

## **HENRY COUNTY DEVELOPMENT AUTHORITY**

### **MEETING MINUTES**

**October 5th, 2022**

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

A meeting of the Henry County Development Authority (HCDA) was held on October 5th, 2022, at 125 Westridge Industrial Blvd., McDonough, Georgia in the Board conference room. Board members present were Irvin Culpepper, David Crow, Eddie Ausband, Charles Marshall, and David Linton; Pierre Clements was absent. Also, in attendance were Rod Meadows, Legal Counsel, and Sara Lithgow, Meadows, Macie & Morris, P.C; Josh Fenn, Executive Director, Sharon K. Hill, Manager of Established Industry and Kelsea Morton, Executive Assistant. At 8:09 a.m., Chairman Culpepper called the meeting to order.

#### **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 asked if there were any changes or additions to the agenda as presented. Mr. Fenn made a request to add action items for Project Hoth. Mr. Linton made a motion to amend the agenda to include said items, and Mr. Ausband seconded. The motion to approve the agenda as amended passed unanimously.

#### **IV. Presentation, Piedmont Henry Update, Dr. Lilly Henson**

Mr. Fenn introduced Dr. Lilly Henson, CEO of Piedmont Henry, who gave a detailed presentation explaining the necessity of expanding Piedmont Henry by erecting a North Tower. As she explained, the expansion would allow them to better accommodate the large number of patients in the facility, while also reducing wait times in the ER.

#### **V. APPROVAL OF MINUTES**

Chairman Culpepper asked if everyone had reviewed the Minutes from September 1st, 2022, and if there were any questions or comments. Mr. Crow made a motion to approve the minutes, and Mr. Marshall seconded. The motion passed unanimously.

## **VI. STANDING REPORTS**

### **INVOICES/FINANCIALS/CORPUS**

Mr. Fenn reviewed the HCDA Consolidated Budget Statement ending September 30th, 2022 and noted the monthly and year-to-date balances for the HCDA County & Corpus budgets. Mr. Fenn offered to answer any questions from the Board regarding the financial reports. Hearing none, Mr. Marshall made a motion to approve the invoices, financials, and Corpus reports as presented. Mr. Crow seconded, and the motion passed unanimously.

### **STAFF REPORT**

Mr. Fenn welcomed Sharon K. Hill, Manager of Established Industry, to her first Board of Directors meeting. Mr. Fenn also announced the decision to select Susan Wise as the new Manager of Business Development. He commented on her experience and proficient skill in sales and announced that her first day with the Authority would be October 10<sup>th</sup>, 2022.

### **ESTABLISHED INDUSTRY REPORT**

Ms. Hill formally introduced herself to the Board and presented the established industry report; she reported 11 visits with local industry, as well as 7 visits with community partners. Ms. Hill also informed the Board of the topic for an upcoming Industry RoundTable event; "What to do when a public disturbance shows up at your worksite".

### **DISTRICT REPORTS**

D1: No Report

D2: No Report

D3: No Report

D4: No Report

D5: No Report

County at Large: No Report

## **VII. OLD BUSINESS**

Quotes for CRM server requested from Vendor

## **VIII. NEW BUSINESS**

Mr. Fenn requested approval of a contract with Southern Crescent Broadcasting (SCB-TV) for a second round of "Made in Henry" productions. David Crow made a motion to approve, and Mr. Ausband seconded. The motion passed unanimously.

## **IX. EXECUTIVE SESSION**

None

## **X. LEGAL MATTERS**

### **1). Motion to adopt Bond Validation documents for personal property for Project Cycle/Ryder**

Mr. Marshall made the motion, having first ascertained that there are no conflicts of interest, that the HCDA adopt the Bond Resolution regarding personal property for Project Cycle/Ryder, as drafted by Bond Counsel and reviewed by our General Counsel, along with all of the supporting and related documents in connection therewith, all of which having been provided electronically prior to the meeting; additionally moving that the Officers of the Authority be granted the right and responsibility to execute such documents as are necessary or convenient in connection with said 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. Mr. Crow seconding. The motion passed unanimously.

### **2). Motion to adopt Bond Validation documents for Real Estate for Project Cycle/Ryder**

Mr. Crow made the motion, having first ascertained that there are no conflicts of interest, that the HCDA adopt the Bond Resolution regarding real estate for Project Cycle/Ryder, as drafted by Bond Counsel and reviewed by our General Counsel, along with all of the supporting and related documents in connection therewith, all of which having been provided electronically prior to the meeting; additionally moving that the Officers of the Authority be granted the right and responsibility to execute such documents as are necessary or convenient in connection with said 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. Mr. Ausband seconding. The motion passed unanimously.

### **3). Motion to adopt Memorandum of Agreement for Project Hemmingway/Bowery Farms Real Estate Bond**

Mr. Ausband made the motion, having first ascertained that there are no conflicts of interest, that the HCDA adopt the Memorandum of Agreement regarding real estate for Project Hemmingway/Bowery Farms, as drafted by Bond Counsel and reviewed by our General Counsel, along with all of the supporting and related documents in connection therewith, all of which having been provided electronically prior to the meeting; additionally moving that the Officers of the Authority be granted the

right and responsibility to execute such documents as are necessary or convenient in connection with said 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. Mr. Marshall seconding. The motion passed unanimously.

**4). Motion to adopt Memorandum of Agreement for Project Hemmingway/Bowery Farms Real Equipment Bond**

Mr. Linton made the motion, having first ascertained that there are no conflicts of interest, that the HCDA adopt the Memorandum of Agreement regarding personal property for Project Hemmingway/Bowery Farms, as drafted by Bond Counsel and reviewed by our General Counsel, along with all of the supporting and related documents in connection therewith, all of which having been provided electronically prior to the meeting; additionally moving that the Officers of the Authority be granted the right and responsibility to execute such documents as are necessary or convenient in connection with said 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. Mr. Marshall seconding. The motion passed unanimously.

**5). Motion to adopt Documents for post-closing Real Estate transfer under Project Sunshine (DeWafwelbakkers to U.S. Cold Storage)**

Mr. Crow made the motion, having first ascertained that there are no conflicts of interest, that the HCDA adopt the Real estate transfer documents for DeWafwelbakkers, as drafted by Bond Counsel and reviewed by our General Counsel, along with all of the supporting and related documents in connection therewith, all of which having been provided electronically prior to the meeting; additionally moving that the Officers of the Authority be granted the right and responsibility to execute such documents as are necessary or convenient in connection with said 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. Mr. Ausband seconding. The motion passed unanimously.

**6). Motion to adopt a Letter of Interpretation of the Memorandum of Agreement for Project Hoth's Bonds**

Mr. Marshall made the motion, having first ascertained that there are no conflicts of interest, that the HCDA adopt a letter of interpretation of the Memorandum of Agreement for Project Hoth's Real Estate and Equipment bonds, as drafted by Bond Counsel and reviewed by our General Counsel, along with all of the supporting and related documents in connection therewith, all of which having been provided electronically prior to the meeting; additionally moving that the Officers of the Authority be granted the right and responsibility to execute such documents as are necessary or convenient in connection with said 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. Mr. Ausband seconded. The motion passed unanimously.

#### **XI. ADJOURN**

At 9:24 AM, Mr. Crow made a motion to adjourn, and Mr. Linton seconded. The motion passed unanimously.