a Fixed Interest Rate Period, then such Series 2024 Bonds shall not become subject to a Fixed Interest

Rate Period, and such Series 2024 Bonds shall bear interest at a Weekly Interest Rate as in effect prior to such event.

(c) Notice of Adjustment to Fixed Interest Rate Period. The applicable Registrar shall give notice by first class mail of an adjustment to a Fixed Interest Rate Period to the Holders of the series of Weekly Rate Bonds to be converted not less than 30 days prior to the effective date of such Fixed Interest Rate Period. Such notice shall state: (1) that the Interest Rate Period on such Series 2024 Bonds shall be adjusted to a Fixed Interest Rate Period unless (x) Bond Counsel fails to deliver to the Board, the applicable Tender Agent and the applicable Remarketing Agent a Favorable Opinion of Bond Counsel as to such adjustment in the Interest Rate Period on the effective date of such adjustment, or (y) the Board shall elect, on or prior to the date of determination of the Fixed Interest Rate, to rescind its election to cause the adjustment of the Interest Rate Period on such Series 2024 Bonds to the Fixed Interest Rate Period, in which case such Series 2024 Bonds shall continue to bear interest at a Weekly Interest Rate as in effect immediately prior to such proposed adjustment in the Interest Rate Period, (2) the effective date of the Fixed Interest Rate Period, (3) that such Series 2024 Bonds are subject to mandatory tender for purchase on such effective date and the purchase price applicable thereto, (4) that the related Liquidity Facility will be terminated as of the effective date of such Fixed Interest Rate Period, and (5) if ownership of such Series 2024 Bonds is no longer determined only by a book entry at a securities depository for the Series 2024 Bonds, information with respect to the required delivery of bond certificates and payment of purchase price under Section 9.4(f) hereof.

(d) If the Board elects to convert a series of Weekly Rate Bonds to Fixed Rate Bonds, then the written direction furnished by the Board to the applicable Liquidity Provider, Registrar, Tender Agent and Remarketing Agent shall be made by registered or certified mail, or by e-mail or fax, confirmed by registered or certified mail. Any such direction of the Board shall be accompanied by a copy of the notice required to be given by the applicable Registrar pursuant to Section 9.3(c) hereof.

(e) Notwithstanding anything herein to the contrary, in connection with any conversion of a series of Weekly Rate Bonds to Fixed Rate Bonds, the Board shall cause to be provided to the applicable Tender Agent and Remarketing Agent a Favorable Opinion of Bond Counsel on the effective date of such conversion. In the event that Bond Counsel fails to deliver a Favorable Opinion of Bond Counsel on any such date, then the Interest Rate Period on such Series 2024 Bonds shall not be adjusted, and such Series 2024 Bonds shall continue to be Weekly Rate Bonds. In any event, if notice of such adjustment has been mailed to the Holders of such Series 2024 Bonds and Bond Counsel fails to deliver a Favorable Opinion of Bond Counsel on the effective date as herein described, such Series 2024 Bonds shall continue to be subject to mandatory purchase on the date which would have been the effective date of such adjustment as provided in this Section.

Section 9.4. Purchase of Weekly Rate Bonds. (a) Optional Tender for Purchase. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, a Beneficial Owner (through its DTC Participant) may tender his interest in a Weekly Rate Bond of such series on any Business Day at a purchase price equal to the principal amount thereof plus accrued interest, if any, from and including the Interest

Payment Date immediately preceding the date of purchase through and including the day immediately preceding the date of purchase, unless the date of purchase shall be an Interest Payment Date, in which case at a purchase price equal to the principal amount thereof, payable in immediately available funds, upon delivery to the applicable Tender Agent at its designated corporate trust office for delivery of notices, with a copy to the applicable Remarketing Agent, of an irrevocable written notice or telephonic notice, promptly confirmed in writing, which states the principal amount of such Weekly Rate Bond and the date on which the same shall be purchased, which date shall be a Business Day not prior to the seventh day next succeeding the date of the delivery of such notice to such Tender Agent. Any notice delivered to such Tender Agent after 4:00 p.m., New York City time, shall be deemed to have been received on the next succeeding Business Day.

Such Tender Agent shall promptly (but no later than the next Business Day) send a copy of any notice delivered to it pursuant to this Section 9.4(a) by fax or other electronic means to the applicable Remarketing Agent and Liquidity Provider. On the date for purchase specified in the notice, the Beneficial Owner shall effect delivery of such Series 2024 Bonds by causing the DTC Participant through which such Beneficial Owner owns such Series 2024 Bonds to transfer its interest in such Series 2024 Bonds equal to such Beneficial Owner's interest on the records of DTC to the participant account of the applicable Tender Agent with DTC.

If ownership of a series of Weekly Rate Bonds is not determined only by a book entry at a securities depository for such Series 2024 Bonds, a Holder of a Weekly Rate Bond of such series may tender its Series 2024 Bond by delivery of the notice described above by the time set forth above and shall also deliver such Series 2024 Bond to the Tender Agent on the date specified for purchase.

(b) Mandatory Tender for Purchase on First Day of Fixed Interest Rate Period. A series of Weekly Rate Bonds shall be subject to mandatory tender for purchase on the first day of the Fixed Interest Rate Period therefor, or on the day which would have been the first day of such Fixed Interest Rate Period had one of the events specified in Section 9.3(b)(iii) or Section 9.3(e) not occurred which resulted in the interest rate on such Series 2024 Bonds not being adjusted, at a purchase price, payable in immediately available funds, equal to the principal amount of such Series 2024 Bonds, plus accrued interest (if any).

(c) Mandatory Tender for Purchase Upon Termination, Expiration, Suspension, Modification or Replacement of Liquidity Facility. If at any time the Registrar for a series of Weekly Rate Bonds shall give notice in accordance with Section 9.7 that such Weekly Rate Bonds which, at such time, are subject to purchase under the related Liquidity Facility as then in effect, shall on the date specified in such notice cease to be subject to purchase from such Liquidity Facility as a result of (A) the termination or expiration of the term of such Liquidity Facility, or (B) such Liquidity Facility being suspended, replaced or modified with the effect that the purchase price of such Series 2024 Bonds is no longer payable from such Liquidity Facility (in each case, whether or not any Alternate Liquidity Facility has been obtained), then on the Business Day the Board specifies to such Registrar that is at least five days and no more than 15 days (or, if no such date is specified, the fifth calendar day (or the immediately preceding Business Day if such day is not a Business Day)) preceding any termination, expiration, suspension, modification or replacement of such Liquidity Facility each such Series 2024 Bond

or Series 2024 Bonds shall be purchased or deemed purchased as provided herein. The purchase price for such Series 2024 Bonds shall be equal to the principal amount thereof, plus accrued interest (if any).

(d) Mandatory Tender for Purchase Following Event of Default Under Liquidity Facility. All Weekly Rate Bonds of a series shall be subject to mandatory tender for purchase on the tenth day (or the next succeeding Business Day if such day is not a Business Day) following receipt by the applicable Tender Agent of notice from the applicable Liquidity Provider that an "Event of Default" has occurred under the applicable Liquidity Facility and directing the mandatory purchase of such Weekly Rate Bonds. No later than the third Business Day following receipt of such notice described above, such Tender Agent shall give notice by first class mail, postage prepaid, to the Holders of such Series 2024 Bonds, the Board and the applicable Remarketing Agent stating that an "Event of Default" has occurred under the Liquidity Facility and that such Series 2024 Bonds are subject to mandatory tender for purchase.

(e) Notice of Mandatory Tender for Purchase. In connection with any mandatory tender for purchase of a series of Weekly Rate Bonds in accordance with Section 9.4(b) or Section 9.4(c), the applicable Registrar shall include notice of a mandatory tender for purchase as a part of the notice given pursuant to Section 9.3(c) or Section 9.7 hereof. Each notice of mandatory tender for purchase shall state (A) in the case of a mandatory tender for purchase pursuant to Section 9.4(c) hereof, that the applicable Liquidity Facility will expire, terminate, be suspended, be replaced or be modified and that the purchase price of such Weekly Rate Bonds shall no longer be payable from such Liquidity Facility then in effect and that any rating applicable thereto may be reduced or withdrawn; (B) in the case of a mandatory tender for purchase pursuant to Section 9.4(d) hereof, that an "Event of Default" has occurred under such Liquidity Facility; (C) that the purchase price of any Weekly Rate Bond so subject to mandatory purchase shall be payable only upon (i) if ownership of such Weekly Rate Bonds is not determined only by a book entry at a securities depository for such Weekly Rate Bonds, surrender of such Weekly Rate Bond to the applicable Tender Agent at its designated corporate trust office for delivery of Weekly Rate Bonds, accompanied by an instrument of transfer thereof, in form satisfactory to such Tender Agent, executed in blank by the Holder thereof or his duly authorized attorney, with such signature guaranteed by a bank, trust company or member firm of the New York Stock Exchange or (ii) if ownership of such Weekly Rate Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, registration of the ownership rights in such Weekly Rate Bond to the applicable Tender Agent on the records of DTC; (D) that, provided that moneys sufficient to effect such purchase have been provided through the remarketing of such Weekly Rate Bonds by the applicable Remarketing Agent or through the applicable Liquidity Facility or otherwise, all Weekly Rate Bonds so subject to mandatory tender for purchase shall be purchased on the mandatory purchase date, and that if any Holder of a Weekly Rate Bond subject to mandatory tender for purchase shall not surrender such Weekly Rate Bond to the applicable Tender Agent for purchase (or if ownership of such Weekly Rate Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, effect the transfer of ownership rights to the applicable Tender Agent on the records of DTC) on such mandatory purchase date, and moneys sufficient to pay the purchase price thereof are on deposit with the applicable Tender Agent, then such Weekly Rate Bond shall be deemed to be an Undelivered Bond, and that no interest shall accrue thereon on

and after such mandatory purchase date and that the Holder thereof shall have no rights under this Resolution other than to receive payment of the purchase price thereof; and (E) in the event that moneys sufficient to pay the purchase price of such Weekly Rate Bonds have not been provided to the applicable Tender Agent either through the remarketing of such Weekly Rate Bonds or from the applicable Liquidity Facility or otherwise, that such Weekly Rate Bonds shall not be purchased or deemed purchased and shall bear interest at the rate described in Section 9.15 hereof. In connection with any mandatory tender for purchase of Weekly Rate Bonds in accordance with Section 9.4(c) hereof as a result of the replacement, termination or expiration of a Liquidity Facility, such notice also shall contain the information required by Section 9.7. The Board shall provide the applicable Registrar with a form of any such notice.

(f) Delivery of Tendered Weekly Rate Bonds. Subject to the provisions of Section 2.10 hereof if ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, for payment of the purchase price of any such Weekly Rate Bond required to be purchased pursuant to this Section 9.4 on the date specified, such Weekly Rate Bond must be delivered, at or prior to 10:00 a.m., New York City time, on the date specified in such notice, to the applicable Tender Agent at its designated corporate trust office for delivery of Weekly Rate Bonds, accompanied by an instrument of transfer thereof, in form satisfactory to such Tender Agent, executed in blank by the Holder thereof or his duly authorized attorney, with such signature guaranteed by a commercial bank, trust company or member firm of the New York Stock Exchange. In the event any such Weekly Rate Bond is delivered after 10:00 a.m., New York City time, on such date, payment of the purchase price of such Weekly Rate Bond need not be made until the Business Day following the date of delivery of such Weekly Rate Bond, but such Weekly Rate Bond shall nonetheless be deemed to have been purchased on the date specified in such notice and no interest shall accrue thereon after such date.

(g) Irrevocable Notice Deemed to be Tender of Weekly Rate Bond; Undelivered Bonds.

(i) The giving of notice by an owner of a Weekly Rate Bond as provided in Section 9.4(a) hereof shall constitute the irrevocable tender for purchase of each such Weekly Rate Bond with respect to which such notice shall have been given, regardless of whether such Weekly Rate Bond is delivered to the applicable Tender Agent for purchase on the relevant purchase date as provided in Section 9.4 hereof provided that moneys sufficient to pay the purchase price of such Weekly Rate Bonds are on deposit with the applicable Tender Agent for such purpose.

(ii) A Tender Agent may refuse to accept delivery of any Weekly Rate Bonds for which a proper instrument of transfer has not been provided; such refusal, however, shall not affect the validity of the purchase of such Weekly Rate Bond as herein described. If any owner of a Weekly Rate Bond who shall have given notice of tender of purchase pursuant to Section 9.4(a) hereof, if ownership of the related series of Weekly Rate Bonds is not determined only by a book entry at a securities depository for such Weekly Rate Bonds, shall fail to deliver such Weekly Rate Bond to the applicable Tender Agent at the place and on the applicable date and at the time specified, or shall fail to deliver such Weekly Rate Bond properly endorsed, or if ownership of such Weekly Rate

Bonds is determined only by a book entry at a securities depository for such Weekly Rate Bonds, shall fail to cause its beneficial ownership to be transferred to the applicable Tender Agent on the records of DTC, and moneys sufficient to pay the purchase price thereof are on deposit with such Tender Agent for such purpose, such Weekly Rate Bond shall constitute an Undelivered Bond. If funds in the amount of the purchase price of the Undelivered Bonds (including the Undelivered Bonds referred to in Section 9.4(e) hereof) are available for payment to the owner thereof on the date and at the time specified, from and after the date and time of that required delivery, (1) each Undelivered Bond shall be deemed to be purchased and shall no longer be deemed to be outstanding under this Resolution; (2) interest shall no longer accrue thereon; and (3) funds in the amount of the purchase price of each such Undelivered Bond shall be held by the applicable Tender Agent for the benefit of the owner thereof (provided that the owner shall have no right to any investment proceeds derived from such funds), to be paid on delivery (and proper endorsement) of such Undelivered Bond to such Tender Agent at its designated office for delivery of Weekly Rate Bonds. Any funds held by such Tender Agent as described in clause (3) of the preceding sentence shall be held uninvested and not commingled.

Section 9.5. Amendments to Liquidity Facility. Except with the consent of all the Holders of a series of Weekly Rate Bonds, neither the Board nor the applicable Tender Agent shall permit any amendment, supplement, modification or waiver to the applicable Liquidity Facility that would result in the rating assigned to such Weekly Rate Bonds by the applicable Rating Agency being withdrawn or reduced below that in effect prior to such amendment, supplement, modification or waiver.

