

TOURISM AND SPORTS AUTHORITY
Resolution Authorizing Negotiation and Execution of
Multipurpose Facility Alternate Site Host Memoranda of Understanding

I. RECITALS

WHEREAS, pursuant to Arizona Revised Statutes Section 5-801 *et seq.* (the "Act"), the Authority shall construct, finance, furnish, maintain, improve, operate, market and promote the use of a multipurpose facility (the "Facility") and do all things necessary or convenient to accomplish those purposes; and

WHEREAS, pursuant to the Act, one or more site hosts (the "Site Host") shall provide the land, infrastructure and parking facilities associated with the Facility; and

WHEREAS, the Authority has determined to approve the Site Host proposal of the City of _____ (the "Primary Site Host") and, accordingly, authorized execution of that certain Development and Disposition and Intergovernmental Agreement by and between the Authority and the City of _____ and all related agreements contemplated thereby (the "Facility Site Transaction Documents"); and

WHEREAS, also pursuant to the Act, the Authority may enter into up to two (2) memoranda of understanding, letters of intent or other noncommittal writings preliminary to an agreement with a potential Facility Site Host (the "Alternate Site Host(s)") for the provision of land, infrastructure and parking facilities for the Facility to be effective only if the agreement or agreements between the Authority and the Primary Site Host cease to be effective for any reason; and

WHEREAS, the Board has determined that it is in the best interests of the Authority to authorize and direct the Authority's President, Chief Executive Officer and Executive Director to negotiate and execute, in the name and on behalf of the Authority, up to two (2) memoranda of understanding with an Alternate Site Host(s).

II. AUTHORIZATION OF NEGOTIATION AND EXECUTION OF
MULTIPURPOSE FACILITY ALTERNATE SITE HOST MEMORANDA OF
UNDERSTANDING

NOW, THEREFORE, BE IT RESOLVED, that the Board, on behalf of the Authority and pursuant to the Act, hereby authorizes and directs the Authority's President, Chief Executive Officer and Executive Director to negotiate and execute, in the name and on behalf of the Authority, up to two (2) memoranda of understanding with an Alternative Site Host(s); and

FURTHER RESOLVED, that the President, Chief Executive Officer and Executive Director of the Authority is authorized and directed, in the name and on behalf of the Authority, to take all actions necessary, appropriate or advisable to effectuate the foregoing resolution; 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 hereby ratified and confirmed in all particulars as the acts of the Authority.

Dated: August 29, 2002