

RE: ADOPTION OF BOND ORDINANCE TO ISSUE INGHAM MEDICAL CENTER REVENUE BONDS

Adopted: August 26, 1980

Resolution No. 80-203

AN ORDINANCE TO PROVIDE FOR IMPROVING, ENLARGING AND EXTENDING INGHAM MEDICAL CENTER OF THE COUNTY OF INGHAM, MICHIGAN; TO PROVIDE FOR THE ISSUANCE AND SALE OF REVENUE BONDS TO PAY PART OF THE COST THEREOF; TO PROVIDE FOR THE RETIREMENT AND SECURITY OF THE BONDS; AND TO PROVIDE FOR OTHER MATTERS RELATIVE TO THE CENTER AND THE BONDS.

NOW THEREFORE THE COUNTY OF INGHAM ORDAINS:

Section 1. Whenever used in this ordinance or in the bonds to be issued hereunder, except when otherwise indicated by the context:

(a) "Acquired" shall include acquisition by purchase, construction or by any other method.

(b) "Board of Commissioners" means the Board of Commissioners of the County, the legislative and governing body thereof.

(c) "Board of Trustees" means the Board of Trustees of the Center appointed by the Board of Commissioners and charged with the management of the Center.

(d) "Bond Year" means the period commencing on October 1 and ending on the following September 30.

(e) "Center" means all land, buildings, equipment, fixtures, works, instrumentalities and properties (as the same shall from time to time exist), used or useful in connection with Ingham Medical Center owned and operated by the County.

(f) "County" shall mean the County of Ingham, State of Michigan.

(g) "Project" means the improvements, enlargements and extensions to the Center to be acquired pursuant to this ordinance.

(h) "Revenues" and "net revenues" mean the revenues and net revenues of the Center and shall be construed as defined in Section 3 of Act No. 94, Michigan Public Acts of 1933, as amended, and payments to the Ingham County Building Authority representing the difference between rentals from the Medical Clinic Building and the remodeled Stanley Wing and the Lease Back rent due the Ingham County Building Authority pursuant to a Lease Back Agreement between the County and the Ingham County Building Authority dated December 17, 1971 shall be deemed to be costs of operation and maintenance of the Center.

Section 2. It is hereby determined to be advisable and necessary to improve, enlarge and extend the Center by acquiring the following:

A three-story addition to house a new medical respiratory intensive care unit and permit relocation therein of purchasing and stores services, cardiac catheterization laboratory support services, an inpatient and outpatient physical therapy department, an inpatient and outpatient occupational therapy department, a microbiology department, admitting and outpatient registration services, nursing administration services and space for development of a pre-admission testing center; a one-story addition to the powerhouse to contain a new incinerator and other mechanical equipment; and a one-story addition to the business office to provide support space for the cardiac catheterization laboratory and accommodate a relocated admitting department

all substantially in accordance with plans and specifications prepared and to be prepared by Harley, Ellington, Pierce, Yee & Associates of Detroit, Michigan.

Section 3. The period of usefulness of the Project is hereby estimated to be forty (40) years and upwards, and the cost of the Project, including architects and engineering fees, is hereby estimated to be Seven Million Five Hundred Twenty Eight Thousand Dollars (\$7,528,000). In addition to paying part of the cost of the Project, bond proceeds shall also be used to pay legal and financing expenses estimated to be \$99,000, to establish a debt service reserve account estimated to be in the amount of \$1,207,000, to provide capitalized interest in the amount of \$2,050,000 and, to the extent available, to pay other expenses incident to the project and the sale of the bonds herein authorized.

Section 4. There are hereby authorized to be issued and sold pursuant to the provisions of Act No. 94, Michigan Public Acts of 1933, as amended, revenue bonds in the aggregate principal sum of Ten Million Two Hundred Fifty Thousand Dollars (\$10,250,000), for the purpose of paying part of the cost of the Project, of establishing a debt service reserve fund, of providing capitalized interest, and of paying other expenses incident to the project and the sale of the bonds herein authorized. The bonds shall be known as "Ingham Medical Center Revenue Bonds, Series 1980"; shall be dated as of October 1, 1980; shall be numbered consecutively in the direct order of their maturities from 1 upwards; shall be coupon bonds in the denomination of \$5,000 each; shall be registrable as to principal only in the manner hereinafter set forth in the bond form; shall bear interest at a rate or rates not exceeding 13% per annum to be hereafter determined and payable on May 1, 1981, and thereafter semiannually on the first days of November and May in each year; and shall mature on November first in each year as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
1983	\$180,000	1993	\$465,000
1984	195,000	1994	510,000
1985	215,000	1995	560,000
1986	240,000	1996	620,000
1987	260,000	1997	680,000
1988	290,000	1998	750,000
1989	315,000	1999	820,000
1990	350,000	2000	905,000
1991	385,000	2001	995,000
1992	420,000	2002	1,095,000

