

**MINUTES**  
**GWCCA STADIUM DEVELOPMENT COMMITTEE MEETING**  
**July 24, 2013**  
**11:30 a.m.**  
**Executive Board Room**

The following were in attendance:

**Committee Members Present:**

Glenn Hicks  
Lee Hunter, Chair  
Tim Lowe, Ex-Officio

**Committee Members Absent:**

Taz Anderson  
Bart Gobeil, State Advisor  
Anne Hennessy  
Rep. Jan Jones, Legislative Advisor  
Doug Tollett

**Other Board Members Present:**

Steve Adams  
David Allman  
Greg O'Bradovich  
Bill Jones

**GWCCA Staff Present:**

Dale Aiken  
Kevin Duvall  
Jennifer LeMaster  
Lindsay Perdue  
Frank Poe  
Sherrie Spinks

**GWCC Legal Council**

Pargen Robertson

**Guests:**

Denis Braham, Winstead  
Franklin, Jones, Greenberg Traurig  
Mike Koblentz – NW Community Alliance Chair  
Ken Neighbors, Greenberg Traurig  
Matt Nichols, Sutherland  
Pargen Robertson, Legal Council  
Denise Whiting-Pack, AG's Office

**Press:**

Dave Demedicis – Fox 5 News  
Craig Lucie – WSB-TV  
Tony McNary – CBS Atlanta TV  
Angelique Proctor – Fox 5 News  
Charles Roberts – 106.7 WYAY  
Maria Saporta, Atlanta Business Chronicle  
Jonathan Shapiro - NPR  
Leon Stafford – AJC  
Tim Tucker – AJC  
Jaye Watson – 11 Alive TV

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Chair Hunter called the meeting to order at 11:57 a.m.

The June 17, 2013 meeting minutes could not be approved due to the lack of a quorum.

**NSP Project Documents**

As stated in the MOUs, which were approved on April 5, 2013, a number of project documents are to be presented to the Board. The first group of project documents reviewed today will be presented to the full Board at the July 30, 2013 Board meeting for action. The Transaction Agreement, which is to be executed on August 1, 2013, is referred to as "Initial Closing." It supersedes the MOUs and will include the following project documents to be reviewed today.

- Transaction Agreement – constitutes the "Initial Closing," sets forth actions to be taken prior to Final Closing and at Final Closing;
- Project Development and Funding Agreement – governs key aspects of the design, construction, development, and financing of the NSP;

- Stadium License and Management Agreement (between GWCCA & StadCo) – covers FF&E and grants StadCo use of all of the Authority’s Intangible Property Rights described in the Intellectual Property License Agreement during the License Term;
- Non-Relocation Agreement – the Club is not permitted to relocate from the opening of the new Stadium through the end of the term of the SLA; and
- Club Guaranty Agreement – the Club guarantees the full, faithful, and punctual payment and performance of all StadCo obligations under the Project Documents.

Franklin Jones with Greenberg Traurig reviewed the above referenced documents in detail for the benefit of the Board.

Staff will recommend approval of these Project Documents, subject to remaining open items identified, to the full Board at the July 30 Board meeting.

**North Site Revocable License Agreement**

As stated in the MOU, StadCo will perform feasibility studies on the proposed north site, which includes the right to examine and review all aspects of the physical condition of the site, conduct studies to include engineering, soils, geotechnical, wetlands, and Phase I and/or Phase II environmental inspections. A Resolution authorizing the Executive Director to ask State Properties Commission issue a Revocable License Agreement to StadCo to perform due diligence on the north site will be presented to the full Board at the July 30 Board meeting for action.

There being no further business to discuss, the meeting adjourned at 1:50 p.m.

Respectfully submitted:

Approved:

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Dale Aiken, Assistant Secretary

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Lee Hunter, Chair