

The Morehouse Parish School Board met in regular monthly session on Tuesday, October 7, 2025, at 5:30 p.m. at Morehouse Student Services Center, with the following members present Karen Diel, Louis Melton, Robert Johnson – Vice President, Rick Hixon, Debbie Wilson, Veronica Loche-Tappin, and Adrin Williams - President. Also, present Dr. Jesse Winston, Jr., Superintendent, and Steve Katz, Attorney.

President Ms. Adrin Williams called the meeting to order.

The next item on the agenda was the invocation led by Mr. Rick Hixon.

The next item on the agenda was a moment of silence for:

- Clara B. Haynes – Retired Teacher
- Michael Doles – Retired Bus Driver
- Letha Heckford – Retired Teacher
- Patsy Rhodes- Retired Bus Driver

Mr. Louis Melton led the Pledge of Allegiance.

Next was a Roll call to Establish a Quorum: Present – Karen Diel, Louis Melton, Robert Johnson, Rick Hixon, Debbie Wilson, Veronica Loche-Tappin, and Adrin Williams.

The next item on the agenda was the approval of the agenda. ***On a motion of Mr. Louis Melton to approve the agenda, seconded by Mr. Robert Johnson. None opposed the motion passed unanimously.***

The next item on the agenda was recognitions:

- Employee of the month (Custodian/Maintenance Personnel). Paul Manning ***was recognized as the employee of the month and was presented with a plaque, along with a gift card from EBI Insurance.***
- Pafford EMS of Bastrop - Donated 250 backpacks to Morehouse Parish Schools. ***Dr. Jesse Winston, Jr., recognized Pafford EMS of Bastrop and presented Blake & Nathan with a plaque.***
- ***Mr. Willie Johnson was present to receive his gift card from EBI Ms. Ruthie Brown and Dr. Jesse Winston, Jr.***

The next item on the agenda was Superintendent's Announcements – (Presented by Dr. Jesse Winston, Jr.)

Dr. Jesse Winston, Jr. placed a copy of his dissertation on the study conducted at each board member station. Tickets for the governor's luncheon tomorrow at 11:30 am -1:00 pm are at your station. Senator Stewart Cathy recognized the Morehouse Parish School District Child Nutrition Department and Director Ashley White on Facebook for their wonderful presentation of food.

Dr. Jesse Winston, Jr. applied for the Drax application; they had leftover funds. Dr. Winston would like to develop a RISE program (Recognizing Improvement of Student Excellence). This would be up to \$10,000 in incentives for our failing schools, Bastrop High School, Morehouse Elementary School, and Delta Elementary School. This would be to help increase attendance and Mastery on standardized test incentives.

Dr. Jesse Winston, Jr., is working on creating a five-year Strategic Plan for our school district. A survey was sent out to the district and community for feedback. The board was sent the information as well.

October 9, 2025 is Bastrop High School Coronation at 5:30 pm. Bastrop High School Homecoming game is on October 10, 2025 at 7:00 pm. A copy of the School Improvement Plan for 2025-2026 is at your stations with sections to be improved. There are three targeted goals our team is working towards. After Fall Break we will be in schools observing and implementing tools for improvement.

The next item on the agenda was Approval of Minutes – The Regular School Board Meeting held on September 4, 2025, at 5:30 pm, September 15, 2025 Hearing, and September 15, 2025 Special Called Board Meeting at 5:30 pm. *On a motion of Mr. Louis Melton to approve minutes from the Regular School Board Meeting held on September 4, 2025, at 5:30 pm, September 15, 2025 Hearing, and September 15, 2025 Special Called Board Meeting at 5:30 pm, seconded by Ms. Karen Diel. None opposed the motion passed unanimously.*

The next item on the agenda was the Approval of monthly Travel Requests - (Presented by Dr. Jesse Winston, Jr.) *On a motion of Mr. Robert Johnson to approve the monthly Travel Requests, seconded by Mrs. Veronica Tappin. None opposed the motion passed unanimously.*

