

RESOLUTION **2018-12-13-0054R**

**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.

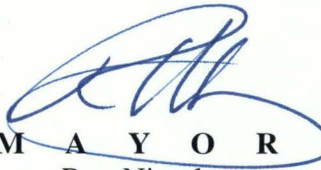
SECTION 2. This Resolution is passed based on the express understanding and representation by the TOSA that the Note does not and will not constitute in any way a liability or obligation of the City in any manner whatsoever, and that the City shall have no liability whatsoever for the TOSA Project.

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.

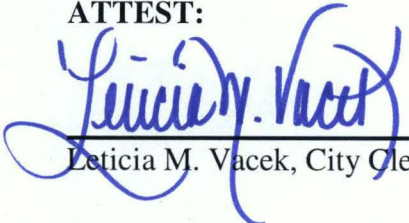
SECTION 4. It is officially found and determined that the meeting at which this Resolution is passed is open to the public as required by law and that notice of the time, place and subject matter of this meeting has been given in the manner required by law.

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 13th day of December, 2018.


M A Y O R
Ron Nirenberg

ATTEST:


Leticia M. Vacek, City Clerk

APPROVED AS TO FORM:


Andrew Segovia, City Attorney

Agenda Item:	31 (in consent vote: 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15A, 15B, 16A, 16B, 16C, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 36, 37, 38, 39, 40, 41, 43, 44, 45, 46, 47, 48, 49A, 49B, 50A, 50B, 50C, 51A, 51B, 51C, 52, Z-1, 53, Z-2)						
Date:	12/13/2018						
Time:	11:10:11 AM						
Vote Type:	Motion to Approve						
Description:	Resolution approving the issuance by the Capital Area Cultural Education Facilities Finance Corporation of its Revenue Note, Series 2018 (Texas Organ Sharing Alliance Project) for purposes of Section 147(f) of the Internal Revenue Code. An administrative fee of \$2,500.00, payable by TOSA, will be deposited into the General Fund in accordance with the FY 2019 Adopted Budget. [Ben Gorzell, Chief Financial Officer; Troy Elliott, Deputy Chief Financial Officer]						
Result:	Passed						
Voter	Group	Not Present	Yea	Nay	Abstain	Motion	Second
Ron Nirenberg	Mayor		x				
Roberto C. Treviño	District 1		x				
William Cruz Shaw	District 2		x				x
Rebecca Viagran	District 3		x			x	
Rey Saldaña	District 4		x				
Shirley Gonzales	District 5		x				
Greg Brockhouse	District 6		x				
Ana E. Sandoval	District 7		x				
Manny Pelaez	District 8	x					
John Courage	District 9		x				
Clayton H. Perry	District 10		x				

JW
12/13/18
Item No. 31

EXHIBIT A

HEARST

MEDIA SOLUTIONS

San Antonio Express-News | ExpressNews.com | mySA.com

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 HEARST NEWSPAPERS, LLC - dba: SAN ANTONIO EXPRESS-NEWS, 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: 861407

Customer Name: Naman Howell Smith & Lee

Order ID: 2997060

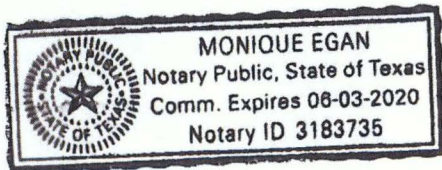
Publication
EN Classified

Pub Date
27-NOV-18


Lynette Nelson
Bookkeeper

Sworn and subscribed to before me, this 30 day of Nov. A.D. 2018

Notary public in and for the State of Texas



NOTICE OF PUBLIC HEARING

The public is hereby notified that Marilou Donley, designated representative of the Capital Area Cultural Education Facilities Finance Corporation (the "Issuer") will hold a public hearing at 10:00 a.m. on December 10, 2018, at the offices of Texas Organ Sharing Alliance, 8122 Datapoint Drive, Suite 200, San Antonio, Texas 78229, with regard to a financing to be issued by the Issuer for the benefit of Texas Organ Sharing Alliance ("TOSA").

