

**FIFTEENTH AMENDMENT  
TO RAPID TRANSIT CONTRACT  
AND ASSISTANCE AGREEMENT**

**THIS AMENDMENT**, made and entered into as of the    day of   , 2017 , by, between, and among Fulton County, a political subdivision of the State of Georgia (hereinafter sometimes called "Fulton"), DeKalb County, a political subdivision of the State of Georgia (hereinafter sometimes called "DeKalb"), the City of Atlanta, a municipal corporation of the State of Georgia (hereinafter sometimes called "Atlanta"), and the Metropolitan Atlanta Rapid Transit Authority (hereinafter sometimes called the "Authority"), a public body corporate and a joint instrumentality of Fulton, DeKalb, Clayton County, Gwinnett County, and Atlanta, organized and existing under an Act of the General Assembly of the State of Georgia, approved March 10, 1965, (Ga. L. 1965, p. 2243), said Act having been amended by an Act of the General Assembly approved March 4, 1966, (Ga. L. 1966, p. 3264), by an Act approved March 16, 1971, (Ga. L. 1971, p. 2082), by an Act approved March 16, 1971, (Ga. L. 1971, p. 2092), by an Act approved March 17, 1973, (Ga. L. 1973, p. 141), by an Act approved March 21, 1974, (Ga. L. 1974, p. 2617), by an Act approved March 21, 1974, (Ga. L. 1974p, 2627), by an Act approved February 20, 1976, (Ga. L. 1976, p. 3092), by an Act approved March 24, 1976, (Ga. L. 1976, p. 3098), by an Act approved March 24, 1976, (Ga. L. 1976, p. 3098), by an Act approved March 24, 1976, (Ga. L. 1976, p. 3104), by an Act approved March 31, 1976, (Ga. L. p. 3407, by an Act approved March 23, 1977, (Ga. L. 1977, p. 724), by an Act approved March 30, 1977, (Ga. L. 1977, p. 1211), by an Act approved April 8, 1977, (Ga. L. 1977, p. 1312), by an Act approved April 16, 1979, (Ga. L. 1979, p. 4634), by an Act approved March 27, 1980, (Ga. L. 1980, p. 3831), by an Act approved March 27, 1980, (Ga. L. 1980, p. 4333), by an Act approved April 7, 1981, (Ga. L. 1981, p. 4289), by an Act approved April 20, 1982, (Ga. L. 1982, p. 5101), by an Act approved March 18, 1983, (Ga. L. 1983, p. 764), by an Act approved March 14, 1985, (Ga. L. 1985, p. 3609), by an Act approved March 14, 1986, (Ga. L. 1986, p. 3756), by an Act approved March 20, 1986, (Ga. L. 1986 p. 4115), by an Act approved January 29, 1988, (Ga. L. 1988, p. 3510), by an Act approved April 11, 1988, (Ga. L. 1988, p. 5013), by an Act approved April 12,

1988, (Ga. L. 1988, p. 5023), by an Act approved March 30, 1989, (Ga. L. 1989, p. 4313), by an Act approved March 13, 1990, (Ga. L. 1990, p. 3860), by an Act approved April 4, 1991 (Ga. L. 1991, p. 4626), by an Act approved April 11, 1991 (Ga. L. 1991, p. 4755), by an Act approved April 11, 1991 (Ga. L. 1991, p. 4761), by an Act approved April 7, 1992 (Ga. L. 1992, p. 5690), by an Act approved April 9, 1993 (Ga. L. 1993, p. 5251), by an Act approved April 8, 1994 (Ga. L. 1994, p. 4952), by an Act approved April 8, 1994 (Ga. L. 1994, p. 4959), by an Act approved April 1, 1996 (Ga. L. 1996, p. 3717), by an Act approved April 8, 1996 (Ga. L. 1996, p. 4314), by an Act approved March 27, 1998 (Ga. L. 1998, p. 3561), by an Act approved April 14, 1998 (Ga. L. 1998, p. 4450), by an Act approved April 19, 2000 (Ga. L. 2000, p. 4492), by an Act approved May 1, 2000 (Ga. L. 2000, p.4567), by an Act approved May 10, 2002 (Ga. L. 2002, p. 5683), by an Act approved May 10, 2002 (Ga. L. 2002, p. 5690), by an Act approved May 10, 2002 (Ga. L. 2002, p. 5698), by an Act approved June 4, 2003 (Ga. L. 2003, p. 4740), by an Act approved April 27, 2006 (Ga. L. 2006, p. 3746), and by an Act approved April 27, 2006 (Ga. L. 2006 p.3751), and an Act approved April 24, 2014 (Ga. L. 2014, p. 634) and an Act approved May 5, 2015 (Ga. L. 2015, p.3532) (hereinafter sometimes referred to as the “Act”);

