

RESOLUTION NO. R-2016-4010

WHEREAS, KR Acquisitions, LLC, a Delaware limited liability company ("Developer") and KR CC, Inc., a Delaware corporation (the "Tenant") have expressed to the City of Round Rock ("City") their desire, either directly or with an affiliate, to develop a master-planned mixed use development in the City which will include a hotel, a convention center, and an indoor water park (the "Project"), and which will provide jobs and additional tax base to the City, and

WHEREAS, §380.001 Local Government Code provides that a municipality may establish an economic development program ("Program") to promote local economic development and to stimulate business and commercial activity in the municipality, and

WHEREAS, the City Council has determined that the Program described in Exhibit "A" will meet the goals set forth in said §380.001 and will be of mutual benefit to all Parties, Now Therefore

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROUND ROCK, TEXAS,

That the City approves a §380.001 Program to encourage the Developer to develop the Project in the City, and to encourage the Tenant to enter into a Ground Lease for property to be used for the Project, and;

BE IT FURTHER RESOLVED

That the Economic Development Program shall be as generally outlined in Exhibit "A" attached hereto and incorporated herein for all purposes.

The City Council hereby finds and declares that written notice of the date, hour, place and subject of the meeting at which this Resolution was adopted was posted and that such meeting was open to the public as required by law at all times during which this Resolution and

the subject matter hereof were discussed, considered and formally acted upon, all as required by the Open Meetings Act, Chapter 551, Texas Government Code, as amended.

RESOLVED this 15th day of December, 2016.

ALAN MCGRAW, Mayor
City of Round Rock, Texas

ATTEST:

SARA L. WHITE, City Clerk

EXHIBIT A
ECONOMIC DEVELOPMENT PROGRAM

The terms of the \$380,001 Economic Development Program to be offered to KR Acquisitions, LLC, a Delaware limited liability company or its affiliates or assignees (the "Developer") and KR CC, INC., a Delaware corporation or its affiliates or assignees (the "Tenant") in exchange for the Developer's master-planned mixed use development in the City of Round Rock are as generally outlined below:

1. Developer's and Tenant's obligations:
 - 1.1 The Developer agrees to the development of a master-planned mixed use project that includes a hotel, a convention center, and an indoor water park (the "Project").
 - 1.2 The Developer and Tenant agree to spend or cause to be spent a cumulative total of at least \$350,000,000 in a combination of rental payments under the Ground Lease and in improvements to real property and additions to personal property within the Property.
 - 1.3 The Developer agrees to cause the employment of at least 700 Project full-time equivalent employees in the Project.
 - 1.4 The Tenant agrees to comply with the terms of a Ground Lease for the Project.
2. City's obligations:
 - 2.1 City shall, subject to the Developer's and the Tenant's satisfaction of each of their obligations set out above, make the Economic Incentive Payments to the Developer and the Tenant.
3. The terms and provisions of this Program will be set out in more detail in the Economic Development Program Agreement and the Ground Lease of even date herewith.