

RESOLUTION NO. _____

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA APPROVING THE ISSUANCE BY THE CITY OF LAKELAND, FLORIDA OF ITS HOSPITAL REVENUE REFUNDING BONDS (LAKELAND REGIONAL HEALTH SYSTEMS), SERIES 2026 IN AN AGGREGATE PRINCIPAL AMOUNT NOT EXCEEDING \$170,000,000, IN ONE OR MORE SERIES, FOR THE PURPOSE OF PROVIDING FUNDS TO MAKE A LOAN TO LAKELAND REGIONAL HEALTH SYSTEMS, INC., FOR THE FINANCING AND REFINANCING (INCLUDING REIMBURSEMENT FOR PRIOR RELATED EXPENDITURES) OF ITS HEALTHCARE AND RELATED FACILITIES; PROVIDING FOR CERTAIN OTHER MATTERS IN CONNECTION WITH THE EXECUTION AND DELIVERY OF AN INTERLOCAL AGREEMENT RELATED TO THE BONDS; PROVIDING OTHER DETAILS AND AN EFFECTIVE DATE.

WHEREAS, Polk County, Florida ("Polk County") and the City of Lakeland, Florida (the "Issuer" or the "City") each have the authority pursuant to Part II, Chapter 159, Florida Statutes (the "Statute"), to issue healthcare facilities revenue bonds to finance qualifying projects; and

WHEREAS, Lakeland Regional Health Systems, Inc. (the "Borrower") has requested that the Issuer issue bonds, in one or more series (the "Bonds"), and lend the proceeds of the Bonds to the Borrower to: (1) currently refund all or a portion of the City's outstanding Hospital Revenue Refunding Bonds (Lakeland Regional Health Systems), Series 2016 (the bonds so refunded being referred to as the "Refunded Bonds") in order to refinance all or a portion of the costs of certain capital improvements to the Borrower's medical facilities financed or refinanced with the proceeds of the Refunded Bonds located at 3525 Lakeland Hills Boulevard, Lakeland, Florida 33805 (the "Cancer Center") and 1324 Lakeland Hills Boulevard, Lakeland, Florida 33805 (the "LRMC Campus"); (2) finance all or a portion of the costs (including reimbursement for prior related expenditures) relating to the conversion of the Borrower's hospital electronic medical record and billing system conversion primarily located at the LRMC Campus and the Cancer Center; (3) finance all or a portion of the costs (including reimbursement for prior related expenditures) relating to the acquisition, construction, installation and equipping of certain capital improvements to the Borrower's healthcare facilities including (a) a new approximately 15,000 square foot freestanding emergency department located west of the intersection of U.S. Highway 17 and State Road 540, Eagle Lake, (unincorporated Polk County), Florida

33839 (Parcel ID: 26-29-06-672500-005506), (b) a new approximately 15,000 square foot freestanding medical office building located at 1409 N. Florida Avenue, Lakeland, Florida 33805, (c) an existing approximately 17,000 square foot freestanding medical office building located at 6030 S. Florida Ave., Lakeland, Florida 33813, (d) buildout and equipping of existing shell space of approximately 8,500 square feet for outpatient imaging services at 2400 Kathleen Rd., Lakeland, Florida 33810, (e) a new approximately 15,000 square foot freestanding emergency department located at 6625 US Hwy 98 North, Lakeland (unincorporated Polk County), Florida 33809, and (f) other capital improvements related to existing health care facilities located on or contiguous to the LRMC Campus and the Cancer Center (collectively, the "Project"); (4) fund any required reserves; and (5) pay costs of issuance associated with the Bonds; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") requires as a condition of exclusion from gross income for federal income tax purposes of interest on private activity bonds, as defined in Section 141(a) of the Code, such as the Bonds, that such Bonds be approved by the governmental unit(s) having jurisdiction over the area(s) in which the private activity bond-financed facilities are to be located after a public hearing following reasonable public notice; and

WHEREAS, the Issuer on June 15, 2026, held a public hearing on behalf of itself and Polk County with respect to the issuance of the Bonds by the Issuer after publication of notice of such hearing in *The Ledger*, a newspaper of general circulation in Polk County, Florida, at least 7 days prior to such hearing, as evidenced by the copy of the Affidavit of Publication is attached hereto as EXHIBIT A; and

WHEREAS, the City, where the public hearing was held, is within 100 miles of the county seat of Polk County; and

