

The Board of County Commissioners, Brown County, Ohio, met in regular session this 11th day of March 2020 with the following members present: Barry L. Woodruff, President Daryll R. Gray, Member Tony Applegate, Member

**IN THE MATTER OF PREVIOUS MINUTES**

Motion moved by Mr. Gray to approve the minutes of the previous regular meeting and dispense with the oral reading. Second: Mr. Woodruff.

ROLL CALL VOTE: Mr. Gray, yea Mr. Woodruff, yea

**IN THE MATTER OF SUPPLEMENTAL APPROPRIATION – BOARD OF COMMISSIONERS**

Motion moved by Mr. Gray to approve the request of Miranda Lowe-Hanselman, Assis. Clerk, for a supplemental appropriation of unappropriated funds from CGF 1000 in the amount of \$35,000.00 into 1000-1000-52401 Auto Expense, said funds were determined as surplus on 2/24/2020 by the Clerk of Courts and designated to the purchase of a BCSO vehicle. Second: Mr. Woodruff.

ROLL CALL VOTE: Mr. Gray, yea Mr. Woodruff, yea

**IN THE MATTER TO APPROVE THE BILLS**

Motion moved by Mr. Gray to approve the following bills for payment. Second: Mr. Woodruff.

ROLL CALL VOTE: Mr. Gray, yea Mr. Woodruff, yea

<b>DEPT</b>	<b>EXPENDITURE</b>
AUDITOR	\$946.54
BOE	\$670.40
BUILDING DEPT	\$188.75
CLERK OF COURTS	\$0
COMMISSIONERS	\$12,068.17
COMMON PLEAS	\$261.40
CORONER	\$1,600.00
CSEA	\$1,491.97
DOG TAGS	\$0
E911	\$2,752.55
ECONOMIC DEVELOPMENT	\$0
EMA	\$274.46
ENGINEER HWY	\$48,596.16
ENGINEER OFFICE	\$3,212.99
ENGINEER SEWER & WATER	\$0
JFS	\$71,216.62
JURY COMMISSION	\$0
PROBATE/JUVENILE	\$5,325.53
LAW LIBRARY	\$3,655.00
MAINTENANCE	\$28,381.46
MUNICIPAL	\$0
PROSECUTOR	\$418.80
RECORDER	\$0
SHERIFF	\$13,700.14
TITLE	\$4,023.19
TREASURER	<u>\$92.00</u>
GRAND TOTAL	<b>\$198,876.13</b>

**IN THE MATTER OF PUBLIC HEARING – MERCY FACILITIES BONDS**

The public hearing for Approval of the Issuance of Hospital Facilities Revenue Bonds of the County of Allen, Ohio and was held in the Board of Commissioners' Office this day at 10:00 a.m. In attendance: Abbot Thayer, Dinsmore and Shohl, LLP.

**IN THE MATTER OF RESOLUTION - AUTHORIZING THE COUNTY OF BROWN TO APPROVE THE ISSUANCE OF HOSPITAL FACILITIES REVENUE BONDS OF THE COUNTY OF ALLEN AND AUTHORIZING OTHER DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF SUCH BONDS**

Motion moved by Mr. Applegate to adopt the following resolution. Second: Mr. Gray.

ROLL CALL VOTE: Mr. Gray, yea Mr. Woodruff, yea

The Board of County Commissioners of the County of Brown, Ohio met in regular session on March 11, 2020, with the following members present: Barry Woodruff and Daryll Gray

Commissioner, Daryll Gray, introduced the following resolution and moved its adoption:

**March 11, 2020**

## RESOLUTION

RESOLUTION AUTHORIZING THE COUNTY OF BROWN, OHIO TO APPROVE THE ISSUANCE OF HOSPITAL FACILITIES REVENUE BONDS OF THE COUNTY OF ALLEN, OHIO; AND AUTHORIZING OTHER DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF SUCH BONDS.

