

TOURISM AND SPORTS AUTHORITY
Resolution Authorizing
City of Tempe/TSA Agreement on Disbursement
of Funds for Repositioning Studies

I. RECITALS

WHEREAS, pursuant to Arizona Revised Statutes Section 5-804 (the “Act”), the Board of Directors (the “Board”) of the Tourism and Sports Authority (the “Authority”) is empowered to enter into agreements necessary to carry out the purposes of the Authority; and

WHEREAS, pursuant to Arizona Revised Statutes Section 5-805, the President and Chief Executive Officer of the Authority (the “President”) is empowered to negotiate, make, execute, acknowledge and perform agreements necessary to accomplish the purposes of the Authority, which agreements are subject to approval by the Board; and

WHEREAS, the President has negotiated that certain City of Tempe/TSA Agreement on Disbursement of Funds for Repositioning Studies by and between the City of Tempe and the Authority in substantially the form attached hereto as Exhibit A (the “Agreement”); and

WHEREAS, John F. Long has threatened to commence an action alleging that the formation of the Authority violates the Arizona Constitution as a special law; and

WHEREAS, the Board has received and reviewed a copy of an opinion from the Attorney General of the State of Arizona dated September 6, 2001 setting forth her conclusion that the statute authorizing the formation of the Authority is constitutional under the Arizona Constitution; and

WHEREAS, the President recommends that the Board authorize the Agreement subject to the limitations set forth below.

II. AUTHORIZATION OF AGREEMENT

NOW, THEREFORE, BE IT RESOLVED, that the Board, on behalf of the Authority and pursuant to the Act, hereby approves, authorizes and adopts the Agreement believing that the terms thereof are fair and in the best interests of the Authority; and

FURTHER RESOLVED, that the President is authorized and directed to execute and deliver in the name and on behalf of the Authority, and to cause the Authority to perform its respective obligations under, the Agreement and to perform all other acts that may be necessary in connection therewith; and

III. MISCELLANEOUS MATTERS

FURTHER RESOLVED, that all actions previously taken on behalf of the Authority by any director or officer of the Authority in connection with any of the foregoing matters are ratified and confirmed in all particulars as the acts of the Authority.

Dated September 10, 2001

EXHIBIT A

**City of Tempe/TSA Agreement on Disbursement
of Funds for Repositioning Studies**