



AGENDA

Gainesville Work Session
Thursday, November 30, 2017, 9:00 AM
Administration Building, Board Room
300 Henry Ward Way, 3rd Floor
Mayor or Mayor Pro Tem Presides

DEPARTMENT ISSUES

Community Service Center	58th Mayors' Motorcade Presentation	Phillippa Lewis Moss
Community Service Center	2017 Employees' Community Trust Fund Campaign	Phillippa Lewis Moss
Retirement Plan A	Fiscal Year 2017 Actuarial Valuation	Malichi Waterman, Segal
Retirement Plan A	Resolution: Retirement Plan A Contract for JP Morgan Special Situation Property Fund Investment	Matt Hamby
Finance	Resolution: First Quarter Budget Adjustment for Fiscal Year 2018	Matt Hamby
Police	Pawn Shop Application for Capital Title Pawn	Debbie Jones
Water Resources	Resolution: FY2018 Water Main Improvements Design and Bidding Services	Jason Perry
Communications and Tourism	Tourism Economic Impact Update	Regina Dyer
Community Development	Public Hearing Item for the December 5, 2017 Council Meeting Request from Pro Building Systems to annex a 0.516± acre tract located on the north side of Browns Bridge Road, east of Tipton Drive and having road frontage on S Smith Road and Browns Bridge Road (a/k/a 2431 S Smith Road) and to establish zoning as General Business (G-B). Ward Number: Four. Tax Parcel Number(s): 08-015-007-004. Request: Auto collision center.	Matt Tate
Community Development	Public Hearing Item for the December 5, 2017 Council Meeting Request from Chris Patton to annex a 0.98± acre tract located on the northwest side of the intersection of Old Flowery Branch Road and Memorial Park Drive (a/k/a 2510 Old Flowery Branch Road; 2026 Memorial Park Drive) and to establish zoning as Residential-II (R-II). Ward Number: Four. Tax Parcel Number(s): 08-014-005-005 and 006. Request: 9 apartment units.	Matt Tate

CITY MANAGER ISSUES

MAYOR/COUNCIL ISSUES

Appointment(s): Gainesville Non-Profit Development Foundation	Danny Dunagan
Appointment(s): Historic Preservation Commission	Danny Dunagan
Ex-Officio Report(s)	

CITY ATTORNEY ISSUES

CITY CLERK ISSUES

EXECUTIVE SESSION

ADJOURNMENT

Final: Tuesday, November 28, 2017, 9:31 AM

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 10/18/2017
Presenter: Phillippa Lewis Moss
Item of Business: 58th Mayors' Motorcade Presentation
Meeting Date: 11/30/2017

Purpose of Request:

For Council to present check and gifts to representatives of AVITA Community Partners. These gifts will be shared with AVITA consumers.

History/Background:

The Mayor's Motorcade is a statewide project sponsored by the Georgia Municipal Association. This is the 58th year that this program has been active.

Facts & Issues for Consideration:

Money and gifts are donated by City of Gainesville staff and friends.

Department Recommendation:

Council to present check and gifts to representatives of AVITA Community Partners who will then redistribute to consumers.

Department Director:

Phillippa Lewis Moss

If funding is involved, are funds approved within the current budget?

No

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 10/18/2017
Presenter: Phillippa Lewis Moss
Item of Business: 2017 Employees' Community Trust Fund Campaign
Meeting Date: 11/30/2017

Purpose of Request:

To announce the results of the 2017 Employees' Community Trust Fund Campaign.

History/Background:

The City of Gainesville has had an Employees' Community Trust Fund campaign for more than two decades. This year, employees raised money that will be redistributed to local nonprofit agencies and some charitable city programs such as Children At Play, Meals on Wheels, You're The Reason Scholarship Fund, and Employee Trust Fund.

Facts & Issues for Consideration:

City employees are invited each year to donate monies to various nonprofit agencies and charitable city programs. The results of the 2017 campaign will be announced during the work session.

Department Recommendation:

Acknowledge department and division representatives for their success with the campaign.

Department Director:

Phillippa Lewis Moss

If funding is involved, are funds approved within the current budget?

No

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/16/2017
Presenter: Malichi Waterman, Segal
Item of Business: Fiscal Year 2017 Actuarial Valuation
Meeting Date: 11/30/2017

Purpose of Request:

The purpose of this request is to present the Fiscal Year 2017 Actuarial Valuation report from Segal Consulting.

History/Background:

Retirement Plan A submits data to the actuarial firm on an annual basis for the purpose of preparing an Actuarial Valuation and GASB Reports. The fiscal year end data was submitted to Segal Consulting in August 2017.

Facts & Issues for Consideration:

Segal Consulting presented the report to the Retirement Board on November 14, 2017. The Board accepted the report as presented and recommended presentation to the governing body.

Department Recommendation:

No action is required by the governing body.

Department Director:

David Frazier

If funding is involved, are funds approved within the current budget?

Amount Requested: **Source of Funds:**

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description	Type
☐ FY2017 Actuarial Valuation Summary	Powerpoint Presentation
☐ FY2017 Actuarial Valuation	Report



Retirement Plan A

ACTUARIAL REVIEW AS OF JULY 1, 2017

Highlights

- ▶ As of July 1, 2017, the Plan continues to meet all Georgia funding requirements as well as standards established by the Government Accounting Standards Board (GASB).
- ▶ There were no assumption changes or plan changes reflected this year.
- ▶ On November 14, 2017 the Board adopted the valuation results and voted to maintain current contribution levels.

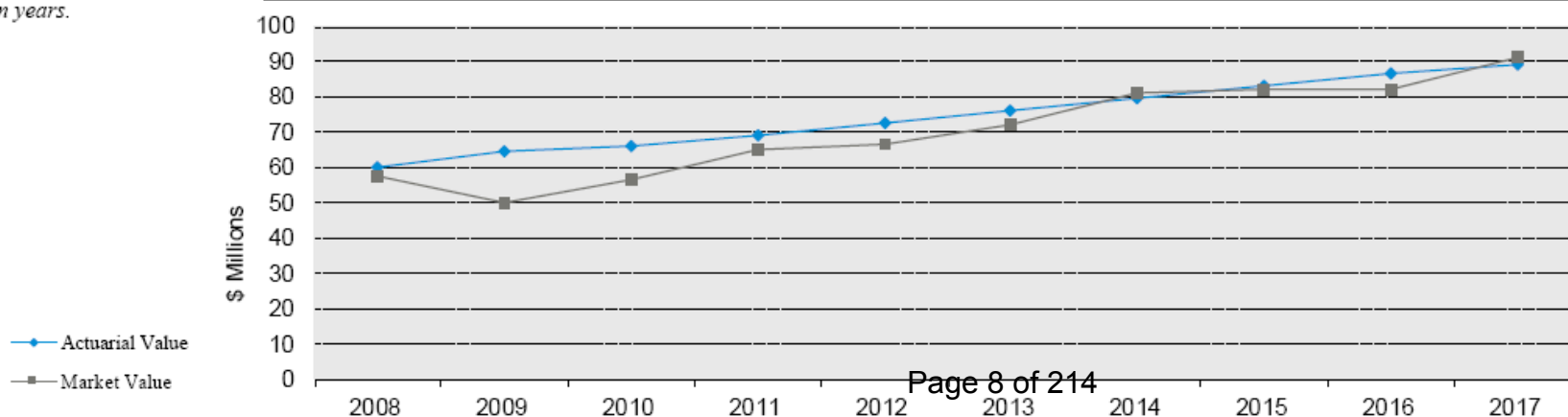
Funding

- ▶ Due to experience losses in plan for the past year, it was recommended that the contribution rate increase; however, **if total contributions remain unchanged, funding obligations will be met for the 2017-2018 fiscal year.**
- ▶ The actuarial value of assets used for funding reflects a ten-year smoothing of gains and losses. As of June 30, 2017, the actuarial value of assets was 97.7% of market value, and there are \$2,117,838 in deferred investment gains that will be recognized in future years.

This chart shows the change in the actuarial value of assets versus the market value over the past ten years.

CHART 8

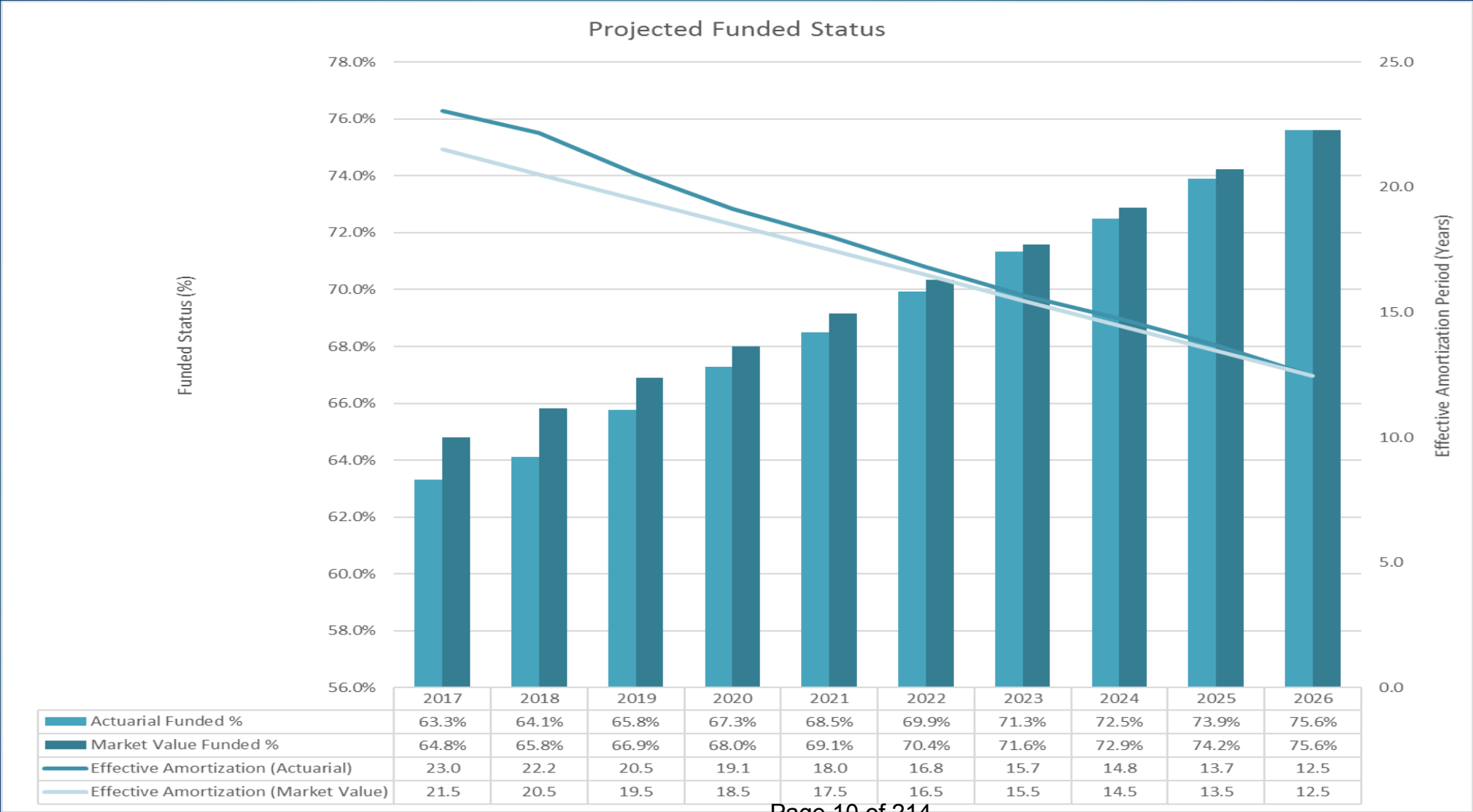
Actuarial Value of Assets vs. Market Value of Assets as of June 30, 2008 – 2017



Funding Cont.

- ▶ Based on current contributions, the effective amortization period is 23 years. This is shorter than the maximum period allowed under Georgia state law and current GASB standards of 30 years.
- ▶ Based on the recommended contribution amount, the net effective period for amortizing the unfunded actuarial accrued liability for the plan is 12.7 years, down from 13.4 years in the prior valuation.

Funding Cont.



Conclusion

- ▶ The market value return for the year ended June 30, 2017 was 13.99%; however, the smoothed actuarial basis was 5.64%. The assumed rate of return was 7.25%.
- ▶ The funded ratio is 63.31%, on a actuarial basis, it is expected to gradually improve.
- ▶ The net effective period for amortizing the unfunded liability is 23 years, assuming annual contribution rates remain unchanged.
- ▶ On November 14, 2017 the Board adopted the valuation results and voted to maintain current contribution levels.
- ▶ The Plan continues to meet all Georgia funding requirements as well as standards established by the Government Accounting Standards Board (GASB).

The Small Print

- This presentation is intended for the use of interested parties of the Plan, and is a supplement to Segal Consulting's full valuation report for the Plan as of July 1, 2017.
- Please refer to the full valuation report for a description of assumptions and plan provisions reflected in the results shown in this presentation. The report also includes more comprehensive information regarding the Plan's membership, assets, and experience during the most recent plan year.
- Projections, by their nature, are not a guarantee of future results. They are intended to serve as estimates of future financial outcomes that are based on assumptions about future experience and the information available to us at the time the modeling is undertaken and completed. The projected future results included in this presentation show how the System would be affected if specific investment return, salary, mortality, turnover, disability and retirement assumptions are met. Actual results may differ due to such variables as demographic experience, the economy, stock market performance and the regulatory environment.
- The calculations included in this presentation were completed under the supervision of Malichi S. Waterman, FCA, MAAA, EA.

City of Gainesville Retirement Plan A

Actuarial Valuation and Review as of
July 1, 2017

A large, stylized blue arrow pointing to the right, with the Segal Consulting logo and name inside it.

✦ Segal Consulting



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October 27, 2017

*Board of Trustees
City of Gainesville Retirement Plan A
300 Henry Ward Way
Gainesville, GA 30503-2496*

Dear Board Members:

We are pleased to submit this Actuarial Valuation and Review as of July 1, 2017. It summarizes the actuarial data used in the valuation, analyzes the 2016-2017 year's experience and establishes the funding requirements for fiscal 2019.

This report was prepared in accordance with generally accepted actuarial principles and practices at the request of the Board to assist in administering the Retirement Plan. The census information and financial information on which our calculations were based was prepared by the staff of the City of Gainesville. That assistance is gratefully acknowledged. Segal Consulting does not audit the data provided; the accuracy and comprehensiveness of the data is the responsibility of those supplying it. To the extent we can, however, Segal Consulting does review the data for reasonableness and consistency. Based on our review of the data, we have no reason to doubt the substantial accuracy of the information on which we have based this report and we have no reason to believe there are facts or circumstances that would affect the validity of these results.

The measurements shown in this actuarial valuation may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements (such as the end of an amortization period); and changes in plan provisions or applicable law.

The actuarial calculations were directed under the supervision of B. Danelle Cook, ASA, MAAA, Enrolled Actuary. Ms. Cook is a member of the American Academy of Actuaries and meets the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of our knowledge, the information supplied in the actuarial valuation is complete and accurate. Further, in our opinion, the assumptions as approved by the Board are reasonably related to the experience of and the expectations for the Plan.

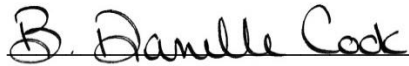
The actuary hereby certifies that the City of Gainesville Retirement Plan A has been funded in conformity with the minimum funding standards specified in Code Section 47-20-10 of the Official Code of Georgia Annotated known as the Public Retirement Systems Standards Law. This certification covers the 2016-2017 plan year.

We look forward to reviewing this report at your next meeting and to answering any questions.

Sincerely,

Segal Consulting, a Member of The Segal Group, Inc.

By: 
Malichi S. Waterman, FCA, MAAA
Consulting Actuary
Enrolled Actuary No. 17-7141


B. Danelle Cook, ASA, MAAA
Associate Actuary
Enrolled Actuary No. 17-7241

SECTION 1

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SECTION 1: Valuation Summary for the City of Gainesville Retirement Plan A

Purpose

This report has been prepared by Segal Consulting to present a valuation of the City of Gainesville Retirement Plan A as of July 1, 2017. The valuation was performed to determine whether the assets and contributions are sufficient to provide the prescribed benefits. The contribution requirements presented in this report are based on:

- The benefit provisions of the Retirement Plan, as administered by the Board;
- The characteristics of covered active participants, inactive vested participants, and retired participants and beneficiaries as of June 30, 2017, provided by the City;
- The assets of the Plan as of June 30, 2017, provided by the City;
- Economic assumptions regarding future salary increases and investment earnings; and
- Other actuarial assumptions, regarding employee terminations, retirement, death, etc.

The assumptions and methods used to value the Plan were approved by the Board of Trustees based on the five-year experience study for the period ended June 30, 2015.

Significant Issues in Valuation Year

The following key findings were the result of this actuarial valuation:

1. This July 1, 2017 valuation determines the recommended contribution for the 2018-2019 fiscal year, based on the funding requirements of Georgia Code Section 47-20-10(b). The recommended contribution as a dollar amount has increased over last year, from \$7,718,740 to \$8,319,152. As a percentage of total payroll, the contribution has increased from 31.80% to 33.96%. The increase in recommended contribution is primarily due to experience losses for the year. See Section 2, Chart 14 for a detailed reconciliation of the increase.
2. The funding of the Plan is the joint responsibility of the employer and the employees. City and employee contributions combined are 26.40% of payroll, which is 7.56% less than the recommended contribution. As stated above, for fiscal year-end 2019 the recommended contribution is \$8,319,152. This amount is the total normal cost plus the sum of the amortization payments for bases as determined under Georgia law. The average period for the bases in the determination of the recommended contribution is 12.7 years. The current contribution rate of 26.40% of pay is amortizing the unfunded actuarial accrued liability over an effective period of 23.0 years. The longest amortization period currently allowed by state law is 30 years, and therefore the Plan is in compliance.

SECTION 1: Valuation Summary for the City of Gainesville Retirement Plan A

3. As of July 1, 2017, the Georgia Minimum Funding Credit Balance has been depleted.
4. The funded ratio for this Plan, based on the actuarial value of assets, decreased from 64.08% as of July 1, 2016 to 63.31% as of July 1, 2017. The last ten years of funding progress are shown in Exhibit III of Section 4.
5. The recommended contribution is based on an actuarial value of assets that reflects a 10-year smoothing of market value investment gains and losses beginning July 1, 2007. The market value rate of return for the year ended June 30, 2017 was 13.99%. This resulted in an investment gain of \$5.5 million on a market value basis when compared to the long-term investment return assumption of 7.25%. The rate of return on an actuarial basis was 5.64%, which was lower than the assumption of 7.25%. This resulted in an investment loss of \$1,379,158 on an actuarial basis for the year ended June 30, 2017. The actuarial value of assets equals 97.7% of market value as of the valuation date.
6. There were no assumption changes or plan changes reflected for the first time with this valuation.
7. The actuarial valuation report as of July 1, 2017 is based on financial information as of June 30, 2017. Changes in the value of assets subsequent to that date are not reflected and could affect the future actuarial costs of the Plan. We are prepared to work with the City to model the effects of these and any other subsequent developments.
8. The disclosures required for compliance with GASB Statement No. 67, *Financial Reporting for Pension Plans*, and Statement No. 68, *Accounting and Financial Reporting for Pensions* were released to the City's Finance Department on October 13, 2017.

SECTION 1: Valuation Summary for the City of Gainesville Retirement Plan A

Summary of Key Valuation Results

	July 1, 2017 Valuation	July 1, 2016 Valuation
Contributions for fiscal year beginning July 1 (City plus participants):	2018	2017
Recommended (prior to application of credit balance) ¹	\$8,319,152	\$7,718,740 ¹
As a percentage of payroll	33.96%	31.80%
Minimum (taking credit balance into account) ¹	8,319,152	7,592,372 ¹
Actual contribution rate	26.40%	26.40%
Effective amortization period	23.0 years	21.0 years
Funding elements for plan year beginning July 1:	2017	2016
Normal cost, including administrative expenses	\$2,678,809	\$2,638,362
Market value of assets	91,311,628	82,217,921
Actuarial value of assets	89,193,790	86,628,934
Actuarial accrued liability	140,895,035	135,198,456
Unfunded actuarial accrued liability	51,701,245	48,569,522
Funded ratio - Actuarial basis	63.31%	64.08%
Funded ratio - Market basis	64.81%	60.81%
Demographic data for plan year beginning July 1:	2017	2016
Number of retired participants and beneficiaries	265	247
Number of vested former participants ²	35	29
Number of active participants	486	489
Projected total payroll	\$23,784,772	\$23,563,546
Average payroll	48,940	48,187
Projected payroll for fiscal year	\$24,498,315	\$24,270,452

¹As of July 1, 2017 the credit balance has been depleted.

²Includes 25 former participants with contributions remaining in the plan as of June 30, 2017 and 21 as of June 30, 2016.

SECTION 1: Valuation Summary for the City of Gainesville Retirement Plan A

Important Information About Actuarial Valuations

An actuarial valuation is a budgeting tool with respect to the financing of future projected obligations of a pension plan. It is an estimated forecast – the actual long-term cost of the plan will be determined by the actual benefits and expenses paid and the actual investment experience of the plan.

In order to prepare a valuation, Segal Consulting (“Segal”) relies on a number of input items. These include:

- **Plan of benefits** Plan provisions define the rules that will be used to determine benefit payments, and those rules, or the interpretation of them, may change over time. Even where they appear precise, outside factors may change how they operate. It is important to keep Segal informed with respect to plan provisions and administrative procedures, and to review the plan summary included in our report to confirm that Segal has correctly interpreted the plan of benefits.
- **Participant data** An actuarial valuation for a plan is based on data provided to the actuary by the City. Segal does not audit such data for completeness or accuracy, other than reviewing it for obvious inconsistencies compared to prior data and other information that appears unreasonable. It is important for Segal to receive the best possible data and to be informed about any known incomplete or inaccurate data.
- **Assets** The valuation is based on the market value of assets as of the valuation date, as provided by the City. The Plan uses an “actuarial value of assets” that differs from market value to gradually reflect year-to-year changes in the market value of assets in determining the contribution requirements.
- **Actuarial assumptions** In preparing an actuarial valuation, Segal projects the benefits to be paid to existing plan participants for the rest of their lives and the lives of their beneficiaries. This projection requires actuarial assumptions as to the probability of death, disability, withdrawal, and retirement of each participant for each year. In addition, the benefits projected to be paid for each of those events in each future year reflect actuarial assumptions as to salary increases and cost-of-living adjustments. The projected benefits are then discounted to a present value, based on the assumed rate of return that is expected to be achieved on the plan’s assets. There is a reasonable range for each assumption used in the projection and the results may vary materially based on which assumptions are selected. It is important for any user of an actuarial valuation to understand this concept. Actuarial assumptions are periodically reviewed to ensure that future valuations reflect emerging plan experience. While future changes in actuarial assumptions may have a significant impact on the reported results, that does not mean that the previous assumptions were unreasonable.

SECTION 1: Valuation Summary for the City of Gainesville Retirement Plan A

The user of Segal's actuarial valuation (or other actuarial calculations) should keep the following in mind:

- The actuarial valuation is prepared at the request of the Retirement Board. Segal is not responsible for the use or misuse of its report, particularly by any other party.
- An actuarial valuation is a measurement of the plan's assets and liabilities at a specific date. Accordingly, except where otherwise noted, Segal did not perform an analysis of the potential range of future financial measures. The actual long-term cost of the plan will be determined by the actual benefits and expenses paid and the actual investment experience of the plan.
- If the City is aware of any event or trend that was not considered in this valuation that may materially change the results of the valuation, Segal should be advised, so that we can evaluate it.
- Segal does not provide investment, legal, accounting, or tax advice. Segal's valuation is based on our understanding of applicable guidance in these areas and of the plan's provisions, but they may be subject to alternative interpretations. The Retirement Board should look to their other advisors for expertise in these areas.

As Segal Consulting has no discretionary authority with respect to the management or assets of the Plan, it is not a fiduciary in its capacity as actuaries and consultants with respect to the Plan.

SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

A. PARTICIPANT DATA

The Actuarial Valuation and Review considers the number and demographic characteristics of covered participants, including active participants, vested terminated participants, retired participants and beneficiaries.

This section presents a summary of significant statistical data on these participant groups.

More detailed information for this valuation year and the preceding valuation can be found in Section 3, Exhibits A, B, and C.

A historical perspective of how the participant population has changed over the past ten valuations can be seen in this chart.

CHART 1

Participant Population: 2008 – 2017

Year Ended June 30	Active Participants	Vested Terminated Participants*	Retired Participants and Beneficiaries	Ratio of Non-Actives to Actives
2008	493	6	176	0.37
2009	471	7	189	0.42
2010	472	9	197	0.44
2011	477	11	202	0.45
2012	484	11	210	0.46
2013	487	13	217	0.47
2014	476	15	230	0.51
2015	488	25	239	0.54
2016	489	29	247	0.56
2017	486	35	265	0.62

**Includes terminated participants with contributions remaining in the Plan.*

SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

Active Participants

Plan costs are affected by the age, years of service and payroll of active participants. In this year's valuation, there were 486 active participants with an average age of 42.2, average years of benefit service of 9.3 years and average payroll of \$48,940. The 489 active participants in the prior valuation had an average age of 42.7, average benefit service of 9.6 years and average payroll of \$48,187.

Inactive Participants

In this year's valuation, there were ten participants with a vested right to a deferred or immediate vested benefit. In addition, there were 25 participants entitled to a return of their employee contributions.

These graphs show a distribution of active participants by age and by years of service.

CHART 2

Distribution of Active Participants by Age as of June 30, 2017

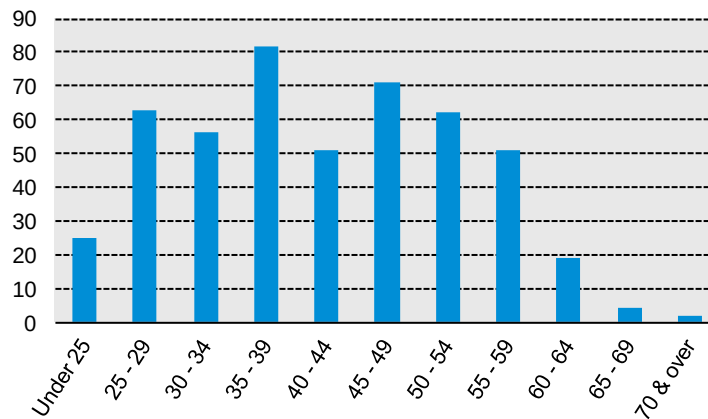
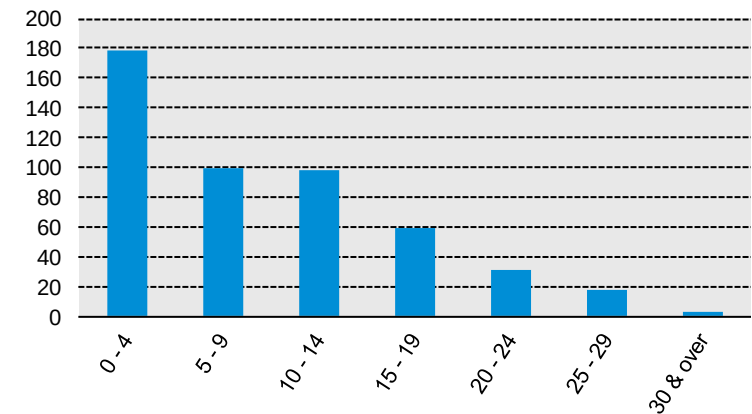


CHART 3

Distribution of Active Participants by Years of Service as of June 30, 2017



SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

Retired Participants and Beneficiaries

As of June 30, 2017, 242 retired participants and 23 beneficiaries were receiving total monthly benefits of \$650,270. For comparison, in the previous valuation, there were 227 retired participants and 20 beneficiaries receiving monthly benefits of \$596,073.

These graphs show a distribution of the current retired participants and beneficiaries based on their monthly amount and age, by type of pension.

CHART 4

Distribution of Retired Participants and Beneficiaries by Type and by Monthly Amount as of June 30, 2017

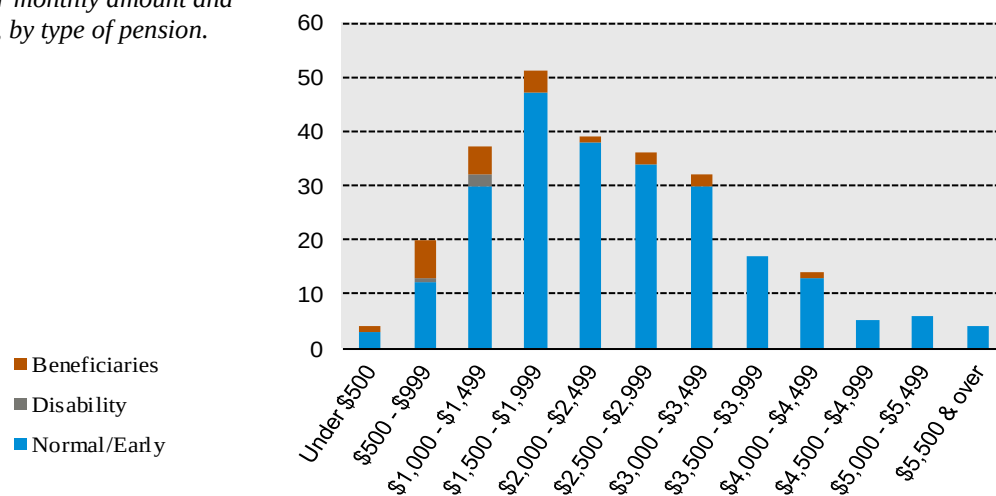
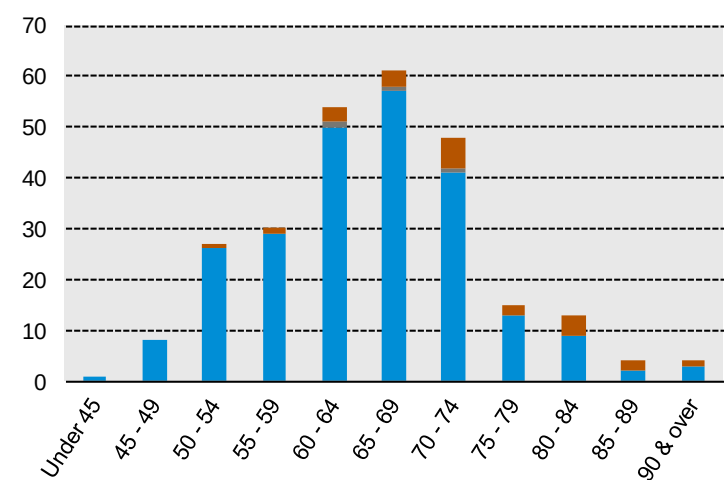


CHART 5

Distribution of Retired Participants and Beneficiaries by Type and by Age as of June 30, 2017



SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

B. FINANCIAL INFORMATION

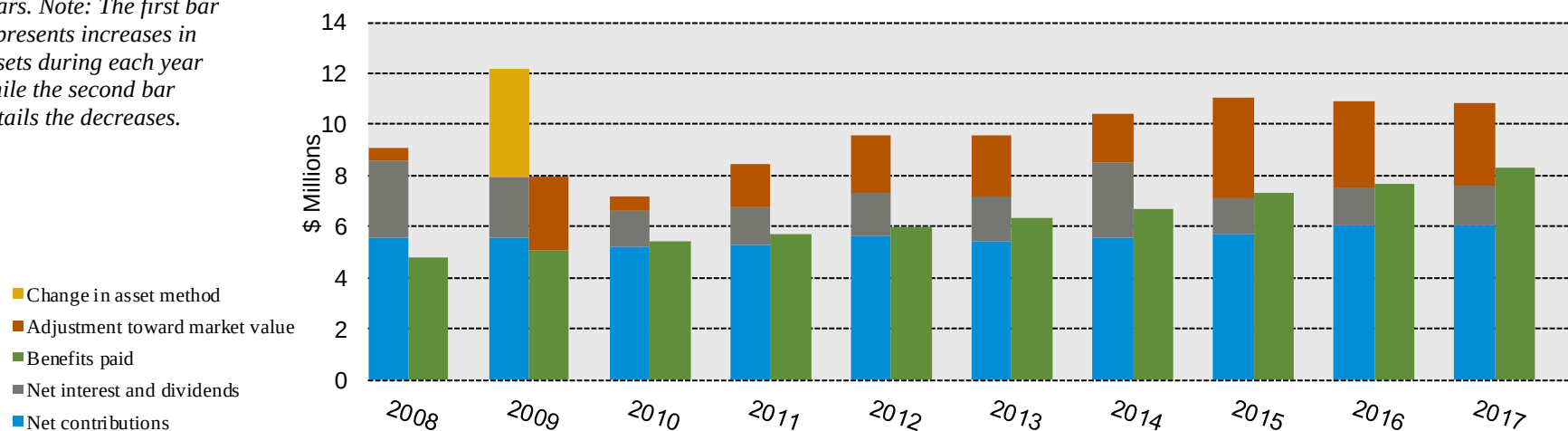
Retirement plan funding anticipates that, over the long term, both contributions (less administrative expenses) and net investment earnings (less investment fees) will be needed to cover benefit payments.

Retirement plan assets change as a result of the net impact of these income and expense components. Additional financial information, including a summary of these transactions for the valuation year, is presented in Section 3, Exhibits D, E and F.

The chart depicts the components of changes in the actuarial value of assets over the last ten years. Note: The first bar represents increases in assets during each year while the second bar details the decreases.

CHART 6

Comparison of Increases and Decreases in the Actuarial Value of Assets for Years Ended June 30, 2008 – 2017



SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

It is desirable to have level and predictable plan costs from one year to the next. For this reason, the Board has approved an asset valuation method that gradually adjusts to market value. Under this valuation method, the full value of market fluctuations is not recognized in a single year and, as a result, the asset value and the plan costs are more stable.

The amount of the adjustment to recognize market value is treated as income, which may be positive or negative. Realized and unrealized gains and losses are treated equally and, therefore, the sale of assets has no immediate effect on the actuarial value.

The chart shows the determination of the actuarial value of assets as of the valuation date.

CHART 7

Determination of Actuarial Value of Assets for Year Ended June 30, 2017

1. Market value of assets, June 30, 2017				\$91,311,628
2. Calculation of unrecognized return	<u>Original Amount¹</u>	<u>Percent Deferred</u>	<u>Unrecognized Return²</u>	
(a) Year ended June 30, 2017	\$5,469,492	90%	\$4,922,543	
(b) Year ended June 30, 2016	-4,450,612	80%	-3,560,490	
(c) Year ended June 30, 2015	-3,275,222	70%	-2,292,655	
(d) Year ended June 30, 2014	4,703,922	60%	2,822,353	
(e) Year ended June 30, 2013	1,330,279	50%	665,140	
(f) Year ended June 30, 2012	-3,099,572	40%	-1,239,829	
(g) Year ended June 30, 2011	4,886,516	30%	1,465,955	
(h) Year ended June 30, 2010	2,752,683	20%	550,536	
(i) Year ended June 30, 2009	-12,157,151	10%	-1,215,715	
(j) Year ended June 30, 2008	-6,753,921	0%	<u>0</u>	
(k) Total unrecognized return				2,117,838
3. Preliminary actuarial value: (1) - (2k)				89,193,790
4. Adjustment to be within 30% corridor				0
5. Final actuarial value of assets as of June 30, 2017: (3) + (4)				<u>\$89,193,790</u>
6. Actuarial value as a percentage of market value: (5) ÷ (1)				97.7%
7. Amount deferred for future recognition: (1) - (5)				\$2,117,838

¹Total return minus expected return on a market value basis

²Recognition at 10% per year over 10 years

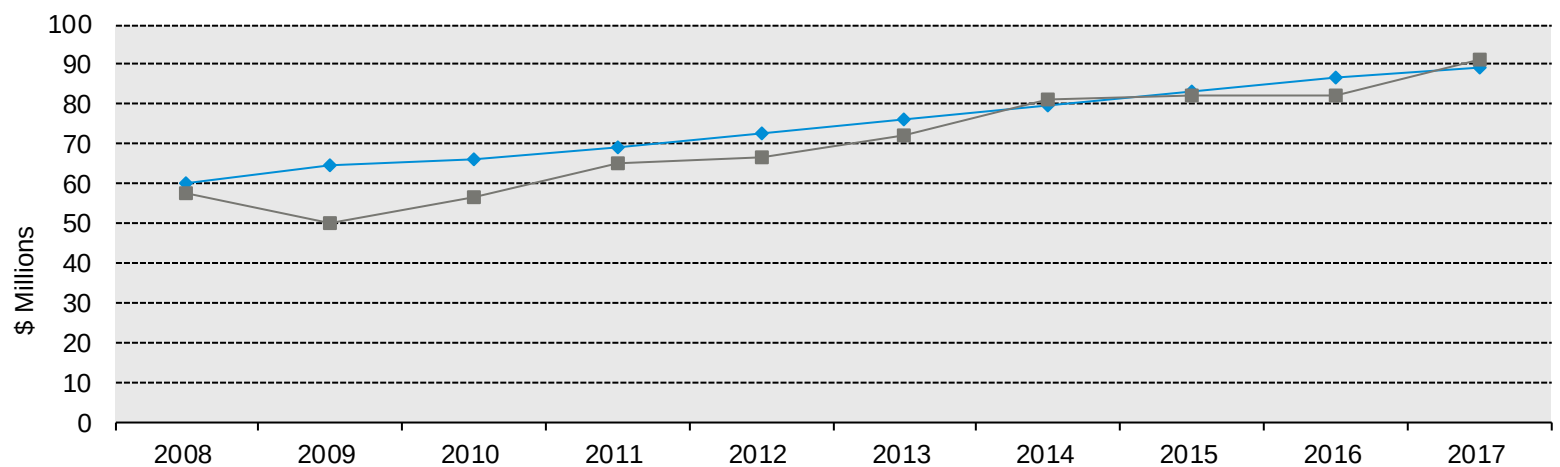
SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

Both the actuarial value and market value of assets are representations of the Retirement Plan's financial status. As investment gains and losses are gradually taken into account, the actuarial value of assets tracks the market value of assets. The actuarial asset value is significant because the Plan's liabilities are compared to these assets to determine what portion, if any, remains unfunded. Amortization of the unfunded actuarial accrued liability is an important element in determining the contribution requirement.

This chart shows the change in the actuarial value of assets versus the market value over the past ten years.

