

**A RESOLUTION APPROVING THE DEVELOPMENT OF A MULTI-PURPOSE SPORTS EVENT CENTER AND ENTERING INTO A DONATION AGREEMENT WITH SDPS REAL ESTATE INVESTMENTS VI, LLC, A DEVELOPMENT AGREEMENT WITH VIKING COMPANIES LLC AND AN OPERATING AND MAINTENANCE AGREEMENT WITH CP EVENT CENTER OPERATIONS, LLC; PROVIDING AN EFFECTIVE DATE.**

WHEREAS, on June 17, 2020, Viking Companies LLC (the "Developer") tendered an unsolicited proposal (the "Developer's Proposal") to collaborate with the County to design, develop, construct, equip, manage, and maintain a multi-purpose sports event center (the "Sports Center") at Celebration Pointe on land currently owned by SDPS Real Estate Investment VI, LLC ("Landowner"), an affiliate of the Developer; and

WHEREAS, the Board of County Commissioners (the "BOCC") deemed the Developer's Proposal a qualifying project under section 255.065, Florida Statutes, deserving of further consideration as a potential public-private partnership; and

WHEREAS, the Board intends the Sports Center to enhance opportunities to host both daily and overnight sport activities for the purpose of promoting and increasing tourism within the meaning of section 125.0104, Florida Statutes, throughout Alachua County, as well as creating the ancillary benefit of providing additional recreational resources for Alachua County residents; and

WHEREAS, the Board determined that it is in the public's best interest to facilitate the development of the Sports Center and to consider entering into a comprehensive agreement with the Developer, and its affiliates, related to the design, construction, equipping, operations, maintenance and management of the Sports Center on the basis of the Developer's Proposal; and

WHEREAS, on January 26, 2021, the Board approved preliminary development terms outlined by the Parties; and

WHEREAS, effective March 23, 2021, the Board and the Developer entered into an interim pre-development agreement further specifying terms and outlining activities to establish a mutually acceptable financial model for development activities; and

WHEREAS, State of Florida 2021 General Appropriations Act (chapter 2021-42, Laws of Florida), includes specific appropriation 2236A, which allocates \$2,320,000 to development of the Sports Center (identified as the North Central Florida Regional Sport Complex) via contract with the Florida Department of Economic Opportunity; and

WHEREAS, the land upon which the Sports Center is to be located (the "Property") is part of a development known as "Celebration Pointe" currently being planned and constructed by the Landowner; and

WHEREAS, it is in the Landowner's financial interest and benefit to donate the Property to the County for the development and use of the Sports Center pursuant to the terms of the Donation Agreement with the Landowner (the "Donation Agreement"); and

WHEREAS, the Developer's pre-development activities included site due diligence,  
26239/005/01784479.DOCv1

planning and design work, the outcome of which includes 60% construction plans and specifications for the Sports Center dated April 27, 2021, which the Board has reviewed and approved (the "Construction Plans and Specifications"); and

WHEREAS, based on the Construction Plans and Specifications, the Developer has developed a budget for constructing and equipping the Sports Center (the "Development Budget"), attached to the Development Agreement; and

WHEREAS, the Developer is willing and able to undertake final development and construction of the Sports Center within the limits of the Development Budget (the "Project"), in exchange for the County's contribution of no more than \$30,098,000 and commitment to entering into the Multi-Sports Center Development Agreement (the "Development Agreement") and the other agreements described herein concerning the operation and maintenance of the Sports Center; and

WHEREAS, the Developer is experienced in commercial real estate development, project management, and construction, and is highly incentivized to perform under the terms of the Development Agreement in a professional and high quality manner, given its existing significant financial investment in Celebration Pointe and its future role in operation of the Sports Center; and

WHEREAS, the Sports Center will be operated and managed by CP Event Center Operations, LLC (the "Operator") pursuant to the terms of the Operations and Maintenance Agreement (the "Operations Agreement") with the Operator, which also is an affiliate of the Developer; and

WHEREAS, the Operator intends to enter into a management agreement with RADDSports, LLC ("RADDSports") which has experience in the operation and management of similar sports facilities; and

WHEREAS, the Operator, acknowledges and represents that it, with the assistance of RaddSports, possesses the financial resources and knowledge and experience in the hospitality and sports industries to operate, manage and market the Sports Center which will enhance opportunities for the County to host both daily and overnight sport activities with the goal of increasing overall tourist related activities within the meaning of Section 125.0104, Florida statutes, throughout the County, as well as, provide additional recreational resources for the County residents; and

WHEREAS, collectively the Donation Agreement, the Development Agreement and the Operations Agreement will constitute a "comprehensive agreement" for purposes of section 255.065, Florida Statutes.

**BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ALACHUA COUNTY:**

**Section 1.** The Board has made an independent analysis of the Development Budget which represents a cost-effective method of delivering the Sports Center and it is in the County's best interest to undertake the Sports Center project. The Board hereby approves the development

of the Sports Center, as more particularly described herein. The Sports Center will be owned by the County. Based on review of the Development Budget the Development Agreement provides adequate safeguards to ensure the development and construction of the Sports Center and based on review of the operating pro-forma provided by the Operator, the Operations Agreement provides adequate safeguards to ensure the financially feasible operations of the Sports Center.

**Section 2.** The Board has reviewed the Business Planning, Operations Analysis & Economic Impact Analysis for a New Sports Events Center at Celebration pointe dated September 18, 2019 (the “Victus Report”) and the assumptions made therein and finds and determines there exists a need for and the County will realize economic benefits from the development of the Sports Center in the County.

**Section 3.** The Board hereby approves and authorizes the Chair and the Clerk to execute and deliver to the Landowner the Donation Agreement in substantially the form attached hereto as Exhibit A with such changes therein as shall be approved by the Chair upon the advice of the County Manager and the County Attorney, with such execution to constitute conclusive evidence of such officer's approval and the Board's approval of any changes therein from the form of Donation Agreement attached hereto.

**Section 4.** The Board hereby approves and authorizes the Chair and the Clerk to execute and deliver to the Developer the Development Agreement in substantially the form attached hereto as Exhibit B with such changes therein as shall be approved by the Chair upon the advice of the County Manager and the County Attorney, with such execution to constitute conclusive evidence of such officer's approval and the Board's approval of any changes therein from the form of Development Agreement attached hereto.

**Section 5.** The Board hereby approves and authorizes the Chair and the Clerk to execute and deliver to the Operator the Operations Agreement in substantially the form attached hereto as Exhibit C with such changes therein as shall be approved by the Chair upon the advice of the County Manager and the County Attorney, with such execution to constitute conclusive evidence of such officer's approval and the Board's approval of any changes therein from the form of Operations Agreement attached hereto.

**Section 6.** The Chair, the Clerk and each member of the Board and any other proper official of the County are each hereby authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or desirable for carrying out the transactions contemplated by this Resolution. In the event that the Chair or the Clerk is unable to execute and deliver the documents herein contemplated, such documents shall be executed and delivered by the respective designee of such officer or official or any other duly authorized officer or official of the Board. The Clerk or any Assistant Clerk is hereby authorized and directed to apply and attest the official seal of the Board to any agreement or instrument authorized or approved herein that requires such a seal and attestation. All of the acts and doings of such members of the Board, the County staff, and the agents and employees of the

County, which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and are hereby ratified, confirmed and approved.

**Section 7.** If any section, paragraph, clause or provision of this Resolution shall be held to be invalid or ineffective for any reason, the remainder of this Resolution shall continue in full force and effect, it being expressly hereby found and declared that the remainder of this Resolution would have been adopted despite the invalidity or ineffectiveness of such section, paragraph, clause or provision.

**Section 8.** All resolutions or proceedings, or parts thereof, in conflict with the provisions hereof are to the extent of such conflict hereby repealed or amended to the extent of such inconsistency.

**Section 9.** This Resolution shall take effect immediately upon its adoption.

Adopted this 13th day of July, 2021.

ALACHUA COUNTY, FLORIDA

By: \_\_\_\_\_  
Ken Cornell, Chairman  
Board of County Commissioners

ATTEST:

By: \_\_\_\_\_  
J.K. "Jess" Irby, Esq.  
Clerk

(Seal)

Approved as to Form:

By: \_\_\_\_\_  
County Attorney's Office