

**GWINNETT PLACE
COMMUNITY IMPROVEMENT DISTRICT (GPCID)
REGULAR BOARD MEETING
Gwinnett Commerce Center
3700 Crestwood Parkway
Lobby Conference Room
Duluth, GA 30096
December 9, 2009**

MINUTES

Attendees

Board Members:	Marcy Adams	Casey Coffey	Joe Piccolo
	Leo Wiener	Glenn Wisdom	Mark Williams

Staff:	Joe Allen	Dave Rosselle
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Consultants:	Jeff Corbin, Landmark Communications, Inc.
	Mickey O'Brien, URS Corp.
	Lynn Rainey, CID attorney

Guests:	Chris McGahee, City of Duluth, Economic Development Manager
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Mark Williams called the meeting to order at 9:05 a.m. by welcoming all in attendance. Mr. Williams noted that Mr. McGahee would be regularly attending our board meetings as a liaison from the City of Duluth.

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

Mr. Coffey motioned to approve the November 11, 2009 Board Meeting Minutes; seconded by Ms. Adams and unanimously approved.

Action/Consent Items

Adoption of CID Funding Criteria Policy

Mr. Allen provided background summary on the creation of the policy. Mr. Piccolo worked with Mr. Allen and Mr. Rainey to prepare the draft for board consideration based on the board's strategic planning session. Mr. Coffey motioned to approve the Funding Criteria Policy (attached); seconded by Mr. Wiener and unanimously approved.

Joint ARC Application with City of Duluth

Mr. Allen provided an overview of the proposed study scope. In response to Mr. Coffey's inquiry he advised that the chances of securing funding were good. Mr. Wisdom motioned to authorize the Executive Director to complete a joint Atlanta

Regional Commission grant application for the Livable Centers Initiative FY 2010 Supplemental Transportation Study program to fund a \$105,000.00 supplemental project to review transit alternatives in the corridor linking the Gwinnett Place area to the City of Duluth for a base amount not to exceed \$5,000.00; seconded by Mr. Coffey. Five board members voted to approve the motion with Mr. Piccolo voting in opposition.

Project Work Order with URS Corp. for Pleasant Hill Road Bridge Analysis

Mr. Allen provided an overview of the information he has shared with the board members via e-mail over the past weeks. The CID has had discussions with Gwinnett DOT on the Diverging Diamond Interchange (DDI) design concept for the Jimmy Carter and Pleasant Hill Road bridges. In late November, a kick-off meeting with Brian Allen and other senior members of the Gwinnett DOT team and representatives from the consultants selected by each CID to work on the bridge replacements took place.

Gwinnett DOT wants to have studies conducted which will permit the best possible analysis of the two interchanges. Gwinnett DOT Director Brian Allen has requested that there be two independent studies at each interchange (one conducted by a county-funded consultant and one funded from each CID, the Gwinnett Place CID funding the study at Pleasant Hill Road and the Gwinnett Village CID funding one at Jimmy Carter Boulevard). These studies will be independent in that each consultant will evaluate the DDI independently but will utilize similar traffic data resources. The purpose for this review is to be able to educate/discuss the future of these interchanges with GDOT staff. The CID needs to explore and be able to support or argue against the DDI design concept. All parties agree that the bridges need to be replaced, but with such a new design concept, Gwinnett DOT and CID staff wants to get two opinions for each bridge. The three goals of these studies would be to:

1. Determine if the existing bridges are sufficient for a DDI
2. Determine what level of service improvement would be attained by installation of a DDI
3. Determine for what length of time the level of service improvement would last.

The point of the DDI studies is to determine if there is the potential to install an interchange improvement that is affordable and constructible in a short time frame. Again, all parties agreed that this DDI analysis will not preclude the ultimate goal of reconstructing the bridges. The current work scope outlined by each CID should continue.

