

DRAFT MEETING MINUTES
CUMBERLAND COMMUNITY IMPROVEMENT DISTRICT
Thursday, December 12, 2019

MEMBERS PRESENT

John Shern
Stephen Barnhouse
Connie Engel
Mike Plant
Barry Teague
Mason Zimmerman (arrived during the meeting)

LEGAL COUNSEL

Lynn Rainey

CUMBERLAND CID

Kim Menefee
Rasha Al Rawi
Kyethea Clark
Adam Ross
Lisa Sanders

COBB CHAMBER OF COMMERCE

Melissa Crook
Sharon Mason
Slade Gullede
Dana Johnson
Mike Winters

COBB COUNTY

Karyn Matthews
Drew Raessler

OTHERS PRESENT

Alex Chung, Jacobs
Jonathan Gelber, Bleakly Advisory
Carolyn Baar, GA Commute Options
Amanda Parham, HNTB
Tim Matthews, GDOT
Scott Jordan, Southeastern Engineering
Derrick Vincent, Jacobs
Nicole Alexander, TY LIN International
Eric Bosman, Kimley-Horn
Alex Valente, Piedmont Office Realty Trust
Lindsey Burruss, Cobb Travel & Tourism
Brad Hale, Moreland Altobelli
Patti Rice, Powers Ferry Corridor Alliance
Ron Sifen, Vinings HOA

The November/December combined meeting of the Cumberland Community Improvement District Board was called to order at 7:36 a.m. on Thursday, December 12, 2019 at the Cobb Chamber of Commerce, 240 Interstate North Parkway, Atlanta, Cobb County, Georgia, pursuant to legal notice. A quorum was present.

Chairman John Shern welcomed special guests. Chairman Shern thanked Sharon Mason, President & CEO, and her staff for their outstanding work planning and coordinating the upcoming office move to 1100 Circle 75 Pkwy, Ste. 1000, Atlanta, GA 30339.

ITEMS FOR APPROVAL

1. Minutes: Ms. Engel made a motion to approve the October 31, 2019, Regular Session Minutes of the CID Board. Mr. Teague seconded the motion which was unanimously approved.

{Board member Zimmerman joined the meeting at this point}

2. Approval of Financial Statement: After making the Treasurer's Report, Mr. Teague made a motion to approve the October Financial Reports (Exhibit A) and invoices and cash disbursements (Exhibit B). Ms. Engel seconded the motion which was unanimously approved.

3. Cash Flow Projections: Mr. Teague stated there is no red in the cash flow projections and no need for the line of credit.

Mr. Teague noted the CCID's auditor had reviewed the expenditures and approved invoices for the quarter.

CHAIRMAN'S REMARKS & UPDATES

- A. Missy Crook Resignation: Chairman Shern announced that Missy Crook had tendered her resignation to spend more time with her family. The Board commended her for her diligent work on behalf of the Cobb Chamber of Commerce and the Cumberland CID and wished her much joy in the future.
- B. Lisa Sanders, Board Secretary: Ms. Engel made a motion to approve Lisa Sanders as the CCID Secretary. Mr. Zimmerman seconded the motion which was unanimously approved.

Chairman Shern introduced Alex Valente with Piedmont Office Realty Trust. Piedmont recently acquired the two additional office towers at The Galleria consolidating the project's multi-tenant office buildings under a single owner.

EXECUTIVE DIRECTOR REMARKS & UPDATES

Ms. Menefee provided the following updates:

- A. Adam Ross, Communications & Outreach Manager: Ms. Menefee welcomed Adam Ross as the new Communications & Outreach Manager for the CCID.
- B. ACEC/GDOT Design Awards: Ms. Menefee congratulated two of the CCID's engineering partners, ARCADIS and Kimley-Horn, who received prestigious Pre-construction Design Awards at the American Council of Engineering Companies (ACEC) Georgia Annual Transportation Summit in November for their work on Cumberland CID projects. More than 73 projects were submitted across nine categories for the Georgia Partnership for Transportation Quality (GPTQ) Preconstruction Design Awards. Kimley-Horn was honored for the planning and design of an alternative mode and transportation facility award for the Bob Callan Trail Extension and ARCADIS was awarded the Grand Prize award for the Cumberland Pkwy/Cumberland Blvd project. Board members congratulated both firms.
- C. 2020 Board Meeting Dates: Ms. Menefee stated the 2020 Board meeting dates were distributed at the October Board meeting. The CCID Board meetings are being moved to the fourth Thursday of each month rather than the last Thursday of each month. The meeting time will remain at 7:30 a.m., and meetings will be held in the new Cobb Chamber Board Room beginning January 2020. Mr. Teague made a motion to approve moving the CCID
- D. Board meetings to the fourth Thursday of each month rather than the last. Ms. Engel seconded the motion which was unanimously approved.
- E. New Initiatives/Requests
 1. Cobb Pkwy. Pedestrian Bridge Grant Application (Request \$10,000), Cumberland Core Loop A&C and Stillhouse Trail Grant Application (Request \$4,080): Ms. Menefee reported that following the Board's approval and Cobb County's approval in

