



COMMISSIONERS COURT COMMUNICATION

AGENDA DATE : 04/23/2012

CONSENT OR REGULAR: Consent

CONTRACT REFERENCE NO
(IF APPLICABLE): 2012-0195

SUBJECT:

Approve and authorize the County Judge to sign the Certificate of the County Judge of El Paso County Texas regarding the related Public Hearing held in El Paso County for the City of Houston Higher Education Finance Corporation Education Revenue Bonds (Cosmos Foundation, Inc) Series 2012A, in accordance with the requirements of Section 147(f) of the Internal Revenue Code.

BACKGROUND/DISCUSSION OF TOPIC: To include statutory requirement, operational impact, or performance goal.

Bond Counsel for Cosmos Foundation Inc. are required by Federal Tax Law to procure approval for the financing of projects from the Chief Elected Officer or the elected legislative body of the jurisdiction where the financed property is located in order for interest on the bonds to be tax-exempt for Federal tax purposes.

Cosmos Foundation Inc. has education projects in El Paso County.

FISCAL IMPACT:

N/A

PRIOR COMMISSIONERS COURT ACTION (IF ANY):

Previous items similar to this were approved at the regular meetings of May 19, 2008 Item # 34; and May 2, 2011 Item #25.

RECOMMENDATION:

COUNTY ATTORNEY APPROVAL

The attached document has been given legal review by the El Paso County Attorney's Office on behalf of the County of El Paso, its officers, and employees. Said legal review should not be relied upon by any person or entity other than the County of El Paso, its officers, and employees.

COUNTY ATTORNEY:

LEGAL REVIEW:

LEGAL REVIEW NOTES (If Applicable):

DATE:

SUBMITTED BY: Veronica Escobar, County Judge, (915) 546-2098

CERTIFICATE OF THE COUNTY JUDGE OF EL PASO COUNTY, TEXAS
City of Houston Higher Education Finance Corporation
Education Revenue Bonds (Cosmos Foundation, Inc.) Series 2012A

The undersigned County Judge of El Paso County, Texas, (the "County") hereby certifies with respect to the issuance by the City of Houston Higher Education Finance Corporation Education Revenue Bonds (Cosmos Foundation, Inc.) Series 2012A (the "Bonds"), that:

1. This certificate is based upon the CERTIFICATE OF PUBLIC HEARING OFFICER REGARDING PUBLIC HEARING attached hereto as **Exhibit A** relating to the public hearing conducted on the date indicated in the Affidavit of Publication attached to such Minutes of Public Hearing by the duly appointed hearing officer of the Corporation in accordance with the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended; and

2. Solely for purposes of the approval requirements of the aforesaid Section 147(f) of the Code, and for no other purpose, in my capacity as County Judge, I hereby approve the Bonds and the facilities to be financed with the proceeds of the Bonds, and hereby ratify and approve all actions taken by or on behalf of the County with respect to the appointment of the Hearing Officer, the publication of the Notice of the Public Hearing as reflected in the Affidavit of Publication attached as **Exhibit A** to the attached Certificate of Public Hearing Officer, and the conducting of such Public Hearing.

THIS APPROVAL SHALL NOT BE CONSTRUED AS (1) A REPRESENTATION OR WARRANTY BY THE COUNTY, THE COUNTY JUDGE OF THE COUNTY, THE STATE OF TEXAS OR ANY OTHER AGENCY, INSTRUMENTALITY OR POLITICAL SUBDIVISION OF THE STATE OF TEXAS THAT THE BONDS WILL BE PAID OR THAT ANY OBLIGATIONS ASSUMED BY ANY OF THE PARTIES UNDER THE INSTRUMENTS DELIVERED IN CONNECTION WITH THE BONDS WILL IN FACT BE PERFORMED; (2) A PLEDGE OF THE FAITH AND CREDIT OF THE COUNTY OR THE STATE OF TEXAS OR ANY AGENCY, INSTRUMENTALITY OR POLITICAL SUBDIVISION OF THE STATE OF TEXAS OR THE COUNTY; OR (3) A REPRESENTATION OR WARRANTY BY THE COUNTY CONCERNING THE VALIDITY OF THE CORPORATE EXISTENCE OF THE CORPORATION OR THE VALIDITY OF THE BONDS.

