

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS
COUNTY OF WILLIAMSON

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

1. THE COMMISSIONERS COURT OF THE COUNTY CONVENED IN A REGULAR MEETING ON AUGUST 12, 2025 (THE "*MEETING*"), AT THE DESIGNATED MEETING PLACE, AND THE ROLL WAS CALLED OF THE DULY CONSTITUTED OFFICERS AND MEMBERS OF SAID COMMISSIONERS COURT, TO WIT:

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

and all of said persons were present, except _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

**RESOLUTION RELATING TO A PUBLIC HEARING AND APPROVING
TAX-EXEMPT FINANCING BY A CULTURAL EDUCATION
FACILITIES FINANCE CORPORATION FOR THE BENEFIT OF
GOODWILL INDUSTRIES OF CENTRAL TEXAS AND GOODWILL
TEMPORARY SERVICES, INC. AND RELATED MATTERS**

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

AYES: All members of the Commissioners Court shown present above
voted "Aye," except as provided below:

NAYS: _____

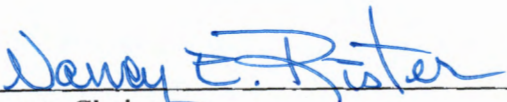
ABSTENTIONS: _____

2. That a true, full and correct copy of the aforesaid Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Resolution has been duly recorded in said Commissioners Court's minutes of said Meeting; that

the above and foregoing paragraph is a true, full and correct excerpt from said Commissioners Court's minutes of said Meeting pertaining to the adoption of said Resolution; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Commissioners Court as indicated therein; that each of the officers and members of said Commissioners Court was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting, and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that said Meeting was open to the public and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

3. That the County Judge of the County has approved and hereby approves the aforesaid Resolution; that the County Judge and the County Clerk of the County have duly signed said Resolution; and that the County Judge and the County Clerk hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Resolution for all purposes.

SIGNED AND SEALED August 12, 2025.


County Clerk


County Judge

(SEAL)



RESOLUTION RELATING TO A PUBLIC HEARING AND APPROVING TAX-EXEMPT FINANCING BY A CULTURAL EDUCATION FACILITIES FINANCE CORPORATION FOR THE BENEFIT OF GOODWILL INDUSTRIES OF CENTRAL TEXAS AND GOODWILL TEMPORARY SERVICES, INC. AND RELATED MATTERS

**THE STATE OF TEXAS
COUNTY OF WILLIAMSON**

WHEREAS, Williamson County, Texas (the “*County*”) has been informed that the Rogers Cultural Education Facilities Finance Corporation or any other such corporation (the “*Corporation*”) created pursuant to Chapter 337, Texas Local Government Code (“*State Law*”) will issue bonds, loans and/or other obligations (the “*Obligations*”) in the maximum principal amount of \$10,000,000.00, whereby the proceeds of the Obligations will be loaned to Goodwill Industries of Central Texas and Goodwill Temporary Services, Inc., each a Texas non-profit corporation (the “*Borrower*”) for the purpose of financing the Project (the “*Financing*”);

WHEREAS, the Corporation is authorized by State Law to provide the Financing for cultural, health, educational and housing facilities by contractual arrangement, and the Obligations issued to the Corporation constitute contractual arrangements in which the Corporation is authorized by State Law to participate in;

WHEREAS, the Obligations are being issued for the purpose of (a) financing the acquisition, construction, renovation and/or equipping of facilities located at 110 Bronco Blvd, Liberty Hill, Texas 78642 (the “*Project*”); and (b) paying a portion of the costs of issuance of the Obligations.

WHEREAS, the Borrower has agreed to make payments in amounts sufficient to pay the payments required to be made under the Obligations (the “*Payments*”);

WHEREAS, section 147(f) of the Internal Revenue Code of 1986, as amended (the “*Code*”) requires that the issuance of any qualified 501(c)(3) obligations be approved by either the governing body of the County or the chief elected executive officer of the County after a public hearing following reasonable public notice;

WHEREAS, the publication of the Notice of Public Hearing (the “*Public Notice*”) is evidenced by a Publisher's Affidavit (a copy of which is attached hereto as Exhibit A);

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

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

Section 1. The County hereby approves the Financing and the Project solely for the purpose of satisfying the requirements of section 147(f) of the Code; provided that the County shall have no liabilities for the Payments nor shall any of the County's assets be pledged to secure the Payments.

Section 2. This Resolution shall become effective immediately upon its passage.

