



Development Authority of Fulton County

141 Pryor Street, S.W., Suite 1031, Atlanta, Georgia 30303 - (404) 612-8078

Dr. C. Clayton Powell
Executive Director

Robert J. Shaw
Chairman

John Dorris
Vice Chairman

Patrise Perkins-Hooker
Secretary

Walter Metze
Treasurer

Dr. John E. Maupin, Jr.
Board Member

Dr. Michael J. Bell
Board Member

Sam Bacote
Board Member

Dr. Samuel D. Jolley, Jr.
Board Member

an Hodge
Board Member

REGULAR MEETING
4TH FLOOR BOC CONFERENCE ROOM (4056)
TUESDAY, January 22, 2013
2:00 PM

1. CALL TO ORDER: - MR. ROBERT J. SHAW, CHAIRMAN

2. SWEARING IN:
Steve Broadbent

3. INVOCATION:

4. NOMINATING COMMITTEE REPORT:

5. RECOGNITION OF VISITORS:

6. OLD BUSINESS:

7. NEW BUSINESS:
100 Peachtree Street JV, LLC,
\$ 85,000,000 Inducement Resolution
Represented by Sharon Gay & Joe Krolkowski, McKenna
Long & Aldridge LLP

Atlanta Technical College Foundation, Inc.,
\$3,000,000 (Tax- Exempt) Inducement Resolution
Represented by Jim Monacell, Smith Gambrell & Russell, LLP

8. PRESIDENT'S REPORTS:

9. ITEMS FOR APPROVAL:

MINUTES
Special Call Meeting @ 1:00PM December 11, 2012

Regular Monthly Meeting @ 2:00PM December 11, 2012

10. DISCUSSION:

11. NEXT MEETING:

Regular Meeting – Tuesday, February 26, 2013 @ 2:00PM
4th Floor Conference (4056)

12. ADJOURN:

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, JANUARY 22, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metze – Treasurer
Dr. John E. Maupin, Jr. – Board Member
Dr. Michael J. Bell – Board Member
Mr. Sam Bacote – Board Member
Mr. D. Penn Hodge – Board Member
Mr. Steve Broadbent – 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. Kristina R. Jones of Schiff Hardin LLP.

The meeting was called to order by Chairman Shaw and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Also present were Commissioner Liz Hausmann, Mr. Edward Leidelmeijer of Commissioner Hausmann's office, Mr. Doug Sams and Ms. Amy Wing of the Atlanta Business Chronicle and Mrs. Deborah Powell.

ANNOUNCEMENTS:

Chairman Shaw and Dr. Powell commented upon their attendance at the funeral of former Authority member Mr. Rodney Cook and expressed their condolences and respect for Mr. Cook.

Chairman Shaw then announced that Representative Lynn Riley, a former member of the Authority, was elected head of the Fulton County Delegation and offered his congratulations.

Board members announced revisions to their contact information listed in the Authority's roster.

OLD BUSINESS:

None.

NEW BUSINESS:

Atlanta Technical College Foundation, Inc. Mr. Jim Monacell of Smith, Gambrel and Russell, Mr. Edward Nelson of Unincorporated South Fulton County Economic Development Initiative, Ms. Elizabeth King, Mr. Kenneth Thompson and Dr. Alveda Thomas, representing the Atlanta Technical College Foundation (the "Foundation") appeared in connection with the request for a Letter of Inducement for the issuance of \$3,000,000 in tax-exempt bonds. The bonds will be used to finance the acquisition and improvements, including furniture and fixtures, of a facility located at 5950 Fulton Industrial Boulevard and the acquisition and improvement of a land parcel located at 6110 Purdue Drive. The proposed project will create four new permanent jobs and will create opportunities for sustainable jobs in the future. Upon a motion by Ms. Perkins-Hooker and seconded by Dr. Jolley, the Letter of Inducement for the Foundation was unanimously approved.

100 Peachtree Street JV, LLC. Ms. Sharon Gay of McKenna Long & Aldridge appeared in connection with the request for a Letter of Inducement for the issuance of \$85,000,000 in taxable revenue bonds. The bonds will be used to finance the acquisition and renovation of the multi-use property located at 100 Peachtree Street, Atlanta, Georgia 30303, commonly referred to as the "Equitable Building," converting the property into a vibrant, energy-efficient, first-class asset. Ms. Gay explained that the current fair market value of the property is below \$19,000,000, but that after the renovation, the property will be worth an estimated \$85,000,000. Ms. Gay addressed the Authority's concerns about the property being located within the Westside Tax Allocation District ("TAD") explaining that Invest Atlanta has been made aware of 100 Peachtree Street JV's ("100 Peachtree") application for a letter of inducement with the Authority, but that 100 Peachtree might be willing to consider a disavowal of any TAD money. Upon a motion by Mr. Hodge and seconded by Mr. Bacote, the Letter of Inducement for 100 Peachtree, subject to Mr. Horne working to negotiate either a TAD disavowal or minimum valuation threshold for tax incentive purposes, was approved by all members of the Authority, excepting Dr. Bell who voted against the motion.

DISCUSSION:

Woodham Update. Mr. Horne provided the Authority with an update on the Sherman cases and explained that the Courtland Properties I, LLC project closed without intervention.

Legislative Session Update. Mr. Horne reminded the Authority that it currently had legislation pending in the General Assembly, but that the Authority's contract with its government relations consultant required clarification due to an apparent conflict between the actual commencement date, the stated term and date of expiration. Ms. Perkins-Hooker made a motion to amend the I-Squared contract term to expire on April 1, 2013. Mr. Broadbent stated that he would agree to the amendment provided that the next contract would be subject to public bid. Dr. Jolley acting in his authority as Vice Chairman due to Chairman Shaw's abstention from the discussion due to his professional relationship with the consultant, made a motion to amend the I-Squared contract to expire at the end of 90 days, and after such time future government relations contracts would be subject to public bid. The motion was unanimously approved by the Authority, excepting Chairman Shaw who abstained from the vote.

President's Report. Mr. Rogers presented a report of his activities since beginning his employment and provided other administrative updates.

Camille Stephen's Accident. Chairman Shaw reported that Ms. Camille Stephens had been injured in a car accident and extended his sympathies and prayers.

ITEMS FOR APPROVAL:

Minutes. The minutes from the Special and Regular Meetings held on Tuesday, December 11, 2012, were presented to the Authority for approval. Upon a motion by Dr. Maupin and seconded by Ms. Perkins-Hooker, the minutes were approved by the Authority as presented.

NEXT MEETING:

Chairman Shaw announced that the next meeting will be a Regular Meeting held on Tuesday, February 26, 2013, at 2:00 p.m. in the 4th floor conference room, room 4056. There being no further business, the meeting was adjourned.

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REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, FEBRUARY 26, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

AMANA ACADEMY
\$10 Million Final Bond Resolution
Represented by Susan Langford, Peck Shaffer

5. NEW BUSINESS:

CARTER'S INC.
\$30 Million Letter of Inducement Resolution
Represented by Tom Harrold, Miller & Martin

GEORGIA TECH FACILITIES, INC.
\$190 Million Letter of Inducement Resolution
Represented by Caryl Greenberg Smith, Hunton & Williams

AUDG HOLDINGS, LLC
\$70 Million Letter of Inducement Resolution
Represented by Mae Charles Barnes, Murray Barnes Finister, LLP

6. ITEMS FOR APPROVAL:

Budget 2013

Modification of Bylaws

DAFC Meeting Minutes from
January 22nd AND February 12th 2013

DISCUSSION:

President's Report

7. NEXT MEETING:

Regular Meeting – Tuesday, March 26, 2013 @ 2 PM
4th Floor Conference (4056)

8. EXECUTIVE SESSION:

Personnel

9. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, FEBRUARY 26, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Steve Broadbent – 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. Kristina R. Jones and Ms. Elyse Yang of Schiff Hardin LLP. Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan staff of the Authority were also present.

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Also present was Mrs. Deborah Powell.

OLD BUSINESS:

Amana Academy, Inc. The Authority approved the final bond resolution for the project. Mr. Edward Norwood, Ms. Pam Halloway, Mr. Calvin Stamps and Mr. Ehab Jaleel representing Amana Academy, Inc. appeared in connection with the request for approval of the final bond resolution. The purpose of the bond is for acquisition and renovation. Mr. Horne advised that Amana Academy, Inc. had submitted site approval correspondence from both the Fulton County Board of Education and the State Board of Education. Upon a motion from Ms. Perkins-Hooker that was seconded by Mr. Metze, the Authority members approved the final bond resolution for Amana Academy. Mr. Broadbent voted against the motion.

NEW BUSINESS:

Carter's, Inc. Mr. Bruce McCall and Mr. Tom Harrold, Jr. of Miller and Martin PLLC and Ms. Tanya Coventry-Strader of Carter's Inc. appeared in connection with the request for a Letter of Inducement for the issuance of \$30,000,000 in taxable revenue bonds. The bonds will be used in conjunction with the proposed relocation of Carter's, Inc's current headquarters facility to 3438 Peachtree Road, as well as the consolidation at that location of certain administrative operations

currently conducted in an out-of-state facility. The proposed project will employ approximately 680 people with 500 of those being current jobs and 180 new jobs. Upon a motion from Ms. Perkins-Hooker that was seconded by Dr. Jolley, the Authority members unanimously approved the letter of inducement resolution for Carter's, Inc.

GA Tech Facilities, Inc. Ms. Caryl Greenberg Smith of Hunton & Williams LLP and Ms. Aisha Oliver-Staley, Esq. and Mr. Jim Pierce, Director of Treasury Services, both from Georgia Tech appeared in connection with the request for a Letter of Inducement for the issuance of \$190,000,000 in tax-exempt bonds. The bonds will be used for (A) refunding Series 2003 bonds, not to exceed \$85M and (B) the potential refunding of Series 2004 bonds, not to exceed \$105M. Upon a motion from Ms. Perkins-Hooker and seconded by Mr. Broadbent, the Authority members approved the letter of inducement resolution for GA Tech Facilities, Inc.

AUDG Holdings, LLC Ms. Mae Charles Barnes of Murray Barnes Finister LLC and Mr. Ryan Holmes, CEO of Ambling University Development Group appeared in connection with the request for a Letter of Inducement for the issuance of \$70,000,000 in taxable revenue bonds. The bonds will be used for the purpose of a 267 unit mixed use/multifamily housing development at 930 Spring Street, NW, Atlanta, GA. Upon a motion from Dr. Jolley and second by Mr. Metze, the Authority members approved the letter of inducement resolution for AUDG Holdings, LLC.

ITEMS FOR APPROVAL:

Budget Mr. Shaw and the budget committee presented the 2013 budget. Various board members asked questions, which were answered appropriately by Ms. Marva Bryan. Upon a motion from Dr. Jolley and second by Mr. Metze, the 2013 budget, as amended, was approved unanimously by the Authority.

Bylaws Ms. Kristina Jones of Schiff Hardin explained the need to modify a portion of the Authority's bylaws. She explained that the bylaws were modified to acknowledge that the Authority had employed a President and does not intend to hire another executive director after Dr. Powell's term expires. Ms. Perkins-Hooker requested the bylaws be further amended to provide that the Executive Director shall perform the duties assigned by the President, as opposed to the Authority members. The motion made by Ms. Perkins-Hooker and seconded by Dr. Jolley to approve the by-laws, as amended, was unanimously approved.

Minutes The minutes from the Regular and Special Meetings held on Tuesday, January 22, 2013 and February 12, 2013, respectively were presented to the Authority for approval. Upon a motion by Ms. Perkins-Hooker and second by Dr. Jolley, the minutes for the January 22, 2013 meeting were unanimously approved by the Authority as presented. Upon another motion by Ms. Perkins-Hooker and seconded by Mr. Metze, the minutes for the February 12, 2013 meeting were unanimously approved by the Authority as presented.

PRESIDENT'S REPORT: Mr. Maceo Rogers informed the Authority of various meetings he had attended over the last month. He also shared some insight in regards to Aerotropolis and the 100 Peachtree Project.

EXECUTIVE SESSION:

Upon a motion by Ms. Perkins-Hooker and second by Dr. Jolley, the decision to adjourn into Executive Session for purposes of discussing personnel matters was unanimously approved.

