

**EDGERTON CITY COUNCIL
MEETING AGENDA
CITY HALL, 404 EAST NELSON STREET
October 26, 2017**

Call to Order

1. **Roll Call** ___ Roberts ___ Longanecker ___ Crooks ___ Brown ___ Crist ___ Conus
2. **Welcome**
3. **Pledge of Allegiance**

Consent Agenda *(Consent Agenda items will be acted upon by one motion unless a Council member requests an item be removed for discussion and separate action)*

4. Agenda Approval
5. Approve Minutes from October 12, 2017
6. Approve Application Final Plat 2017-08, Rail-Served First Plat and Accept Any Dedications

Regular Agenda

7. **Public Comments.** Persons who wish to address the City Council regarding items not on the agenda and that are under the jurisdiction of the City Council may do so when called upon by the Mayor. Comments on personnel matters and matters pending before court or other outside tribunals are not permitted. Please notify the City Clerk before the meeting if you wish to speak. Speakers are limited to three (3) minutes. Any presentation is for informational purposes only. No action will be taken.
8. **Declaration.** At this time Council members may declare any conflict or communication they have had that might influence their ability to impartially consider today's issues.

Business Requiring Action

9. **CONSIDER ORDINANCE PROHIBITING COMMERCIAL TRUCK TRAFFIC IN THE MARTIN CREEK PARK PARKING LOT, AND ENTRANCE THERETO, IN THE CITY OF EDGERTON, KANSAS AND PROVIDING CERTAIN PENALTIES FOR VIOLATION THEREOF**

Motion: _____ Second: _____ Vote: _____

10. **CONSIDER RESOLUTION NO. 10-26-17A DETERMINING THE INTENT OF THE CITY OF EDGERTON, KANSAS, TO ISSUE ITS INDUSTRIAL REVENUE BONDS IN THE MAXIMUM AMOUNT OF \$1,000,000 TO PAY THE COST OF ACQUIRING, CONSTRUCTING AND EQUIPPING A RETAIL BUILDING FOR THE BENEFIT OF COLBY SERIES 17, LLC**

Motion: _____ Second: _____ Vote: _____

11. **CONSIDER RESOLUTION NO. 10-26-17B CONSENTING TO A FIRST SUPPLEMENTAL BASE LEASE, FIRST SUPPLEMENTAL LEASE AGREEMENT AND FIRST AMENDMENT TO PERFORMANCE AGREEMENT IN CONNECTION WITH THE CITY'S INDUSTRIAL REVENUE BONDS (COLDPOINT LOGISTICS REAL ESTATE, LLC PROJECT), SERIES 2016**

Motion: _____ Second: _____ Vote: _____

12. Report by the City Administrator

- Report of Recovery for August 22, 2017 Flood
- Discussion regarding November and December City Council meetings

13. Report by the Mayor

14. Future Meeting/Event Reminders:

- October 29th 4:00 PM – Halloween Party
- November 8th 6:30 to 8:30 PM – Final Downtown Edgerton Public Open House, Edgerton City Hall
- November 9th 7:00 PM – City Council Meeting
- November 14th 7:00 PM – Planning Commission
- November 15th Noon – Senior Lunch
- November 23rd and 24th City Offices Closed for Thanksgiving
- November 24th City Council meeting - TBD

15. Adjourn Motion: _____ Second: _____ Vote: _____

City of Edgerton, Kansas
Minutes of City Council Regular Session
October 12, 2017

A Regular Session of the City Council was held in the Edgerton City Hall, 404 E. Nelson, Edgerton, Kansas on October 17, 2017. The meeting convened at 7:00 p.m. with Mayor Roberts presiding.

1. ROLL CALL

Ron Conus	present
Jody Brown	present
Darius Crist	present
Cindy Crooks	present
Clay Longanecker	absent

With a quorum present, the meeting commenced.

