



COMMISSIONERS COURT
COMMUNICATION

COURT ORDER NUMBER <#CourtOrderNumber#>

PAGE 1 OF 40

DATE: 1/28/2025

SUBJECT: CONSIDERATION OF THE ISSUANCE OF SERIES 2025 HOSPITAL REVENUE BONDS IN ONE OR MORE SERIES BY THE TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR COOK CHILDREN'S MEDICAL CENTER IN AN AMOUNT NOT TO EXCEED \$450,000,000.00

***** CONSENT AGENDA *****

COMMISSIONERS COURT ACTION REQUESTED

It is requested that the Commissioners Court consider the issuance of Series 2025 Hospital Revenue Bonds in one or more series by the Tarrant County Cultural Education Facilities Finance Corporation (TCCEFFC) for Cook Children's Medical Center in an amount not to exceed \$450,000,000.00.

BACKGROUND

The TCCEFFC Board of Directors adopted a resolution on January 3, 2025 approving the issuance of tax-exempt Series 2025 Hospital Revenue Bonds for Cook Children's Medical Center in an amount not to exceed \$450,000,000.00. The proceeds of the Series 2025 Bonds will be used to (i) refund the Tarrant County Cultural Education Facilities Finance Corporation Series 2014 Bonds; (ii) finance or refinance the purchase, development, construction, reconstruction, renovation, or rehabilitation, and/or equipping of health facilities of the corporation, and (iii) pay the costs of the issuance of the Series 2025 Bonds. The new money portion of the transaction will be used to fund a new 700,000 square-foot addition to the Fort Worth Meidcal Center ("West Tower") which is scheduled to open in Summer 2030 and will add two hundred (200) hospital beds that will allow expanded capacity in the Pediatric ICU, Health Center, Peioperative Services, Transitional Care, and Supporting Services. .The West Tower will also enable expansion of the following in other areas of the hospital - Neonatal ICU, Hematology Oncology Services, Interventional Radiology, and Perioperative Support Services. The estimated total cost of the West Tower and enabling projects is approximately \$1.25 billion and will be funded from the proceeds of the Series 2025 Bonds, operating cash and investments, and philanthropy. In addition to the West Tower, a new utility plan and additional parking garage will serve to support the expansion.

The Notice of Intent to Issue Bonds was filed with the Tarrant County Clerk on January 7, 2025. The application fee has been paid to Tarrant County. The Certificate of Public Hearing is attached and a public hearing was held on December 27, 2025 and posted in the Star-Telegram.

In order for the bonds to qualify as tax exempt under Section 147(f) of the Internal Revenue Code of 1986, as amended, certain federal and state tax law requirements must be met, including having a governmental entity in which the financed facilities are located approve the issuance of such bonds for the benefit of the borrower.

SUBMITTED BY	Administrator	PREPARED BY:	Maegan South
		APPROVED BY:	Chandler Merritt



COMMISSIONERS COURT COMMUNICATION

REFERENCE NUMBER: <#CourtOrderNumber#> DATE: 1/28/2025 PAGE 2 OF 40

Attached for Commissioners Court approval is the proposed Resolution approving the sale and issuance of the Series 2025 Bonds by the TCCEFFC on behalf of Cook Children's Medical Center.

The Criminal District Attorney's Office has reviewed and approved the Resolution.

FISCAL IMPACT

The TCCEFFC will issue the bonds. Tarrant County will have no liability for payment of these bonds and the assets of Tarrant County, Texas have not been pledged for support issuance of these bonds. Tarrant County has received an application fee in the amount of \$10,000.00 to be deposited into the General Fund.

ABSTENTION: [0]

2. A full copy of the Resolution is attached to this Certificate; the original of the Resolution is on file in the official records of the Governing Body; and the Resolution has not been amended and is in full force and effect.

3. The persons attending the meeting and acting as officers and members of the Governing Body are the duly chosen, qualified, and acting officers and members of said Governing Body as indicated therein; that each of the officers and members of said Governing Body was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that said Resolution would be introduced and considered for adoption at said meeting.

[Remainder of Page Intentionally Left Blank]

WITNESS MY HAND AND THE OFFICIAL SEAL OF THE ISSUER, THIS 3rd DAY OF JANUARY 2025.



(SEAL)

By: *Rm Sanford*
Board Secretary, Tarrant County Cultural
Education Facilities Finance Corporation

RESOLUTION OF THE BOARD OF DIRECTORS OF TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION ACCEPTING AN APPLICATION REQUESTING THE ISSUANCE OF ONE OR MORE SERIES OF HOSPITAL REVENUE BONDS; APPROVING, RATIFYING AND CONFIRMING THE TAKING OF CERTAIN PRELIMINARY ACTIONS IN CONNECTION WITH THE ISSUANCE OF SUCH HOSPITAL REVENUE BONDS, INCLUDING APPOINTMENT OF A FINANCING TEAM; AUTHORIZING THE ISSUANCE OF ONE OR MORE SERIES OF HOSPITAL REVENUE BONDS; APPROVING AND AUTHORIZING THE EXECUTION OF FINANCING DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF BONDS; CONFIRMING AND RATIFYING ACTIONS TAKEN IN THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT AND OFFICIAL STATEMENT; AUTHORIZING THE USE AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT AND FINAL OFFICIAL STATEMENT; RESOLVING OTHER MATTERS PERTAINING TO THE ISSUANCE AND SALE OF THE BONDS; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, by resolution the Commissioners Court (the "Governing Body") of Tarrant County, Texas (the "Sponsoring Entity"), authorized and approved the creation of the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer"), a Texas nonprofit corporation, pursuant to the provisions of Chapter 337 of the Texas Local Government Code, as amended (the "Act"); and

WHEREAS, the Act authorizes and empowers the Issuer to issue its revenue bonds on behalf of the Sponsoring Entity, to finance and refinance the cost of "health facilities" (as defined in Chapter 221, Texas Health and Safety Code, as amended (the "Health Act")); and

WHEREAS, Cook Children's Health Care System, a Texas nonprofit corporation (the "System"), has filed with the Issuer an Application for Financial Participation (the "Application") and has requested the Issuer to approve the issuance of one or more series of hospital revenue bonds, taxable and tax-exempt, either or both, for benefit of the System, in an aggregate principal amount of not to exceed \$450,000,000 (collectively, the "Hospital Revenue Bonds"), the proceeds of which will be loaned to the System to provide funds to (i) refund the Issuer's Hospital Revenue Bonds (Cook Children's Medical Center) Series 2014 (the "series 2014 Bonds"), (ii) finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation and/or equipping of health facilities of the System (the "Series 2025 Project") and (iii) pay the costs of issuance of the Hospital Revenue Bonds; and

WHEREAS, the Issuer has determined, based upon representations of the System, that the issuance of the Hospital Revenue Bonds for such purposes will be in furtherance of the public purposes of the Act and the Health Act and will assist in providing, expanding and improving health facilities which will improve the adequacy, cost and accessibility of health care, research and education within the State; and

WHEREAS, the Board of Directors of the Issuer (the "Board") now deems it necessary and desirable to (i) accept the Application and (ii) participate in financing the Project; and

WHEREAS, the System now desires the Issuer to issue Hospital Revenue Bonds (as defined below, the “Series 2025 Bonds”) for the purpose of providing funds to (i) refund the Series 2014 Bonds, (ii) finance or refinance the Series 2025 Project, and (iii) pay the costs of issuing the Series 2025 Bonds; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), requires that the Hospital Revenue Bonds and the Project be approved by the “applicable elected representative” (the “AER”) of each county in which any portion of the proceeds of tax-exempt bonds will be spent, after a public hearing following reasonable public notice thereof; and

WHEREAS, the Board has previously approved and authorized that a notice of public hearing relating to issuance of one or more series of Hospital Revenue Bonds, in an aggregate principal amount of not to exceed \$450,000,000, for the benefit of the System be and has been published in the Fort Worth Star Telegram in accordance with the requirements of the Code, and that the required public hearing with respect to the Hospital Revenue Bonds and the Series 2025 Project to be financed with the proceeds thereof was held on December 27, 2024, and was conducted by Shelby Harden, as hearing officer, and such publication of notice of public hearing and the conduct of such hearing by Shelby Harden, as hearing officer, has been approved and ratified and is further hereby ratified and confirmed; and

WHEREAS, the proceeds of the Series 2025 Bonds will be spent within Tarrant County and the AER is the County Judge or the Commissioners Court, and each of them, of the Sponsoring Entity or the Governing Body thereof; and

WHEREAS, the Governing Body of the Sponsoring Entity, acting in its capacity as AER, will be requested to grant its approval with respect to the Series 2025 Bonds and the Series 2025 Project, as required by the Code; and

WHEREAS, the Board now deems it necessary and desirable to authorize and direct the officers of the Issuer to transmit to the Governing Body, in accordance with the provisions of Section 221.062 of the Health Act, a notice of intent (the “Notice of Intent”) relating to the Series 2025 Bonds, in the substantially final form presented at this meeting, with such changes as may be approved by Bond Counsel and the President of this Board; and

WHEREAS, the Board understands that the underwriters named in paragraph 8 below (the “Underwriters”) intend to distribute a preliminary official statement and an official statement in connection with the offering and sale of the Series 2025 Bonds; and

WHEREAS, in connection with the preparation of such preliminary official statement and official statement (collectively, the “official statement”), the Issuer has furnished to the Underwriters certain information concerning the Issuer set forth in the official statement under the captions “Introductory Statement,” “The Issuer” and “Litigation-The Issuer,” and the Board now desires to authorize the use of such information in such official statement; and

