

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, APRIL 22, 2014 AT 2:00 P.M.
IN THE 4th FLOOR CONFERENCE ROOM
FULTON COUNTY GOVERNMENT CENTER BUILDING**

MINUTES

Present were the following Members of the Authority:

Mr. Robert J. Shaw – Chairman
Dr. Samuel D. Jolley, Jr. – Secretary
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Steve Broadbent – Board Member
Mr. Penn Hodge – Board Member
Ms. Patrise Perkins-Hooker – Board Member

Also present were Mr. Maceo Rogers, President, Dr. C. Clayton Powell, Executive Director, Mr. Lewis C. Horne, Jr. and Senator Leroy Johnson, attorneys for the Authority, and Ms. Sandra Z. Zayac of Schiff Hardin LLP. Ms. Marva Bryan, Ms. Doris Coleman and Ms. Sabrina Kirkland, staff of the Authority, were also present.

The meeting was called to order by Chairman Shaw.

INVOCATION: Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Also present were Mr. Edward Leidelmeijer of Commissioner Hausmann's office, Mr. Jeff Goodall of Fox5, Mr. Douglas Sams and Ms. Amy Wink of the Atlanta Business Chronicle, Mr. Mark Massey, Clerk of the Fulton County Board of Commission, Ms. Christine Schleppegrell of Schiff Hardin LLP and Mrs. Deborah Powell.

SWEARING IN OF MEMBERS: Mr. Mark Massey swore in re-appointed Authority member Mr. Penn Hodge.

OLD BUSINESS:

None.

NEW BUSINESS:

Letter of Inducement for GS Five Points Holdings, LLC ("GS"). Mr. Bill Holby of King & Spalding LLP and Mr. John Roberson of Graystar appeared in connection with the request for a letter of inducement for the issuance of \$54,000,000 in taxable bonds. The bonds will be used to finance the acquisition and development of a mixed-use development including 16,000 square feet of retail, 258 rental units and a five story parking facility. The project will permit the creation of approximately 200 new permanent jobs and 200 construction related jobs. Mr. Roberson informed the Authority that the project involved the assemblage of 20 parcels and that the Moreland Avenue corridor has been rezoned for mixed-use development. Mr. Horne explained that the DAFC was informed of the project this past Thursday and a request came from Invest Atlanta ("IA") for the DAFC to undertake this project. IA requested that the Authority follow IA's affordable housing policy. The Authority wanted the record to reflect that the Authority was aware of IA's request, but did not intend to impose

the policy on the project. For the record, the City of Atlanta imposes a 5% affordable housing minimum through its zoning department. Upon a motion made by Ms. Perkins-Hooker, which was seconded by Mr. Metze, the Authority approved the request for a letter of inducement.

Letter of Inducement for Daniel Corporation (“Daniel”). Mr. Dan McRae and Mr. Chris Compton of Seyfarth Shaw LLP and Mr. Donny Grundhoefer of Daniel appeared in connection with the request for a letter of inducement for the issuance of \$90,000,000 in taxable bonds. The bonds will be used to finance the acquisition and development of a mixed-use project including 15,000 square feet of retail, 319 rental units and a parking facility. The project will permit the creation of approximately 212 new permanent jobs. The project is located on Crescent Avenue and 11th Street. Upon questions from the Authority, Mr. Grundhoefer explained that the company would comply with the Authority’s policy for utilization of minority and female owned businesses in the construction and equipping of the project. Upon a motion made by Dr. Jolley on behalf of the Executive Committee, which was seconded by Mr. Metze, the motion failed as a result of Ms. Perkins-Hooker who voted against the motion and Mr. Bacote abstained. Ms. Perkins-Hooker then made a motion to reconsider the vote. All members were in favor and the Authority unanimously approved the request for a letter of inducement.

Letter of Inducement for 250 Owner, LLC (“250 Owner”). Mr. Dan McRae and Mr. Chris Compton of Seyfarth Shaw LLP and Mr. Merritt Lancaster of Paces Properties appeared in connection with the request for a letter of inducement for the issuance of \$53,000,000 in taxable bonds. The project will be developed by Paces Properties and will involve the renovation of an existing vacant office building in downtown Atlanta. The bonds will be used to finance the acquisition and development of a residential and commercial building, including 18,000 square feet of commercial meeting space. The project will permit the creation of approximately 20 new permanent jobs and 600 construction jobs. The property taxes on the current building are extremely low because the property is currently only valued at \$5 million. This renovation should increase both the value of the property and the property taxes to be paid on the property. Upon a motion made by Dr. Jolley, which was seconded by Mr. Metze and Mr. Hodge, the Authority approved the request for a letter of inducement.