Staff in attendance:

- City Administrator Beth Linn
- Assistant City Administrator Scott Peterson
- City Attorney Lee Hendricks
- Public Works Superintendent Trey Whitaker
- Parks Department Bob McVey
- Park & Recreation Coordinator Tegan Meadors
- Johnson County Fire District #1
- Johnson County Sheriff's Department

2. WELCOME

3. PLEDGE OF ALLEGIANCE

CONSENT AGENDA

4. Agenda Approval was considered.
5. Minutes from September 28, 2017 City Council Meeting were considered.
6. Approve Resolution No. 10-12-17A Waiving The City's Compliance With Generally Accepted Accounting Principles For Financial Reporting and Cause Such Reports To Be Prepared In Compliance With The Cash Basis And Budget Laws Of The State Of Kansas was considered.

Motion by Crooks, seconded by Crist, to approve the consent agenda.

Motion was approved, 4-0.

7. PUBLIC COMMENTS

None

8. DECLARATION

None

BUSINESS REQUIRING ACTION

CONTRACT WITH VARNEY & ASSOCIATES, CPAS

9. A ONE-YEAR CONTRACT WITH VARNEY & ASSOCIATES, CPAS, and LLC, TO PREPARE THE CITY'S FINANCIAL AUDIT FOR FISCAL YEAR 2017 WAS CONSIDERED.

In 2015 the City of Edgerton conducted an RFP for audit services and selected Varney & Associates, CPAs, LLC to perform the annual audit of the financial statements. The fee for the regular financial audit remains the same as it was in 2015.

Motion by Crooks, seconded by Brown, to approve a one-year contract, with Varney & Associates to prepare the City's Financial Audit for fiscal year 2017.

Motion by Crooks, seconded by Brown, to approve the contract with Varney & Associates, CPAs.

Motion was approved, 4-0.

10. REPORT BY THE CITY ADMINISTRATOR

Report of Recovery for August 22, 2017 Flood, a detailed list was passed out at the meeting. The List of items that have been purchased to date total \$234,869.50.

Motion by Brown, seconded by Crooks, to ratify this list of purchased items.

Motion was approved, 4-0.

City Administrator Beth Linn asked Tegan Meadors, Park and Recreation Coordinator, to come forward. Tegan Meadors is leaving the City of Edgerton and moving on, however Ms. Linn would like to mention a few achievements about Mr. Meadors; He has been a critical team member, the first activity guide was published in March 2014 and Mr. Meadors started work with the City in January of 2014; his accomplishments include the creation of the pool shuttle, Bingo for seniors after the monthly pot luck, Domino group on Friday afternoons, and many other events. He has assisted with the Frontier Days Committee, Edgerton Elementary, the Cops N Bobbers, and Edgerton Library. He has worked continuously on the Park Preservation program, Manor Park Rehabilitation, and the Park Master Plan. Edgerton City Council thanked Tegan for his dedication and hard work for the City of Edgerton. Mayor Roberts told Tegan that he had done a Fantastic Job for the City of Edgerton.

Little Joe's Asphalt has also put down a two inch overlay at Martin Creek Parking Lot, signs for no trucks will be installed.

Miles Construction has finished the projects at Nelson Street and the Railroad Tracks two weeks early. The Nelson street crossing will be open tomorrow.

The City of Edgerton is continuing to work with Pam Sill and her water leak/ water bill. Mayor Roberts stated that The City of Edgerton took on some ownership with the installation of the new meters and in Pam Sill's case we did not do our due diligence.

Motion by Conus, seconded by Brown, to adjust the water bill from April until her water leak was fixed at 20468 Co-op Road.

Motion was approved, 4-0.

11. REPORT BY THE MAYOR

Save the Date – November 13th 8:00 am. UPS ribbon cutting

Council member Conus commented that the sod on West Eighth Street looks good!

