

McPherson Implementing Local Redevelopment Authority

Board of Directors Meeting

March 20, 2014

A meeting of the McPherson Implementing Local Redevelopment Authority (MILRA) was held on Thursday, March 20, 2014 at 1794 Walker Ave. Atlanta, GA 30310.

Board Members:

Felker Ward, Jr., Chairman
Kenneth Deleon
John Akin
Brian McGowan
Richard Holmes
Chandra Houston

Staff, Legal Counsel and Others:

Jack Sprott, MILRA
Sandra Tennyson, MILRA
Darlene Hawksley, MILRA
Michael Lusk, MILRA
James McCormick, MILRA
Ken Neighbors, Attorney, Greenberg Traurig
Michelynn Carellas, Army
Peter Andrews, Attorney, City of Atlanta

Guests:

Monica Jackson
Keisha Brunette, COA Law
Christopher Walker, COA Law
Starlyn Baxter, ACU
Myrna Clayton, Abel 2, Inc.
Cynthia Barren
Dan Reuter, ARC
Ralph Brown, BDG
Jim Schneider, APAB
Ellis Mitchell, City of East Point
Karen Pope, Pope Consulting
Ed Richardson, R&R Production
E. Faircloth
Barbara Guillory
Glenda Knight, MACC
Doris Lucas, City of Atlanta, Workforce Development

James Wilkes, NPU-R
Peter Lyon, Epsten Group
Brian Linesay, Radish Lighting
Bruce Gunter, PRI
Johnny Jackson, N/A
Lindsey Samples, HOK
Greg Floyd, MARTA

Chairman Ward called the MILRA meeting to order at approximately 1:04 p.m.

Announcements and Welcome:

Chairman Ward thanked the audience for their continued support and welcomed them to the meeting. Chairman Ward recognized that a quorum was not yet in place and preceded with items on the agenda until a quorum was present.

Chairman Ward reminded the audience about the sign-in-sheet for public comment for non-board members and asking that anyone making a comment to the Board to please state their name, address and to limit their comment to three minutes.

During the interim period, Mr. Sprott reviewed the requests for Selection Subcommittee members and gave a brief overview and progress report. At approximately 1:30 PM a quorum was achieved and the board proceeded to address the agenda items.

Item No. 4: Environmental Insurance Broker Selection Panel:

Mr. Sprott stated that MILRA is coming closer to the transfer of the property from the US Army and it looks like it could happen mid-Summer and several insurance policies need to be in place. With this being said an RFQ to select an Environmental Insurance Broker was issued on March 2, 2014 and was advertised in the AJC. A Mandatory Pre- Qualifications Conference Meeting was held at the offices of MILRA on March 13, 2014 and several companies participated and all were informed that the date and time for submittal of their RFQ is due in the office of MILRA on March 31, 2014 by 12:00PM.

Mr. Sprott stated that the purpose of the RFQ is to select a professional insurance brokerage services to assist in the placement and management of long-term environmental insurance including but not limited to, a Pollution Legal Liability policy and the selected environmental insurance brokerage will cover pollution events on property being transferred to the MILRA by the U.S. Army at the former Fort McPherson base in Atlanta, Georgia.

The selected insurance brokerage will successfully demonstrate their knowledge of the required insurance products and risk management processes and successfully acquire and assist management of the environmental insurance products needed for the property.

The insurance broker will also assist in identifying, managing and mitigating the risks that emanate before, during and after property transfer. They will also address specific environmental risk exposures of the MILRA and reassuring to MILRA, developers and DOD that the costs associated with the discovery of unforeseen pollution and necessary cleanup is controlled.

At a minimum the long-term environmental insurance for the property is expected to include a Pollution Legal Liability policy which will provide a third party legal liability claim, unanticipated remediation costs from pollution and legal defense expense arising from on-site and off-site loss.

Below is the list of Environmental Insurance Brokers that attended the Mandatory meeting on March 13, 2014 at 2:00PM, at the offices of MILRA:

- Anon Risk Solutions
- AIRMI
- Alliant
- MARSH
- Willis
- Greyling
- Resurgens Risk Management

The nominees recommended by the MILRA were:

- Darlene Hawksley
- Michael Lusk
- Chandra Houston
- Kenneth Deleon
- John Akin

Approval of Item No. 4:

Authorize an Environmental Insurance Broker Selection Panel, to nominate and receive nominations for Panel membership and authorize MILRA staff to assemble the Panel to review all proposals, conduct in-person interviews and recommend a final selection to the MILRA for approval.

Richard Holmes made a motion to approve the above slated names to serve on the Environmental Insurance Broker Selection Panel. It was seconded by Brian McGowan. Approval was unanimous.

