

ORDINANCE NO. _____

AN ORDINANCE AUTHORIZING AN AMENDMENT TO AN EXISTING FEE AGREEMENT BETWEEN GREENVILLE COUNTY, SOUTH CAROLINA AND BAUSCH & LOMB INCORPORATED TO EXTEND THE PROJECT PERIOD FOR AN ADDITIONAL FIVE YEARS, IN RETURN AND EXPECTATION FOR ADDITIONAL INVESTMENT IN THE COUNTY

WHEREAS, Greenville County, South Carolina (the “County”), acting by and through its County Council (the “County Council”) and pursuant to the provisions of the Code of Laws of South Carolina, 1976, as amended (the “Code”), and specifically Title 12, Chapter 44 of the Code (the “FILOT Act”) and pursuant to an Ordinance duly enacted (the “Ordinance”), did heretofore enter into a Fee Agreement (the “FILOT Agreement”), dated as of September 16, 2015, with Bausch & Lomb Incorporated, a New York corporation (the “Company”), pursuant to which the Company agreed to make, and the County agreed to accept, negotiated fee in lieu of tax (“FILOT”) payments with respect to certain capital facilities located within the County as more particularly described in the FILOT Agreement (the “Project”); and

WHEREAS, Company is considering making additional investment in the Project; and

WHEREAS, in accordance with the requirement of Section 12-44-30(13) of the FILOT Act, Company has applied to the County seeking a five year extension of the Project Period (as such term is defined in the FILOT Agreement); and

WHEREAS, in order to induce Company to increase its investment within the County, in accordance with Section 12-44-30(13) of the FILOT Act, the County desires to extend the period for completion of the Project by an additional five years through December 31, 2025, which extension is intended to amount to the maximum extension of such period permitted by law; and

WHEREAS, the County has previously approved the Company’s extension request pursuant to that certain Resolution adopted on _____, 2019;

WHEREAS, the Company has represented that the Company will increase its minimum investment in the Project from at least \$7,000,000 to at least \$20,000,000 with the Project Period, as extended for a period totaling ten (10) years; and

WHEREAS, it appears that the draft First Amendment to Fee Agreement (the “First Amendment”) 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 Greenville County, South Carolina, as follows:

Section 1. The form, terms, and provisions of the First Amendment presented to this meeting and filed with the Clerk to County Council be and they are hereby approved, and all of the terms, provisions, and conditions thereof are hereby incorporated herein by reference as if the First Amendment were set out in this Ordinance in its entirety. The Chairman of County Council, the Administrator of the County and the Clerk to County Council be and hereby are authorized, empowered, and directed to execute, acknowledge, and deliver the First Amendment in the name and on behalf of the County, and thereupon to cause the First Amendment to be delivered to the Company. The First Amendment 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, upon the advice of counsel to the County, their execution thereof to constitute conclusive evidence of their approval of any and all changes or revisions therein from the form of First Amendment now before this meeting.

Section 2. The Chairman of County Council, the County Administrator and the Clerk to the County Council, for and on behalf of the County, are hereby each authorized and directed to do any and all things necessary or proper to effect the execution and delivery of the First Amendment, and the performance of all obligations of the County under and pursuant to the First Amendment. The Chairman of County Council, the County Administrator and the Clerk to County Council, and any other proper officer of County, be and each of them is hereby authorized and directed to execute and deliver any and all documents and instruments and to do and to cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this Ordinance.

Section 3. 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 4. All orders, resolutions, ordinances, and parts thereof in conflict herewith are, to the extent of such conflict only, hereby repealed and this Ordinance shall take effect and be in full force from and after its passage and approval.

WITNESS our hands and seals this _____ day of _____, 2019.

GREENVILLE COUNTY, SOUTH CAROLINA

By: _____
Chairman of County Council
Greenville County, South Carolina

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

ATTEST:

By: _____
Regina McCaskill, Clerk to County Council
Greenville County, South Carolina

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

NPGVL1:1670368.2