Upon a motion by Mr. Bacote and seconded by Ms. Perkins-Hooker, the decision to exit Executive Session was unanimously approved.

Upon a motion by Ms. Perkins-Hooker that was seconded by Mr. Broadbent, the Authority approved the termination of services rendered by Mr. Anthony Snell and requested his replacement as registered agent for the Georgia Development Capital Fund, LLC. Mr. Bacote who voted against the motion, The Authority agreed that staff should conduct Request for Bids to perform monitoring services.

NEXT MEETING:

Chairman Shaw announced that the next meeting will be a Regular Meeting held on Tuesday, March 26, 2013, at 2:00 p.m. in the 4th floor conference room, room 4056. There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, MARCH 26, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:
5. NEW BUSINESS:
6. ITEMS FOR APPROVAL:

*DAFC Meeting Minutes from
February 26th 2013*

7. DISCUSSION:

Legislative Update

Unincorporated Fulton County Report

President's Report

8. ADDITIONAL INFORMATION:

TAB 1 *Senator, LeRoy R. Johnson – Class of '63 (AJC Article)*

TAB 2 *2013 Counties of Excellence (GA Trend Mag. – Fulton County)*

TAB 5 *Job Compliance Report*

9. NEXT MEETING:

*JDAMA Meeting (Retreat) – Tuesday, April 9, 2013 @ 11:30 AM
Henry County Chamber of Commerce*

*Regular Meeting – Tuesday, April 23, 2013 @ 2 PM
4th Floor Conference (4056)*

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, MARCH 26, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Steve Broadbent – Board Member
Mr. Penn Hodge – Board Member

Also present were Mr. Maceo Rogers, President, Dr. C. Clayton Powell, Executive Director, Mr. Lewis C. Home, Jr., attorney for the Authority, and Ms. Kristina R. Jones of Schiff Hardin LLP. Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan staff of the Authority was also present.

The meeting was called to order by Chairman Shaw at 2:00PM and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Also present were Mr. Rusty Paul of Isquared Communications, Inc. Mr. Dan McRae of Seyfarth Shaw, LLP, Mr. Edward Leidelmeijer of Commissioner Hausmann's office, Mr. Steve Smith of Rowell Downtown Development Authority, Mr. Ed Nelson and Mr. Art Brown of the Unincorporated South Fulton County Economic Development Initiative, Doug Sams of Atlanta Business Chronicle, Ms. Barbara Tucker and Mrs. Deborah Powell.

OLD BUSINESS:

Ms. Perkins-Hooker made a motion to amend the agenda, to add Georgia Tech Facilities, Inc. for a Final Bond Resolution in the amount of not to exceed \$80 million. This motion was seconded by Dr. Jolley and unanimously approved by the Board.

Mr. Paul gave a report on the 2013-2014 legislative session. Mr. Paul explained that Senate Bill 228 (the "Bill"), as proposed by Senator Brandon Beach, would have limited the ability of any county development authority to authorize an incentive deal within the jurisdiction of municipal development authorities within the county. Mr. Shaw and Mr. Paul both recognized the efforts of Ms. Perkins-Hooker, Mr. Home and Mr. McRae who immediately acted to educate the Senator and others about the disastrous effects that the Bill would have if passed. Once the Senator appreciated the implications of the Bill, he informed Mr. Paul that he had not intended

for the Bill to produce such a result and proceeded to table the Bill. Mr. Paul mentioned that had it not been for the Authority, this and other legislation may have easily passed.

Mr. McRae spoke briefly giving accolades to the Authority for the work they do for development authorities in the State of Georgia.

A motion was made supporting Mr. Shaw writing a letter to Senator Beach, thanking the Senator for defending and protecting the Authority during the session. Ms. Perkins-Hooker made the motion, which was seconded by Mr. Bacote. The Authority unanimously approved the motion. Mr. Hodge left the meeting prior to the vote.

Ms. Perkins-Hooker made a motion to extend Mr. Paul's lobbyist contract through December 31, 2013. Mr. Shaw immediately recused himself for the remainder of the discussion regarding Mr. Paul due to a conflict of interest. Dr. Jolley as the Vice Chair presided over the discussion associated with this motion. A motion was made to have staff begin the process of procuring lobbyist services for the next 3 years commencing as of January 1, 2014. The motion was seconded by Mr. Metz. The Authority members unanimously approved the motion.

NEW BUSINESS:

None.

ITEMS FOR APPROVAL:

Minutes. The minutes from the regular meeting held Tuesday, February 26, 2013, were presented to the Authority for approval. Upon a motion made by Ms. Perkins-Hooker and seconded by Dr. Jolley, the Authority unanimously approved the minutes for the February 26, 2013 meeting, as presented.

GA Tech Facilities, Inc. Ms. Caryl Greenberg Smith of Hunton & Williams LLP appeared in connection with the request for a Final Bond Resolution for the issuance of not to exceed \$80,000,000 in tax-exempt bonds in order to refund certain prior issued bonds. Upon a motion from Ms. Perkins-Hooker and seconded by Dr. Jolley, the Authority members approved the Final Bond Resolution for Georgia Tech Facilities, Inc.

UNINCORPORATED FULTON COUNTY REPORT: Mr. Nelson reported on the recent activities of the South Fulton County Economic Development team. He indicated that his office had closed nine projects since May of 2012. He stated that his office set a goal of closing twelve deals by May 2013 and he forecasted that they will hit that mark based on the fourteen project inquiries they recently received. His office has three potential bond financing projects and three development projects on the drawing board that will be in the \$100,000,000 range. He also mentioned that his office discovered an industrial baking cluster on Fulton Industrial and he indicated that they are working with Quality Living Services and companies within the cluster to provide local senior citizens employment opportunities while supplying the companies with a much needed workforce. One such company is considering hiring as many as 10% of their

workforce from the senior community. He thanked the Authority for its support, which permitted his office to create marketing materials and increase its market presence.

PRESIDENT'S REPORT: Mr. Rogers informed the Authority of the 41 projects that are active with the Authority. The projects consist of manufacturing, shared services, mixed-use, warehousing, and distribution. Of those projects, five new ones were referred by the State. He described some of the most active projects, such as Ambling, Alcon, Avalon, the Grand Bohemian and several others. He mentioned the Hyatt House of Georgia Aquarium anticipates coming before the Authority for an inducement resolution next month. Hyatt House is a 174 unit extended family vacation getaway adjacent to the Georgia Aquarium that anticipates breaking ground in September 2013. He notified the Authority that a couple of projects have been recognized throughout the Atlanta area, highlighting the Carter's Inc. and Owens Corning projects. He announced the soft launch of the new logo and website evidenced primarily through an advertisement in the Atlanta Business Chronicle. Mr. Rogers also shared an article about Senator Johnson that was published in the Atlanta Journal Constitution. He mentioned that Fulton County was listed as one of the 2013 Counties of Excellence according to Georgia Trend Magazine.

NEXT MEETING:

Chairman Shaw announced that the Joint Development Authority of Metropolitan Atlanta will hold its next meeting on Tuesday, April 9, 2013, at 11:30 a.m. at the Henry County Chamber of Commerce. The next Regular Meeting of the Authority will be held on Tuesday, April 23, 2013, at 2:00 p.m. in the 4th floor conference room, room 4056. There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, APRIL 23, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

CARTER'S, INC
\$ 30 MILLION FINAL BOND RESOLUTION
Represented by Bruce McCall, Miller & Martin, PLLC

5. NEW BUSINESS:
6. ITEMS FOR APPROVAL:

*DAFC Meeting Minutes from
March 26th 2013*

7. DISCUSSION:
Camp Creek CID Presentation
Invest Atlanta
President's Report

8. ADDITIONAL INFORMATION:

TAB 1 Camp Creek Proposal for The Airport West (Camp Creek CID)
TAB 2 Project Activity Report

9. NEXT MEETING:

Regular Meeting – Tuesday, May 28, 2013 @ 2 PM
4th Floor Conference (4056)

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, APRIL 23, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metzger – Treasurer
Mr. Sam Bacote – Board Member
Mr. Steve Broadbent – Board Member
Mr. Penn Hodge – Board Member
Dr. Michael Bell – 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. Kristina R. Jones of Schiff Hardin LLP. Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan staff of the Authority were also present.

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Also present were Commissioner Liz Haussman, Mr. Edward Leidelmeijer of Commissioner Haussman's office, Senator Brandon Beach of the Greater North Fulton Chamber of Commerce, Ms. Bethany Usry of Progress Partners of North Fulton Atlanta ("Progress Partners"), Ms. Natalie Martin of Duke Realty, Mr. Emory Morsberger of Morsberger Revitalization, Mr. Emil Runge of Commissioner Eaves' Office, Mr. Art Brown of Unincorporated South Fulton County Economic Development Initiative, Ken Dobson and Joyce Rhodes from Fulton County Economic Development Department and Mrs. Deborah Powell.

Mr. Shaw expressed his gratitude to Senator Beach for his legislative efforts on behalf of the Authority in combatting Senate Bill 228 (the "Bill"). He then introduced Senator Brandon Beach who spoke briefly about the Bill and stated he would remain vigilant to ensure that the Bill, or any comparable legislation, is not reintroduced in the Senate.

Mr. Hodge stated that he had a prior obligation and excused himself from the remainder of the meeting.

Mr. Shaw then permitted Senator Beach and Ms. Usry to give a report from Progress Partners. Ms. Usry mentioned that Progress Partners has had great success, primarily because of the Authority's support. She explained that Progress Partners' most significant, recent project was

Avalon Project, gave an update of the projects closed in 2012 and the projects on which they are currently working. In closing, Ms. Usry asked for the third and final installment of the \$50,000 grant to Progress Partners for 2013. Ms. Perkins-Hooker made a motion to approve the request, and Mr. Broadbent seconded the motion. The Authority unanimously approved the request.

OLD BUSINESS:

Carter's, Inc. Mr. Bruce McCall of Miller and Martin PLLC appeared in connection with the request for a Final Bond Resolution for the issuance of \$30,000,000 in taxable revenue bonds. The bonds will be used in conjunction with the proposed relocation of Carter's, Inc.'s headquarters to 3438 Peachtree Road, as well as the consolidation at that location of certain administrative operations currently conducted in an out-of-state facility. The proposed project will create approximately 180 new jobs and retain approximately 150 jobs. Upon a motion from Dr. Jolley that was seconded by Mr. Metzke, the Authority unanimously approved the final bond resolution for Carter's, Inc.

NEW BUSINESS: None.

ITEMS FOR APPROVAL:

The minutes from the regular meeting held Tuesday, March 26, 2013, were presented to the Authority for approval. Ms. Perkins-Hooker suggested some typographical revisions. Upon a submission of acceptance by Ms. Perkins-Hooker, the Authority unanimously approved the minutes for the March 26, 2013 meeting, as amended.

AIRPORT WEST CID (CAMP CREEK) PRESENTATION: Mr. Morsberger and Ms. Martin came before the Authority requesting a \$50,000 grant to be used, in part, to create a Community Improvement District ("CID") along Camp Creek Parkway. They stated the CID would extend from Butner Road to Hartsfield-Jackson Airport and include parts of Virginia Ave. Mr. Runge mentioned the CID will assist with infrastructure investments as a region. He said they envision being able to get vacant land ready to go for building Class "A" office space. Upon clean-up and infrastructure improvements being completed, they anticipate businesses will relocate to the area and will likely utilize the Authority for industrial bond financing. Ms. Perkins-Hooker made a motion to approve the \$50,000 grant to the CID in order to support certain marketing, branding, transportation planning, and clean-up projects and activities, with the express condition that the CID refer all prospects to the Authority for possible financing. Mr. Broadbent seconded the motion, which was unanimously approved by the Authority.

