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Application for Membership

Community Development Financial Institutions (CDFIs)



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Instructions for Application

Note: The information contained in this Membership Application (“Application”) is collected for use by the Federal Home Loan Bank of Dallas (“Bank”). The Bank will submit such information to its Board of Directors (“Board”) or the Board’s designee to enable the Board or such designee to make a decision with respect to this Application.

- 1) Please submit the original completed Application to the Bank.
- 2) In addition to completing the attached Application, please submit the following documents:
 - A) Certified copy of Applicant’s articles of incorporation or other formation document, and any amendments or modifications thereto.
 - B) Copy of Applicant’s bylaws, operating agreement, or other applicable governing document.
 - C) Copies of any document evidencing Applicant’s authority to conduct business, including any applicable licenses.
 - D) A corporate organizational chart reflecting the relationship between Applicant and any parents, subsidiaries, or other affiliates of Applicant.
 - E) If Applicant is not a credit union, a certificate of existence and good standing, as applicable, from Applicant’s state of organization.
 - F) Copy of the certification that Applicant received from the Community Development Financial Institutions Fund (“CDFI Fund”). If Applicant is not a credit union and its certification is more than three years old, Applicant must also submit a written statement attesting that there have been no material events or occurrences since the date of certification that would adversely affect its strategic direction, mission, or business operations.
 - G) If Applicant is not a credit union, copies of Applicant’s most recent audited financial statements prepared in accordance with generally accepted auditing standards by a certified public accounting firm, plus the most recent quarterly statements, if available, and financial statements for the two years prior to the most recent audited financial statements. At a minimum, all financial statements must include income and expense statements, statements of activities, statements of financial position, and statements of cash flows. The financial statement for the most recent year must include separate schedules or disclosures of the financial position of each of Applicant’s affiliates, descriptions of their lines of business, detailed financial disclosures of the relationship between Applicant and its affiliates (such as indebtedness or subordinate debt obligations), disclosures of interlocking directorships, and identification of temporary and permanently restricted funds and the requirements of these restrictions.
 - H) If Applicant is a credit union, the most recent independent audit of Applicant conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on Applicant.
 - I) If Applicant is a credit union, a copy of the regulatory financial reports that Applicant has filed with its primary regulator (the state regulator that has regulatory authority over, or is empowered to institute enforcement actions against, Applicant) for the most recent six calendar quarters and three year-ends.
 - J) If Applicant is a credit union, copy of the most recent available regulatory examination report of Applicant that was prepared by Applicant’s primary regulator.
 - K) If Applicant is a credit union, a statement of applicable minimum statutory and regulatory capital/reserve requirements and calculation of those requirements as reported on the Applicant’s most recent quarter-end financial report filed with its primary regulator.
 - L) A copy of Applicant’s home financing policy and underwriting guidelines.
 - M) A written justification acceptable to the Bank of how and why Applicant’s home financing policy is consistent with the Federal Home Loan Bank System’s housing finance mission.
 - N) If Applicant is a credit union, a brief description of how and why its home financing credit policy and lending practices will meet the credit needs of its community (i.e., through the products and services currently offered or intended to be offered).

- O) A list of any established lines of credit available to Applicant and a copy of any security agreement that Applicant has in place with another entity.
 - P) An opinion of Applicant's legal counsel, substantially in the form attached (see Form of Opinion to be Provided by Legal Counsel)
 - Q) Completed copies of the following documents included in this Application:
 - Applicant Information
 - General Information
 - Long-Term Loans Assessment Worksheet
 - Minimum Stock Calculation Worksheet
 - Financial Condition Worksheet (CDFIs Other Than Credit Unions)
 - Application for Membership and Subscription for Stock
 - Board of Directors Resolution and Certification of Eligibility for Membership (Credit Unions) or Board of Directors Resolution and Certification of Eligibility for Membership (CDFIs Other Than Credit Unions)
 - Certificate of Management (Credit Unions) or Certificate of Management (CDFIs Other Than Credit Unions)
- 3) Please contact Michelle Purnell to obtain copies of the Bank's legal documents and signature cards, which the Applicant must complete for access to all Bank products and services.

4) The Bank will file a UCC-1 financing statement against the assets of Applicant that are referenced in the Bank's form of advances and security agreement that the Bank enters into with CDFI members and applicants.

5) For additional assistance, please contact:

Member Sales Group
Michelle Purnell
Phone: 214.441.8619
Fax: 214.441.8551
E-mail: membership@fhlb.com

6) Please forward the completed Application and accompanying documentation to:

By Mail:

Member Sales Group
Attention: Michelle Purnell
Federal Home Loan Bank of Dallas
P. O. Box 619026
Dallas, Texas 75261-9026

By Courier:

Member Sales Group
Attention: Michelle Purnell
Federal Home Loan Bank of Dallas
8500 Freeport Parkway South, Suite 100
Irving, Texas 75063-2547



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Applicant Information

Name of Applicant: _____

(Exact name as shown on Applicant's Articles of Incorporation or equivalent formation document)

Charter Address (Physical): _____

City _____ County _____

State _____ Zip + 4 _____

Mailing Address: _____

City: _____ State: _____ Zip + 4: _____

Phone number: (____) _____ Fax Number: (____) _____

Federal Tax ID Number: _____ ABA Number (if applicable): _____

Charter Number: _____ Regulator (if applicable): _____

Date Established: _____ Fiscal Year-End: _____

Holding Company: _____

Name: _____

Physical Address: _____

City: _____ State: _____ Zip + 4: _____

Primary Contact for Membership Application (If contact's address is different from mailing address above, please note on a separate sheet.)

