VERDIN COMMUNITY FACILITIES DISTRICT

RESOLUTION No. V-12

A RESOLUTION OF THE DISTRICT BOARD OF VERDIN COMMUNITY FACILITIES DISTRICT AUTHORIZING AND RATIFYING THE GIVING OF NOTICE OF HEARING WITH RESPECT TO A FEASIBILITY REPORT FOR PUBLIC INFRASTRUCTURE TO BE FINANCED BY THE DISTRICT; APPROVING SUCH REPORT; AUTHORIZING THE SALE AND ISSUANCE OF NOT TO EXCEED $1,000,000 AGGREGATE PRINCIPAL AMOUNT OF GENERAL OBLIGATION BONDS, OF THE DISTRICT, ISSUED AS A SINGLE SERIES OR TWO SERIES ISSUED SIMULTANEOUSLY; PRESCRIBING CERTAIN TERMS, CONDITIONS AND PROVISIONS FOR SUCH BONDS; APPROVING THE EXECUTION AND DELIVERY OF A BOND REGISTRAR AND PAYING AGENT AGREEMENT; APPROVING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS RELATING TO SUCH BONDS; AWARDING SUCH BONDS TO THE PURCHASER THEREOF; APPOINTING A BOND REGISTRAR AND PAYING AGENT FOR THE BONDS; AUTHORIZING THE LEVY OF AN *AD VALOREM* PROPERTY TAX WITH RESPECT TO SUCH BONDS; AND AUTHORIZING THE TAKING OF OTHER ACTIONS SECURING THE PAYMENT OF AND RELATING TO THE BONDS

BE IT RESOLVED BY THE DISTRICT BOARD OF VERDIN COMMUNITY FACILITIES DISTRICT as follows:

Section 1. Findings.

(a) Pursuant to Title 48, Chapter 4, Article 6, Arizona Revised Statutes (the "Act"), and Section 11-1101, Arizona Revised Statutes, City of Phoenix, Arizona (the "City"), Verdin Community Facilities District (the "District"), and Taylor Morrison/Arizona, Inc. (the "Developer") entered into a Development, Financing Participation and Intergovernmental Agreement for Verdin Community Facilities District, dated as of March 11, 2024 (the "Development Agreement") to specify, among other things, conditions, terms, restrictions and requirements for public infrastructure (as such term is defined in the Act) and the financing of public infrastructure and subsequent reimbursements or repayments over time.

(b) With regard to the property which makes up the real property included within the District, the District and the Developer specified some of such matters in the Development Agreement, particularly matters relating to the acquisition or construction of certain public infrastructure by the District, the acceptance of such public infrastructure by the City, the reimbursement or repayment of the Developer with respect thereto, the advance of moneys for public infrastructure purposes and the repayment of such advances, and processing of disbursement and investment of proceeds of, certain bonds, all pursuant to the Act.

(c) The District is authorized (1) by Section 48-719, Arizona Revised Statutes, to sell and issue general obligation bonds of the District to provide moneys for public infrastructure purposes consistent with the General Plan of Verdin Community Facilities District (the "General Plan") and (2) by Section 48-709(G), Arizona Revised Statutes, to repay all or part of fees and charges collected from landowners for public infrastructure purposes, the advance of moneys by landowners for public infrastructure purposes or the granting of real property by landowners for public infrastructure purposes from the proceeds of such bonds pursuant to agreements entered into with landowners and the City, pursuant to Section 48-709(A)(10), Arizona Revised Statutes.

(d) Such bonds may not be issued unless approved at an election ordered and called to submit to the qualified electors of the District or to those persons who will be qualified to vote pursuant to Section 48-707(G), Arizona Revised Statutes (the "qualified electors"), the question of authorizing the board of directors of the District (the "District Board") to issue such bonds (the "Bonds").

(e) The District Board deemed it necessary and advisable to order and call such an election and to establish the procedures whereby such election should be held and did so pursuant to Resolution No. V-02 adopted on February 7, 2024 (the "Organizational Resolution"), which provided that a special election be held on February 28, 2024 (the "Election"), at which time there was submitted to the qualified electors of the District the questions set forth in the official ballot described in the Organizational Resolution.

(f) The election board for the Election filed with the District Board its returns of election and the ballots cast at the polling place, and the District Board canvassed the returns of the Election and determined (1) that a total of two (2) ballots had been cast in response to the questions submitted, that in answer to the questions submitted, such ballots were marked "Bonds, Yes" and no ballots were marked "Bonds, No" with respect to the issuance of such Bonds; (2) that the Election had been conducted and the returns thereof made as required by law and (3) that only qualified electors were permitted to vote at the Election.

(g) Upon receipt of the official results for the Election, the District Board on March 6, 2024, canvassed such results and found and determined that a majority of the votes cast by the qualified electors voting at the Election voted "Bonds, Yes" and that Bonds in not exceeding $110,000,000 aggregate principal amount are therefore authorized to be sold and issued.

