

**A RESOLUTION**  
**NO. \_\_\_\_\_**

A RESOLUTION OF THE COUNCIL OF COLUMBUS, GEORGIA (THE “**COUNCIL**”), APPROVING A RESOLUTION ADOPTED BY THE COLUMBUS BUILDING AUTHORITY (THE “**AUTHORITY**”) AUTHORIZING THE ISSUANCE OF ITS LEASE REVENUE BONDS IN ACCORDANCE WITH A REQUEST OF THE COUNCIL CONTAINED IN ITS RESOLUTION NO. 331-21; TO RATIFY THE ACTIONS OF THE AUTHORITY APPROVING THE BEST BIDS FOR THE BONDS; TO REAFFIRM AUTHORIZATION FOR THE MAYOR TO TRANSFER PROPERTY TO THE AUTHORITY AND TO EXECUTE THE LEASE; TO REAFFIRM THE PROVISIONS OF RESOLUTION NO. 331-21 WHICH ARE NOT IN CONFLICT HERewith; TO AUTHORIZE THE MAYOR AND OTHER OFFICIALS OF COLUMBUS TO TAKE SUCH FURTHER ACTIONS AS ARE NECESSARY TO PROVIDE FOR THE ISSUANCE AND DELIVERY OF THE BONDS; AND FOR OTHER PURPOSES.

**WHEREAS**, the Council, as the governing body of Columbus, Georgia (“**Columbus**”), requested, by Resolution No. 331-21, adopted on September 28, 2021, that the Authority finance the acquisition of approximately 3.5932 acres of land in downtown Columbus, together with buildings, a parking deck and related facilities thereon located at 1146 and 1148 Broadway (Synovus Bank’s Main Office), 14 12<sup>th</sup> Street and 1137 1<sup>st</sup> Avenue (Uptown Center), 1140-1144 Broadway (Bradley Building), 1124-1132 Broadway (Jordan Building), and 29 11<sup>th</sup> Street (634 space parking deck located at the corner of 11<sup>th</sup> Street and 1<sup>st</sup> Avenue), and the renovation and improvement such buildings, structures, and related facilities for use by Columbus in the performance of its governmental, administrative, and proprietary functions (collectively, the “**Projects**”); and

**WHEREAS**, Columbus and the Authority in consultation their financial advisors have determined that the most feasible way to finance the Projects is through the issuance of bonds of the Authority, a majority of which shall be issued on a tax-exempt basis with the remaining portion of the bonds to be issued as taxable bonds to give Columbus flexibility in the use and possible future sale of the Jordan Building and the use of portions of the parking deck being financed; and

**WHEREAS**, in anticipation of the offering and sale of the bonds, officers of the Authority and Columbus have caused to be prepared and distributed a Preliminary Official Statement dated January 18, 2022, and have authorized the publication and distribution of certain Official Notices of Sale dated January 18, 2022, seeking bids for the purchase of tax-exempt and taxable bonds of the Authority; and

**WHEREAS**, in accordance with the Official Notices of Sale, the Authority received electronic bids for the purchase of the Series 2022A Bonds (hereinafter defined) and the Series 2022B Taxable Bonds (hereinafter defined) on January 25, 2022, and the Finance Director of Columbus, with the assistance of Davenport & Company LLC, as financial advisor, reviewed the bids and determined that the best bid for the Series 2022A Bonds was submitted by \_\_\_\_\_, and that the best bid for the Series 2022B Taxable Bonds was submitted by \_\_\_\_\_, and said bids have been approved and accepted on behalf of the Authority, subject to approval by the Council; and

**WHEREAS**, based in the best bids received and in order to authorize the issuance of the Bonds the Authority adopted on January 25, 2022, a bond resolution (the “**Resolution**”) authorizing the issuance of revenue bonds designated COLUMBUS BUILDING AUTHORITY LEASE REVENUE BONDS, SERIES 2022A, in the aggregate principal amount of \$\_\_\_\_\_ (the “**Series 2022A Bonds**”) and revenue bonds designated COLUMBUS BUILDING AUTHORITY TAXABLE LEASE REVENUE BONDS, SERIES 2022B, in the aggregate principal amount of \$\_\_\_\_\_ (the “**Series 2022B Taxable Bonds**” and together with the Series 2022A Bonds the “**Bonds**”), a certified copy of which Resolution is on file with the Clerk of Council; and

