

RESOLUTION OF THE CITY COUNCIL APPROVING THE SALE  
AND ISSUANCE OF BONDS BY THE ABILENE HEALTH  
FACILITIES DEVELOPMENT CORPORATION FOR THE  
PURPOSE OF FINANCING AND REFINANCING CERTAIN  
HEALTH FACILITIES FOR THE BENEFIT OF HENDRICK  
MEDICAL CENTER; CONFIRMATION OF PUBLIC  
HEARING REQUIREMENTS FOR PROJECT; APPROVING THE  
BONDS AND PROJECT AS REQUIRED BY SECTION 147(f) OF  
THE INTERNAL REVENUE CODE OF 1986, AS AMENDED;  
PROVIDING AN EFFECTIVE DATE

WHEREAS, by resolution the City Council (the "Governing Body") of the City of Abilene, Texas (the "Unit"), authorized and approved the creation of the Abilene Health Facilities Development Corporation (the "Issuer") as a nonprofit health facilities development corporation under the provisions of Chapter 221, Texas Health and Safety Code, as amended (the "Act"); and

WHEREAS, Section 2.01(a) of the bylaws of the Issuer require that at least thirty (30) days prior to the issuance of bonds, the Issuer file with the Unit such information regarding the issuance of bonds as is required under the Act; and

WHEREAS, on August 27, 1990, Hendrick Medical Center ("Hendrick"), a Texas nonprofit corporation, filed for review and consideration by the Board of Directors of the Issuer an Application for Issuance of Revenue Bonds (the "Application") relating to the proposed issuance of revenue bonds by the Issuer to finance certain "health facilities," particularly a project consisting of items of building and equipment to be located within the facilities of Hendrick and the construction of an additional building on the campus of Hendrick, all to be located at 1242 North, 19th Street, Abilene, Texas (the "Series 1990 Project").

WHEREAS, Hendrick and the Issuer desire to issue an issue of tax-exempt revenue bonds (as hereinafter described) the proceeds of which would be made available to Hendrick, such proceeds to be used, among other things to: (i) finance the Series 1990 Project as it has heretofore been described to the Issuer in the Application, and (ii) pay the costs of issuance of a series of tax-exempt revenue bonds; and

WHEREAS, Hendrick has heretofore requested the Issuer to issue its tax-exempt revenue bonds in order to finance and refinance the cost of certain "health facilities" (the "Project"), as defined in the Act, and the Board of Directors (the "Board") of the Issuer adopted a Resolution of the Issuer Accepting Application From Hendrick Relating to Issuance of a Series of Revenue Bonds; Directing Transmittal of Notice of Intent to Issue Bonds to the City Council of the City of Abilene, Texas; and Authorizing Underwriter to Prepare and Distribute a Preliminary Official Statement in Connection Therewith (the "Resolution") whereby the Issuer agreed to cooperate in providing financing for the Series 1990 Project; and

WHEREAS, the Resolution, as adopted, further requested the Unit to waive the requirements imposed by Section 2.01(a) of the bylaws of the Issuer; and

WHEREAS, in accordance with the provisions of Section 221.062 of the Act, on September 21, 1990, the Issuer filed with the Governing Body of the Unit a Notice to the City Council of the City of Abilene, Texas of Intent to Issue Bonds and Providing Certain Information Relating Thereto; and