(h) Pursuant to Section 48-715, Arizona Revised Statutes, the District Board has caused a report of the feasibility and benefits of certain projects relating to public infrastructure provided for in the General Plan and to be financed with proceeds of the sale of the first series of Bonds, issued either as a single series or two series issued simultaneously, in either case as determined by the Authorized Representatives (defined below) to be the most advantageous to the District (collectively, the "2026 Bonds"), to be prepared, such report having included a description of certain public infrastructure to be acquired and all other information useful to understand the projects to be acquired with the proceeds of the sale of the 2026 Bonds, a map showing, in general, the location of such projects, an estimate of the cost to acquire, operate and maintain such projects, a map or description of the area to be benefitted by such projects and a plan for financing such projects (the "Report"). A public hearing on the Report was held preceding the adoption of this Resolution (the "Report Hearing"), after provision for publication of notice thereof as provided by law.

(i) It has been requested that the District Board cause the District to acquire certain of the public infrastructure described in the General Plan which was the subject of the Report (the "Projects"), and the District Board hereby determines that the District should acquire the Projects as described in the Development Agreement. Any portion of the costs of the Projects not financed by the proceeds of the 2026 Bonds shall remain eligible to be financed through the sale of future bonds of the District should the District Board choose in its sole and absolute discretion to issue any future bonds. As applicable, this resolution constitutes a resolution of intent as described in Section 48-701.14, Arizona Revised Statutes.

(j) Pursuant to Section 48-719, Arizona Revised Statutes, the District Board (1) hereby determines to authorize the sale and issuance of the 2026 Bonds to provide funds to acquire the Projects and to pay costs of issuing the 2026 Bonds, and (2) shall enter in its minutes a record of the 2026 Bonds sold and their numbers and dates and levy and cause an ad valorem tax to be collected, at the same time and in the same manner as other taxes are levied and collected on all taxable property in the boundaries of the District sufficient, together with moneys from the sources described herein, to pay debt service with respect to the 2026 Bonds when due.

(k) (k) The District Board will offer and sell the 2026 Bonds either (1) to the Developer, (2) directly to one or more banks submitting a lending proposal to the District, or (3) certain qualified accredited investors, in any case as determined by the District Manager, the District Treasurer or a designee of either of them (individually, an "Authorized Representative" and collectively, the "Authorized Representatives") to be the most advantageous to the District, and in either case on terms contained in the Certificate and Receipt of the Purchaser (the "Purchase Contract"), in customary form as approved by the District's bond counsel, Squire Patton Boggs (US) LLP.

(l) In order to provide for authentication and delivery of the 2026 Bonds and subsequent matters with respect thereto, the District Board hereby determines to authorize the execution and delivery of a (i) Bond Registrar and Paying Agent Agreement (the "Paying Agent Agreement"), by and between the District and bond registrar and paying agent identified as provided herein (the "Bond Registrar and Paying Agent") and (ii) Private Placement Agreement (the "Private Placement Agreement" and, together with the Payment Agent Agreement and the Purchase Contract, the "Bond Documents"), by and between the District and Raymond James & Associates, Inc., as placement agent (the "Placement Agent").

(m) There have been placed on file with the District Clerk of the District and presented to the District Board, in connection with the issuance and sale of the 2026 Bonds, the proposed form of the Paying Agent Agreement.

(n) The District Board hereby further determines that (1) the proposed amount of indebtedness evidenced by the 2026 Bonds will not exceed the estimated cost of the public infrastructure improvements to be financed with the proceeds of the sale thereof plus all costs connected with the public infrastructure purposes related thereto and sale and issuance of the 2026

Bonds, and (2) the total aggregate outstanding amount of the 2026 Bonds will not exceed sixty percent (60%) of the aggregate of the estimated market value of the real property and improvements in the District after the public infrastructure of the District is completed plus the value of the public infrastructure to be acquired by the District with proceeds of the 2026 Bonds all as provided in Section 48-708, Arizona Revised Statutes.

Section 2. Authorization and Ratification of Notice of Hearing on Report.

(a) *Notice of Public Hearing.* The Notice of the public hearing on the Report provided by the District Treasurer and attached as the Exhibit A (the "Notice") is hereby authorized and ratified in all respects as well as the mailing of the Report and the Notice to the Mayor and Council of the City. The providing of the Notice as provided by law and as caused by the District Treasurer is hereby authorized and ratified.

(b) *Preparation of Report.* The preparation of the Report is hereby ratified and confirmed.

(c) *Approval of Report and Resolution of Intent.* After review of the Report and based on the Report Hearing, the Report is hereby approved in the form submitted to the District Board, and the District Board hereby declares its intent as required by Section 48-715, Arizona Revised Statutes, and, subject to the provisions set forth in the Report, to take such reasonable actions as may be necessary to cause the results contemplated by and set forth in the Report, including particularly the acquisition of the Projects for the benefit of the areas described in the Report and the consummation of the expected method of financing, and an appropriate system of providing revenues or other means to maintain, the Projects, all as provided in the Report. The Projects will result in a beneficial use to land within the geographical limits of the District.

Section 3. Approval of Sale and Issuance of 2026 Bonds.

