

LANCASTER COUNTY COMMISSIONERS' MEETING

AGENDA

MARCH 9, 2016

7:00 P.M.

DENVER BOROUGH MUNICIPAL BUILDING



1. Meeting Called to Order: This evening's meeting will be conducted by Commissioner Dennis Stuckey.
2. Pledge of Allegiance
3. Minutes as Distributed: Postpone approval of February 17, 2016 Commissioners' Meeting Minutes and March 2, 2016 Commissioners' Meeting Minutes.
4. Welcome and Thank You
5. Old Business:
 - a. **Re-announcement**
There will be no Work Session held on Tuesday, March 15, 2016.
6. New Business:
 - a. **Denver Borough Presentation**
Blake S. Daub, Council President, Denver Borough
 - b. **Introduction of Chief Clerk Robert Still**
 - c. **Presentation of Proclamation – "American Red Cross Month"**
Jennifer Wiggin, Major Gift Officer, Lancaster County Chapter American Red Cross
 - d. **Resolution No. 30 of 2016**
James Noel, Esquire, Solicitor to the Lancaster County Hospital Authority
Jonathan Cox, Esquire, Rhoads and Sinon, Special Counsel to Lancaster General Health
Robert Macina, Esquire, Executive V. P., Chief Administrative/Legal Officer and Corporate Secretary to Lancaster General Health
F. Joseph Byorick, Treasurer, Lancaster General Health
7. Questions and Answers from Public
8. Adjourn



County Commissioners
Dennis P. Stuckey, Chairman
Joshua G. Parsons, Vice-Chairman
Craig E. Lehman
Chief Clerk
Andrea M. McCue

PROCLAMATION

American Red Cross Month

March 9, 2016

WHEREAS, March is American Red Cross Month - a special time to recognize and thank our Everyday Heroes – those selfless Red Cross volunteers and donors who give of their time and resources to help community members; and

WHEREAS, These heroes help families find shelter after a home fire, give blood to help trauma victims and cancer patients, deliver comfort items to military members in the hospital, enable children around the globe to be vaccinated from measles and rubella, use their lifesaving skills to save someone from a heart attack, drowning, or choking; and

WHEREAS, The American Red Cross depends on local heroes to deliver help and hope during a disaster. We applaud our heroes here in Lancaster County who give of themselves to assist their neighbors when they need a helping hand; and

WHEREAS, Across the country and around the world, the American Red Cross responds to disasters big and small. In fact, every eight minutes the organization responds to a community disaster, providing shelter, food, emotional support and other necessities to those affected; and

WHEREAS, The American Red Cross collects 40 percent of the nation’s blood supply; provides 24-hour support to military members, veterans and their families; teaches millions lifesaving skills, such as lifeguarding and CPR; and through its Restoring Family Links program, connects family members separated by crisis, conflict and migration; and

WHEREAS, We dedicate the month of March to all those who support the American Red Cross mission to prevent and alleviate human suffering in the face of emergencies. Our community depends on the American Red Cross, which relies on donations of time, money and blood to fulfill its humanitarian mission.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF LANCASTER COUNTY, PENNSYLVANIA, that the County of Lancaster does hereby celebrate the month of March, 2016 as American Red Cross Month in Lancaster County. We have a long history of helping our neighbors in need and encourage all Americans to support this organization and its noble humanitarian mission.



Dennis P. Stuckey, Chairman

Joshua G. Parsons, Vice Chairman

Craig E. Lehman

Board of Commissioners of
Lancaster County, Pennsylvania

COUNTY OF LANCASTER, PENNSYLVANIA

RESOLUTION NO. 30 OF 2016

On motion of Commissioner _____, seconded by Commissioner _____:

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF THE COUNTY OF LANCASTER, APPROVING THE FINANCING BY LANCASTER COUNTY HOSPITAL AUTHORITY OF CERTAIN PROJECTS TO BE UNDERTAKEN WITH RESPECT TO THE LANCASTER GENERAL HOSPITAL AND THE UNIVERSITY OF PENNSYLVANIA HEALTH SYSTEM; DECLARING THAT IT IS DESIRABLE FOR THE HEALTH, SAFETY, AND WELFARE OF THE PEOPLE IN THE AREA SERVED BY SUCH FACILITIES TO HAVE SUCH FACILITIES PROVIDED BY OR FINANCED THROUGH SUCH AUTHORITY; GIVING APPROVAL FOR THE USE OF TAX-EXEMPT FINANCING FOR THE PROJECT; AND AUTHORIZING OTHER NECESSARY AND APPROPRIATE ACTION.

