

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held by an authorized representative of the Arizona Industrial Development Authority (the “Issuer”), on **November 28, 2022, at 12:00 P.M. (noon) Mountain Standard Time**, or as soon thereafter as the matter can be heard, via toll free telephonic means accessible to the general public as described below, as required by Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), and Revenue Procedure 2020-21, as further modified by Revenue Procedures 2020-49, 2021-39 and 2022-20 (collectively, “Rev. Proc. 2022-20”), regarding the proposed issuance and sale by the Issuer of its revenue notes, bonds or other obligations in one or more series from time to time pursuant to a plan of financing (the “Bonds”), in an amount not to exceed \$500,000,000.

The Bonds are expected to be issued pursuant to the Industrial Development Financing Act, Title 35, Chapter 5, Sections 35-701 et seq., Arizona Revised Statutes, as amended (the “Act”). The Issuer is an Arizona nonprofit corporation designated as a political subdivision of the State of Arizona (the “State”), incorporated with the approval of the Arizona Finance Authority, pursuant to the provisions of the Constitution and laws of the State and the Act. The proceeds from the sale of the Bonds will be used to make a loan to QCF Behavioral Hospitals I, LLC (the “Borrower”) pursuant to a Loan Agreement (the “QCF Loan”). The sole member of the Borrower is QCF/I, Inc. (“QCF”), a Georgia domestic nonprofit corporation exempt from federal income taxes pursuant to Section 501(c)(3) of the Code as an institution engaged in the provision of healthcare, and the Borrower will be a disregarded entity of QCF for federal tax purposes. The proceeds of the QCF Loan will be applied to pay all or a portion of the costs to:

(i) acquire, construct, expand, rehabilitate, remodel, renovate, and/or equip

(a) hospital facilities known as the San Antonio Behavioral Healthcare Hospital located at 8550 Huebner Road, San Antonio, Texas, including facilities which are functionally related and subordinate to the main hospital facilities (the “**San Antonio Hospital Project**”), to which an aggregate amount of Bonds not exceeding \$315,000,000 is allocable; and

(b) hospital facilities known as Desert Parkway Behavioral Healthcare Hospital located at 3223 S. Maryland Parkway and 3247 S. Maryland Parkway, Las Vegas, Nevada, including facilities which are functionally related and subordinate to the main hospital facilities (the “**Las Vegas Hospital Project**” and together with the San Antonio Hospital Project, each a “**Hospital Project**” and collectively the “**Project**”), to which an aggregate amount of Bonds not exceeding \$185,000,000 is allocable;

(ii) fund reserves;

(iii) fund interest on the Bonds; and

(iv) fund costs of issuing the Bonds.

QCF will own and operate each Hospital Project either through the Borrower or through one or more separate single-member limited liability companies, the sole member of which will be the Borrower. In all events, QCF will be the true beneficial party of interest of the Project

because, directly or indirectly, it will be the sole member of each such limited liability company, each of which is a disregarded entity for federal tax purposes.

The Bonds, including the principal of (premium, if any) and interest thereon, will not constitute a debt or a loan of credit or a pledge of the full faith and credit or taxing power of the Issuer, the Arizona Finance Authority, the State, or any political subdivision thereof, within the meaning of any State Constitutional provision or statutory limitation and shall never constitute or give rise to a pecuniary liability of the Issuer, the Arizona Finance Authority, the State, or any political subdivision thereof. The Bonds shall not constitute, directly or indirectly, or contingently obligate or otherwise constitute a general obligation of or a charge against the general credit of the Issuer, the Arizona Finance Authority, the State, or any political subdivision thereof, but shall be special limited obligations of the Issuer payable solely from the sources provided for in the proceedings for the issuance of the Bonds. The Issuer has no taxing power.

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 pursuant to Rev. Proc. 2022-20) and in writing, on the merits of the Project, the locations of the Hospital Projects, the plan of financing, the issuance of the Bonds or related matters. Members of the public may listen to and contribute to any discussion during the hearing by: (1) dialing toll-free 1-888-788-0099; and (2) entering meeting ID 359-308-8013 at the prompt. Persons wishing to participate should submit a written request to speak to admin@arizonaida.com at least 24 hours before the hearing, however the hearing officer will also provide a time for additional comments at the end of the hearing. Oral remarks may not exceed five minutes in duration. Written comments may also be submitted to the Issuer electronically at admin@arizonaida.com and via physical delivery at the following address: Arizona Industrial Development Authority, c/o Kutak Rock LLP, 8601 North Scottsdale Road, Suite 300, Scottsdale, Arizona 85253, Attention: President/TEFRA COMMENTS (QCF/I), until the time and date of the hearing (subject to the timing limitations of mail delivery).

DATE OF NOTICE: November 21, 2022

ARIZONA INDUSTRIAL
DEVELOPMENT AUTHORITY