Mr. Allen directed the board members to the proposal from URS to undertake this review that has been requested by Gwinnett DOT. In order to determine if this design would be applicable to Pleasant Hill Road, it will be necessary to analyze the various intersections along Pleasant Hill near the interchange, the signal

timing, traffic volumes and pedestrian movements. The consultants have been asked to use modeling software to validate the results from the IMR that the CID/GDOT completed earlier this year. It was decided that Moreland Altobelli (consultant for the County) would do the CORSIM modeling while Kimley-Horn (Gwinnett Village CID consultant) and URS (Gwinnett Place consultant) would use the VISSUM modeling for their respective bridge and then the results compared. The initial schedule for completing this work would be the week of December 9 for a geometric evaluation of the bridge suitability to see if the design would even "fit" on the existing bridges. Three weeks (December 21) for analysis of the existing conditions of Jimmy Carter Boulevard DDI and four weeks (December 28) for analysis of the existing conditions of the Pleasant Hill Road DDI. There will be further coordination meetings after existing conditions have been analyzed.

As the request for this analysis has come from Gwinnett DOT and in order to meet the timeline established by the team, Mr. Allen noted that he has already agreed to be a part of the process. This will include the CID funding the URS analysis.

As noted, the first phase deliverable was to make a geometric evaluation of the existing bridge spans. This work was completed and board members were provided with a copy of an aerial photo. Kimley Horn, URS and Moreland Altobelli have all concluded independently that the respective bridges will be sufficiently wide to be converted to DDIs without significant bridge modifications. The only bridge modifications that may be necessary would be additions of barrier and/or modifications or removal of the existing sidewalk. However, that is only a first glance and more analysis is needed to determine if the design will truly work with the traffic movements and volumes. The second phase task is for each consultant team to evaluate the DDI from an operational standpoint. All teams are currently on track to complete the first portion of the simulation analysis which is evaluation of the base year (2015) in both a build and no build condition. The Jimmy Carter Boulevard interchange base conditions analysis will be completed the week of December 21 and, if the Gwinnett Place CID Board consents to move forward, the Pleasant Hill Road interchange analysis will be complete the week of December 28.

Mr. Piccolo questioned the negative impact pursuing this alternative would have on plans for full bridge replacement. Mr. Coffey questioned the validity of the multiplier used in the study proposal, which made the study cost too high. Mr. Williams asked Mr. O'Brien if the study could be done in phases, which was confirmed, as outlined in the proposal.

Mr. Casey recommended that the chair appoint Mr. Casey, Mr. Piccolo, and Mr. Wiener to evaluate the proposed project and the Executive Director be empowered, with advice and consent from the 3 board members, to approve the

expenditure of funds related to the analysis. Mr. Wisdom motioned to approve this proposal; seconded by Mr. Wiener and unanimously approved.

{As a postscript and subsequent to the board meeting, Mr. Wiener, Mr. Casey, Mr. Piccolo and Mr. Allen on December 11, 2009 consulted with Erick Frey from URS and Alan Chapman, Gwinnett DOT Deputy Director, to discuss the analysis based on questions raised at the board meeting. An updated and reduced cost proposal was provided by URS. All three board members expressed an understanding as to reasons necessary to move forward with this work order and authorized the Executive Director to implement a Project Work Order between GPCID and URS as part of the Master Agreement to complete a concept layout, geometry and VISIM analysis to analyze the proposed Diverging Diamond Interchange (DDI) alternative for the existing Pleasant Hill Road interchange at I-85 for a base amount not to exceed \$34,781.00.}

Adoption of the FY 2010 Operating Budget

Mr. Allen reviewed the proposed FY 2010 administration/operating budget. Per request of the CID Board, the Director of Operations position will be funded as a full-time staff position. Following discussion, Mr. Coffey motioned to approve the budget; seconded by Mr. Wiener and unanimously approved. Mr. Piccolo noted that the board would be able to amend the budget as needed in the future.

Treasurer's Report

Mr. Rosselle presented the following account summaries for November 2009:

Checking Account

November 1, 2009 Beginning Balance:	\$ 5,668.63
November 30, 2009 Ending Balance:	\$ 42,867.55
General Ledger Balance:	\$ 42,867.55

Money Market Account

November 1, 2009 Beginning Balance:	\$1,208,409.87
November 30, 2009 Ending Balance:	\$1,518,997.51
General Ledger Balance:	\$1,518,997.51

Grand Total Account

November 1, 2009 Beginning Balance:	\$1,239,136.72
November 30, 2009 Ending Balance:	\$1,561,865.06
General Ledger Balance:	\$1,561,865.06

Mr. Wiener motioned to approve the Treasurer's Report; ratify the November expenses; seconded by Ms. Adams and unanimously approved.

