

RESOLUTION

WHEREAS Sports Authority of the City of Crossville (the “Authority”) was chartered May 3, 2024, pursuant to action by the City Council of City of Crossville, Tennessee (the “City”) determining it to be wise, expedient, necessary, or advisable that a sports authority be formed under and pursuant to the provisions of the Sports Authorities Act of 1993 (as amended), Tenn. Code Ann. § 7-67-101 *et seq*; and

WHEREAS the Authority was chartered for the purpose of owning, constructing, and leasing a family sports, recreation, and entertainment center (the “Recreation Center”) to be located in the City; and

WHEREAS on May 1, 2022, the City entered into a contract (the “Contract”) with Upland Design Group, Inc. (the “Architects”), licensed architects, for the design of the Recreation Center; and

WHEREAS in the course of its contractual relationship with the City, the Architects have provided services as contemplated by the Contract; and

WHEREAS on November 1, 2024, the Authority issued its \$39,500,000 Public Facility Revenue Bonds, Series 2024A (Tax-Exempt) and its \$500,000 Public Facility Revenue Bonds, Series 2024B (Federally Taxable) for purposes of financing the design, construction, and equipment of the Recreation Center; and

WHEREAS by deed dated effective November 1, 2024, the City conveyed to the Authority approximately 8.5 acres of land, more or less, on which to construct the Recreation Center, and in consequence the Authority has become the Owner of the Project as both defined by the Contract; and

WHEREAS the Authority is in a position to proceed with the further design and construction of the Recreation Center, and desires to establish a direct contractual relationship with the Architects, upon and subject to the terms, covenants, and conditions set forth in the Contract; and

WHEREAS the City desires to and has assigned or shall assign its rights and prerogatives as Owner of the Project under the Contract to the Authority,

NOW THEREFORE, BE IT AND IT HEREBY IS RESOLVED –

1. Recitals.

The recitals above are incorporated herein by reference as material provisions hereof.

2. Acceptance of Assignment.

The Authority hereby accepts assignment by the City of all of the City's rights and prerogatives as the Owner of the Project under and pursuant to the Contract.

3. Assumption of Contract.

The Authority hereby assumes and shall perform all obligations of the City under and pursuant to the Contract as the Owner of the Project.

4. Effective Date.

This resolution shall take effect as and from the assignment by the City of its rights under the Contract and the consent thereto of the Architects.

This resolution was approved on the ____ day of _____, 2024.

Chair

Secretary