THOMASTON-UPSON COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY MINUTES OF THE JANUARY 22, 2024 (ANNUAL) BOARD MEETING CITY/COUNTY MEETING ROOM

BOARD MEMBERS PRESENT

J. D. Stallings
Chase Fallin
Anne Massengale
Lonnie Joyce
Jennifer Rogers
Norman Allen

OTHERS PRESENT

Johnnie Caldwell, Attorney Susan Hill, IDA Office Administrator Bart Gobeil, Platform Strategies Don Greathouse, City Council

GUESTS

Dave Piper, WTGA

CALL TO ORDER, APPOINTMENT OF BOARD MEMBERS & ELECTION OF OFFICERS

Meeting was called to order at 4:00 PM.

Mr. Caldwell administered the oath of office to Jennifer Rogers, who was appointed from the County of Upson for a two (2) year term, and Lonnie Joyce, who was appointed from the City of Thomaston to serve a two (2) year term on the IDA board.

ELECTION OF OFFICERS

A <u>MOTION</u> was made by Mr. Allen, seconded by Ms. Massengale and approved to appoint Mr. Fallin as 2024 chairman.

A <u>MOTION</u> was made by Ms. Massengale and seconded by Mr. Stallings and approved to appoint Mr. Joyce as vice-chair with Mr. Allen opposing.

A **MOTION** was made by Mr. Joyce and seconded by Mr. Allen and approved to appoint Ms. Massengale as secretary.

APPROVAL OF MINUTES

A <u>MOTION</u> was made by Mr. Allen seconded by Mr. Joyce and approved to accept the November 27th, and December 18th, 2023 minutes.

FINANCIAL REPORT

A <u>MOTION</u> was made by Mr. Joyce seconded by Mr. Stallings and approved to accept the November and December 2023 financial reports.

2022 AUDIT

A <u>MOTION</u> was made by Mr. Joyce, seconded by Mr. Allen and approved to accept the 2022 audit submitted by Fulton & Kozak LLC.

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BUSINESS:

OLD BUSINESS:

Discussion and Possible Consideration of Holiday Inn Express Incentives

A <u>MOTION</u> was made by Mr. Joyce, second by Mr. Allen and approved to close the McLeRoy Holiday Inn Express project.

NEW BUSINESS:

1. Johnnie Caldwell Engagement Letter

A <u>MOTION</u> was made by Mr. Stallings, seconded by Ms. Massengale and approved to adopt Caldwell and Maddox, LLC, General Service Agreement and Engagement Letter. The term of this agreement will remain in full force until terminated by either party upon sixty (60) days' notice, with or without cause. The firm's hourly rate will increase from \$175.00 per hour to \$200.00 per hour affected on January 1, 2024.

2. Discussion and Possible Action of Executive Director's Existing Vehicle

A <u>MOTION</u> was made by Mr. Stallings, seconded by Mr. Allen with Ms. Massengale opposing, to transfer the 2018 Ford Explorer to the county, then the county would transfer title to the Thomaston-Upson County Senior Center.

OTHER BUSINESS

EXECUTIVE SESSION

A <u>MOTION</u> was made by Mr. Allen, seconded Mr. Joyce and approved to go into Executive Session. This motion was unanimously approved by the following, which were present; Mr. Joyce, Mr. Fallin, Mr. Stallings, Ms. Massengale, Ms. Rogers, and Mr. Allen.

A **MOTION** was made by Mr. Allen seconded Mr. Joyce and approved to exit Executive Session.

A <u>MOTION</u> was made by Mr. Allen seconded Mr. Joyce and approved to engage in the terms of November 20, 2023 engagement letter from Smith, Gambrell & Russell as special counsel to the IDA in its site selection and bond financing activities; including development agreements related to Project Keeper.

The next board meeting is scheduled for Monday, February 26, 2024 at 4:00 P.M.

<u>ADJOURNMENT</u>

The meeting was adjourned at 5:35 P.M.

Respectfully submitted,

Anne Massengale, Secretary