

**THE STATE OF TEXAS
CITY OF RIO HONDO
COUNTY OF CAMERON**

Juan Garza, Commissioner Place 1
Margaret Perez, Mayor Pro-Tem
Jose S. Cavazos, Commissioner Place 5

Esteban Bocanegra, Place 2
Olga Gallegos, Commissioner, Place 3

Gustavo Olivares
Mayor

**Notice of a Joint Meeting of the
City Commission of the City of Rio Hondo and the
Rio Hondo Industrial Development Corporation**

September 27, 2022

Pursuant to Chapter 551, Tittle 5 of the Texas Government Code, the Texas Open Meetings Act, notice is hereby given that the governing body of the City of Rio Hondo, Texas and the Rio Hondo Industrial Development Corporation, Rio Hondo, Texas, will convene for a Regular Meeting, at 6:30 p.m. on Tuesday September 27, 2022, at the City Commission Chambers on the Second Floor of the Rio Hondo Municipal Building located at 121 N. Arroyo Blvd., Rio Hondo, Texas 78583.

Call meeting to Order (Rio Hondo City Commission)

Call meeting to Order (Rio Hondo Industrial Development Corporation)

PLEDGE OF ALLEGIANCE

UNITED STATES PLEDGE

INVOCATION:

Regular Agenda:

- 1. Mayor's and Commissioners' Reports (City Commission)**
- 2. Reports: Administrator**

Pursuant to Texas Government Code Section 551.0415, the City Commission, without having provided notice, may make reports about items of community interest if no action is taken and possible action is not discussed regarding the information provided in the report. "Items of community interest" include: (1) expressions thanks, congratulations or condolence; (2) information regarding holiday schedules; (3) an honorary or salutatory recognition of a public official, public employee or other citizen, except the discussions regarding a change in the status of a person's public office or public employment is not an honorary or salutatory recognition for the purposes of the City of Rio Hondo; (4) a reminder about an upcoming event organized or sponsored by the governing body; (5) information regarding a social,

ceremonial or community event organized or sponsored by an entity other than the City of Rio Hondo that was attend or is scheduled to be attended by a member of the governing body or an official or employee of the City of Rio Hondo; and (6) announcements involving an imminent threat to the public health and safety of people in the political subdivision that has arisen after the posting of the agenda

3. **Public Comment Period:** *Please Note- The Public Comment Period is designated for hearing concerns regarding City of Rio Hondo Public Policy or City of Rio Hondo business that is or is not on the agenda or items listed on the agenda.*
4. Consideration and Action on the City Commission Minutes of September 13, 2022, City Commission Meeting. **(City Commission)**
5. Consideration and Action on Resolution No. 2022-11 Approval of the Hazard Mitigation Action Plan Update. **(City Commission)**
6. Discussion and Consideration to select an Administrator/Project Delivery Service provider to complete application and project implementation for the City of Rio Hondo's 2023-2024 Texas Community Development Block Grant program funded and administered through the Texas Department of Agriculture.**(City Commission)**
7. Consideration and Action selecting GrantWorks LLC to be the Administrator/Project Delivery and Implementation Service for the City of Rio Hondo's 2023-2024 Texas Community Development Block Grant program funded and administered through the Texas Department of Agriculture. **(City Commission)**
8. Public Hearing and Action on Ordinance No. 2022-06 levying Ad Valorem Taxes for the maintenance and operation of the Municipal Government of the City of Rio Hondo, Texas beginning October 1, 2022, and ending September 30, 2023, distributing the tax levy among the various funds, and proving for a lien on real and personal property to secure the payment of taxes assessed. **(City Commission)**
9. Consideration and Action to appoint officers of the Rio Hondo Industrial Development Corporation, to wit: President, Vice-President, Secretary, and Treasurer. **(RHIDC)**
10. Consideration and Action on a Resolution approving the adoption of Amended and Restated Bylaws for the Rio Hondo Industrial Development Corporation. **(RHIDC)**
11. Consideration and Action approving the Rio Hondo Industrial Corporation Financing Application. **(RHIDC)**
12. Consideration and Action on a Resolution approving the proposed issuance of tax-exempt industrial development bonds for an industrial development project to be in the City of Rio Hondo, Texas being developed by Clyde Cobb and his company, known as Newell Cobb Enterprises, LLC. **(RHIDC)**


13. Consideration and Action on a Resolution approving the adoption of Amended and Restated Bylaws for the Rio Hondo Industrial Development Corporation. **(City Commission)**
14. Consideration and Action on a Resolution approving the proposed issuance of tax-exempt industrial development bonds for an industrial development project to be located in the City of Rio Hondo, Texas being developed by Clyde Cobb and his company, known as Newell Cobb Enterprises, LLC. **(City Commission)**
15. Second Public Hearing and Action on Ordinance No. 2022-07 to rezone from Open Space Classification to Single Family Classification 5.92 Ac. of Rio Hondo Park Block 101 located approximately 500 feet north of the intersection of N. Reynold Road and Bates Drive in Rio Hondo, Texas. **(City Commission)**
16. Adjournment. **(City Commission)**
17. Adjournment. **(RHIDC)**

Note: The City Commission for the City of Rio Hondo and the Rio Hondo Industrial Development Corporation reserve the right to adjourn into executive session at any time during this meeting to discuss any matters, as authorized by the Texas Government Code, including but not limited to Sections 551.071 (Consultation with Attorney), 551.072 (Deliberations about Real Property), 551.073 (Deliberations about Gifts and Donations), 551.074 (Personnel Matters), 551.076 (Deliberations about Security Devices) and 551.087 (Economic Development).

Note: The Joint Meeting is accessible to Americans with Disabilities. Persons with disabilities who plan to attend this meeting and who may need assistance, please call the City Secretary at (956) 748-2102, with at least twenty-four hours prior to the meeting.



Gustavo Olivares
Mayor of the City of Rio Hondo

Posted: Friday, September 23, 2022, at 2:20pm 

I, City Secretary for the City of Rio Hondo, do hereby certify that this Notice of Joint Meeting is a true and correct record and was posted in the bulletin board outside City Hall, and the bulletin board in the City Hall lobby, at 121 N. Arroyo Blvd, Rio Hondo, Texas 78583 and remained so posted continuously for at least 72 hours preceding the scheduled time

Item 4

MINUTES FROM A REGULAR MEETING ON SEPTEMBER 13, 2022

The Government Body of the City of Rio Hondo, Texas met in a Regular Meeting on September 13, 2022 at 6:30 pm in the Commission Chambers at City Hall, with Mayor- Gustavo Olivares Presiding- Present, Mayor Pro-Tem- Margaret Perez and Commissioners, Juan Garza- Present, Esteban Bocanegra- Present, Olga Gallegos- Present, and Jose Cavazos- Absent.

