

**DEVELOPMENT AUTHORITY OF FULTON COUNTY
REGULAR MEETING HELD ON
TUESDAY, AUGUST 28, 2018 AT 2:00 P.M.
IN THE SUITE 2052 (PEACHTREE LEVEL) CONFERENCE ROOM
FULTON COUNTY GOVERNMENT CENTER BUILDING**

MINUTES

Present were the following Members of the Authority:

Mr. Robert J. Shaw – Chairman
Mr. Steve Broadbent – Vice Chairman
Mr. Walter Metze – Treasurer
Mr. Sam Bacote – Board Member
Mr. Brandon Beach – Board Member
Mr. Michel Turpeau – Board Member
Ms. Sarah Cash – Board Member

Also present were Mr. Al Nash, CEO/Executive Director, Ms. Sandra Z. Zayac and Ms. Lauren Woodyard, attorneys for the Authority, Ms. Doris Coleman, Ms. Sabrina Kirkland, and Ms. Marva Bryan, staff of the Authority were also present.

Chairman Shaw called the meeting to order and gave the invocation.

RECOGNITION OF VISITORS: Also present were Commissioner Hausmann, Mr. Edward Leidelmejer of Commissioner Hausmann’s office, Fulton County Manager Mr. Dick Anderson, Commissioner Morris, Ms. Jenn Thomas of Commissioner Morris’ office, Ms. Erica Long of Atlanta Public Schools, Mr. Doug Sams of the Atlanta Business Chronicle, Mr. Calvin Brock of Commission Hall’s office, Chief Financial Officer of Fulton County Ms. Sharon Whitmore, and Mr. Douglas Suber of the Suber Group.

UPDATES: On behalf of the International Economic Development Council (“IEDC”), Chairman Shaw led a discussion to commend the efforts of Ms. Bryan for contributing her time and skills to hurricane relief efforts in the Virgin Islands. On behalf of IEDC, Chairman Shaw presented a certificate to Ms. Bryan for her invaluable participation in the Hurricane Economic Recovery Program with the Federal Emergency Management Agency (“FEMA”) and the Economic Development Administration (“EDA”).

OLD BUSINESS:

Assignment of Piedmont Realty/Atlantic Realty Project (“Piedmont Realty”) to SVF Azure Atlanta, LLC (“Azure”): Mr. Harrison Sullivan of Seyfarth Shaw LLP appeared in connection with the request for an assignment of Piedmont Realty to Azure. Mr. Sullivan reminded the Authority that the original project was the development of an apartment complex in Midtown in early 2015. Mr. Nash explained that this is a standard assignment transaction that is permitted under the executed bond documents from the original transaction, the assignment does not create a windfall for Piedmont Realty nor Azure since the incentive travels with the project rather than any owner, and the Board of Assessors are able to reassess the property at any time and capture any potential new value created by a sale or transfer. Ms. Zayac added that the assignment

documents are in good order and include all the necessary protections for the Authority. Mr. Nash recommended approval of the assignment. Upon a motion made by Mr. Turpeau, which was seconded by Mr. Beach, the Authority unanimously approved the assignment to Azure.

Amendment to Catholic Continuing Care Retirement Communities, Inc./St. George Village Series 2014 Bonds (“St. George Village”): Mr. Isaac Yilma of Hunton Andrews Kurth LLP appeared in connection with the request for an amendment to the St. George Trust Indenture. Mr. Yilma reminded the Authority that the original bonds were issued in 2014 to refinance the acquisition and construction of the St. George retirement facility. Mr. Yilma informed the Authority that a recent change in federal tax law resulted in an automatic increase in the interest rate on the bonds and that SunTrust Bank and St. George have agreed to an adjustment in the interest rate on such bonds. Ms. Zayac explained that the original project was a federally tax-exempt transaction. Upon a motion made by Mr. Turpeau, which was seconded by Mr. Metze, the Authority unanimously approved the amendment for St. George.

