

AN ORDINANCE

No. _____

AUTHORIZING A SECOND AMENDMENT TO A FEE-IN-LIEU OF TAX AND SPECIAL SOURCE CREDIT AGREEMENT BY AND BETWEEN GREENVILLE COUNTY, SOUTH CAROLINA, TOWER AUTOMOTIVE OPERATIONS USA I, LLC AND STAG INDUSTRIAL HOLDINGS, LLC, TO PROVIDE FOR AN EXTENDED INVESTMENT PERIOD; AND TO ENTER INTO SUCH OTHER NECESSARY AGREEMENTS OR AMENDMENTS TO EFFECT THE INTENT OF THIS ORDINANCE; AND OTHER RELATED MATTERS.

WHEREAS, pursuant to the provisions of Title 12, Chapter 44 and Title 4, Chapters 1 and 29, Code of Laws of South Carolina 1976, as amended (collectively, the “Act”), Greenville County (“County”), Tower Automotive Operations USA I, LLC (the “Company”) and STAG Industrial Holdings, LLC (“Sponsor Affiliate”) previously entered into a Fee-in-Lieu of Tax and Special Source Credit Agreement dated as of November 17, 2015 (the “Fee Agreement”); and

WHEREAS, the Fee Agreement originally provided for, among other things, a fee in lieu of *ad valorem* taxes benefit to the Company, as well as a special source revenue credit (“SSRC”) equal to either 25% of the fee payments thereunder for a period of ten (10) years in connection with an investment of \$20,000,000 in the Project (as defined in the Fee Agreement) by the end of the Investment Period as defined in the Fee Agreement, or 35% of the fee payments thereunder for a period of fifteen (15) years in connection with an investment of \$35,000,000 in the Project by the end of the Investment Period as defined in the Fee Agreement; and

WHEREAS, the Fee Agreement was amended (the “First Amendment”) on July 12, 2016, by the predecessor to the Sponsor Affiliate, Stone Mountain Industrial Park, Inc., a corporation organized and existing under the laws of the State of Georgia (“Stone Mountain”), along with the Company and the County, to provide that the Sponsor intended to expand the Project and increase its investment commitment to a total of \$75,000,000 by the end of the Investment Period; and

WHEREAS, the Company’s current total investment in the County is approximately \$102,000,000 dollars, well in excess of its original investment commitment to the County; and

WHEREAS, the Company now plans to increase its investment even further by virtue of another expansion in the amount of approximately \$15,000,000; and

WHEREAS, the latest expansion will add an estimated additional 24 new manufacturing jobs to the plant, bringing the total full time equivalent jobs to over 170 jobs; and

WHEREAS, as an inducement to the latest expansion, the Company has requested that the County amend the Fee Agreement for a second time to provide for a three year extension of the Investment Period in the Fee Agreement; and

WHEREAS, the County Council desires to cause the Fee Agreement to be amended, through a Second Amendment of Fee-in-Lieu-of-Tax and Special Source Credit Agreement, to reflect the provision of the above referred to changes, a copy of this Second Amendment being attached to this Ordinance as Exhibit A (the “Second Amendment”); and

WHEREAS, County Council has determined to cause the County to enter into such other agreements and amendments with the Company, and its subsidiaries and affiliated or related entities, to effect the intent of this Ordinance.

NOW, THEREFORE, IT IS HEREBY ORDAINED by the Greenville County Council, in a meeting duly assembled, as follows:

Section 1. *Authorization of Extension of Investment Period.* In connection with the expansion referenced above, the County Council hereby authorizes an extension of the original Investment Period of the Fee Agreement from five (5) years to eight (8) years, as the terms of which are further set forth in the Second Amendment.

Section 2. *Authorization to Execute and Deliver the Second Amendment.* The Chair of County Council and the County Administrator are authorized and directed to execute the Second Amendment, with any minor modifications and revisions thereto as are made, upon advice of counsel to the County, which shall not be materially adverse to the County. Any such changes shall be deemed approved by such officers' execution of the Second Amendment. The Clerk to County Council is authorized and directed to attest such execution; and the Chair of County Council and the County Administrator are further authorized and directed to deliver the executed Second Amendment to the Company.

Section 3. *Further Acts.* The County Council authorizes the Chair of the County Council, 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 or amendments to 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, as expanded, in the County.

Section 4. *General Repealer.* All ordinances, resolutions, and parts thereof in conflict herewith are, to the extent of such conflict, only, hereby repealed.

Section 5. *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 shall take effect and be in full force as of such time as the County Council has approved this Ordinance upon three readings hereof.

Adopted _____, 2019.

GREENVILLE COUNTY, SOUTH CAROLINA

By: Herman G. "Butch" Kirven Jr.
Its: County Council Chairman

By: Joe Kernell
Its: County Administrator

ATTEST:

Regina McCaskill
Clerk to County Council

READINGS:

First Reading: _____, 2019
Second Reading: _____, 2019
Third Reading: _____, 2019
Public Hearing: _____, 2019