

IN THE MATTER OF AUTHORIZING RETRO-COMMISSIONING PROCESS FOR THE CHILLER REPAIR WITH PERFECTION GROUP, INC. FOR PROFESSIONAL SERVICES FOR THE HVAC PORTION OF THE AUGLAIZE COUNTY LAW ENFORCEMENT CENTER.

The Board of County Commissioners of Auglaize County, Ohio met in regular session on the 29th day of March, 2012.

Commissioner Bergman moved the adoption of the following:

RESOLUTION

WHEREAS, on December 22, 2009, in Resolution #09-502, the Board of County Commissioners signed a Retro-Commissioning & Maintenance Agreement with Perfection Group, Inc.; and,

WHEREAS, after much of work is completed at this time, Perfection Group, Inc. has offered the Board of County Commissioners recommendations at the Law Enforcement Center to complete the retro-commissioning process; and,

WHEREAS, the following repairs/replacements are recommended for the Chiller Repair at the Law Enforcement Center:

1. Replace the three (3) defective condenser fan motors and install new fan blades on each motor;
2. Replace the three (3) defective condenser fan contractors;
3. Replace the three (3) contactor fuses;
4. Recover the refrigerant that is in the Chiller so the repairs can be completed. The chiller should have 130 lbs of refrigerant R-22 but we suspect it is approximated 50 lbs short due to the leak;
5. Repair the leak on the top of the tube sheet of the condenser coil;
6. Replace the two (2) Liquid line dryer cores;
7. Replace the two (2) oil filters;
8. Replace the oil in the chiller up to 7 gallons;
9. Recharge the chiller with the recover refrigerant and the added 50 lbs to complete the factory charge of 130 lbs of R-22;
10. Complete check out and testing the chiller for proper operation;
11. Perfection will warranty its installed material and workmanship for a period of one year;
12. The grand total for all of the above repairs/replacements is **\$8,261.00.**

THEREFORE BE IT RESOLVED, that the Board of Auglaize County Commissioners does hereby approve and authorizes the President of the Board to execute the agreement for the above stated items for repairs and replacements for the Law Enforcement Center as presented by Perfection Group.

Commissioner Regula seconded the Resolution and upon the roll being called, the vote resulted in the adoption of the Resolution as follows:

Adopted this
29th day of
March, 2012

BOARD OF COUNTY COMMISSIONERS
AUGLAIZE COUNTY, OHIO

Douglas A. Spencer, Yes
Douglas A. Spencer

Don Regula, Yes
Don Regula

John N. Bergman, yes
John N. Bergman

cc: Perfection Group, Inc.
County Administrator
Maintenance - Rick Bice

The Board of County Commissioners of the County of Auglaize, Ohio met in regular session on March 29, 2012, with the following members present:

Bergman, Regula, Spencer

Bergman introduced the following resolution and moved its adoption:

RESOLUTION

RESOLUTION AUTHORIZING THE COUNTY OF AUGLAIZE, 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, Catholic Health Partners is a nonprofit Ohio corporation (the "Corporation") that, through its subordinate and affiliated nonprofit corporations (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 Auglaize 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;

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;

WHEREAS, the County entered into the Participating Public Hospital Agencies Agreement 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, on May 1, 2008 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;

WHEREAS, the Corporation anticipates that the Issuer will issue its Hospital Facilities Revenue Bonds, Series 2012 (Catholic Health Partners), in one or more series (the "Series 2012 Bonds"), in an amount not to exceed \$420,000,000 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;

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that prior to their issuance, the Series 2012 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;

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

WHEREAS, a public hearing was held with respect to the issuance of the Series 2012 Bonds prior to the consideration of this resolution; and

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of the County of Auglaize, 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 2012 Bonds by the County of Allen, Ohio, in the maximum principal amount of \$420,000,000. It is anticipated, based on information provided by the Corporation, that the proceeds of the Series 2012 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) 1256 Bellefontaine Street, Wapakoneta, known as Mammography Center; (B) 1100 Defiance Street,

Wapakoneta, known as St. Rita's Health and Fitness Center; and (C) Route 50, Suites 2 and 4, Wapakoneta, known as Lincoln Medical Center, the initial owner, operator or manager of each of the preceding locations is the Corporation or St. Rita's Medical Center, each an Ohio non-profit corporation, or an affiliate thereof; (ii) refund all or a portion of the following bonds whose proceeds were utilized to finance or refinance Hospital Facilities at locations included in (i) above: County of Lorain, Ohio Hospital Facilities Revenue Refunding and Improvement Bonds, Series 2001A (Catholic Healthcare Partners); and County of Lorain, Ohio Hospital Facilities Revenue Bonds, Series 2002A (Catholic Healthcare Partners); and (iii) pay costs of issuance of the Series 2012 Bonds. It is anticipated that not more than \$185,000,000 of the proceeds of the Series 2012 Bonds will be allocated to any one facility comprising the Project. A portion of the proceeds of the Series 2012 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 2012 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 2012 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.

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

Ayes:

John Bergman
Don Regula
Don Sund

Nays:

ADOPTED this 29th day of March, 2012.

Erin Kappel
Clerk, Board of County Commissioners,
Auglaize County, Ohio