

THIRTEENTH AMENDMENT
TO THE REVISED INTERLOCAL AGREEMENT
BETWEEN
WAKE COUNTY AND THE CITY OF RALEIGH
RELATING TO ROOM OCCUPANCY AND PREPARED FOOD
AND BEVERAGE TAX REVENUES

This Amendment entered into this as of the 23rd day of April, 2007, by and between the County of Wake, North Carolina, hereinafter referred to as County, and the City of Raleigh, North Carolina, hereinafter referred to as City, pursuant to the provisions of Article 20 of Chapter 160A of the North Carolina General Statutes, and in accordance with the requirements of Chapter 594 of the Session Laws of North Carolina and Chapter 458 of the 1995 Session Laws of North Carolina (the Enabling Acts).

W I T N E S S E T H:

WHEREAS, the County has levied room occupancy and prepared food and beverage taxes as allowed by law, and

WHEREAS, the County and the City entered into an agreement entitled ARevised Interlocal Agreement Between Wake County and the City of Raleigh Regarding use of Countywide Room Occupancy and Prepared Food and Beverage Taxes@ dated September 5, 1995, (ARevised Agreement@) setting out the projects to receive funding from these taxes; and,

WHEREAS, the County and the City have amended the Revised Interlocal Agreement from time to time, the Eighth Amendment thereof being executed for the purpose of authorizing the design and construction of a new Convention Center; and,

WHEREAS, certain terms of said Eighth Amendment were amended by the Ninth Amendment, Eleventh Amendment and the Twelfth Amendment to the Revised Interlocal Agreement executed as of the 22nd day of November, 2004, as of the 3rd day of February 2006 and as of the 18th day of December, 2006, respectively; and,

WHEREAS, the County and City now desire to again amend certain terms of the Eighth Amendment to the Revised Interlocal Agreement as previously amended by the Ninth Amendment, Eleventh Amendment and Twelfth Amendment; and,

WHEREAS, the County and City further desire to amend certain paragraphs of the Tenth Amendment to the Revised Interlocal Agreement executed on the 19th day of September, 2005 for the purpose of authorizing the acceleration of payments to the North Carolina Museum of Art; and,

WHEREAS, the County and City also desire to augment the Second Amendment to the

Revised Interlocal Agreement executed on the 1st day of May, 1997 and accordingly amend the Revised Interlocal Agreement referenced above for the purpose of funding a long term capital program for the RBC Center Arena;

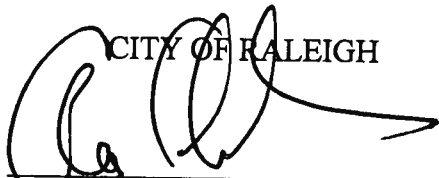
NOW THEREFORE in consideration of the mutual covenants and promises contained herein, the County and the City agree to this Thirteenth Amendment to the Revised Interlocal Agreement Between Wake County and the City of Raleigh Regarding use of Countywide Room Occupancy and Prepared Food and Beverage Taxes as follows:

1. Attached hereto as Attachment A is a document entitled "City of Raleigh, North Carolina Convention Center Project Financing Plan Updated as of April 23, 2007" which now supercedes and replaces the December 2006 Financing Plan. Attachment A reflects a Fund Balance Withdrawal of \$350,000 annually beginning in FY 2009 and continuing for seven years through FY 2015 to fund the request of the Greater Raleigh Convention And Visitor's Bureau for a Business Development Fund to support the new Convention Center marketing and booking program.
2. Attached hereto as Attachment B is a document revised on April 23, 2007 which now supercedes and replaces Attachment 1 to the Tenth Amendment referenced above. Attachment B reflects the acceleration of payments totaling \$1,700,000 to the North Carolina Museum of Art from Fiscal Years 2018 and 2019 to Fiscal Year 2007 resulting in a total payment of \$5,100,000 in Fiscal Year 2007 to the North Carolina Museum of Art.
3. A new paragraph, Paragraph 11.4, is added to the Revised Interlocal Agreement referenced above to read as follows:
 - 11.4 The City of Raleigh and Wake County will provide to the Centennial Authority for the purposes of capital improvements such as those identified in the RBC Facility Analysis and Evaluation dated March 15, 2006 a total of \$26 million in uncommitted funds for the period of Fiscal Year 2007-2008 and ending Fiscal Year 2021-2022 and as illustrated in Attachment C.
 - (a) The City of Raleigh and Wake County will provide annually beginning in fiscal year 2007-2008 the minimum of \$1 million and the maximum of \$1.5 million through fiscal year 2017-2018. During fiscal years in which the actual revenue collections exceed the projected Revised Ending Fund Balance as illustrated in Attachment C, the additional tax revenues will be provided to the Centennial Authority to provide an amount up to \$1.5 million per year.
 - (b) Any annual payment less than \$1.5 million will be "made up" in future fiscal years, subject to availability of funds.
 - (c) The contribution by the City and the County is contingent upon all of the following:
 - i. Continued payments to the City and the County for payments-in-

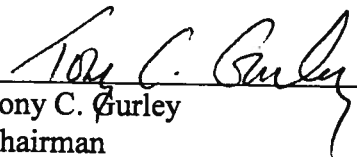
- lieu of taxes for the RBC Center,
 - ii. An agreement with North Carolina State University for a proportionate share of the capital improvements plan calculated at \$400,000 annually beginning in Fiscal Year 2007-2008 through Fiscal Year 2021-2022,
 - iii. The current Gale Force lease term shall be extended so as to run at least as long as this agreement,
 - iv. The Centennial Authority commits at least \$1 million annually to the capital improvements fund for the term of this agreement,
 - v. The Centennial Authority agrees to provide updates to the City and County on its capital improvement planning and financial position at least every three years; and
- (d) The City and County agree to review and revisit the RBC Center Capital Improvement funding in January 2009- when the City and County will review the convention center funding model as articulated in paragraph 5 of the Eighth Amendment to the Interlocal Agreement.

4. All other terms of the September 5, 1995, Revised Interlocal Agreement, as amended from time to time, shall remain in the same force and effect.

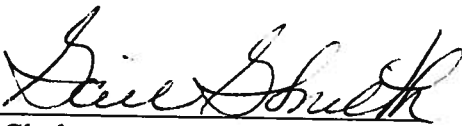
IN WITNESS WHEREOF, this Amendment is executed the day and year first above written pursuant to resolutions adopted by the governing boards of the County and the City.

CITY OF RALEIGH


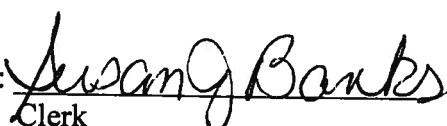
 Charles C. Mecker
 Mayor

COUNTY OF WAKE


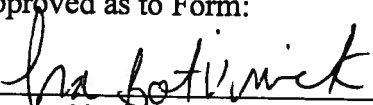
 Tony C. Gurley
 Chairman

Attest: 


 Steve Bruch
 Clerk

Attest: 

 Susan G. Banks
 Clerk

Approved as to Form:


 Ira Botwinick
 City Attorney

Approved as to Form:


