OFFICIAL FILE COPY
CLERK OF THE BOARD
OF COUNTY COMMISSIONERS
MIAMI-DADE COUNTY, FLORIDA

Memorandum

MIAMI-DADE COUNTY

(Public Hearing 6-2-15)

Date: May 19, 2015

To: Honorable Chairman Jean Monestime
and Members, Board of County Commissioners

Agenda Item No. 5(E)

From: Carlos A. Gimenez
County Mayor

Subject: Ordinance Authorizing the Issuance of $26 Million of Additional Bonds for Projects Associated with Public Health Trust.

Ordinance No. 15-46

Recommendation

It is recommended that the Board of County Commissioners (Board) enact the accompanying Ordinance (2015 Ordinance) approving the issuance of $26 million of additional Miami-Dade County, Florida Public Facilities Revenue Bonds (Jackson Health System), Series 2015 (2015 Bonds) pursuant to Section 2.09 of Ordinance 05-49 enacted by the Board on March 1, 2005 and supplemented by Ordinance 09-49 enacted by the Board on June 30, 2009 (Master Ordinance).

The 2015 Ordinance provides for the authorization of 2015 Bond proceeds to be utilized for the following purposes:

1. Provide proceeds, together with other available moneys of the Public Health Trust (Trust), if any, for paying or reimbursing the Trust for costs of all or a portion of the projects as described in Exhibit "A" attached to this 2015 Ordinance (2015 Projects);
2. Provide for the funding of any deposits, if necessary, to be made with respect to the 2015 Bonds into the Debt Service Reserve Fund or provide for a Reserve Facility with respect to the 2015 Bonds; and
3. Paying cost of issuance of the 2015 Bonds, including without limitation, the cost of any premiums for municipal bond insurance and any Reserve Facility related to the 2015 Bonds.

The 2015 Ordinance further provides that the terms, maturities, interest rates and other bond related details for each series of 2015 Bonds be established in a Series Resolution to be approved by the Board prior to the issuance of each series of 2015 Bonds.

Scope

The 2015 Projects will have a countywide impact.

Track Record/Monitoring

The 2015 Bonds will be managed by Mark T. Knight, Executive Vice President & Chief Financial Officer, at Jackson Health System and Frank P. Hinton, Director, Division of Bond Administration in the Finance Department.

Fiscal Impact/Funding Source

The 2015 Bonds will be a special limited obligation of the County payable solely from and secured by a pledge of the Pledged Revenues of the Trust as provided in the Master Ordinance. Pledged Revenues are defined as Gross Revenues of the Trust and all moneys and investments on deposit to the funds and accounts established under the Master Ordinance. The Master Ordinance provides added security in the form of a County covenant to annually budget and appropriate from legally available non-ad valorem revenues, which are funds necessary to replenish any draws in the Debt Service Reserve Fund. The covenant provides the Trust with a stronger credit, which could result in lower financing cost for the 2015 Bonds. The 2015 Bonds will be issued to replace unspent proceeds (Unspent Proceeds) from the Outstanding Bonds, which are explained in the Background Section of this transmittal memorandum, and fund the projects that were expected to be completed with the Unspent Proceeds.

Background

Pursuant to the Master Ordinance, the County has issued:

1. $148,535,000 Public Facilities Revenue Bonds, Series 2005A, of which all remain outstanding;
2. $151,465,000 Public Facilities Revenue Refunding Bonds, Series 2005B, of which $113,830,000 remain outstanding; and
3. $83,315,000 Public Facilities Revenue Bonds, Series 2009, of which $77,360,000 remain outstanding.

Collectively, the outstanding amounts of the bonds issued constitute the Outstanding Bonds, which total $339,725,000. Currently, $25.4 million of the total Outstanding Bonds remain as Unspent Bonds.

In order to take advantage of lower interest rates and achieve significant debt service savings, currently estimated at a net present value of $34.4 million, the Trust is proposing to refund all its Outstanding Bonds. It is important to note that to effectuate the proposed refunding, defeasance and redemption of all the Outstanding Bonds, Greenberg Traurig, P.A. and Edwards & Associates, bond counsel for the proposed refunding, advised that for federal income tax purposes it would be in the best interest of the County to allocate the Unspent Proceeds toward the refunding, defeasance and redemption of the Outstanding Bonds. Therefore, the approval of the 2015 Ordinance is necessary to authorize the issuance of new money bonds to replace the Unspent Proceeds, which will be used to fund the projects authorized by the 2005 and 2009 bonds. The 2015 Bonds will be issued as additional bonds on parity with the Outstanding Bonds pursuant to section 2.09 of the Master Ordinance. A separate Series Resolution will come before the Board requesting to refund all Outstanding Bonds.

