

Crouse Health Hospital, Inc.

Public Hearing

July 6, 2023

The Public Hearing of the Onondaga Civic Development Corporation held on this day, Thursday, July 6, 2023 at the Issuer's Offices at 335 Montgomery Street, Floor 2M, Syracuse, New York 13202, in the conference room was called to order at 9:00.m. by Public Hearing Officer Lowery

ATTENDEES:

Nancy Lowery, Public Hearing Officer

The Public Hearing was conducted regarding the application and project described as follows:

Crouse Health Hospital, Inc. Issuer issue its tax-exempt and tax exempt revenue bonds in one or more series in the aggregate principal amount as part of a plan of financing in the aggregate principal amount not to exceed \$90,000,000 for the purpose of financing a certain project

Location: 722-748 Irving Avenue and 722-748 Avenue Rear
City of Syracuse

Pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), the Onondaga Civic Development Corporation (the "Issuer") will hold a public hearing on July 6, 2023 at 9:00 a.m. at the Issuer's offices at 335 Montgomery Street, Syracuse, New York 13202, in the large conference room on the first floor, regarding the following matter:

Crouse Health Hospital, Inc. (the "Hospital"), a New York not-for-profit corporation and an organization described in Section 501(c)(3) of the Code, has submitted an application to the Issuer requesting that the Issuer issue its tax-exempt and taxable revenue bonds in one or more series as part of a plan of financing in the aggregate principal amount not to exceed \$90,000,000 (the "Bonds") for the purpose of financing a certain project (the "Project"), consisting of:

(A) in an aggregate principal amount not to exceed \$26,500,000: the refinancing of all or a portion of Syracuse Local Development Corporation Fixed Rate Tax-Exempt Multi-Modal Revenue Bonds (Crouse Health Hospital, Inc. Project) Series 2016A, issued in the original principal amount of \$12,800,000 (the "Series 2016A Bonds") and Syracuse Local Development Corporation Multi-Modal Tax-Exempt Revenue Bonds (Crouse Health Hospital, Inc.) Series 2016C, issued in the original principal amount of \$20,000,000 (the "Series 2016C Bonds" and together with the Series 2016A Bonds, the "Series 2016 Bonds"), the proceeds of both of which series of bonds were used to finance a certain project at Hospital facilities located at 722-748 Irving Avenue and 722-748 Irving Avenue Rear, City of Syracuse, New York, consisting of: (a)(i) the renovation of approximately 53,799 square feet within the Irving and Memorial Buildings to renovate the existing Emergency Services Department and relocate the existing Outpatient Urgent Care extension clinic into the main Hospital Emergency Services Department, and construction of an approximately 12,345 square foot third floor addition to the Witting Building to house mechanical, electrical and plumbing equipment for the Rapid Evaluation Unit and Internal Disposition Area, and an Emergency Department/Observation Suite pursuant to New York State Department of Health Certificate of Need Project Number 151302; (ii) the

renovation of the existing ICU Suite, including the addition of seven (7) private ICU rooms, relocation of the existing Dialysis Suite from the Irving Building to the Memorial Building, renovation of the Memorial Building Medical Surgical Unit, (collectively, the "2016 Improvements"), pursuant to New York State Department of Health Certificate of Need Project Number 151272-C; (b) the acquisition and installation in and around the 2016 Improvements of certain items of machinery, equipment, fixtures, furniture and other incidental tangible personal property (the "2016 Equipment" and together with the Improvements and the 1997A Improvements (as defined below), collectively referred to herein as the "2016 Project Facility"); (c) the refunding of all or a portion of certain prior tax-exempt bonds which were applied to finance the cost of construction and renovation of certain facilities of the Hospital and to finance the acquisition and installation of certain equipment therein (the "1997A Improvements"); and (d) the funding a debt service reserve fund, if any, and certain other costs incidental to the issuance of the Series 2016 Bonds (the "2016 Costs", and together with the 2016 Facility, the "2016 Project"); and

(B) in an aggregate principal amount not to exceed \$18,600,000: the refinancing of all or a portion of Syracuse Local Development Corporation Fixed Rate Tax-Exempt Revenue Refunding Bonds (Crouse Hospital Health, Inc. Project) Series 2017A Bonds, issued in the original principal amount of \$17,465,000 (the "Series 2017A Bonds"), the proceeds of which were used for (i) the refunding of certain prior tax-exempt bonds issued for the benefit of the Hospital to finance certain project consisting of the acquisition of an interest in certain property located on Irving Avenue, City of Syracuse, New York and improvements to the existing facilities thereon (the "2003A Facility"); (ii) the refunding of certain prior tax-exempt bonds issued for the benefit of the Hospital to finance certain project consisting of the acquisition of an interest in, certain improvements to and equipment purchases for, and/or to refinance loans incurred for the Hospital's facilities located at (a) 761-787 Irving Avenue, City of Syracuse, New York, (the "Marley Building"), (b) 420-424 South Crouse Avenue, #500, City of Syracuse, New York (the "Surgery Center Facility"), (c) 710-730 South Crouse Avenue (the "Crouse Business Center"), and (d) 736 Irving Avenue, City of Syracuse, New York (the "736 Irving Facility" and together with the Marley Building, Surgery Center Facility, and Crouse Business Center, the "2003A Project"); (iii) the refunding of certain prior tax-exempt bonds issued for the benefit of the Hospital to finance the acquisition of an interest in, certain improvements to and equipment purchases for the 736 Irving Facility and adjacent existing improvements (the "2007A Project"); (iv) the refunding of certain prior bonds issued for the benefit of the Hospital for a certain project consisting of the acquisition of an interest in, certain improvements to and equipment purchases for 410 South Crouse Avenue, City of Syracuse, New York (the "2007B Project"); (v) a portion of the costs associated with the issuance of the Series 2017A Bonds (subparagraphs (i) through (iv) being the "2017A Project Facility" and subparagraph (v) being the "2017A Costs", and collectively the "2017A Project"); and