(a) *Authorization of 2026 Bonds.* The 2026 Bonds are hereby authorized to be issued as a single series or as two series issued simultaneously of general obligation bonds of the District to be designated "General Obligation Bonds" and bear a series designation as provided in the Purchase Contract. An Authorized Representative is hereby authorized and directed to determine on behalf of the District: (1) the dated date and aggregate principal amount (but not to exceed $1,000,000) of the 2026 Bonds; (2) the principal and maturity schedule of the 2026 Bonds (which final maturity shall not be more than twenty-five (25) years from their date of issuance); (3) the interest rate on the 2026 Bonds and the dates for payment of such interest ("interest payment dates"); (4) the provisions for redemption of the 2026 Bonds; (5) whether the 2026 Bonds will be issued as a single series or as two series issued simultaneously; (6) whether the 2026 Bonds will bear tax-exempt interest or taxable interest and in what proportions if issued as two series; and (6) the sale date, sale price and other terms of sale of the 2026 Bonds; provided, however, that the foregoing determinations must result in an interest rate with respect to the 2026 Bonds of not to exceed eight percent (8.00%). The 2026 Bonds shall be sold to the purchaser thereof in accordance with the terms of the Purchase Contract and at a price specified therein, as determined by an Authorized Representative who is hereby authorized and directed to so determine such matters.

(b) *Terms and Provisions, Redemption and Defeasance of 2026 Bonds.*

1. The 2026 Bonds shall be in physical certificated fully registered form and shall bear interest from its date to the maturity or prior redemption of the 2026 Bonds, payable on the interest payment dates.

2. The principal of and interest on, the 2026 Bonds shall be payable in lawful money of the United States of America. The principal of the 2026 Bonds shall be payable at final maturity or upon redemption in full upon presentation and surrender thereof at the designated corporate trust office of the Bond Registrar and Paying Agent. Interest and redemption of principal amounts in part on the 2026 Bonds shall be payable by check, dated as of the interest payment date, mailed to the registered owners thereof, as shown on the registration books maintained by the Bond Registrar and Paying Agent at the address appearing therein at the close of business on the fifteenth (15^{th}) day of the month next preceding that interest payment date (the "regular record date") or by wire transfer upon two days' prior written request delivered to the Bond Registrar and Paying Agent specifying a wire transfer address in the continental United States. Any such interest on the 2026 Bonds which is not timely paid or duly provided for shall cease to be payable to the registered owner thereof (or of one or more predecessor 2026 Bonds) as of the regular record date, and shall be payable to the registered owner thereof (or of one or more predecessor 2026 Bonds) at the close of business on a special record date for the payment of that overdue interest. The special record date shall be fixed by the Bond Registrar and Paying Agent whenever moneys become available for payment of the overdue interest, and notice of the special record date shall be given to the registered owners of 2026 Bonds not less than ten (10) days prior thereto.

3. Redemption. The 2026 Bonds may be subject to redemption as provided in the Purchase Contract.

4. Unless otherwise provided in the Purchase Contract, notice of optional redemption of any 2026 Bond shall be mailed by first class mail, postage prepaid, not less than ten (10) days prior to the date set for redemption to the registered owners of the 2026 Bonds being redeemed at the address shown on the registration books for the 2026 Bonds maintained by the Bond Registrar and Paying Agent. On the date designated for optional redemption by notice given as herein provided, the 2026 Bonds or portions thereof to be redeemed shall become and be due and payable at the redemption price for such 2026 Bonds or such portions thereof on such date, and, if moneys for payment of the redemption price are held in a separate account by the District or the Bond Registrar and Paying Agent, interest on such 2026 Bonds or such portions thereof shall cease to accrue, such 2026 Bonds or such portions thereof shall cease to be entitled to any benefit or security hereunder, the registered owner of such 2026 Bonds or such portions thereof shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon and such 2026 Bonds or such portions thereof shall be deemed paid and no longer outstanding.

(A) If moneys for the payment of the redemption price and accrued interest are not held in separate accounts by the District or the Bond Registrar and Paying Agent prior to sending the notice of redemption, such redemption shall be conditional on such moneys being so held on the date set for redemption and if not so held by such date, the redemption shall be cancelled and be of no force and effect.

(B) Redemption of Less Than All of the 2026 Bonds. The District may redeem an amount which is included in the 2026 Bonds. In that event, the registered owner shall submit the 2026 Bonds for partial redemption and the Bond Registrar and Paying Agent shall make such partial payment and shall cause to be issued a new 2026 Bond in a principal amount which reflects the redemption so made to be authenticated and delivered to the registered owner thereof.

