

MINUTES

**CITY OF HIALEAH GARDENS
TUESDAY, DECEMBER 1, 2015
CITY COUNCIL CHAMBERS
10001 NW 87 AVENUE**

- 1. Call to Order:** Chairman Garcia called the meeting to order at 7:34 p.m.
- 2. Roll Call:** Present were Chairman Luciano Garcia, Councilman Jorge A. Merida, Councilman Jorge Gutierrez, City Attorney Charles A. Citrin and Aida Martinez-Ruiz Assistant City Attorney. Councilman Rolando Piña, Councilman Elmo L. Urra, and Mayor Yiozet De La Cruz were absent.
- 3. Invocation:** Chairman Garcia gave the invocation.
- 4. Pledge of Allegiance:** Mr. Citrin led the Pledge of Allegiance.
- 5. Deletions / Emergency Additions:** Chairman Garcia made a motion to delete item 8B seconded by Councilman Merida. The motion was unanimously approved.
- 6. Review of Minutes: November 17, 2015.** Chairman Garcia made a motion to approve the minutes of **November 17, 2015** seconded by Councilman Merida. The motion was unanimously approved.
- 7. Public Comments:** None were offered.

8. Proposed Resolutions:

- A) RESOLUTION OF THE CITY OF HIALEAH GARDENS, FLORIDA AUTHORIZING THE PURCHASE OF ONE (1) 2015 FORD F-150 (XIC) TRUCK TO BE USED BY THE PARKS DEPARTMENT; WAIVING COMPETITIVE BIDDING; UTILIZING AN EXISTING GOVERNMENT CONTRACT AS ALLOWED BY SECTION 46-119 OF THE HIALEAH GARDENS CODE OF ORDINANCES; AUTHORIZING THE APPROPRIATE CITY OFFICIALS TO EXECUTE AN AGREEMENT WITH DON REID FORD LLC; PROVIDING FOR CONFLICTS; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

Mr. Citrin read the resolution into the record. Mr. Walter Dubon, Parks Director, came forward and gave details regarding the purchase of a Ford F-150 truck for use of the Parks Department. Mr. Dubon, referencing his memo, stated that the truck would be added to the department's fleet and he would be phasing out one of the older vehicles which will be used until no longer operable. No one came forward. Chairman Garcia motioned to approve seconded by Councilman Merida. The resolution was unanimously approved.

- B) RESOLUTION OF THE CITY COUNCIL OF THE CITY OF HIALEAH GARDENS, FLORIDA, CREATING A PROPERTY ASSESSED CLEAN ENERGY PROGRAM AND JOINING THE CLEAN ENERGY GREEN CORRIDOR PROGRAM IN ACCORDANCE WITH SECTION 163.08, FLORIDA STATUTES; ADOPTING AN INTERLOCAL AGREEMENT PURSUANT TO SECTION 163.01, FLORIDA STATUTES RELATING TO THE CORRIDOR; PROVIDING FOR AUTHORIZATION; AND PROVIDING FOR AN EFFECTIVE DATE.

Item 8B was deleted.

- C) RESOLUTION OF THE CITY COUNCIL OF HIALEAH GARDENS, FLORIDA SUPPORTING THE FLORIDA DEPARTMENT OF TRANSPORTATION'S (FDOT) RECOMMENDED ALTERNATIVE FOR PROJECT (WHICH IS COMPRISED OF ALTERNATIVE 1A, 2A, 3B, 4B, 5C, 6D, 7C, AND 8B, BY SEGMENT) BEING SUBMITTED TO THE FEDERAL HIGHWAY ADMINISTRATION AS A RESULT OF THE US 27/SR 25/OKEECHOBEE ROAD PROJECT DEVELOPMENT AND ENVIRONMENT (PD&E) STUDY FROM SR 997 KROME AVENUE TO JUST EAST OF NW 79TH AVENUE.

