

RESOLUTION NO. 2026-04

RESOLUTION AUTHORIZING ISSUANCE OF THE PORT OF GREATER CINCINNATI DEVELOPMENT AUTHORITY EDUCATION REVENUE AND REFUNDING BONDS (IPS CINCINNATI LLC—IDEA GREATER CINCINNATI, INC. PROJECTS) SERIES 2026 IN THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$70,000,000 FOR THE PURPOSES OF FINANCING, AND REFUNDING OBLIGATIONS ISSUED TO FINANCE, “PORT AUTHORITY FACILITIES” WITHIN THE MEANING OF SECTION 4582.21, OHIO REVISED CODE; AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS NECESSARY TO CARRY OUT THE BOND FINANCING; AUTHORIZING THE EXECUTION OF RELATED AGREEMENTS, INSTRUMENTS, CERTIFICATES, AND DOCUMENTS; AND AUTHORIZING AND APPROVING RELATED MATTERS.

WHEREAS, the Issuer is a port authority and a body corporate and politic duly organized and validly existing under the laws of the State of Ohio (the “State”), is authorized and empowered by virtue of the laws of the State including, without limitation, Section 13 of Article VIII of the Ohio Constitution and Ohio Revised Code Sections 4582.21 to 4582.60 (collectively, within the authorities therein mentioned, the “Act”), to issue bonds, for the purpose of financing the acquisition, construction, furnishing and equipping and otherwise developing “port authority facilities”, as defined in the Act, located within Hamilton County or the City of Cincinnati that are financed by the Issuer and are related to, useful for, or in furtherance of, economic development, education, culture or research, either for a specific activity or for a particular project or on a pooled or consolidated basis for a series of related or unrelated activities or projects in such amounts as shall be determined by the Issuer for the purpose of financing various types of projects as enumerated under the Act, including facilities owned or operated by nonprofit organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the “Code”), and is authorized to issue its bonds to provide funds for such financing; and

WHEREAS, no public funds or credit of the Issuer or the City may be pledged to the payment of such revenue bonds, and such revenue bonds shall be payable solely from amounts made available to the Issuer by the educational institution or school for which such bonds are issued; and

WHEREAS, pursuant to Board Resolution No. 2021-33 adopted on December 8, 2021 (the “Prior Bonds Resolution”), the Issuer issued its \$28,100,000 Port of Greater Cincinnati Development Authority Education Revenue Bonds (IPS Cincinnati LLC—IDEA Greater Cincinnati, Inc. Projects), Series 2021, dated December 17, 2021 (the “Refunded Bonds”), for the purpose of paying costs to acquire, construct, furnish, and equip charter school campuses located within Hamilton County, Ohio or the City of Cincinnati at 1011 Glendale Milford Road, Cincinnati, Ohio 45215 and 2700 Glenway Avenue, Cincinnati, Ohio 45204 (the “2021 Project”), as further described in the Prior Bonds Resolution; and

WHEREAS, IPS Cincinnati LLC, a Texas nonprofit limited liability company as created and filed under Texas Secretary of State File No. 804321599 (the “Company”), has requested that the Issuer issue its Bonds (defined below) and lend the proceeds thereof to the Company to finance

or refinance (i) all or a portion of the cost of acquiring, constructing, renovating, improving and furnishing the charter school campuses located within Hamilton County, Ohio or the City of Cincinnati at 1011 Glendale Milford Road, Cincinnati, Ohio 45215 and 2700 Glenway Avenue, Cincinnati, Ohio 45204, (ii) refunding all or a portion of the Refunded Bonds, (iii) funding a debt service reserve fund, (iv) funding a capitalized interest fund and (v) paying certain costs of issuance (collectively, the “Project”), all as further described in an attachment to the Agreement (as defined below); and

WHEREAS, in furtherance of the purposes of the Act, the Issuer proposes to issue its Education Revenue and Refunding Bonds (IPS Cincinnati LLC—IDEA Greater Cincinnati, Inc. Projects), Series 2026 in one or more tax-exempt and/or taxable series in an aggregate principal amount not to exceed \$70,000,000 (collectively, the “Bonds”), the proceeds of which will be loaned to the Company to be used to finance or refinance costs of the Project, including the acquisition, construction, furnishing or equipping thereof, as the case may be, which Project will then be leased by the Company to IDEA Greater Cincinnati, Inc. to be used as a charter school campus, together with certain costs incident to the issuance of the Bonds; and

