

ORDINANCE NO. \_\_\_\_\_

**AN ORDINANCE AUTHORIZING THE EXECUTION AND DELIVERY OF A FEE IN LIEU OF TAX AGREEMENT BY AND BETWEEN GREENVILLE COUNTY, SOUTH CAROLINA AND ASHLAND LLC WITH RESPECT TO CERTAIN ECONOMIC DEVELOPMENT PROPERTY IN THE COUNTY, WHEREBY SUCH PROPERTY WILL BE SUBJECT TO CERTAIN PAYMENTS IN LIEU OF TAXES; AND OTHER MATTERS RELATED THERETO.**

**WHEREAS, GREENVILLE COUNTY, SOUTH CAROLINA** (the “*County*”), acting by and through its County Council (the “*County Council*”), is authorized and empowered under and pursuant to the provisions of Title 12, Chapter 44 (the “*FILOT Act*”) of the Code of Laws of South Carolina 1976, as amended, to enter into agreements with industry whereby the industry would pay fees-in-lieu-of taxes with respect to qualified projects, through all such powers the industrial development of the State of South Carolina (the “*State*”) will be promoted and trade developed by inducing manufacturing and commercial enterprises to locate or remain in the State and thus utilize and employ the manpower, products and resources of the State and benefit the general public welfare of the County by providing services, employment, recreation or other public benefits not otherwise provided locally; and

**WHEREAS,** pursuant to the FILOT Act, and in order to induce investment in the County, the County did previously enter into an Inducement Agreement dated September 20, 2016 (the “*Inducement Agreement*”) with Ashland LLC (formerly known as Ashland Inc.), a Kentucky limited liability company (the “*Company*”) (which was known to the County at the time as “*Project Universe*”), with respect to the acquisition, construction, and installation of land, buildings, improvements, fixtures, machinery, equipment, furnishings and other real and/or tangible personal property to constitute an expansion of the Company’s existing facilities in the County for the manufacture of adhesives and other products (collectively, the “*Project*”); and

**WHEREAS,** the Company has represented that the Project will involve an anticipated investment of not less than \$7,000,000 in the County within the Investment Period (as such term is defined in the hereinafter defined Fee Agreement); and

**WHEREAS,** the County has determined on the basis of the information supplied to it by the Company that the Project would be a “project” and “economic development property” as such terms are defined in the FILOT Act, and that the Project would serve the purposes of the FILOT Act; and

**WHEREAS,** pursuant to the Inducement Agreement, the County has agreed to, among other things, (a) enter into a Fee in Lieu of Tax Agreement with the Company (the “*Fee Agreement*”), whereby the County would provide therein for a payment of a fee-in-lieu-of taxes by the Company with respect to the Project, and (b) enter into an Amendment to Fee In Lieu of Tax Agreement with the Company (the “*2009 Fee Agreement Amendment*”) with respect to the Fee In Lieu of Tax Agreement dated as of September 1, 2009 (the “*2009 Fee Agreement*”) between the County and the Company to provide for an extension of certain fee in lieu of tax incentives with respect to the project referenced therein; and

**WHEREAS,** the County Council has caused to be prepared and presented to this meeting the form of the Fee Agreement and the form of the 2009 Fee Agreement Amendment which the County proposes to execute and deliver; and

**WHEREAS,** it appears that the documents above referred to, which are now before this meeting, are in appropriate form and are an appropriate instrument to be executed and delivered or approved by the County for the purposes intended;

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

Section 1. Based on information supplied by the Company, it is hereby found, determined and declared by the County Council, as follows:

(a) The Project will constitute a “project” and “economic development property” as said terms are referred to and defined in the FILOT Act, and the County’s actions herein will subserve the purposes and in all respects conform to the provisions and requirements of the FILOT Act;

(b) The Project is anticipated to benefit the general public welfare of the County by providing services, employment, recreation or other public benefits not otherwise provided locally;

(c) The Project will give rise to no pecuniary liability of the County or any incorporated municipality or a charge against the general credit or taxing power of either;

(d) The purposes to be accomplished by the Project, i.e., economic development, creation of jobs and addition to the tax base of the County, are proper governmental and public purposes;

(e) The benefits of the Project are anticipated to be greater than the costs; and

(f) The capital investment represented by the Project, as well as the Company’s prior capital investment under the 2009 Fee Agreement, are of substantial public benefit, and accordingly the extension of the fee in lieu of tax incentives set forth in the 2009 Fee Agreement pursuant to the 2009 Fee Agreement Amendment are appropriate.

Section 2. The forms, terms and provisions of the Fee Agreement and the 2009 Fee Agreement Amendment presented to this meeting are hereby approved and all of the terms and provisions thereof are hereby incorporated herein by reference as if the Fee Agreement and the 2009 Fee Agreement Amendment were set out in this Ordinance in their entirety. The Chairman of County Council and/or the County Administrator are hereby authorized, empowered and directed to execute, acknowledge and deliver the Fee Agreement and the 2009 Fee Agreement Amendment in the name of and on behalf of the County, and the Clerk to County Council is hereby authorized and directed to attest the same, and thereupon to cause the Fee Agreement and the 2009 Fee Agreement Amendment to be delivered to the Company and cause copies of the same to be delivered to the Greenville County Auditor, Assessor and Treasurer. The Fee Agreement and the 2009 Fee Agreement Amendment are to be in substantially the forms now before this meeting and hereby approved, or with such minor changes therein as shall be approved by the County Administrator, upon advice of counsel, his execution thereof to constitute conclusive evidence of his approval of any and all changes or revisions therein from the forms of Fee Agreement and 2009 Fee Agreement Amendment now before this meeting.

Section 3. The Chairman of County Council, the County Administrator and the Clerk to County Council, for and on behalf of the County, are hereby authorized and directed to do any and all things necessary to effect the execution and delivery of the Fee Agreement and the 2009 Fee Agreement Amendment and the performance of all obligations of the County thereunder.

Section 4. The provisions of this ordinance are hereby declared to be separable and if any section, phrase or provisions 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 5. All ordinances, resolutions, and parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed. This ordinance shall take effect and be in full force from and after its passage by the County Council.

**ENACTED** in meeting duly assembled this 18<sup>th</sup> day of October, 2016.

**GREENVILLE COUNTY, SOUTH CAROLINA**

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Chairman of County Council

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County Administrator

Attest:

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Clerk to County Council

First Reading: September 20, 2016  
Second Reading: October 4, 2016  
Third Reading: October 18, 2016  
Public Hearing: October 18, 2016

**STATE OF SOUTH CAROLINA**

**COUNTY OF GREENVILLE**

I, the undersigned Clerk to County Council of Greenville County, South Carolina, do hereby certify that attached hereto is a true, accurate and complete copy of an ordinance which was given reading, and received unanimous approval, by the County Council at its meetings of September 20, 2016, October 4, 2016, and October 18, 2016, at which meetings a quorum of members of County Council were present and voted, and an original of which ordinance is filed in the permanent records of the County Council.

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Clerk to County Council,  
Greenville County, South Carolina

Dated: October 18, 2016