PLEDGE OF ALLEGIANCE –Led by Mayor Olivares at 6:30 p.m.

INVOCATION: By Commissioner Perez

Regular Agenda:

1. Mayor's and Commissioner's Report – No Reports
2. Reports: Administrator, Mr. Medina reported that the first estimate is 2 million. The Splash pad is being solicited and will be paid using ARP funds. There is a proposal for a safe room at the civic center. Staff continues to cut grass throughout the city. The Police Chief present his staff report. The Library present a report regarding visits. The book club going well 6 to 12 students. Senior Center reported they are feeding 65 persons weekly. Mrs. Perez asked the requirements to participate. Mr. Medina stated that a person has to be 60 years of age. No proof required.
3. **Public Comment Period: *Please Note- The Public Comment Period is designated for hearing concerns regarding City of Rio Hondo Public Policy or City of Rio Hondo business that is or is not on the agenda or items listed on the agenda.***
No Comments
4. Consideration and Action on the City Commission Minutes of August 23, 2022, City Commission Meeting. The minutes were approved with changes to the item to state it was tabled. A motion made by Commissioner Garza and Seconded by Commissioner Perez and the motion passed unanimously.
5. Consideration and Action on Resolution No. 2022-06, authorizing the participation of the City of Rio Hondo, Texas in the 791 Purchasing Cooperative offered by Region 15 Education Service Center. Mr. Medina explained that this was a cooperative to facilitate purchasing since the items have been vetted and meet state procurement. A motion was made by Commissioner Bocanegra and seconded by Commissioner Perez
6. Consideration and Action on Resolution 2022-07 adopting the goal vision zero by 2050 of ending deaths and severe injuries on county and city roadways'. Medina explained that this Resolution was need for a sidewalk grant being submitted by Cameron County. Commissioner Perez made a motion to approve the Resolution and seconded by Commissioner Gallegos.
7. Consideration and Action on Resolution 2022-08 adopting the 2022 Cameron County Safety Travel Plan. Medina explained that this Resolution was need for a sidewalk grant being submitted by Cameron County. Commissioner Garza made a motion to approve the Resolution and seconded by Commissioner Gallegos

8. Consideration and Action Resolution 2002-09 appointing Directors to the Board of the Rio Hondo Industrial Development Corporation. Commissioner Perez made a motion to approve the Resolution and Seconded by Commissioner Gallegos.
9. Consideration and Action on Resolution No. 2022- 10, approving amendments to the Articles of Incorporation of the Rio Hondo Industrial Development Corporation. Commissioner made a motion to approve and Seconded by Commissioner Perez. The motion passed unanimously.
10. Presentation on an economic development project by Mr. Clyde Cobb.. A presentation was made by Mr. Clyde Cobb on the proposed project. He presented his proposed project of a metal shredder. It will employ 60 to 75 persons and will be a 25 million dollar investment. He proposed to lease adjacent property from the city. . The Mayor asks if this will be a scrap yard he said no. Commissioner Garza asked about environmental issues. Mr. Cobb explained that it will be enclosed building with washer and scrubbers. The Commission took no action.
11. Public Hearing and Action on Ordinance No. 2022-07 to rezone from Open Space Classification to Single Family Classification 5.92 AC of Rio Hondo Park Block 101 located approximately 500 feet north of the intersection of N. Reynolds and Bates Drive in Rio Hondo, Texas. Mr. Jose Perez made a presentation on the proposed project. He has builders and financing to build 37 houses for sale. Commissioner Bocanegra and Seconded by Commissioner Garza to table the this item the motion passed unanimously.
12. Public Hearing and Action on Ordinance 2022- 05 to approve the City of Rio Hondo Budget for Fiscal Year October 1, 2022 and ending on September 30, 2023. The Public Hearing was opened and Mr. Medina gave a summary of the budget for Fiscal Year 2022- 2023. The Revenues is composed of taxes, fees, grants and permits. The expenses are balanced by these revenues of over 3 million dollars. This is a balanced budget. Commissioner Juan Garza made a motion to approve the 2022- 2023 budget and Seconded by Commissioner Bocanegra and seconded by unanimously.
13. Public Hearing and Action on Ordinance No. 2022-06 levying Ad Valorem Taxes for the maintenance and operation of the Municipal Government of the City of Rio Hondo, Texas beginning October 1, 2022, and ending September 30, 2023, distributing the tax levy among the various funds, and proving for a lien on real and personal property to secure the payment of taxes assessed. Medina explained that the proposed rate was 0.812207 per \$100 valuation. This rate is a NO NEW REVENUE RATE. No new increase in taxes and will be effective October 1. 2022. Commissioner Perez made a motion to approve and Seconded by Commissioner Bocanegra. The Motion passed unanimously.
14. Consideration and Action adopting the City of Rio Hondo October 1, 2022, to September 30, 2023, Holiday Schedule. After discussion Commissioner Perez made a motion to adopt the Holiday Schedule and Seconded by Commissioner Gallegos. The Motion passed unanimously.
15. Consideration and Action approving Saturday December 17, 2022, as the date for the Christmas Parade. After discussion a motion was made have a Christmas Parade on December 15, 2022. Commissioner Garza made the motion to have the parade on December 15, 2022 at 7:00 pm and seconded by Commissioner Perez. The motion passed unanimously.
16. Acknowledgement as October 26, 2022, as Halloween Spooktacular at the Park an event provided by the City of Rio Hondo, Rio Hondo Youth Sports League, and the Rio Hondo Independent School District. The Spooktacular will be on October 26, 2022.

17. The City Commission went into executive session at 8:19 pm and back into regular session at 8:35 pm . The City Commission took no action.

Adjournment Meeting was adjourned by a motion made by Commissioner Perez.

Item 5

RESOLUTION 2022-11
RESOLUTION FOR CITY OF RIO HONDO
APPROVAL OF HAZARD MITIGATION ACTION PLAN UPDATE

WHEREAS, natural hazards in the City of Rio Hondo area historically have caused significant disasters with losses of life and property and natural resources damage; and

WHEREAS, the Federal Disaster Mitigation Act of 2000 and Federal Emergency Management Agency (FEMA) require communities to adopt a hazard mitigation action plan to be eligible for the full range of pre-disaster and post-disaster federal funding for mitigation purposes; and

WHEREAS, FEMA requires that communities update hazard mitigation action plans every five years in order to be eligible for the full range of pre-disaster and post-disaster federal funding for mitigation purposes; and

WHEREAS, the City of Rio Hondo has assessed the community's potential risks and hazards and is committed to planning for a sustainable community and reducing the long-term consequences of natural and man-caused hazards; and

WHEREAS, the Cameron County Hazard Mitigation Action Plan Update outlines a mitigation vision, goals and objectives; assesses risk from a range of hazards; and identifies risk reduction strategies and actions for hazards that threaten the community.

