

**MEETING MINUTES**  
**CUMBERLAND COMMUNITY IMPROVEMENT DISTRICT**  
**Thursday, February 23, 2017**

MEMBERS PRESENT

Tad Leithead  
John Shern  
Connie Engel  
Mike Plant  
Barry Teague  
Mason Zimmerman

EXECUTIVE DIRECTOR

Malaika Rivers

LEGAL COUNSEL

Lynn Rainey

COBB CHAMBER OF COMMERCE

David Connell  
Melissa Crook  
Bryan Bebout  
Kyethea Clark  
Nelson Geter  
Slade Gulledege  
Noelle Lloyd  
Roxanne Plummer  
Mike Winters

COBB COUNTY

Jim Wilgus

JACOBS

Alex Chung  
Vinay Uchil  
Lee Upland

OTHERS PRESENT

William Stewart, AECOM  
Heidi Dasinger, Marietta Power  
Jay Ashtiani, United Consulting  
Chris Kingsbury, Moreland Altobelli  
Dan Dobry, Croy Engineering  
Josh Winter, Winter Design  
Al Martin, Georgia Power  
Milton Dortch, Franklin Gateway CID  
Chris McCoy, Cumberland Mall  
Ron Sifen, Vinings  
Jon Gargis, MDJ

The February meeting of the Cumberland Community Improvement District Board was called to order at 7:30 a.m. on Thursday, February 23, 2017 at the Cobb Chamber of Commerce, 240 Interstate North Parkway, Atlanta, Cobb County, Georgia, pursuant to legal notice. A quorum was present.

Chairman Leithead presided and welcomed special guests.

ITEMS FOR APPROVAL

1. Minutes: Mr. Teague made a motion to approve the January 26, 2017 Minutes of the CID Board. Ms. Engel seconded the motion which was unanimously approved.
2. Approval of Financial Statement: After making the Treasurer's Report, Mr. Teague made a motion to approve the January Financial Report (Exhibit A) and invoices and cash disbursements as presented (Exhibit B). Ms. Engel seconded the motion which was unanimously approved.

CHAIRMAN'S REPORT: BIG PICTURE

Chairman Leithead stated the CCID is a sponsor of the 2017 LINK program to the Greater Detroit Region, May 3-6. With this sponsorship the CCID has 2 tickets available with Ms. Rivers as one of the attendees. Chairman Leithead asked Board members if anyone was interested in attending and if so to let him know.

Chairman Leithead reported that yesterday Russell McMurry, GDOT Commissioner, gave a presentation on HB170 to Legislators. Mr. McMurry stated that GDOT will be giving a preference to entities/projects that have "skin in the game."

EXECUTIVE DIRECTOR'S REPORT

A. Real Estate Activity

1. Development Pipeline: Ms. Rivers encouraged Board members to review the refreshed Cumberland commercial and residential square footage, residential market and growth collaterals.
2. Investment & Sales Activity: Ms. Rivers asked Board members to review the Investment and Sales activity collaterals.

B. Tax Digest & Revenue Projections: Ms. Rivers stated at this time, there are no collections to report.

C. Work Program Overview

1. CID Open Projects & Other Agency Open Projects: Ms. Rivers reviewed the CCID Open Work Program. Ms. Rivers went on to discuss the CCID's 6 "In Process" projects which are: Windy Hill – Terrell Mill Connector, Powers Ferry Widening & Streetscape, Akers Mill Ramp, Bob Callan Trunk Trail (Phase II: Segment B), Stillhouse Trails, and Paces Mill/Palisade NRA Unit Rehabilitation. Chairman Leithead asked Board members to consider adding some new projects to the CCID Work Program. It is an important time to refill the pipeline. Board members were asked to email their ideas and once all the ideas are collected a work-session may be needed to finalize a list new projects.

D. Required Action/Requests

1. Overview of Upcoming Requests & Local Match Impact on Cash Flow Model

Ms. Rivers reported 2017 has started out strong as the CCID recently saw several projects move to construction. Now, two important partners have announced the availability of additional funds. These partners, ARC and SRTA, are two of the CCID's most awarding sources. Those projects that receive awards commit strong local matches, so that all parties achieve a desirable leverage ratio. CCID staff has identified three projects, two of which could be considered the last remaining projects in the CCID's work program, and the third is a new project recommendation. Combined, the value of these three projects' phases exceeds \$26M, of which CCID staff intends to seek more than \$18M from ARC and SRTA leveraged by an additional \$3.59M in new commitments from the CCID. Ms. Rivers went on to state the Board does not need to commit any of these funds at this time. However, action must be taken by April at the latest in order to submit the applications. Chairman Leithead requested these funding requests be placed on the March Board agenda. The ARC application is due in May and the SRTA application is due in March. Ms. Rivers reviewed the following three potential project submittals:

- a. Akers Mill Ramp Phase 2 Construction
  - ARC: ~ \$17.5M Total (\$14M Fed / \$3.5 Match)
  - SRTA/GTIB: \$2M Total (\$2M State)
  - Advance Phase II Design

Of the \$29.6M that has been assembled for both phases of the ramp to date, \$5M will be applied to Phase II. CCID has met with ARC and discussed the worst case scenario being that this phase will be more than \$20M. Design costs are known, but better construction estimates will not be known for another two months. Given this worst case scenario, the CCID would try to pursue as much ARC funding as possible. Ms. Rivers' recommended applying for a total of \$17.5M, with \$14M (80%) from ARC and \$3.5M (20%) in additional commitments from the CCID as the local match. Assuming the CCID commits to the additional funds, it would bring the CCID's total commitment to Phase II to \$4.6M (and \$7.5M considering both phases.) It still maintains an excellent leverage ratio, with about 80% of Phase II funds coming from outside sources and 20% from the CCID. It also likely completes the CCID's investment in the entire project as well as expedites the schedule. Along with the ARC request, CCID staff plans to submit an application for the new round of GTIB funds. That specific amount is to be determined, but it will not likely need any additional CCID commitment if the Board commits to the \$3.5M for the ARC application. Ms. Rivers reviewed the impacts to the CCID's cash flow, indicating that there were other factors still pending that would determine the impact. If the additional commitment was made and was designated for construction, it would not materially impact the cash flow because construction of the ramp will not be completed until 2019. However, if a portion of the additional commitment was needed to advance the design in this year, it would impact the cash flow. She went on to state that she was going to approach the county to see if a portion of the money which was going towards the second phase could be used for design. Jim Wilgus, Cobb DOT director, stated that he has contacted Commissioner Ott and the County contribution can be used for construction only and not towards design. Ms. Rivers then explained that the CCID has enough to begin design, but not enough to pay for the entire \$2.3m cost. She explained that there was enough money to complete three of the nine tasks which was all that was needed at this time in order to advance the design. Ms. Rivers added that she was exploring other financing options (if needed) with state agencies which could be another way to address the cash flow needs. Board members were pleased with the potential leverage ratio and expressed support of the approach to utilize CID funds to advance three design tasks as it only puts about \$650K at risk.

- b. Stillhouse Trails Scoping (\$450K Total: \$360K Fed / \$90K CID Match): Ms. Rivers stated this initiated two years ago, the project has been conceptualized (i.e. – received the approval of all interested parties) and is in a position to advance to the scoping stage which will further define the technical needs and begin design of the project. CCID staff plans to submit an application to ARC for this scoping work for a total of \$450K, with \$360K (80%) from ARC, and \$90K (20%) from the CCID as the local match. CCID is only seeking scoping funds for this stage right now as this effort will allow CCID staff to better understand the project's potential costs as well as the schedule. ARC was positive about this submittal.
- c. Akers Mill Trail Central Phase 2 Design/ROW/Construction (\$2m Total: \$2m Fed / \$0m CID Match): Ms. Rivers reported one of the highest priority projects in the CCID Bike Master Plan is to improve the trail connection along Akers Mill Road from the Performing Arts Center, across I-75, and around the crib wall to the Bob Callan trail. Given the growing office and multi-family densities in that immediate area, there is a need provide better pedestrian and bike facilities. Although this would be a new project for the CCID work program, and given the CCID's previous investments along Akers Mill Rd, CCID staff would use those investments as the local match in the application. An application to ARC will be submitted for design, ROW, and construction for \$2M, with \$2M (100%) from ARC with a \$1.8M credit from previous CCID project investments as the local match. ARC was positive about this submittal.

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Ms. Rivers summarized the combined maximum request at this point which is approximately \$3.59M to potentially leverage \$18.43M which would go far in delivering \$26M worth of capital improvements. The local match may fluctuate in the next 30 days and does not need to be made this month, but the Board will need to agree to, or modify, the approach at the next Board meeting. Board members agreed to put these items up for a vote at the March Board meeting.

**E. Key Updates**

1. 2016 Annual Report & Highlights: Ms. Rivers distributed and reviewed the 2016 Annual Report. Ms. Rivers stated it was a strong report and easily consumable. Digital and hard copies are available for distribution. This is a good report to supply to property owners.
2. Lighting Prioritization Meeting (immediately following the Board meeting): Ms. Rivers invited Board members to stay after the Board meeting to hear more information on the status of lighting the district.

**F. Operations**

1. Capital Improvements Update: Kyethea Clark, Director of Operations, gave updates on: Windy Hill DDI, Cobb Parkway Enhancements, Interstate North Pkwy, Interstate North Circle, Bob Callan Trunk Tail A, and Windy Ridge.
2. Blueprint Cumberland 3.0 Update: Ms. Clark stated the Blueprint Cumberland 3.0 public meeting was held on February 9 and the Existing Conditions report will be sent to Board members. The public involvement (non-formal) meetings will start tomorrow and continue through March. The Advisory group meeting will be scheduled in March.