Section 9.6. Alternate Liquidity Facility. If at any time there shall be delivered to a Tender Agent (i) an Alternate Liquidity Facility, (ii) a Favorable Opinion of Bond Counsel, (iii) written evidence from the applicable Rating Agency stating the ratings of the applicable series of Weekly Rate Bonds after substitution of such Alternate Liquidity Facility, or a statement of the Board that no ratings have been obtained, and (iv) an opinion of counsel to the effect that such Alternate Liquidity Facility is a valid and enforceable obligation of the issuer or provider thereof, then such Tender Agent shall accept such Alternate Liquidity Facility and, if the applicable Liquidity Facility then in effect is a letter of credit, promptly surrender such Liquidity Facility to the Liquidity Provider that issued such Liquidity Facility in accordance with its terms for cancellation. Anything in this Resolution to the contrary notwithstanding, following satisfaction of the requirements set forth in this Section 9.6 and the mandatory tender for purchase of a series of Weekly Rate Bonds pursuant to Section 9.4(c) hereof in connection with the provision of any Alternate Liquidity Facility, (i) such Alternate Liquidity Facility may at any time thereafter specified by the Board to the applicable Tender Agent become the Liquidity Facility for such Weekly Rate Bonds for all purposes of this Resolution, and (ii) the Liquidity Facility replaced by such Alternate Liquidity Facility may be terminated at any time after such replacement.

Section 9.7. Notice of Termination or Other Change in Liquidity Facility. The applicable Registrar shall give notice by mail to the Holders of a series of Weekly Rate Bonds on or before the 15th day preceding (i) the expiration of any applicable Liquidity Facility in

accordance with its terms, or (ii) any termination, replacement or modification of the terms of the applicable Liquidity Facility, which notice shall, to the extent applicable, (1) state the date of such replacement, termination, expiration or modification and the date of the proposed substitution of the Alternate Liquidity Facility (if any), and (2) state the date that such Weekly Rate Bonds will be purchased pursuant to Section 9.4(c) hereof as a result of such replacement, termination, expiration or modification. The Board shall provide the applicable Registrar with written notice of any information required to enable such Registrar to give the foregoing notice and shall provide such Registrar with the form of such notice at least five days before such notice is required to be given.

Section 9.8. Remarketing Agent and Tender Agent. (a) Subject to execution of a Remarketing Agreement, the initial Remarketing Agent for a series of Weekly Rate Bonds shall be as designated in the applicable Purchase Contract or Pricing Certificate. The Board shall appoint any successor Remarketing Agent subject to the conditions set forth in Section 9.9(a) hereof. Each Remarketing Agent shall designate its designated office (other than the initial Remarketing Agent whose designated office is listed in Section 9.16 hereof) and signify its acceptance of the duties and obligations imposed upon it hereunder by a written instrument of acceptance delivered to the Board under which such Remarketing Agent will agree, particularly, to keep such books and records with respect to its duties as Remarketing Agent as shall be consistent with prudent industry practice and to make such books and records available for inspection by the Board at all reasonable times.

(b) The initial Tender Agent for a series of Weekly Rate Bonds shall be as designated in the applicable Purchase Contract or Pricing Certificate. The Board shall appoint any successor Tender Agent, subject to the conditions set forth in Section 9.9(b) hereof. Each Tender Agent shall designate its designated office(s) for delivery of notices and delivery of Weekly Rate Bonds and signify its acceptance of the duties and obligations imposed upon it hereunder by a written instrument of acceptance delivered to the Board and the applicable Registrar, Liquidity Provider and Remarketing Agent. By acceptance of its appointment hereunder, each Tender Agent agrees:

(i) to hold all Weekly Rate Bonds delivered to it pursuant to Section 9.4 hereof, as agent and bailee of, and in escrow for the benefit of, the respective owners which shall have so delivered such Weekly Rate Bonds until moneys representing the purchase price of such Weekly Rate Bonds shall have been delivered to or for the account of or to the order of such owners;

(ii) to establish and maintain a separate segregated trust fund designated as the "State of Texas Veterans Bonds, Series 2024 Bond Purchase Fund" (each, a "Bond Purchase Fund") (with the specific series designation to replace "2024," if applicable), and to establish and maintain therein a remarketing account (the "Remarketing Account") and a liquidity facility account (the "Purchase Account"), until such time as it has been discharged from its duties as Tender Agent hereunder;

(iii) to hold all moneys (without investment thereof) delivered to it hereunder in the Bond Purchase Fund for the purchase of Weekly Rate Bonds pursuant to Section 9.4 hereof, as agent and bailee of, and in escrow for the benefit of, the Person which shall

have so delivered such moneys until the Weekly Rate Bonds purchased with such moneys shall have been delivered to or for the account of such Person;

(iv) to hold all moneys delivered to it by the Board for the purchase of Weekly Rate Bonds pursuant to Section 9.4 hereof, as agent and bailee of, and in escrow for the benefit of, the owners or former owners who shall deliver Weekly Rate Bonds to it for purchase until the Variable Rate Bonds purchased with such moneys shall have been canceled;

(v) to hold all Weekly Rate Bonds registered in the name of the new owners thereof which have been delivered to it by the applicable Registrar for delivery to the applicable Remarketing Agent in accordance with the provisions of this Resolution; and

(vi) to keep such books and records as shall be consistent with standard industry practice and to make such books and records available for inspection by the Board, the applicable Liquidity Provider and the applicable Remarketing Agent at all reasonable times.

Section 9.9. Qualifications of Remarketing Agent and Tender Agent; Resignation; Removal.

(a) Each Remarketing Agent shall be a member of the Financial Industry Regulatory Authority, having a combined capital stock, surplus and undivided profits of at least \$250,000,000 and authorized by law to perform all the duties imposed upon it by this Resolution. Any successor Remarketing Agent shall have, or be a subsidiary of another entity or a partnership which includes as a general partner an entity which shall have, senior unsecured long-term debt which shall be rated, so long as the Weekly Rate Bonds shall be rated by the Rating Agency, at least Baa3/P-3 (or its equivalent) or otherwise qualified by the Rating Agency. A Remarketing Agent may at any time resign and be discharged of its duties and obligations hereunder upon providing the Board and the applicable Tender Agent, Liquidity Provider, Paying Agent and Registrar with at least 30 days' (or such number of days as is required by the applicable Remarketing Agreement) prior written notice. A Remarketing Agent may be removed at any time, at the direction of the Board with the written consent of the applicable Liquidity Provider, by an instrument signed by the Board and filed with the applicable Tender Agent, Registrar, Liquidity Provider and Remarketing Agent at least 30 days prior to the effective date of such removal. In the event that a Remarketing Agent has resigned or been removed and no successor Remarketing Agent has been appointed by the Board, the applicable Tender Agent shall perform, or engage a Person to perform, the duties of such Remarketing Agent until a successor Remarketing Agent has been appointed by the Board.

(b) Each Tender Agent shall be a bank with trust powers or a trust company duly organized under the laws of the United States of America or any state or territory thereof, and authorized by law to exercise corporate trust powers and otherwise perform all the duties imposed upon it by this Resolution. A Tender Agent may at any time resign and be discharged of the duties and obligations created by this Resolution by giving at least 60 days' written notice to the Board and the applicable Registrar, Liquidity Provider and Remarketing Agent. A Tender Agent may be removed at any time by an instrument signed by the Board, filed with the

applicable Tender Agent, Registrar, Liquidity Provider and Remarketing Agent. Such resignation or removal shall take effect on the day a successor Tender Agent shall have been appointed by the Board and the successor Tender Agent shall have accepted such appointment.

(c) Upon the effective date of resignation or removal of a Tender Agent, such Tender Agent shall deliver any Weekly Rate Bonds and moneys held by it in such capacity to its successor.

(d) So long as any series of Weekly Rate Bonds are Outstanding, the same entity shall be the Tender Agent and Registrar therefor.

Section 9.10. Notice of Weekly Rate Bonds Delivered for Purchase; Purchase of Weekly Rate Bonds. (a) The Tender Agent for a series of Weekly Rate Bonds shall determine timely and proper delivery of Weekly Rate Bonds of such series pursuant to this Resolution and the proper endorsement of such Weekly Rate Bonds. Such determination shall be binding on the owners of such Weekly Rate Bonds, the Board, the applicable Remarketing Agent and the applicable Liquidity Provider, absent manifest error. Such Tender Agent shall give notice by telephone, e-mail or fax, promptly confirmed by a written notice if given by telephone, to the Board and the applicable Registrar, Remarketing Agent and Liquidity Provider specifying the principal amount of Weekly Rate Bonds, if any, as to which it shall receive notice of tender for purchase in accordance with Section 9.4(a) hereof.

(b) Weekly Rate Bonds required to be purchased in accordance with Section 9.4 hereof shall be purchased from the owners thereof, on the date and at the purchase price at which such Weekly Rate Bonds are required to be purchased. Funds for the payment of such purchase price shall be derived from the following sources in the order of priority indicated:

(i) proceeds of the sale of such Weekly Rate Bonds remarketed to any Person pursuant to Section 9.11 hereof and furnished to the applicable Tender Agent by the purchasers or by the applicable Remarketing Agent for deposit into the Remarketing Account of the applicable Bond Purchase Fund;

(ii) moneys furnished to such Tender Agent for deposit into the Purchase Account of the applicable Bond Purchase Fund representing moneys received from draws on the applicable Liquidity Facility; and

(iii) moneys furnished to such Tender Agent for deposit into the applicable Bond Purchase Fund representing moneys provided by the Board in its discretion.

A Tender Agent may establish separate accounts or sub-accounts within the Bond Purchase Fund for such purposes as such Tender Agent may deem appropriate.

(c) (i) If ownership of a series of Weekly Rate Bonds is no longer determined only by a book entry at a securities depository for such Series 2024 Bonds, the applicable Registrar shall authenticate a new Series 2024 Bond or Series 2024 Bonds of such series in an aggregate principal amount equal to the principal amount of Series 2024 Bonds purchased in accordance with Section 9.10(b) hereof, whether or not the Weekly Rate

Bonds so purchased are presented by the owners thereof, bearing a number or numbers not contemporaneously outstanding. Every Series 2024 Bond authenticated and delivered as provided in this Section shall be entitled to all the benefits of this Resolution equally and proportionately with any and all other Series 2024 Bonds of the same series duly issued hereunder. The applicable Registrar shall maintain a record of the Weekly Rate Bonds purchased as provided in this Section, together with the names and addresses of the former owners thereof. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, on any date on which beneficial ownership in such Weekly Rate Bonds is tendered at the option of the owner of such beneficial interest (acting through its DTC Participant) in accordance with Section 9.4(a) hereof (including transfer of the beneficial ownership interest of the tendering owner to the account of the applicable Tender Agent at DTC), the applicable Tender Agent shall transfer ownership of such beneficial ownership on the records of DTC as provided in Section 9.12 hereof. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, on any date on which beneficial ownership interest in such Weekly Rate Bonds is subject to mandatory tender in accordance with Section 9.4 hereof, the applicable Tender Agent shall transfer beneficial ownership of such Series 2024 Bonds on the records of DTC as provided in Section 9.12 hereof, regardless of whether the owners of the beneficial interests subject to mandatory tender transfer their beneficial ownership of such Weekly Rate Bonds to such Tender Agent on the records of DTC, and moneys for the purchase of the beneficial interests subject to mandatory tender shall be transferred by such Tender Agent to DTC for transfer to the owners of such beneficial interests subject to mandatory purchase.

(ii) If ownership of a series of Weekly Rate Bonds is no longer determined only by a book entry at a securities depository for such Series 2024 Bonds, in the event any such Weekly Rate Bonds purchased as provided in this Section shall not be presented to the applicable Tender Agent, such Tender Agent shall segregate and hold the moneys for the purchase price of such Weekly Rate Bonds in trust for the benefit of the former owners of such Weekly Rate Bonds, who shall, except as provided in the following sentence, thereafter be restricted exclusively to such moneys for the satisfaction of any claim for the purchase price of such Weekly Rate Bonds. Any moneys which such Tender Agent shall segregate and hold in trust for the payment of the purchase price of any Weekly Rate Bond and remaining unclaimed for three years after the date of purchase shall, subject to the unclaimed property laws of the State and upon the Board's written request to such Tender Agent, be paid to the Board. After the payment of such unclaimed moneys to the Board, the former owner of such Weekly Rate Bond shall look only to the Board for the payment thereof, and the Board shall not be liable for any interest thereon and shall not be regarded as a trustee of such moneys. If ownership of a series of Weekly Rate Bonds is determined only by a book entry at a securities depository for such Series 2024 Bonds, if such Weekly Rate Bonds are subject to mandatory tender in accordance with the terms of this Resolution, then the applicable Tender Agent shall transfer beneficial ownership of such Series 2024 Bonds on the records of DTC as provided in Section 9.12 hereof, regardless of whether the owners of the beneficial interests subject to mandatory tender transfer their beneficial ownership of such Weekly

Rate Bonds to such Tender Agent on the records of DTC, and moneys for the purchase of the beneficial interests subject to mandatory tender shall be transferred by such Tender Agent to DTC for transfer to the owners of such beneficial interests subject to mandatory purchase.

Section 9.11. Remarketing of Series 2024 Bonds; Notice of Interest Rates. (a) Upon notice of the tender for purchase of Weekly Rate Bonds, the applicable Remarketing Agent shall offer for sale and use its best efforts to sell such Weekly Rate Bonds, any such sale to be made on the date of such purchase in accordance with Section 9.4 hereof at the price determined in accordance with Section 9.4 hereof. Each Remarketing Agent agrees that while a Liquidity Facility is in effect it shall not sell knowingly any Series 2024 Bonds tendered to it for purchase pursuant to Section 9.4 hereof to the Board, or to any Person who controls, is controlled by, or is under common control with, the Board. In addition, each Remarketing Agent shall offer for sale and use its best efforts to sell any applicable Weekly Rate Bonds that are Purchased Bonds.

(b) Each Remarketing Agent shall determine the rate of interest to be borne by the applicable Series 2024 Bonds during each Interest Rate Period and shall furnish to the Board and the applicable Registrar on the Business Day of determination each rate of interest so determined by e-mail, telephone or fax, promptly confirmed in writing if given by telephone, or shall make such information available to the Board and such Registrar by other readily accessible electronic means.

