

**RESOLUTION 11-02 OF THE EXXON VALDEZ OIL SPILL TRUSTEE COUNCIL  
REGARDING THE CORDOVA COMMUNITY CENTER**

We, the undersigned, duly authorized members of the *Exxon Valdez* Oil Spill Trustee Council do hereby certify that, in accordance with the Memorandum of Agreement and Consent Decree entered as settlement of United States of America v. State of Alaska, No. A91-081 Civil, U.S. District Court for the District of Alaska, and after public meetings, unanimous agreement has been reached to expend funds received in settlement of State of Alaska v. Exxon Corporation, et al., No. A91-083 CIV, and United States of America v. Exxon Corporation, et al., No. A91-082 CIV, U.S. District Court for the District of Alaska, for necessary Natural Resource Damage Assessment and Restoration activities for fiscal year 2011 in the amount of \$7,000,000 (plus interest earned on that amount after it is made available to the State) or one-third the cost of construction of the Cordova Center, whichever is less. In addition, unanimous agreement has been reached to expend funds to the appropriate state agency for management of the Cordova Center project in the amount of \$8,393. All funds are designated to the State of Alaska, and are to be distributed as follows:

|                                  |                    |
|----------------------------------|--------------------|
| Alaska Department of Fish & Game | \$7,008,393        |
| Total State of Alaska            | \$7,008,393        |
| <b>TOTAL APPROVED</b>            | <b>\$7,008,393</b> |

Funds shall be spent in accordance with the following conditions:

1. A portion of the facility shall be used as described in the October 2010 Cordova Center proposal, to provide administrative support for the *Exxon Valdez* oil spill Trustee Council ("Trustee Council") restoration program, including educating the public and building scientific knowledge relating to the impacts of the 1989 *Exxon Valdez* Oil Spill ("EVOS") and restoration of those impacts and further restoration goals.
2. The City of Cordova will provide, before any expenditure from the EVOS Restoration Fund, documentation demonstrating to the satisfaction of the Alaska Department of Law and National Oceanic and Atmospheric Administration that the city has firm commitments for the funding of all the anticipated costs of construction of the

Cordova Center, and that the Cordova Center will be used for the EVOS-related purposes as described in the October 2010 proposal.

3. The City will provide a written commitment that it will fund all operation and maintenance costs of the Cordova Center and not request those funds from the Trustee Council; the City will be responsible for all ongoing costs after construction.

4. The Trustee Council will fund the expenditure of up to \$7,000,000 (plus interest earned on that amount after it is made available to the State) or one-third of the cost of construction of the Cordova Center, whichever is less. Funds will be distributed on a quarterly basis to pay for not more than one-third of the billings for the construction phase of the project.

5. The City will provide meeting space for Trustee Council-related meetings and workshops (including Trustee Council meetings, meetings of researchers conducting EVOS-related work, and Public Advisory Committee meetings) free of any facility charges for the life of the facility (estimated at 50+ years). The Conference Center will include a main auditorium and theater with a capacity of 220 people each, a multipurpose community room, and a small meeting room.

6. In the Museum component of the Cordova Center, 3,450 square feet of the total 5,925 square feet will be dedicated to EVOS-related exhibits and interpretive displays for the life of the facility unless otherwise approved by the Trustee Council. The Museum will include both a permanent EVOS display as well as a temporary gallery for traveling and temporary exhibits on EVOS.

7. The Museum includes the Science Discovery and Education Room (850 square feet), 100% of which is devoted to EVOS-related activities for the life of the facility, including the Science Discovery Program and various marine science educational programs unless otherwise approved by the Trustee Council. The Science Discovery and Education Room will include a lab equipped with wet and dry sinks and storage for scientific equipment.

8. The Library in the Cordova Center will contain 3,450 square feet (out of a total of 5,652 square feet) of EVOS materials for the life of the facility unless otherwise approved by the Trustee Council. Subject to the agreed space limitations, the Library shall accept all EVOS-related documents approved for transfer to it by the Trustee Council. The Library will also serve as a resource for EVOS-related media inquiries, filmmakers, researchers, and authors.

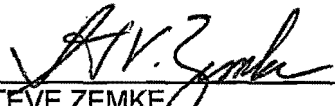
9. All of the facilities and services described above will be provided to the Trustee Council or any successor organization free of any use or maintenance charges in consideration for the payments from the EVOS Restoration Fund towards the Cordova Center's construction costs.


10. The foregoing conditions must be made legally binding through a contract or other appropriate form of agreement, reviewed and approved by the Alaska Department of Law.

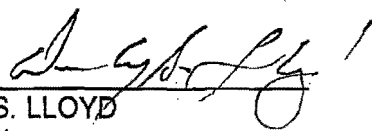
By unanimous consent, we hereby request the Alaska Department of Law and the Assistant Attorney General of the Environmental and Natural Resources Division of the United States Department of Justice to take such steps as may be necessary to make funds available in the amount of \$7,008,393 from the appropriate accounts as designated by the Executive Director.

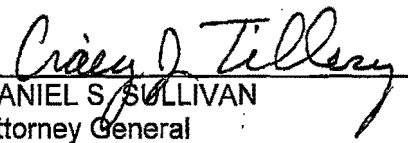
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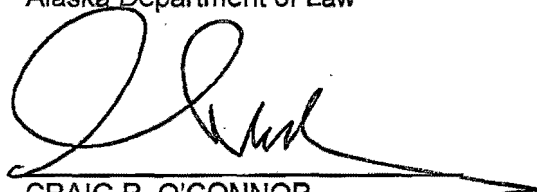
Approved by the Trustee Council at its meeting of November 3, 2010 held in Anchorage, Alaska, as affirmed by our signatures affixed below.


  
STEVE ZEMKE  
Trustee Alternate  
Chugach National Forest  
U. S. Department of Agriculture

  
KIM ELTON  
Senior Advisor to the Secretary  
for Alaska Affairs  
U.S. Department of the Interior

  
DENBY S. LLOYD  
Commissioner  
Alaska Department of Fish and Game

  
for DANIEL S. SULLIVAN  
Attorney General  
Alaska Department of Law

  
CRAIG R. O'CONNOR  
Special Counsel  
National Oceanic & Atmospheric  
Administration  
U.S. Department of Commerce

  
LARRY HARTIG  
Commissioner  
Alaska Department of Environmental  
Conservation