

**MINUTES OF THE REGULAR MEETING
OF THE DIRECTORS OF
NORTH AUGUSTA PUBLIC FACILITIES CORPORATION**

July 18, 2022

Call to Order

A regular meeting of the North Augusta Public Facilities Corporation (the "**Corporation**") was held at 100 Georgia Avenue, North Augusta, South Carolina 29841, at 5:00 p.m. on July 18, 2022.

Present representing the Corporation were Briton Williams, Designated Director of the Corporation and Mayor of the City of North Augusta, Stephen E. Johnston, Elected Director of the Corporation, Dianne G. L'Heureux, Elected Director of the Corporation, Michael W. Pope, Elected Director of the Corporation, Lynda Williamson, Treasurer of the Corporation and Director of Finance of the City of North Augusta, and Sharon Lamar, Secretary of the Corporation and City Clerk of the City of North Augusta. Guests at the meeting included, Jim Clifford, City Administrator of the City of North Augusta, and Josiah C.T. Lucas, Managing Member of Pope Flynn, LLC, counsel to the Corporation.

A resolution with respect to approval of the agenda, without modification, was unanimously adopted upon motion duly made by Stephen E. Johnston and seconded by Dianne G. L'Heureux.

Acknowledge Compliance with FOIA

President Pope read the following statement. Pursuant to § 30-4-80, Code of Laws of South Carolina 1976, as amended, notice has been given through the Corporation's normal communication means, and a notice has been posted at the offices of the City of North Augusta, South Carolina located at 100 Georgia Avenue, North Augusta, South Carolina 29841, that a regular meeting of the Board of Directors of the Corporation would be held on Monday, July 18, 2022, at 5:00 p.m.

The notice was also posted on the City of North Augusta website www.northaugustasc.gov.

Members of the press or media outlets were in attendance at the meeting.

The following items of business were considered during the course of the meeting:

Approval of Prior Minutes

The minutes for the Regular Meeting of the Board of Directors of the Corporation for July 20, 2020 were presented. A resolution with respect to approval of the prior minutes, without modification, was made, upon motion duly made by Dianne G. L'Heureux and seconded by Stephen E. Johnston.

Election or Re-election of Officers and Directors of the Corporation

Secretary Sharon Lamar, for a term of one (1) year, and (2) the election of the directors of the Corporation, including Stephen E. Johnston, Dianne G. L'Heureux, and Michael W. Pope, each for a term of three (3) years, and (3) other related business, as more fully described in the aforementioned resolution of the Board, a copy of which is included with the records of this meeting. Upon motion duly made by Stephen E. Johnston and seconded by Dianne G. L'Heureux, such resolution, the title of which is set forth below, was unanimously adopted:

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE NORTH AUGUSTA PUBLIC FACILITIES CORPORATION WITH RESPECT TO THE ELECTION OR RE-ELECTION OF OFFICERS AND DIRECTORS OF THE CORPORATION AND CERTAIN OTHER MATTERS RELATING TO THE FOREGOING.

Update on Project and Financing Matters

President Pope first called on Jim Clifford, City Administrator of the City of North Augusta, to provide the Board with an update regarding the development and construction of the Riverside Village Project financed with the proceeds of the Corporation's 2017B Bonds. Mr. Clifford reported the status of several projects. His remarks are provided as an attachment to these minutes.

- Status of tax payments per parcel
- Adjustment of valuation of stadium parking deck and other stadium deck matters
- Informed all leases in the ground floor shops have been let
- City is pursuing a boat dock at RV; targeting completion next year
- Other updates regarding ballpark, hotel, apartments, and related retail
- Update on Parcel K – Change from senior living to luxury apartment
- Riverside park amphitheater update
- Update on Code Enforcement issue on undeveloped parcels.

President Pope then called on Lynda Williamson, Treasurer of the Corporation and Director of Finance of the City of North Augusta, to provide a brief update on the financing aspects of the Riverside Village Project. Ms. Williamson reported that quarterly updates are voluntarily being provided to the public and to bond investors via the Municipal Securities Rulemaking Board's Electronic Municipal Market Access (EMMA) system. She presented information related to the City's general fund budget, tax collection, and outstanding indebtedness. The identified sources of installment payments are local hospitality taxes, local accommodation taxes, tax increment revenues, MID assessments, parking revenues and stadium revenues.

