

**GWINNETT PLACE
COMMUNITY IMPROVEMENT DISTRICT (GPCID)
REGULAR BOARD MEETING
Atlanta Marriott Gwinnett Place
1775 Pleasant Hill Rd.
Gwinnett/Hall Conference Room
Duluth, GA 30096
May 13, 2009**

MINUTES

Attendees

Board Members: Marcy Adams Casey Coffey Joe Piccolo
Tom Wheeler Leo Wiener Glenn Wisdom

Staff: Joe Allen Dave Rosselle

Consultants: Lynn Rainey, Legal Counsel
Jeff Corbin, Landmark Communications, Inc.
Ulysses Mitchell, Georgia Department of Transportation,
Atlanta Planning Branch Chief
Henry Green, Georgia Department of Transportation,
Urban Systems Planning Engineer/Project Manager
Richard Fangmann, PE, Jacobs, Senior Project Manager
Jennifer King, Jacobs, Transportation Engineer
Kathryn Lawler, Atlanta Regional Commission, Consultant

In the absence of a Chairman, Vice-Chair Marcy Adams called the meeting to order at 9:00 a.m. by welcoming all in attendance.

Mr. Coffey motioned to approve the proposed meeting agenda; seconded by Mr. Wheeler and unanimously approved.

Mr. Coffey motioned to approve the April 8, 2009 Board Meeting Minutes; seconded by Mr. Wisdom and unanimously approved.

Action/Consent Items

Banking Services Authorization

Following a review by Mr. Allen of the competitive request for proposal process and an overview of the proposals received, Mr. Wisdom motioned to authorize the Chairman to execute documents between GPCID and KeyWorth Bank to provide banking services to the GPCID, with consent for the Gwinnett Place Community Improvement Foundation, Inc. to bank with KeyWorth Bank, as well; seconded by Mr. Coffey and unanimously approved. Chris Braun, Vice President of

KeyWorth Bank, was present to respond to questions. He informed the Board on the security of its funds, FDIC insurance, and that 110% of the CID's deposits were collateralized using dedicated securities. Mr. Allen thanked Mr. Wisdom and Mr. Wiener for reviewing the proposals with GPCID staff.

Adoption of a Resolution Commending Senator Don Balfour, District 9

Following Mr. Allen's review of Senator Balfour's sponsorship of HB 63 in the Georgia Senate and his key role in ensuring the TAD legislation passage during the 2009 Georgia General Assembly session, Mr. Wisdom motioned to approve the resolution; seconded by Mr. Coffey and unanimously approved.

Adoption of Conduct Policy

Following Mr. Allen's review of the proposed Conduct Policy for CID Board members and CID staff drafted by Board Counsel, Mr. Coffey motioned to approve the Conduct Policy (attached); seconded by Mr. Weiner and unanimously approved.

Adoption of Competitive Bid/Request for Proposal Policy

Following Mr. Allen's overview that the purpose of the proposed Bid/Request for Proposal Policy drafted by Board Counsel was to provide guidelines to the staff for the issuance of requests for bids/proposals with the goal to obtain the best value in terms of quality, service and price for major purchases and contracts and to foster effective, fair, and broad-based competition for public procurement within the free enterprise system, Mr. Wheeler motioned to approve the Bid/Request for Proposal Policy (attached); seconded by Mr. Coffey and unanimously approved. Mr. Allen noted that the staff is already following these processes, but that the policy provides further clarification of previous decisions made by the board.

REPORTS & REMARKS

Treasurer's Report

Mr. Allen presented the following account summaries for April 2009:

April 2009

Checking Account

April 1, 2009 Beginning Balance:	\$ 45,398.30
April 30, 2009 Ending Balance:	\$ 28,370.81
General Ledger Balance:	\$ 28,350.01

Georgia Fund 1 Account

April 1, 2009 Beginning Balance:	\$918,600.34
April 30, 2009 Ending Balance:	\$892,933.57
General Ledger Balance:	\$892,933.57

Grand Total for Two Accounts

April 1, 2009 Beginning Balance:	\$963,998.64
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April 30, 2009 Ending Balance: \$921,304.38
General Ledger Balance: \$921,283.58

Mr. Coffey motioned to approve the Treasurer's Report and ratify the April 2009 expenses; seconded by Mr. Wisdom and unanimously approved.

Mr. Wheeler asked if the Georgia Fund 1 account would be moved to KeyWorth Bank, which was confirmed by Mr. Allen.

