

RESOLUTION NO. 1526

The Leawood City Council has considered the request for approval of preliminary plat for Mission Prairie located at approximately 141st Street and Mission Road and hereby finds the following:

WHEREAS, Tract I will be rezoned from AG (Agricultural) to R-1, (Single Family Residential) to match Tract II which is currently zoned R-1, and;

WHEREAS, the plat consists of 48 lots on 24.62 acres for a density of 1.95 units per acre, and;

WHEREAS, the development does match the master plan designation of low density single family residential, and;

WHEREAS, the applicant will dedicate 50' of R.O.W. along Mission Road, and;

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The plat is limited to 48 lots on 24.62 acres for a density of 1.95 units/acre.
2. The developer is responsible for a park impact fee in the amount of \$300 per lot (48 x \$300 = \$14,400).
3. The developer is responsible for a South Leawood Transportation Impact fee. The total to be paid prior to recording of the plat.
4. The subdivision monument signs must be located within a common area with a maintenance agreement providing that a homeowners association will be responsible for their maintenance.
5. All common landscaped areas shall be irrigated.
6. All easements shall be delineated on the final plat.
7. All monument sign information will be required at the time of final site plan.
8. Landscape plans sealed by a landscape architect shall be required at final site plan. The landscape plan shall include street trees adjacent to all public right-of-way at a rate of one tree per 40 linear ft.
9. The developer is to maintain as many existing trees as possible that are located along the east property line.
10. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required at final application.
11. The applicant must obtain all approvals and permits from the Public Works Department, per the attached public works memo, prior to recording the plat.

12. All streets within the subdivision will be public. The developer of Homes Association will maintain any planting or statuary within the street right-of-way.
13. A street tree inventory indicating 6 inch caliper trees and larger shall be provided at final site plan.
14. The plat must provide the name and address of the owner of record, subdivider/developer and the person preparing the plat.
15. Construction traffic shall only be allowed into the subdivision off of Mission Road. The developer shall be responsible for placing a barricade across the entrance to the subdivision from 141st Street to ensure that construction traffic does not access the property through the Charlemagne Manor subdivision.
16. The developer / property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through sixteen.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the Mission Prairie subdivision with stipulations.

Adopted by the Governing Body this 5th day of June, 2000.

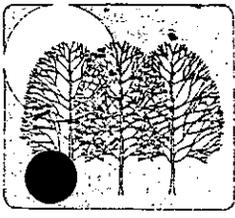


Peggy J. Dunn
Peggy J. Dunn

Mayor

Attest:
Martha Heizer
Martha Heizer

City Clerk



City of Leawood

4800 Town Center Drive • Leawood, Kansas 66211 • (913) 339-6700
(913) 339-6781 Fax
(913) 339-6225 TDD

March 20, 2000

To: Diane Binckley, Planning Services Administrator
Department of Planning and Development

From: Shahram Pourazari, P.E., City Engineer *SP*
Public Works Department

Re: Preliminary Plat for Mission Prairie, Case No. 14-00

The Public Works Department has reviewed the preliminary plat for the referenced project and would like to make the following stipulations part of the plat approval process.

- All the proposed cul-de-sacs and u-drives shall be constructed in accordance with City standards. Public Works could not verify the above since the plat does not include sufficient dimensions to the back of curb or right-of-way line.
- Construct a 4-foot sidewalk on the north side of 141st Street from the east plat limits to Windsor, in order to provide a continuous sidewalk between Mission Road and Windsor.
- The developer must complete a stormwater drainage study for the project in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and all applicable sections of APWA Section 5600. The study shall be submitted in report format (spiral bound with cover), including appropriate text, tables, and figures. The study shall analyze the existing downstream storm drainage system and determine if the system has the adequate hydraulic capacity to convey the additional runoff from the proposed development.
- The developer shall obtain and submit to the Public Works Department and the Building Inspection/Code Enforcement Department a copy of the N.P.D.E.S. land disturbance permit for the project issued by the Kansas Department of Health and Environment prior to any grading work at the site.
- All public improvements shall be designed and constructed in accordance with the City of Leawood Public Works Department, Public Improvement Construction Standards (Revised January 2000)
- The permit fee for plan review and construction observation services provided by the Engineering /Inspection Division of the Public Works Department shall be 7% of the construction cost for public street and storm drainage improvements. The fee will be charged and collected from the Contractor at the time the permit is issued by the Public Works Department.

- A pre-design meeting shall be conducted between the City and the Engineer for the project to discuss design criteria, plan preparation standards, and construction standards for the project. The Engineer shall be responsible for contacting the City Engineer to arrange a time for the meeting.
- Preliminary street and storm sewer plans shall be submitted to the Engineering Division of the Public Works Department for review of proposed street grades, intersection layout, inlet locations, storm sewer alignment, separation between sanitary sewer and proposed storm sewer, and storm sewer outfall locations after FINAL PLAT APPROVAL. The preliminary submittal shall include the title sheet, general layout sheet, street plan and profile sheets (with inlets locations shown), and the drainage area map with all off-site drainage areas delineated and drainage area tributary to each proposed inlet.

If you have any questions regarding this matter, please feel free to contact me at extension 132:

bgs

cc: Public Works Book
File

RESOLUTION NO. 1527

The Leawood City Council has considered the request for approval of final plat of Highlands Creek located at approximately 143rd Street and Nall Avenue and hereby finds the following:

WHEREAS, the final plat is in substantial compliance with the preliminary plat, and;

WHEREAS, the final plat allows for the construction of 71 single-family homes on 45.76 acres for a density of 1.55 units per acre, and;

WHEREAS, the detention area will not be platted as a part of the first plat but will be platted in a future phase, and;

WHEREAS, the detention area will be constructed in the first phase of development, and;

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The plat is limited to 71 lots on 45.76 acres for a density of 1.55 units/ acre.
2. The developer is responsible for a park impact fee in the amount of \$300 per lot (71 x \$300 = \$21,300).
3. The developer is responsible for \$130 / front foot for 143rd Street.
4. The developer is responsible for south Leawood transportation impact fee in the amount of \$888 / acre (45.76 x \$888 = \$40,634.88).
5. All common landscape areas are to be irrigated.
6. No access shall be granted directly to 143rd Street from lots 1-6 & 71.
7. An erosion control plan for both temporary and permanent measures to be taken during and after construction shall be submitted.
8. All existing wooded areas in the common areas are to remain. The applicant is to maintain as many trees as possible around the detention area.
9. The applicant must obtain all approvals and permits from the Public Works Department prior to recording the plat.
10. All streets within the subdivision will be public. The developer or Homes Association will maintain any plantings or statuary within the street right-of-way.
11. All sidewalks will be installed as per street construction standards.
12. All deciduous trees shall be a minimum of seven feet tall and 2-½ inch caliper immediately after planting.
13. All parking for the pool and cabana will be on-site. If in the future it is determined additional parking is required the developer or homes association shall be responsible for the construction of the new parking.
14. The two street trees that are in the street right-of-way on Lots 29 and 64 shall be moved out of the right of way and put along the future street path.
15. The City of Leawood has the right to enforce maintenance and siltation management of the ponds.
16. A digital copy of the recorded plat shall be submitted to Planning staff.
17. Developer must obtain all applicable construction permits for the project from the Kansas Division of Water Resources. Public Works will not issue any permits until all Kansas Division of Water Resources permits are obtained.
18. The box culvert beneath Juniper, across the existing channel, shall be constructed as part of the 1st Plat.

19. Public Works will consider construction of the detention basin within an off-site public storm water detention basin easement. The above comment supersedes our previous requirement (memorandum to Diane Binckley dated March 17, 2000) to include the basin within the limits of the 1st plat. The language for the easement shall be reviewed and approved by the Public Works Director and the City Attorney.
20. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through twenty-one.

WHEREAS, the Leawood City Council has reviewed the application and recommends the following additional stipulation of approval:

1. The storm water drainage area shall be moved to the western location with the stipulation that all three interested parties (developer, city staff and engineer representing the near by residents) must agree to the design criteria, in the event an agreement cannot be reached, the dispute shall be brought before the City Council for a decision; and the design criteria to be met would be the design criteria that was established when the project was originally approved.
2. The detention basin shall be built in Phase 1.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the final plat for Highlands Creek 1st Plat with stipulations.

Adopted by the Governing Body this 5th day of June, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Attest:
Martha Heizer
Martha Heizer City Clerk

RESOLUTION NO. 1528

A RESOLUTION APPROVING AND AUTHORIZING THE DEVELOPMENT OF FRANCHISE APPLICATIONS AND ADOPTION OF NON-REFUNDABLE APPLICATION FEES FOR THE PROCESSING OF TELECOMMUNICATION AND CABLE FRANCHISE APPLICATIONS SUBMITTED TO USE THE CITY OF LEAWOOD'S RIGHTS-OF-WAY.

WHEREAS, the City of Leawood [hereinafter "City"] governs the use of its public rights-of-way by cable and telecommunication facility operators; and

WHEREAS, all telecommunication and cable operators are required to submit applications to determine their qualifications and eligibility for use of the City's rights-of-way; and

WHEREAS, the City requests applications for telecommunications and cable franchises be established and requests non-refundable fees in the amount of \$5,000 for a telecommunications franchise application and \$8,000 for a cable franchise application be established to review applicant's proposal to use the right-of-way in order to develop and negotiate any franchise agreement and to further facilitate, coordinate and manage the applicants using or seeking to use the City's rights-of-way to provide telecommunication and cable services.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: City staff is hereby directed to formulate and implement the use of telecommunication and cable franchise agreements which shall be required by any telecommunication and/or cable franchise applicant.

SECTION TWO: It is further hereby approved and authorized that non-refundable application fees in the amount of \$5,000 for a telecommunications franchise application and \$8,000 for a cable franchise application shall be required by any applicant for the processing of franchise applications submitted to the City of Leawood, Kansas for the use of the City's rights-of-way.

SECTION THREE: This resolution shall take effect and be in force from and after its publication in the official City newspaper.

APPROVED by the Governing Body this 19th day of June, 2000.

SIGNED by the Mayor this 19th day of June, 2000.

The Legal Record

Lewis Legal News, Inc.
213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

RES1528

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CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

RESOLUTION NO. 1528

First published in The Legal Record, Tuesday, June 20, 2000.

RESOLUTION NO. 1528

A RESOLUTION APPROVING AND AUTHORIZING THE DEVELOPMENT OF FRANCHISE APPLICATIONS AND ADOPTION OF NON-REFUNDABLE APPLICATION FEES FOR THE PROCESSING OF TELECOMMUNICATION AND CABLE FRANCHISE APPLICATIONS SUBMITTED TO USE THE CITY OF LEAWOOD'S RIGHTS-OF-WAY.

WHEREAS, the City of Leawood [hereinafter "City"] governs the use of its public rights-of-way by cable and telecommunication facility operators; and

WHEREAS, all telecommunication and cable operators are required to submit applications to determine their qualifications and eligibility for use of the City's rights-of-way, and

WHEREAS, the City requests applications for telecommunications and cable franchises be established and requests non-refundable fees in the amount of \$5,000 for a telecommunications franchise application and \$3,000 for a cable franchise application be established in review applicant's proposal to use the right-of-way in order to develop and negotiate any franchise agreement and to further facilitate, coordinate and manage the applicants using or seeking to use the City's rights-of-way to provide telecommunication and cable services.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: City staff is hereby directed to formulate and implement the use of telecommunication and cable franchise agreements which shall be required by any telecommunication and/or cable franchise applicant.

SECTION TWO: It is further hereby approved and authorized that non-refundable application fees in the amount of \$5,000 for a telecommunications franchise application and \$3,000 for a cable franchise application shall be required by any applicant for the processing of franchise applications submitted to the City of Leawood, Kansas for the use of the City's rights-of-way.

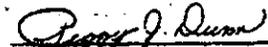
SECTION THREE: This resolution shall take effect and be in force from and after its publication in the official City newspaper.

APPROVED by the Governing Body this 19th day of June, 2000.

SIGNED by the Mayor this 19th day of June, 2000.

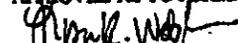
[SEAL]

ATTEST:


Peggy J. Dunn, Mayor


Martha Heizer, City Clerk

APPROVED AS TO FORM:

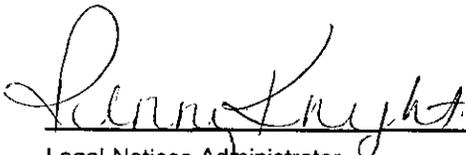

Lisa R. Wetzler, Assistant City Attorney

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than five (5) years prior to the first publication of the notice attached, and has been admitted at the post office as second class matter (now called periodicals class). That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by

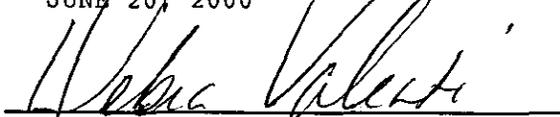
the following case number, if any) for 1 consecutive week(s), as follows:

RESOLUTION NO. 1528--6/20/00


Legal Notices Administrator

Subscribed and sworn to before me on this date:

JUNE 20, 2000


Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

RESOLUTION NO. 1529

The Leawood City Council has considered the request for approval of preliminary site plan and preliminary plat for the 135th and Roe Development located at approximately the southwest corner of 135th and Roe and hereby finds the following:

WHEREAS, the site plan indicates 13 lots containing 181,624 building square footage on 21.56 acres (FAR of .19), and;

WHEREAS, lots 1-6 are zoned SD (O) while Lots 7-13 are zoned SD (C-R), and;

WHEREAS, the rezoning was approved in 1998 as part of the T.G. Development proposal, and;

WHEREAS, the rezoning and site plan for T.G. Development were granted two years to proceed with final approvals and to begin construction, and;

WHEREAS, this request is within the two year time frame, and;

WHEREAS, this development meets all of the performance standards of the Leawood Development Ordinance, and;

WHEREAS, this development is regulated under the 135th Street Design Guidelines, and;

WHEREAS, this development does include a convenience store with gas station but does not include a fast food restaurant, and;

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The development is limited to 13 lots with 181,624 square feet of building area.
2. Storm water plans will be submitted and approved by the Public Works director prior to submission of the final site plan.
3. At the time of final site plan, a sign concept, full landscape plans, final architecture plans, final design guidelines, additional information about the plaza courtyard areas, pedestrian connections, and covenant/deed restrictions must be submitted. These will be reviewed to ensure compatibility with the Leawood Development Ordinance Special Development Overlay Districts and the 135th Street Corridor Guidelines.
4. The applicant is responsible for installation of an additional lane on 135th Street as well as any other improvement deemed necessary by Public Works.
5. The applicant is responsible for a Park Impact fee in the amount of \$.10/ square foot of finished floor area.
6. Each lot of the development is required to pay a public art fee in the amount of \$.10 / square foot of finished floor area or have a piece of public art approved by the Arts Council and the Plan Commission prior to building permit.
7. The applicant is responsible for K-150 impact fee in the amount of \$.40/ square foot (office) and \$1.34/ square foot (retail) of finished floor area.
8. The lighting plans and fixtures must be included in the design guidelines at final application.
9. The trash enclosure locations and material shall be indicated at final. These shall be attached to the exterior of the building with a material similar to the building. All gates shall be metal.
10. The access opening to Lot 6 and 7 from 137th Street shall be 150 feet from the turning radius of the main entrance to the development and 137th Street.

11. The access opening to lot 9 from Roe shall be moved to provide 150 feet of separation from all other intersections or if that is not possible it shall be removed.
12. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required at final application.
13. A materials board must be submitted at the time of final site plan application. These boards will remain with the Planning Staff throughout the construction of the project.
14. The applicant must obtain all approvals and permits from the Public Works Department, per the attached public works memo, prior to recording the plat.
15. All power lines, etc. are required to be underground and must be done at the time of widening 135th Street, and prior to final occupancy of any building within the project.
16. The traffic circulation's safety and propriety must be considered.
17. A cross lot parking agreement shall be recorded.
18. All changes or enhancements to the preliminary plan shall be the subject of notice, public hearing and protest, and must be approved by the Governing Body which may consider the revised preliminary plan as if it were an entirely new plan, utilizing in its consideration whatever factors the law permitted.
19. Staff will obtain satisfactory evidence of financial assurance regarding all funds due the City in connection with the project.
20. The preliminary engineering design shall be developed schematically to determine whether or not the civil engineering for storm drainage would affect the traffic flow or the parking.
21. Site distance triangles shall be platted at each intersection.
22. A three-foot berm is required around the perimeter of the parking lot adjacent to 135th Street, Roe, and 137th Street.
23. This preliminary plan approval shall lapse in five years, if construction has not begun on this project or if such construction is not being diligently pursued; provided, however, that developer may request a hearing before the City Council to request an extension of this time period. The City Council may grant such an extension for a definite period of time for good cause shown by the developer.
24. The location of the daycare shall be moved from lot 6, which is adjacent to the four-way intersection, to lot 5, which is shown on the south side of the development and to the west of the main southern entrance.
25. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through twenty-five.

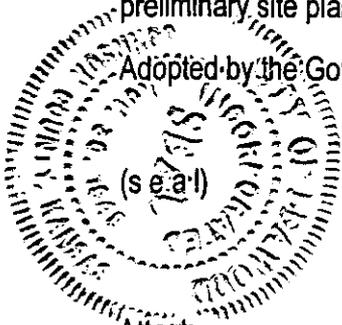
WHEREAS, the Leawood City Council has reviewed the application and recommends the following additional stipulations of approval:

1. The applicant must meet all requirements of the 135th Street Corridor Design Guidelines.
2. Briar will be reviewed and the Leawood traffic study model conducted by Bucher Willis & Ratliff (BWR) specifically addressing 135th between Roe and Nall shall be followed instead of the Overland Park plan.
3. The traffic study must be completed prior to each of the revised preliminary plan application to include internal traffic circulation.
4. The developer shall pay the installation cost of the traffic lights located at 137th and Roe.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the preliminary site plan and preliminary plat of the 135th and Roe Development with stipulations.

Adopted by the Governing Body this 19th day of June, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Attest:
Martha Heizer
Martha Heizer City Clerk

- The proposed development sign in the northeast corner of the site shall be relocated outside of the street right-of-way.
- The developer must complete a stormwater drainage study for the project in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and all APWA applicable sections. The study shall be submitted in report format (spiral bound with cover), including appropriate text, tables, and figures **PRIOR TO FINAL PLAT APPROVAL.**
- Public Works department will require construction of a detention basin to control additional runoff generated from the entire site. The proposed storm sewer layout and site grading will have to be revised to accommodate the requirements established in the drainage study.
- The proposed storm sewer in Lot 8 shall be relocated so that the storm sewer is not installed under the proposed building. All public and private storm sewer system shall be identified.
- Submit your Traffic Impact Analysis to Bucher Willis & Ratliff for review and coordination with the City Wide Comprehensive Traffic Study. The necessity for the construction of traffic signals and geometric improvements at the intersections shall be determined prior to Final Plat Approval. All construction costs associated with recommended traffic signal installation and intersection improvements must be determined in the analysis and born by the developer.
- All public improvements to be completed as part of the development will require a permit from the Public Works Department. The building permit for the project will not be issued by the Building Official and the plat will not be released for recording until all permits from the Public Works Department have been obtained by the Contractors and all other requirements have been met.
- The developer shall obtain and submit to the Public Works Department and the Building Inspection/Code Enforcement Department a copy of the N.P.D.E.S. land disturbance permit for the project issued by the Kansas Department of Health and Environment prior to any grading work at the site.
- All public improvements shall be designed and constructed in accordance with the City of Leawood Public Works Department, Public Improvement Construction Standards (Revised January 2000)
- The permit fee for plan review and construction observation services for public improvements provided by the Engineering /Inspection Division of the Public Works Department shall be 7% of the construction cost for street and storm drainage improvements. The fee will be charged and collected from the Contractor at the time the permit is issued by the Public Works Department.
- A separate set of construction plans for public streets, public and private storm sewers, and street lights, to be constructed in conjunction with the project, shall be prepared and submitted for review and approval to the Engineering Division of the Public Works Department.

If you have any questions regarding this matter, please feel free to contact me at extension 132.

bgs

cc: Public Works Book
File

RESOLUTION NO. 1530

A RESOLUTION AMENDING RESOLUTION NO. 1484 FINDING AS TO THE ADVISABILITY AND A RESOLUTION AUTHORIZING THE IMPROVEMENT AND CONSTRUCTION OF COLLEGE BOULEVARD FROM TOMAHAWK CREEK PARKWAY TO EL MONTE STREET WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-6a01 ET SEQ.

WHEREAS, a petition was filed with the City Clerk of the City of Leawood, Kansas, by the owners of a majority of the area sought to be included in the Improvement District described in said petition and as described herein (the "Improvement District"), proposing the improvement of College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, as more specifically described hereinafter; and

WHEREAS, the Governing Body has considered that certain properties adjacent to the proposed College Boulevard improvements are not included in the Improvement District, it being acknowledged that those properties not included were previously burdened for the costs of the establishment of College Boulevard, and those properties which are included in the Improvement District will be assessed the cost of the proposed improvements to equalize the burden of the establishment and improvement of College Boulevard among properties similarly benefited; and

WHEREAS, by Resolution No. 1484 duly adopted on November 15, 1999, the Governing Body found as to the advisability of and authorized the improvement and construction of College Boulevard from Tomahawk Creek Parkway to El Monte Street to include certain utility main improvements and burial of overhead power lines pursuant to K.S.A. 6a01, et seq., at an estimates cost of \$1,700,000; and

WHEREAS, work has commenced on the improvements and the deletion of the burial of power lines within the Improvement District has resulted in a reduction of the cost of the improvement now estimated to be \$491,000

WHEREAS, Tract 1, previously an unplatted tract of land has now been platted into 120 separate lots each to share equally the assessment for the unplatted Tract 1

NOW THEREFORE, be it resolved by the Governing Body of the City of Leawood, Kansas:

Section 1. Resolution No. 1484 is hereby amended by deleting Section 1, Section 2, Section 5 and Section 6 of said Resolution No. 1484 and inserting in lieu thereof the following new Sections 1,2,5, and 6 as follows:

"Section 1. That it is necessary and in the public interest to make improvement consisting of the following:

The improvement of College Boulevard in the City of Leawood, Kansas as follows:

Improving College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, including concrete curb and gutter, asphalt pavement, storm drainage, sidewalks, street lighting and such other appurtenances as are required pursuant to the final plans approved by the City of Leawood."

"Section 2. The estimated or probable cost of the improvements, including issuance and administrative costs, is Four Hundred and Ninety One Thousand Dollars (\$491,000.00)."

"Section 5. The method of assessment of the share of costs apportioned to the improvement district shall be as follows:

The proposed method of assessment is to assess all properties within the district. The assessments shall be on a front foot basis of \$130 per abutting front foot for Tract 2 and 3. Tract 1 shall be on a front foot basis of \$130 per abutting front foot prior to platting with the total amount computed further assessed equally to each of the 120 lots therein. Additionally the property known as the Woods Development shall be assessed an additional amount equal \$130 times the front foot distance from the western abutting property line of the Woods Development on College Boulevard west to El Monte and included in the amount to be divided among the 120 lots.

In addition to the foregoing, assessments to property within the improvement district shall include interest on any temporary financing and expenses associated with the issuance of bonds which costs shall be assessed on the basis of the proportion which the assessment to each individual tract bears to the total cost of the improvement."

"Section 6. The costs of the improvements specifically described herein shall be apportioned as follows:

Tract 1 (The Woods)

- (1) The sum of \$134,213.30 (1032.41 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) The sum of \$183,453.40 (1411.18 front feet) shall be assessed to said tract for the costs of improving that portion of College Boulevard from the western abutting property line of said tract on College Boulevard west to Elmonte; and

(3) Proportionate share of temporary financing and issuance costs.

(4) The total of all above costs to be equally shared by the 120 lots included therein.

Tract 2 (Tomahawk Creek Office 3rd Plat)

(1) The sum of \$59,426.90 (457.13 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) Proportionate share of temporary financing and issuance costs.

Tract 3 (Tomahawk Creek Office 4th Plat)

(1) The sum of \$54,225.60 (417.12 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) Proportionate share of temporary financing and issuance costs.

The portion of the cost of this improvement that is not assessed to the property within the improvement district shall be paid from funding sources arranged by the City of Leawood or assessed to the City at large. It is estimated that the percentage of the cost of the improvement to be paid from funding sources arranged by the City of Leawood or assessed to the City at Large is approximately three percent (3%).”

SECTION 2. This resolution shall take effect after its passage and publication once in the official city newspaper.

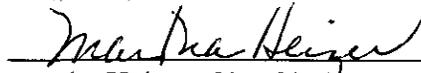
SECTION 3. The City Clerk is directed to file a copy of this Resolution with the Register of Deeds of Johnson County, Kansas, within five days of the adoption of this resolution.

ADOPTED by the Governing Body this 19th day of June, 2000.





Peggy Durm, Mayor



Martha Heizer, City Clerk

3136669

STATE OF KANSAS
COUNTY OF JOHNSON
FILED FOR RECORD

RESOLUTION NO. 1530

2000 JUL 10 P 3:55.8
\$1200

SARA F. ULLMANN
REGISTER OF DEEDS

A RESOLUTION AMENDING RESOLUTION NO. 1484 FINDING AS TO THE ADVISABILITY AND A RESOLUTION AUTHORIZING THE IMPROVEMENT AND CONSTRUCTION OF COLLEGE BOULEVARD FROM TOMAHAWK CREEK PARKWAY TO EL MONTE STREET WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-6a01 ET SEQ.

WHEREAS, a petition was filed with the City Clerk of the City of Leawood, Kansas, by the owners of a majority of the area sought to be included in the Improvement District described in said petition and as described herein (the "Improvement District"), proposing the improvement of College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, as more specifically described hereinafter; and

WHEREAS, the Governing Body has considered that certain properties adjacent to the proposed College Boulevard improvements are not included in the Improvement District, it being acknowledged that those properties not included were previously burdened for the costs of the establishment of College Boulevard, and those properties which are included in the Improvement District will be assessed the cost of the proposed improvements to equalize the burden of the establishment and improvement of College Boulevard among properties similarly benefited; and

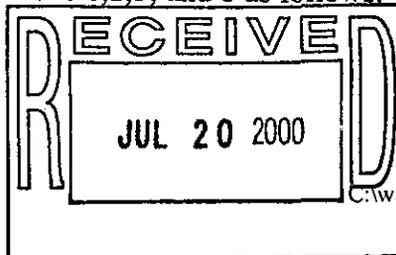
WHEREAS, by Resolution No. 1484 duly adopted on November 15, 1999, the Governing Body found as to the advisability of and authorized the improvement and construction of College Boulevard from Tomahawk Creek Parkway to El Monte Street to include certain utility main improvements and burial of overhead power lines pursuant to K.S.A. 6a01, et seq., at an estimates cost of \$1,700,000; and

WHEREAS, work has commenced on the improvements and the deletion of the burial of power lines-within the Improvement District has resulted in a reduction of the cost of the improvement now estimated to be \$491,000

WHEREAS, Tract 1, previously an unplatted tract of land has now been platted into 120 separate lots each to share equally the assessment for the unplatted Tract 1

NOW THEREFORE, be it resolved by the Governing Body of the City of Leawood, Kansas:

Section 1. Resolution No. 1484 is hereby amended by deleting Section 1, Section 2, Section 5 and Section 6 of said Resolution No. 1484 and inserting in lieu thereof the following new Sections 1,2,5, and 6 as follows:



BOOK 6625 PAGE 442

Ret- City of Leawood
4800 Town Center Dr.
Leawood, KS. 66211

1200 CK

“Section 1. That it is necessary and in the public interest to make improvement consisting of the following:

The improvement of College Boulevard in the City of Leawood, Kansas as follows:

Improving College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, including concrete curb and gutter, asphalt pavement, storm drainage, sidewalks, street lighting and such other appurtenances as are required pursuant to the final plans approved by the City of Leawood.”

“Section 2. The estimated or probable cost of the improvements, including issuance and administrative costs, is Four Hundred and Ninety One Thousand Dollars (\$491,000.00).”

“Section 5. The method of assessment of the share of costs apportioned to the improvement district shall be as follows:

The proposed method of assessment is to assess all properties within the district. The assessments shall be on a front foot basis of \$130 per abutting front foot for Tract 2 and 3. Tract 1 shall be on a front foot basis of \$130 per abutting front foot prior to platting with the total amount computed further assessed equally to each of the 120 lots therein. Additionally the property known as the Woods Development shall be assessed an additional amount equal \$130 times the front foot distance from the western abutting property line of the Woods Development on College Boulevard west to El Monte and included in the amount to be divided among the 120 lots.

In addition to the foregoing, assessments to property within the improvement district shall include interest on any temporary financing and expenses associated with the issuance of bonds which costs shall be assessed on the basis of the proportion which the assessment to each individual tract bears to the total cost of the improvement.”

“Section 6. The costs of the improvements specifically described herein shall be apportioned as follows:

Tract 1 (The Woods)

- (1) The sum of \$134,213.30 (1032.41 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) The sum of \$183,453.40 (1411.18 front feet) shall be assessed to said tract for the costs of improving that portion of College Boulevard from the western abutting property line of said tract on College Boulevard west to Elmonte; and

(3) Proportionate share of temporary financing and issuance costs.

(4) The total of all above costs to be equally shared by the 120 lots included therein.

Tract 2 (Tomahawk Creek Office 3rd Plat)

(1) The sum of \$59,426.90 (457.13 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) Proportionate share of temporary financing and issuance costs.

Tract 3 (Tomahawk Creek Office 4th Plat)

(1) The sum of \$54,225.60 (417.12 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) Proportionate share of temporary financing and issuance costs.

The portion of the cost of this improvement that is not assessed to the property within the improvement district shall be paid from funding sources arranged by the City of Leawood or assessed to the City at large. It is estimated that the percentage of the cost of the improvement to be paid from funding sources arranged by the City of Leawood or assessed to the City at Large is approximately three percent (3%).”

SECTION 2. This resolution shall take effect after its passage and publication once in the official city newspaper.

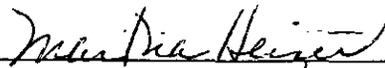
SECTION 3. The City Clerk is directed to file a copy of this Resolution with the Register of Deeds of Johnson County, Kansas, within five days of the adoption of this resolution.

ADOPTED by the Governing Body this 19th day of June, 2000.


Peggy Dunn, Mayor

[SEAL]

ATTEST:


Martha Heizer, City Clerk

CERTIFICATE

State of Kansas
County of Johnson
City of Leawood

I, Martha Heizer, City Clerk of the City of Leawood, Kansas, hereby certify that the above and foregoing is a true and correct copy of Resolution No. 1530 as the same appears in my office.

In testimony whereof, I have hereunto signed my name and affixed the seal of said city this 21st day of June, 2000.


Martha Heizer, City Clerk



RESOLUTION NO. 1531

A RESOLUTION AMENDING RESOLUTION NO. 1489 FINDING AS TO THE ADVISABILITY OF AND AUTHORIZING THE IMPROVEMENT, REIMPROVEMENT, EXCAVATION AND REPAIR OF THE DAMAGED SECTIONS OF ALL ROADS WITHIN THE NORMANDY PLACE SUBDIVISION AND CERTAIN STORM WATER DRAINAGE IMPROVEMENTS WITHIN SAID SUBDIVISION, ALL WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-6a01 ET SEQ.

WHEREAS, a petition was filed with the City Clerk of the City of Leawood, Kansas, by the owners of a majority of the area sought to be included in the Improvement District described in said petition and as described herein (the "Improvement District"), proposing the improvement, reimprovement, excavation and repair of the damaged sections of all roads within the Normandy Place Subdivision and certain storm water drainage improvements within said subdivision, all within the City of Leawood, Kansas, as more specifically described hereinafter; and

WHEREAS, by Resolution No. 1489 duly adopted on December 6, 1999, the Governing Body found as to the advisability of and authorized the improvement, reimprovement, excavation and repair of damaged sections of all roads within the Normandy Place Subdivision and certain storm water damage improvements within said subdivision pursuant to K.S.A. 6a01, et seq., at an estimated cost of \$200,000; and

WHEREAS, work has commenced on the improvements and the condition of roads within the Improvement District has been found to be such that the cost of the improvement is now estimated to be \$300,000.

NOW THEREFORE, Be It Resolved by the Governing Body of the City of Leawood, Kansas:

Section 1. Resolution No. 1489 is hereby amended by deleting Section 2 of said Resolution No. 1489 and inserting in lieu thereof the following new Section 2 as follows:

"Section 2. That the estimated or probable cost of said improvement, including engineering, legal and financing costs and interest during the period estimated for construction is Three Hundred Thousand Dollars (\$300,000.00)."

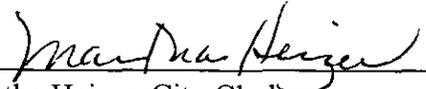
Section 2. This resolution shall take effect after its passage and publication once in the official city newspaper.

Section 3. The City Clerk is directed to file a copy of this Resolution with the Register of Deeds of Johnson County, Kansas, within five days of the adoption of this resolution.

ADOPTED by the Governing body this 19th day of June, 2000.




Peggy Duhm, Mayor


Martha Heizer, City Clerk

3136670

STATE OF KANSAS }
COUNTY OF JOHNSON }
FILED FOR RECORD

RESOLUTION NO. 1531

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SARA F. ULLMANN
REGISTER OF DEEDS

A RESOLUTION AMENDING RESOLUTION NO. 1489 FINDING AS TO THE ADVISABILITY OF AND AUTHORIZING THE IMPROVEMENT, REIMPROVEMENT, EXCAVATION AND REPAIR OF THE DAMAGED SECTIONS OF ALL ROADS WITHIN THE NORMANDY PLACE SUBDIVISION AND CERTAIN STORM WATER DRAINAGE IMPROVEMENTS WITHIN SAID SUBDIVISION, ALL WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-6a01 ET SEQ.

WHEREAS, a petition was filed with the City Clerk of the City of Leawood, Kansas, by the owners of a majority of the area sought to be included in the Improvement District described in said petition and as described herein (the "Improvement District"), proposing the improvement, reimprovement, excavation and repair of the damaged sections of all roads within the Normandy Place Subdivision and certain storm water drainage improvements within said subdivision, all within the City of Leawood, Kansas, as more specifically described hereinafter; and

WHEREAS, by Resolution No. 1489 duly adopted on December 6, 1999, the Governing Body found as to the advisability of and authorized the improvement, reimprovement, excavation and repair of damaged sections of all roads within the Normandy Place Subdivision and certain storm water damage improvements within said subdivision pursuant to K.S.A. 6a01, et seq., at an estimated cost of \$200,000; and

WHEREAS, work has commenced on the improvements and the condition of roads within the Improvement District has been found to be such that the cost of the improvement is now estimated to be \$300,000.

NOW THEREFORE, Be It Resolved by the Governing Body of the City of Leawood, Kansas:

Section 1. Resolution No. 1489 is hereby amended by deleting Section 2 of said Resolution No. 1489 and inserting in lieu thereof the following new Section 2 as follows:

"Section 2. That the estimated or probable cost of said improvement, including engineering, legal and financing costs and interest during the period estimated for construction is Three Hundred Thousand Dollars (\$300,000.00)."

Section 2. This resolution shall take effect after its passage and publication once in the official city newspaper.

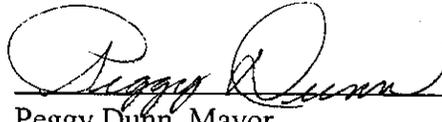
Section 3. The City Clerk is directed to file a copy of this Resolution with the Register of Deeds of Johnson County, Kansas, within five days of the adoption of this resolution.

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BOOK 6625 PAGE 446

800/ck

*Ret- City of Leawood
4800 Town Center Dr.
Leawood KS 66211*

ADOPTED by the Governing body this 19th day of June, 2000.



Peggy Dunn, Mayor

Attest:

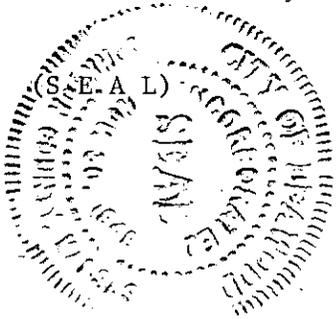

Martha Heizer, City Clerk

CERTIFICATE

State of Kansas
County of Johnson
City of Leawood

I, Martha Heizer, City Clerk of the City of Leawood, Kansas, hereby certify that the above and foregoing is a true and correct copy of Resolution No. 1531 as the same appears in my office.

In testimony whereof, I have hereunto signed my name and affixed the seal of said city this 21st day of June, 2000.


Martha Heizer, City Clerk

RESOLUTION NO. 1532

RESOLUTION AUTHORIZING THE ACQUISITION, CONSTRUCTION AND INSTALLATION OF A PUBLIC WORKS BUILDING WITHIN THE CITY OF LEAWOOD, KANSAS; PROVIDING FOR THE ISSUANCE OF GENERAL OBLIGATION BONDS OF THE CITY PURSUANT TO K.S.A. 12-1737 TO PROVIDE FUNDS TO PAY THE COSTS THEREOF AND FOR THE ISSUANCE OF TEMPORARY NOTES OF THE CITY PENDING THE ISSUANCE OF SAID BONDS; EXPRESSING THE INTENT TO REIMBURSE COSTS OF THE PROJECT SO INCURRED FROM PROCEEDS OF SUCH TEMPORARY NOTES AND GENERAL OBLIGATION BONDS; AND AUTHORIZING AND APPROVING CERTAIN RELATED MATTERS AND ACTIONS.

WHEREAS, it has been proposed that the City of Leawood, Kansas (the "City") acquire, construct and install a new public works building on certain real property owned by the City and located in the vicinity of 143rd and Overbrook within the City (the "Project"), and the City has caused preliminary plans therefor to be prepared and the estimated cost of the Project has been determined to be approximately \$5,906,562; and

WHEREAS, the Governing Body of the City hereby finds and determines that it is necessary and advisable to proceed with the Project and to provide for the issuance of general obligation bonds of the City to the amount of \$5,906,562, for the purpose of financing the costs of the Project and for the issuance of temporary notes of the City pending the issuance of said bonds;

WHEREAS, Section 1.103-18 of the Income Tax Regulations issued by the Internal Revenue Service (the "Regulations") requires that the City make a prior declaration of its intent to reimburse itself for project expenditures made by the City prior to the date of issuance of notes or bonds, and the City desires to comply with the requirements of the Regulations with respect to this Project.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

Section 1. That the Governing Body hereby finds and determines that it is necessary and desirable to acquire, construct and install the Project within the City and hereby authorizes and approves the Project. The City Engineer is hereby authorized and directed to proceed with development of definitive plans for and construction of the Project.

Section 2. That the City hereby authorizes the issuance of general obligation bonds of the City in an amount not to exceed \$5,906,562 to pay the costs of the Project. Pending issuance of such bonds and in order to provide funds to pay the costs of the Project, the City is hereby authorized to issue from time to time temporary notes of the City as provided by law.

Section 3. That to the extent the City shall pay all or any portion of the costs of the Project from available funds on hand prior to the issuance of temporary notes or bonds, the City hereby declares that it reasonably expects to reimburse such expenditures out of the proceeds of such temporary notes and such general obligation bonds. All such expenditures so reimbursed shall be capital expenditures with the meaning of Section 1.150-1(h) of the Income Tax Regulations (the "Regulations").

Section 4. This declaration is a declaration of official intent adopted pursuant to Section 1.103-18 of the Regulations.

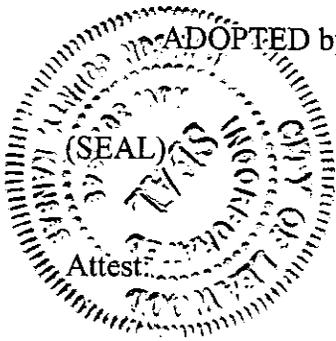
Section 5. That as of the date hereof, there are not City funds reserved, allocated on a long-term basis or otherwise set aside (or reasonably expected to be reserved, allocated on a long term basis or otherwise set aside) to provide permanent financing for the expenditures related to the Project, other than pursuant to the issuance of temporary notes or the bonds. This Resolution, therefore, is determined to be consistent with the City's budgetary and financial circumstances as they exist or are reasonably foreseeable on the date hereof, all within the meaning and content of the Regulations.

Section 6. That this Resolution shall be filed within 30 days of its adoption in the publicly available official books and records of the City. This Resolution shall be available for inspection at the office of the City Clerk at City Hall during normal business hours of the City on every business day until the date of issuance of bonds.

Section 7. That the City's Director of Finance shall be responsible for making any "reimbursement allocations" described in the Regulations, being generally the transfer of the appropriate amounts of proceeds of the notes or the bonds to reimburse the source of temporary financing used by the City to make payment of the prior costs of the Project. Each allocation shall be evidenced by an entry on the official books and records of the City maintained for the notes or the bonds, shall specifically identify the actual prior expenditure being reimbursed or, in the case of reimbursement of a fund or account in accordance with Section 1.103-18, the fund or account from which the expenditure was paid, and shall be effective to relieve the proceeds of the notes or the bonds from any restrictions under the ordinance or other documents authorizing the issuance of such notes or the bonds, and under any applicable state statute, which would apply to the unspent proceeds of the notes or the bonds.

Section 8. This Resolution shall take effect after its passage and publication once in the official city newspaper.

ADOPTED by the Governing Body this 19th day of June, 2000.



Peggy J. Dunn

Peggy J. Dunn, Mayor

Martha Heizer

Martha Heizer, City Clerk

RESOLUTION NO. 1533

The Leawood City Council has considered the request for approval of the final plat for Pavilions of Leawood 6th Plat located at approximately 148th & Granada and hereby finds the following:

WHEREAS, the plat contains 38 lots on approximately 27.93 acres, and

WHEREAS, the property is zoned RP-1, and

WHEREAS, the plat is in substantial compliance with the preliminary plat, and

WHEREAS, the plat will connect Pavilions of Leawood to Whitehorse, and

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The development is limited to 38 single family lots 27.93 acres.
2. The developer must pay a Park Impact Fee in the amount of \$300 per dwelling unit. The amount to be paid prior to recording of the plat is \$11,400.
3. An erosion control plan for both construction and long term usage must be a part of final engineering plans. These plans must be approved by the Leawood Public Works Department.
4. All requirements of the Leawood Public Works Department must be met prior to recording the plat.
5. All streets within the subdivision will be public. Any plantings, paver bricks, or statuary within the street right-of-way will be maintained by the developer or Homes Association.
6. Sidewalks must be constructed on one side of the street. A plan designating such shall be submitted prior to recording of the plat.
7. A sidewalk shall be constructed along the south side of lot 238.
8. Street trees must be included within the right-of-way along all street frontage at 40 foot separation on center.
9. A digital copy of the recorded plat shall be submitted to Planning staff.
10. The developer must pay the South Leawood Transportation Impact Fee in the amount of \$27,930 (27.93 acres x \$1000.00) prior to recording of the plat.
11. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through eleven.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the final plat for Pavilions of Leawood 6th plat with stipulations.

Adopted by the Governing Body this 3rd day of July, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Attest:
Martha Heizer
Martha Heizer City Clerk

RESOLUTION NO. 1534

The Leawood City Council has considered the request for approval of the final plat for Mission Prairie located at approximately 141st & Mission Road and hereby finds the following:

WHEREAS, 48 lots and 2 tracts on 24.62 acres for a density of 1.95 units per acre, and

WHEREAS, the property is zoned R-1, and

WHEREAS, the plat is in substantial compliance with the preliminary plat, and

WHEREAS, the plat will connect to Charlemagne Manor, and

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The plat is limited to 48 lots on 24.62 acres for a density of 1.95 units/ acre.
2. The developer is responsible for a park impact fee in the amount of \$300 per lot (48 x \$300 = \$14,400).
3. The developer is responsible for the South Leawood Transportation Impact Fee in the amount of \$421.51 / acre for a total of \$10,378.24.
4. The developer is responsible for \$130 / front foot along Mission Road.
5. All common landscape areas are to be irrigated.
6. An erosion control plan for both construction and long term usage must be a part of the final engineering plans. The City of Leawood Public Works Department must approve these plans.
7. All subdivision monument signs must be located within a common area with a maintenance agreement providing that a homeowners association will be responsible for their maintenance.
8. The developer is to maintain as many existing trees as possible that are located along the east property line.
9. The applicant must obtain all approvals and permits from the Public Works Department, prior to recording the plat.
10. All streets within the subdivision will be public. The developer of the Homes Association will maintain any planting or statuary within the street right-of-way.
11. Construction traffic shall only be allowed into the subdivision off of Mission Road. The developer shall be responsible for placing a barricade across the entrance to the subdivision from 141st Street to ensure that construction traffic does not access the property through the Charlemagne Manor Subdivision.

12. All sidewalks will be installed as per street construction standards.
13. All deciduous trees shall be a minimum of seven feet tall and 2-1/2 inch caliper immediately after planting.
14. A digital copy of the recorded plat shall be submitted to Planning staff.
15. The developer / property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through fifteen.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the final plat for Mission Farms plat with stipulations.

Adopted by the Governing Body this 3rd day of July, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Martha Heizer
Martha Heizer City Clerk

RESOLUTION NO. 1535

A RESOLUTION APPROVING AND AUTHORIZING THE MAYOR TO EXECUTE A SECOND AMENDMENT TO THE MCMORRIS LEASE AGREEMENT, DATED APRIL 1, 1995, REGARDING AN OPTION TO PURCHASE AND ACCESS TO THE PROPERTY.

WHEREAS, on April 1, 1995, the City of Leawood, Kansas, [the "City"] entered into a Lease Agreement [the "Lease"] with Merlyn P. McMorris and Larry D. Parsons, Trustees under Trust Agreement Dated December 13, 1977 [the "Lessor"], collectively [the Parties"] in conjunction with the South Leawood Park Project [the "Project"], whereby the City agreed to lease certain property for use as a public park and other purposes; and

WHEREAS, on February 29, 1996, the City entered into a First Amendment to the Lease with Lessor [the "First Amendment"]; and

WHEREAS, in accordance with Article X of the Lease, the City has the option to purchase certain property that was referred to in the Lease as the Fire Station Property, as set out in; and

WHEREAS, the City desires to acquire certain property for the use of the City as a Fire Station that is larger than the tract referred to as the Fire Station Property in the Lease; and

WHEREAS, the parties desire to execute a Second Amendment to the Lease [the "Second Amendment"] to allow for this acquisition of property and to alter existing provisions regarding the City's provisions of access in the case of default; and

WHEREAS, both parties have read, understand and agree to the conditions set forth in the Second Amendment, attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

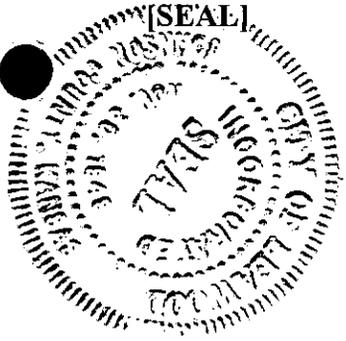
NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE; That the Governing Body hereby approves and authorizes the Mayor to execute the Second Amendment to the McMorris Lease Agreement, dated April 1, 1995, regarding an option to purchase and access to the property, attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

SECTION TWO; This resolution shall become effective upon passage.

PASSED by the Governing Body this 3rd day of July, 2000.

APPROVED by the Mayor this 3rd day of July, 2000.

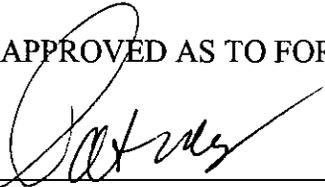



Peggy Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

SECOND AMENDMENT TO LEASE AGREEMENT
DATED AS OF APRIL 1, 1995

BETWEEN

MERLYN P. MCMORRIS AND LARRY D. PARSONS
TRUSTEES UNDER TRUST AGREEMENT
DATED DECEMBER 13, 1977

AND

CITY OF LEAWOOD, KANSAS

DATED AS OF JULY 3rd, 2000

This Second Amendment to Lease Agreement is made this 3rd day of July, 2000.

WHEREAS, on or about the 1st day of April 1995, Merlyn P. McMorris and Larry D. Parsons, Trustees under Trust Agreement dated December 13, 1997 [hereinafter "Trustees"], and the City of Leawood, Kansas [hereinafter "City"] did enter a Lease Agreement [hereinafter the "Lease"] whereby the City agreed to lease certain property from the Trustees for the use by the City as public park and other purposes.

WHEREAS, on or about the 29th day of February, 1996 the Lease was amended by the First Amendment to Lease Agreement.

WHEREAS, the Lease as a part of Article X gave the City the option to purchase certain property that was referred to in the Lease as the Fire Station Property.

WHEREAS, the City has indicated its desire to acquire certain property for the use of the City as a Fire Station that is larger than the tract referred to as the Fire Station Property in the Lease.

WHEREAS, the Trustees are willing to convey property to the City for the City's purposes subject to the terms and conditions set forth herein.

NOW THEREFORE, Trustees and City agree as follows:

Section 1. Subparagraph (b) of Section 10.1 of Lease Amended.

Subparagraph (b) of Section 10.1 is hereby deleted in its entirety and there is substituted, in lieu thereof, the following new subparagraph (b):

(b) At any time subsequent to July 3, 2000, the City, in consideration of the mutual covenants contained herein and the Rental Payments paid to date under the Lease Agreement, shall have to option to acquire, without payment of additional consideration, the Fire Station Property as hereinafter described.

The term "Fire Station Property" as used herein shall mean the parcel of ground, approximately 4.65 acres in size described in Exhibit A attached hereto that the City intends to use as a site for a new fire station to serve the City; provided, however, in the event of a default by or failure of the City to exercise its option, such that the City does not acquire the Property, the City agrees to provide right of way access to Trustees or their successors from Mission Road to the Property subject to the Lease as follows:

- (1) If, prior to default or failure of the City to exercise its option, and the City has constructed at City's expense a two lane asphalt or concrete public street built to City standards for construction and drainage that provides access from Mission Road to the Property subject to the Lease and not previously conveyed to the City, no further grant of access will be required.

- (2) If the City has not previously constructed a public street as described in subparagraph (1) above and it is necessary for the City to convey a right of way easement to the Trustees or their successors under the provisions of this paragraph, the City agrees to convey to Trustees or their successors a right of way easement, at the discretion of the City, either over the Fire Station Property or over the property adjoining Mission Road and previously conveyed to the City under the Lease.
- (3) If it is necessary for the City to provide a right of way easement to the Trustees or their successors under subparagraph (2) above and the City decides to locate said easement over the tract of ground previously conveyed to the City by the Trustees, City agrees to locate said easement as far south on Mission Road as is feasible and not in the drainage ditch that is located at the northernmost portion of the property previously conveyed.

Exercise by the City of the option to acquire the Fire Station Property will not require or result in any modification of the present Rental Payment Schedule under the Lease Agreement.

Section 2. Subparagraph (d) of Section 10.1 of Lease Amended.

Subparagraph (d) of Section 10.1 is hereby amended to read as follows:

- (d) The City shall have, and is hereby granted, the further option to purchase the Property at any time on or after September 1, 2009, upon payment in full of an amount equal to the aggregate balance of the Principal Component then outstanding with interest thereon to accrue to the date of closing of such purchase, plus \$10.00

To exercise any such option the City shall give written notice to the Landlord, and shall specify therein the date of closing such purchase, which date shall be not less than 30 nor more than 90 days from the date such notice is mailed.

Anything herein to the contrary notwithstanding payment of the final Rental Payment and Additional Rent shall constitute exercise of the option granted herein to purchase the Property without further action by the City.

Section 3. Other Provisions Reaffirmed.

Except as otherwise provided here, all other provisions of the Lease as amended by the First Amendment to Lease Agreement, including all provisions of Article X and section 10.1 thereof shall remain in full force and effect and are hereby ratified and confirmed.

LANDLORD:

Merlyn P. McMorris
Merlyn P. McMorris

Larry D. Parsons
Larry D. Parsons

TRUSTEES UNDER TRUST AGREEMENT
DATED DECEMBER 13, 1977

CITY OF LEAWOOD, KANSAS

Peggy Dunn
Peggy Dunn, Mayor

Attest:

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:

CITY ATTORNEY

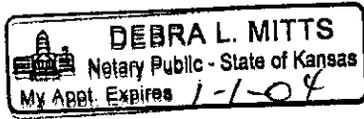
Patricia A. Bennett
PATRICIA A. BENNETT

ACKNOWLEDGMENTS

STATE OF KANSAS)
) SS.
COUNTY OF JOHNSON)

BE IT REMEMBERED that on this 3rd day of July, 2000, before me, a notary public in and for said county and state, came Merlyn P. McMorris, as trustee under Trust Agreement dated December 13, 1977, known to me to be the person who executed the within instrument and acknowledged to me that he executed that same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.



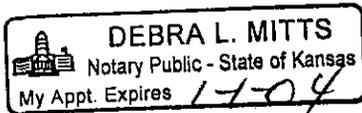
Debra L. Mitts
Notary Public

My Appointment Expires: 1-1-04

STATE OF KANSAS)
) SS.
COUNTY OF JOHNSON)

BE IT REMEMBERED that on this 3rd day of July, 2000, before me, a notary public in and for said county and state, came Larry D. Parsons, as trustee under Trust Agreement dated December 13, 1977, known to me to be the person who executed the within instrument and acknowledged to me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.



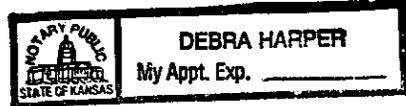
Debra L. Mitts
Notary Public

My Appointment Expires: 1-1-04

STATE OF KANSAS)
) SS.
COUNTY OF JOHNSON)

BE IT REMEMBERED that on this 3rd day of July, 2000, before me, a notary public in and for said county and state, came Peggy Dunn, Mayor of the City of Leawood, Kansas, a municipal corporation duly authorized, incorporated and existing under and by virtue of the Constitution and laws of the State of Kansas, and Martha Heizer, City Clerk of the City, who are personally known to me to be such officers, and who are personally known to me to be the same persons who executed, as such officers, the within instrument on behalf of said City, and such persons duly acknowledged the execution of the same to be the act and deed of said City.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.



Debra Harper
Notary Public

My Appointment Expires: 1-21-2001

Repealed by Res. 1610

RESOLUTION NO. 1536

A RESOLUTION APPOINTING A LOCAL FREEDOM OF INFORMATION OFFICER FOR THE CITY OF LEAWOOD, KANSAS, AND PROVIDING FOR THE OFFICER'S DUTIES.

WHEREAS, the Kansas Legislature adopted Substitute House Bill 2864 requiring that all public agencies covered by the Open Records Act appoint a Local Freedom of Information Officer; and

WHEREAS, the City of Leawood [hereinafter "City"] believes the appointment of a Local Freedom of Information Officer to assist the public with its open records needs is good for public service and facilitates the public policy of open government.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: Appointment. Sarah Hilton, Administrative Services Manager, is hereby appointed as the Local Freedom of Information Officer and charged with all of the statutory duties prescribed by Substitute House Bill 2864 and set forth below in Section Two.

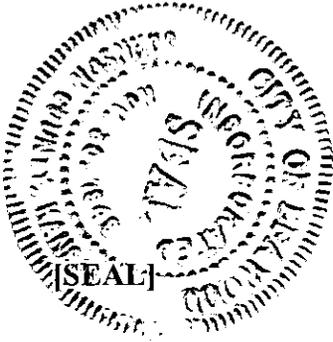
SECTION TWO: Duties. The Local Freedom of Information Officer or the officer's designee shall:

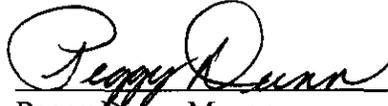
- a. Prepare and provide educational materials and information concerning the open records act;
- b. be available to assist the City and members of the general public to resolve disputes relating to the open records act;
- c. respond to inquiries relating to the open records act;
- d. establish the requirements for the content, size, shape and other physical characteristics of a brochure required to be displayed or distributed or otherwise make available to the public under the open records act. In establishing such requirements for the content of the brochure, the local freedom of information officer shall include plainly written basic information about the rights of a requestor, the responsibilities of a public agency, and the procedures for inspecting and obtaining a copy of public records under the open records act.

SECTION THREE: That this resolution shall become effective upon adoption.

PASSED by the Governing Body this 3rd day of July, 2000.

APPROVED by the Governing Body this 3rd day of July, 2000.

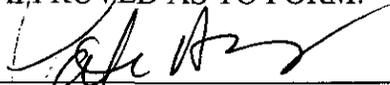



Peggy Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

RESOLUTION NO. 1537

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 137 (STATE LINE ROAD, PHASE IV), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT OR REIMPROVEMENT OF STATE LINE ROAD FROM A POINT 25.50 FEET SOUTH OF THE CENTERLINE OF 103RD STREET TO A POINT 123.76 FEET SOUTH OF THE CENTERLINE OF CARONDELET, TO INCLUDE GRADING, REGRADING, CURBING, RECURBING, GUTTERING, REGUTTERING, PAVING, REPAVING, MACADAMIZING, REMACADAMIZING, CONSTRUCTING, RECONSTRUCTING, OPENING, WIDENING, EXTENDING, ROUNDING CORNERS, STRAIGHTENING, RELOCATING, CONSTRUCTION OR RECONSTRUCTION OF ANY NECESSARY BRIDGES, APPROACHES THERETO, VIADUCTS, OVERPASSES, UNDERPASSES, CULVERTS, STORM DRAINAGE, TRAFFICWAY ILLUMINATION, TRAFFIC CONTROL DEVICES, PEDESTRIAN WAYS, BICYCLE WAYS, OR OTHER IMPROVEMENTS OR ANY TWO OR MORE OF SUCH IMPROVEMENTS OR REIMPROVEMENTS AND OTHER INCIDENTAL CONSTRUCTIONS COSTS, IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Ordinance No. 1372, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement of State Line Road from a point 25.50 feet south of the centerline of 103rd Street, to a point 123.76 feet south of the centerline of Carondelet, a distance of approximately 2646 feet, within the City of Leawood

(the "Project") at an estimated cost of \$3,680,000; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 137 (State Line Road, Phase IV), dated November 1, 1999, in the

principal amount of \$200,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 137 (State Line Road, Phase IV), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.813% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

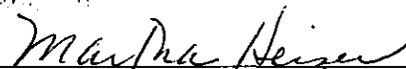
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.



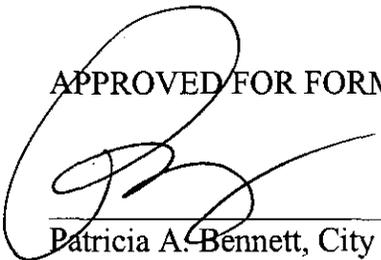


Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 137
(State Line Road, Phase IV)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of construction of improvements to State Line Road between 103rd Street and Carondelet in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1538

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 144 (MISSION ROAD, 103RD - I-435), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$1,400,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT OR REIMPROVEMENT OF MISSION ROAD, 103RD - I-435, INCLUDING GRADING, REGRADING, CURBING, RECURBING, GUTTERING, REGUTTERING, PAVING, REPAVING, MACADAMIZING, REMACADAMIZING, CONSTRUCTING, RECONSTRUCTING, OPENING, WIDENING, EXTENDING, ROUNDING CORNERS, STRAIGHTENING, RELOCATING, CONSTRUCTION OR RECONSTRUCTION OF ANY NECESSARY BRIDGES AND APPROACHES THERETO, VIADUCTS, OVERPASSES, UNDERPASSES, CULVERTS, STORM DRAINAGE, TRAFFICWAY ILLUMINATION, TRAFFIC CONTROL DEVICES, PEDESTRIAN WAYS, BICYCLE WAYS OR OTHER IMPROVEMENTS AND OTHER INCIDENTAL CONSTRUCTION COSTS, IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Ordinance No. 1204, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement of certain sections of Mission Road from 103rd Street to I-435, within the City of Leawood

(the "Project") at an estimated cost of \$2,000,000; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 144 (Mission Road, 103rd - I-435), dated November 1, 1999, in the principal amount of \$1,400,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1968 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 144 (Mission Road, 103rd - I-435), in the aggregate principal amount of One Million Four Hundred Thousand Dollars (\$1,400,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 14 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on

or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country

Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.813% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein

provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

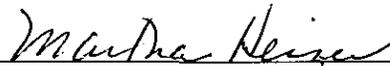
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.



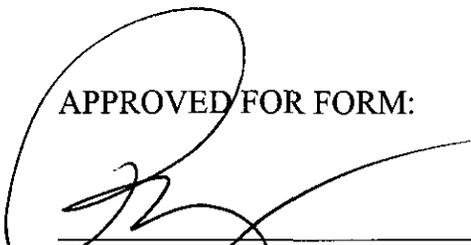


Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 144
(MISSION ROAD, 103RD - I-435)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$1,400,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement of certain sections of Mission Road from 103rd Street to I-435 in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1539

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 148 (CITY PARK, PHASE I), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$1,900,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENTS TO EXISTING CITY PARKS IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1301, et seq., as amended, and Ordinance No. 1742, the Governing Body of the City of Leawood, Kansas (the "City") called an election in the City for the purpose of submitting the following question:

Shall the City of Leawood issue its general obligation bonds pursuant to K.S.A. 12-1302 in an amount not to exceed \$12,500,000 for the purpose of paying for the costs of improvements to existing City parks?";

WHEREAS, at said election more than a majority of the qualified electors in the City voted in favor of the proposition, the vote having been certified to have been and being declared to be 7957 votes in favor of said proposition and 2600 votes against said proposition.

WHEREAS, (the "Project") has been commenced and the City has heretofore issued its Temporary Notes, Project 148 (City Park Design, Phase I), dated November 1, 1999, in the principal amount of \$200,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, the Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof, and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$1,700,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes and to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms described herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes and to pay costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 148 (City Parks, Phase I), in the aggregate principal amount of One Million Nine Hundred Thousand Dollars (\$1,900,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 19 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.813% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer. The sum of \$200,000 of such proceeds shall be used to redeem and retire the Prior Notes, and the balance of such proceeds shall be deposited in a special fund established in the treasury of the City for the purpose of paying costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein

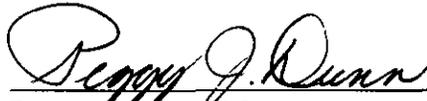
provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

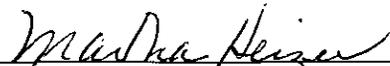
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.





Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:


Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 148
(CITY PARKS, PHASE I)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$1,900,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvements to existing city parks in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1301, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1540

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 156 (PUBLIC WORKS COMPLEX), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF ACQUISITION, CONSTRUCTION AND INSTALLATION OF A NEW PUBLIC WORKS BUILDING IN THE CITY.

WHEREAS, pursuant to K.S.A. 12-1736, et seq., as amended, and Resolution No. 1532, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

Acquisition, construction and installation of a new public works building on certain real property owned by the City and located in the vicinity of 143rd and Overbrook within the City

(the "Project") at an estimated cost of \$5,906,562; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur costs payable within the next six months in the amount of \$200,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 156 (Public Works Complex), in the aggregate principal amount of Two Hundred Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2, inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.375% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.810% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

- (a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the

provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

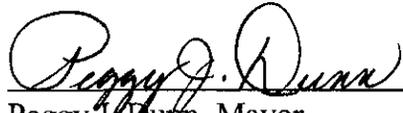
The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

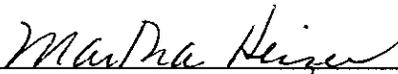
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.



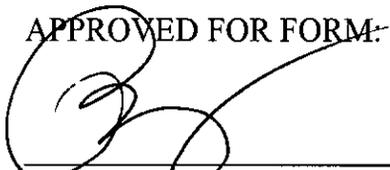


Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 156
(PUBLIC WORKS COMPLEX)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.375% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of acquisition, construction and installation of a new public works building in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1736, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1541

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 159 (119TH STREET AND MISSION ROAD INTERSECTION), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT AND REIMPROVEMENT OF THE INTERSECTION OF 119TH STREET AND MISSION ROAD IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Resolution No. 1505, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement and reimprovement of sections of 119th Street and Mission Road in the vicinity of the intersection thereof within the City

(the "Project") at an estimated cost of \$5,029,204; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$200,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 159 (119th Street and Mission Road Intersection), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.375% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.810% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the

provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.



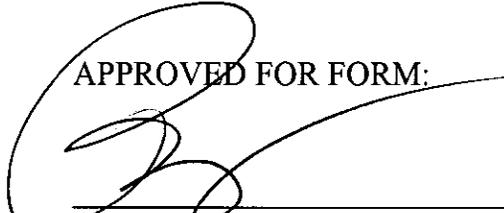


Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 159

(119TH STREET AND MISSION ROAD INTERSECTION)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.375% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimpovement of sections 119th Street and Mission Road in the vicinity of the intersection thereof in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1542

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 164 (NORMANDY PLACE), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$100,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT AND REIMPROVEMENT, EXCAVATION AND REPAIR OF ROADS AND CERTAIN STORM WATER DRAINAGE IMPROVEMENTS WITHIN NORMANDY PLACE SUBDIVISION IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-6a01, et seq., as amended, and Resolution No. 1489, as amended by Resolution No. 1531, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

the excavation and repair of the damaged sections of all roads within the Normandy Place subdivision; two inch rotomilling of the road surface; liquid asphalt emulsion and Phillips Petromat applied to the milled surface; a two inch overlay of the milled surface; repair of all damaged curbs; install one new storm inlet; install erosion control device to storm outlet south of box culvert on east bank of creek; install subsurface drainage systems at each of the four cul-de-sac islands and install bracing to the southeast and southwest wind walls of the box culvert

(the "Project") at an estimated cost of \$300,000; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$100,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same

become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 164 (Normandy Place), in the aggregate principal amount of One Hundred Thousand Dollars (\$100,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of a single bearer note numbered 1 in the denomination of \$100,000. Said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation

improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or

bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected special assessments on property benefited by the Project, and to the extent said special assessments shall not be so collected and to the extent of the balance of the principal of and interest on said Notes not payable first from special assessments, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.813% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

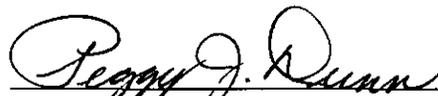
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or

advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

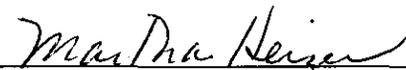
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.

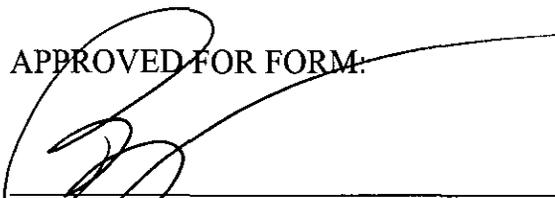




Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:


Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 164
(NORMANDY PLACE)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$100,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimpovement, excavation and repair of roads and certain storm water drainage improvements within Normandy Place subdivision in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-6a01, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1543

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 168 (MISSION ROAD, 83RD TO 95TH STREET), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$100,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT OR REIMPROVEMENT OF MISSION ROAD FROM 83RD TO 95TH STREET AND A PORTION OF 89TH STREET, INCLUDING GRADING, REGRADING, CURBING, RECURBING, GUTTERING, REGUTTERING, PAVING, REPAVING, MACADAMIZING, REMACADAMIZING, CONSTRUCTING, RECONSTRUCTING, OPENING, WIDENING, EXTENDING, ROUNDING CORNERS, STRAIGHTENING, RELOCATING, CONSTRUCTION OR RECONSTRUCTION OF ANY NECESSARY BRIDGES AND APPROACHES THERETO, VIADUCTS, OVERPASSES, UNDERPASSES, CULVERTS, STORM DRAINAGE, TRAFFICWAY ILLUMINATION, TRAFFIC CONTROL DEVICES, PEDESTRIAN WAYS, BICYCLE WAYS OR OTHER IMPROVEMENTS AND OTHER INCIDENTAL CONSTRUCTION COSTS IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Ordinance No. 1717, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improve and reimprove that section of Mission Road between 83rd Street and 95th Street

(the "Mission Project") at an estimated cost of \$200,000; and

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Ordinance No. 1716, the Governing Body of the City has heretofore authorized the following described improvement project within the City, to wit:

improve and reimprove that section of 89th Street beginning at Mission Road between Mohawk Lane Cul-de-sac East approximately 1500 feet to Wenonga Road

(the "89th Street Project") at a cost of \$400,000; and

WHEREAS, the Mission Road Project and the 83rd Street Project (collectively, the "Project") are, as a matter of efficiency, undertaken together and have commenced, and the City has heretofore issued its Temporary Notes, Project 168 (Mission Road, 83rd to 95th Street), dated November 1, 1999, in the principal amount of \$100,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 168 (Mission Road, 83rd to 95th Street), in the aggregate principal amount of One Hundred Thousand Dollars (\$100,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue shall consist of a single bearer note numbered 1, in the denomination of \$100,000. Said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall

be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.813% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

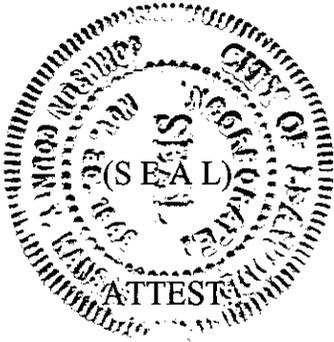
(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

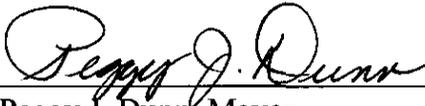
The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

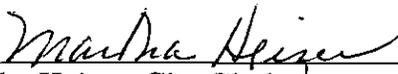
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.



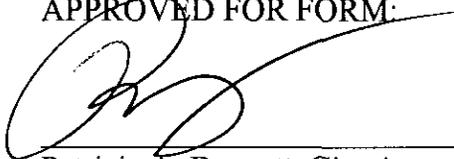


Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 168
(MISSION ROAD, 83RD TO 95TH STREET)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$100,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimprovement of Mission Road from 83rd Street to 95th Street and a portion of 89th Street in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this _____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the _____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1544

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 169 (ROE AVENUE - 137TH TO 138TH TERRACE), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT AND REIMPROVEMENT OF ROE AVENUE BETWEEN 137TH STREET AND 138TH STREET IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Resolution No. 1504, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement and reimprovement of Roe Avenue between 137th Street and 138th Street within the City of Leawood

(the "Project") at an estimated cost of \$395,263; and

WHEREAS, the Governing Body hereby finds and determines that the Project will extend to 138th Terrace; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$200,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 169 (Roe Avenue - 137th Street to 138th Terrace), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and

collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.813% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

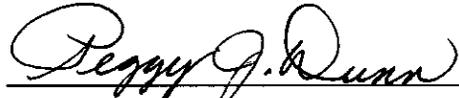
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.



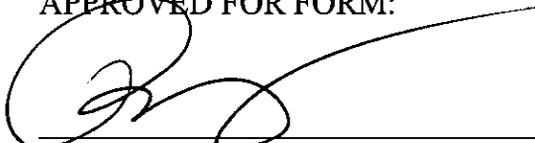


Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 169
(ROE AVENUE - 137TH STREET TO 138TH TERRACE)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimprovement of Roe Avenue between 137th Street and 138th Terrace in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this _____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the _____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1545

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 171 (MUNICIPAL POOL BATHHOUSE), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF RECONSTRUCTION, REMODELING AND REPLACEMENT OF THE BATHHOUSE AT THE MUNICIPAL POOL COMPLEX IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1736, et seq., as amended, and Ordinance No. 1735, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

reconstruct, remodel and replace the bathhouse at the municipal pool complex located at the city park at 10601 Lee Boulevard within the City

(the "Project") at an estimated cost of \$500,000; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 171 (Municipal Pool Bathhouse), dated November 1, 1999, in the principal amount of \$200,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is

hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 171 (Municipal Pool Bathhouse), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in

such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.813% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the

Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

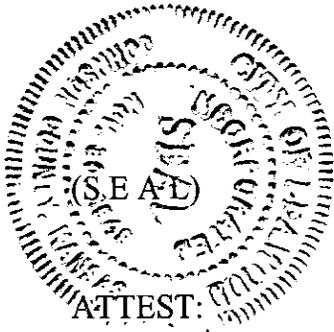
The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.





Peggy J. Dunn, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 171
(MUNICIPAL POOL BATHHOUSE)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of reconstructing, remodeling and replacement of the bathhouse at the municipal pool complex in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1736, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1546

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 178 (133RD STREET - STATE LINE ROAD TO MISSION ROAD), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$400,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF CONSTRUCTION OF 133RD STREET FROM STATE LINE ROAD TO MISSION ROAD IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-6a01, et seq., as amended, and Resolution No. 1525, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

construction of 133rd Street from the intersection of said street with State Line Road to the intersection of said street with Mission Road

(the "Project") at an estimated cost of \$2,350,000; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$400,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 178 (133rd Street - State Line Road to Mission Road), in the aggregate principal amount of Four Hundred Thousand Dollars (\$400,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 4 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.375% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected special assessments on property benefited by the Project, and to the extent said special assessments shall not be so collected and to the extent of the balance of the principal of and interest on said Notes not payable first from special assessments, there shall be levied

and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.810% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

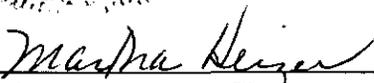
approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.




Peggy J. Dunn, Mayor


Martha Heizer, City Clerk

APPROVED FOR FORM:

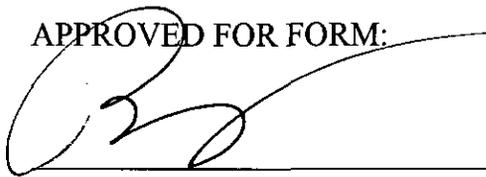

Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 178

(133RD STREET - STATE LINE ROAD TO MISSION ROAD)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.375% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$400,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of construction of 133rd Street between State Line Road and Mission Road in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-6a01, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1547

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 179 (133RD STREET - MISSION ROAD TO ROE AVENUE), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF CONSTRUCTION OF 133RD STREET FROM MISSION ROAD TO ROE AVENUE IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-6a01, et seq., as amended, and Resolution No. 1524, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

construction of 133rd Street from the intersection of said street with Mission Road to the intersection of said street with Roe Avenue

(the "Project") at an estimated cost of \$1,000,000; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur costs payable within the next six months in the amount of \$200,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1868 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 179 (133rd Street - Mission Road to Roe Avenue), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated July 15, 2000, shall mature by their stated terms and become due and payable on April 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.375% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after November 1, 2000, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected special assessments on property benefited by the Project, and to the extent said special assessments shall not be so collected and to the extent of the balance of the principal of and interest on said Notes not payable first from special assessments, there shall be levied

and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor, or in the absence of the Mayor, the President of the Council, and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.810% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

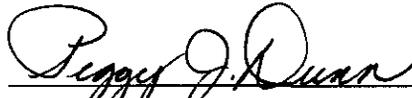
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

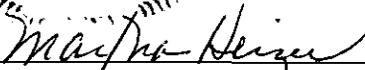
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 3rd day of July, 2000.





