RESOLUTION NO. 1- 2024

RESOLUTION OF THE CITY OF VALPARAISO ECONOMIC DEVELOPMENT COMMISSION APPROVING AND AUTHORIZING CERTAIN ACTIONS AND PROCEEDINGS WITH RESPECT TO CERTAIN PROPOSED TAXABLE ECONOMIC DEVELOPMENT TAX INCREMENT REVENUE BONDS AND RELATED MATTERS

WHEREAS, the City of Valparaiso, Indiana (the "City"), is authorized by I.C. 36-7-11.9 and I.C. 36-7-12 (collectively, the "Act") to issue revenue bonds for the purpose of financing of economic development facilities, and to provide the proceeds of such revenue bonds to another entity to finance the acquisition, construction, renovation, installation and equipping of said facilities; and

WHEREAS, Urschel Development Corporation (the "Company") desires to finance a portion of the costs for the acquisition, renovation, reconstruction, improvement and equipping of a boutique-style hotel in the City, including, but not limited to, all utility and road infrastructure, demolition and related improvements which will repurpose the 1899 historic Gardner School building as its central core, will include on-site and on-street parking, and is anticipated to include the following: 52 guest rooms and 6 suites; rooftop breakfast area/bar; fitness center; meeting/event venue; meeting room/board room; spa services area/flex space; speakeasy and a common area lobby (collectively, the "Project"); and

WHEREAS, the Company has advised the City of Valparaiso Economic Development Commission (the "Commission") and the City that it proposes that the City issue taxable economic development tax increment revenue bonds in an amount not to exceed Six Million Eight Hundred Seventeen Thousand Dollars ($6,817,000) (the "Bonds") under the Act for the purpose of procuring funds to (a) pay a portion of the cost of acquisition, renovation, reconstruction, improvement and equipping of the Project and (b) pay all incidental expenses on account of the issuance of the Bonds; and

WHEREAS, the Commission has studied the Project and the proposed financing of the Project and its effect on the health and general welfare of the City and its citizens; and

WHEREAS, the completion of the Project is expected to result in the further diversification of industry and the creation of approximately twenty-four (24) new full-time equivalent jobs with respect to the Project and approximately sixty-eight (68) temporary construction jobs in the City and the creation of business opportunities in the City; and

WHEREAS, pursuant to I.C. § 36-7-12-24, the Commission published notice of a public hearing (the "Public Hearing") on the proposed issuance of the Bonds to finance the Project; and

WHEREAS, on the date hereof the Commission held the Public Hearing on the Project and considered any adverse competitive effect the Project may have on competing similar facilities in the area served by the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF VALPARAISO ECONOMIC DEVELOPMENT COMMISSION, AS FOLLOWS:

SECTION 1. The Commission hereby finds, determines, ratifies and confirms that the diversification of industry, the creation of business opportunities and the creation of opportunities for gainful employment within the jurisdiction of the City are desirable, serve a public purpose, and are of benefit to the health and general welfare of the City; and that it is in the public interest that the City take such action as it lawfully may to encourage the diversification of industry, the creation of business opportunities, and the creation of opportunities for gainful employment within the jurisdiction of the City.

SECTION 2. In making the findings herein, the Commission has considered any adverse competitive effect the Project may have on any similar facilities already constructed or operating in or near the City.

SECTION 3. The Commission hereby approves the report with respect to the Project presented at this meeting. The Secretary of this Commission shall submit such report to the executive director of the plan commission of the City.

SECTION 4. The Commission finds, determines, ratifies and confirms that the issuance and sale of the Bonds in an amount not to exceed Six Million Eight Hundred Seventeen Thousand Dollars ($6,817,000) and the use of a portion of the proceeds of the Bonds for the costs related to the issuance of the Bonds and the deemed provision of the net proceeds of the Bonds to the Company for the financing of a portion of the cost of the Project will be of benefit to the health and general welfare of the City, will serve the public purposes referred to above in accordance with the Act, and will fully comply with the Act.

SECTION 5. The financing of a portion of the costs of the Project through the issuance of the Bonds, in one or more series, in an amount not to exceed Six Million Eight Hundred Seventeen Thousand Dollars ($6,817,000), is hereby approved and recommended to the Common Council of the City (the "Common Council").

SECTION 6. The Commission hereby approves and recommends to the Common Council the terms of the following documents in the form presented at this meeting: (i) a Trust Indenture between the City and a trustee to be selected (with a form of the Bonds therein); (ii) a Financing Agreement between the City and the Company; and (iii) an Ordinance of the Common Council.

SECTION 7. Any officer of the Commission is hereby authorized and directed, in the name and on behalf of the Commission, to execute any and all other agreements, documents and instruments, perform any and all acts, approve any and all matters, and do any and all other things deemed by them, or any of them, to be necessary or desirable in order to carry out and comply with the intent, conditions and purposes of this resolution (including the preambles hereto and the documents mentioned herein), the Project and the issuance and sale of the Bonds, and any such execution, performance, approval or doing of other things heretofore effected be, and hereby is, ratified and approved.

SECTION 8. The Secretary of this Commission shall transmit this resolution, together with the forms of the documents approved by this resolution, to the Common Council.

SECTION 9. This resolution shall be in full force and effect upon adoption.

Adopted this 26th day of February, 2024.

CITY OF VALPARAISO ECONOMIC DEVELOPMENT COMMISSION

Patrick McGinley, Member

Alison Quackenbush, Member

Dale Clapp, Member

Matt Vessely, Member

Tim Warner, Member

DMS 41776068