AGENDA

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS
Standing Committees/Regular Meeting

Date: Thursday, April 25, 2024

Time: 9:00 AM

Place: Texas Southern University - Library Learning Center, 5th Floor, 3100 Cleburne Street, Houston, TX 77004

Chair: Brandon L. Simmons
Vice Chair: James M. Benham
Second Vice Chair: Stephanie D. Nellons-Paige
Secretary: Marilyn A. Rose

I. **Call to Order**

II. **Roll Call**

III. **Prayer**

IV. **Open Forum**

V. **Conflict of Interest**

VI. **Chairman's Comments**

VII. **Board Business**

VII.A. Approve Minutes for past meetings of the Board of Regents
Action Requested: Approval

VII.B. Discussion and Selection of the Sole Finalist for the President of Texas Southern University
Action Requested: Approval

VIII. **Academic Affairs, Research and Student Life**
Presenters: Regent Richard A. Johnson & Dr. Carl B. Goodman, Provost/Senior Vice President of Academic Affairs

VIII.A. Candidates for Rank, Promotion, and Tenure FY 2023-2024
Action Requested: Approval

VIII.B. Request to Negotiate and Execute a Contract to Modernize the Access Control System for Campus Dormitories
Action Requested: Approval

VIII.C. Request Approval to Negotiate and Execute the Purchase of an Inductively Coupled Plasma Mass Spectrometry (ICP-MS)
Action Requested: Approval

VIII.D. Approval is Requested to Purchase Computers for the College of Science Engineering and Technology's Student Computer Lab
Action Requested: Approval

VIII.E. Request Approval to Negotiate and Execute Contract Renewals for Subscriptions and Databases with EBSCO, Elsevier & ProQuest for Library Learning
Action Requested: Approval

IX. **Administration and Finance**
Presenters: Regent James M. Benham & Mr. John Pittman, Interim Chief Financial Officer/Vice President of Business & Administration

IX.A. Approval is Requested to Execute a Contract for Banking Services for the University
Action Requested: Approval

IX.B. Approval is requested to Execute a Contract for Bookstore Operation Services
Action Requested: Approval

IX.C. Approval is Requested to Execute a one-year Contract for Risk Management Services for the University
Action Requested: Approval

IX.D. Approval is requested to Increase Housing & Dining Rates for Fiscal Year 2025
Action Requested: Approval

IX.E. Approval is requested to Simplify Texas Southern University's Endowment Managers
Action Requested: Approval

IX.F. Presentation of FY24 Annual Financial Report by FORVIS (BKD)
Action Requested: Approval

IX.G. Endowment Performance & Update (February 29, 2024)
Action Requested: Information

X. **Personnel and Litigation**
Presenters: Regent Caroline Baker Hurley & Mr. Charlie T. Nhan, Acting General Counsel

X.A. Request Approval to Extend the Employment Contract for Men's Head Basketball Coach
Action Requested: Approval

XI. **President's Report**

XI.A. President's Report
Action Requested: Information

-TSU Achieving Boldly

XII. **Consent Docket**

XII.A. Student Accounts Receivable Write-Off
Action Requested: Approval

XII.B. Requesting Approval to Amend FY 24 Operating Budget for $146,360,541
Action Requested: Approval

XII.C. Approval is requested to renew Commercial General Liability (CGL), General Liability Excess (GLX) and Internships & Professional Liability (IPL) Insurance
Action Requested: Approval

XII.D. Texas Southern University Fiscal Year 2025 Holiday Calendar
Action Requested: Approval

XIII. **Executive Session**

XIII.A. Texas Government Code - Section 551.071 - Consultation with University Attorneys on any matter in which the duty of the attorneys to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meeting Act, including any matter listed on this notice/agenda, pending or contemplated litigation, and proposed settlement agreements.

XIII.B. Texas Government Code - Section 551.072 - Deliberations concerning Purchase, Lease or Value of Real Property.

XIII.C. Texas Government Code - Section 551.073 - Deliberations about Negotiated Contracts for Prospective Gifts or Donations.

XIII.D. Texas Government Code - Section 551.074 - Personnel Matters: Deliberations Concerning the Appointments, Duties, Responsibilities, Evaluations or Dismissal of Personnel (including but not limited to the Regents, Interim President, General Officers, and Executive Management Employees).

XIV. **Reconvene in Open Session to Consider Actions on Executive Session Items as Necessary**

XV. **Adjourn**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Board Business

ITEM: Approve Minutes for past meetings of the Board of Regents

DATE PREVIOUSLY SUBMITTED: N/A

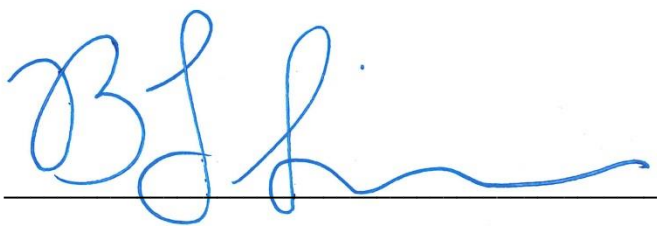
SUMMARY:

- Standing Committee/Regular Meeting on February 8, 2024
- Special Called Board of Regents Meeting on March 1, 2024
- Board of Regents Retreat on March 1-2, 2024
- Virtual Special Called Meeting on April 4. 2024

SUPPORTING DOCUMENTATION: None

FISCAL NOTE: No Fiscal Impact

ACTION REQUESTED: Information



BOARD CHAIR Brandon L. Simmons 4/22/24 **DATE**

MINUTES OF THE
TEXAS SOUTHERN UNIVERSITY BOARD OF REGENTS
REGULAR BOARD MEETING
Thursday, February 8, 2024

I. Call to Order

The Board of Regents of Texas Southern University held a regular meeting on Thursday, February 8, 2024. Mr. Brandon L. Simmons, Chairman of the Board, called the meeting to order at 8:51 AM. The meeting convened at Texas Southern University, Library Learning Center, 3100 Cleburne Street, Houston, Texas 77004.

II. Roll Call

The following Board Members were in attendance and constituted a quorum:

Mr. Brandon L. Simmons, Chairman
Mr. James M. Benham
Ms. Stephanie D. Nellons-Paige, (arrived at *8:53am)*
Ms. Marilyn A. Rose
Dr. Richard A. Johnson III
Ms. Pamela A. Medina, *virtual*
Mr. Dylan C. Getwood, Student Regent, *nonvoting*

The following Board Member were absent:

Ms. Caroline Baker Hurley

Other Attendees: Interim President Dr. Mary Evans Sias, Raijanel Crockem, Coach Duncan, Carl Goodman, Kevin Granger, Latonya Joseph, Coach Martinez, Lisa McBride, John Pittman, Faith Ruiz, Chris Wilson (virtual)

III. Prayer

Chairman Simmons announced that Pastor Arthur "Lou" McElroy would deliver the prayer.

IV. Open Forum

Chairman Simmons reminded the speakers of the Open Forum rules that are governed by the Board Bylaws and reiterated the significance of being respectful.

The following individuals participated in the Open Forum:

- Mr. Z'Qualeus Hayes, SGA President
- Ms. Isoke Frank-Williams, Staff Counsel Chair
- Dr. Rasoul Saneifard, Faculty Senate Chair
- Dr. Anjanette Wyatt

V. Conflict of Interest Statement

Chairman Simmons reminded the board members of the Conflict of Interest statement, emphasizing the importance of acknowledging any conflicts. Members were instructed to complete the conflict of interest form and submit it to the Board Relations office.

Next, Chairman Simmons gave a few special announcements regarding recent happenings at TSU, to include:

- The U.S. Department of Education awarded $4.9 Million to TSU for Research and Development.
- The Men's basketball team secured a double-digit victory over PV with an 80-69 win.
- Longtime federal prosecutor and Thurgood alum Ernest Gonzalez was nominated for EDTX federal judge.

Regent Benham also gave a brief update on the Presidential Search Committee.

VI. Board Business

- Item A: Approval for past meetings of the Board of Regents

  [Motion to approve by Chairman Simmons; 2nd by Regent Nellons-Paige; Motion passes]

- Item B: Presentation of a Proclamation to former Regent Albert H. Myres, Sr.

  Chairman Simmons and other Board members paid homage to Regent Albert H. Myres, Sr. by providing a few kind words about him. Regent Myres' son and Dr. Kevin Granger also gave a few brief remarks regarding his stewardship.

  Regent Myres gave his brief remarks and sentiments to the Board and all attendees. He also thanked a number of people for their support during his tenure and he emphasized an important point to everyone and to the students by saying "*the students and those who have come before you are the key elements and in most cases the saving grace*."

  Chairman Simmons then proceeded to present the proclamation to Regent Myres. To honor the moment, a group picture was taken with Regent Myres, the current Board of Regents, and Interim President Sias.

VII. Committee Reports

Academic Affairs, Research & Student Life – Dr. Richard Johnson

Provost Goodman presented information on the following items for approval:

- Item A: Request Approval to Enter into a Master Lease Agreement for Additional Housing

  [Motion to approve by Regent Johnson; 2nd by Regent Medina; Motion passes]

- Item B: Request Approval to Contract Unarmed Guard Security Services

  [Motion to approve by Regent Johnson; 2nd by Regent Rose; Motion passes]

- Item C: Request Approval to Negotiate and Execute the Purchase of a Gas Analyzer

  [Motion to approve by Regent Johnson; 2nd by Regent Rose; Motion passes]

- Item D: Request Approval to Purchase a Cessna Skyhawk Aircraft 172S

[Regent Johnson requested to move this item until after Executive Session; 2nd by Regent Benham; Motion passes]

- Item E: Request to Negotiate and Execute Contracts for Housing Make-Ready Services

  [Motion to approve by Regent Johnson; 2nd by Regent Rose; Motion passes]

Administration & Finance – Mr. James Benham

Mr. John Pittman presented the following items for approval:

- Item A: Request Approval to purchase Blanket Automobile and Directors & Officers -Employers Legal Liability Insurance

  [Motion to approve by Regent Benham; 2nd by Regent Nellons-Paige; Motion passes]

- Item B: Request Approval/Ratification for ERP Managed Services to Support Office of Information Technology

  [Motion to approve by Regent Benham; 2nd by Regent Medina; Motion passes]

- Item C: Request Approval to Procure an E-Procurement System

  [Motion to approve by Regent Benham; 2nd by Regent Medina; Motion passes]

Mr. Chris Wilson virtually presented information on the following item:

- Item D: Endowment Performance & Update (November 30, 2023)

Physical Facilities – Dr. Richard Johnson

Mr. John Pittman presented information on the following item for approval:

- Item A: Request Approval to Purchase Caterpillar Mustang Cat Skid Steer 289 & Grapple Bucket

  [Motion to approve by Regent Johnson; 2nd by Regent Benham; Motion passes]

Bylaws and Policies – Ms. Pamela Medina

The following items were tabled until after Executive Session by Chairman Simmons:

- Item A: Request Approval to Revise the Current Texas Southern University Board of Regents' Bylaws
- Item B: Resolution Ratifying all Relevant Matters Pertaining to the Compliance Department

Athletics – Ms. Stephanie Nellons-Paige

Dr. Kevin Granger presented information on the following item under the President's Report:

- Item A 2023-2024 Men's Cross-Country SWAC Championship Team

[*Coach Duncan and Coach Martinez gave a few brief remarks about the team*]

VIII. President's Report

Dr. Sias presented the following informational item:

- Item A: President's Report

Dr. Crockem also updated the Board and presented a Review of Key Performance Measures.

IX. Consent Docket

The following items were tabled until after Executive Session by Chairman Simmons:

- Item A: Request Approval to Negotiate and Execute Services to Conduct a Comprehensive Compensation Study
- Item B: Request Approval for FY2024 Annual Internal Audit Plan

X. Executive Session

The Board entered into Executive Session for a discussion on specific matters as outlined in the Texas Government Code, Section 551.071 through 551.074 at 11:33 AM.

XI. Reconvene and Roll Call

The Board reconvened in Open Session at 2:30 PM with a roll call.

The following Board Members were in attendance and constituted a quorum:

Mr. Brandon L. Simmons, Chairman
Mr. James M. Benham, Vice Chair
Ms. Stephanie D. Nellons-Paige, Second Vice Chair
Ms. Marilyn A. Rose, Secretary
Dr. Richard A. Johnson III
Ms. Pamela A. Medina
Mr. Dylan C. Getwood, Student Regent, *Nonvoting*

The following Board Member was absent:

Ms. Caroline Baker Hurley

XII. Committee Reports, Continued

Bylaws and Policies – Ms. Pamela Medina

- Item A: Request Approval to Revise the Current Texas Southern University Board of Regents' Bylaws

  [Motion to postpone consideration of this item to the March Regular Board meeting by Chairman Simmons; 2nd by Regent Benham; Motion passes]

Attorney Lisa McBride presented information on the following item for approval:

- Item B: Resolution Ratifying all Relevant Matters Pertaining to the Compliance Department

  [Motion to move that (1) the Board approve the resolution returning the Chief Compliance Officer, and the staff reporting to the Chief Compliance Officer, to direct reports to the Board, (2) the Board approve the changes to its Bylaws necessary to effectuate this change in reporting structure, and (3) that the Board waive—as to this agenda item only—the requirement of 30 days' notice of a change to the Bylaws currently contained in the Board's Bylaws by Regent Medina; 2nd by Regent Benham; Motion passes]

Academic Affairs, Research & Student Life – Dr. Richard Johnson

Provost Goodman presented information on the following item for approval:

- Item D: Request Approval to Purchase a Cessna Skyhawk Aircraft 172S

  [Motion to approve by Regent Johnson; 2nd by Regent Benham; Motion passes]

XIII. Consent Docket

Chairman Simmons presented the following items for approval:

- Item A: Request Approval to Negotiate and Execute Services to Conduct a Comprehensive Compensation Study
- Item B: Request Approval for FY2024 Annual Internal Audit Plan

  [Motion to approve Items A and B jointly by Chairman Simmons; 2nd by Regent Johnson; Motion passes]

XIV. Adjourn

Motion to adjourn the regular board meeting by Chairman Simmons at 2:42 PM; 2nd by Regent Benham; Motion passes.

DRAFT

SIGNATURE OF APPROVAL

I certify that the foregoing minutes constitute a true, correct, and complete record of the regular board meeting of the Board of Regents of Texas Southern University, held in Houston, Texas on February 8, 2024.

Faith Ruiz
Executive Director
Board Relations Office

April 25, 2024
Date Approved by the Board

Marilyn A. Rose
Secretary
Board of Regents

DRAFT

MINUTES OF THE
TEXAS SOUTHERN UNIVERSITY BOARD OF REGENTS
SPECIAL CALLED BOARD MEETING
Friday, March 1, 2024

I. Call to Order

The Board of Regents of Texas Southern University held a Special Called Board meeting on Friday, March 1, 2024. Mr. Brandon L. Simmons, Chairman of the Board, called the meeting to order at 11:14 AM. The meeting convened at Texas Southern University, Library Learning Center, 3100 Cleburne Street, Houston, Texas 77004.

II. Roll Call

The following Board Members were in attendance and constituted a quorum:

Mr. Brandon L. Simmons, Chairman
Mr. James M. Benham
Ms. Stephanie D. Nellons-Paige
Ms. Marilyn A. Rose
Ms. Caroline Baker Hurley
Dr. Richard A. Johnson III
Ms. Pamela A. Medina

The following Board Member were absent:

Mr. Dylan C. Getwood, Student Regent, *nonvoting*

Other Attendees: Interim President Dr. Mary Evans Sias, Raijanel Crockem, Latonya Joseph, Lisa McBride, John Pittman, Faith Ruiz, Carme Williams

III. Special Announcement

Following the roll call, Chairman Simmons began by expressing profound sadness over the recent passing of TSU Officer Benjamin Porter. In a solemn tribute, he extended heartfelt condolences to the bereaved family and the wider community, acknowledging the profound loss felt by all. He also commented on the importance of mental health, something that is really important for us all. Additionally, he reiterated the availability of free counseling sessions that are included as a part of the benefits for TSU employees.

Following Chairman Simmons' remarks, Regent Johnson offered a poignant prayer, invoking solace and strength for those affected by the loss. The entire Board joined in a moment of reflection to honor the memory of Officer Benjamin Porter and to support one another during this challenging time.

The Board extends its deepest sympathies to Officer Benjamin Porter's family and colleagues, recognizing his dedicated service and profound impact on our community. May his memory be a source of comfort and inspiration to all who knew him.

DRAFT

IV. Conflict of Interest Statement

Chairman Simmons reminded the board members of the Conflict of Interest statement, emphasizing the importance of acknowledging any conflicts. Members were instructed to complete the conflict of interest form and submit it to the Board Relations office.

V. Chairman's Comments

Next, Chairman Simmons acknowledged and thanked President Sias for doing a great job sharing the good news about the great achievements of our TSU students. He then shared a few notable recent happenings at TSU, to include:

- The Thurgood Marshall School of Law beat Southern in the "Great Debate."
- The Texas Southern University men's track & field team dominated the 2024 indoor championship from start to finish en route to claiming its 11th SWAC indoor title in school history.
- Men's Basketball had two big road wins this past week over Mississippi Valley State (73-52) and Arkansas Pine Bluff (77-70).
- The Baseball Team won both games of their home opener against Wiley College.
    - Game 1 score 8 to 2
    - Game 2 score 12 to 2

Afterwards, Regent Benham gave an accomplishment update regarding the NBC News feature on TSU's Aviation program that aired nationally across all of NBC's streaming services and affiliate networks. Interim President Sias followed with an exciting update that the Earl Carl Institute for Legal and Social Policy received a $10,000 grant from the State Bar of Texas Corporate Counsel section to assist with expediting the processing of Innocent Project cases through the use of volunteer attorneys.

VI. Committee Action & Informational Items

Administration and Finance – Mr. James Benham

Mr. John Pittman presented the following items for approval:

- Item A: Request to Modify Banking Resolution and Signature Cards

  [Motion to approve by Regent Benham; 2nd by Regent Hurley; Motion passes]
- Item B: Request Approval of Endowment Spend Rate for FY 25

  [Motion to approve by Regent Benham; 2nd by Regent Medina; Motion passes]

Development and Legislative Affairs – Mr. James Benham

Ms. Carme Williams presented the following item for approval:

- Item A: Request Approval to Increase the Minimum Endowment Gift

  [Motion to approve by Regent Benham; 2nd by Regent Medina; Motion passes]

Academic Affairs, Research & Student Life – Dr. Richard Johnson

Dr. Raijanel Crockem presented information on the following item:

- Item A: Key Performance Measures

VII. Board Business

Regent Benham presented updated information on the following item:

- Item A: Presidential Search Updates

VIII. Adjourn

Motion to adjourn the Special Called Board meeting by Chairman Simmons at 12:20 PM; 2nd by Regent Benham; the motion passes.

DRAFT

SIGNATURE OF APPROVAL

I certify that the foregoing minutes constitute a true, correct, and complete record of the special called board meeting of the Board of Regents of Texas Southern University, held in Houston, Texas on March 1, 2024.

Faith Ruiz
Executive Director
Board Relations Office

April 25, 2024

Date Approved by the Board

Marilyn A. Rose
Secretary
Board of Regents

MINUTES OF THE
TEXAS SOUTHERN UNIVERSITY BOARD OF REGENTS
RETREAT
March 1, 2024 - March 2, 2024

DAY ONE – MARCH 1, 2024

I. Call to Order

The Board of Regents of Texas Southern University held a Retreat on Friday, March 1, 2024. Mr. Brandon L. Simmons, Chairman of the Board, called the meeting to order at 12:58 PM The meeting convened at Texas Southern University, President's Lounge, 3100 Cleburne Street, Houston, Texas 77004.

II. Roll Call

The following Board Members were in attendance and constituted a quorum:

Mr. Brandon L. Simmons, Chairman
Mr. James M. Benham
Ms. Stephanie D. Nellons-Paige
Ms. Marilyn A. Rose
Ms. Caroline Baker Hurley
Dr. Richard A. Johnson III
Ms. Pamela A. Medina
Mr. Dylan C. Getwood, Student Regent, *nonvoting*

Other Attendees: President Mary Evans Sias, Carl Goodman, Lisa McBride, Faith Ruiz, Rasoul Saneiford

III. Welcome Remarks from Chairman Simmons

Following the roll call, Chairman Simmons began by extending a warm welcome to all attendees. He expressed gratitude for their presence and participation in the day's proceedings.

IV. Executive Session

The Board entered into Executive Session for a discussion on specific matters as outlined in the Texas Government Code, Section 551.071 through 551.074 at 12:59 PM.

V. Recess

The Texas Southern University Board of Regents recessed Day One at 3:40 P.M. to resume Day Two on Saturday, March 2, 2024 at 9:00 A.M.

DRAFT

MINUTES OF THE
TEXAS SOUTHERN UNIVERSITY BOARD OF REGENTS
RETREAT
March 1, 2024 - March 2, 2024

DAY TWO – MARCH 2, 2024

I. Call to Order

The Board of Regents of Texas Southern University held a Retreat on Saturday, March 2, 2024. Mr. Brandon L. Simmons, Chairman of the Board, called the meeting to order at 9:23 AM. The meeting convened at Texas Southern University, President's Lounge, 3100 Cleburne Street, Houston, Texas 77004.

II. Roll Call

The following Board Members were in attendance and constituted a quorum:

Mr. Brandon L. Simmons, Chairman
Mr. James M. Benham
Ms. Stephanie D. Nellons-Paige
Ms. Marilyn A. Rose
Ms. Caroline Baker Hurley
Dr. Richard A. Johnson III
Ms. Pamela A. Medina *(Arrived at 10:00 a.m.)*
Mr. Dylan C. Getwood, Student Regent, *nonvoting (Arrived at 10:15 a.m.)*

Other Attendees: President Mary Evans Sias, Lisa McBride, John Pittman, Faith Ruiz

III. Welcome Remarks from Chairman Simmons

Following the roll call, Chairman Simmons began by extending a warm welcome to all attendees. He expressed gratitude for their presence and participation in the day's proceedings.

IV. Board Business

Following the Welcome Remarks, the retreat proceeded with Board Business.

- Item A: Board Retreat

  Before delving into the agenda, Chairman Simmons offered a brief introduction, setting the tone for the discussions to follow.

- Item B: Budget Report

  Mr. Pittman presented information on the budget while the attendees enjoyed their meal and engaged in discussions regarding the university's fiscal matters. The presentation provided valuable insights into the financial outlook and priorities for the upcoming fiscal period.
- Item C: Objectives and Key Results (OKR)

The OKR reports were presented by the respective individuals. They provided updates on critical areas of interest, highlighting progress, challenges, and strategic initiatives aligned with the university's goals and objectives.

V. Executive Session

The Board entered into Executive Session for a discussion on specific matters as outlined in the Texas Government Code, Section 551.071 through 551.074 at 11:20 AM.

VI. Reconvene and Roll Call

The Board reconvened in Open Session at 12:24 PM with another roll call.

The following Board Members were in attendance and constituted a quorum:

Mr. Brandon L. Simmons, Chairman
Mr. James M. Benham
Ms. Stephanie D. Nellons-Paige
Ms. Marilyn A. Rose
Ms. Caroline Baker Hurley
Dr. Richard A. Johnson III
Ms. Pamela A. Medina
Mr. Dylan C. Getwood, Student Regent, *nonvoting*

VII. Adjourn

Motion to adjourn the Retreat by Chairman Simmons at 12:52 PM; 2nd by Regent Baker Hurley; the motion passes.

DRAFT

SIGNATURE OF APPROVAL

I certify that the foregoing minutes constitute a true, correct, and complete record of the Retreat of the Board of Regents of Texas Southern University, held in Houston, Texas on March 2, 2024.

Faith Ruiz
Executive Director
Board Relations Office

April 25, 2024

Date Approved by the Board

Marilyn A. Rose
Secretary
Board of Regents

DRAFT

MINUTES OF THE
TEXAS SOUTHERN UNIVERSITY BOARD OF REGENTS
VIRTUAL SPECIAL CALLED BOARD MEETING
Thursday, April 4, 2024

I. Call to Order

The Board of Regents of Texas Southern University held a Virtual Special Called Board meeting on Thursday, April 4, 2024. Mr. Brandon L. Simmons, Chairman of the Board, called the meeting to order at 2:51 P.M.

II. Roll Call

The following Board Members were in attendance and constituted a quorum:

Mr. Brandon L. Simmons, Chairman
Mr. James M. Benham, *virtual*
Ms. Stephanie D. Nellons-Paige
Ms. Marilyn A. Rose
Ms. Caroline Baker Hurley, *virtual*
Dr. Richard A. Johnson III
Mr. Dylan C. Getwood, Student Regent, *nonvoting, virtual*

The following Board Member were absent:

Ms. Pamela A. Medina

Other Attendees: Dr. Mary Evans Sias; Lisa McBride; Faith Ruiz

III. Conflict of Interest Statement

Chairman Simmons reminded the board members of the Conflict of Interest statement, emphasizing the importance of acknowledging any conflicts. Members were instructed to complete the conflict of interest form and submit it to the Board Relations office.

IV. Chairman's Comments

Next, Chairman Simmons shared a few notable recent happenings at TSU, to include:

- TSU unveils a new golf simulation room in H&PE Arena.
- Jose Gonzalez placed first overall in the 5,000-meter run at Bobcat Invitational.
- The College of Pharmacy and Health Sciences was featured on Fox26 for its outstanding achievements, specifically its licensure exam passage rates and status as a top producer of minority pharmacists.
- Gerald and Anita Smith hosted a successful opening exhibit event in the TSU Museum featuring the artist, Nathaniel Donnett entitled; Dark Matter | Dark Imaginarence | Dark Energy. Please stop by and enjoy this stunning exhibit that is open to the public until April 7, 2024.
- Regent Johnson also noted the upcoming Honor's Convocation.

V. Committee Reports

Academic Affairs, Research & Student Life – Dr. Richard Johnson

DRAFT

- Item A: Approval is requested for the Academic Calendar for Fall 2024 and Spring 2025

  [This item was administratively withdrawn from the agenda.]

Personnel and Litigation – Ms. Caroline Baker Hurley

Dr. Sias presented information on the following item for approval:

- Item A: Request Approval to Appoint a New Vice President of Governmental Affairs and Civic Engagement

  [Motion to approve by Regent Hurley; 2nd by Regent Johnson; Motion passes]

Bylaws and Policies – Ms. Marilyn Rose

Ms. Lisa McBride presented the following item for approval:

- Item A: Request Approval to Revise the Current Texas Southern University Board of Regents' Bylaws

  [Motion to approve by Regent Rose; 2nd by Regent Hurley; Motion passes]

VI. Adjourn

Motion to adjourn the Virtual Special Called Board meeting by Chairman Simmons at 3:28 PM; 2nd by Regent Nellons-Paige; the motion passes.

DRAFT

SIGNATURE OF APPROVAL

I certify that the foregoing minutes constitute a true, correct, and complete record of the Virtual Special Called Board meeting of the Board of Regents of Texas Southern University, held virtually on April 4, 2024.

Faith Ruiz
Executive Director
Board Relations Office

April 25, 2024

Date Approved by the Board

Marilyn A. Rose
Secretary
Board of Regents

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Academic Affairs, Research and Student Life

ITEM: Candidates for Rank, Promotion, and Tenure FY 2023-2024

DATE PREVIOUSLY SUBMITTED: None

SUMMARY:

Board approval is requested to authorize the change in rank and/or award tenure to faculty members in various academic units of the University (Board Policy 21.06). These actions are based on the applicable recommendations of the faculty, the Provost, and with a final administrative decision by the Interim President of Texas Southern University.

SUPPORTING DOCUMENTATION: Rank, Tenure, and Promotion Candidates (Under Separate Cover)

FISCAL NOTE: Under Separate Cover

ACTION REQUESTED: Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/15/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/16/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/16/2024

INTERIM PRESIDENT **DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Academic Affairs, Research and Student Life

ITEM: Request to Negotiate and Execute a Contract to Modernize the Access Control System for Campus Dormitories

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to negotiate and execute a contract to modernize the access control system for campus dormitories (Tierwester Oaks & University Courtyard). Access control allows the University to move towards a keyless card system with several added benefits:

-allows the University to mitigate security risks
-prohibits unauthorized access to a location
-monitoring of real-time events and alarms

Access control allows the housing and security departments to automatically unlock and lock all doors at set times during the day. It enables students to gain entry to the dorm and rooms by swiping their ID cards across the activation plates.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, §2155.074.

*This is an information item for the next board meeting; a vendor has not been selected.

SUPPORTING DOCUMENTATION: NONE
(BOA0001465)

FISCAL IMPACT: Under Separate Cover
University FOAP: 1620-41602-7373-60

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/16/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/17/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/17/2024

INTERIM PRESIDENT **DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Academic Affairs, Research and Student Life

ITEM: Request Approval to Negotiate and Execute the Purchase of an Inductively Coupled Plasma Mass Spectrometry (ICP-MS)

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to purchase an Inductively Coupled Plasma Mass Spectrometry (ICP-MS), a research instrument for the College of Science, Engineering, and Technology.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, § 2155.074.

The Administration recommends Agilent Technologies for this award through the General Services Administration (GSA) cooperative contract #GS-07F-0564X in accordance with Texas Education Code Section 51.9335.

Agilent is not a HUB vendor, and Form 1295 has been submitted.

SUPPORTING DOCUMENTATION: Proposal (Under Separate Cover)
(BOA0001472)

FISCAL IMPACT: Under Separate Cover
University FOAP: 3332-26640-7373-10

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

	04/16/2024
ACTING GENERAL COUNSEL	**DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman	04/17/2024
INTERIM CHIEF FINANCIAL OFFICER	**DATE**
Mary Evans Sias	04/17/2024
INTERIM PRESIDENT	**DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Academic Affairs, Research and Student Life

ITEM: Approval is Requested to Purchase Computers for the College of Science Engineering and Technology's Student Computer Lab

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to purchase computers for the College of Science Engineering and Technology's student computer lab.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, § 2155.074.

The Administration recommends Lyncverse for this award through the Department of Information Resources (DIR) cooperative contract #TS0-4159, in accordance with Texas Education Code Section 51.9335.

Lyncverse is a HUB vendor, and Form 1295 has been submitted.

SUPPORTING DOCUMENTATION: Quote (Under Separate Cover) (BOA0001473)

FISCAL IMPACT: Cost Not to Exceed: $177,600

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

	04/17/2024
ACTING GENERAL COUNSEL	**DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman	04/17/2024
INTERIM CHIEF FINANCIAL OFFICER	**DATE**
Mary Evans Sias	04/17/2024
INTERIM PRESIDENT	**DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Academic Affairs, Research and Student Life

ITEM: Request Approval to Negotiate and Execute Contract Renewals for Subscriptions and Databases with EBSCO, Elsevier & ProQuest for Library Learning

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:
Request Approval to Negotiate and Execute Contract Renewals for Subscriptions and Databases with EBSCO, Elsevier & ProQuest for Library Learning.

- EBSCO Information Services to provide print journal subscriptions and electronic databases for the Library Learning Center. The renewal of the contracts will provide up-to-date literature in fields appropriate to the University's curriculum and research needs for use by students, faculty, and staff.
- Elsevier ScienceDirect is the world's leading scientific, technical, and medical research source. The Freedom Collection allows libraries to lease access to Science Direct journals at a reduced rate. Elsevier Digital Commons provides on-demand impact metrics, a hosted infrastructure, unlimited support, training, and consulting. Elsevier also has Embase, Inspec, Compendex, and Knovel Databases.
- ProQuest Information Services provides print journal subscriptions and electronic databases.

The renewal of these contracts will provide up-to-date literature in fields appropriate to the University's curriculum and research needs for students, faculty, and staff use.

The renewals will commence on September 1, 2024. These contracts are exempt from bidding according to the Texas Government Code 2155. 139.

SUPPORTING DOCUMENTATION: Scope of Work

FISCAL NOTE: Cost Not to Exceed: $2M

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

	04/16/2024
ACTING GENERAL COUNSEL	**DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman	04/17/2024
INTERIM CHIEF FINANCIAL OFFICER	**DATE**
Mary Evans Sias	04/17/2024
INTERIM PRESIDENT	**DATE**

STATEMENT OF WORK
FOR
SUBSCRIPTION SERVICE
ATTACHMENT B

1. Introduction

With regard to this proposed contract, EBSCO's objective is to provide outstanding subscription services to Texas Southern University in the following ways:

- Assign personal account representative accessible to the library staff via e-mail, direct phone, direct 800 phone, mail and fax,
- Place orders for serials and periodicals quickly and accurately, and publisher permitting, run them to a common expiration date,
- Provide price quotes on back issues and new subscriptions as requested by the library,
- Respond to all requests from the library staff quickly and accurately,
- Place claims within 72 hours and follow up quickly and accurately,
- Make address and other changes requested by the library quickly and accurately,
- Visit the library upon request or as necessary to ensure exemplary services, and work closely with the staff to tailor our services to their needs and to respond to the library's changing requirements.

1.1 EBSCONET®: EBSCONET® Subscription Management, our online subscription and e-resource management platform, is available to you 24 hours a day, 7 days a week. It is the premier serials management system used by libraries worldwide and is a value-added service provided at no charge to you.

EBSCONET is designed to be an interactive platform where customers can not only view comprehensive details about their subscription accounts but can also communicate and exchange data with EBSCO in a variety of ways, including through the Customer Service Portal and comprehensive online renewal tools.

With EBSCONET, you can search the entire EBSCO catalog as well as your current and past orders. EBSCONET lets you:

- Search our title database and view title details for more than 395,000 titles from 80,000 publishers worldwide
- Place orders
- View real-time information about your orders

- Access historical order information for up to seven years (in detail) and order history at the title level back to the mid-1990s
- Manage renewals for individual titles and e-journal packages
- View detailed information about publishers' online access policies and license terms
- Generate and download reports, and use the EBSCONET Analytics tool to evaluate your collection using a variety of facets
- Place and follow up on claims
- Report and track subscription-related issues via our Customer Service Portal
- Receive title notifications advising you of important changes to your subscriptions, including changes in publisher, frequency, number of issues, format, and title status
- Download copies of invoices, credit memos and monthly account statements

EBSCONET is specifically designed to help you manage each stage of the subscription life cycle and empowers you to make informed, timely decisions about the resources you have on order.

Flexible account permissions allow libraries to create an unlimited number of administrative accounts, as well as multiple user accounts for individual library staff, providing them with access only to the features they need. Staff accounts can be restricted to read-only access or allow full editing functionality with multiple levels of user authorization, allowing you to tailor *EBSCONET* access to your library's needs and workflow.

You can also use EBSCONET to determine whether alternative formats are available or if a title is available in a publisher package. The publisher's terms and conditions are clearly displayed so you can view their policies on orders, cancellations and claims. You can also review publisher access information (including URLs), license details and pricing models for online titles.

1.2 Dedicated Account Representative: Sandra Howitt is the Customer Service Representative assigned to personally handle any questions you have concerning orders, delivery, claims, renewals, e-journal access and troubleshooting. She is also available to assist with management reports, invoices, credits and any other requests related to your subscription account. EBSCO's Customer Service Representatives are empowered to call publishers on your behalf to resolve claims and other issues. In addition, they are experts in e-resources and receive training specifically on managing e-journals and e-packages.

Sandra also has access to invoice and order history records and can quickly locate information about your subscriptions. Sandra can be reached via a direct toll-free number 855-258-6993 or by e-mail at showitt@ebsco.com.

All of EBSCO's Customer Service Representatives work in dedicated teams, sharing common issues and proposing solutions. Their team structure encourages collaboration and ensures the best service for your account. In the event your primary Customer Service Representative is out of the office, another Customer Service Representative who handles similar accounts will be able to assist you, ensuring consistently prompt response to communications.

1.3 Management Reports: Twenty-seven management reports are available at no charge via *EBSCONET*. Of those, 17 are available online and generate in real time; the remaining 10 are on a request/retrieve, 24-hour turnaround basis (generated overnight). EBSCONET's report schedule also allows you to set up recurring requests for reports. You can customize online reports to include specific data elements and export them easily in Excel, HTML, comma-delimited, tab-delimited and XML formats.

Additional custom reports are available upon request through your Customer Service Representative. Simply let them know what data you are interested in and they will request a special report to accommodate your needs.

EBSCO provides management reports to our customers at **no additional charge.**

1.4 Invoices: In addition to requesting payment, EBSCO's invoice provides pertinent and current bibliographic information to customers to help them control their serials collections.

Additional billings may sometimes be necessary when EBSCO has not been advised in advance of subscription rate changes or when publishers set prices after the order is placed. In these cases, we generate supplementary invoices and issue them monthly.

Invoice data is available on paper, electronically or via Electronic Data Interchange (EDI) with the ILS (depending upon availability). You can view invoices and current and previous monthly statements (which reflect payments and credits) via the Financial Information tab on *EBSCONET*. *EBSCONET* also indicates the balance of each invoice or credit.

1.5 Electronic Data Interchange: EBSCO manages an array of Electronic Data Interchange (EDI) activities. With 250 completed interfaces to more than 100 integrated library systems, EBSCO leads the industry in the development of linkage between our serials control systems and the systems used by our customers. We also electronically exchange information with publishers and other information providers. Our Information Systems & Services staff continues to play a leadership role in the development of ANSI (American Nation Standards Institute) Standard X12 and its application to the serials industry. EBSCO is committed to streamlining the electronic exchange of data to save time and money for serials managers and providers.

EBSCO offers the following EDI services at no charge to assist customers in managing their serials.

Electronic transitional services

Electronic Invoices: EBSCO offers invoices on diskette, magnetic tape or cartridge, or via Internet File Transfer Protocol (FTP) for loading into automated library systems or into a PC for further manipulation with popular spreadsheet and database programs. In addition to pricing data, each invoice record contains up to 40 fields, including title name, ISSN, start date and publication frequency.

Electronic Ordering, claiming and management reports

Ordering: Customers can load order data into a transmittable file and electronically

transmit it to EBSCO from a local ILS. Alternatively, customers can log onto our EBSCONET system and enter orders on a pre-formatted order screen.

Claiming: Customers can transmit claims data to EBSCO from their local ILS depending on their system capability.

Management Reports: EBSCO can provide raw report data via Internet FTP, and customers can use the data to create their own reports.

1.6 Order Processing: To process customer orders, EBSCO Customer Service Representatives select the appropriate title or edition from our online title database, select the appropriate term or period as requested by the customer or required by the publisher, select the correct bill-to and ship-to address for each title and activate the order function. Order activation produces a printed or electronic order form with an accompanying check or electronic payment to the publisher or fulfillment center. Order activation also produces a printed or electronic invoice to the customer.

Orders can be placed via phone, fax, e-mail, mail or *EBSCONET*. EBSCO's standard turn-around time for placement of new orders is three working days for titles already available in our title database. If a title is not listed in our database, we will place the order as soon as possible following receipt of rate and order placement information from the publishers.

We will request indexes, special issues, unnumbered supplements and other materials included in the basic subscription price. We will notify the agency of supplements, which are not supplied on subscription, so orders may be issued.

Upon request, orders will be placed and maintained to run on a calendar year basis where possible. If a title is not currently on a calendar year cycle, EBSCO can sometimes place orders requesting that the publishers adjust the subscription term to meet a common expiration date of December.

1.7 Claims: EBSCO has developed several unique, time-saving claims systems, reports and procedures to make serials transactions as trouble-free as possible. You can make a claim in the way that best meets your needs:

- To your Customer Service Representative by e-mail, phone or fax.
- Through EBSCONET®, our complimentary subscription management tool.
- Via EDI (electronic data interchange) through your ILS (if available).

We process claims daily, and you can review a list of all the claims submitted that day. We have a variety of tools that allow you to manage claims and track the status of your claims. These include:

- EBSCONET® Claim Checker to track claims
- Publisher responses viewable online
- Claim report summary
- Publisher dispatch dates
- Expected volume and issue information

- EBSCO Missing Copy Bank®, a one- to two-year back file of 48,000 issues from approximately 2,000 popular serials titles

Titles with Claiming Restrictions
Claim restriction information is displayed on the title detail page in *EBSCONET®* and is also available via the Titles with Claiming Restrictions report. This report identifies the titles in your collection that have publisher claiming restrictions. This information helps you avoid unnecessary claims and informs you of the publisher-allotted time frame for claiming.

Claim Follow-Up
EBSCO's Monthly *Claim Checker®* allows you to review and manage your claims online anytime.

- You can review, evaluate and indicate how you want us to proceed with each claim.

Also, the My Claims section of *EBSCONET®* provides information on claims placed within the past two years. Claim history is available at the individual order level within your order history on *EBSCONET®*, and a Claims Processed report is available to download on demand. You can also contact your Customer Service Representative at any time and he or she will update you on the status of your claim.

Proof of Payment
One of the most common publisher responses when making claims is that they cannot locate the order. To reduce this response, for all claims, EBSCO provides the check number, date of check, and date it was cashed. If this information is sufficient, it is not necessary to send proof of payment. If they are still unable to find the order, then proof of payment is sent upon publisher request.

1.8 Cancellations: If an order is cancelled prior to expiration, EBSCO will notify the publisher and process the cancellation for you, unless a publisher has identified the title as non-cancelable. If an order is canceled, we will credit your account an amount equal to what we are refunded by the publisher, less a processing fee of thirty dollars ($30.00). In some cases, publishers will not issue refunds but will instead offer credits for publications or other provisions. EBSCO will pass on to you whatever credit we are allowed by the publisher.

1.9 EBSCO's Standard Terms and Conditions: This agreement incorporates the terms and conditions located at: https://journals.ebsco.com/about/terms-and-conditions, provided that in the event of conflict this agreement will prevail.

PRODUCT / SERVICE TERMS ADDENDUM

In addition to the Terms, your use of the below listed products are subject to these additional terms and conditions:

ProQuest Platform & Ebooks

1. Online Research Services. You may use the Product to facilitate online research for your internal research, reference or educational purposes as outlined below provided that doing so does not violate an express provision of this Agreement:
(a) Research and Analysis. You and your Authorized Users are permitted to display and use reasonable portions of information contained in the Product for educational or research purposes, including illustration, explanation, example, comment, criticism, teaching, or analysis.
(b) Digital and Print Copies. You and your Authorized Users may download or create printouts of a reasonable portion of articles or other works represented in the Product (i) for your own internal or personal use as allowed under the doctrines of "fair use" and "fair dealing"; (ii) when required by law for use in legal proceedings or (iii) to furnish such information to a third party for the purpose of, or in anticipation of, regulatory approval or purpose provided that the recipient is advised that the copies are not for redistribution. All downloading, printing and/or electronic storage of materials retrieved through the Product must be retrieved directly from the on-line system for each and every print or digital copy.

(c) Electronic Reserves, Coursepacks, and Intranet Use. Provided that you do not circumvent any features or functionality of the Product, you and your Authorized Users may include durable links to articles or other works (or portions thereof) contained in the Product in electronic reserves systems, online course packs and/or intranet sites so long as access to such materials are limited to Authorized Users. For clarity, you may not otherwise enable access to use of the Product by or for the benefit of any non-subscribing, unauthorized school, library, organization, or user.

(d) Fair Use/Fair Dealing. You may not publish, broadcast, sell, use or provide access to the Product or any materials retrieved from the Product in any manner that will infringe the copyright or other proprietary rights of Clarivate or its licensors. You and your Authorized Users may use the materials contained within the Product consistent with the doctrines of "fair use" or "fair dealing" as defined under the laws of the United States or England, respectively.

2. Academic Institutions. If you are an academic institution, school, or public library the following license rights also apply:

(a) Interlibrary Loan (ILL). You may loan digital or print copies of materials retrieved from the Product to other libraries, provided that (i) loans are not done in a manner or magnitude that would replace the receiving library's own subscription to the Product or purchase of the underlying work (e.g., newspaper, magazine, book), (ii) you comply with any special terms governing specific content or licensors as described in the Agreement, (iii) with respect to

ebooks, copying is limited to small portions of a book, and (iv) you comply with all laws and regulations regarding ILL.

(b) Scholarly Sharing. You and your Authorized Users may provide to a third party colleague minimal, insubstantial amounts of materials retrieved from the Product for personal use or scholarly, educational research use in hard copy or electronically, provided that in no case is any such sharing done in a manner or magnitude as to act as a replacement for the recipient's or recipient educational institution's own subscription to either the Product or the purchase of the underlying work.

3. Corporate Institutions. Provided that you do not violate an express provision of this Agreement, Authorized Users may share research and reports internally within your organization and with other Authorized Users, subject to the transactional pricing that may be triggered, and provided that Authorized Users do not remove any copyright or other notices on the content. You and your Authorized Users may not share searches or articles outside of the subscribing institution. In order to share articles outside the subscribing institution, Authorized Users should contact the publisher directly or contact a copyright clearance company for permission to redistribute articles. Once permission is secured, the article must be sourced as coming from Clarivate.

4. Restrictions. Except as expressly permitted in this Addendum, you and your Authorized Users shall not:

a) sell, sublicense, distribute, display, store, copy, modify, decompile or disassemble, discover, transform, reverse engineer, benchmark, frame, mirror, translate or transfer Clarivate IP in whole or in part, or as a component of any other product, service or material;

b) Remove any copyright and other proprietary notices placed upon the Product or any materials retrieved from the Product by Clarivate or its licensors;

c) Circumvent any use limitation or protection device contained in or placed upon the Product or any materials retrieved from the Product;

d) Perform penetration tests or use the Product to execute denial of service attacks;

e) Perform automated searches against Clarivate's systems (except for non-burdensome federated search services), including automated "bots," link checkers or other scripts or otherwise scrape data from the Product;

f) Provide access to, or use of the Product by or for the benefit of, any unauthorized school, library, organization, or user;

g) Publish, broadcast, sell, use or provide access to the Product or any materials retrieved from the Product in any manner that will infringe the copyright or other proprietary rights of Clarivate or its licensors;

h) Use the Product to create products (including tools, algorithms or models) or perform services which compete or interfere with those of Clarivate or its licensors;

i) Text mine, data mine or harvest metadata from the Product, use the Product or underlying data in conjunction with any third-party technology or any artificial intelligence, algorithms or models, or use the Product or underlying data to develop or train any artificial intelligence, algorithms or models.

j) Communicate or redistribute materials retrieved from the Product; or

k) Download all or parts of the Product in a systematic or regular manner or so as to create a collection of materials comprising all or a material subset of the Product, in any form.

l) Store any information on the Product that violates applicable law or the rights of any third party.

5. Streaming Video and Audio Products. Audio and Video files are delivered via streaming service over the Internet. You and your Authorized Users shall not download or otherwise copy the streaming videos or audio contained in the Product. In the case of content that can potentially be publicly performed, you must secure permission from the licensor and/or the copyright holder for any public performance other than reasonable classroom and educational uses.

6. MARC Records. MARC records may be placed in your online public access catalog (OPAC) or shared online catalog (e.g., WorldCat) unless otherwise specified on the Order with respect to a particular Product.

7. Scholar/Researcher Profiles. The data contained within scholar profiles are for use in facilitating research and collaboration amongst colleagues. Neither you nor your Authorized Users may export or otherwise exploit the scholar profiles for mass mailings or similar marketing purposes.

8. Electronic Resource Discovery, Access, and Management. For electronic resource discovery (e.g., Summon, 360 Link), access and/or management services, you reserve all right, title and interest in all specific data you contribute to the Product (which may include but is not limited to your created metadata, bibliographic information, holdings and circulation data) and you grant Clarivate permission to use such data in raw form for the limited purpose of operating and improving the Product and such information may only be provided to third parties in aggregate form. Raw usage data containing information relating to the identity of specific users shall not be provided to any third party without your permission. Provided that such access, use, and/or sharing does not violate an express provision of the Agreement, you and your Authorized Users are permitted to: (a) access the Product and information derived from the Product in order to discover, manage and provide access to library resources you own or license, (b) create, store and retain any reports and lists delivered by the Product, (c) share data about your own library holdings that are retrieved from such Product with third party applications, so long as prior written notice is provided to Clarivate and all pricing information is kept confidential to the fullest extent permitted by applicable law; and (d) display metadata, bibliographic and holdings information in the library catalog available on your library website.

9. Library Catalog Enrichment Service. For library catalog enrichment Products (e.g., Syndetics), you may use the enrichment elements for the sole purpose of augmenting your own library OPAC or website. You may not convert Product metadata records into MARC format, nor distribute or display the enrichment elements in any third party applications, catalogs or websites.

10. Analytics. Some Products contain library collection analysis capabilities related to library holdings, or functionality that allows Authorized Users to create reports, lists, or alerts. You and your Authorized Users may create, download, store and retain any such analytics or lists delivered by the Product. Clarivate may use library holdings and other information in the Product for comparison and metrics purposes and in order to better understand its customers' needs.

11. Perpetual Archive License. Where you have perpetually licensed content from us through a Perpetual Archive License (PAL), as set out in your Order, your PAL content may only be revoked if you materially breach your Agreement, or if the licensed materials contain errors or could be subject to an infringement or other adverse claim by a third party. Additionally, your PAL content is maintained in the Clarivate platform subject to an annual Continuing Service Fee (CSF). The CSF will be invoiced in arrears on your contract anniversary date. If you lose the ability to access your PAL content online (e.g., if Clarivate discontinues online access services), or if the PAL content are otherwise eligible for local loading, you may obtain digital copies upon certifying that you will secure and restrict use of the PAL content as contemplated under your Agreement, using systems and technology at least as protective as Clarivate's. In the case of audio files, any local access must be restricted by DRM and be limited to one (1) simultaneous user (unless you track playbacks and make all royalty payments to copyright holders for mechanical and performance rights). All use of locally-loaded materials continues to be subject to this Agreement. You are responsible for any file transfer costs.

12. Data Mining. You may not text mine, data mine or harvest metadata from the Product. Your ability to extract and compile data from locally-loaded copies of your PAL content is subject to any content-specific restrictions. Where permitted, you may use content solely for your teaching, learning, and research purposes.

13. Supplemental Terms. Some content included in the product has terms of use applicable solely to such content. Content-specific terms are clearly displayed with the associated content or embedded in the systems and technologies incorporated into the product. Where third-party databases or content are subject to supplemental terms, such terms shall be clearly referenced on the order form. Such supplemental terms shall not materially alter use of the product.

14. Authorized Users. "Authorized User" means, as it relates to your principal location and any additional sites on your Order:

(a) For public libraries: library staff, individual residents of your reasonably defined geographic area served, and walk-in patrons while they are on-site; and

(b) For schools and other academic institutions: currently enrolled students, faculty, staff, and visiting scholars, as well as walk-in patrons while they are on-site.

(c) For corporate organization, your employees and independent contractors while performing their work.

For clarity, 'Authorized User' excludes corporate affiliates, academic bookstores, non-subscribing institutions, and alumni unless expressly included on the Order.

15. Governing Law and Jurisdiction. If you are a United States company, the laws of Delaware (without regard to conflicts of laws) govern all matters arising out of or relating to this Agreement and you consent to the jurisdictional venue in Delaware. If you are a Canadian company, the laws of the Province of Ontario (without regard to conflicts of laws), and the laws of Canada applicable therein, govern all matters arising out of or related to this Agreement and you consent to the jurisdictional venue in Toronto in the Province of Ontario. The United Nations Convention on Contracts for the International Sale of Goods does not apply to this Agreement.

ELSEVIER SUBSCRIPTION AGREEMENT

This agreement ("Agreement") is entered into as of 22 June 2023 by and between **Texas Southern University**, 3100 Cleburne Av, Houston, TX 77004, USA (the "Subscriber"), and **Elsevier B.V.**, Radarweg 29, 1043 NX Amsterdam, The Netherlands ("Elsevier").

The parties hereto agree as follows:

SECTION 1. SUBSCRIPTION.

1.1 *Subscribed Products.*
Elsevier hereby grants to the Subscriber the non-exclusive, non-transferable right to access and use the products and services identified in Schedule 1 ("Subscribed Products") and provide the Subscribed Products to its Authorized Users (as defined herein) subject to the terms and conditions of this Agreement.

1.2 *Authorized Users/Sites.*
Authorized Users are the full-time and part-time students, faculty, staff and researchers of the Subscriber and individuals who are independent contractors or are employed by independent contractors of the Subscriber affiliated with the Subscriber's locations listed on Schedule 2 (the "Sites") and individuals using computer terminals within the library facilities at the Sites permitted by the Subscriber to access the Subscribed Products for purposes of personal research, education or other non-corporate use ("Walk-in Users").

1.3 *Authorized Uses*.
Each Authorized User may:

- access, search, browse and view the Subscribed Products;
- print, download and store a reasonable portion of individual items from the Subscribed Products for the exclusive use of such Authorized User;
- incorporate links to the Subscribed Products on the Subscriber's intranet and internet websites and in electronic coursepacks, reserves and course management systems and instructor websites, provided that the appearance of such links and/or statements accompanying such links will be changed as reasonably requested by Elsevier;
- provide print or electronic copies of individual items from the Subscribed Products to other Authorized Users and to third-party colleagues for their scholarly or research use;
- store individual journal articles from the ScienceDirect Subscribed Products in the private library of a social networking site for the Authorized User's own personal use only;
- share individual journal articles from the ScienceDirect Subscribed Products with third party colleagues individually for their scholarly or research use;
- share individual journal articles from the ScienceDirect Subscribed Products with a limited number of third party colleagues as part of an invitation only working group on non-commercial platforms or tools, for personal, scholarly or research use;

- access, search, browse, view, print, make electronic copies and store for the exclusive use of such Authorized User certain journal articles and book chapters from the ScienceDirect® online service that are not subscribed to as part of the Subscribed Products, with each twenty-four (24) hour access period for a selected article or chapter, a "Transaction."; and

- if the Authorized User is a librarian/information specialist, access, search, browse, view, print, make electronic copies and store a Transaction for the exclusive use of another Authorized User.

The Subscriber may:

- deliver journal articles from Subscribed Titles (as defined herein) and, if any, book chapters from the ScienceDirect Subscribed Products to fulfill requests as part of the practice commonly known as "interlibrary loan" from non-commercial libraries located within the United States, provided that the Subscriber's staff reviews the requests and fulfills the requests in compliance with Section 108 of the U.S. Copyright Law (17 U.S.C. § 108) and the Guidelines for the Proviso of Subsection 108(g)(2) (Final Report of the National Commission on New Technological Uses of Copyrighted Works, 1978) and such delivery is without commercial gain and not routinely or systematically provided (whether on one occasion or over a period of time) in such a manner or in such quantities as to substitute for a subscription by the receiving library or the end user.

1.4 *Restrictions on Use of Subscribed Products*.
Except as expressly stated in this Agreement or otherwise permitted in writing by Elsevier, the Subscriber and its Authorized Users may not:

- abridge, modify, translate or create any derivative work and/or service (including resulting from the use of artificial intelligence tools), based on the Subscribed Products, except to the extent necessary to make them perceptible on a computer screen to Authorized Users;

- remove, obscure or modify in any way any copyright notices, other notices or disclaimers as they appear in the Subscribed Products;

- use any robots, spiders, crawlers or other automated downloading programs, tools, or devices to search, scrape, extract, deep link, index and/or disrupt the working of the Subscribed Products;

- use the Subscribed Products in combination with an artificial intelligence tool (including to train an algorithm, test, process, analyze, generate output and/or develop any form of artificial intelligence tool);

- post individual items from the Subscribed Products on social networking sites; or

- substantially or systematically reproduce, retain, store locally, redistribute or disseminate the Subscribed Products.

Authorized Users who are individuals who are independent contractors or are employed by independent contractors may use the Subscribed Products only for the purposes of the contracted research work for the Subscriber.

1.5 *Intellectual Property Ownership*.
The Subscriber acknowledges that all right, title and interest in and to the Subscribed Products remain with Elsevier and its suppliers, except as expressly set forth in this Agreement, and that the unauthorized redistribution or dissemination online of the Subscribed Products could materially and irreparably harm Elsevier and its suppliers.

Notwithstanding anything to the contrary contained in this Agreement, more extensive usage terms might be permitted for open access content in the Subscribed Products as identified in the individual journal article as stated in the applicable user (e.g. CC) license.

SECTION 2. ELSEVIER PERFORMANCE OBLIGATIONS.

2.1 *Access to Subscribed Products*.
Elsevier will make the Subscribed Products accessible to the Subscriber and its Authorized Users from the internet address set forth on Schedule 1 or as may be otherwise set forth herein, upon receipt by Elsevier of this Agreement document in the territory of The Netherlands, as duly signed by the Subscriber, which acceptance will be evidenced and timestamped by an authorized representative of Elsevier in the Netherlands.

2.2 *Quality of Service*.
Elsevier will use reasonable efforts to provide the Subscribed Products with a quality of service consistent with industry standards, specifically, to provide continuous service with an average of 98% up-time per year, with the 2% down-time including scheduled maintenance and repairs performed at a time to minimize inconvenience to the Subscriber and its Authorized Users, and to restore service as soon as possible in the event of an interruption or suspension of service.

2.3 *Withdrawal of Content*.
Elsevier reserves the right to withdraw from the Subscribed Products content that it no longer retains the right to provide or that it has reasonable grounds to believe is unlawful, harmful, false or infringing.

2.4 *Usage Data Reports*.
Elsevier will make usage data reports on the Subscriber's usage activity available as described at https://www.elsevier.com/sd_usage_reports. Such reports may be accessed by vendors or other third parties retained by the Subscriber only with the express written permission of Elsevier and for the purpose of usage analysis of the Subscriber.

SECTION 3. SUBSCRIBER PERFORMANCE OBLIGATIONS.

3.1 *Authentication*.
Access to the Subscribed Products will be authenticated by the use of Internet Protocol ("IP") address(es) and/or usernames and passwords and/or a delegated authentication mechanism requiring at least two different credentials, as identified on Schedule 2. Access to the Subscribed Products by Authorized Users who are Walk-in Users is permitted provided that access is limited to fixed terminals/workstations at the Sites only. Remote access to the Subscribed Products by Walk-in Users is not permitted. The distribution of usernames/passwords and other access credentials to such Authorized Users or otherwise made discoverable by those Authorized Users is not permitted.

3.2 *Protection from Unauthorized Access and Use.*
The Subscriber will:

- take appropriate measures to protect against the misuse or unauthorized access, whether by the Subscriber or any third party, through or to (a) the Subscriber's credentials used to access the Subscribed Products; and (b) the Subscribed Products and/or information derived therefrom;

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- manage identification, use, access and control of all credentials used to access the Subscribed Products in an appropriately secure manner, including, but not limited to, by:

    - limiting access to and use of the Subscribed Products to Authorized Users and notifying all Authorized Users of the usage restrictions set forth in this Agreement and that they must comply with such restrictions;

    - issuing any passwords or credentials used to access the Subscribed Products only to Authorized Users, not divulging any passwords or credentials to any third party, and notifying all Authorized Users not to divulge any passwords or credentials to any third party; and

    - providing true, complete and accurate IP addresses, as identified on Schedule 2, (if any) for the exclusive use by the Subscriber (including, if requested by Elsevier, written confirmation by the relevant third-party internet service provider) and proactively informing Elsevier of any changes to the Subscriber IP addresses, including the addresses no longer being used exclusively by the Subscriber.

- immediately deactivate any credentials when no longer needed or where access presents a security risk;

- implement and maintain its own appropriate program for credentials management and ensure access to the Subscribed Products via such credentials is reviewed on an appropriate basis; and

- promptly upon discovering itself, or being notified by Elsevier or a third party, that there has been unauthorized use of the Subscribed Products or a security issue permitting unauthorized use, Subscriber will take appropriate steps to end such activity and to prevent any recurrence, including, but not limited to, implementing required updates and configuration where needed to rectify the issue. When notified by a third party or upon discovering the unauthorized use directly, Subscriber must promptly notify Elsevier of the unauthorized use. Subscriber will cooperate with Elsevier and share information, subject to any applicable confidentiality or nondisclosure obligations, concerning the unauthorized use or security issue.

In the event of any unauthorized use of the Subscribed Products, Elsevier may suspend the access and/or require that the Subscriber suspend the access from where the unauthorized use occurred upon notice to the Subscriber. The Subscriber will not be liable for unauthorized use of the Subscribed Products by any Authorized Users provided that the unauthorized use did not result from the Subscriber's own negligence or willful misconduct and that the Subscriber did not permit such unauthorized use to continue after having actual notice thereof. The Subscriber will be responsible for the adherence to the terms and conditions of this Agreement by a third-party provider the Subscriber engages, in particular, if such third party provider supplies and manages IP addresses.

3.3 *Security Requirements.*

The Subscriber agrees that the Subscriber will have in place documented policies and procedures, which will be reviewed by the Subscriber periodically, and if appropriate, tested and updated, covering the administrative, physical and technical safeguards in place and relevant to the access, use, loss, alteration, disclosure, storage, destruction and control of information. The Subscriber will promptly notify Elsevier if it determines that there has been a failure of such safeguards if such failure results in a compromise of the confidentiality or security of any Elsevier Content provided hereunder and cooperate with Elsevier's reasonable requests surrounding such failure, including taking appropriate steps to end such activity and to prevent any recurrence. For the purpose of this Section 3.3, "Elsevier Content" means any material or information which Elsevier provides or makes available to the Subscriber in connection with the Subscribed Products and performance of this Agreement.

SECTION 4. FEES AND PAYMENT TERMS.

The Subscriber will pay to Elsevier the fees set forth in Schedule 1 (the "Fees") no later than 15 December for the Fees due for the following year of the Term. Late payments will be subject to interest charges of 1% per month on the unpaid balance. In addition to other remedies provided in this Agreement, Elsevier reserves the right to suspend access to the Subscribed Products upon thirty (30) days' prior written notice and without incurring liability if 1) the full amount of any Elsevier invoice hereunder has not been paid within the agreed payment deadline or 2) any invoice is outstanding under previous subscription agreements between parties for the Subscribed Products. The suspension of the Subscriber's access for non-payment or on any other grounds provided herein is without prejudice to the Subscriber's obligation to pay its outstanding and future invoice amounts in full. Elsevier and the Subscriber acknowledge that the Fees payable under this Agreement are not in the nature of royalties and consequently no withholding tax should be applied to the Fees. The Fees will be exclusive of any sales, use, value added, withholding or similar tax and the Subscriber will be liable for any such taxes in addition to the Fees.

SECTION 5. DURATION.

5.1 *Term*.
The term of this Agreement will commence on 01 January 2024 and continue through and including 31 December 2026 ("Initial Term").

5.2 *Renewal*.
After the Initial Term, this Agreement may be renewed upon mutual agreement of the parties in writing for an additional one-year term(s) (a "Renewal Term"), and the Fees will be increased by the then current standard Elsevier price increase. The Subscriber must give written notice to Elsevier no later than ninety (90) days prior to the end of the then current Term of its intention to renew or to not renew. The Initial Term and each Renewal Term are collectively the "Term."

5.3 *Early Termination Due To Insufficient Budgetary Allotment From Government.*
The Subscriber may terminate this Agreement upon thirty (30) days notice given by the Subscriber to Elsevier if sufficient funds are not provided, allocated or allotted in future government-approved budgets of the Subscriber or reasonably available or expected to become available from other sources at the time the Subscriber's payment obligation attaches to permit the Subscriber, in the exercise of its reasonable administrative discretion, to continue this Agreement. Notwithstanding the foregoing, if access to the Subscribed Products was provided but not yet paid for prior to termination, Elsevier will be entitled to receive a pro rata portion of the Fees attributable to the period of time that access was provided.

SECTION 6. ELSEVIER WARRANTIES AND INDEMNITIES.

6.1 *Warranties*.
Elsevier warrants that use of the Subscribed Products in accordance with the terms and conditions herein will not infringe the intellectual property rights of any third party.

6.2 *Indemnities*.
Elsevier will indemnify, defend and hold harmless the Subscriber and its Authorized Users from and against any loss, damage, costs, liability and expenses (including reasonable attorneys' fees) arising from or out of any third-party action or claim that use of the Subscribed Products in accordance with the terms and conditions herein infringes the intellectual property rights of such third party. If any such action or claim is made, the Subscriber will promptly notify and reasonably cooperate with Elsevier. This indemnity obligation will survive the termination of this Agreement.

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6.3 *Disclaimer*.

EXCEPT FOR THE EXPRESS WARRANTIES AND INDEMNITIES STATED HEREIN AND TO THE EXTENT PERMITTED BY APPLICABLE LAW, THE SUBSCRIBED PRODUCTS ARE PROVIDED "AS IS" AND ELSEVIER AND ITS SUPPLIERS EXPRESSLY DISCLAIM ALL WARRANTIES AND REPRESENTATIONS OF ANY KIND WITH REGARD TO THE SUBSCRIBED PRODUCTS AND ANY OTHER DATA, DOCUMENTATION OR MATERIALS PROVIDED IN CONNECTION WITH THIS AGREEMENT, INCLUDING BUT NOT LIMITED TO ANY ERRORS, INACCURACIES, OMISSIONS, OR DEFECTS CONTAINED THEREIN, AND ANY IMPLIED OR EXPRESS WARRANTY AS TO MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE.

6.4 *Limitation of Liability.*

Except for the express warranties and indemnities stated herein and to the extent permitted by applicable law, in no event will Elsevier or its suppliers be liable for any indirect, incidental, special, consequential or punitive damages including, but not limited to, loss of data, business interruption or loss of profits, arising out of or in connection with this Agreement, nor will the liability of Elsevier and its suppliers to the Subscriber exceed a sum equal to the Fees paid by the Subscriber hereunder during the twelve (12) month period immediately preceding the date on which the claim arose, even if Elsevier or any supplier has been advised of the possibility of such liability or damages.

SECTION 7. GENERAL.

7.1 *Force Majeure*.

Neither party's delay or failure to perform any provision of this Agreement (other than payment obligations) as a result of circumstances beyond its control (including, but not limited to, war, strikes, fires, floods, power failures, telecommunications or Internet failures or damage to or destruction of any network facilities or servers) that prevents it from fulfilling its obligations under this Agreement (any such circumstances being "Force Majeure") will be deemed a breach of this Agreement. Notwithstanding the foregoing, a party's financial inability to perform its obligations will in no event constitute a Force Majeure.

7.2 *Severability*.

The invalidity or unenforceability of any provision of this Agreement will not affect any other provisions of this Agreement.

7.3 *Entire Agreement*.

This Agreement contains the entire understanding and agreement of the parties and replaces and supersedes any and all prior and contemporaneous agreements, communications, proposals and purchase orders or Subscriber terms, written or oral, between the parties with respect to the subject matter contained herein.

7.4 *Modification*.

No modification, amendment or waiver of any provision of this Agreement will be valid unless in writing and signed by the parties, except for changes reflecting substituted titles, IP addresses, authentication mechanisms, invoicing and contact address details which may be confirmed by Elsevier in an email notice sent to the Subscriber.

7.5 *Assignment*.

The Subscriber will not assign, transfer or license any of its rights or obligations under this Agreement unless it obtains the prior written consent of Elsevier, which consent will not unreasonably be withheld.

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7.6 *Privacy*.
To the extent that Authorized Users provide any personal data to Elsevier during account registration or otherwise, the Subscriber acknowledges that such information will be collected, used and disclosed by Elsevier in accordance with the Elsevier privacy policy applicable to the Subscribed Products.

7.7 *Notices*.
All notices given pursuant to this Agreement will be in writing and delivered to the party to whom such notice is directed at the address specified below or the electronic mail address as such party will have designated by notice hereunder.

If to Elsevier: Elsevier B.V. c/o Regional Sales Office, Elsevier Inc., 230 Park Avenue, Suite 800, New York, NY 10169, USA.

If to the Subscriber: Texas Southern University, 3100 Cleburne Av, Houston, TX 77004, USA.

7.8 *Confidentiality*.
The Subscriber and its employees, officers, directors and agents will maintain as confidential and not disclose to any non-affiliated third party without Elsevier's prior written consent the financial terms and commercial conditions of this Agreement. Elsevier may only disclose such information (i) to applicable service providers to the extent necessary to perform their functions in support of this Agreement and (ii) where reasonably necessary to address security, safety, fraud or other legal issues, and share the Subscriber's IP address ranges and holdings information (ISSN/ISBN, access start and end date) with internet search engine providers for the sole purpose of displaying to Authorized Users in their internet search results links to full-text articles and books available in the Subscribed Products.

7.9 *Compliance with Laws*.
Each party will comply with all applicable laws and regulations relating to its duties and obligations under this Agreement. Elsevier reserves the right to deny access to the Subscribed Products to any person or entity who is prohibited from receiving such access based on any applicable export control and trade sanctions laws or embargo programs.

7.10 *Execution*.
This Agreement and any amendment thereto may be executed in counterparts, and signatures exchanged by facsimile or other electronic means are effective to the same extent as original signatures.

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IN WITNESS WHEREOF, the parties have executed this Agreement by their respective, duly authorized representatives as of the date first above written.

TEXAS SOUTHERN UNIVERSITY
(Subscriber)

_____
Name:
Title:

ELSEVIER B.V.
(Elsevier)

_____
Name: Massimiliano Madama
Title: SVP Global Sales Effectiveness and Services

No. 1-22495882303

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ELSEVIER SUBSCRIPTION AGREEMENT
Schedule 1.1
Journal Subscription

Journal Collection(s):

Cell Press Collection: Electronic access to the full text of all articles from the Cell Press journal titles published since 1 January 1995 identified on Annex A to Schedule 1.1.

Clinics Collection: Electronic access to the full text of all articles from the Clinics journal titles published since 1 January 2018 identified on Annex A to Schedule 1.1.

Option to Substitute Subscribed Titles
The Subscriber may substitute any of the subscribed journal titles identified on Annex A to Schedule 1.1 ("Subscribed Titles") with one or more journal titles of total comparable value (in current year list price) once annually upon notice to Elsevier by 1 August prior to the start of the next calendar year or at any time upon mutual agreement of the parties in writing. The foregoing does not apply to the Clinics Collection and Cell Press Collection.

Option to Substitute Withdrawn Subscribed Titles
The Subscriber may substitute any withdrawn Subscribed Titles with one or more journal titles of total comparable value (in current year list price) at any time upon notice to Elsevier.

Transferred Titles
Society journal titles for which the Subscriber holds an electronic subscription through a third-party publisher whose publication rights are transferred to Elsevier and made accessible on ScienceDirect during the Term ("Transferred Titles") will be deemed Subscribed Titles effective as of the date of transfer and for the then current publication year and the publication years previously paid unless and until the Subscriber notifies Elsevier that it no longer wishes to continue such electronic subscription on ScienceDirect. The option to substitute Subscribed Titles does not apply to Transferred Titles.

Post Termination Access to Subscribed Titles
Upon termination of all of the Subscriber's annual subscriptions on ScienceDirect online, the Subscriber may, continue to access such Subscribed Titles online for an annual access fee based on the number of full-text articles downloaded from such titles during the prior twelve (12) months at a rate of US$0.081 per download, with a minimum annual fee of US$500 (adjusted annually for inflation and cost increases) for the Subscriber's access to the platform, in accordance with the usage provisions of this Agreement, which provisions will survive the termination of the Agreement. Elsevier will make available for inspection by a duly authorized auditor of the Subscriber, at the Subscriber's sole expense, the records concerning the calculation of the annual access fee once per year during regular business hours upon thirty (30) days written notice to Elsevier. If a particular Subscribed Title is withdrawn by Elsevier or not renewed by the Subscriber, but the Subscriber remains a ScienceDirect online annual subscription subscriber, the Subscriber may continue to access online, at no additional charge, such formerly Subscribed Title for the publication years paid, provided that Elsevier continues to hold the electronic rights thereto.

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Annex A to Schedule 1.1
Subscribed Titles

TEXAS SOUTHERN UNIVERSITY

Product ID	ISSN	Subscribed Title (online only)
00486	0361-3682	Accounting, Organizations and Society
12002	0003-2697	Analytical Biochemistry
04241	0005-7894	Behavior Therapy
07505	0006-2952	Biochemical Pharmacology
07402	0007-6813	Business Horizons
12022	0010-0285	Cognitive Psychology
12019	0361-476X	Contemporary Educational Psychology
07629	0010-7824	Contraception
12025	0012-1606	Developmental Biology
05031	0014-2999	European Journal of Pharmacology
00593	0149-7189	Evaluation and Program Planning
12028	0014-4827	Experimental Cell Research
05374	0378-7206	Information & Management
07455	0160-2896	Intelligence
13450	0890-8567	Journal of the American Academy of Child & Adolescent Psychiatry
05385	0378-4266	Journal of Banking & Finance
12017	1532-0464	Journal of Biomedical Informatics
07688	0883-9026	Journal of Business Venturing
07693	0021-9924	Journal of Communication Disorders
06013	0304-4076	Journal of Econometrics
07699	0148-6195	Journal of Economics and Business
12063	0022-0965	Journal of Experimental Child Psychology
12065	0022-1031	Journal of Experimental Social Psychology
06015	0304-405X	Journal of Financial Economics
05398	0304-3932	Journal of Monetary Economics
13410	1499-4046	Journal of Nutrition Education and Behavior
07726	1056-8719	Journal of Pharmacological and Toxicological Methods
06023	0047-2727	Journal of Public Economics
07427	0022-4359	Journal of Retailing
00699	0022-4405	Journal of School Psychology
12085	0094-1190	Journal of Urban Economics
12086	0001-8791	Journal of Vocational Behavior
07538	0024-3205	Life Sciences
00358	0024-6301	Long Range Planning
00279	0028-3908	Neuropharmacology
00375	0305-0483	Omega
07436	0030-4387	Orbis
07753	0090-2616	Organizational Dynamics
00315	0277-9536	Social Science & Medicine
07587	0002-9343	The American Journal of Medicine
07418	0099-1333	The Journal of Academic Librarianship
13249	0022-3476	The Journal of Pediatrics
02286	0099-5355	The Lancet (North American Edition)
07438	1062-9769	The Quarterly Review of Economics and Finance
12116	0041-008X	Toxicology and Applied Pharmacology

Product ID	ISSN	Subscribed Title (online only)
13243	1931-5244	Translational Research
02115	0968-0004	Trends in Biochemical Sciences
02117	0165-6147	Trends in Pharmacological Sciences

Product ID	ISSN	Cell Press Collection Journal Title
13437	0006-3495	Biophysical Journal
07590	0092-8674	Cell

Product ID	ISSN	Clinics Collection Journal Title
13238	0025-7125	Medical Clinics of North America

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ELSEVIER SUBSCRIPTION AGREEMENT
Schedule 2
Sites/Authentication/Contacts

Subscriber: Texas Southern University

Sites:	**#Relev. Auth. Users:**	**Authentication:**
3100 Cleburne Av, Houston, TX 77004, USA	10,342	67.66.218.0-67.66.218.255 67.66.219.0-255 192.31.101.0-255 192.153.121.0-255

Estimated total number of Authorized Users for ScienceDirect: 10,342

For the avoidance of doubt, other institutions and organizations that reside or do business at the above locations (including without limitation companies that are owned wholly or in part by, or affiliated with, the Subscriber) are not Sites, unless expressly stated above.

The Subscriber will promptly notify Elsevier of any material changes in the number of relevant Authorized Users, which changes may result in Elsevier terminating the Agreement at the end of the year for which the Fees were paid unless the parties are able to agree to appropriate fee adjustments for any subsequent years of the Term, and may add, withdraw or substitute authentication mechanisms upon mutual agreement of the parties in writing.

The Subscriber will promptly notify Elsevier of any changes to any of the contact information above.

**** Any quotes contained in this communication are merely indicative and may not be relied upon by the individual or entity receiving it. Any proposed transactions or quotes contained in this communication will not result in any legally binding or enforceable obligation nor give rise to any obligation for reimbursement of any fees, expenses, costs or damages, unless an express agreement to that effect has been agreed upon, delivered and executed by the parties.***

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Approval is Requested to Execute a Contract for Banking Services for the University

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is Requested to Execute a Contract for Banking Services for the University. The bank will provide current-day reporting services, depository services, controlled disbursement services, wire transfers, ACH services, automated investment sweep services, and FDIC-insured demand deposit accounts.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, § 2155.074.

The Administration recommends JP Morgan Chase Bank for this award in accordance with Texas Education Code § 51.9335. A Request for Proposal (RFP 717-24-704) was posted on Electronic State Business Daily and Texas Southern University's website per Texas Government Code § 2155.083.

JP Morgan Chase Bank is a publicly traded company and is exempt from filing Form 1295 Certificate of Interested Parties.

Agreement Term: August 1, 2024 to July 31, 2027

SUPPORTING DOCUMENTATION: Proposal (BOA0001486)

FISCAL IMPACT: Cost Not to Exceed $35,000 annually

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/16/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/17/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Leonard Sias 04/17/2024

INTERIM PRESIDENT **DATE**

J.P.Morgan

Proposal for
Texas Southern University

Banking Services

RFP# 717-24-704 | November 7, 2023



“TSU is poised for tremendous growth in the immediate future, and for years to come.”

Albert H. Myres / TSU’s website

Board of Regents Chairman
Texas Southern University

Table of Contents

COVER LETTER **1**

EXECUTIVE SUMMARY **4**

SOLUTION OVERVIEW **9**

SECTION VII GENERAL INFORMATION QUESTIONNAIRE **19**

SUBSECTION A: BANKING SERVICES 19

SUBSECTION B: PAYCARD SERVICES, ... 86

SECTION VI EXECUTION OF OFFER **102**

SECTION V DESCRIPTION OF SERVICES **105**

GENERAL REQUIREMENT 105

ADDITIONAL/MISCELLANEOUS INFORMATION **129**

LEGAL EXCEPTIONS AND COMMENTS **129**

EXHIBIT A INSURANCE REQUIREMENTS **131**

EXHIBIT B TERMS AND CONDITIONS **132**

Appendices

Appendix 1: Fee schedule and J.P. Morgan pricing pro forma

Appendix 2: Availability schedule

Appendix 3: Sample reports

Appendix 4: National Collateral Management Group agreements

Appendix 5: Chase branches

Appendix 6: Check Image Transmission Format guide

Appendix 7: Supplier Diversity program

A message to
Texas Southern University



November 7, 2023

TSU Purchasing Department
3100 Cleburne Street Hannah Hall, suite 333
Houston, TX 77004

Dear Thomas and the Texas Southern University Team:

Thank you for the opportunity to provide a comprehensive response to Texas Southern University's (TSU) request for proposal (RFP) for banking services. As a valued client, we celebrate and share in TSU's mission to "ensuring equality, offering innovative programs that are responsive to global challenges, and transforming diverse students into lifelong learners, engaged citizens, and creative leaders" (TSU 2023, Mission & Vision, accessed October 31,2023 www.tsu.edu/about/mission-vision.) In support of furthering your mission, we are eager to recommit to our collaboration with you to reduce manual processes and continue to leverage technology and innovation.

Benefits of a J.P. Morgan Relationship

Service Team and Account Manager: TSU will maintain access to your dedicated client service associate (CSA), Iiesha Leon, and account manager, Trina Young, both supported by a national higher education practice. As TSU has experienced firsthand, your J.P. Morgan relationship team brings a deep understanding of higher education and the Texas College and HBCU system. Our experience as the banking provider to 485+ higher education clients nationwide establishes us as a recognized leader in providing banking services. We look forward to strengthening our commitment to TSU and will continue to bring value to the table with solutions to enhance your operations.

Innovation: We look forward to the opportunity to support TSU as the University continues to increase operational efficiency through the thoughtful application of technology-based services. Our shared vision includes continuing to reduce manual processes and creating efficiencies through simplification, with the end goal of freeing up staff to focus on strategic initiatives. More specifically, we encourage TSU to continue leveraging its Banner investment by automating reporting solutions between Banner and J.P. Morgan via File Transmission reporting. To further drive efficiency, we recommend TSU consider outsourcing check printing in an effort to alleviate manual operations. While TSU will benefit from maintaining the existing account structure with J.P. Morgan, we are recommending a few process improvements such as segregating payables and receivables through separate respective accounts. As you will see detailed in our solution overview, we have many more recommendations that will free up staff time, as well as drive automation and cost savings.

Cost Benefit: We are excited to continue providing TSU with an efficient, cost-effective and technologically secure suite of banking services. As an enhancement, we are pleased to offer a six-month fee waiver to start at the initial contract signing and a competitive Bank Managed **Earnings Credit Rate of 4.00%** for demand deposit accounts. Included in our proposal is an offer to maintain pricing for 5 years. In addition to significant liquidity benefits, TSU will benefit from an enhanced float schedule to improve funds availability for your paper-based deposits and a waiver on setup fees for all new services implemented.

Investments in Texas Southern University: In addition to our dedication to drive internal efficiencies for TSU's staff, we have whole heartedly supported TSU's mission and students. As part of our Advancing Black Pathways initiative, we have coordinated guest lecturing opportunities for TSU's Future Bankers Leadership Program as well as for your newly instituted pilot concentration for an Investments Career Pathway track, which is modeled after the TSU banking program. The J.P. Morgan guest lecturing sessions included topics such as Types of Debt Instruments, Becoming a Trusted Advisor, Introduction to Market Risk, Control Management and Communications and Event Management.

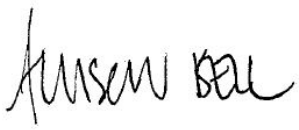
As part of J.P. Morgan's Racial Equity Commitment, we have provided TSU with four financial literacy classes for both students and professors over the past twelve months. We are currently in talks with TSU leadership on additional engagements that will occur now until quarter 1 of 2024. Over 600 TSU students were able to participate in our Back to the Yard program in October 2022, which was a financial empowerment and professional development experience. We delivered interactive content to students around budgeting, savings and managing credit. Additionally, J.P. Morgan employees gave of their time to help with career coaching, resume reviews and interview prep.

In April 2023 J.P. Morgan Houston hosted its annual College Diversity Day for over 50 college students who were immersed in the different career opportunities at the firm. Leaders within the market gathered at Chase Tower and spent time with students from TSU. In a panel discussion, leaders shared their views on the most essential transferable skills needed to acclimate to work environments, on building one's personal brand and mastering emotional intelligence and on stories on their mobility opportunities, including lessons learned throughout their careers. Students also learned from recent graduates who have joined the firm on their transition from the university to the workplace and how their internships impacted their journey. To end the day, students and local leaders had a networking and social reception, providing an opportunity to meet some of Houston's market leaders across all lines of business. The event received very positive responses from students who shared how valuable the sessions were for them in deciding their career paths, and how the in-person connections helped solidify and stimulate their desires to work at J.P. Morgan.

As recently as October 10th we hosted 20 TSU students as part of our HBCU site visits. The event included networking opportunities with HBCU alumni, a J.P. Morgan overview, internship application insights, and a professional development session

We look forward to continuing investing in TSU by providing both banking services and community engagement.

Sincerely,





Allison Bell
Relationship Executive
allison.s.bell@jpmorgan.com
(713) 216-3810
J.P. Morgan

Natanja Johnson
Treasury Management Officer
natanja.p.johnson@jpmorgan.com
(713) 216-2728
J.P. Morgan

Executive Summary



Executive Summary

In support of TSU's core values represented in TSU PROUD, we believe we are distinctively positioned to understand, outline and implement plans toward achieving the objectives outlined in this RFP. As a highly valued client of J.P. Morgan, and as your primary banking services provider, this exercise presents an exciting opportunity for TSU to re-evaluate its current treasury infrastructure to drive significant and impactful changes that will enable you to navigate the rapidly changing and ever-evolving higher education banking landscape.

Following the executive summary, the solution overview will guide you through our customized solutions, which have been tailored specifically to TSU. These solutions leverage our longstanding relationship with TSU and our deep understanding of the organization. We rely on industry best practices to achieve the innovative objectives outlined in the RFP.

In preparing our response, we thoroughly considered prior discussions, along with all existing products and services that are being utilized today, and highlighted areas of opportunity for your consideration in an effort to optimize your current operations achieve greater automation and efficiency.

We are confident in our ability to align with your objectives to meet your goals, and we hope this is evident as you read through our response.

Achieving TSU's goals

We are steadfast in our desire to collaborate with TSU to realize the objectives set forth in the RFP. As the incumbent, we firmly believe that we are uniquely positioned to not only comprehend these goals but also to chart a clear and effective path toward their achievement.

To align with TSU's goals, the focus of our response includes, but is not limited to, enhancing TSU's reporting processes, elevating customer service standards, embracing cutting-edge technology and optimizing expense management though best practices and process improvements.

Our offerings and dedication to TSU are briefly outlined below, while our solution overview provides a more in-depth explanation of our recommendations:

Technology and reporting capabilities

TSU will benefit today and in the future from J.P. Morgan technology and simplified integration solutions along with:

- Our multi-billion dollar investment in technology and cybersecurity. This allows TSU to take advantage of our industry leading products and services to enhance efficiencies and automate your business processes securely.
- Our use of artificial intelligence, machine learning and over 115 available APIs offered for enhanced analytics and better decision making to decrease manual intervention. This will empower you to redeploy resources to more strategic efforts.
- Maximize TSU's investment in Banner to send and receive real-time payment information. TSU will continue to easily access critical data in real-time via multiple channels: PC, tablet and mobile devices.

Service philosophy

We are dedicated to providing outstanding service to our clients and this is an integral part of everything we do. TSU is supported by a skilled, Houston based relationship team, comprised of professionals with a variety of expertise who will listen carefully and proactively provide targeted ideas to energize your business.

Your relationship team will consist of:



Allison Bell
Relationship Executive
Allison will continue to serve as your lead relationship contact and is a highly experienced client advocate who maintains responsibility for the overall relationship with TSU



Natanja Johnson
Treasury Management Officer
Natanja will continue to lead the treasury services team and consult with you on an ongoing basis to maintain exceptional treasury management arrangements specifically tailored to meet your needs



Iiesha Leon
Client Service Associate
Iiesha will continue to handle your day-to-day banking needs and services as the single point of contact for your account inquiries



Trina Young
Account Manager
Trina is responsible for assisting the team in building and maintaining positive relationships with TSU.



Tyrus Brailey
Senior Sponsor
Tyrus and Kisha Porch will serve as TSU's advocates at J.P. Morgan's executive levels.



Kisha Porch
Senior Sponsor
Kisha and Tyrus Brailey will serve as TSU's advocates at J.P. Morgan's executive levels.

In addition to your relationship team, TSU will benefit from collaborating with seasoned industry experts like Jeff Nordstrom, who has experience working with higher education organizations. He offers insight to help you continuously improve operations through his knowledge of advanced treasury operations.

Pricing commitment

J.P. Morgan's leadership position, along with our size and scale, allows us to price our services competitively and add value to the services and platforms we deliver. As part of our response, we are prepared to offer TSU the following financial benefits:

- A comprehensive pricing proposal that focuses on a **5-year lock** on pricing to include:
  - A **six month fee waiver,** to start at the initial contract signing

- To give TSU the flexibility to select a banking fee arrangement that meets their future state objectives, we are offering TSU the choice of the following two (2) fee structuring options (Please note that both options exclude the two (2) ATM contracts. Should TSU want to negotiate the ATMs, the below options are subject to change):
  - **Option 1:** We will continue the existing pricing structure implemented in 2018, if TSU agrees to maintain an account balance of $10 million in a DDA, over the next five (5) years.
    - *There will be a 30 day window to recoup balances should they dip below $10 million.
  - **Option 2:** No balance commitments, however, we will apply a slight increase to the pricing offered in 2018, which is based on the current market standards.
    - Please refer to Appendix 1 for fee scheduling options.
- A **waiver on setup fees** for all new services implemented as part of this bid.
  - $7,000 in estimated value. Please refer to and Appendix 1 for fee schedule options.
- An enhanced Bank Managed **Earnings Credit Rate (ECR)**[1] **of 4.00%** and a Bank Managed **Interest Rate of 3.90%** paid on balances held in interest eligible accounts. These rates will be applied to either pricing option selected.
  - Continue to leverage your existing Hybrid Demand Deposit Account (DDA) which combines the benefits of both an interest-bearing DDA and ECR to optimize your return on excess cash, while keeping funds fully operational.
- An **enhanced float schedule** to improve funds availability of your paper based (check) deposits. Additional details included in the Appendix 2.

In addition to the financial incentives detailed above, we offer the following benefits for TSU to consider:

- A Return On Investment (ROI) analysis that goes beyond bank fee savings to achieve incremental savings and financial benefits; numerous receivables and payables models to be explored.
- Insight from illustrative Integrated Payables ROI economic benefit consisting of rebate revenue, process efficiencies and working capital, by allowing us the opportunity to analyze your accounts payable vendor file.
- Business process reviews and commit to regular treasury reviews to manage costs while driving efficiencies.

[1]Rates listed are current as of the date of this proposal and are based on Target Fed Funds (TFF) 550

Why J.P. Morgan

From optimizing working capital to revamping business processes through treasury solutions, you need a financial institution that understands the precise operational and financial challenges of your organization and has long-term experience serving your industry.

Our Higher Education team is dedicated to partnering with TSU to provide industry insights and comprehensive financial solutions that can help TSU stay competitive and deliver results. Your time is valuable, so as you begin the evaluation process, we ask you to consider the following:

- **The experience:** Service should be nothing short of outstanding at all times. The financial institution you choose should exceed your expectations in planning, operational accuracy, troubleshooting, communication, along with a sense of urgency and kindness.
- **Thought leadership:** The bank you work with should employ the very best people in the industry and have the expertise to bring you industry updates, new ideas and best practices on a regular basis.
- **Innovation for impact:** Technology is a significant driver of efficiency and effectiveness. When you select an institution, you are investing in that institution's technology of the future and forming a long-term strategic relationship. You should feel confident they have the resources and vision to stay ahead of the rapidly changing technologies.
- **Aligning TSU**: You deserve a highly experienced team of treasury experts that understand your culture, vision for the future and goals of each of your departments, both individually and as a whole.

"J.P. Morgan's solution combined business process optimization with best-in-class technology to yield significant improvements to Treasury Operations."

Andy Horner, Vice President for Finance at University of Dayton

We understand that TSU is working to achieve an efficient and optimized future state. We know it's all in the details. In our experience, details become more meaningful as differentiators become clearer. We strive to break down the details throughout our response.

Supporting TSU at every step

Since 1982, your J.P. Morgan team has spent time understanding your strategic vision and operational objectives, to function as an extension of your organization. Our role as your banking services provider is to empower you to achieve your operational goals. We believe J.P. Morgan is distinctively qualified to meet your evaluation criteria, and we are confident that we can continue to bring the technology needed, along with innovated ideas, for many years to come.

Solution Overview



Solution Overview

As TSU's treasury services provider, we understand that TSU seeks a capable and proven financial institution to provide holistic support for its treasury management activities. This RFP provides an opportunity for TSU to re-examine its current infrastructure and truly transform its treasury operations.

We want you to know that our vision for your treasury management structure not only aligns with the objective set forth in the RFP, but also includes our prior interactions with the TSU team. The following solution summary presents our recommended account structure, technology integration, and value added solutions to help drive operational outcomes, enhance automation and reduce staff time spent on manual processes.

With a well-thought-out strategy through a business process review, we implement solutions that will help drive operational outcomes, enhance automation and lower staff time spent on manual processes.

Account structure

The core building block of a treasury relationship is an efficient account structure. We are proposing the continued use of the existing zero-balance-account (ZBA) structure for all TSU accounts where balances can be comingled or consolidated.

To simplify the reconciliation process and to gain better cash visibility, we recommend segregating payables and receivables through separate respective accounts. This recommendation is showcased in our future state structure.

Additionally, we recommend that the existing operating account serve as the master concentration account only. This means the operating account will sit atop of the structure, as the concentration or master account. This account's primary function is to consolidate all excess balances, as well as to cover any balance deficits from all participating accounts.

Below is a diagrammatical view of TSU's current structure along with our future state recommendation:

Current account structure

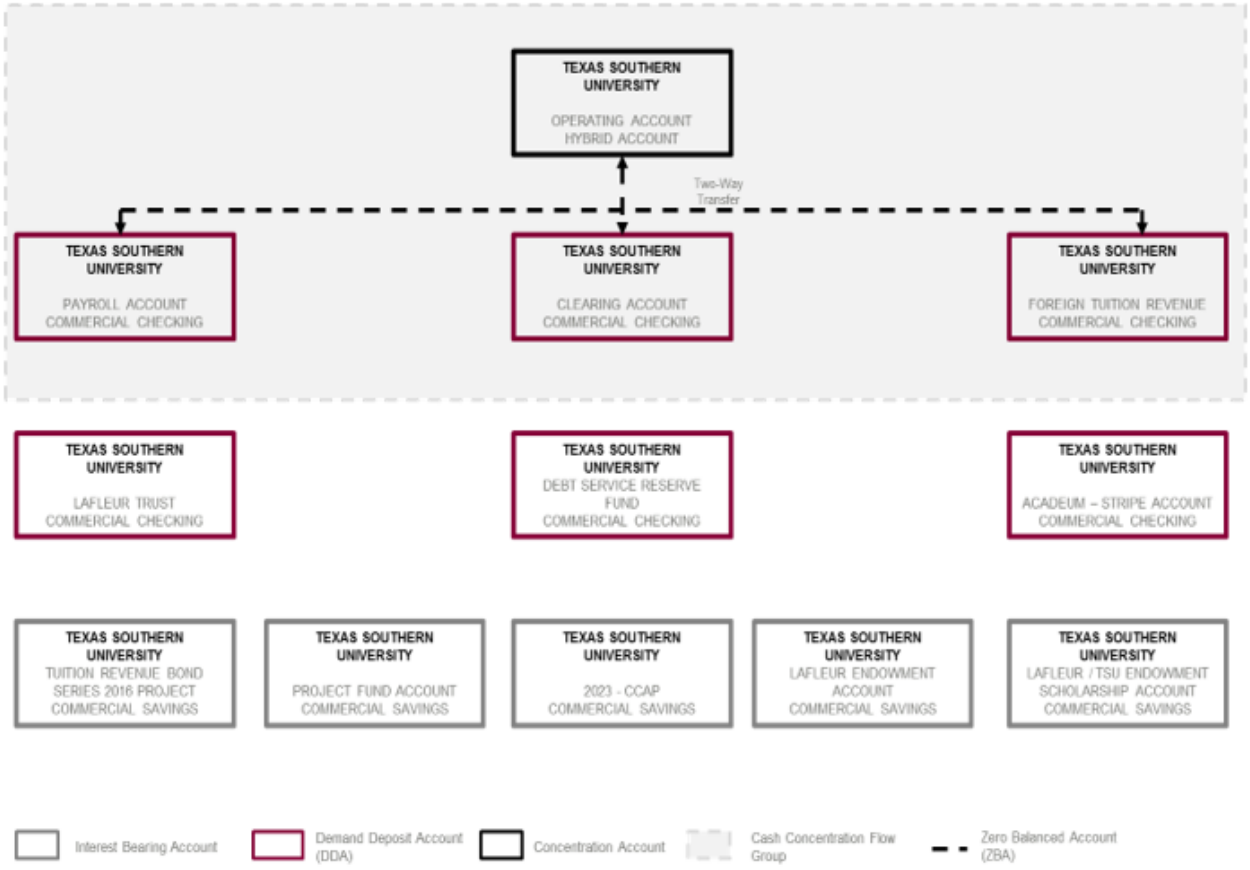


Figure 1

Future state vison

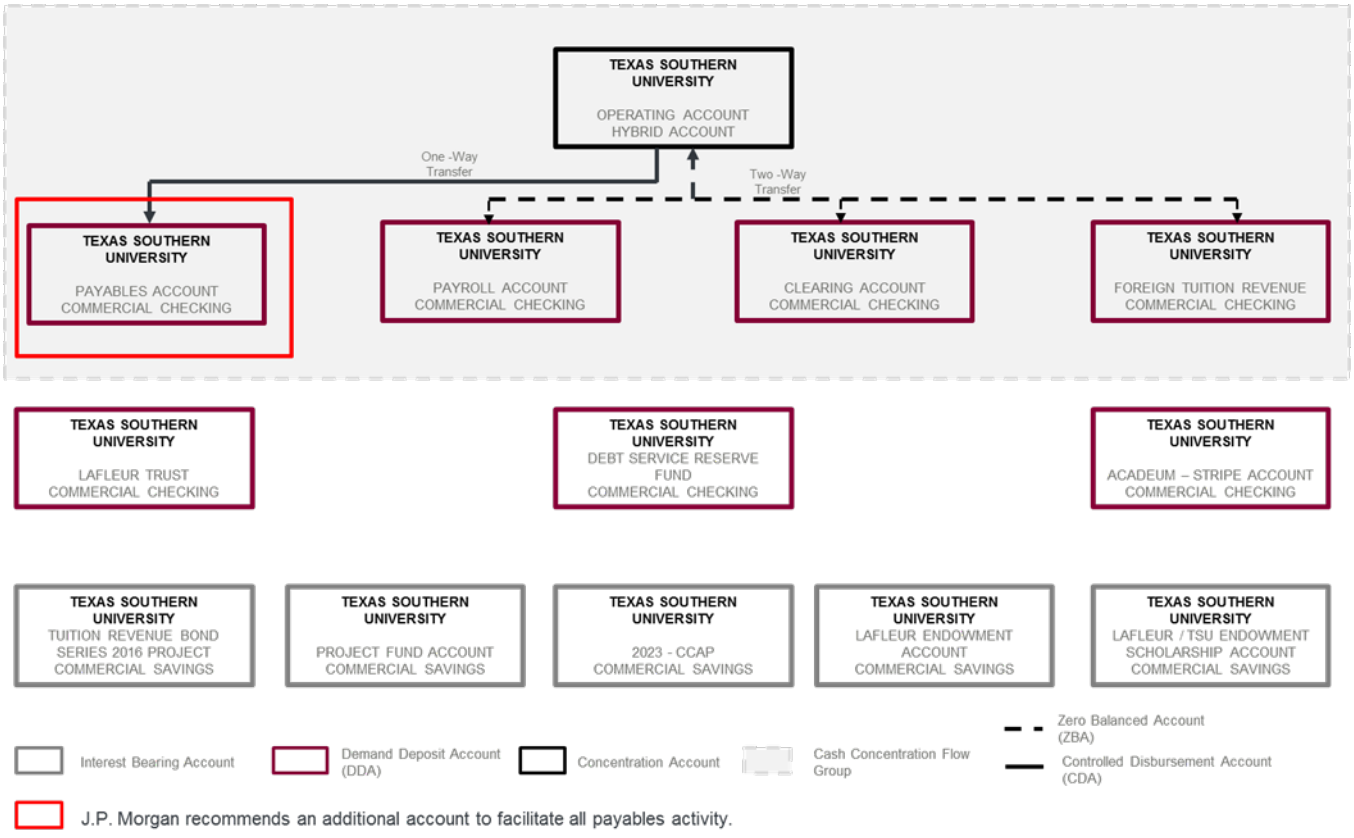


Figure 2

We are also proposing the use of Cash Concentration reporting via TSU's J.P. Morgan Access Liquidity Solution's module. This module will provide TSU with a real-time view of the cash concentration structure and balances.

Visibility

- **Manage cash position in near real time**: Make faster, more informed decisions with consolidated cash position and investment information from and third party banks.
- **Manage physical cash concentration structures:** An online diagram of accounts gives you a thorough understanding of structures across the enterprise and easy access to account details for internal audit and tax purposes.
- **Monitor daily intercompany cash movements**: Achieve this with detailed reports on intercompany loan positions and interest accruals.

Control

- **Pinpoint cash**: Information can be filtered to help identify potential currency, counterparty or country cash exposures.
- **Manage and monitor treasury activities**: Using robust online administration tools, you can control authorization for specific functions, including transaction approvals.
- **Initiate Liquidity investment positions**: This is found in specific locations with an online initiation tool.

Graphic representation of cash concentration structures

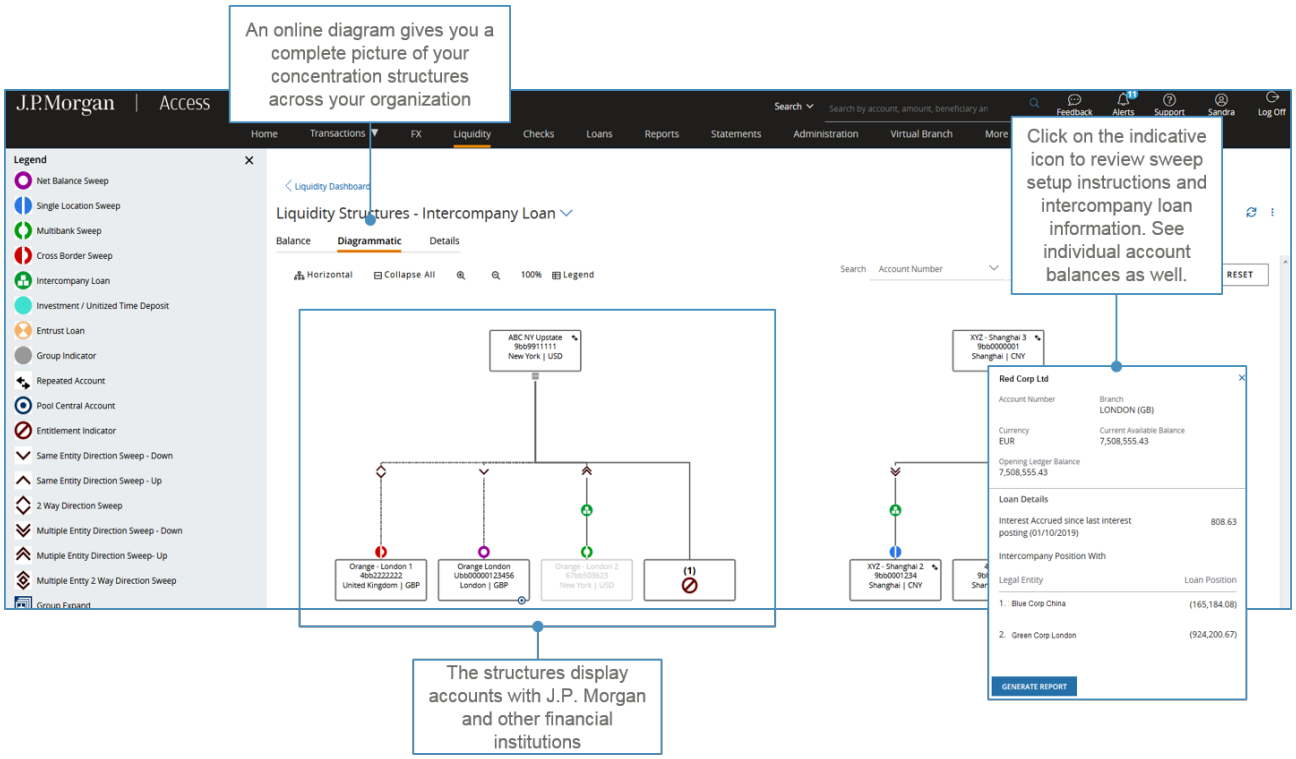


Figure 3

Reporting

We recommend the continued use of TSU's current banking portal, J.P. Morgan Access, for all real-time information reporting. Whether your cash sits in one or multiple accounts, J.P. Morgan Access provides you with all critical cash management information and tools.

Optional enhanced reporting services

To maximize the decision-making process for higher education clients like TSU, J.P. Morgan continues to invest in the area of reporting to deliver value-add solutions to reduce manual staff involvement.

Listed below are just a few of our recommendations to enhance TSU's current reporting and reconciliation process:

- **File Transmission Reporting:** To address TSU's need for automated reporting solutions into Banner, we recommend leveraging TSU's existing connection with J.P. Morgan to implement our File Transmission Reporting solutions for your daily reporting and reconciliation needs. File Transmission Reporting includes account balance and transaction information, as well as advices, returns and rejection notifications.
    - Similar to what's being delivered to TSU today via the J.P. Morgan Access portal, this information can be automatically integrated into Banner in BAI2, MT940/942 or ISO 20022 XML file formats to facilitate automated reconciliation.
- **Cash Flow Visibility:** A dynamic data visualization tool that allows you to create charts and graphs showing you where your money is coming from and going to in easy-to-understand ways.
- **Cash Flow Intelligence:** A powerful in-house cash forecasting tool built into J.P. Morgan Access which is driven by AI algorithms. This allows you to develop more robust and accurate cash forecasts.
- **Reconciliation Rules Mapping Engine:** This is a new tool in our online banking portal which allows users to create custom mapping rules in the reporting module to ease reconciliation and aid in journal entry coding.

Beyond these innovative solutions above, the following J.P. Morgan Access services are offered at no cost to you:

- **J.P. Morgan Access® Insight:** A fully integrated cash management tool using Excel to allow clients to auto-populate their daily cash positioning spreadsheet with balances and transactions.
- **J.P. Morgan Access ® Help Center:** Training webinars found online in the Access Help Center. Our webinars are live facilitator-led web conferences that include question and answer sessions that allow full participation between the audience and the presenter. You can register for training webinars via Access Help Center.
- **Alerts:** To help you manage your accounts.
- **Transaction services:**
    - 7 years of wire details for both incoming and outgoing wires.
    - 15 months of historical ACH transaction information on all ACH-originated payments.
- **Access Mobile:** Helps you manage your accounts on the go.
- **Online bank statements:** We offer TSU electronic bank statements within two business days after statement cutoff date, along with a 7 year retention period.
- **ACH debit block email notification**

- **File management notifications**

Payables

We recommend that TSU maintains the use of positive pay and payee verification services on all check disbursement accounts, along with check debit blocks placed on accounts designated as receipt or electronic payment only accounts. To compliment positive pay, we also recommend the continued use of our ACH fraud preventative service, ACH Transaction Blocking, to restrict unauthorized third party debits to your bank accounts.

Modernize TSU payables process

We take a holistic approach to recommending the appropriate payment methods to increase operational efficiencies and improve working capital across the entire payables spectrum. Provided below are our recommendations to enhance your payables process:

- **Controlled Disbursement Account for Accounts Payable:** We recommend segregating all accounts payable activity from the operating account into its own separate payables account, as noted in the future state structure. For this account we recommend a controlled disbursement account for your accounts payable activity. This would allow 99% of your check activity to be presented and reported by 7:00 a.m. CT. The funding report will be available via J.P. Morgan Access and will include both check presentments (number of checks, total dollar amount) and ACH transactions (volumes and total dollar amount).
- **Check Print Outsourcing:** To further drive efficiency, we recommend TSU consider outsourcing your check printing to J.P. Morgan. We have offered check print outsourcing to our clients for over 20 years and print greater than 35 million checks per year.
- **Concourse for Student and Employee Payments:** Our Concourse platform offers a modern, intuitive and simple interface to payees receiving payments from TSU. Concourse offers automatic payment communications to payees via a TSU-branded email or SMS text. In addition, a TSU-branded customer portal is available where payees can review payment details and accept payments through their preferred payment method made by you.

  Concourse offers the flexibility for TSU to initiate payments to your counterparties intelligently and offer them a variety of payment options to choose from.
- **Account Validation Service (AVS):** As the volume of electronic payments has grown, so have occurrences of fraudulent activity and administrative returns. To reduce instances of fraud, J.P. Morgan has developed Account Validation Service (AVS) which leverages the Early Warning® National Shared Database Resource to further protect high-risk payments. AVS offers a proven, secure and compliant solution that helps protect your payments, minimize errors and reduce returns.
- **Virtual Card and Virtual Card Mobile Solutions:** A credit card-based payment method that helps TSU more efficiently manage the administering and monitoring of funds issued on behalf of the university. Virtual cards also help reduce costs and transform traditional areas of expense into potential revenue generators by offering rebates to clients based on total spend, reducing costs associated with check processing and improving working capital.

Most importantly, we strive to meet your payables goals, including reducing checks and helping to provide security while driving automation and monetization.

Receivables

We recommend the continued use of our branch, vault and remote depositing services for TSU's daily cash and check depositing needs.

We also recommend the use of our proprietary, industry leading internet-based receivables portal, Receivables Online, which gives TSU the ability to review images of checks, remittance documents and envelopes for all accounts where this feature's been enabled.

Enhanced receivables

Along with the service outlined above, adoption of receivables reconciliation services provides lower transaction processing costs and accelerates posting to your accounts. Highlighted below are just a few of our recommendations:

- **Supplemental data entry:** Receivables Online provides online tools to augment payment-only transactions with remittance data from external sources, resulting in more timely and automated cash posting. This feature gives you the opportunity to research items received without the necessary supporting detail and to add the missing reference field(s) to the transaction within Receivables Online. If the field is added prior to the cash-posting file being generated, it will be included in the file allowing that item to be posted without incident. Use of Supplemental Data Entry allows for same day "exception resolution" rather than next day.
- **Alerts:** Receivables Online can be set up to send TSU timely notification of important events, such as payment receipt, returned checks, rejected remotely captured items and newly created remittance advices. Alerts can be designated as one-time or recurring.
- **Virtual Reference Numbers (VRN):** Assign a department or a supplier a VRN to easily identify incoming payments without requiring multiple accounts or circulating emails around campus.
- **Unique location identifiers (ULIDs):** Use deposit slips preprinted with a ULID for each of your locations allowing you to see your deposit history information sorted by account and ULID.
- **Cashless campus:** Conduct ROI analysis and leverage TSU's existing Smart Safes solution to reduce your armored services schedule and lower the number of vault deposits to further reduce costs.
- **Merchant Services:** Benefit from a fully owned merchant processing platform and one of the largest processors in the country. Our model drives down friction where possible and speeds up settlement to your account. All this is backed by our fortress infrastructure and our team who provides TSU with ongoing PCI and regulatory guidance.

- **Lockbox Solution (Optional):** As an alternative to our remote check deposit solutions, our bank-owned lockbox is a comprehensive collection system that uses strategically located lockboxes throughout the United States to process incoming receipts and update the accounts receivables systems for our lockbox clients. All of our sites operate under the same platform, which would allow TSU to have a single process supporting all payments.

Liquidity

In today's rate environment, TSU receives the benefit of both Earning Credit to help with the offsetting of service fees, along with hard dollar interest on balances held in interest bearing accounts. Additionally, TSU's instance of J.P. Morgan Access is equipped with the Liquidity Solutions Module, which allows for direct, user-initiated investments into the U.S Government Fund earning at the highest (Capital) share class.

We recommend continuing to utilize this module to invest excess cash, as invested funds are fully liquid and are easily accessible as long as the funds requested are made through the module before the 1:30 p.m. CT cutoff. Please find all fund related information, prospectus and yield information at: https://am.jpmorgan.com/us/en/asset-management/gim/liq/products/performance-and-yields

Effectively manage liquidity

For all cash remaining across all accounts, TSU will benefit from a Bank Managed* Rate of 4.00% and a Bank managed* interest rate of 3.90% this includes the Commercial Checking, Commercial Checking with Interest, and Hybrid DDAs.

This would allow TSU to gain:

- **Operating efficiencies:** Earnings credit is automatically applied to bank service fees to help offer simplicity and ease, while earning interest on the excess that is not needed to offset bank fees.
- **Optimize operating value:** Earnings credits can reduce overall cash outlays for operating expenses, helping to optimize operating value. Receive interest on the excess that is not needed to offset bank fees, with the Hybrid DDA, Commercial Checking with Interest and J.P. Morgan Access Liquidity Solutions (ALS) options.
- **Operational control:** Earnings credits can reduce overall cash outlays for operating expenses, helping to optimize operating value. Funds directly invested via the ALS module remain fully accessible, as long as they are redeemed before the 3:30 p.m. CT cutoff.

Ongoing service and support

The most important measure of performance quality in any business is how well and how quickly problems and questions are handled and resolved. At J.P. Morgan, the quality of our client service is what differentiates us from other providers. Our experienced staff is fully equipped to take ownership of inquiries and provide prompt and professional responses. We are pleased to confirm that Iiesha Leon, who has deep familiarity with your existing business, will continue to serve as TSU's dedicated CSA, making certain you will continue to receive the same high levels of service you have become accustomed to.

We take a consultative approach with our clients. Our Industry Solution Specialist (ISS) group is an in-house experienced team of higher education advisors that have direct treasury practitioner experience. Our consultants proactively track industry trends, identify best practices as well as provide practical, in-depth recommendations on treasury and financial business process definitions.

Get the service you want without compromising security

We take cybersecurity very seriously. TSU's security is top priority as cybersecurity becomes increasingly more complex and dangerous. Keeping your information safe is paramount.

Beyond certifying we have a fortress foundation and firmwide resiliency, our commitment is ongoing as we work with you to combat the threats that face TSU. We provide education on the identification and mitigation of cybersecurity risks. We will meet with your departments to share how we defend ourselves and ideas on how to protect your organization. We will also share where we are seeing fraud take place and ideas on best practices for your environment.

Keeping your information safe is paramount

- $15 billion technology spend
- Over 600 employees across the firm dedicated to this infrastructure

Let us continue to help transform treasury for TSU

The importance of working with a bank that is able to support your immediate objectives and future growth plans cannot be understated. Continue to expect nothing less than proactive thought leadership, personal customer service and innovative technology to further drive automation.

We have the experience, the products and the people to effectively and efficiently manage your business and we look forward to growing our banking relationship with you.

Scope of Services



SECTION VII GENERAL INFORMATION QUESTIONNAIRE

Please answer the following questions as a part of your proposal response. Type the question before your answer. In answering a question, you may refer to other sections or exhibits of your proposal by reference to the page where the information may be found. If the answer to one question appears in the answer to another, you may refer to your other answer. Answers should be sufficiently detailed to make unnecessary any further inquires by the University.

Failure to respond completely to any of these questions may result in the entire proposal being rejected.

Respondents are requested to submit a complete response to each of the below listed items. Responses requiring additional space should be brief and submitted as an attachment to your proposal package. Please reference each response by its item number indicated below.

SUBSECTION A: BANKING SERVICES

Company Profile

1. **Describe your company, including the following: major lines of business; name; number and location of divisions or operating units; customer base; annual sales of revenue; and performance trends. Provide an annual report, 10K, 10Q and other relevant financial information, if available**

   JPMorgan Chase & Co. (JPMorgan Chase) is a financial holding company. Its principal banking subsidiary is JPMorgan Chase Bank, N.A., a national banking association with branches in 48 states. Here are some other key distinctions we think you should know about us:

- Our principal nonbank subsidiary is J.P. Morgan Securities LLC (J.P. Morgan Securities), a U.S. broker-dealer.
- The firm's principal operating subsidiary outside the U.S. is J.P. Morgan Securities plc, a U.K.-based subsidiary of JPMorgan Chase Bank, N.A. JPMorgan Chase Bank, N.A., is wholly owned by JPMorgan Chase & Co.
- JPMorgan Chase is a leading global financial services firm with assets of more than $3.9 trillion.
- A component of the Dow Jones industrial average, JPMorgan Chase & Co. has its corporate headquarters in New York.

WE'RE STRONG IN NUMBERS

JPMorgan Chase has a global reach

We have 140 locations across the U.S. and 32 major international cities. Commercial Banking provides comprehensive financial solutions, including:

- Lending
- Treasury services
- Investment banking
- Asset management

The firm serves millions of consumers in the United States and many of the world's most prominent corporate, institutional and government clients under the J.P. Morgan and Chase brands. Additional information about the firm is available at www.jpmorganchase.com.

As of September 30, 2023, JPMorgan Chase & Co. has:

- Headcount of 308,669 employees worldwide.
- Market capitalization of $419.3 billion.
- Deposits of $2.4 trillion.
- Loans of $1.31 trillion.
- Total stockholder equity of $317 billion.
- Tier 1 and total risk-based capital ratios 15.9% and 17.8%, respectively. The ratios presented are calculated under the Basel III Fully Phased-In Approach.

Lines of business

Both JPMorgan Chase & Co. and JPMorgan Chase Bank, N.A., are managed on a line-of-business basis. The business segments are based on the products and services provided or the type of client served. The services required to meet your requirements will be provided through our Commercial Banking line of business.

JPMorgan Chase & Co. current organization by lines of business



Figure 4

Annual report

For TSU's convenience, J.P. Morgan makes our financial statements and other publicly filed documents available through our website: https://www.jpmorganchase.com/corporate/investor-relations/annual-report-proxy.htm. This link provides past and current JPMorgan Chase & Co. Annual Reports, which include audited financial statements.

2. Describe the structure of your treasury organization.

JPMorgan Chase & Co. is a leading global financial services firm with assets of $3.9 trillion and operations worldwide. The firm is a leader in investment banking, financial services for consumers, small business and commercial banking, financial transaction processing and asset management. We serve millions of consumers in the United States and many of the world's most prominent corporate, institutional and government clients under our J.P. Morgan and Chase brands.

Our Payments business is a full-service provider of innovative cash management, liquidity, merchant and commercial card services—specifically developed to meet the challenges treasury professionals face today.

More than more than 135,000 corporations, financial institutions, governments and municipalities in more than 160+ countries and territories entrust their business to us. More information can be found at www.jpmorgan.com/ts.

Helping you meet today's challenges

Let J.P. Morgan Payments help you:

- Make treasury operations, payments and collections processes more efficient
- Manage financial information
- Become more competitive by reducing costs in non-core processes
- Manage operational and settlement risks.

Within Commercial Banking, the public sector is a key industry segment in which we continue to invest and enjoy ongoing growth. Our Government Specialized Industry segment provides financial solutions such as tax processing and general banking services to more than 1,900 clients at the state and local government levels. There are more than 230 professionals supporting this industry.

3. Describe the treasury management software and hardware used by the company. Discuss any systems (e.g., enterprise resource planning, accounting) that interface with the treasury management software.

We continue to offer a variety of file-based reporting options through standard communication connections to facilitate reconciliation within your Enterprise Resource Planning (ERP) system, Banner.

Alternatively, continue to leverage our suite of API offering to receive information reporting directly back into Banner that you can integrate it into your system in a manner that you see fit.

OUR PRIORITY. Our top priority is helping our clients accomplish their goals of automation, standardization and straight-through processing

Take advantage of our proven track record and let us support the integration journey between Banner and the electronic banking channels we offer.

Benefits of our approach to **ERP and treasury workstation integration**

LEVERAGE INVESTMENTS

Leverage your technology investment in your ERP/TWS

SOLUTIONS THAT FIT

We tailor solutions that fit your environment and IT resources

REDUCE EXPENSE

Less technical effort in future integrations with configurable interfaces and adaptors

FAST IMPLEMENTATION

Accelerate onboarding and take advantage of innovative treasury services that save you time and money

THE SUPPORT YOU NEED

Rely on the resources and guides we provide to support your ERP/TWS configuration

Benefit from our expertise in integration

Our extensive experience working with premier treasury workstations and enterprise resource planning vendors helps us identify integration opportunities for our clients.

Thousands of our clients benefit from streamlined integration from our electronic banking system, J.P. Morgan Access, to their accounting system. On average, we implemented more than 400 ERP and/or TWS integration projects annually for the last few years. Most involve commercially available systems.

Easy to map files to standard formats

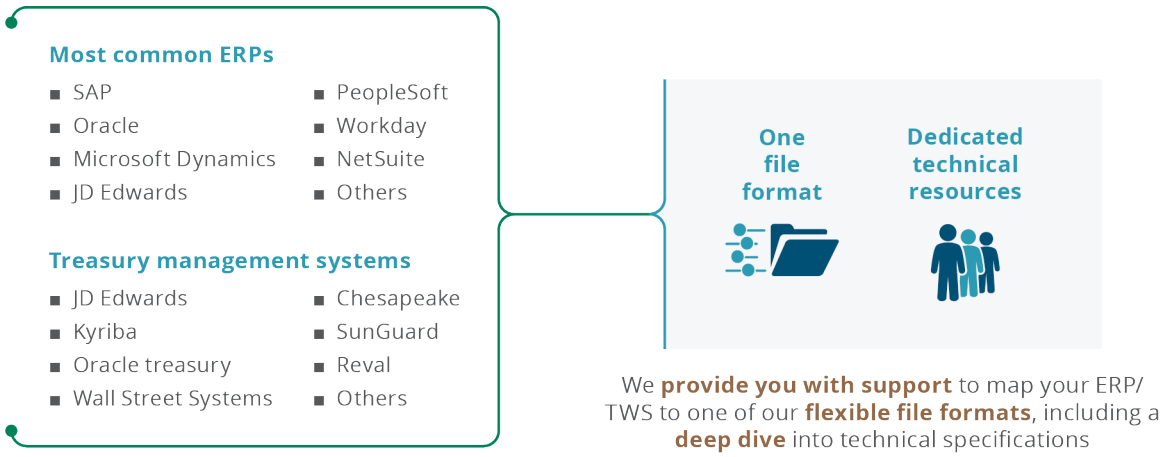


Figure 5

We view the implementation process as a pivotal phase in our relationship and an opportunity to continue earning your trust with our expertise and consultative capabilities.

Electronic Banking and Information Reporting

4. Describe your balance reporting platform; include pervious day balance reporting, current day balance reporting, current day debit and credit transaction reports, and return items.

With J.P. Morgan Access, TSU continues to receive a highly intuitive and easy to use, cash management solution that seamlessly integrates all treasury activities through a secure portal using a single authentication process.

Advantage for TSU: J.P. Morgan Access ranked #1 for digital capabilities including top rankings for product capabilities, integration and other corporate services in 2021.

2021 Coalition Greenwich Digital Banking Benchmark study

As an integrated cash management platform, our online platform transforms the way treasurers manage and monitor cash balances, daily transactions and information. Our service is proof of our commitment to investing in leading edge technology, product innovation and improving the client experience.

Our comprehensive cash management system at a glance

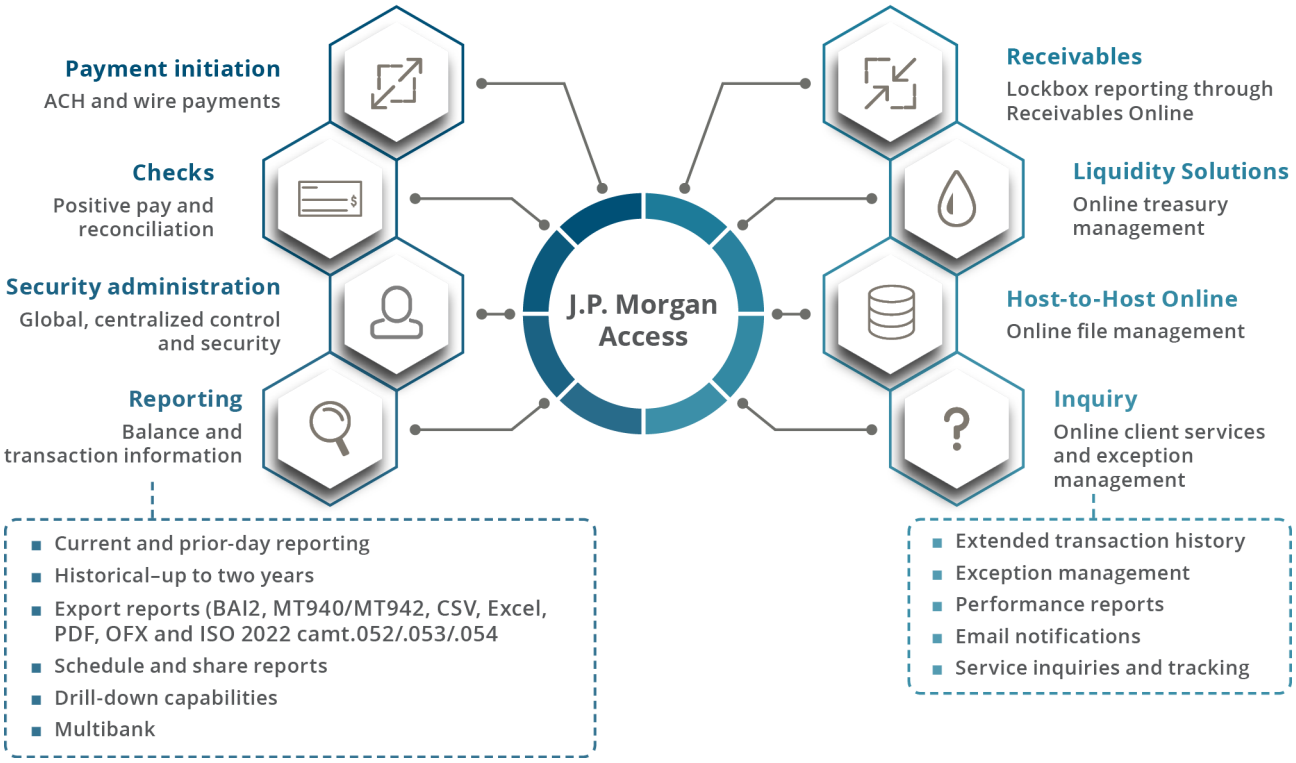


Figure 6

The online portal represents a simple, intuitive and multi-functional channel that continues to provide rich information and transaction capabilities with a **single sign-on** to product applications across the Treasury Services product line.

Comprehensive functionality provides secure, seamless access to products across our services. Review and manage data, customize treasury activities, initiate payments, coordinate entitlements and manage tasks with a **single point of access** to cash management.

Benefits of our approach: Online portal—simple, intuitive and integrated	
	**Powerful security** **Receive protection of privacy and authenticity of users, data and transactions** when you access the portal via our sophisticated multi-layer security system
	**Easy to use** **Use a single sign-on** and seamlessly access authorized accounts and functionality with automatic upgrades when users sign on
	**Saves time** **View critical information at your fingertips** on your customized home page—with features and capabilities that are just a few clicks away
	**Alert notifications** **Set up a variety of customizable business critical alert notifications** to save you time and make sure you don't miss anything
	**Decision support interfaces** **Manage your data effectively** using filtering and export technologies
	**Virtually effortless administration** **Security administrators use simple and intuitive tools** to manage frequent user entitlement changes in real time, and **save time** with features like cloning entitlements and cloning account and user groups
	**Flexibility** **Select the services required** to support your current business environment and add additional services **as your needs evolve**
	**Self-service training and education** **Access a single and consistent location** called the Access Help Center for product and service learning options, a guides library, an intuitive online webinar registration tool that allows your staff to participate as needed—plus other tools and resources

Cash Reporting

Our online portal allows TSU to retrieve real-time and previous day posting of information each business day. The cash position of accounts held by us and other financial institutions can be viewed in an online, secure environment. Current-day information is updated throughout the business day for designated accounts.

Also, you can access useful information to aid in planning funding and investment strategies, including top-line summaries, detailed transaction records and historical reports for up to two years. User entitlements can be managed to control access to accounts and reports, including:

- Balance and Transaction Report
- Interactive Transaction Report
- Returns and Exceptions Report
- Payment and Template Reports

- EDI Report (U.S.-based accounts)
- Wire Detail Report

Cash reports

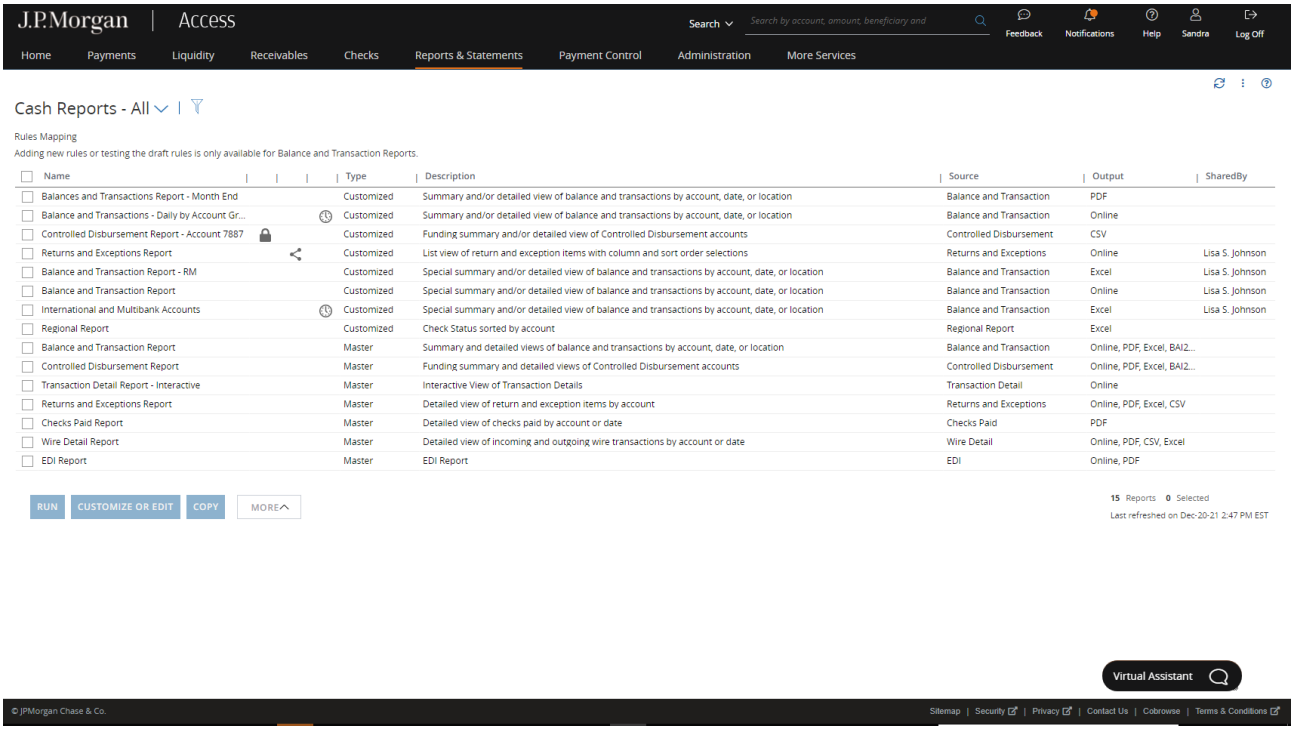


Figure 7

A variety of filters can be used to pinpoint desired transactions for enhanced data management. An export feature offers a variety of formats to facilitate data integration with your accounting and decision support platforms.

Reports can be scheduled with the frequency and format desired by each user and shared with other users.

Transaction initiation and template reporting

Transaction reports are available for transactions initiated through our online portal for accounts held at both J.P. Morgan and other financial institutions. Template reports provide details on all templates set up by clients on these accounts.

Transaction reports include:

- Transaction details
- Transaction history

Template reports include:

- Template history (last date used, setup, approval and activation)

- Transaction methods and descriptions (wire, book transfer, ACH, account transfer)
- Transaction creation method (free-form, imported, from template)
- Transaction status (saved, pending approval, pending release, rejected, released, delivered, completed, rejected by bank)
- Template creation method (free-form, imported)
- Template status (saved, pending approval, pending activation, active, inactive, rejected)

Return items

Depending on which services you select, notification of change and returned item advices transmit on the day of posting through:

- Transmission
- J.P. Morgan Access
- Encrypted Email

Additionally, J.P. Morgan Access can be used to retrieve return/NOC information, post settlement date.

Return files are available at the start of business, Monday through Friday. This information includes:

- Original date of settlement
- Return date
- Return reason code
- Information included with the original transaction(s), such as:
  - Client individual name
  - Individual ID
  - Receiver's account/ABA, amount, etc.

For sample reports, please see Appendix 3.

5. Discuss the inquiry capabilities of your electronic banking system.

TSU can make inquiries in multiple ways:

- On **specific transactions** by individual account or by multiple accounts for prior-day, current-day and date range selections
- Against **historical data** for 45 days or up to 2 years, depending on the entitled account's history retention settings.

For a quick snapshot of your balances, can use the home page to view current-day or prior-day balances, down to transaction summary, such as totals for lockbox, wires, ACH, etc. and transaction detail. Each level allows for printing and exporting results.

Checks

Initiate check status inquiries, place stop payment requests and removals and view images of paid items.

Perform single and range-based searches by account number, check number and amount, sequence number, paid and issue date and payee name. Custom search fields chosen by TSU, such as general ledger number or vendor number can be used. The results tell you whether the check is still outstanding, has an active or revoked stop, is canceled (voided), was returned or has been paid.

The check inquiry feature provides online image history for 7 years as a standard offering, with an option to extend to 10 years.

J.P. Morgan Access Transaction Services

Transaction Services offer you tools to obtain payment details on both incoming and outgoing ACH and wire transactions. Initiate these functions:

- Electronically request that we investigate a transaction
- Exchange messages with us concerning pending inquiries
- Send amendments, cancellations and debit authorizations securely for Funds Transfer transactions
- Determine if a bank is an ACH member
- Send reversals and reclaims for ACH transactions
- Retrieve and view case history on open, pending and closed inquiries
- Obtain a Reversal/Reclaim Report

You may also use the online portal's inquiry capabilities to view and print MX-formatted outgoing payment instructions and send to your beneficiaries as proof of payment.

6. How many days history can be accessed through the system?

Our banking portal offers 45 calendar days of account balance and transaction data (standard). Upon request, for report retention, the system can store 90 calendar days, 1 or 2 years of data.

Wire Transfer

7. What differentiates your service from other providers?

TSU can continue to utilize J.P. Morgan Access — our award winning intuitive, integrated platform that is fast, flexible and easy to use for wire initiations.

Wire transfer initiation via J.P. Morgan Access

The banking portal continues to provide you with a complete range of funds transfer services supporting U.S. dollar and multicurrency payments. Our solution supports wires (Fedwire and CHIPS), book transfers, drafts, account transfers and U.S. drawdown transaction initiations using both predefined (repetitive) templates and free-form formats.