WHEREAS, for purposes of providing funds required to finance the cost of the Series 1990 Project, the Issuer now desires (i) to authorize the issuance of its Hospital Revenue Bonds (Hendrick Medical Center Project) Series 1990 (the "Series 1990 Bonds"), in a maximum aggregate principal amount not to exceed \$9,670,000, pursuant to the terms and provisions of a trust indenture, (ii) to provide for the sale of the Series 1990 Bonds to the underwriter, pursuant to the terms of a bond purchase agreement, (iii) to authorize the execution and distribution of an official statement, (iv) to make certain provisions relating to financing the cost of the Series 1990 Project, (v) to provide for the payment of the principal of, premium, if any, and interest on the Series 1990 Bonds with revenues derived from the loan of the proceeds of the sale of the Series 1990 Bonds, such loan being for the purpose of providing funds to (a) finance the costs of the Series 1990 Project, and (b) pay the costs of issuance of the Series 1990 Bonds, pursuant to the terms and provisions of a loan agreement, and (vi) to take and authorize certain other actions in connection with the foregoing; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986 (the "Code"), requires that the Series 1990 Bonds and the Series 1990 Project be approved by the "applicable elected representative" (the "AER") after a public hearing following reasonable public notice; and

WHEREAS, with respect to the Bonds, the AER is the Governing Body of the Unit; and

WHEREAS, notice of a public hearing with respect to the Series 1990 Project and the Series 1990 Bonds held by the Issuer on September 20, 1990, was published no less than 14 days before said date in the *Abilene Reporter-News*, being a newspaper of general circulation available to residents within the governmental unit where the Project is located, as evidenced by the Affidavit of Publication attached hereto as Exhibit "A"; and

WHEREAS, the duly appointed hearing officer of the Issuer held such public hearing on the date and at the time and place set out in such published notice, and conducted such hearing in a manner that provided a reasonable opportunity for persons with differing views on the issuance of the Bonds and on the location and nature of the Series 1990 Project to be heard; and

WHEREAS, the Governing Body desires to: (i) waive the requirements imposed by Section 2.01(a) of the bylaws of the Issuer; (ii) approve by resolution the sale and issuance of the Series 1990 Bonds as approved by that certain Issuer resolution dated September 10, 1990; (iii) confirm action taken with respect to public hearing requirements for the Series 1990 Project; and (iv) approve the Series 1990 Bonds and the Series 1990 Project as required by Section 147(f) of the Code.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ABILENE, TEXAS, THAT:

Section 1. Waiver of Filing Requirements. Pursuant to the request of the Board of Directors of the Issuer, the Governing Body of the Unit hereby waives the requirements imposed by Section 2.01(a) of the bylaws of the Issuer.

Section 2. Approval of Sale and Issuance of Series 1990 Bonds. The sale and issuance of the Series 1990 Bonds, and the Resolution of the Issuer providing therefor, substantially in the form attached hereto as Exhibit "B", are hereby approved.

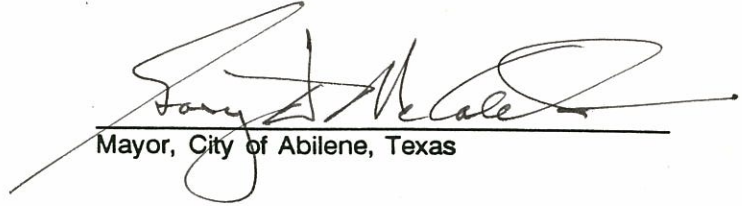
Section 3. Confirmation of Public Hearing; Notice. The Governing Body hereby finds, determines, recites and declares that a public hearing with respect to the Series 1990 Bonds and the Series 1990 Project was held on September 20, 1990, that notice of such public hearing was published no less than 14 days before such date in a newspaper of general circulation available to residents within the governmental unit wherein the Series 1990 Project is located; that such notice included the date, time and place of the public hearing, the location, general nature and the initial owner, operator or manager of the Series 1990 Project and the maximum aggregate principal amount of the Series 1990 Bonds; and that all comments from interested persons were taken at such public hearing.

Section 4. Notice of Meeting Sufficient. The Governing Body has considered evidence of the posting of notice of this meeting and officially finds, determines, recites and declares that a sufficient written notice of the date, hour and place of this meeting and of the subject of this Resolution was posted on a bulletin board at a place convenient to the public in the City Hall of the Unit for at least 72 hours preceding the convening of such meeting; such place of posting was readily accessible to the general public at all times from such time of posting until the convening of such meeting; and such meeting was open to the public as required by law at all times during which the Resolution and the subject matter thereof was discussed, considered and formally acted upon, all as required by the Open Meetings Law, Article 6252-17, Vernon's Annotated Texas Civil Statutes, as amended.