WHEREAS, The Lancaster General Hospital (“LGH”), a corporation not-for-profit organized and existing under laws of the Commonwealth of Pennsylvania, owns and operates hospital facilities in the City of Lancaster, Lancaster County, Pennsylvania, known as The Lancaster General Hospital; and

WHEREAS, Lancaster County Hospital Authority (the “Authority”), a municipality authority organized by this County under the Pennsylvania Municipality Authorities Act of 1945, as amended, now the Municipality Authorities Act, 53 Pa.C.S. Chapter 56, as amended (the “Authorities Act”), proposes to act as a conduit in connection with the issuance of tax-exempt obligations in an aggregate principal amount not to exceed \$570,000,000 (the “Bonds”) to finance the costs and expenses of the Project, as more particularly described in **Exhibit A** attached to this Resolution; and

WHEREAS, The financing of the Project will constitute the financing of a “health center” operated by a “nonprofit corporation,” all within the meaning of the Authorities Act; and

WHEREAS, Under the Authorities Act, the Authority may undertake to finance a hospital or health center to be leased, or financed with a loan or loans, to a nonprofit corporation serving the public only if this County, as the governmental unit that organized the Authority, declares by resolution or ordinance that it is desirable for the health, safety and welfare of the people in the area served by such health center facilities to have such facilities provided or financed by the Authority; and

WHEREAS, The Authority has requested that this County, by resolution or ordinance, declare that it is desirable for the health, safety, and welfare of the people in the area served by the Project to have the Project financed by the Authority; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), provides that tax-exempt obligations may not be issued for the benefit of persons other than state and local governments unless the issue is approved by a political subdivision within which the properties being financed or refinanced extend and the “applicable elected representatives” of the governmental unit which will issue the tax-exempt obligations or, if such governmental unit has no elected officials, then by the “applicable elected representatives” of the next higher governmental unit, following a public hearing of which reasonable public notice is given; and

WHEREAS, The Authority has no elected representative, and this County, as the incorporator of the Authority, is the next higher governmental unit with applicable elected representatives, within the meaning of the Code; and

WHEREAS, Notice of a public hearing with respect to the Project and the proposed issuance of the Bonds by the Authority as tax-exempt obligations was published on February 18, 2016 in the LNP, Lancaster, Pennsylvania, a newspaper of general circulation in the area to be served by the Project; and

WHEREAS, A public hearing with respect to the Project and the issuance of the Bonds was held on March 3, 2016, at the time and place set forth in such Notice; and

WHEREAS, A summary of the public hearing [for which there were no public questions and comments presented], has been presented to and reviewed by the Board of County Commissioners of this County.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF LANCASTER COUNTY, PENNSYLVANIA AS FOLLOWS:

1. The Board of County Commissioners of this County does hereby find and declare that it is desirable for the health, safety, and welfare of the people in the area served by the Project to have the Project financed by the Authority.
2. The advertisement and holding of a public hearing as required by the Code with respect to the Bonds and the Project in the name of and on behalf of this County by the Authority, its Solicitor, or his or her delegate is hereby ratified, confirmed, and approved.
3. The Board of County Commissioners of this County designates and authorizes its Chairman or Vice Chairman to execute and deliver on behalf of this County a Certificate of Approval with respect to the Bonds, such Certificate of Approval to be substantially in the form attached hereto as **Exhibit A**.
4. The approval(s) granted or to be granted by this Resolution shall not, in any way, pledge or obligate the credit or taxing power of this County, nor shall this County be liable for the payment of the principal of, or interest on, any obligations issued by the Authority as contemplated herein.

5. Nothing in this Resolution is intended to be, nor shall it be construed as, an approval of the Bonds or of the Project by this County for any purposes other than (1) the exception for hospital or health center projects set forth in Section 5607(b)(2)(iv) of the Authorities Act, 53 Pa.C.S. §5607(b)(2)(iv), and (2) the public approval requirement of Section 147(f) of the Code.

6. All prior actions of this County and of the Authority taken in conformity with the intent and purposes of this Resolution are ratified, confirmed, and approved.

7. All prior resolutions or parts of resolutions, insofar as such shall be inconsistent herewith, shall be and the same expressly are repealed.

8. This Resolution shall take effect immediately.

DULY ADOPTED this 9th day of March, 2016, by the Board of County Commissioners of the County of Lancaster, Pennsylvania, in lawful session duly assembled.