TSU establishes user entitlements. Your security administrators authorize users to add, modify, delete, approve and/or release wire transactions, as well as add, modify, delete, approve and activate predefined templates. Receive a client confirmation number immediately upon release to the funds transfer processing platform. Confirmation numbers are accessible using the cash reporting features of the banking portal.

Future-date capability is available, supporting 365 calendar days for same-currency wires initiated from U.S. accounts.

8. Are the bank's checks, ACH and wire transfer systems integrated? If so, describe. If not, discuss any plans to do so and the estimated date that the integrated system will be offered.

Yes. Host-to-Host Online available through J.P. Morgan Access supports the ability to upload a single file with mixed payment types in ISO 20022 XML v3, SAP IDoc and our proprietary Global Flat File (GFF) formats, including the following payment types:

- Domestic U.S. and global wire payments
- Domestic U.S. and global ACH payments
- U.S. and Canada check payments
- Global multibank payments
- Domestic U.S. Virtual Card
- Same currency and cross-currency urgent and non-urgent payments

The Host-to-Host Online service requires a subscription to J.P. Morgan’s File Transmission Payments service.

9. Does the bank's system offer self-administration for user maintenance and user deletes via the internet? If so, please list the user functions that are available.

Your assigned security administrators maintain TSU's security environment in the online portal using the online administration tools available in Manager.

Manager provides **simplified, self-service** administration capabilities. It's the security administrator's **one-stop-shop** for all administration functions. It all starts with the Manager **menu**.

Manager navigation

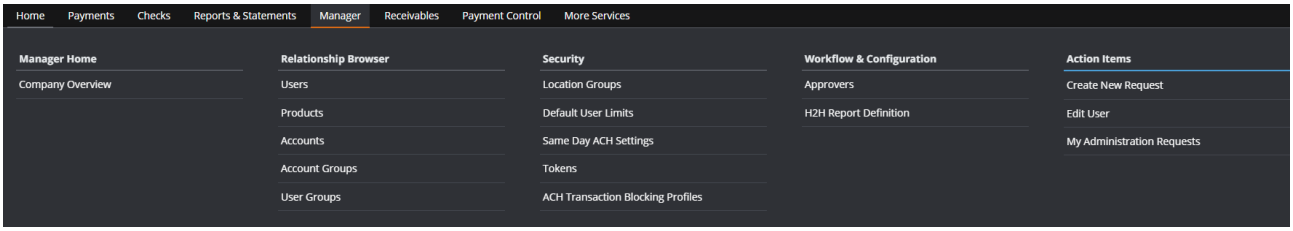


Figure 8

Manager menu options help security administrators take action. View your administration options in the main Manage menu including:

- **Manager Home** is where you access your Company Overview to view your relationship summary and navigate to common pages to view more detail, including accounts, products and users; additionally you can approve requests and initiate user management.
- **Relationship Browser** is where you can see relationships between accounts, products & users to understand your relationship structure and verify user entitlements.
- **Security** is where you set up location groups, default user limits and same-day ACH functions, as well as manage tokens.
- **Workflow & Configuration** is the place to select approvers, set up approval rules and categories.
- **Action Items** is where you create new requests and view and edit user details.

User entitlements

TSU nominates your own security administrators to establish and approve users for accounts, services and functions using an online entitlement feature. As a standard practice, and to help TSU maintain audit controls, a minimum of two security administrators are required for user setup and maintenance.

- One security administrator establishes users for accounts, services (e.g., ACH initiation, funds transfer initiation or balance reporting) and functions (e.g., reporting, transaction initiation and transaction approval or release).

- A second security administrator approves the user entitlements granted by the first security administrator.
- For each user created by a TSU security administrator, we establish basic authentication user IDs. Digital signature authentication IDs are established for users authorized for transaction initiation and administrative functions.
- RSA SecurID tokens are assigned by the security administrator to those users who need to perform digital signatures.
- Users log on to the portal to start the new user identification process with the secured information provided in a welcome email generated after the user was created and approved by the security administrators. The user validates their contact information, leverages a one-time pin and creates their own password.
    - This logon procedure, in combination with the acknowledgement and pre-established user entitlements, creates an electronic user profile that is employed for all J.P. Morgan Access communications with J.P. Morgan. Each user's desktop view of the portal reflects the accounts, services and functions to which that user has been entitled.

Standard security administrator model

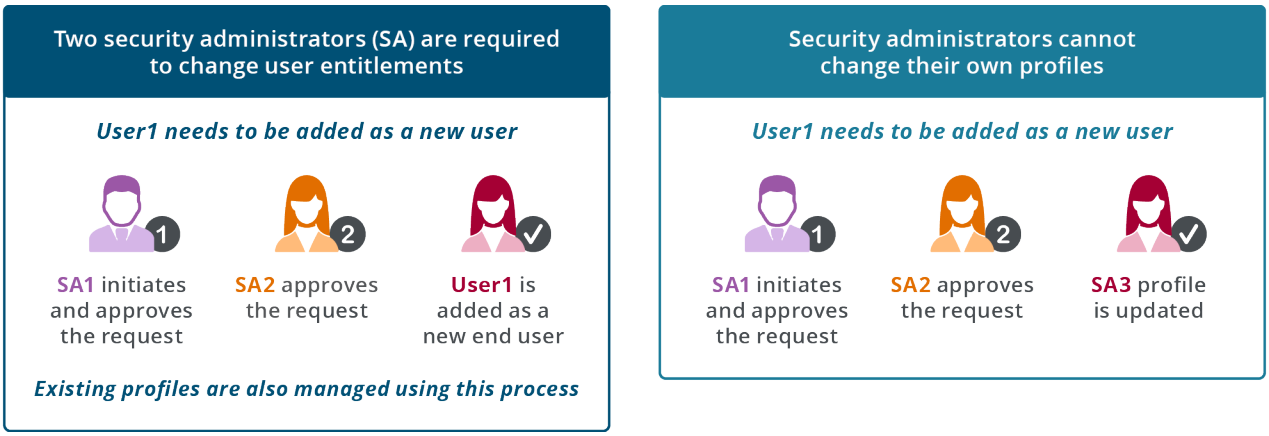


Figure 9

You can waive the requirement that a security administrator cannot make a change to their own profile providing that a second security administrator approves those changes.

10. What are the opening hours and cut-off times in Central Standard Time for initiating a wire transfer to ensure same day execution?

Payment/receipt processing operates from 8:00 p.m. CT each Sunday through 6:00 p.m. CT each Friday, excluding U.S. Federal holidays. We provide our clients with generous cutoff times to enable same-day execution of their payment instructions by actively participating in the extended CHIPS and Fedwire operating hours.

USD clearing opens on Saturdays at 9:00 p.m. CT for Monday value date processing of book transfers initiated through the weekend and Monday, if also a holiday. Clients will have the ability to process their U.S. dollar book transfer straight through payments during these additional hours; however, repaired payments are delayed until the normal operating hours of the FED and CHIPS.

Timeframes are outlined below (all times are CT). Please note, payments requiring repair have a cutoff time 30 minutes prior to the times stated below. Payment instructions received after these cutoff times are completed on a reasonable-effort basis.

	Input method		
Type of transfer	**Internet**	**File Transmission Payments**	**Automated standing transfer**
Fedwire	5:15 p.m.	5:15 p.m.	See note below (1)
Book transfer/internal	6:15 p.m.	6:15 p.m.	
Drawdown (via Fedwire)	4:30 p.m.	4:30 p.m.	
International (USD via CHIPS)	4:30 p.m.	4:30 p.m.	

(1) Automatic Standing Transfer: As standing orders/payment instructions are repetitive, there is no deadline, per se. In most cases, we execute the standing order early each morning. If it is to be based on an account balance either in a J.P. Morgan account or in an account at another bank, the transfer will be based on the closing balance as of the prior business day.

11. What is the cut-off time for incoming domestic wire transfers to receive same day credit?

For U.S.-held accounts, the cutoff time for incoming credits is the close of Fedwire at 5:45 p.m. CT.

12. Describe the bank's procedure for providing payment confirmation information.

Here’s our procedure for providing payment confirmation information.

J.P. Morgan Access

The online portal provides transaction reference numbers when the payment instruction is released. Our highly automated systems release transactions minutes after input. The full wire execution and confirmation process, including release to the clearing system, receipt of a clearing system reference number and making this reference number available to TSU, is completed within minutes of initiation.

Once the transaction has been processed and pushed to the respective clearing, a unique transaction reference number is automatically generated by our internal processing system. Reporting is made available to you through the online portal, providing summary-level information for all transactions initiated and their status (Entered, Approved and Released), based on a specified date range.

Federal Reserve reference number

The clearing reference number (e.g. fed reference number) is available through the banking portal.

13. How soon after wire execution would a Federal Reference number be available?

Our highly automated systems release transactions to the Fed minutes after input. The full wire execution and confirmation process, including release to the Fed, receipt of a Fed reference number and making this reference number available to TSU, is completed within minutes of initiation—assuming that adequate balances are available in your account and the payment does not stop for OFAC review.

Fed reference numbers are available in near real time after successful processing in J.P. Morgan Access on reports or from an emailed alert.

14. Does the bank's wire transfer system have the capability of warehousing instructions for future value dated wire transactions? If so, for how many days?

Yes, our payment processing system accepts payment instructions up to 365 days prior to value date and warehouses these transactions in our systems until the value date specified. Warehousing is not limited to certain types of transactions.

Future dated transactions can be submitted via the online portal.

15. Does the bank have on-line repetitive wire transfer setup function?

Yes. J.P. Morgan Access provides online repetitive wire setup. There are two options available, standard and enhanced templates.

A standard template is available for use immediately upon activation by your authorized users and does not need to be verified by the bank. This is used as the basis for repetitive transactions for which your users must supply the amount and value date and may change fields that are eligible to be edited, such as payment details.

An enhanced template on the other hand is available for use only after the bank verifies and activates the template once TSU approves the same. Enhanced templates are locked and are used as the basis for repetitive payments for which your users supply only the amount and value date. Depending on the payment method and the account, you can also enter between one to four lines of payment details, as well as optional information on regulatory reporting and instruction code tabs.

16. Does the bank have the capability of initiating wires transfers in foreign currencies? List the currencies available.

Yes. The banking portal allows you to send wires in local or foreign currency. TSU can combine U.S./Canadian Dollar and multicurrency payment activities using predefined (repetitive) and free-form formats for accounts at J.P. Morgan and other financial institutions; wire transactions with FX can be done for 120 currencies.

17. What detailed information is provided on incoming and outgoing wire transfers on a current and previous day basis?

The following information is provided on incoming and outgoing wire transfers on both a previous-day and current-day basis:

- Dollar amount
- Bank reference number
- Client reference (TSU's reference) number
- FED/CHIPS/SWIFT reference number (including SWIFT GPI UETR, if available)
- Payment Details (if included)
- Date and time of receipt of wire instruction
- Received from party (incoming)
- By order party (outgoing)
- Paid to party
- Beneficiary and Ultimate Beneficiary information (if available)
- Straight-through or repair indicator
- Unique location identifier (ULID) (if available)

18. Can individual users be granted different levels of access to Web-based information reporting (e.g., cash manager has access to daily cash management reports, accounting and collections have access to daily receipts)?

Yes. TSU's security administrators can grant individual users different levels of access to specific accounts and reports within J.P. Morgan Access.

Passwords and IDs govern access to the platform itself. The system customizes individual functions through specific entitlements set by your security administrators.

19. Describe the procedures to be followed by the company if a user password is lost or forgotten. Can the password be reset immediately via dual control by the Master User or Security Administrator?

J.P. Morgan Access users can reset their passwords directly using the self-service password reset capability on the log-on page. Users changing their password from a registered device will be sent a One Time Password (OTP) to their email address on record. Users changing their password from an unregistered device will have to answer a set of challenge questions correctly before being sent the OTP. The users will enter the OTP on the logon page and be put into the forced password change flow. If the user is unable to complete this process, their client Security Administrator can reset their password.

20. Can the bank accurately measure in real-time a customer's daylight overdraft in a single account? Can the daylight overdraft be measured across all accounts in the relationship? Can the customer have access to this information?

All your accounts are netted together for tracking intraday liquidity usage. Real-time balance and transaction information is available via the online portal.

Daylight overdrafts are referenced in the context of intraday liquidity (Fed daylight overdraft) usage. The bank does not charge for intraday or daylight overdrafts.

J.P. Morgan charges for the use of end of day (EOD) uncollected funds by applying a daily variable overdraft (OD) rate to individual DDAs. Overdraft fees can be offset by an earnings credit allowance and may be assessed on a per occurrence basis.

The formula for EOD Negative Collected Balance Fee is as follows:

Negative Collected Balance Fee Calculation
(Negative Collected Balance x OD Rate* x Number of Days Overdrawn) 360 days

*OD Rate = J.P. Morgan's Prime +3%

21. Does the bank establish an infra-day limit per account or per customer? Is wire transfer processing stopped when the antra-day limit is reached?

J.P. Morgan will work with TSU to understand your payment flow.

Daylight or intraday overdraft limits are not advised and are at our discretion. We will work with you to establish appropriate intraday facilities so that your payments are processed on a timely basis. Intraday credit limits are determined based on each individual entity's needs with historical usage and anticipated cash flow. Limits are monitored on an ongoing basis to help make sure that the lines are sufficient. Intraday guidance facilities are operated on an unadvised basis.

We would also need to understand where daylight overdrafts are required as in some countries daylight overdrafts are not permitted and advised lines are required.

Currently, J.P. Morgan does not charge interest on the usage of daylight or intraday overdraft limits arising from normal clearing activities, as long as the overdraft positions are cleared prior to the close of the branch's banking day. Any overdraft positions extending overnight will be charged based on the applicable overdraft rate as determined according to the branch and currency of the account, along with a daily occurrence fee.

We reserve the right to change our fees and charges at any time. Interest charges will be applied for each calendar day the accounts remain in overdraft position. In cases where overdraft facilities have been established, the predetermined overdraft facility rate will be assessed. The day count basis used for interest calculation varies depending on currency and branch location, but is based on market standard.

22. When the bank incurs a daylight overdraft charge from the Fed, will it pass this charge on to its customers? If so, how is the charge allocated among customers?

J.P. Morgan does not charge clients for Fed daylight overdrafts arising in the context of normal clearing activities at this time, which is current market practice.

23. Describe measures to assure that the customer will not be charged for overdrafts due to bank delays in posting investment income, incoming wires and other credits.

As stated above, J.P. Morgan does not charge for intra-day liquidity (Fed daylight overdraft) usage arising in the context of normal clearing activities at this time, which is current market practice.

Depository Services

24. Describe your depository services (e.g., cash vault, branch deposits [immediate or post verification], night drop deposits)

J.P. Morgan offers flexible depository services to continue to meet TSU's check and cash deposit needs. Use our vault services for deposits if your average deposits exceed Chase branch thresholds.

Vault services

TSU will continue to benefit from making cash deposits from your location using our vault services. TSU will continue to contract with an armored courier to drop off deposits at one of our more than 100 vault locations. Based on your location, we recommend you continue to use our **Houston** location.

TSU can continue its contract with an armored courier to drop off deposits at our Houston vault location.

BENEFITS OF OUR APPROACH **Vault services**	
SAVE MONEY	Lower your cost for coin and currency deposit processing
ACCELERATE FUNDS	Expedite funds availability—we offer cutoff times that are competitive within the industry
IMPROVE SAFETY	Lower risks and increase safety of employees handling large amounts of cash
INCREASE EFFICIENCY	Increase internal operational efficiencies by outsourcing deposit process to us
INCREASE SECURITY	Be confident knowing we use stringent audit trails from point of receipt through completion of deposit verification
KEEP IT SIMPLE	No need to deal with multiple vendors in different locations—consistent deposit procedures make your life easier
GET THE DETAILS	Identify deposit locations easily with detailed unique location identifier (ULID) reporting (optional service)

Branch and night depository services

J.P. Morgan offers flexible depository services to meet TSU's check and cash deposit needs:

- For deposits of less than $10,000 in cash per day, you may make deposits at our commercially enabled local branches
- For deposits more than $10,000 in cash, we recommend the use of our vault deposit services, described below

Branch deposits

TSU will continue to benefit from making deposits less than $10,000 at our commercially enabled branches near your locations.

Branch locations, address and hours of operation are provided in the table below. The deposit cutoff time is the branch closing time Monday through Friday, 5:00 p.m. local time for branches in your area.

Branch Name	Address	Hours of Operation (local time of branch)
Hermann Park	5445 Almeda Rd Houston, TX 77004	Monday – Friday: 9:00 a.m. to 5:00 p.m. Saturday: 9:00 a.m. to 2:00 p.m.
Old Spanish Trail	3636 Old Spanish Trl Houston, TX 77021	Monday – Friday: 9:00 a.m. to 5:00 p.m. Saturday: 9:00 a.m. to 2:00 p.m.

* Branch hours are subject to change and are posted at each branch location.

As a business practice, we regularly review branch and ATM activity, which may result in branch openings and closings, ATM placement or removal, or in the change of branch bank or ATM functions. Therefore, branch and ATM locations and functions may change from time to time.

Deposit verification

All deposits presented to a teller are processed as immediate/teller line verification.

J.P. Morgan's preferred method of deposit is through our night drop depository when available. Deposits received through the night deposit are considered post verification and receive night drop verification fees. Coin deposits greater than $10 may be verified on a delayed basis and must be in a separate deposit bag.

Night depository services

Smaller deposits made through the night depository are defined (per day, per branch) as:

- Less than $10,000 in cash
- Maximum of 10 deposits
- Maximum of 100 checks per deposit
- Small change orders are defined (per day, per branch) as less than $5,000

Please note that coin deposited at a branch must be in separate coin bags. Coin deposits greater than $10 may credit your account on a delayed basis.

J.P. Morgan's Business Deposit Express service requires the use of recyclable dual-pouch, tamper-resistant plastic deposit bags for each deposit. By using the plastic deposit bags, branches can post-verify deposits containing cash.

Receipts and acknowledgement are available the following business day after processing. Deposit verification of currency will be completed within two business days of receipt of the deposit (typically three days if the deposit package is forwarded to a commercial vault for verification).

We recommend you use deposit slips preprinted with a unique location identifier (ULID) for each of your locations. With these deposit slips, your deposit history information is sorted by account and ULID.

25. What is your cut-off time to ensure same day ledger credit?

TSU receives same-day funds availability for cash deposits, incoming wire, ACH transactions and checks drawn on J.P. Morgan. The cutoff time for each transaction is detailed below.

Deposit cutoff times	
Cash deposits	
Branch deposits	Times vary by location but are typically between 5:00 p.m. and 6:00 p.m. branch time.
Branch night drop deposits	7:30 a.m. branch time. • Select branches offer a second opening in the early afternoon. Deposit cut-off times are clearly indicated on the face of each depository, as required by law.
ATM deposits	10:00 p.m. CT. • Deposit cut-off times are clearly posted at each ATM.
Vault	Our Houston vault has the following cutoff times: • Cash-only deposit: 8:00 p.m. local time of the vault • Mixed (cash and check) and check-only deposit 5:00 p.m. local time of the vault We regularly review vault activity as a business practice, which may result in openings, closings and changes to cutoff times. Coin deposits greater than $10.00 may be credited to your account on a delayed basis.
Remote Cash Capture	Cash deposits received by the Smart Safe cutoff of 10:00 p.m. local time of the Houston vault receive same-day ledger credit with next-day availability.
Check-only deposits	
Remote deposits	**Remote Deposit Capture**: 9:00 p.m. CT, with same-day ledger availability based on endpoint. • *With ACH*: 9:00 p.m. CT for same-day ledger availability based on endpoint. All transactions cleared as ACH debits are fully available the next business day.
Electronic deposits	
Wire transfers	Wire transfers are credited and available in near real time throughout the day. The cutoff time for incoming credits is the close of Fedwire, which is 5:45 p.m. CT.
ACH	For ACH credits, you receive availability (memo post) for ACH collection on opening of the business day on the settlement date. A hard post of the funds happens at the end of the business day. For ACH debits, any same-day originations are settled at the end of the business day.

26. Are there any courier services provided by the bank for pickup and delivery of check deposits? If so what is the cut-off time for same day credit?

J.P. Morgan doesn't provide ground-based courier services for the pick-up and delivery of domestic paper check or cash deposits.

We don't endorse any specific third-party couriers. However, based upon the processing site, we provide details of the existing couriers in those markets. This information is available prior to implementation of deposit activity.

For the cut-off times for same-day ledger credit, please see *Question 25* above.

27. What types of deposit bags do you allow/require?

Bags must meet specifications for deposits that contain currency or coin. All depository channels use these standard specifications. If custom bags follow these specifications, no other approval is necessary.

Depository bag requirements

- Must have two separate pouches:
  - First is designated for cash, requiring a tamper-evident closure
  - Second is designated for checks, traveler's checks, deposit slips and other supporting documentation, requiring a reasonable closure
- Both pouches:
  - Must be clearly separate from each other so there's no access from one pouch to the other
  - Can't be stacked back-to-back and must be top/bottom or side-by-side
- Pouch sizes should be designed to hold the contents of a majority of the deposits typically made by the individual location
- The construction of the bag must withstand customer and courier handling without failing and be recyclable; we recommend a minimum side-seal strength of 1,500 grams/inch
- The printing on the outside of the bag should include:
  - Detailed instructions outlining the expected contents of each pouch
  - Space to write the delivery and sending location information
  - A numbering system (no alpha characters or symbols) for the identification of each depository bag
  - Print this number on the receipt strip of the bag seal and on the body of the bag
  - Replicate the number in bar-code format:

        - Optimally, the bar code should be placed in the upper section, centered at the top of the bag
        - The bar code should be Font 39; optimally with 1:2 aspect ratio, 15 mil bar width, 2:1 wide to narrow bar ratio 1/4" to 1/2" white border, black bar code color and white background
    - Include a clear description of what to look for to determine if there was tampering
- The bag must provide visible means to detect tampering attempts, i.e. change in color of the seal
- The bag must have at least one transparent side so the contents of each pouch is seen without gaining access to the pouch

Coin bag requirements

The bag should be self-sealing and be tamper-evident. The durability of the bag is important:

- The bag should incorporate a reinforced handle able to withstand a hang test with greater than a 100-pound load
- Thickness of material should be a minimum of 6.5 mm
- A full bag of coin should be able to withstand 8-10 drops from a height of six feet

The size and features should follow these guidelines:

- Fillable space of the bag should not exceed 13"x19"
- Bag handle should not exceed three inches, with total bag dimensions not to exceed 13"x22"
- Exterior coefficient of friction (COF) of the bag should be sufficient to prevent slipping while stacked with other plastic and/or canvas bags; a COF of .95 or higher should meet this standard
- Bags may be either clear or tinted:
    - If bag materials are colored, the color should not be opaque
    - Contents must be clearly distinguishable through the packaging material

28. Do all of your branches accept immediate and post verification deposits at the teller line?

As stated in *Question 24*, all deposits presented to a teller are processed as immediate/teller line verification.

J.P. Morgan's preferred method of deposit is through our night drop depository when available. Deposits received through the night deposit are considered post verification and receive night drop verification fees. Coin deposits greater than $10 may be verified on a delayed basis and must be in a separate deposit bag.

29. Does the branch provide a validated deposit slip and provisional credit with post verification at the time the deposit is handed to the teller? If provisional credit is given, when does the verification take place?

Yes. When presenting a deposit at the teller line, TSU receives a receipt and provisional credit if post verified. Also:

- You must wait for a validated receipt when making deposits at the teller line
- Coin deposits greater than $10 are verified on a delayed basis
- Validated receipts for deposits placed in the night drop are available at the branch the following business day

They're retained at the branch for 30 days. Figure 10 is a receipt sample with definitions.

Sample branch receipt

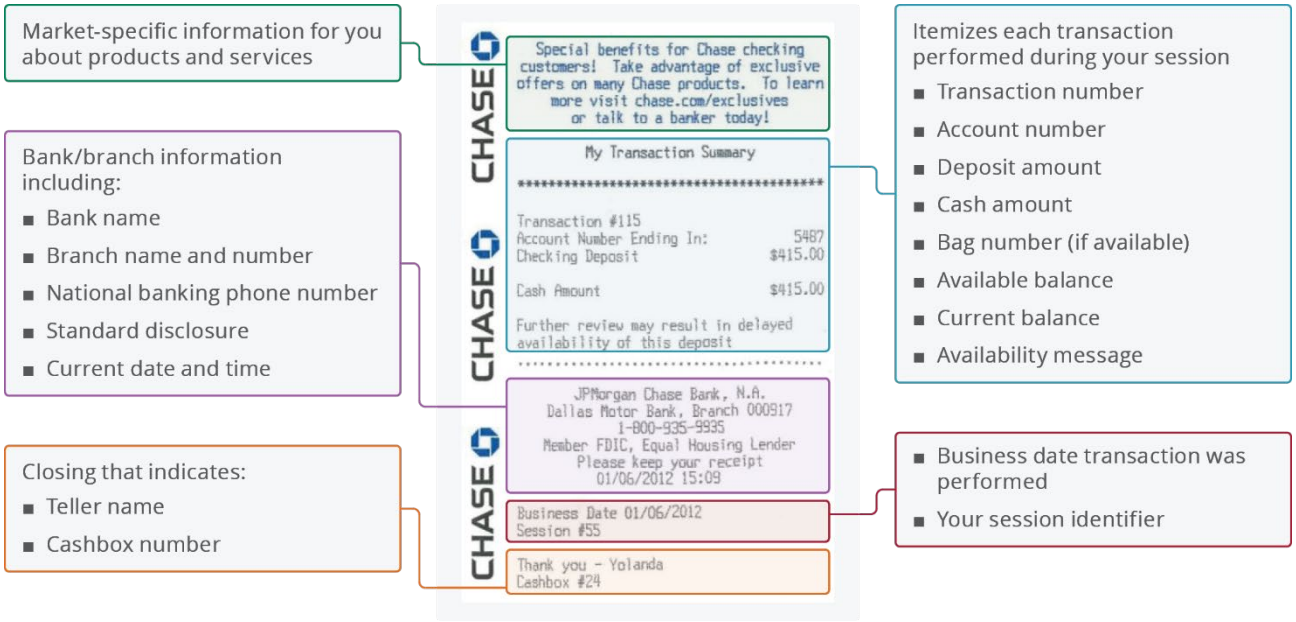


Figure 10

Provisional credit

Verification for provisional credit is as follows:

- Provisional credit is provided at the time of deposit
- Branch personnel verify the deposit within two business days from receipt
- Deposits get forwarded to the vault within one business day of receipt

- Vault personnel have two business days to complete verification

30. Does the bank identify and adjust all discrepancies?

Yes. J.P. Morgan identifies all discrepancies. We internally manage adjustments in the vault and branch below a predetermined sundry amount without posting the corrected entries and related fees to TSU's account.

31. When counterfeit bills are discovered, what is your notification and adjustment process?

J.P. Morgan uses advanced bill counters with sophisticated counterfeit and mutilated bill detectors. If we detect counterfeit bills during initial deposit verification, we debit TSU's account for the amount of the counterfeit.

We complete the required Secret Service document (Form SSF1604) and submit it to the Secret Service with the counterfeit bill(s). A debit advice is mailed to you.

32. Does the bank have an automated coin/currency ordering service? Describe the deposit and change order procedures, cut-off times, security and other features of this system.

Yes. We offer TSU automated coin and currency ordering services (change order services) for pick-up through our vaults and branches.

Request change orders as needed, establish a standing vault order or use a combination of orders. Place coin and currency orders via telephone using an interactive voice response (IVR) or through our Web Currency Services ordering platform.

- **As-needed change orders** can be set up 24/7 and up to six months in advance of the requested delivery date. Orders placed prior to 1:00 p.m. (local time of the vault or branch) are available for armored courier pick up by the end of the business day in the vaults or ready for pick up the following morning at the specified branch.
- **Standing vault orders** are established, repetitive orders and can be prepared for a predetermined amount and delivered on predetermined delivery days, e.g., every Monday and Thursday. Orders can be delivered daily Sunday through Saturday, subject to your armored courier service restrictions. Amounts may vary by delivery day.

Change order process flow

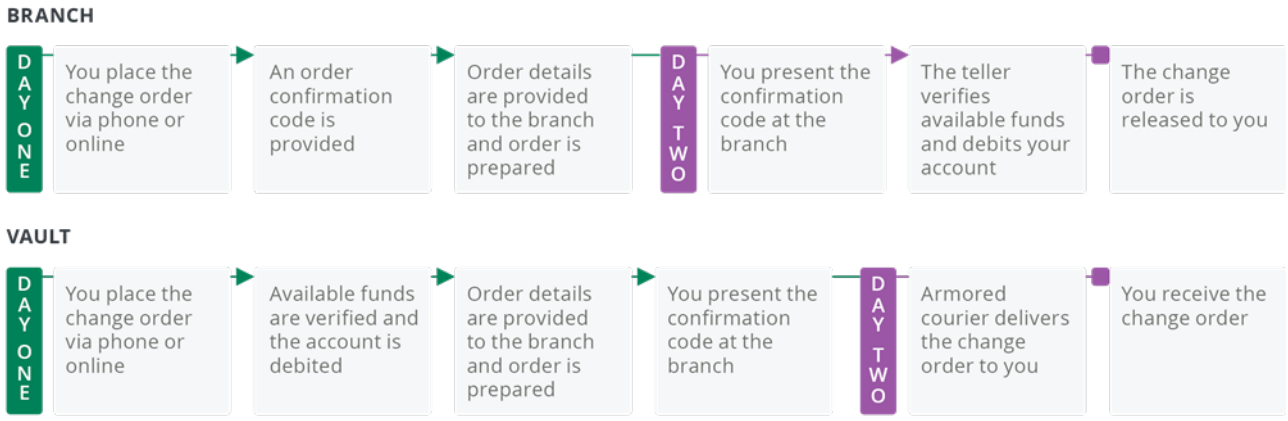


Figure 11

33. Describe change order procedures and restrictions for branch pickup.

Change order procedures and restrictions for branch pickup include:

- All change order requests must use automated branch cash ordering; the total order amount can't exceed $5,000
- Place orders through the automated coin and currency ordering system (IVR or online through Web Currency Services) by 1:00 p.m. local time of the branch for next-day pick up
- Settlement for automated change orders occurs through a direct debit to the account
- When picking up the order, a TSU representative must present the system confirmation number for the branch to release the currency and coin
- J.P. Morgan restricts payment for ad hoc-on demand change orders, including initial change orders for new client locations, to a cash-for-cash exchange, or an on-us check made payable to petty cash. Personal ID of the person receiving the order is required per Bank Secrecy Act regulation
- Orders not placed via our automated coin and currency ordering system require valid personal ID to receive the order

34. Can return Items be automatically redeposited? If so how many times?

Yes. J.P. Morgan **automatically redeposits** return items if they've been returned for a reason that's eligible for redeposit, such as non-sufficient funds (NSF). Return items are redeposited one time.

Re-presented Check Entry (RCK) allows up to two redeposits if an item is eligible. The redeposits occur one time by paper and another by ACH, or through two ACH presentments with no paper redeposit.

35. Do you assign float to return items?

J.P. Morgan doesn't assign float to return items debited to the account, but we do for redeposited items. We assign zero-day availability to on-us items and one- to two-day availability to transit items.

36. Do you have the ability to view return items online?

Yes. The online portal allows TSU **next-day access** to return and redeposit item information and images. This solution allows your authorized users to electronically retrieve returns and redeposited item images. Our portal provides secure 24-hour, high-speed online access to your return and redeposit images.

To find an image, run a Returns and Exceptions Report or the Balance and Transaction Report on the online portal. The front and back of the returned item is available. Then click on the icon for the return item image to view, print or export the image.

37. Discuss the format and delivery options available for the company to receive previous day deposit activity detail files.

TSU may use J.P. Morgan Access to retrieve balance and transaction information via:

- Formatted reports available online, downloaded to Excel and PDF.
- Export files in CSV, BAI2, OFX
- ISO camt.052/.053/.054 and SWIFT MT942/MT940 formats.

38. Can previous day deposit activity detail and balance information be viewed by multiple users and can this data be accessed from multiple locations?

Yes. Your users can view detailed activity through our banking portal. There is no limit to the number of users that can be assigned. Multiple users can access information and there is no limit to the number of users that can access the system simultaneously. Information can be accessed from multiple locations.

39. Does your deposit reporting service report electronic transfers such as merchant card deposits, ACH and wires as well as paper documents?

Yes. We report all transactions hard-posted to your demand depository accounts with associated reference numbers, effective dates (float) and descriptive text.

40. What time each day is the data available and how often in the last year has the bank missed this target.

Prior day reporting is available by 7:00 a.m. local time.

We continually monitor information delivery goal times to help achieve optimal availability. Our support teams provide information regarding any delays and access difficulties.

If a prolonged outage occurs, the home page of the banking portal provides a broadcast message estimating when service is estimated to be available. To minimize disruption, your client service associate (CSA may proactively notify TSU regarding any delay.

In 2022, the J.P. Morgan Access average uptime was 99.87%.

41. Can you return a file to the company's accounting system that shows all wire transfer, ACH bulk payments, drafts and checks that have cleared the company's accounts?

Yes. J.P. Morgan offers a variety of file-based reporting options through standard communication connections to facilitate reconciliation within Banner. Various file types can be used for different reporting needs based on required data content.

File Transmission Reporting

File Transmission Reporting provides automated delivery via transmission of current and prior-day reports in a variety of industry-standard formats, such as BAI2, SWIFT MT formatted files and ISO 20022 camt reporting. Balance and transaction reporting reflects all incoming and outgoing activity on accounts during the reporting period.

Via SWIFT FIN, J.P. Morgan can also report MT940 and MT942 messages that show all wire transfers, ACH/bulk payments, drafts and checks that have cleared a company's accounts. Note that detailed reporting on ACH receivables and FED WIRE CTP transactions are limited by the SWIFT FIN network to 390 characters per transaction.

J.P. Morgan Access

Our online portal can export information daily or a specified date range of activity, including wire transfers, ACH payments, checks and statements. The online portal provides balance and transaction information in the following formats for interface into Banner:

- BAI2
- CSV
- SWIFT MT942/MT940
- ISO 20022 XML
- ISO camt.052, camt.053, camt.054
- Open Financial Exchange (OFX)
- PDF

TSU can export data from the online platform to Excel and other software packages.

With the scheduling feature, your users can schedule reports to run automatically at recurring intervals such as, daily, weekly or monthly. Scheduled reports can be shared with other online portal users within your organization.

Checks paid reporting

Our Account Reconciliation Processing (ARP) services can provide a Recon Data File that TSU can upload into Banner. This file contains the check paid data.

Receivables reporting

File Transmission Reporting provides a receivables advising option that includes full addenda information for ACH payments in ANSI 820 for the U.S.

Payment origination

The ACH Companion (Mirror) File takes an ACH origination file and reports identical data back to Banner to maintain a record of all ACH transactions originated through transmission. ACH Reconcilement Services provides both optimal processing and optimal reconciliation. Multiple batch origination is independent of reconcilement reporting as clients benefit from timely confirmation of cleared versus sent ACH items and can identify fraudulent items (ACH version of reverse positive pay).

With ACH Reconcilement Services, clients receive the standard consolidated settlement entry to their DDA. Information Reporting provides detail at item level, which corresponds to the DDA settlement entry. TSU can elect to receive batch level totals that correspond to the DDA settlement entry.

42. Is it possible to view current day deposit activity? If so how often is the information updated?

We provide updates throughout the business day for established accounts. You can receive current-day information throughout the day, generally within minutes of receipt or completion.

Current-day information, which is the reporting of memo-posted transactions, is available throughout the day as the transactions complete on processing applications such as lockbox, wire, ACH, returns, controlled disbursement and demand depository accounts.

Reporting goals

Wire transfers are reported nearly in real-time. Targeted reporting times for transaction types follows.

For J.P. Morgan's **San Angelo, TX** Controlled Disbursement site, first presentment is at 7:30 a.m. CT and second presentment is at 9:00 a.m. CT. Check detail is 11:00 p.m. CT.

Current-day information reporting goal

Report	Goal
ACH	11:00 p.m. CT, 3:00 a.m. CT, 5:00 a.m. CT, 7:00 a.m. CT
Wires: U.S. Domestic (GFP)—Fed	8:00 a.m. to 5:00 p.m. CT
Wires: U.S. Domestic (GFP)—CHIPS	8:00 a.m. to 4:00 p.m. CT

Current-day information reporting goal	
Report	**Goal**
Wires: U.S. Domestic (GFP)—book	8:00 a.m. to 5:00 p.m. CT

43. Can your system currently receive electronic check files directly from a point of sale (POS) system? If yes, by what time must the physical checks be delivered to the bank's operations center?

Unfortunately, J.P. Morgan doesn't offer a depository service where you make deposits by sending the MICR line information electronically with the physical paper checks to follow. The bank does offer the following alternatives:

Integrated Receivables Collect

Includes an end-to-end hardware, software and processing solution for eliminating paper check payments at branch locations, drop boxes and internal retail and consumer lockboxes. Use our remote capture service to scan images of checks using a desktop scanner and transmit them to us using a high-speed internet connection for processing.

Integrated Receivables Collect (mobile)

Extends the reach of our remote deposit service to the point of check receipt and is another efficient and cost-effective electronic alternative to paper deposits. It only requires a compatible smartphone or tablet, connectivity service plan, with a wireless signal and a J.P. Morgan demand deposit account.

Image Cash Letter

Send us an ANSI X9.100-187 formatted file that contains images of the paper original items and data that corresponds to the item's MICR line. The optional ARC process determines each item's eligibility to clear by ACH and those items eligible through the ACH network. Items not eligible for ACH clearing are then cleared by image exchange or image replacement document (IRD). Currently, Image Cash Letter with ACH supports ARC, BOC and POP standard entry class codes.

ACH POP

This solution converts check items at the point of purchase. Capture consumer authorizations for nonrecurring ACH debits at the point of purchase by scanning or keying the MICR line from the consumer's check.

44. Describe the bank's current or planned image processing capabilities.

In September 2004, J.P. Morgan became the first bank to conduct a live pilot of image exchange with another financial institution. Today, we offer three remote capture solutions:

- Chase QuickDeposit (CQD)
- Integrated Receivables Collect (Collect)
  - Remote Deposit Capture including mobile
  - Remote Lockbox Capture including mobile
- Image Cash Letter (ICL) .2

Please see *Question 43* above for a description of each solution.

45. Can the bank support the conversion of consumer checks to ACH debits (POP) at the point of purchase?

J.P. Morgan currently accepts and processes point of purchase (POP) origination files. In conjunction with front-end alliance partners, we offer retail-industry clients a comprehensive POP solution that takes checks from the point of sale, converts them to ACH transactions and processes them through the ACH network.

We use POP entry to convert consumer checks tendered at the point of purchase into nonrecurring ACH debits. Here are the steps:

- **Step 1**: The consumer presents a check to you for the intended purchase.
- **Step 2**: Review the item to verify it's eligible for conversion.
- **Step 3:** Run the check through a MICR reader, capturing the MICR-encoded information (routing number, account number and check serial number) and terminal number. The payment amount and TSU's name are either data entered or inserted by the MICR reader.
- **Step 4:** Print an authorization receipt.
- **Step 5:** The consumer signs the receipt.
- **Step 6**: One copy of the signed receipt is provided to the consumer; retain the other copy.
- **Step 7:** Void the check and return it to the consumer.
- **Step 8**: We collect the total purchase amount electronically from the consumer's bank account and deposits it to your account. This normally happens within one or two business days. The consumer receives a record of their payments on their own bank statement. If the consumer's bank doesn't participate in the ACH network, we prepare a preauthorized check for the collection and the consumer receives a copy of this check with the bank statement.

2 JPMorgan Chase is licensed under U.S.Pat. Nos. 5,910,988 and 6,032,137.

For POP entry, the originator, TSU, is required to obtain the consumer's written authorization that the check may be converted to an ACH debit transaction prior to converting the item. You must provide a copy of the authorization to the consumer.

The originator, TSU, must also provide the consumer with a copy of the receipt containing your location data, purchase information and check serial number. The authorization and receipt may be provided on the same document or on different documents at the originator's (TSU's) discretion.

46. Do you prefer to provide a surety bond or collateral, to protect our deposits?

Please refer to the section *Collateral pledged* in our National Collateral Management Group – General Information.

National Collateral Management Group – General Information

NCMG Process and Procedures

JPMorgan Chase Bank, N.A. (the Bank), through its National Collateral Management Group (NCMG), employs a Bank developed Corporate Collateral Management System (CCM), which provides daily monitoring of deposit balances and security value for collateralization purposes.

CCM is reviewed each Federal Reserve banking day by dedicated Collateral Managers for compliance with customer collateral requirements. Collateral requirements are based upon the end-of-day ledger balances (except for Louisiana clients, where collected balances are used) in deposit accounts (demand and time deposits) (plus accrued interest if any), less applicable FDIC coverage, plus applicable margin (gross-up), if any. The end-of-day deposit balances are uploaded into CCM the following Federal Reserve banking day morning from the Bank's deposit system. NCMG monitors the market value of collateral pledged to our customers and compares the market value to the collateral requirements. In the event a market value reduction or increase in deposit level creates an under-collateralized position, additional collateral will be pledged promptly.

Federal Reserve Bank Third-Party Joint-Custody Security Accounts

The Bank currently uses the Federal Reserve Bank ("FRB") as the primary custodian for joint-custody security accounts ("Collateral Account"). The Administrative Reserve Bank ("ARB") that holds the securities for the Bank is the FRB of New York (determined by Federal Reserve rules). The FRB of Boston is the Federal Reserve System's national collateral account administrator. Pledged securities will be held in a FRB collateral account in the name of the Public Entity.

In order to establish a Collateral Account, FRB requires a copy of the completed FRB "Pledgee Agreement Form" ("PA") and "Fed Mail Form" from the Public Entity (the Public Entity must agree to the custodial agreement terms set forth in the FRB's Operating Circular 7, Appendix 4, as amended from time to time). The FRB will not review or complete any tri-party custodial agreements that Public Entities or banks present for collateral accounts.

The FRB will assign a unique, alphanumeric collateral account number to the Public Entity upon the receipt, review and verification of the completed PA and Fed-mail forms. The Public Entity may retain the original forms for their records.

If a Public Entity has (or had) a FRB collateral account, the Public Entity can provide NCMG the FRB alphanumeric collateral account number, a listing of authorized signer(s) and verification requirements listed on the existing PA or provide a copy of an existing PA, such that NCMG can pledge into their collateral

account. If the Public Entity has a PA greater than two (2) years old, it is recommended that the Public Entity submit a new PA.

Until NCMG receives the FRB documents (or information regarding the existing account), NCMG will pledge collateral into a Bank controlled account at the FRB in the name of the Public Entity on CCM.

The FRB provides two (2) types of reporting; Joint Custody Daily Activity Statements ("AS") and Monthly Securities Holdings Report ("MSHR"). The AS reports account activity when conducted within the collateral account. The MSHR reports all securities held in the Public Entity's collateral account at month end. Both reports are sent within 24 hours either by email or facsimile. The FRB reports list the original par value of the securities pledged and does not report market value of securities pledged. The FRB does not provide on-line access to collateral account nor hold any irrevocable letter of credit issued by a Federal Home Loan Bank.

Collateral Increases

NCMG recommends that customers contact NCMG directly in the event that additional deposits will exceed current collateral levels so that additional collateral can be pledged and put in place at the time the deposits are made.

Customers can contact NCMG before 12:00 p.m. CT for a collateral increase to be effective the same day, otherwise NCMG will endeavor to make the collateral increase effective the same day if contacted after such time. Also, the Bank requires a one (1) business day notification of a collateral increase request greater than $50 million.

In the event that NCMG has not received timely prior notification of an increase in deposits from a customer, which results in a need of additional collateral, additional collateral will be promptly pledged, unless otherwise advised by the customer.

Collateral Releases

The release of any securities pledged as collateral in the clients' FRB collateral account requires written authorization and verbal confirmation based upon the current FRB standards. NCMG will submit collateral release letter(s) to the client authorized individual(s) for authorization of any collateral reductions.

Collateral Limits

The Bank will collateralize all public deposits collateral requirements as necessary currently and has no established maximum collateral limit. As noted above, the Bank does require a one (1) business day notification of a collateral increase request greater than $50 million.

Security Valuation

The Bank uses an independent, third-party pricing agent for collateral valuation. Dependent upon the types of securities pledged, the Bank will update security prices (marked to market) daily, weekly and monthly, as provided from the pricing agent.

Types of Collateral Pledged

State law will govern acceptable collateral for public fund deposits, if applicable. Clients may provide further direction as to types of acceptable collateral. The types of collateral pledged are subject to change.

Subject to applicable state law and anticipated deposit levels, the Bank may pledge an irrevocable letter of credit issued by a Federal Home Loan Bank and securities in the form of U.S. Treasury (e.g., bills, notes, bonds and TIPS) and Agency (e.g., Fannie Mae, Freddie Mac) securities as collateral to secure public fund deposits. In circumstances where the amount of deposits exceeds the size of the letter of credit the Bank will

provide the required collateral using other forms of eligible collateral. Your relationship team or NCMG will be pleased to discuss our approach and provide additional information.

Reporting

In addition to FRB reporting (see “Federal Reserve Bank Third-Party Joint-Custody Security Accounts” above), NCMG provides a monthly collateral report which lists the pledged securities (description, maturity and rate), original par, current par and market value and, if applicable, will list any irrevocable letter of credit issued by a Federal Home Loan Bank. NCMG emails the report by the 5th business day of the following month. Customers may contact NCMG during normal business hours to request a collateral report for any specific business day.

Board Resolution

The Board of Directors of the Bank has passed a resolution which delegates authority from the Board to certain Bank personnel to, among other things, enter into agreements with governmental entities to serve as a depository and to pledge collateral to secure that entities’ public funds deposits. This resolution can be delivered upon request.

Contact Information

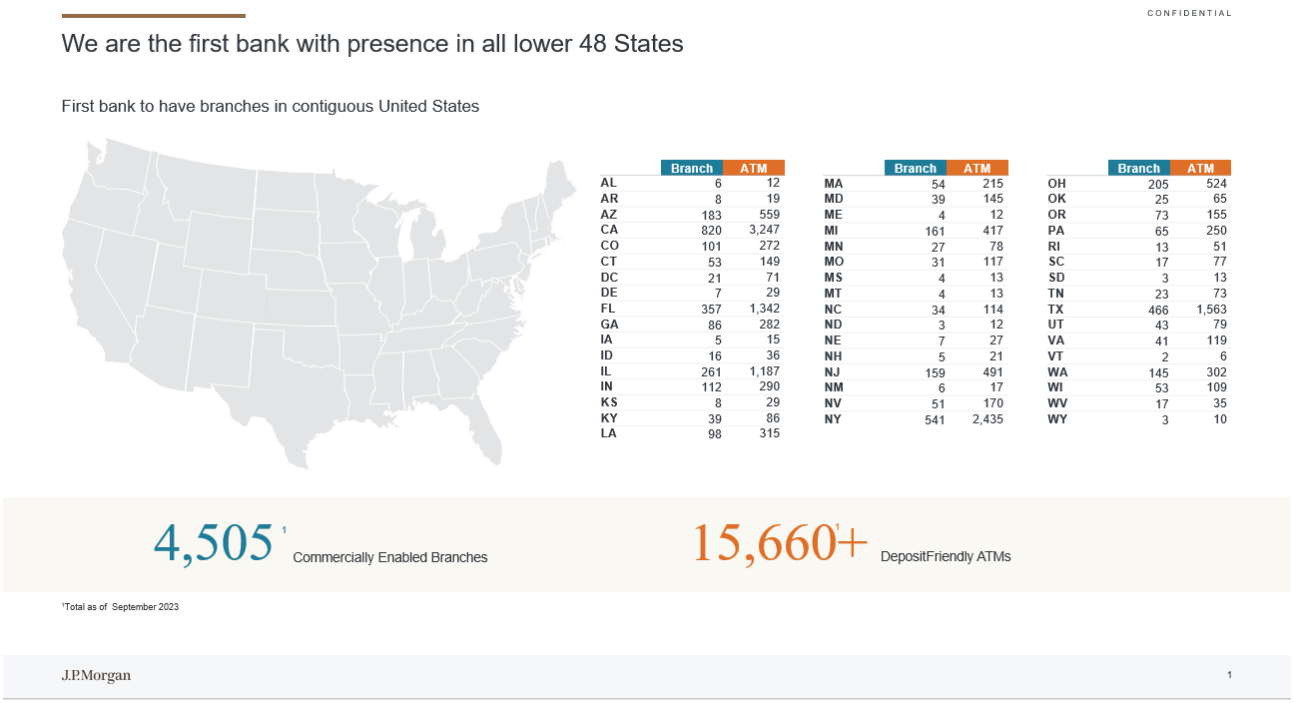
NCMG can be reached by:

Phone	1 (888) 333-8340, option 1 (Monday – Friday 8AM – 5PM Eastern Time)
Email	ncmg@jpmorgan.com
U.S. mail	**JPMorgan Chase Bank, N.A.** Attn: NCMG OH1-0138 1111 Polaris Parkway Columbus, Ohio 43240-0138

47. Please indicate the number of branches and representatives within the state of Texas and identify the locations of each branch.

TSU’s employees have access to J.P. Morgan’s extensive branch network as shown in the map, which includes 466 branches under the familiar Chase brand in the state of Texas. TSU may use the commercially enabled branches listed below. In addition, please see Appendix 5 for a list of all commercially enabled Chase branches located in the state of Texas.

Chase Commercially Enabled Branches and Deposit Friendly ATM Network Map



	Branch	ATM
AL	6	12
AR	8	19
AZ	183	559
CA	820	3,247
CO	101	272
CT	53	149
DC	21	71
DE	7	29
FL	357	1,342
GA	86	282
IA	5	15
ID	16	36
IL	261	1,187
IN	112	290
KS	8	29
KY	39	86
LA	98	315

	Branch	ATM
MA	54	215
MD	39	145
ME	4	12
MI	161	417
MN	27	78
MO	31	117
MS	4	13
MT	4	13
NC	34	114
ND	3	12
NE	7	27
NH	5	21
NJ	159	491
NM	6	17
NV	51	170
NY	541	2,435

	Branch	ATM
OH	205	524
OK	25	65
OR	73	155
PA	65	250
RI	13	51
SC	17	77
SD	3	13
TN	23	73
TX	466	1,563
UT	43	79
VA	41	119
VT	2	6
WA	145	302
WI	53	109
WV	17	35
WY	3	10

Figure 12

Please note that TSU can make deposits at commercially-enabled branches only. This map shows all branches but they may not be commercially-enabled.

As a business practice, we regularly review branch and ATM activity which may result in branch openings and closings, ATM placement or removal, or in the change of branch or ATM functions. Therefore, branch and ATM locations and functions change from time to time.

As of July 30, 2023, J.P. Morgan employs over 30,300 active employees in the state of Texas.

48. Is the bank able to handle prefixes on the deposit slips for segregating of deposits by department?

We provide location reporting for clients that deposit from multiple sources into a single checking account through the banking portal.

TSU can customize the filters and view of the Balance and Transaction Report, available through the Reports function, as a Location Report that captures deposit information from each of your locations. Locations are identified by a unique location identifier (ULID) number printed on the deposit slip, which is then reported back to your main office/location, broken out by each location.

The Location Report view within the Balance and Transaction Master Report captures and reports deposit information for the period you determine. Totals are calculated by each ULID location ID for the date range selected along with other optional totals.

The information captured includes:

- ULID number
- Deposit date
- Deposit amount
- Deposit ticket and deposited check images (online output only)

49. Describe the bank's remote deposit capabilities and system.

We recommend TSU continues to use the Remote Deposit Capture (RDC) solution. RDC provides TSU with an end-to-end hardware, software and processing solution for reducing paper check payments at branch locations, drop boxes and internal retail and consumer programs.

The solution allows TSU to deposit business, government and consumer checks, Postal Money Orders, Western Union Money Orders, demand drafts and government warrants.

To use our remote capture services, you need only a high-speed internet connection, a desktop check scanner and a Windows-based PC.

Remote Deposit Capture workflow

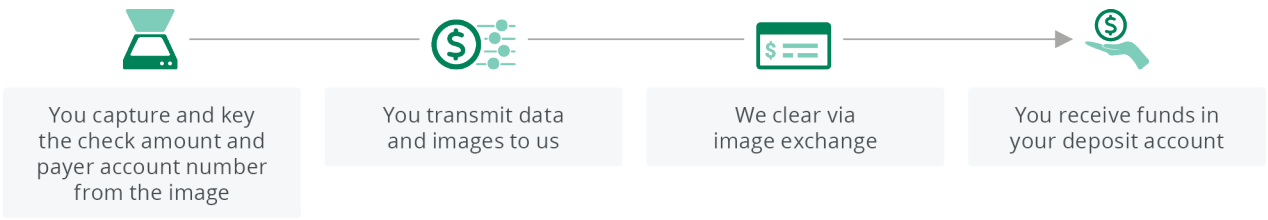


Figure 13

Use Remote Deposit Capture service in the U.S. Checks must be scanned from a U.S. location, drawn on a U.S. financial institution in U.S. dollars and deposited into a J.P. Morgan U.S.-domiciled DDA.

Remote Deposit Capture process flow

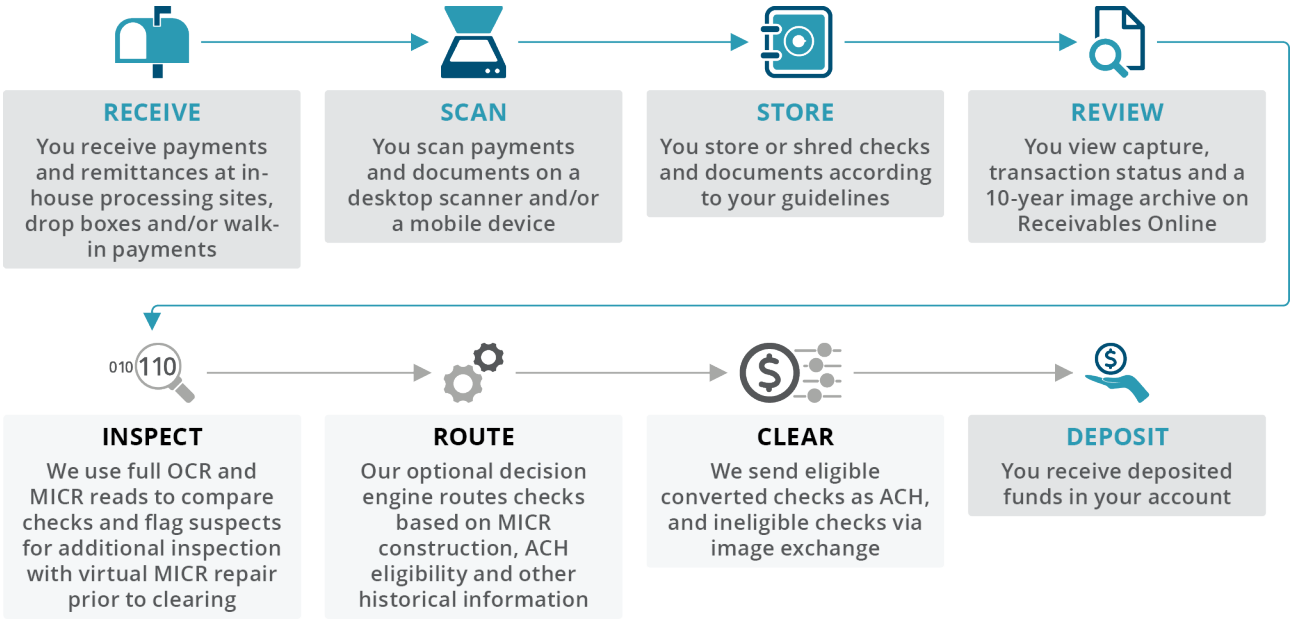


Figure 14

OCR: Optical character recognition. MICR: Magnetic ink character recognition.

Easily scan and deposit checks/remittance advices

- Receive support from an onboarding specialist to set up remote capture services.
- To begin, scan images of your checks and transmit them electronically to the bank for clearing.
- Send transmissions through secure HTTPS protocols using 128-bit encryption.
- Receive same-day ledger credit for checks deposited by the deadline.
- Detect duplicates for 14 days—remove a suspected duplicate check from the deposit or choose to continue to deposit.
- Use your own batch number sequence or have one assigned automatically with each deposit.
- Access check images in an online archive:
  - View images within several minutes after a deposit is submitted.
  - Receive access to images in the online repository up to 10 years.
- Easily download and import detailed deposit history reports to an ERP accounting system.
- Download reports and view images at any time—24/7.

Short Term Investment Management Sweep Accounts

50. Discuss your passive investment/sweep accounts. Please include the minimum account value and transaction size that your organization will accept for the sweep.

As a leading liquidity solutions provider, J.P. Morgan offers several options for TSU to consider. We have recommend that TSU continues to utilize the Hybrid Demand Deposit Account (DDA) product which combines an interest bearing account with a traditional Demand Deposit Account (DDA) that receives an enhanced Earnings Credit Rate (ECR), for excess operating cash not needed to offset bank fees with earnings allowance.

As an alternative to the automated end-of-day investment sweep solution, which has an investment cap of 10 million dollars, along with limited share class options, we recommend the J.P. Morgan Access Liquidity Solutions module for direct, user initiated investments into the Government Fund, which is currently available on TSU's J.P. Morgan Access profile, for excess cash that is not needed for day to day operations.

Hybrid DDA overview

The Hybrid DDA offers a solution similar to the functionality of an overnight sweep service. In the Hybrid DDA solution, balances earn an earnings credit allowance up to a predetermined threshold to offset bank service fees with balances above the threshold earning hard dollar interest. Thus, **instead of sweeping to a separate account each night, your excess balance remains in the DDA and earns interest.** Additionally, the Hybrid DDA does not have an investment cap like an end-of-day MMF sweep solution.

Balances up to a predetermined threshold ("the peg balance") earn an earnings credit allowance at the proposed earnings credit rate based on our Ultra-Premium Managed Rate plus 15 basis points. Funds up to the peg balance are used to offset bank service fees. Balances above the peg balance threshold earn hard dollar interest at a proposed rate our Ultra-Premium Managed Rate plus 15 basis points. Interest accrues daily and is paid monthly. The below illustrates how the Hybrid DDA works.

Hybrid DDA structure

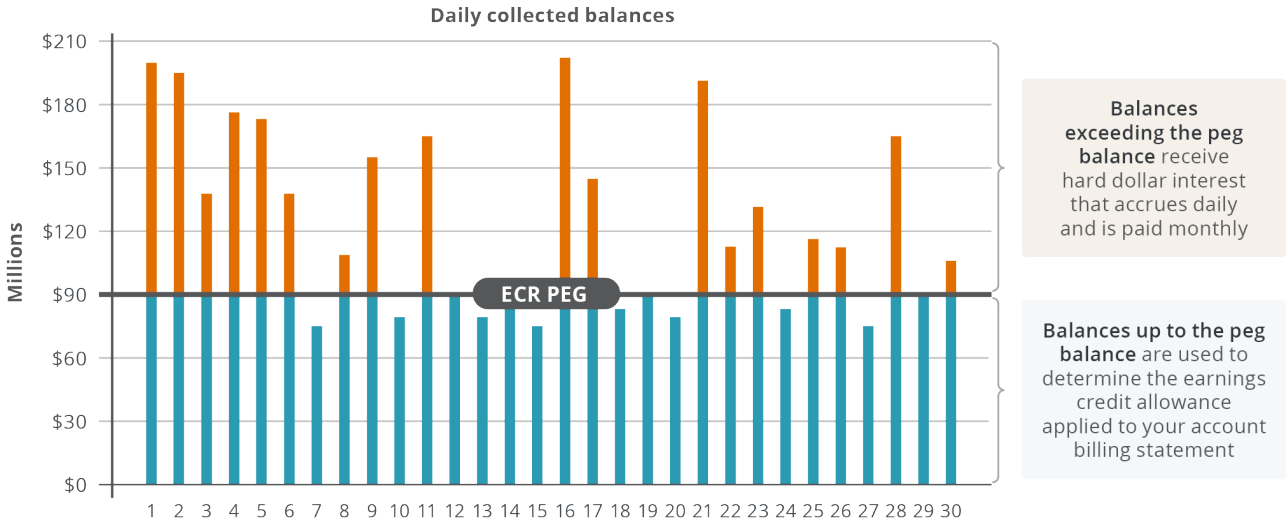


Figure 15

The peg balance can be changed at any time prior to the next billing cycle (and applied on a go forward basis) to adjust for unplanned changes in service fees (e.g., significant volume changes, service additions/deletions, to compensate for periods in which minimum balance levels fall below the peg balance amount).

Calculation of ECR and interest

The earning credit rate and interest rate are bank managed rates that are reviewed and updated periodically by J.P. Morgan after considering a range of factors, including the market rate environment. Using a managed rate helps maintain **pricing flexibility** while also helping **protect you from the short-term rate volatility** that could result from using an indexed rate.

The earnings credit allowance is calculated and applied on a monthly basis on the balances up to the peg balance threshold.

Monthly earnings credit allowance calculation

$$\frac{\text{(Average monthly investable balance x ECR x actual number of days in month)}}{\text{Actual number of days in year}}$$

Hard dollar interest accrues on a daily basis on the closing daily balance above the ECR peg and is paid on a monthly basis.

Daily interest accrual calculation

$$\frac{\text{(Daily positive collected balance above the peg x account interest rate)}}{\text{Actual number of days in year}}$$

The offered rates—on the standalone interest-bearing DDA and Hybrid DDA—are bank managed rates which are reviewed and updated periodically by J.P. Morgan after considering a range of factors, including the market rate environment. Using a managed rate helps to maintain pricing flexibility while helping to protect you from the short-term rate volatility that could result from using an indexed rate.

The earnings credit rate is a bank managed rate which is reviewed and updated periodically by J.P. Morgan after considering a range of factors, including the market rate environment. Using a managed rate helps to maintain pricing flexibility while helping to protect you from the short-term rate volatility that could result from using an indexed rate.

J.P. Morgan Access Liquidity Solutions

The bank's front-end liquidity management client platform, J.P. Morgan Access Liquidity Solutions, offers TSU visibility into global account balances and enables account information to be sorted by entity, currency, country or account group. From here TSU can also invest in Money Market Mutual Funds and see these balances alongside balances for cash held on deposit.

Visibility

- **Manage global cash position in near real time:** Make faster, more informed decisions with consolidated cash position and investment information from J.P. Morgan and third party banks.
- **Manage physical cash concentration structures:** With an online diagram of accounts gives you a thorough understanding of structures across the enterprise and easy access to account details for internal audit and tax purposes.
- **Monitor daily intercompany cash movements:** With detailed reports on intercompany loan positions and interest accruals.

Control

- **Pinpoint cash globally:** Information can be filtered to help identify potential currency, counterparty or country cash exposures.
- **Leverage stronger intercompany lending controls:** With an online loan administration tool. You can set borrowing limits and adjust interest withholding tax and interest rates across entities.
- **Manage and monitor treasury activities:** With robust online administration tools. You can control authorization for specific functions, including transaction approvals.
- **Initiate Liquidity investment positions:** In specific locations with an online initiation tool.

Delete this extra space

Liquidity products portfolio in a single view

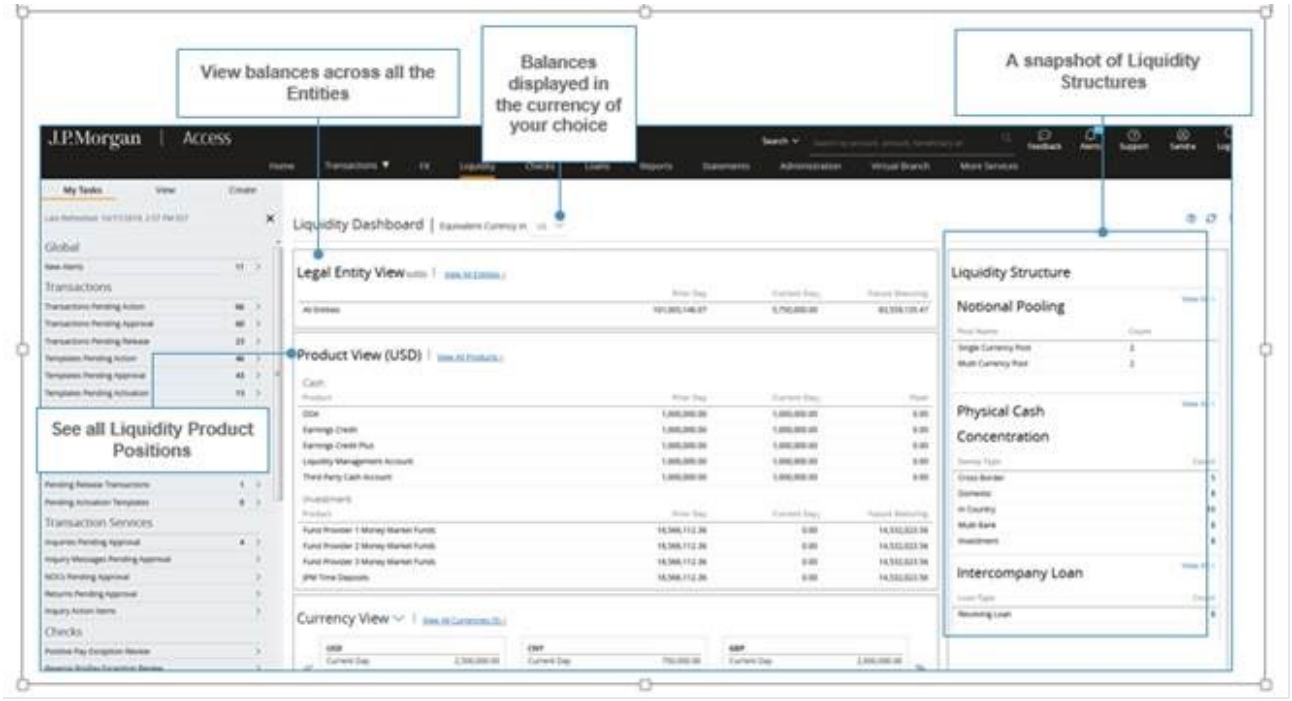


Figure 16

Invest

The J.P. Morgan Access Liquidity Solutions online platform enables TSU to invest cash surplus to daily operating needs in J.P. Morgan and third party Money Market Mutual Funds. Our online platform allows near real time investment and / or redemption during Money Market Mutual Fund market hours as well as customizable real time reporting on investments, redemptions and position activity.

Benefits include:

- Connectivity to your J.P. Morgan deposit account, with ability to invest online
- Same day liquidity with the ability to redeem funds online
- Diversified portfolios and high-quality instruments
- Variety of Money Market Mutual funds offered by J.P. Morgan Asset Management and other third parties
- Multiple ways to invest including, Direct Investment – via the online platform, End-of-day sweeps, Intraday sweeps

51. List all investment instructions that are available through the sweep account, please include a prospectus for each available fund and which funds may be swept. The prospectus should include NAV history, return objective, and weighted average maturity.

The prospectus can be found at https://am.jpmorgan.com/us/en/asset-management/liq/.

52. Does your bank have a formal investment policy that governs the sweep accounts?

Please refer to the prospectus above.

53. Does your bank have an auto sweep?

Yes. J.P. Morgan offers end-of-day investment sweeps. However, it is not recommended due to the limitation listed above. As an alternative, we recommend the continued use of the Hybrid DDA and direct investments via the J.P. Morgan Access Liquidity Solutions platform.

54. What are the cut-off times for your sweeps?

J.P. Morgan recommends direct investments via the J.P. Morgan Access Liquidity Solutions. Please refer to table below for J.P. Morgan fund close times.

Availability and cutoff time

Fund	Direct investment	End of day sweep
Prime Money Market Fund	1:30 p.m. CT	Y
U.S. Government Money Market Fund	3:30 p.m. CT	Y
U.S. Treasury Plus Money Market Fund	3:30 p.m. CT	Y
Federal Money Market Fund	1:30 p.m. CT	Y
100% U.S. Treasury Money Market Fund	1:30 p.m. CT	Y

55. How is interest on the sweep account handled?

Principal and interest are credited to the account as separate transactions. Crediting of interest/dividend payments occurs monthly.

56. Does the sweep comply with Texas PFIA?

Yes, our funds are PFIA compliant. However, it is best practice for the client to confirm internally prior to investing.

57. Who is the custodian for the investments made through the sweep account?

The custodian for investments made through the sweep account is JPM Asset Management.

58. Is a separate monthly statement provided for the sweep account?

J.P. Morgan provides monthly statements reflecting investment activity and daily detail, which the bank will make available in paper and electronic formats for TSU. Additionally, for Fed Funds sweeps, the bank provides daily confirmation of investment activity.

By using the Liquidity Solutions option, available through J.P. Morgan Access, you may access an investment report available daily.

The prospectus for J.P. Morgan Money Market funds can be found by visiting: https://am.jpmorgan.com/us/en/asset-management/gim/liq/home

Automated Clearing House

59. Discuss the bank's methodology for determining debit and credit exposure limits.

ACH service is subject to, and contingent upon, credit approval according to our current credit policies for credit and debit applications. We can discuss this with you during the implementation process to determine what dollar values to expect.

Why we set limits

We set credit and debit limits to help facilitate seamless transaction processing, including a cushion over a client's normal file size. Then, we monitor the client's ACH activity trends to determine if the limits are appropriate. Although clients typically aren't informed of their limit, it is designed to facilitate uninterrupted service.

60. Discuss the bank's process for deciding the order in which companies' files will be processed if the bank exceeds its intraday exposure limit with the Federal Reserve.

We rely on many factors to provide you with the intraday liquidity necessary to execute your payments promptly, including:

- Sophisticated technology
- Client-credit facilities
- Experience as one of the largest net debit caps in the industry
- A successful track record of working with large clearing banks

61. What are the hours of operation for the ACH processing unit?

Operating hours for ACH processing are listed below.

Operating hours for ACH processing

	Monday-Friday	Saturday	Sunday
Customer Service	6:00 a.m. to 6:00 p.m. CT	Closed	
ACH Operations Center	6:00 a.m. CT Monday to 1:00 a.m. CT Saturday		3:00 p.m. Sunday to 12:00 a.m. CT Monday
ACH Transmission Services Group	2:00 p.m. CT Sunday to 2:00 a.m. CT Saturday		
ACH file inputs accepted	24/7/365		

62. What procedure does the bank use to verify accurate and secure receipt of all types of ACH transmission methods?

Confirm the receipt of your direct transmission files by choosing any of the following:

ACH File Receipt Notification Service

Available to clients who provide us with Direct Send ACH files. You will get an email notification that your submitted ACH file was either successfully received by the ACH back office and validated or rejected for further processing. We can send email notifications to a maximum of 10 corporate email addresses (personal email addresses are not supported), and do not include notification of successful ACH processing of client files.

ACH Acknowledgement File

Automatically transmits a copy of your original File Header (1) record and File Control (9) record allowing you to reconcile back to your original ACH file processing records.

ACH Companion (Mirror) File

Provides a complete copy of the original incoming ACH Nacha detail payment file received by us. This re-confirms the individual payment instructions being processed and is often used as a reconcilement file. The file reports any ACH rejects or returns back to you within one to three business days.

ACH Transaction Summary Report (Journal)

Created post-processing and summarizes the settlement results and totals for either an individual file or for the entire business day. We sent the report to you through secure email or direct transmission delivery within 90 minutes of receipt of the ACH initiation file. The acknowledgement includes item count and dollar amount.

ACH InfoDex

Offers a “hands-on” telephonic method so that your authorized users can securely verify and release ACH files. Your users listen to the total dollar amount and number of items and approve that the information conforms to your own records.

63. What controls are in place to protect against lost files and duplication of transmission? How and when is the company notified of a duplicate file?

We have automated file-scheduling packages to help make sure data is not lost.

We also have an 11-month duplicate detection capability; any file transmitted with the same Origin ID, Company ID and effective date of the first batch within the file, and exact item count and amount will be rejected. Additionally, if our system determines that the file received is a duplicate, J.P. Morgan will call you the same day to verify.

64. Does the bank provide automatic file receipt acknowledgement? If so, what information is included in the acknowledgement?

Yes, we provide file receipt acknowledgements. Please refer to *Question 62*.

65. Can the bank automatically redeposit items returned for insufficient or uncollected funds? When items are redeposited, are any entries posted to the customer's account? How often can items be redeposited?

Yes, we can automatically perform up to two additional redeposits for eligible reasons, such as non-sufficient funds (NSF) or uncollected funds.

We also offer a “delayed redeposit” option that may postpone re-presentment for up to five business days for each transaction, or as an alternative, present all eligible items on the subsequent Friday.

Although entries aren’t posted to your accounts when items are redeposited, you get notified through its selected return channel.

66. What is the maximum retention period for future dated transactions?

For direct transmission origination files, the maximum retention time for future-dated transactions is 90 days. Transactions are maintained for online inquiry for 180 days after the effective dates.

ACH payments through the banking portal are warehoused for up to 60 days in advance of the value date.

67. How does the bank handle file, batch and item reversals and deletions, include the deadlines for reversing or deleting a file, batch or item?

We handle file and batch reversals via a direct transmission (sFTP or equivalent interface). Batch reversals can also be delivered via an import of a Nacha formatted reversal batch utilizing the Access Import capability.

We offer a secure interface via J.P. Morgan Access for item reversals. Reversals initiated by direct transmission must be received by 3:00 p.m. CT for same day processing.

Deletions

We can facilitate ACH deletions via J.P. Morgan Access or ACH File Warehouse for secure internet connection. Deletions must be received by the ACH back office or entered into the banking portal by 3:00 p.m. CT. The remainder of the file will be released.

68. What methods are available to the company to communicate with the bank regarding modifications, reversals and deletions of files, batches or items?

J.P. Morgan Access Transaction Services provides you tools to initiate inquiries and amend and cancel payments, all with a built-in audit trail.

Easily initiate:

- **Inquiries for wire and ACH transactions:** Request additional information, assistance or action from the bank related to your transactions and to make changes if desired
- **Deletions:** Stop an ACH transaction from being processed prior to any movement of funds
- **Reversals:** Reverse a payment that has already been processed by the bank

Alternatively, for ACH payments, you can modify or delete a transaction using ACH file warehouse or you can transmit a reversal file to the bank.

69. Does the bank accept both debits and credits on the same file?

Yes. We accept both debits and credits on the same file with no additional requirements.

70. Describe the bank's ACH return process and how the customer is notified. When will returned funds be posted to the customer's account?

Returned funds post at the end of the banking business day. Keep in mind:

- Prior to posting, information about these items is available on our J.P. Morgan Access current-day report
- To confirm a return belongs to you, we perform edits on account number, date, individual ID and trace number

Thoughtful return item processing

We carefully designed our return item process so that it acts as an interface to help provide you with accurate data. This was done to minimize the problems associated with exception items.

The bank may provide return items to you through:

- Direct transmission
- Encrypted email
- Return and Exception Report online from the banking portal

We strongly recommend you utilize data transmission options to reduce delivery problems and minimize the time between the return and the time to receive notification of a return.

We want you to have accurate data

To give you complete and accurate data on each return, we use key fields from the returned items to retrieve the original record sent to us from a historical file. This file contains records for ACH transactions initiated in the past 15 months. Keep in mind:

- If the search doesn't locate an exact match, the entries are declined and sent to the Receiving Depository Financial Institution (RDFI) for correction and resubmission
- If the correct item is found, data from the original record is supplied to you with the reason for the return
- We issue one debit per entity or application against your account for the total of the return file and include all returns in a single return transmission to help simplify reconciliation
- Returned credits are included in the return data file and are credited to your checking account with a separate entry per company ID
- Return entries are not netted against one another or against the new item settlement

71. At what time of day is information retrieved from the ACH network and available through current day reporting?

ACH transactions received from the ACH network are available on information reporting by 8:00 a.m. local time. Throughout the day we will update current-day information reporting for "on-us" or book-to-book transactions originated by other J.P. Morgan originators.

72. Is the bank able to provide the company with information contained in ACH Addenda records?

ACH Addenda is included on reports and export files (e.g., PDF, BAI2 and MT940) and EDI X12 format.

73. By what time is the customer required to fund ACH credits?

Funding for ACH credits is required by 3:00 p.m. CT on the date of settlement, which is the Federal Reserve deadline for receipt of domestic wires. In its discretion, J.P. Morgan may require a customer to prefund the amount of ACH credit entries on the transmission date or prior to the settlement date.

74. By what time will the customer receive availability for ACH collections?

For ACH credits, you receive availability (memo post) for ACH collections upon opening of the business day on the settlement date. A hard post of the funds occurs at the end of the business day.

75. Can same day ACH book transfers be made? If so, by what time must this file be received in order for funds to be available in receiving accounts the same day?

You can make same-day book transfers between your accounts and other client accounts held at J.P. Morgan.

Same-day ACH book transfers between accounts at J.P. Morgan process with an effective date of that same day if the file arrives by 9:00 p.m. CT. Depending on the time of transmission, transactions will post at the end of the business day. Next-day settlement can be made at your request.

76. Does the bank provide simultaneous settlement between debits and credits?

Yes. J.P. Morgan provides simultaneous settlement between debits and credits.

77. Does the bank offer any service to protect our account from unauthorized ACH debits?

Yes. J.P. Morgan offers a suite of services to protect your account from unauthorized ACH debits and/or credits.

ACH Transaction Blocking is a useful self-service tool

ACH Transaction Blocking allows you to add ACH debit and/or ACH credit block setups at the account level with optional dollar amount thresholds using our online portal. The ACH block is setup through J.P. Morgan Access via the Checks module.

ACH Transaction Block allows you to:

- Block all ACH transactions
- Block specific originators
- Block specific originators by dollar amount or date
- Allow all ACH debit/credits except from specific originators

The ACH Blocked Transaction Report gives you a daily report that provides a listing of all blocked transactions. Use the data to have your CSA update your ACH debit/credit block profile to allow future payments to be processed without being returned. The report allows you to notify trading partners proactively about returned payments.

Review and confirm with ACH Transaction Review

ACH Transaction Review allows you to review and confirm ACH debit and credit transactions online and return unauthorized transactions on a case-by-case basis. Using a sophisticated filter, you can limit the number of transactions reviewed, by using the following criteria

- Debits and credits
- Company IDs
- Dollar amount and or dollar amount range
- Transaction type

You have until 4:00 p.m. local bank time, determined by account location, the day after posting, to submit decisions. If a Pay or Return decision isn't submitted by the client, the default Pay or Return decision, as established in the related profile, is applied.

A list of debits and credits not affected by ACH Transaction Blocking/Transaction Review

In accordance with customary practices, as well as applicable law and rules, the following types of ACH-related debits and credits will not be blocked:

- ACH debits to your account to offset ACH credit entries originated by you through the bank
- Reversals of previously received ACH credits
- Reclamation entries, as defined in the Nacha operating rules
- Debits or credits to your account initiated by the bank to correct processing errors, effect back-valuations or make other adjustments
- Returns or reversals of ACH debits or credits originated by you
- Fees or charges owed for services provide by the bank

78. Can ACH debits be matched to an issue reconciliation file before authorizing them for payment? Can you selectively accept ACH debits only from originators authorized by us? If so, how are the authorizations set up and can you ensure that originators do not charge our accounts for more than we have authorized?

Yes. J.P. Morgan can selectively accept ACH debits from specific originators, but we can't block debits matched to an issue reconciliation file.

You should know that we can establish dollar threshold criteria so the originator does not charge your account for an amount higher than what's been authorized.

Authorizations are set up by written documents submitted by your authorized signer to your CSA. New debit block authorizations activate within 24 hours.

We can set dollar threshold criteria so the originator doesn't charge your account for an amount higher than has been authorized.

79. How do you handle receipt of entries from unauthorized entities?

We help you handle receipt of entries from unauthorized entities. Unauthorized ACH transactions are returned to the originator as soon as we get notified by you.

Further reduce the risk of unauthorized transactions by subscribing to our suite of fraud prevention products:

- ACH Transaction Blocking
- ACH Transaction Review

80. By what methods does the bank notify the customer of the receipt to unauthorized ACH debits?

Take advantage of our ACH Transaction Blocking services. It blocks the ACH debit or credit before posting the item to the DDA account as flagged during the account setup. We report transactions that didn't post as a result of ACH Transaction Blocking.

You can also choose to make a "Return/No Pay" decision on ACH debit and credit transactions with ACH Transaction Review. With ACH Transaction Review:

- You receive an email notification if ACH transactions require review Monday through Friday by 9:00 a.m. CT; additional email notifications are sent one hour before the decision cutoff time if there are exceptions that have not been reviewed and decisioned
- You have until 4:00 p.m. local bank time, determined by account location, the day after posting, to submit decisions
- If a Pay or Return decision isn't submitted by you, the default Pay or Return decision, as established in the related profile, is applied

81. Does the bank support point-of-purchase (POP) check conversion?

Yes. J.P. Morgan currently accepts and processes point of purchase (POP) origination files. In conjunction with front-end alliance partners, we offer retail-industry clients a comprehensive POP solution that takes checks from the point of sale, converts them to ACH transactions and processes them through the ACH network.

Please refer to *Question 45* for further details.

82. Discuss how the bank processes and reports any company transactions that originated as checks that are converted to ACH debits at the point-of-purchase.

Current Nacha rules prohibit the conversion of any item containing data in the auxiliary on-us field of the MICR line. J.P. Morgan requires the use of an auxiliary on-us field for disbursement checks. Thus, the items should not be subject to conversion.

To support our clients, we offer a service that matches converted checks against the check issuance information provided to the bank. TSU has the option of using an ACH debit block service to automatically return all converted items.

83. How do these ACH debits affect controlled disbursement presentment totals, stop payments, account reconciliation and positive pay?

A description of how ACH debits affect the various options mentioned are listed below.

Controlled disbursement

Converted checks appear in a client's controlled disbursement clearing totals as ACH items. This allows you to fund for these items on a same-day basis.

Same-day ACH and wire activity that posts to a controlled disbursement account is included in Late Funding. Late funding happens at approximately 10:30 p.m. CT.

Stop payments

We match converted checks against our stop payment database. If a converted item includes a properly placed and accurate serial number, we will identify and return each item that has a stop payment.

Account reconciliation

Account reconciliation, file format and reports do not change. Converted checks are reported as "paid" or "reconciled" checks and notated as electronic on reconciliation reports.

Positive pay

Check data that does not match information in TSU's check issuance file will appear on a daily positive pay exception report. Converted checks are listed with other exceptions for that day. Check images will not be available for ACH converted checks.

84. What are the ACH products for secure Internet delivery of data?

Depending upon your operational requirements, originate ACH payments for:

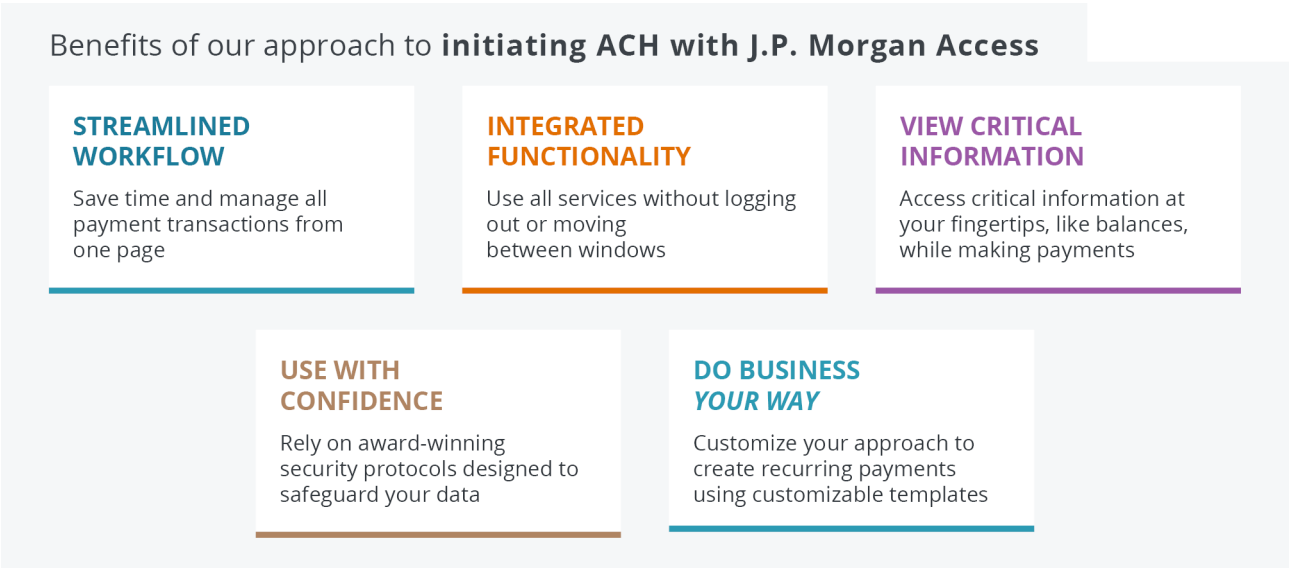
Lower-volume origination by using our banking portal. The banking portal provides a fully integrated, browser-based service with easy-to-use applications for all your information, compliance and portfolio management needs.

Larger-volume origination by using secure file transfer protocol (SFTP) transmission for batch files.

Many large originators find it convenient to originate large volume via batch and create occasional manual entries online when necessary.

Originating low volume transactions

Continue to facilitate your origination of lower volume and manual entry of ACH payments—from payroll to disbursement to concentration—with J.P. Morgan Access.



A user-friendly experience to fit your style

Create all key transactions with just a **few clicks** (wire and account/book transfers, ACH, liquidity investments and foreign exchange) from a single page. With full customization, create filters or templates with locked fields for added security.

A simple and intuitive portal that saves time

Reporting, productivity tools and security administration services are **integrated**. This allows you to perform functions across applications using a common workflow that saves time. Our banking portal is **simple and intuitive,** making payments easier to initiate, with little or no learning curve.

We listen and react

We designed our service, based on customer feedback, so that all capabilities are in sync with the daily activities of treasury managers. Now, you can initiate your payment methods (e.g., wire, book transfer, account transfer and ACH) from a single page in a uniform, easy-to-follow work stream.

Use templates to simplify your process

Common sets of **intuitive templates** for every payment method are available to you. For example, easily create beneficiary templates with lockable and editable fields to set up recurring payments.

There are many ways to **customize** the system. J.P. Morgan Access can be configured with flexible sorting and filtering options to display only the features you use—in the order you prefer.

Create templates to support a complete menu of ACH transactions with all template information **stored securely** with the bank:

Templates for all ACH transactions	
• Consumer payments	• Cash concentration
• Consumer collections	• Cash disbursement
• Payroll payments	• Federal, state and municipal payments
• Corporate/vendor payments	• Child support payments
• Corporate/vendor collections	• Funding other J.P. Morgan accounts on a same-day basis

Transactions based on templates or entered in free-form mode are created by you, then batched, approved and released for processing.

Sample template details page

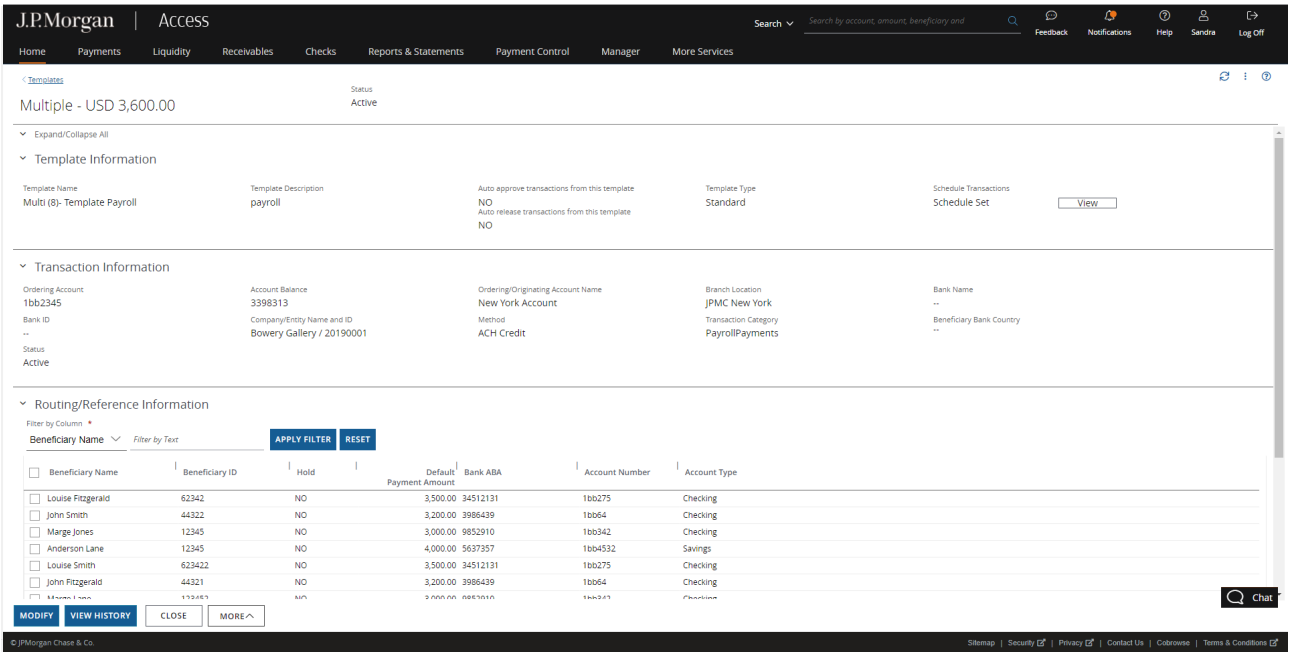


Figure 17

ACH files generated through the banking portal are retrieved and processed several times each business day for next-day processing (or same-day, when applicable).

Advantage for TSU: ACH files generated online are delivered for processing nine times each business day, Monday through Friday.

Create free-form transactions online

For non-repetitive payments, TSU can create free-form ACH payments without the need to establish a stored template.

Sample free-form payment initiation page

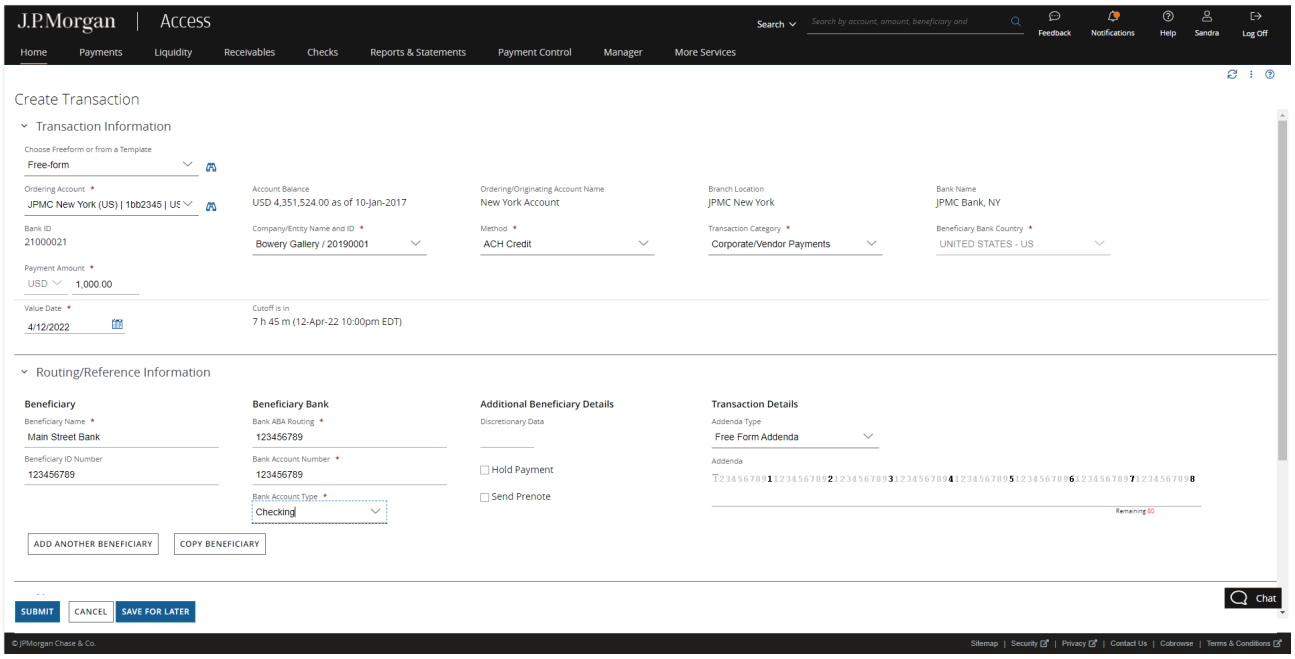


Figure 18

Alerts to help you manage your messages and transactions

- Use the banking portal to define, manage and view messages from anywhere
- Get alerted to transactions pending approval or see templates that have been modified
- Receive notifications either through encrypted email or the Notification inbox or both

Originating large volume transactions

Originate through batch file transmissions using industry standard Nacha file formats (e.g., ARC, CCD or PPD). Then, send your file to us through a common protocol, such as secure file transfer protocol (SFTP).

Highlights of large volume batch origination

We offer a file delivery solution that allows TSU to send and receive ACH files using:

- SSL session encryption
- Browser-based file exchange (HTTPS)
- SFTP with PGP (Pretty Good Privacy) or GNUPG (GNU Privacy Guard) file encryption

- AS2 (Applicability Statement 2)

Our delivery methods leverage the internet and readily available software packages to make transferring files simple and secure without the added cost of proprietary software installation.

VPN (virtual private network) is also a supported file transfer solution.

Key features of transmission processing	
Value dating	Submit regular commercial payments to vendors on the business day prior to the value date, or warehouse for up to 90 days in advance of the value date for direct transmissions
Encryption	After encrypting the file, transmit to the bank for final ACH processing
Data integrity	Benefit from better data integrity and file edit checks to identify potential duplicate files upon receipt of files into our ACH system
Transaction journals	Receive a transaction journal within two hours of receipt of an ACH file initiation transmission, including item count and dollar amount
Redundancy	Be confident in knowing our server is mirrored for disaster recovery
Secure access	Receive a logon and password that gives you access to a “drop box” directory on the server
Push or pull	Initiate the SFTP session to push and pull data files

How to handle large-batch files

We recommend submitting large batch files containing any consumer credits at least two business days prior to the settlement date. We accept future-dated large batch files containing consumer credits. These should be submitted at least two business days prior to the settlement date.

Same-day processing is available

- You can send same day ACH credits and debits
- All ACH credit and debit transactions, except for international transactions (IATs) and transactions above $1,000,000, are eligible for same-day processing
- All data received after 2:15 p.m. CT (1:15 p.m. CT if prefunded) is ineligible for same-day

ACH Nacha file import is easy to submit

Choose the automated interface on our banking portal to upload a standard Nacha-formatted file. It's easy to submit payments for approval and release.

ACH Nacha import:

- Available for CCD, CCD+, PPD, PPD+, CTX, IAT and WEB Standard Entry Class Code transactions
- Supports the transaction codes for checking, savings, general Ledger and loans
    - Works with comma-delimited or fixed-width files that are uploaded using the template functionality

FILE IMPORT FEATURE

You receive:

- Future-dated warehousing of up to 60 calendar days
- Ability to create settlement offset at transaction level or batch level
- Next-day settlement option for transfers to/from J.P. Morgan accounts
- Option to create addendum record for all payments

Controlled Disbursements

85. What is the published time (Central Time) of the final daily presentment notification? How many times in the last six months have you missed this deadline?

For J.P. Morgan's San Angelo, TX Controlled Disbursement site, first presentment is at 7:30 a.m. CT and second presentment is at 9:00 a.m. CT.

The average reporting time for first notification during the previous quarter was 6:34 a.m. CT. The average reporting time for final notification during the previous quarter was 9:46 a.m. CT.

In the past six months, the CDA final presentment notifications were delivered to clients by the cutoff no delays.

86. Discuss how the bank handles items presented after the company is notified of its total daily clearings.

Late, same-day settlement or Fed items received after final presentment will post to the account the day presented; however, no action is required by you and no fees are assessed. These items are added to the next day's funding total.

87. Discuss the bank's policies and procedures for processing stale-dated items. Since we use positive pay, will we be notified of the stale-dated items?

We offer TSU our stale-date feature to return checks that are presented for payment past your pre-determined number of days from the issue date. Your account must be subscribed to **positive pay**, and we must receive the issue record in advance of the check being presented for payment.

For positive pay accounts, these checks show as "Stale Date Item Issue" exceptions on the **daily positive pay exception report** that allows you to decide whether each item should be paid or returned. You may also elect to have the system **automatically return** all items prior to having them reported for your review.

Stale-dated checks are not removed as issues. To remove the item as an issue, TSU sends a positive pay file and identifies applicable stale-dated checks as cancels.

88. Does the bank offer payee match as part of its positive pay service? If yes please describe.

Yes. J.P. Morgan was one of the first banks to offer clients payee verification service. This service is critical, as payee fraud is on the rise. Our enhancement to positive pay digitally interrogates up to 100 characters of payee name information. Our teller line positive pay service also includes payee verification.

A payee verification client is first matched in positive pay. Next, payee verification looks at the items with digital interrogation, matching the payee name on the issue file to each check presented. Items that do not match are sent to our operator to manually review. Any exceptions will be sent to the client for final decision.

TSU can review check images of exceptions rejected by the operator using our online portal.

89. Discuss how the bank processes and reports any company transactions that originated as controlled disbursements checks that are converted to ACH debit at the point-of-purchase Lockbox.

Converted checks appear in a client's controlled disbursement clearing totals as ACH items. This allows you to fund for these items on a same-day basis.

Same-day ACH and wire activity that posts to a controlled disbursement account is included in Late Funding. Late funding happens at approximately 10:30 p.m. CT.

90. How can the University verify that the amount of daily clearings reported is final? Is the University guaranteed that his amount is final?

Controlled disbursement accounts may occasionally have late activity post to the account, creating a positive or negative end-of-day balance. These balances will net against the next day's final funding requirement.

ACH and wire activity occurring after final presentment can either be automatically swept to the linked funding account to make sure the controlled disbursement account balance remains at zero or manually funded by initiating a wire transfer or book transfer.

91. How will the customer be notified if the daily notification will be delayed?

Data delivery goal times are monitored continuously to help achieve aggressive availability schedules. J.P. Morgan's Client Services and Technical Support teams are central information sources regarding delays and access difficulties.

If a prolonged outage occurs, the J.P. Morgan Access home page will provide a broadcast message on access and data availability. In addition, your dedicated CSA may also notify you regarding any delays.

If the daily notification will be delayed, message banners will be broadcast on J.P. Morgan Access. If a reporting delay occurs, your CSA can report inclearing totals to you.

92. What is the cut-off time for funding the controlled disbursement presentment total?

We request funding wires be received by 11:00 a.m. (disbursement site time) to avoid any daylight overdraft charges from the Federal Reserve Bank.

93. Does the bank offer zero balance sub-accounts that may be funded automatically from a designated funding account? If so, where will the funding account be located and what transfer mechanism funds the subsidiary account, if not automatic?

Yes. J.P. Morgan offers, and TSU currently utilizes, a physical cash concentration via zero balance accounts. This allows for concentrating funds to your current TSU operating account, which is located in our Texas branch. A same day, end-of-day electronic transfer from your funding account, funds all accounts that are linked to the operating account.

94. Is there a limit to the number of sub-accounts?

TSU can use your master cash concentration account to fund an unlimited number of subaccounts.

95. Are any line(s) of credit required for controlled disbursement customers?

We do not require a back-up line of credit for controlled disbursement clients.

96. Does the bank offer Account Reconciliation Program services for controlled disbursement customers? If so, are both full and partial reconciliation offered?

We are making enhancements to the version of J.P. Morgan Access that you currently use. The response below reflects those enhancements.

We offer a range of account reconciliation (ARP) services for controlled disbursement customers. Yes, all ARP services are optional and designed to enhance reconciliation efficiencies. We offer both full and partial reconciliation and describe below.

Full reconciliation

Receive a reconciliation of outstanding and paid checks, with the option of reconciling accounts by the week, month, fiscal or calendar year in a format tailored to meet your needs.

Provide detailed check issue data, including account numbers, check numbers, issue dates, dollar amounts and reference information (up to 15 bytes) for full reconciliation.

Choose how you wish to supply this data, in a file transmission or by upload or manual key entry to J.P. Morgan Access, as needed by the check activity in each account.

With check issued data, we perform a **full reconciliation of activity** in the account, delivering a reconciliation report package via the online portal. The standard full reconciliation package contains an

account statement, balance sheet, paid and outstanding check listing, plus a summary including check number, issue date, amount paid and paid date.

Partial reconciliation

Receive a detailed listing of checks paid against a disbursement account over a client-defined period of time with partial reconciliation. This service also details certain other categories, such as stopped checks.

Checks are typically listed in check serial number sequence with the amount and date each check was paid. The reports are available via the banking portal.

97. How soon after the cut-off date will the reconciliation be sent? What methods of report delivery are available? (e.g. hard copy, electronic) How is electronic data transmitted? (e.g. internet site, direct transmission).

From statement cutoff to receipt of account statements, canceled checks and full or partial reconcilement information, our normal turnaround time spans up to five business days.

Please note that turnaround times are measured from receipt of final issue file for full reconciliation.

TSU receives images of all on-us transactions (paid checks, deposit tickets, advices/adjustments) and account reconciliation (ARP) reports through our banking portal. Check images and ARP reports are stored for 7 years (standard) with an option to extend retention up to 10 years.

Bank statements and account analysis statements are also available. The banking portal stores historical statements for up to 7 years for bank statements and 13 months for account analysis statements.

Images of on-us transactions are also available by direct transmission. Paid check, deposit ticket images and account reconciliation statements can be provided on CD-ROM, if required, for an additional fee.

98. What is the turnaround time to receive a copy or image of a check? Are check images available online? If no, please explain the procedure.

Paid check image copies, in many instances, are available for viewing online via the banking portal the same day they are presented to the bank. At a minimum, images of these items are available on a next business day basis.

Online image access

Receive image history inquiry for seven to ten years with our banking portal. Perform an advanced upfront check search functionality that provides you with the status of each check. Your users can perform single and range-based searches by account number, check number and amount, sequence number, paid and issue dates and payee name. The results tell you whether the check is still outstanding, has an active or revoked stop, is canceled (voided), was returned or has paid.

Additionally, batches of images can be requested in an offline request mode for more efficient origination of larger numbers of requests.

Our banking portal is more efficient than paper or CD-ROMs, especially for retrieving information quickly. Check images are usually available the same day checks are presented. At a minimum, images of these items are available on a next business day basis. Our browser-based solution allows you to retrieve check images for all applicable accounts without waiting for a CD-ROM to arrive.

Sample check image



Figure 19

Long-term online check image retrieval

Your authorized users may access paid check images online for accounts with appropriate entitlements and initiate a search using various search fields—account number, check number, paid date, dollar value, payee name or customized fields, such as general ledger number or vendor number.

Our portal displays search results online where users select an individual item and view the corresponding image. Images are stored and available for online retrieval for a standard period of 7 years, with the option of extending to 10 years.

99. What is the bank's cut off time for receiving issued check files, receiving adds and deletes, receiving manual issues, transmitting paid check files and transmitting reconciled check files?

Cutoff times for receiving issued check files varies. Please see below for cutoff times.

Receiving issued check files

Our cutoff time for receiving transmitted files for issued checks, adds and deletes is 11:00 p.m. local bank time for that day’s effective date. Local bank time is defined by the account’s processing state.

Receiving adds and deletes

Our cutoff time for receiving transmitted files for issued checks, adds and deletes is 11:00 p.m. local bank time for that day's effective date.

J.P. Morgan Access input file uploads are accepted up to 9:30 p.m. CT for that night's processing. Any file received and accepted after that will be included in the next day's account reconciliation batches.

Receiving manual issues

Our cutoff time for receiving manual issues through the banking portal is 9:30 p.m. CT.

Transmitting paid check files (for partial reconciliation)

Paid check files are generally available by 7:00 a.m. CT.

Transmitting reconciled check files (for full reconciliation)

We transmit reconciled check files within 24 hours of completed reconciliation.

100. Describe the bank's ability to interface directly with accounting systems.

We continue to offer a variety of file-based reporting options through standard communication connections to facilitate reconciliation within Banner.

Alternatively, continue to leverage our suite of API offering to receive information reporting directly back into Banner that you can integrate it into your system in a manner that you see fit.

Please refer to *Question 3* for further details regarding our expertise in integration.

101. Can the bank receive a file of wire transfers, ACH/bulk payments, drafts and checks created in the company's accounting system, in order to originate transactions and create an issued file for positive pay service?

By using File Transmission Payments, our global mixed payables solution for electronic file transfer, TSU can produce a single payment file from Banner for all payment types, e.g., wires, ACH, checks, FX and transmit them to the bank in a single format (such as ISO 20022 XML). The bank then translates the file into the various formats required by each payment processing system, saving TSU from having to separate files for each transaction type.

Check instructions sent to J.P. Morgan for printing will automatically have the issue records created for positive pay.

File Transmission Payments provides TSU with a secured pipeline with J.P. Morgan. It allows you to streamline operations and reduce expense by transferring to J.P. Morgan many of the tasks involved in

payments initiation and reconcilement. The translation facility is designed to support all transaction types, as well as split remittance details and return file acknowledgements.

ISO20022 standard format option

ISO 20022 XML is a leading-edge file format option for clients, which includes a common global implementation (CGI) version used across all banks to reduce cost of integration and complexity between client and bank.

This format, jointly developed by major financial institutions, ERP vendors and SWIFT, represents a robust framework that addresses a wide variety of payment methods and transaction types that may not have fully supported by legacy file formats. By implementing a single standard messaging format, clients have the opportunity to simplify and standardize the underlying technical architecture, operational processes and required monitoring controls for their file transmission needs with banks. J.P. Morgan's early adoption of ISO 20022 XML and continued focus on solution richness provides strategic advantage in the marketplace.

J.P. Morgan supports the following ISO20022 file formats: Version 3 and 2 for payments and Version 2 for reporting. We highly recommend using the more current formats for new implementations to provide full compatibility and transaction support.

In addition to the ISO 20022 XML format, J.P. Morgan offers support for legacy formats as well as our proprietary Global Flat File (GFF).

J.P. Morgan Host-to-Host Online

J.P. Morgan Host-to-Host Online offers you the ability to view and manage your File Transmission Payments files uploaded manually within the J.P. Morgan Access portal or transmitted via Banner for processing.

The Host-to-Host Online module in the online portal allows entitled users to:

- View and manage transmitted payment files and transactions
- Upload payment files manually or transmit via Banner for processing
- Track payment files using file status reporting, alerts and reports
- Approve and release payment files supporting customer specific workflow

102. Does your system provide for electronic confirmation of receipt for daily file transmissions?

TSU will receive an electronic acknowledgement once you have sent a transmission. The file indicates records that have been received and scheduled to be processed in the nightly batch. You may also call our Transmission Services Group for confirmation.

103. Does your bank provide an image capture of paid items?

Yes. We offer paid item images* in different media to meet TSU's image strategy. Options for paid check images are:

- **Online via J.P. Morgan Access**: Retrieve in seconds, compared with hours or even days for physical retrieval and the quality of the reproduced image is extremely clear (see image example below)
- **Image transmission**: Receive fast, automated image files directly transmitted to your internal check archive for high-volume clients

* JPMorgan Chase is licensed under U.S. patent nos. 5,910,988 and 6,032,137.

Image transmission

We can provide image files daily, weekly or monthly. An index is also provided with the tiff images. There is no specific image viewing software required to view the images. Please see the image file specifications provided in Appendix 6, Check Image Transmission Format guide.

Please refer to *Question 98* for further details on paid images available via our online platform.

104. Does your system provide real time, online check images for positive pay reporting to allow easier/pay return decisions?

TSU will be provided with real-time, online paid check images for positive pay reporting via our banking portal.

105. Does the bank offer a daily service to compare checks paid against a check issue file and provide the customer with a daily notification of all exception items (i.e., prior day Positive Pay)?

As part of a complete range of disbursement services available through J.P. Morgan Access, J.P. Morgan offers internet-based positive pay services.

J.P. Morgan Access's positive pay exception processing allows TSU to send positive pay issue files via the internet. J.P. Morgan's internet delivery channel provides a foundation for secure and traceable communications between J.P. Morgan and TSU using standard browser software.

Additionally, our online portal enables TSU to use the internet to review digital images of all exception items and instruct J.P. Morgan to pay or return each item from a single page. Payee name exceptions are conveniently delivered along with all other types of exceptions, so TSU can easily employ the most up-to-date fraud protection services. Email notification offers a convenient way to know when exceptions are available for review.

With positive pay, TSU provides the bank with a positive pay issue file containing check amounts and serial numbers. Issue data can be simply and flexibly supplied to the bank via file transmission, online upload, or manually keyed into J.P. Morgan Access. Checks presented daily are then systematically compared against TSU's issue file. An exception report is generated the next business day, identifying any mismatched or no-issue information on file items. The deadline for TSU to submit manual entry or file upload via J.P. Morgan

Access is 9:30 p.m. CT. The deadline for TSU to transmit check issuance files via file transmission to the bank is 9:45 p.m. CT.

J.P. Morgan first reviews and scrubs the exceptions to verify that there are no misencoded items. A notification is emailed based on the customer defined email groups at the beginning of the following business day. Authorized TSU users are provided the report of exceptions upon log-on for pay or return decisioning. The exception items report provides both a front and back image of each item.

Authorized TSU users simply click on the check number of each item to view front and back check images. They can select the “pay” or “return” button for each item or select the “pay all” or “return all” button, and then electronically submit the decisions to the bank. TSU receives an online confirmation indicating the submission was successful, which you can save electronically or print for future reference. This functionality requires no special software.

You have the ability to view images of exception items before authorizing payment

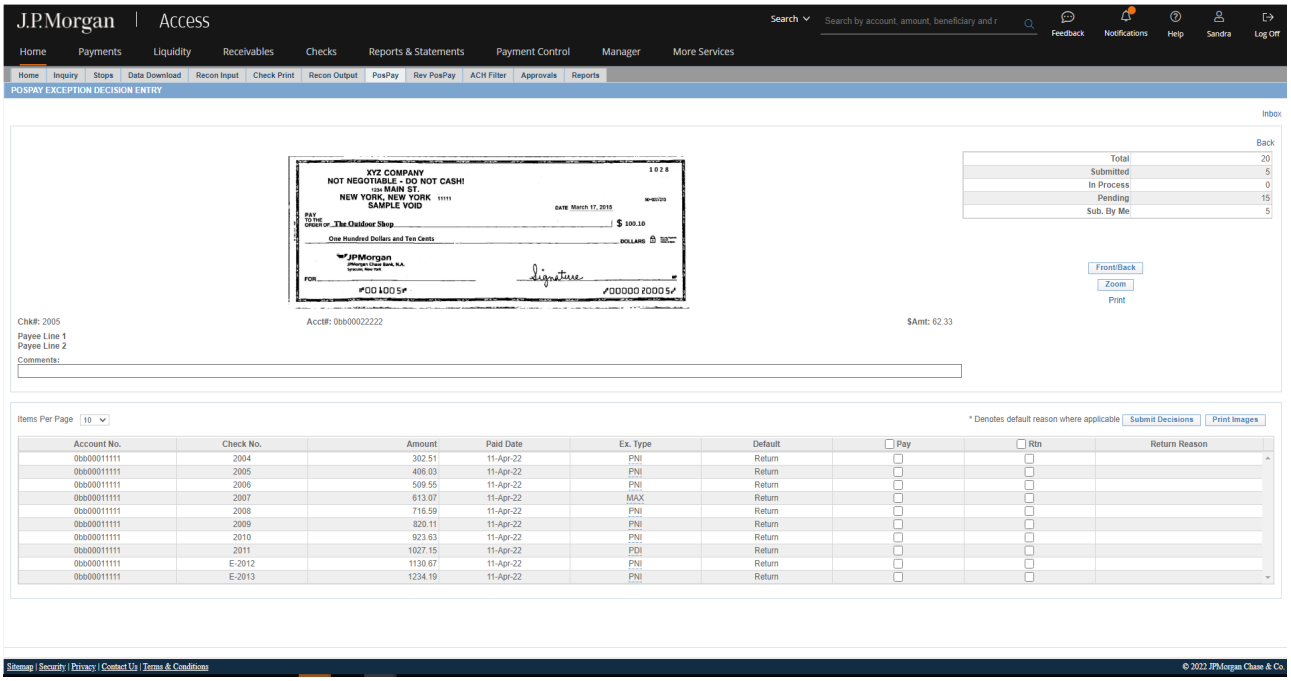


Figure 20

Payee verification

We also recommend TSU use positive pay payee verification to provide an additional layer of fraud prevention protection. For payee verification, TSU provides the bank with payee names in your check issue file transmission, online file upload or by manual entry on J.P. Morgan Access.

While positive pay matches the MICR information of your presented check to the issue file, payee verification takes the additional step of validating that the payee name matches issue file payee information. Our payee

name review digitally interrogates the payee name and looks for alterations or additions above, below or to the right of the payee name that would change the payee identification. Mismatched items are visually evaluated to eliminate digital interrogation reading errors, and remaining items are sent to TSU in the daily positive pay exception reporting for your decisioning.

As a security enhancement to J.P. Morgan positive pay service, TSU will receive additional fraud protection by selecting our payee verification product.

Positive pay with payee verification

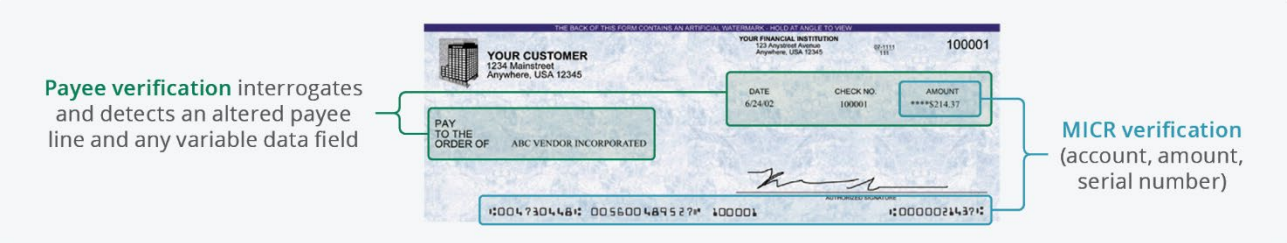


Figure 21

Teller line positive pay

Teller line positive pay is the strongest defense available to prevent check fraud. Our teller line systems are updated within one hour of receipt of TSU's issue file. When a check is presented for payment at a Chase teller window, the teller system determines the validity of the issued check prior to payment. We deny encashment on any items not found as matching open entries on the issue file. Checks deposited at a Chase ATM are screened against the positive pay records.

106. How does the bank notify customers of positive pay exceptions?

Using "PUSH" technology, J.P. Morgan Access provides a daily positive pay email notification that indicates accounts with exception items (or discrepancies) or a notice stating, "no items today." Notification is sent by 11:00 a.m. local bank time and includes a link to the J.P. Morgan Access logon page. Local bank time is defined by the account's processing state.

If there are exception items to view, your authorized user logs on to the banking portal to review the list. Once logged on, authorized users click the check number of each item to view images of the front and back of the check, select the pay or return button for each item (or select the pay all or return all button), and submit the decision to the bank. You have until 4:00 p.m. local bank time to notify the bank of your pay/no pay decisions.

Optionally, receive a reminder email notification. If outstanding exceptions still require a decision at 3:00 p.m. local bank time, the bank sends out a reminder email notification indicating that the bank is awaiting a final payment decision. A default decision is applied to any positive pay exception item that is still awaiting a payment disposition by 4:00 p.m. local bank time. While the typical default is setup as return, you determine specific default parameters during implementation.

107. What is the bank's delivery deadline for notifying the customer of exception items, and what is the response deadline for the customer's pay/return decisions?

The deadline for notifying clients of standard positive pay exception items is 10:00 a.m. local bank time the day following presentment.

For clients using positive pay payee verification, the deadline is 11:00 a.m. local bank time the day following presentment. Local bank time is based on the account's processing state.

The response deadline for client pay/return decisions is 4:00 p.m. local bank time. Local bank time is based on the account's processing state.

108. Are approve exceptions automatically added to the Issue file for account reconciliation purposes?

Yes. The bank's ARP operations unit automatically adds approved paid no issue (PNI) checks to the issue file.

109. Does the bank offer a daily service to company same day checks presented against a check issue file and provide the customer with a daily notification of all exception items in conjunction with controlled disbursement (i.e., same day positive pay)?

We offer a reverse positive pay service that helps TSU reconcile paid checks by identifying prepaid, misencoded or potentially fraudulent checks.

We transmit a paid check file that includes check numbers, dollar amounts and reference numbers. You can then automatically match the information with your own check issued file to identify exceptions. When referencing local bank time, local bank time is defined by the account's processing state.

110. Are approved exception items automatically added to the issue file for account reconciliation purposes?

Please refer to *Question 108*.

111. What is the bank's deadline for transmitting same day check data and what is the deadline for receiving the exception file?

Our deadline for transmitting same-day check data is 1:00 p.m. local bank time. Our deadline for receiving an exception file is same day, 6:00 p.m. local bank time.

112. How often per hour is the teller system updated with issue file data?

We update our teller line system within one hour of receipt of the issue file.

113. Are cashed checks verified against the issue file at the point of encashment (i.e., by your bank's teller)?

We verify cashed checks against the issue file at the point of encashment. Bank tellers also determine the paying status of an item (e.g., stop payments/holds) prior to encashment. Our teller line positive pay service also includes payee verification if the account is enrolled in payee verification services.

Checks deposited at a Chase ATM are also screened against the positive pay records.

J.P. Morgan protects clients through other fraud prevention measures, such as thumbprint programs and fraud detection applications ASI16 and ASI17.

114. What is your process for updating the teller system with issue files?

Teller line positive pay is the strongest defense available to prevent check fraud, providing protection before encashment at the teller line in Chase branches nationwide. Our teller line systems are updated within one hour of receipt of TSU's issue file. When a check is presented for payment at a Chase teller window, the teller system determines the validity of the issued check prior to payment. Items not found as matching open entries on the check issue file will be denied encashment.

Checks deposited at Chase ATMs are also screened against the positive pay records.

115. Are issue files input through your online system updated to the other system in the same manner as debit transmission of issue files? If no, explain the differences.

With J.P. Morgan Access positive pay, you provide us with a positive pay issue file containing check amounts and serial numbers. Simply supply issue data to us via file transmission, online upload or manual entry into J.P. Morgan Access. The deadline for you to submit manual entry or file upload via the banking portal is 9:30 p.m. CT. The deadline for you to transmit check issuance files via direct transmission to the bank is 9:45 p.m. CT.

Daily checks presented are then systematically compared against your positive pay check issue file. We review and scrub any exceptions to verify that there are no misencoded items.

116. If stale dated or dollar limits are available, are these checks automatically returned or do you provide an exception notification to customers?

Please refer to *Question 87*.

117. In the event that the bank does not receive the customer's pay decision response by the stated deadline, is the default disposition set by the bank of by the customer? If the bank sets the default, what is the default disposition (e.g., pay, return, optional)?

Generally, our default disposition is to return exceptions presented for decision when we do not receive a response.

With our online portal, TSU may set the default disposition (for each exception type) during initial setup. In the absence of any client decision, we will apply your defaults.

SUBSECTION B: PAYCARD SERVICES,

We respectfully decline to offer paycard services. J.P. Morgan no longer offers prepaid card products.

As an alternative and in response to questions 118-179, we recommend the use of J.P. Morgan Concourse™. Concours is an end-to-end, digital, omni-channel solution. It provides TSU with a **seamless digital payout experience** that lets you directly connect with your suppliers in the U.S. and Canada through multiple channels, including a TSU-branded online and mobile portal that we host securely.

Concourse provides TSU with an incredible amount of flexibility, including multiple payment methods, comprehensive reporting and integration options.

As a solution we fully own and support, Concourse delivers J.P. Morgan's payment processing excellence, security and expertise to TSU, providing you with a single point of accountability from end-to-end.

How Concourse works

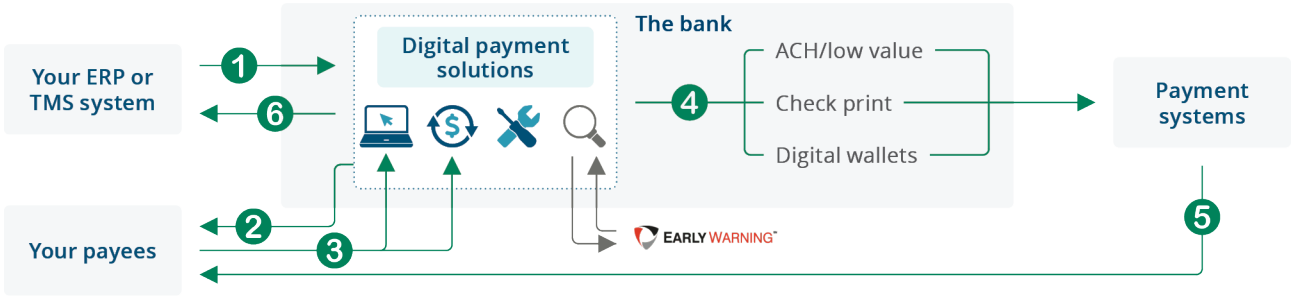
Concourse enables you to pay your payees electronically using a TSU-branded online enrollment portal. You can send the required payee information and payment data to Concourse via batch file (ISO 20022), a real-time interface via RESTful API, or and Excel document via J.P. Morgan Access You provide the following minimum information for the transaction:

- The user's ID or defined alias

The enrollment process is **simple** and **straightforward**, with payees completing their enrollments in just a few short steps.

Concourse enrollment process	
Step 1: Registration	• The payee profile must be registered in Concourse before a payment can be accepted. You may use a batch file and/or real-time interface to pre-register payee profile data in Concourse.
Step 2: Enrollment	• The payee must enroll using TSU's Concourse payee portal to accept the payment.
Step 3: Accepting payments	• Your payee logs on to their Concourse profile to accept the payment by entering their preferred payment method, or the payee can enroll in auto-accept where you can automatically initiate outbound transactions to their preferred payment method. • If the payee doesn't take action, you have the option to automatically print and mail a check upon the expiration date that you select to make the payment. • The payee receives an email confirming the payment and the settlement of funds via the designated payment method. The confirmation email will contain the TSU-generated statement number associated with the transaction.
Step 4: Reporting & reconciliation	• You can view completed transactions via a daily batch file detailing all confirmed transactions. • Your authorized personnel can also generate reports on demand and perform payment inquiries using J.P. Morgan Access®, our banking portal.

Concourse workflow



1 YOU PROVIDE PAYMENT INTENT
You provide a payables file throuh an integration with your ERP or TMS that includes the payment amount and effective date

2 WE NOTIFY YOUR PAYEE
A notification is sent to your customer or supplier via email or text when a payable is created

3 YOUR PAYEES INDICATE PREFERENCES
Payees indicate how they want to get paid using one of our solution's experience channels (except check print, which automatically prints and mails a check based on the expiry of a payable)

4 WE SEND PAYMENT FOR PROCESSING
Our solution routes the payment to the appropriate processing system within the bank for execution

5 PAYMENT IS PROCESSED
The payment is settled to your payee's account using various payment systems around the world

6 WE SEND YOU PAYMENT STATUS REPORTING
Receive payment status reporting into your integrated ERP or TMS

Figure 22

Transition to Contract

180. Provide a statement of the transition requirements to implement the contract, any unique benefits, and other considerations. Briefly address the requirements, objectives and activities in Section V.

TSU receives a detailed description of the implementation process, including a detailed test plan and a sample implementation schedule as requested.

Retaining us as your current provider provides TSU a host of benefits and allows you to focus on core competencies and strategic initiatives of your organization.

Benefits of our approach: **retaining us as your provider**

AVOID DISRUPTION
Avoid interruptions inherent in transitioning to a new bank

SAVE EXPENDITURES
No need to open new accounts or purchase new checks

LEARN FROM INNOVATION
Save resources spent on getting up to speed on a new learning curve

TRUST OUR INSIGHT
Retain the support of a knowledgeable and familiar team

SAVE TIME AND MONEY
Spend your valuable resources on work more productive than conversion tasks

SAVE TRAINING EFFORT
Spare transition team resources needed to train employees on a new provider

FOCUS ON SAVINGS
Concentrate on other projects that save you work, time and money in the long run

AVOID DUPLICATE TASKS
Avoid costs associated with retaining and reconciling duplicate accounts

Our approach to provide smooth onboarding of new services

When TSU expands your relationship with us, we apply our proven implementation approach to add products and services in a structured and efficient manner, with minimal disruption to your business.

Your dedicated onboarding specialist remains your **single point-of-contact** throughout implementation:

- Understands your business objectives and builds a detailed project plan to meet your goals
- Coordinates with your team and all stakeholders at the bank to provide timely delivery and an excellent experience
- Provides end-to-end ownership of the process, keeping you fully informed throughout with regular progress meetings and updates.

Our survey tells us

- 90% of our Commercial Banking clients surveyed rated their overall experience post implementation as very good to exceptional*
- We strive to improve your implementation experience by obtaining and addressing your feedback

* 2022 post-implementation survey

Proven project management approach to for adding new services

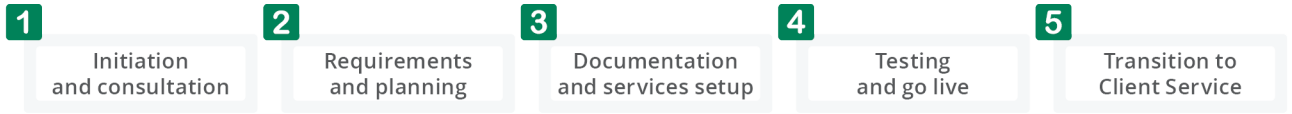


Figure 23

We view the implementation process as a pivotal phase in our relationship and an opportunity to continue earning your trust with our expertise and consultative capabilities.

181. Provide an estimate of the earliest start date following execution of a contract.

As the incumbent, no additional implementation will be required for the services requested in this RFP.

182. Submit a work plan with key dates and milestones. Your response should include:

a. Identification of tasks to be performed and/or equipment to be provided and by whom (i.e. customer or contractor).

b. Time frames to perform the identified tasks

c. List any compliance requirements and strategies for federal, state and local governmental regulations, insurance requirements including worker's compensation, licenses and permits, if any and any other regulations as appropriate.

As a current client, TSU will avoid any potential disruption in service in transitioning to a new service provider. You will avoid a time-consuming and costly conversion process by choosing to retain us as your banking services provider. TSU's employees can focus their valuable resources on other projects, which ultimately saves you significant work, time and money.

Some of the advantages for TSU are that accounts and processes will not change and your previously established client service and implementation teams will continue to support you. They are already knowledgeable about your accounts and operations and will not require the learning curve of a new provider. There will not be a need to assemble a transition team or train employees on a new service. Another benefit of renewing the contract with J.P. Morgan is that TSU will avoid many of the burdensome procedures and costs associated with switching financial service providers.

If you decide to add more complex services, J.P. Morgan will work with TSU to implement them. An implementation project manager, who has end-to-end ownership and accountability for the process, is responsible for communicating regularly with you and coordinating activities. They will also make sure that documentation is validated and linked to your account across the bank, and should you require it, they can provide a documentation expert who can answer questions or discuss customization needs. Regular, often weekly, meetings are held to share information and measure progress. The implementation project manager will work with TSU to establish timelines for additional phases of service and then coordinate with the appropriate teams across both organizations to complete the setup. For simple requests, or to add incremental services, your team will act on the requests as quickly as possible and notify TSU when completed.

183. What difficulties do you anticipate in serving the University and how do you plan to manage these? What assistance will you require from the University?

As the current provider, all services can remain intact without intervention from TSU.

184. Describe your company's quality assurance program, what are your company's requirements, and how are they measured?

J.P. Morgan continues to measure performance against relevant Bank Administration Institute (BAI) Critical Quality Indicators. These indicators were developed by the leading U.S. cash management banks in cooperation with the Association of Financial Professionals (AFP) and Treasury Strategies. They continue to

be an important way for us to evaluate our performance and measure what our clients have told us is most important to them. In addition to the BAI measures, we have added our own specific indicators as product offerings expand and technology changes.

Miscellaneous

185. Provide a list of any goods or services not specified in this RFP that your company would provide to the University.

J.P. Morgan's particular expertise lies in adapting and aligning our vast breadth of solutions to the specific operating requirements and environments of our clients.

We accomplish this by **listening** to our clients and **developing an understanding** of their operating environments. We then construct a solution that not only meets our clients' existing operational needs, but also challenges them to consider additional operational improvements.

It is our intent to **bring this same approach** to TSU as we endeavor to strengthen and grow our relationship.

The services below are proposed to augment and complement the requirements included in the RFP. Each of these services is incremental to the solutions presented in the body of our response. Pricing for these services will be provided upon request.

Value-added optional product and services

- Merchant services
- Virtual card
- Commercial Card
- Concourse – since we describe concourse in the prepaid card section, I think you should remove it from this section – but just an opinion
- Check print
- J.P. Morgan File Transmission Payments
- Account Validation Services (AVS)
- Virtual Reference Numbers (VRN) solution for Higher Education

Merchant Services

Merchant Services is a trusted industry leader in payments processing and a critical line of business under our J.P. Morgan's Payments group, helping clients optimize, grow, simplify and protect their payments for more than 35 years. More than 4,000 Merchant Services employees help organizations like TSU implement and advance more secure and efficient payments programs that matter most to your customers, while

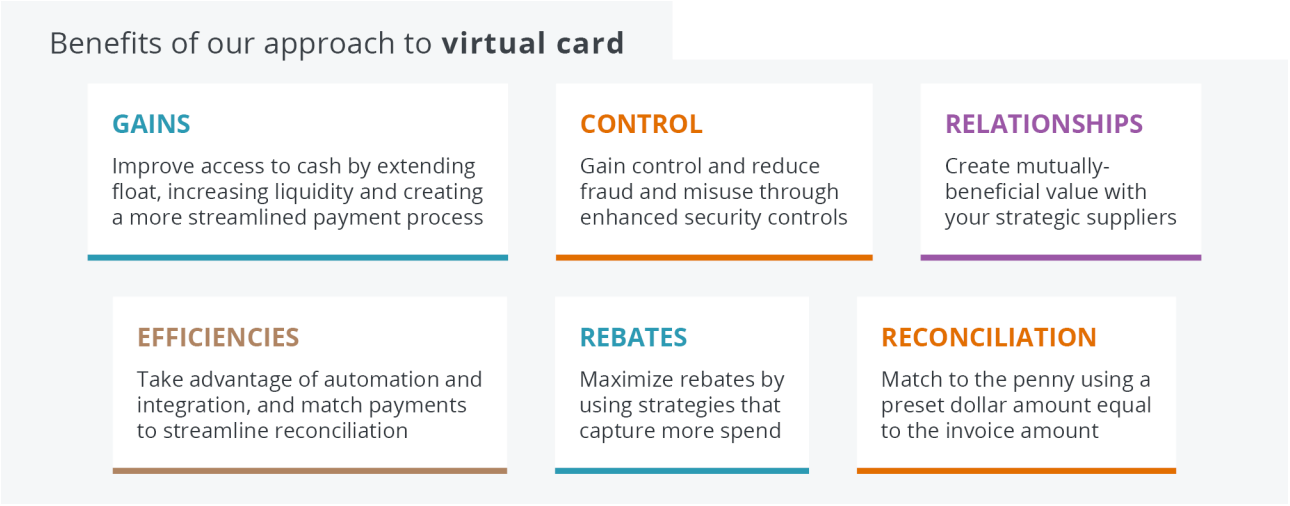
establishing the optimum processing environment to help you streamline operations and optimize the cost of doing business.

As seasoned professionals in the payments industry, we also participate on the boards and committees of numerous payment networks and associations. We leverage our leadership position to provide a strong voice for your shared concerns. In 2021, our processing volume was more than $1.88 trillion and comprised of clients across a broad range of industries, segments and locations. Our proprietary platforms enable us to offer TSU integrated solutions for all major payment types—from credit and debit processing to digital, alternative and mobile payment options. We support a variety of point-of-sale and card-not-present environments while providing security and reliability and offer a full spectrum of payments services we can tailor to meet your objectives. Please see Merchant Services for more information regarding our capabilities in the United States and Europe, and Chase Merchant Services for more information regarding our capabilities in Canada.

Virtual card

We offer a single-use, electronic, credit card-based payment method to help TSU more efficiently manage payments, reduce costs and transform traditional areas of expense into potential revenue generators.

Gain the flexibility, float and rebate of a purchasing card coupled with powerful payment controls, anti-fraud and reconciliation features of virtual cards.



