

THE BOARD OF COUNTY COMMISSIONERS OF  
SANTA FE COUNTY

RESOLUTION NO. 2021-118

A RESOLUTION

DECLARING THE INTENT OF SANTA FE COUNTY, NEW MEXICO TO ISSUE ITS SANTA FE COUNTY INDUSTRIAL REVENUE BONDS (SANTA FE STUDIOS PROJECT) SERIES 2022 IN AN AGGREGATE PRINCIPAL AMOUNT UP TO \$16,000,000 IN CONNECTION WITH THE FINANCING OF THE RENOVATION, CONSTRUCTION, RECONSTRUCTION, INSTALLATION AND EQUIPPING OF UPGRADES TO EXISTING FACILITIES AND THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF AN EXPANSION OF A FILM STUDIO IN THE UNINCORPORATED PORTION OF THE COUNTY, ALL FOR THE PURPOSE OF INDUCING LA LUZ HOLDINGS, LLC AND SANTA FE FILM AND MEDIA STUDIOS, INC., OR THEIR SUCCESSORS OR ASSIGNS, TO DEVELOP THE PROJECT SITE AND THE PROJECT

WHEREAS, the County Industrial Revenue Bond Act, Sections 4-59-1 through 4-59-16 NMSA 1978, as amended (the "Act"), authorizes the Santa Fe County, New Mexico (the "County") to issue industrial development bonds (the "Bonds"), and to acquire "projects" as defined in the Act; and

WHEREAS, the County desires to promote industry and trade by inducing manufacturing, industrial and commercial enterprises to locate or expand in the State of New Mexico (the "State"), promoting the use of the agricultural products and natural resources of the State and promoting a sound and proper balance in the State between agriculture, commerce and industry and to promote public health, welfare, safety, convenience and prosperity; and

WHEREAS, La Luz Holdings, LLC and Santa Fe Film and Media Studios, Inc. (collectively, the "Company") propose to renovate, construct, reconstruct, install and equip upgrades to existing facilities and acquire, construct and equip an expansion of a film studio located at 1 Santa Fe Studios Road, Santa Fe New Mexico, in the unincorporated portion of the County (the "Project"), which constitutes a "project" as defined in the Act; and

WHEREAS, the Project has been considered by the County's project review team in accordance with County Ordinance No. 1998-01, which project review team has recommended that the County move forward with the Project; and

WHEREAS, the Project has been considered by the Board of County Commissioners (the "Board") and the Board has concluded that the Project will promote the local health, general welfare, safety, convenience and prosperity of the inhabitants of the County, and the Board desires to indicate its intent to proceed with the issuance of the Bonds for the financing of the Project; and

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WHEREAS, the issuance of the Bonds by the County to finance the Project will constitute one of the inducements for the Company to proceed with the Project;

WHEREAS, concurrently with the issuance of the Bonds, the Company will enter into a leasing or other financing agreement with the County providing for the payment of lease rentals or other payments on the Project sufficient to pay the debt service on the Bonds, subject to the prior approval of the Board.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS, THE GOVERNING BODY OF SANTA FE COUNTY, NEW MEXICO:

Section 1. All actions (not inconsistent with the provisions of this resolution) heretofore taken by the Board and the officers and employees of the County, related to the acquisition, renovation, construction, reconstruction, installation and equipping of the Project, and the sale and issuance of the Bonds therefor, be and the same hereby are ratified, approved and confirmed.

Section 2. The Board has been advised by the Company that:

(a) The Project will involve the renovation, construction, reconstruction, installation and equipping of upgrades to existing facilities and the acquisition, construction and equipping of an expansion of an existing film studio owned and operated by the Company (as so improved, the "Facility") on Santa Fe County Parcel Nos. 910021318 and 910021319.

(b) The maximum aggregate face amount of obligations to be issued with respect to the Project is \$16,000,000.

(c) The initial developer and operator of the Facility will be the Company or its assignee or assignees.

(d) The Facility is located at 1 Santa Fe Studios Road, Santa Fe, New Mexico in the unincorporated portion of the County.

Section 3. In order to promote the local health and general welfare, safety, convenience and prosperity of the inhabitants of the County, it is the Board's intent to consider for adoption an ordinance authorizing the County to take all necessary and advisable steps to effect the issuance of Bonds in a principal amount up to \$16,000,000 in one or more series in order to defray part or all of the costs of the Project. Notwithstanding the provisions of this resolution, the adoption of this resolution does not obligate the County to adopt the Ordinance in relation to the Bonds, as such terms are defined in Section 8.

Section 4. The County understands that the Company does not intend that the Bonds be "qualified private activity bonds" as that term is defined in the Internal Revenue Code of 1986, as amended.