(c) Each Remarketing Agent shall advise the applicable Tender Agent and Liquidity Provider in writing or by telephone (promptly confirmed by e-mail or fax if given by telephone) not later than the Business Day preceding the Business Day on which any applicable Weekly Rate Bonds are to be purchased pursuant to Section 9.4 hereof of the aggregate principal amount of such Weekly Rate Bonds subject to purchase that have not been remarketed as of such time, provided that such Remarketing Agent may continue to remarket such Weekly Rate Bonds thereafter. Each Remarketing Agent shall give e-mail or telephonic notice, promptly confirmed by a written notice if given by telephone, to the applicable Registrar and Tender Agent on each date on which applicable Weekly Rate Bonds shall have been purchased pursuant to Section 9.10(b) hereof, specifying the principal amount of Series 2024 Bonds, if any, sold by it pursuant to Section 9.11(a) hereof along with, if the applicable series of Series 2024 Bonds are not registered as described in Section 2.10 hereof, a list of such purchasers showing the names and denominations in which such Series 2024 Bonds shall be registered, and the addresses and social security or taxpayer identification numbers of such purchasers. Each Remarketing Agent will transfer the proceeds received from the purchasers named in such notice to the applicable Tender Agent by 10:00 a.m., New York City time, on the Business Day on which such Weekly Rate Bonds are purchased.

Section 9.12. Delivery of Series 2024 Bonds. (a) Weekly Rate Bonds purchased with moneys described in clause (i) of Section 9.10(b) hereof shall be made available by the applicable Tender Agent to the applicable Remarketing Agent for delivery to the purchasers thereof against payment therefor.

(b) Except as otherwise provided in a Liquidity Facility, Weekly Rate Bonds purchased with moneys described in clause (ii) of Section 9.10(b) hereof shall be held by the

applicable Tender Agent on behalf of the applicable Liquidity Provider as Purchased Bonds, and shall not be released following the remarketing thereof unless such Tender Agent has received written confirmation from such Liquidity Provider that the applicable Liquidity Facility has been reinstated with respect to such Series 2024 Bonds.

(c) Weekly Rate Bonds purchased with moneys described in clause (iii) of Section 9.10(b) hereof shall be canceled.

(d) Series 2024 Bonds delivered as provided in this Section shall be registered in the manner directed by the recipient thereof.

Section 9.13. Delivery of Proceeds of Sale. The proceeds of the sale by a Remarketing Agent of any applicable Weekly Rate Bonds delivered to it by any Holder shall be turned over to the applicable Tender Agent.

Section 9.14. Draws on Liquidity Facility to Pay Purchase Price of Weekly Rate Bonds. Each Tender Agent, on each day on which applicable Weekly Rate Bonds are required to be purchased pursuant to Section 9.4 hereof, is directed to make drawings under the applicable Liquidity Facility by such times and in such manner as shall be required to receive in immediately available funds on such date amounts sufficient (based upon the amount on deposit in the Remarketing Account of the applicable Bond Purchase Fund by 10:00 a.m., New York City time, on such day) to pay the purchase price plus accrued interest, if any, of Weekly Rate Bonds tendered for purchase or required to be purchased pursuant to the provisions of this Resolution and that have not been remarketed by the applicable Remarketing Agent, and to deposit the proceeds of such drawings or cause such proceeds to be deposited in the Purchase Account of the applicable Bond Purchase Fund pending application of such moneys to the payment of the purchase price of such Weekly Rate Bonds. In determining the amount of any such purchase price then due, such Tender Agent shall not take into consideration any purchase price due on such Weekly Rate Bonds held by the Board or any affiliate thereof, and no drawings under such Liquidity Facility shall be made or be used to pay the purchase price of any Purchased Bonds or Weekly Rate Bonds held by the Board or any affiliate thereof.

Section 9.15. Insufficient Funds for Purchase of Weekly Rate Bonds. If payment of the purchase price of any Weekly Rate Bond shall not be made to the Holder thereof on any date such Weekly Rate Bond has been tendered for purchase pursuant to Section 9.4 hereof, such Weekly Rate Bond shall be returned by the applicable Tender Agent to the Holder thereof, and shall continue to bear interest at a Weekly Interest Rate determined as provided in Section 9.2 hereof.

Section 9.16. Notices. (a) Except as otherwise expressly provided in this Resolution or set forth in the applicable Purchase Contract or Pricing Certificate, it shall be sufficient service of any notice, request, complaint, demand or other paper if the same shall be duly mailed by registered or certified mail, return receipt requested, postage prepaid, or by overnight delivery service, addressed as follows or delivered by facsimile to the numbers provided as follows:

- If to the Board: Veterans' Land Board of the State of Texas
1700 North Congress Avenue, Room 740C
Austin, Texas 78701-1496
Attn: Director of VLB Bond Funds Management
Telephone: (512) 475-4004
Facsimile: (512) 463-5081
- If to a Tender Agent or Registrar: as set forth in the applicable Purchase Contract or Pricing Certificate
- If to a Remarketing Agent: as set forth in the applicable Purchase Contract or Pricing Certificate
- If to a Liquidity Provider: as set forth in the applicable Purchase Contract or Pricing Certificate
- If to a Paying Agent: Comptroller of Public Accounts
Treasury Operations
Manager, Cash and Securities Management
208 E. 10th Street
Austin, Texas 78701
Telephone: (512) 463-5905
E-mail: funds.transfer@cpa.texas.gov
- If to a Rating Agency: as set forth in the applicable Purchase Contract or Pricing Certificate

Except as otherwise provided or directed herein, a duplicate copy of each notice, certificate or other communication given hereunder by the Board, a Liquidity Provider, a Paying Agent, a Registrar, a Remarketing Agent or a Tender Agent to any one of the others or the Holders shall also be given to all of the others. The Board, a Liquidity Provider, a Paying Agent, a Registrar, a Remarketing Agent or a Tender Agent may, by notice given hereunder, designate any further or different addresses or telephone numbers to which subsequent notices, certificates or other communications shall be sent.

(b) The Board shall provide to the applicable Rating Agency notice in writing or by telephone or fax, promptly confirmed in writing, of

- (i) any resignation or removal of any applicable Paying Agent, Registrar, Tender Agent or Remarketing Agent, and the appointment of any successor thereto;
- (ii) any conversion of an applicable series of Weekly Rate Bonds to Fixed Rate Bonds;

(iii) any termination, expiration, replacement, suspension or modification of the applicable Liquidity Facility;

(iv) the payment in full of the applicable series of Weekly Rate Bonds;

(v) any mandatory tender of the applicable series of Weekly Rate Bonds; and

(vi) any amendment or material change to this Resolution.

(c) The Board shall provide or cause to be provided to each Rating Agency such information as is reasonably requested in order to maintain its rating on the applicable series of Weekly Rate Bonds.

ARTICLE X

MISCELLANEOUS

Section 10.1. Benefits of Resolution. Nothing in this Resolution or in the Series 2024 Bonds, express or implied, shall give to any Person, other than the Board and each Paying Agent, Registrar, Tender Agent, Liquidity Provider and Remarketing Agent and their successors hereunder and the Holders, any benefit or any legal or equitable right, remedy or claim under this Resolution.

Section 10.2. Bonds to Rank Equally. None of the Bonds shall be entitled to priority over any other Bond in the application of moneys in Fund II, nor in the application of moneys appropriated by the Legislature of the State or otherwise made available by law for the payment of principal of and interest on the Bonds, irrespective of the fact that some of the Bonds may be delivered prior to the delivery of other Bonds, it being the intent of this Resolution that all Bonds shall rank equally.

Section 10.3. Enforcement. All rights available to the Holders under the Constitution and laws of the State, by suit for mandamus or otherwise, to compel the performance of their official duties by the Board, its officers and employees, and by other officers of the State to the end that the principal of and interest on the Series 2024 Bonds may be paid promptly, are hereby recognized and reserved to and for the Holders.

Section 10.4. Separability Clause. In case any provision in this Resolution shall be invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby.

Section 10.5. Governing Law. This Resolution shall be construed in accordance with and governed by the laws of the State.

Section 10.6. Open Meeting. It is hereby officially found and determined that the meeting at which the Series 2024 Bonds were authorized was open to the public as required by law and public notice of the time, place and purpose of said meeting was given as required by Chapter 551 of the Texas Government Code, as amended.

Section 10.7. References to Liquidity Provider. Any provision of this Resolution regarding the consent of, or notice to, or mandating the direction of action by, a Liquidity Provider shall, except as expressly provided, be deemed ineffective (i) if the applicable Liquidity Facility is no longer in effect and no amount is due and owing under such Liquidity Facility, or (ii) as long as such Liquidity Provider has failed to honor a properly presented and conforming drawing under such Liquidity Facility; provided, that except as otherwise expressly set forth herein, for as long as any Purchased Bonds are Outstanding, the applicable Liquidity Provider shall be afforded all the rights and privileges granted hereunder to Holders of the Weekly Rate Bonds of the applicable series.

Section 10.8. Liquidity Facilities Authorized. In connection with the issuance of any series of Weekly Rate Bonds, the Authorized Representatives are hereby severally authorized and directed, in the name and on behalf of the Board, to cause to be issued a Liquidity Facility in accordance with the “Resolution of the Veterans’ Land Board of the State of Texas Authorizing Liquidity Facilities Relating to Bonds Issued or to be Issued in Connection with the Veterans’ Land Program or the Veterans’ Housing Assistance Program, and Providing for Other Matters Relating to the Subject” adopted by the Board on this date.

Section 10.9. Remarketing Agreements Authorized. In connection with the issuance of any series of Weekly Rate Bonds, the Authorized Representatives are hereby severally authorized and directed to act for and on behalf of the Board to approve, execute and deliver the related Remarketing Agreement.

Section 10.10. Tender Agent Agreements Authorized. In connection with the issuance of any series of Weekly Rate Bonds, if requested by the Tender Agent for such series, the Authorized Representatives are hereby severally authorized and directed to act for and on behalf of the Board to approve, execute and deliver the related Tender Agent Agreement.

Section 10.11. Authorization of Additional Acts. The officers, employees, and agents of the Board, and each of them, shall be and each is expressly authorized, empowered, and directed from time to time and at any time to do and perform all acts and things and to execute, acknowledge, and deliver in the name and under the seal and on behalf of the Board all certificates, instruments, and other papers, whether or not herein mentioned, as they may determine to be necessary or desirable in connection with the proposed issuance of the Series 2024 Bonds, including without limitation (a) the filing of a notice of intention to issue bonds with the Bond Review Board of the State, and (b) the submission of a transcript of proceedings for approval of the Attorney General, such determination to be conclusively evidenced by the performance of such acts and things and the execution of any such certificate, instrument, or other paper, and any such actions heretofore carried out by such officers, employees, and agents of the Board are hereby ratified, approved, and confirmed. Prior to each Settlement Date, the Authorized Representatives and Bond Counsel are hereby authorized to approve any technical changes or corrections to this Resolution, or to any of the instruments authorized by this Resolution, necessary in order to (i) correct any ambiguity or mistake or more completely document the transactions contemplated and approved by this Resolution, (ii) obtain a rating from the Rating Agency, or (iii) obtain the approval of the Series 2024 Bonds by the Attorney General.

Section 10.12. Bond Enhancement Agreement Certificate. Notwithstanding anything to the contrary contained in the "Resolution of the Veterans' Land Board of the State of Texas Authorizing Interest Rate Swap Transactions Relating to Bonds Issued or to be Issued in Connection with Veterans' Housing Assistance Program Bonds and Veterans' Land Program Bonds; and Providing for Other Matters Relating to the Subject" adopted by the Board on this date, no certificates shall be required for any floating-to-fixed rate interest rate swap transaction entered into in connection with the anticipated issuance of any series of Weekly Rate Bonds.

ADOPTED AND APPROVED this the 24th day of July, 2023.

/s/ Dawn Buckingham, M.D.
Chairwoman
Veterans' Land Board of the State of Texas

ATTEST:

/s/ Anthony W. Dale
Executive Secretary
Veterans' Land Board of the
State of Texas

EXHIBIT A

FORM OF WEEKLY RATE BOND

[Unless this bond is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the Issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]¹

NO. WR-_____ \$ _____

UNITED STATES OF AMERICA

STATE OF TEXAS
VETERANS BOND,
SERIES 2024²

MATURITY DATE: _____, _____ INTEREST RATE: Variable BOND DATE: _____, 2024 CUSIP NUMBER:³ _____

ON THE MATURITY DATE SPECIFIED ABOVE, the State of Texas (hereinafter sometimes called the “Issuer”), acting by and through the Veterans’ Land Board (the “Board”) of the Issuer, hereby promises to pay to _____, or to the registered assignee hereof (either being hereinafter called the “Holder”) the principal amount of _____ DOLLARS and to pay interest thereon, from [the Settlement Date]⁴ [the bond date stated above]⁵ to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum determined pursuant to the Resolution (defined below), with said interest being payable on each Interest Payment Date (computed on the basis of a 365/366-day year, for the number of days actually elapsed).

UNLESS OTHERWISE DEFINED herein, capitalized words and terms used in this Bond and not otherwise defined shall have the meanings ascribed to such terms in the Resolution (defined below).

¹ To be included in any Series 2024 Bond registered in the name of Cede & Co.
² Series designation to be added if necessary.
³ To be omitted from the Initial Series 2024 Bond of any series.
⁴ To be included in the Initial Series 2024 Bond of any series.
⁵ To be included in all Weekly Rate Bonds except an Initial Series 2024 Bond.

THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON this Bond are payable in lawful money of the United States of America, without exchange or collection charges. The principal of and premium, if any, on this Bond shall be paid to the registered owner hereof upon presentation and surrender of this Bond at maturity or upon the date fixed for its redemption prior to maturity, at the designated office of the Paying Agent for the Bonds (defined below), which is initially the Comptroller of Public Accounts of the State of Texas in Austin, Texas. The payment of interest on this Bond shall be made by the Paying Agent to the registered owner hereof as shown by the Registration Books kept and maintained by the Registrar for the Bonds, which is initially _____, at the close of business on the Business Day immediately preceding each Interest Payment Date (including each redemption date) (each, a "Record Date") by check drawn by the Paying Agent on, and payable solely from, funds of the Board required to be on deposit with the Paying Agent for such purpose as hereinafter provided; and such check shall be sent by the Paying Agent by first class United States mail, postage prepaid, on each such Interest Payment Date, to the Holder hereof at its address as it appears on the Registration Books kept and maintained by the Registrar, as hereinafter described. The Paying Agent shall make payment of the principal of and premium, if any, or interest on any Bond by wire transfer in immediately available funds to a bank account located within the United States of Federal Reserve Funds to the Liquidity Provider (in the case of any Purchased Bond) and to any Holder of \$1,000,000 or more in aggregate principal amount of Bonds requesting such payment and providing the necessary wire information to the Paying Agent at least 15 days prior to the applicable Record Date. The Board covenants with the Holder of this Bond that as of each Interest Payment Date for this Bond it will make available to the Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

THIS BOND is one of a series of bonds of like tenor and effect except as to number, principal amount and scheduled maturity, aggregating _____⁶ Dollars (\$_____)⁶ (the "Bonds"), issued for the purpose of making Home Loans to Texas Veterans, all in accordance with the provisions of the Constitutional Provision, the Act and Chapter 1371, and pursuant to a resolution authorizing the issuance of the series of Bonds of which this is one, adopted by the Board and duly of record in the minutes of the Board (the "Resolution"). The Bonds are issuable solely as fully registered bonds, without interest coupons, in Authorized Denominations as described in the Resolution.

