

TOWN OF ST. JOHN, LAKE COUNTY, INDIANA

RESOLUTION NO. 04-12-16A

**RESOLUTION OF THE TOWN OF ST. JOHN
RECEIVING AND APPROVING THE PETITION OF TAXPAYING
CITIZENS REQUESTING THE LEASING OF CERTAIN
FACILITIES, MAKING A DETERMINATION OF NEED AND
TAKING OTHER ACTIONS REGARDING THE PROPOSED LEASE**

WHEREAS, a petition signed by more than fifty (50) taxpaying citizens of the Town of St. John, Lake County, Indiana (the "Town") has been filed with the Town Council of the Town of St. John (the "Town Council") requesting the Town Council to enter into negotiations with the Building Corporation (as hereinafter defined) (1) for all or a portion of the following: (i) the construction, installation and equipping of a new public safety building to house the Town's Police and Fire Departments, with offices and related outdoor facilities (the "Public Safety Facility"); (ii) the construction, installation and equipping of a new public works building with offices and related outdoor facilities (the "Public Works Facility"); (iii) the construction, installation and equipping of an expansion to the existing Town Hall of the Town located at St. John Municipal Building, 10955 West 93rd Avenue within the Town (the "Existing Town Hall"); (iv) the demolition of the existing facility currently housing the Town's Police and Fire Departments and Public Works Department; (v) the construction, installation and equipping of multiple athletic fields, including restroom, storage and concession facilities (the "Athletic Field Property"); (vi) the renovation of an existing building located on Lake Hills Drive (on the property formerly serving as the Lake Hills Golf Course) within the Town for the administrative use of the Parks Department of the Town (the "Park Building"); and (vii) the acquisition of real property within the Town related to any or all of the projects listed in clauses (i) through (vi) above (clauses (i) through (vii), collectively, the "Project"), and (2) to enter into a lease or leases with the Building Corporation, as lessor, for all or a portion of the facilities operated or to be operated by the Town and the land upon which they are or will be located; and

WHEREAS, such petition has been carefully considered and investigations have been conducted by the Town Council; and

WHEREAS, the Town Council now finds that a need exists for such Project and such facilities, and that the Town cannot provide the necessary funds to pay the costs of such facilities to meet such needs; and

WHEREAS, the St. John Building Corporation (the "Building Corporation") was incorporated to assist the Town in financing the Project and from time to time, the construction, renovation, expansion and equipping of other facilities of the Town to be operated by the Town; and

WHEREAS, it is deemed desirable to proceed with the necessary negotiations and all other steps looking toward the completion of the Project; and

WHEREAS, the Town Council desires to authorize the preparation of drawings, plans, specifications and estimates for the costs of the Project; and

WHEREAS, there has been prepared and submitted to the Town Council a proposed form of a lease by and between the Building Corporation, as lessor, and the Town, as lessee, for the lease (the "Lease") of all or any portion of the foregoing facilities operated or to be operated by the Town.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF ST. JOHN, LAKE COUNTY, INDIANA, AS FOLLOWS:

SECTION ONE: The petition of taxpaying citizens heretofore filed with the Town Council is hereby approved.

SECTION TWO: Need exists for the Project, and that such Project cannot be provided from any funds available to the Town, and the Town Council shall proceed to take such steps as may be necessary to secure (1) the acquisition by the Building Corporation of all or any portion of the foregoing facilities and/or the real property related to any or all of such facilities, (2) the payment of all costs of the Project and all of the costs associated therewith by the Building Corporation and the Town, (3) instructions to the Building Corporation to complete or cause to be completed all or any portion of the construction, installation, equipping and/or renovation of the foregoing facilities operated or to be operated by the Town, and (4) the leasing of all or any portion of such facilities and the real property upon which these facilities are or will be located by the Building Corporation to the Town.

SECTION THREE: It is hereby determined to be proper and in the public interest to approve the incorporation of the Building Corporation for the purpose of financing, constructing, renovating, expanding and equipping the foregoing facilities operated or to be operated by the Town and leasing same to the Town.

SECTION FOUR: The Articles of Incorporation and Code of By-Laws of the Building Corporation, presented to and now before the Town Council are hereby approved.

SECTION FIVE: That the Town Council hereby approves the appointment of George Bellamy, Ronald Estep and Robert L. Meinzer, Jr. to act as the initial Directors of the Building Corporation, to serve a term (unless the Director resigns, is removed or dies) of one year or until a successor is appointed and qualified.

SECTION SIX: The Project is in the public interest of the citizens of the Town and involves proper public purposes for which the Town Council agrees to cooperate with the Building Corporation and assist it in fulfilling the requirements of any agencies, including the federal, state and city governments.

SECTION SEVEN: That the Building Corporation being duly organized to conduct business, may issue, sell and deliver its bonds (the "Bonds"), pursuant to the applicable laws of the State of Indiana, may encumber any real property or equipment acquired by it for the purpose of financing all or a portion of the Project and the entering into contracts for the sale of the Bonds and the acquisition, construction, renovation, expansion and equipping of said facilities.

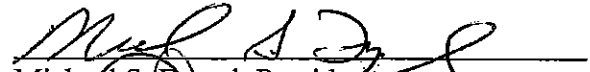
SECTION EIGHT: The terms and conditions of the proposed form of lease are approved and agreed to as the basis for a hearing as required by law, and such hearing shall be held by the Town Council upon the necessity for the execution of such lease and whether the lease rental provided therein is a fair and reasonable rental for the foregoing facilities operated or to be operated by the Town, prior to the final determination of such questions so that the Town Council may determine whether to execute such lease as now written or as modified hereafter by agreement of the parties prior to execution, and the Town Council President is hereby authorized to call said hearing to be held on such date and at such time and place as the Town Council President shall determine. The Town Council further authorizes the preparation of the plans, drawings, specifications and estimates for the Project and that such be placed on file in anticipation of publication of the notice of public hearing on the lease set forth below.

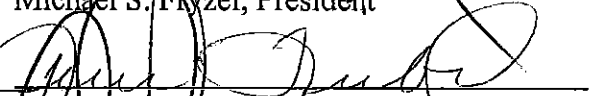
SECTION NINE: Any Officer of the Town be, and hereby is, authorized, empowered and directed, on behalf of the Town to publish notices of said public hearing and to take any other action as such officer deems necessary or desirable to effectuate the foregoing resolutions, and any such publication or other actions heretofore made or taken be, and hereby are, ratified and approved.


SECTION TEN: That this Resolution shall take effect, and be in full force and effect, from and after its passage by the Town Council of the Town of St. John, Lake County, Indiana.

ALL OF WHICH IS PASSED AND RESOLVED THIS 16th DAY OF
DECEMBER, 2004, BY THE TOWN COUNCIL OF THE TOWN OF ST. JOHN, LAKE
COUNTY, INDIANA.

TOWN OF ST. JOHN, LAKE COUNTY,
INDIANA, TOWN COUNCIL


Michael S. Fryzel, President

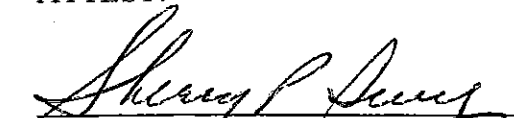

Jerri A. Teibel, Vice President


Charles Pearson, Member


Mark Barenie, Member

Gregory J. Volk, Member

ATTEST:


Sherry P. Surry, Clerk-Treasurer