INVEST ATLANTA: Mr. Horne gave an update on his ongoing discussions with Invest Atlanta. He explained that members and representatives of the Authority have met with Invest Atlanta on several occasions hoping that the Authority and Invest Atlanta could cooperate, collaborate and co-exist peacefully. He informed the Authority that Invest Atlanta continues to request that the Authority refrain from undertaking any tax incentives or other incentive financing projects within Invest Atlanta's jurisdiction or at least within its Tax Allocation Districts ("TADs"). He indicated that Invest Atlanta was taking this position despite the Authority's willingness to limit tax incentive structures so that TADs remain unharmed. Mr. Horne, with the Authority's

authorization, agreed to draft a letter to formally set forth this and other concessions to Invest Atlanta. Dr. Powell stated that Invest Atlanta has been trying to get the Authority to stop operating within its jurisdiction for the past 20 years, but that as long as clients continue to prefer the Authority to Invest Atlanta, the Authority is willing to contribute to the economic development of both the City and the County.

Mr. Horne then mentioned Invest Atlanta's new requirement that any Invest Atlanta residential apartment deals with tax incentives must have a 10% low-income housing set aside. He asked the members to consider whether they would like to impose a similar requirement. He further reported that the Amana Academy project recently closed and that it was the first unrated bonds issue the Authority has ever closed. However, he mentioned that the authority had induced other proposed unrated bond issues over the years. Initially, the Georgia Tech Facilities, Inc. deal was on hold because of Senate Bill 228, but it was validated on April 22, 2013. He also mentioned a Special Call Meeting may be scheduled shortly after the May 28th meeting to accommodate the client's schedule for bond pricing.

At this time, Mr. Horne and Ms. Jones explained that they have a prior obligation and expressed their apologies for missing the remainder of the meeting. Senator Johnson also left with a similar engagement.

ITEMS FOR DISCUSSION:

PRESIDENT'S REPORT: Mr. Rogers explained that there are currently 39 projects that the staff is actively working. He then proceeded to discuss several examples including: DLB, a multi-family project that will create 132 jobs and \$62,000,000 in new investment, and Project Dewberry, a mixed-use \$102,000,000 project. Both projects will be coming to the Authority for inducement resolutions in May. He also provided an update on Project Thrasher, a healthcare facility that will create 150 jobs and \$25,000,000 in new investment.

Mr. Rogers introduced Mr. Brown who shared with the Authority the Unincorporated South Fulton County Economic Development Initiative's new marketing material that was funded by the Authority.

Mr. Shaw asked Mr. Metzke if he wanted to revisit a motion he wanted to make at the last meeting. Mr. Metzke made a motion to increase the Authority members' per diem for regular monthly meetings from \$100 to \$150. The motion was seconded by Dr. Jolley and approved by the Board with Mr. Broadbent, Ms. Perkins-Hooker and Dr. Bell voting against the motion.

EXECUTIVE SESSION:

Upon a motion by Ms. Perkins-Hooker, which was seconded by Dr. Jolley, the decision to adjourn into Executive Session for purposes of discussing personnel matters was unanimously approved.

Upon a motion by Ms. Perkins-Hooker, which was seconded by Dr. Jolley, the decision to exit Executive Session was unanimously approved by the Authority. No action was taken on matters discussed during Executive Session.

NEXT MEETING:

Chairman Shaw announced that the next meeting will be a Regular Meeting held on Tuesday, May 28, 2013, at 2:00 p.m. in the 4th floor conference room, room 4056. There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, MAY 28, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

Dewberry 1155 Peachtree, LLC
\$ 66 MILLION FINAL BOND RESOLUTION
Represented by Dan McRae, Seyfarth Shaw, PLLC

MD Hodges Enterprises, Inc.
Resolution regarding modification of Series 2003 Bonds
Represented by Michael Wall, Troutman Sanders

NADG U.S. Core Plus Acquisitions, LLC
Resolution regarding assignment of Prado/Sembler project to
NADG U.S. Core Plus Acquisitions, LLC / North American Development Group
Represented by Matt Nichols, Sutherland Asbill & Brennan

5. NEW BUSINESS:

YOUNG MEN'S CHRISTIAN ASSOC. OF METRO ATLANTA, INC.
\$7,500,000 Letter of Inducement Resolution
Represented by Bill Holby, King and Spalding

AVALON NORTH, LLC
\$550,000,000 Letter of Inducement Resolution
Represented by Joe Krollikowski, McKenna Long Aldridge

6. ITEMS FOR APPROVAL:

DAFC Meeting Minutes from
April 23rd 2013

7. DISCUSSION:

President's Report

8. ADDITIONAL INFORMATION:

TAB 2 Project Activity Report

TAB 3 CDFA Conference Info

9. NEXT MEETING:

Special Call Meeting (GA TECH) – Thursday, June 13, 2013 @ 2 PM
Tax Assessors' Conference (2052)

Regular Meeting – Tuesday, June 25, 2013 @ 2 PM
4th Floor Conference (4056)

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, MAY 28, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metzger – Treasurer
Mr. Sam Bacote – Board Member
Mr. Steve Broadbent – Board Member
Mr. Penn Hodge – Board Member
Dr. Michael Bell – Board Member

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

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Also present were Commissioner Liz Hausmann, Mr. Edward Leidelmeijer of Commissioner Hausmann's office, Senator Brandon Beach of the Greater North Fulton Chamber of Commerce, Mr. Emil Runge of Commissioner Eaves' Office, Mr. Ken Dobson from Fulton County Economic Development Department, Mr. Bernie Tokarz, Cornerstone On Demand, Mr. Darryl Smith, Sutherland, Mr. John Kelley, Avalon, Mr. Michael Wall, Troutman Sanders LLP, Mr. Dan McRae, Seyfarth Shaw PLLC, Mr. Michael Ward, Greenberg Traurig LLP, Mr. Joe Krolkowski and Ms. Sharon Gay of McKenna Long Aldridge LLP, Mr. Gil Prado, The Boulevard Improvement District, Mr. Thomas Flanigan, Clarion Partners, Mrs. Deborah Powell and Mr. Doug Sams of the Atlanta Business Chronicle.

OLD BUSINESS:

Final Bond Resolution for Dewberry 1155 Peachtree, LLC ("Dewberry"), Mr. McRae of Seyfarth Shaw PLLC appeared with in connection with the request for a Final Bond Resolution for the issuance of \$66,000,000 in taxable revenue bonds. The proposed project is approximately 50 percent leased and is not located in a tax allocation district. Upon a motion from Ms. Perkins-Hooker that was seconded by Dr. Jolley, the Authority approved the final bond resolution for Dewberry. Dr. Bell voted against the motion to approve the issuance.

Resolution for MD Hodges Enterprises, Inc. ("MD Hodges"). Mr. Wall of Troutman Sanders, LLP appeared to seek approval of a resolution which would allow the legal description for the property used as security to be modified and to permit other clarifications to the MD Hodges Series 2003 Bonds. The motion for approval was made by Mr. Hodge and it was seconded by Ms. Perkins-Hooker. The motion was approved unanimously by the Authority.

Resolution regarding assignment of Prado Project NADG U.S. Core Plus Acquisitions, LLC ("NADG"). Mr. Smith of Sutherland and Mr. Ward of Greenberg Traurig LLP appeared in connection with the request for a resolution which would allow NADG to acquire the Prado/Semler, project which was approved by the Authority in 2007. Mr. Smith stated NADG will be assuming liability for all obligations and responsibilities associated with the project. After questions and discussion from members of the Authority, a motion to approve the resolution was made by Ms. Perkins-Hooker, and it was seconded by Mr. Broadbent. The motion was subsequently approved by the Authority. Dr. Bell voted against the motion to approve the issuance.

NEW BUSINESS:

Young Men's Christian Association of Metropolitan Atlanta, Inc. ("YMCA"). Mr. Bill Holby of King and Spalding and Mr. Billy Holley from the YMCA presented the Letter of Inducement Resolution for the issuance of \$7,500,000 in tax-exempt bonds. Mr. Holley stated the bonds would be used for the renovation and expansion of two branches, Villages of Carver and Carl Sanders. It was stated the bonds will be privately placed with BB&T. The motion for approval was made by Dr. Jolley and seconded by Mr. Metzke. The Authority unanimously approved the motion.

Avalon North, LLC ("Avalon"). Mr. Joe Krolikowski and Ms. Sharon Gay of McKenna Long Aldridge LLP and Mr. John Kelly of Avalon introduced the project to the Authority. Ms. Gay presented a \$550,000,000 mixed-use project composed of 550,000 s.f. retail, 840,000 s.f. office, 250 apartment units and 475 hotel rooms, for a Letter of Inducement Resolution. The project will be located at Prospect Park which is 125-acres of vacant land on Old Milton Parkway in Alpharetta. After questions from members of the Authority, a motion for approval was made by Mr. Hodge and it was seconded by Mr. Broadbent. The motion was unanimously approved by the Authority.

ITEMS FOR APPROVAL:

The minutes from the regular meeting held Tuesday, April 23, 2013, were presented to the Authority for approval. Upon a motion for acceptance by Ms. Perkins-Hooker and a second by Mr. Hodge, the Authority unanimously approved the minutes for the April 23, 2013 meeting, as amended.

ITEMS FOR DISCUSSION:

President's Report Mr. Rogers introduced Mr. Flanigan, Chairman of Fulton Industrial CID and Mr. Prado, the new Executive Director for the Fulton Industrial CID to the Authority.



DEVELOPMENT AUTHORITY
of **FULTON COUNTY**

141 Pryor Street, S.W., Suite 1031, Atlanta, Georgia 30303 - (404) 612-8078

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, JUNE 25, 2013
2:00 PM

J. Maceo Rogers, Jr.
President

Robert J. Shaw
Chairman

Dr. Samuel Jolley, Jr.
Vice Chairman

Patrise Perkins-Hooker
Secretary

Walter Metz
Treasurer

Dr. John E. Maupin, Jr.
Board Member

Dr. Michael J. Bell
Board Member

Sam Bacote
Board Member

Penn Hodge
Board Member

Steve Broadbent
Board Member

Dr. C. Clayton Powell
Executive Director

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

YOUNG MEN'S CHRISTIAN ASSOC. OF METRO ATLANTA, INC.
\$7,500,000 Final Bond Resolution
Represented by Bill Holby, King and Spalding

UH SPRING STREET, LLC
\$70,000,000 Final Bond Resolution
Represented by Mae Charles Barnes, Murray Barnes Finister

BENT CREEK APARTMENTS
Modification to Series 2004-A
Represented by Ken Pollock, McKenna Long Aldridge

AVR UPTOWN SQUARE, LLC
Resolution regarding assignment of Uptown Square Lane project to
AVR Uptown Square, LLC
Represented by Peter Hartman, Hartman Simon & Wood LLP

5. NEW BUSINESS:

ERNST & YOUNG U.S. LLP
REBA Grant Letter of Inducement Resolution
Represented by Rose Burden, Ernst & Young

JLB Pharr Road LLC
\$62,000,000 Letter of Inducement Resolution
Represented by Dan McRae, Seyfarth Shaw LLP

6. ITEMS FOR APPROVAL:

DAFC Meeting Minutes from
May 26, 2013

2012 Annual Audit

7. DISCUSSION:

President's Report

8. ADDITIONAL INFORMATION:

Tab 1 - Fulton County Map

Tab 2 - Project Activity Report

9. NEXT MEETING:

JDAMA MEETING - Tuesday, July 16, 2013 @ 12 PM
Morehouse College Shirley A. Massey Conference Center

Regular Meeting - Tuesday, July 23, 2013 @ 2 PM
4th Floor Conference (4056)

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, JUNE 25, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Penn Hodge – Board Member

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

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Visitors present were Mr. Edward Leidelmeijer of Commissioner Hausmann's office, Mrs. Deborah Powell, Ms. Odessa Archibald of Georgia Power, Ms. Elizabeth Wells and Mr. Leandrew Tabb of Tabb & Tabb, and Schiff Hardin Summer Associates Mr. Nick McDaniel and Mr. Alex Galvan.

OLD BUSINESS:

Final Bond Resolution for Young Men's Christian Association of Metropolitan Atlanta, Inc. ("YMCA"). Mr. Bill Holby of King and Spalding, LLP presented the Final Bond Resolution for the issuance of \$7,500,000 in tax-exempt bonds. Mr. Holby stated the bonds would be used for the renovation of the Carl Sanders YMCA and expansion of the two branches, Villages of Carver and Carl Sanders. The motion to approve a Final Bond Resolution for the YMCA was made by Dr. Jolley and seconded by Mr. Metze. The Authority voted unanimously to approve the motion.

