

South Fulton Development Authority

Regular Board Meeting

Thursday, May 18th, 2023 – 11:30am

6385 Old National Hwy, Ste. 210

South Fulton, GA 30349

AGENDA

- I. **Call Meeting to Order**
- II. **Roll Call**
- III. **Additions/Deletions/Approval of the Agenda**
- IV. **Approval of Minutes from August 2022**
- V. **Presentations**
 - a. Board of Directors – introduce themselves to the SFDA board (please limit your remarks to 2 – minutes ea.)
 - b. Economic development update
- VI. **New Business**
 - a. Election of Officers (Term expires September 2023)
 - i. Chairperson*
 - ii. Vice-Chairperson*
 - iii. Secretary*
 - iv. Treasurer*
 - iv. Assistant Secretary (staff)*
 - v. Assistant Treasurer (staff)*
 - b. South Fulton Development Authority Location, Date & Time
 - c. Development Authority Training - Mandatory
 - i. June 27, 2023 – Virtual (8:30am – 4:30pm)*
 - ii. August 31, 2023 – Classroom (8:30am – 4:30pm)*
 - iii. October 31, 2023 – Classroom (8:30am – 4:30pm)*
 - iv. December 7, 2023 – Classroom (8:30am – 4:30pm)*

- d. South Fulton Development Authority Strategic Planning Retreat
 - i. Potential dates between (August 1st – September 30th)
- e. South Fulton Development Authority Legal Counsel
 - i. *Temporary Counsel*

VII. **Old Business**

VIII. **Executive Session** (Real Estate/Personnel/Litigation), If any

IX. **Adjournment**

Next Meeting: *TBD*

Location: *TBD*

**MINUTES OF MEETING OF
SOUTH FULTON DEVELOPMENT AUTHORITY
May 18, 2023**

PRELIMINARY – Lunch was held from 11:00 am. to 11:26 am. Mr. Artie Jones, III (Mr. Jones) made a preliminary statement to everyone in the room regarding the meeting’s purpose and the personnel present. A sign in sheet, contact list and meeting binder were distributed to all Board members.

I. CALL TO ORDER

Mr. Jones, Director of Economic Development, announced that all the former Board members resigned in August 2022, as such there are no officers or members who could open the meeting. Mr. Jones would open the meeting and conduct the meeting until the portion of the meeting where the election of the Chairperson is held. Once elected the Chair would control the meeting. Artie Jones announced that there were 8 Board members appointed and approved by the South Fulton City Council (the Council) at its April 2023 meeting. There was 1 Board member who had not been appointed by the Council. In addition to 9 Board members being present, Councilwoman Helen Willis, Councilwoman Natasha Williams, and 4 guests. Ebony Smith agreed to take the minutes until the election of the Board Secretary was completed.

The meeting was called to order and held their first meeting at the time, on the day, and at the place set forth as follows:

Time: 11:31 am

Date: May 18, 2023

Place: 6385 Old National Highway, Suite 210, South Fulton, GA 30349

II. ROLL CALL

The following directors, constituting a quorum of the Board, were present at the meeting:

Present: Kimberly Mays, Phyllis Minter, September Cooper, Nathan Lewis, James Reese, Mercedes Miller, John Delaigle, Stacey Williams, and Dana Tucker Davis

Absent: No one.

III. AGENDA

The agenda was presented by Mr. Jones. Board member Tucker Davis raised concerns that the current Board was being asked to approve minutes for a meeting they did not attend and have not been provided a video or audio recording. Mr. Jones stated that City Clerk Corey Adams prepared the minutes who was present at the meeting. Mr. Jones asked Board member Miller to confirm the accuracy of the minutes as she was

the only Board member who was present at the meeting. Board member Miller said the minutes appeared to be an accurate summary of the actions and discussions. Board member Tucker Davis asked Mr. Jones to confirm whether the prior Board members resigned during the August 2022 meeting. Mr. Jones said they did resign during the meeting. Board member Miller corrected this and said they resigned by email a day or so later. Mr. Jones confirmed and corrected his statement. The prior Board members began sending emails stating their resignation one by one.