5. Any unpaid principal amount of the 2026 Bonds or portion thereof shall be deemed paid and defeased and thereafter shall have no claim on ad valorem taxes levied on taxable property in the District (i) if there is deposited with a bank or comparable financial institution, in trust, moneys or obligations issued by or guaranteed by the United States government ("Defeasance Obligations") or both which, with the maturing principal of and interest on such Defeasance Obligations, if any, will be sufficient, in the case of Defeasance Obligations as evidenced by a certificate or report of an accountant, to pay the principal of and interest and any premium on such bond or portion thereof as the same matures, comes due or becomes payable upon prior redemption and (ii) if such defeased bond or portion thereof is to be redeemed, notice of such redemption has been given in accordance with provisions hereof or the District has submitted to the Bond Registrar and Paying Agent instructions expressed to be irrevocable as to the date upon which such bond of the 2026 Bonds or portion thereof is to be redeemed and as to the giving of notice of such redemption. Principal amounts of the 2026 Bonds the payment of which has been provided for in accordance with this Section shall no longer be deemed payable or outstanding hereunder and thereafter such bonds shall be entitled to payment only from the moneys or Defeasance Obligations deposited to provide for the payment of such bonds.

Section 4. Form and Execution of 2026 Bonds.

(a) *Form of Bonds.* The 2026 Bonds (including the form of certificate of authentication and form of assignment therefor) shall be in substantially the form set forth in Exhibit B attached hereto. There may be such necessary and appropriate omissions, insertions and variations as are permitted or required hereby or by the Purchase Contract and are approved by those officers executing the 2026 Bonds in such form. Execution thereof by such officers shall constitute conclusive evidence of such approval.

The 2026 Bonds may have notations, legends or endorsements required by law, securities exchange rule or usage. The 2026 Bonds shall show both the date of the issue and the date of authentication and registration of each 2026 Bond.

(b) *Execution of Bonds; Authentication.* The 2026 Bonds shall be executed for and on behalf of the District by the Chairperson or Vice Chairperson of the District Board and attested by the District Clerk. Such signature may be by facsimile or mechanical reproduction; however, such officer shall manually sign a certificate adopting as and for such signature on the 2026 Bonds the respective facsimile or mechanically reproduced signature affixed to such bonds.

If an officer whose signature is on a 2026 Bond no longer holds that office at the time such bond is authenticated and registered, such bond shall nevertheless be valid and binding so long as such bond would otherwise be valid and binding.

The 2026 Bonds shall not be valid or binding until authenticated by the manual signature of an authorized representative of the Bond Registrar and Paying Agent. The signature of the authorized representative of the Bond Registrar and Paying Agent shall be conclusive evidence that such bond has been authenticated and issued pursuant to this Resolution.

Section 5. Replacement of Stolen, Lost or Mutilated Bonds. In case the 2026 Bonds become mutilated or destroyed or lost, the District shall cause to be executed and delivered a new bond, of like type, date, maturity and tenor in exchange and substitution for and upon the cancellation of such mutilated bond or in lieu of and in substitution for such bond destroyed or lost, upon the registered owner paying the reasonable expenses and charges of the District in connection therewith and, in the case of a bond destroyed or lost, filing with the Bond Registrar and Paying Agent by the registered owner evidence satisfactory to the Bond Registrar and Paying Agent that such bond was destroyed or lost, and furnishing the Bond Registrar and Paying Agent with a sufficient indemnity bond pursuant to Section 47-8405, Arizona Revised Statutes.

Section 6. Transfer of Bonds; Tax Levy; Bond Documents; Other Actions.

(a) *Transfer of 2026 Bonds.* The 2026 Bonds may be transferred in whole only on the registration books for the 2026 Bonds upon delivery and surrender of the bond to the Bond Registrar and Paying Agent at its designated corporate trust office, accompanied by (i) a written instrument of transfer in form and with guaranty of signature satisfactory to the Bond Registrar and Paying Agent, duly executed by the transferor registered owner of such bond, or the attorney-in-fact or legal representative of such owner, containing written instructions as to the details of the transfer of such bond, and (ii) a certificate signed by the transferee registered owner of such bond in the form set forth in the 2026 Bond. No transfer of any 2026 Bond shall be effective until entered on the registration books for the 2026 Bonds. Notwithstanding the foregoing, 2026 Bonds purchased by a bank lender shall be subject to such transfer restrictions as may be determined by the District Treasurer and as reflected in the form of the 2026 Bonds.

In the event of the transfer of the 2026 Bonds, the Bond Registrar and Paying Agent shall enter the transfer of ownership in the registration books for the 2026 Bonds and shall authenticate and deliver in the name of the transferee a new fully registered bond of the same maturity and in the denomination of the aggregate principal amount remaining which the registered owner is entitled to receive. All costs and expenses of initial registration and payment of the 2026 Bonds shall be borne by the District, but the District and the Bond Registrar and Paying Agent shall charge the registered owner of such bond for every subsequent transfer of a bond, an amount sufficient to reimburse them for any transfer fee, tax or other governmental charge required to be paid with respect to such transfer and may require that such transfer fee, tax or other charge be paid before any such bond shall be delivered.

The District and the Bond Registrar and Paying Agent shall not be required to issue or transfer the 2026 Bonds during a period beginning with the opening of business on any regular record date described in the form of such bond and ending with the close of business on the corresponding interest payment date.