NOW THEREFORE BE IT RESOLVED THAT:

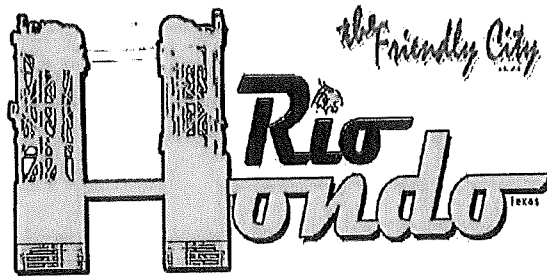
1. The Cameron County Hazard Mitigation Action Plan Update is approved in its entirety;
2. The City of Rio Hondo will pursue available funding opportunities for implementation of the proposals designated therein, and will, upon receipt of such funding or other necessary resources, seek to implement the actions contained in the mitigation strategies;
3. The City of Rio Hondo vests with the Mayor the responsibility, authority, and means to inform all parties of this action; assure that the Hazard Mitigation Action Plan Update will be reviewed at least annually; and that any needed adjustments will be presented to the City Council for consideration; and
4. The City of Rio Hondo to take such other action as may be reasonably necessary to carry out the objectives of the Hazard Mitigation Action Plan Update and report on progress as required by FEMA and the Texas Division of Emergency Management (TDEM).

ADOPTED this 27TH DAY OF SEPTEMBER , 2022.

(Mayor)

(Clerk)

Item 6



September 5, 2022

Dear Administrative Service Provider:

Attached is a copy of the City of Rio Hondo Request for Proposals for application and project implementation for administrative services. These services are being solicited to assist the City of Rio Hondo in its application and administration of a contract, if awarded, from the 2023-2024 Community Development Block Grant Program Grant Program funded and administered by the Texas Department of Agriculture.

Please submit a proposal of services and a statement of qualifications to:

Email a digital copy to: bmedina@riohondo.us_____

The deadline for submission of proposals is 2:00 pm, Tuesday, September 20, 2022. email the proposal in .pdf format to the email address above. Your submission content may be the TDA A507 response form, or a tailored proposal, the choice is up to you. The City of Rio Hondo reserves the right to negotiate with any and all persons or firms submitting proposals, per the Texas Professional Services Procurement Act and the Uniform Grant and Contract Management Standards.

Along with your proposal, you must also include verification that your company as well as the company's principal or principals are not listed (is not debarred) through the federal government's System for Award Management (www.SAM.gov). Please include a printout of the search results.

The City of Rio Hondo is an Affirmative Action/Equal Opportunity Employer.

Please confirm receipt of this email.

Ben Medina, Jr. City Administrator

**Texas Community Development Block Grant
Phase Two Solicitation for Administrative Services
Request for Project-Specific Proposal**

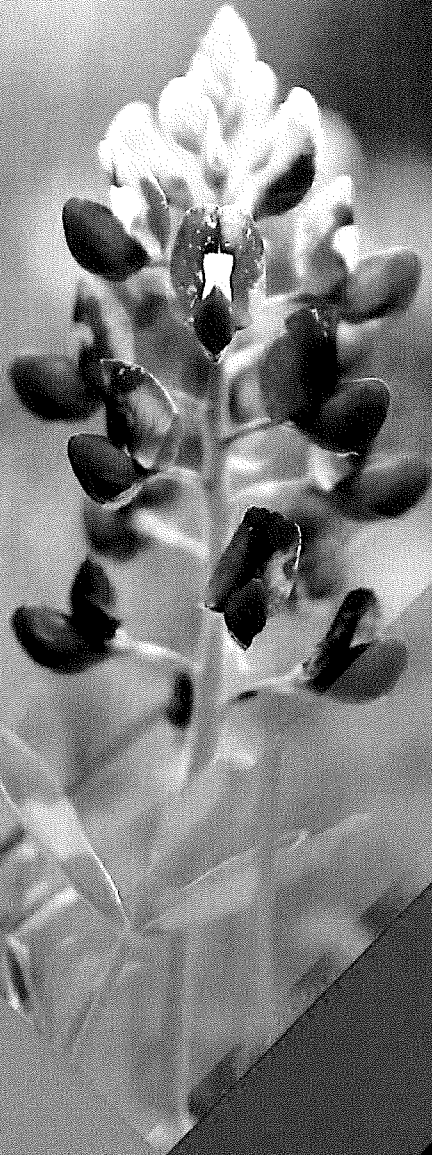
Applicant Community:	City of Rio Hondo			
Name of Firm Solicited:	Mirenda Harris			
Firm Address:	grantworks@grantworks.net			
Date Phase 2 Solicitation Sent:	9/7/2022	Date Response Due:	9/20/2022	
Description of Anticipated Project:				
Anticipated Scope of Work: (check services requested)	<input checked="" type="checkbox"/> Application Preparation Services <input checked="" type="checkbox"/> Basic Contract Implementation Services <input checked="" type="checkbox"/> Assistance for Acquisition of Real Property <input checked="" type="checkbox"/> Compliance with federal Labor Standards (for construction contracts) <input checked="" type="checkbox"/> Section 106 compliance <input checked="" type="checkbox"/> Other _____			
Evaluation Criteria (provide for each):	Criteria		Maximum Score or Relative Importance	Not Used
	the maximum number of points;	Experience	30	
	categories such as Very Important, Somewhat Important, or Minor Importance; or	Prior Work Performance	30	
	other indication of the relative importance of the criteria	Capacity to Perform	20	
		Proposed Cost (required)	20	
		Other _____		
		Other _____		
Send Response to:	Name	Ben Medina, Jr. City Administrator		
	Address	P.O. Box 389 Rio Hondo, TX 78583 bmedina@riohondo.us		

9/1/2020

Item 7

GrantWorks

BUILDING OUR NATION'S COMMUNITIES:
HELP FOR TODAY, HOPE FOR TOMORROW



Texas Department of Agriculture
2023-2024 Texas Community Development Block Grant
Grant Administration Services

CITY OF RIO HONDO, TEXAS

September 20, 2022

GrantWorks

Bruce J. Spitzengel
President
Cell: 713-252-5872
Email: bruce@grantworks.net

September 20, 2022

Ben Medina, Jr.
City Administrator
City of Rio Hondo
P.O. Box 389
Rio Hondo, Texas 78583

Subject: City of Rio Hondo, Texas Request for Proposal: Texas Department of Agriculture, 2023-2024 Texas Community Development Block Grant Program (TxCDBG): Grant Administration Services

Dear Mr. Medina:

Thank you for including GrantWorks in your Request for Proposal for the Texas Community Block Grant (TxCDBG) administration services.

