

Agenda

Legacy Decatur Board Meeting
Legacy Decatur Board Annual Retreat

Monday , November 9, 2020

Due to the Public Health State of Emergency this meeting will be held remotely

CALLED LEGACY DECATUR BOARD MEETING

8:30 a.m.

Access Instructions

There will not be a physical location for members of the public to attend. The public may view the regular meeting by registering at:

https://us02web.zoom.us/meeting/register/tZcvdOugqzloGdCjywxOmLN__eu_d8AE8AUF

AGENDA

- I. Call to Order by Chair
- II. Approval of Minutes of the Minutes of the Executive Session and the Regular Board Meeting on September 24, 2020
- III. Agenda Action Items
 - A. Approval of an amendment to the Memorandum of Understanding (Small Business Loan Program)
 - B. Authorize the Chair to sign Lease Assignments transferring existing Administration Building leases from the City of Decatur to Legacy Decatur until new leases are negotiated and approved by the board in January 2021.
- IV. Additional Business
 - A. Approval of a resolution certifying the purpose of the September 24, 2020 executive session and authorizing the chair to execute an affidavit.
 - B. Request to designate Legacy Decatur as the non-profit vehicle to collect funds in support of the John Lewis Commemorative Task Force project to design and install an art project on the Old Courthouse Square.
- V. Adjourn Board Meeting and Move to Board Retreat Agenda

This agenda was posted on Wednesday, November 4, 2020.

MINUTES

LEGACY DECATUR BOARD

Executive Session
September 24, 2020
Via Video Teleconference, 5:00 P.M.

On a motion by Allen Mast, second by Patti Garrett; and, Chair Tony Powers; Board Members Andrea Arnold, Mark Arnold, Ed Bowen, Mark Ethun, Patti Garrett, Allen Mast, Peggy Merriss, and Paul Mitchell voting “aye”, the Board entered into an executive session for the purpose of considering personnel matters.

PRESENT: Chair Powers; Board Members A. Arnold, M. Arnold, Bowen, Ethun, Garrett, Mast, Merriss and Mitchell.

ABSENT: Board Members Smith and Struby.

On a motion by Board Member A. Arnold, second by Board Member Bowen; and, Chair Powers; Board Members Andrea Arnold, Mark Arnold, Ed Bowen, Mark Ethun, Patti Garrett, Allen Mast, Peggy Merriss, and Paul Mitchell voting “aye”, the Board adjourned from Executive Session for the purpose of discussing personnel matters. And, the Board authorized that the Board, in a regular meeting, to adopt a resolution: confirming that the subject matter of the executive session was within exceptions permitted by the open meetings law; and, ratifying the actions taken; and, authorizing and directing the Chair to execute an affidavit in compliance with O.C.G.A. §50-14-4.

Note: As required by O.C.G.A. § 50-14-4(b), a properly executed affidavit is attached to these minutes as part of the permanent record.

DRAFT
Minutes
Legacy Decatur Board

Legacy Decatur Board
September 24, 2020
Via Video Teleconference

The meeting was called to order by Chair Tony Powers. Board members attending in addition to Mr. Powers: Andrea Arnold, Mark Arnold, Ed Bowen, Mark Ethun, Patti Garrett, Allen Mast, Peggy Merriss and Paul Mitchell. Absent: Meredith Struby and Brian Smith.

The minutes of the August 27, 2020 board meeting were presented. Mark Arnold presented a motion to approve the minutes as presented. Peggy Merriss seconded the motion. It was approved by unanimous consent.

A meeting scheduled was presented for the remainder of the calendar year. The board plans to schedule its annual retreat in early November. Therefore, the board approved December 10, 2020 meeting date in lieu of a November board meeting with all members present voting aye.

A short-term work program and short-term budget through the end of December 2020 were presented for board discussion and review. The focus of the work program is on increasing public outreach for the organization and about the master plan for Legacy Park. Work will also be done in support of the funds supported by our organization. Allen Mast presented a motion to adopt the short-term work program. Ed Bowen seconded the motion, and all members present voted aye.

