

BILL OF SALE  
AND  
PURCHASE AGREEMENT

STATE OF GEORGIA

COUNTY OF DEKALB

THIS INDENTURE, made and entered into this the 28<sup>th</sup> day of October, 1975 between the CITY OF DECATUR, GEORGIA, an incorporated municipality (hereinafter sometimes referred to as the "Grantor"), and DEKALB COUNTY, a political subdivision of the State of Georgia (hereinafter sometimes referred to as the "Grantee"), whereby said parties do enter into the following agreement.

W I T N E S S E T H:

WHEREAS, the City of Decatur has need for improving, enlarging and extending existing water and sewerage systems in the City of Decatur so as to furnish better services to those receiving such water and sewerage services as well as those properly entitled to receive same, all for the better protection of the health and welfare of the residents of the City of Decatur; and

WHEREAS, DeKalb County and the City of Decatur have held title to their respective sewerage facilities separately each from the other, and in more recent years the distribution of water and the collection and disposition of sewage have become major problems in the City; and

WHEREAS, the entire matter of owning, improving, operating and maintaining County and City facilities could be handled more economically and efficiently by the County; and

WHEREAS, after thorough investigation and study on the part of the officials of DeKalb County and the City of Decatur, it is deemed to the best interest of each and the residents and taxpayers thereof that DeKalb County and the City of Decatur water and sewerage systems should be integrated into one well coordinated system; and

WHEREAS, DeKalb County has had under advisement for some time the matter of extending and improving its existing water and sewerage systems and has expressed a willingness to integrate the respective systems and to operate and maintain same;

NOW THEREFORE, for and in consideration of the covenants hereinafter set forth, the parties agree as follows:

1. The Grantor, for good and valuable consideration, which payment and delivery is made and the receipt of which is hereby acknowledged, does hereby grant, bargain, sell and convey unto the Grantee all of its right, title, interest, claim or demand which said Grantor has or may have in and to the entire water and sewer systems of the City of Decatur, Georgia, together with all pipes, valves, boxes, fire hydrants, tanks, services, meters and lines, whether installed or not. Said Grantee to have and to hold the same in fee simple title from this day forward.

2. Grantor does transfer and assign to the Grantee all of its interest in and to all water and sewer easements that it has secured by any measures. Grantor conveys to the Grantee the use of its streets for the purposes of installing, maintaining, repairing, relocating, laying, changing or increasing by future installations of water and sewer lines within the corporate limits of the City of Decatur, Georgia, it being understood and agreed that said lines can be laid within the limits of the City's rights-of-way. Reasonable notice will be given grantor when street cuts are made.

3. Grantor further agrees and consents that the Grantee may exercise within the corporate limits of the City of Decatur all its powers, privileges and immunities concerning the operation of water and sewer systems including, but not limited to, the laying, installing, constructing, repairing, and maintenance of the water and sewer lines and treatment facilities, and that said Grantee may fix rates, charges, and assessments for such services, construction and installations pursuant to the powers that the said Grantee may have, or in the future may acquire, under any law of the State of Georgia, or ordinance of DeKalb County relating to the operation of such systems in the area of DeKalb County, Georgia, and particularly including, but not limited to, any act of Legislature entitled "DeKalb County Sewerage System," 1949 Georgia Laws, p. 159. The rates, charges, assessments and practices set by the grantee shall be consistent with same type of service within the corporate limits of Decatur and outside the corporate limits.

4. Grantor certifies it has authority under its charter and under provisions of Section 91-901, et seq. (Ga. Code 1933) to sell its sewerage and water system.

5. Grantor further shows that the sale of the property hereinbefore described has been authorized by its governing authority, as evidenced by a resolution adopted on the 28<sup>th</sup> day of October, 1975, a copy of which is attached hereto and marked as Exhibit "A".

6. Grantee agrees to pay Grantor \$150,000.00 for its water and sewerage systems. The aforesaid sum of \$150,000.00 shall be paid in installments as follows: \$50,000.00 on July 1, 1976, \$50,000.00 on July 1, 1977, and \$50,000.00 on July 1, 1978.

7. Grantee agrees to upgrade and improve the purchased water and sewerage systems from the City of Decatur so that such systems attain DeKalb County standards for such water and sewerage systems. Grantee agrees to expend, commencing on January 1, 1976, a minimum annual amount of \$325,000.00 per year for ten years in so upgrading and improving such water and sewerage systems.

8. Grantor is encouraged to recommend to the Grantee those improvements in the Water and Sewer Systems found within the City limits of Decatur deemed most urgent in order of priority so as to assist the Grantee in establishing construction schedules for such improvements. The Grantee agrees to abide by the Grantor's priority schedule except when in the Grantee's judgment technical reasons are such as to warrant a deviation therefrom or when State or Federal requirements are such as to require a variation therefrom.

9. Grantee agrees that water and sewer service will be furnished free of charge to all City of Decatur public schools for two years commencing on September 1, 1975.