Chairman's Remarks

Mr. Williams expressed satisfaction with the way that the CID was moving forward on key projects. The Legislative Luncheon was very successful, and the new Gwinnet CIDs video was very well received.

Board Remarks

Mr. Wiener asked Mr. Rainey if there were any updates to the legal issues associated with the educational aspects of the TAD campaign. Mr. Rainey noted that there have been no actions taken.

Mr. Piccolo provided an update on his research into security needs by reviewing the results of a survey of other CIDs concerning their need and use of private security. He will finalize his proposal which will include cost and the plan to meet the security needs of the Gwinnett Place area. Mr. Wisdom clarified that the survey indicated that five of eight CIDs surveyed did not fund any security. There was discussion on how to determine ROI (return on investment) and the value of targeting "hot spots" in the District. Mr. Williams led a discussion on the value of using security cameras and the degree that public perception of security plays in the decision to expend CID resources for security. Mr. Casey would like to see crime statistics and to project what type security services would improve them.

Mr. Williams concluded the discussion by asking Mr. Piccolo to present a formal security recommendation to the Board at the January meeting.

Executive Director Remarks

Ms. Adams was named the General Manager of the Year by the Gwinnett Convention and Visitors Bureau.

The Gwinnett County Department of Water Resources has sent a request for a Gwinnett Place CID board member to be a part of their Citizen's Advisory Board to develop a new 30-year Water and Wastewater Master Plan. Board members interested in serving or wanting to recommend a volunteer should contact Mr. Allen.

The Gwinnett DOT has reached an agreement with GPCID on the legal documents associated with the Pleasant Hill Road/Gwinnett Place Drive/Venture Drive realignment project.

Public Relations

Mr. Corbin reported that the CIDs Legislative Luncheon was very successful.

Next meeting will be January 13, 2010 at 9:00 am at the Atlanta Marriott Gwinnett Place.

The meeting was adjourned by acclamation at 10:15 am.

Approved by the Board this
13th day of JAN, 2010.


Secretary

GWINNETT PLACE COMMUNITY IMPROVEMENT DISTRICT

Funding Criteria

The Gwinnett Place CID is the creation of the Gwinnett County Commission upon the consent of the statutory number of commercial property owners who pay the CID tax. The Purpose of the CID is to enhance the governmental infrastructure and services within the CID.

Purposes of the District include:

Governmental Services and Facilities

- Streets and road construction and maintenance, including curbs, sidewalks, street lights and devices to control the flow of traffic on streets and roads;
- Parks and recreation areas and facilities;
- Storm water and sewage collection and disposal systems;
- Development, storage, treatment, purification and distribution of water;
- Public Transportation, including services intended to reduce automobile traffic, to transport two or more persons, to improve air quality and to provide bicycle and pedestrian facilities and traffic management;
- Terminal and dock facilities and parking facilities;
- Such other services and facilities as may be provided for by general law (such as public safety and economic development).

Contracts

- Related to Purposes of the CID
- Administration of CID
- Design of Projects
- Construction of Projects
- Public relations
- Branding of the district, such as signage
- Economic Development
- Financial Services
- Agreements with other Jurisdictions or Community Improvements Districts regarding Projects or Services

Purchasing

- To acquire personal property as necessary to administer CID Purposes, but it is not the goal of the CID to acquire real property.

Does the Expenditure Promote?

When the Board is presented with a proposed expenditure, it will consider whether it promotes the purposes of the CID set forth above, as well as the long term and short term goals of the district. Expenditures for projects must be for improvements located, or to be located within, or otherwise providing service to the district. Expenditures are for facilities and services to the degree they benefit the district.

GWINNETT PLACE COMMUNITY IMPROVEMENT DISTRICT

Board Policies

The current Policies of the Board will be followed when considering funding, including the following formal policies:

- GPCID Financial Policy
- GPCID Bid/Request for Proposal Policy
- GPCID Conduct Policy

Adopted December 9, 2009.

