

RESOLUTION NO. 08- 028

A RESOLUTION OF CLAY COUNTY, GEORGIA, (1) JOINING THE SOUTHWEST GEORGIA REGIONAL JAIL AUTHORITY; (2) APPOINTING MEMBERS OF SUCH AUTHORITY; (3) AUTHORIZING A CERTAIN AGREEMENT BETWEEN CLAY COUNTY AND MEMBERS OF THE BOARD OF DIRECTORS OF THE SOUTHWEST GEORGIA REGIONAL JAIL AUTHORITY AND THE AUTHORITY; (4) ENTERING INTO THE ATTACHED AGREEMENT WITH THE AUTHORITY; REPEALING ALL RESOLUTIONS IN CONFLICT HEREWITH; AND FOR OTHER PURPOSES.

WHEREAS, Clay County, Georgia, (the "County"), a political subdivision created and existing under the laws of the State of Georgia, has, after diligent study and review, determined that there is a serious need to join a regional jail authority to study, plan, manage, and provide financing for a regional jail; and

WHEREAS, the Southwest Georgia Regional Jail Authority was created by the passage of a resolution and agreement among participants dated December 20, 2005, by two member governments constituting the original membership of the Authority; and

WHEREAS, the County has determined that it is in the best interest of the citizens of the County to join with the other political subdivisions who have heretofore passed resolutions and signed agreements creating the Southwest Georgia Regional Jail Authority; and

WHEREAS, the County, after diligent study and review, has also determined that it is in the best interest of the citizens of the County for the County to enter into an agreement with the Board of Directors of the Authority and the Authority providing for the appointment of members to the Board of Directors of the Authority under terms of the Regional Jail Authorities Act; and

WHEREAS, Article 9, Section 3, Paragraph 1, of the Constitution of the State of Georgia provides, in pertinent part, that any county, municipality, or other political subdivision of the State of Georgia may contract for any period not exceeding 50 years with each other or with any public agency, public corporation, or public authority for joint services, where the provision of services or for the joint or separate use of facilities or equipment or such activities, services, or facilities which the county, municipality, or public authority has authorized by law to undertake or provide;

NOW, THEREFORE, BE IT RESOLVED by Clay County, Georgia, and it is hereby resolved by the authority of same, as follows:

Section 1. Joining the Authority. The County, after diligent study and review and with the approval of the Clay County Sheriff, attached hereto as "Exhibit A," hereby joins the Southwest Georgia Regional Jail Authority and finds and declares that there is a need to join the Authority. Upon approval by two-thirds of the Board of Directors of the Authority, the County hereby joins the Southwest Georgia Regional Jail Authority (the "Authority"), a public corporation

created as an institution of purely public charity, to perform an essential governmental function in the exercise of power conferred upon it by this resolution and the Act.

Section 2. Appointment of Members. In accordance with the terms of O.C.G.A. § 42-4-94, the County hereby appoints Sheriff Roger Shivers and Robert Tomlinson as members of the Board of Directors of the Authority.

Section 3. Authorization of Agreement Among Participants. Under the authority of Article 9, Section 3, Paragraph 1, of the Constitution of the State of Georgia and the Act, the execution and delivery and performance by the County of an agreement, dated as of the 21st day of October, 2008, (the "Agreement"), between the County and the Board of Directors of the Southwest Georgia Regional Jail Authority and the Authority is hereby authorized. The Agreement shall be in substantially the form attached hereto as "Exhibit B" with such changes as are approved by the Chairman of the Clay County Board of Commissioners, and execution of the Agreement by the Chairman of the Clay County Commission, which is hereby authorized, shall be conclusive evidence of such approval. The Agreement shall provide for the relationship between the Authority and among the participant governments, including the County, and establish on a preliminary basis the powers and duties of the Authority relating to research, study, and planning for projects for the construction and operation of a regional jail on behalf of the participant governments. The Agreement shall become effective upon its execution by the County and by the Chairman of the Board of Directors of the Authority.

Section 4. Other Actions. In order to carry out whatever steps necessary to join the Authority, the Chairman of the Clay County Board of Commissioners is further authorized to take any and all further action and execute and deliver any and all other documents that may be necessary or desirable in the execution, delivery, performance, or approval of the Agreement and in order to carry out and effectuate fully the purposes thereof and hereof.

RESOLVED, this 21st day of October, 2008.

CLAY COUNTY BOARD OF
COMMISSIONERS

By: _____
Chairman

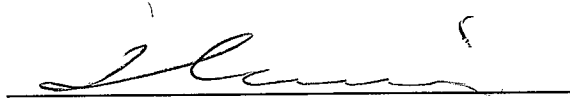
Attest: _____
Clerk

(SEAL)

SHERIFF'S APPROVAL

Pursuant to O.C.G.A. § 42-4-93 (b), I, ROGER SHIVERS, Sheriff of Clay County, Georgia, do hereby approve of Clay County being included in the Southwest Georgia Regional Jail Authority.


This 6th day of October, 2008.



ROGER SHIVERS, Sheriff of Clay County

Sworn to and subscribed before me

This 6th day of October, 2008.


