

**DEVELOPMENT AUTHORITY OF CLAYTON COUNTY,
REDEVELOPMENT AUTHORITY OF CLAYTON COUNTY,
AND
URBAN REDEVELOPMENT AGENCY OF CLAYTON COUNTY**

MINUTES OF REGULAR SESSION MEETING

TUESDAY, JANUARY 14, 2020

The regular session meeting of the Development Authority of Clayton County, Redevelopment Authority of Clayton County, and Urban Redevelopment Agency of Clayton County was held on Tuesday, January 14, 2020, at 6:00 p.m., in the Arbor Hall Auditorium, Clayton State University, 5823 Trammell Road, Morrow, Georgia.

Members present at the meeting were Eldrin Bell, Chairman; Larry Vincent, Vice-Chair; Herman Andrews, Secretary/Treasurer; Regina Deloach (arrived 6:02 p.m.), Assistant Secretary/Treasurer; Michael Edmondson; Sylvester Ford; Tim Gilrane; Helen McSwain; and Jean-Claude Bourget. Also present were Authority counsel, M. Michelle Youngblood; Khalfani Stephens, Executive Director; Erica Rocker-Wills, Senior Business Development Manager; Lori Smith, Research Analyst and Office Manager; and members of the public.

Call to Order and Welcome of Guests

Chairman Bell called the meeting to order at 6:00 p.m. and welcomed the guests.

Approval of Agenda

Chairman Bell presented the agenda and inquired as to whether there were any additions, changes, or deletions. After a general discussion, Sylvester Ford moved to add reconsideration of application for bond financing from Anvil Ellenwood, LLC, seconded by Herman Andrews. After a general discussion, it was:

RESOLVED: To amend the agenda to add reconsideration of application for bond financing from Anvil Ellenwood, LLC. (Vote 8-0-1; Michael Edmondson opposed).

Michael Edmondson moved to add request for reimbursement of legal fees from Don McMillian, seconded by Tim Gilrane. Motion failed 2-1-6 (Michael Edmondson and Tim Gilrane in favor, Eldrin Bell abstained, and the remainder of the members opposed). After a general discussion, upon motion by Herman Andrews, seconded by Helen McSwain, it was unanimously:

RESOLVED: To approve the agenda as amended.

Approval of Minutes

Chairman Bell presented the minutes of the December 10, 2019 regular and executive session meetings. After a general discussion, upon motion by Tim Gilrane, seconded by Larry Vincent, it was unanimously:

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RESOLVED: That the minutes of the December 10, 2019 regular and executive session meetings be approved as presented.

Approval of Treasurer's Report

Herman Andrews presented the Treasurer's report. He reported that the operating account began the month of December with an opening balance of \$5,000,926.11 and ended the month with a balance of \$5,006,001.17. The loan account opened the month with a beginning balance of \$500,016.99, and ended the month with a balance of \$500,033.98, due to interest. He also reported that the Authority's subscription to Quickbooks had changed to allow dedicated access and incorporation of the budget (at a cost of an additional \$360.00 per year). He also recommended that the Authority consider a three-year agreement for auditing services.

Mr. Andrews reminded the Board of the Martha Ellen Stilwell School of the Arts, which provided the live music at the Authority's Christmas party. He recommended a \$500.00 honorarium for the school. After a general discussion, upon motion by Sylvester Ford, seconded by Helen McSwain, it was unanimously:

RESOLVED: That Martha Ellen Stilwell School of Arts receive a \$500.00 honorarium.

Project Report

Khalfani Stephens presented the monthly project update. Project High Fashion and Project Bridge to Equity involve real estate and will be discussed in executive session. Project Falcon should make an announcement in February. Atlanta Technical College has signed the lease agreement for 727 Airline Museum Way; he is still waiting on the executed lease back from the City of Atlanta Fire Department. Project Silverscreen 2 is looking for a site for a mixed use retail and residential development.

OLD BUSINESS

4. Contract with Buxton Group to provide retail statistics for Clayton County

Mr. Stephens reported that he has no additional information at this time.