GrantWorks is Texas' foremost application and grant management services provider, with a history of securing and administering more than \$8 billion in assistance for hundreds of localities through thousands of grant contracts. Our goal is to free the City of Rio Hondo from cumbersome paperwork while providing timely and accurate decision-making information to help city leaders and staff plan for your community's current and future needs.

GrantWorks was founded in 1979, and for the first 15 years in business, our company focused primarily on the administration of CDBG under the Texas State Small Cities program. As this proposal will demonstrate, GrantWorks has unmatched resources and expertise for managing TxCDBG grant strategies on behalf of our clients. We believe we are the most qualified bidder to provide the services associated with the City of Rio Hondo TxCDBG project for the following reasons:

Established Team – GrantWorks' 370 employees have experience covering all aspects of federal and state grant management, including applications, project development, environmental review, compliance assurance, and implementation of funded construction projects. We have a well-established Community Development Department of more than 65 employees, 10 primary offices, and 60 field locations throughout the state. Our team is immediately available to provide the detailed and informative guidance and effective project management services to support the City of Rio Hondo's TxCDBG goals.

Highly Qualified Staff – GrantWorks hires skilled and experienced employees—over 50% of our staff hold a master's degree in relevant disciplines such as law, city planning, engineering, business administration, and construction management. More than a dozen team members have joined GrantWorks after successful careers in state and local government or grant-related consultancy. As a company, we have a culture of continuous improvement that extends to our team through regular training, sponsored certification, and abundant opportunity for professional development and growth.

Proven Experience – GrantWorks has provided Community Development grant administration for over 40 years and has completed over 2,000 CDBG projects in more than 450 cities and counties across Texas. We have strong relationships within state and federal agencies, having worked for and with the U.S. Housing & Urban Development (HUD), Texas Department of Agriculture (TDA), Texas Department

of Housing and Community Affairs (TDHCA), Texas General Land Office (GLO), and local governments in both public and private sector roles for more than four decades.

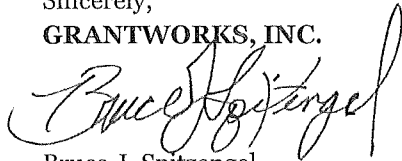
Implementation Excellence – Our team of professionals includes project managers, grant administrators, planners, and subject matter experts. Specialists in Labor Standards, Environmental Review, Procurement, Applications, Fair Housing, and field-based Client Services support our professional staff. A strong foundation supporting our grant administration professionals allows them to focus on project implementation. Proprietary tools such as GrantWorks 20/20—our grant management software solution for tracking and managing projects end-to-end in real-time—and detailed work plans that have been vetted and refined across hundreds of projects enable GrantWorks to manage hundreds of grants across various programs successfully simultaneously. We will use this specialized support when working with the City of Rio Hondo, ensuring that our staff can deliver consistent, high-quality integrated services.

Commitment – We are dedicated to community development through public works construction and believe these improvements are essential to strengthening the Texas communities we call home. We are known across the state for our commitment to providing the highest-quality administration and implementation services, and we extend this pledge to the City of Rio Hondo. This practice is reflected in our numerous long-standing client relationships, our dedication to staff training and certification, and our continuous involvement at every step of the grant process.

We can provide the best assistance available to help you create a well-run, efficient, and successful TxCDBG program that complies with all TDA requirements. Please remember that the City of Rio Hondo may negotiate our fees when reviewing and scoring our submitted proposal. We appreciate your consideration of our firm.

Sincerely,

GRANTWORKS, INC.

A handwritten signature in cursive script, reading "Bruce J. Spitzengel".

Bruce J. Spitzengel
President

Item 8

CERTIFICATE FOR RESOLUTION

The undersigned President and Secretary of the Rio Hondo Industrial Development Corporation, Inc (the “Corporation”), hereby certify as follows:

1. In accordance with law, the Board of Directors (the “Board”) of the Corporation held a meeting on September 13, 2022, at, 121 N. Arroyo Blvd., Rio Honda, Texas (the “Meeting”) of the duly constituted members of the Board of the Corporation to-wit:

Gustavo “Gus” Olivares
Juan D. Garza
Steve Bocanegra
Margaret Perez
Olga L. Gallegos
Jose Silverios Cavazos

and all of such persons participated in the Meeting, thus constituting a quorum. Whereupon, among other business transactions at the Meeting, a written

RESOLUTION APPOINTING NEW OFFICERS OF THE CORPORATION,
AUTHORIZING AND APPROVING AN AMENDMENT TO THE CORPORATION’S
ARTICLES OF INCORPORATION, AUTHORIZING AND APPROVING AMENDED AND
RESTATED BYLAWS FOR THE CORPORATION, AND CONTAINING OTHER
MATTERS RELATED THERETO

(the “Resolution”) was duly introduced for the consideration of the Board and read in full. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, said motion prevailed and carried by the following vote:

AYES: ___ ABSTENTIONS: ___ NOES: ___

2. A true, full, and correct copy of the Resolution adopted at the Meeting is attached to and follows this Certificate; the Resolution has been duly recorded in the Board's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Board's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the fully chosen, qualified, and acting members of the Board as indicated therein; each of the members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting and that the Resolution would be introduced and considered for adoption at the Meeting; by signing this Certificate, the Resolution shall be deemed to have been signed; and the meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code.

SIGNED AND SEALED THIS _____ DAY OF _____, 2022.

Secretary

President

(SEAL)

Item 9

Item 10

AMENDED AND RESTATED BYLAWS
OF
RIO HONDO INDUSTRIAL DEVELOPMENT CORPORATION, INC

ADOPTED AND APPROVED SEPTEMBER 13, 2022

ARTICLE I

PURPOSE AND POWERS

Section 1.1. Purpose. The **Rio Hondo Industrial Development Corporation, Inc** (the “Corporation”) has been incorporated for the purposes set forth in Article IV of its Articles of Incorporation, the same to be accomplished on behalf of the City of Rio Hondo, Texas (the “Governing Unit”), as the Governing Unit’s duly constituted authority and instrumentality in accordance with the *Development Corporation Act, Title 12, Subtitle C1 of the Texas Local Government Code, as amended (formerly, the Development Corporation Act of 1979, Article 5190.6, Texas Rev. Civil Stat. Ann.)* (the “Act”), and other applicable laws.