Name: _____

Title: _____ e-mail address: _____

President/Managing Officer (If contact's address is different from mailing address above, please note on a separate sheet.)

Name: _____

Title: _____ e-mail address: _____

Contacts for Financial Information (If contact's address is different from mailing address above, please note on a separate sheet.)

Advances/Credit Statements: _____

Title: _____ e-mail address: _____

Deposit Account Statements: _____

Title: _____ e-mail address: _____

Safekeeping Statements: _____

Title: _____ e-mail address: _____

For Federal Home Loan Bank Use Only:

Date: _____ Cust. ID # _____

DDA Acct # _____ FHFA ID # _____

General Information

Applicant Name: _____

- 1) If owned by a holding company, what were its consolidated assets (including subsidiaries) at the end of the most recent quarter? \$ _____
- 2) List all subsidiaries and affiliates (including any holding companies) and indicate their primary activities and the states and dates of incorporation (attach separate sheet if necessary).

Subsidiary/Affiliate	Primary Activities	State and Date of Incorporation

- 3) Please provide a listing of all branch office locations on a separate sheet(s).
- 4) Has the Applicant ever been a member of the Federal Home Loan Bank System? Yes* No
 *If yes, please indicate of what Federal Home Loan Bank it was a member and when: _____
- 5) What regulatory agency performed the most recent safety and soundness examination and when was it performed? _____
- 6) Is the Applicant a member of a corporate credit union? Yes* No Not applicable
 *If yes, please indicate the corporate credit union(s) in which it is a member: _____
- 7) Is the Applicant operating under any enforcement action (this includes both formal and informal actions)?
 Yes* No Not applicable
 * If yes, please attach a copy of the action and any responses/progress reports to the action. If the enforcement action has been terminated but is still included on the Applicant's most recent federal regulatory exam, please attach a letter of termination.
 Have any civil money penalties been assessed since the most recent federal examination? _____
- 8) If not discussed in the loan policy and if the Applicant is active in the secondary market, please indicate what underwriting guidelines are used and any federal programs for which the Applicant is an approved lender (i.e. FHA/VA, FHLMC, FNMA, USDA, SBA). _____
- 9) Has the Applicant issued any equity securities or debt securities that are traded on a national securities exchange or in an over-the-counter market? Yes* No
- 10) Has any entity that controls the Applicant (i.e., the Applicant's holding company, if any) issued any equity securities or debt securities that are traded on a national securities exchange or on an over-the-counter market? Yes* No
 * If the answer to Question 9 or Question 10 is "Yes," please list on what national securities exchange or over-the-counter market the securities are traded and the stock symbol. _____



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Form of Opinion to Be Provided by Legal Counsel

[Place on Counsel's Letterhead]

[Date]

Federal Home Loan Bank of Dallas
8500 Freeport Parkway South, Suite 100
Irving, Texas 75063
Attn: Michelle Purnell

Dear Sir or Madam:

We have acted as counsel to [name of Applicant] ("Applicant") in connection with the execution of an Advances and Security Agreement (the "Advances Agreement"), a Master Transactions Agreement (the "Master Transactions Agreement"), related documents, and the delivery of collateral in support of the Advances Agreement between the Federal Home Loan Bank of Dallas (the "Bank") and Applicant. In such capacity, we have examined a copy of the Advances Agreement and related documents. We have also reviewed certain corporate proceedings of Applicant, applicable Federal law and applicable law of the State of [state in which Applicant is organized].

Based upon the foregoing and having regard for such legal considerations as we deem relevant, we are of the opinion that Applicant has full corporate power to (1) purchase capital stock of the Bank, in amounts required by the Bank, and (2) execute, deliver, and perform its obligations under the Advances Agreement and the Master Transactions Agreement, including the ability to pledge and grant a security interest in collateral supporting its obligations under the Advances Agreement. Such actions have been duly authorized by necessary corporate action and do not violate and are not in conflict with any provisions of law, regulation, or of the formation and governing documents of Applicant. Any required authorization of, exemptions by, and filings with any governmental or other authority made in connection with Applicant's execution, delivery, and performance of the Advances Agreement and the Master Transactions Agreement and the related pledge of and grant of a security interest in collateral have been obtained or made and are valid and subsisting. [There is no statutory or regulatory limit on the amount of debt, liabilities or other obligations that Applicant is authorized to incur in favor of the Bank.] [The maximum amount of debt, liabilities or other obligations that Applicant is authorized to incur in favor of the Bank is \$_____.]

