

Holland & Knight

200 South Orange Avenue, Suite 2600 | Orlando, FL 32801 | T 407.425.8500 | F 407.244.5288
Holland & Knight LLP | www.hklaw.com

December 15, 2020

VIA HAND DELIVERY AND EMAIL

Mayor Jerry L. Demings
AND
County Commissioners
Orange County Administration Center
201 South Rosalind Avenue, 5th Floor
Orlando, FL 32801

Re: **Action Requested:** Approval and execution of a Resolution of the Board of County Commissioners of Orange County, Florida, Approving the Issuance by the Orange County Industrial Development Authority of its Industrial Development Revenue Bonds (GW Real Estate, LLC Project), Series 2021, in an Aggregate Principal Amount Not To Exceed \$18,600,000 and Providing an Effective Date.

Dear Mayor Demings:

We serve as legal counsel to the Orange County Industrial Development Authority (the "Authority") in connection with the proposed Orange County Industrial Development Authority Industrial Development Revenue Bonds (GW Real Estate, LLC Project), Series 2021, in an aggregate principal amount not to exceed \$18,600,000 (the "Bonds").

The Authority hereby respectfully requests that at its January 12, 2021 meeting, the Orange County Board of County Commissioners (the "Board") approve under Sections 159.47(1)(f) and 125.01(1)(z), Florida Statutes, the issuance by the Authority of the Bonds. The Authority adopted Resolution No. 2020-04 relating to the Bonds (the "Authority Inducement Resolution") at the regular meeting of the Authority held on December 15, 2020.

As requested in the Application for Industrial Development Revenue Bond Financing that has been submitted to the Authority (the "Bond Application") by GW Real Estate, LLC, a Florida limited liability company whose sole member is Goodwill Industries of Central Florida, Inc., a Florida not-for-profit corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code (collectively, "Applicant"), the Bonds will be issued for the benefit of the Applicant for the purpose of financing, refinancing, and/or reimbursing all or a portion of the costs of the

Mayor Jerry L. Demings
Orange County Board of County Commissioners
December 15, 2020
Page 2

acquisition of certain social services center facilities (collectively, the "Project") located in Orange County, Florida.

As you know, the Bonds may be issued only if the Board has approved the Bonds as required by Sections 159.47(1)(f) and 125.01(1)(z), Florida Statutes (collectively, the "Statutory Requirements"). For the Board's convenience, I have enclosed the following in this package:

1. A copy of the Authority's published Notice of Public Hearing for the public hearing held on December 15, 2020 related to the Bonds;
2. A copy of the executed Memorandum of Agreement dated December 15, 2020 between the Authority and GW Real Estate, LLC.
3. Draft minutes of the Authority's December 15, 2020 meeting, including the TEFRA public hearing, with attachments.

Should the Board consider this matter at its January 12, 2021 meeting, since no public hearing is required, the item need only be placed on the consent agenda. In order to permit the issuance of the Bonds, we would appreciate the Board's consideration of a resolution at its January 12, 2021 meeting approving the issuance of the Bonds.

If there is a problem with scheduling this matter on January 12, 2021 or if you or any of the other members of the Board or its staff should require any additional information, please let me know at your earliest convenience.

ACTION REQUESTED: Approval and execution of A Resolution of the Board of County Commissioners of Orange County, Florida, approving the issuance by the Orange County Industrial Development Authority of its Industrial Development Revenue Bonds (GW Real Estate, LLC Project), Series 2021, in an aggregate principal amount not to exceed \$18,600,000 and providing an effective date.

Sincerely,



Glenn A. Adams

Enclosures

- 1-Notice of Public Hearing
- 2-Executed Memorandum of Agreement
- 3-Draft minutes of Authority Meeting

Mayor Jerry L. Demings
Orange County Board of County Commissioners
December 15, 2020
Page 3

cc: (All with enclosures)
Ms. Cheryl Gillespie, Agenda Development (3 copies) (cheryl.gillespie@ocfl.net)
Mr. Byron Brooks, Orange County Administrator (byron.brooks@ocfl.net)
Jeffrey Newton, Esq., Orange County Attorney (jeffrey.newton@ocfl.net)
Lila I. McHenry, Esq., Assistant County Attorney (lila.mchenry@ocfl.net)
Mr. Phil Diamond, CPA, Comptroller (phil.diamond@occompt.com)
Mr. Fred Winterkamp, Manager, Fiscal and Business Services (fred.winterkamp@ocfl.net)
Ms. Danielle Philippe, Sr. Fiscal Management Analyst, Fiscal and Business Services
(danielle.philippe@ocfl.net)
Mr. Casey Barnes, Secretary, Orange County Industrial Development Authority
(casey.barnes@orlando.org)
Monique R. Spotts, Esq., Bond Counsel (mspotts@bmlaw.com)
Vera A. Gurova, Esq., Bond Counsel (vgurova@bmlaw.com)