

RESOLUTION NO. RA-4-2009

A RESOLUTION PERTAINING TO THE ISSUANCE OF BONDS BY THE CITY OF LAS VEGAS REDEVELOPMENT AGENCY; AUTHORIZING THE CHIEF FINANCIAL OFFICER TO ARRANGE FOR THE SALE OF THE BONDS AND NOTES; AND PROVIDING OTHER DETAILS IN CONNECTION THEREWITH.

WHEREAS, the City of Las Vegas Redevelopment Agency (the “Agency”) is an independent public body corporate and politic created, existing and authorized to transact business and exercise powers under the authority of and pursuant to the Community Redevelopment Law of the State of Nevada (being Sections 279.382 to 279.685, inclusive, of the Nevada Revised Statutes), as amended and supplemented (the “Law”), including the power to issue bonds and notes for the purpose of financing certain capital improvements (the “Project”).

NOW, THEREFORE, THE CITY OF LAS VEGAS REDEVELOPMENT AGENCY DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. This Resolution shall be known as and may be cited by the short title “2009 Sale Resolution” (the “Resolution”).

Section 2. The Chief Financial Officer of the Agency is hereby authorized to arrange for the issuance and sale of bonds (the “Bonds”) in one or more series to finance the Project.

Section 3. The Chief Financial Officer is authorized to specify the terms of the Bonds, the final principal amount of the Bonds, the terms of their repayment and security therefor, and other details of the Bonds, and to negotiate the terms and provisions of the sale of the Bonds with one or more purchasers of the Bonds and enter into a contract or contracts for their purchase, as necessary, subject to the ratification by the Agency by the adoption of trust indentures, bond resolutions or other authorizing documents specifying the terms and details of the Bonds and approving their sale (the “Bond Resolution”).

Section 4. The officers of the Agency are hereby authorized to take all action necessary or appropriate to effectuate the provisions of this Resolution, including without

limitation, assembling the financial and other information concerning the Agency, the Project, and the Bonds; preparing and circulating preliminary official statements for the Bonds and preparing and circulating final official statements for the Bonds, if required; in the forms specified by the Chief Financial Officer.

Section 5. The Chief Financial Officer is hereby authorized to deem any preliminary official statement with respect to the Bonds "final" as of its date for the purposes of complying with Rule 15c2-12 of the Securities Exchange Commission (the "Rule") except for the omission of certain information as permitted by the Rule.

Section 6. The Chief Financial Officer shall, after arranging for the sale of the Bonds, present the proposed terms of the sale to the Agency for its approval by adoption of the Bond Resolution.

Section 7. Pursuant to NRS 350.810 and MSRB Rule G-23, the Agency hereby consents to receiving a bid on the Bonds from Zions Bank (and its affiliates), and this consent shall constitute a written agreement required by NRS 350.810.

Section 8. This Resolution shall take effect from and after its passage and adoption.

PASSED AND ADOPTED by the City of Las Vegas Redevelopment Agency, at a meeting thereof on March 4, 2009.

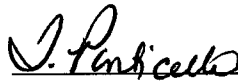
CITY OF LAS VEGAS REDEVELOPMENT AGENCY


Chairman

ATTEST:


Secretary

APPROVED AS TO FORM:

 2/23/09
Date

STATE OF NEVADA)
)
COUNTY OF CLARK) SS.
)
CITY OF LAS VEGAS)

I, Beverly K. Bridges, CMC, the duly chosen, qualified and acting Secretary of Las Vegas Redevelopment Agency (the "Agency"), in the State of Nevada, do certify:

1. The foregoing pages constitute a true and correct copy of a resolution, a copy of a resolution adopted at a meeting on March 4, 2009.

2. The members of the Agency were present at the March 4, 2009 meeting and voted upon the adoption of the resolution as follows:

Those Voting Aye: Gary Reese
Steve Wolfson
Steven D. Ross
Ricki Y. Barlow
David W. Steinman

Those Voting Nay: None

Those Absent: Oscar Goodman
Lois Tarkanian

3. The original of the resolution has been approved and authenticated by the signatures of the Chairman of the Agency and myself as Secretary and has been recorded in the regular official record of the Agency kept for that purpose in my office, which record has been duly signed by the officers and properly sealed.