The next item on the agenda was the Approval of monthly Bus Requests – (Presented by Dr. Jesse Winston, Jr.) *On a motion of Mr. Rick Hixon to approve the monthly Bus Requests, seconded by Mr. Robert Johnson. None opposed the motion passed unanimously.*

The next item on the agenda was to discuss and consider paying the one-time stipend of \$2,000 for certified staff and \$1,000 for support staff on October 10, 2025. (Presented by Ms. Ersula Downs) *On a motion of Mr. Robert Johnson to approve the one-time stipend of \$2,000 for certified staff and \$1,000 for support staff on October 10, 2025, seconded by Mrs. Debbie Wilson. None opposed the motion passed unanimously.*

The next item on the agenda was to receive the Sales Tax Funds report for August 2025. (Presented by Ms. Ersula Downs) *On a motion of Mr. Robert Johnson to approve the Sales Tax Funds report for August 2025, seconded by Mrs. Veronica Tappin. None opposed the motion passed unanimously.*

The next item on the agenda was to receive the General Fund report for August 2025. (Presented by Ms. Ersula Downs) *On a motion of Mr. Rick Hixon to approve the General Fund report for August 2025, seconded by Mr. Robert Johnson. None opposed the motion passed unanimously.*

The next item on the agenda was to receive the School Lunch Fund report for August 2025. (Presented by Ms. Ersula Downs) *On a motion of Mr. Louis Melton to approve the School Lunch Fund report for August 2025, seconded by Mrs. Debbie Wilson. None opposed the motion passed unanimously.*

The next item on the agenda was to receive the East Morehouse Tax Fund report for August 2025. (Presented by Ms. Ersula Downs) *On a motion of Mr. Louis Melton to approve the East Morehouse Tax Fund report for August 2025, seconded by Mrs. Veronica Tappin. None opposed the motion passed unanimously.*

The next item on the agenda was to receive an update on the Morehouse Parish 4-H program. (Presented by Ms. Denise Guyewski) *This was presentation only.*

The next item on the agenda was to receive the Discipline report for September 2025. (Presented by Mr. Ralph Davenport) *This was presentation only.*

The next item on the agenda was to adopt the 2025-2026 Pupil Progression Plan. (Presented by Ms. Katie Henderson) *On a motion of Mr. Louis Melton to adopt the 2025-2026 Pupil Progression Plan, seconded by Mrs. Veronica Tappin. None opposed the motion passed unanimously.*

The next item on the agenda was to consider rescinding a resolution granting preliminary authority relative to the issuance by the Parish School Board of the Parish of Morehouse, State of Louisiana, of not exceeding seven million dollars (\$7,000,000) aggregate principal amount of revenue bonds, in one or more series, making application to the Louisiana State Bond Commission for approval of said bonds and providing for other matters in connection therewith, adopted as a preliminary resolution by the Morehouse Parish School Board on the 4th day of September, 2025. (Presented by Mr. Steve Katz) *On a motion of Mrs. Veronica Tappin to rescind a resolution granting preliminary authority relative to the issuance by the Parish School Board of the Parish of Morehouse, State of Louisiana, of not exceeding seven million dollars (\$7,000,000) aggregate principal amount of revenue bonds, in one or more series, making application to the Louisiana State Bond Commission for approval of said bonds and providing for other matters in connection therewith, adopted as a preliminary resolution by the Morehouse Parish School Board on the 4th day of September, 2025, seconded by Mrs. Debbie Wilson. None opposed the motion passed unanimously.*

The next item on the agenda was “To consider adopting a resolution giving preliminary approval to the issuance of not to exceed Five Million Nine Hundred Thousand Dollars (\$5,900,000) of Revenue Bonds, in one or more series, of the Parish School Board of the Parish of Morehouse, State of Louisiana; providing certain terms of said Bonds; making application to the State Bond Commission for the approval of said Bonds; and providing for other matters in connection therewith.” (Presented by Mr. Steve Katz, Grant Schlueter, and DeDe Riggins) *On a motion of Mr. Robert Johnson to adopt a resolution giving preliminary approval to the issuance of not to exceed Five Million Nine Hundred Thousand Dollars (\$5,900,000) of Revenue Bonds, in one or more series, of the Parish School Board of the Parish of Morehouse, State of Louisiana; providing certain terms of said Bonds; making application to the State Bond Commission for the approval of said Bonds; and providing for other matters in connection therewith.”, seconded by Mr. Rick Hixon.*