CHART 8

Actuarial Value of Assets vs. Market Value of Assets as of June 30, 2008 – 2017



SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

C. ACTUARIAL EXPERIENCE

To calculate the required contribution, assumptions are made about future events that affect the amount and timing of benefits to be paid and assets to be accumulated. Each year actual experience is measured against the assumptions. If overall experience is more favorable than anticipated (an actuarial gain), the contribution requirement will decrease from the previous year. On the other hand, the contribution requirement will increase if overall actuarial experience is less favorable than expected (an actuarial loss).

Taking account of experience gains or losses in one year without making a change in assumptions reflects the belief that the single year's experience was a short-term

development and that, over the long term, experience will return to the original assumptions. For contribution requirements to remain stable, assumptions should approximate experience.

If assumptions are changed, the contribution requirement is adjusted to take into account a change in experience anticipated for all future years.

The total loss is \$3,218,113, including losses of \$1,379,158 from investments and \$1,838,955 from all other sources. The net experience variation from individual sources other than investments was 1.3% of the actuarial accrued liability. A discussion of the major components of the actuarial experience is on the following pages.

This chart provides a summary of the actuarial experience during the past year.

CHART 9

Actuarial Experience for Year Ended June 30, 2017

1. Net loss from investments*	-\$1,379,158
2. Net loss from administrative expenses	-36,329
3. Net loss from other experience	<u>-1,802,626</u>
4. Net experience loss: (1) + (2) + (3)	-\$3,218,113

* Details in Chart 10

SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

Investment Rate of Return

A major component of projected asset growth is the assumed rate of return. The assumed return should represent the expected long-term rate of return, based on the Retirement Plan's investment policy. For valuation purposes, the assumed rate of return on the actuarial value of assets is 7.25%. The actual rate of return on an actuarial basis for the 2016-2017 plan year was 5.64%.

Since the actual return for the year was less than the assumed return, the Plan experienced an actuarial loss during the year ended June 30, 2017 with regard to its investments.

This chart shows the loss due to investment experience.

CHART 10

Actuarial Value Investment Experience for Year Ended June 30, 2017

1. Actual return	\$4,819,702
2. Average value of assets	85,501,511
3. Actual rate of return: (1) ÷ (2)	5.64%
4. Assumed rate of return	7.25%
5. Expected return: (2) x (4)	\$6,198,860
6. Actuarial loss: (1) – (5)	<u>-\$1,379,158</u>

SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

Because actuarial planning is long term, it is useful to see how the assumed investment rate of return has followed actual experience over time. The chart below shows the rate of return on an actuarial basis compared to the market value investment return for the last ten years, including five-year and ten-year averages.

Based upon this experience and future expectations, the Board has maintained the assumed rate of return of 7.25%.

CHART 11

Investment Return – Actuarial Value vs. Market Value: 2008 - 2017

Year Ended June 30	Net Interest and Dividend Income*		Recognition of Capital Appreciation		Change in Asset Method		Actuarial Value Investment Return		Market Value Investment Return	
	Amount	Percent	Amount	Percent	Amount	Percent	Amount	Percent	Amount	Percent
2008	\$3,034,225	5.39%	\$521,848	0.93%	--	--	\$3,556,073	6.32%	-\$2,293,335	-3.86%
2009	2,386,846	3.95	-2,830,742	-4.68	\$4,257,814	7.04%	3,813,918	6.31	-7,822,179	-13.53
2010	1,414,939	2.20	573,492	0.89	--	--	1,988,431	3.09	6,509,428	13.00
2011	1,446,443	2.19	1,736,350	2.63	--	--	3,182,793	4.82	9,108,468	16.18
2012	1,690,567	2.45	2,187,819	3.18	--	--	3,878,386	5.63	1,779,127	2.74
2013	1,734,256	2.40	2,405,755	3.33	--	--	4,140,011	5.74	6,298,042	9.51
2014	3,007,742	3.99	1,889,272	2.51	--	--	4,897,014	6.50	10,066,981	14.08
2015	1,371,089	1.74	3,921,941	4.98	--	--	5,293,030	6.71	2,740,115	3.42
2016	1,472,246	1.78	3,415,244	4.14	--	--	4,887,490	5.92	1,651,839	2.03
2017	<u>1,516,628</u>	1.77	<u>3,303,074</u>	3.87	<u>--</u>	<u>--</u>	<u>4,819,702</u>	5.64	<u>11,348,553</u>	13.99
Total	\$19,074,981		\$17,124,053		\$4,257,814		\$40,456,848		\$39,387,037	
								Five-year average return	6.10%	8.44%
								Ten-year average return	5.69%	5.89%

*Net of investment expenses. Years prior to 2017 are also net of administrative expenses.

Note: Each year's yield is weighted by the average asset value in that year.

SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

Subsection B described the actuarial asset valuation method that gradually takes into account fluctuations in the market value rate of return. The effect of this is to stabilize the actuarial rate of return, which contributes to leveling pension plan costs.

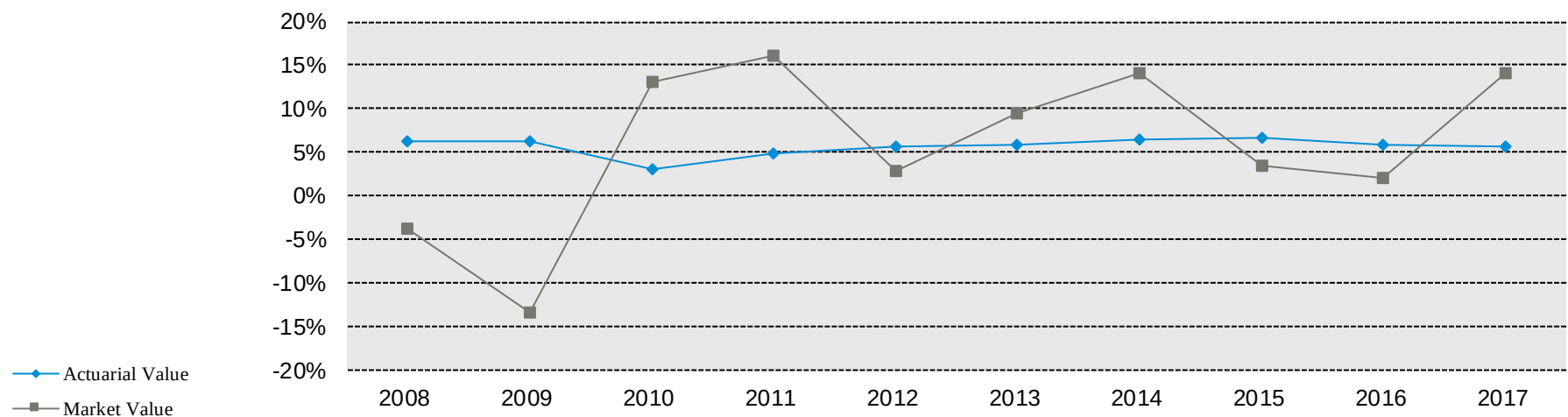
Administrative Expenses

Administrative expenses for the year ended June 30, 2017 totaled \$165,260 compared to the assumption of \$130,000. This resulted in a loss of \$36,329 when adjusted for timing. We have maintained the assumption of \$130,000 for the current year. We will continue to monitor this assumption in future valuations.

This chart illustrates how this leveling effect has actually worked over the years 2008 - 2017.

CHART 12

Market and Actuarial Rates of Return for Years Ended June 30, 2008 - 2017



SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

Other Experience

There are other differences between the expected and the actual experience that appear when the new valuation is compared with the projections from the previous valuation. These include:

- the extent of turnover among the participants,
- retirement experience (earlier or later than expected),
- mortality (more or fewer deaths than expected),
- the number of disability retirements, and
- salary increases different than assumed.

The net loss from this other experience for the year ended June 30, 2017 amounted to \$1,802,626, which is 1.3% of the actuarial accrued liability.

SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

D. RECOMMENDED CONTRIBUTION

The amount of annual contribution required to fund the Plan is comprised of a normal cost payment and a payment on the unfunded actuarial accrued liability. This total amount is then divided by the projected payroll for active members to determine the funding rate of 33.96% of payroll.

The City has adopted financing periods of 15 years for experience gains and losses, 30 years for assumption and method changes, 20 years for benefit improvements affecting active employees and 10 years for benefit

improvements affecting inactive employees. The current average period for the bases in the determination of the recommended contribution is 12.7 years.

The total contribution rate of 26.40% of pay is amortizing the unfunded actuarial accrued liability over an effective period of 23.0 years. This is a reasonable amortization period and complies with the funding requirements of Georgia state laws.

The chart compares this valuation's recommended contribution with the prior valuation.

CHART 13
Recommended Contribution

	Year Beginning July 1			
	2018		2017	
	Amount	% of Projected Payroll	Amount	% of Projected Payroll
1. Normal cost	\$2,553,203	10.42%	\$2,512,756	10.35%
2. Administrative expenses	<u>125,606</u>	<u>0.51%</u>	<u>125,606</u>	<u>0.52%</u>
3. Total normal cost: (1) + (2)	\$2,678,809	10.93%	\$2,638,362	10.87%
4. Actuarial accrued liability	140,895,035		135,198,456	
5. Actuarial value of assets	<u>89,193,790</u>		<u>86,628,934</u>	
6. Unfunded actuarial accrued liability: (4) - (5)	\$51,701,245		\$48,569,522	
7. Payment on unfunded actuarial accrued liability	5,115,494	20.88%	4,593,409	18.93%
8. Total recommended contribution: (3) + (7), adjusted for timing*	<u>\$8,319,152</u>	<u>33.96%</u>	<u>\$7,718,740</u>	<u>31.80%</u>
9. Projected credit balance	0		126,368	
10. Recommended contribution adjusted by credit balance: (8) - (9)	<u>\$8,319,152</u>	<u>33.96%</u>	<u>\$7,592,372</u>	<u>31.28%</u>
11. Valuation payroll projected to fiscal year	\$24,498,315		\$24,270,452	

*Fiscal year contributions are based on the valuation liabilities and assets determined one year prior.

SECTION 2: Valuation Results for the City of Gainesville Retirement Plan A

The contribution requirements as of July 1, 2017 are based on all of the data described in the previous sections, the actuarial assumptions described in Section 4, and the Plan provisions adopted at the time of preparation of the Actuarial Valuation. They include all changes affecting future costs, adopted benefit changes, actuarial gains and losses and changes in the actuarial assumptions.

Reconciliation of Recommended Contribution

The chart below details the changes in the recommended contribution from the prior valuation to the current year's valuation.

The chart reconciles the contribution from the prior valuation to the amount determined in this valuation.

CHART 14

Reconciliation of Recommended Contribution from Fiscal Year Beginning July 1, 2017 to July 1, 2018

Recommended Contribution as of July 1, 2017	\$7,718,740
Effect of expected change in amortization payment due to payroll growth	147,082
Effect of investment loss	128,274
Effect of other gains and losses on accrued liability	171,039
Effect of net other changes	<u>154,017</u>
Total change	<u>\$600,412</u>
Recommended Contribution as of July 1, 2018	\$8,319,152

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT A

Table of Plan Coverage

	Year Ended June 30		Change From Prior Year
Category	2017	2016	
Active participants in valuation:			
Number	486	489	-0.6%
Average age	42.2	42.7	N/A
Average eligibility service	9.7	10.0	N/A
Average benefit service	9.3	9.6	N/A
Projected total payroll	\$23,784,772	\$23,563,546	0.9%
Projected average payroll	48,940	48,187	1.6%
Account balances	22,878,446	23,167,273	-1.2%
Total active vested participants	223	220	1.4%
Vested terminated participants*	35	29	20.7%
Retired participants:			
Number in pay status	239	223	7.2%
Average age	65.2	64.9	N/A
Average monthly benefit	\$2,553	\$2,497	2.2%
Disabled participants:			
Number in pay status	3	4	-25.0%
Average age	66.5	65.7	N/A
Average monthly benefit	\$1,053	\$1,222	-13.8%
Beneficiaries in pay status:			
Number in pay status	23	20	15.0%
Average age	73.7	74.3	N/A
Average monthly benefit	\$1,610	\$1,718	-6.3%

*Includes 25 former participants with contributions remaining in the plan as of June 30, 2017 and 21 as of June 30, 2016.

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT B

Participants in Active Service as of June 30, 2017 By Age, Years of Service, and Average Payroll

Age	Years of Service							
	Total	0 - 4	5 - 9	10 - 14	15 - 19	20 - 24	25 - 29	30 & over
Under 25	25	25	--	--	--	--	--	--
	\$32,399	\$32,399	--	--	--	--	--	--
25 - 29	63	54	9	--	--	--	--	--
	38,174	36,814	\$46,333	--	--	--	--	--
30 - 34	56	24	20	12	--	--	--	--
	43,703	39,006	44,561	\$51,667	--	--	--	--
35 - 39	82	21	24	28	9	--	--	--
	47,890	37,772	49,738	51,862	\$54,213	--	--	--
40 - 44	51	12	5	14	17	3	--	--
	58,186	51,737	51,438	54,390	66,255	\$67,221	--	--
45 - 49	71	15	15	9	13	15	4	--
	57,577	43,333	53,129	55,462	57,697	74,080	\$70,158	--
50 - 54	62	14	11	11	10	7	8	1
	51,970	38,569	50,280	48,299	55,721	63,724	59,978	\$114,674
55 - 59	51	11	10	16	6	3	3	2
	52,924	48,065	51,063	51,412	57,440	52,792	53,279	87,163
60 - 64	19	3	4	5	2	3	2	--
	49,867	35,021	40,450	47,019	63,081	58,291	72,242	--
65 - 69	4	--	--	2	2	--	--	--
	49,506	--	--	51,429	47,583	--	--	--
70 & over	2	--	1	1	--	--	--	--
	36,636	--	34,118	39,154	--	--	--	--
Total	486	179	99	98	59	31	17	3
	\$48,940	\$38,949	\$48,643	\$51,671	\$59,110	\$67,489	\$62,634	\$96,333

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT C

Reconciliation of Participant Data

	Active Participants	Vested Former Participants	Disableds	Retired Participants	Beneficiaries	Total
Number as of July 1, 2016	489	29	4	223	20	765
New participants	59	0	N/A	N/A	N/A	59
Terminations – with vested rights	-7	7	0	0	0	0
Retirements	-20	0	N/A	20	N/A	0
New disabilities	0	0	0	N/A	N/A	0
Return to work	1	-1	0	0	N/A	0
Deceased	-2	0	-1	-4	-1	-8
New beneficiary	0	0	0	0	4	4
Lump sum payoffs	-34	-2	0	0	0	-36
Certain period expired	N/A	N/A	0	0	0	0
Data adjustments	<u>0</u>	<u>2</u> *	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>
Number as of July 1, 2017	486	35	3	239	23	786

*Hired, terminated within the past valuation cycle and left employee contributions in plan.

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT D

Summary Statement of Income and Expenses on an Actuarial Value Basis

	Year Ended June 30, 2017	Year Ended June 30, 2016
Net assets at actuarial value at the beginning of the year	\$86,628,934	\$83,341,309
Contribution income:		
City contributions	\$3,079,855	\$3,021,182
Member contributions	3,132,278	3,021,182
Less administrative expenses	<u>-165,260</u>	<u>0</u>
Net contribution income	6,046,873	6,042,364
Investment income:		
Interest, dividends and other income	\$1,516,628	\$1,615,250
Recognition of capital appreciation	3,303,074	3,415,244
Less investment fees	<u>0</u>	<u>-143,004</u>
Net investment income	<u>4,819,702</u>	<u>4,887,494</u>
Total income available for benefits	\$10,866,575	\$10,929,854
Less benefit payments:		
Benefit payments	-\$7,616,626	-\$6,985,547
Refunds	<u>-685,093</u>	<u>-656,682</u>
Net benefit payments	-\$8,301,719	-\$7,642,229
Change in reserve for future benefits	\$2,564,856	\$3,287,625
Net assets at actuarial value at the end of the year	\$89,193,790	\$86,628,934

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT E

Summary Statement of Income and Expenses on a Market Value Basis

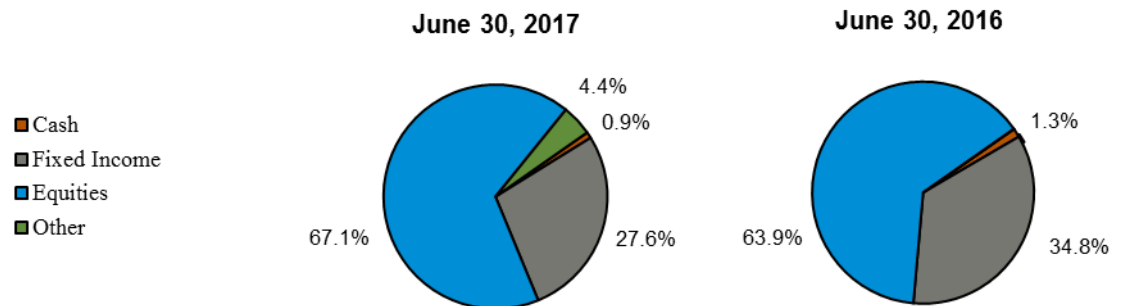
	Year Ended June 30, 2017	Year Ended June 30, 2016
Net assets at market value at the beginning of the year	\$82,217,921	\$82,165,947
Contribution income:		
City contributions	\$3,079,855	\$3,021,182
Member contributions	3,132,278	3,021,182
Less administrative expenses	<u>-165,260</u>	<u>0</u>
Net contribution income	6,046,873	6,042,364
Investment income:		
Interest, dividends and other income	\$1,516,628	\$1,615,250
Asset appreciation	9,831,925	179,593
Less investment and administrative fees	<u>0</u>	<u>-143,004</u>
Net investment income	<u>11,348,553</u>	<u>1,651,839</u>
Total income available for benefits	\$17,395,426	\$7,694,203
Less benefit payments:		
Benefit payments	-\$7,616,626	-\$6,985,547
Refunds	<u>-685,093</u>	<u>-656,682</u>
Net benefit payments	-\$8,301,719	-\$7,642,229
Change in reserve for future benefits	\$9,093,707	\$51,974
Net assets at market value at the end of the year	\$91,311,628	\$82,217,921

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT F

Summary Statement of Plan Assets

	Year Ended June 30, 2017	Year Ended June 30, 2016
Cash equivalents	\$829,193	\$1,077,133
Investments:		
Equities	\$61,252,507	\$52,527,941
Fixed Income	25,194,368	28,633,683
Other	<u>4,062,432</u>	<u>0</u>
Total investments at market value	<u>90,509,307</u>	<u>81,161,624</u>
Total assets	\$91,338,500	\$82,238,757
Less accounts payable:	-\$26,872	-\$20,836
Net assets at market value	<u>\$91,311,628</u>	<u>\$82,217,921</u>
Net assets at actuarial value	<u>\$89,193,790</u>	<u>\$86,628,934</u>



SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT G

Development of the Fund Through June 30, 2017

Year Ended June 30	City Contributions	Employee Contributions	Net Investment Return¹	Administrative Expenses	Benefit Payments	Refunds	Actuarial Value of Assets at End of Year
2008	\$2,773,306	\$2,773,306	\$3,556,073	\$0	\$4,332,518	\$422,717	\$60,238,608
2009	2,767,985	2,767,985	3,813,918 ²	0	4,525,289	565,131	64,498,076
2010	2,599,539	2,599,539	1,988,431	0	4,816,120	603,534	66,265,931
2011	2,637,591	2,637,591	3,182,793	0	5,188,938	478,988	69,055,980
2012	2,829,095	2,829,095	3,878,386	0	5,497,109	472,022	72,623,425
2013	2,720,450	2,720,450	4,140,011	0	5,843,136	470,048	75,891,152
2014	2,766,404	2,766,404	4,897,014	0	6,151,412	563,954	79,605,608
2015	2,862,539	2,862,539	5,293,030	0	6,681,676	600,731	83,341,309
2016	3,021,182	3,021,182	4,887,490	0	6,985,547	656,682	86,628,934
2017	3,079,855	3,132,278	4,819,702	165,260	7,616,626	685,093	89,193,790

¹Net of investment fees. Years prior to 2017 are also net of administrative expenses.

²Includes change in asset method of \$4,257,814.

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A**EXHIBIT H****History of Contribution Rates**

Fiscal Year Ended June 30	Member % of Pay	City % of Pay	Total Policy %	Minimum Required (Without Regard to Credit Balance)
1998	9.50%	9.50%	19.00%	18.90%
1999	9.50%	9.50%	19.00%	19.60%
2000	9.50%	9.50%	19.00%	19.20%
2001	9.50%	9.50%	19.00%	19.30%
2002	9.50%	9.50%	19.00%	19.50%
2003	9.50%	9.50%	19.00%	19.80%
2004	10.50%	10.50%	21.00%	21.10%
2005	10.50%	10.50%	21.00%	22.10%
2006	10.50%	10.50%	21.00%	22.10%
2007	13.20%	13.20%	26.40%	26.40%
2008	13.20%	13.20%	26.40%	26.80%
2009	13.20%	13.20%	26.40%	26.24%
2010	13.20%	13.20%	26.40%	25.07%
2011	13.20%	13.20%	26.40%	27.26%
2012	13.20%	13.20%	26.40%	28.98%
2013	13.20%	13.20%	26.40%	29.32%
2014	13.20%	13.20%	26.40%	28.12%
2015	13.20%	13.20%	26.40%	28.97%
2016	13.20%	13.20%	26.40%	30.22%
2017	13.20%	13.20%	26.40%	30.88%
2018	13.20%	13.20%	26.40%	31.80%
2019	13.20%	13.20%	26.40%	33.96%

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT I

Development of Unfunded Actuarial Accrued Liability for Year Ended June 30, 2017

1. Unfunded actuarial accrued liability at beginning of year		\$48,569,522
2. Normal cost at beginning of year		2,638,362
3. Total contributions		-6,212,133
4. Interest		
(a) For whole year on (1) + (2)	\$3,712,571	
(b) For half year on (3)	<u>-225,190</u>	
(c) Total interest		<u>3,487,381</u>
5. Expected unfunded actuarial accrued liability		\$48,483,132
6. Change due to net experience loss		<u>3,218,113</u>
7. Unfunded actuarial accrued liability at end of year		<u>\$51,701,245</u>

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT J

Table of Amortization Bases

Type	Date Established	Initial Years	Initial Amount	Annual Payment ¹	Years Remaining	Outstanding Balance
Method Change	7/1/2005	30	\$32,986,302	\$2,770,725	18	\$36,150,888
Experience Loss	7/1/2006	15	1,026,061	128,495	4	484,227
Experience Loss ²	7/1/2007	15	2,683,283	325,046	5	1,501,428
Experience Loss	7/1/2008	15	1,981,229	232,152	6	1,261,998
Plan Amendment	7/1/2008	20	2,971,384	285,694	11	2,588,440
Experience Loss	7/1/2009	15	6,539,294	741,176	7	4,610,606
Change in Asset Method	7/1/2009	30	-4,257,814	-312,812	22	-4,650,728
Experience Loss	7/1/2010	15	649,697	71,228	8	496,752
Experience Loss	7/1/2011	15	1,822,083	193,215	9	1,487,332
Change in Assumptions	7/1/2011	30	-1,863,464	-128,026	24	-2,006,532
Experience Gain	7/1/2012	15	-1,960,521	-201,084	10	-1,687,645
Plan Amendment	7/1/2012	20	455,797	38,348	15	440,067
Experience Gain	7/1/2013	15	-764,499	-75,841	11	-687,136
Experience Loss	7/1/2014	15	1,624,012	155,824	12	1,511,675
Experience Loss	7/1/2015	15	2,710,071	251,500	13	2,594,651
Experience Loss	7/1/2016	15	2,150,436	193,013	14	2,105,366
Change in Assumptions	7/1/2016	30	1,077,026	62,559	29	1,089,971
Experience Loss ³	7/1/2017	15	4,409,885	<u>384,282</u>	15	<u>4,409,885</u>
Total				\$5,115,494		\$51,701,245

¹Level percentage of payroll

²Includes impact of change in valuation systems from prior to current actuary

³Includes impact of \$1,191,772 due to a reset of credit balance to \$0.

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT K

Development of Credit Balance

1. Total normal cost as of July 1, 2016	\$2,638,362
2. Sum of annual payments as of July 1, 2016	4,593,409
3. Interest on items (1) + (2) $[(1) + (2)] * .0725$	<u>524,303</u>
4. Total charges	\$7,756,074
5. Credit balance as of July 1, 2016	\$118,396
6a. Employer contributions as of June 30, 2017	3,079,855
b. Employee contributions as of June 30, 2017	3,132,278
7. Interest on items (5), (6a) and (6b) $[(5) * .0725 + (6a + 6b) * .03625]$	<u>233,774</u>
8. Total credits	\$6,564,303
9. Credit balance as of July 1, 2017 $[(8) - (4), \text{but not less than zero}]$	<u>\$0</u>

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

EXHIBIT L

Definitions of Pension Terms

The following list defines certain technical terms for the convenience of the reader:

Assumptions or Actuarial

Assumptions:

The estimates on which the cost of the Plan is calculated including:

- (a) Investment return — the rate of investment yield that the Plan will earn over the long-term future;
- (b) Mortality rates — the death rates of employees and pensioners; life expectancy is based on these rates;
- (c) Retirement rates — the rate or probability of retirement at a given age;
- (d) Withdrawal rates — the rates at which employees of various ages are expected to leave employment for reasons other than death, disability, or retirement.

Normal Cost:

The amount of contributions required to fund the benefit allocated to the current year of service.

Actuarial Accrued Liability

For Actives:

The value of all projected benefit payments for current members less the portion that will be paid by future normal costs.

Actuarial Accrued Liability

For Pensioners:

The single-sum value of lifetime benefits to existing pensioners. This sum takes account of life expectancies appropriate to the ages of the pensioners and the interest that the sum is expected to earn before it is entirely paid out in benefits.

Unfunded Actuarial Accrued

Liability:

The extent to which the actuarial accrued liability of the Plan exceeds the assets of the Plan. There is a wide range of approaches to paying off the unfunded actuarial accrued liability, from meeting the interest accrual only to amortizing it over a specific period of time.

SECTION 3: Supplemental Information for the City of Gainesville Retirement Plan A

Amortization of the Unfunded

Actuarial Accrued Liability: Payments made over a period of years equal in value to the Plan's unfunded actuarial accrued liability.

Investment Return:

The rate of earnings of the Plan from its investments, including interest, dividends and capital gain and loss adjustments, computed as a percentage of the average value of the fund. For actuarial purposes, the investment return often reflects a smoothing of the capital gains and losses to avoid significant swings in the value of assets from one year to the next.

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

EXHIBIT I

Summary of Actuarial Valuation Results

The valuation was made with respect to the following data supplied to us:

1.	Retired participants as of the valuation date (including 23 beneficiaries in pay status)		265
2.	Participants inactive during year ended June 30, 2017 with vested rights (including 25 participants with contributions remaining in the Plan)		35
3.	Participants active during the year ended June 30, 2017		486
	Fully vested	223	
	Not vested	263	

The actuarial factors as of the valuation date are as follows:

1.	Normal cost, including administrative expenses		\$2,678,809
2.	Actuarial accrued liability		140,895,035
	Retired participants and beneficiaries	\$77,269,135	
	Inactive participants with vested rights	1,676,928	
	Active participants	61,948,972	
3.	Actuarial value of assets (\$91,311,628 at market value)		89,193,790
4.	Unfunded actuarial accrued liability		\$51,701,245

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

EXHIBIT I (continued)

Summary of Actuarial Valuation Results

The determination of the recommended contribution is as follows:

1. Normal cost	\$2,553,203
2. Administrative expenses	<u>125,606</u>
3. Total normal cost, including administrative expenses: (1) + (2)	\$2,678,809
4. Payment on unfunded actuarial accrued liability	5,115,494
5. Total recommended contribution: (3) + (4), adjusted for timing and projected to July 1, 2018	<u>\$8,319,152</u>
6. Item 5, as a percentage of projected salary	33.96%
7. Projected credit balance	\$0
8. Recommended contribution adjusted by credit balance: (5) - (7), not less than zero	\$8,319,152
9. Item 8, as a percentage of projected salary	33.96%
10. Valuation payroll, projected to fiscal year	\$24,498,315

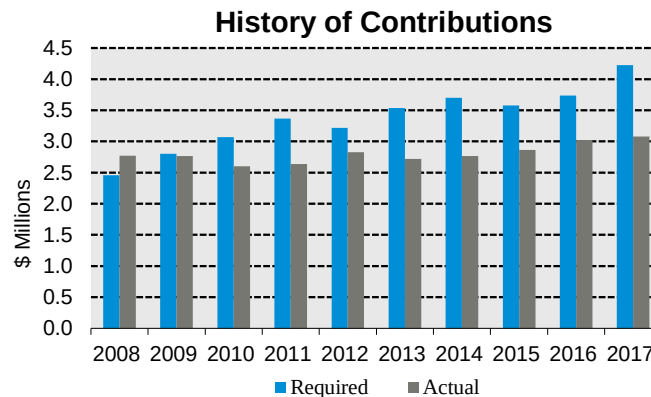
SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

EXHIBIT II

History of City Contributions

Plan Year Ended June 30	Actuarially Determined Employer Contributions (ADEC)*	Actual Contributions	Percentage Contributed
2008	\$2,457,722	\$2,773,306	112.8%
2009	2,800,859	2,767,985	98.8%
2010	3,067,415	2,599,539	84.7%
2011	3,368,366	2,637,591	78.3%
2012	3,219,227	2,829,095	87.9%
2013	3,537,898	2,720,450	76.9%
2014	3,703,299	2,766,404	74.7%
2015	3,579,097	2,862,539	80.0%
2016	3,736,793	3,021,182	80.8%
2017	4,170,598	3,079,855	73.8%

*The Actuarially Determined Contribution for the City for the 2016-2017 fiscal year is equal to the total recommended contribution for the year, as determined in the July 1, 2015 actuarial valuation, minus the actual participant contributions received for the year.



SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

EXHIBIT III

Schedule of Funding Progress

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded AAL (UAAL) (b) - (a)	Funded Ratio (a) / (b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll [(b) - (a)] / (c)
07/01/2008	\$60,238,608	\$99,886,843	\$39,648,235	60.31%	\$21,841,338	181.53%
07/01/2009	64,498,076	106,414,133	41,916,057	60.61%	21,285,746	196.92%
07/01/2010	66,265,931	109,222,610	42,956,679	60.67%	20,168,312	212.99%
07/01/2011	69,055,980	112,225,797	43,169,817	61.53%	20,625,530	209.30%
07/01/2012	72,623,425	114,189,383	41,565,958	63.60%	22,226,619	187.01%
07/01/2013	75,891,152	116,926,085	41,034,933	64.91%	21,482,940	191.01%
07/01/2014	79,605,608	122,275,186	42,669,578	65.10%	21,607,752	197.47%
07/01/2015	83,341,309	128,689,509	45,348,200	64.76%	22,848,470	198.47%
07/01/2016	86,628,934	135,198,456	48,569,522	64.08%	23,563,546	206.12%
07/01/2017	89,193,790	140,895,035	51,701,245	63.31%	23,784,772	217.37%

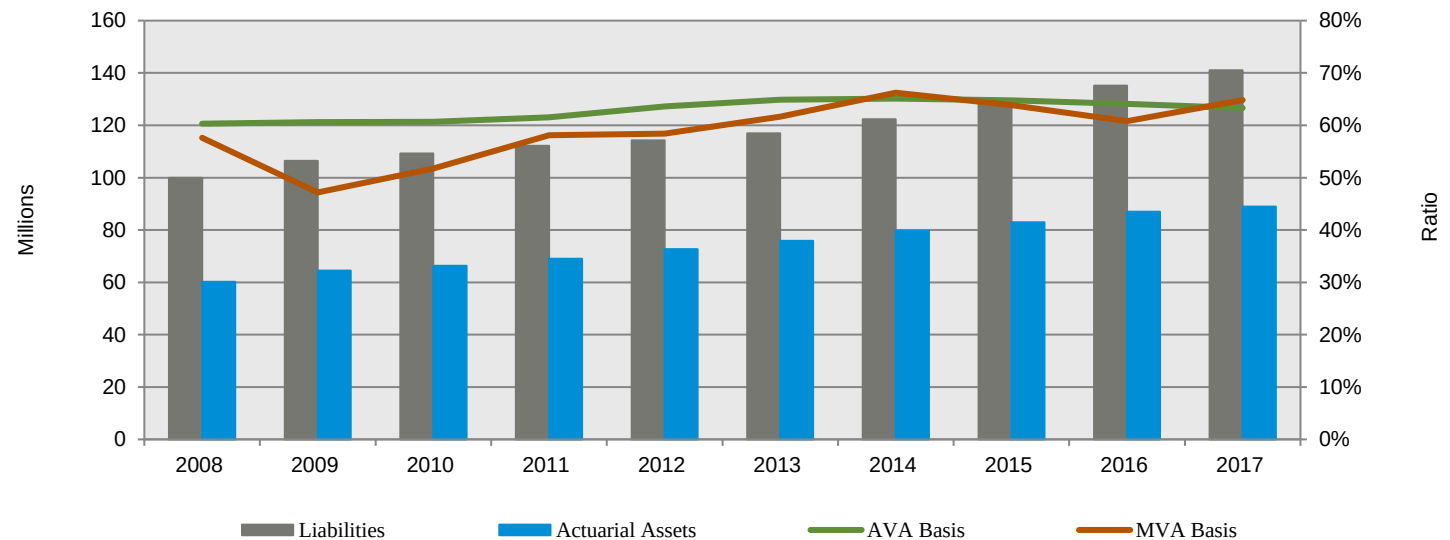
SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

EXHIBIT IV

Funded Ratio

A critical piece of information regarding the Plan's financial status is the funded ratio. This ratio compares the actuarial value of assets to the actuarial accrued liabilities of the Plan as calculated. High ratios indicate a well-funded plan with assets sufficient to cover the plan's actuarial accrued liabilities. Lower ratios may indicate recent changes to benefit structures, funding of the plan below actuarial requirements, poor asset performance, or a variety of other factors.

The chart below depicts a history of the funded ratios for this plan. Funded ratios are shown on both an actuarial value (AVA) and a market value (MVA) basis.



SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

EXHIBIT V

Actuarial Assumptions and Actuarial Cost Method

Rationale for Demographic

and Noneconomic Assumptions:

The information and analysis used in selecting each demographic assumption that has a significant effect on this actuarial valuation is shown in the Experience Study Report for the five-year period ended June 30, 2015. Current data is reviewed in conjunction with each annual valuation. Based on professional judgement, no additional demographic assumption changes are warranted at this time.

Mortality Rates:

Pre-retirement:

RP-2014 Employee Mortality Table, projected generationally with Scale MP-2015.

Healthy annuitants:

RP-2014 Blue Collar Healthy Annuitant Mortality Table with rates multiplied by 120%, set forward two years for males only and projected generationally with Scale MP-2015.

Disabled:

RP-2014 Disabled Retiree Mortality Table, projected generationally with Scale MP-2015.

The underlying tables with the generational projection to the ages of participants as of the measurement date reasonably reflect the mortality experience of the Plan as of the measurement date. These mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

Termination Rates before Retirement:

		Rate (%)		
		Mortality*		Disability
	Age	Male	Female	All lives
	20	0.04	0.02	0.02
	25	0.05	0.02	0.03
	30	0.05	0.02	0.03
	35	0.05	0.03	0.03
	40	0.06	0.04	0.04
	45	0.10	0.07	0.05
	50	0.17	0.11	0.08
	55	0.28	0.17	0.15
	60	0.47	0.24	0.30

**Rates shown do not include generational projection*

Rate%				
Withdrawal				
Age	Employees hired prior to July 1, 2008	General Employees hired on or after July 1, 2008	Years of Service	Public Safety Employees hired on or after July 1, 2008
20	24.61	29.51	0-1	18.00
25	15.00	22.48	1-2	16.00
30	8.15	16.28	2-3	14.00
35	5.07	12.64	3-4	12.00
40	4.04	10.07	4-5	10.00
45	3.24	8.07	5-6	8.00
50	2.58	6.44	6-7	6.00
55	2.03	5.06	7-10	4.00
60	1.55	3.86	11-19	2.00
			20+	0.00

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

Retirement Rates for employees hired before July 1, 2008:

<u>Age</u>	<u>Rate%*</u>
40-49	15.0
50-59	12.5
60	15.0
61	20.0
62	40.0
63	35.0
64	20.0
65-69	35.0
70	100

Retirement Rates for employees hired on or after July 1, 2008:

<u>Public Safety Employees</u>		<u>General Employees</u>	
<u>Age</u>	<u>Rate%*</u>	<u>Age</u>	<u>Rate%*</u>
50-54	5	55-59	5
55-59	10	60-64	30
60-64	30	65	100
65	100		

**Rates are increased an additional 30% at age when participant first becomes eligible for unreduced benefits.*

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

On the Job Disability:

*Employees hired prior
to July 1, 2008:* 100%

*General Employees hired on
or after July 1, 2008:* 30%

*Public Safety Employees hired
on or after July 1, 2008:* 80%

**Retirement Age for Inactive
Vested Participants:**

Earliest eligibility for Normal Retirement, but not before age 60

Form of Payment:

Life Annuity

Unknown Data for Participants:

Same as those exhibited by Participants with similar known characteristics. If not specified, Participants are assumed to be male.

Percent Married:

90%

Age of Spouse:

Females two years younger than males

Net Investment Return:

7.25%, net of investment expenses

The net investment return assumption was chosen by the Retirement Plan's Board of Trustees, with input from the actuary. This assumption is a long-term estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as well as the Plan's target asset allocation.

Administrative Expenses:

\$130,000, payable mid-year, equivalent to \$125,606 at the beginning of the year.

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

Salary Increases:

Years of Service	Rate (%)
0-1	14.00
1-2	6.00
2-4	5.00
5-14	4.00
15-24	3.50
25+	3.00

Above rates reflect a 3.00% inflation assumption.

The salary scale assumption is based on the City's pay plan, along with analysis completed in conjunction with an Experience Study Report for the five-year period ended June 30, 2015.

Actuarial Value of Assets:

The market value of assets less unrecognized returns in each of the last ten years. Unrecognized return is equal to the difference between the actual market return and the projected market return, and is recognized over a ten-year period. The actuarial value of assets is further adjusted, if necessary, to be within 30% of the market value.

Actuarial Cost Method:

Entry Age Normal Actuarial Cost Method. Entry Age is the age at the time the participant commenced employment. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by salary, with Normal Cost determined as if the current benefit accrual rate had always been in effect.

Changes in Assumptions:

There have been no changes in actuarial assumptions since the last valuation.