Virtual cards equal to the approved payment amount. There is just **one account per payment** to help make sure the merchant only has access to approved funds for a specific payment.

Virtual card reconciliation is based on **matching four key elements** of purchase payments to transactions: account number, validity dates, dollar value and merchant category code (MCC). When these items match, reconciliation occurs automatically, and you gain further efficiencies by integrating into Banner.

Commercial card

We offer several Commercial Card solutions and highlight them at-a-glance below.

Whether it be traditional plastic cards for procurement and travel expense or advanced payables solutions like virtual cards, let us design the optimal program solutions to help TSU transform your business.

Commercial Card Solutions	
	Purchasing Card **Plastic and cardless (ghost) payment solution** • *Reduce costs*: Increase efficiency, streamline processes and reduce costly manual processing on low-value/high-frequency spend • *Enhance control*: Enhance employee convenience with spend controls and added visibility to promote policy adherence and minimize misuse • *Realize gains*: Create potential for rebate revenue and cash flow optimization
	Corporate Card **Plastic travel and entertainment payment solution** • *Empower travelers*: Empower business travelers to make purchases within the limits and boundaries set by the organization • *Improve convenience*: Take advantage of broad acceptance at millions of locations worldwide and increase spend capture • *Increase visibility*: Level III travel data is available within PaymentNet (if passed by the merchant) for display and reporting to allow for spend visibility and policy monitoring.
	One Card **One solution to manage multiple types of spend** • *Simplify processes*: Simplify program administration and place essential program functionality at the fingertips of your users • *Enhance control*: Greater employee convenience and streamlined purchasing control with one card to carry and one set of spend controls • *Aggregate spend*: Aggregate spend capture as you consolidate the rebate revenue stream for optimal earning potential
	Virtual Card **Virtual, electronic single-use payables solution** • *Automate control (to the penny)*: Automate higher value spend requiring accounts payable control or “one-off” transactions • *Get it all*: Receive the benefits of a Purchasing Card with the controls of a check (payee, date, amount) and the efficiencies of ACH • *Realize gains*: Take advantage of earning rebate revenue, extending float, increasing liquidity and streamlining the payment process

Leverage the experience of a market leader

What does that mean to you?

It means we provide you with proven solutions and time-tested features tailored to your complex needs—regardless of the size of your program, range of spend, specific business challenges, goals and technology.

Being one of the most strongly capitalized bank-holding companies means you benefit from our flexibility to pursue technology enhancements and capital investments into new products and services, to continually seek **innovative concepts** and ways to increase operating efficiencies.

Leverage our consultative approach at all stages of your program

Our consultative approach means we are relationship focused. We design, implement and manage a solution to meet your needs, subject to your approval.

From implementation to ongoing support, dedicated in-house implementation helps you get started and in-house service provides ongoing client care to help solve problems quickly.

We begin by taking the time to learn more about the issues that confront your organization each day, your processes, how these processes work, and what you are trying to achieve.

Once we have assessed your needs, we recommend the program that works for you to enhance control, simplify payments and optimize working capital.

Leverage our specialists to optimize your payment strategy in areas of:

- Industry benchmarking
- Program communications
- Program consistency
- Spend segmentation analysis
- Program value quantification
- Supplier recruitment

Leverage our scale

With one of the highest acceptance rates in the industry, we put the convenience of you and your cardholders first. We can help you drive adoption and capture more spend, using our large supplier network, extensive recruitment experience and broad base of acceptance.

Capture scale from a payments leader and engage J.P. Morgan's Commercial Card Solutions to earn more rebates, drive operating efficiencies and enhance control.

Concourse

J.P. Morgan Concourse™ is an end-to-end, digital, omni-channel solution. It provides TSU with a **seamless digital payout experience** that lets you directly connect with your suppliers in the U.S. and Canada through multiple channels, including a TSU -branded online and mobile portal that we host securely.

Concourse provides TSU with an incredible amount of flexibility, including multiple payment methods, comprehensive reporting and integration options.

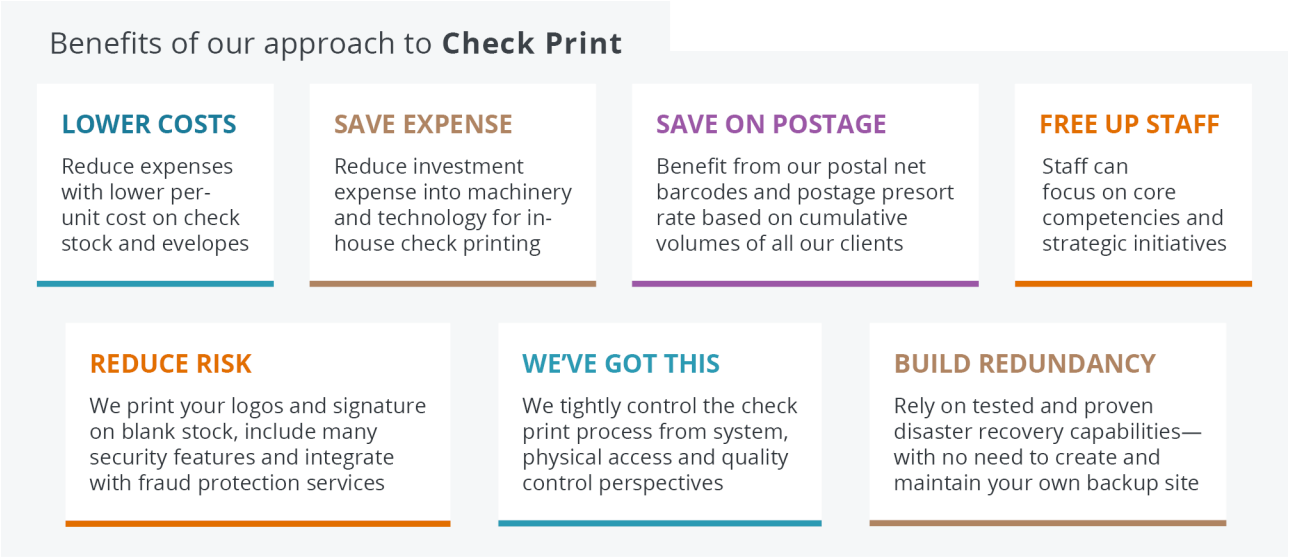
As a solution we fully own and support, Concourse delivers J.P. Morgan's payment processing excellence, security and expertise to TSU, providing you with a single point of accountability from end-to-end.

Check print

We offer check print services for TSU to outsource this function and leverage the bank's economies of scale and fraud protection.

Let us help you lower operating costs and reduce risks associated with printing checks or remittances in-house with our comprehensive check print services.

For nearly 30 years, we have helped clients benefit from outsourcing the check print function. Through significant infrastructure and technology investments in our U.S. printing facilities, we offer a low-cost, high-quality printing solution that is designed specifically for you and can be adapted as your needs change.



* Postage rates are variable based on prevailing postage rates.

Security features built into the check itself

TSU benefits from using check stock with the most robust security features in the industry.

New check paper stock provides security features, such as chemical sensitization, invisible fluorescent security fibers, security watermark and security alert verbiage.

Trying to move from paper to electronic payments?

We understand checks are necessary. Consider outsourcing non-core payables functions and migrate your workstream to begin the transition toward more electronic payment operations. Leverage a single, common electronic banking channel, through the J.P. Morgan Access online portal, to initiate your check payment instructions electronically to outsource your check printing.

Creating working capital efficiencies allows TSU to focus more on payee payment-conversion initiatives. To add value, we work with you to continue optimizing the payables process.

Worried about fraud?

Our check print service integrates with our suite of fraud prevention services to provide the benefits of positive pay services. We automatically generate and send the check issue information to our account

reconciliation processing (ARP) platform and Chase teller systems across the country. Positive pay minimizes your exposure to check fraud, as checks presented must match your issue information, including the payee name.

Checks deposited at a Chase ATM are also screened against the positive pay records. Checks that do not match your issue records receive a funds availability hold against the check amount, allowing you to perform a positive pay exception review and a pay or return decision before the check amount is available to the depositor. Please note that payee name verification is not part of the ATM positive pay review.

We're here for the long run

If your check payment volume is dwindling, does it make sense to upgrade and maintain equipment? Probably not, but capital investment makes sense for us, as our check print volumes have been increasing due to more and more clients outsourcing their processes.

Our advanced print production facilities use digital printing technologies to deliver accurate, high-quality checks. And, we maintain and upgrade our check printing equipment regularly. Recently, we invested $20 million in our redundant check print facilities. We print and mail more than 50 million checks annually, including 1.3 million checks per month, for our treasury services clients.

These are just some of the many benefits you realize in choosing J.P. Morgan as your check print outsourcing provider.

J.P. Morgan File Transmission Payments

To address TSU's need for an **automated payables solution**, we propose using a consolidated disbursement solution. We understand the complexity of making payments can be a genuine challenge. Common hurdles include:

- Employing effective internal risk controls.
- Using appropriate payment types to minimize cost.
- Juggling multiple currencies for payments across the globe.
- Satisfying global regulatory requirements.

Online tools help TSU manage your file-based communications and transaction workflow in real time and provides you greater visibility into your transactions.

Streamline operations and **reduce expense** with File Transmission Payments. TSU can transfer many of the tasks involved in payment initiation from your operations to the bank.

Benefits of our approach: File Transmission Payments for automated payables	
	**Create efficiencies** **Consolidate payment requests**, such as accounts payable and payroll, to enable efficient file transfer

Benefits of our approach: File Transmission Payments for automated payables	
	Save time **Simplify the payment and e-collections processes** and reduce cost and resources
	Increase visibility **View initiation status** and individual transactions, and manage file delivery and workflow in real time
	Increase control **Perform final approval step** before the file is processed
	Boost compatibility **Integrate with ERP and TMS systems** by leveraging industry-standard formats and standard bank network protocols
	Manage global payments **Benefit from multibank payment information** advising for payments across all banks
	Heighten security **Reduce the risk of payment fraud** and protect transaction privacy, authenticity, as files are encrypted digitally signed and transmitted through secure channels
	Decrease risk **Reduce human error** and improve risk control with automated processes

How it works

You begin by establishing a secure connection between Banner to J.P. Morgan.

Then, you send us a single payment file containing multiple payment types—U.S. ACH, global ACH / local low value, wire, virtual card, check print outsource and FX payments.

Next, File Transmission Payments authenticates the file, validates the content and routes the transactions to the appropriate settlement networks.

File Transmission Payments streamlines TSU's disbursement process

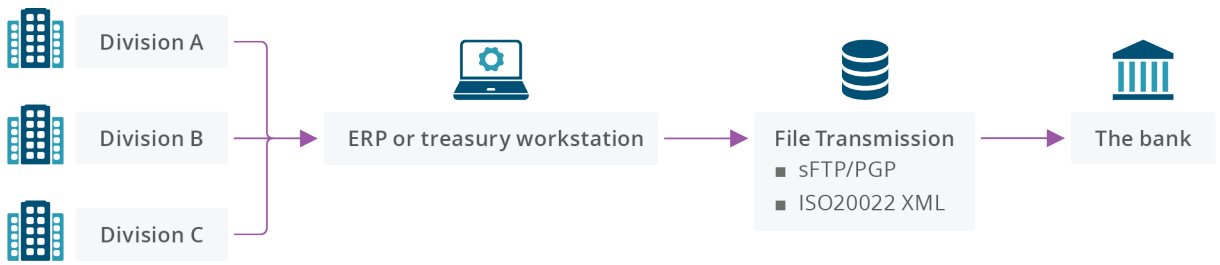


Figure 24

File Transmission Payments offers a full range of file formats and transmission protocols and supports most payment types in J.P. Morgan's global footprint.

Initiating the disbursement outsourcing process

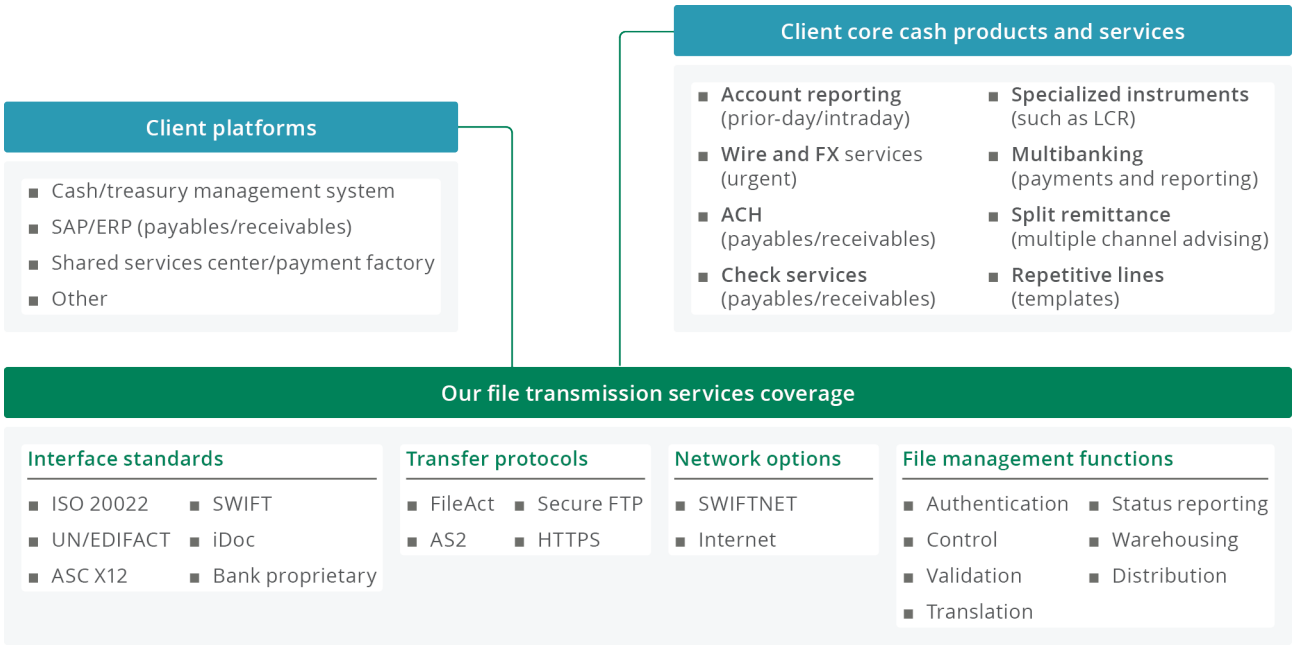


Figure 25

File Transmission Payments employs industry standard file formats, advanced communications and data security interfaces:

- **File formats:**
  - Industry standard file formats – ISO 20022, ANSI X.12 and other industry standards on request
  - ERP-specific file format – SAP IDoc*/XML (*setup available with additional implementation review and costs)
  - J.P. Morgan Proprietary Global Flat File (GFF)
- **Transmission protocols:** SFTP, HTTPS, AS2, SWIFTNet FileAct, EBICS
- **Encryption options:** SSH, SSL, x.509, PGP/GPG

File Transmission Payments split remittance or remittance-only services can be combined with standard payment options to deliver remittance detail through secure email. Split remittance and remittance-only services support the delivery of extended data (beyond a payment system's capacity) and remittance information for transactions that require printed notifications.

Account Validation Service

Account Validation Service (AVS) is a routing engine and service offering for validating counterparty information. It directly supports account verification and ownership authentication. Account Validation Service uses routing and account number data to provide an account status for consumer and business accounts, giving you information that an account is valid prior to approving a deposit or accepting a payment.

With Account Validation Service, TSU can:

- **Decrease the likelihood of returned or erroneous payments:** Validate account status and account ownership information in real time
- **Detect potential fraud risks:** Review potentially high-risk changes to payment instructions, received via non-secured channels, such as email or fax
- **Increase operational efficiency:** Avoid originating payments with erroneous data, reducing the potential for manual exception handling
- **Easily comply with the Nacha Web Debit Account Validation rule:** Leverage a commercially reasonable validation solution
- **Enhance security:** No retention of personally identifiable information and no credential sharing required.

The Nacha WEB Debit Account Validation Rule became effective March 19, 2021. ACH Originators of WEB debit entries are required to use a “commercially reasonable fraudulent transaction detection system” to screen WEB debits for fraud. This existing screening requirement is being supplemented to make it explicit that “account validation” is part of a “commercially reasonable fraudulent transaction detection system.” The supplemental requirement applies to the first use of an account number or changes to the account number.

https://www.nacha.org/rules/supplementing-fraud-detection-standards-web-debits.

Virtual Reference Number solution for Higher Education

J.P. Morgan constantly works to understand and respond to treasury challenges our clients face. We listen to our clients and understand what matters most to treasury and finance officials in the Higher Education industry. Our continued efforts bring innovative treasury solutions to the market that clearly help to improve our clients’ operational efficiencies.

We have heard with great clarity that one of the most common challenges to solve is the identification and application of incoming electronic payments in a way that is neither time consuming nor laborious in nature. J.P. Morgan understands that often these are related to payments associated with sponsored research, tuition from students paying from a foreign bank account or other non-tuition related collections that are remitted to the institution electronically. These types of incoming payments are often remitted by the same party repetitively for ordinary business purposes, driving the need to find a way to automate the posting process to increase the efficiency in the receivables processing areas of the institutions we serve.

In the United States, we have a solution to help make the process of identifying the source of the payments and applying them to the correct internal account much more straightforward. Our solution also helps eliminate the need to manually research items in order to post the payments.

INNOVATIONS FOR HIGHER EDUCATION. Our Virtual Reference Number solution works with both incoming ACH payments and wire payments to help institutions further leverage technology to systemically post these payments based on the VRN associated with the payment.

Institutions that elect to use this new solution assign a specific Virtual Reference Number (VRN) from a range of VRNs issued by the bank to each of their repetitive remitters. The remitters are instructed by the institution to make all future ACH and wire payments to them using the assigned VRN, in place of the beneficiary payment account number, along with the corresponding Transit & Routing Number.

When a payment made in this manner is received, J.P. Morgan automatically applies the incoming funds to the designated Concentration Account and passes the VRN used in the transaction to you via an electronic file. This allows you to systemically post the exact dollar amount of the payment to the corresponding receivable account. For example, in the case of a tuition payment, the amount received would be posted to the student financial record without the need of manual entry on the part of the staff of the Bursar's Office. We believe this would be a great solution for institutions that collect tuition from foreign students paying from their bank account located in another country. We also see that this would work equally well for remittances, likely repetitive, that are associated with sponsored research. As the student or research sponsor make future payments, they use the same assigned VRN each time.

An added benefit of this approach is that schools that employ our new Virtual Reference Number solution no longer have to disclose their actual concentration bank account number because remitters use their assigned VRN as the beneficiary payment account when sending a payment to the school. VRNs only work in one direction. Funds move from the remitter to the school's designated concentration account when J.P. Morgan processes the incoming payment. The assigned VRN cannot be accessed to withdraw funds as they are not a real functioning bank account number and only work for the purpose as described above. This provides added security of the school's bank account information because it no longer needs to be disclosed for these payments.

No cost services

In addition to our value-added services, we strongly believe in delivering value without charging clients additional costs to use our services. The table below illustrates that commitment.

No cost services	
Notifications	Event notifications, including Payment Needs Repair, Transaction Completed, Balance Threshold, User Pending Approval and many more (over 50) to help manage your accounts.
J.P. Morgan Access Insight	A fully integrated cash management tool using Excel. Allows J.P. Morgan Access users to auto-populate their own spreadsheets with balances and transactions, as well as initiate payments from their spreadsheets.
J.P. Morgan Access Transaction Services	Provides seven years of wire details for both incoming and outgoing USD wires.
J.P. Morgan Access Transaction Services	Offers 15 months of historical ACH transaction information on all ACH originated and received payments.

No cost services	
J.P. Morgan Access Mobile	Provides authorized users with mobile access to account activity, ability to deposit checks and approve wires, account transfers and book transfers payments.
J.P. Morgan Access Help Center	TSU is invited to join training webinars found online in the Access Help Center. Our webinars are live facilitator-led web conferences that include question and answer sessions that allow full participation between the audience and the presenter. You can register for training webinars via Access Help Center.
Online bank statements	Provides retention for seven years of bank statements.
ACH Transaction Blocking email notification	Email notification accessible via mobile device. When a payment is returned as a result of a debit block, we send an email notification of the incident, allowing users to proactively contact their own customers.

186. Provide details regarding any special services or product characteristics, or other benefits offered, or advantages to the University.

In addition to our dedication to drive internal efficiencies for TSU's staff, J.P. Morgan has whole heartedly supported TSU's mission and students. As part of our Advancing Black Pathways initiative, we have coordinated guest lecturing opportunities for TSU's Future Bankers Leadership Program as well as for your newly instituted pilot concentration for an Investments Career Pathway track, which is modeled after the TSU banking program. The J.P. Morgan guest lecturing sessions included topics such as Types of Debt Instruments, Becoming a Trusted Advisor, Introduction to Market Risk, Control Management and Communications and Event Management.

As part of J.P. Morgan's Racial Equity Commitment, we have provided TSU with four financial literacy classes for both students and professors over the past 12 months. We are currently in talks with TSU leadership on additional engagements that will occur now until quarter 1 2024. Over 600 TSU students were able to participate in our Back to the Yard program in October 2022 which was a financial empowerment and professional development experience. J.P. Morgan delivered interactive content to students around budgeting, savings and managing credit. Additionally, J.P. Morgan employees gave of their time to help with career coaching, resume reviews and interview prep.

In April 2023, J.P. Morgan Houston hosted its annual College Diversity Day for over 50 college students who were immersed in the different career opportunities at the firm. Leaders within the market gathered at Chase Tower and spent time with students from TSU. In a panel discussion, leaders shared their views on the most essential transferable skills needed to acclimate to work environments, on building one's personal brand and mastering emotional intelligence, and on stories on their mobility opportunities, including lessons learned throughout their careers. Students also learned from recent graduates who have joined the firm on their transition from the university to the workplace, and how their internships impacted their journey. To end the day, students and local leaders had a networking and social reception, providing an opportunity to meet some of Houston's market leaders across all lines of business. The event received very positive responses from students who shared how valuable the sessions were for them in deciding their career paths, and how the in-person connections helped solidify and stimulate their desires to work at J.P. Morgan.

As recently as October 10th, 2023 we hosted 20 TSU students as part of our HBCU site visits. The event included networking opportunities with HBCU alumni, a J.P. Morgan overview, internship application insights and a professional development session.

SECTION VI

EXECUTION OF OFFER

THIS SHEET MUST BE COMPLETED, SIGNED, AND RETURNED WITH RESPONDENT'S PROPOSAL. FAILURE TO SIGN AND RETURN THIS SHEET WILL RESULT IN THE REJECTION OF YOUR PROPOSAL.

1. By signature hereon, Respondent offers and agrees to furnish the products and/or services at the prices quoted and comply with all terms, conditions, requirements set forth per the RFP documents and contained herein *unless otherwise provided in Respondent's response to the RFP.*

2. By signature hereon, Respondent affirms that he has not given, nor intends to give at any time hereafter, any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor or service to a public servant in connection with the submitted proposal. Failure to sign hereon, or signing with a false statement, shall void the submitted proposal or any resulting contracts, and the Respondent shall be removed from all proposal lists at this Agency.

3. By signature hereon, a corporate Respondent certifies that it is not currently delinquent in the payment of any Franchise Taxes due under Chapter 171, Texas Tax Code, or that the corporation is exempt from the payment of such taxes, or that the corporation is an out-of-state corporation that is not subject to the Texas Franchise Tax, whichever is applicable. A false certification shall be deemed a material breach of contract and, at the University's option, may result in cancellation of any resulting contract or purchase order.

4. By signature hereon, the Respondent hereby certifies that neither the Respondent nor the firm, corporation, partnership or institution represented by the Respondent, or anyone acting for such firm, corporation, or institution has violated the antitrust laws of this state, codified in Section 15.01, et. Seq., Texas Business and Commerce Code, or the Federal antitrust laws, nor communicated directly or indirectly the proposal made to any competitor or any other person engaged in such line of business.

5. By signature hereon, Respondent certifies that all statements and information prepared and submitted in response to this solicitation are current, complete and accurate *based upon due inquiry of employees and agents of Respondent that the undersigned deems appropriate under the circumstances.*

6. By signature hereon, Respondent certifies that the individual signing this document and the documents made part of the RFP is authorized to sign such documents on behalf of the company and to bind the company under any contract, which may result from the submission of this proposal.

7. By signature hereon, Respondent certifies that if a Texas address is shown as the address of the Respondent, Respondent qualifies as a Texas Resident Respondent as defined in Rule 1 TAC 113.6(b)(2)(E). In the case of a tie the award will be made in accordance with Rule 1 TAC 113.6(b)(3)(4). Check below preference claimed under Rule 1 TAC 113.6(b)(3):

- ☐ Agricultural product produced or grown in Texas
- ☐ Produced in Texas and/or offered by Texas Respondent
- ☐ Produced in USA
- ☑ No Preference claimed

8. By signature hereon, Respondent certifies it is a small business and/or a minority/female owned business as defined by the State of Texas. Check status below:

- ☐ Small Business (House Bill 366, 64th Legislature)
- ☐ Minority/Female Owned Business (House Bill 2626, 73rd Legislature)
- ☐ Certified by Texas Department of Commerce
- ☑ Status not claimed

9. By signature hereon, Respondent certifies as follows:
"Under Section 231.006, Texas Family Code, the consultant or applicant certifies that the individual or business entity named in this contract, proposal, or application is not ineligible to receive the specified grant, loan, or payment and acknowledges that this contract may be terminated and payment may be withheld if this certification is inaccurate."

10. ~~By signature hereon, Respondent certifies that no relationship, whether by relative, business associate, capital funding agreement or by any other such kinship exist between Respondent and an employee of the University, or Respondent has not been an employee of the University within the immediate twelve (12) months prior to your RFP response. All such disclosures will be subject to administrative review and approval prior to the University entering into any contract with Respondent.~~
[Note: J.P. Morgan has banking and other business relationships in the normal course of business with various persons or entities, which may include employees, officers, directors, etc. of Texas Southern University. Such relationships generally are governed by our usual and customary terms and conditions. Employees, officers or directors of the bank may be related to employees, officers, directors, etc. of Texas Southern University. The J.P. Morgan Code of Conduct prohibits any employee in general from acting on behalf of the bank in any transaction or business relationship involving such employee, members of his/her family, or other persons or organizations with which such employee or his/her family have any significant personal connection or financial interest.]

11. By signature hereon, Respondent affirms that no compensation has been received for participation in the preparation of the specifications for this RFP. (Ref. Section 3.102, Article 601b, V.T.C.S.)

12. Respondent represents and warrants that all articles and services quoted in response to this RFP meet or exceed the safety standards established and promulgated under the Federal Occupational Safety and Health Law (Public Law 91-596) and its regulations in effect or proposed as of the date of this solicitation.

13. By signature hereon, Respondent signifies his compliance with all federal laws and regulations pertaining to Equal Employment Opportunities and Affirmative Action.

Complete the following:

VIN No: _____

FEI No: 13-4994650

If Sole Owner:
SS No: _____

If a Corporation:
State of Incorporation: National Banking Association

Charter No: 8

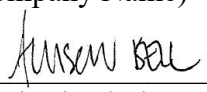
14. Addenda Checklist

Receipt is hereby acknowledged of the following addenda to this RFP. (Initial if applicable)

No. 1 _____ No. 2 _____ No. 3 _____ No. 4 _____

Submitted By:

JPMorgan Chase Bank, N.A.
(Company Name)


(Authorized Signature)

Allison Bell
(Printed Name/Title)

11/03/2023
(Date)

allison.s.bell@jpmorgan.com
(Email Address)

(713) 418-9893
(Telephone Number)

The responses provided above are based upon the undersigned's information and belief, following due inquiry of other employees, officers and agents of bidder, that the undersigned deems appropriate under the circumstances.

End of Section VI

SECTION V DESCRIPTION OF SERVICES

GENERAL REQUIREMENT

Texas Southern University seeks to enhance the banking services provided by a contractor.

5.1 SERVICES TO BE PERFORMED FOR CONSOLIDATED BANKING SERVICES WILL INCLUDE SECTION 5.1.

A. Services to be performed for banking Include but are not limited to:

The contractor is to provide various and current day reporting services, depository services, controlled disbursement services, wire transfer and ACH services, and automated sweep investment services.

- **An internet platform for the retrieval of current and previous day balance reports, previous day and current day debit and credit transaction reports, and return item reports in a timely manner.**

As discussed earlier in *Question 4*, with J.P. Morgan Access, TSU continues to receive a highly intuitive and easy to use, cash management solution that seamlessly integrates all treasury activities through a secure portal using a single authentication process.

Our online portal allows TSU to retrieve real-time and previous day posting of information each business day. The cash position of accounts held by us and other financial institutions can be viewed in an online, secure environment. Current-day information is updated throughout the business day for designated accounts.

Also, you can access useful information to aid in planning funding and investment strategies, including top-line summaries, detailed transaction records and historical reports for up to two years. User entitlements can be managed to control access to accounts and reports.

- **An internet platform for retrieval of historical data.**

Our banking portal offers 45 calendar days of account balance and transaction data (standard). Upon request, for report retention, the system can store 90 calendar days, 1 or 2 years of data.

- **Historical data stored online for twelve months with a capability for inquiry by date ranges.**

Inquiries can be run against historical data for 90 days standard or up to 2 years depending on the entitled account's history retention settings.

- **Previous day data available by 7:00AM CST.**

Prior day reporting is available by 7:00 a.m. local time.

- **An electronic banking system that provides image delivery for deposit, disbursement and/or adjusting items.**

J.P. Morgan accommodates image delivery via the Statements and Checks functionalities on J.P. Morgan Access and via Receivables Online.

Check disbursements, check images are available the same day the check is presented and stored for **7 years (standard)** with an **option to extend retention up to 10 years**. For positive pay clients, exceptions include check images for your review and decision.

- **Capability for multi-user and multi-site access.**

Your users can view detailed activity through our banking portal. There is no limit to the number of users that can be assigned. Multiple users can access information and there is no limit to the number of users that can access the system simultaneously. Information can be accessed from multiple locations.

- **An internet platform for the transmission of electronic transfers, such as wire payments, ACH transactions and transmission of positive pay files.**

As TSU's current banking services provider, J.P. Morgan will continue to provide your authorized users with our online portal for balance reporting, initiation of ACH debits and credits, wire transfer initiation, interbank account transfers and placement of stop payments on checks. This also includes positive pay services.

- **Depository services, to include cash vault and branch deposits, with the ability to sort deposits using a unique code for each department and immediate post verification.**

As mentioned in *section VII 24*, we offer flexible depository services to continue to meet TSU's check and cash deposit needs. We continue to offers branch night drop, vault (via armored courier), ATM deposit and branch service options. Not all options are available in all locations. A proximity study identifies the location(s) nearest to TSU offering the service option(s) that meet your depository processing requirements.

As a business practice, we regularly review branch, ATM and vault activity, which may result in branch or vault openings and closings, ATM placement or removal, or a change of branch, vault or ATM functions.

We recommend you continue to use deposit slips preprinted with a unique location identifier (ULID) for each of your [locations]. With these deposit slips, your deposit history information is sorted by account and ULID**.**

- **Automatic redeposit of return items.**

J.P. Morgan **automatically redeposits** return items if they've been returned for a reason that's eligible for redeposit, such as non-sufficient funds (NSF). Return items are redeposited one time.

Re-presented Check Entry (RCK) allows up to two redeposits if an item is eligible. The redeposits occur one time by paper and another by ACH, or through two ACH presentments with no paper redeposit.

- **Return item transmission, which includes both returns and reclears.**

TSU receives a detailed return item transmission from J.P. Morgan. We create transmissions each evening and transmit them early the following morning. The return item transmission includes the following information:

  - Account number
  - Depositing department/location/lockbox number (if applicable)

- Check processing date and check deposit date (if available)
- Check R/T number (if readable)
- Check account number (if readable)
- Check serial number (if readable)
- Check amount
- Return reason code
- Maker name (if keyed) and disposition code (chargeback, redeposit, RCK conversion)

Each transmission includes both returns and redeposits.

- **Deposit tickets that contain and auxiliary MICR field for different locations. Identification and adjustments of all discrepancies on deposits.**

Deposit tickets contain an auxiliary MICR field with J.P. Morgan location and/or transaction information. The MICR field contains up to 10 digits for each location.

We also offer variable serial number processing for transactions that require a serial number to be associated with the deposit. The transaction-specific serial number is included in the auxiliary MICR field on the deposit ticket, subject to the length limitations described above.

We strongly encourage TSU to use the auxiliary MICR field to facilitate accurate reconciliation of deposits and adjustments to your account, bank statement and information reporting statements.

- **Provide information regarding all deposit adjustments (e.g., deposit bag number, denomination breakdown).**

J.P. Morgan identifies all discrepancies. We internally manage adjustments in the vault and branch below a predetermined sundry amount without posting the corrected entries and related fees to TSU's account.

Deposit adjustments vary by channel—branch, check or vault. The deposit adjustment information provided to you includes: the deposit ticket date, credit date, verified date, declared deposit amount, verified deposit amount, denominational breakdown and any adjustments along with the associated reason code.

- **Immediate notification and adjustment on counterfeit bills. Secure automated coin/currency ordering service.**

J.P. Morgan uses advanced bill counters with sophisticated counterfeit and mutilated bill detectors. If we detect counterfeit bills during initial deposit verification, we debit TSU's account for the amount of the counterfeit.

We complete the required Secret Service document (Form SSF1604) and submit it to the Secret Service with the counterfeit bill(s). A debit advice is mailed to you.

- **Efficient and knowledgeable client service representatives, with a separate customer service department for wire transfers.**

Your dedicated CSA Iiesha Leon will cover all of your servicing issues inclusive of wires.

- **Sweep accounts.**

As an alternative to the Sweep account, J.P. Morgan recommends direct investments into the Government Fund through TSU J.P. Morgan Access Liquidity Solutions portal. For direct investments (purchases and Automated Clearing House Services.

We offer a comprehensive lineup of ACH services to help streamline your business. Here's how we help your business be more effective:

Be more efficient with ACH direct deposit services

ACH direct deposit services offer an efficient, reliable alternative to traditional paper checks for payroll, T&E, annuities, pensions and dividend payouts. Reduce the amount of time and resources typically required to process, distribute and reconcile multiple checks by converting to the automated ACH process.

Corporate and consumer disbursement services

Your customers, vendors and trading partners authorize the disbursement of funds to their designated checking accounts for the purposes of:

- Vendor payments
- Refunds
- Royalty payments
- Cash disbursements
- Plus, many more

Corporate and consumer collection services

Your customers, vendors and trading partners authorize the collection of funds from designated checking accounts whenever a payment is due.

ACH fraud protection services

Protect your Demand Deposit Accounts (DDAs) from unauthorized ACH transactions with the fraud protection services we offer to help eliminate risks and improve controls. Services include:

ACH Transaction Blocking

A self-service tool that allows you to add ACH debit and/or ACH credit block setups at the account level, with optional dollar amount thresholds. This is done through our online portal. The ACH block is set up through the banking portal using the Checks module.

ACH Transaction Review

Makes it easy to review and confirm ACH debit and credit transactions online, as well as return unauthorized transactions. You have until 4:00 p.m. local bank time, determined by account location, to submit decisions. If you don't submit a pay or return decision, the default decision, as established in the related profile, is applied

Consolidate with ACH eLockbox

By incorporating ACH eLockbox, you can consolidate posting and detail reporting of incoming ACH credit activity to your J.P. Morgan DDAs. Credit activity includes:

- Consumer bill payments
- Civilian allotments from bill payment processors and various government agencies
- Treasury/government payments

You can also receive remittance details about wire, lockbox and other activities.

Access Transaction Services

We offer an interactive, highly secure, online inquiry system that allows you to:

- Review ACH transactions processed during the past 15 months
- Determine if a bank is an ACH member
- Request a deletion, reversal or reclamation of a previously originated ACH transaction
- Create inquires for investigation by us
- Review eLockbox transactions received during the past 180 days and electronically return any transactions that cannot be applied
- Submit a notification of change (NOC) to correct future transactions

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How ACH Concentration service works for you

What does ACH Concentration service offer you?

- A cost-effective, secure online solution for reporting and consolidating your company's decentralized deposits
- A simple process to concentrate funds into a central J.P. Morgan account to make active investment decisions or simply sweep idle balances into an investment vehicle

- Convenient access to deposit information from your local business locations, depository sites, subsidiaries and regional lockbox operations either online or through a touchtone phone, 24/7/365
- Quick and easy next business day deposits that are automatically transferred to your designated J.P. Morgan concentration account via ACH debit

Many ways to pay with ACH Tax Payment services

Pay your federal, state and municipal business taxes electronically using the internet or phone. This allows you to streamline tax payment initiation activities and remain fully compliant with mandates for electronic filing. You can do this without giving the government access to account numbers or funds.

- **Controlled Disbursement Services - 1 st Presentment by 8:30am, 2nd Presentment available by 10:00am and funded by 12:01 pm, CST. Account reconciliation services.**

  Take advantage of competitive reporting times at our San Angelo dedicated controlled disbursement endpoint. With the advent of Image Exchange and advanced technology capabilities, we report 99.9% of our clients' total funding requirement by the average 6:40 a.m. CT delivery time that surpasses our first and second presentment windows:

  - First presentment goal: 7:30 a.m. CT
  - Second presentment goal: 10:00 a.m. CT
  - Check detail: 10:30 a.m. CT

Full account reconciliation

J.P. Morgan offers TSU a complete reconciliation of outstanding and paid checks, with the option of reconciling accounts by the week, month, fiscal or calendar year in a format tailored to meet your needs. You provide us with detailed check issue data, including account numbers, check numbers, issue dates, dollar amounts and reference information (up to 15 bytes). TSU chooses how you wish to supply this data: In a file transmission or by upload or manual key entry to J.P. Morgan Access, as needed by the check activity in each account.

With check issued data, J.P. Morgan will perform a full reconciliation of activity in the account, delivering a reconciliation report package through our online portal. The standard full reconciliation package contains an account statement, balance sheet, paid and outstanding check listing, plus a summary including check number, issue date, amount paid and paid date.

Account reconciliation reports

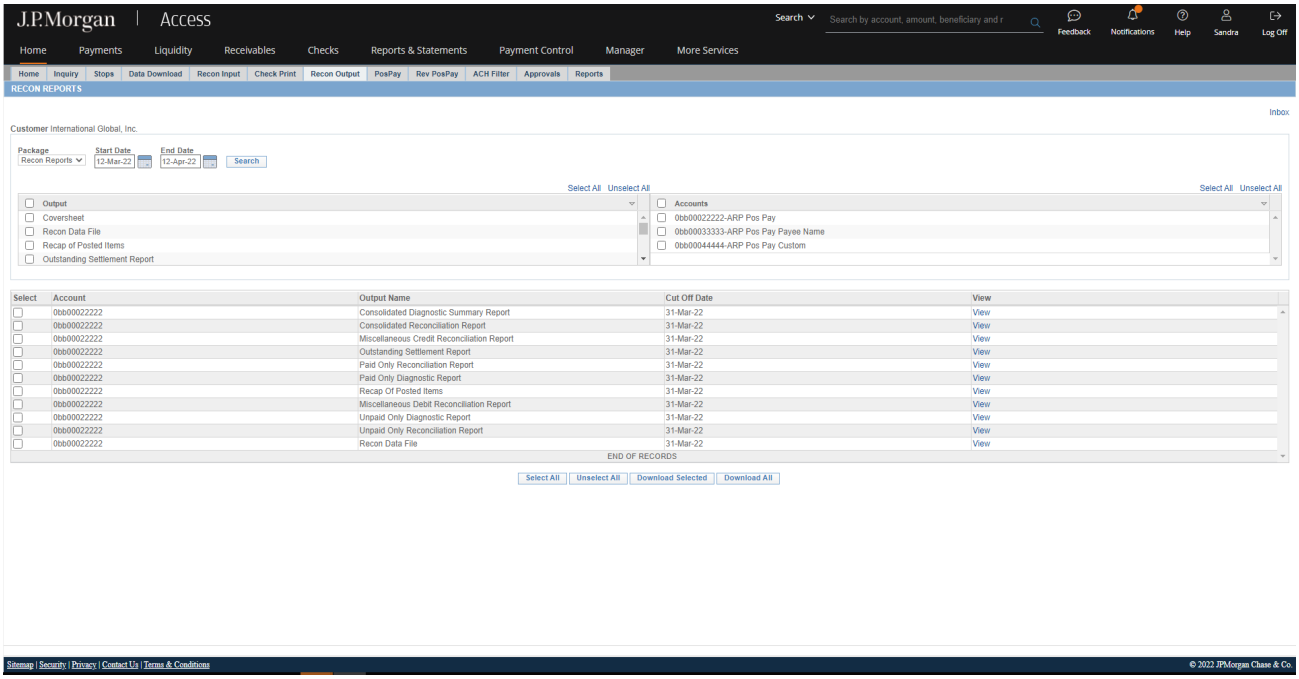


Figure 26

TSU's reconciliation report will be available online via the banking portal within five business days from the close of a cycle cutoff.

Partial reconciliation

Partial reconciliation provides TSU with a detailed listing of checks paid against a disbursement account over a client-defined period of time. This service also details certain other categories, such as stopped checks. Checks are typically listed in check serial number sequence with the amount and date each check was paid. The reports are available via J.P. Morgan Access.

- **Image retrieval services.**

We offer paid item images* in different media to meet TSU's image strategy. Options for paid check images are:

- **Online via J.P. Morgan Access**: Retrieve in seconds, compared with hours or even days for physical retrieval and the quality of the reproduced image is extremely clear (see image example below)
- **Image transmission**: Receive fast, automated image files directly transmitted to your internal check archive for high-volume clients

* JPMorgan Chase is licensed under U.S. patent nos. 5,910,988 and 6,032,137.

- **Twelve month analysis statement, capable of being downloaded to an excel spreadsheet.**

TSU continues to receive an account analysis statement each month identifying all services provided, product volumes and the resulting service charge incurred.

The statement captures a monthly summary of your balances and service charges. Analysis statements are provided for each account and on a group summary basis.

TSU retrieves electronic account analysis statements via the banking portal on the sixth business day after the close of the billing period. All sections of your account analysis statement may be viewed, printed and exported through the online portal.

Analysis statements are available in PDF, Excel and CSV formats. Additionally, EDI 822 format is available through file transmission or secure email. J.P. Morgan also offers CAMT.086 ISO formatted billing files, the newest industry standard electronic statement, for both U.S. and non-U.S. accounts.

You can group specific accounts and billing relationships together for online analysis purposes and create user profiles giving access to specific accounts or billing relationships, as required.

Continue to benefit from retrieving electronic account analysis statements via our online portal.

Benefits of our approach to **electronic account analysis statements**

FASTER DELIVERY

Receive the Adobe PDF version on the sixth business day after close of your billing period

GROUP ACCOUNTS YOUR WAY

Group specific accounts and billing relationships together for online analysis

EXPORT DATA

Export billing statement data using robust encryption technology into Excel or text (CSV) for further analysis

MANAGE ACCESS

Create user profiles to give access to specific accounts or billing relationships and your security administrators can reset user passwords

- **Multi level security for wire and ACH transfers.**

J.P. Morgan Access allows complete flexibility for TSU to designate the rights of each user on the platform. This includes comprehensive and configurable user entitlements, limits and approval workflow to provide optimal control. Services available accommodate a wide range of security options, including dual control among users and daily or transaction limits.

You can help reduce the risk of fraud or compromised data by separating duties, accounts and approval workflow. Your security administrators are the only individuals able to assign users with transaction initiation privileges.

Standard security administrator model

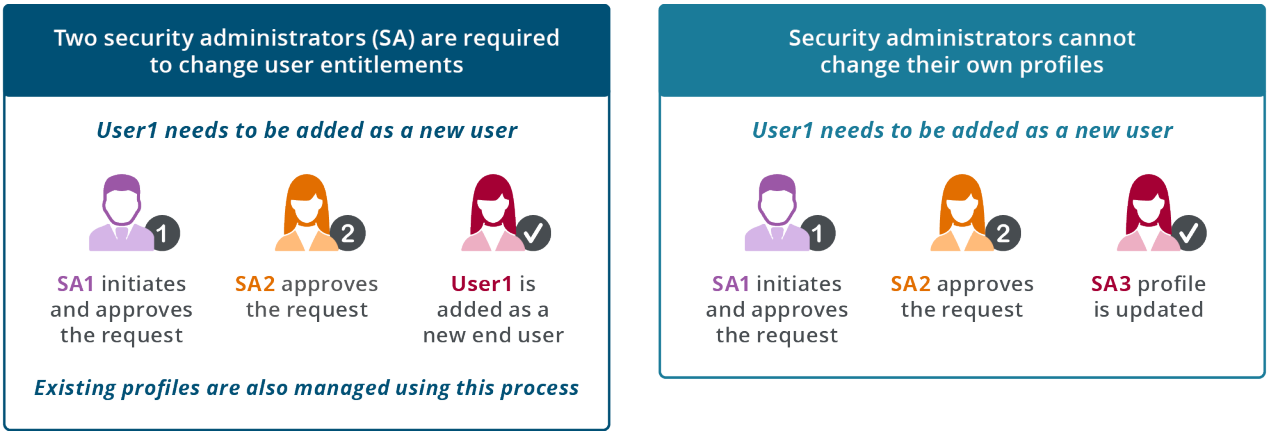


Figure 27

**TSU may waive the requirement that a security administrator cannot make a change to their own profile providing a second security administrator approves those changes.*

Additionally, J.P. Morgan Access automatically prevents a single user from performing all actions (create, approve and release) on a single payment, even if the user is entitled to create, approve and release. At the point of release, the application verifies that two distinct users are involved in the payment life cycle, which includes the creation, approval and release of the payment, as well as the creation, approval and activation of any underlying template. Even if users have all three entitlements, they will still not be able to take all three actions on a payment on their own.

- **Wire transfer system capable of warehousing instructions for future value dated wire transfers, as well as being input, approved and released so they will be executed automatically on value day.**

J.P. Morgan's payment processing system accepts payment instructions up to 365 days prior to value date and warehouses these transactions in our systems until the value date specified. Warehousing is not limited to certain types of transactions.

Future dated wires can be submitted via J.P. Morgan Access.

- **Wire transfer system capable of batch transfers which allows for free form and repetitive in the same batch.**

J.P. Morgan offers batch input of wires through the banking portal. We recommend a maximum of 500 items per file. Repetitive and free-form wires can be included in the same wire transfer file on J.P. Morgan Access.

- **Online name/ABA/CHIPS search file to facilitate processing. Online repetitive wire set up capability.**

For transaction processing through our online portal, we offer a Bank Look-Up utility within the payment input screen (that is also accessible from the Tools menu) to locate and validate party details, providing the ability to increase the incidence of straight-through processing.

The database contains more than 60,000 records of payment-related information, including:

- Fed ABAs
- CHIPS ABAs
- CHIPS UIDs
- SWIFT IDs
- Institutional DDAs
- Correspondent information

This tool, updated weekly, is only available through J.P. Morgan Access.

In addition, the U.S. ABA for wires and ACH can be downloaded directly from the online portal.

- **An internet system that provides payment confirmation information (e.g. reference numbers) upon acceptance and execution of the payment order, including the availability and method of delivery of the internet confirmation/sequence number and the Federal Reserve reference number.**

The online portal provides transaction reference numbers when the payment instruction is released. Our highly automated systems release transactions minutes after input. The full wire execution and confirmation process, including release to the clearing system, receipt of a clearing system reference number, and making this reference number available to TSU, is completed within minutes of initiation.

Once the transaction has been processed and pushed to the respective clearing, a unique transaction reference number is automatically generated by our internal processing system. Reporting is made available to you through the online portal, providing summary-level information for all transactions initiated and their status (Entered, Approved and Released), based on a specified date range.

File Transmission

After successfully transmitting the payment file via File Transmission Payments, you will receive a confirmation report from us containing the status of payment instructions, either accepted for processing or rejected. This confirmation report contains the Client Confirmation Number (CCN) for each accepted transaction and reason for any transaction that is rejected.

Federal Reserve reference number

The clearing reference number (e.g. fed reference number) is available through the banking portal.

- **A wire system with status of transfer capability (e.g. input, approve, released). Account Analysis available online via a browser-based access services.**

J.P. Morgan Access provides a convenient way to track the status of your payments online. You can view files, batches and transactions within the system to identify the status of payments transmitted using our online platform. Status fields include the following:

- **Pending Approval**: Awaiting approval of the transaction

- **Partially Approved**: Awaiting multiple approvals of the transaction
- **Pending Release**: Awaiting release to the bank after the transaction has been approved
- **Released**: When the transaction has been released to the bank
- **Delivered**: When the transaction has been approved and released in J.P. Morgan Access and the transaction has been delivered to the appropriate clearing office
- **Rejected by Bank**: When the bank rejects the transaction, please note that the status will continue to remain as delivered for the following transactions: book transfers or drafts from J.P. Morgan U.S. accounts.
- **Completed**: When the bank has routed the transaction through the clearing and the clearing has sent an acknowledgement back to the online portal that it is completed.
- **Rejected**: When a transaction has been rejected by an authorized user
- **Saved**: Used if the transaction information is not complete and the user wishes to save the transaction as a draft

The online portal allows users to customize page views to identity the status of payments. Transaction history and workflow detail are also available.

Account analysis

Account analysis statements can be viewed online, or exported in Excel, PDF and CSV format. In addition, EDI 822 format is available through direct transmission or secure email. J.P. Morgan also offers CAMT.086 ISO formatted billing files, the newest industry standard electronic statement.

View account analysis statements starting on the sixth business day after the close of the billing period. Account analysis statements are available online for up to 13 months.

- **Password reset immediately via the system administrator.**

Security administrators may reset passwords.

- **User Password restrictions to set to certain functions and/or dollar limits.**

Benefit from **optimal control** and **flexibility** with a wide range of security options:

- Designate the rights of each user on the system
- Configure comprehensive user entitlements, limits and approval
- Enable dual control among users, daily or transaction limits and approval rules
- Set restrictions on each user by dollar amount—single transaction, daily aggregate or both—and function

By separating duties, accounts and approval workflows, TSU **reduces the risk of fraud or compromised data**. Your security administrators are the only individuals able to assign users with transaction initiation privileges.

B. Services To Be Performed For Paycard Include But Are Not Limited To:

N/R. We respectfully decline to offer Paycard services. J.P. Morgan no longer offers prepaid card products. Please refer to *section VII, Subsection B: Paycard services* for information on Concourse as an alternate solution to refund and pay students.

5.2 TECHNOLOGY INTEGRATION:

- **Describe in detail how your organization would envision the incorporation of this solution in relation to the University setting. Please cite relevant experience and partnerships.**

TSU is already utilizing our services. No implementation would be required unless new services are to be added.

- **The University requires that all sensitive data be transmitted securely and encrypted. Dial-up transmission is not acceptable. Please describe how this requirement will be met.**

J.P. Morgan Access uses a multi-layer security system designed to protect the privacy and identity of users, while maximizing data and transaction integrity. This includes data protection via industry-standard 256-bit Transport Layer Security encryption which helps maintain confidential access and delivery of data and transaction facilities.

- **The University requires the ability for convenient online University management of permission access for University personnel to Contractor provided online reports. Please describe how Contractor will support this management.**

TSU nominates your own security administrators to establish and approve users for accounts, services and functions using an online entitlement feature. As a standard practice, and to help TSU maintain audit controls, a minimum of two security administrators are required for user setup and maintenance.

- One security administrator establishes users for accounts, services (e.g., ACH initiation, funds transfer initiation or balance reporting), and functions (e.g., reporting, transaction initiation and transaction approval or release).
- A second security administrator approves the user entitlements granted by the first security administrator.
- For each user created by a TSU security administrator, we establish basic authentication user IDs. Digital signature authentication IDs are established for users authorized for transaction initiation and administrative functions.
- RSA SecurID tokens are assigned by the security administrator to those users who need to perform digital signatures.
- Users log on to the portal to start the new user identification process with the secured information provided in a welcome email generated after the user was created and approved by the security administrators. The user validates their contact information, leverages a one-time pin and creates their own password.

- This logon procedure, in combination with the acknowledgement and pre-established user entitlements, creates an electronic user profile that is employed for all J.P. Morgan Access communications with J.P. Morgan. Each user's desktop view of the portal reflects the accounts, services and functions to which that user has been entitled.

- **The University requires the following reports to be available online for the administration in real time. Reports include real time audit trail report for refund payment status and delivery status, University bank statement showing fund transfers needed for refund delivery process, parent sign-up to send money reports, detailed reports showing mailing address, card status of inactive/active, etc. Please describe Contractor online reports and include screen shots or demonstration on reports.**

Our online portal allows TSU to retrieve real-time and previous day posting of information each business day. The cash position of accounts held by us and other financial institutions worldwide in any currency can be viewed in an online, secure environment. Current-day information is updated throughout the business day for designated accounts.

Also, you can access useful information to aid in planning funding and investment strategies, including top-line summaries, detailed transaction records and historical reports for up to two years. User entitlements can be managed to control access to accounts and reports, including:

- Balance and Transaction Report (worldwide)
- Interactive Transaction Report
- EDI Report (U.S.-based accounts)
- Returns and Exceptions Report
- Payment and Template Reports
- Wire Detail Report

Cash reports

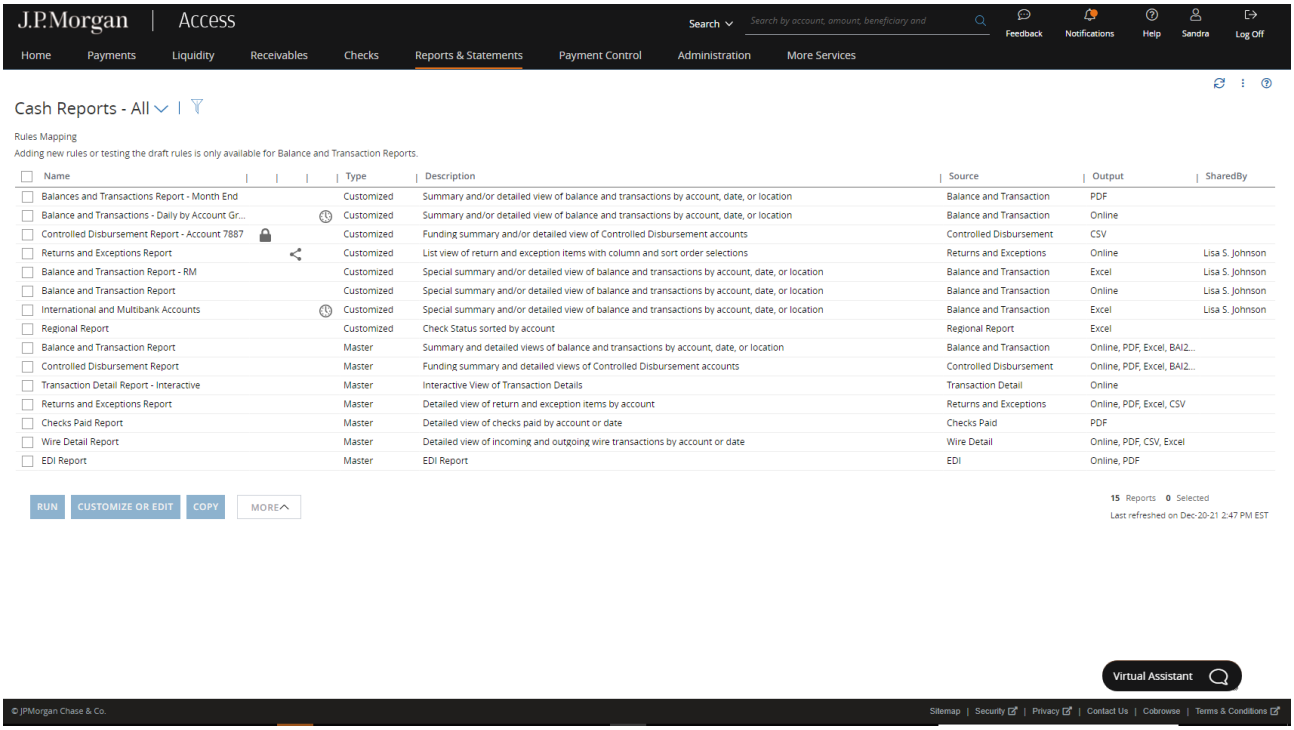


Figure 28

A variety of filters can be used to pinpoint desired transactions for enhanced data management. An export feature offers a variety of formats to facilitate data integration with your accounting and decision support platforms.

Reports can be scheduled with the frequency and format desired by each user and shared with other users.

Transaction initiation and template reporting

Transaction reports are available for transactions initiated through our online portal for accounts held at both J.P. Morgan and other financial institutions. Template reports provide details on all templates set up by clients on these accounts.

Transaction reports include:

- Transaction details
- Transaction history
- Transaction methods and descriptions (wire, book transfer, ACH, account transfer)

Template reports include:

- Template history (last date used, setup, approval and activation)
- Template creation method (free-form, imported)

- Transaction creation method (free-form, imported, from template)
- Transaction status (saved, pending approval, pending release, rejected, released, delivered, completed, rejected by bank)
- Template status (saved, pending approval, pending activation, active, inactive, rejected)

- **The University requires the ability to reverse refund payments from the Contractor system online in case of error or ineligibility for refund. Please describe how Contractor system supports this requirement.**

We offer a secure interface via J.P. Morgan Access for item reversals. Reversals initiated by direct transmission must be received by 3:00 p.m. CT for same day processing.

5.3 PERFORMANCE:

Coordinator recognizes and agrees that in the performance of this agreement, Contractor's success in providing service is dependent on several factors which include:

- **The University is requesting a convenient process for all students to choose and open a DDA bank account without any paper signature required. Explain in detail the DDA account and services that your institution will offer students and others in conjunction with the program and the process to open a DDA online.**

TSU students may be eligible to open a variety of Chase checking and savings accounts. Information regarding our consumer banking products and retail branch locations can be found at www.chase.com or by visiting any Chase retail branch.

- **Describe in detail the services that will be available via the website to support the banking relationship. The University requires that the website provide online balance and transaction inquiries, card acceptance, replacement card ordering, ATM locations, no minimum balance requirements, free monthly account statements that are print friendly, paper check ordering, stop payment on checks online, instant PIN changes online, ability to maintain email addresses and mailing addresses, ability to view all prior refund payments made, ability to modify electronic notifications from Contractor, ability to make transfers from another bank account to the DDA, and the ability to pay bills online.**

Students may visit www.chase.com or a Chase retail branch for more information on our retail products.

- **The University is interested in outsourcing the delivery of financial refunds to Contractor. Please explain in detail how this process will work from the perspective of the student DDA accountholder. The University requires that students selecting the DDA as their refund preference have same day availability of funds and can choose to withdraw or purchase through the Visa/MasterCard, paper check, or other website features.**

Concourse's online and mobile portals are **user-friendly** and enable your payees to accept electronic payments **quickly** and **efficiently**. Concourse supports English, French and Spanish with more languages coming in the future.

Concourse is highly configurable to match the look and feel of your organization. It supports robust branding and style customizations on the website. You can include your logo, colors and themes and terminology. In addition, you have the option to co-brand with the Chase logo, providing your payee with additional assurance that a trusted financial services provider powers their payment experience.

You can use Concourse's robust application programming interface (API) or batch file capabilities to register payees and upload payables for your payees and students to accept. Your payee can accept the payment via their preferred payment method—whether that is ACH, real-time payments, Push to debit card, Zelle®. If the payee does not take action by the expiration date, you can have a check printed and mailed automatically.

Concourse's online and mobile portals provide an **integrated experience**. The mobile portal automatically adjusts the layout when using a mobile device. This technique, known as responsive design, provides a unified way for TSU to integrate desktop and mobile user experiences into your payment process.

Concourse supports a variety of digital workflows that can be configured to the specific use cases you want to support, including:

- Enrollment to receive electronic payments
- Viewing historical payments and remittances
- Viewing and editing user profile information

TSU's Concourse portal can be integrated with your existing website in one of the following ways:

- **Direct Access URL**: A web address that is specific to your Concourse portal and can be distributed to your payees
- **Secure Session Transfer**: Place a session transfer button on your website that can link directly to your Concourse logon page using HTML (POST), or securely transfer an authenticated payee directly into Concourse without having to log on a second time
- **Embedded Widgets**: Leverage your existing supplier (payee) portal and embed Concourse screens to display or capture payment methods, giving you piece of mind knowing all payment information is stored securely on Concourse servers
- **API Only**: Build your own payee experience using our security and our payment capabilities. Concourse securely stores your payee's bank account information for payees to use for future payments

Concourse's online and mobile portal is designed to provide your payees with **seamless** and **efficient self-service** capabilities. Concourse's extensive configurability serves clients across a broad spectrum of industries and verticals. It is specifically positioned to help TSU achieve your payables goals.

TSU supplies your payee's email address, payment amount, name and desired remittance data to send a payment through Concourse.

We then send an email and/or text to your payee that contains a link to launch our intuitive payee portal—branded to TSU.

- The payee has the option to accept the payment and enter in their preferred payment method
- Accepted payments are sent into the payee's account

- For rejected payments, you have the option to have us print and mail a check
- You determine the remittance data that is provided to the consumer and the length of time the consumer has to accept a payment offer before it expires

If the payee does not accept the payment offer in the designated time, you can have us turn the payment offer into a mailed paper check with no further action needed from you.

ACH (echeck) payments

Concourse supports eCheck, same day and standard next day ACH. Concourse also supports Canada's EFT network. J.P. Morgan processes all ACH transactions in compliance with Nacha rules and in keeping with leading practices. We employ commercially reasonable measures to minimize the potential for fraud. Concourse helps TSU minimize the potential for returned or fraudulent ACH payments in the following ways:

- Account number length and format validations
- Bank routing number verification with mod-10 check
- Recoding of a credit authorization with valid date and timestamp
- Notification of change updates automatically processed
- Automatic subscription to ACH Artificial Intelligence that reduces returns by correcting transactions before they are processed using collective data from all J.P. Morgan ACH originators

We will originate ACH transactions on your behalf and settle ACH payments to your J.P. Morgan bank account.

- All U.S. ACH transactions must settle to a USD demand deposit account (DDA).
- All USD transactions initiated in Canada must settle to a USD account held in Canada.
- All CAD transactions initiated in Canada must settle to a CAD account held in Canada.

All transactions, including adjustments, such as refunds and returns, are reflected in the daily remittance file. Reporting is available on J.P. Morgan Access.

How it works

Concourse enables you to pay your payees and students electronically using a TSU-branded online enrollment portal. You can send the required payee information and payment data to Concourse via batch file (ISO 20022),a real-time interface via RESTful API, or and Excel document via J.P. Morgan Access You provide the following minimum information for the transaction:

- The user's ID or defined alias

The enrollment process is **simple** and **straightforward**, with payees completing their enrollments in just a few short steps.

Concourse enrollment process	
Step 1: Registration	• The payee profile must be registered in Concourse before a payment can be accepted. You may use a batch file and/or real-time interface to pre-register payee profile data in Concourse.
Step 2: Enrollment	• The payee must enroll using TSU's Concourse payee portal to accept the payment.
Step 3: Accepting payments	• Your payee logs on to their Concourse profile to accept the payment by entering their preferred payment method, or the payee can enroll in auto-accept where you can automatically initiate outbound transactions to their preferred payment method. • If the payee doesn't take action, you have the option to automatically print and mail a check upon the expiration date that you select to make the payment. • The payee receives an email confirming the payment and the settlement of funds via the designated payment method. The confirmation email will contain the TSU-generated statement number associated with the transaction.
Step 4: Reporting & reconciliation	• You can view completed transactions via a daily batch file detailing all confirmed transactions. • Your authorized personnel can also generate reports on demand and perform payment inquiries using J.P. Morgan Access®, our banking portal.

- **Describe in detail all customer service functions that will be available to the University to support the proposed banking relationship. The University requires a toll-free help desk customer support for the administration and an online tool that will track open issues easily and conveniently.**

There are several support channels available to provide TSU **with prompt responses** to transactional and technical inquiries to maximize efficiency for your operational contacts.

These include the Concourse Client Support Team, Solution Center and your dedicated Client Service Account Manager.

- The Concourse Client Support team is your primary point of contact for your Concourse application, engaging additional teams when needed. They can be reached via email and phone.
- The Solution Center is strategically positioned around the globe to handle routine and transactional inquiries for J.P. Morgan Access.

In addition to your relationship manager and treasury management officer, you are assigned a dedicated client service associate (CSA), Iiesha Leon. Your CSA has a designated back-up who also has a deep understanding of your business, the products you use and your business needs.

CSAs are responsible for answering your day-to-day questions about our banking services and will interact with our operations areas on your behalf to solve your inquiries or requests. When your CSA is not available, your designated back-up CSA can assist you. In addition, our Commercial Banking Service Center is staffed with CSAs who can help with routine requests from 7:00 a.m. to 7:00 p.m. CT, Monday through Friday.

CSAs have the **authority to engage all levels of management** and escalate within the Client Service organization, across bank departments, and even up to the chief executive officer. For each service provided to you, Client Service has a detailed matrix of contacts and escalation procedures to expedite resolution. These procedures include internal service standards to make sure that other J.P. Morgan groups are providing timely responses. Client Service also regularly communicates with your treasury management officer to make sure all parties supporting you are informed of your relationship activity.

- **List the proposed cardholder terms and conditions for the use of the card and related account(s). Be sure to include issuance fees, card limits, use charges, maintenance fees, and other banking fees.**

Please see our response to *Section B: Paycard*.

- **The University prefers immediate issuance of all Visa/MasterCard to students so that students can activate the card and select a refund preference at a minimum. Describe in detail the proposed re-carding of the campus (students and employees). Provide a timetable. Please provide sample card designs, i.e.: TSU Tiger Card with debit/check features, TSU Tiger Card without debit/check features, and a company generic debit/check card.**

Please see our response to *Section B: Paycard*.

- **Describe the nature of the support team that will assist the University in implementing the program and assist with ongoing marketing efforts.**

Please see our response to *Section B: Paycard***.**

- **Describe in detail the replacement process for lost/stolen/damaged cards.**

Please see our response to *Section B: Paycard***.**

- **The University will not be liable for unauthorized purchases. Outline clearly the responsibilities and liabilities of the following parties related to the deactivation of lost or stolen cards and the activation of a replacement:**
  - **The Cardholder**
  - **The Contractor**
  - **The University**

Please see our response to *Section B: Paycard.*

- **The University is requiring for others, i.e.: parents of students, spouses, and others) to be able to easily and securely send money to respective DDA's at no charge. Please describe precisely how this would work and include screen shots or a demonstration.**

Student account information can be found on www.chase.com or by visiting a Chase retail branch.

- **The University requires that students be able to continue use of their open DDA when a student ends their relationship with the University. Please describe.**

Acknowledged. When a Student Checking account is opened, we ask for an anticipated graduation date (up to five years). Once that date expires, we would not pro-actively close the account and the student could remain in the product indefinitely.

- **The University requires the Contractor to provide and manage a comprehensive marketing strategy that will educate and promote services of the program. The marketing must be co-branded to the University colors, logos, name, etc. and all marketing must be produced and paid for by the Contractor. Describe in detail the proposed marketing plan and strategy to the University community. Provide sample marketing pieces.**

TSU's students may be eligible to open a variety of Chase checking and savings accounts. Information regarding our consumer banking products and retail branch locations can be found at www.chase.com, or by visiting any Chase retail branch.

The University desires for the Contractor to handle exceptions with respect to refund payment delivery, including error resolution, incorrect or missing payments, bad address or account information, etc. Please describe your procedures and responsibilities exactly. How will you be able to educate the community when it comes to Financial vs. University issues?

ACH return items are posted to your J.P. Morgan demand deposit account according to standard ACH processing rules. Once the returns are presented to Concourse, they are included in the next remittance file and labeled as returns. The original transaction is also updated in Concourse to reflect the return, and an email notification sent to the payee.

All transactions, including adjustments, such as refunds and returns, are reflected in the daily remittance file. Reporting is available on J.P. Morgan Access.

- **The University desires extra incentives for DDA users such as discounts, rewards, online features, special deals that the Contractor will maintain and provide on its website. Please describe. How will local Contractors be registered and managed throughout the program?**

Active student account information and incentives can be found on www.chase.com or by visiting a Chase retail branch.

- **The University desires that accountholders be able to request and send money online and instantly to other accountholders. How does your company currently provide this service? Are there charges for this service?**

Student account information can be found on www.chase.com or by visiting a Chase retail branch.

5.4 REVENUE PROPOSAL

Cost Savings are critical to the University, as we require a solution that will card all students with a Visa/MasterCard and eliminate all paper check issuance and costs for financial refunds with the least amount of resource time to implement and operate. Please show, in detail, any estimated cost savings and

cost avoidance your services can provide to the business operations at the University. Please include case studies or quotes from other clients.

Revenue Sharing

Show, in detail, all revenues to Texas Southern University related to the services proposed in this RFP. Be sure to list all revenues for the following items in addition to other potential revenue streams.

- **Transaction fees for all banking transactions ATM related transaction fees**
- **ATM related transaction fees**
- **Interest on debit campus card accounts**
- **Commissions**
- **Other Revenues**
- **Activation Fees**
- **Lost Card Replacement Fees**
- **Estimated annual direct costs that may exceed in the University's annual revenue sharing (if any)**

Not applicable.

5.5 PAYMENTS/COMMISSIONS

Complete a revenue schedule to the University. Contractors are encouraged to propose a structure that will provide incentive for increase participation without sacrificing the overall quality, economical pricing and customer satisfaction of the program.

Not applicable.

5.6 MONTHLY FINANCIAL REPORTS AND PAYMENTS

The Contractor will provide a financial report and commission payment to the University no later than 30 calendar days after the close of each accounting/calendar period. Please provide sample report.

For TSU's convenience, J.P. Morgan makes our financial statements and other publicly filed documents available through our website: https://www.jpmorganchase.com/corporate/investor-relations/annual-report-proxy.htm. This link provides past and current JPMorgan Chase & Co. Annual Reports, which include audited financial statements.

The University shall have the right to verify the details in the Contractor's financial reports and statements, either before or after payment to the University by: (1) inspecting the books and records of the

Contractor at mutually convenient times; ~~(2) accompany Contractor's driver salesman during routine collection of funds and replenishment of product;~~ and (3) other reasonable actions.

For TSU's convenience, J.P. Morgan makes our financial statements and other publicly filed documents available through our website: https://www.jpmorganchase.com/corporate/investor-relations/annual-report-proxy.htm. This link provides past and current JPMorgan Chase & Co. Annual Reports, which include audited financial statements.

5.7 FEE SCHEDULE

The Contractor will provide a fee schedule for all services to be charged to Texas Southern University and a separate fee schedule for all services available to students and the applicable charge to the students for such services. The Contractor must use Exhibit D for student services and applicable costs to the students. Please include all costs and provide estimates of special reporting requests.

Acknowledged. Please refer to Appendix 1 for the fee schedule and J.P. Morgan pricing pro forma.

5.8 TAXES

The Contractor will comply and pay all taxes applicable under Federal, State and local laws.

Acknowledged.

5.9 INSURANCE AND LEGAL REQUIREMENTS

The Contractor must carry applicable insurance and provide annual certificate of coverage to the Contract Coordinator*, upon request*. (See Exhibit *A* ~~B~~). The Contractor must comply with all applicable permits and licenses and all requirements of applicable laws, regulations, and standards its services.

Acknowledged.

5.10 RIGHT TO AUDIT

Any time during the term of this contract, and for a period of 2 years thereafter, the University or a duly authorized audit representative of Texas Southern University, or the State of Texas, at its expense and at reasonable times, reserves the right to audit Contractor's records and books relevant to all services provided under this contract.

J.P. Morgan will allow the University's auditors and independent public accountants, including where state or federal assistance is involved, state and federal auditors identified by the University, reasonable access during normal working hours to the bank records of the University as reasonably required in connection with their examination of the books and records specifically pertaining the University's accounts, use of funds and services

provided by J.P. Morgan to the University. Any access or examination will be: requested in writing; specifically describe the scope and records required; mutually agreed upon as to time and scope; and subject to J.P. Morgan's security procedures and record retention policies. J.P. Morgan may impose reasonable restrictions on the number of individuals allowed access, the frequency and length of access, and the scope of the records made available. The University shall reimburse J.P. Morgan for the reasonable cost of copying, collating, researching and producing archived information. Any examination will be at the University's expense.

5.11 OBSERVANCE OF TEXAS SOUTHERN UNIVERSITY POLICIES AND REGULATIONS

The Contractor agrees that at all times its employees will observe and comply with all policies and regulations of Texas Southern University, including but not limited to parking, safety and security regulations.

J.P. Morgan is subject to regulation under various state and federal laws in the United States, as well as the applicable laws of each of the various jurisdictions outside the U.S. where the firm does business. J.P. Morgan has a comprehensive set of internal policies and procedures to address compliance with relevant regulatory and legal requirements applicable to the bank as provider of the services that are the subject of this RFP. These internal policies and procedures are also subject to review through an ongoing internal audit program and oversight from external regulators. Accordingly, Contractor agrees to comply with its policies and regulations as required by law.

5.12 PARKING

The University Contract Coordinator will work with the Contractor to obtain parking privileges that will enable employees to have access to Treasury locations. Contractor's employees Contractor's employees are responsible to observe and following all parking signs and regulations.

Acknowledged.

5.13 TRANSITION PLAN

The Contractor (including the incumbent) shall submit a transition plan addressing whether transition would be on a designated date or in predetermined time phases.

Acknowledged.

5.14 COMPLIANCE WITH UNIVERSITY PREMISE RULES

This contract requires compliance with all University regulations and practices while on the University premises. The Contractor, its agents, employees or subcontractors are made aware of, fully informed

about, and in full compliance with its obligations under the following regulations, unless otherwise exempt:

- **The Contractor shall comply with all applicable rules including without limitation, those relative to environmental quality, safety, fire prevention and noise.**
- **The University is a smoke-free institution. Smoking, is prohibited in any University building or facility unless otherwise posted.**
- **The Contractor has the right to use but shall have no right of access to any other facilities.**
- **The Contractor is responsible to ensure all its employees, personnel, or representatives entering onto TSU facilities abide by these provisions.**

J.P. Morgan has a comprehensive set of internal policies and procedures to address compliance with relevant regulatory and legal requirements applicable to the bank as provider of the services that are the subject of this RFP. J.P. Morgan agrees to make all reasonable efforts to comply with all University regulations and practices while on the University premises that do not conflict with its own internal policies and procedures or required regulatory and legal requirements.

Additional/Miscellaneous Information

Global Account Terms and the Consolidated Service Agreements

TSU has already executed J.P. Morgan documentation for the accounts and services proposed in this response to TSU's RFP. Additional account opening documents or service terms may be required from TSU for new accounts or services. As part of our efforts to manage our environmental footprint in an efficient and sustainable manner, sample documents are being provided through the links below. Please note that these documents may be modified by the bank from time to time. At the time of your implementation and based on the specific services you elect to use, you will receive the applicable agreements to be executed from your implementation project manager.

- Sample account opening documents:

  https://www.chase.com/content/dam/chase-ux/documents/commercial-banking/us-account-opening-package.pdf

- Sample product and service terms and agreements:

  https://www.chase.com/content/dam/chase-ux/documents/commercial-banking/consolidated-service-terms-commercial-bank.pdf

Know your customer

J.P. Morgan is required to know its customer and to adhere to policies and procedures intended to meet those regulatory requirements that apply to safety and soundness and to fight against the funding of terrorism, money laundering and sanction related activities including performing certain transaction screenings. This means J.P. Morgan will request information about TSU and its management and those having authority to transact business with J.P. Morgan in order for J.P. Morgan to comply with its policies and procedures. This is an ongoing requirement and the provision of services pursuant to this proposal and any additional products or services that may be requested is subject to and conditioned upon the ongoing satisfaction of those policies and procedures and compliance by TSU with applicable law with respect to the services provided and J.P. Morgan's policies of which TSU is informed.

Legal exceptions and comments

J.P. Morgan has identified below the Account and Service Terms or conditions that we respectfully request be modified in accordance with our recommended revisions. We are willing to discuss mutually agreeable modifications to the contract terms. The proposed changes are indicated by additions *in italic, underlined, blue text* and deletions by ~~strikethrough, red text~~.

Section I Introduction

1.6 Term of Contract

J.P. Morgan agrees to execute extension contracts that are in writing and mutually agreed to by both parties.

1.8 Termination

J.P. Morgan acknowledges the University's termination rights but requires thirty (30) days' prior written notice for such termination. Also, J.P. Morgan may terminate the contract upon not less than 30 days' prior written notice to the University if the University breaches its obligations under the contract and fails to cure the same within such time frame or as otherwise provided in the contract.

Section II Award Process

2.6 Historically Underutilized Business

While J.P. Morgan does not set specific goals with regard to the utilization of diverse owned business enterprises as our procurement is driven by business needs, the firm does have a robust supplier diversity program and utilizes diverse suppliers as part of its day-to-day operations. J.P. Morgan consistently makes good faith efforts to provide contracting opportunities to diverse suppliers by ensuring Supplier Diversity partners with sourcing managers and the various business units in every step of sourcing engagement. J.P. Morgan is dedicated to the development and utilization of qualified diverse businesses from historically underrepresented groups including companies owned and operated by minorities, women, military veterans, disabled veterans, service-disabled veterans, people with disabilities and members of the LGBT+ community.

For more than 25 years, our commitment to diverse entrepreneurs and the organizations that support them has been unwavering. We have senior management commitment, policies, procedures, strategies, and results that demonstrate that Supplier Diversity is an important part of our Diversity Equity and Inclusion strategy. We are proactive in our outreach to diverse businesses, regularly engaging them with internal and external decision makers. J.P. Morgan spends approximately $2 billion annually with diverse suppliers and our efforts help to build a strong and vibrant diverse supplier network, creates mutually beneficial business relationships and increases shareholder value. In 2022 with underrepresented businesses included $1.7billion with ethnic minority-owned businesses, $1.1billion with women owned, $984million with small/HUBZone businesses, $113 million with veteran-owned, and $45million with LGBTQ+-owned. Please see attached document in Appendix 7 for additional details on our Supplier Diversity program.

Section III Proposal Requirements

3.5 Terms and Conditions

3.3.2 By signing the Execution of Offer (Section 6) and submitting a proposal, Respondent certifies that any attached or referenced terms, conditions, or documents are applicable to this procurement only, *subject to Respondent's response to this Request for Proposal, and* to the extent that they do not conflict with the statutes or Administrative Code of the State of Texas, or the advertised terms and conditions, *subject to Respondent's response to this Request for Proposal,* and that they do not impose additional requirements on Texas Southern University.

J.P. Morgan is subject to regulation under various state and federal laws in the United States, as well as the applicable laws of each of the various jurisdictions outside the U.S. where the firm does business. J.P. Morgan has a comprehensive set of internal policies and procedures to address compliance with relevant regulatory and legal requirements applicable to the bank as provider of the services that are the subject of this RFP. These internal policies and procedures are also subject to review through an ongoing internal audit program and oversight from external regulators. Accordingly, Contractor agrees to comply with its policies and regulations as required by law.

EXHIBIT A

INSURANCE REQUIREMENTS

Required Coverage: For the duration of the agreement, ~~for any renewal terms, and for purposes of indemnification obligations that are specified to survive termination or expiration of the agreement~~, Contractor shall ~~obtain~~ *maintain*, at its sole expense and at no cost to the University, the following coverage and shall maintain such coverage in full force and effect:

A. Workers' Compensation and Employers Liability. Workers' Compensation covering all individuals who provide Services pursuant to the agreement at the request of the Contractor, at the statutory limits in effect as of the Effective Date of the Contract and as modified from time to time by the regulatory body or insurance carrier charged with administering Workers' Compensation for the State of Texas;
Employer's ~~Legal~~ Liability in amounts of not less than five hundred thousand dollars ($500,000) per accident, five hundred thousand dollars ($500,000) for disease (policy limit), and $500,000 for disease (per person).

B. Commercial General Liability. Commercial General Liability, including operations, contractual liability, and products liability in the ~~combined~~ single limit of not less than one million dollars ($1,000,000) per occurrence and two million dollars ($2,000,000) in the aggregate;

C. *Business* Automobile Liability. ~~Commercial~~ *Business* Automobile Liability Insurance in the combined single limit of not less than one million dollars ($1,000,000); and

D. Professional Liability (For Professional Services only) Professional Liability Insurance of not less than one million dollars ($1,000,000) per ~~occurrence~~ *wrongful act.*

Insurance Endorsements: The University shall be an Additional Insured on the Commercial *General* Liability and *Business* Automobile Liability policies*, as their interests pertain to this contract.* Subrogation against the University must be waived for all policies.

Effect of Indemnification Obligations: No provision, term, or condition in the Contract regarding indemnification obligations shall be construed to limit the application of insurance procured by the Contractor in accordance with requirements set forth in the Contract.

EXHIBIT B

J.P. Morgan's Account Terms and Service Terms are added to this bid and will be incorporated into this bid and the resulting contract for all purposes.

TERMS AND CONDITIONS

ITEMS BELOW APPLY TO AND BECOME A PART OF THE BID, ANY EXCEPTIONS THERETO MUST BE IN WRITING

BIDDER AFFIRMATION

Signing this bid with a false statement is a material breach of contract and shall void the submitted bid or any resulting contracts, and the bidder shall be removed from all bid lists. By signature hereon affixed, the bidder hereby certifies that:

The bidder has not given, offered to give, nor intends to give at any time hereafter any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor, or service to a public servant in connection with the submitted bid.

Neither the bidder nor the firm, corporation, partnership, or institution represented by the bidder, or anyone acting for such firm, corporation or institution has violated the antitrust laws of this State or the Federal Antitrust Laws (see section 9, above), nor communicated directly or indirectly the bid made to any competitor or any other person engaged in such line of business.

Pursuant to Section 2155.004 Government Code, the bidder has not received compensation for participation in the preparation of the specifications for this IFB.

Pursuant to Section 231.006 (d), Family Code, re: child support, the bidder certifies that the individual or business entity named in this bid is not ineligible to receive the specified payment and acknowledges that this contract may be terminated and payment may be withheld if this certification is inaccurate.

Under Section 2155.004, Government Code, the Contractor certifies that the individual or business entity named in this bid or contract is not ineligible to receive the specified contract and acknowledges that this contract may be terminated and payment withheld if this certification is inaccurate.

The Contractor shall defend, indemnify, and hold harmless Texas Southern University, all of its officers, agents and employees from and against all claims, actions, suits, demands, proceedings, costs, damages, and liabilities, *directly* arising out of, *directly* connected with, or *directly* resulting from any acts or omissions of contractor or any agent, employee, subcontractor, or supplier of contractor in the execution or performance of this contract. *Notwithstanding the foregoing, (i) the Contractor's liability for indemnification hereunder shall be invoked only to the extent that the claimed damages, losses, and expenses are directly due to the negligence of the Contractor and/or its subcontractors; (ii) the Contractor's indemnification obligations shall not exceed an amount, in the aggregate, over the term of the contract, an amount that exceeds one time (1) time the average annual revenues received by the Contractor from Texas Southern University under the contract; and (iii) neither party shall be liable to the other for any indirect, incidental, consequential, exemplary, punitive or special damages, including lost profits, regardless of the form of the action or theory of recovery, even if that party has been advised of the possibility of those damages or the same are reasonably foreseeable*

Bidder agrees that any payments due under this contract will be applied towards any debt, including but not limited to delinquent taxes and child support that is owed to the State of Texas.

Bidder certifies that they are in compliance with section 669.003 of the Government Code, relating to contracting with executive head of a State agency. If section 669.003 applies, bidder will complete the following information in order for the bid to be evaluated:

Name of Former executive: _____
Name of State agency: _____
Date of separation from State agency: _____
Position with bidder:_____
Date of Employment with bidder: _____

Bidder agrees to comply with Government Code 2155.4441, pertaining to service contract use of products produced in the State of Texas.

Contractor understands that acceptance of funds under this contract acts as acceptance of the authority of the State Auditor's Office, or any successor agency, to conduct an audit or investigation in connection with those funds. Contractor further agrees to cooperate fully with the State Auditor's Office or its successor in the conduct of the audit or investigation, including providing all records requested. Contractor will ensure that this clause concerning the authority to audit funds received indirectly by subcontractors through Contractor and the requirement to cooperate is included in any subcontract it awards.

Pursuant to Section 231.006 (c), Family Code, bid must include names and Social Security Numbers of each person with at least 25% ownership of the business entity submitting the bid. Attach name & social security numbers for each person. This information must be provided prior to contract award.

NOTE TO BIDDER - Any terms and conditions attached to a bid will not be considered unless specifically referred to on this bid form and may result in disqualification of the bid.

The dispute resolution process provided for in chapter 2260 of the Texas Government Code must be used by Texas Southern University and the contractor to attempt to resolve all disputes arising under this contract.

Information, documentation, and other material in connection with this solicitation or any resulting contract may be subject to public disclosure pursuant to Chapter 552 of the Texas Government Code (the "Public Information Act").

TECHNOLOGY ACCESS CLAUSE. The Contractor expressly acknowledges that state funds may not be expended in connection with the purchase of an automated information system unless that system meets certain statutory requirements relating to accessibility by persons with visual impairments. Accordingly, the Contractor represents and warrants to Texas Southern University that the technology provided to Texas

Southern University for purchase is capable, either by virtue of features included within the technology or because it is readily adaptable by use with other technology, of:

1. Providing equivalent access for effective use by both visual and non-visual means;

2. Presenting information, including prompts used for interactive communications, in formats intended for both visual and non-visual use; and

3. Being integrated into networks for obtaining, retrieving, and disseminating information used by individuals who are not blind or visually impaired. For purposes of this clause, the phrase "equivalent access" means a substantially similar ability to communicate with or make use of the technology, either directly by features incorporated within the technology or by other reasonable means such as assistive devices or services that would constitute reasonable accommodations under the Federal Americans with Disabilities Act or similar state or federal laws. Examples of methods by which equivalent access may be provided include, but are not limited to, keyboard alternatives to mouse commands and other means of navigating graphical displays and customizable display appearance.
   Contractor is committed to meeting the banking and financial service needs of all of its customers, and will work to provide customers equal access to and the opportunity for equal enjoyment of its products, services, and facilities. Contractor will continue to improve accessibility to its online services and will address concerns from a customer with disabilities who reports difficulties accessing information or documents related to the services provided under this agreement.

Contractor is committed to meeting the banking and financial service needs of all of its customers, and will work to provide customers equal access to and the opportunity for equal enjoyment of its products, services, and facilities. Contractor will continue to improve accessibility to its online services and will address concerns from a customer with disabilities who reports difficulties accessing information or documents related to the services provided under this agreement.

End of the RFP

Disclosure statement

This document was prepared exclusively for the benefit and internal use of the party to whom it is directly addressed and delivered (the "Organization") in order to assist the Organization in evaluating certain products or services that may be provided by J.P. Morgan.

Chase, J.P. Morgan, and JPMorgan Chase and InstaMed are marketing names for certain businesses of JPMorgan Chase & Co. and its affiliates and subsidiaries worldwide (if and as used herein may include as applicable employees or officers of any or all of such entities irrespective of the marketing name used). Products and services may be provided by commercial bank affiliates, securities affiliates or other J.P. Morgan affiliates or entities. In particular, securities brokerage services other than those which can be provided by commercial bank affiliates under applicable law will be provided by registered broker/dealer affiliates such as J.P. Morgan Securities LLC, J.P. Morgan Institutional Investments Inc. or by such other affiliates as may be appropriate to provide such services under applicable law. Such securities are not deposits or other obligations of any such commercial bank, are not guaranteed by any such commercial bank and are not insured by the Federal Deposit Insurance Corporation. We are not responsible for the performance of our partners, their continued service levels, or their ability to provide services.

The information herein does not purport to set forth all applicable issues and is not intended to constitute advice on legal, tax, investment, accounting, regulatory or any other matters. J.P. Morgan makes no representations as to such matters or any other effects of any transaction and shall have no responsibility or liability to you with respect thereto. You should consult with your own advisors regarding such matters and the suitability, permissibility and effect of any transaction. In no event shall J.P. Morgan nor any of its directors, officers, employees or agents be liable for any use of, for any decision made or action taken in reliance upon, or for any inaccuracies or errors in, or omissions from, the information herein. The information herein is not intended as nor shall it be deemed to constitute advice or a recommendation regarding the issuance of municipal securities or the use of any municipal financial products. J.P. Morgan is not providing any such advice or acting as the Organization's agent, fiduciary or advisor, including, without limitation, as a Municipal Advisor under Section 15B of the Securities and Exchange Act of 1934, as amended.

This proposal is subject to and conditioned upon a mutually agreeable contract between the Organization and J.P. Morgan. J.P. Morgan also requires execution of all applicable product and service agreements. Implementation of products and services is subject to and conditioned upon the condition of satisfactory completion of J.P. Morgan's "Know Your Customer" due diligence and meeting product requirements. These steps are included in J.P. Morgan's client onboarding process.

This document may contain information that is confidential and/or proprietary to J.P. Morgan, which may only be used in order to evaluate the products and services described herein and may not be disclosed to any other person. Such information is marked "confidential" and may not be copied, published or used, in whole or in part, for any purpose other than as expressly authorized by J.P. Morgan.

To help the United States government fight the funding of terrorism and money laundering activities, U.S. law (Section 326 of the USA PATRIOT Act) requires banks and certain other financial institutions to obtain, verify, and record information that identifies each client that opens an account. What this means for our clients: Before opening a new account, we will require you to provide name, address, taxpayer identification number, and other information and/or documentation that will allow us to identify the account owner(s), as required by law.

Please note that we do not issue cards and prohibit use of our cards in any country against which the United States has imposed sanctions. A current list of such sanctioned countries, as well as information about sanctions, is available on the U.S. Department of the Treasury website: treas.gov/offices/enforcement/ofac.

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J.P. Morgan supports sustainable business practices and adheres to the principles of environmental sustainability wherever possible.

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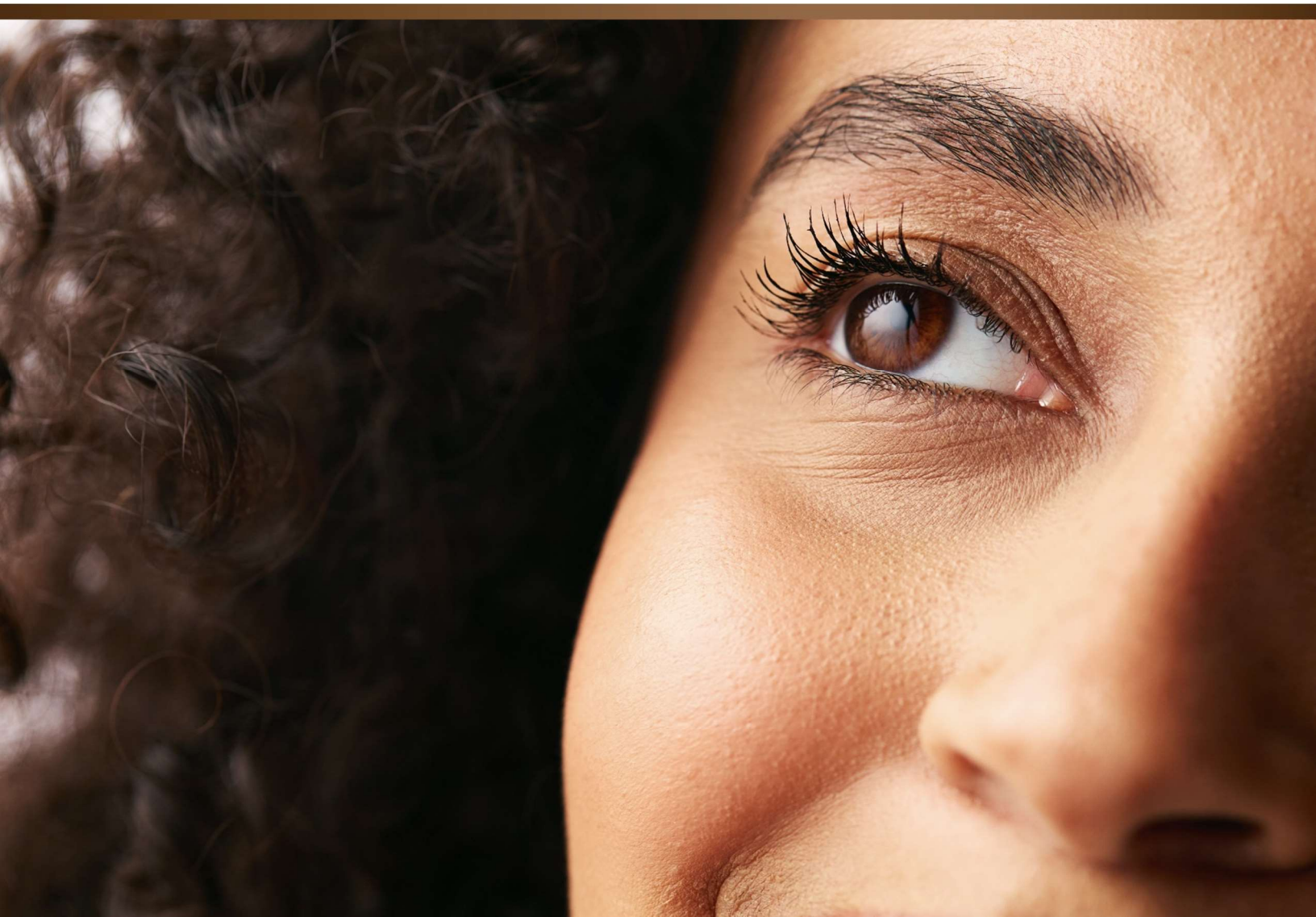
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J.P.Morgan

Proposal for
Texas Southern University

Appendices



J.P.Morgan

Appendix 1

Fee schedule and J.P. Morgan pricing pro forma

SECTION VIII:
ESTIMATED MONTHLY VOLUMES & FEE SCHEDULE - OPTION I

DEPOSITORY ACCOUNT SERVICES	ESTIMATED MONTHLY VOLUME	AFP CODE	UNIT PRICE	CHARGE FOR SERVICE	J.P. MORGAN'S COMMENTS
ACCOUNT MAINTENANCE	8	010000	$5.000	$40.00	
AUTOMATIC DOLLAR TRANSF-MAINT	2	010021	$10.000	$20.00	This service is billed under Service Code: 5742 - GLASS IN-CNTRY SWEEP PARTICIP. Please refer the J.P. Morgan fee schedule for additional pricing details.
DEBIT- POSTED ELECTRONIC	36	010101	$0.000	$0.00	
CREDIT POSTED- ELECTRONIC	36	010101	$0.000	$0.00	
STATEMENT CYCLES	4	010307	$0.000	$0.00	
POST NO CHECKS MAINTENANCE	2	1500ZZ	$0.000	$0.00	
VAULT SERVICES					
VAULT DEPOSIT	77	100100	$1.500	$115.50	
VAULT DEP NON STD STRAP - NOTE	5,259	100118	$0.000	$0.00	This service charge is billed under Service Code: 1471 - VAULT NOTES DEPOSITED. Please refer the J.P. Morgan fee schedule for additional pricing details.
VAULT ACTIVITY REPORT FAXED	1	010212	$25.000	$25.00	There's no charge to view this information online via J.P. Morgan Access. Please refer the J.P. Morgan fee schedule for additional pricing details.
VAULT DEPOSIT ADJUSTMENT	3	100501	$5.000	$15.00	
DEPOSITORY SERVICES					
CREDITS POSTED	266	010101	$0.250	$66.50	
CHECK DEPOSITED-ON US	204	100220	$0.020	$4.08	
CHECK DEPOSITED-TRANSIT	936	100224	$0.050	$46.80	
DEPOSIT CORRECTION	5	100230	$5.000	$25.00	
RETURN ITEM	21	100400	$3.000	$63.00	
RETURN ALTERNATE ADDRESS	21	100401	$1.000	$21.00	There's no charge to view this information online via J.P. Morgan Access. Please refer the J.P. Morgan fee schedule for additional pricing details.
RETURN FAX COPY	21	100415	$0.000	$0.00	There's no charge to view this information online via J.P. Morgan Access. Please refer the J.P. Morgan fee schedule for additional pricing details.
DISBURSEMENT SERVICES					
CHECK/ DEBIT POSTED	879	010100	$0.100	$87.90	
CHECK PHOTOCOPY RETRIEVAL	1	151352	$1.000	$1.00	This service charge is billed under Service Codes: 6645 - IMAGE RETRIEVAL PER RETRIEVE. Please refer the J.P. Morgan fee schedule for additional pricing details.
PWS EXCEPTION NOTIF-EMAIL ADDR	6	150724	$1.000	$6.00	This service charge is billed under Service Code: 7692 - EXCEPTION NOTIF - EMAIL ADDR. Please refer the J.P. Morgan fee schedule for additional pricing details.
MULTIPLE SIGNATURE REVIEW	2	N/A	$0.000	$0.00	J.P. Morgan does not charge for this service
RANGE STOP PAYMENT-ELECTRONIC	1	150410	$5.000	$5.00	
CHECK CASHING NON-ACCT HOLDER	73	150501	$0.000	$0.00	
STOP PAYMENT AUTOMATIC RENEWAL	180	150412	$1.000	$180.00	

SECTION VIII:
ESTIMATED MONTHLY VOLUMES & FEE SCHEDULE - OPTION I

DEPOSITORY ACCOUNT SERVICES	ESTIMATED MONTHLY VOLUME	AFP CODE	UNIT PRICE	CHARGE FOR SERVICE	J.P. MORGAN'S COMMENTS
PWS IMAGING MAINTENANCE	1	151350	$0.000	$0.00	This service charge is billed under Service Codes: 6621 - IMAGING MAINTENANCE. Please refer the J.P. Morgan fee schedule for additional pricing details.
IMAGE RETRIEVAL PER RETRIEVE	1	151352	$1.000	$1.00	
PWS IMAGE RETRIEVAL >91 DAY	5	151352	$3.000	$15.00	
IMAGE STORAGE PER ITEM	37	151351	$0.015	$0.56	
PWS CHECK INQUIRY MAINTENANCE	3	150400	$0.000	$0.00	This service charge is billed under Service Codes: 6618 - CHECK INQUIRY MAINTENANCE. Please refer the J.P. Morgan fee schedule for additional pricing details.
PWS RECON REPORT/STMT MAINT	4	200306	$0.000	$0.00	This service charge is billed under Service Codes: Service Code: 6620 - RECON REPORT/STMT MAINTE. Please refer the J.P. Morgan fee schedule for additional pricing details.
PWS EXTENDED REPORT RETRIEVAL	10	209999	$0.000	$0.00	This service charge is billed under Service Codes: 6637 - EXTENDED REPORT RETRIEVAL. Please refer the J.P. Morgan fee schedule for additional pricing details.
STOP PAYMENT - ELECTRONIC	10	150410	$3.500	$35.00	
RECONCILIATION SERVICES					
POSITIVE PAY MAINTENANCE	2	150030	$0.000	$0.00	
PAYEE NAME VERIFICATION	769	150122	$0.010	$7.69	
IMAGE CAPTURE PER ITEM	6801	151351	$0.010	$68.01	
CD ROM	1	151353	$25.000	$25.00	This service charge is billed under Service Codes: 3384 - CD ROM - PER CD. Please refer the J.P. Morgan fee schedule for additional pricing details.
CD ROM MAINTENANCE	1	151353	$0.000	$0.00	
FULL RECONCILEMENT - MAINT	2	200010	$20.000	$40.00	
FULL RECONCILEMENT - PER ITEM	769	200010	$0.040	$30.76	
OUTPUT FILE	2	200301	$5.000	$10.00	
FUNDS TRANSFER SERVICES					
ELECTRONIC FED DEBIT S/T	16	350100	$3.000	$48.00	
ELECTRONIC CHIP DEBIT SIT	1	350110	$3.000	$3.00	
ELECTRONIC BOOK DEBIT S/ T	21	350120	$1.500	$31.50	
FED CREDIT S/T	1	350300	$3.000	$3.00	
RETURNED PAYMENT INVESTIGATION	1	350560	$15.000	$15.00	
ACCOUNT MAINTENANCE	3	N/A	$0.000	$0.00	J.P. Morgan does not charge for this service.
AUTOMATED CLEARING HOUSE					
ACH MAINTENANCE	41	250000	$4.000	$164.00	
ACH DEBITS\CREDITS ORIGINATED	9392	250101	$0.020	$187.84	
ADDENDA RECORD	459	250120	$0.000	$0.00	This service charge is billed under Service Codes:2796 - ADDENDA RECORD ORIGINATED. Please refer the J.P. Morgan fee schedule for additional pricing details.
DEBIT RECEIVED	108	250200	$0.000	$0.00	
CREDIT RECEIVED	185	250201	$0.000	$0.00	
RETURN ITEM	79	250302	$0.500	$39.50	

SECTION VIII:
ESTIMATED MONTHLY VOLUMES & FEE SCHEDULE - OPTION I

DEPOSITORY ACCOUNT SERVICES	ESTIMATED MONTHLY VOLUME	AFP CODE	UNIT PRICE	CHARGE FOR SERVICE	J.P. MORGAN'S COMMENTS
RETURN ITEM NOTIF - FAX	77	250400	$1.000	$77.00	J.P. Morgan no longer offers Return Notifications via Fax. As an alternative we recommend receiving return notices either online or via email.
FILE PROCESSING	37	250501	$2.000	$74.00	This service charge is billed under Service Codes:2765 - ACH BATCH/FILE PROCESSED. Please refer the J.P. Morgan fee schedule for additional pricing details.
ACH DELETION	2	250620	$5.000	$10.00	This service charge is billed under Service Codes:2753 - DELETION / REVERSAL - ELEC. Please refer the J.P. Morgan fee schedule for additional pricing details.
ACH REVERSALS	11	250620	$5.000	$55.00	This service charge is billed under Service Codes:2753 - DELETION / REVERSAL - ELEC. Please refer the J.P. Morgan fee schedule for additional pricing details.
DEBIT BLOCK MAINTENANCE	4	251050	$2.000	$8.00	
ACH ADA AUTHORIZED ID	14	251051	$0.000	$0.00	
NOTIFICATION OF CHANGE	19	251070	$0.500	$9.50	
NOTIFICATION OF CHANGE - FAX	19	251070	$1.000	$19.00	J.P. Morgan no longer offers Notification of Change via Fax. As an alternative we recommend receiving notices either online or via email.
TOTAL CHARGE				**$1,699.14**	

TSU

J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option I

Date: November 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

	Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
	ACCOUNT SERVICES						
	1005 - ACCOUNT MAINTENANCE	010000	8	$5.0000	$40.00	Per Account	Monthly maintenance charge for a Demand Deposit Account.
	1006 - ACCT MAINT-INT	010010	0	$5.0000	$0.00	Per Account	Maintenance charge for interest bearing products
	1008 - ACCT MAINT-INT ADJ BAL	010010	0	$150.0000	$0.00	Per Account	Maintenance charge for interest bearing accounts with a fixed peg
	1010 - STATEMENT CYCLES	010307	1	$0.0000	$0.00	Per Account	Charge per statement for each Demand Deposit Account statement provided during the billing cycle via an electronic file. Charges may accrue for accounts that produce more than one statement during the billing cycle (i.e. daily or weekly statements).
	1756 - ONLINE AUDIT CONFIRMATIONS	010630	0	$25.0000	$0.00	Per Account	Audit Confirmation requests generated via online portal
	3499 - POST NO CHECKS MAINTENANCE	1500ZZ	2	$0.0000	$0.00	Per Account	Monthly charge for preventing all checks from posting to a DDA (Demand Deposit Account).
	7640 - CREDIT POSTED- ELECTRONIC	010101	36	$0.0000	$0.00	Per Item	Charge for a deposit/credit of funds made electronically into a Demand Deposit Account.
	7641 - DEBIT POSTED - ELECTRONIC	010100	36	$0.0000	$0.00	Per Item	Charge for a withdrawal/debit of funds made electronically out of a Demand Deposit Account.
	Subtotal				**$40.00**		
	AUTOMATED CLEARING HOUSE						
**	2714 - ACH IMPLEMENTATION-DIRECT SEND	251000	0	$1,000.0000	WAIVED	One-Time Setup Fee	Implementation charge for new ACH Direct Send setups per ACH origin.
	2695 - ACH MAINTENANCE	250000	41	$4.0000	$164.00	Per Company ID	Monthly maintenance charge per company ID for ACH Direct Send services.
	2700 - CREDIT ORIGINATED	250101	9,392	$0.0200	$187.84	Per Item	Charge for each ACH credit origination transaction.
	2705 - DEBIT ORIGINATED	250100	0	$0.0200	$0.00	Per Item	Charge for each ACH debit origination transaction.
	2710 - DELETION / REVERSAL - MANUAL	250620	0	$5.0000	$0.00	Per Item	Charge for a Deletion (Stop Payment) or Reversal request initiated via fax for an ACH originated item
	2716 - CREDIT RECEIVED	250201	185	$0.0000	$0.00	Per Item	Charge per ACH credit transaction received.
	2717 - DEBIT RECEIVED	250200	108	$0.0000	$0.00	Per Item	Charge per ACH debit transaction received.
	2720 - RETURN ITEM	250302	79	$0.5000	$39.50	Per Item	Charge for each ACH return transaction received and processed by the Bank.
	2722 - NOTIFICATION OF CHANGE	251070	19	$0.5000	$9.50	Per Item	Charge for each ACH notification of change transaction received and processed by the Bank.
	2729 - RETURN NOTIFICATION - ONLINE	250400	0	$1.0000	$0.00	Per Return	Charge for each Return item reported online via the J.P. Morgan ACCESS Special Report module
	2730 - NOTIF OF CHANGE - ONLINE	250400	0	$1.0000	$0.00	Per Notification	Charge for each Notification of Change item reported online via the J.P. Morgan ACCESS Special Report module
	2742 - CREDIT ORIGINATED - JPM ACCESS	250101	0	$0.2500	$0.00	Per Item	Charge per ACH credit transaction originated via J.P. Morgan ACCESS.
	2744 - DEBIT ORIGINATED - JPM ACCESS	250100	0	$0.2500	$0.00	Per Item	Charge per ACH debit transaction originated via J.P. Morgan ACCESS.
	2746 - JPM ACCESS ACH MAINTENANCE	250000	0	$4.0000	$0.00	Per Company ID	Monthly maintenance charge per company ID for J.P. Morgan ACCESS ACH services.
	2753 - DELETION / REVERSAL - ELEC	250620	13	$5.0000	$65.00	Per Item	Charge for a Deletion (Stop Payment) or Reversal request initiated via eServe or J.P. Morgan ACCESS for an ACH originated item
	2765 - ACH BATCH/FILE PROCESSED	250501	37	$2.0000	$74.00	Per File	Charge per company ID for ACH origination files received from client via direct transmission and/or service bureau.
	2796 - ADDENDA RECORD ORIGINATED	250120	459	$0.0000	$0.00	Per Item	Charge for each addenda record attached to ACH originations.
	2809 - NOTIF OF CHANGE - EMAIL	251070	19	$1.0000	$19.00	Per Item	Charge for each Notification of Change item reported via email
	2810 - RETURN NOTIFICATION - EMAIL	250400	77	$1.0000	$77.00	Per Item	Charge for each Return item reported via email
	2814 - NOTIF OF CHANGE - TRANSM	251070	0	$1.0000	$0.00	Per Item	Charge for each Notification of Change item reported via direct transmission
	2818 - RETURN NOTIFICATION - TRANSM	250400	0	$1.0000	$0.00	Per Item	Charge for each Return item reported via direct transmission
	2860 - TRANSACTION BLOCK MAINTENANCE	251050	4	$2.0000	$8.00	Per Account	Monthly maintenance charge per block setup on ACH Transaction Blocking.
	2861 - ACH TRANS BLOCK AUTHORIZED ID	251051	14	$0.0000	$0.00	Per Item	Monthly charge per allowable/non-allowable company ID for each account on ACH Debit Block.
	8019 - ACH ORIGINATED SAME DAY CREDIT	250101	0	$0.5000	$0.00	Per Item	Charge for each ACH credit transaction originated with same day settlement.
	8020 - ACH ORIGINATED SAME DAY DEBIT	250100	0	$0.5000	$0.00	Per Item	Charge for each ACH debit transaction originated with same day settlement.
	8021 - ACH ONLINE SAME DAY CREDIT	250101	0	$0.7500	$0.00	Per Item	Charge for each ACH credit transaction originated online with same day settlement.
	8022 - ACH ONLINE SAME DAY DEBIT	250100	0	$0.7500	$0.00	Per Item	Charge for each ACH debit transaction originated online with same day settlement.
	Subtotal				**$643.84**		
	DISBURSEMENT SERVICES						

	1321 - CHECK CASHING NON-ACCT HOLDER	150501	73	$0.0000	$0.00	Per Check	Per transaction charge for cashing a check at a branch of the Bank that is drawn on a J.P. Morgan Chase account.
	2205 - CONTROLLED DISB ACCT MAINT	150000	0	$75.0000	$0.00	Per Account	Monthly maintenance charge for each Controlled Disbursement Account.
	2210 - CONTROLLED DISB CHECK POSTED	150110	0	$0.2000	$0.00	Per Check	Charge per check for checks paid on a Controlled Disbursement Account.
	5234 - CONTROLLED DISB FUNDING	010112	0	$0.7500	$0.00	Per Transfer	Charge per transfer for transferring funds from a Master Funding Account to replenish a Controlled Disbursement Account.
	2320 - STOP PAYMENT - MANUAL	150420	0	$40.0000	$0.00	Per Stop	Charge per check for Stop Payment request initiated via phone or fax or paper (account on DDB billing system)
	2321 - RANGE STOP PAYMENT-ELECTRONIC	150410	1	$5.0000	$5.00	Per Range	Charge for placing a stop payment on a range of check numbers when instructions were received electronically.
	2325 - OFFICIAL CHECKS	150511	0	$15.0000	$0.00	Per Check	Charge per item to purchase an official check.
	2338 - STOP PAYMENT AUTOMATIC RENEWAL	150412	180	$1.0000	$180.00	Per Renewal	Charge for the automatic annual renewal of a commercial stop payment instruction.
	2370 - CHECK / DEBIT POSTED	010100	879	$0.1000	$87.90	Per Check	Charge per check paid or debit posted to a Demand Deposit Account.
	3495 - IMAGE STORAGE PER ITEM	151351	37	$0.0150	$0.56	Per Item	Charge per check paid for an account with the ACCESS Checks Inquiry with Image Retention Bill Plan.
	6618 - CHECK INQUIRY MAINTENANCE	150400	3	$0.0000	$0.00	Per Account	Monthly maintenance charge for Account Reconciliation Processing accounts for the ACCESS Checks Check Inquiry module.
	6620 - RECON REPORT / STATEMENT MAINT	200306	4	$0.0000	$0.00	Per Account	Monthly maintenance charge for ACCESS Checks delivery of ARP Reconciliation Reports and Bank Statements.
	6621 - IMAGING MAINTENANCE	151350	1	$0.0000	$0.00	Per Account	Monthly maintenance charge for check imaging for the ACCESS Checks Retrieval Bill plan.
	6625 - EXCEPTION NOTIFICATION - ACCT	150030	0	$5.0000	$0.00	Per Account	Monthly per account charge for receiving e-mail notification of Positive Pay or ACH Transaction Review exception items via ACCESS Checks
	6637 - EXTENDED REPORT RETRIEVAL	209999	10	$0.0000	$0.00	Per Report	Charge for a retrieving a report past the retention date on ACCESS Checks.
	6639 - STOP PAYMENT - ELECTRONIC	150410	10	$3.5000	$35.00	Per Stop	Charge for a stop payment order received via Payables Web Services or sent electronically to the Catalyst or Account Reconciliation Processing systems.
	6645 - IMAGE RETRIEVAL PER RETRIEVE	151352	2	$1.0000	$2.00	Per Retrieval	Charge to retrieve an image of a check paid 90 or fewer day from the date it was requested via ACCESS Checks.
	6646 - IMAGE RETRIEVAL >91DAY	151352	5	$3.0000	$15.00	Per Retrieval	Charge to retrieve an image of a check paid 91 or more days from the date it was requested via ACCESS Checks.
	7692 - EXCEPTION NOTIF - EMAIL ADDR	150724	6	$1.0000	$6.00	Per User ID / Per Email Address	Charge per e-mail address to provide details and images of ACCESS Checks exception items via an Internet link.
	Subtotal				**$331.46**		

RECONCILIATION SERVICES

	3205 - FULL RECONCILEMENT - PER ITEM	200110	769	$0.0400	$30.76	Per Item	Charge for each item reconciled on an account that has Full Reconcilement service.
	3207 - FULL RECONCILEMENT - MAINT	200010	2	$20.0000	$40.00	Per Account	Monthly charge for each account on the Full Reconciliation service.
	3209 - PARTIAL RECONCILEMENT - MAINT	200020	0	$40.0000	$0.00	Per Account	Monthly charge for each account on the Partial Reconciliation service.
	3210 - PARTIAL RECONCILIATION-PER ITM	200120	0	$0.0700	$0.00	Per Item	Charge for each item reconciled and included on an account that has Partial Reconcilement service.
	3228 - PAYEE NAME VERIFICATION	150122	769	$0.0100	$7.69	Per Check	Charge for each check presented for payment on accounts that subscribe to the Payee Name Positive Pay service.
	3262 - POSITIVE PAY MAINTENANCE	150030	2	$0.0000	$0.00	Per Account	Monthly fixed charge for each account with Positive Pay Services.
	3263 - EXCEPTION ITEM	150300	0	$2.5000	$0.00	Per Exception	Charge per item for each Account Reconciliation Processing exception item reported to the client for their pay or return decision.
	3271 - ISSUE INPUT FILE WITH RECON	200201	0	$5.0000	$0.00	Per File	Charge for each account on an input transmission that has Account Reconciliation Processing (ARP) services.
	3272 - CHECK EXCEPTION RETURN	150320	0	$20.0000	$0.00	Per Return	Charge for a check that is returned based upon a request made by an Account Reconciliation Processing client.
	3273 - PENDING POSITIVE PAY EXCEPTION	150120	0	$0.0000	$0.00	Per Check	Charge per item for each exception reported on accounts that have not yet activated the Positive Pay service and are currently in the Pending Positive Pay status.
	3290 - ISSUE FILE TRANSMITTAL REPORT	151200	0	$4.0000	$0.00	Per Transmission	Charge for non-standard file confirmation of summary information contained in an Account Reconciliation Processing issue file transmission.
	3291 - OUTPUT FILE	200301	2	$5.0000	$10.00	Per Transmission	Charge for each Account Reconciliation Processing output transmission.
	3293 - EXCESSIVE ARP REJECTS	200209	0	$2.0000	$0.00	Per Item	Charge for Account Reconciliation check exceptions that were in excess of 1% of the total monthly paid check volume.
	3294 - DATA ENTRY - MANUAL	200209	0	$2.5000	$0.00	Per Item	Charge for each item manually keyed by Account Reconciliation Processing including any issues or voids.
	3384 - CD ROM - PER CD	151353	1	$25.0000	$25.00	Per Disc	Charge per CD ROM Disc created with images.
	3385 - CD ROM MAINTENANCE	151353	1	$0.0000	$0.00	Per Customer	Monthly maintenance for CD ROM service including setup; billing; technical support group; and applications support.
	3386 - IMAGE CAPTURE PER ITEM	151351	6,801	$0.0100	$68.01	Per Item	Charge per image for capture of all imageable transaction items (paid checks, deposit tickets, etc.) that are included in the CD ROM Image Viewer or made available for viewing online.
	Subtotal				**$181.46**		

BANKING CENTER SERVICES

	1306 - BRANCH CREDITS POSTED	100000	0	$2.0000	$0.00	Per Deposit	Charge for a deposit of cash, check, or cash and check made at a Banking Center.

	1311 - ATM CHECK DEPOSIT - IMAGE	100000	0	$1.5000	$0.00	Per Deposit	Charge for a deposit of checks at an image captured ATM.
	1312 - ATM CASH DEPOSIT - IMAGE	100000	0	$1.5000	$0.00	Per Deposit	Charge for a deposit of cash made at an ATM.
	1318 - BRANCH ORDER - COIN ROLL	100044	0	$0.1500	$0.00	Per Deposit	Charge per roll for a purchase of rolled coins at a Banking Center.
	1319 - BRANCH ORDER CURRENCY STRAP	10004A	0	$0.5000	$0.00	Per Roll	Charge per strap for a purchase of strapped currency at a Banking Center.
	1333 - BRANCH ORDER PROCESSED	100040	0	$3.0000	$0.00	Per Strap	Per order charge for change orders filled at Banking Centers.
	7173 - NIGHT DROP CASH VERIFICATION	100000	0	$0.0030	$0.00	Per $1.00	Charge per dollar for a deposit of dollars deposited via the branch night drop/depository.
	7174 - TELLER LINE CASH VERIFICATION	100000	0	$0.0042	$0.00	Per $1.01	Charge per dollar for a deposit of dollars deposited over the counter to a branch teller.
	Subtotal				**$0.00**		

VAULT SERVICES

	1310 - VAULT DEPOSIT	100100	77	$1.5000	$115.50	Per Deposit	Charge per for deposits processed through the vault.
	1459 - VAULT DEPOSIT PER $1,000	10011Z	0	$1.1813	$0.00	Per $1,000	Charge per $1,000 deposited for processing through the vault.
	1467 - VAULT MAINTENANCE	100100	0	$0.0000	$0.00	Per Location / Month	Monthly maintenance charge fee for vault services applied to non-traditional servicing arrangements
	1471 - VAULT NOTES DEPOSITED	100118	5259	$0.0000	$0.00	Per Note	Charge per note for bills deposited through the vault.
	1475 - VAULT DEPOSIT ROLLED COIN	100110	0	$0.2000	$0.00	Per Roll	Charge per roll for re-wrapping a deposit of rolled coin.
	1476 - VAULT ORDER COIN ROLLS	100144	0	$0.1400	$0.00	Per Roll	Charge for a rolled coin order that is less than a full box of 50 rolls.
	1477 - VAULT ORDER - COIN ROLL BOX	100146	0	$0.1200	$0.00	Per Box	Charge for a rolled coin order that is a full box of 50 rolls.
	1495 - VAULT STANDARD ORDERS	100141	0	$7.0000	$0.00	Per Order	Charge per order for a standard currency and coin order placed via VRU (Voice Response Unit), Web or electronic order file.
	1498 - VAULT EXPEDITED SPECIAL ORDERS	100143	0	$30.0000	$0.00	Per Order	Charge per order for expedited or special cash vault orders.
	1506 - VAULT DEP PARTIAL OR MIXED BAG	100111	0	$7.5000	$0.00	Per Bag	Charge per deposit for coin deposited in either mixed or in non-standard FED coin bags.
	1545 - VAULT ACTIVITY REPORT FAXED	010212	1	$25.0000	$25.00	Per Month	Charge for generating and faxing or emailing daily vault activity reports. Reports include deposits detail; summary; and/or envelope reports.
	1617 - VAULT DEPOSIT ADJUSTMENT	100501	3	$5.0000	$15.00	Per Adjustment	Charge for an adjustment to a client-declared deposit amount identified during the verification process.
	1623 - REMOTE CASH CAPTR DEP PER $1K	100100	0	$1.1813	$0.00	Per $1,000	Charge per $1,000 deposited in a Remote Cash Capture device
	1641 - REMOTE CASH CAPTR PER LOC FEE	100100	0	$90.0000	$0.00	Per Location	Flat monthly maintenance fee for a Remote Cash Capture device.
	Subtotal				**$155.50**		

DEPOSITORY SERVICES

	501 - CHECK DEPOSITED-ON US	100220	204	$0.0200	$4.08	Per Check	Charge per check for deposit of checks drawn on local J.P. Morgan banks.
	513 - CHECK DEPOSITED-TRANSIT	100224	936	$0.0500	$46.80	Per Check	Charge per check for deposit of checks drawn on other banks.
	541 - REMOTE DEPOSIT CAPTURE ITEM	101310	0	$0.0000	$0.00	Per Item	Charge for each check image submitted for deposit and clearing through the Remote Deposit Capture system.
	548 - REMOTE DEPOSIT CAPTURE MAINT	101300	0	$15.0000	$0.00	Per Application	Monthly maintenance charge for the Remote Deposit Capture service.
	704 - DEPOSIT CORRECTION	100230	5	$5.0000	$25.00	Per Correction	Charge per deposit for manually correcting an out of balance deposit.
	1400 - CREDITS POSTED	010101	266	$0.2500	$66.50	Per Credit	Charge per credit for any credit posted to an account. Examples include deposits, interest credits, adjustment credits, transfer credits, and other credits.
	1435 - RETURN ITEM	100400	21	$3.0000	$63.00	Per Return	Charge per item for deposited checks that are returned unpaid.
	1438 - RETURN ALTERNATE ADDRESS	100401	21	$1.0000	$21.00	Per Check	Charge per item for mailing advices and deposited checks returned unpaid to an address other than the normal account address.
	1441 - RETURN FAX COPY	100415	21	$0.0000	$0.00	Per Check	Charge per item for faxing deposited checks returned unpaid information.
	1448 - RETURN DETAIL REPORTING	100411	0	$0.3000	$0.00	Per Check	Charge per item for providing detail reporting information on deposited checks returned unpaid or redeposited.
	1452 - RETURN - EMAIL NOTIFICATION	100415	0	$1.0000	$0.00	Per Check	Charge per item for notification via email of deposited checks returned unpaid.
	Subtotal				**$226.38**		

WIRE - U.S.

	5446 - FW SURCHARGE $10 MILLION+ D/C	350531	0	$0.1400	$0.00	Per Transaction	Pass-through of Fed surcharge on all Fedwire debit or credit instructions received by JPMC that are greater than $10 million
	5822 - ELECTRONIC BOOK DEBIT S/T	350120	21	$1.5000	$31.50	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and processed straight through without operator intervention, which resulted in a credit to another J.P. Morgan account.
	5823 - ELECTRONIC BOOK DEBIT REPAIR	350122	0	$6.5000	$0.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and that required a Bank operator's intervention to process, which resulted in a credit to another J.P. Morgan account.
	5824 - ELECTRONIC FED DEBIT S/T	350100	16	$3.0000	$48.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and processed straight through without operator intervention, which resulted in an outbound Fedwire.
	5825 - ELECTRONIC FED DEBIT REPAIR	350102	0	$8.0000	$0.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and that required a Bank operator's intervention to process, which resulted in an outbound Fedwire.

	5826 - ELECTRONIC CHIP DEBIT S/T	350110	1	$3.0000	$3.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and processed straight through without operator intervention, which resulted in an outbound CHIPS payment.
	5827 - ELECTRONIC CHIP DEBIT REPAIR	350541	0	$8.0000	$0.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and that required a Bank operator's intervention to process, which resulted in an outbound CHIPS payment.
	5836 - ELECTRONIC FX DEBIT	600221	0	$18.0000	$0.00	Per Transaction	Charge per transaction for a foreign exchange wire payment instruction initiated via an Auto FX solution such as J.P. Morgan ACCESS, Insight, PaySource, or SWIFT.
	5851 - ELECTRONIC FX DEBIT, "OUR"	600221	0	$15.0000	$0.00	Per Transaction	Charge per transaction for a foreign exchange wire payment instruction initiated via an AutoFX solution such as JPMorgan ACCESS, Insight, Paysource, SWIFT or FED that has a format charges OUR.
	5878 - INTERNATIONAL ELEC. DEBIT	350703	0	$15.0000	$0.00	Per Transaction	Charge per transaction for International Collateralized Preadvising transfers for which the principal was collected prior to the value date.
	5886 - BOOK CREDIT	350320	0	$1.5000	$0.00	Per Transaction	Credit to customer's account where the debit party was another JPMorgan account holder.
	5887 - FED CREDIT S/T	350300	1	$3.0000	$3.00	Per Transaction	Charge for an incoming credit received from another bank via the Federal Reserve system and processed straight through without operator intervention.
	5888 - FED CREDIT REPAIR	350330	0	$8.0000	$0.00	Per Transaction	Charge for an incoming credit received from another bank via the Federal Reserve system that required a Bank operator's intervention to process.
	5889 - CHIPS CREDIT S/T	350300	0	$3.0000	$0.00	Per Transaction	Charge for an incoming credit received from another bank via CHIPS and processed straight through without operator intervention.
	5967 - RETURNED PAYMENT INVESTIGATION	350560	1	$15.0000	$15.00	Per Transaction	Charge for an investigation of a Fed or CHIPS payment returned from the receiving bank.
	Subtotal				**$100.50**		

INT REC & PAY - REPORT

	6179 - RECEIVABLES MAINT - ONLINE	050005	0	$15.0000	$0.00	Per Box / Month	Monthly maintenance charge per lockbox subscribed to Receivables Online Check and Document Image Presentment via web access. Checks and documents are available for same day viewing.
	6187 - LONG TERM STORAGE - CHECK	050620	0	$0.0000	$0.00	Per Check	Assessed first month for each check image page for long term storage in the bank's archive for a lockbox subscribing to Doc Image or Receivables Presentment. Includes initial month on high-speed storage & 10 years in tape archive.
	Subtotal				**$0.00**		

JPMORGAN ACCESS

	6040 - MONTHLY SERVICE	401000	0	$0.0000	$0.00	Per Customer ID	Monthly account maintenance charge for J.P. Morgan ACCESS.
	6041 - ACCOUNTS REPORTED	40044Z	0	$10.0000	$0.00	Per Account	Monthly maintenance charge for a J.P. Morgan ACCESS Cash Balances and Transactions Reporting account.
	6043 - TRANSACTIONS REPORTED - 45 DAY	40066Z	0	$0.1200	$0.00	Per Transaction	Charge per transaction loaded to the J.P. Morgan ACCESS Cash Balances and Transactions Reporting service with a 45 day history.
	6044 - TRANSACTIONS REPORTED - 90 DAY	40066Z	0	$0.1200	$0.00	Per Transaction	Charge per transaction loaded to J.P. Morgan ACCESS Cash Balances and Transactions Reporting with a 90 day history.
	6045 - TRANSACTIONS REPORTED - 1 YEAR	40066Z	0	$0.1200	$0.00	Per Transaction	Charge per transaction loaded to J.P. Morgan ACCESS Cash Balances and Transactions Reporting with a 1 year history.
	6051 - TRANSACTIONS REPORTED - 2 YEAR	40066Z	0	$0.3500	$0.00	Per Transaction	Charge per transaction loaded to the J.P. Morgan ACCESS Cash Balances and Transactions Reporting service with a 2 year history.
	6052 - CONT DISB CHECKS REPORTED	40066Z	0	$0.1500	$0.00	Per Transaction	Charge per transaction for Controlled Disbursement Check transactions loaded to J.P. Morgan ACCESS.
	6053 - EXTENDED TRANSACTION DETAIL	40066Z	0	$0.0000	$0.00	Per Transaction	Charge per item for Extended Transaction Detail loaded to J.P. Morgan ACCESS.
	6076 - ACCT TRANSFER ITEM	350120	0	$0.0000	$0.00	Per Transfer	Charge per transaction for J.P. Morgan ACCESS Account Transfers.
	Subtotal				**$0.00**		

LIQUIDITY SERVICES

	5741 - GLASS IN-CNTRY SWEEP MASTER	010020	0	$15.0000	$0.00	Per Account / Month	Monthly master account maintenance charge to transfer account balances within an in-country sweep relationship.
	5742 - GLASS IN-CNTRY SWEEP PARTICIP	010021	2	$10.0000	$20.00	Per Account / Month	Monthly participant account maintenance charge to transfer account balances within an in-country sweep relationship.
	7843 - INVESTMENTS VIA CLIENT ACCESS	999999	0	$0.0000	$0.00	Per Account / Month	Purchases and redemptions to Money Market Mutual Funds initiated by client via J.P. Morgan ACCESS.
	7849 - INVESTMENT SWEEP - MAINT	450020	0	$50.0000	$0.00	Per Account / Month	Monthly maintenance charge per account for the End of Day Investment Sweep service.
	Subtotal				**$20.00**		

BALANCE BASED CHARGES

	35 - BALANCE BASED CHARGES	000230	1	13bps		Calculated	A monthly administrative fee assessed to address various regulatory and other charges affecting J.P. Morgan. The fee is set by J.P. Morgan, in its sole discretion, and is subject to periodic review and adjustment.
	Subtotal						

Total Charge for Services	**$1,699.14**	

Value Added Services

ACCOUNT SERVICES - VIRTUAL REFERENCE NUMBERS (VRN)

	8007 - VIRTUAL REFERENCE MAINTENANCE	010040	0	$1.5000	$0.00	Monthly Maintenance Charge	Monthly charge for maintenance for each Virtual Reference Number that is reserved on the VRA, NAF tables for the customer's use.
	8008 - VIRTUAL REFERENCE TRANSLATION	359999	0	$0.0000	$0.00	Per Match	
	Subtotal				**$0.00**		

OTHER PRODUCT SERVICES - ACCOUNT VALIDATION SERVICES (AVS)

	7950 - AVS ACCOUNT VERIFICATION	250101	0	$0.2500	$0.00	Per Transaction	Charge for each transaction that goes through account verification offered by Account Validation Service.
	7951 - AVS ACCOUNT AUTHENTICATION	250101	0	$0.2500	$0.00	Per Transaction	Charge for each transaction that goes through account authentication offered by Account Validation Service.
	7953 - AVS MICRO DEPOSIT	250101	0	$0.4000	$0.00	Per Transaction	Charge for each account validation offered by performing low-value transactions.
	7954 - ACCOUNT VALIDATION BASIC	250101	0	$0.3500	$0.00	Per Transaction	Charge for each transaction that goes through Account Validation Basic solution, delivered through JPM Account Validation Services.
	Subtotal				**$0.00**		

MANAGED SERVICES - CONCOURSE

	9091 - CONCOURSE MTHLY SUBSCRIPTN FEE	320000	0	$750.0000	$0.00	Per Unit	Monthly fee charged for the Concourse service, based on total number of active counterparties (as defined by client).
	Subtotal				**$0.00**		

ACH PAYMENTS

	5149 - CQP ZELLE TRANSACTION	250101	0	$0.6500	$0.00	Per Transaction	Incremental per item charge for each transaction cleared through the Zelle Network channel.
	Subtotal				**$0.00**		

DISBURSEMENT SERVICES (CHECK PRINT OUTSOURCING)

**	3471 - TS PRNT OUTSRCING SETUP	151880	0	$5,000.0000	WAIVED	One-Time Setup Fee	Implementation charge for the setup or a change to the setup of Check Print services.
	7772 - CHECK PRINT ONLINE MAINT (J.P. Morgan Access)	150040	0	$60.0000	$0.00	Per Customer	Monthly maintenance charge per client for the Payables Web Services Check Print module. Includes ability to create/test check templates, create/test file formats, maintain special handling codes, upload files.
	3470 - CHECK PRINT MAINTENANCE	150040	0	$50.0000	$0.00	Per Month	Monthly maintenance charge per account for Bank check printing service.
	3472 - CHECK PRINT ITEM-JPM ACCT	151810	0	$0.6500	$0.00	Per Check	Charge per check for the printing of checks.
	3475 - CHECK PRINTING ADDL PAGE	151830	0	$0.2000	$0.00	Per Additional Page	Charge for printing each additional page, after page one, of remittance details with the check. Additional pages are printed on the front and back of the paper.
	3477 - CHECK PRINT REGISTER FILE	151800	0	$5.0000	$0.00	Per File	Charge per transmission for sending a Check Print register file.
	3479 - CHECK PRINT INSERT	151870	0	$0.0100	$0.00	Per Insert	Charge per insert for including a client-supplied insert into a mailing from Check Print services.
	3480 - CHECK PRINT INPUT FILE	151800	0	$5.0000	$0.00	Per File	Charge per file for processing of a Check Print input file.
	3487 - CHECK PRINT POSTAGE	151850	0	$0.5229	$0.00	Per 1 Oz Mail Piece	Postage charge per mail piece for mailing a printed check to an address within the United States. This only applies to the CKO Check Outsourcing product, not the ACCESS Check Print product.
	7714 - CHECK PRNT CASHIER'S CHECK	151810	0	$10.0000	$0.00	Per Check	Charge for printing of a cashier check via the ACCESS Check Print application.
	7715 - CHECK PRINT DIRECT ENTRY	151810	0	$3.0000	$0.00	Per Check	Direct Entry Check print fee for single check upload via ACCESS Checks.
	7773 - CHECK PRINT FILE UPLOAD	151800	0	$5.0000	$0.00	Per File	Charge per file for uploading or transmitting a Check Print file to Payables Web Services.
	Subtotal				**$0.00**		

J.P. MORGAN ACCESS

	6162 - RULES MAPPING SERVICE	40044Z	0	$50.0000	$50.00	Per Account	Monthly charge for the use of Custom Transaction Mapping Rules setup in Cash Reporting.
	Subtotal				$0.00		

HOST TO HOST REPORTING - BAI/SWIFT/ISO REPORTING

**	3645 - DT FILE IMPLEMENTATION FEE	4004ZZ	0	$1,000.0000	WAIVED	One-Time Setup Fee	One time charge for implementation of BAI, SWIFT MT or ISO formatted files. Fee applies once per Customer ID per format.
	3653 - H2H FILES TRANSMITTED OVER 67	4004ZZ	0	$0.0000	$0.00	Per Transmission	Charge per transmission for BAI/SWIFT/ISO File Management Services Direct Transmissions. Charges are incurred for each transmission in excess of 67 per month.
	3654 - H2H FILES TRANSMIT OVER 500KB	4004ZZ	0	$5.0000	$0.00	Per Transmission	Charge per transmission for BAI/SWIFT/ISO File Management Services Direct Transmissions in excess of 500KB in size.
	6085 - H2H ACCOUNTS REPORTED	4004ZZ	0	$50.0000	$0.00	Per Account	Monthly charge per account for reporting via BAI/SWIFT/ISO Direct Transmission.
	6093 - H2H CHECK ITEMS REPORTED	400632	0	$0.1500	$0.00	Per Item	Charge per item for Prior Day Check Transactions reported in all formats on Direct Transmission.
	6094 - H2H TRANS DETAIL REPORTED	400632	0	$0.1500	$0.00	Per Item	Daily Transaction Addenda Detail reported in all formats on Direct Transmission.
	6095 - H2H NON-CHECK ITEMS REPORTED	400632	0	$0.1500	$0.00	Per Item	Charge per item for Prior Day Non-Check Transactions reported in all formats on Direct Transmission.
	Subtotal				**$0.00**		

Pro forma Notes, Assumptions & Disclaimers

* Volumes on this fee schedule are estimated. Actual volumes may be different, which will result in different charges than are specified above.