Roll Call Vote:

Karen Diel-Yes

Louis Melton-No

Robert Johnson-Yes

Rick Hixon-Yes

Debbie Wilson-Yes

Veronica Tappin-No

Adrin Williams-No

THE MOTION PASSED

The next item on the agenda was to consider entering into an agreement with HireFox & Atty. Elaine San Juan in the amount \$2,960 for H1B renewal processing and legal counsel for immigration legal services for one Math Secondary Teacher (Ryan Biscocho). (Presented by Mrs. Teresa Merritt) ***Dr. Jesse Winston, Jr. presented this item on behalf of Mrs. Teresa Merritt. On a motion of Ms. Karen Diel to enter into an agreement with HireFox & Atty. Elaine San Juan in the amount \$2,960 for H1B renewal processing and legal counsel for immigration legal services for one Math Secondary Teacher (Ryan Biscocho), seconded by Mr. Robert Johnson. None opposed the motion passed unanimously.***

The next item on the agenda was to adopt the following Forethought amended policies as a: **“Second Reading:”** IFA- Instructional Materials, IFBGA- Computer Access And Use, JBD- Student Absences And Excuses, JCDAF-Bullying And Hazing, JDE- Expulsion, JGCE-Child Abuse and JGCF-Behavioral Health Support For Students. Copies are provided in your packet. (Presented by Mr. Steve Katz) ***On a motion of Mr. Louis Melton to adopt the following Forethought amended policies as a: “Second Reading:” IFA- Instructional Materials, IFBGA- Computer Access And Use, JBD- Student Absences And Excuses, JCDAF-Bullying And Hazing, JDE- Expulsion, JGCE-Child Abuse and JGCF-Behavioral Health Support For Students, seconded by Mrs. Debbie Wilson. None opposed the motion passed unanimously.***

The next item on the agenda was to discuss and consider accepting the state contract quote for a Ford Transit 150 Cargo Van to be purchased through budgeted funds in the 2025-2026 adopted budget for school deliveries. (Presented by Ms. Ersula Downs and Dr. Jesse Winston, Jr.) ***On a motion of Mrs. Veronica Tappin to accept the state contract quote for a Ford Transit 150 Cargo Van to be purchased through budgeted funds in the 2025-2026 adopted budget for school deliveries, seconded by Mr. Robert Johnson. None opposed the motion passed unanimously.***

The next item on the agenda was “To discuss and take the necessary actions concerning disruptive Special Ed and Regular Ed students.” (Presented by Mr. Louis Melton) ***This was discussion only.***

The next item on the agenda was “To discuss and take the necessary action to provide portable buildings for storage for the schools.” (Presented by Mr. Louis Melton) ***This was discussion only.***

The next item on the agenda was “To discuss implementing an awards program for students at schools who have made the principal’s list, honor roll, and honorable mention, as well as schools placing 1st, 2nd, and 3rd place. Beginning with the 2nd six weeks, recognize the school with the most significant improvement.” (Presented by Mr. Louis Melton) ***This was discussion only.***

The next item on the agenda was “To discuss and take the necessary actions to change the board member stipend to the third of each month.” (Presented by Mr. Louis Melton) ***This was discussion only.***

The next item on the agenda was Public Comment: ***None for this meeting.***

The next item on the agenda was the Personnel Report.

