

**THIS IS A PROPOSED DRAFT AND WILL BE REPLACED BY THE  
FINAL, SIGNED ORDINANCE OR RESOLUTION ADOPTED BY THE  
CITY COUNCIL.**

**A RESOLUTION**

**RESOLUTION APPROVING THE ISSUANCE OF A NOTE BY THE  
CAPITAL AREA CULTURAL EDUCATION FACILITIES FINANCE  
CORPORATION FOR TEXAS ORGAN SHARING ALLIANCE.**

\* \* \* \* \*

**WHEREAS**, Texas Organ Sharing Alliance (“TOSA”), a charitable non-profit corporation exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code, desires to construct and equip a new two story headquarters and administration building, and related parking and landscaping, all to be located at 5051 Hamilton Wolfe Road, San Antonio, Texas 78229 (the “Project”). TOSA will be the owner and operator of this facility. TOSA is leasing the site from The San Antonio Medical Foundation. This facility will be used for TOSA’s organ transplant work, with TOSA working to connect organ donors with organ recipients. TOSA will also conduct training on site, including training for nurses, and community outreach; and

**WHEREAS**, TOSA desires to finance the Project in part through the issuance of a tax exempt note (the “Note”) to be issued by the Capital Area Cultural Education Facilities Finance Corporation (the “Issuer”), in an aggregate maximum principal amount of \$5,500,000 as authorized by Chapter 337 of the Texas Local Government Code; and

**WHEREAS**, Marilou Donley, designated hearing officer of the Issuer held a public hearing on the issuance of such Note to finance the Project at 10:00 a.m. on December 10, 2018, at the offices of the Texas Organ Sharing Alliance, 8122 Datapoint Drive, Suite 200, in the City of San Antonio, Bexar County, Texas, following publication of notice of such hearing in a newspaper of general circulation within the City as required by Section 147(f) of the *Internal Revenue Code*. A copy of the Notice of Public Hearing filed in the newspaper is attached hereto as Exhibit A; 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**, TOSA has requested the City of San Antonio, Texas (the “City”) to give its approval with regard to the issuance of the Note and the Project solely for the purpose of satisfying the provisions of Section 147(f) of the *Internal Revenue Code* of 1986 as amended (which requires for tax purposes that the issuance of the Note and the Project be approved by the jurisdiction in which the Project is located); and

**WHEREAS**, the City is willing to consider TOSA's request in order that the Note may be issued to finance the Project. **NOW THEREFORE**;

**BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO, TEXAS:**

**SECTION 1.** Solely for the purpose of satisfying the provisions of Section 147(f) of the Internal Revenue Code of 1986 as amended, the City hereby approves the issuance of the Note to finance the Project as defined above. The owner and user of the Project shall be Texas Organ Sharing Alliance and the maximum principal amount of the Note shall be \$5,500,000.

**SECTION 2.** This Resolution is passed based on the express understanding and representation by the TOSA that the Note does not and will not constitute in any way a liability or obligation of the City in any manner whatsoever, and that the City shall have no liability whatsoever for the TOSA Project.

**SECTION 3.** This approval is given solely for the limited purposes described in Section 1 above, and in no event does this approval extend to any other legal requirements regarding the Project, including, but not limited to, any requirement regarding a building permit, proper zoning, or other approval by the City.

**SECTION 4.** It is officially found and determined that the meeting at which this Resolution is passed is open to the public as required by law and that notice of the time, place and subject matter of this meeting has been given in the manner required by law.

**SECTION 5.** This Resolution shall become effective immediately upon passage by eight (8) or more affirmative votes or, if passed by fewer than eight (8) affirmative votes, shall be effective ten (10) days after passage.

**PASSED AND APPROVED this \_\_\_\_ day of December, 2018.**

**M A Y O R**  
Ron Nirenberg

**ATTEST:**

**APPROVED AS TO FORM:**

\_\_\_\_\_  
Leticia M. Vacek, City Clerk

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Andrew Segovia, City Attorney