

McPherson Implementing Local Redevelopment Authority

Board of Directors Meeting

February 2, 2012

Minutes

A meeting of the McPherson Implementing Local Redevelopment Authority (MILRA) was held on Thursday, February 02, 2012 at the Atlanta Development Authority at 86 Pryor Street, Suite 300, Atlanta, Georgia 30303.

Board Members:

Felker Ward, Jr., Chairman
Kenneth Deleon
David Todd
Chandra Houston
Ayesha Khanna
Richard Holmes
T. Rogers Wade
Brian McGowan

Staff, Legal Counsel and Others:

Jack Sprott, MILRA
Sandra Tennyson, MILRA
Darlene Hawksley, MILRA
Michael Lusk, MILRA
Ken Neighbors, Greenberg Traurig, LLP
Daniel H. Sherman IV, Greenberg Traurig, LLP
Kristin Denius, Assistant City Attorney, City of Atlanta
Jalal Slade, Strategic Planning Officer, City of Atlanta

Ex-Officio Members:

Councilmember Joyce Sheperd, City of Atlanta

Guests

Melody Harclerode, Harclerode Architects
Judy Bxite, ACU
Anthony C. Aiken, Aiken Global Group, LLC
Dustin Drab, CES- Colonial Hills
Bronaugh Bridges, Civic Concepts, LLC
Christina Byress, tvdesign
John OHarz, Hardin
Beck Bauer, Beck
Monica Robinson, Fulton County, Health Services
Michael Henderson, GA Health Policy Center
DeAndre S. Pickere, Representative from Ralph Long's Office
Aaron Johnson, Fulton County
Edward Powers, Transnet Aid

Allean Brown, NPU-S
Michael Graham, Fulton County
Greg Floyd, MARTA
Glenda Knight, MACC
Eric Vinson, ADG
Valerie Edwards, Integral
Herman Howard
Tammy Finley, O'Neal
Kim Sanders, Weston Solutions
Julian Tablada, Brookwood Group
Dianese Howard, Venetians Hills, NPU-S
Rizzjruh, CED
Bill Cain, GA Chambers
Angelo Carois, Cooper Carvy
Laurel Hill, Wells Fargo
Albert Murphy, Frazier Service Co.
Ray Michael, New China Venture
Thomas McKennie, ESGR
Lee M. Maywealth
Bridgett Tolbert, Greater Rising star Baptist
Brooke Dickerson, Arnall Golden Gregory
Zedede Linder, Standard
Brenda Archie, Residence INN DT
Jim Sapleton, Munson
Tripp Cook, Tinson Corp
Mark Sanders, GRA
Geri Dodson, Aegir Insurance Financial
Deborah Scott, Georgia Stand-UP

Chairman Ward called the MILRA meeting to order at approximately 10:04 a.m. It was determined that a quorum was not present. Chairman Ward asked that the Board review the agenda and minutes in anticipation of a formal vote when a quorum is achieved.

Announcements and Welcome:

Chairman Ward thanked the audience for their continued support and interest in the development of Fort McPherson. Chairman Ward reminded the audience about the sign-in-sheet for public comment for non-board members. He also asked that anyone making a comment to the Board, to please state their name, address and to limit their comment to three minutes.

Approval of the Agenda:

Confirming that a quorum was now present, Chairman Ward recommended the adoption of the agenda. Ayesha Khanna made a motion to approve and it was second by Chandra Houston. Approval was unanimous.

Approval of Minutes:

Chairman Ward called for the approval of the November 15, 2011 Minutes. Richard Holmes made a motion to approve and it was seconded by T. Rogers Wade. Approval was unanimous.

Regular Session:

Item No. 4: Financial Report for MILRA/MPLRA:

Mr. Michael Lusk gave a brief review of the current financial report for the period of July 1, 2011 to December 31, 2011 for the MILRA and the MPLRA. A copy of the report was attached for the Board Members perusal.

Item No. 5: Community Engagement Subcommittee Report:

Councilmember Member Sheperd stated that the Community Engagement Subcommittee was working well together in getting information back to the community and that selection process for the Master Developer was impressive in that a member from the community was selected to serve on the selection panel for the Master Developer. Councilmember Sheperd also stated that a letter is being drafted to go out to the various neighborhood associations and NPU's because the one year term for serving on these committees is about to expire and on March 9, 2012 a new slate for the NPU's and neighborhood association will be elected to serve for another year. Councilmember Sheperd also stated that renovation for the VA Hospital will begin next month and that the contractor, which is SRC, for this project, is committed to reaching out to the community in terms of job placement when the time arises.

A copy of the Community Engagement Subcommittee Minutes from its November 16, 2011 meeting was included in the Board's packet.

