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OF COURT
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CLERK OF COURT
LANCASTER, SC

STATE OF SOUTH CAROLINA)

COUNTY OF LANCASTER)

ORDINANCE NO. 2017-1480

AN ORDINANCE

TO APPROVE A FIFTH AMENDMENT TO THE AGREEMENT FOR THE DEVELOPMENT OF A JOINT INDUSTRIAL AND BUSINESS PARK DATED AS OF DECEMBER 1, 2008 BETWEEN THE COUNTY AND CHESTER COUNTY SO AS TO REMOVE CERTAIN PROPERTY PREVIOUSLY ADDED TO THE PARK AGREEMENT.

Be it ordained by the Council of Lancaster County, South Carolina:

Section 1. Findings and determinations.

(A) The Council finds and determines that:

(1) pursuant to Article VIII, Section 13(D) of the South Carolina Constitution, Lancaster County, South Carolina ("Lancaster County") and Chester County, South Carolina ("Chester County") (collectively, the "Counties") entered into that certain Agreement for the Development of a Joint Industrial and Business Park (the "Park") dated as of December 1, 2008 (the "Original Park Agreement"), as amended by that certain First Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of December 7, 2009 (the "First Amendment"), that certain Second Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of November 30, 2010 (the "Second Amendment"), that certain Third Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of December 9, 2013 (the "Third Amendment"), and that certain Fourth Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of September 26, 2016 (the "Fourth Amendment") (the Original Park Agreement, as amended by the First Amendment, the Second Amendment, the Third Amendment, and the Fourth Amendment referred to herein as the "Park Agreement"), which included within the Park certain property of Haile Gold Mine, Inc. (the "Company") and OceanaGold Exploration (Carolina) Inc. ("OceanaGold"), all to be used in connection with the Company's and OceanaGold's anticipated investments in Lancaster County (the "Project");

(2) pursuant to the Second Amendment, the Counties agreed to include in the Original Park Agreement, as amended by the First Amendment, certain properties identified in Schedule I of the Second Amendment as the Stroud (Charles) Tract;

(3) the Company and OceanaGold have requested the Counties, by way of a Fifth Amendment to the Agreement for the Development of a Joint Industrial and Business Park, attached to this ordinance as Exhibit A and incorporated herein as if the exhibit were set out in this ordinance in its entirety (the "Fifth Amendment"), to remove the Stroud (Charles) Tract from the Park Agreement.

(B) It is the purpose of this ordinance, in reliance on the information submitted by the Company and OceanaGold, to provide for the County's approval, execution and delivery of the Fifth Amendment.

Section 2. Approval of Fifth Amendment.

Council authorizes and approves the Fifth Amendment to remove the Stroud (Charles) Tract from the Park Agreement.

Section 3. Form of Documents.

The form of the Fifth Amendment is to be in substantially the form of the document attached to this ordinance and with such changes therein as shall not be materially adverse to the County and as shall be approved by the officials of the County executing the same, upon the advice of counsel to the County, such officer's execution thereof to constitute conclusive evidence of their approval of any and all changes or revisions therein from the form of the document attached to this ordinance.

Section 4. Officials Authorized to Act.

The Council Chair and Council Secretary are authorized, empowered and directed, in the name of and on behalf of Lancaster County, to execute, acknowledge, and deliver the Fifth Amendment. The authority of the Council Chair and Council Secretary includes the authority to execute other documents and to do all things necessary to effectuate the purposes of this ordinance. The Clerk to Council is authorized to attest the execution of the Fifth Amendment and any other documents executed to effectuate the purposes of this ordinance.

Section 5. Severability.

The provisions of this ordinance are declared to be separable, and if any section, phrase, or provision shall for any reason be declared by a court of competent jurisdiction to be invalid or unenforceable, then the declaration shall not affect the validity of the remainder of the sections, phrases, and provisions of this ordinance.

Section 6. Conflicting Provisions.

To the extent this ordinance contains provisions that conflict with provisions contained elsewhere in the Lancaster County Code or in any orders, resolutions, ordinances, and parts thereof, the provisions contained in this ordinance supersede all other provisions and this ordinance is controlling.

Section 7. Effective Date.

This ordinance is effective upon Third Reading.

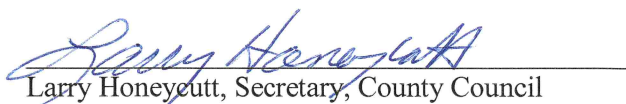
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AND IT IS SO ORDAINED

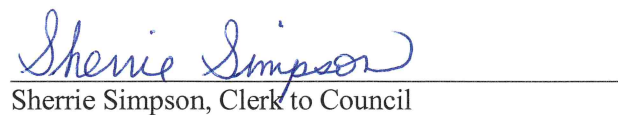
Dated this 27th day of November, 2017.