Peggy J. Dunk, Mayor



Martha Heizer, City Clerk

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 179
(133RD STREET - MISSION ROAD TO ROE AVENUE)

Form of Note

July 15, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of April, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.375% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after November 1, 2000, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of construction of 133rd Street between Mission Road and Roe Avenue in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-6a01, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 15th day of July, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1548

A RESOLUTION AMENDING AND RESTATING RESOLUTION NO. 1484, AS AMENDED, FINDING AS TO THE ADVISABILITY AND AUTHORIZING THE IMPROVEMENT AND CONSTRUCTION OF COLLEGE BOULEVARD FROM TOMAHAWK CREEK PARKWAY TO EL MONTE STREET WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-16a01 ET SEQ.

WHEREAS, a petition has been filed with the City Clerk of the City of Leawood, Kansas, by the owners of record of a majority of the property liable for assessment within an improvement district described in said petition, proposing the improvement of College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, as more specifically described hereinafter; and

WHEREAS, by Resolution No. 1484 duly adopted on November 15, 1999, the Governing Body found as to the advisability of and authorized the improvement and construction of College Boulevard from Tomahawk Creek Parkway to El Monte Street to include certain utility main improvements and burial of overhead power lines pursuant to K.S.A. 6a01, et seq., at an estimated cost of \$1,700,000; and

WHEREAS, by Resolution No. 1530 duly adopted on June 19, 2000, the Governing Body amended Resolution No. 1530 in order to modify the description of the improvements and the estimated cost thereof, the method of assessment of cost to account for allocation of a portion thereof among 120 previously unplatted lots within Tract 1 described therein, and to acknowledge that certain properties adjacent to the proposed improvements were not included within the improvement district because owners of such properties had previously paid costs associated with the cost of construction of College Boulevard in the area of the proposed improvements; and

WHEREAS, it is necessary to further amend Resolution No. 1484, as amended, so as to include within the improvement district those properties adjacent to the improvement previously excluded notwithstanding that those properties will not be assessed additionally for the costs of the improvement, and the Governing Body desires to amend and restate Resolution No. 1484, as so amended, as provided herein.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the City of Leawood, Kansas, that the following findings as to the advisability of improving College Boulevard within the City of Leawood, Kansas, as more particularly described hereinafter, are hereby made, to-wit:

Section 1. That it is necessary and in the public interest to make an improvement consisting of the following:

The improvement of College Boulevard in the City of Leawood, Kansas as follows:

Improving College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, including concrete curb and gutter, asphalt pavement, storm drainage, sidewalks, street lighting and such other appurtenances as are required pursuant to the final plans approved by the City of Leawood.

Section 2. The estimated or probable cost of the improvements, including issuance and administrative costs, is Four Hundred Ninety-One Thousand Dollars (\$491,000.00).

Section 3. That the Governing Body hereby further finds and determines that the boundaries of the improvement district are hereby established and fixed as the property within Johnson County, Kansas described in Exhibit A hereto and incorporated herein by this reference (the "Improvement District").

Section 4. The extent of the proposed Improvement District to be assessed is the property within the Improvement District described in Exhibit B hereto, subject to specific allocation as requested by the petitioners and approved by the City, it being acknowledged that those properties within the Improvement District which are not being assessed were previously burdened for costs of the establishment of College Boulevard and those properties which will be assessed are assessed the cost of the proposed improvements to equalize the burden of the establishment and improvement of College Boulevard among properties similarly benefitted.

Section 5. The method of assessment of the share of costs apportioned to the Improvement District shall be as follows:

The proposed method of assessment is to assess those properties within the Improvement District described in Exhibit B. The assessments shall be on a front foot basis of \$130 per abutting front foot for Tracts 2 and 3. Tract 1 shall be on a front foot basis of \$130 per abutting front foot prior to platting with the total amount computed further assessed equally to each of the 120 lots therein. Additionally, the property known as the Woods Development shall be assessed an additional amount equal \$130 times the front foot distance from the western abutting property line of the Woods Development on College Boulevard west to El Monte, such amount to be included in and divided among the 120 lots.

In addition to the foregoing, assessments to property within the Improvement District shall include interest on any temporary financing and expenses associated with the issuance of bonds which costs shall be assessed on the basis of the proportion which the assessment to each individual tract bears to the total cost of the improvement.

Section 6. The costs of the improvements specifically described herein shall be apportioned as follows:

Tract 1 (The Woods)

(1) The sum of \$134,213.30 (1032.41 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) The sum of \$183,453.40 (1411.18 front feet) shall be assessed to said tract for the costs of improving that portion of College Boulevard from the western abutting property line of said tract on College Boulevard west to El Monte; and

(3) Proportionate share of temporary financing and issuance costs; and

(4) The total of all the above cost to be equally shared by the 120 lots included therein.

Tract 2 (Tomahawk Creek Office 3rd Plat)

(1) The sum of \$59,426.90 (457.13 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) Proportionate share of temporary financing and issuance costs.

Tract 3 (Tomahawk Creek Office 4th Plat)

(1) The sum of \$54,225.60 (417.12 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

(2) Proportionate share of temporary financing and issuance costs.

The portion of the cost of the improvement that is not assessed to property within the Improvement District shall be paid from funding sources arranged by the City of Leawood or assessed to the City at-large. It is estimated that the percentage of the cost of the improvement to be paid from funding sources arranged by the City of Leawood or assessed to the City at-large is approximately three percent (3%).

Section 7. The advisability of the improvements described above is hereby established as authorized by K.S.A. 12-6a01 et seq.

Section 8. That the above described improvement is hereby authorized and declared to be necessary in accordance with the findings of the Governing Body as set out in this resolution.

Section 9. This Resolution shall take effect after its passage and publication once in the official city newspaper.

Section 10. The City Clerk is directed to file a copy of this Resolution with the Register of Deeds of Johnson County, Kansas, within five days of the adoption of this resolution.



ADOPTED by the Governing Body this 17th day of July, 2000.



Peggy Durin
Mayor

Attest:



Martha Heizer
City Clerk

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The Legal Record

Lewis Legal News, Inc.
213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

RES 1548

Publication Fees: \$118.78

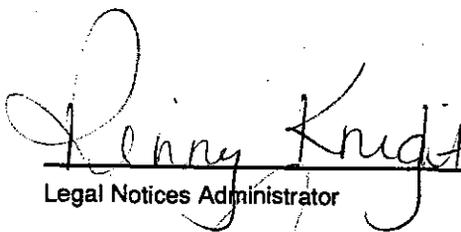
CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than five (5) years prior to the first publication of the notice attached, and has been admitted at the post office as second class matter (now called periodicals class). That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by

the following case number, if any) for 1 consecutive week(s), as follows:

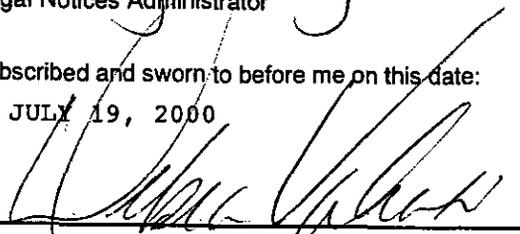
RESOLUTION NO. 1548--7/18/00



Legal Notices Administrator

Subscribed and sworn to before me on this date:

JULY 19, 2000



Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

\$118.78

3142123

#22⁰⁰

STATE OF KANSAS }
COUNTY OF JOHNSON } SS
FILED FOR RECORD

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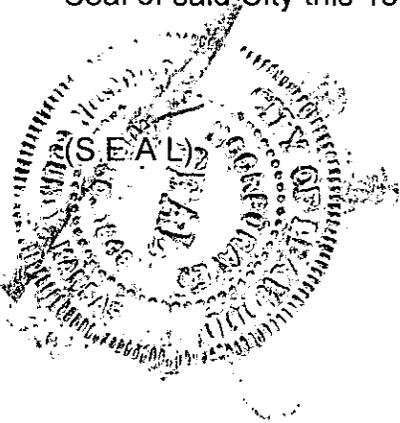
CERTIFICATE

SARA F. ULLMANN
REGISTER OF DEEDS

State of Kansas)
County of Johnson)
City of Leawood)

I, Martha Heizer, City Clerk of the City of Leawood, Kansas, hereby certify that the attached is a true and correct copy of Resolution No. 1548 as the same appears in my office.

In testimony whereof, I have hereunto signed my name and affixed the Seal of said City this 18th day of July, 2000.



Martha Heizer
Martha Heizer, City Clerk

BOOK 6641 PAGE 692

Ret - City of Leawood
4800 Town Center Dr.
Leawood KS 66211

2200
ck

RESOLUTION NO. 1548

A RESOLUTION AMENDING AND RESTATING RESOLUTION NO. 1484, AS AMENDED, FINDING AS TO THE ADVISABILITY AND AUTHORIZING THE IMPROVEMENT AND CONSTRUCTION OF COLLEGE BOULEVARD FROM TOMAHAWK CREEK PARKWAY TO EL MONTE STREET WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-16a01 ET SEQ.

WHEREAS, a petition has been filed with the City Clerk of the City of Leawood, Kansas, by the owners of record of a majority of the property liable for assessment within an improvement district described in said petition, proposing the improvement of College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, as more specifically described hereinafter; and

WHEREAS, by Resolution No. 1484 duly adopted on November 15, 1999, the Governing Body found as to the advisability of and authorized the improvement and construction of College Boulevard from Tomahawk Creek Parkway to El Monte Street to include certain utility main improvements and burial of overhead power lines pursuant to K.S.A. 6a01, et seq., at an estimated cost of \$1,700,000; and

WHEREAS, by Resolution No. 1530 duly adopted on June 19, 2000, the Governing Body amended Resolution No. 1530 in order to modify the description of the improvements and the estimated cost thereof, the method of assessment of cost to account for allocation of a portion thereof among 120 previously unplatted lots within Tract 1 described therein, and to acknowledge that certain properties adjacent to the proposed improvements were not included within the improvement district because owners of such properties had previously paid costs associated with the cost of construction of College Boulevard in the area of the proposed improvements; and

WHEREAS, it is necessary to further amend Resolution No. 1484, as amended, so as to include within the improvement district those properties adjacent to the improvement previously excluded notwithstanding that those properties will not be assessed additionally for the costs of the improvement, and the Governing Body desires to amend and restate Resolution No. 1484, as so amended, as provided herein.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the City of Leawood, Kansas, that the following findings as to the advisability of improving College Boulevard within the City of Leawood, Kansas, as more particularly described hereinafter, are hereby made, to-wit:

Section 1. That it is necessary and in the public interest to make an improvement consisting of the following:

The improvement of College Boulevard in the City of Leawood, Kansas as follows:

Improving College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood, including concrete curb and gutter, asphalt pavement, storm drainage, sidewalks, street lighting and such other appurtenances as are required pursuant to the final plans approved by the City of Leawood.

Section 2. The estimated or probable cost of the improvements, including issuance and administrative costs, is Four Hundred Ninety-One Thousand Dollars (\$491,000.00).

Section 3. That the Governing Body hereby further finds and determines that the boundaries of the improvement district are hereby established and fixed as the property within Johnson County, Kansas described in Exhibit A hereto and incorporated herein by this reference (the "Improvement District").

Section 4. The extent of the proposed Improvement District to be assessed is the property within the Improvement District described in Exhibit B hereto, subject to specific allocation as requested by the petitioners and approved by the City, it being acknowledged that those properties within the Improvement District which are not being assessed were previously burdened for costs of the establishment of College Boulevard and those properties which will be assessed are assessed the cost of the proposed improvements to equalize the burden of the establishment and improvement of College Boulevard among properties similarly benefitted.

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(1) The sum of \$59,426.90 (457.13 front feet) shall be assessed to said tract for the costs of improving College Boulevard abutting said property; and

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ADOPTED by the Governing Body this 17th day of July, 2000.

(S E A L)



Peggy Duff
Mayor

Attest:



Martha Heizer
City Clerk

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RESOLUTION NO. 1549

The Leawood City Council has considered the request for approval of final plat of Camden Woods 2nd Plat located at approximately 143rd Street and Kenneth Road hereby finds the following:

WHEREAS, the final plat is in substantial compliance with the preliminary plat, and;

WHEREAS, the final plat allows for the construction of 61 single-family homes and 66 patio / cluster homes on 57.481 acres for a density of 2.21 units per acre, and;

WHEREAS, this area is master planned as low density residential, and;

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The development is limited to 61 single-family (RP-1) lots and 66 cluster (RP-4) homes.
2. Sign permits shall be obtained prior to the installation of any signs.
3. The developer must pay a Park Impact Fee in the amount of \$300 per dwelling unit. The amount to be paid prior to recording of the plat is \$38,100.
4. An erosion control plan for both construction and long term must be a part of the final engineering plans. The City Engineer must approve these plans.
5. All streets within the subdivision will be public. Auto courts are not to be considered as private streets, and will be maintained by the homeowner's association.
6. The developer or Homes Association shall maintain any plantings or statuary within the street right-of-way.
7. All formal landscape areas will be irrigated.
8. All common areas and trails will be built by the developer and maintained by the homes association.
9. *All Public Works issues shall be resolved per the attached memo, prior to recording of the plat.*
10. All sidewalks will be installed as per street construction standards to the satisfaction of the public works department. Sidewalks are required along Kenneth Road from the present terminous south to the north line of 144th Street as well as in the interior of the subdivision.
11. All shade trees shall be at a minimum three inches in diameter when planted.
12. No chimney shall be constructed with the pool house.
13. In the future, if any additional parking spaces are deemed necessary for the pool and cabana area the homeowners association or developer will be required to construct them.
14. The developer is responsible for construction of the road or \$130.00 per linear front foot for improvements to Kenneth Road. (410 feet X \$130 = \$53,300)
15. A revised landscape plan showing the location of all trees, shrubs, grasses, etc., and the calculations for the required number of street trees shall be submitted to Planning Staff.
16. The applicant / developer shall provide information insuring that a fire truck can turn around the private street cul-de-sacs.
17. All private drives 150 feet in length and over shall be constructed to City of Leawood street standards, except for they are only required to be 24 feet back to back.

18. The applicant shall meet with the Fire Marshall to determine if any of the cul-de-sacs 150 feet in length or more require either cul-de-sacs or hammer heads to allow for fire trucks to turn around.
19. The villas portion of this plat near the 144th and Kenneth Road intersection shall be graded to the future Kenneth Road grading once it is improved. This will insure that the City of Leawood will not be required to do any grading outside of the Kenneth Road right-of-way when it is improved to a four lane roadway.
20. Medians shall be constructed in Meadow Court (North), per Fire Department requirements.
21. The applicant shall submit a letter stating that they are in agreement with stipulations one through twenty-one.

WHEREAS, the developers/owners agree to these stipulations,

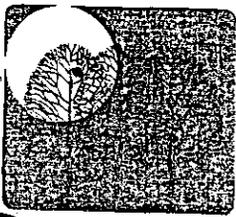
NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the final plat for Camden Woods 2nd Plat with stipulations.

Adopted by the Governing Body this 17th day of July, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Attest
Martha Heizer
Martha Heizer City Clerk



City of Leawood

4800 Town Center Drive • Leawood, Kansas 66211 • (913) 339-6700
(913) 339- 6781 Fax
(913) 339-6225 TDD

April 18, 2000

To: Diane Binckley, Planning Services Administrator
Department of Planning and Development

From: Shahram Pourazari, P.E., City Engineer *SP*
Public Works Department

Re: Final Site Plan and Plat, Camden Woods 2nd Plat, Case No. 16-00

The Public Works Department has reviewed the final site plan and plat for the referenced project and would like to make the following stipulations part of the plat approval process.

FINAL SITE PLAN

These issues have been resolved

- Meadow Court (North)
 1. The cul-de-sac is approximately 670 feet in length and must be revised to comply with City standards (sheet 3).
 2. Revise the street centerline radius (119.62) to comply with City standards (page 10).
- Meadow Court (South)
Revise the street centerline radius (165 feet) to comply with City standards (page 10).
- Per City standards (page 10), the maximum radius for islands in cul-de-sacs is 12 feet. Revise the islands to comply.
- Provide the existing and proposed or future profile grade along the entire east frontage of the site on Kenneth Road. The profile grade should be established to a reasonable limit beyond the south boundary line of plat, approximately 200-250 feet. Compute the current and proposed site distance for the crest vertical curve on Kenneth Road in the vicinity of the intersection. It appears that adequate site distance is not available in the vicinity of the intersection. Therefore, improvements must be made to Kenneth Road. Kenneth Road improvements must be coordinated with City of Overland Park since Overland Park maintains the east half of Kenneth Road in this area.
- Complete a stormwater drainage study for the project in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and all applicable sections of APWA Section 5600. The study shall be submitted in report format (spiral bound with cover), including appropriate text, tables, and figures.
- The developer shall obtain and submit to the Building Official a copy of the N.P.D.E.S. Land Disturbance permit for the project issued by the Kansas Department of Health and Environment prior to any grading work at the site.
- All public improvements shall be designed and constructed in accordance with the City of Leawood Public Works Department Public Improvement Construction Standards (Revised January 2000) and the City's Stormwater Management Ordinance (Ordinance No. 1839 C).

- The permit fee for plan review and construction observation services provided by the Engineering /Inspection Division of the Public Works Department shall be 7% of the construction cost for the public improvements. The fee will be charged and collected from the Contractor at the time the permit is issued by the Public Works Department.
- All public street and storm drainage improvements to be completed as part of the development will require a permit from the Public Works Department. The plat will not be released for recording until all permits from Public Works Department have been obtained by the Contractors and all applicable Public Works Department requirements have been met.
- The developer shall obtain and submit to the Public Works Department a copy of all local, state and federal permits required for construction of the project.
- All construction plans for public improvements such as streets, storm drainage, and street lights, that will be constructed in conjunction with the requirements for this plat, shall be prepared and submitted for review to the Engineering Division of the Public Works Department after approval by the City Council. Construction plans for public improvements submitted to the Public Works Department for review prior to the approval of the plat by the City Council will not be reviewed and returned to the engineer without further consideration.

FINAL PLAT

- Resubmit the plat for review after the above revisions have been completed.

If you have any questions regarding this matter, please feel free to contact me at extension 132.

bgs

cc: Public Works Book
File

RESOLUTION NO. 1550

The Leawood City Council has considered the request for approval of preliminary and final plat for the White Estate Subdivision located at approximately 143rd Street between Mission Road and Nall Ave. and hereby finds the following:

WHEREAS, the property is zoned RP-A5, Planned Large Lot Single Family Residential, allowing for five acre lots, and

WHEREAS, the subdivision is a single, ten acre lot, and

WHEREAS, the plat does meet all performance standards as set out in the Leawood Development Ordinance, and

WHEREAS, the applicant is required to pay a park impact fee, and

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

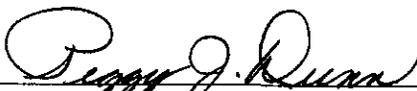
1. The final plat must be recorded prior to issuance of a building permit.
2. The applicant will not oppose a future benefit district for 143rd Street improvements.
3. If a house is built on this lot which is greater than 500 ft. (travel distance) from an existing fire hydrant, the house must either be sprinkled or a fire hydrant constructed within 500 ft. (travel distance) of the house.
4. The applicant is responsible for a \$300 Park Impact Fee to be paid prior to recording of the plat.
5. The applicant must obtain all approvals and permits from the Public Works Department.
6. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through six.

WHEREAS, the developers/owners agree to these stipulations,

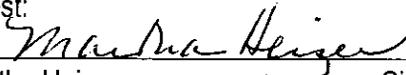
NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the preliminary and final plat of the White Estate subdivision with stipulations.

Adopted by the Governing Body this 17th day of July, 2000.





Peggy J. Dunn Mayor

Attest:


Martha Heizer City Clerk

RESOLUTION NO. 1551

The Leawood City Council has considered the request for approval of rezoning from AG, Agriculture to RP-4, Planned Cluster Residential District, preliminary site plan and plat of Summertree Villas located at the southwest corner of 143rd and Mission Road hereby finds the following:

WHEREAS, this area is master planned medium density residential, single family detached, and;

WHEREAS, the RP-4 zoning is an allowed zoning in the medium density residential category of the Master Plan, and;

WHEREAS, the site will be limited to 37 lots on 17.27 acres, and;

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

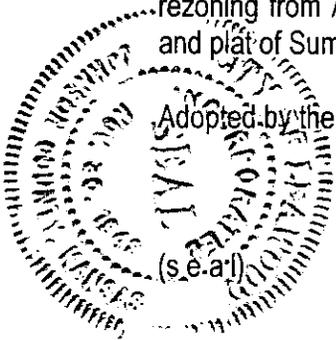
1. The development is limited to 37 single-family lots on 17.26 acres.
2. The developer must pay a Park Impact Fee in the amount of \$300 per dwelling unit. The amount to be paid prior to recording of the plat is \$11,100.
3. The developer must pay a \$130 per lineal frontage for 151st Street and Mission Road. (\$130 x 1729.08 = \$224,780.40)
4. A South Leawood Transportation Impact Fee of \$27,042.38 shall be paid prior to recording of the plat. (2.22 miles from 135th Street x \$625 x 19.49 acres)
5. All structures shall maintain a 22.5-foot front yard setback unless the Board of Zoning Appeals approves a variance.
6. Only Class A roof material may be used on all properties.
7. All structures shall maintain 7.5 foot side yards and at a minimum 15 feet between structures.
8. The lot dimensions shall be provided on the final plat.
9. For those trees outside the 25 foot no cut line a tree survey shall be conducted and the applicant shall attempt to retain as many trees as possible.
10. All trees, which are within 25 feet of the south property line, shall be retained.
11. A five-foot wrought iron fence shall be constructed along the south property line.
12. An erosion control plan for both construction and long term must be a part of the final engineering plans. The City Engineer must approve these plans.
13. All streets within the subdivision will be public. The developer or Homes Association will maintain any plantings or statuary within the street right-of-way. A maintenance agreement between the City and developer/homeowner's association for the proposed landscape medians and any other approved privately owned amenities in the public right-of-way shall be finalized prior to construction of them.
14. Sidewalks are required per street construction standards. Sidewalks shall be provided along both sides of the two western cul-de-sacs.
15. Street trees must be installed (planted 40 feet apart on center) on both sides of all public streets. An additional 20 street trees shall be planted. All other proposed trees shown on the landscape plan shall be retained.
16. Site distance triangles shall be platted at the intersections of 151st and Mission Road.

17. All utilities must be placed underground.
18. The walking path shall be moved entirely off of Lot 23.
19. Access easements shall be provided for the areas where the walking path is located on private lots.
20. The proposed detention area shall not be located on any single-family lots. The detention area shall be labeled, as a tract and appropriate wording shall be included in the plat text.
21. All common areas shall be platted as tracts with the appropriate description provided on the plat and in the platting text.
22. The three cul-de-sacs shall be a 23 foot back to back roadway, which only allows for one-way traffic per Public Works. It shall also meet all other Public Works standards. The remainder of the streets in the Subdivision shall be constructed to meet the City of Leawood Public Works' standards for a two-way roadway.
23. At the time of final approval additional information shall be provided for the proposed statuaries, architecture features, water features, monument signage, elevations of the wrought iron fence, and islands in the cul-de-sacs.
24. Appropriate language shall be included in the plat's text detailing the 25 foot no build/no cut line along the south property line.
25. All regulations of the Public Works department must be resolved prior to recording of the plat, per attached Public Works memo.
26. This preliminary plan approval shall lapse in five years, if construction has not begun on this project or if such construction is not being diligently pursued; provided, however, that developer may request a hearing before the City Council to request an extension of this time period. The City Council may grant such an extension for a definite period of time for good cause shown by the developer.
27. All shared driveways shall be excluded from each individual lot and shall be platted as part of common area to be maintained by the homeowner's associations.
28. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through twenty-eight.

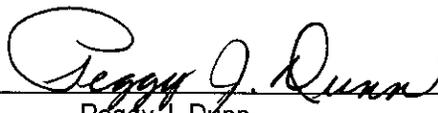
WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the rezoning from AG, Agriculture to RP-4, Planned Cluster Residential District, preliminary site plan and plat of Summertree Villas with stipulations.

Adopted by the Governing Body this 17th day of July, 2000.



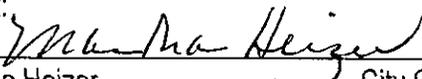
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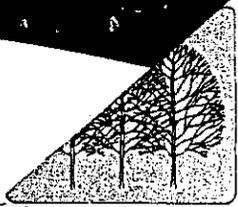
Peggy J. Dunn

Mayor

Attest:



Martha Heizer
City Clerk



City of Leawood

4800 Town Center Drive • Leawood, Kansas 66211 • (913) 339-6700
(913) 339-6781 Fax
(913) 339-6225 TDD

May 18, 2000

SP

To: Diane Binckley, Planning Services Administrator
Department of Planning and Development

From: Shahram Pourazari, P.E., City Engineer
Public Works Department

Re: Preliminary Site Plan and Plat, Summertree Villas, Case No. 23-00

The Public Works Department has reviewed the preliminary site plan and plat for the referenced project and would like to make the following stipulations part of the plat approval process.

- Provide 60 feet of right-of-way adjacent to 151st Street to comply with the City's Public Improvement Construction Standards for primary arterials. Indicate the above dimension on the site plan.
- Provide 50 feet of right-of way adjacent to Mission Road to comply with the City's Public Improvement Construction Standards for secondary arterials. Indicate the above dimension on the site plan.
- Check each entrance into the proposed development to ensure adequate stopping site distance is available for vehicles traveling on 151st Street and Mission Road. If adequate stopping site distance is not available, the entrances must be relocated.
- Future proposed Fontana shall be designed to comply with the City's Public Improvement Construction Standards for residential local streets. Provide horizontal centerline curve data on the site plan for future proposed Fontana. The horizontal alignment shown for existing Fontana Avenue does not conform with the proposed future horizontal alignment. We would like for you to provide our department with a possible conceptual layout of how the proposed curb cut for future extension of the public roadway will tie into existing Fontana.
- All public street construction within the development shall comply with the City's Public Improvement Construction Standards for residential local streets. The Public Works Department requires 12 feet of parkway between the back of the curb and the right-of-way line along circular drives.
- The proposed street configuration to the west of the Mission Road entrance provides an unsafe traffic pattern in the vicinity of the intersection and is problematic in terms of vehicular movements. Eliminate construction of the proposed circular drive, and install a horizontal "S" curve and u-drive per City of Leawood Standards to provide access to the adjacent lots. This will provide direct access to the public street for each platted lot and eliminate all traffic hazards and concerns.
- The proposed brick pavers shall be eliminated from the public streets due to the difficulties to maintain the appearance of the pavers when the street is overlaid or sealed with slurry material.

- The width of the turnarounds shall be 23-feet (back of curb to back of curb). Use Type C curb for the interior island for each turnaround. Revise the street centerline at the end of each turnaround so that street centerline matches the centerline of the turnaround.
- The developer must complete a stormwater drainage study for the project in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and all applicable sections of APWA. The study shall be submitted in report format (spiral bound with cover), including appropriate text, tables, and figures. The scope of the study shall include, but not be limited to, determination of the 100-year water surface elevation for Negro Creek for ultimate development conditions in the watershed. Minimum low water openings shall be established based on the above water surface elevations.
- The proposed development is located in a FEMA designated floodplain. Accordingly, development within the floodplain shall comply with all applicable floodplain ordinances of the City of Leawood. The developer shall complete a HEC-RAS water surface profile analysis to confirm the 100-year water surface elevation has not been increased by more than one foot in the flood fringe and no changes in water surface elevation have occurred in the floodway.
- Check the delineation of the FEMA floodplain shown on the site plan. The floodplain limits indicated in the golf course do not coincide or follow the creek alignment.
- The developer shall install adequate erosion control measures, including installation of a temporary siltation basin, during construction to prevent silt and mud from entering onto the golf course.
- All proposed common areas shall be located within tracts, and the purpose and intent of the tract identified on the plat.
- The developer shall be responsible for obtaining all local, state, and federal permits required for construction of the project. The developer shall submit the necessary documentation to the Kansas Division of Water Resources and the Corps of Engineers for the review of the proposed facilities within the floodplain area and obtain all the necessary permits for the construction of the dam and other amenities.
- All public improvements to be completed as part of the development will require a permit from the Public Works Department. Building permits for the project will not be issued by the Building Official and the plat will not be released for recording until all permits from Public Works Department have been obtained by the Contractor.
- The developer shall obtain and submit the Building Inspection/Code Enforcement Department a copy of the N.P.D.E.S. land disturbance permit for the project issued by the Kansas Department of Health and Environment prior to any grading work at the site.
- All public improvements shall be designed and constructed in accordance with the City of Leawood Public Works Department Public Improvement Construction Standards (Revised January 2000) and the City's Stormwater Management Ordinance (Ordinance No. 1839 C).
- The permit fee for plan review and construction observation services provided by the Engineering/Inspection Division of the Public Works Department shall be 7% of the construction cost of the public improvements. The fee will be charged and collected from the Contractor at the time the permit is issued by the Public Works Department.
- A pre-design meeting shall be conducted with the City Engineer to discuss design criteria, plan preparation standards, and construction standards for the project. The engineer for the developer shall be responsible for contacting the City Engineer to arrange a time for the meeting.

- the
set
- Preliminary street and storm sewer plans shall be submitted to the Engineering Division of the Public Works Department for review of proposed street grades, intersection layout, inlet locations, storm sewer alignment, separation between sanitary sewer and proposed storm sewer, and storm sewer outfall locations. The preliminary submittal shall include the title sheet, general layout sheet, street plan and profile sheets (with inlets locations shown), and the drainage area map with all off-site drainage areas delineated and drainage area tributary to each proposed inlet. The engineer shall contact the City Engineer to set up a time to meet and discuss the preliminary plans.

If you have any questions regarding this matter, please feel free to contact me at extension 132.

bgs

cc: Public Works Book
File

RESOLUTION NO. 1552

The Leawood City Council has considered the request for approval of a rezoning from SD-CR to RP-A, preliminary plat, final plat and preliminary plan of Mission Farms Clubhouse, located approximately at 105th Street and Howe, and hereby finds the following:

WHEREAS, the property is Master Planned Low Density Residential, and;

WHEREAS, the project is limited to one lot on 0.760 acres, and;

WHEREAS, the project is an accessory use to residential, and;

WHEREAS, there will be no above ground lighting of the pool and tennis court, and;

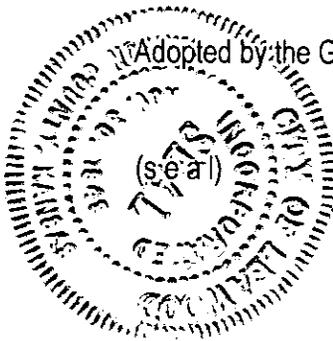
NOW, THEREFORE BE IT RESOLVED that the Plan Commission does hereby approve the request for a rezoning from SD-CR to RP-A, preliminary plat, final plat and preliminary plan with the following stipulations:

1. The plat is limited to 1 lot on 0.760 acres.
2. All common landscape areas are to be irrigated.
3. Landscape plans sealed by a landscape architect shall be provided.
4. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required prior to final engineering plans.
5. The developer or Homes Association will maintain any plantings within the street right-of-way.
6. All sidewalks will be installed as per street construction standards.
7. Show all building lines and easements on the preliminary and final plat. Building lines shall be 50 ft. from the street R.O.W. of 105th Street, 25 ft. from the east and west property lines and 50 ft. from the south property line.
8. The development must meet all the requirements of the 1997 Uniform Building Code.
9. A wood shake roof is allowed only on residential buildings. The clubhouse is required to have a "Class A" roof.
10. No above ground lighting will be allowed around the pool or tennis courts.
11. Any lighting of the property shall not exceed 0.5 foot candles measured anywhere along the adjacent property lines.
12. The tennis court shall be designed so that the surface water will be carried to the street or storm drainage system on the owner's property, or by underground pipe to the public street or storm drainage system, or if across other ownership's, easements must be obtained. A statement along with a detailed drawing from a professional engineer, P.E., shall be submitted showing and stating that these drainage requirements have been or will be met.
13. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through thirteen.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the preliminary plat, final plat and preliminary plan for Mission Farms Clubhouse with stipulations.

Adopted by the Governing Body this 17th day of July, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Attest: Martha Heizer
Martha Heizer City Clerk

RESOLUTION NO. 1553

A RESOLUTION FINDING AS TO THE ADVISABILITY AND AUTHORIZING THE CONSTRUCTION OF IMPROVEMENTS TO 135TH STREET AND ROE AVENUE WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-16a01 ET SEQ.

WHEREAS, a petition has been filed with the City Clerk of the City of Leawood, Kansas, by the owners of record of a majority of the properties sought to be included in an improvement district described in said petition, proposing the improvement of 135th Street and Roe Avenue south to 137th Street in the City of Leawood, as more specifically described herein.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the City of Leawood, Kansas, that the following findings as to the advisability of improving 135th Street and Roe Avenue within the City of Leawood, Kansas, as more particularly described hereinafter, are hereby made, to-wit:

Section 1. That it is necessary and in the public interest to make an improvement consisting of the following:

The construction of a right-turn lane on 135th Street from approximately 1320 feet West of Roe Avenue to Roe Avenue, constructed to standards as defined by the City of Leawood, Kansas; the construction of Roe Avenue from 135th Street south to 137th Street on the West side, including curb and gutter, pavement, storm drainage, sidewalks and street lights as required pursuant to the final plans as approved by the City of Leawood; the construction of sidewalks along 135th Street and Roe Avenue for the portions as described in Exhibit A and Exhibit B hereto; the construction of plaza and landscaped areas near the intersections of 137th Street and Roe Avenue and 135th Street and Roe Avenue; and all utility relocations as may be required for the construction of the above-described improvements.

Section 2. The estimated or probable cost of the improvements, including issuance and administrative costs, is Seven Hundred Thousand Dollars (\$700,000.00), exclusive of cost to acquire any necessary easements and right-of-way.

Petitioners agree to provide all easements and right-of-way necessary for the improvement without cost to the City.

Section 3. That the Governing Body hereby further finds and determines that the boundaries of the improvement district are hereby established and fixed as the property within Johnson County, Kansas as depicted in Exhibit A and described in Exhibit B hereto which are incorporated herein by this reference (the "Improvement District").

Section 4. The extent of the proposed Improvement District to be assessed is all property within the Improvement District described in Exhibit B hereto, subject to any specific allocation as requested by the petitioners and approved by the City.

Section 5. The method of assessment of the share of costs apportioned to the Improvement District shall be to assess all property within the Improvement District. Such assessments shall be on a square foot basis against all such property. Financing of the improvements shall provide for payment of assessments against the Improvement District over a term of fifteen years.

Section 6. The costs of the improvements described herein shall be apportioned 100% to the Improvement District and 0% to the City.

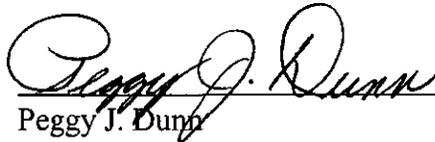
Section 7. That the above described improvement is hereby authorized and declared to be necessary in accordance with the findings of the Governing Body as set out in this resolution. The advisability of the improvements described above is hereby established as authorized by K.S.A. 12-6a01 et seq.

Section 8. This resolution shall take effect after its passage and publication once in the official city newspaper.

Section 9. The City Clerk is directed to file a copy of this resolution with the Register of Deeds of Johnson County, Kansas, within five days of the adoption of this resolution.

ADOPTED by the Governing Body this 17th day of July, 2000.




Peggy J. Dunn
Mayor

Attest:


Martha Heizer
City Clerk

APPROVED AS TO FORM:

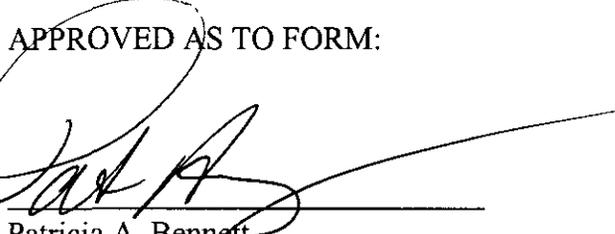
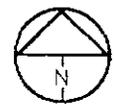
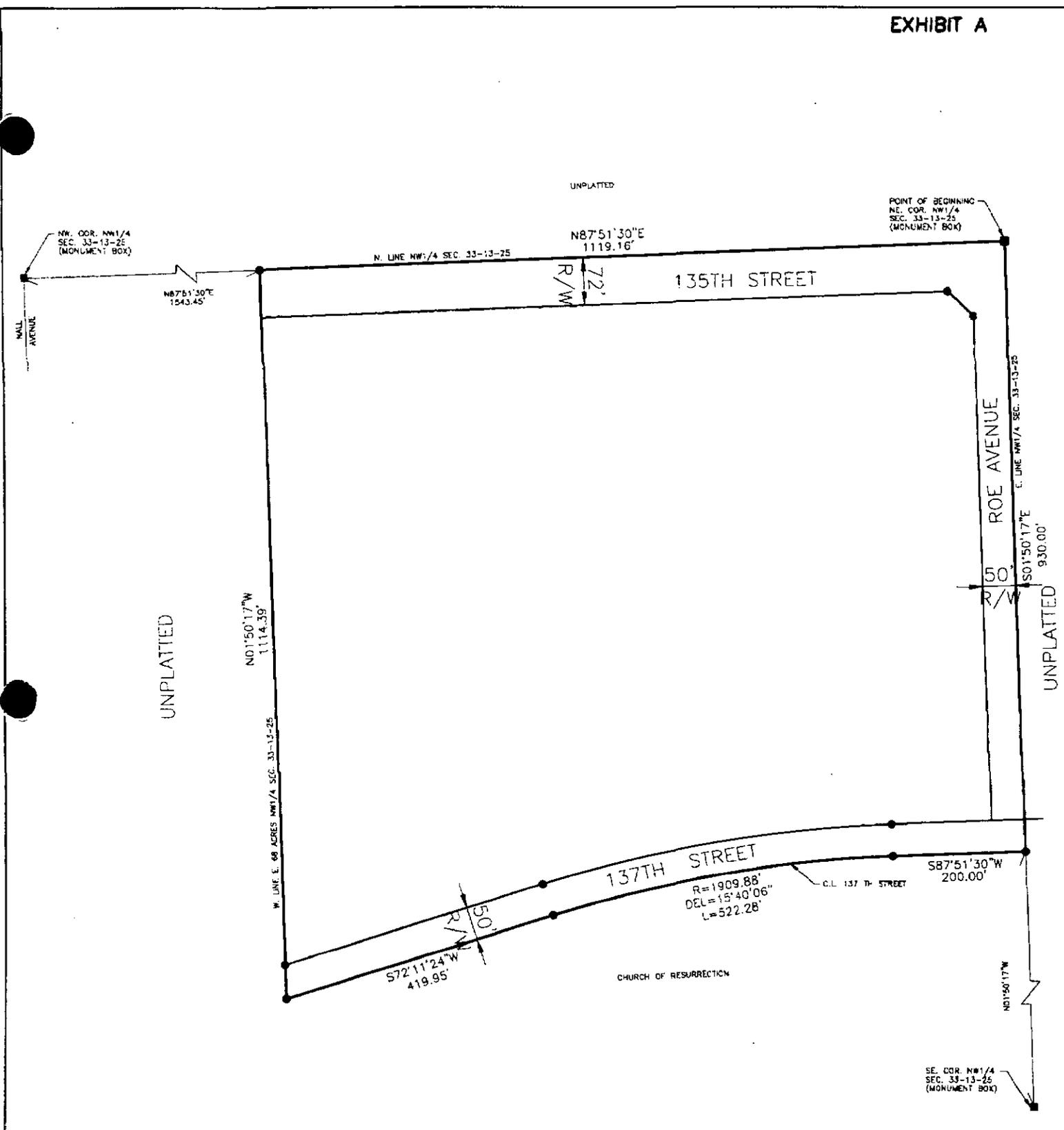

Patricia A. Bennett
City Attorney

EXHIBIT A



PLAT OF LEGAL DESCRIPTION
 PROPOSED IMPROVEMENT DISTRICT
 PART OF NW 1/4, SEC. 33-13-25
 LEAWOOD, JOHNSON COUNTY, KANSAS

DATE:	6/12/00
PROJ. NO.:	99-209
DRAWN BY:	KTW
SCALE:	1"=200'

SCHLAGEL & ASSOCIATES, P.A.
 PLANNERS • ENGINEERS • SURVEYORS

LANDSCAPE ARCHITECTS

12201 WEST 88TH STREET, LENEXA, KANSAS 66215

Phone: (913) 492-5158 • Fax: (913) 492-8400

EXHIBIT B

All that part of the Northwest One-Quarter of Section 33, Township 13 South, Range 25 East, now in the City of Leawood, Johnson County, Kansas, being more particularly described as follows:

Beginning at the Northeast corner of the Northwest One-Quarter of said Section 33; thence South $01^{\circ}50'17''$ East, along the East line of the Northwest One-Quarter of said Section 33, a distance of 930.00 feet to a point on the centerline of 137th Street, as now established; thence South $87^{\circ}51'30''$ West, along the centerline of said 137th Street, a distance of 200 feet to a point of curvature; thence Westerly and Southwesterly along the centerline of said 137th Street, said line being on a curve to the left having a radius of 1909.88 feet, a central angle of $15^{\circ}40'06''$, and a distance of 522.28 feet to a point of tangency; thence South $72^{\circ}11'24''$ West along the centerline of said 137th Street, a distance of 419.95 feet to a point on the West line of the East 68 acres of the Northwest One-Quarter of said Section 33; thence North $01^{\circ}50'17''$ West a distance of 1114.39 feet to a point on the North line of the Northwest One-Quarter of said Section 33; thence North $87^{\circ}51'30''$ East, along the North line of the Northwest One-Quarter of said Section 33, a distance 1119.16 feet to the POINT OF BEGINNING and containing 25.3547 gross acres, more or less, EXCEPT those parts lying within public right-of-way.

The Legal Record

Lewis Legal News, Inc.
213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

RES1553

Publication-Fees: \$66.24

CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

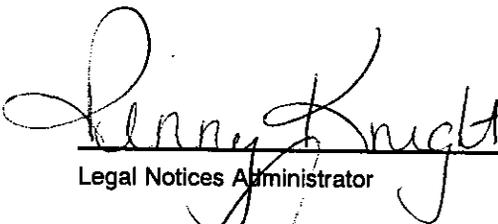
Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than five (5) years prior to the first publication of the notice attached, and has been admitted at the post office as second class matter (now called periodicals class).

That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by

the following case number, if any) for 1 consecutive week(s), as follows:

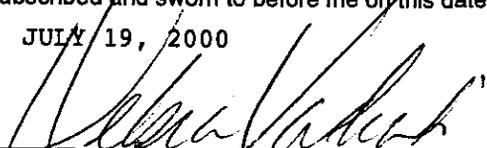
RESOLUTION NO. 1553--7/18/00



Legal Notices Administrator

Subscribed and sworn to before me on this date:

JULY 19, 2000



Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

\$66.24

3142124

STATE OF KANSAS]ss
COUNTY OF JOHNSON]
FILED FOR RECORD

2000 JUL 25 P 2:05.5

SARA F. ULLMANN
REGISTER OF DEEDS

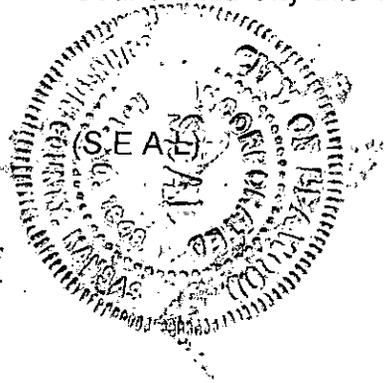
CERTIFICATE

#1600

State of Kansas)
County of Johnson)
City of Leawood)

I, Martha Heizer, City Clerk of the City of Leawood, Kansas, hereby certify that the attached is a true and correct copy of Resolution No. 1553 as the same appears in my office.

In testimony whereof, I have hereunto signed my name and affixed the Seal of said City this 18th day of July, 2000.



Martha Heizer
Martha Heizer, City Clerk

RESOLUTION NO. 1553

A RESOLUTION FINDING AS TO THE ADVISABILITY AND AUTHORIZING THE CONSTRUCTION OF IMPROVEMENTS TO 135TH STREET AND ROE AVENUE WITHIN THE CITY OF LEAWOOD, KANSAS, PURSUANT TO THE PROVISIONS OF K.S.A. 12-16a01 ET SEQ.

WHEREAS, a petition has been filed with the City Clerk of the City of Leawood, Kansas, by the owners of record of a majority of the properties sought to be included in an improvement district described in said petition, proposing the improvement of 135th Street and Roe Avenue south to 137th Street in the City of Leawood, as more specifically described herein.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the City of Leawood, Kansas, that the following findings as to the advisability of improving 135th Street and Roe Avenue within the City of Leawood, Kansas, as more particularly described hereinafter, are hereby made, to-wit:

Section 1. That it is necessary and in the public interest to make an improvement consisting of the following:

The construction of a right-turn lane on 135th Street from approximately 1320 feet West of Roe Avenue to Roe Avenue, constructed to standards as defined by the City of Leawood, Kansas; the construction of Roe Avenue from 135th Street south to 137th Street on the West side, including curb and gutter, pavement, storm drainage, sidewalks and street lights as required pursuant to the final plans as approved by the City of Leawood; the construction of sidewalks along 135th Street and Roe Avenue for the portions as described in Exhibit A and Exhibit B hereto; the construction of plaza and landscaped areas near the intersections of 137th Street and Roe Avenue and 135th Street and Roe Avenue; and all utility relocations as may be required for the construction of the above-described improvements.

Section 2. The estimated or probable cost of the improvements, including issuance and administrative costs, is Seven Hundred Thousand Dollars (\$700,000.00), exclusive of cost to acquire any necessary easements and right-of-way.

Petitioners agree to provide all easements and right-of-way necessary for the improvement without cost to the City.

Section 3. That the Governing Body hereby further finds and determines that the boundaries of the improvement district are hereby established and fixed as the property within Johnson County, Kansas as depicted in Exhibit A and described in Exhibit B hereto which are incorporated herein by this reference (the "Improvement District").

Section 4. The extent of the proposed Improvement District to be assessed is all property within the Improvement District described in Exhibit B hereto, subject to any specific allocation as requested by the petitioners and approved by the City.

Section 5. The method of assessment of the share of costs apportioned to the Improvement District shall be to assess all property within the Improvement District. Such assessments shall be on a square foot basis against all such property. Financing of the improvements shall provide for payment of assessments against the Improvement District over a term of fifteen years.

Section 6. The costs of the improvements described herein shall be apportioned 100% to the Improvement District and 0% to the City.

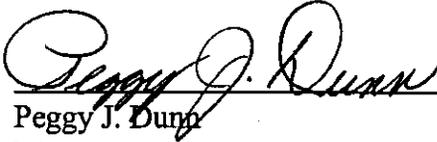
Section 7. That the above described improvement is hereby authorized and declared to be necessary in accordance with the findings of the Governing Body as set out in this resolution. The advisability of the improvements described above is hereby established as authorized by K.S.A. 12-6a01 et seq.

Section 8. This resolution shall take effect after its passage and publication once in the official city newspaper.

Section 9. The City Clerk is directed to file a copy of this resolution with the Register of Deeds of Johnson County, Kansas, within five days of the adoption of this resolution.

ADOPTED by the Governing Body this 17th day of July, 2000.

(S E A L)



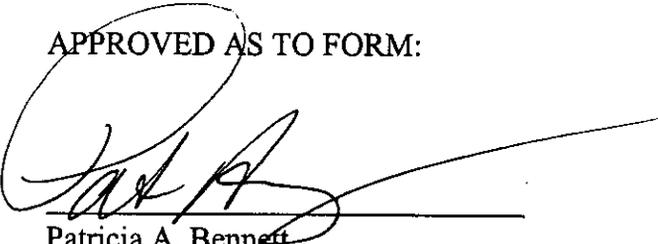
Peggy J. Dunn
Mayor

Attest:



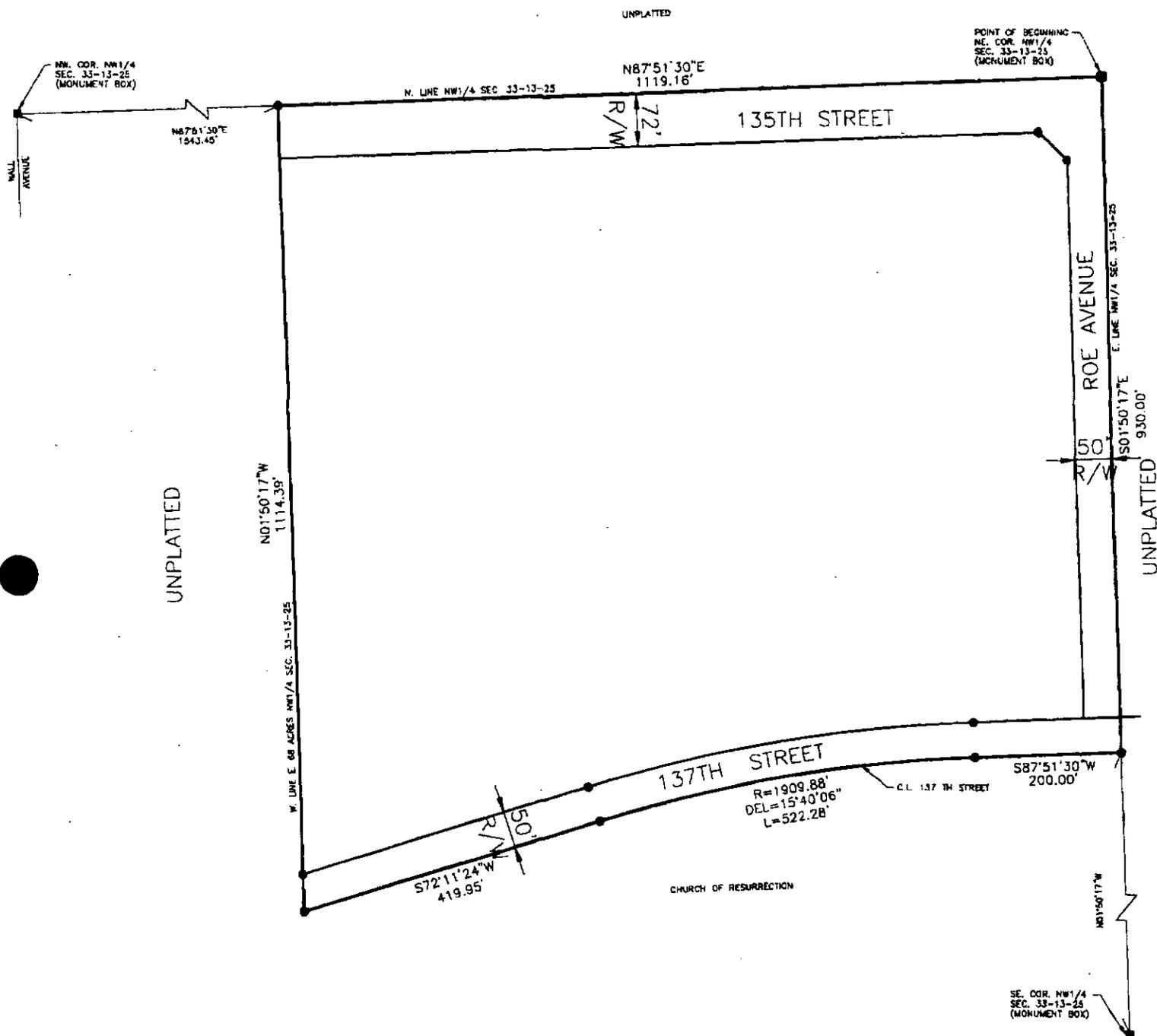
Martha Heizer
City Clerk

APPROVED AS TO FORM:



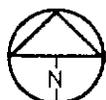
Patricia A. Bennett
City Attorney

EXHIBIT A



BOOK 6641 PAGE 705

PLAT OF LEGAL DESCRIPTION
PROPOSED IMPROVEMENT DISTRICT
PART OF NW 1/4, SEC. 33-13-25
LEAWOOD, JOHNSON COUNTY, KANSAS



DATE:	6/12/00
PROJ. NO.:	99-209
DRAWN BY:	KTW
SCALE:	1" = 200'

SCHLAGEL & ASSOCIATES, P.A.
PLANNERS • ENGINEERS • SURVEYORS
LANDSCAPE ARCHITECTS

12201 WEST 88TH STREET, LENEXA, KANSAS 66215

Phone: (913) 492-5158 • Fax: (913) 492-8400

EXHIBIT B

All that part of the Northwest One-Quarter of Section 33, Township 13 South, Range 25 East, now in the City of Leawood, Johnson County, Kansas, being more particularly described as follows:

Beginning at the Northeast corner of the Northwest One-Quarter of said Section 33; thence South $01^{\circ}50'17''$ East, along the East line of the Northwest One-Quarter of said Section 33, a distance of 930.00 feet to a point on the centerline of 137th Street, as now established; thence South $87^{\circ}51'30''$ West, along the centerline of said 137th Street, a distance of 200 feet to a point of curvature; thence Westerly and Southwesterly along the centerline of said 137th Street, said line being on a curve to the left having a radius of 1909.88 feet, a central angle of $15^{\circ}40'06''$, and a distance of 522.28 feet to a point of tangency; thence South $72^{\circ}11'24''$ West along the centerline of said 137th Street, a distance of 419.95 feet to a point on the West line of the East 68 acres of the Northwest One-Quarter of said Section 33; thence North $01^{\circ}50'17''$ West a distance of 1114.39 feet to a point on the North line of the Northwest One-Quarter of said Section 33; thence North $87^{\circ}51'30''$ East, along the North line of the Northwest One-Quarter of said Section 33, a distance 1119.16 feet to the POINT OF BEGINNING and containing 25.3547 gross acres, more or less, EXCEPT those parts lying within public right-of-way.

RESOLUTION NO. 1554

A RESOLUTION DECLARING IT NECESSARY TO APPROPRIATE PRIVATE PROPERTY FOR THE USE OF THE CITY OF LEAWOOD, KANSAS FOR THE STORMWATER IMPROVEMENT PROJECT LOCATED AT 84TH STREET AND STATE LINE ROAD. [SMAC PROJECT # DB-04-015]

WHEREAS, the City of Leawood, Kansas has heretofore authorized and directed the following described improvement:

along a Dykes Branch Tributary from State Line Road between 83rd Terrace and 84th Street to the confluence with the main channel of Dykes Branch between Sagamore and Overbrook Road, including drainage, storm sewers, surfacing and other necessary appurtenances.

by the approval to proceed with the project at the May 1, 2000, Governing Body meeting; and

WHEREAS, it is necessary to acquire private property for the construction of the improvements.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: It is hereby declared necessary to acquire private property for the use of the City of Leawood, Kansas, for the following described improvements:

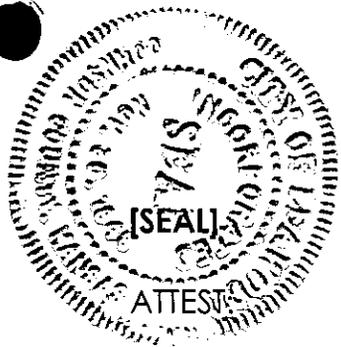
along a Dykes Branch Tributary from State Line Road between 83rd Terrace and 84th Street to the confluence with the main channel of Dykes Branch between Sagamore and Overbrook Road, including drainage, storm sewers, surfacing and other necessary appurtenances.

SECTION TWO: It is hereby authorized and directed that a survey and description of the lands or interests therein to be acquired be made by the City Engineering staff and filed with the City Clerk of the City of Leawood, Kansas.

SECTION THREE: This Resolution shall take effect and be in force from and after its publication in the official City newspaper.

APPROVED by the Governing Body this 17th day of July, 2000.

SIGNED by the Mayor this 17th day of July, 2000.




Peggy Dunn, Mayor


Martha Heizer, City Clerk

APPROVED AS TO FORM:



Patricia A. Bennett, City Attorney

The Legal Record

Lewis Legal News, Inc.
213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

RES1554

Publication Fees: \$28.28

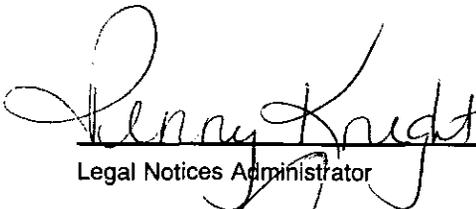
CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than five (5) years prior to the first publication of the notice attached, and has been admitted at the post office as second class matter (now called periodicals class).
That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by

the following case number, if any) for 1 consecutive week(s), as follows:

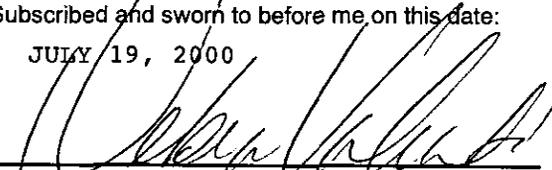
RESOLUTION NO. 1554--7/18/00



Legal Notices Administrator

Subscribed and sworn to before me on this date:

JULY 19, 2000



Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

\$28.28

RESOLUTION NO. 1554

First published in The Legal Record, Tuesday, July 18, 2000.

RESOLUTION NO. 1554

A RESOLUTION DECLARING IT NECESSARY TO APPROPRIATE PRIVATE PROPERTY FOR THE USE OF THE CITY OF LEAWOOD, KANSAS FOR THE STORMWATER IMPROVEMENT PROJECT LOCATED AT 84TH STREET AND STATE LINE ROAD. [SMAC PROJECT # DB-04-015]

WHEREAS, the City of Leawood, Kansas has heretofore authorized and directed the following described improvement:

along a Dykes Branch Tributary from State Line Road between 83rd Terrace and 84th Street to the confluence with the main channel of Dykes Branch between Sagamore and Overbrook Road, including drainage, storm sewers, surfacing and other necessary appurtenances.

by the approval to proceed with the project at the May 1, 2000, Governing Body meeting; and

WHEREAS, it is necessary to acquire private property for the construction of the improvements.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: It is hereby declared necessary to acquire private property for the use of the City of Leawood, Kansas, for the following described improvements:

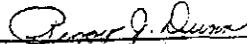
along a Dykes Branch Tributary from State Line Road between 83rd Terrace and 84th Street to the confluence with the main channel of Dykes Branch between Sagamore and Overbrook Road, including drainage, storm sewers, surfacing and other necessary appurtenances.

SECTION TWO: It is hereby authorized and directed that a survey and description of the lands or interests therein to be acquired be made by the City Engineering staff and filed with the City Clerk of the City of Leawood, Kansas.

SECTION THREE: This Resolution shall take effect and be in force from and after its publication in the official City newspaper.

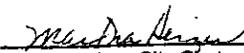
APPROVED by the Governing Body this 17th day of July, 2000.

SIGNED by the Mayor this 17th day of July, 2000.

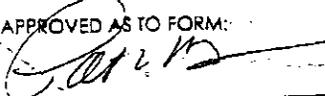

Peggy Durn, Mayor

[SEAL]

ATTEST:


Marsha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

RESOLUTION NO. 1555

A RESOLUTION ORDERING A PUBLIC HEARING ON PROPOSED ASSESSMENTS FOR AN IMPROVEMENT PROJECT WITHIN THE CITY AND DIRECTING THE CITY CLERK TO PUBLISH NOTICE THEREOF AND PROVIDE WRITTEN NOTICE TO OWNERS OF PROPERTY OF SUCH ASSESSMENTS.

WHEREAS, the Governing Body of the City of Leawood, Kansas (the "City"), has previously ordered the following improvement within the City:

Improving College Boulevard from Tomahawk Creek Parkway to El Monte Street in the City of Leawood including concrete curb and gutter, asphalt pavement, storm drainage, sidewalks, street lighting and such other appurtenances as are required pursuant to the final plans approved by the City of Leawood,

all as more particularly described in Resolution 1484 adopted by the Governing Body of the City on November 15, 1999 and Resolution 1530 adopted by the Governing Body of the City on June 19, 2000; and

WHEREAS, said improvement has now been completed and final costs of such project have been determined; and

WHEREAS, said costs are to be paid in part by assessments against property within the improvement district formed pursuant to Resolution No. 1484; and

WHEREAS, assessments to individual properties have been determined;

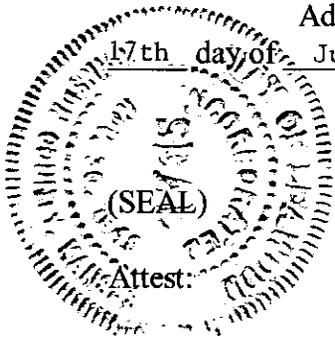
NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the City of Leawood, Kansas, as follows:

Section 1. That a public hearing shall be conducted by the Governing Body of the City of Leawood, Kansas at 7:00 o'clock p.m. on the 21st day of August, 2000 in the Council Chambers at Leawood City Hall, 4800 Town Center Drive, Leawood, Kansas, to consider proposed assessments for the cost of the improvement project hereinbefore described, the total costs of which have been determined and the proposed assessment roll for which are hereby ordered placed on file with the office of the City Clerk and held open for public inspection.

Section 2. That the City Clerk is hereby directed to provide notice of such public hearing by publication at least once, not less than 10 days prior to such hearing in the official City newspaper, such notice to state the date, time and place of such hearing, the general nature of the improvement, the cost thereof, the extent of the improvement district proposed to be assessed, and that written or oral objections will be considered at such hearing.

The City Clerk is hereby further directed to mail to the owners of the property proposed to be made liable for such assessments at their last known post office address, a notice of the hearing and a statement of the costs proposed to be assessed against the land owned and assessed.

Adopted by the Governing Body of the City of Leawood, Kansas on this
17th day of July, 2000.



Peggy Durin
Peggy Durin, Mayor

Martha Heizer
Martha Heizer, City Clerk

RESOLUTION NO. 1556

A RESOLUTION ORDERING A PUBLIC HEARING ON PROPOSED ASSESSMENTS FOR AN IMPROVEMENT PROJECT WITHIN THE CITY AND DIRECTING THE CITY CLERK TO PUBLISH NOTICE THEREOF AND PROVIDE WRITTEN NOTICE TO OWNERS OF PROPERTY OF SUCH ASSESSMENTS.

WHEREAS, the Governing Body of the City of Leawood, Kansas (the "City"), has previously ordered the following improvement within the City:

The excavation and repair of the damaged sections of all roads within the Normandy Place subdivision; two inch rotomilling of the road surface; liquid asphalt emulsion and Phillips Petromat applied to the milled surface; a two inch overlay of the milled surface, repair of all damaged curbs; install one new storm inlet; install erosion control device to storm outlet south of box culvert on east bank of creek; install subsurface drainage systems at each of the four cul-de-sac islands and install bracing to the southeast and southwest wind walls of the box culvert,

all as more particularly described in Resolution 1489 adopted by the Governing Body of the City on December 6, 1999 and Resolution 1531 adopted by the Governing Body of the City on June 19, 2000; and

WHEREAS, said improvement has now been completed and final costs of such project have been determined; and

WHEREAS, said costs are to be paid in part by assessments against property within the improvement district formed pursuant to Resolution No. 1489; and

WHEREAS, assessments to individual properties have been determined;

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the City of Leawood, Kansas, as follows:

Section 1. That a public hearing shall be conducted by the Governing Body of the City of Leawood, Kansas at 7:00 o'clock p.m. on the 21st day of August, 2000 in the Council Chambers at Leawood City Hall, 4800 Town Center Drive, Leawood, Kansas, to consider proposed assessments for the cost of the improvement project hereinbefore described, the total costs of which have been determined and the proposed assessment roll for which are hereby ordered placed on file with the office of the City Clerk and held open for public inspection.

Section 2. That the City Clerk is hereby directed to provide notice of such public hearing by publication at least once, not less than 10 days prior to such hearing in the official City newspaper, such notice to state the date, time and place of such hearing, the general nature of the improvement, the cost thereof, the extent of the improvement district proposed to be assessed, and that written or oral objections will be considered at such hearing.

The City Clerk is hereby further directed to mail to the owners of the property proposed to be made liable for such assessments at their last known post office address, a notice of the hearing and a statement of the costs proposed to be assessed against the land owned and assessed.

Adopted by the Governing Body of the City of Leawood, Kansas on this
17th day of July, 2000.



Peggy Dunn
Peggy Dunn, Mayor

Martha Heizer
Martha Heizer, City Clerk

CITY OF LEAWOOD

RESOLUTION NO. 1557

A RESOLUTION OF THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS, CONSENTING TO THE ENLARGEMENT OF CONSOLIDATED MAIN SEWER DISTRICT OF JOHNSON COUNTY, KANSAS, BY THE BOARD OF COUNTY COMMISSIONERS PURSUANT TO JOHNSON COUNTY CHARTER RESOLUTION NO. 29-92.

WHEREAS, there comes before the Governing Body for the City of Leawood, Kansas, the matter of the enlargement of Consolidated Main Sewer District of Johnson County, Kansas. The tract to be included within the sewer district governed by the County is described on Exhibit "A" attached hereto and made a part of this Resolution. The provisions of Charter Resolution No. 29-92, Johnson County, Kansas, and any amendments thereto, provide that when any such sewer district extends into the city limits of any incorporated city, the Board of County Commissioners shall not have power to create or extend such sewer district within the city limits without consent of the governing body of the city:

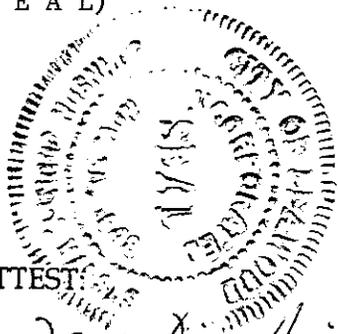
NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS., that the City does hereby consent that the property shown and described on Exhibit "A" be included within a sewer district which is governed by the Board of County Commissioners of Johnson County, Kansas.

ADOPTED by the Governing Body this 7th day of August, 2000.

APPROVED AND SIGNED by the Mayor this 7th day of August, 2000.

City of Leawood, Kansas

(S E A L)



ATTEST:

Martha Heizer
Martha Heizer, City Clerk

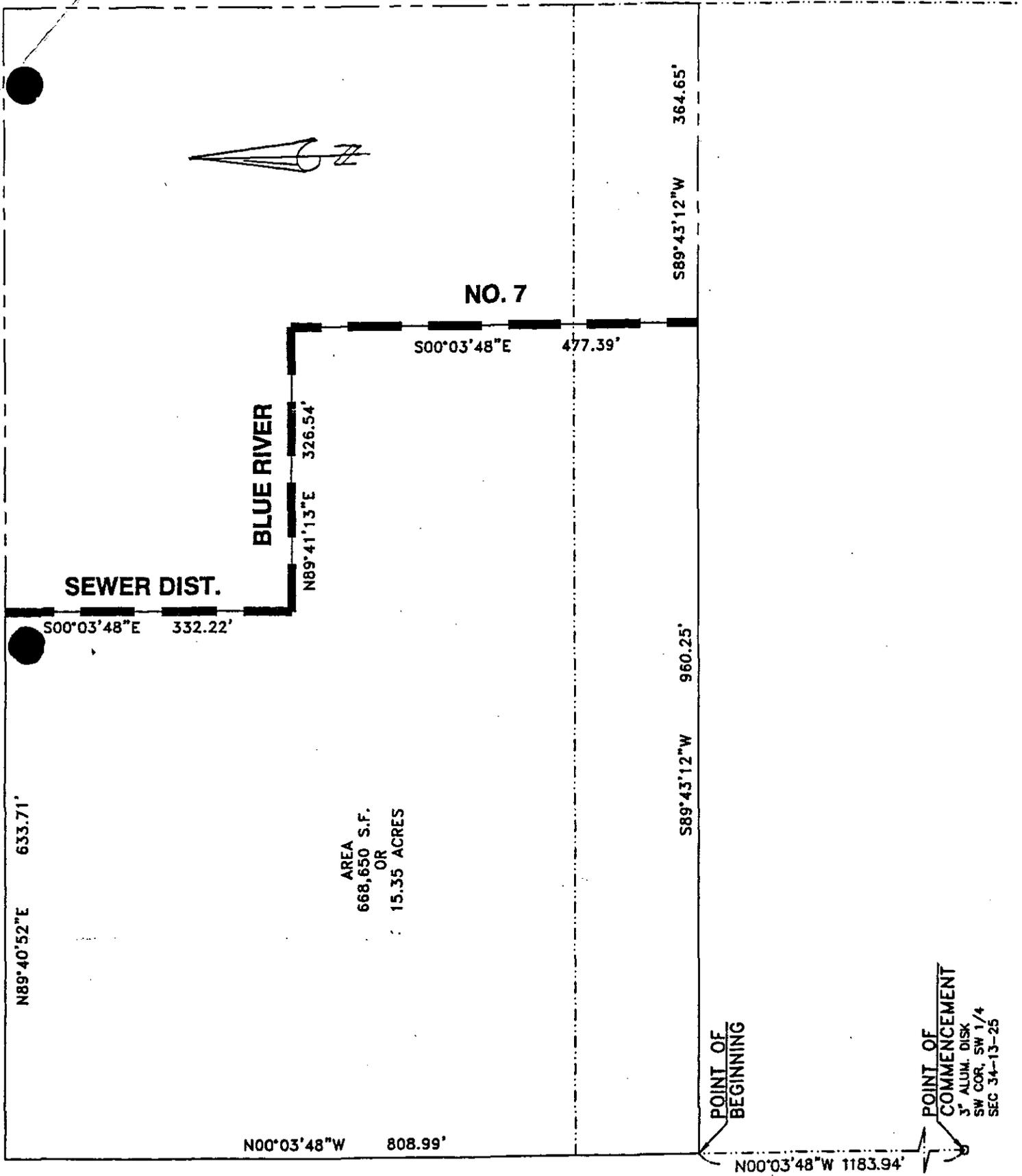
Peggy J. Dunn
Peggy J. Dunn, Mayor

Exhibit A

DESCRIPTION:

A TRACT OF LAND LOCATED IN THE SOUTHWEST QUARTER OF SECTION 34, TOWNSHIP 13, RANGE 25, LEAWOOD, JOHNSON COUNTY, KANSAS, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SOUTHWEST QUARTER; THENCE N 00°03'48" W ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 1183.94 FEET TO THE POINT OF BEGINNING OF THE TRACT OF LAND TO BE DESCRIBED; THENCE CONTINUING N 00°03'48" W ALONG SAID WEST LINE A DISTANCE OF 808.99 FEET; THENCE N 89°40'52" E ALONG THE NORTH LINE OF THE SOUTH ONE-HALF OF THE NORTHWEST QUARTER OF SAID SOUTHWEST QUARTER, A DISTANCE OF 633.71 FEET; THENCE S 00°03'48" E PARALLEL WITH THE WEST LINE OF SAID SECTION 34, A DISTANCE OF 332.22 FEET; THENCE N 89°41'13" E A DISTANCE OF 326.54 FEET; THENCE S 00°03'48" E PARALLEL WITH THE WEST LINE OF SAID SECTION 34, A DISTANCE OF 477.39 FEET TO THE NORTH LINE OF BLUE VALLEY ELEMENTARY SCHOOL NO. 14 & MIDDLE SCHOOL NO. 6, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE S 89°43'12" W ALONG THE NORTH LINE OF SAID BLUE VALLEY ELEMENTARY SCHOOL NO. 14 & MIDDLE SCHOOL NO. 6, A DISTANCE OF 960.25 FEET TO THE POINT OF BEGINNING. CONTAINS 668,650 SQUARE FEET OR 15.35 ACRES MORE OR LESS.
END OF DESCRIPTION.



"Mission Prairie"

POINT OF
COMMENCEMENT
3" ALUM. DISK
SW COR. SW 1/4
SEC 34-13-25

RESOLUTION NO. 1558

The Leawood City Council has considered the request for approval of preliminary plan of Heartland Bank located at approximately Town Center Drive and Roe Avenue hereby finds the following:

WHEREAS, this area is master planned Special Development District, and;

WHEREAS, this area is zoned Special Development District Commercial-Retail, and;

WHEREAS, the site will be limited to 6,425 square feet on a 44,049 square foot lot, and;

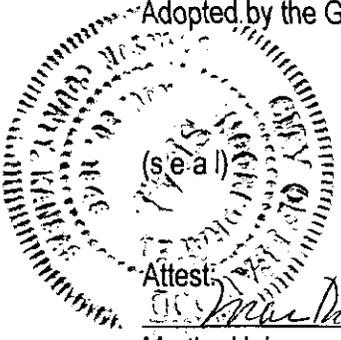
WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The building is limited to a one-story office building to contain 6,425 square feet on a 44,049 square feet lot.
2. All Public Works issues shall be resolved prior to the issuance of any building permits.
3. The applicant is responsible for a public art impact fee of .10/ square foot of building or a piece of public art approved by the Art Council to be paid prior to receiving a building permit.
4. The applicant is responsible for a park impact fee of .10/square foot of building to be paid prior to receiving a building permit.
5. The median at the exit to Town Center Drive shall be enlarged to eliminate any left turn movements onto Town Center Drive.
6. No more than 33 parking spaces shall be constructed with the building, with the additional 13 parking stalls to be land banked.
7. Only two wall signs shall be permitted, one on the north elevation and one on the south elevation. The dimensions and appearance are to be determined at the time of final plan application.
8. A revised landscape plan shall be provided at the time of final site plan application.
9. This preliminary plan approval shall lapse in five years after final acceptance of the preliminary plan, if construction on the project has not begun on this project or if such construction is not being diligently pursued; provided, however, that developer may request a hearing before the City Council to request an extension of this time period. The Council may grant such an extension for a definite period of time for good cause shown by the developer.
10. No monument sign shall be permitted as previous attempts by the Planning Commission to prohibit monument signs along Town Center Drive.
11. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through eleven.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the preliminary plan for Heartland Bank with stipulations.

