

HENRY COUNTY DEVELOPMENT AUTHORITY MEETING MINUTES

March 5, 2025

I. 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: Charles Marshall, David Crow, Cynthia Andrews, Pierre Clements, and George Patterson. Eddie Ausband participated via conference call. Staff members present were Sharon Hill, HCDA Executive Director; Susan Wise, Manager of Business Development; Ammarie Moore, Operations Specialist; Cherie Simon, Accounting (Temporary Employee); and Elizabeth Sibdhanni, Administrative Assistant (Temporary Employee).

Also, in attendance were Rod Meadows, Meadows, Macie & Morris, Legal Counsel; Sara Lithgow, Meadows, Macie & Morris, Paralegal; and Joseph Henning, President of the Henry Chamber of Commerce.

Chair Pierre Clements called the meeting to order at 8:02 a.m.

II. CALL ROLL/QUORUM/NOTICE OF MEETING

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

III. APPROVAL OF AGENDA

Chair Clements asked if there were any changes or additions to the agenda. Counsel Meadows stated he had additional matters to inform the Board about Legal Matters on the agenda. The Chair accepted this request. Ms. Andrews made a Motion to approve the agenda with the changes Counsel requested and Mr. Crow seconded the Motion to approve the agenda as amended. The Motion passed unanimously.

IV. GUEST PRESENTATIONS

Joseph Henning, President of the Henry County Chamber of Commerce, provided the following Chamber updates and new programs:

- The Women's Empowerment Summit will be held March 5, 2025
- Convention and Visitors Bureau's annual meeting will be March 12, 2025.
- The Chamber has a new dual-language visitor guide and plans to help partners with branding and websites.

Upcoming events include:

- The National Civics finalist event which will be held March 15, 2025, at 9:00 a.m. at the McDonough Park and Recreational Facility.
- A City of Atlanta procurement opportunity which will be held March 17th in the morning at the Chamber's Hudson room.
- Two college interns from Georgia Tech will be working with the Chamber in support of its small businesses entrepreneurial program.

Ms. Hill requested Mr. Henning provide her with a link for the Leadership Henry class to solicit participation from the local industries.

V. APPROVAL OF MEETING MINUTES

- February 5, 2025

Chair Clements confirmed that each Board member reviewed the minutes from the February 5, 2025, meeting, and asked if there were any questions or comments or if there was a Motion to approve the Meeting Minutes as presented. Prior to the acceptance of a Motion, Ms. Andrews requested some changes be made to the meeting minutes that were typographical errors.

A Motion was then accepted by Mr. Clements to approve the revised meeting minutes for February 5, 2025. Motion was made by Mr. Crow, seconded by Mr. Marshall. The Motion passed unanimously.

VI. STANDING REPORTS STAFF REPORTS

Prior to the Staff Report, Ms. Hill introduced the new staff members Cherie Simon and Ammarie Moore, explaining their roles and backgrounds.

- INVOICES/FINANCIALS/CORPUS

Ms. Hill and Ms. Andrews briefed the Board on their discussions with the accounting firm Fulton and Kozak regarding the monthly bookkeeping services for the Corpus accounts. Ms. Andrews and Ms. Hill provided the following key financial updates:

- All corpus financial entries from 2022 are current in QuickBooks.
- QuickBooks will provide more strategic reports that allow better financial decision making.
- Financial accounts with corpus funding are being carefully reviewed monthly.
- Policies and procedures have been created to address financial matters.
- Expense documentation forms have been created for all expenditures.
- Total bank account balances include money market and checking accounts.
- A reconciliation report will also be provided.

Chair Clements stated that the Board will establish an operating dashboard for finances. We're not there yet. Once we get an opportunity to get through the planning session, which is coming up next month, we expect to have a standardized financial picture. Then we will know what to expect based on those reports.

Ms. Andrews made a Motion to approve the financials as discussed. The Motion was seconded by Mr. Patterson. The Motion passed unanimously.

- BUSINESS DEVELOPMENT REPORT

Ms. Wise presented the Business Development report which included discussions on:

- The need to determine how to track and report projects announced and closed.
- Updates on new prospect opportunities, site visits, and a large manufacturing project.
- The differences between distribution and manufacturing projects and the need for adjustments.

Chair Clements inquired as to whether the CRM system is currently being utilized by the Authority. Ms. Wise advised that the Authority currently utilizes HubSpot as the CRM system. Mr. Clements suggested establishing standardizing metrics for business development and established industries, as we look further at HubSpot and its capabilities.

MARKETING REPORT

No Report.

- BUSINESS RETENTION & ESTABLISHED INDUSTRY REPORT

Ms. Hill reported that HCDA attended the Piedmont Henry Hospital Topping Out Ceremony - Feb. 5, 2025, at 1:00 - 3:00 pm. It was very well attended. Piedmont Henry Hospital is also expanding its footprint within the county. They have started building a new facility in Locust Grove, along with facilities in Stockbridge, McDonough and a facility near Hampton.

Ms. Hill stated that Commissioner Kevin Lewis is having a town hall meeting, Monday, March 11, at 6:30 pm at Mount Olive Baptist Church here in McDonough. Ms. Hill will be presenting at the town hall meeting on economic development and data centers.

A potential collaborative workforce development initiative was discussed between Henry County Schools, Southern Crescent Technical College, and the medical industry to enhance the local workforce.

Ms. Hill was also going to explore the possibilities of developing housing near the industrial parks at the next Established industries Roundtable.

VII. COMMISSION DISTRICT REPORTS

D1: No Report

D2: Mr. Clements reported on a well-attended town hall meeting by Commissioner Robinson and the presence of dignitaries.

D3: No Report.

