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MAY 14 2009

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

LANC. COUNTY CLERK

A RESOLUTION APPROVING THE)
ISSUANCE, SALE AND DELIVERY BY)
HOSPITAL AUTHORITY NO. 1 OF)
LANCASTER COUNTY, NEBRASKA OF ITS)
NOT TO EXCEED \$7,200,000 PRINCIPAL)
AMOUNT REVENUE REFUNDING BOND)
(MADONNA PROJECT), SERIES 2009,)
SOLELY FOR THE PURPOSES OF SECTION)
147(f) OF THE INTERNAL REVENUE CODE)
OF 1986, AS AMENDED, AND RELATED)
MATTERS)

RESOLUTION NO. R-09-00 28

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 May 1, 2009 concerning the proposal by Hospital Authority No. 1 of Lancaster County, Nebraska (the "Authority") to issue its Revenue Refunding Bond (Madonna Project), Series 2009 (the "2009 Bond") 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 2009 Bond on behalf of Madonna, 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 provide for the payment and redemption (including any redemption premium) of not to exceed \$6,850,000 outstanding principal amount of the Authority's Revenue Bond, Series 2004 (Madonna Project) issued to pay the costs of constructing, equipping and furnishing a clinically integrated health center building and related facilities (the "Project") located between 53rd and 54th on the south side of Pine Lake Road, Lincoln, Nebraska; (2) the maximum face amount of the Bond 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 met in public session on April 17, 2009, at 7:30 a.m., 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 authorized and approved the issuance and delivery of the Bond and authorized and approved the execution and delivery of the documents relating to the Bond.

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 Bond in a

principal amount not to exceed \$7,200,000 on such terms and conditions as shall be determined by the Authority, or its authorized representative, is hereby approved.

The Bond will be a special. Limited revenue obligation of the Authority payable by the Authority solely from payments to be received by the Authority pursuant to a Loan Agreement (the “**Loan Agreement**”) between the Authority and the Borrower, which are pledged thereunder. As security for payment of the Bonds, the Authority will pledge to the lender under the Loan Agreement the payments under the Loan Agreement. The principal or redemption price of and interest on the Bond are payable solely from the amounts to be paid under the Loan Agreement; and nothing in the Bond or the Loan Agreement shall be construed as pledging any other funds or assets of the Authority. Neither 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 the Bond or for the performance of any pledge, obligation or agreement undertaken by the Authority except to the extent that money pledged in the Loan Agreement related Indenture are sufficient therefor.

The Bond shall not be deemed to constitute an indebtedness, liability or general obligation of the Authority, the County, the State of Nebraska (the “**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.

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PASSED: May 19, 2009, at Lincoln, Lancaster County, Nebraska.

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











APPROVED AS TO FORM
this 19 day of May, 2009.



(Deputy) County Attorney

NOTICE OF MEETING AND PUBLIC HEARING
OF THE BOARD OF COMMISSIONERS
OF LANCASTER COUNTY, NEBRASKA

Notice is hereby given that the Board of Commissioners of Lancaster County, Nebraska, will conduct a public hearing on Tuesday, May 19, 2009, at 9:30 a.m. in the Board of Commissioners Room, County-City Building, 555 South 10th Street, Lincoln, Nebraska, concerning the issuance by Hospital Authority No. 1 of Lancaster County, Nebraska (the "Authority") of a Revenue Refunding Bond (Madonna Rehabilitation Hospital Project), Series 2009 in the maximum aggregate face amount of not to exceed \$7,200,000 (the "Bond"), for the benefit of Madonna Rehabilitation Hospital (the "Borrower"), a Nebraska nonprofit corporation.

The proceeds of the Bond will be loaned by the Authority pursuant to Sections 23-3579 to 23-35,120, inclusive, Reissue Revised Statutes of Nebraska, as amended (the "Act") in furtherance of the purposes of the Act, to the Borrower and used to provide for the payment and redemption (including any redemption premium) of not to exceed \$6,850,000 outstanding principal amount of the Authority's Revenue Bond, Series 2004 (Madonna Rehabilitation Hospital Project) issued to pay the costs of constructing, equipping and furnishing a clinically integrated health center building and related facilities (the "Project") located between 53rd and 54th on the south side of Pine Lake Road, Lincoln, Nebraska. The facilities are owned and operated by the Borrower.

THE BOND SHALL NEVER CONSTITUTE AN INDEBTEDNESS OF THE COUNTY WITHIN THE MEANING OF ANY STATE CONSTITUTIONAL PROVISION OR STATUTORY LIMITATION, SHALL NEVER CONSTITUTE NOR GIVE RISE TO A PECUNIARY LIABILITY OF THE COUNTY OR A CHARGE AGAINST ITS GENERAL CREDIT OR TAXING POWERS, AND NO TAX FUNDS WILL EVER BE USED TO PAY ANY PART THEREOF, SUCH BOND AND THE INTEREST THEREON TO BE PAYABLE SOLELY FROM THE REVENUES DERIVED BY THE AUTHORITY FROM THE PROJECT.

The public hearing with regard to the Bond to refinance the above-described Project will be held by the Lancaster County Board of Commissioners on Tuesday, May 19, 2009, at 9:30 a.m. in the Board of Commissioners Room, County-City Building, 555 South 10th Street, Lincoln, Nebraska. All interested persons are invited to present comments at the public hearing or to submit written comments to counsel to the Authority, Gilmore & Bell, P.C., Suite 710, Wells Fargo Center, 1248 "O" Street, Lincoln, Nebraska 68508, concerning the issuance of the Bond and the Project.

Dan Nolte, County Clerk