

EXHIBIT D

OBLIGOR RESOLUTION

RE: Government Obligation Contract dated as of September 2, 2022, between Republic First National Corporation (Obligee) and City of Cuero, Texas (Obligor)

At a duly called meeting of the Governing Body of the Obligor (as defined in the Contract) held on _____ the following resolution was introduced and adopted:

BE IT RESOLVED by the Governing Body of Obligor as follows:

- 1. **Determination of Need.** The Governing Body of Obligor has determined that a true and very real need exists for the acquisition of the Equipment described on Exhibit A of the Government Obligation Contract dated as of September 2, 2022, between City of Cuero, Texas (Obligor) and Republic First National Corporation (Obligee).
- 2. **Personal Property Finance Act.** The Governing Body of Obligor will enter into the Contract, together with all related documents, as authorized by the Public Property Finance Act, Subchapter A, Chapter 271, Local Government Code (the "PPFA").
- 3. **Pledge of Taxes.** For each year in which Contract Payments are due pursuant to the Contract, there shall be levied, as authorized by the PPFA, an ad valorem tax within the limits prescribed by law that is sufficient (together with other funds lawfully available to Obligor and applied for such purpose) to provide for the timely payment of Contract Payments when due.
- 4. **Approval and Authorization.** The Governing Body of Obligor has determined that the Contract, substantially in the form presented to this meeting, is in the best interests of the Obligor for the acquisition of such Equipment, and the Governing Body hereby approves the entering into of the Contract by the Obligor and hereby designates and authorizes the following person(s) to execute and deliver the Contract on Obligor's behalf with such changes thereto as such person(s) deem(s) appropriate, and any related documents, including any Escrow Agreement, necessary to the consummation of the transaction contemplated by the Contract.

Authorized Individual(s): Sara Post, Mayor
(Typed or Printed Name and Title of individual(s) authorized to execute the Contract)

- 5. **Adoption of Resolution.** The signatures below from the designated individuals from the Governing Body of the Obligor evidence the adoption by the Governing Body of this Resolution.

Signature: _____
(Signature of Board Chairman or other authorized member of the Obligor's Governing Body)

Printed Name & Title: Sara Post, Mayor
(Printed Name and Title of individual who signed directly above)

Attested By: _____
(Signature of Obligor's Board Secretary or Board Clerk)

Printed Name & Title: Jennifer Zufelt, City Secretary
(Printed Name of individual who signed directly above)