THE SERIES OF BONDS of which this is one shall be and is hereby made a general obligation of the State of Texas, pursuant to the Constitutional Provision and the Act, and for the faithful performance of all covenants, recitals and stipulations herein contained, and for the faithful performance in proper time and manner of each official or other act required and necessary to provide for the prompt payment of principal of and interest on this Bond when due, the full faith and credit of the State of Texas are hereby pledged.

⁶ The original aggregate principal amount of a series of the Series 2024 Bonds set forth in the related Purchase Contract or Pricing Certificate should be set forth here.

PAYMENTS OF THE PRINCIPAL OF and premium, if any, and interest on this Bond, shall be made primarily from the Veterans' Housing Assistance Fund II ("Fund II") governed by the Constitutional Provision, which fund shall be comprised of (a) any interest of the Board in all Home Loans made from money in Fund II pursuant to the Program, including proceeds of any insurance thereon or on the homes, (b) the proceeds derived from the sale or other disposition of the Board's interests in Home Loans, (c) the money attributable to any Housing Assistance Bonds (defined below) (except for certain expenses related to the issuance of Housing Assistance Bonds) issued and sold by the Board to provide money for Fund II which shall include but shall not be limited to the proceeds from the issuance and sale of such Housing Assistance Bonds, (d) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans, (e) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Housing Assistance Bonds to comply with the person's bid and accept and pay for such Housing Assistance Bonds, (f) payments received by the Board under bond enhancement agreements with respect to the Housing Assistance Bonds, (g) interest received from investments of any such money, and (h) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II. The Bonds and all other bonds issued by the Board pursuant to the Constitution of the State to augment Fund II or to refund any such bonds are referred to herein as "Housing Assistance Bonds." The Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Housing Assistance Bonds, there is appropriated out of the first money coming into the State Treasury in each fiscal year, not otherwise appropriated by the Texas Constitution, an amount which is sufficient to pay the principal of and interest on such Housing Assistance Bonds that mature or become due during that fiscal year.

THE BONDS will initially be issued as Weekly Rate Bonds bearing interest at a Weekly Interest Rate. Thereafter, each Bond, at the election of the Board, may be changed to a Fixed Rate Bond bearing interest at a Fixed Interest Rate determined by the Remarketing Agent in accordance with the Resolution; provided, however, that in no event shall the interest rate on any Bond, including Purchased Bonds, exceed the Ceiling Rate. In addition, the interest rate on Purchased Bonds shall not exceed the Maximum Purchased Bond Rate. The terms of this Bond shall not apply to Fixed Rate Bonds, and as used in this Bond, the term "Bond" or "Bonds" shall not include Fixed Rate Bonds.

THE WEEKLY INTEREST RATE for the Bonds shall be determined by the Remarketing Agent by 4:30 p.m., New York City time, on Tuesday of each week during such Weekly Interest Rate Period, or if such day shall not be a Business Day, then on the next succeeding Business Day. The interest rate so determined shall be effective at the times set forth in the Resolution.

IN DETERMINING each Weekly Interest Rate for the Bonds, the Remarketing Agent shall set such rates at the respective interest rates that, in the sole and exclusive judgment of the Remarketing Agent, would equal (but not exceed) the interest rates necessary to enable the Remarketing Agent to sell such Bonds (exclusive of accrued interest, if any) on the relevant determination date, at a price equal to the principal amount thereof; provided, however, that such interest rate shall not exceed the Ceiling Rate.

NOTWITHSTANDING anything to the contrary contained herein, this Bond, if held by or for the account of the Liquidity Provider as a Purchased Bond, shall bear interest at the Purchased Bond Rate, payable at the times and in the manner and calculated on the basis provided in the Liquidity Facility; provided, however, that the Purchased Bond Rate shall not exceed the Maximum Purchased Bond Rate as provided in the Resolution.

THE BONDS (including Purchased Bonds) shall be subject to scheduled mandatory sinking fund redemption and shall be redeemed on the first Business Day of the months and in the respective principal amounts set forth in the table below, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption:

<u>Redemption Date</u>	<u>Principal Amount</u>	<u>Redemption Date</u>	<u>Principal Amount</u> ²
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The principal amount of Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Bonds [of the same stated maturity]⁸ which (i) at least 45 days prior to such mandatory sinking fund redemption date, (a) shall have been acquired by the Board and delivered to the Registrar for cancellation, or (b) shall have been acquired and canceled by the Registrar at the direction of the Board, or (c) shall have been redeemed pursuant to any redemption provision set forth below and (ii) shall have not been previously credited against a scheduled mandatory sinking fund redemption.

THE BONDS (including Purchased Bonds) shall be subject to redemption prior to maturity on the first Business Day of any month, at the option and direction of the Board, in whole or in part, at a redemption price of par plus accrued interest. [In the case of any such redemption, the Board shall select the maturity or maturities of the Bonds to be redeemed and the amounts thereof in Authorized Denominations.]⁸

IN THE EVENT of any redemption of less than all of the Bonds [of a particular maturity]⁸, the particular Bonds [within each such maturity]⁸ to be redeemed are to be selected by the Registrar by lot in such manner as the Registrar shall deem fair and appropriate. During any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, if less than the entire principal amount Outstanding of all the Bonds is to be redeemed, the interests to be redeemed of the beneficial owners of the Bonds [of such maturity]⁹ shall be selected in accordance with the arrangements between the Board and the

⁷ The amounts set forth in the Purchase Contract or Pricing Certificate should be included in the table. Additional tables shall be added if there is more than one stated maturity of a series of Series 2024 Bonds, with a heading above each table identifying the stated maturity of the Series 2024 Bonds to which such table relates.

⁸ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

⁹ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

securities depository. In the event of any redemption of Bonds, Purchased Bonds shall be selected first for redemption in the manner described in the Resolution.

AT LEAST 30 days prior to the date fixed for any such redemption of this Bond, a written notice of such redemption shall be sent by first class mail, postage prepaid, by the Registrar to the Holder hereof. By the date fixed for any such redemption, due provision shall be made by the Board with the Paying Agent for the payment of the required redemption price for this Bond or the portion hereof which is to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, this Bond, or the portion hereof which is to be redeemed, thereby automatically shall be redeemed prior to its scheduled maturity, and shall not bear interest after the date fixed for its redemption, and shall not be regarded as being Outstanding except for the right of the Holder to receive the redemption price plus accrued interest to the date fixed for redemption from the Paying Agent out of the funds provided for such payment. The Registrar shall record in the Registration Books all such redemptions of principal of this Bond or any portion hereof. If a portion of any Bond shall be redeemed, a substitute Bond [having the same maturity date,]⁹ in any Authorized Denomination that may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon the surrender thereof for cancellation, at the expense of the Board, all as provided in the Resolution.

IN ADDITION to the notice of redemption required above, the Registrar shall send notice of redemption of Bonds by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (a) to any registered owner of \$1,000,000 or more in aggregate principal amount of Bonds; (b) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (c) to any securities depository that is a registered owner of the Bonds. In addition, in the event of a redemption caused by an advance refunding of the Bonds, the Registrar shall send a second notice of redemption to all registered owners of the Bonds at least 30 days but not more than 90 days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. The Registrar shall also send a notice of redemption to the registered owner of any Bond who has not sent the Bonds in for redemption 60 days after the redemption date. Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this paragraph or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Bonds.

ANY BONDS, subject to the requirements regarding timely notice and delivery, will be purchased, in accordance with the provisions of the Resolution, on the demand of the Holder thereof as provided in the Resolution and delivery to the Tender Agent of such Bond, endorsed in blank by the Holder thereof or accompanied by an instrument of transfer thereof in form satisfactory to the Tender Agent, executed in blank by the Holder thereof (the Tender Agent being able to refuse to accept delivery of any such Bond not endorsed in blank or for which an instrument of transfer satisfactory to it has not been provided). THE TIMELY DELIVERY OF A PROPERLY COMPLETED TENDER REQUEST NOTICE SHALL CONSTITUTE AN IRREVOCABLE TENDER OF THE BONDS COVERED THEREBY.

THE BONDS WILL BE SUBJECT to mandatory tender for purchase on the Business Days and under the circumstances specified in the Resolution.

EACH BOND SHALL BE SUBJECT to mandatory tender for purchase on the Fixed Rate Conversion Date.

IF THE HOLDER HEREOF FAILS TO DELIVER THIS BOND OR ANY PORTION HEREOF TO THE TENDER AGENT AFTER GIVING NOTICE OF AN OPTIONAL TENDER, OR UPON A MANDATORY TENDER, AND MONEYS SUFFICIENT TO PAY THE PURCHASE PRICE OF THIS BOND ARE ON DEPOSIT WITH THE TENDER AGENT, THIS BOND OR PORTION HEREOF SHALL BE DEEMED TO HAVE PURCHASED, AND THEREAFTER NO FURTHER INTEREST SHALL ACCRUE ON THIS BOND OR SUCH PORTION. THE HOLDER HEREOF SHALL THEREAFTER HAVE RECOURSE SOLELY TO THE FUNDS HELD BY THE TENDER AGENT FOR THE PURCHASE OF THIS BOND, AND THE TENDER AGENT SHALL NOT RECOGNIZE ANY FURTHER TRANSFER HEREOF.

WHENEVER, during the term of the Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), tenders of Bonds shall be made pursuant to DTC's (or any successor securities depository's) deliver order procedures or repayment option procedures, as applicable, as are in effect from time to time. Upon remarketing of Bonds, payment of the purchase price thereof shall be made to DTC (or any successor securities depository) and no surrender of Bonds is required. Such sales shall be made through the DTC Participants (which may include the Remarketing Agent) to the new beneficial owners of such Bonds, and the DTC Participants shall transmit payment to beneficial owners whose Bonds were purchased pursuant to a remarketing. The Board and the Registrar, the Paying Agent, the Tender Agent, the Liquidity Provider and the Remarketing Agent are not responsible for transfer of payment to the DTC Participants or beneficial owners.

THIS BOND or any portion or portions hereof in any Authorized Denomination may be assigned and shall be transferred only in the Registration Books of the Board kept and maintained by the Registrar acting in the capacity of registrar for the Bonds, upon the terms and conditions set forth in the Resolution. Among other requirements for such assignment and transfer, this Bond must be presented and surrendered to the Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Registrar, evidencing assignment of this Bond or any portion or portions hereof, in any Authorized Denomination, to the assignee or assignees in whose name or names this Bond or any such portion or portions hereof is or are to be transferred and registered. The form of Assignment printed or endorsed on this Bond may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Registrar may be used to evidence the assignment of this Bond or any portion or portions hereof from time to time by the registered owner. A new Bond or Bonds payable to such assignee (which then will be the new registered owner of such new Bond or Bonds), or to the previous registered owner in the case of the assignment and transfer of only a portion of this Bond, may be delivered by the Registrar in conversion of and exchange for this Bond, all in the form and manner as provided in the next paragraph hereof for the conversion and exchange of other Bonds. Except in the case of tenders of Bonds pursuant to the Resolution or of the

remarketing of Purchased Bonds, neither the Board nor the Registrar shall be required (a) to issue, replace, transfer, or exchange any Bond during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of Bonds and ending at the close of business on the day of such mailing or (b) to replace, transfer or exchange any Bond so selected for redemption in whole or in part when such redemption is scheduled to occur within 30 calendar days; except that at the option of the registered owner of at least \$1,000,000 in principal amount of Bonds, the Registrar shall be required to transfer or exchange any Bond of such owner which has been selected in whole or in part for redemption upon surrender thereof. The Registrar may make such arrangements as it deems appropriate for notation on each new Bond issued in exchange for or upon the transfer of the Bond so selected for redemption of an appropriate legend to the effect that such new Bond has been so selected for redemption. The registered owner of this Bond shall be treated by the Issuer, the Board, the Paying Agent and the Registrar as the absolute owner hereof for all purposes, including payment and discharge of liability upon this Bond to the extent of such payment, and the Issuer, the Board, the Paying Agent and the Registrar shall not be affected by any notice to the contrary. The Board shall pay the Registrar's reasonable and standard or customary fees and charges for making such transfer, but the one requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto.

AS PROVIDED in the Resolution, this Bond, or any portion hereof, may, at the request of the registered owner or the assignee or assignees hereof, be converted into and exchanged for a like aggregate principal amount of fully registered Bonds, without interest coupons, payable to the appropriate registered owner, assignee, or assignees, as the case may be, having the same maturity date, in the same Interest Mode, bearing interest at the same rate, and in any Authorized Denomination, as requested in writing by the appropriate registered owner, assignee, or assignees, as the case may be, upon surrender of this Bond to the Registrar for cancellation, all in accordance with the form and procedures set forth in the Resolution. The one requesting such conversion and exchange shall pay the Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Bond or Bonds or any portion or portions thereof in any Authorized Denomination, as described in the previous paragraph, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Bond which has been redeemed in part prior to maturity, as provided herein, such fees and charges will be paid by the Board.

WHENEVER the beneficial ownership of this Bond is determined only by a book entry at a securities depository for the Bonds, the foregoing requirements of registering, holding, delivering, exchanging or transferring this Bond shall be modified to require the appropriate Person to meet the requirements of the securities depository as to registering, holding, delivering, exchanging or transferring the book entry to produce the same effect.

IN THE EVENT that the initial Paying Agent or Registrar for the Bonds is changed by the Board, resigns, or otherwise ceases to act as such, the Board has covenanted in the Resolution that it promptly will appoint a competent and legally qualified substitute therefor, whose qualifications comply with the requirements of the Resolution, and that one entity will

serve as Paying Agent and Registrar, except during periods when the Bonds are registered only by means of a book entry at a securities depository, and promptly will cause written notice thereof to be mailed to the registered owners of the Bonds.