WHEREAS, based solely upon representations of the Borrower with respect to the Project, although the Project is not all located on the same site, or adjacent or proximate sites, such Project is used as an integrated operation by the Borrower and therefore has been treated as one project for purposes of Section 147(f) of the Code; and

WHEREAS, in a resolution of the Issuer adopted on June 15, 2026, the Issuer provided for the final approval of the issuance of the Bonds and directed that a copy of such resolution be provided to the Board of County Commissioners of Polk County and recommended approval of the Bonds by such Board of County Commissioners; and

WHEREAS, the Issuer has submitted to Polk County for consideration a form of Interlocal Agreement approved (after a noticed public hearing) by the Issuer which, when executed, will permit the loan of a portion of the Bond proceeds to the Borrower to finance and refinance the cost of the Project located in Polk County, a copy of which form of Interlocal Agreement is attached hereto as EXHIBIT B; and

WHEREAS, it is deemed desirable by both the Issuer and Polk County that prior to or upon the issuance of the Bonds the Issuer and Polk County enter into the Interlocal Agreement, as provided for and under the authority of Part I, Chapter 163, Florida Statutes (the "Interlocal Act"), in order to assist the Borrower and the Issuer in financing and refinancing the portion of the Project located in Polk County; and

WHEREAS, the Board of County Commissioners of Polk County constitutes the elected legislative body of Polk County and has jurisdiction over the Project, and the Borrower has requested that the Board of County Commissioners of Polk County approve the issuance of the Bonds by the Issuer to finance and refinance the Project and to pay other costs associated therewith and to ratify the public hearing held by the Issuer on behalf of Polk County and approve the issuance by the Issuer of the Bonds for purposes of Section 147(f) of the Code in accordance with the authority granted in Section 125.01(1)(z), Florida Statutes.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Polk County, Florida (the "Board") that:

SECTION 1. AUTHORITY. This Resolution is adopted pursuant to the laws of the State of Florida, including, in particular Chapter 125, Part II of Chapter 159, and Section 163.01, Florida Statutes, and other applicable provisions of law (the "Act").

SECTION 2. PUBLIC HEARING. The holding of a public hearing by the Issuer as a joint undertaking on behalf of itself and Polk County is hereby ratified and approved, and the issuance by the Issuer of the Bonds to finance and refinance the Project is hereby approved pursuant to and in accordance with Section 147(f) of the Code and the Act.

SECTION 3. APPROVAL OF THE BONDS. The issuance by the Issuer of the Bonds to finance and refinance the Project is hereby approved pursuant to and in accordance with the Act. The Chairman or Vice Chairman of the Board and the Clerk or any Deputy Clerk are further authorized to take such further action and execute such further instruments as may be necessary or appropriate to fully effectuate the purpose and intention of this Resolution.

SECTION 4. APPROVAL OF INTERLOCAL AGREEMENT. Prior or contemporaneously with the issuance of the Bonds by the Issuer, the Chairman or Vice-Chairman of the Board is hereby authorized and directed to execute and the County Clerk or any designated Deputy County Clerk is hereby authorized to apply the seal of the County thereof, for and on behalf of the Board, the Interlocal Agreement attached hereto as EXHIBIT B between Polk County and the Issuer in order to permit the loan of a portion of the proceeds of the Bonds to the Borrower for the purpose of financing and refinancing the portion of the Project located in Polk County.

SECTION 5. LIMITATION ON APPROVAL. The approval given herein shall not be construed as (i) an endorsement of the creditworthiness of the Borrower or the financial viability of the Project, (ii) a recommendation to any prospective purchaser to purchase the Bonds, (iii) an evaluation of the likelihood of the repayment of the debt service on the Bonds, or (iv) approval of any necessary zoning or rezoning applications or approval or acquiescence to the alteration of existing zoning or land use nor approval for any other regulatory permits relating to the Project, and the Board shall not be construed by reason of its adoption of this Resolution to make any such endorsement, finding or recommendation or to have waived any right of the Board or estopping the Board from asserting any rights or responsibilities it may have in such regard. Further, the approval by the Board of the issuance of the Bonds by the Issuer shall not be construed to obligate Polk County to incur any liability, pecuniary or otherwise, in connection with either the issuance of the Bonds or the acquisition and construction of the Project.

