

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

**MINUTES OF REGULAR SESSION MEETING
TUESDAY, APRIL 10, 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, April 10, 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; Eldrin Bell, Vice-Chair; Ricky L. Clark, Jr., Secretary/Treasurer; Don McMillian, Assistant Secretary/Treasurer; and Louis Johnson. Also present were Authority counsel, M. Michelle Youngblood; Bill Keir, Deputy Director, and Tamara Patridge, Office of Economic Development; Judy McManus, Berkadia; Virgil Fludd, The Carvir Group; 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. Chairman Edmondson noted there would be an executive session for purposes of discussing real estate as well as personnel matters. After a general discussion, upon motion by Louis Johnson, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That the Agenda be approved as amended.

Approval of Minutes

• **March 13, 2018 (regular and executive session)**

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

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

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Approval of Treasurer's Report

Treasurer Ricky Clark reported that the Authority's operating account ended the month of March with a balance of approximately \$1.2 million; the University Station account had an ending balance of approximately \$104,535.00; the Castellini REBA grant account had a balance of \$56.55, and the Chime Solutions REBA grant account had a balance of approximately \$125.00. He also reported that the Urban Redevelopment Agency has a balance of \$24,251.00. He presented invoices for Freeman Mathis & Gary, LLP in the amount of \$26,570.00 (services rendered in January, February, and March) (operating account) and recommended approval for payment. Ms. Youngblood noted that the initial payment to Sizemore Group for master planning services in the amount of \$10,000.00 was due upon execution of the agreement. After a general discussion, upon motion by Louis Johnson, 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. Update on CC Kitchens, LLC Bond Issue

Authority counsel Michelle Youngblood reported that the applicant's attorney had asked to have the bond resolution pulled from the agenda. Chairman Edmondson reported that they objected to the claw back provisions and payment of the financial advisor's fee. Ms. Youngblood noted that the claw back provision was very generous, in that it only looked at performance on an annual basis, rather than over the life of the bond (for the entire term). It required them to operate the project for the purpose for which it was acquired, and to create and maintain the promised level of employment. For any year in which employment levels were below the promised level of 204 full-time employees with benefits, the incentive for that year would be reduced pro rata according to the level of actual employment (compared to the promised level of 204 full-time employees with benefits).

2. Discussion regarding Agreement with Sizemore Group for Master Planning Services

Authority counsel Michelle Youngblood reported Sizemore Group had submitted a proposed agreement. After discussion with Sizemore, they agreed to all of the requested revisions, such as no payment for local travel and no premium in addition to reimbursable expenses. After a general discussion, upon motion by Ricky Clark, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That the officers be and hereby are authorized to execute the Sizemore agreement as amended.

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NEW BUSINESS

1. Consideration of Parking Facilities Location Agreement with Blue Cat Productions for the use of the parking lot located at 5711 Jonesboro Road

Chairman Edmondson reported there is a proposed Parking Facilities Location Agreement, for use of the parking lot for one (1) day at a rate of \$2,000 per day. After a general discussion, upon motion by Eldrin Bell, seconded by Louis Johnson, it was unanimously:

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

There ensued further discussion about authorizing the officers to execute other agreements for the use of the parking lot at 5711 Jonesboro Road, at a rate not less than \$2,000.00 per day, upon the recommendation of the Clayton County Film Office (currently Tamara Patridge), and upon review and approval of any proposed agreement by Authority counsel. Upon motion by Eldrin Bell, seconded by Ricky Clark, it was unanimously:

RESOLVED: That the officers be and herby are authorized to execute future Non-Film Location Agreements upon the terms and conditions set forth above.

2. Consider Location of Authority Meetings

Ricky Clark discussed relocating the meetings to a facility that would better accommodate attendance. He reported that the Community Room at the headquarters of the Clayton County Police Department would accommodate the meeting and was available on the Authority's regular meeting night, beginning in June. Authority counsel noted that there is audio-visual equipment available for presentations, but arrangements must be made in advance. After a general discussion, upon motion by Ricky Clark, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That the monthly meeting will be relocated to the Community Room at the headquarters of the Clayton County Police Department beginning in June.

There was a motion to suspend the meeting prior to the executive session to conduct the special called meeting for DACC Public Purpose Corporation II. Upon motion by Louis Johnson, seconded by Eldrin Bell, it was unanimously:

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RESOLVED: To adjourn into the DACC Public Purpose Corporation II special called meeting.

Whereupon, the regular session meeting was suspended at 5:32 p.m. Upon Motion by Don McMillian, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That the Authority meeting reconvene.
Whereupon, the meeting reconvened at 5:56 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 Ricky Clark, seconded by Eldrin Bell, it was unanimously:

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

Whereupon, the open meeting adjourned into executive session at 5:56 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 7:23 p.m.

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

The Authority discussed offering the job of Executive Director to Josh Fenn, upon approval of the Intergovernmental Agreement by the Clayton County Board of Commissioners, and their consent to his selection. Upon motion by Louis Johnson, seconded by Ricky Clark, it was unanimously:

RESOLVED: That the Authority offer the position to Josh Fenn.

Authority counsel discussed the proposed Third Amendment to the Purchase and Sale Agreement for the Rainwood Apartments to extend the time to close. Upon motion by Tim Gilrane, seconded by Louis Johnson it was unanimously:

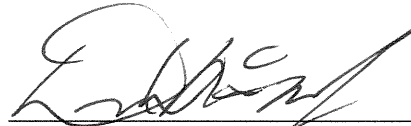
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RESOLVED: That the Third Amendment to the Purchase and Sale Agreement be approved and the officers be and hereby are approved to execute the same if the sale does not close by April 24, 2018.

Chairman Edmondson inquired as to whether there was any additional business to come before the Board. There being none, upon motion by Eldrin Bell, seconded by Ricky Clark, it was unanimously:

RESOLVED: That the meeting be adjourned.

Whereupon, the meeting adjourned at 7:25 p.m.



Ricky L. Clark, Jr., Secretary/Treasurer

*Dr. Dori McMillian, Jr.
Assistant Secretary/Treasurer*