Section 5. AER Approval. The Governing Body, acting in its capacity as AER pursuant to the requirements of Section 147(f) of the Code, hereby approves the Series 1990 Bonds and the facilities to be financed with the proceeds of the Series 1990 Bonds, all as described in the published notice of public hearing attached hereto as Exhibit 'A'. The approval granted hereby is not to be construed as (i) a representation or warranty by the City of Abilene, Texas, the Governing Body of the Unit, any of the officers of the Unit, the State of Texas or any other agency, instrumentality or political subdivision of the State of Texas that the Series 1990 Bonds will be paid or that any obligations assumed by any of the parties under the instruments delivered in connection with the Series 1990 Bonds will in fact be performed, (ii) a pledge of faith and credit of or by the State of Texas or any agency, instrumentality or political subdivision of the State of Texas, or (iii) a representation or warranty concerning the validity of the corporate existence of the Issuer or the validity of the Series 1990 Bonds.

Section 6. Providing an Effective Date. That this Resolution shall be in full force and effect from and after its passage, and it is accordingly so resolved.

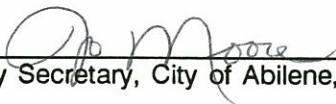
PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF ABILENE, TEXAS  
this 27th day of September, 1990.



\_\_\_\_\_  
Mayor, City of Abilene, Texas

(SEAL)

ATTEST:



\_\_\_\_\_  
City Secretary, City of Abilene, Texas

APPROVED AS TO FORM:



\_\_\_\_\_  
City Attorney, City of Abilene, Texas

EXHIBIT A

Affidavit of Publication  
of  
Notice of Public Hearing

STATE OF TEXAS

COUNTY OF Taylor

Before me, the undersigned authority, on this day personally appeared Jesus A. Vasquez, the Finance Director of the Abilene Reporter News, a newspaper having general circulation in Taylor County, Texas, who being by me duly sworn, deposes and says that the foregoing attached notice was published in said newspaper on the following date(s), to wit: 9/2/90.

*Jesus A. Vasquez*

Subscribed and sworn to before me this the 11th day of September, 1990, to certify which witness my hand and seal of office.



BETTY TRAMMELL  
Notary Public, State of Texas  
My Commission Exp. 05-24-91

*Betty Trammell*  
Notary Public in and for

Taylor County, Texas.

ADJ (284)

NOTICE OF PUBLIC HEARING  
ABILENE HEALTH FACILITIES  
PUBLIC COMMENT PERIOD  
PUBLIC HEARING

NOTICE IS HEREBY GIVEN of a public hearing to be held by the Abilene Health Facilities Development Corporation (the "Corporation") on Thursday, September 28, 1990 at 10:30 A.M. in the Regional Conference Room of the Abilene City Hall, located at 805 Walnut Street, Abilene, Texas 79601, with respect to an issue of hospital revenue bonds (the "Bonds") to be issued to be repaid by an aggregate amount of not more than \$8,575,000 by the issuer, the proceeds of which will be earned in Abilene, Texas. The issuer is the Abilene Health Facilities Development Corporation ("the Corporation") in Abilene, Texas. The hearing will be held at the time and place stated above and the hearing will be open to the public. The hearing will be held at the time and place stated above and the hearing will be open to the public. The hearing will be held at the time and place stated above and the hearing will be open to the public.

The date of the hearing is September 28, 1990 at 10:30 A.M. in the Regional Conference Room of the Abilene City Hall, located at 805 Walnut Street, Abilene, Texas 79601. The hearing will be open to the public. The hearing will be held at the time and place stated above and the hearing will be open to the public. The hearing will be held at the time and place stated above and the hearing will be open to the public.

