

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 (Chair)
- Councilmember
- _____ Councilmember
- _____ Councilmember
- _____ Councilmember
- _____ Councilmember
- _____ Councilmember

Absent: _____

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 Council, a Verification of Giving Notice evidencing the giving of not less than:

(A) 24 hours' public notice of the agenda, date, time and place of the May 3, 2016 regular meeting of the Council in compliance with the requirements of Section 52-4-202, Utah Code Annotated 1953, as amended, by (1) posting written notice of the meeting at the principal office of the Council, (2) providing notice to at least one newspaper of general circulation within the geographic jurisdiction of Sandy City, Utah, or to a local media correspondent, and (3) by posting written notice of the meeting on the Utah Public Notice Website created under Section 63F-1-701 Utah Code Annotated 1953, as amended; and

(B) 14 days' public notice of the date, time and place of the May 3, 2016 public hearing to be conducted by the Council in compliance with the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

The Verification of Giving Notice was ordered recorded in the minutes of the meeting and is as follows:

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

The undersigned does hereby further certify according to the records of the City in my official possession, and upon my own knowledge and belief, that in accordance with Section 147(f) of the Internal Revenue Code of 1986, as amended, not less than 14 days' public notice of the date, time and place of the May 3, 2016 public hearing conducted by the Council of the City was given by causing a copy of the Notice of Public Hearing in the form attached hereto as *Exhibit B* to be provided on April 19, 2016, which was at least 14 days before the conducting of the public hearing, to *The Salt Lake Tribune*, a newspaper of general circulation within the geographic jurisdiction of the City.

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.

[SEAL]

City Recorder

The ~~Mayor~~Chair stated that the purpose of the public hearing was to provide a reasonable opportunity for interested individuals to express their views on the proposed issuance by Utah County, Utah (the “Issuer”) of its hospital revenue bonds in one or more series (the “Bonds”) in an aggregate principal amount not to exceed \$130,000,000 with respect to facilities in Sandy City, Utah, the proceeds of which will be applied for the benefit of IHC Health Services, Inc., a Utah nonprofit corporation, and for the purposes set forth in the resolution.

The ~~Mayor~~Chair then announced that all those interested persons wishing to contend for or protest against the issuance of the Bonds by the Issuer, orally or in writing, would be heard and that all such written or oral statements would be considered.

This being the time and place specified in said notice for the conducting of a public hearing on the proposed issuance of the Bonds, the ~~Mayor~~Chair read in open meeting the full text of all written comments, if any, concerning the proposed bond issue, which were submitted to the Council pursuant to an invitation set forth in the notice of public hearing referred to above. Copies of all such written comments, if any, are attached hereto.

(Attach written comments, if any.)

The ~~Mayor~~Chair then announced that any person attending the hearing would now be given an opportunity to express their views concerning the proposed bond issue. A brief summary of the views so expressed, if any, is attached hereto.

(Attach description of public comments, if any.)

Thereupon, after all persons desiring to speak or submit written statements had been permitted to do so, and after further discussion by the Council, the ~~Mayor~~Chair stated that the public hearing on the proposed issuance of the Bonds was concluded.

Thereupon, the following resolution was introduced in written form by the ~~Mayor~~Chair for consideration by the Council. 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 the proposed issuance by Utah County, Utah of its hospital revenue bonds in one or more series, in an aggregate principal amount not to exceed \$130,000,000 with respect to facilities in Sandy City, Utah.

*** *** ***

WHEREAS, pursuant to the provisions of the Utah Industrial Facilities and Development Act (Chapter 17 of Title 11, Utah Code Annotated 1953, as amended) (the “Facilities Act”), Utah County, Utah (the “Issuer”) is authorized to issue revenue bonds for the purposes specified in the Facilities Act and to loan the proceeds thereof 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 health care facilities of Intermountain; and