** Denotes Service is a one-time charge and will not appear on TSU statement on a monthly basis.

[1] A bank managed rate of 4.00%, which is based on TFF450, and is used to reduce or eliminate bank service fees. At 4.00% roughly $600,000 is needed to fully offset $1,699.14.

SECTION VIII:
ESTIMATED MONTHLY VOLUMES & FEE SCHEDULE - OPTION II

DEPOSITORY ACCOUNT SERVICES	ESTIMATED MONTHLY VOLUME	AFP CODE	UNIT PRICE	CHARGE FOR SERVICE	J.P. MORGAN'S COMMENTS
ACCOUNT MAINTENANCE	8	010000	$5.000	$40.00	
AUTOMATIC DOLLAR TRANSF-MAINT	2	010021	$10.000	$20.00	This service is billed under Service Code: 5742 - GLASS IN-CNTRY SWEEP PARTICIP. Please refer the J.P. Morgan fee schedule for additional pricing details.
DEBIT- POSTED ELECTRONIC	36	010101	$0.005	$0.18	
CREDIT POSTED- ELECTRONIC	36	010101	$0.005	$0.18	
STATEMENT CYCLES	4	010307	$0.000	$0.00	
POST NO CHECKS MAINTENANCE	2	1500ZZ	$0.000	$0.00	
VAULT SERVICES					
VAULT DEPOSIT	77	100100	$2.000	$154.00	
VAULT DEP NON STD STRAP - NOTE	5,259	100118	$0.000	$0.00	This service charge is billed under Service Code: 1471 - VAULT NOTES DEPOSITED. Please refer the J.P. Morgan fee schedule for additional pricing details.
VAULT ACTIVITY REPORT FAXED	1	010212	$25.000	$25.00	There's no charge to view this information online via J.P. Morgan Access. Please refer the J.P. Morgan fee schedule for additional pricing details.
VAULT DEPOSIT ADJUSTMENT	3	100501	$5.000	$15.00	
DEPOSITORY SERVICES					
CREDITS POSTED	266	010101	$0.750	$199.50	
CHECK DEPOSITED-ON US	204	100220	$0.100	$20.40	
CHECK DEPOSITED-TRANSIT	936	100224	$0.150	$140.40	
DEPOSIT CORRECTION	5	100230	$5.000	$25.00	
RETURN ITEM	21	100400	$5.000	$105.00	
RETURN ALTERNATE ADDRESS	21	100401	$1.500	$31.50	There's no charge to view this information online via J.P. Morgan Access. Please refer the J.P. Morgan fee schedule for additional pricing details.
RETURN FAX COPY	21	100415	$2.000	$42.00	There's no charge to view this information online via J.P. Morgan Access. Please refer the J.P. Morgan fee schedule for additional pricing details.
DISBURSEMENT SERVICES					
CHECK/ DEBIT POSTED	879	010100	$0.150	$131.85	
CHECK PHOTOCOPY RETRIEVAL	1	151352	$1.000	$1.00	This service charge is billed under Service Codes: 6645 - IMAGE RETRIEVAL PER RETRIEVE. Please refer the J.P. Morgan fee schedule for additional pricing details.
PWS EXCEPTION NOTIF-EMAIL ADDR	6	150724	$5.000	$30.00	This service charge is billed under Service Code: 7692 - EXCEPTION NOTIF - EMAIL ADDR. Please refer the J.P. Morgan fee schedule for additional pricing details.
MULTIPLE SIGNATURE REVIEW	2	N/A	$0.000	$0.00	J.P. Morgan does not charge for this service
RANGE STOP PAYMENT-ELECTRONIC	1	150410	$15.000	$15.00	
CHECK CASHING NON-ACCT HOLDER	73	150501	$0.000	$0.00	
STOP PAYMENT AUTOMATIC RENEWAL	180	150412	$3.000	$540.00	

SECTION VIII:
ESTIMATED MONTHLY VOLUMES & FEE SCHEDULE - OPTION II

DEPOSITORY ACCOUNT SERVICES	ESTIMATED MONTHLY VOLUME	AFP CODE	UNIT PRICE	CHARGE FOR SERVICE	J.P. MORGAN'S COMMENTS
PWS IMAGING MAINTENANCE	1	151350	$0.000	$0.00	This service charge is billed under Service Codes: 6621 - IMAGING MAINTENANCE. Please refer the J.P. Morgan fee schedule for additional pricing details.
IMAGE RETRIEVAL PER RETRIEVE	1	151352	$1.000	$1.00	
PWS IMAGE RETRIEVAL >91 DAY	5	151352	$3.000	$15.00	
IMAGE STORAGE PER ITEM	37	151351	$0.020	$0.74	
PWS CHECK INQUIRY MAINTENANCE	3	150400	$5.000	$15.00	This service charge is billed under Service Codes: 6618 - CHECK INQUIRY MAINTENANCE. Please refer the J.P. Morgan fee schedule for additional pricing details.
PWS RECON REPORT/STMT MAINT	4	200306	$0.000	$0.00	This service charge is billed under Service Codes: PWS RECON REPORT/STMT MAINTE. Please refer the J.P. Morgan fee schedule for additional pricing details.
PWS EXTENDED REPORT RETRIEVAL	10	209999	$0.000	$0.00	This service charge is billed under Service Codes: 6637 - EXTENDED REPORT RETRIEVAL. Please refer the J.P. Morgan fee schedule for additional pricing details.
STOP PAYMENT - ELECTRONIC	10	150410	$5.000	$50.00	
RECONCILIATION SERVICES					
POSITIVE PAY MAINTENANCE	2	150030	$0.000	$0.00	
PAYEE NAME VERIFICATION	769	150122	$0.020	$15.38	
IMAGE CAPTURE PER ITEM	6801	151351	$0.020	$136.02	
CD ROM	1	151353	$35.000	$35.00	This service charge is billed under Service Codes: 3384 - CD ROM - PER CD. Please refer the J.P. Morgan fee schedule for additional pricing details.
CD ROM MAINTENANCE	1	151353	$0.000	$0.00	
FULL RECONCILEMENT - MAINT	2	200010	$30.000	$60.00	
FULL RECONCILEMENT - PER ITEM	769	200010	$0.050	$38.45	
OUTPUT FILE	2	200301	$5.000	$10.00	
FUNDS TRANSFER SERVICES					
ELECTRONIC FED DEBIT S/T	16	350100	$5.000	$80.00	
ELECTRONIC CHIP DEBIT SIT	1	350110	$5.000	$5.00	
ELECTRONIC BOOK DEBIT S/ T	21	350120	$1.500	$31.50	
FED CREDIT S/T	1	350300	$5.000	$5.00	
RETURNED PAYMENT INVESTIGATION	1	350560	$15.000	$15.00	
ACCOUNT MAINTENANCE	3	N/A	$0.000	$0.00	J.P. Morgan does not charge for this service.
AUTOMATED CLEARING HOUSE					
ACH MAINTENANCE	41	250000	$4.500	$184.50	
ACH DEBITS\CREDITS ORIGINATED	9392	250101	$0.050	$469.60	
ADDENDA RECORD	459	250120	$0.010	$4.59	This service charge is billed under Service Codes:2796 - ADDENDA RECORD ORIGINATED. Please refer the J.P. Morgan fee schedule for additional pricing details.
DEBIT RECEIVED	108	250200	$0.050	$5.40	
CREDIT RECEIVED	185	250201	$0.050	$9.25	
RETURN ITEM	79	250302	$1.000	$79.00	
RETURN ITEM NOTIF - FAX	77	250400	$1.000	$77.00	J.P. Morgan no longer offers Return Notifications via Fax. As an alternative we recommend receiving return notices either online or via email.

SECTION VIII:
ESTIMATED MONTHLY VOLUMES & FEE SCHEDULE - OPTION II

DEPOSITORY ACCOUNT SERVICES	ESTIMATED MONTHLY VOLUME	AFP CODE	UNIT PRICE	CHARGE FOR SERVICE	J.P. MORGAN'S COMMENTS
FILE PROCESSING	37	250501	$3.000	$111.00	This service charge is billed under Service Codes:2765 - ACH BATCH/FILE PROCESSED. Please refer the J.P. Morgan fee schedule for additional pricing details.
ACH DELETION	2	250620	$5.000	$10.00	This service charge is billed under Service Codes:2753 - DELETION / REVERSAL - ELEC. Please refer the J.P. Morgan fee schedule for additional pricing details.
ACH REVERSALS	11	250620	$5.000	$55.00	This service charge is billed under Service Codes:2753 - DELETION / REVERSAL - ELEC. Please refer the J.P. Morgan fee schedule for additional pricing details.
DEBIT BLOCK MAINTENANCE	4	251050	$1.000	$4.00	
ACH ADA AUTHORIZED ID	14	251051	$0.005	$0.07	
NOTIFICATION OF CHANGE	19	251070	$1.000	$19.00	
NOTIFICATION OF CHANGE - FAX	19	251070	$1.000	$19.00	J.P. Morgan no longer offers Notification of Change via Fax. As an alternative we recommend receiving notices either online or via email.
TOTAL CHARGE				**$3,096.51**	

TSU

J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

	Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
	ACCOUNT SERVICES						
	1005 - ACCOUNT MAINTENANCE	010000	8	$5.0000	$40.00	Per Account	Monthly maintenance charge for a Demand Deposit Account.
	1006 - ACCT MAINT-INT	010010	0	$5.0000	$0.00	Per Account	Maintenance charge for interest bearing products
	1008 - ACCT MAINT-INT ADJ BAL	010010	0	$5.0000	$0.00	Per Account	Maintenance charge for interest bearing accounts with a fixed peg
	1010 - STATEMENT CYCLES	010307	1	$0.0000	$0.00	Per Account	Charge per statement for each Demand Deposit Account statement provided during the billing cycle via an electronic file. Charges may accrue for accounts that produce more than one statement during the billing cycle (i.e. daily or weekly statements).
	1756 - ONLINE AUDIT CONFIRMATIONS	010630	0	$25.0000	$0.00	Per Account	Audit Confirmation requests generated via online portal
	3499 - POST NO CHECKS MAINTENANCE	1500ZZ	2	$0.0000	$0.00	Per Account	Monthly charge for preventing all checks from posting to a DDA (Demand Deposit Account).
	7640 - CREDIT POSTED- ELECTRONIC	010101	36	$0.0050	$0.18	Per Item	Charge for a deposit/credit of funds made electronically into a Demand Deposit Account.
	7641 - DEBIT POSTED - ELECTRONIC	010100	36	$0.0050	$0.18	Per Item	Charge for a withdrawal/debit of funds made electronically out of a Demand Deposit Account.
	Subtotal				**$40.36**		
	AUTOMATED CLEARING HOUSE						
**	2714 - ACH IMPLEMENTATION-DIRECT SEND	251000	0	$1,000.0000	WAIVED	One-Time Setup Fee	Implementation charge for new ACH Direct Send setups per ACH origin.
	2695 - ACH MAINTENANCE	250000	41	$4.5000	$184.50	Per Company ID	Monthly maintenance charge per company ID for ACH Direct Send services.
	2700 - CREDIT ORIGINATED	250101	9,392	$0.0500	$469.60	Per Item	Charge for each ACH credit origination transaction.
	2705 - DEBIT ORIGINATED	250100	0	$0.0500	$0.00	Per Item	Charge for each ACH debit origination transaction.
	2710 - DELETION / REVERSAL - MANUAL	250620	0	$5.0000	$0.00	Per Item	Charge for a Deletion (Stop Payment) or Reversal request initiated via fax for an ACH originated item
	2716 - CREDIT RECEIVED	250201	185	$0.0500	$9.25	Per Item	Charge per ACH credit transaction received.
	2717 - DEBIT RECEIVED	250200	108	$0.0500	$5.40	Per Item	Charge per ACH debit transaction received.
	2720 - RETURN ITEM	250302	79	$1.0000	$79.00	Per Item	Charge for each ACH return transaction received and processed by the Bank.
	2722 - NOTIFICATION OF CHANGE	251070	19	$1.0000	$19.00	Per Item	Charge for each ACH notification of change transaction received and processed by the Bank.
	2729 - RETURN NOTIFICATION - ONLINE	250400	0	$1.0000	$0.00	Per Return	Charge for each Return item reported online via the J.P. Morgan ACCESS Special Report module
	2730 - NOTIF OF CHANGE - ONLINE	250400	0	$1.0000	$0.00	Per Notification	Charge for each Notification of Change item reported online via the J.P. Morgan ACCESS Special Report module
	2742 - CREDIT ORIGINATED - JPM ACCESS	250101	0	$0.2500	$0.00	Per Item	Charge per ACH credit transaction originated via J.P. Morgan ACCESS.
	2744 - DEBIT ORIGINATED - JPM ACCESS	250100	0	$0.2500	$0.00	Per Item	Charge per ACH debit transaction originated via J.P. Morgan ACCESS.
	2746 - JPM ACCESS ACH MAINTENANCE	250000	0	$5.0000	$0.00	Per Company ID	Monthly maintenance charge per company ID for J.P. Morgan ACCESS ACH services.
	2753 - DELETION / REVERSAL - ELEC	250620	13	$5.0000	$65.00	Per Item	Charge for a Deletion (Stop Payment) or Reversal request initiated via eServe or J.P. Morgan ACCESS for an ACH originated item
	2765 - ACH BATCH/FILE PROCESSED	250501	37	$3.0000	$111.00	Per File	Charge per company ID for ACH origination files received from client via direct transmission and/or service bureau.
	2796 - ADDENDA RECORD ORIGINATED	250120	459	$0.0100	$4.59	Per Item	Charge for each addenda record attached to ACH originations.
	2809 - NOTIF OF CHANGE - EMAIL	251070	19	$1.0000	$19.00	Per Item	Charge for each Notification of Change item reported via email
	2810 - RETURN NOTIFICATION - EMAIL	250400	77	$1.0000	$77.00	Per Item	Charge for each Return item reported via email
	2814 - NOTIF OF CHANGE - TRANSM	251070	0	$1.0000	$0.00	Per Item	Charge for each Notification of Change item reported via direct transmission
	2818 - RETURN NOTIFICATION - TRANSM	250400	0	$1.0000	$0.00	Per Item	Charge for each Return item reported via direct transmission

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J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
2860 - TRANSACTION BLOCK MAINTENANCE	251050	4	$1.0000	$4.00	Per Account	Monthly maintenance charge per block setup on ACH Transaction Blocking.
2861 - ACH TRANS BLOCK AUTHORIZED ID	251051	14	$0.0050	$0.07	Per Item	Monthly charge per allowable/non-allowable company ID for each account on ACH Debit Block.
8019 - ACH ORIGINATED SAME DAY CREDIT	250101	0	$0.5000	$0.00	Per Item	Charge for each ACH credit transaction originated with same day settlement.
8020 - ACH ORIGINATED SAME DAY DEBIT	250100	0	$0.5000	$0.00	Per Item	Charge for each ACH debit transaction originated with same day settlement.
8021 - ACH ONLINE SAME DAY CREDIT	250101	0	$0.7500	$0.00	Per Item	Charge for each ACH credit transaction originated online with same day settlement.
8022 - ACH ONLINE SAME DAY DEBIT	250100	0	$0.7500	$0.00	Per Item	Charge for each ACH debit transaction originated online with same day settlement.
Subtotal				**$1,047.41**		
DISBURSEMENT SERVICES						
1321 - CHECK CASHING NON-ACCT HOLDER	150501	73	$0.0000	$0.00	Per Check	Per transaction charge for cashing a check at a branch of the Bank that is drawn on a J.P. Morgan Chase account.
2205 - CONTROLLED DISB ACCT MAINT	150000	0	$75.0000	$0.00	Per Account	Monthly maintenance charge for each Controlled Disbursement Account.
2210 - CONTROLLED DISB CHECK POSTED	150110	0	$0.2000	$0.00	Per Check	Charge per check for checks paid on a Controlled Disbursement Account.
5234 - CONTROLLED DISB FUNDING	010112	0	$0.7500	$0.00	Per Transfer	Charge per transfer for transferring funds from a Master Funding Account to replenish a Controlled Disbursement Account.
2320 - STOP PAYMENT - MANUAL	150420	0	$40.0000	$0.00	Per Stop	Charge per check for Stop Payment request initiated via phone or fax or paper (account on DDB billing system)
2321 - RANGE STOP PAYMENT-ELECTRONIC	150410	1	$15.0000	$15.00	Per Range	Charge for placing a stop payment on a range of check numbers when instructions were received electronically.
2325 - OFFICIAL CHECKS	150511	0	$15.0000	$0.00	Per Check	Charge per item to purchase an official check.
2338 - STOP PAYMENT AUTOMATIC RENEWAL	150412	180	$3.0000	$540.00	Per Renewal	Charge for the automatic annual renewal of a commercial stop payment instruction.
2370 - CHECK / DEBIT POSTED	010100	879	$0.1500	$131.85	Per Check	Charge per check paid or debit posted to a Demand Deposit Account.
3495 - IMAGE STORAGE PER ITEM	151351	37	$0.0200	$0.74	Per Item	Charge per check paid for an account with the ACCESS Checks Inquiry with Image Retention Bill Plan.
6618 - CHECK INQUIRY MAINTENANCE	150400	3	$5.0000	$15.00	Per Account	Monthly maintenance charge for Account Reconciliation Processing accounts for the ACCESS Checks Check Inquiry module.
6620 - RECON REPORT / STATEMENT MAINT	200306	4	$0.0000	$0.00	Per Account	Monthly maintenance charge for ACCESS Checks delivery of ARP Reconciliation Reports and Bank Statements.
6621 - IMAGING MAINTENANCE	151350	1	$0.0000	$0.00	Per Account	Monthly maintenance charge for check imaging for the ACCESS Checks Retrieval Bill plan.
6625 - EXCEPTION NOTIFICATION - ACCT	150030	0	$5.0000	$0.00	Per Account	Monthly per account charge for receiving e-mail notification of Positive Pay or ACH Transaction Review exception items via ACCESS Checks
6637 - EXTENDED REPORT RETRIEVAL	209999	10	$0.0000	$0.00	Per Report	Charge for a retrieving a report past the retention date on ACCESS Checks.
6639 - STOP PAYMENT - ELECTRONIC	150410	10	$5.0000	$50.00	Per Stop	Charge for a stop payment order received via Payables Web Services or sent electronically to the Catalyst or Account Reconciliation Processing systems.
6645 - IMAGE RETRIEVAL PER RETRIEVE	151352	2	$1.0000	$2.00	Per Retrieval	Charge to retrieve an image of a check paid 90 or fewer day from the date it was requested via ACCESS Checks.
6646 - IMAGE RETRIEVAL >91DAY	151352	5	$3.0000	$15.00	Per Retrieval	Charge to retrieve an image of a check paid 91 or more days from the date it was requested via ACCESS Checks.
7692 - EXCEPTION NOTIF - EMAIL ADDR	150724	6	$5.0000	$30.00	Per User ID / Per Email Address	Charge per e-mail address to provide details and images of ACCESS Checks exception items via an Internet link.
Subtotal				**$799.59**		

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J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
RECONCILIATION SERVICES						
3205 - FULL RECONCILEMENT - PER ITEM	200110	769	$0.0500	$38.45	Per Item	Charge for each item reconciled on an account that has Full Reconcilement service.
3207 - FULL RECONCILEMENT - MAINT	200010	2	$30.0000	$60.00	Per Account	Monthly charge for each account on the Full Reconciliation service.
3209 - PARTIAL RECONCILEMENT - MAINT	200020	0	$40.0000	$0.00	Per Account	Monthly charge for each account on the Partial Reconciliation service.
3210 - PARTIAL RECONCILIATION-PER ITM	200120	0	$0.0700	$0.00	Per Item	Charge for each item reconciled and included on an account that has Partial Reconcilement service.
3228 - PAYEE NAME VERIFICATION	150122	769	$0.0200	$15.38	Per Check	Charge for each check presented for payment on accounts that subscribe to the Payee Name Positive Pay service.
3262 - POSITIVE PAY MAINTENANCE	150030	2	$0.0000	$0.00	Per Account	Monthly fixed charge for each account with Positive Pay Services.
3263 - EXCEPTION ITEM	150300	0	$2.5000	$0.00	Per Exception	Charge per item for each Account Reconciliation Processing exception item reported to the client for their pay or return decision.
3271 - ISSUE INPUT FILE WITH RECON	200201	0	$5.0000	$0.00	Per File	Charge for each account on an input transmission that has Account Reconciliation Processing (ARP) services.
3272 - CHECK EXCEPTION RETURN	150320	0	$20.0000	$0.00	Per Return	Charge for a check that is returned based upon a request made by an Account Reconciliation Processing client.
3273 - PENDING POSITIVE PAY EXCEPTION	150120	0	$0.0000	$0.00	Per Check	Charge per item for each exception reported on accounts that have not yet activated the Positive Pay service and are currently in the Pending Positive Pay status.
3290 - ISSUE FILE TRANSMITTAL REPORT	151200	0	$4.0000	$0.00	Per Transmission	Charge for non-standard file confirmation of summary information contained in an Account Reconciliation Processing issue file transmission.
3291 - OUTPUT FILE	200301	2	$5.0000	$10.00	Per Transmission	Charge for each Account Reconciliation Processing output transmission.
3293 - EXCESSIVE ARP REJECTS	200209	0	$2.0000	$0.00	Per Item	Charge for Account Reconciliation check exceptions that were in excess of 1% of the total monthly paid check volume.
3294 - DATA ENTRY - MANUAL	200209	0	$2.5000	$0.00	Per Item	Charge for each item manually keyed by Account Reconciliation Processing including any issues or voids.
3384 - CD ROM - PER CD	151353	1	$35.0000	$35.00	Per Disc	Charge per CD ROM Disc created with images.
3385 - CD ROM MAINTENANCE	151353	1	$0.0000	$0.00	Per Customer	Monthly maintenance for CD ROM service including setup; billing; technical support group; and applications support.
3386 - IMAGE CAPTURE PER ITEM	151351	6,801	$0.0200	$136.02	Per Item	Charge per image for capture of all imageable transaction items (paid checks, deposit tickets, etc.) that are included in the CD ROM Image Viewer or made available for viewing online.
Subtotal				**$294.85**		
BANKING CENTER SERVICES						
1306 - BRANCH CREDITS POSTED	100000	0	$2.0000	$0.00	Per Deposit	Charge for a deposit of cash, check, or cash and check made at a Banking Center.
1311 - ATM CHECK DEPOSIT - IMAGE	100000	0	$1.5000	$0.00	Per Deposit	Charge for a deposit of checks at an image captured ATM.
1312 - ATM CASH DEPOSIT - IMAGE	100000	0	$1.5000	$0.00	Per Deposit	Charge for a deposit of cash made at an ATM.
1318 - BRANCH ORDER - COIN ROLL	100044	0	$0.1500	$0.00	Per Deposit	Charge per roll for a purchase of rolled coins at a Banking Center.
1319 - BRANCH ORDER CURRENCY STRAP	10004A	0	$0.5000	$0.00	Per Roll	Charge per strap for a purchase of strapped currency at a Banking Center.
1333 - BRANCH ORDER PROCESSED	100040	0	$3.0000	$0.00	Per Strap	Per order charge for change orders filled at Banking Centers.
7173 - NIGHT DROP CASH VERIFICATION	100000	0	$0.0030	$0.00	Per $1.00	Charge per dollar for a deposit of dollars deposited via the branch night drop/depository.
7174 - TELLER LINE CASH VERIFICATION	100000	0	$0.0042	$0.00	Per $1.01	Charge per dollar for a deposit of dollars deposited over the counter to a branch teller.

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J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
Subtotal				**$0.00**		
VAULT SERVICES						
1310 - VAULT DEPOSIT	100100	77	$2.0000	$154.00	Per Deposit	Charge per for deposits processed through the vault.
1459 - VAULT DEPOSIT PER $1,000	10011Z	0	$1.5000	$0.00	Per $1,000	Charge per $1,000 deposited for processing through the vault.
1467 - VAULT MAINTENANCE	100100	0	$0.0000	$0.00	Per Location / Month	Monthly maintenance charge fee for vault services applied to non-traditional servicing arrangements
1471 - VAULT NOTES DEPOSITED	100118	5259	$0.0000	$0.00	Per Note	Charge per note for bills deposited through the vault.
1475 - VAULT DEPOSIT ROLLED COIN	100110	0	$0.2000	$0.00	Per Roll	Charge per roll for re-wrapping a deposit of rolled coin.
1476 - VAULT ORDER COIN ROLLS	100144	0	$0.1400	$0.00	Per Roll	Charge for a rolled coin order that is less than a full box of 50 rolls.
1477 - VAULT ORDER - COIN ROLL BOX	100146	0	$0.1200	$0.00	Per Box	Charge for a rolled coin order that is a full box of 50 rolls.
1495 - VAULT STANDARD ORDERS	100141	0	$7.0000	$0.00	Per Order	Charge per order for a standard currency and coin order placed via VRU (Voice Response Unit), Web or electronic order file.
1498 - VAULT EXPEDITED SPECIAL ORDERS	100143	0	$30.0000	$0.00	Per Order	Charge per order for expedited or special cash vault orders.
1506 - VAULT DEP PARTIAL OR MIXED BAG	100111	0	$7.5000	$0.00	Per Bag	Charge per deposit for coin deposited in either mixed or in non-standard FED coin bags.
1545 - VAULT ACTIVITY REPORT FAXED	010212	1	$25.0000	$25.00	Per Month	Charge for generating and faxing or emailing daily vault activity reports. Reports include deposits detail; summary; and/or envelope reports.
1617 - VAULT DEPOSIT ADJUSTMENT	100501	3	$5.0000	$15.00	Per Adjustmen	Charge for an adjustment to a client-declared deposit amount identified during the verification process.
1623 - REMOTE CASH CAPTR DEP PER $1K	100100	0	$1.2000	$0.00	Per $1,000	Charge per $1,000 deposited in a Remote Cash Capture device
1641 - REMOTE CASH CAPTR PER LOC FEE	100100	0	$90.0000	$0.00	Per Location	Flat monthly maintenance fee for a Remote Cash Capture device.
Subtotal				**$194.00**		
DEPOSITORY SERVICES						
501 - CHECK DEPOSITED-ON US	100220	204	$0.1000	$20.40	Per Check	Charge per check for deposit of checks drawn on local J.P. Morgan banks.
513 - CHECK DEPOSITED-TRANSIT	100224	936	$0.1500	$140.40	Per Check	Charge per check for deposit of checks drawn on other banks.
541 - REMOTE DEPOSIT CAPTURE ITEM	101310	0	$0.0100	$0.00	Per Item	Charge for each check image submitted for deposit and clearing through the Remote Deposit Capture system.
548 - REMOTE DEPOSIT CAPTURE MAINT	101300	0	$25.0000	$0.00	Per Application	Monthly maintenance charge for the Remote Deposit Capture service.
704 - DEPOSIT CORRECTION	100230	5	$5.0000	$25.00	Per Correction	Charge per deposit for manually correcting an out of balance deposit.
1400 - CREDITS POSTED	010101	266	$0.7500	$199.50	Per Credit	Charge per credit for any credit posted to an account. Examples include deposits, interest credits, adjustment credits, transfer credits, and other credits.
1435 - RETURN ITEM	100400	21	$5.0000	$105.00	Per Return	Charge per item for deposited checks that are returned unpaid.
1438 - RETURN ALTERNATE ADDRESS	100401	21	$1.5000	$31.50	Per Check	Charge per item for mailing advices and deposited checks returned unpaid to an address other than the normal account address.
1441 - RETURN FAX COPY	100415	21	$2.0000	$42.00	Per Check	Charge per item for faxing deposited checks returned unpaid information.
1448 - RETURN DETAIL REPORTING	100411	0	$0.3000	$0.00	Per Check	Charge per item for providing detail reporting information on deposited checks returned unpaid or redeposited.
1452 - RETURN - EMAIL NOTIFICATION	100415	0	$1.0000	$0.00	Per Check	Charge per item for notification via email of deposited checks returned unpaid.
Subtotal				**$563.80**		
WIRE - U.S.						

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J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
5446 - FW SURCHARGE $10 MILLION+ D/C	350531	0	$0.1400	$0.00	Per Transaction	Pass-through of Fed surcharge on all Fedwire debit or credit instructions received by JPMC that are greater than $10 million
5822 - ELECTRONIC BOOK DEBIT S/T	350120	21	$1.5000	$31.50	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and processed straight through without operator intervention, which resulted in a credit to another J.P. Morgan account.
5823 - ELECTRONIC BOOK DEBIT REPAIR	350122	0	$4.0000	$0.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and that required a Bank operator's intervention to process, which resulted in a credit to another J.P. Morgan account.
5824 - ELECTRONIC FED DEBIT S/T	350100	16	$5.0000	$80.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and processed straight through without operator intervention, which resulted in an outbound Fedwire.
5825 - ELECTRONIC FED DEBIT REPAIR	350102	0	$8.0000	$0.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and that required a Bank operator's intervention to process, which resulted in an outbound Fedwire.
5826 - ELECTRONIC CHIP DEBIT S/T	350110	1	$5.0000	$5.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and processed straight through without operator intervention, which resulted in an outbound CHIPS payment.
5827 - ELECTRONIC CHIP DEBIT REPAIR	350541	0	$8.0000	$0.00	Per Transaction	Charge per transaction for a debit to a client's account, initiated via an electronic banking system and that required a Bank operator's intervention to process, which resulted in an outbound CHIPS payment.
5836 - ELECTRONIC FX DEBIT	600221	0	$18.0000	$0.00	Per Transaction	Charge per transaction for a foreign exchange wire payment instruction initiated via an Auto FX solution such as J.P. Morgan ACCESS, Insight, PaySource, or SWIFT.
5851 - ELECTRONIC FX DEBIT, "OUR"	600221	0	$15.0000	$0.00	Per Transaction	Charge per transaction for a foreign exchange wire payment instruction initiated via an AutoFX solution such as JPMorgan ACCESS, Insight, Paysource, SWIFT or FED that has a format charges OUR.
5878 - INTERNATIONAL ELEC. DEBIT	350703	0	$15.0000	$0.00	Per Transaction	Charge per transaction for International Collateralized Preadvising transfers for which the principal was collected prior to the value date.
5886 - BOOK CREDIT	350320	0	$1.5000	$0.00	Per Transaction	Credit to customer's account where the debit party was another JPMorgan account holder.
5887 - FED CREDIT S/T	350300	1	$5.0000	$5.00	Per Transaction	Charge for an incoming credit received from another bank via the Federal Reserve system and processed straight through without operator intervention.
5888 - FED CREDIT REPAIR	350330	0	$8.0000	$0.00	Per Transaction	Charge for an incoming credit received from another bank via the Federal Reserve system that required a Bank operator's intervention to process.
5889 - CHIPS CREDIT S/T	350300	0	$5.0000	$0.00	Per Transaction	Charge for an incoming credit received from another bank via CHIPS and processed straight through without operator intervention.
5967 - RETURNED PAYMENT INVESTIGATION	350560	1	$15.0000	$15.00	Per Transaction	Charge for an investigation of a Fed or CHIPS payment returned from the receiving bank.
Subtotal				**$136.50**		

INT REC & PAY - REPORT

6179 - RECEIVABLES MAINT - ONLINE	050005	0	$20.0000	$0.00	Per Box / Month	Monthly maintenance charge per lockbox subscribed to Receivables Online Check and Document Image Presentment via web access. Checks and documents are available for same day viewing.

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J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
6187 - LONG TERM STORAGE - CHECK	050620	0	$0.0100	$0.00	Per Check	Assessed first month for each check image page for long term storage in the bank's archive for a lockbox subscribing to Doc Image or Receivables Presentment. Includes initial month on high-speed storage & 10 years in tape archive.
Subtotal				**$0.00**		
JPMORGAN ACCESS						
6040 - MONTHLY SERVICE	401000	0	$50.0000	$0.00	Per Customer ID	Monthly account maintenance charge for J.P. Morgan ACCESS.
6041 - ACCOUNTS REPORTED	40044Z	0	$20.0000	$0.00	Per Account	Monthly maintenance charge for a J.P. Morgan ACCESS Cash Balances and Transactions Reporting account.
6043 - TRANSACTIONS REPORTED - 45 DAY	40066Z	0	$0.1200	$0.00	Per Transaction	Charge per transaction loaded to the J.P. Morgan ACCESS Cash Balances and Transactions Reporting service with a 45 day history.
6044 - TRANSACTIONS REPORTED - 90 DAY	40066Z	0	$0.1500	$0.00	Per Transaction	Charge per transaction loaded to J.P. Morgan ACCESS Cash Balances and Transactions Reporting with a 90 day history.
6045 - TRANSACTIONS REPORTED - 1 YEAR	40066Z	0	$0.2000	$0.00	Per Transaction	Charge per transaction loaded to J.P. Morgan ACCESS Cash Balances and Transactions Reporting with a 1 year history.
6051 - TRANSACTIONS REPORTED - 2 YEAR	40066Z	0	$0.2500	$0.00	Per Transaction	Charge per transaction loaded to the J.P. Morgan ACCESS Cash Balances and Transactions Reporting service with a 2 year history.
6052 - CONT DISB CHECKS REPORTED	40066Z	0	$0.1500	$0.00	Per Transaction	Charge per transaction for Controlled Disbursement Check transactions loaded to J.P. Morgan ACCESS.
6053 - EXTENDED TRANSACTION DETAIL	40066Z	0	$0.0000	$0.00	Per Transaction	Charge per item for Extended Transaction Detail loaded to J.P. Morgan ACCESS.
6076 - ACCT TRANSFER ITEM	350120	0	$1.0000	$0.00	Per Transfer	Charge per transaction for J.P. Morgan ACCESS Account Transfers.
Subtotal				**$0.00**		
LIQUIDITY SERVICES						
5741 - GLASS IN-CNTRY SWEEP MASTER	010020	0	$15.0000	$0.00	Per Account / Month	Monthly master account maintenance charge to transfer account balances within an in-country sweep relationship.
5742 - GLASS IN-CNTRY SWEEP PARTICIP	010021	2	$10.0000	$20.00	Per Account / Month	Monthly participant account maintenance charge to transfer account balances within an in-country sweep relationship.
7843 - INVESTMENTS VIA CLIENT ACCESS	999999	0	$0.0000	$0.00	Per Account / Month	Purchases and redemptions to Money Market Mutual Funds initiated by client via J.P. Morgan ACCESS.
7849 - INVESTMENT SWEEP - MAINT	450020	0	$50.0000	$0.00	Per Account / Month	Monthly maintenance charge per account for the End of Day Investment Sweep service.
Subtotal				**$20.00**		
BALANCE BASED CHARGES						
35 - BALANCE BASED CHARGES	000230	1	13bps		Calculated	A monthly administrative fee assessed to address various regulatory and other charges affecting J.P. Morgan. The fee is set by J.P. Morgan, in its sole discretion, and is subject to periodic review and adjustment.
Subtotal						
Total Charge for Services				**$3,096.51**		

Value Added Services

ACCOUNT SERVICES - VIRTUAL REFERENCE NUMBERS (VRN)						
8007 - VIRTUAL REFERENCE MAINTENANCE	010040	0	$1.5000	$0.00	Monthly Maintenance Charge	Monthly charge for maintenance for each Virtual Reference Number that is reserved on the VRA, NAF tables for the customer's use.
8008 - VIRTUAL REFERENCE TRANSLATION	359999	0	$0.0000	$0.00	Per Match	

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J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

	Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
	Subtotal				**$0.00**		
	OTHER PRODUCT SERVICES - ACCOUNT VALIDATION SERVICES (AVS)						
	7950 - AVS ACCOUNT VERIFICATION	250101	0	$0.2500	$0.00	Per Transaction	Charge for each transaction that goes through account verification offered by Account Validation Service.
	7951 - AVS ACCOUNT AUTHENTICATION	250101	0	$0.2500	$0.00	Per Transaction	Charge for each transaction that goes through account authentication offered by Account Validation Service.
	7953 - AVS MICRO DEPOSIT	250101	0	$0.4000	$0.00	Per Transaction	Charge for each account validation offered by performing low-value transactions.
	7954 - ACCOUNT VALIDATION BASIC	250101	0	$0.3500	$0.00	Per Transaction	Charge for each transaction that goes through Account Validation Basic solution, delivered through JPM Account Validation Services.
	Subtotal				**$0.00**		
	MANAGED SERVICES - CONCOURSE						
	9091 - CONCOURSE MTHLY SUBSCRIPTN FEE	320000	0	$750.0000	$0.00	Per Unit	Monthly fee charged for the Concourse service, based on total number of active counterparties (as defined by client).
	Subtotal				**$0.00**		
	ACH PAYMENTS						
	5149 - CQP ZELLE TRANSACTION	250101	0	$0.6500	$0.00	Per Transasction	Incremental per item charge for each transaction cleared through the Zelle Network channel.
	Subtotal				**$0.00**		
	DISBURSEMENT SERVICES (CHECK PRINT OUTSOURCING)						
**	3471 - TS PRNT OUTSRCING SETUP	151880	0	$5,000.0000	WAIVED	One-Time Setup Fee	Implementation charge for the setup or a change to the setup of Check Print services.
	7772 - CHECK PRINT ONLINE MAINT (J.P. Morgan Acc	150040	0	$60.0000	$0.00	Per Customer	Monthly maintenance charge per client for the Payables Web Services Check Print module. Includes ability to create/test check templates, create/test file formats, maintain special handling codes, upload files.
	3470 - CHECK PRINT MAINTENANCE	150040	0	$50.0000	$0.00	Per Month	Monthly maintenance charge per account for Bank check printing service.
	3472 - CHECK PRINT ITEM-JPM ACCT	151810	0	$0.6500	$0.00	Per Check	Charge per check for the printing of checks.
	3475 - CHECK PRINTING ADDL PAGE	151830	0	$0.2000	$0.00	Per Additional Page	Charge for printing each additional page, after page one, of remittance details with the check. Additional pages are printed on the front and back of the paper.
	3477 - CHECK PRINT REGISTER FILE	151800	0	$5.0000	$0.00	Per File	Charge per transmission for sending a Check Print register file.
	3479 - CHECK PRINT INSERT	151870	0	$0.0100	$0.00	Per Insert	Charge per insert for including a client-supplied insert into a mailing from Check Print services.
	3480 - CHECK PRINT INPUT FILE	151800	0	$5.0000	$0.00	Per File	Charge per file for processing of a Check Print input file.
	3487 - CHECK PRINT POSTAGE	151850	0	$0.5229	$0.00	Per 1 Oz Mailpiece	Postage charge per mail piece for mailing a printed check to an address within the United States. This only applies to the CKO Check Outsourcing product, not the ACCESS Check Print product.
	7714 - CHECK PRNT CASHIER'S CHECK	151810	0	$10.0000	$0.00	Per Check	Charge for printing of a cashier check via the ACCESS Check Print application.
	7715 - CHECK PRINT DIRECT ENTRY	151810	0	$3.0000	$0.00	Per Check	Direct Entry Check print fee for single check upload via ACCESS Checks.
	7773 - CHECK PRINT FILE UPLOAD	151800	0	$5.0000	$0.00	Per File	Charge per file for uploading or transmitting a Check Print file to Payables Web Services.
	Subtotal				**$0.00**		
	J.P. MORGAN ACCESS						
	6162 - RULES MAPPING SERVICE	40044Z	0	$50.0000	$50.00	Per Account	Monthly charge for the use of Custom Transaction Mapping Rules setup in Cash Reporting.
	Subtotal				**$0.00**		
	HOST TO HOST REPORTING - BAI/SWIFT/ISO REPORTING						

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J.P.Morgan

J.P. Morgan Core Banking Fee Schedule - Option II

Date: November 7, 2023

Customer: TEXAS SOUTHERN UNIVERSITY

Earnings Credit Rate[1]: 4.00%

Balance Analysis*

	Service Description	AFP	Number of Units	Unit Price	Charge For Service	Unit of Measurement	Service Definition
**	3645 - DT FILE IMPLEMENTATION FEE	4004ZZ	0	$1,000.0000	WAIVED	One-Time Setup Fee	One time charge for implementation of BAI, SWIFT MT or ISO formatted files. Fee applies once per Customer ID per format.
	3653 - H2H FILES TRANSMITTED OVER 67	4004ZZ	0	$0.0000	$0.00	Per Transmission	Charge per transmission for BAI/SWIFT/ISO File Management Services Direct Transmissions. Charges are incurred for each transmission in excess of 67 per month.
	3654 - H2H FILES TRANSMIT OVER 500KB	4004ZZ	0	$5.0000	$0.00	Per Transmission	Charge per transmission for BAI/SWIFT/ISO File Management Services Direct Transmissions in excess of 500KB in size.
	6085 - H2H ACCOUNTS REPORTED	4004ZZ	0	$50.0000	$0.00	Per Account	Monthly charge per account for reporting via BAI/SWIFT/ISO Direct Transmission.
	6093 - H2H CHECK ITEMS REPORTED	400632	0	$0.1500	$0.00	Per Item	Charge per item for Prior Day Check Transactions reported in all formats on Direct Transmission.
	6094 - H2H TRANS DETAIL REPORTED	400632	0	$0.1500	$0.00	Per Item	Daily Transaction Addenda Detail reported in all formats on Direct Transmission.
	6095 - H2H NON-CHECK ITEMS REPORTED	400632	0	$0.1500	$0.00	Per Item	Charge per item for Prior Day Non-Check Transactions reported in all formats on Direct Transmission.
	Subtotal				**$0.00**		

Pro forma Notes, Assumptions & Disclaimers

* Volumes on this fee schedule are estimated. Actual volumes may be different, which will result in different charges than are specified above.

** Denotes Service is a one-time charge and will not appear on TSU statement on a monthly basis.

[1] A bank managed rate of 4.00%, which is based on TFF450, and is used to reduce or eleminate bank service fees. At 4.00% roughtly $1.2mm is needed to fully offset $3,639.65.

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Appendix 2

Availability schedule

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Availability Schedule

January-22

J.P.Morgan Paper Deposits
Availability Schedule Policy

The funds availability of checks deposited is based on the financial institution where the check is drawn.

The cutoff for same day ledger credit for deposits delivered directly to a regional processing center is 4:00 p.m. local time. Deposits received after deadline will be posted on the next business day.

The Federal Reserve banking system will not forward process any item over $99,999,999.99. J.P.Morgan may refuse to process such item or handle any such item as a collection item, with customer credit and availability deferred accordingly.

Availability schedules may be changed without notification.

Thrift and S&L routing transit numbers (RTs) receive the same availability as the corresponding RT range as listed in the schedule.

Federal Reserve Bank and Federal Home Loan Bank RTs are assigned one day float.

RTs will be returned if retired by the Federal Reserve Bank

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CHECK AVAILABILITY SCHEDULE 501

Routing Transit Number(s)	Description	Availability	Fraction
See "On Us" page	On Us	0	100%
See "On Us" page	On Us Controlled Disbursement	1	100%
0000-0020, 0119, 0800	Postal Money Orders	1	100%
0000-0050, 0051	U.S. Treasury Warrants	1	100%
0000-9000	Savings Bonds	1	100%
All Others	Domestic Institutions	1/2	20%/80%

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On Us

Nationwide On Us RTs

0210-0002	0440-0003	0750-0001	1130-0767
0210-0012	0519-0036	0830-0013	1221-0002
0211-0036	0610-9238	1020-0101	1232-7197
0212-0233	0654-0013	1030-0064	1240-0154
0212-0271	0710-0001	1070-8955	2631-8986
0212-7272	0710-0077	1110-0061	2670-8413
0213-0046	0710-7452	1110-0115	3222-7162
0214-1063	0711-0026	1119-2186	3250-7076
0223-0017	0720-0032	1119-9377	
0280-0012	0740-0001	1130-0060	

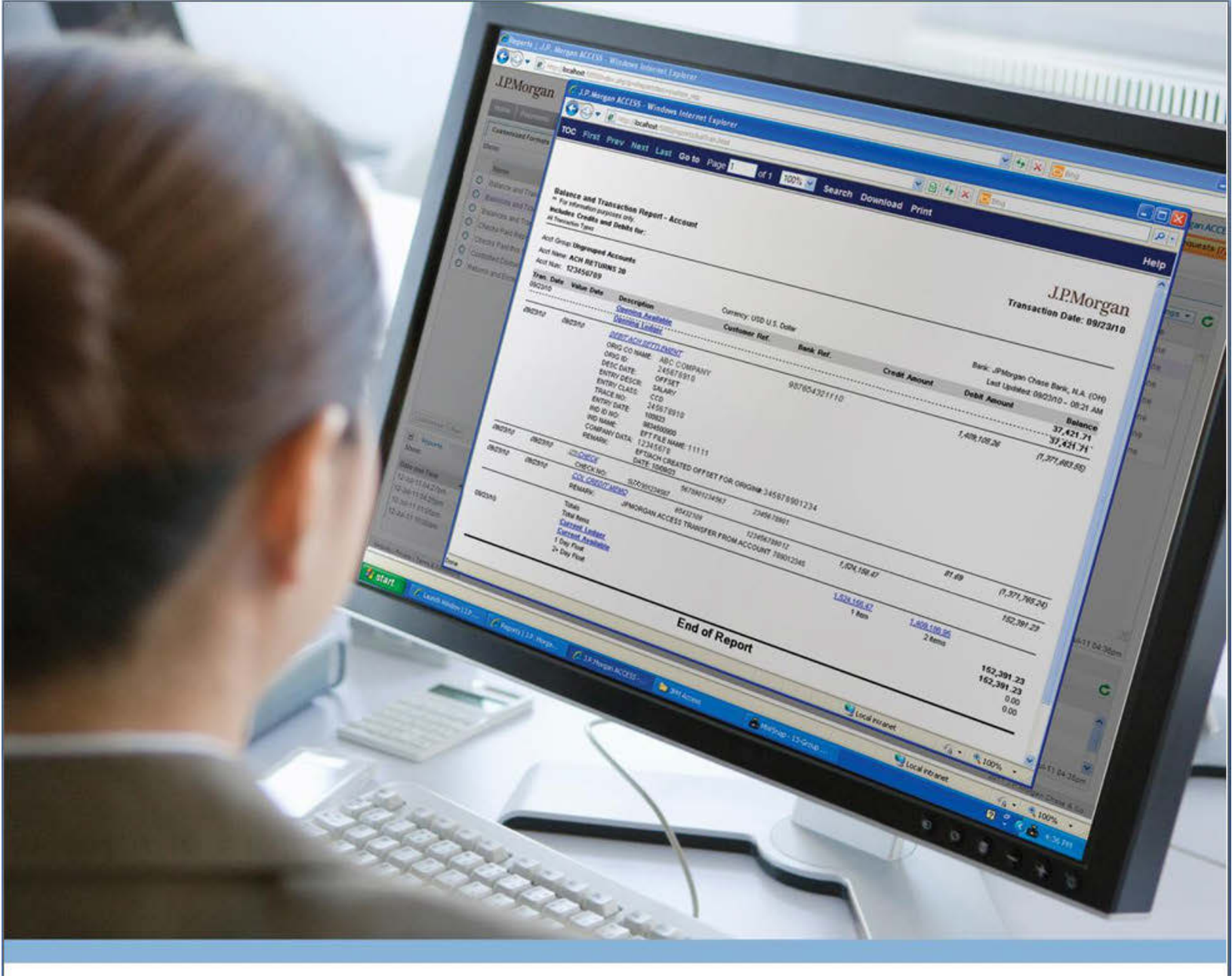
Nationwide Controlled Distribution RTs

0213-0937	0441-1544	0724-1292
0220-0084	0652-0475	0759-0272
0311-0026	0719-2322	1113-0088

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Appendix 3

Sample reports



TREASURY SERVICES

J.P. Morgan Access®
Sample Reports Guide

June 2022

J.P.Morgan

Last Modified: June 29, 2022

This guide is confidential and proprietary to J.P.Morgan and is provided for your general information only. It is subject to change without notice and is not intended to be legally binding. All services described in this guide are subject to applicable laws and regulations and service terms. Not all products and services are available in all locations. Eligibility for particular products and services will be determined by JPMorgan Chase Bank, N.A. or its affiliates. J.P.Morgan makes no representation as to the legal, regulatory or tax implications of the matters referred to in this guide.

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J.P. Morgan Access® Reports

Reporting made easy

The ability to share information quickly is critical in today's fast-paced business environment. Access provides a powerful reporting tool—one that delivers timely, accurate data through reports that are easy to create and review. You can analyze and manage cash flow, select the information you need and present and schedule reports from a single screen. Access Reports are customizable to fit your needs.

Manage reports quickly and easily to save time

Access provides a simple way to manage reports. With just a few clicks, you can see a high-level snapshot of your balances or a comprehensive transaction history. Design reports to deliver information you need when you need it, enabling you to save time and make more informed cash management decisions.

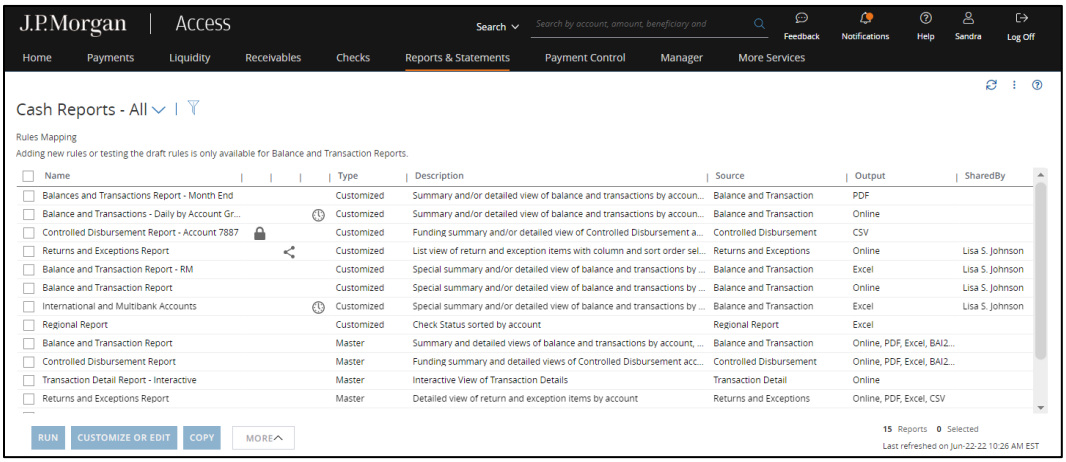
Designed to work the way you do

View balances and transactions *your* way through Access Reports' comprehensive and customizable capability and flexible features and functions. You can now customize and schedule reports from a single screen, view your check and deposit images with corresponding transactions, and organize accounts into groups.

Customized to fit your needs

Select a standard master format to run a report or tailor the report criteria to view the exact accounts, transactions and balances that you need. You can then share your customized report with recipients of your choice or schedule reports to run on a recurring basis.

Ten master formats form the foundation of the Access centralized reporting capability: Balance and Transaction, Transaction Detail – Interactive, Checks Paid, Controlled Disbursement, EDI, Regional, Returns and Exceptions, Wire Detail, Payment and Template. Each can be customized to create reports tailored to your specific criteria.



Examples of reports using standard and customized formats (tailored to show specific information) are provided on the following pages.

Table of Contents

A Quick Tour of Reports

Ten master formats form the foundation of the Access reporting capability. Each format can be customized to create reports tailored to your specific needs.

1 Balance and Transaction

Includes top-line balance and transaction summaries, detailed transaction records and time-specific data. Available for current-day, previous-day and date-range periods.

Balance and Transaction Account Report 6

Balance and Transaction Summary and Detail Report 7

Balance and Transaction Summary and Detail Report with Originated ACH Item Reconciliation 8

Balance and Transaction Summary Report 9

Balance and Transaction Detail Report 10

Balance and Transaction Location Report 11

2 Checks Paid

Includes detailed information about checks paid by date.

Checks Paid Report - Date 12

3 Controlled Disbursements

Provides interim and final presentments and funding across all or selected disbursement sites, offering summary and detailed information.

Controlled Disbursement Summary and Detail Report 13

Controlled Disbursement Summary Report 14

Controlled Disbursement Detail Report 15

4 EDI

Provides detailed remittance and invoice information for electronic receivables or payments for a specific settlement date in Adobe® PDF or ANSI X12 820 formats.

EDI Payments with Invoices Report 16

EDI Payments Report 17

5 Regional

Reports designed for specific regional branches and their unique information needs. Only available for Asia based and other select accounts.

Check Status Report 18
Check Draft Collections Report 19
Direct Debit Report 20
Post Dated Check Report 21
Standard Collections Report 22
Withholding Tax Report 23

6 Returns and Exceptions

Provides a detailed view of your return items, including check returns, ACH returns and ACH Notification of Change (NOC).

Returns and Exceptions Report 24

7 Transaction Detail Report - Interactive

Provides list view of transactions with several interactive features to customize the report in your way. Report also produces charts on transactions.

Transaction Detail Report - Interactive 25

8 Wire Detail

Provides incoming and outgoing wire transaction information for Fedwire, CHIPS, SWIFT and Book Transfer, with complete advice-level detail. This report is also available by account.

Wire Detail Report - Date 26

9 Payment

Provides payment transaction (wire, ACH and account transfer) information for current, pending and completed transactions originated by your company.

Payment Summary Report 27
Payment Detail Report 28

10 Template

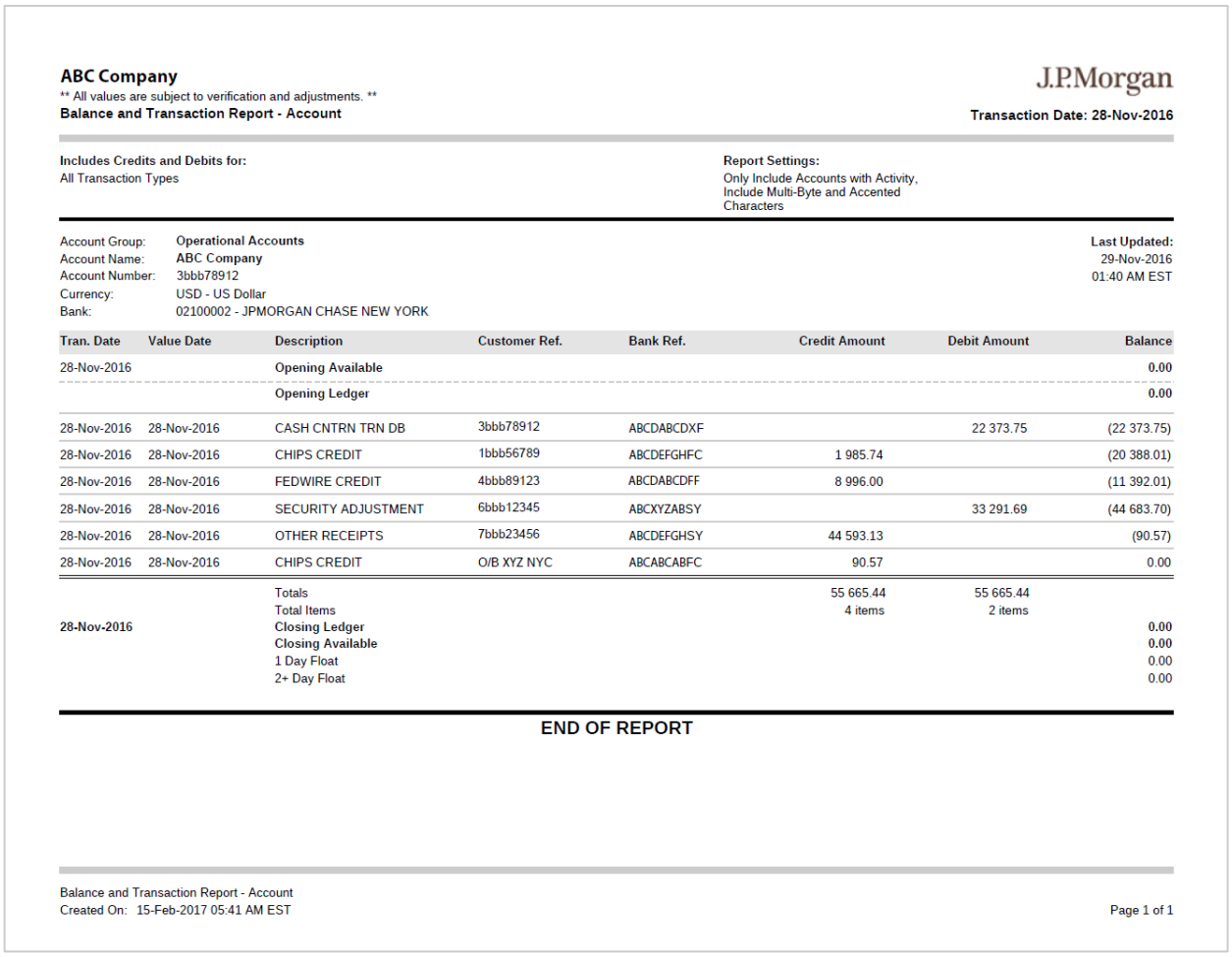
Provides payment template information for all payment types by account. Transactions are displayed for each account separately.

Template Summary Report 29
Template Detail Report 30

1

Balance and Transaction Account Report

Provides a detailed view of balance and transactions by account.



ABC Company
** All values are subject to verification and adjustments. **
Balance and Transaction Report - Account

J.P.Morgan

Transaction Date: 28-Nov-2016

Includes Credits and Debits for:
All Transaction Types

Report Settings:
Only Include Accounts with Activity, Include Multi-Byte and Accented Characters

Account Group: **Operational Accounts**
Account Name: **ABC Company**
Account Number: 3bbb78912
Currency: USD - US Dollar
Bank: 02100002 - JPMORGAN CHASE NEW YORK

Last Updated:
29-Nov-2016
01:40 AM EST

Tran. Date	Value Date	Description	Customer Ref.	Bank Ref.	Credit Amount	Debit Amount	Balance
28-Nov-2016		**Opening Available**					**0.00**
		Opening Ledger					**0.00**
28-Nov-2016	28-Nov-2016	CASH CNTRN TRN DB	3bbb78912	ABCDABCDXF		22 373.75	(22 373.75)
28-Nov-2016	28-Nov-2016	CHIPS CREDIT	1bbb56789	ABCDEFGHFC	1 985.74		(20 388.01)
28-Nov-2016	28-Nov-2016	FEDWIRE CREDIT	4bbb89123	ABCDABCDFF	8 996.00		(11 392.01)
28-Nov-2016	28-Nov-2016	SECURITY ADJUSTMENT	6bbb12345	ABCXYZABSY		33 291.69	(44 683.70)
28-Nov-2016	28-Nov-2016	OTHER RECEIPTS	7bbb23456	ABCDEFGHSY	44 593.13		(90.57)
28-Nov-2016	28-Nov-2016	CHIPS CREDIT	O/B XYZ NYC	ABCABCABFC	90.57		0.00
		Totals			55 665.44	55 665.44	
		Total Items			4 items	2 items	
28-Nov-2016		**Closing Ledger**					**0.00**
		Closing Available					**0.00**
		1 Day Float					0.00
		2+ Day Float					0.00

END OF REPORT

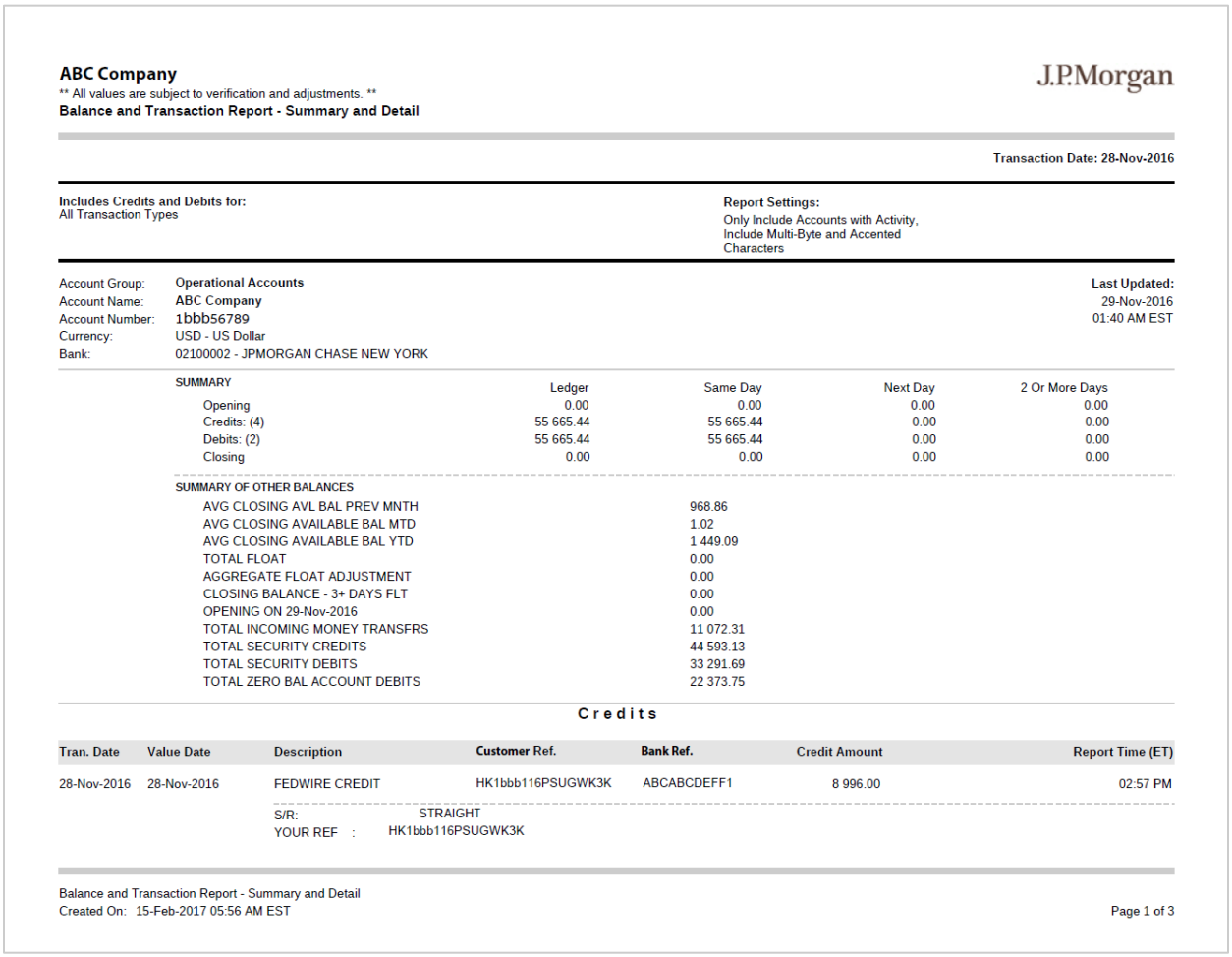
Balance and Transaction Report - Account
Created On: 15-Feb-2017 05:41 AM EST

Page 1 of 1

1

Balance and Transaction Summary and Detail Report

Provides a summary and detailed view of balance and transactions by date.



ABC Company
** All values are subject to verification and adjustments. **
Balance and Transaction Report - Summary and Detail

J.P.Morgan

Transaction Date: 28-Nov-2016

Includes Credits and Debits for:
All Transaction Types

Report Settings:
Only Include Accounts with Activity, Include Multi-Byte and Accented Characters

Account Group: **Operational Accounts**
Account Name: **ABC Company**
Account Number: 1bbb56789
Currency: USD - US Dollar
Bank: 02100002 - JPMORGAN CHASE NEW YORK

Last Updated:
29-Nov-2016
01:40 AM EST

SUMMARY	Ledger	Same Day	Next Day	2 Or More Days
Opening	0.00	0.00	0.00	0.00
Credits: (4)	55 665.44	55 665.44	0.00	0.00
Debits: (2)	55 665.44	55 665.44	0.00	0.00
Closing	0.00	0.00	0.00	0.00

SUMMARY OF OTHER BALANCES	
AVG CLOSING AVL BAL PREV MNTH	968.86
AVG CLOSING AVAILABLE BAL MTD	1.02
AVG CLOSING AVAILABLE BAL YTD	1 449.09
TOTAL FLOAT	0.00
AGGREGATE FLOAT ADJUSTMENT	0.00
CLOSING BALANCE - 3+ DAYS FLT	0.00
OPENING ON 29-Nov-2016	0.00
TOTAL INCOMING MONEY TRANSFRS	11 072.31
TOTAL SECURITY CREDITS	44 593.13
TOTAL SECURITY DEBITS	33 291.69
TOTAL ZERO BAL ACCOUNT DEBITS	22 373.75

Credits

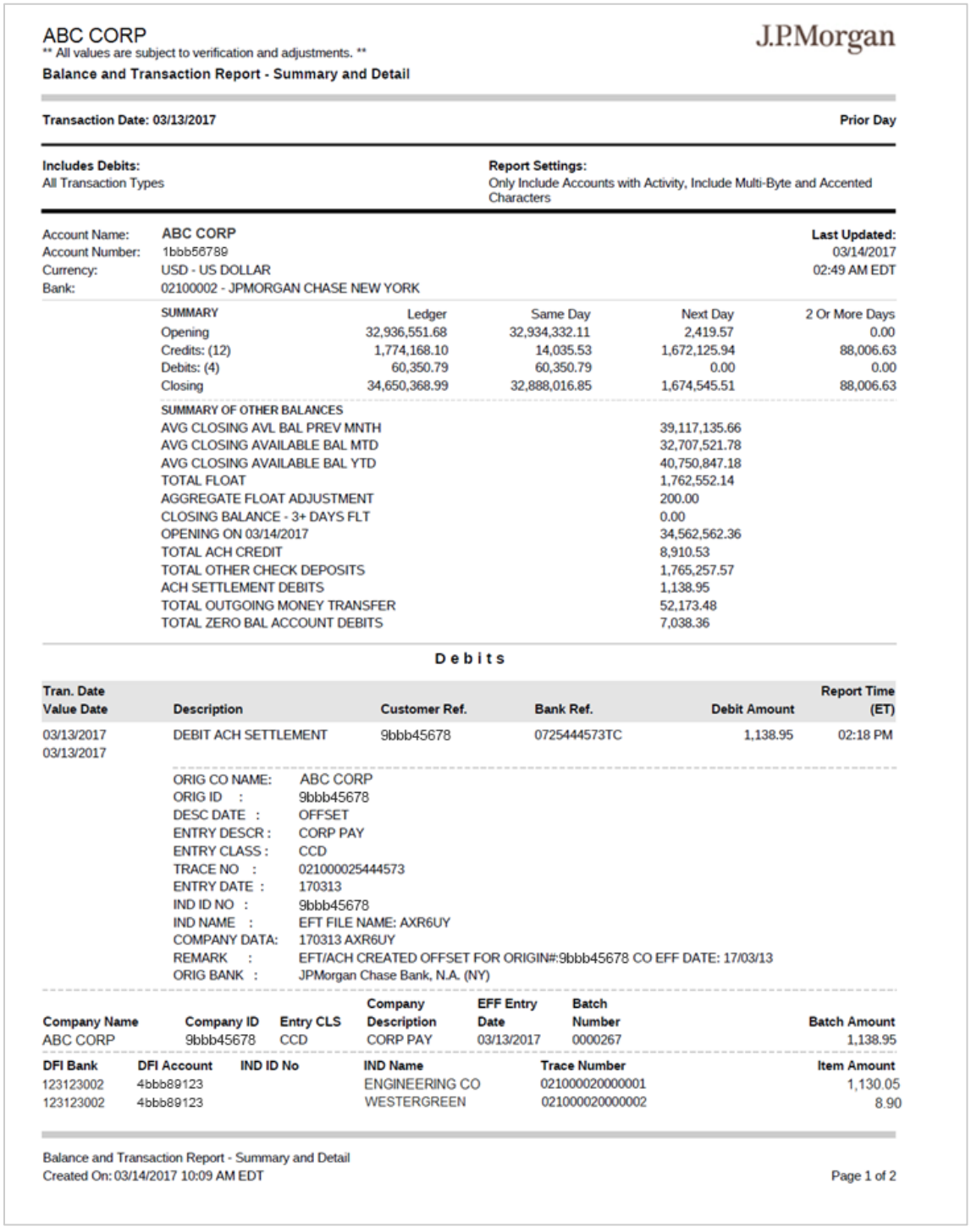
Tran. Date	Value Date	Description	Customer Ref.	Bank Ref.	Credit Amount	Report Time (ET)
28-Nov-2016	28-Nov-2016	FEDWIRE CREDIT	HK1bbb116PSUGWK3K	ABCABCDEFF1	8 996.00	02:57 PM
		S/R: STRAIGHT YOUR REF : HK1bbb116PSUGWK3K				

Balance and Transaction Report - Summary and Detail
Created On: 15-Feb-2017 05:56 AM EST

Page 1 of 3

1 **Balance and Transaction** Summary and Detail with Originated ACH Item Reconciliation

Provides batch and detail level information for originated ACH transactions (Please contact your J.P. Morgan representative to learn more and to be setup on this service. Provided this service is setup for your account, user will need to select “Include ACH Originated Items” in Data and Display tab in Create a new report format screen).



ABC CORP

** All values are subject to verification and adjustments. **

J.P.Morgan

Balance and Transaction Report - Summary and Detail

Transaction Date: 03/13/2017 **Prior Day**

Includes Debits:
All Transaction Types

Report Settings:
Only Include Accounts with Activity, Include Multi-Byte and Accented Characters

Account Name:	ABC CORP	**Last Updated:**
Account Number:	1bbb56789	03/14/2017
Currency:	USD - US DOLLAR	02:49 AM EDT
Bank:	02100002 - JPMORGAN CHASE NEW YORK	

SUMMARY	Ledger	Same Day	Next Day	2 Or More Days
Opening	32,936,551.68	32,934,332.11	2,419.57	0.00
Credits: (12)	1,774,168.10	14,035.53	1,672,125.94	88,006.63
Debits: (4)	60,350.79	60,350.79	0.00	0.00
Closing	34,650,368.99	32,888,016.85	1,674,545.51	88,006.63

SUMMARY OF OTHER BALANCES	
AVG CLOSING AVL BAL PREV MNTH	39,117,135.66
AVG CLOSING AVAILABLE BAL MTD	32,707,521.78
AVG CLOSING AVAILABLE BAL YTD	40,750,847.18
TOTAL FLOAT	1,762,552.14
AGGREGATE FLOAT ADJUSTMENT	200.00
CLOSING BALANCE - 3+ DAYS FLT	0.00
OPENING ON 03/14/2017	34,562,562.36
TOTAL ACH CREDIT	8,910.53
TOTAL OTHER CHECK DEPOSITS	1,765,257.57
ACH SETTLEMENT DEBITS	1,138.95
TOTAL OUTGOING MONEY TRANSFER	52,173.48
TOTAL ZERO BAL ACCOUNT DEBITS	7,038.36

Debits

Tran. Date / Value Date	Description	Customer Ref.	Bank Ref.	Debit Amount	Report Time (ET)
03/13/2017 03/13/2017	DEBIT ACH SETTLEMENT	9bbb45678	0725444573TC	1,138.95	02:18 PM

ORIG CO NAME:	ABC CORP
ORIG ID :	9bbb45678
DESC DATE :	OFFSET
ENTRY DESCR :	CORP PAY
ENTRY CLASS :	CCD
TRACE NO :	021000025444573
ENTRY DATE :	170313
IND ID NO :	9bbb45678
IND NAME :	EFT FILE NAME: AXR6UY
COMPANY DATA:	170313 AXR6UY
REMARK :	EFT/ACH CREATED OFFSET FOR ORIGIN#:9bbb45678 CO EFF DATE: 17/03/13
ORIG BANK :	JPMorgan Chase Bank, N.A. (NY)

Company Name	Company ID	Entry CLS	Company Description	EFF Entry Date	Batch Number	Batch Amount
ABC CORP	9bbb45678	CCD	CORP PAY	03/13/2017	0000267	1,138.95

DFI Bank	DFI Account	IND ID No	IND Name	Trace Number	Item Amount
123123002	4bbb89123		ENGINEERING CO	021000020000001	1,130.05
123123002	4bbb89123		WESTERGREEN	021000020000002	8.90

Balance and Transaction Report - Summary and Detail
Created On: 03/14/2017 10:09 AM EDT

Page 1 of 2

Balance and Transaction Summary Report

1

Provides a summary view of balances by date.

ABC Company
** All values are subject to verification and adjustments. **
Balance and Transaction Report - Summary

J.P.Morgan

Transaction Date: 28-Nov-2016

Includes Credits and Debits for:
All Transaction Types

Report Settings:
Only Include Accounts with Activity

Account Group: **Operational Accounts**
Account Name: **ABC Company**
Account Number: 1bbb56789
Currency: USD - US Dollar
Bank: 02100002 - JPMORGAN CHASE NEW YORK

Last Updated:
29-Nov-2016
01:40 AM EST

SUMMARY	Ledger	Same Day	Next Day	2 Or More Days
Opening	0.00	0.00	0.00	0.00
Credits: (4)	55 665.44	55 665.44	0.00	0.00
Debits: (2)	55 665.44	55 665.44	0.00	0.00
Closing	0.00	0.00	0.00	0.00

SUMMARY OF OTHER BALANCES	
AVG CLOSING AVL BAL PREV MNTH	968.86
AVG CLOSING AVAILABLE BAL MTD	1.02
AVG CLOSING AVAILABLE BAL YTD	1 449.09
TOTAL FLOAT	0.00
AGGREGATE FLOAT ADJUSTMENT	0.00
CLOSING BALANCE - 3+ DAYS FLT	0.00
OPENING ON 29-Nov-2016	0.00
TOTAL INCOMING MONEY TRANSFRS	11 072.31
TOTAL SECURITY CREDITS	44 593.13
TOTAL SECURITY DEBITS	33 291.69
TOTAL ZERO BAL ACCOUNT DEBITS	22 373.75

END OF REPORT

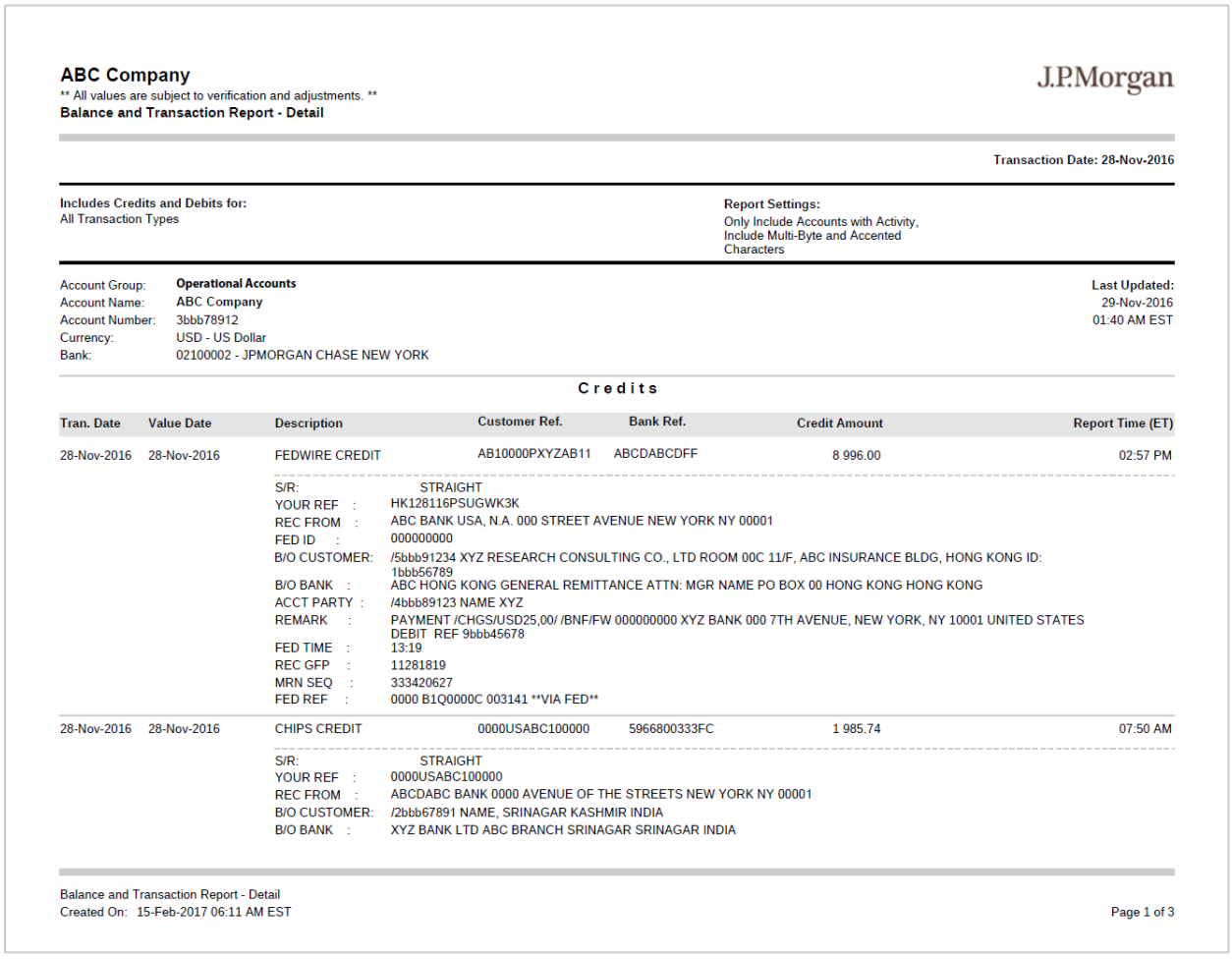
Balance and Transaction Report - Summary
Created On: 15-Feb-2017 06:00 AM EST

Page 1 of 1

1

Balance and Transaction Detail Report

Provides a detailed view of transactions by date.



ABC Company
** All values are subject to verification and adjustments. **
Balance and Transaction Report - Detail

J.P.Morgan

Transaction Date: 28-Nov-2016

Includes Credits and Debits for:
All Transaction Types

Report Settings:
Only Include Accounts with Activity, Include Multi-Byte and Accented Characters

Account Group: **Operational Accounts**
Account Name: **ABC Company**
Account Number: 3bbb78912
Currency: USD - US Dollar
Bank: 02100002 - JPMORGAN CHASE NEW YORK

Last Updated:
29-Nov-2016
01:40 AM EST

Credits

Tran. Date	Value Date	Description	Customer Ref.	Bank Ref.	Credit Amount	Report Time (ET)
28-Nov-2016	28-Nov-2016	FEDWIRE CREDIT	AB10000PXYZAB11	ABCDABCDFF	8 996.00	02:57 PM

S/R: STRAIGHT
YOUR REF : HK128116PSUGWK3K
REC FROM : ABC BANK USA, N.A. 000 STREET AVENUE NEW YORK NY 00001
FED ID : 000000000
B/O CUSTOMER: /5bbb91234 XYZ RESEARCH CONSULTING CO., LTD ROOM 00C 11/F, ABC INSURANCE BLDG, HONG KONG ID: 1bbb56789
B/O BANK : ABC HONG KONG GENERAL REMITTANCE ATTN: MGR NAME PO BOX 00 HONG KONG HONG KONG
ACCT PARTY : /4bbb89123 NAME XYZ
REMARK : PAYMENT /CHGS/USD25,00/ /BNF/FW 000000000 XYZ BANK 000 7TH AVENUE, NEW YORK, NY 10001 UNITED STATES DEBIT REF 9bbb45678
FED TIME : 13:19
REC GFP : 11281819
MRN SEQ : 333420627
FED REF : 0000 B1Q0000C 003141 **VIA FED**

28-Nov-2016	28-Nov-2016	CHIPS CREDIT	0000USABC100000	5966800333FC	1 985.74	07:50 AM

S/R: STRAIGHT
YOUR REF : 0000USABC100000
REC FROM : ABCDABC BANK 0000 AVENUE OF THE STREETS NEW YORK NY 00001
B/O CUSTOMER: /2bbb67891 NAME, SRINAGAR KASHMIR INDIA
B/O BANK : XYZ BANK LTD ABC BRANCH SRINAGAR SRINAGAR INDIA

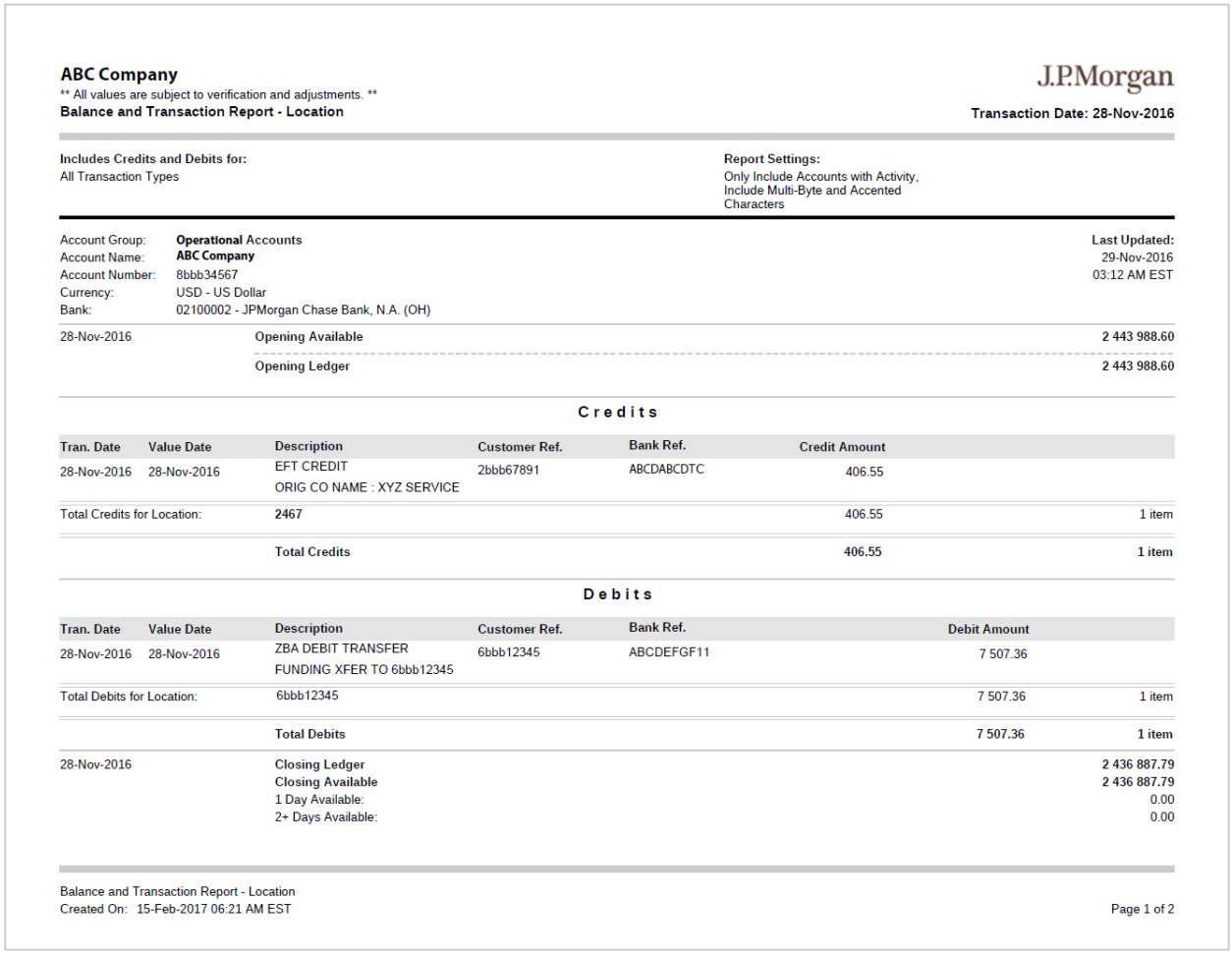
Balance and Transaction Report - Detail
Created On: 15-Feb-2017 06:11 AM EST

Page 1 of 3

1

Balance and Transaction Location Report

Provides a detailed view of balance and transactions by location.



ABC Company
** All values are subject to verification and adjustments. **
Balance and Transaction Report - Location

J.P.Morgan
Transaction Date: 28-Nov-2016

Includes Credits and Debits for:
All Transaction Types

Report Settings:
Only Include Accounts with Activity,
Include Multi-Byte and Accented Characters

Account Group:	**Operational** Accounts	**Last Updated:**
Account Name:	**ABC Company**	29-Nov-2016
Account Number:	8bbb34567	03:12 AM EST
Currency:	USD - US Dollar	
Bank:	02100002 - JPMorgan Chase Bank, N.A. (OH)	

28-Nov-2016	**Opening Available**	**2 443 988.60**
	Opening Ledger	**2 443 988.60**

Credits

Tran. Date	Value Date	Description	Customer Ref.	Bank Ref.	Credit Amount	
28-Nov-2016	28-Nov-2016	EFT CREDIT ORIG CO NAME : XYZ SERVICE	2bbb67891	ABCDABCDTC	406.55	
Total Credits for Location:		**2467**			406.55	1 item
		Total Credits			**406.55**	**1 item**

Debits

Tran. Date	Value Date	Description	Customer Ref.	Bank Ref.	Debit Amount	
28-Nov-2016	28-Nov-2016	ZBA DEBIT TRANSFER FUNDING XFER TO 6bbb12345	6bbb12345	ABCDEFGF11	7 507.36	
Total Debits for Location:		6bbb12345			7 507.36	1 item
		Total Debits			**7 507.36**	**1 item**

28-Nov-2016	**Closing Ledger**	**2 436 887.79**
	Closing Available	**2 436 887.79**
	1 Day Available:	0.00
	2+ Days Available:	0.00

Balance and Transaction Report - Location
Created On: 15-Feb-2017 06:21 AM EST

Page 1 of 2

Checks Paid Report - Date

Provides a detailed view of checks paid by date.

ABC Company
** All values are subject to verification and adjustments. **
Checks Paid Report - Date

J.P.Morgan

Transaction Date: 28-Nov-2016

Report Settings:
Only Include Accounts with Activity, Include Multi-Byte and Accented Characters

Sort Order:
Ascending Check Number

Account Group: **Ungrouped Accounts**
Account Name: **ABC Company**
Account Number: 6bbb12345
Currency: USD US Dollar
Bank: 02100002 - JPMORGAN CHASE NEW YORK

Last Updated:
29-Nov-2016
03:12 AM EST

		Check Amount	Check Number	Bank Reference
		450.44	122771	ABCDEABC
		125.88	122959	XYZABCDE
		67.07	122963	ABCDEF11
		1 300.97	122971	ABCDEAB1
		900.00	122972	WXYZABC2
		991.00	122974	BCDFABCD
		2 000.00	122987	ABCXYZF1
		1 672.00	122989	ZABCDABC
Total	8 Items	7 507.36 USD		

ALL DATES TOTALS

Total	8 Items	7 507.36 USD		

END OF REPORT

Checks Paid Report - Date
Created On: 15-Feb-2017 06:24 AM EST

Page 1 of 1

Controlled Disbursement Summary and Detail Report

Provides a funding summary and details for controlled disbursement accounts.

ABC CORP
** All values are subject to verification and adjustments. **
Controlled Disbursement Report - Summary and Detail

J.P.Morgan
Transaction Date: 03/14/2017

Report Settings: Only Include Accounts with Activity
Sort Order: Amount Descending

Bank: 04400003 - JPMorgan Chase Bank, N.A. (OH) **FINAL PRESENTMENT**

Account Name: ABC CORP
Account Number: 6bbb12345
Currency: USD US DOLLAR

Last Updated: 03/14/2017 09:50 AM EDT

SUMMARY	Items	Amount
Total Checks Presented	**51**	**92,293.30**
First Check Presentment	49	91,043.30
Second Check Presentment	2	1,250.00
Net Adjustments / Others		0.00
Net Electronic Transactions	2	0.15
Opening Ledger		0.00
Target Balance		0.00
Prior Day Late Presentment		0.00
Funding Requirement As Of 09:50 AM EDT		**92,293.45**

CHECKS PRESENTED

Customer Ref.	Amount
712300	15,000.00
712301	14,627.00
712303	10,500.00
734120	10,124.15
734248	9,000.00
734112	5,628.16
734243	3,328.52
734256	1,942.55
733997	1,844.23
734179	1,667.00
734012	1,610.00
733114	1,196.67
734150	1,050.00
730290	1,000.77
734091	1,000.00
95695	1,000.00
734166	816.00
734211	787.50

Controlled Disbursement Report - Summary and Detail
Created On: 03/16/2017 04:56 AM EDT

Page 1 of 3

3

Controlled Disbursement Summary Report

Provides a funding summary for controlled disbursement accounts.

ABC CORP
** All values are subject to verification and adjustments. **
Controlled Disbursement Report - Summary

J.P.Morgan
Transaction Date: 03/14/2017

Report Settings: Only Include Accounts with Activity
Sort Order: Amount Descending

Bank: 04400003 - JPMorgan Chase Bank, N.A. (OH) **FINAL PRESENTMENT**

Account Name: ABC CORP
Account Number: 6bbb12345
Currency: USD US DOLLAR
Last Updated: 03/14/2017 09:50 AM EDT

SUMMARY	Items	Amount
Total Checks Presented	**51**	**92,293.30**
First Check Presentment	49	91,043.30
Second Check Presentment	2	1,250.00
Net Adjustments / Others		0.00
Net Electronic Transactions	2	0.15
Opening Ledger		0.00
Target Balance		0.00
Prior Day Late Presentment		0.00
Funding Requirement As Of 09:50 AM EDT		**92,293.45**

04400003 - JPMORGAN CHASE BANK, N.A. (OH) TOTAL, FINAL FUNDING, 03/14/2017

	Items	Amount
Total Checks Presented	**51**	**92,293.30**
First Check Presentment	49	91,043.30
Second Check Presentment	2	1,250.00
Net Adjustments / Others		0.00
Net Electronic Transactions	2	0.15
Opening Ledger		0.00
Target Balance		0.00
Prior Day Late Presentment		0.00
Funding Requirement As Of 09:50 AM EDT		**92,293.45**

GRAND TOTAL, FINAL FUNDING, 03/14/2017

	Items	Amount
Total Checks Presented	**51**	**92,293.30**
First Check Presentment	49	91,043.30
Second Check Presentment	2	1,250.00
Net Adjustments / Others		0.00
Net Electronic Transactions	2	0.15
Opening Ledger		0.00
Target Balance		0.00
Prior Day Late Presentment		0.00
Funding Requirement		**92,293.45**

END OF REPORT

Controlled Disbursement Report - Summary
Created On: 03/16/2017 04:57 AM EDT
Page 1 of 1

Controlled Disbursement Detail Report

Provides paid check details for controlled disbursement accounts.

ABC CORP
** All values are subject to verification and adjustments. **
Controlled Disbursement Report - Detail

J.P.Morgan
Transaction Date: 03/14/2017

Report Settings: Only Include Accounts with Activity
Sort Order: Amount Descending

Bank: 04400003 - JPMorgan Chase Bank, N.A. (OH) **FINAL PRESENTMENT**

Account Name: ABC CORP
Account Number: 6bbb12345
Currency: USD US DOLLAR

Last Updated: 03/14/2017 09:50 AM EDT

CHECKS PRESENTED

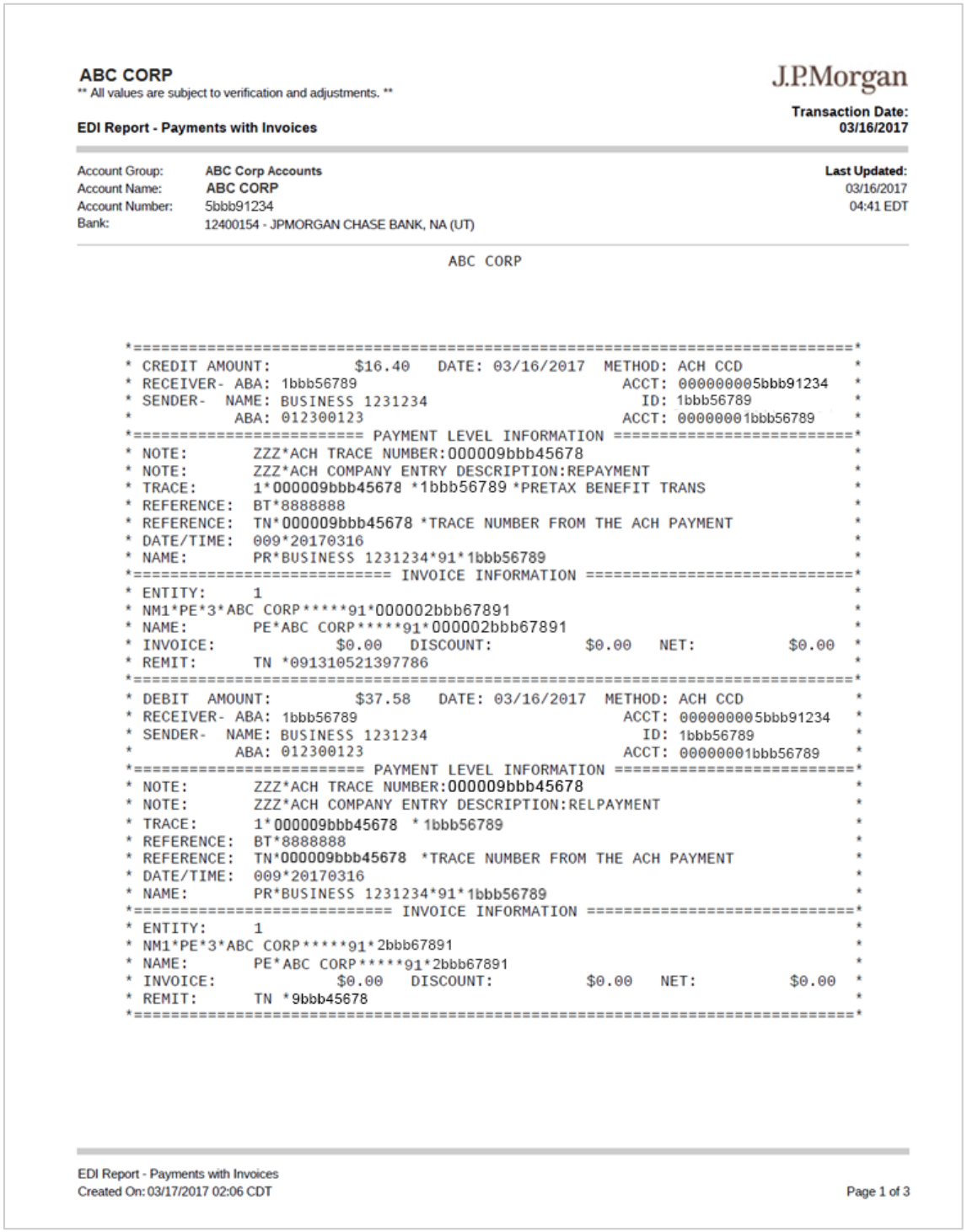
Customer Ref.	Amount
712300	15,000.00
712301	14,627.00
712303	10,500.00
734120	10,124.15
734248	9,000.00
734112	5,628.16
734243	3,328.52
734256	1,942.55
733997	1,844.23
734179	1,667.00
734012	1,610.00
733114	1,196.67
734150	1,050.00
730290	1,000.77
734091	1,000.00
95695	1,000.00
734166	816.00
734211	787.50
734156	729.41
734134	720.00
733826	671.38
734184	665.28
733815	614.74
734119	576.00

Controlled Disbursement Report - Detail
Created On: 03/16/2017 04:58 AM EDT

Page 1 of 3

EDI Payments with Invoices Report

Provides detailed remittance and invoice information for electronic receivables or payments for a specific settlement date in Adobe® PDF or ANSI X12 820 (text) formats.



ABC CORP
** All values are subject to verification and adjustments. **

J.P.Morgan

EDI Report - Payments with Invoices

Transaction Date:
03/16/2017

Account Group:	**ABC Corp Accounts**	**Last Updated:**
Account Name:	**ABC CORP**	03/16/2017
Account Number:	5bbb91234	04:41 EDT
Bank:	12400154 - JPMORGAN CHASE BANK, NA (UT)	

ABC CORP

```
*================================================================================*
* CREDIT AMOUNT:         $16.40   DATE: 03/16/2017  METHOD: ACH CCD              *
* RECEIVER- ABA: 1bbb56789                            ACCT: 000000005bbb91234    *
* SENDER-  NAME: BUSINESS 1231234                       ID: 1bbb56789            *
*           ABA: 012300123                            ACCT: 00000001bbb56789     *
*======================== PAYMENT LEVEL INFORMATION =============================*
* NOTE:       ZZZ*ACH TRACE NUMBER:000009bbb45678                                *
* NOTE:       ZZZ*ACH COMPANY ENTRY DESCRIPTION:REPAYMENT                        *
* TRACE:      1*000009bbb45678 *1bbb56789 *PRETAX BENEFIT TRANS                  *
* REFERENCE:  BT*8888888                                                         *
* REFERENCE:  TN*000009bbb45678 *TRACE NUMBER FROM THE ACH PAYMENT               *
* DATE/TIME:  009*20170316                                                       *
* NAME:       PR*BUSINESS 1231234*91*1bbb56789                                   *
*============================ INVOICE INFORMATION ===============================*
* ENTITY:     1                                                                  *
* NM1*PE*3*ABC CORP*****91*000002bbb67891                                        *
* NAME:       PE*ABC CORP*****91*000002bbb67891                                  *
* INVOICE:            $0.00   DISCOUNT:          $0.00   NET:          $0.00    *
* REMIT:      TN *091310521397786                                                *
*================================================================================*
* DEBIT  AMOUNT:         $37.58   DATE: 03/16/2017  METHOD: ACH CCD              *
* RECEIVER- ABA: 1bbb56789                            ACCT: 000000005bbb91234    *
* SENDER-  NAME: BUSINESS 1231234                       ID: 1bbb56789            *
*           ABA: 012300123                            ACCT: 00000001bbb56789     *
*======================== PAYMENT LEVEL INFORMATION =============================*
* NOTE:       ZZZ*ACH TRACE NUMBER:000009bbb45678                                *
* NOTE:       ZZZ*ACH COMPANY ENTRY DESCRIPTION:RELPAYMENT                       *
* TRACE:      1*000009bbb45678  *1bbb56789                                       *
* REFERENCE:  BT*8888888                                                         *
* REFERENCE:  TN*000009bbb45678  *TRACE NUMBER FROM THE ACH PAYMENT              *
* DATE/TIME:  009*20170316                                                       *
* NAME:       PR*BUSINESS 1231234*91*1bbb56789                                   *
*============================ INVOICE INFORMATION ===============================*
* ENTITY:     1                                                                  *
* NM1*PE*3*ABC CORP*****91*2bbb67891                                             *
* NAME:       PE*ABC CORP*****91*2bbb67891                                       *
* INVOICE:            $0.00   DISCOUNT:          $0.00   NET:          $0.00    *
* REMIT:      TN *9bbb45678                                                      *
*================================================================================*
```

EDI Report - Payments with Invoices
Created On: 03/17/2017 02:06 CDT

Page 1 of 3

EDI Payments Report

Provides summary of remittance information for electronic receivables or payments for a specific settlement date in Adobe® PDF format.



ABC CORP
** All values are subject to verification and adjustments. **

J.P.Morgan

Transaction Date:
03/20/2017

EDI Report - Payments

Account Name:	**MAIN OPERATING ACCT**	**Last Updated:**
Account Number:	5bbb91234	03/22/2017
Bank:	12400154 - JPMORGAN CHASE BANK, NA (UT)	04:31 AM EDT

ABC CORP

```
*================================================================================*
* CREDIT AMOUNT:         $16.40   DATE: 03/16/2017  METHOD: ACH CCD              *
* RECEIVER- ABA: 1bbb56789                            ACCT: 000000005bbb91234    *
* SENDER-  NAME: BUSINESS 1231234                       ID: 1bbb56789            *
*           ABA: 012300123                            ACCT: 00000001bbb56789     *
*======================== PAYMENT LEVEL INFORMATION =============================*
* NOTE:       ZZZ*ACH TRACE NUMBER:000009bbb45678                                *
* NOTE:       ZZZ*ACH COMPANY ENTRY DESCRIPTION:REPAYMENT                        *
* TRACE:      1*000009bbb45678 *1bbb56789 *PRETAX BENEFIT TRANS                  *
* REFERENCE:  BT*8888888                                                         *
* REFERENCE:  TN* 000009bbb45678 *TRACE NUMBER FROM THE ACH PAYMENT              *
* DATE/TIME:  009*20170316                                                       *
* NAME:       PR*BUSINESS 1231234*91*1bbb56789                                   *
*================================================================================*
* DEBIT  AMOUNT:         $37.58   DATE: 03/16/2017  METHOD: ACH CCD              *
* RECEIVER- ABA: 1bbb56789                            ACCT: 000000005bbb91234    *
* SENDER-  NAME: BUSINESS 1231234                       ID: 1bbb56789            *
*           ABA: 012300123                            ACCT: 00000001bbb56789     *
*======================== PAYMENT LEVEL INFORMATION =============================*
* NOTE:       ZZZ*ACH TRACE NUMBER:000009bbb45678                                *
* NOTE:       ZZZ*ACH COMPANY ENTRY DESCRIPTION:RELPAYMENT                       *
* TRACE:      1*000009bbb45678 *1bbb56789                                        *
* REFERENCE:  BT*8888888                                                         *
* REFERENCE:  TN* 000009bbb45678 *TRACE NUMBER FROM THE ACH PAYMENT              *
* DATE/TIME:  009*20170316                                                       *
* NAME:       PR*BUSINESS 1231234*91*1bbb56789                                   *
*================================================================================*
```

EDI Report - Payments
Created On: 03/22/2017 05:42 AM CDT

Page 1 of 2

Regional Report - Check Status

5

Provides the status and other information for issued checks and drafts. Only available for Asia based and other select accounts.

XYZ Corp

** All values are subject to verification and adjustments. **

J.P.Morgan

Regional Report - Check Status

Issue Date: All
Presented Date Range: 03/01/2017 - 03/02/2017

Check Type:	Bank Check, Bank Draft, Corporate Check		
Check Status:	All		
Delivery Method:	All		
Transaction CCY:	All	**Data Display:**	Only Include Accounts with Activity Page Break by Account Include Multi-Byte and Accented Characters Confidential and Non-Confidential
		Sort Values:	Check Number, Ascending

Account Group:	**Ungrouped Accounts**
Account Name:	**XYZ CORP**
Account Number:	6bbb12345
Currency:	THB Baht
Bank:	CHASTHBB - JPMorgan Chase Bank, NA Thailand

Last Updated:
11/30/2016
11:12 PM GMT +05:30

Additional Transaction Data		Amount & Dates		Name & Account Details			
Check Type:	Bank Check		THB 3,429.89	**Payee Name:**	NAME		
Check Status:	Outstanding				XYZBANK		
Check Number:	2bbb67891	**Issue Date:**	11/21/2016	**Issuing Bank:**		**Confidential:**	No
Transaction:	000000055062271	**Value Date:**	11/21/2016	**Delivery Method:**	MPR - Messenger to Payer		
Customer Ref.:	3bbb78912	**Effective Date:**	11/21/2016	**Delivery Status:**			
Airway Bill:		**Delivery Date:**		**By Order Of:**	XYZ (THAILAND) CO., LTD.		
Payable at Location:		**Check Date:**	11/21/2016				
Check Type:	Bank Check		THB 7,176.00	**Payee Name:**	NAME		
Check Status:	Outstanding				XYZBANK		
Check Number:	3bbb78912	**Issue Date:**	11/25/2016	**Issuing Bank:**		**Confidential:**	No
Transaction:	000000055245896	**Value Date:**	11/25/2016	**Delivery Method:**	MPR - Messenger to Payer		
Customer Ref.:	2bbb67891	**Effective Date:**	11/25/2016	**Delivery Status:**			
Airway Bill:		**Delivery Date:**		**By Order Of:**	XYZ (THAILAND) CO., LTD.		
Payable at Location:		**Check Date:**	11/25/2016				

TOTALS BY CHECK TYPE

Account Name:	**ABC Company**
Account Number:	1bbb56789

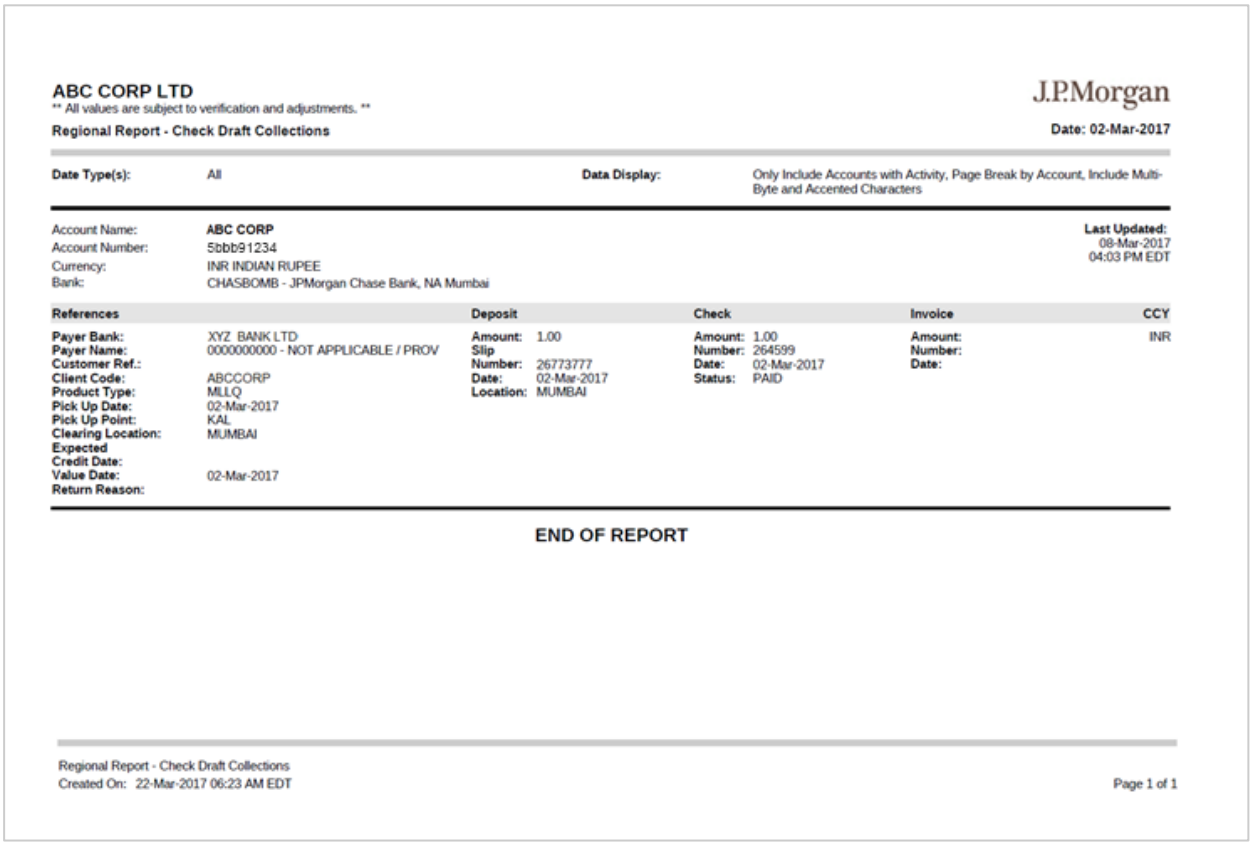
Issue Date: All
Presented Date Range: 03/01/2017 - 03/02/2017

BANK CHECKS			BANK DRAFTS			CORPORATE CHECKS		
CCY	Items	Amount	CCY	Items	Amount	CCY	Items	Amount
THB	2	10,605.89	NO DATA REPORTED			NO DATA REPORTED		

Regional Report – Check Draft Collections

5

Provides the detailed information on paper collection items. Only available for Asia based and other select accounts.



ABC CORP LTD
** All values are subject to verification and adjustments. **
Regional Report - Check Draft Collections

J.P.Morgan
Date: 02-Mar-2017

Date Type(s):	All	**Data Display:**	Only Include Accounts with Activity, Page Break by Account, Include Multi-Byte and Accented Characters

Account Name:	**ABC CORP**	**Last Updated:** 08-Mar-2017 04:03 PM EDT
Account Number:	5bbb91234	
Currency:	INR INDIAN RUPEE	
Bank:	CHASBOMB - JPMorgan Chase Bank, NA Mumbai	

References		Deposit		Check		Invoice	CCY
Payer Bank:	XYZ BANK LTD	**Amount:**	1.00	**Amount:**	1.00	**Amount:**	INR
Payer Name:	0000000000 - NOT APPLICABLE / PROV	**Slip Number:**	26773777	**Number:**	264599	**Number:**	
Customer Ref.:		**Date:**	02-Mar-2017	**Date:**	02-Mar-2017	**Date:**	
Client Code:	ABCCORP	**Location:**	MUMBAI	**Status:**	PAID		
Product Type:	MLLQ						
Pick Up Date:	02-Mar-2017						
Pick Up Point:	KAL						
Clearing Location:	MUMBAI						
Expected Credit Date:							
Value Date:	02-Mar-2017						
Return Reason:							

END OF REPORT

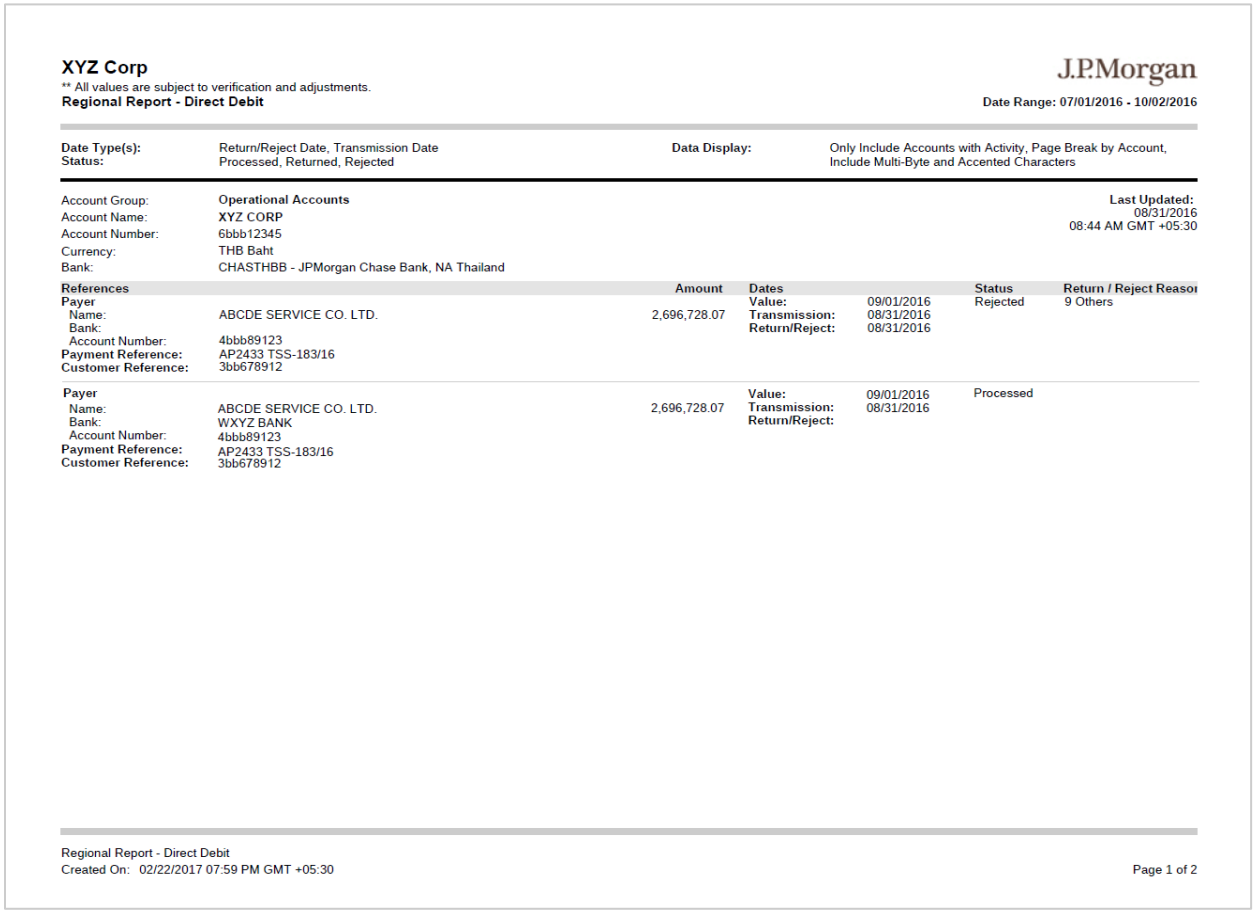
Regional Report - Check Draft Collections
Created On: 22-Mar-2017 06:23 AM EDT

Page 1 of 1

Regional Report – Direct Debit

5

Provides information about direct debit transactions and the status of the transaction. Only available for Asia based and other select accounts.



XYZ Corp
** All values are subject to verification and adjustments.
Regional Report - Direct Debit

J.P.Morgan
Date Range: 07/01/2016 - 10/02/2016

Date Type(s):	Return/Reject Date, Transmission Date	**Data Display:**	Only Include Accounts with Activity, Page Break by Account, Include Multi-Byte and Accented Characters
Status:	Processed, Returned, Rejected		

Account Group:	**Operational Accounts**
Account Name:	**XYZ CORP**
Account Number:	6bbb12345
Currency:	THB Baht
Bank:	CHASTHBB - JPMorgan Chase Bank, NA Thailand

Last Updated: 08/31/2016 08:44 AM GMT +05:30

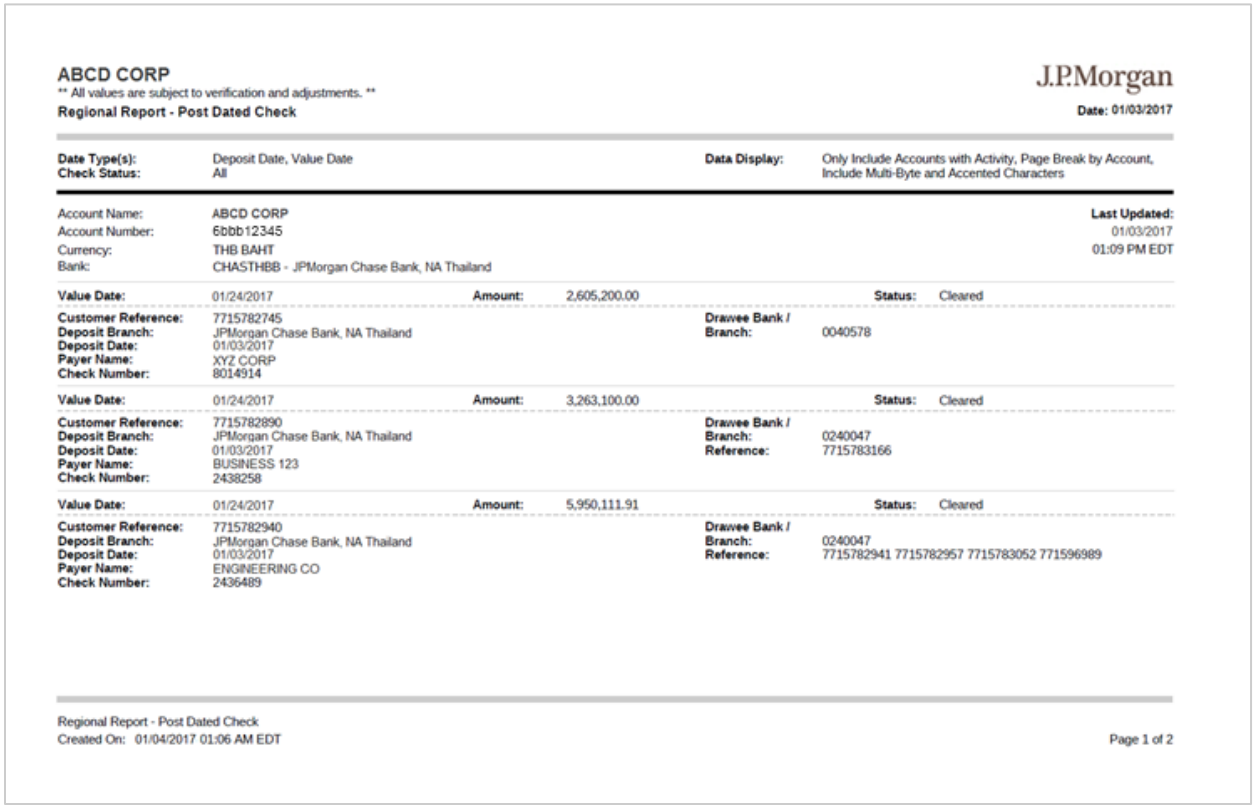
References		Amount	Dates		Status	Return / Reject Reason
Payer			**Value:**	09/01/2016	Rejected	9 Others
Name:	ABCDE SERVICE CO. LTD.	2,696,728.07	**Transmission:**	08/31/2016		
Bank:			**Return/Reject:**	08/31/2016		
Account Number:	4bbb89123					
Payment Reference:	AP2433 TSS-183/16					
Customer Reference:	3bb678912					
Payer			**Value:**	09/01/2016	Processed	
Name:	ABCDE SERVICE CO. LTD.	2,696,728.07	**Transmission:**	08/31/2016		
Bank:	WXYZ BANK		**Return/Reject:**			
Account Number:	4bbb89123					
Payment Reference:	AP2433 TSS-183/16					
Customer Reference:	3bb678912					

Regional Report - Direct Debit
Created On: 02/22/2017 07:59 PM GMT +05:30

Page 1 of 2

Regional Report – Post Dated Check

Provides the status of future dated checks that are warehoused by J.P. Morgan. Only available for Asia based and other select accounts.



ABCD CORP
** All values are subject to verification and adjustments. **
Regional Report - Post Dated Check

J.P.Morgan
Date: 01/03/2017

Date Type(s):	Deposit Date, Value Date	**Data Display:**	Only Include Accounts with Activity, Page Break by Account, Include Multi-Byte and Accented Characters
Check Status:	All		

Account Name:	ABCD CORP	**Last Updated:**
Account Number:	6bbb12345	01/03/2017
Currency:	THB BAHT	01:09 PM EDT
Bank:	CHASTHBB - JPMorgan Chase Bank, NA Thailand	

Value Date:	01/24/2017	**Amount:**	2,605,200.00	**Status:**	Cleared
Customer Reference:	7715782745			**Drawee Bank / Branch:**	0040578
Deposit Branch:	JPMorgan Chase Bank, NA Thailand				
Deposit Date:	01/03/2017				
Payer Name:	XYZ CORP				
Check Number:	8014914				
Value Date:	01/24/2017	**Amount:**	3,263,100.00	**Status:**	Cleared
Customer Reference:	7715782890			**Drawee Bank / Branch:**	0240047
Deposit Branch:	JPMorgan Chase Bank, NA Thailand			**Reference:**	7715783166
Deposit Date:	01/03/2017				
Payer Name:	BUSINESS 123				
Check Number:	2438258				
Value Date:	01/24/2017	**Amount:**	5,950,111.91	**Status:**	Cleared
Customer Reference:	7715782940			**Drawee Bank / Branch:**	0240047
Deposit Branch:	JPMorgan Chase Bank, NA Thailand			**Reference:**	7715782941 7715782957 7715783052 771596989
Deposit Date:	01/03/2017				
Payer Name:	ENGINEERING CO				
Check Number:	2436489				

Regional Report - Post Dated Check
Created On: 01/04/2017 01:06 AM EDT

Page 1 of 2

Regional Report - Standard Collections

5

Provides the details of a variety of incoming transactions posted to your J.P. Morgan account. Only available for Asia based and other select accounts.

ABC Company LLC

** All values are subject to verification and adjustments. **

Regional Report - Standard Collections

J.P.Morgan

Value Date Range: 08/01/2016 - 11/02/2016

Incoming Instruments: All

Data Display: Only Include Accounts with Activity, Page Break by Account, Include Multi-Byte and Accented Characters

Account Group: **Ungrouped Accounts**
Account Name: **ABC COMPANY LLC**
Account Number: 1bbb56789
Currency: USD US Dollar
Bank: CHASAUSS - JPMorgan Chase Bank, NA Sydney

Last Updated: 12/01/2016 02:53 AM GMT +05:30

References	Check Number	Value Date	Invoice Number		Amount	CCY
Instrument Type: Wires **Payer** Name: ABC NAME Bank: Account Number: **Bank Reference:** ABCDEF11 **Customer Reference:** 6bbb12345 **Reference:** /INV/ABCDE12 XYZABC2XXXX		08/15/2016 **Product Type:** **UTR Reference:**		**Payment:** **Remittance:**	1,378.00 1,378.00	USD
Instrument Type: Wires **Payer** Name: ABC BANK SECURITIES ASIA LIMITED Bank: Account Number: **Bank Reference:** XYZABC11 **Customer Reference:** 2499/XYZ-3bbb78912 **Reference:** /XYZ/202ABC16081501311 WXYZ-0001136130 TO PAY FOR GOODS AND/OR SERVICES		08/15/2016 **Product Type:** **UTR Reference:**		**Payment:** **Remittance:**	1,532.51 1,532.51	USD
Instrument Type: Wires **Payer** Name: ABCDE INTERNATIONAL CAPITAL CORP Bank: Account Number: **Bank Reference:** XYZABC11 **Customer Reference:** 2499/ABC-4bbb89123 **Reference:** /ABC/202XY16081600759 ABCDE INV NO J233649		08/16/2016 **Product Type:** **UTR Reference:**		**Payment:** **Remittance:**	1,748.47 1,748.47	USD
Instrument Type: Wires **Payer** Name: XYZ (ASIA) LIMITED Bank: Account Number: **Bank Reference:** XYZABC11 **Customer Reference:** PAY6bbb12345 **Reference:** J234003,J091373		08/16/2016 **Product Type:** **UTR Reference:**		**Payment:** **Remittance:**	8,604.06 8,604.06	USD

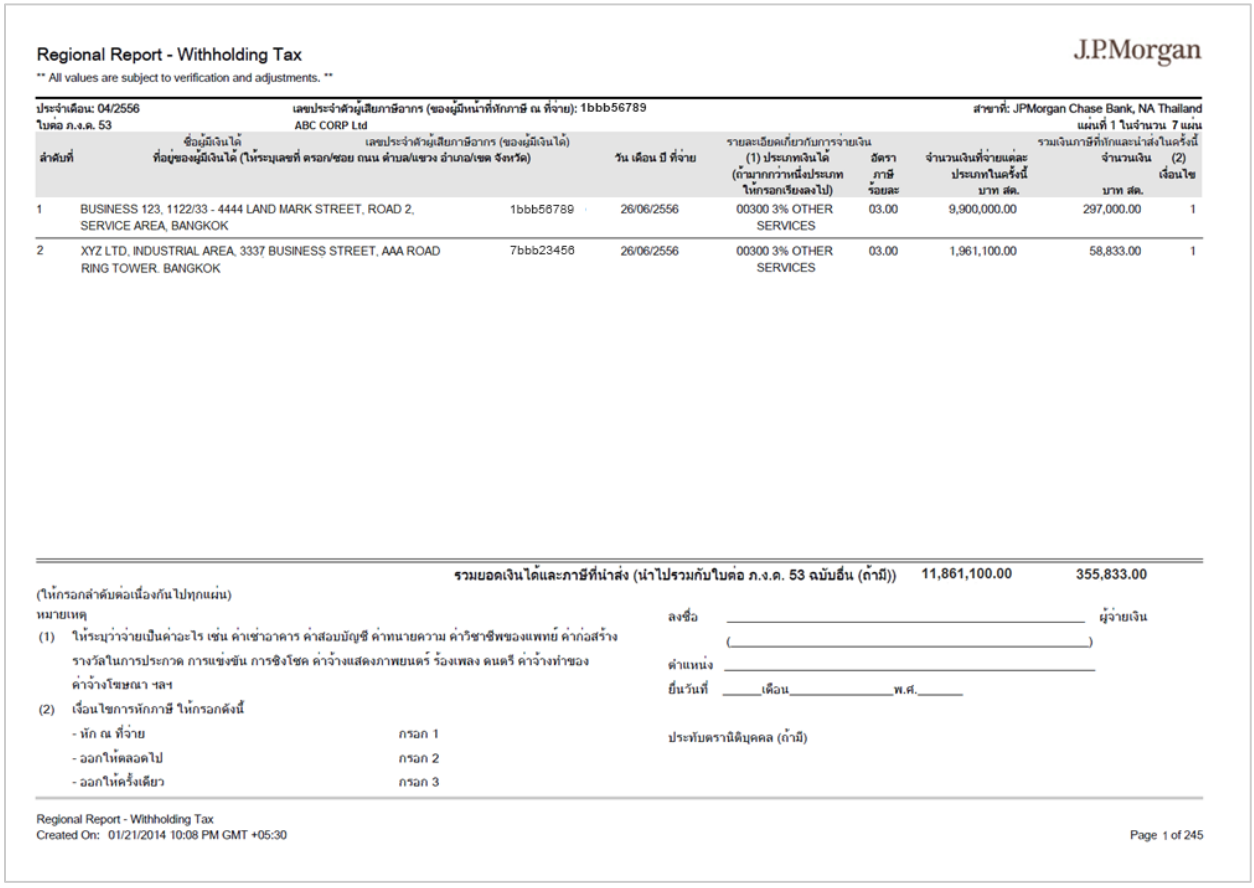
Regional Report - Standard Collections
Created On: 02/24/2017 03:45 PM GMT +05:30

Page 1 of 40

Regional Report – Withholding Tax

5

Provides the detailed information on Taxes withheld on a monthly basis for your J.P. Morgan account. Only available for Thailand based and other select accounts.



Regional Report - Withholding Tax

J.P.Morgan

** All values are subject to verification and adjustments. **

ประจำเดือน: 04/2556 เลขประจำตัวผู้เสียภาษีอากร (ของผู้มีหน้าที่หักภาษี ณ ที่จ่าย): 1bbb56789 สาขาที่: JPMorgan Chase Bank, NA Thailand

ใบต่อ ภ.ง.ด. 53 ABC CORP Ltd แผ่นที่ 1 ในจำนวน 7 แผ่น

ลำดับที่	ชื่อผู้มีเงินได้ ที่อยู่ของผู้มีเงินได้ (ให้ระบุเลขที่ ตรอก/ซอย ถนน ตำบล/แขวง อำเภอ/เขต จังหวัด)	เลขประจำตัวผู้เสียภาษีอากร (ของผู้มีเงินได้)	วัน เดือน ปี ที่จ่าย	รายละเอียดเกี่ยวกับการจ่ายเงิน (1) ประเภทเงินได้ (ถ้ามากกว่าหนึ่งประเภท ให้กรอกเรียงลงไป)	อัตราภาษีร้อยละ	จำนวนเงินที่จ่ายแต่ละประเภทในครั้งนี้ บาท สต.	รวมเงินภาษีที่หักและนำส่งในครั้งนี้ จำนวนเงิน บาท สต.	(2) เงื่อนไข
1	BUSINESS 123, 1122/33 - 4444 LAND MARK STREET, ROAD 2, SERVICE AREA, BANGKOK	1bbb56789	26/06/2556	00300 3% OTHER SERVICES	03.00	9,900,000.00	297,000.00	1
2	XYZ LTD, INDUSTRIAL AREA, 3337 BUSINESS STREET, AAA ROAD RING TOWER, BANGKOK	7bbb23456	26/06/2556	00300 3% OTHER SERVICES	03.00	1,961,100.00	58,833.00	1

รวมยอดเงินได้และภาษีที่นำส่ง (นำไปรวมกับใบต่อ ภ.ง.ด. 53 ฉบับอื่น (ถ้ามี)) 11,861,100.00 355,833.00

(ให้กรอกลำดับต่อเนื่องกันไปทุกแผ่น)

หมายเหตุ

(1) ให้ระบุว่าจ่ายเป็นค่าอะไร เช่น ค่าเช่าอาคาร ค่าสอบบัญชี ค่าทนายความ ค่าวิชาชีพของแพทย์ ค่าก่อสร้าง รางวัลในการประกวด การแข่งขัน การชิงโชค ค่าจ้างแสดงภาพยนตร์ ร้องเพลง ดนตรี ค่าจ้างทำของ ค่าจ้างโฆษณา ฯลฯ

(2) เงื่อนไขการหักภาษี ให้กรอกดังนี้

- หัก ณ ที่จ่าย กรอก 1
- ออกให้ตลอดไป กรอก 2
- ออกให้ครั้งเดียว กรอก 3

ลงชื่อ _____ ผู้จ่ายเงิน

(_____)

ตำแหน่ง _____

ยื่นวันที่ _____เดือน_____พ.ศ._____

ประทับตรานิติบุคคล (ถ้ามี)

Regional Report - Withholding Tax
Created On: 01/21/2014 10:08 PM GMT +05:30

Page 1 of 245

Returns and Exceptions Report

6

Provides a detailed view of return and exception items, including check returns, ACH returns and ACH Notification of Change (NOC). Asia based accounts will only have electronic transactions-based return information.

