



authorize the reallocation of the QECCBs to finance qualified projects in the State; and

The City Council reallocates the City's entire QECCB allocation of \$2,900,608 to the MMB for eventual use by the Metropolitan Airports Commission which is located within the boundaries of the State, subject however, to the following conditions:

1. That the MAC will indemnify and hold the City harmless against any and all claims, lawsuits or judgments arising from the allocation herein made to the MAC, and will do so with respect to any bonds or other obligations issued with respect to such allocation; and
2. That the MAC will reimburse the City for all reasonable and necessary outside legal and other related expenses incurred by the City with respect to this Resolution and the QECCB allocation to the MAC; and
3. The "Notice of Waiver of Qualified Energy Conservation Bond Allocation" as provided by the MMB, attached as Exhibit B, will be completed and returned to the MMB upon passage of this Resolution; and
4. The "Notice of Issue of Qualified Energy Conservation Bond Allocation" as provided by the MMB, attached as Exhibit C, will be completed and submitted to the MMB by the MAC upon issuance of the associated financing.