SECTION 6. NO RESPONSIBILITY OF POLK COUNTY. Polk County shall have no responsibility with respect to the repayment of the Bonds. The Bonds and the interest thereon shall not constitute an indebtedness or pledge of the general credit or taxing power of Polk County but shall be payable solely from revenues pledged therefor pursuant to financing agreements entered into by and among the Issuer and the Borrower and/or parties other than Polk County prior to or contemporaneously with the issuance of the Bonds. Neither Polk County nor any of the members of the Board or staff of Polk County will have any obligation or liability, financial or otherwise, with respect to the Project or the Bonds.

SECTION 7. EFFECTIVE DATE. This Resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED this ____ day of _____, 2026.

**BOARD OF COUNTY COMMISSIONERS
OF POLK COUNTY, FLORIDA**

ATTEST:

By: _____
Chairman

By: _____
Stacy M. Butterfield, CPA, Clerk of the
Circuit Court and Ex-Officio Clerk of
the Board of County Commissioners of
Polk County, Florida

EXHIBIT A
AFFIDAVIT OF PUBLICATION

USA TODAY CO.



PO Box 631244 Cincinnati, OH 45263-1244

AFFIDAVIT OF PUBLICATION

Loraine Fitzner
Nabors, Giblin & Nickerson, P.A.
2502 N Rocky Point DR # 1060
Tampa FL 33607-1449

STATE OF WISCONSIN, COUNTY OF BROWN

Before the undersigned authority personally appeared, who on oath says that he or she is the Legal Coordinator of The Ledger-News Chief, published in Polk County, Florida; that the attached copy of advertisement, being a Govt Public Notices, was published on the publicly accessible website of Polk County, Florida, or in a newspaper by print in the issues of, on:

LKL The Ledger - News Chief 06/08/2026
LKL theledger.com 06/08/2026

Affiant further says that the website or newspaper complies with all legal requirements for publication in chapter 50, Florida Statutes.

Subscribed and sworn to before me, by the legal clerk, who is personally known to me, on 06/08/2026

D. Roberts

Legal Clerk

Kongmeng Yang

Notary, State of WI, County of Brown

9-3-29

My commission expires

Publication Cost:	\$988.74	
Tax Amount:	\$0.00	
Payment Cost:	\$988.74	
Order No:	12383540	# of Copies:
Customer No:	532929	1
PO #:	6-15-26 Lakeland PH	

THIS IS NOT AN INVOICE!

Please do not use this form for payment remittance.

