

CITY COUNCIL AGENDA ITEM COVER MEMO

Agenda Item Number _____

Meeting Type: Regular

Meeting Date: 9/26/2013

Action Requested By:
Legal

Agenda Item Type
Resolution

Subject Matter:

Modification No. 19 to SDA 2010-B

Exact Wording for the Agenda:

Resolution authorizing the Mayor to execute Modification No. 19 to Supplemental Development Agreement TIF-5 Series 2010-B to the Annexation and Development Agreement between the City of Huntsville and LW Redstone, LLC.

Note: If amendment, please state title and number of the original

Item to be considered for: Action

Unanimous Consent Required: No

Briefly state why the action is required; why it is recommended; what Council action will provide, allow and accomplish and; any other information that might be helpful.

Associated Cost:

Budgeted Item: Yes

MAYOR RECOMMENDS OR CONCURS: Yes

Department Head: Mary C. Cates

Date: 9/25/2013

RESOLUTION NO. 13-_____

BE IT RESOLVED by the City Council of the City of Huntsville, Alabama, that the Mayor be, and he is hereby authorized to enter into a Modification No. 19 to Supplemental Development Agreement by and between the City of Huntsville and LW Redstone Company, LLC, on behalf of the City of Huntsville, a municipal corporation in the State of Alabama, which said agreement is substantially in words and figures similar to that certain document attached hereto and identified as "Modification No. 19 to Supplemental Development Agreement TIF5 Series 2010-B between the City of Huntsville and LW Redstone Company, LLC," consisting of three (3) pages and the date of September 26, 2013, appearing on the margin of the first page, together with the signature of the President or President Pro Tem of the City Council, an executed copy of said document being permanently kept on file in the Office of the City Clerk-Treasurer of the City of Huntsville, Alabama.

ADOPTED this the 26th day of September, 2013.

President of the City Council of
the City of Huntsville, Alabama

APPROVED this the 26th day of September, 2013.

Mayor of the City of
Huntsville, Alabama

STATE OF ALABAMA)
COUNTY OF MADISON)

MODIFICATION NO. 19 TO SUPPLEMENTAL DEVELOPMENT AGREEMENT TIF5 – SERIES 2010-B TO ANNEXATION AND DEVELOPMENT AGREEMENT BETWEEN THE CITY OF HUNTSVILLE AND LW REDSTONE COMPANY, LLC, AS ADOPTED AND APPROVED BY RESOLUTION NO. 10-892 ON OCTOBER 28TH, 2010 AND AS AMENDED BY MODIFICATIONS NO. 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, and 18

MODIFICATION No. 19

Pursuant to Section 7.3 of the Annexation and Development Agreement dated March 25, 2010, (“Agreement”), between THE CITY OF HUNTSVILLE, ALABAMA, a municipal corporation organized and existing pursuant to the laws of the State of Alabama (“City”) and L W REDSTONE COMPANY, LLC, a Delaware limited liability company (“Owner”), City and Owner enter into this Modification No. 19 to the Supplemental Development Agreement (SDA) TIF5 Series 2010-B, which was previously adopted and approved on October 28, 2010 and previously amended on May 12, 2011, June 23, 2011, July 14, August 11, August 25, 2011, September 22, 2011, December 15, 2011, January 26, 2012, March 22, 2012, May 24, 2012, June 14, 2012, September 13, 2012, December 6, 2012, January 10, 2013, February 28, 2013, May 9, 2013, and August 8, 2013 and hereby provide more specifically for the obligations of City and Owner.

Modifications to Scope of Work and allocations within the \$20,000,000 Maximum Amount of the prior Supplemental Development Agreement referenced above are as follows:

1. **Within Section B., ADD the following:** “The contract with TVA as approved by City of Huntsville Resolution 10-887 in October 28, of 2010 for Modification of the TVA’s Huntsville Jet-Port Tap to Redstone Arsenal for Development of Redstone Gateway, Project No. 65 -10-SP22 contained a provision that authorized reimbursement of actual costs. The estimated costs in the contract were \$1,685,579.00 and the actual costs were \$1,753,382.30 which is 4% over the estimated costs. The contract terms allowed for costs to be incurred and reimbursed in an amount up to 15% in excess of the estimated costs without formal notice to the City. Therefore, in order to cover the costs exceeding the estimated cost of the contract, budgeted and funded amount for this work by TVA pursuant to this contract is increased in the amount of \$67,803.30. The appropriate adjustment will be made to decrease the amount allocated and budgeted for Engineering and Construction Costs to be Determined in paragraph 2. below.”

2. **Within Section B. OWNER IMPROVEMENTS**, the subsection entitled “ENGINEERING AND CONSTRUCTION COSTS TO BE DETERMINED,” the amount of \$203,539.21 allocated and budgeted for undefined engineering and construction costs is hereby decreased by a total of \$67,803.30 to \$135,735.91.”

All other terms and conditions of the SDA TIF5-SERIES 2010-B, as previously modified, remain unchanged.

IN WITNESS WHEREOF, the Parties hereto have duly executed this Agreement.

(“OWNER”)

L W REDSTONE COMPANY, LLC

Dated: _____, 2013

By: _____

Its: _____

STATE OF MARYLAND)
COUNTY OF HOWARD)

I, the undersigned, a Notary Public in and for said County and in said State, hereby certify that _____, as _____, of LW Redstone Company, LLC, a Delaware corporation, is signed to the foregoing document, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, (s)he, as such officer and with full authority, executed the same for and as the act of said corporation on the date the same bears date.

GIVEN under my hand and official seal this the ____ day of _____, 2013.

(SEAL)

Notary Public
My Commission Expires: _____

(“CITY”)

THE CITY OF HUNTSVILLE, ALABAMA,
A municipal corporation

Dated: _____, 2013

By: _____

Tommy Battle
Mayor

ATTEST:

Charles E. Hagood
Clerk-Treasurer

STATE OF ALABAMA)
COUNTY OF MADISON)

I, the undersigned, a Notary Public in and for said County and in said State, hereby certify that Tommy Battle and Charles E. Hagood, as Mayor and City Clerk-Treasurer, respectively, of the City of Huntsville, Alabama, a municipal corporation, are signed to the foregoing document, and who are known to me, acknowledged before me on this day that, being informed of the contents of the instrument, they, as such officers and with full authority, executed the same for and as the act of said corporation on the date the same bears date.

GIVEN under my hand and official seal this the ____ day of _____, 2013.

(SEAL)

Notary Public
My Commission Expires: _____

**ROUTING SLIP
CONTRACTS AND AGREEMENTS**

Originating Department: Legal

Council Meeting Date: 9/26/2013

Department Contact: Peter Joffrion

Phone # 427-5026

Contract or Agreement: Mod. 19 to SDA TIF5 Series 2010-B

Document Name: Mod. 19 to SDA TIF5 Series 2010-B

City Obligation Amount: _____

Total Project Budget: _____

Uncommitted Account Balance: _____

Account Number: _____

Procurement Agreements

Not Applicable	Not Applicable
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Grant-Funded Agreements

Not Applicable	Grant Name: _____
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Department	Signature	Date
1) Originating		9-23-13
2) Legal		9-23-13
3) Finance 		9/25
4) Originating		9-23-13
5) Copy Distribution		
a. Mayor's office (1 copies)		
b. Clerk-Treasurer (Original & 2 copies)		