

June 21, 2016

BY EMAIL AND FEDEX

The Honorable County Judge
and County Commissioners
of Fort Bend County
401 Jackson Street
Richmond, Texas 77469

Attention: Office of the Commissioners
Agenda Coordinator

Norton Rose Fulbright US LLP
1301 McKinney, Suite 5100
Houston, Texas 77010-3095
United States

Direct line +1 713 651 5608
reginald.wilson@nortonrosefulbright.com

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Re: Approval of Bonds for CHI St. Luke's Health System

Gentlemen:

On behalf of our client, CHI St. Luke's Health System Corporation, we respectfully request that the Commissioners Court consider adoption of the enclosed resolution to permit the issuance of tax-exempt limited obligation revenue bonds to finance and refinance the acquisition, construction, renovation, and equipping of certain facilities described in the enclosed notice of public hearing and located in Fort Bend County, Texas.

A public hearing was held on June 20, 2016, regarding the proposed bonds and the facilities to be financed. Enclosed is (i) a notice of the public hearing, which was published in the *Houston Chronicle* on June 3, 2016, and describes facilities to be financed by the bonds, and (ii) a certificate reporting that no one appeared at the public hearing to oppose the financing.

As counsel to CHI St. Luke's Health System Corporation for this matter, we respectfully request that the Commissioners Court consider adoption of the enclosed resolution at its regular meeting scheduled for Tuesday, June 28, 2016. We would suggest that this matter appear separately on the agenda for the Commissioners Court meeting as follows:

**RESOLUTION APPROVING THE ISSUANCE OF BONDS TO FINANCE AND
REFINANCE CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

Since CHI St. Luke's Health System is now part of the much larger Catholic Health Initiatives (CHI) health system, it is able to enjoy additional economics of scale, including in its financings. The bonds would be issued by the Colorado Health Facilities Authority as part of a larger financing of other CHI facilities. Section 147(f) of the Internal Revenue Code of 1986, as amended, provides that bonds to finance non-profit healthcare facilities in Fort Bend County must be approved by the Commissioners Court, the County Judge, or another governmental unit or official with jurisdiction, after a public hearing held on public notice, in order for interest on the bonds to be exempt from federal income taxes. As noted by the enclosed certificate, a public hearing for this purpose was held yesterday, without opposition.

Norton Rose Fulbright US LLP is a limited liability partnership registered under the laws of Texas.

Norton Rose Fulbright US LLP, Norton Rose Fulbright LLP, Norton Rose Fulbright Australia, Norton Rose Fulbright Canada LLP, Norton Rose Fulbright South Africa (incorporated as Deneys Reitz, Inc.), each of which is a separate legal entity, are members of Norton Rose Fulbright Verein, a Swiss Verein. Details of each entity, with certain regulatory information, are at nortonrosefulbright.com. Norton Rose Fulbright Verein helps coordinate the activities of the members but does not itself provide legal services to clients.

The Honorable County Judge and County
Commissioners of Fort Bend County
June 21, 2016
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Also enclosed with this letter is a form of a certificate regarding the enclosed resolution. We respectfully request that six (6) fully executed certificates and an executed copy of the resolution be returned after adoption of the enclosed resolution.

A representative of CHI St. Luke's Sugar Land Hospital will be present at your meeting to answer any questions that may arise. Please do not hesitate to contact the undersigned if you should need any additional information or have any questions which you would like answered before acting on this request.

Yours very truly,

A handwritten signature in black ink, appearing to read "Reginald Wilson", written in a cursive style.

