

STATE OF SOUTH CAROLINA)
)
COUNTY OF LANCASTER)

ORDINANCE #407

AN ORDINANCE AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AND MILLAGE RATE AGREEMENT AND A FEE AGREEMENT BY AND BETWEEN LANCASTER COUNTY, SOUTH CAROLINA, AND JOSLYN CLARK CONTROLS, INC. PROVIDING FOR, AMONG OTHER THINGS, PAYMENT OF A FEE IN LIEU OF TAXES.

WHEREAS, Lancaster County, South Carolina (the “County”) acting by and through its County Council (the “County Council”) is authorized and empowered under and pursuant to the provisions of Title 4, Chapter 44, Code of Laws of South Carolina 1976, as amended (the “Act”), to enter into fee agreements with any industry which identifies certain properties of such industries as economic development property, through which powers the industrial development of the State of South Carolina (the “State”) and the County will be promoted and trade developed by inducing manufacturing and commercial enterprises to locate, remain, and expand in the State of South Carolina and the County and thus to utilize and employ the manpower, products, and natural resources of the State of South Carolina to benefit the general public welfare of the County by providing services, employment, or other public benefits not otherwise provided locally; and

WHEREAS, Joslyn Clark Controls, Inc., a corporation organized and existing under the laws of the State of Delaware and qualified to do business in the State of South Carolina (referred to hereinafter as the “Company”) desires to enter into an Inducement Agreement and Millage Rate Agreement with the County for the purpose of authorizing a fee arrangement with the Company for its investment in an existing manufacturing facility and/or a stand alone new facility, and machinery and equipment for such facility in the County, which is estimated to be approximately \$5,000,000 over five years and create new employment for an additional 100 people over such five-year period (the “Project”), all as more fully set forth in the Fee Agreement attached hereto; and

WHEREAS, the County has caused to be prepared and presented to this meeting the form of the (i) Inducement and Millage Rate Agreement (the “IMRA”) and (ii) the Fee Agreement by and between the County and the Company (the “Fee Agreement”), which includes the agreement for payment of a Fee-in-Lieu of Tax; and

WHEREAS, it appears that the IMRA and the Fee Agreement, which are now before this meeting, are in appropriate form and are an appropriate instruments to be executed and delivered by the County for the purposes intended.

NOW, THEREFORE, BE IT ORDAINED by Lancaster County, South Carolina as follows:

Section 1. In order to promote industry, develop trade, and utilize and employ the manpower, products and natural resources of the State of South Carolina by assisting the Company to expand or locate an industrial facility in the State of South Carolina, the IMRA and the Fee Agreement are hereby authorized, ratified and approved.

Section 2. It is hereby found, determined, and declared by the County Council, as follows:

- (a) The Project will constitute a “project” as said term is referred to and defined in the Act, and the County’s actions herein will subserve the purposes and in all respects conform to the provisions and requirements of the Act.
- (b) The Project and the payments in lieu of taxes set forth herein are beneficial to the County and the County has evaluated the Project based upon all criteria prescribed by law and has sought and received the assistance of the Board of Economic Advisors.
- (c) The Project will benefit the general public welfare of the County by providing services, employment, recreation or other public benefits not otherwise adequately provided locally.
- (d) The Project gives rise to no pecuniary liability of the County or any incorporated municipality or a charge against the general credit or taxing power of either.
- (e) The purposes to be accomplished by the Project, *i.e.*, economic development, creation of jobs, and addition to the tax base of the County, are proper governmental and public purposes.
- (f) The inducement of the location or expansion of the Project within the County and State is of paramount importance.
- (g) The benefits of the Project will be greater than the costs.

Section 3. The form, terms and provisions of the IMRA and the Fee Agreement presented to this meeting are hereby approved and all of the terms, provisions and conditions thereof are hereby incorporated herein by reference as if the IMRA and the Fee Agreement were set out in this Ordinance in their entirety. The Chairman of the County Council and the Secretary of the County Council are hereby authorized, empowered and directed to execute, acknowledge, and deliver IMRA and the Fee Agreement in the name of and on behalf of the County, and thereupon to cause the IMRA and the Fee Agreement to be delivered to the Company. The IMRA and the Fee Agreement are to be in substantially the form now before this meeting and hereby approved, with such changes therein as shall be approved by the officials of the County executing the same, their execution thereof to constitute conclusive evidence of their approval of any and all changes or revisions therein from the form of IMRA and the Fee Agreement now before this meeting.

Section 4. The Chairman of the County Council and the Secretary of the County Council, for and on behalf of the County, are hereby each authorized and directed to do any and

all things necessary to effect the execution and delivery of the IMRA and the Fee Agreement and the performance of all obligations of the County under and pursuant to the IMRA and the Fee Agreement.

Section 5. The provisions of this Ordinance are hereby declared to be separable and if any section, phrase or provisions 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 6. All orders, resolutions, ordinances and parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this Ordinance shall take effect and be in full force from and after its passage and approval.

Passed and approved this 6th day of November, 2000.

**LANCASTER COUNTY,
SOUTH CAROLINA**

By: _____
Ray E. Gardner, Chairman
Lancaster County Council
Lancaster County, South Carolina

By: _____
Polly C. Jackson, Secretary
Lancaster County Council
Lancaster County, South Carolina

APPROVED AS TO FORM AND CONTENT:

By: _____
W. Randall Sims, Lancaster County Attorney

ATTEST:

By: _____
Irene Plyler, Clerk to County Council
Lancaster County, South Carolina

First Reading: 10/02/2000
Second Reading: 10/30/2000
Public Hearing: 11/06/2000
Third Reading: 11/06/2000

