

ORDINANCE NUMBER 24-08

AUTHORIZING AND APPROVING AN AMENDMENT TO THE EXISTING AMENDED AND RESTATED AGREEMENT FOR DEVELOPMENT OF JOINT COUNTY INDUSTRIAL PARK BY AND BETWEEN ORANGEBURG COUNTY, SOUTH CAROLINA AND DORCHESTER COUNTY, SOUTH CAROLINA TO ENLARGE THE BOUNDARIES OF THE INDUSTRIAL PARK TO INCLUDE CERTAIN PROPERTY LOCATED IN DORCHESTER COUNTY, SOUTH CAROLINA NOW OWNED AND/OR OPERATED BY RW FRANCHISE STREET INDUSTRIAL OWNER, LLC AND PROVIDE FOR AN EXTENDED TERM FOR INCLUSION OF SUCH PROPERTY IN THE PARK; AND OTHER MATTERS RELATING THERETO.

WHEREAS, Dorchester County, South Carolina, a political subdivision of the State of South Carolina (the "County"), acting by and through its County Council (the "Council"), and Orangeburg County, South Carolina, a political subdivision of the State of South Carolina ("Orangeburg County"), acting by and through its County Council, are authorized pursuant to Article VIII, Section 13(D) of the Constitution of the State of South Carolina and Title 4, Chapter 1 of the Code of Laws of the State of South Carolina 1976, as amended, and specifically Section 4-1-170 thereof (collectively, the "Park Act"), to develop jointly an industrial or business park with other counties within the geographical boundaries of one or more member counties; and

WHEREAS, pursuant to the Park Act, the County and Orangeburg County entered into that certain Amended and Restated Agreement for Development of Joint County Industrial Park dated as of May 17, 2010 (as amended, modified, or supplemented, the "Park Agreement"), whereby the County and Orangeburg County agreed to develop a joint county industrial or business park eligible to include property located in either the County or Orangeburg County (the "Park"); and

WHEREAS, Sections 3(B) and 3(D) of the Park Agreement establish the procedure for enlargement of the boundaries of the Park to include additional property; and

WHEREAS, Section 3(H) of the Park Agreement provides, in part, that unless otherwise expressly set forth in the Park Agreement or an amendment or modification to the Park Agreement, the term during which property is to be included in the Park shall automatically end on December 31 of the tenth (10th) year after the initial year in which such property is included in the Park; and

WHEREAS, the County and Orangeburg County, having determined that (i) an enlargement of the boundaries of the Park to include therein certain property now owned and/or operated by RW Franchise Street Industrial Owner, LLC, a Georgia limited liability company (the "Company"), and described in greater detail in Exhibit A attached hereto (the "RW Property"), and (ii) the inclusion of the RW Property in the Park for a period of time that is coterminous with that certain Fee Agreement between the Company and the County and dated as of July 11, 2022 (as the same may be modified, amended or replaced, the "Fee Agreement") would promote economic development and thus provide additional employment and investment opportunities within said counties, have agreed to further amend the Park Agreement to effect such matters, as set forth in greater detail in the form of the Amendment presented to this meeting (the "Amendment"), which Amendment is to be dated as of January 22, 2024 or such other date as the

County and Orangeburg County may agree.

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

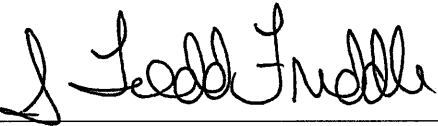
Section 1. The enlargement of the boundaries of the Park and the inclusion of the RW Property in the Park for a period of time that is coterminous with the Fee Agreement, all as set forth in greater detail in the Amendment, are hereby authorized and approved. The provisions, terms, and conditions of the Amendment presented to this meeting and filed with the Clerk to the Council are hereby approved, and all of the provisions, terms, and conditions thereof are hereby incorporated herein by reference as if the Amendment were set out in this Resolution in its entirety. The Chairman of the Council is hereby authorized, empowered, and directed to execute and deliver the Amendment in the name and on behalf of the County; the Clerk to the Council is hereby authorized, empowered and directed to attest the same; and the Chairman of the Council is further authorized, empowered, and directed to deliver the Amendment to Orangeburg County. The Amendment is to be in substantially the form now before this meeting and hereby approved, or with such changes therein as shall not materially adversely affect the rights of the County thereunder and as shall be approved by the Chairman of the Council executing the same, his execution thereof to constitute conclusive evidence of the County's approval of any and all changes or revisions therein from the form of Amendment now before this meeting.