Reginald Wilson

Enclosures

cc: Ms. Jessica Zaiger

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

WHEREAS, pursuant to 26 U.S.C. §147(f), as amended (hereinafter referred to as "*Section 147(f) of the Code*"), after reasonable public notice (a copy of which is attached hereto as **Exhibit A**), a public hearing has been conducted on the issuance of its limited obligation revenue bonds (hereinafter referred to as the "*Bonds*") by the Colorado Health Facilities Authority, the interest of which is intended to be excluded from gross income for federal income tax purposes, to finance, refinance, pay, or reimburse the costs of expenditures made for the acquisition, construction, renovation, and equipping of certain capital projects described in such notice, including facilities (hereinafter referred to as the "*Projects*") located in Fort Bend County, Texas (the "*County*"), all of which are owned, operated, managed or otherwise used by CHI St. Luke's Health System Corporation, a Texas non-profit corporation, or one or more affiliates as described in such notice; and

WHEREAS, the approval of the Bonds and the Projects by a governmental unit having jurisdiction over the area in which the Projects are located is a condition to the exclusion of interest on the Bonds from the gross income of the owners thereof for federal income tax purposes and, consequently, is necessary to finance and refinance the Projects at the favorable interest rates which are currently borne by tax-exempt obligations;

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

1. The issuance of a portion of the Bonds in the maximum aggregate principal amount of \$235 million to finance and refinance the Projects, as well as the appointment of the person to hold the above-described public hearing, are hereby approved pursuant to Section 147(f) of the Code.

2. The approval herein granted is solely for purposes of Section 147(f) of the Code and shall not be construed as a representation, warranty, or other undertaking of any kind by the County in respect of the Bonds or the Projects. The Bonds shall not constitute obligations of the State of Texas, this County, or any other political subdivision or agency thereof, or a pledge of the faith and credit of any of them. Neither the State of Texas nor any political subdivision thereof, including this County, shall be obligated to pay the Bonds or the interest thereon. Neither the faith and credit nor the taxing power of the State of Texas, this County, or any other political subdivision or agency thereof shall be pledged to the payment of principal of, redemption premium, if any, or interest on the Bonds.

3. The County Judge, the County Commissioners, and the County Clerk and other officers of the County, or any of them, are hereby authorized to execute and deliver such endorsements, certificates, instruments, documents, or other papers and to do all other things necessary or advisable to give effect to the intent and purpose hereof.

PASSED AND APPROVED this 28th day of June, 2016.

ATTEST:

Laura Richard, County Clerk

Robert E. Hebert, County Judge

Richard Morrison
Commissioner Precinct 1

James Patterson
Commissioner Precinct 2

Grady Prestage
Commissioner Precinct 3

Andy Meyers
Commissioner Precinct 4

Attachment

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

WHEREAS, pursuant to 26 U.S.C. §147(f), as amended (hereinafter referred to as "*Section 147(f) of the Code*"), after reasonable public notice (a copy of which is attached hereto as **Exhibit A**), a public hearing has been conducted on the issuance of its limited obligation revenue bonds (hereinafter referred to as the "*Bonds*") by the Colorado Health Facilities Authority, the interest of which is intended to be excluded from gross income for federal income tax purposes, to finance, refinance, pay, or reimburse the costs of expenditures made for the acquisition, construction, renovation, and equipping of certain capital projects described in such notice, including facilities (hereinafter referred to as the "*Projects*") located in Fort Bend County, Texas (the "*County*"), all of which are owned, operated, managed or otherwise used by CHI St. Luke's Health System Corporation, a Texas non-profit corporation, or one or more affiliates as described in such notice; and

WHEREAS, the approval of the Bonds and the Projects by a governmental unit having jurisdiction over the area in which the Projects are located is a condition to the exclusion of interest on the Bonds from the gross income of the owners thereof for federal income tax purposes and, consequently, is necessary to finance and refinance the Projects at the favorable interest rates which are currently borne by tax-exempt obligations;

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

1. The issuance of a portion of the Bonds in the maximum aggregate principal amount of \$235 million to finance and refinance the Projects, as well as the appointment of the person to hold the above-described public hearing, are hereby approved pursuant to Section 147(f) of the Code.

