

**Public Approval of Tarrant County Cultural Education Facilities Finance Corporation Texas Health Resources Tax-Exempt Loans**

The County Judge and the Commissioners Court of Johnson County have been requested to approve tax-exempt loans to be issued for the benefit of Texas Health Resources for the purposes described below.

The Tarrant County Cultural Education Facilities Finance Corporation, a Texas nonprofit corporation (the "Corporation"), is in the process of issuing one or more tax-exempt loans to finance or refinance certain health facilities owned and operated by Texas Health Resources, a Texas nonprofit corporation ("THR"). THR owns and operates *Texas Health Harris Methodist Hospital Cleburne* and *Texas Health Harris Methodist Outpatient Center Burleson*, among other facilities.

In order for the interest on the tax-exempt loans to be excludable from gross income for federal income tax purposes, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that the tax-exempt loans and the facilities financed with the proceeds of the loans (the "Project") be approved by the "applicable elected representative" (meaning the highest elected official or "AER") of the county in which each facility is located. The approval can only be given following a special purpose public hearing conducted under Section 147(f) of the Code. The Corporation conducted the required public hearing on June 26, 2015, after the publication of the notice of such public hearing in the *Fort Worth Star-Telegram* as required by the Code. A copy of the Minutes of the Public Hearing with a copy of the Notice of Public Hearing and the Affidavit of Publication accompanies this request and are attachments to the Approval of the Applicable Elected Representative.

**Approval of the issuance of the tax-exempt loans and the Project financed by the loans is requested solely for the purpose of complying with the public approval requirements of the Code regarding tax-exemption of the interest on the tax-exempt loans. Such approval does not create or imply any obligation by the County with respect to the payment of the tax-exempt loans or the operation of the Project.**

RESOLUTION OF THE COMMISSIONERS COURT OF  
JOHNSON COUNTY, TEXAS, AUTHORIZING THE COUNTY  
JUDGE TO APPROVE TAX-EXEMPT LOANS AMONG  
TARRANT COUNTY CULTURAL EDUCATION FACILITIES  
FINANCE CORPORATION, TEXAS HEALTH RESOURCES  
AND CERTAIN FINANCIAL INSTITUTIONS FOR THE  
BENEFIT OF TEXAS HEALTH RESOURCES

WHEREAS, Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") is proposing to enter into one or more tax-exempt loans (the "Loans") among the Issuer, Texas Health Resources, a Texas nonprofit corporation ("THR") and certain financial institutions, pursuant to the Cultural Education Facilities Finance Corporation Act, Article 1528m, Texas Revised Civil Statutes, as amended (the "Act"); and

WHEREAS, the proceeds of the Loans will be loaned by the Issuer to THR, for the purpose of financing and refinancing the cost of "health facilities" as defined in the Health Facilities Development Act, Chapter 221, Texas Health and Safety Code, as amended (the "Project"); and

WHEREAS, a portion of the proceeds of the Loans will be used in connection with financing and refinancing certain facilities owned by THR in Johnson County, Texas (the "County"), specifically, Texas Health Harris Methodist Hospital Cleburne and Texas Health Harris Methodist Outpatient Center Burleson, as described in a notice of public hearing published in, among other newspapers, the *Fort Worth Star Telegram*, a newspaper of general circulation within the County; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended, (the "Code") requires that the Loans and the Project be approved by the "applicable elected representative" (as defined in the Code) of the jurisdiction in which any portion of the Project is located after a public hearing held following reasonable public notice thereof; and

WHEREAS, the County Judge of Johnson County has been requested to approve, as the "applicable elected representative" of the County, the Loans and the Project in accordance with the requirements of the Code, and has been furnished with an affidavit of publication and minutes of public hearing held in connection therewith; and

WHEREAS, the Commissioners Court of the County desires to authorize the County Judge to approve the Loans and the Project;

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

Section 1. The County Judge of Johnson County, Texas, is hereby authorized to approve the Loans and the Project and to execute and deliver such approval as requested.

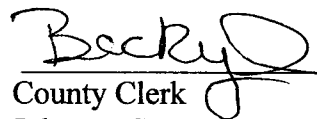
Section 2. The authorization to approve the Loans and the Project is made solely for the purposes of complying with the requirements of Section 147(f) of the Code and shall not be construed as (i) a representation or warranty by the County Judge, the County or the Commissioners Court that the Loans will be paid or that any obligations assumed by any of the parties will, in fact, be performed, or (ii) as a pledge of the faith and credit of or by the County.

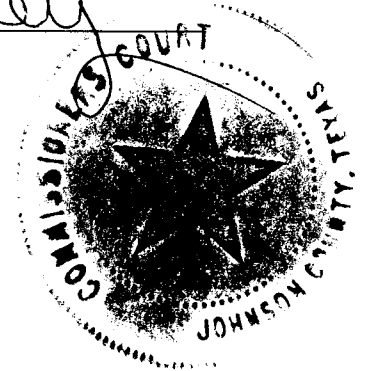
Further, the fact that the Commissioners Court has authorized the approval of the Loans and the Project, as herein stated, may not, in any event, be used as a sales device with respect to the Loans.

Section 3. This Resolution shall be effective upon its adoption.

APPROVED AND ADOPTED THIS July 13, 2015.

  
County Judge, Johnson County, Texas

  
County Clerk  
Johnson County, Texas



*Signature Page for Resolution*

APPROVAL BY APPLICABLE ELECTED REPRESENTATIVE  
JOHNSON COUNTY, TEXAS

I, Roger Harmon, County Judge of Johnson County, Texas (the "County"), certify with respect to the Tarrant County Cultural Education Facilities Finance Corporation Texas Health Resources Tax-Exempt Loans (the "Tax-Exempt Loans"), that:

Based upon the evidence presented to me, for the sole purpose of satisfying the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") and for no other purpose, I hereby approve the Tax-Exempt Loans and the facilities to be financed or refinanced with a portion of the proceeds of the Tax-Exempt Loans and located within the County, all as described in the published Notice of Public Hearing attached to the Minutes and Certification of Public Hearing attached hereto as Exhibit A. This approval is not to be construed as (i) a representation or warranty by the County or the undersigned that the Tax-Exempt Loans will be paid or that any obligations assumed by any of the parties will, in fact, be performed, or (ii) as a pledge of the faith and credit of or by the County. Further, the fact that the undersigned has approved the Tax-Exempt Loans as required by the Code may not, in any event, be used as a sales device with respect to the Tax-Exempt Loans.

IN TESTIMONY WHEREOF, I have hereunto signed my name officially hereon on this July 13, 2015.



Roger Harmon  
County Judge, Johnson County, Texas