

The Board of County Commissioners, Brown County, Ohio, met in regular session this 24<sup>th</sup> day of August, 2022 with the following members present: Daryll R. Gray, Member Barry Woodruff, Member

Tony Applegate, President, was absent.

In attendance: Sarah Beath, County Administrator

#### **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 – DPS**

Motion moved by Mr. Woodruff to approve the request of Barb Davis, Director, for a supplemental appropriation of unappropriated funds from 2300 *E911 ¼% Sales Tax Fund* in the amount of \$5,870.69 into 2300-2001-52112 *911 Equipment*. Second: Mr. Gray.

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

#### **IN THE MATTER OF SUPPLEMENTAL APPROPRIATION – BOARD OF ELECTIONS**

Motion moved by Mr. Gray to approve the request of Connie Ayers, Director, for a supplemental appropriation of unappropriated funds from 2084 *BOE Security Grant Fund* in the amount of \$1,000.00 into 2084-1004-52112 *Security Grant Equipment*. Second: Mr. Woodruff.

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

#### **IN THE MATTER OF APPROPRIATION CHANGE – BOARD OF ELECTIONS**

Motion moved by Mr. Woodruff to approve the request of Connie Ayers, Director, for an appropriation change to decrease 2085-1004-52118 *Primary Grant Contract Services* in the amount of \$1,000.00 and increase 2085-1004-52115 *Primary Grant Advertising* in the amount of \$1,000.00. Second: Mr. Gray.

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

#### **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. Gray to adopt the following resolution. Second: Mr. Woodruff.

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

##### **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, Bon Secours Mercy Health, Inc., successor by merger to Mercy Health, is a Maryland nonprofit nonstock membership 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

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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 2022 (Bon Secours Mercy Health, Inc.), in one or more series (the "Series 2022 Bonds"), in an amount not to exceed \$300,000,000 to finance and refinance the acquisition, construction and equipping of Hospital Facilities located in the jurisdiction of the Participating Public Hospital Agencies, 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 2022 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 2022 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 2022 Bonds by the County of Allen, Ohio, in the maximum principal amount of \$300,000,000. It is anticipated that the proceeds of the Series 2022 Bonds will be made available to the Corporation and certain of its non-profit affiliates. The Series 2022 Bonds will be issued as qualified 501(c)(3) bonds as defined in Section 145 of the Internal Revenue Code of 1986, as amended, 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 in the County: (A) 154 Health

Partners Circle, Mt. Orab known as Mercy Health - Mt. Orab Medical Center, (B) 621 Main Street West, Mt. Orab known as Mt. Orab Family Medicine, (C) 7109 Bachman, Sardinia, Ohio known as Mercy Health - The Heart Institute - Sardinia, and (D) 4881 State Route 125, Georgetown, known as Mercy Health - The Heart Institute, Georgetown and Georgetown Family Medicine (each, a "project" and collectively, the "projects"), the initial owner or principal user of each project being Mercy Health Cincinnati LLC, Mercy Health - Clermont Hospital LLC, or Mercy Health Physicians Cincinnati LLC, each an Ohio limited liability company, or the Corporation, or a related party thereof; (ii) refinance all or a portion of a taxable loan, the proceeds of which refunded the outstanding principal amount of the \$89,425,000 County of Allen, Ohio Adjustable Rate Hospital Facilities Revenue Bonds, Series 2017B (the "Series 2017B Bonds"); and (iii) pay costs of issuance of the Series 2022 Bonds. The Corporation and its non-profit affiliates operate a healthcare system on several campus sites. The projects are and will be used by the Corporation in an integrated operation for the delivery of healthcare, education, scientific research and administrative activities supporting those activities on several campuses. Not more than \$5,000,000 of the stated principal amount of the Series 2022 Bonds will be spent at the projects in the aggregate, and not more than \$1,000,000 of the stated principal amount of the Series 2022 Bonds will be spent at any one project listed above. A portion of the proceeds of the Series 2022 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 2022 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 2022 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.

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IN THE MATTER TO APPROVE THE BILLS

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

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

DEPT	EXPENDITURE
AUDITOR	\$162.18
BOE	\$4,662.34
BUILDING DEPT	\$0
CLERK OF COURTS	\$0
COMMISSIONERS	\$569.85
COMMON PLEAS	\$2,938.02
CORONER	\$8,750.00
CSEA	\$623.97
DEVELOPMENT	\$95.69
DOG TAGS	\$0
E911	\$4,718.00
EMA	\$511.76
ENGINEER HWY	\$89,413.16
ENGINEER OFFICE	\$210.00
ENGINEER SEWER & WATER	\$0
JFS	\$32,041.58
JURY COMMISSION	\$0
PROBATE/JUVENILE	\$9,530.28
MAINTENANCE	\$1,801.60
MUNICIPAL	\$0
PROSECUTOR	\$1,181.46
RECORDER	\$0
SHERIFF	\$0
TITLE	\$3,831.32
TREASURER	\$22.55
<b>GRAND TOTAL</b>	<b>\$161,063.76</b>

IN THE MATTER TO ADJOURN

Motion moved by Mr. Gray to adjourn this meeting with no further business before the Board this 24<sup>th</sup> day of August, 2022. Second: Mr. Woodruff.

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

8/23/2022

Commissioners attended an Appalachian BUILDS-Appalachian Community Grant meeting at The Orpheum, Hillsboro. In attendance: Sarah Beath, County Administrator

8/24/2022

Commissioners Daryll Gray and Barry Woodruff attended a public hearing for the issuance of Mercy Health hospital revenue bonds. In attendance: Julia Konieczny, Dinsmore and Shohl LLP.

Commissioners Daryll Gray and Barry Woodruff met with Damon Lucas, FRS Transportation, to receive a public transportation update.

Commissioners Daryll Gray and Barry Woodruff met with Sheriff Ellis to discuss department updates.

Approval: August 29, 2022

  
Tony Applegate, President

  
Barry Woodruff, Member

  
Daryll Gray, Member

  
Hannah Ross, Clerk

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