COUNTY OF LANCASTER, Pennsylvania

By: _____
County Commissioner

By: _____
County Commissioner

By: _____
County Commissioner

ATTEST:

Chief Clerk

(SEAL)

EXHIBIT A

COUNTY OF LANCASTER, Pennsylvania

CERTIFICATE OF APPROVAL

The undersigned, being the applicable elected representative of the County of Lancaster, Pennsylvania (the "County"), a political subdivision of the Commonwealth of Pennsylvania, does hereby approve the use of tax-exempt financing in the maximum amount set forth below for the project described below. Such financing shall be evidenced by a tax-exempt obligation or obligations (the "Bonds") to be issued by LANCASTER COUNTY HOSPITAL AUTHORITY (the "Authority"). This Approval is being given after due consideration of the minutes of a public hearing on the matter held on the date and at the time and place set forth below following reasonable public notice:

Description of the Project to be Financed or Refinanced: The proceeds of the Bonds will be loaned to The Trustees of the University of Pennsylvania (the "University"), Presbyterian Medical Center of the University of Pennsylvania Health System d/b/a Penn Presbyterian Medical Center ("PPMC"), Pennsylvania Hospital of the University of Pennsylvania Health System ("PAH"), The Chester County Hospital and Health System ("TCCHHS"), and The Lancaster General Hospital ("LGH"), each a Pennsylvania non-profit corporation and an organization described in Section 501(c)(3) of the Code, to be used for the Project described as follows: (a) the financing of (i) the completion of construction of a six-story addition above existing LGH facilities on the corner of North Lime and East Frederick streets in the City of Lancaster for use as private rooms and shell space for future private room construction as demand necessitates; (ii) upgrades to boiler facilities and equipment of LGH at the facilities set forth below; (iii) moving the Pennsylvania College of Health Sciences to a new campus and converting the space for use as an educational instruction space from its current manufacturing design; (iv) various other capital projects of LGH at the facilities set forth below; (v) various capital projects at the Pavilion for Advanced Care at the facilities of PPMC set forth below; (vi) a new outpatient facility of PPMC at the facilities set forth below; (vii) the demolition of an existing office building and construction of a new office building of Penn Medicine; (viii) the construction of an extension to the Perelman Center for Advanced Medicine at the facilities of the University set forth below; (ix) the construction of the Center for Advanced Cellular Therapeutics at the Perelman Center for Advanced Medicine at the University's facilities set forth below; and (x) various capital projects of TCCHHS at the facilities set forth below; (b) the refinancing of certain outstanding indebtedness of various members of the University of Pennsylvania Health System (the "System"), including all or a portion of (i) The University of Pennsylvania Health System Revenue Bonds, Series A of 2011 issued by the Pennsylvania Higher

Educational Facilities Authority (“PHEFA”); (ii) The University of Pennsylvania Health System Revenue Bonds, Series A of 2009 issued by PHEFA; (iii) the Health System Revenue Bonds (The Lancaster General Hospital Construction Project), Series A of 2007 issued by the Authority; (iv) the Health System Revenue Bonds (The Lancaster General Hospital Refunding Project), Series B of 2007 issued by the Authority; (v) the Health System Revenue Bonds (The Lancaster General Hospital Refunding Project), Series A of 2012 issued by the Authority; (vi) the Health System Revenue Bonds (The Lancaster General Hospital Project), Series B of 2012 issued by the Authority; and (vii) The Lancaster General Hospital, Series of 2015 Master Note; (c) the payment of capitalized interest on the Bonds; and (d) the payment of certain costs of issuance in respect of the Bonds.

Estimated Maximum Aggregate Principal Amount of Bonds: \$570,000,000.

Initial Owners and Operators of the Project: The System, which consists of the University, PPMC, Clinical Care Associates of the University of Pennsylvania Health System, a Pennsylvania nonprofit corporation, Wissahickon Hospice, a Pennsylvania nonprofit corporation, PAH, TCCHHS, LGH, and Lancaster General Health, a Pennsylvania nonprofit corporation, all of which are wholly-controlled affiliates of the University.