Section 1.2 Powers. In the fulfillment of its corporate purposes, the Corporation shall be governed by the Act, including but not limited to, all power and authority as a Type A Corporation under Chapter 504 of the Act, and shall have all powers set forth and conferred in its Articles of Incorporation, in the Act, and in other applicable law, subject to the limitations prescribed therein and herein and to the provisions thereof and hereof.

ARTICLE II

BOARD OF DIRECTORS

Section 2.1 Powers, Numbers and Term of Office.

(a) The property and affairs of the Corporation shall be managed and controlled by a Board of Directors (the “Board”) under the guidance and direction of the Mayor and City Council of the Governing Unit (the “City Council”) and, subject to the restrictions imposed by law, by the Articles of Incorporation, and by these Bylaws, the Board shall exercise all of the powers of the Corporation.

(b) The Board shall consist of six (6) directors, each of whom shall be appointed by the City Council.

(c) The term of each director shall be for two years. Any director whose current term has expired may be re-elected to the Board of Directors.

(d) Any director may be removed from office by the City Council at any time with or without cause.

Section 2.2. Meetings of directors.

(a) The directors may hold their meetings at such place or places in the Governing Unit as the Board may from time to time determine; provided, however, in the absence of any such determination by the Board, the meetings shall be held at the principal office of the Corporation as specified in Section 5.1 of these Bylaws. Except to the extent required by law, regular meetings of the Board shall be held without the necessity of notice to directors at such times and places as shall be designated from time to time by the Board. Special meetings of the Board may be called by the President, the Vice President, by a majority of the directors, or by a majority of the City Council. The Secretary shall give notice to each director of each special meeting in person or by mail, telephone or by fax transmission, at least 2 hours before the meeting. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Corporation may be considered and acted upon at a special meeting. At any meeting at which every director shall be present, even though without any notice, any matter pertaining to the purpose of the Corporation may be considered and acted upon consistent with applicable law.

(b) Whenever any notice is required to be given to the Board, said notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled thereto at his or her post office address as it appears on the books of the Corporation, and such notice shall be deemed to have been given on the day of such mailing. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except attendance of a director at a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. Neither the business to be transacted at nor the purpose of any regular or special meeting of the Board need be specified in the notice to directors or waiver of notice of such meeting, unless required by the Board. A waiver of notice in writing, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Section 2.3. Open Meetings Act and Public Information Act. All meetings and deliberations of the Board shall be called, convened, held, and conducted, and notice shall be given to the public, in accordance with the Texas Open Meetings Act, as amended, Chapter 551, Texas Government Code.

Section 2.4. Quorum. A majority of the entire membership of the Board shall constitute a quorum to conduct official business of the Corporation. The act of a majority of the Board of Directors present at meeting at which a quorum is in attendance shall constitute the act of the Board and of the Corporation, unless the act of a greater number is required by law.

Section 2.5. Conduct of Business.

(a) At the meetings of the Board, matters pertaining to the business of the Corporation shall be considered in accordance with rules of procedure as from time to time prescribed by the Board.

(b) The President shall preside at all meetings of the Board. In the absence of the President, the Vice President shall preside.

(c) The President shall be a voting member of the Board.

(d) The Secretary of the Corporation shall act as Secretary of all meetings of the Board, but, in the absence of the Secretary, the presiding officer may appoint any person to act as Secretary of the meeting. The Treasurer and any assistant Secretary may, at the option of the Board, be employees of the Governing Unit, and each member of the Board with the Exception of the President, Vice President, or Secretary, may be appointed as assistant secretaries; provided, however, that to the extent the Treasurer or any assistant Secretary is an employee of the Governing Unit such person shall not be a member of the Board.

Section 2.6. Committees of the Board. The Board may designate two (2) or more directors to constitute an official committee of the Board to exercise such authority, as approved by resolution of the Board; however, all final, official actions of the Corporation may be exercised only by the Board. Each committee so designated shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for that purpose in the principal office of the Corporation and any such meetings must be conducted in accordance with the provisions of the Texas Open Meetings Act, as amended, Chapter 551, Texas Government Code, if applicable.

Section 2.7. Compensation of Directors. Directors shall not receive any salary or compensation for their services as directors; however, they shall be reimbursed for their actual expenses incurred in the performance of their official duties as directors.

ARTICLE III

OFFICERS

Section 3.1. Titles and Terms of Office.

(a) The officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer, and such other officers as the Board may from time to time elect to fill a vacancy or as appointed by the City Council. One person may hold more than one office, except that the President shall not hold the office of Secretary. Initial officers shall serve for the terms disclosed in the Certificate of Formation. Thereafter, terms of office shall be for two (2) years with the term of office expiring on April 30th of the year or such other date as determined by the Board of Directors. Upon the expiration of the terms, each officer shall have the right to be reappointed or reelected.

(b) All officers shall be subject to removal from office at any time by a vote of a majority of the City Council.

(c) A vacancy in the office of any director shall be filled by a vote of a majority of the directors.

Section 3.2. Powers and Duties of the President. The President shall be the chief operating executive officer of the Corporation, and, subject to the authority of the Board, the President shall be in general charge of the properties and affairs of the Corporation and execute all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes, and other instruments in the name of the Corporation. The President shall preside over the meetings of the Corporation.

Section 3.3 Vice President. The Vice President shall have such powers and duties as may be prescribed by the Board and shall exercise the powers of the President during that officer's absence or inability to act. Any action taken by the Vice President in the performance of the duties of the President shall be conclusive evidence of the absence or inability to act of the President at the time such action was taken.

Section 3.4 Treasurer. The Treasurer shall be the chief fiscal officer of the Corporation and shall have the responsibility to see the handling, custody, and security of all funds and securities of the Corporation in accordance with these Bylaws. When necessary or proper, the Treasurer may endorse and sign, on behalf of the Corporation, for the collection or issuance, checks, notes, and other obligations in or drawn upon such bank, banks or depositories as shall be designated by the Board consistent with these Bylaws. The Treasurer shall see to the entry in the books of the Corporation full and accurate accounts of all money received and paid out on the account of the Corporation. The Treasurer shall, at the expense of the Corporation, give such bond for the faithful discharge of his/her duties in such form and amount as the Board or the City Council may require. All check writing authority will follow all applicable County policies concerning authorizations, signatures and disbursements.

Section 3.5 Secretary. The Secretary shall keep the minutes of all meetings of the Board and books provided for that purpose, shall give and serve all notices, may sign with the President in the name of the Corporation, and or attest the signature thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes, and other instruments of the Corporation, shall have charge of the corporate books, records, documents, and instruments, except the books of account and financial records and securities, and such other books and papers as the Board may direct, all of which shall at all reasonable times be open to public inspection upon application at the principal office of the Corporation during business hours, and shall in general perform all duties incident to the office of Secretary subject to the control of the Board.