The 2015 Projects to be funded from the proceeds of the 2015 Bonds are listed in Exhibit "A" to the 2015 Ordinance. The 2015 Projects are the same projects authorized by Board pursuant to the Master Ordinance. The County Mayor has the discretion to modify Exhibit A after consultation with Bond Counsel.

Edward Marquez
Deputy Mayor

MEMORANDUM

(Revised)

TO: Honorable Chairman Jean Monestime
and Members, Board of County Commissioners

DATE: June 2, 2015

FROM: R. A. Cuevas, Jr.
County Attorney

SUBJECT: Agenda Item No. 5(E)

Please note any items checked.

_____ **"3-Day Rule" for committees applicable if raised**

_____ **6 weeks required between first reading and public hearing**

_____ **4 weeks notification to municipal officials required prior to public hearing**

_____ **Decreases revenues or increases expenditures without balancing budget**

_____ **Budget required**

_____ **Statement of fiscal impact required**

_____ **Ordinance creating a new board requires detailed County Mayor's report for public hearing**

✓ **No committee review**

_____ **Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous _____) to approve**

_____ **Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required**

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 5(E)
6-2-15

ORDINANCE NO. 15-46

ORDINANCE PROVIDING FOR ISSUANCE OF ADDITIONAL MIAMI-DADE COUNTY, FLORIDA PUBLIC FACILITIES REVENUE BONDS (JACKSON HEALTH SYSTEM) PURSUANT TO ORDINANCE NO. 05-49 IN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED $26,000,000.00, IN ONE OR MORE SERIES, FOR PURPOSES, TOGETHER WITH OTHER AVAILABLE MONEYS OF PUBLIC HEALTH TRUST, IF ANY, OF PAYING OR REIMBURSING PUBLIC HEALTH TRUST FOR COSTS OF CERTAIN CAPITAL ADDITIONS TO PUBLIC HEALTH TRUST FACILITIES, FUNDING DEBT SERVICE RESERVE FUND AND PAYING COSTS OF ISSUANCE, INCLUDING COSTS OF CREDIT FACILITY AND RESERVE FACILITY, IF ANY; PROVIDING THAT SUCH BONDS SHALL BE SECURED BY AND PAYABLE FROM GROSS REVENUES OF PUBLIC HEALTH TRUST ON PARITY WITH OTHER OUTSTANDING PUBLIC FACILITIES REVENUE BONDS (JACKSON HEALTH SYSTEM); PROVIDING THAT DETAILS OF SAID BONDS BE DETERMINED IN ONE OR MORE SUBSEQUENT RESOLUTIONS; PROVIDING FOR SEVERABILITY AND EFFECTIVE DATE

WHEREAS, the Board of County Commissioners (the "Board") of Miami-Dade County, Florida (the "County"), pursuant to Ordinance No. 05-49 enacted on March 1, 2005 (the "Original Ordinance") and Resolution Nos. R-210-05 and R-238-05 each adopted on March 1, 2005, has issued (a) Miami-Dade County, Florida Public Facilities Revenue Bonds (Jackson Health System), Series 2005A, in the aggregate principal amount of $148,535,000.00, all of which remain Outstanding (the "Prior 2005A Indebtedness"); and (b) Miami-Dade County, Florida Public Facilities Revenue Refunding Bonds (Jackson Health System), Series 2005B in the aggregate principal amount of $151,465,000.00, of which $113,830,000.00 remain Outstanding (the "Prior 2005B Indebtedness"); and

WHEREAS, pursuant to the Original Ordinance and Ordinance No. 09-49, enacted by the Board on June 30, 2009 (together with the Original Ordinance, the "Master Ordinance"), together with Resolution No. R-795-09 adopted by the Board on June 30, 2009, the County has previously issued Miami-Dade County, Florida Public Facilities Revenue Bonds (Jackson Health System), Series 2009, in the aggregate principal amount of $83,315,000.00, of which $77,360,000.00 remain Outstanding (the "Prior 2009 Indebtedness" and, together with the Prior 2005A Indebtedness and the Prior 2005B Indebtedness, the "Prior Indebtedness"); and

WHEREAS, there remain unspent proceeds of the Prior Indebtedness in the Public Health Trust Construction Fund established pursuant to the Master Ordinance in the approximate amount of $26,000,000.00 (the "Unspent Proceeds"); and