Final Bond Resolution for UH Spring Street, LLC. Ms. Mae Charles Barnes of Murray Barnes Finister appeared to seek approval of a Final Bond Resolution in the amount of \$70,000,000 for student housing for Georgia Tech students. The motion to approve a Final Bond Resolution for UH Spring Street, LLC was made by Mr. Hodge and it was seconded by Mr. Bacote. The Authority voted unanimously to approve the motion.

Modification for Bent Creek Apartments Project ("BC Apts."). Mr. Ken Pollock of McKenna Long Aldridge appeared to seek modification to Series 2004-A Bonds in order to reduce the debt service for BC Apts. Upon a motion made by Mr. Hodge and seconded by Dr. Jolley. The modification for BC Apts. was approved by the Authority with Ms. Perkins-Hooker abstaining.

Resolution Regarding Assignment of Uptown Square /Lane Project to AVR Uptown Square, LLC ("AVR"). Mr. Peter Hartman of Hartman Simon & Wood LLP appeared in connection with the request for a resolution which would allow AVR to acquire the Uptown Square/Lane project which was previously approved by the Authority. Upon questions from the Authority Mr. Hartman stated that AVR will not be making changes to the project. Upon a motion to approve the resolution was made by Mr. Hodge, and it was seconded by Ms. Perkins-Hooker. The Authority voted unanimously to approve the motion.

NEW BUSINESS:

Ernst & Young U.S. LLP ("E&Y") REBA Grant. Ms. Rose Burden of Ernst & Young explained that the Authority has been asked to serve as a conduit issuer with regards to the \$1,000,000 REBA Grant Letter of Inducement Resolution that was awarded from the State. She stated that the REBA Grant is for E&Y's expansion to locate a Global IT Hub in Alpharetta. This expansion will bring 400 new jobs with an average salary of \$76,000. A motion to approve the Inducement Resolution was made by Ms. Perkins-Hooker and seconded by Dr. Jolley. The Authority voted unanimously to approve the motion.

JLB Pharr Road LLC. Mr. Dan McRae of Seyfarth Shaw LLP appeared to request a Letter of Inducement Resolution in the amount of \$62,000,000 for the redevelopment of a multi-family residential project. He stated that \$300,000 has already been invested in environmental remediation and the project will bring 100 construction jobs and 10-12 permanent jobs. A motion to approve the Inducement Resolution was made by Ms. Perkins-Hooker and seconded by Mr. Hodge. The Authority voted unanimously to approve the motion.

ITEMS FOR APPROVAL:

Minutes. The minutes from the regular meeting held Tuesday, May 28, 2013, were presented to the Authority for approval. Upon a motion for acceptance by Ms. Perkins-Hooker and a second by Dr. Jolley, the Authority voted unanimously to approve the minutes of the May 28, 2013 meeting.

2012 Annual Audit. The Auditors from Tabb and Tabb, Mr. Leandrew Tabb and Ms. Elizabeth Wells presented the 2012 Audit to the Authority. Ms. Wells thoroughly explained the details of the audit report and answered any questions posed by Members of the Authority. A motion to accept the 2012 Audit Report was made by Ms. Perkins-Hooker and a seconded by Dr. Jolley. The Authority voted unanimously to approve the motion.

ITEMS FOR DISCUSSION:

President's Report. Mr. Rogers introduced Ms. Odessa Archibald with Georgia Power Company and discussed with the Members details of the Fulton County Economic Development Partnership meeting that was held on June 12th at the Georgia Resource Center. He mentioned that Progress Partners, South Fulton Economic Development Initiative, Fulton County Economic Development Department and the Development Authority of Fulton County Staff spoke to project managers from the State and Georgia Power to explain what each of the entities does and how they work together. He explained the breakdown of the map that was located in Tab 1 of the Member's board books. He stated in June, there were two projects that became active as a result of referrals from the State of Georgia. Project Gemini is one of the projects looking to locate in North Fulton County and is expected to bring 300 jobs along with \$6-8 million of new investment. Project Mark is a distribution entity looking to locate in South Fulton County focused on Union City/East Point with the potential for \$10,000,000 investment in equipment only. When asked by the Authority where he gets projects from besides the State of Georgia; Mr. Rogers stated that he also gets project activity from marketing, project managers from various cities, developers and brokers.

Mr. Horne gave a brief update regarding the Authority's litigation involving Mr. John Sherman and his attorney Mr. John Woodham.

NEXT MEETING:

Chairman Shaw announced that the Joint Development Authority of Metropolitan Atlanta Quarterly Meeting will be held on Tuesday, July 16, 2013 at 12:00 p.m. at the Shirley A. Massey Executive Conference Center on the campus of Morehouse College, which will be hosted by Development Authority of Fulton County. Also, the next Regular Meeting will be held on Tuesday, July 23, 2013, at 2:00 p.m. in the 4th floor conference room, 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary



DEVELOPMENT AUTHORITY
of **FULTON COUNTY**

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REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, JULY 23, 2013
2:00 PM

J. Maceo Rogers, CEcD
President

Robert J. Shaw
Chairman

Dr. Samuel Jolley, Jr.
Vice Chairman

Patrise Perkins-Hooker
Secretary

Walter Metz
Treasurer

Dr. John E. Maupin, Jr.
Board Member

Dr. Michael J. Bell
Board Member

Sam Baente
Board Member

Penn Hodge
Board Member

Steve Broadbent
Board Member

Dr. C. Clayton Powell
Executive Director

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

JLB PHARR ROAD LLC

*\$62,000,000 Final Bond Resolution
Represented by Michelle Barnett, Seyfarth Shaw LLP*

TWO PEACHTREE POINTE

*Resolution regarding assignment of Two Peachtree Pointe project to
Peachtree Pointe Property, LLC
Represented by Michelle Barnett, Seyfarth Shaw LLP*

GALLERY UPTOWN PROJECT

*Resolution regarding assignment of Gallery Uptown project to
Peachtree Pointe Property, LLC
Represented by Michelle Barnett, Seyfarth Shaw LLP*

5. NEW BUSINESS:

**FULTON COUNTY ADMINISTRATION BUILDING PLAZA
WATER FOUNTAIN IMPROVEMENTS**

Presented by Mr. Robert J. Shaw, Chairman

6. ITEMS FOR APPROVAL:
*DAFC Meeting Minutes from
June 25, 2013*

7. DISCUSSION:

8. ADDITIONAL INFORMATION:

9. NEXT MEETING:

*JDAMA MEETING – Tuesday, July 30, 2013 @ 12 PM
Morehouse College Shirley A. Massey Conference Center*

*Regular Meeting – Tuesday, August 13, 2013 @ 2 PM
4th Floor Conference (4056)*

10. ADJOURN

DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, JULY 23, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Penn Hodge – Board Member
Mr. Steve Broadbent – Board Member

Also present were Dr. C. Clayton Powell, Executive Director, Mr. Lewis C. Horne, Jr. attorney for the Authority, and Ms. Sandra Zayac of Schiff Hardin LLP. Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan staff of the Authority was also present.

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Visitors present were Mr. Edward Leidelmeijer of Commissioner Hausmann's office and Mrs. Deborah Powell.

OLD BUSINESS:

Final Bond Resolution for JLB Pharr Road LLC. Mr. Dan McRae of Seyfarth Shaw LLP appeared to request a Final Bond Resolution in the amount of \$62,000,000 for the redevelopment of a multi-family residential project. He stated that there were no changes. A motion to approve the Final Bond Resolution was made by Ms. Perkins-Hooker and seconded by Mr. Broadbent. The Authority voted unanimously to approve the motion.

Resolution Regarding Assignment of Two Peachtree Pointe Project to Peachtree Pointe Property. Mr. Dan McRae of Seyfarth Shaw LLP appeared in connection with the request for a resolution which would allow Peachtree Pointe Property to acquire the Two Peachtree Pointe Project which was the Invesco project previously approved by the Authority. Mr. McRae stated that the existing owners want to change the state of incorporation for their LLC from Georgia to a Delaware LLC. Mr. McRae explained there were no other changes being proposed in the Assignment documents. A motion to approve the resolution was made by Dr. Jolley, and it was seconded by Ms. Perkins-Hooker. The Authority voted unanimously to approve the motion.

Resolution Regarding Assignment of Gallery Uptown Project to Peachtree Pointe Property. Mr. Dan McRae of Seyfarth Shaw LLP appeared in connection with the request for a resolution which would allow Peachtree Pointe Property to acquire the Gallery Uptown Project which was the second part of the previous project. Mr. McRae stated that all other terms of this project will remain the same as in the previous project. Upon a motion to approve the resolution made by Mr. Broadbent, and it was seconded by Ms. Perkins-Hooker. The Authority voted unanimously to approve the motion.

NEW BUSINESS:

Fulton County Administration Building Plaza Water Fountain Improvements. Mr. Robert J. Shaw, Chairman has been asked by Commissioner Liz Hausmann and supported by Commissioner Joan Garner if the Authority would provide financial assistance with a multi-phase project to rehab the water fountain outside of the Fulton County Government Center building. A motion was made by Ms. Perkins-Hooker and seconded by Mr. Broadbent to approve the support of this project by relinquishing the approximately \$85,000 in funds that have been accumulating from housing monitoring fees due to the Authority that had not been paid. She stated this information should be presented in writing with a requirement that any new fees collected from August 1, 2013 forward must immediately be paid to the Development Authority of Fulton County. The Authority voted unanimously to approve the motion.

ITEMS FOR APPROVAL:

Minutes. The minutes from the regular meeting held Tuesday, June 25, 2013, were presented to the Authority for approval. Upon a motion for acceptance by Ms. Perkins-Hooker and a second by Mr. Broadbent, the Authority voted unanimously to approve the minutes of the June 25, 2013 meeting.

ITEMS FOR DISCUSSION:

Mr. Horne gave a brief update regarding the Authority's pending.

NEXT MEETING:

Chairman Shaw announced that the Joint Development Authority of Metropolitan Atlanta's Quarterly Meeting will be held on Tuesday, July 30, 2013 at 12:00 p.m. at the Shirley A. Massey Executive Conference Center on the campus of Morehouse College, which will be hosted by Development Authority of Fulton County. Also, the next Regular Meeting will be held on Tuesday, August 13, 2013, at 2:00 p.m. in the 4th floor conference room, 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary



DEVELOPMENT AUTHORITY
of **FULTON COUNTY**

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J. Maceo Rogers, CEED
President

Robert J. Shaw
Chairman

Dr. Samuel Jolley, Jr.
Vice Chairman

Patrise Perkins-Hooker
Secretary

Walter Metz
Treasurer

Dr. John E. Maspin, Jr.
Board Member

Dr. Michael J. Bell
Board Member

Sam Bacote
Board Member

Penn Hodge
Board Member

Steve Broadbeat
Board Member

Dr. C. Clayton Powell
Executive Director

**SPECIAL CALL MEETING
2ND FLOOR CONFERENCE ROOM (2052)
THURSDAY, AUGUST 1, 2013
1:00 PM**

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN

2. INVOCATION:

3. RECOGNITION OF VISITORS:

4. OLD BUSINESS:

GEORGIA TECH FACILITIES, INC.
\$57,250,000 Supplemental Final Bond Resolution
Represented by Doug Selby, Hunton & Williams

5. NEW BUSINESS:

6. ITEMS FOR APPROVAL:

7. DISCUSSION:

8. ADDITIONAL INFORMATION:

9. NEXT MEETING:

*Regular Meeting – Tuesday, August 13, 2013 @ 2 PM
4th Floor Conference (4056)*

10. ADJOURN

DEVELOPMENT AUTHORITY OF FULTON COUNTY
SPECIAL MEETING HELD ON
THURSDAY, AUGUST 1, 2013 AT 1:00 P.M.
IN THE 2ND FLOOR TAX ASSESSORS' CONFERENCE ROOM
FULTON COUNTY GOVERNMENT CENTER BUILDING

MINUTES

Present were the following Members of the Authority:

Mr. Robert J. Shaw – Chairman
Ms. Patrise Perkins-Hooper – Secretary
Mr. Walter Metze – Treasurer
Mr. Penn Hodge – Board Member
Dr. John Maupin – Board Member

Also present were Mr. Maceo Rogers, President, Dr. C. Clayton Powell, Executive Director, and Mr. Lewis C. Horne, Jr. Attorney for the Authority, Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan, staff to the Authority.

