

City of Philadelphia



(Bill No. 010260)

AN ORDINANCE

Authorizing the Director of Commerce, Director of Aviation and other officials of the City to enter into certain lease amendments, amended agreements or other agreements with the Philadelphia Authority for Industrial Development ("PAID"), and other parties, necessary to permit the completion of two airport terminals and other airport improvements.

WHEREAS, The City of Philadelphia ("City") is the owner of land and improvements constituting the Philadelphia International Airport (the "Airport"); and

WHEREAS, By Ordinance adopted June 25, 1998 (Bill No. 980452) (the "1998 Ordinance") the Director of Commerce, Director of Aviation and other officials of the City were authorized to enter into leases and other agreements with Philadelphia Authority for Industrial Development ("PAID") and other parties for the development of the US Airways Project and under certain circumstances the General Improvements (together the "Project"); and

WHEREAS, PAID intends to issue its Airport Revenue Bonds, Series 2001A (Philadelphia Airport System Project) (the "2001A Bonds"), the proceeds of which will be used for the completion of the US Airways Project with certain additions, modifications, eliminations in scope and certain associated costs (the "Amended Project"); and

WHEREAS, All of the improvements included in the proposed Amended Project will be leased to the City by PAID for operation by the Division of Aviation, and where appropriate, subleased or licensed by the Division of Aviation to airline users and other users of the Airport; now therefore

THE COUNCIL OF THE CITY OF PHILADELPHIA HEREBY ORDAINS:

SECTION 1. The Director of Commerce is hereby authorized, on behalf of and in the name of the City of Philadelphia ("City") to enter into the following: (a) the First Amendment to the Ground and Improvements Lease (the "First Amendment to the Ground and Improvements Lease") attached as Exhibit "A"; (b) the First Amendment to the Access Agreement (the "First Amendment to the Access Agreement") attached hereto as Exhibit "B"; (c) the First Amendment to the Terminal Lease (the "First Amendment to the Terminal Lease") attached hereto as Exhibit "C"; and (d) all other related documents necessary to facilitate the completion of the US Airways Project with certain additions,

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modifications, eliminations in scope and certain associated costs (the "Amended Project").

SECTION 2. The City Solicitor is hereby authorized to include in the First Amendment to the Ground Improvements Lease, First Amendment to the Terminal Lease, First Amendment to the Access Agreement and the related documents authorized by Section 1 of this Ordinance such other terms and provisions as he shall deem necessary or appropriate to protect the interests of the City and to make such other changes and to approve such amendments as are not inconsistent with the terms of this Ordinance as he shall deem appropriate.

SECTION 3. The Director of Finance and or the Director of Commerce, as appropriate, are hereby authorized, on behalf of the City, to enter into such additional agreements with Philadelphia Authority for Industrial Development ("PAID") and other parties concerning the proposed Amended Project which may be necessary or convenient thereto and consistent with the terms of this Ordinance and the agreements herein authorized, including an agreement obligating the City to pay to or on behalf of PAID, but only out of the Aviation Fund, any costs, charges, fees, expenses and liabilities incurred by or obligated to be paid by PAID in connection with the Amended Project, and further, to execute and deliver, on behalf of the City, any certificates or other instruments necessary for the issuance and sale of bonds by PAID to finance the Amended Project.

SECTION 4. All capitalized terms in this Ordinance not defined herein shall have the definitions set forth in the Ordinance adopted June 25, 1998 (Bill NO. 980452) (the "1998 Ordinance").

SECTION 5. This Ordinance may be referred to as the First Supplemental Ordinance to the 1998 Ordinance.

SECTION 6. The Chief Clerk of Council shall keep on file and make available for public inspection all Schedules and Exhibits referenced in this Ordinance.

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CERTIFICATION: This is a true and correct copy of the original Bill, Passed by the City Council on May 31, 2001. The Bill was Signed by the Mayor on May 31, 2001.



Patricia Rafferty
Chief Clerk of the City Council