WHEREAS, the acquisition, construction, installation and equipping of the Capital Additions (as defined in the Master Ordinance) intended to be financed with the Unspent Proceeds have not yet been undertaken; and

WHEREAS, in connection with a proposed refunding, defeasance and redemption of all or a portion of the Prior Indebtedness in order to achieve significant debt service savings, Greenberg Traurig, P.A. and Edwards & Associates, P.A., bond counsel to the County for the proposed refunding ("Bond Counsel"), have advised that for federal income tax purposes it would be in the best interest of the County to allocate the Unspent Proceeds toward the refunding, defeasance and redemption of the Prior Indebtedness; and

WHEREAS, the Public Health Trust of the County (the "Trust") remains in need of the Capital Additions intended to be financed from the Unspent Proceeds and has determined to undertake the acquisition, construction, installation and equipping of those Capital Additions, which are described in Exhibit A (as Exhibit A may be modified at the discretion of the County

Mayor after consultation with Bond Counsel, collectively, the "Projects") attached to and made a part of this ordinance (the "2015 Ordinance"); and

WHEREAS, the Board desires to authorize pursuant to the Master Ordinance and this 2015 Ordinance and expects to issue under and pursuant to the Master Ordinance and this 2015 Ordinance Miami-Dade County, Florida Public Facilities Revenue Bonds (Jackson Health System) (the "Bonds") from time to time in one or more Series in an aggregate principal amount not to exceed $26,000,000.00 for the purposes of: (a) providing proceeds, together with other available moneys of the Trust, if any, for paying or reimbursing the Trust for Costs of all or a portion of the Projects; (b) providing for the funding of any deposits, if necessary, to be made with respect to the Bonds into the Debt Service Reserve Fund, or, in lieu thereof, providing for a Reserve Facility with respect to the Bonds; and (c) paying the costs of issuance of the Bonds, including, without limitation, the cost of any premiums for municipal bond insurance and any Reserve Facility related to the Bonds as may be deemed advisable; and

WHEREAS, the Board of Trustees of the Trust has approved the acquisition, construction, installation and equipping of the Projects and has requested that this Board authorize and approve the issuance of Additional Bonds under the Master Ordinance in an aggregate principal amount not to exceed $26,000,000.00, in one or more Series; and

WHEREAS, the Board desires to accomplish the purposes outlined in the accompanying memorandum (the "County Mayor's Memorandum"), a copy of which is incorporated in this 2015 Ordinance by reference,

BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA:

Section 1. Definitions. Unless the context expressly requires otherwise, capitalized terms used but not defined in this 2015 Ordinance, including the recitals to this 2015 Ordinance, shall have the meanings ascribed to them in the Master Ordinance. Capitalized terms defined in the recitals to this 2015 Ordinance shall have the meanings ascribed to them in the recitals to this 2015 Ordinance.

Section 2. Incorporation of Recitals. The matters set forth in the recitals to this 2015 Ordinance are incorporated as part of this 2015 Ordinance.

Section 3. Authority for Issuance of Bonds. The Bonds are to be issued pursuant to the authority of the Constitution and laws of the State of Florida (including, but not limited to, the Charter, Chapters 125 and 166, Florida Statutes, as amended, and all other applicable laws), the Master Ordinance and this 2015 Ordinance.

Section 4. Authorization for Issuance of Bonds. The Bonds of the County in an aggregate principal amount not to exceed $26,000,000.00 are authorized to be issued as Additional Bonds, at one time or from time to time in one or more Series, pursuant to the Master Ordinance and this 2015 Ordinance for the purpose, together with other available moneys of the Trust, if any, of (i) providing funds for paying or reimbursing the Trust for Costs of all or a portion of the Projects, (ii) providing for the funding of any deposits, if necessary, to be made with respect to the Bonds into the Debt Service Reserve Fund, or, in lieu thereof, providing for a Reserve Facility or Facilities with respect to the Bonds, and (iii) paying the costs of issuance of the Bonds, including, without limitation, the cost of any premiums for municipal bond insurance and any Reserve Facility related to the Bonds as may be deemed advisable.

Section 5. Details of Bonds. The terms and provisions of the Bonds or the means by which such terms and provisions shall be finally established or determined, including, without limitation, the denomination of each Bond, the numbering sequence of the Bonds, interest rates, maturities, payment dates, redemption provisions, and the approval of documents (including, without limitation, bond purchase agreements, and agreements to facilitate the provision of Credit Facilities and/or Reserve Facilities), to be authorized and/or executed in connection with the issuance, sale and delivery of the Bonds shall be set forth in one or more Series Resolutions. The Bonds of each Series shall bear an appropriate title, which shall include an identifying Series designation.