Section 3.6 Executive Director. The Board may appoint an Executive Director of the Corporation to provide administrative support services for the Corporation and to perform duties as prescribed by the Board and Court. The Executive Director shall not be a member of the Board.

Section 3.7 Compensation. Officers who are members of the Board shall not receive any salary or compensation for their services, except that they shall be reimbursed for the actual expenses incurred in the performance of their official duties as officers.

Section 3.8 Miscellaneous. The President, Vice President, and Secretary shall be named among the members of the Board. The Treasurer and any assistant Secretary may, at the option of the Board, be employees of the Governing Unit. To the extent that the Treasurer or any assistant Secretary are employees of the Governing Unit they shall not be members of the Board. The Board may retain legal counsel and financial advisors for the Corporation.

ARTICLE IV

FUNCTIONAL CORPORATE DUTIES AND REQUIREMENTS

Section 4.1 Annual Corporate Budget. Prior to the commencement of each fiscal year of the Corporation, the Board shall adopt a proposed budget of expected revenues from sources set out in Section 4.4 of these Bylaws and proposed expenditures for the next ensuing fiscal year. The budget shall contain such classifications and shall be in such form as may be prescribed from time to time by the City Council. The budget shall not be effective until the same has been approved by the City Council.

Section 4.2 Books, Records, Audits.

(a) The Corporation shall keep and properly maintain in accordance with generally accepting accounting principles, complete books, records, accounts, and financial statements pertaining to its corporate funds, activities, and affairs.

(b) At the direction of the City Council, the books, records, accounts, and financial statements of the Corporation may be maintained for the Corporation by the accountants, staff and personnel of the Governing Unit.

(c) The Corporation or the Governing Unit if the option of subsection (b) is selected, shall cause its books, records, accounts, and financial statements to be studied and reviewed at least once each fiscal year by an outside, independent accounting firm selected by Court and approved by the Board. Such review may be conducted as a formal audit if approved and authorized by the Board or by the City Council. Such an audit shall be at the expense of the Corporation.

Section 4.3. Deposit and Investment of Corporation Funds.

(a) All proceeds from loans or from the issuance of bonds, notes, or other debt instruments ("Obligations") issued by the Corporation shall be deposited and invested as provided in the resolution, order, indenture, or other documents authorizing or relating to their execution or issuance.

(b) Subject to the requirements of contracts, loan agreements, indentures, or other agreements securing Obligations all other money of Corporation, if any, shall be deposited, secured, and/or invested in the manner provided for the deposit, security, and/or investment of

the public funds of the Governing Unit. The Board, with Court approval, shall designate the accounts and depositories to be created and designated for such purposes, and the methods of withdrawal of funds therefrom for use by and for the purposes of the corporation upon the signature of its Treasurer and such other persons as the Board designates. The accounts, reconciliation, and investment of such funds and accounts shall be performed by the Governing Unit Auditor of the Governing Unit, or his designee.

Section 4.4 Expenditure of Corporate Money. The proceeds from the investment of funds of the Corporation, the proceeds from the sale of property, revenues from any other source of revenues that are payable to the Corporation, and the proceeds derived from the sale of Obligations, may be expended by the Corporation for any of the purposes authorized by the Act, subject to the following limitations:

(a) Expenditures that may be made from a fund created with the proceeds of Obligations, and expenditures of money derived from sources other than the proceeds of Obligations may be used for the purpose of financing or otherwise providing one or projects as defined in the Act;

(b) All other proposed expenditures shall be made in accordance with and shall be set forth in the annual budget required by Section 4.1 of these Bylaws.

ARTICLE V

MISCELLANEOUS PROVISIONS

Section 5.1 Principal Office.

(a) The principal office and the registered office of the Corporation shall be at Rio Hondo City Hall, 121 N. Arroyo Blvd., Rio Hondo, Texas 78583.

(b) The Corporation shall have and shall continually designate a registered agent at its office, as required by the Act.

Section 5.2 Fiscal Year. The fiscal year of the Corporation shall be the same as the fiscal year of the Governing Unit.

Section 5.3 Seal. The seal, if any, of the Corporation shall be determined by the Board.

Section 5.4 Resignations. Any director or officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or, if no time is specified, at the time of its receipt by the President or Secretary. The acceptance of resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5.5 Approval or Advice and Consent of the City Council. To the extent that these Bylaws refer to any approval by the Governing Unit or refer to advice and consent by the City Council, such advice

and consent shall be evidenced by a certified copy of a resolution, order or motion duly adopted by the City Council.

Section 5.6 Services of County Staff and Officers. To the extent possible, the Corporation shall utilize the services and the staff employees of the Governing Unit. All requests for staff time or inquiries of staff will be requested through the Governing Unit Judge's Office.

Section 5.7 Public Information Act. The Corporation is subject to the Texas Public information Act, Texas Government Code, Chapter 552, as amended.

Section 5.8. Indemnification of Directors, Officers and Employees.

(a) For the purposes of the Texas Tort Claims Act (Subchapter A, Chapter 101, Texas Civil Practices and Remedies Code), the Corporation is a governmental unit and its actions are governmental functions.

(b) The Corporation shall indemnify each and every member of the Board, its officers and its employees and each member of the City Council and each employee of the Governing Unit, to the fullest extent permitted by law, against any and all liability or expense, including attorney's fees, incurred by any of such persons by reason of any actions or omissions that may arise out of the activities of the Corporation. The legal counsel for the Corporation is authorized to provide a defense for members of the Board, officers, and employees of the Corporation.

ARTICLE VI

EFFECTIVE DATE, AMENDMENTS

Section 6.1 Effective Date. These Bylaws shall become effective upon the occurrence of the later of the following events:

- (a) The approval of these Bylaws by the City Council; and
- (b) The adoption of these Bylaws by the Board.

Section 6.2. Amendments to Articles of Incorporation and Bylaws. The Articles of Incorporation and these Bylaws may be amended only in the manner provided in the Articles of Incorporation and the Act.

We, the undersigned President and Secretary of the RIO HONDO INDUSTRIAL DEVELOPMENT CORPORATION, INC, certify that the above and foregoing Amended and Restated Bylaws were approved by the City Council of the City of Rio Hondo, Texas, by Resolution adopted on September 13, 2022, and were approved by the Board of Directors of the Corporation at a meeting held on September 13, 2022.

