RESOLUTION NO. \_\_\_\_\_

WHEREAS, the Colorado Springs Urban Renewal Authority, a body corporate and politic of the State of Colorado (the “Authority”) duly organized and existing under Part 1, Article 25, Title 31, Colorado Revised Statutes, as amended (the “Authority Act”) is authorized by Part 3. Article 46, Title 24, Colorado Revised Statutes, as amended (the “Regional Tourism Act”) and by Resolution No. 3 adopted by the Colorado Economic Development Commission effective as of December 16, 2013, as heretofore amended (“Resolution No. 3”), to issue its bonds (the “Bonds”) to finance a “Project” as defined in Resolution No. 3, which Project is generally referred to as the “City for Champions” project; and

WHEREAS, the Colorado Sports & Event Center (the “Colorado Sports & Event Center Project”) constitutes one of the “Project Elements” of the City for Champions project and consists of (i) a multi-use outdoor sports stadium and related facilities (the “Stadium Project”) and (ii) a multi-use indoor sports arena and related facilities; and

WHEREAS, the Stadium Project will initially be acquired, constructed, equipped and owned by Switchbacks FC Holdings, LLC, a Delaware limited liability company (“Switchbacks FC Holdings”); and

WHEREAS, the Authority intends to issue the Bonds to finance the Stadium Project, which Bonds will be secured by 15.33% of the Percentage of State Sales Tax Increment Revenue, as defined in Resolution No. 3, provided that in no event shall the total cumulative amount thereof during the Financing Term, as defined in Resolution No. 3, exceed $18,476,668; and

WHEREAS, Switchbacks FC Holdings may incur certain capital expenditures relating to the Stadium Project prior to the Authority issuing the Bonds for the Stadium Project, and the Authority reasonably intends to reimburse Switchbacks FC Holdings for such prior capital expenditures with proceeds of the Bonds; and

WHEREAS, this Resolution is intended to constitute the Authority’s declaration of “official intent” to reimburse Switchbacks FC Holdings from the proceeds of the Bonds for such prior capital expenditures within the meaning of Section 1.150-2 of the regulations promulgated under Section 103 of the Internal Revenue Code of 1986, as amended.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Colorado Springs Urban Renewal Authority that:

# In order to permit the Authority to reimburse Switchbacks FC Holdings for prior capital expenditures relating to the Stadium Project from the proceeds of the Bonds, the interest on which is expected to be excluded from gross income for federal income tax purposes, the Board of Commissioners hereby determines and declares that:

## Switchbacks FC Holdings may incur capital expenditures with respect to the Stadium Project prior to the issuance of the Bonds by the Authority and the Authority reasonably expects to reimburse those expenditures from the proceeds of the issuance of the Bonds, provided that those expenditures constitute “Eligible Costs”, as defined in the Regional Tourism Act;

## The Stadium Project consists of the acquisition, construction and equipping of a multi-use outdoor sports stadium and related facilities, as further described in Resolution No. 3; and

## The maximum principal amount of the Bonds expected to be issued to finance the Stadium Project is $14,000,000.

# The Board of Commissioners further determines that it will authorize and issue the Bonds, upon terms satisfactory to the Authority and Switchbacks FC Holdings at the time of the issuance of the Bonds, to pay the cost of the Stadium Project and the payment of the costs incident to the authorization, issuance and sale of the Bonds, and will take all further action that is necessary or desirable in connection therewith.

# The officers of the Authority be, and hereby are, authorized and directed to take all actions necessary or appropriate to effectuate the provisions of this Resolution.

# If any section, paragraph, clause, or provision of this Resolution is held to be invalid or unenforceable, the validity or enforceability of any other section, paragraph, clause, or provision of this Resolution shall in no way be affected.

# This Resolution shall take effect immediately upon its passage and adoption.

August 28, 2019.

Chair

Executive Director