# **WITNESSETH THAT:**

*Whereas*, the Authority, Atlanta, Fulton, and DeKalb previously entered into a Rapid Transit Contract and Assistance Agreement as of the first day of September, 1971 (hereinafter called the “Contract”), which set forth and delineated the respective duties, obligations, and commitments of the parties hereto to each other with respect to construction, development, and implementation of the Authority’s rapid transit system (hereinafter called the “System”) and incorporated by reference the Engineering Report dated September, 1971, which embodied preliminary plans and recommendations for the acquisition and construction of the System; and

*Whereas*, pursuant to the fourteenth amendment to such contract, effective December 9, 2014, the parties approved the extension of the system into Clayton County thereby adding Clayton as a party to the Contract; and

*Whereas*, Section 4(d) of the Contract recognizes and contemplates that changes to the System from that embodied in the Engineering Report and this Contract may from time to time become desirable;

*Whereas*, Section 5 of the Contract provides for procedures to effectuate approval by the governing bodies of the parties to the Contract for any substantial deviation from the Engineering Report or this Contract; and

*Whereas*, the Authority, Atlanta, Fulton, and DeKalb and Clayton, in accordance with Sections 4(d) and 5 of the Contract, have previously made fourteen amendments to the Contract, making changes to the System; and

*Whereas*, the Authority has the power to approve or disapprove of development of real property owned or controlled by the Authority, or conveyed by the Authority to other owners in which the development seeks to avoid, in whole or in part, the payment of property taxes for a period of time (hereinafter "tax abatement transactions"), which tax abatement transactions result in a loss of property tax revenue for the participating jurisdiction where the development is located; and

*Whereas*, Atlanta, Fulton, DeKalb and Clayton desire the ability to consent to such tax abatement transactions and to impose reasonable limitations or terms thereon prior to approval by the Authority; and

*Whereas*, the Authority has the obligation to provide and maintain Transit Amenities (hereinafter "Amenities") including but not limited to bus shelters at bus stops, benches at stops, trash receptacles at stops and real-time bus arrival information; and

*Whereas*, Atlanta, Fulton, Dekalb and Clayton are of the opinion that the provision and maintenance of these Amenities is critical to the overall System and desire that Transit Amenities be in place at all bus stops to serve the public; and

*Whereas*, the Authority, Atlanta, Fulton, Dekalb and Clayton desire to amend the Contract and Engineering Reports to provide for a time line for the installation and a regular schedule for maintenance of Transit Amenities at all bus stops; and

*Whereas*, Tables 5-7 and 5-8 of the Clayton County Comprehensive Transit Plan-Clayton Extension Report make reference to Clayton County SPLOST funds as a source of revenue ; and

*Whereas*, Clayton County SPLOST revenue is not contemplated as an agreed source of revenue in the Rapid Transit Contract entered into Between the Authority and Clayton and further the Clayton County SPLOST revenues for the year in question did not collect the amounts anticipated by 25,000,000.00; and

*Whereas*, the Authority, Atlanta, Fulton, Dekalb and Clayton desire to remove all references to the Clayton County SPLOST from Tables 5-7 and 5-8; and

*Whereas*, the Authority agrees to use its best efforts to ensure that significant progress is made towards completion of the I-20 Fixed Guideway and provide quarterly written reports to the DeKalb County Governing Authority on its progress; and

*Whereas*, unilateral extension of fixed guideway transit into any area outside the 2017 city limits of Atlanta in DeKalb County places a burden on unincorporated DeKalb infrastructure and residents, the parties therefore agree that any such extension will require a subsequent amendment to the Rapid Transit Contract and Assistance Agreement; and

*Whereas*, pursuant to O.C.G.A. 32-9-13, the City of Atlanta was authorized to levy a retail sales and use tax of up to .50 percent in addition to the tax currently authorized by the MARTA Act which such said tax is to run concurrently with the tax authorized by the MARTA Act, once such tax was approved by a majority of the qualified voters of the City in a referendum where the question presented to the electorate was "Shall an additional sales tax of .50 percent be collected in the City of Atlanta for the purpose of significantly expanding and enhancing MARTA transit service in Atlanta ?" ; and

*Whereas*, pursuant to the aforementioned Code section a list of rapid transit projects, within or serving the City, that is to be funded by the .50 percent, is to be incorporated into the Contract, which such list of approved projects is annexed hereto as Exhibit "A"; and

