



**COMMISSIONERS COURT
COMMUNICATION**

COURT ORDER NUMBER _____

PAGE 1 OF 9

DATE: 11/5/2024

SUBJECT: CONSIDERATION OF A RESOLUTION RELATING TO THE ISSUANCE OF TAX-EXEMPT FINANCING BY THE ROMAN FOREST CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE BENEFIT OF NORTH TEXAS AREA COMMUNITY HEALTH CENTERS, INC. FOR THE FACILITY LOCATED AT 2332 BEVERLY HILLS DRIVE, FORT WORTH, TEXAS

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

COMMISSIONERS COURT ACTION REQUESTED

It is requested that the Commissioners Court approve the use of tax-exempt financing issued by the Roman Forest Cultural Education Facilities Finance Corporation in the maximum principal amount of \$6,700,000.00 to be used by North Texas Area Community Health Centers, Inc. to refinance the facility located at 2332 Beverly Hills Drive, Fort Worth, Texas.

BACKGROUND

In 2017, North Texas Area Community Health Centers, a 501(c)(3) nonprofit entity located in Fort Worth, entered into a financing agreement to construct a new 34,000 square foot Northside Community Health Center to serve the medically underserved in the area. The center is located at 2332 Beverly Hills Drive, Fort Worth and provides primary care services including adult care, pediatric care, women’s health, and behavioral health, along with pharmacy, labs, diabetes management, health education and wellness. The construction financing matured in October 2024 and the North Texas Community Health Centers desires to refinance the construction financing with a tax-exempt loan to be made by Frost Bank. North Texas Area Community Health Centers has multiple locations within Tarrant County, including the Southeast Fort Worth and Arlington.

The Roman Forest Cultural Education Facilities Finance Corporation, created by the City of Roman Forest, Texas, is issuing a tax-exempt loan in the maximum principal amount of \$6,700,000.00 for the benefit of North Texas Area Community Health Centers, Inc. for the purpose of (A) refinancing all or a portion of the costs of the acquisition, construction, extension, repair, renovation, improvement and equipping of medical and healthcare facilities, including a 34,000 square foot health center building located at 2332 Beverly Hills Drive, Fort Worth, Texas; and (B) paying certain expenses in connection with the issuance of the loan, as more particularly described on the attached Resolution.

In order for the loan 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 a financed facility is located approve issue of such loan for the benefit of the Borrower. The Commissioners Court is being asked to approve this issuance solely for the purpose of compliance with the Internal Revenue Code.

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



COMMISSIONERS COURT COMMUNICATION

REFERENCE NUMBER: _____ DATE: 11/5/2024 PAGE 2 OF 9

Attached is the proposed Certificate for Resolution and Resolution of Approval regarding the above tax-exempt financing, as well as the Notice of Public Hearing, Certificate of Public Hearing, and publisher affidavit for the public hearing held at 10:00 on September 18, 2024, in connection with this issuance.

The Criminal District Attorney's Office has reviewed and approved the resolution as to form.

FISCAL IMPACT

Approval of this Resolution does not impose any payment or other financial obligation on Tarrant County. Tarrant County does not issue these bonds but only approves them for the purpose of satisfying Section 147(f) of the Internal Revenue Code.

CERTIFICATE FOR RESOLUTION
(Tarrant County)

THE STATE OF TEXAS §
COUNTY OF TARRANT §

We, the undersigned officers of the Tarrant County, Texas (the “*County*”), hereby certify as follows:

1. The Commissioners Court of the County convened in a regular meeting on November 5, 2024 (the “*Meeting*”), at the designated meeting place, and the roll was called of the duly constituted officers and members of said Commissioners Court, to wit:

Tim O’Hare	County Judge
Roy Charles Brooks	Commissioner, Precinct 1
Alisa Simmons	Commissioner, Precinct 2
Gary Fickes	Commissioner, Precinct 3
Manny Ramirez	Commissioner, Precinct 4

and all of said persons were present, except the following: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

**RESOLUTION RELATING TO A PUBLIC HEARING AND APPROVING
A FINANCING BY THE ROMAN FOREST CULTURAL EDUCATION
FACILITIES FINANCE CORPORATION FOR THE BENEFIT OF
NORTH TEXAS AREA COMMUNITY HEALTH CENTERS, INC. AND
RELATED MATTERS.**

(the “*Resolution*”) was duly introduced for the consideration of said Commissioners Court. It was then duly moved and seconded that said Resolution be adopted and, after due discussion, said motion, carrying with it the adoption of said Resolution, prevailed and carried by the following vote:

AYES: All members of the Commissioners Court shown present above
voted “Aye,” except as provided below:

NAYS: _____

ABSTENTIONS: _____

2. That a true, full and correct copy of the aforesaid Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Resolution has been duly recorded in said Commissioners Court’s minutes of said Meeting; that the above and foregoing paragraph is a true, full and correct excerpt from said Commissioners Court’s minutes of said Meeting pertaining to the adoption of said

Resolution; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Commissioners Court as indicated therein; that each of the officers and members of said Commissioners Court 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, and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that 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.

3. That the County Judge of the County has approved and hereby approves the aforesaid Resolution; that the County Judge and the County Clerk of the County have duly signed said Resolution; and that the County Judge and the County Clerk hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Resolution for all purposes.

SIGNED AND SEALED this November 5, 2024

County Clerk

County Judge

(SEAL)

APPROVED AS TO FORM:

Criminal District Attorney's Office*

*By law, the Criminal District Attorney's Office may only approve contracts for its clients. We reviewed this document as to form from our client's legal perspective. Other parties may not rely on this approval. Instead those parties should seek contract review from independent counsel.