EXHIBIT A

PUBLISHER'S AFFIDAVIT

LOCALiQ

Austin
American-Statesman

PO Box 631667 Cincinnati, OH 45263-1667

AFFIDAVIT OF PUBLICATION

Jackson Walker LLP
1401 McKinney
Houston TX 77010

STATE OF TEXAS, COUNTIES OF BASTROP, BELL, BLANCO,
BURNET, CALDWELL, COMAL, CORYELL, FAYETTE,
GILLESPIE, GUADALUPE, HAYS, KERR, LAMPASAS, LEE,
LLANO, MILAM, TRAVIS & WILLIAMSON

The Austin American Statesman, a newspaper that is generally
circulated in the counties of Bastrop, Bell, Blanco, Burnet,
Caldwell, Comal, Coryell, Fayette, Gillespie, Guadalupe, Hays,
Kerr, Lampasas, Lee, Llano, Milam, Travis and Williamson, State
of Texas, printed and published and personal knowledge of the
facts herein state and that the notice hereto annexed was
Published in said newspapers in the issues dated on:

ACO American Statesman 07/23/2025

and that the fees charged are legal.

Sworn to and subscribed before on 07/23/2025



Legal Clerk



Notary, State of WI, County of Brown

3.7.27

My commission expires

Publication Cost: \$729.50

Tax Amount: \$0.00

Payment Cost: \$729.50

Order No: 11510915

of Copies:

Customer No: 1545954

0

PO #: LACO0337929

THIS IS NOT AN INVOICE!

Please do not use this form for payment remittance.

KAITLYN FELTY
Notary Public
State of Wisconsin

NOTICE OF PUBLIC
HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held on behalf of Rogers Cultural Education Facilities Finance Corporation (the "Corporation"), a nonprofit corporation, on July 30, 2025, commencing at 10:00 a.m. to provide an opportunity for all interested persons to be heard with respect to a loan (qualified 501(c)(3) bonds as defined in Section 145 of the Internal Revenue Code of 1986, as amended) from Frost Bank (the "Lender") to the Corporation in the maximum aggregate amount of \$10,000,000, and a loan from the Corporation to Goodwill Industries of Central Texas (the "Borrower") in the same amount (collectively, the "Loans"); all pursuant to a loan agreement by and among the Corporation, the Lender and the Borrower.

The Loans are being made for the purpose of financing all or a portion of the costs of the acquisition, construction, renovation and/or equipping of facilities located at 110 Bronco Blvd, Liberty Hill, Texas 78642 (collectively, the "Project"). A portion of the proceeds of the Loans will be used to pay certain expenses in connection with the issuance of the Loans. The Project is or will be owned by the Borrower. The Loans are not payable out of taxes and are secured by and payable solely from funds provided by the Borrower.

At the time and place set for the public hearing, interested persons will be given a reasonable opportunity to express their views, both orally (via telephonic participation) and in writing, on the merits of the Project, the Loans or related matters. Members of the public may listen to and contribute to any discussion during the hearing by dialing: 1-346-248-7799, meeting ID: 969 2227 5696, passcode: 221460. Persons wishing to participate should submit a written request to speak to hvu@iw.com at least 24 hours before the hearing; however, the hearing officer will also provide time for additional comments during the hearing. Oral remarks may not exceed five minutes in duration. Written comments may be submitted by email to the President of the Board of Directors of the Corporation c/o Jackson Walker LLP, Attn: Hoang Vu, hvu@iw.com, until the time and date of the hearing.

July 23 2025
LACO0337929

EXHIBIT B

CERTIFICATE OF PUBLIC HEARING

CERTIFICATE OF PUBLIC HEARING

I, the undersigned, hereby certify in connection with a series of loan transactions to be entered into by the Rogers Cultural Education Facilities Finance Corporation (the "*Corporation*"), Goodwill Industries of Central Texas ("*Borrower*") and Frost Bank in the maximum aggregate principal amount of \$10,000,000 (the "*Loans*") for the benefit of Borrower, as follows:

1. I served as Hearing Officer for the Corporation for the purpose of financing all or a portion of the costs of the acquisition, construction, renovation and/or equipping of facilities located at 110 Bronco Blvd, Liberty Hill, Texas 78642 (collectively, the "*Project*").

2. Such hearing was conducted commencing on July 30, 2025 at 10:00 a.m. by toll free telephonic means accessible to the general public.

3. At the time for the commencement of the hearing, comments, either orally or in writing, were publicly requested on the Project to be financed with proceeds of the Loan and on the making of the Loans.

4. At the hearing,

☒ no persons presented comments orally or in writing.

☐ the comments summarized in Exhibit B-1 were made orally by the persons listed therein.

☐ the written comments attached hereto were presented.

5. No time limitations were imposed on any public comments.

IN WITNESS WHEREOF, I have hereunto set my hand this July 30, 2025.



Hearing Officer