Date: _____

County Judge, El Paso County, Texas

EXHIBIT A

CERTIFICATE OF PUBLIC HEARING OFFICER
REGARDING PUBLIC HEARING (INTERNAL REVENUE CODE § 147(f))

COSMOS FOUNDATION, INC. EDUCATION REVENUE BONDS
(HARMONY SCHOOL OF INNOVATION)
SERIES 2012A

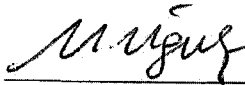
(ISSUED BY CITY OF HOUSTON HIGHER EDUCATION FINANCE CORPORATION)

I, the undersigned, do hereby make and execute this certificate for the benefit of all persons interested in the issuance of the above-referenced bonds (collectively, the "Bonds").

I hereby certify as follows:

1. I am the duly appointed hearing officer for the public hearing which was held in connection with the issuance of the Bonds at the time and place indicated in the Notice of Public Hearing included in **Exhibit A** attached hereto.
2. Notice of the public hearing was published no less than 14 days before the date of the public hearing in the El Paso Times, as evidenced by the Affidavit of Publication of the Notice of Public Hearing attached hereto as **Exhibit A**.
3. All persons appearing at the public hearing were given an opportunity to comment on the proposed issuance of the Bonds and the project to be financed with proceeds of the Bonds. No such persons appeared or made comments except as is set forth on **Exhibit B** attached hereto.
4. After giving all interested persons an opportunity to appear and comment, the public hearing was declared closed.

WITNESS MY HAND this 5 day of March, 2012.



Mehmet Uguz
Hearing Officer

Exhibit A - Affidavit of Publication of the Notice of Public Hearing
Exhibit B - Names and Comments of Persons Attending Public Hearing

EXHIBIT A

AFFIDAVIT OF PUBLICATION OF THE NOTICE OF PUBLIC HEARING

ATTACHED

PUBLISHERS AFFIDAVIT

ANDREWS KURTH LLP

STATE OF TEXAS
COUNTY OF EL PASO

Before me, a Notary Public in and for El Paso County, State of Texas, on this day personally appeared TERRIE CARTER who state upon oath that he is the CLASSIFIED SUPERVISOR of the El Paso Times, a daily newspaper published in the City and County of El Paso, State of Texas, which is a newspaper of general circulation and which has been continuously and regularly published for the period of not less than one year in the said County of El Paso, and that he was such upon the dates herein mentioned:

That the LEGAL copy was published in the El Paso Times for the ONE DAY. The dates of such publication being as follows, to wit FEBRUARY 17, 2012

Subscribed and sworn to before me, Signed TERRIE CARTER

This the 17th day of February 2012

Belia Duenes

BELIA DUENES
Notary Public, State of Texas
My Commission Expires
March 19, 2012

Avenue, Beaumont, Texas 77706; and (6) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Brownsville, 1124 Central Blvd., Brownsville, Texas 78520; (7) financing certain costs for site improvements, design, construction, renovation, and/or equipment of educational facilities, including the construction of an approximately 14,000 square foot building, all located at Harmony Science Academy-Bryan/College Station, 2031 S. Texas Ave., Bryan, Texas 77802; (8) financing and reimbursing certain costs for the acquisition, construction, renovation improvement and/or equipment of educational facilities, all located at the Harmony School of Innovation-Dallas, 1024 W. Rosemeade Pkwy, Carrollton, Texas 75007; (9) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 42,000 square foot building, all located at the Harmony