ADJOURNMENT

Dr. Jesse Winston, Jr., Superintendent
Adrin Williams, Board President

The following resolution was offered by Robert Johnson and seconded by Rick Hyman :

RESOLUTION

A resolution giving preliminary approval to the issuance of not to exceed Five Million Nine Hundred Thousand Dollars (\$5,900,000) of Revenue Bonds, in one or more series, of the Parish School Board of the Parish of Morehouse, State of Louisiana; providing certain terms of said Bonds; making application to the State Bond Commission for the approval of said Bonds; and providing for other matters in connection therewith.

WHEREAS, the Parish School Board of the Parish of Morehouse, State of Louisiana (the "School Board" or "Governing Authority") is a political subdivision of the State of Louisiana; and

WHEREAS, Beekman Alumni and Friends, Inc. ("Beekman"), a Louisiana non-profit corporation and a corporation described under Section 501(c)(3) of the Internal Revenue Code of 1986, currently operates Beekman Charter School (the "Beekman Charter School") as a Type 3 Charter School under the provisions of the Louisiana Charter School Law and a Charter Contract dated as of March 15, 2013 (as amended and/or extended, the "Charter Contract") with the School Board; and

WHEREAS, Beekman has requested that the School Board provide support to Beekman for the financing of improvements to the Beekman Charter School, including funding a loan (the "Loan") to Beekman for the purpose of constructing a junior high school building and related facilities, furnishings, and equipment (the "Project"); and

WHEREAS, the Project is and will be located on the Beekman Charter School campus on land now owned by the School Board, and the Project, together with all facilities and assets related thereto, shall be owned by the School Board and made available for use by Beekman pursuant to the terms of the Charter Contract and the Shared Services Agreement (as hereinafter defined); and

WHEREAS, the School Board desires to incur debt and issue not exceeding Five Million Nine Hundred Thousand Dollars (\$5,900,000) of its Revenue Bonds (the "Bonds"), in one or more series, for the purpose of funding the Loan to Beekman for the purpose of (i) financing the Project and (ii) paying certain costs incurred in connection with the issuance of the Bonds; and

WHEREAS, pursuant to the terms of a cooperative endeavor agreement, loan agreement, or similar agreement (the "Agreement"), Beekman will be required to repay the Loan by paying debt service on the Bonds to the purchaser(s) thereof (the "Beekman Payments"); and

WHEREAS, pursuant to the Agreement, the Bonds will be secured by and payable solely from (i) first, the Beekman Payments, and (ii) second, to the extent necessary, the funds to be derived by the School Board from the levy and collection of not exceeding 2.25 mills (such amount being referred to herein as the "Pledged Tax") of its 5.96 mills special ad valorem tax (such rate being subject to adjustment from time to time due to reassessment) which the School Board is authorized to impose and collect in each year pursuant to the Constitution of the State of Louisiana of 1974, as amended; and

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

NOW, THEREFORE, BE IT RESOLVED by the Parish School Board of the Parish of Morehouse, State of Louisiana, acting as the governing authority of the Parish of Morehouse, State of Louisiana, for school purposes, that:

SECTION 1. Preliminary Approval of the Bonds. Preliminary approval is given to the issuance of not exceeding Five Million Nine Hundred Thousand Dollars (\$5,900,000) of Revenue Bonds (the "Bonds") of the School Board, in one or more series, on a taxable or tax-exempt basis, pursuant to the provisions of Section 1430 of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority, for the purpose of funding the Loan to Beekman for the purpose of (i) financing the Project and (ii) paying certain costs incurred in connection with the issuance of the Bonds.

The Bonds shall be secured by and payable from an irrevocable pledge and dedication of (i) first, the Beekman Payments, and (ii) second, to the extent necessary, the Pledged Tax. The Bonds shall bear interest at a rate or rates not to exceed eight percent (8%) per annum and shall mature over a period not exceeding 25 years. The Bonds shall be issued in fully registered form and shall have such additional terms and provisions as may be determined by this Governing Authority.