2. The approval herein granted is solely for purposes of Section 147(f) of the Code and shall not be construed as a representation, warranty, or other undertaking of any kind by the County in respect of the Bonds or the Projects. The Bonds shall not constitute obligations of the State of Texas, this County, or any other political subdivision or agency thereof, or a pledge of the faith and credit of any of them. Neither the State of Texas nor any political subdivision thereof, including this County, shall be obligated to pay the Bonds or the interest thereon. Neither the faith and credit nor the taxing power of the State of Texas, this County, or any other political subdivision or agency thereof shall be pledged to the payment of principal of, redemption premium, if any, or interest on the Bonds.

3. The County Judge, the County Commissioners, and the County Clerk and other officers of the County, or any of them, are hereby authorized to execute and deliver such endorsements, certificates, instruments, documents, or other papers and to do all other things necessary or advisable to give effect to the intent and purpose hereof.

PASSED AND APPROVED this 28th day of June, 2016.

ATTEST:

Robert E. Hebert, County Judge

Laura Richard, County Clerk

Richard Morrison
Commissioner Precinct 1

James Patterson
Commissioner Precinct 2

Grady Prestage
Commissioner Precinct 3

Andy Meyers
Commissioner Precinct 4

Attachment

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

WHEREAS, pursuant to 26 U.S.C. §147(f), as amended (hereinafter referred to as "*Section 147(f) of the Code*"), after reasonable public notice (a copy of which is attached hereto as **Exhibit A**), a public hearing has been conducted on the issuance of its limited obligation revenue bonds (hereinafter referred to as the "*Bonds*") by the Colorado Health Facilities Authority, the interest of which is intended to be excluded from gross income for federal income tax purposes, to finance, refinance, pay, or reimburse the costs of expenditures made for the acquisition, construction, renovation, and equipping of certain capital projects described in such notice, including facilities (hereinafter referred to as the "*Projects*") located in Fort Bend County, Texas (the "*County*"), all of which are owned, operated, managed or otherwise used by CHI St. Luke's Health System Corporation, a Texas non-profit corporation, or one or more affiliates as described in such notice; and

WHEREAS, the approval of the Bonds and the Projects by a governmental unit having jurisdiction over the area in which the Projects are located is a condition to the exclusion of interest on the Bonds from the gross income of the owners thereof for federal income tax purposes and, consequently, is necessary to finance and refinance the Projects at the favorable interest rates which are currently borne by tax-exempt obligations;

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

1. The issuance of a portion of the Bonds in the maximum aggregate principal amount of \$235 million to finance and refinance the Projects, as well as the appointment of the person to hold the above-described public hearing, are hereby approved pursuant to Section 147(f) of the Code.
2. The approval herein granted is solely for purposes of Section 147(f) of the Code and shall not be construed as a representation, warranty, or other undertaking of any kind by the County in respect of the Bonds or the Projects. The Bonds shall not constitute obligations of the State of Texas, this County, or any other political subdivision or agency thereof, or a pledge of the faith and credit of any of them. Neither the State of Texas nor any political subdivision thereof, including this County, shall be obligated to pay the Bonds or the interest thereon. Neither the faith and credit nor the taxing power of the State of Texas, this County, or any other political subdivision or agency thereof shall be pledged to the payment of principal of, redemption premium, if any, or interest on the Bonds.
3. The County Judge, the County Commissioners, and the County Clerk and other officers of the County, or any of them, are hereby authorized to execute and deliver such endorsements, certificates, instruments, documents, or other papers and to do all other things necessary or advisable to give effect to the intent and purpose hereof.

PASSED AND APPROVED this 28th day of June, 2016.