KONGMENG YANG
Notary Public
State of Wisconsin

NOTICE OF PUBLIC HEARING

The City Commission of the City of Lakeland, Florida (the "City") will hold a public hearing on Monday, June 15, 2026, at 9:00 A.M. or as soon as practicable thereafter, in the City Commission Chamber, 3rd Floor of City Hall, 228 South Massachusetts Avenue, Lakeland, Florida, to consider adoption of a resolution to grant approval of the issuance by the City of not exceeding \$170,000,000 original aggregate principal amount of its City of Lakeland, Florida Hospital Revenue Refunding Bonds (Lakeland Regional Health Systems), Series 2026 (the "Bonds") in one or more tax-exempt or taxable series and the loan of the proceeds of such Bonds to Lakeland Regional Health Systems, Inc., a Florida not-for-profit corporation ("Systems") on behalf of itself, and Lakeland Regional Medical Center, Inc., a Florida not-for-profit corporation (the "Hospital") and affiliates (collectively, the "Obligated Group"). The Bonds will be issued for the principal purposes of (1) currently refunding all or a portion of the City's outstanding Hospital Revenue Refunding Bonds (Lakeland Regional Health Systems), Series 2016 (the bonds so refunded being referred to as the "Refunded Bonds") in order to refinance all or a portion of the costs of certain capital improvements to the Obligated Group's medical facilities financed or refinanced with the proceeds of the Refunded Bonds located at 3525 Lakeland Hills Boulevard, Lakeland, Florida 33805 (the "Cancer Center") and 1324 Lakeland Hills Boulevard, Lakeland, Florida 33805 (the "LRMC Campus"); (2) financing a portion of the costs (including reimbursement for prior related expenditures) relating to the conversion of the Obligated Group's hospital electronic medical record and billing system to EPIC primarily located at the LRMC Campus and the Cancer Center (anticipated to be allocated a maximum aggregate principal amount of \$27,500,000); (3) financing all or a portion of the costs (including reimbursement for prior related expenditures) relating to the acquisition, construction, installation and equipping of certain capital improvements to the Obligated Group's healthcare facilities including (a) a new approximately 15,000 square foot freestanding emergency department located west of the intersection of U.S. Highway 17 and State Road 540, Eagle Lake (unincorporated Polk County), Florida 33839 (Parcel ID: 26-29-06-672500-005506) (anticipated to be allocated a maximum aggregate principal amount of \$25,000,000 of the Bonds), (b) a new approximately 15,000 square foot freestanding medical office building located at 1409 N. Florida Avenue, Lakeland, Florida 33805 (anticipated to be allocated a maximum aggregate principal amount of \$7,500,000 of the Bonds), (c) an existing approximately 17,000 square foot freestanding medical office building located at 6030 S. Florida Ave., Lakeland, Florida 33813 (anticipated to be allocated a maximum aggregate principal amount of \$10,000,000 of the Bonds), (d) buildout and equipping of existing shell space of approximately 8,500 square feet for outpatient imaging services at 2400 Kathleen Rd., Lakeland, Florida 33810 (anticipated to be allocated a maximum aggregate principal amount of \$10,000,000 of the Bonds), (e) a new approximately 15,000 square foot freestanding emergency department located at 6625 US Hwy 98 North, Lakeland (unincorporated Polk County), Florida 33809 (anticipated to be allocated a maximum aggregate principal amount of \$24,000,000 of the Bonds), and (f) other capital improvements related to existing health care facilities located on or contiguous to the LRMC Campus (anticipated to be allocated a maximum aggregate principal amount of \$30,000,000 of the Bonds) (collectively with (2) above, the "Project"); (4) funding any required reserves; and (5) paying costs of issuance associated with the Bonds. The facilities related to the Project and those financed and refinanced with the proceeds of the Refunded Bonds are and will continue to be leased or owned and operated by the Obligated Group. The Bonds shall be payable solely from the revenues derived by the City from certain financing documents to be entered into by the City and the Obligated Group prior to or contemporaneously with the issuance of the Bonds. The Bonds and the interest thereon shall not constitute an indebtedness or pledge of the general credit or

taxing power of the City, Polk County, Florida, the State of Florida or any political subdivision or agency thereof. Issuance of the Bonds shall be subject to several conditions including satisfactory documentation. The aforementioned hearing shall be a public hearing and all persons in attendance will be given the opportunity to be heard and to express their views on the proposed issue of the Bonds and the location and nature of the proposed Project to be financed. Written comments may also be submitted to the City prior to the hearing by submitting the same to City of Lakeland, Florida, 228 South Massachusetts Avenue, Lakeland, Florida 33801, Attention: City Attorney.

ALL PERSONS FOR OR AGAINST SAID APPROVAL CAN BE HEARD AT SAID TIME AND PLACE. IF A PERSON DECIDES TO APPEAL ANY DECISION MADE BY THE CITY WITH RESPECT TO SUCH HEARING OR MEETING, (S)HE WILL NEED TO ENSURE THAT A VERBATIM RECORD OF SUCH HEARING OR MEETING IS MADE, WHICH RECORD INCLUDES THE TESTIMONY AND EVIDENCE UPON WHICH THE APPEAL IS BASED.

In accordance with the Americans with Disabilities Act and Section 286.26, Florida Statute, persons with disabilities needing special accommodation to participate in this proceeding, or those requiring language assistance (free of charge) should contact the City of Lakeland ADA Specialist, Kristin Meador. Because providing a reasonable accommodation may require outside assistance, organizations, or resources, the City asks that any request be made with as much notice as possible, preferably 72 hours, but no later than 48 hours in advance of the event, at: (863) 834-6040, Email: ADASpecialist@lakeandgov.net. If hearing impaired, please contact the TDD numbers: Local - (863) 834-8333 or 1-(800) 955-8771 (TDD - Telecommunications Device for the Deaf) or the Florida Relay Service number: 1-(800) 955-8770 (VOICE), for assistance.

This notice is given pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended.

