

THE BOARD OF COUNTY COMMISSIONERS OF
SANTA FE COUNTY

RESOLUTION NO. 2016- 29

A RESOLUTION DELEGATING TO THE COUNTY MANAGER THE AUTHORITY TO DETERMINE WHETHER SANTA FE FILM AND MEDIA STUDIOS, INC. HAS SATISFIED ITS ECONOMIC DEVELOPMENT GOALS AND THE AUTHORITY TO EXECUTE ON BEHALF OF THE COUNTY A FULL OR PARTIAL RELEASE OF THE LEDA PARCEL AS SECURITY FOR SANTA FE FILM AND MEDIA STUDIOS, INC.'S AND LA LUZ HOLDINGS, LLC'S OBLIGATIONS UNDER THE LEDA PERFORMANCE AND RIGHT OF REPURCHASE AGREEMENT

WHEREAS, Santa Fe County ("County") and Santa Fe Film and Media Studios, Inc. ("Santa Fe Studios") and La Luz Holdings, LLC ("La Luz") are parties to a variety of agreements concerning the real property and improvements located at 1 Santa Fe Studios Drive Santa Fe NM 87508, including the Restated and Amended Project Participation and Land Transfer Agreement ("PPA") and LEDA Performance and Right of Repurchase Agreement ("LEDA Performance Agreement"); and

WHEREAS, under Section 7.2.1 of the PPA, Santa Fe Studios was required to provide 500,000 qualifying hours of above-minimum wage jobs in connection with Phase 1A of the Project, as defined in the PPA, within six (6) years after the Closing Date, as defined in the PPA (the "Economic Development Goals"); and

WHEREAS, Santa Fe Studios and La Luz have various obligations under the LEDA Performance Agreement, including the completion of Phase 1A of the Project by the sixth anniversary of the Closing Date, among other things; and

WHEREAS, Santa Fe Studios and La Luz's obligations under the LEDA Performance Agreement are secured by a Mortgage, recorded with the Santa Fe County Clerk as Instrument No. 1591147 on February 17, 2010, as Supplemented by the Supplemental Mortgage, recorded with the County Clerk as Instrument No. 1615945 on November 3, 2010 (collectively, "Mortgage"); and

WHEREAS, the Mortgage secures other obligations of Santa Fe Studios and La Luz to the County; and

WHEREAS, the real property subject to the Mortgage consists of Lots 1, 2, 3, 4, and 5 as shown on the Plat of Survey entitled "Lot Line Adjustment Plat and Easement Plat for the County of Santa Fe, a New Mexico Political Subdivision", filed for record as Document Number 1585956, Plat Book 771, pages 24-26; and

WHEREAS, the so-called LEDA Parcel consists solely of Lot 1 as shown on the plat referenced in the previous recital; and

WHEREAS, under Section 3(a) of the LEDA Performance Agreement, La Luz and Santa Fe Studios are to notify the County when they feel Santa Fe Studios has fully satisfied the Economic Development Goals and request that the County provide it with a full release of the LEDA Parcel from the Mortgage as security for the performance of their obligations under the LEDA Performance Agreement; and

WHEREAS, once the County receives the request for a full release, it has ninety (90) days in which to verify whether the Economic Development Goals have been satisfied; and

WHEREAS, in the event the County determines that the Economic Development Goals have not been fully satisfied, the County may execute a partial release corresponding to the partial satisfaction of the Economic Development Goals; and

WHEREAS, execution of a full or partial release does not release the LEDA Parcel as security for any other obligations of Santa Fe Studios or La Luz "to the County secured by the Mortgage, which obligations shall remain in effect according to their respective terms" (LEDA Performance Agreement, Section 3(c); see also Exhibits C and D); and

WHEREAS, on December 4, 2015, Santa Fe Studios and La Luz provided notice to the County that Santa Fe Studios had satisfied the Economic Development Goals and that they were requesting a full release of the LEDA Parcel from the Mortgage as security for the performance of their obligations under the LEDA Performance Agreement; and

WHEREAS, verification that the Economic Development Goals have been satisfied and execution of a full or partial release of the LEDA Parcel from the Mortgage relative to the LEDA Performance Agreement are executive functions within the general authority and responsibility of the County Manager; and

WHEREAS, the Board of County Commissioners desires to expressly delegate to the County Manager the authority to exercise these executive functions for the avoidance of doubt.

NOW, THEREFORE, BE IT RESOLVED by the Board as follows:

1. The Board hereby delegates to the County Manager the authority to determine whether Santa Fe Studios has fully or partially satisfied its Economic Development Goals; provided, however, that the County Manager shall report her verification methodology and determination to the Board at a duly called public meeting.
2. The Board hereby delegates to the County Manager the authority to negotiate and execute an agreement extending the deadline by which the County must verify whether Santa Fe Studios has met its Economic Development Goals.
3. The Board hereby delegates to the County Manager the authority to execute on behalf of the County a full or partial release of the LEDA Parcel as security for Santa Fe Studios' and La Luz's obligations under the LEDA Performance Agreement.

PASSED, APPROVED, AND ADOPTED this 23rd day of February, 2016.

THE BOARD OF COUNTY COMMISSIONERS OF SANTA FE COUNTY

Miguel M. Chavez
Miguel M. Chavez, Chair

Gerardine Salazar
Gerardine Salazar, County Clerk



APPROVED AS TO FORM:



Gregory S. Shaffer, County Attorney

COUNTY OF SANTA FE)
STATE OF NEW MEXICO) ss

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I Hereby Certify That This Instrument Was Filed for
Record On The 26TH Day Of February, 2016 at 09:04:07 AM
and Was Duly Recorded as Instrument # **1787374**
of The Records Of Santa Fe County



Witness My Hand And Seal Of Office
Geraldine Salazar

Deputy  County Clerk, Santa Fe, NM

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