RESOLUTION NO. 03-007

THIS RESOLUTION NO. 03-007 is made by the City of Ketchum ("City") this 13th day of February 2003.

WHEREAS, the City owns real property commonly referred to as the Park and Ride Property.

WHEREAS, the Park and Ride Property was acquired by the City for recreational and cultural facilities to be constructed thereon and for off-street parking.

WHEREAS, the Wood River Community YMCA ("Wood River Y"), formerly known as the Janss Center, Inc., an Idaho nonprofit corporation, has been planning and designing a recreational/cultural facility ("Project") and raising capital for the construction of such a facility, to be located on a portion of the Park and Ride Property.

WHEREAS, the Wood River Y has requested that the City commit that a portion of the Park and Ride Property be reserved for the Project ultimately approved by the Wood River Y and the City.

WHEREAS, the City is willing to reserve a portion of the Park and Ride Property for the Wood River Y for such Project on the terms and conditions set forth in this Resolution.

NOW, THEREFORE, IT IS HEREBY RESOLVED that a portion of the Park and Ride Property is reserved to the Wood River Y for the purpose of constructing a recreational/cultural facility thereon, as approved by the Wood River Y and the City.

IT IS FURTHER RESOLVED that the Wood River Y and the City shall work in good faith to agree upon a transaction whereby a portion of the Park and Ride Property is leased to the Wood River Y for a nominal annual rent ($1.00 per year) on a long term basis.

IT IS FURTHER RESOLVED that the City and the Wood River Y will perform the following:

1. Within six (6) months of the date of this Resolution, a Project Steering Committee, consisting of representatives from the City of Ketchum (2), Wood River Y Board of Directors (2) and community representatives (2), will be formed to assist in the development of a master plan for the Project upon the Park and Ride Property. If the Project is to be phased, Phase one of the Project will include an indoor swimming pool facility, full court gymnasium, climbing gym, strength and conditioning area, activity rooms,

kitchen space, childcare room, playground, locker rooms, and administrative areas (all of which are necessary for financial viability). Subsequent phases may include additional facilities, including an indoor ice rink. The Wood River Y Board of Directors will also provide to the Project Steering Committee financial pro formas (operational and construction) to assist in the development of a design and master plan for the Project.

2. Within twelve (12) months of the date of this Resolution, the Wood River Y will have obtained charitable pledges in the amount of $3.0 million. At such time as the Wood River Y has obtained charitable pledges of $3.0 million, the City will match the initial $3.0 million of charitable pledges by timely seeking City voter approval of a revenue bond in the amount of $3.0 million. Both the Wood River Y and the City acknowledge that the Project will require more than $6.0 million to complete the initial phase of the Project. The Wood River Y understands that additional charitable pledges will have to be obtained in order to begin construction of the initial phase of the Project. The City acknowledges that it may seek voter approval of a revenue bond in excess of $3.0 million, if approved by the City Council at a later date and upon such terms as may be agreeable to the City Council. Additionally, the Wood River Y Board of Directors will begin to expand its membership.

3. Within eighteen (18) months of the date of this Resolution, the City and the Wood River Y will review the progress and status of the Project as both the City and the Wood River Y desire to move the Project forward toward construction and completion within a reasonable time.

IT IS FURTHER RESOLVED THAT the City shall not be responsible for operating costs of the Project.

PASSED BY THE CITY COUNCIL and approved by the Mayor this 13th day of February 2003.

THE CITY OF KETCHUM

Edward Simon, Mayor

ATTEST:

Sandra E. Cady, City Clerk