

RESOLUTION NO. 18-URA6

BY THE BOARD OF COMMISSIONERS OF THE URBAN RENEWAL AGENCY OF KETCHUM, IDAHO:

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE URBAN RENEWAL AGENCY OF KETCHUM, IDAHO, MAKING CERTAIN FINDINGS AND DETERMINATIONS CONCERNING THE NOT TO EXCEED REIMBURSABLE AMOUNT AND COMMENCING THE PAYMENT OF CERTAIN TAX INCREMENT REVENUES TO LIMELIGHT KETCHUM LLC.; AUTHORIZING THE CHAIRMAN OR ADMINISTRATOR AND THE SECRETARY OF AGENCY TO TAKE APPROPRIATE ACTION; AND PROVIDING FOR THIS RESOLUTION TO BE EFFECTIVE UPON ITS PASSAGE AND APPROVAL.

THIS RESOLUTION, made on the date hereinafter set forth by the Urban Renewal Agency of Ketchum, Idaho, also known as the Ketchum Urban Renewal Agency, an independent public body, corporate and politic, authorized under the authority of the Idaho Urban Renewal Law of 1965, Chapter 20, Title 50, Idaho Code, as amended (hereinafter the "Law") and the Local Economic Development Act, Chapter 29, Title 50, Idaho Code, as amended (hereinafter the "Act"), a duly created and functioning urban renewal agency for Ketchum, Idaho, hereinafter referred to as the "Agency."

WHEREAS, the City Council ("City Council") of the City of Ketchum (the "City") by adoption of Ordinance No. 992 on November 15, 2006, duly adopted the Ketchum Urban Renewal Plan (the "2006 Plan") to be administered by the Agency;

WHEREAS, upon the approval of Ordinance No. 1077 adopted by the City Council on November 15, 2010, and deemed effective on November 24, 2010, the Agency began implementation of the amended Ketchum Urban Renewal Plan (the "Amended Plan");

WHEREAS, Limelight Ketchum, LLC ("Limelight") owns and controls the real property located at Amended Lot 1A, Block 20, in Section 11, Ketchum Town Site (the "Site");

WHEREAS, Limelight is in the process of constructing improvements on the Site and adjacent public rights of way in conjunction with the development of a new hotel project on the Site (the "Private Development");

WHEREAS, the Urban Renewal Plan authorizes Agency to use revenue allocation financing to fund specific projects and improvements to implement the Urban Renewal Plan;

WHEREAS, Agency and Limelight have negotiated the major terms of Agency's participation in the funding of certain improvements to the public right of way and other eligible expenses (collectively the "Agency Funded Public Improvements");

WHEREAS, said Agency Funded Public Improvements implement several objectives outlined in the Urban Renewal Plan;

WHEREAS, the Urban Renewal Plan authorizes Agency to enter into owner participation agreements to implement the Urban Renewal Plan;

WHEREAS, as a result of Limelight's agreement to construct the Agency Funded Public Improvements, Limelight's commitment to comply with the terms of the Urban Renewal Plan, and Agency's commitment to reimburse Limelight in compliance with the Urban Renewal Plan, the Parties entered into an Owner Participation Agreement (the "Agreement") to define their respective obligations;

WHEREAS, the Agency approved the Owner Participation Agreement between the Agency and Limelight at its board meeting of October 19, 2015;

WHEREAS, the Agreement implemented the Agency's then participation policy which provides for Agency funding of certain Agency Funded Public Improvements as defined in the Agreement;

WHEREAS, the Agreement provided for the Agency to reimburse an amount not to exceed \$1,500,000, upon submission and review by the Agency of Cost Documentation to determine Actual Eligible Expenses, all as defined in the Agreement;

WHEREAS, the Agency's obligation for reimbursement shall not commence until the determination of the Actual Eligible Expenses and a Certificate of Occupancy has been issued for the Private Development;

WHEREAS, the Agreement provides for the Agency to make payments on a biannual basis of fifty percent of the revenue allocation (tax increment) proceeds arising from the Private Development on the Site, continuing until the amount entitled to reimbursement has been paid or the revenue allocation authority of the Agency has been terminated, whichever occurs first;

WHEREAS, Limelight has provided Agency staff with certain documentation including invoices, evidence of payment of eligible expenses, and other material;

WHEREAS, Agency staff has determined and recommends to the Agency board an amount not to exceed \$1,305,198.00 as the Actual Eligible Expenses entitled to reimbursement;

WHEREAS, upon Limelight providing evidence of payment of ad valorem taxes and the

Private Development certificate of occupancy, Agency staff recommends commencing payment upon receipt by the Agency of tax revenues as of July 2018;

WHEREAS, the Board of Commissioners finds it in the best public interest to approve commencement of payment of certain tax increment revenue to Limelight in an amount not to exceed \$1,305,198.00, upon submission and review by the Agency of Cost Documentation to determine Actual Eligible Expenses.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE BOARD OF COMMISSIONERS OF THE KETCHUM URBAN RENEWAL AGENCY OF THE CITY OF KETCHUM, IDAHO, AS FOLLOWS:

Section 1: That the above statements are true and correct.

Section 2: The Agency Board hereby determines Limelight shall be entitled to reimbursement of Actual Eligible Expenses in an amount not to exceed \$1,305,198.00.

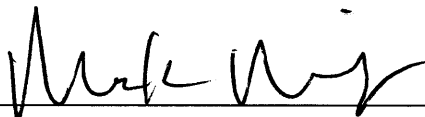
Section 3. The Agency shall commence payment of fifty percent of the revenue allocation (tax increment) revenues generated from the Private Development Site and received by the Agency upon receipt of evidence of payment of ad valorem property taxes and the issuance of the certificate of occupancy for the Private Development as of July 2018 and bi-annually thereafter subject to evidence of payment of taxes from the Site, until the amount stated above has been fully paid or the revenue allocation authority of the Agency has been terminated, whichever occurs first.

Section 4: That this Resolution shall be in full force and effect immediately upon its adoption and approval.

PASSED by the Urban Renewal Agency of Ketchum, Idaho, on March 19, 2018. Signed by the Chair of the Board of Commissioners and attested by the Secretary to the Board of Commissioners, on March 19, 2018.

URBAN RENEWAL AGENCY OF KETCHUM

By _____
Chair



ATTEST:

By _____

Secretary