Gwinnett Place
Community Improvement District
FY 2010 Adopted Administration/Operating Budget

1/15/2010

<u>Object Description</u>	<u>2009 Annual Budget</u>	<u>Jan 1 - Dec 1, 2009 Actuals</u>	<u>2010 Budget</u>
Ordinary Income/Expense			
Income			
Tax Revenue	\$1,235,000.00	\$1,180,401.70	\$1,100,000.00
Interest-bank and investments	\$17,000.00	\$11,430.62	\$5,000.00
TOTAL AVAILABLE FUNDS	\$1,252,000.00	\$1,191,832.32	\$1,105,000.00
Expenditures			
Accounting/Tax Prep. Services			
Monthly Accounting Services	\$11,000.00	\$9,495.46	\$11,000.00
Year End Audit Services/IRS Filing	\$8,400.00	\$8,400.00	\$8,950.00
Bank Service Charges	\$150.00	\$92.69	\$100.00
Business Devel/Conf/Mtgs			
Meeting Room Fees/Misc. Rental Fees	\$250.00	\$0.00	\$75.00
Gwinnett Chamber SLV	\$5,000.00	\$4,900.00	\$2,500.00
Lobbying trip to DC	\$650.00	\$583.50	\$650.00
Meals	\$1,500.00	\$1,059.30	\$1,300.00
Travel - local	\$100.00	\$78.50	\$100.00
Other	\$3,500.00	\$0.00	\$0.00
Computer Expenses	\$1,040.00	\$488.99	\$800.00
Paulkin Remote Backup (\$25 x 12 months = \$300)			
Misc. (\$500)			
Dues and Subscriptions	\$1,305.00	\$1,188.95	\$1,305.00
1818 Club (\$85 per month x 12 months = \$1,020)			
1818 Club Holiday Fund (\$35.00)			
Misc. Newspaper/Mag (\$250)			
Insurance			
Directors and Officers Insurance	\$1,550.00	\$1,425.00	\$1,750.00

Gwinnett Place
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1/15/2010

Liability Insurance	\$6,875.00	\$6,620.00	\$7,000.00
Legal Ads	\$750.00	\$581.55	\$750.00
Legal Fees	\$24,000.00	\$18,973.89	\$25,000.00
Miscellaneous	\$300.00	\$128.75	\$200.00
Office Supplies	\$2,000.00	\$1,687.70	\$1,750.00
Payroll			
Payroll Taxes	\$13,049.00	\$10,853.55	\$14,500.00
Payroll Service Fee	\$817.44	\$743.46	\$960.00
Salaries/Benefits	\$144,986.25	\$134,403.98	\$144,986.25
Reimbursable Expenses	\$6,000.00	\$5,500.00	\$6,000.00
Postage and Delivery	\$750.00	\$282.98	\$400.00
Routine Mailings			
Printing and Design	\$1,500.00	\$1,165.52	\$1,500.00
Stationary/Business Cards/Printing of Plans			
Office Rent	\$35,043.28	\$32,512.58	\$36,134.00
\$2,827 x 4 months = \$11,308			
\$2,912 x 8 months = \$23,296			
Capital Amortization (\$2.50 x 12 = \$30)			
Operating Expense Estimate (\$125 x 12 = \$1,500)			
Repair and maintenance	\$1,750.00	\$888.91	\$1,300.00
Copier Service Care Contract (\$250 x 4 = \$1,000)			
Misc. (\$300)			
Telecommunications	\$3,900.00	\$3,571.03	\$3,969.00
Phone/Internet (\$315 x 12 = \$3,780)			
Carrier Increase of 5% (\$15.75 x 12 = \$189)			
Website Maintenance	\$3,090.00	\$944.83	\$1,425.00

Gwinnett Place
Community Improvement District
FY 2010 Adopted Administration/Operating Budget