ATTEST:

Laura Richard, County Clerk

Robert E. Hebert, County Judge

Richard Morrison
Commissioner Precinct 1

James Patterson
Commissioner Precinct 2

Grady Prestage
Commissioner Precinct 3

Andy Meyers
Commissioner Precinct 4

Attachment

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

WHEREAS, pursuant to 26 U.S.C. §147(f), as amended (hereinafter referred to as "*Section 147(f) of the Code*"), after reasonable public notice (a copy of which is attached hereto as **Exhibit A**), a public hearing has been conducted on the issuance of its limited obligation revenue bonds (hereinafter referred to as the "*Bonds*") by the Colorado Health Facilities Authority, the interest of which is intended to be excluded from gross income for federal income tax purposes, to finance, refinance, pay, or reimburse the costs of expenditures made for the acquisition, construction, renovation, and equipping of certain capital projects described in such notice, including facilities (hereinafter referred to as the "*Projects*") located in Fort Bend County, Texas (the "*County*"), all of which are owned, operated, managed or otherwise used by CHI St. Luke's Health System Corporation, a Texas non-profit corporation, or one or more affiliates as described in such notice; and

WHEREAS, the approval of the Bonds and the Projects by a governmental unit having jurisdiction over the area in which the Projects are located is a condition to the exclusion of interest on the Bonds from the gross income of the owners thereof for federal income tax purposes and, consequently, is necessary to finance and refinance the Projects at the favorable interest rates which are currently borne by tax-exempt obligations;

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

1. The issuance of a portion of the Bonds in the maximum aggregate principal amount of \$235 million to finance and refinance the Projects, as well as the appointment of the person to hold the above-described public hearing, are hereby approved pursuant to Section 147(f) of the Code.

2. The approval herein granted is solely for purposes of Section 147(f) of the Code and shall not be construed as a representation, warranty, or other undertaking of any kind by the County in respect of the Bonds or the Projects. The Bonds shall not constitute obligations of the State of Texas, this County, or any other political subdivision or agency thereof, or a pledge of the faith and credit of any of them. Neither the State of Texas nor any political subdivision thereof, including this County, shall be obligated to pay the Bonds or the interest thereon. Neither the faith and credit nor the taxing power of the State of Texas, this County, or any other political subdivision or agency thereof shall be pledged to the payment of principal of, redemption premium, if any, or interest on the Bonds.

3. The County Judge, the County Commissioners, and the County Clerk and other officers of the County, or any of them, are hereby authorized to execute and deliver such endorsements, certificates, instruments, documents, or other papers and to do all other things necessary or advisable to give effect to the intent and purpose hereof.

PASSED AND APPROVED this 28th day of June, 2016.

ATTEST:

Robert E. Hebert, County Judge

Laura Richard, County Clerk

Richard Morrison
Commissioner Precinct 1

James Patterson
Commissioner Precinct 2

Grady Prestage
Commissioner Precinct 3

Andy Meyers
Commissioner Precinct 4

Attachment

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

WHEREAS, pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (hereinafter referred to as the "*Code*"), after reasonable public notice (a copy of which is attached hereto as **Exhibit A**), a public hearing has been conducted on the issuance of its limited obligation revenue bonds (hereinafter referred to as the "*Bonds*") by the Colorado Health Facilities Authority, the interest of which is intended to be excluded from gross income for federal income tax purposes, to finance, refinance, pay, or reimburse the costs of expenditures made for the acquisition, construction, renovation, and equipping of certain capital projects described in such notice, including facilities (hereinafter referred to as the "*Projects*") located in Montgomery County, Texas (the "*County*"), all of which are owned, operated, managed or otherwise used by CHI St. Luke's Health System Corporation, a Texas non-profit corporation, or one or more affiliates as described in such notice; and

WHEREAS, the approval of the Bonds and the Projects by this Court or the County Judge is a condition to the exclusion of interest on the Bonds from the gross income of the owners thereof for federal income tax purposes and, consequently, is necessary to finance and refinance the Projects at the favorable interest rates which are currently borne by tax-exempt obligations;

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

1. The issuance of a portion of the Bonds, in the maximum aggregate principal amount of \$235 million to finance and refinance the Projects, as well as the appointment of the person to hold the above described public hearing, are hereby approved pursuant to section 147(f) of the Code.