Adopted by the Governing Body this 7th day of August, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Attest:
Martha Heizer
Martha Heizer City Clerk

RESOLUTION NO. 1559

The Leawood City Council has considered the request for approval of 135th & Roe Development final plat located at the southwest corner of 135th & Roe and hereby finds the following:

WHEREAS, the final plat is in substantial compliance with the preliminary plat, and

WHEREAS, the plat consists of 13 lots on 21.56 acres, and

WHEREAS, there are no deviations, and

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The development is limited to 13 lots with 181,624 square feet of building area.
2. Storm water plans shall be submitted and approved by the Public Works director prior to recording of the plat.
3. The applicant is responsible for installation of an additional lane on 135th Street as well as any other improvement deemed necessary by Public Works as approved at the preliminary plan, and the traffic study.
4. The applicant is responsible for a Park Impact fee in the amount of \$.10/ square foot of finished floor area prior to the issuance of a building permit.
5. Each lot of the development is required to pay an public art fee in the amount of \$.10 / square foot of finished floor area or have a piece of public art approved by the Arts Council and the Plan Commission prior to building permit.
6. The applicant is responsible for K-150 impact fee in the amount of \$.40/ square foot (office) and \$1.34/ square foot (retail) of finished floor area prior to the issuance of a building permit.
7. The trash enclosure shall be constructed of a material similar to each building and shall be attached to the exterior of the building. All trash enclosure gates shall be metal.
8. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required prior to a building permit being issued.
9. A revised materials board shall be submitted which identifies all possible materials that can be used on this site. These boards will remain with the Planning Staff throughout the construction of the project.
10. Revised design guidelines shall be submitted which include the sign guidelines and all other guidelines covering this site. The proposed development monument signs shall be submitted to staff prior to the development beginning on this site.
11. The applicant must obtain all approvals and permits from the Public Works Department, per the attached public works memo, prior to recording the plat.
12. All power lines, utility lines, etc. are required to be underground and must be done at the time of widening 135th Street and Roe, and prior to final occupancy of any building within the project.
13. As each lot is developed, the traffic circulation's safety and propriety must be considered for each building.

14. A cross lot parking agreement shall be recorded.
15. All changes or enhancements after the final plan shall be the subject of notice, public hearing and protest, and must be approved by the Governing Body which may consider the revised preliminary plan as if it were an entirely new plan, utilizing in its consideration whatever factors the law permitted.
16. Staff will obtain satisfactory evidence of financial assurance regarding all funds due the City in connection with the project.
17. Site distance triangles shall be platted at each intersection.
18. A three-foot berm or three foot tall landscaping is required around the perimeter of the parking lot adjacent to 135th Street, Roe, and 137th Street.
19. All drawings must show the future improvements to the proposed streets.
20. The daycare facility and convenience store will require the submittal of a conditional use request.
21. All parking islands must be at a minimum of 10 feet in width.
22. Exterior ground-mounted or building-mounted equipment including, but not limited to, mechanical equipment, utilities and meter banks, shall be screened from public view with landscaping or with an architectural treatment compatible with the building structure.
23. All rooftop equipment shall be screened from the public view with an architectural treatment, which is compatible with the building architecture. For purposes of this subsection, the phrase screened from public view," means not visible at eye level from an adjoining property line or any street right-of-way.
24. Outlots and individual tenants will not be allowed monument signs per the 135th Street Guidelines along 135th Street, Roe and 137th Street. Internal monument signs will be reviewed at final site plan for individual lots.
25. Directional markers are not to exceed 4 feet in height and will be a maximum of 16 square feet.
26. 300 square feet of landscaping shall be provided around signature markers.
27. 150 square feet of landscaping shall be provided around directional signage.
28. An entry landscape feature shall be added to the west of the east-west private drive in lieu of the proposed monument sign.
29. Additional sidewalks shall be provided internally to allow for pedestrians to walk between buildings and to the public sidewalks, as well as, through parking lots to the required sidewalks around each building.
30. The number of parking spaces provided will be reviewed as each lot is finalized.
31. Crosswalks shall be identified by a material different than the pavement.
32. All public sidewalks shall be six feet in width.
33. Street furniture (benches) shall be provided at intervals of every 500 feet along the public sidewalks as well as in plaza/pedestrian areas.
34. Additional landscaping requirements are provided in the 135th Street Guidelines Appendix A, which shall be met by this request.
35. All shade trees must be at least 2 and ½ inch caliper and all evergreens shall be 8 feet tall when planted.
36. All shrubs shall be at a minimum three-gallon with a minimum height of 18"-24" when planted.
37. All sodded areas shall be shown on the landscape plan.
38. Sidewalks shall be located around the perimeter of each building façade, which has an opening. The sidewalk shall be at least six feet from the façade of the building to allow for plantings.
39. The applicant must meet all requirements of the 135th Street Corridor Design Guidelines.

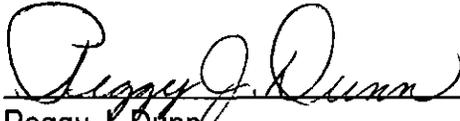
40. The developer shall pay the installation cost of the traffic lights located at 137th and Roe.
41. A revised site plan detailing all requirements required previously shall be submitted if the request is approved. A revised site plan shall also be submitted as each individual lot is finalized.
42. A disk shall be submitted to staff providing an electronic copy of the plat.
43. The words 'day-care' on lot 6 and the 'drive-thru' lane on lot 11 shall be removed from the plan.
44. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through forty-four.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the final plat for 135th & Roe Development with stipulations.

Adopted by the Governing Body this 21st day of August, 2000.

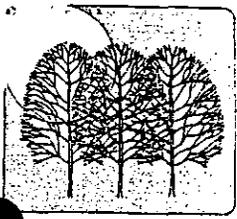




Peggy J. Dunn Mayor

Attest:


Martha Heizer City Clerk



City of Leawood

4800 Town Center Drive • Leawood, Kansas 66211 • (913) 339-6700
(913) 339-6781 Fax
(913) 339-6225 TDD

March 21, 2000

To: Diane Binckley, Planning Services Administrator
Department of Planning and Development

From: Shahram Pourazari, P.E., City Engineer *SP*
Public Works Department

Re: Preliminary Site Plan and Plat
135th & Roe, Case No. 11-00

The Public Works Department has reviewed the preliminary site plan and plat for the referenced project and would like to make the following stipulations part of the plat approval process.

- Label and clearly identify the width of all existing streets and all existing street right-of-way.
- Construct an additional 12-foot wide lane with 2-foot curb & gutter along the south side of 135th Street and the west side of Roe Avenue. A minimum of 12-foot wide of parkway area shall be dedicated from the back of curb to the proposed right-of-way line. Dedicate additional right-of-way on the plat accordingly.
- Indicate on the site plan all existing development adjacent to the site.
- The site plan shall be revised to include the construction of the additional lanes and the geometric intersection analysis at Roe & 135th Street, Roe & 137th Street.
- All internal drives shall be private and shall be maintained by the developer.
- Provide the width of the internal drives and the curb return radii on the site plan for review.
- Construct 5-foot wide sidewalk along 135th Street, 137th Street, and Roe Avenue.
- The entrance to Lot 5 shall be eliminated due to lack of adequate sight distance from the intersection.
- All proposed entrances shall be constructed in accordance with the City of Leawood Public Improvement Construction Standards.
- The proposed islands in the entrances shall be relocated behind the right-of-way line.
- The site triangles for all entrances off of public streets shall be revised to comply with Section 4-6.3 of the City of Leawood Development Ordinance.

- The proposed development sign in the northeast corner of the site shall be relocated outside of the street right-of-way.
- The developer must complete a stormwater drainage study for the project in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and all APWA applicable sections. The study shall be submitted in report format (spiral bound with cover), including appropriate text, tables, and figures **PRIOR TO FINAL PLAT APPROVAL**.
- Public Works department will require construction of a detention basin to control additional runoff generated from the entire site. The proposed storm sewer layout and site grading will have to be revised to accommodate the requirements established in the drainage study.
- The proposed storm sewer in Lot 8 shall be relocated so that the storm sewer is not installed under the proposed building. All public and private storm sewer system shall be identified.
- Submit your Traffic Impact Analysis to Bucher Willis & Ratliff for review and coordination with the City Wide Comprehensive Traffic Study. The necessity for the construction of traffic signals and geometric improvements at the intersections shall be determined prior to Final Plat Approval. All construction costs associated with recommended traffic signal installation and intersection improvements must be determined in the analysis and born by the developer.
- All public improvements to be completed as part of the development will require a permit from the Public Works Department. The building permit for the project will not be issued by the Building Official and the plat will not be released for recording until all permits from the Public Works Department have been obtained by the Contractors and all other requirements have been met.
- The developer shall obtain and submit to the Public Works Department and the Building Inspection/Code Enforcement Department a copy of the N.P.D.E.S. land disturbance permit for the project issued by the Kansas Department of Health and Environment prior to any grading work at the site.
- All public improvements shall be designed and constructed in accordance with the City of Leawood Public Works Department, Public Improvement Construction Standards (Revised January 2000)
- The permit fee for plan review and construction observation services for public improvements provided by the Engineering /Inspection Division of the Public Works Department shall be 7% of the construction cost for street and storm drainage improvements. The fee will be charged and collected from the Contractor at the time the permit is issued by the Public Works Department.
- A separate set of construction plans for public streets, public and private storm sewers, and street lights, to be constructed in conjunction with the project, shall be prepared and submitted for review and approval to the Engineering Division of the Public Works Department.

If you have any questions regarding this matter, please feel free to contact me at extension 132.

bgs
cc: Public Works Book
File

RESOLUTION NO. 1560

The Leawood City Council has considered the request for approval of first plat for Wilshire Place located at approximately 133rd and High Drive and hereby finds the following:

WHEREAS, the final plat is in substantial compliance with the preliminary plat, and

WHEREAS, the plat contains 75 lots on 29.93 acres for a density of 2.5 units/acre, and

WHEREAS, this plat will not connect to 132nd and High Drive, and

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The plat is limited to 75 lots on 29.93 acres for a density of 2.5 units/acre.
2. The connection to High Drive from this subdivision will be made in the 2nd Phase of the development and not be included in this plat.
3. The developer is responsible for a park impact fee in the amount of \$300 per lot (75 x \$300 = \$22,500). This fee is to be paid prior to recording the final plat.
4. The developer shall construct 133rd Street along the frontage of their property.
5. Approval of the subdivision will include the deviations from the Leawood Development Ordinance as stated above.
6. Rear yard setbacks shall be 30 ft. in accordance with RP-1 zoning.
7. A black 6 ft. wrought iron fence shall be constructed on the southern rear build line / landscape easement of the lots which are adjacent to 133rd Street.
8. Design and construction of 133rd Street to Mission Road shall be completed under a single set of construction plans.
9. All common landscape areas are to be irrigated.
10. All monument signs must be placed within a common area with a maintenance agreement providing that a homeowners association will be responsible for their maintenance.
11. Landscape plans sealed by a Kansas Certified landscape architect shall be required at final site plan.
12. The applicant is to maintain as many existing trees as possible that are located on the northwest corner of the property.
13. A contract is required between the Wilshire Place and Greenbrier of Leawood subdivisions which will allow the Greenbrier of Leawood monument sign to remain at its current location within Wilshire Place, or have it moved to an area within the Greenbrier of Leawood subdivision. This will be required at final plat.
14. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required at final application.
15. The applicant must obtain all approvals and permits from the Public Works Department, per the attached public works memo, prior to recording the plat.

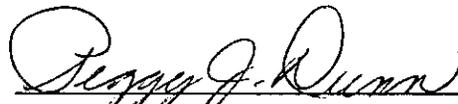
16. All streets within the subdivision will be public. The developer or Homes Association will maintain any planting or statuary within the street right-of-way.
17. All sidewalks will be installed as per street construction standards.
18. All deciduous trees shall be a minimum of seven feet tall and 2-½ inch caliper immediately after planting.
19. A wood shake roof is allowed only on residential buildings. The clubhouse is required to have a "Class "A" roof.
20. Lighting fixtures along 133rd Street will be of a special design chosen by the City of Leawood.
21. Construction traffic shall only be allowed into the subdivision off of 133rd Street. The developer shall be responsible for placing a barricade across the entrance to the subdivision from High Drive to ensure that construction traffic does not utilize High Drive.
22. A digital copy of the recorded plat shall be submitted to Planning staff.
23. The developer / property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through twenty-three.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the first plat of Wilshire Place with stipulations.

Adopted by the Governing Body this 21st day of August, 2000.





Peggy J. Dunn

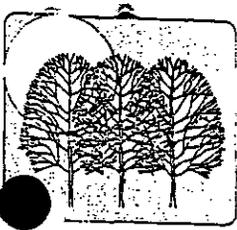
Mayor

Attest:



Martha Heizer

City Clerk



City of Leawood

4800 Town Center Drive • Leawood, Kansas 66211 • (913) 339-6700
(913) 339- 6781 Fax
(913) 339-6225 TDD

February 24, 2000

To: Diane Binckley
Department of Planning and Development

From: Shahram Pourazari, P.E., City Engineer 
Public Works Department

Re: Preliminary Site Plan, Wilshire Place, Case No. 20-99

The Public Works Department has reviewed the preliminary site plan for the referenced project and would like to make the following stipulations part of the plat approval process.

- All site plans submitted to the City of Leawood shall be signed and sealed by a registered professional engineer in the State of Kansas.

Street Improvements:

- Provide horizontal curve data for each curve.
 - Reduce the length of the cul-de-sacs on the east and west sides of the development to 500 feet (maximum) per City of Leawood Public Improvement Construction Standards.
 - 133rd Street shall be constructed to tie into Eaton Avenue and paid for in its' entirety by the developer. If the development of Market Square is approved, the developer will have to contribute one half of the improvement cost.
 - Provide the radius for the right-of-way at the end of each proposed cul-de-sac.
 - Sidewalk shall be constructed on the south side of 133rd Street classified as Primary Collector Street.
 - All proposed u-drives shall be reconfigured to comply with the City of Leawood revised Public Improvement Construction Standards.
 - The proposed streets with landscaped islands that are connecting to 133rd Street shall be designed per AASHTO geometric design requirements to allow the passage of an emergency vehicle if a car is parked or broken down in the entrance. A 12-foot wide traffic lane plus an 8-foot wide parking lane (excluding curb and gutter) shall be provided on both sides of the island. The distance between the back of the curb and the right-of-way shall be 12 feet in accordance with City standards. The nose of the landscaped islands shall be located outside the right-of-way per City standards.
 - Provide 15 feet of horizontal separation between proposed sanitary sewers and storm sewers.
-
- The developer shall complete a storm drainage study for the project in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and applicable APWA Section 5600. The study shall be submitted in report format (spiral bound with cover), including appropriate text, tables, and figures. Contact the City Engineer to obtain the record of flooding of homes in Waterford subdivision and proposed solution to the drainage problem.
 - All public street and storm drainage improvements to be made as part of the development will require a permit from the Public Works Department. The plat will be released for recording until all permits

from Public Works Department have been obtained by the Contractors and all applicable Public Works Department requirements have been met.

- The developer shall obtain and submit to the Public Works Department a copy of all local, state and federal permits required for construction of the project.
- All public improvements shall be designed and constructed in accordance with the City of Leawood Public Works Department, Public Improvement Construction Standards (Revised January 2000)
- The permit fee for plan review and construction observation services provided by the Engineering /Inspection Division of the Public Works Department shall be 7% of the construction cost. The fee will be charged and collected from the Contractor at the time the permit is issued by the Public Works Department.
- Construction plans for public streets, storm sewers, and street lights, that will be constructed in conjunction with the project, shall be prepared and submitted for review to the Engineering Division of the Public Works Department.
- Preliminary street and storm sewer plans shall be submitted to the Engineering Division of the Public Works Department for review of proposed street grades, intersection layout, inlet locations, storm sewer alignment, separation between sanitary sewer and proposed storm sewer, and storm sewer outfall locations. The preliminary submittal shall include the title sheet, general layout sheet, street plan and profile sheets (with inlets locations shown), and the drainage area map with all off-site drainage areas delineated and drainage area tributary to each proposed inlet. The engineer shall contact the City Engineer to set up a time to meet and discuss the preliminary plans.
- All storm drainage improvements shall be extended to the boundary line of the plat.
- Submit a copy of the preliminary plat for review.

If you have any questions regarding this matter, please feel free to contact me at extension 132.

bgs

cc: Public Works Book
File

RESOLUTION NO. 1561

A RESOLUTION APPROVING RE-SUBMISSION OF PROPOSED FIRE STATION #3 AND DETERMINING SAID FACILITY IS IN CONFORMITY WITH THE RECOMMENDATIONS CONTAINED IN THE COMPREHENSIVE DEVELOPMENT PLAN OF THE CITY PURSUANT TO K.S.A. 12-748(a) AND DETERMINING THAT SAID PROPOSED FACILITY IS IN CONFORMITY WITH THE CAPITAL IMPROVEMENT PLAN OF THE CITY PURSUANT TO K.S.A. 12-748(b).

WHEREAS, the Planning Commission of the City of Leawood has, following public hearing and notice, considered a request for re-submission of the preliminary site plan for construction of Fire Station #3 proposed for construction at approximately 148th Street and Mission Road in the City of Leawood and has found compliance and conformity with the City's comprehensive development plan, which is also known as the Master Development Plan, and Capital Improvement Plan pursuant to K.S.A. 12-748(a) and 12-748(b); and

WHEREAS, the Planning Commission makes the following specific findings:

1. On August 11, 1998, the Planning Commission considered the request for preliminary site plan approval of Fire Station No. 3 at 148th and Mission Road, after being presented with information from the City and from the neighboring residents and, after considering the zoning and the comprehensive plan, approved said request.
2. On November 24, 1998, the Planning Commission considered the request for final site plan approval of Fire Station No. 3 at 148th and Mission Road and approved said request.
3. On January 26, 1999 the Planning Commission recommended amendment of the comprehensive development plan of the City to specifically include Fire Station No. 3 at the location of 148th and Mission Road.
4. On March 22, 1999, the Governing Body of the City approved amendment of comprehensive plan of the City to specifically include Fire Station No. 3 at the location of 148th and Mission Road.
5. In its consideration of the matter on August 11, 1998, and on November 24, 1998, the Planning Commission did not issue a written finding that said proposed Fire Station No. 3 was in compliance and conformity with the comprehensive development plan of the City.
6. On this date, following specific amendment of the comprehensive plan and re-submission of the matter to the Planning Commission, the Planning Commission has specifically considered and makes this written finding regarding compliance and conformity of the proposed Fire Station Number 3 with the comprehensive development plan of the City.
7. On this date the Planning Commission finds that in its previous approval of the preliminary and final plan for Fire Station No. 3 that it specifically considered the conformity of said public facility to the comprehensive development plan, which is also known as the Master Development Plan, of the City and states that it is its finding that said facility is of a type embraced within the recommendations of the comprehensive plan of the City as it existed at the date of the previous approval and as it exists today.
8. On this date the Planning Commission further finds that the preliminary site plan for Fire Station No. 3 represents a proposed facility of a type embraced within the recommendations of the comprehensive plan of the City.
9. On this date the Planning Commission states that it has reviewed the City's capital improvement program and found that Fire Station No. 3 is a facility of a type embraced within the recommendations of

the City's comprehensive plan and specifically finds that proposed Fire Station No. 3 at 148th and Mission Road is in compliance and conformity with said Capital Improvements Plan.

WHEREAS, the Planning Commission approves said plan and that the Planning Commission recommends that the City Council of the City approve said plan with the following stipulations:

1. The public building is limited to 14,961 square feet.
2. All landscape areas are to be irrigated.
3. Signage will be determined at final plan.
4. A revised landscape plan including number and species will be submitted at final plan.
5. All landscaping improvements made off of the fire station lot are to remain as approved.
6. All mechanical units must be screened from view.
7. All utility boxes on the interior of the lot or near the building are to be screened with landscaping or architectural materials. This includes air conditioner units, etc.
8. Lighting standard design and location will be submitted at final plan.
9. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required at final application.
10. The storm drainage system should be constructed on-site to collect storm water run-off from the parking area and the roof. The run-off should be tied into an adequate downstream storm drainage system. Hydraulic calculations for handling of the storm water run-off should be submitted to the Engineering Division of Public Works Department for review.

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby accept the findings of the Planning Commission and approve the re-submission of proposed fire station #3 and determining said facility is in conformity with the recommendations contained in the comprehensive development plan of the city pursuant to K.S.A. 12-748(a) and determining that said proposed facility is in conformity with the capital improvement plan of the City pursuant to K.S.A. 12-748(b) with stipulations.

Adopted by the Governing Body this 21st day of August, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Martha Heizer
Martha Heizer City Clerk

RESOLUTION NO. 1562

A RESOLUTION ADOPTING THE FISCAL YEAR 2001 ANNUAL BUDGET FOR THE CITY OF LEAWOOD, KANSAS.

WHEREAS, the Governing Body discussed the Fiscal Year 2001 annual budget at its August 7, 2000 City Council meeting; and

WHEREAS, a public hearing was conducted at the August 7, 2000, City Council meeting to consider the Fiscal Year 2001 annual budget for the City of Leawood, Kansas, pursuant to K.S.A. § 79-2929; and

WHEREAS, the Governing Body desires the Fiscal Year 2001 annual budget to be adopted.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: The City of Leawood, Kansas, a municipal corporation, does hereby adopt the Fiscal Year 2001 annual budget as presented at its August 7, 2000, City Council meeting.

SECTION TWO: This resolution shall become effective upon passage and publication by the Governing Body.

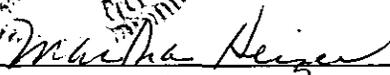
PASSED by the Governing Body this 21st day of August, 2000.

APPROVED by the Mayor this 21st day of August, 2000.



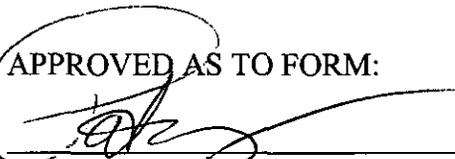


Peggy Dunn, Mayor



Martha Heizer, City Clerk

APPROVED AS TO FORM:



Patricia A. Bennett, City Attorney

The Legal Record

Lewis Legal News, Inc.
213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

RES1562

Publication Fees: \$21.77

CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
John G. Lewis, of lawful age, being first duly sworn, deposes and says that he is Publisher of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than five (5) years prior to the first publication of the notice attached, and has been admitted at the post office as second class matter (now called periodicals class). That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by

the following case number, if any) for 1 consecutive week(s), as follows:

RESOLUTION NO. 1562--8/22/00

John G. Lewis
Publisher

Subscribed and sworn to before me on this date:

AUGUST 23, 2000

Debra Valenti
Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

RESOLUTION NO. 1562

First published in The Legal Record, Tuesday, August 22, 2000.

RESOLUTION NO. 1562

A RESOLUTION ADOPTING THE FISCAL YEAR 2001 ANNUAL BUDGET FOR THE CITY OF LEAWOOD, KANSAS.

WHEREAS, the Governing Body discussed the Fiscal Year 2001 annual budget at its August 7, 2000 City Council meeting; and

WHEREAS, a public hearing was conducted at the August 7, 2000, City Council meeting to consider the Fiscal Year 2001 annual budget for the City of Leawood, Kansas, pursuant to K.S.A. § 79-2929; and

WHEREAS, the Governing Body desires the Fiscal Year 2001 annual budget to be adopted.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: The City of Leawood, Kansas, a municipal corporation, does hereby adopt the Fiscal Year 2001 annual budget as presented at its August 7, 2000, City Council meeting.

SECTION TWO: This resolution shall become effective upon passage and publication by the Governing Body.

PASSED by the Governing Body this 21st day of August, 2000.

APPROVED by the Mayor this 21st day of August, 2000.

[SEAL]

ATTEST:

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:

Patricia A. Bennett
Patricia A. Bennett, City Attorney

Peggy Dunn
Peggy Dunn, Mayor

\$21.77

RESOLUTION NO. 1563

The Leawood City Council has considered the request for approval of final plat for Grace Gardens located at approximately 143rd and Nall and hereby finds the following:

WHEREAS, the final plat is in substantial compliance with the preliminary plat, and

WHEREAS, this plat contains the dedication of right-of-way for Nall Avenue and 143rd Street, and

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

1. The Assisted Living facility is limited to 76 beds and 47,409 square feet on 4.44 acres.
2. The residential portion is limited to 16 four-plex units (64 dwelling units) on 13.74 acres.
3. Exterior spaces within the assisted living facility or four-plexes shall not be enclosed and converted into interior spaces in the future, without Planning Commission approval of the entire project.
4. The applicant shall provide additional landscaping along 143rd Street and the east property line, adjacent to the single-family residential subdivision of Highlands Creek.
5. Street trees shall be planted along Nall Ave., 143rd Street and the private drives at a rate of 1 tree per 40 linear feet.
6. All deciduous trees shall be a minimum of seven feet tall and 2-1/2 inch caliper at planting, and all evergreen trees shall be a minimum of 6 ft. in height at planting.
7. The developer shall maintain as many existing trees as possible that are located along the southern portion of the property. A tree inventory must be provided to staff prior to building permit.
8. A lighting plan shall be submitted which indicates the lumens (footcandles) at the property line and distance to the nearest structures. Footcandles shall not exceed 0.5 measured anywhere along the adjacent property lines.
9. The applicant is responsible for:
 - A park impact fee in the amount of \$300/ dwelling unit for a total of (64 units x \$300) \$19,200. Also a park impact fee will be collected for the assisted living facility at a rate of \$0.10 per square foot (47,409 x .10) for a total of \$4,740.90.
 - A South Leawood Transportation Impact Fee in the amount of \$888.00 / acre (19.32 acres x \$888.00) \$17,156.16.
 - A fee in the amount of \$130 / front foot for 143rd Street and Nall Avenue.
 - Any road improvement deemed necessary by the traffic study, as well as a portion of the signal at 143rd and Nall.
10. The applicant will satisfy all requirements of the Public Works Department prior to recording any final plat.
11. All landscape areas will be irrigated.
12. An erosion control plan will be submitted to Public Works and approved prior to any grading on the site.

13. The applicant shall submit a digital copy of the final plat to the City of Leawood Planning Services Division.
14. The monument signs for the development shall be constructed of precast stone and brick.
15. All fencing shall be of wrought iron construction only.
16. Concrete tile shall be used as the roofing material on both the assisted living facility and the 16 four-plex units within the development.
17. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through seventeen.

WHEREAS, the Leawood City Council has reviewed the application and recommends the following additional stipulations of approval:

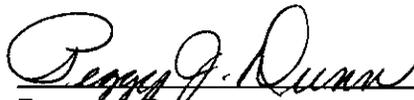
1. A public art impact fee in the amount of \$.10 / square foot of the assisted living facility is required prior to recording of the plat.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the final plat with stipulations.

Adopted by the Governing Body this 5th day of September, 2000.

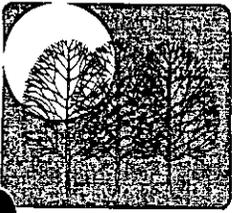



Peggy J. Dann

Mayor

Attest:


Martha Heizer
City Clerk



City of Leawood

4800 Town Center Drive • Leawood, Kansas 66211 • (913) 339-6700
(913) 339-6781 Fax
(913) 339-6225 TDD

August 16, 2000

To: Diane Binckley, Planning Services Administrator

From: Shahram Pourazari, P.E., City Engineer
Public Works Department

Re: Preliminary Site Plan For Grace Gardens, Case No. 28-00

The Public Works Department has reviewed the Preliminary Site Plan for the referenced project and would like to make the following stipulations part of the plat approval process:

- All site plans submitted to the City of Leawood shall be signed and sealed by a registered professional engineer in the State of Kansas.
- Existing and proposed developments adjacent to the project must be indicated on the site plan for a minimum distance of 100 feet.
- The developer must complete a stormwater drainage study for the project in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and all applicable sections of APWA Section 5600. The study shall be submitted by a professional engineer registered in the State of Kansas. The study shall be in a report format (spiral bound with cover), including appropriate text, tables, and figures. The scope of the study shall include, but not be limited to determination of the 100-year water surface elevation along the channel for ultimate development conditions in the watershed.
- Minimum low water opening elevations shall be established for the proposed structures on the south side of the project, which are adjacent to the existing open-channel. Low water opening elevations shall be based on anticipated water surface elevations in the open-channel under ultimate development conditions in the upstream watershed for a 100-year return event. A HEC-RAS analysis shall be completed to determine water surface elevations along the open-channel.
- All proposed stormwater facilities shall be designed and constructed in accordance with APWA Section 5600 – Storm Drainage Systems and Facilities, APWA Section 2600- Storm Sewers Construction, and the City of Leawood Public Improvement Construction Standards (Revised July 28, 1986).
- Overland Park will develop 143rd Street west of Nall Avenue as a primary arterial with 60 feet of right-of-way on either side of the centerline of the right-of-way. Accordingly, 60 feet of right-of-way shall be dedicated along the north property line of the church site for the future improvements along 143rd Street. However, a 10:1 transition length will be required (100 feet) in order to tie into the 50 feet right-of-way line along the north frontage line of Highlands Creek plat. This will accommodate a transition from a primary arterial to a secondary arterial street
- The grading plan for the project shall be coordinated with proposed street grade profile established for Nall Avenue. Preliminary profile grade for Nall Avenue is currently available from the City of Leawood Public Works Department.

- Entrances shall be constructed in accordance with the City of Leawood Commercial and Industrial Driveway Entrance Details.
- The developer shall obtain and submit to the Public Works Department a copy of the N.P.D.E.S. land disturbance permit from Kansas Department of Health and Environment prior to any grading work at the site. A land disturbance permit shall also be obtained from the City of Leawood Building Official.
- Submit a copy of the plat for our review. A drainage easement shall be dedicated on the plat to include the 100-year flood limits for ultimate development conditions in the watershed.
- Permits shall be obtained from the City of Leawood Public Works Department for all work constructed in the street right-of-way. Work completed in the street right-of-way is not covered in the building permits for the project.
- A traffic impact analysis shall be performed by a traffic engineer to comply with the City of Leawood Guidelines For a Traffic Impact Analysis Report for Proposed Developments.

If you have any questions regarding this matter, please feel free to contact me at extension 132.

cc: Public Works Book
File

RESOLUTION NO. 1564

A RESOLUTION WAIVING THE BIDDING PROCESS, IN ACCORDANCE WITH CHARTER ORDINANCE NO. 32, TO USE A CONSTRUCTION CONTRACTOR FOR THE PUBLIC IMPROVEMENTS LOCATED AT 135TH STREET AND ROE AVENUE.

WHEREAS, the City of Leawood ["City"] requires developers to construct certain public improvements to the roadway along their developments; and

WHEREAS, the Developer currently involved with the development at 135th Street and Roe, has contracted with Holland Construction Company, Inc., ["Holland"] to grade and construct all internal infrastructure improvements for the development; and

WHEREAS, it is in the best interest of the City for the public improvements to be constructed by the same developer's contractor; thereby saving time, money, maintaining consistency, improving the coordination of work and accelerating the completion of the improvements; and

WHEREAS, Charter Ordinance No. 32, passed and approved by the Governing Body on February 7, 2000, authorizes the bidding process when in the best interests of the City, to be waived for such construction projects; and

WHEREAS, the City desires to waive the bidding process and allow Holland to construct the required public roadway improvements located at 135th Street and Roe Avenue.

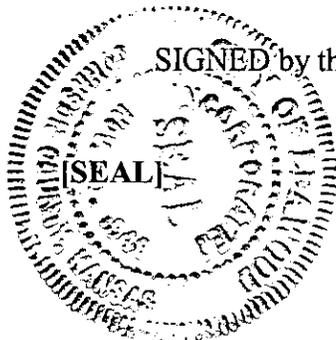
NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: The Governing Body hereby finds that the best interests of the City would be served by waiving the competitive bidding requirement and hereby authorizes the waiving of the bidding process, in accordance with Charter Ordinance 32, and to allow the current on-site contractor, Holland, to construct the required public roadway improvements located at 135th Street & Roe Avenue.

SECTION TWO: This Resolution shall take effect and be in force from and after its passage.

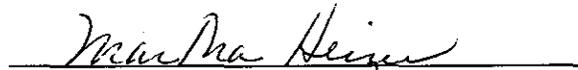
APPROVED by the Governing Body this 5th day of September, 2000.

SIGNED by the Mayor this 5th day of September, 2000.

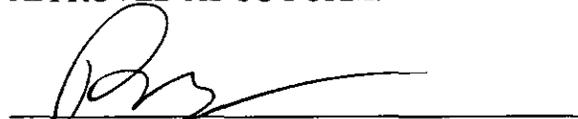



Peggy Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

RESOLUTION NO. 1565

A RESOLUTION APPROVING OSHNER HARE & HARE'S [OH&H] ARCHITECTURAL FINAL LANDSCAPE PLAN PERTAINING TO THE PLANNING AND CONSTRUCTION OF A FIRE STATION LOCATED AT APPROXIMATELY 148TH STREET AND MISSION ROAD, LEAWOOD, KANSAS.

WHEREAS, on August 21, 2000, the City of Leawood ["Leawood"] and Robert R. and Suzanne S. McQuain ["McQuain"] entered into a settlement agreement regarding matters pertaining to the planning and construction of a fire station located at approximately 148th and Mission Road, Leawood, Kansas; and

WHEREAS, as a condition set out in the settlement agreement, ["Agreement"] Leawood and McQuain agreed to have a landscaping/architectural firm submit a landscape plan ["Plan"] agreeable to both parties; and

WHEREAS, Ochsner Hare & Hare [OH &H] has prepared and submitted a final landscaping plan; and

WHEREAS, Leawood has received and reviewed the Plan and desires the Plan be approved.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: The City of Leawood, Kansas, a municipal corporation, does hereby accept and approve the Plan submitted by OH & H pertaining to the planning and construction of a fire station located at approximately 148th Street and Mission Road, Leawood, Kansas.

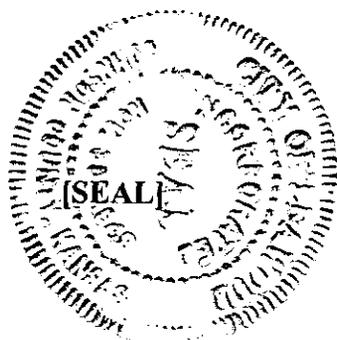
SECTION TWO: This resolution shall become effective upon passage.

PASSED by the Governing Body this 5th day of September, 2000.

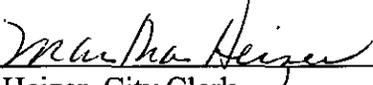
APPROVED by the Mayor this 5th day of September, 2000.



Peggy Dunn, Mayor

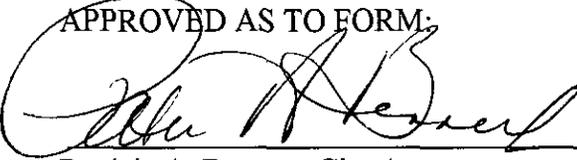


ATTEST:



Martha Heizer, City Clerk

APPROVED AS TO FORM:



Patricia A. Bennett, City Attorney

CITY OF LEAWOOD

RESOLUTION NO. 1566

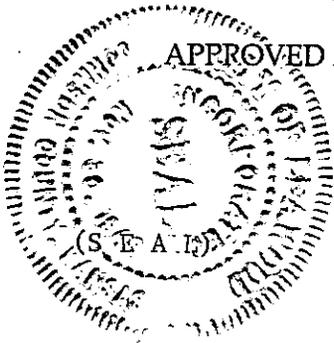
A RESOLUTION OF THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS, CONSENTING TO THE ENLARGEMENT OF CONSOLIDATED MAIN SEWER DISTRICT OF JOHNSON COUNTY, KANSAS, BY THE BOARD OF COUNTY COMMISSIONERS PURSUANT TO JOHNSON COUNTY CHARTER RESOLUTION NO. 29-92.

WHEREAS, there comes before the Governing Body for the City of Leawood, Kansas, the matter of the enlargement of Consolidated Main Sewer District of Johnson County, Kansas. The tract to be included within the sewer district governed by the County is described on Exhibit "A" attached hereto and made a part of this Resolution. The provisions of Charter Resolution No. 29-92, Johnson County, Kansas, and any amendments thereto, provide that when any such sewer district extends into the city limits of any incorporated city, the Board of County Commissioners shall not have power to create or extend such sewer district within the city limits without consent of the governing body of the city:

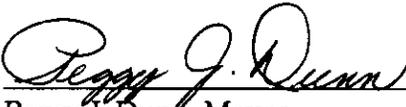
NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS., that the City does hereby consent that the property shown and described on Exhibit "A" be included within a sewer district which is governed by the Board of County Commissioners of Johnson County, Kansas.

ADOPTED by the Governing Body this 18 day of September, 2000.

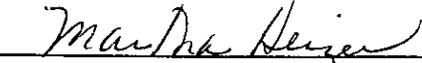
APPROVED AND SIGNED by the Mayor this 18 day of September, 2000.



City of Leawood, Kansas


Peggy J. Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

DISTRICT BOUNDARY
DESCRIPTION:

"EXHIBIT A"
PAGE 1 OF 2

Tract A

Part of the Northwest One-Quarter of Section 33, Township 13 South, Range 25 East, in the City of Leawood, Johnson County, Kansas, being more particularly described as follows:

Beginning at the Northwest corner of the said Northwest One-Quarter; thence North $87^{\circ}51'30''$ East on the North line of said Northwest One Quarter a distance of 1543.45 feet to a point on the West line of the East 68 acres of the said Northwest One-Quarter; thence South $01^{\circ}50'17''$ East on the said West line a distance of 1062.37 feet to a point on the North Right-of-Way line of 137th Street as platted in Church of the Resurrection Second Plat; thence South $72^{\circ}11'24''$ West on the North line of said plat a distance of 28.62 feet to a point of curvature; thence Southwesterly on the North line of said plat and on a curve to the left having a Radius of 650.00 feet, a Central Angle of $34^{\circ}26'53''$ and a Length of 390.80 feet to a point of reverse curvature; thence Westerly on the North line of said plat and on a curve to the right having a Radius of 600.00 feet, a Central Angle of $81^{\circ}18'37''$ and a Length of 851.48 feet to a point of reverse curvature; thence Northwesterly on the North line of said plat and on a curve to the left having a Radius of 675.00 feet, a Central Angle of $31^{\circ}08'13''$ and a Length of 366.82 feet to a point; thence South $87^{\circ}54'55''$ West on the North line of said plat a distance of 68.22 feet to the West line of the said Northwest One-Quarter of Section 33-13-25; thence North $02^{\circ}05'05''$ West on the said West line a distance of 1309.98 feet to the POINT OF BEGINNING and containing 33.6287 acres, more or less., except that part lying within public right-of-way, as now established.

Tract B

All that part of the Northwest One-Quarter of Section 33, Township 13 South, Range 25 East, now in the City of Leawood, Johnson County, Kansas, being more particularly described as follows:

Beginning at the Northeast corner of the Northwest One-Quarter of said Section 33; thence South 01 degrees 50 minutes 17 seconds East along the East line of the Northwest One-Quarter of said Section 33, a distance of 930 feet to a point on the centerline of 137th Street, as now established; thence South 87 degrees 51 minutes 30 seconds West, along the centerline of said 137th Street, a distance of 200 feet to a point of curvature; thence Westerly and Southwesterly along the centerline of said 137th Street, said line being on a curve to the left having a radius of 1909.88 feet, a central angle of 15 degrees 40 minutes 06 seconds, a distance of 522.28 feet to a point of tangency; thence South 72 degrees 11 minutes 24 seconds West along the centerline of said 137th Street, a distance of 419.95 feet to a point on the West line of the East 68 acres of the Northwest One-Quarter of said Section 33, a distance of 1114.39 feet to a point on the North line of the Northwest One-Quarter of said Section 33; thence North 87 degrees 51 minutes 30 seconds East along the North line of the Northwest One-Quarter of said Section 33 a distance of 1119.16 feet to a PONT OF BEGINNING and containing 25.3547 acres, more or less, except that part lying within public right-of-way, as now established.

POINT OF BEGINNING
NW COR, NW 1/4
SEC. 33-13-25

135TH STREET

POINT OF BEGINNING
NE COR, NW 1/4
SEC. 33-13-25

NALL AVE.

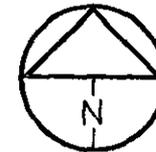
ROE AVE.

TRACT A

TRACT B

137TH STREET

137TH STREET



DATE:	8/29/00
PROJ. NO.:	99-209
DRAWN BY:	KTW
SCALE:	1"=300'

SCHLAGEL & ASSOCIATES, P.A.
PLANNERS • ENGINEERS • SURVEYORS
LANDSCAPE ARCHITECTS

12201 WEST 88TH STREET, LENEXA, KANSAS 66215

Phone: (913) 492-5158

Fax: (913) 492-8400

"EXHIBIT A"
PAGE 2 OF 2

RESOLUTION NO. 1567

The Leawood City Council has considered the request for approval of a preliminary site plan, located approximately at 4701 College Blvd., and hereby finds the following:

WHEREAS, the property is zoned CP-O, Planned Office, and;

WHEREAS, the drive-through facility will be located on the east side of the office complex, away from the single family residential subdivision of Leawood Country Manor, and;

WHEREAS, the operation of the bank shall be limited to the hours of 7 AM to 6 PM Monday through Friday, and 7 AM to 12 PM on Saturday, and;

WHEREAS, the ATM hours of operation shall be limited 7 Am to 10 PM, seven days a week, and;

WHEREAS, a right lane, deceleration lane shall be constructed on the south bound side of Roe Ave. into the property's southeast entrance, and;

WHEREAS, the Planning Commission approved the request for a preliminary site plan with the following stipulations:

1. A right lane, deceleration lane shall be constructed on the south bound side of Roe Ave. into the property.
2. A turnaround shall be installed on the east side of the north parking lot, to eliminate potential auto-auto and auto-pedestrian conflicts at the northeast corner of the building.
3. Operation of the bank shall be limited to the hours of 7 AM and 6 PM Monday through Friday, and 7 AM to 12 PM on Saturday.
4. The ATM hours of operation shall be limited to 7 AM to 10 PM, seven days a week.
5. In accordance with Section 4-6.4(D) of the City of Leawood Development Ordinance, trash enclosures must be screened from public view with a 6 foot solid masonry structure to match the materials used in the buildings and shall be appropriately landscaped. The gate shall be painted steel.
6. The applicant / owner must obtain a sign permit for the sign on the façade of the canopy.
7. Any plans for directional signage must be reviewed and approved by staff.

8. Three ADA parking spaces must be placed on the north side of the building as close to the entrance as is possible.
9. The applicant must obtain all approvals and permits from the Public Works Department.
10. The Special Use Permit shall be limited to 5 years from the date of approval by the City of Leawood City Council.
11. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through eleven.

WHEREAS, the Governing Body does approve the request with a revision to the Planning Commission stipulation #1, as follows:

1. A right lane, deceleration lane shall be constructed by the City of Leawood on the south bound side of Roe Ave. into the property and the City shall be reimbursed by the applicant for the cost of doing so.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the Columbian Bank Preliminary Site Plan with stipulations.

Adopted by the Governing Body this 2nd day of October, 2000.



Peggy J. Dunn
Peggy J. Dunn Mayor

Attest: Martha Heizer
Martha Heizer City Clerk

RESOLUTION NO. 1568

A RESOLUTION AUTHORIZING THE SALE OF \$8,310,000 GENERAL OBLIGATION BONDS OF THE CITY OF LEAWOOD, KANSAS, TO PROVIDE FUNDS TO PAY THE COSTS OF CERTAIN PUBLIC IMPROVEMENTS WITHIN SAID CITY; APPROVING THE FORM OF NOTICE OF BOND SALE AND PRELIMINARY OFFICIAL STATEMENT TO BE USED IN CONNECTION THEREWITH; AND AUTHORIZING AND DIRECTING THE CITY FINANCE DIRECTOR TO ADVERTISE SUCH SALE IN THE MANNER PRESCRIBED BY LAW.

WHEREAS, pursuant to K.S.A. 12-6a01, et seq., as amended, and other provisions of the laws of the State of Kansas (the "State") applicable thereto, by proceedings duly had the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the construction of improvements to College Boulevard between Tomahawk Creek Parkway and El Monte Street including necessary appurtenances, as authorized by and provided in Resolution No. 1484, as amended by Resolution No. 1530, and as further amended and restated by Resolution No. 1548 (the "College Boulevard Improvement");

WHEREAS, the College Boulevard Improvement has been completed and the governing body of the City hereby finds and determines that the City's share of the total cost thereof including construction financing and related expenses is not less than \$476,000 to be paid entirely by the owners of property within the benefit district established by Resolution No. 1484 as so amended and restated by Resolution No. 1548 with no part thereof to be paid by the City at-large; and

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended and other applicable laws of the State, by proceedings duly had the Governing Body of the City has heretofore authorized construction of improvements to Mission Road from 103rd Street to I-435 including necessary appurtenances, as authorized by and provided in Ordinance No. 1204 (the "Mission Road Improvement"); and

WHEREAS, the Mission Road Improvement has been completed and the Governing Body hereby finds the City's share of the total cost thereof including construction financing and related expenses is not less than \$1,514,862.06 to be paid by the City at-large; and

WHEREAS, pursuant to K.S.A. 12-1301, et seq., as amended, and Ordinance No. 1742, the Governing Body of the City of Leawood, Kansas called an election in the City for the purpose of submitting the following question:

"Shall the City of Leawood issue its general obligation bonds pursuant to K.S.A. 12-1302 in an amount not to exceed \$12,500,000 for the purpose of paying for the costs of improvements to existing City parks?"; and

WHEREAS, at said election more than a majority of the qualified electors in the City voted in favor of the proposition, the vote having been certified to have been and being declared to be 7957 votes in favor of said proposition and 2600 votes against said proposition; and

WHEREAS, the City has incurred and expects to incur in the immediate future costs of improvements to City parks (the "City Park Improvement") and the Governing Body hereby finds and determines that it is necessary and desirable to issue the initial installment of the bonds authorized by voters at said election in the principal amount of \$5,400,000; and

WHEREAS, pursuant to K.S.A. 12-6a01, et seq., as amended, and other provisions of the laws of the State applicable thereto, by proceedings duly had the Governing Body of the City has heretofore authorized the construction of improvements to roads within the Normandy Place subdivision including necessary appurtenances, and certain storm water improvements as authorized by and provided in Resolution No. 1489, as amended by Resolution No. 1531 (the "Normandy Place Improvement"); and

WHEREAS, the Normandy Place Improvement has been completed and the Governing Body of the City hereby finds and determines that the City's share of the total cost thereof including construction financing and related expenses is not less than \$315,000.00 to be paid entirely by the owners of property within the benefit district established by Resolution No. 1489, as amended with no part thereof to be paid by the City at-large; and

WHEREAS, pursuant to K.S.A. 12-685, as amended, and other provisions of the laws of the State applicable thereto, by proceedings duly had the Governing Body of the City has authorized the improvement and reimprovement of Lee Boulevard between 103rd Street and Mission Road within the City, as authorized by and provided in Ordinance No. 1807 (the "Lee Boulevard Improvement"); and

WHEREAS, the Lee Boulevard Improvement has been completed, and the Governing Body of the City now finds and determines that the City's share of the total cost of the Lee Boulevard Improvement including necessary appurtenances is not less than \$615,000 with the entire cost to be paid by the City at-large; and

WHEREAS, all legal requirements pertaining to the College Boulevard Improvement, the Mission Road Improvement, the City Parks Improvement, the Normandy Place Improvement and the Lee Boulevard Improvement (collectively, the "City Improvement Projects") have been complied with, and the Governing Body of the City now finds and determines that the total cost of said City Improvement Projects including construction financing and related expenses is not less than \$8,320,862.06 with \$476,000 of the cost to be paid by the owners of the property within the City benefited by the College Boulevard Improvement and \$315,000 of the cost to be paid by the owners of property within the City benefited by the Normandy Place Improvement and \$7,529,862.06 of the cost to be paid by the City at-large; and

WHEREAS, none of said property owners have paid their respective assessments on account of the College Boulevard Improvement but owners of property benefitted by the Normandy Place Improvement have paid assessments in the amount of \$10,862.06, and there is no other money available in the City treasury to pay the cost of the City Improvement Projects requiring \$8,310,000 to be paid by the issuance and sale of the City's general obligation bonds; and

WHEREAS, it is necessary and desirable at this time that the City retire temporary notes previously issued and outstanding and provide permanent financing for said City Improvement Projects by the issuance of general obligations bonds of the City, and the Governing Body hereby finds and determines that it is necessary and desirable at this time that the City offer for sale its general obligation bonds for the purpose of providing funds to pay and finance the cost of the City Improvement Projects;

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, JOHNSON COUNTY, KANSAS:

Section 1. That the Director of Finance on behalf of the City of Leawood, Johnson County, Kansas, is hereby authorized and directed to offer for public sale in the manner required by law, the general obligation bonds of the City in the aggregate principal amount of not to exceed \$8,310,000, for the purpose of financing the costs of the City Improvement Projects described herein pursuant to the laws and the general obligation bond authority of the State of Kansas.

Section 2. That the official Notice of Bond Sale shall be substantially in the following form, provided that published notice of sale may be in abbreviated form incorporating the terms of the official Notice of Bond Sale by reference:

NOTICE OF BOND SALE
\$8,310,000
GENERAL OBLIGATION IMPROVEMENT BONDS
SERIES 2000-A
LEAWOOD, JOHNSON COUNTY, KANSAS

Sealed bids will be received by the undersigned City Finance Director of Leawood, Johnson County, Kansas, at City Hall, 4800 Town Center Drive, Leawood, Johnson County, Kansas, until 1:00 p.m. local time on Monday, November 6, 2000, at which time such bids will be publicly opened, for the sale of the above-captioned general obligation bonds (the "Bonds") of the City of Leawood, Johnson County, Kansas, to finance the cost of certain public improvement projects within said City. Such bids will be considered by the Governing Body of the City at a meeting to be held at 7:30 p.m. local time on such date.

The Bonds will be issued as a single series designated General Obligation Improvement Bonds, Series 2000-A, in the aggregate principal amount of \$8,310,000. The Bonds will consist of fully registered bonds without coupons in the denominations of \$5,000 and any integral multiple thereof, will be dated November 15, 2000, and will mature serially on September 1 of each year and in the principal amounts, as follows:

Series 2000-A Bonds

<u>Maturity</u> <u>September 1</u>	<u>Principal</u> <u>Amount</u>	<u>Maturity</u> <u>September 1</u>	<u>Principal</u> <u>Amount</u>
2001	445,000	2011	405,000
2002	395,000	2012	415,000
2003	405,000	2013	430,000
2004	405,000	2014	445,000
2005	415,000	2015	460,000
2006	425,000	2016	340,000
2007	430,000	2017	355,000
2008	440,000	2018	375,000
2009	450,000	2019	395,000
2010	465,000	2020	415,000

A bidder may elect to have all or a portion of the Bonds maturing in the years 2016 to 2020 issued as term bonds scheduled to mature in 2020 subject to mandatory redemption requirements consistent with the schedule of serial maturities set forth above, subject to the following conditions: serial bonds selected for conversion to term bonds with mandatory redemption requirements shall be chosen in inverse order of maturity, beginning with Bonds scheduled to mature in 2020, and all Bonds selected as term bonds shall bear the same rate of interest. Not less than all Bonds of the same serial maturity shall be converted to term bonds with mandatory redemption requirements. A bidder shall make such an election by completing the applicable paragraph on the Official Bid Form.

Interest on said Bonds from the date thereof at the rates determined when the Bonds are sold as herein provided will be payable semi-annually on March 1 and September 1 in each year through maturity, commencing on March 1, 2001.

The principal of and interest on the Bonds will be payable in lawful money of the United States of America by check or draft of the Treasurer of the State of Kansas, in the City of Topeka, Kansas (the paying agent and bond registrar), to the registered owners thereof whose names appear on the registration books maintained by the bond registrar as of the 15th day of the

month preceding each interest payment date. The Bonds will be registered pursuant to a plan of registration approved by the City and the Attorney General of the State of Kansas.

The Bonds will be issued in book-entry only form as one fully registered bond for each maturity and will be registered in the name of Cede & Co., as bondholder and nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the Bonds. Purchases of the Bonds will be made in book-entry-only form in the denomination of \$5,000 or any multiple thereof. Purchasers will not receive certificates representing their interest in Bonds purchased. At the request of the City or the bond registrar, the successful bidder will confirm the aforesaid delivery instructions.

At the option of the City, Bonds maturing on and after September 1, 2010, will be subject to redemption and payment prior to maturity, on September 1, 2009, and thereafter, in whole at any time or in part on any interest payment date (in integral multiples of \$5,000 within a single maturity) selected among maturities by the City in its sole discretion, at the redemption price of 100% of the principal amount so redeemed, plus accrued interest to the date fixed for redemption, without premium.

If the City shall elect to call any of the Bonds for redemption and payment prior to the maturity thereof, the City shall give written notice of its intention to redeem and pay said Bonds on a specified date, the same being described by number and maturity, said notice to be mailed by United States registered or certified mail addressed to the State Treasurer of the State of Kansas, DTC and to the manager or managers of the underwriting account making the successful bid, said notice to be mailed at least 45 days prior to the redemption date. The State Treasurer of the State of Kansas will send notice of redemption by ordinary mail to the registered owners of said Bonds, said notices to be mailed at least 30 days prior to the redemption date. If any Bond be called for redemption and payment as aforesaid, all interest on such Bond shall cease.

All of said Bonds will be and constitute the general obligations of the City and the full faith and credit of the City shall be pledged to the payment of the principal of and interest on said Bonds. Such principal and interest shall be payable in part from special assessments levied against property benefited by the construction of certain improvements financed with the Bonds and, if not so paid, from ad valorem taxes levied on all taxable tangible property including land and improvements thereon located within the territorial limits of the City of Leawood, Johnson County, Kansas, with the balance payable from ad valorem taxes which may be levied without limitation as to rate or amount

upon all taxable tangible property, real and personal, within the territorial limits of said City.

The Bonds will be designated "qualified tax exempt obligations" by the City for the purposes of Section 265(b)(3)(B) of the Internal Revenue Code of 1986, as amended.

No bids will be considered at a price of less than par and interest accrued on the Bonds to date of the payment thereof by the purchaser.

Proposals will be received on Bonds bearing such rate or rates of interest as may be specified by the bidders subject to the following conditions: Each interest rate specified shall be in an even multiple of 1/8th of 1% or 1/20th of 1%, and the same rate shall apply to all Bonds of the same maturity. No rate shall exceed the most recent 20 bond index, as published in The Bond Buyer, New York, New York, on the Monday next preceding the date of sale by more than 2%, and the difference between the highest rate specified and the lowest rate specified in any bid shall not exceed 2%.

One bid shall be submitted for all Bonds hereinbefore described on an all or none basis. Bonds will be awarded to the best bidder on an all or none basis. The best bidder will be the bidder whose bid will result in the lowest "true interest cost" ("TIC"), determined as follows: the TIC is the discount rate (expressed as a per annum percentage rate) which, when used in computing the present value of all payments of principal and interest to be paid on the Bonds, from the payment dates to November 15, 2000 (the dated date of the Bonds), produces an amount equal to the price bid, including premium, if any. Payments of principal and interest on the Bonds will be based on the principal amounts set forth in this Notice of Bond Sale and the interest rates specified by each bidder. Present value will be computed on the basis of semiannual compounding and a 360-day year of twelve 30-day months.

If there is any discrepancy between the TIC indicated on a bid form and the rates specified in said bid the stated interest rates shall govern and the TIC shall be adjusted accordingly. In the event that two or more bidders offer bids at the same TIC, the Governing Body of the City will determine, by lot, which bidder will be designated as the low bidder.

The City reserves the right to waive minor irregularities and to reject any or all bids.

The City will pay the fees of the bond registrar for registration and transfer of the Bonds and will also pay for printing a reasonable supply of registered bond blanks. Any additional costs or fees that might be incurred in

the secondary market, other than fees of the bond registrar, will be the responsibility of the bondholders.

The Bonds printed, executed and registered with the Office of the State Treasurer will be furnished by the City, and the Bonds will be delivered subject to the legal opinion of Bryan Cave LLP, Kansas City, Missouri, Bond Counsel, whose services will be paid for by the City. The opinion of Bond Counsel will state that under existing laws and regulations and, assuming continued compliance with the covenants contained in the bond ordinance, the interest on the Bonds is exempt from federal income taxation, except with respect to certain taxpayers as more specifically described in the Preliminary Official Statement of the City.

The type and denominations of the Bonds and the names, addresses and social security or taxpayer identification numbers of the registered owners shall be submitted in writing by the successful bidder to the City and the bond registrar at least two weeks prior to the closing date.

The initial reoffering price to the public shall be furnished to the City by the successful bidder at least one week prior to the closing date. A certificate setting forth such initial reoffering price to the public shall be furnished by the successful bidder at closing.

The Bonds will be delivered to the purchaser on or about November 29, 2000, through the facilities of the Depository Trust Company, New York, New York. CUSIP identification numbers will be printed on said Bonds, but neither the failure to print such numbers on any Bonds nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for said Bonds in accordance with the terms of the purchase contract. All expenses in relation to the printing of the CUSIP numbers on said Bonds, including the CUSIP Service Bureau's charge for assignment of said numbers, will be paid for by the City.

The population of the City is approximately 30,000. The 1999 assessed valuation of all taxable tangible property within the City of Leawood, Kansas is \$444,250,627, including motor vehicle valuation of \$55,898,749. The total general obligation bonded indebtedness of Leawood, Kansas, at the date hereof, including the issue of bonds herein offered for sale, is \$40,460,000. The City of Leawood has temporary notes outstanding in the total amount of \$10,600,000, of which \$8,100,000 will be redeemed and canceled from the proceeds of the Bonds herein offered for sale and other available funds of the City.

A good faith deposit by cashier's or certified check or financial surety bond in the amount of 2% of the total amount of the bid for the Bonds shall accompany each bid. If a financial surety bond is used it must be from an insurance company licensed to issue such a bond in the State of Kansas and must be submitted to the City prior to the opening of the bids. If the Bonds are awarded to a bidder utilizing a financial surety bond, that successful bidder shall be required to submit its deposit to the City by cashier's or certified check or wire transfer not later than 1:00 p.m. local time on the next business day following the award.

Additional copies of this Notice of Bond Sale, copies of the City's Preliminary Official Statement relating to the Bonds and further information may be obtained from the undersigned City Finance Director or from George K. Baum & Company, Twelve Wyandotte Plaza, 120 West 12th Street, Kansas City, Missouri 64105, (816) 474-1100, the City's financial advisor.

Upon the sale of the Bonds, the City will adopt the final Official Statement for the Bonds and will furnish the successful bidder, within seven days of the award of the bid, with a reasonable number of copies thereof without cost. Additional copies may be ordered by the successful bidder at its expense.

Mailed bids should be addressed to Kathy Rogers, City Finance Director, City of Leawood, Kansas, 4800 Town Center Drive, Leawood, Kansas 66211, and marked "Bid for purchase of \$8,310,000 General Obligation Improvement Bonds, Series 2000-A, Leawood, Johnson County, Kansas." Bids may also be delivered to the said officer at City Hall, Leawood, Kansas, at or immediately prior to 1:00 p.m. on the sale date.

DATED at Leawood, Kansas, this 2nd day of October, 2000.

Kathy Rogers,
City Finance Director

Section 3. That proposals for the purchase of said bonds shall be submitted in the form of the Official Bid Form attached hereto as Exhibit A which form is hereby approved for use by bidders or prospective purchasers of said bonds.

Section 4. That the Governing Body of the City hereby approves the Preliminary Official Statement in substantially the form attached hereto as Exhibit B and the use thereof in offering the bonds for sale as herein provided, and the Governing Body of the City hereby deems the Preliminary Official Statement final as of its date for purposes of S.E.C. Rule 15c2-12, except for the omission of certain terms and details permitted to be omitted therefrom by said Rule.

The Director of Finance is authorized and directed to cause said preliminary official statement , the notice of bond sale and form for proposals to be printed and/or published as required by law and mailed or otherwise distributed to known interested prospective bidders and purchasers.

George K. Baum & Company, financial advisor to the City, is hereby authorized to submit a bid for the purchase of said bonds.

Section 5. This Resolution shall take effect and be in force from and after its passage and approval by the governing body of the City.

PASSED by the Governing Body this 2nd day of October, 2000.

SIGNED by the Mayor this 2nd day of October, 2000.



Peggy J. Dunn

Peggy J. Dunn, Mayor

Martha Heizer

Martha Heizer, City Clerk

EXHIBIT A

OFFICIAL BID FORM

OF

THE CITY OF LEAWOOD, KANSAS

GENERAL OBLIGATION IMPROVEMENT BONDS,
SERIES 2000-A

TO THE CITY OF LEAWOOD, KANSAS:

For \$8,310,000 principal amount of General Obligation Improvement Bonds, Series 2000-A, of the City of Leawood, Kansas, to be dated November 15, 2000, as described in your Notice of Bond Sale, dated October 2, 2000, said bonds to bear interest as follows:

SERIES 2000-A BONDS

<u>Maturity</u> <u>September 1</u>	<u>Amount</u>	<u>Interest Rate</u> <u>Per Annum</u>	<u>Maturity</u> <u>September 1</u>	<u>Amount</u>	<u>Interest Rate</u> <u>Per Annum</u>
2001	445,000		2011	405,000	
2002	395,000		2012	415,000	
2003	405,000		2013	430,000	
2004	405,000		2014	445,000	
2005	415,000		2015	460,000	
2006	425,000		2016	340,000	
2007	430,000		2017	355,000	
2008	440,000		2018	375,000	
2009	450,000		2019	395,000	
2010	465,000		2020	415,000	

The undersigned will pay 100% of the principal amount of said Bonds plus accrued interest to date of delivery, plus a total premium of \$ _____.

We hereby elect to have \$ _____ principal amount of the bonds shown above to mature in the years ____ to ____ issued as term bonds scheduled to mature in 2020 and subject to mandatory redemption requirements in amounts and at the times shown above; all bonds selected as term bonds shall bear the same rate of interest.

The following information is provided on the basis of this bid:

Total interest cost to maturity on the rates specified above	\$ _____
Total premium	\$ _____
True interest cost	_____ %

This proposal is subject to all of the terms and conditions contained in said Notice of Bond Sale, and if the undersigned is the successful bidder, the undersigned will comply with all of said provisions.

A cashier's or certified check, or financial surety bond, in the amount of \$166,200.00 payable to the order of the City of Leawood, Kansas, accompanies this proposal as a good faith deposit. Said deposit shall be returned to the undersigned if the bid of the undersigned is not accepted. If the bid of the undersigned is accepted but said City shall fail to deliver its bonds to the undersigned in accordance with the terms of this proposal, said deposit shall be delivered to the undersigned. If the bid herein contained is accepted, then the deposit shall be held by the City until the undersigned shall have complied with all of the terms of said notice and such bid, at which time the amount of said deposit shall be applied to the purchase price of the Bonds. If the bid herein contained is accepted and if the undersigned shall default in the performance of any of the terms and conditions of such bid, the amount of such check shall be retained by the City as and for liquidated damages.

Dated: _____, 2000.

(Name of Firm)

By: _____

(Name) (Office)

Phone Number: (____) _____

Account Members:

_____	_____
_____	_____
_____	_____
_____	_____

The City hereby agrees to deliver or cause to be delivered to you, within seven business days of the date of acceptance of this proposal, a reasonable number of copies of the final Official Statement of the City setting forth, among other matters, information concerning the City and the Bonds that is complete and accurate as of the date of the delivery to you of the final Official Statement.

Pursuant to action duly taken by the Governing Body of the City of Leawood, Kansas, the above proposal is hereby accepted this _____ day of November, 2000.

THE CITY OF LEAWOOD, KANSAS

Peggy J. Dunn, Mayor

ATTEST:

Martha Heizer, City Clerk

(Note: No additions or alterations in the above proposal shall be made and any erasures may cause a rejection of any bid. Bids must be filed with the City Finance Director of the City of Leawood, Kansas, at City Hall, 4800 Town Center Drive, Leawood, Johnson County, Kansas, sealed at or prior to 1:00 p.m. local time, on Monday, November 6, 2000, or delivered to said officer at City Hall in Leawood, Kansas at or immediately prior to that time on said date.)

New Issue
 Book-Entry Only
 [Not] Bank Qualified

Moody's Rating- "Applied For"

\$8,310,000
 (subject to change)
CITY OF LEAWOOD, KANSAS
GENERAL OBLIGATION IMPROVEMENT BONDS
SERIES 2000-A

Dated: November 15, 2000

Due: As Shown Below

The Series 2000-A Bonds (referred to herein as the "Bonds") are issuable only as fully registered bonds, without coupons, and, when issued, will be registered in the name of Cede & Co., as registered owner and nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the Bonds. Purchases of the Bonds will be made in book-entry form, in the denominations of \$5,000 or any integral multiple thereof. Purchasers will not receive certificates representing their interests in Bonds purchased. So long as Cede & Co., as nominee of DTC, is the registered owner of the Bonds, references herein to the bondowners or registered owners shall mean Cede & Co., as aforesaid, and shall not mean the Beneficial Owners (herein defined) of the Bonds. So long as DTC or its nominee, Cede & Co., is the bondowner, payments of principal of and interest on the Bonds will be made by the State Treasurer of the State of Kansas, in the city of Topeka, Kansas, as paying agent and bond registrar (the "Paying Agent"), directly to such bondowner. DTC is expected, in turn, to remit such principal and interest to the DTC Participants (herein defined) for subsequent disbursement to the Beneficial Owners (herein defined). Principal of the Bonds will be payable on each September 1 in the years shown below. Interest on the Bonds will be payable on each March 1 and September 1, beginning on March 1, 2001.

MATURITY SCHEDULE

<u>Maturity</u>	<u>Amount</u>	<u>Rate</u>	<u>Yield</u>	<u>Maturity</u>	<u>Amount</u>	<u>Rate</u>	<u>Yield</u>
09-01-01	\$445,000			09-01-11*	\$405,000		
09-01-02	395,000			09-01-12*	415,000		
09-01-03	405,000			09-01-13*	430,000		
09-01-04	405,000			09-01-14*	445,000		
09-01-05	415,000			09-01-15*	460,000		
09-01-06	425,000			09-01-16*	340,000		
09-01-07	430,000			09-01-17*	355,000		
09-01-08	440,000			09-01-18*	375,000		
09-01-09	450,000			09-01-19*	395,000		
09-01-10*	465,000			09-01-20*	415,000		

The Bonds maturing on or after September 1, 2010, will be subject to redemption prior to maturity at the option of the City of Leawood, Kansas (the "City"), on September 1, 2009, and thereafter, as a whole on any date, or in part on any interest payment date, in principal amounts of \$5,000 or any integral multiple thereof, at a price equal to 100% of the principal amount of Bonds to be redeemed plus accrued interest to the date fixed for redemption.

The Bonds constitute general obligations of the City and are payable as to both principal and interest in part from special assessments levied against property benefited by certain improvements, but any part of such special assessments not so paid and the remainder of principal and interest not payable first from special assessments will be payable from ad valorem taxes which may be levied without limitation as to rate or amount upon all taxable tangible property within the territorial boundaries of the City.

In the opinion of Bryan Cave LLP, Kansas City, Missouri, Bond Counsel, under existing laws and regulations and assuming continued compliance with the covenants contained in the bond ordinance, the interest on the Bonds is exempt from federal and Kansas income taxation, except with respect to certain taxpayers as more specifically described herein. See TAX EXEMPTION.

The Bonds are offered when, as and if issued by the City and received by the Underwriter subject to the approval of Bond Counsel. It is expected that the Bonds will be available for delivery through the facilities of The Depository Trust Company, New York, New York, on or about November 29, 2000.

BIDS FOR THE PURCHASE OF THE BONDS WILL BE RECEIVED AT:

City Hall
 4800 Town Center Drive
 Leawood, Kansas 66211
 Attention: Martha Heizer, City Clerk
 On or before 1:00 p.m., Central Standard Time
 On Monday, November 6, 2000

CITY HALL
4800 Town Center Drive
Leawood, Kansas 66211
913-339-6700

CITY COUNCIL

Peggy J. Dunn, Mayor
Shelby Story, Councilmember
Louis Rasmussen, Councilmember
James Rawlings, Councilmember
Pat Dunn, Councilmember
Mike Gill, Councilmember
Scott Gullede, Councilmember
James E. Taylor, Sr., Councilmember
Gary Bussing, Councilmember

CITY STAFF

Richard Garofano, City Administrator
Kathy Rogers, Finance Director/Treasurer
Patricia A. Bennett, City Attorney
Martha Heizer, City Clerk

BOND COUNSEL

Bryan Cave LLP
Kansas City, Missouri

FINANCIAL ADVISOR

George K. Baum & Company
Kansas City, Missouri

No person has been authorized by the City or the Successful Bidder to give any information or to make any representations with respect to the Bonds to be issued other than those contained in this Official Statement, and if given or made, such other information or representations not so authorized must not be relied upon as having been given or authorized by the City or the Successful Bidder.

This Official Statement is not to be used in connection with an offer to sell or the solicitation of an offer to buy in any state in which such offer or solicitation is not authorized or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation.

All financial and other information presented herein, except for information expressly attributed to other sources, has been provided by the City from its records and is intended to show recent historic information. Such information is not guaranteed as to accuracy or completeness. No representation is made that past performance, as might be shown by such financial and other information, will necessarily continue or be expected in the future.

All descriptions of laws and documents contained herein are only summaries and are qualified in their entirety by reference to such laws and documents. Information and expressions of opinion herein are subject to change without notice and neither the delivery of this Official Statement nor any sale of the Bonds shall, under any circumstances, create any implication that the information contained herein has remained unchanged since the respective dates as of which such information is given.

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\$8,310,000
(subject to change)
CITY OF LEAWOOD, KANSAS
GENERAL OBLIGATION IMPROVEMENT BONDS
SERIES 2000-A

INTRODUCTORY STATEMENT

General

The purpose of this Official Statement is to present certain information concerning the City of Leawood, Kansas (the "City"), and the issuance of its \$8,310,000 (subject to change) General Obligation Improvement Bonds, Series 2000-A, dated November 15, 2000. The Bonds are being issued to provide funds to finance certain capital improvements within the City. See THE PROJECTS herein.

The Bonds constitute general obligations of the City and are payable as to both principal and interest in part from special assessments levied against property benefited by certain improvements, but any part of such special assessments not so paid and the remainder of principal and interest not payable first from special assessments will be payable from ad valorem taxes which may be levied without limitation as to rate or amount upon all taxable tangible property within the territorial boundaries of the City.

APPENDIX B, containing selected financial data relating to the City, is an integral part of this Official Statement and should be read in its entirety.

All financial and other information presented herein has been compiled by George K. Baum & Company, Kansas City, Missouri (the "Financial Advisor"). Such information has been provided by the City and other sources deemed to be reliable. The presentation of information herein is intended to show recent historic information and is not intended to indicate future or continuing trends in the financial position or other affairs of the City. Bryan Cave LLP, Kansas City, Missouri, Bond Counsel, has not assisted in the preparation of this Official Statement, except for the sections titled INTRODUCTORY STATEMENT, THE BONDS, LEGAL MATTERS, TAX EXEMPTION, ABSENCE OF MATERIAL LITIGATION, CONTINUING DISCLOSURE, and APPENDIX A and, accordingly, expresses no opinion as to the accuracy or sufficiency of any other information contained herein.

Additional Information

Additional information regarding the City or the Bonds may be obtained from George K. Baum & Company, Twelve Wyandotte Plaza, 120 West 12th Street, Kansas City, Missouri 64105, telephone 816/474-1100. George K. Baum & Company has received permission from the City to submit a bid for the purchase of the Bonds.

THE BONDS

Description

The Bonds will be issued in the principal amount shown on the cover page hereof, will be dated November 15, 2000, and will consist of fully registered bonds without coupons. When issued, the Bonds will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). Purchases of the Bonds will be made in book-entry only form as described below (without certificates) in the denomination of \$5,000 or any integral multiple thereof. The Bonds will mature, subject to optional redemption as described below, on September 1 in the years and in the principal amounts set forth on the cover page of this Official Statement. Interest on the Bonds will be payable semiannually on March 1 and September 1 in each year, beginning on March 1, 2001. Interest will be paid on the basis of a 360-day year consisting of twelve 30-day months. Principal will be payable upon presentation and surrender of the Bonds by the registered owners thereof at the office of the State Treasurer of the State of Kansas in Topeka, Kansas (the "Paying Agent").

Interest shall be paid to the registered owners of such Bonds as shown on the registration books maintained by the Paying Agent as of the fifteenth day of the month next preceding the date on which the interest is payable (the "Record Date") by check or draft mailed by the Paying Agent to the address of such registered owner shown on the registration books; provided that, payment of principal of, premium on, if any, and interest on the Bonds registered in the name of Cede & Co. shall be payable in same-day funds on each payment date (or the equivalent under existing arrangements with the City and Paying Agent). So long as the Bonds are registered in the name of Cede & Co., principal, premium, if any, and interest payments on the Bonds shall be made to DTC for disposition as hereinafter described. (See "Book-Entry Only System" herein).

Book-Entry Only System

The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The Bonds will be issued as fully registered securities registered in the name of Cede & Co. (DTC's partnership nominee). One fully registered Bond certificate will be issued for each maturity of such series of the Bonds, in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds securities that its participants ("Participants") deposit with DTC. DTC also facilitates the settlement among Participants of securities transactions, such as transfers and pledges, in deposited securities through electronic computerized book-entry changes in Participants' accounts, thereby eliminating the need for physical movement of securities certificates. Direct Participants include securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is owned by a number of its Direct Participants and by the New York Stock Exchange, Inc., the American Stock Exchange, Inc., and the National Association of Securities Dealers, Inc. Access to the DTC system is also available to others such as securities brokers and dealers, banks, and trust companies that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). The Rules applicable to DTC and its Participants are on file with the Securities and Exchange Commission.