Very truly yours,

[Name of Firm]



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Minimum Stock Calculation

Applicant's most recent quarter-end: _____

Membership Capital Stock Requirement:

Total assets as of most recent quarter-end: (1) \$ _____
0.04% (0.0004) of total assets (line 1): (2) \$ _____

Required Minimum Stock Purchase:*

Greater of (i) line (2) rounded to the next highest \$100 or (ii) \$1,000:
(Not to exceed \$7 million) (3) \$ _____

Activity-Based Capital Stock Requirement:

In addition to the Membership Capital Stock Requirement above, the Activity-Based Capital Stock Requirement will be 4.10 percent of outstanding advance balances plus 4.10 percent of the outstanding principal balances of Mortgage Partnership Finance® (MPF®) Program loans retained on the Bank's balance sheet.

* The Bank will calculate annually each member's required minimum holdings of stock in the Bank using calendar year-end financial data provided by the member to the Bank.

Schedules 1 & 2 – Financial Reporting Form for Nondepository CDFIs and Housing Associates

Name of Reporting Institution		FHFA ID
		Quarter Ended
1. Calendar Year-to-date Income Statement – Dollar Amounts in Thousands		
1	Total interest income	
2	Total interest expense	
3	Net interest income	\$
4	Provision for loan and lease losses	
5	Total noninterest income	
6	Total noninterest expense	
7	Income (loss) before income taxes, extraordinary items and other adjustments	\$
8	Income taxes on item 7.	
9	Extraordinary items & other adjustments net of income taxes.	
10	Net income attributable to the member institution and noncontrolling (minority) interests owned by the reporting institution.	\$
11	Less: net income (loss) attributable to noncontrolling (minority) interests owned by the reporting institution.	
12	Net income attributable to the reporting institution.	\$
2. Calendar Year-to-date changes in Equity Capital / Net Assets – Dollar Amounts in Thousands		
1	Total equity / net assets reported at previous calendar year-end	
2	Restatements due to corrections of material accounting errors and changes in accounting principles.	
3	Balance at end of previous calendar year-end as restated	\$
4	Net income (loss) attributable to the reporting institution (must equal Item 12)	
5	Net sale, conversion, acquisition, or retirement of capital stock (excluding treasury stock transactions)	
6	Treasury stock transactions, net	
7	Changes incident to business combinations, net	
8	Cash dividends declared on preferred stock	
9	Cash dividends declared on common stock	
10	Other comprehensive income	
11	All other transactions affecting total equity capital / net assets, net	
12	Total equity capital / net assets at end of current period	\$

Schedule 3 – Financial Reporting Form for Nondepository CDFIs and Housing Associates

Name of Reporting Institution		FHFA ID
Dollar Amounts in Thousands		Quarter Ended
3. Balance sheet – Dollar Amounts in Thousands		
Assets		
1	Cash and balances due from depository institutions	
	Securities	
2.a	Held-to-maturity	
2.b	Available-for-sale	
3	Federal funds sold and securities purchased under agreements to resell	\$
4	Loans and leases held for sale	
5	All other loans and leases net of unearned income	
6	Allowance for loan and lease losses	
7	Loans and leases, net of unearned income and allowance	\$
8	Trading assets	
9	Premises and fixed assets	
10	Other real estate owned	
11	Repossessed personal property including vehicles	
12	Investment in unconsolidated subsidiaries and associated companies	
13	Direct and indirect investments in real estate ventures	
14	Total intangible assets	
15	All Other Assets	
16	Total assets	
Liabilities		
17	Federal funds purchased and securities sold under agreements to repurchase	
18	Other liabilities: due in three months or less of report date	
19	Other liabilities: due in more than three months of report date	
20	Total liabilities	
Equity Capital / Net Assets		
21	Paid-in capital	
22	Retained earnings	
23	Accumulated other comprehensive income	
24	Other components of equity capital	
25	Total equity capital / net assets of the reporting institution	
26	Noncontrolling (minority) interests in consolidated subsidiaries	
27	Total equity capital / net assets	
28	Total liabilities and equity capital / net assets	

Schedule 4 – Financial Reporting Form for Nondepository CDFIs and Housing Associates

Name of Reporting Institution		FHFA ID			
4. Securities		Dollar Amounts in Thousands			
		Held-to-maturity		Available-for-sale	
		Book Value	Fair Value	Book Value	Fair Value
1	U.S. Treasury securities				
2	U.S. Government agency obligations excluding mortgage-backed securities.				
2.a	Issued by U.S. Government Agencies (Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank participation certificates.)				
2.b	Issued by U.S. Government-sponsored agencies (Includes obligations, other than mortgage-backed securities, issued by the Farm Credit Administration, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association and the Tennessee Valley Authority.				
3	Securities issued by states and political subdivisions in the U.S.				
4	Mortgage-backed securities ((MBS):				
4.a	Residential pass-through securities guaranteed by GNMA				
4.b	Residential pass-through securities issued by FNMA or FHLMC				
4.c	All other pass-through securities				
5	Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS)				



