

RESOLUTION 2019-_____

RESOLUTION AUTHORIZING, AMONG OTHER THINGS, THE EXECUTION OF A LEASE PURCHASE AGREEMENT WITH ASSOCIATION COUNTY COMMISSIONERS OF GEORGIA

WHEREAS, the Board of Commissioners of BEN HILL COUNTY, GEORGIA (the “County”) has determined that it is in the best interest of the County to lease certain equipment (the “Equipment”) from Association County Commissioners of Georgia (“ACCG”) pursuant to a Lease Purchase Agreement (the “Lease”); and

WHEREAS, in order to provide the funds needed to purchase the Equipment, ACCG will assign its interest in the Lease to Branch Banking and Trust Company (“BB&T”) pursuant to an Assignment, Transfer and Security Agreement (the “Assignment”).

NOW, THEREFORE, be it resolved by the Board of Commissioners of the County, and it is hereby resolved by the authority of the same, as follows:

Section 1. Findings. The obligation of the County to make the payments under the Lease is annually renewable as provided therein. The obligation of the County to make such payments will not constitute a debt of the County within the meaning of any constitutional or statutory limitation on indebtedness. The Lease does not directly or contingently obligate the County to make any payments beyond those appropriated for the County’s then current calendar year.

Section 2. Authorization of Lease. The Chairman and the Vice Chairman are hereby authorized, empowered and directed to execute and deliver the Lease. The Lease shall be in substantially the form attached hereto as Exhibit A, or with such changes therein as may be deemed necessary by the person executing the same to accomplish the purposes of the transactions contemplated therein and in this Resolution. The execution of the Lease shall constitute conclusive evidence that the Lease and any and all changes thereto have been approved by the person executing the same.

Section 3. Consent to Assignment. The County hereby consents to the execution and delivery of the Assignment.

Section 4. General Authority. The Chairman, Vice Chairman, Clerk and officers and employees of the County are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the documents herein authorized and as may be necessary to carry out the purposes and intents of this Resolution.

Section 5. Actions Ratified, Approved and Confirmed. All acts and doings of the Chairman, Vice Chairman, Clerk and officers and employees of the County which are in conformity with the purposes and intents of this Resolution are hereby ratified, approved and confirmed.

Section 6. No Personal Liability. No stipulation, obligation or agreement contained in this Resolution or in the documents authorized hereby shall be deemed to be a stipulation, obligation or agreement of any member of the Board of Commissioners, officer or employee of the County in his or her individual capacity, and no such member of the Board of Commissioners officer or employee shall be personally liable or be subject to personal liability or accountability.

Section 7. Repealing Clause. All resolutions or parts thereof in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

Section 8. Effective Date. This Resolution shall take effect immediately upon its adoption.

Section 9. Reimbursement. The County intends that the adoption of this Resolution will be a declaration of the County's official intent to reimburse expenditures for the Equipment from the proceeds of the financing described above.

Section 10. Bank Qualification. The Lease is hereby designated as a qualified tax-exempt obligation within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

Adopted on _____, 2019.

Ben Hill County, Georgia

(SEAL)

By: _____
Steve Taylor, Chairman

Attest:

By: _____
Donna R. Prather, Clerk

CLERK'S CERTIFICATE

The undersigned Clerk of the Board of Commissioners of Ben Hill County, Georgia, **DOES HEREBY CERTIFY** that the foregoing pages of typewritten matter pertaining to a Lease Purchase Agreement constitute a true and correct copy of the Resolution adopted on _____, 2019 by the Board of Commissioners in a meeting that was open to the public, and that the original of said Resolution appears of record in the minute book of the Board of Commissioners, which is in my custody and control.

WITNESS my hand and the official seal of the Board of Commissioners of Ben Hill County, Georgia.

(SEAL)

Donna R. Prather, Clerk