

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

**August 22, 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 August 22, 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
Marcello Banes, Newton County
Bob Hughes, Morgan County
Ben Riden, Morgan County
David Thompson, Walton County
Mike Owens, Walton County
Don Jernigan, Jasper County

Directors Absent:

None

Guests Present:

Andrea Gray, Attorney
David Dyer
Serra Hall
Shane Short
Pat Malcom
Wayne Tamplin
Kevin Forbes
Ralph Forbes
Hanks Evans
Mike Hopkins
Ben Sheidler

*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. Ben Riden 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. Steve Jordan, 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 July 25, 2023: On a motion duly made by Mr. Marcello Banes, seconded by Mr. Bob Hughes and unanimously approved, the Minutes were approved as presented.
- b. Executive Session Minutes from the Regular Meeting on July 25, 2023: On a motion duly made by Mr. Bob Hughes, seconded by Mr. David Thompson and unanimously approved, the Minutes were approved as presented.

6. Committee Chairman Reports:

a. Park Management Committee

Mr. Hughes reported that he spoke to the property owners association manager, Allison Floyd, and she is working to get estimates to replace the trees recently removed from the median on Shire Parkway due to visibility issues. The trees will be planted in colder weather.

- i. Takeda Updates – No updates were reported.
- ii. Meta/Baymare/Morning Hornet Updates- Mr. Hughes reported that applications for Meta's community grant program will be open after Labor Day. There were no other updates for Meta.
- iii. Newton County Water & Sewer Authority- Mike Hopkins, Executive Director for the NCWSA, gave a presentation on the design of the new Stanton Springs Water Resource Center located on Shire Parkway on 6.89 acres adjacent to the Bioscience Training Center. The estimated cost of the facility is \$60 million and it will include a water reuse facility and a 1.5 mgd underground water storage tank. The facility will collect waste flows from Stanton Springs industries, treat it and reuse it within the industrial park (Takeda, Meta and Rivian). The facility will have a 5.5 mgd capacity and is designed for future expansions by adding modules. The exterior of the building matches the existing water treatment facility with green metal paneling and rock underpinning. The primary access for NCWSA use is through the back of the site as there is an access road that connects to the existing NCWSA road. The main floor of the building will be approximately the same elevation as the Bioscience Center. The site will no longer house the above-ground water tank as topography dictated that it needed to be on higher ground. The above-ground water tank will now be at the northeast corner of the intersection of Hwy 278 and I-20.

Mr. Hopkins also noted that the Authority is currently boring under I-20 using a special drill from Saudi Arabia. He also stated that the Authority is working to master plan its property in Stanton Springs to include an educational component. Over 400 middle schoolers have visited the water treatment facility in Stanton Springs since January 2023.

Ms. Gray noted that the Authority's application for approval of the design of the Water Resource Center under the Declaration of Protective Covenants was included in the meeting packet. On a motion duly made by Mr. David Thompson, seconded by Mr. Marcello Banes and unanimously approved, the plans were approved as submitted. Mr. Riden asked how the project would be funded. Mr. Hopkins stated that the Authority

received \$100 million in federal funding for its projects and that outside this funding, the Authority is 100% rate payer funded.

- iv. Security – no new updates
- v. New Matters- None

b. Marketing Committee

Mr. Thompson stated that on August 15, 2023, Morgan County Superior Court Judge Trammell issued an Order officially validating the bonds for the project. He read the Order aloud. He stated that it was a big day for the Rivian project.

c. Economic Development Committee

Mr. Thompson stated that the Stanton Springs activity continues. Mr. Short reported that activity in Walton County is good with interests primarily focused in Monroe. Mr. Hughes reported that the Madison City Council approved an ordinance change. 100,000-300,000 sf buildings are being subdivided into various industrial uses on Antico Road and two other development projects are pending. Ms. Hall had no new updates to report. Mr. Dyer reported that its tech college and school system continue to work on educational programs to match the current and potential job opportunities.

d. Finance Committee

i. Financial Report

Mr. Steve Jordan provided the financial report for July and reviewed the current account balances and monthly expenditures that were included in the meeting packet along with the July financials.

ii. Invoices

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

1. \$10,000.00 from Cornerstone for public relations services
2. \$6,765.00 from Andrea P. Gray, LLC for general legal services
3. Legal Fees
 - o \$1,170.00 Andrea P. Gray, LLC for litigation-related matters
 - o \$4,265.64 to Smith Gambrell and Russell
 - o \$2,834.98 to Smith Gambrell and Russell
 - o \$42,042.65 to Holland and Knight
4. \$29.96 from Snapping Shoals electric
5. \$63.99 from Snapping Shoals electric
6. \$3,000 from Allen Smith Consulting for Rivian-related grant admin work
7. \$50,435.10 from Thomas and Hutton for Rivian-related work (reimbursable through grant)
8. \$22,945.00 from Thomas and Hutton for Rivian-related work (reimbursable through grant)
9. \$76,049.48 from Thomas and Hutton for Rivian-related work (reimbursable through grant)
10. \$11,634.07 from Thomas and Hutton for Rivian-related work (reimbursable through grant)

On a motion duly made by Mr. David Thompson seconded by Mr. Bob Hughes and unanimously approved, the invoices were approved for payment subject to the State's approval of invoices eligible for reimbursement through the grant which includes all Thomas and Hutton invoices.

