

CERTIFICATE OF RESOLUTION OF
THE CITY COUNCIL OF THE CITY OF MESQUITE, TEXAS,
APPROVING THE PLAN OF FINANCE AND RELATED ISSUANCE OF BONDS BY
COLORADO HEALTH FACILITIES AUTHORITY
FOR THE EVANGELICAL LUTHERAN GOOD SAMARITAN SOCIETY

THE STATE OF TEXAS :
CITY OF MESQUITE :

We, the undersigned officers of the City Council of Mesquite, Texas, hereby certify as follows:

1. The City Council of Mesquite, Texas convened in REGULAR MEETING ON THE 6th DAY OF JULY, 2015, at the designated meeting place, and the roll was called of the duly constituted officers and members of said City Council of Mesquite, Texas, to wit:

Stan Pickett, Mayor	Bruce Archer
Greg Noschese, Mayor Pro Tem	Jeff Casper
Shirley Roberts	Bill Porter
Dennis Tarpley	

and all of said persons were present, except the following absentees: None, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

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was duly introduced for the consideration of said City Council and read in full. 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, with All members of the City Council shown present voting "Aye", except as provided below:

AYES: 7

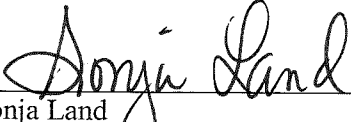
NOES: 0

ABSTENTIONS: 0

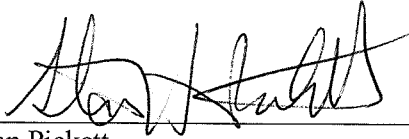
2. A true, full, and correct copy of the aforesaid Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Resolution has been duly recorded in said City Council's minutes of said Meeting pertaining to the adoption of said Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting officers and members of said City Council as indicated therein; each of the officers and members of said City Council 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. The Mayor of said City has approved and hereby approves the aforesaid Resolution, the Mayor and the City Secretary of said City have duly signed said Resolution; and the Mayor and the City Secretary of said City 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 the 6th day of July, 2015.



Sonja Land
City Secretary
City of Mesquite, Texas



Stan Pickett
Mayor
City of Mesquite, Texas

(SEAL)

RESOLUTION NO. 31-2015

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MESQUITE, TEXAS,
APPROVING THE PLAN OF FINANCE AND RELATED ISSUANCE OF BONDS BY
COLORADO HEALTH FACILITIES AUTHORITY
FOR THE EVANGELICAL LUTHERAN GOOD SAMARITAN SOCIETY

THE STATE OF TEXAS :
CITY OF MESQUITE :

WHEREAS, the Colorado Health Facilities Authority (the "Issuer") is a body politic and corporate of the State of Colorado, created under the Colorado Health Facilities Authority Act codified at Article 25 of Title 25 of the Colorado Revised Statutes, as amended; and

WHEREAS, the City of Mesquite (the "City") has been informed by the Issuer that the Issuer has been requested by The Evangelical Lutheran Good Samaritan Society (the "Obligor") to assist it in financing and refinancing, on a tax-exempt basis, the costs of acquisition of home health agency operations in the City, specifically at Heritage Home Healthcare, 700 N. Town East Blvd., Suite 159, Mesquite, Texas 75150 (the "Project"); and

WHEREAS, the Issuer will issue revenue bonds in the maximum aggregate principal amount of \$300,000,000, of which \$12,000,000 will be used for the Project (the "Bonds"); and

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

WHEREAS, with respect to the Bonds, the Representative shall be the City Council of the City;
and

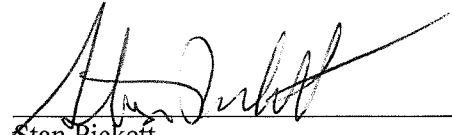
WHEREAS, a public hearing was held with respect to the issuance of bonds by the Issuer for the benefit of the Obligor and the Minutes of Public Hearing (the "Minutes") are attached hereto; and

WHEREAS, it is deemed necessary and advisable that this Resolution be adopted.

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

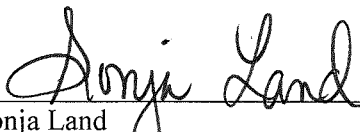
Section 1. The City Council, as Representative, hereby approves the plan of finance and related issuance of revenue bonds by the Issuer in the maximum aggregate principal amount of \$300,000,000, of which \$12,000,000 will be used by the Obligor for the Project, and further approves the Project as described in the attached Minutes, and such approval shall be solely for the purposes of Section 147(f) of the Code and the City shall have no liabilities for the payment of the Bonds nor shall any of its assets be pledged to payment of the Bonds.

DULY RESOLVED by the City Council of the City of Mesquite, Texas, on the 6th day of July, 2015.



