

To Whom It May Concern:

Midlothian Independent School District (the "District") has retained BOK Financial Securities, Inc. to serve as an independent registered municipal advisor (the "Financial Advisor"). Our Financial Advisor has confirmed to us that it is registered as an IRMA in compliance with federal securities laws. In this regard, we will rely on our Financial Advisor to provide advice regarding the issuance of municipal securities or use of municipal financial products. "Rely on" means we intend to seek and consider the advice, analysis and perspective of our Financial Advisor prior to acting on the sale of municipal securities. This also encompasses advice and guidance relating to bond related correspondence or financing proposals provided by bond underwriters that have been granted the Independent Registered Municipal Advisor Exemption (the "IRMA Exemption") by the District. We may also rely on representations, if any, made within any bond related correspondence or financing ideas provided by potential bond underwriters.


Potential bond underwriters may rely on this certification for purposes of qualifying for the IRMA Exemption afforded by the United States Securities and Exchange Commission ("SEC") Municipal Advisor Rule 15Ba1-1(d)(3)(vi) until a replacement certification has been posted on the same page on our internet site www.misd.gs or correspondence is sent to the same address to which we have previously sent this letter or the certification is withdrawn. To confirm that this certification is still valid, please contact the undersigned. It is important to note, this certification solely relates to the issuance of municipal securities and shall not be relied upon as an exemption for the investment of bond proceeds or escrow investments as applicable pursuant to Section 15B of the SEC Municipal Advisor Rule.

Proposals and other correspondence relating to the issuance of municipal securities by bond underwriters granted the IRMA Exemption shall be provided solely to Jim Norris, Assistant Superintendent for Finance & Operations and our Financial Advisor listed below. Please note, aside from regulatory mandated correspondence, a potential bond underwriter should not send proposals or other correspondence relating to the sale of municipal securities by the District solely to our Financial Advisor, unless specifically directed to do so by the District. In addition, failure to comply with this request may result in the termination of a bond underwriter's IRMA Exemption, if previously granted. Proposals should also be provided in a searchable PDF format.

Each potential bond underwriter relying upon this IRMA Exemption acknowledges it has no recourse against the District or its Financial Advisor relating to any action or inaction with respect to evaluating, implementing or responding to proposals or other correspondence relating to the sale of municipal securities that may be provided pursuant to the IRMA Exemption.

If you desire to learn the identity of the professionals at our Financial Advisor who participate in advising us regarding debt management and the issuance of municipal securities, including participation in the management, direction, supervision or performance of related activities, please contact our Financial Advisor at the contact information provided below.

MIDLOTHIAN INDEPENDENT SCHOOL DISTRICT


Jim Norris
Assistant Superintendent for Finance & Operations

Financial Advisor

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