

## RESOLUTION NO. 446

### **RESOLUTION OF THE BOARD OF DIRECTORS OF THE SENECA HEALTHCARE DISTRICT APPROVING EXECUTION AND DELIVERY OF A REVISED LETTER OF INTENT AND REQUEST FOR OBLIGATION OF FUNDS WITH THE UNITED STATES DEPARTMENT OF AGRICULTURE RURAL DEVELOPMENT AND OTHER RELATED DOCUMENTS AND ACTIONS.**

**WHEREAS**, the Seneca Healthcare District (the “District”) desires to finance the construction of a new hospital facility and additions, repairs and upgrades to certain of the District’s facilities and sites (the “Project”); and

**WHEREAS**, in connection therewith, the District has submitted an application with the United States Department of Agriculture Rural Development (the “USDA”) requesting federal funding for the Project in the form of a loan (the “USDA Loan”); and

**WHEREAS**, the USDA has provided the District with a Letter of Conditions for the USDA Loan (the “Letter of Conditions”), dated September 20, 2023, which requires among other things that the District approve the execution of documents related to the application for the USDA Loan, including Form RD 1942-26 Letter of Intent to Meet Conditions (the “Letter of Intent”) and Form RD 1940-1 Request for Obligation of Funds (the “Request for Obligation of Funds”); and

**WHEREAS**, the Board of Directors of the District (the “Board”) previously approved the execution and delivery of the Letter of Intent, Request for Obligation of Funds, and other related documents and actions, in Resolution No. 439 which is incorporated herein by reference as if fully set forth herein; and

**WHEREAS**, the USDA has provided the District with an amended Letter of Conditions for the USDA Loan consisting of an instrument dated March 15, 2024 (#1) as modified by instrument dated on or before June 30th, 2024 (collectively, the “Amended Letter of Conditions”), which requires among other things that the District approve the execution of documents related to the application for the USDA Loan, including Form RD 1942-26 Letter of Intent to Meet Conditions (the “Revised Letter of Intent”) and Form RD 1940-1 Request for Obligation of Funds (the “Revised Request for Obligation of Funds”); and

**WHEREAS**, the Board desires to approve the execution and delivery of the Revised Letter of Intent, Revised Request for Obligation of Funds, and other related documents and actions.

**NOW, THEREFORE**, the Board of Directors of the Seneca Healthcare District hereby resolves, declares, and determines as follows: *Recitals*. The above recitals are true and correct and the Board so finds and determines.

**SECTION 1. Approval of Documents.** The Board hereby approves the Amended Letter of Conditions, Revised Letter of Intent, Revised Request for Obligation of Funds, and all other related documents on behalf of the District, together with any such changes deemed necessary by an Authorized Officer (as defined below). The Chief Executive Officer and Chief Financial Officer (or any interim) or either of their designee (each, an “Authorized Officer”) are hereby each, acting alone, authorized and directed to execute and deliver the Revised Letter of Intent, Revised

Request for Obligation of Funds, and all other related documents on behalf of the District (subject to making such changes thereto as they deem necessary or appropriate). The Authorized Officers are further authorized and directed to consummate the transaction described herein, execute any documents or supplementary agreements necessary to submit the application for and secure the USDA Loan, and to approve any amendments necessary to carry out the provisions of this authorizing Resolution.

**SECTION 2. *Official Actions.*** The Authorized Officers are each, acting alone, authorized and directed in the name and on behalf of the District to do any and all things and take any and all actions, including to make, execute, and deliver any and all amendments to the Amended Letter of Conditions, Revised Letter of Intent and Revised Request for Obligation of Funds, assignments, certificates, requisitions, agreements, notices, consents, and other instruments and documents, which they might deem necessary or appropriate in order to consummate any of the transactions contemplated by the documents approved under this Resolution.

**SECTION 3. *Effective Date.*** This Resolution shall take effect immediately upon its adoption.

**SECTION 4. *Superseding Effect.*** This Resolution hereby replaces and supersedes Resolution No. 439.

**PASSED AND ADOPTED** by the Board of Directors of the Seneca Healthcare District this 27<sup>th</sup> day of June, 2024, by the following vote:

AYES: \_\_\_\_\_

NAYS: \_\_\_\_\_

ABSENT: \_\_\_\_\_

ABSTAIN: \_\_\_\_\_

X \_\_\_\_\_  
Jerri Nielsen, President of the Board

ATTEST:

I, Kenneth Crandall, Secretary of the Board of Directors of Seneca Healthcare District, Plumas County, California, do hereby certify that the foregoing is a full, true and correct copy of Resolution No. 446 passed and adopted by said Board of Directors at a meeting held on the 27<sup>th</sup> day of June, 2024.

X \_\_\_\_\_  
Kenneth Crandall, Board Secretary