Dated this _____ day of September, 2022

President, Rio Hondo Industrial Development Corporation, Inc

Secretary, Rio Hondo Industrial Development Corporation, Inc

Item 11

Item 12

RESOLUTION NO. 2022-12

RESOLUTION REGARDING REQUEST OF NEWELL COBB ENTERPRISE, LLC FOR THE ISSUANCE OF ONE OR MORE SERIES OF PRIVATE ACTIVITY BONDS AND INDUCEMENT THEREOF; AUTHORIZING THE FILING OF ONE OR MORE APPLICATIONS FOR REQUIRED DESIGNATIONS OR ALLOCATION OF VOLUME CAP; AND AUTHORIZING OTHER ACTIONS, REQUESTS, APPROVALS AND CONSENTS RELATED THERETO

WHEREAS, the Rio Hondo Industrial Development Corporation (the "Corporation") is authorized by the Development Corporation Act, Chapters 501 and 504 of the Texas Local Government Code, as it has been or may be amended (the "Act"), including Subchapter E of the Act, to issue revenue bonds for the purpose of paying all or part of the cost of a "project," as defined (or to be defined) in the Act, and to sell or lease the project to others or to loan the proceeds of the bonds to others to finance all or part of the cost of the project; and

WHEREAS, NEWELL COBB ENTERPRISES LLC or an affiliate thereof or a related person thereto (the "User"), desires to finance the Project (as hereinafter defined) with the proceeds of revenue bonds of the Corporation (the "Bonds"), which Bonds will repaid by the User upon terms and conditions in accordance with the Act and the applicable provisions of the Internal Revenue Code, as amended (the "Code"), including, but not limited Section 142(a)(6) of the Code relating to solid waste disposal facility bonds; and

WHEREAS, the Corporation reasonably expects to authorize the issuance and sale of its tax-exempt obligations and its taxable obligations, to the extent permitted by law, to provide funds to defray all or part of the cost of acquiring, constructing, rehabilitating, developing, expanding, renovating, improving and equipping certain capital improvements, infrastructure, land and equipment and pay related financing costs with respect to manufacturing facilities that constitute industrial or other facilities eligible under the Act and are located in the City of Rio Hondo, Cameron County, Texas, as more particularly described in Exhibit A hereto, which may constitute one or more projects (collectively, the "Project"), any of such facilities to be constructed or owned by or to be leased or sold to the User; and

WHEREAS, the User has made payments with respect to the acquisition, construction, rehabilitation, development, improvement and equipping of the Project and expects to make additional payments in the future and desires that it be reimbursed for such payments and other costs associated with the Project from the proceeds of one or more series of tax-exempt or taxable obligations to be issued by the Corporation subsequent to the date hereof; and

WHEREAS, the Corporation desires to reimburse the User for some or all of the costs associated with the Project, but solely from and to the extent, if any, of the proceeds of tax-exempt or taxable obligations to be issued subsequent to the date hereof; and

WHEREAS, at the request of the User, the Corporation reasonably expects to incur debt in the form of tax-exempt obligations for purposes of paying the costs of the Project; and

WHEREAS, at the request of the User, the Corporation may issue one or more series of Bonds in the form of taxable obligations for purposes of paying costs of the Project; and

WHEREAS, one or more public hearings with respect to the Project and the Bonds (as defined herein) will be held in accordance with Section 147(f) of the Code by a duly appointed hearing officer(s) of the Corporation or of other applicable elected representatives at the times and locations to be determined by such hearing officers, and notice of such hearings will be published or otherwise disseminated in accordance with the requirements of Section 147(f) of the Code in each location as may be required thereunder.

WHEREAS, the City Council of the City of Rio Hondo, Texas (the "Unit") has authorized and approved creation of the Corporation to act on behalf of the Unit for the public purposes described in the Act;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE RIO HONDO INDUSTRIAL DEVELOPMENT CORPORATION THAT:

Section 1. The Corporation reasonably expects to reimburse the User for all costs ("Costs of the Project") that have been or will be paid subsequent to the date that is 60 days prior to the date hereof in connection with the acquisition, construction, rehabilitation, development, expansion, renovation, improvement and equipping of the Project, to the extent permitted by law, from the proceeds of one or more series of tax-exempt or taxable obligations to be issued from time to time subsequent to the date hereof (collectively, the "Bonds"), in an amount which is reasonably estimated to be sufficient: (a) to fund one or more loans to provide financing for the acquisition, construction, rehabilitation, development, expansion, renovation, improvement and equipping of the Project, including reimbursing the User for all costs that have been or will be paid subsequent to the date that is 60 days prior to the date hereof in connection with the acquisition, construction, rehabilitation, development, expansion, renovation, improvement and equipping of the Project; (b) to pay for capitalized interest, if any, on the Bonds; (c) to fund certain reserves, if any, for the benefit of the holders of the Bonds or for the benefit of the Project; and (d) to pay certain costs incurred in connection with the issuance of the Bonds.

Section 2. Based on representations of the User, the Corporation reasonably expects that (i) the maximum principal amount of debt issued to reimburse the User for the Costs of the Project in connection with the approval and adoption of this inducement resolution will not exceed \$10,000,000; and (ii) the Project will contribute to the economic growth or stability of the Unit, is required or suitable for the development, retention or expansion of industrial and manufacturing facilities and will create or retain "Primary Jobs" (as currently defined in the Act). For the avoidance of doubt, the amount set forth in this Section 2 refers only to the amount of proceeds of debt to be used for reimbursement, and it does not limit the total amount of Bonds or other debt that may otherwise be issued to finance costs of the Project, to pay costs of issuance or to be used for other eligible purposes. Any premium received, paid or payable on the sale of the Bonds will not be counted against the Reimbursable Amount.

Section 3. As induced hereby, the User may commence or continue with the acquisition, construction, rehabilitation, development, expansion, renovation, improvement and equipping of the Project, which Project will be in furtherance of the public purposes of the Corporation and the Unit as aforesaid, and the User has provided or will provide, or cause to be provided, at its expense, the necessary interim financing to expedite the commencement of the acquisition, construction, rehabilitation, development, expansion, renovation, improvement and equipping of the Project. On or prior to the issuance of the Bonds, the User will enter into one or more purchase, lease or loan agreements on an installment payment basis with the Corporation under which the Corporation will sell or lease the Project to the User or make one or more loans to the User for the purpose of reimbursing the User for the Costs of the Project and the User will make installment payments sufficient to pay the principal of and premium (if any) and interest on the Bonds. The Bonds shall never constitute an indebtedness or pledge of the faith and credit of the State, of the Unit or of any other political corporation, subdivision or agency of the State within the meaning of any State constitutional or statutory provision, and the Bonds shall never be paid in whole or in part out of any funds raised or to be raised by taxation or any other funds of the Unit, and shall be payable from the funds of the Corporation derived from or in connection with the sale or lease of the Project or the loan of the proceeds of the Bonds.

