EXHIBIT 4D
LCRA 8/22/18

RESOLUTION NO. 8-__-18

A RESOLUTION OF THE LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY OF KANSAS CITY, MISSOURI, APPROVING AND AUTHORIZING THE RELEASE OF CONTRACTS TO SELL AND PURCHASE IN CONNECTION WITH TRUMAN MEDICAL CENTER, INCORPORATED'S PLAN TO CONSTRUCT A MEDICAL OFFICE BUILDING AND RELATED PARKING GARAGE IMPROVEMENTS, AND AUTHORIZING FURTHER ACTIONS RELATED THERETO.

WHEREAS, the Land Clearance for Redevelopment Authority of Kansas City, Missouri ("Authority") is a public body corporate and politic created by the Land Clearance for Redevelopment Authority Law, Section 99.300, et seq., RSMo and is transacting business and exercising the powers granted by the Authority by virtue of Committee Substitute for Ordinance No. 16120, duly passed by the City Council of the City of Kansas City, Missouri ("City"), November 21, 1952; and

WHEREAS, on December 20, 1967, the Authority and Brothers of Mercy, Inc., a Missouri benevolent corporation ("Brothers of Mercy"), entered into the Contract to Sell and Purchase ("Brothers of Mercy Contract") recorded as Document No. K12757, in Book K29, at Page 124, regarding the acquisition and redevelopment of property within the Hospital Hill Urban Renewal Area as legally described on Exhibit A attached to the Release of Contracts to Sell and Purchase ("Brothers of Mercy Property"); and

WHEREAS, on May 24, 1974, the Authority and Kansas City General Hospital and Medical Center, Inc., a Missouri nonprofit corporation ("KC General"), entered into the Contract to Sell and Purchase ("KC General Contract") recorded as Document No. K232039, in Book K529, at Page 506, regarding the acquisition and redevelopment of property within the Hospital Hill Urban Renewal Area as legally described on Exhibit B attached to the Release of Contracts to Sell and Purchase ("KC General Property"). The Brothers of Mercy Contract and the KC General Contract are collectively referred to as the "Contracts" and the Brothers of Mercy Property and the KC General Property are collectively referred to as the "Property"; and

WHEREAS, Truman Medical Center, Incorporated ("TMC") is the current owner of the Property and the successor in interest to the Contracts. TMC intends to build a medical office building and parking garage improvements on the Property and requests that the Authority release the Contracts to clear the Contracts as title encumbrances in connection with a financing closing for the project. TMC is not seeking any incentives or services from the Authority for the project; and

WHEREAS, the Property is within the Hospital Hill Urban Renewal Area; and

WHEREAS, having determined that the original purposes for the Contracts have been fulfilled, the Authority desires to terminate the Contracts and fully release the Property from restrictions contained in the Contracts, subject to TMC closing on the financing transaction necessary for TMC to construct the planned medical office building.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY OF KANSAS CITY, MISSOURI, AS FOLLOWS:

1. The Chairman, Vice Chairman, and Executive Director each is authorized to execute and deliver an instrument releasing the Property from the encumbrance and effect of the Contracts in substantially the form of the Release of Contracts to Sell and Purchase attached hereto as Exhibit A, subject to such changes, additions or deletions as such officer, upon the advice of legal counsel, may deem necessary or desirable; provided, however, that the termination of the Redevelopment Contract and execution and delivery of the Release of Contracts to Sell and Purchase is expressly subject to TMC closing on the financing closing necessary for TMC to construct the planned medical office building.

2. The Chairman, Vice Chairman, Executive Director, and Secretary each is further authorized and directed to execute and deliver for and on behalf of the Authority any and all additional certificates, agreements, documents or papers and to perform all other acts as the Authority or the title company may deem necessary or appropriate in order to close this transaction or otherwise implement and carry out the matters authorized by this Resolution, with such execution being conclusive evidence of his or her approval thereof.

3. This Resolution shall take effect immediately.

ADOPTED by the Land Clearance for Redevelopment Authority of Kansas City, Missouri this 22nd day of August, 2018.

THE LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY OF KANSAS CITY, MISSOURI

[SEAL]

By: _____
Steven D. Hamilton, Chairman

ATTEST:

_____
Greg Flisram, Secretary

<u>Exhibit A</u>

Release of Contracts to Sell and Purchase