(b) *Forms, Terms and Provisions, and Execution and Delivery, of Bond Documents*. The forms, terms and provisions of the Paying Agent Agreement in substantially the form of such document (including the exhibits thereto) presented at the meeting at which this Resolution is adopted, the Private Placement Agreement, in customary form as approved by the District's bond counsel, Squire Patton Boggs (US) LLP ("Bond Counsel"), and the Purchase Contract, in customary form as approved by Bond Counsel, are hereby approved, with such insertions, deletions and changes as are not inconsistent herewith and as are approved by the officers authorized to execute the Bond Documents, which approval will be conclusively demonstrated by the execution thereof, and the Chairperson or other member of the District Board, the Authorized Representatives and the District Clerk, as applicable, are hereby authorized to execute and attest and deliver, respectively, the Bond Documents.

(c) *Authorization to Execute and Deliver Bond Documents; and Deliver Orders to the Bond Registrar and Paying Agent*. Any of the Chairperson or other member of the District Board or the Authorized Representatives are each hereby authorized to execute and deliver the Bond Documents and to provide a written order of the District to the Registrar and Paying Agent for the authentication and delivery of the 2026 Bonds by the Bond Registrar and Paying Agent.

(d) *Other Actions Necessary*. The Authorized Representatives, the District Clerk and the other officers of the District shall retain consultants and counsel necessary to carry out the purposes of this Resolution and shall take all other actions necessary or reasonably required to carry out, give effect to and consummate the transactions contemplated by the Bond Documents, including without limitation, the closing and other documents required to be delivered in connection with the sale and delivery of the 2026 Bonds.

(e) *Tax Levy*. For each year while any bond of the 2026 Bonds is outstanding, the District Board shall annually levy and cause to be collected an *ad valorem* tax, at the same time and in the same manner as other taxes are levied and collected, on all taxable property in the District, sufficient, together with moneys from the sources described herein, to pay debt service with respect to the 2026 Bonds when due. Moneys derived from the levy of the tax provided for in this Section with respect to the 2026 Bonds when collected constitute funds to pay debt service with respect to the 2026 Bonds and shall be kept separately from other funds of the District in a "Tax Account."

The District Board shall make annual statements and estimates of the amount to be raised to pay debt service with respect to the 2026 Bonds. The District Board shall file the annual statements and estimates with the Clerk of the District Board and shall publish a notice of the filing of the estimate. The District Board, on or before the date set by law for certifying the annual budget of the City, shall fix, levy and assess the amounts to be raised by ad valorem taxes of the District and shall cause certified copies of the order to be delivered to the Board of Supervisors of Maricopa County, Arizona, and to the Department of Revenue of the State. All statutes relating to the levy and collection of State and county taxes, including the collection of delinquent taxes and sale of property for nonpayment of taxes, apply to the taxes provided for by this Section.

Any other general obligation bonds of the District previously issued or hereafter issued will be secured on a parity basis as to the collection and application of property tax revenues of the District with the 2026 Bonds, and such property taxes will be allocated to each such series of general obligation bonds in accordance with any debt service then due, taking into account other funds held by the District for such payment. Property tax revenues allocated for any such series of bonds shall be set aside separately for such series.

(f) *No Obligation of City.* Neither the full faith and credit nor the general taxing power of the City is pledged to the payment of the 2026 Bonds. Nothing contained in this Resolution, the Bond Documents or any other instrument related to the 2026 Bonds shall be construed as obligating the City or as incurring a charge upon the general credit or any other credit or revenues of the City nor shall the breach of any agreement contained in this Resolution, the Bond Documents or any other instrument or documents executed in connection therewith impose any charge upon the general credit or any other credit or revenues of the City.

(g) *Appointment of Bond Registrar and Paying Agent.* U.S. Bank Trust Company, National Association is hereby appointed to serve as the initial Bond Registrar and Paying Agent for the purposes of the Paying Agent Agreement as indicated in Section 3(a) hereof.

(h) *Use of Proceeds.* The proceeds from the sale of the 2026 Bonds shall be set aside and deposited by the District Treasurer in a separate fund. The proceeds of the sale of the 2026 Bonds shall be expended only for the purposes set forth in the ballot used at the Election and in the Report and as provided in the Development Agreement.

(i) *Federal Tax Law Covenants.* To the extent it is intended that interest on the 2026 Bonds, or a particular series of 2026 Bonds (the "Tax-Exempt 2026 Bonds"), shall be exempt from federal and State of Arizona income taxation:

1. The District recognizes that the purchasers and owners of the Tax-Exempt 2026 Bonds will have accepted them on and paid a price for them reflecting the understanding that interest thereon is excludable from gross income of the owners thereof for federal income tax purposes under laws in force at the time the Tax-Exempt 2026 Bonds are delivered. In this connection, the District covenants that it will use, and will restrict the use and investment of, the proceeds of the Tax-Exempt 2026 Bonds in such manner and to such extent as may be necessary so that (i) the Tax-Exempt 2026 Bonds will not constitute private activity bonds, arbitrage bonds or hedge bonds under Section 141, 148 or 149 of the Code, or to be treated other than as bonds to which Section 103(a) of the Code applies, and (ii) the interest on the Tax-Exempt 2026 Bonds will not be an item of tax preference under Section 57 of the Code. The "Code" means, collectively, the Internal Revenue Code of 1986, as amended, the Treasury Regulations (whether temporary or final) promulgated pursuant thereto, and any amendments or successor provisions thereto, any official rulings, announcements, notices, procedures and judicial determinations regarding any of them.

