

**JOINT DEVELOPMENT AUTHORITY OF  
JASPER, MORGAN, NEWTON AND WALTON COUNTIES**

**November 6, 2023  
1:00 P.M.**

**Called Meeting  
Newton County Water & Sewer Authority - Scott Emmons Water Reclamation Facility at  
10902 Shire Parkway, Social Circle, GA 30025.**

A called meeting of the Board of Directors of the Joint Development Authority of Jasper County, Morgan County, Newton County and Walton County (the "Authority") was held on November 6, 2023, at 1pm at the Newton County Water & Sewer Authority - Scott Emmons Water Reclamation Facility at 10902 Shire Parkway, Social Circle, GA 30025.

Directors Present:

Steve Jordan, Jasper County  
Jerry Silvio, Newton County  
Ben Riden, Morgan County  
David Thompson, Walton County  
Mike Owens, Walton County  
Don Jernigan, Jasper County  
Marcello Banes, Newton County  
Bob Hughes, Morgan County

Guests Present:

Andrea Gray, Attorney  
Serra Hall  
Hanks Evans  
\*members of the public and media included on the  
sign-in sheet attached

Directors Absent:

None

1. Call to Order

Mr. Silvio called the meeting to order at 1:00 pm.

2. Invocation

Mr. Marcello Banes led the invocation and asked for special prayers for Shane Short.

3. Pledge of Allegiance

Mr. Bob Hughes led the pledge of allegiance.

4. Approval or Amendment to Agenda

No amendments were requested. On a motion duly made by Mr. David Thompson, seconded by Mr. Marcello Banes and unanimously approved, the Agenda was approved as presented.

#### 5. Resolution to Amend Lease with State

Mrs. Gray presented the Resolution which was included in the meeting packet. The JDA and State entered into a Lease Agreement on September 2, 2022 at which time the total project site was approximately 1,943 acres. Since that time, the site has been subdivided to exclude the frontage road and the State training facility from the Rivian project site which is now approximately 1,744 acres. The Amendment to the Lease Agreement includes an updated legal description which includes the 1,744-acre project site and excludes the State-retained training center property and frontage road property. On a motion duly made by Mr. Mike Owens, seconded by Mr. Bob Hughes and unanimously approved, the Resolution to approve the Amendment to the Lease Agreement with the Georgia Department of Economic Development was approved as presented.

#### 6. Resolution to Approve Assignment

Mrs. Gray presented the Resolution to Approve Assignment which was included in the meeting packet. The Resolution provides the JDA's consent for the assignment of all rights and obligations related to the Stanton Springs North project from Rivian Horizon, LLC to Rivian New Horizon, LLC. Mrs. Gray stated that this change came at the request of a potential lender for Rivian. Rivian Automotive, Inc. is the parent company and there is a dozen or more subsidiaries. Rivian Horizon, LLC is a 5<sup>th</sup> tier subsidiary and Rivian New Horizon, LLC is a 2<sup>nd</sup> tier subsidiary. The parent company, Rivian Automotive, Inc. guaranteed all of the company's obligations under the Economic Development Agreement. ON a motion duly made by Mr. Bob Hughes, seconded by Mr. Mike Owens and unanimously approved, the Resolution to Approve Assignment was approved.

#### 7. Resolution to Approve Letter Agreement re Site Turnover

Mrs. Gray presented the Resolution regarding Site Turnover. She stated that this agreement was needed because the closing with Rivian is occurring prior to the JDA's completion of grading. The key terms of the agreement are that it provides the JDA access rights to the site to complete its work, it provides means for coordination between the parties and the contractors including sharing of documents, and it requires the JDA to complete the grading in accordance with its contract with Plateau. On a motion duly made by Mr. David Thompson, seconded by Mr. Steve Jordan and unanimously approved, the Resolution to approve the Letter Agreement re Site Turnover was approved.

#### 8. Resolution to Authorize Closing

Mrs. Gray presented a Resolution to Authorize Closing with Rivian. She stated that "closing" means that 1) Rivian will sign the Rental Agreement giving it rights to access and build on the site and 2) the bonds which were validated will be issued by the Authority. Pursuant to the Economic Development Agreement, the JDA will receive a \$4.5 million bond fee and a \$1.5 million PILOT payment in addition to being reimbursed for the attorney's fees spent on the bond validation appeal in the amount of \$794,532.45. Mr. David Thompson made a motion to approve the Resolution which was seconded by Mr. Steve Jordan. Mr. Ben Riden stated that he still has concerns about what battery manufacturing means after further discussions with Andy Ainslie, a couple of JDA members and Chuck Jarrell. Mr. Silvio called for a vote. Mr. Ben Riden voted against the motion. All other JDA members voted in favor of the motion which passed 7 to 1.

#### 9. Executive Session

On a motion duly made by Mr. Marcello Banes, seconded by Mr. Bob Hughes and unanimously approved, the Authority moved into Executive Session to discuss land acquisition and litigation matters at 1:15pm.

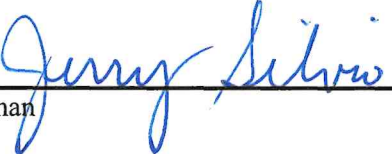
On a motion duly made by Mr. Bob Hughes, seconded by Mr. Marcello Banes and unanimously approved, the Authority moved out of Executive Session at 1:33pm.

Ms. Gray presented a Resolution to Authorize the Sale of Property consisting of 88 acres on Hwy 278 which is referred to as "the Moore property". The Purchaser is Powergrid, LLC and the purchase price is \$42,500 per acre. Closing is scheduled for November 15<sup>th</sup>. On a motion duly made by Mr. Ben Riden, seconded by Mr. Bob Hughes and unanimously approved, the Resolution was approved as presented.

#### 10. Adjourn

On a motion duly made by Mr. Bob Hughes, seconded by Mr. Marcello Banes, and unanimously approved, the meeting was adjourned at 1:34 pm.

Attest:

  
Chairman

  
Secretary