Mr. Citrin read the resolution into the record. Ms. Bao-Ying Wang, FDOT Project Manager and Mr. Robert Linares, Consultant Project Manager - Metric Engineering were present and came forward. Mr. Citrin stated that the Mayor and City staff have been speaking with FDOT for quite a while. The City has very specific concerns that the road project, while serving to alleviate traffic concerns, would be affecting Bernie Wilson Park. The park will be purchased after FDOT does an appraisal and negotiates a price with the City. Residents will continue to use the park until the project construction begins. Mr. Citrin clarified that per his understanding, FDOT will purchase the park and the funds will be put in escrow until a parcel of land that is equal to or better is found for a new park or to improve an existing City park. Chairman Garcia inquired about the timeframe for starting the project. Ms. Wang stated that the design of the project will be started in the summer of 2016. In terms of construction, the project is tentatively set to start in 2024. Ms. Wang stated that most likely, construction will be pushed up a few years. Mr. Linares elaborated on that, stating that the project could be pushed up to 2020 or 2021. No one came forward to further comment. Chairman Garcia then made a motion to approve seconded by Councilman Merida. The resolution was unanimously approved.

PUBLIC HEARING

- D) RESOLUTION OF THE MAYOR AND THE CITY COUNCIL OF THE CITY OF HIALEAH GARDENS APPROVING AND AUTHORIZING THE ISSUANCE BY THE CITY OF HIALEAH GARDENS HEALTH FACILITIES AUTHORITY (THE "AUTHORITY") OF ITS REVENUE REFUNDING BONDS, SERIES 2015 (CATHOLIC HEALTH SERVICES OBLIGATED GROUP FACILITIES) IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$55,000,000 (THE "SERIES 2015 BONDS"), FOR THE PURPOSE OF PROVIDING FUNDS, TOGETHER WITH OTHER AVAILABLE MONEYS, TO (I) REFUND ON AN ADVANCE BASIS THE AUTHORITY'S OUTSTANDING \$48,640,000 ORIGINAL AGGREGATE PRINCIPAL AMOUNT OF REVEUNE AND REFUNDING REVENUE BONDS, SERIES 2007 (CATHOLIC HEALTH SERVICES OBLIGATED GROUP FACILITIES) (THE "REFUNDED BONDS"), WHICH WERE ISSUED TO FINANCE AND REFINANCE IMPROVEMENTS TO THE HEALTH CARE FACILITIES OWNED BY MEMBERS OF THE OBLIGATED GROUP, AND (II) PAY CERTAIN COSTS OF ISSUANCE OF THE SERIES 2015 BONDS, TO BE ISSUED UNDER THE PROVISIONS OF A TRUST INDENTURE (THE "BOND INDENTURE") AND A LOAN AGREEMENT, AND TO BE FURTHER SECURED BY A MASTER TRUST INDENTURE, A SUPPLEMENTAL MASTER TRUST INDENTURE NO. 10, A SERIES 2015 NOTE NO. 1 AND A GUARANTY AGREEMENT;