Section 2. Miscellaneous.

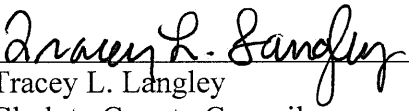
- (a) This Ordinance shall be construed and interpreted in accordance with the laws of the State of South Carolina;
- (b) This Ordinance shall become effective immediately upon approval following third reading by the Council;
- (c) The provisions of this Ordinance are hereby declared to be severable and if any section, phrase or provision shall for any reason be declared by a court of competent jurisdiction to be invalid or unenforceable, that declaration shall not affect the validity of the remainder of the sections, phrases and provisions hereunder; and
- (d) All ordinances, resolutions and parts thereof in conflict herewith are, to the extent of the conflict, hereby repealed.

[Signature Page to Follow]

DORCHESTER COUNTY, SOUTH CAROLINA

By: 
S. Todd Friddle
Chair of County Council

ATTEST:


Tracey L. Langley
Clerk to County Council

First Reading: November 6, 2023
Second Reading: December 4, 2023
Public Hearing: December 4, 2023
Third Reading: February 5, 2024

EXHIBIT A

RW Property

ALL THAT LOT, TRACT OR PARCEL OF LAND, WITH IMPROVEMENTS THEREON, SITUATE, LYING AND BEING IN DORCHESTER COUNTY, SOUTH CAROLINA, AND BEING KNOWN AND DESIGNATED AS LOT 15, BLOCK B, ON PLAT OF DORCHESTER INDUSTRIAL PARK, THAT PLAT SHOWING BLOCK A, LOTS 17 THROUGH 20, BLOCKS B, C AND D, SAID PLAT PREPARED BY DAVIS & FLOYD, INC, DATED MARCH 17, 1981, AND RECORDED IN THE ROD OFFICE OF DORCHESTER COUNTY, SOUTH CAROLINA, IN PLAT BOOK D, PAGES 121-122, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

For information only: TMS # 181-04-04-002.000

STATE OF SOUTH CAROLINA)	AMENDMENT TO AMENDED AND
)	RESTATED AGREEMENT FOR
COUNTY OF ORANGEBURG)	DEVELOPMENT OF JOINT COUNTY
COUNTY OF DORCHESTER)	INDUSTRIAL PARK
_____)	

This Amendment to Amended and Restated Agreement for Development of Joint County Industrial Park (this “Amendment”) is made and entered into by and between Orangeburg County, South Carolina (“Orangeburg County”) and Dorchester County, South Carolina (“Dorchester County”), each a body politic and corporate and political subdivision of the State of South Carolina (together, the “Counties”), and is to be effective as of the 5th day of February, 2024 (the “Effective Date”).

WITNESSETH:

WHEREAS, Orangeburg County, acting by and through its County Council, and Dorchester County, acting by and through its County Council, are authorized pursuant to Article VIII, Section 13(D) of the Constitution of the State of South Carolina and Title 4, Chapter 1 of the Code of Laws of the State of South Carolina 1976, as amended, and specifically Section 4-1-170 thereof (collectively, the “Park Act”), to develop jointly an industrial or business park with other counties within the geographical boundaries of one or more member counties; and

WHEREAS, pursuant to the Park Act, Orangeburg County and Dorchester County entered into that certain Agreement for Development of a Joint County Industrial Park effective as of September 1, 1995, as amended and restated by that certain Amended and Restated Agreement for Development of Joint County Industrial Park dated as of May 17, 2010 (as further amended, modified, or supplemented, the “Park Agreement”), whereby Orangeburg County and Dorchester County agreed to develop a joint county industrial or business park eligible to include property located in either Orangeburg County or Dorchester County (the “Park”); and

