

October 7, 2025

VIA EMAIL DELIVERY

Julie Kiley, CPA
County Auditor
Williamson County Auditor's Office

Re: Consent to financing by Tarrant County Cultural Education Facilities Finance Corporation
for Ascension Health Alliance d/b/a Ascension

Dear Ms. Powell:

Enclosed is a request by Ascension Health Alliance d/b/a Ascension (the "Borrower"), a Missouri not-for-profit corporation exempt from taxation under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), that Williamson County, Texas, approve the issuance of bonds in one or more series (the "Bonds") by Tarrant County Cultural Education Facilities Finance Corporation (the "Issuer") on behalf of the Borrower. Proceeds of the Bonds will be used by the Borrower to finance or reimburse the Borrower for certain costs of acquisition, construction, repair, renovation, remodeling, improvement and/or equipping of hospitals or other healthcare facilities owned and/or principally used by the following affiliates of the Borrower: (i) Cedar Park Health System, LLC ("Cedar Park") and (ii) Ascension Seton ("Ascension Seton"). Such hospital and facilities generally located at, and such bonds limited to the aggregate maximum principal amount at each such location, as follows (A) Ascension Seton Cedar Park Hospital, at 1401 Medical Parkway, Cedar Park, TX (\$480,000,000), (B) Ascension Seton Wound Care Center – Cedar Park, at 801 E. Whitestone Boulevard, Cedar Park, TX (\$25,000,000), (C) Ascension Seton Emergency Center – Leander, at 1751 Crystal Falls Parkway, Leander, TX (\$20,000,000), and (D) Seton Williamson Hospital, at 201 Seton Parkway, Round Rock, TX (\$275,000,000), each in the County (collectively, the "Project").

In order for interest on the Bonds to be excludable from gross income for federal income tax purposes, Section 147(f) of the Code requires that the Bonds and the Project be approved by the "applicable elected representative" (meaning the highest elected official or "AER") of the county in which each facility is located. The approval can only be given following a public hearing conducted under Section 147(f) of the Code, which public hearing was held on October 15, 2025, after publication of notice in the *Williamson County Sun* as required by the Code. A copy of the Minutes of the Public Hearing with a copy of the Notice of Public Hearing and the Affidavit of Publication have been provided under separate cover. A proposed form of Certificate for Resolution and Resolution approving the Bond and the Project was also provided under separate cover.

Approval of the issuance of the Bonds and the Project is requested solely for the purpose of complying with the public approval requirements of the Code regarding tax-exemption of the interest on the Bonds. Such approval does not create or imply any obligation by Williamson County, Texas, with respect to the payment of the Bonds or the operation of the Project.

Please review the provided materials and let me know if you or Judge Snell have any questions about the process and the approval. If the County approves this request, please return a signed Certificate for Resolution to me by email.

Thank you for your assistance.

Sincerely,

Orrick, Herrington & Sutcliffe
Bryan D. Victor

Contact:

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