CERTIFICATE OF COUNTY CLERK

THE STATE OF TEXAS	§ §					
COUNTY OF COLLIN	8 §					
I, the undersigned, Collin County, Texas, DO		Ex-officio Clerk of the Commission as follows:	oners Court of			
Court of Collin County, T	exas, was held in the tration Building, 2300	er, 2021, a regular meeting of the Ce Commissioners' Courtroom, on Bloomdale Road, in McKinney, ws:	the 4 th floor of			
Susa Cher Darr	s Hill in Fletcher ryl Williams rell Hale can Webb	County Judge Commissioner Commissioner Commissioner Commissioner				
and all of said persons were present at said meeting, except Among other business considered at said meeting, the attached resolution entitled:						
TEXAS, APPROVISSUED BY TARE FINANCE CORPORATE, WHICH REFINANCING CORPORATION OF BOUNDARIES CORPORATION 147(f)	VING THE CONV RANT COUNTY CORATION TO BEA BONDS WERE CERTAIN HEALTH OF THE COUNTY YLOR SCOTT & W	ONERS COURT OF COLLIN CO TERSION OF BONDS PREVIOUS FACION FACION FACION FACION FACION FACION FACION FACION FOR THE PURPOS FACILITIES LOCATED WITHIT OF TARRANT, TEXAS FOR THITE HOLDINGS, AS REQUIR FECTIVE DATE"	OUSLY LITIES KEMPT SE OF N THE R THE ED BY			
consideration of the resolu	ition, and upon a mot	passage and adoption. After presention duly made and seconded, the ective immediately by the following	resolution was			
voted "For"	voted	l "Against" abstained	d			
all as shown in the official	Minutes of the Court	t for the meeting held on the afores	aid date.			
official records of the Co Court of said County on t according to the records	ounty; the duly quality he date of the aforest of my office, advance	true and correct copy of the origin fied and acting members of the aid meeting are those persons sho ce notice of the time, place and art; and that said meeting and the	Commissioners own above and, purpose of the			

the aforesaid public business was open to the public and written notice of said meeting, including the subject of the above entitled resolution, was posted and given in advance thereof in compliance with the provisions of Chapter 551, Texas Government Code, as amended.

IN WITNESS WHEREOF, I have hereunto signed my name officially and affixed the seal of the Commissioners Court, this the ____ day of September, 2021.

SALMINIAN SALMIN

County Clerk and Ex-officio Clerk

Commissioners Court, Collin County, Texas

(Com. Crt. Seal)

RESOLUTION OF THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, APPROVING THE CONVERSION OF BONDS PREVIOUSLY ISSUED BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION TO BEAR INTEREST AT A TAX-EXEMPT RATE, WHICH BONDS WERE ISSUED FOR THE PURPOSE OF REFINANCING CERTAIN HEALTH FACILITIES LOCATED WITHIN THE BOUNDARIES OF THE COUNTY OF TARRANT, TEXAS FOR THE BENEFIT OF BAYLOR SCOTT & WHITE HOLDINGS, AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, by resolution the Commissioner's Court of Tarrant County, Texas (the "Sponsoring Entity"), authorized and approved the creation of the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") as a nonprofit corporation under the provisions of the Cultural Education Facilities Finance Corporations Act, Chapter 337, Texas Local Government Code, as amended from time to time, authorized to issue revenue bonds on behalf of the Sponsoring Entity to provide funds to finance or refinance all or part of the cost of "health facilities" (as defined in the Health Facilities Development Act, Chapter 221, Texas Health and Safety Code, as amended from time to time);

WHEREAS, Baylor Scott & White Holdings, a Texas nonprofit corporation ("BSWH"), directly or through affiliates, owns and operates in Collin County, Texas (the "County") at or adjacent to 5252 W. University Drive, McKinney, Texas, 75071, a charitable health care facility known as Baylor Scott & White Medical Center – McKinney ("Baylor-McKinney"), and at or adjacent to 4700 Alliance Boulevard, Plano, Texas 75093, a charitable health care facility known as Baylor Scott & White Medical Center – Plano ("Baylor-Plano");