By order of the City Commission of the City of Lakeland, Florida.
12383540 6/8/26

EXHIBIT B
FORM OF INTERLOCAL AGREEMENT

This instrument was prepared by or under the supervision of (and after recording should be returned to):

Christopher Traber, Esq.
Nabors, Giblin & Nickerson, P.A.
2502 Rocky Point Drive, Suite 1060
Tampa, Florida 33607

(Space reserved for Clerk of Court)

INTERLOCAL AGREEMENT

This Interlocal Agreement (the "Interlocal Agreement") is dated as of _____, 2026, and is entered into between the CITY OF LAKELAND, FLORIDA (the "Issuer" or the "City"), a municipal corporation of the State of Florida and POLK COUNTY, FLORIDA ("Polk County"), a political subdivision of the State of Florida;

WITNESSETH:

WHEREAS, pursuant to Chapter 159, Part II, Florida Statutes, the Issuer and Polk County are authorized to issue bonds to finance or refinance the acquisition, construction and equipping of healthcare and related facilities; and

WHEREAS, the Issuer and Polk County each constitutes a "public agency" within the meaning of Section 163.01, Florida Statutes, as amended (the "Interlocal Act"), and are each authorized under the Interlocal Act to enter into interlocal agreements providing for them to jointly exercise any power, privilege or authority which each of them could exercise separately; and

WHEREAS, the Issuer has received an application from Lakeland Regional Health Systems, Inc., a Florida not for profit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and/or one or more related and/or affiliated entities and their successors and assigns (the "Borrower") requesting that hospital revenue refunding bonds be issued by the Issuer in an aggregate principal amount not exceeding \$170,000,000 in one or more tax-exempt and taxable series (the "Bonds") the proceeds of which would be loaned to the Borrower to finance or refinance, among other facilities, certain healthcare facilities located in Polk County (the "Project") as more completely described on EXHIBIT A attached hereto; and

WHEREAS, the Borrower has represented that the consolidated financing results in significant cost savings to the Borrower over the issuance and sale of separate bonds by the Issuer and Polk County for the Project; and

WHEREAS, the Issuer and Polk County have agreed to enter into this Interlocal Agreement for the purposes stated above; and

WHEREAS, on June 15, 2026, the Issuer, which has jurisdiction for purposes of Section 147(f) of the Code, over the area in which the portion of the Project to be financed or refinanced in the City is located held a duly noticed public hearing for the purpose of giving all interested persons an opportunity to express their views, either orally or in writing, on the proposed issuance of the Bonds, approved the issuance of the Bonds, the application of the proceeds thereof and the execution and delivery of this Interlocal Agreement; and

WHEREAS, on _____, 2026, following a duly noticed public hearing by the Issuer described above, the Board of County Commissioners of Polk County, which has jurisdiction for purposes of Section 147(f) of the Code, over the area in which the portion of the Project to be financed or refinanced in Polk County is located, approved by a duly adopted resolution, the issuance of the Bonds by the Issuer and the application of the proceeds thereof; and

WHEREAS, the Interlocal Act authorizes the Issuer and Polk County to enter into this Interlocal Agreement and confers upon the Issuer authorization to issue the Bonds and to apply the proceeds thereof to the financing or refinancing of the Project through a loan of such proceeds to the Borrower; and

WHEREAS, the parties hereto desire to agree to the issuance of the Bonds by the Issuer for such purposes and find that such agreement by such parties is in the public interest; and

WHEREAS, the Borrower has agreed to indemnify Polk County and the Issuer in connection with their execution of this Interlocal Agreement;

NOW, THEREFORE, for and in consideration of the premises hereinafter contained, and intending to be legally bound hereby, the parties hereto agree as follows:

SECTION 1. AUTHORIZATION TO ISSUE THE BONDS. Polk County and the Issuer do hereby agree that the Issuer is hereby authorized to issue the Bonds in one or more series in a principal amount not exceeding \$170,000,000 and to loan the proceeds thereof to the Borrower to finance and refinance the Project, with approximately \$25,000,000 of such proceeds to be applied to finance and refinance the Project to be located within Polk County and not within the City. The Issuer is hereby authorized to exercise all powers relating to the issuance of the Bonds vested in Polk County pursuant to the Constitution and the laws of the State of Florida and to do all things within the jurisdiction of Polk County which are necessary or convenient for the issuance of the Bonds and financing and refinancing of the Project to the same extent as if Polk County were issuing its own obligations for such purposes, without any further authorization from Polk County to exercise such powers or to take such actions, including, without limitation, to change the name of the Bonds to reflect multiple series or the year of issuance. It is the intent of this Interlocal Agreement and the parties hereto that the Issuer be vested, to the

maximum extent permitted by law, with all powers which Polk County might exercise with respect to the issuance of the Bonds and the lending of the proceeds thereof to the Borrower finance and refinance the Project in Polk County as though Polk County were issuing such Bonds as its own special limited obligation.

