

Minutes for Tuesday, March 3, 2020

Mr. Schlumbohm introduced the following resolution and moved its adoption:

RESOLUTION

RESOLUTION AUTHORIZING THE COUNTY OF PUTNAM, 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, Bon Secours Mercy Health, Inc., successor by merger to Mercy Health, is a nonprofit Maryland corporation (the "Corporation") that, through its subordinate and affiliated nonprofit entities (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 Putnam 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; and

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; and

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; and

WHEREAS, the Corporation anticipates that the Issuer will issue its Hospital Facilities Revenue Bonds, Series 2020 (Bon Secours Mercy Health, Inc.), in one or more series (the "Series 2020 Bonds"), in an amount not to exceed \$525,000,000 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; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that prior to their issuance, the Series 2020 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; and

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

WHEREAS, a public hearing was held with respect to the issuance of the Series 2020 Bonds prior to the consideration of this resolution; and

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of the County of Putnam, 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 2020 Bonds by the County of Allen, Ohio, in the maximum principal amount of \$525,000,000. It is anticipated that the proceeds of the Series 2020 Bonds will be made available to the Corporation and certain of its non-profit affiliates. The Series 2020 Bonds will be issued as qualified 501(c)(3) bonds as defined in Section 145 of the Internal Revenue Code of 1986, as amended, 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 in the County: (A) 1010 Putnam Parkway, State Route 109, Ottawa, known as Putnam County YMCA, (B) 110 Selhorst Drive, Ottawa, known as Ottawa Medical Center, (C) 601 State Route 224, Ottawa, known as Putnam County ACC, ED, Kidney Services of West Central Ohio, and Klass Family Medicine, (D) an approximately 11.5 acre parcel located between State Route 224 and Ottawa-Glandorf Rd., immediately east of St. Rita's Putnam County Ambulatory Care Center at 601 State Route 224, Ottawa, (E) an approximately 0.75 acre parcel at

the southwest corner of the intersection of Ottawa-Glandorf Rd. and Thayte Dr., Ottawa, and (F) an approximately 0.25 acre parcel at the northwest corner of the intersection of State Route 224 and Thayte Dr., Ottawa (each, a "project"), the initial legal owner or principal user of each project being Mercy Health - St. Rita's Medical Center LLC, or St. Rita's Professional Services, LLC, each an Ohio limited liability company, or the Corporation, or a related party thereof; (ii) refund all or a portion of the following bonds whose proceeds were utilized to finance or refinance Hospital Facilities at the projects: (A) County of Allen, Adjustable Rate Ohio Hospital Facilities Revenue Bonds, Series 2008 (Catholic Healthcare Partners), which are made up of multiple series of bonds, and (B) County of Allen, Ohio Adjustable Rate Hospital Facilities Revenue Bonds, Series 2015B (Mercy Health); and (iii) pay costs of issuance of the Series 2020 Bonds. The Corporation and its non-profit affiliates operate a healthcare system on several campus sites. The projects are and will be used by the Corporation in an integrated operation for the delivery of healthcare, education, scientific research and administrative activities supporting those activities on several campuses. Not more than \$25,000,000 of the stated principal amount of the Series 2020 Bonds will be allocated to any one project listed above. A portion of the proceeds of the Series 2020 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 2020 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 2020 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.

Mr. Lammers seconded the motion on said Resolution and the vote resulted as follows:

Vote: Mr. Schroeder absent Mr. Lammers yes Mr. Schlumbohm yes
Comm. Jrl. 115 , Page 25-27

Mr. Schlumbohm moved the adoption of the following Resolution:

WHEREAS, The Clerk gave notice to the Board this date of the Engineer's completed survey and estimate of the construction area for the Shane Howell #985 project.
and

WHEREAS, The proposed project commences in the NW part of the SE ½ of Section 23, Monroe Township, Putnam County, Ohio ; Thence along a line of an existing outlet tile crossing Township Road C-20 where said tile outlets into South Powell Creek and there terminates
now therefore, be it

RESOLVED, That the 26th day of March, 2020, at 2:00 p.m. in the General Assembly Room of the Putnam County Court House, Ottawa, Ohio, be and the same is hereby fixed as the time and place for the final hearing on the proposed improvement.
and be it further

RESOLVED, It is found and determined that all formal actions of this Board concerning and relating to the adoption of the Resolution were adopted 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 all legal requirements including Section 121.22 of the Ohio Revised Code.

Mr. Lammers seconded the motion on said Resolution and the vote resulted as follows:

Vote: Mr. Schroeder absent Mr. Lammers yes Mr. Schlumbohm yes
Ditch. Jrl. 6, Page 21

Mr. Lammers moved the adoption of the following Resolution:

BE IT RESOLVED, By the Board of County Commissioners of Putnam County, Ohio, that the following appropriation modification be made for the year ending December 31, 2020.

For Common Pleas...