Andrea Arnold presented a motion to accept the short-term budget as presented. Peggy Merriss seconded the motion and all members present voted aye.

There was a general discussion about the upcoming retreat. A Doodle Poll will be sent to identify dates available in early November. We are planning for two half day sessions but will put a third date on calendars should another half day session be required. Board members expressed an interest in focusing on setting priorities for Legacy Park in 2021. We want to use the time to provide direction for the development of a draft work program and budget for 2021 that the board can review at their December board meeting.

Under additional business, it was reported that Legacy Decatur will be supporting the annual Season of Giving campaign with an on-line giving effort this year. The Season of Giving

committee is working to refine a new strategy for this year to limit the number of volunteers and in-person interactions.

It was reported that the earthen dam failed during recent rainstorms lowering the pond depth considerably. City staff will join members of the City's Environmental Sustainability Board for a tour of the area next month and an assessment will be completed to determine how to reconstruct and stabilize the small dam in order to increase the pond depth. In addition, a Decatur High School student contacted us for permission to install several bat boxes near the lake area. Finally, we will continue to work closely with the City arborist to expand participation in the City's Bicentennial Tree Planting Project with a tree give away at Legacy Park on Arbor Day.

There was no further business. Peggy Merriss presented a motion to adjourn the meeting. Ed Bowen seconded the motion, and all members present voted aye.

October 15, 2020

TO: Andrea Arnold
City Manager

FROM: Hugh Saxon
Deputy City Manager

SUBJECT: COVID-19 Emergency Small Business Grant Program

The purpose of this memorandum is to recommend approval of the following:

1. An amendment to the memorandum of understanding (MOU) between the City, the Downtown Development Authority, the Development Authority, and the Decatur Legacy Project establishing emergency small business loan program. The MOU was approved by the City Commission last April. The amendment authorizes the use of \$500,000 in CARES Act funding to repay loans issued as result of the emergency small business loan program. Essentially, this converts these loans to grants.
2. A separate memorandum of understanding between the City, the Downtown Development Authority, and the Development Authority to authorize the use of \$400,000 in CARES Act funding to establish a new emergency small business grant program.

The City has received \$2,914,000 in federal CARES Act funding for needs related to the COVID-19 pandemic. Of this, \$975,000 has been authorized for community-related relief, including assistance to local small businesses and non-profit organizations. A separate program for \$300,000 in grants to local non-profit organizations is expected to be recommended to the City Commissioners at their regular meeting on November 2.

Last April, the City Commissioners appropriated \$400,000 for a COVID-19 emergency small business loan program. The Development Authority appropriated \$100,000. The Decatur Legacy Project, a local 501c3 corporation, developed "*Decatur United*," a fund-raising effort that raised \$63,400, for a total relief amount of \$563,400. The Development Authority appointed an Oversight Committee to manage and administer the program. In all, some 45 businesses applied for loans and, using a blind lottery process, 27 loans averaging just over \$20,000 per loan were approved.

Based on community needs related to the pandemic and the authority provided by the CARES Act, we recommend that \$500,000 of the existing small business loans be repaid using CARES funding, converting the loans to grants, and that an additional \$400,000 in CARES funding be approved for a new small business grant program, for a total of \$900,000 devoted to small business relief.

The grant program will use an application process similar to the loan program. Criteria for eligibility will be similar, except that the proposed grant program increases the maximum number of full-time equivalent employees (FTE) from 30 to 50. Applicants can request \$5,000 per FTE, up to a maximum of \$25,000. A blind lottery process to select grantees will again be used if applications for assistance are oversubscribed.

Key dates are as follows:

Small business loan repayment program

- October 23 City notifies Oversight Committee of businesses eligible for program.
- October 30 Oversight Committee notifies eligible businesses that loans may be repaid.
- November 20 Small business requests for loan repayment are due.
- December 10 Oversight Committee requests funds from City Manager.
- December 15 City transfers funds to Development Authority.
- December 20 Loans are cancelled.

