

APPROVED  
BY ORANGE COUNTY BOARD  
OF COUNTY COMMISSIONERS

OCT 09 2001 gg/ba

# RESOLUTION

*of the*

**ORANGE COUNTY BOARD OF COUNTY COMMISSIONERS PROVIDING FOR CERTAIN DETERMINATIONS, FINDINGS, AND STATEMENTS AS REQUIRED IN SECTION 125.3401, FLORIDA STATUTES; APPROVING AND AUTHORIZING EXECUTION OF THE ORANGE COUNTY, PARKMANOR WATERWORKS, INC. WATER AND WASTEWATER SYSTEMS ASSET PURCHASE AND SALE AGREEMENT; AUTHORIZING COUNTY STAFF AND CONSULTANTS TO TAKE ALL ACTION NECESSARY TO FINALIZE THE PURCHASE AND CLOSING OF THE PARK MANOR WATER AND WASTEWATER SYSTEMS; DESIGNATING THE CHAIRMAN AS THE APPROPRIATE COUNTY OFFICIAL TO EXECUTE ANY NECESSARY DOCUMENTS AT THE CLOSING OF THE SALE OF SAID SYSTEMS; PROVIDING FOR SEVERABILITY; PROVIDING AN EFFECTIVE DATE.**

**Resolution No. 2001- M-48**

WHEREAS, Park Manor Waterworks, Inc. ("Park Manor") owns and operates a water and wastewater utility system in Orange County, Florida, known as the Park Manor Water and Wastewater System (hereinafter collectively referred to as the "Utility System"); and

WHEREAS, Park Manor requested that the Board of County Commissioners of Orange County (hereinafter "County") consider purchasing the Utility System; and

WHEREAS, the County, its staff and consultants prepared various preliminary valuation and assessment reports and studies concerning the Utility System; and

WHEREAS, the County, its staff and consultants, and Park Manor, its employees and consultants have negotiated and completed an asset purchase and sale agreement (the Orange County, Park Manor Waterworks, Inc. Water and Wastewater Systems Asset Purchase and Sale Agreement) (hereinafter "Agreement"), a copy of which is attached to and incorporated in this Resolution as Exhibit "1"; and

WHEREAS, the County's consultants have prepared a Valuation Report dated July 12, 2000. which has determined a reasonable value for the Utility System to be Three Million Three Hundred Ninety Two Thousand Dollars (\$3,392,000.00); and

WHEREAS, the County's consultants have likewise prepared a Briefing Document dated November 1999, with addenda, which is hereby incorporated into this Resolution by reference; and

WHEREAS, the County has scheduled, duly noticed, and is now conducting a public hearing pursuant to Section 125.3401, Florida Statutes; and

WHEREAS, based upon all information previously provided by the County's staff and consultants, as well as testimony and evidence in County's record in these proceedings, the County is of the reasonable belief that the final rates to the customers of the Utility System and the County's Water and Wastewater System will be more reasonable under County ownership; and

WHEREAS, the County now wishes to purchase the Park Manor Utility System based upon the various reports, testimony, and such other relevant data and analysis presented this day to the County.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ORANGE COUNTY:

**Section 1.** The Board of County Commissioners has reviewed and considered the acquisition of the Utility System, the Briefing Document, the Valuation Report, the issues and information listed under Section 125.3401, Florida Statutes, and all the evidence and testimony presented to the County, during the Section 125.3401 public hearing held in Chambers in Orlando, Florida. Based on all said information, the County hereby approves and authorizes the execution by the Chairman of the Orange County/Park Manor Waterworks, Inc. Water and Wastewater Systems Asset Purchase and Sale Agreement (plus any


addenda presented during the said public hearing). The Board further authorizes the Chairman or his designees to attend the closing of the purchase and sale and to execute all necessary documents in order to fulfill the terms of the said Agreement (and any Addenda). The Board further authorizes its staff and consultants to complete all other necessary work, including establishment of the necessary organization and transition structure to operate and manage the Utility System prior to the closing.

**Section 2.** If any provision of this Resolution or the application thereof to any person or circumstances is held invalid, the invalidity shall not affect other provisions or applications of this Resolution which can be given effect without the invalid provision or application, and to this end the provisions of this Resolution are declared severable.

**Section 3.** This Resolution shall take effect immediately upon its adoption.

This Resolution is adopted this 9th day of October, 2001.

ORANGE COUNTY, FLORIDA  
By: Board of County Commissioners

By:   
Richard T. Crotty  
County Chairman

ATTEST: Martha O. Haynie, Orange County Comptroller  
As Clerk of the Board of County Commissioners

By:   
Deputy Clerk