Attorney's Remarks

Mr. Rainey briefed the Board on the Millage Rate Vote process which the Board will act upon at the June 10, 2009 Board meeting. He requested and received Board consensus that the proposed millage rate to advertise in the Gwinnett Daily Post should remain at the current rate of 5 mills. The ad will appear at least two weeks in advance of the Board's vote.

Executive Director's Report

Mr. Allen reported the consultant recommends maintaining the TAD boundaries as set forth in the proposal. An RFP has been issued for Public Relations services, the proposals to be reviewed by Mr. Wisdom and staff. An RFP has been issued for Landscaping services, the proposals to be reviewed by Ms. Adams, Mr. Coffey and staff. Other volunteer reviewers from the Board are invited.

CAUCUS OF ELECTORS

At 9:30 a.m. the Board meeting was recessed to convene the annual Caucus of Electors for the Election of Post 1 and Post 4. The Vice-Chair directed Board Counsel to conduct the Caucus.

Mr. Rainey began the Caucus by reviewing the process used to advertise the Caucus in the Gwinnett Daily Post for four consecutive weeks and that the Caucus was open to all CID tax payers. All CID property owners or their designated representatives were eligible for nomination in the election. The proposed Rules of Caucus were read by Mr. Rainey and discussed.

Mr. Wiener motioned to accept the Rules of Caucus (attached) for the election; seconded by Mr. Coffey and unanimously approved.

Post 1 Election

Mr. Rainey opened the floor for nominations for Post 1. Marcy Adams nominated Glenn Wisdom for Post 1. There being no further nominations, Mr. Wheeler motioned to close the nominations; seconded by Mr. Piccolo and unanimously approved. Mr. Wheeler motioned that the casting of ballots be suspended and the vote be conducted by voice; seconded by Mr. Coffey and

unanimously approved. Mr. Rainey called for a voice vote with Mr. Wisdom being elected by a unanimous vote.

Post 4 Election

Mr. Rainey opened the floor for nominations for Post 4. Ms. Best-Moore nominated Mark Williams for Post 4. There being no further nominations, Mr. Coffey motioned to close the nominations; seconded by Ms. Adams. A majority voted to close the nominations with Mr. Piccolo in opposition. Mr. Wisdom motioned that the requirement for casting ballots be suspended and the vote be conducted by voice; seconded by Mr. Coffey. Mr. Piccolo voted in opposition to the motion, so in accordance with the Rules of Caucus and for lack of unanimity, Mr. Rainey called for the casting of confidential written ballots. A total of 63,225 votes were cast for the sole nominee, Mark Williams. A total of 28,881 votes were cast for write-in candidate, Mr. Tom Wheeler. (Mr. Wheeler was not eligible for election because he had not been nominated.)

Mr. Rainey conducted the swearing in of Mr. Wisdom and Mr. Williams.

Mr. Coffey motioned to adjourn the Caucus and reconvene the Board meeting; seconded by Mr. Wiener and unanimously approved. Mr. Piccolo excused himself from the remainder of the Board meeting.

BOARD MEETING RECONVENED

The Board thanked Mr. Wheeler for his years of service with the founding of the CID and as serving as its first Board Chairman. Mr. Wheeler spoke of the CID's accomplishments, and he encouraged the Board to continue to work together in a cooperative manner.

Election of Officers

Mr. Rainey commenced the election of officers by reviewing the composition and qualifications of the Board officers. The following officers were unanimously elected: Mr. Williams as Chairman, Ms. Adams as Vice-Chairman, and Mr. Wisdom as Secretary/Treasurer.

Presentation of IMR Planning Study for the new Pleasant Hill Road at I-85 Interchange

Mr. Richard Fangmann, PE, Senior Project Manager, with Jacobs provided a comprehensive overview of the IMR's process and findings, which supported the need for the new bridge. The projected cost of the bridge is \$58,480,000.

Lifelong Communities Presentation

Kathryn Lawler, Atlanta Regional Commission consultant, presented a comprehensive summary of a study done to develop a variety of concept plans showing ways the Gwinnett Place community could evolve over time. It was

agreed that the next step would be to have the CID sponsor an event to have the ARC make a full presentation to key community leaders and stakeholders.

Board Remarks

None


Public Relations

Mr. Corbin reported that Landmark Communication continues to work with the Executive Director to publish weekly E-Newsletters about positive news and events for the CID. Work has begun on preparing the Spring 2009 Newsletter.

The next Board meeting will be held June 10, 2009 at the Atlanta Marriott Gwinnett Place.

The meeting the meeting was adjourned by acclamation at 10:45 a.m.

Approved by the Board this
10th day of JUNE, 2009.