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

EXHIBIT VI

Summary of Plan Provisions

This exhibit summarizes the major provisions of the Plan included in the valuation. It is not intended to be, nor should it be interpreted as, a complete statement of all plan provisions.

Plan Year: July 1 through June 30

Normal Retirement:

Employees hired prior to July 1, 2008

<i>Eligibility requirement</i>	The later of age 60 and the completion of 10 years of service, or any age and the completion of 25 years of service, if earlier. (If hired on or after age 55, participant is eligible for Normal Retirement after 5 years of participation.)
<i>Amount</i>	3% of Average Monthly Compensation times years of service (maximum 99%)
<i>Average Monthly Compensation</i>	Based on total compensation for the 60 consecutive completed service months that yield the highest average

Employees hired on or after July 1, 2008

Eligibility requirements:

General Employees	The later of age 65 and the completion of 10 years of service, or age 60 and the completion of 25 years of service, if earlier
Public Safety Employees	The later of age 65 and the completion of 10 years of service, or age 50 and the completion of 25 years of service, if earlier
<i>Amount</i>	2.5% of Average Monthly Compensation times years of service (maximum 82.5%)
<i>Average Monthly Compensation</i>	Based on total compensation for the 60 consecutive completed service months that yield the highest average

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

Early Retirement:

Employees hired before July 1, 2008

<i>Eligibility requirement</i>	Any age and the completion of 20 years of service
<i>Amount</i>	Normal pension accrued reduced by 2% for each year by which the benefit commencement date precedes the normal retirement date

Employees hired on or after July 1, 2008

<i>Eligibility Requirement</i>	Any age and the completion of 20 years of service
<i>Amount</i>	Normal pension accrued reduced by 5% for each year by which the benefit commencement date precedes the normal retirement date

Disability:

Employees hired prior to July 1, 2008

<i>Eligibility requirement</i>	Any age and one year of credited service, and either eligible for benefits under the Social Security Act or determined to be disabled by the Pension Board.
<i>Amount</i>	50% of average monthly compensation, but not less than the unreduced normal pension accrued

Employees hired on or after July 1, 2008

On-the-job

<i>Eligibility requirement</i>	Any age and one year of credited service, and either eligible for benefits under the Social Security Act or determined to be disabled by the Pension Board
<i>Amount</i>	50% of average monthly compensation, but not less than the unreduced normal pension accrued

Not-on-the-job

<i>Eligibility requirement</i>	Any age and 10 years of credited service, and either eligible for benefits under the Social Security Act or determined to be disabled by the Pension Board.
<i>Amount</i>	The unreduced normal pension accrued

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

Termination Benefits:

*Within the first ten years of
eligibility service (five years
if hired on or after age 55)*

The participant's contributions will be returned without interest.

After ten years of eligibility service

The participant who terminates employment prior to their Normal Retirement Date and elects to leave contributions in the fund shall receive a monthly benefit to commence at age 60. The benefit payable is based on credited service and average monthly compensation as of the date of termination.

Pre-Retirement Death Benefit:

A. Less than 25 years of Eligibility Service

Requirement

Death prior to termination of employment and completion of at least 10 years but less than 25 years of eligibility service.

Amount

50% of accrued Normal Retirement benefit payable.

B. At least 25 years of Eligibility Service

Requirement

Death prior to termination of employment and after completion of at least 25 years of eligibility service.

Amount

The amount of pension computed as if the decedent had retired under the normal retirement provision and elected a 100% Joint and Survivor option.

Note: For all participants, the minimum death benefit is equal to the Participant's contributions converted to an actuarially equivalent life time pension.

Post-Retirement Death Benefit:

If married, pension benefits are paid in the form of a joint and survivor annuity unless this form is rejected by the participant and spouse. If not rejected, the benefit amount otherwise payable is reduced to reflect the joint and survivor coverage. If not rejected, and the spouse predeceases the employee, the employee's benefit amount will subsequently be increased to the unreduced amount payable had the joint and survivor coverage been rejected. If rejected, or if not married, benefits are payable for the life of the employee, or in any other available optional form elected by the employee in an actuarially equivalent amount.

SECTION 4: Reporting Information for the City of Gainesville Retirement Plan A

Participation:	Any person who performs a service for the City of Gainesville, Georgia who is not covered by Social Security is eligible to participate. Independent contractors, “leased employees” and temporary, casual or part-time employees are not eligible to participate in this plan.
Contributions:	Each participant contributes 13.2% of pay. The City contributes 13.2% as well, for a total of 26.4%.
Changes in Plan Provisions:	There have been no changes in plan provisions since the last valuation.

8620905v1/10417.001

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/27/2017

Presenter: Matt Hamby

Item of Business: Resolution: Retirement Plan A Contract for JP Morgan Special Situation Property Fund Investment

Meeting Date: 11/30/2017

Purpose of Request:

The purpose of this request is to authorize execution of a contract with JP Morgan.

History/Background:

On August 8, 2017, the Board authorized the investment consultant to begin the process for a \$2 million non-binding investment in the JP Morgan Special Situation Property Fund. During the September 26, 2017 meeting, the Board's attorney was authorized to review/negotiate the contract.

Facts & Issues for Consideration:

On November 14, 2017, JP Morgan presented information about the fund. After addressing questions, the Board voted to present a resolution to the governing body to authorize execution of the contract.

Department Recommendation:

The Board recommends approval of the resolution.

Department Director:

David Frazier

If funding is involved, are funds approved within the current budget?

N/A

Amount Requested:

Source of Funds:

Retirement Plan A

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description	Type
☐ Summary Memo	Cover Memo
☐ JPM SSPF Resolution	Resolution
☐ JPM SSPF Participation Agreement	Contract/Agreement/MOU
☐ JPM SSPF Contribution Notice	Contract/Agreement/MOU
☐ JPM SSPF Secure Communications	Contract/Agreement/MOU
☐ JPM SSPF Presentation	Backup Material



**CITY OF GAINESVILLE
CITY MANAGER'S
OFFICE**

Denise O. Jordan, CMC
City Clerk

300 Henry Ward Way
Post Office Box 2496

Gainesville, Georgia 30503-2496

Telephone: 770.535.6865

Fax: 770.535.6896

Web Site: www.gainesville.org

TO: Bryan Lackey
FROM: Denise Jordan (on behalf of the Retirement Board)
SUBJECT: Retirement Plan A Contract with J.P. Morgan
DATE: November 17, 2017
CC:

Retirement Plan A desires to further diversify its portfolio by adding another real estate investment. The Board is requesting approval to enter into an agreement to invest \$2,000,000 in the J.P. Morgan Special Situation Property Fund which focuses on multi-family, retail, office and warehouse investments. Representatives from J.P. Morgan shared information about the fund (see attached).

The Plan's investment consultant was involved in this process. The Plan's Attorney confirmed the investment falls within the criteria set forth by state law and the Plan's Investment Policy before negotiating the contract. The City Attorney confirmed all was in order.

The proposed resolution authorizes the City Manager to sign documents necessary to proceed with the investment.

Please advise if you have any questions/concerns.

memo

RESOLUTION BR-2017- ____

**RETIREMENT PLAN A CONTRACT FOR
J.P. MORGAN SPECIAL SITUATION PROPERTY FUND INVESTMENT**

WHEREAS, the City of Gainesville established the City of Gainesville, Georgia Retirement system effective on February, 24, 1941, known as Retirement Plan A (the Plan) effective July 1, 1994; and

WHEREAS, the Retirement Plan A Plan Document provides that there be a Pension Board vested with the general administration and responsibility for the proper operation of the Plan, and

WHEREAS, the Plan Document further provides that The Pension Board shall select and enter into a contract with one or more investment managers for the investment and general financial management of the Trust Fund. The Pension Board shall have the power and authority to establish the investment powers and limitations of the investment manager(s). Such powers and limitations shall be included in the contract with the investment manager(s) or in an amendment thereto, and such contract and all amendments thereto shall first be approved by the City Council of the City of Gainesville, by proper resolution before becoming effective as a contract, and

WHEREAS, the Pension Board desires to invest a portion of the Fund in Real Estate Co-mingled or Collective Investment Funds, and has exercised due diligence in selecting such a fund, namely J.P. Morgan Special Situation Property Fund, by having the product reviewed by the Plan Attorney and Investment Consultant, and by reviewing the product and interviewing representatives of the Fund, and

WHEREAS, the Board has caused a contract to be drafted which would govern such an investment in the fund in the amount of two million dollars (\$2,000,000), and

WHEREAS, the Board recommends approval of the contract.

NOW, THEREFORE, BE IT RESOLVED THAT the governing body of the City of Gainesville approves the attached investment contract with J.P. Morgan Special Situation Property Fund for the purpose of investing two million dollars (\$2,000,000) from the Retirement Plan A Trust Fund in said fund and that the City Manager is authorized to sign the contract.

Adopted this ____ day of _____, 2017.

C. Danny Dunagan, Jr., Mayor

This is to certify that I am City Clerk of the City of Gainesville. As such, I keep its official records, including its minutes. In that capacity, my signature below certifies this resolution was adopted as stated and will be recorded in the official minutes.

ATTEST:

Denise O. Jordan, City Clerk

JPMorgan Chase Bank, N.A. Commingled Pension Trust Funds

(Single Class Funds)

PARTICIPATION AGREEMENT

The purpose of this Participation Agreement (the “Agreement”) is to provide for the investment of some or all of the assets of the plan or plans (the “Plan”) identified in the Account Information Form attached hereto as Exhibit A in one or more of the JPMorgan Chase Bank, N.A. Commingled Pension Trust Funds (each, a “Fund”) listed in the Account Information Form. This Agreement is entered into on behalf of the Plan by the undersigned plan sponsor, trustee, investment committee or other authorized fiduciary for the Plan (the “Client”). This Agreement includes and incorporates by reference each of the Exhibits and Appendices attached hereto, as the same may be amended or supplemented from time to time.

1. *Fund Information.* Each Fund is established and maintained by JPMorgan Chase Bank, N.A. (“JPMCB”), under a Declaration of Trust, as the same may be amended and in effect from time to time (the “Declaration of Trust”), and in accordance with applicable regulations of the Office of the Comptroller of the Currency, including 12 CFR §9.18(a). Each Fund is a bank-sponsored collective investment fund established as a group trust within the meaning of Internal Revenue Service Revenue Ruling 81-100, as amended. Further information regarding a Fund, including the Fund’s investment objective, strategy and guidelines, risk factors, fees and expenses, and other terms and conditions of participation in the Fund, are set forth in a Fund Summary (the “Fund Summary”). JPMCB shall provide to the Client copies of the Declaration of Trust and Fund Summary, and any amendments or supplements thereto, as in effect from time to time.

2. *Application to Participate.* Client has authority to direct investments or designate investment options for the Plan. Client hereby applies for participation in the Fund by the Plan. Client acknowledges and agrees that participation in the Fund is subject to the terms and conditions described in the Declaration of Trust. In the event of any inconsistency between the Declaration of Trust and this Agreement, the Declaration of Trust shall control. Participation in the Fund requires the written consent of JPMCB, as evidenced by JPMCB’s execution of this Agreement.

3. *Appointment of JPMCB as Investment Manager.* Pursuant to its authority to appoint one or more investment managers for the Plan, the Client hereby appoints JPMorgan Chase Bank, N.A., as investment manager, with the power to invest, reinvest and maintain custody of the assets of the Plan invested in the Fund, and JPMCB accepts such appointment. If the Plan is subject to the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), JPMCB shall be appointed an “investment manager” within the meaning of Section 3(38) of ERISA. The powers and duties of JPMCB as investment manager shall be governed by the terms of the Declaration of Trust and this Agreement. JPMCB shall be responsible only for the investment and custody of the assets accepted by it and shall have no other duties except as specified in the Declaration of Trust and this Agreement. JPMCB acknowledges that it is a fiduciary, as defined by ERISA or other applicable law, with respect to the assets of the Plan invested in the Fund. Such fiduciary responsibility is limited to the management of the Fund and the selection of the investments held within the Fund. JPMCB has no duty, responsibility, authority or discretion with respect to the selection of the Fund as an investment for the Plan or the management of any other assets of the Plan.

4. *Authorized Individuals.* Pursuant to the Authorized Signers List attached hereto as Exhibit B, Client certifies to JPMCB the names, titles and authorities of the individuals who are authorized to act on behalf of the Client with respect to this Agreement and the Plan’s participation in the Fund, and JPMCB shall be entitled to rely upon such information until it receives written notice of a change in such appointments or designations.

5. *Information and Statements.* JPMCB shall provide or make available to the Client or its agent monthly statements setting forth the Plan’s transactions in the Fund, number of units held and the net asset value of the Plan’s investment in the Fund. The Client agrees to review promptly all statements and information provided or made available and to promptly advise JPMCB if there are any issues or concerns regarding such statements or information.

6. *Fees.* To compensate JPMCB for the management of the Fund and the account services rendered by JPMCB and its affiliates in connection with the Plan's investment in the Fund, JPMCB and Client agree to the terms and conditions of the Fee Schedule attached hereto as Exhibit C.

7. *Representations and Covenants.* Client represents, warrants and covenants to JPMCB as follows:

a. Client has full power and authority to appoint JPMCB and to enter into this Agreement with respect to and on behalf of the Plan, either (i) as the "named fiduciary" for the Plan (within the meaning of Section 402(c)(3) of ERISA), or as a duly authorized agent thereof, or (ii) in the case of a governmental plan, under the governing documents of the Plan or applicable statutes or regulations.

b. The Plan (including its related trust or other funding vehicle) is, and at all times that the Plan is invested in the Fund the Plan shall continue to be, (i) qualified under the provisions of Section 401(a) of the Internal Revenue Code of 1986, as amended ("IRC") and therefore exempt from taxation under the provisions of IRC Section 501(a) (a "Tax-Qualified Plan"), or (ii) a governmental plan within the meaning of IRC Section 414(d), which has been established by an employer for the exclusive benefit of its employees or their beneficiaries, or an eligible governmental plan trust or custodial account under IRC Section 457(b) that is exempt from taxation under IRC Section 457(g) (a "Qualified Governmental Investor"). Client has provided along with this Agreement (i) a copy of the Plan's favorable determination, opinion or advisory letter from the Internal Revenue Service (the "IRS") to that effect or an opinion of counsel acceptable to the Bank as to the Plan's Tax-Qualified Plan or Qualified Governmental Investor status, as applicable, or (ii) other evidence acceptable to JPMCB that demonstrates that the Plan meets the foregoing requirements to be either a Tax-Qualified Plan or Qualified Governmental Investor, as applicable and exempt from Federal income taxation.

c. If the Client is investing plan assets in the Fund through a master trust, group trust or similar funding vehicle containing the assets of two or more retirement plans, such master trust, group trust or similar funding vehicle does not contain assets of a plan qualified under the Puerto Rico Internal Revenue Code but not qualified under IRC Section 401(a), and Client shall not permit any Puerto Rico qualified plans that are not also qualified under IRC Section 401(a) to be invested in the Fund through the master trust, group trust or similar funding vehicle.

d. Without limiting the generality of the foregoing, in the event that the Plan is intended to be a Tax-Qualified Plan, Client further represents and covenants to JPMCB that (i) if no favorable determination letter has yet been issued with respect to the Plan, Client shall (A) timely submit the Plan for such a determination, and (B) make any and all of the changes that may be required by the IRS as a condition to the issuance of a favorable determination letter, (ii) Client shall (A) on an ongoing basis, timely make all such submissions to the IRS as may be necessary so that at all times the Plan will have a then-current favorable determination letter, and (B) with respect to each submission, make any and all of the changes that may be required by the IRS as a condition the issuance of the applicable favorable determination letter, and (iii) Client shall otherwise do all things necessary to maintain the Plan as tax-qualified under IRC Section 401(a) and its related trust as tax-exempt under IRC Section 501(a).

e. Without limiting the remedies available in the event of a breach, and without limiting JPMCB's other rights hereunder and under the Fund's governing documents, JPMCB shall have the right to require the Plan to withdraw from the Fund in the event that any of the foregoing assurances are breached, or JPMCB otherwise determines that the Plan is unlikely to be, or continue to be a Tax-Qualified Plan or a Qualified Governmental Investor, as applicable.

f. The trust agreement or other governing documents for the Plan expressly permits the commingling of the Plan's assets for investment purposes in a common, collective, commingled or group trust fund and incorporates the Fund's Declaration of Trust by general or specific reference thereto. The Plan's participation in the Fund does not, and the performance of the terms of this Agreement will not, contravene any provision of existing law or regulations applicable to the Plan, or of the organizational or governing documents of the Plan and its related trust.

g. The Plan does not cover self-employed individuals as defined in IRC Section 401(c).

h. The Asset Certification attached hereto as Exhibit D is true and correct and Client (or Plan's administrator, record keeper or other authorized representative) will immediately advise JPMCB in writing of any change in status affecting such certification.

i. Client acknowledges receipt of the J.P. Morgan Asset Management ERISA Section 408(b)(2) Disclosure Statement.

j. Client will immediately advise JPMCB in writing if any of the foregoing representations shall no longer be true.

8. *Withdrawal and Trading Restrictions.* Client understands and acknowledges that transactions in Fund units, including requests for purchase, redemption or exchange of Fund units, are subject to the terms, conditions and restrictions described in the Declaration of Trust. Client further understands and acknowledges that the Fund does not authorize or permit certain trading practices such as market timing or frequent trading by the Plan (or, if applicable, any participants in the Plan) that could be harmful to the Fund and its investors. Client has been provided JPMCB's policy pertaining to excessive trading in commingled pension trust funds ("Excessive Trading Policy"). Client acknowledges and agrees that the Fund may require the Plan and its administrator, record keeper or other financial intermediary to implement procedures reasonably designed to comply with the withdrawal and trading restrictions set forth in the Declaration of Trust and the Excessive Trading Policy. Client agrees to provide or cause to be provided to JPMCB or the Fund, upon written request, Plan level and individual participant level transaction activity in the Fund, and Client further agrees that the Plan and its record keeper or other applicable party shall comply with such written instructions provided by JPMCB or the Fund that restrict or prohibit further transactions in the Fund that violate the Fund's Excessive Trading Policy.

9. *PTE Disclosures and Consent.* The Fund, and if applicable, other JPMCB commingled pension trust funds in which the Fund invests, may engage in certain transactions in reliance upon and subject to the conditions of the following prohibited transaction exemptions issued by the Department of Labor:

a. *Securities Lending.* Client has reviewed the Securities Lending Disclosure attached hereto as Exhibit E, pertaining to the securities lending program maintained by JPMCB for commingled pension trust funds, along with a copy of PTE 2013-05. Client consents to the Fund's participation in the securities lending program, or, as applicable, investment in other commingled pension trust funds maintained by JPMCB that participate in the securities lending program. The Client consents to the appointment of JPMCB as the securities lending agent for the program and the use of EquiLend as described in the Securities Lending Disclosure and PTE 2013-05. The Client acknowledges that JPMCB, as the securities lending agent for commingled pension trust funds, may enter into repurchase transactions in which repurchase agreement counterparties use JPMCB as tri-party collateral agent and/or custodian for repurchase transactions. JPMCB earns fees from these third-party banks and broker-dealers for the provision of such services. This fee is separate from and in addition to the fees that JPMCB earns as trustee and custodian of the commingled pension trust fund. Client consents to the receipt by JPMCB of fees from third parties who use JPMCB as tri-party collateral agent and/or custodian for repurchase transactions. The foregoing authorization by the Client may be terminated by withdrawing from the Fund in accordance with normal redemption procedures.

b. *Purchase of Securities.* Client has reviewed a copy of the proposed and final exemption issued as PTE 2003-24 pertaining to the purchase of securities by JPMCB or other asset management affiliates of JPMCB, from nonaffiliated persons, of certain securities during the existence of an underwriting or selling syndicate when an affiliate of JPMCB is a manager or member of the underwriting syndicate or where an affiliate serves as trustee of a trust that issued the securities or as indenture trustee of debt securities. Client acknowledges that it has received from JPMCB a copy of the proposed and final exemption, and any other reasonably available information requested by Client regarding transactions that may be executed by JPMCB under PTE 2003-24. Client hereby authorizes JPMCB to purchase securities on behalf of the Fund (or any commingled pension trust fund in which the Fund may invest) in accordance with PTE 2003-24. The foregoing authorization by the Client may be terminated by withdrawing from the Fund in accordance with normal redemption procedures. Client represents that it is unrelated to and independent of JPMCB and its affiliates and that neither it, nor any individual responsible for the decision to appoint JPMCB pursuant to this Agreement, to participate in the Fund or to terminate the authorization of JPMCB to purchase securities in accordance with the exemption, is an officer, director or employee of JPMCB or any of its affiliates and agrees to notify JPMCB if the foregoing facts change.

c. *Brokerage and Execution Services.* This paragraph summarizes JPMCB's brokerage placement practices, including the potential use of affiliated broker-dealers pursuant to PTE 86-128. JPMCB will use the execution services of such broker-dealers as it may select from time to time, which will be entitled to compensation for their services, to effect transactions for the purchase and/or sale of securities and other investments by the Fund. In connection with transactions effected for the Fund, JPMCB may establish and trade in accounts in its own name or in the name of the Fund with members of national or regional securities exchanges and the Financial Industry Regulatory Authority, including "omnibus" accounts established for the purpose of combining orders for more than one client. Subject to the requirements of Section 408(b)(16) of ERISA or other applicable law, JPMCB may also execute transactions for the Fund through an electronic communication network, alternative trading system, or similar execution system or trading venue. In selecting brokers through which transactions for the Fund will be executed, JPMCB's primary consideration will be the broker's ability to provide best execution of trades. In making a decision about best execution (and subject to section 28(e) of the Securities Exchange Act of 1934), JPMCB may consider a number of factors including, but not limited to, trade price and commission and quality of research services the broker may provide. The commission rates paid to any broker for execution of transactions will be determined through negotiations with the broker, taking into account industry norms for the size and type of transaction, and the nature of brokerage and research services provided. Such research services may include, but not be limited to, analysis and reports concerning economic factors and trends, industries, specific securities, and portfolio strategies. Research services furnished by brokers will generally be used in connection with all JPMCB client accounts, although not all such services may be used with any particular account that paid commissions to the brokers providing such services. Subject to JPMCB's compliance with PTE 86-128, Client hereby authorizes JPMCB to effect transactions for the purchase and/or sale of securities and other investments through any of JPMCB's affiliated broker-dealers ("Affiliated Broker-Dealers") and the Affiliated Broker-Dealers may retain commissions in connection with effecting such agency transactions for the Fund. The Client understands that other broker-dealers may be willing to effect transactions at lower commission rates than those charged by Affiliated Broker-Dealers. When executing trades through Affiliated Broker-Dealers, JPMCB shall seek to obtain the most favorable terms for transactions that are reasonably available under the circumstances. The Client may obtain any reasonably available information regarding JPMCB's brokerage placement practices upon request at any time. The Client understands that it may terminate its authorization for JPMCB to effect securities transactions through Affiliated Broker-Dealers on behalf of the Plan by withdrawing from the Fund in accordance with normal redemption procedures.

10. *Indemnity.* Client agrees to indemnify and hold harmless JPMCB, its affiliates, and the Fund from any and all claims, losses, or liabilities which arise out of (i) any misrepresentation by the Client contained in this Agreement, (ii) JPMCB's reasonable reliance on any direction, instruction or other notice given to JPMCB on behalf of the Plan by Client or by the Plan's administrator, record keeper or other authorized representative, or (iii) failure of either the Client or its custodian to credit cash to the Fund for purposes of funding contributions on such date established by JPMCB pursuant to the terms of the Declaration of Trust.

11. *Liability.* JPMCB does not guarantee the future performance of the Fund or any specific level of performance, the success of any investment decision or strategy that JPMCB may use, or the success of JPMCB's overall management of the Fund. JPMCB and its affiliates and their directors, officers and employees shall not be liable for any expenses, losses, damages, liabilities, charges and claims of any kind or nature whatsoever ("Losses") arising from any depreciation in the value of the Fund or resulting from JPMCB's actions in regard to the Fund, except to the extent such Losses are judicially determined to be proximately caused by JPMCB's negligence, willful misconduct or breach of its fiduciary responsibility under ERISA. JPMCB and its affiliates and their directors, officers and employees shall have no responsibility or liability on account of the management of any assets of the Plan outside of the Fund or the administration of the Plan. Except as otherwise required by ERISA, under no circumstances shall JPMCB and its affiliates or their directors, officers or employees be liable for any special, consequential or indirect damages.

12. *Client Lists.* Unless Client has checked the box below, Client hereby grants JPMCB and its affiliates the right to: (a) use the name, trademark, logo or other identifying marks of the Plan or the sponsor of the Plan in any publicity activities or materials, including lists of representative clients, and (b) identify the investment style managed by JPMCB for the Plan in such publicity activities.

☐ Client does not grant JPMCB or its affiliates the rights described in (a) and (b) above.

13. *Applicable Law.* All questions arising hereunder shall be determined according to the laws of the State of New York (without regard to its conflict of laws provisions) and the provisions hereof shall be binding upon the successors and assigns of the parties. The Client hereby waives trial by jury in any judicial proceeding involving any dispute, controversy or claim arising out of or relating to this Agreement or the Plan's investment in the Fund. To the maximum extent permitted under applicable law, the Client hereby irrevocably waives any immunity to which it might otherwise be entitled in any arbitration, action at law, suit in equity or any other proceedings arising out of or based on this Agreement or any transaction in connection herewith.

14. *Customer Identification Program.* To help the government fight the funding of terrorism and money laundering activities, JPMCB has adopted a Customer Identification Program ("CIP"), pursuant to which JPMCB is required to obtain, verify and maintain records of certain information relating to its clients. Client understands that United States federal regulations and Executive Orders administered by the Office of Foreign Assets Control ("OFAC") of the U.S. Treasury Department prohibit, among other things, engaging in transactions with, and providing services to, targeted non-U.S. countries and certain entities and individuals (including, without limitation, those subject to OFAC sanctions or embargo programs or engaged in terrorist activities or narcotics trafficking). In order to facilitate JPMCB's compliance with its CIP and all applicable laws and regulations concerning money laundering, terrorist financing and other illegal activities, Client acknowledges that it has provided the representations and warranties with respect to anti-money laundering that are set forth in Exhibit F and Annexes, if any, thereto. Client understands that JPMCB will be relying upon the representations and information provided in this Agreement and in Exhibit F and the Annexes, if any, and agrees to provide such other information and/or representations as may reasonably be requested. Client represents and warrants to, and agrees with, JPMCB that the representations and warranties set forth in this Agreement and Exhibit F are true on the date hereof and that each and any of the representations and warranties will be true as of each date the Agreement is effective, unless the Client has otherwise notified JPMCB. The Client agrees to provide such evidence as to the accuracy of such representations and warranties as may be requested by JPMCB.

15. *Additional Terms and Conditions.* Client and JPMCB agree to the Additional Terms and Conditions, if any, set forth in Exhibit G attached hereto.

16. *Waiver, Amendment or Modification.* Any waiver, amendment or modification of any provision of this Agreement shall not be effective unless made in writing and signed by the party against whom enforcement of such waiver, amendment or modification is sought.

17. *Foreign Tax Reclaims.* The Fund may receive dividends and interest from issuers that are domiciled in foreign countries, some of which subject the Fund to withholding or other taxes even though the U.S. has a tax treaty with the foreign country that provides for a reduced withholding rate for U.S. residents. As a result of foreign tax laws and regulatory requirements, foreign tax authorities may require the Fund to file tax reclaim forms in order to receive the benefit of a reduced withholding rate; and may require the Fund to provide additional documentation to confirm the identity or residency of, or provide other relevant information for the Participating Trusts in the Fund. As a result, the Client agrees to provide additional information or complete forms requested by foreign tax authorities in order for the Fund to file for such tax reclaim.

18. *QPAM Notice.* Please refer to www.jpmorgan.com/qpam for a notification regarding certain obligations in connection with the temporary exemptive relief that allows affiliates of JPMorgan Chase & Co. to act as a QPAM under Prohibited Transaction Class Exemption 84-14, as amended. Upon request, a paper copy of these obligations will be provided at no cost. You should refer back to that website to the extent and at such time as long-term exemptive relief may be granted by the Department of Labor, pursuant to which these obligations may change.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their authorized representatives on this _____ day of _____, 2017.

CLIENT: City of Gainesville, Georgia,
Retirement Plan A Pension Board

JPMORGAN CHASE BANK, N.A.

By: _____

By: _____

Name: Bryan Lackey

Name: _____

Title: City Manager

Title: Vice President

APPROVED AS TO FORM

Abbott S. Hayes, Jr.
Hulsey, Oliver & Mahar, LLP
City Attorney

ATTEST

Denise O. Jordan
City Clerk

CITY SEAL

EXHIBIT A

ACCOUNT INFORMATION FORM

Plan Sponsor:	City of Gainesville, Georgia
Plan Sponsor EIN:	58-6000581
Address for Plan Contact:	300 Henry Ward Way Gainesville, GA 30501
Phone for Plan Contact:	770-535-6865
Name of Trust:	City of Gainesville, Georgia, Retirement Plan A
Name of Trustee:	Retirement Plan A Pension Board
Fiscal Year End of Trust/Plan:	June 30
Plan Type: A. ☒ §401(a) Qualified Plan: <i>(specify type)</i> B. ☒ §414(d) Governmental Plan ☒ Defined Benefit ☐ 401(k) / Profit Sharing C. ☐ §457(b) Plan ☐ Money Purchase	

NOTE: In addition to completing this Account Information Form, the Plan must attach a copy of its most recent IRS determination or opinion letter stating the Plan is qualified under IRC section 401(a) and its trust is tax-exempt under IRC section 501(a). A governmental plan that does not have an IRS letter or ruling may in the alternative provide a copy of the applicable statutes or other governing documents regarding the Plan's status.

Fund(s) selected for inclusion in the Plan:

Commingled Pension Trust Fund (Special Situation Property Fund) of JPMorgan Chase Bank, N.A.

For the Fund(s) identified above, please identify all Plans maintained by the Plan Sponsor or its affiliates that invest in the Fund:

<u>Plan Name:</u>	<u>Plan EIN:</u>	<u>Plan Three-Digit Number:</u>
City of Gainesville, Georgia, Retirement Plan A	58-6000581	002

EXHIBIT B

AUTHORIZED SIGNERS LIST

Client Name: City of Gainesville, Georgia, Retirement Plan A Pension Board

Account Name(s):	Account Number(s):
City of Gainesville, Georgia, Retirement Plan A – Special Situation Property Fund	311020

The below named persons are duly authorized to provide instructions for cash flows and other business related activities for the above referenced Account(s).

PLEASE NOTE: A minimum of two authorized persons is required on the below List.

Name:	Title:	Signature:	Phone Number*:
David Frazier	Board Chairman		770-540-6193
Denise Jordan	Board Secretary		770-535-6865
Jeremy Perry	Chief Financial Officer		770-535-6898

I certify that the signatures shown above are the legal signatures of those persons who are authorized to sign and provide instructions on behalf of the above referenced Account(s).

Signature of Authorized Person**

Date

Denise O. Jordan

City Clerk/Secretary to Retirement Board

Name

Title

***Phone number is required to authenticate certain wire and cash flow instructions**

****Certification of Signature must be provided by a Secretary or other duly authorized officer**

EXHIBIT C

FEE SCHEDULE

Client Name: City of Gainesville, Georgia, Retirement Plan A

Fund Name: JPMCB Special Situation Property Fund

Capitalized terms used in this Fee Schedule, but not defined below, shall have the meanings attributed to them in the Agreement.

Annual Fee

The Client shall pay to JPMCB an annual fee (the “Fee”) as follows:

The lower of (a) 1.60% of the Client’s account NAV of the Fund or (b) 1.25% of the Client’s account pro-rata share of (i) the NAV and (ii) the aggregate outstanding principal amount of all third-party debt, except that such fee shall be reduced by 0.625% of the Debt and the fee will be 0.15% with respect to the market value of cash/cash equivalents in excess of a 5% reserve position for cash/cash equivalents. The maximum fee of 1.60% is the fee that would be in effect at such time as the Fund’s leverage is at a level of 36% of the gross asset value.

Billing Period

The Fee will be calculated as of the last business day of each calendar quarter-end (i.e., March, June, September and December) and billed in arrears.

Fee Calculation Methodology

The market value(s) used for calculating the Fee will be determined by JPMCB as of the end of the calendar quarter based on a 30/360¹ day count convention and in accordance with the terms of the Declaration of Trust.

Cash Flow Prorations

The market value that forms the basis for each fee calculation will be adjusted to pro-rate any contributions and withdrawals that occurred during the billing period when the daily sum of such activity exceeds the greater of U.S. \$1 million or 2% of the market value of the Plan’s participation in the Fund. For purposes of determining this percentage threshold, each day’s contributions and withdrawals will be measured against the immediately preceding month-end market value.

Billing

The Client authorizes JPMCB to directly debit the Client’s Fund account for the Fee following the billing period. In the event that there are insufficient funds in the Client’s Fund account, JPMCB shall liquidate holdings in the Client’s Fund account in the amount necessary to cover such fees. JPMCB shall provide the Client with an invoice describing in reasonable detail the manner in which the Fee was calculated and the date on which the Fee was charged to the Client’s Fund account. The statement will be emailed to the Client.

¹ **30/360 day count convention: standard accounting practice which establishes 30 days per month and 360 days per year as the basis for the number of days in months and years for calculations**

Fee Schedule agreed to and accepted:

CLIENT: City of Gainesville, Georgia,
Retirement Plan A Pension Board

By: _____
Name: _____
Title: _____

Investment Class Approved:

JPMORGAN CHASE BANK, N.A.

By: _____
Name: _____
Title: Vice President

APPROVED AS TO FORM

Abbott S. Hayes, Jr.
Hulsey, Oliver & Mahar, LLP
City Attorney

ATTEST

Denise O. Jordan
City Clerk

CITY SEAL

EXHIBIT D

ASSET CERTIFICATION

Please mark one item below.

Client understands that this certification shall be deemed to be a continuing certification until such time as Client shall notify JPMCB of any change.

☐ the Plan owns and invests on a discretionary basis securities less than \$50 million

☒ the Plan owns and invests on a discretionary basis securities equal to or greater than \$50 million, but less than \$100 million

☐ the Plan owns and invests on a discretionary basis securities equal to or greater than \$100 million

In determining the aggregate amount of eligible “securities” owned and invested on a discretionary basis, the following instruments and interests shall be excluded: securities issued by affiliates of the entity, bank deposit notes and certificates of deposits, loan participations; repurchase agreements; securities owned but subject to a repurchase agreement; and currency, interest rate and commodity swaps.

EXHIBIT E

SECURITIES LENDING DISCLOSURE

Description

Securities lending is a common industry practice. In the course of their normal securities business activities, brokerage firms and banks often need to borrow securities, for instance, to effect short sales. Through a lending agent, the borrowing firm provides cash or other collateral to the lender. The lender receives income consisting of the earnings on the cash collateral investments, net of a rebate received from or paid to the borrower and the lending agent fees.

JPMorgan Chase Bank, N.A. (“JPMCB”) may implement securities lending within its commingled pension trust funds (a list of participating fund is available upon request). This activity is permitted by each fund’s Declaration of Trust and does not affect an investor’s right to withdraw from a commingled pension trust fund in accordance with normal redemption procedures. While securities are on loan, they continue to be reflected in the fund’s daily net asset values, and the fund receive the benefit of any dividends, earnings or corporate actions attributable to these securities, though they give up the ability to vote proxies.

Intent of the Program

The expected benefit to the fund is increased annual returns from the incremental revenues (net of fees) generated by securities lending, although the actual benefit, if any, cannot be guaranteed or quantified in advance. This activity offers a way to capture the scarcity value of existing security positions, and in no way hinders the execution of a fund’s stated investment strategies.

Lending Agent

The Investor Services unit of JPMCB is the securities lending agent for JPMCB’s commingled pension trust funds and will receive a fee of up to 15% of the net earnings on each loan it makes. The net earnings from securities lending, minus the fees of the securities lending agent, will be received by the lending fund. In addition, JPMCB, as the securities lending agent for commingled pension trust funds, may enter into repurchase transactions in which the repurchase agreement counterparties use JPMCB as tri-party collateral agent (two banks provide this service to the overwhelming majority of banks and broker-dealers and JPMCB is one of those two banks). JPMCB receives a fee from these repurchase agreement counterparties. The revenue split of securities lending income does not apply to the fees JPMCB receives as tri-party collateral agent.

Risk Management

There are several types of risks associated with securities lending. With regard to the lending activity, there is default risk--the possibility that the borrowing firm does not satisfy its contractual obligation to return the borrowed security. Additionally, with regard to the reinvestment of cash collateral, there is investment risk--the possibility that the chosen investments will generate a lower-than-expected return or that the investment counterparty may default. JPMCB undertakes the following measures to insulate the funds from these risks:

The initial cash collateral provided by the borrower is required to equal between 102% and 105% of the value of any securities borrowed. Should the value of the collateral provided by the borrower fall below 100% of the fair market value of the loaned securities, the borrower will be required to provide sufficient additional collateral to return the value of the collateral to its original required level.

The list of eligible borrowers approved by JPMCB’s Risk Management and Control Group includes only brokerage firms and banks whose financial strength, professionalism and reputation meet certain credit requirements. No JPMCB affiliate will be eligible to borrow any securities of a JPMCB commingled pension trust fund.

JPMCB has agreed to indemnify its commingled pension trust funds against a loss due to the bankruptcy or insolvency of a borrowing firm. In addition, JPMCB has agreed to indemnify the commingled pension trust funds against certain losses resulting from defaults by repurchase agreement counterparties.

The cash collateral held by JPMCB, the fund's trustee, custodian and securities lending agent, will be invested in repurchase agreements (using government securities as collateral) or government securities. For each lending fund, the average term of the collateral reinvestment portfolio will be matched to the average term of the loan portfolio. Eligible repurchase agreement counterparties must be approved by JPMCB's Risk Management and Control Group. JPMCB affiliates will not be eligible investment counterparties.

EquiLend

JPMCB, together with a group of leading financial services firms, joined to establish EquiLend. EquiLend operates a common electronic platform ("Platform") for the negotiation of securities lending and borrowing transactions, though EquiLend neither acts as a principal in any securities lending transaction nor guarantees any transaction executed through the Platform. JPMCB has a financial interest in the successful operation of EquiLend. JPMCB expects to use the Platform to transact securities loans on behalf of the commingled pension trust funds with other EquiLend participants that are approved borrower counterparties in the Program.