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Section 5. The Bonds will be payable from the revenues of the Project and by the Company and will not constitute a debt or indebtedness of the County within the meaning of any provision or limitation of the Constitution or statutes of the State. Nothing contained in this resolution or in any other instrument will be considered as obligating the County to any pecuniary liability or a charge upon the general credit of the County or against its taxing power, it being understood that no costs are to be borne by the County and that all costs incurred by the County in connection with the Bonds are to be promptly reimbursed by the Company and indemnified by the Company.

Section 6. The County has been advised that the Facility being acquired by the County will not be subject to property tax during the period beginning on the acquisition, renovation, construction, reconstruction, installation and equipping of the Facility by the County and ending on the earlier of 30 years from that date or the full retirement of the Bonds, but that the Company intends to make a payment in lieu of taxes during such period equal to (i) the amount of property taxes imposed by public schools and the Santa Fe Community College that would otherwise be applicable to Parcel No. 910021318; (ii) the amount of property taxes imposed by all taxing authorities that would otherwise be applicable to the real property and existing improvements on Parcel Number 910021319; and (iii) the amount of property taxes imposed by public schools and the Santa Fe Community College that would otherwise be applicable to the increase in value to Parcel Number 910021319 attributable to the Project.

Section 7. In cooperation with the Company, the County will acquire, renovate, construct, reconstruct, install and equip the Facility in its name, and for such applicable acquisition, renovation, construction, reconstruction, installation and equipping, the County will make appropriate nontaxable transaction certificates available to suppliers with respect to only that portion of the Facility which is eligible for such non-taxable transaction status as may be appropriate under the New Mexico Gross Receipts and Compensating Tax Act, Section 7-9-1 through 7-9-90 NMSA 1978.

Section 8. The Board directs that the following notice be published one time in a newspaper of general circulation in the County as soon as practicable following the adoption of this resolution:

(Form of Notice to be Published)

NOTICE OF INTENT TO ADOPT ORDINANCE

SANTA FE COUNTY, NEW MEXICO

NOTICE IS GIVEN that the Board of County Commissioners (the "Board"), constituting the governing body of Santa Fe County, New Mexico (the "County"), will consider the adoption of an ordinance (the "Ordinance") authorizing the issuance of industrial revenue bonds in an aggregate principal amount not to exceed \$16,000,000 (the "Bonds") to finance the renovation, construction, reconstruction, installation and equipping of upgrades to existing facilities and acquisition, construction and equipping of an expansion of a film studio located at 1 Santa Fe Studios Road, Santa Fe New Mexico, in the unincorporated portion of the County (the "Project"), and all costs incidental to the

foregoing and the issuance of the Bonds, and otherwise relating to the Project, at a regular meeting of the Board on Tuesday, February 8, 2022, at 2:00 p.m. or as soon thereafter as the matter may be heard, in the Commission Chambers on the second floor of the Santa Fe County John Gaw Meem Historic Building, 102 Grant Avenue, Santa Fe, New Mexico, in the County, being the regular meeting place of the Board. The title and subject matter of the Ordinance are as follows:

AUTHORIZING THE ISSUANCE AND SALE OF SANTA FE COUNTY, NEW MEXICO INDUSTRIAL REVENUE BONDS (SANTA FE STUDIOS PROJECT) SERIES 2022 IN THE MAXIMUM PRINCIPAL AMOUNT OF \$16,000,000 TO PROVIDE FUNDS TO FINANCE THE RENOVATION, CONSTRUCTION, RECONSTRUCTION, INSTALLATION AND EQUIPPING OF UPGRADES TO EXISTING FACILITIES AND THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF AN EXPANSION OF A FILM STUDIO IN THE UNINCORPORATED PORTION OF THE COUNTY; AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDENTURE, LEASE AGREEMENT, BOND PURCHASE AGREEMENT, THE BONDS AND OTHER DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF THE BONDS AND THE PROJECT; MAKING CERTAIN DETERMINATIONS AND FINDINGS RELATING TO THE BONDS AND THE PROJECT; RATIFYING CERTAIN ACTIONS TAKEN PREVIOUSLY; AND REPEALING ALL ACTIONS INCONSISTENT WITH THIS ORDINANCE.

THE PRINCIPAL OF, INTEREST ON AND REDEMPTION PRICE, IF ANY, OF THE BONDS WILL NEVER CONSTITUTE AN INDEBTEDNESS OF THE COUNTY WITHIN THE MEANING OF ANY PROVISION OR LIMITATION OF THE CONSTITUTION OR LAWS OF THE STATE OF NEW MEXICO. THE BONDS WILL NEVER CONSTITUTE NOR GIVE RISE TO A PECUNIARY LIABILITY OF THE COUNTY OR A CHARGE AGAINST ITS GENERAL CREDIT OR TAXING POWERS.