WESTERGREEN GROUP
** All values are subject to verification and adjustments. **
Returns and Exceptions Report - Account **Original Date Range: 05/01/2022 - 05/31/2022**

Account Name: **WESTERGREEN GROUP**
Account Number: 6bbb12345
Currency: USD - US DOLLAR
Bank: 11100061 - JPMorgan Chase Bank, N.A. (TX)

Last Updated:
06/23/2022
06:02 AM EDT

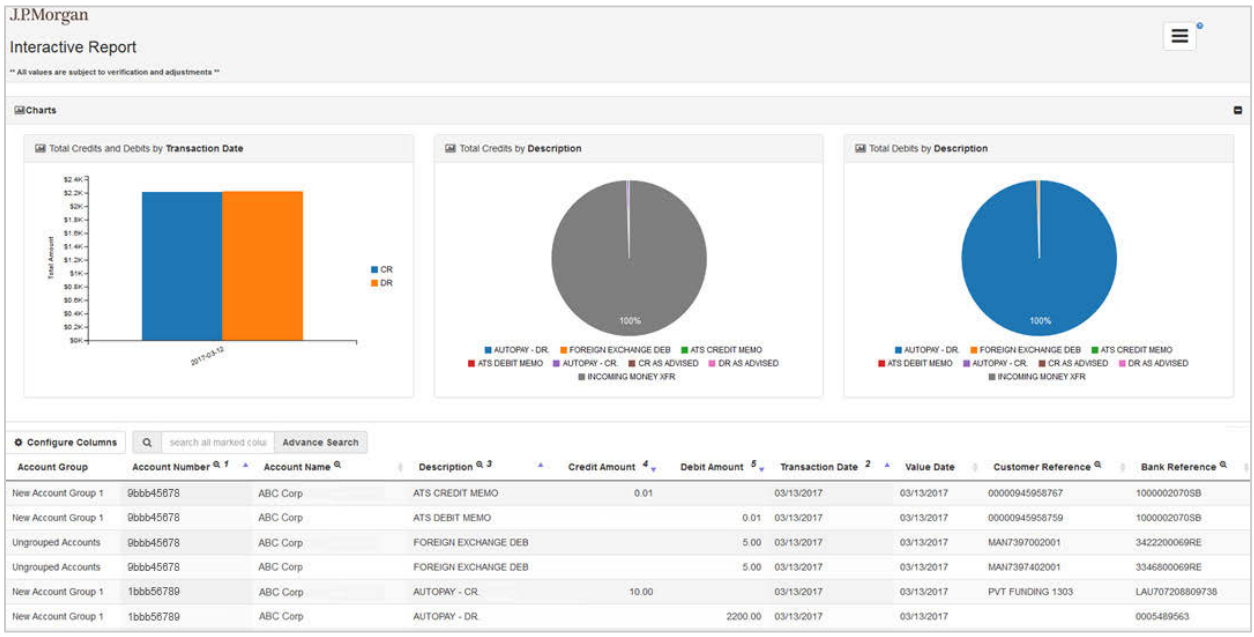
Post Date	Original Date / Reject Date	Company / Location ID	Status	Return / Reject Reason	Credit Amount	Debit Amount
05/11/2022	05/09/2022 05/09/2022	3bbb78912	ACHRETURN	R02 ACCOUNT CLOSED ISA*00* *00* *ZZ*072000326 *ZZ*031207607 *2bbb67891 CHECKING	27,612.38	
	Beneficiary ID: 1bbb56789 Name: BUSINESS 123 Bank: NORMAL STANDARDS BANK Account: 8bbb34567			**Originator:** WESTERGREEN GROUP **Bank Trace:** 021000025165356 **Customer Trace:** 07bbb23456 **Batch Description:** EPOSPYMNTS		
05/11/2022	05/09/2022 05/09/2022	3bbb78912	ACHNOC	C02 INCORRECT ROUTING AND TRA ISA*00* *00* *ZZ*072000326 *ZZ*114994109 *220506*180 NEW R/T = 1bbb56789	0.00	
	Beneficiary ID: 3bbb78912 Name: ENGINEERING CO. Bank: STABLE CHANNEL BANK Account: 2bbb67891			**Originator:** WESTERGREEN GROUP **Bank Trace:** 021000028232920 **Customer Trace:** 07bbb23456 **Batch Description:** EPOSPYMNTS		
05/11/2022	05/09/2022 05/09/2022	3bbb78912	ACHNOC	C02 INCORRECT ROUTING AND TRA ISA*00* *00* *ZZ*072000326 *ZZ*114994109 *220506*180 NEW R/T = 1bbb56789	0.00	
	Beneficiary ID: 4bbb89123 Name: 001EQUITECTRA CORPORATION Bank: BANK OF ANDERTON CORP. Account: 2bbb67891			**Originator:** WESTERGREEN GROUP **Bank Trace:** 021000028233014 **Customer Trace:** 07bbb23456 **Batch Description:** EPOSPYMNTS		
05/11/2022	05/09/2022 05/09/2022	3bbb78912	ACHNOC	C02 INCORRECT ROUTING AND TRA ISA*00* *00* *ZZ*072000326 *ZZ*114994109 *220506*180 NEW R/T = 1bbb56789	0.00	

Returns and Exceptions Report - Account
Created On: 06/23/2022 12:22 PM EDT

Page 3 of 75

Transaction Detail Report - Interactive

Provides a highly customizable list view of transactions with dynamic graphic options. Once the Online report is generated, you can customize the report using a host of interactive features and then download the report in PDF or Excel format. Online changes can be saved as a new Customized Report.



Account Group	Account Number	Account Name	Description	Credit Amount	Debit Amount	Transaction Date	Value Date	Customer Reference	Bank Reference
New Account Group 1	9bbb45678	ABC Corp	ATS CREDIT MEMO	0.01		03/13/2017	03/13/2017	00000945958767	100002070SB
New Account Group 1	9bbb45678	ABC Corp	ATS DEBIT MEMO		0.01	03/13/2017	03/13/2017	00000945958759	100002070SB
Ungrouped Accounts	9bbb45678	ABC Corp	FOREIGN EXCHANGE DEB		5.00	03/13/2017	03/13/2017	MAN7397002001	3422200069RE
Ungrouped Accounts	9bbb45678	ABC Corp	FOREIGN EXCHANGE DEB		5.00	03/13/2017	03/13/2017	MAN7397402001	3346800069RE
New Account Group 1	1bbb56789	ABC Corp	AUTOPAY - CR.	10.00		03/13/2017	03/13/2017	PVT FUNDING 1303	LAU707208809738
New Account Group 1	1bbb56789	ABC Corp	AUTOPAY - DR.		2200.00	03/13/2017	03/13/2017		0005489563

Wire Detail Report - Date

Provides incoming and outgoing wire transaction information by date for Fedwire, CHIPS, SWIFT and Book Transfer with complete advice-level detail. This report is also available by account.

ABC Company
** All values are subject to verification and adjustments. **
Wire Detail Report - Date

J.P.Morgan
Transaction Date: 28-Nov-2016

Data Display
Only Include Accounts with Activity, Include Multi-Byte and Accented Characters, Includes Credits and Debits

Transaction Date: 28-Nov-2016

Account Group: **USD ACCT**
Account Name: **AccountNickname1**
Account Number: 3bbb78912
Currency: USD US Dollar
Bank: 02100002 - JPMORGAN CHASE NEW YORK

Last Updated: 29-Nov-2016 01:40 AM EST

Credits

Credit Amount	1 985.74 USD	**Transaction Date / Time**	28-Nov-2016 07:50 AM EST
Description	CHIPS CREDIT	**Value Date / Time**	28-Nov-2016 01:40 AM
		Release Time	
Customer Reference	1bbb56789USGOR	**Bank Reference**	EST 4bb789123FC
GFP Reference		**GFP Received**	1bbb56789
CHIP Seq/Ref	2bbb67891	**SRN**	
Received From	SOME BANK 1095 XYZ AVENUE NEW YORK NY		
By Order Customer	1bbb56789 ABC CUSTOMER NAME, PLACE INDIA AND		
By Order Bank	NAME BANK LTD XYZ BRANCH PLACE INDIA 3bbb78912		
Beneficiary	XYZ BENEFICIARY NAME NEW YORK USA		
Account Party	NAME OF BANK: NEW BANK OF NY ADDRES: 1234 STREET NEW YORK		
Remarks	GIFT FROM BROTHER 25.00 FEE DEDUCTED DEBIT REF 2bbb67891		

Credit Amount	90.57 USD	**Transaction Date / Time**	28-Nov-2016 09:52 PM EST
Description	CHIPS CREDIT	**Value Date / Time**	28-Nov-2016 01:40 AM EST
		Release Time	
Customer Reference	A/B SOMEBANK	**Bank Reference**	1bbb56789FC
GFP Reference		**GFP Received**	2bbb67891
CHIP Seq/Ref	NYC 1bbb56789	**SRN**	
Received From	SOME BANK 123 ANY STREET NEW YORK NY 10000-0000 /		
By Order Customer	CH7bbb6300394762111811 ABC AG HOLDINGS 5 3011		
By Order Bank	BCDE USER BANK 1 ANYWHERE SWITZERLAND CH 0001		
Account Party	9bbb45678 BILLINGHURST SANDRA 3 PLACE SQUARE VILL US-00000 NEW		
Remarks	YORK HONOABCD EQUIV. OF CHF 108.35 DEBIT REF S06bbb12345		

Credit Amount	8 996.00 USD	**Transaction Date / Time**	28-Nov-2016 02:57 PM EST
Description	FEDWIRE CREDIT	**Value Date / Time**	28-Nov-2016 01:40 AM EST
		Release Time	
Customer Reference	HK1bbb56789	**Bank Reference**	3bbb78912FF
FED Reference	B1Q8bb4C 003141 **VIA FED**	**Fed Time (ET)**	13:19
GFP Reference		**GFP Received**	11281819
MRN Sequence	3bbb78912	**Sending Bank ID**	2bbb67891
Received From	NAME1 BANK USA, N.A. 000 FIFTEENTH AVENUE NEW YORK NY 00000		
By Order Customer	/05bbb91234 SOME RESEARCH CONSULTING CO., LTD ROOM 111 11/F,CHINA XYZ BLDG, HONG KONG ID:1bbb56789		
By Order Bank	XYZ HONG KONG GENERAL REMITTANCE ATTN: NAME PO BOX 00 HONG KONG		
Account Party	HONG KONG /3bbb78912 NAME		
Remarks	PAYMENT /CHGS/USD25.00/ /BNF/FW 026003379 ANY NAME 000 AVENUE, CITY, NY 00000 UNITED STATES DEBIT REF 3bbb78912		

Wire Detail Report - Date
Created On: 15-Feb-2017 07:40 AM EST
Page 1 of 45

Payment Summary Report

9

Provides originated payment transaction information at a summary level.

ABC Company
** All values are subject to verification and adjustments. **
Payment Report - Summary

J.P.Morgan
Payment Value Date: 15-Feb-2017

Data Display	Only Include Accounts with Activity, Include Payment History Additional Sort: Value Date (Ascending)
Payment Methods/Descriptions	All
Payment Status	Saved, Pending Approval, Partially Approved, Pending Release, Rejected, Released, Delivered, Completed, Rejected By Bank
Payment Creation Method	Free Form, Imported, From Template. Template Name: All Templates.
Payment Method Currency	Cross-Currency
Payment Amount	
Payment Currencies	All
Event History & Selected Users	All Events - All

Account Name:	**ABC Company**
Account Number:	7bbb23456
Currency:	USD US Dollar
Bank:	02100002 - JPMORGAN CHASE NEW YORK

WIRE

Value Date	Originating Account / Payment ID	Beneficiary Name / Creation Method	Bank Reference / Settlement Reference	CCY	Payment Amount	CCY	Debit Amount
Wire - Pending Release							
15-Feb-2017	0000007bbb23456 021000002 - JPMORGAN CHASE NEW YORK 1bbb56789	XYZ Company Free Form		GBP	234.00	USD **Rate** 1.5791	369.51
	Event	**Date / Time**	**Actioned By**	**User ID / Approval Category**		**Additional Information**	
	Saved as Template	15-Feb-2017 08:48 AM EST	im ada	user01		Saved As Template: SAMPLE ABC TEMPLATE	
	Approved	15-Feb-2017 08:45 AM EST	im ada	user01			
	Modified	15-Feb-2017 08:45 AM EST	im ada	user01			
	Approved	15-Feb-2017 06:50 AM EST	im ada	user01			
	Submitted	15-Feb-2017 06:50 AM EST	im ada	user01		Created from Scratch	
Wire - Pending Release Totals			Payments: 1	GBP	**234.00**	USD	**369.51**

WIRE TOTALS	Total Payments	CCY	Payment Amount	CCY	Debit Amount
	1	GBP	**234.00**	USD	**369.51**

END OF REPORT

Payment Report - Summary
Created On: 20-Feb-2017 10:44 AM EST

Page 1 of 1

Payment Detail Report

Provides originated payment transaction information at a detail level.

ABC Company
** All values are subject to verification and adjustments. **
Payment Report - Detail

J.P.Morgan
Payment Value Date: 15-Feb-2017

Data Display	Only Include Accounts with Activity, Include Payment Details, Include Payment History Additional Sort: Value Date (Ascending)
Payment Methods/Descriptions	All
Payment Status	Saved, Pending Approval, Partially Approved, Pending Release, Rejected, Released, Delivered, Completed, Rejected By Bank
Payment Creation Method	Free Form, Imported, From Template. Template Name: All Templates.
Payment Method Currency	Cross-Currency
Payment Amount	
Payment Currencies	All
Event History & Selected Users	All Events - All

Account Name:	**ABC Company**
Account Number:	7bbb23456
Currency:	USD US Dollar
Bank:	02100002 - JPMORGAN CHASE NEW YORK

Creation Method
Free Form, TSP_ONLINE

Status
Pending Release

PAYMENT INFORMATION

From Account 0000007bbb23456	**Account Currency** USD	**Account Name** ABC Company	
Bank 02100002 - JPMORGAN CHASE NEW YORK			
Payment Method Wire	**Clearing Location** SWIFT	**Bank to Bank Transfer** No	**Value Date** 15-Feb-2017
Payment Amount GBP 234.00	**Debit Amount** USD 369.51	**Rate** 1.5791 USD = 1 GBP	
Payment ID 1bbb56789	**Bank Reference**	**Settlement Reference**	

BENEFICIARY

Beneficiary ID	1bbb56789	**Address** NAME STREET LONDON GB - UNITED KINGDOM
Beneficiary ID Type	Account Number	
Beneficiary Name	XYZ Company	

BENEFICIARY BANK

Bank ID	ABCDABCD	**Address** 123 ANY STREET LONDON GB - UNITED KINGDOM
Bank ID Type	Swift ID	
Bank Name	XYZ BANK	

Supplementary Bank ID Type No ID	**Supplementary Bank ID**

INTERMEDIARY BANK

Bank ID	ABCDEF11	**Address** 456 WEST NAME BOULEVARD CHICAGO,IL US - UNITED STATES
Bank ID Type	Swift ID	
Bank Name	NAME BANK	

REFERENCE INFORMATION
PAYMENT DETAILS

Payment Report - Detail
Created On: 20-Feb-2017 10:42 AM EST
Page 1 of 2

10

Template Summary Report

Provides summary information of the templates created for all payment types by account. Templates are displayed for each account separately.

XYZ Holding Corp
** All values are subject to verification and adjustments. **

J.P.Morgan

Template Report - Summary

Template Creation Date Range: 2016-09-29 - 2017-02-21

Data Display	Only Include Accounts with Activity
Payment Methods/Descriptions	Wire, ACH - Tax Payments, ACH - Payroll Payments, ACH - Corporate/Vendor Payments, ACH - Corporate/Vendor Collections, ACH - Consumer Payments, ACH - Consumer Collections, ACH - Child Support Payments, ACH - Cash Disbursement, ACH - Cash Concentration
Template Status	All
Template Creation Method	Manual, Imported; Enhanced, Standard. Template Name: All Templates.
Payment Method Currency	Same-Currency, Cross-Currency
Event History & Selected Users	All Events - All

Account Name: XYZ HOLDING CORP
Account Number: 7bbb23456
Currency: USD US Dollar
Bank: 02100002 - JPMORGAN CHASE NEW YORK
ACH Company Name-ID: ABCDEF12 - XYZABC123, XYZABCD11 - ABCDEFG11, ABCABC456 -XYZABCDE1

Last Used Date	Template Name / Template Description	Status	Payment Method/ Description	Originating Account / Bank/ACH Company Name-ID	Last Action Event / Last Action Date & Time	Beneficiary Count
Not Used	Abcd123 5th Nov Test	Active	ACH Tax Payments	7bbb23456 N1bbb56789 - 2bbb67891		0
Not Used	ABCD - Wire 5th Nov	Pending Bank Review	WIRE	7bbb23456 JPMORGAN CHASE NEW YORK	Pending Bank Review 2016-10-28 06:51 PM GMT +05:30	1

Template Report - Summary
Created On: 2017-02-23 07:16 PM GMT +05:30

Page 1 of 2

Template Detail Report

Provides detail-level information on the templates created for all payment types. Templates are displayed for each account separately.

XYZ Holding Corp
** All values are subject to verification and adjustments. **

J.P.Morgan

Template Report - Detail

Template Creation Date Range: 2016-09-29 - 2017-02-21

Data Display	Only Include Accounts with Activity
Payment Methods/Descriptions	Wire
Template Status	All
Template Creation Method	Manual, Imported; Enhanced, Standard. Template Name: All Templates.
Payment Method Currency	Same-Currency, Cross-Currency
Event History & Selected Users	All Events - All

Account Name:	**XYZ HOLDING CORP**
Account Number:	7bbb23456
Currency:	USD US Dollar
Bank:	02100002 - JPMORGAN CHASE NEW YORK
ACH Company Name-ID:	

Template Name
ABCD - Wire

Template Type/ID
ENHANCED - 0000000006

Status
Pending Bank Review

Creation Method
MANUAL

Template Description
5th Nov

PAYMENT INFORMATION

From Account
7bbb23456

Account Currency
USD

Account Name XYZ HOLDING CORP

Bank
02100002 - JPMORGAN CHASE NEW YORK

Payment Method
Wire

Clearing Location
LOCAL

Bank to Bank Transfer
Yes

Default Payment Amount
USD 12.00 Editable

Maximum Payment Amount
USD 13.00

BENEFICIARY

Beneficiary ID
ABCD123

Beneficiary ID Type
Swift ID

Beneficiary Name
1ST VIRTUAL MANAGEMENT

Address
0000 POINT PARKWAY
SAN MATEO,CA
US - UNITED STATES

BENEFICIARY BANK

Bank ID
ABCABCD

Bank ID Type
CHIPS Universal IDentifier

Bank Name
ABC FINANCIAL PRODUCTS CORP.

Address
00 DANBURY ROAD
US - UNITED STATES

INTERMEDIARY BANK

Bank ID Type
No ID

REFERENCE INFORMATION

BY ORDER OF INFORMATION

Account Number
2bbb67891

Name
xyzabc

Address
werwerw
werwer
cxbfdxgdf
US - UNITED STATES

Template Report - Detail
Created On: 2017-02-23 07:15 PM GMT +05:30

Page 1 of 4

J.P.Morgan

Appendix 4

National Collateral Management Group agreements

J.P.Morgan

National Collateral Management Group

Overview

The National Collateral Management Group (NCMG) has compiled this summary to give our customers a better understanding of the functions we perform and how to contact us.

What does the National Collateral Management Group do?

The National Collateral Management Group is responsible for meeting the collateralization requirements of JP Morgan Chase customers and the Corporation in accordance with federal and state laws and regulations.

What functions does the National Collateral Management Group perform?

The National Collateral Management Group performs the following functions:

- Manages approximately $65 Billion in pledged collateral
- Conducts over 44,000 collateral transactions annually
- Daily monitoring of customer deposit account balances and collateral positions
- Answers questions concerning collateral pledged to customers
- Contacts customers regarding collateral release and pledge requests
- Provides periodic reporting of collateral pledged to customers
- Reviews Collateral Security Agreements when requested
- Establishes joint-custody collateral accounts for new customers when required

What makes us standout from the rest of the crowd?

- NCMG has over 65 years collateral management experience
- Centralized Corporate Collateral Management (CCM) via COAST system
- Daily pricing feed from 3rd party vendor of securities pledged
- Responds quickly to requests for additional collateral? Call, fax or email us with your request
- Provide consultation to various government bodies

How can I get in contact with the National Collateral Management Group?

Location:	1111 Polaris Parkway Columbus, OH 43271-0138		
Phone:	1-888-333-8340 option 1	**Fax:**	1-614-437-5692
Email:	ncmg@jpmorgan.com		

PLEDGE AND SECURITY AGREEMENT TO COLLATERALIZE PUBLIC FUND DEPOSITS

V1.0_12_14_15

THIS PLEDGE AND SECURITY AGREEMENT ("Agreement") is entered into as of _____, 20___, by and between _____ (the "Customer"), and **JPMorgan Chase Bank, N.A.** (the "Bank").

RECITALS

A. The Customer has designated the Bank as depository for certain of its funds and from time to time the Customer may make deposits of public funds with the Bank, and the Bank has agreed to act as the depository of those public funds; and

B. Although such deposits are generally eligible for Federal Deposit Insurance Corporation ("FDIC") insurance coverage, such coverage is limited to a maximum deposit insurance amount as described in applicable law; and

C. In consideration of and to secure the deposits made by the Customer with the Bank, the Customer and the Bank desire to enter this Agreement granting the Customer a security interest in certain Collateral (hereinafter defined) to secure the deposited public funds in accordance with applicable law.

NOW, THEREFORE, in consideration of the mutual agreements set forth hereafter and for other good and valuable consideration, the parties agree as follows:

1. PUBLIC FUNDS. The deposits subject to this Agreement, hereinafter referred to as "Public Funds", are the deposited public funds of the Customer held in accounts at the Bank, inclusive of accrued interest.

2. GRANT OF SECURITY INTEREST. To secure the Public Funds, the Bank hereby grants to the Customer a security interest in, and assigns and pledges to the Customer certain collateral of the type permitted under applicable law (including, without limitation, securities and letters of credit) hereinafter referred to as the "Collateral", inclusive of instruments in substitution for or in addition to any or all of the then existing Collateral.

3. LOCATION OF COLLATERAL. The Bank agrees to deliver and place the Collateral with the Federal Reserve Bank as a book entry item for the benefit of the Customer, and the Customer consents to the use of such custodian, hereinafter referred to as the "Custodian". The Customer shall provide such documents or other information as the Custodian may reasonably require to establish an account. Until such documentation is received the Bank shall pledge Collateral to its account at the Custodian in the name of the Customer as shown on Bank's books and records. If a letter of credit is included in the Collateral, the Customer or its agent shall be named as the beneficiary thereof, and acceptance and approval by the Customer of such letter of credit shall be evidenced by the beneficiary's receipt of the letter of credit.

4. BANK REPRESENTATIONS AND WARRANTIES. The Bank further represents and warrants, as follows:

a) The Bank is a national banking association organized under the laws of the United States and has full power and authority to enter into this Agreement.

b) The Collateral is free and clear of all liens and claims, pledged pursuant to this Agreement, and, except to the extent that the Collateral is comprised of letters of credit, the Bank is the legal owner of the Collateral.

c) The Bank agrees that the total aggregate market value of the Collateral pledged to the Customer, pursuant to this Agreement, shall be in an amount not less than the amount described in applicable law, and if no amount is described will be in an amount not less than the Public Funds which exceed the sum of FDIC and any other such applicable insurance coverage (the "Collateral Ratio"). The Bank utilizes an independent, third-party pricing information service in order to provide market values hereunder. The market value of the letter of credit shall be deemed to equal the undrawn balance of the face amount thereof. The Customer shall notify Bank in advance of anticipated and significant increases in, or withdrawals or payments from, the Customer's deposits, at which time Bank will pledge additional Collateral or seek the release of excess Collateral, as applicable. The Bank will monitor the market value of pledged Collateral on business days and pledge and deliver Collateral as needed to maintain the Collateral Ratio or as otherwise instructed or agreed to by the parties.

d) If the aggregate market value of pledged Collateral exceeds the Collateral Ratio, the Bank may withdraw such excess Collateral provided that following the withdrawal of any such excess Collateral the remaining Collateral would equal or exceed the Collateral Ratio. In addition, the Bank may substitute Collateral for such Collateral previously provided pursuant to this Agreement; provided, however, that the aggregate market value of all pledged Collateral hereunder following such substitution shall equal or exceed the Collateral Ratio. The Customer agrees, if needed, to promptly furnish the Custodian with any needed withdrawal approval.

e) The Bank shall be entitled to income and other payments on the pledged Collateral held by the Custodian, and the Custodian may provide such income and other payments as directed by the Bank, provided an event of default under this Agreement does not exist.

f) The Bank shall furnish to the Customer or its agent a collateral statement which lists the pledged Collateral and market value thereof, with such frequency as described in applicable law, or monthly, if not otherwise provided by law.

g) The Bank's Board of Directors has passed a resolution authorizing and approving the execution and delivery of contracts with the United States, individual states, and any political subdivisions thereof, the District of Columbia, possessions and territories of the United States and Indian Tribes or agencies thereof having official custody of tribal funds ("Public Units") providing for the deposit of public funds with the Bank

and the pledge of collateral by the Bank to the Public Units or their agents and further authorizing and approving the Bank's execution and delivery of all related contracts between the Public Units or their agents and the Bank, including without limitation, assignments, pledge agreements and security agreements. Such resolution is reflected in the minutes of the Bank's Board of Directors.

h) This Agreement will continuously, from the time of its execution, remain part of the official records of the Bank.

5. EVENTS OF BANK DEFAULT. The Bank shall be in default under this Agreement upon the occurrence of any one or more of the following events or conditions. For clause a) only, an event of default will occur ten (10) business days after the Customer has provided the Bank with a notice generally describing said default.

a) The Bank shall, without cause, refuse to pay to the Customer the Public Funds when due.

b) The Bank has been closed, seized or declared insolvent by a federal regulator having jurisdiction over the Bank.

c) The Bank has had a receiver, conservator or other such official appointed to conduct the affairs of the Bank.

6. RIGHT OF CUSTOMER UPON BANK'S DEFAULT. In the event of a Bank default, in addition to all the rights and remedies provided in Article 9 of the Uniform Commercial Code and any other applicable law pursuant to which the Customer is a secured party, the Public Funds shall become due and payable and the Customer or its agent will have the right to: (a) in the case of Collateral that are securities, demand delivery of the Collateral and liquidate same, or sell, assign and deliver the whole, or any part of the Collateral or any substitutes thereof or additions thereto, in a commercially reasonable manner and with a right to purchase the Collateral at public or private sale; or (b) in the case of Collateral consisting of a letter of credit, draw upon such letter of credit in the amount necessary to cover the Public Funds. The Customer shall apply the proceeds of the sale of Collateral, net of its reasonable costs and expenses incurred in such sale, and the amount paid on the letter of credit, if any, to the Public Funds in a corresponding amount. If applicable, the Customer or its agent shall remit to Bank, its receiver or conservator the remainder, if any, of such sale proceeds or Collateral remaining unsold or unused. Should the Customer obtain Collateral or, in the case of a letter of credit, draw upon such letter of credit, when the Bank is not in default as described in Section 5, the Bank may exercise any rights available to it under law and following such sale of Collateral or draw upon the letter of credit and payment thereon by the issuer, the Public Funds may be correspondingly reduced by the amount of the sales proceeds less the value of returned Collateral, if any, or, in the case of letter of credit draws, the amount paid under the letter of credit.

7. CUSTOMER REPRESENTATIONS AND WARRANTIES. The Customer further represents and warrants, which representations and warranties shall be deemed to be continuing, as follows:

a) The Customer has full power and authority to enter into this Agreement.

b) This Agreement has been legally and validly entered into, does not and will not violate any law or regulation applicable to it, and is enforceable against the Customer in accordance with its terms.

c) The Bank has been designated a depository for the Customer's funds in the manner required by applicable law.

d) The Customer will comply with the applicable account agreements it may have with the Bank which govern the Public Funds.

e) The Customer or its agent shall promptly respond to requests by the Bank to release Collateral, up to the amount that the aggregate market value thereof exceeds the Collateral Ratio (the "Release Amount"). If the Customer fails to provide Bank or Custodian its written consent to release of the Collateral in the Release Amount within ten (10) business days after Bank's request, Bank will have the right to charge the Customer an excess collateral fee at a rate determined by the Bank at the time the Bank requested the release, based on all unreleased Collateral covered by the Release Amount.

f) All acts, conditions, and things required to exist, happen or to be performed on its part precedent to and in the execution and delivery of the Agreement exist or have happened or have been performed.

8. LAW GOVERNING. This Agreement and the rights and obligations of the parties hereunder, shall be construed and interpreted in accordance with the laws of the State of _____, without regard to its conflicts of laws principles. The Customer and Bank consent to jurisdiction of a state or federal court located in such state in connection with a dispute arising hereunder.

9. TERMINATION OF THE AGREEMENT. This Agreement shall continue in full force and effect for as long as the Bank holds the Customer's Public Funds that are required to be collateralized under applicable law. Notwithstanding the foregoing, the Customer or the Bank may terminate this Agreement by giving at least thirty (30) days written notice of termination to the other party. Such notice shall not affect or terminate the Customer's security interest in the Collateral, or entitlement to draw upon any unexpired letter of credits that comprise the Collateral and the rights and liabilities of the parties under this Agreement shall survive any termination of the Agreement until all Public Funds have been satisfied in full and Collateral returned.

10. MISCELLANEOUS.

a) All notices and other communications shall be sent to the:

CUSTOMER:

Name: _____
Address: _____
_____
City/State: _____
Attn: _____

BANK:

Name: JPMorgan Chase Bank, N.A.
Address: _____
_____
City/State: _____
Attn: _____
Government Banking

With a copy to:

Name: JPMorgan Chase Bank, N.A.
Address: 1111 Polaris Parkway, Mail Code: OHI-0138
City/State: Columbus, Ohio 43240
Attn: National Collateral Management Group

or such other address as shall be designated by a party to the other party.

b) This Agreement and all rights and liabilities hereunder and in and to any and all Collateral shall inure to the benefit of the Customer and the Bank and their respective permitted successors and assigns, subject to any limitations upon assignability contained within letters of credit that may comprise the Collateral. No portion of this Agreement may be assigned without the express written consent of the other party.

c) The Public Funds are subject to the applicable account agreements in effect from time to time.

d) It is the express purpose of this Agreement to comply with the provisions of applicable law, including 12 USC 1823(e).

e) This Agreement may be executed in one or more counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same instrument.

f) In the event that any provision or clause of this Agreement conflicts with applicable law, such conflict shall not affect other provisions of this Agreement, which shall be given effect without the conflicting provision. To this end the provisions of this Agreement are declared to be severable.

[Signature page follows]

IN WITNESS WHEREOF the parties have signed this Agreement as of this day and year first above written.

CUSTOMER:

_____

By: _____

Name: _____

Title: _____

BANK:

JPMorgan Chase Bank, N.A.

By: _____

Name: _____

Title: _____

FEDERAL RESERVE FINANCIAL SERVICES

Fedwire® Securities Joint Custody Service FedMail® Request Form

Required Fields*

Section 1: Service Description and Form Instructions

Joint Custody Service (JCCR) provides pledgees with the ability to receive Detailed Activity Statements and Book-Entry Securities Holdings Statements for their Joint Custody accounts by email. The email is sent in text format; the statements and reports are sent as attachments, which may be viewed with a text editor, spreadsheet, or word processing software. Pledgees will receive Detailed Activity Statements for each business day on which activity occurred in their Joint Custody accounts.

- Use “Section 3: Service Specific Information” to add delivery addresses.
- Shared email addresses are preferred. Please provide more than one email address if using individual email addresses.
- The email addresses in Section 3 will remain in effect until an updated form is received and processed.
- The form must be signed by an authorized individual listed on your current pledgee agreement on file with the Federal Reserve Bank.
- If updates are required to your current Joint Custody pledgee agreement, please call (800) 327-0147.
- Book-Entry Securities Holding Statements are delivered monthly. If you wish to receive daily statements, please submit a request in writing, signed by an authorized individual on the pledgee agreement, to:

  Federal Reserve Bank of Boston
  600 Atlantic Avenue
  Boston, MA 02210
  Attn: Wholesale Operations/Joint Custody
  Or fax toll-free to: (877) 973-8972

For assistance completing this form, please contact Wholesale Operations Site at (800) 327-0147, option 4.

Send the completed and signed form to the Customer Contact Center at:

Email: ccc.coordinators@kc.frb.org
or
Fax: (800) 660-7856

Section 2: Customer Information

State or Local Government Institution Name*	
Joint Custody Account Number(s)*	*Provide the 4-digit alpha-numeric account number(s) below that are listed as "institution ID" on your statement. This form may be used for multiple account numbers being delivered to the same addresses, with a maximum of four account numbers.*
Account #1	
Account #2	
Account #3	
Account #4	

Section 3: Service Specific Information

The email address(es) below will remain in effect until an updated Joint Custody Service FedMail® Request Form is submitted. Detailed Activity Statements will be delivered for business days on which activity occurs in your organization's Joint Custody securities accounts.

Email Address(es) *This list replaces the prior email address(es) on file for your organization.*

Section 4: Authorized Approval

Use of the FedMail Solution is governed by Federal Reserve Bank Operating Circular 5, Electronic Access ("OC 5"). Depending on the services you choose to access using FedMail, additional Operating Circulars may govern. Submission of this form constitutes acceptance of the terms and conditions of OC 5 and other applicable Operating Circulars and agreements. The Federal Reserve Banks have no obligation to verify the accuracy of the information you provide in this form and have the right to rely on such information in connection with the provision of FedMail access to the services you are requesting. Except to the extent prohibited by law or regulation, you agree to indemnify, hold harmless and defend the Federal Reserve Banks against any claim, loss, liability, or expense made against or incurred by the Federal Reserve Banks in connection with their reliance on the information provided in this form.

The person signing this form must be listed on your current pledgee agreement on file with the Federal Reserve Bank as authorized to act for your account.

Authorized Signature*			
Authorized Signer Name*	*First*	*MI*	*Last*
Authorized Signer Email Address*			
Authorized Signer Phone Number*	*Country Code*	*Phone*	*Extension*
Date*			

The Financial Services logo, "FedMail," and "Fedwire" are registered service marks of the Federal Reserve Banks. A complete list of marks owned by the Federal Reserve Banks is available at FRBservices.org.

Last updated: 11/10/2017
Version 2.0

Pledgee Agreement Form

To: Federal Reserve Bank of Boston
600 Atlantic Avenue
Boston, MA 02210
Attn: Wholesale Operations/Joint Custody

Tel: 800-327-0147, Option #4
Fax: 877-973-8972

Date:_____

We, the _____ agree to the terms of **Appendix C** of your ***Operating Circular 7***, dated August 19, 2005, as it may be amended from time to time with respect to the account on your books designated _____. (4 digit alpha-numeric account number)

We further agree that you may accept par for par substitutions: securities from the Pledgor as a replacement of, or in substitution for, those securities presently held (please check one):

☐ NO (Instructions required for each withdrawal)

☐ YES (Standing approval)

Provided that the replacement or substitution does not reduce the aggregate par amount of securities held in custody for us. (See ***Operating Circular 7, Appendix C, Section 4.3.)***

We authorize you to use the following call-back procedure for securities transactions pertaining to this account (please check one):

☐ Three-party call-back

☐ Four-party call-back

We certify that the individuals listed below may take authoritative action on our behalf with respect to the account, including a direction to release collateral from the account. You may rely on the authority of these individuals with respect to the account until we otherwise notify you.

Telephone: _____ Print Name:_____Title:_____

Fax: _____ Signature: _____Date: _____

Telephone: _____ Print Name: _____Title:_____

Fax: _____ Signature: _____Date: _____

Telephone: _____ Print Name: _____Title:_____

Fax: _____ Signature: _____Date:_____

Pledgee Agreement

Telephone: _____ Print Name: _____Title:_____

Fax: _____ Signature:_____Date:_____

The Undersigned hereby certifies that he/she is the present lawful incumbent of the designated public office.

Pledgee

_____

Name of governmental unit

_____

Street Address or P.O Box Number

_____

City, State, Zip Code

_____

Official Signature/ **Date**

_____

Printed Name and Title

Notary

State of _____

County of _____

On this _____ day of _____, 20_ before me personally appeared _____, to me personally known or satisfactorily proven, who by me duly sworn, did depose and say that he/she resides at _____, in the City of _____, in the State of _____, that he/she is the _____ [Title] of _____ and that he/she executed this document on behalf of _____ before me.

_____

(Signature of Notary)

_____

(Print name of Notary)

My commission expires on _____ [Date]

J.P.Morgan

Appendix 5
Chase branches

Commercially Enabled Branch Listing - Texas

Name	Address	City	State	Zip	County	Night Drop
Buffalo Gap	3250 Rebecca Ln	Abilene	TX	79606	Taylor	Yes
Marsh and Spring Valley	14250 Marsh Ln	Addison	TX	75001	Dallas	Yes
Allen East	819 S Allen Heights Dr	Allen	TX	75002	Collin	Yes
Exchange Pkwy and Angel Pkwy	1204 Angel Pkwy	Allen	TX	75002	Collin	Yes
McDermott and Watters	908 W McDermott Dr	Allen	TX	75013	Collin	Yes
Stacy and US 75	190 E Stacy Rd, Bldg 600	Allen	TX	75002	Collin	Yes
I 40 Bell	5805 I-40 W	Amarillo	TX	79106	Potter	Yes
Arkansas Lane	2535 E Arkansas Ln, Ste 301	Arlington	TX	76010	Tarrant	Yes
Bowen Arlington	1301 S Bowen Rd	Arlington	TX	76013	Tarrant	Yes
Collins and Randol Mill	1001 N Collins St	Arlington	TX	76011	Tarrant	Yes
Downtown Arlington	500 E Border St	Arlington	TX	76010	Tarrant	Yes
Little Rd	4330 Little Rd	Arlington	TX	76016	Tarrant	Yes
North Cooper	755 Lamar Blvd W	Arlington	TX	76012	Tarrant	Yes
Pioneer Pkwy	1600 E Pioneer Pkwy	Arlington	TX	76010	Tarrant	Yes
South Cooper	1801 SW Green Oaks Blvd	Arlington	TX	76017	Tarrant	Yes
South Cooper and Arbrook	3800 S Cooper St	Arlington	TX	76015	Tarrant	Yes
Arboretum	9739 Great Hills Trl	Austin	TX	78759	Travis	Yes
Austin Downtown Sixth St	221 W Sixth St	Austin	TX	78701	Travis	Yes
Avery Ranch and Parmer Ln	15004 Avery Ranch Blvd	Austin	TX	78717	Williamson	Yes
Bee Caves and 360	6200 Bee Cave Rd	Austin	TX	78746	Travis	Yes
Capital Plaza	5407 N I H 35	Austin	TX	78723	Travis	Yes
Congress and Mary	1811 S Congress Ave	Austin	TX	78704	Travis	Yes
Domain	11800 Domain Dr	Austin	TX	78758	Travis	Yes
E 7th St and Robert Martinez	2119 E 7th St	Austin	TX	78702	Travis	Yes
E Dean Keeton and Guadalupe	2514 Guadalupe St	Austin	TX	78705	Travis	Yes
FM 2222 and Jester	7300 FM 2222	Austin	TX	78730	Travis	Yes
Hwy 183 and Lake Creek Pkwy	13809 Research Blvd	Austin	TX	78750	Williamson	No
Hwy 290 and Belterra Village	165 Hargraves Dr, Ste K	Austin	TX	78737	Hays	Yes
Lamar and 46th	4601 N Lamar Blvd Ste 100	Austin	TX	78751	Travis	Yes
N Lamar and Rundberg	9901 N Lamar Blvd	Austin	TX	78753	Travis	Yes
Northland Mopac	3317 Northland Dr	Austin	TX	78731	Travis	Yes
Parmer and Metric	1700 W Parmer Ln, Ste 3	Austin	TX	78727	Travis	Yes
Plaza Saltillo	1011 E 5th St Ste 100	Austin	TX	78702	Travis	Yes
Plaza Volente	11521 N FM 620 Rd, Ste D	Austin	TX	78726	Travis	Yes
Research	12222 Research Blvd	Austin	TX	78759	Travis	Yes
Riverside and Royal Crest	1920 E Riverside Dr Bldg C	Austin	TX	78741	Travis	Yes
Slaughter and I 35	140 W Slaughter Ln	Austin	TX	78748	Travis	Yes
Slaughter Ln and Mopac	5700 W Slaughter Ln	Austin	TX	78749	Travis	Yes
Spicewood	12858 Research Blvd, Hwy 183	Austin	TX	78750	Williamson	Yes
Stassney	701 E Stassney Ln, Bldg J	Austin	TX	78745	Travis	Yes
Steiner Ranch	5145 Ranch Rd 620 N, Bldg K	Austin	TX	78732	Travis	Yes
Walsh Tarlton	3267 Bee Cave Rd	Austin	TX	78746	Travis	Yes
William Cannon and Mopac	6600 S Mopac Expy, Ste 1000	Austin	TX	78749	Travis	Yes
Lake June	12329 Lake June Rd	Balch Springs	TX	75180	Dallas	Yes
Baytown	1505 N Alexander Dr	Baytown	TX	77520	Harris	Yes
Garth Rd and Lynchburg	5000 Garth Rd	Baytown	TX	77521	Harris	Yes
Dowlen and Phelan	350 Dowlen Rd	Beaumont	TX	77706	Jefferson	Yes
Parkdale	6025 Eastex Fwy	Beaumont	TX	77706	Jefferson	Yes
Washington and Park	995 Washington Blvd	Beaumont	TX	77705	Jefferson	Yes
Bedford Harwood	2204 Harwood Rd	Bedford	TX	76021	Tarrant	Yes
Bee Caves and Hwy 71	12713 Shops Pkwy, Bldg R	Bee Cave	TX	78738	Travis	Yes
Bellaire Blvd and Rice	5104 Bellaire Blvd	Bellaire	TX	77401	Harris	Yes
Brenham	303 N Market St	Brenham	TX	77833	Washington	Yes
Boca Chica	2300 Boca Chica Blvd	Brownsville	TX	78521	Cameron	Yes
North Brownsville	4999 N Expy	Brownsville	TX	78520	Cameron	Yes
San Marcelo	1475 Ruben M Torres Blvd	Brownsville	TX	78521	Cameron	Yes
Boonville and Hwy 6	2335 Boonville Rd	Bryan	TX	77808	Brazos	Yes
Buda	1569 Main St	Buda	TX	78610	Hays	Yes
Burleson	155 NW John Jones Dr	Burleson	TX	76028	Johnson	Yes

Commercially Enabled Branch Listing - Texas

Name	Address	City	State	Zip	County	Night Drop
Hebron Pkwy	1000 W Hebron Pkwy	Carrollton	TX	75010	Denton	Yes
Hebron Pkwy and Josey	1801 E Hebron Pkwy	Carrollton	TX	75010	Denton	Yes
Josey and Jackson	1820 E Jackson Rd	Carrollton	TX	75006	Dallas	Yes
Old Denton and Frankford	3047 Old Denton Rd	Carrollton	TX	75007	Denton	Yes
Cedar Hill	225 N Highway 67	Cedar Hill	TX	75104	Dallas	Yes
Austin Lakeline	1485 Cypress Creek Rd	Cedar Park	TX	78613	Williamson	Yes
Cedar Park	1200 N Bell Blvd	Cedar Park	TX	78613	Williamson	Yes
College Station South	919 William D Fitch Pkwy	College Station	TX	77845	Brazos	Yes
Holleman and Texas	2000 Texas Ave S	College Station	TX	77840	Brazos	No
Colleyville	5000 Colleyville Blvd	Colleyville	TX	76034	Tarrant	Yes
Glade and Heritage	3904 Glade Rd	Colleyville	TX	76034	Tarrant	Yes
Commerce	1305 Washington St	Commerce	TX	75428	Hunt	Yes
Conroe	1320 W Davis St	Conroe	TX	77304	Montgomery	Yes
Loop 336 at Grand Central Park	347 S Loop 336 W	Conroe	TX	77304	Montgomery	Yes
Coppell	1000 S Beltline Rd	Coppell	TX	75019	Dallas	Yes
Denton Tap I 121	616 N Denton Tap Rd	Coppell	TX	75019	Dallas	Yes
MacArthur and Sandy Lake	134 N MacArthur Blvd	Coppell	TX	75019	Dallas	Yes
Corsicana	101 N Beaton St	Corsicana	TX	75110	Navarro	Yes
Crowley and Renfro	1001 S Crowley Rd	Crowley	TX	76036	Tarrant	Yes
Barker Cypress and 290	24230 Northwest Fwy, Reserve C	Cypress	TX	77429	Harris	Yes
Fry and Tuckerton	9802 Fry Rd	Cypress	TX	77433	Harris	Yes
Hwy 290 and Mason Rd	28020 Highway 290	Cypress	TX	77433	Harris	Yes
Lakewood Houston	15380 N Eldridge Pkwy	Cypress	TX	77429	Harris	Yes
Spring Cypress and 290	26030 NW Freeway	Cypress	TX	77429	Harris	Yes
Addison	14114 Dallas Pkwy #150	Dallas	TX	75254	Dallas	Yes
Beltline and Montfort	15202 Montfort Rd	Dallas	TX	75248	Dallas	Yes
Campbell Centre	6251 Greenville Ave	Dallas	TX	75206	Dallas	Yes
Casa Linda	9409 Garland Rd	Dallas	TX	75218	Dallas	Yes
Casa View	2325 Gus Thomasson Rd	Dallas	TX	75228	Dallas	Yes
Dallas Uptown	3610 McKinney Ave	Dallas	TX	75204	Dallas	Yes
Downtown Dallas	1900 N Akard St Ste 100	Dallas	TX	75201	Dallas	Yes
Forest and Greenville	9049 Forest Ln	Dallas	TX	75243	Dallas	Yes
Frankford Crossing	4615 Frankford Rd	Dallas	TX	75287	Collin	Yes
Frankford Preston	18320 Preston Rd	Dallas	TX	75252	Collin	Yes
Hillcrest and University	6437 Hillcrest Ave	Dallas	TX	75205	Dallas	Yes
Hillside Dallas	6310 E Mockingbird Ln	Dallas	TX	75214	Dallas	Yes
Lake June and Masters	10321 Lake June Rd	Dallas	TX	75217	Dallas	Yes
LBJ and Abrams	9401 LBJ Fwy	Dallas	TX	75243	Dallas	Yes
Lemmon Ave	4512 Lemmon Ave	Dallas	TX	75219	Dallas	Yes
Lovers and Inwood	5220 W Lovers Ln	Dallas	TX	75209	Dallas	Yes
Market Center	1825 Market Center Blvd, Ste 100	Dallas	TX	75207	Dallas	Yes
Martin Luther King Dallas	2833 Martin Luther King Blvd	Dallas	TX	75215	Dallas	Yes
Mockingbird	5646 E Mockingbird Ln	Dallas	TX	75206	Dallas	Yes
Mockingbird and Maple	2475 W Mockingbird Ln	Dallas	TX	75235	Dallas	Yes
Oak Cliff	3929 S Polk St	Dallas	TX	75224	Dallas	Yes
Oaklawn and Wycliff	4236 Wycliff Ave	Dallas	TX	75219	Dallas	Yes
Park Forest Marsh Ln	11770 Marsh Ln	Dallas	TX	75229	Dallas	Yes
Pleasant Grove	1838 S Buckner Blvd	Dallas	TX	75217	Dallas	Yes
Preston and Dilbeck	13398 Preston Rd	Dallas	TX	75240	Dallas	Yes
Preston Center	8111 Preston Rd	Dallas	TX	75225	Dallas	Yes
Preston Center Motorbank	6015 Weldon Howell Pkwy	Dallas	TX	75225	Dallas	Yes
Preston Forest	11611 Preston Rd	Dallas	TX	75230	Dallas	Yes
Redbird	3535 W Camp Wisdom Rd	Dallas	TX	75237	Dallas	Yes
Ross and Prairie	4709 Ross Ave	Dallas	TX	75204	Dallas	Yes
South Preston Royal	10729 Preston Rd	Dallas	TX	75230	Dallas	Yes
Southeast Oak Cliff	4435 S Lancaster Rd	Dallas	TX	75216	Dallas	Yes
St Francis	8928 E RL Thornton Fwy	Dallas	TX	75228	Dallas	Yes
Stevens Park	2530 Fort Worth Ave	Dallas	TX	75211	Dallas	Yes
Trinity	1881 Sylvan Ave	Dallas	TX	75208	Dallas	Yes

Commercially Enabled Branch Listing - Texas

Name	Address	City	State	Zip	County	Night Drop
Walnut Hill and Monroe	2945 Walnut Hill Ln	Dallas	TX	75229	Dallas	Yes
Walnut Hill and Skillman	7196 Skillman St	Dallas	TX	75231	Dallas	Yes
West 12th and S Adams	505 W 12Th St	Dallas	TX	75208	Dallas	Yes
West Illinois	3730 W Illinois Ave	Dallas	TX	75211	Dallas	Yes
Wynnewood Village	400 Wynnewood Village	Dallas	TX	75224	Dallas	Yes
Deer Park	3605 Center St	Deer Park	TX	77536	Harris	Yes
Golden Triangle Mall	2310 Colorado Blvd	Denton	TX	76205	Denton	Yes
Rayzor Ranch	2805 W University Dr	Denton	TX	76201	Denton	Yes
Teasley and Hickory Creek	5005 Teasley Ln	Denton	TX	76210	Denton	Yes
Beltline and Westmoreland	721 W Beltline Rd	Desoto	TX	75115	Dallas	Yes
Desoto	900 N Polk St, Ste 100	Desoto	TX	75115	Dallas	Yes
Dripping Springs	200 E Highway 290	Dripping Springs	TX	78620	Hays	Yes
Duncanville Main	303 S Main St	Duncanville	TX	75116	Dallas	Yes
Edinburg	1801 W University Dr	Edinburg	TX	78539	Hidalgo	Yes
Trenton and McColl	4203 S McColl Rd	Edinburg	TX	78539	Hidalgo	Yes
Chamizal	5760 Alameda Ave	El Paso	TX	79905	El Paso	Yes
Coronado	135 Shadow Mountain Dr	El Paso	TX	79912	El Paso	Yes
Downtown El Paso	303 N Oregon St, Ste 120	El Paso	TX	79901	El Paso	Yes
El Paso Downtown Motor Bank	501 N Mesa St	El Paso	TX	79901	El Paso	Yes
El Paso East	1533 N Lee Trevino Dr	El Paso	TX	79936	El Paso	Yes
El Paso West	7598 N Mesa St	El Paso	TX	79912	El Paso	Yes
Montana and Loop 375	12244 Montana Ave	El Paso	TX	79938	El Paso	Yes
Montwood and Loop 375	1890 Joe Battle Blvd	El Paso	TX	79936	El Paso	Yes
Northgate	5209 Wren Ave	El Paso	TX	79924	El Paso	Yes
Euless	1010 W Euless Blvd	Euless	TX	76040	Tarrant	Yes
Farmers Branch	12875 Josey Ln	Farmers Branch	TX	75234	Dallas	Yes
Cross Timbers and Bruton Orand	4101 Cross Timbers Rd	Flower Mound	TX	75028	Denton	Yes
Cross Timbers and Morriss	2211 Cross Timbers Rd	Flower Mound	TX	75028	Denton	Yes
Flower Mound	2051 Long Prairie Rd	Flower Mound	TX	75022	Denton	Yes
Highlands Ranch Texas	6240 Long Prairie Rd	Flower Mound	TX	75028	Denton	Yes
Forney	401 N FM 548	Forney	TX	75126	Kaufman	Yes
Beach and Golden Triangle	4420 Golden Triangle Blvd	Fort Worth	TX	76244	Tarrant	Yes
Beach and North Tarrant	4425 N Tarrant Pkwy	Fort Worth	TX	76244	Tarrant	Yes
Blue Mound Rd and Basswood Blvd	1600 Basswood Blvd	Fort Worth	TX	76131	Tarrant	Yes
City View	4701 Bryant Irvin Rd	Fort Worth	TX	76132	Tarrant	Yes
Clifford and Western Trade	9440 Clifford Rd	Fort Worth	TX	76108	Tarrant	Yes
Downtown Fort Worth	420 Throckmorton St	Fort Worth	TX	76102	Tarrant	Yes
Dunbar	6040 Ramey Ave	Fort Worth	TX	76112	Tarrant	Yes
Everman	1000 Everman Pkwy	Fort Worth	TX	76140	Tarrant	Yes
Forest Hill	3217 California Pkwy	Fort Worth	TX	76119	Tarrant	Yes
Fort Worth East	2001 Beach St	Fort Worth	TX	76103	Tarrant	No
Hulen	4600 S Hulen St	Fort Worth	TX	76132	Tarrant	Yes
I 30 and University	1523 S University Dr	Fort Worth	TX	76107	Tarrant	Yes
La Gran	4200 South Fwy, Ste 10	Fort Worth	TX	76115	Tarrant	Yes
Lake Worth Jacksboro Hwy	6543 Lake Worth Blvd	Fort Worth	TX	76135	Tarrant	Yes
North Beach	4501 Western Center Blvd	Fort Worth	TX	76137	Tarrant	Yes
Ridglea	6351 Camp Bowie Blvd	Fort Worth	TX	76116	Tarrant	Yes
Ridgmar	421 Alta Mere Dr	Fort Worth	TX	76114	Tarrant	Yes
Risinger and Hulen	8601 S Hulen St	Fort Worth	TX	76123	Tarrant	Yes
Riverside	401 N Colonial St	Fort Worth	TX	76111	Tarrant	Yes
Sycamore School and McCart	7630 McCart Ave	Fort Worth	TX	76133	Tarrant	Yes
University and Berry	3070 S University Dr	Fort Worth	TX	76109	Tarrant	Yes
Westside Fort Worth	600 Bailey Ave	Fort Worth	TX	76107	Tarrant	Yes
Downtown Fredericksburg	150 E Main St	Fredericksburg	TX	78624	Gillespie	Yes
Friendswood Central	611 S Friendswood Dr	Friendswood	TX	77546	Galveston	Yes
Friendswood South	3103 FM 528	Friendswood	TX	77546	Harris	Yes
Parkwood	255 W Parkwood Ave	Friendswood	TX	77546	Galveston	Yes
Eldorado and DNT	4900 Eldorado Pkwy	Frisco	TX	75033	Denton	Yes
FM 423 and Lebanon	5766 FM 423	Frisco	TX	75036	Denton	Yes

Commercially Enabled Branch Listing - Texas

Name	Address	City	State	Zip	County	Night Drop
Legacy and Lebanon	5375 Lebanon Rd	Frisco	TX	75034	Collin	Yes
Main and Teel	3127 Main St	Frisco	TX	75034	Denton	Yes
Preston and Eldorado	11551 Preston Rd	Frisco	TX	75033	Collin	Yes
Preston and Lebanon	4998 Preston Rd	Frisco	TX	75034	Collin	Yes
Arapaho and Shiloh	2655 Arapaho Rd	Garland	TX	75044	Dallas	Yes
Centerville Garland	1000 W Centerville Rd	Garland	TX	75041	Dallas	Yes
Firewheel	4430 Lavon Dr, Ste 346	Garland	TX	75040	Dallas	Yes
Garland	111 S Garland Ave	Garland	TX	75040	Dallas	No
Garland Broadway	3200 Broadway	Garland	TX	75043	Dallas	No
I 30 and Broadway	561 W I 30	Garland	TX	75043	Dallas	Yes
West Garland	3445 W Buckingham Rd	Garland	TX	75042	Dallas	Yes
Cedar Breaks	4600 Williams Dr	Georgetown	TX	78633	Williamson	Yes
Georgetown Texas	1027 W University Ave	Georgetown	TX	78628	Williamson	Yes
Granbury	1051 E Highway 377	Granbury	TX	76048	Hood	Yes
Camp Wisdom and 360	3061 Camp Wisdom Rd	Grand Prairie	TX	75052	Tarrant	Yes
Grand Prairie Main	700 E Main St	Grand Prairie	TX	75050	Dallas	Yes
South Carrier Pkwy and I 20	3980 S Carrier Pkwy	Grand Prairie	TX	75052	Dallas	Yes
Grapevine	1100 William D Tate Ave	Grapevine	TX	76051	Tarrant	Yes
Greenville Texas	5906 Wesley St	Greenville	TX	75402	Hunt	Yes
Harker Heights	201 E Central Texas Expy, Unit 1800	Harker Heights	TX	76548	Bell	Yes
FM 549 and Laurence Dr	573 Laurence Dr	Heath	TX	75032	Rockwall	Yes
Hickory Creek and Swisher	1017 Hickory Creek Blvd	Hickory Creek	TX	75065	Denton	Yes
Airline Houston	5207 Airline Dr	Houston	TX	77022	Harris	Yes
Alief	10850 Bellaire Blvd	Houston	TX	77072	Harris	No
Bay Area Blvd	2475 Bay Area Blvd Bldg A	Houston	TX	77058	Harris	Yes
Bear Creek	4600 Highway 6 N	Houston	TX	77084	Harris	Yes
Bellaire and Beltway	9709 Bellaire Blvd	Houston	TX	77036	Harris	No
Bellaire and Synott	13070 Bellaire Blvd	Houston	TX	77072	Harris	Yes
Bellaire Houston	4056 Bellaire Blvd	Houston	TX	77025	Harris	Yes
Beltway 8 and Beechnut	8140 W Sam Houston Pkwy	Houston	TX	77072	Harris	Yes
Beltway and Wallisville	15252 Wallisville Rd	Houston	TX	77049	Harris	Yes
Braesmain	8330 S Main St, Ste 100	Houston	TX	77025	Harris	Yes
Capitol Houston	6816 Capitol St	Houston	TX	77011	Harris	Yes
Champions Park	6910 FM 1960 Rd W	Houston	TX	77069	Harris	Yes
Clear Lake City and El Dorado	3451 Clear Lake City Blvd	Houston	TX	77059	Harris	Yes
Clear Lake City Blvd	1200 Clear Lake City Blvd	Houston	TX	77062	Harris	Yes
Copperfield	6117 Highway 6 N	Houston	TX	77084	Harris	Yes
Cypress Station	616 FM 1960 W, Ste 100	Houston	TX	77090	Harris	Yes
Cypress Station Motor Bank	619 Timberdale Ln	Houston	TX	77090	Harris	Yes
Dunvale	8401 Westheimer Rd Bldg B	Houston	TX	77063	Harris	Yes
Edgebrook	1155 Edgebrook Dr	Houston	TX	77034	Harris	Yes
Eldridge Pkwy	1490 Eldridge Pkwy	Houston	TX	77077	Harris	Yes
Eldridge Town Center	12350 FM 1960 Rd W	Houston	TX	77065	Harris	Yes
Fannin and Braeswood	7007 Fannin St	Houston	TX	77030	Harris	Yes
Fondren	8515 Fondren Rd	Houston	TX	77074	Harris	Yes
Fondren Rd and Bellfort	11220 Fondren Rd	Houston	TX	77096	Harris	Yes
Fry Road	1118 Fry Rd	Houston	TX	77084	Harris	Yes
Gulf Freeway	8411 Gulf Fwy	Houston	TX	77017	Harris	Yes
Gulfgate	2900 Woodridge Dr	Houston	TX	77087	Harris	Yes
Hermann Park	5445 Almeda Rd	Houston	TX	77004	Harris	Yes
Hillcroft and Southwest Freeway	6015 Hillcroft, Ste 400	Houston	TX	77081	Harris	Yes
Houston Main	712 Main St	Houston	TX	77002	Harris	Yes
Hwy 290 and 43rd	12017 Northwest Fwy	Houston	TX	77092	Harris	Yes
Hwy 6 and West	8536 Highway 6 N	Houston	TX	77095	Harris	Yes
I 10 and Bunker Hill	9704 Katy Fwy	Houston	TX	77055	Harris	Yes
I 10 East	13706 East Fwy	Houston	TX	77015	Harris	Yes
IH 45 and West Rd	10319 North Fwy	Houston	TX	77037	Harris	Yes
Jones and Cypress N Houston	12214 Jones Rd	Houston	TX	77070	Harris	Yes
Kirby	2435 W Alabama St	Houston	TX	77098	Harris	No

Commercially Enabled Branch Listing - Texas

Name	Address	City	State	Zip	County	Night Drop
Kirby and Sunset	5505 Kirby Dr	Houston	TX	77005	Harris	Yes
Lakeside Houston	10411 Westheimer Rd Bldg E	Houston	TX	77042	Harris	Yes
Long Point	7803 Long Point Rd	Houston	TX	77055	Harris	Yes
Lyons and Lockwood	1605 Lockwood Dr	Houston	TX	77020	Harris	Yes
Medical	6560 Fannin St	Houston	TX	77030	Harris	No
Memorial and Asbury	5510 Memorial Dr	Houston	TX	77007	Harris	Yes
Memorial Dr Houston	14400 Memorial Dr	Houston	TX	77079	Harris	Yes
Memorial Villages	9309 Katy Fwy	Houston	TX	77024	Harris	Yes
Meyerland	8575 W Loop S	Houston	TX	77096	Harris	Yes
Midtown	600 McGowen St	Houston	TX	77006	Harris	Yes
Mission Bend	6701 Highway 6 S	Houston	TX	77083	Harris	Yes
Montrose Blvd	4313 Montrose Blvd	Houston	TX	77006	Harris	Yes
North Freeway	9130 North Fwy	Houston	TX	77037	Harris	Yes
Northbrook	5240 W 34Th St, Ste G	Houston	TX	77092	Harris	Yes
Northeast Houston	8799 N Loop E	Houston	TX	77029	Harris	Yes
Oak Forest	4320 Ella Blvd	Houston	TX	77018	Harris	Yes
Old Spanish Trail	3636 Old Spanish Trl	Houston	TX	77021	Harris	Yes
Providence	9203 Highway 6S, Ste 140	Houston	TX	77083	Fort Bend	Yes
Reagan	529 W 19th St	Houston	TX	77008	Harris	Yes
Richmond Sage	5177 Richmond Ave	Houston	TX	77056	Harris	Yes
River Oaks	1935 W Gray St	Houston	TX	77019	Harris	Yes
Royal Oaks	11560 Westheimer Rd	Houston	TX	77077	Harris	Yes
Sagemont	10997 Scarsdale Blvd	Houston	TX	77089	Harris	Yes
SH249 and Antoine	12714 Tomball Pkwy	Houston	TX	77086	Harris	Yes
Shepherd and 34th	3209 N Shepherd Dr	Houston	TX	77018	Harris	Yes
South Gessner and 59 S	8120 S Gessner Dr	Houston	TX	77036	Harris	Yes
South Kempwood Dr	10243 S Kempwood Dr	Houston	TX	77043	Harris	Yes
South Post Oak	12401 S Post Oak Rd, Ste G	Houston	TX	77045	Harris	Yes
Southbelt	11222 S Sam Houston Pkwy E	Houston	TX	77089	Harris	Yes
Southeast Bellfort	7545 Bellfort St	Houston	TX	77061	Harris	Yes
Stafford	11806 Wilcrest Blvd	Houston	TX	77031	Harris	Yes
Steeplechase	9344 Jones Rd	Houston	TX	77065	Harris	Yes
Summerwood	12702 W Lake Houston Pkwy	Houston	TX	77044	Harris	Yes
Tanglewood Houston	5847 San Felipe St	Houston	TX	77057	Harris	Yes
Torrey Chase	4165 FM 1960 Rd W	Houston	TX	77068	Harris	Yes
Town and Country Houston	12802 Memorial Dr	Houston	TX	77024	Harris	Yes
Uptown Park	5020 San Felipe St	Houston	TX	77056	Harris	Yes
Veterans Memorial and Antoine	12103 Veterans Memorial Dr	Houston	TX	77067	Harris	Yes
Voss Woodway	1405 S Voss Rd	Houston	TX	77057	Harris	Yes
West Little York	6510 W Little York Rd	Houston	TX	77040	Harris	No
West University	3203 Southwest Fwy	Houston	TX	77027	Harris	Yes
Westbury	11310 Chimney Rock Rd	Houston	TX	77035	Harris	Yes
Westheimer and Eldridge	13311 Westheimer Rd	Houston	TX	77077	Harris	Yes
Yale and IH 10	175 Yale St	Houston	TX	77007	Harris	Yes
Atascocita	19240 W Lake Houston Pkwy	Humble	TX	77346	Harris	Yes
Fall Creek	9400 N Sam Houston Pkwy E	Humble	TX	77396	Harris	Yes
Humble	19747 US Highway 59 N	Humble	TX	77338	Harris	Yes
Hurst	1800 Precinct Line Rd	Hurst	TX	76054	Tarrant	Yes
Hutto	506 Highway 79	Hutto	TX	78634	Williamson	Yes
Irving	2904 N Beltline Rd	Irving	TX	75062	Dallas	Yes
Irving Blvd	111 E Irving Blvd	Irving	TX	75060	Dallas	Yes
Las Colinas	545 E John Carpenter Fwy	Irving	TX	75062	Dallas	Yes
MacArthur Park	7825 N MacArthur Blvd	Irving	TX	75063	Dallas	Yes
Walnut Hill and MacArthur	5530 N MacArthur Blvd	Irving	TX	75038	Dallas	Yes
Cinco Ranch	23550 Westheimer Pkwy	Katy	TX	77494	Fort Bend	Yes
Cross Creek Ranch	5210 FM 1463 Rd	Katy	TX	77494	Fort Bend	Yes
FM 1463 and Spring Green	1705 Spring Green Blvd	Katy	TX	77494	Fort Bend	Yes
Fry and West Little York	6103 Fry Rd	Katy	TX	77449	Harris	Yes
Grand Morton Town Center	2900 W Grand Pkwy N	Katy	TX	77449	Harris	Yes

Commercially Enabled Branch Listing - Texas

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Grand Pkwy	6810 S Fry Rd	Katy	TX	77494	Fort Bend	Yes
Katy Fort Bend	905 Katy Fort Bend Rd	Katy	TX	77494	Harris	Yes
Katy Freeway	400 Mason Rd S	Katy	TX	77450	Harris	Yes
South Mason Rd	1565 S Mason Rd	Katy	TX	77450	Harris	Yes
Spring Green and FM 1093	9515 Spring Green Blvd	Katy	TX	77494	Fort Bend	Yes
Keller Pkwy	980 Keller Pkwy	Keller	TX	76248	Tarrant	Yes
Kings Crossing	2611 W Lake Houston Pkwy	Kingwood	TX	77339	Harris	Yes
Kingwood	1075 Kingwood Dr	Kingwood	TX	77339	Harris	Yes
Northpark and 59	19525 Northpark Dr	Kingwood	TX	77339	Montgomery	Yes
Klein	7412 Louetta Rd, Ste 3134	Klein	TX	77379	Harris	Yes
Kyle	5401 S FM 1626, Ste 600	Kyle	TX	78640	Hays	Yes
Hwy 71 and Serene Hills	16738 W State Highway 71	Lakeway	TX	78738	Travis	Yes
Lakeway Blvd and FM 620	919 Ranch Rd 620 S	Lakeway	TX	78734	Travis	Yes
Pleasant Run and Bluegrove	1522 W Pleasant Run Rd	Lancaster	TX	75146	Dallas	Yes
FM 407 and McMakin Rd	3014 FM 407 E	Lantana	TX	76226	Denton	Yes
Clark and Loop 20	1920 Bob Bullock Loop	Laredo	TX	78043	Webb	Yes
International and Loop 20	10720 International Blvd	Laredo	TX	78045	Webb	Yes
Bay Colony	1751 W FM 646 Rd	League City	TX	77573	Galveston	Yes
League City	120 S FM 270 Rd	League City	TX	77573	Galveston	Yes
South Shore Harbour	2620 E League City Pkwy	League City	TX	77573	Galveston	Yes
Leander	651 N US Highway 183, Bldg D	Leander	TX	78641	Williamson	Yes
Lewisville	925 W Main St	Lewisville	TX	75067	Denton	Yes
Little Elm	2701 FM-423	Little Elm	TX	75068	Denton	Yes
Gilmer Rd	1720 W Loop 281	Longview	TX	75604	Gregg	Yes
Judson	2606 Judson Rd	Longview	TX	75605	Gregg	Yes
Milwaukee and 82nd	6503 82nd St	Lubbock	TX	79424	Lubbock	Yes
University and 8th	801 University Ave	Lubbock	TX	79401	Lubbock	Yes
Magnolia Place	38987 Buckeye Trl	Magnolia	TX	77354	Montgomery	Yes
Magnolia Texas	6611 FM 1488 Rd	Magnolia	TX	77354	Montgomery	Yes
Debbie and Matlock	2980 Matlock Rd	Mansfield	TX	76063	Tarrant	Yes
Hwy 360 and E Broad St	3340 E Broad St	Mansfield	TX	76063	Tarrant	Yes
Mansfield Texas	990 Walnut Creek Dr N	Mansfield	TX	76063	Tarrant	Yes
Marshall	112 W Austin St	Marshall	TX	75670	Harrison	Yes
McAllen Neuhaus	200 S 10th St	McAllen	TX	78501	Hidalgo	Yes
McAllen North	5601 N 10th St	McAllen	TX	78504	Hidalgo	Yes
McAllen South	920 S Jackson Rd	McAllen	TX	78503	Hidalgo	Yes
Nolana and 29th	2724 Nolana Ave	McAllen	TX	78504	Hidalgo	Yes
Custer and Stacy	5101 S Custer Rd	McKinney	TX	75070	Collin	Yes
Custer and Virginia	104 N Custer Rd	McKinney	TX	75071	Collin	Yes
Eldorado and 75	2091 Eldorado Pkwy	McKinney	TX	75070	Collin	Yes
Lake Forest and Eldorado	4990 Eldorado Pkwy	McKinney	TX	75070	Collin	Yes
McKinney Redbud	1680 W University Dr	McKinney	TX	75069	Collin	Yes
US Hwy 380 and Lake Forest	5201 W University Dr	McKinney	TX	75071	Collin	Yes
Gus Thomasson and Town East	3611 Gus Thomasson Rd	Mesquite	TX	75150	Dallas	Yes
Town East	1345 N Town E Blvd	Mesquite	TX	75150	Dallas	Yes
Valley Creek	801 E Cartwright Rd	Mesquite	TX	75149	Dallas	Yes
Courtyard	3209 Courtyard Dr	Midland	TX	79705	Midland	Yes
Midland Wall St	500 W Wall St	Midland	TX	79701	Midland	Yes
Midlothian	1371 W Main St	Midlothian	TX	76065	Ellis	Yes
Sharyland	207 S Shary Rd	Mission	TX	78572	Hidalgo	Yes
Colony Lakes	6220 Highway 6	Missouri City	TX	77459	Fort Bend	Yes
Hwy 6 and Fort Bend Tollway	10410 Highway 6	Missouri City	TX	77459	Fort Bend	Yes
Lake Conroe	18801 Highway 105 W	Montgomery	TX	77356	Montgomery	Yes
Murphy and 544	206 W FM 544	Murphy	TX	75094	Collin	Yes
Nederland	2150 Highway 365	Nederland	TX	77627	Jefferson	Yes
New Braunfels West	1695 W State Highway 46	New Braunfels	TX	78132	Comal	Yes
Walnut	690 S Walnut Ave	New Braunfels	TX	78130	Comal	Yes
New Caney	20798 FM 1485	New Caney	TX	77357	Montgomery	Yes
North Richland Hills	8901 N Tarrant Pkwy	North Richland Hills	TX	76182	Tarrant	Yes

Commercially Enabled Branch Listing - Texas

Name	Address	City	State	Zip	County	Night Drop
Odessa	3800 E 42nd St	Odessa	TX	79762	Ector	Yes
Odessa Westside	1607 N County Rd W	Odessa	TX	79763	Ector	Yes
Orange	3109 16th St	Orange	TX	77630	Orange	Yes
Fairmont	5150 Fairmont Pkwy	Pasadena	TX	77505	Harris	Yes
Pasadena East Southmore	1102 E Southmore Ave	Pasadena	TX	77502	Harris	Yes
Spencer and Shaver	2929 Shaver St	Pasadena	TX	77502	Harris	Yes
Spencer Hwy and Red Bluff	6901 Spencer Hwy	Pasadena	TX	77505	Harris	Yes
Pearland Parkway	2828 Broadway	Pearland	TX	77581	Brazoria	Yes
Shadow Creek Ranch	11029 Shadow Creek Pkwy	Pearland	TX	77584	Brazoria	Yes
Silverlake	10611 Broadway St	Pearland	TX	77584	Brazoria	Yes
Pfennig and 685	1714 E Pfennig Ln	Pflugerville	TX	78660	Travis	Yes
Central and E 15th	551 E 15Th St	Plano	TX	75074	Collin	Yes
Coit and 121	3720 State Highway 121	Plano	TX	75025	Collin	Yes
Coit and Park	4001 W Park Blvd	Plano	TX	75093	Collin	Yes
Custer and W 15th	2000 W 15th St	Plano	TX	75075	Collin	Yes
Independence and Hedgcoxe	8000 Independence Pkwy	Plano	TX	75025	Collin	Yes
Legacy and Coit	4004 Legacy Dr	Plano	TX	75024	Collin	Yes
Legacy West	6101 Legacy Dr	Plano	TX	75024	Collin	Yes
Parker and Tollway	5976 W Parker Rd	Plano	TX	75093	Collin	Yes
Preston and Spring Creek	5900 Preston Rd	Plano	TX	75093	Collin	Yes
Spring Creek and Hwy 75	161 W Spring Creek Pkwy	Plano	TX	75023	Collin	Yes
West Park and Preston	5020 W Park Blvd	Plano	TX	75093	Collin	Yes
West Parker and Independence	3041 W Parker Rd	Plano	TX	75023	Collin	Yes
Willow Bend	6201 W Park Blvd	Plano	TX	75093	Collin	Yes
US 380 and Beauchamp	801 W Princeton Dr	Princeton	TX	75407	Collin	Yes
Prosper	1161 N Preston Rd	Prosper	TX	75078	Collin	Yes
US 380 and FM 423	4790 W University Dr	Prosper	TX	75078	Denton	Yes
Coit and Beltline	110 N Coit Rd	Richardson	TX	75080	Dallas	Yes
North Richardson	780 E Campbell Rd	Richardson	TX	75081	Dallas	Yes
Renner and North Star	4175 E Renner Rd	Richardson	TX	75082	Collin	Yes
Richardson	100 N Central Expy	Richardson	TX	75080	Dallas	Yes
Richardson Square	1505 E Beltline Rd	Richardson	TX	75081	Dallas	Yes
Richland Hills	7000 Grapevine Hwy	Richland Hills	TX	76180	Tarrant	Yes
Mason and Grand Pkwy	8027 W Grand Pkwy S	Richmond	TX	77407	Fort Bend	Yes
Roanoke	101 E State Highway 114	Roanoke	TX	76262	Denton	Yes
Horizon and Ralph Hall	2994 Horizon Rd	Rockwall	TX	75032	Rockwall	Yes
Hwy 66 and Lakeshore	900 W Rusk St	Rockwall	TX	75087	Rockwall	Yes
Richmond Rosenberg	23910 Southwest Fwy	Rosenberg	TX	77471	Fort Bend	Yes
I 35 and Hwy 79	1111 N Interstate 35	Round Rock	TX	78664	Williamson	Yes
I 35 and University	280 University Blvd	Round Rock	TX	78665	Williamson	Yes
La Frontera	2711 La Frontera Blvd, Ste 300	Round Rock	TX	78681	Williamson	Yes
Pioneer Crossing	4600 E Palm Valley Blvd	Round Rock	TX	78665	Williamson	Yes
Rowlett	3431 Highway 66	Rowlett	TX	75088	Dallas	Yes
Saginaw	1429 N Saginaw Blvd	Saginaw	TX	76179	Tarrant	Yes
Alamo Ranch	11983 Alamo Ranch Pkwy	San Antonio	TX	78253	Bexar	Yes
Babcock and Huebner	5801 Babcock Rd	San Antonio	TX	78240	Bexar	Yes
Bandera	707 Bandera Rd	San Antonio	TX	78228	Bexar	Yes
Bandera and 1604	11640 Bandera Rd	San Antonio	TX	78250	Bexar	Yes
Basse and Nacogdoches	1000 E Basse Rd	San Antonio	TX	78209	Bexar	Yes
Blanco and 1604	18143 Blanco Rd	San Antonio	TX	78232	Bexar	Yes
Broadway and Katherine Ct	4620 Broadway St	San Antonio	TX	78209	Bexar	Yes
Bulverde and Evans	3659 E Evans Rd	San Antonio	TX	78259	Bexar	Yes
Culebra	10680 Culebra Rd	San Antonio	TX	78251	Bexar	Yes
De Zavala and I 10	5258 De Zavala Rd	San Antonio	TX	78249	Bexar	Yes
Evans and 281	20845 US Highway 281 N	San Antonio	TX	78258	Bexar	Yes
Evans and Stone Oak	815 Evans Rd	San Antonio	TX	78258	Bexar	Yes
Foster and 78	6596 FM 78	San Antonio	TX	78244	Bexar	Yes
Goliad	1100 Goliad Rd	San Antonio	TX	78223	Bexar	Yes
Highland Park San Antonio	512 E Highland Blvd	San Antonio	TX	78210	Bexar	Yes

Commercially Enabled Branch Listing - Texas

Name	Address	City	State	Zip	County	Night Drop
I 10 and Dominion	22203 IH 10	San Antonio	TX	78256	Bexar	Yes
Medical Center Fredericksburg Rd	7959 Fredericksburg Rd	San Antonio	TX	78229	Bexar	Yes
Military and 410	7559 NW Loop 410	San Antonio	TX	78245	Bexar	Yes
Nacogdoches San Antonio	13939 Nacogdoches Rd	San Antonio	TX	78217	Bexar	Yes
Potranco and Rousseau	10810 Potranco Rd	San Antonio	TX	78251	Bexar	Yes
San Pedro	4011 San Pedro Ave	San Antonio	TX	78212	Bexar	Yes
South Park	2130 SW Military Dr	San Antonio	TX	78224	Bexar	Yes
Thousand Oaks	14832 Jones Maltsberger Rd	San Antonio	TX	78247	Bexar	Yes
Wurzbach and NW Military	12503 NW Military Hwy	San Antonio	TX	78231	Bexar	Yes
University Square San Marcos	350 N Guadalupe St, Ste 160	San Marcos	TX	78666	Hays	Yes
Schertz	6026 FM 3009	Schertz	TX	78154	Guadalupe	Yes
Sherman	200 N Travis St	Sherman	TX	75090	Grayson	Yes
Southlake and Village Center	1700 E Southlake Blvd	Southlake	TX	76092	Tarrant	Yes
Southlake Blvd and Randol Mill	2300 W Southlake Blvd	Southlake	TX	76092	Tarrant	Yes
Champions Forest and Cypresswood	8421 Cypresswood Dr	Spring	TX	77379	Harris	Yes
Gleannloch	8855 Spring Cypress Rd	Spring	TX	77379	Harris	Yes
Grand Pkwy at Harmony Commons	3430 Discovery Creek Blvd	Spring	TX	77386	Montgomery	Yes
Kuykendahl	5931 FM 2920	Spring	TX	77388	Harris	Yes
Rayford Rd and Imperial Oaks	2133 Rayford Rd	Spring	TX	77386	Montgomery	Yes
Spring Cypress and 2920	2111 FM 2920	Spring	TX	77388	Harris	Yes
Treaschwig	5639 Treaschwig Rd	Spring	TX	77373	Harris	Yes
Woodlands Sawdust and I45	25025 I-45 N	Spring	TX	77380	Montgomery	Yes
Hwy 6 and W Airport	11555 State Hwy 6 S	Sugar Land	TX	77498	Fort Bend	Yes
New Territory	5777 New Territory Blvd	Sugar Land	TX	77479	Fort Bend	Yes
Sugar Creek Houston	14015 Southwest Fwy, Ste 1	Sugar Land	TX	77478	Fort Bend	Yes
Sugar Land	2410 Highway 6	Sugar Land	TX	77478	Fort Bend	Yes
Sweetwater	4997 Sweetwater Blvd	Sugar Land	TX	77479	Fort Bend	Yes
Telfair	925 Highway 6	Sugar Land	TX	77478	Fort Bend	Yes
University and LJ Pkwy	18811 University Blvd	Sugar Land	TX	77479	Fort Bend	Yes
Temple	2362 SW H K Dodgen Loop	Temple	TX	76504	Bell	Yes
The Colony	4895 State Highway 121	The Colony	TX	75056	Denton	Yes
Alden Bridge	8201 Kuykendahl Rd	The Woodlands	TX	77382	Montgomery	Yes
Panther Creek	4755 W Panther Creek Dr	The Woodlands	TX	77381	Montgomery	Yes
Six Pines at Market St	9590 Six Pines Dr	The Woodlands	TX	77380	Montgomery	Yes
Woodlands College Park	3097 College Park Dr	The Woodlands	TX	77384	Montgomery	Yes
Woodlands Indian Springs	10665 Kuykendahl Rd	The Woodlands	TX	77382	Montgomery	Yes
Creekside Park	8507 W New Harmony Trl	Tomball	TX	77375	Harris	Yes
Tomball	14202 FM 2920	Tomball	TX	77377	Harris	Yes
US 249 and Northpointe	24191 Tomball Pkwy	Tomball	TX	77375	Harris	Yes
Hwy 64	140 S Southwest Loop 323	Tyler	TX	75702	Smith	Yes
Southtown	6825 S Broadway Ave	Tyler	TX	75703	Smith	Yes
Troup Hwy	5085 Troup Hwy	Tyler	TX	75707	Smith	Yes
Tyler	100 Independence Pl	Tyler	TX	75703	Smith	Yes
Kitty Hawk	912 Kitty Hawk Rd	Universal City	TX	78148	Bexar	Yes
I 35 and S 5th St	720 S 5th St Ste 100	Waco	TX	76706	McLennan	Yes
Midway	800 Hewitt Dr	Waco	TX	76712	Mclennan	Yes
New Rd	320 N New Rd	Waco	TX	76710	Mclennan	Yes
Rufe Snow	6624 Watauga Rd	Watauga	TX	76148	Tarrant	Yes
Weatherford	225 E Interstate 20	Weatherford	TX	76086	Parker	Yes
Elliot St Driveup	2626 E Elliott St	Wichita Falls	TX	76308	Wichita	Yes
Southwest Tower	4245 Kemp Blvd, Ste 100	Wichita Falls	TX	76308	Wichita	Yes
Willis	9496 FM 1097 Rd W	Willis	TX	77318	Montgomery	Yes
Wylie	514 S Highway 78	Wylie	TX	75098	Collin	Yes

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Appendix 6

Check Image Transmission Format guide

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Treasury Services Technology

Image Transmission Format

Version 1.2

This guide is confidential and proprietary to J.P. Morgan and is provided for your general information only. It is subject to change without notice and is not intended to be legally binding. All services described in this guide are subject to applicable laws and regulations and service terms. Not all products and services are available in all locations. Eligibility for particular products and services will be determined by JPMorgan Chase Bank, N.A. or its affiliates. J.P. Morgan makes no representation as to the legal, regulatory or tax implications of the matters referred to in this guide. J.P. Morgan is a marketing name for the Treasury Services businesses of JPMorgan Chase Bank, N.A., member FDIC, and its affiliates worldwide.
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Table of Contents

1. **Introduction**
2. **Structure of folder and files**
3. **Content in folder and files**
4. **Winzip**

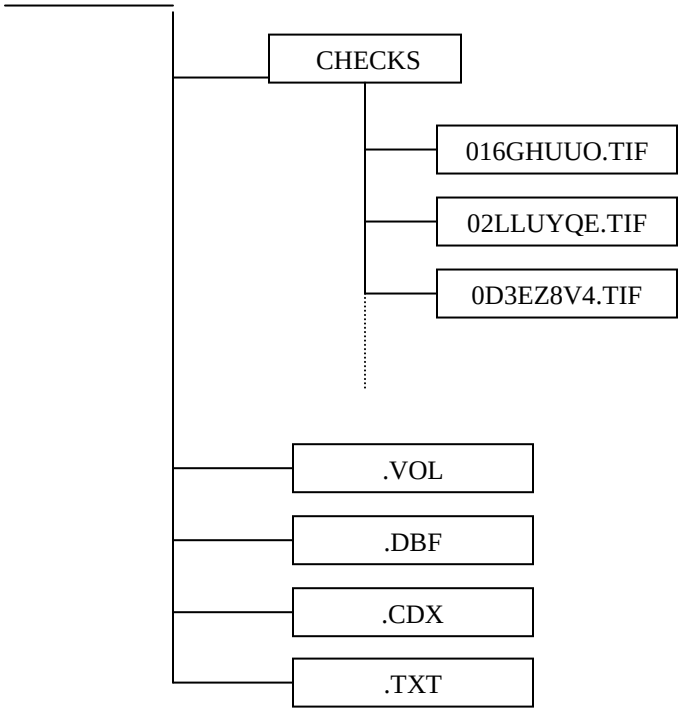
1. Introduction:

The following is the standard image file transmission format we can provide to customers transmission on a daily, weekly or monthly basis.

2. Structure of Folder and Files

The structure in which the check information is written to the image transmission file is explained below.

- The transmission has one folder and four files in its base directory.
    - CHECKS (folder)
    - .VOL, .DBF, .CDX, .TXT (files)



3. Content in Folder and Files

The CHECKS folder has the check images in a tiff format. Each tiff file has 2 pages, which carry the front and back (black and white) check images in it. The compression used for the tiff images is CCITT G4 compression.

Content in Files

In addition to the above-mentioned folders there are four additional files (.VOL, .DBF, .CDX, and .TXT)

- The .DBF file has the details of the check images. It is a FoxPro table file and contains the information of each check located in the CHECKS folder. The contents of this table are as given below.

Column No.	Name	Type	Description
1	RTN	Varchar	Routing number
2	ACCOUNT	Number	Account number
3	CHECK_NUM	Number	Check number
4	AMOUNT	Number	Amount of the check
5	FILENAME	Varchar	Name of the tiff file which has check information front/back.
6	FILENAME2	Varchar	This is an obsolete field. (Previously it had the backside of the image. Now both the front and the back are in the same tiff file)
7	FPAGE_NUM	Number	Front page number of the check (Usually 0 for front view of the image)
8	BPAGE_NUM	Number	Back page number of the check (Usually 1 for the back view of the image)
9	SIZE	Number	Size of the relevant tiff file.
10	FILETYPE	Varchar	“CHK” for checks
11	FILEFORMAT	Varchar	Format of the file (TIFF in this case)
12	VOLUME	Varchar	Volume name of the checks
13	CYCLE	Varchar	Cycle information of the checks

14	PRESENT_DATE	Date (mm/dd/yyyy)	Paid date of the check
15	ROLL	Number	This field is only relevant to the microfilms. Roll is the roll number of the microfilm.
16	LOCATION	Number	This field is only relevant to the microfilms. Location is the index of an image within the ROLL.

- The .VOL is the volume file, which contains the summary of the checks volume. The contents of this table are as given below:

VOL_ID	The Volume ID is the unique identifier of each CD-ROM.
CYCLE	The Cycle ID represents the period which is defined by the client and could include multiple volumes (or multiple compact disks).
PROD_DATE	This is the production run date.
TOT_CHECKS	This is the number that specifies the total number of checks in the CEHCKS folder.
TOT_OTHER	Total other specifies the count for other file types
TOT_TEXT	This is the count for the total number of report on the CD-ROM
DESCRIPTION	Description is the text that has the information about the CD. It can have any text.

- The .CDX file is the index file to the check items in the .DBF file. This is a FoxPro index file.

- The .TXT file also has the detail of the check images. It is a text file and contains the information of each check located in the CHECKS folder.

Column No	Name	Description
1	PAID DATE	Paid Date of Check
2	ACCOUNT NUMBER	Account Number
3	CHECK NUMBER	Check Number
4	CHECK AMOUNT	Check Amount
5	ABA	Routing Number
6	TIFF FILE	Tiff Image File Name
7	TIFF SIZE	Tiff Image File Size in bytes
8	CYCLE CD ID	Unique CD Rom Cycle Identifier
9	TYPE	Image Type: CHK, STMT
10	UNUSED	-

2. Winzip

All the files and folder are zipped together with Winzip prior to transmission to customer.

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Appendix 7

Supplier Diversity program

JPMorgan Chase & Co.

Global Supplier Diversity

Program Overview | April 2023

Questions may be directed to: **supplier.diversity@jpmchase.com**

MISSION



For nearly 30 years JPMorgan Chase has been committed to purchasing from diverse suppliers - businesses that are certified as being at least 51% owned operated and controlled by a member of a historically underrepresented group including ethnic minorities; women; veterans; service-disabled veterans; people with disabilities; and the LGBTQ+ community.

Our supplier diversity mission is comprised of three pillars: (1) facilitating the growth and development of diverse businesses in our supply chain network, (2) promoting equity and inclusion across our entire portfolio of supply chain business partners; and (3) driving economic growth in the communities in which we do business.

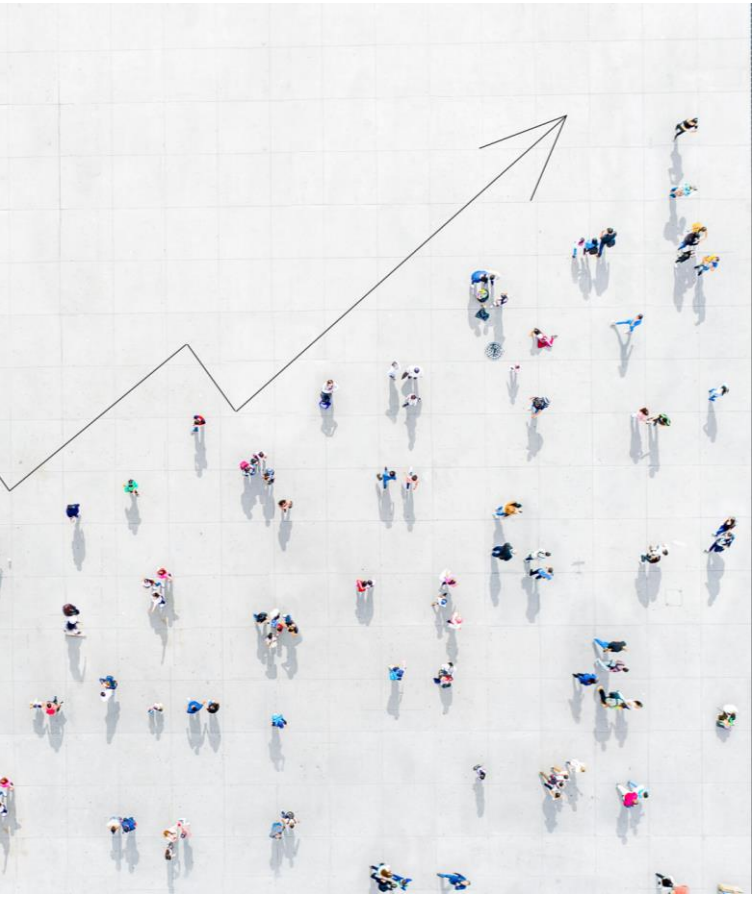
Senior management's commitment, policies, procedures, strategies, and results demonstrate that supplier diversity is an important part of our Diversity Equity and Inclusion strategy. We are proactive in our outreach to diverse businesses, connecting them with internal and external decision-makers. The firm is leveraging its purchasing organization to drive more spend with underrepresented businesses; bring an enhanced equity lens to the way JPMorgan Chase does businesses and serves its customers; and foster a Diversity, Equity and Inclusion culture across the wider corporate business community.

Racial equity commitment: In 2020, JPMorgan Chase committed an additional $30 billion over five years to advance racial equity. The firm is harnessing its expertise in business, policy and philanthropy to address the key drivers of the racial wealth divide, reduce systemic racism against Black, Hispanic and Latino people, and support employees. As part of this commitment, JPMorgan Chase has pledged to grow Black, Hispanic and Latino-owned businesses through business lending, coaching, technical assistance and capital; and spend an additional $750 million with these businesses.

By the end of 2022, the firm reached $556 million in additional spend with Black Hispanic and Latino-owned companies as part of the firm's Racial Equity Commitment

STRATEGY

The JPMorgan Chase Global Supplier Diversity team, in partnership with the procurement organization is implementing a multi-prong strategy that includes the following:



BUSINESS DEVELOPMENT

The addition of dedicated sourcing and business development professionals to ensure that diverse suppliers can successfully navigate our processes, fulfill their contracts, and grow their business with JPMorgan Chase.

LEVERAGING SUPPLIER RELATIONSHIPS

Mobilizing over 100 of our top suppliers, known as “Gold Suppliers,” to mirror the firm’s commitment to supplier diversity by enhancing their own supplier diversity programs and their efforts to spend more with diverse suppliers over three years. **Over the last two years, nearly 90% of our Gold Suppliers have increased their diversity spend, generating over $6 billion of new diversity spending.**

MINIMUM DEI STANDARDS

Establishing minimum DEI standards as a prerequisite for all suppliers doing business with the firm. Their Diversity Equity and Inclusion practices will be audited and monitored in the same way that we control for other business-critical processes, like cybersecurity standards.

LOWERING BARRIERS TO OPPORTUNITY

Developing innovative programs to lower common barriers to corporate contract opportunities such as cyber-readiness and the cost of meeting minimum corporate requirements.

EDUCATION & DEVELOPMENT

Both internally and through our relationships with external partners, such as the Women’s Business Enterprise National Council and the National Minority Supplier Development Council, we host, sponsor and participate in educational events for entrepreneurs from historically underrepresented groups. In addition, we partner with business schools and other organizations to provide tactical and executive level education to diverse business owners.

SUPPLIER DIVERSITY AND STRATEGIC SOURCING

To ensure that we maintain a steady pipeline of eligible diverse suppliers, we work closely with them through each stage of their relationship with us.

We invite diverse suppliers interested in doing business, or currently doing business with JPMorgan Chase to register via the JPMorgan Chase Supplier Registration Portal at www.jpmorganchase.com/SupplierDiversity. Registered suppliers go through an initial evaluation and qualification.

Supplier Diversity criteria is integrated into the strategic sourcing process. We strive to achieve the optimal combination of service, quality and price for the products and services purchased through our procurement organization. Together, we help provide diverse suppliers with a broad range of project opportunities. We partner with sourcing managers and our business units to ensure active Supplier Diversity involvement in every step of the sourcing process. Qualified and certified diverse suppliers are identified from our Diverse Supplier Registration Portal and other external supplier databases to source diverse vendors that can meet our business needs.

MANAGEMENT TRACKING AND REPORTING

JPMorgan Chase has robust management, tracking and reporting systems to support our supplier diversity initiatives. The firm tracks spend by each of the diversity classifications.

TIER 2 PROGRAM

JPMorgan Chase consistently makes good faith efforts to provide contracting opportunities to diverse suppliers. In addition to purchasing directly from diverse suppliers, JPMorgan Chase also encourages its prime suppliers – both diverse and non-diverse – to include diverse businesses in their supply chains. We also assist our suppliers in expanding their supplier networks to include more diverse vendors. We track this Tier-2 spend by asking our suppliers to report their diverse supplier spend to us on a quarterly basis.

To enhance our impact above and beyond what the firm spends with diverse suppliers, we are mobilizing our top suppliers, known as “Gold Suppliers,” to mirror the firm’s commitment to supplier diversity by enhancing their own supplier diversity programs and their efforts to spend more with diverse suppliers. Understanding that different companies have different levels of diversity program maturity, we are meeting them where they are and providing them with mentoring, coaching and education so they are better equipped to run a successful supplier diversity program of their own.

This approach is focused on comprehensive supplier diversity program growth, not just spend increases. While we’re targeting increases over three years, the larger purpose is to have these companies develop sustainable programs that will create new diverse spending for decades to come.

FINDING DIVERSE SUPPLIERS

CERTIFICATION REQUIREMENTS

JPMorgan Chase defines a “Diverse Supplier” as one certified by a designated third-party as being 51% owned, operated and controlled by members of historically underrepresented groups, including:

- Minority-Owned Business Enterprise (MBE)
- Women-Owned Business Enterprise (WBE)
- Veteran-Owned Business Enterprise (VBE)
- Service-Disabled Veteran-Owned Business Enterprise (SDVBE / DVBE)
- LGBT-Owned Business Enterprise (LGBTE)
- Disability-Owned Business Enterprise (DOBE)
- Small Business Enterprise (SBE)

EXTERNAL PARTNER ORGANIZATIONS

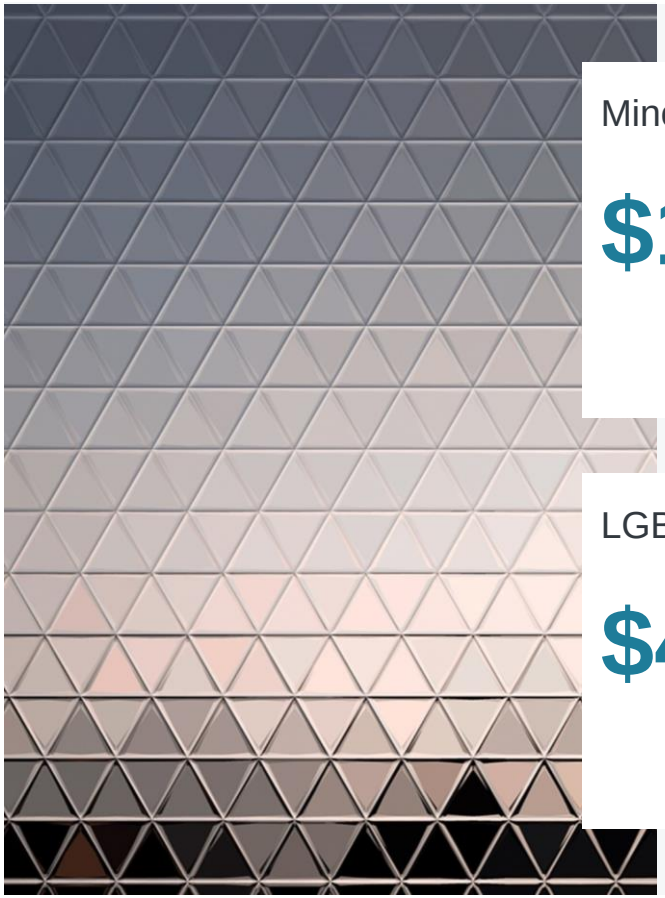
We partner with several organizations and their local affiliates for support to execute on our supplier diversity objectives, including third-party certification standards. The following are examples of our largest community partners:

- National Minority Supplier Development Council
- Women’s Business Enterprise National Council
- National Veteran Owned Business Association
- National Veteran Business Development Council
- National LGBT Chamber of Commerce
- Disability:IN
- WEConnect International
- U.S. Hispanic Chamber of Commerce
- U.S. Pan Asian American Chamber of Commerce
- Minority Supplier Development United Kingdom
- National Center for American Indian Enterprise Development

These organizations provide a platform for supporting our program, as well as networking directly with diverse business owners.



2022 SPEND



Minority	Women	Veterans
$1.7B	**$1.1B**	**$113M**

LGBT	Disability	Small Business
$45M	**$32M**	**$984M**

In 2021, the direct economic impact of the firm's spending with diverse businesses included **$1.7 billion** in revenues earned, **$619.2 million** in employee incomes while fostering more than **10,000 new jobs**, and contributing just over **$1 billion** in Federal, Local and State taxes.

In addition to being one of only two financial intuitions in the **Billion Dollar Roundtable**, JPMorgan Chase has been named one of The Forefront 50: Top Corporations for Minority Businesses by **National Minority Supplier Development Council**; Top 50-Best of the Best Corporation for Inclusion by the **National Business Inclusion Consortium;** and inducted into the Top Corporations for Women's Business Enterprises Hall of Fame by the **Women's Business Enterprise National Council**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Approval is requested to Execute a Contract for Bookstore Operation Services

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to execute a contract for bookstore operation services. These services play a significant role in enhancing the success of our students by providing them with access to affordable course materials and other academic resources. Additionally, our campus retail services will be revamped and tailored to reflect the impeccable image of TSU, thereby promoting the university's brand identity.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, § 2155.074.

The Administration recommends Follett for this award in accordance with Texas Education Code § 51.9335. A Request for Proposal (RFP 717-24-710) was posted on Electronic State Business Daily and Texas Southern University's website per Texas Government Code § 2155.083.

Follett is not a HUB vendor, and Form 1295 has been submitted.

SUPPORTING DOCUMENTATION: Proposal (BOA0001483)

FISCAL IMPACT: Revenue Generating Contract

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/17/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/17/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/17/2024

INTERIM PRESIDENT **DATE**

RFP #: 717-24-710

Campus Bookstore Management Services

Texas Southern University Campus Store

Submitted to:

Thomas Britt
Purchasing Department
TEXAS SOUTHERN UNIVERSITY
3100 Cleburne Street
Houston, TX 77004
713.313.4350
Thomas.britt@tsu.edu

Submitted by:

Mary Perry
Vice President of Business Development
FOLLETT HIGHER EDUCATION GROUP
3 Westbrook Corporate Center, Suite 200
Westchester, IL 60154
925.785.3376
MPerry@follett.com

Released on January 23, 2024

Thomas Britt
Purchasing Department
TEXAS SOUTHERN UNIVERSITY
3100 Cleburne Street
Hannah Hall, Suite 333
Houston, TX 77004

Re: RFP Response

Dear Mr. Britt:

Follett is pleased to present this Campus Bookstore Management proposal to Texas Southern University. We appreciate this unique opportunity to demonstrate our ability to provide your students, parents, faculty, staff, and alumni with a compelling and vibrant, campus-centric retail shopping experience both in-store and online. We are fully committed to providing the exceptional business resources to your campus and to building a mutually rewarding long-term relationship with you and your campus community.

Follett is uniquely qualified to support the University's goal to create a bookstore management partnership that leverages a traditional bookstore service to enhance and improve sales growth, services and satisfaction. The campus store not only plays a critical role in your student's education, but it is also a reflection of your mission, brand, and image. Follett's mission is to ***Inspire, Enable and Celebrate the Academic Journey.*** We understand that it is essential that the bookstore has maximum sensitivity to the needs and concerns of our students, faculty and staff. With a Follett partnership you will find products, prices, and services that demonstrate that the TSU community is obtaining the best possible combination of quality, customer service and price. ***Follett has*** established a reputation in the marketplace as the premier campus store management services provider by providing our partners the resources needed to:

- Provide innovative, low-cost course materials solutions that drive student success.
- Deliver industry leading academic integration tools for faculty, staff, and students.
- Provide analytics to help faculty drive course materials affordability.
- Assemble a robust and exciting general merchandise assortment that celebrates current trends, campus interests and customization.
- Offer innovative products and services that support your brand image and institutional goals.

We are confident that our customized solutions and programs backed by an unprecedented level of investment will effectively exceed your needs on campus both today and well into the future. By managing all of the details from start to finish, Follett guarantees success in delivering on our promise to make it easier for **students to learn, faculty to teach, institutions to run and fans to celebrate**.

Thank you for your consideration of this campus bookstore management services proposal. In the meantime, please do not hesitate to contact me directly if I can be of further assistance during this RFP process.

Sincerely,

Mary Perry
Vice President of Business Development
P: (925) 785.3376
E: MPerry@follett.com

Table of Contents

SPECIFIC REQUIREMENTS 4
CRITERIA 1: EXPERIENCE OF THE FIRM 5
CRITERIA 2: QUALIFICATIONS OF THE TEAM 11
CRITERIA 3: APPROACH & METHODOLOGY 14
CRITERIA 4: DELIVERABLES & SOLUTIONS 17
CRITERIA 5: COST 45

Appendix A: Execution Pages
Appendix B: Form 1295 Interested Parties
Appendix C: HUB Subcontracting Plan
Appendix D: List of Institutions Currently Served by Follett
Appendix E: EEO Statement
Appendix F: Follett's Sustainability Partnerships and Programs
Appendix G: Store Engagement
Appendix H: Proposed General Terms & Conditions

SPECIFIC REQUIREMENTS

Follett has read and agrees to the requirements listed in Section IV: Specific Requirements, except for the following:

Statement of Exceptions to Texas Southern University Terms and Conditions for RFP

1.02 Given the nature of our offering, quoting price price per unit is not applicable

1.05. Given the nature of our offering, specific shipping terms are not applicable

5.0 Given the nature of our offering, Section 5 Deliver is not applicable

6.0 Given the nature of our offering, Section 6, Inspection and Tests is not applicable. However, TSU may inspect representative samples of any merchandise to be sold in store/online upon request

10.08. Exception- we have existing relationships with product distributors, publishers and manufacturers. Un relation to course materials, we provide course materials adopted/required by TSU's faculty without regard to location of origin of such materials.

19. Follett offers broad indemnification provisions that are greatly aligned with the TSU provision however if awarded the contract, Follett would request to negotiate this provision.

CRITERIA 1: EXPERIENCE OF THE FIRM

Thoroughly address the history of your firm; including but not limited to number of employees, years in business, organizational chart, etc.; as well as a narrative of your firm's experience in providing consulting services discussed above.

Follett Higher Education is higher education's largest campus retailer. It operates as a central hub for school spirit and community, managing 1,100 local campus stores across the continent. As the leading provider of campus store services and the foremost supplier of course materials, has brought new technologies, retail best practices and forward-looking solutions to all corners of the educational marketplace.

From a community college to a state university system, the heartland to the inner city, the needs and expectations of higher learning institutions are as unique as the students who attend them. Through close collaboration, our partners can leverage our deep industry knowledge and intimate familiarity with institutions of all types and sizes to create custom store experiences that support campus culture and goals. It is this unique insight and collaborative process that allow us to consistently create new and better ways to serve the needs of more than 5 million students and 500,000 faculty members. While the campus store experience may vary from institution to institution, everything we do contributes to a single mission — helping our partners attract, retain, engage and graduate students.

HISTORY

Igniting the Flame of Knowledge for More Than 150 Years

Follett traces its roots to **1873**, when Charles M. Barnes, a professor at Wheaton College in Wheaton, Illinois, began buying and selling books from his extensive home library in order to support his family. Three years later, Barnes moved his business, now named C.M. Barnes & Company, to Chicago, where he opened a store at 23 LaSalle Street. Here, he sold new and used textbooks, stationery and school supplies

In **1912**, C.W. Follett, formally a stock clerk beginning in **1901,** rose through the ranks, became vice president and a shareholder of the company. By **1923**, Follett and his wife, Edythe purchased the company. During the next two years, C.W. Follett's three oldest sons – R.D. (Bob), Garth and Dwight – joined the family business. C.W.'s youngest son, Laddie, who was still in grade school, joined the company in **1930**.

In **1930**, R.D. Follett founded the Follett College Book Company and began wholesaling used textbooks to professors and college bookstores. The following year, R.D. established the company's first retail bookstore on a college campus outside of Chicago. And in **1940**, Garth Follett created the Follett Library Book Company. Laddie Follett ran the company's original business – Wilcox & Follett – from **1952** until **1986**.

Over the years, while other companies, such as Barnes & Noble, went public (taking on significant pressure to deliver financial returns to their shareholders every quarter), Follett remained family owned. This has allowed us to focus entirely on our education clients. It also makes it possible for us to invest millions more in research and development than any other campus store management company – so we can discover, develop and refine tomorrow's best learning and teaching tools.

In **2015**, Follett acquired Advanced-Online, a specialty merchandise manufacturer that offers custom online stores and on-demand ordering for clothing, gifts and accessories. The company was rebranded

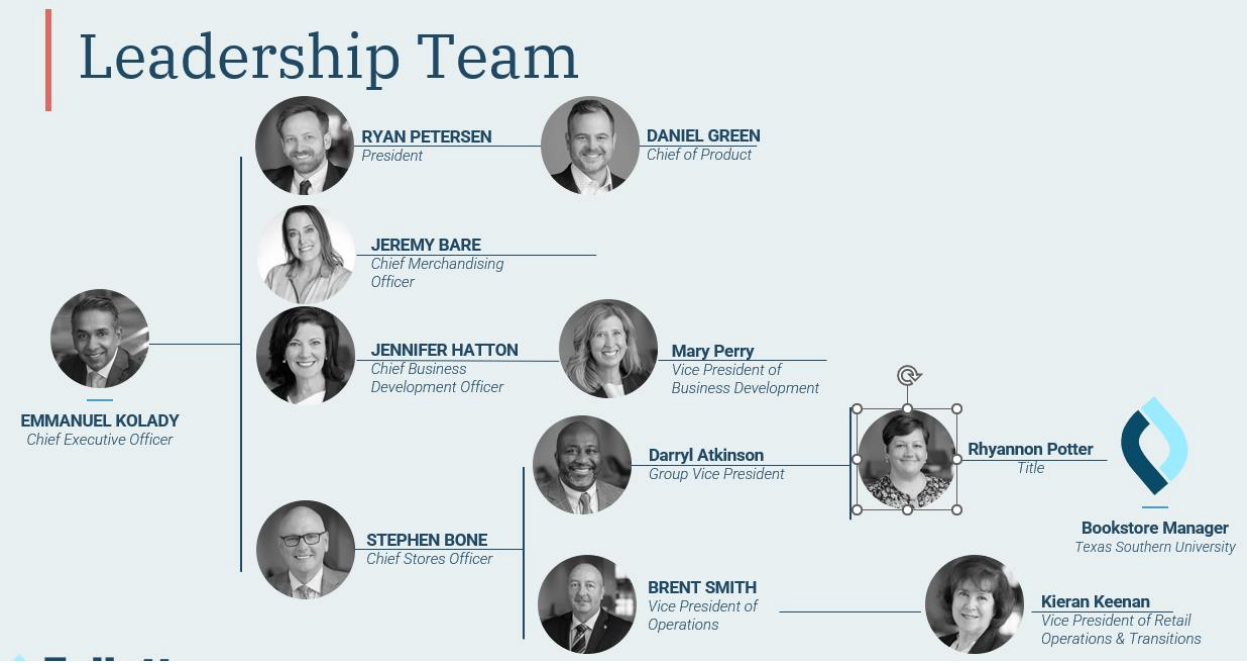
as Follett On-Demand in 2019, and currently provides online stores to educational and corporate institutions.

In 2022, Follett Corporation announced the sale of its corporate entity as well as Follett Higher Education (FHE), the company's collegiate retail and Follett ACCESS business, to a group of private investors led by Jefferson River Capital LLC. (JRC) a private investment company controlled by the James family. Follett also announced the appointment of Emmanuel Kolady, an extremely well-regarded retail operating executive, as Follett's Chief Executive Officer, and Ryan Petersen, formerly VP of Strategy and Development at VitalSource Technologies, as the new President of FHE.

Today, Follett is a privately held company that provides products, services and solutions to the educational marketplace. The company continues to keep its eye on the future. Currently, it is focusing on affordable course material options, new business models and eCommerce, in addition to its core expertise.

Partners in Education

Follett creates a supportive environment that drives student and faculty success through access to innovative educational tools and products. From day one, you can expect Follett to be an engaged member of your campus community. By building key partnerships across the campus, Follett enables colleges and universities to focus on their core mission: student education and success. We share in this mission and strive to provide innovative educational tools and quality service to more **than 5 million students and 500,000 faculty members**.



Campus Store Staffing

Follett operates 1,100 truly unique bookstores and, as with all bookstore operations, some modification of this plan may occur due to the unique needs of each campus Our recommended staffing guidelines provide for an organizational structure that will deliver high service and efficiency standards. Follett would recommend a Campus Store Manager along with an Assistant Manager, Team Lead and Part Time Team Members

Provide references / client list (beginning with higher education please). Include the names, email addresses and telephone numbers of each client so that references can be checked.

We encourage you to contact the references that we have listed, as they can best articulate the many benefits and overall value that their campus has received by choosing Follett.

Jackson State University
Kamesha Hill
Director of Auxiliary Services
kamesha.m.hill@jsums.edu
(601) 979.1325

North Carolina A&T State University
Angela Peterson
Associate Vice Chancellor for Campus Enterprises
angelap@ncat.edu

Prairie View A&M Unversity
Greg Bryan
Assistant Vice President, Auxiliary Services
(936) 261.1702
gbryant@pvamu.edu

Texas State University
John Root
Director of Auxiliary Services
(512) 245-2585
jroot@txstate.edu

University of Houston
Emily Messa
Associate Vice President for Finance & Administration
(832) 842.8184
eamessauh.edu

Please see ***Appendix D*** for a complete listing of institutions served by Follett Higher Education Group. Due to the confidential nature of our agreements, Follett is unable to provide specific financial information for our contract partners, but we have included enrollment figures as an indication of sales volume and we encourage you to contact these institutions for more information.

Address any/all awards, acclaims, publications, memberships, certifications, that your company has attained.

Awards/Acclaims -

- America's Greatest Workplaces for Diversity 2024 (newsweek.com)
- ICYMI: Follett Higher Education & NXTThing RPO Received an HRO Today Business Partnership Excellence Award » NXTThing

Campus Awards -

- VT Hokie Shops were presented with the **2023 Good Neighbor Award** for their contributions in fighting Food Insecurity at Virginia Tech. Leveraging the Hokies Against Hunger POS donation program, store locations raised over $50,000, with all proceeds going to The Market at Virginia Tech.
- Hawk Shop Team Members recognized this week at the IMU VALUE AWARDS CEREMONY at #2253 IOWA. Mission, Values and Vision | Iowa Memorial Union - The University of Iowa (uiowa.edu)
    - #2253 Apple Manager Sabin Hicks – **Performance**
    - #2253 PT Team Member – Allison Bowers - **Ingenuity**

They were both recognized for their outstanding service to students, and the campus community focusing on shared values of inclusion, relationships, ingenuity, performance and student success!

Whitepaper/Case Studies – (internal links would need to be exported and shared with client)

- Affordability Challenge Whitepaper
- Rental Program Case Study

Memberships –

- Fair Labor Association (FLA)
- Association for the Advancement of Sustainability in Higher Education (AASHE)
- Loss Prevention Research Council (LPRC)
- The Association for Talent Development (ATD)
- American Association of Community Colleges (AACC)

Affiliations/Supporter -

- National Association of Student Personnel Administrators (NASPA)
- National Association of College Auxiliary Services (NACAS)
- American Council on Education (ACE)
- North Carolina Association of Community College Business Office Professionals (NC ACCBO)
- Western Association of College and University Business Officers (WACUBO) - is this part of NACUBO?
- Texas Association of State Senior College & University Business Officers (TASSCUBO)
- Florida College System Council of Business Affairs (COBA)
- State University of New York Auxiliary Services Association (SASA)
- Auxiliary Organizations Association (AOA)
- National Association of College & University Business Officers (NACUBO)
- Ontario Association of College & University Housing Officers (OACUHO)
- Community Colleges of Appalachia (CCA)
- Texas Association of Community College Business Officers (TACCBO)
- Southern Association of College & University Business Officers (SACUBO)
- Canadian Association of University Business Officers (CAUBO)
- Community College League of California
- New York Community Colleges Business Officers Association (NY CCBOA)
- Eastern Association of College & University Business Officers (EACUBO)
- Association of Jesuit Colleges & Universities (AJCU)
- National Community College Hispanic Council (NCCHC)
- Central Association of College & University Business Officers (CACUBO)
- Louisiana's Community & Technical College System (LCTCS)

Please see ***Appendix F*** for Follett's Sustainability Partnerships and Programs.

Provide details of any conditions that would adversely affect your company's performance:

- Indicate whether your company is currently for sale or involved in any transaction to expand or to become acquired by another business entity. If so, explain the impact both in organizational and directional terms.

Follett is not currently for sale or involved in any transaction to be acquired by another business entity.

- Provide details of all past or present litigation or claims filed against your company.

Follett Higher Education Group is subject to various litigation that arises in the ordinary course of its business; however, management believes that no such litigation, singularly or in the aggregate, is likely to have a material adverse effect on the company's ability to comply with the terms of this request for proposals, or perform the services proposed in connection with it.

- Indicate whether your company is currently in default on any loan agreement or financing agreement with any bank, financial institution, or other entity.

Other than liens for taxes and assessments not yet due, liens arising in the ordinary course of business (such as liens of carriers, warehousemen, mechanics and the like), liens securing the purchase price of assets, and liens being contested in good faith, Follett Higher Education Group, LLC. has no outstanding liens against it.

- Indicate whether your company is indebted to the State of Texas or have any state or federal tax liability.

To the best of our knowledge, Follett is not indebted to the State of Texas and has no outstanding state or federal tax liabilities.

- Provide a claims history for the past five (5) years for the firm and any team member proposed to provide services.

Follett Higher Education Group is subject to various litigation that arises in the ordinary course of its business; however, management believes that no such litigation, singularly or in the aggregate, is likely to have a material adverse effect on the company's ability to comply with the terms of this request for proposals, or perform the services proposed in connection with it.

- Indicate whether services will be provided in whole, or in part, by your firm. If certain services are to be provided by another firm, indicate your firm's business relation with the associated firm (joint venture, consultant agreement, etc.). Information requested in items 1-4 is also required for any joint venture, consultant agreement etc.

Follett completes all services as a whole and does not utilize subcontractors.

- Provide audited financial statements for the past three (3) years if available.

Follett Higher Education Group, LLC is a privately held corporation, wholly owned by Follett Corporation, and it's audited financial statements are considered proprietary confidential information. If Follett is fortunate enough to be selected as your partner, or if these financial statements are essential for the selection process, we will be happy to provide these statements upon the execution of a non-disclosure agreement

CRITERIA 2: QUALIFICATIONS OF THE TEAM

Thoroughly address the education, experience and qualifications of each team member that will be assigned to our project, beginning with the 'team leader'.
Address any certifications, awards, memberships, publications, etc., for each team member.

Emmanuel Kolady, Chief Executive Officer
Emmanuel Kolady steers Follett's mission-critical imperatives, fostering a culture strategically aligned with the organization's purpose and values. Prior to his time at Follett, Emmanuel led over 100,000 colleagues in 5,000+ CVS stores while concurrently serving as Chief Supply Chain Officer and acting on the executive committee influencing a $95B business. In 2020, Emmanuel championed an enterprise leader role for CVS by building the largest private sector Covid testing operations in the country. He collaborated with stakeholders, government officials, as well as public and private sectors to effect rapid, large-scale change. *Earlier in his career, Emmanuel served in business development, supply chain, and divisional/area leadership roles for CVS as well as operational and retail executive roles for Macy's Inc. Emmanuel holds a B.S. in Accounting and Business Management from Mahatma Ghandi University, India.*

Ryan Petersen, President
Ryan served as VP, General Management, Verba Software for VitalSource, an educational technology solutions provider. In this role, he created inclusive models and digital course material strategies based on Verba and VitalSource's combined data on the higher ed industry. VitalSource was acquired by Francisco Partners in 2022. Ryan's commitment to affordable, accessible course materials began during a Student Government project he created to help his peers find the most cost-effective student resources. Based on this project, he co-founded and served as CEO for Verba software, which grew to provide competitive analytics, price transparency, and faculty tools to help campus stores provide affordable, accessible course materials. He redefined the higher ed model by delivering consistent value, providing rapid access to digital resources, and ensuring price transparency. Ryan built, scaled, and grew Verba until gaining acquisition attention that led to the 2017 purchase by Ingram Content Group. *Ryan earned his B.A. in Intellectual History from Harvard University.*

Jennifer Hatton, Chief Business Development Officer
Jennifer brings a unique approach to new business development leveraging her background as the executive vice president of retail operations and supply chain. Her track record includes overseeing 10,000+ team members, delivering $1.6B in revenue, managing relationships for 1,100 campuses across the US and Canada, as well as developing and growing a subscription service model. In addition, Jennifer led and launched corporate transformation initiatives and managed a $1B supply chain, publisher relations, process improvement, and team member development. After leading 500+ new store transitions, Jennifer knows what success looks like on a campus level and understands how to grow and scale the business in a meaningful way. Her in-depth knowledge of higher education retail operations provides unique insights into the future of the industry. *Jennifer earned her M.B.A. from the University of Miami and her B.S. from the University of Georgia.*

Stephen Bone, Chief Store Officer
As Chief Store Officer, Stephen Bone elevates retail experiences through visual execution and merchandise while fostering a culture of excellence focused on building relationships, appreciating contributions, and recognizing results. As a collaborative servant leader, Steve identifies, values, and calibrates talent. Previously Divisional Vice President for Macy's, Steve operated as a change agent,

steering turnarounds and implementing the structure and culture to transform territory results. He delivered over $1B in sales and earned a reputation for building and promoting talent, holding teams accountable for results, and finding a balance of appreciation and recognition. In addition to his tenure at Macy's, Steve has a rich history of retail experience with Foley's, Payless Shoe Source, and Zale's.

Brent Smith, Senior Vice President of Operations
Brent Smith oversees all aspects of Store Operations, including virtual/hybrid operations, process improvement, store systems, field communications, the transition team, the company's renewal strategy, operational reporting, store budgets, inventory, and audit. Previously Vice President of Operations, Brent oversaw US and Canada store operations, virtual bookstore accounts, store process improvement, store communications, the customer experience, internal communications, the transition team, store systems, reporting, the customer service program, and surveys. Prior to this, Brent served as Group Vice President managing P&L and campus relationships for the Eastern Shore and Mid-Atlantic states. In this capacity, he led two of the largest Follett campus transitions at New York University and Virginia Tech. During his time as GVP, Brent oversaw seven Regional Managers and more than 200 accounts. Earlier in his career, Brent served as Regional Manager Sales and Operations for Follett, Mid-West Regional Manager with Wallace's Bookstores, Operations Manager for Shopko, and District Manager for Kar Kwik. *Brent holds a degree in Business from Western International University in Phoenix, AZ.*

Kieran Keenan, Vice President of Transitions & Store Operations
Kieran Keenan provides tactical and consultative leadership for store transitions and retail operations. She also serves on Follett's audit committee and safety committee. Kieran collaborates with the home office, field operations, and campuses to ensure service and operational excellence. She works closely with partners, earning their confidence in Follett's offerings and addressing potential concerns to nurture relationships. Previously serving as Group Vice President, Regional Manager, and Store Manager, Kieran oversaw retail operations and relationships as a trusted partner, navigating substantive changes in the market and in the communities she served. *Kieran earned a B.S. in Biology, English, and History from Central Michigan University.*

Mary Perry, Vice President of Business Development & Strategic Partnerships
Mary joined Follett as Vice President of Marketing across the western United States. In this role, she grew accounts by almost 200% and closed the largest account in the western U.S. She also implemented a process for renewals, standardizing and tracking best practices. Earlier in her career, Mary served Quadrant (formerly Neopost) as a salesperson and was promoted up through Director of Sales for the West. Here, she rolled out the Salesforce automation tool still in use today. Mary also served as Neopost's Director of Training, designing and implementing distance-learning programs. *Mary earned her B.A. from the University of California at Santa Barbara and her M.B.A. from Saint Mary's College in Moraga, California.*

Darryl Atkinson, Group Vice President
Darryl Atkinson oversees the HBCU Group, encompassing retail operations and campus partnerships. His mission is to ensure his campuses feel well cared for and valued. Darryl is passionate about what he does and the change he can enact, giving his segment the visibility it deserves. Darryl currently serves on Follett's Diversity and Inclusion committee and formerly served on the Presidential Executive Counsel for Follett. When serving as Regional Manager for Follett in his former role, Darryl managed multiple store builds and remodels from pre-construction and tech implementations through openings, including Apple Stores. Previous roles with Follett include Store Director and Store Manager. His early career experience included serving as Assistant Store Manager for Thomas Nelson Community College and Operations Manager for Office Depot. Darryl also served in the U.S. Army Reserves. *Darryl has a bachelor's degree in Business Administration and Finance from Hampton University.*

Rhyannon Potter, Regional Manager

Rhyannon Potter oversees academic partnerships and ensures each bookstore team is well trained, prepared, and capable of providing excellent service on each campus. She works with each university contact to find solutions to their unique intuitional needs. As a leader in the HBCU Group, she ensures each store has the right products for their fans and receives all the services and benefits Follett has to offer. Working for Follett has allowed Rhyannon access to the latest and greatest educational products granting students equity and access at the start of their academic journeys. Rhyannon enjoys celebrating collegiate wins and successes, electrifying fan spirit by providing the best gear and goods. Her prior roles with Follett include Store Director, Store Manager, and Manager in Training. *Rhyannon received a B.S. in Sociology from the University of Memphis and an M.S. in Women's Studies from Towson University.*

CRITERIA 3: APPROACH & METHODOLOGY

This section should describe and discuss your proposed approach and methodology in providing the processes of the type and kind required in the RFP. By reading the proposed approach and methodology overview, Texas Southern University must be able to gain a comfortable grasp and clear understanding of the level of approach to be provided and the methods proposed to provide them. A detailed explanation shall be included to understand how the methods comply with the requirements of this RFP.

Throughout this proposal you will see specific details that outline our plans to support the needs of Texas Southern University. Our goal is to complement the existing operations with additional efficiencies and the strength of the Follett network. We will share our vision for a variety of areas including staffing requirements and training, merchandising options, brand enhancement and product mix. Each of these elements is carefully assessed to create the optimum opportunity for bookstore growth and success in campus store models. It is through a thorough assessment process that we can identify the greatest areas for gain as well as identify areas of current strength that can be built upon. What is most important is that your bookstore reflects the special qualities and uniqueness of Texas Southern University.

Campus Community Engagement

The Follett operations team will engage with the campus community to build relationships. We will explore opportunities to improve and expand services, implement and encourage the utilization of our tools and resources, and develop strategies that enhance student success. Our goal is to be a valued member of the campus community.

Course Materials/Supplies

Course materials constitute a significant portion of bookstore sales. Therefore, it is imperative that we meet our commitment to provide the right book, at the right time, in the right quantity, and at the right price. Furthermore, we must provide access to all course materials including digital books, digital learning and assessment tools, custom products, coursepacks, and Open Educational Resources.

Through our suite of Academic Tools and Utilities, Follett has created a course materials ecosystem that facilitates the discovery, adoption, sourcing, selling, aggregation and accessibility of all course material content in a smooth and seamless manner through integration with the College systems. From affordability programs to HEOA compliance, Follett offers the most comprehensive course material solution in the industry. We believe our record of service validates our commitment to exceeding your expectations in this vital area and ensures faculty and students will receive the highest levels of service and support through a partnership with Follett.

To further support the academic mission and drive student success, the campus store must also stock supplies and additional materials for various curriculums such as biology, chemistry, accounting, digital media and marine science. Follett's vast experience, coupled with our wide range of vendors, assures the College that whatever a curriculum requires; Follett is prepared to provide it in an easy and convenient manner and to the faculty's precise specifications.

While course materials are the core of our business, we believe that student reference books are just as important for fostering the educational mission and intellectual climate of the institutions we serve. Follett's knowledgeable trade book buyers interact with all publishers to build a student reference department that includes titles that complement your academic programs. With Follett's replenishment system, we evaluate customer buying trends to ensure that all our stores are fully stocked with the most

popular titles. We also have electronic access to every book currently in print, making it easy to secure book information by author, title, or ISBN. And, of course, it's all backed by Follett's dedication to customer service, which means individual customer special orders are fast and easy.

General Merchandise

Follett's General Merchandise team is anchored at a local level and dedicated to supporting your academic mission and campus life by providing the products your customers want, at the right price, on a timely basis. The team is trained to recognize the individuality of each school, enabling them to offer a product assortment that's unique and tailored, yet extensive, so the Texas Southern University store can provide the general merchandise your students, faculty and other customers seek. Our team works with campus our campus contacts to make sure we include any popular locally made or locally used products.

Today, students and faculty alike rely on computer hardware and software for their research and course work. In addition, students require computer accessories and peripherals, such as printer cartridges, storage drives and cables, to support their technology. To earn the title "full-service," we must cater to these needs by providing a sophisticated computer products department. Follett is an authorized educational software retailer with relationships with major technology publishers and distributors. Your faculty, students and school departments will enjoy access to the latest software (at up to a 60% savings). Our educationally priced software is the full version, not abridged or edited in any way.

Store Design

Renovating and refreshing your store requires creativity and vision – a job entrusted to our Follett In-Store Design Team. The team is dedicated to designing the ideal retail environment for Texas Southern University. We start by immersing ourselves in the Texas Southern University culture to inform our design team with what makes Texas Southern University, your institution. Then we infuse our vast experience to incorporate the best practices of retail engineering. The end product is an easy-to-navigate and intuitive shopping experience that inspires your students, faculty, parents, alumni, and fans to think of your space as not just a store, but a hub and a destination.

By delivering everything they want and need in a place they want to be, the Texas Southern University campus store imbues a sense of spirit and pride that enhances your image, attracts customers and increases sales.

Technology

We are dedicated to developing flexible technologies that streamline the processes to enhance the campus experience – from enabling customers to seamlessly purchase and reference digital course materials within institutional learning management systems to browsing the latest technology and popular spirit apparel from the comfort of their homes or dorms.

Follett's breadth and scope of experience in managing and operating robust and dynamic campus store websites is unequalled in the industry. In fact, Follett's eFollett.com network of campus store websites has been ranked number 57 on the Internet Retailer Top 500 Guide of Web Retailers. Leveraging the convenience of online shopping with the support of a local store operation, eFollett.com simplifies the online order process to maximize student access to the right course materials, while driving online sales for each of our institutional partners. In contrast to your current service provider, our online platform offers a unified shopping cart and a streamlined checkout process

Managing inventory and revenue efficiently leaves more time to focus on customers, grow your business and build a brand. Follett currently utilizes the Oracle point-of-sale (POS) system in all of our campus stores. This system serves as the backbone of our in-store shopping experience. It has allowed us to quickly execute the sale while streamlining the back-office inventory function.

Follett's Academic Tools and Utilities provide our campuses, faculty and students with a one-stop-shop for their academic technology needs, and we are the one partner that can provide all the solutions that enable student success. The suite of tools is specifically designed to support the academic mission of our partners by enabling student and faculty success. Our Academic Tools and Utilities cover the lifecycle of course materials from discovery and selection to delivery, access and management.

CRITERIA 4: DELIVERABLES & SOLUTIONS

Thoroughly address the deliverables you will provide upon completion of your work. Each item listed in the scope of work shall be addressed.

Course Materials

The learning materials landscape for higher education is more complex and dynamic than ever. Follett stands out with solutions to answer next-generation expectations. As part of the largest reseller of educational content in North America, Follett Higher Education (FHE) collaborates with you to support your mission, delivering required and recommended course content adopted at your direction. We act as your agent and aggregator in working with the sources you choose. Whether it is publisher materials, Open Educational Resources (OERs), YouTube, TedTalk or other open content, Follett ensures that your faculty have the choices they need, in the optimal formats and affordable price points for your students and their families.

Material Affordability

Affordability and access are consistently among the highest concerns for students when purchasing course materials. With Follett as your partner, you are joining the largest network of collegiate store management professionals in America. With 1,100 store locations and online stores, Follett maintains the largest library of used and rentable printed books, and delivers more eBooks, passcodes and digital access points than any other provider. Leveraging these assets, we make the cost of learning materials easier to bear, so students can focus on their studies. Traditional learning materials remain essential to the campus store experience. Used books, rentable books and print materials buyback will remain an important part of these services.

Follett Access Programs

Follett ACCESS is a powerful program that enables colleges and universities to deliver all course materials (textbooks, digital content, technology, lab kits, supplies, etc.) as part of tuition or course charges. With Follett ACCESS, students have what they need on the first day of class, stress-free and effortlessly — leveling the playing field for all, regardless of economic background or social status. But the benefits reach well beyond cost or convenience. Follett ACCESS has been uniquely designed to drive value for every constituency.

With Follett ACCESS, Institutions:

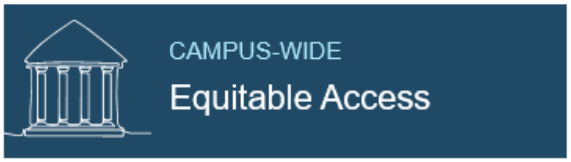
- Directly address the cost and complexity of obtaining course materials
- Gain a competitive advantage by increasing recruitment, retention and, ultimately, graduation rates
- Improve academic performance and help students complete their studies instead of deferring classes due to course material costs and access issues
- Leverage existing systems to provide a robust learning experience

With Follett ACCESS, Students:

- Save up to 80% on course materials
- Experience less stress during the purchasing process and easily access, manage and use all course materials regardless of format or cost
- Engage and learn on the first day of class by having access to all required course materials — regardless of background or financial status

With Follett ACCESS, Faculty:

- Enjoy the academic freedom to choose the content provider, edition and medium that best fit the class curriculum
- Have confidence that everyone in class will have the same edition on day one — allowing instruction to start right away using the chosen resources
- Level the playing field across diverse socioeconomic backgrounds
- Leverage Follett's 24/7 technical and troubleshooting expertise, freeing themselves to concentrate on class assignments and instruction



- No stress as ALL materials are provided
- Recruitment tool
- Savings on materials based on bulk
- 100% adoption compliance
- In-line with secondary education course materials provisions
- Flexible cohort options available



- Course / section / department
- Designation in course catalog
- Student choice
- Pilot opportunity
- In-line with secondary education course materials provisions
- Less stress for specific course

With Follett ACCESS, our partners do not have to worry about these issues. Through this program, we collaborate with your campus to best support your students:

- All students have access to their required course materials on or before the first day of class.
- Students retain full access to the required course materials, at no cost, until the add/drop deadline (Census/100% Refund Date), by which time they must decide whether to opt out.
- If a student opts out prior to add/drop (Census/100% Refund Date), all course materials charges will be reversed upon return of course materials.
- Students receive the best price on those course materials, often dramatically lower than what is achievable through other channels.
- Follett manages the entire program from implementation to rollout and support.

Here's an illustration of how by working together, we can make course materials considerably more affordable by allowing faculty to opt into a course-by-course Inclusive Access program

ISBN	Title	Publisher	New	Used	New Rental	Used Rental	IA Price
9781305258778	Nutrition, Exercise & Behavior	Cengage	$ 359.95	$ 270.00	$ 269.96	$ 151.18	$ 43.30
9780134734842	Marketing Research	Pearson	$ 467.75	$ 351.00	$ 350.81	$ 196.46	$ 35.00
9781260238891	Operations Management	McGraw Hill	$ 377.25	$ 283.00	$ 373.48	$ 158.45	$ 43.75

Powerful Course Material Solutions

As the demand for educational technology evolves, so does the expectation for enhanced learning solutions and best-in-class support. Our comprehensive suite of products, services and solutions provides the depth to meet your needs, and we continually enrich our programs to keep you on the cutting edge.

- We work with 6,000+ publishers and educational services providers, giving you access to hundreds of thousands of course material titles in all formats.
- We maintain course material choice by providing content from all publishers.
- We respond to the marketplace by providing all formats (new, used, rental, digital) that students need or prefer.
- We integrate with campus systems (student information system [SIS] /learning management system [LMS]) to streamline processes and offer one-stop access for students.
- We provide students with cost-saving opportunities through a variety of programs.