2. The District further covenants that (i) it will take or cause to be taken such actions that may be required of it for the interest on the Tax-Exempt 2026 Bonds to be and remain excluded from gross income for federal income tax purposes; (ii) it will not take or authorize to be taken any actions that would adversely affect that exclusion; (iii) it, or persons

acting for it, will, among other acts of compliance, (a) apply the proceeds of the Tax-Exempt 2026 Bonds to the governmental purposes of the borrowing; (b) restrict the yield on investment property acquired with the proceeds; (c) make timely and adequate payments to the federal government as required under the Tax Compliance Certificate of the District (the "Tax Compliance Certificate") relating to the Tax-Exempt 2026 Bonds; (d) maintain books and records and make calculations and reports; and (e) refrain from certain uses of those proceeds, and, as applicable, of property financed with such proceeds all in such manner and to the extent necessary to assure that exclusion of that interest under the Code.

3. The District Treasurer or their designee is authorized to (i) make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the District with respect to the Tax-Exempt 2026 Bonds as the District is permitted to make or give under the federal income tax laws, including, without limitation, any of the elections provided for in Section 148(f)(4)(C) of the Code or available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the Tax-Exempt 2026 Bonds or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments of penalties, or making payments of special amounts in lieu of making computations to determine, or paying, excess earnings as rebate, or obviating those amounts or payments, as determined by that officer, which actions shall be in writing and signed by that officer; (ii) take any and all other actions, make or obtain calculations, make payments, and make or give reports, covenants and certifications of and on behalf of the District, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Tax-Exempt 2026 Bonds; and (iii) give one or more appropriate certificates, for inclusion in the transcript of proceedings for the Tax-Exempt 2026 Bonds, setting forth the reasonable expectations of the District regarding the amount and use of all the proceeds of the Tax-Exempt 2026 Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Tax-Exempt 2026 Bonds.

4. The District authorizes the creation by the District Treasurer or their designee of a fund that is hereinafter referred to as the "Rebate Fund," and any other such accounts or sub-accounts as necessary or advisable in order to comply with the foregoing covenants and the Tax Compliance Certificate. The District will comply with the rebate requirements set forth in the Tax Compliance Certificate.

5. The Authorized Representatives are hereby authorized to execute on behalf of the District the Tax Compliance Certificate. The Tax Compliance Certificate shall constitute a certification, representation and agreement of the District and no investment shall be made of the proceeds of the Tax-Exempt 2026 Bonds herein authorized nor of the money in the accounts established hereunder in violation of the expectations and covenants prescribed by the Tax Compliance Certificate. The Tax Compliance Certificate shall constitute an agreement of the District to follow certain covenants which may require the District to take certain actions (including the payment of certain amounts to the United States Treasury) or which may prohibit certain actions (including the establishment of certain funds) under certain conditions as specified in the Tax Compliance Certificate.

6. The District further recognizes that Section 149(a) of the Code requires the Tax-Exempt 2026 Bonds to be issued and to remain in fully registered form in order for interest thereon to be excludable from gross income for purpose of federal income taxation under laws in force at the time the Tax-Exempt 2026 Bonds are delivered. In this connection, the District agrees that it will not take any action to permit the Tax-Exempt 2026 Bonds to be issued in, or converted into, bearer or coupon form if such action would cause interest on the Tax-Exempt 2026 Bonds to be included in gross income for federal income tax purposes.

Section 7. Repeal of this Resolution; Severability; Effect; Inconsistencies; Effective Date; Ratification.

(a) After the 2026 Bonds are delivered upon receipt of payment therefor, this Resolution shall be and remain irrepealable until the 2026 Bonds and the interest thereon shall have been fully paid, canceled and discharged.

(b) If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

(c) This Resolution shall constitute a contract between the District and the registered owner of the 2026 Bonds and shall not be amended in any manner which would impair, impede or lessen the rights of the registered owners of the 2026 Bonds then outstanding.

(d) All resolutions or parts thereof inconsistent herewith are hereby waived to the extent only of such inconsistency.

(e) This Resolution shall be effective immediately.

(f) All actions of the officers and agents of the District including the District Board which conform to the purposes and intent of this Resolution and which further the issuance and sale of the 2026 Bonds as contemplated by this Resolution, whether heretofore or hereafter taken, are hereby ratified, confirmed and approved. The proper officers and agents of the District are hereby authorized and directed to do all such acts and things and to execute and deliver all such documents on behalf of the District as may be necessary to carry out the terms and intent of this Resolution.

[Remainder of page left blank intentionally.]

PASSED by the District Board of Verdin Community Facilities District this 3rd day of June, 2026.

