

Sandy City, Utah

May 3, 2016

The City Council of Sandy City, Utah (the “Council”), pursuant to due notice, met in regular public session on the 3rd day of May, 2016, at the hour of 7:00 P.M., at the regular meeting place of the Council in Council Chambers in Sandy City Hall, 10000 Centennial Parkway, Sandy, Utah.

The meeting was duly called to order by the ~~Mayor~~Chair of the Council of Sandy City, Utah (the “~~Mayor~~Chair”) with the following members of the Council being present, constituting a quorum of the Council:

_____	Councilmember <u>(Chair)</u>
_____	Councilmember
_____	Councilmember
_____	Councilmember
_____	Councilmember
Absent: _____	<del>_____</del> <u>Councilmember</u>
_____	<del>_____</del> <u>Councilmember</u>
There were also present:	
_____	Mayor
_____	City Recorder
_____	City Attorney

During the course of the meeting, there was presented for the minutes and records of the City Council a Verification of Giving Notice evidencing the giving of not less than 24 hours’ public notice of the agenda, date, time, and place of the May 3, 2016 regular meeting of the City

Council in compliance with the requirements of Section 52-4-202, Utah Code Annotated 1953, as amended, together with the form of Notice of Regular Meeting referred to therein. The Verification of Giving Notice is as follows:

**VERIFICATION OF GIVING NOTICE**

STATE OF UTAH                            )  
   )  
 COUNTY OF SALT LAKE                )

I, the undersigned, the duly qualified and acting City Recorder of Sandy City, Utah (the “City”), do hereby certify according to the records of the City in my official possession, and upon my own knowledge and belief, that in accordance with the requirements of Section 52-4-202, Utah Code Annotated 1953, as amended, I gave not less than 24 hours’ public notice of the agenda, date, time and place of the May 3, 2016 regular public meeting held by the City Council of the City by:

- (a) causing a Notice of Public Meeting to be posted in the office of the City Council, outside of Council Chambers in Sandy City Hall, 10000 Centennial Parkway, Sandy, Utah on May \_\_\_\_, 2016, which was at least 24 hours before the convening of the meeting, in the form attached hereto as *Exhibit A*; said Notice of Public Meeting has continuously remained so posted and available for public inspection during regular office hours until the convening of the meeting;
  
- (b) causing a copy of the Notice of Public Meeting in the form attached hereto as *Exhibit A* to be provided on May \_\_\_\_, 2016, which was at least 24 hours before the convening of the meeting, to *The Salt Lake Tribune*, a newspaper of general circulation within the geographic jurisdiction of the City, and to each local media correspondent, newspaper, radio station or television station which has requested notification of meetings of the City Council of the City; and
  
- (c) causing a copy of the Notice of Public Meeting in the form attached hereto as *Exhibit A* to be posted on May \_\_\_\_, 2016, which was at least 24 hours before the convening of the

meeting, on the Utah Public Notice Website created under Section 63F-1-701 Utah Code Annotated 1953, as amended.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature and impressed hereon the official seal of the City this 3rd day of May, 2016.

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City Recorder

[SEAL]

EXHIBIT A

Notice of Meeting

Thereupon, the following resolution was introduced in written form by the ~~Mayor~~Chair for consideration by the City Council of the City. After due discussion of matters contained in the resolution, a call for a vote of adoption and approval thereof was made by the ~~Mayor~~Chair, whereupon the resolution was adopted by the following vote:

AYE: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

NAY: \_\_\_\_\_

ABSENT: \_\_\_\_\_

The resolution was thereupon signed by the ~~Mayor~~Chair and was attested and recorded by the City Recorder in the official records of Sandy City, Utah. The resolution is as follows:

**RESOLUTION NO. \_\_\_\_\_**

A RESOLUTION approving and authorizing the execution of the Interlocal Cooperation Agreement dated as of October 1, 2012, as supplemented and amended among Utah County, Utah, Cache County, Utah, Davis County, Utah, Murray City, Utah, Riverton City, Utah, Sandy City, Utah, Salt Lake County, Utah, Sevier County, Utah, Summit County, Utah, Wasatch County, Utah, Washington County, Utah and Weber County, Utah; and related matters.

