

# **HENRY COUNTY DEVELOPMENT AUTHORITY**

## **MEETING MINUTES**

**December 4th, 2024**

### **I. CALL TO ORDER**

The regularly scheduled meeting of the Henry County Development Authority (HCDA) was held on December 4th, 2024, in the conference room located in their offices, at 125 Westridge Industrial Blvd, Suite 101, McDonough, GA, 30253. The board members present were Irvin Culpepper, Charles Marshall, David Crow, and Siddiqa Gibson. Board members Cynthia Andrews and Eddie Ausband were present telephonically.

Also, in attendance were Rod Meadows, Legal Counsel and Sara Lithgow, Paralegal of Meadows, Macie & Morris, P.C. Staff members present included were Sharon Hill, Interim Executive Director and Susan Wise, Manager of Business Development and Elizabeth Sibdhannie, Administrative Assistant (Temporary). Joseph Henning, President of the Henry County Chamber of Commerce and Randy Cardoza with the Chason Group were in attendance. Chairman Culpepper called the meeting to order at 8:01 a.m.

### **II. CALL ROLL/QUORUM/NOTICE OF MEETING**

Chairman Culpepper asked for a roll call, which indicated the presence of a quorum, and verified that meeting notices were properly posted.

### **III. APPROVAL OF AGENDA**

Chairman Culpepper requested the inclusion of Executive Session for the purpose of Real Estate and Personnel matters and asked if there were any additional requests for amendments to the agenda, or if there was a motion to approve the agenda with the suggested amendment. Ms. Gibson then made a motion to approve the agenda and Mr. Crow seconded; the motion to approve the agenda passed unanimously.

### **IV. GUEST PRESENTATIONS**

- Joseph Henning, Director of the Henry County Chamber of Commerce, provided the Board with an update on the following:
  - o National Civics Bee® judges for students in grades 6<sup>th</sup>, 7<sup>th</sup> and 8<sup>th</sup> from across the county
  - o Henry County Chamber's Business Resources Center Mentorship Registration
  - o Nominations are open for the Henry County Chamber of Commerce's 58<sup>th</sup> Annual Leadership Awards, provided to leaders chosen for their exemplary leadership and dedication to improving our community.

- o Cultural Assessment survey designed to help sole entrepreneurs, business owners, and organization employees assess their organization's culture, values, engagement, and work-life balance from their perspective. Results will be shared with the membership and programs will be designed to support culture alignment and growth.
- o Partnership for Inclusive Innovation

## **V. MEETING MINUTES**

Chairman Culpepper confirmed that each Board member reviewed the Minutes for the November 6th, 2024, and asked if there were any questions or comments from the Board, or a motion to approve the Revised Meeting Minutes. Hearing none, Chairman Culpepper then accepted a motion made by Mr. Crow to approve meeting minutes. Mr. Marshall seconded, and the motion passed unanimously.

## **VI. EXECUTIVE SESSION**

At 9:08 a.m., Chairman Culpepper accepted a motion made by Mr. Marshall to enter Executive Session for the purpose of Real Estate and Personnel matters, and Ms. Gibson seconded. The motion to move the meeting into executive session passed unanimously. At 9:56 a.m., Chairman Culpepper accepted a motion made by Mr. Marshall to exit the executive session, and Ms. Gibson seconded. The motion to exit the Executive Session passed unanimously, and the meeting was moved back into open session.

Upon the conclusion of the Executive Session, Mr. Marshall made the motion to promote Ms. Hill to the position of Executive Director of the Henry County Development Authority effective December 4<sup>th</sup>. The motion was seconded by Ms. Gibson and was approved unanimously.

## **VII. STANDING REPORTS**

### **STAFF REPORTS**

Ms. Hill requested staff to give their reports.

