

THE BOARD OF COMMISSIONERS  
OF THE COUNTY OF LANCASTER, NEBRASKA

RESOLUTION NO. R-15-0068

A RESOLUTION APPROVING THE ISSUANCE, SALE AND DELIVERY BY HOSPITAL  
AUTHORITY NO. 1 OF LANCASTER COUNTY, NEBRASKA OF NOT TO EXCEED  
\$10,000,000 PRINCIPAL AMOUNT OF ITS REVENUE REFUNDING BONDS (EASTMONT  
TOWERS PROJECT), SERIES 2015, SOLELY FOR THE PURPOSES OF SECTION 147(f) OF  
THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, AND RELATED MATTERS

BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF  
LANCASTER, NEBRASKA:

**Section 1.** The Board of Commissioners (the “**Board**”) of The County of Lancaster, Nebraska (the “**County**”) hereby finds and determines as follows:

(a) Notice of a public hearing was published in the *Lincoln Journal-Star* on October 5, 2015 concerning the proposal by Hospital Authority No. 1 of Lancaster County, Nebraska (the “**Authority**”) to issue its Revenue Refunding Bonds (Eastmont Towers Project), Series 2015 (the “**Bonds**”), in accordance with the provisions of the Hospital Authorities Act (Sections 23-3579 to 23-35,120, inclusive, Reissue Revised Statutes of Nebraska, as amended).

(b) Pursuant to such notice, a public hearing on the proposal to issue the Bonds on behalf of Christian Retirement Homes, Inc. d/b/a Eastmont Towers Community, a Nebraska nonprofit corporation (the “**Borrower**”), has been conducted by the Board at the time and place specified in such notice and all persons who appeared were given an opportunity to express their views for or against the proposal to issue the Bonds.

(c) All objections or other comments relating to the issuance of the Bonds have been heard and have been duly considered by the Board in connection with the adoption of this Resolution.

(d) (1) A general functional description of the type and use of the project (the same being to (A) repay interim financing used for architectural, engineering, and other preliminary expenditures (the “**2015-1 Project**”) in connection with a new campus to be located at or proximate to 4949 Yankee Hill Road between South 48<sup>th</sup> and South 52<sup>nd</sup> Streets in Lincoln, Nebraska, (B) finance or refinance improvements and additions on or near the Borrower’s main campus located at 6315 O Street in Lincoln, Nebraska (the “**2015-2 Project**”), (C) refinance the \$2,365,000 outstanding principal amount of the Authority’s Revenue Refunding Bonds (Eastmont Towers Project), Series 2011, which financed or refinanced the acquisition, construction and equipping of a new assisted living facility at or proximate to 6315 O Street in Lincoln, Nebraska and to refund existing indebtedness of the Borrower to fund necessary reserves (collectively the “**2011 Project**”), and (D) fund an escrow for the purpose of refunding approximately \$2,000,000 principal amount of the Authority’s Revenue Refunding Bonds (Eastmont Towers Project), Series 2011B which financed or refinanced renovations and additions to the Borrower’s health care facilities at or proximate to 6315 O Street in Lincoln, Nebraska and to reimburse the Borrower for costs previously incurred for such renovations and additions, and to fund necessary reserves (collectively the “**2011B Project**” and, together with the 2015-1 Project, the 2015-2 Project and the 2011 Project, the “**Project**”)) has been accurately described in such notice of hearing and is hereby approved, (2) the maximum face amount of the Bonds has been accurately described in such notice of hearing and is hereby approved; and (3) the initial owner, operator or manager of such facilities has been accurately described in such notice of hearing and is hereby approved.

(e) The members of the Authority will meet in public session at a date and time during October, 2015 to be determined later, at the offices of Gilmore & Bell, P.C., Wells Fargo Center, 1248 "O" Street, Suite 710, Lincoln, Nebraska, at which time the members of the Authority will consider authorization and approval of the issuance and delivery of the Bonds and the execution and delivery of the documents relating to the Bonds.

**Section 2.** As required by and solely for the purposes specified in Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), the issuance by the Authority of the Bonds in the aggregate principal amount not to exceed \$10,000,000 on such terms and conditions as shall be determined by the Authority, or its authorized representative, is hereby approved. The Bonds will be special, limited revenue obligations of the Authority payable by the Authority solely from payments to be received by the Authority pursuant to a related Loan and Security Agreement, dated as of May 1, 2004 (as supplemented and amended from time to time, the "Loan Agreement") between the Authority and the Borrower which is pledged under an Indenture of Trust, dated as of May 1, 2004 (as supplemented and amended from time to time, the "Indenture"), and from the amounts in the various funds and accounts created pursuant to the Indenture (except the Rebate Fund and any Reserve Funds pledged for any Outstanding Bonds or Additional Bonds under the Indenture and ), including investment earnings thereon. As security for payment of the Bonds, the Authority will pledge to the trustee under the Indenture, for the benefit of the registered owners of the Bonds, the payments under the Loan Agreement and the amounts in the various funds and accounts created pursuant to such Indenture (except the Rebate Fund and any Reserve Funds pledge for any Outstanding Bonds or Additional Bonds under the Indenture) and investment earnings thereon. The principal or redemption price of and interest on the Bonds are payable solely from the amounts to be paid under the Loan Agreement and otherwise as provided in the Indenture and in the Loan Agreement; and nothing in the Bonds, the Loan Agreement or the Indenture shall be construed as pledging any other funds or assets of the Authority. Neither the State of Nebraska (the "State") nor the Authority nor any political subdivision of the State shall in any event be liable for the payment of the principal or redemption price of or interest on any of the Bonds or for the performance of any pledge, obligation or agreement undertaken by the Authority except to the extent that moneys pledged in the Indenture are sufficient therefor.

The Bonds will be special, limited revenue obligations of the Authority. The Bonds shall not be deemed to constitute an indebtedness, liability or general obligation of the Authority, the County, State or any political subdivision thereof within the meaning of any constitutional or statutory provision or a pledge or loan of the faith and credit of the Authority, the County, the State or any political subdivision thereof. None of the Authority, the County, the State or any political subdivision thereof shall be obligated to pay the principal or redemption price of or interest on the Bonds except from the special funds pledged therefor, and neither the faith and credit nor the taxing power, if any, of the Authority, the County, the State or any political subdivision thereof is pledged for the payment of the principal or redemption price of or interest on the Bonds or any other costs incidental thereto. None of the County, the State or any political subdivision thereof shall in any event be liable for the payment of the principal or redemption price of or interest on the Bonds or for the performance of any pledge, obligation or agreement undertaken by the Authority.

**Section 3.** The approval granted hereby (a) is solely and only for the purpose of satisfying the requirements of Section 147(f) of the Code, (b) is not intended, nor should it be construed to be, final approval of the issuance of the Bonds or a commitment of any kind on the part of the County or any official or officer thereof to issue the Bonds and (c) is not intended, nor should it be construed to constitute, any review or approval by the County or any official or officer thereof of the credit of the Borrower, nor any type of guaranty by the County or any official or officer thereof of the repayment of all or any part of the Bonds.

PASSED: October 20, 2015, at Lincoln, Lancaster County, Nebraska.

BY THE BOARD OF COMMISSIONERS OF  
THE COUNTY OF LANCASTER, NEBRASKA

Todd Wilty  
Deb Schmitt  
James Lawrence  
Larry Hubbard  
Bill Avery

APPROVED AS TO FORM  
this 20 day of October, 2015.

[Signature]  
(Deputy) County Attorney