

BUCKHEAD COMMUNITY IMPROVEMENT DISTRICT (CID)

Minutes

October 28, 2008

- 1) A Meeting of the Board of Directors of the Buckhead Community Improvement District was held on October 28, 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. In the absence of the Chairman, Vice Chairman John Lundeen called the meeting to order at 3:38pm.

- 2) The Board Secretary checked off attendance and reported that a quorum was present. Members in attendance in addition to Mr. Lundeen were: Charles Ackerman, Claude Petty, Howard Shook, Mark Alexander, and Robin Loudermilk. Scotty Greene, Executive Director, Denise Starling, Executive Director for BATMA, Brian McHugh, Project Manager, Jo-Anne Carlson, Board Secretary, and Lynn Rainey, Board Attorney were also present. Guests present included Taylor Frame, Alliance Real Estate, Sally Silver, NPU-B, and Eric Cox of American Coach.

- 3) A draft of the Minutes from the September 23, 2008 Board meeting was reviewed. Mr. Loudermilk made a motion to approve the Minutes; seconded by Mr. Ackerman. 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) In response to a request for an update on 2008 tax assessment appeals by Mr. Greene, Mr. Rainey stated appeals are still ongoing.
 - c) Regarding the Shuttle payables, Mr. Greene stated there was nothing unusual for the shuttle payables and that everything was within budget.

- 5) Shuttle Report: Ms. Starling noted that ridership continues to fluctuate. She anticipates an advertising contract with Maker's Mark beginning in 2009 and is speaking with other advertisers. She has finalized changes, with the assistance of Lynn Rainey, on the American Coach turn key contract for inception in 2009. Buses have been ordered by Coach. Ms. Starling noted that BATMA has been approached by a Slovakian company testing new technology on 'the buc'; the technology would work like the CAPTIVATE screens, and could be linked to a rider's cell phone.

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6) Executive Director's Report:

a. Peachtree Boulevard Project Update:

- 1) Phase I Construction Update- Mr. McHugh stated that the irrigation line and the seasonal color were put in place this past weekend. Mr. Greene mentioned that they are still waiting on the mast arm to be installed.

Phase II: Mr. Greene mentioned that there has been no word from Simon Properties. He noted the inclusion of a letter sent by David Allman to David Simon on page 23 of the Board packet. Mr. Greene said that there are four owners waiting on Simon's decision on right of way. He also referred the Board to the donation update for Phase II on page 27 of the Board packet which shows funds as they stand right now.

- b. Habersham/Piedmont Turn Lane: Mr. Greene said there has been no word from either the Atlanta Housing Authority or Piedmont Center on their position for trees, walls and the turn lane.
- c. SPI-9: Ms. Starling referred the Board to page 28, which shows a draft SPI-9 map. She stated that attendance at the public comment meeting last week was a lot higher than the first one. There were concerns about incorporation, among other things. Ms. Starling referred to a handout that showed a zoning plan worksheet. The next steps include consolidating the information of what people want in the district, drafting the ordinance, and hopefully finishing this part of the work in March 2009. Sally Silver mentioned her hopes that owners will appreciate how helpful standards can be to owners regarding, construction, etc.
- d. Northern Concourse Bridge update: Mr. Greene noted the inclusion of a conservative timeline, on page 29 of the board packet, as prepared by Mr. McHugh. It shows construction starting in third quarter 2010. Mr. McHugh will continue working on the timeline, looking at the schedule to find ways to save time, perhaps up to six months. Mr. Greene mentioned that he just found out from SRTA that the MOU had not been signed, and probably won't be signed until around the end of November. There is a 30 day public notice, too, which cannot be done until the MOU is signed by SRTA. Mr. McHugh is also beginning to look at things MARTA will have to do during construction, such as single tracking and lane closures – getting these items on the agenda of those in charge of these

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functions to keep it on their radar.

- e. Brookwood – Peachtree Battle CID Expansion – Mr. McHugh handed out maps of the Brookwood – Peachtree Battle CID Expansion area. Mr. Greene believes that developers will be the ones mostly involved in the process this time. The map shows the properties of those developers on the steering committee, and they make up roughly 38% of the properties on the map. The meeting will take place on December 3rd to kick off the solicitation of signatures on consents.
- f. Piedmont Corridor Study Implementation – Tuxedo Festival Property – Ms. Starling referred to the letter on page 30 regarding Tuxedo Festival that was sent out in early October. The response was not favorable and a new draft is in progress.

