

DeKalb Private Hospital Authority of DeKalb County, Georgia

DeKalb Private Hospital Authority Meeting Minutes

Board Members Officers

Mr. Don Bolia
Chair of the Authority
Partner
Peachtree Government Relations

Mr. Kevin Gooch, Esq.
Vice-Chair of the Authority
Partner
Alston & Bird LLP

Ms. Miranda Mack McKenzie
Secretary of the Authority

Mr. Baoky Vu
Treasurer of the Authority

Mr. Andrew Greenberg
Board Member of the Authority
Executive Director
Georgia Game Developers Association

Ms. Kimberly Adams
Board Member of the Authority
Director at Cox Automotive, Inc.

Mr. James P. Monacell, Esq.
Counsel to the Authority
Smith, Gambrell & Russell, LLP

Date: Thursday, April 13, 2017
Time: 8:30 am
Location: Task Force for Global Health
325 Swanton Way
Decatur, GA 30030

Board Members Present:

Don Bolia, Chair
Kevin Gooch, Vice Chair
Baoky Vu, Treasurer
Tyrone Rachal, Board Member
Andrew Greenberg, Board Member

Board Members Absent:

Miranda Mack McKenzie, Secretary

Legal Counsel Present:

Jim Monacell, Smith, Gambrell & Russell, LLP

Staff Members Present:

Ray Gilley, President
Rolanda Daniel Thomas, Vice President of Operations & Business Development
Dorian DeBarr, Vice President of Finance & Administration
TJ Filipowicz, Director, Marketing & Communications
Mechel McKinley, Senior Project Manager
Kara Cooper, Project Manager
Toyasha Vaughn, Project Coordinator
Shelbia Jackson, Project Coordinator
Lesia Evans, Office Coordinator

Others Present:

Luz Borrero, DeKalb County
Mark Niese, The Atlanta Journal-Constitution
John Manson, DeKalb County
Ryan Pratt, King & Spalding
Brandy Campbell, FPA
Darlene Daly, City of Lithonia
Doug Mosses, Mauldin & Jenkins

The April meeting of the DeKalb Private Hospital Authority was called to order at 8:37 a.m. on Thursday, April 13, 2017 at Task Force for Global Health, 325 Swanton Way, Decatur, GA 30030. At the start of meeting, Chair Tyrone Rachal announced that his official resignation from the Board would be effective at the close of this meeting. He then turned the meeting over to new Chair Don Bolia who conducted the meeting.

I. CALL TO ORDER

Chairman Don Bolia presided and welcomed guests.

II. ITEMS FOR APPROVAL

III. DeKalb Private Hospital Authority:

Approval of April 13, 2017 Minutes

Mr. Rachal made a motion to approve the April 13, 2017 minutes of the DeKalb Private Hospital Authority. Mr. Vu seconded the motion, which was unanimously approved.

Approval of March 9, 2017 Special Called Meeting Minutes

Mr. Rachal made a motion to approve the March 9, 2017 minutes of the DeKalb Private Hospital Authority. Mr. Vu seconded the motion, which was unanimously approved.

IV. DeKalb Private Hospital Authority Financial Report:

Approval of January-March 2017 Financials:

Mr. DeBarr presented the January-March 2017 financial performance dashboard.

Mr. Rachal made a motion to approve the January-March 2017 Financial Report. Mr. Greenberg seconded the motion, which was unanimously approved.

V. Recommendation of Auditor for 2016:

Rhodes, Young, Black & Duncan was selected to complete the Authority's 2016 financial statement audit. During the audit, it was determined that they were not qualified to conduct a GASB audit, which is the type of audit that the Development Authority requires. To bring on a qualified auditor, the Authority requested quotes from qualified audit firms, and from the quotes obtained the Authority decided to utilize Mauldin & Jenkins for only the 2016 audit. Mauldin & Jenkins will audit the 2016 financial statements (which includes a review of all opening balances) in accordance with GASB. Decide DeKalb nor its employees have any equity or stake in Mauldin & Jenkins.

Mr. Rachal made a motion to approve the Recommendation of the Auditor for 2016. Mr. Vu seconded the motion, which was unanimously approved.

VI. Approval of IGA between DDDA and DPHA:

The Intergovernmental Agreement between Decide DeKalb Development Authority and DeKalb Private Hospital Authority allows Decide DeKalb to provide administrative, business development and financial services to the Hospital Authority to include staff time. The Hospital Authority will reimburse Decide DeKalb 20% of its operating budget for all reasonable expenses incurred by Decide DeKalb in providing administrative and development services. The Development Authority will provide the DeKalb Hospital Authority with an annual statement of services provided. The expenses relating to the Film Commission will not be included in these reimbursable expenses.

Mr. Gooch made a motion to approve the IGA between DDDA and DPHA. Mr. Rachal seconded the motion, which was unanimously approved.

VII. Children’s Healthcare of Atlanta Supplemental Bond Resolution:

The Authority considered the adoption of a supplemental bond resolution for the issuance of the series of bonds authorized by the bond resolution previously adopted by the DeKalb Private Hospital Authority, for the financing or refinancing additions, extensions or improvements to CHOA’s facilities.

Mr. Greenberg made a motion to approve the Children’s Healthcare of Atlanta Supplemental Bond Resolution. Mr. Vu seconded the motion, which was unanimously approved, except by Mr. Gooch who had recused himself.

VIII. Approval of Amended and Restated Bylaws:

During the January Work Session, Board members agreed to review, update and clarify the current existing Bylaws of the Authority. Provisions were made for the Office of President and Committee of Directors which were not present in the existing Bylaws. The Personnel Committee reviewed the Bylaws and recommended approval to the full Board. Each Board member received a copy of the existing Bylaws and draft edited Bylaws for review. A copy of the Approved Amended and Restated Bylaws is provided in the meeting file.

Mr. Rachal made a motion to approve the Amended and Restated Bylaws. Mr. Greenberg seconded the motion, which was unanimously approved.

The DeKalb Private Hospital Authority adjourned at 8:58 a.m. to convene to the Residential Care Facilities for the Elderly Authority.

Adopted by the Board in the meeting
of _____,
(Date of Meeting)

(Signature of Presiding Officer)