

# 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

Glenn A. Adams  
Direct Dial: 407-244-5222  
Email: glenn.adams@hklaw.com

April 23, 2021

## 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 for the purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended and Section 125.01(1)(z) Florida Statutes, the use of a portion of the proceeds of those certain Orange County Industrial Development Authority Industrial Development Revenue and Refunding Bonds (Catholic Diocese of Orlando and Catholic Charities of Central Florida, Inc. Projects), Series 2021, issued in one or more series in the aggregate principal amount of not to exceed \$60,000,000; 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 and Refunding Bonds (Catholic Diocese of Orlando and Catholic Charities of Central Florida, Inc. Projects), Series 2021, issued in one or more series in an aggregate principal amount not to exceed \$60,000,000 (the "Bonds").

The Authority hereby respectfully requests that at its May 11, 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. 2021-02 relating to the Bonds at the regular meeting of the Authority held on April 20, 2021.

As requested in the Application for Industrial Development Refunding Revenue Bond Financing that has been submitted to the Authority (the "Bond Application") by John G. Noonan, Bishop of the Diocese of Orlando, his successors in interest and assigns, a corporation sole and Catholic Charities of Central Florida, Inc., a Florida not for profit corporation, which are exempt from taxation under Section 501(c)(3) of the Internal Revenue Code (collectively, "Applicant"), the Bonds will be issued for the benefit of Applicant for the purposes of financing and refinancing all or a portion of

Mayor Jerry L. Demings and  
County Commissioners  
April 23, 2021  
Page 2

the costs of certain educational and social service facilities located in Orange County, Florida and certain other jurisdictions which are being issued to also give similar approval.

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 April 20, 2021 related to the Bonds;
2. A copy of the executed Memorandum of Agreement dated March 24, 2021 between the Authority and the Applicant.
3. Draft minutes of the Authority's April 20, 2021 meeting, including the TEFRA public hearing, with attachments.

Should the Board consider this matter at its May 11, 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 May 11, 2021 meeting approving the issuance of the Bonds.

If there is a problem with scheduling this matter on May 11, 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 for the purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended and Section 125.01(1)(z) Florida Statutes, the use of a portion of the proceeds of those certain Orange County Industrial Development Authority Industrial Development Revenue and Refunding Bonds (Catholic Diocese of Orlando and Catholic Charities of Central Florida, Inc. Projects), Series 2021, issued in one or more series in the aggregate principal amount of not to exceed \$60,000,000; and providing an effective date.

Sincerely,



Glenn A. Adams

Mayor Jerry L. Demings and  
County Commissioners  
April 23, 2021  
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*)  
Mr. Joseph Stanton, Bond Counsel (*joseph.stanton@nelsonmullins.com*)