Persons who intend to appear at the hearing and express their views are invited to contact Mr. DeFours either in writing or by telephone in advance of the hearing. Any interested persons unable to attend the hearing may submit their views in writing to Mr. DeFours prior to the date scheduled for the hearing. The hearing will include the location and time of the hearing or schedule an additional hearing if requested to do so in writing requests submitted to Mr. DeFours prior to the aforementioned date of the hearing by a significant number of interested persons.

This notice is published and the above-described hearing is to be held in accordance with the terms of the Abilene Health Facilities Development Corporation's Public Hearing Notice, dated September 28, 1990, and is published in the Abilene Reporter News, a newspaper having general circulation in Taylor County, Texas.

ADY (284)

RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE ABILENE HEALTH  
FACILITIES DEVELOPMENT CORPORATION  
ACCEPTING APPLICATION FROM  
HENDRICK MEDICAL CENTER,  
RELATING TO THE  
ISSUANCE OF A SERIES OF REVENUE BONDS; DIRECTING  
TRANSMITTAL OF NOTICE OF INTENT TO ISSUE BONDS  
TO THE CITY COUNCIL OF THE CITY OF ABILENE, TEXAS,  
AUTHORIZING THE UNDERWRITER TO PREPARE AND DISTRIBUTE  
PRELIMINARY OFFICIAL STATEMENTS IN CONNECTION THEREWITH  
AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the Abilene Health Facilities Development Corporation (the "Issuer") is authorized by Chapter 221, Texas Health and Safety Code, as amended (the "Act"), to issue revenue bonds on behalf of the City of Abilene, Texas (the "Unit") and to utilize the proceeds from the sale of such obligations to finance and refinance the "cost" of "health facilities," as such terms are defined in the Act; and

WHEREAS, Section 2.01(a) of the bylaws of the Issuer require that at least thirty (30) days prior to the issuance of bonds, the Issuer file with the Unit such information regarding the issuance of bonds as is required under the Act; and

WHEREAS, Hendrick Medical Center (the "Hospital"), a Texas nonprofit corporation, on August 27, 1990, filed for review and consideration by the Board of Directors of the Issuer an Application for Issuance of Revenue Bonds (the "Application") relating to the proposed issuance of revenue bonds by the Issuer to finance certain "health facilities", particularly a project consisting of items of building and equipment to be located within the Hospital and the construction of an additional building on the Hospital's campus, all to be located at 1242 North 19th Street, in Abilene, Texas (the "Series 1990 Project"); and

WHEREAS, on September 4, 1990, the Assistant City Manager of the Unit caused to be published a Notice of Public Hearing in connection with the proposed issuance of the Series 1990 Bonds and the use of the proceeds thereof to finance, in part, the Series 1990 Project (the "Notice of Public Hearing"), a copy of which is attached hereto and incorporated herein as Exhibit "A"; and

WHEREAS, the Hospital and the Issuer desire to issue an issue of tax-exempt revenue bonds (the "Series 1990 Bonds"), the proceeds of which will be made available to the Hospital, such proceeds to be used, among other things, to: (i) finance the Series 1990 Project as it has heretofore been described to the Issuer in the Application, and (ii) pay the costs of issuance of the Series 1990 Bonds; and

WHEREAS, the Board now deems it necessary and desirable to: (i) request the Unit to waive the requirements imposed by Section 2.01(a) of its bylaws, (ii) accept the Application of the Hospital, (iii) ratify, approve, confirm and adopt, as its own, the actions of the Assistant City Manager of the Unit in publishing the Notice of Public Hearing, (iv) appoint the Assistant City Manager of the Unit as hearing officer for the public hearing described in the Notice of Public Hearing, and (v) take certain steps toward the issuance of the Series 1990 Bonds and

the loan of the respective proceeds thereof to the Hospital, all in furtherance of the public purposes of the Act;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ABILENE HEALTH FACILITIES DEVELOPMENT CORPORATION THAT:

1. Request to Waive Filing Requirements. The Board of Directors of the Issuer hereby requests the Unit to waive the requirements imposed by Section 2.01(a) of the bylaws of the Issuer.