2. The approval herein granted is solely for purposes of section 147(f) of the Code and shall not be construed as a representation, warranty, or other undertaking of any kind by the County in respect of the Bonds or the Projects. The Bonds shall not constitute obligations of the State of Texas, this County, or any other political subdivision or agency thereof, or a pledge of the faith and credit of any of them. Neither the State of Texas nor any political subdivision thereof, including this County, shall be obligated to pay the Bonds or the interest thereon. Neither the faith and credit nor the taxing power of the State of Texas, this County, or any other political subdivision or agency thereof shall be pledged to the payment of principal of, redemption premium, if any, or interest on the Bonds.

3. The County Judge, the County Commissioners, and the County Clerk and other officers of the County, or any of them, are hereby authorized to execute and deliver such endorsements, certificates, instruments, documents, or other papers and to do all other things necessary or advisable to give effect to the intent and purpose hereof.

PASSED AND APPROVED this 28th day of June, 2016.

ATTEST:

Craig Doyal, County Judge

Mark Turnbull, County Clerk

Mike Meador
Commissioner Pct. 1

Charlie Riley
Commissioner Pct. 2

James Noack
Commissioner Pct. 3

Jim Clark
Commissioner Pct. 4

Attachment

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

WHEREAS, pursuant to 26 U.S.C. §147(f), as amended (hereinafter referred to as "*Section 147(f) of the Code*"), after reasonable public notice (a copy of which is attached hereto as **Exhibit A**), a public hearing has been conducted on the issuance of its limited obligation revenue bonds (hereinafter referred to as the "*Bonds*") by the Colorado Health Facilities Authority, the interest of which is intended to be excluded from gross income for federal income tax purposes, to finance, refinance, pay, or reimburse the costs of expenditures made for the acquisition, construction, renovation, and equipping of certain capital projects described in such notice, including facilities (hereinafter referred to as the "*Projects*") located in Fort Bend County, Texas (the "*County*"), all of which are owned, operated, managed or otherwise used by CHI St. Luke's Health System Corporation, a Texas non-profit corporation, or one or more affiliates as described in such notice; and

WHEREAS, the approval of the Bonds and the Projects by a governmental unit having jurisdiction over the area in which the Projects are located is a condition to the exclusion of interest on the Bonds from the gross income of the owners thereof for federal income tax purposes and, consequently, is necessary to finance and refinance the Projects at the favorable interest rates which are currently borne by tax-exempt obligations;

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

1. The issuance of a portion of the Bonds in the maximum aggregate principal amount of \$235 million to finance and refinance the Projects, as well as the appointment of the person to hold the above-described public hearing, are hereby approved pursuant to Section 147(f) of the Code.

2. The approval herein granted is solely for purposes of Section 147(f) of the Code and shall not be construed as a representation, warranty, or other undertaking of any kind by the County in respect of the Bonds or the Projects. The Bonds shall not constitute obligations of the State of Texas, this County, or any other political subdivision or agency thereof, or a pledge of the faith and credit of any of them. Neither the State of Texas nor any political subdivision thereof, including this County, shall be obligated to pay the Bonds or the interest thereon. Neither the faith and credit nor the taxing power of the State of Texas, this County, or any other political subdivision or agency thereof shall be pledged to the payment of principal of, redemption premium, if any, or interest on the Bonds.

3. The County Judge, the County Commissioners, and the County Clerk and other officers of the County, or any of them, are hereby authorized to execute and deliver such endorsements, certificates, instruments, documents, or other papers and to do all other things necessary or advisable to give effect to the intent and purpose hereof.

PASSED AND APPROVED this 28th day of June, 2016.