SECTION 2. Employment of Bond Counsel. This Governing Authority finds and determines that a real necessity exists for the employment of special counsel in connection with the issuance of the Bonds, and accordingly, Foley & Judell, L.L.P., of New Orleans, Louisiana, as Bond Counsel, is hereby employed to do and perform work of a traditional legal nature as bond counsel with respect to the issuance and sale of said Bonds. Said Bond Counsel shall prepare and submit to this Governing Authority for adoption all of the proceedings incidental to the authorization, issuance, sale and delivery of such Bonds, shall counsel and advise this Governing Authority as to the issuance and sale thereof and shall furnish its opinions covering the legality of the issuance of the Bonds. The fee of Bond Counsel for each series of bonds shall be fixed at a sum not exceeding the fee allowed by the Attorney General's fee guidelines for such bond counsel work and based on the amount of said Bonds actually issued, sold, delivered and paid for, plus "out-of-pocket" expenses, said fees to be contingent upon the issuance, sale and delivery of said Bonds. The Superintendent is hereby authorized and directed to execute, and this Governing Authority hereby agrees to and accepts the terms of, the engagement letter of Bond Counsel appended hereto. A certified copy of this resolution shall be submitted to the Attorney General of the State of Louisiana for approval of said employment and of the fees herein designated, and payment for the work herein specified upon completion thereof and under the conditions herein enumerated is hereby approved without further action of this Governing Authority.

SECTION 3. State Bond Commission. Application is hereby made to the State Bond Commission, Baton Rouge, Louisiana, for approval of the issuance and sale of the Bonds and for consent and authority to proceed with the issuance and sale of the Bonds as provided above, and Bond Counsel is directed to make application to the State Bond Commission in accordance with the foregoing on behalf of the Governing Authority.

By virtue of the School Board's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's approval(s) resolved and set forth herein, it resolves

that it understands and agrees that such approval(s) are expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.", adopted by the Commission on July 20, 2006, as to the borrowing(s) and other matter(s) subject to the approval(s), including subsequent application and approval under said Policy of the implementation or use of any swap(s) or other product(s) or enhancement(s) covered thereby.

SECTION 4. Appointment of Municipal Advisor. The School Board hereby confirms its appointment of Government Consultants, Inc., of Baton Rouge, Louisiana, to act as its Municipal Advisor ("Municipal Advisor") pursuant to the provisions of the Dodd-Frank Wall Street Reform and Consumer Protection Act and the rules promulgated thereunder by the Securities and Exchange Commission. The School Board hereby acknowledges that it is represented by the Municipal Advisor and will rely upon the advice of the Municipal Advisor with respect to the Bonds. The fee to be paid the Municipal Advisor shall be payable solely from the proceeds of the Bonds when and if issued, and the amount thereof shall be subject to the approval of the State Bond Commission. The Superintendent is hereby authorized and directed to execute any contract the Municipal Advisor may require with respect to the engagement.

SECTION 5. Sale of Bonds. The Bonds are hereby authorized to be sold by direct placement to a bank or other financial institution, upon the advice of the Municipal Advisor, and the Secretary-Superintendent or President of the Governing Authority (each an "Authorized Officer") are hereby authorized to execute a term sheet, commitment letter, and/or similar offer to purchase for the Bonds, in form and substance satisfactory to Bond Counsel, counsel to the School Board, and the Municipal Advisor, provided that the sale of the Bonds is within the parameters set forth herein and otherwise complies with the terms of the approval of the State Bond Commission.

SECTION 6. Costs and Expenses. All fees, costs, and expenses in connection with the Loan and the issuance of the Bonds, including fees and costs of Bond Counsel, counsel to the School Board, the Municipal Advisor, and the State Bond Commission shall be paid directly by Beekman and/or from the proceeds of the Bonds and included in the amount of the Loan to be repaid by Beekman, and shall not be a cost to the School Board.