WHEREAS, for purposes of providing funds required to finance and refinance the cost of the Series 2025 Project, the Issuer now desires to (a) authorize the issuance of the Series 2025 Bonds in a maximum aggregate principal amount of not to exceed \$450,000,000, pursuant to the

terms and provisions of a trust indenture; (b) authorize the sale of the Series 2025 Bonds to the Underwriters pursuant to a contract of purchase and letter of representation and indemnification with respect to the Series 2025 Bonds and to approve the execution and delivery of such contract of purchase and letter of representations; (c) authorize the preparation, distribution and execution of a preliminary official statement and an official statement, as applicable, with respect to the Series 2025 Bonds; (d) provide for the payment of the principal of, premium, if any, and interest on the Series 2025 Bonds with revenues derived from the loan of proceeds of the sale of the Series 2025 Bonds pursuant to the terms and provisions of a loan agreement; and (e) take and authorize certain other actions in connection with the foregoing; and

WHEREAS, the Board has been presented with and examined proposed forms of a bond trust indenture, a loan agreement, a contract of purchase and a letter of representation and indemnification, and the Board finds that the form and substance of such documents presented herewith are satisfactory and the recitals and findings contained therein are true, correct and complete, and hereby adopts and incorporates by reference such recitals and findings as if set forth in full in this Resolution, and finds that it is in the best interest of the public and the Issuer and assists in carrying out the public purpose of the Issuer and of the Act and the Health Act to authorize the execution and delivery of such documents; and

WHEREAS, this Board desires to approve the appointment of certain professionals (the “Financing Team”) to accomplish the issuance, sale and marketing of the Series 2025 Bonds;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION THAT:

1. Findings and Determinations. All of the above recitals are found and determined to be true and correct and are incorporated into the body of this Resolution as if repeated in their entirety.

2. Notice of Intent. The Board hereby finds and directs that at least 15 days before the issuance of any portion of the Series 2025 Bonds, the Notice of Intent will be filed with the Sponsoring Entity, and that a description of the Series 2025 Project, including an explanation of the necessity for, and the names of the proposed users of, the Series 2025 Project is set forth in such notice. Each of the President, the Vice President, the Secretary or any Assistant Secretary of the Board are hereby severally authorized and directed to transmit to the Governing Body the Notice of Intent, substantially in the form presented at this meeting, with such changes as may be approved by the President or Vice President of this Board and Bond Counsel, as soon as practical but in no event later than the 15th day before the date of issuance of any portion of the Series 2025 Bonds.

3. Authorization of Issuance of the Series 2025 Bonds and Approval of a Bond Indenture. The Issuer hereby authorizes and directs the issuance of a series of Hospital Revenue Bonds to be designated as the Issuer’s “Hospital Revenue Bonds (Cook Children’s Health Care System) Series 2025” to be issued in the maximum aggregate principal amount of not to exceed \$450,000,000, in accordance with the Trust Indenture (the “Trust Indenture”), dated as of February 1, 2025, between the Issuer and The Bank of New York Mellon Trust Company,

National Association, as trustee (the "Trustee"). The proposed Trust Indenture, having been submitted to the Board, the terms, form and provisions of the Trust Indenture and the Series 2025 Bonds are hereby authorized and approved, and the President or the Vice President of the Board are hereby severally authorized and directed to execute and deliver such Trust Indenture, in the name and on behalf of the Issuer. The Secretary or any Assistant Secretary of the Issuer are hereby severally authorized to attest and affix the Issuer's seal to the Series 2025 Bonds, with such changes therein as the officer executing the same may approve, such approval to be conclusively evidenced by such officer's execution thereof.

4. Approval of Loan of Bond Proceeds; Loan Agreement. The loan of the proceeds of the sale of the Series 2025 Bonds by the Issuer to the System in order to provide funds to finance the Series 2025 Project shall be effected pursuant to the terms and provisions of a loan agreement, dated as of February 1, 2025 (the "Loan Agreement"), between the Issuer and the System, in substantially the form presented to the Board herewith and its counsel, the form, terms and provisions of such Loan Agreement being hereby authorized and approved. The President or the Vice President of the Issuer are hereby severally authorized and directed to execute and deliver the Loan Agreement on behalf of the Issuer, with such changes therein as the officer executing the same may approve, such approval to be conclusively evidenced by such officer's execution thereof.

5. Approval of Sale of Bonds to Underwriters; Approval of Contract of Purchase. The sale and delivery of the Series 2025 Bonds by the Issuer to Underwriters, at the prices set forth in the contract of purchase referred to below, are hereby authorized and approved. Said sale and delivery shall be effected in accordance with the terms and provisions of the contract of purchase for the Series 2025 Bonds, substantially in the form of the Contract of Purchase presented today (the "Contract of Purchase"), to be dated as of the date of its execution and delivery, by and among the Issuer and the Underwriters and acknowledged and approved by the System, a draft of which was presented to the Board and its counsel, the form, terms and provisions of such Contract of Purchase being hereby authorized and approved. The President and the Vice President of the Issuer are hereby severally authorized and directed to execute and deliver such Contract of Purchase on behalf of the Issuer, with such changes therein as the officer executing the same may approve, such approval to be conclusively evidenced by such officer's execution thereof. In connection with the execution and delivery of the Contract of Purchase by the Issuer and the Underwriters, the System is to execute and deliver a letter of representations and indemnification substantially in the form of the Letter of Representations and Indemnification (the "Letter of Representation") attached to the Contract of Purchase as an exhibit, the form, terms and provisions of such Letter of Representation being hereby authorized and approved, and the President and the Vice President of the Issuer are hereby severally authorized and directed to execute and deliver such Letter of Representation on behalf of the Issuer, with such changes therein as the officer executing such Letter of Representation may approve, such approval to be evidenced by such officer's execution thereof.

6. Terms of Series 2025 Bonds; Pricing Committee. The Underwriters and the Issuer are hereby authorized to complete the Contract of Purchase to set forth the principal amounts, interest rates and prices or yields for each maturity of the Series 2025 Bonds, subject to the limitations that: (i) the Contract of Purchase as completed shall be approved by the officers executing the Contract of Purchase, such approval to be conclusively evidenced by their

execution thereof; (ii) the aggregate principal amount of the Series 2025 Bonds shall not exceed \$450,000,000; and (iii) the “net interest cost” with respect to the Series 2025 Bonds shall not exceed the “net interest cost” permitted by the Health Act. Any two directors are hereby designated to act as a committee of the Board (the “Pricing Committee”) pursuant to the provisions of Section 221.028(a) of the Act and Section 2.13 of the Bylaws of the Issuer for the purposes of approving the purchase price, interest rates, maturities, redemption provisions, and principal amounts of the Series 2014 Bonds and the approval of the Pricing Committee of such items shall be conclusively evidenced by the execution of the Trust Indenture, the Loan Agreement and the Contract of Purchase by the officers of the Issuer.

7. Official Statement. The Board hereby authorizes the use and distribution of the information described in the thirteenth recital of this Resolution in the preliminary official statement and the official statement prepared with respect to the Series 2025 Bonds (collectively, the “Official Statement”); provided that, in adopting this Resolution, the Issuer hereby disclaims any responsibility for the Official Statement except for the information described as having been provided by it in the thirteenth recital of this Resolution and expressly disclaims any responsibility for any other information included as part of the Official Statement.

8. Approval of Financing Team. The Board hereby approves the appointment of the following firms and entities as the Financing Team to accomplish the issuance, sale and marketing of the Series 2025 Bonds: (i) J.P. Morgan Securities LLC, as senior managing underwriter and representing such other firms as may be approved for inclusion in the underwriting syndicate from time to time (collectively, the “Underwriters”); and (ii) Bracewell LLP, as Bond Counsel.

9. Ratification and Confirmation of Prior Actions. The actions taken by Bond Counsel to publish the notice of public hearing with respect to the requirements of the public approval requirements of the Code, the selection of Shelby Harden as hearing officer and the scheduling and holding of the public hearing are hereby approved, authorized, ratified and confirmed.

10. Conditions Precedent. The actions and obligations authorized in this Resolution shall be subject to and conditioned upon the receipt by the Issuer, on the date of initial delivery of the Series 2025 Bonds against payment therefor (the “Closing Date”), of (i) a certificate of a duly authorized officer of the System substantially to the effect that each of the representations and warranties in the Contract of Purchase is true, accurate and complete on the Closing Date as if made on and as of the Closing Date, and that all obligations of the System to be performed by it at or prior to the Closing Date have been duly performed; (ii) the purchase price for the Series 2025 Bonds; (iii) evidence satisfactory to Bond Counsel of AER approval of the Series 2025 Bonds and the Series 2025 Project; and (iv) such opinions, evidences, certificates, instruments or other documents as shall be requested by the Issuer’s Counsel or by Bond Counsel, to evidence due performance or satisfaction by the System at or prior to such time of all agreements then to be performed and all conditions then to be satisfied by it.

11. Authorization to Perform Necessary Acts. The officers, employees and agents of the Issuer, and each of them, shall be and each is expressly authorized, empowered and directed from time to time to do and perform all acts and things and to execute, acknowledge and deliver

in the name and under the corporate seal, if applicable, and on behalf of the Issuer all certificates, financing statements, termination statements, instruments and other papers, whether or not herein mentioned, as they may determine to be necessary or desirable in order to carry out the terms and provisions of this resolution and of the Series 2025 Bonds to be issued hereunder, as well as the terms and provisions of the Contract of Purchase hereby authorized and approved, such determination to be conclusively evidenced by the performance of such acts and things and the execution of any such certificate, financing statement, instrument or other paper.

12. Authorization to File Form 8038. The Board authorizes and directs that an officer of the Issuer submit to the Secretary of the Treasury, not later than the 15th day of the second calendar month after the close of the calendar quarter in which any of the Series 2025 Bonds are issued (or on such other dates as shall be required in the opinion of Bond Counsel so that interest on the Series 2025 Bonds shall not be includable in gross income for federal income tax purposes), a statement or statements containing the information required by Section 149(e) of the Code.

