

Special Called Meeting of the Public Facilities Authority was held on Tuesday, July 16, 2019 at 8:33 p.m., Chairman Rusty Paul presiding.

CALL TO ORDER

1. **PFA19-08** Chairman Rusty Paul called the meeting to order at 8:33 p.m.

ROLL CALL

2. **PFA19-09** – Secretary Coty Thigpen called the roll.

Authority Members present: Member John Paulson, Member Steve Soteres, Member Chris Burnett, Member Jody Reichel, Member Andy Bauman, and Member Tibby DeJulio.

APPROVAL OF MEETING AGENDA

3. **PFA19-10** Add or remove items from agenda

Motion and Vote: Council Member DeJulio moved to approve the Meeting Agenda for the July 16, 2019 Special Called Public Facilities Authority meeting. Council Member Paulson seconded the motion. The motion carried unanimously.

4. **PFA19-11** Meeting Minutes

1. February 5, 2019 Public Facilities Authority Meeting Minutes
(Coty Thigpen, Secretary)

Motion and Vote: Council Member Paulson moved to approve the February 5, 2019 Public Facilities Authority Meeting Minutes. Council Member Soteres seconded the motion. The motion carried unanimously.

NEW BUSINESS

5. **PFA19-12** A Resolution of the City of Sandy Springs Public Facilities Authority to Support the Construction and Development of a Cultural Center in the City Of Sandy in Springs in Partnership with the Georgia Commission on the Holocaust, Subject to the Occurrence of Certain Events; and for other purposes
(Presented by John McDonough, General Manager)

Council Member Bauman disclosed his membership on the Georgia Commission on the Holocaust but under the City’s guidelines and rules, there is no need for recusal in acting on behalf of the City.

John McDonough, General Manager presented that on October 9, 2018, the City of Sandy Springs Public Facilities Authority entered into a Memorandum of Understanding with the Sandy Springs Hospitality and Tourism, Inc. and the Georgia Commission on the Holocaust. The purpose of the MOU was to guide and direct the parties thereto with respect to their obligations related to the design and construction of a new building to house the Commission offices and exhibitions, Visit Sandy Springs offices, and a public rotating exhibition space. Pursuant to the MOU, the PFA agreed to commence providing land for the construction of the project including all necessary steps to evaluate any environmental issues on the project site, to include Phase I and Phase II Environmental Assessments, and to pay a portion of the construction of the cultural building, if certain obligations of others were met. Pursuant to the MOU, the Commission agreed to commit and solicit an agreed upon sum of money to contribute to a portion of the construction of the cultural building, and to enter into a Lease Agreement to house its offices and exhibitions’, including the Anne Frank and the World Exhibit, if certain obligations of others were met. The Commission anticipates

55 that its obligations as set forth in the MOU will be met through the Friends of the Holocaust Commission,
56 the Georgia non-profit corporation created to support and enhance a Holocaust memorial authorized by the
57 Georgia legislature and to support the development of new exhibitions and activities of the Georgia
58 Commission on the Holocaust; to participate in the construction of a facility to house the offices, and
59 exhibits and other spaces for the Georgia Commission on the Holocaust and educate the public about the
60 historical lessons learned from the Holocaust. The Commission's one-time payment, along with any future
61 negotiated rents from the State of Georgia, shall be the Lease Payment for the space allocated to them for
62 the negotiated length of the lease. It is anticipated the project will also incorporate Visit Sandy Springs
63 offices and office space for the Perimeter Chamber of Commerce through Lease arrangements through the
64 PFA and those entities. The cost assumptions offered include the soft costs, which are the architectural fees
65 and engineering fees; program management currently estimated to be approximately \$688,000; and the
66 construction estimate of \$7.9 million, so the two combined are about \$8.6 million. That \$8.2 million is
67 further broken down amongst the parties, based on a total space allocation. Friends of the Holocaust are at
68 34.55%. The share of soft costs, approximately \$237,000; and then, the estimated up-front capital numbers
69 here. These numbers are preliminary and until the facility design is complete and put it out for bid, there
70 is no way to determine what the actual final costs will be. That will be subject to Mayor and Council or
71 PFA member review, at some point in the future, approximately 1 year from now. These numbers are,
72 again, estimated and would be incorporated in a final agreement between the City and ultimate partners
73 through Lease Agreements that the Authority attorney would assist in developing. Furtherance of the
74 parties commitment in the MOU to fund, design and construct a cultural building, the City of Sandy Springs,
75 on behalf of the PFA issued its Request For Qualifications on June 27, 2018 to solicit responses from highly
76 qualified firms to provide all personnel, materials and services necessary to provide architectural,
77 engineering and related design services for the Project. On October 30, 2018, a contract was awarded to
78 Houser Walker Architecture to provide design professional services for the Project. The Consultant and
79 the parties have been engaged in discussions regarding space needs of the entities to be housed in the
80 Cultural Building and funding for the Project. In order to memorialize their understandings and agreements
81 regarding design and construction of the Project, it is anticipated the PFA and the Friends, on behalf of the
82 Commission, will enter into an agreement pursuant to which Friends will acknowledge and agree, among
83 other things, to: (a) pay the final determination of required upfront capital contribution, as may be adjusted
84 from the estimate reflected in Exhibit A, (b) pay any other costs that may be determined in the final space
85 allocation and funding structure, with all costs from (a) and (b) not to exceed 34.55 percent of the
86 construction costs by the dates set forth in the agreement; and (c) agree to such other terms and conditions
87 in the agreement as may be necessary to move the Project forward through design to completion. PFA
88 supports the Project moving forward, contingent on Friends, on behalf of the Commission, making payment
89 or providing guarantee of payment from an accredited banking institution of the upfront capital funds
90 reflected on Exhibit A, as may be adjusted by final determination of space and funding allocation, no later
91 than six (6) months following adoption of this resolution.

92
93 The Resolution for consideration authorizes two things: (1) Support the Project moving forward, subject
94 to the receipt of upfront capital contribution from Friends, on behalf of the Commission and (2) the PFA
95 Chairman and Attorney for the PFA are authorized to draft an agreement with the Commission and
96 incorporate the terms and conditions stated in this resolution, and any other terms and conditions as may be
97 deemed necessary to effectuate the intent of this resolution and the furtherance of the Project. That will
98 then be brought back to you, the Board Members of the PFA.

99
100 **Motion and Vote:** Member Paulson moved to approve Agenda Item PFA19-12, A Resolution of the
101 City of Sandy Springs Public Facilities Authority to Support the Construction and Development of a
102 Cultural Center in the City Of Sandy Springs in Partnership with the Georgia Commission on the Holocaust,
103 Subject to the Occurrence of Certain Events; and for other purposes. Member Soteres seconded the motion.

104
105 With a motion on the table, the Authority members offered discussion.

106
107 The motion carried on a vote of 5-1; DeJulio voting no.

109
110
111
112
113
114
115
116
117
118
119
120
121
122
123
124
125

6. PFA19-13 ADJOURNMENT

Motion and Vote: Member Burnett moved to approve Agenda Item PFA19-13, Adjournment. Member Paulson seconded the motion. The motion carried unanimously.

There being no further discussion, the meeting adjourned at 8:58 p.m.

Date Approved: August 20, 2019

Russell K. Paul, Mayor

Coty Thigpen, City Clerk