

RESOLUTION

TO APPROVE AN ARENA OPERATING AGREEMENT WITH THE GREENVILLE ARENA DISTRICT AND THE CITY OF GREENVILLE.

WHEREAS, the Greenville Arena District (formerly the Greenville Memorial Auditorium District), Greenville County, and the City of Greenville entered into an Arena Development Agreement in 1995 with other parties for the financing and construction of the arena now known as the BI-LO Center and thereafter entered into a Memorandum of Arena Operating Agreement in 1996, and a Restated and First Amendment of the Arena Operating Agreement in 2002, that was further amended in 2005; and

WHEREAS, all of those prior documents became subject to a comprehensive revision of the underlying arrangements in 2010, and the parties also executed in 2010 a Consent and Termination Agreement which removed from the arrangements the need for a third party Manager; and

WHEREAS, the Arena District, the County, and the City have agreed in principle to a simplified set of arrangements for the operation of the Arena and the protection of their various interests;

WHEREAS, the three entities all desire now to enter into a written agreement to memorialize their mutual understanding on the Arena's operation in current and foreseeable circumstances, and that written agreement adheres to the simplified arrangements and protects the interests of the various parties; and

WHEREAS, the operation of the Arena directly and indirectly affects the County and its citizens as a center of economic activity, as a destination point for thousands of attendees each year, and as a major entertainment venue; and

WHEREAS Article VIII, Section 13(A) of the South Carolina Constitution specifically authorizes the state's political subdivisions to enter into intergovernmental agreements for the "joint administration of any function and exercise of powers and sharing of costs thereof," and all three entities are political subdivisions of the state;

NOW THEREFORE BE IT ORDAINED BY THE GREENVILLE COUNTY COUNCIL that the County Council approves a new Arena Operating Agreement in the form attached hereto as an Exhibit, which exhibit is incorporated herein by reference. The County Administrator is authorized to execute the Arena Operating Agreement on behalf of the County of Greenville and, in consultation with the County Attorney, to make or accept such minor

changes in wording as is consistent with the purposes of this resolution, the agreement it approves, and the objectives they seek to achieve. Any significant change in the document must first receive the approval by County Council. The authorization provided herein to execute the agreement shall become effective upon the approval of the agreement by all three governing bodies.

DONE IN REGULAR MEETING THIS _____ DAY OF _____, 2012.

Herman G. Kirven, Jr. Chairman
Greenville County Council

ATTEST:

Theresa B. Kizer
Clerk of Council

Joseph M. Kernell
County Administrator