

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

**MINUTES OF REGULAR MEETING
TUESDAY, MARCH 13, 2018**

The regular monthly meeting of the Development Authority of Clayton County, Redevelopment Authority of Clayton County, and Urban Redevelopment Agency of Clayton County was held on Tuesday, March 13, 2018, at 5:00 p.m., in the Conference Room at the Clayton County Office of Economic Development, 1588 Westwood Way, Morrow, Georgia.

Members present at the meeting were Michael Edmondson, Chairman (departed 7:47 p.m.); Eldrin Bell, Vice-Chair; Ricky L. Clark, Jr., Secretary/Treasurer; Dr. Tim Gilrane; and Louis Johnson. Also present were Authority counsel, M. Michelle Youngblood; financial advisor, Ed Wall (5:20 – 7:50 p.m.); Sandy Zayac and Shelby Uribe, Arnall, Golden & Gregory; Jerry Atkins and Bill Shuler, Castellini; Judy McManus, Berkadia; Virgil Fludd, The Carvir Group; Commissioner Felicia Franklin Warner; and members of the public.

Call to Order and Welcome of Guests

Chairman Edmondson called the meeting to order at 5:00 p.m.

Approval of Agenda

Chairman Edmondson presented the agenda and inquired as to whether there were any additions, changes, or deletions. Ricky Clark asked to amend the agenda by adding an item under New Business, Engagement letter with Fulton & Kozak for annual audit for FY2017, deleting New Business items 2 (duplicate), 4 (no action remaining), 5 and 6 (executive session), and to hold the executive session for purposes of discussing real estate as well as personnel matters. After a general discussion, upon motion by Eldrin Bell, seconded by Ricky Clark, it was unanimously:

RESOLVED: That the Agenda be approved as amended.

Approval of Minutes

- **February 13, 2018 Regular and Executive Session Meetings**
- **March 10, 2018 Special Called Meeting (Regular and Executive Session)**

Chairman Edmondson presented the minutes of the regular meeting on February 13, 2018 (regular and executive session), and the special called meeting on March 10, 2018 (regular and executive session) and inquired whether there were any additions, changes, or deletions. There being none, upon motion by Ricky Clark, seconded by Eldrin Bell, it was unanimously:

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RESOLVED: That the minutes of the regular meeting on February 13, 2018 (regular and executive session), and the special called meeting on March 10, 2018 (regular and executive session) be approved as presented. A copy is available in the Authority's office.

Approval of Treasurer's Report

Chairman Edmondson called on Treasurer Ricky Clark for a report. Mr. Clark reported that the Authority's operating account ended the month of February with a balance of approximately \$1.2 million; the University Station account had an ending balance of approximately \$104,573.00. Mr. Clark presented for approval invoices for Freeman Mathis & Gary, LLP in the amount of \$7,065.00 (operating account); The Carvir Group in the amount of \$426.34 (travel reimbursement); Piper Jaffray in the amount of \$1,250.00 (financial services); and reimbursement to Chairman Edmondson (refreshments for March 10 meeting) in the amount of \$40.72. After a general discussion, upon motion by Tim Gilrane, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That the Treasurer's Report be approved and the officers be and hereby are authorized to pay invoices as outlined above.

OLD BUSINESS

1. Discussion regarding RFPs for Master Planning Consulting Services

Chairman Edmondson discussed the responses to the RFPs received. TSW and Sizemore Group each responded to both RFPs. After a general discussion, upon motion by Eldrin Bell, seconded by Tim Gilrane, it was unanimously:

RESOLVED: That the projects for master planning services for Old Dixie and Mountain View be awarded to Sizemore Group.

After further discussion by motion by Ricky Clark, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That Authority counsel be and hereby is authorized to begin drafting contracts for the master planning services for Old Dixie and Mountain View.