WHEREAS, there have been presented to the Issuer proposed forms of each of the following:

1. Loan Agreement (the “Agreement”) between the Issuer and the Company;
2. Trust Indenture and Security Agreement (the “Indenture”) between the Issuer and Regions Bank, as trustee (the “Trustee”);
3. Bond Purchase Agreement (the “Bond Purchase Agreement”) between (i) the Issuer, (ii) the Company and (iii) Morgan Stanley & Co. LLC as underwriter (the “Underwriter”);
4. Forms of a tax-exempt and taxable promissory note from the Company to the Issuer, to be assigned by the Issuer to the Trustee (the “Notes”);
5. Preliminary Limited Offering Memorandum relating to the Bonds (the “Preliminary Limited Offering Memorandum”).

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the Port of Greater Cincinnati Development Authority (the “Board”) :

Section 1. Determinations. The Board hereby finds and determines that: (i) the Project constitutes “port authority facilities,” within the meaning of the Act, and is consistent with the purposes of Article VIII, Section 13 of the Ohio Constitution; (ii) it is necessary and proper and in the best interest of the Issuer to finance costs of the Project as contemplated by this Resolution; (iii) the Project will be located within the geographic jurisdiction of the Issuer and the financing of the Project by the Issuer is consistent with the purposes of the Act, will benefit the people of the State, including those within the jurisdiction of the Issuer, by, among other benefits, creating jobs and employment opportunities, enhancing the availability of adequate education, cultural and research facilities, and improving the economic welfare of the people of the State; (iv) financing of costs of the Project requires the issuance of the Bonds, and it is necessary and proper and in the

best interest of the Issuer to, and the Issuer shall, issue, sell and deliver the Bonds in the maximum aggregate principal amount of \$70,000,000 for the purpose of financing costs of the Project; (v) the terms of the Bonds, and of the sale, execution and delivery of and payment for the Bonds, contained in or authorized by this Resolution are satisfactory and are hereby approved; (vi) the Bonds are special obligations of the Issuer secured as provided herein and the agreements approved hereby, and the Project revenues identified herein and the agreements approved hereby for the payment and security of the Bonds are hereby pledged for such payment and security, and (vii) the agreements contemplated hereby will further the purposes of the Act, including the purposes of Article VIII, Section 13 of the Ohio Constitution.

This Board hereby approves and authorizes the issuance of the Bonds in an aggregate principal amount not to exceed \$70,000,000 for the purpose of providing funds for costs of the Project. The entire principal amount of the Bonds will be purchased by the Underwriter and will be designated, mature on the dates and in the amounts, bear interest at the rates, and have the terms as provided in the Indenture, subject to all terms and conditions of such sale being approved by the (a) Company and (b) the President and CEO of the Issuer, Secretary of the Issuer, or any Assistant Secretaries of the Issuer (the "Fiscal Officer"), the Chair of the Board, the Vice Chair of the Board, or the Vice President and General Counsel (each a "Pricing Officer"), such approval to be evidenced by the execution and delivery of the Bond Purchase Agreement as authorized herein. Any approval to be given or action authorized by this resolution to be taken by a Pricing Officer may be taken by any one of the individuals listed as Pricing Officer unless otherwise expressly provided herein, and shall be performed in such officer's official capacity and on behalf of the Issuer.

Section 2. Terms and Provisions of the Bonds.

(a) Bonds Generally. The Bonds (i) shall be issued in one or more series only in fully registered form, substantially in the form as set forth in the Indenture, the form of which is now on file with the Fiscal Officer and is hereby approved; (ii) shall be exchangeable for Bonds of Authorized Denominations of the same series, as provided in the Indenture; (iii) shall be numbered in such manner as determined by the Trustee in order to distinguish each Bond from any other Bond; (iv) shall be in Authorized Denominations; (v) shall be subject to optional, extraordinary and mandatory sinking fund redemption, as well as mandatory redemption, in the amounts, upon the conditions, and at the times and prices set forth in the Indenture; and (vi) shall be dated as of the date of issuance thereof. Each Bond shall bear interest, payable on the Interest Payment Dates, in accordance with the Indenture, from the most recent date to which interest has been paid or provided for or, if no interest has been paid or provided for, from the dated date of the Bonds.