August and September the CCID submitted for grant funding through the ARC Tip Solicitation for three projects: Cobb Pkwy. Pedestrian Bridge Grant Application, Cumberland Core Loop A&C and Stillhouse Trail Grant Application. In order to complete the applications, the CCID worked with Kimley-Horn to prepare the grant application for the Cobb Pkwy. Pedestrian Bridge and Croy Engineering to prepare the grant applications for the Cumberland Core Loop A&C and Stillhouse Trails. Grant awards will be announced early 2020.

2. Paces Mill/Palisades Rehab Grant Analysis (Request \$6,000): CCID staff continues to work with the National Park Service on the draft project agreements to renovate the Park. The Ferguson Group was contracted to complete a grant analysis.
 3. New Space Furnishings (Request \$48,000): Ms. Menefee worked with Chairman Shern to approve the CCID's new space furnishings. After Board discussion, Mr. Plant made a motion to approve a total amount of \$68,080 for Cobb Pkwy. Pedestrian Bridge Grant Application to Kimley-Horn in the amount of \$10,000; Cumberland Core Loop A&C and Stillhouse Trail Grant Application to Croy Engineering in the amount of \$4,080; Paces Mill/Palisades Rehab Grant Analysis to The Ferguson Group in the amount of \$6,000, and New Space Furnishings in the amount \$48,000. Mr. Teague seconded the motion which was unanimously approved.
- F. Retirement Plan 2020: Ms. Menefee stated the CCID currently offers a 401k retirement savings plan to employees; however, as a government entity, the plan must be converted it is recommended to a 457(b) and 401(a) plan in order to be IRS compliant. The CCID contributes 5% of each participant's salary to the plan each year. The two plans act similarly. In the 457(b) plans, employees have the opportunity to invest up to \$19,000 a year (with a "double catch up" provision allowing those nearing retirement to compensate for years in which they did not contribute), and the CCID's contribution will go into the 401(a) plan. The current vesting schedule for employees is 6 years and going through this assessment Ms. Menefee recommended changing to 4 years which is industry best practice. Ms. Menefee also requested approval to work with Chairman Shern to finalize and implement the new plan early 2020. The Chamber will continue to manage the plan along with the CCID Executive Director. Lynn Rainey, Legal Counsel referred Ms. Menefee to work with legal counsel specializing in benefits law, Terri Taylor, with Benefits Law Group. Plans are to continue working with Ms. Taylor to advice on the transition. Henssler Financial to administer the plan. Mr. Zimmerman made a motion to approve moving the current 401k retirement plan to a 457(b) and 401(a) plan, changing the vesting schedule to 4 years instead of 6. Chairman Shern and Ms. Menefee will work together to finalize the plan in early 2020. Ms. Engel seconded the motion which was unanimously approved.
- G. 2020 Annual Board Retreat (February 27, 2020): Ms. Menefee stated back in 2017, the CCID had engaged Kimley-Horn to facilitate the development of Blueprint Cumberland 3.0, and it is the desire of the Board to update and create a new 5-year Master Plan and work program through 2024. The CCID Annual Board Retreat will be held immediately following the February 27th Board meeting.

Staff recommended that Kimley-Horn be engaged to assist in developing the outline preparation of materials, provide Retreat facilitation and assist in determining outcomes and

next steps. Ms. Engel made a motion to approve \$18,500 to Kimley-Horn to help prepare and facilitate the Board Retreat on February 27, 2020. Mr. Barnhouse seconded the motion which was unanimously approved.

- H. Economic Impact Analysis: Jonathan Gelber, Bleakly Advisory Group presented the CCID's Economic Impact Analysis to Board members. The analysis showed tremendous growth within the CCID revealing that an additional 14,450 primary jobs were added in the past decade, a 27% increase. This now brings the total number of primary jobs in the district to 68,840. The analysis also showed that the Cumberland CID is now home to nearly 29,000 residents representing 3.8% of Cobb County's population.

