

RESOLUTION NO. R-15-26

A RESOLUTION OF OFFICIAL INTENT OF THE CITY COUNCIL OF THE CITY OF GLADSTONE, MISSOURI, FOR THE ISSUANCE OF THE CITY'S INDUSTRIAL DEVELOPMENT REVENUE BONDS IN A PRINCIPAL AMOUNT NOT TO EXCEED \$11,600,000.00 TO FINANCE A PROJECT FOR THE BENEFIT OF CURRY INVESTMENT COMPANY, AND AUTHORIZING CERTAIN ACTIONS RELATING THERETO.

WHEREAS, the City of Gladstone, Missouri (the "City"), is authorized and empowered under the provisions of Article VI, Section 27(b) of the Missouri Constitution, as amended, and Sections 100.010 to 100.200, inclusive, of the Revised Statutes of Missouri, as amended (collectively, the "Act"), to purchase, construct, extend and improve certain projects (as defined in the Act) for the purposes set forth in the Act and to issue industrial development revenue bonds for the purpose of providing funds to pay the costs of such projects and to lease or otherwise dispose of such projects to private persons or corporations for manufacturing, commercial, warehousing and industrial development purposes upon such terms and conditions as the City shall deem advisable; and

WHEREAS, Curry Investment Company, a corporation organized and existing under the laws of the State of Missouri (together with any successors or assigns, the "Company"), has requested that the City (a) prepare and approve a plan for an industrial development project involving (1) the design and construction of the renovation of the exteriors of the Kendallwood Apartments at 3135 NE 59th Terrace and the Rock Creek Apartments at 3210 NE 59th Street in the City, (2) the design and construction of a new clubhouse on the Kendallwood Apartments property, including a fitness center, club room, and leasing office, (3) the design and construction of amenities and improvements, including common hallways, common greenspace, a walking trail, landscaping, a swimming pool, an outdoor grilling area, and other outdoor improvements, (4) acquiring and installing certain equipment, and (5) interior upgrades at Rock Creek Apartments (the "Project"), (b) issue its industrial development revenue bonds in one or more series (the "Bonds") to provide funds to pay the costs of the Project, and (c) lease the Project to the Company, all in accordance with and pursuant to the Act; and

WHEREAS, the Bonds would be payable solely out of payments, revenues and receipts derived from the lease of the Project by the City to the Company or other entity; and

WHEREAS, the City has determined that it is necessary and desirable to declare the official intent of the City to finance the costs of the Project from the proceeds of the Bonds for such purposes, subject to certain terms and conditions set forth in this Resolution.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GLADSTONE, MISSOURI, AS FOLLOWS:

Section 1. Finding of Public Benefit. The City Council hereby finds and determines that the acquisition and construction of the Project will promote the economic well-being and

industrial development of the City and of the taxing jurisdictions in which the Project is located, and that the issuance of the Bonds to pay the cost of the Project will be in furtherance of the public purposes set forth in the Act.

Section 2. Declaration of Intent. The City Council declares the intent of the City to issue the Bonds in a principal amount not to exceed \$11,600,000.00 to provide funds to finance the costs of the Project, subject to the conditions set forth in this Resolution.

Section 3. Limited Obligations. The Bonds shall be limited and special revenue obligations payable solely out of payments, revenues and receipts derived from the lease of the Project by the City to the Company. The Bonds and the interest thereon shall not be a debt of the City or the State of Missouri, and neither the City nor the State shall be liable thereon, and the Bonds shall not constitute indebtedness within the meaning of any constitutional, statutory or charter debt limitation or restriction.

Section 4. Conditions to Issuance of Bonds. This Resolution constitutes a statement of intent of the City Council. The issuance of the Bonds and the execution and delivery of any documents related to financing the Project are subject, in the sole discretion of the City, to the following conditions:

- (a) approval by the City Council of a plan for industrial development in accordance with Section 100.050 of the Act, which plan will include a cost-benefit analysis;
- (b) authorization by ordinance of the City Council;
- (c) obtaining any other necessary governmental approvals for the Project;
- (d) agreement by the City, the Company and the purchaser of the Bonds (the "Purchaser"), upon (1) mutually acceptable terms for the Bonds and for the sale and delivery thereof, and (2) mutually acceptable terms and conditions of any documents related to the issuance of the Bonds and the Project; and
- (e) receipt by the City of satisfactory indemnification for all matters relating to the Project.

Section 5. Reimbursement for Project Costs. The Company is hereby authorized to proceed with the acquisition and construction of the Project, including the entering of contracts and purchase orders in connection therewith, and to advance such funds as may be necessary to accomplish such purposes. If the Bonds are issued, the Company may be reimbursed out of the proceeds thereof for expenditures paid or incurred in connection with the Project.

Section 6. Preparation of Documents. Counsel to the City and Gilmore & Bell, P.C., as Bond Counsel, together with the officers and employees of the City, are hereby authorized to work with the Purchaser, the Company, their respective counsel and others, to

prepare for submission to and final action by the City Council all documents necessary to effect the authorization, issuance and sale of the Bonds and other actions contemplated hereunder in connection with the financing of the Project.

Section 7. Further Authority. The City hereby authorizes and empowers the officers and representatives of the City to do all such acts and things and to execute, acknowledge and deliver all such documents as may in their discretion be deemed necessary or desirable in order to carry out or comply with the terms and provisions of this Resolution in connection with the structure and sale of the Bonds. All of the acts and undertakings of such officers and representatives which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done shall be and the same are hereby in all respects, ratified, confirmed and approved.


Section 8. Effective Date. This Resolution shall be in full force and effect from and after the date of its adoption.

PASSED, SIGNED AND MADE EFFECTIVE BY THE COUNCIL OF THE CITY OF GLADSTONE, MISSOURI, THIS 27th DAY OF APRIL 2015.



Mayor Bill Garnos

Attest:



Ruth E. Bocchino, City Clerk



All-America City

Gladstone



2008

TO: Kirk Davis, City Manager

FROM: Scott Wingerson, Assistant City Manager *SW*

DATE: April 21, 2015

SUBJECT: Curry Investment Company
Reimbursement Resolution

The Curry Investment Company plans to invest approximately \$11.6 million to renovate the Kendallwood and Rock Creek apartment complexes. These complexes are generally located along Kendallwood Parkway between Brooktree Lane and Antioch Road. The investment primarily consists of amenity and unit upgrades.

The proposed resolution allows Curry Investment to be reimbursed for improvements made prior to the issuance of CH 100 bonds. A hearing to determine if CH 100 Bonds will be approved is scheduled for May 11, 2015.

If you should wish to discuss this matter in greater detail or desire additional information, please contact me.