

Senate Bill 231

By: Senators Ramsey, Sr. of the 43rd and Jeffares of the 17th

**AS PASSED SENATE**

**A BILL TO BE ENTITLED  
AN ACT**

To create the City of Conyers Public Facilities Authority and to provide for the appointment of members of the authority; to confer powers upon the authority; to authorize the issuance of revenue bonds by the authority; to fix and provide the venue and jurisdiction of actions relating to any provisions of this Act; to exempt the property and revenue bonds of the authority from taxation; to provide for severability; to provide a short title; to provide for related matters; to provide an effective date; to repeal conflicting laws; and for other purposes.

**BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:**

**SECTION 1.**

Short title.

This Act shall be known and may be cited as the "City of Conyers Public Facilities Authority Act."

**SECTION 2.**

City of Conyers Public Facilities Authority.

- (a) There is hereby created a public body corporate and politic to be known as the "City of Conyers Public Facilities Authority," which shall be deemed to be a political subdivision of the state and a public corporation, and by that name, style, and title such body may contract and be contracted with, sue and be sued, implead and be impleaded, and complain and defend in all courts of law and equity. The authority shall have perpetual existence.
- (b) The authority shall consist of five members who shall be appointed by the mayor and council of the city. The mayor and councilmembers may be appointed as members of the authority. With respect to the initial appointments, two members shall be appointed for terms of three years, two members shall be appointed for terms of two years, and one member shall be appointed for a term of one year. Thereafter, all appointments shall be made for terms of

three years and until successors are appointed and qualified. Immediately after such appointments, the members of the authority shall enter upon their duties. To be eligible for appointment as a member of the authority, a person shall be at least 21 years of age, shall be a resident of the city for at least two years prior to the date of his or her appointment, and shall not have been convicted of a felony. Any member of the authority may be selected and appointed to succeed himself or herself.

(c) The members shall not be compensated for their services; provided, however, that such members shall be reimbursed for their actual expenses necessarily incurred in the performance of their duties.

(d) The members of the authority shall elect one of their number as chairperson and another as vice chairperson. The members of the authority shall also elect a secretary, who need not be a member of the authority, and may also elect a treasurer, who need not be a member of the authority. The secretary may also serve as treasurer. If the secretary or treasurer is not a member of the authority, such officer shall have no voting rights. Each of such officers shall serve for a period of one year and until their successors are duly elected and qualified.

(e) Three members of the authority shall constitute a quorum. No vacancy on the authority shall impair the right of the quorum to exercise all of the rights and perform all of the duties of the authority.

### **SECTION 3.**

#### **Definitions.**

As used in this Act, the term:

(1) "Authority" means the City of Conyers Public Facilities Authority created by this Act.

(2) "City" means the City of Conyers.

(3) "City council" means the mayor and council of the City of Conyers.

(4) "Costs of the project" means and embraces the cost of construction; the cost of all lands, properties, rights, easements, and franchises acquired; the cost of all machinery and equipment; financing charges; interest prior to and during construction and for six months after completion of construction; the cost of engineering, architectural, fiscal agents, accounting, legal, plans and specifications, and other expenses necessary or incidental to determining the feasibility or practicability of the project; administrative expenses; working capital; and all other costs necessary to acquire, construct, add to, extend, improve, equip, operate, maintain, or finance the project.

(5) "Project" means:

(A) All buildings, facilities, and equipment necessary or convenient for the efficient operation of the city or any department, agency, division, or commission thereof; and

(B) Any "undertaking" permitted by the Revenue Bond Law.

(6) "Revenue Bond Law" means Article 3 of Chapter 82 of Title 36 of the O.C.G.A., the "Revenue Bond Law" of the State of Georgia, as amended, or any other similar law hereinafter enacted.

(7) "Revenue bonds" means revenue bonds authorized to be issued pursuant to this Act.

(8) "Self liquidating" means any project which the revenues and earnings to be derived by the authority therefrom, including, but not limited to, any contractual payments with governmental or private entities, and all properties used, leased, and sold in connection therewith, together with any grants and any other available funds, will be sufficient to pay the costs of operating, maintaining, and repairing the project and to pay the principal and interest on the revenue bonds or other obligations which may be issued for the purpose of paying the costs of the project.

(9) "State" means the State of Georgia.

