

HENRY COUNTY DEVELOPMENT AUTHORITY

MEETING MINUTES

January 7th, 2025

I. SWEARING IN OF NEW BOARD MEMBER

Henry County Probate Court Judge Kelly Powell swore in Mr. Pierre Clements as a member of the Board of Directors of the Henry County Development Authority. Mr. Clements represents Henry County Commission District II.

II. CALL TO ORDER

The regularly scheduled meeting of the Henry County Development Authority (HCDA) was held in the conference room of its offices located at 125 Westridge Industrial Blvd, Suite 101, McDonough, GA, 30253. The board members present included: Irvin Culpepper, Charles Marshall, David Crow, Cynthia Andrews, Pierre Clements, and Eddie Ausband. Staff members present were Sharon Hill, HCDA Executive Director, and Elizabeth Sibdhannie, Administrative Assistant (Temporary) were present.

Members of the law firm Meadows, Macie & Morris in attendance were Rod Meadows, Legal Counsel, Stephen Morris, Legal Counsel and Sara Lithgow, Paralegal of the law firm.

Guest included Joseph Henning, President of the Henry County Chamber of Commerce and Christa Fox, CPA, with accounting firm of Fulton & Kozak.

Chairman Culpepper called the meeting to order at 8:00 a.m.

III. 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.

IV. APPROVAL OF AGENDA

Chairman Culpepper proposed that the Board move the election of officers and include an Executive Session for the purpose of Real Estate and Personnel matters to the end of the agenda. Ms. Andrews suggested the Board also include a progress report from the Chason Group on the search for the Manager of Established Industries to the end of the agenda, prior to the adjournment.

Mr. Culpepper called for the motion on the amended agenda. After some discussion, Ms. Andrews made the motion to move to approve the agenda with the following changes: add personnel matter under the Executive Session, add the Chason's Group progress under old business, and move the election of officers to the end of the agenda. The motion was seconded by Mr. Clements. The motion passed unanimously.

V. GUEST PRESENTATIONS

- Joseph Henning, Director of the Henry County Chamber of Commerce, provided the following Chamber update on:
 - The Small Business Entrepreneurs mentorship program will kick off next week with a John Maxwell coaching seminar. The Chamber would like to have all mentors certified to coach new entrepreneurs.
 - National Civics Bee is moving along with the Henry County Schools. We continue to look for judges for the essay contest. There will be 20 local winners who will move on to the next level. The Chamber is excited to bring civics and government into Henry County Schools to help middle school students understand the role in civic engagement and fostering change.
 - February 7th is the Chamber's annual awards and installation event. The Chamber is accepting nominations for businesses and individuals until January 15th. The Chamber's 7th annual Women's Summit is March 6th, and its Innovation Summit is June 18th.

VI. APPROVAL OF MEETING MINUTES

- December 4th, 2024

Chairman Culpepper confirmed that each Board member reviewed the minutes from the December 4th, 2024, meeting, and asked if there were any questions or comments or if there was a motion to approve the Meeting Minutes. Prior to accepting a motion, Mr. Culpepper stated, "under meeting minutes for December 4th, 2024. It indicates that we reviewed minutes of December 4, but we reviewed the minutes of November 6th, 2024". A motion was then accepted from Mr. Ausband to approve the revised meeting minutes for December 4th, 2024. Ms. Andrews seconded the motion. The motion passed unanimously.

VII. STANDING REPORTS

STAFF REPORTS, Sharon K. Hill, Executive Director

- **INVOICES/FINANCIALS/CORPUS**

Ms. Hill provided a high-level report on the HCDA's monthly financial totals. Ms. Hill advised the Board that the Authority would like to engage the services of the certified accounting firm of Fulton and Kozak to provide bookkeeping services and review HCDA's financial policies, practices, and procedures within the Authority's Corpus accounts. Fulton and Kozak currently provide accounting services for other development authorities. Ms. Hill advised that the Authority also contacted the firm Mauldin and Jenkins to conduct a thorough audit of the Authority's financials.

After a lengthy discussion, Ms. Andrews made a motion to engage Fulton & Kozak to provide monthly bookkeeping services, review previous years of the Authority's Corpus accounts and provide accounting policies and procedures. The motion was seconded by Mr. Clements. The motion passed unanimously.

- **BUSINESS DEVELOPMENT REPORT**

Ms. Hill stated that Ms. Wise is out today. However, she advised that she and Ms. Wise are determining how to provide data that best depicts the activity in business development to include the lifecycle of a request for information (RFI), property inventory, state projects versus internal projects and project trends.

- **MARKETING REPORT**

Ms. Hill stated that the Authority engaged SCB TV Marketing for messaging about the work of the Authority. Ms. Hill suggested that all board members go to the Authority's social media sites, LinkedIn, Instagram and Facebook pages to like and connect and to ask their friends to connect also. Ms. Hill thanked Ms. Andrews for her engagement with the sites.

- **ESTABLISHED INDUSTRY REPORT**

Ms. Hill reported she had three industry visits for this month. Chair Culpepper participated in one of those visits.

Renewal by Andersen is planning their public opening later this year.

Luxottica recently purchased the old Sun Glass Hut building, which we are pleased as that purchase enlarges their campus within the County. There were some concerns expressed by Luxottica's leadership regarding traffic congestion along 155 and the area being a food desert.

The Airport Authority had its first meeting. The Executive Director of the HCDA serves as an ex officio member of that Board. The meeting was to discuss the Airport Authority's bylaws.

Ms. Hill announced that she attended the U.S Southeastern Korean Chamber of Commerce annual gala held at the Kia Georgia Manufacturing Center in LaGrange. Henry County was well represented at this event.

