

RESOLUTION NO. 2025-10-____ (TIRZ1)

**A RESOLUTION OF THE BOARD OF DIRECTORS OF REINVESTMENT
ZONE NUMBER ONE, CITY OF MCKINNEY, TEXAS, APPROVING A
CHAPTER 380 ECONOMIC DEVELOPMENT AND PROJECT PLAN
IMPLEMENTATION AGREEMENT WITH THE CITY OF MCKINNEY,
TEXAS FOR THE SUNSET AMPHITHEATRE PROJECT**

- WHEREAS,** on September 21, 2010, the City Council of the City of McKinney, Texas (“City Council”), approved Ordinance No. 2010-09-034 creating the Reinvestment Zone Number 1, City of McKinney (the “Zone”) and establishing a Board of Directors for the Zone; and
- WHEREAS,** Ordinance Number 2010-09-034, as amended, which created the Zone, also created and established a board of directors for the Zone; and
- WHEREAS,** the Zone is a duly constituted reinvestment zone under Chapter 311 of the Texas Tax Code, as amended, acting by and through its duly appointed Board of Directors; and
- WHEREAS,** pursuant to Section 311.011(a) of the Tax Increment Financing Act, as amended, the board of directors of a reinvestment zone shall prepare, or cause to be prepared, and adopt a project plan and financing plan for the zone and submit the plans to the governing body of the municipality that created the zone for its approval; and
- WHEREAS,** on October 19, 2010, the Board of Directors of Reinvestment Zone Number One (“Board”) adopted the Project Plan and Financing Plan for the Zone by Resolution No. 2010-10-010 (TR1R); and
- WHEREAS,** on November 16, 2010, the City Council approved the adopted Project Plan and Financing Plan for the Zone by Resolution No. 2010-11-141(R); and
- WHEREAS,** on September 2, 2014, the Board approved Resolution No. 2014-09-002 (TR1R) providing for the allocation and awarding of TIRZ No. 1 funds for “Catalyst Projects” as defined by the approved Project Plan and Finance Plan for vacant/underutilized sites/buildings; and
- WHEREAS,** on January 21, 2020, the City Council approved tax increment financing Reinvestment Zone Number One, City of McKinney, pursuant to the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and
- WHEREAS,** on September 30, 2024, the Board adopted the Fourth Amended Project Plan for the Zone by Resolution Number 2024-09-004 (TR1R); and
- WHEREAS,** on September 30, 2024, the City Council approved the adopted Fourth Amended Project Plan for the Zone by Resolution No. 2024-09-076(R); and
- WHEREAS,** Venu Holding Corporation, successor-by-name change to Notes Live, Inc., (hereinafter “Applicant”) is undertaking the development, construction, operation and maintenance of a new, first class, state of the art amphitheater/outdoor entertainment venue facility and related project improvements, the Sunset Amphitheatre Project, for economic development in the City by providing world class concerts and live shows, as well as other entertainment and civic events located in the northeast quadrant of US 75 and State Highway 121 in the City of McKinney, Texas, wholly within Reinvestment Zone Number One in the City of McKinney, Texas (the “Project”); and
- WHEREAS,** on April 16, 2024, to facilitate the Project and promote economic development in the city, the City Council approved that one certain Chapter

380, Grant, and Development Agreement by and between the City of McKinney, Texas, McKinney Economic Development Corporation, the McKinney Community Development Corporation, and the Applicant (“Original Agreement”) for the Project; and

WHEREAS, the Original Agreement was amended on October 15, 2024 in a public meeting (the “First Amendment”) and subsequently amended on December 3, 2024 in a public meeting (the “Second Amendment”) in furtherance of the Project; and

WHEREAS, as a component of the Original Agreement and subsequent amendments, the City agreed to consider paying contributions and incentives for the public purpose of stimulating economic development and employment within the City; and

WHEREAS, on October 8, 2025, in a public meeting the City Council approved the Third Amendment to the Original Agreement (the “Third Amendment”) for the Project which amended the required parking spaces within the structured parking facilities associated with the Project; and

WHEREAS, the Original Agreement, First Amendment, Second Amendment and Third Amendment shall be collectively referred to as the “VENU Agreement”; and

WHEREAS, the Board has established the Project as an eligible project under the Project Plan for the Zone as required by law and determines that a conditional grant to Applicant of its funds will serve the public purpose of promoting local economic development and enhancing business and commercial activity in the Zone and the City of McKinney, Texas; and

WHEREAS, the Board has concluded and hereby finds that this Agreement clearly promotes economic development in the Zone and, as such, meets the requisites under Section 311.101(h) and Chapter 380 of the Texas Local Government Code and further, is in the best interests of the Zone and Applicant.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF REINVESTMENT ZONE NUMBER ONE, MCKINNEY, TEXAS, THAT:

Section 1. The Board of Directors of Reinvestment Zone Number One, City of McKinney, Texas hereby approves a Chapter 380 Economic Development and Project Plan Implementation Agreement (the “TIRZ Agreement”) for the Sunset Amphitheatre Project with the City of McKinney, Texas in an amount not to exceed Forty Million Dollars And No/100 (\$40,000,000.00) for payment of the City’s obligations under the VENU Agreement as such obligations become due and payable, and subject to the disbursement conditions of the TIRZ Agreement and the Applicant’s continuous performance under said VENU Agreement.

Section 2. The Board of Directors directs the Chairman to execute the TIRZ Agreement and any related documents on behalf of Reinvestment Zone Number One, City of McKinney, Texas.

Section 3. This Resolution shall take effect immediately from and after the date of passage and is so resolved.

DULY PASSED AND APPROVED BY THE BOARD OF DIRECTORS OF REINVESTMENT ZONE NUMBER ONE, MCKINNEY, TEXAS ON THE 21ST DAY OF OCTOBER, 2025.

RICK FRANKLIN
Chairman

ATTEST:

EMPRESS DRANE
City Secretary
TENITRUS PARCHMAN
Deputy City Secretary

APPROVED AS TO FORM:

MARK S. HOUSER
Attorney for Reinvestment Zone Number One,
City of McKinney