

A Resolution approving the issuance of County of Franklin, Ohio Revenue Bonds (Trinity Health Credit Group), Series 2011OH.

**(Commissioners)**

**WHEREAS**, WHEREAS, the County of Franklin, Ohio, acting by and through the County Hospital Commission of Franklin County, is authorized pursuant to Section 339.15 of the Ohio Revised Code to issue hospital revenue bonds of the County of Franklin, Ohio (the "Issuer");

**WHEREAS**, the Issuer proposes to issue Revenue Bonds (Trinity Health Credit Group), Series 2011OH (the "Bonds") in an aggregate amount presently anticipated not to exceed \$75,000,000 in order (1) to finance or reimburse the costs of acquisition, construction, furnishing and equipping of certain "hospital facilities" as that term is defined in Section 140.01, Ohio Revised Code, located at (a) Mount Carmel East Hospital, 6001 East Broad Street, Columbus, Ohio ("Mount Carmel East"), (b) Mount Carmel West Hospital, 793 West State Street, Columbus, Ohio ("Mount Carmel West"), (c) Mount Carmel St. Ann's Hospital, 480 South Cleveland Avenue, Westerville, Ohio, (d) Mount Carmel St. Ann's Hospital, 495 Cooper Road, Westerville, Ohio, (e) Mount Carmel Health System, 5969 East Broad Street, Columbus, Ohio, (f) Mount Carmel St. Ann's Hospital, 500 South Cleveland Avenue, Westerville, Ohio ("Mount Carmel St. Ann's") and (g) New Albany Medical Center, 7277 Smith's Mill Road, New Albany, Ohio, including the reimbursement for expenditures previously made in connection with the acquisition, construction, installation and equipping of such hospital facilities, (2) to refund the County of Franklin, Ohio Hospital Revenue Bonds, Series 1998 (Holy Cross Health System Corporation), the proceeds of which were used to (a) refund the County of Franklin, Ohio Hospital Revenue Bonds, Series 1991 (Mount Carmel Health), the proceeds of which were used to finance the costs of acquisition, construction, furnishing and equipping of certain health facilities owned and operated by Trinity Health at Mount Carmel East, and (b) finance the costs of acquisition, construction, furnishing and equipping of certain health facilities owned and operated by Trinity Health at Mount Carmel East, Mount Carmel West, Mount Carmel West Hospital at 777 West State Street, Columbus, Ohio and Mount Carmel St. Ann's and (3) to pay certain costs and expenses incurred in connection with the issuance of the Bonds;

**WHEREAS**, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that prior to their issuance, the Bonds must be approved by the "applicable elected representative" of the Issuer (as defined in such Section 147(f) of the Code);

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

**WHEREAS**, on August 31, 2011, a public hearing was held by the County Hospital Commission of Franklin County with respect to the issuance of the Bonds; now, therefore

**BE IT RESOLVED BY THE BOARD OF COMMISSIONERS, FRANKLIN COUNTY, OHIO:**

SECTION 1. That this Board, as the "applicable elected representative" of the County of Franklin, Ohio for purposes of Section 147(f) of the Code, hereby approves the issuance of the Bonds in the currently estimated amount of not to exceed \$75,000,000 pursuant to Chapter 140 of the Ohio Revised Code. The proceeds of the Bonds will be used, in part, to (1) finance the acquisition, construction, renovation, installation and equipping of certain "hospital facilities" as that term is defined in Section 140.01, Ohio Revised Code, consisting of additions and improvements to, and equipment for hospitals or other healthcare facilities owned and operated by Trinity Health Corporation ("Trinity Health") or related healthcare corporations at the following locations: (A) facilities owned and operated by Mount Carmel Health consisting of: Mount Carmel East Hospital, 6001 East Broad Street, Columbus, Ohio; Mount Carmel West Hospital, 793 West State Street, Columbus, Ohio; (B) facilities owned and operated by St. Ann's Hospital of Columbus, Inc. consisting of: Mount Carmel St. Ann's Hospital, 480 and 500 South Cleveland Avenue, Westerville, Ohio, 495 Cooper Road, Westerville, Ohio; (C) facilities owned and operated by Mount Carmel Health System located at 5969 East Broad Street, Columbus, Ohio; and (D) facilities owned and operated by Trinity Health and/or Mount Carmel Health System located at 7277 Smith's Mill Road, New Albany, Ohio, including the reimbursement for expenditures previously made in connection with the acquisition, construction, installation and equipping of such hospital facilities, (2) refund the County of Franklin, Ohio Hospital Revenue Bonds, Series 1998 (Holy Cross Health System Corporation), the proceeds of which were used to (A) refund the County of Franklin, Ohio Hospital Revenue Bonds, Series 1991 (Mount Carmel Health), the proceeds of which were used to finance the costs of acquisition, construction, furnishing and equipping of certain health facilities owned and operated by Trinity Health at Mount Carmel East, and (B) finance the costs of acquisition, construction, furnishing and equipping of certain health facilities owned and operated by Trinity Health

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at Mount Carmel East, Mount Carmel West, Mount Carmel West Hospital at 777 West State Street, Columbus, Ohio and Mount Carmel St. Ann's and (3) pay certain costs and expenses incurred in connection with the issuance of the Bonds.

SECTION 2. That this resolution does not constitute a finding of the Board as to the compliance or noncompliance by the County Hospital Commission of Franklin County with any legal requirements imposed upon it in connection with the issuance of the Bonds.

SECTION 3. That it is found and determined that all formal actions of this Board concerning and relating to the passage of this resolution were passed in an open meeting of this Board, and that all deliberations of this Board and of 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.

SECTION 4. This resolution shall be effective immediately upon its adoption.

Prepared by and return to:  
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