

# City of Philadelphia



(Bill No. 010333)

## AN ORDINANCE

Authorizing the Director of Commerce and the Commissioner of Public Property, on behalf of The City of Philadelphia (the “City”), to execute and deliver a Non-Disturbance Agreement with The Phillies, a Pennsylvania limited partnership (the “Phillies”) and other parties which may accept leasehold mortgages granted by the Phillies upon its leasehold interests in certain parcels of land owned by the City, and ratifying pursuant to prior authorization the execution and delivery by the Director of Commerce and the Commissioner of Public Property, on behalf of the City, of certain other Non-Disturbance Agreements with certain parties, including but not limited to the Phillies and Philadelphia Eagles Limited Partnership, a Delaware limited partnership (the “Eagles”), and other parties which may accept leasehold mortgages granted by the Phillies and the Eagles upon their respective leasehold interests in certain parcels of land owned by the City, all in connection with the development, financing, construction and operation of a new baseball park by the Phillies and a new football stadium by the Eagles as authorized by City Council Bills 000722-A and 000721-A; and authorizing approval of all of the terms of the aforementioned Non-Disturbance Agreements and other documents and amendments related thereto by the City Solicitor.

WHEREAS, the City of Philadelphia (the “City”) has, pursuant to Bill 000722-A, approved certain leases providing for the development, financing, construction and operation of a new, modern, high-quality baseball park by The Phillies, a Pennsylvania limited partnership (the “Phillies”) within the City; and

WHEREAS, the City has, pursuant to Bill 000721-A, approved certain leases providing for the development, financing, construction and operation of a new, modern, high-quality football stadium by Philadelphia Eagles Limited Partnership, a Delaware limited partnership (the “Eagles”) within the City; and

WHEREAS, in cooperation with the City, Philadelphia Authority for Industrial Development (“PAID”) has undertaken as a project the design, development, construction, financing and operation of such a ballpark and such a football stadium; and

WHEREAS, the Leases authorized and approved pursuant to and as part of Bills 000721-A and 000722-A, respectively, provide for the execution and delivery by the City of certain Non-Disturbance Agreements with the Phillies and the Eagles, and with lenders making one or more leasehold mortgage loans secured by the respective leasehold interests of the Phillies and the Eagles in the leaseholds and improvements constituting the new ballpark and the new football stadium; and

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WHEREAS, the execution and delivery of Non-Disturbance Agreements by fee owners such as the City is a customary and appropriate aspect of transactions of the nature of those approved pursuant to Bills 000721-A and 000722-A; now, therefore,

## *THE COUNCIL OF THE CITY OF PHILADELPHIA HEREBY ORDAINS:*

SECTION 1. The Director of Commerce and Commissioner of Public Property, on behalf of The City of Philadelphia (the "City"), are hereby authorized to execute and deliver one or more Non-Disturbance Agreements, substantially in the form of Exhibit "A-1" attached hereto (each, a "Non-Disturbance Agreement") and hereby made a part hereof, with certain parties, including but not limited to The Phillies, a Pennsylvania limited partnership (the "Phillies") and certain parties which may accept leasehold mortgages upon the leasehold interests of the Phillies in certain parcels of land owned by the City, all in connection with the development, financing, construction and operation of a new baseball park by the Phillies and a new football stadium by the Eagles pursuant to City Council Bills 000722-A and 000721-A (the "Bills"). The authorization set forth in the Bills to the Director of Commerce and the Commissioner of Public Property to execute and deliver certain Non-Disturbance Agreements with the Phillies and Philadelphia Eagles Limited Partnership, a Delaware limited partnership (the "Eagles") and certain parties which may accept leasehold mortgages upon the respective leasehold interests of the Phillies or the Eagles, which Non-Disturbance Agreements shall be substantially in the form of Exhibit "A-1" attached hereto as to the Phillies, and Exhibit "A-2" attached hereto, as to the Eagles, is hereby ratified and confirmed in all respects. The Non-Disturbance Agreements authorized hereby and by the Bills are authorized with respect to the City's right, title and interest, as fee owner or otherwise, in any lands leased to the Phillies and the Eagles by PAID pursuant to the leases authorized and approved pursuant to the Bills and forming a part thereof, and with respect to certain lands which may hereafter be leased to the Phillies, as described in Exhibit "B" attached hereto and hereby made a part hereof, comprising generally the present site of Veterans Stadium at the northeast corner of Broad street and Pattison avenue, and the site of the North Lot, adjacent thereto.

SECTION 2. The City Solicitor is hereby authorized to review and to approve any Non-Disturbance Agreement and any other instruments or documents necessary to effectuate this Ordinance, which instruments and documents shall contain such terms and conditions as the City Solicitor shall deem necessary or appropriate to protect the interests of the City. The City Solicitor is further authorized to amend any Non-Disturbance Agreement and any other documents in any manner consistent with the terms of this Ordinance. The City Solicitor is hereby authorized to include in the Non-Disturbance Agreement such other terms and provisions as he shall deem necessary or appropriate in connection with the transactions described in this Ordinance.

SECTION 3. The Clerk of City Council shall keep on file for public inspection all Exhibits referred to in this Ordinance.

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SECTION 4. This Ordinance shall take effect immediately.

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CERTIFICATION: This is a true and correct copy of the original Bill, Passed by the City Council on June 7, 2001. The Bill was Signed by the Mayor on August 2, 2001.



Marie B. Hauser  
Chief Clerk of the City Council