

A RESOLUTION
NO. _____

A RESOLUTION OF THE COUNCIL OF COLUMBUS, GEORGIA, REQUESTING THAT THE COLUMBUS BUILDING AUTHORITY (THE “**AUTHORITY**”) ISSUE ITS LEASE REVENUE BOND (THE “**BOND**”) IN THE MAXIMUM PRINCIPAL AMOUNT OF \$5,000,000 ; TO AUTHORIZE THE EXECUTION OF A LEASE CONTRACT BETWEEN COLUMBUS AND THE AUTHORITY; TO AUTHORIZE THE TRANSFER OF PROPERTY OR SALES CONTRACTS FOR THE PURCHASE OF PROPERTY; TO DECLARE THE OFFICIAL INTENT OF COLUMBUS TO REIMBURSE PLANNED EXPENDITURES FROM PROCEEDS OF THE BOND; TO DESIGNATE CERTAIN FIRMS AND PROFESSIONALS TO WORK AND ASSIST WITH THE ISSUANCE OF THE BOND; TO AUTHORIZE THE MAYOR AND OTHER OFFICIALS OF COLUMBUS TO TAKE SUCH FURTHER ACTIONS AS ARE NECESSARY; AND FOR OTHER PURPOSES.

WHEREAS, the Council of Columbus, Georgia (the “**Council**”) desires that the Columbus Building Authority (the “**Authority**”) finance the acquisition of approximately 7.2 acres of land and an existing building and related facilities located at 5601 Veterans Parkway, Columbus, Georgia, and the renovation and improvement such building and related facilities for use by Columbus in the performance of its governmental, administrative, and proprietary functions (collectively, the “**Project**”); and

WHEREAS, the Project is more specifically described in documents on file with the Clerk of Council and, by this reference thereto, are incorporated herein and made a part hereof as fully set forth herein in their entirety; and

WHEREAS, the Authority is constitutionally created and is functioning as an instrumentality and a public corporation of the State of Georgia and is authorized to acquire, construct and equip projects and facilities to be financed and leased to Columbus for its governmental, administrative, and proprietary functions; and

WHEREAS, the Council has determined that the most feasible manner of acquiring, constructing, and equipping the Project is through the issuance Columbus Building Authority Lease Revenue Bonds in one or more series or as a single instrument Bond (the “**Bond**”), in an amount sufficient to provide proceeds to Columbus of up to \$5,000,000 to be used with other funds available to fund all or a portion of the costs of the Project; and

WHEREAS, it is necessary and proper for the Council to declare its official intent to reimburse certain expenditures from proceeds of the Bond and to authorize the Mayor, City Manager, Deputy City Manager, Finance Director, City Attorney and other officials to take such actions relating to the Project as shall be necessary to develop and proceed with a plan of financing for the same and to request that the Authority take such actions as necessary for the issuance and delivery of the Bond; and

WHEREAS, the payment of the Bond and any bonds issued on a parity therewith 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 by Columbus for the use of the Project, pursuant to the provisions of a lease agreement or agreements (the “**Lease**”) to be entered into between the Authority and Columbus; and

WHEREAS, it is proper that the Council authorize the Mayor to execute documents conveying all or portions of the property of Columbus or property to be acquired by Columbus or its intermediaries to the Authority and to execute such Leases as may be required, so as to provide for the use by Columbus of the Project to be funded with proceeds from the sale of the Bond; and

WHEREAS, it is proper that the Council authorize and request that the Authority engage certain firms and professionals to assist Columbus and the Authority with regard to the issuance of the Bond and to further authorize its officers to take such further actions as are necessary in accordance with the intents and purposes of this resolution.

NOW, THEREFORE, BE IT RESOLVED by the Council of Columbus, Georgia as follows:

1. The Council desires to proceed with financing for the Project through the issuance of the Bond by the Authority and hereby specifically requests that the Authority issue its Bond in a principal amount not to exceed \$5,000,000 and maturing no later than January 1, 2041.
2. Columbus reasonably expects to reimburse planned expenditures for the Project with proceeds of a tax-exempt financing and expresses its declaration of official intent pursuant to Treasury Regulations § 1.150-2(d), to reimburse original expenditures on the Project in the maximum principal amount of \$5,000,000 with proceeds from the Bond (to the extent permitted by § 1.150-2 of the Treasury Regulations). Columbus will pay original expenditures on the Project from a construction or other account maintained by Columbus and make its reimbursement allocations not later than 18 months after the later of (i) the date the original expenditure is paid or (ii) the date the Project is placed in service or abandoned, but in no event more than three years after the original expenditure is paid.
3. The Mayor, City Manager, Deputy City Manager, Finance Director, City Attorney and other officials are hereby authorized to take such actions as are necessary to make reasonable estimates for the cost of the Project and determine the structure of the financing to allow for the sale of the Bond either through the publication of a notice of sale and the receipt of bids therefore or by negotiated sale or placement of the Bond.
4. The Authority is requested to solicit such proposals for a negotiated sale or placement for the Bond and to cause the issuance and publication of any notices of sale for the Bond as may be requested by the proper officials of Columbus.
5. The Mayor is authorized 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.

6. The Council hereby requests that the Authority ratify the engagement of Davenport & Company, as Financial Advisor to Columbus and the Authority, the engagement of Gray Pannell & Woodward LLP, as Bond Counsel, and Page, Scrantom, Sprouse, Tucker & Ford, P.C., as Counsel to the Authority, relating to the issuance and delivery of the Bond.

7. If it is deemed advisable for Columbus or the Authority to hold a public hearing and take such other steps as are necessary to comply with the provisions of Section 147 (f) of the Internal Revenue Code of 1986, as amended, for public approval of the Project, the proper officers of Columbus are authorized to publish a public notice, conduct hearings and grant the required approvals.

8. The Mayor, City Manager, Deputy City Manager, Finance Director, City Attorney and such other officers or agents as may be required of Columbus are directed to take such actions as are necessary in accordance with the intents and purposes of this resolution.

INTRODUCED at a regular meeting of the Council of Columbus, Georgia, held on November 12, 2019, 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 Thompson	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 November 12, 2019, a duplicate 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)

Sandra T. Davis
Clerk of Council