

RESOLUTION NO. 2024-9-3
BOARD OF COMMISSIONERS OF MORGAN COUNTY
AWARDING BUILD-OPERATE-TRANSFER TRANSACTION
AND TAKING CERTAIN OTHER RELATED ACTIONS

WHEREAS, pursuant to Resolution No. 2021-3-15, the Board of Commissioners (the "Board") of Morgan County (the "County") adopted the provisions of Ind. Code §5-23, et seq. (the "BOT Statute");

WHEREAS, in accordance with the BOT Statute and CFR200.320(b)(2), the Board issued a request for proposals and qualifications for the design and construction of improvements of sanitary sewer improvements and related infrastructure and utilities (the "Project");

WHEREAS, as the "RFPQ Committee" proceeded through the process required by the BOT Statute in connection with the foregoing request for proposals and qualifications, the RFPQ Committee agreed that the County would enter into certain agreements with the selected developer, including a build-operate-transfer agreement addressing the design and construction of the Project (the "BOT Agreement");

WHEREAS, the development, design, and construction of the Project by a developer, and the transfer of the completed Project to the County, collectively, constitute the "BOT Transaction";

WHEREAS, following its review of the submitted proposals, the RFPQ Committee, by Memorandum dated August 13, 2024, recommended that the Board award the BOT Transaction to GM Development Companies LLC;

WHEREAS, not fewer than seven days before the date hereof, and as required by the BOT Statute: (a) notice of the public hearing occurring on the date hereof was published in accordance with Ind. Code §5-14-3; and (b) all proposals, together with the recommendation letter, were made available for inspection and copying in accordance with Ind. Code §5-14-3;

WHEREAS, the Board now desires to: (a) award the BOT Transaction to the Developer; and (b) authorize the execution of the BOT Agreement and all other documents necessary or reasonably appropriate to close the BOT Transaction (the "Transaction Documents"), as each is negotiated, finalized, and approved by the President of the Board (the "Authorized Individual"), acting in consultation with the Board's counsel and on behalf of the County.

ACCORDINGLY, be it resolved by the Board of Commissioners of Morgan County as follows:

- 1. Award.** Pursuant to and in accordance with the BOT Statute, the Board hereby: (a) awards the BOT Transaction to the Developer; and (b) confirms that the BOT Agreement shall constitute a "BOT Agreement" under the BOT Statute.
- 2. Document Authorization.** The Board authorizes the Authorized Individual, acting in consultation with the Board's counsel and on behalf of the County, to negotiate, finalize, and execute the Transaction Documents on behalf of the Board.
- 3. Other Actions.** The Authorized Individual and the officers of the Board hereby are authorized to take any and all actions, including executing and delivering any documents or certificates, that the Authorized Individual or any such officer deems to be necessary or reasonably appropriate to affect the resolutions set forth herein. Any such actions taken, including any documents or certificates executed and delivered, hereby are ratified, confirmed, and approved.
- 4. No Conflict.** All ordinances, resolutions, and orders (or parts thereof) that conflict with the provisions of this Resolution hereby are repealed to the extent of such conflict. After the issuance of the

BOT Agreement, and until all BOT payments have been paid (or prepaid) in full, and except as expressly provided herein: (a) this Resolution shall not be repealed or amended; and (b) the Board shall not adopt any ordinance or resolution that in any way adversely affects this Resolution.

5. **Severability.** If any section, paragraph, or provision of this Resolution is held to be invalid or unenforceable for any reason, then the invalidity or unenforceability of such section, paragraph, or provision shall not affect any of the remaining provisions of this Resolution.

6. **Effectiveness.** This Resolution shall be in full force and effect from and after its passage.

PASSED AND ADOPTED by the Board of Commissioners of Morgan County at a public hearing held on September 3, 2024

By: 

By: 

By: 

Attest:

By: 

