

STATE OF GEORGIA

COUNTY OF CLAYTON

RESOLUTION NO. 2017- 15

A RESOLUTION AUTHORIZING THE EXECUTION, DELIVERY, AND PERFORMANCE OF A GROUND LEASE AGREEMENT WITH THE DEVELOPMENT AUTHORITY OF CLAYTON COUNTY AND CLAYTON STUDIOS, LLC, FOR THE DEVELOPMENT OF A FILM AND MEDIA STUDIO COMPLEX FOR ECONOMIC DEVELOPMENT PURPOSES; TO AUTHORIZE THE CHAIRMAN TO EXECUTE ALL DOCUMENTS NECESSARY TO CARRY OUT THE SAME, AND OTHERWISE TO PERFORM ALL ACTS NECESSARY TO ACCOMPLISH THE INTENT OF THIS RESOLUTION; TO AUTHORIZE THE CHIEF FINANCIAL OFFICER TO AMEND THE BUDGET WHERE NECESSARY TO REFLECT AN APPROPRIATE REVENUE SOURCE AND EXPENSE; TO PROVIDE AN EFFECTIVE DATE OF THIS RESOLUTION; AND FOR OTHER PURPOSES.

WHEREAS, the Development Authority of Clayton County (the “Authority”) owns certain real property located at Highway 54 (Jonesboro Road) and Millirons Way in Morrow, Georgia, known as “University Station”; and

WHEREAS, University Station was purchased as part of the Project acquired with the Development Authority of Clayton County Revenue Bonds (Gateway Project), Series 1999, refunded as part of the Development Authority of Clayton County Revenue Refunding Bonds, Series 2005, and refunded as part of the Development Authority of Clayton County Revenue Refunding Bonds, Series 2015 (as refunded, the “Bonds”), which Bonds are secured in part by an intergovernmental economic development contract between the Authority and the County (the “IGA”); and

WHEREAS, Section 4.2 of the IGA requires the Authority to negotiate leases with prospective tenants on such terms and conditions as directed by the County, and requires written County approval of any lease created by the Authority during the term of the IGA; and

WHEREAS, the Authority has negotiated a Ground Lease Agreement with Clayton Studios, LLC, for the acquisition, construction, installation, operation, and maintenance of a film and media studio complex, including without limitation a sound stage and film production and media studio complex, which may include without limitation, film, television, digital (video) gaming, animation and digital media production and post-production uses (the “**Project**”) on such terms and conditions as directed by the County, with the advice of the County’s financial advisor, Piper Jaffray & Co., and the County’s economic development consultant; and

WHEREAS, the terms of the Ground Lease Agreement require, among other things, an initial investment of Twelve Million Dollars (\$12,000,000.00) within the first twelve (12) months, employment of an average of 250 FTE (full time equivalent) employees measured on an annual basis (working at least 35 hours per week), beginning in 2018, and development and

implementation of a local resident hiring program offering employment opportunities to qualified citizens of Clayton County; and

WHEREAS, the Board of Commissioners deems it in the best interest of Clayton County and its citizens, and the County and its citizens will best be served by approval of the Ground Lease Agreement and the development of the Project.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CLAYTON COUNTY, GEORGIA AND IT IS HEREBY RESOLVED:

Section 1. Approval of Ground Lease Agreement. The Board of Commissioners hereby authorizes the execution, delivery, and performance of the Ground Lease Agreement with Clayton Studios, LLC, in substantially the form attached hereto as Exhibit "A", subject to such changes, insertions, or omissions as may be approved by the Chairman and approved as to form by the County Attorney; and the execution of such Intergovernmental Agreement by the Chairman, as hereby authorized, shall be conclusive evidence of such approval.

Section 2. Other Actions Authorized. The Chairman, officers, and employees of the County shall perform such acts, execute and deliver such instruments and documents, and do all other such things as may be necessary or prudent to accomplish and effectuate the intent of this resolution.

Section 3. Budget Amendment. The Chief Financial Officer is hereby authorized and directed to amend the budget as necessary to accommodate the acquisition authorized by this Resolution.

Section 4. Severability. All motions, orders, ordinances, bylaws, resolutions, and parts thereof inconsistent herewith are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed as reviving any motion, order, ordinance, bylaw, resolution, or part thereof.

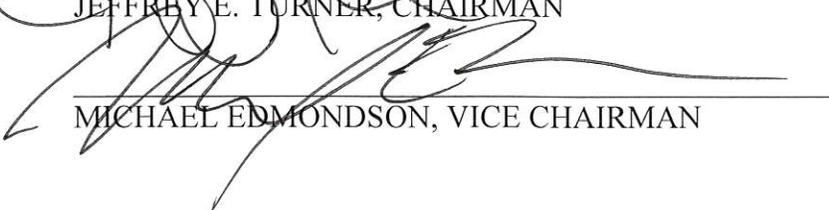
Section 5. Effective Date; Repealer. This resolution shall become effective immediately, and if any section, paragraph, clause, or provision hereof shall for any reason be held invalid or unenforceable, the invalidity or unenforceability thereof shall not affect any of the remaining provisions hereof.

PASSED, ADOPTED, SIGNED, APPROVED, and EFFECTIVE this the 21st day of February, 2017.

CLAYTON COUNTY BOARD OF COMMISSIONERS



JEFFREY E. TURNER, CHAIRMAN



MICHAEL EDMONDSON, VICE CHAIRMAN


SONNA SINGLETON GREGORY, COMMISSIONER


GAIL B. HAMBRICK, COMMISSIONER


FELICIA FRANKLIN WARNER, COMMISSIONER

ATTEST:


SANDRA DAVIS, CLERK

[SEAL]