

The Forrester Center For Behavioral Health, Inc.

RESOLUTION OF OCTOBER _____, 2020

WHEREAS, The Forrester Center For Behavioral Health, Inc. (“TFC”) is a tax exempt organization pursuant to Internal Revenue Code Section 501(c)3, and a South Carolina non-profit corporation organized and existing under the laws of the State of South Carolina which was duly incorporated on July 19, 2018, and TFC remains in good standing as of this date; and

WHEREAS, TFC adopted its Bylaws by all required corporate action on August 27, 2018; which Bylaws have not been amended in whole or in part; and

WHEREAS, TFC’s current offices and facilities are located at 187 West Broad Street, Spartanburg, SC 29306, which are owned by Spartanburg County, dba Downtown Development Committee Nonprofit Corporation (“County”); and

WHEREAS, County has asked TFC to relocate its offices and facilities because it requires the current location for other projects and priorities; and

WHEREAS, TFC has agreed to relocate and is therefore in need of offices and facilities for its ongoing operations; and

WHEREAS, Spartanburg Regional Health Services District has offered, and TFC has accepted, a ground lease for land in Spartanburg County consisting of approximately 5.52 acres on Dillon Drive near the Mary Black Hospital campus (the “Land”) which is suitable for TFC to construct new offices and facilities which meet its needs (the “Facilities”); and

WHEREAS, TFC has engaged the architecture firm of McMillan Pazdan Smith to design the Facilities, and has also engaged The Harper Corporation—General Contractors to construct the Facilities on the Land at a Guaranteed Maximum Price (“GMP”) of \$7,960,388.00; and

WHEREAS, First-Citizens Bank And Trust Company (“FCB”) has offered, and TFC has accepted a Commitment Letter for a construction loan of \$7,000,000.00 (“Construction Loan”) to be secured by a leasehold mortgage on the Facilities and the Land; and

WHEREAS, TFC has established a total budget of \$9,100,000.00 for completion of the Facilities; and

WHEREAS, TFC has engaged the law firm of David G. White, P.A. dba White & Sereque to perform the real estate closing on the Construction Loan in accordance with FCB’s requirements (the “Closing”);

THEREFORE BE IT RESOLVED that the Board of Directors, at its duly called meeting on October _____, 2020 at which a quorum was present, on motion duly seconded and by subsequent vote, hereby takes the following actions:

1. The above summary is APPROVED as a correct statement of facts regarding the circumstances and TFC's actions regarding its decisions about the Land, the Facilities, the engagement of professionals, the Construction Loan, and the Closing; all of which have occurred with full knowledge, approval, support, and supervision by the Board of Directors as required by TFC's Bylaws.
2. The following persons are hereby APPOINTED, in their official capacities with TFC, to sign any and all necessary documents necessary to accomplish and complete the Construction Loan at Closing, including a Note and Mortgage encumbering the Facilities and the Land, and to take any other necessary and prudent actions required to complete same and to carry out the intents and purposes of this Resolution:
 - a) Susan E. O'Brien, CEO; and b) Lekesa P. Whitner, Chairperson

Lekesa P. Whitner, Chairperson
The Forrester Center For Behavioral Health, Inc.
Board of Directors

ATTEST:

Susan P. Richards, Secretary
The Forrester Center For Behavioral Health, Inc.
Board of Directors