13. Affirmative Findings. Based upon representations made by the System to the Board, the Board hereby affirmatively finds that:

- (a) the Series 2025 Project is required, necessary or convenient for health care, research and education, one or more, within the State of Texas, will aid in the provision, expansion and improvement of health facilities, and the issuance of the Series 2025 Bonds are in furtherance of the public purposes of the Act and will promote the health and welfare of the citizens of the State of Texas; and
- (b) all notices, approvals or consents required by the Act for the issuance of the Series 2025 Bonds have been given or obtained.

14. Effective Date. This Resolution shall be in full force and effect from and after its passage, and it is accordingly so resolved.

PASSED AND APPROVED THIS 3rd DAY OF JANUARY, 2025.

BOARD OF DIRECTORS
TARRANT COUNTY CULTURAL
EDUCATION FACILITIES FINANCE
CORPORATION

NOTICE OF INTENT TO ISSUE BONDS AND
PROVIDING CERTAIN INFORMATION RELATING THERETO

TO: THE COMMISSIONERS COURT OF TARRANT COUNTY, TEXAS

TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION (the "Issuer"), in accordance with the provisions of Section 221.062 of Chapter 221 of the Texas Health and Safety Code, as amended (the "Act"), hereby submits the following information:

1. The Issuer proposes to issue not more than \$450,000,000 in aggregate principal amount of its Hospital Revenue Bonds (Cook Children's Health Care System) Series 2025 (the "Series 2025 Bonds") in an amount which will provide the funds, after payment of certain costs relating to the issuance of the Series 2025 Bonds, to refund the Issuer's Hospital Revenue Bonds (Cook Children's Medical Center) Series 2014 (the "Series 2014 Bonds") and finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation, and/or equipping of health facilities of the Cook Children's Health Care System, a Texas nonprofit corporation (the "System"), described on Exhibit A hereto (the "Series 2025 Project").
2. The System, or an affiliated tax-exempt corporation controlled, directly or indirectly, by the System, is the user of the health facilities financed with all or a portion of the Series 2025 Bonds. Constructing and equipping the Series 2025 Project is necessary to the continued provision of quality healthcare by the System.

IN WITNESS WHEREOF, the signature of an authorized officer of the Issuer is set forth as of this January 6, 2025.

TARRANT COUNTY CULTURAL
EDUCATION FACILITIES FINANCE
CORPORATION

FILED

_____.m.

JAN 07 2025

COUNTY CLERK TARRANT CO., TEXAS
BY MQ DEPUTY

By: _____

Title: _____

Wm S. Alford
PRESIDENT

FILED

_____.m.

JAN 07 2025

EXHIBIT A

DESCRIPTION OF HEALTH FACILITIES
SERIES 2025 PROJECT

COUNTY CLERK, TARRANT CO., TEXAS
BY MQ DEPUTY

The proceeds of the Series 2025 Bonds will be used to: (i) refund the Series 2014 Bonds; (ii) finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation, and/or equipping of health facilities of the System (collectively, the "Series 2025 Project"), and (iii) pay the costs of issuance of the Series 2025 Bonds.

The new money portion of the transaction will be used for the following projects.

A new 700,000 square-foot addition to the Fort Worth Medical Center ("West Tower") is scheduled to open in Summer 2030, which will add 200 hospital beds. The West Tower will adjoin the South Tower, which opened in 2016. It will be home to and provide expanded capacity in the following areas:

- Pediatric ICU
- Health Center
- Perioperative Services
- Transitional Care
- Supporting Services

The West Tower will also enable expansion of the following in other areas of the hospital:

- Neonatal ICU
- Hematology Oncology Services
- Interventional Radiology
- Perioperative Support Services

The estimated total cost of West Tower and enabling projects is approximately \$1.25 billion and is expected to be funded from proceeds of the Series 2025 Bonds, operating cash and investments, and philanthropy.

In addition to the medical tower, a new utility plant and additional parking garage will serve to support the expansion. The 40,000 square foot utility plant is scheduled to be completed in the Spring 2027. It will house four 1,500 ton chillers, two TXU electrical feeds, three 2.5 megawatt generators, and a 45,000 gallon diesel tank. It will serve both the current expansion as well as future growth.

The scheduled opening date for the additional parking garage is Winter 2028. It will adjoin the parking garage at 8th and Terrell, and will serve patients and families only. Five upper levels to include 504 new parking spaces, a Parking Guidance System, and a connection to the West Tower. One lower level will serve as dock access, a data center, and a tunnel connection to the West Tower. The structure will be built to support an additional 3 future levels.

Need and Justification for Issuance of Series 2025 Bonds

The System provides valuable healthcare services to the residents of North Central Texas. The Series 2025 Project will enable the System to expand its facilities to provide additional specialized services and to expand current services to provide improved and more cost-effective healthcare.

The Series 2025 Project is necessary to promote and develop healthcare, research and education for the public purpose of promoting health and welfare of the citizens of Texas, and improving the adequacy, cost and accessibility of healthcare, research and education in Texas.

FILED
_____.m.
JAN 07 2025
COUNTY CLERK, TARRANT CO., TEXAS
BY HQ DEPUTY

**MINUTES OF SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF
TARRANT COUNTY CULTURAL EDUCATION FACILITIES
FINANCE CORPORATION**

January 3, 2025

A Special Meeting of the Board of Directors of the Tarrant County Cultural Education Facilities Finance Corporation was remotely held via Zoom Conference on Friday, January 3, 2025, at 12:00 p.m., pursuant to proper notice to all Board Members, regarding the Cook Children's Health Care System bond application.

Board members in attendance were:

William Alexander
Steve Purvis
Robert Lansford
Alan Barron
Tobi Jackson

Also, in attendance were Jon Leatherberry and Shelby Harden, Bond Counsel for the respective applicants, and Randal L. Dean, Issuer Counsel.

Mr. Dean provided the proposed Resolutions and supporting documents regarding the Cook Children's Health Care System bond application for review by the Board Members.

Bond Counsel for applicant and Mr. Dean explained the proposed Cook Children's Health Care System Resolution and answered questions about the issuance and use of the funds from Board Members. After discussion, on motion of Robert Lansford and seconded by Steve Purvis the Resolution for Cook Children's Health Care System was unanimously APPROVED.

There being no further business, the meeting adjourned at 1:00 p.m.


Randal L. Dean, Board Secretary

**APPLICATION FOR ISSUANCE OF REVENUE BONDS
BY
TARRANT COUNTY CULTURAL EDUCATION FACILITIES
FINANCE CORPORATION**

WHEREAS, the Tarrant County Cultural Education Facilities Finance Corporation (a Texas non-profit corporation) (the "Issuer") was created by Tarrant County, Texas (the "County") pursuant to Chapter 337 of the Texas Local Government Code, as amended (the "Act"); and

WHEREAS, the Issuer is authorized by the Act to issue, sell, and deliver its revenue bonds (the "Bonds") for the purpose of paying the cost of facilities, as described in the Act; and

WHEREAS, the County requires all Applicants to pay a \$10,000.00 application fee, WHICH IS REFUNDABLE by the County at the request of the Applicant at any time prior to Commissioners Court approving the issuance of the Bonds.

Cook Children's Medical Center

Name of Applicant

801 Seventh Avenue

Address

Cory Rhoades 682.885.4480

Name of Contact and Telephone Number

Not to exceed \$450,000,000

Proposed Amount of Bonds

Applicant agrees to indemnify and hold harmless the Issuer and its Officers and Directors against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including, but not limited to, attorney's fees, litigation, and court costs, amounts paid in settlement and amounts paid to discharge judgments) incurred by or asserted against any such indemnified party directly or indirectly resulting from, arising out of, or relating to the issuance, offering, sale, or delivery of the Bonds, or the design, construction, installation, operation, use, occupancy, maintenance or ownership of Applicant's project, whether or not any such indemnified party is alleged or found to have been negligent in connection therewith.

DATED this 18th day of December, 2024.

The \$10,000.00 check should be made payable to Tarrant County, Texas.

Mail the checks and Application to:

Randal L. Dean, Secretary
Tarrant County Cultural Education Finance Facilities Corporation
201 Main Street, Suite 801
Fort Worth, TX 76102

VENDOR NAME	VENDOR NO	CHECK DATE	CHECK NO
Tarrant County Texas	SUP101406	Dec 17, 2024	608099

Invoice Date	Invoice No	Description	Gross Amount	Discount	Net Amount
12-16-2024	2025 BONDS		10,000.00	0.00	\$10,000.00
				TOTAL	10,000.00

THIS CHECK IS VOID IF COLORED BACKGROUND IS ABSENT

CookChildren's

801 Seventh Avenue
Fort Worth, TX 76104-2796
682-885-4000

Check Date
Dec 17, 2024
Void After 90 Days

Check Number
608099
88-88/1113

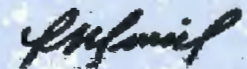
JPMORGAN CHASE BANK
DALLAS, TEXAS, NA

****10,000.00

Ten Thousand and 00/100*****

PAY TO THE
ORDER OF

Tarrant County Texas
Randal Dean Sec 201 Main #801
Ft Worth, TX 76102



AUTHORIZED SIGNATURE

⑈0000608099⑈

⑆111300880⑆

934927849⑈

CERTIFICATE OF PUBLIC HEARING OFFICER
REGARDING PUBLIC HEARING (INTERNAL REVENUE CODE § 147(f))


Re: Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Bonds (Cook Children's Health Care System) Series 2025 in one or more series (the "Bonds")

I, the undersigned, do hereby make and execute this certificate for the benefit of all persons interested in the reissuance for federal tax purposes of the above-captioned Bonds.