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RELATED MATTERS.**

THE STATE OF TEXAS §

COUNTY OF TARRANT §

WHEREAS, the Roman Forest Cultural Education Facilities Finance Corporation (“Corporation”) created by the City of Roman Forest, Texas has adopted a resolution authorizing the proposed loans (the “Loans”) in the maximum principal amount of \$6,700,000 under a loan agreement among the Corporation, Frost Bank (the “Bank”) and North Texas Area Community Health Centers, Inc. (the “Borrower”) as provided pursuant to Chapter 337, Texas Local Government Code (the “Act”) for the purpose of financing and/or refinancing the cost of acquiring, constructing, renovating, remodeling and equipping medical and healthcare facilities, including a 34,000 square foot health center building located at 2332 Beverly Hills Dr., Fort Worth, Texas 76114 (the “Project”);

WHEREAS, section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”) requires that the issuance of any qualified 501(c)(3) obligations be approved by either the governing body of the County or the chief elected executive officer of the County after a public hearing following reasonable public notice;

WHEREAS, attached hereto as Exhibit A is a Notice of Public Hearing (the “*Public Notice*”) which was published in a newspaper of general circulation in the County as required by section 147(f) of the Code which public hearing was conducted by the Corporation; and

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

Section 1. The County hereby specifically approves the Loans and the Project solely for the purpose of satisfying the requirements of section 147(f) of the Code and for no other purpose and is not to be construed as an undertaking by the County. The Loans shall not constitute a liability, an indebtedness or obligation of the County nor shall any of the assets of the County be pledged to the payment of the Loans.

Section 2. The County Judge is authorized to execute and deliver this Resolution.

Section 3. This Resolution shall become effective immediately upon its passage.

EXHIBIT A

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held on behalf of a Cultural Education Facilities Finance Corporation (the “Corporation”), a nonprofit corporation, on September 18, 2024, commencing at 10:00 a.m. to provide an opportunity for all interested persons to be heard with respect to a loan (qualified 501(c)(3) bonds as defined in Section 145 of the Internal Revenue Code of 1986, as amended) from Frost Bank (the “Lender”) to the Corporation in the maximum aggregate amount of \$6,700,000, and a loan from the Corporation to North Texas Area Community Health Centers, Inc. (the “Borrower”) in the same amount (collectively, the “Loans”); all pursuant to a Loan Agreement by and among the Corporation, the Lender and the Borrower.

The Loans are being made for the purpose of financing and/or refinancing all or a portion of the costs of acquiring, constructing, equipping, and improving medical and healthcare facilities, including a 34,000 square foot health center building located at 2332 Beverly Hills Dr., Fort Worth, Texas 76114 (collectively, the “Project”). A portion of the proceeds of the Loans will be used to pay certain expenses in connection with the issuance of the Loans. The Project is or will be owned by the Borrower. The Loans are not payable out of taxes and are secured by and payable solely from funds provided by the Borrower.

At the time and place set for the public hearing, interested persons will be given a reasonable opportunity to express their views, both orally (via telephonic participation) and in writing, on the merits of the Project, the Loans or related matters. Members of the public may listen to and contribute to any discussion during the hearing by dialing: 1-346-248-7799, meeting ID: 933 9737 4053, passcode: 600797. Persons wishing to participate should submit a written request to speak to hvu@jw.com at least 24 hours before the hearing; however, the hearing officer will also provide time for additional comments during the hearing. Oral remarks may not exceed five minutes in duration. Written comments may be submitted by email to the President of the Board of Directors of the Corporation c/o Jackson Walker LLP, Attn: Hoang Vu, hvu@jw.com, until the time and date of the hearing.

CERTIFICATE OF PUBLIC HEARING

I, the undersigned, hereby certify in connection with a series of loan transactions to be entered into by the Roman Forest Cultural Education Facilities Finance Corporation (the "*Corporation*"), North Texas Area Community Health Centers, Inc. ("*Borrower*") and Frost Bank in the maximum aggregate principal amount of \$6,700,000 (the "*Loans*") for the benefit of Borrower, as follows:

1. I served as Hearing Officer for the Corporation for the purpose of financing and/or refinancing all or a portion of the costs of the construction, renovation, furnishing and equipment of medical and healthcare facilities, including a 34,000 square foot health center building located at 2332 Beverly Hills Dr., Fort Worth, Texas 76114 (collectively, the "*Project*").

2. Such hearing was conducted commencing on September 18, 2024 at 10:00 a.m. by toll free telephonic means accessible to the general public.

3. At the time for the commencement of the hearing, comments, either orally or in writing, were publicly requested on the Project to be financed with proceeds of the Loan and on the making of the Loans.

4. At the hearing,

no persons presented comments orally or in writing.

the comments summarized in Exhibit B-1 were made orally by the persons listed therein.

the written comments attached hereto were presented.

5. No time limitations were imposed on any public comments.

IN WITNESS WHEREOF, I have hereunto set my hand this September 18, 2024.



Hearing Officer



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
94268	591046	Print Legal Ad-IPL01933200 - IPL0193320		\$1,214.84	2	32 L

Attention: James L.

Jackson Walker LLP
 100 Congress Ave. Suite 1100
 Suite 1100
 Austin, TX 78701

jnassour@jw.com

NOTICE OF PUBLIC HEARING

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 IPL0193320
 Sep 10 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:

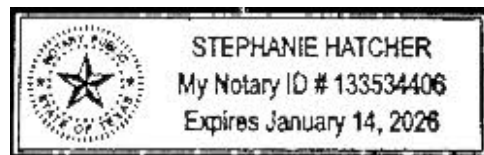
09/10/24

Mary Castro

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

Stephanie Hatcher

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!