

RESOLUTION NO. 1-2012

**A RESOLUTION OF THE CITY OF VINCENNES, INDIANA
APPROVING THE ISSUANCE OF CERTAIN ECONOMIC DEVELOPMENT
REVENUE BONDS FOR THE BOARD OF TRUSTEES OF GOOD SAMARITAN
HOSPITAL BY KNOX COUNTY, INDIANA**

WHEREAS, Knox County, Indiana (the "Issuer") is authorized by Indiana Code § 36-7-11.9 and 12 and, to the extent applicable, Indiana Code § 5-1-5 (collectively, the "Act") to issue revenue bonds for the financing and refinancing of economic development facilities, and to use the funds from said financing for the acquisition, construction and equipping of said facilities, and said facilities to be either sold or leased to a company or directly owned by a company; and

WHEREAS, The Board of Trustees of Good Samaritan Hospital, a body corporate and politic organized and existing pursuant to the laws of the State of Indiana (the "Hospital"), has advised the Knox County Economic Development Commission (the "Commission") and the Issuer that it proposes that the Issuer issue its Knox County, Indiana Economic Development Revenue and Refunding Bonds, Series 2012 (Good Samaritan Hospital Project) (the "Series 2012 Bonds"), in one or more series, on a taxable or tax-exempt basis, pursuant to the Act, and loan the proceeds thereof to the Hospital to be used, together with other funds of the Hospital, to (i) finance, refinance or reimburse a portion of the costs the construction, equipping, renovation and improvement of certain facilities of the Hospital including, but not limited to (a) the construction and equipping of a new bed tower to include, but not be limited to, intensive and intermediate care, medical/surgical, oncology, pediatric, maternity and cardiac services; (b) the renovation and equipping of portions of the existing Columbian Towers to include, but not be limited to inpatient rehabilitation and inpatient psychology services; (c) renovations to the endoscopy area of the Hospital; (d) the relocation of the Hospital's emergency department ambulance garage; (e) the Construction and equipping of a new central plant to include chilled water, steam generation, electrical power systems and other energy and utility systems; (f) the construction and installation of various energy efficiency improvements and (g) various other capital improvements or expenditures related to the Hospital, (the "2012 New Money Project"); (ii) refund all of the outstanding Knox County Hospital Association Lease Revenue Refunding Bonds, Series 2002 (the "2002 Bonds") and Knox County Hospital Association Lease Revenue Bonds, Series 2004 (the "2004 Bonds" and together with the 2002 Bonds, the "Prior Bonds") (the "Refunding"); (iii) fund a debt service reserve fund; (iv) pay a portion of the interest on the Series 2012 Bonds; and (v) pay all or a portion of the costs of issuance of the Series 2012 Bonds and the costs of refunding the Prior Bonds (clauses (i) through (v) collectively the "2012 Transaction"); and

WHEREAS, the portions of the 2012 New Money Project and the projects financed by the Prior Bonds are or will be located in the City of Vincennes, Indiana (the "City"); and

WHEREAS, Indiana Code § 36-7-12-22 requires that the Issuer secure the consent of the Common Council (the "Council") before financing economic development facilities pursuant to the Act which are located within the City; and

WHEREAS, the Council now desires to consent to the issuance of the Series 2012 Bonds by the Issuer for the financing of the 2012 New Money Project and the Refunding, in accordance with Indiana Code § 36-7-12-22;

NOW, THEREFORE, BE IT RESOLVED BY THE COMMON COUNCIL OF THE CITY OF VINCENNES, INDIANA THAT:

Section 1. The Council hereby consents to the issuance of the Series 2012 Bonds and the financing of the 2012 New Money Project and the Refunding by the Issuer. It is the intent of the Council that such consent satisfy the provisions of Indiana Code § 36-7-12-22 and permit the issuance of the Series 2012 Bonds by the Issuer.

Section 2. Any member of the Council or the Clerk-Treasurer of the City is hereby authorized and directed, in the name and on behalf of the City, to execute and deliver such documents and to take such actions as such person deems necessary or desirable to affect the foregoing resolutions, and any such documents heretofore executed and delivered and any such actions heretofore taken be and hereby are ratified and approved.

Section 3. This Resolution shall be in full force and effect immediately upon adoption.

DULY PASSED on this 27th day of February, 2012 by the Common Council of the City of Vincennes, Indiana.

COMMON COUNCIL OF THE CITY OF
VINCENNES, INDIANA

Presiding Officer

ATTEST

Clerk-Treasurer

Presented by me to the Mayor of the City of Vincennes for his approval or veto pursuant to Ind. Code § 36-4-6-15 and 16, this 27th day of February, 2012 at _____ o'clock a.m./p.m.

Clerk-Treasurer

This Resolution having been passed by the legislative body and presented to me is approved by me and duly adopted pursuant to Ind. Code § 36-4-6-16(a)(1) this 27th day of February, 2012 at _____ o'clock a.m./p.m.

Mayor