I hereby certify as follows:

1. I am the duly appointed hearing officer for the public hearing which was held in connection with the issuance of the Bonds at the time and place indicated in the Notice of Public Hearing attached hereto as **Schedule 1**.
2. The Notice of Public Hearing was published no less than seven days before the date of the public hearing, as evidenced by the Affidavit of Publication of the Notice of Public Hearing attached hereto as **Schedule 1**.
3. All persons (if any) appearing at the public hearing were given an opportunity to comment on the proposed issuance of the Bonds. No such persons appeared or made comments except as set forth on **Schedule 2** attached hereto.
4. After giving all interested persons an opportunity to appear and comment, the public hearing was declared closed.

WITNESS MY HAND as of the 27th day of December, 2024.


Shelby A. Harden
Hearing Officer

- Schedule 1 - Affidavit of Publication of the Notice of Public Hearing (with Attached Notice of Public Hearing)
Schedule 2 - Names and Comments of Persons Attending Public Hearing

**Schedule 1
to Exhibit A**

AFFIDAVIT OF PUBLICATION WITH ATTACHED NOTICE OF PUBLIC HEARING



The Beaufort Gazette
 The Belleville News-Democrat
 Bellingham Herald
 Centre Daily Times
 Sun Herald
 Idaho Statesman
 Bradenton Herald
 The Charlotte Observer
 The State
 Ledger-Enquirer

Durham | The Herald-Sun
 Fort Worth Star-Telegram
 The Fresno Bee
 The Island Packet
 The Kansas City Star
 Lexington Herald-Leader
 The Telegraph - Macon
 Merced Sun-Star
 Miami Herald
 El Nuevo Herald

The Modesto Bee
 The Sun News - Myrtle Beach
 Raleigh News & Observer
 Rock Hill | The Herald
 The Sacramento Bee
 San Luis Obispo Tribune
 Tacoma | The News Tribune
 Tri-City Herald
 The Wichita Eagle
 The Olympian

AFFIDAVIT OF PUBLICATION

Account #	Order Number	Identification	Order PO	Amount	Cols	Depth
147964	621290	Print Legal Ad-IPL02086180 - IPL0208618		\$1,176.62	1	62L

Attention: Accounts Payable

Bracewell LLP
 711 Louisiana Street, Ste. 3200
 Houston, TX 77002-2770

accountspayable1@bracewell.com

**NOTICE OF PUBLIC HEARING
 TARRANT COUNTY CULTURAL
 EDUCATION FACILITIES
 FINANCE CORPORATION
 HOSPITAL REVENUE BONDS
 (COOK CHILDREN'S HEALTH
 CARE SYSTEM)**

Notice is hereby given of a telephonic public hearing to be held by the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") on December 27, 2024, at 10:00 a.m. Interested parties may join the public hearing on the date and the time indicated above by dialing +1.855.282.6330 (US Toll Free) and, when prompted, entering the meeting code 26612491977##.

The hearing is regarding the issuance of obligations by the Issuer in an aggregate principal amount not to exceed \$450,000,000 (the "Bonds"). The Bonds will be issued as "qualified 501(c)(3) bonds" pursuant to section 145 of the Internal Revenue Code of 1986 (the "Code"). Proceeds of the Bonds will be loaned to Cook Children's Health Care System, a Texas nonprofit corporation, or an affiliate thereof (collectively, the "Obligor") and will be used to finance and refinance health facilities located at or near (a) 801 Seventh Avenue, Fort Worth, Texas 76104, (b) 1551 West Terrell Avenue, Fort Worth, Texas 76104, and (c) 1000 6th Avenue, Fort Worth, Texas 76104 (collectively, the "Project"). The Obligor is the owner and principal user of the Project.

All interested persons are invited to express their views with respect to the Project and the issuance of the Bonds. Questions or requests for additional information may be directed to Shelby Harden, Bracewell LLP, 1445 Ross Ave., Suite 3800, Dallas, TX 75202 (telephone: (214) 758-1682; e-mail: shelby.harden@bracewell.com). Any interested persons unable to dial into the hearing but would like to express their views with respect to the Project and the issuance of the Bonds may submit their views in writing to Ms. Harden prior to the date scheduled for the hearing.

This notice is published and the above-described hearing is to be held in satisfaction of the requirements of section 147(f) of the Code.
 IPL0208618
 Dec 18 2024

**THE STATE OF TEXAS
 COUNTY OF TARRANT**

Before me, a Notary Public in and for said County and State, this day personally appeared Mary Castro, 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:

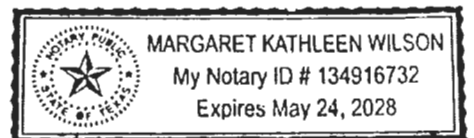
1 insertion(s) published on:
 12/18/24

Mary Castro

Sworn to and subscribed before me this 18th day of December in the year of 2024

Margaret K. Wilson

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



Extra charge for lost or duplicate affidavits.
 Legal document please do not destroy

**Schedule 2
to Exhibit A**

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

None.

CERTIFICATE FOR RESOLUTION

I, the undersigned County Clerk of Tarrant County, Texas, hereby certify as follows:

1. The Commissioners Court of Tarrant County, Texas (the "Commissioners Court") convened in regular meeting, on January 28, 2025, at the regular meeting place hereof; and the roll was called of the duly constituted and acting members of the Commissioners Court, to wit:

Tim O'Hare	County Judge
Roderick Miles Jr.	Commissioner
Alisa Simmons	Commissioner
Matt Krause	Commissioner
Manny Ramirez	Commissioner

and all of the members of the Commissioners Court were present, except _____, thus constituting a quorum. Whereupon, among other business, a written Resolution (the "Resolution") bearing the following caption was introduced for consideration by the Commissioners Court:

RESOLUTION OF THE COMMISSIONERS COURT OF TARRANT COUNTY, TEXAS, APPROVING THE SALE AND ISSUANCE OF SERIES 2025 BONDS BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING CERTAIN HEALTH FACILITIES FOR THE BENEFIT OF COOK CHILDREN'S HEALTH CARE SYSTEM AND ITS AFFILIATES; CONFIRMING PUBLIC HEARING REQUIREMENTS FOR THE PROJECT; APPROVING THE SERIES 2025 BONDS AND THE PROJECT AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE

was duly introduced for consideration of said Commissioners Court. It was then duly moved and seconded that said Resolution be passed; and, after due discussion, said motion, carrying with it the passage of said Resolution, prevailed and carried by the following vote:

AYES: _____

NOES: _____

ABSTENTIONS: _____

A true, full and correct copy of the aforesaid Resolution passed at the meeting described in the above and foregoing paragraph is attached to and follows this Certificate; said Resolution has been duly recorded in the official minutes of said Commissioners Court; the above and foregoing paragraph is a true and correct excerpt from said minutes of said meeting pertaining to the passage of said Resolution; the persons named in the above and foregoing paragraph, at the time of said meeting and the passage of said Resolution, were the duly chosen, qualified and acting officers and members of said Commissioners Court as indicated therein; each of said officers and members was duly and sufficiently notified officially and personally in advance, of the time,

place and purpose of the aforesaid meeting and that said Resolution would be introduced and considered for passage at said meeting, and each of said officers and members consented in advance to the holding of said meeting for such purpose; and said meeting was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED the 28th day of January, 2025

Mary Louise Nicholson
County Clerk, Tarrant County, Texas

(SEAL)

RESOLUTION OF THE COMMISSIONERS COURT OF TARRANT COUNTY, TEXAS, APPROVING THE SALE AND ISSUANCE OF SERIES 2025 BONDS BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING CERTAIN HEALTH FACILITIES FOR THE BENEFIT OF COOK CHILDREN'S HEALTH CARE SYSTEM AND ITS AFFILIATES; CONFIRMING PUBLIC HEARING REQUIREMENTS FOR THE PROJECT; APPROVING THE SERIES 2025 BONDS AND THE PROJECT AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, by resolution the Commissioners Court (the "Governing Body") 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 cultural education facilities finance corporation under the provisions of Chapter 337 Texas Local Government Code, as amended (the "Act"); and

WHEREAS, Cook Children's Health Care System, a Texas nonprofit corporation (the "System"), has submitted an application requesting that the Board of Directors (the "Board") of the Issuer consider the issuance of a series of tax-exempt bonds (the "Series 2025 Bonds") as permitted under the Internal Revenue Code of 1986, as amended (the "Code"), to provide funds to: (a) finance and refinance the costs of constructing, and equipping of health facilities owned or operated by the System or its affiliates (the "Project"); (b) refund all or a portion of the outstanding Issuer's Hospital Revenue Bonds (Cook Children's Medical Center) Series 2014; and (c) pay costs of issuance of the Series 2025 Bonds; and

WHEREAS, after reviewing such application, the Board adopted a resolution whereby the Issuer agreed, subject to certain conditions, to issue the Series 2025 Bonds; and

WHEREAS, in accordance with the provisions of Section 221.062 of the of the Texas Health and Safety Code, as amended (the "Health Facilities Act"), the Issuer filed with the Governing Body of the Sponsoring Entity a Notice to the Commissioners Court of Tarrant County, Texas, of Intent to Issue Bonds and Providing Certain Information Relating Thereto, a copy of which is on file among the official records of the Governing Body; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that the Series 2025 Bonds and the Project be approved by the "applicable elected representative" (the "AER") after a public hearing following reasonable public notice; and

WHEREAS, with respect to the portion of the Project located in the Sponsoring Entity, the AER is the Governing Body of the Sponsoring Entity; and

WHEREAS, the duly appointed hearing officer of the Issuer held a public hearing on December 27, 2024, and conducted such hearing in a manner that provided a reasonable opportunity for persons with differing views on the Series 2025 Bonds and the Project to be heard, following the publication of notice of the date, time and place of the public hearing no less

than 7 days before said date in the Fort Worth Star Telegram, being a newspaper of general circulation available to residents within the Sponsoring Entity and within each of the jurisdictions in which the proceeds of the Series 2025 Bonds will be used, as evidenced by the Certificate as to Public Hearing attached hereto as Attachment 1; and

WHEREAS, the Governing Body desires to: (i) approve by resolution the sale and issuance of the Series 2025 Bonds approved by the Issuer in the aggregate principal amount not to exceed \$450,000,000; (ii) confirm action taken with respect to public hearing requirements for the Project; and (iii) approve the Series 2025 Bonds and the Project as required by Section 147(f) of the Code;

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

Section 1. Approval of Sale and Issuance of Series 2025 Bonds. The sale and issuance of the Series 2025 Bonds, and the resolution of the Issuer providing therefor, are hereby approved.