2. Acceptance of Application; Declaration of Intent to Proceed with Issuance of Series 1990 Bonds. The Issuer hereby accepts the Application of the Hospital, and declares its intent to proceed with the issuance of the Series 1990 Bonds, the proceeds of which will be loaned to the Hospital to finance the cost, as defined in the Act, of certain health facilities, as defined in the Act, more particularly, the Series 1990 Project; provided, however, that in the event such revenue bonds are issued they shall be limited obligations of the Issuer payable by the Issuer solely out of moneys and revenues relating to or arising from the loan of the proceeds of such Series 1990 Bonds to the Hospital and shall not be a charge upon the faith and credit of the Issuer or the taxing power of any entity. The Issuer has no taxing power.

3. Transmittal of Notice of Intent to Issue Series 1990 Bonds to Unit. The President, the Vice President or the Secretary of the Board of Directors are hereby severally authorized and directed to transmit to the City Council of the Unit, a notice relating to the Series 1990 Bonds described herein, substantially in the form of Exhibit "B" to this Resolution as required by Section 221.062 of the Act.

4. Authorization to Prepare and Distribute Preliminary Official Statements. Lehman Brothers (the "Underwriter") is hereby authorized to prepare and distribute preliminary official statements in connection with the offering of the Series 1990 Bonds, and to include such information therein relating to the Issuer as is satisfactory to special counsel to the Issuer. The Issuer shall have no responsibility for the form or content of such preliminary official statement other than such information relating to the Issuer.

5. Ratification of Actions of Assistant City Manager; Appointment of Hearing Officer; Authorization to Hold a Public Hearing. The Board hereby ratifies, approves, confirms and adopts, as its own, the actions of the Assistant City Manager of the Unit in publishing the Notice of Public Hearing. The Assistant City Manager of the Unit is hereby appointed to act, on behalf of the Issuer, as its hearing officer, and to hold the public hearing as scheduled in the attached Exhibit "A" with respect to the issuance of the Series 1990 Bonds in accordance with the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

6. Authorization to Perform Necessary Acts. The officers, employees and agents of the Issuer, and each of them shall be and each is expressly authorized, empowered and directed from time to time and at any time to do and perform all acts and things necessary and desirable to carry out and effectuate the purposes of this Resolution.

7. Providing an Effective Date. This Resolution shall be in full force and effect from and after its passage, and it is accordingly so resolved.

PASSED AND APPROVED BY THE BOARD OF DIRECTORS OF THE ABILENE HEALTH FACILITIES DEVELOPMENT CORPORATION this 10th day of September, 1990.

NOTICE OF PUBLIC HEARING

ABILENE HEALTH FACILITIES DEVELOPMENT CORPORATION  
HOSPITAL REVENUE BONDS  
(HENDRICK MEDICAL CENTER PROJECT)  
SERIES 1990

NOTICE IS HEREBY given of a public hearing to be held by the Abilene Health Facilities Development Corporation (the "Issuer") on Thursday, September 20, 1990, at 10:30 a.m., in the Basement Conference Room of the Abilene City Hall, located at 555 Walnut Street, Abilene, Texas 79601, with respect to an issue of hospital revenue bonds (the "Series 1990 Bonds") to be issued in an aggregate amount of not more than \$9,670,000 by the Issuer, the proceeds of which will be loaned to Hendrick Medical Center (the "Hospital") to provide financing for a project consisting of items of building and equipment to be located within the Hospital and the construction of an additional building on the Hospital's campus (the "Series 1990 Project"). The Series 1990 Project will be located at 1242 North 19th Street, Abilene, Texas 79601-2316. The initial and exclusive owner, operator and manager of the Series 1990 Project will be Hendrick Medical Center or an affiliate tax-exempt corporation. All interested persons are invited to attend such public hearing to express their views with respect to the Series 1990 Project and the issuance of the Series 1990 Bonds. Questions or requests for additional information may be directed to Mr. Rick Defoore, Senior Vice President, Hendrick Medical Center, 1242 North 19th Street, Abilene, Texas 79601-2316 (Phone: 915/670-2206).