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5. Reconsideration of Application for Bond Financing from Anvil Ellenwood, LLC

Mr. Stephens reminded the Board that this application was for conduit bonds for a senior housing development in Ellenwood, Georgia. Steve Wasserman, developer, was present to discuss the project and the application, and the Board allowed him to address them regarding the application. The project is a 128-unit senior housing project for active individuals 55 years of age or older, whose income does not exceed 60% of the area median income. The applicant requests bonds in the amount of \$12 million, approximately ½ of the cost of the project; the remainder will come from low income housing tax credit investors and the developer. The bonds will be placed privately with a financial institution or qualified institutional buyer. Mr. Wasserman noted that the developer is working on developing a small retail project adjacent to the subject. After a general discussion, upon motion by Tim Gilrane, seconded by Helen McSwain, it was:

RESOLVED: To table the matter (Vote 8-1-0; Eldrin Bell abstained).

NEW BUSINESS

6. CC Kitchens bond request

Mr. Stephens reported that CC Kitchens has requested approval of a subordination, non-disturbance, and attornment agreement and lessor estoppel certificate in connection with certain refinancing through 5/3 Bank, as well as an amendment to the tax memo under the existing bonds, to allow employment by their subtenant to satisfy performance of the job creation / employment requirements. After a general discussion, upon motion by Larry Vincent, seconded by Tim Gilrane it was:

RESOLVED: That CC Kitchens be approved for a subordination, non-disturbance, and attornment agreement and lessor estoppel certificate in connection with certain refinancing through 5/3 Bank, as well as an amendment to the tax memo under the existing bonds, to allow employment by their subtenant to satisfy performance of the job creation / employment requirements. Vote 5-2-2 (Eldrin Bell, Jean-Claude Bouget abstained; Herman Andrews, Sylvester Ford opposed).

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7. Board Policy for training

Mr. Stephens presented the Board Member Training Policy, outlining the process for Board members to utilize the training funds allocated in the budget. Mr. Stephens noted that the policy had a typographical error indicating that the request must be submitted one week prior to the registration deadline, which should be 2 weeks (to allow staff sufficient time to make the necessary arrangements). Herman Andrews moved to approve the policy, seconded by Larry Vincent. After a general discussion, Mr. Andrews moved to amend the policy to prohibit use of training funds (or reimbursement of member expenses) for alcohol purchases, seconded by Sylvester Ford. After a general discussion, it was:

RESOLVED: That the Board Member Training Policy be approved as amended. Vote 8-0-1 (Michael Edmondson opposed).

8. Events/ sponsorships

Mr. Stephens presented two (2) requests for sponsorship: Arts Clayton's annual Arte Gras and the Chamber of Commerce Gala. The cost of a Community Partnership for Arte Gras is \$2,500.00. Sponsorship levels for the Chamber of Commerce Gala range from \$1,000.00-\$2,500.00. Mr. Stephens reported that the 2020 budget for sponsorships is \$25,000.00. Of that amount, \$15,000.00 already is committed to Clayton State University. He has recommended earmarking \$5,000.00 for a marquis event that would include a speaking opportunity for the Authority. That leaves \$5,000.00 for other sponsorships throughout the year. After a general discussion, upon motion by Eldrin Bell, seconded by Tim Gilrane, it was:

RESOLVED: That the Authority approve sponsoring a table at Arte Gras at a cost of \$1,300.00. Vote 8-0-1 (Michael Edmondson opposed).

After a general discussion, upon motion by Regina Deloach, seconded by Herman Andrews, it was unanimously:

RESOLVED: That the Authority approve a corporate table sponsorship at the Chamber of Commerce Gala at a cost of \$1,250.00.

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9. Annual items

a. Auditor selection

Mr. Stephens reminded the Board that during the Treasurer's report, Mr. Andrews had mentioned looking at a 3-year agreement with its auditor. Fulton & Kozak has submitted a 3-year proposal to complete the annual audits at a cost of \$16,000 for fiscal years 2019 and 2020, and \$17,500.00 for fiscal year 2021. After a general discussion, upon motion by Larry Vincent, seconded by Herman Andrews, it was unanimously:

RESOLVED: To approve Fulton & Kozak's proposal to complete the annual audits at a cost of \$16,000 for fiscal years 2019 and 2020, and \$17,500.00 for fiscal year 2021.

b. Conflict of Interest and Indemnification Resolutions

Authority counsel presented the annual conflict of interest resolution. She reminded the Board that this resolution is adopted annually and is the same as the 2019 resolution. Generally, Authority members are prohibited from accepting gifts valued in excess of \$50.00, from doing business with the Authority, from engaging (directly or indirectly) in competing activities or those adverse to the Authority's activities, and from participating in discussions involving certain entities to which the member is connected. After a general discussion, upon motion by Sylvester Ford, seconded by Herman Andrews, it was unanimously:

RESOLVED: That the Board adopt the annual conflict of interest resolution as presented.