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Schedule 4 – Financial Reporting Form for Nondepository CDFIs and Housing Associates

Name of Reporting Institution		FHFA ID			
4. Securities		Dollar Amounts in Thousands			
		Held-to-maturity		Available-for-sale	
		Book Value	Fair Value	Book Value	Fair Value
5.a	Issued or guaranteed by FNMA, FHLMC or GNMA				
5.b	Collateralized by MBS issued or guaranteed by FNMA, FHLMC or GNMA				
5.c	All other residential MBS				
6	Privately-issued commercial mortgage pass-through securities				
7	Other privately issued commercial MBS				
8	Asset-backed securities and structured financial products				
9	Other domestic and all foreign debt securities				
10	Investments in mutual funds and other equity securities with readily determinable fair values				
11	Total	\$	\$	\$	\$
12	Pledged securities				



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Schedule 5 – Financial Reporting Form for Nondepository CDFIs and Housing Associates

Name of Reporting Institution		FHFA ID			
5. Loans		Dollar Amounts in Thousands			
		Total Book Value Net of Unearned Income	Past Due 30 through 89 days and still accruing	Past Due 90 days or more and still accruing	Nonaccrual
1	Loans secured by real estate				
1.a	1 - 4 family construction loans				
1.b	Other construction loans and all land development loans				
1.c	Secured by farmland				
1.d	Revolving, open-end loans secured by 1 - 4 family residential properties and extended under lines of credit				
1.e	Closed-end loans secured by first liens on 1 - 4 family residential properties				
1.f	Closed-end loans secured by junior liens on 1 - 4 family residential properties				
1.g	Secured by multifamily (5 or more) residential properties				
1.h	Secured by nonfarm nonresidential properties				
2	All other loans				
3	Grand Total*	\$	\$	\$	\$
*Grand Total Book Value Net of Unearned Income must equal Balance Sheet Item 5.					

Schedule 6 – Consolidated Financial Reporting Form for Nondepository CDFIs and Housing Associates

Audit Information and Certifications		FHFA ID
Item	Name and Reporting Institution	
1	Reporting institution's fiscal year-end date	
2	Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the reporting institution by independent external auditors as of the most recent fiscal year-end date.	
	1 = Independent audit of the reporting institution conducted in accordance with generally accepted auditing standards by a certified public accounting firm. which submits a report on the institution	
	2 = Independent audit of the reporting institution's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated parent holding company (but not on the reporting institution separately)	
	3 = Attestation on reporting institution management's assertion on the effectiveness of the institution's internal control over financial reporting by a certified public accounting firm	
	4 = Directors' examination of the reporting institution conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)	
	5 = Directors' examination of the reporting institution performed by other external auditors (may be required by state chartering authority)	
	6 = Review of the reporting institution's financial statements by external auditors	
	7 = Compilation of the reporting institution's financial statements by external auditors	
	8 = Other audit procedures (excluding tax preparation work)	
	9 = No external audit work	
	I certify that the information contained in this Financial Report fairly presents, in all material respects, the financial condition and results of operations of the reporting institution.	
3		
	Signature of Financial Information Provider authorized by the Bank's Financial Information Signature Card	

Application for Membership and Subscription for Stock

Date: _____

The undersigned, duly elected, qualified and acting _____ (Title) of _____ (Name of Applicant) ("Applicant"), with Applicant's chief executive office located at _____, certifies that the undersigned has the authority to act on behalf of Applicant's Board of Directors/Trustees and further certifies to the correctness of the information submitted in support of the attached Application for Membership (the "Application").

Applicant hereby applies for membership in the Federal Home Loan Bank of Dallas (the "Bank") and certifies that if approved for membership, it will purchase the minimum amount of capital stock of the Bank that the Bank requires Applicant to purchase. The undersigned acknowledges that pursuant to the Federal Home Loan Bank Act, the Bank's capital stock is issued and redeemed at its \$100 per share par value. The undersigned agrees that Applicant will initiate the minimum capital stock purchase within 60 calendar days of approval for Bank membership. The undersigned acknowledges that the amount of capital stock to be purchased will be determined in accordance with the attached Minimum Stock Calculation worksheet, and is subject to downward or upward adjustment based upon changes in Applicant's financial information at the time the purchase is actually made.

The undersigned is of the opinion that Applicant is eligible to become a member of the Bank and that Applicant is authorized to purchase and hold capital stock of the Bank and to maintain deposits there. The undersigned understands that the Bank or its designee must consider, act upon, and approve the Application before Applicant can become a member of the Bank.