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NEW BUSINESS

1. Consideration of Location Agreement for the use of former Ingles parking lot located at 5711 Jonesboro Road

Chairman Edmondson called on Michelle Youngblood for a report. Ms. Youngblood reported that Topanga Productions, Inc. has requested use of the property located at 5711 Jonesboro Road, Lake City (former Ingles parking lot) for one-day non-film location purposes at a rate of \$2,000 per day. She reported that she had requested a few revisions to their proposed location agreement, all of which were accepted by Topanga. After a general discussion, upon motion by Eldrin Bell, seconded by Louis Johnson, it was unanimously:

RESOLVED: That the officers be and hereby are authorized to execute the Non-Film Location Agreement.

2. Consideration of CC Kitchens, LLC Application for \$22.1 million in Industrial Revenue Bond Financing

Chairman Edmondson reported that he had toured the facility earlier in the day and introduced Bill Shuler and Jerry Atkins, who discussed their current work force. The request is for \$22.1 million to expand their existing facility. This expansion will bring an additional 200 jobs. Ed Wall, financial advisor, has reviewed the request. After a general discussion, upon motion by Eldrin Bell, seconded by Louis Johnson, it was unanimously:

RESOLVED: That the Application and Inducement Resolution be approved as presented.

3. Consideration of Proposal as provided by the Pendleton Group

It was the consensus of the Authority to table the matter at this time.

4. Engagement Letter with Fulton & Kozak for annual audit Fiscal Year 2017

Chairman Edmondson called on Michelle Youngblood for a report. Ms. Youngblood reported that the Authority is required to complete its annual audit by June 30 each year. She reminded the Board that portions of the total cost are paid by various projects (Rainwood, DACC PPI and PPII). After a general discussion, upon motion by Ricky Clark, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That the engagement letter for the Fiscal Year 2017 Audit from Fulton & Kozak be approved as presented and that the officers by and hereby are authorized to execute same.

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Upon motion by Louis Johnson, seconded by Eldrin Bell, it was unanimously resolved to suspend the Authority meeting to conduct the meetings of DACC Public Purpose Corporations I and II. Whereupon, the meeting was suspended at 5:46 p.m. Upon Motion by Eldrin Bell, seconded by Louis Johnson, the meeting reconvened at 6:34 p.m.

OTHER BUSINESS

1. Executive Session to Discuss Real Estate and Personnel Matters

Chairman Edmondson noted that there was a need for an Executive Session for the purposes of discussing real estate and personnel matters. Upon motion by Eldrin Bell, seconded by Louis Johnson, it was unanimously:

RESOLVED: To adjourn into executive session for the purpose of discussing real estate and personnel matters.

Whereupon, the open meeting adjourned into executive session at 6:34 p.m. Upon motion by Louis Johnson, seconded by Ricky Clark, it was unanimously:

RESOLVED: That the open meeting reconvene.

Whereupon, the open meeting reconvened at 8:20 p.m.

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

Authority counsel discussed the First Amendment to the Purchase and Sale Agreement for the Rainwood Apartments to extend the review period and the time to respond to title objections through and including Friday, March 16, 2018. Upon motion by Tim Gilrane, seconded by Louis Johnson, it was unanimously:

RESOLVED: That the First Amendment be approved as presented.

Vice Chair Bell inquired as to whether there was any additional business to come before the Board. Treasurer Ricky Clark noted that there was one additional invoice in the amount of \$466.68 for business cards for three members of the Authority, and he asked that the invoice be approved. Upon motion by Louis Johnson, seconded by Tim Gilrane, it was unanimously:

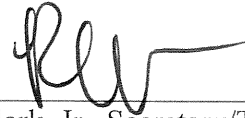
RESOLVED: That the invoice be approved and the officers be and hereby are authorized to pay the invoice as outlined above.

There being no further business to come before the Board, upon motion by Ricky Clark, seconded by Louis Johnson, it was unanimously.

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RESOLVED: That the meeting be adjourned.

Whereupon, the meeting adjourned at 8:25 p.m.



Ricky L. Clark, Jr., Secretary/Treasurer