City Council Agenda

Agenda Of 2-4-2019

Documents:

AGENDA OF 2-4-2019.PDF

Item 3a

Documents:

ITEM 3A - AGREEMENT - AMEND WOODSIDE MILL AGREEMENT.PDF

Questions on an agenda item? Contact Camilla Pitman, city clerk, at cpitman@greenvillesc.gov. All media inquiries, please contact Leslie Fletcher, city public information officer, at lfletcher@greenvillesc.gov
AGENDA
SPECIAL FORMAL MEETING OF CITY COUNCIL
CITY HALL, 206 S. MAIN STREET
NINTH FLOOR CONFERENCE ROOM
Monday, February 4, 2019 - 4:00 p.m.

1. Call to Order Mayor Knox H. White
2. Roll Call
3. NEW BUSINESS -- (Ordinances – Second Reading)
   a. Ordinance to amend an existing Planned Development Agreement and approve an assignment thereof (Tax Map Numbers 0122000300100; 0122000301100; 012200301600; 012200301400; 0122000601100) (Roll Call)
4. ADJOURN
REQUEST FOR COUNCIL ACTION
City of Greenville, South Carolina

TO: Honorable Mayor and Members of City Council
FROM: Nancy P. Whitworth, Interim City Manager

AGENDA DATE REQUESTED: February 4, 2019

ORDINANCE/RESOLUTION CAPTION:
TO AMEND AN EXISTING PLANNED DEVELOPMENT AGREEMENT AND APPROVE AN ASSIGNMENT THEREOF (TAX MAP NUMBERS 0122000300100; 0122000301100; 0122000301600; 0122000301400; 0122000601100)

SUMMARY BACKGROUND:
Woodside Property Owner, LLC (the “Owner”) has acquired certain properties known as Woodside Mill, Tax Map Numbers 0122000300100; 0122000301100; 0122000301600; 0122000301400; and 0122000601100, located in the City of Greenville at 1 East Main Street, Greenville, South Carolina (the “Property”). Pursuant to Ordinance 2017-110, approved and ratified on December 11, 2017, the City of Greenville has previously annexed the Property and approved a Planned Development Agreement, and the Owner and the City of Greenville did enter into that certain Planned Development Agreement dated January 10, 2018 and recorded in Book 2530, Page 1084 of the Greenville County Register of Deeds (the “PD Agreement”). The Owner desires to amend the PD Agreement and assign its rights to CG Woodside Partners, LLC (the “Assignee”), and the City consents to an Amendment and Assignment Agreement in substantially the same form as that attached to this Ordinance.

IMPACT IF DENIED:
If denied, the Planned Development Agreement will not be amended and the City will not approve its assignment.

FINANCIAL IMPACT
N/A

REQUIRED SIGNATURES

Department Director ___________________________ City Attorney ___________________________

OMB Director _______________________________ City Manager __________________________
AN ORDINANCE

TO AMEND AN EXISTING PLANNED DEVELOPMENT AGREEMENT AND APPROVE AN ASSIGNMENT THEREOF (TAX MAP NUMBERS 0122000300100; 0122000301100; 0122000301600; 0122000301400; 0122000601100)

WHEREAS, Woodside Property Owner, LLC (the “Owner”) has acquired certain properties known as Woodside Mill, Tax Map Numbers 0122000300100; 0122000301100; 0122000301600; 0122000301400; and 0122000601100, located in the city of Greenville at 1 East Main Street, Greenville, South Carolina (the “Property”); and

WHEREAS, pursuant to Ordinance 2017-110, approved and ratified on December 11, 2017, the City of Greenville has previously annexed the Property and approved a Planned Development Agreement, and the Owner and the City of Greenville did enter into that certain Planned Development Agreement dated January 10, 2018 and recorded in Book 2530, Page 1084 of the Greenville County Register of Deeds (the “PD Agreement”); and

