STATE OF SOUTH CAROLINA)	A RESOLUTION OF SCHOOL DISTRICT
)	NO. 5 OF SPARTANBURG COUNTY,
COUNTY OF SPARTANBURG)	SOUTH CAROLINA

AFFIRMING THE AUTHORITY OF THE BOARD OF TRUSTEES OF THE R.D. ANDERSON APPLIED TECHNOLOGY CENTER TO EXERCISE ALL POWERS GIVEN UNDER TITLE 59, CHAPTER 53 CODE OF LAWS OF SOUTH CAROLINA AND THE AFFILIATION AGREEMENT TO OPERATE AND IMPROVE THE R.D. ANDERSON APPLIED TECHNOLOGY CENTER; APPOINTING MEMBERS TO THE BOARD OF DIRECTORS OF THE R.D. ANDERSON FACILITIES CORPORATION; AND OTHER RELATED MATTERS.

THE BOARD OF TRUSTEES OF SCHOOL DISTRICT NO. 5 OF SPARTANBURG COUNTY, SOUTH CAROLINA, RESOLVES:

Section 1. Findings and Determinations Regarding R.D. Anderson Applied Technology Center.

- (a) Spartanburg County School District No. 5 ("School District No. 5"), together with Spartanburg County School District No. 4 ("School District No. 4") and Spartanburg County School District No. 6 ("School District No. 6," together with School District No. 5 and School District No. 4, the "School Districts"), formed the R.D. Anderson Applied Technology Center ("Center") pursuant to Title 59, Chapter 53 Code of Laws of South Carolina 1976, as amended ("Act") and an Affiliation of the Spartanburg County School Districts Number 4, 5, and 6 for the Purpose of Planning, Constructing and Operating a Vocational School dated January 4, 1967 among the School Districts.
- (b) The School Districts jointly own the real property and physical assets on which the Center is located ("Real Property").
- (c) Pursuant to the Act, the School Districts created a Board of Trustees to govern the operation, maintenance and improvement of the Center ("Center Board").
- (d) Pursuant to the Act, the School Districts empowered the Center Board to operate, govern, supervise, manage, control, direct, acquire, construct, maintain, improve and extend the facilities of the Center and the School Districts specifically delegated the control and management of the Center's funds and property to the Center Board.

Section 2. Appointment of Members to R.D. Anderson Facilities Corporation Board of Directors,

- (a) Pursuant to the Act, the Center Board has created the R.D. Facilities Corporation ("Corporation") to assist in the operation, maintenance and improvement of the Center.
- (b) The Board of Directors of the Corporation is made up of nine members, two of which are appointed by School District No. 5 from the members of the Board of Trustees of School District No. 5.
- (c) School District No. 5 appoints Stephen C. Brockman and James T. Corne, Jr. to serve on the Board of Directors of the Corporation ("Appointed Directors"). The Appointed Directors shall serve until the next annual meeting of the Board of Directors of the Corporation at which time, the

Appointed Director's term of service on the Board of Directors of the Corporation shall terminate and School District No. 5 shall make another appointment.

Section 3. Lease of Real Property. The Center Board's powers under the Act include the authority to make and execute any lease of the Real Property for the purpose of financing improvements to the Real Property and the Center Board is hereby authorized to execute any lease of the Real Property for such purpose.

Section 4. Severability. All orders, resolutions and any parts in conflict with this Resolution are, to the extent of that conflict, repealed.

Section 5. Resolution Binding. This Resolution is binding on the Board of Trustees of School District No. 5, and, to the extent permitted by law, its successors.

[Signature Page Follows]

Adopted this 27th day of August, 2012.

BOARD OF TRUSTEES, SCHOOL DISTRICT NO. 5 OF SPARTANBURG COUNTY, SOUTH CAROLINA

Chairman

(SEAL)

ATTEST:

Secretary