PROVIDING THAT THE SERIES 2015 BONDS SHALL NOT CONSTITUTE A DEBT, LIABILITY OR OBLIGATION OF THE CITY OF HIALEAH GARDENS, FLORIDA OR OF THE STATE OF FLORIDA OR OF ANY OTHER POLITICAL SUBDIVISION THEREOF BUT SHALL BE LIMITED OBLIGATIONS OF THE AUTHORITY PAYABLE SOLELY FROM THE REVENUES PROVIDED THEREFOR UNDER THE LOAN AGREEMENT; APPROVING AND AUTHORIZING THE NEGOTIATED SALE AND PRIVATE PLACEMENT OF THE SERIES 2015 BONDS TO STI INSTITUTIONAL & GOVERNMENT, INC.; APPROVING AND AUTHORIZING THE DELEGATION TO THE CHAIRMAN, OR IN HIS ABSENCE, THE VICE CHAIRMAN, THE AUTHORITY TO FIX THE TERMS OF THE SERIES 2015 BONDS AND OTHER DETAILS WITHIN THE PARAMETERS SET FORTH HEREIN; APPROVING AND AUTHORIZING THE EXECUTION AND DELIVERY BY THE AUTHORITY OF A BOND INDENTURE, A LOAN AGREEMENT, ONE OR MORE INTERLOCAL AGREEMENTS, AND AN ESCROW DEPOSIT AGREEMENT; APPROVING THE EXISTING MASTER TRUST INDENTURE AND THE EXECUTION AND DELIVERY OF A SUPPLEMENTAL MASTER TRUST INDENTURE NO. 10 AND THE ISSUANCE OF SERIES 2015 NOTE NO. 1 AND SERIES 2015 NOTE NO. 2; APPROVING THE FORMS OF A SECOND MORTGAGE, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT, AND A GUARANTY AND CREDIT AGREEMENT; APPROVING THE APPOINTMENT OF U.S. BANK NATIONAL ASSOCIATION AS TRUSTEE UNDER THE BOND INDENTURE AND ESCROW AGENT UNDER THE ESCROW DEPOSIT AGREEMENT; AUTHORIZING THE REDEMPTION OF THE REFUNDED BONDS; PROVIDING FOR OTHER RELATED MATTERS; AND PROVIDING AN EFFECTIVE DATE.

Mr. Citrin stated the HFA was created in 2007 and gave a history of the bonds that were issued at that time for Catholic Health Services. The bonds are still outstanding 10 years later and Catholic Health Services would like to refinance in order to save money. Mr. Citrin read the City of Hialeah Gardens, Florida Notice of TEFRA/Public Hearing. The hearing will be held for the purpose of considering the proposed issuance by the City of Hialeah Gardens Health Facilities Authority (the "Authority") of its Revenue Refunding Bonds, Series 2015 (Catholic Health Services Obligated Group Facilities) in an aggregate principal amount not to exceed \$55,000,000 (the "Bonds") for the purpose of providing funds sufficient, together with other available moneys, to (i) refund on an advance basis all of the Authority's outstanding \$48, 640,000 original aggregate principal amount of Revenue and Revenue Refunding Bonds, Series 2007 (Catholic Health Services Obligated Group Facilities) (the "Refunded Bonds") and (ii) pay costs of issuance of the Bonds. The Refunded Bonds were issued by the Authority for the purpose of (i) financing the

cost of the acquisition, construction and equipping of a rehabilitation hospital known as St. Catherine's West Rehabilitation Hospital, located in Hialeah Gardens ("the Hialeah Gardens Facility"). The hearing is being held, in accordance with Section 147(f) of the Code, for the purpose of affording the residents of Hialeah Gardens and other interested persons an opportunity to be heard on the proposed issuance of the Bonds by the Authority and the advance refunding of the Refunded Bonds. Subsequent to the hearing, the Mayor and City Council of Hialeah Gardens (collectively, the "City Council") will consider whether to approve the issuance of the Bonds by the Authority. Upon such approval, the Authority will enter into an interlocal agreement with North Miami and Broward County, Florida in order to authorize the Authority to issue that portion of the Bonds and apply the proceeds thereof for the benefit of those Facilities that are located outside of the geographical boundaries of the Authority and within the jurisdictions of North Miami and Broward County, Florida. The Authority will also enter into a separate interlocal agreement with Miami-Dade County, Florida in order to authorize the Authority to issue that portion of the Bonds and apply the proceeds thereof for the benefit of St. Anne's facility. THE BONDS SHALL NOT CONSTITUTE A DEBT, LIABILITY, OR OBLIGATION OF HIALEAH GARDENS, THE STATE OF FLORIDA, OR ANY POLITICAL SUBDIVISION THEREOF. Mr. Citrin stated that the public and TEFRA hearing had been noticed and that testimony at this public hearing will be available for transcription. The notice was marked as "Exhibit A" to include the newspaper advertising published on November 10, 2015. Mr. Citrin asked if anyone would like to come forward to speak on the proposed issuance. Seeing no one, Mr. Citrin moved to close the public hearing and proceeded to read the resolution into the record.