In submitting the Application, the undersigned understands and agrees that:

- 1) Applicant will be advised whether its Application is approved.
- 2) If admitted to membership in the Bank, Applicant will conform to all requirements of the Federal Home Loan Bank Act (12 U.S.C. § 1421 et seq.), as amended from time to time, and the rules, regulations, statements of policy and guidelines promulgated thereunder.
- 3) In applying for, and if Applicant is admitted to membership, the Federal Housing Finance Agency and the Bank are authorized to receive any information, exam reports and other supervisory materials provided by the appropriate State and/or Federal regulatory authority or officer exercising supervisory authority over Applicant regarding Applicant and its affairs.
- 4) Applicant will not represent itself to be a member of the Bank until it receives notice that the Bank has approved Applicant for membership and Applicant has purchased its minimum capital stock requirement.

Signature of President or Secretary

Name of President or Secretary [printed or typed]

Title (President or Secretary)

Board of Directors Resolution and Certification of Eligibility for Membership (Credit Unions)

I, _____ (Name), certify that I am the duly elected, qualified, and acting _____ (Title) of _____ (Name of Applicant) ("Applicant") and that I have the authority to act on behalf of Applicant's Board of Directors/Trustees. I further certify that at a regular meeting of Applicant's Board of Directors/Trustees or at a special meeting thereof called for that purpose, a quorum being present, the following resolutions were adopted, and recorded in the minutes as follows:

"BE IT RESOLVED that Applicant applies for membership in the Federal Home Loan Bank of Dallas (the "Bank"), that if approved for membership Applicant will subscribe and pay for stock therein as provided in the Federal Home Loan Bank Act (the "Act"), as amended from time to time, and the rules, regulations, statements of policy and guidelines promulgated thereunder, and that Applicant be fully authorized to do business with, and exercise all of the privileges of membership in the Bank as provided in the Act.

BE IT FURTHER RESOLVED that in connection with the application for membership in the Bank, Applicant has reviewed the requirements of 12 C.F.R. Part 1263 and, as required by 12 C.F.R. Part 1263.5, has provided to the best of Applicant's knowledge the most recent, accurate and complete information available;

BE IT FURTHER RESOLVED that Applicant will promptly supplement the application for membership in the Bank with any relevant information that comes to Applicant's attention prior to the Bank's decision on whether to approve or deny the application for membership, and if the Bank's decision is appealed pursuant to 12 C.F.R. § 1263.5, prior to resolution of any appeal by the Federal Housing Finance Agency (the "Finance Agency");

BE IT FURTHER RESOLVED that Applicant consents to such examinations as the Bank or the Finance Agency may require for purposes of the Act;

BE IT FURTHER RESOLVED that Applicant agrees that reports of examinations by local, state or federal agencies or institutions may be furnished by such authorities to the Bank or the Finance Agency upon request;

BE IT FURTHER RESOLVED that Applicant agrees to give the Bank or the appropriate Federal banking agency, upon request, such information as the Bank or the appropriate Federal banking agency may need to compile and publish cost of funds indices and to publish other reports or statistical summaries pertaining to the activities of Bank members;

BE IT FURTHER RESOLVED that Applicant agrees to provide to the Bank calendar year-end financial data each year, as required by 12 C.F.R. § 1263.31(d), for purposes of the Bank's making the calculation described in 12 C.F.R. § 1263.22(b)(1);

BE IT FURTHER RESOLVED that Applicant agrees to provide to the Bank copies of reports of condition and operations that are required to be filed with Applicant's primary regulator, within 20 calendar days of filing, as well as copies of any annual report of condition and operations required to be filed; and

BE IT FURTHER RESOLVED that the president and secretary of Applicant be authorized and directed to execute an application as prescribed by the Finance Agency and any other papers and documents required in connection therewith, to pay all expenses, and to do all other things necessary or proper in connection with applying for, obtaining and retaining such membership privileges thereof as the Finance Agency may prescribe by regulations."

(continued)

I further certify that, pursuant to the above resolutions, the Applicant's Application for Membership was duly executed and that any information and documents required by the Finance Agency are attached or accompany the Application, that said information is correct and said documents are true and correct copies of what the same purport to be.

Date

Signature of Authorized Officer

Name of Authorized Officer [printed or typed]

Title of Authorized Office



Board of Directors Resolution and Certification of Eligibility for Membership (CDFIs other than Credit Unions)

I, _____ (Name), certify that I am the duly elected, qualified, and acting _____ (Title) of _____ (Name of Applicant) ("Applicant") and that I have the authority to act on behalf of Applicant's Board of Directors/Trustees. I further certify that at a regular meeting of Applicant's Board of Directors/Trustees or at a special meeting thereof called for that purpose, a quorum being present, the following resolutions were adopted, and recorded in the minutes as follows:

"BE IT RESOLVED that Applicant applies for membership in the Federal Home Loan Bank of Dallas (the "Bank"), that if approved for membership Applicant will subscribe and pay for stock therein as provided in the Federal Home Loan Bank Act (the "Act"), as amended from time to time, and the rules, regulations, statements of policy and guidelines promulgated there under, and that Applicant be fully authorized to do business with, and exercise all of the privileges of membership in the Bank as provided in the Act.

