



children's
JUSTICE CENTER
SALT LAKE COUNTY



Ralph Chamness
Chief Deputy
Civil Division

Lisa Ashman
Administrative
Operations

SIM GILL
DISTRICT ATTORNEY

Jeffrey William Hall
Chief Deputy
Justice Division

Blake Nakamura
Chief Deputy
Justice Division

May 31, 2018

Honorable Aimee Winder Newton
Chair Salt Lake County Council
2001 South State Street, N2200
Salt Lake City, Utah 84190

Dear Chairperson Winder Newton,

The Debt Review Committee ("DRC") met Wednesday, May 30, 2018, to consider Intermountain Health Care's ("IHC") request to participate in a \$98,500,000 conduit issuance with Utah County acting as the issuer. This issuance was contemplated in the 2012 Interlocal Salt Lake County executed with several other Utah counties to participate in multiple IHC conduit issuances.

The County's participation merely requires that it publish notice and hold a TEFRA public hearing. The TEFRA hearing is required under federal tax law. Because Provo (Utah County's county seat) is less than 100 miles from Salt Lake City, the Utah County Commission may hold the public hearing on Salt Lake County's behalf.

Salt Lake County's June 5, 2018, resolution delegates authority to the Utah County Commission to hold the TEFRA hearing on Salt Lake County's behalf and ratifies the public notice published by Chapman and Cutler on May 29, 2018. Furthermore, Salt Lake County's June 12, 2018, resolution will acknowledge and ratify the public hearing held by Utah County Commission on June 12, 2018.

Although Salt Lake County will benefit from the issuance, in the form of improved facilities, it will not be liable for any of the debt. The DRC recommends approval of the June 5th and June 12th resolutions.

Craig Wangsgard will be at the Council meeting and is available if you have any questions. Craig can be reached at 385-468-7796.

Sincerely,

Ralph Chamness
Debt Review Committee Chair

Salt Lake City, Utah

June 5, 2018

The County Council of Salt Lake County, Utah (the “Council”), pursuant to due notice, met in regular public session on the 5th day of June 2018, at the hour of 4:00 P.M., at the regular meeting place of the Council, in Council Chambers, Room N. 1100, Salt Lake County Government Center, 2001 South State Street, Salt Lake City, Utah 84190.

The meeting was duly called to order by the Chair of the Council (the “Chair”) with the following members of the Council being present, constituting a quorum of the Council:

_____	Chair and Member
_____	Member
_____	Member
_____	Member
_____	Member
_____	Member
_____	Member
_____	Member
_____	Member

Absent:

_____	_____
_____	_____
_____	_____

There were also present:

_____	Deputy County Clerk
_____	Deputy District Attorney

During the course of the meeting, there was presented for the minutes and records of the Council, a Verification of Giving Notice evidencing the giving of not less than 24 hours' public notice of the agenda, date, time and place of the June 5, 2018 regular meeting of the Council in compliance with the requirements of Section 52-4-202, Utah Code Annotated 1953, as amended, by (1) posting written notice of the meeting at the principal office of the Council, (2) providing notice to at least one newspaper of general circulation within the geographic jurisdiction of Salt Lake County, Utah, or to a local media correspondent, and (3) posting a copy of the notice of public meeting on the Utah Public Notice Website created under Section 63F-1-701 Utah Code Annotated 1953, as amended; and

The Verification of Giving Notice was ordered recorded in the minutes of the meeting and is as follows:

VERIFICATION OF GIVING NOTICE

STATE OF UTAH)
)
COUNTY OF SALT LAKE)

I, the undersigned, the duly qualified and acting Deputy County Clerk of Salt Lake County, Utah (the “County”), do hereby certify according to the records of the County in my official possession, and upon my own knowledge and belief, that in accordance with the requirements of Section 52-4-202, Utah Code Annotated 1953, as amended, I gave not less than 24 hours’ public notice of the agenda, date, time and place of the June 5, 2018 regular public meeting held by the County Council of the County by:

(a) causing a Notice of Public Meeting to be posted in the office of the County Council of the County, in Council Chambers, Room N. 1100, Salt Lake County Government Center, 2001 South State Street, Salt Lake City, Utah 84190 on June ___, 2018, which was at least 24 hours before the convening of the meeting, in the form attached hereto as *Exhibit A*; said Notice of Public Meeting has continuously remained so posted and available for public inspection during regular office hours until the convening of the meeting;

