



CALLED FOR PICK-UP TO: _____

DATE: _____ BY: _____

DOUGLAS T. SLOAN
City Attorney

ITEM FOR APPROVAL

**CONFIDENTIAL - PROTECTED BY ATTORNEY-CLIENT PRIVILEGE
AND ATTORNEY WORK PRODUCT DOCTRINE
THIS IS NOT A PUBLIC RECORD**

Assignment #	A15-1096	C.O. #	
Fund #	10101	PC BU #	
Org #	520202	Resource Type:	
Project ID #		Timekeeping: Y/N	N
Activity ID #		CIP: Y/N	N
Opened Date:	11/16/2015	Desired Completion Date:	12/1/2015
Status Date:	11/16/2015	Hard Deadline Date:	12/1/2015
Assigned To:	Tracy N. Parvanian		

TO: Karen Bradley
 Finance Department - Administration
 (559) 621-7048
 Pick-up Contact (if different):

DOCUMENT: TEFRA Hearing; Resubmittal -Resolution for the TEFRA hearing on 12/10/15 requested by Trinity Health

Attached material has been:

APPROVED
 NOT APPROVED (Return this sheet with revised document)
 See Comments Below: Staff Report Reviewed: ___ Yes ___ No
(RETURN THIS SHEET WITH REVISED DOCUMENT / RESUBMITTAL)

DOUGLAS T. SLOAN, City Attorney

By: 11/24/15

Date: Approved vice email

RESOLUTION NO. 2015-___

A RESOLUTION OF THE COUNCIL OF THE CITY OF FRESNO, CALIFORNIA, APPROVING THE ISSUANCE OF THE MICHIGAN FINANCE AUTHORITY REVENUE BONDS (CHE TRINITY HEALTH CREDIT GROUP), IN ONE OR MORE SERIES, FOR THE PURPOSE OF REFINANCING THE COSTS OF ACQUISITION, CONSTRUCTION, IMPROVEMENT AND EQUIPPING OF HEALTH CARE FACILITIES OWNED AND OPERATED BY SAINT AGNES MEDICAL CENTER (OR AN AFFILIATE THEREOF) IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$25,000,000 AND CERTAIN OTHER MATTERS RELATING THERETO

WHEREAS, the Michigan Finance Authority (the Authority) is authorized by Executive Order 2010-02 and 1969 PA 38, as amended (the Act), to issue bonds for, among other things, the purpose of making loans to hospitals, to refinance project costs, relating to the acquisition, construction, improvement, equipping, or alteration of hospital facilities (as defined in the Act), to refund bonds issued for the benefit of a hospital, and to pay costs of issuing bonds; and

WHEREAS, Trinity Health Corporation (formerly known as CHE Trinity Inc.) (the Corporation), an Indiana nonprofit corporation, and an entity described under Section 501(c) of the Internal Revenue Code of 1986 (the Code), which is the sole corporate member of Saint Agnes Medical Center, a California nonprofit public benefit corporation and an entity described under Section 501(c)(3) of the Code, has requested the Authority to participate in the Corporation's proposed plan of finance providing for the issuance of one or more series of revenue bonds in an aggregate principal amount not to exceed \$1,100,000,000 (the Bonds) to (i) refinance the costs of acquisition,

Date Adopted:

Date Approved:

Effective Date:

City Attorney Approval:



construction, improvement, and equipping of certain healthcare facilities owned and operated by the Corporation and its affiliates, including approximately \$25,000,000, for the acquisition, construction, improvement, and equipping of certain healthcare facilities (the Facilities) located within the City of Fresno (the City), and refunding of certain bonds, which refinanced the acquisition, construction, improvement and equipping of the Facilities located within the City, and (ii) pay other costs related to the issuance of the Bonds; and

WHEREAS, the Bonds will be “private activity bonds” for purposes of the Code; and

WHEREAS, pursuant to Section 147(f) of the Code, the “applicable elected representatives” of the governmental unit having jurisdiction over the area in which any facility financed or refinanced by the Bonds, as private activity bonds, are located, must approve the issuance of the Bonds by the Authority, after a public hearing held following reasonable public notice; and

WHEREAS, the Council of the City of Fresno (the Council) is the elected legislative body of the City and is one of the applicable elected representatives required to approve the issuance of the Bonds under Section 147(f) of the Code; and

WHEREAS, the Corporation has requested Council to approve its issuance of the Bonds to satisfy the public approval requirement of Section 147(f) of the Code; and

WHEREAS, the Council understands its actions in holding the public hearing and in adopting this Resolution do not obligate the City in any manner for payment of the principal, interest, fees or any other costs associated with the issuance of the Bonds,

and the Council expressly conditions its approval of the issuance of the Bonds by the Authority by the adoption of this Resolution on this understanding; and

WHEREAS, there has been published, at least 14 days before the date hereof, in a newspaper of general circulation within the jurisdiction of the City, a notice that a public hearing regarding the Bonds would be held on the date hereof; and

WHEREAS, Council conducted the public hearing on the date hereof, at which time an opportunity was provided to interested parties to present arguments both for and against the issuance of the Bonds; and

WHEREAS, it is intended that this resolution shall constitute the approval of the issuance of the Bonds as required of qualified 501(c)(3) bonds by Section 147(f) of the Code.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Fresno, as follows:

Section 1. Council hereby approves the issuance of the Bonds by the Authority relating to the Facilities. It is the purpose and intent of this Council that this Resolution constitutes approval of the Bonds and the plan of finance providing for the issuance of the Bonds, for the purposes of Section 147(f) of the Code, with respect to the qualified 501(c)(3) bonds.

Section 2. The officers of the City are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents, which they deem necessary or advisable in order to carry out, give effect to,

and comply with the terms and intent of this Resolution and the financing transaction approved hereby.

Section 3. Neither the City nor its staff have reviewed or considered any project or the expected operation of Facilities contemplated by any project with regards to any State of California statutory requirements. Adoption of this Resolution shall not obligate the City to (i) provide financing to the Corporation for the acquisition, construction, renovation, and development of any Facilities or to issue the Bonds for purposes of financing; or (ii) approve any application or request for, or take any other action in connection with, any environmental, General Plan, zoning or any other permit or other action necessary for the acquisition, construction, development or operation of any Facilities.

Section 4. The Bonds will not constitute an indebtedness, obligation, or pledge of the faith and credit of the City. The Bonds will be limited and special obligations of the Authority.

Section 5. The City Clerk is hereby directed to forward a certified copy of this Resolution to:

John O. Renken, Esq.
Hawkins Delafield & Wood LLP
One Embarcadero Center, Suite 3820
San Francisco, CA 94111

Section 6. This Resolution shall take effect upon its final adoption.

* * * * *

STATE OF CALIFORNIA)
COUNTY OF FRESNO) ss.
CITY OF FRESNO)

I, YVONNE SPENCE, City Clerk of the City of Fresno, certify that the foregoing resolution was adopted by the Council of the City of Fresno, at a regular meeting held on the _____ day of _____, 2015.

AYES :
NOES :
ABSENT :
ABSTAIN :

Mayor Approval: _____, 2015
Mayor Approval/No Return: _____, 2015
Mayor Veto: _____, 2015
Council Override Vote: _____, 2015

YVONNE SPENCE, CMC
City Clerk

BY: _____
Deputy

APPROVED AS TO FORM:
CITY ATTORNEY'S OFFICE

BY: _____
Tracy N. Parvanian, Deputy City Attorney