

RESOLUTION

APPROVING THE ISSUANCE BY THE ARLINGTON HIGHER EDUCATION FINANCE CORPORATION OF ITS EDUCATION REVENUE REFUNDING BONDS (HARMONY PUBLIC SCHOOLS) 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 Refunding Bonds (Harmony Public Schools) Series 2015” (the “*Bonds*”) the proceeds of which will be loaned to Harmony Public Schools (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 May 4, 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

(San Antonio/Austin)

**ARLINGTON HIGHER EDUCATION FINANCE CORPORATION
EDUCATION REVENUE AND REFUNDING BONDS
(HARMONY PUBLIC SCHOOLS)
SERIES 2015**

Notice is hereby given of a joint public hearing to be held on behalf of the Arlington Higher Education Finance Corporation on May 8, 2015, at 10:30 a.m., at Andrews Kurth LLP, 111 Congress Avenue, Suite 1700, Austin, Texas 78701, with respect to the captioned Bonds to be issued in an aggregate principal amount not to exceed \$150,000,000 by the Arlington Higher Education Finance Corporation (the "Corporation"). The proceeds of the Bonds will be issued as part of a plan of finance and loaned to Harmony Public Schools, a Texas nonprofit corporation (the "Borrower") for the following purposes:

(a) financing, refinancing, and refunding the costs of acquiring, constructing, improving and equipping educational facilities of the Borrower, including: (1) Harmony Science Academy – San Antonio, 8505 Lakeside Pkwy., San Antonio, TX 78245; (2) Harmony Science Academy – Austin, 930 E. Rundberg Lane, Austin, TX 78753; (3) Harmony School of Science-Austin, 11800 Stonehollow Dr., Suite 100, Austin, TX 78758; (4) Harmony School of Innovation – Austin, 2124 E. Saint Elmo Rd., Austin, TX 78744; (5) Harmony School of Excellence-Austin, 2100 E. St. Elmo Rd., Austin, TX 78744; (6) Harmony School of Political Science-Austin, 13415 FM 620 North, Austin, TX 78717; (7) Harmony Science Academy – North Austin, 1421 Wells Branch Pkwy., Suite 200, Pflugerville, TX 78660; (8) Harmony School of Innovation-San Antonio, 8125 Glen Mont Dr., San Antonio, TX 78239; (9) Harmony Science Academy – Dallas, 12005 Forestgate Dr., Dallas, TX 75243; (10) Harmony School of Business-Dallas, 8080 W. President George Bush Hwy., Dallas, TX 75249; (11) Harmony School of Nature & Athletics, 8120 W. Camp Wisdom Rd., Dallas, TX 75249; (12) Harmony School of Innovation-Dallas, 1024 W. Rosemeade Pkwy., Carrollton, TX 75007; (13) Harmony School of Innovation-Eules, 701 S. Industrial Blvd., Suite 105, Eules, TX 76040; (14) Harmony Science Academy – Eules, 701 S. Industrial Blvd., Eules, TX 76040 (15) Harmony Science Academy – Garland, 2302 Firewheel Parkway, Garland, TX 75040; (16) Harmony School of Innovation – Garland, 2250 Firewheel Parkway, Garland, TX 75040; (17) Harmony Science Academy – Fort Worth, 5651 West Creek Dr., Fort Worth, TX 76133; (18) Harmony School of Innovation – Fort Worth, 8100 S. Hulen St., Fort Worth, TX 76123; (19) Harmony Science Academy – Grand Prairie, 1102 NW 7th St., Grand Prairie, TX 75050; (20) Harmony Science Academy – Waco, 1900 N. Valley Mills Dr., Waco, TX 76710; (21) Harmony Science Academy – Laredo, 4401 San Francisco Ave. , Laredo, TX 78041; (22) Harmony School of Innovation – Laredo, 616 Leal Street & 4608 Daugherty Ave., Laredo, TX 78041; (23) Harmony Science Academy – Brownsville, 1124 Central Blvd., Brownsville, TX 78520; (24) Harmony Science Academy – Houston, 5435 S. Braeswood Blvd., Houston, TX 77096; (25) Harmony School of Advancement-Houston, 3171 N. Sam Houston Pkwy. West, Houston, TX 77038; (26) Harmony School of Fine Arts & Technology-Houston, 9115 Kirby Dr., Houston, TX 77054; (27) Harmony

