

## DEVELOPMENT AUTHORITY OF COBB COUNTY

### Minutes of Meeting January 21, 2014

Pursuant of notice, The Development Authority of Cobb County met at the Cobb Chamber of Commerce, 240 Interstate North Prkwy, Atlanta, GA 30339, on January 21, 2014 at 11:00 am.

#### MEMBERS PRESENT

Clark Hungerford  
Bob Morgan  
Al Searcy  
Richard Moore  
Karen Hallacy

#### SEYFARTH SHAW

Dan McRae  
Mike Diamond

#### GUESTS

Heidi Isom, Marietta Power & Water  
Mike Winters, Cobb Chamber  
Nikki Wiley, MDJ  
Dan Sherman, D H Sherman  
Adam Holzhauer, Bake One

#### DEVELOPMENT AUTHORITY STAFF

Nelson Geter  
Amanda Blanton

Chairman Hungerford called the meeting to order.

**AGENDA:** Chairman Hungerford made a motion that the agenda items involving other parties (items 5, 6, & 8) be called before those pertaining only the board. Mr. Morgan seconded the motion and the motion was unanimously approved. (5 yes – 0 no)

#### **MINUTES:**

Members reviewed the minutes of January 16, 2014 meeting. Mr. Searcy made a motion to approve the minutes as presented. Ms. Hallacy seconded the motion and the motion was unanimously approved. (5 yes - 0 no)

#### **FINANCIAL REPORT:**

The financial report was presented to the members and Mr. Morgan made a motion to approve the report. The motion was seconded by Mr. Moore and the motion was unanimously approved. (5 yes - 0 no)

**2014 Resource Plan:** Executive Director, Nelson Geter, spoke on behalf of the committee responsible for developing the plan. He presented a summary showing anticipated resources available totaling \$311,500. Reviewing the anticipated expenses for the year, the projected use of resources totals \$375,550 which would draw approximately \$64,000 from the retained earnings. After discussion, Ms. Hallacy recommended that the board reduce future considerations to \$86,000 to decrease the draw from the retained earnings. Mr. Morgan made a motion to approve the resource plan as presented. Mr. Moore seconded the motion. Ms. Hallacy made a motion to amend the plan by reducing future considerations and creating a zero balance on the bottom line. Mr. Moore seconded the plan as amended. At this time, because Ms. Rowe was not present to discuss the plan, Chairman Hungerford made a motion to table the agenda item until the next meeting. Mr. Morgan seconded the motion and the motion was unanimously approved. (5 yes – 0 no)

**Bake One Resolution:** As Bake One is a customer of Vinings Bank, Chairman Hungerford recused himself and asked Vice Chairman, Bob Morgan, to lead the discussion. Dan Sherman, DH Sherman, spoke on behalf of Bake One. He explained that in 2012, the Authority issued \$3.25M in bonds to finance production equipment. This year, the company is requesting a bond to secure more production equipment with a maximum bond amount of \$4.75M. The bond will be placed with GE Capital. An estimated 38 jobs will be created with the new production line. Adam Holzhauser, Bake One, also mentioned that since the last presentation, the company has added 52 jobs, more than doubling the expected amount. Mr. Searcy made a motion to approve the bond resolution to include the transactional documents, the loan agreement, and escrow agreement. Mr. Moore seconded the motion. After discussion, the vote passed unanimously. (4 -yes – 0 no)

**2014 Development Authority Summit:** Chairman Hungerford expressed his thoughts on hosting a summit for county stakeholders that would dispel the misperceptions of the mission of the authority and its role in economic development. He will work with legal counsel to determine a date for this event.

**Development Authority Proposal:** Ms. Hallacy sent a letter to the board members identifying specific areas she felt needed additional improvement. She proposed a Development Authority Summit raising awareness of the policies currently in place while sharing ideas and best practices. Secondly, a clearly defined rubric that could be used to objectively evaluate any proposal brought before the board. Third, defined accountability measures with specific and measurable criteria and a post transaction review. Lastly, she proposed clear communication channels to ensure that all impacted parties are properly informed. She also believed that an ex-officio member should be added to represent the school board on the authority. Chairman Hungerford agreed there were valid points made, but suggested that no changes be made to policy until after the summit.

**Strategic Plan:** This action item was deferred to February.

**2014 Election of Officers:** Mr. Morgan nominated Clark Hungerford as Chair. With no other nominations from the floor, Mr. Moore seconded the motion and the motion was unanimously approved. (5 yes – 0 no)

Mr. Moore nominated Bob Morgan for the position of Vice Chair. With no other nominations from the floor, Mr. Searcy seconded the motion and the motion was unanimously approved. (5 yes – 0 no)

Ms. Hallacy nominated Ms. Rowe for the position of Secretary/Treasurer. With no other nominations on the floor, Mr. Morgan seconded the motion and the motion was unanimously approved. (5 yes – 0 no)

Ms. Hallacy nominated Mr. Moore for the position of Vice Secretary/Treasurer. With no other nominations on the floor, Mr. Morgan seconded the motion and the motion was unanimously approved. (5 yes – 0 no)

**2013 Legal Counsel Appointment/TEFRA Hearing Officers:** Chairman Hungerford made a motion to approve Dan McRae as legal counsel and TEFRA Hearing officer with Kevin Brown of Seyfarth Shaw acting as the alternate TEFRA Hearing Officer. Mr. Morgan seconded the motion and the motion was unanimously approved. (5 yes – 0 no)

**Legal Counsel Updates:** There were no legal counsel updates at this time.

**Executive Director Updates:** Nelson thanked the Chamber staff for their efforts, but had no updates to speak of.

There being no further business, the meeting was adjourned.