

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

MINUTES

Attendees

Board Members: Kimberly Morphis James Song Leo Wiener
 Debra Irving* Craig Kaufman*
 *Joined Board after Caucus of Electors

Board Observer: Chris McGahee

Staff: Joe Allen, Glenn Wisdom

Legal: Lynn Rainey

Consultants: Erick Fry, URS Corporation
 Mark Rountree, Landmark Communications, Inc.
 Kari Ward, Stantec Consulting Services, Inc.

Chairman Wiener called the meeting to order at 9:05 a.m. by welcoming all in attendance.

Mr. Song motioned to approve the proposed Meeting Agenda; seconded by Ms. Morphis and unanimously approved.

Mr. Song motioned to approve the Minutes from the October 10, 2012 monthly business meeting, as presented; seconded by Ms. Morphis and unanimously approved.

Action/Consent Items

Annual Audit

Following an overview of the firm by Mr. Allen, Mr. Wiener motioned to authorize the Executive Director to execute documents between the GPCID and Smith & Howard for the audit of the financial position of the GPCID as of December 31, 2012 and the related statements of activities and cash flows for the year then ended

for an amount not to exceed \$9,000.00; seconded by Mr. Song and unanimously approved.

Treasurer's Report

Mr. Allen presented the account summary for October 2012.

Checking Account

October 1, 2012 Beginning Balance:	\$87,730.24
October 31, 2012 Ending Balance:	\$25,569.70

Money Market Account

October 1, 2012 Beginning Balance:	\$1,255,155.37
October 31, 2012 Ending Balance:	\$1,938,706.60

Certificate of Deposit

October 1, 2012 Beginning Balance:	\$155,125.90
October 31, 2012 Ending Balance:	\$155,410.48

Total Account

October 1, 2012 Beginning Balance:	\$1,498,011.51
October 31, 2012 Ending Balance:	\$2,119,686.78

Mr. Allen noted that as of October 31, 2012, the CID had approximately \$2.1 million in cash. He encouraged board members to review the October monthly financial details. 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. Wiener motioned to approve the Treasurer's Report for October 2012 and ratify the expenditures; seconded by Mr. Song and unanimously approved.

Executive Director's Remarks

Pleasant Hill Road Bridge Project

URS Corporation Project Manager Erick Fry provided an overview of the Diverging Diamond Interchange (DDI) project. Construction activities associated with the project will be reduced during the holiday shopping period.

Unified Development Ordinance

Gwinnett County Planning and Development Director Bryan Lackey provided an overview on the process related to the Unified Development Ordinance; the strategy, goals and impact on regulations; major changes to zoning and development regulations including the Urban Center Form Based District for Gwinnett Place, and the timeline for completion.

Venture Drive Intersection Realignment

Stantec Project Manager Kari Ward noted additional meetings with Gwinnett DOT as part of the plan review process. The Stantec team is currently responding to the new Gwinnett DOT comments and new regulations. An updated plan which incorporates Gwinnett DOT comments and will be submitted to Gwinnett DOT.

Caucus of Electors

Board Election to fill the unexpired terms for Posts 2 and 6

At 9:30 a.m. the Board meeting was recessed to convene the Caucus of Electors for the purpose of conducting an Election to fill the unexpired terms for Post 2 and Post 6 Board members due to the resignation of Mr. Casey Coffey and Mr. Joe Piccolo due to property ownership changes.

Mr. Rainey began the Caucus by reviewing the process used to advertise the Caucus and election in the Gwinnett Daily Post for four consecutive weeks in advance of the Caucus and that the Caucus was open to all CID tax payers. All CID Electors are 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 for the election; seconded by Mr. Song and unanimously approved.

Post 2 Election

Mr. Wiener nominated Craig Kaufman for Post 2. There being no further nominations, Mr. Wiener motioned to close the nominations; seconded by Mr. Song and unanimously approved. Mr. Wiener motioned that the casting of written ballots be waived and the vote be conducted by voice; seconded by Mr. Song and unanimously approved. Mr. Rainey called for a voice vote with Mr. Kaufman being elected to fill the unexpired term by a unanimous vote.

Post 6 Election

Ms. Morphis nominated Debra Irving for Post 6. There being no further nominations, Mr. Wiener motioned to close the nominations; seconded by Mr. Song and unanimously approved. Mr. Wiener motioned that the casting of written ballots be waived and the vote be conducted by voice; seconded by Mr. Song and unanimously approved. Mr. Rainey called for a voice vote with Ms. Irving being elected to fill the unexpired term by a unanimous vote.

Mr. Rainey administered the oath of office to Mr. Kaufman and Ms. Irving.

Mr. Wiener adjourned the Caucus and reconvened the Board meeting, at which time Mr. Kaufman and Ms. Irving were seated with the remainder of the Board of Directors.

Crime Free Multi-Housing Program

Gwinnett County Police Department Assistant Chief Tom Savage, Officer Bert Garcia and Officer Erick Rooks provided an overview of the multi-housing initiative combating crime in the 25 apartment complexes surrounding the greater Gwinnett Place area.

Public Relations Update

Landmark Communication's Mark Rountree noted the positive articles about the area that appeared in local news outlets throughout the month of October 2012. In advance of the holiday shopping season and to highlight the CID-funded security patrols, ride-alongs have been scheduled with several media outlets.

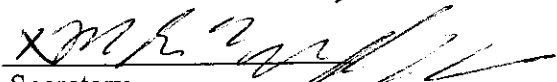
Draft 2013 Operating and Maintenance Budget

Mr. Allen encouraged board members to review the draft 2013 Operating and Maintenance budget for the CID. The budget will be considered for adoption at the December 2012 GPCID Board of Directors meeting.

The meeting adjourned at 10:17 a.m. The next scheduled meeting is 9:00 a.m. on December 12, 2012 at the Atlanta Marriott Gwinnett Place, 1775 Pleasant Hill Road, Duluth.

Approved by the Board this

12 day of December, 2012


Secretary