#### **SECTION 4.**

##### **Powers.**

The authority shall have the power:

(1) To have a seal and alter the same at its pleasure;

(2) To acquire by purchase, lease, gift, condemnation, or otherwise, and to hold, operate, maintain, lease, and dispose of real and personal property of every kind and character for its corporate purposes;

(3) To acquire, construct, add to, extend, improve, equip, operate, maintain, lease, and dispose of projects;

(4) To execute contracts, leases, installment sales agreements, or other agreements and instruments necessary or convenient in connection with the acquisition, construction, addition, extension, improvement, equipping, operation, maintenance, disposition, and financing of a project;

(5) To appoint, select, and employ officers, agents, and employees, including, but not limited to, engineering, architectural, and construction experts, fiscal agents, and attorneys, and fix their respective compensations;

(6) To pay the costs of the project with the proceeds of revenue bonds, notes, or other obligations issued by the authority or from any grant or contribution from the United States of America or any agency or instrumentality thereof or from the state or any

agency or instrumentality or other municipality or political subdivision thereof or from any other source whatsoever;

(7) To pledge to the payment of revenue bonds, notes, and other forms of obligations issued by the authority any and all revenues and properties of the authority, both real and personal;

(8) To accept loans and grants of money or materials or property of any kind from the United States of America or any agency or instrumentality thereof, upon such terms and conditions as the United States of America or such agency or instrumentality may require;

(9) To accept loans and grants of money or materials or property of any kind from the state or any agency, instrumentality, municipality, or political subdivision thereof, upon such terms and conditions as the state or such agency, instrumentality, municipality, or political subdivision may require;

(10) To borrow money for any of its corporate purposes and to issue and execute revenue bonds, notes, and other forms of obligations, deeds to secure debt, security agreements, and such other instruments as may be necessary or convenient to evidence and secure such borrowing;

(11) To adopt, alter, or repeal its own bylaws, rules, and regulations governing the manner in which its business is transacted;

(12) To prescribe rules, regulations, service policies, and procedures for the operation of any project;

(13) To exercise any power usually possessed by private corporations performing similar functions; and

(14) To do all things necessary or convenient to carry out the powers expressly given in this Act.

## **SECTION 5.**

### **Revenue bonds.**

The authority shall have power and is hereby authorized to provide by resolution for the issuance of revenue bonds for the purpose of paying all or any part of the costs of the project and for the purpose of refunding revenue bonds or other obligations previously issued. The principal of and interest on such revenue bonds shall be payable solely from the revenues and properties pledged to the payment of such revenue bonds. The revenue bonds issued by the authority shall contain such terms as the authority shall determine are in the best interest of the authority, provided that no revenue bonds shall have a maturity exceeding 40 years.

**SECTION 6.**

Same; signatures; seal.

All such revenue bonds shall bear the manual or facsimile signature of the chairperson or vice chairperson of the authority and the attesting manual or facsimile signature of the secretary, assistant secretary, or secretary-treasurer of the authority, and the official seal of the authority shall be impressed or imprinted thereon. Any revenue bonds may bear the manual or facsimile signature of such persons as at the actual time of the execution of such revenue bonds shall be duly authorized or hold the proper office, although at the date of issuance of such revenue bonds such person may not have been so authorized or shall not have held such office. In case any officer whose signature shall appear on any revenue bond shall cease to be such officer before the delivery of such revenue bond, such signature shall nevertheless be valid and sufficient for all purposes, the same as if that person had remained in office until such delivery.

**SECTION 7.**

Same; negotiability; exemption from taxation.

All revenue bonds shall have and are hereby declared to have all the qualities and incidents of negotiable instruments under the laws of the state. All revenue bonds, their transfer, and the income therefrom shall be exempt from all taxation within the state.

**SECTION 8.**

Same; conditions precedent to issuance.

The authority shall adopt a resolution authorizing the issuance of the revenue bonds. In the resolution, the authority shall determine that the project financed or refinanced with the proceeds of the revenue bonds is self liquidating. Revenue bonds may be issued without any other proceedings or the happening of any other conditions or things other than those proceedings, conditions, and things which are specified or required by this Act. Any resolution providing for the issuance of revenue bonds under the provisions of this Act shall become effective immediately upon its passage and need not be published or posted, and any such resolution may be passed at any regular or special or adjourned meeting of the authority.

**SECTION 9.**

Same; credit not pledged.

Revenue bonds shall not be deemed to constitute a debt of the state or the city nor a pledge of the faith and credit of the state or the city. Revenue bonds shall be payable solely from the revenues and properties pledged to the payment of such revenue bonds. The issuance of revenue bonds shall not directly, indirectly, or contingently obligate the state or the city to levy or to pledge any form of taxation whatsoever for payment of such revenue bonds or to make any appropriation for their payment. All revenue bonds shall contain recitals on their face covering substantially the foregoing provisions of this section. Notwithstanding the foregoing provisions, this Act shall not affect the ability of the authority and the city from entering into an intergovernmental contract pursuant to which the city agrees to pay amounts sufficient to pay operating charges and other costs of the authority or any project including, without limitation, the principal of and interest on revenue bonds in consideration for services or facilities of the authority.

**SECTION 10.**

Same; trust indenture as security.

In the discretion of the authority, any issuance of revenue bonds may be secured by a trust indenture by and between the authority and a corporate trustee, which may be any trust company or bank having the powers of a trust company within or without the state. Such trust indenture may contain such provisions for protecting and enforcing the rights and remedies of the bondholders as may be reasonable and proper and not in violation of law, including covenants setting forth the duties of the authority in relation to the acquisition and construction of the project, the maintenance, operation, repair, and insuring of the project, and the custody, safeguarding, and application of all monies.