4. The members of the Agency voted on the passage of the resolution as set forth in the minutes.

5. All members of the Agency were given due and proper notice of the meeting. Pursuant to § 241.020, Nevada Revised Statutes, written notice of the meeting was given not later than 9:00 a.m. on the third working days before the meeting including in the notice the time, place, location, and agenda of the meeting:

(a) By posting a copy of the notice at least three working days before the meeting at the principal office of the Agency, or if there is no principal office, at the building in which the meeting is to be held, and at least three (3) other separate, prominent places within the jurisdiction of the Agency, to wit:

- i. Bulletin Board
City Hall Plaza (next to Metro Records)
Las Vegas, Nevada
- ii. City Clerk's Bulletin Board
City Hall Plaza, 2nd Floor Skybridge
Las Vegas, Nevada
- iii. Las Vegas Library
833 Las Vegas Boulevard North
Las Vegas, Nevada
- iv. Clark County Government Center
500 South Grand Central Parkway
Las Vegas, Nevada
- v. Grant Sawyer Building
555 E. Washington Avenue
Las Vegas, Nevada

; and

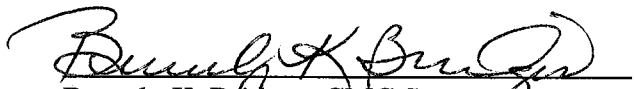
(b) By mailing a copy of the notice by 9:00 a.m. no later than three working days before the meeting to each person, if any, who has requested notices of meetings of the Agency in compliance with NRS 241.020(3)(b) by United States Mail, or if feasible and agreed to by the requestor, by electronic mail.

6 A copy of the notice of each meeting was posted on the Agency's website no later than 9:00 a.m. on the third working day prior to each meeting..

7. Upon request, the Agency provides at no charge, at least one copy of the agenda for its public meetings, any proposed ordinance or regulation which will be discussed at the public meeting, and any other supporting materials provided to the members of the Agency for an item on the agenda, except for certain confidential materials and materials pertaining to closed meetings, as provided by law.

8. A copy of such notice so given of the meeting of the Agency on March 4, 2009 is attached to this certificate as Exhibit A.

IN WITNESS WHEREOF, I have hereunto set my hand on this March 4, 2009.


Beverly K. Bridges, CMC Secretary

(SEAL)

EXHIBIT "A"

(Attach Copy of Notice of Meeting)



REDEVELOPMENT AGENCY MEETING AGENDA

CITY HALL, 400 STEWART AVENUE

COUNCIL CHAMBERS – 229-6011

CITY OF LAS VEGAS INTERNET ADDRESS: www.lasvegasnevada.gov

AGENCY MEMBERS: OSCAR B. GOODMAN, CHAIRMAN (At-Large)

GARY REESE, VICE-CHAIRMAN (Ward 3), STEVE WOLFSON (Ward 2)

LOIS TARKANIAN (Ward 1), STEVEN D. ROSS (Ward 6)

RICKI Y. BARLOW (Ward 5), DAVID W. STEINMAN (Ward 4 – Interim)

March 4, 2009

8:00 AM

ALL ITEMS ON THIS AGENDA ARE SCHEDULED FOR ACTION UNLESS SPECIFICALLY NOTED OTHERWISE.

THESE PROCEEDINGS ARE BEING VIDEO RECORDED AS WELL AS PRESENTED LIVE ON KCLV, CABLE CHANNEL 2, AND ARE CLOSED CAPTIONED FOR OUR HEARING IMPAIRED VIEWERS. THE COUNCIL MEETING, AS WELL AS ALL OTHER KCLV PROGRAMMING, CAN BE VIEWED ON THE INTERNET AT www.kclv.tv. THE PROCEEDINGS WILL BE REBROADCAST ON KCLV CHANNEL 2 AND THE WEB THE WEDNESDAY OF THE MEETING AT 8:00 PM, AND ALSO ON FRIDAY AT 4:00 AM, SATURDAY AT 7:00 PM, SUNDAY AT 7:00 AM AND THE FOLLOWING MONDAY AT 1:00 PM.

DUPLICATE AUDIO CD'S AND DUPLICATE AUDIO/VIDEO DVD'S MAY BE AVAILABLE AT A COST OF \$5.00 EACH THROUGH THE CITY CLERK'S OFFICE.

