

## General Monthly Meeting LBA Board of Directors Thursday, October 22, 2020

**NOTE: THIS WILL BE A ZOOM CONFERENCE CALL AND NOT IN-PERSON**

<https://us02web.zoom.us/j/87806512315?pwd=NktXODd3cHZqc0VNdElQdHhMRW5SUT09>

Meeting ID: 878 0651 2315

Password: 506224

One tap mobile

+16468769923,,87806512315#,,1#,506224# US (New York)

+13017158592,,87806512315#,,1#,506224# US (Germantown)

**Start Time: 9:30 a.m. End Time: 11:30am**

### AGENDA

**Mission:** The mission of the Fulton County/City of Atlanta Land Bank Authority is to facilitate the transformation of the City and County into a vibrant community by:

- Returning non-revenue generating, non-tax producing, or blighted property to an effective utilization status in order to provide market and affordable housing, public space, new industry and jobs for the citizens of the City and County.
- Extinguishing past due tax liens from property foreclosed upon by Fulton County and the City of Atlanta in their tax collection capacities.

Time	Item Description
9:30am	1. Welcome
9:32am	2. Adopt Agenda
9:34am	3. Introductions
9:36am	4. Ratify Minutes – September 24, 2020

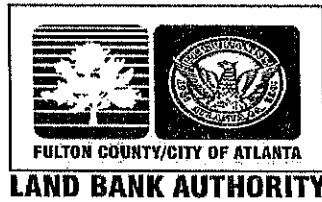
### Action Items

Time	Item Description
------	------------------

9:40am	5. Approve LBA Policy Revision Project Update
10:00am	6. Approve Sale of 900 N. Eugenia Pl., NW Atlanta, GA 30314 (Parcel ID# 14-0176-0002-024-7) to Atlanta Land Trust, Inc. under MOU and Permanent Affordability Pilot Program
10:15am	7. Approve Modification of Project Development Agreement with Falcon GA Investments, LLC for Conley Road Project
10:45am	8. Ratify Property Acquisitions and Conveyances per Intergovernmental Agreement with City of Atlanta for Abatement Properties Project

<b>Information Items</b>	
<b>Time</b>	<b>Item Description</b>
11:00am	9. Update re Surplus Property Sales
11:05am	10. Update of LBA By-Laws
11:10am	11. LBA Financial Update
11:17am	12. Issue Request for Proposals for Auditor for FY17, FY18, FY19, FY20 Audits
11:22am	13. Rollover of 2020 Vacation/Personal Days to 2021
11:25am	14. Public Comments (Two-minute limit per speaker)

<b>Action Item</b>	
11:30am	15. Adjourn



**MINUTES**

**GENERAL MONTHLY MEETING  
LBA BOARD OF DIRECTORS  
Thursday, October 22, 2020**

**Type of Meeting:** Regular Monthly Meeting

**Location:** Zoom Conference Call

<b>Board of Directors</b>			
<b>Name:</b>	<b>Title:</b>	<b>Attendance:</b>	
		Present	Not Present
Janis Ware	LBA Board Chairperson	P	
Kate Little	LBA Board Vice-Chairperson	P	
Atty. Jane Bradshaw-Burnette	LBA Board Secretary	P	
Michelle Nelson	LBA Board Treasurer	P	
Vacant	LBA Board Member		N/A
Vacant	LBA Board Member		N/A
Vacant	LBA Board Member		N/A
Herb Joseph	Atlanta Public Schools Advisor	P	

<b>Staff and Counsel</b>			
<b>Name:</b>	<b>Title:</b>	<b>Attendance:</b>	
		Present	Not Present
Christopher Norman	Executive Director	P	
Rhonda Corporal	Office Manager	P	
Terica B. Bashir	Program Director	P	
Elizabeth Roberts	Sr. Program Director		N/A
Jade Wiles	Asset Manager	NP	
Atty. Rodney Strong	LBA General Counsel	P	
Atty. David Maher	LBA General Counsel	P	

Atty. Tres Dye	LBA Real Estate Counsel	P	
Atty. Jonathan Futrell	City of Atlanta Law Department	P	
Atty. Reginald McClendon	City of Atlanta Law Department	NP	

1. **Call to Order:** Chairperson Janis Ware called the meeting to order at 10:05 A.M.

2. Adopt Agenda:

Treasurer Michelle Nelson made a motion to:

*Adopt Agenda with no changes.*

Vice-Chair Kate Little seconded the motion.