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchases, but Beneficial Owners are expected to receive written confirmations providing details of the transactions, as well as periodic statements of their holdings,

from the Direct or Indirect Participants through which the Beneficial Owners entered into the transactions. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all Bonds deposited by Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. The deposit of Bonds with DTC and their registration in the name of Cede & Co. effect no change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

Redemption notices shall be sent to Cede & Co. If fewer than all of the Bonds within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. will consent or vote with respect to the Bonds. Under its usual procedures, DTC mails an Omnibus Proxy to the City as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Bonds will be made to DTC. DTC's practice is to credit Direct Participants' accounts on payable date in accordance with their respective holdings shown on DTC's records unless DTC has reason to believe that it will not receive payment on payable date. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name" and will be the responsibility of such Participants and not of DTC, the Paying Agent, or the City, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to DTC is the responsibility of the Paying Agent, disbursement of such payments to Direct Participants shall be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as securities depository with respect to the Bonds at any time by giving reasonable notice to the City or the Paying Agent. Under such circumstances, in the event that a successor securities depository is not obtained, Bond certificates are required to be printed and delivered as provided in the Ordinance. The Beneficial Owner, upon registration of the Bonds held in the Beneficial Owners name, shall become the bondowner thereof under the terms of the Ordinance.

The City may determine to discontinue the system of book-entry transfers through DTC (or a successor securities depository). In such event, the Bonds are to be delivered as provided in the Ordinance and the Paying Agent is entitled to rely on information provided by DTC and the Participants as to the names and principal amounts in which the Bonds are to be registered.

The City and the Paying Agent, so long as a book-entry system is used for the Bonds, are to send any notice of redemption or other notices required to be sent to Owners, only to DTC. Any failure by DTC to advise any Participant, or by any Participant to notify the Beneficial Owner, of any such notice and its content or effect shall not affect the validity of the redemption of the Bonds called for redemption or of any other action premised on such notice.

The City and the Paying Agent cannot and do not give any assurances that DTC, the Participants or

others will distribute payments on the Bonds made to DTC or its nominee, as the registered Owner, or any redemption or other notices, to the Beneficial Owners, or that they will do so on a timely basis or that DTC and the Participants, or any successor depository, will serve and act in a manner described in this Official Statement.

NEITHER THE CITY NOR THE PAYING AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO SUCH PARTICIPANTS OR THE PERSONS FOR WHOM THEY ACT AS NOMINEES WITH RESPECT TO THE PAYMENTS TO OR THE PROVIDING OF NOTICE FOR THE PARTICIPANTS, THE INDIRECT PARTICIPANTS, OR THE BENEFICIAL OWNERS.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the City, the Financial Advisor and Bond Counsel believe to be reliable, but the City, the Financial Advisor and Bond Counsel take no responsibility for the accuracy thereof, and neither the DTC Participants nor the Beneficial Owners should rely on the foregoing information with respect to such matters but should instead confirm the same with DTC or the DTC Participants, as the case may be.

Redemption Provisions

Optional Redemption. The Bonds maturing on or before September 1, 2009 shall become due without option of prior payment. At the option of the City, Bonds maturing on or after September 1, 2010, may be called for redemption and payment prior to maturity on September 1, 2009, and thereafter, in whole at any time, or in part on any interest payment date, at a redemption price of 100% of the principal amount thereof, without premium, plus accrued interest to the date fixed for redemption.

Selection of Bonds to be Redeemed. The Bonds and the specific annual maturities of Bonds called for redemption in advance of their stated maturities may be selected by the City as it determines in its sole discretion. In the event of a partial redemption of Bonds of a given maturity, the Bonds to be redeemed will be selected in such manner as the Paying Agent acting on behalf of the City may deem equitable. Bonds will be redeemed in integral multiples of \$5,000. If fewer than all Bonds of a given maturity are called for redemption, the City and the Paying Agent shall, in the case of Bonds in denominations greater than \$5,000, treat each \$5,000 of face value as though it were a separate Bond.

Notice and Effect of Redemption. If the City elects to call any Bonds for redemption and payment prior to the maturity thereof, the City will give the Paying Agent written notice of its intention to redeem said Bonds on a specified date, the same being described by maturity. The Paying Agent will notify holders of the Bonds of such call by mailing, or causing to be mailed, the notice of call to the bondholders by first class mail at least thirty days prior to the redemption date. Interest on any Bond so called for redemption and payment will cease from and after the date for which such call is made, provided funds are available for payment thereof.

So long as DTC is effecting book-entry transfers of the Bonds, the Paying Agent shall provide the notices specified above to DTC. It is expected that DTC will, in turn, notify the DTC Participants and that the DTC Participants, in turn, will notify or cause to be notified the Beneficial Owners. Any failure on the part of DTC or a DTC Participant, or failure on the part of a nominee of a Beneficial Owner of a Bond (having been mailed notice from the Paying Agent, a DTC Participant or otherwise) to notify the Beneficial Owner of the Bond so affected, shall not affect the validity of the redemption of such Bond.

Registration and Transfer

As long as any Bond remains outstanding, the Paying Agent will maintain a bond register in which all transfers and exchanges of the Bonds will be registered. All Bonds presented for transfer or exchange must be accompanied by a written instrument of transfer or authorization for exchange in a form and with guarantee of a signature satisfactory to the Paying Agent. Bonds may be exchanged for Bonds in the same aggregate principal amount and maturity upon presentation to the Paying Agent, and upon payment of any tax, fee or other governmental charge required to be paid with respect to any such registration, exchange, or transfer. The foregoing provisions for the registration, transfer and exchange of the Bonds will not be applicable to Beneficial

Owners of the Bonds so long as the Bonds are subject to the DTC or other book-entry only system.

Authority

The Bonds are issued pursuant to and in full compliance with the Constitution and statutes of the State of Kansas, including particularly K.S.A. 12-685 *et seq.*, K.S.A. 12-6a01 *et seq.*, and 12-1301 *et seq.*, each as amended, and an ordinance and related resolution adopted by the City on October 2, 2000, authorizing the issuance of the Bonds (collectively, the "Ordinance"). A portion of the Bonds in the principal amount of \$5,400,000 will be issued to provide funds to pay the cost or redeem temporary notes, the proceeds of which went towards certain park improvements described herein. This is the first installment of park improvement bonds in the aggregate amount of \$12,500,000 approved by 75.4% of voters at an election held in the City on November 3, 1998.

Security

The Bonds constitute general obligations of the City and are payable as to both principal and interest in part from special assessments levied against property benefited by certain improvements, but any part of such special assessments not so paid and the remainder of principal and interest not payable first from special assessments will be payable from ad valorem taxes which may be levied without limitation as to rate or amount upon all taxable tangible property within the territorial boundaries of the City.

THE PROJECTS

Proceeds from the sale of the Bonds will be used to provide permanent financing for five construction and improvement projects within the City (the "Projects"). The Projects include park improvements, main trafficway improvements, and special benefit district improvements, including widening, paving, curbs, gutters, and sidewalks.

Certain Projects were initially funded, in whole or in part, with proceeds from the sale of general obligation temporary notes of the City. Proceeds from the sale of the Bonds will be used to redeem the outstanding temporary notes, provide funding for additional project costs, if any, and pay for costs associated with the issuance of the Bonds.

Sources and Uses of Funds

The following is a list of the sources and uses of funds associated with the Projects, exclusive of accrued interest.

Sources:

Bond Proceeds	\$8,310,000.00
Prepaid Assessments	<u>10,862.06</u>
Total Sources of Funds	\$8,320,862.06

Uses:

Redemption of Temporary Notes	\$7,264,612.26
Bond Issuance Costs	89,105.00
Additional Project Costs	<u>967,144.80</u>
Total Application of Funds	\$8,320,862.06

**FINANCIAL OVERVIEW
CITY OF LEAWOOD, KANSAS**

	<u>Gross Debt Outstanding</u>	<u>Self-Supporting Debt (1)</u>
2000 Equalized Assessed Valuation (2)	\$ 506,911,724.00	
2000 Estimated Actual Valuation (3)	\$ 3,734,315,156.00	
Outstanding General Obligation Bonds (4)	\$ 40,460,000.00	\$ 35,210,000.00
Population - 2000 City Estimate	30,000	30,000
General Obligation Bonded Debt Per Capita	\$ 1,348.67	\$ 1,173.67
Ratio of General Obligation Debt to Assessed Valuation	7.98%	6.95%
Ratio of General Obligation Debt to Estimated Actual Valuation	1.08%	.94%
Outstanding Temporary Notes (5)	\$ 2,900,000.00	
Outstanding Lease Obligations	\$ 5,599,821.00	
Outstanding Utility Revenue Bonds	\$ 0.00	\$ 0.00
Overlapping General Obligation Debt (6)	\$ 75,924,385	\$ 69,449,477.00
Direct and Overlapping Debt (7)	\$ 119,284,385.00	\$ 107,559,477.00
Direct and Overlapping Debt Per Capita	\$ 3,976.15	\$ 3,585.32
Ratio of Direct and Overlapping Debt to Assessed Value	23.53%	21.22%
Ratio of Direct and Overlapping Debt to Estimated Actual Value	3.19%	2.88%

- (1) A portion of the overlapping general obligation debt of the City is payable from certain charges derived by Johnson County from the operation of its wastewater utility. The column titled "Net of Self-Supporting Debt" shows the outstanding debt and resulting ratios for the City excluding the County's wastewater utility supported debt. See DEBT STRUCTURE OF THE CITY - "Overlapping Debt".
- (2) Real property, personal property, and state assessed are actual figures. Motor vehicle estimates were provided by the Johnson County Treasurer's Office.
- (3) For further details of how estimated actual value has been calculated see the section titled FINANCIAL INFORMATION - "Estimated Actual Valuation".
- (4) Includes this issue.
- (5) Does not include \$7,700,000.00 of temporary notes to be redeemed with bond proceeds and with other available funds of the City. See DEBT STRUCTURE OF THE CITY - "Temporary Notes".
- (6) Includes general obligation bonds of overlapping jurisdictions. Does not include temporary notes, revenue bonds, lease obligations, or no fund warrants of overlapping jurisdictions. For further details see DEBT STRUCTURE OF THE CITY - "Overlapping Debt".
- (7) Includes outstanding general obligation bonds and temporary notes of the City and overlapping general obligation bonded indebtedness.

GENERAL INFORMATION

Location and Size

The City of Leawood is located approximately 10 miles southwest of downtown Kansas City, Missouri, and occupies 14.7 square miles of land in northeastern Johnson County, Kansas. Johnson County encompasses 476 square miles and with a 1999 estimated population of 440,198 is the second most populous county in the State of Kansas. The City estimated its 2000 population to be approximately 30,000. Since 1992, the City has had the fastest growing population in the state of Kansas and is considered one of the top growth areas in the country. The City's land area is currently approximately 70% developed, and growth is expected to continue in the future. The City is bounded to the east by the Kansas-Missouri state line and on all other sides by incorporated cities of Johnson County.

Government

Leawood was incorporated as a city of the third class in 1948, with slightly more than 1,000 inhabitants. On December 31, 1998 the City became a city of the first class. The City operates under a Mayor-Council form of government with a city administrator. The mayor is elected on an at-large, non-partisan basis and serves a four-year term. The eight council members are elected (non-partisan) by ward and serve four-year staggered terms of office. The governing body felt that as a city of the first class, it would be in the public interest to change the terms of elected officials from 2 to 4 years. Every other year in the even numbered year, an election for council members is held with one council member from each of the four wards being chosen at each election.

The City Administrator is appointed by the mayor and City Council as the chief administrative officer of the City and is charged with the efficient and effective administration of the City. The following tables list the principal elected and appointed executive officers of the City.

Elected Officials

	<u>Name</u>	<u>Title</u>	<u>Term Expires</u>	
	Peggy J. Dunn	Mayor	April 2002	
	Mike Gill	Councilmember	April 2002	
	Shelby Story	Councilmember	April 2002	
	James E. Taylor, Sr.	Councilmember	April 2002	
	Gary Bussing	Councilmember	April	April
2004	Pat Dunn	Councilmember	April 2004	
	Scott Gullede	Councilmember	April 2004	
	Louis Rasmussen	Councilmember	April 2004	
	Jim Rawlings	Councilmember	April	April
2002				

City Staff

<u>Name</u>	<u>Title</u>	<u>Employed Since</u>
Richard Garofano	City Administrator	09-24-79
Kathy Rogers	Finance Director/Treasurer	07-01-97
Julie Baer Hakan	Human Resources Director	09-08-81
Martha Heizer	City Clerk	07-06-73
Patty Bennett	City Attorney	09-30-99

Employee Relations

The City's Human Resources Department describes its formalized relationship with its 103 (excluding police and fire) full-time employees as good. None of the City's employees are part of an organized bargaining unit.

Kansas Public Employees Retirement System

The City participates in the Kansas Public Employees Retirement System (KPERs) which was established by the 1961 Kansas Legislature. There are approximately 182,800 current and former public employees in Kansas who are members of the Kansas Public Retirement System. These members represent over 1,200 state and local agencies and include the state, all counties, all unified school districts, community junior colleges, area vocational technical schools, various cities, and other instrumentalities. With the exception of firemen and policemen, who are covered under the Kansas Police and Firemen's Retirement Act (see below), all of the City's full-time employees are covered by the KPERs program after one year of employment.

The purpose of the KPERs program is to provide an orderly means of financing the pension benefits of retiring public employees and to extend life insurance coverage, long-term disability, and service-connected death and disability benefits to members and their beneficiaries.

A nine-member Board of Trustees governs KPERs. The Governor appoints four members to the Board, the Speaker of the House of Representatives and the President of the Senate appoint one member each, two members are elected by the Board members themselves, and the State Treasurer is a member.

City employees annually contribute 4.0% of their gross salary to the KPERs program. The City's contribution varies from year to year based upon the annual actuarial valuation and appraisal made by the actuary of the KPERs program. For 2000, the City's contribution will equal 2.62% of each employee's gross salary.

Kansas Police and Fire Retirement

The City has established membership in the Kansas Police and Fire Retirement System for its police and fire personnel. Benefits are determined by total years of service and final average salary. The plan is administered by the State of Kansas. An actuarial study is made annually and the City's annual contribution is adjusted to meet current fund requirements. Payment of employee retirement benefits is the sole responsibility of KP&F. In 2000 the City will contribute 8.5% of each employee's gross salary, while employees contribute 7.0%.

Population

Since 1980, the City has experienced an increase in population of approximately 124.55%. The following table shows the historic population of the City.

<u>Year</u>	<u>Leawood</u>	<u>Johnson County</u>
2000	30,000 (2)	n.a.
1999	29,381 (2)	440,198 (1)
1998	28,305 (2)	429,649 (1)
1997	27,422 (2)	418,683 (1)
1996	26,394 (2)	408,847 (1)
1995	24,454 (2)	400,776 (1)
1994	23,800 (2)	392,940 (1)
1993	23,426 (2)	383,269 (1)
1992	21,655 (2)	373,367 (1)
1991	21,081 (2)	365,039 (1)
1990	19,693 (1)	355,021 (1)

1980	13,360 (1)	270,269 (1)
1970	10,349 (1)	217,662 (1)

- (1) U.S. Census Bureau
(2) Department of Planning and Development, City of Leawood

Police and Fire Protection

The Leawood Police Department employees 52 commissioned police officers and 22 support staff. These officers and staff have made a commitment to excellence in their delivery of continuous police services to the community. In 2000, greater emphasis has been placed on strategic planning and problem solving as indicated by the creation of a Needs Task Force comprised of members from the City Council, community and Police Department. Planning is essential in managing the 15,845 calls for service received by the Police Department in 1999. In addition, the Department issued 10,354 traffic violations, answered 3,934 alarm calls, and made 854 other arrests.

The City currently has two fire stations. A third fire station is in the design phase and will be located in the southern half of the City. The Fire Department has a staff of 45 full-time fire fighters, 2 volunteer fire fighters, and support staff providing round-the-clock fire protection for the City. The City owns 8 fire fighting vehicles and two Type II ambulances. The City provides tandem response with Johnson County Med-Act, which operates an Advance Life Support System. In addition, the Fire Department owns and operates an incident command vehicle.

Socioeconomic Characteristics

The City of Leawood's socioeconomic profile can be characterized by high levels of population growth, income, educational attainment, and home values. The City attracts many upper-middle to high-income families moving into the area for the first time or from surrounding cities. The City is home to the State's wealthiest zip code, 66209. In 1997, the average annual disposable household income for the City was \$107,231-254% of the national average, and total disposable household income in the city was estimated at \$1.084 billion. The following is a list of certain socioeconomic characteristics of the City, Johnson County, and the State of Kansas:

	<u>City of Leawood</u>	<u>Johnson County</u>	<u>Kansas City Metro Area</u>	<u>State of Kansas</u>	<u>United States</u>
Median Age in 1997	40.6	-	35.1	-	34.8
Percent of Adult Population with at Least a Bachelor's Degree in 1990	60.10%	40.50%	-	21.10%	-
Disposable Income per Household in 1997	\$107,231	-	44,128	-	42,217
Population (1990)	19,693	355,054	1,582,874	2,477,588	248,790,925
Population (1999)	29,381	440,198	1,737,025	2,654,052	272,690,813
Percent Change (1990-1999)	49.2%	24.0%	9.7%	7.1%	9.6%
Average Home Value in 1997	272,713	168,563	106,800	-	154,200

Sources: U.S. Census Bureau; County Economic Research Institute; Institute for Public Policy and Business Research; University of Kansas; Kansas City Board of Realtors; and the Mid-America Regional Council

Economic Development

The City of Leawood has experienced significant growth in both residential and commercial developments over the last decade. The majority of the City's growth has occurred in the southern portion of the

City, which had been largely undeveloped. The economic development experienced within the City can be characterized as high bracket, single-family subdivisions, shopping centers, and office buildings. There are currently an estimated 600 business establishments located in the City. The City's location in the growing southern part of Johnson County, the quality of the two public school districts serving residents, and the overall high standards of living have all contributed to economic growth in the City.

Residential construction continues to grow in the City. According to an August 1998 report from the County Economic Research Institute (CERI), there are 10,114 households in the City representing an increase of 4.6% over the past five years. In the southern portion of the City, where new development is widespread, there are 52 single-family and 14 multifamily subdivisions encompassing a total land area of 4,065 acres. Approximately 17 of the subdivisions are still developing. Construction began in 1998 on 3 separate subdivisions in the City. A total of approximately 399 homes are anticipated to be constructed in the new subdivisions, which will range in size from 76 to 206 residences. Prices for homes are anticipated to range from \$200,000 to over \$1 million. According to the Johnson County Assessor's Office, the average home value in the City is \$335,575.

Although the majority of growth in Leawood has historically been residential, the City has been pursuing a program to gradually expand and diversify its economic base. City estimates for potential commercial development include 5.3 million square feet of new office space and 2.7 million square feet of retail space. The American Academy of Family Physicians, Stratco, Merrill Lynch, and the K. C. Orthopedic Center of Excellence are among the companies that have recently constructed new office space in the City. Three large community shopping centers have been constructed in recent years, and the City's oldest retail center, Ranchmart Shopping Center, is currently being redeveloped.

Leawood Town Center Plaza

Construction was completed in 1997 on Leawood Town Center Plaza, a large, upscale retail and commercial center. The Town Center Plaza project is located on a previously undeveloped 66-acre tract of land within the City and has become the 10th largest shopping center in the Kansas City metropolitan area. A new street named Town Center Drive provides access to the development from heavily traveled Roe Avenue to the east and Nall Avenue to the west. Leawood City Hall and a residential subdivision have opened along Town Center Drive in recent years. A branch of the Johnson County Library, located next to City Hall, is another addition.

Town Center Plaza has been designed as an upscale shopping area with a large, open-air retail complex and nine satellite pad sites. Some of the larger tenants at Leawood Town Center Plaza include Jacobson's Department Store, Galyan's Sporting Goods, Barnes & Noble Bookstore, and AMC Theaters. Although the center has reached its planned size of 627,000 square feet, additional sites are available on adjacent property for future office or commercial development.

As expected, the development of Town Center Plaza has significantly increased the City's sales tax collections and property tax base. These increases have helped diversify the revenue sources of the City, which have historically centered on residential property taxes. In 1997, the first full year in which a majority of Town Center Plaza was open, the City collected approximately \$3,095,904 from its one-cent local option sales and use tax. In 1995, before Town Center Plaza opened, the City collected \$1,777,050 from the same local option sales and use tax. In addition to sales tax revenue, the City's property tax base also received a boost from the construction of Town Center Plaza. Town Center Plaza is the largest property tax payer in the City. The developers of Town Center Plaza sought no property tax abatements.

Sprint Corporation World Headquarters

United Telecom/U.S. Sprint ("Sprint") has recently begun the process of moving employees into a new world headquarters located on 247 acres of land near College Boulevard, immediately adjacent to the City and Leawood Town Center Plaza. Sprint is currently headquartered in the City of Westwood, Kansas, and occupies a

number of offices located throughout the Kansas City metro area. Sprint is the largest company headquartered in the State of Kansas.

The new headquarters campus is designed as a 21-building complex that will contain approximately 3.8 million square feet and cost an estimated \$400 million to construct. Although a significant portion of the campus is nearing completion, additional construction is expected to continue in phases over a ten-year period. Upon completion, the new office and training complex will employ approximately 15,839 people and consolidate the headquarter operations of Sprint into a single location.

The indirect financial impact of this development on the City will be noticeable. The annual financial impact of the facility is estimated to be \$6.06 billion in Johnson County. Because the entire project may not be completed for approximately ten years, the final impact of the new development will occur in phases over the coming years.

Johnson County, Kansas

Originally developed as a suburban community to Kansas City, Missouri, Johnson County has experienced tremendous growth in population, wealth, and industry over the past 30 years. From a 1960 population of 143,792 to the 1999 level of 440,198, few counties in the country have experienced such a rapid rate of growth. Between 1980 and 1990, U.S. Census Bureau data reports that the number of business establishments located in Johnson County increased more than 77% from 6,539 firms to 11,601. Correspondingly, the total employment in the County increased over 74% from 101,769 to 177,817. The main types of industries in the County are retail trade, financial, professional services, and health related, in descending order of employment. According to the University of Kansas Institute for Public Policy and Business Research, Johnson County residents had per capita personal income of \$36,845 in 1997. During the same year, the average per capita income for Kansas was \$23,972.

Major Employers

The following is a list of some of the largest employers within the City of Leawood.

<u>Employer</u>	<u>Product/Business</u>	<u>Estimated Full Time Employment</u>
Sprint	Telecommunications	407 *
American Academy of Family Physicians	National headquarters	330
Unified School District No. 229	Public school district	237
Jacobson's	Department store	225
American Management Association	Seminars	220
Hen House	Grocery store	200
Galyan's	Sporting goods	170
Root Dental Laboratories	Dental laboratory	130
Big Sky Distributors	Distribution and warehouse	105
City of Leawood	Government	103

* This figure represents Sprint employees currently working at facilities located within city limits. Sprint Corporation is in the process of moving employees to their new world headquarters campus located adjacent to the City. Based on recent estimates by Sprint, when the campus is fully opened and operational, the total employment of the company will be in excess of 15,000 people. See GENERAL INFORMATION - "Sprint Corporation World Headquarters" for further details.

Sources: Respective company officials

Employment and Labor Force

Leawood is a suburban community that consists primarily of single-family residences. However, in recent years there has been a growing amount of retail and commercial development in the City's southern areas. According to the 1990 Census, approximately 70 percent of Leawood's employed residents traveled 15 minutes or more to work, suggesting that they commute to jobs outside the City. Employment within the City is centered on retail trade, finance, insurance, real estate, health services, and professional services. According to Census data, residents of the City can be categorized primarily into professional, executive, managerial, and sales occupations.

The following table shows the unemployment figures in the years indicated for Johnson County and the State of Kansas.

<u>Year</u>	<u>City of Leawood</u>		<u>Johnson County</u>		<u>State of Kansas</u>	
	<u>Unemployment Rate</u>	<u>Labor Force</u>	<u>Unemployment Rate</u>	<u>Labor Force</u>	<u>Unemployment Rate</u>	<u>Labor Force</u>
2000 (July)	1.4%	13,159	2.1%	281,863	3.2%	1,477,307
1999	1.3	12,595	1.9	269,615	3.0	1,434,000
1998	n.a.	n.a.	2.6	259,199	3.8	1,411,000
1997	n.a.	n.a.	2.3	247,671	3.8	1,366,000
1996	n.a.	n.a.	3.0	238,098	4.5	1,340,000
1995	n.a.	n.a.	2.9	235,380	4.4	1,333,000
1994	n.a.	n.a.	3.3	227,335	5.3	1,331,000
1993	n.a.	n.a.	3.2	222,008	5.0	1,318,000
1992	n.a.	n.a.	2.9	222,731	4.2	1,330,000
1991	n.a.	n.a.	3.3	204,486	4.4	1,295,000
1990	n.a.	n.a.	3.0	206,718	4.4	1,300,000

Source: Kansas Department of Human Resources

Education

The City is served by the Shawnee Mission Unified School District No. 512 and Blue Valley Unified School District No. 229, with a combined total of four elementary schools and two middle schools located within the city limits. Other schools in both Districts are located nearby in adjacent communities. One private parochial school serving preschool through 8th grade students is located in the northern portion of the city. A second private parochial school serving grades K-7 is located in the southern portion of the city.

A wide variety of high level educational opportunities are available in communities surrounding the City. Johnson County Community College is less than four miles west of the city limits. The junior college, located on a 220-acre campus, is the largest of 19 junior colleges in Kansas and is the fourth largest college in the state, with a full time equivalent student population of 7,900. The University of Kansas operates a 53,000-square foot Regents Center, approximately five miles west of the City, offering a variety of undergraduate and graduate classes. Numerous additional private and public colleges and universities such as Avila College, Rockhurst College, and the University of Missouri, Kansas City, are all located within ten miles of the city.

Financial Information

The City has established a uniform system of accounting maintained in accordance with the laws of the State of Kansas and generally accepted accounting principles. The accounts are maintained on the modified accrual basis for all budgetary funds and on the accrual basis for all other funds.

An independent post audit of the City's accounts has been conducted each year and an unqualified opinion has been issued for each year. A portion of the latest audit and opinion has been included as part of this Official Statement. The City began preparing a Comprehensive Annual Financial Report in accordance with Government Finance Officers Association standards for fiscal years beginning in 1995.

Transportation

Interstate 435, which circles the entire greater Kansas City area, bisects the City and provides direct access to other U. S., Interstate, and State highways in the metropolitan area. Kansas City International Airport (MCI) is located about 25 miles north of the City and is easily accessible via the interstate system. The County operates Johnson County Industrial Airport and New Century Air Center; both located less than 15 miles southwest of the City. The New Century Air Center is FAA certified with full instrument control approach

systems. Johnson County provides daily bus service for city commuters to and from downtown Kansas City through its Commuteride bus system.

Utilities

The City is served by Johnson County Water District No. 1 which provides water for all of northeast Johnson County from its well fields in the Kansas River Valley and water supply intakes on the Kansas River and Missouri River.

Following a 1998 merger of two sewer districts, Johnson County United Wastewater District now serves all areas of the City. Private hauling companies serving specific areas through contractual arrangements with homes associations currently handle solid waste disposal.

Kansas City Power & Light Company provides electricity for the City as well as the majority of the greater Kansas City metropolitan area. Kansas City Power & Light is tied into a major regional power network designed to augment electrical capacity and lessen the potential for power outages and brownouts. Ample electricity is available to meet the City's future needs. The City receives its natural gas supply from Western Resources.

Telephone service is supplied by Southwestern Bell Telephone Company, which serves the entire metropolitan area. Southwestern Bell provides prototype fiber optic network services to a large, upscale residential subdivision in the City. Several cellular phone companies service the City.

Financial Institutions

Horizon National Bank opened its headquarters in the City in March 1999 reporting total deposits of \$5,115,000. Seven additional banks are located within the City, and all are branches of institutions headquartered elsewhere. Each bank is also relatively new, having opened since December 1988. Two savings and loan associations and two savings banks have branch offices located in Leawood.

Churches

There are currently eight churches located in the City including six Protestant churches and two Catholic churches. South Leawood is particularly experiencing an explosion of church facility construction. Lord of Life received City approval to construct eight new classrooms and a new 7,045 square foot multipurpose room. Baptist Village also received City approval for a 25-acre multi-use development at the southeast corner of 143rd and Nall Avenue. This complex will consist of a 99,612 square foot two-story church which is proposed to be constructed in phases, a 76-bed assisted living complex, and 16 four-plex units. The church sanctuary is proposed to seat a total of 850 parishioners when completed.

Christ Community Church began construction on a 30,085 square foot multi-use building, which was approved in 1998. Once completed, the sanctuary will seat 600 people.

Additionally, Unified School District No. 229 and Unified School District No. 512 periodically rent space in their schools to congregations that have not yet constructed a church building.

Medical Facilities

Menorah Medical Center, a division of Health Midwest, operates a 154-bed hospital and medical office complex immediately outside the city limits in the eastern part of Overland Park, Kansas. St. Joseph's Hospital, a full-service, privately owned facility, sits immediately outside city limits in the western part of Kansas City, Missouri. Shawnee Mission Medical Center is a 383-bed acute care facility located approximately 3-1/2 miles northwest of the City. Overland Park Regional Medical Center is a 400-bed acute care facility located

approximately four miles west of the City on I-435. All hospitals offer a full range of medical services including 24-hour emergency care.

In addition to the City's ambulances, Johnson County Med-Act provides emergency medical assistance with Type I equipment and personnel training.

Recreation and Cultural Facilities

The City currently maintains five municipal park facilities encompassing a total of 245 acres. In November 1998 voters approved a \$12,500,000 multi-year park expansion and development program, including a new park in the southern part of the city with a prairie preserve, lake, nature learning area, amphitheater, soccer fields, and lookout tower. A second new park will feature a loop trail, playground shelter, and open play area. Development is expected to begin in 2001.

Construction of a new pool and aquatic center was completed in Leawood City Park in 1997 at a cost of \$1,743,000. The pool features a 23-foot-high by 130-foot-long slide; a double-entry zero-depth pool with a waterfall, whale slide, and tethered snake and alligator; as well as a new baby pool with a small slide and propeller tower. These improvements to the former 50-meter swimming pool led to a 250% increase in attendance in 1997. Additional recreation facilities in the city include eight tennis courts, sand volleyball courts, six baseball diamonds, 13 soccer fields, playground facilities, three stocked ponds, six miles of walking trails, more than four miles of greenway, bridle paths, and picnic and shelter facilities.

The City also provides residents state-of-the-art public golfing facilities. Iron Horse Golf Club is located at the southern edge of the City. The facility includes an 18-hole championship golf course, driving range, practice greens, wooded park area, and a clubhouse containing a concession area and retail pro shop. A professional golf course management company has been engaged by the City to supervise the daily operations of the facility. Iron Horse Golf Club has received several awards recognizing it as one of the best public courses in the country. In 1997, its first full year of operation, Iron Horse ended its fiscal year with an operating surplus.

Residents of the City enjoy access to many cultural and recreational programs available within the city and numerous others throughout the Kansas City metropolitan area. Sports enthusiasts have access to a number of programs sponsored by the City of Leawood Parks and Recreation Department, Johnson County Parks and Recreation, and the Blue Valley Recreation Commission. The Commission operates an 84-acre sports complex approximately five miles west of the City, which has 15 baseball/softball fields, three soccer fields, a main building, five concession stands, a playground area, a seven-phase batting cage, and parking facilities. Community organizations serving the City include the Leawood Chamber of Commerce, the Leawood Foundation, the Leawood Historical Society, and the Leawood Rotary and Sertoma Clubs.

The Kansas City metropolitan area is home to many nationally recognized attractions, including the American Royal, the Country Club Plaza shopping area, the Kansas City Zoo, the Nelson Atkins Museum of Art, Starlight Theater, the Woodlands Racetracks, Kansas International Speedway, Missouri riverboat gambling, Worlds of Fun amusement park, Oceans of Fun water park, Union Station, and the Science City Museum. Professional sports teams include the Kansas City Chiefs football team, the Royals baseball team, the Wizards outdoor soccer team, the Blades minor league hockey team, the Attack indoor soccer team, and the Explorers, a professional tennis team. The Kansas City Symphony, Lyric Opera, and State Ballet of Missouri present annual seasons in Kansas City. Johnson County Community College, located west of the City, operates a performing arts center that has become a venue for larger cultural events in Johnson County.

Shopping facilities are abundant in Johnson County. Town Center Plaza, a large, upscale, open-air shopping center opened in the City in July 1996. See "Leawood Town Center Plaza". Three other large regional shopping malls are located within five miles of the City. Two neighborhood shopping centers sit at the western boundary of the city limits, and other commercial developments have occurred and continue to expand along State Line Road, the City's eastern boundary, and Roe Avenue in the western portion of the City.

Media

The City's location in the Kansas City metropolitan area affords residents a wide selection of radio and television stations, including cable and all of the major networks. In addition to the numerous area publications available to City residents, three community newspapers are distributed within the City. Information about City events can also be obtained via the Internet by logging on to the City's own web site: <http://www.leawood.org>.

DEBT STRUCTURE OF THE CITY

General Obligation Bonds

The City has applied to Moody's Investors Service for a rating on the Bonds. The City's currently outstanding uninsured general obligation bonds have been rated "Aa1" by Moody's Investors Service. Following the issuance of the Bonds, approximately 16.5% of the City's general obligation bonds will be supported by special assessments levied against certain properties. See FINANCIAL INFORMATION - "Special Assessments". The following table shows the general obligation bonded indebtedness of the City as of the dated date of the Bonds. Principal Outstanding figures do not include bonds that will be paid with escrow funds created with proceeds from the sale of general obligation refunding bonds.

<u>Project</u>	<u>Dated Date</u>	<u>Series</u>	<u>Principal Outstanding</u>	<u>Final Maturity</u>	<u>Original Par Amount</u>
Improvement	11-15-00	2000-A	\$ 8,310,000	09-01-20	\$ 8,321,000
Improvement	11-15-98	1998-A	10,340,000	09-01-13	12,340,000
Improvement	04-15-97	1997-A	5,300,000	09-01-16	6,945,000
Refunding	03-01-96	1996-A	9,990,000 *	09-01-15	11,095,000
Improvement	03-01-96	1996-B	5,270,000	09-01-10	7,765,000
Improvement	08-15-94	1994-A	380,000 *	09-01-01	8,300,000
Refunding	12-01-92	1992-A	<u>870,000</u>	09-01-05	3,155,000
Total			<u>\$40,460,000</u>		

* The City intends, to the extent possible, to provide for the payment of an aggregate principal amount of approximately \$5.25 million of the Series 1994-A and Series 1996-A Bonds and all associated interest thereon with the net revenues derived from the operation of a municipal golf course. Notwithstanding, the City is obligated to use its unlimited ad valorem taxing authority to make all payments on such bonds if the net revenues are not sufficient to provide for their payment.

Temporary Notes

The following is a list of the temporary notes that are outstanding as of the dated date of the Bonds.

<u># and Project</u>	<u>Dated Date</u>	<u>Amount</u>	<u>Maturity</u>
108 College Boulevard	04-15-00	\$ 500,000 (1)	12-15-00
137 State Line IV	07-15-00	200,000	04-15-01
144 Mission Road	07-15-00	1,400,000 (1)	04-15-01
148 City Park Phase 1	04-15-00	2,100,000 (1)	12-15-00
148 City Park Phase 1	07-15-00	1,900,000 (1)	04-15-01
151 Fire Station #3	04-15-00	400,000	12-15-00
156 Public Works Complex	07-15-00	200,000	04-15-01
159 Inter 119 th & Mission	04-15-00	200,000	12-15-00
159 Inter 119 th & Mission	07-15-00	200,000	04-15-01
164 Normandy Place	04-15-00	200,000 (1)	12-15-00
164 Normandy Place	07-15-00	100,000 (1)	04-15-01
166 Lee Boulevard	04-15-00	900,000 (1)	12-15-00
167 151 st Nall to Mission	04-15-00	700,000	12-15-00
168 Mission Road Rehab	07-15-00	100,000 (2)	04-15-01
169 Roe Avenue 137 th -138th	04-15-00	200,000 (2)	12-15-00
169 Roe Avenue 137 th -138th	07-15-00	200,000 (2)	04-15-01
171 Pool Bath House	04-15-00	300,000 (2)	12-15-00

171 Pool Bath House	07-15-00	200,000 (2)	04-15-01
178 133 rd -Mission to State	07-15-00	400,000	04-15-01
179 133 rd -Roe to Mission	07-15-00	200,000	04-15-01
		<u>\$10,600,000</u>	

- (1) To be redeemed with bond proceeds.
- (2) To be redeemed with a cash contribution from the City.

Overlapping Debt

The following table shows the outstanding general obligation bonded debt for jurisdictions whose boundaries overlap those of the City and the amount of such debt that is applicable to the taxpayers of the City. The percentage of debt applicable to the taxpayers of the City is determined by the Johnson County Clerk's Office and is calculated by dividing the assessed valuation of that part of the City which overlaps another jurisdiction with the total assessed valuation of such jurisdiction. All debt is as of June 30, 2000.

<u>Jurisdiction</u>	<u>Net Debt to Nearest Date</u>	<u>Percent Applicable</u>	<u>Amount Applicable to Leawood</u>
Johnson County*	\$166,420,000	8.08%	\$13,446,736
Parks and Recreation	7,700,000	8.08	622,160
Johnson County Fire District #2	2,025,000	0.01	203
U.S.D. #229, Blue Valley	241,903,477	22.92	55,444,277
U.S.D. #512, Shawnee Mission	146,705,000	4.37	<u>6,411,009</u>
Total			\$75,924,385

* Includes \$80,135,000 of general obligation bonds sold by Johnson County in November 1992, of which \$6,474,908 is applicable to the City. The County intends to provide for said bonds from net revenues derived from the operation of the County's wastewater treatment and sanitary sewerage system. Wastewater and sanitary sewage system revenues have been established to be adequate to meet such obligation but have not been specifically pledged for debt service purposes.

Source: Johnson County Clerk's Office and George K. Baum & Company

Lease Purchase Obligations

The City periodically finances certain equipment acquisition and capital improvements with lease purchase agreements. The City will have the following lease agreements outstanding as of the closing date of the Bonds.

<u>Item</u>	<u>Initial Principal Amount</u>	<u>Year Issued</u>	<u>Amount Outstanding</u>	<u>Final Year</u>
Public Building Refunding Revenue Bonds*	\$4,300,000	1996	\$3,535,000	2012
Park Land	1,240,000	1995	720,000	2009
Fire and Public Works Trucks	675,000	1997	330,000	2002
Radio Equipment	946,266	1999	683,676	2004
Street Sweeper & Backhoe	181,533	1999	131,158	2004
Golf Carts	276,800	1999	<u>199,987</u>	2004
Total			\$5,599,821	

* In March 1992, the City entered into a lease-leaseback agreement with the Leawood Public Building Commission for the acquisition, construction and equipping of a new city hall facility. The Leawood Public Building Commission, a municipal corporation created by the City, issued Public Building Revenue Bonds dated March 1, 1992, to finance the new facility. In 1996, the Public Building Commission refunded the 1992 Leasehold Revenue Bonds. The Public Building Revenue Bonds are not a general obligation of the City or of the Leawood Public Building Commission. However, the City has entered into a lease agreement with a term

and payments that are identical to the debt service on the Public Building Revenue Bonds. In accordance with Kansas statutes, lease payments made by the City to the Public Building Commission are not subject to annual appropriation.

Future Debt

The City regularly finances, on a temporary basis, the costs of improvement projects under construction through the issuance of temporary notes. The City customarily conducts a public sale of its general obligation bonds to finance completed improvement projects payable from ad valorem taxes or special assessments. The City also periodically enters into lease agreements for equipment and other assets.

The following table lists the anticipated future bonding requirements of the City over the next several years based on the City's 2001-2005 Capital Improvements Program. All amounts and dates listed represent current estimates and are subject to additions, deletions, or revisions in accordance with future planning efforts of the City. Figures do not include approximately \$13.05 million of "pay-as-you-go" financing the City intends to undertake in the next five years, a portion of which will be paid from outside sources.

<u>Project Year</u>	<u>Estimated City At-Large Bonding Requirement*</u>
2000	\$ 8,321,000
2001	0
2002	7,145,377
2003	10,878,000
2004	1,050,000
2005	4,066,825
2006	289,071

* Includes \$6,808,000 of the \$12,500,000 of bonds for park improvements which were authorized by a voter referendum on November 3, 1998.

Historical Debt Information

The following table shows historical indebtedness represented by general obligation bonds of the City outstanding during the most recent five-year period.

<u>Year</u>	<u>Bonds Outstanding December 31*</u>	<u>Debt to Assessed Valuation</u>	<u>Debt to Estimated Actual Valuation</u>	<u>Debt Per Capita</u>	<u>Bonds Outstanding Less Debt Service Fund Balance*</u>
1999	\$35,675,000	8.88%	1.22%	\$1,214	\$31,129,094
1998	39,540,000	10.75	1.49	1,397	37,568,699
1997	30,230,000	9.35	1.29	1,102	28,641,131
1996	26,120,000	8.92	1.22	990	24,545,356
1995	19,965,000	7.82	1.08	816	19,111,326

*Bonds outstanding indicate net debt amounts (i.e., Gross Debt less Debt Service Fund).

Legal Debt Limits

Cities within Kansas are permitted to issue bonds in an aggregate amount not to exceed 30% of the total

assessed valuation of the city. Bonds issued for the purpose of improving, acquiring, enlarging, or extending municipal utilities including storm sewers; bonds issued to pay the cost of improvements to intersections and streets in front of city or school district property; bonds for bridges as authorized by a vote of the electors of a city; bonds issued to refund outstanding bonds; and bonds payable from revenue sources other than the general taxing authority of the city are not included in total aggregate debt for purposes of computing a city's debt limitation.

Annual Debt Payments

The following is a list of annual debt service requirements for the City's currently outstanding general obligation bonded indebtedness as of the dated date of the Bonds. All amounts are rounded to the nearest whole dollar.

<u>Year</u>	<u>Existing Bonds</u>		<u>Series 2000-A Bonds</u>		<u>Total</u>
	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	
2000*	\$3,525,000	\$1,623,293	\$ -	-	
2001	3,495,000	1,452,178	445,000	-	
2002	3,285,000	1,302,058	395,000	-	
2003	3,105,000	1,157,333	405,000	-	
2004	3,125,000	1,025,558	405,000	-	
2005	2,990,000	889,780	415,000	-	
2006	2,925,000	758,053	425,000	-	
2007	2,790,000	628,160	430,000	-	
2008	2,460,000	501,965	440,000	-	
2009	1,825,000	389,315	450,000	-	
2010	1,750,000	301,903	465,000	-	
2011	1,270,000	216,415	405,000	-	
2012	1,005,000	154,265	415,000	-	
2013	1,025,000	106,050	430,000	-	
2014	575,000	56,275	445,000	-	
2015	440,000	27,100	460,000	-	
2016	85,000	4,675	340,000	-	
2017	-	-	355,000	-	
2018	-	-	375,000	-	
2019	-	-	395,000	-	
2020	-	-	415,000	-	
	<u>\$35,675,000</u>	<u>\$10,594,376</u>	<u>\$8,310,000</u>		

*Includes payments made in 2000 prior to the issuance date of the Bonds.

Debt Payment Record

The City has always met principal and interest payments on all outstanding bonds when due and payable.

FINANCIAL INFORMATION

Financial Statement Summary

The following is a summary of the combined revenues, expenditures, and fund balances for the City's General, Special Revenue, and Debt Service Funds over the last five years as shown in the City's General Purpose Financial Statements. This summary has not been prepared or reviewed by the City's auditor.

	<u>Audited</u> <u>1995</u>	<u>Audited</u> <u>1996</u>	<u>Audited</u> <u>1997</u>	<u>Audited</u> <u>1998</u>	<u>Audited</u> <u>1999</u>
Revenues:					
Property Taxes	\$ 5,418,152	\$ 6,298,332	\$ 6,969,475	\$ 7,340,330	\$ 8,424,989
City Sales and Use Tax	1,799,870	2,474,549	3,096,902	3,721,258	3,966,738
Franchise Tax	1,197,551	1,419,801	1,529,620	1,619,829	1,715,571
Licenses and Permits	1,007,827	969,018	907,518	1,045,840	1,338,022
Intergovernmental	4,075,724	4,814,634	5,293,446	5,031,956	5,765,139
Charges for Services	327,619	402,247	615,053	872,651	954,008
Fines & Forfeitures	425,790	554,482	549,661	511,607	849,465
Special Assessments	1,345,038	1,263,398	1,289,520	1,017,609	1,500,174
Interest	265,614	341,956	397,754	465,137	448,450
Miscellaneous	<u>71,898</u>	<u>181,115</u>	<u>399,055</u>	<u>158,357</u>	<u>125,678</u>
Total Revenues	<u>\$15,935,083</u>	<u>\$18,719,532</u>	<u>\$21,048,004</u>	<u>\$21,784,574</u>	<u>\$25,088,234</u>
Expenditures:					
General Government	\$ 2,030,214	\$ 1,728,631	\$ 2,869,838	\$ 3,352,681	\$ 3,267,126
Public Safety	5,267,831	5,860,628	6,479,933	6,486,142	6,838,960
Public Works	3,377,636	3,692,999	3,820,455	4,698,438	5,135,849
Parks & Recreation	1,107,519	1,107,730	1,316,022	1,732,094	1,703,024
Capital Outlay	15,625	283,676	195,759	158,031	222,658
Debt Service	<u>3,101,245</u>	<u>3,616,264</u>	<u>3,916,403</u>	<u>4,317,916</u>	<u>5,468,563</u>
Total Expenditures	<u>\$14,900,070</u>	<u>\$16,289,928</u>	<u>\$18,598,410</u>	<u>\$20,745,302</u>	<u>\$22,636,180</u>
Revenues Over (Under)					
Expenditures	\$ 1,035,013	\$ 2,429,604	\$ 2,449,594	\$ 1,039,272	\$ 2,452,054
Other Sources (Uses)	<u>(1,653,077)</u>	<u>(688,693)</u>	<u>(1,455,155)</u>	<u>(731,955)</u>	<u>(1,080,524)</u>
Revenues and Other Sources Over (Under) Expenditures and Other Uses	\$ (618,064)	\$ 1,740,911	\$ 994,439	\$ 307,317	\$ 1,371,530
Fund Balance January 1	\$ 4,211,013	\$ 3,359,691	\$ 5,100,602	\$ 6,516,211	\$ 6,978,725
Adjustments & Residual Equity	<u>(233,258)</u>	<u>-</u>	<u>421,170</u>	<u>155,197</u>	<u>-</u>
Fund Balance December 31	<u>\$ 3,359,691</u>	<u>\$ 5,100,602</u>	<u>\$ 6,516,211</u>	<u>\$ 6,978,725</u>	<u>\$ 8,350,255</u>

Assessed Valuation

Assessed valuation information for tax roll purposes is released in November each year and is used to calculate tax levies to fund the following year's budget. Figures shown below indicate tax roll valuation figures as of November of the years indicated for real, personal, and state assessed utility properties.

The following table compares the growth in tangible property valuation in the City with that of Johnson County.

Levy/Budget Year	Leawood		Johnson County	
	Tax Roll Assessed Value (1)	Percentage Change	Tax Roll Assessed Value (1)	Percentage Change
00/01	\$449,373,673	15.71%	\$5,454,078,840	12.47%
99/00	388,351,878	11.78	4,849,449,401	12.93
98/99	347,420,621	9.88	4,294,383,945	12.42
97/98	316,169,355	15.21	3,820,028,935	12.42
96/97	274,418,806	10.91	3,397,947,814	5.37
95/96	247,421,437	15.81	3,224,789,315	10.72
94/95	213,652,094	5.43	2,912,656,494	3.67
93/94 (2)	202,649,779	2.20	2,809,495,863	3.27
92/93	198,284,708	1.83	2,720,533,769	-0.15
91/92	194,713,395	5.26	2,724,743,221	6.02
90/91	184,987,808	7.49	2,570,156,068	3.80

The following table shows a breakdown of the equalized assessed valuation of the City for the years indicated. Equalized assessed valuation includes tax roll valuations and motor vehicle valuations. Motor vehicle valuations are released in January of each year for the preceding year.

Levy/Budget Year	Real Property	Personal Property	State Assessed Utilities	Motor/ Recreational Vehicles	Equalized Assessed Value
00/01 (3)	\$432,330,650	\$11,422,229	\$5,620,794	\$57,538,051 (4)	\$506,911,724
99/00	370,034,534	11,995,333	6,322,011	55,898,749 (4)	444,250,627
98/99	331,758,648	10,024,991	5,636,982	54,460,192 (4)	401,880,813
97/98	300,942,697	9,763,285	5,463,373	51,761,195 (4)	367,930,550
96/97	261,766,856	7,743,940	4,908,010	48,980,314 (4)	323,399,120
95/96	235,515,397	7,057,645	4,848,395	45,370,208	292,791,645
94/95	201,904,691	6,474,905	5,272,498	41,604,818	255,256,912
93/94 (2)	191,631,619	6,257,360	4,760,800	38,362,172	241,011,951
92/93	189,417,056	4,657,960	4,209,692	35,908,345	234,193,053
91/92	186,661,653	4,071,365	3,980,377	34,859,713	229,573,108
90/91	177,072,343	4,045,705	3,869,760	32,286,834	217,274,642

- (1) Does not include motor or recreational vehicle valuations.
- (2) Assessed valuation figures for 1993 were impacted by a constitutional amendment approved by Kansas voters in November 1992. See FINANCIAL INFORMATION - "Property Assessment Rates".
- (3) Real property, personal property, and state assessed are preliminary figures provided by the County Clerk's office for budgeting purposes. Preliminary motor vehicle estimates provided by the Johnson County Treasurer's Office.
- (4) As a result of legislation passed in 1995, the assessment rate for motor vehicles will be decreased from 30% to 20% over a five-year period starting January 1, 1996. This change beginning with the 1996/97 valuations impacted motor vehicle valuations for the City. See FINANCIAL INFORMATION - "Property Assessment Rates". The 2000/01 motor vehicle valuation shown here represents an estimate based on the actual 1999/00 figure adjusted for the change in valuation rate.

Source: Johnson County Clerk's Office

Real Property Composition

The following table provides a breakdown by classification for the City's 1999/00 Real Property assessed valuation.

<u>Classification</u>	<u>Real Property Assessed Valuation</u>	<u>% of Total Equalized Assessed Valuation</u>
Residential	\$293,280,538	79.26%
Commercial and Industrial	68,331,250	18.47
Agricultural Land	92,622	0.03
Vacant Lots	3,845,914	1.04
Not-for-Profit	3,930,077	1.06
All Other	<u>554,133</u>	0.15
Total	\$370,034,534	

Estimated Actual Valuation

Based on assessment percentages provided by Kansas Statutes and appraised real estate valuations provided by the Johnson County Clerk's Office, the following table provides estimated actual valuations for the City of Leawood in the years indicated.

<u>Equalized Budget Year</u>	<u>Equalized Assessed Valuation</u>	<u>Actual Valuation</u>
00/01 (estimate)	\$506,911,724	\$3,734,315,156
99/00	444,250,627	3,212,602,950
98/99	401,880,813	2,913,118,506
97/98	367,930,550	2,645,460,398
96/97	323,399,120	2,341,757,812
95/96	292,791,645	2,136,155,529
94/95	255,256,912	1,842,473,025
93/94	241,011,951	1,735,450,481
92/93	234,193,053	1,627,931,152
91/92	229,573,108	1,588,208,728
90/91	217,274,642	1,501,882,188

Major Taxpayers

According to the 1999 tax rolls in the Johnson County Clerk's Office, the following is a list of the largest property tax payers in the City.

<u>Name of Owner</u>	<u>Property Use</u>	<u>Assessed Valuation</u>
Town Center Plaza	Shopping center	\$16,863,881
95 West, L.P.	Shopping center	5,955,179
Academy 1740	Offices	4,931,552
Northwestern Mutual Life	Offices	3,158,958
Teachers' Insurance and Annuity	Offices	2,929,501
Kansas City Power & Light	Electric utility	2,820,996
Entertainment Properties Trust	Movie theaters	2,695,201
Ranchmart, Inc.	Shopping center	2,658,237

Glenborough Properties
Wells Fund XI

Offices
Offices

1,920,100
1,902,775

Special Assessments

The City has pursued a policy of utilizing special benefit districts to assign the cost of certain improvement projects that directly benefit private property. Kansas statutes allow for the creation of special benefit districts to pay for the cost of a variety of improvements including street construction, storm water drains, sanitary sewer system improvements, street lighting, water system improvements, recreational facilities, flood control projects, bridges, and parking facilities. The City has typically utilized special benefit districts to pay for the costs associated with street improvements in new or expanding developments within the City.

The creation of special benefit districts, the determination of property benefited, and the method of allocating the cost of the improvement is at the discretion of the City. Property owners have the ability to suggest improvements to be made through a petition process and to comment on the final amount of their assessment. The City may or may not participate in the cost of the special benefit district improvement. All property owners have the option to pay their portion of the improvement cost with a one-time payment during a thirty-day assessment prepayment period or pay in annual installments with interest over a certain number of years.

Upon completion of the special benefit district improvement projects and expiration of a thirty-day prepayment period, the City issues general obligation bonds to provide for permanent project financing. The payment of the principal of and interest on such bonds is paid from the special assessments levied annually on the benefited property owners. Special assessments are paid at the same time and in the same manner as ad valorem property taxes. If at any time the special assessments received from the property owners are insufficient to provide for the payment of the principal of and interest on the bonds, the City is obligated to provide for the balance of such payments through its ability to levy unlimited ad valorem property taxes. Upon issuance of the Bonds, approximately 16.5% of the City's outstanding general obligation bonds will be supported by special assessments.

Tax Collections

Real estate property tax statements are mailed November 1 each year and may be paid in full or one-half on or before December 20 with the remaining one-half due on or before June 20 of the following year. Taxes that are unpaid on the due dates are penalized at the rate of 12% per annum (1% pro-rated monthly) until paid or until the property is sold for taxes. Real estate bearing unpaid taxes is advertised for sale in July of each year and is sold to the County for taxes and all legal charges on the first Tuesday in September. Properties that are sold to the County and not redeemed by the delinquent taxpayer within two years after the tax sale are subject to foreclosure sale, except properties defined as "homesteads" under the Kansas Constitution, which are subject to sale after three years.

Personal property taxes are assessed, due and may be paid in the same manner as real estate taxes. Motor vehicle property taxes are based on valuations provided by the Kansas Department of Revenue and the county average tax rate for the county in which the vehicle is registered. Motor vehicle taxes are payable to the county treasurer at the time of the vehicle's annual registration. Vehicle registration dates are assigned by the State in a manner such as to equal registration over a twelve-month period. Motor vehicle taxes are distributed by the county to the state, city and other taxing jurisdictions based on their proportionate tax levies. Delinquent personal and motor vehicle taxes are penalized at the same rate as delinquent real property taxes.

If personal or motor vehicle taxes are not paid in full within approximately 30 days of their respective due dates, warrants are issued and placed in the hands of the Sheriff for collection. If taxes remain uncollected after a certain period, legal judgement is entered and the delinquent tax becomes a lien on all taxable tangible property of the delinquent taxpayer, except property defined as "homesteads" under the Kansas Constitution. Unenforced liens expire after five years.

<u>Budget Year</u>	<u>Taxes Levied</u>	<u>Current Amount</u>	<u>%</u>	<u>Current & Delinquent Amount</u>	<u>%</u>
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1999 for 2000	\$9,085,881	\$8,928,823	98.3%	\$8,954,155	98.6
1998 for 1999	8,149,076	8,067,870	99.0	8,147,045	99.9
1997 for 1998	7,422,076	7,275,458	98.0	7,325,853	98.7
1996 for 1997	6,989,174	6,893,702	98.6	6,957,377	99.6
1995 for 1996	6,299,102	6,239,024	99.1	6,295,847	99.9
1994 for 1995	5,440,838	5,370,885	98.7	5,401,788	99.3
1993 for 1994	5,157,803	5,051,816	98.0	5,134,714	99.6

Note: Figures above include levies for ad valorem taxes and miscellaneous charges and fees.

The following table shows the total special assessments payable within the City for the years indicated and the associated collections thereon:

<u>Budget Year</u>	<u>Amount</u>	<u>Current Taxes</u>	
	<u>Assessed</u>	<u>Amount</u>	<u>%</u>
1999 for 2000	\$1,514,397	\$1,500,174	99.06%
1998 for 1999	1,048,137	1,017,609	97.09
1997 for 1998	1,298,744	1,289,520	99.29
1996 for 1997	1,232,812	1,263,398	102.48
1995 for 1996	1,482,439	1,345,038	90.73
1994 for 1995	1,337,787	1,390,747	103.96
1993 for 1994	1,416,419	1,238,336	87.43
1992 for 1993	1,043,242	759,170	72.77
1991 for 1992	1,095,762	1,095,760	100.00
1990 for 1991	1,160,323	1,026,197	88.44

Source: Johnson County Treasurer's Office

Sales and Use Tax

The City of Leawood currently levies a one-cent local option sales and use tax on all applicable goods and services purchased or provided within city limits. In addition, voters approved a .125% sales tax in April 2000 for accelerated residential and storm water improvements. This tax is in addition to a 0.975-cent countywide local option sales and use tax, and a 4.9-cent state sales and use tax. The County's tax includes a 0.125-cent bi-state sales and use tax approved by voters and implemented in 1997 to fund renovation of a historic railroad station in Kansas City, Missouri.

Total sales and use tax in the City is currently 7 cents, or 7.0% of cost. The State of Kansas is responsible for collection and distribution of all sales and use tax. Citywide local option taxes are distributed directly to the City each month. Countywide local option taxes are distributed monthly by the State to all incorporated cities within the County based on population and relative property tax levies. Statewide taxes are retained by the State and not distributed to local municipalities. The following table shows receipts for citywide and the City's portion of the countywide local option sales tax in recent years.

<u>Year</u>	<u>Citywide Sales and Use Tax Receipts</u>	<u>City's Portion of Countywide Sales and Use Tax Receipts</u>	<u>Combined Sales Tax Receipts</u>
1999	\$3,966,738	\$3,039,155	\$7,005,893
1998	3,721,258	2,913,429	6,634,687
1997	3,096,902	2,518,211	5,615,113 *
1996	2,474,549	2,337,325	4,811,874 *
1995	1,799,870	1,808,858	3,608,728 *
1994	1,691,459	1,528,985	3,220,444

* In 1995, voters in Johnson County approved an additional 0.25-cent countywide sales tax for the construction of a new jail facility. As part of an agreement with the county, the City has committed these funds to a road extension project in the City. The new revenue was offset by a corresponding decrease in county funding of the project that had been expected through a road construction assistance program.

Tax Levies

The City may levy taxes in accordance with the requirements of its adopted budget. The County Clerk determines property tax levies based on the assessed valuation provided by the appraiser and spreads the levies on the tax rolls. Property owners within the City pay taxes to either Unified School District No. 512 (Shawnee Mission) or Unified School District No. 229 (Blue Valley). In 2000, approximately 27% of the City's land area and 23.7% of its assessed valuation was located within the boundaries of Unified School District No. 512. The remaining areas of the City are all located within Unified School District No. 229.

The following tables give the total tax levy for all taxing jurisdictions serving the City for the last five years. One mill equals \$1 in taxes per \$1,000 of assessed valuation.

Taxpayers Within U.S.D. #512 - Shawnee Mission

<u>Jurisdiction</u>	1995	1996	1997	1998	1999
	Mill Levy				
	for 1996	for 1997	for 1998	for 1999	for 2000
	<u>Budget</u>	<u>Budget</u>	<u>Budget</u>	<u>Budget</u>	<u>Budget</u>
State of Kansas	1.500	1.500	1.500	1.500	1.500
Johnson County	16.563	16.590	15.305	14.345	16.112
City of Leawood	25.459	25.469	23.475	23.456	23.396
Johnson County Library	3.419	3.478	3.254	3.174	3.137
Johnson County Parks	1.620	1.620	1.512	1.437	1.451
Community College	9.314	8.946	8.540	7.746	7.184
Unified Wastewater	-	-	-	5.704	5.166
U.S.D. #512	<u>61.779</u>	<u>56.233</u>	<u>51.808</u>	<u>42.968</u>	<u>41.246</u>
Total	119.654	113.836	105.394	100.330	99.192

Note: Figures do not include sewer charges levied by the City.

Taxpayers within U.S.D. #229, located in the developing southern portion of the City, have experienced the following levies over the same time period:

Taxpayers Within U.S.D. #229 - Blue Valley

<u>Jurisdiction</u>	1995	1996	1997	1998	1999
	Mill Levy				
	for 1996	for 1997	for 1998	for 1999	for 2000
	<u>Budget</u>	<u>Budget</u>	<u>Budget</u>	<u>Budget</u>	<u>Budget</u>
U.S.D. #229	82.639	80.430	74.168	69.847	65.597
Johnson County Wastewater	6.140	6.041	5.938	5.704	5.166
Other Jurisdictions (same as above)	<u>57.875</u>	<u>57.603</u>	<u>53.586</u>	<u>51.658</u>	<u>52.780</u>
	146.654	144.074	133.692	127.209	123.543

Source: Johnson County Clerk's Office

Building Permits

The following table shows the number, type and estimated construction costs of building permits issued by the City during the last three years.

	<u>1997</u> <u>Building</u> <u>Permits</u>	<u>Estimated</u> <u>Construction</u> <u>Costs</u>	<u>1998</u> <u>Building</u> <u>Permits</u>	<u>Estimated</u> <u>Construction</u> <u>Costs</u>	<u>1999</u> <u>Building</u> <u>Permits</u>	<u>Estimated</u> <u>Construction</u> <u>Costs</u>
Commercial & Industrial	57	\$ 25,700,000	59	\$ 33,592,103	78	\$ 44,263,575
Single-Family	201	63,800,000	215	59,044,109	260	67,310,944
Multi-Family	48	5,600,000	64	6,504,696	0	0
Additions, Alterations and Conversions	<u>241</u>	<u>6,400,000</u>	<u>215</u>	<u>6,313,716</u>	<u>239</u>	<u>7,850,422</u>
Total	547	\$101,500,000	553	\$105,454,624	577	\$119,424,941

Budgeting Procedures

Applicable Kansas statutes require that budgets be legally adopted for all funds (including debt service and enterprise funds) unless exempted by a specific statute. All budgets are prepared utilizing the modified accrual basis further modified by the encumbrance method of accounting. For example, commitments such as purchase orders and contracts, in addition to disbursements and accounts payable, are recorded as expenditures.

The statutes provide that the budget for the succeeding calendar year must be prepared on or before August 1 and published on or before August 5 of each year. A public hearing is required to be held on or before August 15, with the final budget being adopted on or before August 25 of each year. Supplemental appropriations and transfers among budget categories may modify original appropriations. The City Council must approve all significant changes from the adopted budget.

Kansas law prohibits cities and other governmental units from creating indebtedness unless there is money on hand in the proper fund and unencumbered by previous commitments with which to pay the indebtedness. The execution of a contract, or the issuing of a purchase order, automatically encumbers the money in the fund for the payment of the amount represented by the commitment. It makes no difference that the amount may not have to be paid until more moneys are in the fund or until the following year. An exception to this cash basis law is the issuance of debt in the form of bonds, notes, or warrants pursuant to statutory authority or referendum. In the event debt is issued, funds need not be on hand for future payments.

Appraisal and Assessment Procedures

The determination of appraised and assessed valuation and the collection of property taxes for all political subdivisions in the State of Kansas are the responsibility of the various counties. The Johnson County appraiser annually determines the appraised valuation of property located in the City. The appraiser's determination is based on a number of criteria established by Kansas statute. All property, with the exception of agricultural land, is appraised based on estimated fair market value. Agricultural property is appraised based on productivity value. Kansas statutes require that each parcel of real property be reviewed and inspected by the county appraiser once every four years for taxation purposes. Once appraised valuations have been determined, they are multiplied by the applicable statutory assessment rates to arrive at the assessed valuations. The total assessed valuation is then used to establish property tax rates.

Property Assessment Rates

In order to determine the assessed valuation of a parcel of property for taxation purposes, the county appraiser multiplies the appraised value of the parcel by the applicable assessment rate. Current property assessment rates were established in 1986, effective in 1989, and slightly modified in 1992. The most significant 1992 modifications involved lowering the assessment rate on commercial and industrial real property from 30% to 25% and on residential property from 12% to 11.5%.

The following table shows the current assessment rates for the different classes of taxable tangible property within the State of Kansas.

<u>Real Property:</u>	
Residential	11.5%
Commercial and Industrial- Real Property	25.0
Agricultural Land (1)	30.0
Agricultural Improvements	25.0
Vacant Lots	12.0
Not-for-Profit (2)	12.0
All Other	30.0
<u>Personal Property:</u>	
Mobile Homes	11.5%
Mineral Leaseholds (large)	30.0
Mineral Leaseholds (small)	25.0
Commercial & Industrial Machinery & Equipment	25.0
All Other	30.0
<u>Utilities:</u>	
Railroads	federally mandated rate
All Other Public Utilities	33.0%
<u>Motor Vehicles:</u>	20.0% (3)
<u>Property Exempt:</u>	

Property used for the following purposes, or portions thereof, are exempt from taxation provided certain statutory requirements are met: religious, educational, literary, scientific, benevolent, alumni associations, veterans' organizations, or charitable purposes, including parsonages and community service organizations providing humanitarian services.

- (1) Agricultural land is valued based on the productivity value of the property and not estimated market valuation.
- (2) A bill passed by the Kansas Legislature in 1994 clarified this class of property to include all property owned and operated by not-for-profit organizations not subject to federal income taxation pursuant to paragraphs (2), (3), (4), (7), (8), or (10) of Subsection C of Section 501 of the federal internal revenue code. This bill specifically established that private, not-for-profit country clubs would be assessed at 12% for all land that does not accommodate buildings or improvements.
- (3) Effective January 1, 1996, the applicable assessment rates on motor vehicles was reduced from 30% of market value to 20% of market value over a five-year period in the following increments: 1996-28.5%; 1997-26.5%; 1998-4.5%; 1999-22.5%; and 2000-20.0%.

Prior to reappraisal and reclassification in 1989, all property was assessed at approximately 30% of fair market value.

Equalization Ratios

Annually, the Property Valuation Division of the Kansas Department of Revenue conducts a study to compare the assessed valuation of real property to estimated market value based on property sale prices. The study derives an equalization ratio which, when divided into assessed valuation, provides a means to approximate actual market value. According to the 1998 Real Estate Assessment/Sales Ratio Study, in Johnson County the equalization ratio for residential real property has been set to 10.96%; vacant lots to 10.04%; agricultural land to 3.00%; and commercial and industrial real property to 21.73%.

LEGAL MATTERS

Legal matters incident to the authorization, issuance, and sale of the Bonds by the City and the tax-exempt status thereof are subject to the approval of Bryan Cave LLP, Kansas City, Missouri, Bond Counsel, whose approving opinion accompanies the Bonds. The opinion is to the effect that the Bonds are valid general obligations of the City and that, under existing laws and regulations, assuming continued compliance with the covenants contained in the Ordinance, the interest on the Bonds is exempt from federal income taxation, except with respect to certain taxpayers (see TAX EXEMPTION herein). The opinion is dated and given on and speaks only as of the date of original delivery of the Bonds. Bond Counsel has not participated in the preparation of this Official Statement except for the sections titled INTRODUCTORY STATEMENT, THE BONDS, LEGAL MATTERS, TAX EXEMPTION, ABSENCE OF MATERIAL LITIGATION, and CONTINUING DISCLOSURE.

TAX EXEMPTION

In the opinion of Bond Counsel, the interest on the Bonds, (a) is excluded from gross income for federal income tax purposes, and (b) is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; however, it should be noted that with respect to corporations (as defined for federal income tax purposes), such interest is taken into account in determining adjusted current earnings for the purpose of computing the alternative minimum tax imposed on such corporations. The opinion described in this paragraph is subject to the condition that the City comply with all requirements of the Internal Revenue Code of 1986 that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be (or continue to be) excluded from gross income for federal income tax purposes. Failure to comply with certain of such requirements could cause the interest on the Bonds to be so included in gross income retroactive to the date of issuance of the Bonds. The City has covenanted to comply with all such requirements. Bond Counsel expresses no opinion regarding any other federal tax consequences arising with respect to the Bonds.

Interest on the Bonds is excludable from computation of Kansas adjusted gross income for taxable years commencing after December 31, 1987, and the Bonds are exempt from intangible personal property taxes levied by Kansas counties, cities, or townships.

The Bonds have [not] been designated "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Code.

Prospective purchasers of the Bonds should be aware that (i) Section 265 of the Internal Revenue Code of 1986 (the "Code"), denies a deduction for interest on indebtedness incurred or continued to purchase or carry the Bonds or, in the case of a financial institution, that portion of a holder's interest expense allocated to interest on the Bonds, except with respect to certain financial institutions (within the meaning of Section 265(b)(5) of the Code), (ii) with respect to insurance companies subject to the tax imposed by Section 831 of the Code, Section 832(b)(5)(B)(i) reduces the deduction for loss reserves by 15 percent of the sum of certain items, including interest on the Bonds, (iii) interest on the Bonds earned by certain foreign corporations doing business in the United States could be subject to a branch profits tax imposed by Section 884 of the Code, (iv) passive investment income, including interest on the Bonds, may be subject to federal income taxation under Section 1375 of the Code for Subchapter S corporations that have Subchapter C earnings and profits at the close of the taxable year if greater than 25% of the gross receipts of such Subchapter S corporation is passive investment income, and (v) Section 86 of the Code requires recipients of certain Social Security and certain Railroad Retirement benefits to take into account in determining gross income, receipts, or accruals of interest on the Bonds.

RATING

The City has applied to Moody's Investors Service for a rating on the Bonds. Any explanation of the

significance of such rating, when received, may be obtained only from said rating agency. There is no assurance that the rating will remain for any given period of time or that it may not be lowered or withdrawn entirely by the rating service if, in its judgment, circumstances so warrant. Any such downward change in or withdrawal of the rating may have an adverse effect on the market price of the Bonds. Appropriate periodic credit information will be provided by the City to the rating agency rating the Bonds. The City's currently outstanding general obligation debt is rated "Aa1" by Moody's.

UNDERWRITING

The Bonds were purchased at public sale on _____, 2000, by _____ (the "Successful Bidder") at a price equal to _____, plus accrued interest to the date of closing.

ABSENCE OF MATERIAL LITIGATION

The Transcript of Proceedings will contain a certificate of non-litigation dated as of the closing date and executed by the City to the effect that there is no controversy, suit, or proceeding of any kind pending or, to the knowledge of the City, *threatened wherein or whereby any question is raised, or may be raised, questioning, disputing, or affecting in any way the legal organization of the City or its boundaries or the legality of any official act shown to have been done regarding the issuance of the Bonds or the constitutionality or validity of the obligation represented by the Bonds or the means provided for the payment of the Bonds.*

CONTINUING DISCLOSURE

The Securities and Exchange Commission (the "SEC") has promulgated amendments to Rule 15c2-12 (the "Rule"), requiring continuous secondary market disclosure for issues sold on or after July 3, 1995. In the Ordinance and the Continuing Disclosure Certificate, the City has covenanted to provide annually certain financial information and operating data and other information necessary to comply with the Rule, and to transmit the same or cause the same to be transmitted to certain national repositories, any state repository, and the Municipal Securities Rulemaking Board, as applicable. The City has always complied with its previous continuing disclosure undertakings. This covenant is for the benefit of and is enforceable by the owners of the Bonds. See APPENDIX A for further details concerning continuing disclosure requirements. The City is in compliance with any prior continuing disclosure undertaking.

CERTIFICATION OF THIS OFFICIAL STATEMENT

The preparation and distribution of this Preliminary Official Statement has been authorized by the City. This Preliminary Official Statement is hereby duly approved by the governing body of the City and "deemed final", except for the omission of certain information as provided in Securities and Exchange Commission Rule 15c2-12 as of the date on the cover page hereof.

Dated October 2, 2000

THE CITY OF LEAWOOD, KANSAS

By /s/ _____ Peggy J. Dunn _____

Mayor

ATTEST:

/s/ Martha Heizer
Clerk

APPENDIX B

Financial Statements

The following is a copy of a portion of the report on examination of the City of Leawood, Kansas, for the fiscal year ended December 31, 1999, prepared by the firm of Cochran, Head & Company, Certified Public Accountants, Kansas City, Kansas.

APPENDIX A

Continuing Disclosure Instructions

rescinded by Res. #1570

RESOLUTION NO. 1569

RESOLUTION APPROVING AND AUTHORIZING THE MAYOR TO EXECUTE A PERSONAL SERVICES AGREEMENT BETWEEN THE CITY OF LEAWOOD, KANSAS ["CITY"] AND ORION MANAGEMENT SOLUTIONS, INC., ["ORION"] [COLLECTIVELY THE "PARTIES"] TO PROVIDE FOR THE MANAGEMENT OF IRONHORSE GOLF CLUB, LOCATED IN LEAWOOD, KANSAS.

WHEREAS, the City currently owns and operates IRONHORSE Golf Club, located at IRONHORSE Golf Course in Leawood, Kansas; and

WHEREAS, Orion is a professional golf course management company that provides management and promotion services for golf clubs; and

WHEREAS, the parties desire to execute a Personal Services Agreement to allow Orion to provide these services; and

WHEREAS, both parties have read, understand and agree to the conditions set forth in the Personal Services Agreement, attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE; That the Governing Body hereby approves and authorizes the Mayor to execute the Personal Services Agreement with Orion Management Solutions, Inc., attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

SECTION TWO; This resolution shall become effective upon passage.

PASSED by the Governing Body this 2nd day of October, 2000.

