

## RESOLUTION

**IN SUPPORT OF THE ISSUANCE BY THE SOUTH CAROLINA JOBS-ECONOMIC DEVELOPMENT AUTHORITY OF ITS ECONOMIC DEVELOPMENT REVENUE BONDS (LANGSTON CHARTER MIDDLE SCHOOL, INC. PROJECT) SERIES 2013, PURSUANT TO THE PROVISIONS OF TITLE 41, CHAPTER 43, OF THE CODE OF LAWS OF SOUTH CAROLINA 1976, AS AMENDED, IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT EXCEEDING \$6,550,000.**

**WHEREAS**, the South Carolina Jobs-Economic Development Authority (the "*Issuer*") is authorized and empowered under and pursuant to the provisions of Title 41, Chapter 43, of the Code of Laws of South Carolina 1976, as amended (the "*Act*"), to utilize any of its program funds to establish loan programs for the purpose of reducing the cost of capital to business enterprises which meet the eligibility requirements of Section 41-43-150 of the Act and for other purposes described in Section 41-43-160 of the Act and thus provide maximum opportunities for the creation and retention of jobs and improvement of the standard of living of the citizens of the State of South Carolina (the "*State*"); and

**WHEREAS**, the Issuer is further authorized by Section 41-43-110 of the Act to issue revenue bonds, payable by the Issuer solely from a revenue producing source and secured by a pledge of said revenues, to defray the cost of a business enterprise as defined in the Act; and

**WHEREAS**, the Issuer and Langston Foundation, Inc., a South Carolina nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "*Foundation*"), and Langston Charter Middle School, Inc., a South Carolina nonprofit corporation (the "*Corporation*") and together with the Foundation, the "*Borrower*"), entered into an Inducement Agreement dated April 10, 2013 (the "*Inducement Agreement*"), pursuant to which and in order to implement the public purposes enumerated in the Act, and in furtherance thereof to comply with the undertakings of the Issuer pursuant to the Inducement Agreement, the Issuer proposes, subject to such approval of the State Budget and Control Board of South Carolina (the "*State Board*") and the County Council of Greenville County as may be required by law, to issue not exceeding \$6,550,000 aggregate principal amount of its Economic Development Revenue Bonds (Langston Charter Middle School, Inc. Project) Series 2013 (the "*Bonds*"), under and pursuant to Section 41-43-110 of the Act by way of a loan to (i) refund the outstanding principal amount of a taxable note in the approximate amount of \$5,825,000 used to acquire an approximately 5.47-acre parcel of land located at 1950 Woodruff Road in Greenville County, South Carolina (the "*County*"), and to acquire, construct, furnish and equip an approximately 40,107 square foot building or buildings thereon (the "*Prior Project*") presently operated by the Corporation as Langston Charter Middle School (the "*Charter School*"), (ii) construct, renovate, improve, and equip certain improvements to the Charter School consisting of exterior building improvements, outdoor equipment and sports-related equipment, classroom equipment, food services equipment, electrical/security upgrades and HVAC improvements (the "*Project*"); and (iii) pay certain costs of issuance associated with the Bonds (the "*Undertaking*"); and

**WHEREAS**, the Project will be owned by the Foundation and leased to and operated by the Corporation, and equipment financed with the proceeds of the Bonds will be owned by the Foundation and/or the Corporation, all of which provide services, employment, recreation, or other public benefits not otherwise provided locally; and

**WHEREAS**, the Borrower is projecting that the assistance of the Issuer by the issuance of the Bonds will result in the creation or maintenance of employment for those engaged in construction of the facilities of

which the Project is an essential and necessary part, by maintaining existing employment for 31 people (Foundation and Charter School collectively), with a resulting alleviation of unemployment and a substantial increase in payrolls and other public benefits incident to the conduct of such businesses not otherwise provided locally, and the number of jobs resulting from the assistance authorized herein bears a reasonable relationship to the principal amount of the Bonds;

**WHEREAS**, the County Council (the "**County Council**") of the County and the Issuer have on this date jointly held a public hearing, duly noticed by publication on April 15, 2013, in *The Greenville News*, a newspaper having general circulation in the County, which was not less than 15 days prior to the date hereof, at which all interested persons have been given a reasonable opportunity to express their views;

**NOW, THEREFORE, BE IT RESOLVED** by the County Council of the County, as follows:

**SECTION 1.** It is hereby found, determined and declared that the financing of the Undertaking (i) will subserve the purposes of the Act and (ii) is anticipated to benefit the general public welfare of the County by providing services, employment, recreation, or other public benefits not otherwise provided locally.

**SECTION 2.** The Undertaking will not give rise to any pecuniary liability of the County or a charge against its general credit or taxing power.

**SECTION 3.** The amount of bonds required for the Undertaking is set forth above.

**SECTION 4.** Based on information provided by the Borrower, the documents to be delivered by the Borrower and the Issuer with respect to the Bonds will provide among other things, (i) for the amount necessary in each year to pay the principal of and interest on the Bonds, (ii) whether reserve funds of any nature will be established with respect to the retirement of the Bonds and the maintenance of the Project and the Prior Project (and, if any such reserve funds are to be established, the amount necessary to be paid each year into such funds), and (iii) that the Borrower shall maintain the Project and the Prior Project and carry all proper insurance with respect thereto.

**SECTION 5.** The County Council supports the Issuer in its determination to issue the Bonds to defray the costs related to the Undertaking.

**SECTION 6.** All orders and resolutions and parts thereof in conflict herewith are to the extent of such conflict hereby repealed, and this resolution shall take effect and be in full force from and after its adoption.

Adopted this 7<sup>th</sup> day of May, 2013.

**GREENVILLE COUNTY,  
SOUTH CAROLINA**

By: \_\_\_\_\_  
Chairman, County Council

ATTEST:

\_\_\_\_\_  
Clerk to County Council