

EXTRACT OF MINUTES OF MEETING
OF THE CITY COUNCIL OF THE
CITY OF WAITE PARK, MINNESOTA

HELD: July 18, 2016

Pursuant to due call and notice thereof, a regular meeting of the City Council of the City of Waite Park, Stearns County, Minnesota, was duly called and held at the City Hall in said City on July 18, 2016, at 6:30 o'clock p.m.

The following members were present: Mayor Miller, Members Linquist, Schneider, Schulz, Theisen

and the following were absent: None

Member Schulz introduced the following resolution and moved its adoption:

RESOLUTION NO. 071816-02
AUTHORIZING EXECUTION OF AN
AMENDMENT TO DEVELOPMENT AGREEMENT

A. WHEREAS, the City and Silver Leaf Group, LLC, a limited liability company (the "Company"), and Silver Leaf Lodging Group, LLC, a South Dakota limited liability company (the "Developer") entered into a Development Agreement, dated as of February 1, 2016 (the "Development Agreement") in connection with the construction of not less than a 20,000 square foot conference center, a 95-unit extended stay hotel operating as a Marriott Residence Inn, or extended stay hotel of similar rating, ranking or classification and a 90-unit select service hotel operating as a Hilton Garden Inn or select service hotel of similar rating, ranking or classification located in the City (the "Project"); and

B. WHEREAS, the City, the Company and the Developer propose to amend the Development Agreement as provided in the First Amendment to Development Agreement to increase the interest rate of the Tax Increment Revenue Note for the Project.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Waite Park, Minnesota, as follows:

1. The City Council hereby approves the First Amendment to Development Agreement in substantially the form submitted, and the Mayor and Administrator are hereby authorized and directed to execute the First Amendment to Development Agreement on behalf of the City.

2. The approval hereby given to the First Amendment to Development Agreement includes approval of such additional details therein as may be necessary and appropriate and such modifications thereof, deletions therefrom and additions thereto as may be necessary and

appropriate and approved by the City officials authorized by this resolution to execute the Agreement. The execution of the Agreement by the appropriate officer or officers of the City shall be conclusive evidence of the approval of the Agreement in accordance with the terms hereof.


The motion for adoption of the foregoing resolution was duly seconded by Member Linnquist and, after full discussion thereof, and upon a vote being taken thereof, the following voted in favor thereof: Members Linnquist, Schulz, Theisen

and the following voted against same: Mayor Miller, Member Schneider

Adopted this 18th day of July, 2016.



Mayor

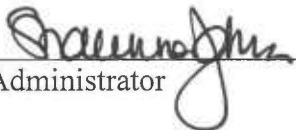
Attest: 

Administrator

STATE OF MINNESOTA
COUNTY OF STEARNS
CITY OF WAITE PARK

I, the undersigned, being the duly qualified and acting Administrator of the City Council of the City of Waite Park, Minnesota, DO HEREBY CERTIFY that I have carefully compared the attached and foregoing extract of minutes with the original minutes of a meeting of the City Council City held on the date therein indicated, which are on file and of record in my office, and the same is a full, true and complete transcript therefrom insofar as the same relates to a Resolution Authorizing the Execution of an Amendment to Development Agreement.

WITNESS my hand as such Administrator of the City Council of the City of Waite Park, Minnesota this 18th day of July, 2016.



Administrator

FIRST AMENDMENT TO DEVELOPMENT AGREEMENT

THIS FIRST AMENDMENT TO DEVELOPMENT AGREEMENT (the "Amendment"), dated as of the 18th day of July, 2016, by and between the CITY OF WAITE PARK, MINNESOTA (the "City"), a municipal corporation and political subdivision of the State of Minnesota, and Silver Leaf Group, LLC, a limited liability company (the "Company"), and Silver Leaf Lodging Group, LLC, a South Dakota limited liability company (the "Developer").

WITNESSES:

WHEREAS, the City, the Company and the Developer entered into a Development Agreement dated as of February 1, 2016 (the "Development Agreement") relating to the acquisition and development of certain real property; and

WHEREAS, the City, the Company and the Developer wish to amend the Development Agreement as provided in this Amendment; and

WHEREAS, the City, the Company and the Developer have both duly authorized the Amendment; and

NOW, THEREFORE, the Development Agreement is amended as provided herein.

1. Section 3.3 (2) of the Development Agreement is amended and restated as follows:

"The unpaid principal of the TIF Note shall bear simple non-compounding interest from the date of issuance of the TIF Note, at 4.50% per annum. Interest shall be computed on the basis of a 360 day year consisting of twelve (12) 30-day months."

2. EXHIBIT B, second paragraph is amended and restated as follows:

"The principal amount of this Note shall equal from time to time the principal amount stated above, as reduced to the extent that such principal installments shall have been paid in whole or in part pursuant to the terms hereof; provided that the sum of the principal amount listed above shall in no event exceed \$4,260,000 as provided in that certain Development Agreement, dated as of February 1, 2016, as the same may be amended from time to time (the "Development Agreement"), by and between the City and the Developer. The unpaid principal amount hereof shall bear interest from the date of this Note at the simple non-compounded rate of four and one-half percent (4.50%) per annum. Interest shall be computed on the basis of a 360 day year consisting of twelve (12) 30-day months."

3. Except as herein amended, all terms and provisions of the Development Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the City and the Developer have caused this Amendment to be duly executed on the date first written above.


CITY OF WAITE PARK, MINNESOTA

By: 
Its Mayor

By: 
Its Administrator

This is a signature page to the First Amendment to the Development Agreement by and between the City of Waite Park, Minnesota and Silver Leaf Group, LLC and Silver Leaf Lodging Group, LLC.

SILVER LEAF LODGING GROUP, LLC

By  _____

Its Manager _____

This is a signature page to the First Amendment to the Development Agreement by and between the City of Waite Park, Minnesota and Silver Leaf Group, LLC and Silver Leaf Lodging Group, LLC.

SILVER LEAF GROUP, LLC

By  2-11-16

Its pres.

This is a signature page to the First Amendment to the Development Agreement by and between the City of Waite Park, Minnesota and Silver Leaf Group, LLC and Silver Leaf Lodging Group, LLC.