

EXHIBIT A

FIRST AMENDMENT TO BRIDGE FUNDING AGREEMENT BETWEEN CITY OF DULUTH AND THE ARROWHEAD ZOOLOGICAL SOCIETY, INC.

WHEREAS, this First Amendment to Bridge Funding Agreement between the City of Duluth ("City") and the Arrowhead Zoological Society, Inc., d/b/a Lake Superior Zoological Society ("Society"), is entered into for the purpose of amending the parties' Bridge Funding Agreement dated July 11, 2016 ("Bridge Funding Agreement"). Capitalized terms used in this Amendment, but not defined herein, shall have the same meaning ascribed to them as in the Bridge Funding Agreement.

WHEREAS, under the terms of the Bridge Funding Agreement, the City provided bridge funding to the Society in the amount of One Hundred and Forty-four Thousand Seven Hundred Ninety-five Dollars (\$144,795) to advance funds for the completion of Phase One of the Project;

WHEREAS, after receiving a reimbursement from the State of Minnesota, the Society repaid the Bridge Funds to the City;

WHEREAS, the final costs of Phase One of the Project were in excess of the Bridge Funds;

WHEREAS, the parties wish to amend the Bridge Funding Agreement to allow for the City's grant of funds to cover the excess costs of the Project.

NOW, THEREFORE, in consideration of the mutual benefits contained herein, the City and Society hereby agree to amend Section B of the Bridge Funding Agreement as follows (deleting the strike-through language and adding the double-underlined language):

B. Phase I Funding Sources.

1. The funding sources of Phase I of the Project are as follows:

<u>Description</u>	<u>Amount</u>
2016 Legacy ACHR Appropriation	\$ 73,500
2017 Legacy ACHR Appropriation	\$ 71,295
<u>2017 Grant of Funds by City</u>	<u>\$20,350.95</u>
Total Project Cost	\$144,795
	<u>\$165,145.95</u>

2a. The City will ~~pay provide bridge funding~~ to the Society in the amount of One Hundred and Forty-four Thousand Seven Hundred Ninety-five Dollars (\$144,795) to advance the 2016 and 2017 Legacy ACHR Appropriations ("Bridge Funds"), payable from Fund 200-1330 (Zoo Fund, Loans Receivable). Under the Grant Agreement, the State will reimburse the Bridge Funds to the Society upon completion of the Project and after submission of reimbursement requests.

2b. In addition to the One Hundred and Forty-four Thousand Seven Hundred Ninety-five Dollars (\$144,795) Bridge Funds to be paid by City to the Society pursuant to Article 2(a), the City will pay Society the amount of Twenty Thousand Three Hundred Fifty and 95/100ths Dollars (\$20,350.95), payable from Fund 452-030-5530 Project 1502 (Tourism & Recreational Projects, Finance, Improvements Other than Buildings, Fairmont Park/Zoo).

3. The City will provide the Bridge Funds to the Society no later than July 31, 2016.

4. The funds paid to the Society under this Agreement ~~are~~ shall be used by Society solely for the purpose of completion of Phase I of the Project.

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

this Amendment and the provisions of the Bridge Funding Agreement, the provisions of this First Amendment shall govern.

IN WITNESS WHEREOF, the Parties have hereunto set their hands the day and date first shown below.

CITY OF DULUTH

By: _____
Mayor

Attest: _____
City Clerk

Date Attested: _____

Countersigned:

City Auditor

Approved as to form:

City Attorney

**ARROWHEAD ZOOLOGICAL
SOCIETY, INC.**

By: Corey Leet
Printed Name: Corey Leet

Its: CEO

By: Diana B. Dodge
Printed Name: Diana B. Dodge
Its: President