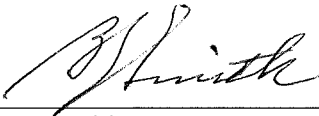
Stan Pickett
Mayor

ATTEST:



Sonja Land
City Secretary

APPROVED:



B. J. Smith
City Attorney

EXHIBIT A
Minutes of Public Hearing

MINUTES OF PUBLIC HEARING

I, the undersigned hearing officer for the Colorado Health Facilities Authority (the "Hearing Officer"), called to order a public hearing in the City of Mesquite, Texas at the time and place as set forth in the Affidavit of Publication of Notice of Public Hearing attached hereto as **Schedule 1**. I hereby certify that I conducted such public hearing by declaring as follows:

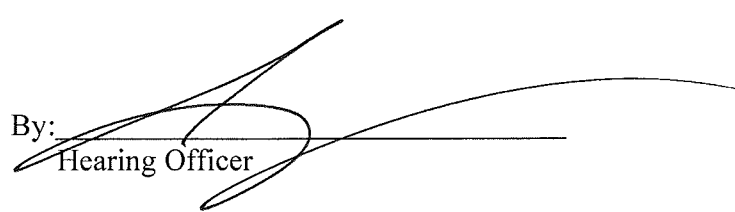
"This public hearing of the Colorado Health Facilities Authority required under Section 147(f) of the Internal Revenue Code of 1986, as amended, is now open. The hearing is being held in connection with a proposed plan of finance and related issuance by the Colorado Health Facilities Authority ("Colorado Authority") of Health Facilities Revenue Bonds (The Evangelical Lutheran Good Samaritan Society Project), Series 2015 (the "Bonds") on behalf of The Evangelical Lutheran Good Samaritan Society (the "Society") in an aggregate principal amount not to exceed approximately \$300,000,000, of which a principal amount not to exceed approximately \$12,000,000 will be used for the costs of acquisition of home health agency operations in the City of Mesquite, Texas, specifically at Heritage Home Healthcare, 700 N. Town East Blvd., Suite 159, Mesquite, Texas 75150 (the "Project").

"The required notice of the public hearing for the Bonds and the Project was published at least 14 days prior to the date hereof in the Dallas Morning News, being a newspaper of general circulation in the City of Mesquite, Texas.

"All persons present at the public hearing are now invited to comment on the proposed issuance of the Bonds and the Project. Please limit your comments to 10 minutes.

"Sufficient time having been given for members of the public to appear and make their comments with respect to the Bonds and the Project, I hereby declare the public hearing closed."

The results of the public hearing, including names of and comments made by members of the public who attended, are attached hereto as **Schedule 2**. I hereby certify that the contents of these Minutes of Public Hearing and the attached Schedules are true, correct and complete.

By: 
Hearing Officer

Schedule 1

Affidavit of Publication of Notice of Public Hearing

[Attached]

AFFIDAVIT OF PUBLICATION

STATE OF TEXAS

COUNTY OF DALLAS

Before me, a Notary Public in and for Dallas County, this day personally appeared Jeremy Gauna, Advertising Representative for The Dallas Morning News, being duly sworn by oath, states the attached advertisement of

City of Mesquite

was published in The Dallas Morning News

June 12, 2015

Legal Notices

Heritage Home Healthcare, 700 N. Town East Blvd., Suite 159, Mesquite, Texas 75150 (the "Project"). The remainder of the proceeds of the Bonds will be used to (i) finance and refinance the cost of the acquisition, construction, improvement and equipping of certain skilled nursing facility and other health care and senior living facility improvements of the Society in Hurst, Texas, Denton, Texas, and El Paso, Texas, and in various locations outside of the State of Texas, (ii) refund certain outstanding bonds of the Society which financed capital projects outside of the State of Texas, (iii) establish a reserve fund for the Bonds, and (iv) pay certain costs of issuing the Bonds.

Legal Notices

The public hearing will be held at 11:00 a.m. on Friday, June 26, 2015 at Heritage Home Healthcare, 700 N. Town East Blvd., Suite 159, Mesquite, Texas 75150.

Jeremy Gauna
(Jeremy Gauna)

Sworn to and subscribed before me this June 17, 2015

Lynda F Black
(Notary Public)

Legal Notices

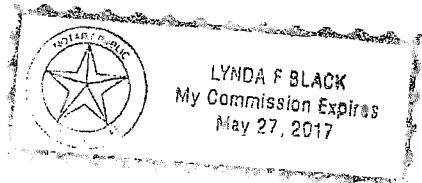
NOTICE OF PUBLIC HEARING CONCERNING THE ISSUANCE OF BONDS ON BEHALF OF THE EVANGELICAL LUTHERAN GOOD SAMARITAN SOCIETY

NOTICE IS HEREBY GIVEN that the City of Mesquite, Texas (the "City") will conduct a public hearing concerning the approval of the proposed plan of finance and related issuance by the Colorado Health Facilities Authority ("Colorado Authority") of Health Facilities Revenue Bonds (The Evangelical Lutheran Good Samaritan Society Project), Series 2015 (the "Bonds") on behalf of The Evangelical Lutheran Good Samaritan Society (the "Society").

Under this plan of finance, the Bonds will be issued in an aggregate principal amount not to exceed approximately \$300,000,000. A portion of Bond proceeds in a principal amount not to exceed approximately \$12,000,000 will be used for the costs of acquisition of home health agency operations in the City of Mesquite, Texas, specifically at

The Bonds will constitute special limited obligations of the Colorado Authority payable solely from amounts received by the Colorado Authority pursuant to a loan agreement between the Colorado Authority and the Society, the principal user of the Project. The City will not issue the Bonds, nor will the City or the State of Texas have any liability with respect to the Bonds or the sale or offering thereof.

All interested parties are invited to present comments at the public hearing regarding the issuance of the Bonds, the proposed plan of finance and the use of the proceeds therefrom. Written comments to be presented at the hearing may be submitted to Amanda Edwards at Bracewell & Giuliani LLP, 711 Louisiana, Suite 2300, Houston, Texas 77002, prior to the public hearing. Questions can be directed to (713) 221-3318.



Schedule 2

Names and Comments of Attendees

NONE