WHEREAS, pursuant to the provisions of the Interlocal Cooperation Act (Chapter 13 of Title 11, Utah Code Annotated 1953, as amended), the Issuer, Davis County, Utah, Cache County, Utah, Murray City, Utah, Riverton City, Utah, Salt Lake County, Utah, Sevier County, Utah, Summit County, Utah, Washington County, Utah and Weber County, Utah have entered into an Interlocal Cooperation Agreement dated as of October 1, 2012, as heretofore supplemented and amended (the “Interlocal Agreement”), which provides for the issuance by Issuer of revenue bonds on behalf of itself, Cache County, Utah, Davis County, Utah, Murray City, Utah, Riverton City, Utah, Salt Lake County, Utah, Sevier County, Utah, Summit County, Utah, Washington County, Utah and Weber County, Utah, to finance, refinance or provide reimbursement for the acquisition, construction and equipping of health care facilities of Intermountain; and

WHEREAS, the provisions of the Interlocal Agreement provide that any other Public Agency (as defined in the Interlocal Agreement) may become a party to the Interlocal Agreement by adopting a resolution of its governing body authorizing such Public Agency to be a participant therein and by executing a counterpart of the Interlocal Agreement; and

WHEREAS, on the date hereof, this Council has adopted Resolution No. ____, authorizing (i) Sandy City, Utah to become a participant in the Interlocal Agreement and (ii) the execution and delivery of the Interlocal Agreement by the Mayor of the City; and

WHEREAS, the Issuer proposes to issue its hospital revenue bonds (the “Bonds”) in one or more series over the longest period permitted by law and in an aggregate principal amount not to exceed \$130,000,000 with respect to facilities located in Sandy City, Utah and loan the proceeds of the Bonds to Intermountain in order to (i) finance, refinance or reimburse Intermountain for its prior payment of, the costs of acquiring, constructing and equipping the health care facility described below which is or will be owned by Intermountain, (ii) fund a debt service reserve fund, if deemed advisable by the Issuer and Intermountain, and (iii) pay certain expenses incurred in

connection with the issuance of the Bonds, including any premium and fees associated with the credit or liquidity enhancement of the Bonds, if credit or liquidity enhancement is deemed advisable by the Issuer and Intermountain; and

WHEREAS, the proceeds of the Bonds will be used to finance, refinance or reimburse Intermountain for the costs of acquiring, constructing, improving or renovating the facility listed below and the costs of acquiring equipment (including, but not limited to, medical equipment, computer equipment, office equipment and general building equipment and fixtures) to be used at the facility described below, which includes a general functional description, the location of such facility, and the estimated maximum aggregate face amount of Bonds to be issued with respect to such facility:

Sandy City: Replacement, renovation, and expansion of facilities at Alta View Hospital, an acute-care hospital, including, but not limited to, approximately 160,000 square feet of hospital replacement space and approximately 110,000 square feet of medical clinic space, all located on the Alta View Hospital campus at 9660 South 1300 East, Sandy, UT — \$130,000,000; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), requires approval by the City Council of the Sandy City, Utah of the proposed issuance of the Bonds after a public hearing following reasonable public notice;

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

Section 1. This Council on May 3, 2016 conducted a public hearing regarding the proposed issuance of the Bonds by the Issuer in an aggregate principal amount not to exceed \$130,000,000 with respect to facilities in Sandy City, Utah, for the purposes described in the preamble hereto. At said hearing all persons who requested to be heard were allowed a full opportunity to express their views concerning the proposed plan of financing for the facilities described in the preamble hereto. In addition, all persons who sought to do so were allowed a full opportunity to submit their views in writing prior to said hearing.

Section 2. This Council, as the “applicable elected representative” under Section 147(f) of the Code, hereby approves the issuance of the Bonds in one or more series over the longest period permitted by law and in an aggregate principal amount not to exceed \$130,000,000, with respect to facilities located in Sandy City, Utah for the purposes described in the preamble hereto.

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

SANDY CITY, UTAH

[SEAL]

—By _____
Chair
~~Mayor~~

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 Council was adjourned.

By _____

~~Mayor~~
Chair

[SEAL]

ATTEST:

City Recorder

EXHIBIT A

[ATTACH COPY OF MEETING NOTICE]

EXHIBIT B

[ATTACH COPY OF PUBLIC HEARING NOTICE]