

COLORADO SPRINGS URBAN RENEWAL AUTHORITY
RESOLUTION NO. ~~3~~ 10-14

TITLE: A RESOLUTION OF THE COLORADO SPRINGS URBAN RENEWAL AUTHORITY APPROVING THE COOPERATION AGREEMENT BETWEEN THE CITY OF COLORADO SPRINGS, COLORADO, FOR AND ON BEHALF OF AN ENTITY TO BE FORMED TO ACT AS THE PROJECT ELEMENT SPONSOR FOR THE PROJECT ELEMENT KNOWN AS THE COLORADO SPORTS & EVENT CENTER, AND THE COLORADO SPRINGS URBAN RENEWAL AUTHORITY

WHEREAS, in connection with that certain Resolution No. 3 by the Colorado Economic Development Commission Concerning the Allocation of State Sales Tax Increment Revenue for the Colorado Springs City for Champions Project (the "Resolution"), the Colorado Springs Urban Renewal Authority (the "Authority"), acting as the "Financing Entity" under the Resolution and the Regional Tourism Act, C.R.S. §24-46-301 et seq., must sign a written agreement delineating the relationship and decision-making authority for the Project (as defined in the Resolution) between itself and each of the Project Element Sponsors (as defined in the Resolution) under the Resolution;

WHEREAS, for purposes of the Agreement (as defined below), the City of Colorado Springs, Colorado, a home rule city and Colorado municipal corporation (the "City"), is acting for and on behalf of an entity to be formed to act as the Project Element Sponsor for the Project Element known as the Colorado Sports & Event Center described in the Resolution;

WHEREAS, on July 22, 2015, the Board of Commissioners of the Authority (the "Board") approved a proposed Cooperation Agreement between the City, for and on behalf of an entity to be formed to act as the Project Element Sponsor for the Colorado Sports & Event Center, and the Authority, and the Colorado Economic Development Commission subsequently requested certain changes to such agreement which have been addressed in the revised Agreement; and

WHEREAS, the Board has reviewed the proposed revised Cooperation Agreement (the "Agreement") between the City, for and on behalf of an entity to be formed to act as the Project Element Sponsor for the Colorado Sports & Event Center, and the Authority and determined that it furthers the goals and objectives of the Resolution, and desires to authorize and direct the Authority to execute and deliver the Agreement substantially in the form attached hereto as Exhibit A;

NOW THEREFORE, BE IT RESOLVED by the Authority as follows:

Approval of Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board deems it in the best interests of the Authority to approve the Agreement;

FURTHER RESOLVED, that the Agreement be, and hereby is, authorized and approved and the Chair of the Authority be, and hereby is, authorized to execute and deliver the Agreement

substantially in the form of Exhibit A attached hereto and cause the Authority to perform its obligations under the Agreement in the name and on behalf of the Authority; and

FURTHER RESOLVED, that the Authority's performance of its obligations under the Agreement, together with all actions heretofore or hereafter taken by each and any authorized person of the Authority, in connection with such Agreement be, and the same hereby are, authorized, approved, ratified and confirmed in all respects.

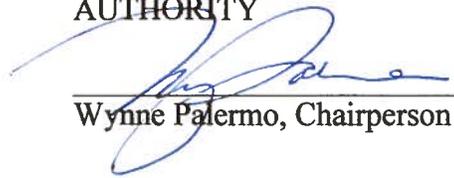
General Authorization.

RESOLVED, that the Chair, Vice Chair and the officers of the Authority be, and each of them hereby is, individually, authorized, empowered and directed, in the name and on behalf of the Authority, to execute and deliver such other documents and to take all such actions as they deem necessary or appropriate in connection with the transactions contemplated by the foregoing resolutions; and

FURTHER RESOLVED, that all actions previously taken in connection with the foregoing by any officer or agent of the Authority, in the name or on behalf of the Authority or any of its affiliates, be, and each of the same hereby is, authorized, adopted, ratified, confirmed and approved in all respects as the act and deed of the Authority.

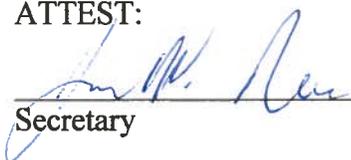
ADOPTED the 14th day of October, 2015.

COLORADO SPRINGS URBAN RENEWAL
AUTHORITY



Wynne Palermo, Chairperson

ATTEST:



Secretary

APPROVED AS TO FORM:

David M. Neville, General Counsel