Small business grant program

- November 30 Oversight Committee requests funds from City Manager for the grant program.
- December 10 City transfers funds to the Development Authority for the grant program.
- December 20 Development Authority disburses funds to approved grant recipients.

We recommend approval of the amendment to the memorandum of understanding for the small business loan repayment program and approval of the memorandum of understanding for the small business grant program in a form substantially similar to that presented.

**AMENDMENT TO
MEMORANDUM OF UNDERSTANDING
(Small Business Loan Program)**

The Memorandum of Understanding entered into by and between the City of Decatur, Georgia (the “City”), the Downtown Development Authority of the City of Decatur and the Development Authority of the City of Decatur (collectively the “Authority”), and Decatur Legacy Project, Inc. (the “Legacy Project”) on or about April 24, 2020, which memorandum (the “MOU”) established the framework for the Small Business Loan Program,¹ is hereby amended as follows.

RECITALS

WHEREAS, pursuant to the MOU, in April 2020 the Small Business Loan Program was established by the Authority and the Oversight Committee was appointed and duly constituted;

WHEREAS, also pursuant to the MOU, each of the parties transferred the agreed amounts to the Small Business Loan Account in order to fund the Small Business Loan Program, to wit: \$400,000 from the City’s general fund, \$100,000 from the Authority’s general fund, and \$63,423 from the Legacy Project (consisting of charitable donations made by the public);

WHEREAS, in May and June 2020 the Oversight Committee accepted applications from 45 businesses and provided loans, in varying amounts, to 28 local small businesses;

WHEREAS, the total amount loaned was \$564,000, with an average loan amount of approximately \$20,000;

WHEREAS, since March 2020, the United States and the State of Georgia, including the City of Decatur, have been under declarations of a public health emergency as a result of the coronavirus known as COVID-19;

WHEREAS, seven months into this public health emergency, many businesses within the City of Decatur, including recipients of loans pursuant to the Small Business Loan Program, have experienced severe adverse effects, including temporary closings, reduced hours, restrictions on normal business operations, and unanticipated expenses incurred to mitigate the spread of COVID-19 and to modify operations for the safety of employees and the public;

WHEREAS, the City has received from DeKalb County a portion of Coronavirus Relief Fund funds that the County received pursuant to the CARES Act, H.R. 748, 116th Cong. § 5001 (2020) (the “CARES Act”) (“CARES Funds”);

WHEREAS, the City and the Authority desire to work cooperatively to establish, fund, and administer a loan repayment program (the “Small Business Loan Repayment Program”), using up to \$500,000 of CARES Funds, to provide further economic support to loan recipients who have been adversely affected by the COVID-19 public health emergency; and

¹ Defined terms have the same meaning as in the MOU.

WHEREAS, use of CARES Funds for the Small Business Loan Repayment Program is an eligible expenditure under the CARES Act, as interpreted and clarified through official guidance provided by the United States Treasury Department.

NOW THEREFORE, in consideration of the following mutual obligations, the City, the Authority, and the Legacy Project agree as follows:

1. On or before October 23, 2020, the City will notify the Oversight Committee of the borrowers under the Small Business Loan Program who may be eligible to have their loan satisfied with CARES Funds.
2. On or before November 6, 2020, the Oversight Committee shall notify such borrowers that they may be eligible to have their loan satisfied with CARES Funds and provide instructions on how to submit a request for loan satisfaction on forms made available by the Oversight Committee.
3. Borrowers wishing to have their loans satisfied with CARES Funds shall be required to submit their request forms by no later than November 20, 2020, which request forms shall include or have annexed the following information:
 - a. A brief statement of economic hardship caused by the public health emergency to include: (i) summary of changes in business operations due to closures, reductions in hours, and government restrictions; (ii) expenditures resulting from the pandemic, such as purchases of personal protective equipment and costs for structural, operational, and other modifications to the business; (iii) unanticipated personnel-related costs resulting from the pandemic; and (iv) an explanation of changes in the financial performance of the business due to the pandemic (e.g., describe how revenue has been impacted).
 - b. An attestation that:
 - i. The loan proceeds were used for the purposes stated in the loan application;
 - ii. Satisfaction of the loan using CARES Funds will provide critical economic support for the business;
 - iii. The business is still in operation or intends to resume operation no later than December 20, 2020.
 - iv. The business is still physically located within the city limits of the City of Decatur;
 - v. The business possesses a valid business license issued by the City of Decatur as of the date the request is submitted;

