

Resolution FY22-09

Resolution Authorizing Credit Enhancement Devices

WHEREAS, North Broward Hospital District (the “District”), a special district as defined under § 189.012(6), Florida Statutes, was established in 1951 by virtue of authority granted by the Florida Legislature under ch. 27438, Laws of Florida, as recodified in ch. 2006-347, Laws of Florida, as amended (the “Charter”);

WHEREAS, the District is governed by a seven-member governing board appointed by the Governor of Florida (the “Board”), which is responsible for the oversight of the District’s hospitals, facilities, and operations;

WHEREAS, the District frequently enters into agreements with other parties to ensure the continuity of the District’s operations;

WHEREAS, certain agreements require the District to secure credit enhancement devices to ensure that demands for payment are honored upon default or failure to meet obligations;

WHEREAS, Section 9(10) of the Charter authorizes the District “to enter into agreements providing for the issuance, payment, and securing of letters of credit, insurance, or any other credit enhancement device with any financial institution, as the [Board] may determine, to further secure any of its indebtedness”;

WHEREAS, in accordance with the dictates of the Charter, the Board wishes to establish a policy which governs the District when the need arises for the District to secure such credit enhancement devices; and

WHEREAS, unless context otherwise requires, capitalized terms used but not defined herein have the meanings ascribed to such terms in the Amended and Restated Bylaws of the North Broward Hospital District and its accompanying Codified Resolutions of the Board of Commissioners of the North Broward Hospital District.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the North Broward Hospital District, that:

1. Subject to state and federal law and the District’s Charter, the Board hereby authorizes the District, without further Board approval, in each instance, to enter into contracts, agreements, and other binding instruments equal to or below the Spending Threshold—as such term is defined under the Board’s Procurement Policy entitled Threshold Categories of the Procurement Code, as amended from time to time and then in effect—to secure: surety bonds with a surety company qualified to do business in the State of Florida; irrevocable or standby letters of credit issued by a financial institution or with a similarly situated professional third party; guarantee agreements secured by a certificate of deposit in a financial institution; or any other surety, guaranty, or credit enhancement device with an independent third party that is qualified under the laws of the State of Florida to honor demands for payment to another party upon the default or failure of the District to meet its obligations under a contract or other agreement.
2. The District’s President and Chief Executive Officer (the “CEO”) and those officers authorized under section XVI.A.2. of the District’s Master Procurement Code, as well as such other officers of the District delegated such authority by the CEO or Board from time to time (collectively, the “Designated Officers”), are hereby authorized and empowered, in the name of, and on behalf of, the District, to take, or cause to be taken, any and all such further acts, deeds, and matters, to pay such

fees and expenses, and to execute, file and, deliver, or cause to be filed and delivered, all such registrations, certifications, forms, notices, agreements, contracts, documents, and instruments, in each case, in such form and terms as the CEO may approve and as may be deemed necessary or appropriate in order to fully carry out the purposes and intent of the foregoing (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be), and any and all actions heretofore taken by the CEO and Designated Officers in connection with the subject of the foregoing recitals and resolutions be, and each of them hereby is, ratified, confirmed, and approved in all respects as the act and deed of the District.

3. The aforementioned policies shall be codified as Section 6 of the Codified Resolutions of the Board of Commissioners of the North Broward Hospital District.
4. This Resolution and the authority hereby conferred shall take effect immediately and remain in full force and effect unless and until the Board, via resolution, revokes or modifies any or all of the foregoing authority.
5. Except as otherwise provided herein, bestowed expressly or inherently to the District or the CEO under Florida law or by the District's Charter, or any authority previously granted or delegated by the Board pertaining to credit enhancement devices, all other powers of the Board regarding the District's indebtedness is hereby reserved to the Board.
6. This Resolution hereby supersedes, amends, replaces and repeals any conflicting resolution or conflicting policy previously adopted by the Board.

DULY ADOPTED this ____ day of November, 2021.

Time Adopted _____ PM