SECTION 2. QUALIFYING PROJECT.

(A) Each of the parties hereto represents that each portion of the Project within its jurisdiction constitutes a "project" as such term is used in Part II, Chapter 159, Florida Statutes.

(B) The Issuer hereby represents, determines and agrees as follows:

(1) The Project located within the City is appropriate to the needs and circumstances of, and make or shall make a significant contribution to the economic growth of City; provide access to healthcare facilities; provide and preserve or shall provide or preserve gainful employment; and serve or shall serve a public purpose by advancing the economic prosperity, the public health, or the general welfare of the State of Florida and its people.

(2) No financing or refinancing of the Project shall be entered into with a party that is not financially responsible and fully capable and willing to fulfill its obligations under the financing agreement, including the obligations to make payments in the amounts and at the times required, to operate, repair, and maintain at its own expense the Project, and to serve the purposes of Part II, Chapter 159, Florida Statutes and such other responsibilities as may be imposed under the financing agreement.

(3) The City has been and will be able to cope satisfactorily with the impact of the Project located in the City and has and will be able to provide, or cause to be provided when needed, the public facilities, including utilities and public services, that will be necessary for the construction, operation, repair, and maintenance of the Project located in the City and on account of any increases in population or other circumstances resulting therefrom.

(4) Adequate provision will be made in the financing agreements related to the Bonds for the operation, repair, and maintenance of the Project at the expense of the Borrower and for the payment of principal of and interest on the Bonds.

(C) Polk County hereby represents, determines and agrees as follows:

(1) The Project located within Polk County and not within the City is appropriate to the needs and circumstances of, and make or shall make a significant contribution to the economic growth of Polk County; provide access to healthcare facilities; provide or preserve or shall provide and preserve gainful employment;

and serve or shall serve a public purpose by advancing the economic prosperity, the public health, or the general welfare of the State of Florida and its people.

(2) Polk County has been able to cope satisfactorily with the impact of the Project located in Polk County and not within the City and will be able to continue to provide, or cause to be provided when needed, the public facilities, including utilities and public services, that will be necessary for the Project located in Polk County and not within the City and on account of any increases in population or other circumstances resulting therefrom.

SECTION 3. NO PECUNIARY LIABILITY OF POLK COUNTY; LIMITED OBLIGATION OF THE ISSUER. Neither the provisions, covenants or agreements contained in this Interlocal Agreement and any obligations imposed upon Polk County hereunder, nor the Bonds issued pursuant to this Interlocal Agreement, shall constitute an indebtedness or liability of Polk County. The Bonds when issued, and the interest thereon, shall be limited and special obligations of the Issuer payable solely from certain revenues and other amounts pledged thereto by the terms thereof.

SECTION 4. NO PERSONAL LIABILITY. No covenant or agreement contained in this Interlocal Agreement shall be deemed to be a covenant or agreement of any member, officer, agent or employee of Polk County or the Issuer in his or her individual capacity and no member, officer, agent or employee of Polk County or the Issuer shall be liable personally on this Interlocal Agreement or be subject to any personal liability or accountability by reason of the execution of this Interlocal Agreement.

The execution of this Interlocal Agreement by the parties hereto shall not be construed as (i) an endorsement of the creditworthiness of the Borrower or the financial viability of the Project, (ii) a recommendation to any prospective purchaser to purchase the Bonds, or (iii) an evaluation of the likelihood of the repayment of the debt service on the Bonds.

SECTION 5. ALLOCATION OF RESPONSIBILITIES. The Issuer shall take all actions it deems necessary or appropriate in connection with the issuance of the Bonds, including, in its discretion, the preparation, review, execution and filing with government agencies of certificates, opinions, agreements and other documents to be delivered at the closing of the Bonds and the establishment of any funds and accounts related to the Bonds.

Neither Polk County nor the Issuer shall be liable for the costs of issuing the Bonds or the costs incurred by either of them in connection with the preparation, review, execution or approval of this Interlocal Agreement or any documentation or opinions required to be delivered in connection therewith by Polk County, the Issuer or counsel to either. All of such costs shall be paid from the proceeds of the Bonds or from other moneys of the Borrower.