Textbook Rental Program

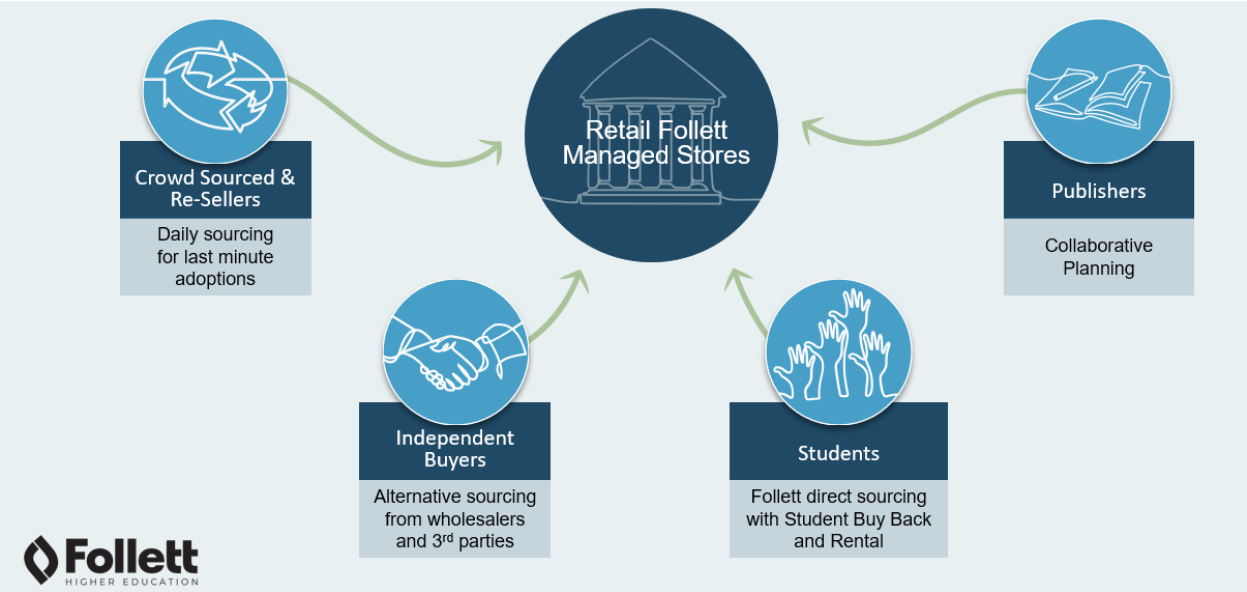
Follett launched its textbook rental program in fall 2010, being the first large-scale change to the campus store in decades. Today, Follett's "Rent-A-Text" program is the largest learning materials rental program in the marketplace and has become an expected part of the traditional campus store experience. Follett bookstores offer new, used, digital, and rental titles in-store and online. The Rent-A-Text program effectively reduces textbook pricing, while driving sales and increasing market share for Follett-managed stores. Since inception of this program, Follett has saved students across the nation more than $1.54B.

Our Rent-A-Text program is backed by a national library, owned by Follett. The program can be customized to each specific campus and — as in all of our learning materials programs — emphasizes close working relationships with our valued faculty partners.

Used Books Program

Used books represent a great value, costing on at least 25% less than new books. With Follett, your students will enjoy the greatest selection of used books available. We have access to more used textbooks than any other campus store management company, with more than 100,000 different titles and over 2,000,000 used textbooks in our used book supply chain.

We don't, however, rely just on *our* supply of used texts. We have modernized the used book supply chain through our inventory control system. Follett sources used textbooks from multiple wholesalers, large and small. We routinely transfer used textbooks for sale and to support our rental program, between Follett campus stores across the country.



Book Buyback Program

Follett will purchase used textbooks year-round. Follett will purchase textbooks adopted for the next academic term in quantities sufficient to meet course requirements at not less than 50% of the student's purchase price rounded to the nearest quarter. Follett will purchase used books not adopted for the next academic term or in excess of course requirements at wholesale prices prevailing in your campus's area, rounded to the nearest quarter.

OERs

OERs are resources available at little or no cost that can be used for teaching, learning or research. OERs are part of an approach many campuses are taking to address course material affordability. Follett supports this approach and delivers OERs through our suite of academic tools. OERs are almost always available free of charge in digital format. However, services around the content are often not free. This includes providing the content in printed format, integrating the content with LMSs or offering correlating instructor tools.

Types of OER

OERs are primarily digital resources that can be delivered in different content types, including open courseware, open textbooks, learning objects, digital tutorials, online modules, streaming videos and open journals. There are many OER aggregators that collect OER resources and make them available. However, these large collections of resources do not guarantee quality and vetting of content, and the format of the content is not always consistent. These aggregators are often non-profit, institution-funded or grant-funded. For higher quality, it is best to select OER *curators* that vet and format content.

Custom Coursepacks

One of the growing trends in course materials is the utilization of custom publishing/course packs as value-added content to class materials. Follett has partnered with three of the leading and most respected firms in this market - XanEdu, University Custom Publishing and LAD Custom Publishing - to provide top-of-the-line, fully integrated services. This includes the use of both print and digital format, based upon preference and faculty needs.

We actively publicize our course pack program by publishing calendars and sending e-mail reminders to department chairs to ensure that all faculty members are aware of the service and deadlines. Custom course materials, whether printed or in digital media, are a growing and vital part of the higher education course materials market and Follett is positioned to fill the need effectively.

Adoptions

Follett will work closely with your faculty to secure accurate and timely adoptions, ensuring that the course materials they need are in stock at course startup and throughout the academic term. When textbook adoptions are provided early, the campus store has more time to source more options (new, used, paperback, digital, rental, previous adoptions, etc.), providing for more affordable course materials for your students. We have established the following target dates for collecting adoptions:
Fall Term: Mid-April; Spring Term: Mid-October; Summer Term: Mid-March

To facilitate the adoption process, Follett provides various tools and resources, including a Strategic Program Review, which is a professionally designed presentation for faculty that addresses key course material issues and decision criteria. It supports our partnership with faculty in achieving a higher standard of service. It also highlights our abilities to reduce the cost of higher education course materials for students. In addition, our store staff is committed to providing answers and information

to support the decision-making process. We encourage faculty participation in a campus store advisory committee to better understand their needs and desires.

Follett store teams coordinate adoptions with faculty and campus staff/admins through email campaigns, in person and hosting adoption collection events on campus. Sharing booklists and historical adoption information as well as communicating details on updated editions, format types and digital or rental options. Faculty can also submit adoptions and research adoption options through Follett's suite of Discover tools which displays book options by genre, compares price points to keep student cost in mind, includes Open Educational Resource options and provides faculty suggestions for ancillary materials, etc. as well.

At Follett, we continually communicate with your faculty on the status of the course materials they have adopted. We also process and submit purchase orders directly to publishers electronically and manually, so we know within 24 hours if titles are available. This allows us to communicate book availability to faculty members in a timely manner.

We can also fill last-minute orders and reorders. Using our CourseTracks™ system, we can locate and ship textbooks from any Follett campus store within 24 to 48 hours. We use next-day air delivery to ensure that textbooks arrive promptly.

Price Matching

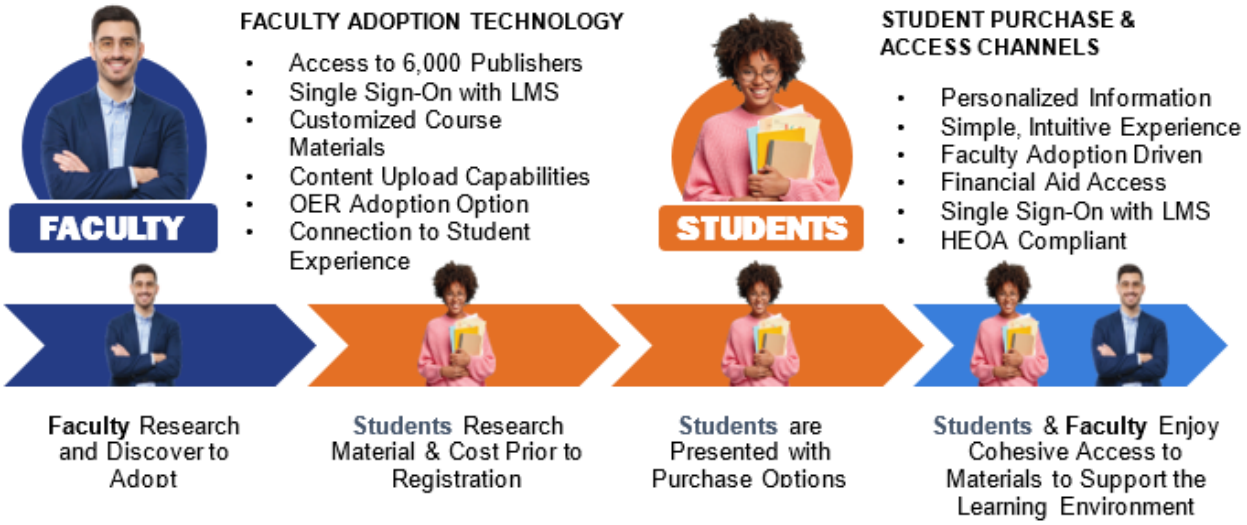
Providing students with affordable options for course materials is a priority at Follett. In addition to competitive pricing, we offer the Follett Price Match program.-The Follett Price Match program is valid on textbooks (new, used and rental) that are currently in stock at your campus store and competing retailers. Follett will match the lowest, verifiable, advertised price on college textbooks for students who rent or purchase new or used books.

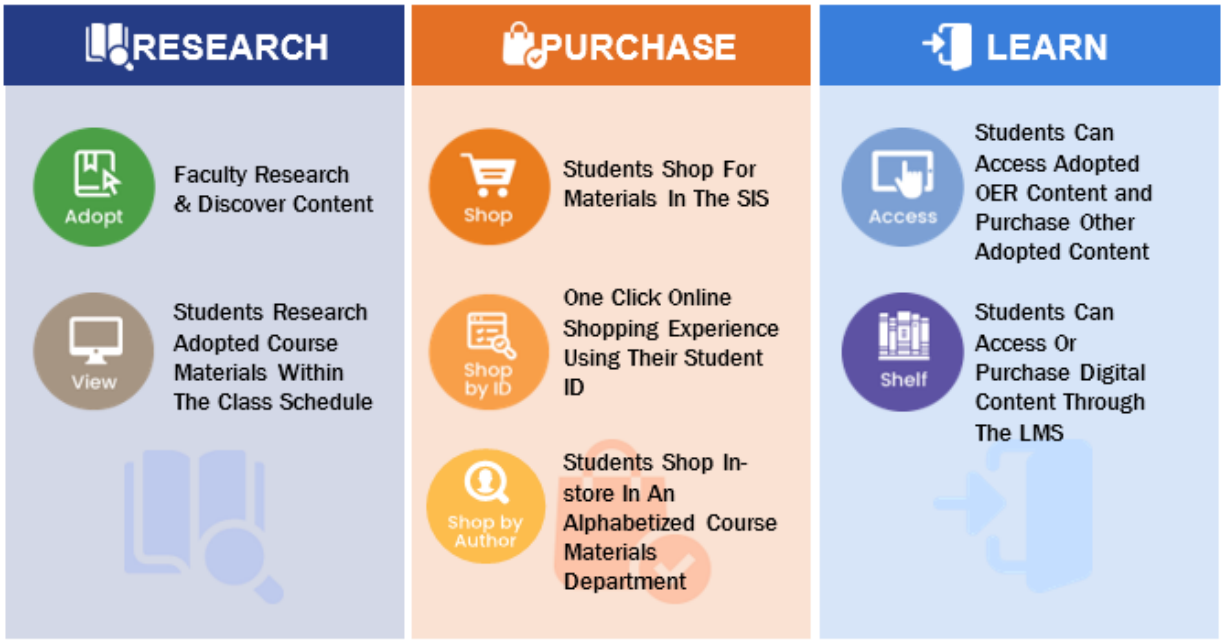
Innovative Technology

Leading the Industry in the Exploration and Distribution of Digital Content

Follett | Discover

Our passion is to make the course materials adoption and procurement process as easy as possible for your Institution. Follett Discover is a comprehensive suite of tools that supports both instructors and students throughout their academic journey. From researching and adopting course materials, to purchasing course materials prior to start of class, and supporting learning through ease of access to digital course materials, Follett Discover provides a seamless experience for course materials on your campus.





Follett Discover Shelf is new to the Discover Suite and allows for the seamless delivery and access to digital materials.

For additional details please refer to the following link https://vimeo.com/646149255.

Shop By Author & Shop by Student ID

Leveraging our Discover technology platform, our in-store program, Shop by Author, and eCommerce feature, Shop by Student ID, creates the ability to easily locate and purchase assigned course materials With Shop by Author, the course materials department is organized alphabetical by author meaning that each course material has one spot in the department, so all inventory is in one place as opposed to being dispersed within each course that it's associated with when course materials are organized by department, course, and section. The customer can easily access their course materials list using their student ID and see a shopping list of their materials. This allows a student to efficiently shop the in-store

course materials department. Because the course materials department footprint is reduced through this program, space can be repurposed for other merchandise needs or turned into a usable space for study spaces, community spaces, events or other specific campus uses.

With Shop by Student ID, a student needs to simply enter their ID in the designated area on your ecommerce website to be presented with a consolidated shopping cart of all required materials. With a few keystrokes, they can easily purchase all or some of the required materials and be ready for the start of class.

CourseTracks

Utilized in every one of Follett's 1,100+ college and university campus stores, CourseTracks is a state-of-the-art, proprietary merchandise management software that streamlines store operations and ensures the best service to students, faculty and administrators. CourseTracks features built-in adoption functionality, where the adoption process is streamlined for faculty members — greatly reducing the amount of communication necessary to ensure the delivery of their orders.

With CourseTracks, textbook decision makers can:

- Utilize a dashboard-style view of critical store functions, giving the textbook decision maker an at-a-glance overview of sales and inventory, messages and alerts, reports, etc.
- Set up automated email campaigns to solicit online adoptions, send follow-up communications and updates to customers, request information and encourage sell-through.
- Plan their purchasing of books and course materials for an upcoming term.
- Manage adoptions and related follow-up communications with faculty.
- Order books from Follett or other sources.
- Set up and execute buybacks and rental check-ins.
- Receive merchandise into the store and track returns to vendors, shipments to the Follett warehouse and interstore transfers.

BryteWave™ is a digital textbook reader and study tool in one. It combines intuitive design with easy-to-use features, enabling students to study anytime, anywhere. Students have the ability to read, take notes, highlight content and share ideas with other students or instructors on campus — all from within their digital textbook accessed on their existing devices.

BryteWave powered by RedShelf provides users with more than 700,000 textbook titles and digital rental titles from hundreds of publishing partners. Resources can be accessed online or downloaded for offline use on tablets, smartphones, laptops or desktops. Notes and highlights are continuously synched among devices, allowing students to pick up where they left off on whichever device they have on hand.

Brytewave Publishing

To support the authors on our campuses, the BryteWave Publishing program enables faculty and administrators to easily turn their copyrighted content into digital books. These digital books are available for sale at the campus store, both in-store and online. Digital books are never out-of-stock, and the author receives a commission for every sale.
Digitally published material is provided in a convenient, cost-effective format and is available to a wider audience. There are no physical inventory or printing costs, so you can provide even more savings to your students.

ADA Guidelines

Follett is committed to helping our partner institutions meet ADA compliance guidelines for digital products by accommodating students requiring accessible content. Our local campus stores work closely with Disability Services to meet the needs of those students. Additionally, Follett is dedicated to ensuring that Brytewave is accessible to those with disabilities. In fact, Brytewave has several accessibility-focused features for both its desktop platforms and Brytewave iOS app.

General Merchandise

The college bookstore has evolved dramatically. What was once a quiet destination for course materials and the occasional t-shirt is now a bustling hub for branded apparel, academic items, giftware and technology, as well as food and beverage products. Over the years, we have expanded our offering, aligning the merchandise carried around the arising needs and wants of the campus community.

Every campus has a unique culture and thus needs a unique store program that draws from many areas, including branded apparel, educational support resources, gifts, food and beverages, technology and other items. Follett works with our partners to create a custom campus general merchandise program that addresses today's trends. We provide a *good, better, best* structure, enabling the perfect fit for various customer price points. We also conduct tests and trials to help you determine optimal merchandise selection. Many of such successful test programs have become part of our core offering.

Local Customization

Research and data provide the framework for our custom campus program. Our analysis captures school-specific background, including athletics, academics, camps, clubs, regional and local trends, preferences and size requirements, as well as other elements important to the institution and campus community. The planner works closely with the local store manager to validate findings and gain insights into the campus culture. Together, they also examine local preferences and determine how to integrate feedback from customers, faculty and students. The planner then leverages a large, price-negotiated strategic assortment that can be customized and managed according to the institution's brand, guidelines and sideline brands, efficiently and affordably.

On-Demand Products

In the world of immediate gratification, it is more important than ever to provide you campus supporters with a wide selection of items as well as a diverse portfolio of graphics online. Follett offers the only business in the market that will provide schools with a near endless aisle of products that enables the entire campus community.

Traditional manufacturers require extremely high order minimums, and this does not permit for an inclusive campus shopping experience. With on-demand production, our team can celebrate everyone on campus. Our solution allows for representation of every sport, academic school, and department on campus. The innovative production method provides schools access to over 3000 items that can be decorated with their school's brand. All the items are made as they are ordered online, and they ship out within 24 business hours. This type of production method enables us to drastically reduce backorder rates, eliminate size-outs, and support your entire campus. All the manufacturing is completed in a Follett owned facility just outside of Dallas, TX.

Brands

Follett's *good, better, best* price structure delivers a range of value to premium brands. From your school's preference of a particular sideline brand, to today's leaders in performance activewear and

emblematic apparel, to in-demand school supplies and technology, to popular food and beverage brands and more, we fill your store with the brands students, faculty, fans and alumni expect.

Expert Merchandise Support Team

We know it is difficult to run day-to-day store operations, stay informed on the latest trends and vendors, meet the expectations of the campus and build relationships with the customer. Follett's home office merchandise support experts collaborate with clients at every juncture. Our experienced professionals ensure your program is aligned to the needs of the campus. Our team also supports you through weekly calls, ongoing communications and store visits to ensure all feedback is integrated quickly to optimize the store assortment.

Clothing

Spirit and pride on campus are contagious, and that spirit is most often displayed with apparel. The right assortment is essential to achieving a well-balanced selection, where there is something for everyone at multiple price points. Follett's selection spans various fits, fashion trends, athletic preferences and brands so your store carries an assortment that is worthy of your brand. With growing categories in men's, women's, children's and team athletics, we strive to bring the latest selections and trends to life – giving students, visitors, faculty and alumni the unique apparel items they desire. Our vendor partnerships with sideline brands such as Nike, Under Armour and Adidas; premium brands such as Johnnie-O, Tommy Bahama, Vineyard Vines and Peter Millar; fashion brands such as League, 47 brand and Colosseum; and workhorse brands such as Champion and Gear for Sports, allow your campus store to carry a comprehensive brand assortment that appeals to a broad audience.

In addition to providing great brands, on-trend products and a wide range of fits and price points in-store, Follett helps you create a robust eCommerce business. Everything carried in-store can also be sold online, along with dozens of other products. This enables store owners to expand their inventory beyond store size, providing far more sales opportunities with a much broader audience. Follett also offers options to personalize online purchases, creating even greater value.

Environmental and social consciousness have become increasingly important. Follett helps campus stores align to this thinking, delivering Alta Gracia, League, Framing Success and other brands with a purpose. In addition, Follett is a member of the Fair Labor Association (FLA), whose mission is to protect workers' rights and improve working conditions. We ensure that all our vendors read and sign the vendor code of conduct prior to engaging in a partnership with Follett.

HBCU's

Follett is proud to operate more HBCU and state university bookstores than any other company featuring such campuses as North Carolina A&T State University, Jackson State University, Clark Atlanta University, Morehouse College, North Carolina Central University and Prairie View A&M University.

While Texas Southern University is an historically black institution, like Follett, it serves students of all racial and ethnic backgrounds. We will be a great partner in helping Texas Southern University with its mission to serve a student body that is diverse in its socioeconomic and academic status and to provide the full range of experiences and services that permits it to successfully serve students with a wide variety of goals and needs.

Accessories

Our selection of accessories rounds out the overall assortment and coordinates with apparel to create a comprehensive store offering. These include headwear, socks, hair accessories, jewelry, ties and footwear.

Giftware

Follett augments the overall store assortment with gift items such as home accessories, drinkware, diploma frames, lanyards, key chains, auto accessories and more. While coffee mugs are still a favorite, the drinkware category has evolved to include a variety of reusable drinkware. Students want to live a healthy lifestyle by staying hydrated, while store partners want to be socially responsible. One way to do both is by reducing plastic water bottle waste on campus. Follett answers these needs by offering reusable drinkware in many popular brands, such as Camelback, Nalgene, Yeti and S'well, which can be customized with the school colors and logo.

Tiger Tailgating

Fans, alumni, students and others participate in pre- and post-game tailgating activities to build community and support their favorite team. Game-day fever extends into "homegating" for those who cannot be on campus. Follett campus stores offer everything a good tailgate or homegate needs — drinkware, spirit wear, accessories, barbecue accessories, blankets, pennants, face paint and rally beads — reinforcing school pride among fans.

Graduation Merchandise

Graduation is a treasured event, and the campus store provides graduates and their families with the best selection of amenities and merchandise. Our vendor partners provide unparalleled product assortment and flawless execution. We work directly with your campus to develop the right custom graduation packages, including caps and gowns, rings and graduation announcements. We also manage graduation fairs to make your graduation events seamless.

Technology

A technology offering has to deliver much more than just today's latest gadgets. Follett offers a customized technology store-within-a-store solution that addresses your campus needs. Our approach allows us to offer a wide range of late-breaking products and services to students, faculty and staff, no matter where they are in the life cycle of a technology purchase. Our consultative approach includes a focus on **"**must have**"** products as well as value-added services such as trade-ins, warranties and product education.

Test-drives are essential when considering a purchase. Within our technology stores, we provide customers with not only the product knowledge to compare products, but also technology bars with powered-up, ready-to-try products that allow a hands-on experience.

Follett campus stores offer a choice of brands, products and services with many options. We extend these with a full online offering, providing for a true, one-stop shopping experience. Our drop-ship vendor program allows us to have a significantly larger assortment of computers, tablets and other technology items online and available to your customers without need for store shelf space.

Apple

Follett is an on-campus provider of Apple products and services. We deliver a comprehensive experience to select campuses that includes products, accessories, warranty options and repair services to address students' needs. We also provide product demo tables, in-store graphics and brand elements to complete the experience.We have the unique ability to vary formats of the Apple program. At select campuses, we can operate a full Apple Authorized Campus Store (AACS) that would generally include four to six demo tables, a dedicated computer manager and staff, larger technology presence and repair services. A second, smaller option is a one-table demo format with a limited selection of Macs, iPads and accessories.

Laptops, Tablets and Convertibles

Follett offers a choice of different brands, price points and specifications to give your campus community many options. Our vast selection features the latest in multifunction devices, computers, tablets, printers, cartridges and software.

Accessories

Whether the campus store has a robust technology offering or a kiosk-type environment, Follett stores carry a full accessories line at price points beginning at $10 or less. From power and charging to protective cases, mice, earbuds and USB cables, these important resources empower the institution, faculty and students and help them stay connected.

Institutional Support

To ensure campus store success, Follett also offers repairs, pick-up and delivery, warranties and billing of computer hardware and devices. We provide the on-campus services and support needed to keep your technology running. Plus, using our point-of-sale (POS) system, we can enable input into Apple's Device Enrollment Program (DEP).

Warranties

Follett offers two powerful warranty programs to serve students, faculty, staff and the campus community — AppleCare™ and Safeware®. AppleCare provides coverage for Apple products and is available at select, authorized Apple campus store locations. These stores offer the same AppleCare protection as that of branded Apple stores. Safeware covers all products, including Apple. Safeware offers different plan levels, with each one covering accidental damage. Costs of these warranty programs are based on the value of the device.

Food and Beverage

Today's consumers are looking for convenience, variety and healthy choices in food and beverages. Follett offers a well-balanced assortment that includes snacks, fresh food selections, heat-and-serve items, sodas, water, tea, juice, coffee and bakery options. We work closely with store managers to address local preferences and trends and design the ideal campus solution. Whether for a large or small store, a fully licensed café or a blended solution, Follett provides the customization needed to help campus stores succeed.

"Grab N' Go" products from national brands are popular among students, faculty and staff. Follett leverages national, regional and local trends to provide the initial assortment and then uses customer feedback and campus preferences to adjust your assortment as trends change and evolve. For beverages, we align with campus brand preferences and popular lines to provide a wide range of choices. Our hot-beverage programs partner with national brands, wholesale distributors and local suppliers, as well as community favorites, and can be "right-sized" to address space, preferences and needs.

Cafés

The café is the perfect, contemporary setting for students, faculty, staff and community members to relax, recharge, study, meet and socialize. We will work with you to develop the ideal atmosphere. This includes designing to your purpose, space, menu options and local preferences. We then create the coffee or café program that will best align with your unique campus.

Convenience

In today's fast-paced world, students, faculty and staff need options that are easy and affordable. Our convenience program offers a custom-developed assortment that addresses your objectives and overlays

relevant buying trend data and local preferences. From supplying just necessity items to providing the full gamut of a superstore, Follett helps create a solution that will be successful on your unique campus.

Health & Beauty

Our fully rounded convenience offering includes personal care products, such as over-the-counter medicine, makeup and other essentials. We understand that the products needed to support the lifestyle of your students, faculty and staff are a blend of those carried in a traditional convenience store plus those available in a drug store. From our e.l.f. cosmetics and Burt's Bees products, to our trending skin care assortments, we can provide the range of health and beauty necessities and personal care items your campus demands.

Supplies

School supplies are essential to academic success, and our supply aisles and websites have the items students need to be prepared for class. We offer a full array of everyday school supplies, such as fashionable notebooks, pencils, and folders in branded and non-branded options.

Course-related Items

Follett can offer course-related supplies, including products for fine arts, engineering, culinary arts, automotive classes and more. We can also provide medical/nursing scrubs, lab coats, culinary garments, emergency medical technician (EMT)/fire/police uniforms, automotive workwear and any other course-related clothing. Our vendors can embroider these garments with school logos/departments and student name if needed. Custom kits are essential for many classes, including art, fashion design, engineering/drafting, science, dentistry, nursing, culinary arts and others. Follett has the vendors that can provide them to ensure a comprehensive offering.

Campus Housing

Follett offers everything a student needs to set up his/her dorm or apartment. Our large selection of bedding and bath supplies, fans, shelving, storage solutions, wall décor, lamps and more is available 24/7 on our website, making it easy for students and/or their parents to create an environment where the student will be most comfortable.

Objectionable Items

Follett will not sell objectionable merchandise. Should Texas Southern University question the sale of items that it considers objectionable, Follett will discontinue the display and sale of those items.

Follett eCommerce

Follett is higher education's largest campus retailer and a hub for school spirit and community, operating more than 1,100 local campus stores and 1,800 virtual stores across the continent. Follett's eCommerce platform simplifies the online ordering process to maximize student access to campus-specific course materials while driving online sales for each partner. Follett's breadth of experience in managing and operating robust and dynamic campus store websites is unparalleled.

Follett's omnichannel vision merges "bricks and clicks" to deliver the products and services that our customers want, when and where they want them. Students can order their books online and have them shipped directly to their residence or pick them up in the campus store. And, unlike competitor programs, all revenues generated through your campus store website are credited back to your campus store. So, the success of the online experience adds to your bottom line.

We are dedicated to developing flexible technologies that streamline the acquisition and access of materials for the entire campus community. We are simplifying processes to enhance the campus

experience — from enabling customers to seamlessly purchase and reference digital course materials within institutional learning management systems to browsing the latest technology and popular spirit apparel — all from the comfort of their homes or dorms.

ECOMMERCE

Customized branding: One of our primary goals is to create a branded point of entry that connects the online store with the physical store and the campus experience.

A-Spot (Top Banner): Branded carousel customized with school logo and colors features promotional messages, selected product groups, and milestone events such as graduation, as well as services such as textbook search.

Personalized User Dashboard: Elevated to the homepage, this dashboard provides a portal personalized to the student. Quick links to students' account information, active rentals and recent orders quickly let them access what is most important to them.

Ecommerce

Find My Course Materials / Search by Student ID: Drives convenience, as it allows students to start their search for course materials directly from the homepage. For schools integrated with ConnectOnce, we offer the innovative feature, "Search by Student ID," through which a student can see all his/her course materials simply by entering his/her student ID.

Recommended for You: Highly personalized product recommendations driven by an algorithmic engine that can be used in a variety of ways — from featuring items that were viewed previously or similar items others have purchased. These recommendations are layered through the site to enhance product findability.

Ecommerce expanded shopping functionality

- Shop Categories: Captures attention with high-impact merchandise visuals. Recommended categories are driven by an algorithmic engine, enabling items personalized to each shopper.
- Three Cheers for New Gear: Additional merchandising area to highlight selected individual products or product categories. Block design utilizes institution's brand colors.
- Driving the Campus Connection: To create a tighter connection between the university experience and online store, the *At a Glance* component allows for general information or campus news to be featured on the store homepage.
- Store Announcements: Dedicated area for the store to communicate news and events. An important item can be pinned so that it will always appear on the homepage.
- Follett makes textbook purchasing easy. We give students several ways to find their textbooks, including using a multi-class selector or entering a student ID to search for all required books. Students can also find textbooks by searching by ISBN, author or title.
- Our new design cuts required clicks by 50%, reducing the complexity of purchasing textbooks. The information hierarchy also allows for easy scanning, and ensures all information is easy to understand by both student and parent.
- General Merchandise: Modern, visually compelling product results page. Faceted left navigation with relevant attributes drives enhanced findability. One-click-select options and add-to-bag capability require fewer clicks, thereby simplifying purchasing.
  Quick View: This feature allows shoppers to easily see product variations such as size and color,

make their selections and add the item to their shopping bags. This quick view showcases large product imagery on the left with options on the right.

- Product Detail Page: Flexible tab structure allows for up to five tabs with product information below the product image. This can include more robust product content from size charts, product attributes and product details. If visitors cannot make a desired purchase, they can also add that product to their Wishlist and share it through email.
  With mobile commerce rapidly growing, a responsive website is vital. This ensures that we present a consistent experience to all users, regardless of device. The overarching goal is drive usability for the mobile shopper, removing any barrier to purchase. Responsive design provides a streamlined checkout process, featuring the addition of PayPal, which drives mobile conversion.

Fulfillment

All website orders flow directly into our Order Management System (OMS). The OMS creates inventory transparency across our network, allowing us to fulfill orders anywhere, anytime and through any channel, regardless of order origin. Follett's OMS connects all Follett stores, uniting our fulfillment network while increasing assortment access and minimizing out-of-stock scenarios. Connecting store inventories also provides us with additional capabilities, such as adding direct-ship vendors to our assortments, further promoting our strategic vision of providing an "endless aisle" for our online channels.

Customer Order Email Messages

After customers completes their online order, they receive automated emails to the email address they provide. Multiple email notifications are generated depending on the items in the purchase. The *order confirmation* is generated upon receipt of the order. Customers receive emails from account setup throughout order fulfillment, keeping them up to date on the status of their order at all times.

Order-related emails provide a crisp, polished design that includes campus branding. The emails include links to the online campus store and store contact details. They are optimized for easy viewing on mobile devices. For U.S.-based stores, a marketing section is included that consists of a product recommendation cross-sell zone and marketing banner to generate additional traffic to your online store and repeat purchases.

Customer Email Messaging

Ecommerce Order Emails

After the customer completes their online order, they receive automated emails to the email address they provide when they complete the online checkout steps. Multiple email notification types can be generated depending on the items in the purchase. The Order Confirmation is generated upon immediate receipt of the order. Customers receive emails from account setup throughout the order fulfillment process, providing them the status for each line item in their order.

Key features for transactional emails:

- Crisp, polished design
- Supports campus branding with campus store logo
- Includes links to online campus store and store contact details
- Optimized for easy viewing on mobile devices
- a marketing section is included that consists of a product recommendation cross-sell zone and marketing banner to generate additional traffic to your online store and to drive repeat purchases

Payment Integration

Online Financial Aid

Receivable integration connects your institution's accounts receivable system to the campus store's point-of-sale system so that student purchases of course materials can be immediately deducted from the students' financial aid account. Follett's ecommerce solution also supports this capability to enable your students to seamlessly make online purchases using their financial aid account as well. As a student purchases course material, our Follett ecommerce experience communicates with back-end integration to track the purchases made against the financial aid award.

Financial aid Email Messaging Program

Getting the word out about student financial aid funds can be an added task to an already long list of to-dos before the fall term starts. With Follett's All-Inclusive Financial Aid Messaging Program, we create the messaging, develop a campus store branded email and deploy the program on behalf of your institution at no cost to you. We handle all the heavy lifting – data management, opt-out lists and email designs.

Benefits for TSU

- Replace or complement your existing Financial Aid communications
- Personalized notifications to Financial Aid students
- Reduce calls to Financial Aid office and bookstore
- Drive awareness of Financial Aid acceptance at your campus store and website
- Easy implementation
- Reporting on key metrics such as open rates, clicks to website and online sales is available upon request

Benefits for your students:

- The day Financial Aid opens, students will receive an email notification on behalf of your institution with: account name, funds available and expiration date
- Students will also receive a reminder message a few days before their Financial Aid closes with an update on their available funds
- Subscription to Financial Aid messaging program is not required – students can opt out at any time
- Students can conveniently buy in-store or online

Campus Card

Card integration connects your institution's existing campus card system with the campus store, both online and in-store. This integration allows students to make store purchases using their campus card as they would any other credit card.

Store Design

Today's campus store is a marketplace that offers products and services tailored to each institution and the campus experience. This environment should exemplify and convey the institution's rich history. We envision the campus store as a hub, not only for academic resources but also for a community gathering space. We want the store to provide a welcoming, engaging, hassle-free shopping experience.

We emphasize the school's brand rather than Follett's. The campus store is often the first impression for prospective students and parents visiting the campus. We deliver a campus store designed and planned with your brand and one that represents your institution's image.

Our custom-designed fixtures enable us to maintain a high level of flexibility within our stores. We have designed textbook fixtures that not only hold up to 2,000 pounds, but also are mobile with industrial casters. Our newer, modular gondolas can incorporate graphics specific to each institution. Our fixtures let stores quickly adjust to changing seasons, demographics and industry trends. This flexibility is one of our key strengths.

The Follett Difference

Delivering a Superior Campus Experience

Our campus store renovation process is very collaborative. We work closely with your team and create the perfect store design that meets all of your goals and objectives. Our plan encompasses seven key steps discussed as follows.

Collaborate with School

The Follett design team will conduct a project kick-off call/meeting with key institutional partners, the operations team and department members to discuss the scope and goals of the store re-design and remodel. Optimal remodel dates will be determined to reduce impact on store operations and customer service. A proposed timeline will be discussed based on project scope.

Research School Brand

Follett's store design team will begin researching the school's history and current branding for the store design development. This includes reviewing campus life images and branded elements procured from the college or university.

Develop Store Design

Follett will assess existing building conditions and facilities and conduct an internal review of various department needs for space and allocations. Using information gleaned from these activities, the Follett team will prepare and present a preliminary store fixture plan, proposed finishes and furnishing package.

Review with School

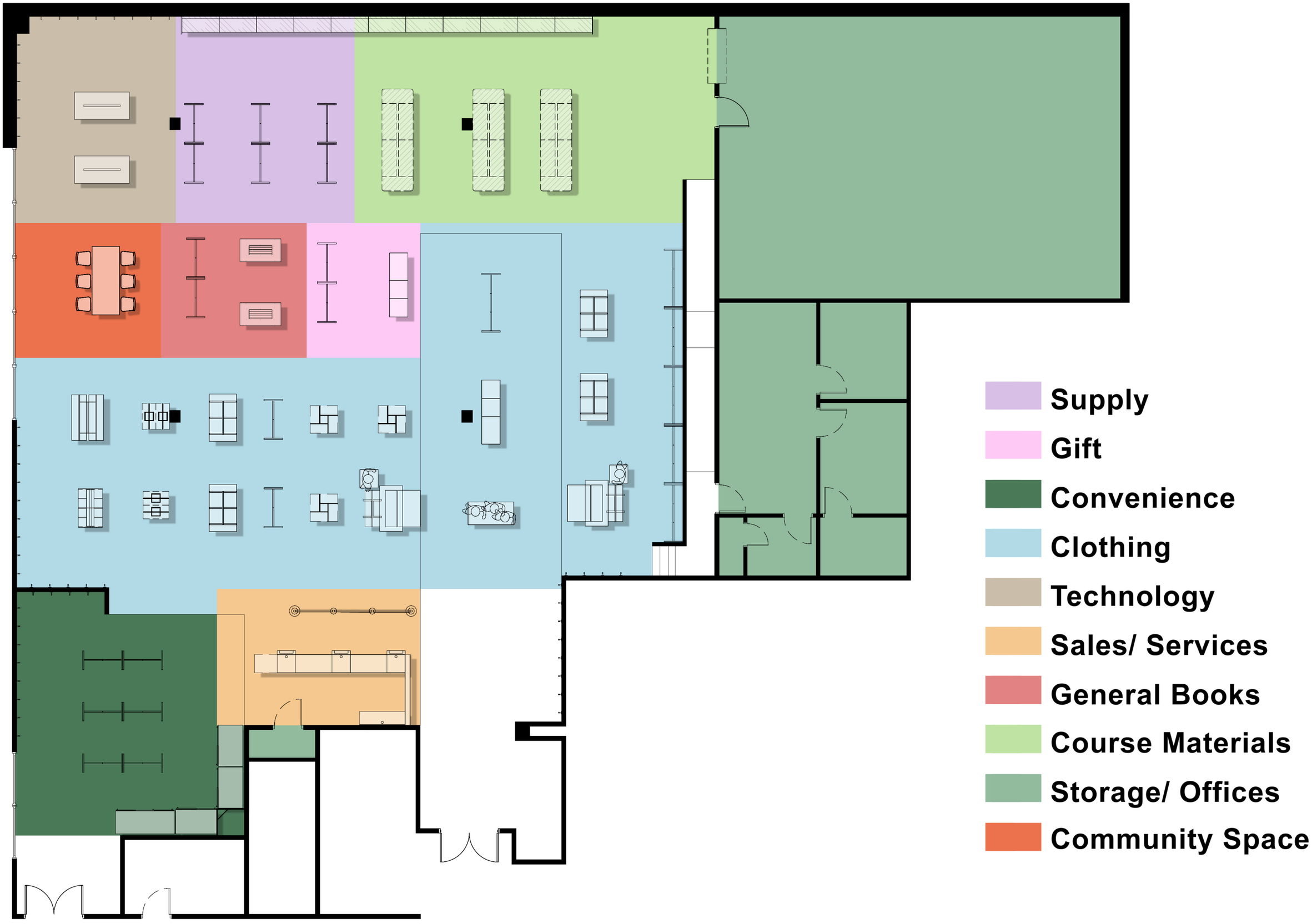
The preliminary store design package will be sent to the appropriate school contacts for review and comment. The Follett store design team will integrate partners' feedback, rework the design and re-issue the design package.

Coordinate Construction

Once project plans are approved, Follett's store planning team will coordinate a construction kick-off call with school representatives to discuss schedule, logistical challenges and requirements. Follett will begin procuring fixtures, finishes and construction materials. Follett's construction support team will oversee the construction process in its entirety. Site visits and on-site construction meetings will be performed as needed.

Plan Merchandise

Once the store is complete, Follett will test and verify all technical support systems. Follett's visual merchandise and operations team members will then begin to stock the store.


Supply
Gift
Convenience
Clothing
Technology
Sales/ Services
General Books
Course Materials
Storage/ Offices
Community Space

Operational Excellence

Follett currently utilizes the Oracle point-of-sale (POS) system in all of our campus stores. This system serves as the backbone of our in-store shopping experience. It has allowed us to quickly execute the sale while streamlining the back-office inventory function.

Follett's Oracle POS system provides the flexibility, responsiveness and scalability required to meet our demanding store requirements, allowing us to increase efficiency, promote loyalty, improve customer service and enhance profitability.

The Oracle POS delivers your customers a hassle-free shopping experience. Specifically, it provides for the following:

- Capability to email receipts in order to support sustainability, while also allowing opt-out functionality.
- Ability to phone-tag a customer to a transaction, resulting in receipt-less refunds and servicing. Follett's Oracle POS system can search for transactions by credit card number, phone number, student ID number and serial number.
- Price matching on all transactions, ensuring your campus customers will always get the best prices.
- Supports multiple promotions simultaneously based on store assortment.
- Electronic signature captures, prints, retains and retrieves signed receipts.
- Intuitive user interface speeds team member training, resulting in improved throughputs for faster lines.
- Realizes Accounts Receivable billing and payment functions.
- Provides reporting/analytics on sales, promotions and transactions.
- Custom integration has been built into Follett's POS and is certified by Apple to automate the Apple DEP sales and enrollment process. It greatly simplifies the sale and initial device setup, using both the POS and the back-office solution to complete enrollment.
- Robust architecture allows for real-time integration capabilities.
- Enables mobile, omnichannel extensions, servicing customers anywhere, anytime.
- A centralized transaction database (Central Office) allows us to retain data for up to seven years.
- Ensures PCI compliance; when cards are inserted, everything is tokenized immediately.
- Offsite (online and offline) capability, making it easy to sell merchandise anywhere, anytime.

Integration

Financial Aid Integration

Follett supports financial aid integration to enable your students to secure the course materials and resources needed to be successful. The Follett Integration System is a file-type integration solution that streamlines the integration process for campuses and provides your students access to course materials quickly, conveniently and effectively, no matter what type of financial system is used by the school. Receivable integration connects your institution's student accounts system to the campus store's POS system. With this connection, student purchases of course materials and other approved campus store items will be immediately deducted from the student's financial aid account. This is a 24x7 processing integration that provides value to the campus and students by making financial aid funds available within minutes of a file load.

Adds/drops/changes to a student's credit limit may also be sent via file load to ensure proper amounts are made available, cutting down on paper vouchers and improving accuracy and reporting to our campus partners.

Technical Support

At Follett, we recognize that technological aptitude is critical to the success of the campus store. We employ highly experienced information technology (IT) team members who are dedicated to operational development and deployment of our systems and provide 24/7/365 monitoring and support. In addition to internal resources, Follett leverages technology from industry-leading vendors, including AT&T, Cisco, IBM, Microsoft, Oracle and JDA.

Follett's IT staff includes certified subject matter experts for all our technology. Additionally, we require our vendor partners to provide on-demand technical support for business continuity. This ensures that we have rapid-response troubleshooting and that campus store systems are always online.

Backup Systems

Follett stores connect to our global backup systems that are held in two separate, high-security, third-party data centers using a private, secured, local area network. This network has multiple redundant and diverse paths to our primary and backup data centers, ensuring that Follett stores can continue to operate seamlessly, regardless of what may be happening on campus.

Follett's in-store POS and inventory management systems run on high-availability servers, designed to operate even if internal components fail (redundant power supplies, mirrored hard drives, etc.).

Data is automatically and securely backed up nightly. Global backups are performed at our corporate data centers, and in-store on fire-resistant and waterproof systems. This technology environment enhances our ability to recover data even in the face of natural disasters.

Customer Service

Follett is committed to delivering exceptional customer service — to all our constituencies. We partner with colleges and universities to understand campus goals and create unique and effective solutions. We enhance students' experience through the products and services offered in the campus store. We assist faculty during the course materials adoption process and offer expertise to drive down course material costs. We round off our customer service offering with tools that enable an enjoyable, hassle-free shopping experience, both in-store and online.

To ensure customer satisfaction and store growth, all campus store team members must complete this training prior to working on the floor. This ensures common core values and customer service practices, and a consistent and positive customer experience.

Surveys, Analytics and Additional Support

Partnership / Relationship Surveys

Follett wants to be your trusted partner. A key component to growing and improving our partnership is to actively ask for feedback from our valued stakeholders. We do this by surveying our campus contacts. We want communication to be the foundation of our relationship, maintaining an environment that encourages open discussion and collaboration.

Campus Store Feedback

Delivering a great customer experience is important to store success, and it requires unwavering discipline. We evaluate customer experiences every day through a partnership with a leading customer

experience research company, Service Management Group (SMG). Our best-in-industry, campus store feedback program is centered on gathering customers' candid insight through questions specifically developed around retention. Survey invitations appear on receipt messages, inviting customers to participate.

Results from this program are made available in a dashboard format for store-by-store review. The feedback from the surveys is used to help recognize and celebrate strengths and identify areas to improve.

Campus Store Advisory Council

Over the years, Follett campus stores have achieved the greatest customer satisfaction when an active Campus Store Advisory Council is created to provide guidance.

Follett will help establish your Campus Store Advisory Council, consisting of students, faculty and administration. This will allow us to better understand how to meet and exceed the specific expectations of your local campus community. The Council will serve as a committee to review and recommend store operating policies and provide guidance to both the campus store and the institution about store matters.

Dedicated Account Team

Follett provides campus store partners with all the elements needed for success. This includes a dedicated account team that can manage any arising issue. Your team will consist of a marketing vice president, regional vice president and store manager, who are committed to understanding the specifics of your institution and can respond quickly.

Strategic Partnership Review

There are many different options to purchase courseware, school apparel and other stocked items. To ensure your campus store is competitive, Follett will prepare a Strategic Partnership Review (SPR) twice a year that highlights:

- Course material affordability
- Campus store sales and trends, overall and by department
- Campus store events, such as book signings, sporting events and graduation fairs
- Industry trends and areas where Follett is positioned to support the campus
- System enhancements to drive student engagement
- System enhancements to support course material delivery for students and faculty
- Hassle-free shopping experience ratings
- New merchandise programs

Our Strategic Partnership Review will draw attention to things that you may or may not notice on routine visits. It also establishes an open, honest and ongoing dialogue where we can assess all information and progress together and make any necessary adjustments.

Omnichannel Marketing

Retail has changed dramatically over the past few years. Today, students and other store customers have access to more information and data to aid their decision-making process than ever. And the abilities of their smartphones continue to expand.

To stay ahead of these rapid changes, we enable your campus store with a website for one-stop shopping with same-day delivery, hyper-local products and customization options. This robust online presence fortifies your store's brand, while extending sales opportunities.

We also make sure your website is competitive with other outlets. Follett leverages your school's brand positioning and pairs it with our expertise in collegiate retailing to market your campus store as "THE" place to purchase the items needed to support a student's academic, athletic and personal journey. It includes the course materials needed for class, which are selected by local educational leaders and backed by knowledgeable store resources, as well as an institution-focused and branded, curated collection of general merchandise. Your campus store is then positioned as the best place to find *everything* related to your school.

We adapt our proven marketing programs that leverage collegiate retail best practices and customer purchasing data to drive traffic to your campus store. And although each of our campus stores is unique, there are commonalities and shared customer behaviors that allow us to leverage marketing tactics and campaigns at scale, elevating your brand further.

Follett draws on behavior patterns and analytics of its 20-million student, parent, faculty, fan and alumni base across 1,100+ physical locations and 1,800 online storefronts to provide balanced samples of every kind of customer. We evaluate these insights to make the best data-driven decisions for your campus store.

Utilizing Follett's strength and marketing expertise, your campus store will deliver the premier collegiate brands and merchandise selected specifically for your institution, marketed to the appropriate audience and presented where your customer wants to shop — online and in-store.

Understanding the Customer Journey

Follett's approach is integrated and omnichannel, meaning we understand a customer's shopping journey is often via a combination of online and in-store touchpoints, both on campus and off, so the experience must be consistent and seamless from channel to channel. Our marketing programs often have an initial online component — where an increasing share of all retail journeys now originate — and allow customers options to hop between the online and physical world, drawing the customer into the store experience.

Marketing for Today's Customer

Optimizing the Shopping Experience with Innovation

The days of campus newspaper ads are long over in favor of measured, data-informed, individually targeted messages to potential customers precisely as they are forming purchase decisions.

Follett integrates cutting-edge behavioral technologies with customer data and school systems to better target and maximize store traffic. This data enables personalization — the key to resonating with your audiences and improving results. Follett's professional marketing teams help you effectively compete against even the biggest online players such as Amazon, Walmart, Chegg and Fanatics.





Student Customer Journey

Most students start their higher education experience as expert shoppers but novices in navigating the college course materials purchasing process. A Follett-managed campus store introduces each new class of students to the process and choices available, with the goal of helping them achieve the best value in course materials and be prepared on day one. Follett believes student preparedness is the starting point to academic success and is an expert at coordinating store systems and data to simplify the process for the customer. Follett designs campaign frameworks to draw new students in, using local staff to customize these frameworks so that they best integrate into your campus plans and systems.

Student Marketing Example: Acceptance Letter Program

Being accepted into the college of choice is a major milestone. This often inspires the future student — or parent — to purchase branded merchandise from that school. The campus store is ideal to fill this need. Follett's Acceptance Letter Program uses this opportunity to introduce the campus store and capture new customer data for marketing. It leverages refined messaging and campus-specific branding to drive the sale at the store site, rather than a mass merchant. It also leverages a campus partnership, sending a promotional offer in materials sent to new students that can be redeemed at the store or online.

Student Marketing Example: New Student Program

New Student Orientation can be an overload of information and challenges. Follett's New Student program introduces students to store services and course materials options. The campaign is flexible so it can be adapted and integrated into most orientation programs — from a presentation to new students and parents to assets that can be included in orientation materials or even integrated into nametags. The program pushes a store discount to gently inform without overload, while also collecting contact information so we can send course materials reminders when the time is right.

Tiger Alumni & Fan Customer Journey

As students graduate, we continue to provide the apparel, accessories and gifts that help them show their school pride. Through our deep relationships with alumni associations, the campus store actively supports alumni activities and programs and creates exclusive offers and promotions for members. Institutions with strong athletic followings also bring a spirited fan base. We will develop a marketing plan that is specific to your school's alumni and fan purchasing profile.

Alumni Marketing Example: Alumni / Donor Offer

At many Follett partner campuses, the alumni association or advancement department looks for offers for potential donors. At the same time, this group is a prime market for the campus store. A partnership between these groups is a smart tactic. The school is able to retain control of donor lists and contact them directly, but the Follett store is able to offer a discount to an email address. This results in increased donations and sales, while introducing new products and promotions as they are launched.

Fan Marketing Example: Season Ticket Inclusion

Follett partners with athletic departments to include spirit offers within mailings for tickets or other physical or digital materials sent to fans. A successful tactic here is to offer free pick-up of website orders in the store on game day. This allows fans to pre-shop online while bringing them into the physical store where they can view the full selection. The program can be shaped as “VIP access” with strategies to bypass the crowds often in the store on a game day.

Faculty & Staff Partnership Journey

Relationships with faculty and staff are key to store and student success. The most important factor in successful customer traffic generation is ensuring the store has on-time course materials requirements for book adoptions. Without this, prices will be higher, used and rental resources may not be available and shelves could be bare. This may cause students to skip the campus store and look elsewhere for their materials from that point forward.

To mitigate this and build a solid relationship with faculty and other course material decision makers, the store hosts a series of events and programs that encourage faculty and staff to get to know the store and manager. All parties should have an understanding of the store’s timing and rationale for adoptions — and the financial ramifications for students when the store does not receive an on-time adoption.

The Campus Market, Evolved

Going Beyond Traditional Retail Marketing Tactics

Historically, a physical location on campus was enough to guarantee access to the campus customer community, a reason why sales commission is frequently referred to as “rent.” (The bookstore operator was simply renting the location in the middle of the community.) But as online retail has grown, physical presence on campus is no longer enough to guarantee campus market share.

Today’s marketing foundations for the campus store have evolved from just prime location and events to include thoughtful integrations to the school that move online customers through processes and guide them to the store where appropriate. This is what keeps customer traffic in the campus store channel, and within the school commission income stream. Follett’s overall marketing message strives to show customers the store experience as simple and straightforward — and greatly more enjoyable than the mass merchant.

Digital Marketing and Integration

Follett’s digital marketing program touches customers at all points of their journey. These efforts are based on the consumer data profiles we build using transactional, behavioral and other data. Our campus partners assist in building these customer profiles by providing email address information for each incoming class. Follett develops campaigns that promote various categories, products and sales events to drive traffic to the campus store, both online and in-store, throughout the year. Follett partners with industry-leading agencies to provide best-in-class digital advertising to extend visibility.

A great example is an integration of the campus registration system (and/or LMS) with the campus store that allows a seamless path to find the course materials to fulfil individual student needs. Customers are guided through marketing tactics developed specifically around these experiences.

School Store Web Links

Follett recommends that partner schools code their primary websites for optimal "search" of the campus store. Additionally, there should be prominent links to the store from relevant main website content, including course listings, athletic event pages and others. Schools utilizing recommended links **generally deliver 30% of the store's online traffic**. These links are also critical to Google and other search engines, identifying the store as the "official" retailer and ranking higher on search engine pages.

Search Engine Optimization and Organic Search

Search engine optimization (SEO) is an online marketing strategy used to increase the visibility and traffic from search engines such as Google, Bing and Yahoo to the campus store website. SEO tactics improve "organic search" — the natural search result listings that advertisers cannot pay for. While Google and Bing search algorithms are proprietary, Follett uses best-in class digital agencies and other tools to optimize search for the store website and makes recommendations for campus-side website links and coding that improve positioning in organic search.

Your campus store website will have the advantage of being on a domain (bkstr.com) that has been active for more than 20 years building equity with the search engines. Moreover, your store's website will have a favorable position with search engines as a result of our mobile-responsive website and incoming links from thousands of school websites from other partner institutions.

Paid Digital Advertising

Paid digital ads can take many forms and are used to drive traffic to your store website. Specific varieties of paid digital ads are continuously optimized by Follett's digital marketing team as well as several outside specialists. New digital advertising options are constantly being introduced and integrated into the campus store mix. Several of the key paid digital tactics include:

Search Engine Marketing

Paid keywords produce the Google and Bing search engine results at the top of the results page. Follett's paid search engine marketing (SEM) (also called "keyword marketing") program serves ads on results pages that target and connect with customers from early in their exploration all the way through the point of conversion. This connects your store's products and services to what the customer is searching for.

Over the last several years, Follett has built thousands of paid search campaigns that can be deployed based on the various products, services and events your store offers. SEM ads are optimized using factors such as geography, browsing behavior, customer segments and seasonality. Investment is focused on campaigns and keywords that drive the most revenue for the store and are optimized, or adjusted, daily.

Programmatic Display Advertising

Display advertising delivers personalized ads to targeted customers through various websites, such as ESPN and *The New York Times*. With access to 200+ million people on our advertiser network, we utilize this channel to keep your store top-of-mind for all customer segments.

Follett also makes sure that creative is personalized with the bookstore logo and school colors. Ads dynamically feature your store's most popular products in a rotating carousel. Messaging is updated throughout the year to drive awareness of important store promotions.

Product Listing Ads

Product listing ads extend your store's footprint by syndicating the product catalog beyond the store's website to various Google properties:

- Google.com
- Google Display Network
- Gmail
- YouTube

Affiliate Marketing

Follett's affiliate partners consist of websites incentivized to promote the campus store. They often drive traffic to the store website by offering coupons, discounts or cash back to visitors. Popular affiliates include websites and apps such as Rakuten, Groupon, Honey and RetailMeNot.

Follett is part of a robust affiliate network, which enables us to quickly take advantage of new partnerships as well as reward partners that are driving the most revenue. Follett's affiliate marketing program consists of 30+ active partners and is growing.

Paid Social Media Marketing

Paid social media campaigns are ideal for growing brand awareness and ultimately generating sales. Follett uses these to gain access to more qualified targeted audiences and extend reach beyond followers of the campus store's social media page.

Follett's paid social campaigns run across both Facebook and Instagram, targeting both new and existing customers. Dynamic product ads target cart abandoners and recent website shoppers. Prospecting ads target new customers with known school affiliations.

Non-paid "Organic" Social Media

As the collegiate retail marketing landscape continues to change, so does our social media strategy. Organic social media traditionally performed well without planning. But with the proliferation of channels, the strategy has had to be revisited. Our data shows that engagement in this channel is low because the campus store typically does not have a strong following. This is due to it being white labeled to the school name, and without the economy of scale of national brands. Our organic social strategy leverages the institution's social media channel, creating engaging and sharable posts that drive new interest. This helps to build more institutional brand awareness and connects the institution more closely to its campus store.

Email and SMS Marketing

Email and SMS (text) messaging continue to evolve and are important marketing channels for the campus store. Email and SMS differ from other digital advertising because legislation limits how retailers use and maintain customer lists. Generally, tactics are limited to communicating with existing customers rather than targeting new ones. School-provided student email lists allow this effort to be expanded, which helps capture new students as they enter the school or purchase their initial course materials. Follett continues to refine its SMS strategy, building customer trust so that additional data (phone numbers, etc.) can be captured to better craft marketing messages. The most successful SMS campaigns focus on transactional messaging such as orders being available for pick-up.

Email Marketing Example: Term-Start Email Series

Follett's marketing team designs and deploys a term-start email series several weeks before classes start through several weeks into the term. This series utilizes advanced tools such as send time optimization, which sends the message to specific customers at times that person is most likely to

open messages. It also uses experiences from previous email interactions to determine if and when to send additional messages.

Email Marketing Example: Auto-generated Email Campaign

Auto-generated emails are messages sent based on specific customer behaviors and actions. The most common example is an abandoned cart email, which is triggered if a customer starts an online transaction but does not complete it. This message is very effective at keeping a customer in the campus store channel rather than losing them to a competitor. Other examples of auto-generated emails include emails notifying when specific course materials are available, and well as financial aid availability. These one-to-one messages may require the campus to provide customer data so the store can contact these customers.

Email Marketing Example: Coupon Loop

Nearly all store discounts are run through what we call a coupon loop. In this process, the customer is asked to sign up for the discount on his/her mobile device, and we instantly email a coupon code that can be used in-store or online. This helps drive an immediate sale, while collecting a valid email address for ongoing marketing.

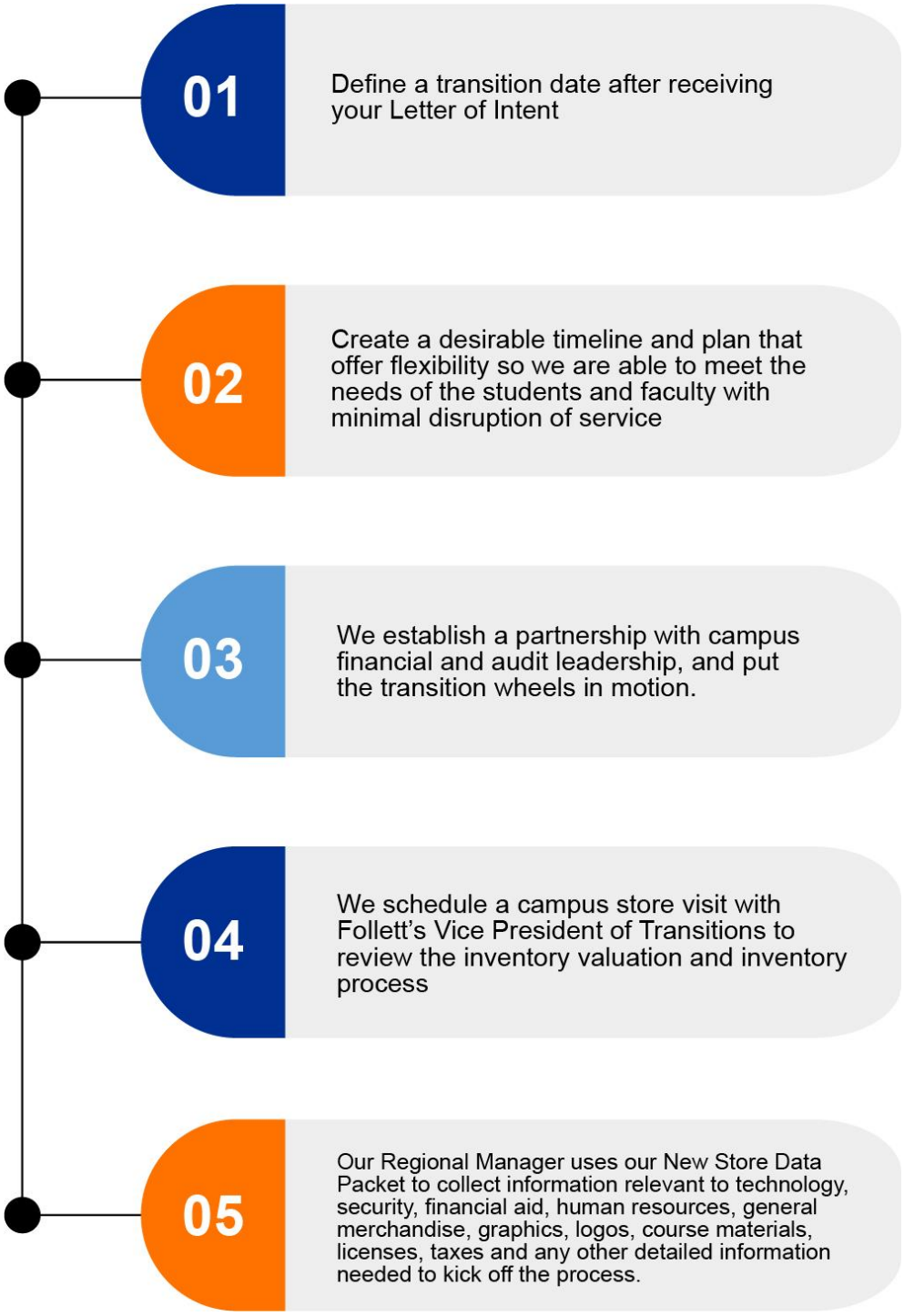
Measurement & Analytics

Follett takes a holistic approach to measuring the effectiveness of its marketing investment for your store. While most advertisers focus on the last touchpoint before purchase, our algorithmic attribution model collects all touchpoints of a consumer journey and determines the role they play in each purchase. It uses machine learning to adapt to shifting customer preferences and tendencies. This allows us to uncover new marketing opportunities, avoid wasteful marketing tactics and maximize return on investment (ROI).

Provide a timeframe with milestones and schedules for work to be completed.

On average, we transition **60 new stores per year,** affording us the experience to hone the process and provide a campus-specific plan to ensure all your needs are addressed. **Our six-person Transitions Group is placed regionally, to ensure every store has a dedicated transition specialist**. We also engage experienced store managers in the region as well as human resources, technology, general merchandise and finance team members to help every step of the way.

Follett takes the time to learn about your campus community. We customize our response to your campus and set up our systems for your specific environment. We pride ourselves on building personal connections with campus members to ensure a collaborative transition. We also utilize the transition opportunity to become a trusted and active partner with your best interest in mind right from the start. This is especially true for store staff. Follett prefers to leverage current store staff experience and knowledge whenever possible. **Our retention rate for employees still with Follett one year after a transition is 95% — an industry high.**


01
Define a transition date after receiving your Letter of Intent
02
Create a desirable timeline and plan that offer flexibility so we are able to meet the needs of the students and faculty with minimal disruption of service
03
We establish a partnership with campus financial and audit leadership, and put the transition wheels in motion.
04
We schedule a campus store visit with Follett's Vice President of Transitions to review the inventory valuation and inventory process
05
Our Regional Manager uses our New Store Data Packet to collect information relevant to technology, security, financial aid, human resources, general merchandise, graphics, logos, course materials, licenses, taxes and any other detailed information needed to kick off the process.

Store Transition TIMELINE

8 WEEKS PRIOR

Receive signed Letter of Intent

Transition Team alerted

Meet campus contact/Field Operations

7 WEEKS PRIOR

Review security requirements

Complete new store inventory evaluation

Engage campus accounting

6 WEEKS PRIOR

Review floor plan and fixture needs with Store Experience team

Create merchandising profiles and design planogram

Establish location to stage and receive transition shipments

5 WEEKS PRIOR

Finalize merchandise category needs

Establish campus beverage vendor

Update Visual Merchandising on progress

4 WEEKS PRIOR

Contact campus webmaster for link to store website

Develop/Implement online presence

Review Follett coverage for transition inventory

3 WEEKS PRIOR

Review floor plan and fixture needs with Store Experience team

Create merchandising profiles and design planogram

Establish location to stage and receive transition shipments

2 WEEKS PRIOR

Confirm Inventory Service

Communicate Home Office department contacts

Engage campus accounting

1 WEEK PRIOR

Review inventory evaluation and execution with TRANSITION TEAM

Match adoptions to books on shelves

Match inventory to enrollments

TRANSITION WEEK

Assemble Follett Transition Team on-site

Make final preparations for inventory

Close store for two days

TRANSITION WEEK

Inventory the store

Determine status of existing inventory

Re-ticket designated clearance merchandise

POST TRANSITION

Load textbook inventory into Course Materials Management System

Ensure that security equipment training is complete

Verify that website is active on eFollett

Establish link to store website from campus website and/or portal

Conduct associate orientation and training using New Associate Onboarding program

Post-Transition

- √ Load textbook inventory into Course Materials Management System.
- √ Ensure that security equipment training is complete.
- √ Verify that website is active on internal systems and platforms.
- √ Establish link to store website from campus website and/or portal.
- √ Conduct team member orientation and training using New Team Member Onboarding program.
- √ Conduct POS training with management team.
- √ Review general store safety, procedures and reporting of work-related injuries.
- √ Hang/display operational signage.
- √ Contact planner for review of reorder process.
- √ Schedule department/faculty meetings.
- √ Create bookstore advisory council.
- √ Arrange meeting with store planner.
- √ Review performance of new store team members.
- √ Complete 90-day evaluation of all new store team members.

Provide the type of reports/documentation we will receive.

We have worked to automate the daily out of stock reports which are available to store management via Power BI and emailed daily to the campus to be posted on the campus website for all faculty to access. All other reports listed are available at the click of a button upon request to your Market Leader or Regional Manager. Commission reports, Sales Reports and IA/EA reports are also available. They can all be produced at any time.

All titles are tracked with our fully automated inventory control system known as CourseTracks, the most effective text order management system in use. It not only tracks titles and sales, but also helps to keep texts available when students need them. Its features include a constantly updated database of virtually every college textbook plus other books commonly used in the classroom. CourseTracks also provides information regarding past quantities ordered and sold to ensure that we order the right titles in the right quantities.

Amount of assistance the firm expects from TSU Administration.

Follett appreciates but does not require, any support that TSU can provide in introducing/ engaging with the campus community such as the University Marketing, Academic Affairs, Student Life, Alumni and Athletics. With Follett you will have a partner who will be an active and engaged member of the campus community, which will result in sales growth and goodwill for the campus store. To ensure that TSU has the most supportive course materials integrations enabled, Follett will work with TSU's IT group to enable standard LTI's this will ensure that the Campus Store is truly integrated with the University's SIS, LMS and registration systems.

CRITERIA 5: COST

Provide a completely itemized cost for a turnkey solution to this solicitation, including additional funds designated by the company to improve the current retail space (indoor areas and outdoor areas) and hourly rate schedule for all positions working on this project
All costs the University is expected to incur must be shown in your response.
Any costs not listed in your response cannot be charged to the University at a later date.
Provide Incentive based programs,
Provide all Commission Rates associated to Sales

Texas Southern University will incur no cost.

Follett offers a competitive five-year financial proposal that sets the standard in the campus store management industry. We offer you a commission based on the store's sales.

10.25% of all Commissionable Sales on Course Materials up to **$1,500,000**; plus
11.25% of all Commissionable Sales on Course Materials over **$1,500,000**; plus
12.5% of all Commissionable Sales on General Merchandise up to **$1,000,000**; plus
13.5% of all Commissionable Sales on General Merchandise over **$1,000,000**; plus
7.0% of all Commissionable Sales of Digital Course Materials.

Terms

Payments will be made **monthly,** twenty days after the end of the **month.** Follett may deduct past due accounts receivable charges that are more than 120 days in arrears from commission payments.

Commissionable Sales Definition

Commissionable Sales is defined as all **collected** revenue (in compliance with generally accepted accounting principles) generated through the Store or the Store website, less voids, refunds, sales tax, campus debit card fees, discounted sales to authorized School faculty, staff, departments and others as may be mutually agreed to under this Agreement, Follett-funded scholarships, handling fees associated with non-return of rental textbooks, pass-through income and merchandise sales at less than an inherent 20% margin (i.e., computer hardware and software).

Additional Financial Considerations

Campus Store Renovation

Follett will invest up to **$35,000** to create a beautiful and efficient retail space that enhances your image, attracts customers and increases sales.

One-time Payment

Follett will make a **$25,000** one-time payment within 120 days of the successful implementation of the ConnectOnce integration. This payment will be subject to amortization and repayment in accordance with the contract.

EA Incentive One-time Payment

Follett will make a **$250,000** one-time payment within 120 days of the successful implementation of an Equitable Access program. This payment can be used to support the most underserved students, to support the Universities OER/ library program to continue to lower the semester costs or as needed for

the University. This payment will be subject to amortization and repayment in accordance with the contract.

Systems
Follett will invest **$35,000** for the installation of the point-of-sale and store management systems.

Textbook Scholarship
Follett will provide **$1,000** annually in textbook scholarships for each full contract year during the term of this Agreement in the form of gift cards or as an accounts receivable account. These scholarships will be administered by your administration.

Inventory
As part of the store transition, Follett will purchase your existing campus store inventory from your existing provider.

Faculty and Staff Discounts
Follett will offer a 10% discount on all purchases over $1.00 (excluding textbooks, sale merchandise, computer hardware and academically discounted software) to staff, faculty, administrators, graduate assistants, teaching assistants and research assistants.

Departmental Discounts
Follett is committed to offering a departmental discount of 20% on all purchases over $1.00, excluding textbooks, sale merchandise, computer hardware and academically discounted software.

Financial Reliability
Follett's willingness to enter into an agreement under the terms offered within is based on the financial information provided by the school. If for any reason any material or detrimental deviation from the school's reported financial information (including but not limited to annual sales) as compared to the first year's financial performance occurs Follett would expect to renegotiate appropriate modifications to the proposed terms.

Change in Business Model
If annual gross sales of the bookstore should materially decline more than 5% as a result of declining enrollment, public legislation, other conflicting campus contracts, material changes in school policies or the business model of the industry, such as digital books, sales directly from the publisher, or other reasons outside of the control of Follett, Texas Southern University and Follett agree to negotiate in good faith an appropriate adjustment in the payments set forth above.

Financial Records
Follett will maintain complete and accurate records of all store transactions in accordance with approved accounting practices and will provide a monthly statement of gross revenue. Follett will preserve operational records for three years from the transaction date and will make them available for review, audit and verification in the store upon your request. Our records are audited annually by a Big 4 Accounting Firm. Follett's internal audit staff conducts both scheduled and unscheduled audits of our stores throughout the year.

Retail Selling Prices
In operating the Store, Follett will charge industry standard, competitive and fair prices which, at present, are as follows:

- On new textbooks and trade books, not more than the publishers' list price, or a 25% gross margin (cost divided by .75) on net price books and list price books sold to Follett at less than a 25% discount off list and rounded up to the next quarter.
- On coursepacks, text "packages and "bundles," and non-returnable and return-restricted texts, not more than a 30% gross margin (cost divided by .70) and rounded up to the next quarter.
- On eBooks and other digital content, when Follett determines the end-user price, Follett will follow the same pricing rules applicable to coursepacks, and when the publisher determines the end-user price and Follett acts as agent, Follett will use the publisher price.
- On used books, including cloth, paperback and others, not more than 75% of the new textbook selling prices rounded up to the next quarter.
- On rental books, Follett will be setting rental fees for each title, and any given title's fee may vary as a percentage of the retail selling price.
- On course required or any related supply items, "sets" and "kits", not more than the normal gross profit margin for similar merchandise in the college bookstore industry
- On general merchandise, not more than the normal gross profit margin for similar merchandise in the college bookstore industry.
- Follett ACCESS Program fees will be determined by Follett and School for each semester or summer session and submitted to School.

APPENDIX A
EXECUTION PAGES

Authorized Signature for the Approval of Follett's Response to Texas Southern University's RFP# 717-24-710.

Follett Higher Education Group, LLC.



Mark Sproat, Chief Legal Counsel
January 17, 2024

TSU

TEXAS SOUTHERN UNIVERSITY

Procurement Services - Purchasing

Addendum 1

Questions & Answers

RFP # 717-24-710

Campus Bookstore Management Services

Question 1: Are CAD Drawings of the store available?

Answer 1: The bid included a floor plan; but to-scale blue prints and CAD drawings are not available.

Question 2: Please provide the Campus Bookstore Sales for the last two years, ideally by department (for example – new textbooks, digital textbooks, clothing, gift, technology, convenience items).

Answer 2: Unavailable. That said, our sales should mirror those of other institutions of similar size of about 8000 students.

Question 3: Does TSU have an Inclusive Access/ First Day program? If so, do you have information on volume such as the total amount of sales and sections/ unit/ students using the program?

Answer 3: No

Question 4: Regarding the maximum proposal length of 50 pages, if we included "additional" information in an appendix (such as pictures, screen shots) to illustrate examples that we are using in our response, would that be acceptable?

Answer 4: Yes

Question 5: Please provide a category breakdown of textbook sales information from the past few years including new, used, rental, digital, and inclusive access.

Answer 5: Not available

Question 6: Please provide a category breakdown of retail sales information from the past few years including, but not limited to: trade books, clothing, computers/technology, convenience, gifts, etc.

Answer 6: Not available

Question 7: Would the institution be interested in implementing an equitable access, an in-tuition solution where all course materials are automatically delivered to all students with the costs included as part of the cost of attendance?

Answer 7: TSU is open to any idea that is innovative, lucrative, shows commitment to supporting HBCUs, and addresses all areas listed in the RFP.

Question 8: Does the institution have any Inclusive Access course material adoptions where materials are automatically delivered to the students on a course-by-course basis, and a course fee is included as part of the cost of attendance? If so, what percentage?

Answer 8: No

Question 9: Is Texas Southern University interested in a hybrid model, where course materials are online and online orders are shipped to a retail campus store for pick up?

Answer 9: TSU is open to any idea that is innovative, lucrative, shows commitment to supporting HBCUs, and addresses all areas listed in the RFP.

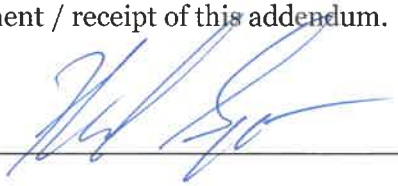
Question 10: Is Exhibit A the RFP Cover Sheet that must be completed, signed, and included with the proposal? If not, could you please provide the RFP Cover Sheet?

Answer 10: Exhibit A is the Execution of Offer form. Sign it and include it in your response.

Question 11: Responses to RFP inquiries will result in written responses with copies posted to the Electronic State Business Daily, available at http://esbd.cpa.state.tx.us – we are not able to access this site – is there an alternative link?

Answer 11: You can go to the TSU website as well. That being said, everyone that has submitted questions will receive back a copy of Addendum 1.

*Please sign this Addendum and include it in your response. Your signature will signify your acknowledgement / receipt of this addendum.

Signature 

Mark Sproat
Chief Legal Counsel
January 17, 2024

EXHIBIT A

EXECUTION OFFFER

NOTE: THIS EXHIBIT MUST BE SIGNED AND RETURNED WITH THE PROPOSAL. PROPOSALS THAT DO NOT INCLUDE THIS EXHIBIT WILL BE DISQUALIFIED. THE PROPOSAL SHALL BE VOID IF FALSE STATEMENTS ARE CONTAINED IN THIS EXHIBIT.

By signature hereon, Respondent certifies that:
All statements and information prepared and submitted in the response to this RFP are current, complete, and accurate.

Respondent has not given, offered to give, nor intends to give at any time hereafter, any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor, or service to a public servant in connection with the submitted response.

Neither Respondent nor the corporation, partnership, or institution represented by Respondent or anyone acting for such respondent, corporation, or institution has (1) violated the antitrust laws of the State of Texas under Texas Business & Commerce Code, Chapter 15, or the federal antitrust laws; or (2) communicated the contents of this Proposal either directly or indirectly to any competitor or any other person engaged in the same line of business during the procurement process for this RFP.

When a Texas business address shown hereon that address is, in fact, the legal business address of Respondent and Respondent qualifies as a Texas Resident Bidder under 1 TAC § 111.2.

Under Government Code § 2155.004, no person who prepared the specifications or this RFP has any financial interest in Respondent's Proposal. If Respondent is not eligible, then any contract resulting from this RFP shall be immediately terminated. Furthermore, "under Section 2155.004, Government Code, the vendor [Respondent] certifies that the individual or business entity named in this Proposal or contract is not ineligible to receive the specified contract and acknowledges that this contract May be terminated and payment withheld if this certification is inaccurate."

Under Family Code § 231.006, relating to child support obligations, Respondent and any other individual or business entity named in this solicitation are eligible to receive the specified payment and acknowledge that this contract May be terminated and payment withheld if this certification is inaccurate.

Under *Government* Code § 669.003, relating to contracting with an executive of a state agency, Respondent represents that no person who, in the past four years, served as an executive of the Texas Comptroller of Public Accounts, Texas Southern University or any other state agency, was involved with or has any interest in this Proposal or any contract resulting from this RFP. If Respondent employs or has used the services of a former executive head of *Texas Southern University* or other state agency, then Respondent shall provide the following information: Name of former executive, name of state agency, date of separation from state agency, position with Respondent, and date of employment with Respondent.

Respondent agrees that any payments due under this contract will be applied towards any debt, including but not limited to delinquent taxes and child support that is owed to the State of Texas.

Texas Southern University is federally mandated to adhere to the directions provided in the President's Executive Order (EO) 13224, Executive Order on Terrorist Financing – Blocking Property and Prohibiting Transactions With Persons Who Commit, Threaten to Commit, or Support Terrorism, effective 9/24/2001 and any subsequent changes made to it via cross- referencing respondents/vendors with the Federal General Services Administration's Systemfor Award Management (SAM), https://www.sam.gov/SAM/ , which is inclusive of the United States Treasury's Office of Foreign Assets Control (OFAC) Specially Designated National (SDN) list.

Respondent certifies that the responding entity and its principals are eligible to participate in this transaction and have not been subjected to suspension, debarment, or similar ineligibility determined by any federal, state or local governmental entity and that Respondent is in compliance with the State of Texas statutes and rules relating to procurement and that Respondent is not listed on the federal government's terrorism watch list as described in Executive Order 13224. Entities ineligible for federal procurement are listed at https://www.sam.gov/SAM/

Under Section 2155.006(b) of the Texas Government Code, a state agency May not accept a Proposal or award a contract, including a contract for which purchasing authority is delegated to a state agency, that includes proposed financial participation by a person who, during the five- year period preceding the date of the Proposal or award, has been: (1) convicted of violating a federal law in connection with a contract awarded by the federal government for relief, recovery, or reconstruction efforts as a result of Hurricane Rita, as defined by Section 39.459, Utilities Code,Hurricane Katrina, or any other disaster occurring after September 24, 2005; or (2) assessed a penalty in a federal civil or administrative enforcement action in connection with a contract awarded by the federal government for relief, recovery, or reconstruction efforts as a result of Hurricane Rita, as defined by Section 39.459, Utilities Code, Hurricane Katrina, or any other disaster occurring after September 24, 2005. Under Section 2155.006 of the Texas Government Code, the respondent certifies that the individual or business entity named in this Proposal is notineligible to receive the specified contract and acknowledges that any contract resulting from this RFP May be terminated and payment withheld if this certification is inaccurate.

Pursuant to Section 2262.003 of the Texas Government Code, the state auditor May conduct an audit or investigation of the vendor or any other entity or person receiving funds from the state directly under this contract or indirectly through a subcontract under this contract. The acceptanceof funds by the Respondent or any other entity or person directly under this contract or indirectly through a subcontract under this contract acts as acceptance of the authority of the state auditor,under the direction of the legislative audit committee, to conduct an audit or investigation in connection with those funds. Under the direction of the legislative audit committee, the Respondent or other entity that is the subject of an audit or investigation by the state auditor mustprovide the state auditor with access to any information the state auditor considers relevant to theinvestigation or audit. Respondent will ensure that this clause concerning the authority to audit funds received indirectly by subcontractors through the vendor and the requirement to cooperate is included in any subcontract it awards.

The Respondent represents that, to the extent this Solicitation constitutes a contract for goods or services within the meaning of Section 2270.002 of the Texas Government Code, as amended, solely for purposes of compliance with Chapter 2270 of the Texas Government Code, and subject to applicable Federal law, Respondent (1) does not boycott Israel; and (2) will not boycott Israel during the term of this Agreement. The term "boycott Israel" as used in this paragraph has the meaning assigned to it in Section 808.001 of the Texas Government Code, as amended.

PREFERENCES

See Section 2.38 of the State of Texas Procurement Manual regarding preferences. Check below to claim a preference under 34 TAC Rule 20.38

( ) Supplies, materials, or equipment produced in TX or offered by TX bidder or TX bidder thatis owned by a service-disabled veteran *

( ) Agricultural products produced or grown in TX

( ) Agricultural products and services offered by TX bidders*

( ) USA produced supplies, materials, or equipment

( ) Products of persons with mental or physical disabilities

( ) Products made of recycled, remanufactured, or environmentally sensitive materials including recycled steel

( ) Energy Efficient Products

( ) Rubberized asphalt paving material( ) Recycled motor oil and lubricants

( ) Products produced at facilities located on formerly contaminated property( ) Products and services from economically depressed or blighted areas

( ) Vendors that meet or exceed air quality standards

( ) Recycled or Reused Computer Equipment of Other Manufacturers( ) Foods of Higher Nutritional Value

Respondent represents and warrants that the individual signing this Execution of Offer is authorized to sign this document on behalf of Respondent and to bind Respondent under any contract resulting from this Proposal.

RESPONDENT (COMPANY):	Follett Higher Education Group, LLC
SIGNATURE	
NAME (TYPED/PRINTED)	Mark Sproat
TITLE:	Chief Legal Counsel
EMAIL ADDRESS:	MPerry@follett.com
PHYSICAL ADDRESS:	3 Westbrook Corporate Center, Suite 200
CITY/STATE/ZIP:	Westchester, IL 60154
TELEPHONE:	708.884.0000
FAX:	
TAX IDENTIFICATION NUMBER:	36-2593135
DATE:	January 17, 2024

End of Exhibit A

End of the solicitation

APPENDIX B
FORM 1295
INTERESTED PARTIES

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

Complete Nos. 1 - 4 and 6 if there are interested parties.
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

OFFICE USE ONLY
CERTIFICATION OF FILING

Certificate Number:
2024-1111034

Date Filed:
01/11/2024

Date Acknowledged:

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.
Follett Higher Education Group, LLC
Westchester, IL United States

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.
Texas Southern University

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.
717-24-710
Bookstore Operations and Services

4 Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
		Controlling	Intermediary

5 Check only if there is NO Interested Party. [X]

6 UNSWORN DECLARATION

My name is Mark Sproat, and my date of birth is _____.

My address is 3 Westbrook Corporate Center, Suite 200 (street), Westchester (city), IL (state), 60154 (zip code), Cook (country).

I declare under penalty of perjury that the foregoing is true and correct.

Executed in Cook County, State of Illinois, on the 17th day of January (month), 20 24 (year).

Signature of authorized agent of contracting business entity
(Declarant)

APPENDIX C

HUB SUBCONTRACTING PLAN

Rev. 2/17

HUB Subcontracting Plan (HSP)

QUICK CHECKLIST

While this HSP Quick Checklist is being provided to merely assist you in readily identifying the sections of the HSP form that you will need to complete, it is very important that you adhere to the instructions in the HSP form and instructions provided by the contracting agency.

➤ **If you will be awarding <u>all</u> of the subcontracting work you have to offer under the contract to <u>only</u> Texas certified HUB vendors, complete:**

- ☐ Section 1 - Respondent and Requisition Information
- ☐ Section 2 a. - Yes, I will be subcontracting portions of the contract.
- ☐ Section 2 b. - List all the portions of work you will subcontract, and indicate the percentage of the contract you expect to award to Texas certified HUB vendors.
- ☐ Section 2 c. - Yes
- ☐ Section 4 - Affirmation
- ☐ GFE Method A (Attachment A) - Complete an Attachment A for each of the subcontracting opportunities you listed in Section 2 b.

➤ **If you will be subcontracting any portion of the contract to Texas certified HUB vendors and Non-HUB vendors, and the aggregate percentage of all the subcontracting work you will be awarding to the Texas certified HUB vendors with which you <u>do not</u> have a *<u>continuous contract</u>** in place for more than five (5) years *<u>meets or exceeds</u>* the HUB Goal the contracting agency identified in the "Agency Special Instructions/Additional Requirements", complete:**

- ☐ Section 1 - Respondent and Requisition Information
- ☐ Section 2 a. - Yes, I will be subcontracting portions of the contract.
- ☐ Section 2 b. - List all the portions of work you will subcontract, and indicate the percentage of the contract you expect to award to Texas certified HUB vendors and Non-HUB vendors.
- ☐ Section 2 c. - No
- ☐ Section 2 d. - Yes
- ☐ Section 4 - Affirmation
- ☐ GFE Method A (Attachment A) - Complete an Attachment A for each of the subcontracting opportunities you listed in Section 2 b.

➤ **If you will be subcontracting any portion of the contract to Texas certified HUB vendors and Non-HUB vendors or only to Non-HUB vendors, and the aggregate percentage of all the subcontracting work you will be awarding to the Texas certified HUB vendors with which you <u>do not</u> have a *<u>continuous contract</u>** in place for more than five (5) years *<u>does not meet or exceed</u>* the HUB Goal the contracting agency identified in the "Agency Special Instructions/Additional Requirements", complete:**

- ☐ Section 1 - Respondent and Requisition Information
- ☐ Section 2 a. - Yes, I will be subcontracting portions of the contract.
- ☐ Section 2 b. - List all the portions of work you will subcontract, and indicate the percentage of the contract you expect to award to Texas certified HUB vendors and Non-HUB vendors.
- ☐ Section 2 c. - No
- ☐ Section 2 d. - No
- ☐ Section 4 - Affirmation
- ☐ GFE Method B (Attachment B) - Complete an Attachment B for each of the subcontracting opportunities you listed in Section 2 b.

➤ **If you will not be subcontracting any portion of the contract and will be fulfilling the entire contract with your own resources (i.e., employees, supplies, materials and/or equipment), complete:**

- ☐ Section 1 - Respondent and Requisition Information
- ☐ Section 2 a. - No, I will not be subcontracting any portion of the contract, and I will be fulfilling the entire contract with my own resources.
- ☐ Section 3 - Self Performing Justification
- ☐ Section 4 - Affirmation

<u>Continuous Contract</u>**: ***Any existing written agreement (including any renewals that are exercised) between a prime contractor and a HUB vendor, where the HUB vendor provides the prime contractor with goods or service, to include under the same contract for a specified period of time. The frequency the HUB vendor is utilized or paid during the term of the contract is not relevant to whether the contract is considered continuous. Two or more contracts that run concurrently or overlap one another for different periods of time are considered by CPA to be individual contracts rather than renewals or extensions to the original contract. In such situations the prime contractor and HUB vendor are entering (have entered) into "new" contracts.

Rev. 2/17

HUB Subcontracting Plan (HSP)

In accordance with Texas Gov't Code §2161.252, the contracting agency has determined that subcontracting opportunities are probable under this contract. Therefore, all respondents, including State of Texas certified Historically Underutilized Businesses (HUBs) must complete and submit this State of Texas HUB Subcontracting Plan (HSP) with their response to the bid requisition (solicitation).

NOTE: Responses that do not include a completed HSP shall be rejected pursuant to Texas Gov't Code §2161.252(b).

The HUB Program promotes equal business opportunities for economically disadvantaged persons to contract with the State of Texas in accordance with the goals specified in the 2009 State of Texas Disparity Study. The statewide HUB goals defined in 34 Texas Administrative Code (TAC) §20.284 are:

- ***11.2 percent for heavy construction other than building contracts,***
- ***21.1 percent for all building construction, including general contractors and operative builders' contracts,***
- ***32.9 percent for all special trade construction contracts,***
- ***23.7 percent for professional services contracts,***
- ***26.0 percent for all other services contracts, and***
- ***21.1 percent for commodities contracts.***

- - Agency Special Instructions/Additional Requirements - -

*In accordance with 34 TAC §20.285(d)(1)(D)(iii), a respondent (prime contractor) may demonstrate good faith effort to utilize Texas certified HUBs for its subcontracting opportunities if the total value of the respondent's subcontracts with Texas certified HUBs meets or exceeds the statewide HUB goal or the agency specific HUB goal, whichever is higher. When a respondent uses this method to demonstrate good faith effort, the respondent must identify the HUBs with which it will subcontract. If using existing contracts with Texas certified HUBs to satisfy this requirement, only the aggregate percentage of the contracts expected to be subcontracted to HUBs with which the respondent **does not** have a **continuous contract*** in place for **more than five (5) years** shall qualify for meeting the HUB goal. This limitation is designed to encourage vendor rotation as recommended by the 2009 Texas Disparity Study.*

SECTION 1: RESPONDENT AND REQUISITION INFORMATION

a. Respondent (Company) Name: Follett Higher Education Group, LLC — State of Texas VID #: 13625931350

Point of Contact: Mary Perry — Phone #: 708.884.0000

E-mail Address: MPerry@follett.com — Fax #:

b. Is your company a State of Texas certified HUB? ☐ - Yes ☑ - No

c. Requisition #: 717-24-710 — Bid Open Date: 01/23/2024 (mm/dd/yyyy)

Enter your company's name here: Follett Higher Education Group, LLC Requisition #: 717-24-710

SECTION 2: RESPONDENT'S SUBCONTRACTING INTENTIONS

After dividing the contract work into reasonable lots or portions to the extent consistent with prudent industry practices, and taking into consideration the scope of work to be performed under the proposed contract, including all potential subcontracting opportunities, the respondent must determine what portions of work, **including contracted staffing, goods and services will be subcontracted.** Note: In accordance with 34 TAC §20.282, a "Subcontractor" means a person who contracts with a prime contractor to work, to supply commodities, or to contribute toward completing work for a governmental entity.

a. Check the appropriate box (Yes or No) that identifies your subcontracting intentions:

☐ - *Yes*, I will be subcontracting portions of the contract. (If *Yes*, complete Item b of this SECTION and continue to Item c of this SECTION.)

☐ - *No*, I will not be subcontracting any portion of the contract, and I will be fulfilling the entire contract with my own resources, including employees, goods and services. (If *No*, continue to SECTION 3 and SECTION 4.)

b. List all the portions of work (subcontracting opportunities) you will subcontract. Also, based on the total value of the contract, identify the percentages of the contract you expect to award to Texas certified HUBs, and the percentage of the contract you expect to award to vendors that are not a Texas certified HUB (i.e., Non-HUB).

Item #	Subcontracting Opportunity Description	HUBs		Non-HUBs
		Percentage of the contract expected to be subcontracted to HUBs with which you do not have a continuous contract* in place for more than five (5) years.	Percentage of the contract expected to be subcontracted to HUBs with which you have a continuous contract* in place for more than five (5) years.	Percentage of the contract expected to be subcontracted to non-HUBs.
1		%	%	%
2		%	%	%
3		%	%	%
4		%	%	%
5		%	%	%
6		%	%	%
7		%	%	%
8		%	%	%
9		%	%	%
10		%	%	%
11		%	%	%
12		%	%	%
13		%	%	%
14		%	%	%
15		%	%	%
	Aggregate percentages of the contract expected to be subcontracted:	%	%	%

(Note: If you have more than fifteen subcontracting opportunities, a continuation sheet is available online at https://www.comptroller.texas.gov/purchasing/vendor/hub/forms.php).

c. Check the appropriate box (Yes or No) that indicates whether you will be using **only** Texas certified HUBs to perform **all** of the subcontracting opportunities you listed in SECTION 2, Item b.

☐ - *Yes* (If *Yes*, continue to SECTION 4 and complete an "HSP Good Faith Effort - Method A (Attachment A)" for **each** of the subcontracting opportunities you listed.)

☑ - *No* (If *No*, continue to Item d, of this SECTION.)

d. Check the appropriate box (Yes or No) that indicates whether the aggregate expected percentage of the contract you will subcontract **with Texas certified HUBs** with which you **do not** have a **continuous contract*** in place with for **more than five (5) years**, **meets or exceeds** the HUB goal the contracting agency identified on page 1 in the "**Agency Special Instructions/Additional Requirements.**"

☐ - *Yes* (If *Yes*, continue to SECTION 4 and complete an "HSP Good Faith Effort - Method A (Attachment A)" for **each** of the subcontracting opportunities you listed.)

☑ - *No* (If *No*, continue to SECTION 4 and complete an "HSP Good Faith Effort - Method B (Attachment B)" for **each** of the subcontracting opportunities you listed.)

***Continuous Contract**: Any existing written agreement (including any renewals that are exercised) between a prime contractor and a HUB vendor, where the HUB vendor provides the prime contractor with goods or service under the same contract for a specified period of time. The frequency the HUB vendor is utilized or paid during the term of the contract is not relevant to whether the contract is considered continuous. Two or more contracts that run concurrently or overlap one another for different periods of time are considered by CPA to be individual contracts rather than renewals or extensions to the original contract. In such situations the prime contractor and HUB vendor are entering (have entered) into "new" contracts.*

Enter your company's name here: Follett Higher Education Group, LLC Requisition #: 717-24-710

SECTION 2: RESPONDENT'S SUBCONTRACTING INTENTIONS (CONTINUATION SHEET)

This page can be used as a continuation sheet to the HSP Form's page 2, Section 2, Item b. Continue listing the portions of work (subcontracting opportunities) you will subcontract. Also, based on the total value of the contract, identify the percentages of the contract you expect to award to Texas certified HUBs, and the percentage of the contract you expect to award to vendors that are not a Texas certified HUB (i.e., Non-HUB).

Item #	Subcontracting Opportunity Description	HUBs		Non-HUBs
		Percentage of the contract expected to be subcontracted to HUBs with which you do not have a continuous contract* in place for more than five (5) years.	Percentage of the contract expected to be subcontracted to HUBs with which you have a continuous contract* in place for more than five (5) years.	Percentage of the contract expected to be subcontracted to non-HUBs.
16		%	%	%
17		%	%	%
18		%	%	%
19		%	%	%
20		%	%	%
21		%	%	%
22		%	%	%
23		%	%	%
24		%	%	%
25		%	%	%
26		%	%	%
27		%	%	%
28		%	%	%
29		%	%	%
30		%	%	%
31		%	%	%
32		%	%	%
33		%	%	%
34		%	%	%
35		%	%	%
36		%	%	%
37		%	%	%
38		%	%	%
39		%	%	%
40		%	%	%
41		%	%	%
42		%	%	%
43		%	%	%
	Aggregate percentages of the contract expected to be subcontracted:	%	%	%

Continuous Contract: Any existing written agreement (including any renewals that are exercised) between a prime contractor and a HUB vendor, where the HUB vendor provides the prime contractor with goods or service under the same contract for a specified period of time. The frequency the HUB vendor is utilized or paid during the term of the contract is not relevant to whether the contract is considered continuous. Two or more contracts that run concurrently or overlap one another for different periods of time are considered by CPA to be individual contracts rather than renewals or extensions to the original contract. In such situations the prime contractor and HUB vendor are entering (have entered) into "new" contracts.

Enter your company's name here: Follett Higher Education Group, LLC Requisition #: 717-24-710

SECTION 3: SELF PERFORMING JUSTIFICATION (If you responded "No" to SECTION 2, Item a, you must complete this SECTION and continue to SECTION 4.) If you responded "No" to SECTION 2, Item a, in the space provided below **explain how** your company will perform the entire contract with its own employees, supplies, materials and/or equipment.

Follett's proposal in its entirety fully describes all of the benefits and services provided by the Follett Higher Education Group, LLC.

SECTION 4: AFFIRMATION

As evidenced by my signature below, I affirm that I am an authorized representative of the respondent listed in SECTION 1, and that the information and supporting documentation submitted with the HSP is true and correct. Respondent understands and agrees that, if awarded any portion of the requisition:

- The respondent will provide notice as soon as practical to all the subcontractors (HUBs and Non-HUBs) of their selection as a subcontractor for the awarded contract. The notice must specify at a minimum the contracting agency's name and its point of contact for the contract, the contract award number, the subcontracting opportunity they (the subcontractor) will perform, the approximate dollar value of the subcontracting opportunity and the expected percentage of the total contract that the subcontracting opportunity represents. A copy of the notice required by this section must also be provided to the contracting agency's point of contact for the contract no later than ten (10) working days after the contract is awarded.
- The respondent must submit monthly compliance reports (Prime Contractor Progress Assessment Report – PAR) to the contracting agency, verifying its compliance with the HSP, including the use of and expenditures made to its subcontractors (HUBs and Non-HUBs). (The PAR is available at https://www.comptroller.texas.gov/purchasing/docs/hub-forms/ProgressAssessmentReportForm.xls).
- The respondent must seek approval from the contracting agency prior to making any modifications to its HSP, including the hiring of additional or different subcontractors and the termination of a subcontractor the respondent identified in its HSP. If the HSP is modified without the contracting agency's prior approval, respondent may be subject to any and all enforcement remedies available under the contract or otherwise available by law, up to and including debarment from all state contracting.
- The respondent must, upon request, allow the contracting agency to perform on-site reviews of the company's headquarters and/or work-site where services are being performed and must provide documentation regarding staffing and other resources.

Signature	Mark Sproat	Chief Legal Counsel	01/17/2024
	Printed Name	Title	Date (mm/dd/yyyy)

Reminder:

- If you responded "Yes" to **SECTION 2, Items c or d**, you must complete an "HSP Good Faith Effort - Method A (Attachment A)" for each of the subcontracting opportunities you listed in SECTION 2, Item b.
- If you responded "No" **SECTION 2, Items c and d**, you must complete an "HSP Good Faith Effort - Method B (Attachment B)" for each of the subcontracting opportunities you listed in SECTION 2, Item b.

HSP Good Faith Effort - Method A (Attachment A)

Rev. 2/17

Enter your company's name here: Follett Higher Education Group, LLC Requisition #: 717-24-710

IMPORTANT: If you responded "*Yes*" to **SECTION 2, Items c** or **d** of the completed HSP form, you must submit a completed "HSP Good Faith Effort - Method A (Attachment A)" for **each** of the subcontracting opportunities you listed in **SECTION 2, Item b** of the completed HSP form. You may photo-copy this page or download the form at https://www.comptroller.texas.gov/purchasing/docs/hub-forms/hub-sbcont-plan-gfe-achm-a.pdf

SECTION A-1: SUBCONTRACTING OPPORTUNITY

Enter the item number and description of the subcontracting opportunity you listed in SECTION 2, Item b, of the completed HSP form for which you are completing the attachment.

Item Number: _____ Description: _____

SECTION A-2: SUBCONTRACTOR SELECTION

List the subcontractor(s) you selected to perform the subcontracting opportunity you listed above in SECTION A-1. Also identify whether they are a Texas certified HUB and their Texas Vendor Identification (VID) Number or federal Employer Identification Number (EIN), the approximate dollar value of the work to be subcontracted, and the expected percentage of work to be subcontracted. When searching for Texas certified HUBs and verifying their HUB status, ensure that you use the State of Texas' Centralized Master Bidders List (CMBL) - Historically Underutilized Business (HUB) Directory Search located at http://mycpa.cpa.state.tx.us/tpasscmblsearch/index.jsp. HUB status code "**A**" signifies that the company is a Texas certified HUB.

Company Name	Texas certified HUB	Texas VID or federal EIN Do not enter Social Security Numbers. If you do not know their VID / EIN, leave their VID / EIN field blank.	Approximate Dollar Amount	Expected Percentage of Contract
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%

REMINDER: As specified in SECTION 4 of the completed HSP form, if you (respondent) are awarded any portion of the requisition, you are required to provide notice as soon as practical to all the subcontractors (HUBs and Non-HUBs) of their selection as a subcontractor. The notice must specify at a minimum the contracting agency's name and its point of contact for the contract, the contract award number, the subcontracting opportunity they (the subcontractor) will perform, the approximate dollar value of the subcontracting opportunity and the expected percentage of the total contract that the subcontracting opportunity represents. A copy of the notice required by this section must also be provided to the contracting agency's point of contact for the contract no later than ten (10) working days after the contract is awarded.

HSP Good Faith Effort - Method B (Attachment B)

Rev. 2/17

Enter your company's name here: Follett Higher Education Group, LLC Requisition #: 717-24-710

IMPORTANT: If you responded "***No***" to **SECTION 2, Items c** and **d** of the completed HSP form, you must submit a completed "HSP Good Faith Effort - Method B (Attachment B)" for **each** of the subcontracting opportunities you listed in **SECTION 2, Item b** of the completed HSP form. You may photo-copy this page or download the form at https://www.comptroller.texas.gov/purchasing/docs/hub-forms/hub-sbcont-plan-gfe-achm-b.pdf..

SECTION B-1: SUBCONTRACTING OPPORTUNITY

Enter the item number and description of the subcontracting opportunity you listed in SECTION 2, Item b, of the completed HSP form for which you are completing the attachment.

Item Number: _____ Description: _____

SECTION B-2: MENTOR PROTÉGÉ PROGRAM

If respondent is participating as a Mentor in a State of Texas Mentor Protégé Program, submitting its Protégé (Protégé must be a State of Texas certified HUB) as a subcontractor to perform the subcontracting opportunity listed in **SECTION B-1**, constitutes a good faith effort to subcontract with a Texas certified HUB towards that specific portion of work.

Check the appropriate box (Yes or No) that indicates whether you will be subcontracting the portion of work you listed in SECTION B-1 to your Protégé.

☐ - Yes (If *Yes*, continue to SECTION B-4.)

☐ - No / Not Applicable (If *No* or *Not Applicable*, continue to SECTION B-3 and SECTION B-4.)

SECTION B-3: NOTIFICATION OF SUBCONTRACTING OPPORTUNITY

When completing this section you MUST comply with items **a**, **b**, **c** and **d**, thereby demonstrating your Good Faith Effort of having notified Texas certified HUBs and trade organizations or development centers about the subcontracting opportunity you listed in SECTION B-1. Your notice should include the scope of work, information regarding the location to review plans and specifications, bonding and insurance requirements, required qualifications, and identify a contact person. When sending notice of your subcontracting opportunity, you are encouraged to use the attached HUB Subcontracting Opportunity Notice form, which is also available online at https://www.comptroller.texas.gov/purchasing/docs/hub-forms/HUBSubcontractingOpportunityNotificationForm.pdf.

Retain supporting documentation (i.e., certified letter, fax, e-mail) demonstrating evidence of your good faith effort to notify the Texas certified HUBs and trade organizations or development centers. Also, be mindful that a working day is considered a normal business day of a state agency, not including weekends, federal or state holidays, or days the agency is declared closed by its executive officer. The initial day the subcontracting opportunity notice is sent/provided to the HUBs and to the trade organizations or development centers is considered to be "day zero" and does not count as one of the seven (7) working days.

a. Provide written notification of the subcontracting opportunity you listed in SECTION B-1, to three (3) or more Texas certified HUBs. Unless the contracting agency specified a different time period, you must allow the HUBs at least seven (7) working days to respond to the notice prior to you submitting your bid response to the contracting agency. When searching for Texas certified HUBs and verifying their HUB status, ensure that you use the State of Texas' Centralized Master Bidders List (CMBL) - Historically Underutilized Business (HUB) Directory Search located at http://mycpa.cpa.state.tx.us/tpasscmblsearch/index.jsp. HUB status code "**A**" signifies that the company is a Texas certified HUB.

b. List the **three (3) Texas certified HUBs** you notified regarding the subcontracting opportunity you listed in SECTION B-1. Include the company's Texas Vendor Identification (VID) Number, the date you sent notice to that company, and indicate whether it was responsive or non-responsive to your subcontracting opportunity notice.

Company Name	Texas VID (Do not enter Social Security Numbers.)	Date Notice Sent (mm/dd/yyyy)	Did the HUB Respond?
			☐ - Yes ☐ - No
			☐ - Yes ☐ - No
			☐ - Yes ☐ - No

c. Provide written notification of the subcontracting opportunity you listed in SECTION B-1 to two (2) or more trade organizations or development centers in Texas to assist in identifying potential HUBs by disseminating the subcontracting opportunity to their members/participants. Unless the contracting agency specified a different time period, you must provide your subcontracting opportunity notice to trade organizations or development centers at least seven (7) working days prior to submitting your bid response to the contracting agency. A list of trade organizations and development centers that have expressed an interest in receiving notices of subcontracting opportunities is available on the Statewide HUB Program's webpage at https://www.comptroller.texas.gov/purchasing/vendor/hub/resources.php.

d. List **two (2) trade organizations or development centers** you notified regarding the subcontracting opportunity you listed in SECTION B-1. Include the date when you sent notice to it and indicate if it accepted or rejected your notice.

Trade Organizations or Development Centers	Date Notice Sent (mm/dd/yyyy)	Was the Notice Accepted?
		☐ - Yes ☐ - No
		☐ - Yes ☐ - No

HSP Good Faith Effort - Method B (Attachment B) Cont.

Rev. 2/17

Enter your company's name here: Follett Higher Education Group, LLC Requisition #: 717-24-710

SECTION B-4: SUBCONTRACTOR SELECTION

Enter the item number and description of the subcontracting opportunity you listed in **SECTION 2, Item b,** of the completed HSP form for which you are completing the attachment.

a. Enter the item number and description of the subcontracting opportunity for which you are completing this Attachment B continuation page.

Item Number: _____ Description: _____

b. List the subcontractor(s) you selected to perform the subcontracting opportunity you listed in **SECTION B-1**. Also identify whether they are a Texas certified HUB and their Texas Vendor Identification (VID) Number or federal Employer Identification Number (EIN), the approximate dollar value of the work to be subcontracted, and the expected percentage of work to be subcontracted. When searching for Texas certified HUBs and verifying their HUB status, ensure that you use the State of Texas' Centralized Master Bidders List (CMBL) - Historically Underutilized Business (HUB) Directory Search located at http://mycpa.cpa.state.tx.us/tpasscmblsearch/index.jsp. HUB status code "**A**" signifies that the company is a Texas certified HUB.

Company Name	Texas certified HUB	Texas VID or federal EIN Do not enter Social Security Numbers. If you do not know their VID / EIN, leave their VID / EIN field blank.	Approximate Dollar Amount	Expected Percentage of Contract
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%
	☐ - Yes ☐ - No		$	%

c. If any of the subcontractors you have selected to perform the subcontracting opportunity you listed in **SECTION B-1** is **not** a Texas certified HUB, provide written justification for your selection process (attach additional page if necessary):

REMINDER: As specified in SECTION 4 of the completed HSP form, if you (respondent) are awarded any portion of the requisition, you are required to provide notice as soon as practical to **all** the subcontractors (HUBs and Non-HUBs) of their selection as a subcontractor. The notice must specify at a minimum the contracting agency's name and its point of contact for the contract, the contract award number, the subcontracting opportunity it (the subcontractor) will perform, the approximate dollar value of the subcontracting opportunity and the expected percentage of the total contract that the subcontracting opportunity represents. A copy of the notice required by this section must also be provided to the contracting agency's point of contact for the contract no later than ten (10) working days after the contract is awarded.

Rev. 2/17

HUB Subcontracting Opportunity Notification Form

In accordance with Texas Gov't Code, Chapter 2161, each state agency that considers entering into a contract with an expected value of $100,000 or more shall, before the agency solicits bids, proposals, offers, or other applicable expressions of interest, determine whether subcontracting opportunities are probable under the contract. The state agency I have identified below in **Section B** has determined that subcontracting opportunities are probable under the requisition to which my company will be responding.

34 Texas Administrative Code, §20.285 requires all respondents (prime contractors) bidding on the contract to provide notice of each of their subcontracting opportunities to at least three (3) Texas certified HUBs (who work within the respective industry applicable to the subcontracting opportunity), and allow the HUBs at least seven (7) working days to respond to the notice prior to the respondent submitting its bid response to the contracting agency. In addition, at least seven (7) working days prior to submitting its bid response to the contracting agency, the respondent must provide notice of each of its subcontracting opportunities to two (2) or more trade organizations or development centers (in Texas) that serves members of groups (i.e., Asian Pacific American, Black American, Hispanic American, Native American, Woman, Service Disabled Veteran) identified in Texas Administrative Code §20.282(19)(C).

We respectfully request that vendors interested in bidding on the subcontracting opportunity scope of work identified in **Section C, Item 2**, reply no later than the date and time identified in **Section C, Item 1.** Submit your response to the point-of-contact referenced in **Section A.**

SECTION A: PRIME CONTRACTOR'S INFORMATION

Company Name: Follett Higher Education Group, LLC
State of Texas VID #: 13625931350
Point-of-Contact: Mary Perry
Phone #: 708.884.0000
E-mail Address: MPerry@follett.com
Fax #:

SECTION B: CONTRACTING STATE AGENCY AND REQUISITION INFORMATION

Agency Name:
Point-of-Contact:
Phone #:
Requisition #: 717-24-710
Bid Open Date: 01/23/2024 (mm/dd/yyyy)

SECTION C: SUBCONTRACTING OPPORTUNITY RESPONSE DUE DATE, DESCRIPTION, REQUIREMENTS AND RELATED INFORMATION

1. Potential Subcontractor's Bid Response Due Date:

If you would like for our company to consider your company's bid for the subcontracting opportunity identified below in Item 2, we must receive your bid response no later than _____ (Central Time) on _____ (Date (mm/dd/yyyy)).

In accordance with 34 TAC §20.285, each notice of subcontracting opportunity shall be provided to at least three (3) Texas certified HUBs, and allow the HUBs at least seven (7) working days to respond to the notice prior to submitting our bid response to the contracting agency. In addition, at least seven (7) working days prior to us submitting our bid response to the contracting agency, we must provide notice of each of our subcontracting opportunities to two (2) or more trade organizations or development centers (in Texas) that serves members of groups (i.e., Asian Pacific American, Black American, Hispanic American, Native American, Woman, Service Disabled Veteran) identified in Texas Administrative Code, §20.282(19)(C).

(A working day is considered a normal business day of a state agency, not including weekends, federal or state holidays, or days the agency is declared closed by its executive officer. The initial day the subcontracting opportunity notice is sent/provided to the HUBs and to the trade organizations or development centers is considered to be "day zero" and does not count as one of the seven (7) working days.)

2. Subcontracting Opportunity Scope of Work:

3. Required Qualifications: ☐ - Not Applicable

4. Bonding/Insurance Requirements: ☐ - Not Applicable

5. Location to review plans/specifications: ☐ - Not Applicable

APPENDIX F

FOLLETT'S SUSTAINABILITY PARTNERSHIPS & PROGRAMS



Women-Owned Business

Follett is committed to fostering diversity in the world of commerce and actively seeks opportunities to partner with a diverse supplier base including women-owned businesses. These partnerships open new sources of revenue opportunities, provide multiple procurement channels and help to advance further economic growth in local communities.



UGAPPAREL

With an over saturated market of screen-printed boxy t-shirts in Junior's sizing, Nesha Sanghavi recognized an opportunity to create collegiate clothing that was more fashionable and made in real sizes that flattered women. University Gals Apparel (UG Apparel), a woman and minority owned business, was founded and quickly expanded from selling to just a couple local schools to distributing its unique collection to over 65 schools nationwide.

Click here to learn more.



CENTON

Managed by two sisters, Jennifer Miscione and Laura Wellman, Centon offers quality computer products like USB flash drives, flash memory cards, SSD and memory modules. This woman-owned business is small enough to be agile in providing personal care and custom solutions but strong enough to handle large volume opportunities. Centon's flexibility, expertise and innovation sets this company apart in exceeding customer expectations.

Click here to learn more.



Snappers

With over 100 years of experience in crafting chocolate, Snappers brings premium chocolate and caramel covered pretzel snacks to snack-craving campus communities. As part of their 'Make Life Sweeter' initiative, Snapper uses sustainably-sourced cocoa from suppliers that are committed to improving farmers lives by offering increased living wages. As part of the program, female farmers are also targeted by receiving land, seedlings and training in an effort to expand opportunities for women, build skills and generate income.

Click here to learn more.

APPENDIX G
STORE ENGAGEMENT

Follett
HIGHER EDUCATION

CAMPUS STORE

Look Book



Creating the Store of the Future

New York University



> “This partnership is part of the University’s overall commitment to affordability, which includes significantly reducing the total cost of course materials.”
>
> - Owen Moore,
> *Assistant Vice President for Campus Services*









Upgrading the Fan Experience

Texas Christian University

- In-venue shopping experiences at game day locations
- New virtual store
- A premier collection of TCU clothing and fan accessories
- Full line of official Nike apparel









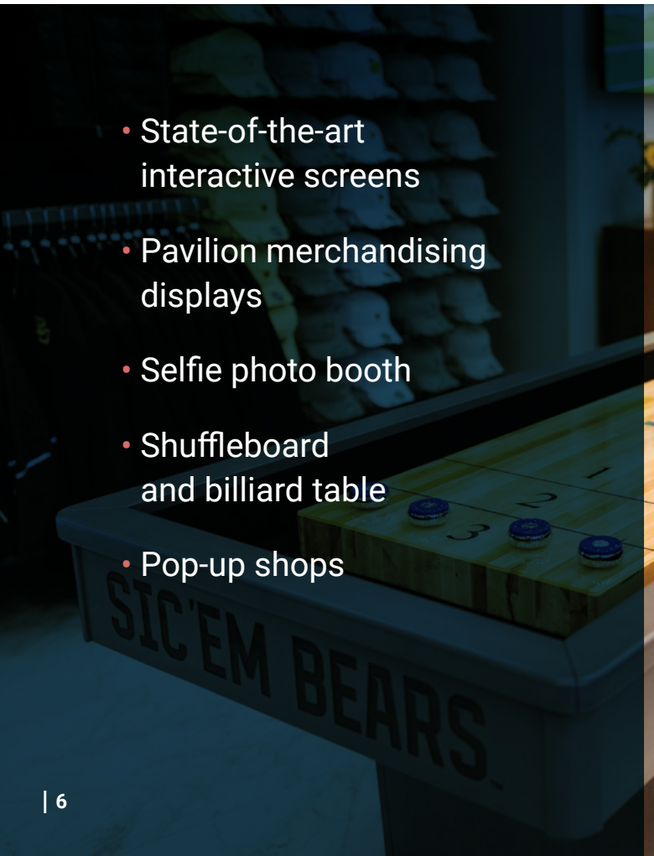




Innovating for Students and Alumni

Baylor University Spirit Shop

- State-of-the-art interactive screens
- Pavilion merchandising displays
- Selfie photo booth
- Shuffleboard and billiard table
- Pop-up shops







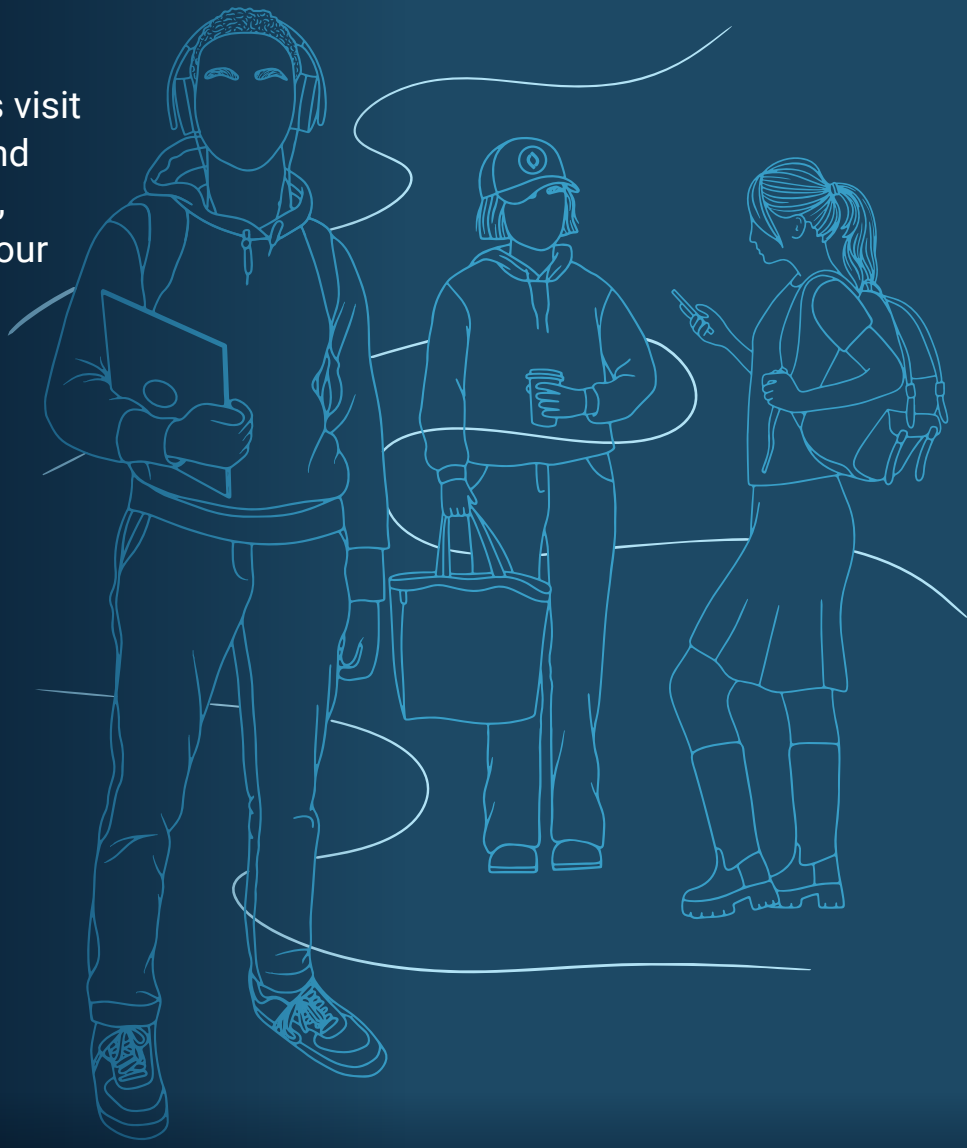






Follett
HIGHER EDUCATION

From the first campus visit to alumni weekend, and every step in between, we help you engage your community and bring your brand to life.



FOLLETT.COM

North Carolina A&T State University

Grand Opening Video: https://www.linkedin.com/posts/j-featherstone_the-north-carolina-agricultural-and-technical-activity-7115112593320513536-X-wr?utm_source=share&utm_medium=member_android









Clark Atlanta University







Events

CIAA Basketball Tournament

Shown: Virginia State University, Virginia Union University, Fayetteville State University







Events

HBCU Classic

Morehouse College







Events



Bayou Classic:

Southern University



Game Day: Jackson State University



Alumni Party: Virginia State University





Polo
by Ralph Lauren

EXCLUSIVELY FOR



ASU MARKETING CALENDAR: CAMPAIGN EXAMPLES

Follett

July

Homefield Collection | Apple BTS Free AirPods Promo | Drinkware | BTS Textbooks



August

BTS Textbook Email Cadence | Feature Collection | Sun Devil Fan Email | adidas Ultraboost



September

College Of Merchandise | Hispanic Heritage Collection | Hockey Game Day Gear | 20% Off Flash Sale



October

League Repreve On Campus Event | Football Gear | Sustainability | Apple Sale



November

NIL Official Athlete Merchandise | Holiday Giving | Salute to Service w/ Uscape On Site Event | Friends & Family Sale Event



December

Hockey | Holiday Giving | Graduation | NIL Official Athlete Merchandise



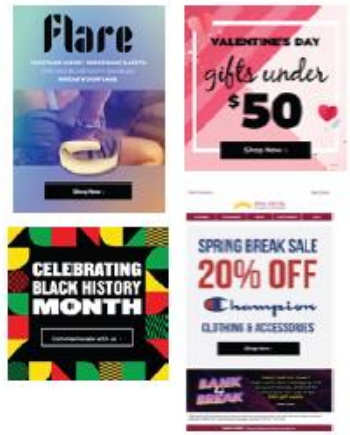
January

BTS Textbook Email Cadence | Apple New Year's Resolution | Fit Bit | Basketball Gear | Hockey Gear



February

Flare | Valentine's Gifts | Black History Month Black-Owned Brands | Champion Sale | Bank 4 Break SMS Sweepstakes



March

Women's History Month Women-Owned Brands | Spring Styles | March Madness



April

Sustainable Brands Focus - Earth Month | Earth Day | Arbor Day



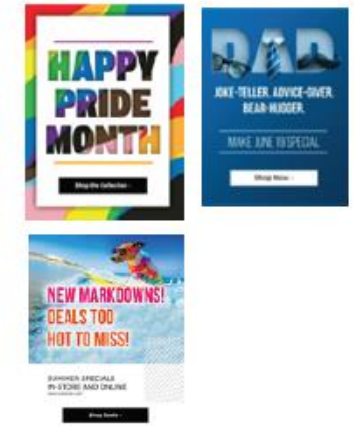
May

Apple Faculty & Staff Event (Date TBD) | Graduation | Mother's Day



June

Pride Month | Father's Day | Summer Markdowns



TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Approval is Requested to Execute a one-year Contract for Risk Management Services for the University

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to execute a one-year contract for risk management services for the University.

Services include:

- Administering and evaluating campus-wide risk management and continuity of operations, planning programs (COOP) services.
- Managing and administering the University's insurance portfolio, including, but not limited to, Property, liability, travel, student accident insurance, and all other coverage as needed.
- Coordinates with HR on the worker's compensation process; develop, implement, and maintain a program designed to assist employees who sustain compensable injuries to return to work.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, § 2155.074.

The Administration recommends Arthur J. Gallagher for this award through the Choice Partners cooperative contract # 20/031KLN-02, in accordance with Texas Education Code Section 51.9335. Arthur J. Gallagher is a publicly traded company, Form 1295 is not required.

SUPPORTING DOCUMENTATION: Proposal & Strategy (BOA0001485)

FISCAL IMPACT: Under Separate Cover

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

	04/16/2024
ACTING GENERAL COUNSEL	**DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman	04/17/2024
INTERIM CHIEF FINANCIAL OFFICER	**DATE**
Mary Evans Sias	04/17/2024
INTERIM PRESIDENT	**DATE**

COMMITTEE: Administration and Finance

ITEM: Approval is Requested to Execute a one-year Contract for Risk Management Services

FISCAL NOTE: Cost Not to Exceed: $200,000

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Approval is requested to Increase Housing & Dining Rates for Fiscal Year 2025

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

The University is proposing a increase in housing and dining rates for Fiscal Year 2025.

- Dining 5.75%
- Housing
  - University Courtyard 4 Bedroom - 2.94%
  - Tierwaster Oaks 4 Bedroom - 9.01%
  - Tierwester Oaks 2 Bedroom - 2.71%

This increase is intended to improve our students' campus life experiences and to cover the necessary expenses of operating these areas.

SUPPORTING DOCUMENTATION: NONE

FISCAL IMPACT: No Fiscal Impact

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/17/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/17/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/17/2024

INTERIM PRESIDENT **DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Approval is requested to Simplify Texas Southern University's Endowment Managers

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Atlanta Consulting Group recommends revising Texas Southern University's primary Investment Managers and changes to the investment strategies (Bylaw 5.7).

SUPPORTING DOCUMENTATION: Recommendation Summary (Under Separate Cover)

FISCAL IMPACT: No Fiscal Impact

ACTION REQUESTED: Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

	04/17/2024
ACTING GENERAL COUNSEL	**DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman	04/17/2024
INTERIM CHIEF FINANCIAL OFFICER	**DATE**
Mary Evans Sias	04/17/2024
INTERIM PRESIDENT	**DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Presentation of FY24 Annual Financial Report by FORVIS (BKD)

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

The University's external auditing firm, FORVIS (formerly known as BKD), will provide a brief presentation and update on the FY24 Annual Financial Report.

SUPPORTING DOCUMENTATION: None

FISCAL IMPACT: None

ACTION REQUESTED: Information

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/15/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/16/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Leonard Sims 04/16/2024

INTERIM PRESIDENT **DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Endowment Performance & Update (February 29, 2024)

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

The current endowment performance report is presented as information based on the requirements set forth in the Texas Southern University Endowment Investment Policy.

SUPPORTING DOCUMENTATION: Atlanta Consulting Group TSU Endowment Reports – February 29,2024

FISCAL IMPACT: NONE

ACTION REQUESTED: Information

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/16/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/17/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/17/2024

INTERIM PRESIDENT **DATE**

Texas Southern University

February 2024

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ACG Market Review – Fourth Quarter 2023

- **Economy – An economic soft-landing in the U.S. moves from a low probability event to the consensus view**
  - Softer inflation data led to increased market expectations for Federal Reserve rate cuts in 2024 and into 2025
  - The positive feedback loop for risk assets from the easing of financial conditions and Fed pivot was reinforced by a few other factors:
    - The broader soft-landing narrative
    - Consumer resilience
    - Strong Q3 2023 corporate earnings and stable 2024 consensus earnings expectations

- **Equity – Narrative around peak Fed rates sparks widespread rally across equities**
  - U.S. equity markets saw a broadening of leadership following recent dominance of the Magnificent Seven
    - Despite the broadening of the rally, most of the Magnificent Seven names still outperformed in Q4 with AMZN +19.5%, MSFT +19.1%, META +17.9%, NVDA +13.9% and AAPL +12.5% all beating the market
  - Small caps and other formerly out-of-favor areas showed strength during the quarter

- **Fixed Income – Fed comments and economic data led to projections for a Fed pivot to cutting rates**
  - Treasury yields were volatile with 2- and 10-year notes down 75 and 70 basis points respectively during Q4
  - As a result of the above, most financial conditions indexes saw significant easing
  - Fixed income investments saw some of the strongest quarterly returns on record

- **Risks/Other Considerations**
  - Risk narratives centered around a potentially premature move to cut rates by the Fed, the lagged effects of the tightening cycle on corporate profits, overbought conditions following such a strong rally, and geopolitics focused on potential escalation in the Middle East and/or Ukraine

Statistic	Last Year	Last Quarter	Current
Fed Funds Rate	4.50%	5.50%	5.50%
Prime Rate	7.50%	8.50%	8.50%
10-Year Treasury Yield	3.88%	4.57%	3.88%
30-Year Fixed Mortgage Rate	6.48%	7.31%	6.62%
S&P 500 P/E Ratio (Forward Earnings)	17.0x	17.6x	19.6x
Projected Earnings Growth (S&P 500, Quarterly)	-3.2%	+7.5% (est.)	+5.2% (est.)
U.S. GDP (Real, Quarterly)	+2.6% (Q4 2022)	+4.9% (Q3 2023)	+2.5% (Q4 2023 est.)

Source: Morningstar, ACG

Market Index Review – February 2024

Major Market Indices	MTD	QTD	YTD	1 Year	3 Years	5 Years	10 Years
S&P 500	5.34	7.11	7.11	30.45	11.91	14.76	12.70
Russell 2000	5.65	1.54	1.54	10.05	-0.94	6.89	7.13
Russell 3000	5.41	6.58	6.58	28.60	9.90	13.94	12.03
MSCI ACWI	4.29	4.90	4.90	23.15	6.79	10.51	8.37
MSCI ACWI ex USA	2.53	1.51	1.51	12.51	1.32	5.44	3.96
Bloomberg US Aggregate TR	-1.41	-1.68	-1.68	3.33	-3.16	0.56	1.43

International Indices	MTD	QTD	YTD	1 Year	3 Years	5 Years	10 Years
MSCI EAFE	1.83	2.42	2.42	14.41	4.45	6.77	4.39
MSCI Europe	1.56	1.44	1.44	12.60	5.97	7.30	3.95
MSCI Pacific	2.21	4.14	4.14	17.76	1.83	5.82	5.32
MSCI EAFE Small Cap	0.38	-1.28	-1.28	6.26	-1.85	4.20	4.27
MSCI Emerging Markets	4.76	-0.11	-0.11	8.73	-6.30	1.89	3.01
MSCI Frontier Markets	0.06	1.06	1.06	10.69	-0.34	2.43	1.67

Russell Indices	MTD	QTD	YTD	1 Year	3 Years	5 Years	10 Years
Russell 1000	5.40	6.87	6.87	29.81	10.66	14.43	12.39
Russell 1000 Growth	6.82	9.49	9.49	45.93	12.49	18.77	15.66
Russell 1000 Value	3.69	3.80	3.80	14.01	8.41	9.38	8.74
Russell MidCap	5.59	4.08	4.08	15.46	5.51	10.35	9.45
Russell MidCap Growth	7.52	6.94	6.94	25.03	3.13	11.59	10.88
Russell MidCap Value	4.78	2.90	2.90	10.87	6.80	8.94	8.19
Russell 2000 Growth	8.12	4.66	4.66	14.18	-4.59	6.50	7.33
Russell 2000 Value	3.27	-1.42	-1.42	5.61	2.49	6.62	6.55

Bond Indices	MTD	QTD	YTD	1 Year	3 Years	5 Years	10 Years
FTSE T-Bill 3 Months	0.43	0.90	0.90	5.45	2.55	2.02	1.35
Bloomberg US Municipal TR	0.13	-0.38	-0.38	5.42	-0.21	1.91	2.68
Bloomberg US Govt/Credit TR	-1.36	-1.59	-1.59	3.69	-3.14	0.87	1.60
Bloomberg US Govt/Credit Int TR	-0.99	-0.79	-0.79	4.38	-1.53	1.24	1.51
Bloomberg US Credit 1-3 Yr TR	-0.23	0.22	0.22	5.23	0.56	1.88	1.72
Bloomberg US Credit Long TR	-2.59	-3.49	-3.49	5.55	-5.74	1.30	2.97
Bloomberg US Corporate High Yield TR	0.29	0.29	0.29	11.03	1.84	4.16	4.34
FTSE WGBI	-1.30	-2.83	-2.83	2.46	-6.91	-2.04	-0.87

Sector Indices	MTD	QTD	YTD	1 Year	3 Years	5 Years	10 Years
S&P 500 Materials	6.46	2.30	2.30	9.25	8.24	12.16	8.63
S&P 500 Consumer Discretionary	8.71	4.87	4.87	32.61	5.56	12.42	12.23
S&P 500 Consumer Staples	2.32	3.89	3.89	7.96	9.61	10.09	9.14
S&P 500 Energy	3.18	2.79	2.79	6.21	26.86	11.07	3.93
S&P 500 Financials	4.16	7.33	7.33	15.28	9.88	11.12	10.90
S&P 500 Health Care	3.22	6.32	6.32	15.92	10.56	11.64	11.53
S&P 500 Industrials	7.23	6.29	6.29	22.15	12.01	11.74	10.76
S&P 500 Information Technology	6.31	10.51	10.51	58.84	18.88	26.09	21.76
S&P 500 Real Estate	2.58	-2.28	-2.28	6.19	5.12	5.96	--
S&P 500 Communication Services	5.70	11.01	11.01	58.44	6.44	13.25	9.41
S&P 500 Utilities	1.12	-1.93	-1.93	-1.19	5.40	5.12	8.02

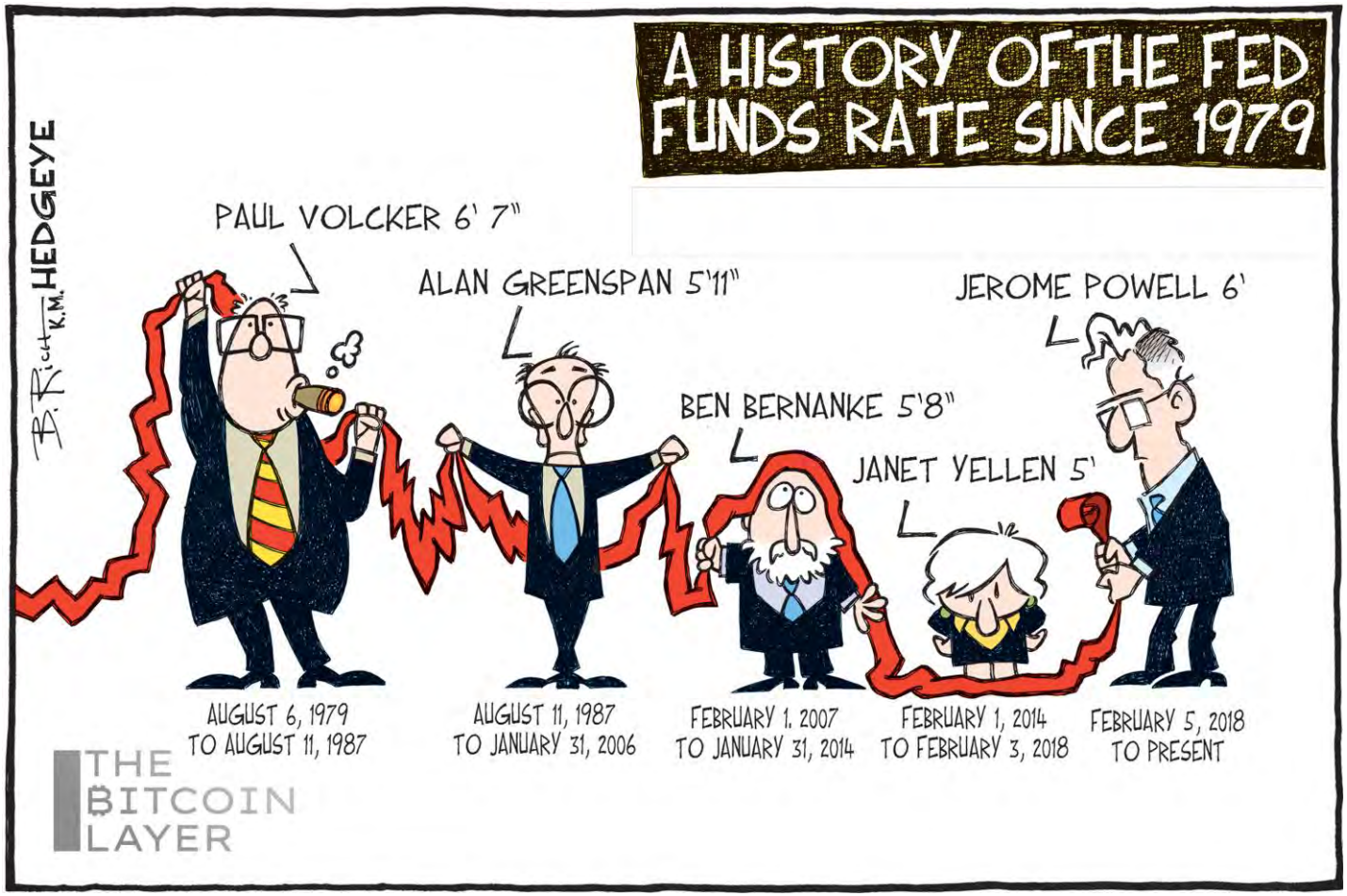
Other Indices	MTD	QTD	YTD	1 Year	3 Years	5 Years	10 Years
Morningstar US Long-Short Equity	2.95	4.02	4.02	12.85	5.00	5.75	3.90
Morningstar US Equity Market Neutral	0.86	3.60	3.60	9.27	7.24	3.41	2.50
Morningstar US Multistrategy	1.44	2.42	2.42	7.30	3.63	3.57	2.54
Wilshire Liquid Alternative TR USD	0.99	1.66	1.66	6.79	1.77	2.69	1.65
FTSE EPRA/NAREIT Developed NR USD	-0.60	-4.59	-4.59	0.45	-1.32	-0.20	2.71
Alerian MLP TR USD	4.33	8.96	8.96	30.90	30.42	11.23	2.74
Bloomberg Commodity Index TR USD	-1.47	-1.08	-1.08	-3.94	7.15	5.66	-1.84
S&P Global Infrastructure TR USD	0.01	-3.14	-3.14	1.90	5.40	4.43	4.98
WTI Crude BL	3.18	9.23	9.23	1.57	8.36	6.46	-2.67
US Dollar Index	0.85	2.79	2.79	-0.68	4.65	1.61	2.70
Consumer Price Index *	0.54	0.54	0.54	3.09	5.64	4.15	2.80

* Consumer Price Index returns will be reported as of the previous month end due to the delayed release of data.