7) New Business:

a) Connect Atlanta Resolution: (see pages 32 to 39 of Board packet) – Mr. Greene noted the resolution in the Board materials favoring the inclusion of the construction of the Ga. 400 South to I-85 North connection in the Connect Atlanta Plan.. He stated that these documents were sent to the City of Atlanta and requested a motion to make it official for transmission. Mr. Petty noted that the last paragraph in the resolution had an error. Where it says ‘does unduly’, it should say ‘does not unduly’. Mr. Greene said that he would update the document accordingly. A motion was placed before the Board by Mr. Loudermilk to make the resolution official and transmit it to the City of Atlanta (Mayor and City Council); seconded by Mr. Alexander. Unanimously approved by the Board. Mr. Greene mentioned that he, Denise Starling and Sally Silver had met with the City planning staff, over the phone, and thought that there was an understanding. However, he received a response today which included language that was not what was discussed. The Board asked why the planning staff was opposed to the suggestions. Mr. Greene said they felt that the suggestions are inconsistent with the plan. Sally Silver mentioned that if the City doesn’t make the changes, the Connect Atlanta Plan may not match the Transportation Plan. Councilperson Howard Shook raised concerns about the City’s ability to pay for this plan, even if it goes through.

b) Van Pool Proposal – Ms. Starling referred the Board to pages 40 to 45 in the Board packet. She is asking the Board to approve subsidy dollars to increase vanpool coverage. Ms. Starling noted that the numbers were calculated a few months back when gas prices

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were higher, so the gas cost may be higher than actually needed. She is approaching the Board for funding because GRTA reduced its funding to the program, and left a gap. The amount would be up to \$222,177 for a one year commitment for 2009 to support up to 45 operating vans. There are 10 riders per van, and each van, upon inception, starts with 7 riders and has three months to get to 10. When asked about insurance, Ms. Starling said that the vendors (VPSI and Enterprise) provide insurance for the van drivers and the vendors. Mr. Ackerman wanted to make sure that insurance liability issues with BATMA and BCID were addressed. Mr. Greene noted that both he and Ms. Starling had a conference call with Mr. Allman, and he supports the proposal. Mr. Alexander put forth a motion to approve the vanpool subsidy from the BCID for up to \$222,177 for the year 2009, subject to review of legal counsel; seconded by Mr. Ackerman. Unanimously approved by the Board.

c) Holiday Shuttle Proposal: Ms. Starling referred the Board to page 46 of the Board packet. The proposal is to provide expanded shuttle service on the day after Thanksgiving and for the month of December through the day before Christmas using 'the buc'. There would be promotions and giveaways. In response to a question by Mr. Lundeen, Ms. Starling stated that the malls will be involved in advertising 'the buc', targeting potential riders. Mr. Petty suggested dressing up 'the buc' signs around Buckhead for the season, with advertising. Three options are shown on page 46 for shuttle coverage during the holidays. A motion was placed before the Board by Mr. Alexander to approve Option 1, in the amount of \$14,707, to provide expanded shuttle service the day after Thanksgiving and in December through the 24th; seconded by Mr. Ackerman. Unanimously approved by the Board.

d) Mansion Right of Way Landscape Install Reimbursement – Mr. Greene noted the inclusion of a draft letter to be sent to Clark Butler at the Mansion. It concerns acquiring right of way in lieu of condemnation. Mr. Butler agreed to waive receiving \$100,000, and is advance-installing landscape and hardscape. Reimbursement for costs of \$49,110.52 is a condition of the Mansion donation, and will be paid after the right of way transfer is completed, according to BCID specifications. Mr. Ackerman asked Mr. Greene to call John Williams for a discussion. A motion was placed before the Board by Mr. Alexander to approve the letter for transmission to Clark Butler, seconded by Mr. Loudermilk. Unanimously approved by the Board.

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- e) Supplemental Service Request – URS Plan Changes – Mr. Greene mentioned a supplemental new business item, as shown in the Board packet. The additional cost for URS to do further work on right of way in phase 2 – changes to the super elevation, and other items, needs to be authorized. The cost to do the super elevation changes is \$25,000; to incorporate median opening at Financial Center, \$3,500; to incorporate new GDOT guidelines and specifications, \$10,000. Mr. Greene suggested to the Board that, regarding the new GDOT guidelines cost, the flat fee should be \$3,500, plus an hourly charge up to a total of \$6,500. A motion was placed before the Board by Mr. Loudermilk to authorize the cost of additional services by URS for right of way work: \$25,000 for super elevation changes; \$3,500 for median opening at financial center; and \$3,500 flat fee for incorporating GDOT guidelines and specifications, with an hourly fee up to a total of \$6,500; seconded by Mr. Alexander. Unanimously approved by the Board.

- 8) Miscellaneous – Ms. Starling noted to the Board that BATMA recently donated three bikes to the Atlanta Police Department, and thanked Councilperson Howard Shook for his assistance in the process.

- 9) The meeting adjourned at 5:06 pm. The next regularly scheduled Board meeting will be in the same location on November 25 at 3:30 pm.

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

Secretary