

## SUPPLEMENTAL BOND RESOLUTION

**WHEREAS**, the Development Authority of Fulton County (the “Issuer”) has heretofore adopted on February 23, 2021, a Bond Resolution (the “Bond Resolution”) for the benefit of Georgia Tech Facilities, Inc., a Georgia non-profit corporation (the “Borrower”), authorizing the issuance and delivery of Development Authority of Fulton County Georgia Tech Facilities Refunding Revenue Bonds, Series 2021 (the “Bonds”), in an aggregate principal amount of not to exceed \$22,000,000, for the purpose of (i) refunding the Issuer’s Development Authority of Fulton County Revenue Bonds (Georgia Tech Facilities Project), Series 2010A, in the outstanding principal amount of \$17,840,000 (the “Prior Bonds”), which Prior Bonds financed the cost, in whole or in part, of the acquisition, construction, installation and equipping of certain facilities, including (a) a student dining facility (the “Dining Facilities”) located in the North Avenue Apartments and (b) a scientific research and laboratory facility located near the campus of the Georgia Institute of Technology (the “Lab CNES Facilities”, and together with the Dining Facilities, the “Project”) and (ii) paying all or a portion of the costs of issuance of the Bonds; and

**WHEREAS**, the Bond Resolution provided that prior to the issuance of the Bonds, the Issuer would adopt a supplemental resolution approving the final terms of the Bonds; and

**WHEREAS**, the Issuer desires to authorize the execution and delivery of a Bond Purchase Agreement (the “Bond Purchase Agreement”) among the Issuer, the Borrower and J.P. Morgan Securities, LLC (the “Underwriter”); and

**WHEREAS**, the Issuer desires to ratify the distribution of the Preliminary Official Statement, dated March 23, 2021 (the “Preliminary Official Statement”), relating to the Bonds; and

**WHEREAS**, the Issuer desires to authorize the execution, delivery and distribution of an Official Statement, dated the date hereof (the “Official Statement”), relating to the Bonds.

**NOW, THEREFORE, BE IT RESOLVED BY THE ISSUER**, as follows:

**Section 1. Approval of Final Aggregate Principal Amount, Interest Rates and Debt Service Schedule for the Bonds.** The final aggregate principal amount of the Bonds and the interest rates and debt service schedule applicable thereto are set forth on Exhibit “A” attached hereto and are hereby approved.

**Section 2. Ratification of Preliminary Official Statement and Authorization of Official Statement.** The use and distribution of the Preliminary Official Statement, a copy of which has been presented at this meeting are hereby approved, ratified and confirmed. The use, execution and distribution of the Official Statement are hereby authorized and approved. The Official Statement shall be in substantially the same form as the Preliminary Official Statement, subject to such minor changes, insertions or omissions as may be approved by the Chairman or Vice Chairman, and the execution of the Official Statement by the Chairman or Vice Chairman as hereby authorized shall be conclusive evidence of any such approval.

**Section 3. Authorization of the Bond Purchase Agreement.** The execution, delivery and performance of the Bond Purchase Agreement providing for the sale of the Bonds, by and among the Issuer, the Borrower and the Underwriter, are hereby authorized. The Bond Purchase Agreement shall be in substantially the form attached hereto as Exhibit “B,” subject to such minor changes, insertions or omissions as may be approved by the Chairman or Vice Chairman of the Issuer and the execution of the Bond Purchase Agreement by the Chairman or Vice Chairman of the Issuer as hereby authorized shall be conclusive evidence of any such approval.

**Section 4. Actions Approved, Ratified and Confirmed.** All acts and doings of the officers, directors, members, employees and agents of the Issuer which are in conformity with the purposes and intent of this Supplemental Bond Resolution and in furtherance of the issuance of the Bonds, including, but not limited to, the execution and delivery of any certificates, instruments and documents necessary in connection therewith, are hereby approved, ratified and confirmed.

**Section 5. Severability of Invalid Provisions.** If any one or more of the agreements or provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining agreements and provisions and shall in no way affect the validity of any of the other agreements and provisions hereof.