Ms. Youngblood then presented the annual indemnification resolution. She reminded the Board that this resolution is adopted annually and is the same as the 2019 resolution. After a general discussion, upon motion by Michael Edmondson, seconded by Larry Vincent, it was:

RESOLVED: That the Board adopt the annual indemnification resolution as presented. Vote 7-0-2 (Herman Andrews and Sylvester Ford opposed).

c. Board Elections

Chairman Bell called for nominations for the office of Chairman. Regina Deloach nominated Larry Vincent; Tim Gilrane nominated Eldrin Bell. Votes in favor of Larry Vincent: Herman Andrews, Sylvester Ford, Larry Vincent, Regina Deloach, Jean-Claude Bouget, Helen

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McSwain, and Eldrin Bell. Votes in favor of Eldrin Bell: Tim Gilrane. Michael Edmondson abstained. Mr. Vincent was elected Chairman.

Chairman Bell called for nominations for the office of Vice-Chair. Larry Vincent nominated Regina Deloach. Herman Andrews nominated Tim Gilrane, who declined the nomination. Ms. Deloach was unanimously elected Vice-Chair.

Chairman Bell called for nominations for the office of Secretary/Treasurer. Sylvester Ford nominated Herman Andrews. There were no other nominations. Mr. Andrews was unanimously elected Secretary/Treasurer.

Chairman Bell called for nominations for the office of Assistant Secretary/Treasurer. Larry Vincent nominated Tim Gilrane, who declined the nomination. Helen McSwain also declined nomination. Herman Andrews nominated Sylvester Ford, who accepted nomination and was unanimously elected Assistant Secretary/Treasurer.

OTHER BUSINESS

1. Executive Session for the purpose of discussing real estate and personnel matters

Khalfani Stephens noted the need to have an executive session for purposes of discussing real estate and personnel matters. After a general discussion, upon motion by Herman Andrews, seconded by Helen McSwain, it was unanimously:

RESOLVED: That the meeting be adjourned into executive session for purposes of discussing real estate and personnel matters.

Whereupon, the meeting adjourned into execution session at 8:17 p.m.

Upon motion by Herman Andrews, seconded by Larry Vincent, it was unanimously:

RESOLVED: That the open meeting reconvene.

Whereupon, the open meeting reconvened at 9:47 p.m.

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2. Consideration of Items, if any, Discussed in Executive Session

a. Lease

The Authority approved a lease of 7.594 acres to 8255 Clubhouse Way, LLC for an initial term of three (3) years, with an option to renew for an additional 3-year term, with the right to terminate for any reason upon 60 days prior written notice. After a general discussion, upon motion by Michael Edmondson, seconded by Tim Gilrane, it was unanimously:

RESOLVED: To approve a lease of 7.594 acres to 8255 Clubhouse Way, LLC for an initial term of three (3) years, with an option to renew for an additional 3-year term, with the right to terminate for any reason upon 60 days prior written notice.

b. Personnel

The Authority reconsidered the bonuses awarded to Khalfani Stephens at the December meeting and approved an additional \$10,000.00 for Mr. Stephens (for a total of \$20,000.00), and an additional \$3,210.00 for Erica Rocker-Wills (for a total of \$9,360.00). After a general discussion, upon motion by Larry Vincent, seconded by Tim Gilrane, it was unanimously:

RESOLVED: To reconsider the bonuses awarded to Khalfani Stephens at the December meeting and approve an additional \$10,000.00 for Mr. Stephens (for a total of \$20,000.00), and an additional \$3,210.00 for Erica Rocker-Wills (for a total of \$9,360.00).

c. Closing extension

The purchaser of the property on Highway 42 has asked to extend the closing date to March 31, 2020. After a general discussion, upon motion by Michael Edmondson, seconded by Regina Deloach, it was unanimously:

RESOLVED: To extend the closing date to March 31, 2019 for the sale of the property on Highway 42, and to authorize the officers to take all steps necessary to effectuate this resolution.

Chairman Bell inquired as to whether there was any further business to come before the Board. There being no further business to come before the Board, upon motion by Larry Vincent, seconded by Tim Gilrane, it was unanimously:

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RESOLVED: That the meeting be adjourned.

Whereupon, the meeting adjourned at 9:52 p.m.



Herman Andrews, Secretary/Treasurer

-or-

Regina Deloach, Assistant Secretary/Treasurer