Section 2. Confirmation of Public Hearing; Notice. The Governing Body hereby finds, determines, recites and declares that a public hearing with respect to the Series 2025 Bonds and the Project was held on December 27, 2024; that notice of such public hearing was published not less than 7 days prior to such date in a newspaper of general circulation available to residents within the Sponsoring Entity and in each jurisdiction in which proceeds of the Series 2025 Bonds will be used; that such notice included the date, time and place of the public hearing, the location, general nature and the initial owners of the Project, and the maximum aggregate principal amount of the Series 2025 Bonds; and that all comments from interested persons were taken at such public hearing.

Section 3. Notice of Meeting Sufficient. 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.

Section 4. AER Approval. The Governing Body, acting in its capacity as AER pursuant to the requirements of Section 147(f) of the Code, hereby approves the Series 2025 Bonds and the facilities to be financed with the proceeds of the Series 2025 Bonds and located within the Sponsoring Entity, all as described in the published Notice of Public Hearing attached to the Certificate of Public Hearing. The approval granted hereby is not to be construed as (i) a representation or warranty by the Sponsoring Entity, the Governing Body of the Sponsoring Entity, any of the officers of the Sponsoring Entity, the State of Texas or any other agency, instrumentality or political subdivision of the State of Texas that the Series 2025 Bonds will be paid or that any obligations assumed by any of the parties under the instruments delivered in connection with the Series 2025 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 Sponsoring Entity; or (iii) a representation or warranty concerning the validity of the Series 2025 Bonds.

Section 5. Providing an Effective Date. 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 TARRANT COUNTY, TEXAS, THIS 28th DAY OF JANUARY, 2025.

ATTACHMENT 1

CERTIFICATE AS TO PUBLIC HEARING

CERTIFICATE OF PUBLIC HEARING OFFICER
REGARDING PUBLIC HEARING (INTERNAL REVENUE CODE § 147(f))


Re: Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Bonds (Cook Children's Health Care System) Series 2025 in one or more series (the "Bonds")

I, the undersigned, do hereby make and execute this certificate for the benefit of all persons interested in the reissuance for federal tax purposes of the above-captioned Bonds.

I hereby certify as follows:

1. I am the duly appointed hearing officer for the public hearing which was held in connection with the issuance of the Bonds at the time and place indicated in the Notice of Public Hearing attached hereto as **Schedule 1**.
2. The Notice of Public Hearing was published no less than seven days before the date of the public hearing, as evidenced by the Affidavit of Publication of the Notice of Public Hearing attached hereto as **Schedule 1**.
3. All persons (if any) appearing at the public hearing were given an opportunity to comment on the proposed issuance of the Bonds. No such persons appeared or made comments except as set forth on **Schedule 2** attached hereto.
4. After giving all interested persons an opportunity to appear and comment, the public hearing was declared closed.

WITNESS MY HAND as of the 27th day of December, 2024.


Shelby A. Harden
Hearing Officer

- Schedule 1 - Affidavit of Publication of the Notice of Public Hearing (with Attached Notice of Public Hearing)
Schedule 2 - Names and Comments of Persons Attending Public Hearing

**Schedule 1
to Exhibit A**

AFFIDAVIT OF PUBLICATION WITH ATTACHED NOTICE OF PUBLIC HEARING



The Beaufort Gazette
 The Belleville News-Democrat
 Bellingham Herald
 Centre Daily Times
 Sun Herald
 Idaho Statesman
 Bradenton Herald
 The Charlotte Observer
 The State
 Ledger-Enquirer

Durham | The Herald-Sun
 Fort Worth Star-Telegram
 The Fresno Bee
 The Island Packet
 The Kansas City Star
 Lexington Herald-Leader
 The Telegraph - Macon
 Merced Sun-Star
 Miami Herald
 El Nuevo Herald

The Modesto Bee
 The Sun News - Myrtle Beach
 Raleigh News & Observer
 Rock Hill | The Herald
 The Sacramento Bee
 San Luis Obispo Tribune
 Tacoma | The News Tribune
 Tri-City Herald
 The Wichita Eagle
 The Olympian

AFFIDAVIT OF PUBLICATION

Account #	Order Number	Identification	Order PO	Amount	Cols	Depth
147964	621290	Print Legal Ad-IPL02086180 - IPL0208618		\$1,176.62	1	62 L

Attention: Accounts Payable

Bracewell LLP
 711 Louisiana Street, Ste. 3200
 Houston, TX 77002-2770

accounts payable1@bracewell.com

**NOTICE OF PUBLIC HEARING
 TARRANT COUNTY CULTURAL
 EDUCATION FACILITIES
 FINANCE CORPORATION
 HOSPITAL REVENUE BONDS
 (COOK CHILDREN'S HEALTH
 CARE SYSTEM)**

Notice is hereby given of a telephonic public hearing to be held by the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") on December 27, 2024, at 10:00 a.m. Interested parties may join the public hearing on the date and the time indicated above by dialing +1.855.282.6330 (US Toll Free) and, when prompted, entering the meeting code 26612491977##.

The hearing is regarding the issuance of obligations by the issuer in an aggregate principal amount not to exceed \$450,000,000 (the "Bonds"). The Bonds will be issued as "qualified 501(c)(3) bonds" pursuant to section 145 of the Internal Revenue Code of 1986 (the "Code"). Proceeds of the Bonds will be loaned to Cook Children's Health Care System, a Texas nonprofit corporation, or an affiliate thereof (collectively, the "Obligor") and will be used to finance and refinance health facilities located at or near (a) 801 Seventh Avenue, Fort Worth, Texas 76104, (b) 1551 West Terrell Avenue, Fort Worth, Texas 76104, and (c) 1000 6th Avenue, Fort Worth, Texas 76104 (collectively, the "Project"). The Obligor is the owner and principal user of the Project.

All interested persons are invited to express their views with respect to the Project and the issuance of the Bonds. Questions or requests for additional information may be directed to Shelby Harden, Bracewell LLP, 1445 Ross Ave., Suite 3800, Dallas, TX 75202 (telephone: (214) 758-1682; e-mail: shelby.harden@bracewell.com). Any interested persons unable to dial into the hearing but would like to express their views with respect to the Project and the issuance of the Bonds may submit their views in writing to Ms. Harden prior to the date scheduled for the hearing.

This notice is published and the above-described hearing is to be held in satisfaction of the requirements of section 147(f) of the Code.

IPL0208618
 Dec 18 2024

**THE STATE OF TEXAS
 COUNTY OF TARRANT**

Before me, a Notary Public in and for said County and State, this day personally appeared Mary Castro, 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:

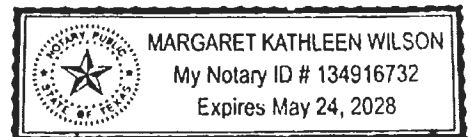
1 insertion(s) published on:
 12/18/24

Mary Castro

Sworn to and subscribed before me this 18th day of December in the year of 2024

Margaret K. Wilson

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



Extra charge for lost or duplicate affidavits.
 Legal document please do not destroy!

**Schedule 2
to Exhibit A**

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

None.

GENERAL CERTIFICATE OF TARRANT COUNTY, TEXAS

I, the undersigned County Clerk of Tarrant County, Texas (the “Sponsoring Entity”), make this certification for the benefit of the Attorney General of the State of Texas and for all persons interested in the validity of proceedings of the Tarrant County Cultural Education Facilities Finance Corporation (the “Issuer”) related to the issuance by the Issuer of its Hospital Revenue Bonds (Cook Children’s Health Care System), Series 2025 (the “Series 2025 Bonds”).

1. The Issuer was created and authorized to act on behalf of the Sponsoring Entity pursuant to the Cultural Education Facilities Finance Corporation Act, Chapter 337, Texas Local Government Code, as amended (the “Act”), and the Articles of Incorporation and Bylaws of the Issuer were approved by the Commissioners Court (the “Governing Body”) of the Sponsoring Entity.

2. On January 3, 2025, and at all times since such date, the following named persons have been duly appointed by the Governing Body of the Sponsoring Entity as members of the Board of Directors of the Issuer:

William E. Alexander, President	Robert M. Lansford, Secretary
Tobi L. Jackson, Vice President	Alan Barron, Vice President
Steven R. Purvis, Director	[Vacant]
[Vacant]	

3. No action has been taken by the Sponsoring Entity to limit the effectiveness of the resolution of the Issuer authorizing the issuance of the Series 2025 Bonds or otherwise to affect the bond transaction. No litigation is pending against the Sponsoring Entity or, to the best of my knowledge after reasonable investigation, threatened against the Sponsoring Entity (a) to restrain or enjoin the issuance or delivery of the Series 2025 Bonds; or (b) in any way contesting (i) the right and power of the Sponsoring Entity in connection with any action taken by it towards the creation of the Issuer or the issuance of the Series 2025 Bonds or (ii) the titles of the current commission members or officers of the Sponsoring Entity to their respective offices.

4. A Notice to the Governing Body of the Sponsoring Entity of Intent to Issue Bonds and Providing Certain Information Relating Thereto, a true and correct copy of which is attached hereto as Exhibit A, was filed with the Governing Body on January 7, 2025.