EquiLend has received an exemption from the Department of Labor (PTE 2013-05) permitting JPMCB (and other lending agents with equity interests in EquiLend) to use the Platform to lend ERISA plan assets. A copy of PTE 2013-05 is attached for your reference. Among other things, PTE 2013-05 permits participation in the Platform by an equity owner of EquiLend in its capacity as a securities lending agent for the plan, provided that certain conditions are met. JPMCB, as a securities lending agent with an equity interest in EquiLend, has a financial interest in the successful operation of EquiLend. As a securities lending agent participating in the Platform, JPMCB may provide to EquiLend securities lending data based on off-Platform securities lending transactions.

EXHIBIT F

AUTHORIZATIONS, REPRESENTATIONS AND WARRANTIES

Client hereby represents, warrants and agrees that to its knowledge:

- (i) the Client, each employer maintaining the Plan (and such employer's affiliates), and, if any such employer is an entity that is privately owned, each person having a beneficial ownership interest in such employer (collectively, the "Plan Related Parties") and its Authorized Persons agree to provide any document or information requested by JPMorgan (whether as of the effective date of the Agreement or in the future) that JPMorgan requests in order for JPMorgan to comply with all applicable anti-money laundering statutes, rules, regulations, policies and consent orders;
- (ii) all information documents provided to JPMorgan, including information documents regarding the identity of the Plan Related Parties provided or to be provided to JPMorgan are and will be accurate and complete;
- (iii) none of the funds that the Plan has contributed, or will contribute, to the Account has been or will be derived, directly or indirectly, from any activity that contravenes any United States federal or any state or international laws and regulations, including anti-money laundering laws and regulations ("Prohibited Investments");
- (iv) none of the Plan Related Parties is a country, territory, entity or individual named on an OFAC list;
- (v) none of the Plan Related Parties is an individual or entity that resides or has a place of business in, or is organized under the laws of, a country or territory named on an OFAC list or which is designated as a non-cooperative country or territory by the Financial Action Task Force on Money Laundering ("FATF") or which is designated by the Secretary of the Treasury under Section 311 or 312 of the USA PATRIOT Act as warranting special measures due to money laundering concerns or whose contributions to such Account have been or will be transferred from or through such a country or territory;
- (vi) none of the Plan Related Parties is a "senior foreign political figure," or an "immediate family member" or "close associate" of a senior foreign political figure within the meaning of the Guidance on Enhanced Scrutiny for Transactions That May Involve the Proceeds of Foreign Official Corruption issued by the U.S. Department of Treasury and other federal agencies;
- (vii) none of the Plan Related Parties is a "Foreign Shell Bank" within the meaning of the USA PATRIOT Act, i.e., a foreign bank that does not have a physical presence in any country and that is not affiliated with a bank that has a physical presence and an acceptable level of regulation and supervision and
- (viii) JPMorgan may disclose information about the Plan Related Parties, any Authorized Person of the Plan and the Account, to any governmental, regulatory or judicial body, agency, authority or instrumentality with jurisdiction over JPMorgan or pursuant to any requirement under applicable law, rule, regulation, policy or consent order (collectively, the "Requirement") or to its affiliates, if JPMorgan, in its sole discretion, determines that such disclosure is required by such Requirement, including the relevant statutes, rules, regulations or consent orders concerning Prohibited Investments or in connection with management or compliance oversight or an internal audit function.

EXHIBIT G

ADDITIONAL TERMS AND CONDITIONS

1. Amendment to Section 10

Section 10 is hereby deleted and replaced with the following:

10. Liability. Client agrees that it shall be liable for all claims, losses, or liabilities which arise out of (i) any misrepresentation by the Client contained in this Agreement, (ii) JPMCB's reasonable reliance on any direction, instruction or other notice given to JPMCB on behalf of the Plan by Client, or (iii) failure of the Client to credit cash to the Fund for purposes of funding contributions on such date established by JPMCB pursuant to the terms of the Declaration of Trust.

2. Amendment to Section 13

Section 13 is hereby deleted and replaced with the following:

13. *Applicable Law.* All questions arising hereunder shall be determined according to the laws of the State of Georgia (without regard to its conflict of laws provisions) and the provisions hereof shall be binding upon the successors and assigns of the parties. The Client hereby waives trial by jury in any judicial proceeding involving any dispute, controversy or claim arising out of or relating to this Agreement or the Plan's investment in the Fund.

APPENDICES

1 Declaration of Trust

2 Fund Summary

3 PTE 2013-05

4 PTE 2003-24 (Proposed)

5 PTE 2003-24 (Final)

6 Excessive Trading Policy

7 ERISA Section 408(b)(2) Disclosure Statement

Contribution Notice

JPMCB Special Situation Property Fund

_____, 2017

Send via fax to 866-342-2367

Institutional Client Service
J.P. Morgan Asset Management
1111 Polaris Parkway, Floor 1H
Columbus, OH 43240

Reference is made to the Contribution Policy for the JPMCB Special Situation Property Fund attached as Schedule 1 to the amended and restated Declaration of Trust of the Commingled Pension Trust Fund (Special Situation Property) of JPMorgan Chase Bank, N.A., dated as of February 1, 2014, as amended. All defined terms used herein shall have the meaning ascribed to such terms in the Contribution Policy.

In accordance with the terms of the Contribution Policy, the undersigned participant requests to contribute the amount specified below to the Fund, subject to and in accordance with the terms and conditions of the Declaration of Trust, the Contribution Policy and the Participation Agreement.

Contribution Amount: \$ 2,000,000 (2 Million USD)

Agreed and Acknowledged:

Name of Participant:

City of Gainesville, Georgia, Retirement Plan A Pension Board

_____Account 311020_____

Signature: _____

Name: Jeremy Perry

Title: Chief Financial Officer

Secure Communication Options

J.P. Morgan Asset Management (JPMAM) is continually striving to maintain confidentiality and protect client data. As we communicate more and more via email, encryption and cyber security are of the utmost importance. To ensure the highest level of security when communicating via email, we encourage the use of Transaction Layer Security (TLS) which JPMAM already supports today.

TLS is an industry standard feature for email security, which allows us to share encrypted communications with clients, who also have this set up on their server. When emails are sent from J.P. Morgan Asset Management, our email system checks the receiving email servers for TLS. If it is present, information exchanged between the servers is encrypted. The same process works for emails you send to us.

You may already be using TLS. If you would like further information about communicating with JPMAM via TLS, please contact your Client Account Manager.

In order for us to keep our records up to date, please choose one of the following options to indicate your preferred method of communication. JPMAM may also deliver reporting via email in a secure, password-protected file.

Please select your preferred delivery method from the options listed below, sign and date, and return to your Client Account Manager by email.

- ☐ 1. We have TLS enabled on our servers
- ☐ 2. We would like to use TLS, please send us more information
- ☒ 3. We would like to receive reports via the JPM client website and acknowledge other communications may be unencrypted
- ☐ 4. We would like to continue to receive electronic communication from JPM on an unencrypted / unsecured basis

Please be aware that by choosing options 3 or 4 JPMAM cannot guarantee the security of email transmissions and email communications are at the Client's own risk.

Company Name	City of Gainesville, Georgia Retirement Plan A Pension Board
Authorized Signer	Jeremy Perry, Chief Financial Officer
Date	

Gainesville Employees Retirement System

J.P. Morgan Asset Management – Real Estate Americas

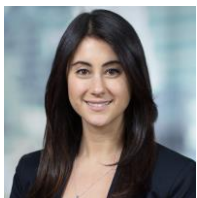
JPMCB Special Situation Property Fund¹ | November 14, 2017

Jaclyn Weinman, Vice President
(212) 648-0471, jaclyn.m.weinman@jpmorgan.com

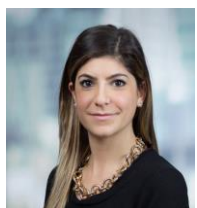
Lindsey Lo Bosco, Analyst
(212) 464-5347, lindsey.lobosco@pmorgan.com

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Today's Presenters



Jaclyn Weinman, *Vice President*, is a client portfolio manager in J.P. Morgan Asset Management where she is responsible for capital raising and advising clients for the firm's Global Real Estate strategies. Jaclyn previously worked as an acquisition officer on the Real Estate Americas team, where she most recently focused on the Washington, DC metro region and worked on \$1.2 billion of real estate transactions across the Mid-Atlantic and Southeastern U.S. An employee since 2009, she previously worked on the Real Estate Asset Management teams for both the U.S. and European platforms as well as in the J.P. Morgan Private Bank. Jaclyn holds Series 7 and 63 licenses and a B.B.A. in Business Administration from Emory University.



Lindsey Lo Bosco is part of the Relationship Management Team for the North Americas Institutional business. Lindsey partners with Kate Hurley, Relationship Manager, to develop a deep understanding of the firm's corporate, public, endowment, foundation and healthcare clients to deliver the firm's full value. Together, they seek to deepen client relationships through sharing our broad resources and providing solutions across asset classes. Prior to this role, Lindsey was an analyst in the J.P. Morgan Private Bank where she was responsible for driving internal and external communications on behalf of the multi-asset solutions business and educating the salesforce on the multi-asset solutions platform by creating quantitative and qualitative resources. Lindsey graduated summa cum laude and received a B.S. in business management from St. Francis College. Lindsey passed CFA Level I in June 2017 and holds FINRA Series 7 and 63 licenses.

¹ Commingled Pension Trust Fund Special Situation Property of JPMorgan Chase Bank, N.A. ("Special Situation Property Fund" or "SSPF")

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Presentation

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▪ Supplemental exhibits	
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J.P. Morgan Asset Management – Real Estate Americas

J.P. Morgan Asset Management – Real Estate Americas platform

We are one of the industry's premier real assets investment managers

Scale, stability and strength

- \$63 billion in AUM across the U.S.
- 45 years of real estate investment management experience
- 200+ professionals in 8 offices across the country

Capabilities and experience

- Part of a global platform of real estate, private equity and credit, infrastructure, transportation, liquid alternatives, and hedge fund strategies
- A disciplined investment process consistently implemented across investment types and regions
- Local expertise across strategies, sectors and regions, and complex transactions

Information advantage

- JPMAM's size provides access to outstanding proprietary and external data sources
- Dedicated research team provides market research and portfolio construction analysis
- Over \$10 billion of annual transaction activity provides extensive market knowledge

Client focus

- Trusted advisor and fiduciary to over 1,000 clients worldwide
- A legacy of trusted partnership built on a promise to put client interests ahead of our own
- Focus on open communication, transparency and shared information

AUM as of June 30, 2017, based on Gross Asset Value
Source : J.P. Morgan Asset Management

J.P. Morgan Asset Management – Real Estate Americas platform

Head of Real Estate Americas Kevin Faxon, MD – 30 years experience						
Chief Investment Officer Doug Schwartz, MD – 23 years experience		Director of Research Dave Esrig, MD 25 years experience	Chairman of Investment Committee and Head of Separate Accounts Benjamin Gifford, MD 44 years experience	Director of REA Commingled Funds / Head of Debt Capital Markets Mike Kelly, MD – 28 years experience		Head of Client Strategy J.D. Sitton 25 years of experience
Acquisitions	Asset Management Mark Bonapace, MD 27 years experience			Fund Portfolio Management	Head of Debt Financing Cassie Clark, ED 15 years experience	
Northeast Peter Sibilia, MD Southwest Robert Curran, MD Midwest/FL & East Industrial Scott Strauss, ED Mid-Atlantic/Southeast Preston Meyer, ED West Morgan Lingle, MD Mezzanine Debt Candace Chao, MD 18 years average experience	East/South Whit Wilcox, MD Central Scott MacDonald, MD West Steve Zaun, MD Retail Joe Dobronyi, MD Residential Allina Boohoff, MD Development & Engineering Jim Kennedy, MD 28 years average experience	Luigi Cerreta, ED Aric Chang, ED Brian Nottage, MD 18 years average experience	Alice Cao, ED Wayne Comer, MD Eric Johnson, MD Dan Volpano, MD 31 years average experience	JPMCB Strategic Property Fund Kim Adams, MD Ann Cole, MD JPMCB Special Situation Property Fund Craig Theirl, MD U.S. Real Estate Income & Growth Fund Nancy Brown, MD JPMCB Core Diversified Commercial Property Fund/ JPMCB Diversified Commercial Property Fund Dave Esrig, MD Sue Kolasa, MD 24 years average experience		Melissa Anezinis, ED Josh Braunstein, VP Rebekah Brown, ED Alexia Gottschalch, MD Larry Ostow, MD Jackie Weinman, VP 18 years average experience
Functional Partners						
Head of Finance and Business Management, Global Alternatives Larry Fuchs, MD 25 years experience	Finance Al Dort, MD 25 years experience	Valuations Ruchi Pathela, ED 18 years experience	Chief Operating Officer REA Bill Schultz, MD 26 years experience	Global Product Development Steve Greenspan, MD 32 years experience	Omni Solutions Bernie McNamara, MD 21 years experience	Client Relations Ravi Sharma, MD 20 years experience

September 2017. There can be no assurance that professionals currently employed by JPMAM will continue to be employed by JPMAM or that past performance or success of any professional serves as an indicator of professional's future performance or success.

Diverse, experienced specialists support portfolio manager



- Team-based approach
- Multi-disciplinary investment process
- Deep functional expertise with a cross real asset perspective
- No single perspective; no tunnel vision
- Experienced and stable team – average of 26 years experience
- 200+ professionals supporting Real Estate Americas Platform

For discussion purposes only.

Source: J.P. Morgan Asset Management. As of September 2017

Real Estate Americas: Investment committee

Institutionalized process employed across the platform: collaborative, streamlined, efficient, and thorough

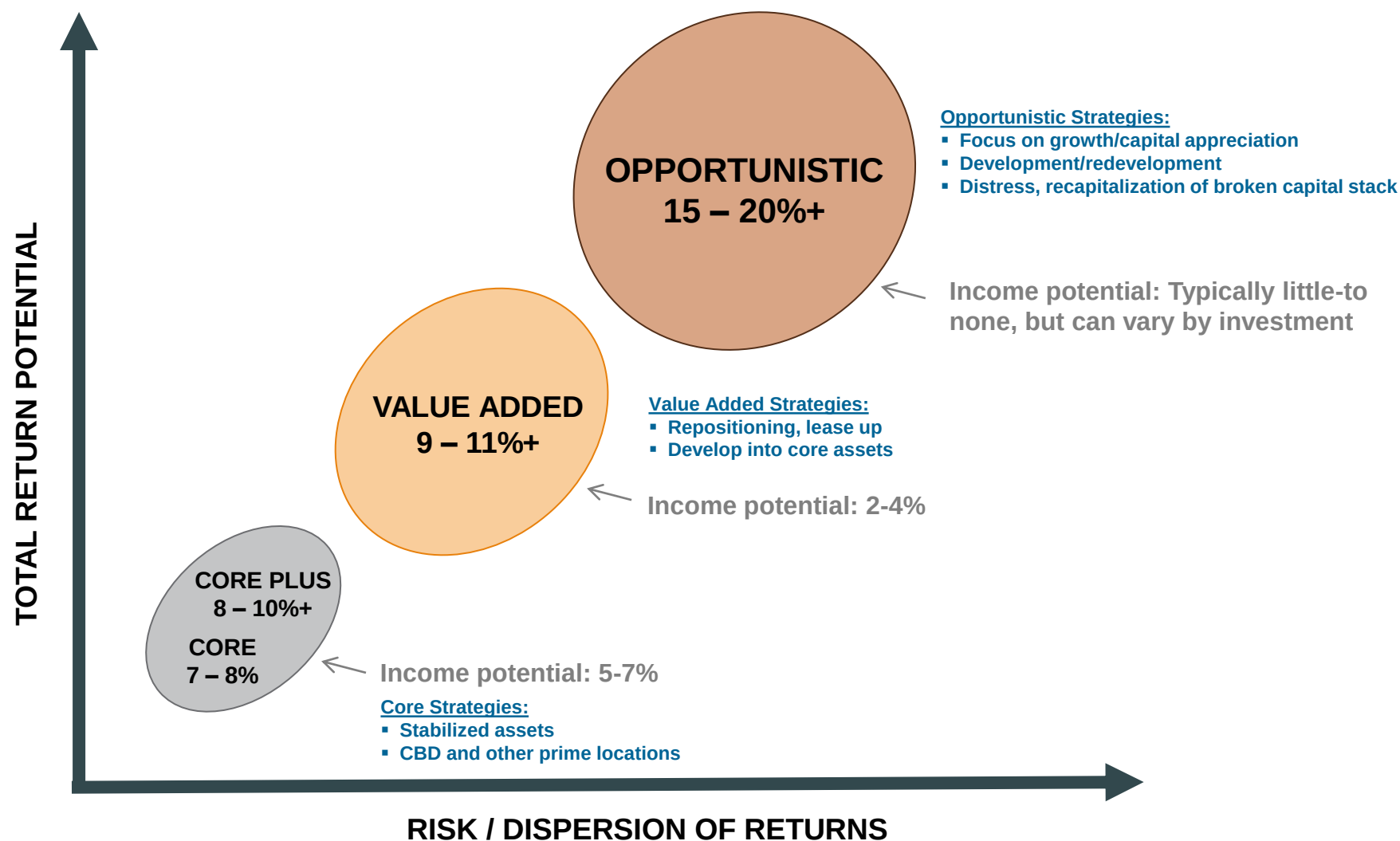
Voting members: unanimous vote required to approve all acquisitions and dispositions								
Chief Investment Officer		■ Provides investment experience and ensures consistency of process and policy ■ Underwriting responsibility						
Portfolio Manager		■ Represents the interests of the Fund ■ Responsible for adherence to Fund investment strategy and maintaining portfolio diversification						
Asset Management <i>Regional or Property Sector Head</i>		■ Provides market and sector expertise ■ Responsible for executing on business plan of the asset						
Real Estate Research <i>Senior Member</i>		■ Provides macro perspective ■ Advises on economic and demographic trends, risks/opportunities and portfolio strategies						
Participating members: provide expertise in respective areas to aid in decision making								
Investment Committee Chairman	Head of Real Estate Americas	Engineering Services	Financial	Director, U.S. Real Estate Commingled Funds	Head of Client Strategy	Head of Asset Management	Director of Valuations	Debt Capital Markets

For illustrative purposes only.

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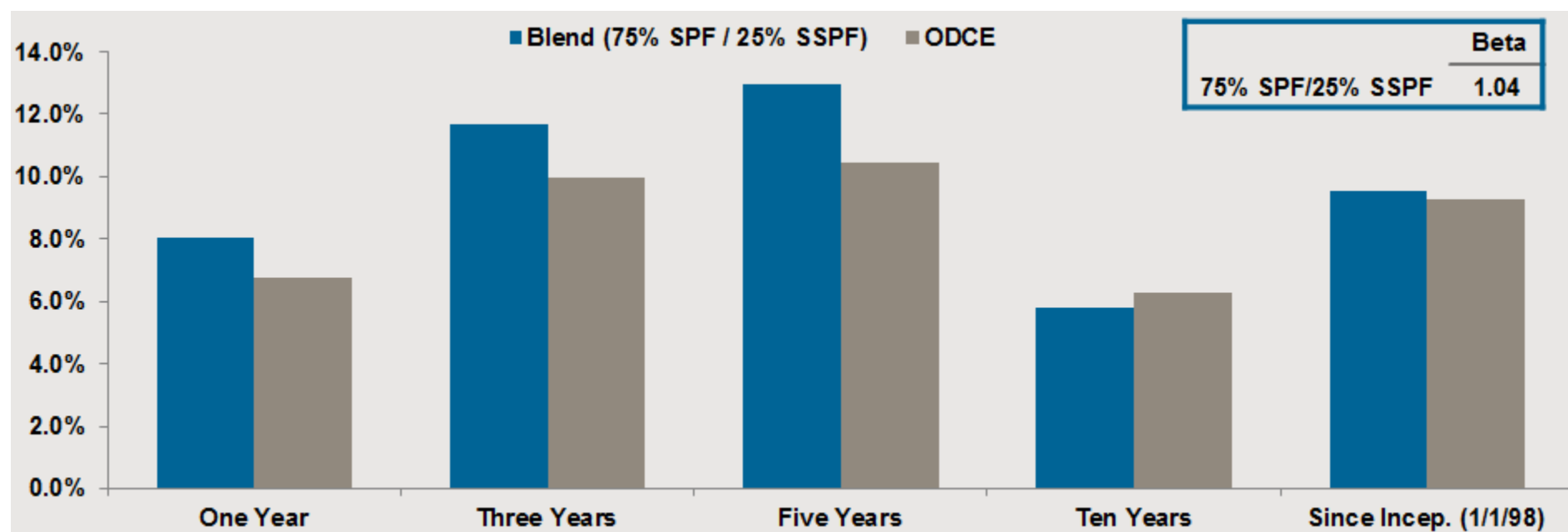
Real estate offers a range of opportunities across the risk/return spectrum

Illustrative ranges



Shown for illustrative purposes only. Returns are assumed to be net of fees, which will vary by strategy.

What does a core and value-add blend look like?



NCREIF ODCE, as of June 2017.

Past performance is not a guarantee of comparable future results. Performance results are gross of investment management fees. The deduction of an advisory fee reduces an investor's return. Actual account performance will vary depending on individual portfolio security selection and the applicable fee schedule. The fees were calculated on a monthly basis, which shows the maximum effect of compounding. Blend of SPF and SSPF represent model returns.

JPMCB Special Situation Property Fund

JPMCB SSPF: What is Value-added investing?

Develop to core

View from
BeltLine



View from
Ponce de
Leon Ave



725 Ponce, Atlanta, GA

Lease-up opportunity / below replacement cost



800 Fifth Avenue, Seattle, Washington

Redevelop

Before



After

Plano Portfolio, Plano, TX

Recapitalize



605 Third Avenue, New York, NY

These examples represent some of the investments of the Fund. However, you should not assume that these types of investments will be available to or, if available, will be selected for investment by the Fund in the future

What is value-add and why in an open-end structure?

Transparency and access

- Investment in specified portfolio of known assets
- Access to joint venture equity opportunities

Ongoing investing at lower cost

- Capital put to work on ongoing basis
- No investment period constraints or finite fund lives
- No acquisition, disposition or carried interest fees
- No vintage year risk

Diversified portfolio

- Diversified across sector, strategy, geography and risk profile to reduce volatility
- Focus on quality asset selection for long-term growth and performance

Stable balance sheet

- Stabilized assets cushion impact of market downturns
- Incentive structure prevents risky investments or excessive leverage

Flexibility and liquidity

- Quarterly redemption for investors' cash needs
- Mix of strategies and hold periods to optimize portfolio

The manager seeks to achieve the stated objectives. There is no guarantee these objectives will be met.

JPMCB Special Situation Property Fund

Special Situation Property Fund is a leading open-end, value-add U.S. real estate fund

Value add investment strategy

- Acquire value add assets, which are de-risked through a variety of executions including development, redevelopment / repositioning, lease-up and recapitalization
- Hold assets for 3-7 years and once stabilized, sell into the core marketplace with net sale proceeds redeployed into new value-add opportunities
- Diversify portfolio across the four traditional real estate sectors: office, residential, industrial and retail
- Focus acquisition activity in major U.S. markets with strong economic drivers and institutional liquidity

Open-end, direct real estate structure

- Immediate access to a large, well-diversified U.S. real estate portfolio across property type, geography and risk profile
- Approximately 50/50 balance of value-add and stabilized assets
- Target portfolio leverage of 40-50% LTV

Return profile

- An appreciation driven return, which includes a moderate level of income
- Targeted total return of ODCE + 200bps over a full market cycle
- Fund level income yield of approximately 3.0% per annum

The target returns are for illustrative purposes only and are subject to significant limitations. An investor should not expect to achieve actual returns similar to the target returns shown above. Because of the inherent limitations of the target returns, potential investors should not rely on them when making a decision on whether or not to invest in the strategy. Please see the complete Target Return disclosure at the conclusion of the presentation for more information on the risks and limitation of target returns.

JPMCB SSPF: 3Q 2017 Fund highlights

Fund profile as of September 30, 2017

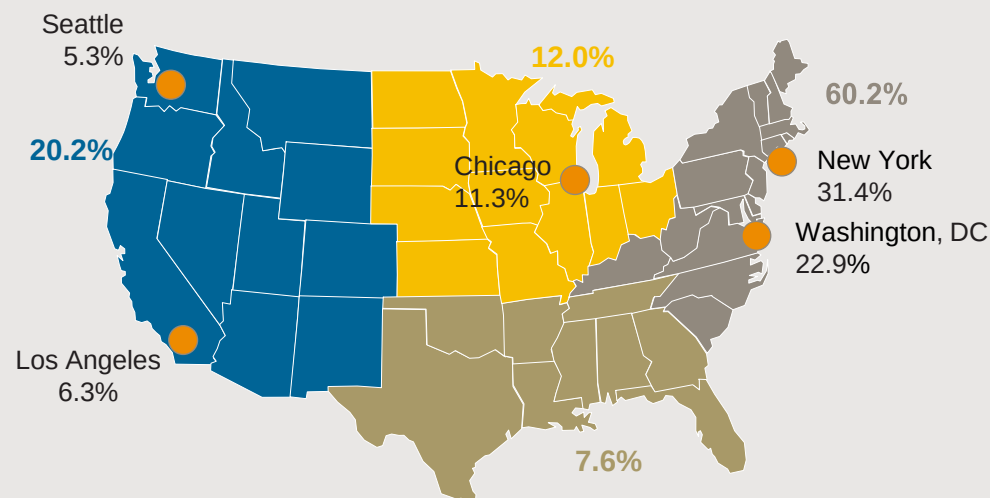
■ Total investments (gross of debt)	\$6.4bn
■ Net asset value	\$3.7bn
■ Fund leverage	41.4%
■ Portfolio annual cash distribution	4.0%
■ Number of investments ³	75

Liquidity Update – as of September 30, 2017

■ Cash position	11.4%
■ Raised (3Q17)	\$58.6mm
■ Redeemed (3Q17 redemption payout)	\$35.9mm
■ Contribution queue ²	\$92.7mm

Diversification¹

	Share of NAV (%) ¹	Buildings / Units / Sq. Ft ⁴
Office	49.3	43 buildings / 11,076,678 SF
Industrial	9.7	22 buildings / 9,224,027 SF
Residential	33.4	25 buildings / 8,974 units
Retail	5.6	6 centers / 1,267,385 SF
Land & Other	2.0	
Total	100.0	



¹ As of September 30, 2017. Values may not total 100% due to rounding, includes some properties under development.

² As of October 30, 2017

³ Number of investments includes land

⁴ As of June 30, 2017

Past performance is not a guarantee of comparable future returns. Returns assume the reinvestment of income.
Diversification does not guarantee investment returns and does not eliminate the risk of loss.

JPMCB SSPF*: Performance overview

Supplemental to annual performance report

Annualized returns as of September 30, 2017 (%)	Three months ¹	Year to date ¹	One year	Three years	Five years	Ten years	Since incep. 1/1/98
Income	0.6	1.8	2.4	2.7	3.0	3.8	4.9
Appreciation	2.6	5.6	7.4	11.2	12.0	1.2	3.9
SSPF Total Gross	3.1	7.5	9.9	14.2	15.3	5.0	9.0
NFI-ODCE Total – Value	1.9	5.4	7.7	10.8	11.6	5.0	8.9
Excess over ODCE	1.2	2.1	2.2	3.4	3.7	-	0.1
SSPF Total Net	2.7	6.3	8.2	12.4	13.5	3.3	7.2

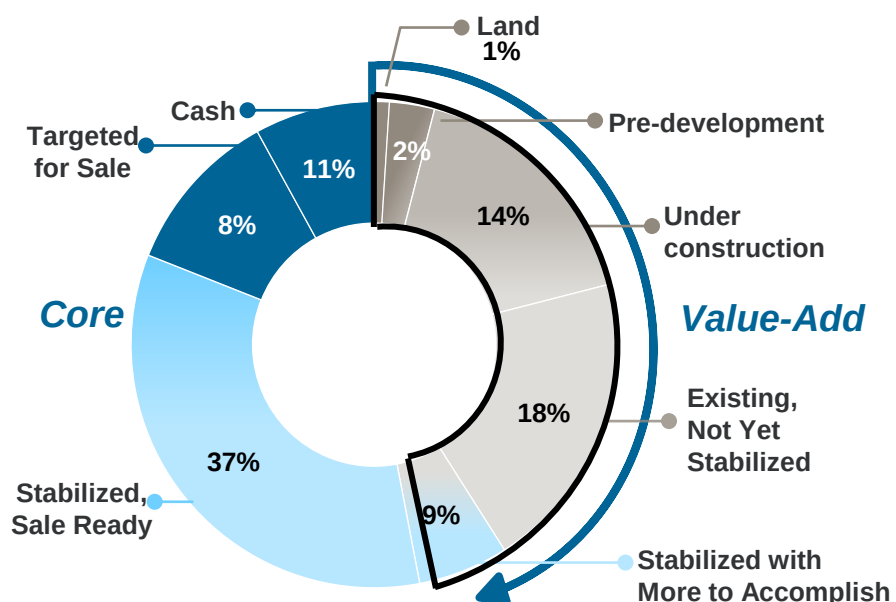
* Commingled Pension Trust Fund (Special Situation Property) of JPMorgan Case Bank, N.A.

¹ Non-annualized returns

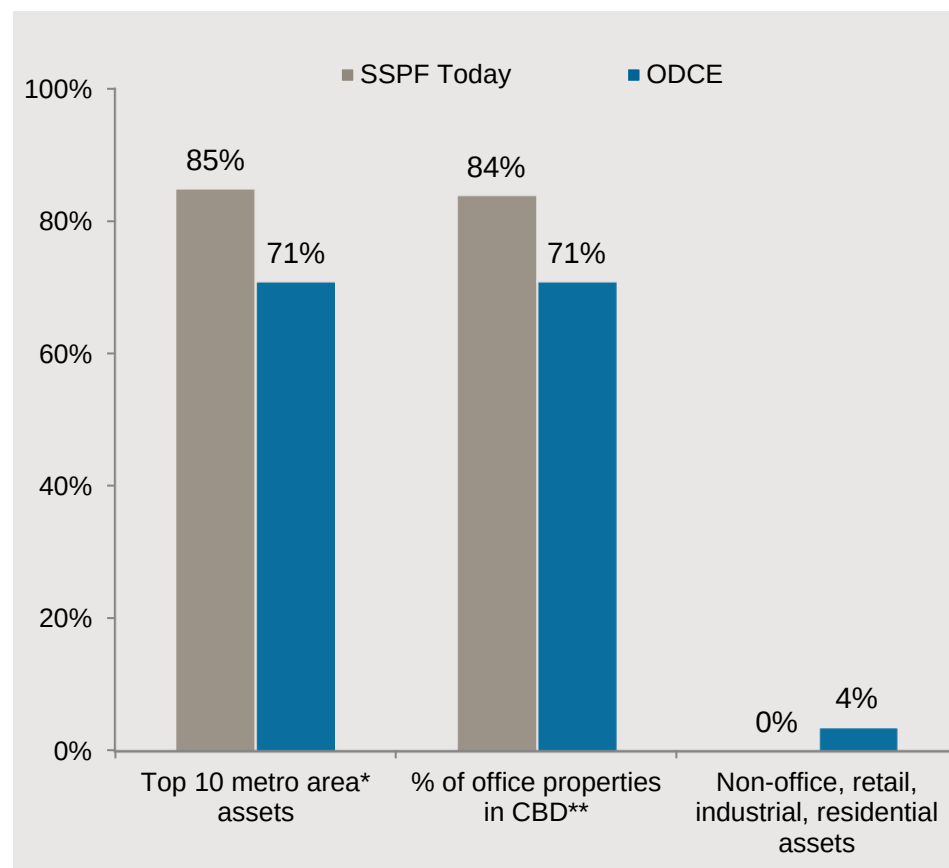
Past performance is not a guarantee of comparable future results. Total return assumes the reinvestment of income. Performance results are gross of investment management fees. The deduction of an advisory fee reduces an investor's return. Actual account performance will vary depending on individual portfolio security selection and the applicable fee schedule.

JPMCB SSPF: Active risk management

Investment Risk Cycle¹



How SSPF is better positioned



¹ Investment Risk Cycle as of September 30, 2017 for illustrative purposes only. Based on current NAV

*Source of top ten metro areas, RCA top metros 2016 transaction volume and IPD, represent four core investment types (GAV)

**Source of CBD office data, IPD as of September 30, 2016, SSPF as of December 31, 2016 (GAV)

Opinions, estimates, forecasts, projections and statements of financial market trends that are based on current market conditions constitute our judgment and are subject to change without notice. There can be no guarantee they will be met.

3Q17 mixed-use acquisition: 210 North Carpenter

ASSET FACTS

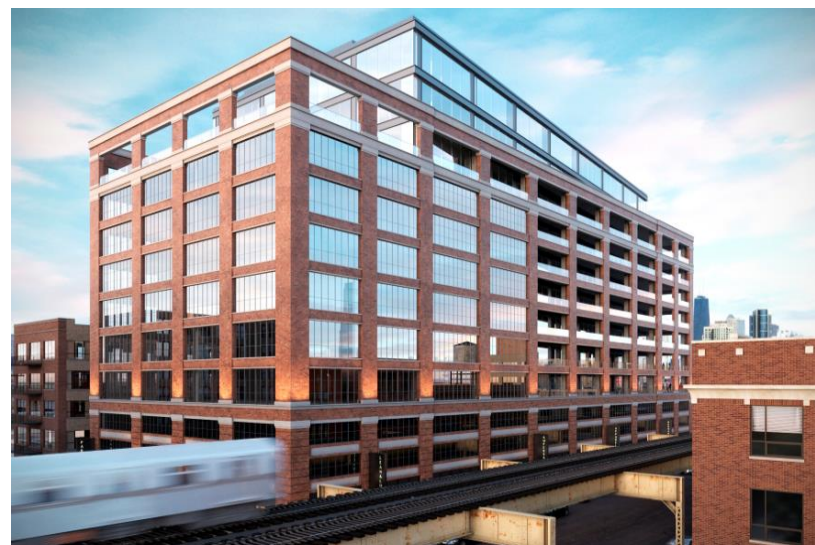
Property Type	Mixed-Use Development
Location	Chicago, IL
Size	205,603 SF
JPM Equity Interest	90%

ECONOMICS

Project Budget	\$99M (\$482/sf)
Projected Untrended ROC	7.1%
Projected SSPF Levered IRR	13.9%
Projected Exit Cap Rate	5.50%
Projected Gross Exit Price	\$127M (\$618/sf)
SSPF Equity Investment	\$43M
Projected Net Profit to SSPF	\$26M
Projected SSPF Equity Multiple	1.6x

INVESTMENT STRATEGY

- Joint venture with Sterling Bay Companies to develop a 12-story, 205,603 SF boutique office building with street-level retail and a 44-stall enclosed parking garage in the Fulton Market District of Chicago
- Construction commenced in August, 2017 and the property is currently 11% leased with an additional 33% of the rentable area in active lease negotiations



This example is a representative investment. However, you should not assume that this type of investment will be available to or, if available, will be selected for investment in the future. There can be no guarantee of future success. The target returns are for illustrative purposes only and are subject to significant limitations. An investor should not expect to achieve actual returns similar to the target returns shown above. Because of the inherent limitations of the target returns, potential investors should not rely on them when making a decision on whether or not to invest in the strategy.

3Q17 disposition: Moreno Knox

ASSET FACTS

Property Type	Industrial
Size	794,447 SF – Existing 736,497 SF – Expansion 1,530,944 SF – Total
JPM Equity Interest	95%
Location	Moreno Valley, CA
Acquisition date	2013

ECONOMICS

Total Development Cost	\$95.4M
Gross Sales Price Upon Closing	\$151.6M
Buyer Cap Rate	4.5%
SSPF Net Profit	\$27.7M
SSPF Equity Multiple	2.1x
SSPF Levered IRR	30.9%

INVESTMENT STRATEGY

- SSPF formed a joint venture with Sares-Regis Group to acquire a 71.3-acre site. The investment strategy was to develop and lease two industrial buildings totaling approximately 1,500,000 sf and sell following stabilization.
- In December 2013, the Venture executed a 10-year build-to-suit lease with the tenant for the current 794,447 sf building. In May 2017, the tenant executed a 10-year, 736,497 sf build-to-suit expansion with a coterminous early renewal on the existing building.
- Upon execution of the expansion lease, the venture pursued an immediate disposition and closed on the sale in July 2017



This example is a representative investment. However, you should not assume that this type of investment will be available to or, if available, will be selected for investment in the future. There can be no guarantee of future success. The target returns are for illustrative purposes only and are subject to significant limitations. An investor should not expect to achieve actual returns similar to the target returns shown above. Because of the inherent limitations of the target returns, potential investors should not rely on them when making a decision on whether or not to invest in the strategy.

3Q17 disposition: 222 Second Street

ASSET FACTS

Property Type	Office
Size	452,418 SF
JPM Equity Interest	80%
Location	San Francisco, CA
Acquisition date	2012

ECONOMICS

Gross Sales Price Upon Closing	\$530M
Buyer Cap Rate	4.1%
SSPF Net Profit	\$150.1M
SSPF Equity Multiple	2.1x
SSPF Levered IRR	26.6%

INVESTMENT STRATEGY

- In March 2012, SSPF formed a joint venture with Tishman to commence the construction of 222 Second Street. The Property received TCO in August 2015 and was delivered on time and under budget (\$297 million or \$656 psf).
- The Partnership signed a lease with LinkedIn for the entire building in April 2014
- In April 2017, SSPF reached an agreement with Tishman and the Fund sold its 80% equity interest in the at a gross sales price of \$530 million



This example is a representative investment. However, you should not assume that this type of investment will be available to or, if available, will be selected for investment in the future. There can be no guarantee of future success. The target returns are for illustrative purposes only and are subject to significant limitations. An investor should not expect to achieve actual returns similar to the target returns shown above. Because of the inherent limitations of the target returns, potential investors should not rely on them when making a decision on whether or not to invest in the strategy.

