

STATE OF GEORGIA

COUNTY OF CLAYTON

RESOLUTION NO. 2015 - 296

**A RESOLUTION OF THE CLAYTON COUNTY BOARD OF COMMISSIONERS AUTHORIZING THE EXECUTION, DELIVERY AND PERFORMANCE OF AN INTERGOVERNMENTAL AGREEMENT IN CONNECTION WITH THE ACQUISITION OF A CERTAIN PARCEL OF LAND BY THE DEVELOPMENT AUTHORITY OF CLAYTON COUNTY FOR ECONOMIC DEVELOPMENT PURPOSES; AUTHORIZING THE APPROPRIATION OF LAWFULLY AVAILABLE FUNDS TO PROVIDE FINANCIAL ASSISTANCE TO THE AUTHORITY FOR SUCH PURPOSES; AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION; AND FOR OTHER PURPOSES**

**WHEREAS**, Clayton County is a political subdivision of the State (the “County”) and the Development Authority of Clayton County (the “Authority”) has been duly created and activated and is existing under and by virtue of the Constitution and laws of the State of Georgia (the “State”), in particular, the Development Authorities Law of Georgia (O.C.G.A. §36-62-1, *et seq.*, as amended) (the “Act”); and

**WHEREAS**, pursuant to O.C.G.A. § 48-5-220(20), the County is authorized to levy and collect an annual tax, not to exceed one (1) mill, on all property within the County subject to ad valorem taxation to provide financial assistance to the Authority for the purpose of developing trade, commerce, industry and employment opportunities (the “Economic Development Levy”); and

**WHEREAS**, the Authority is a duly constituted public agency tasked with promoting economic development in the County, and is authorized to receive the proceeds of the Economic Development Levy from the County for such purposes; and

**WHEREAS**, Article IX, Section III, Paragraph I(a) of the Constitution of the State of Georgia (the “Intergovernmental Contracts Clause”) authorizes, among other things, any county, municipality or other political subdivision of the State to contract, for a period not exceeding fifty (50) years, with another county, municipality or any other public agency, public corporation or public authority for joint services, for the provision of services, or for the provision or separate use of facilities or equipment, provided that such contract deals with activities, services or facilities which the contracting parties are authorized by law to undertake or to provide; and

**WHEREAS**, the Authority has requested certain financial assistance from the County for economic development purposes, including to acquire that certain parcel of land located at 1546 Millirons Way and currently owned by the United States Postal Service (the “Site”) to develop a Project (described below); and

**WHEREAS**, after inquiry as to the nature of the project, the Authority has determined that the acquisition of the Site by the Authority will promote economic development in Clayton County and further the public purposes described in the Act; and

**WHEREAS**, the County has the express power under the Act to make and execute contracts and related agreements with the Authority; and

**WHEREAS**, in order to facilitate the development of the Project, hereinafter defined, the County proposes to enter into an Intergovernmental Agreement with the Authority, attached hereto as Exhibit A, pursuant to which the County will agree to appropriate \$700,000 to the Authority to provide for the acquisition of the Site from lawfully available sources (including the General Fund) or, to the extent required, from the Economic Development Levy, and the Authority will agree to lease the Site to a private entity for economic development purposes, including, but not limited to, leasing the Site to Pacifica Ventures (the "Company") for the acquisition, construction and installation of a film and media studio complex (the "Project");

**NOW, THEREFORE, BE IT AND IT IS HEREBY RESOLVED** by the Clayton County Board of Commissioners as follows:

**Section 1.** Authorization of Intergovernmental Agreement. In order to provide financial assistance to the Authority to enable the Authority to purchase the Site, facilitate the development of the Project and promote trade, commerce, industry and employment opportunities in the County, the performance, execution and delivery of the Intergovernmental Agreement by the County, in the form attached hereto as Exhibit A, is hereby authorized and approved, subject to such changes, insertions or omissions as may be approved by a duly Authorized Representative of the County and as approved as to form by the County Attorney; and the execution of the Intergovernmental Agreement by the Chairman, as hereby authorized, shall be conclusive evidence of any such approval.

**Section 2.** Appropriation of Funds. An appropriation in the amount of \$700,000 to the Authority to finance the acquisition of the Site is hereby authorized and approved. The appropriated funds are to be paid first from currently lawfully available funds of the County (including the General Fund) and only to the extent required from the Economic Development Levy.

**Section 3.** Other Actions and Transaction Documents Authorized. The 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 reasonably necessary to effect the transactions contemplated by the Intergovernmental Agreement.

**Section 4.** No General Liability. Nothing contained in this Resolution, the Intergovernmental Agreement or any other instrument shall be construed with respect to the County as incurring a pecuniary liability or charge upon the full faith and credit of the County or against its taxing power, nor shall the breach of any agreement contained in this Resolution, the Intergovernmental Agreement or any other instrument or document executed in connection therewith impose any pecuniary liability upon the County or any charge upon its general credit or against its taxing power.

**Section 5.** Appointment of Authorized Lessee Representatives. The Chairman of the Board and the Director of Finance of the County are each hereby designated to act as

authorized representatives of the County (the “Authorized Representatives”) for purposes of the Intergovernmental Agreement, until such time as the governing body of the County shall designate any other or different authorized representative for purposes of the Intergovernmental Agreement.

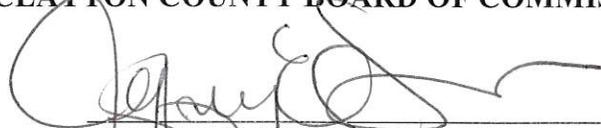
**Section 6.** Severability. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

**Section 7.** Repealer. All bylaws, orders and resolutions or parts thereof, inconsistent herewith, are hereby repealed to the extent of such inconsistency. This repealer shall not be construed as reviving any bylaw, order, resolution or ordinance or part thereof.

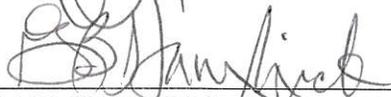
**Section 8.** Effective Date. This Resolution shall be effective immediately upon its approval and adoption.

ADOPTED AND APPROVED by the CLAYTON COUNTY BOARD OF COMMISSIONERS THIS 1<sup>st</sup> DAY OF December, 2015.

CLAYTON COUNTY BOARD OF COMMISSIONERS



JEFFREY E. TURNER, CHAIRMAN



GAIL HAMBRICK, VICE CHAIRMAN



MICHAEL EDMONDSON, COMMISSIONER



SONNA GREGORY, COMMISSIONER



SHANA M. ROOKS, COMMISSIONER

ATTEST:



SANDRA DAVIS, CLERK