

ORDINANCE NO. _____

AN ORDINANCE AUTHORIZING: (1) THE EXECUTION AND DELIVERY OF AN INCENTIVE AGREEMENT BY AND BETWEEN GREENVILLE COUNTY, SOUTH CAROLINA (THE "COUNTY") AND PROJECT MEADOWLARK, ACTING FOR ITSELF OR AN AFFILIATE, (THE "COMPANY"), WHEREBY, UNDER CERTAIN CONDITIONS, THE COMPANY WILL EXPAND ITS CORPORATE HEADQUARTERS AND OFFICE FACILITIES CURRENTLY LOCATED IN THE COUNTY (AS TO THE EXPANSION PROPERTY ONLY, THE "PROJECT"); (2) THE COUNTY TO GRANT SPECIAL SOURCE CREDITS TO REIMBURSE THE COMPANY FOR A PORTION OF THE COSTS OF CERTAIN INFRASTRUCTURE OR REAL PROPERTY COSTS INCURRED IN CONNECTION WITH ESTABLISHMENT OF A COMMERCIAL ENTERPRISE SERVING THE ECONOMIC DEVELOPMENT OF THE COUNTY; (3) THE BENEFITS OF A MULTI-COUNTY PARK TO BE MADE AVAILABLE TO THE COMPANY; AND (4) OTHER MATTERS RELATING THERETO.

WHEREAS, Greenville County, South Carolina (the "County"), acting by and through its County Council (the "Council"), is authorized and empowered under and pursuant to the provisions of the Code of Laws of South Carolina, 1976, as amended through the date hereof (the "Code"), particularly Title 4, Chapter 1 of the Code (the "Multi-County Park Act" or, as to Section 4-1-175 thereof, the "Special Source Act") (collectively, the "Act") and by Article VIII, Section 13 of the South Carolina Constitution: (i) to enter into agreements, with certain investors to construct, operate, maintain, and improve Projects through which the economic development of the State of South Carolina (the "State") will be promoted and trade developed by inducing manufacturing and commercial enterprises to locate and remain in the State and thus utilize the manpower, agricultural products, and natural resources of the State; (ii) to covenant with such investors to accept certain fee in lieu of *ad valorem* tax payments with respect to such a Project; (iii) to permit investors to claim special source credits against their fee in lieu of *ad valorem* tax payments ("Special Source Credits") to reimburse such investors for expenditures in connection with infrastructure serving the County and/or improved or unimproved real estate used in the operation of manufacturing or commercial enterprises in order to enhance the economic development of the County ("Special Source Improvements"); and (iv) to create, in conjunction with one or more other counties, a multi-county industrial or business park (a "Multi-County Park") in order to afford certain enhanced income tax credits to such investors and to facilitate the grant of special source credits (the "Special Source Credits"); and

WHEREAS, [*Company Name*], a corporation organized and existing under the laws of the State of [*State of Formation*], known to County officials at the time of enactment of that certain Resolution No. 1526 dated March 3, 2015, as Project Meadowlark, acting for itself or an affiliate, (the "Company") is considering expanding its corporate headquarters and office facilities currently located within the County (as to the expansion property only, the "Project"), and the Company anticipates that, should its plans proceed as expected, it will invest at least Six

Million Five Hundred Thousand Dollars (\$6,500,000) in the Project and create at least 150 new, full-time equivalent jobs, with benefits, within the County; and

WHEREAS, the County and Anderson County, South Carolina (“Anderson County”) (collectively, the “Counties”), as authorized under Article VIII, Section 13(D) of the South Carolina Constitution and the Multi-County Park Act, have developed a multi-county industrial or business park (the “1998 Multi-County Park”) pursuant to that certain Agreement for Development for Joint County Industrial and Business Park dated October 6, 1998, as amended through the date hereof, (the “1998 Multi-County Park Agreement”) and the Counties have also developed a multi-county industrial or business park (individually, the “2010 Multi-County Park” and collectively, with the 1998 Multi-County Park, the “Greenville/Anderson Multi-County Park”) pursuant to that certain Agreement for Development for Joint County Industrial and Business Park (2010 Park) dated December 1, 2010, as amended through the date hereof, (individually, the “2010 Multi-County Park Agreement” and collectively, with the 1998 Multi-County Park Agreement, the “Greenville/Anderson Multi-County Park Agreement”); and