WHEREAS, the Issuer previously issued on December 17, 2019 its Hospital Revenue Refunding Bonds (Baylor Scott & White Health Project) Series 2019A (the "Bonds"), and the proceeds of such Bonds were loaned by the Issuer to BSWH to provide funds to refund a portion of the Issuer's Hospital Revenue Bonds (Baylor Health Care System Project) Series 2011A ("Series 2011A Bonds"), which Series 2011A Bonds financed and/or refinanced the construction, reconstruction, renovation, furnishing, remodeling, rehabilitation and/or equipping of health facilities of BSWH and its affiliates, all as described in the published Notice of Public Hearing attached as Exhibit A to the Certificate of Public Hearing, which is attached to this Resolution as Attachment I (the "Notice"), including Baylor-McKinney and Baylor-Plano;

WHEREAS, the Issuer has approved, at the request of BSWH, the conversion of the Bonds from bearing interest at a taxable interest rate to bearing interest at a tax-exempt rate (the "2021 Conversion"), which 2021 Conversion would be treated for federal income tax purposes as a new bond issuance;

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that the Bonds and the projects refinanced by the Bonds (the "Projects") be approved by an "applicable elected representative" (the "AER") after a public hearing following reasonable public notice, as a condition to the exclusion of interest on the Bonds from gross income for federal income tax purposes;

WHEREAS, an AER for the issuance of the Bonds is the Commissioners Court of Collin County, Texas (the "Governing Body");

WHEREAS, the duly appointed hearing officer of the Issuer held a public hearing on July 15, 2021 and conducted such hearing in a manner that provided a reasonable opportunity for persons with differing views on the Bonds and the Projects to be heard, following the publication of the Notice, which contains the date, time and place of the public hearing, no less than seven days before said date in *The Dallas Morning News* and the *Fort Worth Star-Telegram*, being newspapers of general circulation within the County or within the geographical jurisdictions in which a portion of the facilities comprising the Projects are located;

WHEREAS, the Governing Body desires to: (i) confirm action taken with respect to public hearing requirements for the Projects; and (ii) approve the Bonds and the Projects as required by Section 147(f) of the Code; and

WHEREAS, the Governing Body has considered evidence of the posting of notice of this meeting and officially finds, determines, recites and declares that notice of this meeting was given and this meeting was held in accordance with the requirements of the Open Meetings Act, Chapter 551, Texas Government Code, as amended;

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, THAT:

- Section 1. <u>Findings, Determinations and Statements</u>. The findings, determinations and statements set forth in the preamble hereof are hereby incorporated by reference as if set forth in full.
- Section 2. <u>Confirmation of Public Hearing</u>. All actions taken with respect to the holding of the public hearing are hereby confirmed.
- Section 3. <u>AER Approval</u>. The Governing Body, acting in its capacity as AER pursuant to the requirements of Section 147(f) of the Code, hereby approves the Bonds and the Projects located within the jurisdiction of the County, all as described in the Notice. The approval granted hereby is not to be construed as (i) a representation or warranty by the County, the Governing Body, any of the officers of the Governing Body, the State of Texas or any other agency, instrumentality or political subdivision of the State of Texas that the Bonds will be paid or that any obligations assumed by any of the parties under the instruments delivered in connection with the Bonds will in fact be performed; (ii) a pledge of faith and credit of or by the State of Texas or any agency, instrumentality or political subdivision of the State of Texas, including the County; or (iii) a representation or warranty concerning the validity of the Bonds.
- Section 4. <u>Providing an Effective Date</u>. This resolution shall be in full force and effect from and after its passage, and it is accordingly so resolved.

PASSED AND APPROVED BY THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, THIS SEPTEMBER 13, 2021.

