

Memorandum



Date: September 3, 2021

To: Honorable Chairperson and Members
Health Facilities Authority

From: Belkys Romay
Executive Director, Miami-Dade County Health Facilities Authority

Subject: Meeting of Health Facilities Authority

A meeting of the Miami-Dade County, Health Facilities Authority (the "Authority") has been scheduled as follows:

Date: Monday, September 13, 2021
Time: 11:00am
Place: Stephen P. Clark Government Center
22nd Floor (Rear Conference Room) A

AGENDA

1. Chairperson to call meeting to order.
2. Presentation by representatives from Nicklaus Children's Hospital.
3. Consideration of an application by Nicklaus Children's Hospital for the issuance of Authority Revenue and Revenue Refunding Bonds.
4. TEFRA Hearing with respect to the Miami-Dade County Health Facilities Authority Hospital Revenue and Revenue Refunding Bonds (Nicklaus Children's Hospital Project), Series 2021.

5. Approval of Resolution:

RESOLUTION AUTHORIZING ISSUANCE OF MIAMI-DADE COUNTY HEALTH FACILITIES AUTHORITY HOSPITAL REVENUE AND REVENUE REFUNDING BONDS (NICKLAUS CHILDREN'S HOSPITAL PROJECT), SERIES 2021 (THE "BONDS") IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$300,000,000, IN ONE OR MORE SERIES, ON BEHALF OF VARIETY CHILDREN'S HOSPITAL FORMERLY DOING BUSINESS AS MIAMI CHILDREN'S HOSPITAL AND NOW DOING BUSINESS AS NICKLAUS CHILDREN'S HOSPITAL (THE "HOSPITAL"), FOR THE PRIMARY PURPOSES OF FINANCING CERTAIN CAPITAL IMPROVEMENTS TO THE HOSPITAL'S FACILITIES AND REFUNDING CERTAIN OUTSTANDING AUTHORITY BONDS; APPROVING ISSUANCE OF SUCH BONDS AFTER PUBLIC HEARING HELD PURSUANT TO SECTION 147(f) OF INTERNAL REVENUE CODE OF 1986, AS AMENDED; DELEGATING AUTHORITY, WITHIN CERTAIN PARAMETERS, TO CHAIRPERSON/VICE CHAIRPERSON AND IN THEIR ABSENCE, EACH MEMBER TO DETERMINE FINAL DETAILS OF THE BONDS AND TO FINALIZE, EXECUTE AND DELIVER RELATED DOCUMENTS INCLUDING SUCH BONDS; AUTHORIZING NEGOTIATED SALE OF THE BONDS; APPROVING THE FORMS OF THE BONDS, A BOND PURCHASE CONTRACT, A TRUST INDENTURE, A LOAN AGREEMENT, AND OTHER DOCUMENTS FOR THE BONDS; AUTHORIZING BOOK-ENTRY SYSTEM OF REGISTRATION; ACKNOWLEDGING THE FORM AND DISTRIBUTION OF PRELIMINARY OFFICIAL STATEMENT AND FINAL OFFICIAL STATEMENT; APPROVING THE FORMS AND AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE ESCROW DEPOSIT AGREEMENTS AND ACKNOWLEDGING THE SERVICE OF THE BOND TRUSTEE THEREUNDER; AUTHORIZING THE APPOINTMENT OF A TRUSTEE, PAYING AGENT, AND REGISTRAR; PROVIDING THAT SUCH BONDS SHALL BE PAYABLE SOLELY FROM REVENUES OF THE HOSPITAL AND SHALL NOT CONSTITUTE A DEBT OR GENERAL OBLIGATION OF THE AUTHORITY; AUTHORIZING AUTHORITY OFFICERS TO TAKE ALL ACTIONS IN CONNECTION WITH SALE AND DELIVERY OF THE BONDS AND OTHER RELATED MATTERS; AND PROVIDING FOR SEVERABILITY AND EFFECTIVE DATE.

6. Administrative matters.

6.1 Authority vacancies and membership.

7. Such other business that may come before the authority at said meeting.

8. Adjournment.