

RESOLUTION NO. 74510

A RESOLUTION INTRODUCED BY MAYOR JAMES A. MCCLINTON EXPRESSING THE INTENT OF THE CITY OF TOPEKA, KANSAS, TO ISSUE ITS HOUSING AND HEALTH CARE REFUNDING AND IMPROVEMENT REVENUE BONDS IN THE MAXIMUM PRINCIPAL AMOUNT OF \$12,000,000 TO FINANCE VARIOUS IMPROVEMENTS BENEFITING THE CONGREGATIONAL HOME, REFINANCE TWO OUTSTANDING REVENUE BOND ISSUES OF THE CITY AND PROMOTE, STIMULATE AND DEVELOP THE ECONOMIC WELFARE OF BOTH THE CITY AND THE STATE OF KANSAS.

WHEREAS, the City of Topeka, Shawnee County, Kansas, (the "City") is authorized and empowered pursuant to the provisions of K.S.A. 12-1740 to 12-1749(d), inclusive, as amended, (the "Act") to issue its housing and health care refunding and improvement revenue bonds to both refinance its outstanding revenue bonds and to finance the cost of acquiring, constructing, furnishing, equipping and otherwise completing certain facilities and enter into lease agreements with any person, firm or corporation for the use and acquisition of such facilities in order to promote, stimulate and develop the economic welfare and prosperity of both the City and the State of Kansas through, among other things, the promotion and advancement of physical health; and

WHEREAS, The Congregational Home, a Kansas not-for-profit corporation, (commonly and hereinafter referred to as "Brewster Place") has pursuant to a resolution of its board of directors (the "Board Resolution") requested that the City issue its housing and health care refunding and improvement revenue bonds in the maximum amount of Twelve Million Dollars (\$12,000,000) (the "Bonds") to (i) finance the rehabilitation, remodeling, furnishing and equipping of certain elderly housing and health care facilities (collectively, the "Facility") located at 1205 SW 29th Street, Topeka, Kansas, (ii) refund and refinance two outstanding

1 revenue bond issues of the City and (iii) pay certain expenses associated with the issuance of the
2 Bonds (the "Project"); and

3 **WHEREAS**, the City does hereby find and determine it to be advisable and in the best
4 interest of the City and its inhabitants that such Bonds of the City, as and in the maximum
5 amount requested by Brewster Place be authorized and issued to both finance the Project and
6 refund two outstanding revenue bond issues of the City; and

7 **WHEREAS**, such Bonds when, as and if issued by the City will be payable solely and
8 only from the moneys and revenues received by the City from the fees charged and rentals
9 received for the use of the Project and not from any other fund or source.

10 **NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF**
11 **TOPEKA, SHAWNEE COUNTY, KANSAS, AS FOLLOWS:**

12 **Section 1.** That the Council of the City of Topeka, Kansas, hereby finds and determines
13 that the Project will promote, stimulate and develop the general economic welfare of the City and
14 be in furtherance of the public purposes as set forth in the Act.

15 **Section 2.** That housing and health care refunding and improvement revenue bonds of
16 the City in the maximum principal amount of \$12,000,000 be issued to permanently finance the
17 Project to be leased to Brewster Place and to refund two outstanding revenue bond issues of the
18 City all pursuant to and in accordance with the Act.

19 **Section 3.** That the terms of all ordinances, trust indentures, lease agreements and other
20 documents required in the issuance of the Bonds shall be as agreed to by and between the City
21 and Brewster Place. This will acknowledge that Brewster Place has selected Gold Capital
22 Management, Inc., Wichita, Kansas, to underwrite the Bonds and such selection is the sole
23 responsibility of Brewster Place.

24 **Section 4.** That the City officials are hereby directed and authorized to proceed with the
25 necessary negotiations relating to the Lease Agreement with Brewster and with the preparation
26 of all other necessary documents relating thereto for final action by the Governing Body of the

1 City. All terms and conditions of the Bonds and the sale thereof must be acceptable to and ap-
2 proved by the Governing Body of the City and Brewster Place.

3 **Section 5.** That the City Clerk and Nichols and Wolfe Chartered, bond counsel, are
4 hereby authorized and directed to prepare and cause to be filed and published, where necessary,
5 all statements and notices required by the provisions of both K.S.A. 12-1740 et seq., as amended,
6 and applicable federal law.

7 **Section 6.** That the City will not be liable or otherwise responsible for the payment of
8 any costs or expenses incurred by or in connection with the issuance of such Bonds.

9 **Section 7.** That the issuance of the Bonds by the City shall, in addition to all other
10 requirements of the City, be subject to any limitations imposed upon the City by either federal or
11 Kansas law, including any regulations, rulings or executive orders which might appertain thereto.

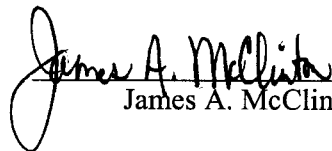
12 **Section 8.** That the declarations of official intent expressed in both the Board Resolution
13 and herein are a declaration to reimburse certain expenditures from the proceeds of the Bonds
14 made for purposes of Trea. Reg. 1.150-2 and Section 103 and Sections 141 through 150 of the
15 Internal Revenue Code of 1986, as amended.

16 **Section 9.** That this Resolution will be available for public inspection during regular
17 business hours of the City at City Hall and shall be of force and effect from and after its adoption
18 and approval.

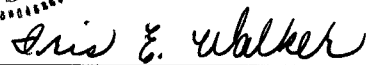
19 **Section 10.** That this Resolution shall be of force and effect immediately upon its
20 adoption and approval.

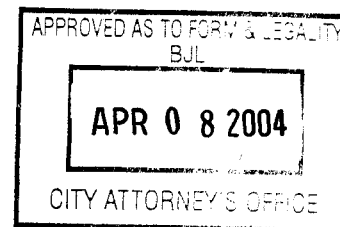
21 **ADOPTED** by the Council of the City of Topeka, Kansas, this 13th day of April, 2004.

CITY OF TOPEKA, KANSAS


James A. McClinton, Mayor



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Iris E. Walker, City Clerk



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ACKNOWLEDGEMENT AND ACCEPTANCE

The provisions of this resolution are hereby acknowledged and accepted as the declaration of the official intent of The Congregational Home, a Kansas not-for-profit corporation.

Dated this 13th day of April, 2004.

THE CONGREGATIONAL HOME
A Kansas not-for-profit corporation

By _____
Tobias Schlingensiepen, President