

RESOLUTION

APPROVING THE ISSUANCE BY THE ARLINGTON HIGHER EDUCATION FINANCE CORPORATION OF ITS EDUCATION REVENUE BONDS (AMERICA CAN!) SERIES 2015 FOR PURPOSES OF SECTION 147(f) OF THE INTERNAL REVENUE CODE

WHEREAS, the Arlington Higher Education Finance Corporation (the “*Corporation*”) was created by the City of Arlington, Texas, pursuant to Chapter 53, Texas Education Code (the “*Act*”), and is empowered thereby to issue its revenue bonds in order to enable an accredited or authorized charter school to finance and refinance the cost of certain “educational facilities,” as defined in the Act;

WHEREAS, in furtherance of the purposes of the Act, the Corporation has authorized the issuance of its revenue bonds designated as the “Arlington Higher Education Finance Corporation Education Revenue Bonds (America CAN!) Series 2015” (the “*Bonds*”) the proceeds of which will be loaned to America CAN! (the “*Borrower*”) to be used to finance and refinance the cost of certain educational facilities of the Borrower located in San Antonio, Texas;

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986 (the “*Code*”) requires that the issuance of any qualified 501(c)(3) obligations be approved by the “applicable elected representative” (the “*AER*”) of the governmental unit in which the Project is located after a public hearing following reasonable public notice;

WHEREAS, the Bonds are qualified 501(c)(3) obligations under to the Code;

WHEREAS, the Project is located in the City of San Antonio, Texas (the “*City*”) and the City Council (“*City Council*”) is an AER for the City;

WHEREAS, attached hereto as Exhibit A is the Notice of Public Hearing (the “*Notice of Public Hearing*”) which was published in a newspaper of general circulation in the City, as required by section 147(f) of the Code which public hearing was conducted by the Corporation on April 14, 2015; and

WHEREAS, attached hereto as Exhibit B is the Affidavit of Publication of the Notice of Public Hearing; and

WHEREAS, attached hereto as Exhibit C is the Certificate of Public Hearing Officer; and

WHEREAS, the City Council desires to approve the Project and the Bonds solely for purposes of satisfying the requirements of section 147(f) of the Code; and

WHEREAS, the actions of the City Council with respect to the Project and the Bonds and to the matters described herein will create no liability for the City, and is in the best interest of the City, and the City Council desires to approve this Resolution; **NOW THEREFORE:**

BE IT RESOLVED that the City Council is authorized to approve and deliver this Resolution; and

BE IT FURTHER RESOLVED that the City Council hereby specifically approves the Bonds and the Project solely for the purpose of satisfying the requirements of section 147(f) of the Code and such approval is not to be construed as an undertaking by the City. The Bonds shall not constitute a liability, an indebtedness or an obligation of the City nor shall any of the assets of the City be pledged to the payment of the Bonds. This Resolution shall become effective immediately upon the execution hereof.

BE IT FURTHER RESOLVED that this Resolution shall become effective immediately upon its passage by eight (8) votes or more and upon ten (10) days following its passage if approved by fewer than eight (8) votes.

*[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK;
SIGNATURE PAGE FOLLOWS]*

PASSED AND APPROVED BY THE CITY COUNCIL of the City of San Antonio this ____ day of _____, 2015.

Mayor
Ivy R. Taylor

ATTEST:

APPROVED AS TO FORM:

Leticia M. Vacek
City Clerk

Martha G. Sepeda
Acting City Attorney

EXHIBIT A

NOTICE OF PUBLIC HEARING

ARLINGTON HIGHER EDUCATION FINANCE CORPORATION

**EDUCATION REVENUE BONDS
(AMERICA CAN!)
SERIES 2015A**

Notice is hereby given of a public hearing to be held on behalf of the Arlington Higher Education Finance Corporation (the "Issuer") on April 14, 2015, at 10:30 a.m., at the offices of Andrews Kurth LLP, 111 Congress Avenue, 17th Floor, Austin, Texas 78701, with respect to the Issuer's Education Revenue Bonds (America CAN!), Series 2015A to be issued in an aggregate principal amount not to exceed \$13,000,000 by the Issuer. The proceeds of the Bonds will be loaned to America CAN!, a Texas nonprofit corporation (the "Borrower"), for the following purposes: (i) acquire a parcel of land located at 400 W. 12th Street, Dallas, Texas 75208; (ii) the construction of a 11,035-square-foot building to be used for training purposes and related parking; (iii) acquire two parcels of land at 412 W. 12th Street and 418 W. 12th Street, Dallas, Texas 75208 for parking for the training center thereon; (iv) refinance certain existing loans for facilities located at 2406 Rosewood Avenue, Austin, Texas 78702, 3401 Hardy Street, Houston, Texas 77009, 1807 Centennial Blvd., San Antonio, Texas 78211 and 2920 Alta Mere Dr., Fort Worth, Texas 76116; (v) fund capitalized interest and (vi) pay costs of issuance of the Bonds. The Project will be owned and operated by the Borrower. The Bonds are not payable out of taxes and are secured by and payable solely from funds provided by the Borrower.

