

Special Called Meeting of the Sandy Springs Public Facilities Authority was held on January 17, 2023 at , Mayor Rusty Paul presiding.

1. CALL TO ORDER

Chair Rusty Paul called the meeting to order at 6:00 p.m.

2. ROLL CALL - Secretary

Members Present: Chair Rusty Paul, Member John Paulson, Member Melody Kelley, Member Melissa Mular, Member Jody Reichel, Member Tibby DeJulio, and Member Andrew Bauman

3. APPROVAL OF MEETING AGENDA

Motion and vote. A motion was made by Member Tibby DeJulio to approve the meeting agenda. Member Melody seconded the motion. The motion carried by unanimous vote.

4. PFA2023-01 Approval of the November 15, 2022 Public Facilities Authority Meeting Minutes

Motion and vote. A motion was made by Member John Paulson, seconded by Member Jody Reichel, to approve the meeting agenda. The motion carried by unanimous vote.

NEW BUSINESS

5. PFA2023-02 Request for Public Facilities Authority Consideration of the Appointment of Toni Carlisle as Treasurer of the Public Facilities Authority

Eden Freeman, City Manager, presented a request for Public Facilities Authority consideration of the appointment of Toni Carlisle as Treasurer of the Public Facilities Authority. It recommended that the Public Facilities Authority appoint City of Sandy Springs Chief Financial Officer Toni Carlisle as the Treasurer to the Authority. The City of Sandy Springs Public Facilities Authority has the power to acquire by purchase, lease, gift, condemnation, or otherwise, and to hold, operate, maintain, lease, and dispose of real and personal property of every kind and character for its corporate purposes. The Authority consists of seven members and may appoint, select and employ officers. The members of the Authority may select a Treasurer, who need not be a member of the Authority. The City's finance director has traditionally served as treasurer for the Sandy Springs Public Facilities Authority. In March 2022, Sandy Springs Chief Financial Officer Toni Jo Howard ended her employment with the City of Sandy Springs. Immediately afterward, Toni Carlisle was made interim Chief Financial Officer. In the Summer of 2022, Ms. Carlisle was hired to permanently serve as the City's Chief Financial Officer.

Motion and vote. A motion was made by Member Tibby DeJulio, seconded by Councilmember Jody Reichel, to approve the appointment of Toni Carlisle as Treasurer of the Public Facilities

Authority. The motion carried by unanimous vote.

PFA Resolution No. 2023-01-01

6. PFA2023-03 Request for Public Facilities Authority Consideration to Approve the Atlantic Specialty Co. Settlement Agreement

Dan Lee, City Attorney, presented a request for Public Facilities Authority consideration to approve the Atlantic Specialty Co. Settlement Agreement.

The City Attorney recommends the Public Facilities Authority accept and approve this settlement proposal whereby the issue as to which insurance company may be responsible for the defense and liability of Rosser International. The City Attorney recommends the settlement upon the payment by Atlantic Specialty to the City, the sum of \$32,500.00. This settlement leaves in place the underlying action brought by the City against Rosser and its other insurers. Atlantic Specialty issued to Rosser International, Inc. ("Rosser") an Architects and Engineers Professional Liability Insurance Policy No. DPL-5750-16, effective from August 31, 2016, through August 31, 2017 (the "Professional Liability Policy"). On or about August 5, 2015, the City of Sandy Springs (the "City") entered into a written contract with Rosser to act as its architect of record to provide professional design services for the construction of the project known as the City Springs Project, located in Sandy Springs, Georgia (the "Project"). The City filed an action against Rosser styled The City of Sandy Springs Public Facilities Authority v. Rosser International, Inc., Civil Action No. 2019CV326008, in the Superior Court of Fulton County (the "Authority's Action"), in which the Authority asserted that Rosser breached its duty of care in providing certain professional design services on the Project, thereby committing professional negligence. The City acquired a default judgment against Rosser in the Authority's Action. The Parties are currently involved in an action, Atlantic Specialty Insurance Company v. Rosser International, Inc. and The City of Sandy Springs Public Facilities Authority, Civil Action No. 2022CV360207, in the Superior Court of Fulton County (the "Atlantic Specialty Action"), in which Atlantic Specialty seeks a declaratory judgment that it has no obligation to defend or indemnify Rosser under the Professional Liability Policy against the claims asserted by the Authority against Rosser in the Authority's Action. Atlantic Specialty asserts in the Atlantic Specialty Action that it has no obligation to defend or indemnify Rosser under the Professional Liability Policy from the claims asserted by the Authority in the Authority's Action because, among other reasons, Rosser breached the notice and cooperation conditions of the Professional Liability Policy by failing to provide notice of the Authority's Action until over two (2) years after the expiration of the Professional Liability Policy, and three (3) months after Rosser was served with the summons and complaint and after the court entered a default judgment against Rosser in the Authority's Action. The City's Counsel, Taylor English, believes the evidence revealed is that the original Defendant's carrier, Traveler's Insurance, and Rosser's insurance broker, Epic, are liable for the claims made by the City. The settlement proposal of \$32,500.00, reflects the cost for the determination of which insurance carrier is responsible and is in the best interest of the City. The Mayor and City Council accepted this recommended settlement agreement at the January 3, 2023 Mayor and City Council meeting.

Motion and vote. A motion was made by Member John Paulson, seconded by Councilmember Melody Kelley, to approve the Atlantic Specialty Co. Settlement Agreement. The motion carried by unanimous vote.

PFA Resolution No. 2023-01-02

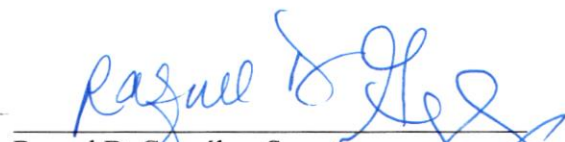
7. ADJOURNMENT

Motion and vote. A motion was made by Member Tibby DeJulio, seconded by Member Jody Reichel, to adjourn the meeting. The motion carried by unanimous vote.

The meeting adjourned at 6:04 p.m.

Approved: February 7, 2023


Russell K. Paul, Chair


Raquel D. González, Secretary