Looking ahead

- Seek infill industrial acquisition opportunities and existing multifamily projects with renovation potential
- Acquire older CBD office assets and create value through lobby and common area upgrades
- Concentrate development activities in high barrier to entry submarkets with limited supply pipelines
- Focus on leasing multifamily developments that are delivering over the next 12 months
- Projected 12 month total return of 9-11%*



250 East 57th Street, New York, NY

This example is a representative investment. However, you should not assume that this type of investment will be available to or, if available, will be selected for investment in the future. There can be no guarantee of future success

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Special Situation Property Fund key takeaways



605 3rd Avenue, New York, NY

- A bottom-up and top-down asset selection approach targeting development, vacancy, redevelopment, repositioning and recapitalization
- Immediate access to a large, well-diversified portfolio across property type, geography and risk profile
- Focused investment strategy by:
 - **Style** : add value directly to assets
 - **Region** : major U.S. markets
 - **Target Sectors** : office, residential, industrial and retail
 - **Size** : large asset base provides flexibility and diversity
- Local investment expertise results in unique execution capabilities
- No acquisition, disposition or incentive fees
- Active asset management from geographic and product focused teams is the key driver of performance

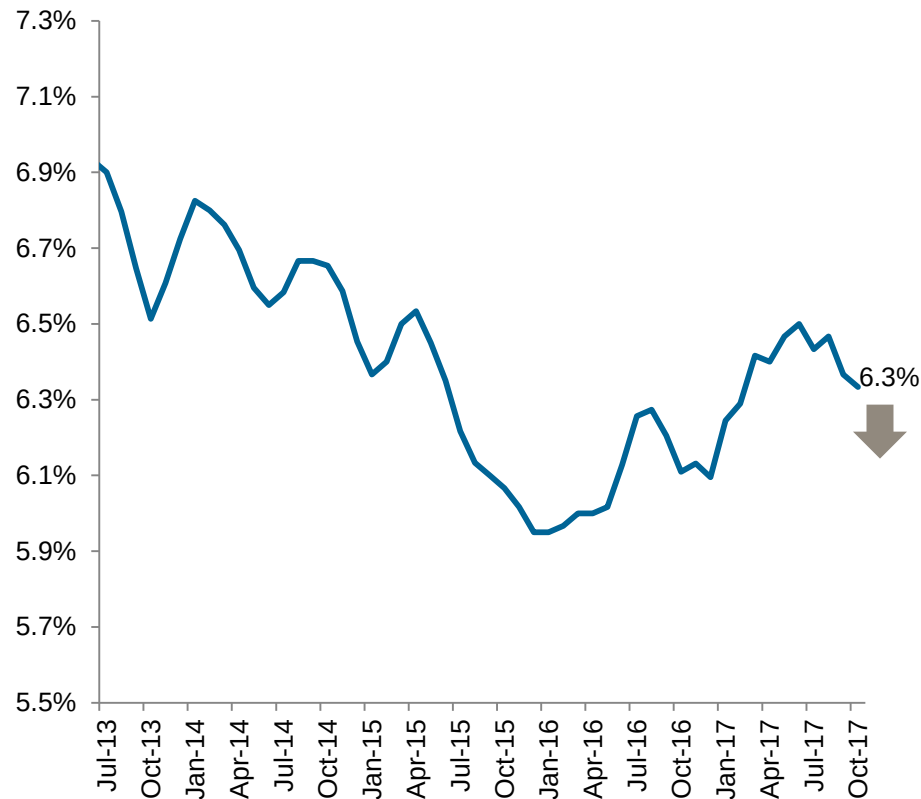
The manager seeks to achieve the stated objectives. There can be no guarantee the objectives will be met.

Appendix – Market outlook

Core underwriting IRRs are declining again

After more than a year of letting IRRs rise, bidders are getting aggressive again

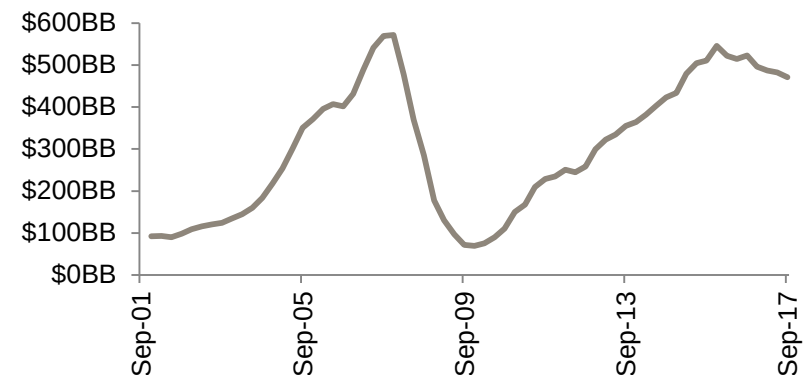
JPMAM underwriting IRRs



Recent capital markets themes

- After rising more than 50bps since H2 2015, we have observed that we are losing more transactions at these new higher IRRs – suggesting they are falling again.
- Net investor flows into the core market appear to have stopped falling. A wide equity premium (low borrowing rates and high underwriting returns) has helped.
- Still, we do not see aggressive bidding for properties that prevailed in 2015.

US CRE transaction volume, rolling four quarter sum

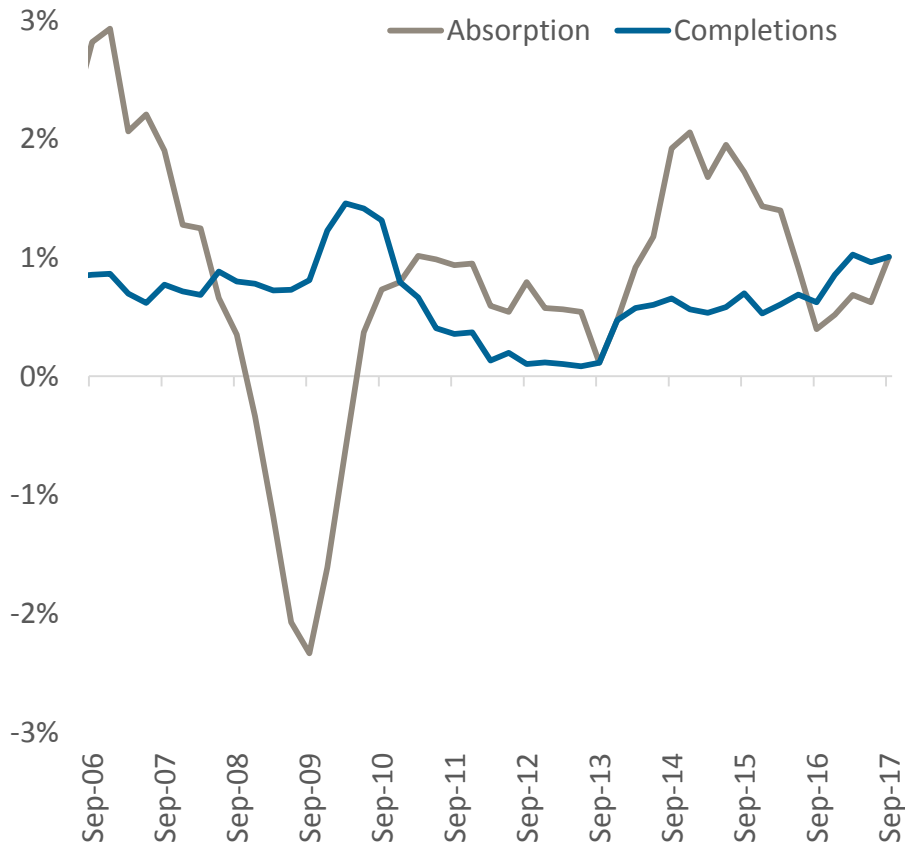


Source: JPMAM as of October 2017, Real Capital Analytics (volume chart) as of September 2017

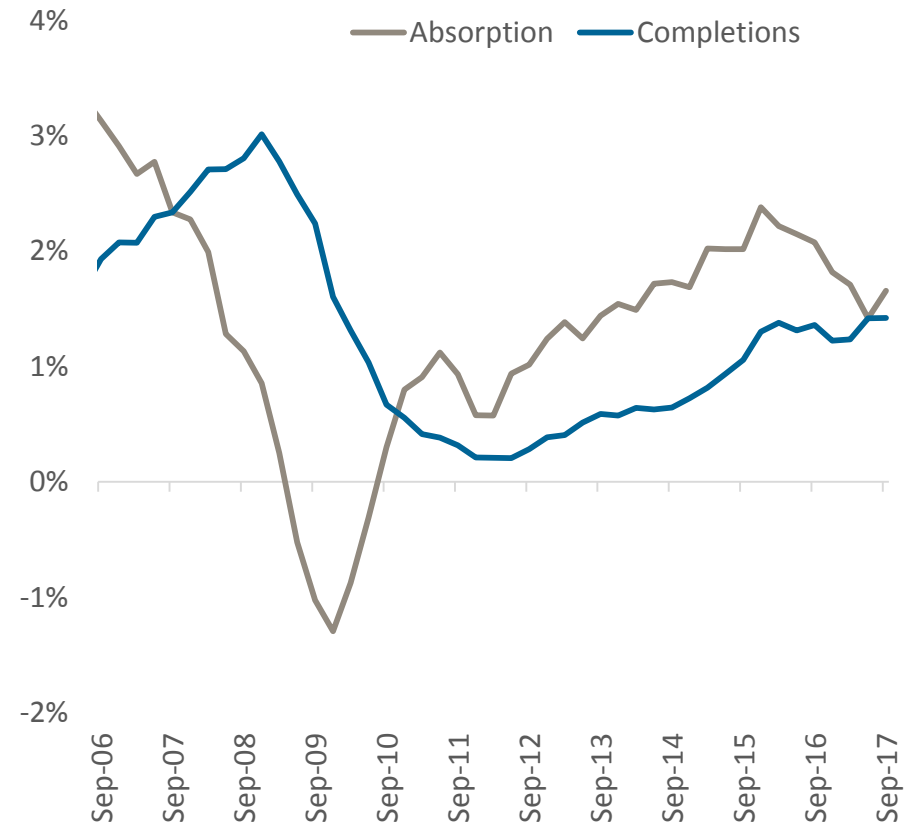
The IRR (internal rate of return) shown above is calculated based upon internal JPMAM data. There can be no guarantee the IRR will be achieved. The charts and/or graphs shown above and throughout the presentation are for illustration and discussion purposes only.

Office: Densification and weak sentiment have kept absorption slower than employment growth. But some signs of stirring in CBD office markets.

CBD supply and demand



Suburban supply and demand

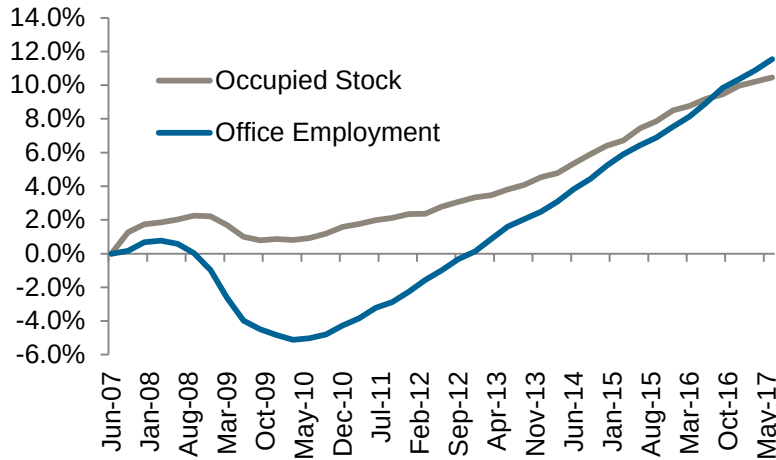


Source: CBRE-EA as of September 30, 2017

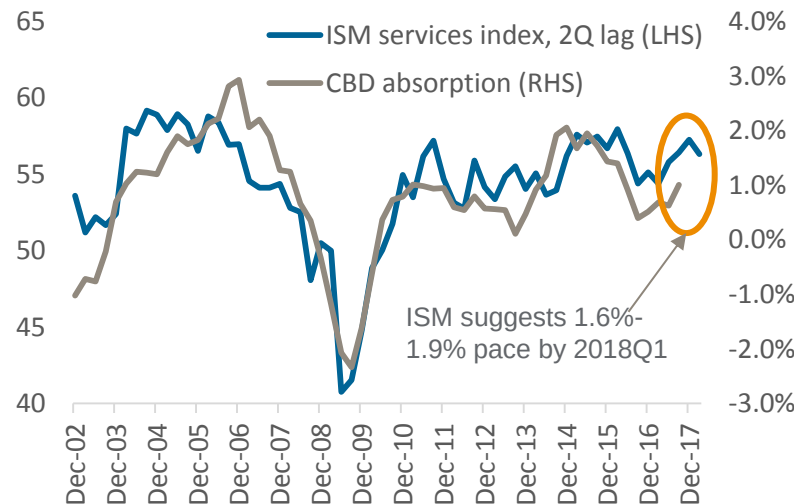
Are we nearing a tipping point on the demand side?

The excess space hoarded during the GFC is now gone, and leading indicators are retaking cycle highs

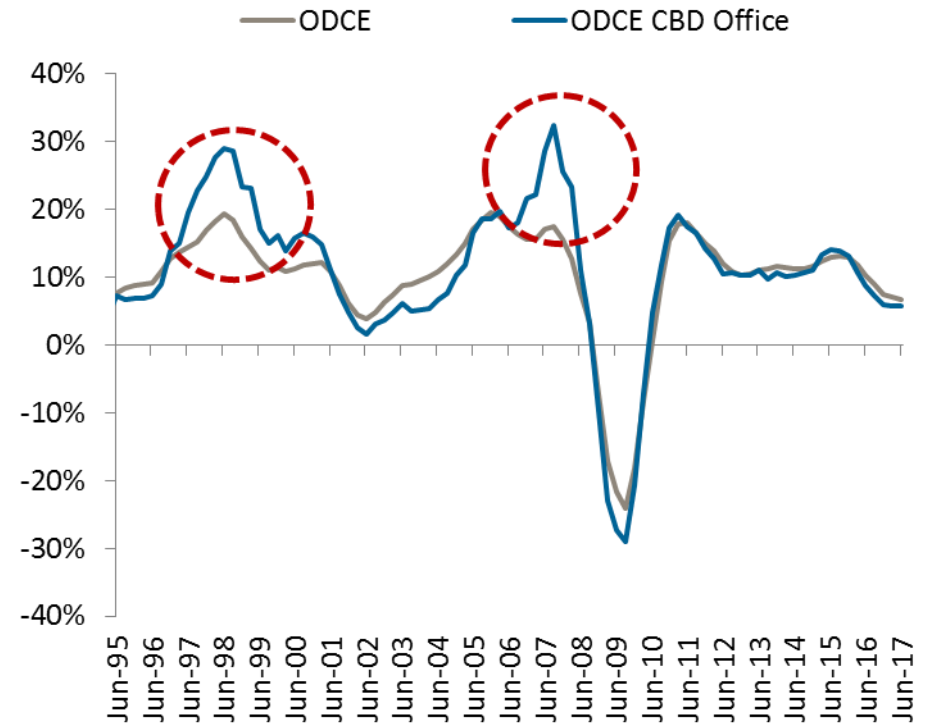
Cumulative growth since June 2007



CBD absorption versus ISM services index lagged



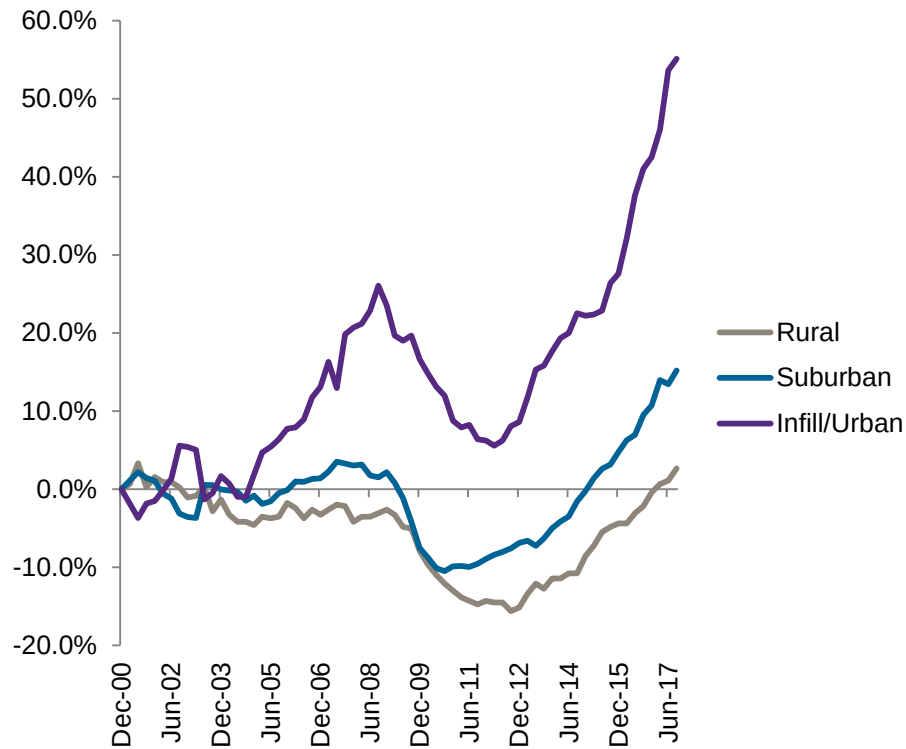
Rolling 1-Year Total Return



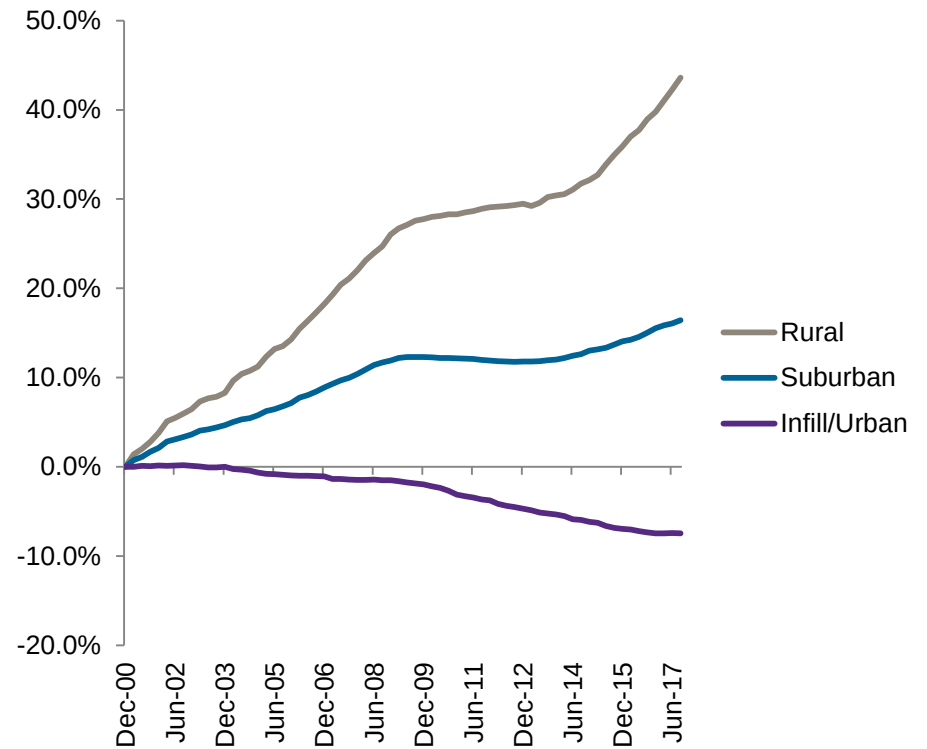
Source: Left: CBRE-EA, BLS, through September 30, 2017; Right: NCREIF ODCE as of June 30, 2017

Industrial: Infill rent surge continues with no infill supply growth outside of a few pockets

Cumulative rent growth since 4Q 2000, top ten US industrial markets



Cumulative percentage change in warehouse stock square footage, top ten US industrial markets



Source: CoStar through September 18, 2017; Markets: Atlanta, Boston, Chicago, Dallas, Detroit, Houston, Inland Empire, Long Island, Los Angeles, Northern NJ, Philadelphia

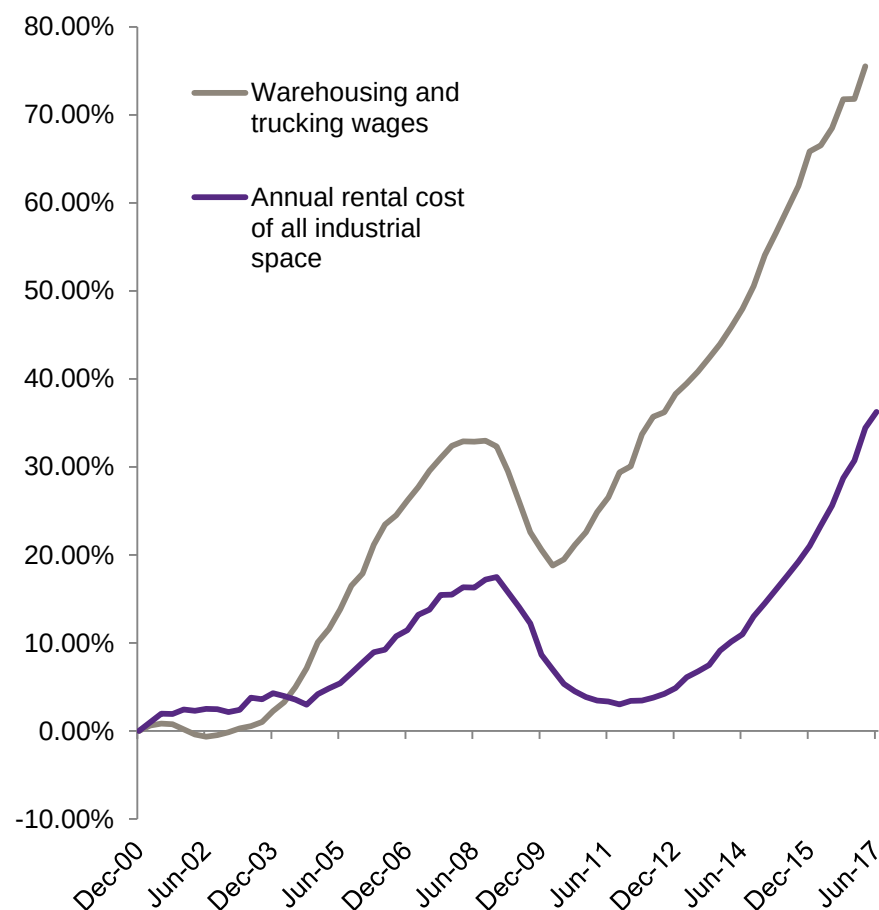
Industrial: How much will tenants spend on rent to reduce direct-to-consumer logistics costs?

Retailers and distributors are controlling inventory costs but other logistics expenses are still surging

Inventory-to-sales ratios



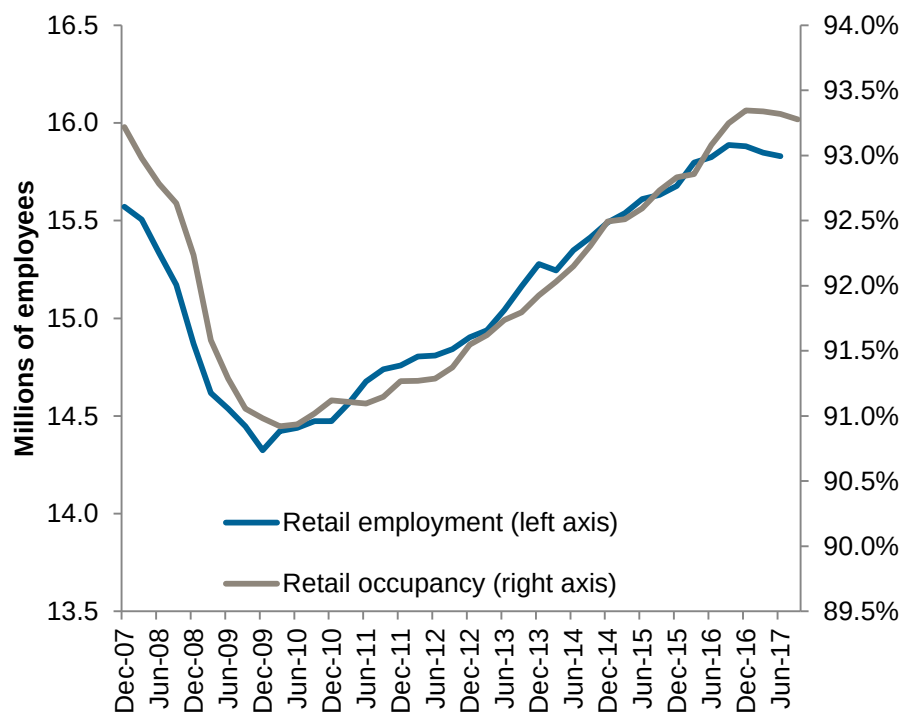
Logistics expenses



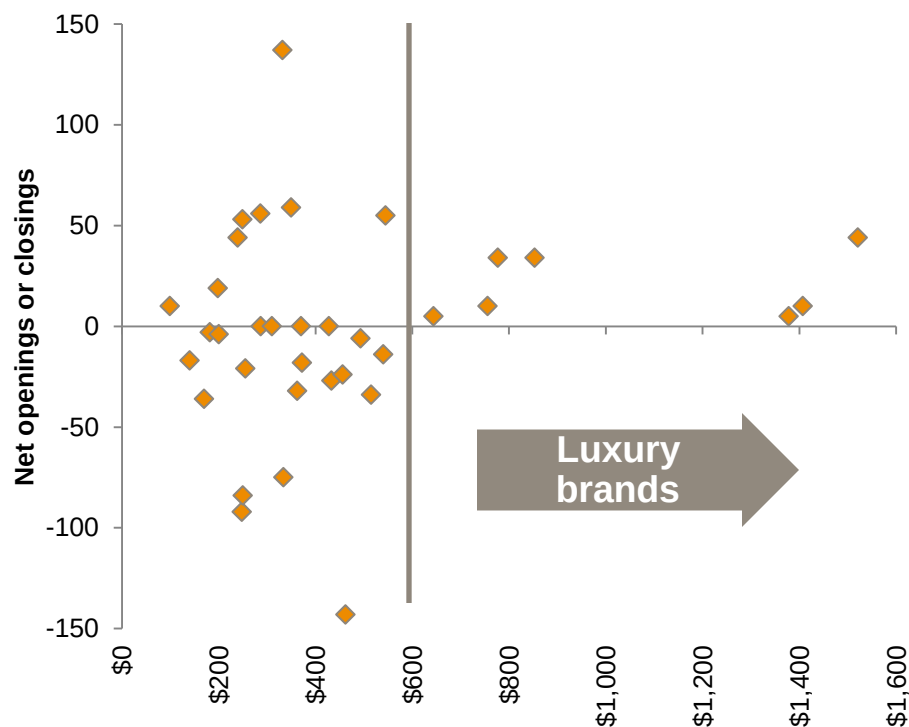
Source: Moody's analytics and BOC as of July 30, 2017

Retail: Unsurprisingly, occupancy and hiring have flattened but higher end brands are generally growing

Retail occupancy and employment



Apparel retailer net store openings (+) or closings (-) compared to sales/sf



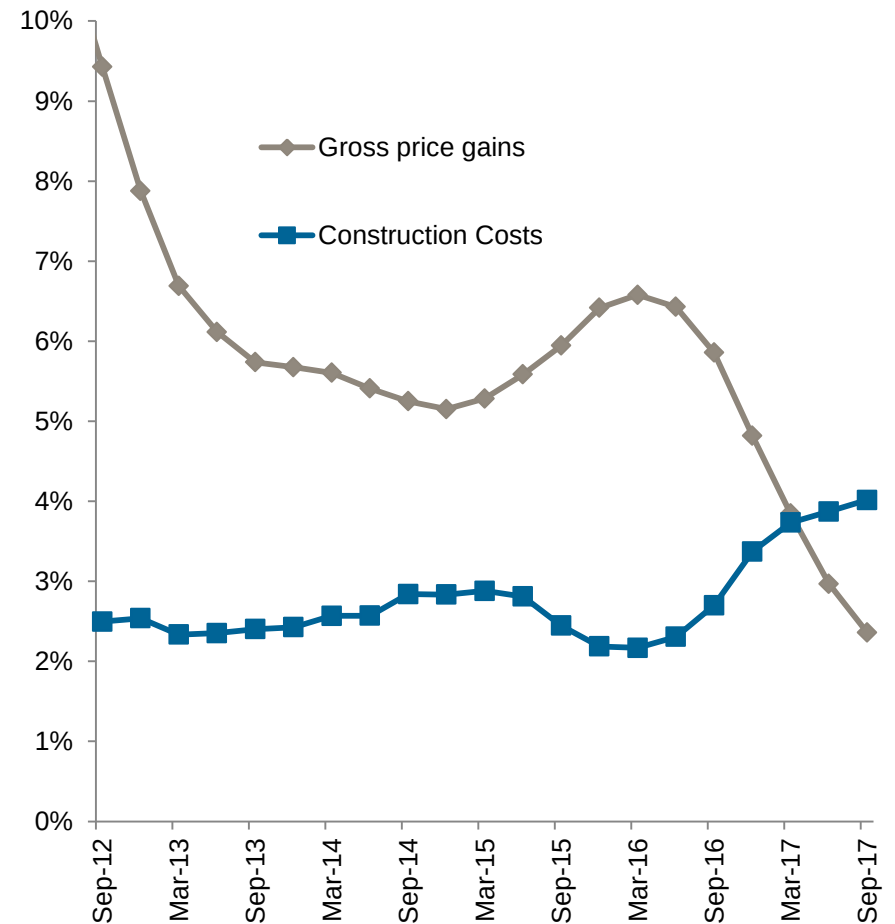
Source: CoStar through September 20, 2017; BLS, Creditintell

Multifamily: Construction is slowing rent growth but rising construction costs may moderate starts

National rent growth



Growth in construction costs vs. asset price growth



Source: Axiometrics, NCREIF, ENR

Looking forward

■ Capital Market Expectations

- High quality transactions have more competitive bidder pools than 12 months ago.
- Value-add investments are most liquid and returns remain tight vs. core.

■ Sector Views

- Apartment: Significant outperformance in less supplied suburbs.
- Industrial: Big box supply may affect availability and possibly slow rent growth in a few locations, and tenant demand should remain strongest in infill areas.
- Office: CBD absorption has re-accelerated – we'll see if this rebound has legs.
- Retail: Negative news flow is focused on lower quality centers. Grocery-anchored strips are not fully bulletproof, but have fared better.

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Appendix – Supplemental exhibits

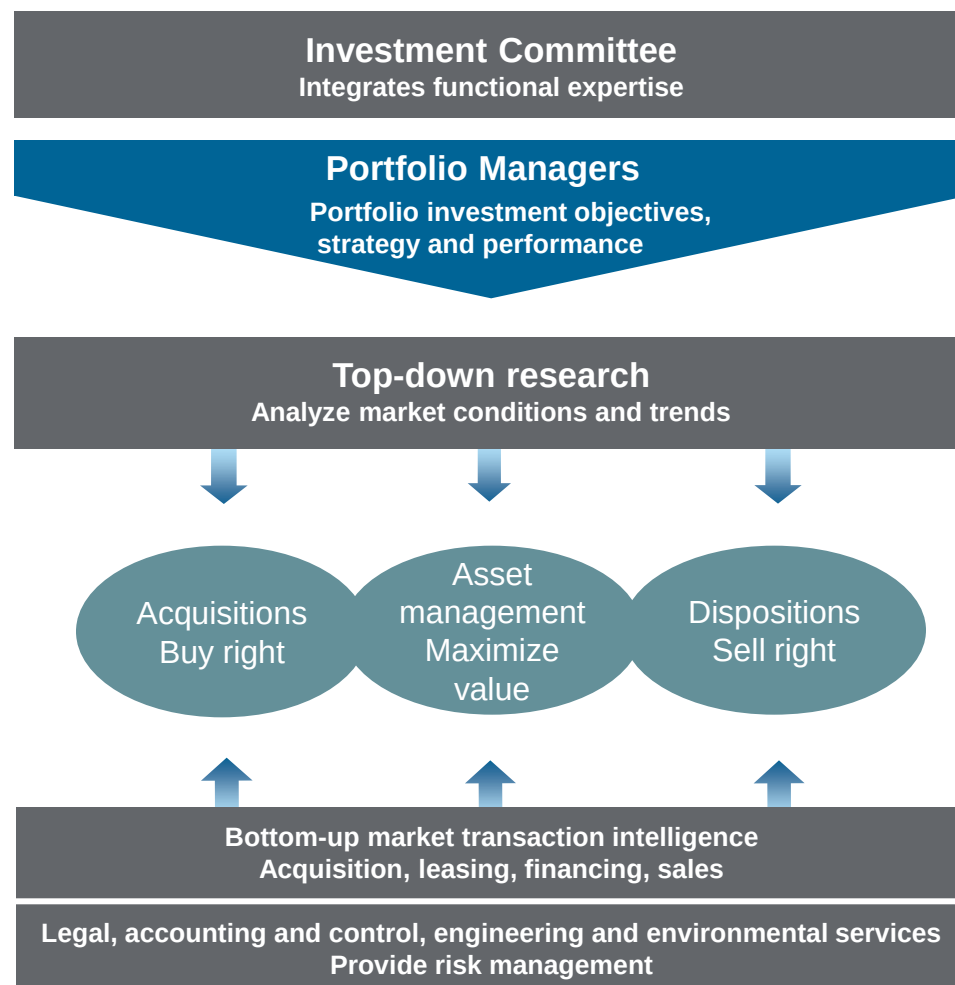
Fee schedule

Special Situation Property Fund (“SSPF”) fee is:

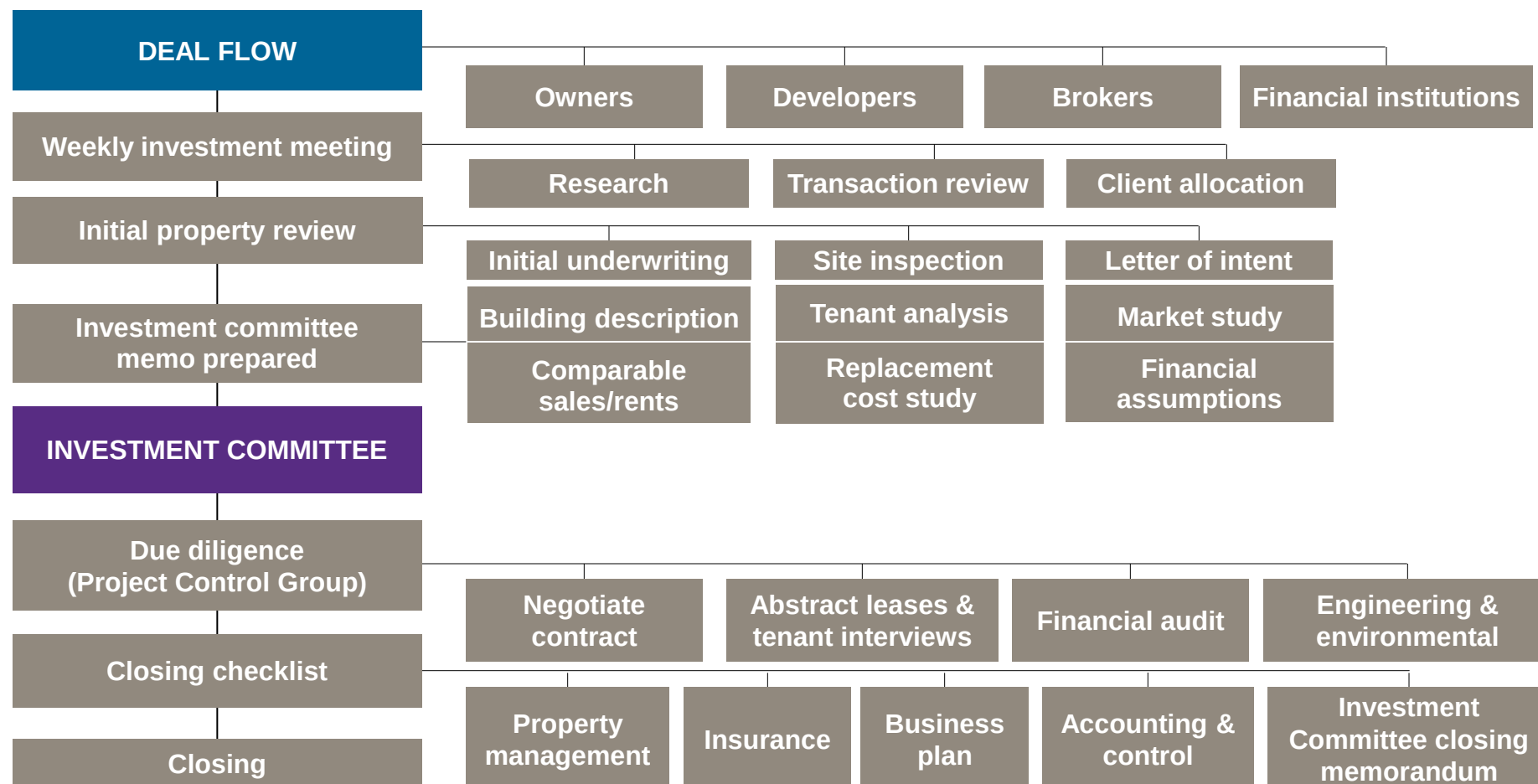
- Effective July 01, 2016, the fee for SSPF is 1.25% of the NAV, except that the fee will only be 0.15% with respect to the market value of cash in SSPF in excess of a 5% position plus 0.625% of the participant’s pro-rata share of debt of SSPF. Maximum annual fee of 1.60%
- No acquisition, disposition or incentive fees
- Fees shall be computed and billed on a calendar quarter basis, in arrears

Disciplined and Integrated Investment Process

- Team approach
- Committee process
- Portfolio manager responsibility

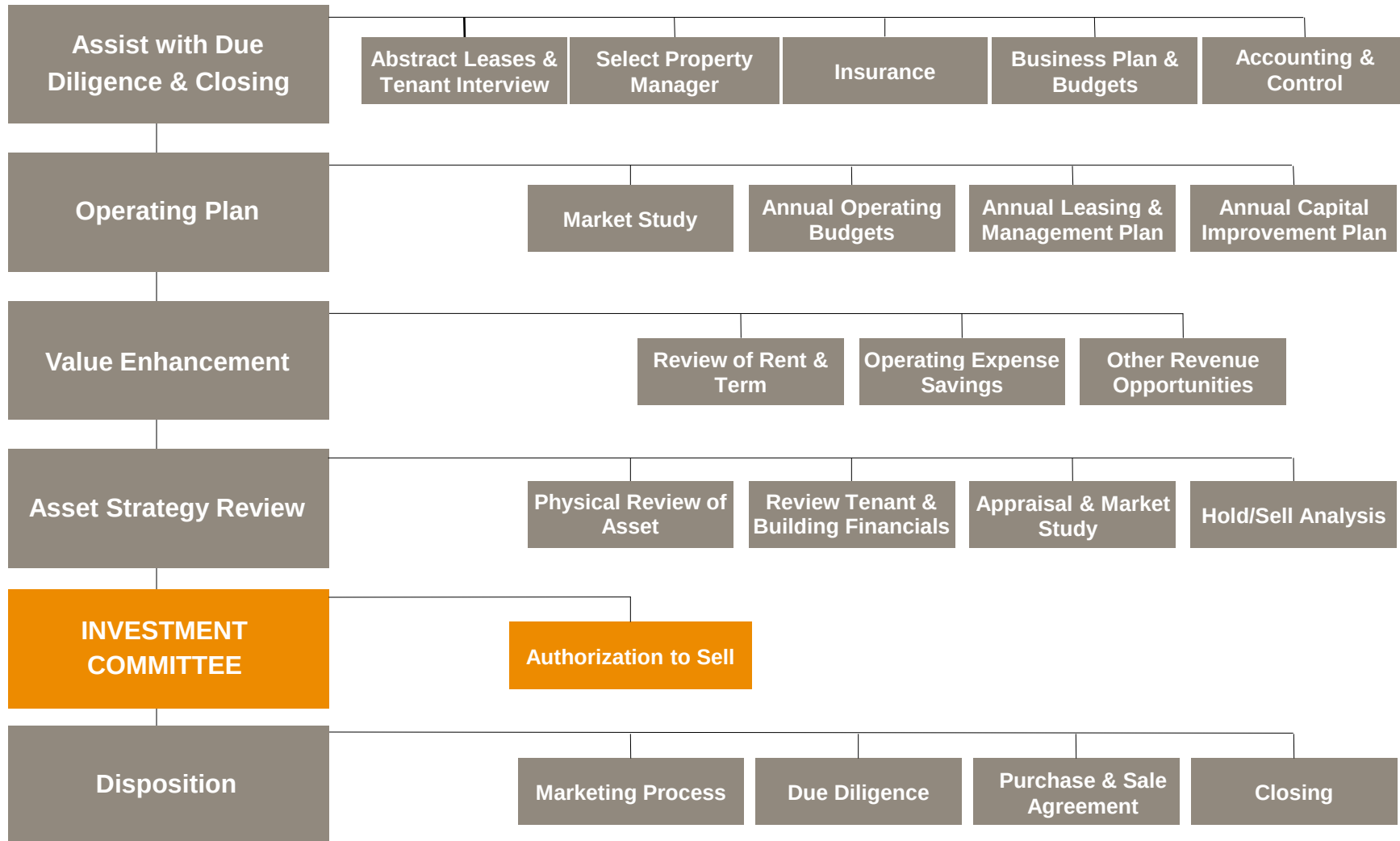


Acquisition process



For illustrative and discussion purposes only.

