

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

**POST-MEETING SUMMARY
TUESDAY, NOVEMBER 12, 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, November 12, 2019, at 6:00 p.m., in the Arbor Hall Auditorium, Clayton State University, 5823 Trammell Road, Morrow, Georgia. (A portion of the meeting was a joint session with the Clayton County Board of Commissioners.)

Members present at the meeting were Eldrin Bell, Chairman; Larry Vincent, Vice-Chair; Herman Andrews, Assistant Secretary/Treasurer; Sylvester Ford; Michael Edmondson; Regina Deloach; Helen McSwain; and Jean-Claude Bouget. Also present were Authority counsel, M. Michelle Youngblood; Khalfani Stephens, Executive Director; Erica Rocker-Willis, Senior Business Development Manager; Lori Smith, Office Manager and Research Analyst; Greg Hecht; Tim Hynes, President, Clayton State University; Detrick Stanford, County COO; Ramona Bivins, County CFO; and members of the public. Chairman Jeffrey Turner, Commissioner Felicia Franklin Warner, Commissioner Gail Hambrick, and Commissioner DeMont Davis were present for the joint meeting.

Call to Order and Welcome of Guests

Chairman Bell called the meeting to order at 6:05 p.m. He welcomed the Clayton County Board of Commissioners for the special joint session and welcomed the guests.

Approval of Agenda

Chairman Bell presented the agenda for the special joint session and inquired as to whether there were any additions, changes, or deletions. There being none, the agenda was approved as presented. Motion by Sylvester Ford, seconded by Regina Deloach, vote unanimous. He also presented the agenda for the Authority's regular session and inquired as to whether there were any additions, changes, or deletions. There being none, the agenda was approved as presented. Motion by Michael Edmondson, seconded by Sylvester Ford; vote unanimous.

Joint Session with Clayton County Board of Commissioners

Chairman Turner called the meeting of the Board of Commissioners to order at 6:11 p.m., and the joint meeting ensued. Commissioners present were Chairman Jeffrey Turner, Commissioner Felicia Franklin Warner, Commissioner Gail Hambrick, and Commissioner

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DeMont Davis (arrived 6:15 p.m.). The agenda for the joint session was approved unanimously by the Board of Commissioners. Motion by Commissioner Hambrick, seconded by Commissioner Warner.

Both Boards discussed the current state of affairs, areas they would like to see changes or improvement, and steps going forward. They discussed developing a strategic plan, to develop a clear common vision and goals to move the County forward and which will address matters like governance, roles and responsibilities, and deliverables. Both Boards agreed that open communication is needed. They also agreed that more joint sessions will be helpful. County COO Detrick Stanford and Authority Executive Director Khalfani Stephens will work together to identify a facilitator to lead future joint meetings; they will first go to Clayton State University, and if the University can not assist, then they will go elsewhere in the University system to look for a facilitator. There being no further business to conduct jointly, the Board of Commissioners' meeting adjourned at 6:50 p.m. Motion by Commissioner Warner, seconded by Commissioner Hambrick, vote unanimous.

Whereupon, the Authority continued with its regular session meeting.

Approval of Minutes

The minutes of the October 8, 2019 regular and executive session meetings were presented and approved as presented. Motion by Larry Vincent, seconded by Helen McSwain, vote unanimous.

Approval of Treasurer's Report

Herman Andrews presented the Treasurer's report. He reported that the operating account began the month of September with an opening balance of \$5,432,805.79, and ended the month with a balance of \$5,372,513.06. That was the opening balance for the month of October, which ended the month with a balance of \$4,862,798.28. The difference is primarily from the transfer of \$500,000.00 to a separate account as previously approved to be used for loan programs established earlier this year.

He reported that the Finance team had met and decided that meeting quarterly would not be often enough, so they plan to meet again before the end of the year. They expect to present a proposed 2020 budget at the December meeting.

The Treasurer's report was approved as presented. Motion by Larry Vincent, seconded by Helen McSwain, vote 7-1-0 (Jean-Claude Bouget abstained).