12. FUTURE MEETING/EVENT REMINDERS;

- ✓ October 18th Noon – Senior Lunch
- ✓ October 26th 7:00 pm- City Council Meeting
- ✓ October 29th 4:00 pm – Halloween Party
- ✓ November 2nd 6:30 Town Hall Meeting at Edgerton Elementary
- ✓ November 8th 6:30 to 8:30 pm – Final Downtown Edgerton Public Open House, City Hall
- ✓ November 9th 7:00 pm – City Council Meeting
- ✓ November 14th 7:00 pm – Planning commission
- ✓ November 15th Noon – Senior Lunch
- ✓ November 23rd & 24th City Offices Closed for Thanksgiving
- ✓ November 24th City Council Meeting – TBD?

13. RECESSING INTO EXECUTIVE SESSION PURSUANT TO K.S.A.75-4319 (B)(2) CONSULTATION WITH AN ATTORNEY DEEMED PRIVILEGED IN THE ATTORNEY-CLIENT RELATIONSHIP TO INCLUDE CITY ATTORNEY AND CITY ADMINISTRATOR FOR CONTRACT NEGOTIATIONS FOR FIVE MINUTES WAS CONSIDERED.

Motion by Crooks, seconded by Brown to recess into executive session.

Motion was approved, 4-0.

Meeting recessed at 7:41 pm.

Motion by Crooks, seconded by Crist, to reconvene regular meeting no action taken.

Motion was approved, 4-0.

Meeting reconvened at 7:47 pm.

14. ADJOURN MOTION: 1st Crooks 2nd Crist Vote: 4-0

The meeting adjourned at 8:05 pm.

Janeice L. Rawles

City Clerk

Approved by the Governing Body on

AGENDA ITEM INFORMATION FORM

Agenda Item: Consider Application Final Plat 2017-08, Rail-Served First Plat and Accept Any Dedications

Department: Community Development

Background/Description of Item: The Final Plat for LKPC Rail-Served First Plat was previously approved by the City Council in April 2017. LKPC Rail-Served First Plat encompasses the property that is occupied by LKPC Building XL, commonly known as Coldpoint Logistics. The subject property is located south of the future alignment of 181st Street and on the west side of Waverly Road and is zoned L-P, Logistics Park. The property is located to directly to the North of the BNSF intermodal facility and is the first project being developed within the rail served portion of the park.

The City's Unified Development Code (UDC) defines this district as a limited multimodal industrial zone created to support activities related to truck, rail and other transport services. The property is located within the fifth phase of development and has an approved preliminary plat and preliminary site plan as well as an approved Final Site Plan. The proposed subdivision includes 1 lot and one 7.83 acre tract. The preliminary plat originally showed this subdivision as having a single lot with a tract, but was re-platted to include two lots to help with the phased development of the project. Now that the applicant is prepared to develop the final phases of the project, they wish to replat the property back to include only one lot.

Enclosure: Unified Development Code
Application for Final Plat
Final Plat Sheet

Recommendation: Approve Amendment of Final Plat 2017-08, Rail-Served First Plat

Funding Source: N/A

Prepared by: Scott Peterson, Assistant City Administrator
Date: October 23, 2017

AGENDA ITEM INFORMATION FORM

Agenda Item: Consider Ordinance No. 1066 Prohibiting Commercial Trucks from Occupying Martin Creek Park Parking Lot and Driveway

Department: Administration

Background/Description of Item Little Joe's Asphalt performed the 2017 Street Overlay project that included asphalt overlay to a number of streets in the city limits. Based on actual work completed, there was an underrun on asphalt tons included in the original bid. At the October 12, 2017, City Council meeting, staff recommended the City consider allocating those tons towards an two inch overlay on the Martin Creek Park driveway and parking lot. City Council approved this allocation and the work has been completed.

To protect this investment, Council requested City Attorney prepare an ordinance to be considered to prohibit commercial trucks from utilizing the driveway/parking lot. Prohibiting commercial trucks from parking or driving on it will increase the lifespan of the overlay.

The proposed ordinance, prepared by City Attorney, includes exemptions to emergency vehicles, city and utility vehicles, and any vehicles that are working on behalf of the City or a City event, such as the 3rd of July. Drivers found to be in violation of the proposed ordinance would be subject to a fine as outlined in the adopted Standard Traffic Ordinance (STO).