Mr. Jordan reported that the balance in the checking account is \$80,000 and he needs to transfer funds to cover expenses until the Authority receives reimbursements from the grant for Thomas and Hutton invoices. He requested authorization to transfer up to \$200,000 from the money market account to the operating account. On a motion duly made by Mr. Ben Riden, seconded by Mr. David Thompson and unanimously approved, Mr. Jordan was authorized to make the requested transfer.

Mr. Jordan also stated that he received the payoff letter from GEFA regarding the 2002 loan used to install preliminary utilities. The JDA was a passthrough for the loan payments which were being made by the Newton County Water & Sewer Authority.

Mr. Riden requested clarification on the balance sheet regarding the fund equity which is shown as a deficit of \$2.5 million. He questioned whether the retainage relates to construction. Ms. Pat Malcom responded in the affirmative and that it will be the same until the project is complete.

7. Rivian Updates

a. Grading

i. Change Orders #8 and 9

Mr. Kevin Forbes presented Change Orders #8 and 9 in the amounts of \$3,090,001.65 and \$9,252,682.89 respectively. Change Order 8 includes additional site stabilization measures and changes due to grading plan updates. Change Order 9 includes grading a second pad site in lieu of stockpiling materials as originally planned. Ms. Gray clarified that Change Order 9 would be paid from a reallocation of funds from the Rivian grant to the JDA's REBA grant such that it is not additional funds. On a motion duly made by Mr. Bob Hughes, seconded by Mr. David Thompson and unanimously approved, Change Orders # 8 and 9 were approved subject to final approval by the State. Mr. Riden asked for the progress of the grading. Mr. Forbes stated that through Change order 8, the grading is about 90% complete. The work for Change Order 9 will add 2-3 months.

ii. Pay Request #11

Mr. Kevin Forbes presented Pay Request #11 in the amount of \$6,090,927.30 for Plateau and \$76,049.48 for Thomas and Hutton's soil testing work through Terracon. Mr. Jordan noted that the Thomas and Hutton invoice was already approved earlier in the meeting under the financial report. On a motion duly made by Mr. David Thompson, seconded by Mr. Bob Hughes and unanimously approved, Pay Request #11 was approved for payment.

b. Resolution re Thomas and Hutton Contracts and Amendments

Ms. Gray presented the Resolution which references four different contracts and amendments. The purpose of this action is to catch up the contracts and amendments to where we currently are with the project for purposes of documentation. The following agreements are included in the Resolution:

- a. Amended and Restated Master Services Contract. This contract covers work that has already been performed.
- b. Addendum 1 to Master Services Contract – additional environmental due diligence

(asbestos and UST removal). This contract also covers work that has already been performed.

- c. Addendum 2 to Master Services Contract – Additional Grading. This contract covers the engineering work associated with the grading work approved in Change Order #9.
- d. Addendum 1 to Special Inspection and Materials Testing Contract – Additional Grading. This contract covers the testing work associated with the grading work approved in Change Order #9.

On a motion duly made by Mr. David Thompson, seconded by Mr. Bob Hughes and unanimously approved, the Resolution was approved subject to final approval by the State.

c. Resolution re Insurance

Mr. Gray presented the Resolution. On a motion duly made by Mr. David Thompson, seconded by Mr. Ben Riden and unanimously approved, the Resolution was approved which authorizes application and acceptable of a policy with a premium up to \$170,000.00.

8. 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.

1. Chas Moore – Mr. Moore spoke on behalf of Eddie Clay. He stated that on Pond #8 there appears to be a hole that goes to the same elevation as Eddie Clay's well who has had his air conditioner fail, pool pumps and well pump fail and skin problems. He believes the well has been breached and that the JDA should drill him a new well or give him a public water connection. He also stated that the JDA should pay to reimburse him for the broken equipment (well pump, AC, pool pump). He read a portion of the Master Services contract and advised that Mr. Silvio know every word of it. He said "you guys nauseate me".

2. Matthew Bray – Mr. Bray stated that the delapidated home at 1625 Hwy 278 is on the property and needs to be removed. He asked to whom and where the timber harvesting money went. He then asked whether the water tank at HWY 278 and I-20 is still going to be a 100-foot tank? He stated that he believes it will be an eye sore.

9. Board Comments-

Mr. Riden stated that technically the State of Georgia owns the timber. He is not sure what the State did with it, but it would be their decision. He asked where Eddie Clay lives, to which the audience responded that he lives on Davis Academy Road. He is a truck driver and cannot attend JDA meetings.

Ms. Gray stated to Mr. Bray that Change Order #9 includes the funds to remove both homes he mentioned, and she clarified with Mr. Forbes that it would occur in the next several weeks.

10. Executive Session – Land acquisition, Litigation

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 1:57 pm.


On a motion duly made by Mr. Bob Hughes, seconded by Mr. Ben Riden and unanimously approved, the Authority moved out of Executive Session at 2:23 pm.

11. Adjourn

On a motion duly made by Mr. Steve Jordan, seconded by Mr. Marcello Banes, and unanimously approved, the meeting was adjourned at 2:39 pm.

Attest:


Chairman


Secretary