Item No. 5: Property and Casualty Insurance and Risk Management Services Brokers Selection and Panel:

Mr. Sprott stated that on March 2, 2014 MILRA also drafted and advertised in the AJC, a Request for Qualifications to solicit a Property and Casualty Insurance and Risk Management Services Broker. The professional insurance brokerage services will assist in the placement and

management of property and casualty insurance and risk management. Mr. Sprott stated that a Mandatory Pre-Qualifications Conference Meeting was held at the offices of MILR on March 13, 2014, at 10:00 AM.

The attendees of this meeting were also informed of the date and time for their submittal of the RFQ, being March 31, 2014 by 12:00PM. Mr. Sprott stated the purpose of this RFQ is to select an insurance broker who can successfully demonstrate their knowledge of the required insurance products and risk management processes and successfully acquire and assist in the management of the insurance products needed for MILRA and the property. This insurance broker will assist in identifying, managing and mitigating risks that emanate before, during and after property transfer. The broker will also address specific risks, and especially protect the real and personal property assets. The broker will negotiate with insurance underwriters, issuance of policies, premium audits, billings, endorsements, certificates of insurance, claims, consultations/negotiations with carriers and all such matters customarily handled by insurance brokers and other services may be asked of the broker.

Below is the list of Property and Casualty Insurance and Risk Management Brokers who attended the Mandatory Pre- Qualifications Conference meeting on March 13, 2014 at 10:00am, at the offices of MILRA:

- **AIRMI**
- **FULCRO**
- **Resurgens Risk Management**

Chairman Ward made the suggestion that the same Panel selected to serve on the Environmental Insurance Broker Selection Panel serve on the Property and Casualty Insurance Risk Management Services Broker Selection Panel.

The nominees were:

- Darlene Hawksley
- Michael Lusk
- Chandra Houston
- Kenneth Deleon
- John Akin

Approval of Item No. 5

Authorize a Property and Casualty Insurance and risk Management Services Broker Selection Panel, nominate and receive nominations for Panel membership and authorize MILRA staff to assembly the Panel to review all proposals, conduct in-person interviews and recommend a final selection to the MILRA for approval.

Kenneth Deleon made a motion to approve the above slated names to serve on the Property and Casualty Insurance and Risk Management Broker Selection Panel. It was seconded by Brian McGowan. Approval was unanimous.

Item No. 6: Homeless Provider Engagement Subcommittee:

Mr. Sprott stated a new subcommittee was needed to concentrate more on the business decisions surrounding the finalization of Legally Binding Agreements. He stated that with every BRAC the needs of the Homeless must be addressed in the area of that particular community. One of the reasons a new panel is needed is because there could very well be new staff that needs to be updated and are not familiar with the requirements. Also, with the transfer of the property approaching the ,the MILRA is bound by HUD to find another tenant in case a Homeless provider decides to dropout.

Below is the current list of Participating Homeless Providers:

- Hope Atlanta/Atlanta Center for Self Sufficiency
- Saint Joseph's/CAPN
- Jerusalem House
- PRI
- CHRIS Kids

Mr. Sprott stated that the Homeless Provider is responsible for all cost in bringing the property up to code and that it must serve the Homeless exclusively. All transfers will be in the form of a (49) forty-nine year lease.

Approval of Item No. 6:

Given the leadership and make-up of the original subcommittee that addressed the HUD Application and obligation, the MILRA voted by acclamation to re-engage the Healthy Community Subcommittee for this task.

Item No. 8: Fort McPherson Project Overview and Progress Report:

Mr. Sprott stated that an article appeared in the AJC on Wednesday, March 19, 2014 that pretty much summed up the latest as to what was going on at the base. Mr. Sprott stated that first payment from the City of Atlanta, Intergovernmental Agreement was received on March 14, 2014 in the amount of \$250,000. And the EDC documents have been submitted to the Army and they should complete their review by March 24, 2014, and Mr. Sprott stated that the biggest component of the EDC is the "Security", which is not quite in place as of now. However, an appraisal of the 475 acres is currently in process and should be ready within the next 2 weeks and this is the last component needed for the transfer of the property.

In conclusion, Mr. Sprott stated that in anticipation of ownership, it's recommended that there be a "series" of developments as opposed to the property as a whole. Mr. Sprott also stated that, in consideration of the timeline and the new direction, the MILRA is not presently seeking a Master Developer for the project.

Board member Kenneth Deleon stated he has set up a meeting with the new Mayor of East Point to include Jack Spratt in anticipation of getting the City of East Point to engage in some funding to MILRA.

Approval of Agenda:

Confirming that a quorum was now present Chairman Ward recommended the approval of the agenda. Brian McGowan made a motion to approve and it was second by Ken Deleon. Approval was unanimous.