Enclosure: Draft Ordinance No. 1066

Recommendation: Approve Ordinance No. 1066 Prohibiting Commercial Trucks from Occupying Martin Creek Park Parking Lot and Driveway.

Funding Source: N/A

Prepared by: Scott Peterson, Assistant City Administrator
Date: October 23, 2017

ORDINANCE NO. 1066

AN ORDINANCE PROHIBITING COMMERCIAL TRUCK TRAFFIC IN THE MARTIN CREEK PARK PARKING LOT, AND ENTRANCE THERETO, IN THE CITY OF EDGERTON, KANSAS AND PROVIDING CERTAIN PENALTIES FOR VIOLATION THEREOF

BE IT ORDAINED BY THE GOVERNING BODY OF THE CITY OF EDGERTON, KANSAS:

SECTION 1. No person shall operate a commercial truck upon the parking lot or entrance thereto to the Martin Creek Park, located at 20200 Sunflower Road in Edgerton. This prohibition shall not apply to emergency vehicles, such as ambulances or fire trucks, street, sewer, gas, electric or other utility or repair maintenance vehicles, municipal vehicles or vehicles being used for a City event or function.

SECTION 2. The passage of this Ordinance shall empower the City to place a sign(s) at the location prohibiting such activity and violation of the same shall result in a fine. A fine for violation of this ordinance shall be as identified in the Standard Traffic Ordinance for Kansas Cities in the most current addition adopted by the City of Edgerton.

SECTION 3. All ordinances or sections of ordinances in conflict herewith are hereby repealed.

SECTION 4. This ordinance shall take effect and be in force from and after its publication in the official city newspaper as provided by law.

PASSED by the Council and approved by the Mayor on this 26th day of October, 2017.

DONALD ROBERTS, Mayor

ATTEST:

JANEICE RAWLES, City Clerk

APPROVED AS TO FORM:

LEE W. HENDRICKS, City Attorney

CITY OF EDGERTON, KANSAS

COUNCIL AGENDA ITEM

Council Meeting Date: October 26, 2017
Agenda Item: Resolution of Intent
Subject: Colby Series 17, LLC (Dollar General)
Hearing Notice Published: October 18, 2017 (Notice of Resolution of Intent Only – No Hearing Required)

Summary:

The City has received an application for the issuance of industrial revenue bonds from Colby Series 17, LLC for the construction and equipping of an approximately 7,500 sq. ft. retail building to be located at 106 West 3rd Street in Edgerton, Kansas. The developer is requesting that the bonds be issued so that the project is eligible for a sales tax exemption certificate to be used for construction materials and personal property. The City will not require an origination fee for issuing the industrial revenue bonds.

The project is not eligible for property tax abatement. No ad valorem property tax abatement will be granted for this project at any time.

A public hearing is not required for this project. KSA 12-1744e does require that the City publish notice of its intent to adopt a resolution of intent for the project because the project will be used for retail purposes. Notice of intent to adopt the resolution of intent was published October 18, 2017.

RESOLUTION NO. 10-26-17A

A RESOLUTION DETERMINING THE INTENT OF THE CITY OF EDGERTON, KANSAS, TO ISSUE ITS INDUSTRIAL REVENUE BONDS IN THE MAXIMUM AMOUNT OF \$1,000,000 TO PAY THE COST OF ACQUIRING, CONSTRUCTING AND EQUIPPING A RETAIL BUILDING FOR THE BENEFIT OF COLBY SERIES 17, LLC.