Secretary

**CONDUCT POLICY
GWINNETT PLACE COMMUNITY IMPROVEMENT DISTRICT**

In furtherance of its responsibility to protect the integrity of the Gwinnett Place Community Improvement District ("CID") and in maintaining the highest trust of its taxpayers, the CID Board of Directors finds and declares that our taxpayers have a right to be assured that the impartiality and independent judgment of the CID Board of Directors and employees (collectively "officials" and individually "official") will be maintained. Public interest requires that the CID protect against improper influence or the appearance of improper influence by establishing appropriate ethical standards with respect to the conduct of its officials.

Officials must not take part in any personal, business, or professional activity or receive or retain any direct or indirect financial interest that places them in a position of conflict between their private interests, and the public interest that relates to their responsibilities and duties as officials, without disclosing the conflict to the CID Board and abstaining from voting on issues involving such a conflict. No official shall, in such capacity, participate in the discussion, debate, deliberation or vote, or otherwise take part in the decision-making process on any item in which the official has a conflict of interest.

Officials must not use their positions to induce, coerce or influence a person providing services to the CID or employee, including subordinates, in a way that would provide any benefits, financial or otherwise, to themselves, to relatives, or to other individuals or to any for-profit organization of which they are a member. An official shall not intentionally use his/her office or official title or position for the official's own personal gain, that of a relative, or that of another or to give preferential treatment to any person. The CID shall comply with the Bid Policy approved by the CID Board of Directors.

Officials by their conduct should avoid the appearance of impropriety, and the impression that any person could/can improperly influence them or unduly enjoy their favor in the performance of their official acts or duties. An immediate relative of an official is prohibited from being engaged in gainful employment of this CID or of any entity providing services to the CID.

No official may, either for himself, for a relative, or for any other person, knowingly solicit, receive benefit from, accept or agree to accept any gratuity, gift, loan, favor, promise or thing of value for himself, a relative, or any other person.

Approved by the Gwinnett Place Community Improvement District Board of Directors this 13th day of May, 2009.



Chairperson

BID/REQUEST FOR PROPOSAL POLICY GWINNETT PLACE COMMUNITY IMPROVEMENT DISTRICT

1. Purpose. It is the intent of this policy to provide guidelines to the Executive Director for the issuance of requests for bids and requests for proposals. The goal is to obtain the best value in terms of quality, service, and price for major purchases and contracts, and to foster effective, fair, and broad-based competition for public procurement within the free enterprise system.

2. Ethics. It is unethical for any person to offer, give, or agree to give any CID Board Member or employee a gratuity, or for any CID Board Member or employee to solicit, demand, accept or agree to accept a gratuity, as an inducement for the purchase of a commodity or the award of a contract.

3. Sole Source Provider. Purchases, contracts, or expenditures otherwise within the scope of this policy may be exempted if they may reasonably be obtained from only one source, or the expertise, experience, qualifications, or familiarity of a vendor with a particular project or process makes it prudent to purchase from or contract with a sole source.

4. Procedure.

a. Commodities. Bids will be solicited from at least two (2) qualified vendors for purchase of a commodity in excess of \$10,000.00, and at least three (3) qualified vendors for purchase of a commodity in excess of \$25,000.00.

b. Prime Consultant. For study, design, or construction of a public work, the Board may enter into an annual contract for On-Demand Consulting Engineering Professional Services with a vendor designated by the Board as its "Prime Contractor". The maximum Work Order cost point for award without bid to the Prime Consultant is \$20,000.00. If a single Work Order exceeds \$20,000.00 or the total amount of Work Orders given to the Prime Consultant equals or exceeds a rolling 12-month total of \$100,000.00, the Work Order under consideration will be submitted for bid to a designated list of consultants pre-approved by the Board or re-evaluated by the Board for award to the Prime Consultant. Nothing contained herein shall entitle the Prime Consultant or any consultant on the designated list to be awarded a Work Order or contract.

c. Public Work. Notwithstanding the foregoing, should the Executive Director recommend a study, design, or construction of a public work not be restricted to the Prime Contractor and the designated, pre-approved list of consultants, he may contract with another vendor with the consent of the Board. Should the public work be expected to cost over \$15,000.00, the Board will determine whether it should be bid out or a request for proposal be issued.

d. Bid/Proposal Submission. Bids/Proposals will be sealed and the Executive Director will devise a procedure which will include a deadline for submittal, and a time and place for opening which will be public.

