

**RESOLUTION NO. 21-165**

**Dated: 10/19/2021 (18)**

**RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF SAN DIEGO APPROVING THE ISSUANCE BY THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY OF ITS REVENUE OBLIGATIONS FOR THE BENEFIT OF COMMUNITY HEALTH SYSTEMS, INC. IN AN AGGREGATE MAXIMUM STATED PRINCIPAL AMOUNT OF \$7,000,000 FOR THE PURPOSE OF FINANCING AND REFINANCING THE COST OF THE ACQUISITION, CONSTRUCTION, IMPROVEMENT, FURNISHING AND EQUIPPING OF FACILITIES, PROVIDING THE TERMS AND CONDITIONS FOR SUCH REVENUE OBLIGATIONS AND OTHER MATTERS RELATING THERETO.**

WHEREAS, Community Health Systems, Inc., a California nonprofit public benefit corporation (the "Borrower"), and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), has requested that the California Enterprise Development Authority (the "Authority") issue, in one or more series, from time to time, pursuant to a plan of finance, its tax-exempt and/or taxable revenue obligations in an aggregate principal amount not to exceed \$7,000,000 (the "Revenue Obligations") for the benefit of the Borrower, pursuant to Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California (commencing with Section 6500) (the "Act"), the proceeds of which will be used (a) to finance, refinance, or reimburse the Borrower for the cost of acquiring, constructing, improving, furnishing, renovating, and equipping certain of the Borrower's commercial medical buildings located in several jurisdictions throughout the State of California, including in the County of San Diego, and (b) to fund certain swap termination fees, expenses incurred in connection with the issuance of the Revenue Obligations, and other related costs (collectively, the "Project"); and

WHEREAS, a portion of the proceeds of the Revenue Obligations in a principal amount not to exceed \$3,500,000 will be used to finance and refinance the cost of acquisition, construction, improvement, furnishing and equipping of the Borrower's property in the County of San Diego (the "County") located at 1328 South Mission Road, Fallbrook, California 92028, consisting of a commercial medical office building and related facilities (the "Property"); and

WHEREAS, the Borrower will own and operate the Project in connection with its mission providing high quality and compassionate medical, dental, women's health, behavioral health, and vision care services to those who are under-served, uninsured, or under-insured; and

WHEREAS, pursuant to Section 147(f) of the Internal Revenue Code of 1986 (the "Code"), the issuance of the Revenue Obligations by the Authority must be approved by an applicable legislative body having jurisdiction over the area in which all or a portion of the Project and the Property are located; and

WHEREAS, the Property is located within the territorial limits of the County; and

WHEREAS, the Board of Supervisors of the County (the "Board") is the elected legislative body of the County and is one of the "applicable elected representatives" allowed to approve the issuance of the Revenue Obligations under Section 147(f) of the Code; and

WHEREAS, the Authority has requested that the Board approve the issuance of the Revenue Obligations by the Authority in order to satisfy the public approval requirement of Section 147(f) of the Code; and

WHEREAS, pursuant to Section 147(f) of the Code, the Board has, following notice duly given, held a public hearing regarding the issuance of the Revenue Obligations, and now desires to approve the issuance of the Revenue Obligations by the Authority; and

WHEREAS, it is in the public interest and for the public benefit that the Board approve the issuance of the Revenue Obligations by the Authority for the aforesaid purposes.

**NOW, THEREFORE, BE IT RESOLVED, DETERMINED AND ORDERED** by the Board of Supervisors of the County of San Diego, State of California as follows:

**Section 1.** On information and belief, the foregoing recitals are true and correct.

**Section 2.** The Board hereby approves the issuance, in one or more series, from time to time, pursuant to a plan of finance, of the Revenue Obligations by the Authority for the financing of the Project and the Property. It is the purpose and intent of the Board that this resolution constitutes approval of the issuance of the Revenue Obligations by the Authority for the purposes of Section 147(f) of the Code by an applicable elected representative of the governmental unit having jurisdiction over the area in which the Project and the Property are located, in accordance with said Section 147(f). This resolution shall also constitute the approval of the issuance of the Revenue Obligations by the Authority within the meaning of the Joint Exercise of Powers Act, comprising Articles 1, 2, 3 and 4 of Chapter 5 of Division 7 of Title 1 (commencing with Section 6500) of the Government Code of the State of California.

**Section 3.** The issuance of the Revenue Obligations shall be subject to the approval of the Authority of all financing documents relating thereto to which the Authority is a party. The County shall have no responsibility or liability whatsoever with respect to the Revenue Obligations.

**Section 4.** The adoption of this Resolution shall not obligate the County or any department thereof to (i) provide any financing with respect to the Project or the Property; (ii) approve any application or request for or take any other action in connection with any planning approval, permit or other action necessary with respect to the Project or the Property; (iii) make any contribution or advance any funds whatsoever to the Authority or the Borrower; or (iv) take any further action with respect to the Authority or its membership therein.

**Section 5.** The officers of the County 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 6.** This resolution shall take effect immediately upon its adoption.

APPROVED AS TO FORM AND LEGALITY  
COUNTY COUNSEL

By: RACHEL H. WITT, CHIEF DEPUTY

ON MOTION of Supervisor Fletcher, seconded by Supervisor Vargas, the above Resolution was passed and adopted by the Board of Supervisors, County of San Diego, State of California, on this 19<sup>th</sup> day of October 2021, by the following vote:


AYES: Vargas, Anderson, Fletcher, Desmond  
ABSENT: Lawson-Remer

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STATE OF CALIFORNIA)  
County of San Diego) <sup>SS</sup>

I hereby certify that the foregoing is a full, true and correct copy of the Original Resolution entered in the Minutes of the Board of Supervisors.

ANDREW POTTER  
Clerk of the Board of Supervisors

By:   
Nancy Vizcarra, Deputy



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Meeting Date: 10/19/2021 (18)