BY BECOMING the registered owner of this Bond, the registered owner thereby acknowledges all of the terms and provisions of the Resolution, agrees to be bound by such terms and provisions, acknowledges that the Resolution is duly recorded and available for inspection in the official minutes and records of the Board, and agrees that the terms and provisions of this Bond and the Resolution constitute a contract between each registered owner hereof and the Board.

THE BOARD reserves the right to amend the Resolution, as deemed necessary or desirable by the Board, with the consent of the registered owners of a majority in aggregate principal amount of the Bonds then Outstanding under the terms and conditions stated in the Resolution. The Board may, without the consent of the registered owners of the Bonds, adopt certain amendments to the Resolution as set forth in the Resolution.

IN THE EVENT of any conflict or inconsistency between the terms and provisions of this Bond and the terms and provisions of the Resolution, the terms and provisions of the Resolution shall control.

IT IS HEREBY CERTIFIED and recited that all acts, conditions and things required to be done precedent to and in the issuance of this Bond and the series of which it forms a part have been properly done, have happened and have been performed in regular and due time, form and manner as required by the Constitution and laws of the State of Texas and the Resolution, that the series of Bonds of which this is a part does not exceed any Constitutional or statutory limitation, and that provision has been made for the payment of the principal of and interest on this Bond and the series of which it is a part by a pledge of the credit of the Issuer and of the funds specified herein.

[UNLESS THE COMPTROLLER'S REGISTRATION CERTIFICATE hereon has been executed by the Comptroller by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]¹⁰

[UNLESS THE REGISTRAR'S AUTHENTICATION CERTIFICATE hereon has been executed by the Registrar by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]¹¹

¹⁰ To be included in an Initial Series 2024 Bond only.

¹¹ To be included in all Series 2024 Bonds of a series other than the Initial Series 2024 Bond.

IN TESTIMONY HEREOF, this Bond is executed with the manual or facsimile signatures of the Chairwoman of the Board and of the Executive Secretary of the Board, and the seal of said Board impressed, lithographed or printed hereon.

THE STATE OF TEXAS

Chairwoman, Veterans' Land Board
of the State of Texas

Executive Secretary, Veterans'
Land Board of the State of Texas

(SEAL)

*FORM OF REGISTRAR'S AUTHENTICATION CERTIFICATION ATTACHED TO
WEEKLY RATE BONDS OTHER THAN AN INITIAL SERIES 2024 BOND

REGISTRAR'S AUTHENTICATION CERTIFICATE

It is hereby certified that this Bond has been issued under the provisions of the Resolution described in this Bond; and that this Bond has been issued in conversion of and exchange for or replacement of a bond, bonds, or a portion of a bond or bonds of an issue which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Dated: _____

_____, _____
Registrar

By: _____
Authorized Representative

*FORM OF ASSIGNMENT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

(Please print or typewrite name and address, including zip code of Transferee)

Please insert Social Security
or Taxpayer Identification Number
of Transferee

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

_____ attorney to register the transfer of the within Bond on the books
kept for registration thereof, with full power of substitution in the premises.

Dated:

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by a member firm of the New York Stock Exchange or a commercial bank or trust company.

NOTICE: The signature above must correspond with the name of the Registered Owner as it appears upon the front of this Bond in every particular, without alteration or enlargement or any change whatsoever.

*FORM OF COMPTROLLER'S REGISTRATION CERTIFICATE ATTACHED TO
AN INITIAL SERIES 2024 BOND

OFFICE OF COMPTROLLER §
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 duly registered by the Texas Comptroller of Public Accounts.

WITNESS MY HAND and seal of office at Austin, Texas _____.

Comptroller of Public Accounts
of the State of Texas

(SEAL)

NOTE TO PRINTER:

* ¶s not to be on bond

ADDITIONAL REVISIONS TO BE MADE TO
AN INITIAL SERIES 2024 BOND IF MORE THAN ONE MATURITY

Each Initial Series 2024 Bond shall be in the form set forth in this Exhibit A, except that if there is more than one stated maturity of a series of Series 2024 Bonds:

(i) immediately under the name of the Bond, the blank beneath the heading “MATURITY DATE” shall be completed with the words “As shown below”;

(ii) in the first paragraph of such Initial Series 2024 Bond, the words “ON THE MATURITY DATE SPECIFIED ABOVE” shall be deleted and replaced with the following: “ON THE MATURITY DATES SPECIFIED BELOW”.

(iii) in the first paragraph of such Initial Series 2024 Bond, the words “from the Settlement Date to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum determined pursuant to the Resolution (as defined below)” shall be replaced with the following “from the Settlement Date to the dates of its scheduled maturity or the date or dates of its redemption prior to scheduled maturity, in the principal installments set forth below and bearing interest at the per annum rate of interest per annum determined pursuant to the Resolution (as defined below):

Date

Principal Amount

[Information for such Series 2024 Bonds to be inserted
from Purchase Contract or Pricing Certificate]”

EXHIBIT B

FORM OF FIXED RATE BOND

[Unless this bond is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the Issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]¹

NO. FR- _____ \$ _____

UNITED STATES OF AMERICA

STATE OF TEXAS
VETERANS BOND,
SERIES 2024²

MATURITY DATE: INTEREST RATE: BOND DATE: CUSIP NUMBER:

_____, _____ % _____, 20____

ON THE MATURITY DATE SPECIFIED ABOVE, the State of Texas (hereinafter sometimes called the “Issuer”), acting by and through the Veterans’ Land Board (the “Board”) of the State of Texas, hereby promises to pay to _____, or to the registered assignee hereof (either being hereinafter called the “registered owner”), the principal amount of _____ DOLLARS and to pay interest thereon, from the bond date stated above to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum specified above, with said interest being payable on _____ 1, 20____, and semiannually on each June 1 and December 1 thereafter (computed on the basis of a 360-day year consisting of twelve 30-day months) (each, an “Interest Payment Date”).

THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON this Bond are payable in lawful money of the United States of America, without exchange or collection charges. The principal of and premium, if any, on this Bond shall be paid to the registered owner hereof upon presentation and surrender of this Bond at maturity or upon the date fixed for its redemption prior to maturity, at the designated office of the Paying Agent for the Bonds (defined below), which is initially the Comptroller of Public Accounts of the State of Texas in Austin, Texas. The payment of interest on this Bond shall be made by the Paying Agent to the registered owner hereof as shown by the Registration Books kept and maintained by the Registrar for the Bonds, which is initially _____, (i) at the close of business on the fifteenth day of

¹ To be included in any Series 2024 Bond registered in the name of Cede & Co.
² Series designation to be added if necessary.

the calendar month immediately preceding each Interest Payment Date, or (ii) in the case of a redemption of Bonds prior to maturity, the fifteenth day prior to the mailing of the applicable notice of redemption (each, a "Record Date"), by check drawn by the Paying Agent on, and payable solely from, funds of the Board required to be on deposit with the Paying Agent for such purpose as hereinafter provided; and such check shall be sent by the Paying Agent by first class United States mail, postage prepaid, on each such Interest Payment Date, to the registered owner hereof at its address as it appears on the Registration Books kept and maintained by the Registrar, as hereinafter described. The Paying Agent shall make payment of the principal of and premium, if any, or interest on this Bond by wire transfer in immediately available funds to a bank account located within the United States of Federal Reserve Funds upon request of the registered owner hereof, provided such registered owner is the registered owner of \$1,000,000 or more in aggregate principal amount of Bonds and provides the necessary wire information to the Paying Agent at least 15 days prior to the applicable Record Date. The Board covenants with the registered owner of this Bond that as of each Interest Payment Date for this Bond it will make available to the Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

UNLESS OTHERWISE DEFINED herein, capitalized words and terms used in this Bond and not otherwise defined shall have the meanings ascribed to such terms in the Resolution (defined below).

IF THE DATE for the payment of the principal of or interest on this Bond shall not be a Business Day, then the date for such payment shall be the next succeeding Business Day and payment on such date shall have the same force and effect as if made on the original date payment was due.

THIS BOND is one of a series of bonds of like tenor and effect except as to number, principal amount and scheduled maturity, aggregating _____ Dollars³ (\$_____) (the "Bonds"), issued for the purpose of making Home Loans to Texas Veterans, all in accordance with the provisions of the Constitutional Provision, the Act and Chapter 1371, and pursuant to a resolution authorizing the issuance of the series of Bonds of which this is one, adopted by the Board and duly of record in the minutes of the Board (the "Resolution"). The Bonds are issuable solely as fully registered bonds, without interest coupons, in denominations of any integral multiple of \$5,000 (each, an "Authorized Denomination").

THE SERIES OF BONDS of which this is one shall be and is hereby made a general obligation of the State of Texas, pursuant to the Constitutional Provision and the Act, and for the faithful performance of all covenants, recitals and stipulations herein contained, and for the faithful performance in proper time and manner of each official or other act required and

³ For Converted Fixed Rate Bonds, the original aggregate principal amount of such series of Series 2024 Bonds set forth in the Purchase Contract or Pricing Certificate should be set forth here; for Series 2024 Bonds issued as Fixed Rate Bonds, the original aggregate principal amount of such series of Series 2024 Bonds set forth in the Purchase Contract or Pricing Certificate should be set forth here.

necessary to provide for the prompt payment of principal of and interest on this Bond when due, the full faith and credit of the State of Texas are hereby pledged.

PAYMENTS OF THE PRINCIPAL OF and premium, if any, and interest on this Bond, shall be made primarily from the Veterans' Housing Assistance Fund II ("Fund II") created by the Constitutional Provision, which fund shall be comprised of (1) any interest of the Board in all Home Loans made from money in Fund II pursuant to the Program, including proceeds of any insurance thereon or on the homes, (2) the proceeds derived from the sale or other disposition of the Board's interests in Home Loans, (3) the money attributable to any Housing Assistance Bonds (defined below) (except for certain expenses related to the issuance of Housing Assistance Bonds) issued and sold by the Board to provide money for Fund II which shall include but shall not be limited to the proceeds from the issuance and sale of such Housing Assistance Bonds, (4) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans, (5) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Housing Assistance Bonds to comply with the person's bid and accept and pay for such Housing Assistance Bonds, (6) payments received by the Board under bond enhancement agreements with respect to the Housing Assistance Bonds, (7) interest received from investments of any such money, and (8) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II. The Bonds and all other bonds issued by the Board pursuant to the Constitution of the State to augment Fund II or to refund any such bonds are referred to herein as "Housing Assistance Bonds." The Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Housing Assistance Bonds, there is appropriated out of the first money coming into the State Treasury in each fiscal year, not otherwise appropriated by the Texas Constitution, an amount which is sufficient to pay the principal of and interest on such Housing Assistance Bonds that mature or become due during that fiscal year.

THE BONDS are subject to scheduled mandatory sinking fund redemption, and shall be redeemed on the dates and in the respective principal amounts set forth in the table below, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption:

<u>Redemption Date</u>	<u>Principal Amount</u>	<u>Redemption Date</u>	<u>Principal Amount</u> ⁴
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*Stated maturity

⁴ For Converted Fixed Rate Bonds, the remaining amounts set forth in the applicable Purchase Contract or Pricing Certificate should be included in the table, and additional tables shall be added if there is more than one stated maturity of such Series 2024 Bonds, with a heading above each table identifying the stated maturity of the Series 2024 Bonds to which such table relates; for Series 2024 Bonds issued as Fixed Rate Bonds, the amounts set forth in the Purchase Contract or Pricing Certificate shall be set forth here.

The principal amount of Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Bonds [of the same stated maturity]⁵ which (A) at least 45 days prior to such mandatory sinking fund redemption date, (1) shall have been acquired by the Board and delivered to the Registrar for cancellation, or (2) shall have been acquired and canceled by the Registrar at the direction of the Board, or (3) shall have been redeemed pursuant to any optional redemption and (B) shall have not been previously credited against a scheduled mandatory sinking fund redemption.

THE BONDS shall be subject to redemption and may be redeemed prior to the scheduled maturities thereof, at the option and direction of the Board, at any time and from time to time on and after _____ 1, 20__, in whole or in part, at the redemption prices set forth below (expressed as a percentage of the principal amount of the Bonds or portions thereof to be redeemed), plus accrued interest to the date fixed for redemption:

Redemption Dates

Redemption Price

[In the case of any such redemption, the Board shall select the maturity or maturities of the Bonds to be redeemed and the amounts thereof in Authorized Denominations.]⁵

IN THE EVENT of any redemption of less than all of the Bonds [of a particular maturity]⁵, the particular Bonds [within such maturity]⁵ to be redeemed are to be selected by the Registrar by lot in such manner as the Registrar shall deem fair and appropriate. During any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, if less than the entire principal amount Outstanding of all the Bonds [of the same maturity are to be redeemed]⁵, the interests to be redeemed of the beneficial owners of the Bonds of such maturity shall be selected in accordance with the arrangements between the Board and the securities depository.

AT LEAST 30 days prior to the date fixed for any such redemption of this Bond, a written notice of such redemption shall be sent by first class mail, postage prepaid, by the Registrar to the Holder hereof. By the date fixed for any such redemption, due provision shall be made by the Board with the Paying Agent for the payment of the required redemption price for this Bond or the portion hereof which is to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, this Bond, or the portion hereof which is to be redeemed, thereby automatically shall be redeemed prior to its scheduled maturity, and shall not bear interest after the date fixed for its redemption, and shall not be regarded as being Outstanding except for the right of the Holder to receive the redemption price plus accrued interest to the date fixed for redemption from the Paying Agent out of the funds provided for such payment. The Registrar shall record in the Registration Books all such redemptions of principal of this Bond or any portion hereof. If a portion of any Bond shall be

⁵ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

redeemed, a substitute Bond [having the same stated maturity,]⁶ in any Authorized Denomination that may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon the surrender thereof for cancellation, at the expense of the Board, all as provided in the Resolution.

IN ADDITION to the notice of redemption required above, the Registrar shall send notice of redemption of Bonds by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (1) to any registered owner of \$1,000,000 or more in aggregate principal amount of Bonds; (2) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (3) to any securities depository that is a registered owner of the Bonds. In addition, in the event of a redemption caused by an advance refunding of the Bonds, the Registrar shall send a second notice of redemption to all registered owners of the Bonds at least 30 days but not more than 90 days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. The Registrar shall also send a notice of redemption to the registered owner of any Bond who has not sent the Bonds in for redemption 60 days after the redemption date. Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this paragraph or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Bonds.