(b) Interest Rate, Principal Maturities and Mandatory Redemption of Bonds. The Bonds shall bear interest at the rates, not in excess of twelve percent (12.00%) per annum, shall mature and be subject to mandatory redemption in the amounts and on specified dates in the years, all as set forth in the Indenture, but the Bonds shall not mature later than forty-five years from the date of issuance thereof. A Pricing Officer shall execute and deliver the Indenture on behalf of the Issuer establishing such terms of the Bonds as set forth in this Section 2 and as otherwise required by this Resolution, which such Pricing Officer shall determine to be in the best interests of the Issuer.

(c) Execution of Bonds. The Bonds shall be signed by any two Pricing Officers in their official capacities, provided that one or both of such signatures may be a facsimile, and those officials are hereby authorized to execute and deliver the Bonds in accordance herewith and with the Indenture, but subject to satisfaction or waiver of any conditions stated herein or therein. The Bonds shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under this Resolution or the Indenture unless and until a certificate of authentication on the Bonds is signed by the Trustee, as registrar and authenticating agent, or other registrar or authenticating agent appointed pursuant to the Indenture.

(d) Book Entry System. Notwithstanding any other provisions of this Resolution or the Indenture, if it is determined in the Indenture that it is in the best interest of the Issuer, the Bonds may be issued to a Depository (as defined in the Indenture) for use in a book entry system and, if and as long as a book entry system is utilized, (i) the Bonds may be issued in the form of a single, fully registered Bond representing each maturity and interest rate within a maturity and registered in the name of the Depository or its nominee, as registered owner, and immobilized in the custody of the Depository; (ii) except as otherwise provided in the Indenture, the book entry interest owners of Bonds in book entry form shall not have any right to receive Bonds in the form of physical securities or certificates; (iii) ownership of book entry interests in Bonds in book entry form shall be shown by book entry on the system maintained and operated by the Depository and its participants, and transfers of the ownership of book entry interests shall be made only by book entry by the Depository and its participants; and (iv) the Bonds as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository, without further action by the Issuer.

Section 3. Sale of the Bonds. The Bonds shall be awarded and sold to the Underwriter, in accordance with the Indenture and the Bond Purchase Agreement. The purchase price of the Bonds, expressed as a percentage of the principal amount of the Bonds, shall be established in the Indenture, provided that such purchase price shall not be less than 95% of the principal amount of the Bonds as established in the Indenture or the Bond Purchase Agreement, subject to any further discount that would be original issue discount for federal income tax purposes, all as determined in the Indenture or the Bond Purchase Agreement, which determination shall be in the best interests of the Issuer. Each Pricing Officer is authorized to make the necessary arrangements on behalf of the Issuer to establish the date, location, procedure and conditions for the delivery of a series of Bonds to the Underwriter. Those officers are further authorized to take all steps necessary to effect due execution, authentication and delivery of the Bonds under the terms of this Resolution, the Bond Purchase Agreement and the Indenture.

It is determined by this Board that the price for and the terms of the Bonds, and the sale thereof, all as provided in this Resolution, the Bond Purchase Agreement and the Indenture, are in the best interests of the Issuer and are in compliance with all legal requirements.

Section 4. Application of Proceeds of the Bonds. The Pricing Officer is authorized to execute and deliver a certificate directing the proceeds of the Bonds to be deposited (a) in the Funds for the Bonds established under the Indenture to make available the proceeds for the Project, and (b) in the appropriate funds and accounts to be used for the payment of debt service on and redemption of the Refunded Bonds, including, without limitation, an Escrow Agreement (as defined herein) with an Escrow Trustee (as defined herein). Disbursement and application of

amounts deposited in the Funds, which may be deposited and held in a separate account by the Trustee, shall be made in accordance with the Indenture. The proceeds of the Bonds are hereby appropriated for the purpose of paying the costs of the Project and refunding the Refunded Bonds, and also including, without limitation, paying costs of capitalized interest on the Bonds, providing funds to fund a debt service reserve fund, and/or a liquidity reserve, if required by the Underwriter, and paying costs of issuance payable on the date of issuance of the Bonds.