The meeting was called to order by Chairman Shaw and he also gave the invocation.

RECOGNITION OF VISITORS: Also present was Mrs. Deborah Powell.

OLD BUSINESS:

GA Tech Facilities, Inc. (GA Tech). Mr. Doug Selby of Hunton & Williams, Mr. James G. Fortner, Associate V.P. for Financial Services and Mr. Thomas J. Pierce III, Director, Treasury Services came to represent the \$57,250,000 Supplemental Final Bond Resolutions for GA Tech. There were no questions from the Authority and after a motion to approve the resolution from Ms. Perkins-Hooper and seconded by Dr. Maupin, the motion was unanimously approved.

NEW BUSINESS:

None.

ITEMS FOR APPROVAL:

None.

DISCUSSION:

Mr. Shaw commended Dr. Powell for putting together such a wonderful program for the Joint Development Authority of Metropolitan Atlanta. He expressed to the members of the board who were unable to attend the meeting that they truly missed a treat in touring the Ray Charles Performing Arts Center which was one of the Authority's 2007 projects.

NEXT MEETING:

Chairman Shaw announced that the next meeting will be a Regular Meeting held on Tuesday, August 13, 2013, at 2:00 p.m. in the 4th floor conference room, room 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, AUGUST 13, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

WOODWARD ACADEMY
Modification to Series 2002, 2006, 2007 and 2008 Bonds
Represented by Elizabeth Mitchell, Alston & Bird LLP

SPRINGMONT SCHOOL, INC. (formerly First Montessori School of Atlanta, Inc.)
Modification to Series 2007 Bonds
Represented by Hans Choi, Ballard Spahr LLP

5. NEW BUSINESS:
6. ITEMS FOR APPROVAL:

PROTRACK PROJECT MANAGEMENT SOFTWARE AGREEMENT
Request to Contract for Services

DAFC MEETING MINUTES
July 23, 2013

7. DISCUSSION:
8. ADDITIONAL INFORMATION:

PROJECT ACTIVITY REPORT
August 2013

9. NEXT MEETING:

REGULAR MEETING
Tuesday, September 24, 2013 @ 2 PM
4th Floor Conference (4056)

10. ADJOURN

DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, AUGUST 13, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metzger – Treasurer
Mr. Sam Bacote – Board Member
Mr. Steve Broadbent – Board Member

Also present were Dr. C. Clayton Powell, Executive Director, Mr. Maceo Rogers, President, Ms. Sandra Zayac and Ms. Kristina Jones of Schiff Hardin LLP. Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan staff of the Authority was also present.

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Visitors present were Mr. Edward Leidelmeijer of Commissioner Hausmann's office and Mrs. Deborah Powell.

OLD BUSINESS:

Modification to Series 2002, 2006, 2007 and 2008 Bonds for Woodward Academy. Ms. Elizabeth Mitchell of Alston & Bird LLP appeared to request the modification of the Series of 2002, 2006, 2007 and 2008 bonds that are outstanding. The bonds were reissued in 2009 to Suntrust and added a confirming letter of credit. The bonds will now be privately placed and the letter of credit will be eliminated. A motion to approve the modification was made by Ms. Perkins-Hooker and seconded by Dr. Jolley. The Authority voted to approve the motion and Mr. Broadbent recused himself from the vote.

Modification to Series 2007 Bonds for Springmont School, Inc (formerly First Montessori School of Atlanta, Inc.(Springmont). Mr. Hans Choi of Ballard Spahr LLP appeared in connection with the modification request to the Series 2007 Bonds for Springmont. This school is located in Sandy Springs and the initial bonds were issued to construct the elementary school, library and media center. Mr. Choi stated that as a result of the modification the BB&T letter of credit will be converted and BB&T will be purchasing the bonds to go into their portfolio. A motion to approve the modification was made by Mr. Broadbent, and it was seconded by Ms. Perkins-Hooker. The Authority voted unanimously to approve the motion.

NEW BUSINESS:

ITEMS FOR APPROVAL:

Protrack Project Management Software Agreement. Ms. Bryan gave an overview of the software program and stated that it will benefit staff for efficiency purposes with monitoring, reporting and tracking staff projects. She also indicated that Protrack is building a program for staff to have the ability to conduct cost savings analysis for projects. A motion was made by Ms. Perkins-Hooker and seconded by Dr. Jolley to authorize entering into an agreement with Protrack project management to purchase their software for an amount not to exceed \$7,000 for the project. The motion was unanimously approved.

Minutes. The minutes from the regular meeting held Tuesday, July 23, 2013, were presented to the Authority for approval. Upon a motion for acceptance by Ms. Perkins-Hooker and a second by Mr. Broadbent, the Authority voted unanimously to approve the minutes of the June 25, 2013 meeting.

ITEMS FOR DISCUSSION:

Mr. Rogers gave an overview of the logistics conference he attended in Park City, UT at the Logistics Development Forum that deals with supply chains moving products and services from one point to another and getting companies in place to do that. He stated, he met with two consulting firms, one on one and one company Center Point that is invest in Superfund type properties, grayfields and communities that have opportunities for those type of investment. There were about 70 attendees at the forum. Mr. Rogers stated his focus was on the South Fulton area based on logistics and positioning, primarily in the Fulton Industrial area. His plan is to follow-up with the companies he met.

Mr. Rogers gave an overview of the August 2013 Project Activity Report. He stated there are 32 active projects and the Ernst and Young project is one that was landed, although Doris and Marva are still working on this project. He briefly touched on four new projects that are being pursued: Project Cop, Project Floe, Project Skyhouse Buckhead and Project Coral.

Mr. Rogers also gave an update on upcoming events such as the California Technology Marketing Trip, Georgia Economic Development Association Conference and the International Economic Development Council Conference and extended an invitation to members of the board to attend any of these events.

NEXT MEETING:

Chairman Shaw announced the next Regular Meeting will be held on Tuesday, September 24, 2013, at 2:00 p.m. in the 4th floor conference room, 4056.

There being no further business, the meeting was adjourned at 2:49 p.m.

Ms. Patrise Perkins-Hooker, Secretary

**SPECIAL CALL MEETING
2ND FLOOR CONFERENCE ROOM (2052)
THURSDAY, AUGUST 29, 2013
10:30 AM**

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

MD HODGES PROJECT
Assignment of Phases I and II
Represented by Katherine Farley, Troutman Sanders

5. NEW BUSINESS:

MAJESTIC REALTY COMPANY
\$250 Million Letter of Inducement Resolution
Represented by Caryl Greenberg Smith, Hunton & Williams

6. ITEMS FOR APPROVAL:
7. DISCUSSION:
8. ADDITIONAL INFORMATION:
9. NEXT MEETING:

*Regular Meeting – Tuesday, September 24, 2013 @ 2 PM
4th Floor Conference (4056)*

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
SPECIAL MEETING HELD ON
THURSDAY, AUGUST 29, 2013 AT 10:30 A.M.
IN THE 2ND FLOOR TAX ASSESSORS' CONFERENCE ROOM
FULTON COUNTY GOVERNMENT CENTER BUILDING**

MINUTES

Present were the following Members of the Authority:

Mr. Robert J. Shaw – Chairman
Dr. Samuel Jolley, Jr. – Vice Chair
Mr. Walter Metzger – Treasurer
Dr. Michael Bell – Board Member
Dr. John Maupin – Board Member
Mr. Sam Bacote – Board Member

Also present were Mr. Maceo Rogers, President, and Mr. Lewis C. Horne, Jr. Attorney for the Authority, Ms. Sandy Zayac of Schiff Hardin LLP, Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan, staff to the Authority.

The meeting was called to order by Chairman Shaw and he also gave the invocation.

RECOGNITION OF VISITORS: Also present was Commissioner Liz Hausmann and Ms. Elena Fash.

OLD BUSINESS:

MD HODGES PROJECT (MD Hodges). Ms. Katherine Farley of Troutman Sanders appeared on behalf of MD Hodges to request that the board approve assignment of Phase I and II of this project. Ms. Farley informed the Board that MD Hodges is selling their portfolio and two out of the nine properties are subject to the bond financing program. The purchaser of this portfolio to whom the assignment would be made is Exer. There were no questions from the Authority and after a motion to approve the resolution from Dr. Maupin and it was seconded by Dr. Jolley. The motion was unanimously approved.

NEW BUSINESS:

MAJESTIC REALTY COMPANY (MAJESTIC). Caryl Greenberg Smith of Hunton & Williams and Stan Conway presented the request for a \$250 million Letter of Inducement Resolution on behalf of Majestic. Ms. Smith stated that this inducement is for an additional parcel to Airport Center III. Majestic purchased a new 160 acres site that is adjacent to the original site and it has a new tenant. The project will create about 450 jobs and will be a long term lease for the Authority. Dr. Maupin asked about minority participation for contracted services and the impact these projects have made in the community from the labor pool. Mr. Conway stated they would gather the information and get it to the Board. After some questions

from the Board, a motion was made by Dr. Maupin to approve the resolution and it was seconded by Dr. Jolley. The motion was unanimously approved.

ITEMS FOR APPROVAL:

Marva requested approval from the Board of no more than ten thousand dollars to support the New Market Tax Credit efforts in this next round of allocation. The money will go to pay for the assistance in preparing the application and the application fee itself. Upon a motion by Dr. Maupin and a second by Mr. Bacote, the Board unanimously voted to approve the request.

DISCUSSION:

None.

NEXT MEETING:

Chairman Shaw requested the next Regular Meeting be held on Tuesday, September 17, 2013, rather than Tuesday, September 24, 2013 at 2:00 p.m. in the 4th floor conference room, Suite 4056 due to several board members and staff attending GEDA on the regularly scheduled meeting day. It was agreed amongst members to make the change.

There being no further business, the meeting was adjourned at 11:14 AM.

Ms. Patrise Perkins-Hooker, Secretary

**SPECIAL CALL MEETING
2ND FLOOR CONFERENCE ROOM (2052)
FRIDAY, SEPTEMBER 13, 2013
11:30 AM**

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN

2. INVOCATION:

3. RECOGNITION OF VISITORS:

4. OLD BUSINESS:

PPF AMLI Fountainhead LLC

The assignment of the Lane / Lindmont Series 2009 C bonds
to PPF AMLI Fountainhead LLC

Represented by Allison Dyer, King & Spalding

5. NEW BUSINESS:

6. ITEMS FOR APPROVAL:

7. DISCUSSION:

8. ADDITIONAL INFORMATION:

9. NEXT MEETING:

*Regular Meeting – Tuesday, September 17, 2013 @ 2 PM
4th Floor Conference (4056)*

*JDAMA Meeting – Monday, October 21, 2013 @ 12 PM
Hosted by Dekalb County*

*Regular Meeting – Tuesday, October 22, 2013 @ 2 PM
4th Floor Conference (4056)*

10. ADJOURN

DEVELOPMENT AUTHORITY OF FULTON COUNTY
SPECIAL MEETING HELD ON
FRIDAY, SEPTEMBER 13, 2013 AT 11:30 A.M.
IN THE 2ND FLOOR TAX ASSESSORS' CONFERENCE ROOM
FULTON COUNTY GOVERNMENT CENTER BUILDING

MINUTES

Present were the following Members of the Authority:

Mr. Robert J. Shaw – Chairman
Dr. Samuel Jolley, Jr. – Vice Chairman
Mr. Walter Metze – Treasurer
Mr. Penn Hodge – Board Member
Dr. John Maupin – Board Member
Mr. Sam Bacote – Board Member

Also present were Mr. Maceo Rogers, President, Dr. C. Clayton Powell, Executive Director, and Mr. Lewis C. Horne, Jr. Attorney for the Authority, Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan, staff to the Authority.

The meeting was called to order by Chairman Shaw and the invocation was given by Dr. Jolley.

RECOGNITION OF VISITORS: Also present was Mrs. Deborah Powell.

