

## AGENDA

Highlands County Health Facilities Authority  
Wednesday, May 12, 2021, 12:00 p.m. (noon)  
City Council Chambers, Sebring, Florida

1. Call to Order.
2. Roll Call:  
H. Wayne Harris, Chair  
John D. Haviland  
Vicki J. Spires  
William H. Stephenson, III, Vice Chair  
Charles W. Taylor, Jr

Also present:

C. Robert Foltz  
J. Michael Swaine  
Robert S. Swaine

3. Business.

A. **Discussion of proposed Minutes of Meeting held on March 3, 2021.**

Requested Motion: Approve the Minutes as presented.

- C. **Presentation of a resolution (i) authorizing the issuance and sale by the Highlands County Health Facilities Authority (the "Authority") of its Highlands County Health Facilities Authority Hospital Revenue Bonds (AdventHealth Obligated Group), in one or more series and in an aggregate principal amount not to exceed \$220,000,000 (the "Bonds"), to provide funds to (A) finance, refinance or reimburse Adventist Health System/Sunbelt, Inc., a Florida not-for-profit corporation ("Sunbelt"), and certain affiliated not-for-profit corporations under common control with it (the "Borrowers"), for their payment of the costs of certain capital improvements to and equipment for certain health care facilities and the costs of acquiring, constructing and equipping certain health care facilities; (B) refund all or a portion of certain revenue bonds previously issued by the Authority for the benefit of certain of the Borrowers; (C) refinance a portion of certain taxable commercial paper of the hereinafter referred to Obligated Group, the proceeds of which were used to refund certain revenue bonds issued for the benefit of certain of the Borrowers in 2010, which proceeds financed and refinanced the costs of certain capital improvements to and equipment for, and the costs of acquiring, constructing and equipping, certain health care facilities of certain of the Borrowers; and (D) refinance a portion of certain taxable commercial paper of the Obligated Group, the proceeds of which were used to finance and refinance the costs of certain capital improvements to and equipment for, and the costs of acquiring, constructing and equipping, certain health care facilities of certain of the Borrowers; (ii) authorizing the execution and delivery of one or Bond Purchase Agreements providing for the sale of the Bonds; (iii) authorizing the execution and delivery of one or more Trust Indentures securing the Bonds; (iv) authorizing the execution and delivery of one or more Loan**

**Agreements with the Borrowers, providing for loans of the proceeds of the Bonds to the Borrowers; (v) approving one or more Supplemental Indentures, supplementing the Second Amended and Restated Master Trust Indenture of the Borrowers and certain other affiliated corporations, and approving one or more Notes created thereby; (vi) authorizing the execution and delivery of a Tax Exemption Certificate and Agreement with respect to the Bonds; (vii) authorizing the use and distribution of one or more Preliminary Official Statements and one or more Official Statements in connection with the issuance of the Bonds; (viii) providing that the Bonds shall be limited obligations of the Authority payable solely from the revenues provided therefor and shall not constitute a debt, liability or obligation of Highlands County, Florida, of the State of Florida or of any political subdivision thereof, and that neither the faith and credit nor any taxing power of the Authority, of Highlands County, Florida, of the State of Florida or of any political subdivision thereof is pledged to the payment of the principal of, premium, if any, or interest on the Bonds; and (ix) providing for other related matters; and (x) appointing a designated Member to attest the execution of documents.**

Requested Motion: Approve and adopt the resolutions as presented, designating John D. Haviland or any other Member as the Attesting Member.

**D. Confirm and ratify receipt and execution of the Disclosure by Co-Senior Underwriter Pursuant to MSRB Rule G-17 from B of A Securities regarding Series 2021 Bond Transaction by Robert S. Swaine as Registered Agent.**

Requested Motion: Ratify the receipt and execution.

**E. Confirm and ratify receipt and execution of the Disclosure by Underwriter Pursuant to MSRB Rule G-17 from J.P. Morgan regarding Series 2021 Bond Transaction by Robert S. Swaine as Registered Agent.**

Requested Motion: Ratify the receipt and execution.

**4. Other Business.**