Notary Public

MY COMMISSION EXPIRES JUNE 30, 2009

“EXHIBIT B”

AGREEMENT AMONG PARTIES

This Agreement is made and entered into as of the ____ day of _____, 2008, by and between Clay County, Georgia, and the Board of Directors of the Southwest Georgia Regional Jail Authority;

WITNESSETH:

WHEREAS, Clay County, Georgia, a political subdivision validly created and existing under the laws of the State of Georgia, after diligent study and review has determined that there is a serious need to join the Southwest Georgia Regional Jail Authority to study, plan, manage, and provide financing for a regional jail to be used by the County; and

WHEREAS, the Southwest Georgia Regional Jail Authority was created by the passage of a resolution and agreement among participants dated December 20, 2005, by two member governments; and

WHEREAS, Clay County and other participant governments making up the membership of the Southwest Georgia Regional Jail Authority have determined that it is in the best interest of the citizens of each participant government to join the Southwest Georgia Regional Jail Authority (the “Authority”) and to participate in naming the members of the Authority under the terms of Code Section 42-4-94 of the Act; and

WHEREAS, after diligent study and review by Clay County (the “County”) and the Authority, it has been determined that it is in the best interest of the Authority and the County to enter into an agreement providing for the County’s membership in the Authority and the appointment of members to the Board of Directors of the Authority under the terms of the Act and to provide for the operation of the Authority and the Authority’s role in studying and planning for possible future projects of the Authority and for the management of the participants’ need for a jail; and

WHEREAS, Article 9, Section 3, Paragraph 1, of the Constitution of the State of Georgia provides, in pertinent part, that any county, municipality, or other political subdivision of the State of Georgia may contract for any period not exceeding 50 years with each other or with any public agency, public corporation, or public authority for joint services, for the provision of services, or for the joint or separate use of facilities or equipment for such activities, services, or facilities which the county, municipality, or public authority is authorized by law to undertake or provide;

Section 1. Membership in the Authority. Clay County has heretofore by resolution found and declared that there is a need to join the Southwest Georgia Regional Jail Authority. Pursuant to the authority granted in the resolution, the County hereby joins the Authority, a public corporation created as an institution of purely public charity, to perform an essential governmental function in the exercise of the powers conferred upon it by the resolution and the Act.

Section 2. Board of Directors. In accordance with the terms of Section 42-4-94 of the Act and under the authority of the resolution, the County hereby appoints the following individuals to serve as members of the Board of Directors of the Authority: Sheriff Roger Shivers and Roland Tomlinson. The aforementioned members of the Board of Directors shall meet pursuant to the authority granted in this agreement and shall appoint and declare by resolution of the Authority an additional member of the Board of Directors. The members of the Board of Directors of the Authority shall elect one of their members as Chairman and another as Vice Chairman and shall also elect a Secretary and a Treasurer or a Secretary-Treasurer either of whom may, but need not, be a member of the Board of Directors. The Directors shall receive no compensation for their services but shall be reimbursed for actual expenses incurred in the performance of their duties. Directors may make bylaws and regulations for the governing of the Authority and the operation of any projects of the Authority and may delegate to one or more of the officers, agents, and employees of the Authority such powers and duties as may be deemed necessary and proper. The Authority shall adopt bylaws providing in detail for its operation, meetings, and other functions, and the Authority may provide such bylaws for the establishment of an Executive Committee to operate in certain functions of the Authority to be specified in such bylaws. The bylaws shall be adopted by a vote of two-thirds majority of the members of the Board of Directors of the Authority.

Section 3. Powers of the Authority. The Authority shall have all of the powers granted to regional jail authorities under the Act, including, but not limited to, the power to research, study, and plan for the construction and operation of a regional jail for the participants; provided, however, the Authority shall not have the power to borrow money, issue bonds, or enter into any financial obligations without the authorization of each of the participants who will participate in the repayment in such obligations.


Section 4. Severability. If any phrase, clause, sentence, or paragraph of this agreement shall be held invalid or unconstitutional, it shall in no wise affect the remaining provisions, which provisions shall remain in full force and effect.

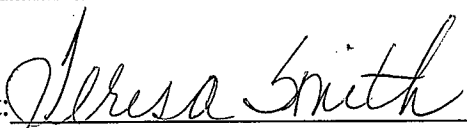
Section 5. Counterparts. This agreement may be executed in several counterparts, each of which shall be an original, but all of which shall constitute one and the same instrument.

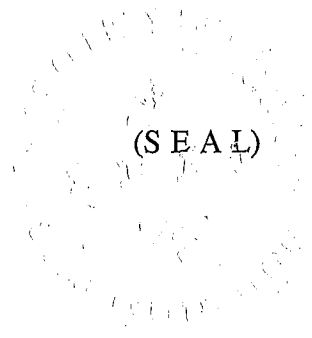
Section 6. Georgia Law Controls. This agreement is being entered into with the intent that the laws of the State of Georgia shall govern its construction and enforcement.

IN WITNESS WHEREOF, the parties hereto, acting through their duly authorized officers, have caused this agreement to be executed and their corporate seals to be hereunto affixed and attested as of the date and year first above written.

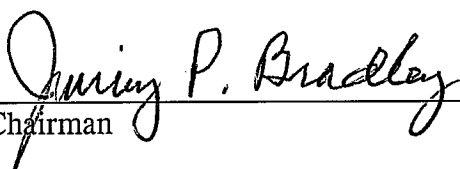
CLAY COUNTY BOARD OF
COMMISSIOSNERS

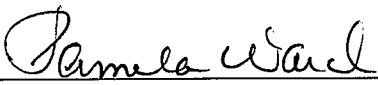
By: 
Chairman

Attest: 
Clerk



SOUTHWEST GEORGIA REGIONAL
JAIL AUTHORITY

By: 
Chairman

Attest: 
Secretary-Treasurer

(S E A L)