

February 4, 2021

VIA: U.S. Mail and Electronic Mail

Daniel Moore
City Manager – City of Hartsville
Hartsville City Hall
Hartsville, SC 29550

Richard A. Puffer
Byerly Foundation
101 North Second Street
Hartsville, SC 29550

Re: Request for Board Expansion

Gentlemen:

The Board of Directors of Hartsville Public Development Corporation (the “Board”), as the governing body of the Hartsville Public Development Corporation (the “Corporation”), met on Tuesday, February 2, 2021, to discuss potential amendments to the Corporation’s bylaws, as adopted on January 10, 2018 and approved by the Board on January 11, 2018 (the “Bylaws”). Particularly, and in light of the ongoing development opportunities associated with the Canalside development, which both the City of Hartsville (the “City”) and the Byerly Foundation (“Byerly”) have strongly supported, and the need to add additional skill sets to the Board, the Board determined that the need exists to expand the composition of the Board to expand it from three directors (currently) to five directors (as proposed).

As you may recall, of the 3 current directors on the Board, 2 directors are appointed by the City and 1 director is appointed by Byerly. The Board proposes to increase its composition by adding 1 additional appointed director – appointed by the City, and 1 additional director to be elected by the appointed directors on the Board. Proposed language to accomplish this proposed amendment is attached to this letter for your review and consideration.

While the Board is authorized to amend the Bylaws by a unanimous vote of the directors then in office, changes to the composition of the Board additionally require the approval of the City and Byerly. As a result, this letter represents the Board’s formal request to each of the City and Byerly for approval to expand the composition of the Board and thereafter make certain conforming changes to the Bylaws as proposed in the attachment hereto.

Assuming each of your organizations is agreeable to the foregoing request, please have your respective governing bodies approve this request and thereafter, please execute a counterpart of the attached Acknowledgment and Approval and return an executed copy to my attention.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Mel Pennington
President, Board of Directors

Cc. Lawrence E. Flynn III, Esq. (electronic-only)
Sherron Skipper (electronic-only)

Enclosures

ACKNOWLEDGMENT AND APPROVAL

I, the undersigned and duly authorized representative of the City of Hartsville, South Carolina (the "City") do hereby certify that, I have received the foregoing letter from the Hartsville Public Development Corporation (the "Corporation") notifying the City of the request by the Corporation to expand its Board of Directors (the "Board"). The City, acting through its governing body, has considered this request and approves the requested expansion of the Board as contemplated by the amendments to the Bylaws attached to the letter.

CITY OF HARTSVILLE

By: _____
Name: _____
Its: _____

Date: _____, 2021

I, the undersigned and duly authorized representative of the Byerly Foundation ("Byerly") do hereby certify that, I have received the foregoing letter from the Corporation notifying Byerly of the request by the Corporation to expand its Board. Byerly, acting through its governing body, has considered this request and approves the requested expansion of the Board as contemplated by the amendments to the Bylaws attached to the letter.

BYERLY FOUNDATION

By: _____
Name: _____
Its: _____

Date: _____, 2021

Attachment – Form of Amended Bylaws