OLD BUSINESS:

PPF AMLI Fountainhead LLC (AMLI). Ms. Allison Dyer of King & Spalding, came to represent the assignment of the Lane/Lindmont Series 2009 C bonds to PPF AMLI Fountainhead LLC. This project is for a parcel on Lindmont which will house 350 apartment units and retail. There were no questions from members of the Authority. A motion to approve the resolution was made by Dr. Maupin and seconded by Mr. Hodge. The motion was unanimously approved.

NEW BUSINESS:

None.

ITEMS FOR APPROVAL:

None.

DISCUSSION:

None.

NEXT MEETING:

Chairman Shaw announced the next meeting will be a Regular Meeting held on Tuesday, September 17, 2013, at 2:00 p.m. on the 4th floor, room 4056. The JDAMA Meeting will be October 21, 2013 at 11:30 a.m. in Rockdale County and the next October Regular Meeting of the Authority will be held Tuesday, October 22, 2013 at 2:00 p.m. on the 4th floor, room 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, SEPTEMBER 17, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

MAJESTIC AIRPORT III

*Resolution to approve modification of Series 2010 C Bonds
Represented by Caryl Greenberg Smith, Hunton & Williams*

5. NEW BUSINESS:

SKYHOUSE BUCKHEAD, LLC

*\$71,500,000 Letter of Inducement Resolution
Represented by Woody Vaughn, King & Spalding*

THE COCA-COLA COMPANY

*\$35,000,000 Letter of Inducement Resolution / Final Bond Resolution
Represented by Bruce McCall, Miller & Martin*

6. ITEMS FOR APPROVAL:

DAFC MEETING MINUTES

August 1, 2013, August 13, 2013, August 29, 2013

7. DISCUSSION:

JDAMA STAFF RECOMMENDATIONS

8. ADDITIONAL INFORMATION:

9. NEXT MEETING:

JDAMA MEETING

*Monday, October 21, 2013 @ 11:30 AM
Rockdale County*

REGULAR MEETING

*Tuesday, October 22, 2013 @ 2 PM
4th Floor Conference (4056)*

10. ADJOURN

DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, SEPTEMBER 17, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Penn Hodge – Board Member
Mr. Steve Broadbent – Board Member

Also present were Dr. C. Clayton Powell, Executive Director, Ms. Sandra Zayac and Ms. Kristina Jones of Schiff Hardin LLP. Ms. Camille Stephens, Ms. Doris Coleman and Ms. Marva Bryan staff of the Authority was also present.

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Visitors present were Mr. Edward Leideimeijer of Commissioner Hausmann's office, Mike Pennington, President of GEDA, Mrs. Deborah Powell and Ms. Elena Fash.

OLD BUSINESS:

Majestic Airport III (Majestic). Ms. Caryl Greenberg Smith of Hunton & Williams LLP appeared to request the modification of the Series 2010 C bonds that are outstanding. The bonds were previously issued and divided into three. Bonds A were for Kraft, Bonds B were for Dendreon, and Bonds C were undeveloped and this modification is for the undeveloped portion. Northwestern Mutual is the private placement entity that Majestic has a long term relationship with. A motion to approve the modification was made by Ms. Perkins-Hooker and seconded by Mr. Metze. The Authority unanimously voted to approve the motion.

NEW BUSINESS:

Skyhouse Buckhead, LLC (Skyhouse). Mr. Woody Vaughn of King & Spalding represented the \$71,500,000 Letter of Inducement Resolution for Skyhouse. This is the third Skyhouse development in Atlanta and the target is young adults. This project will have 362 units in a 26-story building. It is expected to be built in a little over 14-months and is transit oriented. Ms.

Perkins-Hooker asked about the minority participation and it was expressed to her that the general contractor is a Japanese company. However, her concern was in regards to others such as women and other minority's involvement. She requested a breakdown of the other minority participation before they come back for a final bond resolution. A motion was made to approve the inducement by Mr. Hodge and seconded by Dr. Jolley. The Authority voted to approve the motion.

The Coca-Cola Company (Coca-Cola). Mr. Bruce McCall of Miller & Martin represented this \$35,000,000 Letter of Inducement/Final Bond Resolution request for equipment improvement on the drink machines. This will take place at the Browns Mill Road location. Mr. McCall stated there will be no new jobs but 150 jobs will be retained as a result of this transaction. After questions from the Authority, a motion was made to approve the Letter of Inducement by Ms. Perkins-Hooker and seconded by Mr. Broadbent. The motion was unanimously approved. A motion was then made to approve the Final Bond Resolution by Mr. Bacote and seconded by Ms. Perkins-Hooker. That motion was unanimously approved as well.

ITEMS FOR APPROVAL:

Minutes. The minutes from the special call meeting held Thursday, August 1, 2013, regular meeting held Tuesday, August 13, 2013, and special call meeting held Thursday, August 29, 2013 were presented to the Authority for approval. Upon a motion for acceptance by Ms. Perkins-Hooker and a second by Dr. Jolley, the Authority voted unanimously to approve all the minutes of the aforementioned meetings.

ITEMS FOR DISCUSSION:

Ms. Bryan discussed the Joint Development Authority of Metropolitan Atlanta (JDAMA) staff recommendations which were to determine the future goals of JDAMA and serve as a plan for achieving those goals along with a budget. Those goals, the plan and budget were also included in the Board books. The Authority members reviewed the information and a motion was made by Ms. Perkins-Hooker with a second from Mr. Broadbent to accept the recommendations as presented; however, the Development Authority of Fulton County's contribution to the JDAMA's budget was limited to no more than \$15,000 a year. The motion was unanimously approved by the Authority.

Mr. Broadbent made a request to the Authority to support a fundraising event for the John's Creek Foundation for funding the Arts. The event is the Mayor's Ball and he asked the Authority to approve the purchase of a table in the amount of \$2,500. A motion was made by Mr. Bacote and seconded by Ms. Perkins-Hooker. The Authority unanimously approved the request.

NEXT MEETING:

Chairman Shaw announced the JDAMA meeting date has been changed to Monday, October 21, 2013 at 11:30 a.m. in Rockdale County. He also indicated there was a request for a Special Call Meeting to be held on October 8, 2013. The next Regular Meeting will be held on Tuesday, October 22, 2013, at 2:00 p.m. in the 4th floor conference room, 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

**SPECIAL CALL MEETING
2ND FLOOR CONFERENCE ROOM (2052)
TUESDAY, OCTOBER 8, 2013
2:00 PM**

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

CAMP CREEK / HAMPTON INN PROJECT
Approval of Sale
Represented by Caryl Smith, Hunton & Williams

MAJESTIC AIRPORT CENTER III, LLC
\$150 Million Final Bond Resolution
Represented by Caryl Smith, Hunton & Williams

5. NEW BUSINESS:
6. ITEMS FOR APPROVAL:
7. DISCUSSION:
8. ADDITIONAL INFORMATION:

IGNITE SOUTH FULTON

9. NEXT MEETING:

*JDAMA Meeting – Monday, October 21, 2013 @ 12 PM
Hosted by Rockdale County*

*Regular Meeting – Tuesday, October 22, 2013 @ 2 PM
4th Floor Conference (4056)*

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
SPECIAL MEETING HELD ON
TUESDAY, OCTOBER 8, 2013 AT 2:00 P.M.
IN THE 2nd 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. – Vice Chairman
Mr. Walter Metze – Treasurer
Mr. Steve Broadbent – Board Member
Dr. John Maupin – Board Member
Mr. Sam Bacote – Board Member
Dr. John Maupin – Board Member

Also present were Dr. C. Clayton Powell, Executive Director, Mr. Lewis C. Horne, Jr. and Senator Leroy Johnson attorneys for the Authority, Ms. Camille Stephens, staff to the Authority, and Ms. Sandy Zayac of Schiff Hardin LLP.

The meeting was called to order by Chairman Shaw and the invocation was given by Dr. Jolley.

RECOGNITION OF VISITORS: Also present were Mr. Edward Leidelmeijer of Commissioner Hausmann's office and Mrs. Deborah Powell.

OLD BUSINESS:

Resolution regarding Assignment of Camp Creek II Project. Ms. Caryl Smith of Hunton & Williams LLP and Mr. Amal Mette of Peachtree Hotel Group appeared in connection with the request for a resolution to assign Camp Creek Hotel II Project (Hampton Inn) to Peachtree Hotel Group. No other modifications are being requested. Ms. Smith answered a few questions posed by board members. A motion to approve the assignment was made by Mr. Broadbent, seconded by Dr. Maupin and unanimously approved by the board.

Final Bond Resolution for Majestic Airport Center III Phase Two, LLC ("Majestic"). Ms. Smith also appeared to seek approval of a Final Bond Resolution in the amount of \$150,000,000 for Majestic. Ms. Smith explained that the site is adjacent to Kraft and Dendreon and that Proctor & Gamble will lease the one million square foot facility. The bonds will be a single issue with some potential equipment additions going forward. There being no questions from the board, a motion to approve the Final Bond Resolution for Majestic was made by Dr. Maupin, seconded by Dr. Jolley and approved by the board with Dr. Bell voting against the motion.

NEW BUSINESS:

None.

ITEMS FOR APPROVAL:

None.

DISCUSSION:

Ms. Stephens briefly discussed the Ignite South Fulton Event scheduled for October 24-25, 2013 at Atlanta Technical College. She mentioned that Ms. Coleman was working on the project, which is a small business expo to promote growth and sustainability. Ms. Stephens informed the members that anyone interested in attending should notify Ms. Coleman or herself.

NEXT MEETING:

Chairman Shaw announced that the next JDAMA meeting will be October 21, 2013 at 11:30 a.m. in Rockdale County and the next regular meeting of the Authority will be held Tuesday, October 22, 2013 at 2:00 p.m. on the 4th floor, room 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

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REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, OCTOBER 22, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:
- 5.

COX Communications, Inc
Request Approval of Final Bond Resolution
(CTECH HOLDING, LLC) Series C
\$150,000,000
Cox Communications, Inc Series D
\$25,000,000
(JMC) – T2, LLC) Series E
Not to Exceed \$200,000,000
Cox Communications, INC Series F
Not to Exceed \$44,000,000
Represented by Glenn Thomson, Alston & Bird

Resolution Assignment of
Camp Creek II Project to SI Camp Creek, LLC (Affiliate of PHG CampCreek, LLC)
Represented by Doug Selby, Hunton & Williams

6. NEW BUSINESS:

ALCON LABORATORIES, INC.
\$450,000,000 Letter of Inducement Resolution
Represented by Benjamin Brooks, Smith Gambrell & Russell LLP

KAPLAN RESIDENTIAL, LLC
\$42,000,000 Million Letter of Inducement
Represented by Daniel M. McRae, Seyfarth Shaw, LLP

7. ITEMS FOR APPROVAL:

Request Approval of RFP
For Public/Government Relations Services

DAFC MEETING MINUTES
September 13th and September 17th 2013

8. DISCUSSION: President's Report
9. ADDITIONAL INFORMATION:
10. NEXT MEETING:

REGULAR MEETING
Tuesday, November 12, 2013 @ 2 PM
4th Floor Conference (4056)

11. ADJOURN

DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, OCTOBER 22, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metz – Treasurer
Mr. Sam Bacote – Board Member
Mr. Penn Hodge – Board Member
Mr. Steve Broadbent – Board Member

Also present were Maceo Rogers, President, Dr. C. Clayton Powell, Executive Director, Mr. Lewis Horne, Attorney for the Authority, Ms. Sandra Zayac and Ms. Kristina Jones of Schiff Hardin LLP. Ms. Doris Coleman staff of the Authority was also present.

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Visitors present were Ms. Denise Frazier of Commissioner Hausmann's office, Senator Frank Ginn, Georgia Senate, Ms. Bethany Usry, Progress Partners and Mrs. Deborah Powell.

OLD BUSINESS:

Cox Communications, Inc. (Cox). Mr. Glenn Thomson, Alston & Bird LLP appeared to request approval of the final bond resolution for CTECH Holding, LLC, Series C in the amount of \$150,000,000; Cox, Series D in the amount of \$25,000,000; JMC-T2, LLC, Series E not to exceed \$200,000,000; and Cox, Series F not to exceed \$44,000,000. Ms. Kathy Decker, Vice President of Cox was also present. After questions from the Authority, Mr. Hodge made a motion to approve the resolution and Mr. Broadbent seconded the motion. The Authority unanimously approved the request.

