

RESOLUTION NO. 2004-58
ARIZONA TOURISM AND SPORTS AUTHORITY
Resolution Approving Intergovernmental Agreement
Relating to Improvement of Tempe Diablo Stadium

I. RECITALS

WHEREAS, pursuant to Arizona Revised Statutes Section 5-801 *et seq.* (the "Act"), from monies in the Cactus League Promotion Account, the Tourism and Sports Authority, d/b/a. the Arizona Sports and Tourism Authority (the "Authority") is authorized to acquire land or construct, finance, furnish, improve, market or promote the use of existing or proposed Major League baseball spring training facilities that are located in Maricopa County and other structures, utilities, roads, parking areas or buildings necessary for the full use of the training facilities for sports and other purposes and to do all things necessary or convenient to accomplish those purposes; and

WHEREAS, pursuant to the Act, the Authority Board of Directors (the "Board") shall require that any Cactus League project include financial participation from Maricopa County or the municipality in which the project is located, from a private party or from any combination of these entities that equals or exceeds one-half of the amount to be spent or distributed by the Authority; and

WHEREAS, the Board has previously approved a Cactus League Retention and Expansion Plan that makes planned improvements for the City of Tempe and City of Scottsdale Cactus League facilities the Board's next highest priority for use of Cactus League promotion monies; and

WHEREAS, the Board preliminarily approved such funding request subject to the City and Authority negotiating and entering into a mutually acceptable lease agreement with Angels Baseball LP ("the Angels") and an intergovernmental agreement regarding the funding of the contributions by the City and the Authority; and

WHEREAS, the Board believes that it is in the best interest of the Authority to fund the Project in the maximum amount of \$12,000,000, but no more than sixty percent of the actual Project costs, provided that in return the City receives a minimum 20-year lease extension with the Angels at Tempe Diablo Stadium, all to be set forth in an intergovernmental agreement with the City; and

WHEREAS, in order to facilitate the Authority's funding for the Project and the City and the Angels' obligations with respect to the Project, the City, the Angels and the Authority propose entering into an Intergovernmental Agreement in the form attached as Exhibit "A" hereto (the "IGA"), which the City Council has previously approved in open session on November 8, 2004; and

WHEREAS, the City and the Authority have entered into a letter agreement resolving certain disputes with respect to the Authority's claim for Federal Aviation Administration related

expenses relating to the abandonment of the Multipurpose Facility site at Priest and Washington roads in the City (the "MFP site"), with payment in the amount of \$405,642.41 to be made by the City to the Authority (the "Payment") and with a reduction in the amount of the Authority's share of project funding herein from two-thirds to no more than sixty percent of project costs, upon execution of the IGA; and

WHEREAS, pursuant to the Act, the Board is empowered to enter into agreements necessary to carry out the purposes of the Authority; and

WHEREAS, after due consideration of the recommendations of the Authority's Executive Director (President/CEO), the Board desires to approve and ratify the execution, delivery and performance of the IGA as in the best interests of the Authority.

II. APPROVAL OF THE IGA

NOW, THEREFORE, BE IT RESOLVED, that the Board approves the funding of the Project in the amount of \$12,000,000, but no more than sixty percent of the actual Project costs, all as more fully set forth in the IGA; and

FURTHER RESOLVED, that pursuant to the IGA the Authority will have the right to review project plans, architectural designs, project scope, budgets and schedules, and construction progress to ensure that the project is in keeping with this agreement and the Authority's statutory obligations; and

FURTHER RESOLVED, subject to the receipt by the Authority of the Payment from the City, that the Board approves the execution and delivery of the IGA in the name and on behalf of the Authority; and

FURTHER RESOLVED, that the Chairman of the Board and the Executive Director of the Authority (each an "Authorized Officer") be, and they hereby are, authorized and directed to cause the Authority to perform its respective obligations under the IGA and all other related agreements or amendments contemplated thereby, and to sign and deliver all other related agreements or amendments contemplated thereby, in the name and on behalf of the Authority, and with such changes therein and additions or deletions thereto as any Authorized Officer deems necessary, appropriate or advisable to carry out the purposes and intent of this Resolution, the signing and delivery thereof by such Authorized Officer to be conclusive evidence of the approval of such changes, additions or deletions; and

FURTHER RESOLVED, that the Authorized Officers of the Authority are authorized and directed, in the name and on behalf of the Authority, to take all actions necessary, appropriate or advisable to effectuate the foregoing resolutions, including the incurrence of fees and expenses and recording of certain documents and agreements, as in their judgment shall be necessary, appropriate or advisable to carry into effect the purposes and intent of this Resolution and the transactions contemplated by this 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, confirmed and approved in all particulars as the acts of the Authority.

Dated: November 10, 2004

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