1/15/2010

E-Mail Service (\$150)				
On-line Calendar (\$50)				
Misc Updates/Maintenance (\$900)				
Annual Domain Name Renewals (\$125)				
Annual Hosting (\$200)				
SUBTOTAL OF ADMIN EXPENSES	\$279,255.97	\$246,571.12		\$274,404.25
On-Going Program Budget				
Public Relations	\$13,100.00	\$9,297.13		\$9,050.00
Annual CID Legislative Meeting (\$1,500)				
GDOT Board Luncheon (\$250)				
Misc. Chamber luncheons/events (\$500)				
Chamber Annual Dinner (\$1,500)				
Gwinnett Clean and Beautiful Dinner (\$300)				
Magazine/Misc. Advertising (\$5,000)				
Economic Development	\$27,250.00	\$25,690.00		\$26,250.00
Partnership Gwinnett (\$20,000)				
Sponsorships (\$5,000)				
Council for Quality Growth (\$750)				
ICSC Membership (\$500)				
Engineering Consulting Services	\$5,000.00	\$1,870.00		\$15,000.00
Government Relations	\$180,000.00	\$165,000.00		\$180,000.00
Landscape Maintenance	\$196,080.00	\$143,221.38		\$139,376.50
Interior Roadways Maintenance:				
\$3122.75 x 6 months = \$18,736.50				
\$4000 x 6 months = \$24,000				
I-85 Maintenance:				
\$3190 x 6 months = \$19,140				
\$3500 x 6 months = \$21,000				
Additional I-85 area (\$150 x 12 months) = \$1,800				

Gwinnett Place
Community Improvement District
FY 2010 Adopted Administration/Operating Budget

1/15/2010

Landscape Utilities			
Utilities for Landscape and monument areas (\$6,000)			
Annual Back Flow Test on water system (\$200)			
Misc. I-85 Landscape Repairs (\$15,500)			
Misc. Interior Roadway Landscape Repairs (\$10,000)			
November Pinestraw application with colorant on I-85			
Pleasant Hill and Steve Reynolds quadrants (\$23,000)			
Signal Timing Update and Maintenance	\$18,275.00	\$16,847.50	\$19,188.75
Wayfinding/Signage Ongoing Maintenance	\$21,000.00	\$20,000.88	\$21,000.00
Banner Maintenance/Service Operations			
Banner Replacement (75)/Gateway Monument			
Replacement items (bulbs, lettering, etc.)			
Newsletter and Collateral	\$12,350.00	\$6,603.97	\$12,350.00
Create Newsletters (3 x \$1,200 = \$3,600)			
Newsletter Printing/Mailing (3 x \$2,000 = \$6,000)			
Annual Report Prep/Mailing (\$2,750)			
Public Relations Retainer	\$36,000.00	\$33,000.00	\$36,000.00
Retainer Fee (\$3,000 x 12 months)			
SUBTOTAL OF PROGRAM EXPENSES	\$509,055.00	\$421,530.86	\$458,215.25
Capital Expenditures			
Furniture & Fixtures	\$1,000.00	\$0.00	\$1,000.00
Office Equipment	\$1,000.00	\$0.00	\$1,000.00
Computer & Peripherals	\$1,000.00	\$0.00	\$1,000.00
SUBTOTAL OF CAPITAL EXPENDITURES	\$3,000.00	\$0.00	\$3,000.00
TOTAL OPERATING EXPENSE	\$791,310.97	\$668,101.98	\$735,619.50

GWINNETT PLACE CID BOARD OF DIRECTORS SIGN-IN SHEET

Meeting Date: December 9, 2009

Meeting Time: 9:00 a.m.

Location: Gwinnett Commerce Center, Lower Level Conference Center, 3700 Crestwood Parkway, Duluth

Name	Company	Address	Phone	Fax	E-Mail
J. PUGSLEY	GWIN, CO.				
Mike Burgess	Specialized Intelligence	Norcross	678-225-4500	478-225-4300	mburgess@specializedintel.com
ERIC COX	AMERICAN COACH	705 LIVERY AVE NORCROSS	770 449,1806	770 246-9397	eric.cox@coachamerica.com
Kari Ward	StreetSmarts				
PETER HORTMAN	URS CORP				PETER_HORTMAN@URS.CORP.COM
Del Clark	Co. Puer				delclark@southco.com
Chris McCall	LIT & O'PULLEN				
Tim Beck	United Consulting				Tbeck@unitedconsulting.com
VIM WARREN	TECH PRIZK		404 401 7656		VIM.WARREN@TRAREALTYSERVICES.COM
Dana Joe	Gwin Co.		678 376 6952		Danna.joe@gwinnettcourty.com
LEAH MEDIAN	GONIS				
John Carlyle	EPCO				