THIS BOND or any portion or portions hereof in any Authorized Denomination may be assigned and shall be transferred only in the Registration Books of the Board kept and maintained by the Registrar acting in the capacity of registrar for the Bonds, upon the terms and conditions set forth in the Resolution. Among other requirements for such assignment and transfer, this Bond must be presented and surrendered to the Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Registrar, evidencing assignment of this Bond or any portion or portions hereof, in any Authorized Denomination, to the assignee or assignees in whose name or names this Bond or any such portion or portions hereof is or are to be transferred and registered. The form of Assignment printed or endorsed on this Bond may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Registrar may be used to evidence the assignment of this Bond or any portion or portions hereof from time to time by the registered owner. A new Bond or Bonds payable to such assignee (which then will be the new registered owner of such new Bond or Bonds), or to the previous registered owner in the case of the assignment and transfer of only a portion of this Bond, may be delivered by the Registrar in conversion of and exchange for this Bond, all in the form and manner as provided in the next paragraph hereof for the conversion and exchange of other Bonds. Neither the Board nor the Registrar shall be required (1) to issue, replace, transfer, or exchange any Bond during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of Bonds and ending at the close of business on the day of such mailing or (2) to replace, transfer or exchange any Bond so selected for redemption in whole or in part when such redemption is scheduled to occur within 30 calendar days; except that at the option of the registered owner of at least \$1,000,000 in principal amount

⁶ Bracketed text to be deleted if there only one stated maturity of the series of Series 2024 Bonds.

of Bonds, the Registrar shall be required to transfer or exchange any Bond of such owner which has been selected in whole or in part for redemption upon surrender thereof. The Registrar may make such arrangements as it deems appropriate for notation on each new Bond issued in exchange for or upon the transfer of the Bond so selected for redemption of an appropriate legend to the effect that such new Bond has been so selected for redemption. The registered owner of this Bond shall be treated by the Issuer, the Board, the Paying Agent and the Registrar as the absolute owner hereof for all purposes, including payment and discharge of liability upon this Bond to the extent of such payment, and the Issuer, the Board, the Paying Agent and the Registrar shall not be affected by any notice to the contrary. The Board shall pay the Registrar's reasonable and standard or customary fees and charges for making such transfer, but the one requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto.

AS PROVIDED in the Resolution, this Bond, or any portion hereof, may, at the request of the registered owner or the assignee or assignees hereof, be converted into and exchanged for a like aggregate principal amount of fully registered Bonds, without interest coupons, payable to the appropriate registered owner, assignee, or assignees, as the case may be, having the same maturity date, bearing interest at the same rate, and in any Authorized Denomination, as requested in writing by the appropriate registered owner, assignee, or assignees, as the case may be, upon surrender of this Bond to the Registrar for cancellation, all in accordance with the form and procedures set forth in the Resolution. The one requesting such conversion and exchange shall pay the Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Bond or Bonds or any portion or portions thereof in any Authorized Denomination, as described in the previous paragraph, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Bond which has been redeemed in part prior to maturity, as provided herein, such fees and charges will be paid by the Board.

WHENEVER the beneficial ownership of this Bond is determined only by a book entry at a securities depository for the Bonds, the foregoing requirements of registering, holding, delivering, exchanging or transferring this Bond shall be modified to require the appropriate Person to meet the requirements of the securities depository as to registering, holding, delivering, exchanging or transferring the book entry to produce the same effect.

IN THE EVENT that the initial Paying Agent or Registrar for the Bonds is changed by the Board, resigns, or otherwise ceases to act as such, the Board has covenanted in the Resolution that it promptly will appoint a competent and legally qualified substitute therefor, whose qualifications comply with the requirements of the Resolution, and that one entity will serve as Paying Agent and Registrar, except during periods when the Bonds are registered only by means of a book entry at a securities depository, and promptly will cause written notice thereof to be mailed to the registered owners of the Bonds.

BY BECOMING the registered owner of this Bond, the registered owner thereby acknowledges all of the terms and provisions of the Resolution, agrees to be bound by such

terms and provisions, acknowledges that the Resolution is duly recorded and available for inspection in the official minutes and records of the Board, and agrees that the terms and provisions of this Bond and the Resolution constitute a contract between each registered owner hereof and the Board.

THE BOARD reserves the right to amend the Resolution, as deemed necessary or desirable by the Board, with the consent of the registered owners of a majority in aggregate principal amount of the Bonds then Outstanding under the terms and conditions stated in the Resolution. The Board may, without the consent of the registered owners of the Bonds, adopt certain amendments to the Resolution as set forth in the Resolution.

IN THE EVENT of any conflict or inconsistency between the terms and provisions of this Bond and the terms and provisions of the Resolution, the terms and provisions of the Resolution shall control.

IT IS HEREBY CERTIFIED and recited that all acts, conditions and things required to be done precedent to and in the issuance of this Bond and the series of which it forms a part have been properly done, have happened and have been performed in regular and due time, form and manner as required by the Constitution and laws of the State of Texas and the Resolution, that the series of Bonds of which this is a part does not exceed any Constitutional or statutory limitation, and that provision has been made for the payment of the principal of and interest on this Bond and the series of which it is a part by a pledge of the credit of the Issuer and of the funds specified herein.

UNLESS THE REGISTRAR'S AUTHENTICATION CERTIFICATE hereon has been executed by the Registrar by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.

IN TESTIMONY HEREOF, this Bond is executed with the manual or facsimile signatures of the Chairwoman of the Board and of the Executive Secretary of the Board, and the seal of said Board impressed, lithographed or printed hereon.

THE STATE OF TEXAS

Chairwoman, Veterans' Land Board
of the State of Texas

Executive Secretary, Veterans'
Land Board of the State of Texas

(SEAL)

*FORM OF REGISTRAR'S AUTHENTICATION CERTIFICATION
ATTACHED TO ALL FIXED RATE BONDS
OTHER THAN AN INITIAL SERIES 2024 BOND

REGISTRAR'S AUTHENTICATION CERTIFICATE

It is hereby certified that this Bond has been issued under the provisions of the Resolution described in this Bond; and that this Bond has been issued in conversion of and exchange for or replacement of a bond, bonds, or a portion of a bond or bonds of an issue which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Dated: _____

Registrar

By: _____
Authorized Representative

*FORM OF ASSIGNMENT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

(Please print or typewrite name and address, including zip code of Transferee)

Please insert Social Security
or Taxpayer Identification Number
of Transferee

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

_____ attorney to register the transfer of the within Bond on the books
kept for registration thereof, with full power of substitution in the premises.

Dated:

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by
a member firm of the New York Stock
Exchange or a commercial bank or trust
company.

NOTICE: The signature above must
correspond with the name of the Registered
Owner as it appears upon the front of this Bond
in every particular, without alteration or
enlargement or any change whatsoever.

NOTE TO PRINTER:

*¶s not to be on bond

*FORM OF COMPTROLLER'S REGISTRATION CERTIFICATE ATTACHED TO
AN INITIAL SERIES 2024 BOND

OFFICE OF COMPTROLLER §
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 duly registered by the Texas Comptroller of Public Accounts.

WITNESS MY HAND and seal of office at Austin, Texas _____.

Comptroller of Public Accounts
of the State of Texas

(SEAL)

NOTE TO PRINTER:

* ¶s not to be on bond

ADDITIONAL REVISIONS TO BE MADE TO
AN INITIAL SERIES 2024 BOND IF MORE THAN ONE MATURITY

Each Initial Series 2024 Bond shall be in the form set forth in this Exhibit B, except that if there is more than one stated maturity of a series of Series 2024 Bonds:

(i) immediately under the name of the Bond, the blank beneath the headings “MATURITY DATE” and “INTEREST RATE” shall be completed with the words “As shown below”;

(ii) in the first paragraph of such Initial Series 2024 Bond, the words “ON THE MATURITY DATE SPECIFIED ABOVE” shall be deleted and replaced with the following: “ON THE MATURITY DATES SPECIFIED BELOW”.

(iii) in the first paragraph of such Initial Series 2024 Bond, the words “from the bond date stated above to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum specified above” shall be replaced with the following “from the bond date stated above to the dates of its scheduled maturity or the date or dates of its redemption prior to scheduled maturity, in the principal installments and bearing interest at the per annum rates of interest per annum set forth below:

<u>Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
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[Information for such Series 2024 Bonds to be inserted
from Purchase Contract or Pricing Certificate]”

EXHIBIT C

FORM OF VARIABLE RATE BOND

[Unless this bond is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the Issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.]¹⁸

NO. R- _____ \$ _____

UNITED STATES OF AMERICA

STATE OF TEXAS
VETERANS BOND,
SERIES 2024¹⁹

MATURITY DATE: INTEREST RATE: BOND DATE: CUSIP NUMBER:²⁰
_____, _____ Variable _____, 2024 _____

ON THE MATURITY DATE SPECIFIED ABOVE, the State of Texas (hereinafter sometimes called the “Issuer”), acting by and through the Veterans’ Land Board (the “Board”) of the Issuer, hereby promises to pay to _____, or to the registered assignee hereof (either being hereinafter called the “Holder”) the principal amount of _____ DOLLARS and to pay interest thereon, from [the Settlement Date]²¹ [the bond date stated above]²² to the date of its scheduled maturity or the date of its redemption prior to scheduled maturity, at the rate of interest per annum determined pursuant to the Resolution (defined below), with said interest being payable on each Interest Payment Date (computed on the basis of _____).²³

UNLESS OTHERWISE DEFINED herein, capitalized words and terms used in this Bond and not otherwise defined shall have the meanings ascribed to such terms in the Resolution (defined below).

¹⁸ To be included in any Series 2024 Bond registered in the name of Cede & Co.

¹⁹ Series designation to be added if applicable.

²⁰ To be omitted from the Initial Series 2024 Bond of any series or if indicated in the related Pricing Certificate.

²¹ To be included in the Initial Series 2024 Bond of any series.

²² To be included in all Variable Rate Bonds except an Initial Series 2024 Bond.

²³ Text specified in related Pricing Certificate to be added here.

THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON this Bond are payable in lawful money of the United States of America, without exchange or collection charges. The principal of and premium, if any, on this Bond shall be paid to the registered owner hereof upon presentation and surrender of this Bond at maturity or upon the date fixed for its redemption prior to maturity, at the designated office of the Paying Agent for the Bonds (defined below), which is initially the Comptroller of Public Accounts of the State of Texas in Austin, Texas. The payment of interest on this Bond shall be made by the Paying Agent to the registered owner hereof as shown by the Registration Books kept and maintained by the Registrar for the Bonds, which is initially _____, at the close of business on the Business Day immediately preceding each Interest Payment Date (including each redemption date) (each, a "Record Date") by check drawn by the Paying Agent on, and payable solely from, funds of the Board required to be on deposit with the Paying Agent for such purpose as hereinafter provided; and such check shall be sent by the Paying Agent by first class United States mail, postage prepaid, on each such Interest Payment Date, to the Holder hereof at its address as it appears on the Registration Books kept and maintained by the Registrar, as hereinafter described. The Paying Agent shall make payment of the principal of and premium, if any, or interest on any Bond by wire transfer in immediately available funds to a bank account located within the United States of Federal Reserve Funds to the Liquidity Provider (in the case of any Purchased Bond) and to any Holder of \$1,000,000 or more in aggregate principal amount of Bonds requesting such payment and providing the necessary wire information to the Paying Agent at least 15 days prior to the applicable Record Date. The Board covenants with the Holder of this Bond that as of each Interest Payment Date for this Bond it will make available to the Paying Agent the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Bonds, when due. Notwithstanding the foregoing, during any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, payments made to the securities depository, or its nominee, shall be made in accordance with arrangements between the Board and the securities depository.

THIS BOND is one of a series of bonds of like tenor and effect except as to number, principal amount and scheduled maturity, aggregating _____²⁴ Dollars (\$ _____)⁷ (the "Bonds"), issued for the purpose of making Home Loans to Texas Veterans, all in accordance with the provisions of the Constitutional Provision, the Act and Chapter 1371, and pursuant to a resolution authorizing the issuance of the series of Bonds of which this is one, adopted by the Board and duly of record in the minutes of the Board (the "Resolution"). The Bonds are issuable solely as fully registered bonds, without interest coupons, in denominations of _____²⁵ (each, an "Authorized Denomination").

THE SERIES OF BONDS of which this is one shall be and is hereby made a general obligation of the State of Texas, pursuant to the Constitutional Provision and the Act, and for the faithful performance of all covenants, recitals and stipulations herein contained, and for the faithful performance in proper time and manner of each official or other act required and necessary to provide for the prompt payment of principal of and interest on this Bond when due, the full faith and credit of the State of Texas are hereby pledged.

²⁴ The original aggregate principal amount of a series of the Series 2024 Bonds set forth in the related Purchase Contract or Pricing Certificate should be set forth here.

²⁵ The Authorized Denominations set forth in the related Pricing Certificate should be set forth here.

PAYMENTS OF THE PRINCIPAL OF and premium, if any, and interest on this Bond, shall be made primarily from the Veterans' Housing Assistance Fund II ("Fund II") governed by the Constitutional Provision, which fund shall be comprised of (a) any interest of the Board in all Home Loans made from money in Fund II pursuant to the Program, including proceeds of any insurance thereon or on the homes, (b) the proceeds derived from the sale or other disposition of the Board's interests in Home Loans, (c) the money attributable to any Housing Assistance Bonds (defined below) (except for certain expenses related to the issuance of Housing Assistance Bonds) issued and sold by the Board to provide money for Fund II which shall include but shall not be limited to the proceeds from the issuance and sale of such Housing Assistance Bonds, (d) income, rents, and any other pecuniary benefit received by the Board as a result of making Home Loans, (e) sums received by way of indemnity or forfeiture for the failure of any bidder for the purchase of any Housing Assistance Bonds to comply with the person's bid and accept and pay for such Housing Assistance Bonds, (f) payments received by the Board under bond enhancement agreements with respect to the Housing Assistance Bonds, (g) interest received from investments of any such money, and (h) any equitable interest of the Board in properties encumbered by Home Loans and attributable to Fund II. The Bonds and all other bonds issued by the Board pursuant to the Constitution of the State to augment Fund II or to refund any such bonds are referred to herein as "Housing Assistance Bonds." The Constitutional Provision provides that to the extent there is not money in Fund II available for payment of principal of and interest on the Housing Assistance Bonds, there is appropriated out of the first money coming into the State Treasury in each fiscal year, not otherwise appropriated by the Texas Constitution, an amount which is sufficient to pay the principal of and interest on such Housing Assistance Bonds that mature or become due during that fiscal year.²⁶

THE BONDS shall be subject to scheduled mandatory sinking fund redemption and shall be redeemed on _____²⁷ and in the respective principal amounts set forth in the table below, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption:

<u>Redemption Date</u>	<u>Principal Amount</u>	<u>Redemption Date</u>	<u>Principal Amount</u> ²⁸
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The principal amount of Bonds to be redeemed on each such redemption date pursuant to mandatory sinking fund redemption shall be reduced, at the option of the Board, by the principal amount of any Bonds [of the same stated maturity]²⁹ which (i) at least 45 days prior to such

²⁶ Additional paragraphs from the related Pricing Certificate describing interest on the series of Series 2024 Bonds should be added here.

