STATE OF GEORGIA

COUNTY OF CLAYTON

RESOLUTION NO. 2017 – 50

A RESOLUTION AUTHORIZING CLAYTON COUNTY TO ENTER INTO A PURCHASE AND SALE AGREEMENT WITH HIGHWOODS REALTY LIMITED PARTNERSHIP, A NORTH CAROLINA LIMITED PARTNERSHIP, PROVIDING FOR THE TERMS AND CONDITIONS UNDER WHICH THE PARTIES WILL CONVEY THE OWNERSHIP OF CERTAIN PROPERTIES TO ONE ANOTHER IN A NO COST PROPERTY EXCHANGE; TO AUTHORIZE THE CHAIRMAN TO EXECUTE THE AGREEMENT AND ALL OTHER RELATED CLOSING DOCUMENTS AND TO OTHERWISE 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, 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 owns certain tracts or parcels of land lying and being in Land Lots 20 and 21 of the 13th Land District of Clayton County, Georgia, located at 4219 College Street (at the intersection of College Street and CW Grant Parkway) (being tax parcel 13021B A008) and 4231 Old Dixie Highway (being tax parcel 13021B C005) (the "County Property"); and

WHEREAS, Highwoods Realty Limited Partnership owns certain tracts or parcels of land lying and being in Land Lot 12 of the 13th Land District of Clayton County, Georgia, located at the westerly right of way of Old Dixie Highway and the northerly right of way of CW Grant

Parkway, said tract containing approximately 106,177 sq. ft. (2.437 acres) more or less (the "Highwoods Property"); and

WHEREAS, the County desires the Highwoods Property for the construction of a new fire station; and

WHEREAS, Highwoods Realty Limited Partnership desires to convey the Highwoods Property to the County in exchange for the County Property; and

WHEREAS, the parties have agreed to enter into a Purchase and Sale Agreement, in the form attached hereto as Exhibit 1, for a no-cost property exchange/swap to accomplish the conveyance of their respective properties; and

WHEREAS, the Board of Commissioners deems it in the best interest of the County and the County will best be served by entering into a Purchase and Sale Agreement with Highwoods Realty Limited Partnership for a swap of the properties at no cost to either party.

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 Clayton County to enter into a Purchase and Sale Agreement with Highwoods Realty Limited Partnership for a swap of the properties at no cost to either party. The Board authorizes the Chairman to execute the Purchase and Sale Agreement and to perform all other acts necessary to accomplish the intent of this Resolution, including the performance of due diligence and the execution of closing documents. The Board further authorizes the Chief Financial Officer to amend the Budget where necessary to reflect an appropriate revenue source and expense, all as may be required under the terms of the Purchase and Sale Agreement, including the cost of due diligence.

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

SO RESOLVED, this the 20th day of June, 2017.

CLAYTON COUNTY BOARD OF COMMISSIONERS

JEFFREY E. TURNER, CHAIRMAN

MICHAEL EDMONDSON, VICE CHAIRMAN

SONNA GREGORY, COMMISSIONER

GAIL B. HAMBRICK, COMMISSIONER

(Opposed)

FELICIA FRANKLIN WARNER, COMMISSIONER

ATTEST:

SANDRA T. DAVIS, CLERK