Chairperson, District Board,
Verdin Community Facilities District

ATTEST:

District Clerk, Verdin Community Facilities District

APPROVED AS TO FORM:

Micah Ray Alexander

District Counsel, Verdin Community Facilities District

ATTACHMENT:

EXHIBIT "A" – Form of Notice of Hearing on Report
EXHIBIT "B" – Form of 2026 Bond

EXHIBIT "A"

NOTICE OF PUBLIC HEARING

NOTICE FOR HEARING REQUIRED BY A.R.S. § 48-715 ON REPORT OF THE FEASIBILITY AND BENEFITS OF CERTAIN PROJECTS TO BE FINANCED WITH THE PROCEEDS OF THE SALE OF GENERAL OBLIGATION BONDS OF VERDIN COMMUNITY FACILITIES DISTRICT

NOTICE IS HEREBY GIVEN that a public hearing on the report of the feasibility and benefits of projects to be financed with the proceeds of the sale of general obligation bonds of Verdin Community Facilities District shall be held by the District Board on June 3, 2026, beginning at 2:30 p.m. to be held in the Phoenix City Council Chambers, 200 West Jefferson Street, Phoenix, Arizona 85003. Such feasibility report and further information relating thereto are on file with the District Clerk, 200 West Washington Street, 15th Floor, Phoenix, Arizona 85003.

Dated this 21st day of May, 2026.

EXHIBIT "B"
FORM OF BOND

REGISTERED NO.

REGISTERED: $

THIS BOND IS ONLY TRANSFERABLE UPON RECEIPT OF THE HEREIN-DESCRIBED BOND REGISTRAR OF A CERTIFICATE FROM THE TRANSFEREE INCLUDED IN THIS FORM.

UNITED STATES OF AMERICA

STATE OF ARIZONA, CITY OF PHOENIX

VERDIN COMMUNITY FACILITIES DISTRICT
(CITY OF PHOENIX, ARIZONA)
GENERAL OBLIGATION BOND,
SERIES 2026

Interest Rate	Maturity Date	Dated Date
%	July 1, 20__	______, 2026

Registered Owner:

Principal Amount:

Verdin Community Facilities District (the "District"), a community facilities district duly formed pursuant to Title 48, Chapter 4, Article 6, Arizona Revised Statutes (the "Act"), for value received, hereby promises to pay to the aforesaid registered owner, or registered assigns, the aforesaid principal amount on the aforesaid maturity date unless earlier redeemed, and to pay interest on the principal amount from the date as of which this Bond is dated as indicated hereinabove at the aforesaid interest rate on _______ 1, 20__ and on each July 1 and January 1 thereafter (each an "interest payment date") to the maturity or redemption prior to maturity of this Bond. Interest will be computed on the basis of a 360-day year of twelve 30-day months.

The principal of this Bond shall be payable at final maturity or upon redemption in full upon presentation and surrender thereof at the designated corporate trust office of U.S. Bank Trust Company, National Association (the "Bond Registrar and Paying Agent"), as the initial Bond Registrar and Paying Agent. Interest and redemption of principal amounts in part on this Bond shall be payable by check, dated as of the interest payment date or redemption date, as applicable, mailed to the registered owners thereof, as shown on the registration books maintained by the Bond Registrar and Paying Agent at the address appearing therein at the close of business on the fifteenth (15th) day of the month next preceding that interest payment date (the "regular record date") or by wire transfer upon two days' prior written request delivered to the Bond Registrar and Paying Agent specifying a wire transfer address in the continental United States. Any such interest on this Bond which is not timely paid or duly provided for shall cease to be payable to the registered owner thereof (or of one or more predecessor Bonds) as of the regular record date, and shall be payable to the registered owner thereof (or of one or more predecessor Bonds) at the close of business on a special record date for the payment of that overdue interest. The special record date shall be fixed by the Bond Registrar and Paying Agent whenever moneys become available for payment of the overdue interest, and notice of the special record date shall be given to the registered owner of this Bond not less than ten (10) days prior thereto.

The principal of, and interest and premium, if any, on, this Bond are payable in lawful money of the United States of America, on the respective dates when principal and interest become due.

This Bond represents a series of bonds indicated above (the "Bonds") in the aggregate principal amount of $________ issued by the District pursuant to a resolution of the Board of the District, duly adopted prior to the issuance hereof, all of the terms of which are hereby incorporated herein (the "Resolution"), and pursuant to the Constitution and laws of the State of Arizona relative to the sale and issuance of general obligation bonds of community facilities districts, and all amendments thereto, and all other laws of the State of Arizona thereunto enabling.

The Bonds are issuable as [a single fully] registered bond only in the denominations equal to the outstanding principal amount of the Bonds.

The Bonds are payable, equally and ratably with such other general obligation bonds of the District from the proceeds of an ad valorem tax to be collected, at the same time and in the same manner as other taxes are levied and collected on all taxable property within the boundaries of the District, sufficient, together with moneys from the other sources available pursuant to the Act, to pay debt service on the Bonds when due.