Other Business

President Pope opened the floor for old business or new business to be conducted by the Board and none was heard.

Adjournment

There being no further business, upon motion by Dianne G. L'Heureux duly made, seconded by Stephen E. Johnston, and unanimously adopted, the meeting adjourned at 5:16 p.m.

Michael W. Pope
President

Sharon Lerner
Secretary

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE NORTH AUGUSTA
PUBLIC FACILITIES CORPORATION WITH RESPECT TO THE ELECTION OR RE-
ELECTION OF OFFICERS AND DIRECTORS OF THE CORPORATION AND CERTAIN
OTHER MATTERS RELATING TO THE FOREGOING.**

Adoption Date: July 18, 2022

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE NORTH AUGUSTA PUBLIC FACILITIES CORPORATION WITH RESPECT TO THE ELECTION OR RE-ELECTION OF OFFICERS AND DIRECTORS OF THE CORPORATION AND CERTAIN OTHER MATTERS RELATING TO THE FOREGOING.

WHEREAS, the North Augusta Public Facilities Corporation, a South Carolina nonprofit corporation (the "*Corporation*"), was organized for certain purposes more fully set forth in the Articles of Incorporation and Bylaws of the Corporation, including, without limitation, to acquire or lease real and/or personal property and develop, finance, refinance, design, construct, acquire, install, equip, renovate and operate certain public facilities to be used by the City of North Augusta, South Carolina (the "*City*") and such other projects located in and for the benefit of the City as may be permitted by applicable law; and

WHEREAS, pursuant to the Bylaws of the Corporation, the Board of Directors of the Corporation (the "*Board*") "shall hold regular meetings at such times and places as may be fixed by the Board" to perform such business of the Corporation and/or the Board as may be deemed necessary or required; and

WHEREAS, the Bylaws provide further that the Board shall consist of one (1) Designated Director and four (4) Elected Directors, with the Mayor of the City serving, *ex officio*, as a Designated Director so long as the person holds such designated office, that the number of Directors shall not be less than three (3), and that each Elected Director shall hold office from the date of such Director's election and qualification until such Director's successor shall have been duly elected and qualified, or until such Director's earlier removal, resignation, death, or incapacity.

WHEREAS, the Bylaws provide further that the term of office for each Elected Director is three (3) years and an Elected Director may be elected for successive terms; and

WHEREAS, the current Designated Director is Briton Williams, Mayor of the City, and the current Elected Directors are Michael W. Pope, Dianne G. L'Heureux and Stephen E. Johnston, each of whom was elected on July 8, 2019 to a three (3) year term ending in 2022 (Elected Director Dale G. Slack having resigned as of June 28, 2020 after serving one year of a three year term); and

WHEREAS, the Bylaws provide further that the officers of the Corporation shall be a President, a Secretary and a Treasurer, who shall be elected for a one (1) year term by a majority of the Directors; provided that if an officer's term expires, he shall continue to serve until his successor is elected and qualified; and

WHEREAS, the current officers of the Corporation are Michael W. Pope, President, Lynda Williamson, Treasurer, and Sharon Lamar, Secretary; and

NOW, THEREFORE, BE IT RESOLVED as follows:

ARTICLE I

CONFIRMATION OF DESIGNATED DIRECTOR AND ELECTION OR RE-ELECTION OF DIRECTORS AND OFFICERS

SECTION 1.01 *Confirmation of Designated Director.* The Board hereby confirms that Briton Williams, Mayor of the City on the date hereof, shall continue his service, *ex officio*, as

Designated Director of the Corporation for so long as he holds such office, as provided in the Bylaws.

SECTION 1.02 *Re-election of Directors of the Corporation.* Each of the current terms of the Elected Directors, Michael W. Pope, Dianne G. L'Heureux and Stephen E. Johnston, expires in July 2022. Michael W. Pope, Dianne G. L'Heureux and Stephen E. Johnston are each re-elected for an additional three (3) year term beginning in July 2022 and ending in July 2025.