SECTION 6. INDEMNITY. The Borrower, by its approval and acknowledgment at the end of this Interlocal Agreement, agrees to indemnify and hold harmless Polk County and the Issuer, their respective officers, employees and agents, from and against any and all losses, claims, damages, liabilities or expenses, of every conceivable kind, character and nature whatsoever, including, but not limited to, losses, claims, damages, liabilities or expenses (including reasonable fees and expenses of attorneys, accountants, consultants and other experts), arising out of, resulting from, or in any way connected with this Interlocal Agreement or the issuance of the Bonds, other than any such losses, damages, liabilities or expenses, in the case of the Issuer, arising from the willful misconduct of the Issuer, and, in the case of Polk County, arising from the willful misconduct of Polk County. The indemnity provided by this Section 6 shall survive the expiration or termination of this Interlocal Agreement.

SECTION 7. TERM. This Interlocal Agreement will remain in full force and effect from the date of its execution, subject to the provisions of Section 8 hereof, until such time as it is terminated by any party hereto upon 10 days' advance written notice to the other party hereto. Notwithstanding the foregoing, it is agreed that this Interlocal Agreement may not be terminated so long as the Bonds (or any refunding obligations issued by the Issuer by Section 10 hereof), remain outstanding or unpaid. Nothing herein shall be deemed in any way to limit or restrict either party hereto from issuing its own obligations or entering into any other agreement for the financing or refinancing of any facility which either party hereto may choose to finance or refinance.

SECTION 8. FILING OF AGREEMENT. It is agreed that this Interlocal Agreement shall be filed by the Borrower or its authorized agent or representative with the Clerk of the Circuit Court of Polk County all in accordance with the Interlocal Act, and that this Interlocal Agreement shall not become effective until so filed.

SECTION 9. SMALL ISSUER ALLOCATION. The parties hereto irrevocably agree that the entire principal amount of the Bonds shall be allocable to the Issuer for purposes of Section 265(b)(3)(C)(ii) of the Code.

SECTION 10. REFUNDING OR REFINANCING. It is the intention of the parties hereto that this Interlocal Agreement cover and authorize not only the Bonds but also any obligations issued by the Issuer to refund or refinance the Bonds and any obligation thereafter issued by the Issuer to refund or refinance such obligations and so on and so forth so that no additional or similar interlocal agreement between the Issuer and Polk County shall be necessary in connection therewith. The foregoing notwithstanding, this section shall not be construed as authorization for the Issuer to issue any additional industrial revenue bonds for new or additional projects (other than the Project) on behalf of the Borrower in conjunction with or in addition to any refunding or refinancing of the Bonds without the prior approval of Polk County.

SECTION 11. SEVERABILITY OF INVALID PROVISIONS. If any one or more of the covenants, agreements or provisions herein contained shall be held contrary to any express provisions of law or contrary to the policy of express law, though not expressly prohibited or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining covenants, agreements or provisions and shall in no way affect the validity of any of the other provisions hereof.

SECTION 12. WAIVER OF JURY TRIAL. EACH OF THE PARTIES HERETO AND THE BORROWER HEREBY KNOWINGLY, VOLUNTARILY AND INTENTIONALLY WAIVES THE RIGHT IT MAY HAVE TO A TRIAL BY JURY IN RESPECT OF ANY LITIGATION BASED HEREON, OR ARISING OUT OF, UNDER OR IN CONNECTION WITH THIS INTERLOCAL AGREEMENT AND ANY DOCUMENT CONTEMPLATED TO BE EXECUTED IN CONJUNCTION HERewith, OR ANY COURSE OF CONDUCT, COURSE OF DEALING, STATEMENTS (WHETHER VERBAL OR WRITTEN) OR ACTIONS OF EITHER PARTY. THIS PROVISION IS A MATERIAL INDUCEMENT FOR EACH OF THE PARTIES TO ENTER INTO THIS INTERLOCAL AGREEMENT.

SECTION 13. LITIGATION. In the event any legal proceedings are instituted between the parties hereto concerning this Interlocal Agreement, the prevailing party in such proceedings shall be entitled to recover its costs of suit, including reasonable attorneys' fees, at both trial and appellate levels.

SECTION 14. GOVERNING LAW. This Interlocal Agreement is being delivered and is intended to be performed in the State of Florida, and shall be construed and enforced in accordance with, and the rights of the parties shall be governed by, the laws of such State.

SECTION 15. EXECUTION IN COUNTERPARTS. This Interlocal Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties to this Interlocal Agreement have caused this Interlocal Agreement to be executed by the proper officers thereof and have caused their seals to be affixed hereto and attested by the proper officers thereof, all as of the date first above written.