**WHEREAS**, payment of the Bonds and the interest thereon shall be secured by a first and prior pledge of and charge or lien on the Basic Rent to be paid henceforth by Columbus for the use of facilities of the Authority pursuant to the provisions of a lease contract to be entered into as of the date of issuance of the Bonds (the “**Lease**”), the form of which is attached to the Resolution; and

**WHEREAS**, the Lease provides for the payment by Columbus, as Lessee, to the Authority or to its assignee for the account of the Authority, of the amounts to be set forth in the Lease sufficient to pay the principal of and interest due on the Bonds authorized, as the same shall become due and payable; and

**WHEREAS**, it is proper that the Council ratify and approve the actions of the Finance Director of Columbus and of the Authority in accordance with the requests of the Council.

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

1. The Council hereby approves and ratifies the actions of the Authority in proceeding with financing the acquisition, construction, and equipping of the Projects through the issuance of the Bonds in accordance with the Resolution, and hereby approves the actions taken or to be taken by the Authority, the Finance Director of Columbus, and officials of Columbus, including specifically the acceptance of the best bids, copies of which are on file with Columbus, and the issuance of the Bonds in a tax-exempt series and in a taxable series, as described in the Preamble to this resolution.

2. Council reaffirms the authorizations contained in Resolution 331-21 for the Mayor to execute such assignments, contracts or deeds as may be required to convey property to the Authority, which is to be property subject to the Lease and to direct any intermediaries which may acquire or hold property which is to become subject to the Lease to convey the same to the Authority, and the Mayor is authorized to approve the form of such deeds and the exhibits thereto, and the Clerk of Council is authorized to attest the execution by the Mayor of such deeds and to affix the seal of Columbus to such documents.

3. The Preliminary Official Statement having been deemed final by the Finance Director, as authorized by Resolution 331-21, the City Manager, Deputy City Manager, Finance Director, and other officials of Columbus are authorized and directed to provide such information as shall be necessary in connection with the preparation and delivery of the final Official Statement

relating to the Bonds and the Mayor or Mayor Pro-tem is authorized to execute the final Official Statement

4. The Mayor, City Manager, Deputy City Manager, Finance Director, City Attorney and such other officers or agents of Columbus as may be required are directed to take such actions as are necessary to provide security for payment of the Bonds, to fulfill the obligations of Columbus pursuant to the Lease, and to execute closing documents necessary for the issuance of the Bonds, as the same shall be delivered, supplemented, or amended, and to take such other actions as may be required in accordance with the intents and purposes of this resolution.

4. All provisions of Resolution No. 331-21, which are not in conflict herewith, are hereby restated, ratified, and confirmed, as fully as if set forth herein verbatim.

INTRODUCED at a regular meeting of the Council of Columbus, Georgia, held on January 25, 2022, and adopted at said meeting by the affirmative vote of \_\_\_\_\_ members of said Council.

Councilor Allen	voting _____
Councilor Barnes	voting _____
Councilor Crabb	voting _____
Councilor Davis	voting _____
Councilor Garrett	voting _____
Councilor House	voting _____
Councilor Huff	voting _____
Councilor Thomas	voting _____
Councilor Tucker	voting _____
Councilor Woodson	voting _____

\_\_\_\_\_  
Sandra T. Davis  
Clerk of Council

\_\_\_\_\_  
B.H. "Skip" Henderson, III  
Mayor

(S E A L)

CERTIFICATE OF CLERK OF COUNCIL

I, the undersigned Clerk of Council of Columbus, Georgia, keeper of the records and the seal thereof, hereby certify that the foregoing is a true and correct copy of a resolution of the Council of Columbus, Georgia, adopted January 25, 2022, an original of which resolution has been entered in the official records of Columbus, Georgia, under my supervision and is in my official possession, custody, and control.

I further certify that the meeting was held in conformity with the requirements of Title 50, Chapter 14 of the Official Code of Georgia Annotated.

(S E A L)

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Sandra T. Davis  
Clerk of Council