

BUCKHEAD COMMUNITY IMPROVEMENT DISTRICT (CID)

Minutes

July 29, 2008

- 1) A Meeting of the Board of Directors of the Buckhead Community Improvement District was held on July 29, 2008 pursuant to legal notice in the Regent Partners Conference Room located on the 15th Floor of Tower Place 100 Building, 3340 Peachtree Road, Atlanta, Georgia. Chairman David Allman called the meeting to order at 3:42pm.

- 2) The Board Secretary checked off attendance and reported there was a quorum present. Members in attendance in addition to Mr. Allman were: John Lundeen, Vice Chairman, Earl Shell, Claude Petty, and Mark Alexander. Scotty Greene, Executive Director, Brian McHugh, Project Manager, Jo-Anne Carlson, Board Secretary, Denise Starling, BATMA Executive Director and Lynn Rainey, Board Attorney were also present. Guests present included Garth Peters of the Buckhead Coalition, Sara Gimprich, Office Manager for BATMA and Buckhead CID, and Andrew Schisler of Alliance Real Estate Services. Mr. Greene formally introduced Sara Gimprich to the Board and gave a brief description of her background.

- 3) A draft of the Minutes from the June 24, 2008 Board meeting were reviewed. Mr. Petty made a motion to approve the Minutes; seconded by Mr. Lundeen. The motion passed unanimously.

- 4) Treasurer's Report: Mr. Greene noted the inclusion of the standard monthly reports and payables in the board packets.
 - a) Mr. Greene stated that all non-shuttle payables, including the supplemental non-shuttle payables were within budget.
 - b) Mr. Allman asked about the tax digest and appeals. Mr. Rainey stated that over 3% of the Fulton County digest have appealed their 2008 assessments – approximately 4,000 residential and 8,000 commercial properties. Those under appeal will be billed under 2007 assessments and those not under appeal will be billed under 2008 assessments under a Temporary Collection Order until the appeals are sorted out.
 - c) Regarding the Shuttle payables, Ms. Starling stated that there was nothing unusual for the shuttle payables and that everything was within budget.

- 5) Shuttle Report: Ms. Starling noted the inclusion of a letter of intent to American

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Coach Lines (see page 23). Ridership on 'the buc' is down 5%, mostly on the red line and the Saturday service line due to AT&T moving employees from Lenox Park. The contract with CBS for bus wraps has been finalized. New vehicles have been ordered by Coach. Mr. Shell asked what is being done with the old buses. Ms. Starling stated that she is working with GRTA & FTA on disposition of the old buses. Mr. Greene also stated that they are trying to get a shorter depreciation in exchange for putting cash back into the system; another option is to find new homes for the old buses. Mr. Shell asked about placing the Buckhead CID logo on the new buses. Mr. Allman asked about a plaque or a decal with 'Buckhead CID' on it. Ms. Starling said that she will work with CBS on placement of the logo. Mr. Greene said that he is considering options for placing the Buckhead CID logo on items funded by the district, as they do, for example, in various districts in Manhattan (logos on trash cans). Ms. Starling expects the new buses will be placed in service by January 1, 2009.

6) Executive Director's Report:

a. Peachtree Boulevard Project Update:

- 1) Phase I Construction Update- Mr. Greene discussed items outstanding for Phase I. He mentioned the mast arm near Wachovia Bank, which came out of the Yamin settlement, for a cost of \$100,000. Waiting on the GDOT Commissioner's office – all change orders are being held up until they have completed their reorganization process. Through the accounting department, Mr. Greene was informed that there may be up to \$3 million in surplus funds to be moved into Phase 2, as soon as the contract is closed out. There is also a change order to bury 4 x 4's at the Atlanta Financial Center (monument) sign and correct uneven steps. Mr. Allman asked about the status of the Atlanta Financial Center offer for Phase 2. Mr. Greene stated that a counter offer is pending any day now. Mr. Greene also mentioned that the landscaping for the district looked good, and that Brickman was doing a great job.
- 2) Phase II: Mr. Greene stated that the Ackerman parcels closed. There are now 5 closed parcels and 14 that are pending / have options. Issues continue with Simon, Lenox Plaza, and he is currently waiting on a counter offer. TIA-CREFF recently agreed to approximately \$330,000 as a donation. There is \$1.6 million committed in the bank. Everyone is waiting

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on Simon and Macy's.