Bonds maturing prior to November 1, 1991 shall not be subject to redemption prior to their respective dates of maturity. Bonds maturing on November 1, 1991 and thereafter shall be redeemable prior to maturity, at the option of the County, in such order as the County may determine, on any one or more interest payment dates on and after November 1, 1990, at the redemption prices (expressed as percentages of the principal amount of the bonds to be redeemed) set forth below plus in each case accrued interest to the date fixed for redemption:

<u>Redemption Date (both dates inclusive)</u>	<u>Redemption Price</u>
November 1, 1990 to October 31, 1993	103 %
November 1, 1993 to October 31, 1996	102 %
November 1, 1996 to October 31, 2000	101 %
November 1, 2000 and thereafter	100 %

Notice of redemption shall be given to the holders of bonds called for redemption by publication of such notice, not less than thirty (30) days prior to the date fixed for redemption, at least once in a newspaper or publication circulated in the State of Michigan which carries as a part of its regular service notices of the sale of municipal bonds. Notice of the redemption of any bond which has been

registered shall be given to the registered holder by registered United States mail addressed to the registered holder at the address shown on the bond registration books of the County. Failure to mail notice of redemption to any registered holder shall not affect the proceedings for redemption. Bonds so called for redemption shall not bear interest after the date fixed for redemption, provided funds are on hand with the paying agent to redeem the same.

The principal of and interest on the bonds shall be payable in lawful money of the United States of America at a bank or trust company, designated by the original purchasers of the bonds, which is located in the State of Michigan and is qualified under the laws of the State of Michigan or the United States to serve as paying agent. A co-paying agent, which need not be located in the State of Michigan but which shall be qualified to serve as such under the laws of the state in which located or under the laws of the United States, also may be designated. The designation of the paying agent and co-paying agent shall be subject to the approval of the County but execution and delivery of the bonds shall constitute approval of the paying agent and co-paying agent, if any, named therein.

Section 5. The Chairperson of the Board of Commissioners and the Clerk of the County shall execute the bonds for and on behalf of the County by respectively signing and attesting the same and the Clerk shall affix the seal of the County thereto. The Chairperson of the Board of Commissioners and the Clerk of the County shall execute the interest coupons to be attached to the bonds by causing to be affixed thereto their facsimile signatures. The Chairperson of the Board of Commissioners or the Treasurer of the County shall deliver the bonds and the attached coupons to the purchasers thereof, upon receipt of the purchase price therefor.

Section 6. The bonds herein authorized shall be sold in the manner provided in Section 12 of Act No. 94, Michigan Public Acts of 1933, as amended.

Section 7. The bonds and attached coupons shall not be a general obligation of the County and shall not be an indebtedness of the County within any state constitutional provision or statutory limitation or within any charter limitation. The principal of and interest on the bonds shall be payable solely from the net revenues derived from the operation of the Center, including future improvements, enlargements and extensions thereof. To secure the payment of the principal of and interest on the bonds issued hereunder and on any additional bonds of equal standing issued as hereinafter provided, there is hereby created in favor of the holders of the bonds and the interest coupons pertaining thereto, and each of such holders, a first lien (by said Act No. 94, Michigan Public Acts of 1933, as amended, made a statutory lien) upon the net revenues of the Center, including future improvements, extensions and repairs thereto, which lien shall be equal to and on a parity with any additional first lien bonds which may be hereafter issued in accordance with the restrictions contained in this ordinance. The net revenues so pledged shall be and remain subject to the lien until the payment in full of the principal of, redemption premiums, if any, and interest on the bonds.

