

ORDINANCE NO. _____

AN ORDINANCE AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE INCENTIVE AGREEMENTS BY AND AMONG GREENVILLE COUNTY, SOUTH CAROLINA AND PANTEX AMERICAS INC, AND ONE OR MORE EXISTING OR TO-BE-FORMED OR ACQUIRED SUBSIDIARIES, OR AFFILIATED OR RELATED ENTITIES, AS SPONSOR, TO PROVIDE FOR A FEE IN LIEU OF *AD VALOREM* TAXES INCENTIVE; TO PROVIDE FOR THE INCLUSION OF THE PROJECT IN A MULTI-COUNTY BUSINESS OR INDUSTRIAL PARK; ADDITION OF SPONSOR AFFILIATE; AND OTHER RELATED MATTERS.

WHEREAS, Greenville County, South Carolina (the “County”), acting by and through its County Council (the “County Council”) is authorized by Title 4 and Title 12 of the Code of Laws of South Carolina 1976, as amended (collectively “Act”), and Article VIII, Section 13 of the South Carolina Constitution (i) to enter into agreements with qualifying companies to encourage investment in projects constituting economic development property through which the economic development of the State of South Carolina (the “State”) will be promoted by inducing new and existing manufacturing and commercial enterprises to locate and remain in the State and thus utilize and employ manpower and other resources of the State; (ii) to covenant with such industry to accept certain fee payments in lieu of *ad valorem* taxes (“FILOT”) with respect to such investment; (iii) under Section 4-1-170 of the Code of Laws of South Carolina 1976, as amended (“MCIP Act”) to create multi-county industrial parks with one or more contiguous counties and include certain properties therein, and, in its discretion, include within the boundaries of these parks the property of qualifying industries, and under the authority provided in the MCIP Act, the County has created previously a multi-county park with Anderson County, South Carolina (“Park”); and (iv) to make and execute contracts of the type hereinafter described pursuant to Section 4-9-30 of the Code; and

WHEREAS, Pantex Americas Inc, a South Carolina corporation, along with one or more existing, or to-be-formed or acquired subsidiaries, or affiliated or related entities (the “Company”), along with any Sponsor Affiliate(s) is planning an investment consisting of the expenditure of approximately \$10,400,000 (“Investment”) and the creation of approximately 45 new, full-time jobs (“Jobs”) and to acquire by construction, lease and purchase certain land, buildings, furnishings, fixtures, apparatus, and equipment, including the Project Property (defined below) for the purpose of establishing a manufacturing facility in the County (collectively, the “Project”); and

WHEREAS, by its Resolution adopted on May 19, 2015, the County identified the Project, as required by the Act; and

WHEREAS, the Company will be leasing a portion of a facility located on a parcel bearing Tax Map Number 0331000100103, with improvements thereon, from 844 S.E. Main, LLC (the “Sponsor Affiliate”) the legal description of which is set forth on the attached **Exhibit B** (“Project Property”); and

WHEREAS, the Project is or will be located in the Park established by that “Agreement for the Development of a Joint County Industrial Park” between the County and Anderson County dated December 1, 2010, as amended (“2010 Park Agreement”); and

WHEREAS, pursuant to County Council Ordinance No. [] adopted June 16, 2015 (“MCIP Ordinance”) the County authorized the expansion of the Park’s boundaries to include the Project; and

WHEREAS, the County has determined to include the Project Property in the boundaries of the Park and to use its good faith efforts to ensure that the Project property remains in the Park or in any other multi-county park created under the MCIP Act for no less than the term of the Fee Agreement, and the County acknowledges that certain real property bearing the same Tax Map Number as that belonging to the Project Property is currently located in the Park; and

WHEREAS, in connection with the Project, the Company has requested the County to enter into certain incentive agreements, to the extent and subject to the conditions provided in those agreement, in connection with the commitments of the Company to make the Investment; and

WHEREAS, the County has determined to offer a FILOT arrangement and enter into a fee-in-lieu of *ad valorem* taxes agreement with the Company and with the Sponsor Affiliate, the form of which is attached as **Exhibit A** (“Fee Agreement”), but with the principal terms as follows: 30-year term, 6.0% assessment ratio, and a fixed millage rate equal to that millage rate in effect at the Project site, for all taxing entities, on June 30, 2015, which the parties hereto believe to be 280.4 mills for the entire term of the FILOT arrangement; and

WHEREAS, the parties recognize and acknowledge that the Company would not otherwise locate the Project in the County but for the delivery of the Incentives.