Project Update

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Khalfani Stephens presented an update on projects he and the staff have been working on. He reported that Project Falcon is an Asian manufacturing company looking at a site in Fort Gillem. Project Spread, an Asian high tech lettuce grower, also has visited the County. He reported that Project Double Double has not made a decision about their final location.

OLD BUSINESS

1. Castellini Request

Khalfani Stephens reminded the Board that Castellini has sublet the CC Kitchens facility and has asked for the employment of the subtenant to count towards the employment requirements under the bond documents. The Authority previously approved the concept, with the caveat that CC Kitchens ultimately remain responsible for all obligations of the tenant under the bond documents. Upon motion by Sylvester Ford, seconded by Larry Vincent, it was unanimously resolved that the Assignment and Assumption Agreement and Subordination Agreement be and hereby approved and the officers be and hereby are authorized to execute the same.

NEW BUSINESS

2. URA Refinancing Request

County CFO Ramona Bivins discussed the existing bonds, which were originally issued in 2003 and refinanced in 2012. The current interest rate is 5%, but the County can get an interest rate of 2.2% now, resulting in a savings of approximately \$400,000.00. Greg Hecht recommended that the URA approve the bond resolution and exhibits. The County also requested that the URA waive its fees normally associated with bond issues. Michael Edmondson noted that bond fees are one of only two sources of revenue for the Authority. Ms. Bivins confirmed that the fee at issue is approximately \$7,500.00, and that all of the other parties involved are being paid their usual and customary fees. After a general discussion, upon motion by Michael Edmondson, seconded by Sylvester Ford, it was unanimously resolved that the Bond Resolution be and hereby is approved as presented. Upon motion by Michael Edmondson, seconded by Sylvester Ford, it was unanimously resolved that the exhibits to the bond resolution (bond purchase agreement, continuation agreement, and assignment) are approved in substantially the form presented, subject to such minor additions, changes, or deletions as may be approved by counsel. After further discussion, upon motion by Sylvester Ford, seconded by Michael Edmondson, it was unanimously resolved that the URA maintain its fees without waiver in this transaction.

3. Ford Reimbursement Request

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Mr. Ford noted that he had been sued by Don McMillian, as he was appointed to the seat vacated by Dr. McMillian upon his removal by the Board of Commissioners. He is asking for his fees to be paid. After a general discussion, it was the consensus of the Authority that it will follow its existing policy once fees have been paid and invoices presented for consideration.

4. Officer Elections

Mr. Stephens noted that there is a vacancy in the office of Secretary/Treasurer with Louis Johnson's removal from the Board. After a general discussion, upon motion by Helen McSwain, seconded by Michael Edmondson, it was unanimously resolved that Herman Andrews be elected to the office of Secretary/Treasurer, effective immediately. Authority counsel noted that Mr. Andrews' election created a vacancy in the office of Assistant Secretary/Treasurer, previously held by Mr. Andrews. After further discussion, upon motion by Herman Andrews, seconded by Sylvester Ford, it was unanimously resolved that Regina DeLoach be elected to the office of Assistant Secretary/Treasurer, effective immediately.

OTHER BUSINESS

1. Executive Session for the purpose of discussing real estate and potential litigation

Khalfani Stephens noted the need to have an executive session for purpose of discussing real estate. Motion by Herman Andrews, seconded by Helen McSwain. Vote unanimous. Whereupon, the meeting adjourned into executive session at 7:57 p.m.

Upon motion by Helen McSwain, seconded by Herman Andrews, it was unanimously resolved to reconvene the open meeting. Whereupon, the open meeting reconvened at 8:58 p.m.

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

Regina DeLoach and Helen McSwain asked Mr. Stephens to schedule a site tour throughout the County to give the members a better idea of the needs in the various areas.

Chairman Bell inquired as to whether there was any additional business to come before the Board. There being none, the meeting adjourned at 9:00 p.m. Motion by Herman Andrews, seconded by Helen McSwain, vote unanimous.

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Herman Andrews, Secretary/Treasurer