WHEREAS, Mercy Health, formerly known as Catholic Health Partners, is a nonprofit Ohio corporation (the "Corporation") that, through its subordinate and affiliated nonprofit entities (the "Affiliates"), owns and operates healthcare facilities at various locations in Ohio, including Hospital Facilities, as defined in Section 140.01 of the Ohio Revised Code, in Brown County, Ohio (the "County") and the Corporation has determined to acquire, construct and equip certain additional Hospital Facilities located in the County (collectively, the "Local Facilities"), and has requested the County of Allen, Ohio (the "Issuer") to issue its bonds therefor; and

WHEREAS, Chapter 140 of the Ohio Revised Code provides a procedure by which "Public Hospital Agencies," as defined therein and including counties and municipal corporations, may enter into an agreement pursuant to which a Public Hospital Agency may issue its revenue bonds to fund the capital needs of Hospital Facilities located in the jurisdictions of each of the Public Hospital Agencies which are parties to such agreement, for the public purpose of better providing for the health and welfare of the people of the State of Ohio by enhancing the availability, efficiency and economy of Hospital Facilities and the services rendered thereby; and

WHEREAS, the Corporation has represented to the County that it has organized under a master trust indenture the financing of certain debt of the Corporation and the Affiliates, including debt incurred to fund the capital needs of the Local Facilities, and from time to time will undertake the financing and refinancing of Hospital Facilities, including the Local Facilities, thereby enhancing the availability, efficiency and economy of Hospital Facilities and the services rendered thereby in the County; and

WHEREAS, the County entered into the Participating Public Hospital Agencies Agreement, dated as of May 1, 2008, with the Issuer and certain additional political subdivisions (collectively with the County, the "Participating Public Hospital Agencies") pursuant to Section 140.03, Ohio Revised Code, through a First Supplement to Participating Public Hospital Agencies Agreement, dated as of April 1, 2015, for the purposes of (a) financing and refinancing through the Issuer certain capital equipment and construction needs of the Corporation and its Affiliates, including the Local Facilities, located within the jurisdiction of the County, including the reimbursement of costs advanced for those purposes, and (b) refunding and retiring outstanding prior indebtedness incurred for such purpose; and

WHEREAS, the Corporation anticipates that the Issuer will issue its Hospital Facilities Revenue Bonds, Series 2018 (Mercy Health), in one or more series (the "Series 2018 Bonds"), in an amount not to exceed \$850,000,000 to (a) finance and refinance the acquisition, construction and equipping of Hospital Facilities located in the jurisdiction of the Participating Public Hospital Agencies and (b) refund and retire certain outstanding prior indebtedness, and the Issuer may, from time to time, determine to issue additional revenue bonds, in order to finance and refinance the costs of Hospital Facilities, in cooperation with the Participating Public Hospital Agencies; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that prior to their issuance, the Series 2018 Bonds must be approved by the "applicable elected representative" (as defined in such Section 147(f) of the Code) of the Issuer and of certain political subdivisions in which Hospital Facilities will be financed, including the County; and

WHEREAS, this Board of County Commissioners is the applicable elected representative of the County; and

WHEREAS, a public hearing was held with respect to the issuance of the Series 2018 Bonds prior to the consideration of this resolution;

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of the County of Brown, Ohio:

SECTION 1. That any revenue bonds issued under the authority of the Participating Public Hospital Agencies Agreement shall not be, and are not, general obligations, debt or bonded indebtedness of the County or any Participating Public Hospital Agency and the holders or owners of such revenue bonds shall not have the right to have excises or taxes levied by the County or any Participating Public Hospital Agency for the payment of principal of, or interest or premium, if any, on such revenue bonds. Such payment shall be made only from funds provided by the Corporation or its Affiliates.