Letter of Inducement for JLB Peachtree, LLC (“JLB”). Mr. Dan McRae and Mr. Chris Compton of Seyfarth Shaw LLP and Mr. Matthew Hollman of JLB appeared in connection with the request for a letter of inducement for the issuance of \$77,000,000 in taxable bonds. The mixed-use project will be located on Peachtree Street and 5th and will involve the acquisition and development of 290 residential units and 8,000 square feet of retail space. The project will permit the creation of approximately 20 new permanent jobs and 60 part time jobs. Upon a motion made by Mr. Broadbent, which was seconded by Dr. Jolley and Mr. Hodge, the Authority approved the request for a letter of inducement.

Letter of Inducement Facet Technologies, LLC (“Facet”). Mr. Dan McRae and Mr. Chris Compton of Seyfarth Shaw LLP and Mr. Don Jackson of Facet appeared in connection with the request for a letter of inducement for the issuance of \$18,000,000 in taxable bonds. The project involves the acquisition of medical equipment and devices for a manufacturer of blood glucose testing devices. The products are currently being produced in Japan and Facet would like to move the operation to Fulton County. The project will permit the creation of approximately 200 new permanent jobs. Upon a motion made by Mr. Bacote, which was seconded by Mr. Broadbent, the Authority approved the request for a letter of inducement.

ITEMS FOR APPROVAL:

Resolution Regarding Authority Financial Support of Other Organizations and Agencies The Executive Committee recommended approval of a Resolution regarding the Authority’s financial support of other agencies. A motion to approve the Resolution was made by Ms. Perkins-Hooker, seconded by Dr. Jolley and approved by the Authority as presented.

Loan to Cascade Business & Merchant's Association (the "Association") Mr. Ralph Vaughn, Executive Director of the Cascade Business & Merchant's Association appeared in connection with the request for a loan from the Authority relating to phase II of the Cascade Road/285 on an off ramp improvement project. The Association has been awarded a grant from GDOT to move forward with the improvements. The Association has requested the loan from the Authority in anticipation of receipt of the grant from GDOT. At that time, the Authority's loan would be repaid by the Association. Upon questions from the Authority, Mr. Vaughn explained that the grant would be disbursed to the Association once the improvements were completed. Upon motion by Ms. Perkins-Hooker, which was seconded by Dr. Jolley, the Resolution was approved by the Authority.

Approval of Authority Employee Handbook. Upon motion by Ms. Perkins-Hooker, which was seconded by Dr. Jolley, the Authority voted to table the discussion of the Employee Handbook until the President had an opportunity to review it.

Mr. Horne presented a report from the Authority's housing monitoring consultant Mr. Robert Strickland and Alert Financial Services.

Approval of 2014 Budget The Authority posed questions regarding expenses and requested to receive interim budget updates from the Authority staff. The Authority also requested a modification to the format of potential financial support as reflected in the Budget. Upon motion by Mr. Broadbent, which was seconded by Mr. Hodge, the 2014 Budget was approved by the Authority.

Executive Session

Upon motion by Mr. Broadbent and seconded by Ms. Perkins-Hooker, the Authority voted to move into executive session at 3:10 pm to discuss real estate matters. Upon motion by Mr. Broadbent and seconded by Mr. Bacote, the Authority voted to exit executive session at 3:25pm.

Project Activity Report Mr. Rogers presented the President's Report to the Authority.

Minutes. The minutes from the Regular Meeting held on March 25, 2014 and the Special Meeting held on March 28, 2014, were presented to the Authority for approval. Upon a motion made by Dr. Jolley, which was seconded by Mr. Hodge, the Authority unanimously approved the minutes as presented.

DISCUSSION:

President's Report. Mr. Rogers presented a report of his activities since the last meeting of the Authority and provided other administrative updates.

Legislative Update. Mr. Horne provided the Authority with an update on the legislative session and current status of the ongoing negotiations with Invest Atlanta.

NEXT MEETING:

Chairman Shaw announced that the next meeting will be a Special Meeting held on March 28, 2014 at 2:00 p.m. in the 4th floor conference room, room 4056.

There being no further business, the meeting was adjourned.

Dr. Samuel Jolley, Jr., Secretary

EXHIBIT A

Open Meetings Affidavit

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