 County Attorney



Major Facilities Fund Cash Flow
Updated as of April 2007

	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	
Growth Assumption on Tax Proceeds																					
Occupancy tax	10%	10%	5.5%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%
Prepared food and bev. tax	9%	9%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%
Interest Income Rate on Fund Balance	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%
Beginning Fund Balance	3,813	5,926	2,222	1,734	1,261	1,031	760	653	424	377	526	521	843	500	982	1,385	1,298	6,507	13,004	19,980	
Sources of funds:																					
Occupancy taxes	12,135	13,300	14,032	14,452	14,886	15,333	15,793	16,266	16,754	17,257	17,775	18,308	18,857	19,423	20,006	20,606	21,224	21,861	22,516	23,192	
Food & beverage taxes	14,427	15,700	16,485	17,309	18,175	19,083	20,038	21,040	22,091	23,196	24,356	25,574	26,852	28,195	29,605	31,085	32,639	34,271	35,985	37,794	
NSF	(30)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Interest income	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Pooled interest on Fund Balance	389	178	118	82	68	61	53	50	43	41	46	46	55	45	68	192	219	225	390	599	
Total Sources	26,901	29,178	30,634	31,844	33,129	34,477	35,883	37,355	38,889	40,494	42,176	43,927	45,765	47,663	49,679	51,882	54,082	56,357	58,891	61,575	
Uses of funds:																					
Admin. and collection	797	870	915	953	992	1,032	1,075	1,119	1,165	1,214	1,264	1,316	1,371	1,429	1,488	1,551	1,616	1,684	1,755	1,829	
Raleigh holdback	680	680	680	680	680	680	680	680	680	680	680	680	680	680	680	680	680	680	680	680	
City of Cary	589	645	681	701	722	744	766	789	813	837	862	888	915	942	970	999	1,029	1,060	1,092	1,125	
GRCVB	3,190	3,473	3,650	3,752	3,857	3,965	4,077	4,192	4,310	4,432	4,558	4,687	4,820	4,957	5,099	5,244	5,394	5,548	5,707	5,871	
Centennial Authority	1,537	1,681	1,769	1,845	1,924	2,007	2,094	2,184	2,279	2,378	2,481	2,589	2,702	2,820	2,944	3,073	3,208	3,349	3,496	3,651	
Explors/IMAX	0	0	0	0	0	0	0	0	0	0	79	0	0	0	0	0	0	0	0	0	
5 County Stadium debt serv. (1)	991	991	991	991	991	991	991	991	991	991	991	991	991	991	991	991	991	991	991	991	
Sports Facility (soccer)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Convention Center	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
City of Raleigh	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	
Wake County	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	
RBC debt service	5,122	5,206	5,206	5,209	5,208	5,209	5,208	5,208	5,209	5,207	5,209	5,210	5,211	5,209	868	868	0	0	0	0	
Total Uses	14,905	15,546	15,892	16,130	16,374	16,628	16,890	17,163	17,448	17,739	17,133	17,371	17,699	18,037	14,049	13,547	13,927	14,321	14,731	15,156	
Amounts Left Over for Distribution (Excludes Pooled Interest)	11,627	13,454	14,624	15,631	16,687	17,788	18,940	20,143	21,398	22,714	24,998	26,511	28,011	29,580	35,561	38,144	39,936	41,810	43,770	45,820	
Payments to Raleigh for the CC	9,883	11,436	12,430	13,286	14,184	15,120	16,099	17,122	18,188	19,307	21,248	22,534	23,809	25,143	30,227	32,422	33,946	35,539	37,205	38,947	
Prior Period Adjustment	0	4,200	1,800	1,900	1,800	2,000	2,000	2,300	2,300	2,300	2,800	2,700	3,600	2,700	0	0	0	0	0	0	
Approved 15% Projects	5,926	3,922	2,734	2,261	2,031	1,760	1,653	1,424	1,377	1,526	1,521	1,843	1,500	2,282	6,385	7,298	7,507	13,004	18,980	27,432	
Ending Fund Balance	5,926	3,922	2,734	2,261	2,031	1,760	1,653	1,424	1,377	1,526	1,521	1,843	1,500	2,282	6,385	7,298	7,507	13,004	18,980	27,432	
April 2007 Requests		1,700	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	2,000	2,000	1,000	1,000	1,000	1,000	
North Carolina Museum of Art																					
Centennial Authority (RBC)																					
Revised Ending Fund Balance	5,926	2,222	1,734	1,261	1,031	760	653	424	377	526	521	843	500	982	1,385	1,298	6,507	13,004	19,980	27,432	