WHEREAS, the City of Edgerton, Kansas (the “City”), desires to promote, stimulate and develop the general welfare and economic prosperity of the City and its inhabitants and to further promote, stimulate and develop the general welfare and economic prosperity of the state of Kansas; and

WHEREAS, the City is authorized and empowered under the provisions of K.S.A. 12-1740 to 12-1749d, inclusive (the “Act”), to issue industrial revenue bonds to pay the cost of certain facilities (as defined in the Act) for the purposes set forth in the Act and to lease or sublease such facilities to private persons or entities; and

WHEREAS, Colby Series 17, LLC, a Kansas limited liability company (the “Company”), has requested the City to issue its industrial revenue bonds in the maximum principal amount of \$1,000,000 (the “Bonds”), for the purpose of financing the cost of acquiring, constructing and equipping an approximately 7,500 sq. ft. retail building (the “Project”) to be located at 106 West 3rd Street, Edgerton, Kansas, and to sublease the Project to the Company all pursuant to the Act; and

WHEREAS, it is found and determined to be advisable and in the interest and for the welfare of the City and its inhabitants that the City issue the Bonds pursuant to the Act, such Bonds to be payable solely out of rentals, revenues and receipts derived from the sublease of the Project by the City to the Company, or its successors or assigns, as lessee; and

WHEREAS, the City will not grant an exemption from ad valorem taxes for the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF EDGERTON, KANSAS, AS FOLLOWS:

Section 1. Approval of Project. The Governing Body of the City finds and determines that the acquisition, construction and equipping of the Project will promote, stimulate and develop the general welfare and economic prosperity of the City through the promotion and advancement of commercial development of the City and the issuance of the Bonds to pay such costs will be in furtherance of the public purposes set forth in the Act.

Section 2. Intent to Issue Bonds. The Governing Body of the City determines and declares the intent of the City to assist the Company in completing the Project through the issuance of the Bonds pursuant to the Act.

Section 3. Provision for the Bonds. Subject to the conditions of this Resolution, the City will (i) issue its Bonds to pay the costs of acquiring, constructing, improving and equipping the Project, with such maturities, interest rates, redemption terms and other provisions as may be determined by ordinance of the City; (ii) provide for the sublease (with an option to purchase) of the Project to the Company; and (iii) to effect the foregoing, adopt such resolutions and ordinances and authorize the execution and delivery of such

instruments and the taking of such action as may be necessary or advisable for the authorization and issuance of the Bonds by the City and take or cause to be taken such other action as may be required to implement this Resolution.

Section 4. No Ad Valorem Tax Exemption. No exemption from ad valorem taxes shall result from the issuance of the Bonds.

Section 5. Conditions to Issuance. The issuance of the Bonds and the execution and delivery of any documents related to the Bonds are subject to:

- (i) obtaining any necessary governmental approvals;
- (ii) agreement by the City, the Company and the purchaser of the Bonds upon (a) mutually acceptable terms for the Bonds and for the sale and delivery thereof, and (b) mutually acceptable terms and conditions of any documents related to the issuance of the Bonds and the Project, including, but not limited to, provisions relating to the security for the payment of the Bonds and provisions relating to the maintenance of the Project;
- (iii) agreement by the City and the Company on mutually acceptable terms and conditions of a payment-in-lieu of tax agreement; and
- (iv) compliance with the Act relating to the issuance of industrial revenue bonds and ad valorem tax exemption.

Section 6. Sale of the Bonds/Authority to Proceed. The sale of the Bonds shall be the responsibility of the Company, but arrangements for the sale of the Bonds shall be subject to the City's approval. The Company is authorized to proceed with the acquisition and completion of the Project (provided all other City approvals and permits have been obtained) and to advance such funds as may be necessary to accomplish such purposes, and to the extent permitted by law, the City shall reimburse the Company for such expenditures out of the proceeds of the Bonds, when and if issued. Notwithstanding such authorization, the Company proceeds at its own risk and if for any reason, the Bonds are not issued, the City shall have no liability to the Company for any reason. The Act provides that the City may only issue the Bonds by adoption of an ordinance authorizing the Bonds and providing for the terms and details of the Bonds. The City has not yet adopted an ordinance. This Resolution only evidences the intent of the current Governing Body to issue Bonds for the Project. Nothing herein shall be construed as a guaranty by the City that the Bonds will be issued.