D4: Mr. Patterson held a meeting with Commissioner Price about the data center and received a positive response

D5: No Report.

County at Large:

No Report.

Mr. Ausband left the meeting at this point due to a scheduling conflict.

VIII. EXECUTIVE SESSION

At 8:50 a.m., Chair Clements accepted a Motion made by Ms. Andrews to enter Executive Session for the purpose of Real Estate, and Mr. Patterson seconded. The Motion to move the meeting into Executive Session passed unanimously. At 9:30 a.m., Chair Clements accepted a Motion made by Ms. Andrews to exit the Executive Session, and Mr. Marshall seconded the Motion. The Motion to exit the Executive Session passed unanimously, and the meeting was moved back into Open Session.

LEGAL MATTERS

MOTION TO ADOPT INDUCEMENT RESOLUTION AND LETTER OF INTENT FOR PROJECT

Ms. Andrews made the following Motion: Having first ascertained that there are no conflicts of interest, I Move that the HCDA adopt the Inducement Resolution and Letter of Intent for Project Gate, as 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. Patterson and passed unanimously.

MOTION TO ADOPT INDUCEMENT RESOLUTION AND LETTER OF INTENT FOR PROJECT WRAP

Mr. Patterson made the following Motion: Having first ascertained that there are no conflicts of interest, I Move that the HCDA adopt the Inducement Resolution and Letter of Intent for Project Wrap, as 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.

MOTION TO ADOPT REVISED INDUCEMENT RESOLUTION
AND LETTER OF INTENT FOR
PROJECT SENECA - THE CUBES AT LOCUST GROVE (CID)

Mr. Marshall made the following Motion: Having first ascertained that there are no conflicts of interest, I Move that the HCDA adopt the Revised Inducement Resolution and Letter of Intent for Project Seneca, as 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, except that Ms. Andrews abstained.

MOTION TO RATIFY SECOND EXTENSION
TO PURCHASE AND SALES AGREEMENT FOR
PROJECT GREEN LION

Mr. Crow made the following Motion: Having first ascertained that there are no conflicts of interest, I Move that the HCDA ratify a second extension to the Purchase and Sales Agreement for Project Green Lion for a term of approximately three months to June 10, 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 Ms. Andrews and passed unanimously.

MOTION TO ADOPT REVISED CLOSING DOCUMENTS
FOR PROJECT COOL BREEZE

Ms. Andrews made the following Motion: Having first ascertained that there are no conflicts of interest, I Move that the HCDA adopt the revised Closing Documents for Project Cool Breeze, as drafted by Company 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. Patterson and passed unanimously.

- **Update on Bowery Farm/4 Fresh closing**

Mr. Meadows provided an update on the Bowery Farming project, noting that the company has gone out of business, and their interest has been transferred to a corporation subsidiary of KKR.

Mr. Meadows explained the legal issues involving liens filed against the Development Authority by contractors who worked on the project.

- **Radial Closing Update**

Mr. Meadows provided an update on the Radial project, noting that the company has gone under, and the Development Authority is working with the board of tax assessors to enforce claw-backs on the real estate bond and equipment fund.

- **Notice Regarding Gas Transmission Line**

Mr. Meadows stated that HCDA has gotten a notice from the Federal Energy Regulatory Commission to let us know that they are doing some work on a gas transmission line that runs through Henry County. Mr. Meadows showed the Board a drawing of the gas transmission line. The only thing that is going to change in Georgia, is they are in the process of upgrading a pump in Henry County, but they must give us notice under federal law if we want to comment on this project. It's a regulator installation and piping modification of transistor existing compressor station 120 in Henry County.

- **D&O Insurance Application Update**

Mr. Meadows stated that the application for D&O insurance to Willis Towers Watson (which is the commercial firm) was submitted. The application to the Association of County Commissions of Georgia (ACCG) will be submitted today or tomorrow.

IX. OLD BUSINESS

Discussion of Representation for Legal Services

- Law Office of Meadows, Macie & Morris, P.C.

Mr. Patterson made a Motion to accept the updated agreement with the Law Office of Meadows, Macie and Morris, P.C., with a 90-day follow-up review. The Motion was seconded by Mr. Marshall and passed unanimously.

HCDA Search/Position Update

Ms. Hill gave an update on the search for a Project Manager/Business Development position, noting that The Chason Group had received 20 applicants. However, there has been a minor delay in receiving a packet of applications due to with the death of Tim Chason's mother.

Ms. Hill stated that the Operations Specialist position has been filled as of March 5, 2025.

X. NEW BUSINESS

Sponsorships

a. State of the County - April 3rd at 9:00 a.m. Grace Baptist Church

Mr. Crow made a Motion to support the State of the County Event to held on April 3, 2025, at Grace Baptist Church with a Gold Sponsorship. Ms. Andrews seconded the Motion, the motion passed unanimously.

b. Piedmont Henry Hospital's Gold Tournament April 21st Crystal Lake Country Club

Mr. Crow made a Motion to support the Piedmont Henry Hospital's Golf Tournament with a Gold Sponsorship. Mr. Patterson seconded the Motion, the Motion passed unanimously.

Ms. Hill informed the Board of the mandatory one-hour annual Henry County Ethics Training requested by the Ethics Officer of Henry County Board of Ethics. The Board would prefer virtual ethics training vs. in-person.

Ms. Hill will be hosting a team building event at her home on Friday, March 7, 2025, at 3pm.

XII. ADJOURN

Chairman Clements accepted a Motion made by Ms. Andrews, to adjourn the March 5, 2025, meeting of the Henry County Development Authority Board of Directors, it was seconded by Mr. Marshall and unanimously adopted. The meeting adjourned at 10:20 a.m.

