

**RESOLUTION AUTHORIZING THE ACQUISITION OF PROPERTY FROM
BROOKSTOWN DEVELOPMENT PARTNERS, LLC AND SPORTS MENAGERIE, LLC,
AUTHORIZING THE FINANCING OF THE SALE OF CERTAIN
CITY-OWNED LAND, AND CLARIFYING LANGUAGE FOR THE
BROOKSTOWN DEVELOPMENT PROJECT.**

WHEREAS, the City Council previously approved the City's participation in this economic development project to help offset the project costs including public infrastructure improvements, site preparation, and stadium construction costs associated with the development; and

WHEREAS, due to increased costs associated with the project and an unforeseen split in the ownership of Brookstown Development Partners, LLC; Sports Menagerie, LLC; and Sports Menagerie Corporation along with the current global credit crisis, the City has been requested to assist with financing of the project.

WHEREAS, the developer has requested any net new tax increment from Phase I investment in excess of \$22.6 million be applied to the City's previously authorized Phase II commitment of up to \$8,012,252 and that the annual grants would never exceed 100% of the annual property taxes paid to the City for the previous year and the City's total Phase II commitment of \$8,012,252 would not change.

NOW, THEREFORE, BE IT RESOLVED, that the Winston-Salem City Council authorizes as set forth in Exhibit A the purchase of the land (Revised Lot 1, as shown on a map recorded in Plat Book 54, page 182-184) under the footprint of the stadium, adjacent land (Lot 2 as shown on a map recorded in Plat Book 54, pages 182-184) for on-site parking and easements for off site parking, and the procurement of subordinated security interest in (1) the improvements on the stadium land from Sports Menagerie, LLC, its successors, affiliates, and assigns and (2) land owned by Brookstown Development Partners, LLC, all from Brookstown Development Partners, LLC, its successors, affiliates, and assigns.

BE IT FURTHER RESOLVED that the Winston-Salem City Council authorizes the City to finance the sale of certain City-owned lots being Tax Block 0098, Lots 003A, 101A, 201, 003B, 101C, 202A and Tax Block 0103, Lots 106 and 107 under the terms and conditions set forth in Exhibit B to Brookstown Development Partners, LLC, its successors, affiliates, or assigns, provided a lease is granted to the City on said property for a term of five years or the date by which the loan is paid, whichever comes first, at fair market value, which shall not exceed the annual interest payment.

BE IT FURTHER RESOLVED that the original economic development agreement between the City, Brookstown Development Partners, LLC, and Sports Menagerie, LLC be: (1) Restated and Amended, to incorporate any additional parties such as Sports Menagerie Stadium, LLC; Double Play Partners, LLC; W-S Dash Partners, LLC; any affiliates, successors, and assigns thereof; and (2) any additional provisions necessitated by the adoption of this resolution, including but not limited to clarifications regarding any Phase I investment in excess of \$22.6 million such that the net new tax increment from this additional investment is applied to the City's previously authorized Phase II commitment of up to \$8,012,252 and that the annual grants would never exceed 100% of the annual property taxes paid to the City for the previous year in excess of the \$22.6 million investment and that the City's total Phase II commitment of \$8,012,252 does not change.

BE IT FURTHER RESOLVED that the City Manager and City Secretary are hereby authorized to execute all documents necessary to effectuate the actions authorized by this resolution.