Motion: Motion to approve August 29, 2022 meeting minutes made by Board member Miller, Seconded by Board member September Cooper. Voice call vote: No sounds for nay and 2 abstentions: Board members Dana Tucker Davis and Kimberly Mays. **Motion PASSES.**

IV. PRESENTATIONS

A. INTRODUCTION OF BOARD OF MEMBERS

Mr. Jones asked each Board member to introduce himself/herself in order of seating at the table. Each Board member complied. Councilwoman Willis was introduced, and she spoke a few words regarding her excitement for the new Board and the movement of development in the City.

B. ECONOMIC DEVELOPMENT UPDATE

Ms. Teresa Parhams, Program Manager assigned to Districts 6, 5 and 7, presented an on-screen PowerPoint presentation regarding Old National District. A copy is attached to these Minutes. Ms. Parhams stated that the Council approved Old National District on January 2022 and on February 23, 2022 the current office was opened. A map of Old National District was shared and reflects 250 businesses and a partnership with City of College Park because some areas overlap. The Advisory Board has 7 members consisting of businesses and residents in the Old National District. The Advisory Board will have its retreat in November 2023. Lunch and Learn flyer was distributed. A copy is attached to these Minutes. Social media pages are active on Facebook and Instagram.

Prior to the next presentation Board member Tucker Davis inquired as to whether or not there will be presentations for each area. Mr. Jones stated at each meeting there will be updates, some more detailed than others depending on what has occurred or scheduled for action between the meetings. Board Member Cooper inquired about Red Oak Project as well as Old National mainstreet project.

Ms. Parhams mentioned the ARPA and \$11 million grant to support businesses in the City.

Caitlyn King was not present as she was handling Development Authority matters in Israel. Her report was presented by Mr. Jones and included in the PowerPoint presentation. Ms. King covers District 3. Red Oak District which is Roosevelt Highway, Washington Road, Ben Hill Road and Welcome All Road and Campbell

Road. Board Member Delaigle inquired about a 20/30 Plan for the City. Mr. Jones confirmed the City has a 20/30 plan and has identified the strengths and weaknesses within each community. Red Oak has a new police location, and it has opened in District 3. The Community Center and Main Street building will be located at 4800 Campbell Drive is being renovated to provide a 75-person amphitheater, meeting space, community garden, open area for weddings up to 150 people, and other needs. The Farmers Market was set to open on April 8, 2023 but was postponed due to rain. The Farmers Market will be open the 2nd and 4th Saturdays from April through September 2023. Grady Outpatient Cascade location is coming to Cascade Road in July 2023. A Financial Literacy Workshop was held on May 11, 2023 with 23 people in attendance. It was an exceptional and informative event. Gosha's Tapas Bar held its grand opening last night and was well attended. Councilwoman Willis stated that people waited over an hour to get inside to order. The owner wanted to bring the type of business to the south side of the county similar to the businesses in Buckhead and now in College Park.

The presentation outlined American Rescue Plan Administration grant of \$250K to the Development Authority. Mr. Jones advised who would be eligible for the three levels of funding \$10k, \$15k and \$20k. The funds must be awarded by December 31, 2024 but disbursed by December 31, 2026. Board Member Tucker Davis inquired as to whether or not there would be restrictions in place designed to prevent fraud similar to PPP loans. Mr. Jones stated that the Board could assist by submitting information for the Request For Proposal (RFP). The RFP will be prepared by the City Procurement Department.

Mr. Jones presented the update presentation for Districts 1, 2, and 4, which is the Fulton Industrial area, Chattahoochee Hills and Red Oak areas. There is currently a plan by Fulton County for redevelopment of Fulton Industrial and the land is being purchased by Fulton County. A Leakage Study and City map were distributed. Copies of each are attached to these Minutes. City Hall Town Center Project was discussed a meeting was held with property owners.

