

BCC Mtg. Date: April 26, 2016

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 MERITAS LAW FIRMS WORLDWIDE

April 8, 2016

## ***REPLACEMENT PACKAGE***

### ***VIA HAND DELIVERY:***

Mayor Teresa Jacobs

-AND-

Orange County Board of County Commissioners

Orange County Administration Center

201 S. Rosalind Avenue, 5th Floor

Orlando, Florida 32801

Re: A RESOLUTION of the Board of County Commissioners of Orange County, Florida approving the issuance by (i) the Orange County Health Facilities Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities (as defined below) in Orange County, Florida, in one or more series over the longest period permitted by law, (ii) the Highlands County Health Facilities Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities in Orange County, Florida, in one or more series over the longest period permitted by law, (iii) the Colorado Health Facilities Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities in Orange County, Florida, in one or more series over the longest period permitted by law, and (iv) the Kansas Development Finance Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities in Orange County, Florida, in one or more series over the longest period permitted by law, in each instance for the benefit of Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation

Dear Mayor Jacobs:

The Orange County Health Facilities Authority (the "Authority") respectfully requests that the Board of County Commissioners approve a resolution regarding the issuance of tax exempt revenue bonds for Adventist Health System/Sunbelt, Inc. (the "Borrower").

The proceeds of the bond issue will be used for proposed financing involving up to \$300,000,000 to make a loan or loans to the Borrower to finance the New Apopka Facilities located at 1901 Harmon Road, Apopka, in Orange County, Florida.

As you are probably aware, approval by the Board of a bond issue involving an Orange County project is required by the Internal Revenue Code of 1986, as amended.

ACTION REQUESTED: ADOPTION AND EXECUTION OF A RESOLUTION of the Board of County Commissioners of Orange County, Florida approving the issuance by (i) the Orange County Health Facilities Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities (as defined below) in Orange County, Florida, in one or more series over the longest period permitted by law, (ii) the Highlands County Health Facilities Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities in Orange County, Florida, in one or more series over the longest period permitted by law, (iii) the Colorado Health Facilities Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities in Orange County, Florida, in one or more series over the longest period permitted by law, and (iv) the Kansas Development Finance Authority of its Revenue Bonds (Adventist Health System/Sunbelt Obligated Group) in an aggregate principal amount not to exceed \$300,000,000 with respect to the New Apopka Facilities in Orange County, Florida, in one or more series over the longest period permitted by law, in each instance for the benefit of Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation

A copy of the Resolution has been sent to Lila McHenry in the Orange County Legal Department for review.

The Authority meeting holding the public hearing that is required by TEFRA for these Bonds, was held Tuesday, March 29, 2016. Enclosed is a copy of the TEFRA Minutes of that public hearing.

If you have any questions regarding this matter, please feel free to contact me at your convenience.

Yours very truly,



Michael A. Ryan  
Attorney for Orange County Health Facilities Authority

Enclosures:

1. Letter to Mayor Jacobs dated April 8, 2016
2. Proposed Resolution for adoption by the Board of County Commissioners at the April 26, 2016 meeting, together with Exhibit A – Publisher’s Affidavit; Exhibit B – TEFRA Minutes for the public hearing held at the Authority meeting on Tuesday, March 29, 2016

cc: Ajit Lalchandani, Orange County Administrator (w/o encl.)  
Eric Gassman, Chief Accountability Officer (w/o encl.)  
Cheryl Gillespie, Agenda Development Supervisor (w/encl.)  
William J. Forness, Chairman, OCHFA (via e-mail, w/encl.)  
Leonard H. Habas, Vice Chairman, OCHFA (via e-mail, w/encl.)  
Lila McHenry, Assistant County Attorney (w/ encl.)  
Fred Winterkamp, Manager, Fiscal and Business Services (w/encl.)  
Jane Nagle, Esquire (via e-mail, w/encl.)