

MINUTES – MEETING AUGUST 10, 2022

BROOKS COUNTY DEVELOPMENT AUTHORITY

Darren Yearby called the meeting to order at 5:04pm. Board members Derren Yearby, Erin McKenzie, John Lahood, and Jack Harrell attended meeting on ZOOM, along with Executive Director (E.D.) Stephanie Williams and Aprio Financial Auditor, Scott Simpson.

Minutes

Copies of the minutes of the regular monthly meeting and Executive Session held August 11th were reviewed. Erin McKenzie motioned to approve the minutes of the meetings as presented; seconded by Jack Harrell; unanimously accepted.

Financials

E.D. Williams introduced the Aprio Auditor, Mr. Scott Simpson to discuss the 2021 Financial Audit. Mr. Simpson reviewed the 2-year comparison for the years ended December 31, 2021 & 2020. E.D. Williams explained the variances in deposits as the Development Authority and the County were just entering into an Intergovernmental Agreement and the timing of deposits was the cause of the discrepancy. Mr. Simpson agreed it was just the timing and moving forward there should be more consistency. Mr. Simpson said there was one finding from the previous year and that was the lack of segregation of duties due to the limited staff but internal controls mitigated most concerns. Mr. Simpson also stated that upon their review of the FY2020 Audit, there was found to be a two findings that they cleared: use of public funds and preparation of annual financial statements. Mr. Simpson further explained the Letter of Governance and the disclosure of any significant accounting estimates in the financial statements, of which there was one: the estimates for lives of capital assets. He further stated that the purpose of the Letter is to also disclose if there was any difficulty in performing the fiscal audit, any disagreements with management or any major issues discussed with management. Mr. Simpson stated that there were no issues reported. Upon receipt of this information, motion to accept the 2021 Financial Audit made by Erin McKenzie; seconded by Jack Harrell unanimously accepted. E.D. Williams also explained the reason for the legal fees being significantly higher than budgeted and also the accounting fees. First, the legal fees since before Williams took the position had been budgeted at \$1000 and the BCDA had not been conducting any business. That said, from last 2021 to 2022 the Authority has had a lot of business going on. The Authority had no way of estimating those expenses at the time, but by the end of the year, we will be able to budget more wisely for this line item expense. The accounting was budgeted at \$15,000 and that is what were billed, but our prior Auditor, Gary Zeigler, just submitted to us the invoice for 2020's audit, which was completed last December. Mr. Yearby mentioned also that we will not be buying another office building or car so we will not have these expenses will not be recurring in 2023.

Old Business

Mr. Yearby moved to old business. E.D. Williams discussed the Motion to Consider for Rayonier Wood Procurement, LLC:

Background: On November 22, 2011, Rayonier Wood Procurement, LLC, ("Rayonier") entered into an agreement by and between Brooks County Development Authority ("BCDA") to develop a parcel of land (herein described) in exchange for the abatement of certain ad valorem taxes which would otherwise have been due.

A major component of the contribution to the development of Brooks County by Rayonier was the creation of jobs totaling not less than fifty (50) new positions in Brooks County and capital expenditures of no less than five

million dollars (\$5,000,000). In addition, Rayonier would be responsible for all closing costs for attorneys' fees and recording / closing expenses.

The motion is, therefore, for the purpose of making a decision by the Board as to whether or not we believe Rayonier has met all of its obligations in fulfillment of its agreement and otherwise should be allowed to purchase the property from Brooks County as provided in the agreement. In voting on this issue, the Board takes into consideration that the property has monetary value but that the Brooks County community has benefitted substantially by the agreement and Rayonier has demonstrated that it has met its obligations in full as detailed in the agreement.

Believing that Rayonier has fulfilled its obligations to the Authority, motion was made by Erin McKenzie to allow Rayonier to purchase the property from Brooks County as provided in the agreement; seconded by Jack Harrell; unanimously approved.

New Business

- A. Mr. Yearby moved to New Business. The application for the Brooks County Historical Preservation Board special project. Mr. Yearby asked to speak clarifying that the Board needs to make sure everything is in place so that things do not come back because the Development Authority represents the taxpayers. E.D. Williams suggested putting a time frame for the project to be completed according to the guidelines set forth. She also said that it is important to have things in place to protect the integrity of the Development Authority and to avoid any violation of the GA Constitution's Gratuities Clause. Mr. LaHood also agreed that the time frame needs to be in place in order to recoup the money if not completed in time unless at printers because can't control the time needed for printing. Mr. Yearby suggested a time frame that the BC Historical Preservation Board should submit proof of payment of the printing services rendered by December 31, 2022, giving them a little more than 2 months to get the project completed. Mr. LaHood was in agreement. Jack Harrell made a motion to approve the \$1000 with the stipulation that the Historical Preservation Board must submit proof of payment for services rendered for the proposed special project or return the funds back to the Authority by the end of January, 2023; seconded by Erin McKenzie; unanimously approved.
- B. E.D. Williams explained the Memorandum of Understanding with Brooks County and the Development Authority needs to be approved for the Brooks County Fire Department to use the Industrial Park as a place of practice and training, as long as it is feasible to do so. Jack Harrell motioned to accept the MOU; Mr. LaHood seconded; unanimously approved.

Reports

E.D. Williams gave brief reports regarding various closings.

Motion to adjourn carried by Erin McKenzie; seconded by Jack Harrell; unanimously approved.

Respectfully Submitted:

Secretary