

**Fishers Town Hall Building Corporation
Board of Directors Meeting
June 21, 2016**

The undersigned, being the Directors of the Fishers Town Hall Building Corporation (“Corporation”), do hereby state, affirm and attest to the following actions taken during the Corporation’s June 21, 2016 duly noticed meeting:

WHEREAS, the Directors discussed that on June 20, 2016, the Common Council of the City of Fishers (“City”) approved a certain Economic Development Agreement with RQAW Corporation, an Indiana for-profit corporation (“RQAW”) and BW Development LLC, an Indiana non-profit corporation;

WHEREAS, the Directors discussed that that the Economic Development Agreement attached hereto and incorporated herein as Exhibit A; (“EDA”) generally provides that (a) RQAW desires to relocate its headquarters to a site immediately north of North Street and east of the Hoosier Heritage Port Authority railroad tracks (“Office Site”); (b) within the next thirty (30) days, the Corporation anticipates becoming the contract purchaser of portions of the Office Site that it does not currently own; and (c) the Corporation desires to transfer the Office Site to RQAW pursuant to the conditions and obligations specifically set forth in the EDA; and

WHEREAS, the Directors discussed that, like the City, it has determined that the project fully described in the EDA is in the best interest of City citizens, and it therefore desires to enter into an economic development agreement substantially similar to the EDA.

NOW THEREFORE, BE IT RESOLVED that the Directors approve and authorize the President of the Corporation to execute an economic development agreement substantially similar to the EDA.

WHEREAS, the Directors additionally discussed that on June 20, 2016, the City also approved a project agreement with HG Envoy Fishers, LLC, an Indiana limited liability company (“Developer”) whereby the Developer agrees to develop and construct an approximately Forty-One Million Five Hundred Twenty-Four Thousand and 00/100 Dollars (\$41,524,000.00) mixed use building and parking garage immediately north and east of the RQAW project on the Office Site (“Mixed Use Development”);

WHEREAS, as specifically set forth in the project agreement attached as Exhibit B (“Project Agreement”), the proposed Mixed Use Development consists of (a) four (4) stories that incorporate: (i) approximately 240 residential units; and (ii) non-residential uses (e.g., office, retail, amenity uses) on the first floor adjacent to North Street; and (b) a garage will include not less than five hundred eight (508) parking spaces;

WHEREAS, Developer has agreed to construct the Mixed Use Development, if the City provide certain incentives to Developer as fully set forth in the Project Agreement, including without limitation, the transfer of property owned (or to be owned) by the Corporation to Developer;

WHEREAS, like the City, the Corporation has determined that incenting Developer to design, construct and develop the Mixed Use Project is in the best interest of the City.

NOW THEREFORE, BE IT RESOLVED that the Directors approve and authorize the President of the Corporation to execute a project agreement substantially similar to the Project Agreement.

WHEREAS, having no additional business, the meeting was dismissed sine die.

YAY	MEMBER	NAY
<i>Darrin L. Boyd</i>	Darrin L. Boyd	
	Julie A. McKinney	
<i>Anthony J. ...</i>	Tony Bonacuse	