SECTION 2. That this Board, as the "applicable elected representative" of the County for purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended, hereby approves the issuance of the Series 2018 Bonds by the County of Allen, Ohio, in the maximum principal amount of \$850,000,000. It is anticipated, based on information provided by the Corporation, that the proceeds of the Series 2018 Bonds will be used to (i) finance, refinance, or reimburse the costs of, the acquisition, construction and equipping of equipment, real property and improvements to Hospital Facilities, at some or all of the following locations: (A) 154 Health Partners Circle, Mt. Orab known as Mercy Health - Mt. Orab Medical Center, (B) 150 Health Partners Circle, Mt. Orab known as Mercy Heart Institute - Mt. Orab, (C) 621 Main Street West, Mt. Orab known as Mt. Orab Family Medicine, (D) 7109 Bachman, Sardinia, Ohio known as Sardinia Family Medicine and Orthopaedic & Sports Medicine, and (E) 4881 State Route 125, Georgetown, known as Georgetown Family Medicine (each a "project"), the initial owner or principal user of each project being the Corporation, Mercy Health Cincinnati LLC, Mercy Health - Clermont Hospital LLC, or Mercy Health Physicians Cincinnati LLC, each an Ohio non-profit corporation or limited liability company, or a related party thereof; (ii) refund all or a portion of the following bonds whose proceeds were utilized to finance or refinance Hospital Facilities at the projects: County of Allen, Ohio Hospital Facilities Revenue Bonds, Series 2010A (Catholic Healthcare Partners); County of Allen, Ohio Hospital Facilities Revenue Bonds, Series 2010B (Catholic Healthcare Partners); County of Lorain, Ohio Adjustable Rate Hospital Facilities Revenue Bonds, Series 2006 (Catholic Healthcare Partners); County of Lorain, Ohio Adjustable Rate Hospital Facilities Revenue Refunding Bonds, Series 2003 (Catholic Healthcare Partners); and County of Lorain, Ohio Adjustable Rate Hospital Facilities Revenue Bonds, Series 2002B (Catholic Healthcare Partners); and (iii) pay costs of issuance of the Series 2018 Bonds. Not more than \$100,000,000 of the stated principal amount of the Series 2018 Bonds will be allocated to any one project listed

above. A portion of the proceeds of the Series 2018 Bonds will also be used to finance and refinance Hospital Facilities at locations outside the County, in the State of Ohio.

This approval is intended to comply with the provisions of Section 147(f) of the Code, and does not constitute a finding of the Board as to the compliance or noncompliance by the Corporation or the County of Allen, Ohio with any legal requirements imposed upon them in connection with the issuance of the Series 2018 Bonds.

SECTION 3. That the Clerk of this Board and any member of this Board be and they hereby are authorized to execute and deliver on behalf of the County such certificates, documents and instruments in connection with the issuance and public sale of the Series 2018 Bonds and of revenue bonds issued from time to time under authority of the Participating Public Hospital Agencies Agreement, and the delivery of the Participating Public Hospital Agencies Agreement, as may be required, necessary or appropriate, including, without limitation, applicable elected representative approvals, conveyances of title to real and personal property, terminations of financing statements and other releases of security interests in property. Such documents, including the ones specifically authorized hereby, shall be subject to such changes, insertions and omissions as may be approved by this Board, which approval shall be conclusively evidenced by the execution thereof by the proper officers of this Board.

SECTION 4. That the provisions of this Resolution are hereby declared to be severable and, if any section, phrase or provision shall, for any reason, be declared invalid, such declaration of invalidity shall not affect the validity of the remainder of this Resolution.

SECTION 5. All resolutions, orders or parts thereof in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

SECTION 6. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code, and the rules of this Board in accordance therewith.

Commissioner, Barry Woodruff, seconded the motion and the roll being called for adoption of the foregoing resolution, the vote thereon resulted as follows:

ROLL CALL VOTE: Mr. Gray, yea Mr. Woodruff, yea

**IN THE MATTER TO ADJOURN**

Motion moved by Mr. Gray to adjourn this meeting with no further business before the Board this 11th day of March, 2020. Second: Mr. Woodruff.

ROLL CALL VOTE: Mr. Gray, yea Mr. Woodruff, yea

3/11/2020


Commissioners, Daryll Gray and Barry Woodruff, met with Joel Lilje and Tim Wilson, Executive Producers for the Hillcrest Solar Filming Event.

Approval: March 16, 2020

  
Barry Woodruff, President

  
Daryll Gray, Member

  
Tony Applegate, Member

  
Sarah Beath, Clerk

March 11, 2020