- **INVOICES/FINANCIALS/CORPUS**

Ms. Morton reviewed the HCDA Consolidated Budget Statement and financial reports for the month ending December 4th, 2024, and noted the monthly and year-to-date balances for the HCDA County and Corpus budgets. Many of our bonds are due in the month of December. We received \$10,800 from Purple for their Series 2020 and 2021 equipment bonds.

On the Consolidated Report, we show the payment for the building lease for July 2024 through December 2024 is now paid to date since a new lease has been signed.

Ms. Andrews questioned where the legal fees are shown on the financial report. Ms. Morton responded that legal fees are shown under professional services on the Consolidated County Report. Ms. Andrews furthered questioned were any other fees included under this category. Ms. Morton responded that it also contained fees paid to the Chason Group. Ms. Morton confirmed that the professional services category primarily housed fees paid to Meadows, Macie & Morris, P.C.

Ms. Andrews requested that a line item be provided under professional services that would show legal services fees.

Ms. Andrews also requested that there should be a comprehensive audit performed on all financial accounts owned by the Authority. This request was made after updating the signature cards for all financial accounts.

Ms. Morton offered to answer any additional questions from the Board regarding the financial reports. Hearing none, Ms. Andrews made a motion to approve the invoices, financials, and Corpus reports, to include adding a line under professional services that would show specific items included in that category. Mr. Crow seconded the motion. The motion passed unanimously.

- **BUSINESS DEVELOPMENT REPORT**

Ms. Wise was not present at this time and therefore there was no Business Development Report.

- **MARKETING REPORT**

Ms. Hill presented information about Tech Trek in which there were more than 300 high school students and several industries partners participating in this event which was held at Southern Crescent Technical College. This project was a partnership between the Development Authority, Henry County Schools, Henry County Chapter of the Society of Human Resources and Southern Crescent Technical College. The event was designed to get high school students interested in skilled trades which support many of the jobs provided by local industries.

- **ESTABLISHED INDUSTRY REPORT**

Ms. Hill presented the established industry report for November, which documented 7 visits to local industries, as well as visits with various community partners. She provided the Board with an update on the Established Industry and Workforce Development events and interactions attended during the month of November, such as the 1-75 Central Georgia Corridor Coalition, the

Henry County Road Safety Stakeholder Committee and the Opening of the Small Business Development Center at Southern Crescent Technical College.

Ms. Hill reported that she had meetings with Mayor Ann Tarpley and City Manager Alexis Cohilas with the City of Hampton. She also met with McDonough's Mayor Sandra Vincent, Deputy City Administrator Andrew Baker and Sylvia Smith, McDonough's Economic Development Director. She also met with Henry County Schools Superintendent Dr. John Pace.

## **DISTRICT REPORTS**

D1: No Report.

D2: Ms. Gibson reported Commissioner Neat Robinson was elected as Commissioner of District 2. She also reported that this would be her last meeting on the Board. Board members offered their appreciation to Ms. Gibson for her service and collegiality and wished her well.

D3: No Report

D4: Chairman Culpepper reported that Commissioner Michael Price won his runoff election against Vivian Thomas. Mr. Price will continue as the Commissioner for District 4.

D5: No Report

County at Large: Mr. Marshall reported that Sprouts wholesale grocery opened last month on the 15<sup>th</sup>. There were more than 200 plus people waiting at the door when it opened. It's been a big success and has received positive community feedback. It's been a good "plus" for the Bridges of Jodeco.

## **VIII. LEGAL MATTERS**

- **Motion to Ratify Extension to Letter of Intent for Project Green Lion**

Mr. Marshall made the following motion: Mr. Chairman, having first ascertained that there are no conflicts of interest, I move that the HCDA ratify an extension to the Letter of Intent for Project Green Lion for a term of three months to March 3, 2025, as originally drafted by Bond Counsel and reviewed by our General Counsel, along with all of the supporting documents in connection therewith, all of which have been provided to us electronically in advance of today's meeting, and as we have discussed in this meeting.