The financing will be in a maximum principal amount not to exceed \$5,500,000.

Proceeds of the financing will be used 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. 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.

This debt is not a debt of the City of Creedmoor, Texas (where the Issuer is located), the City of San Antonio, Texas, or Bexar County, Texas, and the sole obligation to repay this debt is that of TOSA.

The public is invited to attend this hearing. If any person desires to submit written comments prior to the hearing they should submit the same to Marilou Donley at the following address: c/o Texas Organ Sharing Alliance, 8122 Datapoint Drive, Suite 200, San Antonio, Texas 78229.

JW
12/13/18
Item No. 31

EXHIBIT B

HEARST

MEDIA SOLUTIONS

San Antonio Express-News | ExpressNews.com | mySA.com

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 HEARST NEWSPAPERS, LLC - dba: SAN ANTONIO EXPRESS-NEWS, 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: 861407

Customer Name: Naman Howell Smith & Lee

Order ID: 2997060

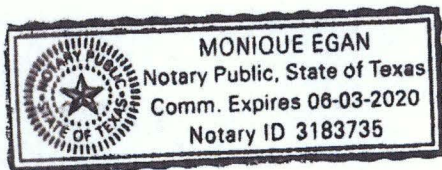
Publication
EN Classified

Pub Date
27-NOV-18


Lynette Nelson
Bookkeeper

Sworn and subscribed to before me, this 30 day of Nov. A.D. 2018

Notary public in and for the State of Texas



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JW
12/13/18
Item No. 31

EXHIBIT C

MINUTES OF PUBLIC HEARING

I, the undersigned, Marilou Donley, being the Chief Financial Officer of Texas Organ Sharing Alliance ("TOSA") and also being the designated representative of the Capital Area Cultural Education Facilities Finance Corporation (the "Creedmoor Corporation") hereby certify that I held a public hearing at 10:00 a.m. on December 10, 2018 at the TOSA offices located at 8122 Datapoint Drive, Suite 200, San Antonio, Texas 78229, with regard to a financing to be issued by the Creedmoor Corporation for the benefit of TOSA.

The financing will be in a maximum principal amount not to exceed \$5,500,000.

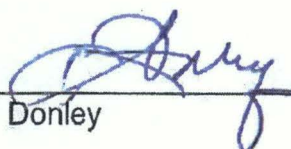
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I opened the hearing at 10:00 a.m. on December 10, 2018. There were no persons present except the following:

NONE

I closed the hearing at approximately 10:05 a.m. on December 10, 2018.



Marilou Donley

CERTIFICATE FOR RESOLUTION

**THE STATE OF TEXAS
COUNTY OF BEXAR
CITY OF SAN ANTONIO, TEXAS**

I, the undersigned City Secretary of the CITY OF SAN ANTONIO, TEXAS (the "City"), hereby certify as follows:

1. The City Council (the "City Council") of the City convened in REGULAR MEETING ON THE 13TH DAY OF DECEMBER, 2018, at its regular meeting place (the "Meeting"), and the roll was called of the duly constituted officers and members of the City Council and a quorum was duly present, whereupon among other business, the following was transacted at the Meeting, a written:

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

(the "Resolution") was duly introduced for the consideration of the City Council and reviewed in full. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, said motion, carrying with it the adoption of the Resolution, prevailed and carried by the following vote:

AYES: _____

NOES _____

ABSTAIN: _____

2. A true, full, and correct copy of the Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this Certificate; the Resolution has been recorded in the City Council's minutes of the Meeting pertaining to the adoption of the Resolution; and the Meeting was open to the public, and public notice was given, all as required by Chapter 551, *Texas Government Code*.

SIGNED AND SEALED AS OF THIS 13TH DAY OF DECEMBER, 2018.

Leticia Vacek, City Clerk
City of San Antonio, Texas