*Whereas*, Section 2(d) of the Contract, as heretofore amended, provides that the levy of a retail sales and use tax for rapid transit purposes at the maximum rate permitted by law from time to time during the full term of the Contract and recites that the maximum rate of the said tax shall be one percent until June 2047 and one-half of one percent thereafter; and

*Whereas*, the General Assembly, by an Act approved May 15, 2015, amended Section 25 of the Act to provide the maximum rate of the said tax shall be one percent until and including June 30, 2057 and shall thereafter be reduced to one-half of one percent thereafter; and

*Whereas*, the Authority, Atlanta, Fulton, DeKalb and Clayton desire to amend Section 2(d) of the Contract to conform to the said amendment of Section 25 of the Act; and

*Whereas*, in consideration for the additional ten (10) years of a full penny tax that may be levied for rapid transit purposes in Atlanta, Fulton, DeKalb, and Clayton, the Authority commits to ensuring that transit projects are designed and executed within each jurisdiction according to the priorities of the jurisdictions; and

*Whereas*, pursuant to Sections 4(d) and 5 of the Contract, approval by Atlanta, Fulton, DeKalb, and Clayton of the said amendments to the Contract and changes to the Engineering Report was given by appropriate and duly adopted resolutions, by Atlanta on \_\_\_\_\_ 2017, by Fulton on \_\_\_\_\_ 2017, and by DeKalb on \_\_\_\_\_ 2017, and by Clayton on \_\_\_\_\_ 2017; and

*Whereas*, pursuant to the said resolutions of approval and in accordance with the desires of the parties, Atlanta, Fulton, DeKalb, Clayton and the Authority hereby incorporate, establish, and bind each other to such amendments to the Contract and changes to the Engineering Report and provide evidence of their mutual agreement thereto.

**NOW THEREFORE**, in consideration of the premises and the undertakings hereinafter set forth, Atlanta, Fulton, DeKalb, Clayton and the Authority, each acting by and through its authorized officers, pursuant to a resolution or ordinance duly adopted and properly passed by its governing body, covenant and agree as follows:

**Section 1.** Atlanta, Fulton, DeKalb, Clayton, and the Authority do hereby amend the Contract and Engineering Report so as to reflect certain substantial deviations from the Engineering Report as more fully described in "Exhibit A" attached hereto and by this reference made a part hereof, which lists those projects to be funded in whole or in significant part by the levy of an additional sales tax of .50 percent within the limits of the City of Atlanta as approved pursuant to a referendum held on November 8, 2016, such tax to run concurrently with the tax authorized by the MARTA Act.

Furthermore, Atlanta, Fulton, DeKalb, Clayton, and the Authority do hereby amend the Contract and Engineering Report so as to reflect certain substantial deviations from the Engineering Report that shall be accomplished in Fulton County outside the City of Atlanta, as more fully described in "Exhibit B: attached hereto and by this reference made a part hereof, which lists those projects to be funded in part through the sales taxes levied for rapid transit purposes through 2057.

It is hereby agreed that such changes constitute substantial deviations from the Engineering Report and, as required by the Contract, have been and hereby are appropriately and duly approved.

**Section 2.** The Engineering Report shall be deemed modified to the extent, and only to the extent, as is provided for in Exhibit "A" attached hereto.

**Section 3.** The effective date of this amendment to the Contract and Engineering Report is 2017, the said amendment having been approved on or before that date by Atlanta, Fulton, DeKalb, and Clayton.

**Section 4.** Atlanta, Fulton, DeKalb, Clayton and the Authority do hereby amend the second sentence of Subsection 2(d) of the Contract, as heretofore amended, by inserting after the following:

"and as further amended by an Act (H.B. 1615) approved March 16, 2000,"  
the following:

"and as further amended by an Act (H.B.213) approved May 5, 2015 (Ga. L. 2015, p. 3532),"

and by striking the following:

"until and including June 30, 2047"

and by inserting in lieu thereof the following:

"until and including June 30, 2057,"

So that when so amended the second sentence of Subsection 2(d) of the Contract shall read as follows:

"It is understood and agreed that the Act of the General Assembly of the State of Georgia approved March 16, 1971 (Ga. L. 1971, p. 2082), as amended by Act 623 (H.B. 515) approved April 16, 1979 (Ga. L. 1979, p. 4634), and as further amended by Act 449(H.B. 339) approved March 29, 1983 (Ga. L. 1983, p. 1079) and as further amended by an Act (H.B. 1502) approved March 3, 1990 (Ga. L. 1990, p. 3860) and as further amended by an Act (H.B. 1615 approved March 16, 2000 (Ga. L. 2000, p. 4567) and as further amended by an Act (H. B. 213) approved May 5, 2015 (Ga. L. 2015, 3532), which

authorizes the levy of the aforesaid retail sales and use tax for rapid transit purposes, provides for a maximum rate of taxation of one percent until and including June 30, 2057, and at a maximum rate of one-half of one percent thereafter and that, to the fullest extent permitted by law, those entities which, from time to time shall lend monies to the Authority, shall be deemed to have relied for repayment security on this contract and agreement and they shall be third party beneficiaries hereof, such reliance relating particularly to the covenants of Fulton, DeKalb, Clayton and Gwinnett hereby expressed that the rates of taxation to be levied during the full term of this contract and agreement shall not be less than the maximum rates now set forth in the aforesaid Act.”

**Section 5.** Atlanta, Fulton, DeKalb, Clayton and the Authority do hereby amend Subsection 4 of the Contract as heretofore amended, by inserting a new Subsection 4(j) which shall state the following:

“4(j) The Authority shall not enter into a development or similar agreement, or itself undertake any development that will seek or receive a tax abatement transaction in connection with real property owned or controlled by the Authority, or conveyed by the Authority to other owners, without prior approval of the participating jurisdiction where the property is located. Approval shall be by formal action of the participating jurisdiction where the property is located.”

**Section 6.** Atlanta, Fulton, Dekalb, Clayton and the Authority do hereby amend Subsection 4 of the Contract and the Engineering Report, as heretofore amended, to require that the Authority provide at a minimum Transit Amenities at all bus stops within the system that include a bench and a permanent trash receptacle and further to require that the Authority provide for collection of trash from all trash receptacles as needed, and no less frequently than weekly.

**Section 7.** Atlanta, Fulton, Dekalb, Clayton and the Authority do hereby amend the Clayton County Comprehensive Transit Plan-Clayton Extension by deleting therefrom the reference to Clayton County SPLOST for FY 2016 contained in Tables 5-7 and 5-8.



**IN WITNESS WHEREOF**, the parties hereto, each acting through its duly authorized officer, have caused this Fifteenth Amendment to the Rapid Transit Contract and Assistance Agreement to be executed in several counterparts, each of which may be considered an original without the presentation of the others, as of the day and year first above written.

*[Signatures are on the following pages.]*

Approved as to form:

CITY OF ATLANTA:

April 19, 2017

\_\_\_\_\_  
City Attorney

By: \_\_\_\_\_  
Mayor

ATTEST:

\_\_\_\_\_  
City Clerk

Approved as to form:

DeKALB COUNTY:

\_\_\_\_\_  
County Attorney

By: \_\_\_\_\_  
Chief Executive Officer

ATTEST:

\_\_\_\_\_  
Clerk, Board of Commissioners

Approved as to form:

FULTON COUNTY:

\_\_\_\_\_  
County Attorney

By: \_\_\_\_\_  
Chairman, Board of Commissioners

ATTEST:

\_\_\_\_\_  
County Clerk  
Approved as to form:

CLAYTON COUNTY

\_\_\_\_\_  
County Attorney

By: \_\_\_\_\_  
Chairman, Board of Commissioners

ATTEST:

\_\_\_\_\_  
County Clerk

Approved as to form:

METROPOLITAN ATLANTA  
RAPID TRANSIT AUTHORITY:

\_\_\_\_\_  
Counsel

By: \_\_\_\_\_  
Chairman, Board of Directors

ATTEST:

\_\_\_\_\_  
Secretary

**EXHIBIT "A"**  
**Potential Program of Transit Improvements**  
**Project List – MARTA Sales Tax**



<b>Potential High Capacity Transit Improvements</b>	
<b>Project</b>	<b>Description</b>
<b>I-20 West Heavy Rail Transit</b>	Approximately two (2) miles of heavy rail transit from HE Holmes station to a new station in the vicinity of MLK Jr Dr and I-285
<b>Northside Drive Bus Rapid Transit</b>	Approximately seven (7) miles of bus rapid transit from the Atlanta Metropolitan State College (south of I-20) to a new regional bus system transfer point in the vicinity of I-75 north
<b>Contingent Multi-Jurisdictional Projects</b>	Clifton Light Rail Transit* I-20 East Bus Rapid Transit*
<b>Atlanta Light Rail Transit</b>	Atlanta BeltLine Central Loop Irwin – AUC Line Downtown – Capitol Ave Line Crosstown Midtown Line Crosstown Crescent Line Peachtree – Ft Mc – Barge Rd "S" Concept Rail Line - Murphy Crossing-AUC-Irwin-Armour-Clifton-Emory
<b>Infill Stations</b>	Armour Station Boone Station Hulsey/Krog Street Station Mechanicsville Station Murphy Crossing Station Airport Ashby
<b>Station Enhancements</b>	Bankhead Station Civic Center CNN/Dome Station Edgewood/Candler Park Five Points Georgia State University Hamilton E. Holmes Inman Park King Memorial Midtown North Avenue Oakland City Vine City Station West End West Lake
<b>Additional Railcars</b>	Additional 20 railcars to accommodate capacity improvements along the Green Line Additional 10 railcars to accommodate capacity improvements along the Blue Line
*Contingent upon funding agreement with DeKalb County for capital and operations and maintenance.	

