

## CERTIFICATE FOR RESOLUTION

We, the undersigned officers of Williamson County, Texas (the "County"), hereby certify as follows:

The Commissioners Court (the "Court") of the County convened in regular session, open to the public, on September 13, 2022 (the "Meeting"), in the Commissioners Courtroom, 710 Main Street, Georgetown, Texas, and the roll was called of the members of the Court, to-wit:

Bill Gravell, County Judge  
Terry Cook, Commissioner, Precinct 1  
Cynthia Long, Commissioner, Precinct 2  
Valerie Covey, Commissioner, Precinct 3  
Russ Boles, Commissioner, Precinct 4

All members of the Court were present, except the following: \_\_\_\_\_, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting:  
A written

### RESOLUTION APPROVING THE ISSUANCE OF TAX EXEMPT OBLIGATIONS TO FINANCE PROJECTS FOR DIVINE SAVIOR ACADEMY – SANTA RITA, INC.

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of such Resolution, prevailed and carried by the following votes:

AYES: \_\_\_\_\_ NOES: \_\_\_\_\_

A true, full, and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the Court's minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Court's minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting members of the Court; each of the members of the Court was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for the adoption at the Meeting; each of such members consented, in advance, to holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

SIGNED AND SEALED this \_\_\_\_\_

\_\_\_\_\_  
Nancy E. Rister, County Clerk  
Williamson County, Texas

\_\_\_\_\_  
Bill Gravell, County Judge  
Williamson County, Texas

(SEAL)

**RESOLUTION APPROVING  
THE ISSUANCE OF TAX EXEMPT OBLIGATIONS TO FINANCE  
PROJECTS FOR DIVINE SAVIOR ACADEMY – SANTA RITA, INC.**

WHEREAS, pursuant to section 147(f) of the Internal Revenue Code of 1986, as amended (hereinafter referred to as the “Code”), after reasonable public notice (the “Notice”), (a copy of which is attached here to as Exhibit A and incorporated herein by reference), a public hearing has been conducted on the issuance of tax exempt obligations of the Clifton Higher Educational Facilities Corporation in one or more series in an aggregate maximum principal amount of \$20,000,000 (hereinafter referred to as the “Obligations”), the interest on which is intended to be excluded from gross income for federal income tax purposes, to (a) refinance certain existing indebtedness described with the Notice which financed a project (hereinafter referred to as the “County Project”) located in Williamson County, Texas (the “County”), which is owned and operated by Divine Savior Academy – Santa Rita, Inc., a non-profit kindergarten through 12<sup>th</sup> grade school, (b) finance the costs of certain capital improvements described in the Notice to the County Project, (c) purchase real property in the County to be used to further expand the County Project and (d) pay certain expenses in connection with the issuance of the Obligations;

WHEREAS, the approval of the Obligations and the County Project by the Commissioners Court of the County is a condition to the exclusion of interest on the Obligations from the gross income of the owners thereof for federal income tax purposes and, consequently, is necessary to finance and refinance the County Project at the favorable interest rates which are currently borne by tax-exempt obligations;

WHEREAS, attached hereto as Exhibit B is the Certificate of Public Hearing Officer regarding the conduct of the Public Hearing.

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF WILLIAMSON COUNTY, TEXAS, THAT:

SECTION 1. The County Project and the issuance of the Obligations in one or more series in an aggregate maximum principal amount of \$20,000,000 are hereby approved pursuant to section 147(f) of the Code.

SECTION 2 The approval herein granted is solely for purposes of section 147(f) of the Code and shall not be construed as a representation, warranty, or other undertaking of any kind by the County in respect to the Obligations or the County Project. The Obligations shall not constitute obligations of the State of Texas, the County, or any other political subdivision or agency thereof, or a pledge of the faith and credit of any of them. Neither the State of Texas nor any political subdivision or agency thereof, including the County, shall be obligated to pay the Obligations or the interest thereon. Neither the faith and credit nor the taxing power of the State of Texas, the County or any other political subdivision or agency thereof shall be pledged to the payment of principal of, redemption premium, if any, or interest on the Obligations.