Persons who intend to appear at the hearing and express their views are invited to contact Mr. DeFoore either in writing or by telephone in advance of the hearing. Any interested persons unable to attend the hearing may submit their views in writing to Mr. DeFoore prior to the date scheduled for the hearing. The Issuer will reschedule the location and time of the hearing or schedule an additional hearing if requested to do so in written requests submitted to Mr. DeFoore prior to the aforementioned date of the hearing by a significant number of interested persons.

This notice is published and the above-described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended, regarding the public approval prerequisite to the exemption from federal income taxation of the interest on the Series 1990 Bonds.



NOTICE TO THE CITY COUNCIL OF  
THE CITY OF ABILENE, TEXAS,  
OF INTENT TO ISSUE BONDS AND  
PROVIDING CERTAIN INFORMATION RELATING THERETO

TO: THE CITY COUNCIL OF THE CITY OF ABILENE, TEXAS:

ABILENE HEALTH FACILITIES DEVELOPMENT CORPORATION (the "Issuer"), in accordance with the provisions of Section 221.062 of Chapter 221 of the Texas Health and Safety Code, as amended (the "Act"), hereby submits the following information to the City Council of the City of Abilene, Texas:

1. The Issuer proposes to issue not more than \$9,670,000 in aggregate principal amount of its Hospital Revenue Bonds (Hendrick Medical Center Project) Series 1990 (the "Bonds") in an amount which will provide the funds, after payment of certain costs relating to the issuance of the Bonds, sufficient to pay the costs of completion of certain health facilities including the construction of the hospital facilities described on Attachment A attached hereto.

2. The Issuer anticipates that the issuance of such Bonds will be authorized on or after September 27, 1990. The delivery of the Bonds is planned to take place on or about October 2, 1990.

3. Hendrick Medical Center, a Texas nonprofit corporation ("Hendrick"), is the proposed user of the health facilities. The proposed acquisition and construction is necessary to the continued provision of quality health care by Hendrick.

4. This notice is given in and is intended to constitute compliance with the requirements of Section 221.062 of the Act.

IN WITNESS WHEREOF, the signature of an authorized officer of the Issuer is set forth as of this \_\_\_\_\_ day of September, 1990.

ABILENE HEALTH FACILITIES DEVELOPMENT  
CORPORATION

By: \_\_\_\_\_  
Title: \_\_\_\_\_

(SEAL)

Attachment A

I. Series 1990 Project

The Series 1990 Project consists of: (i) items of building and equipment to be located within the Hospital, and (ii) the construction of an additional building on the Hospital's campus, all to be located at 1242 North 19th Street, Abilene, Texas.

II. Use of Bond Proceeds.

Proceeds of the Series 1990 Bonds will be used to: (i) finance the costs of the Series 1990 Project; and (ii) pay the costs of issuance of the Series 1990 Bonds.

Sources of Funds

Principal amount of the Series 1990 Bonds .....	\$ 9,670,000
Equity Contribution .....	<u>800,000</u>
Total sources of funds .....	<u>\$ 10,470,000</u>

Uses of Funds:

New Construction, Renovations and Equipment .....	\$ 10,095,000
Underwriter's Discount .....	150,000
Issuance Costs .....	<u>225,000</u>
Total Construction, Renovation and Equipment Costs .....	<u>\$ 10,470,000</u>