²⁷ Text specified in related Pricing Certificate to be added here.

²⁸ The amounts set forth in the Purchase Contract or Pricing Certificate should be included in the table. Additional tables shall be added if there is more than one stated maturity of the series of Series 2024 Bonds, with a heading above each table identifying the stated maturity of the Series 2024 Bonds to which such table relates.

²⁹ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

mandatory sinking fund redemption date, (a) shall have been acquired by the Board and delivered to the Registrar for cancellation, or (b) shall have been acquired and canceled by the Registrar at the direction of the Board, or (c) shall have been redeemed pursuant to any redemption provision set forth below and (ii) shall have not been previously credited against a scheduled mandatory sinking fund redemption.³⁰

IN THE EVENT of any redemption of less than all of the Bonds [of a particular maturity]³¹, the particular Bonds [within each such maturity]¹⁴ to be redeemed are to be selected by the Registrar by lot in such manner as the Registrar shall deem fair and appropriate. During any period in which ownership of the Bonds is determined only by a book entry at a securities depository for the Bonds, if less than the entire principal amount Outstanding of all the Bonds is to be redeemed, the interests to be redeemed of the beneficial owners of the Bonds [of such maturity]¹⁴ shall be selected in accordance with the arrangements between the Board and the securities depository. In the event of any redemption of Bonds, Purchased Bonds shall be selected first for redemption in the manner described in the Resolution.

AT LEAST 30 days prior to the date fixed for any such redemption of this Bond, a written notice of such redemption shall be sent by first class mail, postage prepaid, by the Registrar to the Holder hereof. By the date fixed for any such redemption, due provision shall be made by the Board with the Paying Agent for the payment of the required redemption price for this Bond or the portion hereof which is to be so redeemed. If such written notice of redemption is given, and if due provision for such payment is made, all as provided above, this Bond, or the portion hereof which is to be redeemed, thereby automatically shall be redeemed prior to its scheduled maturity, and shall not bear interest after the date fixed for its redemption, and shall not be regarded as being Outstanding except for the right of the Holder to receive the redemption price plus accrued interest to the date fixed for redemption from the Paying Agent out of the funds provided for such payment. The Registrar shall record in the Registration Books all such redemptions of principal of this Bond or any portion hereof. If a portion of any Bond shall be redeemed, a substitute Bond [having the same maturity date,]¹⁴ in any Authorized Denomination that may be requested by the Holder thereof, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the Holder upon the surrender thereof for cancellation, at the expense of the Board, all as provided in the Resolution.

IN ADDITION to the notice of redemption required above, the Registrar shall send notice of redemption of Bonds by certified or registered mail, return receipt requested, postage prepaid, or by overnight delivery service contemporaneously with such mailing: (a) to any registered owner of \$1,000,000 or more in aggregate principal amount of Bonds; (b) to two or more information services of national recognition that disseminate redemption information with respect to municipal bonds; and (c) to any securities depository that is a registered owner of the Bonds. In addition, in the event of a redemption caused by an advance refunding of the Bonds, the Registrar shall send a second notice of redemption to all registered owners of the Bonds at least 30 days but not more than 90 days prior to the actual redemption date. Any notice required to be sent to any registered securities depositories or national information services shall be sent so that it is received at least two (2) days prior to the general mailing date of such notice. The

³⁰ Optional redemption provisions, if any, specified in the related Pricing Certificate to be added here.

³¹ Bracketed text to be deleted if there is only one stated maturity of the series of Series 2024 Bonds.

Registrar shall also send a notice of redemption to the registered owner of any Bond who has not sent the Bonds in for redemption 60 days after the redemption date. Notwithstanding the foregoing, the failure to give any notice of redemption set forth in this paragraph or any defect in such notice or the mailing thereof shall not affect the validity of any proceedings for redemption of Bonds.

WHENEVER, during the term of the Bonds, the beneficial ownership thereof is determined by a book entry at DTC (or any successor securities depository), tenders of Bonds shall be made pursuant to DTC's (or any successor securities depository's) deliver order procedures or repayment option procedures, as applicable, as are in effect from time to time. Upon remarketing of Bonds, payment of the purchase price thereof shall be made to DTC (or any successor securities depository) and no surrender of Bonds is required. Such sales shall be made through the DTC Participants (which may include the Remarketing Agent) to the new beneficial owners of such Bonds, and the DTC Participants shall transmit payment to beneficial owners whose Bonds were purchased pursuant to a remarketing. The Board and the Registrar, the Paying Agent, the Tender Agent, the Liquidity Provider and the Remarketing Agent are not responsible for transfer of payment to the DTC Participants or beneficial owners.

THIS BOND or any portion or portions hereof in any Authorized Denomination may be assigned and shall be transferred only in the Registration Books of the Board kept and maintained by the Registrar acting in the capacity of registrar for the Bonds, upon the terms and conditions set forth in the Resolution. Among other requirements for such assignment and transfer, this Bond must be presented and surrendered to the Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Registrar, evidencing assignment of this Bond or any portion or portions hereof, in any Authorized Denomination, to the assignee or assignees in whose name or names this Bond or any such portion or portions hereof is or are to be transferred and registered. The form of Assignment printed or endorsed on this Bond may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Registrar may be used to evidence the assignment of this Bond or any portion or portions hereof from time to time by the registered owner. A new Bond or Bonds payable to such assignee (which then will be the new registered owner of such new Bond or Bonds), or to the previous registered owner in the case of the assignment and transfer of only a portion of this Bond, may be delivered by the Registrar in conversion of and exchange for this Bond, all in the form and manner as provided in the next paragraph hereof for the conversion and exchange of other Bonds. Neither the Board nor the Registrar shall be required (a) to issue, replace, transfer, or exchange any Bond during a period beginning at the opening of business 30 days before the day of the first mailing of a notice of redemption of Bonds and ending at the close of business on the day of such mailing or (b) to replace, transfer or exchange any Bond so selected for redemption in whole or in part when such redemption is scheduled to occur within 30 calendar days; except that at the option of the registered owner of at least \$1,000,000 in principal amount of Bonds, the Registrar shall be required to transfer or exchange any Bond of such owner which has been selected in whole or in part for redemption upon surrender thereof. The Registrar may make such arrangements as it deems appropriate for notation on each new Bond issued in exchange for or upon the transfer of the Bond so selected for redemption of an appropriate legend to the effect that such new Bond has been so selected for redemption. The registered owner of this Bond shall be treated by the Issuer, the Board, the Paying Agent and the Registrar

as the absolute owner hereof for all purposes, including payment and discharge of liability upon this Bond to the extent of such payment, and the Issuer, the Board, the Paying Agent and the Registrar shall not be affected by any notice to the contrary. The Board shall pay the Registrar's reasonable and standard or customary fees and charges for making such transfer, but the one requesting such transfer shall pay any taxes or other governmental charges required to be paid with respect thereto.

AS PROVIDED in the Resolution, this Bond, or any portion hereof, may, at the request of the registered owner or the assignee or assignees hereof, be converted into and exchanged for a like aggregate principal amount of fully registered Bonds, without interest coupons, payable to the appropriate registered owner, assignee, or assignees, as the case may be, having the same maturity date, in the same Interest Mode, bearing interest at the same rate, and in any Authorized Denomination, as requested in writing by the appropriate registered owner, assignee, or assignees, as the case may be, upon surrender of this Bond to the Registrar for cancellation, all in accordance with the form and procedures set forth in the Resolution. The one requesting such conversion and exchange shall pay the Registrar's reasonable and standard or customary fees and charges for converting and exchanging any Bond or portion thereof, together with any taxes or governmental charges required to be paid with respect thereto, all as a condition precedent to the exercise of such privilege of conversion and exchange; except, however, that in the case of the conversion and exchange of an assigned and transferred Bond or Bonds or any portion or portions thereof in any Authorized Denomination, as described in the previous paragraph, and in the case of the conversion and exchange of a portion of the unredeemed portion of a Bond which has been redeemed in part prior to maturity, as provided herein, such fees and charges will be paid by the Board.

WHENEVER the beneficial ownership of this Bond is determined only by a book entry at a securities depository for the Bonds, the foregoing requirements of registering, holding, delivering, exchanging or transferring this Bond shall be modified to require the appropriate Person to meet the requirements of the securities depository as to registering, holding, delivering, exchanging or transferring the book entry to produce the same effect.

IN THE EVENT that the initial Paying Agent or Registrar for the Bonds is changed by the Board, resigns, or otherwise ceases to act as such, the Board has covenanted in the Resolution that it promptly will appoint a competent and legally qualified substitute therefor, whose qualifications comply with the requirements of the Resolution, and that one entity will serve as Paying Agent and Registrar, except during periods when the Bonds are registered only by means of a book entry at a securities depository, and promptly will cause written notice thereof to be mailed to the registered owners of the Bonds.

BY BECOMING the registered owner of this Bond, the registered owner thereby acknowledges all of the terms and provisions of the Resolution, agrees to be bound by such terms and provisions, acknowledges that the Resolution is duly recorded and available for inspection in the official minutes and records of the Board, and agrees that the terms and provisions of this Bond and the Resolution constitute a contract between each registered owner hereof and the Board.

THE BOARD reserves the right to amend the Resolution, as deemed necessary or desirable by the Board, with the consent of the registered owners of a majority in aggregate principal amount of the Bonds then Outstanding under the terms and conditions stated in the Resolution. The Board may, without the consent of the registered owners of the Bonds, adopt certain amendments to the Resolution as set forth in the Resolution.

IN THE EVENT of any conflict or inconsistency between the terms and provisions of this Bond and the terms and provisions of the Resolution, the terms and provisions of the Resolution shall control.

IT IS HEREBY CERTIFIED and recited that all acts, conditions and things required to be done precedent to and in the issuance of this Bond and the series of which it forms a part have been properly done, have happened and have been performed in regular and due time, form and manner as required by the Constitution and laws of the State of Texas and the Resolution, that the series of Bonds of which this is a part does not exceed any Constitutional or statutory limitation, and that provision has been made for the payment of the principal of and interest on this Bond and the series of which it is a part by a pledge of the credit of the Issuer and of the funds specified herein.³²

[UNLESS THE COMPTROLLER'S REGISTRATION CERTIFICATE hereon has been executed by the Comptroller by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]³³

[UNLESS THE REGISTRAR'S AUTHENTICATION CERTIFICATE hereon has been executed by the Registrar by manual signature, this Bond shall not be entitled to any benefit under the Resolution or be valid or obligatory for any purpose.]³⁴

³² Additional text or revisions as set forth in the related Pricing Certificate to be included as specified in such Pricing Certificate.

³³ To be included in an Initial Series 2024 Bond only.

³⁴ To be included in all Series 2024 Bonds of a series other than the Initial Series 2024 Bond.

IN TESTIMONY HEREOF, this Bond is executed with the manual or facsimile signatures of the Chairwoman of the Board and of the Executive Secretary of the Board, and the seal of said Board impressed, lithographed or printed hereon.

THE STATE OF TEXAS

Chairwoman, Veterans' Land Board
of the State of Texas

Executive Secretary, Veterans'
Land Board of the State of Texas

(SEAL)

*FORM OF REGISTRAR'S AUTHENTICATION CERTIFICATION ATTACHED TO
VARIABLE RATE BONDS OTHER THAN AN INITIAL SERIES 2024 BOND

REGISTRAR'S AUTHENTICATION CERTIFICATE

It is hereby certified that this Bond has been issued under the provisions of the Resolution described in this Bond; and that this Bond has been issued in conversion of and exchange for or replacement of a bond, bonds, or a portion of a bond or bonds of an issue which originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Dated: _____

_____, _____,

Registrar

By: _____
Authorized Representative

*FORM OF ASSIGNMENT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

(Please print or typewrite name and address, including zip code of Transferee)

Please insert Social Security
or Taxpayer Identification Number
of Transferee

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

_____ attorney to register the transfer of the within Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated:

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by a member firm of the New York Stock Exchange or a commercial bank or trust company.

NOTICE: The signature above must correspond with the name of the Registered Owner as it appears upon the front of this Bond in every particular, without alteration or enlargement or any change whatsoever.

*FORM OF COMPTROLLER'S REGISTRATION CERTIFICATE ATTACHED TO
AN INITIAL SERIES 2024 BOND

OFFICE OF COMPTROLLER §
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 duly registered by the Texas Comptroller of Public Accounts.

WITNESS MY HAND and seal of office at Austin, Texas _____.

Comptroller of Public Accounts
of the State of Texas

(SEAL)

NOTE TO PRINTER:

* ¶s not to be on bond

EXHIBIT D

DESCRIPTION OF ANNUAL FINANCIAL INFORMATION

The following information is referred to in Section 8.2 of this Resolution.

Annual Financial Statements and Operating Data

The financial information and operating data with respect to the Board to be provided annually in accordance with such Section are the quantitative financial information and operating data pertaining to the Board included in Appendix B to the Official Statement relating to each series of Series 2024 Bonds subject to the Rule.

Accounting Principles

The accounting principles referred to in such Section are generally accepted accounting principles for governmental units as prescribed by the Government Accounting Standards Board from time to time, as such principles may be changed from time to time to comply with state law or regulation.

CERTIFICATE OF RESOLUTION

THE STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

I, the undersigned Executive Secretary of the Veterans' Land Board (the "Board") of the State of Texas, hereby certify as follows:

1. The Board convened in regular meeting on the 24th day of July, 2023, at the designated meeting place, and the roll was called of the duly constituted officers and members of said Board, to-wit:

Dawn Buckingham, M.D.	Chairwoman
Gerald J. "Jud" Scott	Member
James Rothfelder	Member

and all of said persons were present, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written resolution

BY THE VETERANS' LAND BOARD OF THE STATE OF TEXAS
AUTHORIZING THE ISSUANCE AND SALE OF STATE OF TEXAS
VETERANS BONDS, SERIES 2024 IN ONE OR MORE SERIES AND
INSTALLMENTS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO
EXCEED \$250,000,000, AND PROVIDING FOR OTHER MATTERS
RELATING TO THE SUBJECT

was duly introduced for the consideration of said Board. 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:

AYES: 3

NOES: 0

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 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 Resolution; 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; and that each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting; and that said Meeting was noticed, convened, and conducted in full compliance with the Texas Open Meetings Act, Chapter 551 of the Texas Government Code, as amended, regarding meetings of the Board.