Asset Management Process



As of May 3, 2017

For illustrative and discussion purposes only.

100% Third Party Valuation



PricewaterhouseCoopers ex-post quarterly review



Final property value

Altus Group
Continuous review of consistency of valuations across portfolios and versus peers and recent transaction activity

Final approval

Altus Group

Review of models and conclusions

JPMorgan Real Estate Americas
Director of Valuations

- Accuracy of inputs
- Valuation methods employed
- Asset's highest and best use

Altus Group

- Operating assumptions
- Capital markets environment
- Sales and leasing comparables

External appraisals:
Third party appraisal firm

Annually

Interim valuations:
Altus or REA Asset Management

Quarterly

Role of Altus Group

- Responsible for the initial set up of the work flow process and implementation of the technology platform, appraisal process administration and data coordination, and reviewing and approving third-party appraisals and internal valuations on a quarterly basis
- Create quarterly interim valuations for office, industrial, retail assets in quarters when external appraisals are not completed
- Deliver a concurrence letter at the end of every quarter opining on REA quarterly and daily process
- Assist REA's DOV with various functions such as: benchmarking, standardizing reporting protocol, monitoring and coordinating appraisal procedures set forth in the Valuation Policy and Procedures ("Policies"), and advising of any changes to the Policies based on industry-best practices and experience with other ODCE¹ funds

¹ODCE refers to the National Council of Real Estate Investment Fiduciaries' Fund Index Open-End Diversified Core Equity benchmark.

Product Design: Risk management elements

Fund guidelines	Special Situation Property Fund (%)
Leverage Limit:	
Portfolio	60
Asset Specific	75
Cash Min - Max	2–10
Asset Type Sector Concentration + / - vs. NFI-ODCE ¹	25
Geographic Sector Concentration + / - vs. NFI-ODCE ¹	30
Development Property - Non Income Producing Max ²	40
JV Single-Partner Largest Concentration ²	20
Single Largest Asset Concentration ²	10
Annual Gross Turnover (rolling four quarters) ³	15–40
Annual Sales Turnover (rolling four quarters) ⁴	15–40

¹ Based on Fund's gross asset value (GAV) - direct real estate only, excluding Land

² Based on Fund's gross asset value (GAV) - direct real estate only, including Land

³ Represents, as a percentage of the Fund's quarterly average gross asset value, the total gross acquisitions, gross sales proceeds and capital expenditures over a rolling 12 month period

⁴ Represents, as a percentage of the Fund's quarterly average gross asset value, total gross sales proceeds over a rolling 12 month period

SSPF commitment to sustainability

Multifamily

- **LEED Certifications**
 - 94% of market rate multi-family units developed since 2008 are LEED Certified or In-Progress (4,600 units)
- **Walk Score**
 - Portfolio Walk Score of 84 as compared to US Average of 47

Office

- **LEED Certifications**
 - 5.7 MM square feet LEED Certified or In-progress
- **Energy Star**
 - 4.7 MM square feet labeled
 - 83 weighted average score
- **Why tenants care about sustainability**
 - 76% healthier work environment
 - 59% corporate responsibly goals
 - 41% cost savings

Asset Spotlight

New City, Chicago, IL

- 580,000 square feet retail/multifamily LEED Certified
 - Rainwater harvesting
 - Storm water management
 - Native/adapted landscaping
 - Reduced urban heat island effect (covered parking)
 - Low emission parking
 - Bike storage
 - Walk score 94, Transit score 82, Bike Score 70



* The target returns are for illustrative purposes only and are subject to significant limitations. An investor should not expect to achieve actual returns similar to the target returns shown above. Because of the inherent limitations of the target returns, potential investors should not rely on them when making a decision on whether or not to invest in the strategy. Please see the complete Target Return disclosure at the conclusion of the presentation for more information on the risks and limitation of target returns.

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City of Gainesville - Retirement Plan

Investment Summary as of September 30, 2017

Invested capital				Market value
Strategic Property Fund				\$4,132,442

Account Performance (%)	Income	Appreciation	Total	ODCE Value
Three months ¹	1.1	0.7	1.7	1.9
Since inception (4/01/17)	2.1	1.2	3.3	3.6

¹ non-annualized returns

Past performance is not a guarantee of comparable future results. Total return assumes the reinvestment of income. Performance results are gross of investment management fees. The deduction of an advisory fee reduces an investor's return. Actual account performance will vary depending on individual portfolio security selection and the applicable fee schedule. Fees are described in Part II of the Advisor's ADV which is available upon request. See Appendix for additional information

The following is an example of the effect of compounded advisory fees over a period of time on the value of a client's portfolio: A portfolio with a beginning value of \$100mm, gaining an annual return of 10% per annum would grow to \$259mm after 10 years, assuming no fees have been paid out. Conversely, a portfolio with a beginning value of \$100mm, gaining an annual return of 10% per annum, but paying a fee of 1% per annum, would only grow to \$235mm after 10 years. The annualized returns over the 10 year time period are 10.00% (gross of fees) and 8.91% (net of fees). If the fee in the above example was 0.25% per annum, the portfolio would grow to \$253mm after 10 years and return 9.73% net of fees. The fees were calculated on a monthly basis, which shows the maximum effect of compounding

Appendix – Biographies of key professionals

J.P. Morgan Asset Management – Real Estate Americas



Kevin Faxon, *Managing Director*, is head of Real Estate Americas at J.P. Morgan Asset Management. The 250 person group manages more than \$60 billion of assets across a range of Core, Value-added and Opportunistic strategies on behalf of institutional, sovereign and high net worth investors. Kevin is a member of JPMAM Americas Executive Committee and sits on the J.P. Morgan Commercial Real Estate Council which coordinates the Real Estate activities of the broader Firm. An employee since 1988, Kevin was previously portfolio manager of the Special Situation Property and Income & Growth Funds. Prior to assuming these roles, Kevin was head of acquisitions for the western United States. Before joining the firm, he was employed by Landauer Associates, a national real estate consulting firm. Kevin holds a B.S. in real estate and finance from the University of Connecticut and an M.B.A. in finance from New York University. He is Chairman of the Board of Directors of PREA and Urban Land Institute Foundation Trustee and Governor.



Douglas A. Schwartz, *Managing Director*, is Chief Investment Officer, Real Estate Americas at J.P. Morgan Asset Management, responsible for all transactions and asset management on the platform. Doug is a voting member of the Investment Committee and sits on the America's Management Committee as well as the Risk and Oversight Committee. He is also a member of the Board of Directors of Carr Properties. Previously, Doug was portfolio manager of JPMCB Special Situation Property Fund, an open-end, value added real estate fund. Prior to this role, he was head of real estate acquisitions for the West Coast with responsibility for sourcing, underwriting and closing office, industrial, retail and multi-family transactions for all of J.P. Morgan's U.S. real estate funds. His 23 years in the industry have included roles in transactions, asset management, development management, research, risk management, and capital-raising. Prior to joining the firm in 2004, he held real estate investment roles with Lowe Enterprises, Bristol Group and Sedway & Associates. Doug earned his B.A. in mathematics from the University of Pennsylvania and an M.B.A. from the University of California, Los Angeles. Doug is a ULI IOPC chair.



Mike Kelly, *Managing Director*, is Director of U.S. Real Estate Commingled Funds and head of Debt Capital Markets, Real Estate Americas, at J.P. Morgan Asset Management. An employee since 2009, Mike is responsible for oversight of the portfolio managers for U.S. open-end funds, leadership of the client strategy team and management of a team that procures debt for J.P. Morgan Asset Management's properties and originates and manages mezzanine loans. Before joining the firm, he was a director and head of Real Estate Conduit and Workouts for Citigroup Global Markets. Previously, Michael was a vice president and originator in the Large Loan CMBS Group and assisted with management of Goldman Sachs Commercial Mortgage Capital. Prior to that, he was a managing director and co-head of Commercial Mortgage Origination at New York Life Investment Management. He started in the industry in 1989. Mike earned a B.S. in business management from Springfield College and an M.S. in real estate from New York University and holds Series 3, 7 and 63 licenses.



Craig A. Theirl, *Managing Director*, is portfolio manager of JPMCB Special Situation Property Fund, an open-end, value added real estate fund managed by J.P. Morgan Asset Management. Previously, Craig was the head of the South-Midwest region acquisitions team with responsibility for sourcing, underwriting and closing transactions across property types for all of J.P. Morgan's U.S. real estate funds. Craig was also an acquisitions officer involved in the origination and structuring of real estate investment transactions in the Northeast, with a focus on properties in New England. Prior to joining the firm in 2000, he worked in the real estate consulting practice of PricewaterhouseCoopers in New York. Craig holds a B.B.A. in real estate and urban land economics from the University of Wisconsin-Madison.

J.P. Morgan Asset Management – Real Estate Americas



J.D. Sitton, *Managing Director*, is Head of Client Strategy, Real Estate Americas at J.P. Morgan Asset Management. J.D. leads the team responsible for raising capital and advising clients for the firm's Real Estate Americas investment platform with more than \$60 billion in gross assets under management and over 200 professionals. J.D. also serves on the Real Estate Americas Management Team and the Global Alternatives Client Operating Committee. Previously, J.D. was Head of Real Estate Investor Relations at Barings and responsible for business development and client relationships. Earlier in his career, he was with Lend Lease and Equitable Real Estate, where he was a vice president and account executive. He has been in the industry since 1993. J.D. has a B.S. in accounting from George Mason University, and passed the CPA examination in 1996. He is a CFA charter holder and holds FINRA Series 7, 24 and 63 licenses. He is a member of The CFA Institute, The New York Society of Security Analysts, and the Pension Real Estate Association.



Benjamin G. Gifford, *Managing Director*, is Chairman of Real Estate Americas Investment Committee at J.P. Morgan Asset Management. Ben is responsible for governing the Investment Committee proceedings as well as managing Real Estate Americas' Separate Account business. An employee since 1998, Ben is the former CIO, Real Estate Americas, and, in that role, was responsible for the direct real estate investment activity of the commingled funds and all separate accounts. Prior to joining the firm, he was president of O'Connor Realty Advisors, where he was responsible for the separate account direct investment real estate advisory business. He was also employed at the Morgan Guaranty Trust Company, where he was responsible for real estate equity investments on behalf of its commingled trust fund and separate accounts. Prior to that, he was employed by the Teachers Insurance and Annuity Association (TIAA) as a mortgage officer. Ben holds a B.A. from the University of Pennsylvania and his professional affiliations include the Urban Land Institute, the International Council of Shopping Centers and the Pension Real Estate Association.



Dave Esrig, *Managing Director*, is JPMAM's Director of Research for Real Estate Americas and OECD Infrastructure and is the senior portfolio manager of the firm's suite of proprietary real estate funds of funds. An employee since 1997, Dave and his team forecast local economic and property performance used in acquisitions and dispositions underwriting. Additionally, he and his team develop new investment strategies for existing as well as new funds. Dave holds a B.A. from the University of Virginia, an M.A. in economics from the University of Pennsylvania, and is a CFA charter holder.



Mark Bonapace, *Managing Director*, is the head of Asset Management for the JPMorgan Real Estate Group, responsible for the management, leasing and ongoing development of the real estate assets. An employee since 1990, Mark has held several positions within the group. Prior to his role as head of Asset Management, Mark was the sector head for Office/Industrial East/South within the Real Estate Group. Mark has also been the Office/Industrial sector head for the Central region and was a Senior Asset Manager for our Retail portfolio. Mark previously worked at Deloitte & Touche for four years. He holds a B.S. in accounting from the University of Delaware and an M.B.A. in finance from New York University's Stern School of Business. Mark is also a Certified Public Accountant and an active member of the Urban Land Institute.



James F. Kennedy, *Managing Director*, is the head of the Development & Engineering Group, Global Real Estate, at J.P. Morgan Asset Management. An employee since 2004, he is responsible for engineering and environmental due diligence, development oversight and general engineering support. Jim is involved with the various real estate and infrastructure funds internationally, and provides leadership in the group's sustainability initiatives. Prior to joining J.P. Morgan Jim served in various roles across the development, construction and business consulting fields. His experience ranges across asset types, including office, industrial, retail, multi-family, hospitality and large-scale civil infrastructure. Jim received a B.B.A. in finance from the University of Massachusetts at Amherst and an M.S. in civil and environmental engineering from the Massachusetts Institute of Technology. He is a member of the American Society of Civil Engineers, National Association of Real Estate Investment Managers, Urban Land Institute and International Council of Shopping Centers. Jim is a USGBC-LEED Accredited Professional.

J.P. Morgan Asset Management – Real Estate Americas



Lawrence Fuchs, *Managing Director*, is the Head of Finance and Business Management, Global Alternatives, at J.P. Morgan Asset Management. An employee since 2000, he is responsible for driving strategy and operations around new business initiatives, governance, risk management, financial planning, and people initiatives. Lawrence is a member of the Global Alternatives Management Committee and serves on the investment committees and boards of directors of various real estate, infrastructure and maritime funds. Prior to joining the group, he was the director of operations for the Emerging Markets U.S. division of J.P. Morgan Securities, Inc. From 1998 to 2000, he was a member of the Emerging Markets Trading Association, providing insight for emerging markets operational risk and business practices. Lawrence registered as a General Securities Principal of J.P. Morgan Institutional Investments, Inc. He holds a B.B.A. in finance from Hofstra University.



Steven M. Greenspan, *Managing Director*, is the Global Director of Product Development for J.P. Morgan Asset Management. Steven plays an integral role in the design, marketing, launch, implementation and oversight of Real Estate Americas' global products and strategies. A J.P. Morgan employee since 1996, Steven has broad experience in structuring open- and closed-end funds and separate accounts designed to meet the complex commercial, legal, regulatory, and tax needs of JPMAM's global client base. He is a member of JPMAM's Global and Americas Management Committees and serves on the investment committees and boards of directors of various real estate, infrastructure and maritime funds. Steven has been recognized as a New York Super Lawyer. He previously served as a vice president/assistant general counsel in JPMAM's Legal Department, and as a practicing attorney in the real estate and corporate departments at Stroock & Stroock & Lavan LLP. Steven holds a B.P.S. from the University at Buffalo and a J.D. from Brooklyn Law School.



William C. Schultz, *Managing Director*, is Chief Operating Officer of Real Estate Americas for J.P. Morgan Asset Management. An employee since 2002, he is responsible for development and execution of the business plan, strategic initiatives and operational management of the Americas real estate business. Bill is a member of the Real Estate Americas Management Committee. He is also a board member of the JPMorgan Alternative Property Fund and a past board member of the JPMorgan US Real Estate Income and Growth Fund. His prior responsibilities within Real Estate Americas include managing the platform's expansion into Europe and Asia and roles as the Global Head of Technology, India Services and Product Delivery. Prior to joining the firm, Bill was a business process engineering and technology consultant, providing automation solutions to Fortune 500 companies globally. He holds a B.A. in economics from Glassboro State College.



Alfred W. Dort, *Managing Director*, is head of the Global Real Estate Financial Group at J.P. Morgan Asset Management. An employee since 1997, he manages a team of professionals that provide dedicated support to the real estate and transportation teams in New York, Los Angeles, London, Luxembourg, Mumbai, Hong Kong and Singapore. His responsibilities include all aspects of financial management, tax, reporting and analysis for all of the platforms open- and closed-end funds and separate accounts. He serves on the boards of directors of several real estate funds and is a non-voting member of the Real Estate Americas Investment Committee. Prior to joining the firm, Alfred spent several years with PricewaterhouseCoopers LLP, providing consulting and accounting services to real estate industry clients. He earned a B.S. in accountancy from Villanova University and is a Certified Public Accountant. He is currently a member of the American Institute of Certified Public Accountants and the New York State Society of Certified Public Accountants.

Real Estate Investment Management Services

JPMCB Special Situation Property Fund Annual Performance Report

Annual returns, U.S. \$

Year	Composite				As of December 31									
	Income (%)	Appreciation (%)	Total Gross Return (%)	Total Net Return (%)	NCREIF Property Index Return (%)	NCREIF ODCE Index Return (%)	Composite 3yr St Dev (%)	NCREIF Property Index 3yr St Dev (%)	NCREIF ODCE Index 3yr St Dev (%)	Internal Dispersion (%)	Number of Accounts	Composite Assets (\$millions)	% of Real Estate Assets (%)	Total Firm Assets (\$billions)
2015	2.66	17.76	20.85	18.96	13.33	15.01	3.57	0.33	0.46	n/a	≤ 5	5,478	6.10	849
2014	3.80	11.51	15.72	13.90	11.81	12.49	3.47	0.21	0.49	n/a	≤ 5	4,488	5.45	845
2013	3.05	16.22	19.73	17.92	10.99	13.94	4.04	0.51	0.74	n/a	≤ 5	3,349	4.63	775
2012	4.43	7.71	12.46	10.67	10.54	10.94	5.30	1.08	1.45	n/a	≤ 5	3,029	4.67	701
2011	5.75	16.89	23.53	21.40	14.26	15.99	17.37	4.63	7.47	n/a	≤ 5	3,125	5.20	657
2010	4.98	12.90	18.52	16.35	13.11	16.36	16.86	4.89	7.49	n/a	≤ 5	3,035	6.16	621
2009	3.29	(45.77)	(44.07)	(45.16)	(16.86)	(29.76)	16.55	5.05	7.39	n/a	≤ 5	3,370	7.63	617
2008	3.96	(15.90)	(12.53)	(14.05)	(6.46)	(10.01)	6.88	4.07	4.98	n/a	≤ 5	4,574	9.06	575
2007	5.11	12.99	18.71	16.67	15.84	15.97	4.21	0.81	0.96	n/a	≤ 5	5,161	9.20	442
2006	5.21	15.06	20.99	18.88	16.59	16.32	3.64	0.96	0.95	n/a	≤ 5	3,736	8.10	374

Fees (as of 12/31/15)

Effective July 01, 2016, the fee for SSPF is 1.25% of the NAV, except that the fee will only be 0.15% with respect to the market value of cash in SSPF in excess of a 5% position plus 0.625% of the participant's pro-rata share of debt of SSPF. Maximum annual fee of 1.60% No acquisition, disposition or incentive fees

Fees shall be computed and billed on a calendar quarter basis, in arrears

Minimum investment: \$10 million

J.P. Morgan Investment Management Inc. claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. J.P. Morgan Investment Management, Inc has been independently verified for the period from 2001-2013. The verification report is available upon request.

Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. Verification does not ensure the accuracy of any specific composite presentation.

J.P. Morgan Investment Management Inc. (JPMIM or the Firm) consists of the assets of institutional clients invested in US managed products including 1) the fixed income and cash assets formerly part of Chase Asset Management and MDS&Chase Partners, 2) the New York institutional investment division of JPMorgan Chase Bank, N.A., formerly Morgan Guaranty Trust Company of New York, and 3) the institutional investment assets of JPMorgan Investment Advisors, Inc. (JPMIA), formerly known as Banc One Investment Advisors Corporation (BOIA), the advisor to institutional assets directly managed by JPMIA or sub-advised by an affiliate institution, and 4) the institutional assets of Bear Stearns Asset Management Inc. The Firm also includes Separately Managed Accounts over which JPMIM has full and sole discretion. JPMIM is marketed under JPMorgan Asset Management.

The composite contains a single account which is the commingled fund that is directly invested according to JPMCB's Special Situation Property Fund strategy. Special Situation Property Fund is an actively managed, value-added, open-ended commingled trust fund. It seeks an increased total return with a moderate-to-high risk level, as reflected in the potential volatility of both income and property values. It aims to outperform the NCREIF Fund Index – Open End Diversified Core Equity (NFI-ODCE) by at least 200 basis points over a full market cycle (three-to-five-year horizon) through individual asset selection and the application of value-added activities. The Fund does not attempt to match the geographic and property type diversification of the benchmark. The composite was created in December 2000.

Equity futures are occasionally used in accordance with client-authorized account objectives and guidelines in order to equitize large cash contributions and to minimize market impact while purchasing individual equity securities.

Both gross and net returns reflect the reinvestment of income, deduction of transaction costs, and are net of withholding taxes where applicable and include the effect of leverage, which averaged 40.01% of asset value in the year 2015. All returns are expressed in U.S. dollars. Gross returns do not reflect the deduction of investment advisory fees or any other expenses that may be incurred in the management of the account. The sum of the income and appreciation returns will not equal the total gross return due to the effect of compounding. Net returns have been calculated monthly using the actual fees charged to shareholders of the fund.

As of December 31, 2015, the standard annual fee schedule is as follows: 125 basis points of the account's pro-rata share of (i) the NAV and (ii) the aggregate outstanding principal amount of all third-party debt, except that (a) such fee shall be reduced by 0.625% of the Debt and (b) the fee will be 0.15% with respect to the market value of cash/cash equivalents in excess of a 10% reserve position for cash/cash equivalents. In no event will the annual fee exceed 1.60% of the NAV of the Fund, which would be the fee in effect at such time as the Fund's leverage is at a level of 36% of the gross asset value. Actual advisory fees charged and actual account minimum size may vary by account due to various conditions described in Part IIA of Form ADV.

The firm's list of composite descriptions and the policies for valuing portfolios, calculating performance and preparing compliant presentations are available upon request.

Effective July 1, 2013, the Fund will change its benchmark from the NCREIF Property Index (NPI) to the NCREIF Fund Index – Open End Diversified Core Equity (NFI-ODCE). As a capitalization-weighted index of U.S. open-end core direct real estate funds with returns based on changes in the published market value of net assets of its constituents, the NFI-ODCE provides a more meaningful peer-to-peer comparison than the NPI, a market-value weighted index of unleveraged property returns for the investment-grade U.S. real estate market. Released in 2005, the NFI-ODCE was not available for use as a benchmark at the Fund's inception January 1, 1998. We have made the decision to switch the Fund's benchmark to the NFI-ODCE as the index is now more widely used in the industry as a gauge of performance of the overall institutional-quality U.S. real estate marketplace.

The three-year annualized standard deviation measures the variability of the composite and the benchmark returns over the preceding 36-month period.

The internal dispersion of annual returns is measured by the asset-weighted standard deviation of gross account returns included in the composite for the full year. For periods with 5 or fewer accounts included for the entire year, internal dispersion is not presented (n/a) as it is not considered meaningful.

Past performance is no guarantee of future results. As with any investment vehicle, there is always the potential for gains as well as the possibility of losses.

Effective May 2015, for Calendar Year 2013, the net return was adjusted from 18.30% to 17.92%.

J.P. Morgan Asset Management – Real Estate Americas

The Commingled Pension Trust Funds (Special Situation Property) of JPMorgan Chase Bank N.A. are collective trust funds established and maintained by JPMorgan Chase Bank, N.A. under a declaration of trust. The funds are not required to file a prospectus or registration statement with the SEC, and accordingly, neither is available. The funds are available only to certain qualified retirement plans and governmental plans and are not offered to the general public. Units of the funds are not bank deposits and are not insured or guaranteed by any bank, government entity, the FDIC or any other type of deposit insurance. You should carefully consider the investment objectives, risk, charges, and expenses of the funds before investing.

Opinions, estimates, forecasts, and statements of financial market trends that are based on current market conditions constitute our judgment and are subject to change without notice. We believe the information provided here is reliable. These views and strategies described may not be suitable for all investors. References to specific securities, asset classes and financial markets are for illustrative purposes only and are not intended to be, and should not be interpreted as, recommendations. Past performance is no guarantee of future results.

This document is intended solely to report on various investment views held by J.P. Morgan Asset Management. Opinions, estimates, forecasts, and statements of financial market trends that are based on current market conditions constitute our judgment and are subject to change without notice. We believe the information provided here is reliable but should not be assumed to be accurate or complete. The views and strategies described may not be suitable for all investors. References to specific securities, asset classes and financial markets are for illustrative purposes only and are not intended to be, and should not be interpreted as, recommendations. Indices do not include fees or operating expenses and are not available for actual investment. The information contained herein employs proprietary projections of expected returns as well as estimates of their future volatility. The relative relationships and forecasts contained herein are based upon proprietary research and are developed through analysis of historical data and capital markets theory. These estimates have certain inherent limitations, and unlike an actual performance record, they do not reflect actual trading, liquidity constraints, fees or other costs. References to future net returns are not promises or even estimates of actual returns a client portfolio may achieve. The forecasts contained herein are for illustrative purposes only and are not to be relied upon as advice or interpreted as a recommendation.

Real estate investing may be subject to a higher degree of market risk because of concentration in a specific industry, sector or geographical sector. Real estate investing may be subject to risks including, but not limited to, declines in the value of real estate, risks related to general and economic conditions, changes in the value of the underlying property owned by the trust and defaults by borrower.

The target returns discussed herein have been established as of the date of this presentation. The target returns have been established by each investment adviser based on its assumptions and calculations using data available to it and available investment opportunities and is subject to the risks set forth herein and set forth more fully in the applicable Fund's Memorandum. A more detailed explanation along with the data supporting the target returns is on file with the applicable investment adviser and is available for inspection upon request. The target returns are for illustration/discussion purposes only and are subject to significant limitations. An investor should not expect to achieve actual returns similar to the target returns shown above. The target returns are the investment advisor's estimate based on the investment adviser's assumptions, as well as past and current market conditions, which are subject to change. Each investment adviser has the discretion to change the target returns for the Fund at any time. Because of the inherent limitations of the target returns, potential investors should not rely on them when making a decision on whether or not to invest in any Fund. The target returns cannot account for the impact that economic and market factors have on the implementation of an actual investment program. Unlike actual performance, the target returns do not reflect actual trading, liquidity constraints, fees, expenses, and other factors that could impact the future returns of a Fund. Any investment adviser's ability to achieve the target returns is subject to risk factors over which such investment adviser may have no or limited control. No representation is made that a Fund will achieve the target return or its investment objective. Actual returns could be higher or lower than the target returns. The data supporting the Target Return is on file with J.P. Morgan and is available for inspection upon request.

Leverage. Certain of the Fund's investments may be leveraged, which may adversely affect income earned by the Fund or may result in a loss of principal. The use of leverage creates an opportunity for increased net income, but at the same time involves a high degree of financial risk and may increase the exposure of the Fund or its investments to factors such as rising interest rates, downturns in the economy or deterioration in the condition of the investment collateral. The Fund may be unable to secure attractive financing as market fluctuations may significantly decrease the availability and increase the cost of leverage. Principal and interest payments on any leverage will be payable regardless of whether the Fund has sufficient cash available. Senior lenders would be entitled to a preferred cash flow prior to the Fund's entitlement to payment on its investment.

The value of investments and the income from them may fluctuate and your investment is not guaranteed. Past performance is no guarantee of future results. Please note current performance may be higher or lower than the performance data shown. Please note that investments in foreign markets are subject to special currency, political, and economic risks. Exchange rates may cause the value of underlying overseas investments to go down or up. Investments in emerging markets may be more volatile than other markets and the risk to your capital is therefore greater. Also, the economic and political situations may be more volatile than in established economies and these may adversely influence the value of investments made.

The deduction of an advisory fee reduces an investor's return. Actual account performance will vary depending on individual portfolio security selection and the applicable fee schedule. Fees are available upon request.

The following is an example of the effect of compounded advisory fees over a period of time on the value of a client's portfolio: A portfolio with a beginning value of \$100mm, gaining an annual return of 10% per annum would grow to \$259mm after 10 years, assuming no fees have been paid out. Conversely, a portfolio with a beginning value of \$100mm, gaining an annual return of 10% per annum, but paying a fee of 1% per annum, would only grow to \$235mm after 10 years. The annualized returns over the 10 year time period are 10.00% (gross of fees) and 8.91% (net of fees). If the fee in the above example was 0.25% per annum, the portfolio would grow to \$253mm after 10 years and return 9.73% net of fees. The fees were calculated on a monthly basis, which shows the maximum effect of compounding.

J.P. Morgan Asset Management – Real Estate Americas

All case studies are shown for illustrative purposes only and should not be relied upon as advice or interpreted as a recommendation. They are based on current market conditions that constitute our judgment and are subject to change. Results shown are not meant to be representative of actual investment results. Past performance is not necessarily indicative of the likely future performance of an investment.

Any securities mentioned throughout the presentation are shown for illustrative purposes only and should not be interpreted as recommendations to buy or sell. A full list of firm recommendations for the past year is available upon request.

The Fund is established and maintained by JPMorgan Chase Bank, N.A. under a Declaration of Trust. The Fund is a bank-sponsored collective investment fund established as a group trust within the meaning of Internal Revenue Service Revenue Ruling 81-100, as amended. The Fund is available exclusively to certain tax-qualified retirement and governmental plans that have appointed JPMorgan Chase Bank, N.A. as fiduciary for the plan.

J.P. Morgan Asset Management is the marketing name for the asset management businesses of JPMorgan Chase & Co. Those businesses include, but are not limited to, JPMorgan Chase Bank N.A., J.P. Morgan Investment Management Inc., Security Capital Research & Management Incorporated, J.P. Morgan Alternative Asset Management, Inc., and J.P. Morgan Asset Management (Canada), Inc.

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CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/16/2017
Presenter: Matt Hamby
Item of Business: Resolution: First Quarter Budget Adjustment for Fiscal Year 2018
Meeting Date: 11/30/2017

Purpose of Request:

This request is to approve the budget adjustments associated with the first quarter of fiscal year 2018.

History/Background:

The City of Gainesville Code states in part:

Sec. 2-3-87 - Budget amendments

(a) *General amendment.* The council may amend the budget as deemed necessary or advantageous during the fiscal year, provided additional revenues or funding sources are identified for any net increase in expenditure. Following the end of each fiscal year quarter, any approved adjustments, including budgets for any projects authorized during the quarter shall be enacted through a budget adjustment resolution upon favorable vote of the city council. The supplemental budget resolutions shall be balanced for each and every fund that is amended.

Facts & Issues for Consideration:

Department Recommendation:

Financial Services recommends the approval of the first quarter budget adjustment for fiscal year 2018.

Department Director:

Jeremy Perry

If funding is involved, are funds approved within the current budget?

N/A

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description	Type
☐ 1st Qtr BA for FY2018	Resolution
☐ Attachment A - Charts for 1st Qtr BA for FY2018	Attachments/Exhibits
☐ Attachment B - Description of 1st Qtr BA for FY2018	Attachments/Exhibits

RESOLUTION AR-2018 - ____

**REGARDING FIRST QUARTER BUDGET ADJUSTMENT
FOR FISCAL YEAR 2018**

WHEREAS, the City Council approved a budget for fiscal year 2018 for the City of Gainesville on June 20, 2017; and

WHEREAS, the budget is a dynamic rather than static revenue and spending plan which requires adjustment from time to time as circumstances change; and

WHEREAS, these adjustments maintain a balanced budget for all funds.

NOW, THEREFORE, BE IT RESOLVED THAT the governing body for the City of Gainesville hereby adopts the adjustments to the budget listed on "Attachment A" and "Attachment B", attached hereto and made a part of the Resolution.

Adopted this ____ day of _____, 2017.

C. Danny Dunagan, Jr., Mayor

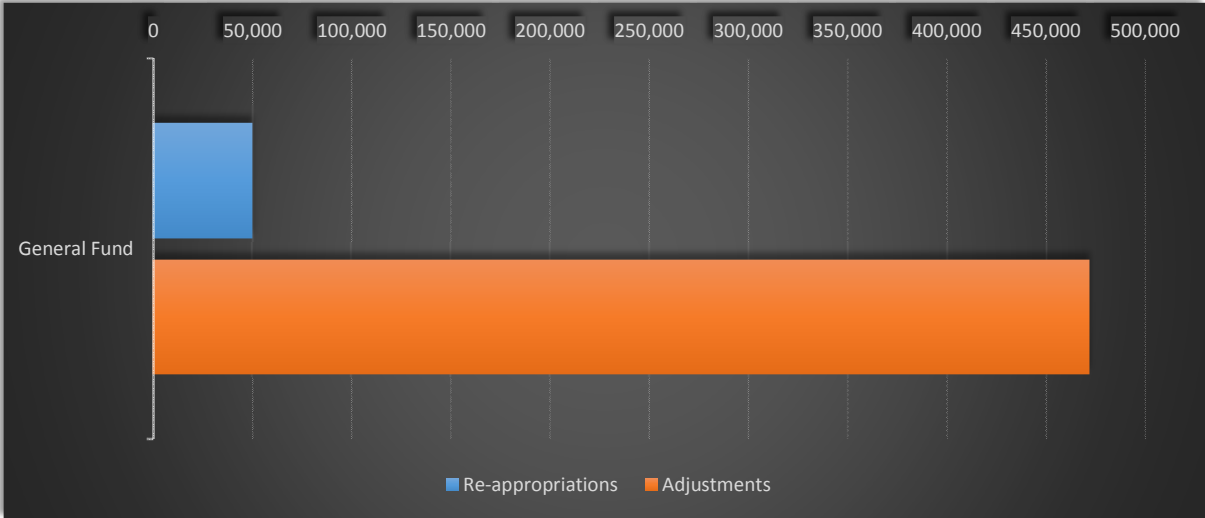
This is to certify that I am City Clerk of the City of Gainesville. As such, I keep its official records, including its minutes. In that capacity, my signature below certifies this resolution was adopted as stated and will be recorded in the official minutes.

