

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

**POST-MEETING SUMMARY
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-Willis, Senior Business Development Manager; Lori Smith, 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. Sylvester Ford moved to add reconsideration of application for bond financing from Anvil Ellenwood, LLC, seconded by Herman Andrews. Motion passed 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). The agenda was approved as amended. Motion by Herman Andrews, seconded by Helen McSwain, vote unanimous.

Approval of Minutes

The minutes of the December 10, 2019 regular and executive session were presented and approved as presented. Motion by Tim Gilrane, seconded by Larry Vincent, vote unanimous.

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

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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. The honorarium was approved. Motion by Sylvester Ford, seconded by Helen McSwain, vote unanimous.

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.

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, the matter was tabled. Motion by Tim Gilrane, seconded by Helen McSwain. Vote 8-1-0 (Eldrin Bell abstained).

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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, the requests were approved. Motion by Larry Vincent, seconded by Tim Gilrane. Vote 5-2-2 (Eldrin Bell, Jean-Claude Bouget abstained; Herman Andrews, Sylvester Ford opposed).

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. The motion was seconded by Sylvester Ford. Policy 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, the Authority approved sponsoring a table at Arte Gras at a cost of \$1,300.00. Motion by Eldrin Bell, seconded by Tim Gilrane. Vote 8-0-1 (Michael Edmondson opposed). The Authority approved a corporate table sponsorship at the Chamber of Commerce Gala at a cost of \$1,250.00. Motion by Regina Deloach, seconded by Herman Andrews. Vote unanimous.

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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, the proposal was approved. Motion by Larry Vincent, seconded by Herman Andrews. Vote unanimous.

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 discussing involving certain entities to which the member is connected. The resolution was approved as presented. Motion by Sylvester Ford, seconded by Herman Andrews. Vote unanimous.

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, the resolution was approved as presented. Motion by Michael Edmondson, seconded by Larry Vincent. Vote 7-0-2 (Herman Andrews and Sylvester Ford opposed).

c. Board Elections

Chairman Bell called for nominations for the office of Chairman. Helen McSwain 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 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.

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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. Sylvester Ford 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 purpose of discussing real estate and personnel matters. Motion by Herman Andrews, seconded by Helen McSwain. Vote unanimous. Whereupon, the meeting adjourned into executive session at 8:17 p.m.

Upon motion by Herman Andrews, seconded by Larry Vincent, it was unanimously resolved to reconvene the open meeting. Whereupon, the open meeting reconvened at 9:47 p.m.

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. Motion by Michael Edmondson, seconded by Tim Gilrane. Vote unanimous.

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). Motion by Larry Vincent, seconded by Tim Gilrane. Vote unanimous. s

c. Closing extension

The purchaser of the property on Highway 42 has asked to extend the closing date to March 31, 2020. Request approved. Motion by Michael Edmondson, seconded by Regina Deloach. Vote unanimous.

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Chairman Bell inquired as to whether there was any additional business to come before the Board. There being none, the meeting adjourned at 9:52 p.m. Motion by Larry Vincent, seconded by Tim Gilrane, vote unanimous.

Herman Andrews, Secretary/Treasurer