BE IT FURTHER RESOLVED that in connection with the application for membership in the Bank, Applicant has reviewed the requirements of 12 C.F.R. Part 1263 and, as required by 12 C.F.R. Part 1263.5, has provided to the best of Applicant's knowledge the most recent, accurate and complete information available;

BE IT FURTHER RESOLVED that Applicant will promptly supplement the application for membership in the Bank with any relevant information that comes to Applicant's attention prior to the Bank's decision on whether to approve or deny the application for membership, and if the Bank's decision is appealed pursuant to 12 C.F.R. § 1263.5, prior to resolution of any appeal by the Federal Housing Finance Agency (the "Finance Agency");

BE IT FURTHER RESOLVED that Applicant consents to such examinations as the Bank or the Finance Agency may require for purposes of the Act;

BE IT FURTHER RESOLVED that Applicant agrees to give the Bank or the appropriate Federal banking agency, upon request, such information as the Bank or the appropriate Federal banking agency may need to compile and publish cost of funds indices and to publish other reports or statistical summaries pertaining to the activities of Bank members;

BE IT FURTHER RESOLVED that Applicant agrees to provide to the Bank calendar year-end financial data each year, as required by 12 C.F.R. § 1263.31(d), for purposes of the Bank's making the calculation described in 12 C.F.R. § 1263.22(b)(1); and

BE IT FURTHER RESOLVED that the president and secretary of Applicant be authorized and directed to execute an application as prescribed by the Finance Agency and any other papers and documents required in connection therewith, to pay all expenses, and to do all other things necessary or proper in connection with applying for, obtaining and retaining such membership privileges thereof as the Finance Agency may prescribe by regulations."

(continued)

I further certify that, pursuant to said resolution, the foregoing Application for Membership was duly executed and that any information or documents required by the Bank or Finance Agency are attached or accompany the same, that said information is correct and said documents are true and correct copies of what the same purport to be.

Date

Signature of Authorized Officer

Name of Authorized Officer [printed or typed]

Title of Authorized Office



Certificate of Management (Credit Unions)

I, _____ (Name), certify that I am the duly elected, qualified and acting _____ (Title) of _____ (Name of Applicant) ("Applicant") and that I have the authority to act on behalf of Applicant's Board of Directors/Trustees. I further certify that the statements and representations, which are made below, are true and correct to the best of my knowledge and belief; and that I have made all necessary reviews and inquiries of Applicant's and its related parties' books and records, and officers, employees and agents before making this certification to assure that it is full and complete.

For the purposes of this certification, the term "related entity" shall mean Applicant's management officials; any individual or entity that controls or is controlled by or is under common control with Applicant; and any other entity that is controlled by any of Applicant's management officials. An individual or entity shall be presumed to have control of a company or organization if the individual or entity directly or indirectly, or acting in concert with one or more individuals or entities, or through one or more subsidiaries, owns or controls the management or policies of an entity or person.

"Management officials" shall mean those individuals within Applicant's organization who have substantial responsibility for the direction and control of Applicant's policies and operations. They include but are not limited to:

- 1) a director or senior officer; or
- 2) a controlling person, which means any person or entity which directly or indirectly, or acting in concert with one or more persons or entities owns or controls 25% or more of the voting shares or rights of Applicant

Except as disclosed on the attached Schedule(s), if any, neither the Applicant nor any of its related entities:

- 1) Is subject to, or operating under, any enforcement action instituted by its appropriate regulator;
- 2) Has been the subject of any criminal, civil or administrative proceedings reflecting upon creditworthiness, business judgment, or moral turpitude since the most recent regulatory examination report;
- 3) Is the subject of any known potential criminal, civil or administrative monetary liabilities, material pending lawsuits or unsatisfied judgments since the most recent regulatory examination report, that are significant to Applicant's operations;
- 4) Is the subject of any known criminal, civil or administrative proceedings in which any of them is alleged to have engaged in a fraudulent activity or has been charged with the commission of a felony or which seeks a remedy that would prevent or materially interfere with Applicant's ability to continue its business;
- 5) Is currently excluded from any federal procurement or non-procurement program or participation in any program of the Department of Housing and Urban Development;
- 6) Is subject to an unsatisfied final judgment in favor of the Federal Deposit Insurance Corporation, Office of the Comptroller of the Currency, Board of Governors of the Federal Reserve System, Office of Thrift Supervision or Resolution Trust Corporation or any state agency that regulates financial institutions;
- 7) Is a party to a lawsuit in which any regulatory agency is seeking recovery in excess of \$50,000 from Applicant or any related entity;

(continued)

- 8) Is subject to a consent agreement, or administrative or judicial order of removal or prohibition preventing Applicant or any related entity from participating in the affairs of any insured depository institution or federal or state regulated business or enterprise;
- 9) Has caused a substantial loss in excess of \$50,000 in total to a deposit insurance fund or to a deposit insurance policy;
- 10) Has been convicted of a felony; or
- 11) Has been denied membership in a Federal Home Loan Bank for any reason.