Camp Creek II. Mr. Douglas Selby of Hunton & Williams appeared to request approval of the assignment of the borrower under the Camp Creek II Project to SI Camp Creek, LLC. He indicated that it was an affiliate of PHG Camp Creek, LLC. He further represented that the formation of the company has changed but all other details remain the same. After questions, Ms. Perkins-Hooker made a motion for approval that was seconded by Dr. Jolley. The motion was unanimously approved by the Authority.

NEW BUSINESS:

Alcon Laboratories, Inc. (Alcon). Mr. Benjamin Brooks of Smith Gambrell & Russell LLP and Bob Dalton, Tax Director for Alcon came to request a \$450,000,000 Letter of Inducement Resolution for Alcon. This will be used for an expansion and adding new product lines. He indicated that the project will take place in two potential phases with the plant becoming fully operational between 2013-2016. He stated that Alcon would be adding high tech jobs, equipment and doing a build out of a 70,000 square feet clean zone manufacturing facility. A motion was made to approve the inducement by Dr. Jolley and seconded by Mr. Hodge. The Authority voted unanimously to approve the motion.

Kaplan Residential, LLC (Kaplan). Mr. Dan McRae and Mr. Chris Compton of Seyfarth Shaw, LLP, Mr. George Morgan and Ms. Candace Morgan of Morgan Companies and Mr. Jack Balchus of Kaplan Residential came to request a \$42,000,000 Letter of Inducement. After questions from the Authority, a motion was made to approve the Letter of Inducement by Mr. Hodge and seconded by Ms. Perkins-Hooker. The motion was unanimously approved.

ITEMS FOR APPROVAL:

Request for Approval of Issuance of an RFP for Public/Government Relations Services. A request was made to issue an RFP for the Public/Government Relations Services for the Development Authority of Fulton County through publication in the county legal organ and on the Authority's website. A motion was made by Ms. Perkins-Hooker and a second by Mr. Broadbent, the Authority voted unanimously to approve the issuance of the RFP.

Minutes. The minutes from the special call meeting held Friday, September 13, 2013 and the regular meeting held Tuesday, September 17, 2013, were presented to the Authority for approval. Upon a motion for acceptance by Ms. Perkins-Hooker and a second by Dr. Jolley, the Authority voted unanimously to approve the minutes of the aforementioned meetings.

ITEMS FOR DISCUSSION:

President's Report. Mr. Rogers gave his report on the current project activity for the month of October. He indicated that Ms. Stephens had been working on the RFI for Project Jacket which is a manufacturing, distribution facility. Project Washington is a project where Fulton County has made the short list and the buildings they are looking at are located in Alpharetta. Mr. Rogers also gave a brief report on the GEDA Annual Conference.

NEXT MEETING:

Chairman Shaw announced the next Regular Meeting will be held on Tuesday, November 12, 2013, at 2:00 p.m. in the 4th floor conference room, 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, NOVEMBER 12, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN

2. INVOCATION:

3. RECOGNITION OF VISITORS:

4. OLD BUSINESS:

AMERICASMART WEST, LLC

Assignment of AmericasMart West, LLC Project (Formerly Urban Land, LLC Project) to
AmericasMart Real Estate, LLC
Represented by Allison Dyer, King & Spalding LLP

ALCON LABORATORIES

\$450,000,000 Final Bond Resolution
Represented by Benjamin Brooks, Smith Gambrell & Russell LLP

AVALON NORTH, LLC

\$550,000,000 Final Bond Resolution
Represented by Joe Kralikowski, McKenna Long & Aldridge LLP

SKYHOUSE BUCKHEAD, LLC

\$71,500,000 Final Bond Resolution
Represented by Woodrow Vaughan, III, King & Spalding LLP

KAPLAN RESIDENTIAL, LLC

\$42,000,000 Final Bond Resolution
Represented by Dan McRae, Seyfarth Shaw LLP

5. NEW BUSINESS:

JPMCC 2006-CIBC 17 OFFICE 600 LIMITED PARTNERSHIP

\$263,000,000 Letter of Inducement Resolution
Represented by Dan McRae, Seyfarth Shaw LLP

PPF AMLI ROXBORO ROAD, LLC

\$110,000,000 Letter of Inducement Resolution
Represented by Woodrow Vaughan, III, King & Spalding LLP

POST ALEXANDER II, LLC

\$75,500,000 Letter of Inducement Resolution and Final Bond Resolution
Represented by Woodrow Vaughan, III, King & Spalding LLP

PPF AMLI 15TH STREET, LLC

\$75,000,000 Letter of Inducement Resolution
Represented by Woodrow Vaughan, III, King & Spalding LLP

6. ITEMS FOR APPROVAL:

DAFC MEETING MINUTES

October 8, 2013 and October 22, 2013

7. DISCUSSION:

REVIEW OF RFP RESPONSES FOR PUBLIC AND GOVERNMENT RELATIONS SERVICES

8. ADDITIONAL INFORMATION:

PRESIDENT'S REPORT

9. NEXT MEETING:

REGULAR MEETING

Tuesday, December 17, 2013 @ 2 PM
4th Floor Conference (4056)

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, NOVEMBER 12, 2013 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. – Vice Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metzke – Treasurer
Mr. Sam Bacote – Board Member
Dr. Michael Bell – 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 Zayac and Ms. Kristina Jones of Schiff Hardin LLP. Ms. Camille Stephens and Ms. Doris Coleman staff of the Authority were also present.

The meeting was called to order by Chairman Shaw at 2:00PM, and Dr. Jolley gave the invocation.

RECOGNITION OF VISITORS: Visitors present were Mr. Edward Leidelmeijer of Commissioner Hausmann's office, Mr. David Fitzgibbons, Chief Appraiser for Fulton County, and Mrs. Deborah Powell.

OLD BUSINESS:

Resolution Regarding Assignment of AmericasMart West, LLC. Ms. Allison Dyer of King & Spalding LLP appeared in connection with the request for a resolution that would permit the assignment of the bonds and transaction documents related to AmericasMart West LLC project (formerly Urban Land, LLC project) to AmericasMart Real Estate, LLC. Upon questions from the Authority, Ms. Dyer explained that the assignment is the result of internal restructuring (transferring leasehold interest to a new entity); however, the ownership remains the same. Upon a motion made by Ms. Perkins-Hooker, which was seconded by Dr. Maupin, the Authority unanimously approved the resolution to permit the assignment.

Final Bond Resolution for Alcon Laboratories ("Alcon"). Mr. Benjamin Brooks of Smith Gambrell & Russell LLP and Mr. Bob Dalton of Alcon appeared in connection with a request for a final bond resolution for the issuance of not to exceed \$450,000,000 in taxable bonds. Mr. Dalton explained that the project will be split into two phases. The first phase will be in the amount of \$290,000,000. Overall, the company anticipates that

the project will create approximately 340 permanent jobs. The members discussed the history of Alcon and the economic benefits that the company brought and continues to bring to the county. Upon a motion made by Dr. Jolley, which was seconded by Mr. Bacote, the Authority unanimously approved the final bond resolution.

Final Bond Resolution for Avalon North ("Avalon"). Mr. Joe Krolikowski of McKenna Long & Aldridge LLP and Mr. John Kelly of North American Properties appeared in connection with a request for a final bond resolution for the issuance of not to exceed \$550,000,000 in taxable bonds. The bonds will be used to finance a multi-use facility that includes retail, office and residential components. Mr. Kelly thanked the members for the initial bond inducement that helped the company secure a loan and pre-lease space. The project will create approximately 1,100 permanent jobs and 1,000 construction jobs, and the grand opening is scheduled for October of 2014. Upon a motion made by Ms. Perkins-Hooker, which was seconded by Mr. Metze, the Authority approved the final bond resolution with Dr. Bell voting in opposition.

Final Bond Resolution for SkyHouse Buckhead ("SkyHouse"). Mr. Woodrow Vaughn, III and Ms. Allison Dyer of King & Spalding LLP and Mr. Frank Reese and Mr. G. Gardiner Thompson of Novare Group appeared in connection with a request for a final bond resolution for the issuance of \$71,500,000 in taxable bonds. The bonds will be used to finance a project that includes 362 residential units and a parking deck with 703 spaces, 220 of which will be used as support parking for Maggiano's Buckhead. Upon questions from the Authority, the representatives highlighted the project's proximity to MARTA, commuter-friendly location and its commitment to MFBE subcontractor utilization, as well as the 100 construction jobs, 12 permanent, full-time jobs and 10 part-time indirect jobs that the company anticipates will be created by the project. Upon a motion made by Dr. Maupin, which was seconded by Dr. Jolley, the Authority approved the final bond resolution with Dr. Bell and Ms. Perkins-Hooker voting in opposition.

Final Bond Resolution for Kaplan Residential ("Kaplan"). Mr. Dan McRae and Mr. Christopher Compton of Seyfarth Shaw LLP appeared in connection with a request for a final bond resolution for the issuance of \$42,000,000 in taxable bonds. The bonds will be used to finance a mixed-use development that includes 8,000 square-feet of retail space, 200 multi-family residential units and a 302-space parking deck on the corner of Hammond Drive and Roswell Road in Sandy Springs. It was also reported that Sandy Springs' City Council is in favor of the project after staff analysis showed an \$800,000 net benefit to the City over the next ten years after accounting for the tax efficiencies created by the bond resolution. Upon a motion made by Dr. Maupin, which was seconded by Mr. Metze, the Authority approved the final bond resolution with Dr. Bell voting in opposition.

NEW BUSINESS:

Letter of Inducement for JPMCC 2006 - CIBC17 Office 600 Limited Partnership ("BOA"). Mr. Dan McRae and Mr. Christopher Compton of Seyfarth Shaw LLP, Ms. Marti Blackstock of Parkway Bank of America and Ms. Lisa Dunavin of Cushman

Wakefield of Georgia, Inc. appeared in connection with a request for a Letter of Inducement for the issuance of \$263,000,000 in taxable bonds. The bonds will be used to finance the renovation of the Bank of America Tower (the "BOA Tower") on Peachtree Street. The company anticipates that the project will create approximately 4,500 new, full-time indirect jobs and 1,200 temporary jobs and permit the creation or retention of approximately 95 direct jobs. The members reviewed the handouts illustrating the proposed renovation that the company believes will entice tenants to lease space in the BOA Tower, which is currently half empty. Upon a motion made by Ms. Perkins-Hooker, which was seconded by Dr. Bell, the Authority unanimously approved the resolution.

Letter of Inducement for PPF AMLI Roxboro Road, LLC ("AMLI Roxboro"). Mr. Woodrow Vaughn and Ms. Allison Dyer of King & Spalding LLP and Mr. Fred Schreiber of AMLI Residential appeared in connection with a request for a Letter of Inducement for the issuance of \$110,000,000 in taxable bonds. The bonds will be used to finance the acquisition, construction and development of a multifamily housing facility. AMLI Roxboro purchased the land from a proposed previous condominium project that went into default. The project will include 640 units and a 2-acre public park. The remaining portion of the defaulted development is owned by Wells Fargo. Upon questions from the Authority, the representatives explained that the project will result in 427 new construction jobs and 14 permanent jobs. Upon a motion made by Dr. Maupin, which was seconded by Dr. Jolley, the Authority approved the Letter of Inducement for AMLI Roxboro with Dr. Bell and Ms. Perkins-Hooker in opposition.

