

EXHIBIT 1

FIRST AMENDMENT TO USE AND OPERATIONS AGREEMENT

The Use and Operations Agreement dated April 6, 2022 (the “Use Agreement”) between the City of Duluth, a municipal corporation organized and existing under the laws of the State of Minnesota and Arrowhead Youth Soccer Association, a non-profit corporation organized and existing under the laws of the State of Minnesota, is amended as set forth in this First Amendment to Use and Operations Agreement (this “First Amendment”). Capitalized terms used in this First Amendment, but not defined herein, shall have the same meaning ascribed to them as in the Use Agreement.

WHEREAS, the parties wish to amend the Use Agreement to change the term of the Agreement.

NOW, THEREFORE, in consideration of the mutual benefits contained herein, the parties agree to amend the Use Agreement as follows:

1. Article III.A. of the Use Agreement is amended and completely replaced with the following Article III.A.:

A. Notwithstanding the date of execution of this Agreement, this Agreement shall be deemed to commence on January 1, 2022 and expire on December 31, 2025, unless earlier terminated (the “Term”). Notwithstanding the foregoing sentence, the parties agree that the soccer season (the “Soccer Season”) for each year during the Term will be from May 15 to October 31, unless extended by mutual agreement of the parties. Notwithstanding the seasonal nature and use of the Premises, AYSA shall respond to inquiries from third parties regarding use of the Premises on a year-round basis.

2. Except as specifically amended pursuant to this First Amendment, the Use Agreement remains in full force and effect. In the event of a conflict between the provisions of this First Amendment and the provisions of the Use Agreement, the provisions of this First Amendment shall govern.

IN WITNESS WHEREOF, the parties have entered into this First Amendment as of the date attested by the City Clerk below.

CITY OF DULUTH

ARROWHEAD YOUTH SOCCER ASSOCIATION

By: _____
Mayor

By: _____

Attest: _____
City Clerk

Its: Executive Director

Printed Name: _____

Dated: _____

Date: _____

Countersigned:

City Auditor

Approved as to form:

City Attorney