

City of Sandy Springs Development Authority Meeting was held at Sandy Springs City Hall, 7840 Roswell Road, Building 500, Sandy Springs, Georgia, 30350, on September 26, 2012, at 10:00 a.m.

Call to Order

Chairman Rusty Paul called the meeting to order at 10:03 a.m.

Roll call

Assistant City Clerk Kelly Bogner called the roll.

Board Members Present: Rusty Paul, Dave Nickles, Ralph Thurmond, and Jennifer Steele. John Willis joined the meeting later. Carla Sweetwood arrived after the meeting adjourned.

Staff and Representatives Present: City Manager John McDonough, Assistant City Manager Eden Freeman, City Attorney Wendell Willard, Director of Community Development Angela Parker, City Clerk Michael Casey, Assistant City Clerk Kelly Bogner, and Attorney Kathy Williams were present.

Reconstitute City of Sandy Springs Development Authority

City Attorney Wendell Willard stated the Sandy Springs Development Authority was organized a few years ago to assist the PCID in raising funds for the half diamond interchange at Hammond Drive and GA400. There have not been other projects since that time that have required the Authority to meet. There is an upcoming project that would be a benefit to the community. Due to this reason, the Sandy Springs Development Authority is being reconstituted.

Election of Development Authority Chairperson

City Attorney Wendell Willard stated the required offices of the Authority are Chairperson, Vice Chair, and Secretary/Treasurer. Currently, Rusty Paul has served as Chairperson and Jennifer Steele is the Secretary/Treasurer.

City Clerk Michael Casey reminded everyone to please identify themselves before they speak. This will help with the transcription of the recording for the minutes.

Motion and Vote: Dave Nickles moved to nominate Rusty Paul as the Chairperson of the Sandy Springs Development Authority. Ralph Thurmond seconded the motion. The motion carried unanimously.

Motion and Vote: Dave Nickles moved to nominate Ralph Thurmond as the Vice Chair of the Sandy Springs Development Authority. Rusty Paul seconded the motion. The motion carried unanimously.

Motion and Vote: Rusty Paul moved to nominate Jennifer Steele as the Secretary/Treasurer of the Sandy Springs Development Authority. Dave Nickles seconded the motion. The motion carried unanimously.

Approval of Prior Meeting Minutes

City Attorney Wendell Willard stated the meeting minutes provided are from the December 2007 meeting. The minutes reflect the various resolutions that were completed as part of the underwriting of the bonds for the PCID.

Motion and Vote: Ralph Thurmond moved to approve the December 18, 2007 special meeting minutes. Jennifer Steele seconded the motion. The motion carried unanimously.

New Business

- a) Consideration of Regional Economic Business Assistance (REBA) Grant Program Submission in Cooperation with CBS Corporation

Assistant City Manager Eden Freeman stated the package includes a copy of the solicitation. This is a cooperative program between the Department of Community Affairs and the Georgia Department of Economic Development. There are numerous criteria the Authority has to comply with. Without the support of the Georgia Department of Economic Development, no development authority will receive a grant under this program. Also included in the package is a letter from the Georgia Department of Economic Development, which was transmitted to the CBS Corporation in May 2012, to offer incentives on behalf of the State to attract the company to locate in Sandy Springs, GA. Since that time, the company has signed a lease for space located at 5775 Peachtree Dunwoody Road. CBS will be moving an IT unit from New York to Sandy Springs that will include 101 jobs within the next four years. The grant calls for a \$350,000 award from the State to help offset the cost of the company's startup with network equipment. Staff and the Authority are actively working with CBS in order to complete the application. Staff is asking the Authority to authorize the submission of the application within 20 business days from the date of execution of the MOU and performance and accountability (P&A) agreement. The MOU is between the Development Authority, the Georgia Department of Economic Development, and CBS Corporation. The MOU has already been executed by CBS Corporation. Once the Authority approves the MOU, it will be submitted to the Georgia Department of Economic Development. The State will then start the process of generating the State letter of support, which is a requirement for the application. The next item that needs to be authorized is the performance and accountability (P&A) agreement, which is the award document. Once the award is approved by the Department of Community Affairs, an award number will be assigned and the grant money will be awarded to the development firm. The P&A agreement is between the Authority, CBS Corporation and the Department of Community Affairs. The program operates by the company purchasing the equipment they need and providing title for the equipment to the Development Authority. Then the Development Authority, in turn, leases the equipment back to the company for a period of time. At this point, the lease term is forty-eight months. The Development Authority through the City, since the City is the fiscal agent, will reimburse CBS Corporation through this grant for the purchase of \$350,000. CBS Corporation is also making an investment of \$500,000. The \$500,000 is not for tenant improvements.