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WHEREAS, pursuant to the Utah Industrial Facilities and Development Act, Title 11, Chapter 17, Utah Code Annotated 1953, as amended (the “Facilities Development Act”), Sandy City, Utah is authorized to issue bonds to provide funds for loans to finance, refinance, or provide reimbursement for, the acquisition or construction of facilities (“Facilities”) suitable for use in providing health care services and thereby improving local health and the general welfare by inducing the location, relocation, modernization or expansion of Facilities in the State of Utah (the “State”); and

WHEREAS, in order to accomplish such purposes, to accomplish economies of scale and other cost savings, and to reduce the costs of providing health care services, the Facilities Development Act authorizes cities and counties (“Public Agencies”) to enter into an interlocal cooperation agreement pursuant to the Interlocal Cooperation Act, Title 11, Chapter 13, Utah Code Annotated 1953, as amended (the “Interlocal Cooperation Act”), to provide for the issuance of bonds under the Facilities Development Act by one of the signatories to the interlocal agreement on behalf of all of the signatories thereto to finance, refinance, or provide reimbursement for, the acquisition or construction of Facilities; and

WHEREAS, the Interlocal Cooperation Act provides that any power that may be exercised by any Public Agency may be exercised and enjoyed jointly with other Public Agencies and authorizes such Public Agencies to enter into interlocal cooperation agreements with one another in order to make the most efficient use of their powers by enabling them to cooperate with each other on a basis of mutual advantage and thereby to provide Facilities in a manner and pursuant to forms of governmental organization that will accord best with the factors influencing the needs and development of local communities and to provide the benefit of economies of scale for the overall promotion of the general welfare of the State; and

WHEREAS, in order to accomplish the purposes of the Facilities Development Act and the Interlocal Cooperation Act, Utah County, Utah (the “Issuer”) intends (a) to issue its revenue bonds (the “Bonds”) pursuant to the Interlocal Cooperation Agreement dated as of October 1, 2012, as heretofore supplemented and amended, and attached hereto as *Exhibit A* (the “Interlocal Agreement”), and, pursuant to the terms of the Interlocal Agreement, (b) to loan the proceeds of the Bonds to IHC Health Services, Inc., a Utah nonprofit corporation engaged in health care

services (“Intermountain”), to finance, refinance or provide reimbursement for the acquisition, construction and equipping of Facilities located or to be located within the boundaries of any Public Agency which is a signatory to the Interlocal Agreement; and

WHEREAS, pursuant to the terms and conditions contained in the Facilities Development Act, the Interlocal Cooperation Act and the Interlocal Agreement, any Public Agency (whether heretofore or hereafter created in accordance with the laws of the State) may join in the Interlocal Agreement at any time prior to the expiration thereof and that such Public Agency shall enjoy rights under the Interlocal Agreement on an equal basis with the other parties thereto, as provided in the Interlocal Agreement; and

WHEREAS, Sandy City, Utah (the “City”) wishes to participate in the program of financing contemplated by the Interlocal Agreement by becoming a signatory thereto; and

WHEREAS, the Interlocal Cooperation Act and the Interlocal Agreement require that prior to the entry into force of the Interlocal Agreement, appropriate resolutions must be adopted by the governing body of each of the Public Agencies which are signatories thereto;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF SANDY CITY, UTAH, AS FOLLOWS:

*Section 1.* The City hereby finds and determines that the execution and delivery of the Interlocal Agreement by the City and the loaning of the proceeds of the Bonds to Intermountain to finance, refinance or provide reimbursement for the acquisition, construction and equipping of Facilities located within the boundaries of the City is in furtherance of the public purposes set forth in, and is in compliance with the provisions of, the Facilities Development Act and the Interlocal Cooperation Act and that, therefore, providing for the financing, refinancing or reimbursement for the acquisition, construction and equipping of such Facilities from a portion of the proceeds of the Bonds is in the public interest and will serve and further the public purposes of the Facilities Development Act and the Interlocal Cooperation Act. THE BONDS SHALL NOT CONSTITUTE OR GIVE RISE TO A GENERAL OBLIGATION OR LIABILITY OF THE ISSUER OR THE CITY OR A CHARGE AGAINST THE GENERAL CREDIT OR TAXING POWERS OF THE ISSUER OR THE CITY.