SECTION 3. This Resolution shall become effective immediately upon its passage.

PASSED AND APPROVED this \_\_\_\_ day of \_\_\_\_\_, 2022.

\_\_\_\_\_  
Bill Gravell, County Judge

ATTEST:

\_\_\_\_\_  
Nancy E. Rister, County Clerk

Attachment

## EXHIBIT A

### **NOTICE OF PUBLIC HEARING**

The public is hereby notified that a public hearing will be held on September 6, 2022 at 10:00 a.m. at 400 Austin Avenue, Suite 800, Waco, Texas 76701, to consider the approval of a tax exempt financing by the Clifton Higher Educational Facilities Corporation (the “Corporation”) of a project to be owned by Divine Savior Academy – Santa Rita Inc. (the “School”). The financing will be in a maximum principal amount not to exceed \$20,000,000.

The proceeds of the financing will be used to: (i) refinance a loan of the School which was used to acquire and construct a school campus facility located at 23857 Ronald Regan Blvd., Liberty Hill, Texas 78642 (the “School Campus Site”); (ii) expand and construct a high school building and gymnasium situated on the School Campus Site; and (iii) acquire 10-acres of real property located at 315 Craigen Road in Liberty Hill, Texas (collectively the “Project”). A portion of the proceeds of the financing will be used to pay certain expenses in connection with the issuance of the financing. The obligation to repay this financing is solely that of the School. The Project is, or will be, owned and operated by the School.

THE FINANCING IS SOLELY THE OBLIGATION OF THE SCHOOL AND NOT AN OBLIGATION OR DEBT IN ANY WAY OF WILLIAMSON COUNTY, TEXAS, THE CITY OF CLIFTON, TEXAS, OR ANY OTHER POLITICAL SUBDIVISION OF THE STATE OF TEXAS WHATSOEVER.

The public is invited to attend this hearing. Interested persons are invited to submit written comments prior to the hearing to Cliff Blount, Naman Howell Smith & Lee, PLLC, 8310 N. Capital of Texas Hwy, Ste. 490, Austin, Texas 78731.

EXHIBIT B

CERTIFICATE OF PUBLIC HEARING OFFICER

## CERTIFICATE OF PUBLIC HEARING

I, the undersigned, hereby certify in connection with the proposed issuance by the Clifton Higher Educational Facilities Corporation (the “Issuer”) of its tax exempt obligations in one or more series for the benefit of Divine Savior Academy – Santa Rita, Inc., a non-profit private school (“DSA”), in the aggregate maximum principal amount not to exceed \$20,000,000 (the “Obligations”), as follows:

1. Commencing at 10:00 a.m. on Tuesday, September 6, 2022, at the offices of Naman Howell Smith & Lee, PLLC, 400 Austin Ave, Suite 800, Waco, Texas 76701, which offices were open to the public for purposes of the hearing, I conducted a public hearing on the issuance of the Obligations to (i) refinance a loan of the School which was used to acquire and construct a school campus facility located at 23857 Ronald Regan Blvd., Liberty Hill, Texas 78642 (the “School Campus Site”); (ii) expand and construct a high school building and gymnasium situated on the School Campus Site; and (iii) acquire 10-acres of real property located at 315 Craigen Road in Liberty Hill, Texas (collectively the “Project”). A portion of the proceeds of the financing will be used to pay certain expenses in connection with the issuance of the financing.
2. Notice of the public hearing was (i) published no less than 7 days before the date of the public hearing in the *Williamson County Sun*, a newspaper of general circulation in Williamson County, Texas and (ii) published no less than 7 days before the date of the public hearing on the City of Clifton’s (the “City”) website and remained continuously published on the City’s website until the date of the public hearing.
3. At the time for commencement of the hearing, I publically requested comments, either orally or in writing, on the project to be refinanced or financed with the proceeds of the Obligations and on the issuance of the Obligations.
4. At the hearing, no person presented comments orally or in writing.
5. I imposed no time limitations on any public comments.

IN WITNESS WHEREOF, I have hereunto set my hand this September 6, 2022.

  
Allison Luckey