10. Grantee shows that the authorization for purchase and the acceptance of the property hereinbefore described has been authorized by the Board of Commissioners of DeKalb County by a resolution adopted on the 28<sup>th</sup> day of October, 1975, a copy of which is attached hereto and marked as Exhibit "B".

TO HAVE AND TO HOLD the aforementioned systems, with all the singular rights, members and appurtenances thereof, to the same being, belonging or in anywise appertaining to the only proper use, benefit and behoof of the said Grantee forever in fee simple.

AND THE SAID Grantor will warrant and forever defend the right and title to the above-described property unto the said Grantee against the claim of all persons whomsoever.

IN WITNESS WHEREOF, the Grantor has signed and sealed this deed,  
the day and year above written.

ATTEST:

CITY OF DECATUR, GEORGIA

BY: [Signature]  
MAYOR

[Signature]  
Clerk, City of Decatur  
(SEAL)

ATTEST:

DEKALB COUNTY, GEORGIA

BY: [Signature]  
Chairman, Board of Commissioners

[Signature]  
Clerk, Board of Commissioners  
DeKalb County, Georgia  
(SEAL)

APPROVED AS TO CONTENT:

[Signature]  
Director, Water & Sewer Department  
DeKalb County, Georgia

APPROVED AS TO FORM:

[Signature]  
Assistant County Attorney  
DeKalb County, Georgia

EXHIBIT "A"

RESOLUTION

BE IT RESOLVED by the City Commissioners of the City of Decatur, Georgia, and it is hereby resolved by the authority of the same, as follows:

That WHEREAS, an Ordinance was passed by the City Commissioners of the City of Decatur on September 15, 1975, entitled,

"An Ordinance providing for the sale of the water and sewerage systems of the City of Decatur to DeKalb County, Georgia", and

WHEREAS, said Ordinance provided, among other things, that notice of the intention of the City of Decatur to enter into Bill of Sale and Purchase Agreement for the sale of the water and sewerage systems be published in the Decatur-DeKalb News, a newspaper published in DeKalb County, Georgia, and being the official organ of said county, and in the DeKalb New Era, a newspaper published in the City of Decatur, once a week for three weeks as required by law, and

WHEREAS, said notice was published for three weeks in said newspapers and more than ten days have elapsed since the last publication of said notice, and all legal requirements have been complied with, and no objections having been filed against such sale and execution of Bill of Sale and Purchase Agreement,

NOW, THEREFORE, BE IT FURTHER RESOLVED by the authority aforesaid that the Chairman of the City Commission and the Clerk of the City of Decatur, Georgia, be and they are hereby

authorized and directed to execute for and in behalf of the City of Decatur, Georgia, said Bill of Sale and Purchase Agreement proposed by the Ordinance of the City Commission passed September 15, 1975, to sell the water and sewerage systems of the City of Decatur to DeKalb County, Georgia, and the City Clerk shall affix the seal of the City thereto. A copy of said Bill of Sale and Purchase Agreement is attached hereto, made a part hereof and by reference incorporated herein.

ADOPTED this 28th day of October, 1975.

ATTEST:

*Robert L. Hudgins*

Robert L. Hudgins,  
City Clerk

RESOLUTION

WHEREAS, the Agreement between the City of Decatur and DeKalb County whereby the water system of the City is leased to the County expires on October 11, 1975; and

WHEREAS, the water system of the City needs to be upgraded and improved so as to provide adequate water service and fire protection to the citizens of the City; and

WHEREAS, the sewer system of the City needs to be upgraded and improved so as to provide proper sewer service to the citizens of the City; and

WHEREAS, the entire matter of owning, improving, operating and maintaining the City facilities could be handled more economically and efficiently by the County; and

WHEREAS, after thorough investigation and study on the part of the officials of DeKalb County and of the City of Decatur, it is deemed to be in the best interest of each and the residents and taxpayers thereof that DeKalb County and the City of Decatur water and sewerage systems should be integrated into one well-coordinated system; and

WHEREAS, the City of Decatur is desirous of selling both its water and sewerage systems to DeKalb County; and

WHEREAS, DeKalb County is desirous of purchasing the water and sewerage systems of the City of Decatur; and

WHEREAS, there has been prepared an agreement setting forth the condition of the sale and consideration to be paid by DeKalb County; and

WHEREAS, the purchase of said water and sewerage system of the City of Decatur is deemed to be in the best interest of the citizens of DeKalb County;

NOW, THEREFORE, BE IT RESOLVED that the DeKalb County Board of Commissioners approves the purchase of the water and sewerage systems of the City of Decatur and authorizes the Chairman to execute on behalf of DeKalb County the attached agreement for said purchase.

Oct. 28<sup>th</sup> 1975  
Date

A. C. Guhl  
A. C. Guhl, Chairman  
DeKalb County Board of Commissioners

Attest:  
Carl M. Sandman  
Carl M. Sandman, Clerk  
DeKalb County Board of Commissioners

Approved as to form:  
Billy [Signature]  
County Attorney