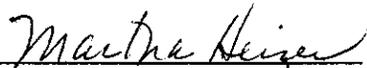
APPROVED by the Mayor this 2nd day of October, 2000.



Peggy Dunn, Mayor

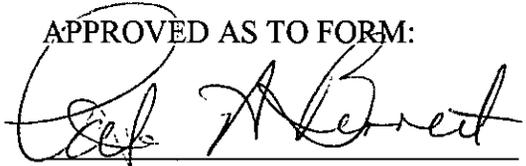


ATTEST:



Martha Heizer, City Clerk

APPROVED AS TO FORM:



Patricia A. Bennett, City Attorney

RESOLUTION NO. 1570

RESOLUTION APPROVING AND RATIFYING THE MAYOR'S EXECUTION OF A PERSONAL SERVICES AGREEMENT BETWEEN THE CITY OF LEAWOOD, KANSAS ["CITY"] AND ORION MANAGEMENT SOLUTIONS, INC., ["ORION"] [COLLECTIVELY THE "PARTIES"] TO PROVIDE FOR THE MANAGEMENT OF IRONHORSE GOLF CLUB, LOCATED IN LEAWOOD, KANSAS, AND RESCINDING RESOLUTION NO. 1569.

WHEREAS, the City currently owns and operates IRONHORSE Golf Club, located at IRONHORSE Golf Course in Leawood, Kansas; and

WHEREAS, Orion is a professional golf course management company that provides management and promotion services for golf clubs; and

WHEREAS, the parties desire to execute a Personal Services Agreement [the "Agreement"] to allow Orion to provide services for the IRONHORSE Golf Club; and

WHEREAS, Resolution No. 1569, authorizing the Mayor to execute the Agreement, was approved by the City Council on October 2, 2000; however, that Agreement was not executed by the Mayor; and

WHEREAS, because substantive amendments were made to the Agreement originally approved by the City Council, the amended Agreement, which has been executed by the Mayor, must be approved by the City Council.

NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: That the Governing Body hereby approves and ratifies the Mayor's execution of the Personal Services Agreement with Orion Management Solutions, Inc., attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

SECTION TWO: That Resolution No. 1569 is hereby rescinded.

SECTION THREE: This resolution shall become effective upon passage.

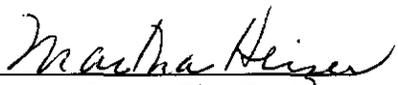
PASSED by the Governing Body this 16th day of October, 2000.

APPROVED by the Mayor this 16th day of October, 2000.

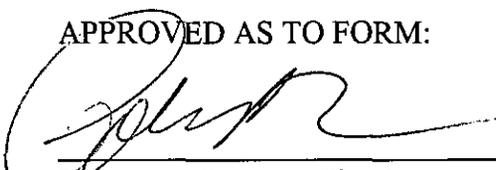



Peggy Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

PERSONAL SERVICES AGREEMENT

For the Management of
IRONHORSE GOLF CLUB

This PERSONAL SERVICES AGREEMENT (the "Agreement") is made and entered into as of this 6TH day of OCTOBER, 2000 by and between The City of Leawood, Kansas, a municipality ("Owner"), and Orion Management Solutions, Inc., a Kansas corporation. ("Orion").

Recitals

A. Owner desires to promote and provide for the management of IRONHORSE Golf Club, including, but not limited to, golf course, clubhouse, pro shop, maintenance building, learning center, driving range, practice holes and appurtenances (collectively referred to as the "Facility").

B. Orion is a professional golf course management company whose principals have experience and expertise related to golf course management and promotion.

C. Owner desires to retain Orion to manage and operate the Facility on behalf of Owner pursuant to the terms and conditions of this Agreement.

Agreement

The parties agree as follows:

1. **TERM OF AGREEMENT.** The term of this Agreement shall begin on 1st day of January, 2001 (the "Start Date"), and shall end at 11:59 p.m. on December 31, 2003, subject to the termination provisions stated herein. If, on or before the expiration of the original term of this Agreement, the parties shall agree to mutually acceptable terms for a new Schedule of Fixed And Contingent Management Fees for the year 2004, then this Agreement shall be extended for an additional one year, and all terms and conditions of this Agreement between Owner and Orion, other than the terms and conditions set forth in paragraph 7.c. or otherwise agreed upon shall remain as set forth herein. In no event shall the term of this Agreement exceed four (4) years. This Agreement is specifically conditioned upon an annual appropriation by Owner and in the event that the Owner shall, in its sole and exclusive discretion, determine not to make an annual appropriation of funds necessary for this Agreement, then this Agreement shall terminate and be null and void as of the last day of the fiscal year for which the golf course operation was funded. In the event Owner fails to approve appropriation of funds provided for in this Agreement for any year, Owner will pay Orion the applicable Monthly Management Fee for three months thereafter, provided that such three-month period remains within the term of this Agreement. In the event that the Owner shall cease to own the Facility or the real estate upon which the Facility is located, then this Agreement shall terminate sixty (60) days after Owner notifies Orion of such ownership change. In the event that a determination is made by the Owner to discontinue its ownership of the Facility, Owner agrees that it will consider sale of the Facility to Orion among its options. The preceding sentence shall not be construed so as to create a right of first refusal or an option to purchase on behalf of Orion.

The parties acknowledge that it may be necessary to commence the term of this Agreement on or about November 1, 2000. Orion agrees to commence the term of this Agreement prior to January 1,

2001, if Orion receives written notice of such commencement from Owner.

2. SERVICES TO BE PERFORMED BY ORION. During the term of this Agreement, Orion shall operate the Facility, which shall include, but not be limited to, the collection and disbursement of all monies, the employment of all employees, the promotion and management of the golf course, the purchase and sale of food, beverages, merchandise, supplies and services, the purchase and maintenance of insurance coverage for its operations and equipment, the handling of disputes with third parties, the collection and payment of all appropriate taxes, the securing of all appropriate licenses, permits and approvals and the performance of all other day-to-day activities relative to the Facility. With respect to the operation of the Facility, the parties hereto agree as follows:

a. Owner Authorization. Owner hereby grants and delegates to Orion the authority and the responsibility necessary to permit Orion to perform its duties under this Agreement and agrees to take such additional steps as are necessary to evidence such delegation and authorization as are reasonably requested by Orion. Owner hereby grants to Orion the exclusive right to manage the Facility according to the terms of this Agreement for the term of this Agreement.

b. Major Decisions. From time to time, Orion shall submit to Owner or Owner's representative(s) for approval, proposals for major activities, improvements or events, including, but not limited to, capital improvements and expenditures and the Proposed Annual Budgets (as defined in subparagraph 2(d)2 below). Orion shall secure Owner's prior approval of all such major proposals. Orion shall, to the best of its ability, operate the Facility in accordance with the major policy decisions approved by Owner. The parties agree that the Facility shall be operated as a public golf course and shall be open to the general public. Orion shall secure Owner's prior approval of all changes to policy or purchasing guidelines. Orion acknowledges that the Facility is being financed in part by the bonds issued by Owner. Orion acknowledges that it will conduct the business of the Facility in a manner that is consistent with the public financing of the Facility and will upon direction from Owner cease any activity that is not permitted under the financing of the Facility.

c. Operational Guidelines. Orion shall develop a set of written guidelines ("Operational Guidelines") for the Facility. The Operational Guidelines shall include information necessary for the operation of the Facility, including, but not limited to, operation and maintenance of the golf course, the maintenance facility, the clubhouse, the pro shop and other operations of the Facility, the hours of operation and other policies relating to the operation of the Facility. Upon development of the Operational Guidelines, same shall be submitted to Owner for approval and shall become effective only upon approval by Owner, which approval shall not be unreasonably withheld or delayed. Furthermore, the Operational Guidelines developed pursuant to this Agreement shall be the property of Owner.

d. Annual Budgets. Not later than March 1st of each year during the term of this Agreement, Orion shall submit a proposed operating budget (the "Proposed Annual Budget") to Owner for the upcoming calendar year. The Proposed Annual Budget shall specify the amount of working capital required to continue operations of the Facility for the upcoming calendar year in light of all major policy decisions, specify all anticipated expenses required to maintain a reasonable level of equipment, supplies and inventory and all projected expenses for long term capital improvements and equipment. Owner shall approve or reject the Proposed Annual Budget by August 25th, annually. Owner shall specify, in writing, the basis for any rejected item in the Proposed Annual Budget. The Proposed Annual Budget, once approved by Owner, shall be referred to as the "Annual Budget". In the event that the Owner and Orion are unable to reach agreement regarding the Annual Budget, then either party may notify the other of their intent to terminate and this Agreement shall terminate on the last day of the term for which there

was a budget approved by Owner.

e. Promotion of Golf Activities. Orion shall coordinate with and direct to Owner's staff all work done in the promotion, advertisement and public relations with respect to the Facility. Orion shall coordinate the creation or modification of graphics, logos and other visual materials for letterheads, envelopes, temporary and permanent signs, brochures, information profiles, progress reports, press releases and bulletins. Orion will use reasonable efforts (as limited by Annual Budgets) to assure that the Facility will be favorably presented in print and communications media. All materials or items developed pursuant to this paragraph shall be the exclusive property of Owner and shall be shown to the agent designated by Owner prior to dissemination.

f. Facility Personnel. Orion shall hire Facility staff, including all on-site management personnel, golf professional staff, assistant golf professional staff, golf course superintendents, food and beverage staff, house and grounds maintenance personnel, janitorial staff, and others deemed by Orion to be appropriate for the efficient operation of the Facility and to the extent authorized by the Budget for the Facility as approved by Owner; provided, however, that Owner shall have the right to approve the selection or removal of the golf course head professional ("General Manager") and golf course superintendent, such approval not to be unreasonably withheld or delayed. The initial approved golf course superintendent is CRAIG SPRATLIN and the initial approved General Manager is MATT ROBERTS (Note: both positions are TBD with concurrence of Facility Representative). All Facility personnel shall be hired by and be employees of, Orion, except that Orion may, in its discretion, elect to have some routine functions, such as janitorial functions, performed by independent contractors rather than employees. Orion will not prevent any of the personnel employed at the Facility from going to work for Owner or another management company in the event this Agreement expires or is terminated. At termination, Owner and Orion shall have the right to offer employment to any employee of the Facility. During the term of this Agreement, Orion shall not remove or relocate the General Manager and/or the golf course superintendent of the Facility to another Facility managed by Orion without obtaining prior Owner consent, which will not be unreasonably withheld or delayed.

g. Food, Beverage and Merchandise. To the extent permitted by law, Owner shall permit the sale of food, beer, wine and liquor at the Facility. Orion shall apply for and obtain required State of Kansas and City of Leawood liquor licenses, and all other required permits and approvals. Owner shall cooperate with Orion in obtaining such licenses, permits and approvals. Orion shall comply with all laws relating to the sale of alcoholic beverages. In addition, Orion shall purchase and sell such other food, beverage and merchandise at the Facility for such prices as Orion deems prudent.

3. NET CASH FLOW. On the 15th day of each calendar month during the term of this Agreement, Orion shall pay to Owner one hundred percent (100%) of the Net Cash Flow from the Facility, determined in accordance with the provisions of this paragraph, for the period ending on the last day of the preceding calendar month. For example, on April 15 of each year, Orion shall pay to Owner the net cash flow for the month of March. "Net Cash Flow" shall equal the difference of: (1) Revenues minus (2) the sum of: (i) Expenses, plus (ii) Approved Capital Expenditures, plus (iii) Approved Reserves on deposit, all as defined below.

a. Revenues. "Revenues" shall mean all cash receipts of any kind from operation of the Facility, including, but not limited to, green fees, cart rentals, range fees, proceeds from the sale of food, beverage and merchandise, rebates, rentals, proceeds from the sale of assets, interest income, Advances (as hereafter defined) and insurance proceeds. Revenues shall not include fees collected for golf lessons if the fees are paid directly to the professional providing such lessons. Owner also has the right to

conduct lessons, schools and other activities on the Facility and any fees paid by Owner to Orion to conduct such lessons, schools, or other activities under an agreement with Orion shall be included as "Revenues".

b. Expenses. "Expenses" shall mean all necessary, reasonable and ordinary cash expenditures authorized by the Annual Budget established by Owner and Orion and incurred in connection with the Facility, including, but not limited to:

- i. Payroll, payroll taxes, employee benefits (including, without limitation, insurance, health and welfare benefits) and unemployment insurance and taxes, and sales, rental and other taxes and governmental fees and charges assessed against the Facility or its operation;
- ii. Payments for food, beverage, merchandise and supplies;
- iii. Insurance costs for the insurance coverage specified in paragraph 13 hereof and approved in the Annual Budget for the Facility;
- iv. Payments for advertising and promotion of the Facility;
- v. Acquisition costs, lease payments and debt service payments for the Facility, equipment, furniture, fixtures and other capital items as included in the Annual Budget;
- vi. License fees, dues and subscriptions;
- vii. Expenses of hiring and training personnel, except expenses of training Orion management personnel;
- viii. Costs of maintaining and improving the golf course, pro shop and other Facility assets;
- ix. Fees of outside consultants and third party contractors retained by Orion in connection with the operation of the Facility, such as accountants, attorneys, tax advisers, and marketing public relations consultants, if approved in advance by Owner or Owner's representative, provided that the term "Expense" does not apply to general office support, including financial reporting, that Orion is required to provide under this Agreement;
- x. All Management Fees (as defined in paragraph 7, below) paid to Orion in accordance with this Agreement, including the Fixed Management Fee;
- xi. Expenses associated with an annual audit of the Facility by an Owner designated auditor; and

xii. Expenses not specifically authorized by the Annual Budget that are approved in advance by the Owner or the Owner's representative.

c. Approved Capital Expenditures. "Approved Capital Expenditures" shall mean all cash payments for equipment, furniture, fixtures, Facility improvements or other capital items approved by Owner, which approval may be included in an Annual Budget or other separate form of approval.

d. Approved Reserves. "Approved Reserves" shall mean the amount of cash approved by Owner to be held by Orion for future operation of the Facility.

4. ADVANCES FROM OWNER. If at any time the Net Cash Flow from the operation of the Facility is not sufficient to meet the Approved Capital Expenditures or Expenses as they become due, Owner shall advance, unless such advance is prohibited by law, to Orion the amount of cash necessary to meet such obligations (such amount being referred to as an "Advance").

5. ACCOUNTS. All Revenues, Advances and Approved Reserves shall be held by Orion for Owner, in an account designated as such and sufficient to protect Owner's interest in such funds, subject to such funds being disbursed for Expenses and Approved Capital Expenditures. Orion shall maintain one or more separate accounts so designated (collectively referred to as "Facility Accounts"), which shall, whenever possible, include interest bearing accounts, at one or more commercial banks in Kansas, each approved in advance by Owner, for the receipt of Revenues, Advances and Approved Reserves and for the payment of Approved Capital Expenditures Expenses and Approved Reserves. Orion agrees that Owner shall have two designated signators on such accounts (who will provide Orion reasonable notice of and account for any transactions conducted by them with respect to the accounts) and that Owner may have access to such accounts via the internet or other methods so that Owner may, without notice, review transaction activity on the accounts. Any check or other order to pay, written for more than \$10,000 (Ten Thousand Dollars) will require a third signature by one of the Owner's designated signators. Orion shall account to Owner and pay all payments due to Owner from Facility Accounts in accordance with this Agreement. Orion shall not commingle Revenues, Advances and Approved Reserves with other money or accounts, and shall not take any money or property from the Facility Accounts or from the Facility, except to make payments for Approved Capital Expenditures and Expenses as set forth in this Agreement. Orion shall not purchase goods or services from an entity affiliated with Orion unless such purchase is on terms reasonably competitive with terms available from non-affiliated sources and Owner has approved such purchase in writing. Orion acknowledges that Owner is a governmental entity and as such Owner is subject to certain laws regarding purchases. Orion shall comply with statutory requirements, if any, which may become applicable to it regarding purchase of equipment, materials and services.

6. EMPLOYEES. All employees of the Facility shall be employees of Orion.

7. MANAGEMENT FEES. In exchange for services rendered by Orion under this Agreement, Orion shall be (1) reimbursed from Facility Accounts for all direct and indirect out-of-pocket expenses authorized by this Agreement in connection with the operation of the Facility, (2) paid from Facility Accounts a Fixed Management Fee as described in subparagraph 7.a. hereinafter, and (3) subject to the terms and conditions of subparagraph 7.b. below, paid from Facility Accounts a Contingent Management Fee. If on any date when any of the foregoing amounts is owing to Orion the

Facility Accounts contain insufficient funds to pay Orion the amounts owing, Owner, unless prohibited by law, shall immediately make a disbursement to Orion to cover the shortfall.

a. Fixed Management Fee. A "Fixed Management Fee" shall be paid to Orion for each month this Agreement is in effect in the applicable amount described in subparagraph 7.c. (Schedule of Fixed and Contingent Management Fees). For any partial month, the Fixed Management Fee shall be prorated. The Fixed Management Fee shall be due and payable on the last day of each month.

b. Contingent Management Fee. A "Contingent Management Fee" shall accrue and be payable to Orion at the end of the first (1st) month following a calendar year in which Gross Revenues equal or exceed Gross Revenue Base set forth in subparagraph 7.c. (Schedule of Fixed and Contingent Management Fees), provided, however, that no such Fee shall be due and owing unless and until the Owner has received the audited financial statements referenced in paragraph 8 hereof and as hereinafter provided. Within thirty (30) days of receipt of the unaudited annual financial statements for the Facility that are in form and substance satisfactory to the Owner, the City will make a provisional payment of the Contingent Management Fee equal to seventy five percent (75%) of the Contingent Management Fee as calculated based upon the unaudited financial statements. Upon receipt of the audited financial statements for the Facility, the Contingent Management Fee will be recalculated based upon the audited financial statements, and the balance paid or refunded as the case may be. If the Owner does not exercise its option to conduct an audit of the Facility annual financial statements, then the balance of the Contingent Management Fee shall be paid on or before May 1 of the following year. The amount of the Contingent Management Fee shall be determined by multiplying the Contingent Management Fee Percent set forth in subparagraph 7.c. by the amount by which Gross Revenues for such year less \$60,000.00 exceed the Gross Revenue Base for the applicable year as set for the in subparagraph 7.c. For purposes of determining the Contingent Management Fee, "Gross Revenues" shall mean the sum of all Revenues generated by the operation of the Facility as specifically defined by Section 3(a) of this Agreement. However, Gross Revenue for purposes of this paragraph shall not include interest, proceeds from the sale of major assets, insurance proceeds, developer subsidies, advances and draws on letters of credit or other income not attributable to the operation of the Facility. Owner will not decide to make capital improvements, establish reserves or increase debt service or otherwise spend money for the sole purpose of avoiding payment of the Contingent Management Fee.

c. Schedule of Fixed and Contingent Management Fees.

Year	Fixed Monthly Fee	Contingent Management Fee Percentage	Gross Revenue Base.
2001	\$6,250.00	5%	\$1,400,000.00*
2002	\$6,375.00	5%	\$1,400,000.00*
2003	\$6,500.00	5%	\$1,400,000.00*

*If Gross Revenue for 2001 equals \$2,400,000 then the Contingent Management Fee would be computed as follows: \$2,400,000 minus \$60,000 (exclusion) minus \$1,400,000 (Gross Revenue Base) = \$ 940,000 times 5% or a contingent management fee of \$47,000.00).

d. Transition Fee. Owner agrees to pay Orion the monthly Fixed Management Fee of \$6,250.00 per month in November and December of 2000 if Owner requests early commencement of the term of this Agreement, as compensation for the transition to Orion's management.

If this Agreement is terminated prior to the end of any calendar year, for purposes of determining the Contingent Management Fee the dollar amount of Gross Revenue Base for that year set forth above shall be adjusted downward, based upon reasonable proration, as determined by utilizing the monthly average of the preceding two calendar years. If Gross Revenues for any calendar year are less than Adjusted Gross Revenue Base, Owner may, in Owner's sole discretion, consent to the payment of all or any portion of the Contingent Management Fee for that period.

8. **ACCOUNTING.** Orion shall maintain books and records relating to the business activities of the Facility separate from its other books and records. Orion shall prepare an opening balance sheet listing assets and liabilities used or incurred in the operation of the Facility. Thereafter, Orion shall have monthly financial statements prepared which shall include unaudited balance sheets and income statements (each month's records shall be referred to separately as the "Monthly Financial Statements") prepared as if the operation of the Facility is a business entity separate from Orion and Owner. Orion shall deliver a copy of each month's Monthly Financial Statements by the fifteenth day of the following month except where circumstances beyond the reasonable control of Orion delay delivery of such statements. Owner agrees that if the deadline set forth in the preceding sentence is impractical or impossible for Orion to meet, Owner shall modify such requirements. In addition, Orion shall deliver to Owner, not later than March 1st of each year during the term of this Agreement, a copy of year-end financial statements for the Facility for the preceding calendar year prepared in accordance with General Accepted Accounting Principles. At any time during the term of this Agreement and for three (3) years thereafter, Owner shall be entitled to inspect and make copies of the books and records of the Facility maintained by Orion, and Owner may conduct a separate audit of the Facility and/or include the Facility within the audit of Owner conducted by Owners independent auditors, all Monthly Financial Statements and all annual financial statements. As a Facility Expense, Orion shall comply with Owner's audit recommendations. Additionally, at the request of the Owner, Orion will provide any and all supporting documentation that substantiates the monthly/annual Financial Statements.

Orion, together with Owner, shall develop a complete set of internal controls prior to January 1, 2001, which will document the policies and procedures associated with financial management as it relates to this Agreement and as it relates to the Facility's operations.

9. **OWNER'S OPTION TO TERMINATE FOR DEFAULT.** At any time during the term of this Agreement, Owner shall have the option of terminating this Agreement upon the occurrence of an event of Default, as defined in subparagraph 9.a. below. At any time during the term of this Agreement, Orion shall have the option of terminating this Agreement for cause upon the occurrence of a material breach by Owner of any material term or provision of this Agreement, which breach remains uncured following notice and opportunity to cure as provided elsewhere in this Agreement.

a. **Events of Default.** Any one or more of the following events shall, unless cured in accordance with paragraph 9.b below, constitute a default of this Agreement by Orion ("Default"):

- i. Any breach by Orion of the obligations under the terms of paragraph 5 of this Agreement;
- ii. A discontinuance by Orion of its business or abandonment of its activities at the Facility;
- iii. A material breach by Orion of any material term or provision of this Agreement; or

iv. The filing of a voluntary or involuntary action by Orion or its creditors seeking to declare it as bankrupt.

b. Cure. Orion shall have thirty (30) days after receipt of written notice from Owner specifying the nature of its Default under paragraph 9.a. above within which to cure such Default, or such longer period of time as may be reasonably required to cure such Default, provided that Orion promptly commences the remedying of such Default and is continuing diligently to complete such cure. Owner shall have thirty (30) days after receipt of written notice from Orion specifying the nature of its Default under paragraph 9. above within which to cure such Default, or such longer period of time as may be reasonably required to cure such Default, provided that Owner promptly commences the remedying of such Default and is continuing diligently to complete such cure, and provided further that Orion will not discontinue performing services under this Agreement in the event that Owner disputes, in good faith, that it is in default until the parties have resolved the dispute.

c. Exercise of Termination Option. In the event of a Default, the Owner may terminate this Agreement upon expiration of the cure period described in subparagraph 9.b above by giving Orion written notice of its election to terminate this Agreement, provided that Orion has not timely cured the Default. Should Termination Option be exercised, Owner would pay to Orion the Management Fee and Contingent Fee through the date of termination and reimburse Orion for all expenses authorized under the terms of this Agreement incurred through the date of termination. For purposes of this paragraph, the date of termination is the date specified by Owner in its notice to Orion. In the event of a Default by Owner, Orion may terminate this Agreement upon expiration of the cure period described in subparagraph 9.b above by giving Owner written notice of its election to terminate this Agreement, provided that Owner has not timely cured the Default, or is not diligently attempting to cure said default.

10. OPTION OF EARLY TERMINATION. Owner shall have the option to terminate this Agreement if any of the following occur without Owner approval: (1) Orion or substantially all of its assets are sold without Owner's prior consent; (2) Orion's management team or executive officers significantly change; or (3) there is a change in control of Orion. Owner may exercise the option for a period of six (6) months after receipt of notice that the respective event has occurred by notifying Orion in writing. Unless otherwise agreed by the parties, the effective date of termination shall be thirty (30) days from the date Owner gives notice to Orion.

11. TRANSFER UPON TERMINATION. Upon termination of this Agreement, Orion shall immediately transfer and assign to Owner any and all interest of Orion in the Facility, including the assets set forth in subparagraph 11.a. below, and Owner shall assume and agree in writing to indemnify Orion against all liabilities set forth in subparagraph 11.b. below, and any existing obligations and liabilities relating to the Facility authorized by the Annual Budget or approved by Owner. However, Owner shall have no obligation to indemnify Orion for tort liabilities or other claims against Orion that result from the negligence, intentional malfeasance, gross negligence or other misconduct of Orion or its agents.

a. Assets to be Transferred. Assets to be transferred and assigned to Owner shall include, but not be limited to, all of Orion's right, title and interest in and to any of the following arising out of activities of the Facility or purchased by Orion from Advances from Owner or Revenues of the Facility (other than insurance proceeds relating to liabilities not required to be assumed by Owner, which proceeds will

be assigned by Owner to Orion):

- i. Cash in all Facility Accounts;
- ii. Accounts receivable;
- iii. Other receivables;
- iv. Inventories of merchandise, food, beverages and supplies;
- v. All equipment, furniture and fixtures;
- vi. Prepaid accounts and deposits;
- vii. Contract rights;
- viii. Trade names;
- ix. Books and records relating to the Facility;
- x. Goodwill; and
- xi. Operational guidelines and procedures.

b. Liabilities to be Assumed. Liabilities Owner shall assume, or against which Owner shall indemnify Orion, shall be all debts and other contractual obligations arising out of the operation of the Facility. Provided however, Owner shall have no obligation to indemnify Orion for a debt or contractual obligation incurred by Orion that was not authorized under the terms of this Agreement.

c. Closing. The rights and responsibility of management of the Facility shall transfer to Owner on the effective date of any termination of this Agreement unless the parties agree otherwise.

12. INDEMNITY. The parties agree that Orion is not an agent or employee of Owner, and all activities of Orion relating to the Facility shall be in Orion's capacity as independent contractor to Owner.

a. Obligations of the Facility. Orion shall pay all obligations and defend all disputed claims arising out of or resulting from Orion's activities conducted in connection with or incidental to this Agreement. If the obligation or claim arises from activities authorized under the terms of this Agreement, then Orion's defense and payment of such claims shall be an Expense of Facility. Orion shall keep Owner advised of any such matters.

b. Notice of Claims. Orion and Owner shall provide each other with prompt written notice of any claim.

13. INSURANCE. As an Expense of the Facility, Orion shall obtain insurance of the types and in the amounts set forth below from an underwriter(s) licensed to do business in the State of Kansas. Orion shall furnish to Owner certificates of insurance or copies of policies, evidencing the required insurance, on or before January 1, 2001, and thereafter shall furnish new certificates upon request.

a. Type and Amount of Insurance. The type and amount of insurance Orion shall obtain for the Facility shall be:

Worker's Compensation and Employer's Liability or reasonably acceptable alternative as provided by law.

The Limits for the Employer's Liability shall be not less than:

Bodily Injury by Accident	\$1,000,000 Each Accident
Bodily Injury by Disease	\$1,000,000 Policy Limit
Bodily Injury by Disease	\$1,000,000 Each Employee

Commercial General Liability Policy with a Combined Single Limit of \$2,000,000.00/\$4,000,000.00 including (but not limited to) Premises/Operation, Independent Contractors, Personal Injury, and Products/Completed Operation.

Commercial crime coverage to include:

Forgery or alteration	\$25,000	\$ 1,000 ded.
Theft, Disappearance & Destruction	\$15,000	\$100 ded.
Employee Dishonest-Per Loss	\$300,000	\$10,000 ded.

Property Insurance - for physical damage to the property of Orion and the property of the Facility managed by Orion located at the Facility, including improvements and betterment to the facility for the value of the property and equipment located at the Facility.

Comprehensive Automobile Liability (or its equivalent) to include coverage for:

- a) Owned/Leased Automobiles
- b) Non-owned Automobiles
- c) Hired Cars

Limits of \$1,000,000.00 Liability for Bodily Injury and/or Property Damage.

Excess Liability for general and automobile liability purposes in the amount of \$10,000,000.

b. Additional Insurance Requirements. With respect to the above-described insurance, Orion agrees to:

1. Have Owner named as an insured as its interest may appear.
2. Provide for thirty days written notice of cancellation, termination or any material change to the insurance.
3. All of the above stated limits shall apply separately to each location managed by Orion.

14. COVENANT OF COOPERATION. Orion shall provide Owner with prompt written notice of any material injuries suffered at the Facility, significant complaints in reference to service or

conditions, whether written or otherwise, about the Facility or its management, and actual or anticipated disputes with or claims by third parties, including, but not limited to, adjacent landowners. Orion further covenants to cooperate with Owner in resolving any such complaints, disputes or claims and Owner covenants to cooperate with Orion in resolving any such complaints, disputes or claims.

15. OWNER'S REPRESENTATIONS AND WARRANTIES. To induce Orion to enter into this Agreement, Owner makes the following representations and warranties to Orion:

a. Each of the Recitals set forth in this Agreement is true and correct.

b. Owner has the powers and authority of a City of the First Class under the Constitution and laws of the State of Kansas.

c. Owner has power and authority and all legal rights to enter into and perform this Agreement. The officer of Owner executing this Agreement is duly and properly in office and fully authorized to execute this Agreement, subject to express ratification by the Owner's Governing Body. This Agreement, when duly executed, ratified and delivered by the parties hereto, shall create a valid and binding obligation on the part of Owner, enforceable against Owner in accordance with its terms.

16. ORION'S REPRESENTATION AND WARRANTIES. To induce Owner to enter into this Agreement, Orion makes the following representations and warranties to Owner:

a. Each of the Recitals set forth in this Agreement is true and correct.

b. Orion is a duly organized and validly existing corporation in good standing under the laws of the State of Kansas.

c. Orion has the full power and authority and all legal rights to enter into and perform this Agreement and any other agreement referred to herein or contemplated by this Agreement. This Agreement, when duly executed and delivered by the parties hereto, shall create a valid and binding obligation on the part of Orion, enforceable against Orion in accordance with its terms.

d. Orion has sufficient knowledge, training, expertise, skill and resources as to enable it to operate the Facility in a reasonable and prudent business manner.

e. During the term of this Agreement, Orion will use all reasonable care to prevent the introduction of any hazardous substances into the Facility, whether contained in barrels, tanks, equipment (movable or fixed) or other containers deposited or located in land, water, sumps or any other part of the Facility or incorporated into any structure on the Facility. Orion will hold owner harmless from and indemnify owner for any damages and expenses which owner may incur as a result of Orion's failure to comply with this warranty. Owner acknowledges that some substances necessary for performance of this Agreement may be deemed "hazardous." Owner agrees that this paragraph shall not apply to such necessary substances, provided that Orion uses all care necessary in the handling and use of such substances.

17. RELATIONSHIP OF THE PARTIES. The relationship between Owner and Orion shall be and at all times remain that of owner and independent contractor, respectively. Neither Owner nor Orion shall be construed or held to be a partner, limited partner, associate or agent of the other, or be joint venturers with one another. Neither Owner nor Orion shall be authorized by the other to contract any

debt, liability or obligation for or on behalf of the other.

18. GOVERNANCE. The parties agree to attempt informal dispute resolution before proceeding with further action. Specifically, should either party believe that a dispute has arisen, then that party shall meet and confer with a designated representative of the other party. In the case of Orion, the designated representative will be the Chief Operating Officer. In the case of the Owner, the designated representative will be the person(s) or committee(s) designated by the Mayor.

19. NOTICES. Except as otherwise specifically provided herein, any and all notices required or permitted under this Agreement shall be in writing and shall be deemed delivered upon personal delivery or upon mailing thereof when properly addressed and deposited in the United States Mail, first-class postage prepaid, registered or certified mail, return receipt requested, or when properly addressed upon deposit with Federal Express, Express Mail or other overnight courier service. Notices shall be properly addressed if addressed to the parties as follows:

If to Owner Agent for City of Leawood
Attn: Chris Claxton, Parks & Recreation Director
 4800 Town Center Drive
 Leawood, Kansas 66211

If to Orion: Matt Roberts, President
 Orion Management Solutions, Inc.
 12120 State Line Road #363
 Leawood, KS 66209-1254

The addresses for notices may be changed by written notice given to the other party as provided above.

20. FURTHER ACTS. Each party to this Agreement agrees to execute and deliver all documents and instruments and to perform all further acts and to take any and all further steps that may be reasonably necessary to carry out the provisions of this Agreement and the transactions contemplated herein.

21. SECTION HEADINGS. The section headings in this Agreement are for convenience of reference only and shall in no way define, limit, extend or interpret the scope of this Agreement or of any particular section contained herein.

22. INTERPRETATION. Unless the context requires otherwise, words used in the singular number shall include the plural and vice-versa; words used in the masculine shall include the feminine and vice-versa.

23. AMENDMENTS AND WAIVERS. This Agreement shall be modified only by written instrument executed by the parties hereto. Any waiver of any provision of this Agreement shall be made in writing executed by the party who could demand fulfillment of such waived provision.

24. ASSIGNMENT. This Agreement shall not be assigned by Orion without the express written consent of Owner.

25. SUCCESSORS AND ASSIGNS. This Agreement shall be binding upon and inure to the

benefit of the parties hereto and their respective successors and permitted assigns.

26. GOVERNING LAW. This Agreement shall be construed under and in accordance with the laws of the State of Kansas.

27. COUNTERPARTS. This Agreement and all amendments and supplements to it may be executed in counterparts and all such counterparts shall constitute one agreement binding on both of the parties.

28. SEVERABILITY. Should one or more of the provisions of this Agreement be determined to be illegal or unenforceable, the other provisions nonetheless shall remain in full force and effect. The illegal or unenforceable provision or provisions shall be deemed amended to conform to applicable laws so as to be valid and enforceable if such an amendment would not materially alter the intention of the parties.

29. ENTIRE AGREEMENT. This Agreement (together with any attached Exhibits) constitutes the entire agreement between the parties concerning the subject matter of this Agreement, and supersedes all prior agreements, arrangements, understandings, restrictions, representations or warranties, whether oral or written, between the parties relating to the subject matter of this Agreement.

30. ORION TO COMPLY WITH LAW. Orion shall observe the provisions of the Kansas act against discrimination and shall not discriminate against any person in the performance of work under the Agreement because of race, religion, color, sex, disability, national origin or ancestry; in all solicitations Orion shall include the phrase, "equal opportunity employer"; if Orion fails to comply with the manner in which Orion reports to the commission in accordance with the provisions of K.S.A. 44-1031 and amendments thereto, Orion shall be deemed to have breached this Agreement and it may be canceled, terminated or suspended, in whole or in part, by Owner; if Orion is found guilty of a violation of the Kansas act against discrimination under a decision or order of the commission which has become final, Orion shall be deemed to have breached this present Agreement and it may be canceled, terminated or suspended, in whole or in part, by Owner; and Orion shall include the provisions of this paragraph in every subcontract or purchase order so that such provisions will be binding upon such subcontractor or vendor.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first written above.

Owner:
City of Leawood

By: Peggy Dunn
Peggy Dunn, Mayor

ATTEST:

Martha Heizer
Martha Heizer, City Clerk

Orion:
Orion Management Solutions, Inc.

By: Matt Roberts
Matt Roberts, President

RESOLUTION NO. 1571

OF

THE CITY OF LEAWOOD, KANSAS

ADOPTED

November 6, 2000

\$8,310,000
GENERAL OBLIGATION IMPROVEMENT BONDS
SERIES 2000-A

RESOLUTION
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RESOLUTION NO. 1571

A RESOLUTION PRESCRIBING THE FORM AND DETAILS OF AND AUTHORIZING THE DELIVERY OF \$8,310,000 PRINCIPAL AMOUNT OF GENERAL OBLIGATION IMPROVEMENT BONDS, SERIES 2000-A, OF THE CITY OF LEAWOOD, KANSAS, AUTHORIZED BY ORDINANCE NO. 1876 OF THE CITY; PROVIDING CERTAIN COVENANTS AND AGREEMENTS WITH RESPECT THERETO; AND PROVIDING FOR EXECUTION OF CERTAIN AGREEMENTS IN CONNECTION THEREWITH.

WHEREAS, pursuant to K.S.A. 12-685, et seq., K.S.A. 12-6a01, et seq., and K.S.A. 12-1301 et seq., each as amended, and other provisions of the laws of the State of Kansas applicable thereto, by proceedings duly had, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following improvements within the City:

- (a) Construction of improvements to College Boulevard between Tomahawk Creek Parkway and El Monte Street including necessary appurtenances, pursuant to K.S.A. 12-6a01 et seq., as authorized by Resolution No. 1484, as amended by Resolution No. 1530, and as further amended and restated by Resolution No. 1548 (the "College Boulevard Improvement");
- (b) Construction of improvements to Mission Road extending from 103rd Street to I-435 including necessary appurtenances, pursuant to K.S.A. 12-685 et seq., as authorized by Ordinance No. 1204 (the "Mission Road Improvement");
- (c) Construction of improvements to existing City parks pursuant to K.S.A. 12-1301 et seq., as authorized by Ordinance No. 1742 and an election held in the City on November 3, 1998 (the "City Parks Improvement");
- (d) Construction of improvements to roads within the Normandy Place subdivision including necessary appurtenances, and certain storm water improvements, pursuant to K.S.A. 12-6a01 et seq., as authorized by Resolution No. 1531 (the "Normandy Place Improvement");
- (e) Construction of improvements and reimprovement of Lee Boulevard between 103rd Street and Mission Road within the City, pursuant to K.S.A. 12-685 et seq., as authorized by Ordinance No. 1807 (the "Lee Boulevard Improvement");

(the College Boulevard Improvement, the Mission Road Improvement, the City Parks Improvement, the Normandy Place Improvement and the Lee Boulevard Improvement herein collectively called the "Series 2000 City Improvement Projects"); and

WHEREAS, the Governing Body of the City has heretofore adopted Ordinance No. 1876 (the "Ordinance") authorizing the issuance of \$8,310,000 principal amount of General Obligation Improvement Bonds, Series 2000-A, of the City (the "Bonds") and by said Ordinance provided

for the adoption of a resolution prescribing the terms and details of the Bonds and certain covenants and agreements with respect thereto;

WHEREAS, the Governing Body of the City is authorized by law to issue general obligation bonds of the City to finance the costs of the Series 2000 City Improvement Projects and to adopt this resolution prescribing the terms and details thereof and certain covenants and agreements with respect thereto; and

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

ARTICLE I

DEFINITIONS

Section 101. Definitions of Words and Terms. In addition to words and terms defined in the recitals and elsewhere in this Resolution, the following words and terms as used in this Resolution shall have the following meanings, unless some other meaning is plainly intended:

“Authorized Investments” means those investments authorized by K.S.A. 10-131, as amended and supplemented, and by other provisions of state law applicable to the City.

“Beneficial Owner” shall mean, whenever used with respect to a Bond herein authorized, the person in whose name such bond is recorded as the beneficial owner of such Bond by a Participant on the records of such Participant, or such person’s subrogee.

“Bond and Interest Fund” means the Bond and Interest Fund of the City for its general obligation bonds.

“Bond Registrar” means the State Treasurer of the State of Kansas in the City of Topeka, Kansas, and its successors or assigns.

“Bonds” means the City’s General Obligation Improvement Bonds, Series 2000-A, dated November 15, 2000, in the original principal amount of \$8,310,000.

“Cede & Co.” shall mean Cede & Co., the nominee of the Depository, and any successor nominee of the Depository with respect to the Bonds.

“Continuing Disclosure Certificate” means the certificate executed by the City in the form attached hereto as Exhibit C.

“Dated Date” shall mean November 15, 2000.

“Depository” shall mean The Depository Trust Company of New York, New York.

“Improvement Fund” means the Series 2000 Improvement Fund created by Section 501 of this Resolution.

"Interest Payment Dates" means March 1 and September 1 of each year, commencing March 1, 2001.

"Ordinance" means Ordinance No. 1876 duly adopted by the Governing Body on November 6, 2000 as the same may be amended from time to time.

"Participant" shall mean any broker-dealer, bank or other financial institution for which the Depository holds Bonds as securities depository.

"Participating Underwriter" shall have the meaning ascribed thereto in the Continuing Disclosure Certificate.

"Paying Agent" means the State Treasurer of the State of Kansas, in the City of Topeka, Kansas, and its successors and assigns.

"Principal and Interest Account" means the Principal and Interest Account for the City of Leawood, Kansas General Obligation Improvement Bonds, Series 2000-A, created by Section 501 of this Resolution.

"Record Date" for payment of interest on any Interest Payment Date, means the 15th day (whether or not a business day) of each month preceding such Interest Payment Date.

"Representation Letter" shall mean the Representation Letter from the City and the Bond Registrar to the Depository with respect to the Bonds, substantially in the form attached to this Ordinance as Exhibit B.

"Resolution" means this resolution as the same may be amended from time to time in accordance with the terms hereof.

"Underwriters" means George K. Baum & Company in association with Prudential Securities Incorporated, PaineWebber Incorporated, Edward D. Jones & Co., L.P., First Union Securities Inc., Fahnestock & Co Inc. and Cooper Malone McClain, Inc.

ARTICLE II

AUTHORIZATION OF THE BONDS

Section 201. Authorization of the Bonds. The Governing Body has pursuant to the Ordinance authorized and directed to be issued bonds of the City designated General Obligation Improvement Bonds, Series 2000-A in the aggregate principal amount of \$8,310,000 for the purpose of providing funds to finance the costs of the Series 2000 City Improvement Projects.

Section 202. Security for the Bonds. The Bonds shall be general obligations of the City payable in part from special assessments levied against properties benefited by the College Boulevard Improvement and the Normandy Place Improvement and, if such special assessment shall not be so paid, from ad valorem taxes which may be levied without limitation as to rate or

amount upon all taxable tangible property, real or personal, within the territorial limits of the City, and the balance not payable first from special assessments shall be payable from ad valorem taxes which may be levied without limitation as to rate or amount upon all the taxable tangible property, real or personal, within the territorial limits of the City.

The full faith, credit and resources of the City are irrevocably pledged to the payment of the principal of and interest on the Bonds as the same become due.

Section 203. Details of the Bonds. The Bonds shall consist of fully registered certificated bonds without coupons in the denominations of \$5,000 or any integral multiple thereof. The Bonds shall be substantially in the form described in Article IV hereof and Exhibit A attached hereto and shall be subject to registration, transfer and exchange as provided in Section 206 hereof. The Bonds shall be dated the Dated Date, shall become due on September 1 in the years and in the principal amounts (subject to optional redemption prior to maturity as provided in Article III hereof) and shall bear interest at the respective rates per annum as follows:

SERIES 2000-A SERIAL BONDS

<u>Maturity</u> <u>Date</u>	<u>Principal</u> <u>Amount</u>	<u>Interest</u> <u>Rate</u>	<u>Maturity</u> <u>Date</u>	<u>Principal</u> <u>Amount</u>	<u>Interest</u> <u>Rate</u>
2001	\$445,000	6.000%	2011	\$405,000	4.800%
2002	395,000	6.000	2012	415,000	4.900
2003	405,000	5.625	2013	430,000	5.000
2004	405,000	5.500	2014	445,000	5.000
2005	415,000	5.500	2015	460,000	5.100
2006	425,000	5.500	2016	340,000	5.250
2007	430,000	4.625	2017	355,000	5.250
2008	440,000	4.650	2018	375,000	5.300
2009	450,000	4.700	2019	395,000	5.300
2010	465,000	4.750	2020	415,000	5.375

The Bonds shall bear interest at the rates aforesaid (computed on the basis of a 360-day year composed of twelve 30-day months) from the Dated Date or from the most recent date to which interest has been paid or duly provided for, payable semiannually on each of the Interest Payment Dates to the persons in whose names the Bonds are registered on the books maintained by the Bond Registrar at the close of business on the Record Date with respect to such interest payment.

Section 204. Designation of Paying Agent and Bond Registrar. The State Treasurer of the State of Kansas in the City of Topeka, Kansas, is hereby designated as the City's paying agent for the payment of principal of, premium, if any, and interest on the Bonds and bond registrar with respect to the registration, transfer and exchange of Bonds.

The Mayor of the City and the City Clerk of the City are hereby authorized and empowered to execute on behalf of the City an agreement with the State Treasurer of the State of Kansas to act as Bond Registrar and Paying Agent for the Bonds.

Section 205. Method and Place of Payment of Bonds. The principal of, premium, if any, and interest on the Bonds shall be payable in lawful money of the United States of America by check or draft of the Paying Agent.

The principal of and premium, if any, on the Bonds shall be payable at the office of the Paying Agent upon presentation and surrender of such Bonds as they respectively become due.

The interest on the Bonds shall be payable to the order of the registered owners thereof mailed by the Paying Agent to the addresses of such registered owners as they appear on the registration books maintained by the Bond Registrar or at such other address provided in writing by such registered owner to the Bond Registrar prior to the Record Dates.

The Paying Agent and Bond Registrar shall keep in its office a record of payment of principal of, premium, if any, and interest on the Bonds.

Section 206. Registration, Transfer and Exchange of Bonds. The City covenants that it will, as long as any of the Bonds herein authorized remain outstanding, cause to be kept at the office of the Bond Registrar books for the registration, transfer and exchange of Bonds as herein provided.

Upon presentation of the necessary documents as hereinafter described, the Bond Registrar shall transfer or exchange any Bond(s) for new Bond(s) in an authorized denomination of the same maturity and for the same aggregate principal amount as the Bond(s) presented for transfer or exchange.

All Bonds presented for transfer or exchange shall be accompanied by a written instrument or instruments of transfer or authorization for exchange, in a form and with guarantee of signature satisfactory to the Bond Registrar, duly executed by the registered owner thereof or by the registered owner's duly authorized agent. In addition, all Bonds presented for transfer or exchange shall be surrendered to the Bond Registrar for cancellation.

Prior to delivery of the new Bond(s) to the transferee, the Bond Registrar shall register the same in the registration books kept by the Bond Registrar for such purpose and shall authenticate each Bond.

The City shall provide for the payment out of the Bond proceeds of the fees of the Bond Registrar for registration and transfer of the Bonds and the cost of printing a reasonable supply of

registered bond blanks. Any additional costs or fees that might be incurred in the secondary market, other than fees of the Bond Registrar, are the responsibility of the bondowners.

The City, the Bond Registrar and the Paying Agent may deem and treat the person in whose name any Bond shall be registered as the absolute owner of such Bond, whether such Bond shall be overdue or not, for the purpose of receiving payment of, or on account of, the principal of and redemption premium, if any, and interest on said Bond and for all other purposes, and all such payments so made to any such registered owner or upon such registered owner's order shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid, and neither the City nor the Bond Registrar nor the Paying Agent shall be affected by any notice to the contrary, but such registration may be changed as herein provided.

The Bond Registrar shall not be required to register, transfer or exchange Bonds for a period extending from the Record Date to the immediately following Interest Payment Date for the Bonds or to register, transfer or exchange any Bonds selected for redemption in whole or in part subsequent to the date notice of such redemption is given.

Section 207. Immobilization of Bonds by the Depository. (a) The Bonds shall be initially issued as separately authenticated fully registered bonds, and one Bond shall be issued in the principal amount of each stated maturity of the Bonds. Upon such initial issuance, the ownership of such Bonds shall be registered in the bond register in the name of Cede & Co., as nominee of the Depository. The Paying Agent and Bond Registrar and the City may treat the Depository (or its nominee) as the sole and exclusive owner of Bonds registered in its name for the purposes of payment of the principal of or interest on the Bonds, selecting the Bonds or portions thereof to be redeemed, giving any notice permitted or required to be given to registered owners of Bonds under this Resolution, registering the transfer of Bonds, and for all other purposes whatsoever; and neither the Bond Registrar nor the City shall be affected by any notice to the contrary. Neither the Bond Registrar nor the City shall have any responsibility or obligation to any Participant, any person claiming a beneficial ownership interest in the Bonds under or through the Depository or any Participant, with respect to the accuracy of the records maintained by the Depository or any Participant, with respect to the payment by the Depository or any Participant of any amount with respect to the principal of or interest on the Bonds, with respect to any notice which is permitted or required to be given to owners of Bonds under this Resolution, with respect to the selection by the Depository or any Participant of any person to receive payment in the event of a partial redemption of the Bonds, or with respect to any consent given or other action taken by the Depository as registered owner of the Bonds. So long as any Bond issued hereunder is registered in the name of Cede & Co., as nominee of the Depository, the Bond Registrar shall pay all principal of and interest on such Bond, and shall give all notices with respect to such Bond, only to Cede & Co. in accordance with the Representation Letter, and all such payments shall be valid and effective to fully satisfy and discharge the City's obligations with respect to the principal of and interest on the Bonds to the extent of the sum or sums so paid. No person other than the Depository (or its duly authorized agent) shall receive an authenticated bond for any separate stated maturity evidencing the obligation of the City to make payments of principal and interest. Upon delivery by the Depository to the Bond Registrar of

5) (i)

written notice to the effect that the Depository has determined to substitute a new nominee in place of Cede & Co., the Bonds will be transferable to such new nominee in accordance with paragraph (d) below and Section 206 hereof.

(b) In the event the City determines that it is in the best interest of the Beneficial Owners that they be able to obtain definitive bond certificates, the City may notify the Depository and the Bond Registrar, whereupon the Depository shall notify the Participants of the availability through the Depository of such certificates. In such event, the Bonds will be transferable in accordance with paragraph (d) below and Section 206 hereof. The Depository may determine to discontinue providing its services with respect to the Bonds at any time by giving notice to the City and the Bond Registrar and discharging its responsibilities with respect thereto under applicable law. In such event the Bonds will be transferable in accordance with paragraph (d) below and Section 206 hereof.

(c) In the event the Depository resigns or is no longer qualified to act as a securities depository and registered clearing agency under the Securities and Exchange Act of 1934, as amended, the City may appoint a successor Depository provided the City receives written evidence, satisfactory to the City, with respect to the ability of the successor to the Depository to discharge its responsibilities. Any such successor Depository shall be a securities depository which is a registered clearing agency under the Securities and Exchange Act of 1934, as amended, or other applicable statute or regulation. The City, upon receipt of a book-entry Bond for cancellation shall cause the authorization and delivery of a book-entry Bond to the successor Depository in appropriate denominations and form as provided in this Resolution. If the City makes the determinations or receives notice as described in this Section 207 of this Resolution, the City shall cause the notices described in this Section 207 to be delivered and issue Bonds as described herein.

(d) In the event that any transfer or exchange of Bonds is permitted under paragraph (a) or (b) hereof, such transfer or exchange shall be accomplished upon receipt by the Bond Registrar of the Bonds to be transferred or exchanged and appropriate instruments of transfer to the permitted transferee in accordance with the provisions of Section 206 of this Resolution. In the event definitive bond certificates are issued to holders other than Cede & Co., its successor as nominee for the Depository as holder of all the Bonds, or another securities depository as holder of all the Bonds, the provisions of this Resolution shall also apply to all matters relating thereto, including, without limitation, the printing of such certificates and the method of payment of principal of and interest on such certificates.

(e) The Mayor and City Clerk are hereby authorized to execute and attest, respectively, and deliver the Representation Letter to the Depository in the form attached hereto as Exhibit B with such changes, omissions, insertions and revisions as the Mayor and the City Clerk shall deem advisable, and such execution of the Representation Letter by the Mayor and City Clerk shall be conclusive evidence of such approval. The Representation Letter sets forth certain matters with respect to, among other things, notices, consents and approvals by registered owners of the Bonds and Beneficial Owners and payments on the Bonds. The Bond Registrar

shall have the same rights with respect to its actions thereunder as it has with respect to its action under this Resolution.

Section 208. Surrender and Cancellation of Bonds. Whenever any outstanding Bond shall be delivered to the Bond Registrar for cancellation pursuant to this Resolution, upon payment of the principal amount thereof and interest thereon or for replacement pursuant to this Resolution, such Bond shall be cancelled by the Bond Registrar and the cancelled Bond shall be returned to the City.

Section 209. Mutilated, Lost, Stolen or Destroyed Bonds. In the event any Bond is mutilated, lost, stolen or destroyed, the City may execute and the Bond Registrar may authenticate a new Bond of like date, maturity, denomination and interest rate as that mutilated, lost, stolen or destroyed; provided, however, that in the case of any mutilated Bond, such mutilated Bond shall first be surrendered to the City or the Bond Registrar, and, in the case of any lost, stolen or destroyed Bond there shall be first furnished to the Bond Registrar and the City evidence of such loss, theft or destruction and an indemnity satisfactory to them. In the event any such Bond shall have matured, instead of issuing a duplicate Bond, the City and Bond Registrar may pay the same without surrender thereof. The City and Bond Registrar may charge to the registered owner of such Bond their reasonable fees and expenses in connection with replacing such Bond or Bonds mutilated, stolen, lost or destroyed.

Section 210. Execution, Registration and Delivery of the Bonds. Each of the Bonds, including any Bonds issued in exchange or as substitutions for the Bonds initially delivered, shall be signed by the manual or facsimile signature of the Mayor of the City and attested by the manual or facsimile signature of the City Clerk and shall have the corporate seal of the City affixed thereto or imprinted thereon. In case any officer whose signature or facsimile thereof appears on any Bonds shall cease to be such officer before the delivery of the Bonds, such signature or facsimile thereof shall nevertheless be valid and sufficient for all purposes, the same as if such person had remained in office until delivery. Any Bond may be signed by such persons who at the actual time of the execution of such Bond shall be the proper officers to sign such Bond, although at the date of such Bond such persons may not have been such officers.

The Mayor of the City and the City Clerk are hereby authorized and directed to prepare and execute the Bonds in the manner hereinbefore specified, to cause the Bonds to be registered in the office of the City Clerk and the Office of the State Treasurer of the State of Kansas as provided by law, and, when duly executed and registered, to deliver the Bonds to or upon the order of the Underwriters, upon receipt by the City of the purchase price of the Bonds determined in accordance with the contract established by the acceptance of the proposal of the Underwriters by the City. The Mayor of the City and the City Clerk are also hereby further authorized to enter into an agreement with a depository trust company to have the executed, authenticated Bonds held in safe keeping prior to their delivery to the Underwriters.

The Bonds shall have endorsed thereon a Certificate of Authentication substantially in the form set forth in Exhibit A attached hereto, which shall be executed by the manual or facsimile signature of the Bond Registrar. No Bond shall be entitled to any security or benefit under the

Ordinance or this Resolution nor shall it be valid or obligatory for any purpose unless and until such Certificate of Authentication shall have been duly executed by the Bond Registrar. Such executed Certificate of Authentication upon any Bond shall be conclusive evidence that such Bond has been duly authenticated and delivered pursuant to the Ordinance and this Resolution. The Certificate of Authentication on any Bond shall be deemed to have been duly executed if signed by any authorized officer or employee of the Bond Registrar, but it shall not be necessary that the same officer or employee sign the Certificate of Authentication on all of the Bonds that may be issued hereunder at any one time.

ARTICLE III

REDEMPTION

Section 301. Redemption of Bonds. The Bonds shall be subject to redemption prior to maturity only as provided in this Section 301.

Optional Redemption. Bonds maturing on and after September 1, 2010, shall be subject to redemption and may be called for redemption and payment by the City prior to maturity on September 1, 2009, and thereafter, in whole on any date or in part on any Interest Payment Date at the redemption price of 100% of the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

In the case of a partial redemption of Bonds, the City may select Bonds of any particular maturity or maturities in such order and in such amounts as it shall determine in its sole discretion..

Section 303. Notice of Redemption. In the event the City shall elect to redeem and pay any of the Bonds prior to the maturity thereof pursuant to subparagraph (a) of Section 301 hereof, the City shall give written notice of its intention to redeem and pay said Bonds on a specified date, the same being described by number, series and maturity, said notice to be mailed by prepaid United States registered or certified mail addressed to the Paying Agent and Bond Registrar, the Depository and the Underwriters, said notice to be mailed not less than 45 days prior to the redemption date.

The Paying Agent and Bond Registrar will send notice of redemption of Bonds to be redeemed pursuant to Section 301 hereof by first class mail to the registered owners of such Bonds as are to be redeemed, said notices to be mailed not less than 30 days prior to the date fixed for redemption.

Section 304. Selection of Bonds to Be Redeemed. Bonds shall be redeemed only in the principal amount of \$5,000 or any integral multiple thereof. When less than all of the outstanding Bonds are to be redeemed and paid prior to maturity, the particular maturities of such Bonds to be redeemed shall be determined by the City in its sole discretion, Bonds of less than a full maturity to be selected by the Paying Agent and Bond Registrar by lot in \$5,000 units of face value in such equitable manner as the Paying Agent and Bond Registrar may determine.

In the case of a partial redemption of Bonds by lot when Bonds of denominations greater than \$5,000 are then outstanding, then for all purposes in connection with such redemption each \$5,000 of face value shall be treated as though it were a separate Bond of the denomination of \$5,000. If it is determined that one or more, but not all, of the \$5,000 units of face value represented by any fully registered Bond is selected for redemption, then upon notice of intention to redeem such \$5,000 unit or units, the owner of such fully registered Bond or the owner's duly authorized agent shall forthwith present and surrender such Bond to the Paying Agent and Bond Registrar (1) for payment of the redemption price (including the interest to the date fixed for redemption) of the \$5,000 unit or units of face value called for redemption, and (2) for exchange, without charge to the owner thereof, for a new Bond or Bonds of the aggregate principal amount of the unredeemed portion of the principal amount of such fully registered Bond. If the owner of any such fully registered Bond of a denomination greater than \$5,000 shall fail to present such Bond to the Paying Agent and Bond Registrar for payment and exchange as aforesaid, such Bond shall, nevertheless, become due and payable on the redemption date to the extent of the \$5,000 unit or units of face value called for redemption (and to that extent only).

Section 305. Effect of Call for Redemption. Whenever any Bond is called for redemption and payment as provided in this Article, all interest on such Bond shall cease from and after the date for which such call is made, provided funds are available for its payment at the price hereinbefore specified.

ARTICLE IV

FORM OF THE BONDS

Section 401. Form of Bonds. The Bonds shall be printed in accordance with the format required by the Attorney General of the State of Kansas and shall contain information and recitals substantially as set forth in Exhibit A attached hereto or as may be required by the Attorney General pursuant to the Notice of Systems of Registration for Kansas Municipal Bonds, 2 Kan. Reg. 921 (1983) in accordance with the Kansas Bond Registration Law, K.S.A. 10-620 to 10-632, inclusive, as amended.

ARTICLE V

ESTABLISHMENT OF FUNDS

Section 501. Creation of Funds. There are hereby created and ordered to be established in the treasury of the City the following separate funds and accounts to be known respectively as follows:

- (a) Within the Bond and Interest Fund, the Principal and Interest Account for the City of Leawood, Kansas General Obligation Improvement Bonds, Series 2000 (the "Principal and Interest Account"); and

- (b) Series 2000 Improvement Fund (the "Improvement Fund") and within the Improvement Fund a separate account for each of the Series 2000 City Improvement Projects.

Section 502. Administration of Funds. The Principal and Interest Account and the Improvement Fund established pursuant to the authority of Section 501 hereof shall be maintained and administered by the City solely for the purposes and in the manner as provided in this Resolution so long as any of the Bonds remain outstanding and unpaid.

ARTICLE VI

APPLICATION OF BOND PROCEEDS

Section 601. Disposition of Bond Proceeds and Other Moneys. The proceeds received from the sale of the Bonds, including any premium with respect thereto and accrued interest thereon, shall be deposited simultaneously with the delivery of the Bonds, as follows:

- (a) There shall be deposited in the Principal and Interest Account any amount received on account of accrued interest on the Bonds.
- (b) The entire remaining balance of the proceeds of the Bonds (\$8,310,000.00) shall be deposited in the Improvement Fund.

Section 602. Application of Moneys in the Improvement Fund. Moneys in the Improvement Fund shall be separately accounted for and attributed to each of the individual Series 2000 City Improvement Projects and shall be used solely to pay the cost of such Series 2000 City Improvement Projects, including the retirement of temporary notes of the City previously issued to provide interim financing for the Series 2000 City Improvement Projects, and to pay costs of issuance of the Bonds. Upon completion of each of the Series 2000 City Improvement Projects and payment of all costs thereof, any moneys remaining in each respective account within the Improvement Fund shall be deposited into the Principal and Interest Account.

ARTICLE VII

PAYMENT OF BONDS

Section 701. Application of Moneys in the Principal and Interest Account. All amounts paid and credited to the Principal and Interest Account shall be expended and used by the City for the sole purpose of paying the principal of, premium, if any, and interest on the Bonds as and when the same become due and paying the usual and customary fees and expenses of the Paying Agent and Bond Registrar.

Section 702. Transfer of Funds to Paying Agent. The Treasurer of the City is hereby authorized and directed to withdraw from the Principal and Interest Account and transfer to the Paying Agent sums sufficient to pay the principal of and interest on the Bonds and the fees of the Paying Agent and Bond Registrar when the same become due. If, through lapse of time or

otherwise, the owners of Bonds shall no longer be entitled to enforce payment of their obligations, it shall be the duty of the Paying Agent forthwith to return said funds to the City. All moneys deposited with the Paying Agent shall be deemed to be deposited in accordance with and subject to all of the provisions contained in the Ordinance and this Resolution.

Section 703. Surplus in Principal and Interest Account. Any moneys or investments remaining in the Principal and Interest Account after the retirement of the indebtedness for which the bonds were issued shall be transferred and paid into the Bond and Interest Fund of the City.

ARTICLE VIII

DEPOSITS AND INVESTMENTS OF FUNDS

Section 801. Deposits. Cash moneys in each of the funds and accounts created and established by this Resolution shall be deposited and secured in accordance with State law.

Section 802. Investments. Moneys held in the funds and accounts created or established in conjunction with the issuance of the Bonds may be invested by the City in Authorized Investments in such amounts and maturing at such times as shall reasonably provide for moneys to be available when required in the accounts or funds; provided, however, that no such investment shall be made for a period extending longer than to the date when the moneys invested may be needed for the purpose for which such fund or account was created. All interest on any Authorized Investment held in any fund or account shall accrue to and become a part of such fund or account.

ARTICLE IX

REMEDIES

Section 901. Remedies. The provisions of this Resolution, including the covenants and agreements contained herein, shall constitute a contract between the City and the owners of the Bonds. The owner or owners of not less than 10 % in principal amount of the Bonds at the time outstanding shall have the right for the equal benefit and protection of all owners of Bonds similarly situated:

A. by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Resolution or by the Constitution and laws of the State;

B. by suit, action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

C. by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Bonds.

Section 902. Limitation on Rights of Owners. The covenants and agreements of the City contained in this Resolution and in the Bonds shall be for the equal benefit, protection, and security of the owners of any or all of the Bonds, all of which Bonds shall be of equal rank and without preference or priority of one Bond over any other Bond in the application of the funds pledged to the payment of the principal of and the interest on the Bonds, or otherwise, except as to rate of interest, date of maturity and right of prior redemption as provided in this Resolution. No one or more owners secured shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in this Resolution, or to enforce any right hereunder, except in the manner provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Bonds.

Section 903. Remedies Cumulative. No remedy conferred upon the owners is intended to be exclusive of any other remedy, but each such remedy shall be cumulative and in addition to every other remedy and may be exercised without exhausting and without regard to any other remedy conferred. No waiver of any default or breach of duty or contract by the owner of any Bond shall extend to or affect any subsequent default or breach of duty or contract or shall impair any rights or remedies thereon. No delay or omission of any owner to exercise any right or power accruing upon any default shall impair any such right or power or shall be construed to be a waiver of any such default or acquiescence. Every substantive right and every remedy conferred upon the owners of the Bonds by this Resolution may be enforced and exercised from time to time and as often as may be deemed expedient. In case any suit, action or proceedings taken by any owner on account of any default or to enforce any right or exercise any remedy shall have been discontinued or abandoned for any reason, or shall have been determined adversely to such owner, then, and in every such case, the City and the owners of the Bonds shall be restored to their former positions and rights hereunder, respectively, and all rights, remedies, powers and duties of the owners shall continue as if no such suit, action or other proceedings had been brought or taken.

ARTICLE X

AMENDMENTS

Section 1001. Amendments. Except as set forth in this Resolution, the provisions of the Bonds and the provisions of the Resolution may be modified or amended at any time by the City with the written consent of the owners of not less than sixty-six and two-thirds percent (66 2/3 %) in aggregate principal amount of the Bonds authorized at the time Outstanding; provided, however, that no such modification or amendment shall permit or be construed as permitting:

- A. the extension of the maturity of the principal of any of the Bonds, or the extension of the maturity of any interest on any of the Bonds; or
- B. a reduction in the principal amount of any of the Bonds or the rate of interest; or

C. a reduction in the aggregate principal amount of the Bonds, the consent of 100% of the Owners of which is required for any such amendment or modification. The City may from time to time, without the consent of or notice to any of the owners, provide for amendment to the Bonds or the Resolution, for any one or more of the following purposes:

- (1) To cure any ambiguity or formal defect or omission in the Resolution or to make any other change not prejudicial to the owners;
- (2) To grant to or confer upon the owners any additional rights, remedies, powers or authority that may lawfully be granted to or conferred upon the owners;
- (3) To conform the Resolution to the Code or future applicable federal law concerning tax-exempt obligations;
- (4) To more precisely identify the Series 2000 City Improvement Projects.

Section 1002. Written Evidence of Amendments. Every amendment or modification of a provision of the Bonds or of the Resolution to which the written consent of the owners is given as above provided shall be expressed in a resolution of the City amending or supplementing the provisions of the Resolution and shall be deemed to be a part of the Resolution. It shall not be necessary to note on any of the outstanding Bonds any reference to such amendment or modification, if any. A certified copy of every such amendatory or supplemental resolution, if any, and a certified copy of the Resolution shall always be kept on file in the office of the City Clerk and shall be made available for inspection by the owners of any Bond or prospective purchaser or owners of any Bond authorized by the Resolution, and upon payment of the reasonable cost of preparing the same, a certified copy of any such amendatory or supplemental resolution or of the Resolution will be sent by the City Clerk to any such owner or prospective owner.

ARTICLE XI

DEFEASANCE

Section 1101. Defeasance. When all or any part of the Bonds or scheduled interest payments shall have been paid and discharged, then the requirements contained and the pledge of the City's faith and credit and all other rights granted shall cease and determine. Bonds or scheduled interest payments shall be deemed to have been paid and discharged within the meaning of the Resolution if there shall have been deposited with the Paying Agent or a bank located in the State and having full trust powers, at or prior to the stated maturity or redemption date of the Bonds, in trust for and irrevocably appropriated, moneys and/or United States government obligations, or other investments allowed by State law which, together with the interest to be earned on such United States government obligations, will be sufficient for the

payment of the principal of the Bonds, the redemption premium thereon, if any there be, and/or interest accrued to the stated maturity or redemption date, as the case may be, or if default in such payment shall have occurred on such date, then to the date of the tender of such payments, provided, however that if any such Bonds shall be redeemed prior to their stated maturity (a) the City shall have elected to redeem such Bonds and (b) either notice of such redemption shall have been given or the City shall have given irrevocable instructions, or shall have provided an escrow agent to give irrevocable instructions to the Paying Agent to give such notice of redemption in compliance with *Article III* of this Resolution. Any moneys and United States government obligations which at any time shall be deposited with the Paying Agent or such bank by or on behalf of the City, for the purpose of paying and discharging any of the Bonds shall be and are assigned, transferred and set over to the Paying Agent or such bank in trust for the respective owners of the Bonds, and such moneys shall be and are irrevocably appropriated to the payment and discharge. All moneys and United States government obligations deposited with the Paying Agent or such bank shall be deemed to be deposited in accordance with and subject to all of the provisions contained in the Resolution.

ARTICLE XII

TAX COVENANTS

Section 1201. General Covenants.

A. The City covenants and agrees as follows:

(1) it will comply with all applicable provisions of the Code, including Sections 103 and 141 through 150, necessary to maintain the exclusion from gross income for federal income tax purposes of the interest on the Bonds and

(2) it will not use or permit the use of any proceeds of Bonds or any other funds of the City not take or permit any other action, or fail to take any action, if any such action or failure to take action would adversely affect the exclusion from gross income of the interest on the Bonds. The City will, in addition, adopt such other ordinances or resolutions and take such other actions as may be necessary to comply with the Code and with all other applicable future laws, regulations, published rulings and judicial decisions, in order to ensure that the interest on the Bonds will remain excluded from federal gross income, to the extent any such actions can be taken by the City.

B. The City further covenants and agrees that:

(1) it will comply with all requirements of Section 148 of the Code to the extent applicable to the Bonds,

(2) it will use the proceeds of the Bonds as soon as practicable and with all reasonable dispatch for the purposes for which the Bonds are issued; and

(3) it will not invest or directly or indirectly use or permit the use of any proceeds of the Bonds or any other funds of the City in any manner, or take or omit to take any action, that would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148(a) of the Code.

C. The City covenants and agrees that it will not use any portion of the proceeds of the Bonds, including any investment income earned on such proceeds, directly or indirectly, in a manner that would cause any Bond to be a "private activity bond" within the meaning of Section 141(a) of the Code.

Section 1202. Designation of Bonds as Qualified Tax-Exempt Obligations. The City designates the Bonds to be "qualified tax-exempt obligations" as such term is defined in Section 265(b)(3) of the Code. In addition, the City represents that:

A. the reasonably anticipated amount of tax-exempt obligations (other than private activity bonds which are not "qualified 501(c)(3) bonds") which will be issued by the City (and all subordinate entities) during calendar year that the Bonds are issued is not reasonably expected to exceed \$10,000,000; and

B. the City (including all subordinate entities) will not issue an aggregate principal amount of obligations designated by the City to be "qualified tax-exempt obligations" during calendar year that the Bonds are issued, including the Bonds, in excess of \$10,000,000, without first obtaining an opinion of Bond Counsel that the designation of the Bonds as "qualified tax-exempt obligations" will not be adversely affected.

The Mayor is authorized to take such other action as may be necessary to make effective the designation contained in this subsection.

Section 1203. Survival of Covenants. The covenants contained in this Article shall remain in full force and effect notwithstanding the defeasance of the Bonds pursuant to *Article XI* or any other provision of this Resolution until the final maturity date of all Bonds Outstanding.

ARTICLE XIII

MISCELLANEOUS PROVISIONS

Section 1301. Sale of Bonds to the Underwriters; Approval of Official Statement. The sale of the Bonds to the Underwriters at a purchase price of 100% of the principal amount of the Bonds and accrued interest thereon to the date of delivery thereof to the Underwriters in accordance with the proposal submitted by them for the Bonds is hereby ratified and approved.

Distribution of the final Official Statement relating to the Bonds in substantially the form presented to the Governing Body of the City and the use thereof by the Underwriters of the Bonds is hereby approved, and the Mayor of the City and the City Clerk are hereby authorized to

execute such Official Statement on behalf of the City, with such corrections, omissions, insertions or changes as they may approve.

Section 1302. Continuing Disclosure. The City hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Certificate, the form of which is attached hereto as Exhibit C. Notwithstanding any other provision of this Resolution to the contrary, failure by the City to comply with the Continuing Disclosure Certificate shall not be considered a default or an event of default hereunder or on the Bonds; however, any registered owner of the Bonds or Participating Underwriter may take such actions as may be necessary and appropriate, including seeking mandamus or specific performance by court order, to cause the City to comply with its obligations under the Continuing Disclosure Certificate and this Section 1302.

Section 1303. Authority to Redeem Outstanding Temporary Notes. The Governing Body hereby finds and determines that it is necessary and advisable to redeem and prepay the following described outstanding temporary notes of the City:

<u>Project Name</u>	<u>Date Issued</u>	<u>Principal Amount</u>	<u>Maturity Date</u>
Project 108 - College Boulevard	April 15, 2000	\$500,000	December 15, 2000
Project 144 - Mission Road, 103rd Street - I-435	July 15, 2000	1,400,000	April 15, 2001
Project 148 - City Park, Phase I	April 15, 2000	2,100,000	December 15, 2000
Project 148 - City Park, Phase I	July 15, 2000	1,900,000	April 15, 2001
Project 164 - Normandy Place	April 15, 2000	200,000	December 15, 2000
Project 164 - Normandy Place	July 15, 2000	100,000	April 15, 2001
Project 166 - Lee Boulevard, 103rd Street to Mission Road	April 15, 2000	900,000	December 15, 2000

The City Clerk is hereby authorized and directed to give notice of the City's intention to redeem and prepay the aforescribed temporary notes on November 30, 2000, by publication of notices to the holders thereof, substantially in the form attached as Exhibit D hereto, at least once in the official newspaper of the City not less than 10 days prior to the date fixed for such redemption and prepayment.

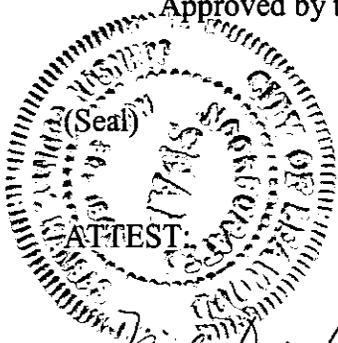
Section 1304. Severability. In case any one or more of the provisions of the Resolution or of the Bonds issued hereunder shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of the Resolution, or of the Bonds appertaining thereto, but the Resolution and the Bonds shall be construed and enforced as if such illegal or invalid provision had not been contained. In case any covenant, stipulation, obligation or agreement contained in the Bonds or in the Resolution shall for any reason be held to be in violation of law, then such covenant, stipulation, obligation or agreement shall be deemed to be the covenant, stipulation, obligation or agreement of the City to the full extent permitted by law.

Section 1305. Governing Law. This Resolution shall be governed exclusively by and construed in accordance with the applicable laws of the State of Kansas.

Section 1306. Effective Date. This Resolution shall take effect and be in full force from and after its adoption by the Governing Body of the City.

PASSED by the Governing Body of the City of Leawood, Kansas this 6th day of November, 2000.

