



**City of Conway, Arkansas
Resolution No. R-23-44**

A RESOLUTION OF INTENT OF THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS, REGARDING THE ISSUANCE OF BONDS FOR THE PURPOSE OF ASSISTING IN THE FINANCING OF THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF AN INDUSTRIAL FACILITY TO BE LOCATED WITHIN THE CITY

WHEREAS, the City of Conway, Arkansas (the “City”) is authorized under the provisions of Amendment 65 to the Constitution of the State of Arkansas (“Amendment 65”) and the Municipalities and Counties Industrial Development Revenue Bond Law, Arkansas Code Annotated §§14-164-201 *et seq.* (the “Act”), to own, acquire, construct, reconstruct, improve, equip and lease facilities to secure and develop industry and to assist in the financing thereof by the issuance of bonds payable from the revenues derived from such facilities; and

WHEREAS, as defined in the Act, “industry” includes manufacturing facilities, warehouses, distribution facilities, repair and maintenance facilities, and corporate and management offices for industry; and

WHEREAS, Tempus Conway DC, LLC, an Arkansas limited liability company (the “Company”), has evidenced its interest in acquiring, constructing and equipping a distribution facility (the “Project”) to be located on approximately 30.85 acres at 1430 William J. Clark Drive within the corporate boundaries of the City if permanent financing for the Project can be provided through the issuance of revenue bonds under the authority of Amendment 65 and the Act; and

WHEREAS, the Company’s leasehold interest in the Project facilities would be subleased by the Company to Westrock Beverage Company, LLC, an Arkansas limited liability corporation engaged in the production and sale of coffee, tea, liquid extracts and allied products (the “Sublessee”); and

WHEREAS, in order to secure and develop industry within the City in accordance with the provisions of the Act, the City desires to assist the Company and the Sublessee in the financing of the Project through the issuance of the City’s Not to Exceed \$75,000,000 Taxable Industrial Development Revenue Bonds (Tempus Conway DC, LLC Project), Series 2023 (the “Series 2023 Bonds”);

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS, THAT:

Section 1. It is the City’s present intention to assist the Company in the financing of the proposed Project through the issuance of industrial development revenue bonds under the authority of Amendment 65 and the Act. It is presently estimated by the Company that bonds in the aggregate principal amount of not to exceed \$75,000,000 would be required for this purpose. However, the City’s intent is to issue the bonds from time to time, pursuant to Amendment 65 and the terms of the Act, in

such amount as shall be requested by the Company for accomplishing all or any part of the Project, whether or not such amount is more or less than the above estimate and whether or not the facilities and improvements finally acquired, constructed and equipped are identical to or different from the facilities presently expected to constitute the Project.

Section 2. In conjunction with any issuance of bonds to assist in the financing of the Project, the City states its intention to enter into an agreement with the Company providing for annual payments by the Company in lieu of ad valorem taxes in an amount equal to thirty-five percent (35%) of the aggregate amount of ad valorem taxes that would otherwise be due with respect to the Project facilities but for the City's issuance of the bonds. It is the City's present intention that said bonds and the corresponding agreement for payments in lieu of ad valorem taxes would have a term of approximately thirty (30) years. Any payment made in lieu of ad valorem taxes would be distributed to the political subdivisions which would have received ad valorem tax payments with respect to the Project facilities in the proportion that the millage levied by each affected political subdivision bears to the total millage levied by all affected political subdivisions.

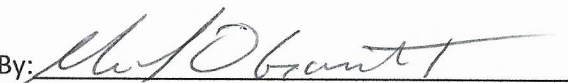
Section 3. All resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

Section 4. This Resolution shall be in full force and effect from and after its adoption.

ADOPTED this 12th day of September, 2023.

By: 
Mayor Bart Castleberry

ATTEST:

By: 
Michael O. Garrett
City Clerk/Treasurer

(SEAL)