Source: Morningstar, ACG
Returns include dividends; 3-year, 5-year and 10-year returns are annualized. Indices are unmanaged.
You cannot invest directly into an index. Past performance is not indicative of future results

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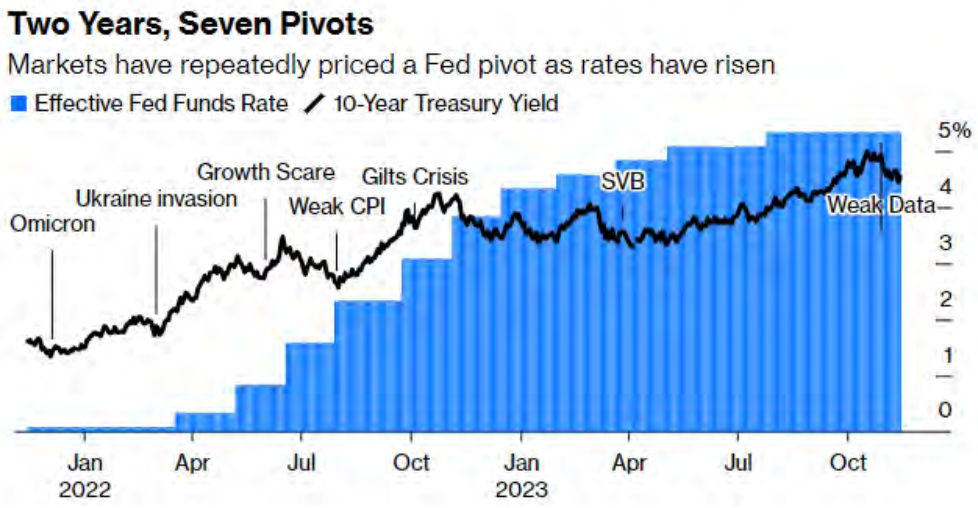
Q4 2023: Is the Fed Really Done Raising Rates?



Source: Hedgeye, ACG

Did We Just See the Much Anticipated "Fed Pivot?"

Federal Funds Rate vs. 10-Year Treasury
(Yield)



Rate Hikes vs. S&P 500 Performance
(Final Fed Reserve Rate Hikes 1929-2023)

Final Fed rate hikes			
	S&P 500 performance		Subsequent first Fed rate cut (number of days)
Final Fed rate hike	6 months later	12 months later	
8/9/1929	-17.8%	-28.6%	59
1/16/1953	-7.2%	-3.2%	320
8/23/1957	-8.2%	6.3%	58
9/11/1959	-5.5%	-2.8%	185
12/6/1965	-5.0%	-11.2%	331
4/3/1969	-7.4%	-10.5%	405
4/25/1974	-18.4%	-2.6%	155
2/15/1980	8.5%	11.1%	71
5/5/1981	-6.5%	-10.9%	874
2/24/1989	20.1%	14.2%	68
2/1/1995	19.0%	32.1%	104
5/16/2000	-6.8%	-15.0%	155
6/29/2006	12.1%	18.3%	297
12/19/2018	17.8%	27.3%	150
Average	**-0.4%**	**1.8%**	**231**
Median	**-6.0%**	**-2.7%**	**155**

- Over the last two years, the markets priced in a "Pivot," where the Federal Reserve was expected to cut rates after a period of hikes, seven times. Each time, the markets were wrong, and the Fed continued to hike rates. While this time may ultimately turn out to be another false signal, markets reacted as if this was the real thing with equities surging and yields falling significantly

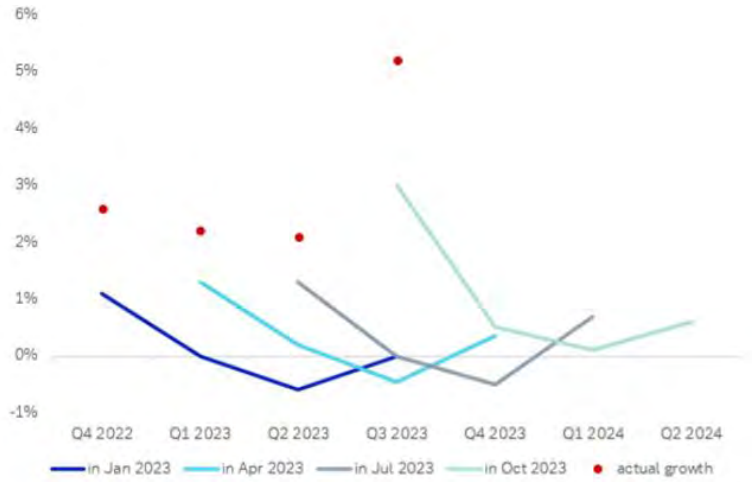
- Looking back at peak Fed Funds rates over the last 100 years, one sees a wide range of time from the last rate hike until the first rate cut. Equity returns, on average, have been muted during these periods. The average, however, masks a great deal of dispersion within the data. Some years saw large double-digit declines, while others saw strong market rallies

Source: Bloomberg, Charles Schwab, Federal Reserve, ACG

An Economic Soft Landing Seems More Likely, But…

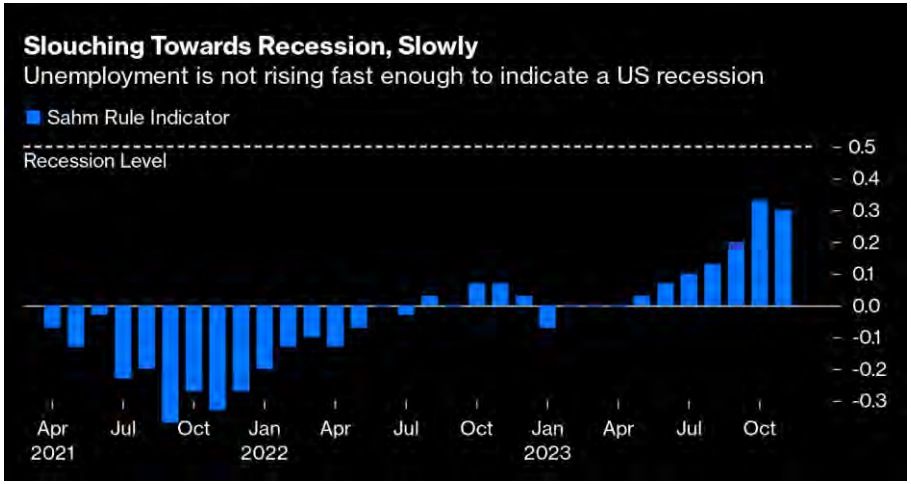
- Throughout 2023, U.S. GDP growth consistently surprised to the upside vs. estimates. Strategists and economists braced for an imminent recession each quarter, but each quarter they were surprised by higher than forecasted economic strength. Deutsche Bank put together the chart to the right to highlight this phenomenon over the four quarters. Current projections call for economic growth to bottom out in early 2024, but in still positive territory

Actual vs. Forecast U.S. Quarterly GDP Growth
(Quarterly Bloomberg Economist Survey)



- One measure that has gained traction recently in trying to forecast economic weakness is the so-called "Sahm Rule," named after former Federal Reserve economist Claudia Sahm. Typically, when a recession is coming, employment peaks, begins to decline slowly, and then reaches a tipping point and then falls much faster. Sahm's rule suggests that that tipping point is reached when the 3-month rolling average of the unemployment rate exceeds the minimum 3-month average over the preceding 12 months by 0.5%. While this measure has been rising, it is still below the recession threshold

"Sahm Rule" Unemployment % Indicator
(Most Recent 3 Month Avg. Unemployment % Minus Minimum 3 Month Avg. Over the Last 12 Months)



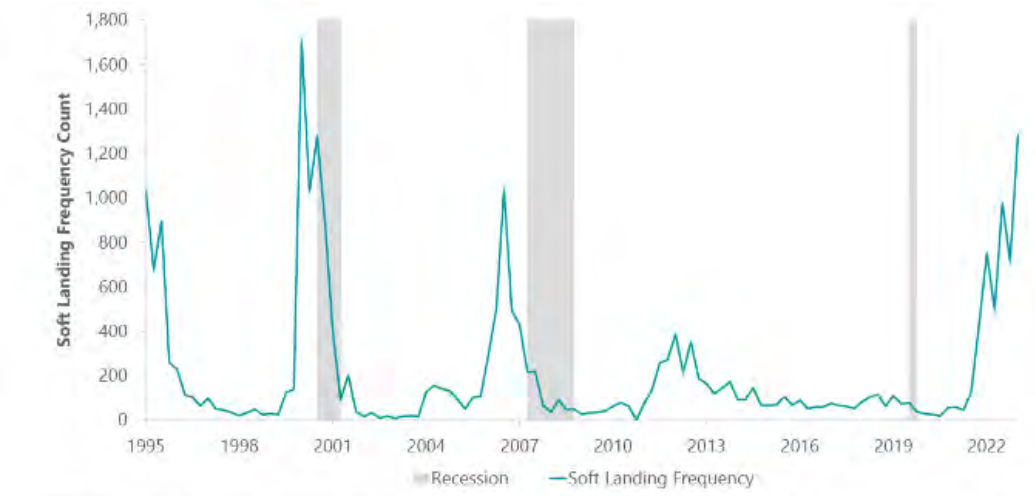
Source: Deutsche Bank, Bureau of Economic Analysis, Bloomberg, ACG

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…Recessions Always Start as Soft Landings

- During the last quarter, the narrative around a “soft landing,” where Fed rate hikes do not cause an immediate recession, gained a lot of traction among investors, Wall St. strategists, and economists. Looking back, however, the frequency of mentions of the term soft landing in company earnings filings, transcripts and presentations has always spiked before a recession and many are hopeful of avoiding such an outcome

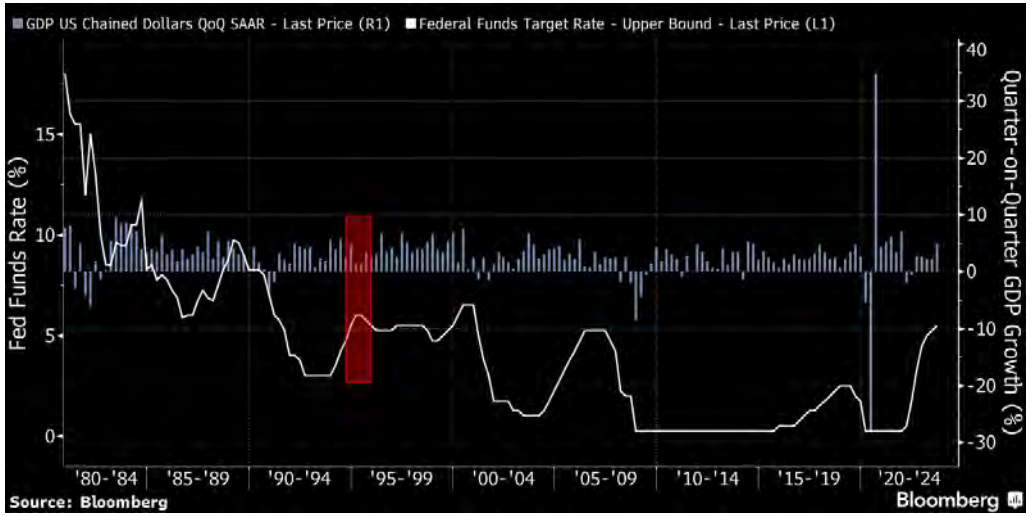
Frequency of the phrase “Soft Landing”
(Count of mentions in company earnings releases, 1995-2023)



Note: Soft landing frequency is the count of mentions of the term "soft landing" in company filings, transcripts, and presentations since 3Q95.
Data as of Sept. 30, 2023. Source: NBER and Bloomberg.

- Historically, if one looks back to 1980, the period in the mid-1990s was the only example where the Fed successfully achieved a soft landing. So, while the U.S. could completely avoid a recession, the odds still favor economic weakness sometime in the next 12-24 months

GDP Growth vs. Fed Funds Rates
(Quarterly GDP, 1980-2023)



Source: NBER, Bloomberg, Federal Reserve, Bureau of Economic Analysis, ACG

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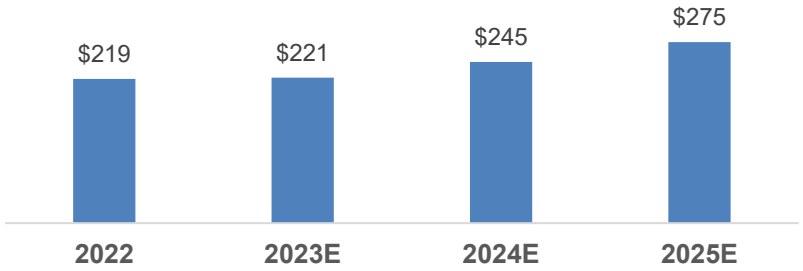
Earnings Outlook Strong, But Not Without Risks

- After a period of stalled earnings growth, consensus estimates for the S&P 500 now show a return to strong annual growth over the next couple of years. 2024 over 2023 shows a growth rate of 11% and 2025 over 2024 shows 12% annual growth. Using 2024 projected earnings, as of year-end 2023, the S&P 500 now trades at a forward price-to-earnings ratio of 19.4 times

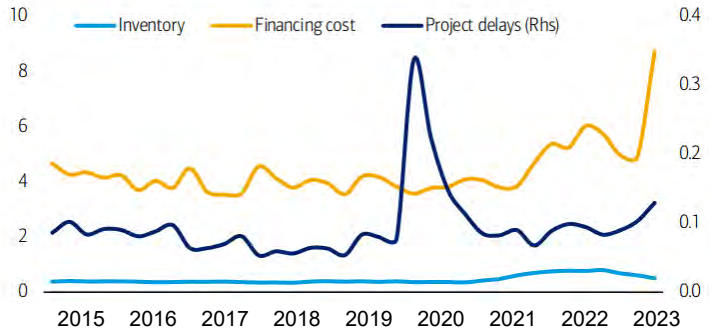
- In reviewing corporate earnings calls, one can see themes that businesses are faced with over time. During the pandemic, it was often "supply chain" and "project delay" related. More recently, as rates have increased significantly over the last 2 years, "financing cost" has seen a spike in mentions as corporate management begins to grapple with the new higher rate environment

- Over the last decade, most corporations (especially large ones) benefitted from the low-rate environment by continually refinancing their debt at ever lower rates. Their ability to do this, however, came to a halt when the Fed hiked rates to combat runaway inflation. Now, the average yield on corporate debt (minus the coupon on outstanding debt) is a difference of nearly 2%, resulting in a much different environment for refinancing

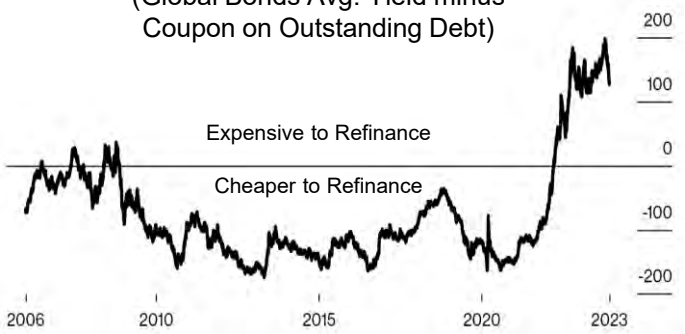
S&P 500 Earnings
(Consensus Annual Earnings / Estimates)



Earnings "Buzzwords"
(Q3 2023 S&P 500 Earnings Call Mentions of Terms)



Global Debt Refinancing Costs
(Global Bonds Avg. Yield minus Coupon on Outstanding Debt)



Source: DataStream, Standard & Poor's, Bank of America, Bloomberg, ACG

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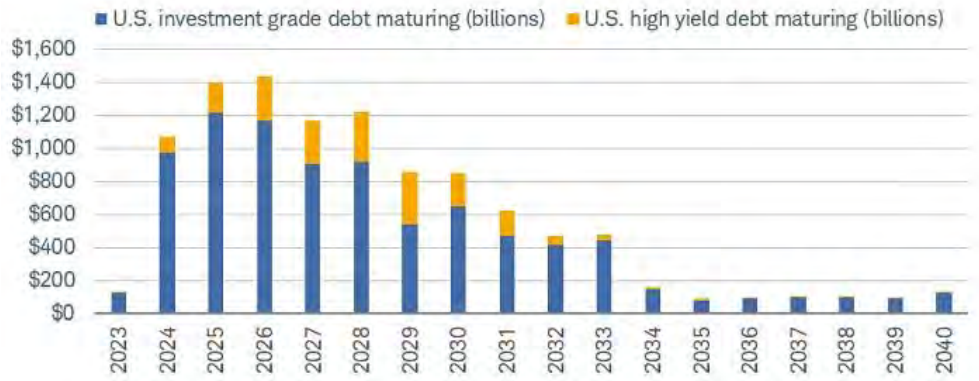
The Effect of Rising Rates on Corporate Profits

- While very little corporate debt matured in 2023, looking out over the next five years, one can see that over $1 trillion of debt is due to mature in each of the next 5 years. Based on current rates, this debt will have to be refinanced at higher rates and will likely create a drag to corporate earnings going forward

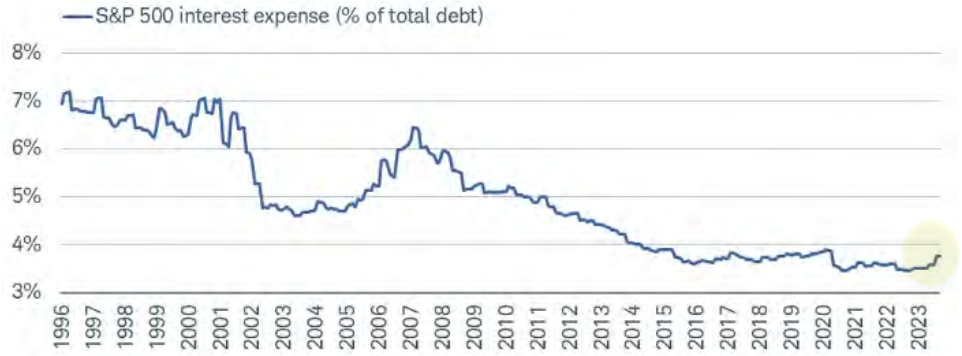
- On the bright side, the increase in rates, at least thus far, has had a muted effect on interest expenses for larger domestic companies

- On the other hand, when you look at the rate of change, the uptick looks more significant as it is now in double-digit territory. Wall Street analysts will likely pay close attention to this metric as they review earnings calls into 2024

U.S. Corporate Debt Maturity Schedule
(Maturity by Debt Category and Year)



Corporate Interest Expense
(S&P 500 Interest Expense (% of Total Debt)





Source: Charles Schwab, Standard & Poor's, Strategas, ACG

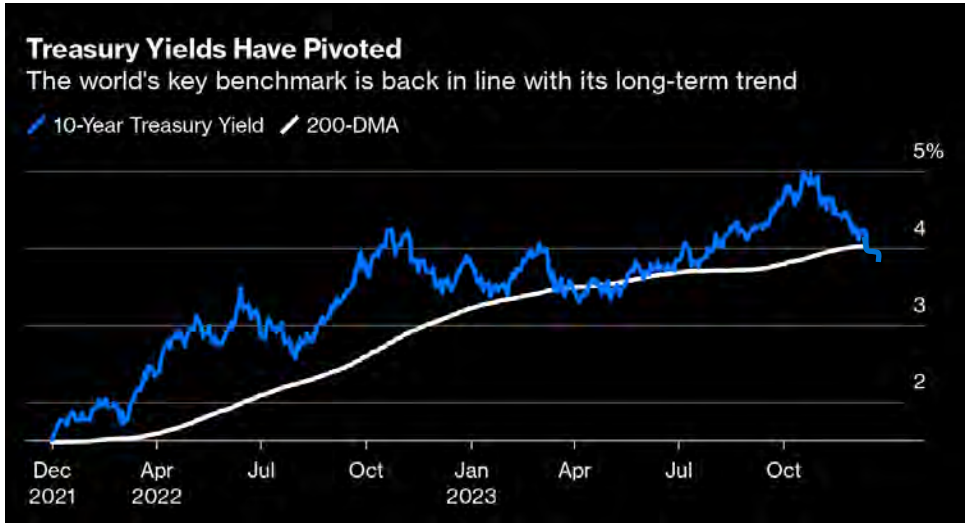
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Bond Volatility: “November Was a Good Year”

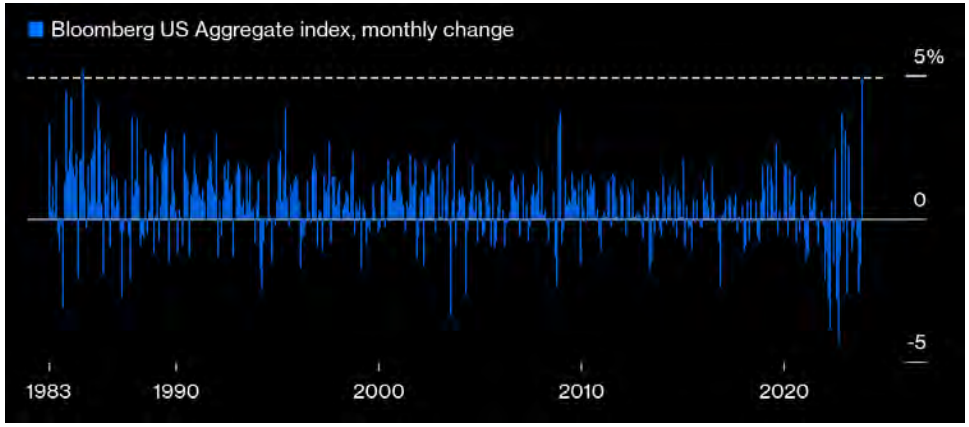
- During the last two years, as the Federal Reserve hiked rates to combat inflation, intermediate maturity bond yields, such as the 10-Year Treasury for example, were slow to increase due to the inversion of the yield curve and uncertainty over the full path of future Fed policy. In the last quarter, however, yields shot up above the 5% level as markets priced in potential future hikes. The spike proved to be brief as after the last two Federal Open Market Committee (FOMC) meetings, the narrative changed and eventually solidified around peak rates and 10-Year Treasury yields ended the year back under the 4% level

- As a result of this uncertainty, bond returns were abnormally volatile. In 2022, bonds experienced some of their largest declines ever. In 2023, bonds rebounded early in the year as rates fell back slightly but then fell sharply again in Q3 as yields shot up. When rates fell precipitously in November (by almost 100 basis points), markets saw the strongest monthly return to the Bloomberg Aggregate Bond Index in almost 40 years

10-Year U.S. Treasury Yields
(2022-2023)



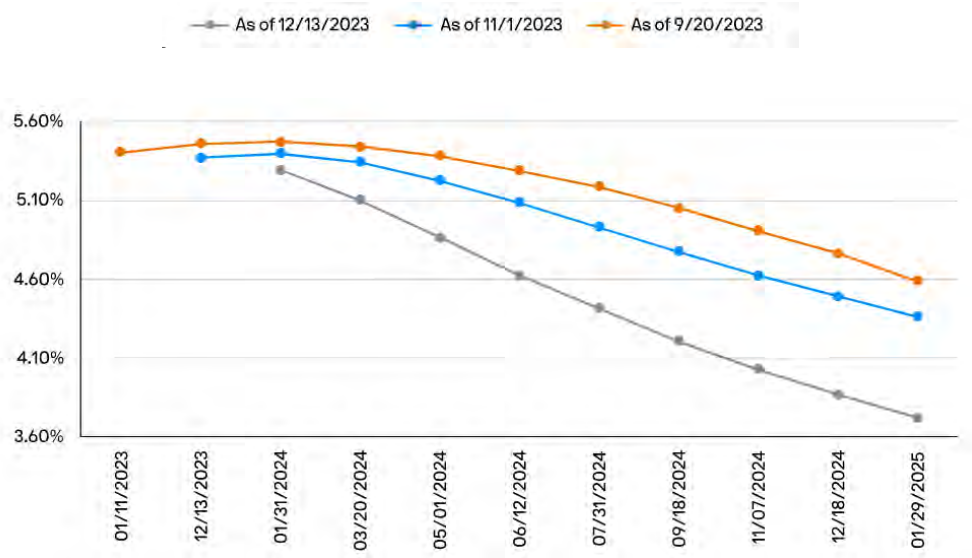
Bloomberg Aggregate Bond Index
(Monthly Return, 1983-2023)



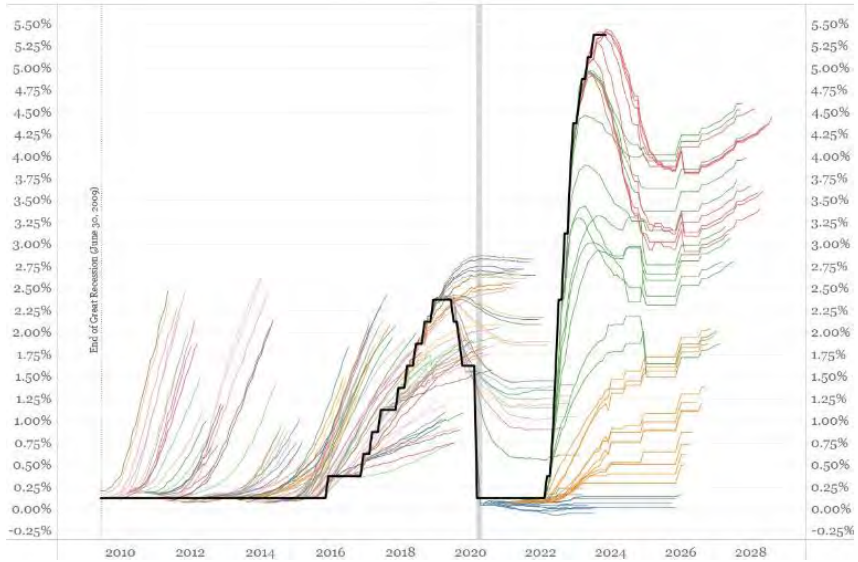
Source: Bloomberg, Federal Reserve, ACG

What Will 2024 Have in Store for Rates?

Federal Reserve Interest Rate Hike/Cut Projections
(Following Last 3 FOMC Meetings)



Federal Funds Futures Forward Curve
(2010-2023)



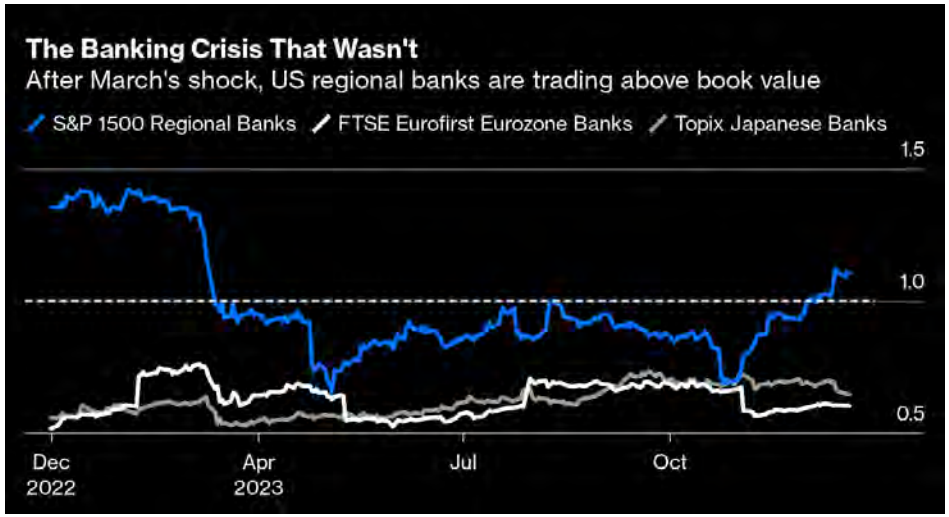
- Early in 2023, the market predicted a "higher for longer" interest rate policy from the Federal Reserve. During the second half of 2023, as inflation cooled, consensus quickly changed to an expectation of future rate cuts. At each of the last three Federal Open Market Committee (FOMC) meetings, expectations for future interest rates dropped, which implies the potential for rate cuts in 2024

- Neither the Federal Reserve nor the market is very good at predicting the future path of the Fed Funds rate. The chart above shows the implied course of the rate (derived from the futures market) at each meeting of the FOMC going back to 2010. Markets persistently predicted hikes throughout the last decade when rates stayed at or close to zero, and then understated how far the Fed would hike during the most recent cycle

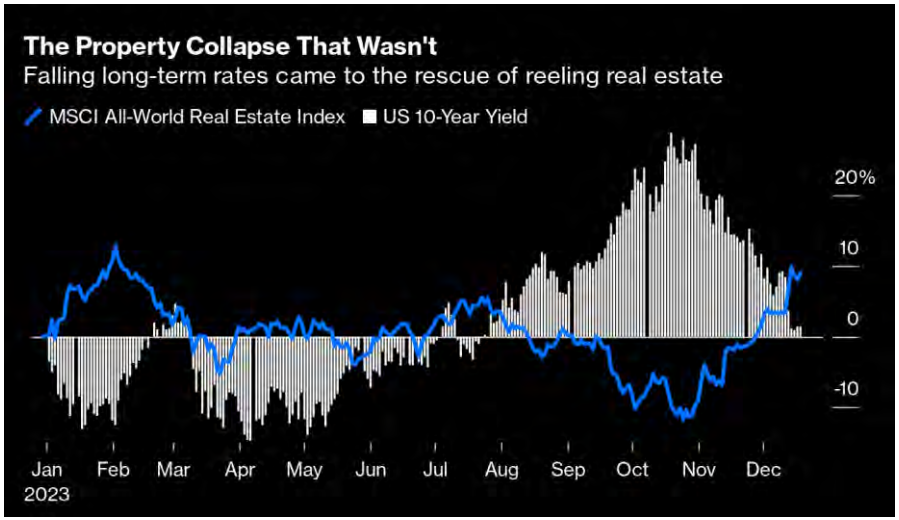
Source: Bloomberg, Bianco Research, Federal Reserve, ACG

Interest Rates to the Rescue!

Bank Stock Performance
(By Region, 2023)



Real Estate Performance vs. Interest Rates
(MSCI ACWI RE Index vs. 10 Year Treasury, 2023)



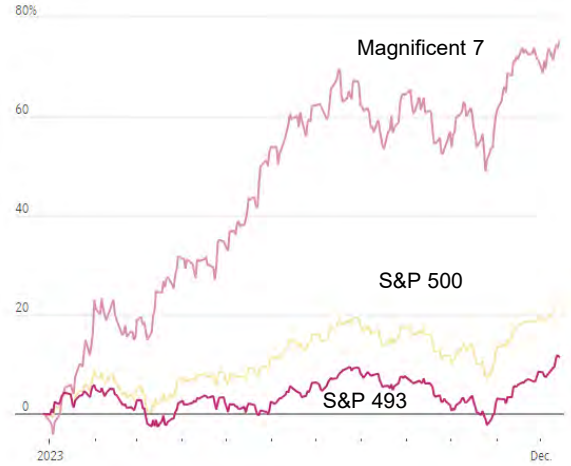
- In early 2023 bank stocks fell abruptly when a few of the smaller regional banks ran into issues and investors started to question the health of the entire sector. While Silicon Valley, Signature, and other banks each had different issues, the underlying cause was the rapid rise in interest rates. As rates fell during the fourth quarter, investor enthusiasm returned to the sector and bank shares rallied. Currently, regional banks are now trading back above their book value

- Another sector that was volatile in 2023 was commercial real estate. This is largely due to the sectors sensitivity to long-term interest rates. After the pandemic and with continued uncertainty around the future of work-from-home and hybrid work environments, real estate firms with high exposure to the office sector, and malls, were particularly hard hit. Recently, as rates fell during the fourth quarter, property related shares have surged

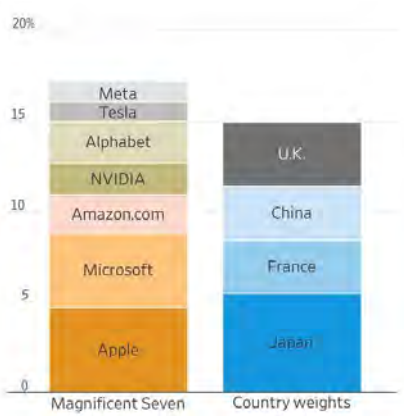
Source: Bloomberg, MSCI, FTSE, Topix, Standard & Poor's, ACG

Despite Headline Returns, Not All Stocks Performed Well

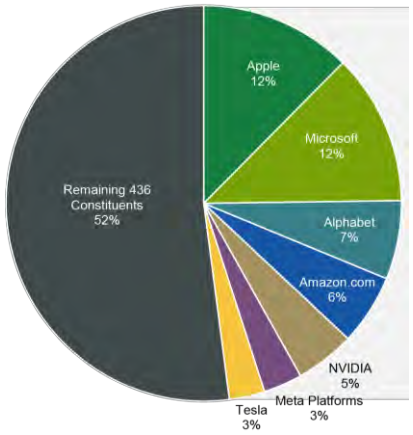
Cumulative Return

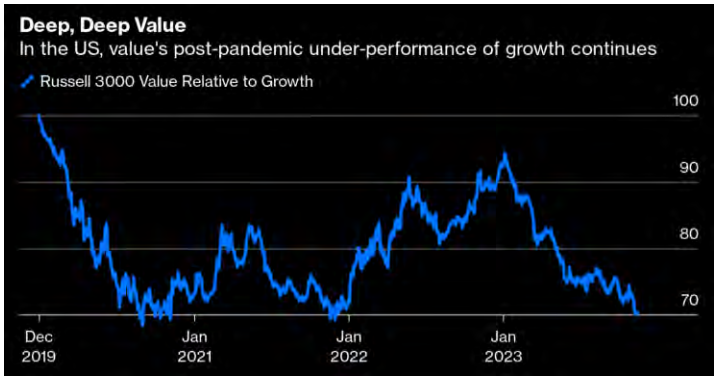


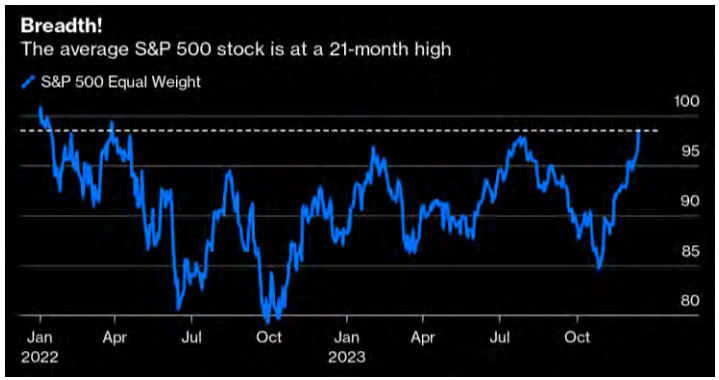
MSCI ACWI Index
(Constituent Weights)



Russell 1000 Growth Index
(Constituent Weights)





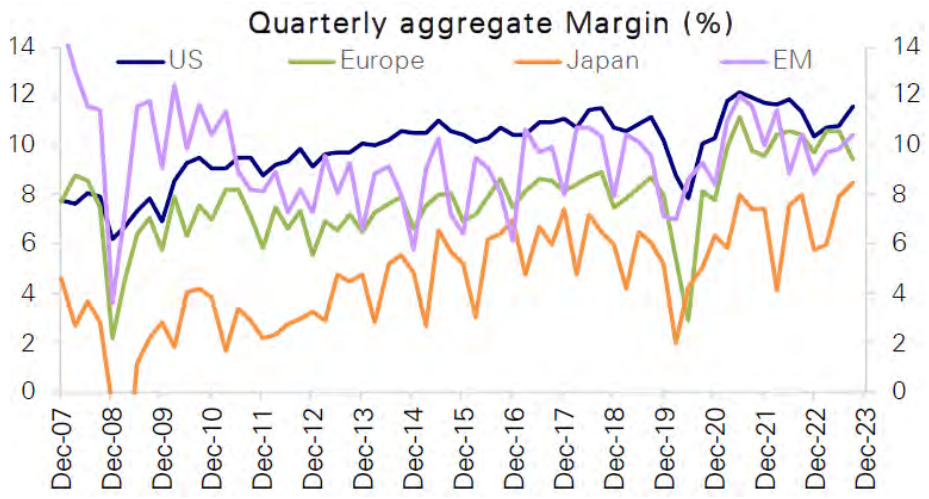


- 2023 was another year when diversification away from the S&P 500 was a drag to returns. Investors with a perfect crystal ball on January 1st, 2023 would have had the highest returns by just investing in the S&P 500. Much of that, as we have discussed throughout the year, was due to the strength of just a few of the largest stocks
- Despite recent frustration with diversification, we maintain our long-term view that diversification by geography, size, and investing style is a good thing. We do, however, concede that it can be challenging over shorter periods of time
- **With high levels of concentration in many indexes, now may be a dangerous time NOT to be diversified!**

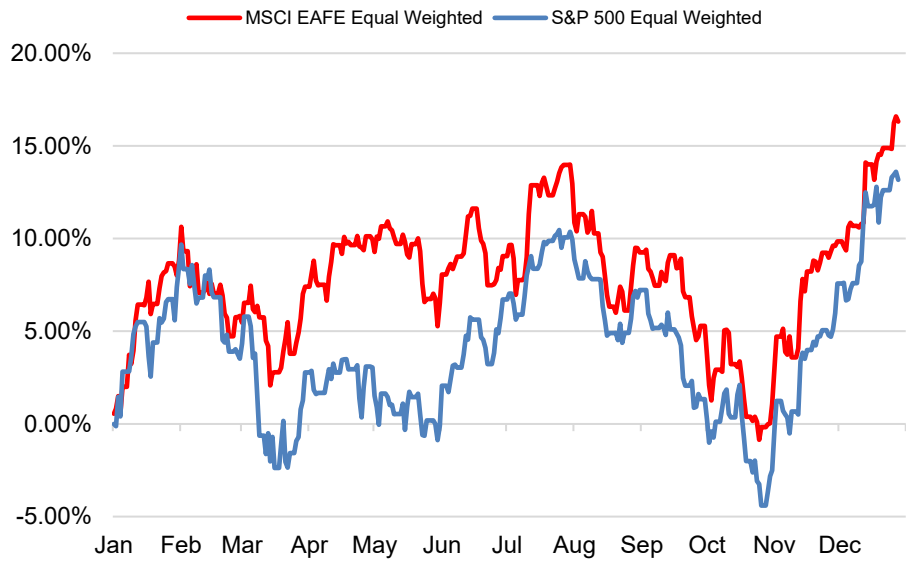
Source: Russell Investment Group, MSCI, Dow Jones, FactSet, Bloomberg, ACG

Europe Continues to Lag - Mostly Due to Fundamentals

Quarterly Corporate Margins
(% by Region)



Equal Weight Index Return Comparison



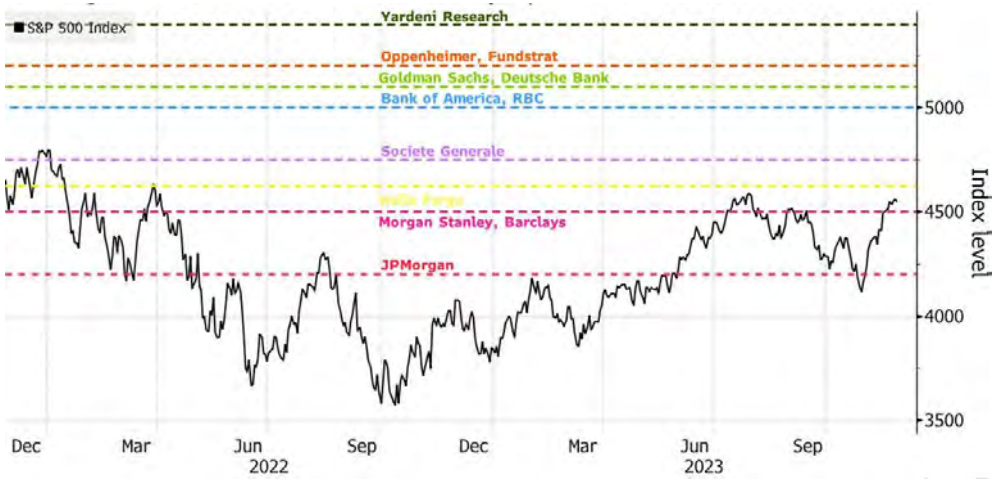
- After a global dip during the pandemic, the U.S., Japan and Emerging Markets showed slight margin improvements during Q3 2023. Estimates for future earnings for European companies was adjusted down by financial analysts as a result of Q3 disappointments. The potential positive for investors in international stocks is that with future guidance recently reduced, bad news around earnings is "baked in" to current prices and leaves room for future upside surprise

- While traditional market capitalization indexes such as the S&P 500 and MSCI EAFE indexes show strong U.S. outperformance, if the indexes are adjusted to be equally weighted (giving each stock in the index equal representation), one sees a much different picture. Looking at calendar year 2023, the MSCI EAFE Index equal weight index was up +16% vs. +13% for the equally weighted S&P 500 Index. Cap-weighted, this comparison is +18% for MSCI EAFE vs. +26% for the S&P 500 in 2023

Source: Citigroup, MSCI, I/B/E/S, ACG

Where Do Equities Go From Here?

S&P 500 Targets By Firm
(Year End 2024 Target Level)



S&P 500 Percent Declines and Probabilities
(1928-2023)

S&P 500 Intra-Year Decline	% of Years	Happens Every ___
-1%	100%	Year
-5%	94%	1.1 Years
-10%	63%	1.6 Years
-15%	40%	2.5 Years
-20%	26%	4 Years
-30%	21%	5 Years
-40%	11%	9 Years

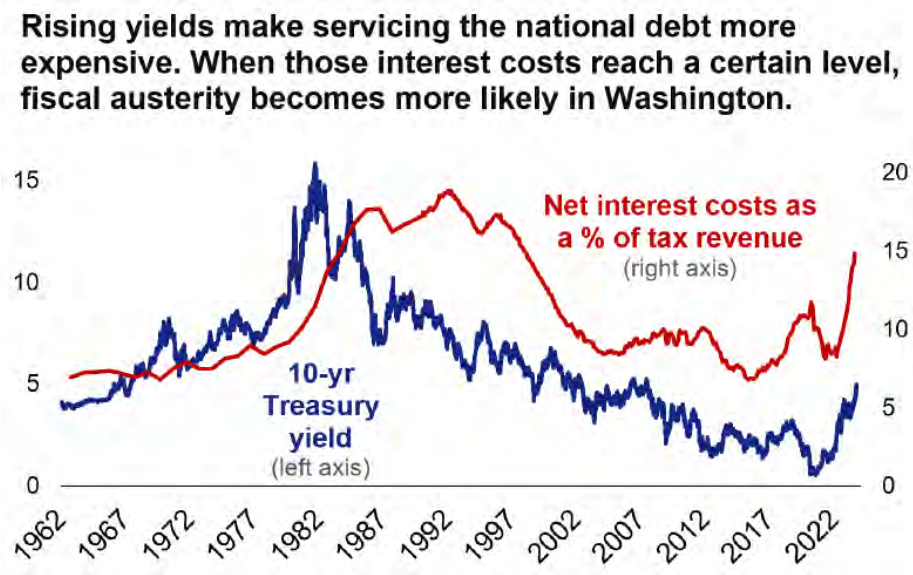
- With continued uncertainty around future Federal Reserve policy and the potential for a recession, forecasts for the S&P 500 are wide-ranging. The chart above looks at recent Wall Street strategists' forecasts for the level of the S&P 500 at year end 2024. The ten forecasts in the chart range from over 5,000 on the high side to 4,200 on the low side. With the strong rally to end 2023, many have been forced to revisit their forecasts. For reference, the consensus year-end target for 2023 was just over 4,000

- During 2022, and even at times during 2023, equity markets experienced declines that felt gut wrenching. Those types of declines, however, are almost commonplace when you review long-term equity market history. For example, in 63% of all calendar years there is peak-to-trough decline of at least 10%. In 26% of all calendar years there is a decline of at least 20%. Even a 40% decline happens every nine years on average

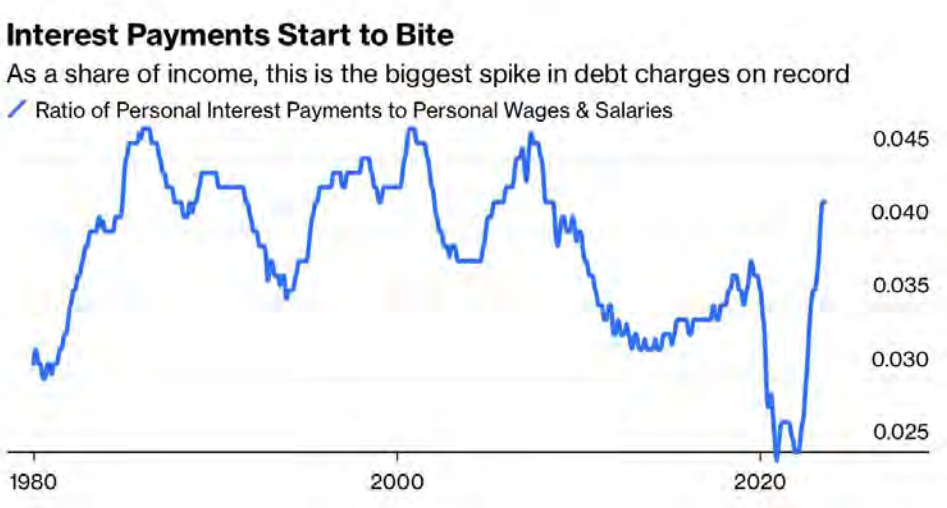
Source: Bloomberg, ACG

Risks: Higher Interest Rates Force Austerity

Yields and Net Interest Costs
(10-Year Treasury vs. U.S. Government Net Interest Costs)



Personal Interest Payments as % of Wages
(Ratio)



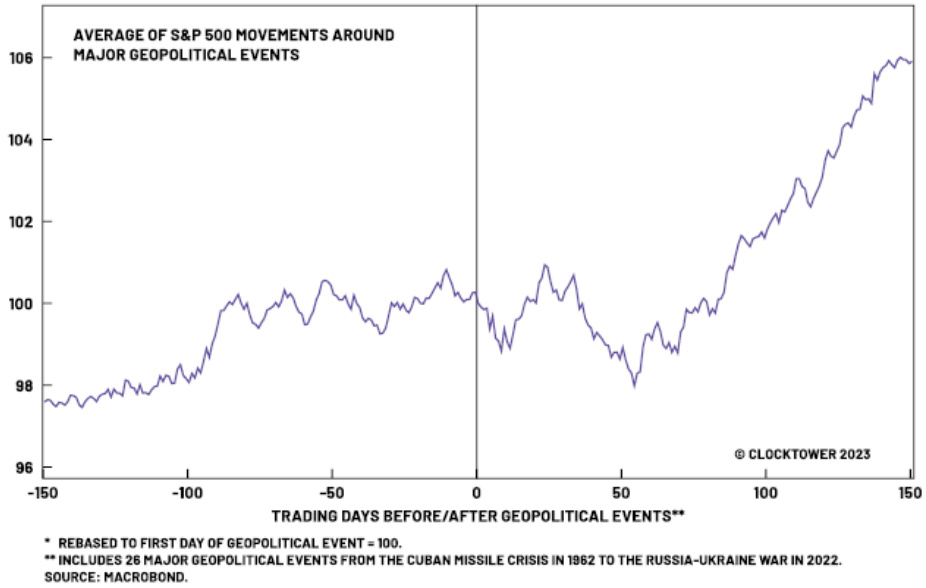
- For the last twenty or so years, falling rates allowed the U.S. government to benefit from lower interest costs. More recently, rising interest rates and rising Treasury yields caused this calculation to change considerably. For example, net interest costs as a percent of tax revenue went from under 10% to near 15% currently

- Similarly, personal income is also being negatively impacted by higher rates. The ratio of personal interest payments to personal wages & salaries spiked during 2023. While some of this spike is due to the ending of pandemic era policies (temporary pauses on student debt payments, for example), higher financing costs (mortgages, auto loans, credit card rates, etc.) are mostly to blame

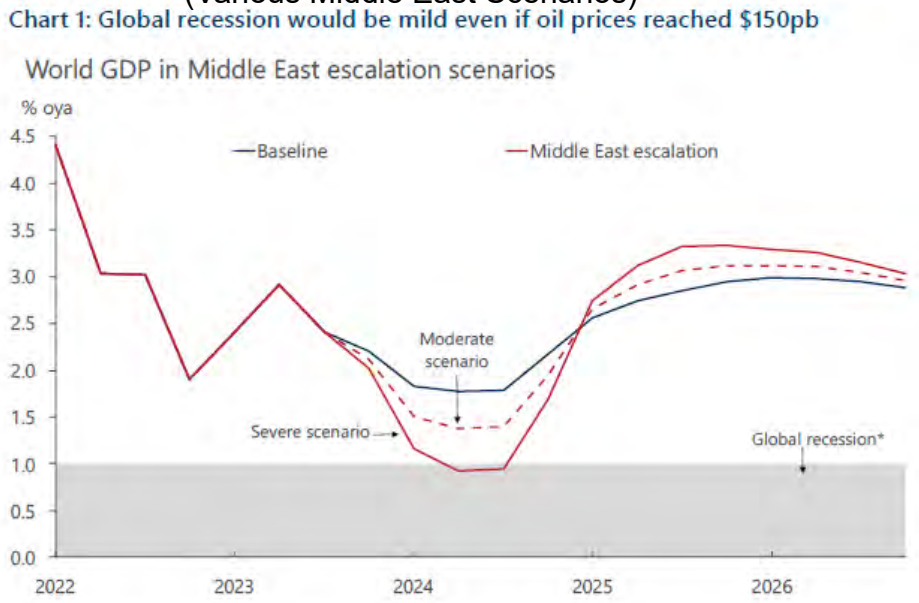
Source: Bloomberg, Bureau of Economic Analysis, Bureau of Labor Statistics, ACG

Risks: Geopolitics

S&P 500 Returns Around Geopolitical Events
(Major Geopolitical Events 1962-2022)



Global GDP Estimates
(Various Middle East Scenarios)



*Source: Oxford Economics/Haver Analytics *Global GDP growth below population growth.*

- Looking back at market history from the Cuban Missile Crisis in 1962 to the Russian invasion of Ukraine in 2022, the above chart looks at short-term equity market returns around such geopolitical events. As one can see, on average, equity markets react to such events in the first two months and then quickly look past those events and revert to their long-term pattern of going up over time by focusing on fundamentals like earnings and economic growth

- One big risk in geopolitics is the risk of an event spiraling into a larger issue. In the case of the current Israeli / Hamas conflict, this is very much the case. One key risk in any escalation is the potential effect a wider conflict would have on the price of oil. Estimates of the effect to global GDP growth is a negative 1% drag in the worst-case scenario – a scenario where they model oil prices shooting up to $150 per barrel

Source: MacroBond, Haver Analytics, Oxford Economics, ACG

Appendix: Charlie Munger's Passing



1924-2023

Famous quotes attributable to Charlie Munger

- "If I can be optimistic when I'm nearly dead, surely the rest of you can handle a little inflation"
- "Lifelong learning is paramount to long-term success."
- "The best thing a human being can do is to help another human being know more."
- "Three things ruin people: drugs, liquor and leverage."
- "You'll do better if you have passion for something in which you have aptitude. If Warren Buffett had gone into ballet, no one would have heard of him."
- "It's so simple. You spend less than you earn. Invest shrewdly, and avoid toxic people and toxic activities, and try and keep learning all your life, etcetera etcetera. And do a lot of deferred gratification because you prefer life that way. And if you do all those things you are almost certain to succeed. And if you don't, you're gonna need a lot of luck."
- "The world is not driven by greed. It's driven by envy. I have conquered envy in my own life. I don't envy anybody. I don't give a damn what someone else has. But other people are driven crazy by it."
- "I constantly see people rise in life who are not the smartest, sometimes not even the most diligent, but they are learning machines. They go to bed every night a little wiser than when they got up and boy does that help—particularly when you have a long run ahead of you."
- "The best armor of old age is a well spent life preceding it."

Note: Charlie Munger was an American businessman, investor, and philanthropist. He was vice chairman of Berkshire Hathaway, the conglomerate controlled by Warren Buffett; Buffett described Munger as his closest partner and right-hand man (Wikipedia).
Source: ACG

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This report is based on transaction records, portfolio valuations, and performance supplied by the client, the custodian, the investment manager, and investment databases including Bloomberg and Morningstar. Due to the timeliness of this report performance information may be preliminary and therefore subject to audit. This report is complete and accurate to the best of our knowledge.

We urge you to take a moment to compare the account balances contained in this report to those balances reflected on the statements that you receive directly from your account's custodian. Please contact us or the account custodian with any questions you may have. Also, please notify us promptly if you do not receive statements on all accounts from the custodian on at least a quarterly basis.

INDEX DESCRIPTIONS

Asset class and reference benchmarks:

ASSET CLASS	BENCHMARK
U.S. Equity	Russell 3000 TR
Non-U.S. Equity	MSCI ACWI ex US NR
U.S. Fixed Income	Bloomberg Barclays U.S. Aggregate Bond TR
Global Real Estate (prior to 2008)	NASDAQ Global Real Estate NR
Global Real Estate (2008-present)	FTSE EPRA/NAREIT Global Real Estate NR
Commodities	Bloomberg Commodity TR USD
Cash & Cash Alternatives	Citi Treasury Bill 3 Mon USD

Alerian MLP: The Alerian MLP Index is the leading gauge of large- and mid-cap energy Master Limited Partnerships (MLPs). The float-adjusted, capitalization- weighted index, which includes 50 prominent companies and captures approximately 75% of available market capitalization, is disseminated real-time on a price-return basis (AMZ) and on a total-return basis (AMZX).

Bloomberg 10-Year U.S. Treasuries: Measures the performance of U.S. Treasury securities that have a remaining maturity of 10 years.

Bloomberg U.S. Aggregate Index: Represents securities that are SEC-registered, taxable, and dollar denominated. The index covers the U.S. investment- grade fixed rate bond market, with index components for government and corporate securities, mortgage pass-through securities, and asset-backed securities.

Bloomberg Global Aggregate ex-U.S. Dollar Bond Index: Tracks an international basket of bonds that currently contains 65% government, 14% corporate, 13% agency and 8% mortgage-related bonds.

Bloomberg High Yield: Covers the universe of fixed-rate, non-investment grade debt. Pay-in-kind (PIK) bonds, Eurobonds, and debt issues from countries designated as emerging markets (e.g., Argentina, Brazil, Venezuela, etc.) are excluded, but Canadian and global bonds (SEC-registered) of issuers in non-EMG countries are included. Original issue zeroes, step-up coupon structures and 144-As are also included.

Bloomberg U.S. Corporate High Yield: Composed of fixed-rate, publicly issued, non-investment grade debt.

The Dow Jones Industrial Average is an unmanaged index of 30 widely held securities.

Dow Jones U.S. Total Stock Market Index, which comprises all U.S. equity securities with readily available prices.

FTSE 3-Month Treasury-Bill Index: This is an unmanaged index of three-month Treasury bills.

FTSE EPRA/NAREIT Global Real Estate Index: Designed to represent general trends in eligible listed real estate stocks worldwide. Relevant real estate activities are defined as the ownership, trading and development of income producing real estate.

INDEX DESCRIPTIONS

Gross Domestic Product (GDP) is the annual market value of all goods and services produced domestically by the US.

Morningstar US Equity-Market Neutral: These funds attempt to reduce systematic risk created by factors such as exposures to sectors, market-cap ranges, investment styles, currencies, and/or countries. They try to achieve this by matching short positions within each area against long positions. These strategies are often managed as beta-neutral, dollar-neutral, or sector-neutral. A distinguishing feature of funds in this category is that they typically have low beta exposures (less than 0.3 in absolute value) to equity market indexes such as the MSCI World. In attempting to reduce systematic risk, these funds put the emphasis on issue selection, with profits dependent on their ability to sell short and buy long the correct securities.

Morningstar US Event Driven : These funds attempt to profit from price changes related to a variety of corporate actions, including bankruptcy, emergence from bankruptcy, divestitures, stock buybacks, dividend issuance, major shifts in corporate strategy, and other atypical events. Many of these funds undertake activist techniques to spur further corporate changes at the underlying companies.

Morningstar US Long-Short Equity: These funds primarily take long and short positions in U.S. equities. These funds follow a strategy in which at least 75% of the fund's gross exposure is in equities, and 75% of equities exposure is in U.S. equities. The fund may also include some derivative instruments. These funds tend to have betas of 0.3 and higher relative to broad U.S. indexes like the S&P 500 and DJ Wilshire 5000.

Morningstar US Macro Trading: These funds base investment decisions on an assessment of the broad macroeconomic environment. They look for investment opportunities by studying such factors as the global economy, government policies, interest rates, inflation, and market trends. As opportunists, these funds are not restricted by asset class and may invest across such disparate assets as global equities, bonds, currencies, derivatives, and commodities. These funds primarily invest through derivatives markets. They typically make discretionary trading decisions rather than using a systematic strategy. At least 60% of the funds' exposure is obtained through derivatives.

Morningstar US Multistrategy: These funds offer investors exposure to several different hedge fund investment tactics. In most of these cases, all of the assets are managed in-house at the hedge fund, but the assets may be divided between multiple portfolio managers, each of whom focuses on a different strategy. This is not to be confused with a fund of funds, which uses external portfolio managers and strategies, as well as second layer of management and performance fees. An investor’s exposure to different tactics may change slightly over time in response to market movements.

MSCI All Country World Index Ex-U.S Index.: A market-capitalization-weighted index maintained by Morgan Stanley Capital International (MSCI) and designed to provide a broad measure of stock performance throughout the world, with the exception of U.S.-based companies. It includes both developed and emerging markets.

MSCI EAFE Index (Europe, Australasia, Far East): A free-float adjusted market capitalization index that is designed to measure developed market equity performance, excluding the United States and Canada. The EAFE consists of the country indices of 21 developed nations.

MSCI EAFE Growth Index: Represents approximately 50% of the free-float adjusted market capitalization of the MSCI EAFE index, and consists of those securities classified by MSCI as most representing the growth style.

MSCI EAFE Small-Cap Index: An unmanaged, market-weighted index of small companies in developed markets, excluding the U.S. and Canada.

MSCI EAFE Value: Represents approximately 50% of the free-float adjusted market capitalization of the MSCI EAFE index, and consists of those securities classified by MSCI as most representing the value style.

MSCI Emerging Markets Index: Designed to measure equity market performance in 25 emerging market indexes. The three largest industries are materials, energy and banks.

The NASDAQ Composite Index is an unmanaged index of all stocks traded on the NASDAQ over-the-counter market.

Russell 1000 Index: Measures the performance of the 1,000 largest companies in the Russell 3000 Index, which represents approximately 90% of the investible U.S. equity market.

Russell 1000 Value Index: Measures the performance of those Russell 1000 companies with lower price-to-book ratios and lower forecasted growth values.

INDEX DESCRIPTIONS

Russell 1000 Growth Index: Measures the performance of those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values.

Russell Mid-Cap Index: Measures the performance of the 800 smallest companies of the Russell 1000 Index, which represent approximately 30% of the total market capitalization of the Russell 1000 Index.

Russell Mid-Cap Value Index: Measures the performance of those Russell Mid-cap companies with lower price-to-book ratios and lower forecasted growth values.

Russell Mid-Cap Growth Index: Measures the performance of those Russell Mid-cap companies with higher price-to-book ratios and higher forecasted growth values.

Russell 2000 Index: Measures the performance of the 2,000 smallest companies in the Russell 3000 Index, which represent approximately 8% of the total market capitalization of the Russell 3000 Index.

Russell 2000 Value Index: Measures the performance of those Russell 2000 companies with lower price-to-book ratios and lower forecasted growth values.

Russell 2000 Growth Index: Measures the performance of those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth values.

Russell 3000 Index: Measures the performance of the 3,000 largest U.S. companies based on total market capitalization, which represents approximately 98% of the investable U.S. equity market.

Standard & Poor's 500 (S&P 500): Measures changes in stock market conditions based on the average performance of 500 widely held common stocks. Represents approximately 68% of the investable U.S. equity market.

Wilshire Liquid Alternative Index: The Wilshire Liquid Alternative Index℠ measures the collective performance of the five Wilshire Liquid Alternative strategies that make up the Wilshire Liquid Alternative Universe. The Wilshire Liquid Alternative Index (WLIQA) is designed to provide a broad measure of the liquid alternative market by combining the performance of the Wilshire Liquid Alternative Equity Hedge Index℠ (WLIQAEH), Wilshire Liquid Alternative Global Macro Index℠ (WLIQAGM), Wilshire Liquid Alternative Relative Value Index℠ (WLIQARV), Wilshire Liquid Alternative Multi-Strategy Index℠ (WLIQAMS), and Wilshire Liquid Alternative Event Driven Index℠ (WLIQAED).

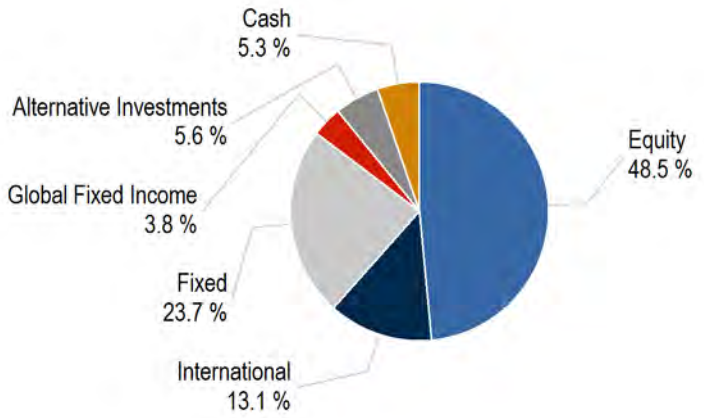
Total Composite

As of February 29, 2024

Fiscal Year End: August

Current Allocation

Equity	$44,607,096	48.45%
International	$12,048,959	13.09%
Fixed	$21,861,899	23.75%
Global Fixed Income	$3,532,736	3.84%
Alternative Investments	$5,173,910	5.62%
Cash	$4,835,538	5.25%
Total	**$92,060,139**	**100.00%**



*Equity market value contains transactional cash and accrued income held at Markston International

*Fixed market value contains transactional cash and accrued income held at Smith Graham

Cash Flows

	Last Month	Last Three Months	Year-To-Date
Beginning Market Value	**$90,301,253**	**$86,641,587**	**$89,891,449**
Net Cash Flow	-$229,784	-$96,281	-$94,841
Net Investment Change	$1,988,670	$5,514,833	$2,263,530
Income	$144,956	$906,111	$313,473
Ending Market Value	**$92,060,139**	**$92,060,139**	**$92,060,139**

Performance Summary

	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	15 Yrs (%)
Total Composite	**2.19**	**6.30**	**2.48**	**7.92**	**15.55**	**4.87**	**9.07**	**8.00**	**10.63**
Balanced Index	2.80	7.01	3.04	8.41	16.38	--	--	--	--
Total Fund Policy Index	3.49	8.96	4.36	10.42	21.02	6.56	10.42	9.16	12.10
Spliced Fixed Income Index	-0.99	1.51	-0.79	2.62	4.38	-1.69	1.47	1.89	2.96
Russell 3000	5.41	12.23	6.58	13.76	28.60	9.90	13.94	12.03	15.84

Total Composite

As of February 29, 2024

	Current Balance	Current Allocation	Policy Range	Within IPS Range?
US Equity	$44,607,096	48.45%	25.00% - 75.00%	Yes
DCM (Markston - All Cap Equity)	$29,310,894	31.84%		
iShares Total U.S. Stock Market	$15,296,202	16.62%		
Non-US Equity	$12,048,959	13.09%	0.00% - 25.00%	Yes
Harding Loevner Intl	$8,070,933	8.77%		
Delaware Emerging Markets Instl	$3,978,026	4.32%		
US Fixed Income	$21,861,899	23.75%	15.00% - 75.00%	Yes
Loop (Smith Graham)	$17,527,641	19.04%		
Shenkman Short Duration High Income	$4,334,258	4.71%		
Non-US Fixed Income	$3,532,736	3.84%	0.00% - 25.00%	Yes
Brandywine Global Opp Bd	$3,532,736	3.84%		
Alternatives	$5,173,910	5.62%	0.00% - 15.00%	Yes
Golub Capital Partners 14	$1,394,133	1.51%		
Magnitude International	$3,779,777	4.11%		
Cash	$4,835,538	5.25%	0.00% - 5.00%	No
Cash	$4,835,538	5.25%		
Total	**$92,060,139**	**100.00%**		

*Markston International holds transactional cash and accrued income

Total Composite

As of February 29, 2024

Fiscal Year End: August

	Manager Status	Market Value ($)	% of Portfolio	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Total Composite		**92,060,139**	**100.00**	**2.19**	**6.30**	**2.48**	**7.92**	**15.55**	**4.87**	**9.07**	**8.00**	**7.88**	**Oct-94**
Balanced Index				2.80	7.01	3.04	8.41	16.38	--	--	--	--	Oct-94
Equity Composite		**56,656,055**	**61.54**	**3.94**	**9.34**	**4.37**	**11.43**	**22.59**	**7.62**	**11.96**	**10.38**	**8.90**	**Oct-94**
Equity Balanced Index				4.95	10.80	5.36	12.26	24.58	9.10	13.44	11.78	10.37	Oct-94
DCM (Markston - All Cap Equity)	Caution	29,310,894	31.84	2.95	9.19	4.68	10.95	24.21	7.64	12.04	11.06	9.15	Feb-07
Russell 3000				5.41	12.23	6.58	13.76	28.60	9.90	13.94	12.03	9.64	Feb-07
iShares Total U.S. Stock Market		15,296,202	16.62	5.41	12.24	6.56	13.75	28.63	9.95	14.32	--	13.48	Sep-15
Russell 3000				5.41	12.23	6.58	13.76	28.60	9.90	13.94	12.03	13.26	Sep-15
Harding Loevner Intl		8,070,933	8.77	3.03	5.10	-0.42	7.85	9.43	--	--	--	0.46	Mar-22
MSCI ACWI ex USA				2.53	6.61	1.51	7.90	12.51	1.32	5.44	3.96	1.99	Mar-22
Delaware Emerging Markets Instl		3,978,026	4.32	7.75	8.72	4.16	13.99	18.99	--	--	--	-0.29	Mar-22
MSCI Emerging Markets				4.76	3.80	-0.11	4.93	8.73	-6.30	1.89	3.01	-2.78	Mar-22
Fixed Income Composite		**25,394,635**	**27.58**	**-0.80**	**1.92**	**-0.97**	**2.95**	**4.94**	**-1.34**	**1.69**	**1.88**	**3.30**	**Jun-05**
Fixed Income Balanced Index				-0.91	1.47	-0.91	2.55	4.23	-2.02	1.27	1.79	3.14	Jun-05
Bloomberg US Aggregate TR				-1.41	2.08	-1.68	2.35	3.33	-3.16	0.56	1.43	2.95	Jun-05
Loop (Smith Graham)		17,527,641	19.04	-0.82	1.87	-0.49	2.97	4.73	-1.19	1.78	1.92	3.32	Jun-05
Spliced Fixed Income Index				-0.99	1.51	-0.79	2.62	4.38	-1.69	1.47	1.89	3.20	Jun-05
Shenkman Short Duration High Income		4,334,258	4.71	0.25	2.11	0.50	4.10	7.81	--	--	--	4.10	Mar-22
Bloomberg US Credit 1-3 Yr TR				-0.23	1.51	0.22	3.13	5.23	0.56	1.88	1.72	2.36	Mar-22
Brandywine Global Opp Bd		3,532,736	3.84	-1.98	1.95	-4.92	1.48	2.66	--	--	--	-6.37	Mar-22
FTSE WGBI TR				-1.30	1.24	-2.83	1.61	2.46	-6.91	-2.04	-0.87	-5.28	Mar-22
Alternatives Composite		**5,173,910**	**5.62**	**0.64**	**2.07**	**2.03**	**4.94**	**9.63**	**--**	**--**	**--**	**8.52**	**Mar-22**
Alternatives Balanced Index				0.80	1.13	0.39	3.41	6.16	--	--	--	4.27	Mar-22
Golub Capital Partners 14	1.6mm Committed	1,394,133	1.51	0.00	0.00	0.00	3.45	8.64	--	--	--	6.88	Mar-22
Cliffwater Direct Lending Index				0.00	0.00	0.00	3.17	8.92	9.30	8.46	8.52	6.96	Mar-22
Magnitude International		3,779,777	4.11	0.88	2.87	2.81	5.55	10.03	--	--	--	9.08	Mar-22
Hedge Fund Conservative				1.09	1.55	0.52	3.55	5.20	3.79	4.85	3.38	3.41	Mar-22
Cash Composite		**4,835,538**	**5.25**										
Cash		4,835,538	5.25										

Total Composite

As of February 29, 2024

Fiscal Year End: August

	Manager Status	Market Value ($)	% of Portfolio	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date

- Balanced Index = Weighted Average of Russell 3000 / MSCI ACWI ex USA / MSCI Emerging Markets / Spliced Fixed Income Index / Bloomberg US Credit 1-3 Yr TR / FTSE WGBI TR / Cliffwater Direct Lending Index / Hedge Fund Conservative / FTSE T-Bill 1 Month TR

- Equity Balanced Index = Weighted Average of Russell 3000 / MSCI Emerging Markets / MSCI ACWI ex USA

- Fixed Income Balanced Index = Weighted Average of Spliced Fixed Income Index / FTSE WGBI TR / Bloomberg US Credit 1-3 Yr TR

- Spliced Fixed Income Index = Bloomberg US Govt/Credit Int TR

- Alternatives Balanced Index = Weighted Average of Cliffwater Direct Lending Index / Hedge Fund Conservative

- Cliffwater Direct Lending Index = Cliffwater Direct Lending Index

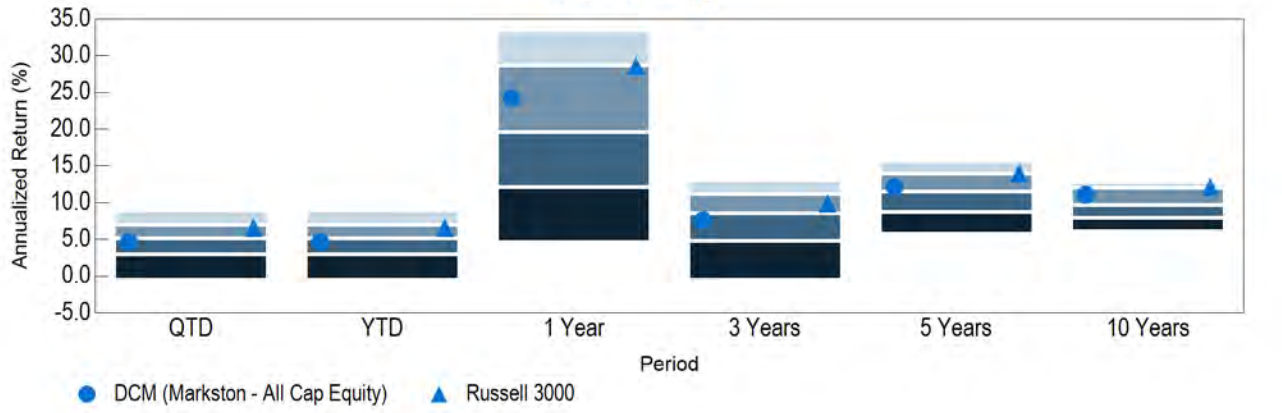
- Hedge Fund Conservative = Credit Suisse Equity Market Neutral USD 33.3% / Credit Suisse Convertible Arbitrage USD 33.3% / Credit Suisse Merg Arbtrg Liquid TR USD 33.3%

DCM (Markston - All Cap Equity)

As of February 29, 2024

Universe Name:	All Cap Blend MStar MF
# of Observations:	628 (2/29/2024)

Return Summary



	QTD (%)	Rank	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
DCM (Markston - All Cap Equity)	4.68	55	9.19	89	4.68	55	24.21	40	7.64	56	12.04	47	11.06	37
Russell 3000	6.58	35	12.23	46	6.58	35	28.60	27	9.90	39	13.94	27	12.03	25
Over/Under	-1.90		-3.04		-1.90		-4.39		-2.26		-1.90		-0.97	

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
DCM (Markston - All Cap Equity)	23.18	-19.30	23.94	15.77	31.90	-4.77	21.88	12.95	-1.08	11.38
Russell 3000	25.96	-19.21	25.66	20.89	31.02	-5.24	21.13	12.73	0.48	12.56
Over/Under	-2.78	-0.09	-1.72	-5.12	0.88	0.47	0.75	0.22	-1.56	-1.18

5 Years Statistics Summary

	Anlzd Std Dev	Anlzd Alpha	Beta	Up Mkt Cap Ratio	Down Mkt Cap Ratio	Sharpe Ratio	Tracking Error	Info Ratio
DCM (Markston - All Cap Equity)	19.10%	-1.73%	0.99	95.70%	102.62%	0.53	3.97%	-0.48
Russell 3000	18.91%	0.00%	1.00	100.00%	100.00%	0.63	0.00%	--

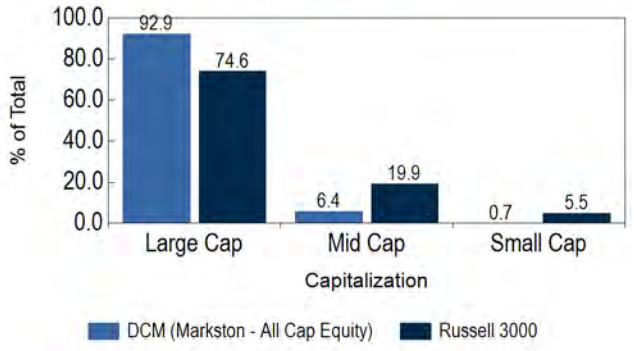
Equity Characteristics

Characteristics	DCM (Markston - All Cap Equity)	Russell 3000
Weighted Avg. Market Cap. ($B)	870.21	695.03
Median Market Cap ($B)	118.75	2.60
P/E Ratio	20.86	24.43
Yield	1.47	1.42
EPS Growth - 5 Yrs.	12.36	13.49
Price to Book	3.52	4.24
Market Value ($M)	29.31	--
Number Of Holdings	68	2947

Sector Allocation

GICS Sector	Portfolio Weight	Index Weight
Energy	4.62%	3.73%
Materials	0.51%	2.72%
Industrials	10.77%	9.78%
Consumer Discretionary	6.28%	10.70%
Consumer Staples	2.01%	5.86%
Health Care	7.97%	12.71%
Financials	17.72%	13.65%
Information Technology	23.28%	27.51%
Communication Services	26.03%	8.07%

Market Capitalization

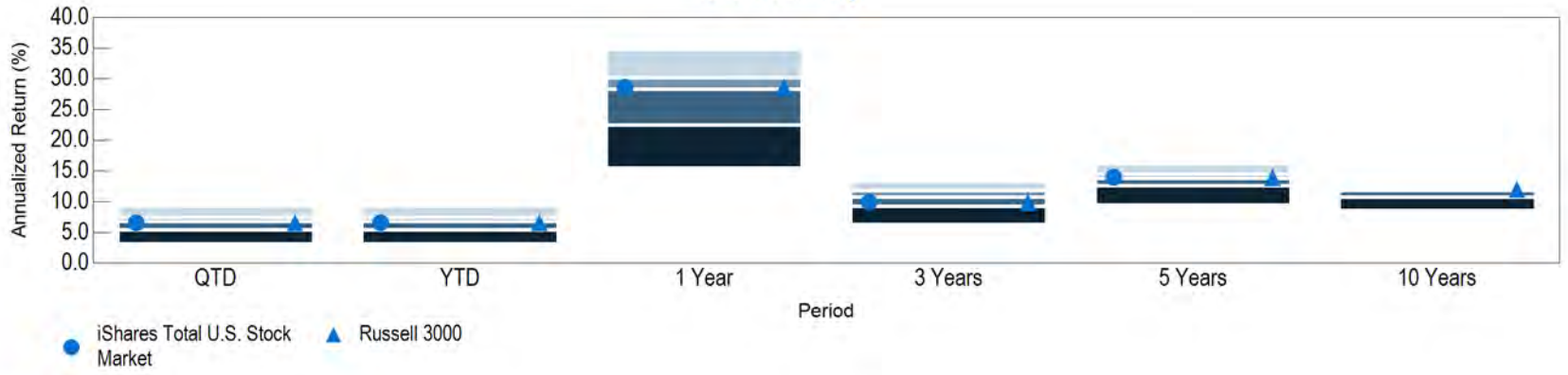


iShares Total U.S. Stock Market

As of February 29, 2024

Universe Name:	Large Blend MStar MF
# of Observations:	343 (2/29/2024)

Return Summary



	QTD (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
iShares Total U.S. Stock Market	6.56	59	6.56	59	28.63	47	9.95	67	14.32	36	--	--
Russell 3000	6.58	57	6.58	57	28.60	48	9.90	68	13.94	48	12.03	43
Over/Under	-0.02		-0.02		0.03		0.05		0.38			

	QTD (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
iShares Total U.S. Stock Market	6.56	59	6.56	59	28.63	47	9.95	67	14.32	36	--	--
Russell 3000	6.58	57	6.58	57	28.60	48	9.90	68	13.94	48	12.03	43
Over/Under	-0.02		-0.02		0.03		0.05		0.38			

5 Years Statistics Summary

	Anlzd Std Dev	Anlzd Alpha	Beta	Up Mkt Cap Ratio	Down Mkt Cap Ratio	Sharpe Ratio	Tracking Error	Info Ratio
iShares Total U.S. Stock Market	18.90%	0.39%	1.00	101.56%	99.79%	0.65	0.71%	0.53
Russell 3000	18.91%	0.00%	1.00	100.00%	100.00%	0.63	0.00%	--

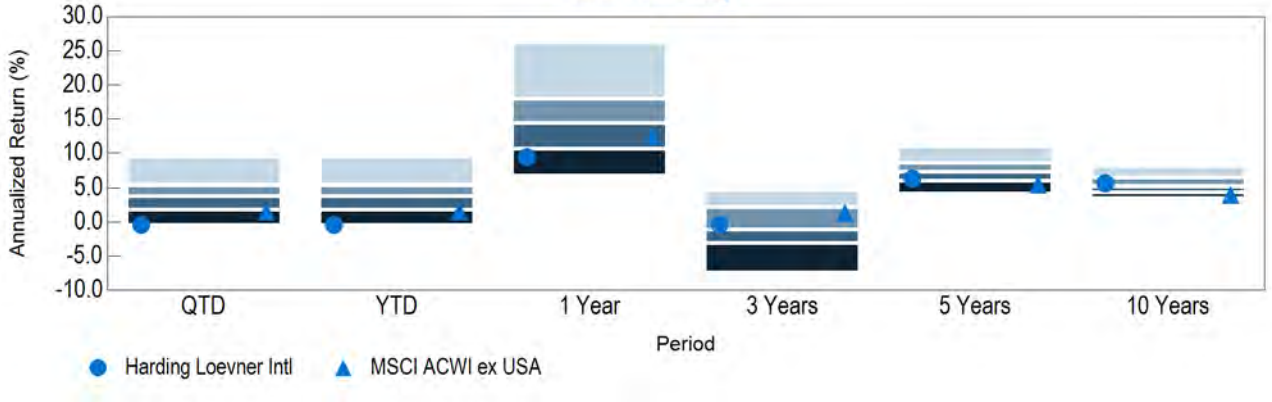
Harding Loevner Intl

As of February 29, 2024

Description:

The investment seeks long-term capital appreciation.
The fund invests in companies based in developed markets outside the U.S. as well as in companies in emerging and frontier markets. It normally invests at least 80% of its net assets (plus any borrowings for investment purposes) in common stocks, preferred stocks, rights and warrants issued by companies that are based outside the United States, securities convertible into such securities (including Depositary Receipts), and investment companies that invest in the types of securities in which the Portfolio would normally invest. The fund normally holds investments across at least 15 countries.

Return Summary



	QTD (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
Harding Loevner Intl	-0.42	95	-0.42	95	9.43	92	-0.39	49	6.30	69	5.64	42
MSCI ACWI ex USA	1.51	80	1.51	80	12.51	66	1.32	33	5.44	80	3.96	89
Over/Under	-1.93		-1.93		-3.08		-1.71		0.86		1.68	

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Harding Loevner Intl	15.06	-20.23	8.51	20.33	25.23	-13.96	29.90	5.30	-1.62	-1.61
MSCI ACWI ex USA	15.62	-16.00	7.82	10.65	21.51	-14.20	27.19	4.50	-5.66	-3.87
Over/Under	-0.56	-4.23	0.69	9.68	3.72	0.24	2.71	0.80	4.04	2.26

5 Years Statistics Summary

	Anlzd Std Dev	Anlzd Alpha	Beta	Up Mkt Cap Ratio	Down Mkt Cap Ratio	Sharpe Ratio	Tracking Error	Info Ratio
Harding Loevner Intl	18.57%	0.79%	1.01	113.28%	102.67%	0.23	5.35%	0.16
MSCI ACWI ex USA	17.55%	0.00%	1.00	100.00%	100.00%	0.20	0.00%	--

Universe Name:	Foreign Large Growth MStar MF
# of Observations:	99 (2/29/2024)

Fund Information as of 12/31/23

Fund Name	HARDING LOEVNER INTERNATIONAL EQ INSTL
Ticker	HLMIX
Morningstar Category	Foreign Large Growth
Benchmark	MSCI ACWI ex USA
Expense Ratio	0.79%
Fund Assets ($mm)	11,960.36
Share Class Inception Date	5/11/1994
Manager Tenure	19

Top Holdings as of 12/31/23

SAMSUNG ELECTRONICS CO LTD DR	3.87%
CHUGAI PHARMACEUTICAL CO LTD	3.55%
TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD ADR	3.54%
NORTHERN INSTITUTIONAL TREASURY PREMIER	3.51%
INFINEON TECHNOLOGIES AG	3.31%
DBS GROUP HOLDINGS LTD	2.79%
FOMENTO ECONOMICO MEXICANO SAB DE CV ADR	2.76%
ALLIANZ SE	2.70%
L'OREAL SA	2.69%
SKANDINAVISKA ENSKILDA BANKEN AB CLASS A	2.67%

Sector Allocation as of 12/31/23

BASIC MATERIALS	9.45%
COMMUNICATION SERVICES	2.39%
CONSUMER CYCLICAL	3.96%
CONSUMER DEFENSIVE	9.97%
ENERGY	2.18%
FINANCIAL SERVICES	20.91%
HEALTHCARE	15.50%
INDUSTRIALS	14.42%
REAL ESTATE	0.00%
TECHNOLOGY	20.52%
UTILITIES	0.69%

Delaware Emerging Markets

As of February 29, 2024

Description:

The investment seeks long-term capital appreciation.
The fund invests primarily in a broad range of equity securities of companies located in emerging market countries. Emerging market countries include those currently considered to be developing by the World Bank, the United Nations, or the countries' governments. These countries typically are located in the Asia-Pacific region, Eastern Europe, the Middle East, Central America, South America, and Africa. Under normal circumstances, at least 80% of the fund's net assets, plus any borrowings for investment purposes, will be invested in emerging market issuers (80% policy).

Return Summary



	QTD (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
Delaware Emerging Markets	4.16	6	4.16	6	18.99	15	-6.83	55	4.03	33	4.27	27
MSCI Emerging Markets	-0.11	64	-0.11	64	8.73	58	-6.30	51	1.89	67	3.01	54
Over/Under	4.27		4.27		10.26		-0.53		2.14		1.26	

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Delaware Emerging Markets	17.59	-28.66	-2.06	25.90	24.33	-17.09	41.97	17.89	-13.75	-8.18
MSCI Emerging Markets	9.83	-20.09	-2.54	18.31	18.44	-14.58	37.28	11.19	-14.92	-2.19
Over/Under	7.76	-8.57	0.48	7.59	5.89	-2.51	4.69	6.70	1.17	-5.99

5 Years Statistics Summary

	Anlzd Std Dev	Anlzd Alpha	Beta	Up Mkt Cap Ratio	Down Mkt Cap Ratio	Sharpe Ratio	Tracking Error	Info Ratio
Delaware Emerging Markets	22.28%	1.89%	1.13	132.40%	104.26%	0.09	6.21%	0.34
MSCI Emerging Markets	19.02%	0.00%	1.00	100.00%	100.00%	0.00	0.00%	--

Universe Name:	Diversified Emerging Mkts MStar MF
# of Observations:	218 (2/29/2024)

Fund Information as of 1/31/24

Fund Name	DELAWARE EMERGING MARKETS INSTL
Ticker	DEMIX
Morningstar Category	Diversified Emerging Mkts
Benchmark	MSCI Emerging Markets
Expense Ratio	1.20%
Fund Assets ($mm)	2,503.66
Share Class Inception Date	6/10/1996
Manager Tenure	17

Top Holdings as of 1/31/24

TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD	12.84%
RELIANCE INDUSTRIES LTD	7.46%
SK HYNIX INC	7.23%
SAMSUNG ELECTRONICS CO LTD	5.85%
SK SQUARE	5.65%
MEDIATEK INC	5.62%
RELIANCE INDUSTRIES LTD GDR - 144A	3.35%
KWEICHOW MOUTAI CO LTD CLASS A	3.24%
ALIBABA GROUP HOLDING LTD ADR	2.90%
WULIANGYE YIBIN CO LTD CLASS A	2.56%

Sector Allocation as of 1/31/24

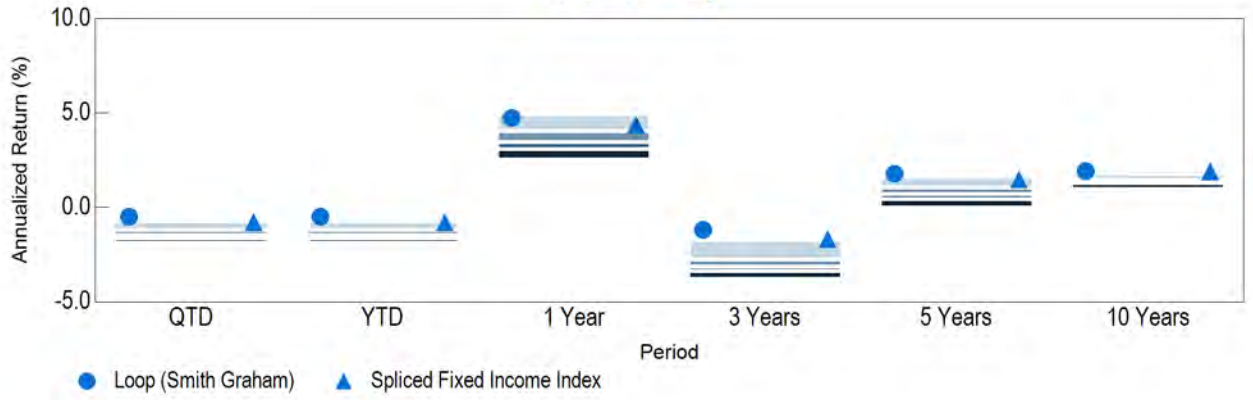
BASIC MATERIALS	5.12%
COMMUNICATION SERVICES	10.86%
CONSUMER CYCLICAL	6.21%
CONSUMER DEFENSIVE	13.21%
ENERGY	12.96%
FINANCIAL SERVICES	5.47%
HEALTHCARE	2.21%
INDUSTRIALS	0.85%
REAL ESTATE	0.35%
TECHNOLOGY	42.57%
UTILITIES	0.20%

Loop (Smith Graham)

As of February 29, 2024

Universe Name:	Intermediate Core Bond MStar MF
# of Observations:	132 (2/29/2024)

Return Summary



	QTD (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
Loop (Smith Graham)	-0.49	2	-0.49	2	4.73	8	-1.19	3	1.78	1	1.92	6
Spliced Fixed Income Index	-0.79	8	-0.79	8	4.38	15	-1.69	5	1.47	8	1.89	7
Over/Under	0.30		0.30		0.35		0.50		0.31		0.03	

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Loop (Smith Graham)	6.04	-8.53	-2.51	7.67	8.88	-0.83	3.42	2.37	0.91	5.39
Spliced Fixed Income Index	5.24	-8.24	-2.96	7.51	8.72	0.01	3.54	2.65	0.55	5.97
Over/Under	0.80	-0.29	0.45	0.16	0.16	-0.84	-0.12	-0.28	0.36	-0.58

5 Years Statistics Summary

	Anlzd Std Dev	Anlzd Alpha	Beta	Up Mkt Cap Ratio	Down Mkt Cap Ratio	Sharpe Ratio	Tracking Error	Info Ratio
Loop (Smith Graham)	4.52%	0.31%	1.00	104.62%	99.40%	-0.04	0.90%	0.34
Spliced Fixed Income Index	4.44%	0.00%	1.00	100.00%	100.00%	-0.11	0.00%	--

Fixed Income Characteristics

	Portfolio Feb-24	Index Feb-24
Fixed Income Characteristics		
Number of Issues	99	6,019
Yield to Maturity	5.03	4.75
Years to Maturity	4.44	4.28
Average Duration	3.82	3.80
Effective Duration	3.76	3.80
Average Mod Duration	3.82	3.80
Average Quality	A	AA
Weighted Average Maturity	4.47	4.28
Maturity Allocation		
<1 Year	18.92	0.01
1-3 Years	18.77	38.99
3-5 Years	14.23	28.67
5-7 Years	17.69	16.62
7-10 Years	23.99	15.46
10-15 Years	0.43	0.01
>30 Years	--	0.01
Credit Quality Allocation		
AAA	2.25	3.41
AA	52.86	66.15
A	13.22	13.27
BBB	21.15	17.02
BB	--	0.16
Not Rated	10.53	--
US Sector Allocation		
UST/Agency	51.43	63.55
Corporate	34.54	31.02
MBS	1.75	--
ABS	4.03	0.08
Foreign	2.22	5.12
Muni	0.06	0.23

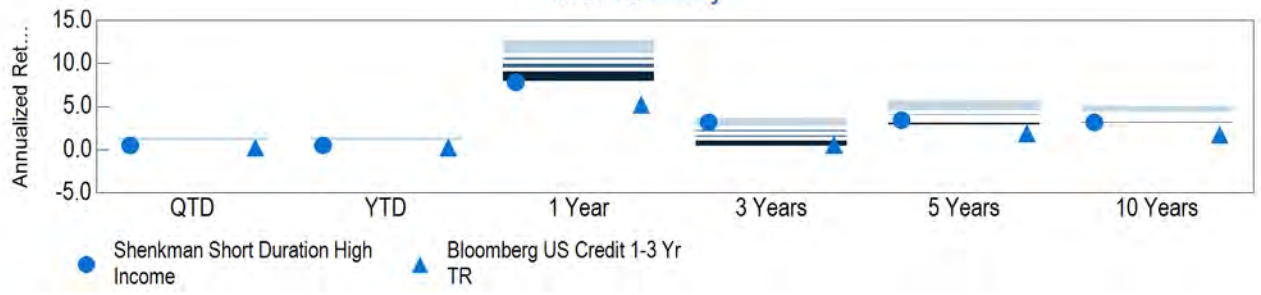
Shenkman Short Duration High Income

As of February 29, 2024

Description:

The investment seeks to generate a high level of current income.
Under normal market conditions, the fund will invest at least 80% of its net assets in fixed income securities, bank loans and other instruments issued by companies that are rated below investment grade. It generally invests in high yield instruments rated CCC or better by S&P or Moody's, but retains the discretion to invest in even lower rated instruments. The fixed income securities, bank loans and other instruments in which the fund invests include traditional corporate bonds, U.S. government obligations and bank loans to corporate borrowers, and may have fixed, floating or variable rates.

Return Summary



	QTD (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
Shenkman Short Duration High Income	0.50	53	0.50	53	7.81	95	3.17	18	3.41	73	3.17	88
Bloomberg US Credit 1-3 Yr TR	0.22	72	0.22	72	5.23	99	0.56	93	1.88	99	1.72	99
Over/Under	0.28		0.28		2.58		2.61		1.53		1.45	

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Shenkman Short Duration High Income	9.23	-2.52	2.85	3.36	7.61	0.85	3.54	5.15	0.87	1.59
Bloomberg US Credit 1-3 Yr TR	5.28	-3.40	-0.18	3.68	5.01	1.64	1.66	2.11	0.85	1.12
Over/Under	3.95	0.88	3.03	-0.32	2.60	-0.79	1.88	3.04	0.02	0.47

5 Years Statistics Summary

	Anlzd Std Dev	Anlzd Alpha	Beta	Up Mkt Cap Ratio	Down Mkt Cap Ratio	Sharpe Ratio	Tracking Error	Info Ratio
Shenkman Short Duration High Income	4.42%	0.77%	1.41	141.61%	97.47%	0.33	3.15%	0.49
Bloomberg US Credit 1-3 Yr TR	2.30%	0.00%	1.00	100.00%	100.00%	-0.03	0.00%	--

Universe Name:	High Yield Bond MStar MF
# of Observations:	179 (2/29/2024)

Fund Information as of 12/31/23

Fund Name	SHENKMAN CAPITAL SHORT DUR HI INC INST
Ticker	SCFIX
Morningstar Category	High Yield Bond
Benchmark	Bloomberg US Credit 1-3 Yr TR
Expense Ratio	0.65%
Fund Assets ($mm)	921.89
Share Class Inception Date	10/31/2012
Manager Tenure	11

Fund Characteristics as of 12/31/23

Sharpe Ratio (3 Year)	0.20
Average Duration	1.25
Average Coupon	5.28%
Average Effective Maturity	2.47
R-Squared (3 Year)	0.50
Alpha (3 Year)	0.20%
Beta (3 Year)	1.36

Credit Quality as of 12/31/23

AAA	5.56%
AA	0.00%
A	0.00%
BBB	8.69%
BB	43.13%
B	33.20%
Below B	4.49%
Not Rated	4.93%

Fixed Income Sectors as of 12/31/23

GOVERNMENT	0.00%
MUNICIPAL	0.00%
CORPORATE	94.44%
SECURITIZED	0.00%
CASH & EQUIVALENTS	5.56%
DERIVATIVE	0.00%

Brandywine Global Opp Bd

As of February 29, 2024

Description:

The investment seeks to maximize total return consisting of income and capital appreciation.
The fund normally invests at least 80% of its net assets in fixed income securities of issuers located in developed market countries. It will invest in both investment grade and below investment grade fixed income securities, and the advisor intends to invest less than 35% of its net assets in below investment grade fixed income securities (commonly known as "high yield debt" or "junk bonds"). The fund may invest up to 25% of its net assets in convertible debt securities. It is non-diversified.

Return Summary



	QTD (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank
Brandywine Global Opp Bd	-4.92	99	-4.92	99	2.66	87	-5.95	68	-0.47	48	0.65	39
FTSE WGBI TR	-2.83	67	-2.83	67	2.46	91	-6.91	89	-2.04	89	-0.87	93
Over/Under	-2.09		-2.09		0.20		0.96		1.57		1.52	

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Brandywine Global Opp Bd	7.22	-15.80	-5.36	12.52	9.14	-4.99	12.72	4.91	-8.63	6.13
FTSE WGBI TR	5.18	-18.26	-6.97	10.11	5.90	-0.84	7.49	1.60	-3.57	-0.48
Over/Under	2.04	2.46	1.61	2.41	3.24	-4.15	5.23	3.31	-5.06	6.61

5 Years Statistics Summary

	Anlzd Std Dev	Anlzd Alpha	Beta	Up Mkt Cap Ratio	Down Mkt Cap Ratio	Sharpe Ratio	Tracking Error	Info Ratio
Brandywine Global Opp Bd	12.40%	2.24%	1.33	177.28%	120.77%	-0.19	7.32%	0.22
FTSE WGBI TR	7.78%	0.00%	1.00	100.00%	100.00%	-0.51	0.00%	--

Universe Name:	Global Bond MStar MF
# of Observations:	38 (2/29/2024)

Fund Information as of 12/31/23

Fund Name	BRANDYWINEGLOBAL GLOBAL OPP BOND I
Ticker	GOBIX
Morningstar Category	Global Bond
Benchmark	FTSE WGBI TR
Expense Ratio	0.67%
Fund Assets ($mm)	661.37
Share Class Inception Date	3/19/2009
Manager Tenure	17

Fund Characteristics as of 12/31/23

Sharpe Ratio (3 Year)	-0.56
Average Duration	8.69
Average Coupon	5.44%
Average Effective Maturity	16.48
R-Squared (3 Year)	0.86
Alpha (3 Year)	0.42%
Beta (3 Year)	1.34

Credit Quality as of 12/31/23

AAA	2.92%
AA	65.07%
A	1.93%
BBB	19.71%
BB	9.28%
B	1.09%
Below B	0.00%
Not Rated	0.00%

Fixed Income Sectors as of 12/31/23

GOVERNMENT	34.10%
MUNICIPAL	0.00%
CORPORATE	3.77%
SECURITIZED	12.96%
CASH & EQUIVALENTS	1.87%
DERIVATIVE	47.30%

Total Composite

As of February 29, 2024

Investment Expense Analysis
As Of 2/29/24

Name	Market Value	% of Portfolio	Expense Ratio	Estimated Expense	Median Expense Ratio	Difference Fund v. Median	Universe
DCM (Markston - All Cap Equity)	$29,310,894	31.8%	0.67%	$196,383	0.75%	-0.08%	All Cap Blend MStar MF
iShares Total U.S. Stock Market	$15,296,202	16.6%	0.02%	$3,059	0.67%	-0.65%	Large Blend MStar MF
Harding Loevner Intl	$8,070,933	8.8%	0.82%	$66,182	0.86%	-0.04%	Foreign Large Growth MStar MF
Delaware Emerging Markets Instl	$3,978,026	4.3%	1.20%	$47,736	1.01%	0.19%	Diversified Emerging Mkts MStar MF
Loop (Smith Graham)	$17,527,641	19.0%	0.25%	$43,819	0.45%	-0.20%	Intermediate Core Bond MStar MF
Shenkman Short Duration High Income	$4,334,258	4.7%	0.65%	$28,173	0.70%	-0.05%	High Yield Bond MStar MF
Brandywine Global Opp Bd	$3,532,736	3.8%	0.67%	$23,669	0.69%	-0.02%	Global Bond MStar MF
Golub Capital Partners 14	$1,394,133	1.5%	1.00%	$13,941			
Magnitude International	$3,779,777	4.1%	1.00%	$37,798			
Cash	$4,835,538	5.3%					
Total	**$92,060,139**	**100.0%**	**0.50%**	**$460,760**			
The Atlanta Consulting Group Fee			0.10%	$92,060			
Total with ACG Fee			**0.60%**	**$552,820**			

Atlanta Consulting Group Fee Schedule:

First $100 Million: 10 basis points
Next $100 Million: 8 basis points
Next $200 Million: 6 basis points
Over $400 Million: 4 basis points

Minimum annual fee of $50,000

Texas Southern University Quarterly Summary of Investments			
	February 29, 2024	February 29, 2024	February 29, 2024
Investment Type	Book Value	Market Value	Gain/Loss
Non Endowment Investments*			
TexStar	714,075.67	714,075.67	-
Consolidated Revenue and Improvement Bonds	2,861,878.30	2,861,878.30	-
Chase-Tuition Revenue Bond 2016	2,061,396.58	2,061,396.58	-
Chase - LaFleur Trust	1,317,556.71	1,317,556.71	-
Chase Debt Service Reserve	1,485,754.35	1,485,754.35	-
Other (Restricted Cash)	7,846.13	7,846.13	-
			-
Total Non Endowment Investments	8,448,507.74	8,448,507.74	-
Endowment Investments**			
Equity Securities**			
U.S. Common Stock	9,829,286.92	25,932,474.97	16,103,188.05
Preferred Stock			
Foreign Stock	1,649,956.95	1,340,435.38	(309,521.57)
Equity Mutual Funds	22,543,462.32	27,565,152.87	5,021,690.55
Total Equity Securities	34,022,706.19	54,838,063.22	20,815,357.03
Other Investments**			
Private Credit	1,230,714.00	1,394,133.00	163,419.00
Hedge Fund	3,200,000.00	3,779,777.28	579,777.28
Unity Bank	111,914.90	111,914.90	-
Total Other Investments	4,542,628.90	5,285,825.18	743,196.28
Debt Investments > 1 Year**			
U.S. Government	6,743,708.87	6,385,167.70	(358,541.17)
U.S. Government Agency	342,473.01	307,345.65	(35,127.36)
Mortgage Pass-Through			
CMOs:			
Foreign Issued Obligations	484,948.40	486,127.10	1,178.70
Municipal Obligations	10,465.00	9,958.30	(506.70)
Corporate Obligations:			
Highly Rated (AAA/AA)	183,601.56	190,296.00	6,694.44
Investment Grade (A/BBB)	6,033,623.06	5,717,356.30	(316,266.76)
NR/High Yield (<BBB)	660,763.70	598,353.58	(62,410.12)
Bond Mutual Funds	8,606,407.00	7,866,994.34	(739,412.66)
Other (list)			
Total Debt Investments > 1 year	23,065,990.60	21,561,598.97	(1,504,391.63)
Short Term Investments**			
U.S. Government	2,612,012.53	2,628,981.73	16,969.20
Other Money Market Funds and Pools	7,216,249.81	7,216,249.81	-
Other (list) - Corporate Obligations	465,906.45	468,756.55	2,850.10
Accrued Income	172,578.57	172,578.57	-
Total Short Term Investments	10,466,747.36	10,486,566.66	19,819.30
Summary of all Investments			
Total Non Endowment Investments*	8,448,507.74	8,448,507.74	-
Total Endowment Investments**	72,098,073.05	92,172,054.03	20,073,980.98
			-
TOTAL INVESTMENTS	**80,546,580.79**	**100,620,561.77**	**20,073,980.98**

All reports are prepared in compliance with Generally Accepted Accounting Principles

Total Composite

As of February 29, 2024

Summary of Cash Flows

	Last Three Months
Beginning Market Value	**$86,641,587**
Net Cash Flow	-$96,281
Net Investment Change	$5,514,833
Ending Market Value	**$92,060,139**

Asset Allocation Over Time as of February 29, 2024

	% of Portfolio													Market Value ($) As Of
	2/28/2021	5/31/2021	8/31/2021	11/30/2021	2/28/2022	5/31/2022	8/31/2022	11/30/2022	2/28/2023	5/31/2023	8/31/2023	11/30/2023	2/29/2024	2/29/2024
Equity	78.91	71.19	72.02	71.82	71.28	60.82	60.06	61.04	60.15	60.67	59.24	59.76	61.54	$ 56,656,055
Fixed	18.24	26.08	24.77	24.97	24.99	31.91	32.25	31.41	31.62	31.27	28.79	28.76	27.58	$ 25,394,635
Alternatives	0.00	0.00	0.00	0.00	0.00	5.37	5.93	5.82	6.2	6.29	5.67	5.90	5.62	$ 5,173,910
Cash	2.85	2.73	3.21	3.20	3.74	1.90	1.75	1.73	2.03	1.78	6.29	5.59	5.25	$ 4,835,538
Total Assets	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**		**$ 92,060,138**

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Account Number: 1028785476
TEXAS SOUTH UNIV, LOOP CAPITAL
INVESTMENT MANAGER

This statement is for the period from February 1, 2024 to February 29, 2024

Questions?
If you have any questions regarding your account or this statement, please contact your Account Manager.

Account Manager:
DANIELLE GROSS
1025 CONNECTICUT AVENUE SUITE 510
WASHINGTON DC 20036
Phone: 202-261-0782
E-mail: danielle.gross1@usbank.com

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ATLANTA CONSULTING GROUP
MATTHEW BAUDER
309 EAST PACES FERRY RD, SUITE 600

ATLANTA GA 30305

TABLE OF CONTENTS

Schedule	Page
Market And Cost Reconciliation	3
Cash Reconciliation	4
Asset Summary	5
Asset Detail	6
Income Accrual Detail	23
Investment Activity	31
Plan Expenses	37
Other Activity	38
Corporate Changes And Adjustments	39
Purchases	40
Sales And Maturities	44
Pending Trades	52
Bond Summary	53

MARKET AND COST RECONCILIATION

	02/29/2024 MARKET	02/29/2024 BOOK VALUE
Beginning Market And Cost	**17,671,744.61**	**18,263,898.01**
Investment Activity		
Interest	67,870.73	67,870.73
Realized Gain/Loss	- 30,940.93	- 30,940.93
Change In Unrealized Gain/Loss	- 153,006.27	.00
Net Accrued Income (Current-Prior)	- 26,776.26	- 26,776.26
Total Investment Activity	**- 142,852.73**	**10,153.54**
Plan Expenses		
Trust Fees	- 838.62	- 838.62
Total Plan Expenses	**- 838.62**	**- 838.62**
Other Activity		
Miscellaneous Receipts	68,142.61	68,142.61
Miscellaneous Disbursements	- 68,142.61	- 68,142.61
Other Non-Cash Transactions	- 412.50	- 412.50
Total Other Activity	**- 412.50**	**- 412.50**
Net Change In Market And Cost	**- 144,103.85**	**8,902.42**
Ending Market And Cost	**17,527,640.76**	**18,272,800.43**

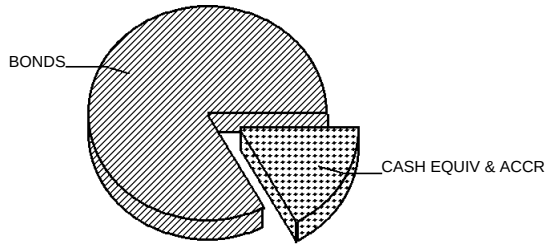
CASH RECONCILIATION

Beginning Cash	**.00**
Investment Activity	
Interest	67,870.73
Cash Equivalent Purchases	- 87,304.57
Purchases	- 581,480.75
Cash Equivalent Sales	448,780.04
Sales/Maturities	318,312.17
Total Investment Activity	**166,177.62**
Plan Expenses	
Trust Fees	- 838.62
Total Plan Expenses	**- 838.62**
Other Activity	
Miscellaneous Receipts	68,142.61
Miscellaneous Disbursements	- 68,142.61
Total Other Activity	**.00**
Net Change In Cash	**165,339.00**
Ending Cash	**165,339.00**

ASSET SUMMARY

ASSETS	02/29/2024 MARKET	02/29/2024 BOOK VALUE	% OF MARKET
Cash And Equivalents	2,859,465.73	2,849,332.74	16.31
U.S. Government Issues	6,857,773.43	7,215,325.35	39.13
Corporate Issues	7,211,601.23	7,610,013.97	41.14
Foreign Issues	486,127.10	484,948.40	2.77
Municipal Issues	9,958.30	10,465.00	0.06
Total Assets	**17,424,925.79**	**18,170,085.46**	**99.41**
Accrued Income	102,714.97	102,714.97	0.59
Grand Total	**17,527,640.76**	**18,272,800.43**	**100.00**

Estimated Annual Income **639,473.32**



ASSET SUMMARY MESSAGES

Estimated Annual Income is an estimate provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.

ASSET DETAIL

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Cash And Equivalents						
Money Markets						
First Am Govt Ob Fd Cl Z 31846V567 Asset Minor Code 1	467,243.880	467,243.88 1.0000	467,243.88	.00 .00	3,201.06	5.17
Total Money Markets	**467,243.880**	**467,243.88**	**467,243.88**	**.00** **.00**	**3,201.06**	**5.16**
US Treas & Agency Short Term Obligat						
U S Treasury Bill 4/25/24 912797HG5 Asset Minor Code 4	2,245,000.000	2,226,882.85 .9919	2,216,749.86	10,132.99 9,137.15	.00	5.32
Total US Treas & Agency Short Term O	**2,245,000.000**	**2,226,882.85**	**2,216,749.86**	**10,132.99** **9,137.15**	**.00**	**5.32**
Cash						
Pending Cash		165,339.00	165,339.00			
Total Cash	**.000**	**165,339.00**	**165,339.00**	**.00** **.00**	**.00**	**0.00**
Total Cash And Equivalents	**2,712,243.880**	**2,859,465.73**	**2,849,332.74**	**10,132.99** **9,137.15**	**3,201.06**	**4.99**
US Government Issues						
F H L M C Gd G04715 6.000% 6/01/38 Standard & Poors Rating: N/A Moodys Rating: N/A 3128M6SC3 Asset Minor Code 24	3,592.820	3,710.70 103.2810	3,968.93	- 258.23 - 30.07	17.96	5.81

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
F H L M C Gd C03490 4.500% 8/01/40 Standard & Poors Rating: N/A Moodys Rating: N/A 31292K2X4 Asset Minor Code 24	2,864.850	2,798.30 97.6770	3,009.43	- 211.13 - 55.19	10.71	4.61
F H L M C Gd A22005 4.500% 5/01/34 Standard & Poors Rating: N/A Moodys Rating: N/A 31296YGN7 Asset Minor Code 24	1,473.710	1,434.14 97.3150	1,466.78	- 32.64 - 29.02	5.51	4.62
F H L B Deb 6.000% 11/28/28 Standard & Poors Rating: AA+ Moodys Rating: Aaa 3130AXWT1 Asset Minor Code 22	125,000.000	124,883.75 99.9070	125,000.00	- 116.25 - 128.75	1,937.50	6.01
F N M A #190367 5.500% 1/01/36 Standard & Poors Rating: N/A Moodys Rating: N/A 31368HMQ3 Asset Minor Code 24	2,896.950	2,941.36 101.5330	3,166.51	- 225.15 - 36.04	13.28	5.42
F N M A #AI1697 4.000% 10/01/41 Standard & Poors Rating: N/A Moodys Rating: N/A 3138EH3F7 Asset Minor Code 24	3,662.090	3,447.89 94.1510	3,881.25	- 433.36 - 73.25	12.21	4.25
F N M A #AI4911 3.000% 10/01/27 Standard & Poors Rating: N/A Moodys Rating: N/A 3138EMN56 Asset Minor Code 24	5,417.630	5,257.48 97.0440	5,686.82	- 429.34 1.48	13.54	3.09
F N M A #725690 6.000% 8/01/34 Standard & Poors Rating: N/A Moodys Rating: N/A 31402DF70 Asset Minor Code 24	9,456.240	9,737.66 102.9760	10,883.53	- 1,145.87 - 70.46	47.28	5.83

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
F N M A #735676 5.000% 7/01/35 Standard & Poors Rating: N/A Moodys Rating: N/A 31402RJV2 Asset Minor Code 24	2,327.260	2,309.29 99.2280	2,533.03	- 223.74 - 36.42	9.81	5.04
F N M A #735925 5.000% 10/01/35 Standard & Poors Rating: N/A Moodys Rating: N/A 31402RSN0 Asset Minor Code 24	2,102.250	2,086.00 99.2270	2,284.20	- 198.20 - 33.50	8.76	5.04
F N M A #745516 5.500% 5/01/36 Standard & Poors Rating: N/A Moodys Rating: N/A 31403DGZ6 Asset Minor Code 24	4,593.800	4,664.22 101.5330	5,019.47	- 355.25 - 56.69	20.86	5.42
F N M A #888219 5.500% 3/01/37 Standard & Poors Rating: N/A Moodys Rating: N/A 31410FYQ2 Asset Minor Code 24	6,687.990	6,790.58 101.5340	7,286.75	- 496.17 - 84.80	30.30	5.42
F N M A #888637 6.000% 9/01/37 Standard & Poors Rating: N/A Moodys Rating: N/A 31410GHN6 Asset Minor Code 24	10,146.800	10,466.22 103.1480	11,198.99	- 732.77 - 83.31	50.52	5.82
F N M A #889506 6.000% 3/01/37 Standard & Poors Rating: N/A Moodys Rating: N/A 31410KGP3 Asset Minor Code 24	2,528.630	2,608.18 103.1460	2,851.86	- 243.68 - 16.42	12.32	5.82
F N M A #889691 6.000% 7/01/38 Standard & Poors Rating: N/A Moodys Rating: N/A 31410KNG5 Asset Minor Code 24	1,800.850	1,857.56 103.1490	1,989.63	- 132.07 - 15.38	9.04	5.82

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
F N M A #889983 6.000% 10/01/38 Standard & Poors Rating: N/A Moodys Rating: N/A 31410KXL3 Asset Minor Code 24	2,176.990	2,245.54 103.1490	2,399.46	- 153.92 - 18.76	10.88	5.82
F N M A #Ae0395 4.500% 10/01/40 Standard & Poors Rating: N/A Moodys Rating: N/A 31419ANM5 Asset Minor Code 24	6,002.200	5,854.37 97.5370	6,216.97	- 362.60 - 116.89	22.48	4.61
G N M A I I #004266 5.500% 10/20/38 Standard & Poors Rating: N/A Moodys Rating: N/A 36202EW39 Asset Minor Code 24	2,246.920	2,297.36 102.2450	2,510.20	- 212.84 - 27.26	10.32	5.38
U S Treasury Nt 0.375% 1/31/26 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CBH3 Asset Minor Code 21	145,000.000	133,705.95 92.2110	141,998.04	- 8,292.09 - 713.40	44.81	0.41
U S Treasury Nt 1.375% 11/15/31 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CDJ7 Asset Minor Code 21	75,000.000	60,876.00 81.1680	72,263.67	- 11,387.67 - 1,380.00	303.14	1.69
U S Treasury Nt 1.250% 12/31/26 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CDQ1 Asset Minor Code 21	1,700,000.000	1,557,557.00 91.6210	1,682,118.92	- 124,561.92 - 15,538.00	3,541.83	1.36
U S Treasury Nt 1.875% 2/15/32 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CDY4 Asset Minor Code 21	330,000.000	277,110.90 83.9730	314,309.41	- 37,198.51 - 6,365.70	254.98	2.23

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
U S Treasury Nt 2.875% 5/15/32 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CEP2 Asset Minor Code 21	455,000.000	411,242.65 90.3830	448,903.71	- 37,661.06 - 9,559.55	3,845.31	3.18
U S Treasury Nt 2.625% 5/31/27 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CET4 Asset Minor Code 21	100,000.000	94,656.00 94.6560	98,011.72	- 3,355.72 - 1,176.00	659.84	2.77
U S Treasury Nt 3.250% 6/30/29 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CEV9 Asset Minor Code 21	345,000.000	328,181.25 95.1250	345,944.24	- 17,762.99 - 5,889.15	1,879.02	3.42
U S Treasury Nt 3.250% 6/30/27 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CEW7 Asset Minor Code 21	355,000.000	342,646.00 96.5200	362,422.28	- 19,776.28 - 4,423.30	1,933.48	3.37
U S Treasury Nt 2.750% 8/15/32 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CFF3 Asset Minor Code 21	70,000.000	62,493.90 89.2770	65,980.47	- 3,486.57 - 1,455.30	78.89	3.08
U S Treasury Nt 4.125% 11/15/32 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CFV8 Asset Minor Code 21	60,000.000	59,364.60 98.9410	63,246.09	- 3,881.49 - 1,423.20	727.54	4.17
U S Treasury Nt 3.500% 2/15/33 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CGM7 Asset Minor Code 21	1,335,000.000	1,259,332.20 94.3320	1,345,502.51	- 86,170.31 - 30,251.10	1,925.48	3.71

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
U S Treasury Nt 3.625% 5/15/26 Standard & Poors Rating: N/A Moodys Rating: Aaa 91282CHB0 Asset Minor Code 21	325,000.000	318,574.75 98.0230	318,550.78	23.97 - 2,869.75	3,463.17	3.70
U S Treasury I P S 0.500% 4/15/24 Standard & Poors Rating: N/A Moodys Rating: Aaa 9128286N5 Asset Minor Code 30	401,372.400	402,098.88 100.1810	395,262.67	6,836.21 2,859.96	757.87	0.50
U S Treasury Nt 2.375% 5/15/29 Standard & Poors Rating: N/A Moodys Rating: Aaa 9128286T2 Asset Minor Code 21	1,485,000.000	1,354,542.75 91.2150	1,359,457.03	- 4,914.28 - 23,953.05	10,367.46	2.60
Total US Government Issues	**7,376,350.380**	**6,857,773.43**	**7,215,325.35**	**- 357,551.92** **- 103,048.27**	**32,026.10**	**2.60**

Corporate Issues

At T Inc 5.400% 2/15/34 Standard & Poors Rating: BBB Moodys Rating: Baa2 00206RMT6 Asset Minor Code 28	380,000.000	380,501.60 100.1320	378,749.80	1,751.80 - 9,302.40	912.00	5.39
American Express Co 3.950% 8/01/25 Standard & Poors Rating: BBB+ Moodys Rating: A2 025816CY3 Asset Minor Code 28	160,000.000	157,192.00 98.2450	157,520.00	- 328.00 - 408.00	526.67	4.02
Ameriprise Finl 5.700% 12/15/28 Standard & Poors Rating: A- Moodys Rating: A3 03076CAN6 Asset Minor Code 28	50,000.000	51,420.00 102.8400	49,916.50	1,503.50 - 941.50	886.67	5.54

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Autonation Inc 3.850% 3/01/32 Standard & Poors Rating: BBB- Moodys Rating: Baa3 05329RAA1 Asset Minor Code 28	185,000.000	161,534.60 87.3160	184,939.83	- 23,405.23 - 1,970.25	3,561.25	4.41
Bank Of America Corp 3.419% 12/20/28 Standard & Poors Rating: A- Moodys Rating: A1 06051GHD4 Asset Minor Code 28	225,000.000	210,201.75 93.4230	236,142.35	- 25,940.60 - 2,344.50	1,517.18	3.66
Bk Of America Mtn 1.922% 10/24/31 Standard & Poors Rating: A- Moodys Rating: A1 06051GJL4 Asset Minor Code 28	125,000.000	100,866.25 80.6930	121,878.32	- 21,012.07 - 1,423.75	847.55	2.38
Bank New York Mtn 4.947% 4/26/27 Standard & Poors Rating: A Moodys Rating: A1 06406RBQ9 Asset Minor Code 28	125,000.000	124,321.25 99.4570	125,000.00	- 678.75 - 895.00	2,147.14	4.97
Blackstone Private 2.625% 12/15/26 Standard & Poors Rating: BBB- Moodys Rating: Baa3 09261HAD9 Asset Minor Code 28	230,000.000	207,768.20 90.3340	230,000.00	- 22,231.80 - 1,053.40	1,274.58	2.91
Bristol Myers 5.100% 2/22/31 Standard & Poors Rating: A Moodys Rating: A2 110122EG9 Asset Minor Code 28	50,000.000	50,204.50 100.4090	49,921.50	283.00 283.00	63.75	5.08
Cantor L P 7.200% 12/12/28 Standard & Poors Rating: BBB- Moodys Rating: N/A 138616AM9 Asset Minor Code 28	50,000.000	51,320.50 102.6410	49,903.00	1,417.50 - 359.50	790.00	7.01

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Capital One Finl 7.149% 10/29/27 Standard & Poors Rating: BBB Moodys Rating: Baa1 14040HDB8 Asset Minor Code 28	80,000.000	82,924.00 103.6550	80,000.00	2,924.00 - 445.60	1,906.40	6.90
Carmax Auto Owner 3.490% 2/16/27 Standard & Poors Rating: AAA Moodys Rating: Aaa 14317HAC5 Asset Minor Code 31	197,188.930	194,106.87 98.4370	192,875.43	1,231.44 - 257.00	305.86	3.55
Citigroup Inc 3.980% 3/20/30 Standard & Poors Rating: BBB+ Moodys Rating: A3 172967ME8 Asset Minor Code 28	70,000.000	65,615.20 93.7360	72,846.64	- 7,231.44 - 1,096.90	1,245.96	4.25
Citigroup Inc 3.785% 3/17/33 Standard & Poors Rating: BBB+ Moodys Rating: A3 172967NN7 Asset Minor Code 28	85,000.000	75,210.55 88.4830	85,000.00	- 9,789.45 - 1,476.45	1,465.64	4.28
Citigroup Inc Sub 6.174% 5/25/34 Standard & Poors Rating: BBB Moodys Rating: Baa2 17327CAR4 Asset Minor Code 28	75,000.000	75,562.50 100.7500	75,000.00	562.50 - 2,231.25	1,234.80	6.13
Concentrix Corp 6.650% 8/02/26 Standard & Poors Rating: BBB Moodys Rating: Baa3 20602DAA9 Asset Minor Code 28	125,000.000	126,802.50 101.4420	124,880.00	1,922.50 - 1,180.00	669.62	6.56
Continental Res 2.875% 4/01/32 Standard & Poors Rating: BBB- Moodys Rating: Baa3 212015AV3 Asset Minor Code 28	100,000.000	80,291.00 80.2910	80,291.00	.00 - 1,308.00	1,197.92	3.58

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Cummins Inc 5.150% 2/20/34 Standard & Poors Rating: A Moodys Rating: A2 231021AW6 Asset Minor Code 28	50,000.000	49,929.50 99.8590	49,834.00	95.50 95.50	78.68	5.16
Dow Chemical Co 4.250% 10/01/34 Standard & Poors Rating: BBB Moodys Rating: Baa1 260543CK7 Asset Minor Code 28	.000	.00 92.0440	.00	.00 16,229.85	.00	0.00
Exelon Corp 5.150% 3/15/29 Standard & Poors Rating: BBB Moodys Rating: Baa2 30161NBM2 Asset Minor Code 28	250,000.000	248,930.00 99.5720	249,452.50	- 522.50 - 522.50	143.06	5.17
Fifth Third Bancorp 4.772% 7/28/30 Standard & Poors Rating: BBB+ Moodys Rating: Baa1 316773DG2 Asset Minor Code 28	50,000.000	47,710.50 95.4210	46,477.00	1,233.50 - 970.00	218.72	5.00
General Mtrs Finl Co 2.700% 8/20/27 Standard & Poors Rating: BBB Moodys Rating: Baa2 37045XDA1 Asset Minor Code 28	175,000.000	160,543.25 91.7390	180,649.00	- 20,105.75 - 1,515.50	144.38	2.94
Goldman Sachs Group 2.600% 2/07/30 Standard & Poors Rating: BBB+ Moodys Rating: A2 38141GXG4 Asset Minor Code 28	155,000.000	134,608.20 86.8440	162,612.65	- 28,004.45 - 1,725.15	268.67	2.99
Goldman Sachs Group 2.640% 2/24/28 Standard & Poors Rating: BBB+ Moodys Rating: A2 38141GZK3 Asset Minor Code 28	160,000.000	148,180.80 92.6130	149,715.20	- 1,534.40 - 889.60	82.13	2.85

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Home Part Of Amer 2.200% 1/17/41 Standard & Poors Rating: N/A Moodys Rating: Aaa 43730XAA2 Asset Minor Code 31	106,315.680	92,602.02 87.1010	106,313.71	- 13,711.69 - 737.09	.00	2.53
Htundai Auto Rec Tr 0.600% 2/16/27 Standard & Poors Rating: AAA Moodys Rating: N/A 44934KAD6 Asset Minor Code 31	200,000.000	190,296.00 95.1480	183,601.56	6,694.44 24.00	50.00	0.63
Ingersoll Rand Inc 5.700% 8/14/33 Standard & Poors Rating: BBB- Moodys Rating: Baa3 45687VAB2 Asset Minor Code 28	75,000.000	76,275.75 101.7010	74,425.50	1,850.25 - 2,052.75	201.88	5.60
Intel Corp 1.600% 8/12/28 Standard & Poors Rating: A- Moodys Rating: A3 458140BT6 Asset Minor Code 28	120,000.000	104,348.40 86.9570	119,755.20	- 15,406.80 - 1,908.00	101.33	1.84
Jpmdb Commercial 3.1439% 6/15/49 Standard & Poors Rating: N/A Moodys Rating: Aaa 46590LAT9 Asset Minor Code 31	30,000.000	28,188.60 93.9620	30,899.76	- 2,711.16 118.20	78.60	3.35
Jpmorgan Chase Co 4.005% 4/23/29 Standard & Poors Rating: A- Moodys Rating: A1 46647PAR7 Asset Minor Code 28	170,000.000	162,418.00 95.5400	194,351.72	- 31,933.72 - 1,914.20	2,420.80	4.19
Jpmorgan Chase Co 2.069% 6/01/29 Standard & Poors Rating: A- Moodys Rating: A1 46647PCJ3 Asset Minor Code 28	190,000.000	167,388.10 88.0990	190,864.50	- 23,476.40 - 1,892.40	982.78	2.35

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Jones Lang Lasalle 6.875% 12/01/28 Standard & Poors Rating: BBB+ Moodys Rating: Baa1 48020QAB3 Asset Minor Code 28	50,000.000	52,578.00 105.1560	49,618.00	2,960.00 - 396.00	1,031.25	6.54
Kyndryl Hldgs Inc 3.150% 10/15/31 Standard & Poors Rating: BBB- Moodys Rating: Baa2 50155QAL4 Asset Minor Code 28	280,000.000	230,910.40 82.4680	184,489.76	46,420.64 - 2,217.60	3,332.00	3.82
Marsh McLennan Cos 5.150% 3/15/34 Standard & Poors Rating: N/A Moodys Rating: A3 571748BW1 Asset Minor Code 28	75,000.000	74,729.25 99.6390	74,885.25	- 156.00 - 156.00	118.02	5.17
McCormick Co Inc 4.950% 4/15/33 Standard & Poors Rating: BBB Moodys Rating: Baa2 579780AT4 Asset Minor Code 28	100,000.000	97,598.00 97.5980	100,081.00	- 2,483.00 - 2,299.00	1,870.00	5.07
Mohawk Industries 5.850% 9/18/28 Standard & Poors Rating: BBB+ Moodys Rating: Baa1 608190AM6 Asset Minor Code 28	75,000.000	76,621.50 102.1620	74,990.25	1,631.25 - 1,107.75	1,986.56	5.73
Morgan Stanley Baml 3.720% 12/15/49 Standard & Poors Rating: N/A Moodys Rating: Aaa 61691GAS9 Asset Minor Code 31	180,000.000	170,551.80 94.7510	194,021.58	- 23,469.78 - 1,603.80	558.00	3.93
Morgan Stanley Mtn 2.943% 1/21/33 Standard & Poors Rating: A- Moodys Rating: A1 61747YEL5 Asset Minor Code 28	185,000.000	155,157.65 83.8690	185,032.37	- 29,874.72 - 2,721.35	604.95	3.51

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Morgan Stanley Baml 3.325% 5/15/49 Standard & Poors Rating: N/A Moodys Rating: Aaa 61766EBE4 Asset Minor Code 31	40,000.000	38,098.40 95.2460	41,197.86	- 3,099.46 - 41.60	110.83	3.49
National Oilwell 3.600% 12/01/29 Standard & Poors Rating: BBB Moodys Rating: Baa2 637071AM3 Asset Minor Code 28	260,000.000	237,424.20 91.3170	274,775.63	- 37,351.43 - 4,485.00	2,340.00	3.94
National Rural Utils 4.150% 12/15/32 Standard & Poors Rating: A- Moodys Rating: A1 637432NZ4 Asset Minor Code 28	180,000.000	165,853.80 92.1410	180,205.80	- 14,352.00 - 3,627.00	1,577.00	4.50
Oncor Elec Delivery 5.650% 11/15/33 Standard & Poors Rating: A+ Moodys Rating: A2 68233JCS1 Asset Minor Code 28	150,000.000	154,954.50 103.3030	157,387.50	- 2,433.00 - 2,433.00	2,542.50	5.47
Polaris Inc 6.950% 3/15/29 Standard & Poors Rating: BBB Moodys Rating: Baa3 731068AA0 Asset Minor Code 28	50,000.000	52,691.50 105.3830	49,509.00	3,182.50 - 403.00	1,013.54	6.59
Public Storage Sr 2.250% 11/09/31 Standard & Poors Rating: A Moodys Rating: A2 74460DAJ8 Asset Minor Code 28	260,000.000	214,357.00 82.4450	260,648.61	- 46,291.61 - 4,347.20	1,820.00	2.73
Schwab Charles Corp 5.643% 5/19/29 Standard & Poors Rating: A- Moodys Rating: A2 808513CD5 Asset Minor Code 28	150,000.000	151,894.50 101.2630	150,000.00	1,894.50 - 1,578.00	282.15	5.57

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Simon Ppty Group LP 2.200% 2/01/31 Standard & Poors Rating: A- Moodys Rating: A3 828807DM6 Asset Minor Code 28	195,000.000	159,913.65 82.0070	192,229.70	- 32,316.05 - 3,246.75	357.50	2.68
Southern Cal Edison 4.200% 3/01/29 Standard & Poors Rating: A- Moodys Rating: A2 842400GQ0 Asset Minor Code 28	45,000.000	43,337.25 96.3050	47,070.45	- 3,733.20 - 719.10	945.00	4.36
State Str Corp 5.159% 5/18/34 Standard & Poors Rating: A Moodys Rating: A1 857477CC5 Asset Minor Code 28	125,000.000	123,505.00 98.8040	125,000.00	- 1,495.00 - 2,408.75	1,845.06	5.22
Tapestry Inc 7.850% 11/27/33 Standard & Poors Rating: BBB Moodys Rating: Baa2 876030AF4 Asset Minor Code 28	30,000.000	32,452.50 108.1750	29,842.50	2,610.00 390.30	614.92	7.26
Targa Resources L P 6.875% 1/15/29 Standard & Poors Rating: BBB Moodys Rating: Baa3 87612BBN1 Asset Minor Code 28	175,000.000	180,295.50 103.0260	174,784.75	5,510.75 - 166.25	1,537.33	6.67
Towd Point Mortgage 3.250% 3/25/58 Standard & Poors Rating: N/A Moodys Rating: Aaa 89175VAA1 Asset Minor Code 31	23,334.750	22,580.57 96.7680	23,258.62	- 678.05 3.50	62.42	3.36
Toyota At Rec Own 1.230% 6/15/26 Standard & Poors Rating: N/A Moodys Rating: Aaa 89239KAC5 Asset Minor Code 31	89,319.060	87,069.11 97.4810	84,825.20	2,243.91 - 175.53	48.83	1.26

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Triton Container 2.03967% 9/20/45 Standard & Poors Rating: A Moodys Rating: N/A 89680HAA0 Asset Minor Code 31	163,204.080	144,427.45 88.4950	162,234.97	- 17,807.52 - 1,496.94	105.22	2.38
Trust Financial Mtn 7.161% 10/30/29 Standard & Poors Rating: A- Moodys Rating: A3 89788MAQ5 Asset Minor Code 28	80,000.000	84,669.60 105.8370	80,000.00	4,669.60 - 1,728.00	1,973.25	6.77
United Air 2016 1 3.100% 1/07/30 Standard & Poors Rating: N/A Moodys Rating: A1 90931LAA6 Asset Minor Code 31	86,726.870	79,470.43 91.6330	84,024.54	- 4,554.11 - 89.33	403.25	3.38
United Airlines Pt 3.500% 9/01/31 Standard & Poors Rating: N/A Moodys Rating: A1 909318AA5 Asset Minor Code 31	43,294.250	39,736.33 91.7820	42,440.73	- 2,704.40 128.59	757.66	3.81
Viatris Inc 2.700% 6/22/30 Standard & Poors Rating: BBB- Moodys Rating: Baa3 92556VAD8 Asset Minor Code 28	85,000.000	71,592.10 84.2260	68,590.75	3,001.35 - 952.00	439.88	3.21
Vmware Inc 3.900% 8/21/27 Standard & Poors Rating: BBB Moodys Rating: N/A 928563AC9 Asset Minor Code 28	190,000.000	181,115.60 95.3240	205,105.28	- 23,989.68 - 2,684.70	205.83	4.09
Vulcan Matls Co 5.800% 3/01/26 Standard & Poors Rating: N/R Moodys Rating: WR 929160BA6 Asset Minor Code 28	165,000.000	165,000.00 100.0000	164,947.20	52.80 - 99.00	4,785.00	5.80

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Wells Fargo Co Mtn 5.574% 7/25/29 Standard & Poors Rating: BBB+ Moodys Rating: A1 95000U3E1 Asset Minor Code 28	115,000.000	115,753.25 100.6550	115,000.00	753.25 - 1,779.05	641.02	5.54
Wisconsin Pwr Lt Co 3.950% 9/01/32 Standard & Poors Rating: A Moodys Rating: Baa1 976826BQ9 Asset Minor Code 28	.000	.00 92.2600	.00	.00 9,244.50	3,555.00	0.00
Total Corporate Issues	**7,689,383.620**	**7,211,601.23**	**7,610,013.97**	**- 398,412.74** **- 57,264.95**	**62,787.99**	**4.18**

Foreign Issues

Jbs USA Lux S A 5.500% 1/15/30 Standard & Poors Rating: BBB- Moodys Rating: Baa3 46590XAL0 Asset Minor Code 35	100,000.000	97,464.00 97.4640	97,333.00	131.00 - 233.00	702.78	5.64
Manitoba Province Of 3.050% 5/14/24 Standard & Poors Rating: A+ Moodys Rating: Aa2 563469UD5 Asset Minor Code 34	210,000.000	208,966.80 99.5080	207,841.20	1,125.60 405.30	1,903.71	3.07
Province Of Quebec 2.750% 4/12/27 Standard & Poors Rating: AA- Moodys Rating: Aa2 748149AN1 Asset Minor Code 34	190,000.000	179,696.30 94.5770	179,774.20	- 77.90 - 1,981.70	2,017.43	2.91
Total Foreign Issues	**500,000.000**	**486,127.10**	**484,948.40**	**1,178.70** **- 1,809.40**	**4,623.92**	**3.52**

Municipal Issues

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Utah ST Build 4.554% 7/01/24 Standard & Poors Rating: AAA Moodys Rating: Aaa 917542QR6 Asset Minor Code 39	10,000.000	9,958.30 99.5830	10,465.00	- 506.70 - 20.80	75.90	4.57
Total Municipal Issues	**10,000.000**	**9,958.30**	**10,465.00**	**- 506.70** **- 20.80**	**75.90**	**4.57**
Total Assets	**18,287,977.880**	**17,424,925.79**	**18,170,085.46**	**- 745,159.67** **- 153,006.27**	**102,714.97**	**3.67**
Accrued Income	**.000**	**102,714.97**	**102,714.97**			
Grand Total	**18,287,977.880**	**17,527,640.76**	**18,272,800.43**			

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

For further information, please contact your account manager or relationship manager.