Attachment I

Certificate of Public Hearing

CERTIFICATE OF PUBLIC HEARING

I, the undersigned, hereby certify in connection with the issuance by the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") of its hospital revenue refunding bonds in the principal amount not to exceed \$41,000,000 in the aggregate (the "Bonds"), for the benefit of Baylor Scott & White Holdings, a Texas non-profit corporation, and one or more of its tax-exempt nonprofit affiliates (collectively, the "System"), as follows:

- I am an attorney with Brown Pruitt Wambsganss Dean Forman & Moore P.C., counsel for the Issuer in respect of the financing described herein, and have been duly authorized to conduct a public hearing on the issuance of the Bonds to refinance the projects described in the notice of such hearing published in *The Dallas Morning News* on July 6, 2021 and in the *Fort Worth Star-Telegram* on July 7, 2021, copies of which notices as published with Affidavits of Publication are attached hereto as Exhibit A, all of which projects are owned, operated, or managed by the System and located in Collin, Dallas, Ellis, or Tarrant County, Texas, as described in the notice.
- 2. I conducted such hearing commencing at 10:00 a.m. on Thursday, July 15, 2021, at the offices of Brown Pruitt Wambsganss Dean Forman & Moore P.C., Wells Fargo Tower, 201 Main Street, Suite 801, Fort Worth, Texas, 76102, which offices were open to the public for purposes of the hearing.
- 3. At the time for the commencement of the hearing, I publicly requested comments, either orally or in writing, on the facilities to be refinanced with proceeds of the Bonds and on the issuance of the Bonds.
 - 4. At the hearing, no persons presented comments, orally or in writing.
 - 5. I imposed no time limitations on any public comments.
 - 6. A copy of the minutes of the public hearing is attached hereto as Exhibit B.

IN WITNESS WHEREOF, I have hereunto set my hand this July 15, 2021.

Randal L. Dean, Hearing Officer

den

Tarrant County Cultural Education Facilities

Finance Corporation

EXHIBIT A

Affidavit of Publication – The Dallas Morning News Affidavit of Publication – Fort Worth Star-Telegram

AFFIDAVIT OF PUBLICATION

STATE OF TEXAS

COUNTY OF DALLAS

Before me, a Notary Public in and for Dallas County, this day personally appeared Mert Tezkol, advertising Representative for The Dallas Morning News, being duly sworn by oath, states the attached advertisement of

NORTON ROSE FULBRIGHT AD# 1799959 was published in The Dallas Morning News

DATE PUBLISHED July 6, 2021



Mert Tezkol

July 8, 2021

(Notary Public)

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AFFIDAVIT OF PUBLICATION

Account#	Order Number	Identification	Order PO	Amount	Cols	Depth
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Attention:

NORTON ROSE FULLBRIGHT US LLP 555 S. FLOWER STREET, 41ST FLOOR LOS ANGELES, CA 90071

Copy of ad content is on the next page

THE STATE OF TEXAS COUNTY OF TARRANT

Before me, a Notary Public in and for said County and State, this day personally appeared Amanda Grisham, Bid and Legal Coordinator for the Star-Telegram, published by the Star-Telegram, Inc. at Fort Worth, in Tarrant County, Texas; and who, after being duly sworn, did depose and say that the attached clipping of an advertisement was published in the above named paper on the listed dates:

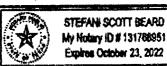
No. of Insertions: 1

Beginning Issue of: 07/07/2021 Ending Issue of: 07/07/2021

Sworn to and subscribed before me this 8th day of July in the year of 2021

Notary Public in and for the state of Texas, residing in Dallas County

Stefani Beard



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NOTICE OF PUBLIC HEARING
NOTICE IS HEREBY GIVEN of a public hearing to be held by the Terrant
County Cultural Education Facilities
Finance Corporation (the "issuer")
on July 15, 2021, at 10:00 a.m., at the
offices of Brown Pruit Warnbsganss
Dean Forman & Moore PC, 201 Main
Street Suits 801 Eart Mooth Towns Street, Suite 801, Fort Worth, Texas 76102 with respect to the issuance by the issuer of hospital revenue refundthe Issuer of hospital revenue refund-ing bonds (the "Bonds") in an aggre-gate principal amount not to exceed \$41,000,000. The public hearing is a "combined hearing" within the mean-ing of Treasury Regulation Section 51.103-2(d), and the location of such public hearing is within 100 miles of the seat of operatment of each parthe seat of government of each par-ticipating governmental unit beyond ticipating governmental unit beyond whose geographic jurisdiction the hearing is conducted. Proceeds of the Bonds will be loaned to Baylor Scott & White Holdings ("BSW Holdings") to a White Holdings ("BSW Holdings") to provide funds to refinance the construction, reconstruction, renovation, furnishing, remodeling, rehabilitation and/or equipping of health facilities, including but not limited to, hospital facilities (the "Projects"). The Projects to be refinanced with the Bonds, the locations in Texas and maximum stated principal amount of Bonds to be issued to refinance each

Bonds to be issued to refinance each

such Project, are as follows: (1)Baylor Scott & White All Saints Medical Center - Fort Worth located at or adjacent to 1400 Eighth Avenue, Fort Worth, Texas, 76104, in a maxiron worm, least, 76104, in a maximum principal amount of \$6,400,000; [2]Baylor Scott & White Medical Center – Grapevine located at or adjacent to 1650 West College Street, Grapevine, Texas, 76051, in a maximum principal amount of \$2,400,000;

(3)the facilities comprising the entire main campus of Baylor Scott & White Health and Baylor University Medical Center located in the City of Dallas, at or adjacent to 3500 Gaston and 3600 or apjacem to 3300 caston and 3000 Gaston, Dellas, Texas, including but not limited to, facilities at or adjacent to 3505 Gaston, 3301 Swiss Avenue, 3404 Swiss Avenue, 3535 Worth Street, 75246, in a maximum principal amount of \$18,800,000; (4)Baylor Scott & White Medical Cen-

ter - McKinney located at or adjacent to 5252 W. University Drive, McKinney, Texas, 75071, in a maximum principal amount of \$13,600,000;

amount of \$13,600,000; (5)Baylor Scott & White Medical Cen-ter – Waxahachie located at or ad-jacent to 1405 W. Jefferson Street. Waxahachie, Texas 75165, in a max-imum principal amount of \$300,000;

(6) Baylor Scott & White Medical Center - Plano located at or adjacent to 4700 Alliance Boulevard, Plano, Tex-as 75093, in a maximum principal amount of \$600,000.

amount or \$500,000.
The legal owner, operator or manager of each of the Projects is BSW Holdings or a tax-exempt nonprofit affiliate of BSW Holdings. All interested persons are invited to attend such public. hearing to express their views with respect to the issuance of the Bonds to refinance the Projects. Questions or requests for additional information may be directed to President, Tarrant may be cirected to President, Tarrant County Cultural Education Facilities Finance Corporation in care of Ran-dal Dean at Brown Pruitt Wambsganss Dean Forman & Moore P.C., 201 Main Street, Suite 801, Fort Worth, Texas 76102. Persons who intend to appear at the hearing and express their views are invited to contact Mr. Dean in writing in advance of such hearing. Any interested persons unable to attend the hearing may submit their views in writing to Mr. Dean prior to the date scheduled for the hearing. The Issuer will reschedule the location and time of the hearing or schedule an additional hearing if requested to do so in written requests submitted to Mr. Dean prior to the aborementioned date of written requests submitted to M. Dean prior to the aforementioned date of such hearing by a significant number of interested persons. This notice is published and the

above-described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Section 147(f) of the Internat Revenue Code of 1986, as amended, regarding the public approval prerequisite to the exemption from federal income taxation of the interest on the Bonds.

