

1 **A RESOLUTION OF THE FULTON COUNTY BOARD OF COMMISSIONERS**  
2 **AUTHORIZING-~~THE~~ EXECUTION OF A FIRST AMENDMENT TO AN INSTALLMENT**  
3 **SALE AGREEMENT APPROVED IN 2019; AND FOR OTHER PURPOSES.**

4 **WHEREAS**, pursuant to the terms of an Installment Sale Agreement, dated as of  
5 November 1, 2019 (the “Original Installment Sale Agreement”), between Association  
6 County Commissioners of Georgia (the “Seller”) and Fulton County, Georgia (the  
7 “County”), the Seller sold certain land together with a building located thereon to the  
8 County as approved for execution by the Fulton County Board of Commissioners in  
9 Agenda Item 19-0856; and

10 **WHEREAS**, the Seller’s right to receive installment payments was assigned to  
11 DNT Asset Trust (the “Lender”); and

12 **WHEREAS**, the County has determined that it needs additional funds to make  
13 improvements to the building; and

14 **WHEREAS**, the Lender has agreed to provide such additional funds, and the Seller  
15 and the County have agreed to enter into a First Amendment to Installment Sale  
16 Agreement (the “Amendment”); and

17 **WHEREAS**, under the terms of the Amendment, the Seller and the County will,  
18 among other things, replace Exhibit A to the Original Installment Sale Agreement in order  
19 to (a) change the basic terms and (b) provide new installment payment amounts.

20 **NOW, THEREFORE, THE FULTON COUNTY BOARD OF COMMISSIONERS**  
21 **(the “Board of Commissioners”) HEREBY RESOLVES**, and it is hereby resolved by  
22 the authority of the same, as follows:

1           1. Authorization of the Amendment. The execution, delivery, and performance of  
2 the Amendment are hereby authorized. The Amendment shall be executed by the  
3 Chairman or the Vice Chairman. The Clerk to the Commission may attest the same, and  
4 the seal may be impressed on the Amendment. The Amendment shall be in substantially  
5 the form attached hereto as Exhibit A, subject to such changes, insertions and omissions  
6 as may be approved by the person executing the same (after consultation with the County  
7 Attorney), and the execution of the Amendment by such person shall be deemed  
8 conclusive evidence of the approval of same as authorized under this Resolution. The  
9 Amendment is by this reference thereto incorporated into the minutes.

10           2. General Authority. The Chairman, the Vice Chairman, the Clerk to the  
11 Commission, the County Attorney, the County Manager, the Chief Financial Officer, the  
12 County Finance Director and all other officers, employees and agents of the County as  
13 delegated or duly appointed are hereby authorized, empowered and directed to do all  
14 such acts and things and to execute all such documents and certificates as may be  
15 necessary to carry out and comply with the provisions of the documents herein authorized  
16 and as may be necessary to carry out the purposes and intents of this Resolution.

17           3. Ratification of Prior Acts. All acts and doings of the Board of Commissioners,  
18 the Clerk to the Commission, the County Attorney, the County Manager, the Chief  
19 Financial Officer for the County, the County Finance Director and other officers,  
20 employees and agents of the County which are in conformity with the purposes and  
21 intents of this Resolution are hereby ratified, approved and confirmed.

1           4. Repealing Clause. Any and all resolutions or parts of resolutions in conflict with  
2 this Resolution are hereby repealed, but solely as and to the extent of such conflict.

3           5. Effective Date. This Resolution shall take effect immediately upon its adoption  
4 by a majority vote of the Board of Commissioners.

5           **SO PASSED AND ADOPTED**, this 18th day of October, 2023.

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**FULTON COUNTY BOARD OF COMMISSIONERS**

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Robert L. Pitts, Chairman

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**ATTEST:**

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Tonya R. Grier, Clerk to the Commission

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**APPROVED AS TO FORM:**

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Y. Soo Jo, County Attorney

## CLERK'S CERTIFICATE

The undersigned Clerk of the Fulton County Board of Commissioners (the "Board of Commissioners") DOES HEREBY CERTIFY that the foregoing pages of typewritten matter pertaining to a First Amendment to Installment Sale Agreement constitute a true and correct copy of the Resolution adopted by the Board of Commissioners on October 18, 2023, as Agenda Item 23-\_\_\_\_\_, in a regular meeting duly called and lawfully assembled and at which a quorum was present and acting throughout and that the original of said Resolution appears of record in the minute book of the Board of Commissioners, which is in my custody and control.

WITNESS my hand and the official seal of the Board of Commissioners, this 18<sup>th</sup> day of October, 2023.

(SEAL)

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Tonya R. Grier, Clerk to the Commission

**EXHIBIT A**

**FIRST AMENDMENT TO INSTALLMENT SALE AGREEMENT**