

**RESOLUTION NO. \_\_\_\_\_**

**A RESOLUTION OF THE COUNCIL OF THE CITY OF MESA,  
MARICOPA COUNTY, ARIZONA, APPROVING AND  
AUTHORIZING THE CITY MANAGER TO ENTER INTO A  
FIFTH AMENDMENT TO THE MESA PROVING GROUNDS  
PRE-ANNEXATION AND DEVELOPMENT AGREEMENT  
WITH DMB MESA PROVING GROUNDS LLC, AND  
RELATED EASEMENT AGREEMENTS WITH THE  
EASTMARK COMMUNITY ALLIANCE, INC.**

WHEREAS, the City of Mesa and DMB Mesa Proving Grounds LLC, entered into a development agreement dated November 3, 2008 (the "Development Agreement") detailing various promises by both parties relating to the development of approximately 3,154 acres of real property located south of Elliot Road and east of Ellsworth Road (the "Property"); and

WHEREAS, the Development Agreement is recorded in the Official Records of the Maricopa County Recorder's Office as Document No. 2008-0974930; and

WHEREAS, a First Amendment to the Development Agreement was entered into between the parties dated May 16, 2011, and is recorded in the Official Records of the Maricopa County Recorder's Office as Document No. 2011-0456474; and

WHEREAS, a Second Amendment to the Development Agreement was entered into between the parties dated November 21, 2013, and is recorded in the Official Records of the Maricopa County Recorder's Office as Document No. 2013-1005620, which provided that DMB Mesa Proving Grounds LLC, was to receive proceeds from the 2013 Street and Highway Bonds to support non-residential economic development projects within the Property; and

WHEREAS, a Third Amendment to the Development Agreement was entered into between the parties dated December 15, 2016, and is recorded in the Official Records of the Maricopa County Recorder's Office as Document No. 2016-0940133, which identified the public street improvements referenced above to mean the construction of Elliot Road as an arterial road, generally between Ellsworth and Signal Butte Roads; and

WHEREAS, a Fourth Amendment to the Development Agreement was entered into between the parties dated August 27, 2018, and is recorded in the Official Records of the Maricopa County Recorder's Office as Document No. 2018-0657828, to document the remaining obligations and modified agreements concerning the construction of public infrastructure on the Property; and

WHEREAS, Developer desires to amend the Development Agreement with a Fifth Amendment to the Pre-Annexation and Development Agreement (Mesa Proving Grounds) (the "Fifth Amendment") and related easement agreements as described therein (the "Easement Agreements") to resolve the outstanding obligations related to the Great Park, and

WHEREAS, the City Council hereby determines and finds that the Fifth Amendment and Easement Agreements further the original purpose of the Development Agreement.

NOW THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF MESA, MARICOPA COUNTY, ARIZONA, AS FOLLOWS:

Section 1: That the Fifth Amendment and the Easement Agreements are hereby approved.

Section 2: That the City Manager, Christopher J. Brady, or his designated representative, is authorized to execute the Fifth Amendment and the Easement Agreements together with all other documents necessary to carry out the provisions of the Fifth Amendment and Easement Agreements. Additionally, the City Manager is further authorized to enter into, and make amendments and modifications, administrative, technical, procedural and non-material modifications to the Fifth Amendment, Easement Agreements, and all of the exhibits thereto, as needed.

PASSED AND ADOPTED by the Council of the City of Mesa, Maricopa County, Arizona this 8 day of December 2022.

APPROVED:

---

Mayor

ATTEST:

---

City Clerk