Some of the key findings include:

- The CCID currently has an estimated 3,396 businesses with 68,840 employees. The 68,840 jobs represent 19% of Cobb County's 396,000 jobs.
- The CCID is strong in the competitive and high-wage professional sectors, representing 33% of Cobb County's jobs. These categories include the information, finance & insurance, real estate, professional scientific and technical services, and management of companies.
- The CCID has a direct impact of \$9.2 billion and total impact of \$15.3 billion on goods and services produced in Cobb County. Overall, the CCID has a total impact of \$20 billion on the state.
- Retail is the top employment sector, representing over 15,000 jobs or 22% of the Cumberland CID's primary jobs.
- The CCID's population is growing at 2% annually, 1.6 times the rate of Cobb County and faster than the Atlanta region as a whole.
- 68% of the CCID's residents are Millennials or Generation X.
- Since 2013, the CCID has added over 7.8 million square feet of office, hotel, and multifamily space.
- The CCID has 4.6 million square feet of new commercial space in the real estate pipeline. Over the next 1-5 years, that construction and development will have a \$2.6 billion economic impact to Cobb County.
- Properties within the CCID boundary paid an estimated \$105 million in taxes in 2019 – approximately 13% of All Cobb County's property tax revenue.
- Properties and economic activity within the CCID generate \$70 million for Cobb County Schools from a combination of real estate taxes and E-SPLOST sales taxes.

Board members and staff were excited to hear the results of the study. Ms. Menefee stated this success could not be possible without the CCID's investors, stakeholders, and local, state, and federal partners. Board member Plant asked what is the CCID going to do with this information. Ms. Menefee state a press release will be distributed, the information will be utilized in updating the CCID's messaging through communication vehicles and it will be used in grant applications.

Board member Plant would like CCID staff to communicate these numbers to local and state elected officials. Board members discussed having the CCID's state lobbyist work on sharing this information.

DIRECTOR OF OPERATIONS UPDATE

A. Operations/Requests

1. Capital Improvements Update

- a. Akers Mill Ramp Extension of Design Services: Kyethea Clark, Director of Operations, reported Akers Mill Ramp was designed as a Design-Build project
 - Added to the Northwest Corridor project
 - September 2018 -Northwest Corridor project including Phase 1 was completed and open to traffic
 - March 2017 – CCID Board approved \$1,189,818 committing to the balance of design services for Phase 2
 - February 2019 –GDOT moved the project from the closed-out Northwest Corridor project, which then changed Phase 2 of the project to a Design-Bid-Build
 - Required GDOT Plan Development Process
 - Added an additional 14 months to design schedule for Phase 2
 - Added additional design services and scope to contracts with Parsons Transportation Group and Jacobs Engineering

The project is fully funded for Phase 1 and Phase 2. The project costs for Phase 2 is \$19.9M and is fully committed with the INFRA grant award of \$5M that the CCID/Cobb County received. The CCID's commitment to Phase 2 is \$3.4M. This is not a financial request, but a request to approve the additional contracts for the additional services for Jacobs and Parsons Transportation Group. Mr. Plant made a motion to approve the contract extensions with Parsons Transportation Group for Final Plans (\$138,000) and with Jacobs for continued project oversight of final design and construction phases (\$129,375). Ms. Engel seconded the motion which was unanimously approved.

Ms. Clark gave Board members an update on the Akers Mill Ramp.

- November 2019 –Preliminary field plan review with GDOT & Cobb DOT was held to advance to final plans.
- Parson Transportation Group & Jacobs are addressing comments.
- INFRA Term Sheet –has been reviewed by all, and FHWA is reviewing for final approval of agreement.
- Cobb County, GDOT, and FHWA will execute the Term Sheet Agreement.
- Summer 2020 -ROW certification and GDOT construction let is summer of 2021.
- Summer 2021 –GDOT construction let. With completion expected in 2023.

- b. Signage Program Enhancements (Request \$345,000): Ms. Clark reported on the signage program enhancements. There are two events that will take place early 2020 which is the upcoming move of the Cobb Chamber, and the name change of SunTrust Park. These changes call for an update to the CCID's Wayfinding Signage – Medallions. Updating the medallions involves an audit and design of the proposed changes, removal, fabrication, and re-installation of the updated medallions with revised wording and arrow direction. This also includes a Trail Wayfinding Audit and Expansion to sign the CCID's new trails as well as conducting a gateway and wall enhancement project along I-75 from Windy Hill Rd to Cumberland Blvd within the District.
- July 2018 –Board approved to realize and de-commit unspent funds in the amount of \$569,520 in the Signage Project budget (B17).
 - De-commitment will return funds to the General Fund at the end of 2019.
 - Board members expressed interest in wall enhancements; and Staff has identified potential opportunities.