ATTEST:

Denise O. Jordan, City Clerk

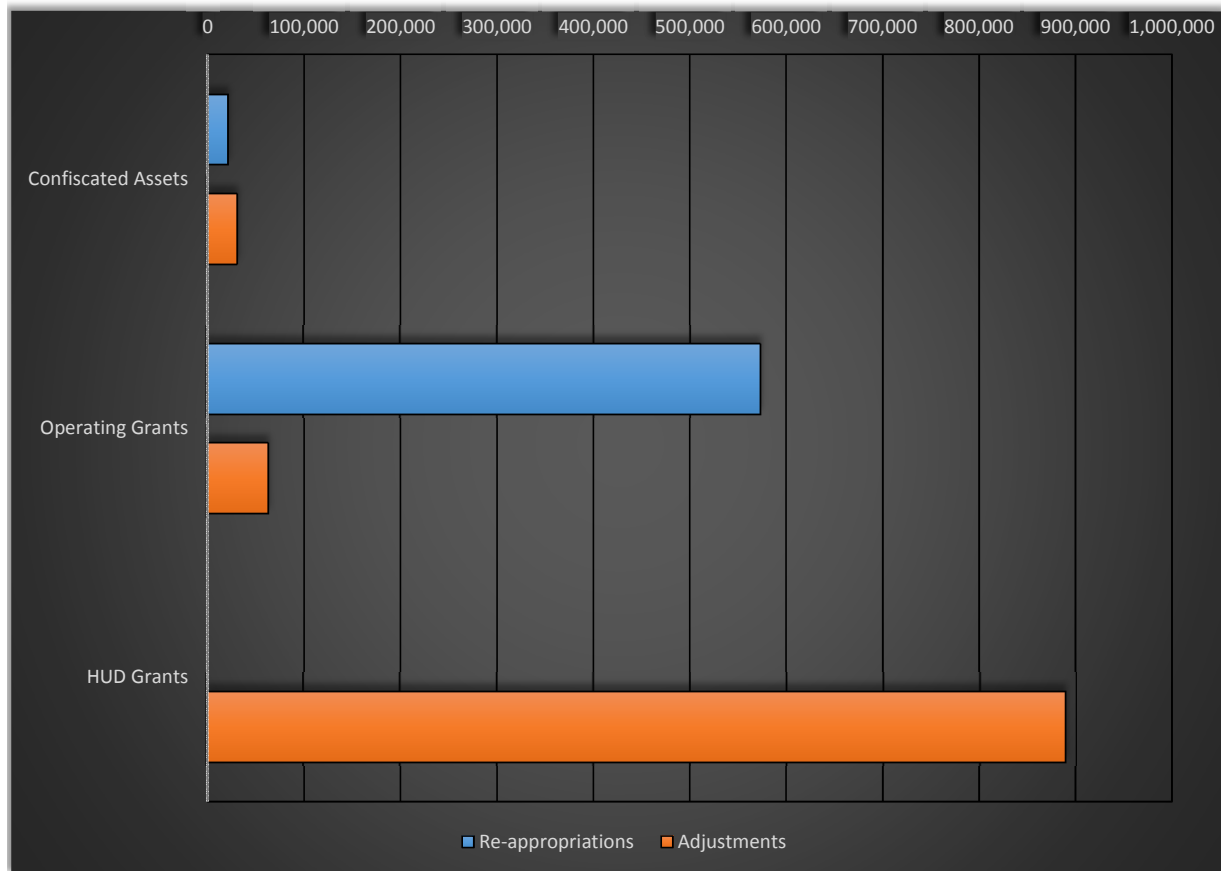
ATTACHMENT A

General Fund				
Fund	Adopted budget	Re-appropriations	Adjustments	Amended Budget
General Fund	34,032,860.00	49,893.00	471,737.00	34,554,490.00
Grand Total	34,032,860.00	49,893.00	471,737.00	34,554,490.00



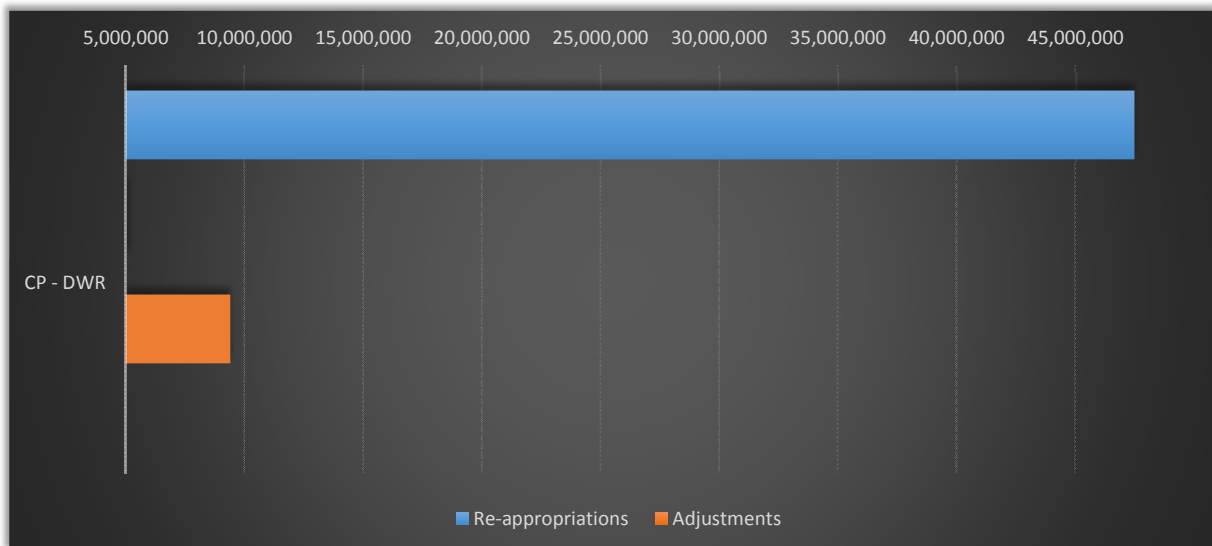
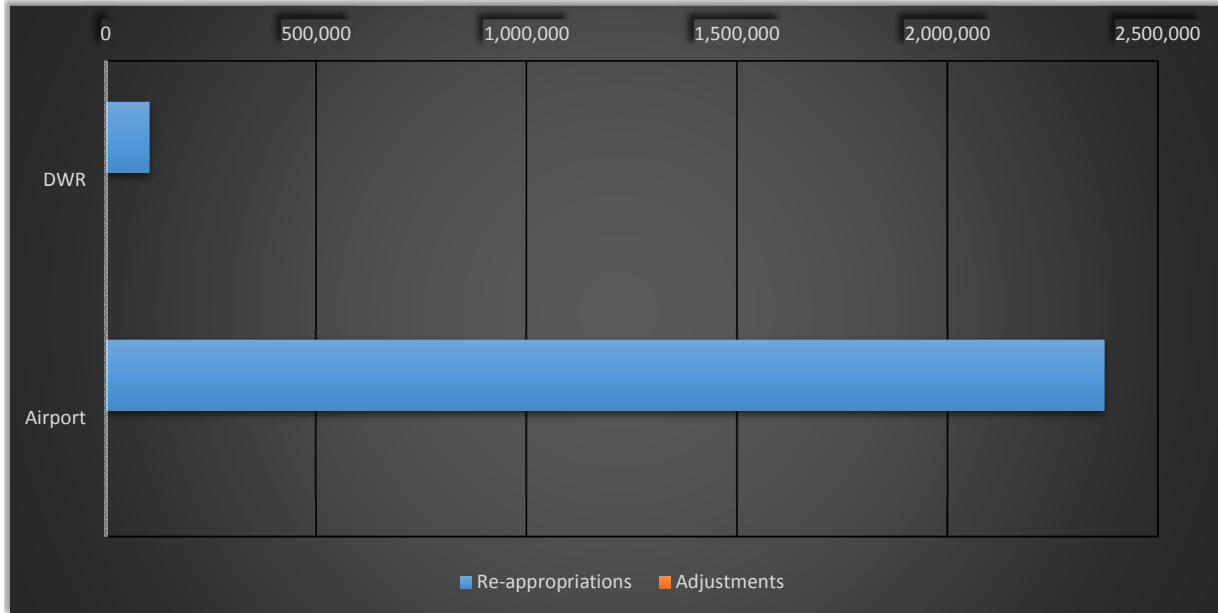
ATTACHMENT A

Special Revenue Funds				
Fund	Adopted budget	Re-appropriations	Adjustments	Amended Budget
CSC	3,374,672	0	0	3,374,672
Cemetery Trust	50,000	0	0	50,000
Confiscated Assets	144,850	19,980	30,000	194,830
Operating Grants	0	572,091	61,954	634,045
HUD Grants	0	0	888,407	888,407
HUD Rev. Loan	0	0	0	0
Econ. Dev.	112,048	0	0	112,048
TV-18	251,556	0	0	251,556
TAD	342,095	88,787	0	430,882
H/M Tax Fund	853,800	0	0	853,800
Impact Fee	700,000	0	0	700,000
Info. Tech. Fund	196,750	0	0	196,750
Grand Total	6,025,771	680,858	980,361	7,686,990



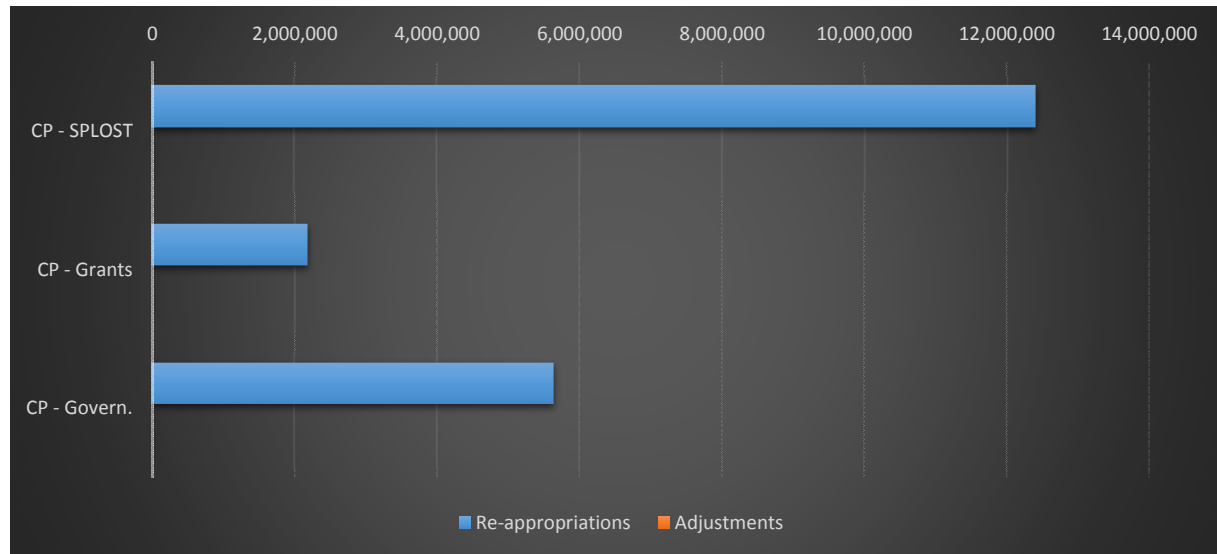
ATTACHMENT A

Enterprise Funds				
Fund	Adopted budget	Re-appropriations	Adjustments	Amended Budget
DWR	71,483,853	103,333	0	71,587,186
CP - DWR	13,657,280	47,461,157	9,382,000	70,500,437
Solid Waste	2,658,000	0	0	2,658,000
Airport	1,027,418	2,372,636	0	3,400,054
Golf	1,357,297	0	0	1,357,297
Grand Total	90,183,848.00	49,937,126.00	9,382,000.00	149,502,974.00



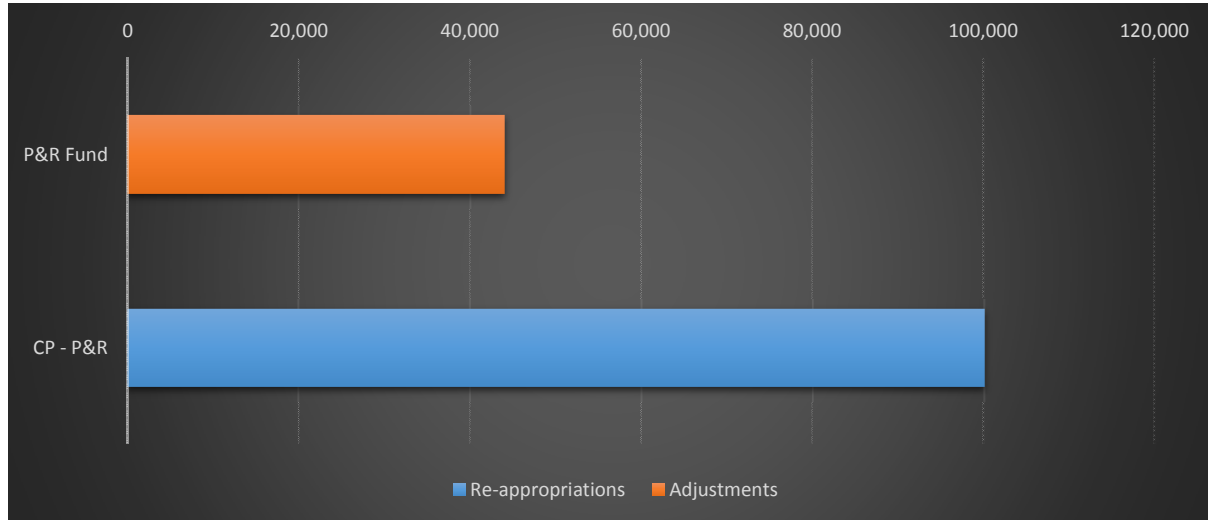
ATTACHMENT A

Capital and Debt Funds				
Fund	Adopted budget	Re-appropriations	Adjustments	Amended Budget
CP - SPLOST	3,465,000	12,390,054	0	15,855,054
CP - Grants	335,000	2,171,811	0	2,506,811
CP - Govern.	5,302,922	5,626,861	0	10,929,783
Debt. Serv.	2,701,683	0	0	2,701,683
Grand Total	120,688,448	119,959,645	18,764,000	259,412,093



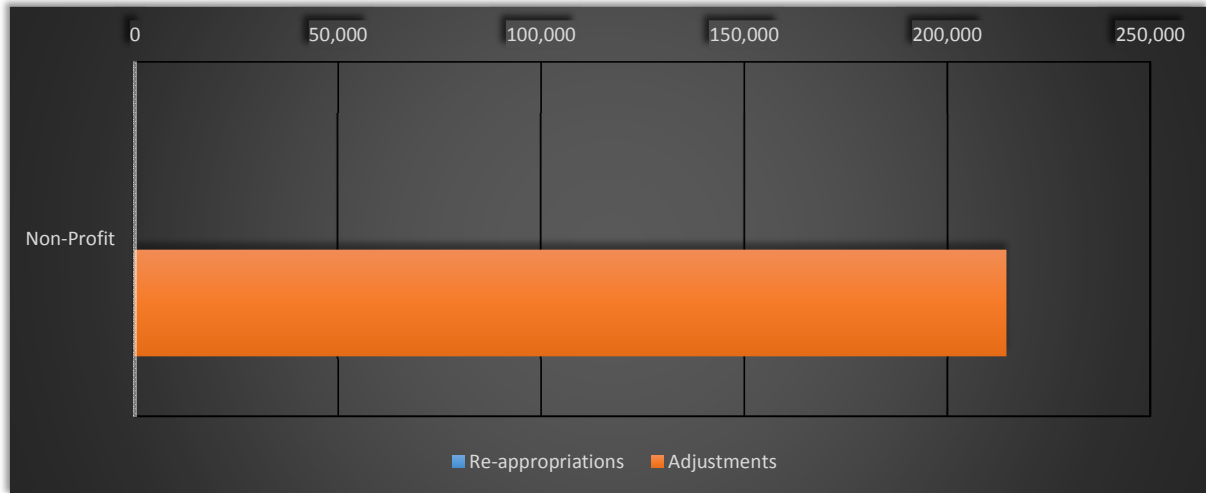
ATTACHMENT A

Component Unit				
Fund	Adopted budget	Re-appropriations	Adjustments	Amended Budget
CVB	593,138	0	0	593,138
P&R Fund	5,354,522	0	44,000	5,398,522
CP - P&R	655,000	100,000	0	755,000
Grand Total	5,947,660	0	44,000	5,991,660



ATTACHMENT A

Non-Profit				
Fund	Adopted budget	Re-appropriations	Adjustments	Amended Budget
Non-Profit	0.00	0.00	214,567.00	214,567.00
Grand Total	0.00	0.00	214,567.00	214,567.00



ATTACHMENT A

Internal Service Fund				
Fund	Adopted budget	Re-appropriations	Adjustments	Amended Budget
Gen. Insurance	1,815,169	0	0	1,815,169
Employee Ben.	9,977,189	0	0	9,977,189
Veh. Serv.	2,427,086	0	0	2,427,086
Grand Total	14,219,444.00	0.00	0.00	14,219,444.00

**ATTACHMENT B
QUARTERLY BUDGET ADJUSTMENT RESOLUTION
ADJUSTMENT DESCRIPTIONS**

GENERAL FUND

GENERAL FUND

The General fund recognized a total increase of \$521,630 during the first quarter of fiscal year 2018. The adjustments associated with this increase are as follows:

- FY17-18 Anticipated re-appropriations of open balances from purchase orders.
- Establish budget for Non-Profit Housing Manager (Does not increase the level of authorized positions).
- Establish Police Department incentives for 2nd, 3rd, and 4th quarters of FY2018.

Other notable adjustments, which did not affect the total budget, but represent transfers within department accounts or from one department to another are as follows:

- An adjustment out of Contingency, for the appraisal of Glenwood/Prior Street
- An adjustment into the Small Equipment – Tagged Items, in the Fire Department, for the purchase of equipment.

NON-PROFIT FUND

GAINESVILLE HOUSING & NEIGHBORHOOD DEVELOPMENT FUND

The Gainesville Housing and Neighborhood Development fund recognized a total increase of \$214,567 during the first quarter of FY2018. The adjustment associated with this increase is as follows:

- FY17-18 anticipated re-appropriations CHIP Program budget.

SPECIAL REVENUE FUNDS

CONFISCATED ASSETS FUND

The Confiscated Assets fund recognized a total increase of \$49,980 during the first quarter of fiscal year 2018. The adjustments associated with this increase are as follows:

ATTACHMENT B
QUARTERLY BUDGET ADJUSTMENT RESOLUTION
ADJUSTMENT DESCRIPTIONS

- FY17-18 Anticipated re-appropriations of open balances from purchase orders
- An adjustment out of Budgeted Fund Balance to Vehicles for the purchase of an undercover vehicle.

HUD GRANT FUND

The HUD Grant fund recognized a total increase of \$888,407 during the first quarter of fiscal year 2018. The adjustments associated with this increase are as follows:

- FY17-18 Anticipated re-appropriations of open grant and projects budgets.
- Establish FY2018 CDBG budget (\$412,753).
- Transfer from fund 221 to 100 for NPH Manager Salary (\$44,289).

GRANTS FUND

The Grants fund recognized a total increase of \$634,045 during the first quarter of fiscal year 2018. The adjustments associated with this increase are as follows:

- FY17-18 Anticipated re-appropriations of open grant and projects budgets.
- The establishment of the HEAT grant for FY2018

TAX ALLOCATION DISTRICT (TAD)

The Tax Allocation District fund recognized a total increase of \$88,787 during the first quarter of FY2018. The adjustment associated with this increase is as follows:

- FY17-18 Anticipated re-appropriations of open grant and projects budgets.

ENTERPRISE FUNDS

AIRPORT FUND

The Airport Fund recognized a total increase of \$2,372,636 during the first quarter of FY2018. The adjustment associated with this increase is as follows:

- Re-establishing balances of the Terminal Area Improvements Capital Project.

**ATTACHMENT B
QUARTERLY BUDGET ADJUSTMENT RESOLUTION
ADJUSTMENT DESCRIPTIONS**

DEPARTMENT OF WATER RESOURCES OPERATING FUND

The Department of Water Resources Operating fund recognized a total increase of \$103,333 during the first quarter of FY2018. The adjustment associated with this increase is as follows:

- FY17-18 Anticipated re-appropriations of open balances from purchase orders.

DWR CAPITAL PROJECTS FUND

The Department of Water Resources Capital Project fund recognized a total increase of \$56,843,157 during the first quarter of FY2018. The adjustments associated with this increase are as follows:

- FY17-18 Anticipated re-establishing project budgets for open projects not closed during FY2017.
- Transfer from fund 308 to 320, for Stormwater Project (\$208,440).
- PR17-19 – FY17 Water Main Extensions and Improvements (\$1,317,000).
- PR17-21 – FY16 Sanitary Sewer Improvements (\$1,655,000).
- PR17-23 – Flat Creek Ecosystem Restoration (\$163,000).
- PR17-24 – Midtown Greenway Extension, Stormwater Detention Pond, and Watershed Improvement Project (\$2,825,000).
- PR17-26 – Downtown Utilities Improvements-Phase I (\$1,950,000).
- PR17-27– High Street Booster Pump Station Improvements (\$838,000).
- PR17-28– Linwood Water Reclamation Facility Service Area Collection System Study (\$264,000).
- PR17-29– Linwood Water Reclamation Facility Outfall Diffuser (\$370,000).

CAPITAL AND DEBT FUNDS

SPLOST CAPITAL PROJECTS FUND

The SPLOST Capital Project fund recognized a total increase of \$12,390,054 during the first quarter of FY2018. The adjustments associated with this increase are as follows:

- FY17-18 Anticipated re-establishing project budgets for open projects not closed during FY2017.
- Transfer to fund 320 from 308, for Stormwater Project (\$208,440).
- Transfer to fund 320 from 350, for Intelligent Transportation Systems (\$240,000).

ATTACHMENT B
QUARTERLY BUDGET ADJUSTMENT RESOLUTION
ADJUSTMENT DESCRIPTIONS

GRANT CAPITAL PROJECTS FUND

The Grants Capital Project fund recognized a total increase of \$2,171,811 during the first quarter of FY2018. The adjustment associated with this increase is as follows:

- FY17-18 Anticipated re-establishing project budgets for open projects not closed during FY2017.

GENERAL GOVERNMENT CAPITAL PROJECTS FUND

The General Government Capital Projects fund recognized a total increase of \$5,626,861 during the first quarter of FY2018. The adjustments associated with this increase are as follows:

- FY17-18 Anticipated re-establishing project budgets for open projects not closed during FY2017.
- Transfer from fund 350 to 320, for Intelligent Transportation Systems (\$240,000).

COMPONENT UNIT

PARKS AND RECREATION FUND

The Parks and Recreation Operating fund recognized a total increase of \$44,000 during the first quarter of fiscal year 2018. The adjustment associated with this increase is as follows:

- PR17-02 Fiber installation to Lanier Point (\$44,000).

PARKS & RECREATION CAPITAL PROJECTS FUND

The Parks & Recreation Capital Projects fund recognized an increase of \$100,000 during the first quarter of FY2018. The adjustment associated with this increase is as follows:

- FY17-18 Anticipated re-establishing project budgets for open projects not closed during FY2017.

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/14/2017
Presenter: Debbie Jones
Item of Business: Pawn Shop Application for Capital Title Pawn
Meeting Date: 11/30/2017

Purpose of Request:
Review and approval of new pawn shop application.

History/Background:

Facts & Issues for Consideration:

Department Recommendation:
Recommended approval of said application.

Department Director:
Carol Martin

If funding is involved, are funds approved within the current budget?
No

Amount Requested: **Source of Funds:**

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description	Type
 Capital Title Pawn License Application Summary	License Application

CITY OF GAINESVILLE
PAWNSHOP LICENSE APPLICATION SUMMARY

 X New Change of Business Name or Location

DOING BUSINESS AS: **Capital Title Pawn**
LEGAL NAME OF BUSINESS: **Capital Title Pawn**
OWNER OF BUSINESS: **Norma Hernandez**
LOCATION: **1705 Cleveland Highway Suite 8**
MANAGING AGENT: **Norma Hernandez**
REGISTERED AGENT: **Norma Hernandez**

TYPE OF OWNERSHIP:

- X Individual Ownership (Sole Ownership)
 Partnership
 Owner with Investors
 Corporation with One Location
 Corporation with Multiple Locations in Georgia
 Corporation with Multiple Locations in more than one State

GENERAL REQUIREMENTS:

- Properly Advertised
 X Financial Statement on File Positive X Negative
 X Certificate of Occupancy Issued Pending
 X Owner Information on File
 X Completed Application on File
 X Ad Valorem Tax Current
 X Business Occupation Tax Current
 X Certification of Knowledge of State Law and City Ordinances
 X Manager / Applicant's Personal History Reviewed

MARSHAL'S REPORT;

 X NO OBJECTIONS; Based upon the information furnished by the applicant and reviewed by the Marshal's Office, all elements of the application are in order.

 RECOMMEND FURTHER REVIEW: By the Council Based on the following:

 NO OBJECTION: Subject to the following:

CERTIFICATION: CITY MARSHAL

Debbie A. Jones

DATE:

11/14/17

SUMMARY OF ACTION TAKEN BY CITY COUNCIL:

 LICENSE APPROVED

 LICENSE DENIED

CITY OF GAINESVILLE

PAWNSHOP LICENSE * NEW APPLICATION *

FOR OFFICE USE ONLY:

NAICS 57298

LICENSE YEAR: 2017

LICENSE NUMBER: _____

INSTRUCTIONS: Every question shall be fully answered (TYPEWRITTEN or printed in ink, LEGIBLY AND NEATLY). If the space provided is not sufficient, answer the question on a separate page and indicate in the space provided that such separate page is attached. When completed, this application must be DATED, SIGNED, AND VERIFIED UNDER OATH BY THE APPLICANT AND FILED WITH THE CITY MARSHAL, together with ALL SUPPORTING PAPERS AND CERTIFIED CHECK, CASHIER'S CHECK, OR CASH FOR THE EXACT FEE.

BUSINESS NAME: Capital Title Pawn

MANAGING AGENT NAME: Norma Hernandez

REGISTERED AGENT NAME: Norma Hernandez

FEEES FOR CURRENTLY LICENSED ESTABLISHMENTS ONLY:

_____ CHANGE OF MANAGING AGENT: \$ 100.00

_____ CHANGE OF REGISTERED AGENT: \$ 25.00

☒ PAWNSHOP LICENSE: \$200.00

_____ LICENSE TRANSFER: \$100.00



CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/17/2017
Presenter: Jason Perry
Item of Business: Resolution: FY2018 Water Main Improvements Design and Bidding Services
Meeting Date: 11/30/2017

Purpose of Request:

To request funding to enter into a professional services agreement for the design and bidding services of the FY2018 Water Main Improvements Project.

History/Background:

The Department of Water Resources (DWR) maintains a list of roads with water mains that staff has identified as needing improvements. A combination of priority areas has been included in the proposed water main improvements project.

Facts & Issues for Consideration:

The project will improve water mains that have reached the end of their useful life expectancy.

Department Recommendation:

Authorize staff by resolution to enter into an agreement for professional services with Columbia Engineering and Services Inc. to complete the design and bidding phases of this project.

Department Director:

Linda MacGregor

If funding is involved, are funds approved within the current budget?

No

Amount Requested:

\$110,000

Source of Funds:

Department of Water Resources Capital Projects Fund

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description	Type
☐ FY 18 WMI Design Resolution	Resolution
☐ FY 18 WMI Design Road List	Attachments/Exhibits
☐ FY 18 WMI Design Proposal	Backup Material
☐ Location Map	Powerpoint Presentation

RESOLUTION PR-2017 - ____

**FY 2018 WATER MAIN IMPROVEMENTS
DESIGN AND BIDDING SERVICES**

WHEREAS, the City of Gainesville owns and operates a water system that serves the City of Gainesville and portions of Hall County; and

WHEREAS, the Department of Water Resources (DWR) has determined locations in its service area where improvements to water service are needed; and

WHEREAS, DWR staff recommends the attached list identifying system improvements for a consultant to perform design and bidding services; and

WHEREAS, DWR staff received proposals from consultants to design, permit and prepare construction documents for the system improvements; and

WHEREAS, DWR staff reviewed and scored proposals with Columbia Engineering and Services Inc. receiving the highest score; and

WHEREAS, DWR staff recommends entering into an Agreement for Professional Services for the FY 2018 Water Main Improvements Design and Bidding Services project with Columbia Engineering and Services Inc.; and

WHEREAS, the current DWR 5-Year Capital Improvements Program includes funding for performing water main improvements throughout the distribution system.

NOW, THEREFORE, BE IT RESOLVED THAT the governing body for the City of Gainesville hereby authorizes DWR staff and the consultant to apply for and obtain all necessary permits and licenses, obtain bids from pre-qualified contractors, and make recommendation of award to the governing body for the City of Gainesville.

BE IT FURTHER RESOLVED THAT the governing body for the City of Gainesville authorizes and directs the City Manager, City Attorney and DWR staff to acquire, at fair market value, temporary and permanent easements and other property that may be required to construct and operate the facilities.

BE IT FURTHER RESOLVED THAT the governing body for the City of Gainesville hereby authorizes staff to enter into an Agreement for Professional Services with Columbia Engineering and Services Inc.

BE IT FURTHER RESOLVED THAT the Mayor, City Manager and City Attorney are authorized to sign such documents that may be necessary to complete this project.

BE IT FURTHER RESOLVED THAT the total authorized expenditure shall not exceed \$110,000 and that said expenditure shall be from the Department of Water Resources Capital Projects Fund.

RESOLUTION PR-2017 - ____

**FY 2018 WATER MAIN IMPROVEMENTS
DESIGN AND BIDDING SERVICES**

Adopted this ____ day of _____, 2017.

C. Danny Dunagan, Jr., Mayor

This is to certify that I am City Clerk of the City of Gainesville. As such, I keep its official records, including its minutes. In that capacity, my signature below certifies this resolution was adopted as stated and will be recorded in the official minutes.

ATTEST:

Denise O. Jordan, City Clerk

FY2018 WATER MAIN IMPROVEMENTS						
No.	Location	Estimated Acreage	Estimated Length of Water Main (FT)	Date of Petition	Number of Petitioners or Meters	Comments
1	Lighthouse Lane	0.42	0.06	Oct-06	1	Red Water / Cust. Identified 2-inch GLV
2	Shady Valley Road	2.21	0.22	May-07	11	Dep't Identified on MRC 2-inch GLV
3	Merry Lane	1.39	0.18	Mar-12	12	Dep't Identified 2-inch GLV
4	Black Drive	0.31	0.07	Nov-07	13	Dep't Identified on MRC 2-inch GLV
5	Beverly Drive		0.11	Mar-14	4	Dep't Identified on MRC 2-inch GLV
6	Walker Drive/ Chicopee St	1.1	0.19	Jan-09	14	Dep't Identified on MRC 2-inch GLV
7	Oak Ridge Condos	0.68	0.06	Jul-09	13	Dep't Identified on MRC 2-inch GLV
8	Apache Circle	1.45	0.21	Apr-09	17	Dep't Identified on MRC 2-inch GLV
9	Morningside Circle	0.71	0.05	May-07	4	Dep't Identified on MRC 2-inch GLV
10	Riverside Apartments		0.02	Mar-14	3	Dep't Identified on MRC 2-inch GLV
11	Pointe Lanier Apts	1.19	0.13	Feb-10	7	Dep't Identified 2-inch GLV
12	White Oak Drive	0.45	0.05	May-11	6	Dep't Identified 2-inch GLV
13	Enota Circle		0.11	Oct-16	10	Dep't Identified 2-inch GLV
14	Lamplighter Apartments	0.97	0.10	Mar-12	18	Dep't Identified 2-inch GLV
15	Harbor Cove/ Honeysuckle Lane	1.51	0.20	Mar-12	16	Dep't Identified on MRC 2-inch GLV
16	Lakeside Drive	0.74	0.08	Mar-12	4	Dep't Identified on MRC 2-inch GLV
17	Sherwood Road	1.19	0.10	Mar-14	8	Dep't Identified on MRC 2-inch GLV
18	Linwood Apartments	1.44	0.08	Mar-14	3	Dep't Identified on MRC 2-inch GLV
19	Whitmire Drive	0.51	0.06	Mar-14	4	Dep't Identified on MRC 2-inch GLV
20	Waverly Way	1.49	0.18	Mar-14	11	Dep't Identified on MRC 2-inch GLV
21	Brandon Place Apartments	1.41	0.17	Mar-12	14	Dep't Identified on MRC 2-inch GLV
22	Oakland Drive	0.3	0.04	Mar-14	2	Dep't Identified on MRC 2-inch GLV

PROPOSAL FEE SCHEDULE

**FAILURE TO RETURN THE FOLLOWING AS A PART OF YOUR PROPOSAL DOCUMENT
MAY RESULT IN REJECTION OF YOUR PROPOSAL:**

ITEM	DESCRIPTION	PROPOSED TOTAL HOURS	NOT TO EXCEED PROPOSED COST
Design Services			
1	Project Management	24	\$ 3,000
2	Utilities Locate & Field Survey	80	\$ 9,900
3	Detailed Design Drawings	230	\$ 29,000
4	Contract Documents	30	\$ 3,600
5	Permitting	40	\$ 5,000
6	Progress Meetings	16	\$ 2,000
Bidding Services			
7	Project Management & Bid Meeting	6	\$ 750
8	Pre-Bid Meeting Documents	4	\$ 500
9	Tabulation of Bids & Award Recommendation	4	\$ 500
10	Construction Documents	8	\$ 1,000
Easements			
11	5 - Base Easement With Exhibit	10	\$ 1,250
	Price Per =	\$ 250	Additional Easements May Be Added
12	2 - Easement With Exhibit, Legal, and Plat	8	\$ 1,000
	Price Per =	\$ 500	Additional Easements May Be Added
As - Built Plans			
13	Prepare Final As-Built Plans	16	\$ 2,000



NOT-TO-EXCEED PROPOSED COST, ITEM 1 THROUGH 13, INCLUSIVE, THE AMOUNT OF

Fifty Nine Thousand Five Hundred

DOLLARS (\$ 59,500)

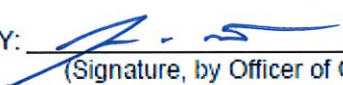
The above cost shall be a total not-to-exceed amount. Attach an hourly rate schedule for all job classifications involved in the design and permitting of the facility including any sub-consultants. Hourly rate schedule applies to any optional and additional services as directed by Gainesville Department of Water Resources.

IN COMPLIANCE WITH THE ATTACHED PROPOSAL REQUIREMENTS, THE UNDERSIGNED OFFERS AND AGREES, IF THIS PROPOSAL IS ACCEPTED BY THE GAINESVILLE CITY COUNCIL WITHIN NINETY (90) DAYS OF THE DATE OF OPENING, TO FURNISH ANY AND ALL OF THE ITEMS UPON WHICH PRICES ARE QUOTED, AT THE FEE STATED IN THE PROPOSAL DOCUMENT.

The Offeror operates as:

- ☐ Individual
☐ Partnership
☒ Corporation in the State of Delaware

Respectfully Submitted,

BY: 
(Signature, by Officer of Corporation)

(SEAL)

Jason B. Hurst
Name of Offeror (Type or print)

Title: Vice President Phone: 770-925-0357

Company: Columbia Engineering and Services Fax: 770-925-0357

Address: 2862 Buford Highway, Suite 200 Witness: Paul D. Cook, VP/Director of Operations
(Officer of Corporation)

Duluth, GA 30096 Date: 10/12/2017

Department of Water Resources

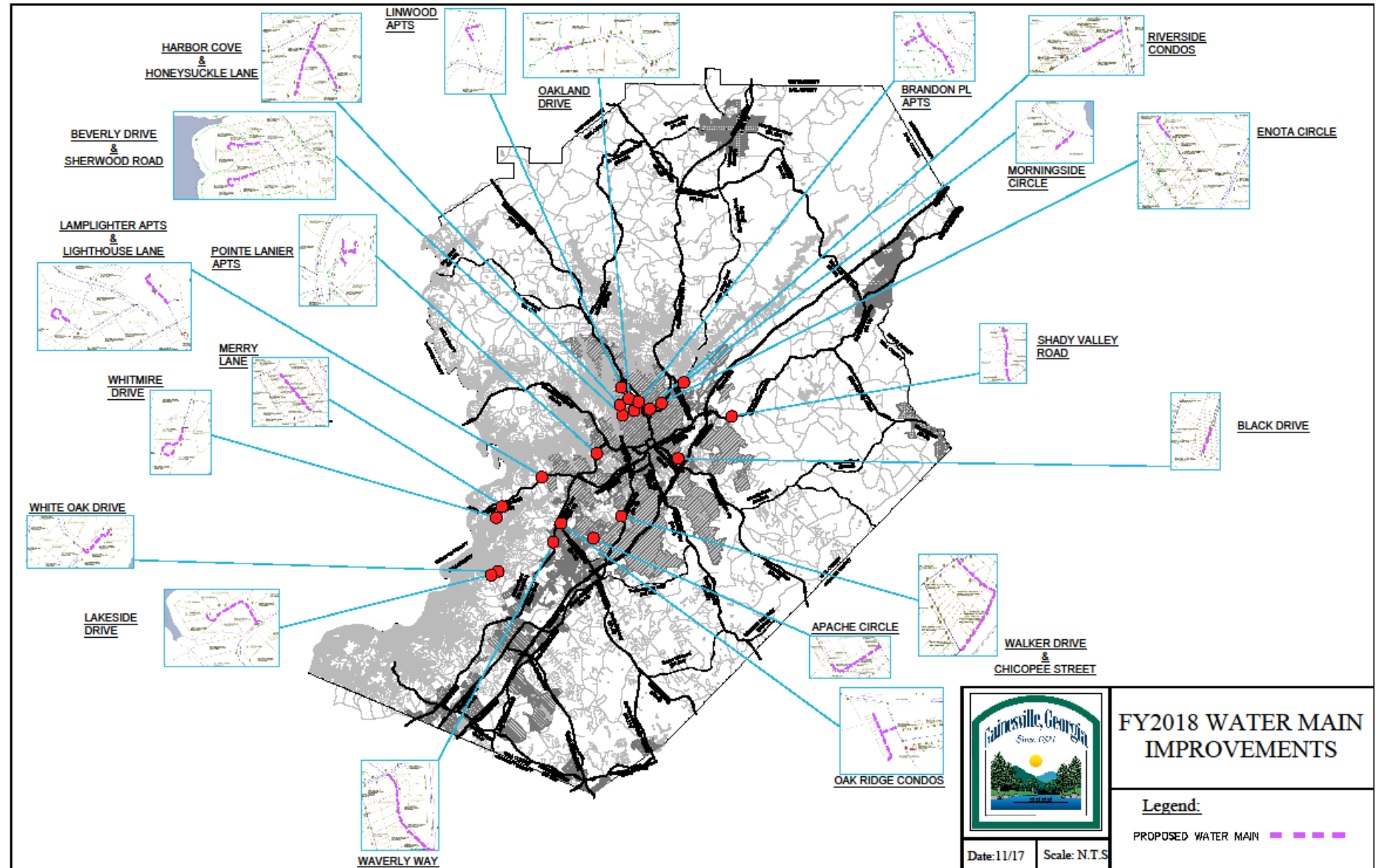
FY2018 WATER MAIN IMPROVEMENTS DESIGN AND BIDDING SERVICES



FY2018 WATER MAIN IMPROVEMENTS

Award of Contract:

- Total not-to-exceed cost = **\$110,000**
- Design and Bidding Services



CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/17/2017
Presenter: Regina Dyer
Item of Business: Tourism Economic Impact Update
Meeting Date: 11/30/2017

Purpose of Request:

Update Mayor, Council and staff on the economic impact and activities of the Gainesville CVB and to make them aware of upcoming larger events. This presentation will relay economic impact findings from Sept/Oct fishing related activities and future plans in involving the CVB.

History/Background:

Facts & Issues for Consideration:

Department Recommendation:

Department Director:

Catiel Felts

If funding is involved, are funds approved within the current budget?

No

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/17/2017

Presenter: Matt Tate

Item of Business: **Public Hearing Item for the December 5, 2017 Council Meeting**
Request from **Pro Building Systems** to annex a 0.516± acre tract located on the north side of Browns Bridge Road, east of Tipton Drive and having road frontage on S Smith Road and Browns Bridge Road (a/k/a **2431 S Smith Road**) and to establish zoning as General Business (G-B). **Ward Number: Four.** Tax Parcel Number(s): 08-015-007-004. **Request: Auto collision center.**

Meeting Date: 11/30/2017

Purpose of Request:

The applicant is proposing to annex the subject property with a zoning of General Business (G-B). The property is zoned Highway Business (H-B) within unincorporated Hall County and is adjacent to the city limits to its south and east. As well, the property is located within the Gateway Corridor Overlay Zone and contains an older residential structure that will be demolished. The purpose of the request is to provide parking for a new 21,168± square foot auto collision center to be located on the adjacent property and next to the existing 8,935 square foot NAPA Auto Fitness facility. Existing access will be improved from Browns Bridge Road and water and sewer will be utilized for the adjacent collision center. The surrounding properties include various auto related sales uses located along Browns Bridge Road and single-family homes are located to the north off of S Smith Road.