WHEREAS, the County has determined, *inter alia*, on the basis of the information supplied to it by the Company, that the Project would subserve the purposes of the Act, and in consideration of the jobs created and the investment made by the Company, and in order to induce the Company to locate the Project within the County, thereby promoting the economic development of the County and surrounding areas, including Anderson County, the Counties have agreed to include in the Greenville/Anderson Multi-County Park the properties comprising the Project, and the County has determined to approve certain Special Source Credits with respect to the Project in order to reimburse the Company for a portion of the cost of certain Special Source Improvements undertaken in connection with the Project; and

WHEREAS, the County has agreed to accept from the Company certain fee in lieu of ad valorem tax payments with respect to the Project in accordance with the Multi-County Park Act and the Greenville/Anderson Multi-County Park Agreement; and

WHEREAS, the County and the Company have agreed to the specific terms and conditions of such arrangements as set forth in that certain Inducement Agreement dated March 10, 2015, between the County and the Company (the “Inducement Agreement”), which Inducement Agreement was approved by Resolution No. 1526 adopted by the County Council, and now specified in greater detail in a proposed Incentive Agreement by and between the County and the Company (the "Incentive Agreement"), which Incentive Agreement is to be dated as of _____, 2015, or such other date as the parties may agree; and

WHEREAS, it appears that the Incentive Agreement now before this meeting is in appropriate form and is an appropriate instrument to be executed and delivered by the County for the purposes intended;

NOW, THEREFORE, BE IT ORDAINED by the Council as follows:

Section 1. The County finds and determines as follows:

(a) The Project is anticipated to benefit the general public welfare of the County and surrounding areas by providing services, employment and other public benefits not otherwise adequately provided locally;

(b) The Project gives rise to no pecuniary liability of the County or charge against its general credit or taxing power except as authorized pursuant to the Special Source Act; and

(c) The purposes to be accomplished by the Project are proper governmental and public purposes and the benefits of the Project are greater than the costs; and

(d) The Project is appropriate for inclusion in, and shall be included in, the Greenville/Anderson Multi-County Park, as further provided below.

Section 2. The County hereby agrees to enter into the Incentive Agreement with the Company, which agreement will provide, *inter alia*, the following:

(a) The County agrees to include in the Greenville/Anderson Multi-County Park the site of the Company's Project and to maintain the designation of such site as part of the Greenville/Anderson Multi-County Park, and the Company agrees to pay fees in lieu of *ad valorem* taxes as required by the Multi-County Park Act.

(b) The County grants the Company the right to claim Special Source Credits in amounts equal to twenty-five percent (25%) of each of the first ten (10) annual fee in lieu of *ad valorem* tax payments due with respect to the Project; provided, however, that such Credits shall not, in the aggregate, exceed the cost of Special Source Improvements funded by the Company, all in accordance with the terms of such Inducement Agreement and the Special Source Act.

Section 3. The form, provisions, terms, and conditions of the Incentive Agreement presented to this meeting and filed with the Clerk to Council be and it is hereby approved, ratified and affirmed, and all of the provisions, terms, and conditions thereof are hereby incorporated herein by reference as if the Incentive Agreement is set out in this Ordinance in its entirety.

Section 4. The Incentive Agreement is to be in substantially the form now before this meeting and hereby approved, or with such changes therein as shall not materially adversely affect the rights of the County thereunder and as shall be approved by the officials of the County executing the same, their execution thereof to constitute conclusive evidence of their approval of any and all changes or revisions therein from the forms of the Incentive Agreement now before this meeting.

Section 5. The Chairman of the Council and the County Administrator, for and on behalf of the County, are hereby authorized, empowered, and directed to do any and all things necessary or proper to effect the execution and delivery of the Incentive Agreement, the performance of all obligations of the County under and pursuant to the Incentive Agreement, and to carry out the transactions contemplated thereby and by this Ordinance.

Section 6. The provisions of this Ordinance are hereby declared to be separable and if any section, phrase, or provision shall for any reason be declared by a court of competent jurisdiction to be invalid or unenforceable, such declaration shall not affect the validity of the remainder of the sections, phrases, and provisions hereunder.

Section 7. All orders, resolutions, ordinances, and parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this Ordinance shall take effect and be in full force from and after its passage and approval.

Enacted and approved this _____ day of _____, 2015.

GREENVILLE COUNTY, SOUTH CAROLINA

By: _____
Bob Taylor, Chairman, County Council
Greenville County, South Carolina

By: _____
Joseph M. Kernell, County Administrator
Greenville County, South Carolina

[SEAL]

Attest:

By: _____
Theresa B. Kizer, Clerk to County Council
Greenville County, South Carolina

First Reading: March 3, 2015
Second Reading: _____, 2015
Public Hearing: _____, 2015
Third Reading: _____, 2015