COMMISSION DISTRICT REPORTS

D1: No Report

D2: No Report

D3: No Report

D4: Chairman Culpepper reported that Commissioner Michael Price has a new representative for District IV. George Patterson was appointed in January to begin his service to the Board in February, and this was going to be his last meeting. However, he would be available until the end of the month.

D5: No Report

County at Large: No Report

VIII. EXECUTIVE SESSION

Chairman Culpepper accepted a motion from Mr. Ausband to enter an Executive Session for the purpose of Real Estate and Personnel matters. The motion was seconded by Mr. Crow and was unanimously approved by the Board at 8:26 a.m.

Upon the conclusion of the Executive Session at 9:16 a.m., Ms. Andrews made a motion that would allow for a bonus for Ms. Hill and Ms. Wise to be paid by the Authority's Corpus Budget. That motion was seconded by Mr. Marshall and unanimously accepted by the board.

IX. LEGAL MATTERS

- **Motion to Adopt Extension of Closing Date Within the Memorandum of Agreement for Project Cool Breeze U.S. Cold Storage**

Mr. Clements made a motion, having first ascertained that there continue to be no conflicts of interest, I Move that the HCDA authorize our Officers, Executive Director, Bond Counsel and General Counsel to negotiate, draft, and execute such documents as are necessary to extend the Closing Date within the Memorandum of Agreement regarding Project Cool Breeze through the week of March 17, 2025 because of the extraordinary issues faced by the Company in securing an acceptable contract for the construction of the improvements to the property.

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 the foregoing regarding 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.

- **Motion to Adopt and Ratify Water Lines Easement for Project Summit – Renewal by Anderson**

Mr. Marshall made a motion, having first ascertained that there are no conflicts of interest, I Move that the HCDA formally adopt and ratify the Water Authority Easement documents regarding Project Summit - Renewal by Anderson, as drafted by Water Authority 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.

I further Move that the Officers of the Authority be granted the right and responsibility to execute such 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 Ms. Andrews and passed unanimously.

- **Update on Property Listing**

Mr. Meadows presented the Board with a list of all properties that are titled in the name of the Henry County Development Authority for their review.

X. OLD BUSINESS

- **Progress of the Chason Group**

Mr. Meadows stated the Chason Group was working with Ms. Hill on crafting a job description for the Manager of Established Industries. Mr. Meadows advised that Ms. Hill would tweak the job description and the Chason group would take the new job description and begin a search. Ms. Andrews felt that since Ms. Hill was most knowledgeable about the position should work directly with the Chason Group. Others agreed and advised Ms. Hill to contact the Chason Group to continue with the search.

- **Update on Retail Strategies**

Ms. Hill provided an update on the December 10, 2024, Retail Strategies meeting held at the administrative building. The County Government, the Chamber and all cities were represented except Hampton. Mill Graves with Retail Strategies gave a status update on the project. The conversation revolved around challenges faced by not getting timely status reports. A single point of contact was discussed as this is what most felt was the cause of communications issues. Only Locust Grove effectively engaged with the retail strategy consultant group. Those attending the meeting considered whether to continue to engage with the consultant for a second year. The county manager's office will schedule the next meeting to determine if there is sufficient interest in moving forward with the consulting group.

Mr. Marshall also attended the meeting and suggested the Authority cover the cost to move on to Phase Two (2). There was no motion to accept his suggestion.

- **Second Reading of the Bylaws**

Mr. Meadows stated that the final version of the bylaws was completed at the previous meeting.

- **Recording of the Meeting Minutes**

Mr. Meadows provided the board with a proposed Document Retention Policy which stated the following: While the Authority is not subject to the Georgia Records Act (O.C.G.A. 50-18-90 et seq.), it elects to generally follow the Local Government Retention Schedule set forth by the State Records Committee as to recording of official meeting and retention of minutes. As such:

Audio of Recordings of Official Meetings: Recordings shall be retained for 90 days after the minutes of that meeting are prepared and verified. After this time, the recordings will be discarded and/or deleted.

Meeting Agendas, Minutes and Board Packets: Minutes and Approved attachments to the minutes will be retained permanently. All other records will be disposed of after five (5) years.

Ms. Marshall made the motion to approve the HCDA Document Retention Policy with the request to make an amendment on the correction of the date on the HCDA Retention Policy which should reflect 1.2025 and not 1.2024. The motion was seconded by Mr. Crow and passed unanimously.

XI. NEW BUSINESS

- **Approval of Agreement for Legal Services**

Mr. Meadows provided the 2019 representation letter noting that the firm has not changed its rates for the Authority for several years. The representation letter was intended to be renewed with the next budget cycle, however changes in leadership affected the process. Upon further discussion, the Board decided to defer the approval of the legal services agreement until the next meeting and requested feedback on services and charges. The existing agreement will continue until the next board meeting.

- **Approval of Agreement of Financial Services**

The approval of the agreement for Financial Services was discussed during the Staff Reports and the Board approved to engage the services of Fulton and Kozak.

XII. ELECTION OF OFFICERS

Mr. Marshall proposed deferring the election of officers to include the new board member and to discuss the election process. He offered a motion to move the elections of officers to the February meeting. The motion was seconded by Ms. Andrews; with no additional discussion, the motion passed without opposition.

XIII. ADJOURN

Mr. Irvin Culpepper advised of his resignation to the Henry County Development Authority's Board effective January 31, 2025. The Board provided him with a plaque and a certificate of appreciation recognizing his service as a member and chair.

A motion to adjourn the meeting was made by Ms. Andrews and seconded by Mr. Marshall. The meeting adjourned at 10:33 a.m.

David Crow, Recording Secretary

Eddie Ausband, Vice Chair