Letter of Inducement for Post Alexander II, LLC ("Post"). Mr. Woodrow Vaughn and Ms. Allison Dyer of King & Spalding LLP and Mr. David Ward, Ms. Elizabeth Long and Ms. Sherry W. Cohen of Post Properties appeared in connection with a request for a Letter of Inducement for the issuance of \$75,500,000 in taxable bonds. The bonds will be used to finance the acquisition, construction and development of a 26-story high-rise facility with a seven-story parking deck. The project will create approximately 550 to 580 construction jobs and 8 permanent new jobs. The motion made by Dr. Jolley and seconded by Mr. Metze failed when Ms. Perkins-Hooker and Dr. Bell voted in opposition to the motion and Dr. Maupin abstained. When Dr. Maupin then indicated that he would like to discuss the matter further and possibly reconsider his vote, Post Properties' counsel and representatives voluntarily left the room. After a brief discussion, Dr. Maupin then made a motion for reconsideration of the Letter of Inducement, which Dr. Jolley seconded. The Authority approved the Letter of Inducement upon reconsideration with Ms. Perkins-Hooker and Dr. Bell voting in opposition. Dr. Jolley then made a motion to approve the final bond resolution for Post, which was seconded by Mr. Metze and approved by the Authority with Dr. Bell and Ms. Perkins-Hooker voting in opposition.

Letter of Inducement for PPF AMLI 15th Street, LLC ("AMLI 15th Street"). Mr. Woodrow Vaughn and Ms. Allison Dyer of King & Spalding LLP and Mr. Fred Schreiber of AMLI Residential appeared in connection with a request for a Letter of Inducement for the issuance of \$75,000,000 in taxable bonds. The bonds will be used to

finance the acquisition, construction and development of a project consisting of 5,000-10,000 square feet of retail space and 350 residential units. The company anticipates that the project will create approximately 425 construction jobs and 40 new permanent jobs. Upon a motion made by Dr. Maupin, which was seconded by Mr. Metze, the Authority approved the Letter of Inducement for AMLI 15th Street with Ms. Perkins-Hooker voting in opposition to the resolution. Dr. Bell left the meeting prior to the vote and did not return.

ITEMS FOR APPROVAL:

Minutes. The minutes from the special called meeting held Tuesday, October 8, 2013, and the regular meeting held Tuesday, October 22, 2013, were presented to the Authority for approval. Upon a motion for acceptance made by Ms. Perkins-Hooker, which was seconded by Dr. Jolley, the Authority voted unanimously to approve the minutes of the aforementioned meetings.

ITEMS FOR DISCUSSION:

RFP for Public and Government Relations Services. The three responses that the Authority received from the RFP were distributed to each member and will be discussed at the next Authority meeting.

President's Report. Mr. Rogers gave a brief report on the current project activity since the last meeting.

NEXT MEETING:

Chairman Shaw announced that the next Regular Meeting will be held on Tuesday, December 10, 2013, at 2:00PM in the 4th floor conference room, 4056.

There being no further business, the meeting was adjourned.

Ms. Patrise Perkins-Hooker, Secretary

REGULAR MEETING
4TH FLOOR CONFERENCE ROOM (4056)
TUESDAY, DECEMBER 10, 2013
2:00 PM

1. CALL TO ORDER: MR. ROBERT J. SHAW, CHAIRMAN
2. INVOCATION:
3. RECOGNITION OF VISITORS:
4. OLD BUSINESS:

GEORGIA MAGNETIC CHARTER SCHOOLS & FOUNDATION
Modification to Financing Documents
Represented by Jim Monacelli, Smith Gambrell & Russell LLP

JLB PHARR ROAD, LLC
Assignment of JLB Pharr Road, LLC Project to
Metropolitan Life Insurance Company
Represented by Glenn Thomson, Alston & Bird LLP

DEWBERRY 1155 PEACHTREE
Assignment of Dewberry 1155 Peachtree to
Campanile Property, LLC
Represented by Dan McRae, Seyfarth Shaw LLP

JPMCC 2006-CIBC17 OFFICE 600 LIMITED PARTNERSHIP
\$253,000,000 Final Bond Resolution
Represented by Dan McRae, Seyfarth Shaw LLP

5. NEW BUSINESS:

WP SOUTH ACQUISITIONS, LLC
\$72,000,000 Letter of Inducement Resolution
Represented by Dan McRae, Seyfarth Shaw LLP

6. ITEMS FOR APPROVAL:

RFP FOR RISK MANAGEMENT CONSULTING SERVICES

APPROVAL OF UPDATE TO POST ISSUANCE COMPLIANCE POLICY REGARDING TAX EXEMPT OBLIGATIONS

SELECTION OF GOVERNMENT AND PUBLIC RELATIONS SERVICES CONSULTANT

7. DISCUSSION:

PRESENTATION BY MICHAEL HIGHTOWER REGARDING
SOUTH FULTON ECONOMIC DEVELOPMENT PLAN

8. ADDITIONAL INFORMATION:

PRESIDENT'S REPORT

9. NEXT MEETING:

REGULAR MEETING
Tuesday, January 26, 2013 @ 2 PM
4th Floor Conference (4056)

MERRY CHRISTMAS AND HAPPY NEW YEAR

10. ADJOURN

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
DECEMBER 10, 2013 AT 2:00 P.M.
IN THE 4th FLOOR CONFERENCE ROOM (4056)
FULTON COUNTY GOVERNMENT CENTER BUILDING**

MINUTES

Present were the following Members of the Authority:

Mr. Robert J. Shaw – Chairman
Ms. Patrise Perkins-Hooker – Secretary
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Steve Broadbent – Board Member
Mr. D. Penn Hodge – 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, Ms. Sandra Z. Zayac and Ms. Kristina R. Jones of Schiff Hardin LLP. Ms. Camille Stephens and Ms. Doris Coleman, staff of the Authority, were also present.

The meeting was called to order by Chairman Shaw who also gave the invocation.

RECOGNITION OF VISITORS: Also present were Mr. Jim Elgar with Atlanta City Council President Ceasar Mitchell's office, Mr. Cary Ichter of Ichter Thomas, LLC, Mr. Michael Hightower and Ms. Raquel Obumba of The Collaborative Firm, LLC, Ms. Valinda Johnson-Brown, Ms. Perkins-Hooker's Assistant, and Ms. Deborah Powell.

After recognizing the visitors, Chairman Shaw introduced Mr. Ichter and thanked him for his efforts related to the Authority's recent litigation. Mr. Ichter gave a report to the members about the status of the litigation and other related matters.

OLD BUSINESS:

Modification to Financing Documents for GA Magnet/Charter Schools Foundation. Mr. Jim Monacell of Smith, Gambrell & Russell LLP appeared in connection with the request for a resolution that would permit the modification of the bonds and transaction documents to allow for a lower interest rate and a reduced debt service benefitting Hapeville Charter Academy. There being no questions from the Authority, upon a motion by Mr. Broadbent, which was seconded by Mr. Metze, the resolution was unanimously approved by the Authority. Mr. Bacote was not present at the time of the vote.

Resolution Regarding Assignment of JLB Pharr Road LLC. Mr. Glenn Thomson of Alston & Bird LLP appeared in connection with the request for a resolution that would permit the assignment of the JLB Pharr Road, LLC bonds and transaction documents to Metropolitan Life

Insurance Company. The original project involved the development of a 373-unit complex in Buckhead across from Atlanta Fish Market. With no questions from the Authority and upon a motion by Mr. Hodge, which was seconded by Mr. Metzger, the resolution was unanimously approved by the Authority. Mr. Bacote was not present at the time of the vote.

Resolution Regarding Assignment of Dewberry 1155 Peachtree ("1155 Peachtree"). Mr. Chris Compton of Seyfarth Shaw LLP appeared in connection with the request for a resolution that would permit the assignment of the Dewberry 1155 Peachtree bonds and transaction documents to Campanile Property, LLC. Mr. Compton explained that there would be no change in ownership and that the resolution simply provided for a name change for tax purposes. Upon a motion by Mr. Hodge, which was seconded by Mr. Broadbent, the resolution was unanimously approved by the Authority. Mr. Bacote was not present at the time of the vote.

Final Bond Resolution for JPMCC 2006-CIBC17 Office 600 Limited Partnership ("BOA"). Mr. Compton and Ms. Marti Blackstock of Parkway Realty Services appeared in connection with the request for a final bond resolution for the issuance of \$263 million in taxable bonds. The bonds will be used to finance renovations and improvements to make the Bank of America building more energy-efficient and visually appealing for prospective tenants. The current occupancy rate is 52%; however, the company expects the project will result in an increase in occupancy over the next 4-5 years to 90%, resulting in the creation of approximately 4,500 new full-time jobs and 250 construction jobs. Mr. Horne informed the members that the Fulton County Board of Assessors expressed their excitement over this project and approved the memorandum of agreement unanimously. Upon a motion by Mr. Broadbent, which was seconded by Mr. Hodge, the final bond resolution for BOA was unanimously approved by the Authority.

NEW BUSINESS:

Letter of Inducement for WP South Acquisitions, LLC. Mr. Compton and Mr. Bennett Sands of Wood Real Estate Investors, LLC appeared in connection with the request for a Letter of Inducement for the issuance of \$72 million in taxable bonds. The bonds will be used to finance a 346-unit mixed-use facility located in Midtown. The facility will include 1,800 square feet of retail and 1,000 parking spaces with 500 of those spaces reserved for commercial use. The project will create approximately 112 full-time and 214 part-time jobs. Upon a motion by Mr. Hodge, which was seconded by Mr. Broadbent, the Letter of Inducement for WP South Acquisitions LLC was approved by the Authority. Ms. Perkins-Hooker voted against the project.

ITEMS FOR APPROVAL:

RFP for Risk Management Consulting Services. Mr. Broadbent gave an overview of the scope of services that were detailed in the request for proposals for risk management and consulting services (the "RFP"). In accordance with the terms of the RFP, consultants will only be paid a one-time fee and would be barred from consideration as a broker. The members provided some minor revisions to the RFP draft. Upon a motion by Mr. Broadbent, which was seconded by Ms. Perkins-Hooker, the approval to publicly post the RFP, as amended, on the website and distribute as requested was unanimously approved.

Approval of Update to Post-Issuance Compliance Policy. Ms. Zayac presented a draft of an update to the Authority's Post-Issuance Compliance Policy for the members' consideration. Ms. Perkins-Hooker requested to table this item until the January meeting. The members unanimously agreed.

Selection of Government and Public Relations Services Consultant. Chairman Shaw disclosed to the members that his grandson Mr. Cameron Fash was currently employed by Hall Booth Smith, P.C. ("Hall Booth") and that he is friends with and had a previous business relationship with Mr. Rusty Paul, Executive Vice President of iSquared Communications, Inc. ("iSquared"), although he currently is not receiving any remuneration from iSquared or Mr. Paul. Since both Hall Booth and iSquared responded to the RFP, Chairman Shaw recused himself from the discussion and left the room. Mr. Metze took over as Chairman for the discussion and approval of the Government and Public Relations Consultant. After discussion amongst the present members, it was suggested that the contract be awarded to iSquared provided that an additional partner be brought in to develop relationships in South Fulton County, since Mr. Paul has predominantly North Fulton County relationships. Mr. Hodge made a motion for the Vice Chairman, Dr. Jolley, to negotiate an appropriate arrangement between the Authority, iSquared, and The Collaborative Firm, LLC, as a subcontractor to iSquared with significant South Fulton County experience, with a total contract amount not to exceed \$72,000. The motion was seconded by Ms. Perkins-Hooker and unanimously approved by the Authority.

Visit from Atlanta City Council President Ceasar Mitchell. Mr. Mitchell appeared at the meeting to express his commitment to seek an on-going partnership with the Authority. He expressed his concern over any comments that linked him with Senate Bill 228 (2013) and affirmatively stated that he was not aware of the bill. He committed to meet with Invest Atlanta's President/CEO, Brian McGowan, in order to better understand Invest Atlanta's position and work towards collaboration. He reiterated his understanding of the significant, positive impact that the Authority's efforts have on promoting economic development throughout Fulton County.

DISCUSSION:

Presentation Regarding a South Fulton Economic Development Plan. Mr. Hodge introduced Mr. Michael Hightower of The Collaborative Firm, LLC and stated that he brought in Mr. Hightower to talk about structuring a partnership similar to Progress Partners for South Fulton County. The Authority suggested Mr. Hightower put together a formal, written proposal and request for the members to consider in January.

ADDITIONAL INFORMATION:

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

NEXT MEETING:

Chairman Shaw announced that the next meeting will be a Regular Meeting held on January 28, 2014 at 2:00 p.m. in the 4th floor conference room, room 4056. There being no further business, the meeting was adjourned.

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