(C) in an aggregate principal amount not to exceed \$20,000,000: (i) the refinancing of all or a portion of the outstanding principal amount Onondaga Civic Development Corporation Tax-Exempt Revenue Refunding Bonds, Series 2019A (Crouse Health Hospital, Inc. Project) (the "Series 2019A Bonds"), issued in the original principal amount of \$22,915,000, the proceeds of which were used for (i) the refinancing of all or a portion of certain prior tax-exempt bonds issued for the benefit of the Hospital to finance a certain project consisting of improvements to the Hospital's facility located at 736 Irving Avenue, City of Syracuse, New York (the "1998 Project Facility"); (ii) the refinancing of all or a portion of the outstanding principal amount of the Series 2017A Bonds, the proceeds of which were used to finance the 2017A Project (the "2017A Project Facility" and together with the 1998 Project Facility, the 2019A Project Facility); (iii) the payment of all or a portion of the costs incidental to the issuance of the Series 2019A Bonds, including issuance costs of the Series 2019A Bonds, and the funding any reserve funds as

may be necessary to secure the Series 2019A Bonds (the "2019A Costs" and together with the 2019A Project Facility, "2019A Project"); and

(D) in an aggregate principal amount not to exceed \$11,000,000: the refinancing of a loan made to the Hospital by Berkshire Bank NMLS ("Berkshire"), pursuant to a certain Term Loan Agreement, by and between the Hospital and Berkshire, dated as of March 23, 2023 (the "Berkshire Loan"), in the original principal amount of \$9,500,000, the proceeds of which were used for the purpose of: (i) reimbursing expenditures of the Hospital used by the Hospital to retire its term loan owing to HSBC Bank which in turn was used to retire the outstanding Syracuse Local Development Corporation Multi-Modal Tax-Exempt Revenue Bonds (Crouse Health Hospital, Inc.) Series 2016B, the proceeds of which were used to finance a portion of the costs of the 2016 Project described above (collectively, the "2023 Project Facility"); and (ii) pay related expenses and closing costs, (the "2023 Costs", and together with the 2023 Project Facility, the "2023 Project"); and

(E) the funding of a debt service reserve fund, if any, and certain other costs incidental to the issuance of the Bonds (the 2016 Project Facility, the 2017 Project Facility, the 2019A Project Facility and the 2023 Project Facility hereinafter referred to as the "Project Facility", the 2016 Project, the 2017 Project, the 2019A Project and the 2023 Project being hereinafter collectively referred to as the "Project", and the costs related thereto being the "Project Costs").

The Hospital is and will be the owner and operator of all of the facilities to be refinanced by the proceeds of the Bonds. The Bonds will constitute qualified 501(c)(3) Bonds under Section 145 of the Code. The Issuer will loan the proceeds of the Bonds to the Hospital to finance all or a portion of the Project costs pursuant to a Loan Agreement, executed and delivered contemporaneously with the issuance of the Bonds (the "Loan Agreement"), by and between the Issuer and the Hospital.

The Hospital has requested that the Issuer issue the Bonds. The Bonds will be special limited obligations of the Issuer payable solely from the revenues derived from the payments made by the Hospital pursuant to the Loan Agreement and secured by certain assets of the Hospital pledged to the repayment of the Bonds.

The Issuer will at the above-stated time and place provide a reasonable opportunity to all interested persons to present their views, either orally or in writing, on the location and nature of the Project and the proposed plan of financing for the Project by the issuance of the Bonds.

Under the Code, approval of the issuance of the Bonds by the County Executive of Onondaga County is necessary under Section 147(f) of the Code in order for the interest on the Bonds to be excluded from the gross income for federal income tax purposes.

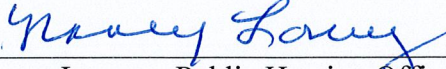
The Bonds shall not be a debt of the State of New York or any political subdivision thereof, including Onondaga County, and neither the State of New York nor any political subdivision thereof, including Onondaga County, shall be liable thereon.

Public Hearing Officer Lowery asked if anyone had any comments in favor of the proposed project. There were none. She then asked if anyone wanted to speak in opposition to the proposed project. There were none. Public Hearing Officer Lowery then asked if anyone wanted to make any general comments about the proposed project. There were none. The Public Hearing Officer also noted no written comments had been received as of July 6, 2023. Comments are kept on file and available for public viewing at 335 Montgomery Street, Floor 2M, Syracuse, New York.

The notice for Public Hearing has been read. The opportunity for comments for and against the proposed project has been noted. There being no further business, Public Hearing Officer Lowery closed the hearing at 9:13 a.m.

Dated: July 6, 2023

ONONDAGA CIVIC DEVELOPMENT CORPORATION

By: 
Nancy Lowery, Public Hearing Officer