ing the construction of an approximately 7,700 square foot building, all located at the Harmony School of Fine Arts-Houston, 9185 Kirby Dr., Houston, Texas 77054; (25) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Endeavor-Houston, 5668 West Little York Road, Houston, Texas 77091; (26) financing certain costs for the acquisition of land and the design, construction, renovation, and/or equipment of educational facilities, including the construction of an approximately 67,352 square foot building, all located at the Harmony School of Advancement-Houston, 3171 N. Sam Houston Parkway West, Houston, Texas 77038; (27) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 59,500 square foot building, all located at the Harmony School of Innovation-Houston, 9421 W. Sam Houston Pkwy., Houston, Texas 77099; (28) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 10,000 square foot building, all located at the Harmony Science Academy-Lubbock, 1516 53rd Street, Lubbock, Texas 79412; (34) financing and reimbursing certain costs for the construction and renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Odessa, 2755 N. Grandview Ave., Odessa, Texas 79762; (35) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-North Austin, 1421 Wells Branch Pkwy, Suite 200, Pflugerville, Texas 78660; (36) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 54.49 acres of land situated in the Joseph Kuykendall League, Abstract Number 49, Fort Bend County, Texas, recorded in Volume 482, Page 763 of the Deed Records, Fort Bend County, Texas, and currently known as O Southwest Freeway, Sugar Land, Texas; (41) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Waco, 1900 North Valley Mills Drive, Waco, Texas 76710; (42) refinancing short term loans incurred for the construction, renovation and/or equipment of various education facilities; (43) funding a debt service reserve fund or the purchase of a Reserve Fund Surety Policy and capitalized interest; and (44) paying the costs of issuance of the Bonds. The initial and exclusive operator of the Project and the educational facilities is and will be the School. The public hearing will be conducted by Rachel Spears, Esq. or Nathelie Ashby, Esq., or their designee (the "Hearing Officer").

all located at the Harmony Science Academy-Laredo, 4401 San Francisco Ave., Laredo, Texas 78041; (33) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 10,000 square foot building, all located at the Harmony Science Academy-Lubbock, 1516 53rd Street, Lubbock, Texas 79412; (34) financing and reimbursing certain costs for the construction and renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Odessa, 2755 N. Grandview Ave., Odessa, Texas 79762; (35) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-North Austin, 1421 Wells Branch Pkwy, Suite 200, Pflugerville, Texas 78660; (36) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 54.49 acres of land situated in the Joseph Kuykendall League, Abstract Number 49, Fort Bend County, Texas, recorded in Volume 482, Page 763 of the Deed Records, Fort Bend County, Texas, and currently known as O Southwest Freeway, Sugar Land, Texas; (41) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Waco, 1900 North Valley Mills Drive, Waco, Texas 76710; (42) refinancing short term loans incurred for the construction, renovation and/or equipment of various education facilities; (43) funding a debt service reserve fund or the purchase of a Reserve Fund Surety Policy and capitalized interest; and (44) paying the costs of issuance of the Bonds. The initial and exclusive operator of the Project and the educational facilities is and will be the School. The public hearing will be conducted by Rachel Spears, Esq. or Nathelie Ashby, Esq., or their designee (the "Hearing Officer").

containing 54.49 acres of land situated in the Joseph Kuykendall League, Abstract Number 49, Fort Bend County, Texas, recorded in Volume 482, Page 763 of the Deed Records, Fort Bend County, Texas, and currently known as O Southwest Freeway, Sugar Land, Texas; (41) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Waco, 1900 North Valley Mills Drive, Waco, Texas 76710; (42) refinancing short term loans incurred for the construction, renovation and/or equipment of various education facilities; (43) funding a debt service reserve fund or the purchase of a Reserve Fund Surety Policy and capitalized interest; and (44) paying the costs of issuance of the Bonds. The initial and exclusive operator of the Project and the educational facilities is and will be the School. The public hearing will be conducted by Rachel Spears, Esq. or Nathelie Ashby, Esq., or their designee (the "Hearing Officer").

