

WS 3/15/17  
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BOARD OF COUNTY COMMISSIONERS  
COUNTY OF DAUPHIN  
COMMONWEALTH OF PENNSYLVANIA

RESOLUTION #8-2017

APPROVING A PLAN OF FINANCE BY THE GEISINGER AUTHORITY; IN ACCORDANCE WITH SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, DECLARING THAT IT IS DESIRABLE FOR THE HEALTH, SAFETY AND WELFARE OF THE PEOPLE OF DAUPHIN COUNTY FOR THE GEISINGER AUTHORITY TO UNDERTAKE A PROJECT INVOLVING THE ISSUANCE OF HEALTH SYSTEM REVENUE BONDS, SERIES 2017 (GEISINGER HEALTH SYSTEM); AND AUTHORIZING OTHER PROJECTS INVOLVING GEISINGER HEALTH AND ITS AFFILIATES SERVING THE PEOPLE OF DAUPHIN COUNTY

WHEREAS, the Geisinger Authority (the "Authority") was duly incorporated under the provisions of the Pennsylvania Municipality Authorities Act, (the Act of May 2, 1945, P.L. 382) (as amended and continued pursuant to the Act of June 19, 2001, P.L. 287, No.22 (53 Pa.C.S.Ch.56, as amended) (the "Act") pursuant to an ordinance (the "Ordinance") enacted by the Board of County Commissioners of the County of Montour on November 20, 1975; and

WHEREAS, the Ordinance provides that the Authority shall be organized for the purpose of acquiring, holding, constructing, improving, maintaining and operating, owning, leasing, either in the capacity of lessor or lessee, hospitals, health centers and similar facilities as provided in the Act; and

WHEREAS, the Authority in the future intends to acquire, hold, construct, improve, maintain, operate, own and lease, either in the capacity of lessor or lessee, hospitals, health centers, non-profit corporations serving the public and similar facilities as provided in the Act, the owners or operators of which are Geisinger Health or one of its affiliates listed below.

WHEREAS, pursuant to the Act, the Authority intends to issue one or more series bonds the proceeds of which will be used to finance or refinance costs of health care facilities for the benefit of the following entities affiliated with Geisinger Health, some of whose facilities are located within the boundaries of the County of Dauphin, Pennsylvania: (1) Geisinger Health ("Geisinger Health") (formerly, Geisinger Health System Foundation); (2) Geisinger System Services; (3) Geisinger Medical Center; (4) Marworth; (5) Geisinger Wyoming Valley Medical Center; (6) Geisinger Clinic; (7) Geisinger Community Health Services; (8) Geisinger - Bloomsburg Hospital; (9) Community Medical Center DBA Geisinger-Community Medical Center; (10) Mountain View Nursing Home, Inc. DBA Mountain View Care Center; (11) Geisinger-Bloomsburg Health Care Center; (12) Holy Spirit Hospital of the Sisters of Christian Charity; (13) Geisinger Commonwealth School of Medicine (formerly, The Commonwealth Medical College); (14) Spirit Physician Services, Inc. DBA Holy Spirit Medical Group; (15) West Shore Advanced Life Support Services, Inc.; (16) AtlantiCare Regional Medical Center; (17) Geisinger-Lewistown Hospital; and (18) Family Health Associates of Geisinger-Lewistown Hospital (collectively, the "Affiliates" and together with Geisinger Health, the "System"); and

WHEREAS, Geisinger Health or one or more of the Affiliates serve the people of the County of Dauphin, Pennsylvania (the "County"); and

WHEREAS, in accordance with Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), a public hearing was held by the County Commissioners of the County on March 15, 2017, at 10:00 a.m. at the Commissioners Hearing Room, Dauphin County Administration Building, 2 S. 2<sup>nd</sup> Street, 4<sup>th</sup> Floor, Harrisburg, Pennsylvania in connection with the proposed issuance by the Authority of one or more series of its Health System Revenue Bonds (the "Bonds") in an aggregate principal amount not to exceed \$850,000,000, as described in the attached published notice of the hearing; and

WHEREAS, Section 147(f) of the Code requires that the applicable elected representative of the governmental unit on behalf of which bonds were issued and of each governmental unit having jurisdiction over the area in which any facility, with respect to which financing is to be provided from the net proceeds of the bonds, is located, approve the bonds after a public hearing in order for a private activity bond to be a qualified bond under the Code; and

WHEREAS, the Board of County Commissioners of the County is the applicable elected representative of the governmental unit having jurisdiction over the System's facilities located in Dauphin County; and


WHEREAS, pursuant to the Act, Geisinger Health and the Authority have requested the Board of County Commissioners of the County to declare, by this resolution, that the Project is desirable for the health, safety and welfare of the people in the County served by the Project.

NOW, THEREFORE,

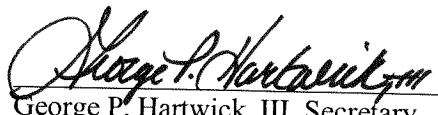
1. The issuance of the Bonds for the Project described in the attached notice is approved.
2. The Board of County Commissioners of the County hereby determines that it is desirable for the health, safety and welfare of the people in the County to have the Authority issue the Bonds, including future refundings or refinancings thereof, and to have future projects undertaken by the Authority to finance and refinance the System facilities within the County that serve people in the County.
3. The foregoing action of this Board shall not in any way pledge or obligate the credit or taxing power of Dauphin County or any municipality therein, nor shall Dauphin County or any municipality therein be liable for the payment of the principal of, premium, if any, or interest on the Bonds or any other cost related thereto.

ADOPTED this 15 day of March, 2017, at a regular meeting of the Board of County Commissioners of the County of Dauphin, Pennsylvania.

BOARD OF COUNTY COMMISSIONERS  
OF THE COUNTY OF DAUPHIN

  
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Jeff Haste, Chairman

  
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Mike Pries, Vice Chairman

  
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George P. Hartwick, III, Secretary

ATTEST:

  
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(Assistant) Chief Clerk