John Willis joined the meeting at this time.

Dave Nickles asked about a clawback provision in the agreement regarding the specific requirement that the company remain at the facility for ten years.

Assistant City Manager Freeman responded yes. The clawback provision will be included in the lease agreement. Legal counsel for the Authority has started working on the lease. Once the lease is completed, it will be circulated to the members of the Authority.

City Manager John McDonough asked Assistant City Manager Freeman to explain how the transaction will work.

Assistant City Manager Freeman stated staff has the letter from the Commissioner of the Department of Economic Development. Staff worked on attracting the company to locate in Sandy Springs. Under this

program, only development authorities can submit the application, not city governments. The Georgia Department of Economic Development offers the funds as a way of attracting companies to Georgia. The money is passed through the Development Authority to provide the resource to the company. The title to the equipment will be transferred to the Development Authority. The Development Authority will in turn lease that equipment to CBS Corporation for a period of time, which is 48 to 60 months. The grant and MOU agreement have a ten year period.

Dave Nickles stated this program sounds great for the City.

City Manager McDonough stated the clawback is essentially tied to the company's lease agreement. The corporation will have to produce a lease agreement to the City and Development Authority for review.

Chairman Paul stated the first document that requires action to be taken is the MOU. This document outlines the agreement between CBS Corporation and the Georgia Department of Economic Development.

Motion and Vote: Dave Nickles made a motion to approve the MOU between CBS Corporation and the Georgia Department of Economic Development. Jennifer Steele seconded the motion. The motion carried unanimously.

City Attorney Wendell Willard stated the inducement resolution is the Authority authorizing to enter into the agreements. He read the resolution into the record.

Motion and Vote: Jennifer Steel moved to approve the inducement resolution. Dave Nickles seconded the motion. The motion carried unanimously.

Assistant City Manager Freeman stated the performance and accountability (P&A) agreement has the terms and conditions the Development Authority will need to comply with, which the City will do on behalf of the Authority. There are also requirements that CBS and the Department of Community Affairs will comply with. The Authority has 20 business days after today to complete the entire application process. She is actively working with CBS to obtain all the information required for the application. City staff would like authorization from the Authority for the Chairperson to execute the P&A agreement.

Motion and Vote: Dave Nickles moved to allow the Chairperson to sign the Performance and Accountability (P&A) agreement. Ralph Thurmond seconded the motion. The motion carried unanimously.

Chairman Paul stated the next item to be approved is the authorization to complete the application in cooperation with CBS, Georgia Department of Economic Development, and the Department of Community Affairs, and the execution of the lease. The lease will be circulated to all Authority members before the Chairperson signs the lease.

Motion and Vote: Dave Nickles moved to approve the authorization to complete the application in cooperation with CBS, Georgia Department of Economic Development, and the Department of Community Affairs and the execution of the lease. Ralph Thurmond seconded the motion. The motion carried unanimously.

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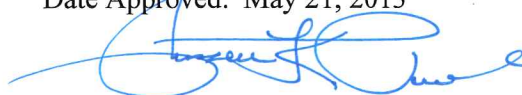
Other Business

Assistant City Manager Eden Freeman stated City staff is working with the City of Dunwoody's Development Authority to hold development authority member training at either Sandy Springs or Dunwoody. The University of Georgia provides the training, which is a mandatory requirement under Georgia law. The law requires board and authority members to be trained once they are appointed to the position. The training will be held in October or December 2012.

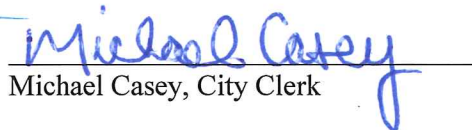
Adjourn

Motion and Vote: Jennifer Steele moved to adjourn the meeting. Dave Nickles seconded the motion. The motion carried unanimously. The meeting adjourned at 10:29 a.m.

Date Approved: May 21, 2013



Rusty Paul, Chairman



Michael Casey, City Clerk