

**GWINNETT PLACE
COMMUNITY IMPROVEMENT DISTRICT (GPCID)
REGULAR BOARD MEETING
Atlanta Marriott Gwinnett Place
1775 Pleasant Hill Road
Duluth, GA 30096
March 14, 2012**

MINUTES

Attendees

Board Members: Marcy Adams Casey Coffey James Song
Leo Wiener

Board Observers: Chris McGahee, City of Duluth

Staff: Joe Allen, Glenn Wisdom

Legal: Lynn Rainey

Consultants: Ken Bleakly, Bleakly Advisory Group
Erick Fry, URS Corporation
Jim Summerbell, Jacobs Engineering, Inc.
Kari Ward, Consulting Services, Inc.

Chairman Wiener 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 Ms. Adams and unanimously approved.

Mr. Coffey motioned to approve the Minutes from the January 11, 2012 and February 8, 2012 monthly Business Meetings, as presented; seconded by Ms. Adams and unanimously approved.

Action/Consent Items

Call for April 11, 2012 Election Caucus

Ms. Adams motioned to call for the April 11, 2012 Election Caucus for Posts 1 and 4 and the election of board officers; seconded by Mr. Coffey and unanimously approved.

Adoption of Special Rule of Procedure

Following an overview by Mr. Rainey and Mr. Allen, Mr. Coffey motioned to adopt a special rule of procedure of the Gwinnett Place CID where directors may participate in a

meeting of the Board or committee by means of conference telephone or similar communications equipment if all persons participating in the meeting can hear each other and at least one staff member or Board member must be physically present at a meeting place and at a time provided in the notice of the meeting, with a speakerphone in use so that the public may hear all discussion and votes; seconded by Mr. Song and unanimously approved.

Treasurer's Report

Mr. Allen presented the account summary for February 2012.

Checking Account

| | |
|-------------------------------------|-------------|
| February 1, 2012 Beginning Balance: | \$49,253.22 |
| February 29, 2012 Ending Balance: | \$38,593.69 |

Money Market Account

| | |
|-------------------------------------|----------------|
| February 1, 2012 Beginning Balance: | \$2,439,210.75 |
| February 29, 2012 Ending Balance: | \$2,396,206.19 |

Certificate of Deposit

| | |
|-------------------------------------|--------------|
| February 1, 2012 Beginning Balance: | \$152,830.60 |
| February 29, 2012 Ending Balance: | \$153,120.32 |

Total Account

| | |
|-------------------------------------|----------------|
| February 1, 2012 Beginning Balance: | \$2,641,294.57 |
| February 29, 2012 Ending Balance: | \$2,587,920.20 |

Mr. Allen noted that as of February 29, 2012, the CID had approximately \$2.6 million in cash. He encouraged board members to review the January and February monthly financial summaries. The current cash balance and expected revenues vs. costs leave an estimated \$2.5 million at the board's discretion through the end of October 2017.

Mr. Coffey motioned to approve the Treasurer's Report and ratify the expenditures for January and February 2012; seconded by Mr. Wiener and unanimously approved.

Executive Director's Remarks

- Mr. Allen directed the board members to the strategic planning "report card" documenting staff/consultant activities in support of the board's goals established in November 2011. Each quarter the "report card" will be updated and provided to the board members for review.
- Mr. Allen provided copies to each member reviewed the results of the Independent Auditors' Report of the CID's Financial Statements and

Required Supplementary Information for the year ended December 31, 2011.

- Mr. Allen noted that the three streetscape projects remain on schedule to begin construction in mid-April 2012. A pre-construction conference is scheduled for March 22, 2012 with Gwinnett DOT and Johnson Landscape staffs.

Pleasant Hill Road Bridge Project

URS Corporation Project Manager Erick Fry provided an overview of the Diverging Diamond Interchange (DDI) project approvals and next steps:

- Gwinnett DOT Plan Approval – November 7, 2011
- Georgia DOT Bridge Plans Approval – December 19, 2011
- Georgia DOT Signal Permit Approval – January 3, 2012
- FHWA Categorical Exclusion Approval – January 12, 2012
- Gwinnett DOT Shortlisted Contractors – February 16, 2012
- Georgia DOT Encroachment Permit Approval – Anticipated by March 30, 2012 (Final GDOT comments addressed and sent to GDOT on March 1, 2012; Final FHWA comments addressed and sent to GDOT on March 15, 2012)
- EPD Erosion and Sedimentation Control Plan Approval – Anticipated by March 30, 2012 (Final comments addressed and sent to EPD on March 9, 2012)
- Construction Package Sent to Contractors (LET) – Anticipated no later than March 30, 2012
- Construction to begin late spring/early summer 2012
- Right of Way Acquisition – 75% Complete

Venture Drive Intersection Realignment

Stantec Project Manager Kari Ward noted that the final plans for the project's first phase will be submitted in April. The initial work will focus on the portion of Venture Drive that intersects with Pleasant Hill Road, creating an improved crossing.

Transportation Investment Act (TIA)

Michael Paris of the Council for Quality Growth delivered an update on public education regarding July's Transportation Investment Act (TIA).

Gwinnett LCI Study Update

Jacob Engineering Project Manager Jim Summerbell and Ken Bleakly of Bleakly Advisory Group presented an update to the board on Gwinnett LCI study by discussing efforts to include a new vision for Gwinnett Place Mall. The consultant team reviewed successful examples from Maryland, Virginia, Oregon and Colorado that are guiding the creation of market-driven plans where mixed-uses, including recreational and residential components, are transforming aged and underused retail space into thriving activity centers. The objective of the LCI study is to provide a comprehensive strategy that encourages new growth and future redevelopment. The study is foundational to the CID being able to access transportation infrastructure funding.

Public Relations Update

Landmark Communication's Jeff Corbin noted the positive articles about the area that appeared in local news outlets throughout the month of February 2012. Efforts are underway to prepare the 2012 Annual Report.

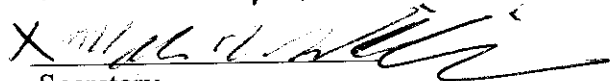
Public Comments

Sally Corbett with ArtWorks! invited the board members and audience to the April 10, 2012 Public Art Day event.

The meeting adjourned at 9:55 a.m. The next scheduled meeting is 9:00 a.m. on April 11, 2012 at the Atlanta Marriott Gwinnett Place, 1775 Pleasant Hill Road, Duluth.

Approved by the Board this

11 day of April, 2012.


Secretary