- vi. All taxes, fees and other assessments due and payable, including business license fees, occupation taxes, ad valorem taxes, and other such sums due and payable by the business to the City of Decatur, have been paid as of the date the request is submitted; and
 - vii. There are no current proceedings in bankruptcy instituted by or against the business, and no current assignment by the business for the benefit of creditors.
 - c. Documentation showing the number of Full-time Continuous Employees (as such term is defined by Chapter 300-2-1 of the rules of the Georgia Department of Labor to normally consist of at least thirty (30) hours of work in a week or such other number of hours as is normal in a particular industry) or full-time equivalent employees (as such term is defined by the Office of Management and Budget, Circular No. A-11), as of the date the request is submitted (owners taking guarantee payments or draws and 1099 contractors are not considered Full-time Continuous Employees or full-time equivalent employees for purposes of the Small Business Loan Program) ;
- 4. On or before December 10, 2020, the Oversight Committee shall provide written notice to the City Manager of the total amount of CARES Funds needed to satisfy loans for qualified borrowers who have timely submitted a complete request, with all required information and documentation.
- 5. Subject to confirmation by the City of qualifying borrowers' compliance with request requirements and eligibility, on or before December 15, 2020, the City shall transfer from the City's Decatur Coronavirus Relief Fund to the Authority's Small Business Loan Account the requested amount of CARES Funds, but which amount shall not exceed \$500,000.
- 6. The Oversight Committee shall require qualified borrowers to enter into a loan satisfaction agreement prior to having their loan satisfied, which shall include: (a) a sworn attestation that loan proceeds were used for the purposes set forth in the loan application; (b) an acknowledgement that the loan satisfaction may be subject to State and/or Federal taxes; (c) an agreement to be subject to follow-up auditing by the City, the State of Georgia and/or the Federal government with respect to loan proceeds; (d) an acknowledgement that in the event the City, the State of Georgia or any Federal agency makes a determination that the loan satisfaction was not an eligible expenditure under the CARES Act or any other applicable law, the loan may be reinstated; and (e) an indemnification of the City and the Authority if a claim for return of the loan satisfaction amount is made against the City and/or the Authority by DeKalb County, the State of Georgia, or any Federal agency.

7. On or before December 20, 2020, the Oversight Committee shall complete necessary action to cancel the loans for qualified borrowers who have completed all required steps;
8. On or before December 31, 2020, the Authority shall transfer to the City the reimbursement amount due pursuant to Section 16 of the MOU.
9. The \$63,423 in charitable contributions transferred to the Small Business Loan Program by the Legacy Project pursuant to Section 7 of the MOU may be used to satisfy, in whole or in part, loans to borrowers who do not qualify to have their loans satisfied using CARES Funds, which determination shall be made by the Oversight Committee in accordance with the objectives of the Small Business Loan Program set forth in the MOU.
10. The Authority shall continue to observe and implement policies and financial management controls to ensure the full accounting, reporting, and registration of the Small Business Loan Account.
11. The Authority shall maintain thorough and accurate records of the Small Business Loan Program, and to make any and all such records available to the City upon request.
12. The Authority shall continue to be responsible for compliance with all requirements of state and federal law relating to or arising out of the Small Business Loan Program.
13. The Authority shall maintain fiscal records and supporting documentation for all expenditures and transactions under the Small Business Loan Program pursuant to 2 C.F.R. § 200.333 and state and/or federal law.
14. This Amendment may be executed in multiple counterparts, each of which shall be an original, and all of which shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Memorandum on the 20th day of October, 2020.