Item No. 6: Master Developer Selection Panel:

Mr. Jack Sprott stated that on November 21, 2011, The Master Developer RFQ was advertised in the AJC Sunday's newspaper and was also made available on the MILRA website. He also stated that a mandatory Pre-Proposal Conference was held on Thursday, December 1, 2011 at the offices of ADA and all responses to the RFQ were received by 12:00 noon on January 10, 2012 and two responses were received:

- 1. Carter- H.J, Russell Team**
- 2. Forest City- Cousins- Integral Team**

Mr. Sprott stated that staff proposes that separate staff level interviews with these two teams begin immediately and the most responsive Proposer or Proposer team will then be identified for approval at the next MILRA Board meeting and then proceed to the negotiation of definitive documents, such as a Master Development Agreement, which would detail the rights and responsibilities of the Master Developer or Master Development Team and MILRA, including without limitation, requisite capital and other contributions, management responsibilities, community engagement commitments, and other

rights and responsibilities. Mr. Sprott stated that in order to conduct these interviews and to meet certain deadlines in regards to the EDC Application, MILRA staff recommended that a special panel with representatives from the MILRA Community Engagement Subcommittee, and state and local government participate with and advise staff. The suggested panel members that agreed to serve, if approved by the Board are listed below:

- **Michael Graham** Real Estate Specialist, Fulton County
- **Jalal Slade** Strategic Planning Officer, City of Atlanta
- **Pat Wilson** CEO, Georgia Department of Economic Development
- **Dianese Howard** MILRA Community Engagement Subcommittee
- **Michael Lusk** Director of Finance, MILRA
- **Mike Cassidy** President and CEO, Georgia Research Alliance
- **Anthony Aiken** CEO, Aiken Global

Approval of Item No. 6:

David Todd made a motion to approve and authorize MILRA staff to assemble participating representatives on the panel to conduct in-person interviews with the two teams and advise the MILRA regarding a final selection for approval at its next meeting. It was seconded by Kenneth DeLeon. Approval was unanimous.

Public Comments:

Chairman Ward invited public comment and one audience member took advantage of the opportunity to speak.

Executive Session:

Item No. 9: EDC Transfer Negotiations:

Chairman Ward made an announcement to move into Executive Session and read the required statement:

“Ladies and Gentlemen:

In accordance with O.C.G.A. SECTION 50-14-4(B), a quorum of the McPherson Implementing LRA is present and will enter into executive session by a majority vote. The purpose for the closed section is for members to (1) deliberate regarding the acquisition of interest in real estate and (2) receive Attorney-Client Communication. The specific reason for the closed session is to discuss the acquisition of real property at Fort McPherson. The specific reasons for the closed session will be entered in the official minutes of the meeting and a notarized affidavit will be executed stating that the executive session was devoted to matters within the exceptions provided by law.”

After Chairman Ward read the statement, Chandra Houston made a motion to approve and it was seconded by T. Rogers Wade. The vote was unanimous.

The Board went into Executive Session for approximately 49 minutes. Ayesha Khanna made a motion to end the Executive Session and it was seconded by Richard Holmes. Approval was unanimous.

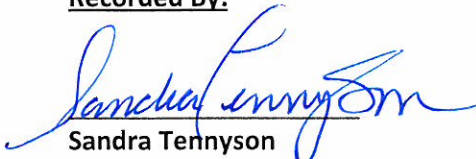
After the Executive Session had ended Chairman Ward asked that the meeting be reopened to the public.

Adjournment:

David Todd made a motion to adjourn. It was seconded by Richard Holmes. Approval was unanimous.

The MILRA meeting ended at approximately 11:18 a.m.

Recorded By:


Sandra Tennyson
Executive Assistant

3/1/12
Date

Approved By:


Jack C. Spratt
Executive Director

OPEN MEETINGS AFFIDAVIT

PERSONALLY APPEARED before the undersigned attesting officer, duly authorized to administer oaths, Felker Ward, Jr., who, after being duly sworn in, deposes and on oath states the following:

- (1) I was the presiding officer of a meeting of the McPherson Implementing Local Redevelopment Authority (the "Authority") held on the 2nd day of February, 2012.

- (2) I have been advised that *O.C.G.A* § 50-14-4(b) requires that when any meeting of the Authority is closed in accordance with an exception to the Open Meetings Law that:
 - (i) the specific reason for the closure is to be entered upon the official minutes of the meeting;
 - (ii) the meeting is to be closed only upon a majority vote of a quorum present for the meeting;
 - (iii) the minutes are to reflect the names of the members present and those voting for closure; and
 - (iv) the person presiding over the meeting is to execute and file with the official minutes of the meeting a notarized affidavit stating under oath that the subject matter of the meeting or the closed portion thereof was devoted to matters within the exceptions provided by law and identifying the specific relevant exception.

- (3) The subject matter of the closed meeting or closed portion of the meeting held on the 2nd day of February, 2012 which was closed for the purpose of:

DELIBERATION REGARDING PERSONNEL MATTER

- X DELIBERATION REGARDING ACQUISITION OF INTEREST IN REAL ESTATE**
(To be spread on minutes upon conclusion of disposition of interest in real estate)

DELIBERATION REGARDING EXISTING LITIGATION

- X ATTORNEY-CLIENT COMMUNICATION**

as allowed by *O.C.G. A.*, Title 50, Chapter 14 and was devoted to matters within those exceptions and as provided by law.

(4) This affidavit is being executed for the purpose of complying with the mandate of O.C.G.A. § 50-14-4(b) that such an affidavit be executed.

This 2nd day of February, 2012.



Felker Ward, Jr., Presiding Officer

Sworn and subscribed before me
This 2nd day of February, 2012.

Witnessed:



Notary Public (SEAL)



Witness

my commission expires 5/17/2015