

RESOLUTION NO. 8175

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2 **A RESOLUTION INTRODUCED BY CITY MANAGER**
3 **NORTON N. BONAPARTE, JR. EXPRESSING THE**
4 **INTENT OF THE CITY OF TOPEKA, KANSAS, TO ISSUE**
5 **ITS INDUSTRIAL REVENUE BONDS IN THE MAXIMUM**
6 **PRINCIPAL AMOUNT OF \$2,418,000 TO FINANCE THE**
7 **ACQUISITION OF CERTAIN MANUFACTURING**
8 **EQUIPMENT BENEFITING SOUTHWEST PUBLISHING &**
9 **MAILING CORPORATION AND TO PROMOTE,**
10 **STIMULATE, AND DEVELOP THE ECONOMIC**
11 **WELFARE OF BOTH THE CITY AND THE STATE OF**
12 **KANSAS.**

13 **WHEREAS**, the City of Topeka, Shawnee County, Kansas, (the "City") is authorized
14 and empowered pursuant to the provisions of K.S.A. 12-1740 to 12-1749(d), inclusive, as
15 amended, (the "Act") to both issue its industrial revenue bonds to finance the cost of acquiring,
16 constructing, improving, equipping, and furnishing certain facilities and enter into lease and/or
17 lease-purchase agreements with any person, firm, or corporation for the use and acquisition of
18 such facilities in order to promote, stimulate, and develop the economic welfare and prosperity of
19 both the City and the State of Kansas; and

20 **WHEREAS**, Southwest Publishing & Mailing Corporation, a Kansas Corporation,
21 (commonly and hereinafter referred to as "Southwest Publishing") has requested that the City
22 issue its industrial revenue bonds in the maximum amount of Two Million Four Hundred
23 Eighteen Thousand Dollars (\$2,418,000) (the "Bonds") to (i) finance the cost of acquiring a
24 Muller Martini Consepta 1200 fpm 8-Color (Version 4) Printing Press together with all things
25 necessary and incidental thereto to benefit Southwest Publishing and (ii) pay certain expenses
26 associated with the issuance of the Bonds (the "Project"); and

27 **WHEREAS**, the City does hereby find and determine it to be advisable and in the best
28 interest of the City and its inhabitants that such Bonds of the City, as and in the maximum
29 amount requested by Southwest Publishing, be authorized and issued to finance the Project; and

1 **WHEREAS**, such Bonds when, as, and if issued by the City will be payable solely and
2 only from the moneys and revenues received by the City from the fees charged and rentals
3 received for the use of the Project and not in any manner by taxation or from any other fund or
4 source; and

5 **WHEREAS**, pending the issuance of the Bonds, Southwest Publishing intends to initiate
6 the acquisition of the Project and finance, on an interim basis, such capital expenditures with its
7 own funds which it, by its acknowledgment and acceptance hereof, intends to reimburse and
8 permanently finance with the proceeds of the Bonds; and

9 **WHEREAS**, Southwest Publishing has not sought nor does it intend to seek any
10 exemption from ad valorem taxation for any portion of the Project;

11 **WHEREAS**, this resolution is intended to constitute a declaration of the official intent of
12 both the City and Southwest Publishing, as hereinafter acknowledged, to reimburse any such
13 Project expenditures made by Southwest Publishing prior to the issuance of the Bonds by the
14 City with the proceeds of such Bonds.

15 **NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE**
16 **CITY OF TOPEKA, SHAWNEE COUNTY, KANSAS, AS FOLLOWS:**

17 **Section 1.** That the Governing Body of the City of Topeka, Kansas, hereby finds and
18 determines that the Project will promote, stimulate and develop the general economic welfare of
19 the City and be in furtherance of the public purposes as set forth in the Act.

20 **Section 2.** That subject to both the publication of reasonable notice to the public and the
21 conduct of a hearing thereon in accordance with the requirements of Section 147(f)(2) of the
22 Internal Revenue Code of 1986, as amended, industrial revenue bonds of the City in the
23 maximum principal amount of \$2,418,000 be issued to finance the Project to be leased to
24 Southwest Publishing pursuant to and in accordance with the Act.

25 **Section 3.** That the terms of all ordinances, trust indentures, lease agreements, and other
26 documents required in the issuance of the Bonds shall be as agreed to by and among the City,
27 Southwest Publishing, and GE Government Finance, Inc. This will acknowledge that Southwest

1 Publishing has selected GE Government Finance, Inc., Minneapolis, Minnesota, to purchase the
2 Bonds on a private placement basis and such selection is the sole responsibility of Southwest
3 Publishing.

4 **Section 4.** That the City officials are hereby directed and authorized to proceed with the
5 necessary negotiations relating to the Lease Agreement with Southwest Publishing and with the
6 preparation of all other necessary documents relating thereto for final action by the Governing
7 Body of the City. All terms and conditions of the Bonds and the sale thereof must be acceptable
8 to and approved by the Governing Body of the City and Southwest Publishing.

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

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

15 **Section 7.** That the City reasonably expects and intends to finance the costs of the
16 Project from the proceeds of the Bonds as previously described in this Resolution. The City does
17 hereby express its official intent that any capital expenditures made or obligations incurred by
18 Southwest Publishing in connection with the Project on or after the date which is 60 days before
19 the date of this Resolution be reimbursed from the proceeds of the Bonds in the estimated
20 maximum principal amount of \$2,418,000. The City will issue the Bonds for such purposes
21 (including such reimbursements) within eighteen (18) months after the date the expenditure to be
22 reimbursed was paid or, if later, eighteen (18) months after the date on which the property
23 resulting from the expenditure was placed in service. Provided, that, in any event, the
24 reimbursement allocation must be made within three (3) years after the date the expenditure was
25 paid. This Resolution will be available for public inspection during regular business hours of the
26 City at City Hall and shall be of force and effect from and after its adoption and approval.

1 **Section 8.** That the issuance of the Bonds by the City shall, in addition to all other
2 requirements of the City, be subject to any limitations imposed upon the City by either federal or
3 Kansas law, including any regulations, rulings or executive orders which might appertain thereto.

4 **Section 9.** That the declarations of official intent expressed herein are a declaration made
5 for purposes of Trea. Reg. 1.150-2 for purposes of Section 103 and Sections 141 through 150 of
6 the Internal Revenue Code of 1986, as amended.

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

9 **ADOPTED AND APPROVED THIS** 23rd day of June, 2009.

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CITY OF TOPEKA, KANSAS

William W. Bunten, Mayor

ATTEST:

Brenda Younger, City Clerk

[SEAL]

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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 Southwest Publishing & Mailing Corporation, a Kansas corporation.

Dated this ____ day of June, 2009.

SOUTHWEST PUBLISHING & MAILING CORPORATION

By _____
_____, _____