The Bonds will mature, bear interest and be subject to prior redemption all in accordance with the Ordinance. A copy of the Ordinance is on file and available for inspection during normal business hours at the office of the County Clerk at the Santa Fe County Administrative Complex, 100 Catron Street, Santa Fe, New Mexico. All members of the public are invited to attend the meeting and will be provided an opportunity to ask questions about and to express opinions about the ordinance and proposed transaction.

Dated: \_\_\_\_\_, 2022.

/s/ Katharine E. Clark  
County Clerk  
Santa Fe County, New Mexico

(End of Form of Notice to be Published)

Section 9. The Board directs that, at least 30 days prior to the Board meeting at which the ordinance is to be considered for adoption, the following notice be mailed by registered or certified mail, return receipt requested, to the Santa Fe County Assessor and each other entity located within the County authorized to levy taxes on property in the County as soon as is practicable following the adoption of this resolution:

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(Form of Notice to be Mailed)

[SANTA FE COUNTY LETTERHEAD]

\_\_\_\_\_, 2021

**CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

Hon. Gus Martinez  
Santa Fe County Assessor  
Santa Fe County Administrative Complex  
100 Catron St.  
Santa Fe, New Mexico 87501

[Other Taxing Entities]

Ladies and Gentlemen:

Pursuant to Section 4-59-4.1 NMSA 1978, we write to give you notice that Santa Fe County, New Mexico (the "County") intends to consider the issuance of industrial revenue bonds in a principal amount not to exceed \$16,000,000 (the "Bonds") to defray the cost of renovation, construction, reconstruction, installation and equipping of upgrades to existing facilities and acquisition, construction and equipping of an expansion of a film studio located at 1 Santa Fe Studios Road, Santa Fe New Mexico, in the unincorporated portion of the County (the "Project"), for use by La Luz Holdings, LLC and Santa Fe Film and Media Studios, Inc. or their assignees. The ordinance under which the Bonds would be issued will be considered by the Board of County Commissioners (the "Board") of the County on or after February 8, 2022, which is at least thirty days after the date of this letter. You may forward your comments and concerns with respect to the Bonds or the Project to the Board, but no approval of the Bonds is required from you and you do not have a veto over the proposed issuance of the Bonds.

Very truly yours,

SANTA FE COUNTY, NEW MEXICO

By \_\_\_\_\_  
Henry P. Roybal  
Chairman, Board of County  
Commissioners

(End of Form of Notice to be Mailed)

Section 10. The County Manager is authorized and empowered to take such steps and to do such things as may be necessary to achieve the purposes of this resolution; provided, however, the issuance of the Bonds and the execution and delivery of any

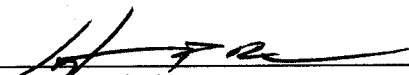
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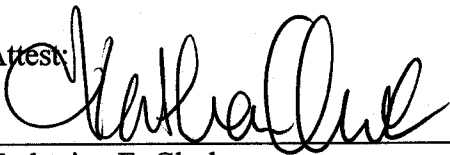
documents to which the County is a party in connection therewith are subject to the approval and authorization by ordinance of the Board.

Section 11. If any section, paragraph, clause or provision of this resolution is for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision will not affect any of the remaining provisions of this resolution.

Section 12. Except as provided in Section 1 of this resolution, all ordinances and resolutions, or parts thereof, in conflict with this resolution, are repealed; this repealer will not be construed to revive any order, resolution or part thereof, heretofore repealed.


**PASSED, APPROVED, AND ADOPTED** this 14<sup>th</sup> day of December, 2021.

  
Henry P. Roybal  
Chairman, Board of County Commissioners

Attest:   
Katharine E. Clark  
County Clerk




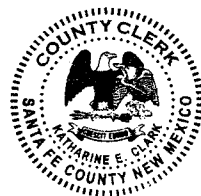
APPROVED AS TO FORM:

  
Gregory S. Shaffer  
County Attorney

COUNTY OF SANTA FE ) BCC RESOLUTIONS  
STATE OF NEW MEXICO ) ss PAGES: 7

I Hereby Certify That This Instrument Was Filed for Record On The 15TH Day Of December, 2021 at 01:05:54 PM And Was Duly Recorded as Instrument # 1974560 Of The Records Of Santa Fe County

Witness My Hand And Seal Of Office  
Katharine E. Clark  
Deputy  County Clerk, Santa Fe, NM



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