

STATE OF GEORGIA

COUNTY OF CLAYTON

RESOLUTION NO. 2008 - 71

A RESOLUTION AUTHORIZING CLAYTON COUNTY TO ENTER INTO AN AGREEMENT WITH KPMG LLP PROVIDING FOR THE TERMS AND CONDITIONS UNDER WHICH PROFESSIONAL SERVICES WILL BE RENDERED TO CLAYTON COUNTY; TO AUTHORIZE THE CHAIRMAN TO EXECUTE THE AGREEMENT AND OTHERWISE TO PERFORM ALL OTHER ACTS NECESSARY TO ACCOMPLISH THE INTENT OF THE RESOLUTION; TO AUTHORIZE THE FINANCE DIRECTOR TO AMEND THE BUDGET WHERE NECESSARY TO REFLECT AN APPROPRIATE REVENUE SOURCE AND EXPENSE, ALL AS MAY BE REQUIRED UNDER THE TERMS OF THE AGREEMENT; TO PROVIDE AN EFFECTIVE DATE OF THIS RESOLUTION; AND FOR OTHER PURPOSES.

WHEREAS, Clayton County (the "County") is a political subdivision of the State of Georgia created pursuant to provisions of Article IX, Section 1, Paragraph 1 of the Constitution of the State of Georgia; and

WHEREAS, the County is required by Official Code of Georgia Annotated §36-81-7 to be audited on a regular basis in accordance with certain specified audit standards; and

WHEREAS, the firm of KPMG, LLP (the "Firm") is a limited liability partnership licensed under the laws of the State of Georgia, engaged in the practice of accountancy and business of performing professional audit services; and

WHEREAS, the Board of Commissioners deems it in the best interest of Clayton County, and the County will be best served by entering into an agreement with the Firm for professional services as stated herein.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS

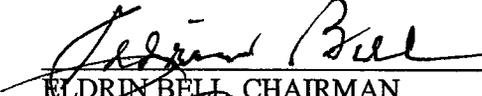
OF CLAYTON COUNTY, GEORGIA AND IT IS HEREBY RESOLVED

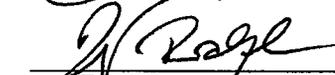
Section 1. The Board of Commissioners hereby authorizes the County to enter into an agreement with KPMG, LLC providing for the terms and conditions under which professional services will be rendered to the County. The Board of Commissioners hereby authorizes the Chairman to execute the Agreement and to perform all other acts necessary to accomplish the intent of this Resolution. Further, the Board of Commissioners hereby authorizes the Director of Finance to amend the budget where necessary to reflect an appropriate revenue source and expense, all as may be required under the terms of the Agreement. The Agreement shall be in substantially the form attached hereto, subject to such minor changes, insertions or deletions as the Chairman of the Board of Commissioners may approve.

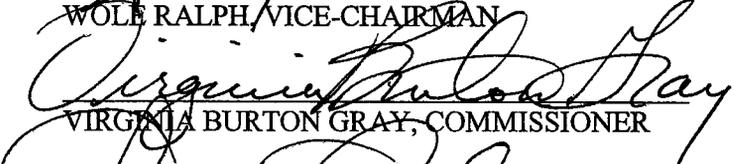
Section 2. This Resolution shall be effective on the date of its approval by the Board of Commissioners.

SO RESOLVED, this the 15th day of April, 2008.

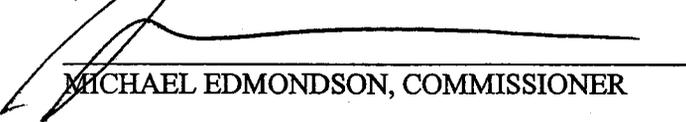
CLAYTON COUNTY BOARD OF COMMISSIONERS


ELDRIN BELL, CHAIRMAN


WOLF RALPH, VICE-CHAIRMAN


VIRGINIA BURTON GRAY, COMMISSIONER


SONNA SINGLETON, COMMISSIONER


MICHAEL EDMONDSON, COMMISSIONER

ATTEST:


SHELBY D. HAYWOOD, CLERK