RESOLUTION
of the
ORANGE COUNTY BOARD OF COUNTY
COMMISSIONERS
regarding
TRAVELCLICK, INC.
QUALIFIED TARGET INDUSTRY TAX REFUND

Resolution No. 2011-M-31

PREMISES

WHEREAS, in 1994, the Florida legislature passed legislation establishing a “Qualified Target Industry Tax Refund Program” (“QTI Program”) to encourage the creation of new high-wage job opportunities in Florida by providing “tax refunds” to qualified target industries; and

WHEREAS, TravelClick, Inc. (“TravelClick”), founded in 1999, is headquartered in New York City, is the leading provider of ecommerce solutions for hotels, and has more than 15,000 hotel customers in 140 countries; and

WHEREAS, TravelClick employs over 550 people worldwide, and experienced a 61% growth in sales for the three years ended in 2009; and

WHEREAS, TravelClick’s business solutions include its iHotelier program, a web-based central reservation system, and Hotelligence360, which compares revenue and market performance of a customer’s hotel against a custom list of competitors; and

WHEREAS, TravelClick’s services help its clients to make better business decisions, generate greater demand from the right mix of channels, convert more shoppers to high-value guests, and increase hotel revenue; and

WHEREAS, TravelClick seeks to establish its Sales & Service Center for the Americas in unincorporated Orange County, which would include sales, account management, technical support, project management, and web production functions; and

WHEREAS, TravelClick anticipates creating approximately two hundred fifty-two (252) new jobs in Orange County at an average annual salary of at least $46,325, which is 115% of the prevailing salary of $40,283 in Orange County; and

WHEREAS, TravelClick anticipates that the new jobs to be created will include approximately twelve (12) management and administrative positions, one hundred (100) sales
and account management positions, eighty (80) customer care positions, and sixty (60) web
design and developer positions; and

WHEREAS, TravelClick anticipates that these new jobs will be created according to the
following schedule: fifty-seven (57) jobs by December 31, 2012; one hundred eight (108) jobs in
calendar year 2013; thirty-seven (37) jobs in calendar year 2014; thirty (30) jobs in calendar year
2015; and twenty (20) jobs in calendar year 2016; and

WHEREAS, TravelClick has applied to the Executive Office of the Governor, Office of
Tourism, Trade, and Economic Development for approval as a qualified QTI Program applicant,
and has applied for $756,000 in tax refunds from the State of Florida under the QTI Program,
representing $3,000 per job; and

WHEREAS, in order for TravelClick to be approved as a “qualified applicant” under the
QTI Program, the Orange County Board of County Commissioners must adopt a resolution
recommending the approval of TravelClick as a “target industry business,” and committing
“local financial support” in an amount equal to 20% of the annual tax refund up to but not
exceeding $151,200 over the course of TravelClick’s eligibility as a “qualified applicant”; and

WHEREAS, competition for TravelClick’s Sales & Service Center for the Americas
exists outside of Florida, and financial incentives are necessary to ensure that this project comes
to Orange County.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY
COMMISSIONERS OF ORANGE COUNTY:

Section 1. The Board of County Commissioners of Orange County, Florida, hereby
recommends that the State of Florida Office of Tourism, Trade, and Economic Development
approve TravelClick as a “qualified applicant” under the QTI Program.

Section 2. Subject to the terms of this Resolution, the Board hereby approves
payments up to, but not exceeding, one hundred fifty-one thousand two hundred dollars
($151,200) in “local financial support” required under the QTI Program. Such amount shall be
payable to the Economic Development Incentives Account within the Economic Development
Trust Fund as specified herein.

Section 3. The Board’s promise to pay the amount specified in this Resolution is
contingent upon (i) appropriation by the Board in each applicable year authorizing payment of
the revenues hereunder, (ii) TravelClick’s receiving the designation as a “qualified applicant” in
connection with the QTI program, and (iii) on an annual basis, award by the State of Florida of
tax refunds under the QTI program.

Section 4. Unless provided otherwise in this Resolution, the County shall pay “local
financial support” in the following amounts:

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<tr>
<td>FY 2013-2014</td>
<td>$ 8,550</td>
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<td>FY 2014-2015</td>
<td>$24,750</td>
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FY 2015-2016 $ 30,300
FY 2016-2017 $ 34,800
FY 2017-2018 $ 29,250
FY 2018-2019 $ 13,050
FY 2019-2020 $  7,500
FY 2020-2021 $ 3,000

Total $151,200

Such sums shall be paid from any legally available source or sources of revenue other than those specified in the QTI Program (or rules promulgated thereunder) as being ineligible for such purpose.

Section 5. In the event TravelClick is approved by the State of Florida for tax refunds in an amount less than the $756,000 requested, the "local financial support" to be paid by the County to the Economic Development Incentives Account shall be proportionately reduced so that at no time will the County contribution exceed twenty percent (20%) of the annual tax refund awarded to TravelClick under the QTI Program.

Section 6. This Resolution shall take effect upon receipt by the County of evidence that TravelClick has been approved as a “qualified applicant” and has become eligible for tax refunds under the QTI program, as described herein.

ADOPTED THIS JUL 26 2011 DAY OF JULY 2011.

ORANGE COUNTY, FLORIDA
By: Board of County Commissioners

[Signature]

dated: ____________________________

Teresa Jacobs
County Mayor

ATTEST: Martha O. Haynie, County Comptroller
As Clerk to the Board of County Commissioners

[Signature]

dated: ____________________________

Deputy Clerk