

CARIBOU COUNTY, IDAHO
ORDINANCE NO. 1996-01

RELATING TO A PRIMARY LEASE AND A LEASE AGREEMENT WITH THE IDAHO HEALTH FACILITIES AUTHORITY; AUTHORIZING THE EXECUTION AND DELIVERY BY THE COUNTY OF A PRIMARY LEASE AND A LEASE AGREEMENT.

WHEREAS, The Idaho Health Facilities Authority (the "Authority") is authorized by Sections 39-1441 *et seq.*, of the Idaho Code, as amended (the "Act"), to acquire, construct, reconstruct, renovate, improve, replace, maintain, repair, operate, lease as lessee or lessor and regulate one or more health facilities to provide adequate medical care and health facilities for the people of the State of Idaho; and

WHEREAS, the Authority is further authorized by the Act to issue revenue bonds for the purpose of financing the cost of any health facility and to secure the payment of such bonds as provided in the Act; and

WHEREAS, pursuant to the Act the Authority has issued its Pooled Financing Program Revenue Bonds, Series 1985 (the "Bonds") in an aggregate amount of \$30,000,000 pursuant to a Trust Indenture dated as of October 1, 1985 (the "Indenture"), as amended and supplemented, between the Authority and The Idaho First National Bank, now known as West One Bank, Idaho, Boise, Idaho, as Trustee (the "Trustee"); and

WHEREAS, in accordance with the Act and pursuant to the Indenture, the Authority is authorized to make a "Program Disbursement" (as defined in the Indenture) to finance or refinance "Health Facilities" (as defined in the Act) at a Health Institution (as defined in the Act); and

WHEREAS, pursuant to the act, Caribou County, Idaho (the "County") and the Caribou Memorial Hospital Board of Trustees (the "Hospital Board") propose to finance certain Health Facilities at the Caribou Memorial Hospital (the "Health Institution"), consisting of a medical office building, including personal property, equipment and fixtures (the "Improvements") located at the Health Institution, and more particularly described on Exhibit B to the Lease Agreement referred to below.

WHEREAS, the County will lease the existing hospital facilities (the "Existing Facilities") and Improvements to the Authority pursuant to a primary lease (the "Primary Lease"); and

WHEREAS, the County has requested the Authority to make a Program Disbursement to refinance or to purchase the Improvements and sublease the Existing Facilities and the Improvements to the County and Hospital Board pursuant to a Lease Agreement among the County, the Hospital Board and the Authority (the "Lease Agreement"); and

WHEREAS, there have been presented to the Board of County Commissioners (1) the proposed form of Primary Lease and (2) the proposed form of a Lease Agreement.

WHEREAS, the Board of County Commissioners of the County does hereby order the entering into and approval of the documents referred to in the preceding paragraph and payment of the sums referred to in such documents, all as more fully provided below.

NOW, THEREFORE, be it ordained by the Board of County Commissioners of Caribou County, Idaho;

Section 1. All action (not inconsistent with the provisions of this ordinance) heretofore taken by the Board of County Commissioners of the County and the officers of the County directed toward the leasing of the Existing Facilities and the Improvements be, and the same is hereby ratified, approved and confirmed.

Section 2. The forms, terms and provisions of the Primary Lease and the Lease Agreement presented to this meeting be, and the same hereby are, in all respects approved.

Section 3. The Chairman of the Board of County Commissioners of the County be, and he hereby is, authorized in the name and on behalf of the County to execute and deliver the Primary Lease and the Lease Agreement in the forms presented to this meeting, with such changes therein as are not inconsistent herewith and the Clerk of the County be, and she hereby is, authorized in the name and on behalf of the County to affix the seal of the County to the Primary Lease and the Lease Agreement and to attest the same.

Section 4. All actions heretofore taken and the execution and delivery of all letters, certificates, applications, requests, agreements, papers and instruments in connection with the transactions referred to in and contemplated by the documents described in the preceding sections of this ordinance, be, and they hereby are, ratified, approved and confirmed.

Section 5. The officers of the County be, and they hereby are, authorized to take such steps, to do such other acts and things, to make such payments, to execute such letters,

judgment may be necessary, desirable or appropriate in order to carry out the terms and provisions of the Primary Lease and the Lease Agreement referred to in the preceding sections of this ordinance, and to otherwise consummate the transactions, steps and things contemplated hereby.

Section 6. If any section, paragraph, clause or provision of this ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this ordinance.

Section 7. All bylaws, orders, resolutions and ordinances or parts thereof, inconsistent herewith are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed as reviving any bylaw, order, resolution or ordinance, or part thereof.

Section 8. This ordinance shall be in full force and effect upon its passage, approval and publication.

PASSED, ADOPTED AND APPROVED this 22 day of July, 1996.

Max E. Rigby
Chairman
Board of County Commissioners

(SEAL)

ATTEST:

Eddie Spatt
County Clerk