**Section 6. Definitions.** All capitalized, undefined terms used herein shall have the meanings ascribed to them in the Indenture.

**Section 7. Confirmation of Bond Resolution.** Except as provided in this Supplemental Bond Resolution, the Bond Resolution has not been repealed, revoked, rescinded or amended and is in full force and effect as of the date hereof. The Issuer hereby ratifies and confirms all of the provisions of the Bond Resolution, as supplemented hereby.

**Section 8. Effective Date.** This Supplemental Bond Resolution shall take effect immediately upon its adoption.

ADOPTED this 30<sup>th</sup> day of March, 2021.

**DEVELOPMENT AUTHORITY OF  
FULTON COUNTY**

By: \_\_\_\_\_  
Chairman

(SEAL)

ATTEST:

By: \_\_\_\_\_  
Assistant Secretary

**SECRETARY’S CERTIFICATE**

The undersigned Assistant Secretary of the Development Authority of Fulton County (the “Issuer”), DOES HEREBY CERTIFY that the foregoing pages of typewritten matter pertaining to the Development Authority of Fulton County Georgia Tech Facilities Refunding Revenue Bonds, Series 2021, constitute a true and correct copy of the Supplemental Bond Resolution duly adopted on March 30, 2021 by a majority of the directors of the Issuer in a meeting duly called, assembled and held via Zoom videoconference/teleconference in accordance with O.C.G.A. Section 50-14-1(g) due to the COVID-19 pandemic and the emergency declaration by Governor Brian Kemp, which was open to the public and at which a quorum was present and acting throughout, and that the original of said Supplemental Bond Resolution appears of record in the Minute Book of the Issuer which is in the undersigned’s custody and control.

WITNESS my hand and the official seal of the Development Authority of Fulton County, this 30<sup>th</sup> day of March, 2021.

\_\_\_\_\_  
Assistant Secretary  
Development Authority of Fulton County

(SEAL)

**FINAL AGGREGATE PRINCIPAL AMOUNT,  
INTEREST RATES AND PRICES  
AND OPTIONAL REDEMPTION**

**\$14,730,000**

**Development Authority of Fulton County  
Georgia Tech Facilities Refunding Revenue Bonds, Series 2021**

<b>Maturity (June 1)</b>	<b>Principal Amount</b>	<b>Interest Rate</b>	<b>Yield</b>	<b>Price</b>
2021	\$ 335,000	5.000%	0.120 %	100.460 %
2022	285,000	5.000	0.160	105.290
2023	295,000	5.000	0.240	109.938
2024	355,000	5.000	0.380	114.198
2025	645,000	5.000	0.520	118.125
2026	675,000	5.000	0.660	121.706
2027	710,000	5.000	0.810	124.865
2028	745,000	5.000	0.970	127.563
2029	790,000	5.000	1.120	129.943
2030	825,000	5.000	1.260	132.040
2031	870,000	5.000	1.360	134.223
2032	915,000	5.000	1.430	133.444 <sup>C</sup>
2033	955,000	5.000	1.490	132.781 <sup>C</sup>
2034	1,000,000	5.000	1.540	132.231 <sup>C</sup>
2035	1,055,000	5.000	1.570	131.902 <sup>C</sup>
2036	1,105,000	5.000	1.610	131.466 <sup>C</sup>
2037	585,000	5.000	1.660	130.922 <sup>C</sup>
2038	615,000	3.000	2.120	107.957 <sup>C</sup>
2039	635,000	4.000	1.910	119.104 <sup>C</sup>
2040	655,000	3.000	2.200	107.205 <sup>C</sup>
2041	680,000	3.000	2.240	106.830 <sup>C</sup>

<sup>C</sup> Priced to par call date of June 1, 2031.

***Optional Redemption.*** The Bonds maturing on or after June 1, 2032 may be redeemed by the Issuer, at the written direction of the Borrower, in whole or in part at any time on or after June 1, 2031 at a redemption price equal to the principal amount of Bonds to be redeemed plus accrued interest to the date of redemption.

**EXHIBIT B**

**BOND PURCHASE AGREEMENT**