**MOTION APPROVED UNANIMOUSLY.**

3. Introductions: None.

4. Ratify Minutes:

Secretary Jane Bradshaw-Burnette made a motion:

*Ratify minutes as submitted for the meeting on September 24, 2020, with no changes.*

Treasurer Michelle Nelson seconded the motion.

**MOTION APPROVED UNANIMOUSLY.**

**Action Items:**

5. **Approve LBA Policy and Procedures Document.**

Attorney Sara Toering, Senior Fellow with the Center for Community Progress, assisted the LBA staff and counsel to create a comprehensive document outlining the policies and procedures that relate to property acquisition, holding, and disposition.

Vice-Chair Little suggested the LBA include under Section 2.2 (d) a statement on climate change.

Attorney Toering stated that the LBA could adopt the policy document today, subject to the amendment in Section 2.2 (d) ending with a comma adding “other efforts to include climate change”.

Vice-Chair Little made a motion to:

***Approve LBA Policy and Procedures Document.***

Secretary Bradshaw-Burnette seconded the motion.

**MOTION APPROVED UNANIMOUSLY.**

6. **Approve Sale of 900 N. Eugenia Place, Atlanta, GA 30314 (Parcel ID# 14-0176-0002-024-7) to Atlanta Land Trust, Inc. under existing MOU and Permanent Affordability Pilot Program.**

Mrs. Terica Bashir explained that the LBA Board approved the creation of a Permanent Affordability Pilot Program allowing the LBA to prioritize the disposition of residential properties to neighborhood nonprofit entities. The initial nonprofit partner for the Pilot Program, the Atlanta Land Trust (ALT), notified the LBA of its intent to purchase 900 North Eugenia Place. She stated that this property is part of the 14 previously identified properties for the Pilot Program within the Memorandum of Understanding. ALT completed its due diligence and accepted the conditions concerning the property. The LBA will be selling the properties at 25% of the fair market value plus 50% of the holding cost. Mrs. Bashir explained that ALT is willing to make a cash offer in the amount of \$22,136 for 900 N. Eugenia Place.

Ms. Amanda Rhein stated that ALT plans to renovate the existing single-family home in partnership with two nonprofit organizations. Lifecycle Building Center will focus on the reuse of material and HomeAid Atlanta will manage the renovation process and provide discounted and pro bono services and materials.

Treasurer Nelson wanted clarification on what is meant by affordability restrictions outlined in the 99-year ground lease or other relevant documents.

Ms. Rhein explained that the owner will have the deed to the home and ALT will have the deed for the land ensuring that the land and house will remain affordable.

Treasurer Little recused herself from the vote because she sits on the Board of the ALT.

Secretary Bradshaw-Burnette made a motion to:

***Approve Sale of 900 N. Eugenia Place, Atlanta, GA 30314 (Parcel ID# 14-0176-0002-024-7) to Atlanta Land Trust, Inc. under existing MOU and Permanent Affordability Pilot Program for \$22,136.***

Treasurer Michelle Nelson seconded the motion.

**MOTION APPROVED UNANIMOUSLY.**

7. **Approve Modification of Project Development Agreement with Falcon GA Investments, LLC for Conley Road Project.**

Mr. Norman stated that Falcon Georgia Investment, LLC (Falcon) entered into an agreement with the LBA on October 20, 2017. The original deadline for completion of the Project was April 1, 2020. The original LBA-Falcon transaction documents consisted of:

- Development Agreement
- Intercreditor Agreement – between LBA and ShareStates Investments, LLC (lender)
- Promissory Note
- Deed to Secure Debt
- Corporate Guarantee
- Affidavit and Certification of Financial Statements
- Quitclaim Deed – release LBA reverter interest.

Mr. Norman stated that original target completion date of April 1, 2020 is no longer practical and the LBA and Falcon desire to move the date to April 1, 2022. Falcon has determined that it requires additional financing in order to perform obligations under the Project Development Agreement. Mr. Norman stated that there is no need for the Deed to Secure Debt because the Falcon has already satisfied the Promissory Note by tendering the funds to the LBA. Mr. Norman stated that the staff is requesting to approve the new financing, new completion date, and the Amended and Restated Project Development Agreement in its entirety.

Mr. Allen, architect for Falcon, explained that before they purchased the properties on Conley Road all of the units were in total disarray. 875 Conley Road is 90% completed at this time and close to being occupied. The units located at 925 Conley Road are 70% completed and moving into the finishing stages. The other two properties have been totally gutted and trash and debris have been removed.