The Bonds shall be special obligations of the County, secured by and payable solely from Gross Revenues of the Trust and as otherwise provided in the Master Ordinance. Except as to any differences in the maturities thereof or in the rate or rates of interest or the provisions for redemption, the Bonds shall be on a parity with and shall be entitled to the same benefit and security of the Master Ordinance as all other Bonds now or hereafter Outstanding under the Master Ordinance. The Bonds shall not constitute an indebtedness, liability, general or moral obligation, or a pledge of the faith, credit or taxing power of the County, the State or any political subdivision of the State, within the meaning of any constitutional, statutory or charter provisions. Neither the State nor any political subdivision of the State or the County shall be obligated to levy ad valorem taxes on any property to pay the principal of, premium, if any, and interest on or other costs incident to the Bonds. The acceptance of the Bonds by the Registered Owners from time to time shall be deemed an agreement between the County and such Registered Owners that the Bonds and the indebtedness evidenced thereby shall constitute a lien only on the Pledged Revenues.

Section 6. Severability. If any term or provision of this 2015 Ordinance or the Bonds or the application thereof for any reason or circumstances shall to any extent be held to be invalid or unenforceable, the remaining provisions or the application of such term or provision to persons and situations, other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each term and provision of this 2015 Ordinance and the Bonds shall be valid and enforced to the fullest extent permitted by law.

Section 7. Controlling Law; Venue. The Laws of the State shall govern the construction and interpretation of this 2015 Ordinance. Venue shall lie in Miami-Dade County, Florida.

Section 8. Headings for Convenience Only. The descriptive headings in this 2015 Ordinance are inserted for convenience only and shall not control or affect the meaning or construction of any of the provisions of this 2015 Ordinance.

Section 9. Inconsistent Ordinances. All ordinances and parts thereof, which are inconsistent with any of the provisions of this 2015 Ordinance are hereby declared to be inapplicable to the provisions of this 2015 Ordinance.

Section 10. Effective Date. This 2015 Ordinance shall be excluded from the Code and shall become effective ten (10) days after the date of its enactment unless vetoed by the Mayor, and if vetoed, shall become effective upon an override by this Board.

PASSED AND ADOPTED: June 2, 2015

Approved by County Attorney as
to form and legal sufficiency:

Prepared by:

JRA

Juliette R. Antoine

EXHIBIT A

THE PROJECTS

PROJECT DESCRIPTION	ESTIMATED COST
Cardiovascular Catheter Lab Replacement	$830,000.00
Campuswide Uninterruptible Power Supply installation	600,000.00
Floor Modernization- Jackson Medical Tower, 9th Floor	600,000.00
Communication Ear Plug (CEP) Noise Reduction	510,000.00
Pediatric Operating Room renovations	430,000.00
Computed Tomography (CT) Scan Simulator Replacement	430,000.00
Teletracking system	400,000.00
Floor Modernizations- Holtz Newborn intermediate Care Unit (NICU)	400,000.00
Outdoor lighting, multi-campus	400,000.00
Floor Modernizations- Jackson Memorial Hospital West Wing	330,000.00
Radiology Recovery Room renovations, West Wing, 2nd Floor	300,000.00
Campuswide Roofing Replacements	300,000.00
Campuswide Fire Sprinkler upgrades	250,000.00
Holtz Hospital common area and elevator renovations	160,000.00
Patient Rooms Reheat Coils replacements	120,000.00
Nurse Call Systems- West Wing and East Tower	110,000.00
Restroom renovation- Holtz Pediatric Intensive Care Unit	110,000.00
Campuswide Electrical Switchgear Replacements	7,000,000.00
Elevator Modernzations	650,000.00
ADA Compliance Projects	1,370,000.00
Fire Alarm system replacements- West Wing and Central Buildings	250,000.00
Paralleling Gear replacement	3,480,000.00
Campuswide Fire Alarm upgrades	3,130,000.00
Air Handler Unit Replacements	2,410,000.00
New Backflows and Bypasses Domestic Water lines	430,000.00
Fluroscopy Machine Replacement	20,000.00
Hot Water Boiler replacement	220,000.00
Emergency Switchgear Replacement- Jackson North Medical Center	760,000.00
TOTAL	$26,000,000.00