**SECTION 11.**

Same; remedies of bondholders.

Any holder of revenue bonds and the trustee under the trust indenture, if any, except to the extent the rights herein given may be restricted by resolution passed before the issuance of the revenue bonds or by the trust indenture, may, either at law or in equity, by suit, action, mandamus, or other proceedings, protect and enforce any and all rights it may have under the laws of the state, including specifically, but without limitation, the Revenue Bond Law, or granted hereunder or under such resolution or trust indenture, and may enforce and compel

187 performance of all duties required by this Act or by such resolution or trust indenture to be  
188 performed by the authority or any officer thereof, including the fixing, charging, and  
189 collecting of revenues, fees, tolls, fines, and other charges for the use of the facilities and  
190 services furnished.

191 **SECTION 12.**

192 Same; validation.

193 Revenue bonds and the security therefor shall be confirmed and validated in accordance with  
194 the procedure of the Revenue Bond Law. The petition for validation shall also make party  
195 defendant to such action the city if the city has contracted with the authority for services or  
196 facilities relating to the project for which revenue bonds are to be issued and sought to be  
197 validated, and such defendant shall be required to show cause, if any exists, why such  
198 contract or contracts shall not be adjudicated as a part of the basis for the security for the  
199 payment of any such revenue bonds. The revenue bonds when validated and the judgment  
200 of validation shall be final and conclusive with respect to such revenue bonds and the  
201 security for the payment thereof and interest thereon and against the authority and all other  
202 defendants.

203 **SECTION 13.**

204 Same; interest of bondholders protected.

205 While any of the revenue bonds issued by the authority remain outstanding, the powers,  
206 duties, or existence of the authority or its officers, employees, or agents, shall not be  
207 diminished or impaired in any manner that will affect adversely the interests and rights of the  
208 holders of such revenue bonds, and no other entity, department, agency, or authority will be  
209 created which will compete with the authority to such an extent as to affect adversely the  
210 interest and rights of the holders of such revenue bonds. The provisions of this Act shall be  
211 for the benefit of the authority and the holders of any such revenue bonds, and upon the  
212 issuance of such revenue bonds under the provisions hereof, shall constitute a contract with  
213 the holders of such revenue bonds.

214 **SECTION 14.**

215 Venue and jurisdiction.

216 Any action to protect or enforce any rights under the provisions of this Act or any suit or  
217 action against such authority shall be brought in the Superior Court of Rockdale County, and

218 any action pertaining to validation of any revenue bonds issued under the provisions of this  
219 Act shall likewise be brought in such court, which shall have exclusive, original jurisdiction  
220 of such actions.

221 **SECTION 15.**

222 Monies received considered trust funds.

223 All monies received pursuant to the authority of this Act, whether as proceeds from the sale  
224 of revenue bonds, as grants or other contributions, or as revenue, income, fees, and earnings,  
225 shall be deemed to be trust funds to be held and applied solely as provided in this Act.

226 **SECTION 16.**

227 Purpose of the authority; scope of operations.

228 Without limiting the generality of any provision of this Act, the general purpose of the  
229 authority is declared to be that of providing public buildings, facilities, equipment, and  
230 services for the citizens in the city. The scope of operations of the authority shall be limited  
231 to the city.

232 **SECTION 17.**

233 Tort immunity.

234 To the extent permitted by law, the authority shall have the same immunity and exemption  
235 from liability for torts and negligence as the city. The officers, agents, and employees of the  
236 authority when in the performance of the work of the authority shall have the same immunity  
237 and exemption from liability for torts and negligence as the officers, agents, and employees  
238 of the city when in the performance of their public duties or work of the city.

239 **SECTION 18.**

240 Tax exemption.

241 The income of the authority, the properties of the authority, both real and personal, and all  
242 revenue bonds, notes, and other forms of obligations issued by the authority shall be exempt  
243 from all state and local taxes and special assessments of any kind.



244 **SECTION 19.**

245 Effect on other governments.

246 This Act shall not and does not in any way take from the city the authority to own, operate,  
247 and maintain public facilities or to issue revenue bonds as provided by the Revenue Bond  
248 Law.

249 **SECTION 20.**

250 Liberal construction of act.

251 This Act being for the welfare of various political subdivisions and municipalities of the state  
252 and its inhabitants, shall be liberally construed to effect the purposes hereof.

253 **SECTION 21.**

254 Severability; effect of partial invalidity of Act.

255 The provisions of this Act are severable, and if any of its provisions shall be held  
256 unconstitutional by any court of competent jurisdiction, the decision of such court shall not  
257 affect or impair any of the remaining provisions.

258 **SECTION 22.**

259 Effective date.

260 This Act shall become effective upon its approval by the Governor or upon its becoming law  
261 without such approval.

262 **SECTION 23.**

263 Repealer.

264 All laws and parts of laws in conflict with this Act are hereby repealed.