TARRAINT COUNTY CULTURAL EDUCATION FACILITIES FINANCE COR-PORATION IPL0031285

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Church/Governmental	080	802 72	Š	18.16
School	0.85	\$22.72	Š	14.77
Hospital	0.80	\$22.72	ś	18.18
Multigrapy	0.80	\$22.72	Š	15.15

All interested denotes are encouraged to attend the public hearing and arginess few opinions on this proposed rate increase. Council well vote on the proposed Columbia blooking the public hearing.

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EXHIBIT B

Minutes of a Public Hearing Conducted by the Tarrant County Cultural Education Facilities Finance Corporation on July 15, 2021

A public hearing by the Tarrant County Cultural Education Facilities Finance Corporation was held on July 15, 2021, at 10:00 a.m., Central Daylight Savings Time, at the offices of Brown Pruitt Wambsganss Dean Forman & Moore P.C., Wells Fargo Tower, 201 Main Street, Suite 801, Fort Worth, Texas, 76102, pursuant to notice given. The hearing was called to order at 10:00 a.m. by the undersigned, as Hearing Officer.

The Hearing Officer then stated:

"Now is the time and place set for the public hearing to be conducted pursuant to Section 147 of the Internal Revenue Code of 1986, as amended, with respect to the issuance by the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer"), of hospital revenue refunding bonds (the "Bonds") in an aggregate principal amount not to exceed \$41,000,000, to assist Baylor Scott & White Holdings ("BSW Holdings") in refinancing costs of hospital and other health care and related support facilities and equipment. The proceeds of the Bonds will be used to refinance the construction, reconstruction, renovation, furnishing, remodeling, rehabilitation and/or equipping of health facilities, including but not limited to, hospital facilities (the "Projects").

The Projects to be refinanced with the Bonds, the locations in Texas and maximum stated principal amount of Bonds to be issued to refinance each such Project, are as follows:

- (1) Baylor Scott & White All Saints Medical Center Fort Worth located at or adjacent to 1400 Eighth Avenue, Fort Worth, Texas, 76104, in a maximum principal amount of \$6,400,000;
- (2) Baylor Scott & White Medical Center Grapevine located at or adjacent to 1650 West College Street, Grapevine, Texas, 76051, in a maximum principal amount of \$2,400,000;
- (3) the facilities comprising the entire main campus of Baylor Scott & White Health and Baylor University Medical Center located in the City of Dallas, at or adjacent to 3500 Gaston and 3600 Gaston, Dallas, Texas, including but not limited to, facilities at or adjacent to 3505 Gaston, 3301 Swiss Avenue, 3404 Swiss Avenue, 3535 Worth Street, 75246, in a maximum principal amount of \$18,800,000;
- (4) Baylor Scott & White Medical Center McKinney located at or adjacent to 5252 W. University Drive, McKinney, Texas, 75071, in a maximum principal amount of \$13,600,000;
- (5) Baylor Scott & White Medical Center Waxahachie located at or adjacent to 1405 W. Jefferson Street, Waxahachie, Texas 75165, in a maximum principal amount of \$300,000; and
- (6) Baylor Scott & White Medical Center Plano located at or adjacent to 4700 Alliance Boulevard, Plano, Texas 75093, in a maximum principal amount of \$600,000.

"Members of the public are invited to comment with respect to the proposed financing plan and the nature of the Projects to be refinanced. Is there anyone present who wishes to comment?"

"The minutes of this hearing will reflect that no one has appeared at this hearing to comment and no written comments were submitted to the President of the Tarrant County Cultural Education Facilities Finance Corporation in care of Randal L. Dean as of July 15, 2021."

"The public hearing is now concluded."

Randal L. Dean, Hearing Officer

Tarrant County Cultural Education Facilities

Finance Corporation