Section 7. Assignment. The Company may, without the consent of the City but with advance written notice to the City, assign all or a portion of its interest in this Resolution to any Affiliated Entity or, with the prior written consent of the City, to another entity, provided such assignee intends to acquire, equip and construct the Project. For the purposes of this Resolution, "Affiliated Entity" means any entity or person directly or indirectly controlling or controlled by or under direct or indirect common control with the Company. "Control," when used with respect to a particular entity or person, means the possession, directly or indirectly, of the power to direct or cause the direction of management and policies of such entity whether through the ownership of voting stock, by contract or otherwise. The Company may assign all or a portion of its interest in this Resolution to any party that is not an Affiliated Entity only with the consent of the City.

Section 8. Limited Obligations of the City. The Bonds and the interest thereon shall be special, limited obligations of the City payable solely out of the rents, revenues and receipts of the City derived from the sublease of the Project to the Company. The Bonds shall not constitute a general obligation of the City, the State of Kansas or any other political subdivision thereof, shall not constitute a pledge of the full faith and

credit of the City, the State of Kansas or any other political subdivision thereof and shall not be payable in any manner by taxation.

Section 9. Origination Fee. The City will not charge an origination fee for the issuance of the Bonds.

Section 10. Further Action. SA Legal Advisors LC, Bond Counsel for the City, and officers and employees of the City, are authorized to work with the purchaser of the Bonds, the Company, their respective counsel and others, to prepare for submission to and final action by the City all documents necessary to effect the authorization, issuance and sale of the Bonds and other actions contemplated hereunder.

Section 12. Effective Date. This Resolution shall take effect and be in full force immediately after its adoption by the Governing Body of the City.

ADOPTED October 26, 2017.

CITY OF EDGERTON, KANSAS

(Seal)

Donald Roberts, Mayor

ATTEST:

Janeice, Rawles, City Clerk

Approved as to form:

Scott W. Anderson, Bond Counsel

CITY OF EDGERTON, KANSAS

COUNCIL AGENDA ITEM

Council Meeting Date: October 27, 2017

Agenda Item: Resolution Authorizing Amendments to Base Lease, Lease and Performance Agreement

Subject: Industrial Revenue Bonds and Property Tax Abatement for Coldpoint Logistics Project

Summary:

The City issued its industrial revenue bonds and granted property tax abatement for the Coldpoint Logistics Real Estate, LLC project consisting of an approximately 161,000 sq. ft. warehouse and cold-storage distribution facility located at 31301 W. 181st Street, Edgerton, Kansas. The City received an Order from the Board of Tax Appeals exempting the land and the building for a term of 10 years running from 2017 through 2026.

ColdPoint is now constructing a 184,405 sq. ft. expansion to the original project. This expansion project is being constructed on ground that is adjacent to the original project site.

While it is possible for portions of buildings to be financed with different series of bonds and have different terms of abatement, land that forms a single project must be financed with a single series of bonds and have one term of abatement.

The Resolution authorizes the amendment of the Base Lease, Lease and Performance Agreement to amend the legal description to include both the original ground and the new ground being added for the expansion project. This new ground will have the same term of abatement as the land and building for the original project, which is 2017 through 2026. The new ColdPoint expansion project that consists solely of the building expansion (no land) will have an abatement term of 2018 through 2027.

RESOLUTION NO. 10-26-17B

A RESOLUTION CONSENTING TO A FIRST SUPPLEMENTAL BASE LEASE, FIRST SUPPLEMENTAL LEASE AGREEMENT AND FIRST AMENDMENT TO PERFORMANCE AGREEMENT IN CONNECTION WITH THE CITY'S INDUSTRIAL REVENUE BONDS (COLDPOINT LOGISTICS REAL ESTATE, LLC PROJECT), SERIES 2016

WHEREAS, the City of Edgerton, Kansas (the "City"), desires to promote, stimulate and develop the general welfare and economic prosperity of the City and its inhabitants and to further promote, stimulate and develop the general welfare and economic prosperity of the state of Kansas; and

WHEREAS, the City is authorized and empowered under the provisions of K.S.A. 12-1740 to 12-1749d, inclusive (the "Act"), to issue industrial revenue bonds to pay the cost of certain facilities (as defined in the Act) for the purposes set forth in the Act and to lease such facilities to private persons or entities; and