LANCASTER COUNTY, SOUTH CAROLINA


Steve Harper, Chair, County Council,


Larry Honeycutt, Secretary, County Council

ATTEST:


Sherrie Simpson, Clerk to Council

First Reading:	October 23, 2017
Second Reading:	November 13, 2017
Public Hearing:	November 27, 2017
Third Reading:	November 27, 2017

EXHIBIT A to Ordinance No. 2017-1480

**FIFTH AMENDMENT TO THE AGREEMENT FOR THE DEVELOPMENT
OF A JOINT INDUSTRIAL AND BUSINESS PARK**

See attached.

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STATE OF SOUTH CAROLINA)	FIFTH AMENDMENT TO THE
)	AGREEMENT FOR THE DEVELOPMENT
)	OF A JOINT INDUSTRIAL
COUNTY OF LANCASTER)	AND BUSINESS PARK
COUNTY OF CHESTER)	

This Fifth Amendment to the Agreement for the Development of a Joint Industrial and Business Park by and between Lancaster County and Chester County is dated as of _____, 2017 (the "Fifth Amendment"), and removes certain property previously owned by OceanaGold Exploration (Carolina) Inc. from the Park Agreement.

More specific information on the properties may be found in the body of this Fifth Amendment and in the attached Schedule.

RECITALS

Pursuant to Article VIII, Section 13(D) of the South Carolina Constitution, Lancaster County, South Carolina ("Lancaster County") and Chester County, South Carolina ("Chester County") (collectively, the "Counties") entered into that certain Agreement for the Development of a Joint Industrial and Business Park (the "Park") dated as of December 1, 2008 (the "Original Park Agreement"), as amended by that certain First Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of December 7, 2009 (the "First Amendment"), that certain Second Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of November 30, 2010 (the "Second Amendment"), that certain Third Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of December 9, 2013 (the "Third Amendment"), and that certain Fourth Amendment to the Agreement for the Development of a Joint Industrial and Business Park dated as of September 26, 2016 (the "Fourth Amendment") (the Original Park Agreement, as amended by the First Amendment, the Second Amendment, the Third Amendment, and the Fourth Amendment referred to herein as the "Park Agreement"), which included within the Park certain property of Haile Gold Mine, Inc. (the "Company") and OceanaGold Exploration (Carolina) Inc. ("OceanaGold"), all to be used in connection with the Company and OceanaGold's anticipated investments in Lancaster County (the "Project").

Pursuant to the Second Amendment, the Counties agreed to include in the Original Park Agreement, as amended by the First Amendment, certain property identified in Schedule I of the Second Amendment as the Stroud (Charles) Tract.

FIFTH AMENDMENT

This **FIFTH AMENDMENT** to the Park Agreement is made and entered into as of the ____ day of _____, 2017, by and between Lancaster County and Chester County.

By authority of Ordinance No. 2017-____ enacted by the County Council of Lancaster County on _____, 2017, and Ordinance No. _____ enacted by the County Council of Chester County on _____, 2017, for value received, Lancaster County and Chester County agree that Exhibit A – Lancaster County Properties to the Park Agreement is amended to remove the Stroud (Charles) Tract, as identified in Schedule I, attached to this Fifth Amendment and incorporated herein as if the schedule were set out in this amendment in its entirety.

All other terms and provisions of the Park Agreement shall remain in full force and effect.

WITNESS our hands and seals, effective as of the day first above written.

LANCASTER COUNTY, SOUTH CAROLINA

Steve Harper, Chair, County Council

ATTEST:

Larry Honeycutt, Secretary, County Council

Sherrie Simpson, Clerk to Council

CHESTER COUNTY, SOUTH CAROLINA

K. Shane Stuart, Chair, County Council

ATTEST:

Karen Lee, Clerk to County Council

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FIFTH AMENDMENT TO THE PARK AGREEMENT

SCHEDULE I

The Stroud (Charles) Tract, as previously added to Exhibit A – Lancaster County Properties of the Park Agreement pursuant to Schedule I of the Second Amendment to the Park Agreement, is removed from the Park Agreement. The Stroud (Charles) Tract is identified in the Second Amendment by the following legal description and tax map number:

Stroud (Charles) Tract:

ALL that certain piece, parcel or tract of land, lying being and situate in Flat Creek Township, Lancaster County, South Carolina, containing .75 acres as shown on plat entitled "Property Survey" prepared for Haile Gold Mine Inc., by Holland Surveyors, LLC, dated September 22, 2010, and recorded in the Office of the Register of Deeds for Lancaster County in Plat Book 2010, page 430; and having such metes, bounds, courses and distances as shown on said plat.

Being all of the same property conveyed to Charles R. Stroud and Marcie B. Stroud, for and during their lifetime, and at the death of both unto Daniel Ray Stroud, Karen S. Bowers and Tammy S. Croxton, by deed of Charles R. Stroud and Marcie B. Stroud, dated May 12, 2003 and recorded May 12, 2003 in Book 194, page 272. Daniel Ray Stroud is deceased and his sole heirs now holding his remainder interest are his children Joshua Ray Stroud and Bailey Braxton Stroud.

TMS No.: 0118-00-060.00

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