Approved by the Mayor this 6th day of November, 2000.




Peggy J. Dunn, Mayor


Martha Heizer, City Clerk

APPROVED AS TO FORM:

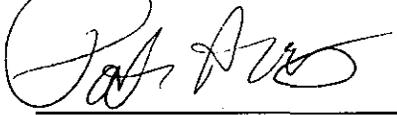

Patricia A. Bennett, City Attorney

EXHIBIT A

(FORM OF FULLY REGISTERED BOND)

UNITED STATES OF AMERICA
STATE OF KANSAS

Registered
No. R-

Registered
\$ _____

CITY OF LEAWOOD, KANSAS

GENERAL OBLIGATION
IMPROVEMENT BOND
SERIES 2000-A

<u>Dated Date</u>	<u>Maturity Date</u>	<u>Rate of Interest</u>	<u>CUSIP No.</u>
November 15, 2000	September 1, _____	_____ %	_____

Registered Owner:

Principal Amount: _____ THOUSAND DOLLARS

THE CITY OF LEAWOOD in the County of Johnson, State of Kansas (the "City"), for value received, hereby promises to pay to the Registered Owner hereof shown above, or registered assigns, upon presentation and surrender of this Bond, the Principal Amount identified above, on the Maturity Date shown above, and to pay interest thereon from the Dated Date set forth above or from the most recent Interest Payment Date to which interest has been paid or duly provided for, at the Rate of Interest per annum stated above, payable semiannually on March 1 and September 1 in each year beginning March 1, 2001 (the "Interest Payment Dates"), until said Principal Amount shall have been paid.

The principal of and interest on this Bond shall be payable in lawful money of the United States of America by check or draft of the State Treasurer of the State of Kansas, in the City of Topeka, Kansas (the "Paying Agent" and "Bond Registrar"). The principal of this Bond shall be payable to the Registered Owner hereof upon presentation of this Bond at the maturity or redemption date to the Paying Agent for payment and cancellation. The interest on this Bond shall be mailed to the Registered Owner hereof at the address appearing on the registration books of the City maintained by the Bond Registrar at the close of business on the 15th day of the month immediately preceding each Interest Payment Date (the "Record Date").

The Bonds are general obligations of the City payable as to both principal and interest in part from special assessments levied upon the property benefited by the construction of certain improvements within the City, and if not so paid, from ad valorem taxes which may be levied without limitation as to rate or amount upon all the taxable tangible property within the territorial limits of the City, and the balance not payable first from special assessments shall be payable

from ad valorem taxes which may be levied without limitation as to rate or amount upon all the taxable tangible property within the territorial limits of the City. The full faith, credit and resources of the City are hereby pledged for the payment of the principal of and interest on this Bond and the issue of which it is a part as the same respectively become due.

THE TERMS AND PROVISIONS OF THIS BOND ARE CONTINUED ON THE REVERSE HEREOF AND SHALL FOR ALL PURPOSES HAVE THE SAME EFFECT AS THOUGH FULLY SET FORTH AT THIS PLACE.

This Bond has been duly registered in the office of the City Clerk and in the office of the State Treasurer of the State of Kansas.

It is hereby declared and certified that all acts, conditions and things required to be done and to exist precedent to and in the issuance of this Bond have been properly done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas, and that the total indebtedness of said City, including this series of Bonds, does not exceed any constitutional or statutory limitation.

This Bond shall not be valid or become obligatory for any purpose until the Certificate of Authentication and Registration hereon shall have been lawfully executed by the Bond Registrar.

IN WITNESS WHEREOF, the Governing Body of the City has caused this Bond to be executed by the manual or facsimile signature of its Mayor and attested by the manual or facsimile signature of its City Clerk, and its corporate seal to be affixed hereto or imprinted hereon, all as of the Dated Date.

(facsimile seal)

CITY OF LEAWOOD, KANSAS

(manual/facsimile)

Mayor

ATTEST:

By _____
(manual/facsimile)
City Clerk

CERTIFICATE OF AUTHENTICATION AND REGISTRATION

This Bond is one of a series of General Obligation Improvement Bonds, Series 2000-A, of the City of Leawood, Kansas, described in the within-mentioned Ordinance.

Registration Date _____

State Treasurer of the State of Kansas, as Bond Registrar and Paying Agent

By _____

Registration Number 4182-046-111500-720

FURTHER TERMS AND CONDITIONS

This Bond is one of an authorized series of bonds of the City designated "General Obligation Improvement Bonds, Series 2000-A," in the aggregate principal amount of \$8,310,000 (the "Bonds") issued for the purpose of providing funds to finance the costs of certain public improvements within the City as identified in the Ordinance of the City authorizing the issuance of the Bonds and the related Resolution prescribing the form and details thereof (collectively, the "Ordinance"). The Bonds are issued by the authority of and in full compliance with the provisions, restrictions and limitations of the Constitution and laws of the State of Kansas, including K.S.A. 12-685, et seq., K.S.A. 12-6a01, et seq., and K.S.A. 12-1301, et seq., each as amended, and all other provisions of the laws of the State of Kansas applicable thereto.

Bonds of the series of which this Bond is a part maturing by their stated terms on and after September 1, 2010, shall be subject to redemption and may be redeemed and paid prior to maturity, at the option of the City, on September 1, 2009 and thereafter, as a whole on any date or in part on any Interest Payment Date, and if in part chosen in such manner as the City in its sole discretion shall determine (selection of Bonds within the same maturity to be by lot chosen by the Paying Agent and Bond Registrar in such equitable manner as it may determine), at the redemption price of 100% of the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

Whenever Bonds are to be selected for the purpose of redemption, the Paying Agent and Bond Registrar shall, in the case of Bonds in denominations greater than \$5,000, if less than all of the Bonds then outstanding are to be called for redemption, treat each \$5,000 of face value of each such fully registered Bond as though it were a separate Bond of the denomination of \$5,000.

If any Bonds are called for redemption and payment prior to maturity, the City shall give written notice of its intention to redeem and pay such Bonds on a specified date, the same being described by number, series and maturity, said notice to be mailed by prepaid United States registered or certified mail addressed to the Paying Agent and Bond Registrar, the Depository and the Underwriters of the Bonds, said notice to be mailed not less than 45 days prior to the redemption date. The Paying Agent and Bond Registrar will send notice of redemption by first class mail to the registered owners of said Bonds to be redeemed, said notices to be mailed not less than 30 days prior to the date fixed for redemption. All Bonds so called for redemption and payment as aforesaid shall cease to bear interest from and after the date for which such call is made, provided funds are available for the payment of such Bonds at the price hereinbefore specified.

The Bonds are issued in fully registered form in the denomination of \$5,000 or any integral multiple thereof. This Bond may be exchanged at the office of the Bond Registrar for a like aggregate principal amount of Bonds of the same maturity of other authorized denominations upon the terms provided in the Ordinance.

The City and the Bond Registrar may deem and treat the Registered Owner hereof as the absolute owner hereof for purposes of receiving payment of or on account of principal hereof and interest due hereon and for all other purposes and neither the City nor the Bond Registrar shall be affected by any notice to the contrary.

This Bond is transferable by the Registered Owner hereof in person or by the registered owner's agent duly authorized in writing, at the office of the Bond Registrar, but only in the manner, subject to the limitations and upon payment of the charges provided in the Ordinance and upon surrender and cancellation of this Bond. The City shall pay out of the proceeds of the Bonds all costs incurred in connection with the issuance, payment and initial registration of the Bonds and the cost of a reasonable supply of bond blanks.

LEGAL OPINION

I, the undersigned, City Clerk of the City of Leawood, Kansas, hereby certify that the following is a true and correct copy of the approving legal opinion of Bryan Cave LLP, attorneys at law, Kansas City, Missouri, on the within Bond and the series of which it is a part, except that it omits the date of such opinion; that said opinion was manually executed and was dated and issued as of the date of delivery of and payment for the Bonds, and is on file in my office.

By _____ (manual/facsimile)
City Clerk

[PRINTED LEGAL OPINION]

(FORM OF CITY CLERK'S CERTIFICATE)

STATE OF KANSAS)
) SS.
COUNTY OF JOHNSON)

I, the undersigned, City Clerk of the City of Leawood, Kansas, hereby certify that the within Bond has been duly registered in my office according to law.

WITNESS my hand and official seal as of this _____ day of November, 2000.

(facsimile seal)

(manual/facsimile)
City Clerk

BOND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned do(es) hereby sell, assign and transfer to

(Name and Address)

(Social Security or Taxpayer Identification No.)

the Bond to which this assignment is affixed in the outstanding principal amount of \$_____, standing in the name of the undersigned on the books of the Treasurer of the State of Kansas (the "Bond Registrar"). The undersigned do(es) hereby irrevocably constitute and appoint _____ as agent to transfer said Bond on the books of said Bond Registrar with full power of substitution in the premises.

Dated _____

NOTICE: The signature to this assignment must correspond with the name as it appears upon the face of the within Certificate in every particular.

Signature Guaranteed By:

[Seal of Institution]

(Name of Eligible Guarantor Institution)

By _____
Title: _____

CERTIFICATE OF STATE TREASURER

OFFICE OF THE TREASURER, STATE OF KANSAS

I, Tim Shallenberger, Treasurer of the State of Kansas, do hereby certify that a transcript of the proceedings leading up to the issuance of this Bond has been filed in my office, and that this Bond was registered in my office according to law.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

(facsimile seal)

EXHIBIT B
DTC REPRESENTATION LETTER



Blanket Issuer Letter of Representations

[To be Completed by Issuer]

City of Leawood, Kansas

[Name of Issuer]

November , 2000

[Date]

Attention: Underwriting Department — Eligibility

The Depository Trust Company

55 Water Street; 50th Floor

New York, NY 10041-0099

Ladies and Gentlemen:

This letter sets forth our understanding with respect to all issues (the "Securities") that Issuer shall request be made eligible for deposit by The Depository Trust Company ("DTC").

To induce DTC to accept the Securities as eligible for deposit at DTC, and to act in accordance with DTC's Rules with respect to the Securities, Issuer represents to DTC that Issuer will comply with the requirements stated in DTC's Operational Arrangements, as they may be amended from time to time.

Note:

Schedule A contains statements that DTC believes accurately describe DTC, the method of effecting book-entry transfers of securities distributed through DTC, and certain related matters.

Very truly yours,

City of Leawood

(Issuer)

By: _____

(Authorized Officer's Signature)

(Typewrite Name & Title)

4800 Town Center Drive

(Street Address)

Leawood, Kansas 66211

(City)

(State)

(Zip)

913-339-6700

(Phone Number)

Received and Accepted:

THE DEPOSITORY TRUST COMPANY

By: _____

**SAMPLE OFFERING DOCUMENT LANGUAGE
DESCRIBING BOOK-ENTRY-ONLY ISSUANCE**

(Prepared by DTC—bracketed material may be applicable only to certain issues)

1. The Depository Trust Company (“DTC”), New York, NY, will act as securities depository for the securities (the “Securities”). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee). One fully-registered Security certificate will be issued for [each issue of] the Securities, [each] in the aggregate principal amount of such issue, and will be deposited with DTC. [If, however, the aggregate principal amount of [any] issue exceeds \$200 million, one certificate will be issued with respect to each \$200 million of principal amount and an additional certificate will be issued with respect to any remaining principal amount of such issue.]

2. DTC is a limited-purpose trust company organized under the New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds securities that its participants (“Participants”) deposit with DTC. DTC also facilitates the settlement among Participants of securities transactions; such as transfers and pledges, in deposited securities through electronic computerized book-entry changes in Participants’ accounts, thereby eliminating the need for physical movement of securities certificates. Direct Participants include securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is owned by a number of its Direct Participants and by the New York Stock Exchange, Inc., the American Stock Exchange, Inc., and the National Association of Securities Dealers, Inc. Access to the DTC system is also available to others such as securities brokers and dealers, banks, and trust companies that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (“Indirect Participants”). The Rules applicable to DTC and its Participants are on file with the Securities and Exchange Commission.

3. Purchases of Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC’s records. The ownership interest of each actual purchaser of each Security (“Beneficial Owner”) is in turn to be recorded on the Direct and Indirect Participants’ records. Beneficial Owners will not receive written confirmation from DTC of their purchase, but Beneficial Owners are expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Securities are to be accomplished by entries made on the books of Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Securities, except in the event that use of the book-entry system for the Securities is discontinued.

4. To facilitate subsequent transfers, all Securities deposited by Participants with DTC are registered in the name of DTC’s partnership nominee, Cede & Co. The deposit of Securities with DTC and their registration in the name of Cede & Co. effect no change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Securities; DTC’s records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners. The Participants will remain responsible for keeping account of their holdings on behalf of their customers.

5. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

[6. Redemption notices shall be sent to Cede & Co. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.]

7. Neither DTC nor Cede & Co. will consent or vote with respect to Securities. Under its usual procedures, DTC mails an Omnibus Proxy to the Issuer as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).

8. Principal and interest payments on the Securities will be made to DTC. DTC's practice is to credit Direct Participants' accounts on payable date in accordance with their respective holdings shown on DTC's records unless DTC has reason to believe that it will not receive payment on payable date. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Agent, or the Issuer, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to DTC is the responsibility of the Issuer or the Agent, disbursement of such payments to Direct Participants shall be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

[9. A Beneficial Owner shall give notice to elect to have its Securities purchased or tendered, through its Participant, to the [Tender/Remarketing] Agent, and shall effect delivery of such Securities by causing the Direct Participant to transfer the Participant's interest in the Securities, on DTC's records, to the [Tender/Remarketing] Agent. The requirement for physical delivery of Securities in connection with a demand for purchase or a mandatory purchase will be deemed satisfied when the ownership rights in the Securities are transferred by Direct Participants on DTC's records.]

10. DTC may discontinue providing its services as securities depository with respect to the Securities at any time by giving reasonable notice to the Issuer or the Agent. Under such circumstances, in the event that a successor securities depository is not obtained, Security certificates are required to be printed and delivered.

11. The Issuer may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Security certificates will be printed and delivered.

12. The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Issuer believes to be reliable, but the Issuer takes no responsibility for the accuracy thereof.

EXHIBIT C
CONTINUING DISCLOSURE CERTIFICATE

CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (the "Disclosure Certificate") is executed and delivered by the City of Leawood, Kansas (the "Issuer") in connection with the issuance of \$8,310,000 General Obligation Improvement Bonds, Series 2000-A (the "Bonds"). The Bonds are being issued pursuant to Ordinance No. ____ and Resolution No. ____ adopted by the Governing Body of the Issuer on November 6, 2000 (collectively, the "Ordinance"). The Issuer covenants and agrees as follows:

Section 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the Issuer for the benefit of the Holders of the Bonds and in order to assist the Participating Underwriters in complying with S.E.C. Rule 15c2-12(b)(5).

Section 2. Definitions. In addition to the definitions set forth in the Resolution, which apply to any capitalized term used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Audited Financial Statements" shall mean the City's general purpose financial statements for each fiscal year (currently ended December 31) maintained in accordance with generally accepted principles of fund accounting together with the auditor's report thereon.

"Annual Report" shall mean any Annual Report provided by the Issuer pursuant to, and as described in, Sections 3 and 4 of this Disclosure Certificate.

"Dissemination Agent" shall mean any Dissemination Agent designated in writing by the Issuer and which has filed with the Issuer a written acceptance of such designation.

"Holders" shall mean either the registered owners of the Bonds, or, if the Bonds are registered in the name of Depository Trust Company or another recognized depository, any applicable participant in its depository system including Beneficial Owners.

"Listed Events" shall mean any of the events listed in Section 5(a) of this Disclosure Certificate.

"National Repository" shall mean any Nationally Recognized Municipal Securities Information Repository for purposes of the Rule. Currently, the following are National Repositories:

Bloomberg Municipal Repositories
DPC Data Inc.
Standard and Poor's J.J. Kenny Repository
Interactive Data

“Participating Underwriter” shall mean any of the original underwriters of the Bonds required to comply with the Rule in connection with offering of the Bonds.

“Repository” shall mean each National Repository and each State Repository.

“Rule” shall mean Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

“State Repository” shall mean any public or private repository or entity designated by the State as a state repository for the purpose of the Rule and recognized as such by the Securities and Exchange Commission. As of the date of this Agreement, there is no State Repository.

“Tax-exempt” shall mean that interest on the Bonds is excluded from gross income for federal income tax purposes, whether or not such interest is includable as an item of tax preference or otherwise includable directly or indirectly for purposes of calculating any other tax liability, including any alternative minimum tax or environmental tax.

Section 3. Provision of Annual Reports.

(a) The Issuer shall, or shall cause the Dissemination Agent to, not later than 180 days after the end of the Issuer's fiscal year (which currently would be December 31), commencing with the report for the 2000 Fiscal Year, provide to each Repository an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Certificate. Not later than fifteen (15) Business Days prior to said date, the Issuer shall provide the Annual Report to the Dissemination Agent (if other than the Issuer). The Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided that the audited financial statements of the Issuer may be submitted separately from the balance of the Annual Report, and later than the date required above for the filing of the Annual Report if not available by that date.

(b) If the Issuer is unable to provide to the Repositories an Annual Report by the date required in subsection (a), the Issuer shall send a notice to each Repository in substantially the form attached as Exhibit A.

(c) The Dissemination Agent shall:

(i) determine each year prior to the date for providing the Annual Report the name and address of each National Repository and each State Repository, if any; and (if the Dissemination Agent is other than the Issuer)

(ii) file a report with the Issuer certifying that the Annual Report has been provided pursuant to this Disclosure Certificate, stating the date it was provided and listing all the Repositories to which it was provided.

Section 4. Content of Annual Reports. The Issuer's Annual Report shall contain or incorporate by reference the following:

- (a) Annual Audited Financial Statements
- (b) Other Operating Data of the Issuer, updated for the fiscal year then ended, in substantially the scope and form contained in the Official Statement dated November __, 2000, relating to the Bonds set forth in the following tables:
 - 1. FINANCIAL OVERVIEW - CITY OF LEAWOOD, KANSAS
 - 2. DEBT STRUCTURE OF THE CITY
 - 3. FINANCIAL INFORMATION - Assessed Valuation
 - 4. FINANCIAL INFORMATION - Estimated Actual Valuation
 - 5. FINANCIAL INFORMATION - Tax Levies
 - 6. FINANCIAL INFORMATION - Tax Collections
 - 7. FINANCIAL INFORMATION - Major Taxpayers
 - 8. FINANCIAL INFORMATION - Sales and Use Tax

Any or all of the items listed above may be included by specific reference to other documents, including official statements of debt issues of the Issuer or related public entities, which have been submitted to each of the Repositories or the Securities and Exchange Commission. If the document included by reference is a final official statement, it must be available from the Municipal Securities Rulemaking Board. The Issuer shall clearly identify each such other document so included by reference.

Section 5. Reporting of Significant Events.

(a) Pursuant to the provisions of this Section 5, the Issuer shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Bonds, if material:

- 1. principal and interest payment delinquencies.
- 2. non-payment related defaults.
- 3. modifications to rights of Bondholders.

4. Bond calls.
5. defeasances.
6. rating changes.
7. adverse tax opinions or events adversely affecting the tax-exempt status of the Bonds.
8. unscheduled draws on any Reserve Fund reflecting financial difficulties.
9. unscheduled draws on any Letter of Credit/Bond Insurance Policy, etc. reflecting financial difficulties.
10. substitution of the provider of any Letter of Credit/Bond Insurance Policy, or any failure by any Credit Bank/Insurer to perform on the Letter of Credit/Bond Insurance Policy.
11. release, substitution or sale of property securing repayment of the Bonds.

(b) Whenever the Issuer obtains knowledge of the occurrence of a Listed Event, the Issuer shall as soon as possible determine if such event would be material.

(c) If the Issuer determines that knowledge of the occurrence of a Listed Event would be material, the Issuer shall promptly file a notice of such occurrence with the National Repository or the Municipal Securities Rulemaking Board and each State Repository. Notwithstanding the foregoing, notice of Listed Events described in subsections (a)(4) and (5) need not be given under this subsection any earlier than the notice (if any) of the underlying event is given to Holders of affected Bonds pursuant to the Ordinance.

Section 6. Termination of Reporting Obligation. The Issuer's obligations under this Disclosure Certificate shall terminate upon the defeasance, prior redemption or payment in full of all of the Bonds.

Section 7. Dissemination Agent. The Issuer may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate and may discharge any such agent, with or without appointing a successor Dissemination Agent.

Section 8. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Certificate, the Issuer may amend this Disclosure Certificate, and any provision of this Disclosure Certificate may be waived, if such amendment or waiver is supported by an opinion of counsel expert in federal securities laws, to the effect that such amendment or waiver would not, in and of itself, cause the undertakings herein to violate the Rule if such

amendment or waiver had been effective on the date hereof but taking into account any subsequent change in or official interpretation of the Rule.

Section 9. Additional Information. Nothing in this Disclosure Certificate shall be deemed to prevent the Issuer from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Certificate. If the Issuer chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Certificate, the Issuer shall have no obligation under this Agreement to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

Section 10. Default. In the event of a failure of the Issuer to comply with any provision of this Disclosure Certificate any Holder may take such actions as may be necessary and appropriate, including seeking mandamus or specific performance by court order, to cause the Issuer to comply with its obligations under this Disclosure Certificate. A default under this Disclosure Certificate shall not be deemed an Event of Default under the Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of the Issuer to comply with this Disclosure Certificate shall be an action to compel performance.

Section 11. Duties, Immunities and Liabilities of Dissemination Agent. The Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Certificate, and the Issuer agrees to indemnify and save the Dissemination Agent, its officers, directors, employees and agents, harmless against any loss, expense and liabilities which it may incur arising out of or in the exercise or performance of its powers and duties hereunder, including the costs and expenses (including attorneys fees) of defending against any claim of liability, but excluding liabilities due to the Dissemination Agent's gross negligence or wilful misconduct. The obligations of the Issuer under this Section shall survive resignation or removal of any Dissemination Agent and payment of the Bonds

Section 12. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the Issuer, the Dissemination Agent, the Participating Underwriters and Holders from time to time of the Bonds, and shall create no rights in any other person or entity.

Date: November __, 2000

ISSUER

City of Leawood, Kansas

By: _____

Acceptance of Dissemination Agent

The undersigned, for and on behalf of _____, _____,
_____, hereby accepts the duties and responsibilities of Dissemination Agent as set
forth in the above and foregoing Continuing Disclosure Certificate.

Date: _____, _____

By: _____

Printed Name: _____

Title: _____

EXHIBIT A

NOTICE TO REPOSITORIES OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer: City of Leawood, Kansas

Name of Bond Issue: General Obligation Improvement Bonds, Series 2000-A dated November 15, 2000

Date of Issuance: November __, 2000

NOTICE IS HEREBY GIVEN that the Issuer has not provided an Annual Report with respect to the above-named Bonds as required by Section 1302 of Resolution No. ____ adopted November 6, 2000 by the Governing Body of the Issuer. The Issuer anticipates that the Annual Report will be filed by _____.

Date: _____

ISSUER

City of Leawood, Kansas

By: _____

EXHIBIT D

NOTICE OF REDEMPTION
TO THE HOLDERS OF
CITY OF LEAWOOD, KANSAS
TEMPORARY NOTES

PROJECT _____ (_____)
DATED _____, 2000

Notice is hereby given to the holders of City of Leawood, Kansas (the "City") Temporary Notes, Project _____ (_____) dated _____, 2000, in the aggregate principal amount of \$ _____ (the "Notes"), that in accordance with the provisions of Ordinance No. _____ and the related resolution (the "Ordinance") and the terms of said Notes, the City hereby exercises its right to redeem and pay said Notes in whole prior to the stated maturity thereof.

Redemption and payment of said Notes will be made upon presentation and surrender thereof at the Office of the City Treasurer on the 30th day of November, 2000, in accordance with the terms of said Ordinance and said Notes.

CITY OF LEAWOOD, KANSAS

Dated: November 6, 2000

By: _____
City Clerk

RESOLUTION NO. 1572

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 111 (I-LAN PARK), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$100,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENTS TO EXISTING CITY PARKS IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1302, et seq., as amended, and Ordinance No. 1742, the Governing Body of the City of Leawood, Kansas (the "City") called an election in the City for the purpose of submitting the following questions:

"Shall the City of Leawood issue its general obligation bonds pursuant to K.S.A. 12-1302 in an amount not to exceed \$12,500,000 for the purpose of paying for the costs of improvements to existing City parks"; and

WHEREAS, at said election more than a majority of the qualified electors in the City voted in favor of the proposition , the vote having been certified to have been and being hereby declared to be 7957 votes in favor of said proposition and 2600 votes against said proposition;

WHEREAS, the design of the improvements to existing Nall Park (the "Project") has been commenced, and the City has incurred or expects to incur costs payable within the next six months in the amount of \$100,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1878(the "Note Ordinance") authorized the issuance of the Notes described and on the terms described herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 111 (I-LAN Park), in the aggregate principal amount of One Hundred Thousand Dollars (\$100,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of a single bearer note numbered 1 in the denomination of \$100,000. Said Notes shall be dated December 1, 2000, shall mature by their stated terms and become due and payable on September 1, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.30% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes in whole at any time on or after April 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original

purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.6874% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City for the purpose of paying costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the

Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

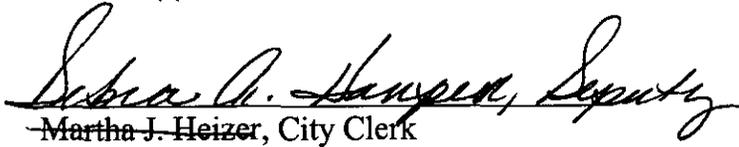
approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 20th day of November, 2000.




Peggy J. Dunn, Mayor


Martha J. Heizer, City Clerk

APPROVED FOR FORM:

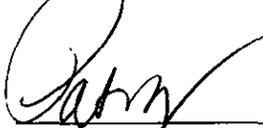

Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 111
(1-LAN PARK)

Form of Note

December 1, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 1st day of September, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.30% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after April 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is the single note of an issue of notes in the aggregate principal amount of \$100,000, issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvements to existing City parks in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1302, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of December, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this _____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the _____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1573

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 116 (SOUTH PARK), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$400,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENTS TO EXISTING CITY PARKS IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1302, et seq., as amended, and Ordinance No. 1742, the Governing Body of the City of Leawood, Kansas (the "City") called an election in the City for the purpose of submitting the following questions:

"Shall the City of Leawood issue its general obligation bonds pursuant to K.S.A. 12-1302 in an amount not to exceed \$12,500,000 for the purpose of paying for the costs of improvements to existing City parks"; and

WHEREAS, at said election more than a majority of the qualified electors in the City voted in favor of the proposition , the vote having been certified to have been and being hereby declared to be 7957 votes in favor of said proposition and 2600 votes against said proposition;

WHEREAS, the design of the improvements to existing South Park (the "Project") has been commenced, and the City has incurred or expects to incur costs payable within the next six months in the amount of \$400,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1878(the "Note Ordinance") authorized the issuance of the Notes described and on the terms described herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 116 (South Park), in the aggregate principal amount of Four Hundred Thousand Dollars (\$400,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 4 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated December 1, 2000, shall mature by their stated terms and become due and payable on September 1, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.30% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after April 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such

publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.6874% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City for the purpose of paying costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a

contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements,

instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

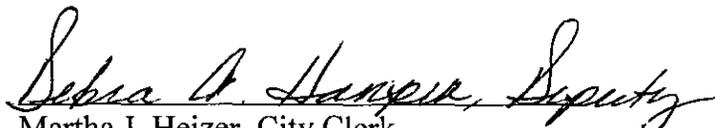
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 20th day of November, 2000.




Peggy J. Dunn, Mayor

ATTEST:


Martha J. Heizer, City Clerk
Debra A. HARPER

APPROVED FOR FORM:

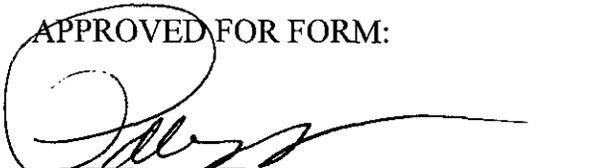

Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 116
(SOUTH PARK)

Form of Note

December 1, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 1st day of September, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.30% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after April 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$400,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvements to existing City parks in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1302, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of December, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1574

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 151 (FIRE STATION NO. 3), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$600,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF ACQUISITION OF CERTAIN REAL PROPERTY WITHIN THE CITY AND ACQUISITION, CONSTRUCTION AND INSTALLATION OF A NEW FIRE STATION, INCLUDING PARKING FACILITIES AND ACCESS ROADS, AND FURNISHING AND EQUIPPING THE SAME IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1736, et seq., as amended, and Ordinance No. 1704, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

acquisition of certain real property in Leawood South Park leased by the City and acquisition, construction and installation of a new fire station thereon, including parking facilities and access roads, and furnishing and equipping the same

(the "Project") at an estimated cost of \$3,195,000; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 151 (Fire Station No. 3), dated April 15, 2000, in the principal amount of \$400,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, the Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof, and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$200,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes and to pay the costs of the Project as the same become due and payable, and the

Governing Body of the City has by Ordinance No. 1878 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms described herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes and to pay costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 151 (Fire Station No. 3), in the aggregate principal amount of Six Hundred Thousand Dollars (\$600,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 6 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated December 1, 2000, shall mature by their stated terms and become due and payable on September 1, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after April 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.77% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer. The sum of \$400,000 of such proceeds shall be used to redeem and retire the Prior Notes, and the balance of such proceeds shall be deposited in a special fund established in the treasury of the City for the purpose of paying costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

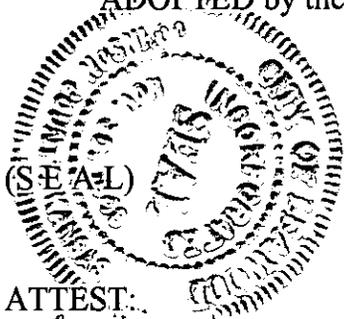
The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein

provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 20th day of November, 2000.



Peggy J. Dunn
Peggy J. Dunn, Mayor

ATTEST:

Debra A. Harper, Deputy
Martha Heizer, City Clerk
DEBRA A. HARPER

APPROVED FOR FORM:

Patricia A. Bennett
Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 151
(FIRE STATION NO. 3)

Form of Note

December 1, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 1st day of September, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after April 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$600,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of acquisition of certain real property in Leawood South Park leased by the City and acquisition, construction and installation of a new fire station thereon, including parking facilities and access roads, and furnishing and equipping the same in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1736, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of December, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this _____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the _____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1575

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 156 (PUBLIC WORKS COMPLEX), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$100,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF ACQUISITION, CONSTRUCTION AND INSTALLATION OF A NEW PUBLIC WORKS BUILDING IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1736, et seq., as amended, and Resolution No. 1532, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

acquire, construct and install a new public works building on certain real property owned by the City and located in the vicinity of 143rd Street and Overbrook Road within the City

(the "Project") at an estimated cost of \$5,906,562; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur costs payable within the next six months in the amount of \$100,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1878 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 156 (Public Works Complex), in the aggregate principal amount of One Hundred Thousand Dollars (\$100,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of a single bearer note numbered 1 in the denomination of \$100,000. Said Notes shall be dated December 1, 2000, shall mature by their stated terms and become due and payable on September 1, 2000. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.50% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes in whole at any time on or after April 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an

amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to Country Club Bank, the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.77% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

- (a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and

employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

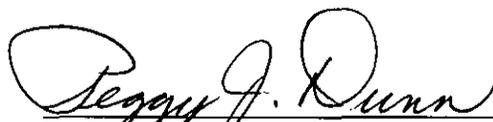
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

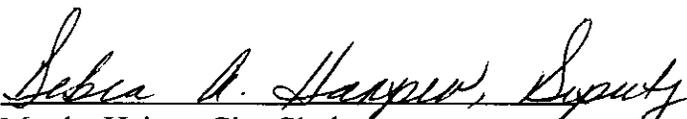
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 20th day of November, 2000.





Peggy J. Dunn, Mayor



Martha Heizer, City Clerk
Debra A. HARPER

APPROVED FOR FORM:



Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 156
(PUBLIC WORKS COMPLEX)

Form of Note

December 1, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 1st day of September, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.50% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after April 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is the single note of an issue of notes in the aggregate principal amount of \$100,000, issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of acquisition, construction and installation of a new public works building in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1736 *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of December, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1576

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 159 (119TH STREET AND MISSION ROAD INTERSECTION), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT AND REIMPROVEMENT OF THE INTERSECTION OF 119TH STREET AND MISSION ROAD IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Resolution No. 1505, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement and reimprovement of sections of 119th Street and Mission Road in the vicinity of the intersection thereof within the City

(the "Project") at an estimated cost of \$5,029,204; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 159 (119th Street and Mission Road Intersection), dated April 15, 2000, in the principal amount of \$200,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1878 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 159 (119th Street and Mission Road Intersection), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2, each in the denomination of \$100,000. Each of said Notes shall be dated December 1, 2000, shall mature by their stated terms and become due and payable on September 1, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.30% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after April 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original

purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.7621% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the

Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

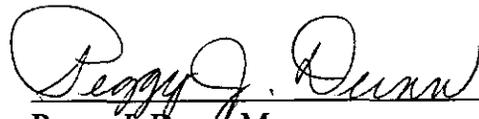
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

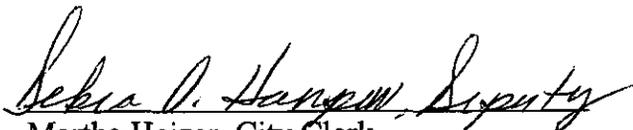
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 20th day of November, 2000.




Peggy J. Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk
Debra A. HARPER

APPROVED FOR FORM:

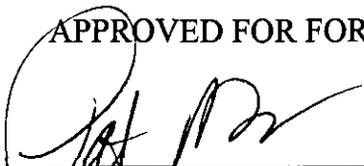

Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 159
(119TH STREET AND MISSION ROAD INTERSECTION)

Form of Note

December 1, 2000

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 1st day of September, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.30% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after April 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimprovement of sections of 119th Street and Mission Road in the vicinity of the intersection thereof within the City in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of December, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1577

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 167 (151ST STREET - NALL AVENUE TO MISSION ROAD), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$700,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT AND REIMPROVEMENT OF 151ST STREET BETWEEN NALL AVENUE AND MISSION ROAD IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Resolution No. 1506, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement and reimprovement of a certain section of 151st Street between Nall Avenue and Mission Road within the City

(the "Project") at an estimated cost of \$733,000; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 167 (151st Street - Nall Avenue to Mission Road), dated April 15, 2000, in the principal amount of \$700,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1578 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is

hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 167 (151st Street - Nall Avenue to Mission Road), in the aggregate principal amount of Seven Hundred Thousand Dollars (\$700,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 7 inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated December 1, 2000, shall mature by their stated terms and become due and payable on September 1, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 4.30% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after April 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in

such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.7621% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the

Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

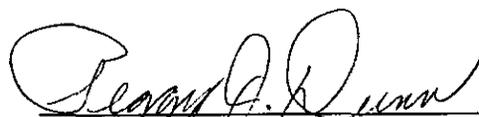
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may

approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

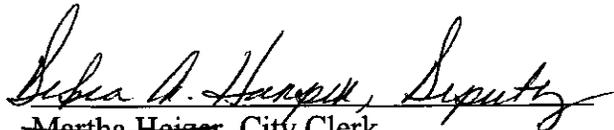
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 20th day of November 2000.




Peggy J. Dunn, Mayor

ATTEST:


~~Martha Heizer, City Clerk~~
Debra A. HARPEN

APPROVED FOR FORM:


Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 167
(151ST STREET - NALL AVENUE TO MISSION ROAD)

Form of Note

December 1, 2000

CUSIP NO.
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 1st day of September, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of 4.30% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after April 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$700,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimprovement of a certain section of 151st Street between Nall Avenue and Mission Road within the City in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of December, 2000.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of _____, 2000.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2000.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1578

A RESOLUTION MAKING CERTAIN FINDINGS AND DETERMINATIONS OF COSTS OF CITY PUBLIC IMPROVEMENT PROJECTS FINANCED WITH THE PROCEEDS OF \$8,310,000 PRINCIPAL AMOUNT OF GENERAL OBLIGATION IMPROVEMENT BONDS, SERIES 2000-A, OF THE CITY OF LEAWOOD, KANSAS.

WHEREAS, pursuant to K.S.A. 12-685, et seq., K.S.A. 12-6a01, et seq., and K.S.A. 12-1301 et seq., each as amended, and other provisions of the laws of the State of Kansas applicable thereto, by proceedings duly had, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following improvements within the City:

- (a) Construction of improvements to College Boulevard between Tomahawk Creek Parkway and El Monte Street including necessary appurtenances, pursuant to K.S.A. 12-6a01 et seq., as authorized by Resolution No. 1484, as amended by Resolution No. 1530, and as further amended and restated by Resolution No. 1548 (the "College Boulevard Improvement");
- (b) Construction of improvements to Mission Road extending from 103rd Street to I-435 including necessary appurtenances, pursuant to K.S.A. 12-685 et seq., as authorized by Ordinance No. 1204 (the "Mission Road Improvement");
- (c) Construction of improvements to existing City parks pursuant to K.S.A. 12-1301 et seq., as authorized by Ordinance No. 1742 and an election held in the City on November 3, 1998 (the "City Parks Improvement");
- (d) Construction of improvements to roads within the Normandy Place subdivision including necessary appurtenances, and certain storm water improvements, pursuant to K.S.A. 12-6a01 et seq., as authorized by Resolution No. 1489 as amended by Resolution No. 1531 (the "Normandy Place Improvement"), the estimated or probable cost which is found and declared to be \$315,000 in payment of which the City intends to issue general obligation bonds not to exceed such amount;
- (e) Construction of improvements and reimprovement of Lee Boulevard between 103rd Street and Mission Road within the City, pursuant to K.S.A. 12-685 et seq., as authorized by Ordinance No. 1807 (the "Lee Boulevard Improvement");

(the College Boulevard Improvement, the Mission Road Improvement, the City Parks Improvement, the Normandy Place Improvement and the Lee Boulevard Improvement herein collectively called the "Series 2000 City Improvement Projects"); and

WHEREAS, for the purpose of providing funds to pay the cost of the Series 2000 City Improvement Projects, the Governing Body of the City has heretofore by Resolution No. 1568 (the "Sale Resolution") authorized the sale of \$8,310,000 principal amount of General Obligation Improvement Bonds, Series 2000-A, of the City (the "Bonds") and by Ordinance No. 1876 (the "Bond Ordinance") authorized the issuance thereof and provided for the adoption of a resolution

prescribing the terms and details of the Bonds and certain covenants and agreements with respect thereto; and

WHEREAS, the costs of certain of the Series 2000 City Improvement Projects as finally certified to the Governing Body and the funds available to the City to pay the same differ slightly from those preliminary estimates recited in the Sale Resolution and the Bond Ordinance, and the Governing Body desires to correct those figures which differ for the record.

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

Section 1 The Governing Body of the City hereby finds and determines that the City's share of the total cost of the College Boulevard Improvement including construction financing and related expenses is not less than \$491,000 with \$476,000 to be paid by the owners of property within the benefit district established by Resolution No. 1484 as so amended and restated by Resolution No. 1548 and \$15,000 to be paid by the City at-large.

Section 2 The Governing Body of the City hereby finds and determines that the City's share of the total cost of the Lee Boulevard Improvement including necessary appurtenances is not less than \$1,056,009 with the entire cost to be paid by the City at-large.

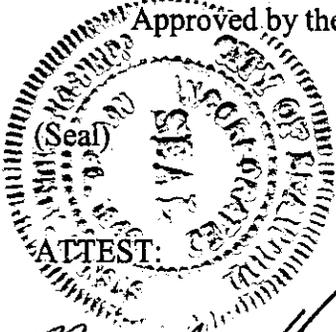
Section 3 The Governing Body of the City hereby finds and determines that the total cost of the Series 2000 City Improvement Projects including construction financing and related expenses is not less than \$8,776,871.06 with \$476,000 of the cost to be paid by the owners of the property within the City benefited by the College Boulevard Improvement and \$315,000 of the cost to be paid by the owners of property within the City benefited by the Normandy Place Improvement and \$7,985,871.06 of the cost to be paid by the City at-large.

Section 4 The Governing Body hereby finds and determines that none of said property owners have paid their respective assessments on account of the College Boulevard Improvement but owners of property benefited by the Normandy Place Improvement have paid assessments in the amount of \$10,862.06, and there is \$456,009.00 available in the City treasury to pay the cost of the Series 2000 City Improvement Projects requiring \$8,310,000 to be paid by the issuance and sale of the general obligation bonds of the City.

Section 5 **Effective Date.** This Resolution shall take effect and be in full force from and after its adoption by the Governing Body of the City.

PASSED by the Governing Body of the City of Leawood, Kansas this 20th day of November, 2000.

Approved by the Mayor this 20th day of November, 2000.



Peggy J. Dunn

Peggy J. Dunn, Mayor

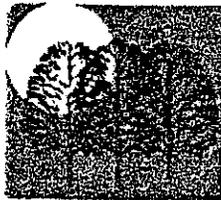
Martha Heizer by SAH

Martha Heizer, City Clerk
Debra A. Harper, Dpty.

APPROVED AS TO FORM

Patricia A. Bennett

Patricia A. Bennett, City Attorney



Resolution of Recognition

WHEREAS, Tayne A. Smith was employed by the City of Leawood as a Public Service Officer on March 17, 1980; and

WHEREAS, Tayne has served in several positions, serving as a Police Officer, Police Corporal and finally as Police Sergeant – Patrol Division since December 17, 1990; and

WHEREAS, Tayne has throughout his career demonstrated a commitment to the law enforcement profession; and

WHEREAS; Tayne has demonstrated the same degree of commitment to his co-workers and the community; and

WHEREAS; Tayne has proven himself to be a capable and competent professional, has served faithfully, loyally and honorably, and made valuable contributions to the City government and the welfare of the community;

NOW, THEREFORE, BE IT RESOLVED, that the Governing Body of the City of Leawood commends him for his outstanding dedication to the City, and expresses its gratitude to him for the vital services he has performed; and

BE IT FURTHER RESOLVED, that the Governing Body extends to him sincere congratulations on his 20th anniversary of continuous service to the City of Leawood.

Adopted by the Governing Body this 4th day of December, 2000



Peggy J. Dunn, Mayor

Attest:

Martha Heizer
Martha Heizer, City Clerk



Resolution of Recognition

WHEREAS, Louis Joseph Dunham was employed by the City of Leawood as a Firefighter Trainee on September 29, 1980; and

WHEREAS, Louis has served in several positions, serving as a Firefighter 1st Class, Fire Engineer, Engineer/EMT, Lieutenant, and finally as Fire Battalion Chief since May 27, 1996; and

WHEREAS, Louis has throughout his career demonstrated a commitment to the fire safety profession; and

WHEREAS; Louis has demonstrated the same degree of commitment to his co-workers and the community; and

WHEREAS; Louis has proven himself to be a capable and competent professional, has served faithfully, loyally and honorably, and made valuable contributions to the City government and the welfare of the community;

NOW, THEREFORE, BE IT RESOLVED, that the Governing Body of the City of Leawood commends him for his outstanding dedication to the City, and expresses its gratitude to him for the vital services he has performed; and

BE IT FURTHER RESOLVED, that the Governing Body extends to him sincere congratulations on his 20th anniversary of continuous service to the City of Leawood.

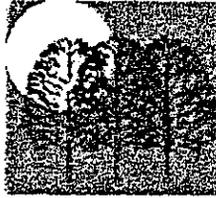
Adopted by the Governing Body this 4th day of December, 2000



Peggy J. Dunn, Mayor

Attest:

Martha Heizer
Martha Heizer, City Clerk



Resolution of Recognition

WHEREAS, Danny Joe Turner was employed by the City of Leawood as a Laborer II on March 24, 1980; and

WHEREAS, Danny has served in several positions, serving as a Maintenance Worker I, Leadman – Wastewater Division, Wastewater Division Supervisor, Maintenance Worker III and finally as Heavy Equipment Operator since May 24, 1999; and

WHEREAS, Danny has throughout his career demonstrated a commitment to the Wastewater and Public Works departments and a profession as a municipal employee; and

WHEREAS; Danny has demonstrated the same degree of commitment to his co-workers and the community; and

WHEREAS; Danny has proven himself to be a capable and competent professional, has served faithfully, loyally and honorably, and made valuable contributions to the City government and the welfare of the community;

NOW, THEREFORE, BE IT RESOLVED, that the Governing Body of the City of Leawood commends him for his outstanding dedication to the City, and expresses its gratitude to him for the vital services he has performed; and

BE IT FURTHER RESOLVED, that the Governing Body extends to him sincere congratulations on his 20th anniversary of continuous service to the City of Leawood.

Adopted by the Governing Body this 4th day of December, 2000



Peggy J. Dunn, Mayor

Attest:

Martha Heizer

Martha Heizer, City Clerk

RESOLUTION NO. 1579

A RESOLUTION APPROVING AND AUTHORIZING THE MAYOR TO EXECUTE A FINANCIAL SERVICES AGREEMENT BETWEEN THE CITY OF LEAWOOD, KANSAS, A MUNICIPAL CORPORATION, ["CITY"] AND GOLD BANK, A BANKING ESTABLISHMENT ["GOLD"] TO PROVIDE CERTAIN DEPOSITORY AND BANKING SERVICE NEEDS TO THE CITY OF LEAWOOD, KANSAS.

WHEREAS, the City requires certain and specific financial service needs to be provided to the City of Leawood, a municipal corporation; and

WHEREAS, Requests for Proposals [RFP] were distributed to area banking establishments setting forth requested certain and specific depository and banking service needs, including, but not limited to, current and potential future service, service charge costs, credit card services, and interest rates; and

WHEREAS, Gold Bank prepared and submitted an RFP, and was selected following a careful and detailed analysis by the Public Finance Consultants; and

WHEREAS, Gold Bank has submitted a Financial Services Agreement ["Agreement"] outlining certain and specific financial service needs; and

WHEREAS, the term of the Agreement shall commence on January 1, 2001 and expire on December 31, 2001, with three [3] additional one-year terms, expiring December 31, 2004; and

WHEREAS, both parties have read and understand the Agreement, attached hereto as Exhibit "A," and incorporated herein by reference.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: The City of Leawood, Kansas, a municipal corporation, does hereby approve and authorize the Mayor to execute the Financial Services Agreement with Gold Bank, attached hereto as Exhibit "A," and incorporated herein by reference.

SECTION TWO: This resolution shall become effective upon passage.

PASSED by the Governing Body this 4th day of December, 2000.

APPROVED by the Mayor this 4th day of December, 2000.



Peggy Dunn
Peggy Dunn, Mayor

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:

Patricia A. Bennett
Patricia A. Bennett, City Attorney

AGREEMENT FOR FINANCIAL SERVICES

THIS AGREEMENT FOR FINANCIAL SERVICES ("Agreement"), is made and entered into this 4th day of December, 2000, by and between THE CITY OF LEAWOOD, KANSAS ("Leawood"), 4800 Town Center Drive, Leawood, Johnson County, Kansas 66211, and GOLD BANK ("Gold"), 11301 Nall Avenue, Leawood, Johnson County, Kansas.

WITNESSETH:

WHEREAS, Leawood has issued a request for proposal ("RFP") for depository and banking services from a variety of institutions; and

WHEREAS, Gold submitted to Leawood its proposal for the provision of depository and banking services, which proposal was accepted by Leawood; and

WHEREAS, the parties hereto desire to set forth the terms and conditions upon which Gold will provide to Leawood such depository and banking services.

NOW, THEREFORE, in consideration of the mutual covenants and promises herein contained, the parties agree as follows:

1. Services. All upon the terms and conditions, Gold shall provide to Leawood certain depository and banking services as more fully set forth herein, including but not limited to maintenance of three separate banking accounts (operating, payroll and municipal court accounts), electronic banking services, safety deposit box services, travelers checks, and other various related services.

It is agreed that three (3) banking accounts shall be maintained as follows:

a. Main Operating Account. There will be maintained by Leawood at Gold a main operating account which shall include monies accounted for in

Leawood's general, special revenue and capital funds. This account shall bear interest, credited monthly, based on the average daily balance maintained by Leawood in the account. The rate of interest with which this account will be credited is as reflected on the attached Exhibit "A". This account shall accommodate deposit/credits as well as wire transfers. The cost of any and all checks utilized for the main operating account shall be paid by Leawood.

b. Payroll Account. There will be maintained by Leawood at Gold a payroll account which will accommodate employee payroll checks as well as direct deposit ACH debits. Gold will receive from Leawood's payroll service provider direct deposit information by modem on or before noon of the Monday of each payday week for transmission of direct deposit transactions to the Federal Reserve. The payroll account will bear interest, credited monthly, based on the average daily balance in accordance with the attached Exhibit "A". The cost of any and all payroll checks shall be paid by Leawood.

c. Municipal Court Account. There will be maintained by Leawood at Gold an account utilized to deposit and disburse municipal court bonds and alcohol evaluation fees. It is understood and agreed that this account will not bear interest, however, Gold agrees to provide all checks and to maintain this municipal court account without any additional charge to Leawood.

2. Term and Termination. This Agreement shall be for an initial one (1) year term, commencing on January 1, 2001 ("Initial Term"). In addition, there shall be three (3) additional one (1) year terms ("Option Term"). This Agreement may be terminated by either party at the end of the Initial Term by the giving of sixty (60) days written

notice of intention not to renew. In the event such notice is not given at least sixty (60) days prior to the end of the Initial Term (or the Option Term, if applicable), then this Agreement shall continue for an additional one (1) year term. The pricing terms for any "Option Term" upon extension shall be as set forth herein. This Agreement may be terminated by either party upon default of the other by the giving of thirty (30) days prior written notice.

3. Collateral For All Accounts. All accounts maintained by Leawood at Gold shall be secured by securities acceptable under the terms and provisions of Kansas Statutes Annotated § 9-1402, et seq. Gold shall provide to Leawood a monthly report of the collateral pledged which report shall include a summary of its market value. Such monthly report shall be delivered to Leawood within seven (7) working days of the close of each and every month during any term hereof. For purposes of satisfying the requirements set forth herein, the \$100,000 FDIC coverage available to each depositor shall not be included in determining the pledge requirements.

4. Monthly Statements Provided By Gold. A statement for each account shall be provided by Gold to Leawood dated the last calendar day of each month. All statements will include beginning, ending, and average daily balances, as well as a summary of all transactions, a detail of items clearing the account, and interest information. All deposits will be sorted in date order and all checks will be sorted in numbered order. Additionally, there shall be included on the statement a brief description of each wire transfer, ACH transaction, and other special debit/credit transactions. Statement information will be provided to Leawood on 3 ½" in ASCII format so that the same may be used by Leawood for internal reconciliation purposes. It

shall be the sole responsibility of Leawood to review these statements in a timely manner and notify Gold of any discrepancies thereon.

5. Electronic Banking Services. Gold will provide to Leawood all services in an electronic format as required by Leawood in its RFP. Leawood shall be afforded computer access to all account information and shall be permitted to initiate wire transfers, stop payments, and account inquiries via electronic means. Additionally, on-line access to information on cleared checks, automated stop payment facilities will be provided. Exhibit "B" contains a listing of all automation of services and reports.

6. Other Services. Gold will, in addition to all other services set forth herein, provide:

- a. Safety deposit box at no cost to Leawood.
- b. Duplicate deposit slips, locked money bags, self-inking endorsement stamps, credit card supplies, and coin and bill wrappers at no additional charge.
- c. Travelers and cashier's checks for Leawood employees on official business at no additional charge.
- d. Exhibit "C" sets forth a complete list of additional services which will be provided by Gold to Leawood and/or its employees

7. Pricing for Services. During the Initial Term, the services provided to Leawood hereunder shall be upon the terms and conditions agreed to and as set forth herein. For any Option Term, Gold shall submit to Leawood at least ninety (90) days prior to the end of the term then in effect its proposed changes for the Option Term. Leawood shall then have thirty (30) days to review the same and determine whether it

desires to extend this Agreement for the Option Term or terminate the relationship. In the event either party desires to terminate the relationship, it is understood and agreed that the termination shall be effective at the end of the Initial Term or the applicable Option Term and that all parties shall have continuing obligations during the final sixty (60) days of the applicable term.

8. Bidding Participation. Gold recognizes that Leawood issues "bond anticipation" short term notes every nine (9) months. These temporary or short term notes range in amount from \$500,000.00 to \$10,000,000.00. Gold agrees to participate in the bidding process associated with these temporary or short term notes.

9. Availability of Funds. Funds deposited to Leawood's account from Gold will be made available on the same day of deposit, provided they are made prior to 3:00 p.m. All items on other local banks will be made available the next business day, and any and all other items will be made available in accordance with the generally accepted Federal Reserve availability schedule. Deposits prior to 3:00 p.m. on any banking day will earn interest on the day of deposit. Direct deposit funds will be credited interest if received prior to 4:00 p.m. on any banking day.

10. Deposit Discrepancies and Returned Checks. Deposit discrepancies in any account will be brought, by Gold, to the attention of the Leawood Finance Director or her representative who has been previously designated in writing. Such notice shall be made on the same day that the discrepancy is discovered by Gold. Any and all returned checks for deposit items to any account will not be returned to the depositor's institution but will be presented for payment a second time. If the item is returned for the second time, Leawood will be notified and the item will be returned to the depositor's institution.

11. Default. In the event of the default of its obligations hereunder by Gold, Leawood shall immediately be entitled to cancel this Agreement and procure the depository and banking services required by Leawood (as provided for herein) from other institutions. In the event Leawood is required to procure outside services, Gold agrees to assume full responsibility for any excess costs reasonably occasioned thereby. In the event Leawood defaults under its obligations under the terms and conditions herein, Gold may declare this Agreement in default and shall have no further obligation hereunder. In the event of such termination, all accounts shall revert to standard accounts maintained at Gold Bank and shall immediately incur any and all standard charges for transactions thereon.

12. Miscellaneous. This Agreement shall be binding upon the parties hereto, their respective successors, heirs, personal representatives and assigns. This Agreement may not be modified except in writing and signed by all parties hereto. This Agreement, in conjunction with the attached Exhibits, shall constitute the entire agreement between the parties and shall supercede all prior agreements whether written or oral. This Agreement shall be interpreted pursuant to and construed in accordance with the laws of the State of Kansas.

IN WITNESS WHEREOF, the parties hereto have set their hands as of the day and year
first above written.

GOLD BANK

By: Marga Spangler, V.P.
Name: Marga S. Spangler
Title: Vice President

CITY OF LEAWOOD, KANSAS

By: Peggy Dunn
Name: Peggy Dunn
Title: Mayor

Attachment A

SECTION II. INTEREST RATE

Interest rate bids must be tied to the 91-day Treasury Bill rate. Please indicate the number of basis points above or below the 91-day treasury bill rate that you will pay on the following accounts:

Main operating	<u>15</u>	pts. (above/below)
Payroll	<u>15</u>	pts. (above/below)
Flexible benefits	<u>15</u>	pts. (above/below)

SECTION III. PRICE CEILING

The increase in unit costs for each of the option periods cannot exceed the previous year's average CPI-U for the Kansas City metro area. Bidders may wish to commit to price ceilings which fall below this index. Please enter the proposed price ceiling as a percent of the CPI-U (0% to guarantee no price increase in the option years, up to 100% to comply with the price ceiling conditions of this RFP)

Price increase option year 1	<u>0</u>	% of the previous year's CPI-U
Price increase option year 2	<u>0</u>	% of the previous year's CPI-U

SECTION IV. SIGNATURE

Marga S. Spangler, V.P. (Signature)
Marga S. Spangler (Name)
Vice President (Title/Position)

EXHIBIT "A"

Attachment B

SECTION I. AUTOMATION OF SERVICES AND REPORTS

The City would prefer to have computer access to accounts for report retrieval and the initiation of certain transactions and services. Please describe what system you have, if any, to provide for electronic banking, and any flat charges associated with the system.

Are the following services and reports available electronically?

	Yes/ No	Fee = \$25/month for all services listed as "Yes"
Wire Transfers	Yes	
Check inquiry	Yes	
Stop Payments	Yes	
ACH Initiation	Yes	
Account Inquiries	Yes	
Monthly Bank Statements	Yes	
Prior Day Information:		
Closing Ledger	Yes (Current Balance)	
Opening Available	Yes (Available Balance)	
Closing Available	No	
Transaction Detail	Yes	
Total Credits	Yes	
Total Debits	Yes	
Positive Pay	No	
Online access to check images	Yes	

Detail the hardware and associated costs the City would need to perform electronic banking.

SECTION II. SIGNATURE

Marga S. Spangler, V.P. (Signature)

Marga S. Spangler (Name)

Vice President (Title Position)

EXHIBIT "B"

ADDITIONAL SERVICES OFFERED

Corporate Credit Cards

Gold Bank offers Corporate Credit cards that could be issued for city employees at the City's discretion. The City would have control over the credit limit established for each card, and would be responsible for payment on a monthly basis. These are Mastercard credit cards with no annual fee and annual rate of 13.65%. If the full balance is paid by the due date, no finance charges are assessed to the account.

ATM

Gold Bank would be pleased to assist the City of Leawood with the installation of an ATM (Automated Teller Machine) in one or more city facility. With further information from the City regarding its needs, the bank will provide a specific plan outlining pricing and delivery.

Banking Services for City Employees

Gold Bank offers City of Leawood employees a package of banking services:

- + Free Checking Account*
- + Free 200 personalized checks
- + Free ATM/Debit card
- + 50% discount on any size safe deposit box for the first year
- + ½% discount on personal loans**

City employees may present their employee identification card at Gold Bank to take advantage of this package of services.

For employees electing not to open an account with Gold Bank, we will offer a no-fee check cashing service with an employee identification card and valid drivers license, up to a \$200 limit. (This will allow them to cash personal check drawn on their account only.)

* All new accounts are verified through ChexSystems prior to opening

** With approved credit

RESOLUTION APPROVING AND AUTHORIZING THE MAYOR TO EXECUTE A FIRST ADDENDUM TO THE PERSONAL SERVICES AGREEMENT DATED OCTOBER 6, 2000, BETWEEN THE CITY OF LEAWOOD, KANSAS ["CITY"] AND ORION MANAGEMENT SOLUTIONS, INC., ["ORION"] [COLLECTIVELY THE "PARTIES"] TO PROVIDE FOR THE MANAGEMENT OF IRONHORSE GOLF CLUB, LOCATED IN LEAWOOD, KANSAS.

WHEREAS, the City currently owns and operates IRONHORSE Golf Club, located at IRONHORSE Golf Course in Leawood, Kansas; and

WHEREAS, Orion is a professional golf course management company that provides management and promotion services for golf clubs; and

WHEREAS, the City Council approved the execution of the Personal Services Agreement ["Agreement"], on October 2, 2000 [Resolution No. 1569]

WHEREAS, because substantive amendments were made to the Agreement originally approved by the City Council on October 2, 2000, the Agreement, was ratified by the City Council and Mayor on October 16, 2000 [Resolution No. 1570]; and

WHEREAS, the parties desire to amend certain sections of the Agreement not previously outlined that pertains to Property Insurance, specifically Section 13(a).

NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

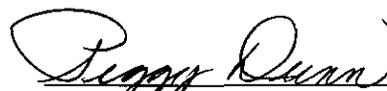
SECTION ONE: That the Governing Body hereby authorizes and approves the execution of the First Addendum to the Personal Services Agreement dated October 6, 2000, between the City of Leawood and Orion Management Solutions, Inc., attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

SECTION TWO: This resolution shall become effective upon passage.

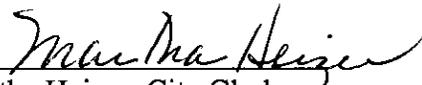
PASSED by the Governing Body this 4th day of December, 2000.

APPROVED by the Mayor this 4th day of December, 2000.



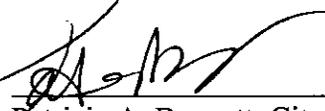

Peggy Dunn, Mayor

ATTEST:



Martha Heizer, City Clerk

APPROVED AS TO FORM:



Patricia A. Bennett, City Attorney

FIRST ADDENDUM TO PERSONAL SERVICES AGREEMENT
For the Management of
IRONHORSE GOLF CLUB

This **FIRST AMENDMENT TO PERSONAL SERVICES AGREEMENT** (the "Agreement") is made and entered into as of this 4/12 day of December, 2000, by and between The City of Leawood, Kansas, a municipality ("Owner"), and Orion Management Solutions, Inc., a Kansas Corporation. ("Orion").

WHEREAS, the parties entered into a Personal Services Agreement dated the 6th day of October, 2000; and

WHEREAS, Owner and Orion wish to clarify the Personal Services Agreement to state that the parties intend Orion to provide insurance to cover its property and the City to provide insurance to cover its property; and

WHEREAS, the parties agree that this addendum shall only impact paragraph 13 of the Personal Services Agreement in that certain section captioned "Property Insurance," and that all other parts of Paragraph 13 and all other portions of the Personal Services Agreement shall not be amended by this Addendum.

NOW THEREFORE, the parties hereby agree to amend the Personal Services Agreement to change the paragraph entitled "Property Insurance" under subsection (a) of Section 13 to read as follows:

Property Insurance - for physical damage to the property of Orion located at the Facility including improvements and betterments to the facility.

The parties further agree that all other provisions of the Personal Services Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first written above.

OWNER
CITY OF LEAWOOD, KANSAS

By:



Peggy Dunn, Mayor

ATTEST:

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:

Patricia A. Bennett
Patricia A. Bennett, City Attorney

ORION MANAGEMENT SOLUTIONS, INC.

By:

Matt Roberts
Matt Roberts, President

RESOLUTION NO. 1581

A RESOLUTION DESIGNATING HOLIDAYS FOR THE YEAR 2001 IN ACCORDANCE WITH THE PERSONNEL RULES AND REGULATIONS OF THE CITY OF LEAWOOD, KANSAS.

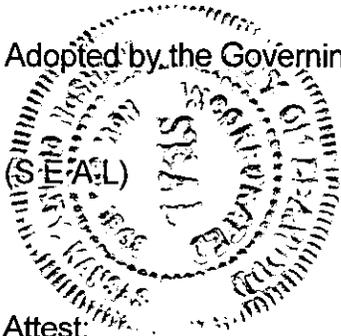
WHEREAS, Section 9-2 of the "Personnel Rules and Regulations," as published in December 1992, and as from time to time amended, requires that holidays for all regular employees of the City of Leawood be confirmed by resolution of the City Council each year; and

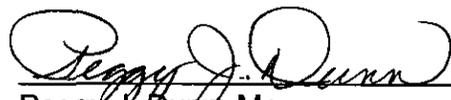
WHEREAS, after review of the holiday dates in 2001, staff recommends that the following schedule be adopted;

NOW, THEREFORE, BE IT RESOLVED that the City Hall of Leawood, Kansas, shall be closed on the following holiday dates in 2001:

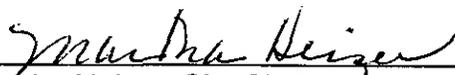
New Year's Day	January 1
Martin Luther King Jr. Day (3 rd Monday-January)	January 15
President's Day (3 rd Monday-February)	February 19
Memorial Day (last Monday-May)	May 28
Independence Day	July 4
Labor Day (1 st Monday-September)	September 3
Thanksgiving (4 th Thurs./Fri.-November)	November 22 / 23
Christmas	December 25

Adopted by the Governing Body this 4th day of December, 2000.




Peggy J. Dunn, Mayor

Attest:


Martha Heizer, City Clerk

RESOLUTION

158-2

RESOLUTION APPROVING AND AUTHORIZING THE APPOINTMENT OF INTERIM CO-ADMINISTRATORS FOR THE CITY OF LEAWOOD, KANSAS

WHEREAS, effective December 1, 2000, the position of City Administrator is vacant;
and

WHEREAS, the Governing Body desires to appoint two Interim Co-Administrators to share the duties and responsibilities of the City Administrator until such time as a new City Administrator is selected and appointed; and

WHEREAS, the Governing Body of the City of Leawood, Kansas, hereby appoints both Patricia A. Bennett, City Attorney; and Kathy Rogers, Finance Director, as Interim Co-Administrators to carry out the duties and responsibilities of the City Administrator, as set out in Article 3 of the City of Leawood Code 2000.

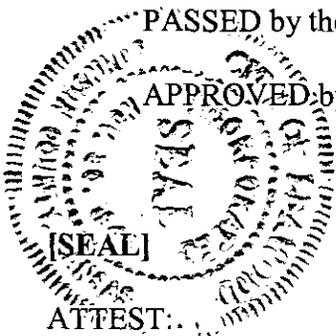
NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: That the Governing Body hereby approves and authorizes the appointment of Patricia A. Bennett and Kathy Rogers as Interim Co-Administrators for the City of Leawood, Kansas, and said Co-Administrators shall have all powers, duties and authority of the City Administrator, as set out in Article 3 of the City of Leawood Code 2000.

SECTION TWO: This resolution shall become effective upon passage.

PASSED by the Governing Body this 4th day of December, 2000.

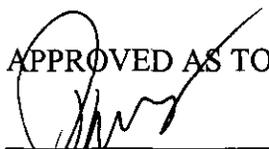
APPROVED by the Mayor this 4th day of December, 2000.




Peggy Dunn, Mayor


Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

2001 FEE SCHEDULE

CITY OF
LEAWOOD

City of Leawood, Kansas
4800 Town Center Drive
Leawood, Kansas 66211

Resolution No. 1583

Rescinded by Res. 1653

A RESOLUTION ESTABLISHING THE 2001 FEE SCHEDULE FOR FEES NOT SPECIFICALLY PROVIDED FOR IN THE CODE OF THE CITY OF LEAWOOD, 2000, AND RESCINDING RESOLUTION NO. 1495.

WHEREAS, the Code of the City of Leawood, 2000, omits certain fee schedules for reasons of economy and expediency; and

WHEREAS, the City Administrator is, by Section 1-701 of the Code of the City of Leawood, 2000, authorized to make fee adjustments as necessary from time to time, and annually report to the Council amounts at which such fees are established;

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

Section One:

That the following fee schedule for 2001 is hereby amended to read as follows:

2001 FEE SCHEDULE

**CITY OF
LEAWOOD**

CITY-WIDE	4	Leawood Development Ordinance	8
Miscellaneous City-wide Fees.....	4	Other Plan Approvals.....	8
Department Publications/Report Fees	4	Streets, Utility Vacation.....	8
Open Records Act Fees	4	Fees for Subdivision Regulation Procedures	8
FINANCE DEPARTMENT	4	Submission.....	8
Licensing of Dogs and Cats	4	Costs to Develop Arterial and Collector Streets	8
Penalties.....	4	Fees for Sign Permits	8
Finance Charges.....	4	3 Month Permit Temporary Sign	8
Worthless Check Fees	4	15 Day Permit Temporary Sign (Banners)	8
FIRE DEPARTMENT	4	Monument Signs/Structures.....	8
Fees for Permits.....	4	Permanent Sign - Wall Sign.....	8
PLANNING AND DEVELOPMENT & PUBLIC WORKS DEPARTMENT	5	Fees For Planning & Development Publications	8
Fees for Construction, Alterations and Remodeling	5	Fees for Sidewalks, Drive Approaches and Streets	8
Subcontractor Fees	5	Sidewalks	8
Structural Fire Sprinkler Permit Fee.....	5	Drive Approaches	8
Plan Review Fees.....	5	Streets.....	9
Land Disturbance Permit Fees	6	Fees for Back Charge Recovery Costs - Mud Ordinance	9
Miscellaneous Construction, Floodplain, and Administrative Fees.....	6	Activities	9
Fees for Zoning Procedures	7	Additional Labor.....	9
Residential (RP-A to RP-4).....	7	Fees for Miscellaneous Public Works Activities	9
Office (CP-0).....	7	Blasting Application	9
Commercial (CP-1 to CP-2).....	7	Inspection Fees	9
Recreation	7	Publications Fees	9
Industrial (PI).....	7	POLICE DEPARTMENT	10
Business Park (BP)	7	Alarm System Fees	10
Special Development (SD).....	7	System Registration Fees.....	10
Mixed Zoning	7	False alarm penalties - Residential and Commercial Systems.....	10
Conditional Use Permits	7	Miscellaneous Fees.....	10
Special Use Permits (Except Gas and Oil Permits).....	7	Records Copying	10
		Animal Control	10
		PARKS AND RECREATION DEPARTMENT	11
		Fees for Lessons, Leagues and Classes	11
		Miscellaneous Park and Recreation Fees	11

2001 FEE SCHEDULE

CITY OF
LEAWOOD

Fees for Park Facility Rental.....	11
Fees For Pool.....	11
Daily	11
Pool Membership.....	11
Fees for Community Center Rental	12
IRONHORSE GOLF COURSE	13
Golf Course Fees	13
Daily Fees.....	13
Non-Prime Time*	13
Prime Time*	13
Golf Car	13
Learning Center Fees	13
Practice tee	13
Practice Holes	13
Lessons	13
IRONHORSE Golf Association	13
IRONHORSE Conductors Club	13
Special Events	14
Starting Time Tournaments - 4 to 20 Players.....	14
Starting Time Tournaments - 20 or more Players	14
Shotgun Start Tournaments.....	14

2001 FEE SCHEDULE

CITY OF
LEAWOOD

CITY-WIDE

MISCELLANEOUS CITY-WIDE FEES

Department Publications/Report Fees

Publications/reports (Other than those specifically mentioned herein) Individually determined based on printing costs

Open Records Act Fees

Record search/record inspection \$15.00 - \$25.00 per hour per employee engaged in record search (minimum of \$15.00)
Police Department /Fire Department copy fee \$1.50 per page
All other departments copy fee \$0.50 per page
Copy Fee for 24" x 36" \$2.50
Video Tape Copying \$25.00
City of Leawood Code Book \$30.00

FINANCE DEPARTMENT

LICENSING OF DOGS AND CATS

Sexually altered dog/cat \$5.00 each
Unaltered dog/cat \$15.00 each
Lost tag replacement \$2.00 each

Penalties

License renewal fees are due January 1 and payable without penalty before March 1. A \$5.00 penalty will be assessed on March 1 and the 1st of each delinquent month thereafter.
The owner of any dog or cat reaching six months of age on or after March 1 shall have ten days from the day the animal becomes six months old to license the animal. If the animal is not licensed within the time required, a penalty of \$5.00 for every thirty days delinquent will be assessed in addition to the normal license fee.
Any person bringing a dog or cat over six months old into the City on or after March 1 shall have thirty days from the day the animal is brought into the City to license the animal. If the animal is not licensed within the time required, a penalty of \$5.00 for every thirty days delinquent will be assessed in addition to the normal license fee.

FINANCE CHARGES

Worthless Check Fees

Fee for worthless check \$30.00

FIRE DEPARTMENT

FEES FOR PERMITS

Open Burning Permit \$100.00
Reissuance of Blasting Permit \$100.00
All other permits as listed in the Uniform Fire Code \$50.00

2001 FEE SCHEDULE

CITY OF
LEAWOOD

PLANNING AND DEVELOPMENT & PUBLIC WORKS DEPARTMENT FEES FOR CONSTRUCTION, ALTERATIONS AND REMODELING

Construction Permit Fees

All construction permit fees shall be based upon the valuation of work to be permitted and figured in accordance with the Construction Permit Fee Table. Total valuation of work shall be established in conformance with Chapter 4 of the Code of the City of Leawood.

TOTAL VALUATION	FEE
\$0.00 to \$500.00	\$23.50
\$501.00 to \$2,000.00	\$23.50 for the first \$500.00 plus \$3.05 for each additional \$100.00, or fraction thereof, to and including \$2,000.00
\$2,001.00 to \$25,000.00	\$69.25 for the first \$2,000.00 plus \$14.00 for each additional \$1,000.00, or fraction thereof, to and including \$25,000.00
\$25,001.00 to \$50,000.00	\$391.75 for the first \$25,000.00 plus \$10.10 for each additional \$1,000.00, or fraction thereof, to and including \$50,000.00
\$50,001.00 to \$100,000.00	\$643.75 for the first \$50,000.00 plus \$7.00 for each additional \$1,000.00, or fraction thereof, to and including \$100,000.00
\$100,001.00 to \$500,000.00	\$993.75 for the first \$100,000.00 plus \$5.60 for each additional \$1,000.00, or fraction thereof, to and including \$500,000.00
\$500,001.00 to \$1,000,000.00	\$3,233.75 for the first \$500,000.00 plus \$4.75 for each additional \$1,000.00, or fraction thereof, to and including \$1,000,000.00
\$1,000,001.00 and up	\$5,608.75 for the first \$1,000,000.00 plus \$3.65 for each additional \$1,000.00, or fraction thereof

Subcontractor Fees

All mechanical, electrical, and plumbing subcontractor fees shall be figured in accordance with the Subcontractor Permit Fee Table.

TYPE OF SUBCONTRACTOR FEE	FEE
New commercial and multi-family subcontractor fees (non-one and two family)	4% of construction permit fee (\$200.00 minimum) per subcontractor
Existing commercial and multi-family subcontractor fees (non-one and two family)	3% of construction permit fee (\$150.00 minimum) per subcontractor
New one and two family subcontractor fees	\$100.00 per subcontractor
Existing one and two family subcontractor fees	\$40.00 per subcontractor

Structural Fire Sprinkler Permit Fee

All structural fire sprinkler permit fees shall be figured in accordance with the Structural Fire Sprinkler Permit Fee Table.

TYPE OF STRUCTURAL FIRE SPRINKLER FEE	FEE
Commercial and multi-family fire sprinkler permit fee (non-one and two family)	\$0.04 per square foot (\$200.00 minimum)
One and two family fire sprinkler permit fee	\$0.02 per square foot (\$50.00 minimum)

Plan Review Fees

All plan review fees shall be figured in accordance with the Plan Review Fee Table.