[Indicate the number of attached sheets] _____

Date

Signature of Authorized Officer

Name of Authorized Officer *[printed or typed]*

Title of Authorized Office



Certificate of Management (CDFIs other than Credit Unions)

I, _____ (Name), certify that I am the duly elected, qualified and acting _____ (Title) of _____ (Name of Applicant) ("Applicant") and that I have the authority to act on behalf of Applicant's Board of Directors/Trustees. I further certify that the statements and representations, which are made below, are true and correct to the best of my knowledge and belief; and that I have made all necessary reviews and inquiries of Applicant's and its related parties' books and records, and officers, employees and agents before making this certification to assure that it is full and complete.

For the purposes of this certification, the term "related entity" shall mean Applicant's management officials; any individual or entity that controls or is controlled by or is under common control with Applicant; and any other entity that is controlled by any of Applicant's management officials. An individual or entity shall be presumed to have control of a company or organization if the individual or entity directly or indirectly, or acting in concert with one or more individuals or entities, or through one or more subsidiaries, owns or controls the management or policies of an entity or person.

"Management officials" shall mean those individuals within Applicant's organization who have substantial responsibility for the direction and control of Applicant's policies and operations. They include but are not limited to:

- 1) a director or senior officer; or
- 2) a controlling person, which means any person or entity which directly or indirectly, or acting in concert with one or more persons or entities owns or controls 25% or more of the voting shares or rights of Applicant

Except as disclosed on the attached Schedule(s), if any, neither the Applicant nor any of its related entities:

- 1) Is subject to, or operating under, any enforcement action instituted by its appropriate regulator;
- 2) Has been the subject of any criminal, civil or administrative proceedings reflecting upon creditworthiness, business judgment, or moral turpitude in the past three years;
- 3) Is the subject of any known potential criminal, civil or administrative monetary liabilities, material pending lawsuits or unsatisfied judgments arising within the past three years that are significant to Applicant's operations;
- 4) Is the subject of any known criminal, civil or administrative proceedings in which any of them is alleged to have engaged in a fraudulent activity or has been charged with the commission of a felony or which seeks a remedy that would prevent or materially interfere with Applicant's ability to continue its business;
- 5) Is currently excluded from any federal procurement or non-procurement program or participation in any program of the Department of Housing and Urban Development;
- 6) Is a party to a lawsuit in which any regulatory agency is seeking recovery in excess of \$50,000 from Applicant or any related entity;

(continued)

- 7) Is subject to a consent agreement, or administrative or judicial order of removal or prohibition preventing Applicant or any related entity from participating in the affairs of any insured depository institution or federal or state regulated business or enterprise;
- 8) Has been convicted of a felony; or
- 9) Has been denied membership in a Federal Home Loan Bank for any reason.

[Indicate the number of attached sheets] _____

Date

Signature of Authorized Officer

Name of Authorized Officer *[printed or typed]*

Title of Authorized Office





Member driven.
Community focused.

UCC Pre-Filing Authorization

In connection with the Application for Membership in Federal Home Loan Bank of Dallas (“Secured Party”) and the grant of a security interest by _____ (“Debtor”) in certain of its assets, Debtor hereby authorizes Secured Party to file a financing statement (“Financing Statement”) naming Debtor as “debtor” and indicating the collateral set forth on Exhibit A attached hereto. Secured Party may file the Financing Statement in all offices it deems appropriate.

Debtor acknowledges and agrees that nothing contained in this letter nor Secured Party’s filing of the Financing Statement shall be construed as an agreement or commitment on the part of Secured Party to approve Debtor for membership in Secured Party or grant extensions of credit to Debtor.

Date

Signature of Authorized Officer

Name of Authorized Officer *[printed or typed]*

Title of Authorized Officer

EXHIBIT A

Collateral Description for Financing Statement

All of Debtor's right, title and interest in and to the following, whether now owned or existing or hereafter owned, acquired, or arising by Debtor, wherever located:

- 1) **First Mortgage Collateral.** All First Mortgage Documents and all ancillary security agreements, policies and certificates of insurance or guarantees, chattel paper, electronic chattel paper, evidences of recordation, applications, underwriting materials, appraisals, notices, opinions of counsel, loan servicing data, and all other electronically stored and written records or materials relating to the loans evidenced or secured by First Mortgage Documents. "First Mortgage Documents" shall mean all first mortgages and deeds of trust relating to one-to-four family residential dwellings and multifamily residential dwellings and all promissory notes, bonds, or other instruments evidencing loans securely thereby and any endorsements and assignments thereof to the Debtor.
- 2) **Other Real Estate Related Collateral.**
 - (i) All other items of real estate related collateral, including without limitations, all mortgages, deeds of trust, and security agreements relating to loans secured by commercial property, home equity loans, home improvement loans, subordinate loans, mortgage warehouse lines of credit, real estate construction loans, and other real estate related loans, and (A) all promissory notes, bonds, or other instruments evidencing such loans and lines of credit, (B) any endorsements and assignments thereof to the Debtor, and (C) all ancillary security agreements, policies and certificates of insurance or guarantees, chattel paper, electronic chattel paper, evidences of recordation, applications, underwriting materials, appraisals, notices, opinions of counsel, loan servicing data, and all other electronically stored and written records or materials relating to the loans evidencing or secured thereby, excluding First Mortgage Collateral Securities (as defined below), Small Business Collateral (as defined below), and Small Farm and Agri-Business Collateral (as defined below);
 - (ii) All property relating to the Debtor's management, collection, processing, accounting for, monitoring, or servicing of loans and accounts, including, without limitation, all checks, instruments, documents, certificates, agreements, loan accounts, payments, chattel paper, electronic chattel paper, collections, account statements, computer files, records, promissory notes, endorsements, assignments, and loan servicing data, together with the rights, remedies, and powers related thereto; and
 - (iii) All participants in or portions of First Mortgage Collateral and other real estate related collateral as set forth in clause (i) above.
- 3) **Capital Stock.** All of the capital stock of the Secured Party held by the Debtor and all payment that have been or hereafter are made on account of subscriptions to and all declared and unpaid dividends on such capital stock.
- 4) **Deposit Accounts.** All of the deposit accounts of the Debtor with the Secured Party, including, with limitation, all cash and other funds therein.
- 5) **Securities.** All mortgage-backed securities (including participation certificates) issued or guaranteed by the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Corporation, or the Government National Mortgage Association, obligations of or guaranteed by the United States, United States government agency securities, privately-issued residential mortgage-backed securities, and all other investment property delivered or furnished to the Secured Party from time to time.

- 6) **Small Business Collateral.** All loans to persons or entities owning or operating small businesses and all promissory notes, mortgages, deeds of trust, security agreements, bonds, instruments, endorsements, assignments, policies and certificates of insurance, guarantees, evidences of recordations, applications, underwriting materials, appraisals, notices, opinions of counsel, loan servicing data, electronically stored and written records, agreements, chattel paper, electronic chattel paper, and documents relating to, evidencing, or securing such loans.
- 7) **Small Farm and Agri-Business Collateral.** All loans to persons or entities owning or operating small farms or agri-businesses and all promissory notes, mortgages, deeds of trust, security agreements, bonds, instruments, endorsements, assignments, policies and certificates of insurance, guarantees, evidences of recordations, applications, underwriting materials, appraisals, notices, opinion of counsel, loan servicing data, electronically stored and written records, agreements, chattel paper, electronic chattel paper, and documents relating to, evidencing, or securing such loans.
- 8) All property in which the Debtor has heretofore granted a security interest or has assigned, transferred, or pledged to the Secured Party as collateral for advances prior to the date hereof.
- 9) All other property as may be accepted by the Secured Party as collateral from time to time pursuant to an agreement between the Debtor and the Secured Party.
- 10) All payment intangibles related to items 1 through 9 above.
- 11) All securities representing undivided equity interests in any of items 1 through 9 above.
- 12) All accessions to, substitutions for, and replacements and products of all items 1 though 11 above.
- 13) All proceeds, cash proceeds, and noncash proceeds of all items 1 through 12 above, including, without limitation, any of items 1 through 12 above that are acquired with any cash proceeds of items 1 through 12 above.



Federal Home Loan Bank System Community Support Requirement

Notice to Applicants

The Federal Home Loan Bank Act (12 U.S.C. § 1421 et seq.) requires the Federal Housing Finance Agency (“Finance Agency”) to develop regulations to condition FHLBank members’ access to Federal Home Loan Bank (“FHLBank”) long-term advances on members’ meeting certain standards of community investment or service (except that these standards do not apply to CDFIs that are not credit unions). Long-term advances are defined by the Finance Agency as advances with a term greater than one year. Community Support regulations to implement the law may be found at 12 C.F.R. Part 944.

Each quarter, the Finance Agency will select at random a portion of the FHLBank System members (other than CDFIs that are not credit unions) for Community Support review. All FHLBank System members will be reviewed approximately once every two years. At the same time the members selected for review are notified, the applicable FHLBank will send a notice to community groups and other interested members of the public.

Under the Community Support regulations, members of the FHLBank System will be required periodically to send their FHLBanks a completed Community Support Statement (“Statement”). This Statement will include the following:

- 1) Information concerning assistance to first-time home buyers;
- 2) Information concerning any violations of the Fair Housing or Equal Credit Opportunity Act; and
- 3) Any other relevant information the member wishes to include.

The FHLBank of Dallas (“Bank”) will be available to assist the member in completing the Statement. Once completed, the Bank will forward the Statement to the Finance Agency for evaluation. Although the Bank will not evaluate the Statement, the Finance Agency will review the Statement for evidence of Community Support.

The Bank has established a Community Support Program to assist members in complying with these requirements. The Bank staff will be available to assist members in complying with their preparation of Statements and other information related to these requirements. For questions concerning the Community Support requirements, please contact our Member Services desk at (800) 442-9841.