Approval of the Minutes:

Chairman Ward recommended the approval of the January 23, 2014 minutes. Richard Holmes made a motion to approve and it was seconded by John Akin. Approval was unanimous.

Public Comments:

Chairman Ward invited public comments and several people took advantage of the opportunity to speak.

Item No. 7: Consulting Agreement-Georgia Science and Technology Park Strategic Assessment and Recommendation:

Chairman Ward made a motion to move into Executive Session and read the required statement:

“Ladies and Gentleman:

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

After Chairman Ward read the statement, Brian McGowan made a motion to approve and it was seconded by John Akin. Approval was unanimous.

The Board went into Executive Session for approximately forty-five (45) minutes. Richard Holmes made a motion to end the Executive Session and it was seconded by Kenneth Deleon. Approval was unanimous.

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

Approval of Item No. 7

Authorize and empower the Chairman, Vice-Chairman or the Executive Director, on behalf of the Authority, to negotiate, execute and deliver the Consulting Agreement in substantially the form attached hereto and do any and all acts and things that any one or more of these officers deems, in the exercise of his or her discretion, necessary, desirable, or appropriate in connection with this action. The Chairman, Vice-Chairman or the Executive Director are authorized to make such modifications and changes as may be necessary or appropriate. John Akin made a motion to approve and it was seconded by Chandra Houston. The approval was unanimous.

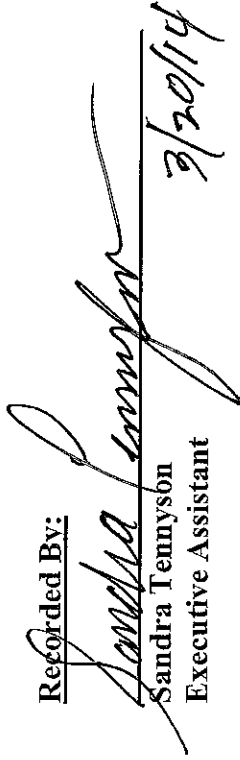
Item No. 9: Revised 2014 Board Meeting Schedule:

Mr. Sprott asked that the Board members take a look at the revised meeting dates that represents the third Thursday of each month and to see if this fit their schedule. He also mentioned that a new meeting date will be confirmed during a meeting that precedes that date.

Adjournment:

Richard Holmes made a motion to adjourn; it was seconded by John Akin. Approval was unanimous. The MILRA meeting ended at approximately 3:05 pm.

Recorded By:


Sandra Tennyson
Executive Assistant

3/20/14

Approved By:



Jack Sprott
Executive Director

OPEN MEETINGS AFFIDAVIT

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

(1) I was the presiding officer of a meeting of the McPherson Implementing Local Redevelopment Authority (the "Authority") held on the 20th day of March, 2014.

(2) I have been advised that *O.C.G.A § 50-14-4(b)* requires that when any meeting of the Authority is closed in accordance with an exception to the Open Meetings Law that:

- (i) the specific reason for the closure is to be entered upon the official minutes of the meeting;
- (ii) the meeting is be closed only upon a majority vote of a quorum present for the meeting;
- (iii) the minutes are to reflect the names of the members present and those voting for closure; and
- (iv) the person presiding over the meeting is to execute and file with the official minutes of the meeting a notarized affidavit stating under oath that the subject matter of the meeting or the closed portion thereof was devoted to matters within the exceptions provided by law and identifying the specific relevant exception.

(3) The subject matter of the closed meeting or closed portion of the meeting held on the 20th day of March, 2014 which was closed for the purpose of:

DELIBERATION REGARDING PERSONNEL MATTER

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


DELIBERATION REGARDING EXISTING LITIGATION

ATTORNEY-CLIENT COMMUNICATION

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

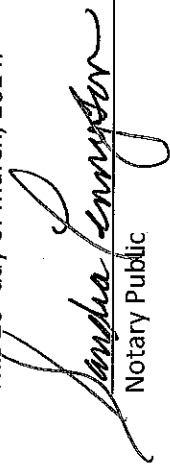
(4) This affidavit is being executed for the purpose of complying with the mandate of O.C.G.A. § 50-14-4(b) that such an affidavit be executed.

This 20th day of March, 2014.



Felker Ward, Jr., Presiding Officer

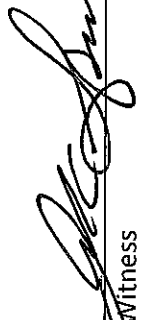
Sworn and subscribed before me
This 20th day of March, 2014.



Notary Public

(SEAL)

Witnessed:



Witness

My Commission
Expires 5/17/2015