Section 5. Refunding; Call of Refunded Bonds. This Board determines that it is necessary and in the best interest of the Issuer to refund the Refunded Bonds. If deemed advisable by the Pricing Officer, in order to provide for the investment of those proceeds of the Bonds to be applied to the redemption of the Refunded Bonds, the Pricing Officer is hereby authorized to designate or cause to be designated a bank or trust company authorized to do business in the State of Ohio to act as escrow trustee (the "Escrow Trustee"). The Pricing Officer is hereby authorized to execute and deliver, in the name of the Issuer, an escrow agreement between the Issuer and such escrow trustee (the "Escrow Agreement"). The Pricing Officer is hereby authorized to create any escrow fund provided for under the Escrow Agreement. Payment of the services rendered, and for reimbursement of expenses incurred pursuant to, the Escrow Agreement, shall be paid from the proceeds of the Bonds. The Escrow Trustee, or any nationally recognized bond counsel or financial institution is hereby authorized to execute and file on behalf of the Issuer any subscriptions for United States Treasury Obligations, State and Local Government Series, as may be necessary, in order to fund, in part, any escrow in connection with the redemption of the Refunded Bonds. The Pricing Officer is further authorized to retain a verification agent to confirm the sufficiency of the escrow deposit.

Section 6. Security for the Bonds; Limitation of Issuer Liability. The Bonds, and the obligations of the Issuer under this Resolution, the Indenture or any other agreement entered into pursuant to this Resolution shall be special obligations of the Issuer and shall be payable solely from the Trust Estate (as defined in the Indenture). The Issuer is not and shall not be required to expend its own funds, except for Trust Estate, to perform any obligation of the Issuer under this Resolution, the Bonds, the Indenture, the Agreement or any agreement entered into pursuant to this Resolution. The payment of Debt Service (as defined in the Indenture) on the Bonds shall be secured (a) by an assignment of and grant of a security interest in the Trust Estate and all moneys and investments in the Funds, to the extent and with the exceptions provided herein and in the Indenture, provided, however that any pledge or assignment of or grant of a security interest in any Fund, receivables, revenues, money or other intangible property not in the custody of the Trustee shall be valid and enforceable only to the extent permitted by law, (b) by the Indenture, and (c) if requested by the Underwriter, and determined by the Pricing Officer to be necessary to achieve a favorable interest rate on the Bonds, by other credit enhancement instruments, including, without limitation, letters of credit, bond insurance or other liquidity facilities.

The Issuer covenants that it will promptly cause the Debt Service on every Bond issued under the provisions of the Indenture to be paid from such sources, at the places, on the dates and in the manner provided herein and in said Bonds, according to the true intent and meaning thereof.

The Bonds do not and shall not represent or constitute a debt or pledge of the faith or credit or taxing power of the Issuer, and the owners of the Bonds have no right to have taxes levied by the Issuer for the payment of Debt Service, and each Bond shall contain a statement to that effect

(other than any tax that is a component of Trust Estate); provided, however, that nothing herein or in this Resolution shall be deemed to prohibit the Issuer, of its own volition, from using to the extent it is lawfully authorized to do so, any other resources for the fulfillment of any of the terms, conditions or obligations of the Indenture, this Resolution or the Bonds.

Section 7. Covenants of the Issuer. The Issuer, by issuance of the Bonds, covenants and agrees with the Holders that:

(a) The Issuer will use a portion of the proceeds of the Bonds to pay a portion of the costs of the Project and pay or reimburse related costs, to pay debt service of and redeem the Refunded Bonds, to pay certain costs of issuance of the Bonds and costs to refund the Refunded Bonds, to pay capitalized interest on the Bonds, if any, and to fund a debt service reserve fund and/or a liquidity reserve, if required by the Underwriter.

(b) The Issuer will, for accounting purposes, segregate, or cause the segregation of, the Trust Estate and Funds from all other revenues and funds of the Issuer.

(c) A Pricing Officer, or other appropriate officer of the Issuer, will furnish to the Underwriter a true transcript of proceedings, certified by a Pricing Officer or such other officer, of all proceedings had with reference to the issuance of the Bonds together with such information from the Issuer's records as is necessary to determine the regularity and validity of such issuance.

(d) The Issuer will, at any and all times, cause to be done all such further acts and things and cause to be executed and delivered all such further instruments as may be necessary to carry out the purpose of the Bonds, this Resolution or as may be required by the Act, and will comply with all requirements of law applicable to the Bonds.