In light of, the foregoing, I further Move that the Officers of the Authority be granted the right and responsibility to execute such additional documents as are necessary or convenient in connection with this transaction, along with the discretion to make such minor amendments and corrections to any of the documents as might be suggested by

Counsel in conjunction with the subject transaction. The motion was seconded by Mr. Crow and passed unanimously.

- Mr. Meadows provided an update on the Bowery Farms situation. He had previously reported on the lien litigation in Executive Session.
- Mr. Meadows also provided an update on the D & O Insurance application. In the request for information, his office was asked to provide a list of properties owned by the Authority. He stated that the Authority may need a more comprehensive policy than just D&O insurance. He spoke to ACCG, and they will provide additional insurance for the base price of is \$6,000 per year. Mr. Meadows referred to Ms. Andrews previous question regarding the cost for D&O insurance as being pricey which Mr. Meadows agreed. However, their policy would extend to all properties owned by the Authority. Therefore, we will apply through Watson and Towers as to allow the Authority to have more than one quote. There could be some contingent liability with all this property in the Authority's name. Mr. Meadows said he will provide the property listing at our next meeting. Ms. Andrews questioned why the companies are not covering that cost since her concern was only for the Authority's corpus budget if something happened to the funds covered in that budget. Mr. Meadows advised that the companies maintain comprehensive insurance on the projects. Mr. Ausband asked if the contracts included language that would indemnify the Authority. Mr. Meadows response was, "yes it does". Ms. Andrews requested that the companies provide some type of retainer/reserve if they went out of business. Mr. Meadows said that the Authority gets its bond fees for such projects upfront. The Authority also gets an annual fee for maintenance and to cover things like that. Ms. Andrews requested that an executive session to review insurance liability matters when additional information is obtained.

## **IX. OLD BUSINESS**

- **Retail Strategies**

Ms. Hill reported that there will be a meeting on Retail Strategies on December 10<sup>th</sup> at 1:00 p.m. at the County's Administration Building. All cities, the Chamber along with the County and Development Authority were invited. Mill Graves with Retail Strategies will update the work that has been performed and determine a future course of action. The Chairman suggested the Authority allow the County to be the project lead on the Retail Strategies project going forward.

- **By-Laws**

- Mr. Meadows said that the second reading of the By-laws was complete, and that the revised By-laws had been adopted at the last meeting.

- **Recording of Meeting Minutes**

Mr. Marshall requested clarity on how the meeting minutes would be recorded. He stated that sometimes the minutes were recorded and at other times they were not. Mr. Marshall stated that the meeting minutes should always be recorded to clarify any differences or conflicts before the recording is deleted. Mr. Marshall suggested that if a recording is made, once the minutes are unanimously approved, that a retention policy be in place that would allow the recording of the meeting to be destroyed. Mr. Meadows agreed to that statement and stated his office would develop a policy for the Board to review.

## **X. NEW BUSINESS**

- **Agreement for NASCAR Races at Atlanta Motor Speedway**

Ms. Hill requested approval of the rental agreement for a suite for prospects and supporters at the NASCAR races to be held at Atlanta Motor Speedway February 21-23, 2025, and June 27-28, 2025, in the amount of \$40,000. The motion to approve the request was made by Ms. Andrews and seconded by Mr. Crow.

- **Volunteers needed for the Henry County Entertainment/Hotel Conference Center Committee**

Mr. Marshall agreed to serve on this committee as a representative from the Development Authority. He also requested that additional information regarding the committee meeting dates, times and any additional information be provided to him.

## **XI. ADJOURN**

Chairman Culpepper accepted a motion made by Mr. Crow, to adjourn the December 4th, 2024, meeting of the Henry County Development Authority Board of Directors, Mr. Marshall seconded, and the Motion was unanimously approved. At 10:48 a.m., the meeting was adjourned.

  
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David Crow, Board Secretary

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Irvin K. Culpepper Jr., Board Chairman