

STATE OF SOUTH CAROLINA	)	INTERGOVERNMENTAL
	)	AGREEMENT
COUNTY OF GREENVILLE	)	
	)	
CITY OF GREENVILLE	)	AN INTERGOVERNMENTAL
	)	AGREEMENT BETWEEN
	)	GREENVILLE COUNTY, SOUTH
	)	CAROLINA AND THE CITY OF
	)	GREENVILLE, SOUTH CAROLINA
	)	PERTAINING TO THE ADDITION
	)	OF CERTAIN PROPERTY TO A JOINT
	)	COUNTY INDUSTRIAL AND BUSINESS
	)	PARK WITHIN GREENVILLE COUNTY
	)	AND THE CITY OF GREENVILLE
	)	(PROJECT UNITY GATEWAY)

WHEREAS, Greenville County, South Carolina (the "County"), acting by and through its County Council (the "County Council") is empowered under and pursuant to the provisions of the Code of Laws of South Carolina, 1976, as amended, and specifically, Title 4, Chapter 1 (the "Multi-County Park Act") to enter into agreements with other counties within the State of South Carolina for the purpose of creating joint county industrial and business parks ("MCIP"), pursuant to which certain state tax credits are made available to investors locating, improving, or expanding projects within such parks, through which the economic development of the county and the state will be promoted and trade developed by inducing manufacturing and certain other business enterprises to locate in and remain in the State of South Carolina, and thus utilize and employ the manpower and resources of the State of South Carolina; and

WHEREAS, \_\_\_\_\_, LLC, a limited liability company organized and existing under the laws of the State of North Carolina (the "Company"), has represented to the County that the Company intends to develop, install or operate, as applicable, a commercial enterprise as a mixed-use project (the "Project") located at a leased site identified in Exhibit A attached hereto (the "Land") located in the City of Greenville, South Carolina (the "City"); and

WHEREAS, the County, pursuant to certain negotiations heretofore undertaken with the Company with respect to the Project intends to enter into a Fee-in-Lieu of Tax and Special Source Credit Agreement (the "FILOT Agreement") with the Company, pursuant to which the County has agreed, among other things, to use its best efforts to cause the Land and the Project to be included in the MCIP (the "Park") which has been previously established pursuant to an agreement (the "Park Agreement") between the County and Anderson County, South Carolina, dated December 1, 2010, as such Park Agreement has been amended by the County and Greenville County to add properties thereto from time to time; and

WHEREAS, because the Land is located within the corporate limits of the City, the Multi-County Park Act requires the consent of the City before the Land may be included in the Park; and

WHEREAS, in order to induce the Company to undertake the Project, and to facilitate the utilization of various tax credits available to the Company, the City desires to consent to the County including the Land and the Project into the Park, provided that the County agrees to distribute a portion of the fees in lieu of taxes paid on behalf of the Land and all property located therein, including the Project, to the City as more particularly described herein; and

WHEREAS, the County agrees with the City's position regarding distribution of the fee in lieu of tax revenues, and desires to include the Land and the Project in the Park in accordance with that understanding; and

WHEREAS, the County and the City have reduced their mutual understandings regarding the City's consent to the County's addition of the Land to the Park, to include the Company's investment in the Project located on the Land, and the mutual understanding regarding distribution of fee in lieu of tax revenues paid on behalf of the Land and all property located therein, including the Project, to this Intergovernmental Agreement (the "Intergovernmental Agreement").

NOW, THEREFORE, it is hereby agreed between Greenville County and the City of Greenville that:

1. The City consents to the inclusion of the Land and the Project in the Park for so long as the City receives from the County a distribution of fees in lieu of taxes paid on behalf of the Land and all property located therein, including the Project, based on the percentage that the City's millage bears to the total millage applicable to the Land for the applicable tax year, such calculation to be made after (i) application of special source credits to the fees in lieu of taxes to be paid on behalf of the Project in accordance with the provisions of the FILOT Agreement, and after (ii) distribution of a portion of the fees in lieu of taxes paid on behalf of the Land and the property located therein to Anderson County in accordance with the Park Agreement.

2. Should any part, term, or provision of this Intergovernmental Agreement be finally declared to be invalid or otherwise enforceable by any court of competent jurisdiction, such declaration shall not affect the validity of the remainder of the sections, phrases, and provisions hereunder, all of which are hereby declared to be separable.

Agreed upon and entered into as of the \_\_\_\_\_ day of \_\_\_\_\_, 2020.

GREENVILLE COUNTY, SOUTH CAROLINA

By: \_\_\_\_\_

Its: County Administrator

CITY OF GREENVILLE, SOUTH CAROLINA

By: \_\_\_\_\_

Its: City Manager

EXHIBIT A

LAND

Those certain pieces, parcels, or tracts of land situate, lying or being in the County of Greenville, State of South Carolina, bearing Tax Map Numbers 0050.00-02-001.00, 0050.00-02-001.04, 00050.00-02-001.05 and 0050.00-02-001.06 as of January 2, 2020.