

RESOLUTION APPROVING THE FINANCING BY THE
NEW HOPE CULTURAL EDUCATION FACILITIES FINANCE CORPORATION OF
HEALTH FACILITIES LOCATED WITHIN
FORT BEND COUNTY, TEXAS

WHEREAS, the Cultural Education Facilities Finance Corporation Act, Chapter 337, Texas Local Government Code, as amended (the "Act"), authorizes and empowers New Hope Cultural Education Facilities Finance Corporation (the "Issuer") to issue revenue bonds or notes on behalf of the Town of New Hope, Texas (the "Issuing Unit") to finance and refinance the costs of health facilities found by the Board of Directors of the Issuer to be required, necessary or convenient for health care, research and education, any one or more, within the State of Texas and in furtherance of the public purposes of the Act; and

WHEREAS, the Jack and Nancy Dwyer Workforce Development Center, Inc., a Maryland organization described in section 501(c)(3) of Internal Revenue Code of 1986, as amended (the "Code"), or an affiliated entity (the "Borrower"), proposes to obtain financing from the Issuer from the proceeds of one or more series of the Issuer's bonds or notes, pursuant to a plan financing, in a maximum principal amount of \$85,000,000 (the "Bonds") and will use a portion of the proceeds of the Bonds to finance and refinance the cost of acquisition of certain skilled nursing facilities, including the skilled nursing facility known as Windsor Quail Valley Post-Acute Healthcare Center, located at 3640 Hampton Drive in Missouri City, Texas (the "Project"); and

WHEREAS, pursuant to section 147(f) of the Code, the Issuer has caused to be published a notice of public hearing (the "TEFRA Notice") with respect to the issuance of the Bonds and the financing the Project, and held such hearing after reasonable notice on November 30, 2022 (the "TEFRA Hearing"); and

WHEREAS, pursuant to the provisions of section 147(f) of the Code, the Commissioners Court of Fort Bend County, Texas must approve issuance of the Bonds by the Issuer to enable the Bonds to qualify as tax-exempt Bonds under the Code;

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

Section 1. The Commissioners Court, solely for the purposes of section 147(f) of the Code, hereby approves the issuance of the Bonds by the Issuer to finance the Project for the benefit of the Borrower.

Section 2. The foregoing approval is given in accordance with the provisions of section 147(f) of the Code and for no other purposes and is not to be construed as an undertaking by Fort Bend County, Texas. The Bonds shall not constitute a liability, indebtedness, or an obligation of Fort Bend County, Texas nor shall any of the assets of Fort Bend County, Texas be pledged to the payment of the Bonds.

Section 3. This resolution shall take effect immediately from and after its adoption and it is accordingly so ordered.

PASSED AND APPROVED, this the _____ day of _____.

County Judge