

**RESOLUTION NO. 3\_\_\_\_\_ - 2018**

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF  
LA GRANGE, KENTUCKY, RELATING TO THE ISSUANCE  
BY THE KENTUCKY ECONOMIC DEVELOPMENT FINANCE  
AUTHORITY OF REVENUE BONDS IN ORDER TO  
REFINANCE, AMONG OTHER THINGS, COSTS INCURRED  
BY BAPTIST HEALTHCARE SYSTEM, INC., IN  
CONSTRUCTING AND ACQUIRING CERTAIN HOSPITAL  
FACILITIES IN THE CITY

WHEREAS, Baptist Healthcare System, Inc. (“Baptist Health”), a Kentucky nonprofit corporation, desires to refinance the costs of previous improvements to certain hospital, health care, and health-related facilities currently constituting Baptist Health La Grange in the City of La Grange, Kentucky (the “City”), including without limitation the prior acquisition, construction, or renovation of land and land improvements, hospital facilities, facility safety systems, laboratory facilities, HVAC equipment, emergency and patient room improvements, and medical and office equipment and furnishings (collectively, the “Existing Projects”), up to \$57,000,000 of the costs of which are presently expected to be refinanced by the Bonds hereinafter defined; and

WHEREAS, it is expected that the refinancing of the Existing Projects by Baptist Health will have a positive impact on the local economy and the delivery of hospital, health care, and health-related services to the citizens of the City and the surrounding areas and, in particular, will result in the provision of more efficient and effective hospital, health care, and health-related services in the area; and

WHEREAS, the Kentucky Economic Development Finance Authority (“KEDFA”), a body politic and corporate within the Economic Development Cabinet of the Commonwealth of Kentucky, created and existing pursuant to the provisions of KRS Chapter 154, possesses the legal authority to authorize and issue revenue bonds to provide for the refinancing of the Existing Projects upon the request of the City as required by KRS 103.210(1); and

WHEREAS, such refinancing, when undertaken by KEDFA, will enable Baptist Health to continue to provide substantial employment for residents of the area; and

WHEREAS, the City, for the reasons above stated, desires to renew its request for the issuance of such revenue bonds by KEDFA (the “Bonds”) for the purposes of refinancing costs of the Existing Projects, and refinancing the costs of other projects for other hospitals, health care, and health-related facilities owned or operated by Baptist Health in other Kentucky cities, and it is appropriate that this Resolution be adopted in order to evidence such request;

NOW, THEREFORE, BE IT RESOLVED AND ORDERED BY THE CITY OF  
LA GRANGE, KENTUCKY, ACTING BY AND THROUGH ITS CITY COUNCIL, AS  
FOLLOWS:

Section 1. It is hereby found, determined and declared that the statements of fact set forth in the preamble to this Resolution are true and accurate in all respects, and the preamble and

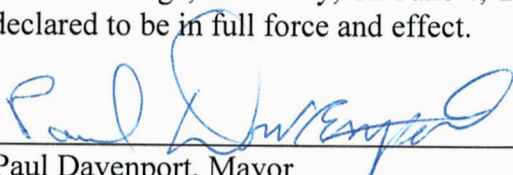
all of the recitals therein are incorporated in this Resolution by reference, as if set forth verbatim herein.

Section 2. The City hereby requests the issuance of the Bonds by KEDFA in order to refinance the Existing Projects for Baptist Health. Such request is made solely for the purpose of satisfying the statutory requirement of KEDFA for such local request and shall not be deemed to constitute an approval of the Existing Projects for any other municipal purpose of the City.

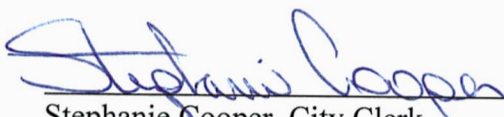
Section 3. The adoption of this Resolution shall not be deemed to and shall not constitute an approval of the Bonds or any representation made by KEDFA or Baptist Health in the issuance thereof and shall not impose any liability or responsibility, financial or otherwise, upon the City.

Section 4. This Resolution shall be in full force and effect from and after its adoption.

ADOPTED by the City Council of the City of La Grange, Kentucky, on June 4, 2018, signed by the Mayor, attested by the City Clerk and declared to be in full force and effect.

  
Paul Davenport, Mayor

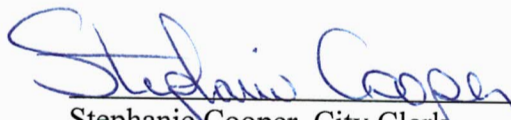
Attest:

  
Stephanie Cooper, City Clerk

#### CERTIFICATION

I, the undersigned, do hereby certify that I am the duly qualified and acting City Clerk of the City of La Grange, Kentucky (the "City"), and as such Clerk, I further certify that the foregoing is a true, correct and complete copy of a Resolution duly adopted by the City Council of the City at a properly convened meeting held on June 4, 2018, signed by the Mayor and now in full force and effect, all as appears from the official records of the City in my possession and under my control.

IN WITNESS WHEREOF, I have hereunto set my hand this June 4, 2018.

  
Stephanie Cooper, City Clerk