

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

**December 19, 2023
1:00 P.M.**

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

A regular 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 December 19, 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
Mike Owens, Walton County
Don Jernigan, Jasper County
Bob Hughes, Morgan County
Marcello Banes, Newton County

Directors Absent:

David Thompson, Walton County

Guests Present:

Andrea Gray, Attorney
Pat Malcom
Kevin Forbes
Ralph Forbes
Hank Evans
Rose Baker
Serra Hall
David Dyer

*members of the public and media included on the sign-in sheet attached

1. Call to Order

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

2. Invocation

Mr. Steve Jordan led the invocation.

3. Pledge of Allegiance

Mr. Don Jernigan led the pledge of allegiance.

4. Approval or Amendment to Agenda

No amendments were requested. On a motion duly made by Mr. Mike Owens, seconded by Mr. Bob Hughes and unanimously approved, the Agenda was approved as presented.

5. Approval of Minutes

- a. Regular Session Minutes from the Regular Meeting on November 28, 2023: On a motion duly made by Mr. Bob Hughes, seconded by Mr. Ben Riden and unanimously approved, the Minutes were approved as presented.
- b. Executive Session Minutes from the Regular Meeting on November 28, 2023: On a motion duly made by Mr. Ben Riden, seconded by Mr. Bob Hughes and unanimously approved, the Minutes were approved as presented.

6. Committee Chairman Reports:

a. Park Management Committee

Mr. Hughes reported that the Park Management Committee has nothing new to report.

b. Marketing Committee

Mr. Thompson was unable to attend the meeting due to illness. No updates were provided.

c. Economic Development Committee

Walton, Morgan and Newton Counties had no new updates to provide. Mr. Dyer reported that activity remains strong in Jasper County and they continue to work with their existing industries.

d. Finance Committee

i. Financial Report

Mr. Steve Jordan reported that the Finance Committee met prior to this meeting to discuss updates to the budget in light of new obligations related to the Rivian project and PILOTS received. He anticipates presenting a budget for approval at the January meeting. Mr. Jordan provided the financial report for November and reviewed the current account balances and monthly expenditures that were included in the meeting packet along with the November financials.

ii. Invoices

12 regular invoices and a packet of legal invoices were presented for payment including the following:

1. Andrea P. Gray, LLC for general representation legal services - \$6,940.00
2. Legal Fee Packet: \$14,718.00 to SGR and \$6,940 (same as above) to APG
3. Cornerstone - \$5,000
4. Pellicano - \$23,998.28 – construction oversight services – reimbursable through REBA Grant
5. Snapping Shoals - \$60.22
6. Snapping Shoals- \$29.96
7. Allen Smith Consulting – REBA grant 1 - \$2,000
8. Allen Smith Consulting – REBA grant 2 - \$720.00

9. Thomas and Hutton invoices

- a. \$10,580.00– for Rivian-related construction management for Pad 1 – reimbursable through grant
- b. \$47,335.00 – For Rivian-related construction management for Pad 2 – reimbursable through grant
- c. \$47,594.19 – For Rivian-related construction testing- reimbursable through grant
- d. \$1,205.10 – For Rivian-related survey work – reimbursable through grant
- e. \$3,753.92 – for Rivian-related testing work by Terracon – reimbursable through grant

On a motion duly made by Mr. Bob Hughes seconded by Mr. Marcello Banes and unanimously approved, the invoices were approved as presented.

Mr. Steve Jordan noted that the Finance Committee will meet in January prior to the regular meeting.

7. Rivian Updates

a. Grading Update

Mr. Kevin Forbes provided an update. There is no pay request for this month. The final request is expected in January. The grading work undertaken by the JDA is complete and Plateau continues to work on site stabilization through grassing and other means. Mr. Hughes thanked Thomas & Hutton for all of their work and oversight on this project.

8. Bond Draws: Morning Hornet, Baymare, Takeda (Baxalta)

Mrs. Gray reported that Morning Hornet and Baymare requested bond draws for 2023 which entails these companies transferring ownership of real and personal assets to the JDA pursuant to the phantom bond structure for each project. A complete summary is included in the meeting packet. The request is for approval of Bond R-7 in the amount of \$789,297,369.09 for the 2018 Morning Hornet project and Bond R-4 in the amount of \$664,922,877.93 for the 2021 Baymare project. Takeda did not request a draw this year.

Mr. Steve Jordan made a motion to approve the bond draws for Baymare and Morning Hornet and to authorize the Chairman and Secretary to execute the documents necessary to effectuate the same. The motion was seconded by Mr. Marcello Banes. Mr. Riden asked whether this draw impacts the PILOT structure. Mrs. Gray stated that it does not. A vote was called by the Chairman and the motion was unanimously approved.

9. Public Comment

Mr. Jerry Silvio stated: We value public opinion and are appreciative of those of you who took the time to attend today. All of our meetings are open to the public. Each speaker must state their name and address. Each speaker has 2 minutes. This is not a question and answer session and no response from the JDA is required. We will take your comments into consideration and may reach out to you individually to discuss them further. The total time for comments will be limited to approximately 20 minutes.

No public comments were made.

10. Executive Session – Land acquisition, Litigation

On a motion duly made by Mr. Marcello Banes seconded by Mr. Mike Owens and unanimously approved, the Authority moved into executive session to discuss land acquisition and litigation matters at 1:18 pm.

On a motion duly made by Mr. Marcello Banes, seconded by Mr. Bob Hughes and unanimously approved, the Authority moved out of Executive Session at 2:19 pm.


Mr. Bob Hughes made a motion to authorize Mr. Jerry Silvio to convey and sign an extension to the Purchase and Sale Agreement with Powergrid, LLC with the following terms: Closing will be extended through March 29, 2024 upon payment of an additional \$50,000 earnest money which shall be nonrefundable but credited to the purchase price. Mr. Marcello Banes seconded the motion and it was unanimously approved.

11. Adjourn

On a motion duly made by Mr. Bob Hughes, seconded by Mr. Ben Riden, and unanimously approved, the meeting was adjourned at 2:21 pm.

Attest:


Chairman


Secretary