NEITHER THE FULL FAITH AND CREDIT NOR THE GENERAL TAXING POWER OF THE CITY OF PHOENIX, ARIZONA, OR THE STATE OF ARIZONA OR ANY POLITICAL SUBDIVISION THEREOF (OTHER THAN THE DISTRICT) IS PLEDGED TO THE PAYMENT OF THE BONDS.

[INSERT REDEMPTION PROVISIONS]

The Bond Registrar and Paying Agent shall maintain the registration books of the District for the registration of ownership of each Bond as provided in the Resolution. (The Bond Registrar and Paying Agent may be changed without notice or consent.)

This Bond may be transferred only in whole on the registration books upon delivery and surrender hereof to the Bond Registrar and Paying Agent at its designated corporate trust office, accompanied by (i) a written instrument of transfer in form and with guaranty of signature satisfactory to the Bond Registrar and Paying Agent, duly executed by the transferring registered owner of this Bond or his or her attorney-in-fact or legal representative, containing written instructions as to the details of the transfer and (ii) a certificate signed by the transferee registered owner of this Bond in the form attached hereto. No transfer of this Bond shall be effective until entered on the registration books.

In all cases upon the transfer of this Bond, the Bond Registrar and Paying Agent shall transfer the ownership in the registration books and shall authenticate and deliver in the name of the transferee a new fully registered Bond in the denomination of the aggregate principal amount remaining which the registered owner is entitled to receive at the earliest practicable time in accordance with the provisions of the Resolution. The District and the Bond Registrar and Paying Agent shall charge the owner of such Bond, for every transfer of a Bond, an amount sufficient to reimburse them for any transfer fee, tax or other charge required to be paid with respect to such transfer, and may require that such transfer fee, tax or other charge be paid before any such new Bond shall be delivered.

The District and the Bond Registrar and Paying Agent shall not be required to issue or transfer any Bonds during a period beginning with the opening of business on a regular record date and ending with the close of business on the corresponding interest payment date.

This Bond shall not be entitled to any security or benefit under the Resolution or be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been signed by the Bond Registrar and Paying Agent.

It is hereby certified, recited and declared (i) that all conditions, acts and things required by the Constitution and laws of the State of Arizona to happen, to be done, to exist and to be performed precedent to and in the issuance of this Bond and of the series of which it is one, have happened, have been done, do exist and have been performed in regular and due form and time as required by law; (ii) that the obligation evidenced by the series of Bonds of which this is one, together with all other existing indebtedness of the District, does not exceed any applicable constitutional or statutory limitation and (iii) that due provision has been made for the levy and collection of a direct, annual, ad valorem tax upon taxable property within the District, over and above all other taxes authorized or limited by law, sufficient to pay the principal hereof and the interest hereon as each becomes due.

IN WITNESS WHEREOF, VERDIN COMMUNITY FACILITIES DISTRICT, has caused this Bond to be executed in the name of the District by the signature of the Chairperson of the District Board and attested by the signature of the Clerk of District Board.

VERDIN COMMUNITY FACILITIES DISTRICT

By____
Chairperson, Board of Directors

ATTEST:

By____
District Clerk

CERTIFICATE OF AUTHENTICATION

This Bond is one of the Verdin Community Facilities District (City of Phoenix, Arizona) General Obligation Bonds, Series 2026, described in the within mentioned Resolution.

Date of Authentication:

U.S. BANK TRUST COMPANY,
NATIONAL ASSOCIATION
as Bond Registrar and Paying Agent

By Authorized Representative

FORM OF ASSIGNMENT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto (Name and Address of Transferee) the within Bond and irrevocably constitutes and appoints attorney to transfer the within Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated:

Signature Guaranteed: Signature

[Insert proper legend] Signature

Note: The signature(s) on this assignment must correspond with the name(s) as it appears upon the face of the within Bond in every particular, without alteration or any change whatsoever.

ABBREVIATIONS

The following abbreviations, when used in the inscription on the face of the within Certificate, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM	-	as tenants in common
TEN ENT	-	as tenants by the entireties
JT TEN	-	as joint tenants with right of survivorship and not as tenants in common

UNIF GIFT/TRANS MIN ACT --
__________Custodian __________
(Cust) (Minor
Under Uniform Gifts/Transfers to Minors Act ____________________
(State)

Additional abbreviations may also be used, though not in the above list.

ALL FEES AND COSTS OF TRANSFER
SHALL BE PAID BY THE TRANSFEROR

* * *

"BOND TRANSFEREE CERTIFICATE"

__________, 20__

VERDIN COMMUNITY FACILITIES DISTRICT

U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION, as Bond Registrar and Paying Agent

Re: Verdin Community Facilities District (City of Phoenix, Arizona) General Obligation Bonds, Series 2026

Please be advised that the undersigned is purchasing the captioned bond in the form of a single, physically certificated bond (the "Bond") in the aggregate principal amount of $........... The undersigned hereby certifies that:

[Limitations on transfer to be added if sold to a bank purchaser]

____

By: ________________________________

Printed Name:________________________

Title:______________________________