WHEREAS, the Owner desires to amend the PD Agreement and assign its rights to CG Woodside Partners, LLC (the “Assignee”) pursuant to an agreement in substantially the same form as the Assignment and Amendment to Planned Development Agreement attached hereto and incorporated herein as Attachment A (the “Assignment”), said amendment and assignment requiring the approval of the City of Greenville;

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF GREENVILLE, SOUTH CAROLINA that:

Section 1. The City Manager is hereby authorized to execute the Assignment. Further, the City Manager, in consultation with the City Attorney, may make or accept minor modifications to the wording and designations of the attached documents as may be necessary or appropriate, provided there is no compromise of the substantive purposes of this Council action. Should the City Manager or City Attorney, or both, determine that any modification of previously negotiated terms is significant and warrants further action by City Council, then the matter shall be presented to Council for further review before the final execution.

Section 2. The PD Agreement is hereby amended to delete Paragraph 1(c) in its entirety.

Section 3. The City of Greenville hereby ratifies and reaffirms each and every provision, term, covenant, agreement and condition of the PD Agreement, as amended by this Ordinance, and acknowledges that the PD Agreement is in full force and effect. All other terms and conditions of the PD Agreement shall remain unaffected.

Section 4. This Ordinance shall take effect upon second and final reading of this Ordinance.


____________________________________
MAYOR

ATTEST:

______________________________
CITY CLERK
APPROVED AS TO FORM:

__________________________________________
CITY ATTORNEY

REVIEWED:

__________________________________________
CITY MANAGER
ATTACHMENT A

STATE OF SOUTH CAROLINA)
COUNTY OF GREERVILLE)

ASSIGNMENT OF PLANNED)
DEVELOPMENT AGREEMENT)
(WOODSIDE AVENUE &)
(EAST MAIN STREET)

THIS ASSIGNMENT OF PLANNED DEVELOPMENT AGREEMENT (this “Assignment and Amendment”) is executed as of January ___, 2019 by and among WOODSIDE PROPERTY OWNER, LLC, a South Carolina limited liability company (the “Assignor”), having an address at 1201 Hampton Street, Suite 2-B, Columbia, SC 29201 and CG WOODSIDE PARTNERS LLC, a Georgia limited liability company (the "Assignee"), having an address at 7320 McGinnis Ferry Road, Suwanee, Georgia 30024 and the CITY OF GREENVILLE, a political subdivision and municipal corporation organized and existing under the laws of South Carolina (the “City”).

WITNESSETH:

WHEREAS, Assignor and Assignee are parties to that certain Agreement of Purchase and Sale with regard to certain real property known as Woodside Mill located in the City of Greenville, South Carolina and more particularly described on Exhibit “A” attached hereto (the “Mill Property”); and

WHEREAS, in support of Assignee’s intention to rehabilitate and develop the Mill Property, Assignor desires to assign to Assignee and Assignee desires to accept and assume from Assignor all of Assignor’s rights and obligations as the “Developer” pursuant to that certain Planned Development Agreement dated January 10, 2018 executed by Assignor and the City of Greenville, South Carolina (the “City”) and recorded at Deed Book 2530, Pages 1084 through 1126 of the Greenville County, South Carolina Register of Deeds (the “Planned Development Agreement”); and

WHEREAS, an assignment of the Planned Development Agreement by Assignor requires the written consent of the City and the City desires to provide that consent.

NOW THEREFORE, FOR VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, there parties hereto agree as follows:

1. Assignment. Subject to the provisions of Paragraph 4 below, Assignor hereby assigns to Assignee all of Assignor’s rights and obligations as the “Developer” pursuant to the Planned Development Agreement.

2. Assumption. Subject to the provisions of Paragraph 4 below, Assignee hereby accepts such assignment from Assignor and hereby agrees to assume all of Assignor’s rights and obligations as the “Developer” pursuant to the Planned Development Agreement.

3. Consent. City hereby consents to such assignment by Assignor to Assignee of its rights and obligations as the “Developer” pursuant to the Planned Development Agreement and
agrees that Assignee shall be entitled to all of the rights and benefits of the Planned Development Agreement.