- 3) Mr. Greene, at this point, mentioned another change order not noted in the New Business items on the agenda. In order to accommodate the changes for the properties from Westin to Lenox for right of way, work will need to be done on plans, lighting, etc. Quotes have been received of \$85,000 to work with URS and its subcontractors, and \$18,500 for cost to cure work. These would be the charges for consulting to get the changes to GDOT, etc. Mr. Greene hopes to beat these estimates and report the amounts at the next board meeting.
- b. Habersham/Piedmont Turn Lane: Mr. McHugh met with the Atlanta Housing Authority. The tree replacement program proposed is favorable to them, and they will have a meeting in August to discuss the Buckhead CID proposal. Mr. Greene mentioned that a new ADA ramp was just completed, which goes down to the street. There is also a retaining wall. The plan did not include these structures, and the Atlanta Housing Authority wants a solution that works around them. Mr. Petty asked Mr. McHugh to check on power stations and possible effects to project.
- c. SPI-9: Ms. Starling mentioned to the Board that work has begun, and stakeholder meetings will be held in August. Public meetings will be held after Labor Day.
- d. Northern Concourse Bridge update: Mr. Greene informed the board that the MOUs with Buckhead CID and the City of Atlanta have been agreed upon by a MARTA committee, and will go before their board for approval on August 11th. Mr. Greene expects the vote to be positive.
- e. Brookwood – Peachtree Battle CID Expansion – Mr. Greene referred the board to the supplemental documents for the Brookwood – Peachtree Battle Expansion draft. He has sent the draft to the stakeholders. He thanked Brian McHugh for his hard work on the draft, and his work with Kimley Horn. Mr. Lundeen noted that his property was not included in the expansion map and needs to be added.
- f. Office Manager update: See (2).
- g. New Mapping Software: Mr. Greene stated that the Buckhead CID purchased a new mapping software program which will be useful for both the CID and for SPI-9 purposes. It is a very 'cool' tool.
- h. Van Pool Expansion: Ms. Starling placed before the board a proposal for a funding subsidy for the BATMA Van Pool program. She referred the Board to the supplemental documents. Ms. Starling stated that the demand for van pools have

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gone up. GRТА's funding per van will be cut by 50% next year. She described the system, and gave info on ridership. When asked what the funding request would be for the CID, Ms. Starling said it would be approximately \$222,000 for the first year for a total of 45 vans (the number of vans that will be in service in 2009). This would represent 23% of the cost of the van pools. The amount could be revisited each year. Ms. Starling will do a write-up for Board Members on the proposal, and is available to meet with individuals to discuss the program and its needs.

7) New Business:

a) Shuttle Signage Upgrade (Ratification): Ms. Starling reminded the Board of previous discussions of a capital cost in addition to the \$51 hour contract with American Coach. This concerns LED destination signs for the buses. The cost would be \$4,997 per bus. Mr. Allman asked if the signs were flexible in terms of the messages displayed. Ms. Starling said yes. A motion was placed before the board by Mr. Lundeen to authorize \$4,997 for up to 6 vehicles for destination signs; seconded by Mr. Alexander. Unanimously approved by the Board.

b) Urban Collage \$2,000 (CID Expansion) - Brookwood: Mr. Greene noted to the board that he had authorized Urban Collage to do work on graphics for the business plan, at a cost of \$2,000. A motion was placed before the board by Mr. Lundeen to approve a \$2,000 expenditure to Urban Collage to do work for the Brookwood – Peachtree Battle Expansion plan; seconded by Mr. Alexander. Unanimously approved by the board.

c) Atlanta Financial Center GDOT Change Order Advance Payment – Mr. Greene informed the board of a pending change order for the Atlanta Financial Center in Phase I. He proposed to the board that the Buckhead CID make an advance payment to the contractor to complete the project, since it is on hold along with all the other change orders at the Commissioner's office, and then, once GDOT has paid the contractor, said contractor will reimburse the Buckhead CID for the funds. Mr. Greene stated that this would accommodate the Atlanta Financial Center and help smooth the way with negotiations for right of way for Phase 2. A motion was placed before the Board by Mr. Lundeen to authorize the payment of \$13,000 to the contractor of the Atlanta Financial Center in order to expedite the completion of the change order, to be reimbursed by the contractor once GDOT has paid them; seconded by Mr. Alexander. Unanimously approved by the Board.

d) Brickman Supplemental Irrigation Line Proposal Discussion: Mr. Greene stated that

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they are getting quotes on this and will defer a motion until the next board meeting.

e) MARTA MOU/Northern Concourse Bridge: Mr. Greene referred to pages 25 to 28 of the board package. Mr. Rainey continues to work on the contract. Mr. Greene mentioned that the Buckhead CID will not be responsible for security (refer to supplemental documents for letter from Chief Dunham), or operations, but will take care of landscaping after the bridge has been built. A motion was placed before the board by Mr. Lundeen to authorize execution of the MARTA MOU including payment of our \$1.2 million contribution into MARTA's escrow, based on approval of our Executive Director and counsel; seconded by Mr. Petty. Unanimously approved by the Board.

f) Kimley Horn Habersham Turn Lane \$3000: Mr. Greene stated to the Board that he had authorized Kimley Horn to come up with alternatives for problems with the Habersham Turn Lane project. A motion was placed before the board by Mr. Lundeen to approve the a \$3,000 increase in for Kimley Horn for additional design costs for the Habersham Turn Lane project; seconded by Mr. Alexander. Unanimously approved by the Board.

8) Miscellaneous – Mr. Allman stated to the board that, as Chair of the Livable Centers Coalition, he is seeking funding to aid their efforts in making sure CIDs have dedicated funding, and have a voice in influencing transportation funding and channeling such into growth centers. He will come back to the board with more information and a request for funds.

9) The meeting adjourned at 5:21 pm. The next regularly scheduled Board meeting will be in the same location on August 26 at 3:30 pm.

APPROVED BY THE BOARD, this _____ day of _____, 2008.

Secretary