NOTICE OF PUBLIC HEARING

COSMOS FOUNDATION, INC. EDUCATION REVENUE BONDS, SERIES 2012A

Notice is hereby given of a public hearing to be held on March 5, 2012, at 11:15 a.m. at Harmony School of Innovation, 5210 Fairbanks Dr., El Paso, TX 79924 with respect to the captioned bonds (the "Bonds"). The Bonds will be issued in one or more series over a period of up to four years. In principal amounts not to exceed \$150,000,000, pursuant to a plan of finance, as permitted by Treasury Regulation 551.103-2(f)(3). The proceeds of the Bonds will be loaned to Cosmos Foundation, Inc., a Texas non-profit corporation, or any successor in interest thereto, including Harmony Public Schools, Inc. (the "School"), for the following purposes (Items 1 through 44 below are herein referred to as the "Project"):

- (1) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Political Science and Communication, Austin, 13415 FM 620 N, Austin, Texas 78717;
- (2) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 25,000 square foot building, all located at the Harmony Science Academy-Austin, 930 E. Rundberg Lane, Austin, Texas 78753;
- (3) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Excellence-Austin, 2100 E. St. Elmo Rd., Austin, Texas 78744;
- (4) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Science-Austin, 11800 Stonehollow Dr., Austin, Texas 78758;
- (5) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Baumont, 4055 Calder

Avenue, Beaumont, Texas 77706; and

- (6) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Brownsville, 1124 Central Blvd., Brownsville, Texas 78520;
- (7) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 14,000 square foot building, all located at Harmony Science Academy-Bryan/College Station, 2031 S. Texas Ave., Bryan, Texas 77802;
- (8) financing and reimbursing certain costs for the acquisition, construction, renovation, improvement and/or equipment of educational facilities, all located at the Harmony Schools of Innovation-Dallas, 1024 W. Rosemeade Pkwy., Carrollton, Texas 75007;
- (9) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 42,000 square foot building, all located at the Harmony Schools of Nature and Athletics-Dallas, 8120 W. Camp Wisdom Rd., Dallas, Texas 75249;
- (10) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Dallas, 11995 Forestgate Drive, Dallas, Texas 75243;
- (11) financing and reimbursing certain costs for the acquisition, construction, renovation, improvement, design and/or equipment of educational facilities, all located at the Harmony Science Academy-Dallas, High, 12005 Forestgate Drive, Suite 100, Dallas, Texas 75243;
- (12) financing certain costs for the acquisition of land and the design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 48,000 square foot building, all located at the Harmony School of Business, S.H. 190 and Frankford Road, Dallas, Collin County, Texas 75252;
- (13) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-El Paso, 9405 Betel Dr., El Paso, Texas 79907;
- (14) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Innovation-El Paso, 5210 Fairbanks Dr., El Paso, Texas 79924;
- (15) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Eules, 701 S. Industrial Blvd., Suite 115, Eules, Texas 76040;

- (16) financing certain costs for the acquisition of land and the design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 48,000 square foot building, all located at the Harmony School of Innovation-Fort Worth, 8080 W. Cleburne Road, Fort Worth, Texas 76133;
- (17) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Fort Worth, 5651 Westcreek Dr., Fort Worth, Texas 76133;
- (18) financing and reimbursing certain costs for site improvements, design, construction and renovation and/or equipment of educational facilities, including the construction of an approximately 25,000 square foot building, all located at the Harmony Science Academy-Garland, 2302 Firewheel Pkwy., Garland, Texas 75040;
- (19) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Grand Prairie, 1102 N.W. 7th Street, Grand Prairie, Texas 75050;
- (20) financing and reimbursing certain costs for site improvements, design, construction and renovation and/or equipment of educational facilities, including the construction of an approximately 27,000 square foot building, all located at the Harmony School of Discovery-Houston, 6270 Barker Cypress Road, Houston, Texas 77084;
- (21) financing and reimbursing certain costs for the acquisition of an existing building, site improvements, design, construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Houston, 5435 S. Braeswood Blvd., Houston, Texas 77096;
- (22) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Excellence-Houston, 7340 N. Gessner Dr., Houston, Texas 77040;
- (23) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 73,395 square foot building, all located at the Harmony School of Arts and Technology-Houston, 9115 Kirby Dr., Houston, Texas 77054;
- (24) financing certain costs for site improvements, design, construction and renovation and/or equipment of educational facilities, includ-