Amendment to United Way of Metropolitan Atlanta, Inc. Series 2011 Bonds (“United Way”): Mr. Glenn Thomson and Ms. Amber Pelot of Alston & Bird LLP appeared in connection with the request for an amendment to the United Way Trust Indenture. Mr. Thomson reminded the Authority that the original bonds were issued in 2011 to refinance the renovation of the Edgewood Avenue facility and the development of three floors of the Loudermilk Center. Mr. Thomson informed the Authority that those bonds are currently held by Wells Fargo. Mr. Thomson added that a recent change in tax law resulted in an automatic increase in the interest rate on the bonds, Wells Fargo and United Way had agreed to an adjustment in the interest rate on such bonds, and Wells Fargo will hold the bonds until 2020. Upon a motion made by Ms. Cash, which was seconded by Mr. Metze, the Authority unanimously approved the amendment for United Way.

NEW BUSINESS:

Inspire Brands, Inc. Resolution REBA Grant (“Inspire”): Mr. Glenn Thomson and Ms. Amber Pelot of Alston & Bird LLP appeared in connection with the request for a letter of inducement for a Regional Economic Business Assistance (“REBA”) Grant in the amount of \$1,120,000, which was approved by the Georgia Department of Economic Development. Mr. Thomson informed the Authority that Inspire is in the process of accumulating several restaurant properties and facilities, including restaurant chains such as Arby’s and Buffalo Wild Wings. Mr. Thomson explained that the project would be located at Three Glenlake Center, hire approximately 1,120 new employees, and spend approximately \$32,000,000 in furniture, fixtures, and equipment. Mr. Thomson added that one of the largest expenditures would be for a kitchen testing area to test new food items. Mr. Nash explained that this would be a six-year grant and the Authority is acting as an administrator on behalf of the State. Upon questions from the Authority, Mr. Nash explained that Inspire would be held accountable with the number of jobs and contribution, there would be progress reporting, and there would be a clawback if applicable. Upon further questions from the Authority, Mr. Nash explained that these transactions stimulate investment and employment in the area and the Authority engages in these transactions as an accommodation to the State. Upon a motion made by Mr. Broadbent, which was seconded by Mr. Metze, the Authority unanimously approved the letter of inducement for Inspire.

DISCUSSION:

Mr. Anderson provided the Authority with a brief update on property taxes in Fulton County. Mr. Anderson discussed the property tax process and efforts to further provide for processing improvements, technology investment, and staffing. Mr. Anderson explained that tax bills would be distributed in the next couple of weeks.

Mr. Anderson further discussed the Authority's collaboration with Ernst & Young and commended their efforts on strengthening the Return on Investment ("ROI") model. Mr. Anderson explained that the Board of Commissioners provided positive feedback on the ROI model because the model demonstrates good governance and transparency. Commissioner Hausmann further commended the Authority's efforts in taking a step further than was required in reporting for GASB 77 purposes. More specifically, Commissioner Hausmann explained that while the Authority is only required to report taxes foregone, the ROI model creates a more comprehensive representation of the tangible significant impact these projects have had on economic development in Fulton County. Commissioner Morris further shared his appreciation for the Authority's public service.

Mr. Beach provided an update on job creation and transportation planning in Fulton County. More specifically, Mr. Beach explained that there is a tremendous effort to recruit companies to the area and several road projects are currently underway to continue combatting traffic congestion.

Ms. Whitmore explained that she has transitioned into a new role with Fulton County and expressed that she is looking forward to working with the Authority in the future.

Mr. Nash announced that IEDC's Annual Conference will be held in Atlanta from September 30, 2018 through October 3, 2018 and encouraged those that are interested to participate. Mr. Nash explained that IEDC is a global organization of economic professionals and that the conference will bring approximately 3,000 people to Atlanta to take part in a variety of discussion.

ITEMS FOR APPROVAL:

Minutes. In Dr. Jolley's absence, the minutes from the Regular Monthly Meeting held on July 24, 2018 will be presented to the Authority for approval at the next Regular Monthly Meeting.

NEXT MEETING:

Chairman Shaw announced that the Authority's Regular Monthly Meeting will be held on Tuesday, September 25, 2018 at 2:00 p.m. in the Suite 2052 (Peachtree Level) conference room.

There being no further business, the meeting was adjourned.

Samuel D. Jolley, Jr.

Dr. Samuel D. Jolley, Jr., Secretary