(e) The Issuer will observe and perform all its agreements and obligations provided for by the Bonds, the Indenture, this Resolution, or any other agreement entered into pursuant to this Resolution. All of the obligations under this Resolution, the Bonds, the Indenture and any other agreement entered into pursuant to this Resolution are hereby established as duties specifically enjoined by law and resulting from an office, trust or station upon the Issuer within the meaning of Section 2731.01, Ohio Revised Code.

(f) To the extent the Issuer designates one or more series of Bonds as Tax-Exempt Bonds, the Issuer covenants that it will restrict the use of the proceeds of the Tax-Exempt Bonds in such manner, as advised by Bond Counsel, and to such extent as may be necessary, to the extent of its authority and control, so that the Tax-Exempt Bonds will not constitute an arbitrage bond or hedge bond under Sections 141 through 150 of the Code. Any Pricing Officer of the Issuer having responsibility for the issuance of the Bonds, shall give an appropriate certificate of the Issuer for inclusion in the transcript of proceedings for the Tax-Exempt Bonds setting forth the reasonable expectations of the Issuer regarding the amount and use of all the proceeds of the Tax-Exempt Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of interest on the Tax-Exempt Bonds.

(g) With respect to any series of Tax-Exempt Bonds, the Issuer further covenants that it (i) will take, or require to be taken, to the extent of its authority and control, all actions that may be required

of it, as advised by Bond Counsel, for the interest on the Tax-Exempt Bonds to be and remain excluded from gross income for federal income tax purposes and, with respect to the Tax-Exempt Bonds for which such treatment is avoidable, from treatment as an item of tax preference for purposes of the alternative minimum tax imposed on individuals under the Code, and (ii) will not take or authorize to be taken any actions that would, as advised by Bond Counsel, adversely affect that exclusion or, to the extent avoidable, cause interest to be treated as an item of tax preference. The Pricing Officer of the Issuer is hereby authorized to take any and all actions and make or give such reports and certifications as may be appropriate to assure such exclusions of that interest.

In the performance of these covenants, and other covenants of the Issuer pertaining to federal income tax laws, the Issuer may rely upon the written advice of Bond Counsel.

Section 8. Loan Agreement. The Board hereby approves the Agreement in substantially the form and substance on file with an Assistant Secretary, and the Pricing Officer is hereby authorized and directed, for and on behalf of the Issuer, to date, sign, and otherwise execute the Agreement with such changes therein as are not inconsistent with this Resolution, and not substantially adverse to the Issuer and which are approved by the Pricing Officer executing the Agreement, and such officers are hereby authorized to deliver the Agreement. Upon execution by the parties thereto and delivery thereof, the Agreement shall be binding upon the Issuer in accordance with the terms and provisions thereof.

Section 9. Indenture. The Board hereby approves the Indenture in substantially the form and substance on file with an Assistant Secretary, with such changes therein as are not inconsistent with this Resolution, and not substantially adverse to the Issuer and which are approved by the Pricing Officer executing the Indenture, and the Pricing Officer is authorized and directed, for and on behalf of the Issuer, to date, sign, and otherwise execute the Indenture, and such officers are hereby authorized to deliver the Indenture.

Section 10. Bond Purchase Agreement. The Board hereby approves the Bond Purchase Agreement in substantially the form and substance on file with an Assistant Secretary, with such changes therein as are not inconsistent with this Resolution, and not substantially adverse to the Issuer and which are approved by the Pricing Officer executing the Bond Purchase Agreement, and the Pricing Officer is hereby authorized and directed, for and on behalf of the Issuer, to date, sign, and otherwise execute the Bond Purchase Agreement on behalf of the Issuer, and such officers are hereby authorized to deliver the Bond Purchase Agreement.

Section 11. Notes. The Pricing Officer is hereby authorized and directed, for and on behalf of the Issuer, to date, sign, and otherwise execute the Notes to evidence the Issuer's assignment of such Notes to the Trustee and such Pricing Officer is hereby authorized to deliver the Notes evidencing such assignment, with such changes thereto as such officers, counsel to the Issuer and Bond Counsel shall approve, such approval to be evidenced by the execution and delivery thereof.