Location of Facilities Being Financed: On the University’s campus bounded by Spruce Street and South Street on the North, Health Sciences Drive and Convention Avenue on the South and East, and University Avenue on the West, in the City of Philadelphia, Pennsylvania; (ii) on the TCCHHS campus bounded by Goshen Road on the North, E. Marshall Street to the East and South and Marshall Drive to the West, in West Goshen Township, Pennsylvania and the Borough of West Chester, Pennsylvania; (iii) on the PPMC campus bounded by Baring Street on the North, Market Street on the South, 38th Street on the East and 40th Street on the West, in the City of Philadelphia, Pennsylvania; (iv) on the PAH campus bounded by 9th Street on the West, 7th Street on the East, Locust Street on the North and Pine Street on the South, in the City of Philadelphia, Pennsylvania; (v) on the Penn Medicine Washington Square facilities bounded by Walnut Street on the North, 8th Street on the East, Locust Street on the South and 9th Street on the West, in the City of Philadelphia, Pennsylvania; (vi) on the Penn Medicine University City facilities bounded by Market Street on the South, 36th Street to the East, 38th Street to the West and Filbert Street to the North, in the City of Philadelphia, Pennsylvania; (vii) on LGH’s main campus at 555 North Duke Street, Lancaster, Pennsylvania; (viii) on the Pennsylvania College of Health Sciences new campus to be located at 850 Greenfield Road, Lancaster, Pennsylvania (East Lampeter Township, Lancaster County, Pennsylvania); (ix) on LGH’s campus in East Hempfield Township, Lancaster County, Pennsylvania in the area bounded by Route 741, the Harrisburg Pike, Good Drive and Route 30; (x) on PPMC facilities located at 3737 Market Street in Philadelphia, Pennsylvania; (xi) on the PENN Medicine facilities located at 3600 Civic Center Boulevard in Philadelphia, Pennsylvania; (xii) on the PENN Medicine at Valley Forge facility located at 1001 Chesterbrook

Boulevard in Berwyn, Chester County, Pennsylvania; (xiii) on the PENN Medicine at Doylestown facility located at 599 West State Street in Doylestown, Bucks County, Pennsylvania; (xiv) on the PENN Medicine at Radnor facility located at 250 King of Prussia Road in Radnor Township, Delaware County, Pennsylvania; and (xv) on the PENN Medicine at Limerick facility located at 420 West Linfield-Trappe Road in Limerick, Montgomery County, Pennsylvania.

Time, Date and Place of Public Hearing: 4:00 p.m., prevailing local time, Thursday, March 3, 2016, at the offices of McNeese, Wallace & Nurick LLC, 570 Lausch Lane, Suite 200, Lancaster, Pennsylvania 17601.

Notice of Public Hearing: Notice of Hearing published February 18, 2016, in the LNP, Lancaster, Pennsylvania.

Synopsis of Hearing: A Synopsis of the Hearing was prepared and submitted to the Board of County Commissioners and is on file with the Chief Clerk.

This Approval is given by the County as the next higher governmental unit with elected representatives from which the Authority derives its authority to finance the Project and as a governmental unit within whose jurisdiction a portion of the Project is located, and solely for the purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended. The obligations to be issued shall not constitute a debt or obligation of the County, and the County hereby assumes no obligation whatsoever with respect to payment of the same. This Certificate of Approval is not intended to be, nor shall it be construed as, an approval of the obligations to be issued by the Authority or of the Project for any purpose other than the public approval requirement of Section 147(f) of the Code.

IN WITNESS WHEREOF, the undersigned, being duly authorized to act on behalf of the Board of County Commissioners of the County, has executed this Approval this 9th day of March, 2016.

(Vice) Chairman of the Board of County
Commissioners of the County of Lancaster,
Pennsylvania

CERTIFICATE

I, the undersigned (Assistant) Chief Clerk of the Board of County Commissioners of the County of Lancaster, Pennsylvania (the "County"), certify: that the foregoing is a true and correct copy of a Resolution that duly was adopted by affirmative vote of a majority of all members of the Board of County Commissioners of the County at a meeting duly convened and held according to law on March 9, 2016, at which meeting a quorum was present; that said Resolution duly has been recorded in the minutes of the said Board; and that said Resolution is in full force and effect, without amendment, alteration or repeal, as of the date of this Certificate.

I further certify that said Board met the advance notice and public comment requirements of the Sunshine Act, 65 Pa.C.S. §701, *et seq.*, by advertising the time and place of said meeting, by posting prominently a notice of said meeting at the principal office of the County or at the public building in which said meeting was held, and by providing a reasonable opportunity for public comment at such meeting prior to adopting said Resolution, all as required by such Act.

IN WITNESS WHEREOF, I set my hand and affix the official seal of the County, this 9th day of March, 2016.

(Assistant) Chief Clerk of the Board of County
Commissioners of the County of Lancaster,
Pennsylvania

(SEAL)