- V. NEW BUSINESS Mr. Jones informed the Board that the Bylaws were in the process of being revised. Councilwoman Natalie Williams Brown was introduced, and she spoke welcoming the new Board appointees. She addressed concerns that were mentioned about the development of stores in the area and false impressions of shopping on Old National Highway. Board Member Miller shared that the hotels in South Fulton currently have higher utilization rates than hotels in Buckhead and other parts of the county.
 - A. Election of Officers Mr. Jones directed the Board to the Bylaws and the job descriptions for each office. The terms will all end September 30, 2023 the end of the fiscal year. Mr. Jones requested that the Board elect staff members as the Assistant Secretary and Assistant Treasurer due to problems and transparency from the past. Mr. Jones stated the Secretary does not type the minutes but rather the Assistant Secretary, which is why he wanted a staff person, he recommended Corey

Adams who was not present at the meeting. There are no recordings or documents from the last meeting or the current meeting. Board Member Tucker Davis stated that she had unreadiness regarding the Reinstated Bylaws as they are not currently in place and have not been shared with the new Board. The Board acknowledged and agreed without motion to follow the Bylaws currently in place. The current Bylaws do not provide for Assistant Secretary or Assistant Treasurer positions. The Board decided not to fill those positions at this time.

- i. Chairperson – Board Member Dana Tucker Davis nominated Mercedes Miller, who expressed her interest in the position. The motion was seconded by Board Member James Reese. Voice vote: Yes – unanimous; No- none; Abstentions – none. Board Member Miller elected as Chairperson.
From this point forward, Chairperson Miller conducted the meeting
 - ii. Vice Chairperson – Board member James Reese nominated John Delaigle. It was seconded by Board member September Cooper. Board member Delaigle accepted the nomination. Voice vote was attempted, however Board member Tucker Davis requested we used a hand vote or a roll call vote going forward. Chairperson Miller granted this request. Yes – 9; No-0; Abstentions – 0. Board Member Delaigle elected as Vice Chairperson.
 - iii. Secretary – Board member Tucker Davis self-nominated herself for the position. It was seconded by Board Member Phyllis Minter. Yes- 9; No-0; Abstentions-0. Board Member Tucker Davis elected as Secretary.
 - iv. Treasurer – Board Member Tucker Davis nominated Nate Lewis and Board Member Minter seconded. Yes – 9; No-0; Abstentions-0. Board Member Lewis elected as Treasurer.
 - v. Assistant Secretary – Tabled – see discussion above.
 - vi. Assistant Treasurer – Tabled – see discussion above.
- B. Development Authority Meeting Dates – The Board discussed available dates between June and September for regular meetings. Factors of consideration were monthly conflicts of closing attorneys and real estate agents, and obligations of other Board memberships during certain weeks. The time of the day to allow citizens to attend and location space with no costs to the Development Authority was also discussed. Board Member Tucker Davis moved to set the Development Authority meetings as the 1st Tuesday of each month beginning June 2023 through September 2023, Motion was amended to set the meeting time as 6 pm and location as the Development Authority location on Old National Highway. The motion was seconded by Board Member James Reese. Yes – 9; No- 0; Abstentions- -0. Motion passed unanimously. Discussion was held on virtual attendance. Mr. Jones agreed to email virtual access links to Board members who expressed a reason or conflict prior to the meeting. The general consensus of the Board was to meet in person. Board Member Tucker Davis inquired about email addresses for the Board. Mr. Jones responded that the Board could create Gmail addresses similar to the former Board members. Board Member John Delaigle requested the City create email addresses for the Board using the same nomenclature as its staff. Mr. Jones agreed

to make the request. Councilwoman Willis commented she thought it was a reasonable and simple request.

