NEW YORK STATE PUBLIC AUTHORITIES CONTROL BOARD

RESOLUTION No. 19-DA-1122AR
AMENDING THE APPROVAL OF A SPECIFIED PROJECT OF THE
DORMITORY AUTHORITY (Tax-Exempt Equipment Leasing Program I)

WHEREAS, the New York State Public Authorities Control Board ("PACB"), created pursuant to Chapter 38, Laws of 1976, as amended, has been empowered by Section 51 of the Public Authorities Law to receive applications from designated public benefit corporations, including the Dormitory Authority ("DA"), for approval of the acquisition, construction or financing of any project proposed by such public benefit corporation; and

WHEREAS, the PACB Resolution 19-DA-1122AO has been submitted previously by the DA; and

WHEREAS, the PACB has duly received application from DA for approval to establish and operate a tax-exempt equipment leasing program ("TELP") for the purpose of financing the acquisition and installation of equipment for certain health care providers eligible under the parameters identified below, together with materials submitted by the DA to provide evidence of commitment of sufficient funds to be obtained through execution of one or more three-party Master Leases and Sublease Agreements (each, a "Lease") at one or more times; and

WHEREAS, the DA will act as a party to each Lease pursuant to the Medical Care Facilities Finance Agency ("MCFFA") Act,
Subdivision 18, Section 3 of Section 1 of Chapter 392 of the Laws of 1973, as added by Chapter 642 of the Laws of 1984, as amended, and Section 5-b of Chapter 342 of the Laws of 1993; and

WHEREAS, the DA shall act as lessee and sublessor in each transaction and simultaneously sub-lease the equipment to facilities eligible under the Act who shall act as sublessee; and

WHEREAS, the lessor under each Lease shall be a bank, leasing company, lending division of a corporation, or other commercial lender; and

WHEREAS, each Lease is structured such that the rental payments made from the sublessee to DA as lessee are assigned to the lessor; and

WHEREAS, DA participation in the TELP lease transaction will allow the rental payments made to the lessor to be exempt from a portion of Federal and State income taxation; and

WHEREAS, the Lease structure shall indemnify the DA from any recourse from either the lessor or the sublessee for any condition that may arise including the non-payment of rental payments; and

WHEREAS, costs of each transaction shall be paid by the sublessee and shall include fees to the DA and to bond counsel; and

WHEREAS, the Office of Health Systems Management of the New York State Department of Health shall review all proposed TELP projects to the extent required by law and by the parameters of the
TEL P program and, if such a review is required, will determine whether the project is needed and financially feasible; and

WHEREAS, the Office of Health Insurance Programs of the New York State Department of Health has recommended approval by the PACB; and

WHEREAS, a copy of such application has been duly filed with the Comptroller, and he has had the opportunity to comment.

NOW THEREFORE BE IT RESOLVED, that the PACB approves the establishment and operation of the TELP program as limited by the parameters listed below, in accordance with Section 51 of the Public Authorities Law:

(Continued on next page)
TELP Program Parameters

1. **TELP Program**: The DA will be permitted to originate TELP leases, at one or more times, for the Institution(s) listed below:

   Brooklyn United Methodist Church Home  $3,940,300
   (Kings County)

2. **Maximum Lease Size**: No single lease may exceed $10 million without specific authorization of the Dormitory Authority Board of Directors. Each lease in excess of $10 million shall first have been authorized by the Dormitory Authority Board of Directors.

3. **Maximum Annual by Borrower**: No one facility may lease more than $10 million under the TELP program within any twelve-month period without PACB approval.

4. **Regulatory Approvals**: All borrowers will be required to obtain OHSM Certificate of Need approval to the extent required for any equipment items to be eligible for lease under TELP, as needed.

5. **Maximum Rate**: For each lease approved herein, the Authority staff will provide a taxable and tax-exempt rate lease interest rate quote and estimate the proposed savings, and the tax exempt lease rate shall not exceed 7.5 percent.

6. **Maximum Term for Lease Refinancing**: In the event that an existing taxable lease is refinanced under the TELP program, the TELP lease term will not exceed the remaining term of the refinanced lease. In cases where more than one existing taxable lease is refinanced and consolidated, the TELP lease term shall not be longer than the average remaining lease term of the refinanced leases, weighted by each lease's refinanced balance.

7. **Maximum Term for Leasing**: The lease term shall not exceed the estimated useful life of the leased asset as published by the
American Hospital Association. In the case where the lease applies to more than one asset, the lease term shall be no longer than the composite useful lives of the assets.

8. **Transaction Costs:** The costs of executing each TELP transaction shall include the cost of the bond counsel fees, plus a DA origination fee of 30 basis points.

9. **Periodic Reports:** The PACB will receive annually a summary of all TELP transactions closed within the year.
This resolution shall become effective immediately.

Robert F. Mujica, Jr., Chair
Public Authorities Control Board

Amy Paulin, Member of the Board

Leroy Comrie, Member of the Board

19-DA-1122AR

Date: November 20, 2019
CERTIFICATION

STATE OF NEW YORK
COUNTY OF ALBANY ss.

I, Elyse Young, Secretary of the New York State Public Authorities Control Board, do hereby certify that at a meeting of such Board, held on November 20, 2019, the attached resolution was duly adopted by the unanimous vote of the Members of the Board. The resolution attached is a true copy of the resolution and the certification of the determination made by such resolution and of the signatures thereto of each of the Members of the Board or their duly appointed representatives, the original of which is on file in my office. As of the date of this certification, such resolution has not been modified, superseded, amended or repealed and remains in full force and effect.

In witness thereof I have hereunto set my hand this 20th day of November 2019.

Elyse Young
Secretary

STATE OF NEW YORK
COUNTY OF ALBANY ss.

On this 20th day of November 2019, before me personally came Elyse Young to me known, who, being by me duly sworn, did depose and say that she is the Secretary of the New York State Public Authorities Control Board, that she executed the foregoing certification and that the contents thereof are true.

Brittany N. Glenn
Notary Public, State of New York
No. 01GL6253075
Qualified in Rensselaer County
Commission Expires: 12/19/2019