NOW, THEREFORE, BE IT ORDAINED BY THE GREENVILLE COUNTY COUNCIL DULY ASSEMBLED THAT:

Section 1. Findings. The County hereby finds and affirms based on information provided by the Company: (i) the Project will benefit the general public welfare of the County by providing services, employment, recreation or other public benefits not otherwise provided locally; (ii) the Project gives rise to no pecuniary liability of the County or any incorporated municipality and to no charge against its general credit or taxing power; (iii) the purposes to be accomplished by the Project are proper governmental and public purposes; and (iv) the benefits of the Project to the public are greater than the costs to the public.

Section 2. Addition of Sponsor Affiliate. The County confirms and ratifies the Sponsor Affiliate’s participation in the Fee Agreement as a Sponsor Affiliate as contemplated under the Act and the Fee Agreement.

Section 3. Authorization to Execute and Deliver Fee Agreement. The County Council authorizes and directs the County Council Chairman and the County Administrator to execute the Fee Agreement, with any minor modifications and revisions which shall not be materially adverse to the County and shall be deemed approved by the County Council upon the Chairman’s and the County Administrator’s execution of the Fee Agreement, and the Clerk to County Council is authorized and directed to attest the same; and the Clerk to County Council is further authorized and directed to deliver the executed Fee Agreement to the Company.

Section 4. Park Boundaries. The County Council shall ensure that the Project is incorporated into and remains in the Park or in any other multi-county park created under the MCIP Act for no less than the term of the Fee Agreement.

Section 5. Further Acts. The County Council authorizes the County Administrator, other County staff, and the County Attorney, along with any designees and agents who any of these officials deems necessary and proper, in the name of and on behalf of the County (each an “Authorized

Individual”), to take whatever further actions, and enter into whatever further agreements, as any Authorized Individual deems to be reasonably necessary and prudent to effect the intent of this Ordinance and induce the Company to locate the Project in the County.

Section 6. *General Repealer.* All ordinances, resolutions, and parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed.

Section 7. *Severability.* Should any part, provision, or term of this Ordinance be deemed unconstitutional or otherwise unenforceable by any court of competent jurisdiction, such finding or determination shall not affect the rest and remainder of the Ordinance or any part, provision or term thereof, all of which is hereby deemed separable.

This Ordinance takes effect and is in full force only after the County Council has approved this Ordinance following three readings and a public hearing.

GREENVILLE COUNTY, SOUTH CAROLINA

Bob Taylor, Chairman
Greenville County Council

(SEAL)

ATTEST:

Joseph Kernell
County Administrator

Teresa B. Kizer, Clerk to Council
Greenville County Council

First Reading: May 19, 2015
Second Reading: June 2, 2015
Third Reading: June 16, 2015
Public Hearing: June 16, 2015

EXHIBIT A

Fee Agreement

[Attached]

EXHIBIT B

INSERT PROPERTY DESCRIPTION

All that certain piece, parcel or tract of land lying, being and situate in the County of Greenville, State of South Carolina, shown and designated at 14.189 acres, more or less, on a plat entitled "Fiberweb Simpsonville, Inc." prepared by Site Design, Inc. dated July 14, 2009 and revised on May 25, 2011, and recorded in Plat Book 1120 at Pages 18-22 in the Office of the Register of Deeds for Greenville County, SC. Reference to said plat is hereby made for a complete metes and bounds description.

Property is vested in 844 S.E. Main, LLC by deed dated May 26, 2011 and recorded June 1, 2011 in Deed Book 2389 at Page 1042 in the Office of the Register of Deeds for Greenville County, SC.

TMS# 0331000100103