WHEREAS, Sections 3(B) and 3(D) of the Park Agreement establish the procedure for enlargement of the boundaries of the Park to include additional property; and

WHEREAS, Section 3(H) of the Park Agreement provides, in part, that unless otherwise expressly set forth in the Park Agreement or an amendment or modification to the Park Agreement, the term during which property is to be included in the Park shall automatically end on December 31 of the tenth (10th) year after the initial year in which such property is included in the Park; and

WHEREAS, each of Orangeburg County and Dorchester County, having determined that (i) an enlargement of the boundaries of the Park to include therein certain property described in greater detail in Schedule 1 attached hereto (the “RW Property”), and (ii) the inclusion of the RW Property in the Park for a period of time that is coterminous with that certain Fee Agreement between RW Franchise Street Industrial Owner, LLC (the “Company”) and Dorchester County and dated as of July 11, 2022 (as the same may be modified, amended or replaced, the “Fee

Agreement”) would promote economic development and thus provide additional employment and investment opportunities within the Counties, have agreed to enter into this Amendment to enlarge the boundaries of the Park by including therein the RW Property that is presently owned and/or operated by the Company and located in Dorchester County, and to include the RW Property in the Park for a period of time that is coterminous with the Fee Agreement; and

WHEREAS, each of Orangeburg County and Dorchester County has authorized the execution and delivery of this Amendment by a Dorchester County Council Ordinance enacted on January 22, 2024 and an Orangeburg County Council Resolution adopted on February, 5 2024, respectively.

NOW THEREFORE, in consideration of the mutual agreement, representations and benefits contained in this Amendment (including the amendments and modifications to the Park Agreement) and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereby agree as follows:

1. Exhibit B to the Park Agreement, which describes the boundaries of the Park property located in Dorchester County, is hereby amended to include the RW Property described in Schedule 1 attached hereto.

2. Pursuant to Section 3(H)(i) of the Park Agreement, the Counties agree that notwithstanding Section 3(H) of the Park Agreement, the RW Property shall remain included in the Park until the termination or expiration of the Fee Agreement, and upon such termination or expiration, the inclusion of the RW Property in the Park shall automatically end.

3. Except as expressly amended or modified herein, the remaining terms and conditions of the Park Agreement shall remain in full force and effect.

4. In the event that any clause or provisions of this Amendment shall be held to be invalid by any court of competent jurisdiction, the invalidity of such clause or provision shall not affect any of the remaining provisions hereof.

5. This Amendment may be executed in multiple counterparts, each of which shall be an original but all of which shall constitute but one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the duly authorized and appointed officers of Orangeburg County, South Carolina and Dorchester County, South Carolina have set their hand and seals hereto to be effective as of Effective Date.

ORANGEBURG COUNTY, SOUTH CAROLINA

By: _____

Name: Johnnie Wright Sr.

Title: Chairman, Orangeburg County Council

(SEAL)

ATTEST:

By: _____

Name: Connie N. Portee

Title: Clerk to Orangeburg County Council

DORCHESTER COUNTY, SOUTH CAROLINA

By: S. Todd Friddle

Name: S. Todd Friddle

Title: Chairman, Dorchester County Council

(SEAL)



ATTEST:

By: Tracey L. Langley

Name: Tracey L. Langley

Title: Clerk to Dorchester County Council

Schedule 1

ALL THAT LOT, TRACT OR PARCEL OF LAND, WITH IMPROVEMENTS THEREON, SITUATE, LYING AND BEING IN DORCHESTER COUNTY, SOUTH CAROLINA, AND BEING KNOWN AND DESIGNATED AS LOT 15, BLOCK B, ON PLAT OF DORCHESTER INDUSTRIAL PARK, THAT PLAT SHOWING BLOCK A, LOTS 17 THROUGH 20, BLOCKS B, C AND D, SAID PLAT PREPARED BY DAVIS & FLOYD, INC, DATED MARCH 17, 1981, AND RECORDED IN THE ROD OFFICE OF DORCHESTER COUNTY, SOUTH CAROLINA, IN PLAT BOOK D, PAGES 121-122, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

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