Mr. Citrin called Mr. Albert Del Castillo, Public Finance Holder with Greenberg / Traurig who came forward and will introduced the individuals present Mr. Joe Catanya, President and CEO of Catholic Health Services, Mr. David Demico, Vice President of Finance and CFO of Catholic Health Services, Ms. Rachel Eubanks, Financial Advisor for Catholic Health Services, Mr. Patrick Fitzgerald, Counsel for Catholic Health Services and Archdiocese, Mr. David Ross, Senior Vice President of SunTrust Bank and STI bond purchaser and Mr. Ed Stohl the City's financial advisor from First Southwest.

Mr. Del Castillo wanted to take a moment to set the stage. The TEFRA hearing has been held, second is the adoption of resolution for issuance of the bonds for tax purposes 147F. The City Council has to approve the issuance from the HFA. Documents (Exhibits C-K) form the foundation of bond issue. Final action will be by the Health Facilities Authority to adopt a bond resolution which mirrors the Council resolution. Both are the same in mostly every respect, the only real difference is the documentation. After tonight, Mr. Del Castillo et al. will be coming back in January 2016 for another TEFRA approval hearing required by tax code and IRS. The Authority will also be asked to adopt post-issuance compliance procedures required by the IRS to maintain and preserve tax exempt bonds.

Mr. Citrin recognized having had a complete discussion and transparency of VCAP and will be happy to go over it. Conduit bonds have a lot of ritual and procedures are to be done in a certain order and certain way. If not, then it must be explained to the IRS why things were done in good faith. This does not open the City to any liability. Notice requirements for next hearing is required as asked by Chair. Mr. Del Castillo responded in the affirmative. The Authority has limited liability for the bonds and only makes payments when CHS makes payments to the Obligated Group. Chair reiterated that city has no liability on the bonds. Mr. Del Castillo affirmed the City just approves bonds as done in 2007. The HFA has limited liability and the City has none. CHS has an obligation to make payments and is backstopped by the Archdiocese. The bonds are authorized for \$55,000,000.00 and the exact amount will be executed by the Authority. The interest rate will be variable. Ultimately, the reason for the refinancing is for debt service saving; a maturity date of September 30, 2037 with a PUT feature after fifteen years. Bonds will be issued as non-rated, not sold publicly, but by a private institution i.e. STI. The Chair asked, suppose in 15 years the City decides to unincorporate, what would the process be? Mr. Del Castillo stated that if that were to happen, provisions would have to be made to transfer those obligations to whoever steps into the City's authority. Chair does not see this happening, but it puts the bonds out there in the future. Thirty odd municipalities have the same issue with bonds. Proceeds of these bonds will be deposited into an escrow account. The 2007 bonds will be fully paid August 15, 2017 and new bond issuance will take its place.

Ms. Rachel Eubanks, from Robert W. Baird, came forward serving as financial advisor and gave details of the refinancing opportunity, refunding bond characteristics and the legal process and refunding mechanics. The anticipated closing date was corrected to January 2016.

Mr. Ed Stohl, Director of the First Southwest Company, came forward. Mr. Citrin asked if anything in this bond issue made elected officials or anyone in this City liable for this payment. Mr. Stohl asked all present to refer to their packet which includes a letter summarizing the transaction, provides a credit analysis, assessment of risk, and their recommendation to approve the transaction. SunTrust independently looked at the merits of the loan and if there is a problem, SunTrust will be liable as they provided the investor letter. Mr. Citrin inquired as to the variable rate risk. There are savings of more than 3% of the bond interest at this time. Chair wanted to verify two things: the fact that there is no risk for the City and all costs associated with refinancing of issuance of the bond including city staff and consultants are costed by Catholic Health Services and the Archdiocese. Mr. Citrin said administrative procedures will be discussed and what cost the City might incur.