ATTEST:

Laura Richard, County Clerk

Robert E. Hebert, County Judge

Richard Morrison
Commissioner Precinct 1

James Patterson
Commissioner Precinct 2

Grady Prestage
Commissioner Precinct 3

Andy Meyers
Commissioner Precinct 4

Attachment

NOTICE OF PUBLIC HEARING

Take Notice that, for purposes of section 147(f) of the Internal Revenue Code of 1986, as amended, a public hearing will be held on June 20, 2016, at 9:00 a.m. at the offices of Norton Rose Fulbright US LLP, Fulbright Tower, 1301 McKinney Street, Suite 5100, Houston, Texas 77010, with respect to the proposed issuance of limited obligation revenue bonds (the “Bonds”) of the Colorado Health Facilities Authority, of which an approximate maximum aggregate principal amount of \$235,000,000 will be used in Harris, Montgomery, and Fort Bend Counties, Texas (the “Counties”) to finance, refinance, pay or reimburse the costs of expenditures made for the acquisition, construction, renovation and equipping of certain capital projects at the addresses listed below (the “Projects”), including, without limitation a new hospital campus, 7200 Cambridge Street, Houston, featuring 650 beds, a patient tower, ambulatory services, clinics, office space, lab space and operating rooms.

<u>Facilities</u>	<u>Location</u>
CHI St. Luke’s Health Baylor College of Medicine Medical Center	7200 Cambridge St, Houston, Harris County
CHI St. Luke’s Health Baylor College of Medicine Medical Center	6720 Bertner Ave. Houston, Harris County
St. Luke’s Medical Clinic	O’Quinn Medical Tower, 6624 Fannin, Houston, Harris County
6620 Main Building	6620 Main, Houston, Harris County
St. Luke’s The Woodlands Hospital	17200 St. Luke’s Way, The Woodlands, Montgomery County
St. Luke’s Sugar Land Hospital	1317 Lake Pointe Parkway, Sugar Land, Fort Bend County
Community Emergency Center– Holcombe	2727 West Holcombe Blvd, Houston, Harris County
Community Emergency Center – Pearland	11713 Shadow Creek Parkway, Pearland, Harris County
Community Emergency Center – San Felipe	6363 San Felipe; Houston, Harris County
Diagnostic & Treatment Center – Kirby Glen	2457 S. Braeswood, Houston, Harris County
St. Luke’s Radiation Therapy and CyberKnife Facility	2491 S. Braeswood, Houston, Harris County
St. Luke’s Hospital at The Vintage	20171 Chasewood Park Drive, Houston, Harris County

The facilities are owned, operated, or managed by St. Luke’s Health System Corporation, CHI St. Luke’s Health Baylor College of Medicine Medical Center; St. Luke’s Episcopal Properties Corporation, St. Luke’s Community Health Services d/b/a St. Luke’s The Woodlands Hospital, St. Luke’s Sugar Land Properties Corporation, St. Luke’s Community Development Corporation –

Sugar Land d/b/a/ St. Luke's Sugar Land Hospital, St. Luke's Medical Tower Corporation, St. Luke's Health System Corporation, St. Luke's Community Development Corporation – The Vintage, SL Augusta Corp, and/or one or more of their subsidiaries and/or affiliates.

The Bonds would be limited recourse obligations of the Colorado Health Facilities Authority payable solely from the repayment of the loan of proceeds of such obligations to Catholic Health Initiatives and would not constitute a debt or other obligation of Harris, Fort Bend, or Montgomery County, Texas, or any other public body or be in any way payable from taxes or other public funds.

All interested persons are invited to attend the public hearing and will be given an opportunity to address the question of whether the Commissioners Courts and/or the County Judges of such counties should approve the issuance of the Bonds and the facilities to be financed thereby. Following the public hearing a report concerning the hearing will be submitted to such Commissioners Courts and/or County Judges with a request to approve the issuance of the Bonds and the facilities.

Questions, requests for additional information, or written comments may be directed in writing to Norton Rose Fulbright US LLP, Fulbright Tower, 1301 McKinney Street, Suite 5100, Houston, Texas 77010, Attention: Fredric A. Weber.

