

EXHIBIT A

SECOND AMENDMENT TO AGREEMENT BETWEEN THE CITY OF DULUTH AND ARROWHEAD ZOOLOGICAL SOCIETY, INC.

This Second Amendment to the Agreement #21527 and Amendment to Agreement #21527-01 (individually referred to as the “Second Amendment,” and collectively referred to as the “Agreement”) between the City of Duluth (“City”) and Arrowhead Zoological Society, Inc. (“Society”) relating to the operation and management of the Lake Superior Zoological Gardens (“Zoo”) is further amended as set forth below and is effective as of the date of attestation by the City Clerk. Capitalized terms used in this Second Amendment, but not defined herein, shall have the meanings ascribed to them in the Agreement.

WHEREAS, the Term of the Agreement will terminate on December 31, 2015.

WHEREAS, the City and Society wish to amend the Agreement to extend the Term.

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

Article VI.A. is amended as follows (deleting the strike through language and adding the underlined language):

A. Term. The term of this Agreement shall commence on January 1, 2012, and shall end on June 30, 2016, ~~December 31, 2015~~ unless earlier terminated as provided for herein. As soon as practical ~~On July 1, 2015~~, the parties may begin discussions of the renewal of the Agreement, provided that either party may decline to renew this Agreement. In the event the Agreement is not terminated, and a new agreement has not been reached prior to June 30, 2016 ~~January 1, 2016~~, this Agreement shall continue on a month-to-month basis during the negotiation period, with such continuation to be in accordance with the current terms and conditions.

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

IN WITNESS WHEREOF, the parties have executed this Second Amendment as of the date indicated below.

Dated: December _____, 2015

CITY OF DULUTH

**ARROWHEAD ZOOLOGICAL
SOCIETY, INC.**

By: _____
Mayor

By: _____

Printed Name: _____

Attest: _____
City Clerk

Its: _____

Date Attested: _____

By: _____

Countersigned:

Printed Name: _____

Its: _____

City Auditor

Approved as to form:

City Attorney