

RESOLUTION DIRECTING THE CITY ADMINISTRATOR TO NEGOTIATE WITH HILTON HOTELS INCORPORATED FOR THE PURPOSE OF PRESENTING TO THE BOARD OF ALDERMEN FOR CONSIDERATION ONE OR MORE CONTRACTS BETWEEN THE CITY AND HILTON HOTELS INCORPORATED PROVIDING FOR THE MANAGEMENT OF THE CITY'S NEW CONVENTION CENTER

WHEREAS, the Board of Aldermen of Branson, Missouri (the "Board of Aldermen"), did on January 27, 2003, pass Ordinance No. 2003-016 (the "Plan Ordinance") which approved the Branson Landing Tax Financing Increment Plan dated December 1, 2002 (as amended December 9, 2002 and January 7, 2003) (the "Redevelopment Plan") providing for the acquisition, development and construction of multiple redevelopment projects in the City of Branson, Taney County, Missouri in an area described in the Redevelopment Plan; and

WHEREAS, pursuant to the Plan Ordinance, the City designated HCW Development Company, LLC (the "Developer") to implement the Redevelopment Plan and authorized the execution and delivery of a Redevelopment Contract dated as of February 1, 2003 (the "Redevelopment Contract") between the City and the Developer for the purpose of providing for the implementation of the Redevelopment Plan; and

WHEREAS, the City applied to the Department of Economic Development of the State of Missouri for Urban Core Tax Increment Financing designation pursuant to Section 95.845 of the TIF Act "Urban Core TIF"; and

WHEREAS, the State has approved Urban Core TIF in an amount equal to \$54,660,000 to be used for the purpose of financing the costs of the Convention Center; and

WHEREAS, the Board of Aldermen of Branson, Missouri (the "Board of Aldermen"), did on June 23, 2003, pass Resolution No. 2003-R009 pursuant to which the City found and determined that it was in the best interest of the City and the State to proceed with the development and construction of the Convention Center in accordance with the requirements and conditions set forth in the Redevelopment Contract, as amended; and

WHEREAS, the Developer retained Senate Hospitality of Nashville ("Senate Hospitality") to prepare a request for proposals for the management of the Convention Center and the adjacent Convention Center Hotel and the City participated in the preparation of the scope of such request and the criteria for selection contained therein as it related to the Convention Center; and

WHEREAS, Senate Hospitality distributed such request for proposals and after evaluating the responses to such proposals recommended to the Board of Aldermen at the public meetings held September 24, 2004 and on November 2, 2004 that Hilton Hotels Incorporated ("Hilton") be identified as the firm who had submitted the best and most responsive proposal to the City and

the Developer based upon the criteria established in the request for proposals prepared by Senate Hospitality; and

WHEREAS, the Board of Aldermen have determined that it is in the best interest of the City for the City to determine whether it can negotiate one or more contracts with Hilton providing for the management of the Convention Center on terms acceptable to both Hilton and the City.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF ALDERMEN OF THE CITY OF BRANSON, MISSOURI, AS FOLLOWS:

Section 1. The Board of Aldermen hereby directs the City Administrator to negotiate with Hilton for the purpose of presenting to the Board of Aldermen for consideration one or more contracts between the City and Hilton providing for the management of the Convention Center.

Section 2. The Board of Aldermen hereby directs the City Administrator to require Hilton to demonstrate to the satisfaction of the Board of Aldermen that it has sufficient experience with life, fire, safety and emergency management laws, practices and procedures for similar public venues. Such experience shall be a condition to entering into any contract with Hilton or any other manager.

Section 3 The Board of Aldermen hereby directs the City Administrator to require Hilton to demonstrate to the satisfaction of the Board of Aldermen that it has sufficient experience and ability to successfully manage facilities of similar type to the Convention Center as demonstrated by evaluation of previous or existing clients. Such experience shall be a condition to entering into any contract with Hilton or any other manager.

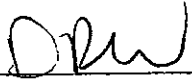
ADOPTED BY THE BOARD OF ALDERMEN OF THE CITY OF BRANSON, MISSOURI THIS 22ND DAY OF NOVEMBER, 2004.

Louis E. Schaefer, Mayor

ATTEST:

APPROVED AS TO FORM:

Sandra L. Williams, C.M.C.
City Clerk



Daniel R. Wichmer
City Attorney