*Section 2.* The Interlocal Agreement is hereby approved in substantially the form thereof which is before the City Council of the City at the meeting at which this Resolution is being adopted, and the Mayor is hereby authorized and directed to execute, acknowledge and deliver the Interlocal Agreement on behalf of the City in substantially the form thereof which is before the City Recorder at the meeting at which this Resolution is being adopted. The City Recorder is hereby authorized and directed to affix the official seal of the City to the Interlocal Agreement and to attest said seal and the execution of the Interlocal Agreement.



*Section 3.* The Council of the City hereby authorizes and directs the Mayor to do all such acts and things and to execute, acknowledge and deliver all such documents on behalf of the City as may be necessary to carry out and comply with the provisions of this Resolution and the Interlocal Agreement. The City Recorder is hereby authorized and directed to affix the official seal of the City to any or all of such documents and to attest said seal and the execution of such documents. All of the acts and doings of the Mayor which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and are hereby ratified, confirmed and approved.

*Section 4.* The City understands and agrees that, pursuant to the terms and conditions contained in the Facilities Development Act, the Interlocal Cooperation Act and the Interlocal Agreement, any Public Agency (whether heretofore or hereafter created in accordance with the laws of the State) may join in the Interlocal Agreement at any time prior to the expiration thereof and that such Public Agency shall enjoy rights under the Interlocal Agreement on an equal basis with the City, as provided in the Interlocal Agreement.

*Section 5.* It is hereby declared that all parts of this Resolution are severable, and if any section, paragraph, clause or provision of this Resolution shall, for any reason, be held to be invalid or unenforceable, the invalidity or unenforceability of any such section, paragraph, clause or provision shall not affect the remaining provisions of this Resolution.

*Section 6.* All resolutions, orders and regulations or parts thereof heretofore adopted or passed which are in conflict with any of the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

*Section 7.* This Resolution shall satisfy the requirements of Section 11-13-202 of the Interlocal Cooperation Act. In accordance with Section 11-13-209 of the Interlocal Cooperation Act, a copy of the Interlocal Agreement, executed by the Issuer and the City, shall be filed with the City Recorder.

*Section 8.* In accordance with the provisions of Section 147(f) of the Internal Revenue Code of 1986, as amended, the City must hold a public hearing with respect to the issuance of the Bonds. Such public hearing was held at the City's May 3, 2016 City Council meeting, after the publication of the notice thereof, which publication of notice is hereby ratified and confirmed.

*Section 9.* This Resolution shall become effective immediately upon its approval and passage.

PASSED AND APPROVED by the City Council of Sandy City, Utah, this 3rd day of May, 2016.

SANDY CITY, UTAH

[SEAL]

By \_\_\_\_\_  
~~Mayor~~  
Chair

ATTEST AND COUNTER SIGN:

\_\_\_\_\_  
City Recorder

(Other business not pertinent to the above appears in the minutes of the meeting.)

Upon the conclusion of all business and upon motion duly made and carried, the meeting of the City Council was adjourned.

By \_\_\_\_\_

~~Mayor~~  
Chair

[SEAL]

ATTEST:

\_\_\_\_\_  
City Recorder

STATE OF UTAH                             )  
   )  
COUNTY OF SALT LAKE                     )

I, the undersigned, the duly qualified and acting City Recorder of Sandy City, Utah (the “City”), do hereby certify, according to the records of the City in my official possession, that the above and foregoing constitutes a true and correct copy of excerpts from the minutes of a regular public meeting of the City Council of Sandy City, Utah, held on May 3, 2016, including a resolution adopted at said meeting, as said minutes and resolution are officially of record in my possession. Said resolution remains in full force and effect and has not been amended or repealed as of the date hereof.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature and impressed hereon the official seal of Sandy City, Utah, this 3rd day of May, 2016.

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City Recorder

[SEAL]

**EXHIBIT A**  
**FORM OF INTERLOCAL AGREEMENT**

**[ATTACH FORM OF INTERLOCAL AGREEMENT]**