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

MINUTES OF REGULAR SESSION MEETING

TUESDAY, JUNE 11, 2019

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, June 11, 2019, at 5:00 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; Louis Johnson, Secretary/Treasurer (by telephone); Helen McSwain (by telephone); Sylvester Ford; Tim Gilrane; and Herman Andrews. Also present were Authority counsel, M. Michelle Youngblood; Khalfani Stephens, Executive Director; William Corbin and Erica Rocker-Willis, Senior Business Development Managers; Greg Hecht; and members of the public.

Call to Order and Welcome of Guests

Chairman Bell called the meeting to order at 5:02 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, upon motion by Sylvester Ford, seconded by Herman Andrews, it was unanimously:

RESOLVED: That the agenda be approved as presented.

Approval of Minutes

The minutes of the May 14, 2019 regular and executive session meetings were presented. After a general discussion, upon motion by Louis Johnson, seconded by Sylvester Ford, it was unanimously:

RESOLVED: That the minutes of the May 14, 2019 regular and executive session be approved as presented.

Approval of Treasurer's Report

Louis Johnson presented the Treasurer's report. He reported that the operating account began the month of May with an opening balance of $5,448,296.22. There were deposits totaling $92.16, checks and withdrawals totaling $39,206.66, leaving a closing balance of

$5,409,181.72. After a general discussion, upon motion by Herman Andrews, seconded by Sylvester Ford, it was unanimously:

RESOLVED: That the Treasurer's Report be approved as presented.

Project Update

Khalfani Stephens discussed updates on pending projects. Clayton County is a finalist for Project Eagle, which is considering a site in Forest Park. Project Hush Puppy, a food service company, is looking for a location for a new southeastern production and distribution facility.

OLD BUSINESS

1. Termination of Starr Agency Contract

Authority counsel reported that Mr. Starr had sent a letter to Chairman Bell, raising questions about the termination of the agreement with the Starr Agency and submitting an invoice for June. Ms. Youngblood reported that she disagreed with Mr. Starr's contentions in the letter. It was the consensus of the Authority to have Authority counsel prepare a response.

2. Audit Update

Mr. Stephens reported that the auditors had requested additional information about the sale of the Rainwood Apartments, which information he expected to have to them this week; everything else has been provided.

3. Insurance Renewal

Mr. Stephens reported that he has submitted the renewal applications to the broker and will circulate the documents upon receipt. Authority counsel noted that the current policies expire at the end of July and in early August, so the Authority will need to be prepared to vote at the July meeting. Therefore, it is important that any questions be raised prior to the July meeting.

4. Loan Programs

Mr. Stephens reported that the team had met and discussed parameters of the business assistance programs discussed in May. He will compile the recommendations of the team and circulate them to the Authority members and to Authority counsel.

5. Handbook

Mr. Stephens reported that the team had met and reviewed the draft handbook prepared by Authority counsel. Mr. Johnson is compiling the revisions recommended by the team and will circulate them to the Authority members and to Authority counsel once the compilation is complete. Mr. Johnson expects to have that finished this week.

NEW BUSINESS

1. Co-Sponsorship Agreement with SBA

Mr. Stephens reported that there will be a two-day symposium at Clayton State University on June 19-20. State and County elected officials have been invited, and all Authority members are encouraged to attend. Chairman Turner will be speaking on the second day. Mr. Stephens also presented the Co-Sponsorship Agreement with the SBA, under which the Authority would loan up to 10% of the total value of the investment, not to exceed $100,000.00, to be repaid after the SBA loan repayment period. For each job created by the project, $5,000.00 of the principal balance of the loan would convert to a grant. After a general discussion, upon motion by Larry Vincent, seconded by Sylvester Ford, it was unanimously:

RESOLVED: That the Co-Sponsorship Agreement with the SBA be approved as presented.

2. CC Kitchens Request

Mr. Stephens reported that CC Kitchens has ceased its operations. They did complete the capital improvement (building construction) and have obtained a subtenant for the space. They would like to pass the tax incentive on to the subtenant (assuming the subtenant meets the employment requirements CC Kitchens would have had to meet to receive the incentive). They have asked the Authority to enter into a Subordination, Attornment, and Non-Disturbance Agreement related to the sublease. Authority counsel noted that the Board of Assessors would have to agree to any assignment of the tax memo; she did not recommend the Authority consider any assignment unless CC Kitchens remained obligated (merely adding the subtenant as an additional obligated party). After a general discussion, upon motion by Tim Gilrane, seconded by Eldrin Bell, it was unanimously:

RESOLVED: That Authority counsel would prepare documents deemed as necessary for CC Kitchens to remain obligated and add the subtenant as an additional obligated party.

OTHER BUSINESS

1. Executive Session for the purpose of discussing potential litigation

Khalfani Stephens noted the need to have an executive session for purposes of discussing potential litigation. After a general discussion, upon motion by Eldrin Bell, seconded by Larry Vincent, it was unanimously:

RESOLVED: That the meeting be adjourned into executive session for purposes of discussing potential litigation.

Whereupon, the meeting adjourned into execution session at 5:34 p.m.

Upon motion by Sylvester Ford, seconded by Tim Gilrane, it was unanimously resolved to reconvene the open meeting. Whereupon, the open meeting reconvened at 6:32 p.m.

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

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

RESOLVED: That the Chairman be and hereby is authorized to negotiate with Hunton Andrews Kurth and Hecht Walker for their services as conflict counsel.

Chairman Bell inquired as to whether there was any further business to come before the Board. Mr. Stephens noted that the Authority is participating the Arts Clayton golf tournament on June 25, 2019, and asked members interested in playing to let him know. There being no further business to come before the Board, upon motion by Sylvester Ford, seconded by Helen McSwain, it was unanimously:

RESOLVED: That the meeting be adjourned.

Whereupon, the meeting adjourned at 6:36 p.m.

Louis Johnson, Secretary/Treasurer

-or-

Herman Andrews, Assistant Secretary/Treasurer