Mr. Andy Reid, Property Manager for Falcon Georgia Investment, LLC, explained that construction has begun on the properties located at 3765 & 3755 Forrest Park Road. After completion, the project will be a fully renovated 440-unit apartment complex.

Attorney Tres Dye, LBA Counsel, explained to the Board that amended Development Agreement shows the history of the project and the details of their construction plans. He stated that Falcon's lender's attorneys wanted to add additional comments that are not included in this new Agreement.

Mr. Norman stated that the LBA staff is requesting the Board to approve the Agreement as it is presented today contingent to the additional comments.

Attorney Dye stated that original Corporate Agreement was with Georgia Capital Management, LLC. He stated the Georgia Capital Management, LLC does not own any assets related to the project. Attorney Dye stated that the Board can request a personal guarantee for this project.

Secretary Bradshaw-Burnette made a motion to:

*Approve the Restructure of the Deal Subject to a Corporate or Personal Guarantee.*

Treasurer Michelle Nelson seconded the motion.

**MOTION APPROVED UNANIMOUSLY.**

**8. Ratify Property Acquisition and Conveyance per Intergovernmental Agreement with City of Atlanta for Abatement Project Properties.**

Mr. Norman reminded the Board that this Project's IGA was approved at the September 24, 2020, Board of Directors meeting. The City of Atlanta (COA) has decided to move forward with the foreclosures on their book of demolition and clean and close liens.

Attorney Maher explained that the LBA Board is being requested to retroactively ratify the acceptance of certain Deeds that were acquired prior to the execution of the IGA.

Treasurer Michelle Nelson made a motion to:

*Ratify Acquisition Properties acquired prior to execution of Intergovernmental Agreement with the City of Atlanta for Abatement Project Properties.*

Secretary Jane Bradshaw-Burnette seconded.

**MOTION APPROVED UNANIMOUSLY.**

**Informational Items**

**9. Update re: Surplus Property Sales**

Mrs. Terica Bashir reported to the Board that the LBA has sold 5 of the 6 surplus properties:

- 1070 Lucile Avenue SE closed July 2020.
- 295 Oak Drive SE closed September 2020.
- 3163 Browns Mill Road SE closed August 2020.
- 862 Hubbard Street SW is on hold due to title issues. The plan is to have a title company run a title search and likely file a Quiet Title Petition.
- 2468 Main Street NW is scheduled to close tomorrow, September 25, 2020.
- 501 Cairo Street NW closed September 2020.

**10. Update of LBA By-Laws**

Mr. Norman explained to the Board that since the Interlocal Agreement has been updated, the By-Laws should mirror them. Attorney David Maher is working on the By-Laws and he should be ready to present at the November meeting. Mr. Norman also stated that the new By-Laws will have to sit a month before they can be voted on and become effective.

#### **11. LBA Financial Update.**

Mr. Norman presented the LBA's August Financial Update to the Board. There is a substantial increase in funds due to the sale of the LBA's surplus property assets. He stated that with the monies from Falcon, we will open an additional Operating Reserve account and deposit \$250,000 to cover 5 months of operating expenses.

Chairperson Ware suggested to increase the amount to \$300,000 to cover 6 months instead of 5 months.

#### **12. Issue Request for Proposals for Auditor for FY17, FY18, FY19, FY20 Audits.**

Mr. Norman mentioned that the LBA has put off audits due to the lack of funding. He stated that LBA's General Counsel will prepare an RFP for the Board's approval which will be circulated for publication January 2021.

Chairperson Ware asked if the LBA is required to have all 4 years audited.

Mr. Norman replied no and stated having all 4 audits completed may be required when seeking additional private funding.

Vice-Chair Little stated that the LBA should have annual audits moving forward.

#### **13. Rollover of 2020 Vacation/Personal Days to 2021.**

Mr. Norman stated that the current Vacation Policy states that unused times expires on January 31 of the following year. Due to COVID-19, LBA staff have not been able to travel or use their vacation time. He stated that he will allow staff to carry their unused time for the entire calendar year into 2021.

Secretary Bradshaw-Burnette questioned if the earned vacation days are up to par with other companies and agencies in and around Atlanta.

Treasurer Michelle Nelson stated that her company has moved to unlimited vacations as long time is approved and does not interfere with work.



Mr. Norman stated that at the November Board meeting, he will bring an agreement for the approval to hire an HR consultant. They will assist with all of the LBA's HR matters and review the vacation issue.

**14. Public Comments (Two-minutes limit per speaker).**

NONE.

**15. Adjourn.**

Chairperson Ware adjourned the meeting at 11:30 am.

*J. B. Beutler*  
1-19-21