CERTIFICATE OF PUBLIC HEARING

I, the undersigned, hereby certify in connection with the proposed issuance by the Colorado Health Facilities Authority (the "*Issuer*") of its limited obligation revenue bonds for the benefit of CHI St. Luke's Health System Corporation, a Texas non-profit corporation ("*CHI St. Luke's*"), and affiliates, in the approximate aggregate principal amount not to exceed \$235 million (the "*Bonds*"), as follows:

1. Commencing at 9:00 a.m. on Monday, June 20, 2016, at the offices of Norton Rose Fulbright, Fulbright Tower, 1301 McKinney Street, Suite 5100, Houston, Texas 77010, which offices were open to the public for purposes of the hearing, I conducted a public hearing on the issuance of the Bonds to finance the facilities described in the notice of such hearing published in the *Houston Chronicle* on June 3, 2016, all of which are owned, operated, or managed by CHI St. Luke's or affiliates and located as described in the notice.

2. At the time for the commencement of the hearing, I publicly requested comments, either orally or in writing, on the facilities to be financed with proceeds of the Bonds and on the issuance of the Bonds.

3. At the hearing, no persons presented comments orally or in writing.

4. I imposed no time limitations on any public comments.

IN WITNESS WHEREOF, I have hereunto set my hand this June 20, 2016.



.....
Fredric A. Weber

CERTIFICATE

We, the undersigned officers of Fort Bend County, Texas (the "County"), hereby certify as follows:

The Commissioners Court (the "Court") of the County convened in regular session, open to the public, on June 28, 2016 (the "Meeting"), at the Commissioners Court Room, 301 Jackson St., 7th Floor, Richmond, Texas, and the roll was called of the members of the Court, to-wit:

- Robert E. Hebert, County Judge
- Richard Morrison, Commissioner, Precinct 1
- Grady Prestage, Commissioner, Precinct 2
- Andy Meyers, Commissioner, Precinct 3
- James Patterson, Commissioner, Precinct 4

All members of the Court were present, except the following: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting: A written

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR ST. LUKE'S HEALTH SYSTEM**

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of such Resolution, prevailed and carried by the following votes:

AYES: _____ NOES: _____

A true, full, and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the Court's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Court's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting members of the Court as indicated therein; each of the members of the Court was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting; each of such members consented in advance to holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this _____.

Laura Richard, County Clerk
Fort Bend County, Texas

Robert E. Hebert, County Judge
Fort Bend County, Texas

(SEAL)

CERTIFICATE

We, the undersigned officers of Fort Bend County, Texas (the "County"), hereby certify as follows:

The Commissioners Court (the "Court") of the County convened in regular session, open to the public, on June 28, 2016 (the "Meeting"), at the Commissioners Court Room, 301 Jackson St., 7th Floor, Richmond, Texas, and the roll was called of the members of the Court, to-wit:

- Robert E. Hebert, County Judge
- Richard Morrison, Commissioner, Precinct 1
- Grady Prestage, Commissioner, Precinct 2
- Andy Meyers, Commissioner, Precinct 3
- James Patterson, Commissioner, Precinct 4

All members of the Court were present, except the following: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting: A written

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR ST. LUKE'S HEALTH SYSTEM**

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of such Resolution, prevailed and carried by the following votes:

AYES: _____ NOES: _____

A true, full, and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the Court's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Court's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting members of the Court as indicated therein; each of the members of the Court was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting; each of such members consented in advance to holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this _____.

Laura Richard, County Clerk
Fort Bend County, Texas

Robert E. Hebert, County Judge
Fort Bend County, Texas

(SEAL)

CERTIFICATE

We, the undersigned officers of Fort Bend County, Texas (the "County"), hereby certify as follows:

The Commissioners Court (the "Court") of the County convened in regular session, open to the public, on June 28, 2016 (the "Meeting"), at the Commissioners Court Room, 301 Jackson St., 7th Floor, Richmond, Texas, and the roll was called of the members of the Court, to-wit:

- Robert E. Hebert, County Judge
- Richard Morrison, Commissioner, Precinct 1
- Grady Prestage, Commissioner, Precinct 2
- Andy Meyers, Commissioner, Precinct 3
- James Patterson, Commissioner, Precinct 4

All members of the Court were present, except the following: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting: A written

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THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR ST. LUKE'S HEALTH SYSTEM**

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of such Resolution, prevailed and carried by the following votes:

AYES: _____ NOES: _____

A true, full, and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the Court's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Court's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting members of the Court as indicated therein; each of the members of the Court was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting; each of such members consented in advance to holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this _____.