- C. Development Authority Mandatory Training – Mr. Jones shared that the Board members need to attend mandatory training. The 4 dates on the Agenda were the dates available. There were 2 in person dates and 2 virtual dates. The training is conducted by the Carl Vinson Business Development Center. The Development Authority would cover the registration and each Board member should refrain from scheduling and paying for their own registration as reimbursement was questionable at the time. Mr. Jones stated it was easy for his staff to register everyone without issue. The Board voted to set the deadline date for notifying Mr. Jones of the selected training session as May 31, 2023. During this discussion the issue of funding came up and was pushed to the end of the meeting.
- D. Strategic Planning Retreat- Mr. Jones shared that the Board members need to attend mandatory strategic planning retreat. The Board members again considered personal and professional schedules. Board Member Tucker Davis requested that the venue be located within the City of South Fulton to avoid any issues as experienced by the Council for the meeting at Chateau Elan. Mr. Jones shared that he had narrowed the venue to two locations: Wolf Creek Clubhouse and Enon Horse Ranch both in City of South Fulton. The dates were reduced to August 17th from 8:30 am until 4:30 pm. Board Member Tucker Davis suggested the Board select an alternate or secondary to help facilitate planning in case the venues were unavailable on the first date. The Board added August 24th as a possible date, with the same time schedule. The meeting is open to the public.
- E. Development Authority Legal Counsel - Mr. Jones advised that the former Development Authority legal counsel Emilia Walker resigned on or about April 30, 2023. Therefore, the Board was without legal counsel. Mr. Jones shared that one of the guests in the room was Ken Neighbors, Esq., the attorney he has retained on a temporary basis to provide services while the Board vet a permanent legal counsel. Mr. Neighbors introduced himself and his partner. The Board discussed retained Mr Neighbors through September 2023. However, Mr. Jones advised that an RFP needed to be crafted and posted before a permanent legal counsel could be hired. Mr. Neighbors shared he was working on a pro bono basis for now as the workload was de minimus. Mr. Neighbors shared his background and major projects he assisted in facilitation of the development. Board Member Tucker Davis inquired about a Code of Ethics template. Mr. Neighbors indicated that he has a document for us to consider. Mr. Jones stated some other boards would read an ethical statement at the beginning of the meeting. The Board members commented that this would good, but a written document signed by everyone was preferred considering the circumstances and issues raised in the news regarding the land deal. This led into a brief discussion regarding Intergovernmental Agreement between City of South Fulton and the South Fulton Development Authority. The prior budget line item for the Development Authority was \$150,000, but after the former Board members resigned in masse in August 2022, the Council rescinded the allocation.

VI. OLD BUSINESS-

Swearing in of Board members was discussed. Councilwoman Williams Brown shared that the prior Board members were sworn in at a City Council meeting. Board members Miller and Lewis stated that they were not sworn in previously. Councilwoman Willis added that the ceremony would need to be conducted by a judge. Mr. Jones shared that all members except for Board Member Reese were appointed by the Council and could function without being sworn in. The Board decided to forego any swearing in ceremony, as it was not required by the current Bylaws.

There was chatter and inquiries regarding the alleged \$300,000 proceeds from the sale of land by the prior Development Authority in 2022. No one present was able to explain where the funds were sent or held. The Board agreed to create a subcommittee on finances and investigating this issue. Also, the issue of bank accounts, procurement, City staff and oversight by the City. The Board did not make any decisions but seemingly agreed that there will not be any bank accounts with Board members as signatories unless established by the City and required for a legal reason. The Board also agreed to develop a process to share conflicts of interest and vested interests in persons or entities who may do business with the Development Authority. Mr. Neighbors stated he would help facilitate crafting a Code of Conduct or Code of Ethics to help with this.

VII. EXECUTIVE SESSION – None. There was nothing to discuss that would qualify for Executive Session.

VIII. ADJOURNMENT – Chairperson Miller requested a motion to adjourn the meeting. Board Member Minter moved to adjourn the meeting and Board Member Cooper seconded the motion. Yes – 9; No-0; Abstentions- 0. The meeting adjourned at 1:57 pm.

Next Meeting: June 6, 2023 at 6 pm at 6385 Old National Highway, Suite 210, South Fulton, GA 30349.

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CERTIFICATE OF SECRETARY

I certify that I am the duly elected Secretary of the Board of Directors for the South Fulton Development Authority and that these minutes, consisting of six (6) pages are the minutes of the meeting of the Board of Directors held on May 18, 2023. To the best of my knowledge these minutes are a true and accurate representation of the business conducted.

Dana M. Tucker Davis, Esq.
Board Secretary