5. The Attorney General of the State of Texas is hereby authorized to date this Certificate on and as of the date of his approval of the Series 2025 Bonds, and this Certificate and the matters herein certified shall be deemed for all purposes to be true, accurate and correct on and as of that date, and on and as of the closing date, unless the Sponsoring Entity through an authorized officer shall notify the Attorney General, The Bank of New York Mellon Trust Company, National Association, as trustee, the Issuer and J.P. Morgan Securities LLC, as representative of the underwriters of the Series 2025 Bonds in writing to the contrary prior to either of such dates.

WITNESS MY HAND AND THE OFFICIAL SEAL OF THE SPONSORING ENTITY
THIS _____, 2025.

TARRANT COUNTY, TEXAS

By: _____
Mary Louise Nicholson
County Clerk

(SEAL)

EXHIBIT A

Notice of Intent

[See attached]

NOTICE OF INTENT TO ISSUE BONDS AND
PROVIDING CERTAIN INFORMATION RELATING THERETO

TO: THE COMMISSIONERS COURT OF TARRANT COUNTY, TEXAS

TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION (the "Issuer"), in accordance with the provisions of Section 221.062 of Chapter 221 of the Texas Health and Safety Code, as amended (the "Act"), hereby submits the following information:

1. The Issuer proposes to issue not more than \$450,000,000 in aggregate principal amount of its Hospital Revenue Bonds (Cook Children's Health Care System) Series 2025 (the "Series 2025 Bonds") in an amount which will provide the funds, after payment of certain costs relating to the issuance of the Series 2025 Bonds, to refund the Issuer's Hospital Revenue Bonds (Cook Children's Medical Center) Series 2014 (the "Series 2014 Bonds") and finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation, and/or equipping of health facilities of the Cook Children's Health Care System, a Texas nonprofit corporation (the "System"), described on Exhibit A hereto (the "Series 2025 Project").
2. The System, or an affiliated tax-exempt corporation controlled, directly or indirectly, by the System, is the user of the health facilities financed with all or a portion of the Series 2025 Bonds. Constructing and equipping the Series 2025 Project is necessary to the continued provision of quality healthcare by the System.

IN WITNESS WHEREOF, the signature of an authorized officer of the Issuer is set forth as of this January 6, 2025.

TARRANT COUNTY CULTURAL
EDUCATION FACILITIES FINANCE
CORPORATION

FILED

_____.m.

JAN 07 2025

COUNTY CLERK TARRANT CO., TEXAS
BY MQ DEPUTY

By: _____

Title: _____

Wm S. Alford
PRESIDENT

FILED

_____.m.

JAN 07 2025

COUNTY CLERK, TARRANT CO., TEXAS
BY MK DEPUTY

EXHIBIT A

DESCRIPTION OF HEALTH FACILITIES
SERIES 2025 PROJECT

The proceeds of the Series 2025 Bonds will be used to: (i) refund the Series 2014 Bonds; (ii) finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation, and/or equipping of health facilities of the System (collectively, the "Series 2025 Project"), and (iii) pay the costs of issuance of the Series 2025 Bonds.

The new money portion of the transaction will be used for the following projects.

A new 700,000 square-foot addition to the Fort Worth Medical Center ("West Tower") is scheduled to open in Summer 2030, which will add 200 hospital beds. The West Tower will adjoin the South Tower, which opened in 2016. It will be home to and provide expanded capacity in the following areas:

- Pediatric ICU
- Health Center
- Perioperative Services
- Transitional Care
- Supporting Services

The West Tower will also enable expansion of the following in other areas of the hospital:

- Neonatal ICU
- Hematology Oncology Services
- Interventional Radiology
- Perioperative Support Services

The estimated total cost of West Tower and enabling projects is approximately \$1.25 billion and is expected to be funded from proceeds of the Series 2025 Bonds, operating cash and investments, and philanthropy.

In addition to the medical tower, a new utility plant and additional parking garage will serve to support the expansion. The 40,000 square foot utility plant is scheduled to be completed in the Spring 2027. It will house four 1,500 ton chillers, two TXU electrical feeds, three 2.5 megawatt generators, and a 45,000 gallon diesel tank. It will serve both the current expansion as well as future growth.

The scheduled opening date for the additional parking garage is Winter 2028. It will adjoin the parking garage at 8th and Terrell, and will serve patients and families only. Five upper levels to include 504 new parking spaces, a Parking Guidance System, and a connection to the West Tower. One lower level will serve as dock access, a data center, and a tunnel connection to the West Tower. The structure will be built to support an additional 3 future levels.

Need and Justification for Issuance of Series 2025 Bonds

The System provides valuable healthcare services to the residents of North Central Texas. The Series 2025 Project will enable the System to expand its facilities to provide additional specialized services and to expand current services to provide improved and more cost-effective healthcare.

The Series 2025 Project is necessary to promote and develop healthcare, research and education for the public purpose of promoting health and welfare of the citizens of Texas, and improving the adequacy, cost and accessibility of healthcare, research and education in Texas.

FILED
_____.m.
JAN 07 2025
COUNTY CLERK, TARRANT CO., TEXAS
BY HQ DEPUTY



COMMISSIONERS COURT
COMMUNICATION

COURT ORDER NUMBER

144602

PAGE 1 OF

40

DATE:

1/28/2025

SUBJECT: CONSIDERATION OF THE ISSUANCE OF SERIES 2025 HOSPITAL REVENUE BONDS IN ONE OR MORE SERIES BY THE TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR COOK CHILDREN'S MEDICAL CENTER IN AN AMOUNT NOT TO EXCEED \$450,000,000.00

***** CONSENT AGENDA *****

COMMISSIONERS COURT ACTION REQUESTED

It is requested that the Commissioners Court consider the issuance of Series 2025 Hospital Revenue Bonds in one or more series by the Tarrant County Cultural Education Facilities Finance Corporation (TCCEFFC) for Cook Children's Medical Center in an amount not to exceed \$450,000,000.00.

BACKGROUND

The TCCEFFC Board of Directors adopted a resolution on January 3, 2025 approving the issuance of tax-exempt Series 2025 Hospital Revenue Bonds for Cook Children's Medical Center in an amount not to exceed \$450,000,000.00. The proceeds of the Series 2025 Bonds will be used to (i) refund the Tarrant County Cultural Education Facilities Finance Corporation Series 2014 Bonds; (ii) finance or refinance the purchase, development, construction, reconstruction, renovation, or rehabilitation, and/or equipping of health facilities of the corporation, and (iii) pay the costs of the issuance of the Series 2025 Bonds. The new money portion of the transaction will be used to fund a new 700,000 square-foot addition to the Fort Worth Meidcal Center ("West Tower") which is scheduled to open in Summer 2030 and will add two hundred (200) hospital beds that will allow expanded capacity in the Pediatric ICU, Health Center, Peioperative Services, Transitional Care, and Supporting Services. .The West Tower will also enable expansion of the following in other areas of the hospital - Neonatal ICU, Hematology Oncology Services, Interventional Radiology, and Perioperative Support Services. The estimated total cost of the West Tower and enabling projects is approximately \$1.25 billion and will be funded from the proceeds of the Series 2025 Bonds, operating cash and investments, and philanthropy. In addition to the West Tower, a new utility plan and additional parking garage will serve to support the expansion.

The Notice of Intent to Issue Bonds was filed with the Tarrant County Clerk on January 7, 2025. The application fee has been paid to Tarrant County. The Certificate of Public Hearing is attached and a public hearing was held on December 27, 2025 and posted in the Star-Telegram.

In order for the bonds to qualify as tax exempt under Section 147(f) of the Internal Revenue Code of 1986, as amended, certain federal and state tax law requirements must be met, including having a governmental entity in which the financed facilities are located approve the issuance of such bonds for the benefit of the borrower.

SUBMITTED BY	Administrator	PREPARED BY:	Maegan South
		APPROVED BY:	Chandler Merritt



COMMISSIONERS COURT
COMMUNICATION

REFERENCE NUMBER: <#CourtOrderNumber#> DATE: 1/28/2025 PAGE 2 OF 40

Attached for Commissioners Court approval is the proposed Resolution approving the sale and issuance of the Series 2025 Bonds by the TCCEFFC on behalf of Cook Children's Medical Center.

The Criminal District Attorney's Office has reviewed and approved the Resolution.

FISCAL IMPACT

The TCCEFFC will issue the bonds. Tarrant County will have no liability for payment of these bonds and the assets of Tarrant County, Texas have not been pledged for support issuance of these bonds. Tarrant County has received an application fee in the amount of \$10,000.00 to be deposited into the General Fund.