(b) causing a copy of the Notice of Public Meeting in the form attached hereto as *Exhibit A* to be provided on June ___, 2018, which was at least 24 hours before the convening of the meeting, to *The Salt Lake Tribune* and the *Deseret News*, each a newspaper of general circulation within the geographic jurisdiction of the County, and to each local media

correspondent, newspaper, radio station or television station which has requested notification of meetings of the County Council of the County; and

(c) causing a copy of the Notice of Public Meeting in the form attached hereto as *Exhibit A* to be posted on June ____, 2018, which was at least 24 hours before the convening of the meeting, on the Utah Public Notice Website created under Section 63F-1-701 Utah Code Annotated 1953, as amended.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature and impressed hereon the official seal of the County this 5th day of June, 2018.

[SEAL]

Deputy County Clerk

Thereupon, the following resolution was introduced in written form by the Chair for consideration by the Council. After due discussion of matters contained in the resolution, a call for a vote of adoption and approval thereof was made by the Chair, whereupon the resolution was adopted by the following vote:

AYE: _____

NAY: _____

ABSENT: _____

The resolution was thereupon presented to and approved and signed by the Chair and was attested and recorded by the Deputy County Clerk in the official records of Salt Lake County, Utah. The resolution is as follows:

RESOLUTION NO. ____

A Resolution delegating to Utah County, Utah (the “Issuer”) the authorization to hold a public hearing on behalf of Salt Lake County, Utah with respect to the issuance by the Issuer of its hospital revenue bonds in one or more series, in an aggregate principal amount not to exceed \$98,500,000 with respect to facilities in Salt Lake County, Utah.

*** *** ***

WHEREAS, pursuant to the provisions of the Utah Industrial Facilities and Development Act (Chapter 17 of Title 11, Utah Code Annotated 1953, as amended) (the “Facilities Act”), Utah County, Utah (the “Issuer”) is authorized to issue revenue bonds for the purposes specified in the Facilities Act and to loan the proceeds thereof to IHC Health Services, Inc., a Utah nonprofit corporation engaged in health care services (“Intermountain”), to finance, refinance or provide reimbursement for the acquisition, construction and equipping of health care facilities of Intermountain; and

WHEREAS, pursuant to the provisions of the Interlocal Cooperation Act (Chapter 13 of Title 11, Utah Code Annotated 1953, as amended), the Issuer, Cache County, Utah, Davis County, Utah, Murray City, Utah, Riverton City, Utah, Salt Lake County, Utah, Sandy City, Utah, Sevier County, Utah, Summit County, Utah, Washington County, Utah, Wasatch County, Utah, and Weber County, Utah have entered into the Interlocal Cooperation Agreement dated as of October 1, 2012, as heretofore supplemented and amended which provides for the issuance by Issuer of revenue bonds on behalf of itself, Cache County, Utah, Davis County, Utah, Murray City, Utah, Riverton City, Utah, Salt Lake County, Utah, Sandy City, Utah, Sevier County, Utah, Summit County, Utah, Washington County, Utah, Wasatch County, Utah, and Weber County, Utah, to finance, refinance or provide reimbursement for the acquisition, construction and equipping of health care facilities of Intermountain; and

WHEREAS, the Issuer proposes to issue its hospital revenue bonds (the “Bonds”) in one or more series over the longest period permitted by law and in an aggregate principal amount not to exceed \$98,500,000 with respect to facilities located in Salt Lake County, Utah and loan the proceeds of the Bonds to Intermountain in order to (i) finance, refinance, or reimburse Intermountain for its prior payment of, the costs of acquiring, constructing and equipping certain of the health care facilities described below which are or will be owned by Intermountain, (ii) fund a debt service reserve fund, if deemed advisable by the Issuer and Intermountain, and (iii) pay certain expenses incurred in connection with the issuance of the Bonds, including any premium and fees associated with the credit or liquidity enhancement of the Bonds, if credit or liquidity enhancement is deemed advisable by the Issuer and Intermountain; and

WHEREAS, the costs of acquiring, constructing, improving or renovating the facilities listed below and the costs of acquiring equipment (including, but not limited to, medical

equipment, computer equipment, office equipment and general building furniture, fixtures and equipment) to be used at the facilities listed below are expected to be financed with a combination of proceeds of the Bonds and funds of Intermountain, and a general functional description and the location of each such facility and the maximum aggregate principal amount of Bonds to be issued with respect to each such facility are listed below:

Salt Lake County: (i) renovation and expansion of facilities at Primary Children's Hospital, including, but not limited to, renovation of approximately 120,000 square feet, and expansion of approximately 11,000 square feet of hospital space, located at 100 Mario Capecchi Drive, Salt Lake City, Utah — \$60,000,000; (ii) renovation and expansion of facilities, including, but not limited to, renovation of approximately 15,000 square feet, and expansion of approximately 20,000 square feet of hospital and medical clinic space, all on The Orthopedic Specialty Hospital (TOSH) campus, located directly west of Fashion Blvd (300 E), bordered generally by McMillan Ln on the north and Medical Tower Drive on the south, with a primary mailing address of 5848 S Fashion Blvd, Murray, Utah — \$20,000,000; (iii) a new approximately 21,000-square-foot medical clinic, located on a parcel of land consisting of approximately 4 acres on the Northeast corner of 7800 S and 5600 W, West Jordan, Utah — \$10,000,000; (iv) expansion of facilities at West Jordan Clinic, consisting of approximately 9,000 square feet of new medical clinic space located at 2655 W 9000 S, West Jordan, Utah — \$5,000,000; and (v) expansion of facilities at Rose Canyon Clinic, consisting of approximately 7,000 square feet of new medical clinic space located at 5541 W 13400 S, Riverton, Utah — \$3,500,000; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires approval by the County Council of Salt Lake County, Utah of the proposed issuance of the Bonds after a public hearing following reasonable public notice; and

WHEREAS, Section 147(f) of the Code and the regulations promulgated thereunder allow for public hearings to be combined as long as the the combined hearing affords the residents of all of the participating governmental units a reasonable opportunity to be heard, which combined hearing is presumed to be convenient for residents of each participating governmental unit if it is no more than 100 miles from the seat of government of each participating governmental unit; and

WHEREAS, the Issuer has scheduled a public hearing with respect to the issuance of the Bonds on June 12, 2018 (the "Public Hearing"); and

WHEREAS, Salt Lake County has requested that the Issuer hold the Public Hearing on behalf of Salt Lake County with respect to the facilities located within Salt Lake County, Utah; and

WHEREAS, the seat of government of the Issuer and of Salt Lake County is within 50 miles of each other; and

WHEREAS, the Issuer had indicated that it is willing to hold the Public Hearing on behalf of Salt Lake County with respect to the facilities located within Salt Lake County; and

WHEREAS, notice of the Public Hearing was published on May 29, 2018 in the *The Salt Lake Tribune* and the *Deseret News*, each a newspaper of general circulation within the geographic jurisdiction of Salt Lake County;

NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY COUNCIL OF SALT LAKE COUNTY, UTAH, AS FOLLOWS:

Section 1. This Council, hereby delegates to Utah County, Utah the authorization to conduct a public hearing on behalf of Salt Lake County, Utah with respect to the issuance of the Bonds relating to facilities located in Salt Lake County, Utah.

Section 2. This Council, hereby ratifies the publication on May 29, 2018 of the notice of Public Hearing in the *The Salt Lake Tribune* and the *Deseret News*, each a newspaper of general circulation within the geographic jurisdiction of Salt Lake County.

Section 3. This Resolution shall become effective immediately upon its approval and passage

PASSED AND APPROVED by the County Council of Salt Lake County, Utah, this 5th day of June, 2018.

COUNTY COUNCIL, SALT LAKE COUNTY, UTAH

[SEAL]

By _____
Chair

ATTEST AND COUNTER SIGN:

Deputy County Clerk

APPROVED AS TO FORM:

By _____
Deputy District Attorney

(Other business not pertinent to the above appears in the minutes of the meeting.)

Upon the conclusion of all business and upon motion duly made and carried, the meeting of the Council was adjourned.

By _____
Chair

[SEAL]

ATTEST:

Deputy County Clerk

STATE OF UTAH)
)
COUNTY OF SALT LAKE)

I, the undersigned, the duly qualified and acting Deputy County Clerk of Salt Lake County, Utah (the “County”), do hereby certify, according to the records of the County in my official possession, that the above and foregoing constitutes a true and correct copy of excerpts from the minutes of a regular public meeting of the County Council of Salt Lake County, Utah, held on June 5, 2018, including a resolution adopted at said meeting, as said minutes and resolution are officially of record in my possession. Said resolution remains in full force and effect and has not been amended or repealed as of the date hereof.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature and impressed hereon the official seal of Salt Lake County, Utah, this 5th day of June, 2018.

[SEAL]

Deputy County Clerk

EXHIBIT A

[ATTACH COPY OF MEETING NOTICE]