(SEAL)

CITY OF LAKELAND, FLORIDA

By: _____
Mayor

ATTEST:

By: _____
City Clerk

APPROVED AS TO FORM AND
CORRECTNESS:

By: _____
City Attorney

**BOARD OF COUNTY COMMISSIONERS
OF POLK COUNTY, FLORIDA**

By: _____
Chairman

ATTEST:

By: _____
Stacy M. Butterfield, CPA, Clerk of the
Circuit Court and Ex-Officio Clerk of
the Board of County Commissioners of
Polk County, Florida

APPROVAL AND ACKNOWLEDGMENT OF THE BORROWER

Lakeland Regional Health Systems, Inc. hereby approves this Interlocal Agreement and acknowledges its acceptance of its obligations arising thereunder, including, without limitation, its obligations under Section 6 and Section 8 thereof, by causing this Approval and Acknowledgment to be executed by its proper officer and its seal to be affixed hereto and attested by its proper officer all as of the date of said Interlocal Agreement.

LAKELAND REGIONAL HEALTH SYSTEMS, INC.

By: _____
Lance Green, Executive Vice President
and Chief Financial Officer

STATE OF _____)

COUNTY OF _____)

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this ___ day of _____, 2026, by Lance Green, as Executive Vice President and Chief Financial Officer of Lakeland Regional Health Systems, Inc., who (____) is personally known to me or (____) has produced a valid driver's license as identification.

(SEAL)

(Signature of person taking acknowledgement)

(Name typed, printed or stamped)

(Title or rank)

(Serial number, if any)

EXHIBIT A
DESCRIPTION OF THE PROJECT

(1) currently refunding all or a portion of the City's outstanding Hospital Revenue Refunding Bonds (Lakeland Regional Health Systems), Series 2016 (the bonds so refunded being referred to as the "Refunded Bonds") in order to refinance all or a portion of the costs of certain capital improvements to the Obligated Group's medical facilities financed or refinanced with the proceeds of the Refunded Bonds located at 3525 Lakeland Hills Boulevard, Lakeland, Florida 33805 (the "Cancer Center") and 1324 Lakeland Hills Boulevard, Lakeland, Florida 33805 (the "LRMC Campus"); (2) financing a portion of the costs (including reimbursement for prior related expenditures) relating to the conversion of the Obligated Group's hospital electronic medical record and billing system to EPIC primarily located at the LRMC Campus and the Cancer Center (with proceeds of the Bonds in an amount not to exceed \$27,500,000); (3) financing all or a portion of the costs (including reimbursement for prior related expenditures) relating to the acquisition, construction, installation and equipping of certain capital improvements to the Obligated Group's healthcare facilities including (a) a new approximately 15,000 square foot freestanding emergency department located west of the intersection of U.S. Highway 17 and State Road 540, Eagle Lake (unincorporated Polk County), Florida 33839 (Parcel ID: 26-29-06-672500-005506) (anticipated to be allocated a maximum aggregate principal amount of \$25,000,000 of the Bonds), (b) a new approximately 15,000 square foot freestanding medical office building located at 1409 N. Florida Avenue, Lakeland, Florida 33805 (anticipated to be allocated a maximum aggregate principal amount of \$7,500,000 of the Bonds), (c) an existing approximately 17,000 square foot freestanding medical office building located at 6030 S. Florida Ave., Lakeland, Florida 33813 (anticipated to be allocated a maximum aggregate principal amount of \$10,000,000 of the Bonds), (d) buildout and equipping of existing shell space of approximately 8,500 square feet for outpatient imaging services at 2400 Kathleen Rd., Lakeland, Florida 33810 (anticipated to be allocated a maximum aggregate principal amount of \$10,000,000 of the Bonds), (e) a new approximately 15,000 square foot freestanding emergency department located at 6625 US Hwy 98 North, Lakeland (unincorporated Polk County), Florida 33809 (anticipated to be allocated a maximum aggregate principal amount of \$24,000,000 of the Bonds), and (f) other capital improvements related to existing health care facilities located on or contiguous to the LRMC Campus (anticipated to be allocated a maximum aggregate principal amount of \$30,000,000 of the Bonds) (collectively with (2) above, the "Project"); (4) funding any required reserves; and (5) paying costs of issuance associated with the Bonds.