From...2 B 8, Witness Fees.....to....2 B 7, Juror Fees.....\$10,000.00

Mr. Schlumbohm seconded the motion on said Resolution and the vote resulted as follows:

Vote: Mr. Schroeder absent Mr. Lammers yes Mr. Schlumbohm yes
Comm. Jrl. 115 , Page 28

Mr. Lammers moved the adoption of the following Resolution:

BE IT RESOLVED, By the Board of County Commissioners of Putnam, Ohio, that to provide for the unanticipated revenues for the fiscal year ending December 31, 2020, the following sums be and the same are hereby appropriated for the purpose for which expenditures are to be made during the fiscal year as follows:

Fund 015, Soil Conservation
L 1, Salaries.....\$ 75,000.00
L 3, Equipment.....\$10,000.00
L 6, Rent.....\$ 10,000.00
L 11, PERS.....\$ 10,000.00

Mr. Schlumbohm seconded the motion on said Resolution and the vote resulted as follows:

Vote: Mr. Schroeder absent Mr. Lammers yes Mr. Schlumbohm yes
Comm. Jrl. 115 , Page 29

Mr. Schlumbohm moved to approve a resolution authorizing Brandi Shrader, Putnam County Health Department to apply for, accept and enter into a Water Pollution Control Loan Fund Agreement on Behalf of the County/ Health District of Putnam County for the Repair and Replacement of Home Sewage Treatment Systems.:

WHEREAS, the Putnam County Health District seeks to repair and/or replace failing home sewage treatment systems; and

WHEREAS, the Putnam County Health District intends to apply to the Water Pollution Control Loan Fund (WPCLF) for the repair and/or replacement of failing home sewage treatment systems; and

WHEREAS, the Ohio Water Pollution Control Loan Fund requires the government authority to pass legislation for application of a loan and the execution of a WPCLF assistance agreement; now therefore,

BE IT RESOLVED by the Board of County Commissioners of Putnam County of the Putnam County Health District of Putnam County, Ohio:

SECTION 1. That Brandi Shrader, Registered Sanitarian be and is hereby authorized to apply for a WPCLF assistance agreement, sign all documents for and enter into a Water Pollution Control Loan Fund with the Ohio Environmental Protection Agency for the repair and/or replacement of failing home sewage treatment systems on behalf of the Putnam County Health District of Putnam County, Ohio.

SECTION 2. That is resolution shall take effect and be in force from and after the earliest period allowed by law.

Mr.Lammers seconded the motion on said Resolution and the vote resulted as follows:

Vote: Mr. Schroeder absent Mr. Lammers yes Mr. Schlumbohm yes
Comm. Jrl. 115 , Page 30

Now and Then Purchase orders

- Gen Ditch**.....purchase order 40470
- EMA**.....purchase order 3565
- Common Pleas**.....purchase order 38494
- E-911**.....purchase order 40013
- Ditch Maintenance**....purchase order 40669

Mr. Schlumbohm moved to approve the then and now purchase orders.

Mr. Lammers seconded the motion.

Vote: Mr. Schroeder absent Mr. Lammers yes Mr. Schlumbohm yes
Exceptions: Mr. Schroeder Mr. Lammers none Mr. Schlumbohm none
Comm. Jrl. 115 , Page 31

Purchase orders and travel requests

Job & Family.....Travel request for Meg Schroeder to attend the OCAPS 35th annual conference in Columbus on March 13, 2020 with expenses for meals and registration of \$ 200.00.

Capital Improvement.....Purchase order to Secure Tech Systems Inc for WAVE Plus Control panel with receiver/repeater and buttons for \$ 18,127.50.

Mr. Schlumbohm moved to approve the purchase orders and travel requests.

Mr. Lammers seconded the motion.

Vote: Mr. Schroeder absent Mr. Lammers yes Mr. Schlumbohm yes

Exceptions: Mr. Schroeder Mr. Schlumbohm none Mr. Lammers none

Mr. Schlumbohm called the meeting to order with Mr. Lammers by reciting the Pledge of Allegiance.

Commissioner Schroeder is attending a Workforce Development meeting in Findlay.

Tim Schnipke stopped in to ask about rental space at the Ag Complex he has an inquiry for additional space.

Commissioner Schlumbohm attended the Elected Officials meeting in the lunch room.

Commissioner Lammers left for an appointment.

Commissioner Lammers returned to the office.

The business agenda was held with Commissioners Schlumbohm and Lammers, Cindy Landwehr, Clerk.

The minutes from Thursday February 27, 2020 were reviewed and approved.

Commissioner Lammers left the office.

Commissioner Schroeder arrived from the workforce development meeting.

Christine Smith, Morgan Schimpf and Patricia Lammers of Board of Developmental Disabilities and the officers from the People First of Putnam County Committee met with Commissioners Schroeder and Schlumbohm for them to read and sign the Proclamation for D/D Awareness Month. Commissioner Schlumbohm read the proclamation to the group. Martin Verni, Putnam County Sentinel joined the meeting also. The group took a photograph together.

Mr. Schlumbohm moved to adjourn for lunch.

Mr. Schroeder seconded the motion.

Vote: Schroeder yes Lammers absent Schlumbohm yes

Commissioners Schroeder and Schlumbohm returned from lunch.

Commissioners Schroeder, Schlumbohm and Lammers attended a public hearing for Bon Secours Mercy Health Bonds with Julia Konieczny of Dinsmore and Shohl.

A record commission meeting was held with Commissioner Schlumbohm, Sherri Britsch, Bob Benroth, Cathy Recker and Kim Redman. There are no new submissions for the Commission at this meeting. Sherri asked about the Public Records training if she should take it. It is required for the elected official or their designee to attend with in the first year of them taking office. She could take it for herself if she would like to. Kim said they had been working on setting up a records retention session for the departments.

Mr. Benroth moved to adjourn the meeting.

Mrs. Britsch seconded the motion.

All in favor

Mr. Schlumbohm moved to adjourn for the day.

Mr. Schroeder seconded the motion.

Vote: Schroeder Lammers absent Schlumbohm yes

Mr. Schlumbohm moved to approve the minutes as read from Tuesday, March 3, 2020.

Mr. Lammers seconded the motion.

Vote: Mr. Schroeder yes Mr. Lammers yes Mr. Schlumbohm yes