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ORDINANCE NO. 17532

AN ORDINANCE INTRODUCED BY MAYOR JOAN WAGNON
AUTHORIZING THE CITY OF TOPEKA, KANSAS, TO
ISSUE ITS ECONOMIC DEVELOPMENT REVENUE
BONDS, SERIES 2000A (YMCA PROJECT), TO
PROVIDE FUNDS TO FINANCE THE CONSTRUCTION,
FURNISHING AND EQUIPPING OF A NEW
RECREATIONAL HEALTH CENTER AT S.W. 37TH AND
CHELSEA IN THE CITY OF TOPEKA, KANSAS; TO
FUND A DEPOSIT TO A DEBT SERVICE RESERVE
FUND; TO PAY INTEREST THEREON THROUGH MARCH
1, 2002; TO PAY CERTAIN COSTS OF ISSUANCE
RELATED THERETO; AND AUTHORIZING AND
APPROVING CERTAIN DOCUMENTS AND ACTIONS IN
CONNECTION WITH THE ISSUANCE OF SAID BONDS.

WHEREAS, the City of Topeka, Kansas, (the "Issuer") is a
political subdivision of the State of Kansas and is authorized
under K.S.A. 12-1740 to 12-1749d, inclusive, as from time to
time amended (the "Act"), to issue revenue bonds the proceeds of
which shall be used only to purchase, construct, reconstruct,
equip, maintain or repair buildings and to acquire sites
therefor, and to equip the same, for facilities, as such term is
used in the Act, and to lease such facilities to corporations
for such purposes as described in the Act; and

WHEREAS, pursuant to the request of the Young Men's
Christian Association of Topeka, Kansas, a Kansas not-for
profit corporation (the "Association") and pursuant to the
authorization contained in the Act, the Issuer hereby determines
that it will issue its Economic Development Revenue Bonds (YMCA
Project), Series 2000A (the "Bonds"), for the purpose of
providing funds to (1) finance the construction, furnishing and
equipping of a new 38,000 square foot recreational health center at S.W. 37th and Chelsea in the City of Topeka, Kansas (the "Facility"); (2) fund a deposit to a Debt Service Reserve Fund, (3) pay interest on the Bonds through March 1, 2002, and (4) pay certain costs of issuance; and

WHEREAS, pursuant to the Lease Agreement (the "Lease") between the Issuer, as lessor, and the Association, as lessee, the Issuer will lease the Facility to the Association for rentals sufficient to pay the principal of and redemption premium, if any, and interest on the Bonds and for other rentals specified therein and upon payment of all rentals under the Lease and all other obligations thereunder agrees to convey title to the Facility to the Association; and

WHEREAS, the Issuer further finds and determines that it is necessary and desirable in connection with the issuance of the Bonds that the Issuer execute and deliver certain documents and that the Issuer take certain other actions as herein provided;

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF TOPEKA, SHAWNEE COUNTY, KANSAS:

Section 1. Authorization of the Bonds. In order to obtain funds to be used for the purposes aforesaid, the Issuer is hereby authorized to issue the Bonds in the aggregate principal amount of $8,500,000 which bonds shall be issued under and secured by and shall have the terms and provisions set forth in the hereinafter referred to Indenture, and the signatures of the officers of the Issuer executing such Indenture and the hereinafter referred to Purchase Agreement shall constitute
conclusive evidence of their approval and the Issuer's approval thereof. The Bonds shall be executed on behalf of the Issuer by the manual or facsimile signature of the Mayor and attested by the manual or facsimile signature of its City Clerk and shall have the corporate seal of the Issuer affixed thereto or imprinted thereon.

Section 2. Limited Obligations. The Bonds shall be special limited obligations of the Issuer payable solely from the sources and in the manner as provided in the Indenture, and shall be secured by a transfer, pledge and assignment of and a grant of a security interest in the Trust Estate (as defined in the Indenture) to the Trustee (as herein defined) and in favor of the registered owners of the Bonds, as provided in the Indenture. The Bonds and interest thereon shall not in any respect be a general obligation of the Issuer and shall not be payable in any manner from taxation and shall not constitute a pledge of the full faith and credit of the Issuer, but shall be payable solely from the funds provided for in the Lease Agreement and the Indenture. The issuance of the Bonds shall not, directly, indirectly or contingently, obligate the Issuer to levy any form of taxation therefor or to make any appropriation for their payment. The Issuer shall not in any event be liable for the payment of the principal of, redemption premium, if any, or interest on the Bonds (other than from the Trust Estate) or for the performance of any pledge, obligation or agreement of any kind whatsoever which may be undertaken by the Association. No breach by the Association of any such
00090 pledge, obligation or agreement may impose any liability, 00091 pecuniary or otherwise, upon the Issuer any charge upon its 00092 general credit or against its taxing power.

