



3-1996-57

RESOLUTION OF THE ROCKDALE COUNTY BOARD OF COMMISSIONERS APPROVING AND AUTHORIZING, AMONG OTHER THINGS, THE EXECUTION, DELIVERY AND PERFORMANCE OF A LEASE CONTRACT WITH THE ROCKDALE COUNTY WATER AND SEWERAGE AUTHORITY

WHEREAS, the Rockdale Water and Sewerage Authority (the "Authority") was duly created and is validly existing pursuant to an Act of the General Assembly of the State of Georgia (Georgia Laws 1995, p. 3994, et seq., as amended (the "Act")); and

WHEREAS, pursuant to the Act, the Authority has the power to (a) acquire by purchase and hold, maintain, lease and operate a water and sewerage system, (b) issue its revenue bonds for the purpose of paying all or any part of the cost of any one or more "projects" (as defined in the Act) and (c) make and execute contracts, leases and instruments which shall be necessary or convenient with respect to projects that it causes to be acquired or constructed; and

WHEREAS, pursuant to Article IX, Section II, Paragraph III of the Constitution of the State of Georgia, Rockdale County, Georgia (the "County") has the power to provide storm water and sewage collection and disposal systems and to provide for the development, storage, treatment, purification, and distribution of water, and pursuant to the Revenue Bond Law (O.C.G.A. Section 36-82-60 et seq., as amended), the County has the power to provide systems, plants, works, instrumentalities, and properties used or useful in connection with the obtaining of a water supply and the conservation, treatment, and disposal of water and used or useful in connection with the collection, treatment, reuse, or disposal of sewage, waste, and storm water; and

WHEREAS, Article IX, Section III, Paragraph I(a) of the Constitution of the State of Georgia authorizes, among other things, any county, municipality or other political subdivision of the State to contract, for a period not exceeding fifty years, with another county, municipality or political subdivision or with any other public agency, public corporation or public authority for joint services, for the provision of services, or for the provision or separate use of facilities or equipment, provided that such contract deals with activities, services or facilities which the contracting parties are authorized by law to undertake or to provide; and

WHEREAS, the Authority and the County propose to acquire the City of Conyers' existing water and sewerage system (except for certain excluded assets) and to make certain improvements thereto (the "1996 Project"); and

WHEREAS, the Authority proposes to finance all or a portion of the costs of the 1996 Project with the proceeds derived from the issuance of its Revenue Bonds, Series 1996 (the "Series 1996 Bonds"); and

WHEREAS, the Series 1996 Bonds will be issued pursuant to a resolution adopted by the Authority on November 12, 1996 (the "Bond Resolution"), as supplemented (the "Supplemental Bond Resolution"); and

WHEREAS, the Authority and the County propose to enter into a Lease Contract, dated as of November 1, 1996 (the "Lease"), pursuant to which the Authority will agree to, among other things, issue the Series 1996 Bonds and the County will agree to, among other things, pay to the Authority amounts sufficient to enable the Authority to pay the debt service on the Series 1996 Bonds and to levy an ad valorem property tax on all property in the County subject to such tax in the event that the "Net Revenues" are insufficient to pay debt service on the Series 1996 Bonds; and

WHEREAS, the Series 1996 Bonds will be secured by a first lien on the Lease and the "Lease Payments"; and

NOW, THEREFORE, BE IT RESOLVED by the Rockdale County Board of Commissioners, as follows:

Section 1. After the receipt of the Supplemental Bond Resolution, the execution, delivery and performance of the Lease are hereby authorized. The Chairman of the Rockdale County Board of Commissioners (the "Chairman") is hereby authorized to execute and deliver the Lease on behalf of the County, which Lease shall be in substantially the form presented at this meeting with such minor changes, insertions or omissions as may be approved by the Chairman, and the execution of the Lease by the Chairman as hereby authorized shall be conclusive evidence of any such approval.

Section 2. The Rockdale County Board of Commissioners hereby acknowledges that it has received a copy of the Bond Resolution, and hereby approves the terms and provisions thereof.

Section 3. From and after the execution and delivery of the Lease, the proper officers, agents and employees of the County are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents and certificates as may be necessary to carry out and comply with the provisions of the Lease and are further authorized to take any and all further actions and to execute and deliver any and all further documents and certificates as may be necessary or desirable in connection with the issuance of the Series 1996 Bonds and the execution, delivery and performance of the Lease.

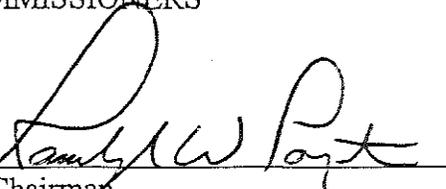
Section 4. All acts and doings of the officers, agents and employees of the County which are in conformity with the purposes and intents of this resolution and in furtherance of the issuance of the Series 1996 Bonds and the execution, delivery and performance of the Lease shall be, and the same hereby are, in all respects, approved and confirmed.

Section 5. This resolution shall take effect immediately upon its adoption.

Section 6. All resolutions in conflict with this resolution are hereby repealed.

Adopted this 25th day of November, 1996.

ROCKDALE COUNTY BOARD OF
COMMISSIONERS

By: 
Chairman

(SEAL)

Attest:


Clerk