CERTIFICATE FOR RESOLUTION

I, the undersigned County Clerk of Tarrant County, Texas, hereby certify as follows:

1. The Commissioners Court of Tarrant County, Texas (the "Commissioners Court") convened in regular meeting, on January 28, 2025, at the regular meeting place hereof; and the roll was called of the duly constituted and acting members of the Commissioners Court, to wit:

Tim O'Hare	County Judge
Roderick Miles Jr.	Commissioner
Alisa Simmons	Commissioner
Matt Krause	Commissioner
Manny Ramirez	Commissioner

and all of the members of the Commissioners Court were present, except none, thus constituting a quorum. Whereupon, among other business, a written Resolution (the "Resolution") bearing the following caption was introduced for consideration by the Commissioners Court:

RESOLUTION OF THE COMMISSIONERS COURT OF TARRANT COUNTY, TEXAS, APPROVING THE SALE AND ISSUANCE OF SERIES 2025 BONDS BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING CERTAIN HEALTH FACILITIES FOR THE BENEFIT OF COOK CHILDREN'S HEALTH CARE SYSTEM AND ITS AFFILIATES; CONFIRMING PUBLIC HEARING REQUIREMENTS FOR THE PROJECT; APPROVING THE SERIES 2025 BONDS AND THE PROJECT AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE

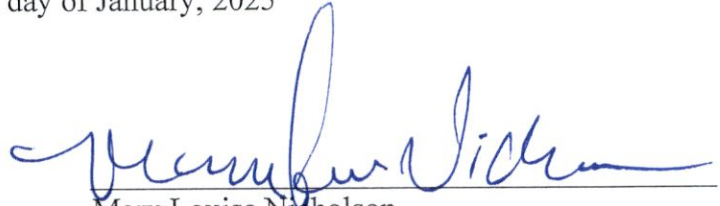
was duly introduced for consideration of said Commissioners Court. It was then duly moved and seconded that said Resolution be passed; and, after due discussion, said motion, carrying with it the passage of said Resolution, prevailed and carried by the following vote:

AYES: 5
NOES: 0
ABSTENTIONS: 0

A true, full and correct copy of the aforesaid Resolution passed at the meeting described in the above and foregoing paragraph is attached to and follows this Certificate; said Resolution has been duly recorded in the official minutes of said Commissioners Court; the above and foregoing paragraph is a true and correct excerpt from said minutes of said meeting pertaining to the passage of said Resolution; the persons named in the above and foregoing paragraph, at the time of said meeting and the passage of said Resolution, were the duly chosen, qualified and acting officers and members of said Commissioners Court as indicated therein; each of said officers and members was duly and sufficiently notified officially and personally in advance, of the time,

place and purpose of the aforesaid meeting and that said Resolution would be introduced and considered for passage at said meeting, and each of said officers and members consented in advance to the holding of said meeting for such purpose; and said meeting was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED the 28th day of January, 2025



Mary Louise Nicholson
County Clerk, Tarrant County, Texas

(SEAL)

RESOLUTION OF THE COMMISSIONERS COURT OF TARRANT COUNTY, TEXAS, APPROVING THE SALE AND ISSUANCE OF SERIES 2025 BONDS BY TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE PURPOSE OF FINANCING CERTAIN HEALTH FACILITIES FOR THE BENEFIT OF COOK CHILDREN'S HEALTH CARE SYSTEM AND ITS AFFILIATES; CONFIRMING PUBLIC HEARING REQUIREMENTS FOR THE PROJECT; APPROVING THE SERIES 2025 BONDS AND THE PROJECT AS REQUIRED BY SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, by resolution the Commissioners Court (the "Governing Body") 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 cultural education facilities finance corporation under the provisions of Chapter 337 Texas Local Government Code, as amended (the "Act"); and

WHEREAS, Cook Children's Health Care System, a Texas nonprofit corporation (the "System"), has submitted an application requesting that the Board of Directors (the "Board") of the Issuer consider the issuance of a series of tax-exempt bonds (the "Series 2025 Bonds") as permitted under the Internal Revenue Code of 1986, as amended (the "Code"), to provide funds to: (a) finance and refinance the costs of constructing, and equipping of health facilities owned or operated by the System or its affiliates (the "Project"); (b) refund all or a portion of the outstanding Issuer's Hospital Revenue Bonds (Cook Children's Medical Center) Series 2014; and (c) pay costs of issuance of the Series 2025 Bonds; and

WHEREAS, after reviewing such application, the Board adopted a resolution whereby the Issuer agreed, subject to certain conditions, to issue the Series 2025 Bonds; and

WHEREAS, in accordance with the provisions of Section 221.062 of the of the Texas Health and Safety Code, as amended (the "Health Facilities Act"), the Issuer filed with the Governing Body of the Sponsoring Entity a Notice to the Commissioners Court of Tarrant County, Texas, of Intent to Issue Bonds and Providing Certain Information Relating Thereto, a copy of which is on file among the official records of the Governing Body; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that the Series 2025 Bonds and the Project be approved by the "applicable elected representative" (the "AER") after a public hearing following reasonable public notice; and

WHEREAS, with respect to the portion of the Project located in the Sponsoring Entity, the AER is the Governing Body of the Sponsoring Entity; and

WHEREAS, the duly appointed hearing officer of the Issuer held a public hearing on December 27, 2024, and conducted such hearing in a manner that provided a reasonable opportunity for persons with differing views on the Series 2025 Bonds and the Project to be heard, following the publication of notice of the date, time and place of the public hearing no less

than 7 days before said date in the Fort Worth Star Telegram, being a newspaper of general circulation available to residents within the Sponsoring Entity and within each of the jurisdictions in which the proceeds of the Series 2025 Bonds will be used, as evidenced by the Certificate as to Public Hearing attached hereto as Attachment 1; and

WHEREAS, the Governing Body desires to: (i) approve by resolution the sale and issuance of the Series 2025 Bonds approved by the Issuer in the aggregate principal amount not to exceed \$450,000,000; (ii) confirm action taken with respect to public hearing requirements for the Project; and (iii) approve the Series 2025 Bonds and the Project as required by Section 147(f) of the Code;

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

Section 1. Approval of Sale and Issuance of Series 2025 Bonds. The sale and issuance of the Series 2025 Bonds, and the resolution of the Issuer providing therefor, are hereby approved.

Section 2. Confirmation of Public Hearing; Notice. The Governing Body hereby finds, determines, recites and declares that a public hearing with respect to the Series 2025 Bonds and the Project was held on December 27, 2024; that notice of such public hearing was published not less than 7 days prior to such date in a newspaper of general circulation available to residents within the Sponsoring Entity and in each jurisdiction in which proceeds of the Series 2025 Bonds will be used; that such notice included the date, time and place of the public hearing, the location, general nature and the initial owners of the Project, and the maximum aggregate principal amount of the Series 2025 Bonds; and that all comments from interested persons were taken at such public hearing.

Section 3. Notice of Meeting Sufficient. 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.

Section 4. AER Approval. The Governing Body, acting in its capacity as AER pursuant to the requirements of Section 147(f) of the Code, hereby approves the Series 2025 Bonds and the facilities to be financed with the proceeds of the Series 2025 Bonds and located within the Sponsoring Entity, all as described in the published Notice of Public Hearing attached to the Certificate of Public Hearing. The approval granted hereby is not to be construed as (i) a representation or warranty by the Sponsoring Entity, the Governing Body of the Sponsoring Entity, any of the officers of the Sponsoring Entity, the State of Texas or any other agency, instrumentality or political subdivision of the State of Texas that the Series 2025 Bonds will be paid or that any obligations assumed by any of the parties under the instruments delivered in connection with the Series 2025 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 Sponsoring Entity; or (iii) a representation or warranty concerning the validity of the Series 2025 Bonds.

Section 5. Providing an Effective Date. 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 TARRANT COUNTY, TEXAS, THIS 28th DAY OF JANUARY, 2025.

ATTACHMENT 1

CERTIFICATE AS TO PUBLIC HEARING

CERTIFICATE OF PUBLIC HEARING OFFICER
REGARDING PUBLIC HEARING (INTERNAL REVENUE CODE § 147(f))

Re: Tarrant County Cultural Education Facilities Finance Corporation Hospital Revenue Bonds (Cook Children's Health Care System) Series 2025 in one or more series (the "Bonds")

I, the undersigned, do hereby make and execute this certificate for the benefit of all persons interested in the reissuance for federal tax purposes of the above-captioned Bonds.

I hereby certify as follows:

1. I am the duly appointed hearing officer for the public hearing which was held in connection with the issuance of the Bonds at the time and place indicated in the Notice of Public Hearing attached hereto as **Schedule 1**.
2. The Notice of Public Hearing was published no less than seven days before the date of the public hearing, as evidenced by the Affidavit of Publication of the Notice of Public Hearing attached hereto as **Schedule 1**.
3. All persons (if any) appearing at the public hearing were given an opportunity to comment on the proposed issuance of the Bonds. No such persons appeared or made comments except as set forth on **Schedule 2** attached hereto.
4. After giving all interested persons an opportunity to appear and comment, the public hearing was declared closed.

WITNESS MY HAND as of the 27th day of December, 2024.


Shelby A. Harden
Hearing Officer

- Schedule 1 - Affidavit of Publication of the Notice of Public Hearing (with Attached Notice of Public Hearing)
Schedule 2 - Names and Comments of Persons Attending Public Hearing

**Schedule 1
to Exhibit A**

AFFIDAVIT OF PUBLICATION WITH ATTACHED NOTICE OF PUBLIC HEARING



The Beaufort Gazette
 The Belleville News-Democrat
 Bellingham Herald
 Centre Daily Times
 Sun Herald
 Idaho Statesman
 Bradenton Herald
 The Charlotte Observer
 The State
 Ledger-Enquirer

Durham | The Herald-Sun
 Fort Worth Star-Telegram
 The Fresno Bee
 The Island Packet
 The Kansas City Star
 Lexington Herald-Leader
 The Telegraph - Macon
 Merced Sun-Star
 Miami Herald
 El Nuevo Herald

The Modesto Bee
 The Sun News - Myrtle Beach
 Raleigh News & Observer
 Rock Hill | The Herald
 The Sacramento Bee
 San Luis Obispo Tribune
 Tacoma | The News Tribune
 Tri-City Herald
 The Wichita Eagle
 The Olympian

AFFIDAVIT OF PUBLICATION

Account #	Order Number	Identification	Order PO	Amount	Cols	Depth
147964	621290	Print Legal Ad-IPL02086180 - IPL0208618		\$1,176.62	1	62L

Attention: Accounts Payable

Bracewell LLP
 711 Louisiana Street, Ste. 3200
 Houston, TX 77002-2770

accountspayable1@bracewell.com

**NOTICE OF PUBLIC HEARING
 TARRANT COUNTY CULTURAL
 EDUCATION FACILITIES
 FINANCE CORPORATION
 HOSPITAL REVENUE BONDS
 (COOK CHILDREN'S HEALTH
 CARE SYSTEM)**

Notice is hereby given of a telephonic public hearing to be held by the Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") on December 27, 2024, at 10:00 a.m. Interested parties may join the public hearing on the date and the time indicated above by dialing +1.855.282.6330 (US Toll Free) and, when prompted, entering the meeting code 26612491977##.

