

[Alexandria City Council]

RESOLUTION NO. ____

WHEREAS, the Industrial Development Authority of the City of Alexandria (the “Alexandria Authority”) has considered a request of Inova Alexandria Hospital (the “Hospital”) and certain affiliated entities (collectively, “Inova”), which are organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), requesting the Alexandria Authority and the City Council of the City of Alexandria, Virginia (the “City Council”) approve the issuance by the Industrial Development Authority of Fairfax County, Virginia (the “Fairfax Authority”) of the Fairfax Authority’s revenue bonds in an amount not to exceed \$500,000,000 (the “Bonds”) to assist Inova in financing or refinancing all or part of the following plan of financing (collectively, the “Plan of Financing”) to: (a) refund all or any portion of the Virginia Small Business Financing Authority’s Health Care Revenue Bonds (Inova Health System Project), Series 2017, the Fairfax Authority’s outstanding Health Care Revenue Bonds (Inova Health System Project), Series 2005C-1 and Series 2005C-2 and the Fairfax Authority’s outstanding Variable Rate Demand Health Care Revenue Bonds (collectively, the “Refunded Bonds”); (b) fund a debt service reserve fund for the Bonds, if any, (c) finance a portion of interest accruing on the Bonds; and (d) pay certain expenses incurred in connection with the authorization, issuance and sale of the Bonds; and has held a public hearing with respect to the Plan of Financing on June 19, 2018;

WHEREAS, a portion of the proceeds of the Refunded Bonds were applied to the refunding of bonds previously issued by the Fairfax Authority, the proceeds of which were applied to refund a prior issue, the proceeds of which prior issue were applied to refund bonds issued for the benefit of the Hospital located in the City of Alexandria, Virginia;

WHEREAS, Section 147(f) of the Code provides that the governmental unit having jurisdiction over the issuer of private activity bonds and over the area in which any facility financed with the proceeds of private activity bonds is located must approve the issuance of the bonds and Section 15.2-4906 of the Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2, Code of Virginia of 1950, as amended (the “Act”), sets forth the procedure for such approval;

WHEREAS, Section 15.2-4905 of the Act provides that if a locality has created an industrial development authority, no industrial development authority created by a second locality may finance a facility located in the first locality unless the governing body of such first locality concurs with the inducement resolution adopted in connection with such financing by the second locality;

WHEREAS, certain of the facilities to be financed with the proceeds of the Bonds are located in the City of Alexandria and the City Council constitutes the highest elected governmental unit of the City of Alexandria;

WHEREAS, the Fairfax Authority adopted a resolution (the “Fairfax Resolution”) with respect to the Bonds on June 22, 2018 and the Alexandria Authority has recommended that the

City Council concur in the Fairfax Resolution and approve the issuance of the Bonds by the Fairfax Authority in order to comply with Section 147(f) of the Code and Sections 15.2-4905 and 15.2-4906 of the Act;

WHEREAS, a copy of the Fairfax Resolution, a certificate evidencing conduct of the public hearing and the action taken by the Alexandria Authority, and a Fiscal Impact Statement have been filed with the City Council; and

WHEREAS, the Alexandria Authority has recommended that the City Council concur in the Fairfax Resolution and approve the issuance of the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ALEXANDRIA, VIRGINIA:

1. The City Council concurs in the Fairfax Resolution and approves the issuance of the Bonds by the Fairfax Authority as required by Section 147(f) of the Code and Sections 15.2-4905 and 15.2-4906 of the Act in order to permit the Alexandria Authority to assist Inova in the financing.

2. The City Council's approval of the issuance of the Bonds by the Fairfax Authority does not constitute an endorsement to a prospective purchaser of the Bonds or the creditworthiness of Inova. The issuance of revenue bonds as requested by Inova will not constitute a debt or pledge of the faith and credit of the Commonwealth of Virginia or the City of Alexandria, and neither the faith and credit nor the taxing power of the Commonwealth of Virginia or any political subdivision thereof will be pledged to the payment of such bonds. Neither the City of Alexandria nor the Alexandria Authority shall be obligated to pay the Bonds or the interest thereon or other costs incident thereto.

3. This resolution shall take effect immediately upon its adoption.

ADOPTED: June 26, 2018

ATTEST:

At a regular meeting of the City Council of the City of Alexandria, Virginia, held on the ____ day of _____, 2018, the following members of the City Council were recorded as present:

PRESENT:

On motion by _____, seconded by _____, the attached Resolution was adopted by a majority of the members of the City Council by a roll call vote, the votes being recorded as follows:

MEMBER

VOTE