3. The Resolution has not been modified, amended or repealed and is in full force and effect on and as of the date hereof.

SIGNED AND SEALED the _____ day of _____, 2023.

Anthony W. Dale, Executive Secretary

(SEAL)



MEMORANDUM

TEXAS GENERAL LAND OFFICE • COMMISSIONER DAWN BUCKINGHAM, M.D.

Date: June 30, 2023

To: Veteran Land Board
Dawn Buckingham, MD, Chairwoman
Judson Scott, Member
James Rothfelder, Member

From: Brian Carter, Asset Enhancement Sr. Deputy Director
Jeff Kauffmann, Deputy Director Construction Services
Ann Kuykendall, Construction Services Project Manager

Subject: Consideration and approval for the delegated authority to contract for furnishing of the Fort Worth Tuskegee Airmen Texas State Veterans Home.

Request:

Consideration and approval for the delegated authority to furnish the Fort Worth Tuskegee Airmen Texas State Veterans Home for up to \$1,297,300, potentially contracting one or multiple vendors. Vendor(s) will be awarded and contracted based on the evaluations of bid proposals submitted for RFP No. X0029376-SB. Delegated approval is being requested to ensure timely coordination for the commissioning of the home.

Total Estimated Value: \$1,297,300.00



MEMORANDUM

TEXAS VETERANS LAND BOARD • CHAIRWOMAN DAWN BUCKINGHAM, M.D.

Date: July 24, 2023

To: Dawn Buckingham, M.D., *Chairwoman*
James Rothfelder, *Member*
Judson Scott, *Member*

From: Monica Galuski, *Director of VLB Bond Funds Management*
John Barton, *Assistant Director of VLB Bond Funds Management*

Subject: VLB Meeting: Agenda Item 17

Consideration and possible action on a five-year contract with Bracewell LLP for outside counsel services related to VLB Bonds (GLO Contract No. 24-019-000-E003).

SUMMARY Approval of this agenda item will constitute Board approval of a five-year contract with Bracewell LLP for outside counsel services related to VLB Bonds.

DETAILS: The contract will be for 5 years with an approximate end date of August 31, 2028 and an estimated cost of \$1,875,000 based on current spending patterns and anticipated future support. Work is generally based on a per transaction basis but may include support and services required as a result of changing market conditions, regulatory changes, tax changes, and/or other unforeseen events.

Bracewell provides legal advice and recommendations on state and federal legal issues pertaining to VLB bond and swap transactions as well as tax or legal issues that may arise from time to time. Additionally, they prepare and review transaction documents for VLB bond issues, liquidity agreements, and swap contracts, and any related amendments, as well as provide support for ongoing regulatory disclosure filings.

RECOMMENDATION: Staff recommends that the Board authorize the approval of a five-year contract with Bracewell LLP for outside counsel services related to VLB Bonds.

If you have questions or would like to discuss, please contact me at monica.galuski@glo.texas.gov or (512) 475-4004 or John Barton at john.barton@glo.texas.gov or 512-463-5327.



MEMORANDUM

TEXAS VETERANS LAND BOARD • CHAIRWOMAN DAWN BUCKINGHAM, M.D.

Date: July 24, 2023

To: Dawn Buckingham, M.D., *Chairwoman*
James Rothfelder, *Member*
Judson Scott, *Member*

From: Monica Galuski, *Director of VLB Bond Funds Management*
John Barton, *Assistant Director of VLB Bond Funds Management*

Subject: VLB Meeting: Agenda Item 18

Consideration and possible action on a five-year contract with Stifel, Nicolaus & Company, Incorporated for financial advisory services related to VLB Bonds (GLO Contract No. 24-010-000-D924).

SUMMARY: Approval of this agenda item will constitute Board approval of a five-year contract with Stifel, Nicolaus & Company, Incorporated for financial advisory services related to VLB Bonds.

DETAILS: The contract will be for 5 years with an approximate end date of August 31, 2028 and an estimated cost of \$2,500,000 based on current spending patterns and anticipated future support. Work is generally based on a per transaction basis but may include support and services required as a result of changing market conditions, regulatory changes, tax changes, and/or other unforeseen events.

Financial advisors provide advice and recommendations on size, structure, participants and fees related to VLB bond transactions, and swap advisory services that include swap structure, pricing, timing, and valuations. They also assist in the development of offering documents, financing documents, and amendments to existing documents. Additionally, they provide cash flow analytics and ongoing monitoring as needed.

RECOMMENDATION: Staff recommends that the Board authorizes the approval of a five-year contract with Stifel, Nicolaus & Company, Incorporated for financial advisory services related to VLB Bonds.

If you have questions or would like to discuss, please contact me at monica.galuski@glo.texas.gov or (512) 475-4004 or John Barton at john.barton@glo.texas.gov or 512-463-5327.



24 July 2023

MEMORANDUM FOR:

Dawn Buckingham, MD, Chairwoman

Judson Scott, Member

James Rothfelder, Member

FROM: Dr. John Kelley, Director, Texas State Veterans Cemeteries

SUBJECT: Consideration and Approval of a Contract Renewal with the City of Mission for Year 3 of 3 in Contract 21-049-000-C607

RECOMMENDATION: That the Board approve the contract renewal with the City of Mission for the operation of the Rio Grande Valley State Veterans Cemetery through 30 September 2024.

TOTAL ESTIMATED VALUE: \$750,000

PURPOSE: For consideration and approval of the renewal of a \$750,000 contract with the City of Mission in year 3 of a 3-year contract, 21-049-000-C607, to operate the Rio Grande Valley State Veterans Cemetery in Mission, TX.

BACKGROUND: In September 2020, VLB entered into a contract with the City of Mission to operate the Rio Grande Valley State Veterans Cemetery. Contract fee was set for \$750,000 and included staff/personnel costs and daily operational costs. Per the contract, any capital repairs or improvements above \$1,000 are still funded by the VLB. In September 2021, the contract was extended to a 3-year term and is set to expire on 30 September 2024.

CURRENT SITUATION: The contract has been amended each September so as to include the city budget for the cemetery operations and the budget has remained unchanged since the original contract at \$750,000 per year. Operations at the cemetery have been smooth and relationships are well-established and fully satisfactory.



24 July 2023

MEMORANDUM FOR:

Dawn Buckingham, MD, Chairwoman

Judson Scott, Member

James Rothfelder, Member

FROM: Dr. John Kelley, Director, Texas State Veterans Cemeteries

SUBJECT: Consideration and Approval of a Contract with Nueces County

RECOMMENDATION: That the Board approve an extension of contract 21-111-000-C750 for the operation of the Coastal Bend State Veterans Cemetery in Corpus Christi through 30 September 2026.

TOTAL ESTIMATED VALUE: \$900,000 per year for 3 years = \$2,700,000

PURPOSE: For consideration and approval of a \$2,700,000 contract with Nueces County for the operation of the Coastal Bend State Veterans Cemetery at Corpus Christi

BACKGROUND: In July 2021, VLB entered into a contract with Nueces County, 21-111-000-C750, to operate the Coastal Bend State Veterans Cemetery in Corpus Christi. Contract fee was set for \$918,000 and included staff/personnel costs and daily operational costs. Per the contract, any capital repairs or improvements above \$1,000 are still funded by the VLB. In September 2022, the contract was extended by a 1-year term and the funding was reduced from \$918,000 to \$900,000. It is set to expire on 30 September 2023.

CURRENT SITUATION: The contractual relationship with Nueces County has been superb. Rather than continuing a year-by-year extension process, staff recommends that the contract be renewed for a 3-year term at the same \$900,000 per year fee as coordinated and agreed with Nueces County. The contract will be amended on an annual basis so as to include the annual county budget for the cemetery.



24 July 2023

MEMORANDUM FOR:

Dawn Buckingham, MD, Chairwoman

Judson Scott, Member

James Rothfelder, Member

FROM: Dr. John Kelley, Director, Texas State Veterans Cemeteries

SUBJECT: Consideration and Approval of the Name of the New State Veterans Cemetery in Lubbock as the West Texas State Veterans Cemetery

RECOMMENDATION: That the Board approve the name West Texas State Veterans Cemetery for the new cemetery in Lubbock

TOTAL ESTIMATED VALUE: \$0

PURPOSE: For consideration and approval of the name for the State Veterans Cemetery in Lubbock

BACKGROUND: On 23 February, VLB was notified that the National Cemetery Administration (NCA) was providing a grant opportunity for establishment of a new State Veterans Cemetery in Lubbock. During the NCA Kickoff meeting in Lubbock on 1 March 2023, the City of Lubbock volunteered to take lead on the issue of developing a name for the cemetery and they collected inputs from veterans' groups, city staff, county staff, and the public at large over the course of two months. Some options for naming were identified:

West Texas State Veterans Cemetery

South Plains State Veterans Cemetery

Texas State Veterans Cemetery at Lubbock

CURRENT SITUATION: The vast majority of the inputs provided to the city by the veteran community were for the West Texas State Veterans Cemetery and that recommendation was provided to VLB on 10 May 23. Staff recommends that the board approve the name "West Texas State Veterans Cemetery" for the new cemetery to be built in Lubbock.



24 July 2023

MEMORANDUM FOR:

Dawn Buckingham, MD, Chairwoman

Judson Scott, Member

James Rothfelder, Member

FROM: Dr. John Kelley, Director, Texas State Veterans Cemeteries

SUBJECT: Consideration of Delegation of Authority to Execute a Contract to Establish the West Texas State Veterans Cemetery in Lubbock

RECOMMENDATION: That the Board provide delegation of authority to the Chief Clerk to approve and execute the contract to establish the West Texas State Veterans Cemetery in Lubbock via a National Cemetery Administration expansion grant.

TOTAL ESTIMATED VALUE: \$9,500,000

PURPOSE: For consideration to delegate contract approval to the Chief Clerk to execute the contract for the establishment of the West Texas State Veterans Cemetery in Lubbock.

BACKGROUND: VLB applied for a National Cemetery Administration (NCA) grant to establish the West Texas State Veterans Cemetery on 1 July 2022. In February 2023, VLB was notified that a grant opportunity had been provided. The design and development processes ensued and state-wide procurement was launched. The establishment includes all roadways, buildings and facilities and includes 500 pre-positioned crypts, 600 columbaria niches, 500 in-ground cremated remains plots with Additional Alternate projects including: 500 additional pre-positioned crypts, an additional 600 columbaria niches, 2000 additional in-ground cremated remains plots, automatic gates, and various other minor improvements to irrigation systems and fencing.

CURRENT SITUATION: Competitive bidding and vendor selection is underway and will likely complete in early September. The details, including the vendor's proposal and selection, must all be submitted to the NCA by 30 September 23 for NCA to award the grant. Once the grant is awarded, the contract will be initiated and work will begin as soon as possible thereafter. This delegation of authority gives the Chief Clerk the authority to move forward with the construction contract without awaiting another VLB Board or calling for a special session VLB Board meeting.



24 July 2023

MEMORANDUM FOR:

Dawn Buckingham, MD, Chairwoman

Judson Scott, Member

James Rothfelder, Member

FROM: Dr. John Kelley, Director, Texas State Veterans Cemeteries

SUBJECT: Consideration of Delegation of Authority to Execute a Contract to Expand the Coastal Bend State Veterans Cemetery

RECOMMENDATION: That the Board provide delegation of authority to the Chief Clerk to approve and execute the contract to expand the Coastal Bend State Veterans Cemetery at Corpus Christi via a National Cemetery Administration expansion grant.

TOTAL ESTIMATED VALUE: \$5,000,000

PURPOSE: For consideration to delegate contract approval to the Chief Clerk to execute the contract for the expansion at the Coastal Bend State Veterans Cemetery in Corpus Christi.

BACKGROUND: VLB applied for a National Cemetery Administration (NCA) grant to expand the Coastal Bend State Veterans Cemetery on 1 July 2022. In October 2022, VLB was notified that a grant opportunity had been provided. The design and development processes ensued and state-wide procurement was launched. The expansion includes adding 3,130 pre-positioned crypts, 1,050 columbaria niches, with Additional Alternate projects including: Space Force integration, automatic gates, and various other minor improvements to irrigation systems and fencing.

CURRENT SITUATION: Competitive bidding and vendor selection is underway and will likely complete in early August. The details, including the vendor's proposal and selection, must all be submitted to the NCA by 30 September 23 for NCA to award the grant. Once the grant is awarded, the contract will be initiated and work will begin as soon as possible thereafter. This delegation of authority gives the Chief Clerk the authority to move forward with the construction contract without awaiting another VLB Board or calling for a special session VLB Board meeting.



24 July 2023

MEMORANDUM FOR:

Dawn Buckingham, MD, Chairwoman

Judson Scott, Member

James Rothfelder, Member

FROM: Dr. John Kelley, Director, Texas State Veterans Cemeteries

SUBJECT: Texas State Veterans Cemetery Program Quarterly Update

RECOMMENDATION: For information only, no action required

TOTAL ESTIMATED VALUE: \$0

PURPOSE: This report updates the members of the Veterans Land Board on recent activities and accomplishments in the Texas State Veterans Cemetery program.

VA DEVELOPMENTS:

- VA grant for the Corpus Expansion project is on schedule. Statewide bidding complete and vendor selection underway. Anticipate ground-breaking in November.
- VA grant to establish a new cemetery in Lubbock is proceeding on a very tight timeline and is on track. Designs developed and approved by the National Cemetery Administration (NCA) and project has moved to statewide bidding. Anticipate ground-breaking in November.
- VA grant expansion application for Killeen submitted for \$11.853 million as approved during 24 Apr VLB Board meeting. Includes: 5400 pre-positioned crypts, 4000 columbaria niches, a 2nd committal shelter, additional Admin space, Space Force integration, and automatic gates.
- VA operational inspection 2-3 May at Corpus went very well with high scores achieved.
- VA operational inspection at Killeen scheduled for 14-16 Nov 23.

VLB INITIATIVES:

- In ground cremated remains construction projects complete at Killeen, Corpus, and Abilene. These represent 10+ years of plot availability at all locations. These were VLB funded.

Texas Veterans Land Board • Chairwoman Dawn Buckingham, M.D.
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