The hearing is regarding the issuance of obligations by the Issuer in an aggregate principal amount not to exceed \$450,000,000 (the "Bonds"). The Bonds will be issued as "qualified 501(c)(3) bonds" pursuant to section 145 of the Internal Revenue Code of 1986 (the "Code"). Proceeds of the Bonds will be loaned to Cook Children's Health Care System, a Texas nonprofit corporation, or an affiliate thereof (collectively, the "Obligor") and will be used to finance and refinance health facilities located at or near (a) 801 Seventh Avenue, Fort Worth, Texas 76104, (b) 1551 West Terrell Avenue, Fort Worth, Texas 76104, and (c) 1000 6th Avenue, Fort Worth, Texas 76104 (collectively, the "Project"). The Obligor is the owner and principal user of the Project.

All interested persons are invited to express their views with respect to the Project and the issuance of the Bonds. Questions or requests for additional information may be directed to Shelby Harden, Bracewell LLP, 1445 Ross Ave., Suite 3800, Dallas, TX 75202 (telephone: (214) 758-1682; e-mail: shelby.harden@bracewell.com). Any interested persons unable to dial into the hearing but would like to express their views with respect to the Project and the issuance of the Bonds may submit their views in writing to Ms. Harden prior to the date scheduled for the hearing.

This notice is published and the above-described hearing is to be held in satisfaction of the requirements of section 147(f) of the Code.
 IPL0208618
 Dec 18 2024

**THE STATE OF TEXAS
 COUNTY OF TARRANT**

Before me, a Notary Public in and for said County and State, this day personally appeared Mary Castro, 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:

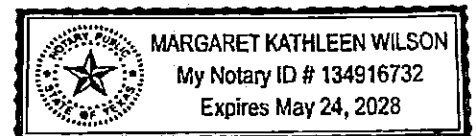
1 insertion(s) published on:
 12/18/24

Mary Castro

Sworn to and subscribed before me this 18th day of December in the year of 2024

Margaret K. Wilson

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



Extra charge for lost or duplicate affidavits.
 Legal document please do not destroy!

**Schedule 2
to Exhibit A**

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

None.

GENERAL CERTIFICATE OF TARRANT COUNTY, TEXAS

I, the undersigned County Clerk of Tarrant County, Texas (the “Sponsoring Entity”), make this certification for the benefit of the Attorney General of the State of Texas and for all persons interested in the validity of proceedings of the Tarrant County Cultural Education Facilities Finance Corporation (the “Issuer”) related to the issuance by the Issuer of its Hospital Revenue Bonds (Cook Children’s Health Care System), Series 2025 (the “Series 2025 Bonds”).

1. The Issuer was created and authorized to act on behalf of the Sponsoring Entity pursuant to the Cultural Education Facilities Finance Corporation Act, Chapter 337, Texas Local Government Code, as amended (the “Act”), and the Articles of Incorporation and Bylaws of the Issuer were approved by the Commissioners Court (the “Governing Body”) of the Sponsoring Entity.

2. On January 3, 2025, and at all times since such date, the following named persons have been duly appointed by the Governing Body of the Sponsoring Entity as members of the Board of Directors of the Issuer:

William E. Alexander, President
Tobi L. Jackson, Vice President
Steven R. Purvis, Director
[Vacant]

Robert M. Lansford, Secretary
Alan Barron, Vice President
[Vacant]

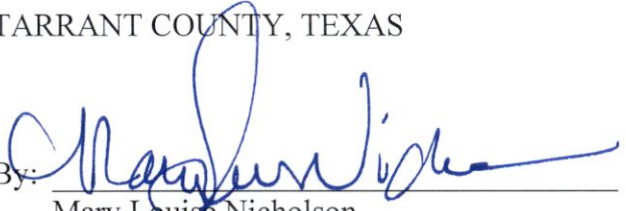
3. No action has been taken by the Sponsoring Entity to limit the effectiveness of the resolution of the Issuer authorizing the issuance of the Series 2025 Bonds or otherwise to affect the bond transaction. No litigation is pending against the Sponsoring Entity or, to the best of my knowledge after reasonable investigation, threatened against the Sponsoring Entity (a) to restrain or enjoin the issuance or delivery of the Series 2025 Bonds; or (b) in any way contesting (i) the right and power of the Sponsoring Entity in connection with any action taken by it towards the creation of the Issuer or the issuance of the Series 2025 Bonds or (ii) the titles of the current commission members or officers of the Sponsoring Entity to their respective offices.

4. A Notice to the Governing Body of the Sponsoring Entity of Intent to Issue Bonds and Providing Certain Information Relating Thereto, a true and correct copy of which is attached hereto as Exhibit A, was filed with the Governing Body on January 7, 2025.

5. The Attorney General of the State of Texas is hereby authorized to date this Certificate on and as of the date of his approval of the Series 2025 Bonds, and this Certificate and the matters herein certified shall be deemed for all purposes to be true, accurate and correct on and as of that date, and on and as of the closing date, unless the Sponsoring Entity through an authorized officer shall notify the Attorney General, The Bank of New York Mellon Trust Company, National Association, as trustee, the Issuer and J.P. Morgan Securities LLC, as representative of the underwriters of the Series 2025 Bonds in writing to the contrary prior to either of such dates.

WITNESS MY HAND AND THE OFFICIAL SEAL OF THE SPONSORING ENTITY
THIS _____, 2025.

TARRANT COUNTY, TEXAS

By: 

Mary Louise Nicholson
County Clerk

(SEAL)

EXHIBIT A

Notice of Intent

[See attached]

NOTICE OF INTENT TO ISSUE BONDS AND
PROVIDING CERTAIN INFORMATION RELATING THERETO

TO: THE COMMISSIONERS COURT OF TARRANT COUNTY, TEXAS

TARRANT COUNTY CULTURAL EDUCATION FACILITIES FINANCE CORPORATION (the "Issuer"), in accordance with the provisions of Section 221.062 of Chapter 221 of the Texas Health and Safety Code, as amended (the "Act"), hereby submits the following information:

1. The Issuer proposes to issue not more than \$450,000,000 in aggregate principal amount of its Hospital Revenue Bonds (Cook Children's Health Care System) Series 2025 (the "Series 2025 Bonds") in an amount which will provide the funds, after payment of certain costs relating to the issuance of the Series 2025 Bonds, to refund the Issuer's Hospital Revenue Bonds (Cook Children's Medical Center) Series 2014 (the "Series 2014 Bonds) and finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation, and/or equipping of health facilities of the Cook Children's Health Care System, a Texas nonprofit corporation (the "System"), described on Exhibit A hereto (the "Series 2025 Project").
2. The System, or an affiliated tax-exempt corporation controlled, directly or indirectly, by the System, is the user of the health facilities financed with all or a portion of the Series 2025 Bonds. Constructing and equipping the Series 2025 Project is necessary to the continued provision of quality healthcare by the System.

IN WITNESS WHEREOF, the signature of an authorized officer of the Issuer is set forth as of this January 6, 2025.

TARRANT COUNTY CULTURAL
EDUCATION FACILITIES FINANCE
CORPORATION

FILED

_____.m.

JAN 07 2025

COUNTY CLERK, TARRANT CO., TEXAS
BY MQ DEPUTY

By:

Title:

Wm S. Allbaugh
PRESIDENT

FILED

—m.

JAN 07 2025

EXHIBIT A

DESCRIPTION OF HEALTH FACILITIES
SERIES 2025 PROJECT

COUNTY CLERK, TARRANT CO., TEXAS
BY MQ DEPUTY

The proceeds of the Series 2025 Bonds will be used to: (i) refund the Series 2014 Bonds; (ii) finance or refinance the purchase, development, construction, reconstruction, renovation, rehabilitation, and/or equipping of health facilities of the System (collectively, the “Series 2025 Project”), and (iii) pay the costs of issuance of the Series 2025 Bonds.

The new money portion of the transaction will be used for the following projects.

A new 700,000 square-foot addition to the Fort Worth Medical Center (“West Tower”) is scheduled to open in Summer 2030, which will add 200 hospital beds. The West Tower will adjoin the South Tower, which opened in 2016. It will be home to and provide expanded capacity in the following areas:

- Pediatric ICU
- Health Center
- Perioperative Services
- Transitional Care
- Supporting Services

The West Tower will also enable expansion of the following in other areas of the hospital:

- Neonatal ICU
- Hematology Oncology Services
- Interventional Radiology
- Perioperative Support Services

The estimated total cost of West Tower and enabling projects is approximately \$1.25 billion and is expected to be funded from proceeds of the Series 2025 Bonds, operating cash and investments, and philanthropy.

In addition to the medical tower, a new utility plant and additional parking garage will serve to support the expansion. The 40,000 square foot utility plant is scheduled to be completed in the Spring 2027. It will house four 1,500 ton chillers, two TXU electrical feeds, three 2.5 megawatt generators, and a 45,000 gallon diesel tank. It will serve both the current expansion as well as future growth.

The scheduled opening date for the additional parking garage is Winter 2028. It will adjoin the parking garage at 8th and Terrell, and will serve patients and families only. Five upper levels to include 504 new parking spaces, a Parking Guidance System, and a connection to the West Tower. One lower level will serve as dock access, a data center, and a tunnel connection to the West Tower. The structure will be built to support an additional 3 future levels.

Need and Justification for Issuance of Series 2025 Bonds

The System provides valuable healthcare services to the residents of North Central Texas. The Series 2025 Project will enable the System to expand its facilities to provide additional specialized services and to expand current services to provide improved and more cost-effective healthcare.

The Series 2025 Project is necessary to promote and develop healthcare, research and education for the public purpose of promoting health and welfare of the citizens of Texas, and improving the adequacy, cost and accessibility of healthcare, research and education in Texas.

FILED

_____.m.

JAN 07 2025

COUNTY CLERK TARRANT CO., TEXAS
BY HO DEPUTY