Exhibit A

School of Discovery-Houston, 6270 Barker Cypress Rd., Houston, TX 77084; (28) Harmony School of Excellence-Houston, 7340 N. Gessner Rd., Houston, TX 77040; (29) Harmony School of Excellence – Endeavor, 5668 W. Little York Rd., Houston, TX 77091; (30) Harmony Science Academy High School-Houston, 9431 W. Sam Houston Pkwy. S., Houston, TX 77099; (31) Harmony Public Schools, 9321 W. Sam Houston Pkwy. S., Houston, TX 77099; (32) Harmony School of Innovation-Houston, 9421 W. Sam Houston Pkwy., Houston, TX 77099; (33) Harmony School of Ingenuity-Houston, 10555 Stella Link Rd., Houston, TX 77025; (34) Harmony School of Exploration-Houston, 9305&9303 W. Sam Houston Pkwy. South, Houston, TX 77099; (35) Harmony Science Academy – Houston NW, 16200 Tomball Pkwy., (SH 249), Houston, TX 77066; (36) Harmony School of Science –Houston, 13415 W. Bellfort Ave., Houston, TX 77478; (37) Harmony School of Science – High School, 13522 W. Airport Blvd., Sugar Land, TX 77478; (38) Harmony Science Academy – West Houston, 22400 Grand Corner Dr., Katy, TX 77494; (39) Harmony Science Academy - Beaumont, 4055 Calder Ave., Beaumont, TX 77706; (40) Harmony Science Academy, 2031 S. Texas Ave., Bryan, TX 77802; (41) Harmony Science Academy – El Paso, 9405 Betel Dr., El Paso, TX 79907; (42) Harmony School of Innovation – El Paso, 5210 Fairbanks Dr., El Paso, TX 79924; (43) Harmony Science Academy – Lubbock, 1516 53rd St., Lubbock, TX 79412; (44) Harmony Science Academy – Odessa, 2755 N. Grandview Ave., Odessa, TX 79762; (45) Harmony Science Academy – West Houston No. 2, 22400 Grand Corner Dr., Katy, TX 77494; and (46) Harmony School of Achievement - Houston, 16209 Kieth Harrow Blvd., Houston, TX 77084 (together, the “Project”), and

(b) paying the costs of issuing 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 his 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. Questions or requests for additional information may be directed to the Hearing Officer at (512) 320-9233. 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 is notice is published and the hearing is to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

EXHIBIT B
AFFIDAVIT OF PUBLICATION



Hearst Media Services | San Antonio Express-News
 mySA.com | ExpressNews.com | Conexión
 The San Antonio Light | EN Community & Military Newspapers

**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:

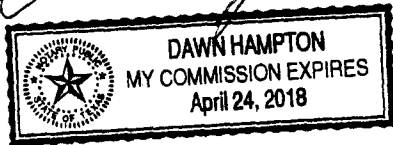
Customer ID: 779840
 Customer Name: Andrews Kurth LLP
 Order ID: 2694651

Publication	Pub Date
EN Classified	21-APR-15

Lynette Nelson
 Bookkeeper

Sworn and subscribed to before me, this 21 day of April A.D. 2015

Notary public in and for the State of Texas



Attach Ad Here

NOTICE OF PUBLIC HEARING

(San Antonio/Austin)

**ARLINGTON HIGHER EDUCATION
FINANCE CORPORATION
EDUCATION REVENUE
AND REFUNDING BONDS
(HARMONY PUBLIC SCHOOLS)
SERIES 2015**

Notice is hereby given of a joint public hearing to be held on behalf of the Arlington Higher Education Finance Corporation on May 8, 2015, at 10:30 a.m., at Andrews Kurth LLP, 111 Congress Avenue, Suite 1700, Austin, Texas 78701, with respect to the captioned Bonds to be issued in an aggregate principal amount not to exceed \$150,000,000 by the Arlington Higher Education Finance Corporation (the "Corporation"). The proceeds of the Bonds will be issued as part of a plan of finance and loaned to Harmony Public Schools, a Texas nonprofit corporation (the "Borrower") for the following purposes:

(a) financing, refinancing, and refunding the costs of acquiring, constructing, moving and equipping educational facilities of the Borrower, including: (1) Harmony Science Academy - San Antonio, 8505 Laiside Pkwy., San Antonio, TX 78245; (2) Harmony Science Academy - Austin, 930 E. Rundberg Lane, Austin, TX 78753; (3) Harmony School of Science - Austin, 11800 Stonelollow Dr., Suite 100, Austin, TX 78758; (4) Harmony School of Innovation - Austin, 2124 E. Saint Elmo Rd., Austin, TX 78744; (5) Harmony School of Excellence - Austin, 2100 E. St. Elmo Rd., Austin, TX 78744; (6) Harmony School of Political Science - Austin, 13415 FM 620 North, Austin, TX 78717; (7) Harmony Science Academy - North Austin, 1421 Wells Branch Pkwy., Suite 200, Pflugerville, TX 78660; (8) Harmony School of Innovation - San Antonio, 8125 Gian Mont Dr., San Antonio, TX 78239; (9) Harmony Science Academy - Dallas, 12005 Forestgate Dr., Dallas, TX 75243; (10) Harmony School of Business - Dallas, 9080 W. President George Bush Hwy., Dallas, TX 75249; (11) Harmony School of Nature & Athletics, 8120 W. Camp Wisdom Rd., Dallas, TX 75249; (12) Harmony School of Innovation - Dallas, 1024 W. Rosemeade Pkwy., Carrollton, TX 75007; (13) Harmony School of Innovation - Euless, 701 S. Industrial Blvd., Suite 105, Euless, TX 76040; (14) Harmony Science Academy - Euless, 701 S. Industrial Blvd., Euless, TX 76040; (15) Harmony Science Academy - Garland, 2307 Firewheel Parkway, Garland, TX 75040; (16) Harmony School of Innovation - Garland, 2250 Firewheel Parkway, Garland, TX 75040; (17) Harmony Science Academy - Fort Worth, 5651 West Creek Dr., Fort Worth, TX 76133; (18) Harmony School of Innovation - Fort Worth, 8100 S. Hulen St., Fort Worth, TX 76123; (19) Harmony Science Academy - Grand Prairie, 1102 NW 7th St., Grand Prairie, TX 75050; (20) Harmony Science Academy - Waco, 1901 N. Valley Mills Dr., Waco, TX 76710; (21) Harmony Science Academy - Laredo, 4401 San Francisco Ave., Laredo, TX 78041; (22) Harmony School of Innovation - Laredo, 616 Leal Street & 4608 Daugherty Ave., Laredo, TX 78041; (23) Harmony Science Academy - Brownsville, 1124 Central Blvd., Brownsville, TX 78520; (24) Harmony Science Academy - Houston, 5435 S. Braeswood Blvd., Houston, TX 77096; (25) Harmony School of Advancement - Houston, 3171 N. Sam Houston Pkwy. West, Houston, TX 77038; (26) Harmony School of Fine Arts & Technology - Houston, 9115 Kirby Dr., Houston, TX 77054; (27) Harmony School of Discovery - Houston, 6270 Barker Cypress Rd., Houston, TX 77084; (28) Harmony School of Excellence - Houston, 7340 N. Gessner Rd., Houston, TX 77040; (29) Harmony School of Excellence - Endeavor, 5668 W. Little York Rd., Houston, TX 77091; (30) Harmony Science Academy High School - Houston, 9431 W. Sam Houston Pkwy. S., Houston, TX 77099; (31) Harmony Public Schools, 9321 W. Sam Houston Pkwy. S., Houston, TX 77099; (32) Harmony School of Innovation - Houston, 9421 W. Sam Houston Pkwy., Houston, TX 77099; (33) Harmony School of Ingenuity - Houston, 10555 Stella Link Rd., Houston, TX 77025; (34) Harmony School of Exploration - Houston, 9305 89303 W. Sam Houston Pkwy. South, Houston, TX 77099; (35) Harmony Science Academy - Houston NW, 16200 Tomball Pkwy., (SH 249), Houston, TX 77066; (36) Harmony School of Science - Houston, 13415 W. Bellfort Ave., Houston, TX 77478; (37) Harmony School of Science - High School, 13522 W. Airport Blvd., Sugar Land, TX 77478; (38) Harmony Science Academy - West Houston, 22400 Grand Corner Dr., Katy, TX 77494; (39) Harmony Science Academy - Beaumont, 4055 Calder Ave., Beaumont, TX 77705; (40) Harmony Science Academy, 2031 S. Texas Ave., Bryan, TX 77802; (41) Harmony Science Academy - El Paso, 9405 Betel Dr., El Paso, TX 79907; (42) Harmony School of Innovation - El Paso, 5210 Fairbanks Dr., El Paso, TX 79924; (43) Harmony Science Academy - Lubbock, 1516 53rd St., Lubbock, TX 79412; (44) Harmony Science Academy - Odessa, 2755 N. Grandview Ave., Odessa, TX 79762; (45) Harmony Science Academy - West Houston No. 2, 22400 Grand Corner Dr., Katy, TX 77494; and (46) Harmony School of Achievement - Houston, 16209 Kieth Harrow Blvd., Houston, TX 77084 (together, the "Project"), and

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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 Nathalie Ashby, Esq., or his 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. Questions or requests for additional information may be directed to the Hearing Officer at (512) 320-9233. 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 to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

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 REFUNDING BONDS
(HARMONY PUBLIC SCHOOLS)
SERIES 2015

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 8th day of May, 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



Hearst Media Services | San Antonio Express-News
mySA.com | ExpressNews.com | Conexión
The San Antonio Light | EN Community & Military Newspapers

**SAN ANTONIO EXPRESS NEWS
AFFIDAVIT OF PUBLICATION**

**STATE OF TEXAS:
COUNTY OF BEXAR**

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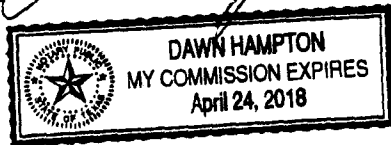
Customer ID: 779840
Customer Name: Andrews Kurth Lip
Order ID: 2694651

Publication	Pub Date
EN Classified	21-APR-15

Lynette Nelson
Bookkeeper

Sworn and subscribed to before me, this 21 day of April A.D. 2015

Notary public in and for the State of Texas



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EXHIBIT B

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

NONE

Name of Attendee

Comment

1. _____

2. _____

3. _____

