

RESOLUTION OF THE COMMISSIONERS COURT OF COLLIN COUNTY, TEXAS, APPROVING THE BONDS TO BE ISSUED BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING OR REFINANCING CERTAIN HEALTH FACILITIES LOCATED WITHIN THE BOUNDARIES OF COLLIN COUNTY, TEXAS FOR THE BENEFIT OF BAYLOR SCOTT & WHITE HEALTH, 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 Corporation 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 Health, a Texas nonprofit corporation ("**BSWH**"), directly or through affiliates, owns and operates in Collin County, Texas (the "**County**") at or adjacent to 7600 Better Way, Frisco, Texas 75033, a charitable health care facility known as Baylor Scott & White Medical Center – Frisco at PGA Parkway ("**Baylor-Frisco**"), 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**"), at or adjacent to 12505 Lebanon Road, Frisco, Texas 75035, a charitable health care facility known as Baylor Scott & White Medical Center – Centennial ("**Centennial**"), and 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**");

WHEREAS, it has been proposed that the Issuer, pursuant to a plan of finance, issue hospital revenue bonds in one or more series and in one or more years (collectively, the "Bonds") in an aggregate principal amount not to exceed \$2,500,000,000 and loan the proceeds thereof to BSWH to (i) finance or refinance the construction, expansion, renovation, and replacement of, additions to, and the acquisition of sites, buildings, and capital equipment for healthcare facilities, including but not limited to, acute care hospitals, clinics, medical office buildings, parking garages and medical education buildings 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**") that includes Baylor-Frisco, Baylor-Plano, Centennial and Baylor-McKinney; and (ii) pay the costs of issuing the Bonds;

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "**Code**"), requires that the plan of financing for the issuance of the Bonds and the projects to be financed or 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