ORDINANCE NO. 17810

AN ORDINANCE INTRODUCED BY MAYOR HARRY FELKER AUTHORIZING THE CITY OF TOPEKA, KANSAS, TO ISSUE ITS TAXABLE INDUSTRIAL REVENUE BONDS, SERIES A2002, (SBL PROJECT) IN THE MAXIMUM PRINCIPAL AMOUNT OF $50,000,000 FOR THE PURPOSE OF PURCHASING, ACQUIRING, CONSTRUCTING, IMPROVING, EQUIPPING AND INSTALLING CERTAIN FACILITIES; AUTHORIZING EXECUTION OF A TRUST INDENTURE BY AND BETWEEN THE CITY AND COMMERCE BANK & TRUST, IN THE CITY OF TOPEKA, KANSAS, AS TRUSTEE; AUTHORIZING THE CITY TO LEASE SAID PROJECT TO THE FEDERAL HOME LOAN BANK OF TOPEKA; AND AUTHORIZING EXECUTION OF A LEASE BY AND BETWEEN SAID CITY AND THE FEDERAL HOME LOAN BANK OF TOPEKA.

WHEREAS, the City of Topeka, Kansas, (the "City") is authorized by K.S.A. 12-1740 to 12-1749d, inclusive, as amended, (the "Act") to acquire, construct, improve and equip certain facilities (as defined in the Act) for commercial, industrial and manufacturing purposes, and to enter into leases and lease-purchase agreements with any person, firm or corporation for said facilities, and to issue revenue bonds for the purpose of paying the cost of any such facilities; and

WHEREAS, the City has heretofore and does hereby find and determine that it is desirable in order to promote, stimulate and develop the general economic welfare and prosperity of the City and the State of Kansas that the City issue its Taxable Industrial Revenue Bonds, Series A2002 (SBL Project), dated the date of issuance, in the maximum principal amount of $50,000,000 (the "Series A2002 Bonds"), for the purpose of paying the costs of acquiring, constructing, improving and equipping the A2002 Project as more fully described in the Indenture and in the Lease hereinafter authorized and which A2002 Project shall be leased by the City to the Tenant; and
WHEREAS, the City further finds and determines that it is necessary and desirable in
close connection with the issuance of said Series A2002 Bonds to execute and deliver a Trust
Indenture dated as of March 1, 2002, (the "Indenture") with Commerce Bank & Trust, Topeka,
Kansas, as Trustee, (the "Trustee") for the purpose of issuing and securing the Series A2002
Bonds as provided therein, and to enter into a Lease dated as of March 1, 2002, (the "Lease")
with the Tenant, pursuant to which the City shall cause the A2002 Project to be purchased,
acquired, constructed and leased to the Tenant in consideration of payments of Basic Rent,
Additional Rent and other charges provided for therein.

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

Section 1. Definition of Terms. That all capitalized terms and phrases not otherwise
defined herein shall have the respective meanings set forth in the Indenture and/or the Lease
herein authorized.

Section 2. Authority to Cause the Project to be Purchased and Constructed. That the
City is hereby authorized to cause the A2002 Project to be purchased, acquired, constructed,
installed and equipped, all in the manner and as more particularly described in the Indenture
and/or the Lease hereinafter authorized.

Section 3. Authorization of and Security for the Bonds. That there is hereby authorized
and directed to be issued a series of industrial revenue bonds to be designated "City of Topeka,
Kansas, Taxable Industrial Revenue Bonds, Series A2002 (SBL Project)" in the maximum
principal amount of $50,000,000 (the "Series A2002 Bonds") for the purpose of providing funds
to pay the cost of acquiring, constructing, improving and equipping the A2002 Project. The
Series A2002 Bonds shall be dated and bear interest, shall mature and be payable at such times,
shall be in such form, shall be subject to redemption and payment prior to the maturity thereof,
and shall be issued as prescribed and subject to the provisions, covenants and agreements set
forth in the Indenture. The Series A2002 Bonds shall be special limited obligations of the City,
payable solely from the revenues derived by the City pursuant to the Lease, or otherwise in
connection with the A2002 Project. The Series A2002 Bonds shall not be general obligations of
or constitute a pledge of the faith and credit of the City within the meaning of a constitutional or
statutory provision and shall not be payable in any manner from tax revenues.

Section 4. Authorization of Indenture. That the City is hereby authorized to enter into
the Indenture dated as of March 1, 2002, by and between the City and Commerce Bank & Trust,
Topeka, Kansas, as Trustee, under which the City shall pledge and assign to the Trustee, for the
benefit of the owner(s) of the Series A2002 Bonds, the Trust Estate created thereby, all upon the
terms and conditions set forth in said Indenture.

Section 5. Lease of the Project. That the City shall cause the A2002 Project to be
purchased, acquired, constructed, installed and equipped and leased by the City to (the Federal
Home Loan Bank of Topeka, a federally chartered corporation, the “Tenant”) pursuant to and in
accordance with the provisions of the Lease dated as of March 1, 2002, by and between the City
and the Tenant and shall otherwise observe and perform or cause to be observed and performed
the agreements set forth in the Lease.

Section 6. Execution of Bonds and Agreements. That the Mayor of the City of Topeka,
Kansas, is hereby authorized and directed to execute the Series A2002 Bonds and deliver the
same to the Trustee for authentication for and on behalf of and as the act and deed of the City in
the manner provided in the Indenture. The Mayor is hereby further authorized and directed to
execute and deliver the Indenture and the Lease for and on behalf of and as the act and deed of
the City with such corrections or amendments thereto as the Mayor shall approve, which
approval shall be evidenced by his execution thereof, and such other documents, certificates and
instruments as may be necessary or desirable to carry out and comply with the purposes and
intent of this Ordinance. The City Clerk or the Deputy City Clerk of the City are hereby
authorized and directed to attest the execution of the Series A2002 Bonds, the Indenture, the
Lease and such other documents, certificates and instruments as may be necessary or desirable to
carry out and comply with the intent of this Ordinance.
Section 7. Pledge of the A2002 Project. That the City hereby pledges the A2002 Project to the payment of the Series A2002 Bonds in accordance with K.S.A. 12-1744 and pursuant to the terms and conditions as set forth in the Indenture. The lien created by such pledge shall be discharged when the Series A2002 Bonds shall be deemed to have been paid within the meaning of the Indenture.

Section 8. Further Authority. That the City shall, and the officers, agents and employees of the City are hereby authorized and directed to take such action and execute such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the provisions of this Ordinance and to carry out, comply with and perform the duties of the City with respect to the Series A2002 Bonds, the Indenture and the Lease, all as necessary to carry out and give effect to the transaction contemplated hereby and thereby.

Section 9. Effective Date. That this Ordinance shall take effect and be in force from and after its passage and publication in the official newspaper of the City.

PASSED and approved by the Council of the City of Topeka, Kansas, this 2nd day of April, 2002.

CITY OF TOPEKA, KANSAS

ATTEST:

Harry Feltner, Mayor

[Signature]

Iris E. Walker, City Clerk

(SEAL)

APPROVED AS TO FORM & LEGALITY
MAR 22 2002
CITY ATTORNEY'S OFFICE