5. Performance Bond. For construction projects, prior to beginning construction, the successful bidder will provide a Performance Bond in an amount of not less than one hundred percent (100%) of the amount bid and a Labor and Material Payment Bond in an amount of not less than one hundred ten percent (110%) of the amount bid, both bonds which shall designate the Gwinnett Place Community Improvement District as obligee.

6. Bid/Proposal Awards. Bids/Proposals will be awarded by balancing the following criteria: (a) Meets requirements and criteria in the invitation to bid/request for proposal; (b) Lowest responsive bid; (c) Best value to the CID; (d) Most advantageous and in best interest of the CID; (e) Quality, availability, and capability of the bidder; (f) Demonstrated competence and qualifications; and (g) Other specific criteria set forth in the invitation.

7. Rejection. The CID reserves the right to reject any and all bids/proposals, to waive formalities in bidding, and to re-advertise, in its sole discretion.

8. Contract Approval. No bids/proposals or purchases governed by this policy are binding on the CID unless first approved by the CID Board and executed by its authorized signatory.

9. Related Projects. Some projects are ongoing and may be up for renewal (such as landscaping), and some projects may have several phases (such as concept, design, right of way, construction, etc.). In such instances, the Executive Director will notify the Board which will determine whether it is in the best interest of the CID to continue with the same vendor or place the contract out for bid.

Approved by the Gwinnett Place Community Improvement District Board of Directors this 13th day of May, 2009.


Chairperson

RULES OF CAUCUS

- I. Board Posts 1 and 4 shall be elected one at a time, beginning sequentially with Post 1. The election for each post will not begin until a Board Member has been elected for the previous post.
- II. Candidates for the CID Board may be nominated from the floor. Nominating statements shall be limited to not more than two minutes per candidate, and may be presented once nominations are closed for the post being then elected.
- III. Voting shall be conducted by confidential written ballot unless the caucus unanimously by voice, votes to accept a singular candidate by acclamation.
- IV. Election for Post 1 shall be by majority of the Elector votes present and voting, and election for Post 4 shall be by majority of the Equity Elector votes weighed by value present and voting.
- V. In the event that no candidate shall receive a majority vote, a run-off shall be had between the two candidates who shall have received the most votes.
- VI. Candidates, or the candidates designated representative, shall have the right to be present at the counting of votes which will be conducted at the direction of the Chair.
- VII. Insofar as applicable, Roberts Rules of Order shall govern this caucus.
- VIII. The caucus, by unanimous consent, can suspend the rules.

GWINNETT PLACE CID BOARD OF DIRECTORS SIGN-IN SHEET

Meeting Date: May 13, 2009

Meeting Time: 9:00 a.m.

Location: Atlanta Marriott Gwinnett Place, 1775 Pleasant Hill Road, Duluth

Room: Gwinnett Room

Name	Company	Address	Phone	Fax	E-Mail
Chris Brown	Kaplan Bank	3700 Crestwood	770-253-2534		christian.e.fyfe@kaplan.com
Rhonda Thurston	"	11665 Medlocke Bridge Rd	770-418-2772		
Shirley Miller	LVK		(416) 663-4858		
Mark Williams	PTC				
Tony W.C.B.	GROVER PROTECTIVE SERVICES		(770) 918-1793		Tony.W.C.B. @GROVPROTECTIVE.COM
SAM HALE	HAIR RETAIL		770-594-1915		
JIM AUSTIN	United Beauty		770-592-2855		
KERRY MISSEL	PBS+J	1600 Riverchase Pkwy Ste 600 Atlanta, GA 30328	678-247-2496		KEMISSEL@PBSJ.GA
LINDA & JUDY MOORE	CONSUMERS FIRST	1539 Peachtree Woods Dr (770)			jmoore330@gmail.com
VICKI FAYARKS	STREET SHOPS	3160 Mansfield Duluth	770-813-0552		jffay@stshops.com
Wes Truf	Financial House	1075 Kennesaw Circle	770-241-4717		
Sandra Powell	Entertainment	3290 Kennesaw Square	770-424-6800		Sandra.Powell@entertainment.com
Tim Beck	United Consulting		770-581-2783		TBeck@UnitedConsulting.com

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Name	Company	Address	Phone	Fax	E-Mail
AL BOWMAN	LPA GROUP	3545 KENNA DRIVE NORCROSS			albowman@lpa.com
MARCE BOND	HAYES JAMES				mbond@hayesjames.com
LEAH HELLMAN	COVBS				
Sandy Richardson	Gwinnett Chamber				Sandy@gwinnettkamb.org
Kevin Epton	Arcen				
KERRY ARMSTRONG	ARC				KER@ARCENTER.COM