Section 12. Limited Offering Documents. The Board hereby approves the preparation and distribution of the Preliminary Limited Offering Memorandum relating to the Bonds in substantially the form presented to the Board and the preparation and distribution of a final Limited Offering Memorandum (the "Limited Offering Memorandum") based upon the Preliminary

Limited Offering Memorandum and in each case and any supplements thereto in connection with the original issuance of the Bonds, and the terms of the sale of the Bonds as therein authorized and approved. Each Pricing Officer is authorized to advise the Underwriter in writing regarding limitations on the use of the Limited Offering Memorandum and any supplements thereto for purposes of marketing, placement, or reoffering the Bonds as they deem necessary or appropriate to protect the interests of the Issuer. The Board further approves the use of such information relating to the Issuer in the Preliminary Limited Offering Memorandum and final Limited Offering Memorandum as counsel to the Issuer and Bond Counsel shall approve.

Section 13. Notice of Public Hearing. The Board hereby approves the Notice of Public Hearing regarding the public approval requirement under Section 147(f) of the Code substantially in the form and substance presented to the Board and authorizes, ratifies, and confirms its publication or posting on its website, as the case may be, as required by the laws of the United States and of the State of Ohio.

Section 14. Bonds. The Board hereby approves the Bonds in substantially the form and substance set forth in the Indenture and any two Pricing Officers are hereby authorized and directed, for and on behalf of the Issuer, to execute the Bonds or have their facsimile signatures placed upon the Bonds and the Board hereby directs Bond Counsel to deliver the Bonds to the Underwriter.

Section 15. Trustee. The Pricing Officer is hereby authorized to designate and approve the Trustee to serve under the Indenture to be evidenced by the execution and delivery of the Bond Purchase Agreement and by the execution and delivery of the Indenture as authorized herein.

Section 16. Further Actions. The Pricing Officers are authorized to execute and deliver any certifications, agreements, assignments, amendments, supplements, and other instruments and documents and to take such further actions, as are necessary or appropriate to provide for the issuance and sale of the Bonds and to consummate the transactions contemplated in this Resolution, the Bonds, the Bond Purchase Agreement, the Agreement, and the Indenture, to undertake, complete and finance the Project in accordance therewith, and to pay debt service on and redeem the Refunded Bonds, so long as such actions are not inconsistent with this Resolution and not materially adverse to the Issuer and are permitted by the Act and which shall be approved by the Pricing Officer executing those documents. The determination that such actions and any documents executed pursuant to those actions are not materially adverse to the Issuer shall be evidenced conclusively by the taking of those actions or execution of those documents by any Pricing Officers. All action (not inconsistent with provisions of this Resolution) heretofore taken by the Board and officers of the Issuer directed toward the issuance of the Bonds and the loan of the proceeds thereof to the Company to finance and/or refinance the Project shall be and the same hereby is ratified, approved, and confirmed.

Section 17. Resolution Irrevocable While Bonds Outstanding. After any of the Bonds are issued, this Resolution shall be and remain irrevocable until the Bonds and the interest thereon shall have been fully paid or provision for payment shall have been made pursuant to the Indenture.

Section 18. Severability. If any section, paragraph, clause, or provision of the Resolution, or any application thereof, shall be held to be invalid or unenforceable, the invalidity or

unenforceability of such section, paragraph, clause, or provision or application thereof shall not affect any of the remaining provisions or applications of this Resolution. In case any obligation of the Issuer authorized or established by this Resolution or the Bonds is held to be in violation of law as applied to any person or in any circumstance, such obligation shall be deemed to be the obligation of the Issuer to the fullest extent permitted by law.

Section 19. Compliance with Open Meeting Law. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of any of its committees or subcommittees, or any other public bodies of the Issuer, that resulted in such formal actions were in meetings open to the public, in compliance with the law.

Section 20. Effective Date. This Resolution shall be in full force and effect upon its adoption.

A roll call being had upon the question of the passage of the foregoing resolution, the vote thereon resulted as follows:

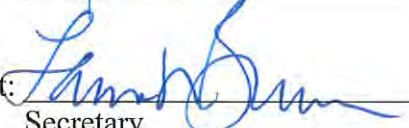
Adopted: April 20, 2026

Yeas: 10

Nays: 0

Abstentions: 0

Chair: 

Attest: 

Secretary