Laura Richard, County Clerk
Fort Bend County, Texas

Robert E. Hebert, County Judge
Fort Bend County, Texas

(SEAL)

CERTIFICATE

We, the undersigned officers of Fort Bend County, Texas (the "County"), hereby certify as follows:

The Commissioners Court (the "Court") of the County convened in regular session, open to the public, on June 28, 2016 (the "Meeting"), at the Commissioners Court Room, 301 Jackson St., 7th Floor, Richmond, Texas, and the roll was called of the members of the Court, to-wit:

- Robert E. Hebert, County Judge
- Richard Morrison, Commissioner, Precinct 1
- Grady Prestage, Commissioner, Precinct 2
- Andy Meyers, Commissioner, Precinct 3
- James Patterson, Commissioner, Precinct 4

All members of the Court were present, except the following: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting: A written

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR ST. LUKE'S HEALTH SYSTEM**

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of such Resolution, prevailed and carried by the following votes:

AYES: _____ NOES: _____

A true, full, and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the Court's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Court's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting members of the Court as indicated therein; each of the members of the Court was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting; each of such members consented in advance to holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this _____.

Laura Richard, County Clerk
Fort Bend County, Texas

Robert E. Hebert, County Judge
Fort Bend County, Texas

(SEAL)

CERTIFICATE

We, the undersigned officers of Fort Bend County, Texas (the "County"), hereby certify as follows:

The Commissioners Court (the "Court") of the County convened in regular session, open to the public, on June 28, 2016 (the "Meeting"), at the Commissioners Court Room, 301 Jackson St., 7th Floor, Richmond, Texas, and the roll was called of the members of the Court, to-wit:

- Robert E. Hebert, County Judge
- Richard Morrison, Commissioner, Precinct 1
- Grady Prestage, Commissioner, Precinct 2
- Andy Meyers, Commissioner, Precinct 3
- James Patterson, Commissioner, Precinct 4

All members of the Court were present, except the following: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting: A written

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR ST. LUKE'S HEALTH SYSTEM**

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of such Resolution, prevailed and carried by the following votes:

AYES: _____ NOES: _____

A true, full, and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the Court's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Court's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting members of the Court as indicated therein; each of the members of the Court was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting; each of such members consented in advance to holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this _____.

Laura Richard, County Clerk Fort Bend County, Texas	Robert E. Hebert, County Judge Fort Bend County, Texas
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(SEAL)

CERTIFICATE

We, the undersigned officers of Montgomery County, Texas (the "County"), hereby certify as follows:

The Commissioners Court (the "Court") of the County convened in regular session, open to the public, on June 28, 2016 (the "Meeting"), at the Montgomery County Courthouse, Conroe, Texas, and the roll was called of the members of the Court, to-wit:

- Craig Doyal, County Judge
- Mike Meador, Commissioner, Precinct 1
- Charlie Riley, Commissioner, Precinct 2
- James Noack, Commissioner, Precinct 3
- Jim Clark, Commissioner, Precinct 4

All members of the Court were present, except the following: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting: A written

**RESOLUTION APPROVING
THE ISSUANCE OF BONDS TO FINANCE AND REFINANCE
CERTAIN PROJECTS FOR CHI ST. LUKE'S HEALTH SYSTEM**

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of such Resolution, prevailed and carried by the following votes:

AYES: _____ NOES: _____

A true, full, and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the Court's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Court's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting members of the Court; each of the members of the Court was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting; each of such members consented, in advance, to holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this _____.

Mark Turnbull, County Clerk
Montgomery County, Texas

Craig Doyal, County Judge
Montgomery County, Texas

(SEAL)