1. CALL TO ORDER
2. ANNOUNCEMENT RE: COMPLIANCE WITH OPEN MEETING LAW
3. Approval of the Final Minutes by reference of the regular Redevelopment Agency meetings of January 21, 2009 and February 4, 2009
4. RA-2-2009 - Discussion and possible action regarding a Resolution finding the project proposed by the Commercial Visual Improvement Program Agreement (CVIP) between the City of Las Vegas Redevelopment Agency (RDA) and Fremont Street Experience Parking Corporation (Owner) and Hennessey's Las Vegas, Inc., d/b/a Las Vegas Country Saloon (Tenant and CVIP Participant) located at 425 Fremont Street (APN 139-34-610-045) to be in compliance with and in furtherance of the goals and objectives of the Redevelopment Plan, and authorizing the execution of the CVIP Agreement by the RDA (not to exceed \$50,000 – RDA Special Revenue Fund) - Ward 3 (Reese) [NOTE: This item is related to Council Item 63 (R-16-2009)]
5. RA-3-2009 - Discussion and possible action regarding a Resolution finding the project proposed by the Commercial Visual Improvement Program (CVIP) Agreement between the City of Las Vegas Redevelopment Agency (RDA) and P.R.M.D., LLC, (Owner) located at 823 South Las Vegas Boulevard (APN 139-34-401-012) to be in compliance with and in furtherance of the goals and objectives of the Redevelopment Plan, and authorizing the execution of the CVIP Agreement by the RDA (\$8,250 - RDA Special Revenue Fund) - Ward 3 (Reese) [NOTE: This item is related to Council Item 64 (R-17-2009)]
6. RA-4-2009 - Discussion and possible action regarding a Resolution Authorizing the Sale of City of Las Vegas Redevelopment Bonds and Authorizing the Chief Financial Officer of the Agency to Arrange for the Sale of the Bonds and Other Details of the Financing - Wards 1, 3 and 5 (Tarkanian, Reese and Barlow)

7. Report and possible action regarding Redevelopment Agency projects currently under contract or negotiation, other projects proposed or under construction within or near the Redevelopment Area and to provide an overview of programs and initiatives - Wards 1, 3 and 5 (Tarkanian, Reese and Barlow)
8. **CITIZENS PARTICIPATION: PUBLIC COMMENT DURING THIS PORTION OF THE AGENDA MUST BE LIMITED TO MATTERS WITHIN THE JURISDICTION OF THE REDEVELOPMENT AGENCY. NO SUBJECT MAY BE ACTED UPON BY THE REDEVELOPMENT AGENCY UNLESS THAT SUBJECT IS ON THE AGENDA AND IS SCHEDULED FOR ACTION. IF YOU WISH TO BE HEARD, COME TO THE PODIUM AND GIVE YOUR NAME FOR THE RECORD. THE AMOUNT OF DISCUSSION ON ANY SINGLE SUBJECT, AS WELL AS THE AMOUNT OF TIME ANY SINGLE SPEAKER IS ALLOWED, MAY BE LIMITED**
9. **AGENCY MEMBER RECOGNITION: COMMENTS MADE BY INDIVIDUAL AGENCY MEMBERS DURING THIS PORTION OF THE AGENDA WILL NOT BE ACTED UPON BY THE CITY COUNCIL UNLESS THAT SUBJECT IS ON THE AGENDA AND SCHEDULED FOR ACTION**

Facilities are provided throughout City Hall for the convenience of disabled persons. For meetings held in the Council Chambers, sound equipment is available for persons with hearing impairments. If you need an accommodation to attend and participate in this meeting, please call the City Clerk's office at 229-6311 and advise of your need at least 48 hours in advance of the meeting. The City's TDD number is 386-9108

THIS MEETING HAS BEEN PROPERLY NOTICED AND POSTED AT THE FOLLOWING LOCATIONS:

City Clerk's Bulletin Board, City Hall Plaza, 2nd Floor Skybridge
Bulletin Board, City Hall Plaza (next door to Metro Records)
Las Vegas Library, 833 Las Vegas Boulevard North
Clark County Government Center, 500 S. Grand Central Parkway
Grant Sawyer Building, 555 E. Washington Avenue