TYPE OF PLAN REVIEW FEE	FEE
New commercial and multi-family plan review fees (non-one and two family)	65% of total permit fee (including construction permit fee, subcontractor fees, and structural fire sprinkler fee)
Existing commercial and multi-family plan review fees (non-one and two family)	25% of total permit fee (including construction permit fee, subcontractor fees, and structural fire sprinkler fee)
New one and two family plan review fees	10% of construction permit fee

2001 FEE SCHEDULE

CITY OF
LEAWOOD

LAND DISTURBANCE PERMIT FEES

Land disturbance permits required pursuant to Chapter 31 of the Code of the City of Leawood shall be figured in accordance with the Land Disturbance Permit Fee Table.

TYPE OF LAND DISTURBANCE PERMIT FEE	FEE
<i>One and two family projects</i>	<i>\$50.00 per lot</i>
<i>Commercial and multi-family projects</i>	<i>\$300.00 per disturbed acre (\$300.00 minimum)</i>
<i>Grading, filling and excavation projects</i>	<i>\$200.00 per distributed acre (\$200.00 minimum)</i>

MISCELLANEOUS CONSTRUCTION, FLOODPLAIN, AND ADMINISTRATIVE FEES

Miscellaneous construction and administrative fees shall be figured in accordance with the Miscellaneous Construction and Administrative Fees Table.

TYPE OF FEE	FEE
<i>Demolition of commercial and multi-family (non-one and two family) structure fee</i>	<i>\$200.00 per structure</i>
<i>Demolition of one and two family structure fee</i>	<i>\$100.00 per structure</i>
<i>Moving of structure fee</i>	<i>\$500.00 per structure</i>
<i>Commercial and multi-family (non-one and two family) elevator permit</i>	<i>\$300.00 per each piece of elevator equipment</i>
<i>One and two family elevator permit</i>	<i>\$100.00 per each piece of elevator equipment</i>
<i>Elevator equipment annual operating certificate</i>	<i>\$100.00 per each piece of elevator equipment</i>
<i>Board of Zoning Appeals Application</i>	<i>\$150.00 per application</i>
<i>Building and Fire Code Board of Appeals applications for commercial and multi-family (non-one and two family) projects</i>	<i>\$150.00 per application</i>
<i>Building and Fire Code Board of Appeals applications for one and two family projects</i>	<i>\$75.00 per application</i>
<i>Code Modification Request applications for commercial and multi-family (non-one and two family) projects</i>	<i>\$150.00 per application</i>
<i>Code Modification Request applications for one and two family projects</i>	<i>\$75.00 per application</i>
<i>Re-inspection fee for commercial and multi-family (non-one and two family) projects</i>	<i>\$60.00 per inspection</i>
<i>Re-inspection fee for one and two family projects</i>	<i>\$30.00 per inspection</i>
<i>Temporary Certificate of Occupancy for commercial and multi-family (non-one and two family) projects</i>	<i>\$100.00 after first Temporary Certificate of Occupancy</i>
<i>Temporary Certificate of Occupancy for one and two family projects</i>	<i>\$50.00 after first Temporary Certificate of Occupancy</i>
<i>Special inspection after normal business hours</i>	<i>\$50.00 per hour (\$100.00 minimum)</i>
<i>Working without a required construction permit</i>	<i>25% of construction permit fee (\$50.00 minimum)</i>
<i>Re-instatement of expired permit</i>	<i>50% of original permit fee</i>
<i>Floodplain Certificate for commercial and multi-family (non-one and two family) projects</i>	<i>\$250.00 per certificate</i>
<i>Floodplain Certificate for one and two family projects</i>	<i>\$100.00 per certificate</i>
<i>Annual single family dwelling rental license</i>	<i>\$75.00 per dwelling</i>
<i>Annual apartment rental license</i>	<i>\$20.00 per unit</i>
<i>Rental inspection fee</i>	<i>\$10.00 per inspection</i>
<i>Code enforcement initiated mowing fee</i>	<i>\$200.00 per hour (\$200.00 minimum)</i>
<i>Special Use Permit for oil and gas drilling and production</i>	<i>\$800.00 each</i>
<i>Building permit for one oil and gas drilling and production well</i>	<i>\$500.00 each</i>
<i>Building permit for multi oil and gas drilling and production well</i>	<i>\$1,000.00 each</i>
<i>Estate sale permit</i>	<i>\$25.00 each</i>

2001 FEE SCHEDULE

**CITY OF
LEAWOOD**

FEEES FOR ZONING PROCEDURES

Applicant is responsible for the cost of publishing rezoning, preliminary plat or special use permit Notice of Hearing.

Applicant is responsible for the cost of publishing rezoning, special use permit, or vacation ordinance following City Council approval, and for the cost of recording plats.

Applicant shall be responsible for paying a late fee in the amount of \$500.00 if an application for action by the Plan Commission is submitted to the City after the deadline for submissions has expired.

Residential (RP-A to RP-4)

Tract size 0 - 5 acres
Tract size 5+ acres

Rezoning Fee	Prelim. Plan	Final Plan
\$400.00	\$400.00	\$400.00
\$500.00	\$400.00	\$400.00

Office (CP-0)

Tract size 0 - 5 acres
Tract size 5+ acres

Rezoning Fee	Prelim. Plan	Final Plan
\$600.00	\$600.00	\$400.00
\$800.00	\$600.00	\$400.00

Commercial (CP-1 to CP-2)

Tract size 0 - 5 acres
Tract size 5+ acres

Rezoning Fee	Prelim. Plan	Final Plan
\$600.00	\$600.00	\$400.00
\$800.00	\$600.00	\$400.00

Recreation

Any tract size

Rezoning Fee	Prelim. Plan	Final Plan
\$600.00	\$600.00	\$400.00

Industrial (PI)

Tract size 0 - 5 acres
Tract size 5+ acres

Rezoning Fee	Prelim. Plan	Final Plan
\$800.00	\$600.00	\$400.00
\$1,000.00	\$600.00	\$400.00

Business Park (BP)

Tract size 0 - 5 acres
Tract size 5+ acres

Rezoning Fee	Prelim. Plan	Final Plan
\$800.00	\$600.00	\$400.00
\$1,000.00	\$600.00	\$400.00

Special Development (SD)

Tract size 0 - 5 acres
Tract size 5+ acres

Rezoning Fee	Prelim. Plan	Final Plan
\$600.00	\$600.00	\$400.00
\$800.00	\$600.00	\$400.00

Mixed Zoning

Combination of any two or more districts

Tract size 0 - 10 acres
Tract size 10+ acres

Rezoning Fee	Prelim. Plan	Final Plan
\$1,000.00	\$600.00	\$400.00
\$1,200.00	\$600.00	\$400.00

Conditional Use Permits

Conditional Use Permit \$300.00 each

Special Use Permits (Except Gas and Oil Permits)

Tract size 0 - 5 acres \$300.00 each

Tract size 5+ acres \$400.00 each

Temporary short term, not longer than 10 days \$50.00 each

2001 FEE SCHEDULE

**CITY OF
LEAWOOD**

Leawood Development Ordinance

Text amendment.....\$300.00 each

Other Plan Approvals

Landscape plan.....\$200.00 each

Streets, Utility Vacation

Utility vacation.....\$200.00 each

FEES FOR SUBDIVISION REGULATION PROCEDURES

Submission

Preliminary Plat Submission.....\$800.00 minimum plus \$2.00 per lot/tract

Final Plat Submission.....\$400.00 minimum plus \$2.00 per lot/tract

Costs to Develop Arterial and Collector Streets

Fifty percent (50%) of the cost to develop a local or collector street (residential collector) is established at one hundred ten dollars (\$110.00) per foot.

Fifty percent (50%) of the cost to develop a major collector street (primary collector) is established at one hundred thirty dollars (\$200.00) per foot.

Permanent Sign - Wall Sign

FEES FOR SIGN PERMITS

3 Month Permit Temporary Sign

5 square feet to 16 square feet.....\$40.00 each

15 Day Permit Temporary Sign (Banners)

maximum 4 times a year

Small (up to 32 square feet).....\$20.00 each

Large (33 to 50 square feet).....\$50.00 each

Monument Signs/Structures

All sizes.....\$200.00 (additional electrical permit required)

All sizes.....\$4.00 per sq. ft. (minimum of \$25.00) (additional electrical permit required)

FEES FOR PLANNING & DEVELOPMENT PUBLICATIONS

Comprehensive Plan Book.....\$25.00 each

Leawood Development Ordinance.....\$10.00 each

Subdivision Regulations.....\$10.00 each

Zoning Map.....\$1.00 each

Subdivision Map.....\$1.00 each

Comprehensive Plan Map.....\$1.00 each

Leawood Street Plan Map.....\$1.00 each

FEES FOR SIDEWALKS, DRIVE APPROACHES AND STREETS

Sidewalks

Residential Interior Lots Fees (one and two family).....\$70.00 each collected by Codes Administration

Residential Corner Lots Fees (one and two family).....\$100.00 each collected by Codes Administration

Drive Approaches

Residential Fees.....\$70.00 each

2001 FEE SCHEDULE

CITY OF
LEAWOOD

Streets

For any permit issued under the provisions of Article 3 of Chapter 13 (use and excavation of public right-of-way)	\$75.00 each
Maintenance bond	100% of construction cost for 2 years
Open cut in pavement permit	See Appendix 1
Street name signs material and installation	\$110.00 per intersection
All other miscellaneous street signs	100% of material and installation

FEES FOR BACK CHARGE RECOVERY COSTS - MUD ORDINANCE

*This is not a service. Back charge work will be done only with the approval of the Director or the Assistant Director of Public Works.
Costs for workers and/or equipment. There will be a two-hour minimum charge. Transportation to the job site will be charged at the same rate.*

Activities

Worker with hand tool only	\$30.00 per hour
Pick-up truck with driver	\$45.00 per hour
Dump truck with driver	\$65.00 per hour
Sweeper with operator	\$120.00 per hour
Jet rodder with operator	\$120.00 per hour
Back hoe with operator	\$100.00 per hour
Bobcat, pick-up, trailer and hand tools with operator	\$100.00 per hour
Loader with operator	\$100.00 per hour

Additional Labor

Maintenance Worker I (per person)	\$20.00 per hour
Maintenance Worker II (per person)	\$25.00 per hour
Crew Leader (per person)	\$35.00 per hour
Supervisor (per person)	\$45.00 per hour
Construction Inspector (per person)	\$25.00 per hour
Heavy Equipment Operator (per person)	\$30.00 per hour

FEES FOR MISCELLANEOUS PUBLIC WORKS ACTIVITIES

Blasting Application

Blasting Application	\$300.00 each
Re-issuance of Blasting Permit	\$100.00 each

Inspection Fees

Review and inspection of public improvements by private developers	5% of total construction cost for each type of permit issued
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Publications Fees

Construction Standards Book	\$30.00 each
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2001 FEE SCHEDULE

CITY OF
LEAWOOD

POLICE DEPARTMENT

ALARM SYSTEM FEES

System Registration Fees

Alarm System Registration Fee \$16.00 annually/prorated quarterly

Yearly Renewal Fee based on the number of false alarms occurring in the previous year:

No false alarms \$4.00
1 false alarm \$8.00
2 false alarms \$12.00
3 or more false alarms \$16.00

False alarm penalties - Residential and Commercial Systems

0-3 false alarms No charge
4-5 false alarms \$50.00 each
6-7 false alarms \$100.00 each
8-9 false alarms \$150.00 each
10 and each subsequent alarm \$200.00 each

MISCELLANEOUS FEES

Records Copying

Copy fee \$1.50 per page
Arrest Reports \$7.00 each
Offense and Accident Reports as well as other papers between 1 and 10 pages \$5.00 each/\$1.50 per each additional page
Video Tape Copying \$25.00 per tape

Animal Control

Animal Impounds \$7.00 per day

2001 FEE SCHEDULE

**CITY OF
LEAWOOD**

PARKS AND RECREATION DEPARTMENT

FEES FOR LESSONS, LEAGUES AND CLASSES

World Team Tennis	\$30.00*
Road Race (Advanced).....	\$15.00*
Road Race (Late)	\$18.00*
Road Race (Race Day).....	\$20.00
*per participant	

Other classes for adults and children are determined by staff, based on supplies and facility cost.

	Resident Fees	Non-resident Fees
Swim Lessons	\$32.00	\$38.00
Swim Lessons (Private)	\$16.00	\$21.00
Swim Lessons (Semi-private)	\$22.00	\$27.00
Dive Lessons	\$32.00	\$38.00
Water Exercise*/Scuba lessons	\$30.00-\$250.00	\$40.00-\$260.00
Youth Golf Lessons	\$90.00	
Adult Golf Lessons	\$110.00	\$120.00
Competitive swim (USS fee not inc.)	\$80.00	\$100.00
Dive Team	\$130.00	\$145.00
Tennis Lessons (30 minutes)	\$25.00	\$30.00
Tennis Lessons (1 hour)	\$35.00	\$40.00
Soccer**	\$42.00	\$47.00
T-Ball**	\$45.00	\$50.00
Youth Golf League	\$65.00 - \$95.00	\$75.00-\$210.00
Day Camps	\$50.00-\$185.00	\$60.00-\$215.00
Soccer Clinic/Camp	\$70.00-\$125.00	\$70.00-\$125.00

*per event
**late fee of \$5.00

MISCELLANEOUS PARK AND RECREATION FEES

	Resident Fees	Non-resident Fees
Class Cancellation/Transfer Fee	\$5.00	\$5.00

FEES FOR PARK FACILITY RENTAL

	Resident Fees	Non-resident Fees
Baseball Field Rental*	\$5.00	\$10.00
Tennis Court Rental*	\$5.00	\$7.00
Tennis Court Light Use*	\$1.00	\$1.00
Volleyball Court Rental**	\$35.00	\$45.00
Volleyball Court Rental (Tournaments)	\$75.00 per day	\$125.00 per day
Small Shelter Reservations**	\$25.00	\$35.00
Regular Shelter Reservations**	\$35.00	\$45.00
Large Shelter Reservations**	\$45.00	\$55.00
Picnic Table Moving	\$10.00	\$10.00

*per hour
**per 5 hours

FEES FOR POOL

Daily

	Resident Fees	Non-resident Fees
Pool	\$4.00	\$5.00

Pool Membership

	Resident Fees	Non-resident Fees
Family*	\$90.00	\$135.00
Individual	\$50.00	\$80.00
Senior Citizen (60+)	\$30.00	\$45.00
Pool Card	\$5.00 each	\$5.00 each
Replacement Card	\$12.00 each	\$12.00 each
Reactivate Card	\$3.00	\$3.00
5 Visit Ticket	\$18.00	\$23.00

*Family = 2 adults and 4 (2) children/\$5.00 each additional child

2001 FEE SCHEDULE

**CITY OF
LEAWOOD**

FEEES FOR COMMUNITY CENTER RENTAL (\$100.00 REFUNDABLE DEPOSIT REQUIRED ON ALL ROOM RENTALS)

	Resident Fees	Non-resident Fees	Commercial/Business	Leawood Civic
Oak Room rental (I)	\$35.00 per hr	\$45.00 per hr	\$55.00 per hr	\$30.00 per hr
Oak Room rental (II)	\$40.00 per hr	\$50.00 per hr	\$60.00 per hr	\$35.00 per hr
Oak Room rental (I & II)	\$50.00 per hr	\$60.00 per hr	\$70.00 per hr	\$45.00 per hr
Oak Room rental (I&II) plus kitchen	\$60.00 per hr	\$70.00 per hr	\$80.00 per hr	\$55.00 per hr
Kitchen Only	\$30.00 per hr	\$35.00 per hr	\$35.00 per hr	\$25.00 per hr
Kitchen Access Fee	\$30.00 per event	\$30.00 per event	\$30.00 per event	\$30.00 per event
Maple Room rental	\$35.00 per hr	\$40.00 per hr	\$45.00 per hr	\$25.00 per hr
Cedar Room rental	\$20.00 per hr	\$25.00 per hr	\$30.00 per hr	\$15.00 per hr
Elm Room rental	\$20.00 per hr	\$25.00 per hr	\$35.00 per hr	\$15.00 per hr
Walnut Room rental	\$25.00 per hr	\$30.00 per hr	\$40.00 per hr	\$20.00 per hr
Amphitheater	\$35.00 per hr	\$60.00 per hr	\$110.00 per hr	\$45.00 per
Big Screen TV/VCR	\$10.00 per event	\$10.00 per event	\$10.00 per event	\$10.00 per event
Cordless Microphone	\$10.00 per event	\$10.00 per event	\$10.00 per event	\$10.00 per event
Podium	\$15.00 per event	\$15.00 per event	\$15.00 per event	\$15.00 per event
Tables (Rectangular)	\$5.00 per table	\$5.00 per table	\$5.00 per table	\$5.00 per table
Tables (Round)	\$6.00 per table	\$6.00 per table	\$6.00 per table	\$6.00 per table
Pipe and Drape	\$75.00 per event	\$75.00 per event	\$75.00 per event	\$75.00 per event
Portable Bar	\$10.00 per event	\$10.00 per event	\$10.00 per event	\$10.00 per event
Clean up Fees	\$25.00 - \$75.00			

2001 FEE SCHEDULE

CITY OF
LEAWOOD

IRONHORSE GOLF COURSE

GOLF COURSE FEES

Daily Fees

*"Non-Prime Time" includes Monday through Thursday; "Prime Time" includes Friday, Saturday and Sunday.
The Junior/Senior rates apply only during non-prime time.
The Twilight rates begin at 4:00 PM.*

A Tournament Fee includes green fee, golf car and an \$8.00 prize fee.

Non-Prime Time*

18 Hole
Junior/Senior 18 Hole
Twilight Rate

Resident Fees	Non-resident Fees
\$36.00	\$43.00
\$26.00	\$30.00
\$25.00	\$30.00

Prime Time*

18 Hole
Twilight Rate

Resident Fees	Non-resident Fees
\$44.00	\$51.00
\$29.00	\$33.00

Golf Car

18 Hole Golf Car \$15.00
Twilight Golf Car \$10.00
Senior Golf Car \$13.00

LEARNING CENTER FEES

Practice tee

Regular Size Bag \$4.50
Large Size Bag \$7.00

Practice Holes

3 Hole Round \$3.00
Practice Tee Card (30 large bags; 10 rounds on practice course) \$180.00

Lessons

Private Lessons \$45.00-\$60.00 per 45 minutes

IRONHORSE GOLF ASSOCIATION

The IRONHORSE Golf Association signs the player up on the GHIN handicap system. The player will also receive a reduced entry fee to all IRONHORSE sponsored events.

2001 Membership \$25.00

IRONHORSE CONDUCTORS CLUB*

The IRONHORSE Conductors Club is limited to 125 members. The fee is due at the beginning of the year; benefits end November 30.

The members will receive 1) Seven (7) day advance privileges for starting time reservations; 2) handicap service; 3) 25% discount on Clubhouse rentals; 4) IRONHORSE windshirt; 5) reduced fees to all IRONHORSE sponsored events; and 6) Conductor's Club sale.

Non-residents may only sign up if the 125 memberships are not filled by residents.

2001 Current Member \$600.00
2001 New Member \$700.00

*Conductors Club subject to change

2001 FEE SCHEDULE

CITY OF
LEAWOOD

SPECIAL EVENTS

Starting Time Tournaments - 4 to 20 Players

Monday - Thursday.....	\$68.00
Friday - Sunday.....	\$76.00

Starting Time Tournaments - 20 or more Players

Includes 18 hole fee, golf car and professional services. A merchandise allowance of \$10.00 per player will be returned to each group for use in the Golf Shop.

Monday - Thursday.....	\$82.00
Friday - Sunday.....	\$92.00

Shotgun Start Tournaments

Includes 18 hole fee, golf car and professional services. A merchandise allowance of \$1,000.00 will be returned to the group for use in the Golf Shop.

Monday - Thursday.....	\$82.00 per player*
Friday - Sunday.....	\$92.00 per player *

*Guaranteed minimum of 120 players

Memo

To: Department Heads, Deb Harper, Martha Heizer and Jeff Cantrell

From: Sarah Hilton

Date: 2/21/2001

Re: Addition to City Code Book

Attached please find the Right of Way Degradation Costs Appendix that was inadvertently left off of the 2001 Fee Schedule. Please insert the attachment into your Code Book for future reference. Also, please supply those individuals within your department who also maintain copies of the Code Book with a copy for their reference.

I apologize for the omission. Should you have any questions, please do not hesitate to contact me.

*Appendix
Degradation Costs*

*Cost per Square Yard for Streets, Overlays and Sealcoats
X Depreciation Rate X Area of Influence (1)*

Depreciation Rates

Street (2)			
Age	Rate	Age	Rate
0	100%	21	58%
1	99%	22	56%
2	98%	23	54%
3	97%	24	52%
4	96%	25	49%
5	95%	26	47%
6	93%	27	45%
7	90%	28	42%
8	88%	29	40%
9	86%	30	39%
10	84%	31	36%
11	81%	32	33%
12	79%	33	31%
13	77%	34	29%
14	74%	35	26%
15	72%	36	24%
16	70%	37	22%
17	68%	38	20%
18	65%	39	17%
19	63%	40	15%
20	61%		

Overlays	
Age	Rate
1	90%
2	80%
3	70%
4	60%
5	50%
6	40%
7	30%
8	20%
9	10%
10	0%

Sealcoats	
Age	Rate
1	80%
2	60%
3	40%
4	20%
5	0%

Cost Per Square Yard (3)	
Type	Cost
Asphalt Street Reconstruction	\$20.50
Overlays	\$6.20
Sealcoats	\$1.10

1. Area of influence is equal to area of the cut plus 2.5 feet on each side (expressed in square yds).
2. Depreciation rates are based on a 40-year design standard. Depreciation for the first 5-years is 1% per year, followed by a straight line depreciation less 15% for the remaining street design standard (35 years). Depreciation can occur at 1% per year after this time for up to 15 years or street reconstruction, whichever comes first. This reflects the consensus of the Committee that streets retain some value beyond their design standards or expected street life.
3. Cost estimates are based on historical data maintained by Leawood's Department of Public Works.

Example

Using a 40-Year Street Design Standard

Roe - College to Town Center Drive

Assumptions: Street is 13 years old.

Overlay is 1 year old.

Area of cut = 4 feet x 5 feet

Area of influence = 9 feet x 10 feet = 90 square feet

= 10 square yards

	<u>Cost per Square Yard</u>	<u>Depreciation Rate</u>	<u>Area of Influence</u>	<u>Degradation Cost</u>
Street	\$20.50	77.00%	10	\$157.85
Overlay	\$ 6.20	90.00%	10	<u>\$ 55.80</u>
			Total Cost:	\$213.65

2001 FEE SCHEDULE

CITY OF
LEAWOOD

Section Two:

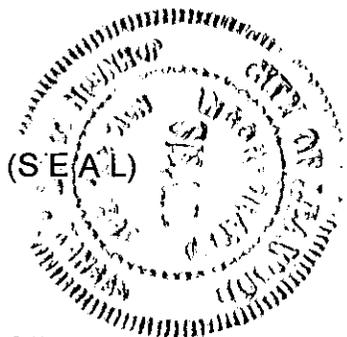
The City Clerk is hereby directed to publish the Resolution once in the official city newspaper.

Section Three:

This Resolution shall become effective January 1, 2001.

Passed by the Governing Body this 4th day of December, 2000.

Approved by the Mayor this 4th day of December, 2000.



Peggy Dunn
Peggy Dunn Mayor

Attest:

Martha Heizer
Martha Heizer City Clerk


The Legal Record

213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

RES1583

Publication Fees: \$258.70

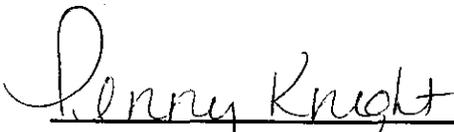
CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than one year prior to the first publication of the notice attached, and has been entered at the post office as Periodicals Class mail matter. That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by the following case number, if any)

for 1 consecutive week(s), as follows:

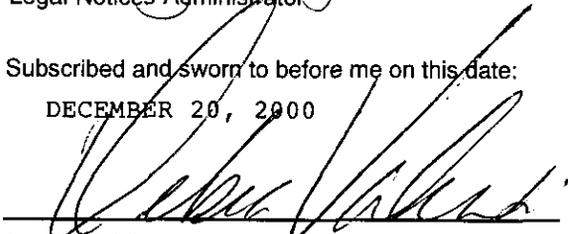
2001 FEE SCHEDULE--12/26/00
19



Legal Notices Administrator

Subscribed and sworn to before me on this date:

DECEMBER 20, 2000



Notary Public

Appt. Expires 8/21/03

DEBRA VALENTI
Notary Public - State of Kansas

\$258.70

RESOLUTION NO. 1583

First published in The Legal Record, Tuesday, December 19, 2000.

2001 FEE SCHEDULE



City of Leawood, Kansas
4800 Town Center Drive
Leawood, Kansas 66211

Resolution No. 1583

A RESOLUTION ESTABLISHING THE 2001 FEE SCHEDULE FOR FEES NOT SPECIFICALLY PROVIDED FOR IN THE CODE OF THE CITY OF LEAWOOD, 2000, AND RESCINDING RESOLUTION NO. 1495.

WHEREAS, the Code of the City of Leawood, 2000, omits certain fee schedules for reasons of economy and expediency; and

WHEREAS, the City Administrator is, by Section 1-701 of the Code of the City of Leawood, 2000, authorized to make fee adjustments as necessary from time to time, and annually report to the Council amounts at which such fees are established;

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

Section One:

That the following fee schedule for 2001 is hereby amended to read as follows:

CITY-WIDE	4	Leawood Development Ordinance.....	8
Miscellaneous City-wide Fees.....	4	Other Plan Approvals.....	8
Department Publications/Report Fees.....	4	Streets, Utility Vacation.....	8
Open Records Act Fees.....	4	Fees for Subdivision Regulation Procedures	8
FINANCE DEPARTMENT	4	Submission.....	8
Licensing of Dogs and Cats.....	4	Costs to Develop Arterial and Collector Streets.....	8
Penalties.....	4	Fees for Sign Permits	8
Finance Charges.....	4	3 Month Permit Temporary Sign.....	8
Worthless Check Fees.....	4	15 Day Permit Temporary Sign (Banners).....	8
FIRE DEPARTMENT	4	Monument Signs/Structures.....	8
Fees for Permits.....	4	Permanent Sign - Wall Sign.....	8
PLANNING AND DEVELOPMENT & PUBLIC WORKS DEPARTMENT	5	Fees For Planning & Development Publications	8
Fees for Construction, Alterations and Remodeling.....	5	Fees for Sidewalks, Drive Approaches and Streets	8
Subcontractor Fees.....	5	Sidewalks.....	8
Structural Fire Sprinkler Permit Fee.....	5	Drive Approaches.....	8
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Land Disturbance Permit Fees.....	6	Fees for Back Charge Recovery Costs - Mud Ordinance	9
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CITY-WIDE

MISCELLANEOUS CITY-WIDE FEES

Department Publications/Report Fees

Publications/reports (Other than those specifically mentioned herein) individually determined based on printing costs

Open Records Act Fees

Record search/record inspection	\$15.00-\$25.00 per hour per employee engaged in record search (minimum of \$15.00)
Police Department /Fire Department copy fee	\$1.50 per page
All other departments copy fee	\$0.50 per page
Copy Fee for 24" x 36"	\$2.50
Video Tape Copying	\$25.00
City of Leawood Code Book	\$30.00

FINANCE DEPARTMENT

LICENSING OF DOGS AND CATS

Sexually altered dog/cat	\$5.00 each
Unaltered dog/cat	\$15.00 each
Lost tag replacement	\$2.00 each

Penalties

License renewal fees are due January 1 and payable without penalty before March 1. A \$5.00 penalty will be assessed on March 1 and the 1st of each delinquent month thereafter. The owner of any dog or cat reaching six months of age on or after March 1 shall have ten days from the day the animal becomes six months old to license the animal. If the animal is not licensed within the time required, a penalty of \$5.00 for every thirty days delinquent will be assessed in addition to the normal license fee. Any person bringing a dog or cat over six months old into the City on or after March 1 shall have thirty days from the day the animal is brought into the City to license the animal. If the animal is not licensed within the time required, a penalty of \$5.00 for every thirty days delinquent will be assessed in addition to the normal license fee.

FINANCE CHARGES

Worthless Check Fees

Fee for worthless check	\$30.00
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FIRE DEPARTMENT

FEES FOR PERMITS

Open Burning Permit	\$100.00
Reissuance of Blasting Permit	\$100.00
All other permits as listed in the Uniform Fire Code	\$50.00

PLANNING AND DEVELOPMENT & PUBLIC WORKS DEPARTMENT

FEES FOR CONSTRUCTION, ALTERATIONS AND REMODELING

Construction Permit Fees

All construction permit fees shall be based upon the valuation of work to be permitted and figured in accordance with the Construction Permit Fee Table. Total valuation of work shall be established in conformance with Chapter 4 of the Code of the City of Leawood.

TOTAL VALUATION	FEE
\$0.00 to \$500.00	\$23.50
\$501.00 to \$2,000.00	\$23.50 for the first \$500.00 plus \$3.05 for each additional \$100.00, or fraction thereof, to and including \$2,000.00
\$2,001.00 to \$25,000.00	\$69.25 for the first \$2,000.00 plus \$14.00 for each additional \$1,000.00, or fraction thereof, to and including \$25,000.00
\$25,001.00 to \$50,000.00	\$391.75 for the first \$25,000.00 plus \$10.10 for each additional \$1,000.00, or fraction thereof, to and including \$50,000.00
\$50,001.00 to \$100,000.00	\$643.75 for the first \$50,000.00 plus \$7.00 for each additional \$1,000.00, or fraction thereof, to and including \$100,000.00
\$100,001.00 to \$500,000.00	\$993.75 for the first \$100,000.00 plus \$5.60 for each additional \$1,000.00, or fraction thereof, to and including \$500,000.00
\$500,001.00 to \$1,000,000.00	\$3,233.75 for the first \$500,000.00 plus \$4.75 for each additional \$1,000.00, or fraction thereof, to and including \$1,000,000.00
\$1,000,001.00 and up	\$5,608.75 for the first \$1,000,000.00 plus \$3.65 for each additional \$1,000.00, or fraction thereof

Subcontractor Fees

All mechanical, electrical, and plumbing subcontractor fees shall be figured in accordance with the Subcontractor Permit Fee Table.

TYPE OF SUBCONTRACTOR FEE	FEE
New commercial and multi-family subcontractor fees (non-one and two family)	4% of construction permit fee (\$200.00 minimum) per subcontractor
Existing commercial and multi-family subcontractor fees (non-one and two family)	3% of construction permit fee (\$150.00 minimum) per subcontractor
New one and two family subcontractor fees	\$100.00 per subcontractor
Existing one and two family subcontractor fees	\$40.00 per subcontractor

Structural Fire Sprinkler Permit Fee

All structural fire sprinkler permit fees shall be figured in accordance with the Structural Fire Sprinkler Permit Fee Table.

TYPE OF STRUCTURAL FIRE SPRINKLER FEE	FEE
Commercial and multi-family fire sprinkler permit fee (non-one and two family)	\$0.04 per square foot (\$200.00 minimum)
One and two family fire sprinkler permit fee	\$0.02 per square foot (\$50.00 minimum)

Plan Review Fees

All plan review fees shall be figured in accordance with the Plan Review Fee Table.

TYPE OF PLAN REVIEW FEE	FEE
New commercial and multi-family plan review fees (non-one and two family)	65% of total permit fee (including construction permit fee, subcontractor fees, and structural fire sprinkler fee)
Existing commercial and multi-family plan review fees (non-one and two family)	25% of total permit fee (including construction permit fee, subcontractor fees, and structural fire sprinkler fee)
New one and two family plan review fees	10% of construction permit fee

LAND DISTURBANCE PERMIT FEES

Land disturbance permits required pursuant to Chapter 31 of the Code of the City of Leawood shall be figured in accordance with the Land Disturbance Permit Fee Table.

TYPE OF LAND DISTURBANCE PERMIT FEE	FEE
One and two family projects	\$50.00 per lot
Commercial and multi-family projects	\$300.00 per disturbed acre (\$300.00 minimum)
Grading, filling and excavation projects	\$200.00 per distributed acre (\$200.00 minimum)

MISCELLANEOUS CONSTRUCTION, FLOODPLAIN, AND ADMINISTRATIVE FEES

Miscellaneous construction and administrative fees shall be figured in accordance with the Miscellaneous Construction and Administrative Fees Table.

TYPE OF FEE	FEE
Demolition of commercial and multi-family (non-one and two family) structure fee	\$200.00 per structure
Demolition of one and two family structure fee	\$100.00 per structure
Moving of structure fee	\$500.00 per structure
Commercial and multi-family (non-one and two family) elevator permit	\$300.00 per each piece of elevator equipment
One and two family elevator permit	\$100.00 per each piece of elevator equipment
Elevator equipment annual operating certificate	\$100.00 per each piece of elevator equipment
Board of Zoning Appeals Application	\$150.00 per application
Building and Fire Code Board of Appeals applications for commercial and multi-family (non-one and two family) projects	\$150.00 per application
Building and Fire Code Board of Appeals applications for one and two family projects	\$75.00 per application
Code Modification Request applications for commercial and multi-family (non-one and two family) projects	\$150.00 per application
Code Modification Request applications for one and two family projects	\$75.00 per application
Re-inspection fee for commercial and multi-family (non-one and two family) projects	\$60.00 per inspection
Re-inspection fee for one and two family projects	\$30.00 per inspection
Temporary Certificate of Occupancy for commercial and multi-family (non-one and two family) projects	\$100.00 after first Temporary Certificate of Occupancy
Temporary Certificate of Occupancy for one and two family projects	\$50.00 after first Temporary Certificate of Occupancy
Special inspection after normal business hours	\$50.00 per hour (\$100.00 minimum)
Working without a required construction permit	25% of construction permit fee (\$50.00 minimum)
Re-instatement of expired permit	50% of original permit fee
Floodplain Certificate for commercial and multi-family (non-one and two family) projects	\$250.00 per certificate
Floodplain Certificate for one and two family projects	\$100.00 per certificate
Annual single family dwelling rental license	\$75.00 per dwelling
Annual apartment rental license	\$20.00 per unit
Rental inspection fee	\$10.00 per inspection
Code enforcement initiated mowing fee	\$200.00 per hour (\$200.00 minimum)
Special Use Permit for oil and gas drilling and production	\$800.00 each
Building permit for one oil and gas drilling and production well	\$500.00 each
Building permit for multi oil and gas drilling and production well	\$1,000.00 each
Estate sale permit	\$25.00 each

FEES FOR ZONING PROCEDURES

Applicant is responsible for the cost of publishing rezoning, preliminary plat or special use permit Notice of Hearing.

Applicant is responsible for the cost of publishing rezoning, special use permit, or vacation ordinance following City Council approval, and for the cost of recording plats.

Applicant shall be responsible for paying a late fee in the amount of \$500.00 if an application for action by the Plan Commission is submitted to the City after the deadline for submissions has expired.

Residential (RP-A to RP-4)

	Rezoning Fee	Prelim. Plan	Final Plan
Tract size 0 - 5 acres	\$400.00	\$400.00	\$400.00
Tract size 5+ acres	\$500.00	\$400.00	\$400.00

Office (CP-0)

	Rezoning Fee	Prelim. Plan	Final Plan
Tract size 0 - 5 acres	\$600.00	\$600.00	\$400.00
Tract size 5+ acres	\$800.00	\$600.00	\$400.00

Commercial (CP-1 to CP-2)

	Rezoning Fee	Prelim. Plan	Final Plan
Tract size 0 - 5 acres	\$600.00	\$600.00	\$400.00
Tract size 5+ acres	\$800.00	\$600.00	\$400.00

Recreation

	Rezoning Fee	Prelim. Plan	Final Plan
Any tract size	\$600.00	\$600.00	\$400.00

Industrial (PI)

	Rezoning Fee	Prelim. Plan	Final Plan
Tract size 0 - 5 acres	\$800.00	\$600.00	\$400.00
Tract size 5+ acres	\$1,000.00	\$600.00	\$400.00

Business Park (BP)

	Rezoning Fee	Prelim. Plan	Final Plan
Tract size 0 - 5 acres	\$800.00	\$600.00	\$400.00
Tract size 5+ acres	\$1,000.00	\$600.00	\$400.00

Special Development (SD)

	Rezoning Fee	Prelim. Plan	Final Plan
Tract size 0 - 5 acres	\$600.00	\$600.00	\$400.00
Tract size 5+ acres	\$800.00	\$600.00	\$400.00

Mixed Zoning

Combination of any two or more districts

	Rezoning Fee	Prelim. Plan	Final Plan
Tract size 0 - 10 acres	\$1,000.00	\$600.00	\$400.00
Tract size 10+ acres	\$1,200.00	\$600.00	\$400.00

Conditional Use Permits

Conditional Use Permit \$300.00 each

Special Use Permits (Except Gas and Oil Permits)

Tract size 0 - 5 acres \$300.00 each

Tract size 5+ acres \$400.00 each

Temporary short term, not longer than 10 days \$50.00 each

Leawood Development Ordinance	
Text amendment	\$300.00 each
Other Plan Approvals	
Landscape plan	\$200.00 each
Streets, Utility Vacation	
Utility vacation	\$200.00 each

FEEES FOR SUBDIVISION REGULATION PROCEDURES

Submission	
Preliminary Plat Submission	\$800.00 minimum plus \$2.00 per lot/tract
Final Plat Submission	\$400.00 minimum plus \$2.00 per lot/tract

Costs to Develop Arterial and Collector Streets

Fifty percent (50%) of the cost to develop a local or collector street (residential collector) is established at one hundred ten dollars (\$110.00) per foot.
 Fifty percent (50%) of the cost to develop a major collector street (primary collector) is established at one hundred thirty dollars (\$200.00) per foot.

Permanent Sign - Wall Sign

FEEES FOR SIGN PERMITS

3 Month Permit Temporary Sign	
5 square feet to 16 square feet	\$40.00 each
15 Day Permit Temporary Sign (Banners)	
Small (up to 32 square feet)	\$20.00 each
Large (33 to 50 square feet)	\$50.00 each

maximum 4 times a year

Monument Signs/Structures

All sizes	\$200.00 (additional electrical permit required)
All sizes	\$4.00 per sq. ft. (minimum of \$25.00) (additional electrical permit required)

FEEES FOR PLANNING & DEVELOPMENT PUBLICATIONS

Comprehensive Plan Book	\$25.00 each
Leawood Development Ordinance	\$10.00 each
Subdivision Regulations	\$10.00 each
Zoning Map	\$1.00 each
Subdivision Map	\$1.00 each
Comprehensive Plan Map	\$1.00 each
Leawood Street Plan Map	\$1.00 each

FEEES FOR SIDEWALKS, DRIVE APPROACHES AND STREETS

Sidewalks	
Residential Interior Lots Fees (one and two family)	\$70.00 each collected by Codes Administration
Residential Corner Lots Fees (one and two family)	\$100.00 each collected by Codes Administration
Drive Approaches	
Residential Fees	\$70.00 each

Streets

For any permit issued under the provisions of Article 3 of Chapter 13 (use and excavation of public right-of-way)	\$75.00 each
Maintenance bond	100% of construction cost for 2 years
Open cut in pavement permit	See Appendix 1
Street name signs material and installation	\$110.00 per intersection
All other miscellaneous street signs	100% of material and installation

FEEES FOR BACK CHARGE RECOVERY COSTS - MUD ORDINANCE

This is not a service. Back charge work will be done only with the approval of the Director or the Assistant Director of Public Works. Costs for workers and/or equipment. There will be a two-hour minimum charge. Transportation to the job site will be charged at the same rate.

Activities	
Worker with hand tool only	\$30.00 per hour
Pick-up truck with driver	\$45.00 per hour
Dump truck with driver	\$65.00 per hour
Sweeper with operator	\$120.00 per hour
Jet rodder with operator	\$120.00 per hour
Back hoe with operator	\$100.00 per hour
Bobcat, pick-up, trailer and hand tools with operator	\$100.00 per hour
Loader with operator	\$100.00 per hour

Additional Labor

Maintenance Worker I (per person)	\$20.00 per hour
Maintenance Worker II (per person)	\$25.00 per hour
Crew Leader (per person)	\$35.00 per hour
Supervisor (per person)	\$45.00 per hour
Construction Inspector (per person)	\$25.00 per hour
Heavy Equipment Operator (per person)	\$30.00 per hour

FEEES FOR MISCELLANEOUS PUBLIC WORKS ACTIVITIES

Blasting Application	
Blasting Application	\$300.00 each
Re-issuance of Blasting Permit	\$100.00 each
Inspection Fees	

Review and inspection of public improvements by private developers 5% of total construction cost for each type of permit issued

Publications Fees

Construction Standards Book	\$30.00 each
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POLICE DEPARTMENT

ALARM SYSTEM FEES

System Registration Fees

Alarm System Registration Fee \$16.00 annually/prorated quarterly

Yearly Renewal Fee based on the number of false alarms occurring in the previous year:

No false alarms.....	\$4.00
1 false alarm.....	\$8.00
2 false alarms.....	\$12.00
3 or more false alarms.....	\$16.00

False alarm penalties - Residential and Commercial Systems

0-3 false alarms.....	No charge
4-5 false alarms.....	\$50.00 each
6-7 false alarms.....	\$100.00 each
8-9 false alarms.....	\$150.00 each
10 and each subsequent alarm.....	\$200.00 each

MISCELLANEOUS FEES

Records Copying

Copy fee.....	\$1.50 per page
Arrest Reports.....	\$7.00 each
Offense and Accident Reports as well as other papers between 1 and 10 pages.....	\$5.00 each/\$1.50 per each additional page
Video Tape Copying.....	\$25.00 per tape

Animal Control

Animal Impounds..... \$7.00 per day

PARKS AND RECREATION DEPARTMENT

FEES FOR LESSONS, LEAGUES AND CLASSES

World Team Tennis.....	\$30.00*
Road Race (Advanced).....	\$15.00*
Road Race (Late).....	\$18.00*
Road Race (Race Day).....	\$20.00

*per participant

Other classes for adults and children are determined by staff, based on supplies and facility cost.

Swim Lessons	\$32.00	\$38.00
Swim Lessons (Private)	\$16.00	\$21.00
Swim Lessons (Semi-private)	\$22.00	\$27.00
Dive Lessons	\$32.00	\$38.00
Water Exercise*/Scuba lessons	\$30.00-\$250.00	\$40.00-\$260.00
Youth Golf Lessons	\$90.00	
Adult Golf Lessons	\$110.00	\$120.00
Competitive swim (USS fee not inc.)	\$80.00	\$100.00
Dive Team	\$130.00	\$145.00
Tennis Lessons (30 minutes)	\$25.00	\$30.00
Tennis Lessons (1 hour)	\$35.00	\$40.00
Soccer**	\$42.00	\$47.00
T-Ball**	\$45.00	\$50.00
Youth Golf League	\$65.00 - \$95.00	\$75.00-\$210.00
Day Camps	\$50.00-\$185.00	\$60.00-\$215.00
Soccer Clinic/Camp	\$70.00-\$125.00	\$70.00-\$125.00

	Resident Fees	Non-resident Fees
Swim Lessons	\$32.00	\$38.00
Swim Lessons (Private)	\$16.00	\$21.00
Swim Lessons (Semi-private)	\$22.00	\$27.00
Dive Lessons	\$32.00	\$38.00
Water Exercise*/Scuba lessons	\$30.00-\$250.00	\$40.00-\$260.00
Youth Golf Lessons	\$90.00	
Adult Golf Lessons	\$110.00	\$120.00
Competitive swim (USS fee not inc.)	\$80.00	\$100.00
Dive Team	\$130.00	\$145.00
Tennis Lessons (30 minutes)	\$25.00	\$30.00
Tennis Lessons (1 hour)	\$35.00	\$40.00
Soccer**	\$42.00	\$47.00
T-Ball**	\$45.00	\$50.00
Youth Golf League	\$65.00 - \$95.00	\$75.00-\$210.00
Day Camps	\$50.00-\$185.00	\$60.00-\$215.00
Soccer Clinic/Camp	\$70.00-\$125.00	\$70.00-\$125.00

**late fee of \$5.00

MISCELLANEOUS PARK AND RECREATION FEES

	Resident Fees	Non-resident Fees
Class Cancellation/Transfer Fee	\$5.00	\$5.00

FEES FOR PARK FACILITY RENTAL

	Resident Fees	Non-resident Fees
Baseball Field Rental*	\$5.00	\$10.00
Tennis Court Rental*	\$5.00	\$7.00
Tennis Court Light Use*	\$1.00	\$1.00
Volleyball Court Rental**	\$35.00	\$45.00
Volleyball Court Rental (Tournaments)	\$75.00 per day	\$125.00 per day
Small Shelter Reservations**	\$25.00	\$35.00
Regular Shelter Reservations**	\$35.00	\$45.00
Large Shelter Reservations**	\$45.00	\$55.00
Picnic Table Moving	\$10.00	\$10.00

*per hour
**per 5 hours

FEES FOR POOL

	Resident Fees	Non-resident Fees
Daily	\$4.00	\$5.00

Pool Membership

	Resident Fees	Non-resident Fees
Family*	\$90.00	\$135.00
Individual	\$50.00	\$80.00
Senior Citizen (60+)	\$30.00	\$45.00
Pool Card	\$5.00 each	\$5.00 each
Replacement Card	\$12.00 each	\$12.00 each
Reactivate Card	\$3.00	\$3.00
5 Visit Ticket	\$18.00	\$23.00

*Family = 2 adults and 4 (2) children/\$5.00 each additional child

FEES FOR COMMUNITY CENTER RENTAL (\$100.00 REFUNDABLE DEPOSIT REQUIRED ON ALL ROOM RENTALS)

	Resident Fees	Non-resident Fees	Commercial/Business	Leawood Civic
Oak Room rental (I)	\$35.00 per hr	\$45.00 per hr	\$55.00 per hr	\$30.00 per hr
Oak Room rental (II)	\$40.00 per hr	\$50.00 per hr	\$60.00 per hr	\$35.00 per hr
Oak Room rental (I & II)	\$50.00 per hr	\$60.00 per hr	\$70.00 per hr	\$45.00 per hr
Oak Room rental (I&II) plus kitchen	\$60.00 per hr	\$70.00 per hr	\$80.00 per hr	\$55.00 per hr
Kitchen Only	\$30.00 per hr	\$35.00 per hr	\$35.00 per hr	\$25.00 per hr
Kitchen Access Fee	\$30.00 per event	\$30.00 per event	\$30.00 per event	\$30.00 per event
Maple Room rental	\$35.00 per hr	\$40.00 per hr	\$45.00 per hr	\$25.00 per hr
Cedar Room rental	\$20.00 per hr	\$25.00 per hr	\$30.00 per hr	\$15.00 per hr
Elm Room rental	\$20.00 per hr	\$25.00 per hr	\$35.00 per hr	\$15.00 per hr
Walnut Room rental	\$25.00 per hr	\$30.00 per hr	\$40.00 per hr	\$20.00 per hr
Amphitheater	\$35.00 per hr	\$60.00 per hr	\$110.00 per hr	\$45.00 per
Big Screen TV/VCR	\$10.00 per event	\$10.00 per event	\$10.00 per event	\$10.00 per event
Cordless Microphone	\$10.00 per event	\$10.00 per event	\$10.00 per event	\$10.00 per event
Podium	\$15.00 per event	\$15.00 per event	\$15.00 per event	\$15.00 per event
Tables (Rectangular)	\$5.00 per table	\$5.00 per table	\$5.00 per table	\$5.00 per table
Tables (Round)	\$8.00 per table	\$6.00 per table	\$6.00 per table	\$6.00 per table
Pipe and Drape	\$75.00 per event	\$75.00 per event	\$75.00 per event	\$75.00 per event
Portable Bar	\$10.00 per event	\$10.00 per event	\$10.00 per event	\$10.00 per event
Clean up Fees.....	\$25.00 - \$75.00			

Leawood Development Ordinance	
Text amendment	\$300.00 each
Other Plan Approvals	
Landscape plan	\$200.00 each
Streets, Utility Vacation	
Utility vacation	\$200.00 each

FEE FOR SUBDIVISION REGULATION PROCEDURES

Submission	
Preliminary Plat Submission	\$800.00 minimum plus \$2.00 per lot/tract
Final Plat Submission	\$400.00 minimum plus \$2.00 per lot/tract

Costs to Develop Arterial and Collector Streets

Fifty percent (50%) of the cost to develop a local or collector street (residential collector) is established at one hundred ten dollars (\$110.00) per foot.
 Fifty percent (50%) of the cost to develop a major collector street (primary collector) is established at one hundred thirty dollars (\$200.00) per foot.

Permanent Sign - Wall Sign

FEE FOR SIGN PERMITS

3 Month Permit Temporary Sign	
5 square feet to 16 square feet	\$40.00 each
15 Day Permit Temporary Sign (Banners)	
Small (up to 32 square feet)	maximum 4 times a year \$20.00 each
Large (33 to 50 square feet)	\$50.00 each

FEE FOR PLANNING & DEVELOPMENT PUBLICATIONS

Comprehensive Plan Book	\$25.00 each
Leawood Development Ordinance	\$10.00 each
Subdivision Regulations	\$10.00 each
Zoning Map	\$1.00 each
Subdivision Map	\$1.00 each
Comprehensive Plan Map	\$1.00 each
Leawood Street Plan Map	\$1.00 each

Monument Signs/Structures

All sizes	\$200.00 (additional electrical permit required)
All sizes	\$4.00 per sq. ft. (minimum of \$25.00) (additional electrical permit required)

FEE FOR SIDEWALKS, DRIVE APPROACHES AND STREETS

Sidewalks	
Residential Interior Lots Fees (one and two family)	\$70.00 each collected by Codes Administration
Residential Corner Lots Fees (one and two family)	\$100.00 each collected by Codes Administration
Drive Approaches	
Residential Fees	\$70.00 each

Streets

For any permit issued under the provisions of Article 3 of Chapter 13 (use and excavation of public right-of-way)	
Maintenance bond	\$75.00 each
Open cut in pavement permit	100% of construction cost for 2 years
Street name signs material and installation	See Appendix 1
All other miscellaneous street signs	\$110.00 per intersection 100% of material and installation

FEE FOR BACK CHARGE RECOVERY COSTS - MUD ORDINANCE

This is not a service. Back charge work will be done only with the approval of the Director or the Assistant Director of Public Works.
 Costs for workers and/or equipment. There will be a two-hour minimum charge. Transportation to the job site will be charged at the same rate.

Activities	
Worker with hand tool only	\$30.00 per hour
Pick-up truck with driver	\$45.00 per hour
Dump truck with driver	\$65.00 per hour
Sweeper with operator	\$120.00 per hour
Jet rodder with operator	\$120.00 per hour
Back hoe with operator	\$120.00 per hour
Bobcat, pick-up, trailer and hand tools with operator	\$100.00 per hour
Loader with operator	\$100.00 per hour
Additional Labor	
Maintenance Worker I (per person)	\$20.00 per hour
Maintenance Worker II (per person)	\$25.00 per hour
Crew Leader (per person)	\$35.00 per hour
Supervisor (per person)	\$45.00 per hour
Construction Inspector (per person)	\$25.00 per hour
Heavy Equipment Operator (per person)	\$30.00 per hour

FEE FOR MISCELLANEOUS PUBLIC WORKS ACTIVITIES

Blasting Application	
Blasting Application	\$300.00 each
Re-issuance of Blasting Permit	\$100.00 each
Inspection Fees	
Review and inspection of public improvements by private developers	5% of total construction cost for each type of permit issued

Publications Fees

Construction Standards Book	\$30.00 each
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IRONHORSE GOLF COURSE

GOLF COURSE FEES

Daily Fees

*"Non-Prime Time" includes Monday through Thursday; "Prime Time" includes Friday, Saturday and Sunday.
The Junior/Senior rates apply only during non-prime time.
The Twilight rates begin at 4:00 PM.*

A Tournament Fee includes green fee, golf car and an \$8.00 prize fee.

Non-Prime Time*

18 Hole
Junior/Senior 18 Hole
Twilight Rate

Resident Fees	Non-resident Fees
\$36.00	\$43.00
\$26.00	\$30.00
\$25.00	\$30.00

Prime Time*

18 Hole
Twilight Rate

Resident Fees	Non-resident Fees
\$44.00	\$51.00
\$29.00	\$33.00

Golf Car

18 Hole Golf Car \$15.00
Twilight Golf Car \$10.00
Senior Golf Car \$13.00

LEARNING CENTER FEES

Practice tee

Regular Size Bag \$4.50
Large Size Bag \$7.00

Practice Holes

3 Hole Round \$3.00
Practice Tee Card (30 large bags; 10 rounds on practice course) \$180.00

Lessons

Private Lessons \$45.00-\$60.00 per 45 minutes

IRONHORSE GOLF ASSOCIATION

The IRONHORSE Golf Association signs the player up on the GHIN handicap system. The player will also receive a reduced entry fee to all IRONHORSE sponsored events.

2001 Membership \$25.00

IRONHORSE CONDUCTORS CLUB*

The IRONHORSE Conductors Club is limited to 125 members. The fee is due at the beginning of the year; benefits end November 30.

The members will receive 1) Seven (7) day advance privileges for starting time reservations; 2) handicap service; 3) 25% discount on Clubhouse rentals; 4) IRONHORSE windshirt; 5) reduced fees to all IRONHORSE sponsored events; and 6) Conductor's Club sale.

Non-residents may only sign up if the 125 memberships are not filled by residents.

2001 Current Member \$500.00
2001 New Member \$700.00

*Conductors Club subject to change

SPECIAL EVENTS

Starting Time Tournaments - 4 to 20 Players

Monday - Thursday \$68.00
Friday - Sunday \$76.00

Starting Time Tournaments - 20 or more Players

Includes 18 hole fee, golf car and professional services. A merchandise allowance of \$10.00 per player will be returned to each group for use in the Golf Shop.

Monday - Thursday \$92.00
Friday - Sunday \$92.00

Shotgun Start Tournaments

Includes 18 hole fee, golf car and professional services. A merchandise allowance of \$1,000.00 will be returned to the group for use in the Golf Shop.

Monday - Thursday \$82.00 per player*
Friday - Sunday \$92.00 per player*

*Guaranteed minimum of 120 players

Section Two:

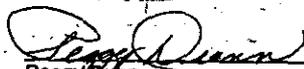
The City Clerk is hereby directed to publish the Resolution once in the official city newspaper.

Section Three:

This Resolution shall become effective January 1, 2001.

Passed by the Governing Body this 4th day of December, 2000.

Approved by the Mayor this 4th day of December, 2000.


Peggy Dunn Mayor

(SEAL)

Attest:


Martha Heizer City Clerk

RESOLUTION NO. 1584

RESOLUTION APPROVING AND AUTHORIZING THE MAYOR TO EXECUTE A COOPERATION AGREEMENT PURSUANT TO THE KANSAS LOCAL RESIDENTIAL HOUSING FINANCE LAW, K.S.A. 12-5219 et seq., BETWEEN THE CITY OF LEAWOOD, KANSAS, ["LEAWOOD"] AND THE COOPERATING JURISDICTION, SEDGWICK COUNTY, KANSAS ["ISSUER"], AUTHORIZING THE ISSUER TO EXERCISE, ON BEHALF OF THE COOPERATING JURISDICTION, THE AUTHORITY AND POWERS CONFERRED BY THE KANSAS LOCAL RESIDENTIAL HOUSING FINANCE LAW IN CONNECTION WITH THE ISSUANCE OF SINGLE FAMILY MORTGAGE REVENUE BONDS.

WHEREAS, the Governing Body of the Issuer, in cooperation with one or more counties and cities of the State of Kansas ["State"] desires to undertake a program to provide decent, safe and sanitary housing for persons of low and moderate income and to issue bonds and other obligations and to provide security therefore, all in accordance with the Kansas Local Residential Housing Finance Law, K.S.A. 12-5219, et seq., [the "Act"]; and

WHEREAS, the Governing Body of the City of Leawood, Kansas [the "Cooperating Jurisdiction"], in cooperation with the Issuer, also desires to undertake a program to provide decent, safe and sanitary housing for persons of low and moderate income, in accordance with the Act; and

WHEREAS, the Act provides that one or more cities and counties may join together and cooperate with one another in the exercise of any powers conferred under the Act, either jointly or otherwise, in accordance with and pursuant to a written agreement between or among such cooperating cities and counties; and

WHEREAS, the Cooperating Jurisdiction has not engaged in any act or executed any power authorized by the Act, or comparable acts or powers authorized or contemplated under the Constitution of the State, the Act or any law of the State, which impair the authority of the Cooperating Jurisdiction to enter into the Cooperation Agreement; and

WHEREAS, the adoption of this Resolution by Leawood authorizing the execution of the Cooperation Agreement and the exercise thereof will not conflict with or constitute on the part of the Cooperating Jurisdiction a breach of or default under the laws of the State, including the Act, or any other agreement, indenture or instrument to which the Cooperating Jurisdiction is a party or by which the Cooperating Jurisdiction is bound.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: The Cooperating Jurisdiction hereby agrees to join and cooperate with the Issuer in implementing and carrying out a residential housing finance plan pursuant to and in accordance with the Act and a Cooperation Agreement between the Cooperating Jurisdiction and the Issuer.

SECTION TWO: The Mayor is hereby authorized to execute the Cooperation Agreement, attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

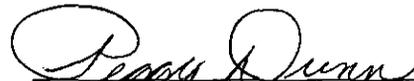
SECTION THREE: The Mayor and the City Clerk are hereby authorized to take such other actions, and execute such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the provisions of this Resolution and to carry out, comply with and perform the duties of the Cooperating Jurisdiction with respect to the Cooperation Agreement, all as necessary to carry out and give effect to the intent of this Resolution.

PASSED by the Governing Body this 18th day of December, 2000.

APPROVED by the Mayor this 18th day of December, 2000.

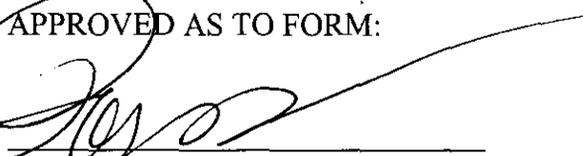


ATTEST:


Peggy Dunn, Mayor


Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

COOPERATION AGREEMENT

THIS AGREEMENT is entered into this 31st day of December, 2000, pursuant to the Kansas Local Residential Housing Finance Law, K.S.A. 12-5219 et seq., between the **City of Leawood, Kansas**, [the "Cooperation Jurisdiction"] and **Sedgwick County, Kansas** [the "Issuer"], authorizing the Issuer to exercise, on behalf of the Cooperating Jurisdiction, the authority and powers conferred by the Kansas Local Residential Housing Finance Law in connection with the Issuance of Single Family Mortgage Revenue Bonds.

WHEREAS, the Governing Body of the Issuer, in cooperation with one or more counties and cities of the State of Kansas ["State"] desires to undertake a program to provide decent, safe and sanitary housing for persons of low and moderate income and to issue bonds and other obligations and to provide security therefore, all in accordance with the Kansas Local Residential Housing Finance Law, K.S.A. 12-5219, et seq., [the "Act"]; and

WHEREAS, the Governing Body of the City of Leawood, Kansas [the "Cooperating Jurisdiction"], in cooperation with the Issuer, also desires to undertake a program to provide decent, safe and sanitary housing for persons of low and moderate income, all in accordance with the Act; and

WHEREAS, the Act provides that one or more cities and counties may join together and cooperate with one another in the exercise of any powers conferred under the Act, either jointly or otherwise, in accordance with and pursuant to a written agreement between or among such cooperating cities and counties; and

WHEREAS, the Cooperating Jurisdiction has not engaged in any act or executed any power authorized by the Act, or comparable acts or powers authorized or contemplated under the Constitution of the State, the Act or any law of the State, which impair the authority of the Cooperating Jurisdiction to enter into the Cooperation Agreement; and

WHEREAS, the adoption of the resolution by the Issuer and the resolution by the Cooperating Jurisdiction authorizing the execution of this Cooperation Agreement and the exercise thereof will not conflict with or constitute on the part of said jurisdictions a breach of or default under the laws of the State, including the Act, or any other agreement, indenture or instrument to which either is a party or by which either is bound; and

WHEREAS, the execution and delivery of this Cooperation Agreement by the Issuer and the Cooperating Jurisdiction have been authorized by resolutions duly adopted by the Governing Bodies of the Issuer and the Cooperating Jurisdiction.

NOW, THEREFORE, IT IS HEREBY AGREED BY AND BETWEEN THE ISSUER AND THE COOPERATING JURISDICTION AS FOLLOWS:

SECTION ONE: The Cooperating Jurisdiction hereby agrees to join and cooperate with the Issuer in implementing and carrying out a residential housing finance plan [the "Program"] pursuant to and in accordance with the Act and this Cooperation Agreement, including the issuance by the Issuer, either by itself or jointly with other issuing jurisdictions, of one or more series of single family mortgage revenue bonds [the "Bonds"] and the making of mortgage loans from the proceeds of such Bonds within the corporate limits of the City of Leawood, Kansas.

SECTION TWO: The Issuer and the City of Leawood hereby jointly declare that all cooperation agreements by and between the Issuer and other cooperating cities and counties of the State and all cooperation agreements by and between the Cooperating Jurisdiction and other cooperating cities and counties of the State in connection with the Program and the Bonds are hereby ratified and confirmed in all respects, and that such other cooperating cities and counties which enter into such cooperation agreements with the Issuer [or with other issuing jurisdictions which issue Bonds jointly with the Issuer] shall be part of the Program.

SECTION THREE: The parties hereto have caused this contract to be executed this 31st day of December, 2000.

CITY OF LEAWOOD, KANSAS

[SEAL]

Peggy Dunn
Peggy Dunn, Mayor

ATTEST:

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:

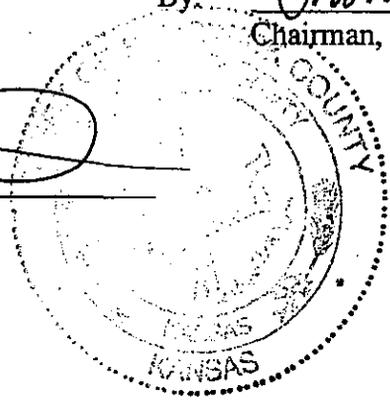
Patricia A. Bennett
Patricia A. Bennett, City Attorney

SEDGWICK COUNTY, KANSAS

By: Thomas G. Winters
Chairman, Board of County Commissioners

ATTEST:

James A. [Signature]
Sedgwick County Clerk



RESOLUTION NO. 1585

The Leawood City Council has considered the request for approval of preliminary site plan and preliminary plat for Summertree Villas located at approximately the southwest corner of 151st and Mission Road and hereby finds the following:

WHEREAS, this area is master planned medium density residential, single family detached, and;

WHEREAS, the RP-4 zoning is an allowed zoning in the medium density residential category of the Master Plan, and;

WHEREAS, the site will be limited to 9 lots on 4.22 acres, and;

WHEREAS, this phase of the development required the elimination of 2 lots in the first phase of the development therefore creating a total of 44 lots in the Summertree Villas subdivision for a total of 2.05 dwelling units per acre, and;

WHEREAS, the Plan Commission has reviewed the application and recommends the following stipulations of approval:

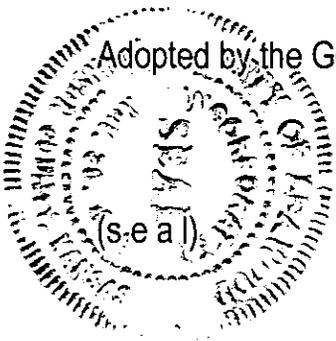
1. The development is limited to 9 single-family lots on 4.22 acres.
2. The developer must pay a Park Impact Fee in the amount of \$300 per dwelling unit. The amount to be paid prior to recording of the plat is \$2,700.
3. A South Leawood Transportation Impact Fee of \$5,855.25 shall be paid prior to recording of the plat. (2.22 miles from 135th Street x \$625 x 4.22 acres)
4. All structures shall maintain at a minimum a 22.5-foot front yard setback.
5. Only Class A roof material may be used on all properties.
6. All structures shall maintain 7.5 foot side yards and at a minimum 15 feet between structures.
7. A letter shall be submitted to staff identifying which of the existing trees will be retained outside the 25 foot no cut/no build line.
8. All trees, which are within 25 feet of the south property line, shall be retained.
9. A five-foot wrought iron fence shall be constructed along the south property line to match the golf course fence on adjacent properties. No gates are allowed in this fence.
10. An erosion control plan for both construction and long term must be a part of the final engineering plans. The City Engineer must approve these plans.
11. All streets within the subdivision will be public. The developer or Homes Association will maintain any plantings or statuary within the street right-of-way. A maintenance agreement between the City and developer/homeowner's association for the proposed brick pavers, landscape medians and any other approved privately owned amenities in the public right-of-way shall be finalized prior to construction of them.
12. Street trees must be installed (planted 40 feet apart on center) on both sides of all public streets.
13. All utilities must be placed underground.

14. Access easements shall be provided for the areas where the walking path is located on private lots.
15. All common areas shall be platted as tracts with the appropriate description provided on the plat and in the platting text.
16. At the time of final approval, additional information shall be provided for the proposed statuary, architecture features, water features, monument signage, elevations of the wrought iron fence, lighting and islands in the cul-de-sacs.
17. Appropriate language shall be included in the plat's text detailing the 25 foot no build/no cut line along the south property line.
18. All regulations of the Public Works department must be resolved prior to recording of the plat, per attached Public Works memo.
19. A flood plain certificate shall be submitted on Lot 1, if it remains in the flood plain after the Negro Creek Study is completed.
20. A covenant running with the subdivision must be recorded which includes acknowledgement of the public golf course and general nuisances associated with living adjacent to the golf course including but not limited to: errant golf balls, noise, etc. and the City of Leawood's release of liability regarding any such hazard.
21. The storm water study must be approved by the Public Works Department prior to the final plan/plat being heard by the Planning Commission.
22. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through twenty-two.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the preliminary site plan and preliminary plat for Summertree Villas with stipulations.

Adopted by the Governing Body this 18th day of December, 2000.



Peggy J. Dunn
Peggy J. Dunn

Mayor

Attest:

Martha Heizer
Martha Heizer

City Clerk



City of Leawood

4800 Town Center Drive • Leawood, Kansas 66211 • (913) 339-6700
(913) 339- 6781 Fax
(913) 339-6225 TDD

November 28, 2000

To: Diane Binckley, Planning Services Administrator
Department of Planning and Development

From: Shahram Pourazari, P.E., City Engineer
Public Works Department

Re: Preliminary Site Plan , Summertree Villas Phase II, Case No. 70-00

The Public Works Department has reviewed the preliminary site plan for the second phase of the referenced project and would like to make the following stipulations part of the plat approval process.

- Proposed connection to Fontana Avenue shall be designed to comply with the City's Public Improvement Construction Standards for residential local streets. Provide horizontal centerline curve data for the reverse horizontal curve alignment. Show the layout for entering and departing tangent alignment for each curve on plans.
- All public street construction within the development shall comply with the City's Public Improvement Construction Standards for residential local streets. The Public Works Department requires 12 feet of parkway between the back of the curb and the right-of-way line along circular drives.
- The width of the turnarounds shall be 23-feet (back of curb to back of curb). Use Type C curb for the interior island for each turnaround.
- The developer must complete a stormwater drainage study for the project to incorporate Phase 2 in accordance with Sections 15-516 and 15-517 of the City's Stormwater Management Ordinance and all applicable sections of APWA. The study shall be submitted in report format (spiral bound with cover), including appropriate text, tables, and figures. The scope of the study shall include, but not be limited to, determination of the 100-year water surface elevation for Negro Creek for ultimate development conditions in the watershed. Minimum low water openings shall be established based on the above water surface elevations.
- The proposed development (portion of Lot 1) is located in a FEMA designated floodplain. Accordingly, development within the floodplain shall comply with all applicable floodplain ordinances of the City of Leawood. The developer shall complete a HEC-RAS water surface profile analysis to confirm the 100-year water surface elevation has not been increased by more than one foot in the flood fringe and no changes in water surface elevation have occurred in the floodway.
- The developer shall install adequate erosion control measures, per the City of Leawood Erosion Control Standards during construction to prevent silt and mud from entering onto the golf course.

- All proposed common areas shall be located within tracts, and the purpose and intent of the tract identified on the plat.
- The developer shall be responsible for obtaining all local, state, and federal permits required for construction of the project. The developer shall submit the necessary documentation to the Kansas Division of Water Resources and the Corps of Engineers for the review of the proposed facilities within the floodplain area and obtain all the necessary permits for the construction of the dam and other amenities.
- All public improvements to be completed as part of the development will require a permit from the Public Works Department. Building permits for the project will not be issued by the Building Official and the plat will not be released for recording until all permits from Public Works Department have been obtained by the Contractor and other City requirements have been met.
- The developer shall obtain a land disturbance permit from the Building Official prior to any grading work at the site.
- All public improvements shall be designed and constructed in accordance with the City of Leawood Public Works Department Public Improvement Construction Standards (Revised January 2000) and the City's Stormwater Management Ordinance (Ordinance No. 1839 C).
- The permit fee for plan review and construction observation ^{5% ml} services provided by the Engineering/Inspection Division of the Public Works Department shall be ~~7%~~ of the construction cost of the public improvements. The fee will be charged and collected from the Contractor at the time the permit is issued by the Public Works Department.
- A pre-design meeting shall be conducted with the City Engineer to discuss design criteria, plan preparation standards, and construction standards for the project. The engineer for the developer shall be responsible for contacting the City Engineer to arrange a time for the meeting.
- Preliminary street and storm sewer plans shall be submitted to the Engineering Division of the Public Works Department for review of proposed street grades, intersection layout, inlet locations, storm sewer alignment, required horizontal separation between sanitary sewer and proposed storm sewer, and storm sewer outfall locations. The preliminary submittal shall include the title sheet, general layout sheet, street plan and profile sheets (with inlets locations shown), and the drainage area map with all off-site drainage areas delineated and drainage area tributary to each proposed inlet. The engineer shall contact the City Engineer to set up a time to meet and discuss the preliminary plans.
- The developer shall provide a continuous pattern for street light installation along Fontana Avenue all the way to Sherwood avenue in Leawood Mission Valley 1st plat.

If you have any questions regarding this matter, please feel free to contact me at extension 132.

cc: Public Works Book
File

Rescinded by
Res. #1596

RESOLUTION NO. 1586

A RESOLUTION CALLING FOR A PUBLIC HEARING TO CONSIDER A DRAFT ORDINANCE PERTAINING TO COMMUNICATION AND CABLE OPERATIONS FOR THE CITY OF LEAWOOD, JOHNSON COUNTY, KANSAS.

WHEREAS, the City of Leawood, Kansas desires to conduct a Public Hearing to consider a city ordinance pertaining to communication and cable operations for the City; and

WHEREAS, the City will conduct such Public Hearing on Tuesday, February 20, 2001, at 6:30 P.M.

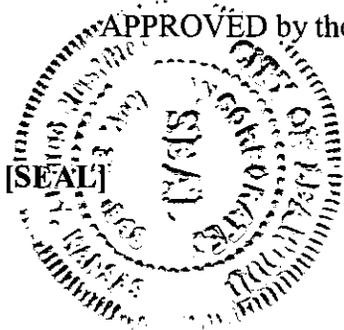
NOW, THEREFORE BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: That a public hearing is hereby ordered to be held by the Governing Body of the City of Leawood, Kansas, on Tuesday, February 20, 2001, at 6:30 P.M., at the Leawood City Hall, 4800 Town Center Drive, Leawood, Johnson County, Kansas, for the purpose of discussing and reviewing the proposed draft ordinance pertaining to communication and cable operations.

SECTION TWO: That the City Clerk of Leawood, Kansas, shall give notice of the aforesaid public hearing by publication in the official City newspaper, in accordance with K.S.A. 75-4317, et seq., attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

PASSED by the Governing Body this 16th day of January, 2001.

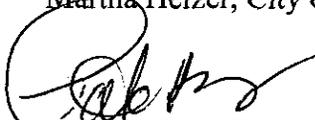
APPROVED by the Mayor this 16th day of January, 2001.




Peggy Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk


Patricia A. Bennett, City Attorney

NOTICE OF PUBLIC HEARING

**NOTICE OF PUBLIC HEARING TO CONSIDER A DRAFT ORDINANCE
PERTAINING TO COMMUNICATION AND CABLE OPERATIONS FOR
THE CITY OF LEAWOOD, JOHNSON COUNTY, KANSAS.**

NOTICE IS HEREBY GIVEN that the Governing Body of the City of Leawood, Kansas, shall meet for the purpose of holding a public hearing in the City Council Chambers at Leawood City Hall, 4800 Town Center Drive, Leawood, Kansas, at 6:30 P.M. on Tuesday, February 20, 2001, to consider a draft ordinance pertaining to *communication and cable operations* for the City of Leawood, Kansas.

The hearing may be adjourned from time to time and until the Governing Body shall have made findings by either denying or approving the Ordinance. All persons desiring to be heard with reference to the draft ordinance will be heard at said time.

MARTHA HEIZER
CITY CLERK

The Legal Record

213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

00132129

Publication Fees: \$13.34

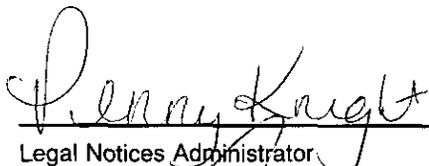
CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS:
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than one year prior to the first publication of the notice attached, and has been entered at the post office as Periodicals Class mail matter. That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by the following case number, if any)

for 1 consecutive week(s), as follows:

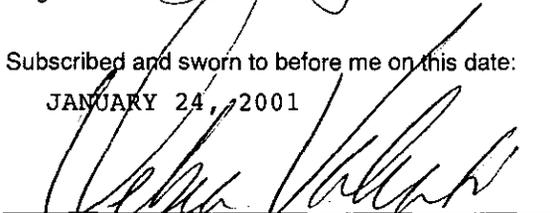
NOTICE OF PUBLIC HEARING, DRAFT
ORDINANCE--1/23/01



Legal Notices Administrator

Subscribed and sworn to before me on this date:

JANUARY 24, 2001



Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

PUBLIC HEARING

First published in The Legal Record, Tuesday, January 23, 2001.

NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING TO CONSIDER A DRAFT ORDINANCE PERTAINING TO COMMUNICATION AND CABLE OPERATIONS FOR THE CITY OF LEAWOOD, JOHNSON COUNTY, KANSAS.