The public hearing will be conducted by Nathelie Ashby, Esq. or her designee (the Hearing Officer). All interested persons are invited to attend such public hearing to express their views with respect to the above-described project and the Bonds. Any interested persons unable to attend the hearing may submit their views in writing to the Hearing Officer prior to the date scheduled for the hearing at fax number (512)481-4933. This notice is published and the hearing is held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

EXHIBIT B
AFFIDAVIT OF PUBLICATION

**SAN ANTONIO EXPRESS NEWS
AFFIDAVIT OF PUBLICATION**

**STATE OF TEXAS:
COUNTY OF BEXAR**

Before me, the undersigned authority, a Notary Public in and for the State of Texas, on this day personally appeared: Lynette Nelson, who after being duly sworn, says that she is the BOOKKEEPER OF THE HEARST CORPORATON (SAN ANTONIO EXPRESS-NEWS DIVISION), a daily newspaper published in Bexar County, Texas and that the publication, of which the annexed is a true copy, was published to wit:

Customer ID: 725312
Customer Name: Andrews Kurth Llp
Order ID: 2687595

Publication Pub Date
EN Classified 29-MAR-15

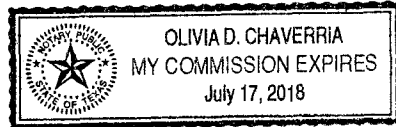
Lynette Nelson

Lynette Nelson
Bookkeeper

Sworn and subscribed to before me, this 30 day of March A.D. 2015

Notary public in and for the State of Texas

Olivia D. Chaverra



NOTICE OF PUBLIC HEARING

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FINANCE CORPORATION
EDUCATION REVENUE BONDS
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EXHIBIT C
CERTIFICATE OF PUBLIC HEARING OFFICER

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

ARLINGTON HIGHER EDUCATION FINANCE CORPORATION

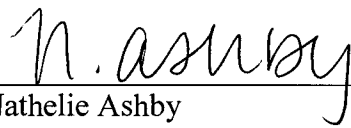
EDUCATION REVENUE BONDS
(AMERICA CAN!)
SERIES 2015A

I, the undersigned, do hereby make and execute this certificate for the benefit of all persons interested in the issuance of the above-referenced bonds (collectively, the “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 included in **Exhibit A** attached hereto.
2. Notice of the public hearing was published no less than 14 days before the date of the public hearing in the San Antonio Express-News, as evidenced by the Affidavit of Publication of the Notice of Public Hearing attached hereto as **Exhibit A**.
3. All persons appearing at the public hearing were given an opportunity to comment on the proposed issuance of the Bonds and the project to be financed with proceeds of the Bonds. No such persons appeared or made comments except as is set forth on **Exhibit B** attached hereto.
4. After giving all interested persons an opportunity to appear and comment, the public hearing was declared closed.

WITNESS MY HAND this 14th day of April, 2015.



Nathelie Ashby
Hearing Officer

Exhibit A - Affidavit of Publication of the Notice of Public Hearing

Exhibit B - Names and Comments of Persons Attending Public Hearing

EXHIBIT A

AFFIDAVITS OF PUBLICATION OF THE NOTICE OF PUBLIC HEARING

ATTACHED

**SAN ANTONIO EXPRESS NEWS
AFFIDAVIT OF PUBLICATION**

**STATE OF TEXAS:
COUNTY OF BEXAR**

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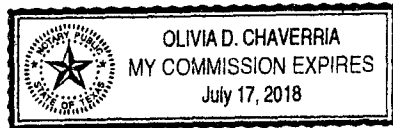
Lynette Nelson

Lynette Nelson
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Olivia D. Chaverria



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EXHIBIT B

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

NONE

Name of Attendee

Comment

1. _____

2. _____

3. _____