4. **Effective Date.** This Assignment and Amendment shall be deemed effective on the date Assignee acquires fee simple title to the Mill Property as evidenced by the recording of a limited warranty deed from Assignor to Assignee in the Greenville County Register of Deeds.

5. **Ratification.** Except as modified by this Assignment and Amendment, the Planned Development Agreement the parties hereby ratify and reaffirm each and every provision, term, covenant, agreement and condition of the Planned Development Agreement, and acknowledge that the Planned Development Agreement is in full force and effect. In the event of any conflict between the terms of the Planned Development Agreement and the terms of this Assignment and Amendment, the terms of this Assignment and Amendment shall control.

6. **Recordation of Agreement.** This Assignment and Amendment may be recorded in the Office of the Greenville County Register of Deeds. This Assignment and Amendment may be executed and delivered in any number of counterparts, each of which so executed and delivered shall be deemed and original and all of which shall constitute one and the same instrument. Signature pages from different counterparts may be detached and assembled to form one or more original document(s).

IN WITNESS WHEREOF, the parties have caused this Assignment of Planned Development Agreement to be executed as of the day first above written.

[SIGNATURES ON FOLLOWING PAGES]
WITNESS

ASSIGNOR:

WOODSIDE PROPERTY OWNER, LLC, a South Carolina limited liability company

By Woodside LL Manager, LLC, its Managing Member

By: __________________________
    Alfred L. Saad, III, its Manager

January ___, 2019

STATE OF SOUTH CAROLINA )
COUNTY OF GREENVILLE )

The foregoing instrument was acknowledged before me this _____ day of January, 2019, by Alfred L. Saad, III, as manager of Woodside LL Manager, LLC, the manager of Woodside Property Owner, LLC.

________________________________________  __________________________________________
Notary Public                                    Printed Name of Notary Public

My Commission Expires __________________

[SIGNATURES CONTINUE ON FOLLOWING PAGES]
WITNESSES

ASSIGNEE:

CG WOODSIDE PARTNERS LLC,
a Georgia limited liability company

By Crossgate Partners, LLC, its manager

By: ______________________________
    Randel S. Moore, its Manager

January ____, 2019

STATE OF _________________ )
COUNTY OF _________________ )

The foregoing instrument was acknowledged before me this _____ day of January, 2019, by
Randel S. Moore, as manager of Crossgate Partners, LLC, the manager of CG Woodside Partners
LLC.

______________________________
Notary Public

______________________________
Printed Name of Notary Public

My Commission Expires ____________

[SIGNATURES CONTINUE ON FOLLOWING PAGES]
The above assignment of rights to Planned Development Agreement is acknowledged and approved.

WITNESSES

CITY OF GREENVILLE, SOUTH CAROLINA

By: __________________________
    Nancy P. Whitworth, Interim City Manager

January ___, 2019

APPROVED AS TO FORM:

By: __________________________
    Michael S. Pitts, City Attorney

STATE OF SOUTH CAROLINA

COUNTY OF GREENVILLE

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this ______ day of January, 2019, by Nancy P. Whitworth, as Interim City Manager for the City of Greenville, South Carolina.

_________________________________________  ______________________________________
Notary Public                             Printed Name of Notary Public

My Commission Expires ________________
REAL PROPERTY DESCRIPTION:

Township 2 North, Range 3 West

Beginning at an "N" in the center, laid by the intersection of the western Middleway of Woodside Avenue and the northern
Highway of East Main Street, said point being the Point of Beginning; thence 54°45'51" W for a distance of 110.96 feet to a "R" marker; thence 54°45'31" N for a distance of 110.88 feet to a "R" marker; thence 54°45'27" E for a distance of 109.77 feet to a "R" marker; thence 54°45'26" S for a distance of 112.22 feet to the Point of Beginning and containing 2,370 square feet or 0.05 acres, more or less.

Exhibit A

Legal Description of the Mill Property