

expenditure of County/Cities Hotel/Motel Tax Payments pursuant to a contract with the County or the Authority as a qualified expenditure under the Hotel/Motel Tax Law.

**“Effective Date”** means October 1, 2023.

**“Existing Galleria Project”** means the multipurpose convention, exhibit hall and meeting facilities commonly referred to as the Cobb Galleria Centre, any associated parking areas or improvements thereto and all other facilities and improvements determined by the Authority to be necessary or convenient in connection with the Cobb Galleria Centre, which may include, without limitation, related lands, air space, buildings, structures, fixtures, equipment and personalty appurtenant or convenient to such facilities (any and all of the aforesaid are referred to herein as “facilities” as a broadly construed all-inclusive term), all operated and managed for the benefit of the citizens of the County, as the same exists on September 1, 2023.

**“Financed Project”** or **“Financed Projects”** means, collectively and each respectively, (a) the Galleria Project and (b) any other facilities, buildings, structures, improvements, expansions, additions, replacements, renovations, related lands, fixtures, equipment and personalty appurtenant or convenient to such facilities (any and all of the aforesaid are referred to herein as “facilities” as a broadly construed all-inclusive term), and any other multi-use coliseum and civic center type facilities of the type described in the Authority Act, in each case if and to the extent acquired, constructed, rehabilitated or installed by or on behalf of the Authority after September 1, 2023 and financed in whole or in part by Senior Lien Bonds, provided, however, that all such facilities acquired, constructed or installed after May 8, 2018 must be managed and operated directly by the Authority for its own use on behalf of the citizens of the County.

**“Fiscal Year”** means the fiscal year for the Authority ending September 30 of each year or such fiscal year as may be changed by appropriate proceedings of the Authority.

**“Funding Agreement”** means the Amended and Restated Galleria Convention Funding Agreement, dated as of ~~October 1, 2023~~ the Effective Date, by and between the Authority and the City, as the same may be supplemented or amended from time to time.

**“funds derived from County/Cities Tax Payments”** or any similar or comparable phrase shall include, without limitation, net investment earnings on County/Cities Tax Payments, except only during the Gap Period net investment earnings on Cities Hotel/Motel Tax Payments deposited into the Operating Revenue Fund rather than the Tax Payments Fund shall be excluded.

**“Future Galleria Project”** means any future Financed Project consisting of improvements of, additions to or expansions of the Existing Galleria Project after September 1, 2023, which may include, without limitation, related lands, buildings, structures, fixtures, equipment and personalty appurtenant or convenient to such facilities (any and all of the aforesaid are referred to herein as “facilities” as a broadly construed all-inclusive term), all operated and managed directly by the Authority for its own use for the benefit of the citizens of the County.

**“Galleria Project”** means, collectively, the Existing Galleria Project and any Future Galleria Project.

**“Gap Period”** means the period of time commencing on September 1, 2023 and ending, as applicable, (a) with respect to any Original City Funding Agreement and Original City Operating Agreement, on the date such Cities and the Authority have executed a Conforming City Funding Agreement and a Conforming City Operating Agreement and (b) on the termination date of an Original City Funding Agreement and Original City Operating Agreement in the event the same are never amended or amended and restated or otherwise modified after September 1, 2023.