

RESOLUTION NO. 2018-136

RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION OF A FIRST AMENDMENT TO CONTRACT FOR PRIVATE DEVELOPMENT

BE IT RESOLVED by the City Council (the “Council”) of the City of Northfield, Minnesota (the “City”), that:

Section 1. Recitals.

(a) On May 17, 2016, the City and Big Ten Residential, LLC, a Minnesota limited liability company (“Big Ten”) entered into a Contract for Private Development (the “Original Development Agreement”), in connection with Big Ten’s proposal to construct a hotel, related underground parking, and certain other commercial improvements (the “Minimum Improvements”) located at Lots 4, 5 and 6, Block 1, The Crossings of Northfield within the City. Defined terms not otherwise defined in this Resolution have the meaning ascribed to such defined terms in the Original Development Agreement.

(b) With the City’s consent, Big Ten subsequently conveyed Lot 5, Block 1, The Crossings of Northfield (“Lot 5”) to Rebound Development Partners, LLC, a Minnesota limited liability company (“Rebound”) and, pursuant to an Assignment and Assumption of Contract for Private Development Lot 5, dated March 15, 2018 (the “Assignment”), Big Ten assigned, and Rebound assumed, all rights title interest, duties and obligations in the Original Development Agreement with respect to Lot 5, including the obligations related to certain Future Commercial Improvements to be constructed on Lot 5 (the “Lot 5 Improvements”).

(c) The Original Development Agreement provided that construction of the Lot 5 Improvements was to commence by December 31, 2018 and be completed by December 31, 2019. Due to Unavoidable Delays, including unexpected inclement weather, and other unforeseen construction delays and challenges, the Lot 5 Improvements have been delayed.

(d) Rebound has requested that the Original Development Agreement, to the extent assigned by the Assignment, be amended to extend the deadline to commence construction of the Lot 5 Improvements to March 31, 2019 and to extend the deadline to complete construction of the Lot 5 Improvements to March 31, 2020 as set forth in the First Amendment to Contract for Private Development (the “Amendment”) prepared and presented to the Council for its consideration.

Section 2. Approval of Amendment.

(a) The City hereby approves the Amendment substantially in accordance with the terms set forth in the form presented to the Council, together with any related documents necessary in connection therewith, including without limitation all documents or certifications referenced in or attached to the Amendment (collectively, the “Amendment Documents”) and hereby authorizes the Mayor and City Clerk to execute the Amendment Documents to which the

City is a party, on behalf of the City, and to carry out, on behalf of the City, the City's obligations thereunder.

(b) The approval hereby given to the Amendment Documents includes approval of such additional details therein as may be necessary and appropriate and such modifications thereof, deletions therefrom and additions thereto as may be necessary and appropriate and approved by legal counsel to the City and by the officers authorized herein to execute said documents prior to their execution; and said officers are hereby authorized to approve said changes on behalf of the City. The execution of any instrument by the appropriate officers of the City herein authorized shall be conclusive evidence of the approval of such document in accordance with the terms hereof. In the event of absence or disability of the officers, any of the documents authorized by this Resolution to be executed may be executed without further act or authorization of the Council by any duly designated acting official, or by such other officer or officers of the Council as, in the opinion of the City Attorney, may act in their behalf.

(c) Upon execution and delivery of the Amendment Documents, the officers and employees of the City are hereby authorized and directed to take or cause to be taken such actions as may be necessary on behalf of the City to implement the Amendment Documents.

(d) The Council hereby determines that the execution and performance of the Amendment Documents will help realize the public purposes of the Original Development Agreement.

Adopted this 11th day of December, 2018.

Mayor

ATTEST:

City Clerk

VOTE: ___ POWNELL ___ COLBY ___ DELONG ___ NAKASIAN
 ___ NESS ___ PETERSON WHITE ___ ZWEIFEL