Section 4. On receipt of the opinion of nationally recognized bond counsel acceptable to the Corporation, that interest paid on the Bonds, as applicable, is exempt from federal income taxation, and satisfaction of such other conditions as may be imposed by the Corporation, the Corporation hereby agrees to issue, pursuant and subject to the terms of the Act, the Bonds, or from time to time the portion thereof as may be the subject of an opinion as aforesaid, in an appropriate principal amount not exceeding that which is the subject of an opinion as aforesaid, maturing in such amount and times, bearing interest at the rates, payable on the dates and having such optional and mandatory redemption features and prices as are approved in writing by the User. The Corporation will deliver the Bonds to the purchaser designated by the User and will cooperate to the fullest extent in facilitating delivery of the Bonds. The agreement of the Corporation to issue the Bonds on a tax-exempt basis is specifically subject to the ability of the Corporation to issue such Bonds in compliance with the designation provisions of the Code.

Section 5. The Bonds may be issued in one or more series from time to time as the User shall request in writing; provided, however, that the Bonds may be issued only in an aggregate principal amount that will not exceed the amount which is the subject of the opinion described in Section 4 above. A request in writing for issuance of one or more series of Bonds shall not affect the obligation hereunder of the Corporation to issue the remaining Bonds as written requests therefor are received. The proceeds of the Bonds or portions thereof whether or not issued in a series, any of which are to be issued as a tax-exempt obligation, shall not be invested so as to cause such Bonds or any portion thereof to be arbitrage bonds within the meaning of Section 148 of the Code, and applicable regulations promulgated pursuant thereto.

Section 6. Subject to the requirements of applicable law, including but not limited to the Act, and the conditions set forth in Sections 2 and 4 above, the Bonds may also be issued as taxable obligations in one or more series from time to time as the User may request of the Corporation in writing.

Section 7. The payment of the principal of and premium, if any, and interest on the Bonds shall be made solely from moneys realized from the Project or from moneys realized from the loan of the proceeds of the Bonds to reimburse the User or otherwise provide for Costs of the Project.

Section 8. The Costs of the Project may include any cost of acquiring, constructing, rehabilitating, developing, expanding, renovating, improving and equipping the Project, subject to the limitations of the Code and the Act. The User shall(i) be responsible for and pay any Costs of the Project incurred by it prior to issuance of the Bonds and will pay all Costs of the Project which are not or cannot be paid or reimbursed from the proceeds of the Bonds and(ii) at all times, indemnify and hold harmless the Corporation, its Board of Directors, the Unit and its City Council, and, if applicable, the Office of the Governor of the State of Texas, Economic Development and Tourism Division and any other division of such office against all losses, costs, damages, expenses and liabilities of whatsoever nature (including but not limited to attorneys' fees, litigation and court costs, amounts paid in settlement and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the issuance, offering, sale or delivery of the Bonds, or the design, construction, installation, operation, use, occupancy, maintenance or ownership of the Project.

Section 9. Neither the User nor any other party is entitled to rely on this Resolution as a commitment to loan funds, and the Corporation reserves the right not to issue the Bonds either with or without cause and with or without notice, and in such event the Corporation shall not be subject to any liability or damages of any nature. Neither the User nor any one claiming by, through or under the User shall have any claim against the Corporation whatsoever as a result of any decision by the Corporation not to issue the Bonds.

Section 10. The Corporation acknowledges that financing of all or any part of the Project may be undertaken by any company or partnership that is a "related person" to the User within the meaning of the Code and applicable regulations promulgated pursuant thereto, including any entity controlled by or affiliated with the User and that upon completion the Project may be leased to an affiliate of the User.

Section 11. This Resolution constitutes the Corporation's official intent for expenditures on Costs of the Project which will be reimbursed out of the issuance of the Bonds that are tax-exempt obligations within the meaning of Section 1.150-2 of the Treasury Regulations, and applicable rulings of the Internal Revenue Service thereunder, to the end that such Bonds issued to reimburse Costs of the Project may qualify for the exemption provisions of the Code, and that the interest on such Bonds will therefore be excludable from the gross income of any holder thereof under the provisions of Section 103(a) of the Code.

Section 12. For purposes of satisfying any public notice or hearing requirements, including those in Section 147 of the Code, that may be a condition to the issuance of the Bonds, the Corporation hereby authorizes its President or other Corporation officer to prepare and publish

such public hearing notices, appoint or designate such public hearing officers as needed and conduct such public hearings, all in accordance with applicable law. In addition thereto, the Corporation hereby authorizes and approves the filing of one or more applications for designation of the Bonds to be issued as tax-exempt obligations and the Project or allocation of volume cap, as described herein pursuant to the applicable federal bond program or regulation, and any officer or director of the Corporation is hereby authorized to execute and deliver such applications and to take any and all other actions related to such applications or necessary or desirable to carry out the provisions of this Resolution. For purposes of requesting an allocation of volume cap under Section 146 of the Code, if and as applicable, the Corporation hereby authorizes its President or other Corporation officer to request such allocation.

Section 13. This Resolution may be assigned, at any time, in whole or in part, to the Governmental Unit.

Section 14. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 15. The Board of Directors of the Corporation hereby finds, determines and declares that written notice of the date, hour, place and subject of the meeting at which this Resolution was adopted was posted and that such meeting was open to the public as required by law at all times during which this Resolution and the subject matter hereof were discussed, considered and formally acted upon.

Section 16. The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Resolution for all purposes and are adopted as a part of the judgment and findings of the Board of Directors.

Section 17. All resolutions, or parts thereof, which are in conflict or inconsistent with any provisions of this Resolution are hereby repealed to the extent of such conflict, and the provisions of this Resolution shall be and remain controlling as to the matters resolved herein.

Section 18. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board of Directors hereby declares that this Resolution would have been enacted without such invalid provisions.

Section 19. All other actions taken, requests made, and approvals and consents given by any officer of the Corporation, heretofore or hereafter, that are consistent with the terms, purposes and intent of this Resolution are hereby authorized, ratified and confirmed.

Section 20. This Resolution shall become effective immediately.

PASSED AND APPROVED this 27th day of September, 2022.

_____, President

ATTEST:

_____, Secretary

EXHIBIT A

DESCRIPTION OF PROJECT

The User intends to finance or refinance the costs of acquiring, constructing, rehabilitating, developing, expanding, renovating, improving and equipping capital improvements, equipment, land and infrastructure and pay related financing costs with respect to manufacturing and related industrial facilities currently owned by _____ and located on approximately _____ acres of land at _____, Rio Hondo, Cameron County, Texas, including approximately _____ square feet of office facilities, _____ square feet of maintenance facilities, an industrial manufacturing equipment generally described as _____, approximately _____ square feet of shop and fabrication facilities, approximately _____ square feet of storage facilities, loading and unloading racks, and other real and personal property.