

*Comm Workshop Mtg*  
*8/17/05/jc*

COUNTY OF DAUPHIN  
PENNSYLVANIA

RESOLUTION NO. <sup>25-</sup>\_\_-2005

APPROVING THE FINANCING OF CERTAIN PINNACLE HEALTH SYSTEM HEALTH CARE FACILITIES LOCATED IN DAUPHIN COUNTY, PENNSYLVANIA; DECLARING THAT IT IS DESIRABLE FOR THE HEALTH, SAFETY AND WELFARE OF THE PEOPLE IN THE AREA TO BE SERVED BY SUCH FACILITIES TO HAVE SUCH FACILITIES PROVIDED BY, OR FINANCED THROUGH, THE DAUPHIN COUNTY GENERAL AUTHORITY

WHEREAS, the Dauphin County General Authority (the "Authority") is a body corporate and politic organized under the provisions of the Pennsylvania Municipality Authorities Act, 53 Pa. Cons. Stat. § § 5601-5622 (2005) (which represents the codification of the Municipality Authorities Act of 1945) (the "Act") by the Board of Commissioners (the "County Commissioners") of the County of Dauphin, Pennsylvania (the "County"), for the purpose of undertaking projects of the kind and character contemplated by law for a general purpose authority, as authorized and permitted by, and also as limited by, provisions of the Act; and

WHEREAS, Pinnacle Health System (the "System"), a Pennsylvania not-for-profit corporation, is the sole member of Pinnacle Health Hospitals (the "Corporation"), a Pennsylvania not-for-profit corporation; and

WHEREAS, the Corporation owns and operates, among other facilities, two health care facilities and related real and personal property in Dauphin County, Pennsylvania, known as Harrisburg Hospital (the "Harrisburg Hospital") and Community General Osteopathic Hospital ("CGOH" and, together with Harrisburg Hospital, the "Hospitals"); and

WHEREAS, the Corporation for the benefit of itself and the System (collectively, the "Obligated Group") has applied to the Authority for financing assistance for the purpose of (i) advance refunding portions of the Authority's outstanding Health System Revenue Bonds, Series of 1997 (Pinnacle Health System Project) (the "1997 Bonds") and Health System Revenue Bonds, Series of 1999 (Pinnacle Health System Project) (the "1999 Bonds") and (ii) paying the costs of issuing and insuring the 2005 Bonds hereinafter mentioned (collectively the "2005 Project"); and

WHEREAS, the Obligated Group has requested that the Authority issue its Health System Revenue Bonds, Series of 2005 (Pinnacle Health System Project), in an aggregate principal amount not to exceed \$60,000,000 (the "2005 Bonds"), estimated to be sufficient to provide for the 2005 Project; and

WHEREAS, the project facilities being financed or refinanced with the proceeds of the 2005 Bonds are or will be located at 111 South Front Street, Harrisburg, Dauphin County Pennsylvania 17101, 4300 Londonderry Road, Harrisburg (Lower Paxton Township), Dauphin County, Pennsylvania 17112 and 2601 North Third Street, Harrisburg, Dauphin County, Pennsylvania 17110; and

WHEREAS, the Act permits an authority to undertake the financing of hospital or health care projects with loans to public hospitals, non-profit corporations health centers or nonprofit hospital corporations serving the public, provided that, a declaration is made by the municipality which organized an authority for such a project that it is desirable for the health, safety and welfare of the people in the area to be served by the facilities to have such facilities provided by, or financed through, an authority; and

WHEREAS, the County Commissioners acknowledge that the Obligated Group and its health care facilities provide significant and important services in the area, which seek to address the health, safety and welfare of the people of the County; and

WHEREAS, the Authority has conducted a public hearing (the "TEFRA Hearing") on behalf of itself, as the issuer of the 2005 Bonds, and on behalf of the County, as the governmental unit on behalf of which the Authority acts, as required by and in accordance with Section 147(f) of the United States Internal Revenue Code, of 1986, as amended (the "Code"); and

WHEREAS, the TEFRA Hearing, after due and proper advertisement thereof being duly given according to law, was held on August 17, 2005; and

WHEREAS, Minutes of the TEFRA Hearing were taken and a transcript thereof is attached hereto and has been provided to the County Commissioners in order for the County to issue its approval of the 2005 Bonds as required by the Code;

NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE COUNTY COMMISSIONERS OF THE COUNTY OF DAUPHIN, PENNSYLVANIA, as follows:

1. The 2005 Project, as defined in the preambles hereto, is approved, it being understood that such approval shall not, directly or indirectly, obligate the taxing power of the County or otherwise obligate the County in any way whatsoever. Such approval is given for the purpose of complying with the provisions of the Act relating to the undertaking of the 2005 Project by the Authority.


2. It is hereby declared desirable for the health, safety and welfare of the people in the area served by the health care facilities of the Obligated Group to have the 2005 Project financed through the Authority, and the Authority is hereby authorized to undertake the 2005 Project.


3. The County Commissioners hereby approve pursuant to Section 147(f) of the Code the issuance of the 2005 Bonds proposed by the Authority.

4. The County Commissioners hereby ratify and approve the undertaking by the Authority of the TEFRA Hearing on behalf of itself as the issuer of the 2005 Bonds, and on behalf of the County. The County Commissioners hereby acknowledge and confirm that a transcript of the TEFRA Hearing has been provided to this Board for the Record.

5. The proper officers and representatives of the County are hereby authorized, directed and empowered on behalf of the County to execute any and all documents and to do or cause to be done any and all acts and things necessary or proper for the carrying out of the purposes of this Resolution, including, but not limited to, the approval of the issuance of the 2005 Bonds.


RESOLVED BY THE BOARD OF  
COMMISSIONERS COUNTY OF DAUPHIN  
PENNSYLVANIA

By:  \_\_\_\_\_  
Chair, Board of Commissioners

By:  \_\_\_\_\_  
Vice Chairman, Board of Commissioners

By:  \_\_\_\_\_  
Secretary, Board of Commissioners

This is to certify that the foregoing Resolution is a true and correct copy of the Resolution adopted by the Board of Commissioners of the County of Dauphin at its meeting held the 17th day of August, 2005.

By:   
Chief Clerk and County Executive