

IN THE MATTER OF )  
AUTHORIZING THE CHAIRPERSON )  
OR VICE CHAIRPERSON OF THE )  
BOARD OF COUNTY )  
COMMISSIONERS OF LANCASTER )  
COUNTY, NEBRASKA TO TAKE )  
SUCH ACTION AND EXECUTE )  
DOCUMENTS NECESSARY TO )  
COMPLY WITH THE ASSET )  
PURCHASE AGREEMENT )  
REGARDING LANCASTER MANOR, )  
AND TO CARRY OUT THE SALE )  
OF LANCASTER MANOR )

RESOLUTION NO. R-10-0021

**WHEREAS**, Neb. Rev. Stat. § 23-113.03, provides that the County Board shall have power as a board, or as individuals, to perform such other duties as may from time to time be imposed by general law; and

**WHEREAS**, on the 8<sup>th</sup> day of December, 2009, the Lancaster County Board of Commissioners, approved, and authorized entering into, an Asset Purchase Agreement between Lancaster County, Nebraska, Lancaster Manor Real Estate, LLC, and Lancaster Manor Rehabilitation Center, LLC, whereby Lancaster Manor Real Estate, LLC, was to purchase the real property, assets, and personal property of the skilled nursing facility located at 1001 South Street, Lincoln, Nebraska, commonly known as Lancaster Manor, all for the purpose of ensuring the property will continue to be used as a nursing facility and to guarantee that Medicaid beds remain available to the residents of Lancaster County, Nebraska;

**WHEREAS**, on the 8<sup>th</sup> day of December, 2009, the Lancaster County Board of Commissioners approved, and authorized entering into, an Operations Transfer Agreement

between Lancaster County, Nebraska, and Lancaster Manor Real Estate, LLC, for the transfer of operations of the skilled nursing home located at 1001 South Street, Lincoln, Nebraska, commonly known as Lancaster Manor, which Operations Transfer Agreement would transfer operations from Lancaster County to Lancaster Manor Rehabilitation Center effective December 31, 2009, at 11:59 p.m.;

**WHEREAS**, on the 8<sup>th</sup> day of December, 2009, the Lancaster County Board of Commissioners approved and authorized a Lease Agreement between Lancaster County, Nebraska, and Lancaster Manor Real Estate, LLC, to lease the property of a skilled nursing home located at 1001 South Street, Lincoln, Nebraska, commonly known as Lancaster Manor which Lease Agreement is to be effective as of December 31, 2009, at 11:50 p.m. and remain in effect until the closing of the Purchase Agreement identified above.

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Commissioners of Lancaster County, Nebraska, pursuant to the authority under Neb. Rev. Stat. §23-113.03, that the Chairperson or Vice Chair of the Lancaster County Board of Commissioners, shall be authorized and directed to take such action, execute such documents, closing documents, certificates, and instruments as necessary to carry out and comply with the terms of the Asset Purchase Agreement as identified above, and comply with and perform the obligations and duties of Lancaster County with respect to the sale of the property to Lancaster Manor Real Estate, LLC, a Nebraska limited liability company; and

**BE IT FURTHER RESOLVED**, that this Resolution shall continue in full force and effect and may be relied upon by Purchaser.

**IN WITNESS WHEREOF**, Secretary has executed this Resolution as of the 2nd day of March, 2010.

BY THE BOARD OF COMMISSIONERS  
OF LANCASTER COUNTY, NEBRASKA

By a. Stevens Jr.

Bernie Seun

Bob Workman

Huckins voted nay

**Schorr Absent**