

RESOLUTION
(Victory Site Development Agreement)

WHEREAS, EDA owns an approximately 50 acre site with direct interstate access and highway visibility located off of Victory Boulevard (the "Property"); and

WHEREAS, by Resolution adopted on July 16, 2019, the Board of Commissioners authorized staff to market the Property for development of an entertainment district to include casino gaming (the "Development"); and

WHEREAS, the Property was successfully marketed and on November 18, 2019 a Memorandum of Understanding ("MOU") was executed between EDA and Rush Street Gaming LLC (together with its affiliates, including Portsmouth Gaming Holdings, LLC, the "Developer"); and

WHEREAS, during its 2020 session the Virginia General Assembly passed legislation authorizing the licensing of casinos in five Virginia localities, including Portsmouth (the "Legislation"); and

WHEREAS, the Legislation requires each casino developer to invest no less than three hundred million dollars (\$300,000,000) in its project; and

WHEREAS, the Legislation further establishes a strict timeline for state and local approval of proposed casino developments, including that a proposed developer must be pre-approved by the Department of the Lottery, and that thereafter a referendum must be held on November 3, 2020 to allow the citizens of Portsmouth to determine whether or not to allow a casino in the city; and

WHEREAS, EDA, the City of Portsmouth and the Developer have negotiated a proposed Development Agreement (the "Agreement") for construction of the Development on the Property, contingent upon approval of the referendum; and

WHEREAS, the Agreement provides for a phased project including the development of a casino, hotel, conference center, parking garage, and various outparcel uses which may include additional entertainment venues such as bowling alleys, theaters and restaurants; and

WHEREAS, under the Agreement the Developer will acquire the Property in phases for a purchase price of \$400,000 per acre, with a minimum purchase price of \$10,000,000 at the initial closing; and

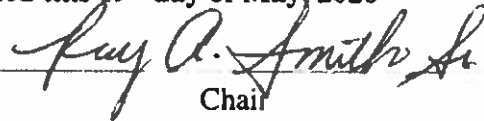
WHEREAS, the Development can be transformative for Portsmouth, including through providing substantial annual tax revenues for the City and numerous jobs for residents, creating a

significant tourist destination and amenities for residents to enjoy, and providing EDA with substantial revenues from the sale of the Property;

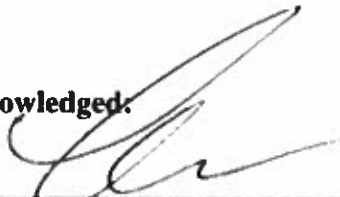
NOW, THEREFORE, it is hereby RESOLVED that:

1. The Chair and Vice Chair are each authorized to execute the Agreement and one or more Deeds conveying the Property, or portions thereof, on behalf of EDA.
2. The Chair, Vice Chair, and Secretary of the EDA and their designees are each hereby authorized to execute such further agreements, closing documents, applications, plats and other documents or instruments as may be necessary or desirable in their discretion in furtherance of the Development and the implementation of the Agreement.
3. The Chair, Vice Chair, and Secretary of the EDA and their designees are each hereby authorized to take such further actions as may be necessary or desirable in their discretion in furtherance of the Development and the implementation of the Agreement.
4. This Resolution and the actions authorized herein are contingent upon confirmation by City Council of the Developer's designation as a preferred casino developer under the Legislation.
5. This Resolution shall be effective immediately upon its adoption.

Adopted this 19th day of May, 2020


Chair

Acknowledged:


Secretary