We provide a cash management administrative service for the temporary investment of principal and income balances in your account. The fee for providing this service will not exceed $0.42 per month for each $1,000 of the average daily balance invested under the cash management administrative service. The charge for this service has been deducted from your account.

ASSET DETAIL MESSAGES (continued)

Yield on Market and Accrued Income are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.

The asset categories used in this statement may be general in nature. For example, assets listed under the "Mutual Funds" category may include open-end investment companies registered under the Investment Company Act of 1940 (which are commonly known as "mutual funds") but may also include closed-end investment companies, unit investment trusts, common trust funds, collective trust funds or other investments that are registered with (or not subject to registration with) the Securities and Exchange Commission.

INCOME ACCRUAL DETAIL

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
Cash And Equivalents								
467,243.880	First Am Govt Ob Fd Cl Z 31846V567		03/01/24	0.05	4,933.81	3,201.06	4,933.81	3,201.06
Total Cash And Equivalents					**4,933.81**	**3,201.06**	**4,933.81**	**3,201.06**
US Government Issues								
3,592.820	F H L M C Gd G04715 6.000% 6/01/38 3128M6SC3				18.13	17.96	18.13	17.96
2,864.850	F H L M C Gd C03490 4.500% 8/01/40 31292K2X4				10.82	10.74	10.85	10.71
1,473.710	F H L M C Gd A22005 4.500% 5/01/34 31296YGN7				5.55	5.53	5.57	5.51
125,000.000	F H L B Deb 6.000% 11/28/28 3130AXWT1				1,312.50	625.00	.00	1,937.50
2,896.950	F N M A #190367 5.500% 1/01/36 31368HMQ3				13.43	13.28	13.43	13.28
3,662.090	F N M A #AI1697 4.000% 10/01/41 3138EH3F7				12.30	12.21	12.30	12.21
5,417.630	F N M A #AI4911 3.000% 10/01/27 3138EMN56				14.11	13.54	14.11	13.54
9,456.240	F N M A #725690 6.000% 8/01/34 31402DF70				47.94	47.28	47.94	47.28
2,327.260	F N M A #735676 5.000% 7/01/35 31402RJV2				9.93	9.70	9.82	9.81
2,102.250	F N M A #735925 5.000% 10/01/35 31402RSN0				8.84	8.76	8.84	8.76
4,593.800	F N M A #745516 5.500% 5/01/36 31403DGZ6				21.14	21.05	21.33	20.86

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
6,687.990	F N M A #888219 5.500% 3/01/37 31410FYQ2				30.54	30.65	30.89	30.30
10,146.800	F N M A #888637 6.000% 9/01/37 31410GHN6				51.19	50.73	51.40	50.52
2,528.630	F N M A #889506 6.000% 3/01/37 31410KGP3				12.69	12.64	13.01	12.32
1,800.850	F N M A #889691 6.000% 7/01/38 31410KNG5				9.11	9.00	9.07	9.04
2,176.990	F N M A #889983 6.000% 10/01/38 31410KXL3				10.96	10.88	10.96	10.88
6,002.200	F N M A #Ae0395 4.500% 10/01/40 31419ANM5				22.64	22.51	22.67	22.48
2,246.920	G N M A I I #004266 5.500% 10/20/38 36202EW39				10.37	10.30	10.35	10.32
145,000.000	U S Treasury Nt 0.375% 1/31/26 91282CBH3				1.49	43.32	.00	44.81
75,000.000	U S Treasury Nt 1.375% 11/15/31 91282CDJ7				220.98	82.16	.00	303.14
1,700,000.000	U S Treasury Nt 1.250% 12/31/26 91282CDQ1				1,858.08	1,683.75	.00	3,541.83
330,000.000	U S Treasury Nt 1.875% 2/15/32 91282CDY4				2,858.36	490.37	3,093.75	254.98
455,000.000	U S Treasury Nt 2.875% 5/15/32 91282CEP2				2,803.13	1,042.18	.00	3,845.31
100,000.000	U S Treasury Nt 2.625% 5/31/27 91282CET4				451.84	208.00	.00	659.84
345,000.000	U S Treasury Nt 3.250% 6/30/29 91282CEV9				985.71	893.31	.00	1,879.02

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
355,000.000	U S Treasury Nt 3.250% 6/30/27 91282CEW7				1,014.29	919.19	.00	1,933.48
70,000.000	U S Treasury Nt 2.750% 8/15/32 91282CFF3				895.24	146.15	962.50	78.89
60,000.000	U S Treasury Nt 4.125% 11/15/32 91282CFV8				530.36	197.18	.00	727.54
1,335,000.000	U S Treasury Nt 3.500% 2/15/33 91282CGM7				21,584.92	3,703.06	23,362.50	1,925.48
325,000.000	U S Treasury Nt 3.625% 5/15/26 91282CHB0				2,524.55	938.62	.00	3,463.17
401,372.400	U S Treasury I P S 0.500% 4/15/24 9128286N5				599.47	158.40	.00	757.87
1,485,000.000	U S Treasury Nt 2.375% 5/15/29 9128286T2				7,557.59	2,809.87	.00	10,367.46
Total US Government Issues					**45,508.20**	**14,247.32**	**27,729.42**	**32,026.10**
Corporate Issues								
380,000.000	At T Inc 5.400% 2/15/34 00206RMT6				9,462.00	1,710.00	10,260.00	912.00
160,000.000	American Express Co 3.950% 8/01/25 025816CY3				3,160.00	526.67	3,160.00	526.67
50,000.000	Ameriprise Finl 5.700% 12/15/28 03076CAN6				649.17	237.50	.00	886.67
185,000.000	Autonation Inc 3.850% 3/01/32 05329RAA1				2,967.71	593.54	.00	3,561.25
225,000.000	Bank Of America Corp 3.419% 12/20/28 06051GHD4				876.12	641.06	.00	1,517.18
125,000.000	Bk Of America Mtn 1.922% 10/24/31 06051GJL4				647.34	200.21	.00	847.55

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
125,000.000	Bank New York Mtn 4.947% 4/26/27 06406RBQ9				1,631.82	515.32	.00	2,147.14
230,000.000	Blackstone Private 2.625% 12/15/26 09261HAD9				771.46	503.12	.00	1,274.58
50,000.000	Bristol Myers 5.100% 2/22/31 110122EG9				.00	63.75	.00	63.75
50,000.000	Cantor L P 7.200% 12/12/28 138616AM9				490.00	300.00	.00	790.00
80,000.000	Capital One Finl 7.149% 10/29/27 14040HDB8				1,429.80	476.60	.00	1,906.40
197,188.930	Carmax Auto Owner 3.490% 2/16/27 14317HAC5				324.03	589.39	607.56	305.86
70,000.000	Citigroup Inc 3.980% 3/20/30 172967ME8				1,013.79	232.17	.00	1,245.96
85,000.000	Citigroup Inc 3.785% 3/17/33 172967NN7				1,197.53	268.11	.00	1,465.64
75,000.000	Citigroup Inc Sub 6.174% 5/25/34 17327CAR4				848.93	385.87	.00	1,234.80
125,000.000	Concentrix Corp 6.650% 8/02/26 20602DAA9				4,133.16	692.71	4,156.25	669.62
100,000.000	Continental Res 2.875% 4/01/32 212015AV3				958.33	239.59	.00	1,197.92
50,000.000	Cummins Inc 5.150% 2/20/34 231021AW6				.00	78.68	.00	78.68
.000	Dow Chemical Co 4.250% 10/01/34 260543CK7				1,983.33	132.23	2,115.56	.00
250,000.000	Exelon Corp 5.150% 3/15/29 30161NBM2				.00	143.06	.00	143.06

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
50,000.000	Fifth Third Bancorp 4.772% 7/28/30 316773DG2				19.88	198.84	.00	218.72
175,000.000	General Mtrs Finl Co 2.700% 8/20/27 37045XDA1				2,113.13	393.75	2,362.50	144.38
155,000.000	Goldman Sachs Group 2.600% 2/07/30 38141GXG4				1,947.83	335.84	2,015.00	268.67
160,000.000	Goldman Sachs Group 2.640% 2/24/28 38141GZK3				1,842.13	352.00	2,112.00	82.13
106,315.680	Home Part Of Amer 2.200% 1/17/41 43730XAA2				.00	195.13	195.13	.00
200,000.000	Htundai Auto Rec Tr 0.600% 2/16/27 44934KAD6				50.00	100.00	100.00	50.00
75,000.000	Ingersoll Rand Inc 5.700% 8/14/33 45687VAB2				1,983.13	356.25	2,137.50	201.88
120,000.000	Intel Corp 1.600% 8/12/28 458140BT6				901.33	160.00	960.00	101.33
30,000.000	Jpmdb Commercial 3.1439% 6/15/49 46590LAT9				78.60	78.60	78.60	78.60
170,000.000	Jpmorgan Chase Co 4.005% 4/23/29 46647PAR7				1,853.43	567.37	.00	2,420.80
190,000.000	Jpmorgan Chase Co 2.069% 6/01/29 46647PCJ3				655.18	327.60	.00	982.78
50,000.000	Jones Lang Lasalle 6.875% 12/01/28 48020QAB3				744.79	286.46	.00	1,031.25
280,000.000	Kyndryl Hldgs Inc 3.150% 10/15/31 50155QAL4				2,597.00	735.00	.00	3,332.00
75,000.000	Marsh McLennan Cos 5.150% 3/15/34 571748BW1				.00	118.02	.00	118.02

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
100,000.000	McCormick Co Inc 4.950% 4/15/33 579780AT4				1,457.50	412.50	.00	1,870.00
75,000.000	Mohawk Industries 5.850% 9/18/28 608190AM6				1,620.94	365.62	.00	1,986.56
180,000.000	Morgan Stanley Baml 3.720% 12/15/49 61691GAS9				558.00	558.00	558.00	558.00
185,000.000	Morgan Stanley Mtn 2.943% 1/21/33 61747YEL5				151.24	453.71	.00	604.95
40,000.000	Morgan Stanley Baml 3.325% 5/15/49 61766EBE4				110.83	110.83	110.83	110.83
260,000.000	National Oilwell 3.600% 12/01/29 637071AM3				1,560.00	780.00	.00	2,340.00
180,000.000	National Rural Utils 4.150% 12/15/32 637432NZ4				954.50	622.50	.00	1,577.00
150,000.000	Oncor Elec Delivery 5.650% 11/15/33 68233JCS1				.00	517.92	- 2,024.58	2,542.50
50,000.000	Polaris Inc 6.950% 3/15/29 731068AA0				723.96	289.58	.00	1,013.54
260,000.000	Public Storage Sr 2.250% 11/09/31 74460DAJ8				1,332.50	487.50	.00	1,820.00
150,000.000	Schwab Charles Corp 5.643% 5/19/29 808513CD5				1,692.90	- 1,410.75	.00	282.15
195,000.000	Simon Ppty Group LP 2.200% 2/01/31 828807DM6				2,145.00	357.50	2,145.00	357.50
45,000.000	Southern Cal Edison 4.200% 3/01/29 842400GQ0				787.50	157.50	.00	945.00
125,000.000	State Str Corp 5.159% 5/18/34 857477CC5				1,307.66	537.40	.00	1,845.06

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
30,000.000	Tapestry Inc 7.850% 11/27/33 876030AF4				418.67	196.25	.00	614.92
175,000.000	Targa Resources L P 6.875% 1/15/29 87612BBN1				534.72	1,002.61	.00	1,537.33
23,334.750	Towd Point Mortgage 3.250% 3/25/58 89175VAA1				63.83	63.20	64.61	62.42
89,319.060	Toyota At Rec Own 1.230% 6/15/26 89239KAC5				52.65	94.89	98.71	48.83
163,204.080	Triton Container 2.03967% 9/20/45 89680HAA0				106.27	288.78	289.83	105.22
80,000.000	Trust Financial Mtn 7.161% 10/30/29 89788MAQ5				1,495.85	477.40	.00	1,973.25
86,726.870	United Air 2016 1 3.100% 1/07/30 90931LAA6				179.21	224.04	.00	403.25
43,294.250	United Airlines Pt 3.500% 9/01/31 909318AA5				631.38	126.28	.00	757.66
85,000.000	Viatris Inc 2.700% 6/22/30 92556VAD8				248.63	191.25	.00	439.88
190,000.000	Vmware Inc 3.900% 8/21/27 928563AC9				3,293.33	617.50	3,705.00	205.83
165,000.000	Vulcan Matls Co 5.800% 3/01/26 929160BA6				3,987.50	797.50	.00	4,785.00
115,000.000	Wells Fargo Co Mtn 5.574% 7/25/29 95000U3E1				106.84	534.18	.00	641.02
.000	Wisconsin Pwr Lt Co 3.950% 9/01/32 976826BQ9				2,962.50	592.50	.00	3,555.00
Total Corporate Issues					**75,814.86**	**22,180.63**	**35,207.50**	**62,787.99**

Foreign Issues

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
100,000.000	Jbs USA Lux S A 5.500% 1/15/30 46590XAL0				244.44	458.34	.00	702.78
210,000.000	Manitoba Province Of 3.050% 5/14/24 563469UD5				1,369.96	533.75	.00	1,903.71
190,000.000	Province Of Quebec 2.750% 4/12/27 748149AN1				1,582.01	435.42	.00	2,017.43
Total Foreign Issues					**3,196.41**	**1,427.51**	**.00**	**4,623.92**
Municipal Issues								
10,000.000	Utah ST Build 4.554% 7/01/24 917542QR6				37.95	37.95	.00	75.90
Total Municipal Issues					**37.95**	**37.95**	**.00**	**75.90**
Grand Total					**129,491.23**	**41,094.47**	**67,870.73**	**102,714.97**

INVESTMENT ACTIVITY

DATE	DESCRIPTION	CASH
Interest		
American Express Co 3.950% 8/01/25 025816Cy3		
02/01/2024	American Express Co 3.950% 8/01/25 0.01975 USD/$1 Pv On 160,000 Par Value Due 2/1/24	3,160.00
At T Inc 5.400% 2/15/34 00206Rmt6		
02/15/2024	At T Inc 5.400% 2/15/34 0.027 USD/$1 Pv On 380,000 Par Value Due 2/15/24	10,260.00
Carmax Auto Owner 3.490% 2/16/27 14317Hac5		
02/15/2024	Carmax Auto Owner 3.490% 2/16/27 $0.00291/Pv On 208,904.03 Pv Due 2/15/24	607.56
Concentrix Corp 6.650% 8/02/26 20602Daa9		
02/02/2024	Concentrix Corp 6.650% 8/02/26 0.03325 USD/$1 Pv On 125,000 Par Value Due 2/2/24	4,156.25
Dow Chemical Co 4.250% 10/01/34 260543Ck7		
02/09/2024	Received Accrued Interest On Sale Of Dow Chemical Co 4.250% 10/01/34 Income Credit 2,115.56 USD	2,115.56
F H L M C Gd A22005 4.500% 5/01/34 31296Ygn7		
02/15/2024	F H L M C Gd A22005 4.500% 5/01/34 January FHLMC Due 2/15/24	5.57
F H L M C Gd C03490 4.500% 8/01/40 31292K2X4		
02/15/2024	F H L M C Gd C03490 4.500% 8/01/40 January FHLMC Due 2/15/24	10.85

INVESTMENT ACTIVITY (continued)

DATE	DESCRIPTION	CASH
F H L M C Gd G04715 6.000% 6/01/38 3128M6Sc3		
02/15/2024	F H L M C Gd G04715 6.000% 6/01/38 January FHLMC Due 2/15/24	18.13
F N M A #Ae0395 4.500% 10/01/40 31419Anm5		
02/26/2024	F N M A #Ae0395 4.500% 10/01/40 January FNMA Due 2/25/24	22.67
F N M A #Al1697 4.000% 10/01/41 3138Eh3F7		
02/26/2024	F N M A #Al1697 4.000% 10/01/41 January FNMA Due 2/25/24	12.30
F N M A #Al4911 3.000% 10/01/27 3138Emn56		
02/26/2024	F N M A #Al4911 3.000% 10/01/27 January FNMA Due 2/25/24	14.11
F N M A #190367 5.500% 1/01/36 31368Hmq3		
02/26/2024	F N M A #190367 5.500% 1/01/36 January FNMA Due 2/25/24	13.43
F N M A #725690 6.000% 8/01/34 31402Df70		
02/26/2024	F N M A #725690 6.000% 8/01/34 January FNMA Due 2/25/24	47.94
F N M A #735676 5.000% 7/01/35 31402Rjv2		
02/26/2024	F N M A #735676 5.000% 7/01/35 January FNMA Due 2/25/24	9.82
F N M A #735925 5.000% 10/01/35 31402Rsn0		

INVESTMENT ACTIVITY (continued)

DATE	DESCRIPTION	CASH
02/26/2024	F N M A #735925 5.000% 10/01/35 January FNMA Due 2/25/24	8.84
F N M A #745516 5.500% 5/01/36 31403Dgz6		
02/26/2024	F N M A #745516 5.500% 5/01/36 January FNMA Due 2/25/24	21.33
F N M A #888219 5.500% 3/01/37 31410Fyq2		
02/26/2024	F N M A #888219 5.500% 3/01/37 January FNMA Due 2/25/24	30.89
F N M A #888637 6.000% 9/01/37 31410Ghn6		
02/26/2024	F N M A #888637 6.000% 9/01/37 January FNMA Due 2/25/24	51.40
F N M A #889506 6.000% 3/01/37 31410Kgp3		
02/26/2024	F N M A #889506 6.000% 3/01/37 January FNMA Due 2/25/24	13.01
F N M A #889691 6.000% 7/01/38 31410Kng5		
02/26/2024	F N M A #889691 6.000% 7/01/38 January FNMA Due 2/25/24	9.07
F N M A #889983 6.000% 10/01/38 31410Kxl3		
02/26/2024	F N M A #889983 6.000% 10/01/38 January FNMA Due 2/25/24	10.96
First Am Govt Ob Fd Cl Z 31846V567		
02/01/2024	Interest From 1/1/24 To 1/31/24	4,933.81

INVESTMENT ACTIVITY (continued)

DATE	DESCRIPTION	CASH
G N M A I I #004266 5.500% 10/20/38 36202Ew39		
02/20/2024	G N M A I I #004266 5.500% 10/20/38 January GNMA Due 2/20/24	10.35
General Mtrs Finl Co 2.700% 8/20/27 37045Xda1		
02/20/2024	General Mtrs Finl Co 2.700% 8/20/27 0.0135 USD/$1 Pv On 175,000 Par Value Due 2/20/24	2,362.50
Goldman Sachs Group 2.600% 2/07/30 38141Gxg4		
02/07/2024	Goldman Sachs Group 2.600% 2/07/30 0.013 USD/$1 Pv On 155,000 Par Value Due 2/7/24	2,015.00
Goldman Sachs Group 2.640% 2/24/28 38141Gzk3		
02/26/2024	Goldman Sachs Group 2.640% 2/24/28 0.0132 USD/$1 Pv On 160,000 Par Value Due 2/24/24	2,112.00
Home Part Of Amer 2.200% 1/17/41 43730Xaa2		
02/20/2024	Home Part Of Amer 2.200% 1/17/41 $0.00183/Pv On 106,435.12 Pv Due 2/20/24	195.13
Htundai Auto Rec Tr 0.600% 2/16/27 44934Kad6		
02/15/2024	Htundai Auto Rec Tr 0.600% 2/16/27 $0.00050/Pv On 200,000.00 Pv Due 2/15/24	100.00
Ingersoll Rand Inc 5.700% 8/14/33 45687Vab2		
02/14/2024	Ingersoll Rand Inc 5.700% 8/14/33 0.0285 USD/$1 Pv On 75,000 Par Value Due 2/14/24	2,137.50
Intel Corp 1.600% 8/12/28 458140Bt6		

INVESTMENT ACTIVITY (continued)

DATE	DESCRIPTION	CASH
02/12/2024	Intel Corp 1.600% 8/12/28 0.008 USD/$1 Pv On 120,000 Par Value Due 2/12/24	960.00
	Jpmdb Commercial 3.1439% 6/15/49 **46590Lat9**	
02/16/2024	Jpmdb Commercial 3.1439% 6/15/49 $0.00262/Pv On 30,000.00 Pv Due 2/16/24	78.60
	Morgan Stanley Baml 3.325% 5/15/49 **61766Ebe4**	
02/16/2024	Morgan Stanley Baml 3.325% 5/15/49 $0.00277/Pv On 40,000.00 Pv Due 2/16/24	110.83
	Morgan Stanley Baml 3.720% 12/15/49 **61691Gas9**	
02/16/2024	Morgan Stanley Baml 3.720% 12/15/49 $0.00310/Pv On 180,000.00 Pv Due 2/16/24	558.00
	Oncor Elec Delivery 5.650% 11/15/33 **68233Jcs1**	
02/09/2024	Paid Accrued Interest On Purchase Of Oncor Elec Delivery 5.650% 11/15/33 Income Debit 2,024.58- USD	- 2,024.58
	Simon Ppty Group LP 2.200% 2/01/31 **828807Dm6**	
02/01/2024	Simon Ppty Group LP 2.200% 2/01/31 0.011 USD/$1 Pv On 195,000 Par Value Due 2/1/24	2,145.00
	Towd Point Mortgage 3.250% 3/25/58 **89175Vaa1**	
02/26/2024	Towd Point Mortgage 3.250% 3/25/58 $0.00271/Pv On 23,857.37 Pv Due 2/25/24	64.61
	Toyota At Rec Own 1.230% 6/15/26 **89239Kac5**	

INVESTMENT ACTIVITY (continued)

DATE	DESCRIPTION	CASH
02/15/2024	Toyota At Rec Own 1.230% 6/15/26 $0.00102/Pv On 96,305.79 Pv Due 2/15/24	98.71
Triton Container 2.03967% 9/20/45 89680Haa0		
02/21/2024	Triton Container 2.03967% 9/20/45 $0.00176/Pv On 164,833.25 Pv Due 2/20/24	289.83
U S Treasury Nt 1.875% 2/15/32 91282Cdy4		
02/15/2024	U S Treasury Nt 1.875% 2/15/32 0.009375 USD/$1 Pv On 330,000 Par Value Due 2/15/24	3,093.75
U S Treasury Nt 2.750% 8/15/32 91282Cff3		
02/15/2024	U S Treasury Nt 2.750% 8/15/32 0.01375 USD/$1 Pv On 70,000 Par Value Due 2/15/24	962.50
U S Treasury Nt 3.500% 2/15/33 91282Cgm7		
02/15/2024	U S Treasury Nt 3.500% 2/15/33 0.0175 USD/$1 Pv On 1,335,000 Par Value Due 2/15/24	23,362.50
Vmware Inc 3.900% 8/21/27 928563Ac9		
02/21/2024	Vmware Inc 3.900% 8/21/27 0.0195 USD/$1 Pv On 190,000 Par Value Due 2/21/24	3,705.00
Total Interest		**67,870.73**

PLAN EXPENSES

DATE	DESCRIPTION	CASH
Trust Fees		
Trust Fees		
02/23/2024	Collected Charged For Period 01/01/2024 Thru 01/31/2024	- 838.62
Total Trust Fees		**- 838.62**
Total Trust Fees		**- 838.62**
Total Plan Expenses		**- 838.62**

OTHER ACTIVITY

DATE	DESCRIPTION	CASH
	Miscellaneous Receipts	
	Transfer From Income	
02/28/2024		68,142.61
	Total Transfer From Income	**68,142.61**
	Total Miscellaneous Receipts	**68,142.61**
	Miscellaneous Disbursements	
	Transfer To Principal	
02/28/2024		- 68,142.61
	Total Transfer To Principal	**- 68,142.61**
	Total Miscellaneous Disbursements	**- 68,142.61**
	Total Other Activity	**.00**

CORPORATE CHANGES AND ADJUSTMENTS

DATE	DESCRIPTION	SHARES OR FACE AMOUNT	BOOK VALUE	MARKET VALUE	REALIZED/ UNREALIZED GAIN/LOSS
Adjustments					
02/13/2024	Book Value Of U S Treasury I P S 0.500% 4/15/24 Adjusted By 217.80- USD Old: 395,675.17 USD/New: 395,457.37 USD Units Decrease To Adjust For Change In CPI 9128286N5	.00	- 217.80	.00	217.80
02/13/2024	Par Value Of U S Treasury I P S 0.5% 4/15/24 Adjusted By -217.8 Par Value Old Par Value 401,784.9/New Par Value 401,567.1 Units Decrease To Adjust For Change In CPI 9128286N5	- 217.80	.00	.00	.00
02/27/2024	Book Value Of U S Treasury I P S 0.500% 4/15/24 Adjusted By 194.70- USD Old: 395,457.37 USD/New: 395,262.67 USD Units Decrease To Adjust For Change In CPI 9128286N5	.00	- 194.70	.00	194.70
02/27/2024	Par Value Of U S Treasury I P S 0.5% 4/15/24 Adjusted By -194.7 Par Value Old Par Value 401,567.1/New Par Value 401,372.4 Units Decrease To Adjust For Change In CPI 9128286N5	- 194.70	.00	.00	.00
Total Adjustments		**- 412.50**	**- 412.50**	**.00**	**412.50**
Total Corporate Changes And Adjustments		**- 412.50**	**- 412.50**	**.00**	**412.50**

PURCHASES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Cash And Equivalents					
02/01/2024	Purchased 5,305 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/1/24 31846V567	5,305.000	.00	- 5,305.00	5,305.00
02/02/2024	Purchased 9,090.06 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/2/24 31846V567	9,090.060	.00	- 9,090.06	9,090.06
02/07/2024	Purchased 2,015 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/7/24 31846V567	2,015.000	.00	- 2,015.00	2,015.00
02/12/2024	Purchased 960 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/12/24 31846V567	960.000	.00	- 960.00	960.00
02/14/2024	Purchased 2,137.5 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/14/24 31846V567	2,137.500	.00	- 2,137.50	2,137.50
02/15/2024	Purchased 57,294.44 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/15/24 31846V567	57,294.440	.00	- 57,294.44	57,294.44
02/16/2024	Purchased 747.43 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/16/24 31846V567	747.430	.00	- 747.43	747.43

PURCHASES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
02/20/2024	Purchased 314.57 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/20/24 31846V567	314.570	.00	- 314.57	314.57
02/21/2024	Purchased 3,705 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/21/24 31846V567	3,705.000	.00	- 3,705.00	3,705.00
02/21/2024	Purchased 1,919 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/21/24 31846V567	1,919.000	.00	- 1,919.00	1,919.00
02/26/2024	Purchased 3,816.57 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/26/24 31846V567	3,816.570	.00	- 3,816.57	3,816.57
Total First Am Govt Ob Fd Cl Z		**87,304.570**	**.00**	**- 87,304.57**	**87,304.57**
Total Cash And Equivalents		**87,304.570**	**.00**	**- 87,304.57**	**87,304.57**
Corporate Issues					
02/14/2024	Purchased 50,000 Par Value Of Bristol Myers 5.100% 2/22/31 Trade Date 2/14/24 Purchased Through Citigroup Global Markets Inc. Swift External Ref#: 8404503930439701 50,000 Par Value At 99.843 % 110122EG9	50,000.000	.00	- 49,921.50	49,921.50
Total Bristol Myers 5.100% 2/22/31		**50,000.000**	**.00**	**- 49,921.50**	**49,921.50**

PURCHASES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
02/14/2024	Purchased 50,000 Par Value Of Cummins Inc 5.150% 2/20/34 Trade Date 2/14/24 Purchased Through BofA Securities, Inc./Fxd Inc Swift External Ref#: 8404503930439568 50,000 Par Value At 99.668 % 231021AW6	50,000.000	.00	- 49,834.00	49,834.00
Total Cummins Inc 5.150% 2/20/34		**50,000.000**	**.00**	**- 49,834.00**	**49,834.00**
02/22/2024	Purchased 250,000 Par Value Of Exelon Corp 5.150% 3/15/29 Trade Date 2/22/24 Purchased Through J.P. Morgan Securities LLC Swift External Ref#: 8405303930445175 250,000 Par Value At 99.781 % 30161NBM2	250,000.000	.00	- 249,452.50	249,452.50
Total Exelon Corp 5.150% 3/15/29		**250,000.000**	**.00**	**- 249,452.50**	**249,452.50**
02/14/2024	Purchased 75,000 Par Value Of Marsh McLennan Cos 5.150% 3/15/34 Trade Date 2/14/24 Purchased Through Wells Fargo Securities, LLC Swift External Ref#: 8404503930439505 75,000 Par Value At 99.847 % 571748BW1	75,000.000	.00	- 74,885.25	74,885.25
Total Marsh McLennan Cos 5.150% 3/15/34		**75,000.000**	**.00**	**- 74,885.25**	**74,885.25**
02/07/2024	Purchased 150,000 Par Value Of Oncor Elec Delivery 5.650% 11/15/33 Trade Date 2/7/24 Purchased Through J.P. Morgan Securities LLC Swift External Ref#: 8403803930436075 150,000 Par Value At 104.925 % 68233JCS1	150,000.000	.00	- 157,387.50	157,387.50

PURCHASES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Total Oncor Elec Delivery 5.650% 11/15/33		**150,000.000**	**.00**	**- 157,387.50**	**157,387.50**
Total Corporate Issues		**575,000.000**	**.00**	**- 581,480.75**	**581,480.75**
Total Purchases		**662,304.570**	**.00**	**- 668,785.32**	**668,785.32**

SALES AND MATURITIES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
Cash And Equivalents						
02/09/2024	Sold 26,231.32 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/9/24 31846V567	- 26,231.320	.00	26,231.32	- 26,231.32	.00
02/20/2024	Sold 122,336.1 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/20/24 31846V567	- 122,336.100	.00	122,336.10	- 122,336.10	.00
02/22/2024	Sold 49,921.5 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/22/24 31846V567	- 49,921.500	.00	49,921.50	- 49,921.50	.00
02/23/2024	Sold 838.62 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/23/24 31846V567	- 838.620	.00	838.62	- 838.62	.00
02/27/2024	Sold 249,452.5 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/27/24 31846V567	- 249,452.500	.00	249,452.50	- 249,452.50	.00
Total First Am Govt Ob Fd Cl Z		**- 448,780.040**	**.00**	**448,780.04**	**- 448,780.04**	**.00**
Total Cash And Equivalents		**- 448,780.040**	**.00**	**448,780.04**	**- 448,780.04**	**.00**

US Government Issues

SALES AND MATURITIES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
02/15/2024	Paid Down 11.9 Par Value Of F H L M C Gd A22005 4.500% 5/01/34 For Record Date Of January Due 2/15/24 January FHLMC Due 2/15/24 31296YGN7	- 11.900	.00	11.90	- 11.84	.06
Total F H L M C Gd A22005 4.500% 5/01/34		**- 11.900**	**.00**	**11.90**	**- 11.84**	**.06**
02/15/2024	Paid Down 27.42 Par Value Of F H L M C Gd C03490 4.500% 8/01/40 For Record Date Of January Due 2/15/24 January FHLMC Due 2/15/24 31292K2X4	- 27.420	.00	27.42	- 28.80	- 1.38
Total F H L M C Gd C03490 4.500% 8/01/40		**- 27.420**	**.00**	**27.42**	**- 28.80**	**- 1.38**
02/15/2024	Paid Down 33.72 Par Value Of F H L M C Gd G04715 6.000% 6/01/38 For Record Date Of January Due 2/15/24 January FHLMC Due 2/15/24 3128M6SC3	- 33.720	.00	33.72	- 37.25	- 3.53
Total F H L M C Gd G04715 6.000% 6/01/38		**- 33.720**	**.00**	**33.72**	**- 37.25**	**- 3.53**
02/26/2024	Paid Down 42.02 Par Value Of F N M A #Ae0395 4.500% 10/01/40 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31419ANM5	- 42.020	.00	42.02	- 43.52	- 1.50
Total F N M A #Ae0395 4.500% 10/01/40		**- 42.020**	**.00**	**42.02**	**- 43.52**	**- 1.50**

SALES AND MATURITIES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
02/26/2024	Paid Down 29.25 Par Value Of F N M A #AI1697 4.000% 10/01/41 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 3138EH3F7	- 29.250	.00	29.25	- 31.00	- 1.75
Total F N M A #AI1697 4.000% 10/01/41		**- 29.250**	**.00**	**29.25**	**- 31.00**	**- 1.75**
02/26/2024	Paid Down 225.11 Par Value Of F N M A #AI4911 3.000% 10/01/27 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 3138EMN56	- 225.110	.00	225.11	- 236.30	- 11.19
Total F N M A #AI4911 3.000% 10/01/27		**- 225.110**	**.00**	**225.11**	**- 236.30**	**- 11.19**
02/26/2024	Paid Down 32.39 Par Value Of F N M A #190367 5.500% 1/01/36 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31368HMQ3	- 32.390	.00	32.39	- 35.40	- 3.01
Total F N M A #190367 5.500% 1/01/36		**- 32.390**	**.00**	**32.39**	**- 35.40**	**- 3.01**
02/26/2024	Paid Down 131.36 Par Value Of F N M A #725690 6.000% 8/01/34 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31402DF70	- 131.360	.00	131.36	- 151.19	- 19.83
Total F N M A #725690 6.000% 8/01/34		**- 131.360**	**.00**	**131.36**	**- 151.19**	**- 19.83**

SALES AND MATURITIES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
02/26/2024	Paid Down 29.42 Par Value Of F N M A #735676 5.000% 7/01/35 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31402RJV2	- 29.420	.00	29.42	- 32.02	- 2.60
Total F N M A #735676 5.000% 7/01/35		**- 29.420**	**.00**	**29.42**	**- 32.02**	**- 2.60**
02/26/2024	Paid Down 19.85 Par Value Of F N M A #735925 5.000% 10/01/35 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31402RSN0	- 19.850	.00	19.85	- 21.57	- 1.72
Total F N M A #735925 5.000% 10/01/35		**- 19.850**	**.00**	**19.85**	**- 21.57**	**- 1.72**
02/26/2024	Paid Down 58.67 Par Value Of F N M A #745516 5.500% 5/01/36 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31403DGZ6	- 58.670	.00	58.67	- 64.11	- 5.44
Total F N M A #745516 5.500% 5/01/36		**- 58.670**	**.00**	**58.67**	**- 64.11**	**- 5.44**
02/26/2024	Paid Down 50.5 Par Value Of F N M A #888219 5.500% 3/01/37 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31410FYQ2	- 50.500	.00	50.50	- 55.02	- 4.52
Total F N M A #888219 5.500% 3/01/37		**- 50.500**	**.00**	**50.50**	**- 55.02**	**- 4.52**

SALES AND MATURITIES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
02/26/2024	Paid Down 131.47 Par Value Of F N M A #888637 6.000% 9/01/37 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31410GHN6	- 131.470	.00	131.47	- 145.11	- 13.64
Total F N M A #888637 6.000% 9/01/37		**- 131.470**	**.00**	**131.47**	**- 145.11**	**- 13.64**
02/26/2024	Paid Down 73.14 Par Value Of F N M A #889506 6.000% 3/01/37 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31410KGP3	- 73.140	.00	73.14	- 82.49	- 9.35
Total F N M A #889506 6.000% 3/01/37		**- 73.140**	**.00**	**73.14**	**- 82.49**	**- 9.35**
02/26/2024	Paid Down 13.67 Par Value Of F N M A #889691 6.000% 7/01/38 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31410KNG5	- 13.670	.00	13.67	- 15.10	- 1.43
Total F N M A #889691 6.000% 7/01/38		**- 13.670**	**.00**	**13.67**	**- 15.10**	**- 1.43**
02/26/2024	Paid Down 14.72 Par Value Of F N M A #889983 6.000% 10/01/38 For Record Date Of January Due 2/25/24 January FNMA Due 2/25/24 31410KXL3	- 14.720	.00	14.72	- 16.22	- 1.50
Total F N M A #889983 6.000% 10/01/38		**- 14.720**	**.00**	**14.72**	**- 16.22**	**- 1.50**

SALES AND MATURITIES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
02/20/2024	Paid Down 10.3 Par Value Of G N M A I I #004266 5.500% 10/20/38 For Record Date Of January Due 2/20/24 January GNMA Due 2/20/24 36202EW39	- 10.300	.00	10.30	- 11.51	- 1.21
Total G N M A I I #004266 5.500% 10/20/38		**- 10.300**	**.00**	**10.30**	**- 11.51**	**- 1.21**
Total Government Issues		**- 934.910**	**.00**	**934.91**	**- 1,018.45**	**- 83.54**
Corporate Issues						
02/15/2024	Paid Down 11,715.1 Par Value Of Carmax Auto Owner 3.490% 2/16/27 Trade Date 2/15/24 14317HAC5	- 11,715.100	.00	11,715.10	- 11,458.83	256.27
Total Carmax Auto Owner 3.490% 2/16/27		**- 11,715.100**	**.00**	**11,715.10**	**- 11,458.83**	**256.27**
02/07/2024	Sold 140,000 Par Value Of Dow Chemical Co 4.250% 10/01/34 Trade Date 2/7/24 Sold Through BofA Securities, Inc./Fxd Inc Swift External Ref#: 8403803930436022 140,000 Par Value At 93.618 % 260543CK7	- 140,000.000	.00	131,065.20	- 149,036.65	- 17,971.45
Total Dow Chemical Co 4.250% 10/01/34		**- 140,000.000**	**.00**	**131,065.20**	**- 149,036.65**	**- 17,971.45**
02/20/2024	Paid Down 119.44 Par Value Of Home Part Of Amer 2.200% 1/17/41 Trade Date 2/20/24 43730XAA2	- 119.440	.00	119.44	- 119.44	.00
Total Home Part Of Amer 2.200% 1/17/41		**- 119.440**	**.00**	**119.44**	**- 119.44**	**.00**

SALES AND MATURITIES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
02/26/2024	Paid Down 522.62 Par Value Of Towd Point Mortgage 3.250% 3/25/58 Trade Date 2/25/24 89175VAA1	- 522.620	.00	522.62	- 520.92	1.70
Total Towd Point Mortgage 3.250% 3/25/58		**- 522.620**	**.00**	**522.62**	**- 520.92**	**1.70**
02/15/2024	Paid Down 6,986.73 Par Value Of Toyota At Rec Own 1.230% 6/15/26 Trade Date 2/15/24 89239KAC5	- 6,986.730	.00	6,986.73	- 6,635.21	351.52
Total Toyota At Rec Own 1.230% 6/15/26		**- 6,986.730**	**.00**	**6,986.73**	**- 6,635.21**	**351.52**
02/21/2024	Paid Down 1,629.17 Par Value Of Triton Container 2.03967% 9/20/45 Trade Date 2/20/24 89680HAA0	- 1,629.170	.00	1,629.17	- 1,619.50	9.67
Total Triton Container 2.03967% 9/20/45		**- 1,629.170**	**.00**	**1,629.17**	**- 1,619.50**	**9.67**
02/28/2024	Sold 180,000 Par Value Of Wisconsin Pwr Lt Co 3.950% 9/01/32 Trade Date 2/28/24 Sold Through BofA Securities, Inc. Swift External Ref#: 8405903930449983 180,000 Par Value At 91.855 % 976826BQ9	- 180,000.000	.00	165,339.00	- 178,844.10	- 13,505.10
Total Wisconsin Pwr Lt Co 3.950% 9/01/32		**- 180,000.000**	**.00**	**165,339.00**	**- 178,844.10**	**- 13,505.10**
Total Corporate Issues		**- 340,973.060**	**.00**	**317,377.26**	**- 348,234.65**	**- 30,857.39**
Total Sales And Maturities		**- 790,688.010**	**.00**	**767,092.21**	**- 798,033.14**	**- 30,940.93**

SALES AND MATURITIES MESSAGES

Realized gain/loss should not be used for tax purposes.

PENDING TRADES

TRADE DATE	SETTLE DATE	DESCRIPTION	SHARES/ PAR VALUE	BOOK VALUE	CASH
Sales					
02/28/2024	03/01/2024	Sold 180,000 Par Value Of Wisconsin Pwr Lt Co 3.950% 9/01/32 Trade Date 2/28/24 Sold Through BofA Securities, Inc. Sold On The Marketaxess Corporation Swift External Ref#: 8405903930449983 180,000 Par Value At 91.855 % 976826BQ9	- 180,000.000	- 178,844.10	165,339.00
Total Sales			**- 180,000.000**	**- 178,844.10**	**165,339.00**
Net Trades Pending Settlement			**- 180,000.000**	**- 178,844.10**	**165,339.00**

BOND SUMMARY

	PAR VALUE	MARKET VALUE	PERCENTAGE OF CATEGORY
SHORT-TERM MATURITY DETAIL			
31 to 60 Days			
U S Treasury I P S 0.500% 4/15/24	401,372.40	402,098.88	64.75
Total 31 to 60 Days	**401,372.40**	**402,098.88**	**64.75**
61 to 90 Days			
Manitoba Province Of 3.050% 5/14/24	210,000.00	208,966.80	33.65
Total 61 to 90 Days	**210,000.00**	**208,966.80**	**33.65**
91 to 120 Days			
Total 91 to 120 Days	**.00**	**.00**	**0.00**
121 to 180 Days			
Utah ST Build 4.554% 7/01/24	10,000.00	9,958.30	1.60
Total 121 to 180 Days	**10,000.00**	**9,958.30**	**1.60**
Total	**621,372.40**	**621,023.98**	**100.00**
MATURITY SUMMARY			
2024	621,372.40	621,023.98	4.27
2025	160,000.00	157,192.00	1.08
2026	2,779,319.06	2,596,477.51	17.83
2027	1,617,606.56	1,555,562.75	10.68
2028	855,000.00	819,554.70	5.63
2029	3,315,000.00	3,127,525.90	21.48
2030	546,726.87	496,460.43	3.41
2031	1,028,294.25	856,864.13	5.89

BOND SUMMARY (continued)

	PAR VALUE	MARKET VALUE	PERCENTAGE OF CATEGORY
2032	1,380,000.00	1,217,891.45	8.37
2033	1,960,000.00	1,850,981.15	12.70
2034 - 2038	757,031.21	757,376.66	5.19
2039 - 2043	118,844.82	104,702.58	0.71
2044 - 2048	163,204.08	144,427.45	0.99
2049 - 2053	250,000.00	236,838.80	1.62
OVER 2053	23,334.75	22,580.57	0.15
Total	**15,575,734.00**	**14,565,460.06**	**100.00**
MOODY'S RATING			
Aaa	7,982,530.82	7,430,422.25	51.02
Aa2	400,000.00	388,663.10	2.67
A1	1,570,021.12	1,444,671.81	9.92
A2	1,180,000.00	1,104,658.25	7.58
A3	675,000.00	615,906.65	4.23
Baa1	255,000.00	259,834.00	1.78
Baa2	1,550,000.00	1,463,922.45	10.05
Baa3	1,125,000.00	1,054,715.15	7.24
WR	165,000.00	165,000.00	1.13
N/A	673,182.06	637,666.40	4.38
Total	**15,575,734.00**	**14,565,460.06**	**100.00**
S&P RATING			
AAA	407,188.93	394,361.17	2.71
AA+	125,000.00	124,883.75	0.86
AA-	190,000.00	179,696.30	1.23
A+	360,000.00	363,921.30	2.50
A	773,204.08	706,744.70	4.85
A-	1,715,000.00	1,557,468.95	10.69
BBB+	920,000.00	873,470.00	6.00
BBB	1,890,000.00	1,856,841.15	12.75
BBB-	1,105,000.00	977,156.55	6.71
N/A	7,925,340.99	7,365,916.19	50.57
N/R	165,000.00	165,000.00	1.13
Total	**15,575,734.00**	**14,565,460.06**	**100.00**

00396704
28- -01-B -62 -066-04
0101 -19-00883-04

Account Number: 001050970130
TEXAS SOUTHERN UNIVERSITY
DCM ADVISORS, LLC AS
INVESTMENT MANAGER

This statement is for the period from February 1, 2024 to February 29, 2024

Questions?
If you have any questions regarding your account or this statement, please contact your Account Manager.

Account Manager:
DANIELLE GROSS
1025 CONNECTICUT AVENUE SUITE 510
WASHINGTON DC 20036
Phone: 202-261-0782
E-mail: danielle.gross1@usbank.com

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ATLANTA CONSULTING GROUP
MATTHEW BAUDER
309 EAST PACES FERRY RD, SUITE 600

ATLANTA GA 30305

TABLE OF CONTENTS

Schedule	Page
Market And Cost Reconciliation	3
Cash Reconciliation	4
Asset Summary	5
Asset Detail	6
Income Accrual Detail	15
Investment Activity	18
Plan Expenses	20
Purchases	21
Sales And Maturities	26
Broker Commissions	27

MARKET AND COST RECONCILIATION

	02/29/2024 MARKET	02/29/2024 BOOK VALUE
Beginning Market And Cost	**28,459,218.83**	**13,405,364.39**
Investment Activity		
Interest	8,623.63	8,623.63
Dividends	27,152.82	27,152.82
Realized Gain/Loss	145.20	145.20
Change In Unrealized Gain/Loss	799,250.53	.00
Net Accrued Income (Current-Prior)	17,207.52	17,207.52
Total Investment Activity	**852,379.70**	**53,129.17**
Plan Expenses		
Trust Fees	- 704.07	- 704.07
Total Plan Expenses	**- 704.07**	**- 704.07**
Net Change In Market And Cost	**851,675.63**	**52,425.10**
Ending Market And Cost	**29,310,894.46**	**13,457,789.49**

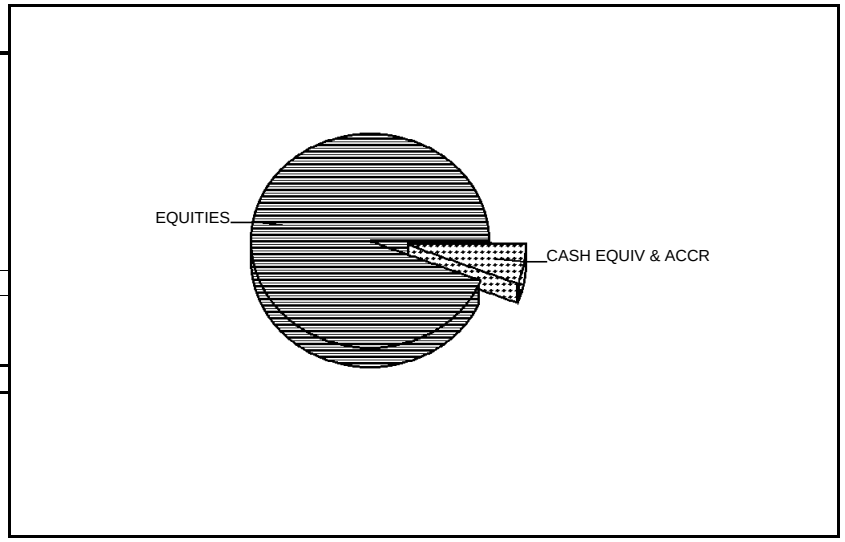
CASH RECONCILIATION

Beginning Cash	**14,347.49**
Investment Activity	
Interest	8,623.63
Dividends	27,152.82
Cash Equivalent Purchases	- 49,565.07
Purchases	- 231,928.93
Cash Equivalent Sales	231,928.93
Sales/Maturities	145.20
Total Investment Activity	**- 13,643.42**
Plan Expenses	
Trust Fees	- 704.07
Total Plan Expenses	**- 704.07**
Net Change In Cash	**- 14,347.49**
Ending Cash	**.00**

ASSET SUMMARY

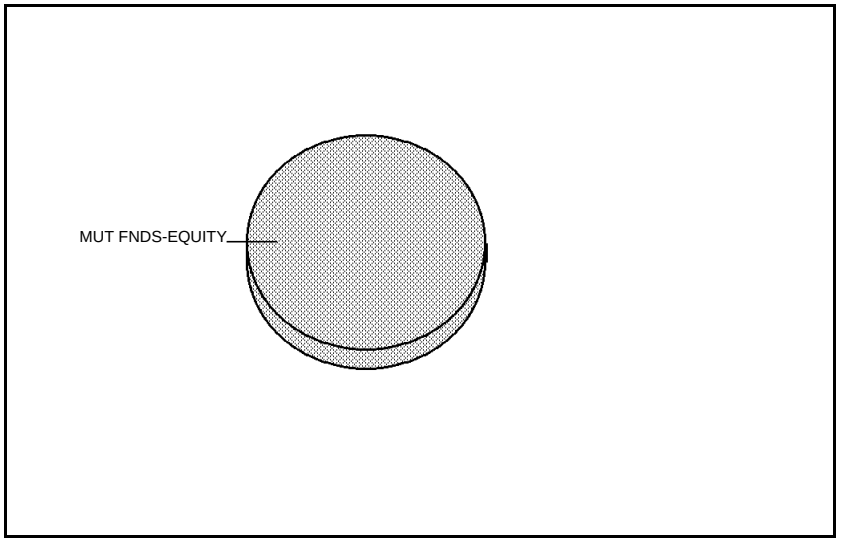
ASSETS	02/29/2024 MARKET	02/29/2024 BOOK VALUE	% OF MARKET
Cash And Equivalents	1,768,476.41	1,768,476.41	6.04
Domestic Common Stocks	25,932,474.97	9,829,286.92	88.47
Foreign Stocks	1,340,435.38	1,649,956.95	4.57
Mutual Funds-Equity	219,991.90	160,553.41	0.75
Total Assets	**29,261,378.66**	**13,408,273.69**	**99.83**
Accrued Income	49,515.80	49,515.80	0.17
Grand Total	**29,310,894.46**	**13,457,789.49**	**100.00**

Estimated Annual Income **484,036.51**



ASSET SUMMARY MESSAGES

Estimated Annual Income is an estimate provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.



ASSET DETAIL

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Cash And Equivalents						
Money Markets						
First Am Govt Ob Fd Cl Z 31846V567 Asset Minor Code 1	1,768,476.410	1,768,476.41 1.0000	1,768,476.41	.00 .00	7,378.55	5.17
Total Money Markets	**1,768,476.410**	**1,768,476.41**	**1,768,476.41**	**.00** **.00**	**7,378.55**	**5.16**
Total Cash And Equivalents	**1,768,476.410**	**1,768,476.41**	**1,768,476.41**	**.00** **.00**	**7,378.55**	**5.16**
Domestic Common Stocks						
At T Inc 00206R102 Asset Minor Code 42	8,753.000	148,188.29 16.9300	248,001.60	- 99,813.31 - 6,652.28	.00	6.56
Abbott Labs Com 002824100 Asset Minor Code 42	1,449.000	171,909.36 118.6400	33,867.67	138,041.69 7,955.01	.00	1.85
Abbvie Inc 00287Y109 Asset Minor Code 42	2,798.000	492,587.90 176.0500	133,825.56	358,762.34 32,596.70	.00	3.52
Alphabet Inc Cl C 02079K107 Asset Minor Code 42	13,810.000	1,930,361.80 139.7800	516,641.86	1,413,719.94 - 27,896.20	.00	0.00
Alphabet Inc Cl A 02079K305 Asset Minor Code 42	6,430.000	890,297.80 138.4600	377,255.86	513,041.94 - 10,545.20	.00	0.00
American Express Co 025816109 Asset Minor Code 42	2,678.000	587,606.76 219.4200	136,472.43	451,134.33 50,025.04	.00	1.09

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
American International Group 026874784 Asset Minor Code 42	7,371.000	537,272.19 72.8900	348,204.81	189,067.38 25,313.98	.00	1.98
Apple Inc Com 037833100 Asset Minor Code 42	12,592.000	2,276,004.00 180.7500	170,963.10	2,105,040.90 - 45,960.80	.00	0.53
Atlanta Braves Hldgs Inc Com Ser C 047726302 Asset Minor Code 42	46.000	1,799.52 39.1200	330.29	1,469.23 - 54.74	.00	0.00
Automatic Data Processing 053015103 Asset Minor Code 42	808.000	202,913.04 251.1300	46,645.51	156,267.53 4,322.80	.00	2.23
Bank Of America Corp 060505104 Asset Minor Code 42	13,452.000	464,363.04 34.5200	241,503.38	222,859.66 6,860.52	3,228.48	2.78
Berkshire Hathaway Inc Cl B 084670702 Asset Minor Code 42	1,057.000	432,735.80 409.4000	151,364.60	281,371.20 27,122.62	.00	0.00
Boeing Co The 097023105 Asset Minor Code 42	2,374.000	483,631.28 203.7200	212,677.49	270,953.79 - 16,813.28	.00	0.00
Booking Holdings Inc 09857L108 Asset Minor Code 42	111.000	385,040.13 3,468.8300	186,022.79	199,017.34 - 4,289.04	.00	1.01
Bristol Myers Squibb Co 110122108 Asset Minor Code 42	1,181.000	59,935.75 50.7500	66,017.90	- 6,082.15 2,220.28	.00	4.73
Csx Corp 126408103 Asset Minor Code 42	6,711.000	254,615.34 37.9400	49,242.41	205,372.93 15,032.64	805.32	1.27
Cvs Health Corp 126650100 Asset Minor Code 42	7,506.000	558,221.22 74.3700	484,450.32	73,770.90 44.80	.00	3.58

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Citigroup Inc 172967424 Asset Minor Code 42	3,853.000	213,802.97 55.4900	285,136.52	- 71,333.55 - 2,620.04	.00	3.82
Comcast Corp Class A 20030N101 Asset Minor Code 42	9,549.000	409,174.65 42.8500	352,493.11	56,681.54 - 35,235.81	.00	2.89
Conocophillips 20825C104 Asset Minor Code 42	1,657.000	186,478.78 112.5400	86,837.61	99,641.17 1,138.79	1,292.46	2.06
Walt Disney Co The 254687106 Asset Minor Code 42	5,370.000	599,184.60 111.5800	486,630.81	112,553.79 83,396.10	.00	0.67
Discover Finl Svcs 254709108 Asset Minor Code 42	1,044.000	126,010.80 120.7000	19,247.52	106,763.28 15,847.92	730.80	2.32
Dow Inc 260557103 Asset Minor Code 42	660.000	36,880.80 55.8800	20,614.39	16,266.41 1,504.80	462.00	5.01
Dupont De Nemours Inc Wi 26614N102 Asset Minor Code 42	1,353.000	93,614.07 69.1900	66,103.69	27,510.38 10,033.77	514.14	2.20
Ebay Inc Com 278642103 Asset Minor Code 42	1,772.000	83,780.16 47.2800	32,540.70	51,239.46 11,004.12	.00	2.28
Meta Platforms Inc 30303M102 Asset Minor Code 42	3,229.000	1,582,629.77 490.1300	545,717.96	1,036,911.81 322,867.71	1,614.50	0.41
Fox Corp Class A W I 35137L105 Asset Minor Code 42	2,010.000	59,877.90 29.7900	81,947.70	- 22,069.80 - 5,045.10	.00	1.75
Esc Gci Liberty Inc Sr 361ESC049 Asset Minor Code 42 Date Last Priced: 06/20/23	1,627.000	.00 .0000 @	1.00	- 1.00 .00	.00	0.00

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Goldman Sachs Group Inc 38141G104 Asset Minor Code 42	908.000	353,257.40 389.0500	132,429.77	220,827.63 4,576.32	2,497.00	2.83
Home Depot Inc 437076102 Asset Minor Code 42	1,101.000	419,051.61 380.6100	47,011.89	372,039.72 30,442.65	.00	2.36
Honeywell International Inc 438516106 Asset Minor Code 42	1,516.000	301,274.68 198.7300	164,330.27	136,944.41 - 4,416.48	1,637.28	2.17
J P Morgan Chase Co Com 46625H100 Asset Minor Code 42	3,057.000	568,785.42 186.0600	248,087.69	320,697.73 35,766.90	.00	2.26
Jacobs Solutions Inc 46982L108 Asset Minor Code 42	771.000	113,067.15 146.6500	38,204.46	74,862.69 9,159.48	223.59	0.79
Johnson Johnson 478160104 Asset Minor Code 42	1,080.000	174,290.40 161.3800	105,532.62	68,757.78 2,771.50	1,285.20	2.95
Liberty Broadband A 530307107 Asset Minor Code 42	848.000	51,007.20 60.1500	6,846.63	44,160.57 - 14,984.16	.00	0.00
Liberty Broadband C 530307305 Asset Minor Code 42	3,228.000	194,261.04 60.1800	117,847.39	76,413.65 - 58,975.56	.00	0.00
Liberty Media Corp 531229722 Asset Minor Code 42	2,597.000	103,412.54 39.8200	41,866.54	61,546.00 6,622.35	.00	0.00
Liberty Media Corp Del Com 531229748 Asset Minor Code 42	848.000	32,724.32 38.5900	6,126.28	26,598.04 1,492.48	.00	0.00

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Liberty Media Corp Del Com 531229755 Asset Minor Code 42	1,604.000	116,707.04 72.7600	17,607.74	99,099.30 8,838.04	.00	0.00
Liberty Media Corp 531229789 Asset Minor Code 42	10,116.000	293,161.68 28.9800	118,792.50	174,369.18 - 13,960.08	.00	0.00
Liberty Media Corp 531229813 Asset Minor Code 42	3,393.000	98,872.02 29.1400	17,017.93	81,854.09 - 4,241.25	.00	0.00
Lowes Co Inc 548661107 Asset Minor Code 42	2,382.000	573,275.94 240.6700	97,407.66	475,868.28 66,291.06	.00	1.83
Madison Square Garden Sports Corp 55825T103 Asset Minor Code 42	840.000	158,079.60 188.1900	128,969.17	29,110.43 2,595.60	.00	0.00
Madison Square Garden Entertainment 558256103 Asset Minor Code 42	840.000	32,331.60 38.4900	30,017.72	2,313.88 4,326.00	.00	0.00
Sphere Entertainment Co 55826T102 Asset Minor Code 42	840.000	36,372.00 43.3000	25,883.08	10,488.92 6,652.80	.00	0.00
Marathon Petroleum Corp 56585A102 Asset Minor Code 42	4,067.000	688,258.41 169.2300	122,134.83	566,123.58 14,763.21	3,355.28	1.95
Merck Co Inc 58933Y105 Asset Minor Code 42	2,967.000	377,254.05 127.1500	88,230.25	289,023.80 18,899.79	.00	2.42
Microsoft Corp Com 594918104 Asset Minor Code 42	6,194.000	2,562,086.16 413.6400	399,319.90	2,162,766.26 99,475.64	4,645.50	0.73
Mondelez Intl Inc Cl A 609207105 Asset Minor Code 42	1,185.000	86,587.95 73.0700	20,721.21	65,866.74 - 2,607.00	.00	2.33

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Morgan Stanley Com New 617446448 Asset Minor Code 42	4,167.000	358,528.68 86.0400	145,497.34	213,031.34 - 5,000.40	.00	3.95
Netflix Com Inc 64110L106 Asset Minor Code 42	663.000	399,735.96 602.9200	124,164.96	275,571.00 25,731.03	.00	0.00
Oracle Corporation 68389X105 Asset Minor Code 42	5,924.000	661,592.32 111.6800	207,111.45	454,480.87 - 118.48	.00	1.43
Paypal Holdings Inc 70450Y103 Asset Minor Code 42	7,280.000	439,275.20 60.3400	383,222.37	56,052.83 - 7,450.03	.00	0.00
Pepsico Inc 713448108 Asset Minor Code 42	1,833.000	303,068.22 165.3400	158,917.71	144,150.51 - 5,847.27	2,318.75	3.06
Pfizer Inc 717081103 Asset Minor Code 42	6,742.000	179,067.52 26.5600	184,369.37	- 5,301.85 - 3,300.84	1,596.00	6.33
Phillips 66 718546104 Asset Minor Code 42	1,104.000	157,331.04 142.5100	60,693.25	96,637.79 - 1,987.20	1,159.20	2.95
Procter Gamble Co 742718109 Asset Minor Code 42	634.000	100,767.96 158.9400	38,963.34	61,804.62 1,141.20	.00	2.37
Rtx Corporation 75513E101 Asset Minor Code 42	6,510.000	583,751.70 89.6700	341,001.46	242,750.24 - 9,439.50	3,840.90	2.63
Rockwell Automation Inc 773903109 Asset Minor Code 42	740.000	210,959.20 285.0800	53,882.97	157,076.23 23,532.00	925.00	1.75
Texas Instruments Inc 882508104 Asset Minor Code 42	466.000	77,975.78 167.3300	15,952.40	62,023.38 3,403.66	.00	3.11

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Travelers Cos Inc 89417E109 Asset Minor Code 42	2,084.000	460,480.64 220.9600	132,442.12	328,038.52 20,006.40	.00	1.81
Union Pacific Corp Com 907818108 Asset Minor Code 42	2,571.000	652,236.99 253.6900	187,315.80	464,921.19 25,092.96	3,342.30	2.05
Visa Inc Com Cl A 92826C839 Asset Minor Code 42	912.000	257,767.68 282.6400	75,720.45	182,047.23 8,554.56	474.24	0.74
Warner Bros Discovery Inc Series A 934423104 Asset Minor Code 42	3,167.000	27,837.93 8.7900	90,304.51	- 62,466.58 - 3,895.41	.00	0.00
Wells Fargo Co New Com 949746101 Asset Minor Code 42	8,258.000	459,062.22 55.5900	274,583.30	184,478.92 45,477.68	2,701.30	2.52
Total Domestic Common Stocks	**224,688.000**	**25,932,474.97**	**9,829,286.92**	**16,103,188.05** **791,564.76**	**38,649.24**	**1.37**

Foreign Stocks

Medtronic Plc Shs G5960L103 Asset Minor Code 53	3,576.000	298,095.36 83.3600	273,669.63	24,425.73 - 14,947.68	.00	3.31
Chubb Limited Com H1467J104 Asset Minor Code 53	896.000	225,496.32 251.6700	103,177.60	122,318.72 5,976.32	.00	1.37
Te Connectivity Ltd Shs H84989104 Asset Minor Code 53	1,430.000	205,290.80 143.5600	133,938.50	71,352.30 1,959.10	843.70	1.64
Alibaba Group Hldg Ltd A D R 01609W102 Asset Minor Code 53	3,864.000	286,051.92 74.0300	719,663.01	- 433,611.09 7,187.04	.00	1.32

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Enbridge Inc 29250N105 Asset Minor Code 53	3,159.000	108,732.78 34.4200	79,687.32	29,045.46 - 3,411.72	2,132.81	7.85
Schlumberger Ltd Com Stk 806857108 Asset Minor Code 53	1,860.000	89,893.80 48.3300	133,182.64	- 43,288.84 - 742.45	511.50	2.28
Tencent Hldgs Ltd A D R 88032Q109 Asset Minor Code 53	3,631.000	126,874.40 34.9420	206,638.25	- 79,763.85 370.36	.00	0.77
Total Foreign Stocks	**18,416.000**	**1,340,435.38**	**1,649,956.95**	**- 309,521.57** **- 3,609.03**	**3,488.01**	**2.36**
Mutual Funds						
Mutual Funds-Equity						
Ishares Russel 3000 Etf 464287689 Asset Minor Code 94	755.000	219,991.90 291.3800	160,553.41	59,438.49 11,294.80	.00	1.22
Total Mutual Funds-Equity	**755.000**	**219,991.90**	**160,553.41**	**59,438.49** **11,294.80**	**.00**	**1.21**
Total Mutual Funds	**755.000**	**219,991.90**	**160,553.41**	**59,438.49** **11,294.80**	**.00**	**1.21**
Total Assets	**2,012,335.410**	**29,261,378.66**	**13,408,273.69**	**15,853,104.97** **799,250.53**	**49,515.80**	**1.65**
Accrued Income	**.000**	**49,515.80**	**49,515.80**			
Grand Total	**2,012,335.410**	**29,310,894.46**	**13,457,789.49**			

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

For further information, please contact your account manager or relationship manager.

We provide a cash management administrative service for the temporary investment of principal and income balances in your account. The fee for providing this service will not exceed $0.42 per month for each $1,000 of the average daily balance invested under the cash management administrative service. The charge for this service has been deducted from your account.

Yield on Market and Accrued Income are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.

@ No current price is available.

The asset categories used in this statement may be general in nature. For example, assets listed under the "Mutual Funds" category may include open-end investment companies registered under the Investment Company Act of 1940 (which are commonly known as "mutual funds") but may also include closed-end investment companies, unit investment trusts, common trust funds, collective trust funds or other investments that are registered with (or not subject to registration with) the Securities and Exchange Commission.

INCOME ACCRUAL DETAIL

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
Cash And Equivalents								
1,768,476.410	First Am Govt Ob Fd Cl Z 31846V567		03/01/24	0.05	8,623.63	7,378.55	8,623.63	7,378.55
Total Cash And Equivalents					**8,623.63**	**7,378.55**	**8,623.63**	**7,378.55**
Domestic Common Stocks								
8,753.000	At T Inc 00206R102	01/09/24	02/01/24	1.11	2,428.96	.00	2,428.96	.00
1,449.000	Abbott Labs Com 002824100	01/11/24	02/15/24	2.20	796.95	.00	796.95	.00
2,798.000	Abbvie Inc 00287Y109	01/12/24	02/15/24	6.20	4,336.90	.00	4,336.90	.00
2,678.000	American Express Co 025816109	01/04/24	02/09/24	2.40	1,606.80	.00	1,606.80	.00
12,592.000	Apple Inc Com 037833100	02/09/24	02/15/24	0.96	.00	3,022.08	3,022.08	.00
13,452.000	Bank Of America Corp 060505104	02/29/24	03/29/24	0.96	.00	3,228.48	.00	3,228.48
1,181.000	Bristol Myers Squibb Co 110122108	01/04/24	02/01/24	2.40	708.60	.00	708.60	.00
6,711.000	Csx Corp 126408103	02/28/24	03/15/24	0.48	.00	805.32	.00	805.32
7,506.000	Cvs Health Corp 126650100	01/19/24	02/01/24	2.66	4,885.09	.00	4,885.09	.00
3,853.000	Citigroup Inc 172967424	02/02/24	02/23/24	2.12	.00	2,042.09	2,042.09	.00
1,657.000	Conocophillips 20825C104	02/15/24	03/01/24	2.32	.00	1,292.46	.00	1,292.46

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
1,044.000	Discover Finl Svcs 254709108	02/21/24	03/07/24	2.80	.00	730.80	.00	730.80
660.000	Dow Inc 260557103	02/28/24	03/08/24	2.80	.00	462.00	.00	462.00
1,353.000	Dupont De Nemours Inc Wi 26614N102	02/28/24	03/15/24	1.52	.00	514.14	.00	514.14
3,229.000	Meta Platforms Inc 30303M102	02/21/24	03/26/24	2.00	.00	1,614.50	.00	1,614.50
908.000	Goldman Sachs Group Inc 38141G104	02/28/24	03/28/24	11.00	.00	2,497.00	.00	2,497.00
1,516.000	Honeywell International Inc 438516106	02/29/24	03/15/24	4.32	.00	1,637.28	.00	1,637.28
771.000	Jacobs Solutions Inc 46982L108	02/22/24	03/22/24	1.16	.00	223.59	.00	223.59
1,080.000	Johnson Johnson 478160104	02/16/24	03/05/24	4.76	.00	1,285.20	.00	1,285.20
2,382.000	Lowes Co Inc 548661107	01/23/24	02/07/24	4.40	2,620.20	.00	2,620.20	.00
4,067.000	Marathon Petroleum Corp 56585A102	02/20/24	03/11/24	3.30	.00	3,355.28	.00	3,355.28
6,194.000	Microsoft Corp Com 594918104	02/14/24	03/14/24	3.00	.00	4,645.50	.00	4,645.50
4,167.000	Morgan Stanley Com New 617446448	01/30/24	02/15/24	3.40	3,541.95	.00	3,541.95	.00
1,833.000	Pepsico Inc 713448108	02/29/24	04/01/24	5.06	.00	2,318.75	.00	2,318.75
6,742.000	Pfizer Inc 717081103	01/25/24	03/01/24	1.68	1,596.00	.00	.00	1,596.00

INCOME ACCRUAL DETAIL (continued)

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
1,104.000	Phillips 66 718546104	02/16/24	03/01/24	4.20	.00	1,159.20	.00	1,159.20
634.000	Procter Gamble Co 742718109	01/18/24	02/15/24	3.76	596.40	.00	596.40	.00
6,510.000	Rtx Corporation 75513E101	02/22/24	03/21/24	2.36	.00	3,840.90	.00	3,840.90
740.000	Rockwell Automation Inc 773903109	02/16/24	03/11/24	5.00	.00	925.00	.00	925.00
466.000	Texas Instruments Inc 882508104	01/30/24	02/13/24	5.20	566.80	.00	566.80	.00
2,571.000	Union Pacific Corp Com 907818108	02/28/24	03/29/24	5.20	.00	3,342.30	.00	3,342.30
912.000	Visa Inc Com Cl A 92826C839	02/08/24	03/01/24	2.08	.00	474.24	.00	474.24
8,258.000	Wells Fargo Co New Com 949746101	02/01/24	03/01/24	1.40	.00	2,701.30	.00	2,701.30
Total Domestic Common Stocks					**23,684.65**	**42,117.41**	**27,152.82**	**38,649.24**
Foreign Stocks								
1,430.000	Te Connectivity Ltd Shs H84989104	02/15/24	03/01/24	2.36	.00	843.70	.00	843.70
3,159.000	Enbridge Inc 29250N105	02/14/24	03/01/24	2.70	.00	2,132.81	.00	2,132.81
1,860.000	Schlumberger Ltd Com Stk 806857108	02/06/24	04/04/24	1.10	.00	511.50	.00	511.50
Total Foreign Stocks					**.00**	**3,488.01**	**.00**	**3,488.01**
Grand Total					**32,308.28**	**52,983.97**	**35,776.45**	**49,515.80**

INVESTMENT ACTIVITY

DATE	DESCRIPTION	CASH
Interest		
First Am Govt Ob Fd Cl Z 31846V567		
02/01/2024	Interest From 1/1/24 To 1/31/24	8,623.63
Total Interest		**8,623.63**
Dividends		
Abbott Labs Com 002824100		
02/15/2024	0.55 USD/Share On 1,449 Shares Due 2/15/24	796.95
Abbvie Inc 00287Y109		
02/15/2024	1.55 USD/Share On 2,798 Shares Due 2/15/24	4,336.90
American Express Co 025816109		
02/09/2024	0.60 USD/Share On 2,678 Shares Due 2/9/24	1,606.80
Apple Inc Com 037833100		
02/15/2024	0.24 USD/Share On 12,592 Shares Due 2/15/24	3,022.08
At T Inc 00206R102		
02/01/2024	0.2775 USD/Share On 8,753 Shares Due 2/1/24	2,428.96
Bristol Myers Squibb Co 110122108		
02/01/2024	0.60 USD/Share On 1,181 Shares Due 2/1/24	708.60
Citigroup Inc 172967424		

INVESTMENT ACTIVITY (continued)

DATE	DESCRIPTION	CASH
02/23/2024	0.53 USD/Share On 3,853 Shares Due 2/23/24	2,042.09
Cvs Health Corp 126650100		
02/01/2024	0.665 USD/Share On 7,346 Shares Due 2/1/24	4,885.09
Lowes Co Inc 548661107		
02/07/2024	1.10 USD/Share On 2,382 Shares Due 2/7/24	2,620.20
Morgan Stanley Com New 617446448		
02/15/2024	0.85 USD/Share On 4,167 Shares Due 2/15/24	3,541.95
Procter Gamble Co 742718109		
02/15/2024	0.9407 USD/Share On 634 Shares Due 2/15/24	596.40
Texas Instruments Inc 882508104		
02/13/2024	1.30 USD/Share On 436 Shares Due 2/13/24	566.80
Total Dividends		**27,152.82**

PLAN EXPENSES

DATE	DESCRIPTION	CASH
Trust Fees		
Trust Fees		
02/23/2024	Collected	- 704.07
	Charged For Period 01/01/2024 Thru 01/31/2024	
Total Trust Fees		**- 704.07**
Total Trust Fees		**- 704.07**
Total Plan Expenses		**- 704.07**

PURCHASES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Cash And Equivalents					
02/01/2024	Purchased 22,370.14 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/1/24 31846V567	22,370.140	.00	- 22,370.14	22,370.14
02/02/2024	Purchased 8,623.63 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/2/24 31846V567	8,623.630	.00	- 8,623.63	8,623.63
02/07/2024	Purchased 2,620.2 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/7/24 31846V567	2,620.200	.00	- 2,620.20	2,620.20
02/09/2024	Purchased 1,606.8 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/9/24 31846V567	1,606.800	.00	- 1,606.80	1,606.80
02/13/2024	Purchased 566.8 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/13/24 31846V567	566.800	.00	- 566.80	566.80
02/15/2024	Purchased 12,294.28 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/15/24 31846V567	12,294.280	.00	- 12,294.28	12,294.28
02/21/2024	Purchased 145.2 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/21/24 31846V567	145.200	.00	- 145.20	145.20

PURCHASES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
02/23/2024	Purchased 1,338.02 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/23/24 31846V567	1,338.020	.00	- 1,338.02	1,338.02
Total First Am Govt Ob Fd Cl Z		**49,565.070**	**.00**	**- 49,565.07**	**49,565.07**
Total Cash And Equivalents		**49,565.070**	**.00**	**- 49,565.07**	**49,565.07**
Domestic Common Stock					
02/01/2024	Purchased 250 Shares Of American International Group Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 250 Shares At 67.90 USD 026874784	250.000	2.50	- 16,977.50	16,977.50
Total American International Group		**250.000**	**2.50**	**- 16,977.50**	**16,977.50**
02/01/2024	Purchased 155 Shares Of Boeing Co The Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 155 Shares At 207.3887 USD 097023105	155.000	1.55	- 32,146.80	32,146.80
Total Boeing Co The		**155.000**	**1.55**	**- 32,146.80**	**32,146.80**
02/01/2024	Purchased 110 Shares Of Conocophillips Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 110 Shares At 111.60 USD 20825C104	110.000	1.10	- 12,277.10	12,277.10

PURCHASES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Total Conocophillips		**110.000**	**1.10**	**- 12,277.10**	**12,277.10**
02/01/2024	Purchased 160 Shares Of Cvs Health Corp Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 160 Shares At 74.08 USD 126650100	160.000	1.60	- 11,854.40	11,854.40
Total Cvs Health Corp		**160.000**	**1.60**	**- 11,854.40**	**11,854.40**
02/01/2024	Purchased 90 Shares Of Dupont De Nemours Inc Wi Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 90 Shares At 61.40 USD 26614N102	90.000	.90	- 5,526.90	5,526.90
Total Dupont De Nemours Inc Wi		**90.000**	**.90**	**- 5,526.90**	**5,526.90**
02/01/2024	Purchased 100 Shares Of Honeywell International Inc Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 100 Shares At 192.90 USD 438516106	100.000	1.00	- 19,291.00	19,291.00
Total Honeywell International Inc		**100.000**	**1.00**	**- 19,291.00**	**19,291.00**
02/01/2024	Purchased 70 Shares Of Johnson Johnson Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 70 Shares At 157.56 USD 478160104	70.000	.70	- 11,029.90	11,029.90

PURCHASES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Total Johnson Johnson		**70.000**	**.70**	**- 11,029.90**	**11,029.90**
02/01/2024	Purchased 475 Shares Of Paypal Holdings Inc Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 475 Shares At 61.5447 USD 70450Y103	475.000	4.75	- 29,238.48	29,238.48
Total Paypal Holdings Inc		**475.000**	**4.75**	**- 29,238.48**	**29,238.48**
02/01/2024	Purchased 2,000 Shares Of Pfizer Inc Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 2,000 Shares At 26.9675 USD 717081103	2,000.000	20.00	- 53,955.00	53,955.00
Total Pfizer Inc		**2,000.000**	**20.00**	**- 53,955.00**	**53,955.00**
02/01/2024	Purchased 30 Shares Of Texas Instruments Inc Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 30 Shares At 158.65 USD 882508104	30.000	.30	- 4,759.80	4,759.80
Total Texas Instruments Inc		**30.000**	**.30**	**- 4,759.80**	**4,759.80**
02/01/2024	Purchased 540 Shares Of Wells Fargo Co New Com Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 540 Shares At 48.685 USD 949746101	540.000	5.40	- 26,295.30	26,295.30

PURCHASES (continued)

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Total Wells Fargo Co New Com		**540.000**	**5.40**	**- 26,295.30**	**26,295.30**
Total Domestic Common Stock		**3,980.000**	**39.80**	**- 223,352.18**	**223,352.18**
Foreign Stock					
02/01/2024	Purchased 175 Shares Of Schlumberger Ltd Com Stk Trade Date 2/1/24 Purchased Through J.P. Morgan Securities LLC 175 Shares At 49.00 USD 806857108	175.000	1.75	- 8,576.75	8,576.75
Total Schlumberger Ltd Com Stk		**175.000**	**1.75**	**- 8,576.75**	**8,576.75**
Total Foreign Stock		**175.000**	**1.75**	**- 8,576.75**	**8,576.75**
Total Purchases		**53,720.070**	**41.55**	**- 281,494.00**	**281,494.00**

SALES AND MATURITIES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
Cash And Equivalents						
02/05/2024	Sold 231,928.93 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/5/24 31846V567	- 231,928.930	.00	231,928.93	- 231,928.93	.00
Total First Am Govt Ob Fd Cl Z		**- 231,928.930**	**.00**	**231,928.93**	**- 231,928.93**	**.00**
Total Cash And Equivalents		**- 231,928.930**	**.00**	**231,928.93**	**- 231,928.93**	**.00**
Securities Litigation Proceeds						
02/21/2024	Class Action Receipt Bank Of America Corporation (2016) Proceeds From Securities Litigation #95 01/26/2024 Payment Id 710721	.000	.00	145.20	.00	145.20
Total Cash		**.000**	**.00**	**145.20**	**.00**	**145.20**
Total Securities Litigation Proceeds		**.000**	**.00**	**145.20**	**.00**	**145.20**
Total Sales And Maturities		**- 231,928.930**	**.00**	**232,074.13**	**- 231,928.93**	**145.20**

SALES AND MATURITIES MESSAGES

Realized gain/loss should not be used for tax purposes.

BROKER COMMISSIONS

BROKER/PARTY SHARES/ UNITS	DATE	DESCRIPTION	PURCHASE COST/ SALE PROCEEDS	BROKER COMMISSION	OTHER EXPENSE	TOTAL COST/ NET PROCEEDS
J.P. Morgan Securities LLC						
250.000	02/01/2024	Bought American International Group 026874784	16,975.00	2.50	.00	16,977.50
155.000	02/01/2024	Bought Boeing Co The 097023105	32,145.25	1.55	.00	32,146.80
160.000	02/01/2024	Bought Cvs Health Corp 126650100	11,852.80	1.60	.00	11,854.40
110.000	02/01/2024	Bought Conocophillips 20825C104	12,276.00	1.10	.00	12,277.10
90.000	02/01/2024	Bought Dupont De Nemours Inc Wi 26614N102	5,526.00	.90	.00	5,526.90
100.000	02/01/2024	Bought Honeywell International Inc 438516106	19,290.00	1.00	.00	19,291.00
70.000	02/01/2024	Bought Johnson Johnson 478160104	11,029.20	.70	.00	11,029.90
475.000	02/01/2024	Bought Paypal Holdings Inc 70450Y103	29,233.73	4.75	.00	29,238.48
2,000.000	02/01/2024	Bought Pfizer Inc 717081103	53,935.00	20.00	.00	53,955.00
175.000	02/01/2024	Bought Schlumberger Ltd Com Stk 806857108	8,575.00	1.75	.00	8,576.75

BROKER COMMISSIONS (continued)

BROKER/PARTY SHARES/ UNITS	DATE	DESCRIPTION	PURCHASE COST/ SALE PROCEEDS	BROKER COMMISSION	OTHER EXPENSE	TOTAL COST/ NET PROCEEDS
30.000	02/01/2024	Bought Texas Instruments Inc 882508104	4,759.50	.30	.00	4,759.80
540.000	02/01/2024	Bought Wells Fargo Co New Com 949746101	26,289.90	5.40	.00	26,295.30
Total J.P. Morgan Securities LLC			**231,887.38**	**41.55**	**.00**	**231,928.93**
# Trades/Commission Per Share			12	.01		
Grand Total			**231,887.38**	**41.55**	**.00**	**231,928.93**

00397004
28- -01-B -62 -066-04
0101 -19-00883-04

Account Number: 001050970131
TEXAS SOUTHERN UNIVERSITY
MUTUAL FUNDS

This statement is for the period from February 1, 2024 to February 29, 2024

Questions?
If you have any questions regarding your account or this statement, please contact your Account Manager.

Account Manager:
DANIELLE GROSS
1025 CONNECTICUT AVENUE SUITE 510
WASHINGTON DC 20036
Phone: 202-261-0782
E-mail: danielle.gross1@usbank.com

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TABLE OF CONTENTS

Schedule	Page
Market And Cost Reconciliation	3
Cash Reconciliation	4
Asset Summary	5
Asset Detail	6
Income Accrual Detail	9
Investment Activity	10
Plan Expenses	11
Other Activity	12
Purchases	13
Sales And Maturities	14

MARKET AND COST RECONCILIATION

	02/29/2024 MARKET	02/29/2024 BOOK VALUE
Beginning Market And Cost	**33,978,335.60**	**30,983,153.96**
Investment Activity		
Interest	148.05	148.05
Dividends	19,445.98	19,445.98
Change In Unrealized Gain/Loss	1,227,657.76	.00
Net Accrued Income (Current-Prior)	- 13.42	- 13.42
Total Investment Activity	**1,247,238.37**	**19,580.61**
Plan Expenses		
Trust Fees	- 848.49	- 848.49
Total Plan Expenses	**- 848.49**	**- 848.49**
Other Activity		
Miscellaneous Receipts	19,445.98	19,445.98
Miscellaneous Disbursements	- 19,445.98	- 19,445.98
Total Other Activity	**.00**	**.00**
Net Change In Market And Cost	**1,246,389.88**	**18,732.12**
Ending Market And Cost	**35,224,725.48**	**31,001,886.08**

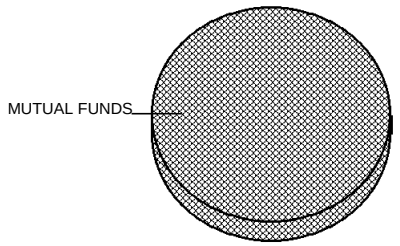
CASH RECONCILIATION

Beginning Cash	**- 19,445.98**
Investment Activity	
Interest	148.05
Dividends	19,445.98
Cash Equivalent Purchases	- 148.05
Purchases	- 19,623.58
Cash Equivalent Sales	848.49
Total Investment Activity	**670.89**
Plan Expenses	
Trust Fees	- 848.49
Total Plan Expenses	**- 848.49**
Other Activity	
Miscellaneous Receipts	19,445.98
Miscellaneous Disbursements	- 19,445.98
Total Other Activity	**.00**
Net Change In Cash	**- 177.60**
Ending Cash	**- 19,623.58**

ASSET SUMMARY

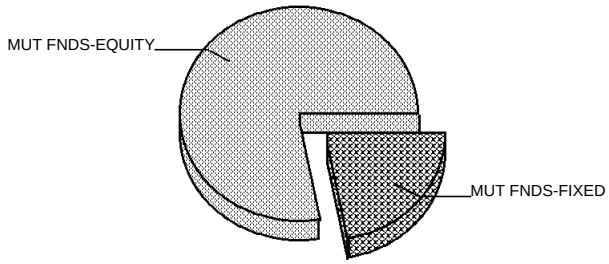
ASSETS	02/29/2024 MARKET	02/29/2024 BOOK VALUE	% OF MARKET
Cash And Equivalents	12,435.54	12,435.54	0.04
Mutual Funds-Equity	27,345,160.97	22,382,908.91	77.63
Mutual Funds-Fixed Income	7,866,994.34	8,606,407.00	22.33
Total Assets	**35,224,590.85**	**31,001,751.45**	**100.00**
Accrued Income	134.63	134.63	0.00
Grand Total	**35,224,725.48**	**31,001,886.08**	**100.00**

Estimated Annual Income **719,782.04**



ASSET SUMMARY MESSAGES

Estimated Annual Income is an estimate provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.



ASSET DETAIL

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Cash And Equivalents						
Money Markets						
First Am Govt Ob Fd Cl Z 31846V567 Asset Minor Code 1	32,059.120	32,059.12 1.0000	32,059.12	.00 .00	134.63	5.17
Total Money Markets	**32,059.120**	**32,059.12**	**32,059.12**	**.00** **.00**	**134.63**	**5.16**
Cash						
Cash		- 19,623.58	- 19,623.58			
Total Cash	**.000**	**- 19,623.58**	**- 19,623.58**	**.00** **.00**	**.00**	**0.00**
Total Cash And Equivalents	**32,059.120**	**12,435.54**	**12,435.54**	**.00** **.00**	**134.63**	**13.32**
Mutual Funds						
Mutual Funds-Equity						
Ishares Total US Stock Mkt Ind Fd 091936153 Asset Minor Code 98	653,683.826	15,296,201.53 23.4000	9,745,389.84	5,550,811.69 784,420.59	.00	1.37
Delaware Emerging Markets Fund 245914817 Asset Minor Code 98	196,058.473	3,978,026.42 20.2900	4,169,470.00	- 191,443.58 286,245.37	.00	2.83
Harding Loevner International Equity 412295107 Asset Minor Code 98	312,342.609	8,070,933.02 25.8400	8,468,049.07	- 397,116.05 237,380.39	.00	2.00

ASSET DETAIL (continued)

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Total Mutual Funds-Equity	**1,162,084.908**	**27,345,160.97**	**22,382,908.91**	**4,962,252.06** **1,308,046.35**	**.00**	**1.77**
Mutual Funds-Fixed Income						
Shenkman Short Duration High Income 00770X709 Asset Minor Code 99	444,995.703	4,334,258.15 9.7400	4,388,786.96	- 54,528.81 - 8,859.62	.00	5.40
Global Opportunities Bd Fd Cl I 524686334 Asset Minor Code 99	397,383.149	3,532,736.19 8.8900	4,217,620.04	- 684,883.85 - 71,528.97	.00	0.00
Total Mutual Funds-Fixed Income	**842,378.852**	**7,866,994.34**	**8,606,407.00**	**- 739,412.66** **- 80,388.59**	**.00**	**2.97**
Total Mutual Funds	**2,004,463.760**	**35,212,155.31**	**30,989,315.91**	**4,222,839.40** **1,227,657.76**	**.00**	**2.03**
Total Assets	**2,036,522.880**	**35,224,590.85**	**31,001,751.45**	**4,222,839.40** **1,227,657.76**	**134.63**	**2.04**
Accrued Income	**.000**	**134.63**	**134.63**			
Grand Total	**2,036,522.880**	**35,224,725.48**	**31,001,886.08**			

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

For further information, please contact your account manager or relationship manager.

We provide a cash management administrative service for the temporary investment of principal and income balances in your account. The fee for providing this service will not exceed $0.42 per month for each $1,000 of the average daily balance invested under the cash management administrative service. The charge for this service has been deducted from your account.

Yield on Market and Accrued Income are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.

The asset categories used in this statement may be general in nature. For example, assets listed under the "Mutual Funds" category may include open-end investment companies registered under the Investment Company Act of 1940 (which are commonly known as "mutual funds") but may also include closed-end investment companies, unit investment trusts, common trust funds, collective trust funds or other investments that are registered with (or not subject to registration with) the Securities and Exchange Commission.

INCOME ACCRUAL DETAIL

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
Cash And Equivalents								
32,059.120	First Am Govt Ob Fd Cl Z 31846V567		03/01/24	0.05	148.05	134.63	148.05	134.63
Total Cash And Equivalents					**148.05**	**134.63**	**148.05**	**134.63**
Mutual Funds-Fixed Income								
444,995.703	Shenkman Short Duration High Income 00770X709	02/29/24	02/29/24	0.53	.00	19,445.98	19,445.98	.00
Total Mutual Funds-Fixed Income					**.00**	**19,445.98**	**19,445.98**	**.00**
Grand Total					**148.05**	**19,580.61**	**19,594.03**	**134.63**

INVESTMENT ACTIVITY

DATE	DESCRIPTION	CASH
Interest		
First Am Govt Ob Fd Cl Z 31846V567		
02/01/2024	Interest From 1/1/24 To 1/31/24	148.05
Total Interest		**148.05**
Dividends		
Shenkman Short Duration High Income 00770X709		
02/02/2024	0.044096 USD/Share On 440,988.546 Shares Due 1/31/24 Dividend Payable 01/31/24	19,445.98
Total Dividends		**19,445.98**

PLAN EXPENSES

DATE	DESCRIPTION	CASH
Trust Fees		
Trust Fees		
02/23/2024	Collected	- 848.49
	Charged For Period 01/01/2024 Thru 01/31/2024	
Total Trust Fees		**- 848.49**
Total Trust Fees		**- 848.49**
Total Plan Expenses		**- 848.49**

OTHER ACTIVITY

DATE	DESCRIPTION	CASH
Miscellaneous Receipts		
Transfer From Income		
02/02/2024	Dividend Shenkman Short Duration High Income	19,445.98
Total Transfer From Income		**19,445.98**
Total Miscellaneous Receipts		**19,445.98**
Miscellaneous Disbursements		
Transfer To Principal		
02/02/2024	Dividend Shenkman Short Duration High Income	- 19,445.98
Total Transfer To Principal		**- 19,445.98**
Total Miscellaneous Disbursements		**- 19,445.98**
Total Other Activity		**.00**

PURCHASES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Cash And Equivalents					
02/02/2024	Purchased 148.05 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/2/24 31846V567	148.050	.00	- 148.05	148.05
Total First Am Govt Ob Fd Cl Z		**148.050**	**.00**	**- 148.05**	**148.05**
Total Cash And Equivalents		**148.050**	**.00**	**- 148.05**	**148.05**
Mutual Funds-Fixed Income					
02/29/2024	Purchased 2,014.741 Shares Shenkman Short Duration High Income @ 9.74 USD Through Reinvestment Of Cash Dividend Due 2/29/24 00770X709	2,014.741	.00	- 19,623.58	19,623.58
Total Shenkman Short Duration High Income		**2,014.741**	**.00**	**- 19,623.58**	**19,623.58**
Total Mutual Funds-Fixed Income		**2,014.741**	**.00**	**- 19,623.58**	**19,623.58**
Total Purchases		**2,162.791**	**.00**	**- 19,771.63**	**19,771.63**

SALES AND MATURITIES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
Cash And Equivalents						
02/23/2024	Sold 848.49 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/23/24 31846V567	- 848.490	.00	848.49	- 848.49	.00
Total First Am Govt Ob Fd Cl Z		**- 848.490**	**.00**	**848.49**	**- 848.49**	**.00**
Total Cash And Equivalents		**- 848.490**	**.00**	**848.49**	**- 848.49**	**.00**
Total Sales And Maturities		**- 848.490**	**.00**	**848.49**	**- 848.49**	**.00**

SALES AND MATURITIES MESSAGES

Realized gain/loss should not be used for tax purposes.

01401004
28- -01-B -62 -066-04
0101 -19-00883-04

Account Number: 1028785485
TEXAS SOUTHERN UNIVERSITY CASH

This statement is for the period from February 1, 2024 to February 29, 2024

Questions?
If you have any questions regarding your account or this statement, please contact your Account Manager.

Account Manager:
DANIELLE GROSS
1025 CONNECTICUT AVENUE SUITE 510
WASHINGTON DC 20036
Phone: 202-261-0782
E-mail: danielle.gross1@usbank.com

000011267 02 SP 000638669268632 S
ATLANTA CONSULTING GROUP
MATTHEW BAUDER
309 EAST PACES FERRY RD, SUITE 600

ATLANTA GA 30305

TABLE OF CONTENTS

Schedule	Page
Market And Cost Reconciliation	3
Cash Reconciliation	4
Asset Summary	5
Asset Detail	6
Income Accrual Detail	8
Investment Activity	9
Other Activity	10
Purchases	12
Sales And Maturities	13

MARKET AND COST RECONCILIATION

	02/29/2024 MARKET	02/29/2024 BOOK VALUE
Beginning Market And Cost	**5,051,015.64**	**5,051,015.64**
Investment Activity		
Interest	21,537.21	21,537.21
Net Accrued Income (Current-Prior)	- 1,324.04	- 1,324.04
Total Investment Activity	**20,213.17**	**20,213.17**
Other Activity		
Transfers In	165,448.15	165,448.15
Miscellaneous Receipts	175,141.36	175,141.36
Transfers Out	- 413,708.81	- 413,708.81
Miscellaneous Disbursements	- 175,141.36	- 175,141.36
Total Other Activity	**- 248,260.66**	**- 248,260.66**
Net Change In Market And Cost	**- 228,047.49**	**- 228,047.49**
Ending Market And Cost	**4,822,968.15**	**4,822,968.15**

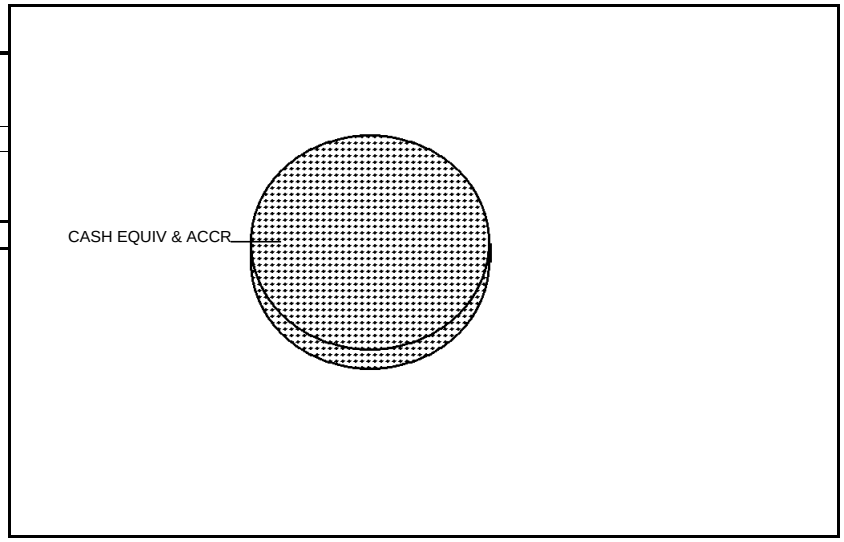
CASH RECONCILIATION

Beginning Cash	**.00**
Investment Activity	
Interest	21,537.21
Cash Equivalent Purchases	- 186,985.36
Cash Equivalent Sales	413,708.81
Total Investment Activity	**248,260.66**
Other Activity	
Transfers In	165,448.15
Miscellaneous Receipts	175,141.36
Transfers Out	- 413,708.81
Miscellaneous Disbursements	- 175,141.36
Total Other Activity	**- 248,260.66**
Net Change In Cash	**.00**
Ending Cash	**.00**

ASSET SUMMARY

ASSETS	02/29/2024 MARKET	02/29/2024 BOOK VALUE	% OF MARKET
Cash And Equivalents	4,802,754.98	4,802,754.98	99.58
Total Assets	**4,802,754.98**	**4,802,754.98**	**99.58**
Accrued Income	20,213.17	20,213.17	0.42
Grand Total	**4,822,968.15**	**4,822,968.15**	**100.00**

Estimated Annual Income **249,743.25**



ASSET SUMMARY MESSAGES

Estimated Annual Income is an estimate provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.

ASSET DETAIL

DESCRIPTION	SHARES/ FACE AMOUNT	MARKET PRICE/UNIT	BOOK VALUE	UNREALIZED GAIN (LOSS) SINCE INCEPTION/ CURRENT PERIOD	ENDING ACCRUAL	YIELD ON MARKET
Cash And Equivalents						
Money Markets						
First Am Govt Ob Fd Cl Z 31846V567 Asset Minor Code 1	4,802,754.980	4,802,754.98 1.0000	4,802,754.98	.00 .00	20,213.17	5.17
Total Money Markets	**4,802,754.980**	**4,802,754.98**	**4,802,754.98**	**.00** **.00**	**20,213.17**	**5.16**
Total Cash And Equivalents	**4,802,754.980**	**4,802,754.98**	**4,802,754.98**	**.00** **.00**	**20,213.17**	**5.16**
Total Assets	**4,802,754.980**	**4,802,754.98**	**4,802,754.98**	**.00** **.00**	**20,213.17**	**5.16**
Accrued Income	**.000**	**20,213.17**	**20,213.17**			
Grand Total	**4,802,754.980**	**4,822,968.15**	**4,822,968.15**			

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

ASSET DETAIL MESSAGES (continued)

For further information, please contact your account manager or relationship manager.

We provide a cash management administrative service for the temporary investment of principal and income balances in your account. The fee for providing this service will not exceed $0.42 per month for each $1,000 of the average daily balance invested under the cash management administrative service. The charge for this service has been deducted from your account.

Yield on Market and Accrued Income are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. The estimates may not represent the actual value earned by your investments and they provide no guarantee of what your investments may earn in the future.

The asset categories used in this statement may be general in nature. For example, assets listed under the "Mutual Funds" category may include open-end investment companies registered under the Investment Company Act of 1940 (which are commonly known as "mutual funds") but may also include closed-end investment companies, unit investment trusts, common trust funds, collective trust funds or other investments that are registered with (or not subject to registration with) the Securities and Exchange Commission.

INCOME ACCRUAL DETAIL

SHARES/ FACE AMOUNT	DESCRIPTION	EX DATE	PAY DATE	ANN RATE	BEGINNING ACCRUAL	INCOME EARNED	INCOME RECEIVED	ENDING ACCRUAL
Cash And Equivalents								
4,802,754.980	First Am Govt Ob Fd Cl Z 31846V567		03/01/24	0.05	21,537.21	20,213.17	21,537.21	20,213.17
Total Cash And Equivalents					**21,537.21**	**20,213.17**	**21,537.21**	**20,213.17**
Grand Total					**21,537.21**	**20,213.17**	**21,537.21**	**20,213.17**

INVESTMENT ACTIVITY

DATE	DESCRIPTION	CASH
Interest		
First Am Govt Ob Fd Cl Z 31846V567		
02/01/2024	Interest From 1/1/24 To 1/31/24	21,537.21
Total Interest		**21,537.21**

OTHER ACTIVITY

DATE	DESCRIPTION	CASH
Transfers In		
Incoming Wires		
02/02/2024	Rcvd From Jp Morgan/Tsu	153,604.15
02/06/2024	Texas Capital Bank-Smith Graham & Co	11,844.00
Total Incoming Wires		**165,448.15**
Total Transfers In		**165,448.15**
Miscellaneous Receipts		
Transfer From Income		
02/28/2024		175,141.36
Total Transfer From Income		**175,141.36**
Total Miscellaneous Receipts		**175,141.36**
Transfers Out		
Outgoing Domestic Wire		
02/09/2024	Paid To Tsu Operating Account Jpmchase Xxxx0601 Per Client Req Dtd 1/29/24 1.5% Endowment Fund To Advacement	- 392,841.00
02/09/2024	Paid To Atlanta Consulting Group Truist Xxx2181-Tsu 7/01/23-9/30/23 Fy23	- 20,867.81
Total Outgoing Domestic Wire		**- 413,708.81**
Total Transfers Out		**- 413,708.81**
Miscellaneous Disbursements		
Transfer To Principal		

OTHER ACTIVITY (continued)

DATE	DESCRIPTION	CASH
02/28/2024		- 175,141.36
Total Transfer To Principal		**- 175,141.36**
Total Miscellaneous Disbursements		**- 175,141.36**
Total Other Activity		**- 248,260.66**

PURCHASES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	CASH	BOOK VALUE
Cash And Equivalents					
02/02/2024	Purchased 21,537.21 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/2/24 31846V567	21,537.210	.00	- 21,537.21	21,537.21
02/02/2024	Purchased 153,604.15 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/2/24 31846V567	153,604.150	.00	- 153,604.15	153,604.15
02/06/2024	Purchased 11,844 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/6/24 31846V567	11,844.000	.00	- 11,844.00	11,844.00
Total First Am Govt Ob Fd Cl Z		**186,985.360**	**.00**	**- 186,985.36**	**186,985.36**
Total Cash And Equivalents		**186,985.360**	**.00**	**- 186,985.36**	**186,985.36**
Total Purchases		**186,985.360**	**.00**	**- 186,985.36**	**186,985.36**

SALES AND MATURITIES

DATE	DESCRIPTION	SHARES/ FACE AMOUNT	COMMISSION	TRANSACTION PROCEEDS	BOOK VALUE	REALIZED GAIN/LOSS
Cash And Equivalents						
02/09/2024	Sold 413,708.81 Units Of First Am Govt Ob Fd Cl Z Trade Date 2/9/24 31846V567	- 413,708.810	.00	413,708.81	- 413,708.81	.00
Total First Am Govt Ob Fd Cl Z		**- 413,708.810**	**.00**	**413,708.81**	**- 413,708.81**	**.00**
Total Cash And Equivalents		**- 413,708.810**	**.00**	**413,708.81**	**- 413,708.81**	**.00**
Total Sales And Maturities		**- 413,708.810**	**.00**	**413,708.81**	**- 413,708.81**	**.00**

SALES AND MATURITIES MESSAGES

Realized gain/loss should not be used for tax purposes.

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Personnel and Litigation

ITEM: Request Approval to Extend the Employment Contract for Men's Head Basketball Coach

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to extend the employment agreement with Mr. Johnny Jones as the Men's Head Basketball Coach. The contract extension is for three (3) years.

SUPPORTING DOCUMENTATION: Employment Agreement, Extension, and Chart (Under Separate Cover) (BOA0001475)

FISCAL IMPACT:

$300,000 (Annual Base Salary to Begin July 1, 2026) and perquisites University FOAP: 1610-12220-7010-60

ACTION REQUESTED:

Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/16/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/16/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/16/2024

INTERIM PRESIDENT **DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Not Applicable

ITEM: President's Report

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY: President's Report

"TSU Achieving Boldly"

SUPPORTING DOCUMENTATION: PowerPoint Presentation

FISCAL IMPACT: None

ACTION REQUESTED: Information

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

[signature] 04/18/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/18/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/18/2024

INTERIM PRESIDENT **DATE**

President's Report

April 25, 2024



Texas Southern University

ACHIEVING BOLDLY



TSU

Texas Southern University

ATHLETICS | Fall 2023 Academic Achievements

3.55 TEAM GPA

Women's Golf

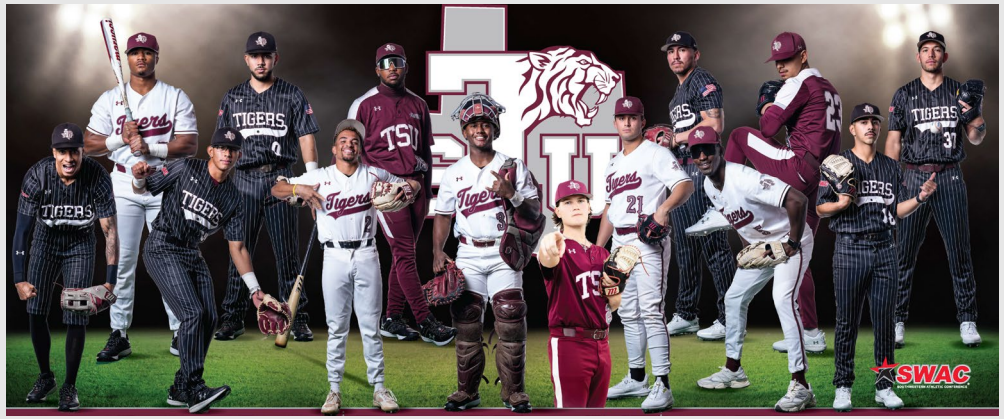
Female Sport
Highest Term GPA



3.27 TEAM GPA

Men's Baseball

Male Sport
Highest Term GPA



3.016

Student-Athletes
Overall Fall GPA



25

Academic
Champions
4.00



196

Student-Athletes



28

Fall Graduates

91

Tiger Honor Roll
3.00 - 3.49

2.88

GPA
First-Time Freshman

ATHLETICS | MEN'S TRACK CLAIMS 11TH SWAC INDOOR TITLE IN DOMINANT FASHION



1	Texas Southern	141
2	Prairie View	85.5
3	Arkansas-Pine Bluff	78
4	Alabama State	75
4	Jackson State	75
6	Florida A&M	52
7	Southern	46
8	Alabama A&M	35
9	Grambling	27.5
10	Bethune-Cookman	27
11	Alcorn State	18

The Texas Southern University men's track and field team dominated the 2024 Indoor Championship from start to finish, claiming its 11th SWAC indoor title in school history.

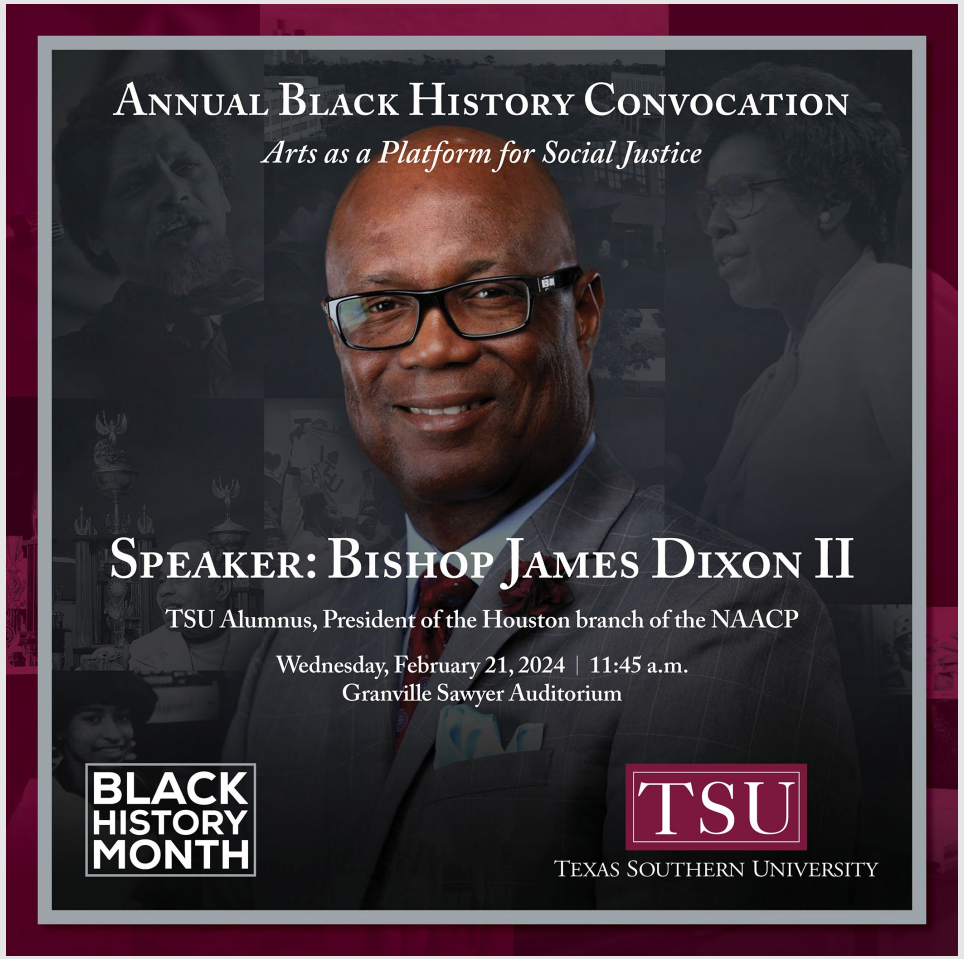
ATHLETICS | VICE PRESIDENT, INTERCOLLEGIATE ATHLETICS, HONORED



Congratulations to Dr. Kevin Granger, Vice President of Intercollegiate Athletics, on receiving the esteemed John E. Kincaide Administration and Community Service Award from the Texas Black Legacy Foundation!

Dr. Granger's commitment to student-athletes and administrative excellence is truly commendable

ACADEMICS | CELEBRATING BLACK HISTORY MONTH





TSU DEBATE TEAM



WOMEN'S HISTORY MONTH FIRESIDE CHAT W/MINDA HARTS



SPRING 2024 PRODUCTION



ACADEMICS | SPRING 2024 CAREER FAIR







ACADEMICS | RESEARCH AND INNOVATION WEEK
FINE ARTS WEEK
COMMUNICATION WEEK







ACADEMICS | KOHL CRAWFORD NAMED ONE OF 20 HARVARD UNIVERSITY DUBOIS SCHOLARS RECIPIENT



Kohl Crawford

Rising Junior

Barbara Jordan Mickey Leland School of Public Affairs
Political Science Major
Jesse H. Jones School of Business, Finance Minor

The DuBois Scholars program at Harvard University is a prestigious initiative aimed at recognizing and supporting exceptional students from Historically Black Colleges And Universities (HBCUs), is launching our first cohort of research fellows this summer

STUDENT LIFE & ENGAGEMENT HIGHLIGHTS

RESIDENTIAL LIFE APPRECIATION WEEK & GREEK WEEK







SPRINGFEST 2024







DEVELOPMENT

SHARES – $20,000 KTSU
RICHARD THOMAS TURKS – $50,000 AVIATION
KWAME FOUNDATION – $50,000

SHARES





TURKS

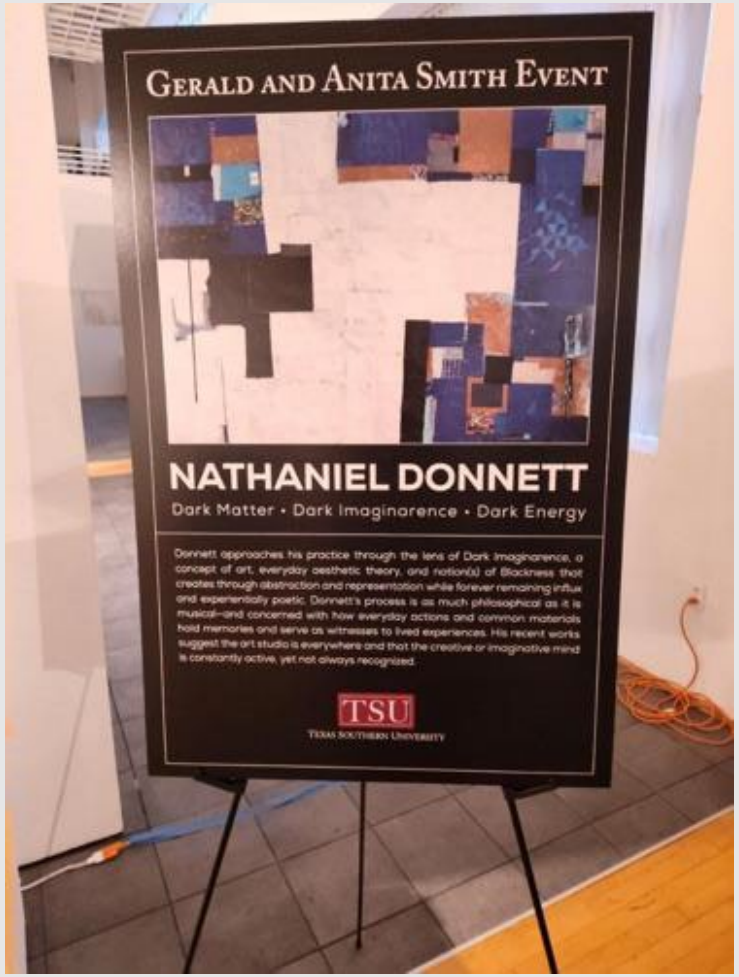




KWAME FOUNDATION



DEVELOPMENT | RENOWNED INTERDISCIPLINARY CULTURAL PRACTITIONER ARTIST NATHANIEL DONNETT INTRODUCES DARK IMAGINARENCE TO TSU COMMUNITY AT THE UNIVERSITY MUSEUM







The University Museum is pleased to present Dark Matter, Dark Energy, Dark Imaginarence, Nathaniel Donnett's first solo exhibition at Texas Southern University. The artist's multimedia works consider how people navigate space and time through nonlinear trajectories as they explore material and immaterial worlds

PARTNERSHIP | PGA GOLF



As part of the USGA/PGA HBCU Golf Consortium, a press conference was held on Tuesday, March 26

USGA/PGA will also host the *Business of Golf* information student engagement expo from 12 noon to 2 p.m. in the Sterling Student Center.

Partners shared information with students about careers in the golf industry, which range across many majors, including engineering, marketing, communications, computer science, and sports medicine.

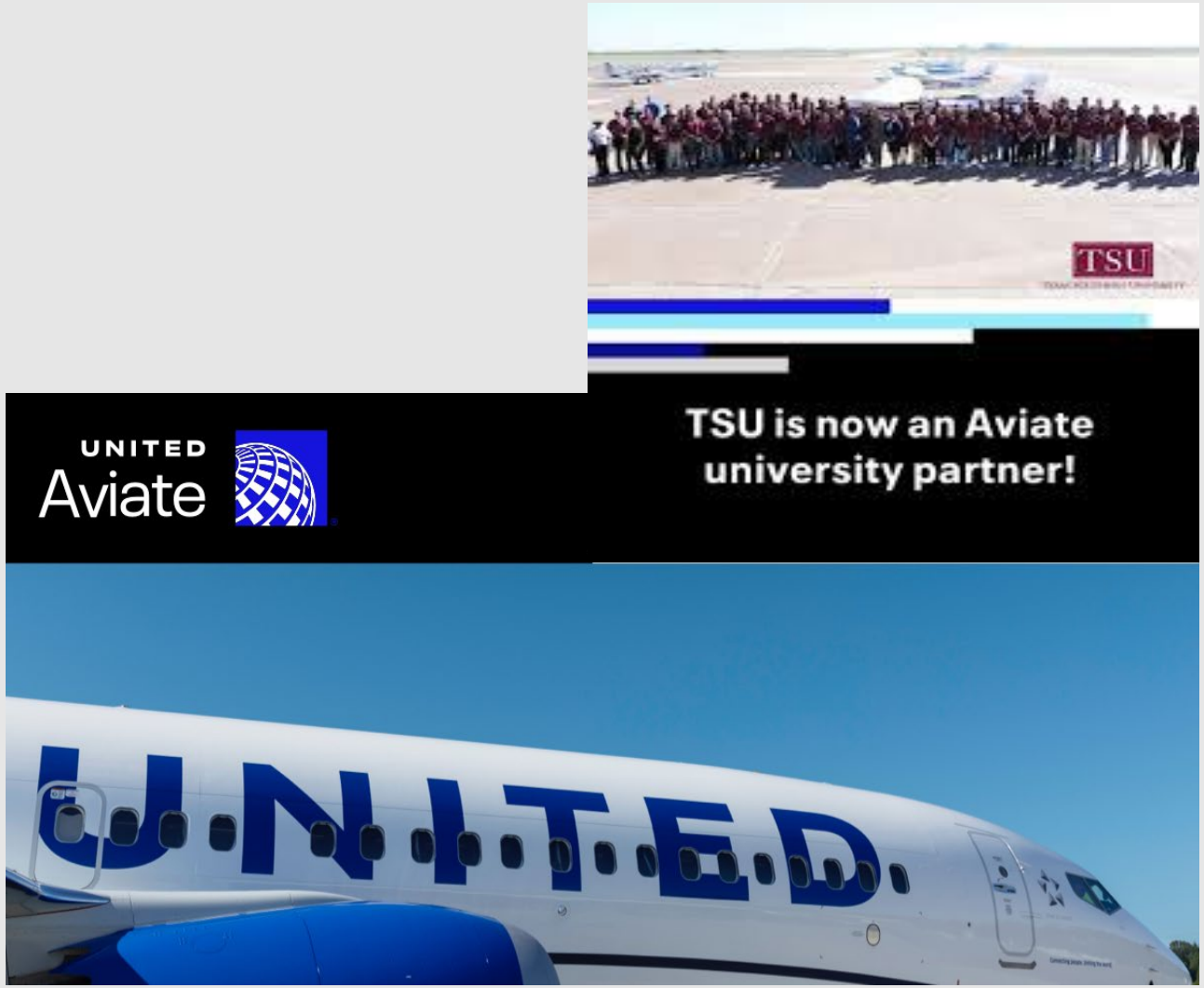
PARTNERSHIP | STUDENT FREEDOM INITIATIVE VISITS TSU







PARTNERSHIP | UNITED AIRLINES-AVIATE PROGRAM



TSU proudly announces that we are partnering with Aviate, United's pilot career development program, to offer former and current students and Certified Flight Instructors (CFIs) a secure path to United Airlines.

This partnership will be commemorated at **2:30 pm today** during our scheduled press conference.



TSU Center for Biomedical and Minority Health Research facilitated its Clinical Research & Engagement Conference on Saturday, April 20th



Congratulations to Dr. Bullard of the Bullard Center for Environmental and Climate Justice for being named a 2024 Earth Awards honoree by TIME!

Known as the Father of Environmental Justice, he's leading the charge toward a sustainable future

REPUTATIONAL BRANDING |

FOX26 PHARMACY COVERAGE
LOCAL KTSU TOUR
NBC NEWS AVIATION FEATURE

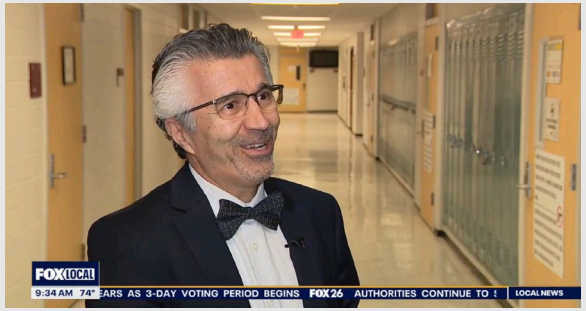


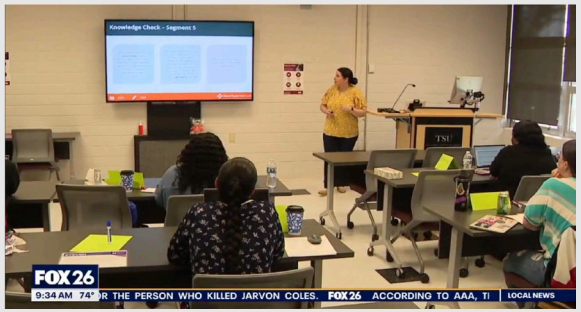


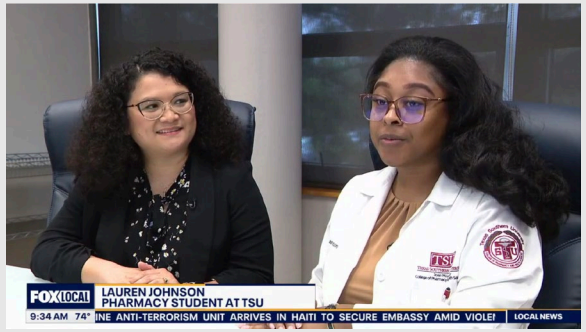












INFORMATION ITEMS

➢ Administration & Finance:

- February Interim Reports
- February Budget-to-Actual

➢ Physical Facilities:

- CCAP Project Review
- Facility Demolition
- HEF Project Light

➢ Academic Affairs, Research, & Student Life:

- Nursing Feasibility Study/Steering Committee for PharmD program at McClellan-Information
- Physics/Brookhaven Feasibility Study-Information
- Executed Cullen Oaks Contract
- Law School Accreditation



INFORMATION ITEMS

➢ Development:

- Fundraising Report
- Tiger Ball Updates
- Development Personnel Updates

➢ Legislative Affairs:

- LAR Updates
- Texas Star Alliance

➢ Athletics:

- Student-Athletes Semester Academics Performance
- Present the Men's Indoor Track & Field Championship
- TSU Athletics Announces 2024 Hall of Fame Class
- Press Conference/Ribbon Cutting for New Golf Simulation Room
- Facilities Update



SPRING 2024 HONORS CONVOCATION & COMMENCEMENT





TEXAS SOUTHERN UNIVERSITY

HONORS DAY CONVOCATION

THURSDAY, APRIL 4TH, 2024 -12:00 P.M.
HEALTH & PHYSICAL EDUCATION ARENA

FEATURING:



DR. REAGAN FLOWERS

FOUNDER/CEO
C-STEM TEACHER & STUDENT SUPPORT SERVICES



VIP INVITATION

Texas Southern University

SPRING 2024 COMMENCEMENT

Saturday, May 11, 2024 | H&PE Arena



Honorable Jasmine Crockett
Commencement Speaker

Assembly and Robing | 8:00 a.m.
Tiger Walk Group Photo | 8:30 a.m.
Processional Begins | 9:00 a.m.

Please click here to RSVP

TSU PROUD

TEAMWORK · STUDENT SUCCESS · UNPRECEDENTED · PROUD · RESEARCH-DRIVEN · OPTIMISTIC · UNITED · DISTINCT

TSU
TEXAS SOUTHERN UNIVERSITY


THANK YOU!
TSU PROUD
TEAMWORK
is our strength. We, at TSU, believe that working together, we achieve more.
STUDENT SUCCESS
FIRST in everything we undertake; if students see it, they can do it.
UNPRECEDENTED
in our resolve to succeed and be ACCOUNTABLE for what we do.
PROUD
to be an INDEPENDENT, URBAN UNIVERSITY, committed to SERVING OUR STUDENTS & COMMUNITY.
RESEARCH-DRIVEN
and resolved in our commitment to COLLABORATION and EXCELLENCE.
OPTIMISTIC
in our ability to be INNOVATIVE AND ENTREPRENEURIAL in deriving and advancing new ideas.
UNITED
in everything we do, UNBEATABLE at what we do, and UNRELENTING in our approach to progress.
DISTINCT
in our academic programs and in DIVERSITY of thought.
TSU
TEXAS SOUTHERN UNIVERSITY

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Student Accounts Receivable Write-Off

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Pursuant to Section 54.007 of the Texas Education Code, state universities can extend credit to students without consideration of credit history or ability to repay. The write-off is for financial reporting purposes and will reduce the university's gross receivable and allowance for doubtful account balances but will not affect the net accounts receivable balance.

Additionally, detailed records of the debts will be maintained as well as the pursuit to collect on the balance. Students with unpaid debt cannot enroll in additional courses or obtain copies of degrees and transcripts.

	Original	Write-off	Adjusted
A/R Receivable (At August 31, 2023 gross)	26,217,628	(1,015,011)	25,202,617
Allowance	(4,255,979)	1,015,011	(3,240,967)
A/R Receivable (At August 31, 2023 net)	**21,961,649**	**-**	**21,961,649**

SUPPORTING DOCUMENTATION: Student Accounts Receivable MAPP (BOA0001481 - Under Separate Cover)

FISCAL NOTE: Accounts and Notes Receivable write-off is $1,015,011.35 for 586 accounts

ACTION REQUESTED: Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/15/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman 04/16/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias 04/16/2024

INTERIM PRESIDENT **DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Requesting Approval to Amend FY 24 Operating Budget for $146,360,541

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

The administration requests approval to amend the FY 24 Operating Budget for $146,360,541.

The amendment includes additional budget for the following purposes:

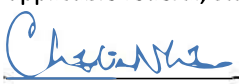
1. Regularly recurring expenditures that were not budgeted, such as $22 million for depreciation.
2. Budget for new positions and expenditures.
3. Cash-Driven funds that were not included in the original budget approved by the board.
4. Budget for anticipated expenditures for the remainder of the fiscal year. $94 million of the budget amendment is related to capital expenditures including the ongoing CCAP projects.

SUPPORTING DOCUMENTATION: Budget Amendment

FISCAL IMPACT: Under Separate Cover

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.



ACTING GENERAL COUNSEL — **DATE** 04/17/2024

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.



INTERIM CHIEF FINANCIAL OFFICER — **DATE** 04/17/2024



INTERIM PRESIDENT — **DATE** 04/17/2024

Texas Southern University
Budget Amendment
April 25, 2024

	Operating	Auxiliary	Capital	Total
Approved Budget	$ 143,042,558	$ 20,887,941	$ 11,719,335	$ 175,649,834
Current Grand Total	172,794,101	25,007,447	106,637,758	304,439,306
Excess Current Budget over Approved Budget	29,751,543	4,119,506	94,918,423	128,789,472
Additional Budget Needed	$ 41,425,588	$ 1,070,822	$ -	42,496,410
Less Unused Budget Savings				(22,203,767)
Less Lapsed Salary Savings				(2,721,574)
Budget Amendment Requested				146,360,541
Capital Related Amendment				(94,918,423)
Operational Related Amendment				$ 51,442,118

Notes
a) $27M of operational a related to unbudgeted depreciation and mandated state waivers
b) Current Cash Driven budget included in Current Grand Total is $15.2M.
c) Amendment includes $5M of contingency

August 31, 2024 Operations Projection

Revenue	
Operational Revenue 3.20.24	206,190,163.00
FY23 Actual Mar-Aug Operational Revenues	8,280,705.41
Projected8.31.24 Revenues	214,470,868.41
Expenses	
Operational Expenses 3.20.24	99,267,087.41
Operational Budget Request	51,442,118.00
FY23 Actual Mar-Aug Operational Expenses	49,563,421.40
Projected Expenses	200,272,626.81
Projected Increase/(Decrease)	14,198,241.60

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Approval is requested to renew Commercial General Liability (CGL), General Liability Excess (GLX) and Internships & Professional Liability (IPL) Insurance

DATE PREVIOUSLY SUBMITTED: April 2023

SUMMARY:

Approval is requested to renew Commercial General Liability (CGL), General Liability Excess (GLX) and Internships & Professional Liability (IPL) Insurance administered through United Educators and brokered by Arthur J. Gallagher.

Risk Management Services, Inc. (Gallagher). Purchase of liability insurance is required to satisfy both in-state and out-of-state contractual obligations that specify ACORD forms are evidence of coverage with specific limits and endorsements. These three policies add a layer of protection against direct and indirect losses from third-party claims. Additionally, approval is requested to renew Property, Equipment Breakdown, and Terrorism Insurance as administered by the State Office of Risk Management (SORM) and brokered by Gallagher. This coverage protects the interest of the University in all Real and Personal Property (including improvements and betterments) owned, used, leased, or intended for use by the University. Coverage also includes loss of Tuition and Fees resulting from necessary interruption of business operations or services.

The State Office of Risk Management (SORM) maintains Gallagher as the broker of record. The interests of Texas Southern University will be insured on all six policies for the coverage period beginning May 1, 2024 through April 30, 2025. This purchase is available to State agencies via Chapter 412 of the Texas Labor Code. Arthur J. Gallagher is publicly traded, and Form 1295 is not required. Arthur J. Gallagher is not a HUB.

SUPPORTING DOCUMENTATION: Summary of Proposed Coverage & Policy Updates (Under Separate Cover) (BOA0001474)

FISCAL IMPACT: Under Separate Cover
University FOAP: 1000-31001-7216-70 & 1000-31001-7204-70

ACTION REQUESTED: Administration Recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

	04/17/2024
ACTING GENERAL COUNSEL	**DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman	04/17/2024
INTERIM CHIEF FINANCIAL OFFICER	**DATE**
Mary Evans Sias	04/17/2024
INTERIM PRESIDENT	**DATE**

TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA

COMMITTEE: Administration and Finance

ITEM: Texas Southern University Fiscal Year 2025 Holiday Calendar

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Per MAPP Policy 02.03.04, approval is requested for the Fiscal Year 2025 Holiday Calendar.

In accordance with Chapter 662 of the Texas Government Code, state employees are entitled to observe holidays during the fiscal year.

SUPPORTING DOCUMENTATION: Fiscal Year 2025 Holiday Calendar (BOA0001480)

FISCAL NOTE: N/A

ACTION REQUESTED: Administration recommends approval of this item.

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

04/15/2024

ACTING GENERAL COUNSEL **DATE**

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.

John Pittman

04/16/2024

INTERIM CHIEF FINANCIAL OFFICER **DATE**

Mary Evans Sias

04/16/2024

INTERIM PRESIDENT **DATE**

Texas Southern University
FY 2025 Holiday Calendar

Proposed* Faculty/Staff Holiday Schedule** ***Fiscal Year 2025		
HOLIDAY	**DATE**	**# of Days**
Labor Day	Monday, September 2, 2024	1
Thanksgiving Holiday	Thursday, November 28, 2024 & Friday, November 29, 2024	2
Winter Holiday	Monday, December 23, 2024, through Tuesday, December 31, 2024	7
New Year's Day	Wednesday, January 1, 2025	1
Martin Luther King, Jr. Day	Monday, January 20, 2025	1
Memorial Day	Monday, May 26, 2025	1
Emancipation Day	Thursday, June 19, 2025	1
Independence Day	Friday, July 4, 2025	1
	Total Days	***15***

Source: Texas Government Code, Section 662.011(b). TSU observes the number of holidays as allowed by the state legislature; generally, 12 to 15 holidays each fiscal year.