Section 8. The holder or holders of any of the bonds or interest coupons herein authorized to be issued, shall have all the rights and remedies given by law and particularly by Act No. 94, Michigan Public Acts of 1933, as amended, for the collection and enforcement of the bonds and coupons and the security therefor, including the right to have a receiver appointed for the Center in the event of default on the part of the County in the performance of the terms of the bond contract.

Section 9. The Center shall continue to be operated upon the basis of a fiscal year beginning on January 1 and ending on the following December 31.

Section 10. Except as may be required by law or as may be hereafter revised, charges for services provided by the Center shall be in accordance with the following schedule of rates which is now in effect:

Private Room	\$150 per day
Semi-Private Room	140 per day
Ward	135 per day
Coronary Care Unit/ Intensive Care Unit	395 per day
Pediatric Rooms - Private	170 per day
Semi-Private	160 per day
Ward	140 per day

The County shall pay for all services of the Center used by it in accordance with the rates which are applicable to the services provided to the County.

If the rates above mentioned are not applicable to any particular service then a rate therefor shall be fixed considering the service rendered.

Section 11. No free services shall be furnished by the Center to the County or to any person, firm or corporation, public or private, or to any public agency or instrumentality except as may be required by law.

Section 12. The rates hereinbefore established are estimated to be sufficient to provide for the payment of the expenses of administration and operation of the Center and such expenses for the maintenance thereof as may be necessary to preserve the same in good repair and working order; to provide for the payment of the principal of and interest on all bonds payable therefrom, as and when the same shall become due and payable, and for the creation of required reserves for the payment of principal of and interest on bonds; and to provide for such other expenditures and funds for the Center as are required by the ordinances pertaining to the issuance of the bonds. Rates shall be fixed and revised from time to time in the manner provided by law so as to produce the foregoing amounts and the County covenants and agrees to cause to be maintained at all times such rates for services furnished by the Center as shall be sufficient to provide for the foregoing.

Section 13. In the event the net revenues of the Center for any fiscal year of the Center are less than one hundred ten percent (110%) of the largest amount of principal and interest thereafter maturing in any Bond Year on all bonds then outstanding and payable from the revenues of the Center, a management consultant shall be employed to study the operations of the Center and to submit recommendations for increasing the net revenues of the Center.

Upon receiving the recommendations of the management consultant, the methods of operation of the Center shall be revised to comply with the recommendation of the management consultant; provided however, such recommendations of the management consultant as the Board of Trustees, or its successor responsible for the management of the Center, do not consider feasible need not be implemented.

Section 14. The Ingham Medical Center Receiving Fund, the Operation and Maintenance Fund, the Bond and Interest Redemption Fund and the Surplus Fund are hereby established. The revenues of the Center as collected shall be set aside into the

"Ingham Medical Center Receiving Fund" and shall be transferred therefrom periodically into the separate and special funds, as follows:

a. Operation and Maintenance Fund - Out of the revenues in the Ingham Medical Center Receiving Fund there shall be first set aside monthly into the fund designated "Operation and Maintenance Fund" a sum sufficient to provide for the payment for the next month of all current expenses of administration and operation of the Center, including the amounts, if any, payable to the Ingham County Building Authority representing the difference between rentals from the Medical Clinic Building and the remodeled Stanley Wing and the Lease Back rent due the Ingham County Building Authority pursuant to the Lease Back Agreement between the County and the Ingham County Building Authority dated December 17, 1971, and such current expenses for the maintenance as may be necessary to preserve the Center in good repair and working order.

b. Bond and Interest Redemption Fund - Out of the remaining revenues in the Ingham Medical Center Receiving Fund there shall be next set aside in each month into the fund designated "Bond and Interest Redemption Fund" a sum proportionately sufficient to provide for the payment as the same become due of the next maturing principal and interest on each issue of bonds then payable from the revenues of the Center; provided, that the amount so set aside for interest on the bonds herein authorized, in each month during the first six (6) months of each Bond Year, shall not be less than one-sixth (1/6) of the total amount of interest maturing on the following May first, and during the last six (6) months of each Bond Year, shall not be less than one-sixth (1/6) of the total amount of interest maturing on the following November first, and the amount so set aside for principal on the bonds herein authorized in each month during each Bond Year, shall not be less than one-twelfth (1/12) of the amount of principal maturing on the November first immediately following such Bond Year, and if there shall be any deficiency in the amount previously set aside, then the amount of such deficiency shall be added to the current requirement.