- ing the construction of an approximately 7,700 square foot building, all located at the Harmony School of Fine Arts-Houston, 9185 Kirby Dr., Houston, Texas 77054;
- (25) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Endeavor-Houston, 5668 West Little York Road, Houston, Texas 77091;
- (26) financing certain costs for the acquisition of land and the design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 67,352 square foot building, all located at the Harmony School of Advancement-Houston, 3171 N. Sam Houston Parkway West, Houston, Texas 77038;
- (27) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 59,500 square foot building, all located at the Harmony School of Innovation-Houston, 9421 W. Sam Houston Pkwy., Houston, Texas 77099;
- (28) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-High-Houston, 9431 W. Sam Houston Pkwy., Houston, Texas 77099;
- (29) financing certain costs for site improvements, design, construction and renovation and/or equipment of educational facilities, including the remodeling of an approximately 65,000 square foot building, all located at the Harmony School of Ingenuity-Houston, 10555 Stella Link Road, Houston, Texas 77025;
- (30) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Northwest-Houston, 16200 TX 249, Houston, Texas 77086;
- (31) financing certain costs for the acquisition of land, site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 59,500 square foot building, all located at Harmony Science Academy-West Houston, 22400 Grand Corner Drive, Katy, Texas 77404;
- (32) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities,

- all located at the Harmony Science Academy-Laredo, 4401 San Francisco Ave., Laredo, Texas 78041;
- (33) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 10,000 square foot building, all located at the Harmony Science Academy-Lubbock, 1516 53rd Street, Lubbock, Texas 79412;
- (34) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Odessa, 2755 N. Grandview Ave., Odessa, Texas 79762;
- (35) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-North Austin, 1421 Wells Branch Pkwy., Suite 200, Pflugerville, Texas 78660;
- (36) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 74,700 square foot building, all located at the Harmony School of Innovation-San Antonio, 8125 Glen Mont Dr., San Antonio, Texas 78239;
- (37) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-San Antonio, 8505 Lakeside Parkway, San Antonio, Texas 78245;
- (38) financing certain costs for site improvements, design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 65,000 square foot education facility, located at the Harmony School of Science High School-Sugar Land, 13522 W. Airport Blvd., Sugar Land, Texas 77478;
- (39) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony School of Science-Houston, 13415 West Belfort, Sugar Land, Texas 77478;
- (40) financing certain costs for the acquisition of land and the design, construction, renovation and/or equipment of educational facilities, including the construction of an approximately 57,000 square foot building, all located at the Harmony School of Language-Houston, being on a tract

- containing 54.49 acres of land situated in the Joseph Kuykendall League, Abstract Number 49, Fort Bend County, Texas, recorded in Volume 482, Page 763 of the Deed Records, Fort Bend County, Texas, and currently known as O Southwest Freeway, Sugar Land, Texas;
 - (41) financing and reimbursing certain costs for the construction, renovation and/or equipment of educational facilities, all located at the Harmony Science Academy-Waco, 1900 North Valley Mills Drive, Waco, Texas 76710;
 - (42) refinancing short-term loans incurred for the construction, renovation and/or equipment of various education facilities;
 - (43) funding a debt service reserve fund or the purchase of a Reserve Fund Surety Policy and capitalized interest; and
 - (44) paying the costs of issuance of the Bonds.
- The initial and exclusive operator of the Project and the educational facilities is and will be the School.
- The public hearing will be conducted by Rachel Spears, Esq. or Nathalie Ashby, Esq. or their designee (the "Hearing Officer"). All interested persons are invited to attend such public hearing to express their views with respect to the above-described project and the Bonds. Questions or requests for additional information may be directed to the Hearing Officer (telephone: (713) 220-4428). Any interested persons unable to attend the hearing may submit their views in writing to the Hearing Officer prior to the date scheduled for the hearing at fax number (713) 238-5040. This notice is published and the hearing is to be held in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

EXHIBIT B

NAMES AND COMMENTS OF PERSONS ATTENDING PUBLIC HEARING

NONE

Name of Attendee

Comment

1. _____

2. _____

3. _____