Signage Program Enhancements

- Medallion Updates – Cobb Chamber move & SunTrust Park renaming (\$188,500)
 - Audit, design, removal & re-installation
- Trail Wayfinding Update -Audit & Expansion (\$30,000)
 - Audit & expansion of new trail areas
- I-75 Gateway & Wall Enhancement and Landscaping
 - Assessment & Design (\$100,000)
 - I-75 at Windy Hill DDI Interchange -Landscape Re-design (\$25,000)

Sky Designs will be doing the work and ING is the installer.

Mr. Zimmerman made a motion to approve reallocation of \$345,000 to conduct Signage Program enhancements and landscape design. This is not an additional cost to the CCID as requested funds are being reallocated from the de-committed funds. Ms. Engel seconded the motion which was unanimously approved.

c. Capital Improvements Updates

Ms. Clark gave updates on:

- Cumberland Blvd W. Improvement –Closeout
 - Identified dead material for replacement
 - The contractor is installing the replacement of dead plant material this month
 - Russell will take over maintenance Jan 2020

- Terrell Mill –Windy Hill Connector –Advancing
 - Construction to begin Dec/Jan
- Palisades/ Paces Mill Rehabilitation –Under Review
 - Draft agreements are with the National Park Staff for review
 - NPS Design Advisory Board scheduled for late April 2020
 - Grant research has begun to identify potential funding opportunities

Board member Zimmerman asked when approval will happen, construction start time and then complete? Ms. Clark stated everything is hinged on the approval of the Design Advisory Board. Once that approval is received then it would take approximately 10 months for a design and then construction could take a year if funding is secured. The project could be procured for design by late summer or early fall of 2020. Mr. Zimmerman would like an updated schedule presented at the January meeting.

- Riverwood Pkwy Streetscape – Underway
 - Added scope and weather has delayed project
 - Work remaining:
 - 3rd plaza under construction. Laid foundation and building granite wall
 - Landscaping to be installed Jan 2020

2. Plans & Studies Update

- a. I-285 Express Lane Update: Tim Matthews, MMIP Program Manager, GDOT gave Board members an update on the Major Mobility Investment Program and I-285 Express Lane project. There have been some changes to the program, but as a whole the program has not changed. The program will still deliver express lanes, project enhancement, improvement of freight corridors, etc. The changes that were made were the size of the projects as it relates to construction packages and schedule. Mr. Matthews shared there will be continuous outreach communications and feedback to help the projects move forward. Mr. Matthews shared the I-285 Top End Express Lanes public involvement timeline scheduled to begin in January 2020

Mr. Matthews discussed Georgia freight statistics. Commercial vehicles transport 85% of freight shipped in Georgia. Truck freight values increasing 2015: \$537.7 billion and 2040: \$993.6 billion.

Ms. Menefee added that the CCID Board is participating in a transit study. Kimley-Horn is leading this effort along with the seven cities across the top-end and as well as several CIDs. Ms. Menefee hopes to be able to share more details after the first of the year. These projects are all be evaluated in this study.

COBB COUNTY ISSUES & UPDATES

Drew Raessler, Deputy Director, Cobb DOT stated that structural repair work has begun on the Windy Hill Road Bridge over Rottenwood Creek. There are no functional changes to the traffic operations, but there may be some traffic impacts. This project is scheduled for completion by February.

There will be a vote put before the citizens for a continuation of the 1% sales tax (SPLOST program) in the next November general election. The Board of Commissioners have committed to setting the number of years by the end of December and the SPLOST project list is still in draft form. The public should be able to submit input on the draft SPLOST project list in February and March. The Board of Commissioners will vote on the list in May. The County will be doing outreach during May and November.

CHAMBER UPDATES

Mrs. Mason stated since the last meeting the Transportation & Mobility Summit was held on November 21, and it was a great session. This extended luncheon summit covered local and regional transportation initiatives impacting Cobb County and the surrounding region.

The Chamber will be moving to its new location in early January. The Chamber's build-out is going well and on schedule. There will be a Chamber Building Dedication in January. The date and time will be announced soon.

SelectCobb projects are moving along very well and continuing to build up the pipeline.

OTHER BUSINESS

The next regular Board meeting is scheduled for January 23, at 7:30 a.m. at the Cobb Chamber of Commerce, Board Room. There being no further business, the meeting was adjourned at 9:11 a.m.

Approved by the Board this _____ day of

_____, 2020

Secretary