



**SouthState|DuncanWilliams
Securities Corp.**

6750 Poplar Avenue, Suite 300

Memphis, TN 38138

Tel: (800) 827-0827

www.SouthStateDuncanWilliams.com

Exhibit A

Form of Standing Representation Letter to Attorney General

December 7, 2023

Via email: PFDSupport@oag.texas.gov

Office of the Attorney General of Texas:

For all covered contracts for goods and services with the undersigned company and submitted as part of the record or public security proceedings, the company, for purposes of sections 2252.152, 2271.002, 2274.002, and 2276.002, Texas Government Code, as amended, hereby verifies that the company and any parent company, wholly owned subsidiary, majority-owned subsidiary, and affiliate:


- 1) Do not boycott energy companies and will not boycott energy companies during the term of such contracts. "Boycott energy company" has the meaning provided in section 809.001 of the Texas Government Code.
- 2) Do not have a practice, policy, guidance or directive that discriminates against a firearm entity or firearm trade association and will not discriminate against a firearm entity or firearm trade association during the term of such contracts. "Discriminate against a firearm entity or firearm trade association" has the meaning provided in section 2274.001(3) of the Texas Government Code. "Firearm entity" and "firearm trade association" have the meanings provided in section 2274.001(6) and (7) of the Texas Government code.
- 3) Do not boycott Israel and will not boycott Israel during the term of such contracts. "Boycott Israel" has the meaning provided in section 808.001 of the Texas Government Code.
- 4) Unless affirmatively declared by the United States government to be excluded from its federal sanctions regime relating to Sudan, its federal sanctions regime relating to Iran, or any federal sanctions regime relating to a foreign terrorist organization, are not identified on a list prepared and maintained by the Texas Comptroller of Public Accounts under section 2252.153 or section 2270.0201 of the Texas Government Code.

"Affiliate" means any entity that controls, is controlled by, or is under common control with the company within the meaning of SEC rule 405, 17.C.F.R. § 230.405 and exists to make a profit.

Nothing in the forgoing verifications is intended or shall be construed to create a contractual undertaking. Contractual verifications will be made in the covered contracts.

The undersigned understands that the Office of the Attorney General of Texas may rely on and is receiving the information in this letter in its review and approval of public securities under Texas law. Should a change occur that renders this letter ineffective, the company shall notify the Public Finance Division immediately by email to PFDSupport@oag.texas.gov, with the phrase "Ineffective Standing Letter" in the subject heading.

SouthState|DuncanWilliams



By: Samuel Joseph Guzzo
Managing Director, SVP



SouthState|DuncanWilliams
Securities Corp.
6750 Poplar Avenue, Suite 300
Memphis, TN 38138
Tel: (800) 827-0827
www.SouthStateDuncanWilliams.com

Exhibit B

Form of Standing Representation Letter to Syndicate Representatives

December 7, 2023

Representatives of Underwriting Syndicates for Texas Municipal Securities Offerings
c/o Municipal Advisory Council of Texas
600 West 8th Street
Austin, TX 78701

Ladies and Gentlemen:

The undersigned company (the "Company") is interested in becoming a member of syndicates formed from time to time to underwrite offerings of securities issued by government entities of the State of Texas that are subject to sections 2252.152, 2271.002, 2274.002 of the Texas Government Code, as amended, and represents to and authorizes representatives of such syndicates (the "Representative") as follows.

Attached is a standing representation letter (the "Standing AG Letter") from the Company to the Office of the Attorney General of Texas. The Company hereby verifies that the Company has neither modified nor revoked the Standing AG Letter.

The Company hereby represents that it is a publicly traded business entity or a wholly owned direct or indirect subsidiary of a publicly traded business entity, unless checked here as inapplicable:

☐ inapplicable

Representatives are authorized to make the foregoing representation, unless inapplicable, and the contractual verifications recommended by the Municipal Advisory Council of Texas ("MAC") in its Updated Recommendations for Compliance with Texas BPA Verification and Representation Requirements (December 2, 2023), (the "Recommendations") on behalf of the Company in any bid for or contract to buy securities for which any such syndicate in which the Company participates is formed, so long as the Company has not withdrawn or failed to verify the continued effectiveness of this letter on MAC's website or notified the Representatives in writing that this letter is no longer true or effective.

The Company represents that the text of this letter conforms to the form of standing representation and authorization letter recommended by MAC in the Recommendations.

Sincerely,

SouthState|DuncanWilliams

By: Samuel Joseph Guzzo
Managing Director, SVP

Attachment – Standing Representation Letter to Office of Attorney General

Exhibit C

Form of Contractual Representations and Verifications

Section [X]. Verifications of Statutory Representations and Covenants. [The Underwriter/Each of the Underwriters] makes the following representations and covenants pursuant to Chapters 2252, 2271, 2274, and 2276, Texas Government Code, as heretofore amended (the "Government Code"), in entering into this [Agreement]. As used in such verifications, "affiliate" means an entity that controls, is controlled by, or is under common control with the Underwriter within the meaning of SEC Rule 405, 17 C.F.R. § 230.405, and exists to make a profit. Liability for breach of any such verification during the term of this [Agreement] shall survive until barred by the applicable statute of limitations, and shall not be liquidated or otherwise limited by any provision of this [Agreement], notwithstanding anything in this [Agreement] to the contrary.

[A]. Not a Sanctioned Company. [The Underwriter/Each of the Underwriters] represents that neither it nor any of its parent company, wholly- or majority-owned subsidiaries, and other affiliates is a company identified on a list prepared and maintained by the Texas Comptroller of Public Accounts under Section 2252.153 or Section 2270.0201, Government Code. The foregoing representation excludes [the/each] Underwriter and each of its parent company, wholly- or majority-owned subsidiaries, and other affiliates, if any, that the United States government has affirmatively declared to be excluded from its federal sanctions regime relating to Sudan or Iran or any federal sanctions regime relating to a foreign terrorist organization.

[B]. No Boycott of Israel. [The Underwriter/Each of the Underwriters] hereby verifies that it and its parent company, wholly- or majority-owned subsidiaries, and other affiliates, if any, do not boycott Israel and will not boycott Israel during the term of this [Agreement]. As used in the foregoing verification, "boycott Israel" has the meaning provided in Section 2271.001, Government Code.

[C]. No Discrimination Against Firearm Entities. [The Underwriter/Each of the Underwriters] hereby verifies that it and its parent company, wholly- or majority-owned subsidiaries, and other affiliates, if any, do not have a practice, policy, guidance, or directive that discriminates against a firearm entity or firearm trade association and will not discriminate against a firearm entity or firearm trade association during the term of this [Agreement]. As used in the foregoing verification, "discriminate against a firearm entity or firearm trade association" has the meaning provided in Section 2274.001(3), Government Code.

[D]. No Boycott of Energy Companies. [The Underwriter/Each of the Underwriters] hereby verifies that it and its parent company, wholly- or majority-owned subsidiaries, and other affiliates, if any, do not boycott energy companies and will not boycott energy companies during the term of this [Agreement]. As used in the foregoing verification, "boycott energy companies" has the meaning provided in Section 2276.001(1), Government Code.