WHEREAS, the City has previously issued its \$36,100,000 Industrial Revenue Bonds (ColdPoint Logistics Real Estate, LLC Project), Series 2016 (the "Bonds"), for the purpose of acquiring, constructing, installing and equipping a 161,000 sq. ft. warehouse and cold-storage distribution facility (the "Project") for the benefit of ColdPoint Logistics Real Estate, LLC, a Kansas limited liability company (the "Company");

WHEREAS, in connection with the issuance of the Bonds, the City entered into, among other documents, (a) a Base Lease Agreement dated as of December 1, 2016 (the "Base Lease"), between the Company and the City, whereby the Company leased certain land to the City on which the Project would be constructed, (b) a Lease Agreement dated as of December 1, 2016 (the "Lease Agreement"), between the City and the Company, whereby the City leased the Project to the Company, and (c) a Performance Agreement dated as of December 1, 2016 (the "Performance Agreement"), between the City and the Company, whereby the parties agreed to the terms of the real property tax abatement; and

WHEREAS, the Company has requested, and the City has agreed, to amend the legal descriptions attached to the Base Lease, Lease Agreement and Performance Agreement;

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF EDGERTON, KANSAS, AS FOLLOWS:

Section 1. First Supplemental Base Lease. The Governing Body hereby approves of the form of the First Supplemental Base Lease Agreement (the "First Supplemental Base Lease"), in substantially the form presented to and reviewed by the Council of the City at this meeting (a copy of which document, upon execution thereof, shall be filed in the office of the City Clerk). The Mayor of the City is hereby authorized and directed to execute and deliver the First Supplemental Base Lease for and on behalf of and as the act and deed of the City, in substantially the form presented to and reviewed by the Council of the City. The City Clerk of the City is hereby authorized and directed to attest to and affix the seal of the City, if required, to the First Supplemental Base Lease.

Section 2. First Supplemental Lease Agreement. The Governing Body hereby approves of the form of the First Supplemental Lease Agreement (the "First Supplemental Lease Agreement"), in substantially the form presented to and reviewed by the Council of the City at this meeting (a copy of which document, upon execution thereof, shall be filed in the office of the City Clerk). The Mayor of the City is hereby authorized and

directed to execute and deliver the First Supplemental Lease Agreement for and on behalf of and as the act and deed of the City, in substantially the form presented to and reviewed by the Council of the City. The City Clerk of the City is hereby authorized and directed to attest to and affix the seal of the City, if required, to the First Supplemental Lease Agreement.

Section 3. First Amendment to Performance Agreement. The Governing Body hereby approves of the form of the First Amendment to Performance Agreement (the “First Amendment to Performance Agreement”), in substantially the form attached to the item summary presented to and reviewed by the Council of the City at this meeting (a copy of which document, upon execution thereof, shall be filed in the office of the City Clerk). The Mayor of the City is hereby authorized and directed to execute and deliver the First Amendment to Performance Agreement for and on behalf of and as the act and deed of the City, in substantially the form presented to and reviewed by the Council of the City. The City Clerk of the City is hereby authorized and directed to attest to and affix the seal of the City, if required, to the First Amendment to Performance Agreement.

Section 4. Further Authority. The City shall, and the officers, employees and agents of the City are hereby authorized and directed to, take such action, expend such funds and execute such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution and to carry out, comply with and perform the duties of the City with respect to the First Amendment to Base Lease, First Amendment to Lease Agreement and First Amendment to Performance Agreement, including the execution and delivery of amendments to the memorandums leases filed of record.

Section 5. Effective Date. This Resolution shall take effect and be in full force immediately after its adoption by the City Council.

ADOPTED this 27th day of October, 2017.

CITY OF EDGERTON, KANSAS

(Seal)

Donald Roberts, Mayor

ATTEST:

Janeice Rawles, City Clerk

Approved as to form:

Scott W. Anderson, Bond Counsel