**EXHIBIT "A"**  
**Potential Program of Transit Improvements**  
**Project List – MARTA Sales Tax**



<b>Potential Bus Service Improvements</b>	
<b>Project</b>	<b>Description</b>
Route 71 Cascade Rd Arterial Rapid Transit	Arterial Rapid Transit service from West End station to Fulton Industrial Blvd
Route 78 Cleveland Ave Arterial Rapid Transit	Arterial Rapid Transit from East Point station to Jonesboro Rd
Route 83 Campbellton Rd Arterial Rapid Transit	Arterial Rapid Transit along Campbellton Rd from Greenbriar Mall to Oakland City station
Route 95 Metropolitan Pkwy Arterial Rapid Transit	Arterial Rapid Transit service from West End station to Cleveland Ave
Route 110 Peachtree Buckhead Arterial Rapid Transit	Arterial Rapid Transit service from Brookhaven station to Five Points station to serve denser residential development in northeastern Buckhead
Greenbriar Transit Center	Park and ride transit hub for local or enhanced bus service at Greenbriar Mall along Greenbriar Pkwy
Moore's Mill Transit Center	Park and ride transit hub for local or enhanced bus service at Bolton Rd and Marietta Blvd
Implementation of Frequent Local Service Tier from MARTA's Comprehensive Operations Analysis	Frequency improvements of 15-minute peak, 30-minute off-peak service on Routes 12, 49, 51, 55 and 60
Supporting Local Service on Selected Routes	Increased service during off-peak to include midday, nights and weekends on selected routes
Community Circulator Service	Routes TBD
Pedestrian, Sidewalk and Bus Stop Improvements	A variety of improvements to improve pedestrian and ADA access including sidewalk repairs, intersection and pedestrian crossing improvements

**EXHIBIT B**  
**Potential Transit Improvements Within Fulton County**  
**In the Planning Phase**



**The following is a list of potential transit service enhancements and improvements within Fulton County currently in the planning phase which are being examined by MARTA or by MARTA in conjunction with the Atlanta Regional Commission (ARC).**

<b>Project</b>	<b>Description</b>
Implement Arterial Rapid Transit (ART) service on seven corridors in Fulton County	Expand frequency (10 peak, 12-15 midday, 15-20 nights and weekends) and service span along the following corridors to match heavy rail service hours: Roswell Road/Hammond Drive, Cascade Road, Cleveland Avenue, Virginia Avenue/Dogwood Drive, Fulton Industrial Boulevard, Camp Creek Parkway/Washington Road/Roosevelt Highway and Old National Highway
Implement Frequent Local service on three corridors in Fulton County	Expand frequency (15 peak, 20 off-peak and weekends) and service span along the following corridors to match heavy rail service hours: Roswell Road/Dunwoody Place, Flat Shoals Road and Delowe Drive
Implement new Supporting Local service in three areas of Fulton County	Expand Supporting Local service to the following areas: Commerce Drive, East Holcomb Bridge Road and Union City
Implement Community Circulator service in two areas of Fulton County	Create Community Circulator routes using smaller, neighborhood-friendly buses for the following communities: Medical Center/Perimeter Center and Oakley Industrial Boulevard
Develop two new transit centers in Fulton County	Develop Transfer Centers to improve bus-to-bus connectivity in the following areas: Union City and Camp Creek Marketplace
Connect 400: Georgia 400 Transit Initiative	Approximately 12 miles of high capacity transit (heavy rail transit or bus rapid transit) from North Springs station to a new station in the vicinity of Windward Pkwy near the Forsyth County line
South Fulton Parkway Transit Initiative	Examine the potential for high capacity transit and transit oriented development (TOD) along the South Fulton Parkway to improve transportation access between South Fulton County residents and regional trip generators such as Hartsfield-Jackson International Airport and Downtown/Midtown Atlanta