NOTICE IS HEREBY GIVEN that the Governing Body of the City of Leawood, Kansas, shall meet for the purpose of holding a public hearing in the City Council Chambers at Leawood City Hall, 4800 Town Center Drive, Leawood, Kansas, at 6:30 P.M. on Tuesday, February 20, 2001, to consider a draft ordinance pertaining to communication and cable operations for the City of Leawood, Kansas.

The hearing may be adjourned from time to time and until the Governing Body shall have made findings by either denying or approving the Ordinance. All persons desiring to be heard with reference to the draft ordinance will be heard at said time.

MARTHA HEIZER
CITY CLERK

\$13.34

RESOLUTION NO. 1587

RESOLUTION APPROVING AND AUTHORIZING THE MAYOR TO EXECUTE A PROFESSIONAL SERVICE AGREEMENT BETWEEN THE CITY OF LEAWOOD, KANSAS ["LEAWOOD"] AND CBG COMMUNICATIONS, INC., ["CBG"] TO PROVIDE TELECOMMUNICATION AND CABLE TELEVISION CONSULTING SERVICES [COLLECTIVELY "THE PARTIES"].

WHEREAS, the City desires to seek professional telecommunication and cable television consulting services; and

WHEREAS, CBG is a professional consulting services that provides telecommunications and cable television consulting services; and

WHEREAS, CBG has submitted a professional consulting services agreement; and

WHEREAS, the parties desire to execute a Consulting Services Agreement [the "Agreement"] to allow CBG to provide such services.

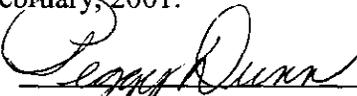
NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: That the Governing Body hereby authorizes the Mayor to execute the Consulting Services Agreement, attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

SECTION TWO: This resolution shall become effective upon passage.

PASSED by the Governing Body this 5th day of February, 2001.

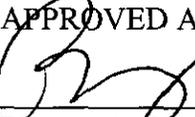
APPROVED by the Mayor this 5th day of February, 2001.



Peggy Dunn, Mayor


ATTEST:


Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

CONSULTING SERVICES AGREEMENT

THIS AGREEMENT is entered into this 14th day of February, 2001, by and between the **City of Leawood, Kansas**, a Kansas municipal corporation ["City"] and **CBG Communications, Inc.** ["CBG"].

In consideration of the mutual covenants herein contained and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

SECTION I – CBG DUTIES

CBG shall provide telecommunications and cable television consulting services to the City. CBG shall provide a study determining the needs within the City for an Institutional Network infrastructure. After developing such I-Net needs, CBG shall develop and set forth the architectural concepts necessary to build such Network. CBG shall also assist in the development of cable franchise provisions, including developing technical standards necessary in order to embody successful I-Net elements within the franchise.

SECTION II – COMPENSATION

The City shall pay CBG \$185.00 for each hour of work performed, and additional expenses which may include, but not limited to, long distance telephone charges, travel expenses, clerical and oversight expenses. Any amount paid to CBG, including expenses, shall not exceed \$18,500.

SECTION III – TERMS OF CONTRACT

The Term shall commence upon execution of the Agreement and terminate on December 31, 2001.

SECTION IV – TERMINATION

1. Either party may terminate this contract for its convenience by providing the other party notice in writing at least seven [7] days prior to the effective date of termination.

Either party may terminate this contract for cause or default by providing the other party written notice.

2. If the City terminates for its convenience as herein provided, the City shall compensate CBG for all services completed to date of its receipt of the termination notice and any additional services requested by the City to complete any necessary work.

3. If the City terminates for cause or default on the part of CBG, the City shall compensate CBG for the cost of services completed to date of its receipt of the termination notice. The City also retains all its rights and remedies against CBG including but not limited to, its rights to sue for damages, interest and attorney fees.

SECTION V – INSURANCE

CBG shall maintain throughout the duration of this contract, insurance in, at a minimum, the amounts specified below, unless waived in writing by the City. All general and automobile liability insurance shall be written on an occurrence basis unless otherwise agreed to in writing by the City.

1. Professional Liability: CBG shall maintain throughout the duration of this contract, Professional Liability Insurance in an amount not less than One Million Dollars [\$1,000,000], each claim/aggregate, and shall provide the City with certification thereof.

2. Commercial General Liability:

Each occurrence	\$500,000
Personal & Advertising Injury	\$500,000
General Aggregate	\$500,000

3. Automobile Liability Insurance: Policy shall protect CBG against claims for bodily injury and/or property damage arising out of the ownership or use of any owned, hired and/or non-owned vehicle and must include protection for either:

A) Any Auto

OR

B) All Owned Autos;
Hired Autos; and
Non-Owned Autos

Limits

Each Accident, Combined Single Limits,
Bodily Injury and Property Damage: \$500,000

4. Workers' Compensation and Employers' Liability: This insurance shall protect CBG against all claims under applicable state Workers' Compensation laws. CBG shall also be protected against claims for injury, disease or death of employees for which, for any reason, may not fall within the provisions of a Workers' Compensation law. The policy limits shall include "all States" insurance, and the liability limits shall not be less than the following:

Workers' Compensation

Statutory

Employer's Liability:

Bodily Injury by Accident

\$100,000 each accident

Bodily Injury by Disease

\$500,000 policy limit

Bodily Injury by Disease

\$100,000 each employee

5. Industry Ratings: The City will only accept coverage from an insurance carrier which offers proof that the carrier:

- A. Is licensed to do business in the State of Kansas;
 - B. Carries a Best's Policyholder rating of A or better; and
 - C. Carries at least a Class X financial rating;
- Or
- D. Is a company mutually agreed upon by the City and CBG

Certification of insurance coverage in Sections (2), (3) and (4) above shall be on the City's Standard Certificate of Insurance Form or standard Accord Form acceptable to City. Certification of professional liability insurance shall be provided on a separate form provided by CBG's insurance carrier.

SECTION VI – ASSIGNMENT

Parties hereto agree that neither shall assign, sublet or transfer their interest in this contract without the written consent of the other and further agree that this contract binds the parties, their successors, City's assignees and legal representatives.

SECTION VII – PRIOR VERBAL OR WRITTEN STATEMENTS NOT BINDING

It is understood and agreed that the written terms and provisions of this contract shall supersede all prior verbal and written statements of any and every official and/or other representative of the City and CBG and such statements shall not be effective or be construed as entering into, or forming a part of, or altering in any way whatsoever, the written contract.

SECTION VIII – INDEPENDENT CONTRACTOR

CBG is an independent contractor and as such is not an employee of the City. CBG is responsible for any and all federal, state and local taxes. All members of the work group are employees of CBG and shall be paid directly by CBG.

SECTION IX - COMPLIANCE WITH EQUAL OPPORTUNITY LAWS, REGULATIONS AND RULES AND OTHER LAWS

CBG agrees to the following:

1. CBG shall observe the provisions of the Kansas act against discrimination and shall not discriminate against any person in the performance of work under the present contract, because of race, religion, color, sex, disability, national origin ancestry, or age;
2. In all solicitations or advertisements for employees, CBG shall include the phrase, "equal opportunity employer," or a similar phrase to be approved the by Kansas Human Rights Commission ["Commission"].
3. If CBG fails to comply with the manner in which CBG reports to the Commission in accordance with the provisions of K.S.A. 44-1031 and amendments thereto, CBG shall be deemed to have breached the present contract and it may be canceled, terminated or suspended, in whole or in part, by the contracting agency;
4. If CBG is found guilty of a violation of the *Kansas Act Against Discrimination* under a decision or order of the commission which has become final, CBG shall be deemed to have breached the present contract and it may be canceled, terminated or suspended, in whole or in part, by the contracting agency; and
5. CBG shall include the provisions of paragraphs (1) through (4) above in every subcontract so that such provisions will be binding upon such subcontractor.

CBG further agrees that the contractor shall abide by the Kansas Age Discrimination In Employment Act [K.S.A. 44-1111, et seq.] and the applicable provisions in the American With Disabilities Act [42 U.S.C. 1201 et seq.] as well as all federal, state, and local laws, ordinances and regulations applicable to this project and to furnish any certification required by any federal, state or local governmental agency in connections therewith.

SECTION X - PROHIBITION AGAINST CONTINGENT FEES

1. CBG warrants that it has not employed or retained any company or person, other than a bona fide employee working for CBG, to solicit or secure this contract, and that it has not paid or agreed to pay any company or person, other than a bona fide employee, any fee, commission, percentage, brokerage fee, gifts, or any other consideration contingent upon or resulting from the award or making of this contract. For breach or violation of this warranty, the City may terminate this contract without liability or may, in its discretion, deduct from the Contract Price or otherwise recover the full amount of such fee, commission, percentage, brokerage fee, gift or contingent fee.
2. CBG warrants that it will not accept any fee, commission, percentage, gift, or other consideration from any third party for the performance of any work under this contract.

SECTION XI – APPLICABLE LAW

This contract is entered into under and pursuant to, and is to be construed and enforceable in accordance with, the laws of the State of Kansas.

SECTION XII – EXECUTION OF CONTRACT

The parties hereto have caused this contract to be executed in triplicate this 14th day of February, 2001.

CITY OF LEAWOOD, KANSAS

Peggy Dunn
Peggy Dunn, Mayor

[SEAL]

ATTEST:

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:

Patricia A. Bennett
Patricia A. Bennett, City Attorney

CBG COMMUNICATIONS, INC.

By: [Signature]
Executive Vice President
[Title]

ATTEST:

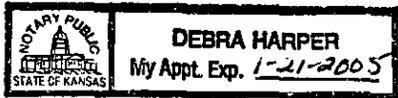
[Signature]

ACKNOWLEDGMENT

STATE OF KANSAS]
] ss.
COUNTY OF JOHNSON]

BE IT REMEMBERED that on this 5th day of February, 2001, before me, a Notary Public in and for said county and state, appeared **PEGGY DUNN, MAYOR**, who acknowledged that she signed the foregoing instrument on behalf of the **CITY OF LEAWOOD, KANSAS**, and further acknowledges the same as her voluntary act and deed on behalf of the **CITY OF LEAWOOD**, for the uses and purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and affixed my official seal on the day and year aforesaid.



Debra Harper
Notary Public

My Commission Expires: 1-21-2005

ACKNOWLEDGMENT

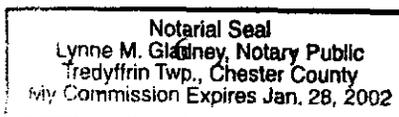
~~STATE OF KANSAS~~]
PENNSYLVANIA]
CHESTER] ss.
COUNTY OF JOHNSON]

BE IT REMEMBERED that on this 14th day of February, 2001, before me, a Notary Public in and for said county and state, appeared Thomas G. Robinson, who acknowledged that he signed the foregoing instrument on behalf of the **CBG COMMUNICATIONS, INC.**, and further acknowledges the same as his voluntary act and deed on behalf of the **CBG COMMUNICATIONS, INC.**, for the uses and purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and affixed my official seal on the day and year aforesaid.

Lynne M. Gladney
Notary Public

My Commission Expires: January 28, 2002



RESOLUTION APPROVING FINAL SITE PLAN FOR THE LEAWOOD FIRE STATION NO. 3, LOCATED AT 148TH STREET AND MISSION ROAD, LEAWOOD, KANSAS.

WHEREAS, the City of Leawood ['Leawood'] is the owner of certain real property located at 148th Street and Mission Road; and

WHEREAS, Leawood desires to construct a Fire Station No. 3 at said location; and

WHEREAS, on January 23, 2001, Final Site Plan ['Plan'] were submitted to the Leawood Planning Commission; and

WHEREAS, after careful review, the Planning Commission recommended approval of the Plan, with the following stipulations:

1. The public building is limited to 14,133 square feet
2. All landscaping improvements made off of the fire station lot are to remain as approved
3. All mechanical units must be screened from view
4. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required prior to a building permit being issued
5. The storm drainage system should be constructed on-site to collect storm water run-off from the parking area and the roof. The run-off should be tied into an adequate downstream storm drainage system. Hydraulic calculations for handling of the storm water run-off should be submitted to the Engineering Division of Public Works Department for review
6. The applicant is required to use brick construction or must resubmit to the Planning Commission
7. The applicant is required to construct the project as is presented in the base bid design.

WHEREAS, the Final Plan, with the preceding stipulations recommended by the Planning Commission, were submitted to the Leawood Governing Body for approval at the regularly scheduled Governing Body meeting held on February 5, 2001; and

WHEREAS, after careful review and consideration, the Governing Body overruled the Planning Commission's decision and recommended approval of the Plan, with the exception that No. 6 and No. 7 stipulations be removed from the Final Site Plan.

WHEREAS, the owner/developer of said property agree with the Final Site Plan, as approved by the Leawood Governing Body, on February 5, 2001.

NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

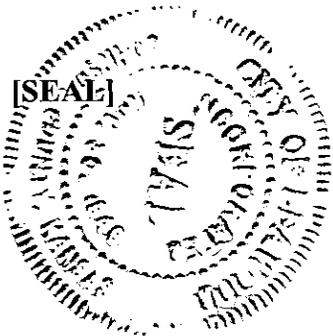
SECTION ONE: That the Governing Body hereby approves the Final Site Plan for Leawood Fire Station No. 3, located at 148th Street and Mission Road, as approved at the Governing Body meeting, held on February 5, 2001.

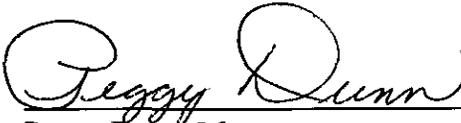
SECTION TWO: Planning Commission Stipulations No. 6 and No.7, as set out above, are hereby removed from the Final Site Plan.

SECTION THREE: This resolution shall become effective upon passage.

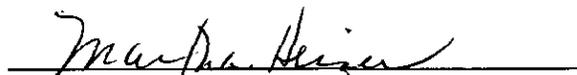
PASSED by the Governing Body this 5th day of February, 2001.

APPROVED by the Mayor this 5th day of February, 2001.




Peggy Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

RESOLUTION NO. 1589

A RESOLUTION WAIVING THE BIDDING PROCESS, IN ACCORDANCE WITH CHARTER ORDINANCE NO. 32, TO ALLOW THE CITY TO ACT AS GENERAL CONTRACTOR FOR THE MUNICIPAL COURT/PARKS & RECREATION PROJECT.

WHEREAS, the City of Leawood ["City"] desires to remodel and reconfigure certain areas located within the City Hall building to increase work space for certain departments, identified in the Municipal Court/Parks & Recreation Project ["Project"]; and

WHEREAS, the City desires to act as the General Contractor for the Project; and

WHEREAS, allowing the City to act as General Contractor would expedite the Project, would be cost effective, and would be in the best interests of the City; and

WHEREAS, Charter Ordinance No. 32, passed and approved by the Governing Body on February 7, 2000, authorizes the bidding process to be waived for such construction projects; and

WHEREAS, the City desires to waive the bidding process and to act as General Contractor for the Municipal Court/Parks & Recreation Project.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

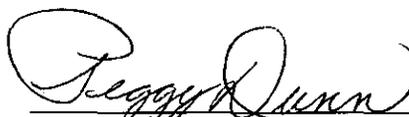
SECTION ONE: The Governing Body hereby authorizes the waiving of the bidding process, in accordance with Charter Ordinance No. 32, to allow the City to act as General Contractor for the use Municipal Court/Parks & Recreation Project.

SECTION TWO: This Resolution shall take effect and be in force from and after its passage.

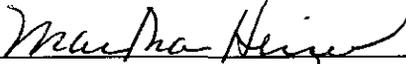
APPROVED by the Governing Body this 20th day of February, 2001.

SIGNED by the Mayor this 20th day of February, 2001.




Peggy Dunn, Mayor

ATTEST:



Martha Heizer, City Clerk

APPROVED AS TO FORM:


Patricia A. Bennett, City Attorney

RESOLUTION NO. 1590

A RESOLUTION CALLING TO RESCHEDULE A PUBLIC HEARING TO CONSIDER A DRAFT ORDINANCE PERTAINING TO COMMUNICATION AND CABLE OPERATIONS FOR THE CITY OF LEAWOOD, JOHNSON COUNTY, KANSAS, AND RESCINDING RESOLUTION NO. 1586.

WHEREAS, the City of Leawood, Kansas desires to conduct a Public Hearing to consider a city ordinance pertaining to communication and cable operations for the City; and

WHEREAS, the City ordered a public hearing to be held on Tuesday, February 20, 2001, at 6:30 P.M., and published notice of same in the official city newspaper; and

WHEREAS, due to unforeseen scheduling conflicts, the City desires to reschedule the public hearing date and schedule said hearing on Monday, March 19, 2001 at 6: 30 P.M.

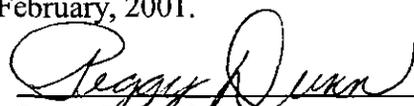
NOW, THEREFORE BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: That a public hearing is hereby ordered to be held by the Governing Body of the City of Leawood, Kansas, on Monday, March 19, 2001, at 6:30 P.M., at the Leawood City Hall, 4800 Town Center Drive, Leawood, Johnson County, Kansas, for the purpose of discussing and reviewing the proposed draft ordinance pertaining to communication and cable operations.

SECTION TWO: That the City Clerk of Leawood, Kansas, shall give notice of the aforesaid public hearing by publication in the official City newspaper, in accordance with K.S.A. 75-4317, et seq., attached hereto as Exhibit "A," and incorporated herein by reference as if fully set out.

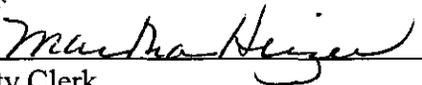
PASSED by the Governing Body this 20th day of February, 2001.

APPROVED by the Mayor this 20th day of February, 2001.

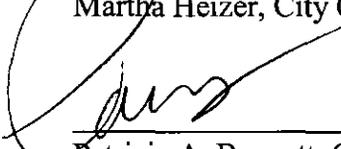


Peggy Dunn, Mayor



ATTEST:


Martha Heizer, City Clerk



Patricia A. Bennett, City Attorney

NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING TO CONSIDER A DRAFT ORDINANCE PERTAINING TO COMMUNICATION AND CABLE OPERATIONS FOR THE CITY OF LEAWOOD, JOHNSON COUNTY, KANSAS.

NOTICE IS HEREBY GIVEN that the Governing Body of the City of Leawood, Kansas, shall meet for the purpose of holding a public hearing in the City Council Chambers at Leawood City Hall, 4800 Town Center Drive, Leawood, Kansas, at 6:30 P.M. on Monday, March 19, 2001, to consider a draft ordinance pertaining to communication and cable operations for the City of Leawood, Kansas.

The hearing may be adjourned from time to time and until the Governing Body shall have made findings by either denying or approving the Ordinance. All persons desiring to be heard with reference to the draft ordinance will be heard at said time.

MARTHA HEIZER
CITY CLERK

The Legal Record

213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

00132330

Publication Fees: \$12.31

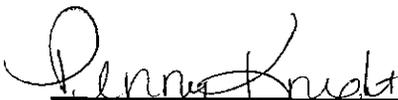
CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than one year prior to the first publication of the notice attached, and has been entered at the post office as Periodicals Class mail matter. That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by the following case number, if any)

for 1 consecutive week(s), as follows:

NOTICE OF PUBLIC HEARING, CABLE
OPERATIONS--2/27/01



Legal Notices Administrator

Subscribed and sworn to before me on this date:

FEBRUARY 28, 2001



Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

NOTICE OF PUBLIC HEARING

First published in The Legal Record, Tuesday, February 27, 2001.

NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING TO CONSIDER A DRAFT ORDINANCE PERTAINING TO COMMUNICATION AND CABLE OPERATIONS FOR THE CITY OF LEAWOOD, JOHNSON COUNTY, KANSAS.

NOTICE IS HEREBY GIVEN that the Governing Body of the City of Leawood, Kansas, shall meet for the purpose of holding a public hearing in the City Council Chambers at Leawood City Hall, 4800 Town Center Drive, Leawood, Kansas, at 6:30 P.M. on Monday, March 19, 2001, to consider a draft ordinance pertaining to communication and cable operations for the City of Leawood, Kansas.

The hearing may be adjourned from time to time and until the Governing Body shall have made findings by either denying or approving the Ordinance. All persons desiring to be heard with reference to the draft ordinance will be heard at said time.

MARTHA HEIZER
CITY CLERK

\$12.31

*revised by
Res. 1653*

RESOLUTION NO. 1591

A RESOLUTION ESTABLISHING A FEE, NOT SPECIFICALLY PROVIDED FOR IN THE CODE OF THE CITY OF LEAWOOD, 2000, SPECIFICALLY FOR REPRODUCTION OF AUDIOTAPES, IN ACCORDANCE WITH THE OPEN RECORDS ACT, K.S.A. § 45-215, ET SEQ.

WHEREAS, the Code of the City of Leawood, 2000, ['Code'] omits certain fee schedules for reasons of economy and expediency; and

WHEREAS, Code § 1-701, authorizes the City Administrator to set certain fee adjustments as necessary from time to time, and annually report to the Governing Body, amounts at which such fees are established; and

WHEREAS, the City Administrator hereby desires to establish a fee in the amount of \$10.00 for the reproduction costs of audiotapes, in accordance with the Open Records Act, K.S.A. § 45-215, et seq.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

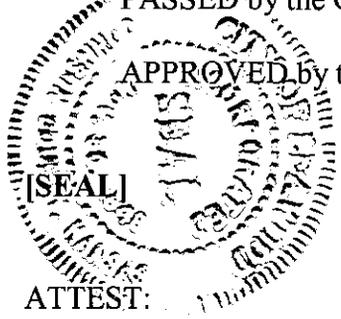
SECTION ONE: That the Governing Body hereby approves and authorizes the fee in the amount of \$10.00 to be established for the reproduction costs of audiotapes, in accordance with the Open Records Act, K.S.A. § 45-215, et seq.

SECTION TWO: That the City Clerk is hereby directed to publish said resolution once in the official city newspaper.

SECTION THREE That said resolution shall become effective upon passage and publication once in the official city newspaper.

PASSED by the Governing Body this 5th day of March, 2001.

APPROVED by the Mayor this 5th day of March, 2001.



ATTEST:

Peggy J. Dunn

Peggy J. Dunn, Mayor

Martha Heizer

Martha Heizer, City Clerk

The Legal Record

213 E. Santa Fe, Suite 2
Olathe, KS 66061
(913) 780-5790

RES1591

Publication Fees: \$18.32

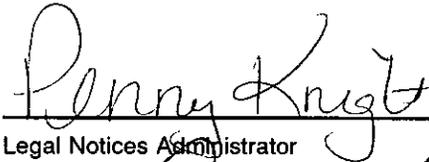
CITY OF LEAWOOD
4800 TOWN CENTER DR
LEAWOOD, KS 66211

Proof of Publication

STATE OF KANSAS, JOHNSON COUNTY, SS;
Penny Knight, of lawful age, being first duly sworn, deposes and says that she is Legal Notices Administrator of The Legal Record which is a newspaper printed in the State of Kansas, published in and of general paid circulation on a weekly, monthly or yearly basis in Johnson County, Kansas, is not a trade, religious or fraternal publication, is published at least weekly fifty (50) times a year, has been so published continuously and uninterrupted in said County and State for a period of more than one year prior to the first publication of the notice attached, and has been entered at the post office as Periodicals Class mail matter. That a notice was published in all editions of the regular and entire issue for the following subject matter (also identified by the following case number, if any)

for 1 consecutive week(s), as follows:

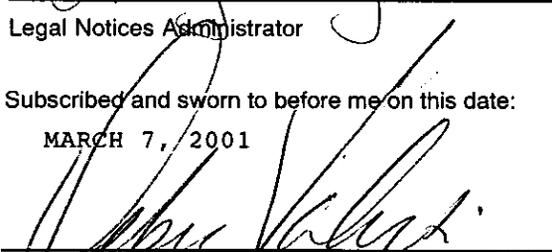
RESOLUTION NO. 1591--3/6/01



Legal Notices Administrator

Subscribed and sworn to before me on this date:

MARCH 7, 2001



Notary Public

DEBRA VALENTI
Notary Public - State of Kansas

My appointment expires: August 21, 2003.

\$18.32

RESOLUTION NO. 1591

First published in The Legal Record, Tuesday, March 6, 2001.

RESOLUTION NO. 1591

A RESOLUTION ESTABLISHING A FEE, NOT SPECIFICALLY PROVIDED FOR IN THE CODE OF THE CITY OF LEAWOOD, 2000, SPECIFICALLY FOR REPRODUCTION OF AUDIOTAPES, IN ACCORDANCE WITH THE OPEN RECORDS ACT, K.S.A. § 45-215, ET SEQ.

WHEREAS, the Code of the City of Leawood, 2000, ['Code'] omits certain fee schedules for reasons of economy and expediency; and

WHEREAS, Code § 1-701, authorizes the City Administrator to set certain fee adjustments as necessary from time to time, and annually report to the Governing Body, amounts at which such fees are established; and

WHEREAS, the City Administrator hereby desires to establish a fee in the amount of \$10.00 for the reproduction costs of audiotapes, in accordance with the Open Records Act, K.S.A. § 45-215, et seq.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: That the Governing Body hereby approves and authorizes the fee in the amount of \$10.00 to be established for the reproduction costs of audiotapes, in accordance with the Open Records Act, K.S.A. § 45-215, et seq.

SECTION TWO: That the City Clerk is hereby directed to publish said resolution once in the official city newspaper.

SECTION THREE That said resolution shall become effective upon passage and publication once in the official city newspaper.

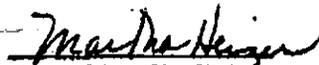
PASSED by the Governing Body this 5th day of March, 2001.

APPROVED by the Mayor this 5th day of March, 2001.

[SEAL]


Peggy J. Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

RESOLUTION NO. 1592

The Leawood City Council has considered the request for approval of a preliminary site plan for Financial Advisory Services located at approximately 135th and Roe within the Plaza Point development and hereby finds the following:

WHEREAS, the building is in substantial compliance with the preliminary and final site plan of Plaza Point, and;

WHEREAS, the building is limited to 14,000 square feet, and;

WHEREAS, additional parking is required from the adjoining lot, and;

WHEREAS, all requirements including the landscaping and amenities for the Plaza Point developer must be completed prior final occupancy of this building, and;

WHEREAS, the Planning Commission has reviewed the application and recommends the following stipulations of approval:

1. The building is limited to 14,000 square feet.
2. The applicant is responsible for a Park Impact fee in the amount of \$.10/ square foot (\$.10 x 14,000 = \$1,400.00) of finished floor area prior to the issuance of a building permit.
3. The applicant is responsible for the public art impact fee in the amount of \$.10 / square foot of finished floor area (\$.10 x 14,000 = \$1,400.00) prior to issuance of a building permit.
4. The applicant is responsible for the K-150 impact fee in the amount \$1.32/ square foot of finished floor area (\$1.32 x 14,000 = \$18,480.00) prior to the issuance of a building permit.
5. An erosion control plan for both temporary and permanent measures to be taken during and after construction will be required prior to a building permit being issued.
6. All power lines, utility lines, etc. are required to be underground and must be done at the time of widening 135th Street and Roe, and prior to final occupancy of any building within the project.
7. A three-foot berm or three foot tall landscaping, at the time of planting, is required around the perimeter of the parking lot adjacent to 135th Street.
8. Exterior ground-mounted or building-mounted equipment including, but not limited to, mechanical equipment, utilities and meter banks, shall be screened from public view with landscaping or with an architectural treatment compatible with the building structure.
9. All rooftop equipment shall be screened from the public view with an architectural treatment, which is compatible with the building architecture. For purposes of this subsection, the phrase screened from public view," means not visible at eye level from an adjoining property line or any street right-of-way.
10. The applicant must meet all requirements of the 135th Street Corridor Design Guidelines.
11. All signs are required to have a sign permit prior to installation.
12. An alternative building light fixture must be submitted and approved by Planning Staff prior to issuance of a building permit.
13. Additional landscaping must be provided along the north and east elevations. The revised plans must be submitted and approved by Planning Staff prior to building permit.

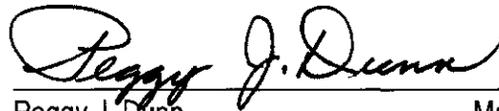
14. The list of items to be completed by the developer must be completed prior to issuance of a building permit.
15. As discussed in the attached letter and diagram, the 11 parking spaces on the adjacent lot must be installed with this building.
16. The developer/property owner agrees to execute a statement acknowledging in writing that they agree to stipulations one through sixteen.

WHEREAS, the developers/owners agree to these stipulations,

NOW, THEREFORE BE IT RESOLVED that the Leawood City Council does hereby approve the preliminary site plan for Financial Advisory Services with stipulations.

Adopted by the Governing Body this 5th day of March, 2001.




Peggy J. Dunn Mayor

Attest:

Martha Heizer City Clerk

The Sailors Company, L.L.C.

**Corporate Offices
1050 West Blue Ridge Boulevard
Kansas City, MO 64146
816.942.1010**

January 16, 2001

Diane Binckley
Director of Planning
City of Leawood
4800 Town Center Drive
Leawood, Kansas 66211

RE: Financial Advisory Services Building, Lot 8, Plaza Pointe

Dear Diane:

The Sailors Company has reviewed and approved the site plan, elevations, materials, colors and landscaping for the above referenced building on Lot 8, Plaza Pointe. We all look forward to the review and approval by the City of Leawood.

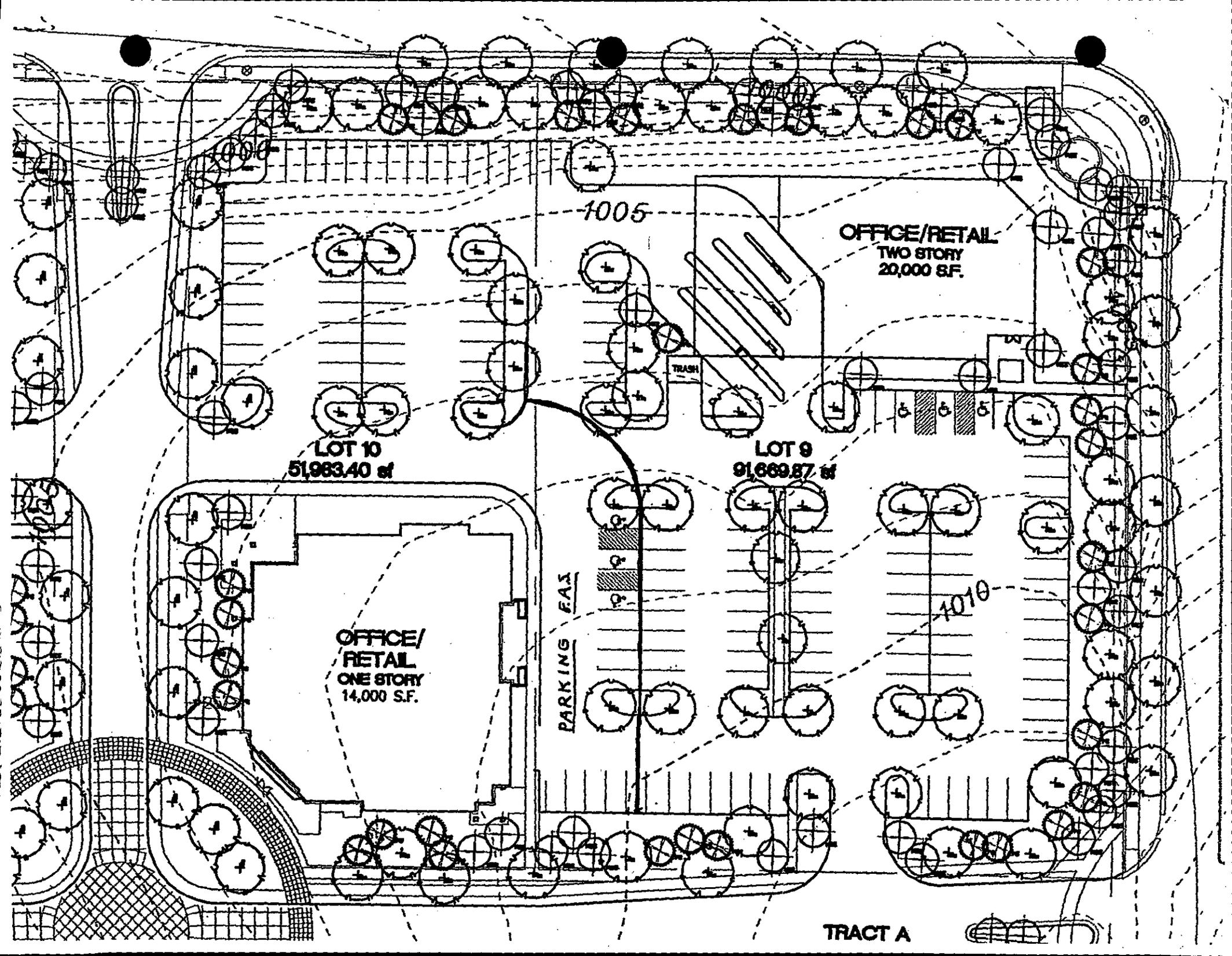
We have also agreed to allow Financial Advisory Services to construct the parking as reflected in the attached site plan, which is on Lot 9. This will provide the necessary parking required for the east entrance to their building and will not effect the future development of Lot 9.

Please call if you have any questions.



Sincerely,
The Sailors Company

Richard H. Sailors



LOT 10
51,983.40 sf

LOT 9
91,669.87 sf

OFFICE/RETAIL
TWO STORY
20,000 S.F.

OFFICE/
RETAIL
ONE STORY
14,000 S.F.

PARKING FAX

1005

1010

TRACT A

RESOLUTION NO. 1593

**A RESOLUTION REQUESTING JOHNSON COUNTY, KANSAS,
PARTICIPATION IN THE CITY OF LEAWOOD'S FIVE-YEAR CAPITAL
IMPROVEMENT PROGRAM THROUGH THE COUNTY'S ASSISTED ROAD
SYSTEM (C.A.R.S.) 2002-2006**

WHEREAS, the Governing Body of the City of Leawood has reviewed and approved the
submittal of the attached five-year road and bridge improvement program and,

WHEREAS, pursuant to the Johnson County Commissioners' commitment to hold
Leawood harmless from any loss, the City of Leawood is requesting participation from Johnson
County, Kansas, through the County's Assistance Road System (C.A.R.S.),

NOW THEREFORE, be it resolved by the Governing Body of the City of Leawood,
Kansas, that the attached five-year road and bridge program be submitted to Johnson County,
Kansas, per Johnson County's Resolution No. 44-90 and Resolution No. 0881-91.

ADOPTED by the governing body this 5th day of March, 2001.



Martha Heizer
Martha Heizer, City Clerk

Peggy J. Dunn
Peggy J. Dunn, Mayor

**County Assistance Road System
2002-2006 Program Summary Sheet**

Participating City: Leawood

Priority	Project Location	Proposed Start/ Finish	Project Type	CARS Route Classification		CARS Program Funding Request	Total Project Cost
				Major	Minor		
2002 1	95th Street, State Line Rd to western city limits	May-02 Aug-02	Maintenance	X		\$336,738.00	\$673,475.00
2002 2	State Line Road, College to 133rd Street	Aug-02	Maintenance	X		\$233,432.00	\$933,728.00
2002 3	Roe Avenue	Aug-01	Maintenance	X		\$57,998.00	\$115,995.00
2003 1	119th & Mission Road Intersection Improvements	Jun-01 Aug-04	System Management	X		\$450,000.00	\$3,197,169.00
2003 2	Lee Boulevard, 103rd to Somerset	May-03 Aug-03	Maintenance		X	\$180,002.00	\$360,003.00
2003 4	Town Center Drive, Roe to Nall	May-03 Aug-03	Maintenance		X	\$37,653.00	\$75,306.00
2004 1	Roe, Tomahawk Creek to 135th Street	Apr-04 Aug-05	Capacity	X		\$1,101,248.00	\$5,268,995.00
2004 2	Mission Road, 119th to 127th Street	Aug-04	Maintenance		X	\$190,485.00	\$380,970.00
2005 1	Nall Avenue, 135th to 143rd Street	Mar-05 Aug-06	Capacity	X		\$1,614,000.00	\$7,890,000.00
2005 2	College Boulevard, ElMonte to State Line	Aug-01	Maintenance	X		\$162,813.00	\$325,626.00

**County Assistance Road System
2002-2006 Program Summary Sheet**

Participating City: Leawood

Priority	Project Location	Proposed Start/ Finish	Project Type	CARS Route Classification		CARS Program Funding Request	Total Project Cost
				Major	Minor		
2006 1	Tomahawk Creek Parkway, Roe to I-435	Aug-06	Maintenance	X		\$319,751.00	\$639,502.00
2006 2	Kenneth Road	Aug-06	Maintenance		X	\$102,886.00	\$205,772.00
2006 3	123rd Street, Mission Road to State Line	Aug-06	Maintenance		X	\$112,651.00	\$225,302.00

RESOLUTION NO. 1594

RESOLUTION ADOPTING A RETENTION/DISPOSITION POLICY FOR MUNICIPAL RECORDS FOR THE CITY OF LEAWOOD, KANSAS, [‘CITY’] AND REPEALING PREVIOUS POLICIES.

WHEREAS, proper management of records and information as well as efficiency and economy of operations are recognized as hallmarks of management excellence; and

WHEREAS, each public agency is charged with maintaining records in the daily operation and essential functions of the municipal entity; and

WHEREAS, a municipality may establish a procedure for retention and disposition of such records and documents, in accordance with K.S.A. § 12-120, et seq.; and

WHEREAS, retention/disposition schedules are guidelines that identify the various kinds of records and recommend how long each should be retained; and

WHEREAS, the City’s Records Management Committee, created and designed a Retention/Disposition Schedule; and

WHEREAS, the City desires to adopt and implement the Retention/Disposition Schedule of City records, attached hereto as Exhibit “A,” and incorporated herein by reference as if fully set out.

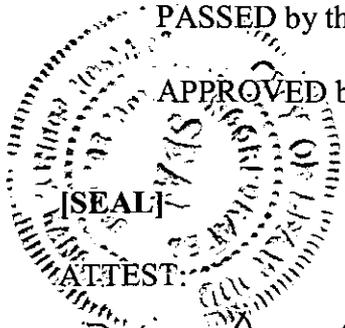
NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF LEAWOOD, KANSAS:

SECTION ONE: The City of Leawood, Kansas, a municipal corporation, does hereby adopt the Retention/Disposition Schedule of City Records, as presented at its March 19, 2001, Governing Body meeting.

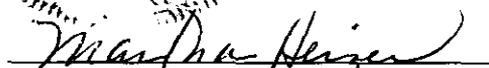
SECTION TWO: This Resolution shall take effect and be in force from and after its passage.

PASSED by the Governing Body this 19th day of March, 2001.

APPROVED by the Mayor this 19th day of March, 2001.




Peggy Dunn, Mayor


Martha Heizer, City Clerk

CITY OF LEAWOOD

RETENTION/DISPOSITION POLICY

FOR CITY RECORDS

PURPOSE OF POLICY

This policy provides for the efficient, economical, and effective controls over the creation, distribution, organization, maintenance, use and disposition of all City records through a comprehensive system of integrated procedures for the management of records from their creation to their ultimate disposition, consistent with accepted records management practices. This policy establishes realistic retention periods and authorizes dispositions for many of our records. Each department will then use this Policy as a guideline and expand in detail the retention period for specific documents that are unique to their respective department[s].

POLICY IMPLEMENTATION

This policy will become effective and be in force from and after passage of the resolution adopting said policy.

RETENTION/DISPOSITION OF CITY RECORDS

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Accounts Payable	Present + 5 years	K.S.A. § 12-120	Records pertaining to payment for goods & services; vouchers, correspondence, invoices, ledger books & cards, etc. *See Also: Ledgers, General, Vouchers and Requisitions; Purchase, Vendor Files, Bid Records & Purchasing Records
Accounts Receivable	Present + 5 years after last payment is received	K.S.A. § 12-120	Records related to collection of payments due: copies of invoices, correspondence, etc.
Activity Report	Present + 2 years		Internal documents used to compile statistics on activities, traffic reports, activity logs, etc. *See Also: Employee Time Report Records
Adding Machine/Calculator Tapes	See Comments		May be destroyed immediately, unless required to documents associated records; then retain in conjunction with those associated records
Annual & Special Reports	Permanent		General & specific reports on city activities
Architectural Plans, Drawings, Maps & Specs.	Permanent	K.S.A. § 45-221(a)(12)	Records documenting the physical area of the offices and/or buildings owned or occupied by city
Audit Reports	Permanent		Results of audits conducted by local, state, federal and/or non-governmental auditing agencies
Banking Records	Present + 5 years	K.S.A. § 12-120	Bank statements, deposit books and slips, check registers, & canceled checks
Batch Transmittal Forms	Retain in conjunction with transmitted documents, then destroy		Completed forms used to transmit documents for mass computer input

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Bid Records	Present + 5 years		Documents related to requests for proposals, bids, quotations or estimates. *See Also: Purchasing Records, Vouchers and Requisitions, Accounts Payable Records, Contracts, and Vendor Files
Bonds & Coupons	Permanent [1] Copy	K.S.A. § 12-120	Paid or canceled
Budget Preparation Files - Annual	Present + 5 years		Documents used in the preparation of the annual budget; correspondence, draft budget requests, computer reports, notes, and other miscellaneous materials
Budget Requests & Appeals - Annual	Permanent		Copies of budgets submitted yearly for approval and subsequent appeals
Building & Grounds Maintenance Records	Present + 10 years; Major Maintenance must be retained permanently		Documents associated with repairs and other maintenance to the physical building-Does Not Include Work Orders and Logs
Building Permits	Permanent		Any building permit issued by the City. *See Also: Licenses & Permits
Capital Improvement Projects Files	Permanent		Records related to construction projects: correspondence, bids, specifications, plans, drawings, reports, notes, etc. *See Also: Architectural plans, drawings, & specifications
Committee Files	Permanent		Records related to establishment, organization, membership, policies, activities & accomplishments of internal, interoffice, and advisory committees
Computer System Documentation	Retain until no longer useful		Records related to development, implementation, modification, and use of computer programs & systems

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Contracts	Expiration of contract [if applicable, including Statutory, Performance and/or Maintenance Bond(s)]; or <i>conclusion of court case + 7 years</i>		Legal agreements and associated documents. *See Also: Purchasing Records, Vendor Files, Accounts Payable Records, Bid Records and Vouchers & Requisitions
Correspondence-Policy Related	Permanent		Incoming & outgoing letters & memoranda related to policy, setting precedent, or record important events in operational & organizational history of City
Correspondence-Routine	Retain until no longer useful		Incoming & outgoing letters & memoranda pertaining only to routine matters handled in accordance with existing policy & procedures: requests for information, letters of transmittal, etc.
Deeds	Permanent		Legal documents pertaining to ownership of real property
Employee Personnel Files	Permanent	K.S.A. § 45-221(a)(4)	Documents associated with specific personnel; employee evaluation forms, employment applications, pay actions; and other personnel materials
Employee Personnel Files- Office Copies	Permanent	K.S.A. § 45-221(a)(4)	Copies of documents in Employee Personnel Files associated with employment of specific personnel [applications, evaluations, etc.] maintained for convenience of reference
Employee Position Descriptions	Retain until superceded + 3 years		Formal descriptions of duties and other characteristics of particular employment positions, including supporting documents

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Employee Time Report Records	Present +5 years	K.S.A. § 45-221(a)(4)	Time records worked by employees on daily, weekly or monthly basis; time sheets, time cards, attendance reports, absence reports, sign-in/out sheets, etc. *See Also: Leave Requests
Employee Training Course Materials	Permanent [1] copy		Training Rosters; Copy of manuals, syllabi, textbooks and other training aids created for City sponsored Employee Training Programs
Employee Training Records	Present + 10 years		Correspondence, reports, other records pertaining to City sponsored Training Programs, and to employee participation in training programs sponsored by external organizations
Employee Withholding Allowance Certificates	Date of tax paid + 4 years		IRS W-4 forms completed by employees to establish rate of tax to be withheld from paychecks
Employment Applications- Not Hired	2 years	K.S.A. § 45-221(a)(4)	Applications and supplementary materials submitted by unsuccessful applicants
Employment Eligibility Verification Form	Employee's tenure + 3 years	K.S.A. § 45-221(a)(4) **Must be separate from personnel & medical files	Immigration & Naturalization Service [INS] Form # 9, completed by employee and employer, used to verify employee's right to live and work in U.S.
Equal Employment Opportunity Grievance Files	Permanent	K.S.A. § 45-221(a)(11) & (25)	Records related to discrimination charges and subsequent investigations
Equal Employment Opportunity Plans	Permanent		Records related to office compliance with laws & regulations pertaining to EEO/AA plans
Equipment Maintenance & Ownership Records	Life of equipment		Records related to legal ownership & maintenance of office equipment; legal titles, warranties, maintenance logs, etc. *See Also: Equipment Operation Records, & Vehicle Ownership & Maintenance Records

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Equipment Operation Records	Present + 3 years		Records related to use of office equipment [photocopy logs, check-out forms, use request forms, etc.] including photocopiers, typewriters, computers, calculators, adding machines, etc.
Expendable Items Supply Requests- Internal	Present + 1 year		Records used by subordinate organizations to order expendable supplies from central supply location
Grant Files	Permanent		Records pertaining to applications for federal, state, and private grants and the implementation thereof
Grant Files-Unfunded	Retain until no longer useful		Applications and supporting documentation relating to federal, state, and private grants submitted, but which were not funded
Hearing & Meeting Transcripts & Electronic Media Recordings	Present + 10 years		Records of public hearings, meetings: transcripts, audiotapes, videotapes, notes, etc. Does not include Minutes. *See Also: Minutes
Inventory Records-Expendable Property	Present + 3 years		Records of receipts, disbursements, & balances of office supplies & other expendable inventory materials
Inventory Records-Non-expendable Property	Retain until superceded by new inventory + 3 years		Records related to capital equipment inventory management: computer reports, internal documents, correspondence, etc
Kansas Public Disclosure Commission Statements of Substantial Interest	Present + 5 years		Retain copy for present year. Originals are filed with Secretary of State's Office
Leases-Real Property & Capital Equipment	Retain until superceded or inactive + 25 years		Records related to leasing of real property or equipment
Leave Requests	Present + 5 years	K.S.A. § 45-221(a)(4)	Internal forms used to request & authorize employee leave. *See Also: Employee Time Report Records
Ledgers-General	Permanent		General records of financial receipts & expenditures normally used to monitor, manage & verify budget

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Legislation Reference Files	Retain until no longer useful		Copies of bills, drafts of legislation, copies of statutes, notes, correspondence, and other miscellaneous applicable documents related to various legislative activities
Licenses & Permits	See individual department's retention schedule	K.S.A. § 12-120	Any license and/or permit issued by City, except building permits. *See Also: Building Permits
Mailing Lists	Retain until updated or no longer useful		List of names & addresses to whom mail is regularly sent
Material Safety Data Sheets	Retain until chemical out of service + 30 years		Documents pertaining to precautions taken for safe handling of various hazardous chemicals in routine operation of facility
Memoranda of Understanding of Agreement-Inter-local	Retain until inactive + 5 years		Formal agreements between federal, state, or local agencies
Minutes	Permanent		Proceedings of regular or special meetings of committees, commissions, and other standing or ad hoc organizations
Organizational Charts & Reorganization Studies	Major organizational changes- Permanently Others-retain until no longer useful		Records documenting planned and actual changes in organizational structure over time
Payroll Adjustment Records	Tenure of employee + 5 years		Records and supporting material used to make adjustment in payroll accounts. *See Also: Payroll Deduction Authorization Records

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Payroll Deduction Authorization Records-General	Tenure of employee + 5 years	K.S.A. § 45-221(a)(4)	Records pertaining to various employee deductions from pay: insurance enrollments, GHI enrollments, KPERS enrollments, KPERS Annual Account Statements, dues deduction forms, etc. This does not apply to W-4 forms or Payroll Direct Deposition Authorization Record
Payroll Direct Deposit Authorization Records	Retain until no longer useful + 2 years	K.S.A. § 45-221(a)(4)	Completed forms used to authorize direct deposits into employee bank accounts
Payroll Warrant Registers	Present + 5 years		Monthly listing of warrant checks issued to employees for payroll purposes *See Also: Warrants
Petty Cash Records	Present + 10 years		Records pertaining to petty cash accounting
Photographic & Video Materials	See Comments		Photo-prints, negatives, slides, films, and videotapes. Retain permanently materials that document governmental programs and services. Other items may be destroyed.
Policy & Procedures Manuals & Statements	Permanent [1] Copy		Original copies of formal explanations of policies and procedures issued in collective manual or individual statement formats
Postal Records	Calendar Year		Records concerning the use of the US Postal Service and express companies: mailing logs, postage purchase reports, registered mail receipts, express company receipts, mailing permits, etc
Press Releases	Permanent [1] Copy		Public information issued to media
Programs & Invitations	Permanent [1] Copy		Documents pertaining to official city functions
Property Disposition Records-Non-Expendable	Present + 10 years		Forms & supporting documents used to remove capital equipment from inventory
Publications	Permanent [1] Copy		Internally produced newsletters, pamphlets, leaflets, and brochures distributed to inform a constituency of activities

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Purchase Requests-Internal	Present + 5 years		Documents used by subordinate organizations to request purchase of goods & services thru internal central purchasing department
Purchasing Records	Present + 5 years	K.S.A. § 12-120	Records pertaining to purchase of goods & services: correspondence, vouchers, invoices, ledger books and cards, requisitions, etc. *See Also: Vouchers & Requisitions, Accounts Payable Records, Bid Records, Contracts, Ledgers-General, & Vendor Files
Receipts-Records-Cash	Present + 10 years		Records pertaining to cash received: receipt slips, receipt books, receipt ledgers, etc.
Record Management Records	Permanent		Records pertaining to management of records, including completed survey forms, inventories, disposition and transfer records, and other miscellaneous materials such as correspondence or reference materials
Recruitment Files	Present + 10 years	K.S.A. § 45-221(a)(4)	Records pertaining to recruitment process for hiring
Request for Access to Records	Present + 5 years		Records pertaining to requests for records & responses
Schedules-Activities	Retain until no longer useful		Internal forms and calendars used to schedule employee or office activities [calendars, appointment books, etc.]
Memorabilia, Scrapbooks, & Photographic Albums	Retain until no longer useful		News clippings, photo albums, etc.
Speeches and Writings	Permanent [1] Copy		Notes, drafts, and final versions of city related speeches, articles, talks, and other formal public communications published or distributed at meetings and conferences
Statements of Lost Warrants	Present + 3 years		Copies of forms used to request re-issues of lost warrants

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Technical Reference Files	Retain until no longer useful		Copies of documents retained strictly for convenience of reference that are not part of official files: copies of external reports, studies, periodicals, books, brochures, catalogs, vendor lists, etc
Telecommunications Logs	Present + 5 years		Registers recording incoming and outgoing calls and fax transmissions
Telephone Billing Records	Present + 3 years		Copies of computer billings received for phone service
Travel Request & Authorization Records	Present + 3 years		Records related to employee travel. *See Also: Travel Vouchers & Vehicle Operation Records
Vehicle Maintenance & Ownership Records	Retain for life of vehicle		Documents related to legal ownership and maintenance of city vehicles, maintenance logs, titles, warranties, etc. *See Also: Equipment Ownership & Maintenance Records
Vehicle Operation Records	Present + 3 years		Documents pertaining to use of city-owned vehicles
Vendor Files	Present + 5 years		Records pertaining to purchases from specific vendors: invoices, correspondence, vouchers, ledger books & cards, etc
Visitor Logs	Retain until no longer useful		Registers or logs used to record names of employees, outside contractors, service personnel, and other visitors admitted to city facilities
Voice Mail Messages	Retain until no longer useful		Sound recordings produced by voice mail system
Vouchers & Requisitions-Purchase	Present + 5 years	K.S.A. § 12-120	Copies of documents used to order & pay for goods & services
Vouchers-Journal	Present + 5 years		Forms used to adjust financial account balances

DOCUMENT TYPE	RETENTION	RESTRICTIONS	COMMENTS
Vouchers-Receipts	Present + 5 years		Records pertaining to transfer funds received by agencies from individuals and organizations into their particular accounts
Vouchers-Travel	Present + 5 years		Records pertaining to certify the validity of claims for reimbursement of travel expenses
Warrants/Warrant Checks	Present + 5 years	K.S.A. § 12-120	Warrant or warrant checks, whether original or duplicate, that have been paid
Word Processing Files	Retain until no longer useful		Electronic copies of documents produced with word processing programs
Work Orders & Logs	Present + 3 years		Internal records used to request and record requests for the performance of maintenance or other services

RESOLUTION NO. 1595

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 137 (STATE LINE ROAD, PHASE IV), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT OR REIMPROVEMENT OF STATE LINE ROAD FROM A POINT 25.50 FEET SOUTH OF THE CENTERLINE OF 103RD STREET TO A POINT 123.76 FEET SOUTH OF THE CENTERLINE OF CARONDELET, TO INCLUDE GRADING, REGRADING, CURBING, RECURBING, GUTTERING, REGUTTERING, PAVING, REPAVING, MACADAMIZING, REMACADAMIZING, CONSTRUCTING, RECONSTRUCTING, OPENING, WIDENING, EXTENDING, ROUNDING CORNERS, STRAIGHTENING, RELOCATING, CONSTRUCTION OR RECONSTRUCTION OF ANY NECESSARY BRIDGES, APPROACHES THERETO, VIADUCTS, OVERPASSES, UNDERPASSES, CULVERTS, STORM DRAINAGE, TRAFFICWAY ILLUMINATION, TRAFFIC CONTROL DEVICES, PEDESTRIAN WAYS, BICYCLE WAYS, OR OTHER IMPROVEMENTS OR ANY TWO OR MORE OF SUCH IMPROVEMENTS OR REIMPROVEMENTS AND OTHER INCIDENTAL CONSTRUCTIONS COSTS IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Ordinance No. 1372, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement of State Line Road from a point 25.50 feet south of the centerline of 103rd Street, to a point 123.76 feet south of the centerline of Carondelet, a distance of approximately 2646 feet, within the City of Leawood

(the "Project") at an estimated cost of \$3,680,000; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 137 (State Line Road, Phase IV), dated July 15, 2001, in the

principal amount of \$200,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1887 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 137 (State Line Road, Phase IV), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2, inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated April 1, 2001, shall mature by their stated terms and become due and payable on December 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 3.40% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after July 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.7593% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or

priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body this 19th day of March, 2001.



Peggy J. Dunn

Peggy J. Dunn, Mayor

Martha Heizer

Martha Heizer, City Clerk

APPROVED AS TO FORM:

Patricia A. Bennett

Patricia A. Bennett, City Attorney

EXHIBIT A
UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 137
(STATE LINE ROAD, PHASE IV)

Form of Note

April 1, 2001

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of December, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of ____% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after July 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of construction of improvements to State Line Road in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of April, 2001.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of April, 2001.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2001.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1596

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 151 (FIRE STATION NO. 3), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$300,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF ACQUISITION OF CERTAIN REAL PROPERTY WITHIN THE CITY AND ACQUISITION, CONSTRUCTION AND INSTALLATION OF A NEW FIRE STATION, INCLUDING PARKING FACILITIES AND ACCESS ROADS, AND FURNISHING AND EQUIPPING THE SAME IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1736, et seq., as amended, and Ordinance No. 1704, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

acquisition of certain real property in Leawood South Park leased by the City and acquisition, construction and installation of a new fire station thereon, including parking facilities and access roads, and furnishing and equipping the same

(the "Project") at an estimated cost of \$3,195,000; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$300,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1887 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 151 (Fire Station No. 3), in the aggregate principal amount of Three Hundred Thousand Dollars (\$300,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 3, inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated April 1, 2001, shall mature by their stated terms and become due and payable on December 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 3.40% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after July 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.7593% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 19th day of March, 2001.



Peggy J. Dunn
Peggy J. Dunn, Mayor

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:
Patricia A. Bennett
Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 151
(FIRE STATION NO. 3)

Form of Note

APRIL 1, 2001

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of December, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of ____% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after July 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$300,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of acquisition of certain real property in Leawood South Park and acquisition, construction and installation of a new fire station thereon, including parking facilities and access road and furnishing and equipping the same in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1736, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of April, 2001.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of April, 2001.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2001.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1597

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 156 (PUBLIC WORKS COMPLEX), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$1,400,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF ACQUISITION, CONSTRUCTION AND INSTALLATION OF A NEW PUBLIC WORKS BUILDING IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-1736, et seq., as amended, and Resolution No. 1532, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

Acquisition, construction and installation of a new public works building on certain real property owned by the City and located in the vicinity of 143rd and Overbrook within the City

(the "Project") at an estimated cost of \$5,906,562; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 156 (Public Works Complex), dated July 15, 2001, in the principal amount of \$200,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, the Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof, and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$1,200,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes and to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1887 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms described herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes and to pay costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 156 (Public Works Complex), in the aggregate principal amount of One Million Four Hundred Thousand Dollars (\$1,400,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 14, inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated April 1, 2001, shall mature by their stated terms and become due and payable on December 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 3.40% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after July 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a

newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said bonds shall not be issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.7593% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer. The sum of \$200,000 of such proceeds shall be used to redeem and retire the Prior Notes, and the balance of such proceeds shall be deposited in a

special fund established in the treasury of the City for the purpose of paying costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

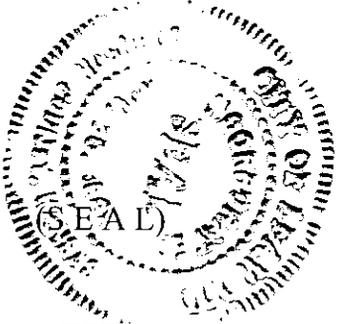
(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

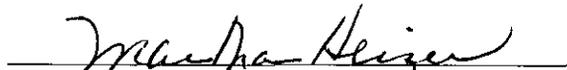
Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 19th day of March, 2001.




Peggy J. Dunn, Mayor

ATTEST:


Martha Heizer, City Clerk

APPROVED AS TO FORM:

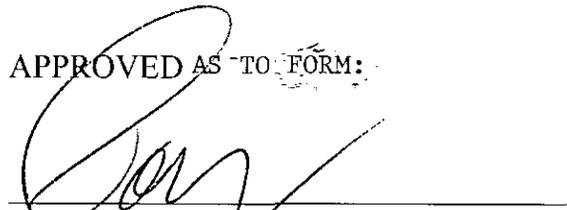

Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 156
(PUBLIC WORKS COMPLEX)

Form of Note

APRIL 1, 2001

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of December, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of ____% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after July 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$1,400,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of acquisition, construction and installation of a new public works building in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-1736 *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of April, 2001.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this _____ day of April, 2001.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the _____ day of _____, 2001.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1598

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 159 (119TH STREET AND MISSION ROAD INTERSECTION), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$200,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT AND REIMPROVEMENT OF THE INTERSECTION OF 119TH STREET AND MISSION ROAD IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Resolution No. 1505, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement and reimprovement of sections of 119th Street and Mission Road in the vicinity of the intersection thereof within the City

(the "Project") at an estimated cost of \$5,029,204; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 159 (119th Street and Mission Road Intersection), dated July 15, 2000, in the principal amount of \$200,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, said Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1887 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes to become due in the immediate future, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas,

Temporary Notes, Project 159 (119th Street and Mission Road Intersection), in the aggregate principal amount of Two Hundred Thousand Dollars (\$200,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 and 2, inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated April 1, 2001, shall mature by their stated terms and become due and payable on December 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 3.40% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after July 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.7593% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer to be used to redeem and retire the Prior Notes.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

- (a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and

employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

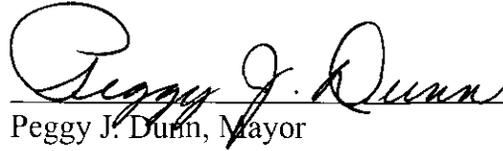
The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

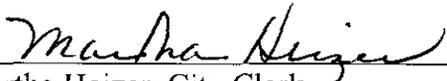
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 19th day of March, 2001.




Peggy J. Durn, Mayor


Martha Heizer, City Clerk

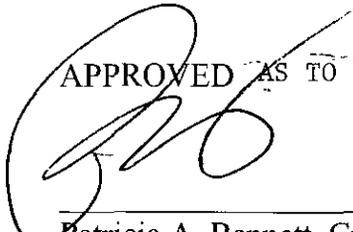
APPROVED AS TO FORM:

Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 159
(119TH STREET AND MISSION ROAD INTERSECTION)

Form of Note

APRIL 1, 2001

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of December, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of ____% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after July 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$200,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimprovement of sections of 119th Street and Mission Road in the vicinity of the intersection thereof in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-685, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of April, 2001.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of April, 2001.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2001.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1599

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 177 (LEE BOULEVARD - 103RD STREET TO 105TH STREET), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$1,100,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF IMPROVEMENT AND REIMPROVEMENT OF LEE BOULEVARD BETWEEN 103RD STREET AND 105TH STREET IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-685, et seq., as amended, and Ordinance No. 1886, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

improvement and reimprovement of a section of Lee Boulevard between 103rd Street and 105th Street within the City of Leawood

(the "Project") at an estimated cost of \$1,295,097; and

WHEREAS, the Project has commenced and the City has incurred or expects to incur costs payable within the next six months in the amount of \$1,100,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1887 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms set forth herein.

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

Section 1. Authorization of Notes. That in order to provide funds to pay the costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 177 (Lee Boulevard - 103rd Street to 105th Street), in the aggregate principal amount of One Million One Hundred Thousand Dollars (\$1,100,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated costs of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 11, inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated April 1, 2001, shall mature by their stated terms and become due and payable on December 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 3.40% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on

or after July 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security of the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provisions for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said renewal notes or bonds shall not be so issued and the Notes shall not be so paid, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.8156% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of said Notes shall be deposited with the City Treasurer in a special fund established in the treasury of the City created for the purpose of paying the costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 19th day of March, 2001.



Peggy J. Dunn
Peggy J. Dunn, Mayor

Martha Heizer
Martha Heizer, City Clerk

APPROVED AS TO FORM:

Patricia A. Bennett
Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 177
(LEE BOULEVARD - 103RD TO 105TH STREET)

Form of Note

APRIL 1, 2001

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of December, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of ____% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redcm and pay said note at any time on or after July 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$1,100,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of improvement and reimpovement of Lee Boulevard between 103rd Street and 105th Street in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-687, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated an signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of April, 2001.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this ____ day of April, 2001.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the ____ day of _____, 2001.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer

RESOLUTION NO. 1600

A RESOLUTION AUTHORIZING AND PROVIDING FOR THE ISSUANCE AND DELIVERY OF TEMPORARY NOTES, PROJECT 178 (133RD STREET - STATE LINE ROAD TO MISSION ROAD), OF THE CITY OF LEAWOOD, KANSAS, IN THE PRINCIPAL AMOUNT OF \$700,000 TO PROVIDE TEMPORARY FINANCING OF THE COST OF CONSTRUCTION OF 133RD STREET FROM STATE LINE ROAD TO MISSION ROAD IN THE CITY OF LEAWOOD.

WHEREAS, pursuant to K.S.A. 12-6a01, et seq., as amended, and Resolution No. 1525, the Governing Body of the City of Leawood, Kansas (the "City") has heretofore authorized the following described improvement project within the City, to wit:

construction of 133rd Street from the intersection of said street with State Line Road to the intersection of said street with Mission Road

(the "Project") at an estimated cost of \$2,350,000; and

WHEREAS, the Project has been commenced and the City has heretofore issued its Temporary Notes, Project 178 (133rd Street - State Line Road to Mission Road), dated July 15, 2000, in the principal amount of \$400,000 (the "Prior Notes") to provide funds to pay the costs of the Project heretofore incurred by the City; and

WHEREAS, the Prior Notes become due and payable in the immediate future but all aspects of the Project will not be completed at the date of maturity thereof, and the City has incurred or expects to incur additional costs payable within the next six months in the amount of \$300,000; and

WHEREAS, the City is authorized by law and in particular K.S.A. 10-123, as amended, to issue temporary notes of the City to provide funds to redeem and pay the Prior Notes and to pay the costs of the Project as the same become due and payable, and the Governing Body of the City has by Ordinance No. 1887 (the "Note Ordinance") authorized the issuance of the Notes described and on the terms described herein.

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

Section 1. Authorization of Notes. That in order to provide funds to redeem and pay the Prior Notes and to pay costs of the Project now due or to become due in the immediate future, including necessary engineering, legal and incidental costs, there shall be issued and the City is hereby authorized to issue temporary notes of the City, designated City of Leawood, Kansas, Temporary Notes, Project 178 (133rd Street - State Line to Mission Road), in the aggregate principal amount of Seven Hundred Thousand Dollars (\$700,000) (the "Notes"). The amount of the Notes together with other temporary notes heretofore issued to finance the Project which remain outstanding does not exceed the total estimated cost of said Project.

Section 2. Terms of the Notes. Said issue of Notes shall consist of bearer notes numbered 1 through 7, inclusive, each in the denomination of \$100,000. Each of said Notes shall be dated April 1, 2001, shall mature by their stated terms and become due and payable on December 15, 2001. The Notes shall bear interest from their dated date, payable at maturity or upon redemption prior thereto as herein provided, at a rate of interest of 3.40% per annum (computed on the basis of actual days elapsed and a 360-day year composed of twelve 30-day months). The Notes shall be subject to redemption at the option of the City upon notice as hereinafter provided and shall be redeemed and cancelled contemporaneously with the issuance of general obligation improvement bonds of the City issued in lieu thereof to provide permanent financing of the Project.

Both principal of and interest on said Notes shall be payable in lawful money of the United States of America by check or draft at the office of the City Treasurer of the City upon presentation and surrender of said Notes.

The City reserves the right to redeem and pay said Notes, in whole or in part (and if in part in denominations of \$100,000 selected by the City in its sole discretion), at any time on or after July 1, 2001, at a redemption price of 100% of the principal amount thereof so redeemed plus accrued interest thereon to the redemption date, without premium.

In the event the City elects to redeem any of such Notes as aforesaid, the City shall give notice thereof in writing by first class mail to the original purchaser of the Notes and to any known holder of the Notes or by the publication of such notice at least one time in a

newspaper published or of general circulation in the metropolitan Kansas City area, such publication of such notice or mailing of written notification of redemption to the original purchaser and any known holder to be at least ten days prior to the redemption date fixed in such notice. Notice of such redemption having been given as aforesaid, interest shall cease to accrue on said Notes from and after the redemption date.

Section 3. Security for the Notes. The full faith, credit and resources of the City of Leawood, Kansas, shall be and the same are hereby irrevocably pledged for the prompt payment of the principal of and interest on the Notes.

The Governing Body of the City shall make provision for the payment of said Notes by the issuance of renewal notes or general obligations bonds of the City to provide permanent financing of the Project upon the completion thereof. If said bonds shall not be issued and the Notes shall not be so paid, there shall be levied and collected special assessments on property benefited by the Project, and to the extent said special assessments shall not be so collected and to the extent of the balance of the principal of and interest on said Notes not first payable from special assessments, there shall be levied and collected a tax upon all taxable tangible property within the territorial limits of the City in an amount sufficient to pay the principal of and interest on said Notes as the same become due and payable.

Section 4. Form of Notes. Each of said Notes shall be in substantially the form attached hereto as Exhibit A, shall be signed by the Mayor and attested by the City Clerk of the City and shall have the seal of said City affixed thereto.

Section 5. Execution and Delivery. The Mayor and City Clerk of the City are hereby authorized and directed to prepare and execute the Notes herein authorized in the form and substance hereinbefore described and as provided by law and to procure the proper registration in the office of the City Clerk and in the office of the Treasurer of the State of Kansas, and when so executed and registered, said Notes shall be countersigned by the City Clerk and delivered to UMB Bank, N.A., the original purchaser thereof, upon payment of the purchase price therefor which shall not be less than 99.8156% of the principal amount thereof plus accrued interest to the date of delivery thereof to the original purchaser thereof.

Section 6. Disposition of Proceeds. The proceeds of the sale of the Notes shall be deposited with the City Treasurer. The sum of \$400,000 of such proceeds shall be used to redeem and retire the Prior Notes, and the balance of such proceeds shall be deposited in a special fund established in the treasury of the City for the purpose of paying costs and expenses of the Project.

Section 7. Remedies. The provisions of the Note Ordinance and this Resolution, including the covenants and agreements herein and therein contained, shall constitute a contract between the City and the owners of the Notes. The owner or owners of any of the Notes at the time outstanding shall have the right for the equal benefit and protection of all owners of Notes similarly situated:

(a) by mandamus or other suit, action or proceedings at law or in equity to enforce the rights of such owner or owners against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of the Note Ordinance and this Resolution or by the Constitution and laws of the State;

(b) by suit or action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the owners of the Notes.

The covenants and agreements of the City herein, in the Note Ordinance and in the Notes contained, shall be for the equal benefit, protection, and security of the owners of any or all of the Notes, all of which Notes shall be of equal rank and without preference or priority of one Note over any other Note in the application of the funds herein pledged to the payment of the principal of and the interest on the Notes, or otherwise. No one or more owners secured hereby shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided for in the Note Ordinance or this Resolution, or to enforce any right hereunder or thereunder, except in the manner herein

provided, and all proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all owners of such outstanding Notes.

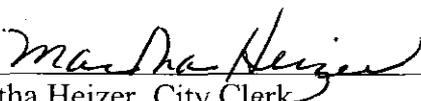
Section 8. Further Authority. The duly elected and appointed officers of the City, including the Mayor, the City Clerk and the Finance Director, are hereby further authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make ministerial alterations, changes or additions in the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they may approve, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 9. Effective Date. That this Resolution shall take effect and be in force from and after its adoption by the Governing Body.

ADOPTED by the Governing Body the 19th day of March, 2001.




Peggy J. Dunn, Mayor


Martha Heizer, City Clerk

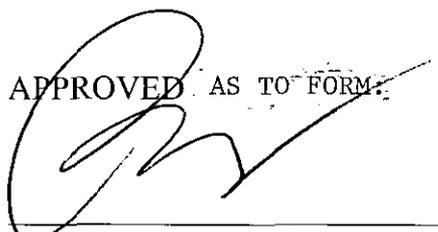
APPROVED AS TO FORM:

Patricia A. Bennett, City Attorney

EXHIBIT A

UNITED STATES OF AMERICA
STATE OF KANSAS
COUNTY OF JOHNSON
CITY OF LEAWOOD
TEMPORARY NOTES
PROJECT 178
(133RD STREET - STATE LINE ROAD TO MISSION ROAD)

Form of Note

APRIL 1, 2001

CUSIP NO. _____
\$100,000.00

Know All Men By These Presents:

That the City of Leawood, in the County of Johnson, State of Kansas, for value received, hereby acknowledges itself to be indebted and promises to pay to the bearer the sum of One Hundred Thousand Dollars (\$100,000) in lawful money of the United States of America, on the 15th day of December, 2001, or prior thereto if called for redemption and payment as hereinafter provided, with interest thereon from the date of this note, at the rate of ____% per annum, payable at maturity or upon redemption prior thereto, both principal of and interest on this note being payable at the office of the City Treasurer of the City of Leawood, Kansas. The City of Leawood, Kansas, reserves the right to redeem and pay said note at any time on or after July 1, 2001, by written notice to known holder or the publication of notice and payment of said note, the publication of such notice or written notification of redemption to the known holder to be at least ten days prior to the redemption date fixed in such notice, and may redeem this note on the date of such call at a redemption price equal to the principal amount then outstanding and unpaid plus interest accrued to the date of such call without premium. Interest shall cease to accrue on this note from and after the date fixed in such notice for such redemption.

The City of Leawood, Kansas, is held and firmly bound by these presents, and its faith and credit are hereby irrevocably pledged for the prompt payment of said principal and interest at maturity.

This note is one of a series of notes in the aggregate principal amount of \$700,000 issued by the City of Leawood, Kansas, for the purpose of providing temporary financing of the cost of construction of 133rd Street between State Line Road and Mission Road in the City of Leawood; and this note is issued by authority of and in compliance and conformity with the provisions, restrictions and limitations of the ordinances of said City and of the Constitution and laws of the State of Kansas, and particularly K.S.A. 10-123 and K.S.A. 12-6a01, *et seq.*, and all acts amendatory thereto.

It is hereby declared and certified that all acts, proceedings and conditions and things required to be done and to exist precedent to the issuance of this note have been properly had, done and performed and do exist in due and regular form and manner as required by the Constitution and laws of the State of Kansas; that this note is negotiable and constitutes a general obligation of said City; that this note does not exceed the actual cost and expense of said improvements; and that the total indebtedness of the City of Leawood, Kansas, including this note, does not exceed any statutory or constitutional limitation.

IN WITNESS WHEREOF, the City of Leawood, Kansas, by its governing body, has caused this note to be dated and signed by its Mayor, attested by its City Clerk, and its corporate seal to be affixed hereto as of the 1st day of April, 2001.

Peggy J. Dunn, Mayor
City of Leawood, Kansas

ATTEST:

Martha Heizer, City Clerk
City of Leawood, Kansas

(SEAL)

This temporary note shall not be negotiable unless and until countersigned below following registration by the Treasurer of the State of Kansas.

Martha Heizer, City Clerk

CERTIFICATE OF CITY CLERK

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, the undersigned City Clerk of the City of Leawood, Johnson County, Kansas, do hereby certify that the within Temporary Note of the City of Leawood, Johnson County, Kansas, has been duly registered in my office according to law.

WITNESS my hand and official seal this _____ day of April, 2001.

Martha Heizer, City Clerk

STATE TREASURER'S CERTIFICATE

STATE OF KANSAS)
)SS
COUNTY OF JOHNSON)

I, Tim Shallenburger, Treasurer of the State of Kansas, do hereby certify that a full and complete transcript of the proceedings leading up to the issuance of the within note has been filed in my office and that the within note was registered in my office according to law on the _____ day of _____, 2001.

WITNESS my hand and official seal.

Treasurer of the State of Kansas

By: _____
Assistant State Treasurer