SECTION 7. Declaration of Official Intent. Prior to the delivery of the Bonds, the School Board presently intends and reasonably expects that Beekman may pay all or a portion of the costs of the Project from legally available funds in its General Fund. Upon the issuance of the Bonds, the School Board presently intends and reasonably expects to reimburse any such expenditures for the Project from a portion of the proceeds of the Bonds, provided that such reimbursement shall be in an amount not currently reasonably expected to exceed the maximum principal amount of the Bonds set forth in Section 1 hereof. Any such allocation of proceeds of the Bonds for reimbursement will be with respect to capital expenditures (as defined in Reg. 1.150-1(b)) and will be made not later than 3 years after the later of (i) the date such expenditure was paid or (ii) the date on which the Project was placed in service or abandoned. This Section is intended to be a declaration of official intent within the meaning of Reg. 1.150-2, and certain terms used in this Section shall have the meaning given in such Regulation. All of the expenditures covered by this Section were or will be made on and after the date which is 60 days prior to the

effective date of this Resolution or as otherwise allowed by Reg. 1.150-2 which includes, among other things, an exception for "preliminary expenditures" as defined therein.

SECTION 8. Notice of Public Hearing. This Governing Authority hereby approves and authorizes the publication of a Notice of Public Hearing and does hereby authorize and approve the conducting of a public hearing, as set forth in said notice in accordance with the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended. An Authorized Officer or any other official designated by an Authorized Officer is hereby authorized to hold said public hearing and to receive any comments and objections to the proposed issuance of the Bonds.

SECTION 9. Ownership of the Project. The Agreement shall provide a statement, covenant, or other acknowledgment to the effect that the entirety of the Project is and will be located on the Beekman Charter School campus on land now owned by the School Board with all such facilities and assets comprising the Project to be owned by the School Board. The Project shall be subject to and included as part of the "Facility" described in that certain Shared Services Agreement (the "Shared Services Agreement") by and between Beekman and the School Board executed in connection with the Charter Contract and utilized by Beekman pursuant to the terms thereof, and further shall be subject to Section 3.5.1 of the Charter Contract. The Authorized Officers are hereby authorized to provide a supplement to the Shared Services Agreement, upon advice of counsel to the School Board, as necessary to include the Project as part of the "Facility" described in the Shared Services Agreement.

SECTION 10. Authorization. The Authorized Officers are each authorized, empowered and directed to take any and all action, upon the advice of Bond Counsel and counsel to the School Board, to effectuate and implement the purposes of this Resolution.

SECTION 11. Severability. In case any one or more of the provisions of this Resolution shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions of this Resolution, but this Resolution shall be construed and enforced as if such illegal or invalid provisions had not been contained herein. Any constitutional or statutory provisions enacted after the date of this Resolution which validate or make legal any provision of this Resolution which would not otherwise be valid or legal, shall be deemed to apply to this Resolution.

SECTION 12. Repeal of Prior Resolution. The resolution adopted by the Governing Authority on September 4, 2025, granting preliminary authority relative to the issuance by the School Board of not exceeding \$7,000,000 of Revenue Bonds, is hereby repealed in its entirety.

SECTION 13. Effective Date. This Resolution shall become effective immediately.

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

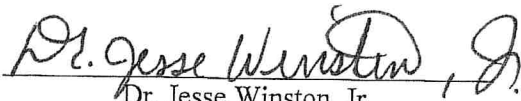
YEAS: Karen Diehl, Robert Johnson, Rick Hixon, Debbie Wilson

NAYS: Louis Melton, Veronica Tapping, Adrin Williams

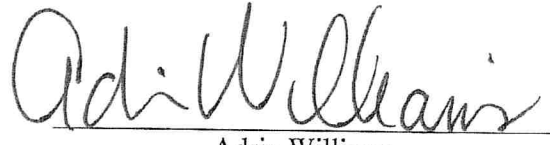
ABSENT: —

ABSTAIN: —

And the resolution was declared adopted, on this, the 7th day of October, 2025.