**G. Communications & Outreach**

1. Outreach: Noelle Lloyd, Communications & Outreach Manager, reported on current outreach activities: Ms. Lloyd reported the CCID's focus continues to be on public awareness, engagement, and messaging.
  - The 2016 annual report is complete. The team has worked diligently on analyzing data and writing a narrative that highlights the CID successes.
  - Continue to engage our stakeholders and business community at large through robust market resources, website and e-communications. Marketing materials have been updated and have a new look. This includes market activity sheets, project fact sheets, and CCID quick facts.
  - CCID website traffic continues to remain at an all-time high. In 2016, the CCID maintained a 150% increase in website traffic from 2015. The significant increase can be attributed to simple navigation, continuous updates, and social media integration. In the spirit of engagement and public awareness, beginning in March, CCID staff will deploy a social media strategy that will include various campaigns. For 2016, the goal is to increase followers on each platform by 20%.
  - The next Coffee and Construction event is tomorrow at the Hyatt House in Cumberland.
  - Planning two upcoming ribbon cuttings for Cobb Pkwy and Windy Hill Rd. to celebrate the project completion of these major corridors.
  - The Cumberland branding project continues to move forward, with a workshop that will be held on February 27th with our partners, Cobb Chamber of Commerce, Cobb Galleria, Cobb Travel and Tourism and EDGE.
  - CCID decorative banners are being installed. The next set of corridors to receive banners are Cobb Pkwy and Paces Ferry Road
  - A production team is filming and producing a CCID video. This video will illustrate the significant impact the work of the CCID has had on the community/economy. And also show why Cumberland is the place to "live, work, play".

OTHER BUSINESS

David Connell, President & CEO encouraged Board members to attend the Cobb Chamber First Monday Breakfast on March 6. Board member Mike Plant will be the speaker.

**The CCID Board Meeting transitioned to the lighting prioritization portion which remained open to the public.**

Lighting Prioritization Meeting: Ms. Clark gave a presentation on existing lighting conditions. An existing conditions map showed where current lights are installed or shall be installed and county requests. This map also showed if the lights were decorative street, decorative pedestrian, or wooden poles. The second map added a layer where Ms. Clark identified the top 5 priority corridors. One of these corridors is Windy Ridge Pkwy between Interstate N Circle and Powers Ferry Rd. This corridor is one of the corridors the County has requested the CCID to pay to have lighting installed along. Board members had a great deal of discussion about what should be brought in and asked questions on how prioritization was determined. Prioritization was determined based on using traffic counts, pedestrian walk way areas and points of interest along the way. Jim Wilgus, Cobb DOT Director, interjected by stating that this corridor is dark and will have a lot of pedestrian traffic. This corridor must be lighted and the county will move forward with it either way. After Board discussion, Board members decided to establish a circle and what's within that circle will be the priority. Board member Engel stated it should follow the Cumberland Blvd circle (Cumberland Blvd, Interstate N Pkwy, and Windy Ridge). Chairman Leithead stated the circle should go as far north as Windy Hill. Discussion ensued on whether street lights were needed on both sides of the street or if pedestrian lights and street lights were both needed due to the conversation having Herodian Way because a priority street was identified as Herodian Way. The Braves are putting in lighting directly around its property, but not installing lighting on the opposite side of the street along Windy Ridge Parkway. It was determined that Windy Ridge was a priority street. A discussion ensued among Board members whether lighting was needed on both sides, how much lighting is needed, and is it really a traffic or pedestrian route. The circle was brought back into play of determining what type of lights – if it is within the circle it will get the decorative high-end lighting and if it is outside the circle it will get county wooden poles. Ms. Rivers stated there is a hardscape maintenance issue, that the county does not want any projects to move forward unless the CCID is willing to maintain them. Board members all agreed there must be joint maintenance while understanding the CCID is putting the poles to a different county standard, but the county also reaps the benefits of the CCID putting in the decorative poles. It enhances the area which enhances property values which the County benefits from and also keeps the area looking attractive for prospective tenants, businesses and different opportunities. It was agreed that a meeting needs to be set with Commissioner Ott to discuss the point of joint maintenance and a hold is put on any projects until this is determined. Chairman Leithead, Mr. Shern, Ms. Engel and Ms. Rivers will be in attendance at the meeting.

The next regular board meeting is scheduled for the same location on March 30, 2017 at 7:30 a.m. There being no further business, the meeting was adjourned at 9:50 a.m.

Approved by the Board this \_\_\_\_\_ day of

\_\_\_\_\_, 2017

\_\_\_\_\_ Secretary