00093 **Section 3. Authorization and Approval of Documents.** The 00094 following documents (the "Issuer Documents") are hereby approved 00095 in substantially the forms presented to the Governing Body of 00096 the Issuer at this meeting with such changes therein as shall be 00097 approved by the officer of the Issuer executing such documents, 00098 such officer's signature thereon being conclusive evidence of 00099 such officer's approval and the Issuer's approval thereof:

00100 (a) Indenture of Trust (the "Indenture") between the 00101 Issuer and Commerce Bank & Trust, Topeka, Kansas, (the 00102 "Trustee"), providing for the issuance thereunder of the Bonds 00103 and setting forth the terms and provisions applicable to the 00104 Bonds, including a pledge and assignment by the Issuer of the 00105 Trust Estate to the Trustee for the benefit and security of the 00106 registered owners of the Bonds upon the terms and conditions as 00107 set forth in the Indenture.

00108 (b) Lease Agreement (the "Lease") between the Association 00109 and the Issuer under which the Issuer will lease the Facility to 00110 the Association in consideration of payments which will be 00111 sufficient to pay the principal of, redemption premium, if any, 00112 and interest on the Bonds.

00113 (c) Bond Purchase Agreement (the "Purchase Agreement"), 00114 among the Issuer, the Association and George K. Baum & Company, 00115 Kansas City, Missouri, (the "Underwriter"), regarding the sale 00116 of the Bonds.
Section 4. Execution of Bonds and Documents. The Mayor of the Issuer is hereby authorized and directed to execute the Bonds by manual or facsimile signature and to deliver the Bonds to the Trustee for authentication for and on behalf of and as the act and deed of the Issuer in the manner provided in the Indenture. The Mayor of the Issuer is hereby authorized and directed to execute and deliver the Issuer Documents for and on behalf of and as the act and deed of the Issuer. The Clerk or Deputy Clerk of the Issuer is hereby authorized and directed to attest to the Bonds by manual or facsimile signature, to such of the Issuer Documents, and to such other documents, certificates and instruments, as may be necessary or desirable to carry out and comply with the intent of this Ordinance.

Section 5. Preliminary Official Statement. The Preliminary Official Statement respecting the Bonds, in substantially the form presented to the City Council of the Issuer at this meeting with such changes and additions thereto as are necessary to conform to and describe the transaction, is hereby authorized and approved. The Mayor of the Issuer is hereby authorized and directed to deem the information in the Preliminary Official Statement respecting the Issuer to be final as of its date for purposes of Rule 15c2-12 promulgated by the Securities and Exchange Commission. The usage by the Underwriters of the Preliminary Official Statement and the final Official Statement in connection with the sale of the Bonds is hereby authorized and approved. The Issuer has not participated in the preparation of the Preliminary Official Statement or the
final Official Statement and has not verified the accuracy of the information therein, other than as to the information respecting the Issuer. Accordingly, such approval does not constitute approval by the Issuer of such information or a representation by the Issuer as to the completeness or accuracy of the information contained therein.

Section 6. Further Authority. The Issuer shall, and the officers, agents and employees of the Issuer are hereby authorized and directed to, take such further action, and execute such other documents, certificates and instruments, including, without limitation, any security documents, arbitrage certificate, closing certificates and tax forms, as may be necessary or desirable to carry out and comply with the intent of this Ordinance, and to carry out, comply with and perform the duties of the Issuer with respect to the Bonds and the Issuer Documents.

Section 7. Repeal of Conflicting Ordinances. All prior ordinances of the Issuer or any parts thereof in conflict with any or all of the foregoing ordinances are hereby repealed to the extent of such conflict.

Section 8. Severability. If any section, paragraph, clause or provision of this Ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any remaining provisions of this Ordinance.

Section 9. Effective Date. This Ordinance shall take effect and be in full force immediately after its adoption by
the Issuer and publication once in the official newspaper of the City.

PASSED and approved by the City Council this 8th day of August, 2000.

ATTEST:

Iris E. Walker, City Clerk

CITY OF TOPEKA, KANSAS

Joan Wagnon, Mayor

Iris E. Walker, City Clerk

I. E. WALKER, City Clerk of the City of Topeka, Shawnee County, Kansas, do hereby certify that the above and foregoing is a true and correct copy of Ordinance No. , adopted and approved by the City Council on August 8, 2000.