Dr. Jesse Winston, Jr.
Secretary-Superintendent



Adrin Williams
President

EXHIBIT A

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

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

ONE AMERICAN PLACE
SUITE 1100
301 MAIN STREET
BATON ROUGE, LOUISIANA 70801
(225) 923-2476 · FAX (225) 923-2477

October 7, 2025

Dr. Jesse Winston, Jr., Superintendent
Morehouse Parish School Board
4099 Naff Avenue
Bastrop, LA 71220

Re: Proposed Revenue Bonds of the Parish School
Board of the Parish of Morehouse, State of
Louisiana

Dear Superintendent:

The purpose of this engagement letter is to set forth certain matters concerning the role we will serve and the legal services we will provide as bond counsel to the Parish School Board of the Parish of Morehouse, State of Louisiana (the "School Board" or the "Governing Authority") in connection with the issuance of the captioned bonds (the "Bonds"). We understand that the Bonds will be issued for the purpose described in the resolution adopted by Governing Authority on October 7, 2025.

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

In our engagement as bond counsel, we will:

- Confer with members of the working group, including you and other officials of the School Board, relating to the Bonds and review legal issues relating to the structure of the Bond issue;
- Prepare the Issuing Bond Resolution and all related financing documents (collectively, the "Bond Documents");
- Attend meetings of the Governing Authority at which the Bond Documents are adopted;
- Prepare the application for approval of the issuance of the Bonds by the State Bond Commission and attend the State Bond Commission meeting at which such approval will be considered;
- Prepare the closing index and various closing certificates and supervise the execution of certain closing documents by the various parties thereto;
- Prepare and file Internal Revenue Service Form 8038-G, as required by Federal law;
- Prepare the Bonds and supervise their execution and authentication;
- Prepare complete transcripts of record covering the issuance of the Bonds and furnishing the transcripts to various parties in connection therewith; and
- Submit applicable post-closing reports to the State Bond Commission.

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

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

Please note that we are not municipal advisors, and we do not render financial advice or other financial services to the School Board; however, in the course of providing traditional legal services, we may provide factual information to the School Board that is not specifically tailored to the Bonds or that does not rise to the level of a recommendation concerning a course of action.

We will, however, analyze and advise the School Board regarding the legal ramifications of the structure, timing, terms and other provisions of the Bonds, as these functions are essential to developing a plan of finance.

On behalf of the School Board, you have represented to us that in connection with the issuance of the Bonds the School Board is represented by, and with respect to financial matters will rely on the advice of, Government Consultants, Inc., of Baton Rouge, Louisiana, a registered municipal advisor under the rules promulgated by the Securities and Exchange Commission. By obtaining such representation from you, our firm is not a municipal advisor and is not subject to the fiduciary duty established in Section 15B(c)(1) of the Securities Exchange Act of 1934, as amended.

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

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

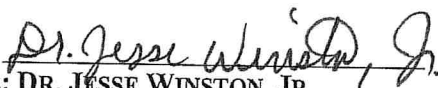
If this letter is acceptable to the School Board, please so indicate by executing below and returning a copy to us, retaining an original for your files. We appreciate the opportunity to serve the School Board and look forward to working with you.

FOLEY & JUDELL, L.L.P.



BY: _____
C. GRANT SCHLUETER, PARTNER

ACCEPTED AND APPROVED:
PARISH SCHOOL BOARD OF THE
PARISH OF MOREHOUSE, STATE OF LOUISIANA

BY: 
NAME: DR. JESSE WINSTON, JR.
TITLE: SUPERINTENDENT
DATED: OCTOBER 7, 2025

cc: Ms. DeDe Riggins, Government Consultants, Inc.

STATE OF LOUISIANA

PARISH OF MOREHOUSE

I, the undersigned Secretary of the Parish School Board of the Parish of Morehouse, State of Louisiana, do hereby certify that the foregoing pages constitute a true and correct copy of a resolution adopted by the Parish School Board on October 7, 2025, giving preliminary approval to the issuance of not to exceed Five Million Nine Hundred Thousand Dollars (\$5,900,000) of Revenue Bonds, in one or more series, of the Parish School Board of the Parish of Morehouse, State of Louisiana; providing certain terms of said Bonds; making application to the State Bond Commission for the approval of said Bonds; and providing for other matters in connection therewith.

IN FAITH WHEREOF, witness my official signature on this, the 7th day of October, 2025.


Secretary