

I, the undersigned, hereby certify that I am the Secretary of the Board of Directors ("Board") of Harmony Public Schools ("Harmony"), a non-profit corporation duly organized under the laws of the State of Texas.

I further certify that at a meeting of the Board of Directors of Harmony, duly and legally called and held in accordance with the Articles of Incorporation and Bylaws of Harmony on December 13, 2025, the following Resolution (the "Resolution") was duly adopted, at which time a quorum of such body was present and voting throughout, and at which such body had authority under the laws of Texas to adopt the Resolution; the Resolution has been duly recorded in said Board's minutes of said meeting; each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that said Resolution would be introduced and considered for adoption at said meeting, and each of said officers and members consented, in advance, to the holding of said meeting for such purpose; said meeting was open to the public as required by law, and public notice of the date, hour, place and subject of said meeting was given in accordance with the Texas Open Meetings Act Chapter 551, Texas Government Code, Section 12.1051, and the Resolution has not been rescinded, modified or amended and is in full force and effect on the date hereof:

**RESOLUTION OF THE BOARD OF DIRECTORS OF HARMONY
PUBLIC SCHOOLS AUTHORIZING THE PURCHASE OF REAL
PROPERTY IN TRAVIS COUNTY, TEXAS AND DELEGATING
CERTAIN MATTERS RELATED THERETO**

WHEREAS, Harmony entered into an amended and restated loan agreement dated March 30, 2024 (the "Loan Agreement") with Regions Commercial Equipment Finance, LLC (the "Lender") in an aggregate principal amount not to exceed Two-Hundred Million Dollars (\$200,000,000) (the "Loan") for, among other purposes, Harmony's acquisition and development of educational facilities; and

WHEREAS, Harmony wishes to enter into an agreement to purchase real property in Travis County, Texas (the "Agreement") for the acquisition of approximately 13.66 acres of real property and any improvements located thereon located at and depicted on Exhibit "A" attached hereto (the "Property") in an amount not to exceed \$5,000,000.00; and

WHEREAS, the Finance Committee of the Board held in accordance with the Texas Open Meetings Act, a meeting on December 6, 2025 (the "Finance Committee Meeting"), at which meeting the Finance Committee duly approved of the acquisition of the Property, entering into the Agreement, and delegating certain matters related thereto, as described in this Resolution;

WHEREAS, Harmony hereby finds that the acquisition and development of the Property into school campus facilities helps facilitate Harmony's charter school campus development projects; and

WHEREAS, the Board further finds that acquisition of the Property and, if necessary, borrowing funds from Lender pursuant to the Loan to fund the transaction(s) contemplated herein are an efficient use of public funds through (i) the development of critical educational facilities and (ii) providing educational opportunities for additional students thereby reducing the number of at-risk students on Harmony's waiting list; and

WHEREAS, the Board has determined that it is in the best interest of Harmony to acquire the Property and now desires to ratify and approve said acquisition, authorize the execution and delivery of a purchase and sale agreement, closing documents and related agreements, and authorize performance by Harmony of the Agreement, and take and authorize certain other actions in connection with the foregoing; and

WHEREAS, Harmony is willing to acquire the Property, all on the terms and conditions set forth in the Agreement, as may be amended, and to authorize such other actions as are necessary to facilitate the acquisition of the Property; and

WHEREAS, the Board wishes to consent to and ratify the above actions as approved at the Finance Committee Meeting.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF HARMONY PUBLIC SCHOOLS, as follows:

Section 1. The recitals to this Resolution are hereby approved and incorporated herein for all purposes, including the defined terms contained therein.

Section 2. The Board does hereby approve of the acquisition of the Property, including the form, terms and provisions of and the execution and delivery of closing documents for the Property pursuant to the Agreement; with such changes as the Board Chair of the Board, the Chief Executive Officer, the Deputy Superintendent of Schools, the Chief Financial Officer or their designees (each an "Authorized Officer" with incumbent officers as identified below) shall approve, such approval to be conclusively evidenced by the execution and delivery thereof by the Authorized Officer.

<u>Name</u>	<u>Office</u>
Oner Ulvi Celepcikay	Board Chair
Fatih Ay	Chief Executive Officer
Nihat Bayhan	Deputy Superintendent of Schools
Ebru Akyildiz	Chief Financial Officer

Section 3. The Board does hereby authorize each Authorized Officer to take all such actions and approve, execute and deliver all such requests, agreements, instruments and other documents on behalf of Harmony as they may deem necessary or desirable (as conclusively evidenced by the taking of such action or the execution and delivery of such agreements, instruments or other documents by each Authorized Officer) in connection with (i) the Agreement, (ii) closing the acquisition of the Property and (iii) any extension, amendment or other modification of the Agreement in order to effectuate the further purposes of this Resolution, including without limitation those documents specifically described in this Resolution, and (iv) drawing from the Loan in furtherance of the above. All acts of each Authorized Officer authorized and directed herein are reasonably expected

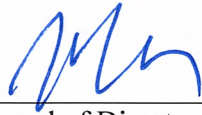
to benefit Harmony. Upon execution and delivery, such agreements, instruments and other documents shall be the valid and binding obligations of Harmony enforceable in accordance with their terms.

Section 4. That all acts, transactions or agreements undertaken prior to the adoption of this Resolution by each Authorized Officers in Harmony's name or for its account in connection with the foregoing matters, are hereby ratified, confirmed and adopted by the Board.

I further certify that the Board has found that the adoption of the foregoing Resolution is in the best interests of Harmony and that this Resolution is within the power of the Board to pass as provided in the Articles of Incorporation and Bylaws of Harmony.

[Signature page follows]

IN WITNESS WHEREOF, I hereunto subscribe my name on this the 13 day of
December, 2025



Secretary, Board of Directors
Harmony Public Schools
Chair

EXHIBIT A

DEPICTION OF THE REAL PROPERTY