From the Catholic Health Services, Joe Catanya, President and CEO of CHS expressed his appreciation to the Authority members in helping to construct the facility St. Catherine West with the tax exempt issuance of bonds. All bond money was spent on construction of facility. Mr. Citrin thanked Juan Rivera and Aida Martinez-Ruiz for their assistance in this bond issue. Chairman Garcia made a

motion to approve and was seconded by Councilman Merida. The resolution was unanimously approved by individualized voice vote **(3-0)**.

9. Second Reading / Public Hearing for consideration and final adoption of the following ordinance:

A) ORDINANCE OF THE CITY OF HIALEAH GARDENS, FLORIDA, AMENDING THE CITY CODE CHAPTER 78 (LAND DEVELOPMENT REGULATIONS) (ORDINANCE NO.: 2006-17) BY:

(1) MODIFYING SUBSECTION 78-46 (GENERAL BUSINESS DISTRICT (B-2)) BY ADDING A SPECIAL EXCEPTION USE FOR "CIGAR STORE AND SMOKING LOUNGE";

(2) MODIFYING SUBSECTION 78-47 (COMMERCIAL BUSINESS DISTRICT (B-3)) BY ADDING A SPECIAL EXCEPTION USE FOR "CIGAR STORE AND SMOKING LOUNGE";

(3) MODIFYING SUBSECTION 78-48 (LIGHT INDUSTRIAL DISTRICT (IN-1)) BY ADDING A SPECIAL EXCEPTION USE FOR "CIGAR STORE AND SMOKING LOUNGE";

AMENDING CHAPTER 10 (ALCOHOLIC BEVERAGES) OF THE CITY CODE BY ALLOWING "CIGAR STORE AND SMOKING

LOUNGE" WITH CONSUMPTION OF ALCOHOLIC BEVERAGES (BEER AND WINE) AS A SPECIAL EXCEPTION USE;

PROVIDING CONDITIONS OF APPROVAL, PROVIDING FOR INCLUSION IN CODE PROVIDING FOR SEVERABILITY; PROVIDING FOR EFFECTIVE DATE.

Mr. Citrin swore in those who would be testifying on item for public hearing and proceeded to read the full title of the City initiated ordinance into the record. Mrs. Mirtha Gonzalez, Chief Zoning Official, came forward and gave staff recommendation. She read her memo into the record detailing the amending of the City code to include cigar store, smoking lounge, and consumption of alcoholic beverages without a full meal in the business, commercial, and financial district. The proposed use intends to provide guidance for use without adverse impacts to the City. This will have a special exception use within the City and is in compliance with beer and wine 2500 feet from a school or religious facility and 1500 feet from existing alcoholic use. The locale should also be built within an existing shopping center. This will be under special exception use and the sale of alcoholic beverages, beer and wine only, will be operated as an accessory use to the cigar store. The Public Hearing was opened at 8:32 p.m. No one came forward and the Public

Hearing was closed at 8:32 p.m. Chairman Garcia made a motion to approve, which was seconded by Councilman Merida. The motion was unanimously approved by individualized voice vote **(3-0)**.

- 10. City Attorney's Report:** No Comments
- 11. Mayor's Report – Miscellaneous –** Mayor was absent.
- 12. Council Members Concerns / Reports / Board Appointments:** No Comments
- 13. Adjournment –** The meeting was adjourned at 8:35 p.m.

Respectfully submitted by:

Maria L. Joffe
City Clerk

Any person desiring to appeal any decision made by the Council with respect to any matter considered at this meeting will need a record of the proceedings, and it will be their responsibility to insure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based."

SCHEDULE OF MEETINGS

CITY COUNCIL

Tuesday, February 2, 2016, 7:30 P.M.

PLANNING AND ZONING BOARD

Monday, February 1, 2016, 7:30 P.M.

TECHNICAL REVIEW COMMITTEE

Thursday, February 4, 2016, 11:30 A.M.

WATER AND SEWER BOARD

Wednesday, January 27, 2016, 7:00 P.M.

POLICE PENSION BOARD

Tuesday, February 2, 2016, 5:30 P.M.