SECTION 1.03 *Election of Officers of the Corporation.* The following persons are elected as officers of the Corporation for a term of one (1) year from the date hereof:

President: Michael W. Pope
Treasurer: Lynda Williamson
Secretary: Sharon Lamar

ARTICLE II

GENERAL AUTHORIZATION

SECTION 2.01. *General Authorization.* The President, the Treasurer and the Secretary of the Corporation are hereby authorized to execute and deliver such documents and take such actions as they deem necessary or desirable or may be required under the Bylaws of the Corporation to effectuate the transactions described in the foregoing resolution and the Secretary is hereby authorized and directed to file this resolution in the Minute Book of the Corporation, together with the minutes of the meeting at which this resolution was adopted.

SECTION 2.02. *Effective Date.* This resolution shall take effect immediately upon adoption. This resolution shall be construed liberally to effect the intent of the Board.

ADOPTED this 18th day of July, 2022.

**NORTH AUGUSTA PUBLIC FACILITIES
CORPORATION**

(SEAL)


Secretary



MEMORANDUM FOR RECORD

Subject: City Administrator Report to Public Facilities Corporation Board

1. The purpose of this memorandum is to place the city administrator update to the Board on 18 July 2022 to the public record.

2. Remarks as follows:

“Good evening, corporation members, some updates from the City staff in regards to Riverside Village as follows:

- Status of tax payments per parcel

As has been reported in the open press, the ownership groups have paid on certain parcels, but not others. To date, the 3 parcels that make up the clubhouse building, the Crowne Plaza, and small parcel in front of the Crowne Plaza, labelled B1, as well as the Ironwood Apartments are all paid in full. All other parcels have been assessed a 15% late penalty, and the owners have all be formally notified of their delinquent status. Of interest, there was a news article on Friday about a foreclosure action between FCB and the owners of the clubhouse. This is a private matter between the owner and their bank, as the City taxes on these parcels were paid.

- Stadium Deck Update

The ownership of the stadium park deck petitioned their County assessment on the valuation of their deck, and the County re-assessed a lower value, which in turn triggered a MID fee assessment. The owner was appraised of the new tax bill with MID, and as of yet, has not been paid.

- Stadium ground floor leasing.

The City has been informed by Greenstone that all ground floor retail spaces have been leased. Based on discussions with the ownership of Brinkley’s Chop House, we anticipate a grand opening in that space in the early fall. The remaining end cap is slated to have a restaurant concept, as yet to be announced.

- Boat Dock

The City is currently in design phase with Cranston engineering for a boat dock in the vicinity of the amphitheater. Permitting applications are ongoing, and I believe we will have a dock in place by next summer.

- Ballpark updates

City staff will be meeting with the Greenjackets management in the near future to discuss upcoming improvements mandated by major league baseball.

- Update on Parcel K

In our discussion with Greenstone, the concept for parcel K has shifted from senior living apartments to regular apartments. As that concept matures, we will be back before Council to approve any changes to the Master Development Agreement or related planning documents. Any other changes to the original documents will have to go through the same process if a change of use is requested.

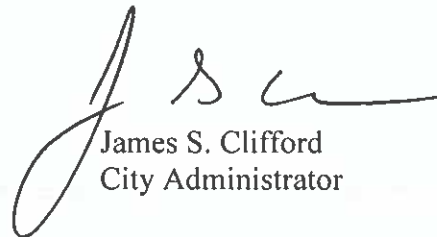
- Amphitheater

The amphitheater is complete based on the City's initial concept. We have recently had to cut down the large tree in the amphitheater as a safety measure for residents. We are also exploring options with grant funding to pursue an additional structure to include bathrooms and a changing room for performance artists.

- Miscellaneous updates

Code enforcement has notified the developer about the status of the grass heights in the undeveloped parcels. We are working to get them into a compliant state.

3. The point of contact for this memorandum is the undersigned.



James S. Clifford
City Administrator