CITY OF DECATUR, GEORGIA

By: _____

Its: _____

[signatures continue on following page]

DOWNTOWN DEVELOPMENT AUTHORITY
OF THE CITY OF DECATUR, a public body
corporate and politic created and existing under the
laws of the State of Georgia

By: _____

Its: _____

DEVELOPMENT AUTHORITY OF THE CITY OF
DECATUR, a public body corporate and politic
created and existing under the laws of the State of
Georgia

By: _____

Its: _____

DECATUR LEGACY PROJECT, INC., a., a
nonprofit corporation organized pursuant to the
provisions of the Georgia Nonprofit Corporation
Code and incorporated with the State of Georgia

By: _____

Its: _____

R-20-0924
RESOLUTION

WHEREAS, Decatur Legacy Board entered into an executive session on September 24, 2020 as allowed by O.C.G.A. §50-14-4 for the purpose of discussing personnel matters; and,

WHEREAS, at the close of discussion of each subject, the Decatur Legacy Board did vote to close the executive session and begin open session; and,

WHEREAS, the board members present were: Tony Powers, Mark Arnold, Andrea Arnold, Ed Bowen, Mark Ethun, Patti Garrett, Allen Mast, Peggy Merriss, and Paul Mitchell.

WHEREAS, the board members voting for closure were: Tony Powers, Mark Arnold, Andrea Arnold, Ed Bowen, Mark Ethun, Patti Garrett, Allen Mast, Peggy Merriss, and Paul Mitchell.

NOW, THEREFORE, BE IT RESOLVED, and it is hereby resolved, by the Decatur Legacy Board that:

- 1) Each member of the Decatur Legacy Board present for the meetings does hereby confirm that to the best of his or her knowledge, the said subject matter of the executive session was devoted to matters within the relevant exception as set forth above; and,
- 2) That the actions taken in executive session and discussion of the same are hereby ratified; and,
- 3) That the Decatur Legacy Board does hereby authorize and direct the Chair to execute an affidavit in order to comply with O.C.G.A. §50-14-4(b); and,
- 4) That the affidavit be included and filed with the official minutes of the meetings and shall be in a form which substantially complies with the requirements of the statute.

This 9th day of November, 2020.

Chair

ATTEST: _____
Secretary

2020 DECATUR LEGACY BOARD RETREAT
SESSION #1

Monday , November 9, 2020

9 A.M. – 12:00 NOON

Due to the Public Health State of Emergency this meeting will be held remotely

Access Instructions

There will not be a physical location for members of the public to attend. The public may view the regular meeting by registering at:

https://us02web.zoom.us/meeting/register/tZcvdOugqzloGdCjywxOmLN_eu_d8AE8AUF

AGENDA

- I. Part One 9:00 a.m. – 9:45 a.m.
 - Call to Order by Chair
 - Welcome and Introductions of the Facilitator and the Board
 - Board Service and Organizational Review – A Brief Refresher Course
 - Brief Update Of Current Programs and Activities
- II. Break 9:45 a.m. – 10:00 a.m.
- III. Part Two -- Our Role at Legacy Park 10:00 a.m. – 11:30 a.m.
 - a. Program/Project Buckets from Legacy Park Master Plan
 - b. Developing Priorities for 2021
- IV. Wrap Up
 - Additional Discussion/Questions/Comments
 - Review of Session #2 Agenda - November 17th 9 a.m. – 12 p.m.
 - Session #3 November 19th Planned 1 hour meetings of various committees (TBD)
 - Adjourn Session #1 of Board Retreat

This agenda was posted on **Wednesday, November 4, 2020.**