There is hereby created in the Bond and Interest Redemption Fund a debt service reserve account for the bonds which shall be designated the Bond Reserve Account. From the proceeds of the bonds there shall be deposited in the Bond Reserve Account an amount equalling the highest annual principal and interest requirement on the bonds in any Bond Year. For the purpose of determining the highest annual principal and interest requirement, the amounts payable on November 1 of each year shall be deemed to be part of the requirement for the year commencing on the prior November 1. To the extent the amount in the Bond Reserve Account shall, at any time, exceed the amount originally deposited therein from the proceeds of the bonds, the amount of such excess shall be used to pay the principal of and interest on the bonds and payments to the Bond and Interest Redemption Fund from the Ingham Medical Center Receiving Fund and the construction fund established pursuant to Section 17 of this ordinance shall be reduced to the extent of such use. It is the intent of the preceding sentence that, except for the amount originally deposited in the Bond Reserve Account, the Bond and Interest Redemption Fund shall be depleted each year after payment of the principal of and interest on the bonds due on November 1. If at any time the amount in the Bond Reserve Account shall be less than the amount originally deposited therein, it shall be restored to the original amount at the earliest possible time.

Monies in the Bond and Interest Redemption Fund may be used to pay principal and interest on the bonds and for the redemption of bonds. No bonds less than all the outstanding bonds of the issue shall be called for redemption unless the Count

shall have on hand in the fund sufficient monies therefor not otherwise appropriated or pledged, in excess of the amount of interest and principal maturing on all issues of bonds then payable from the revenues of the Center within the next eighteen (18) months from the redemption date.

c. Surplus Fund. Revenues remaining in the Ingham Medical Center Receiving Fund after all periodic transfers have been made therefrom as above required shall be deemed to be surplus and may be left in the Receiving Fund or may be transferred to a fund to be designated "Surplus Fund." Monies in the Surplus Fund from time to time may be transferred to one or more of the foregoing funds or may be used for any purpose related to the Center; provided, however, that if at any time there shall exist any default in making any periodic transfer to any of the above mentioned funds, then such default shall be rectified so far as possible by the transfer of monies from the Surplus Fund. If any such default shall exist as to more than one fund at any one time, then such transfers shall be made in the order in which such funds are listed above. Monies in the Surplus Fund may be used to redeem bonds.

No disbursements shall be made from the Receiving Fund except to the special funds as above provided.

Section 15. Monies from time to time on hand in funds other than the construction fund, or any account therein, may be invested by the Board of Trustees in accordance with Section 24 of Act No. 94 of the Michigan Public Acts of 1933, as amended. Any increment arising from and any interest received on such investments shall accrue to the fund or account from which such investment was made; provided, that if such increment or interest shall increase such fund or account beyond the amount required to be maintained therein, then such excess shall be placed in the Bond and Interest Redemption Fund and transfers to the Bond and Interest Redemption Fund otherwise required shall be reduced by such amounts.

Section 16. The County hereby covenants and agrees with the holder or holders, from time to time, of the bonds that it will punctually perform all duties with reference to the Center and the bonds required by the constitution and laws of the State of Michigan and by this ordinance; that it will cause the Project to be constructed in substantial accordance with the plans and specifications hereinbefore referred to, and will have the same in operation on or before the 1st day of February, 1983 or two years after commencement of construction, whichever is later; that it will not sell, lease, mortgage or in any manner dispose of the Center or any substantial part thereof until all bonds payable from the revenues thereof shall have been paid in full or provision has been made therefor; that it will cause the Center to be maintained in good condition and operated in an efficient manner and at a reasonable cost, so long as any of the bonds are outstanding; that it will cause insurance on the Center to be maintained for the benefit of the holders of the bonds in an amount which usually would be carried by private corporations operating a similar type of facility; that it will cause records, statements and accounts to be prepared, maintained and filed as may be required by Act No. 94, Michigan Public Acts of 1933, as now or hereafter amended; that it will promptly file with the original purchasers of the bonds a copy of an annual audit of the Center, prepared by a certified public accountant, within one hundred twenty (120) days after the close of each fiscal year; and that it will furnish a copy of the foregoing statement and audit to any bondholder upon payment of the actual cost of such copy. Any such audit shall be in such reasonable detail as will present