History/Background:

Facts & Issues for Consideration:

Department Recommendation:

Planning staff recommended approval with five conditions.

PAB recommended approval with five conditions.

See PAB Recommendation Report for details and excerpts from the PAB meeting minutes.

SAMPLE MOTIONS

Approve Annexation

I move to approve first reading of an ordinance to annex the subject property.

Approve Zoning

I move to approve first reading of an ordinance to establish zoning as General Business, with conditions as presented.

Deny

I move to deny the annexation request.

Department Director:

Rusty Ligon

If funding is involved, are funds approved within the current budget?

N/A

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description		Type
	Legal Ad	Legal Ad
	PAB Recommendation Report	Report
	Proposed Annexation Ordinance	Ordinance
	Proposed Zoning Ordinance	Ordinance
	Location Maps	Backup Material
	Narrative	Backup Material
	Survey	Backup Material
	Site Plan	Backup Material
	Floor Plan	Backup Material
	Elevations	Backup Material

COMBINED LEGAL AD
Gainesville Planning and Appeals Board
Gainesville City Council

Publish Sunday, October 29, 2017
THE TIMES

NOTICE OF PLANNING AND APPEALS BOARD PUBLIC HEARING

Notice is hereby given that the **Gainesville Planning and Appeals Board** will conduct a public hearing on **Tuesday, November 14, 2017 at 5:30 p.m.** in the **Gainesville Justice Center** (Municipal Courtroom at the Public Safety Complex), 701 Queen City Parkway in midtown Gainesville on the following requests:

- 1) Request from **Pro Building Systems** to annex a 0.516± acre tract located on the north side of Browns Bridge Road, east of Tipton Drive and having road frontage on S Smith Road and Browns Bridge Road (a/k/a **2431 S Smith Road**) and to establish zoning as General Business (G-B).
Ward Number: Four
Tax Parcel Number(s): 08-015-007-004
Request: Auto collision center
- 2) Request from **Chris Patton** to annex a 0.98± acre tract located on the northwest side of the intersection of Old Flowery Branch Road and Memorial Park Drive (a/k/a **2510 Old Flowery Branch Road; 2026 Memorial Park Drive**) and to establish zoning as Residential-II (R-II).
Ward Number: Four
Tax Parcel Number(s): 08-014-005-005 and 006
Request: 9 apartment units

**NOTICE OF PUBLIC HEARING ON PROPOSED
AMENDMENTS TO THE GAINESVILLE ZONING MAP**

Notice is hereby given that the **Gainesville City Council** will conduct a public hearing on **Tuesday, December 5, 2017 at 5:30 p.m.** in the **Gainesville Justice Center** (Municipal Courtroom at the Public Safety Complex), 701 Queen City Parkway in midtown Gainesville on the following requests:

- 1) Request from **Pro Building Systems** to annex a 0.516± acre tract located on the north side of Browns Bridge Road, east of Tipton Drive and having road frontage on S Smith Road and Browns Bridge Road (a/k/a **2431 S Smith Road**) and to establish zoning as General Business (G-B).
Ward Number: Four
Tax Parcel Number(s): 08-015-007-004
Request: Auto collision center
- 2) Request from **Chris Patton** to annex a 0.98± acre tract located on the northwest side of the intersection of Old Flowery Branch Road and Memorial Park Drive (a/k/a **2510 Old Flowery Branch Road; 2026 Memorial Park Drive**) and to establish zoning as Residential-II (R-II).
Ward Number: Four
Tax Parcel Number(s): 08-014-005-005 and 006
Request: 9 apartment units

Additional information is available from the Community Development Department, Planning Division, by calling 770-531-6570.

NOTE: In accordance with Georgia law, anyone who wishes to express opposition to the proposed zoning action, and has made, within two years immediately preceding the filing of the proposed zoning action, campaign contributions aggregating \$250 or more to a local government official who will consider the application, shall file a disclosure of contribution(s) with the Planning Division at least five (5) days prior to the first reading of the proposed zoning action by the City Council. (OCGA § 36-67A-3 3 {c})

**GAINESVILLE PLANNING and APPEALS BOARD
RECOMMENDATION**

Applicant and Property Owner..... Pro Building Systems
Location..... 2431 S Smith Road
Request..... Annex with G-B zoning
Size 0.516± acre
Ward..... Four
Proposed Use..... Auto Collision Center
Planning Division Staff Recommendation **Approval, with conditions**
Planning and Appeals Board Recommendation.... **Approval, with conditions**
Date..... November 14, 2017

▪ **Applicant's Proposal and Background Information**

The applicant is proposing to annex the subject property with a zoning of General Business (G-B). The property is zoned Highway Business (H-B) within unincorporated Hall County and is adjacent to the city limits to its south and east. The property is located within the Gateway Corridor Overlay Zone and contains an older, vacant residential structure that will be demolished. As well, the adjacent building to the east will be demolished which was the previous site of the Gypsy Paws dog daycare.

The purpose of the request is to provide parking for a new 21,168± square foot auto collision center that will be constructed next to the existing 8,935 square foot NAPA Auto Fitness facility, totaling 30,103 square feet. The proposal will utilize the existing driveways serving the adjacent NAPA Auto Fitness facility which are located along Browns Bridge Road, Gould Drive and S Smith Road. In addition, an existing second driveway on Browns Bridge Road located across from the Carriage Kia will be improved. Water and sewer will be utilized for the proposed development. The surrounding properties include various auto related sales uses located along Browns Bridge Road and single-family homes are located to the north off of S Smith Road.

▪ **Adjacent Land Use and Zoning**

Location	Use	Zoning
North	Single-family homes	Agricultural Residential-III (AR-III) -County
South	Carriage Kia, Ag-Pro	General Business (G-B) -City
East	Previously Gypsy Paws dog daycare	General Business (G-B) -City
West	Residential/office; Auto sales	Highway Business (H-B) -County

▪ **Other Departmental Comments**

There were no other departmental comments regarding this request.

▪ **Zoning History**

The following zoning actions have taken place in the immediate area during the last ten years:

2017 – A request was withdrawn by Carriage North, LLC for a special use for a helipad within General Business (G-B) zoning on a 0.71[±] acre tract located at 2425 Corporate Drive.

2015 – A request by the Roman Catholic Archdiocese of Atlanta to amend a 14.233[±] acres tract located at 2436 S Smith Road zoned Planned Unit Development (P-U-D) was conditionally approved for a church.

2015 – A request by the Roman Catholic Archdiocese of Atlanta to amend and rezone a 4.899[±] acres tract located at 0 S Smith Road from Residential-I (R-I) to Planned Unit Development (P-U-D) was conditionally approved for a church.

2013 – A request by Foote & Miller Properties, LLC to annex a 2.72[±] acres tract located at 2420 Browns Bridge Road was approved with General Business (G-B) zoning for sewer for an existing auto dealership.

2012 – A request by Rescate 2000, Inc. for a special use on a 8.19[±] acres tract located at 2920 Florence Drive was approved with conditional Office and Institutional (O-I) zoning for a daycare center.

2010 – A request by Jose Delagarza to annex a 0.33[±] acre tract located at 3 Cherry Circle was approved with conditional Residential-I (R-I) zoning for sewer for an existing single-family residence.

2009 – A request by Car Store of Gainesville to annex a 0.45[±] acre tract located at 2650 Browns Bridge Road was approved with conditional General Business (G-B) zoning for an auto sales facility.

2009 – A request by Gainesville Church of God to annex a 3.0[±] acres tract located at 2920 Browns Bridge Road was approved with Residential-I (R-I) zoning for an existing church.

2008 – A request by Wayne Clark and Associates to annex and rezone a 2.48[±] acres tract located at 2484 S Smith Road from Agricultural Residential-III (AR-III) to General Business (G-B) for a retail center was approved with conditions.

2008 – A request by Trinity Presbyterian Church to rezone a 2.185[±] acres tract located at 2023 Memorial Park Drive from Residential-I (R-I) to General Business (G-B) was approved with conditions for an existing church and a new larger monument sign.

2007 – A request by Kwang Jung to annex a 2.12[±] acres tract located at 2800 Browns Bridge Road was approved with conditions with General Business (G-B) zoning for an auto repair / office.

▪ **Staff Analysis**

(1) Is the proposed use suitable in view of the zoning and development of adjacent and nearby property?

The subject property has frontage on Browns Bridge Road which is a busy commercial corridor and S Smith Road which is a secondary road that has maintained a presence of older residential homes within the county on its north side. The property to the south and east is zoned General Business (G-B) in the city. The property to the north is zoned Agricultural

Residential-III (AR-III) and to the west is zoned Highway Business (H-B) and in the county. The proposal is consistent with the adjacent and nearby auto related uses which are prevalent along Browns Bridge Road.

(2) Will the proposed use adversely affect the existing use or usability of adjacent or nearby property?

The single-family homes located north of S Smith Road are mostly impacted by the emerging commercial growth along Browns Bridge Road. However, the proposal is similar to other uses fronting Browns Bridge Road and is part of an overall plan to combine the subject property with the adjacent two properties to the east for an auto collision center. No additional driveways are proposed on S Smith Road and additional landscaping will be provided which will help minimize impacts against the nearby residential homes.

(3) Is the proposed use compatible with the purpose and intent of the Comprehensive Plan?

The subject property is located within the *Retail/Commercial* land use category which includes commercial service activities such as grocery stores, banks, restaurants, theatres, hotels, and automotive related businesses. Commercial uses may be located as a single use in one building or grouped together in a shopping center.

The subject property is also located within the *Suburban Residential* Character Area. The goal of this character area is to preserve older, stable residential subdivisions and encourage newer projects with smaller lot sizes, pedestrian infrastructure, and buildings patterned after traditional local housing, possibly containing a small neighborhood-serving "village center". Land uses allowed within the *Suburban Residential* area include low-density residential, medium density residential, multi-family residential, public / institutional, commercial, and parks / recreation / conservation and mixed use.

It appears the comprehensive plan supports the proposed use.

(4) Are there substantial reasons why the property cannot or should not be used as currently zoned?

The subject property is zoned Highway Business (H-B) within Hall County and contains an abandoned single-family home. As well, the property has been used as a parking overflow/storage lot for some of the nearby auto sales facilities. The applicant desires to use City sewer services and to bring all of the property under one jurisdiction with a similar zoning of General Business (G-B). The proposed use will provide for improved development standards and appears reasonable given the nearby uses fronting along Browns Bridge Road.

(5) Will the proposed use cause an excessive or burdensome use of public facilities or services, including but not limited to streets, schools, water or sewer utilities, and police or fire protection?

The proposed use will utilize City water and sewer services which are sufficient to serve the proposed use. Gainesville Fire Station #4 is located off of Memorial Park Drive and is approximately 1.5 miles from the subject property. Gainesville Fire and Police currently serve the adjacent property. The proposed project is non-residential and should have no impacts to the school system. According to the Institute of Transportation Engineers (ITE) Trip Generation Handbook (9th Edition), the existing and proposed auto center expansion will generate an estimated 85 A.M. new peak hour trips and 105 P.M. new peak hour trips.

(6) Is the proposed use supported by new or changing conditions not anticipated by the Comprehensive Plan or reflected in the existing zoning on the property or surrounding properties?

The proposal is consistent with the Comprehensive Plan and with the adjacent heavy commercial zoning. Given the number of auto sales businesses on this segment of Browns Bridge Road, it is expected there will be a continued presence of auto service facilities and other supportive uses.

(7) Does the proposed use reflect a reasonable balance between the promotion of the public health, safety, morality, or general welfare and the right to unrestricted use of property?

The proposed annexation request is logical given its proximity to the city limits and the adjacent auto sales/services uses. The proposed auto service/collision center, with the conditions recommended by staff, appears to promote a reasonable balance between the interests of the City and the neighboring property owners.

▪ **Staff Recommendation**

The Planning Division staff is recommending **conditional approval** of this annexation request with **G-B zoning**, based on the Comprehensive Plan and the adjacent uses.

Conditions

1. The proposal shall meet or exceed the development standards as depicted within the narrative, concept plan and architectural rendering submitted with the application and are subject to Community Development Department Director approval.
2. There shall be no freestanding signs permitted along S Smith Road.
3. There shall be no driveway access from the subject property on S Smith Road.
4. Access point design and sidewalk location and design along Browns Bridge Road must be reviewed and approved by the Georgia Department of Transportation and the Gainesville Public Works Department Director. All road and sidewalk improvements associated with access to the subject property shall be at the full expense of the developer.
5. An updated as-built boundary survey/plat shall be recorded prior to obtaining a Certificate of Occupancy for the proposed use.

Excerpts from the November 14, 2017 PAB Meeting Minutes

Applicant Presentation: Ronald Sprinkle, 1664 Foresta Court, Brookhaven, stated he was with Sprinkle Design, one of the planning firms for the project, and noted Steven Ellis with Pro Building Systems was also in attendance. He stated the project is an expansion of the existing Napa facility and the materials and colors will match the current building. The current facility has a number of exterior garage doors, but as an enhancement, there will be only three exterior doors with internal access which will be nicer than the other facility. He stated the subject property needed to be annexed into the City as the last piece in order to complete the expansion. Mr. Sprinkle stated they had no issues with the conditions of zoning.

FAVOR: None

OPPOSE: None

Planning and Appeals Board Comments: None

There was a motion to recommend conditional approval of the request to annex the subject property with General Business zoning, with the following conditions:

Conditions

- 1. The proposal shall meet or exceed the development standards as depicted within the narrative, concept plan and architectural rendering submitted with the application and are subject to Community Development Department Director approval.**
- 2. There shall be no freestanding signs permitted along S Smith Road.**
- 3. There shall be no driveway access from the subject property on S Smith Road.**
- 4. Access point design and sidewalk location and design along Browns Bridge Road must be reviewed and approved by the Georgia Department of Transportation and the Gainesville Public Works Department Director. All road and sidewalk improvements associated with access to the subject property shall be at the full expense of the developer.**
- 5. An updated as-built boundary survey/plat shall be recorded prior to obtaining a Certificate of Occupancy for the proposed use.**

Motion made by Board Member Martin

Motion seconded by Board Member White

Vote – 5 favor, 2 absent (Fleming, Delgado)

First Reading: _____
Passed: _____

AN ORDINANCE

No. 2017-

AN ORDINANCE ANNEXING A 0.516± ACRE TRACT LOCATED ON THE NORTH SIDE OF BROWNS BRIDGE ROAD, EAST OF TIPTON DRIVE AND HAVING ROAD FRONTAGE ON S SMITH ROAD AND BROWNS BRIDGE ROAD (A/K/A 2431 S SMITH ROAD); ADJACENT TO BUT NOT NOW WITHIN THE CORPORATE LIMITS OF THE CITY OF GAINESVILLE, GEORGIA; REPEALING CONFLICTING ORDINANCES; TO PROVIDE FOR SEVERABILITY; TO PROVIDE FOR AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

(Amendment to City Limit Boundary)

WHEREAS, a 0.516± acre tract located on the north side of Browns Bridge Road, east of Tipton Drive and having road frontage on S Smith Road and Browns Bridge Road (a/k/a **2431 S Smith Road**), lies within the unincorporated lands of Hall County and adjoins the existing corporate limits of the City of Gainesville; and

WHEREAS, the hereinafter described lands be incorporated and annexed into the City of Gainesville.

NOW, THEREFORE, BE IT HEREBY ORDAINED BY THE GOVERNING BODY OF THE CITY OF GAINESVILLE, GEORGIA, AS FOLLOWS:

SECTION I.

That from and after the passage of this Ordinance the following described lands are and shall be annexed into the existing corporate limits of the City of Gainesville, Georgia, so that said lands shall constitute a part of the land within the corporate limits of the City of Gainesville, Georgia, as fully and completely as if the limits had been so defined by the General Assembly of Georgia.

Legal Description

A parcel of land situated in Land Lot 15, 8th Land District, Hall County Georgia, said parcel being more particularly described as follows:

Commence at a Found Concrete Monument marking the Western-most end of a chamfer between the Westerly Right of Way of Gould Drive (Apparent 30' Right of Way) and the Northerly Right of Way of Browns Bridge Road (80' Right of Way); thence run North 64 degrees 49 minutes 05 seconds West along said Right of Way for a distance of 253.67 feet to a found 1/2 inch open top pipe; thence run North 63 degrees 18 minutes 02 seconds West along said Right of Way for a distance of 198.09 feet to a point said point being the POINT OF BEGINNING of the parcel herein described; thence continue along the last described course and said Right of Way for a distance of 145.75 feet to a found 1 inch open top pipe; thence leaving said Right of Way run North 14 degrees 32 minutes 48 seconds East for a distance of 164.49 feet to a found axle, said point lying on the Southerly Right of Way of Smith Road

ORDINANCE NO. 2017-

(Prescriptive Right of Way per County Engineer on 7/31/17), said point also lying on a non-tangent curve to the left, said curve having a radius of 64,692.99 feet, a central angle of 00 degrees 05 minutes 20 seconds, a chord bearing of South 84 degrees 21 minutes 04 seconds East, and a chord distance of 100.34 feet; thence run along the arc of said curve and said Right of Way for a distance of 100.34 feet to a point; thence leaving said Right of Way run South 02 degrees 55 minutes 12 seconds West for a distance of 215.11 feet to the POINT OF BEGINNING.

Said parcel contains 22,496.94 Square Feet or 0.516 Acres.

The annexation is to include all that portion of right-of-way known as Browns Bridge Road located between the subject property and the existing city limits of Gainesville.

SECTION II.

The Secretary to the City Council of the City of Gainesville is directed to make and file with the Department of Community Affairs of the State of Georgia a certified copy of this Ordinance together with a plat describing lands annexed to the City of Gainesville by this Ordinance.

SECTION III.

All Ordinances and parts of Ordinances in conflict herewith are hereby repealed.

SECTION IV.

If any portion of this Ordinance shall be held to be invalid or unconstitutional, such invalidity or unconstitutionality shall not affect or impair the remaining portions unless it clearly appears that such other parts are wholly and necessarily dependent upon the part held to be invalid or unconstitutional.

SECTION V.

The effective date of this Ordinance shall be upon approval by the governing authority of the City of Gainesville, Georgia.

C. Danny Dunagan, Jr., Mayor

This is to certify that I am City Clerk of the City of Gainesville. As such, I keep its official records, including its minutes. In that capacity, my signature below certifies this ordinance was adopted as stated and will be recorded in the official minutes.

ATTEST:

Denise O. Jordan, City Clerk

First Reading: _____
Passed: _____

AN ORDINANCE

No. 2017-

AN ORDINANCE AMENDING THE ZONING MAP OF THE CITY OF GAINESVILLE, GEORGIA BY ESTABLISHING THE ZONING ON A 0.516± ACRE TRACT LOCATED ON THE NORTH SIDE OF BROWNS BRIDGE ROAD, EAST OF TIPTON DRIVE AND HAVING ROAD FRONTAGE ON S SMITH ROAD AND BROWNS BRIDGE ROAD (A/K/A 2431 S SMITH ROAD) AT THE TIME OF ANNEXATION AS GENERAL BUSINESS, WITH CONDITIONS (G-B-c); REPEALING CONFLICTING ORDINANCES; TO PROVIDE FOR SEVERABILITY; TO PROVIDE FOR AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

(Amendment to Zoning Map)

BE IT HEREBY ORDAINED BY THE GOVERNING BODY OF THE CITY OF GAINESVILLE, GEORGIA, AS FOLLOWS:

SECTION I.

That from and after the passage of this Ordinance the following described lands shall be zoned and so designated on the Zoning Map of the City of Gainesville as **General Business, with conditions (G-B-c)**.

Conditions

1. The proposal shall meet or exceed the development standards as depicted within the narrative, concept plan and architectural rendering submitted with the application and are subject to Community Development Department Director approval.
2. There shall be no freestanding signs permitted along S Smith Road.
3. There shall be no driveway access from the subject property on S Smith Road.
4. Access point design and sidewalk location and design along Browns Bridge Road must be reviewed and approved by the Georgia Department of Transportation and the Gainesville Public Works Department Director. All road and sidewalk improvements associated with access to the subject property shall be at the full expense of the developer.
5. An updated as-built boundary survey/plat shall be recorded prior to obtaining a Certificate of Occupancy for the proposed use.

Legal Description

A parcel of land situated in Land Lot 15, 8th Land District, Hall County Georgia, said parcel being more particularly described as follows:

ORDINANCE NO. 2017-

Commence at a Found Concrete Monument marking the Western-most end of a chamfer between the Westerly Right of Way of Gould Drive (Apparent 30' Right of Way) and the Northerly Right of Way of Browns Bridge Road (80' Right of Way); thence run North 64 degrees 49 minutes 05 seconds West along said Right of Way for a distance of 253.67 feet to a found 1/2 inch open top pipe; thence run North 63 degrees 18 minutes 02 seconds West along said Right of Way for a distance of 198.09 feet to a point said point being the POINT OF BEGINNING of the parcel herein described; thence continue along the last described course and said Right of Way for a distance of 145.75 feet to a found 1 inch open top pipe; thence leaving said Right of Way run North 14 degrees 32 minutes 48 seconds East for a distance of 164.49 feet to a found axle, said point lying on the Southerly Right of Way of Smith Road (Prescriptive Right of Way per County Engineer on 7/31/17), said point also lying on a non-tangent curve to the left, said curve having a radius of 64,692.99 feet, a central angle of 00 degrees 05 minutes 20 seconds, a chord bearing of South 84 degrees 21 minutes 04 seconds East, and a chord distance of 100.34 feet; thence run along the arc of said curve and said Right of Way for a distance of 100.34 feet to a point; thence leaving said Right of Way run South 02 degrees 55 minutes 12 seconds West for a distance of 215.11 feet to the POINT OF BEGINNING.

Said parcel contains 22,496.94 Square Feet or 0.516 Acres.

The annexation is to include all that portion of right-of-way known as Browns Bridge Road located between the subject property and the existing city limits of Gainesville.

SECTION II.

All Ordinances and parts of Ordinances in conflict herewith are hereby repealed.

SECTION III.

If any portion of this Ordinance shall be held to be invalid or unconstitutional, such invalidity or unconstitutionality shall not affect or impair the remaining portions unless it clearly appears that such other parts are wholly and necessarily dependent upon the part held to be invalid or unconstitutional.

SECTION IV.

This Ordinance is enacted as an amendment to the Code of the City of Gainesville, Georgia, and is to be codified as a part of Section 9-1-1-5.

SECTION V.

The effective date of this Ordinance shall be upon approval by the governing authority of the City of Gainesville, Georgia.

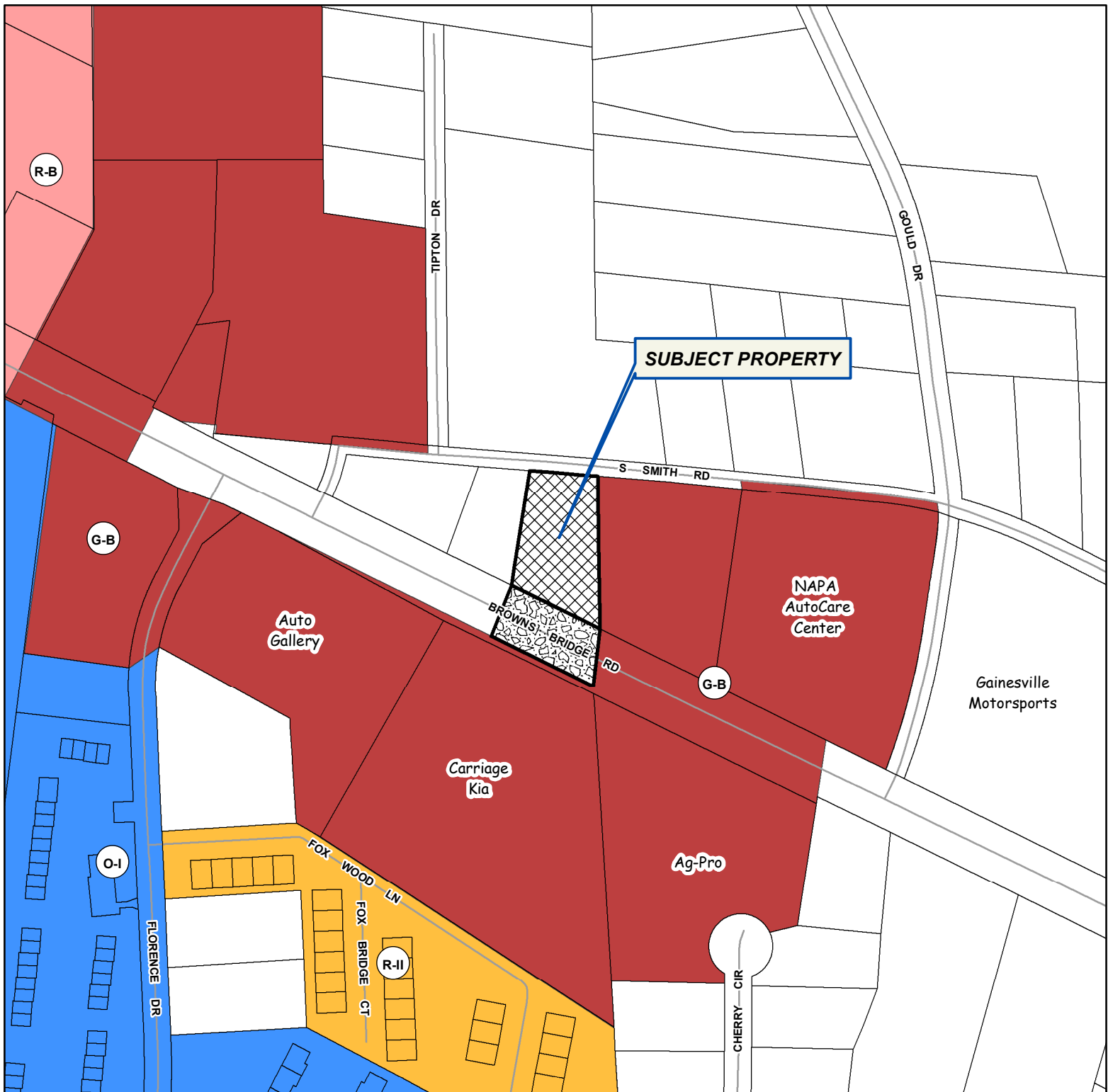
ORDINANCE NO. 2017-

C. Danny Dunagan, Jr., Mayor

This is to certify that I am City Clerk of the City of Gainesville. As such, I keep its official records, including its minutes. In that capacity, my signature below certifies this ordinance was adopted as stated and will be recorded in the official minutes.

ATTEST:

Denise O. Jordan, City Clerk



Applicant:

ANNEXATION REQUEST

PRO BUILDING SYSTEMS



Request:

Annex a 0.516+/- acre tract with General Business (G-B) zoning for a auto collision center

Subject Area Address:

2431 S Smith Road

Meeting: 11/14/2017

Prepared: 10/4/2017

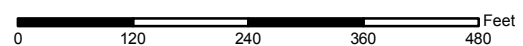
Gainesville Community Development Department



Subject Property



Right-of-Way to be Annexed



1" = 200'

Tax Parcel: 08-015-007-004



Applicant:

ANNEXATION REQUEST

PRO BUILDING SYSTEMS



Request:

Annex a 0.516+/- acre tract with General Business (G-B) zoning for a auto collision center

Subject Area Address:

2431 S Smith Road

Meeting: 11/14/2017

Prepared: 10/4/2017

Gainesville Community Development Department



Subject Property

Aerial from 2015

0 120 240 360 480 Feet



1" = 200'

Tax Parcel: 08-015-007-004

CITY OF GAINESVILLE
PROPOSED ANNEXATION OF .516 ACRES
(2431 Smith Road, Parcel # 08015 007004)

TO BE COMBINED WITH A 1.984 ACRE NAPA AUTO FITNESS SITE
&

THE 1.175 ACRE GYPSY PAWS SITE
NAPA Auto Fitness - 2800 Browns Bridge – Parcel # 08015 007001
Gypsy Paws - 2810 Browns Bridge – Parcel # 08015 007003

APPLICANT
PRO BUILDING SYSTEMS
STEVEN ELLIS
stellis@problg.com

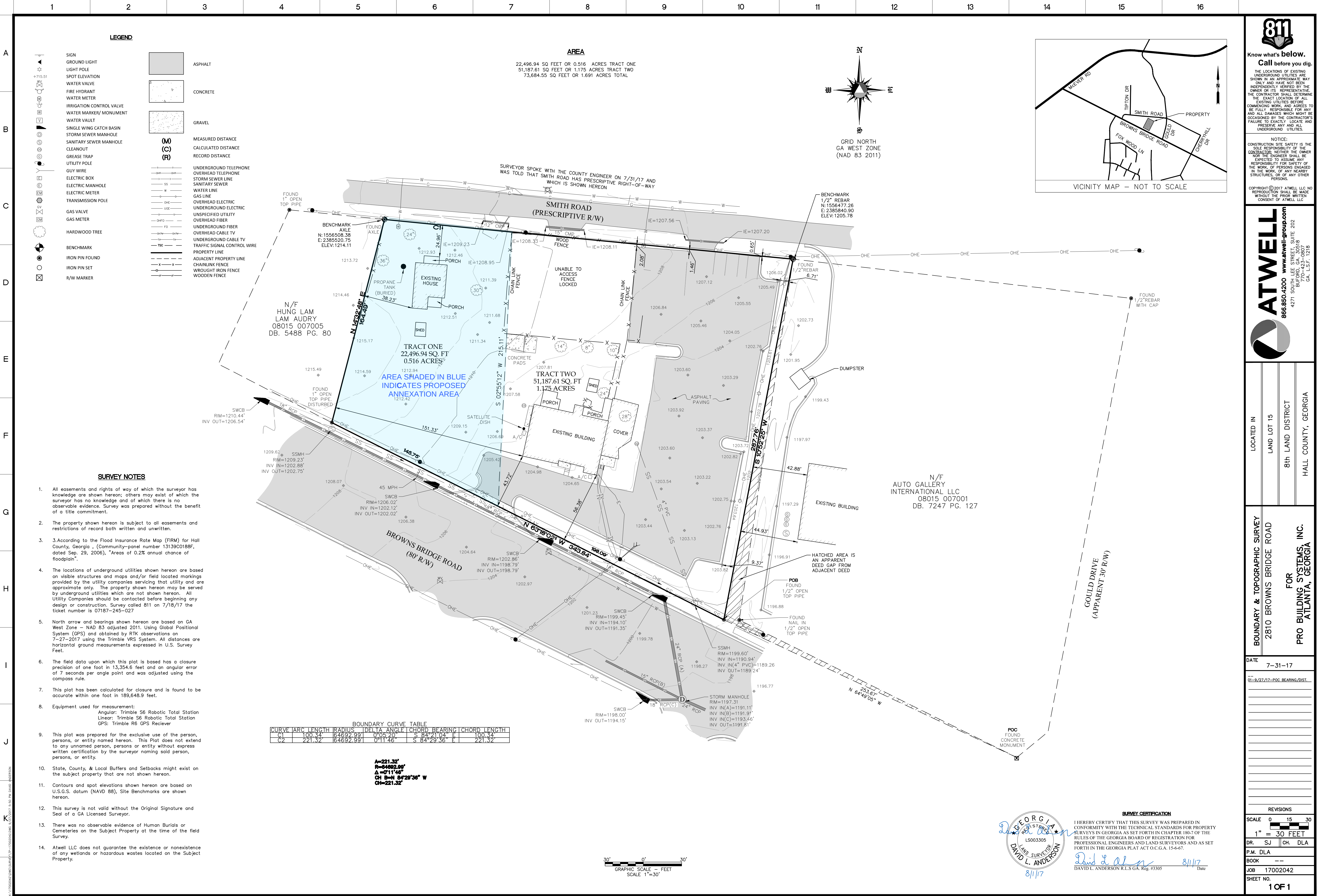
The applicant respectfully request that the City of Gainesville annex 2431 Smith Road to allow this parcel to be combined with 2800 and 2810 Browns Bridge Road. The combined parcels will be redeveloped as shown on the attached site plan. The existing NAPA Auto Fitness building will remain while the existing structures (vacant home and Gypsy Paws) on the two adjoining parcels will be demolished. The existing curb cuts on Browns Bridge Road, Gould Drive and the eastern most curb cut on Smith Road will remain. All other curb cuts will be closed.

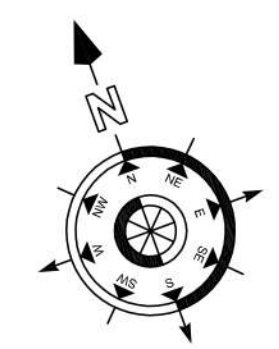
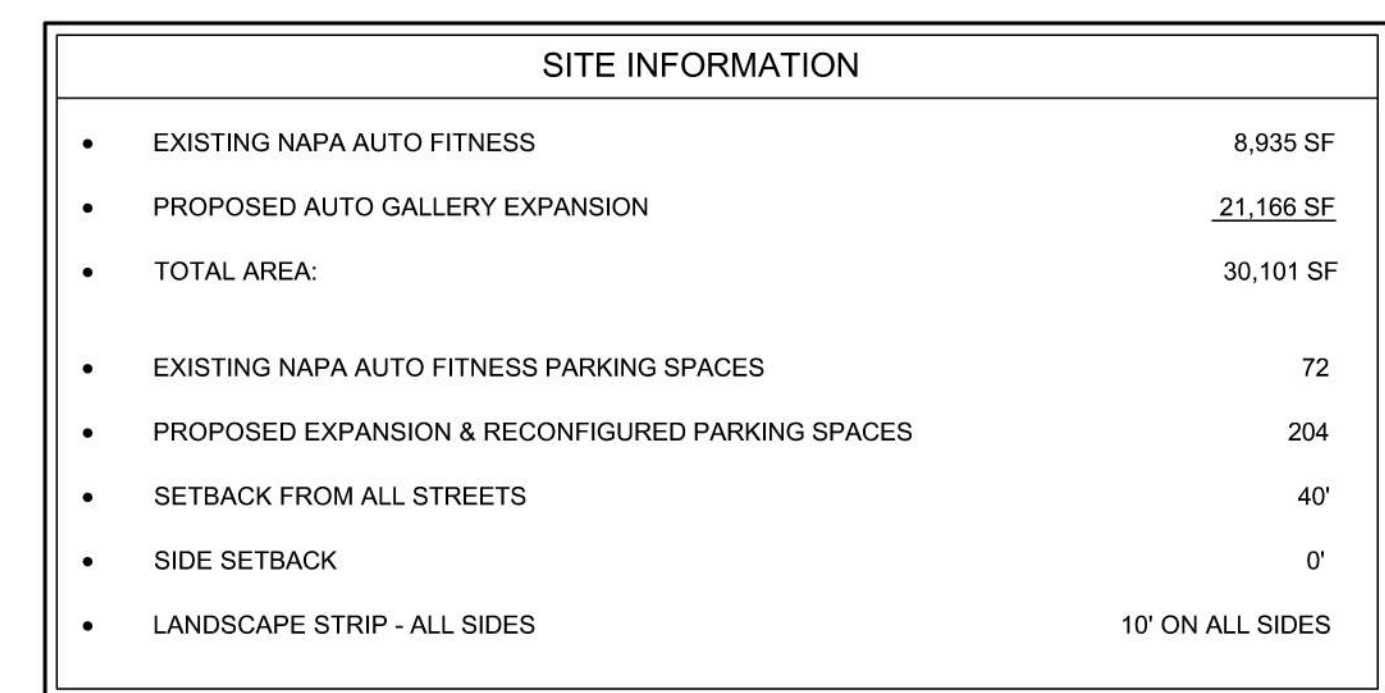
The proposed building will match the materials of the existing structure. In addition, the new building is wider, allowing for internal vehicle circulation. As a result, even though it is a larger building than the current facility, fewer doors are required. There will be one garage door on the front, side and rear of the new building. Water quality and detention requirements will be provided in a reconstructed existing pond on the side of NAPA Auto Fitness and in underground storage.

The redevelopment will include:

- | | |
|--------------------------------------|--------------------|
| • Existing NAPA Auto Fitness | 8,935 s.f. |
| • Expansion | <u>21,166 s.f.</u> |
| | 30,101 s.f. |
| • Existing Auto Gallery Parking | 72 Spaces |
| • Expansion and reconfigured Parking | 204 Spaces |
| • Setback from all streets | 40' |
| • Side set back | 0' |
| • Landscape strip | 10' on all sides |

If you have any questions or need any additional information please contact Steven Ellis at 770-318-3225 or stellis@problg.com. Thank you for considering this request.





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THIS DRAWING AND ASSOCIATED ELECTRONIC FILES ARE PROVIDED AS AN INSTRUMENT OF SERVICE FOR THE PROJECT LISTED HEREIN. THE DESIGNS REPRESENTED IN THESE DOCUMENTS REMAIN THE PROPERTY OF PRO BUILDING SYSTEMS, INC. ANY USE OF THESE DOCUMENTS FOR PURPOSES OTHER THAN THOSE ASSOCIATED WITH THE PROJECT LISTED HEREIN, WITHOUT THE EXPRESS WRITTEN PERMISSION OF PRO BUILDING SYSTEMS, INC. IS PROHIBITED.

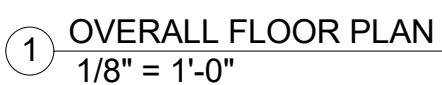


AUTO GALLERY
EXPANSION & ANNEXATION
2431 SMITH RD. & 2800 AND 2810 BROWNS BRIDGE RD.
GAINESVILLE, GEORGIA 30504

Scale: $1/8" = 1'-0"$

ID: _____

A101



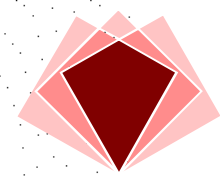


EXTERIOR FINISH MATERIAL LEGEND			
MARK	MATERIAL	SPECIFICATIONS	ADDITIONAL INFORMATION (LOCATION)
STUCCO & EIFS			
STC1	HARD COAT STUCCO	COLOR: MATCH EXISTING ADJACENT BUILDING	
MASONRY			
BR1	BRICK VENEER	COLOR: MATCH EXISTING ADJACENT BUILDING	
METALS			
MP1	METAL WALL PANELS	PRE-FINISHED METAL WALL PANELS BY P.E.M.B. MANUFACTURER PRE-FINISHED TO MATCH STC1	
MC1	METAL COPING	PRE-FINISHED TO MATCH STC1	
CURTAINWALL & STOREFRONT			
SF1	STOREFRONT SYSTEM	CLEAR ANODIZED ALUMINUM FINISH W/ 1" INSULATED GLASS	

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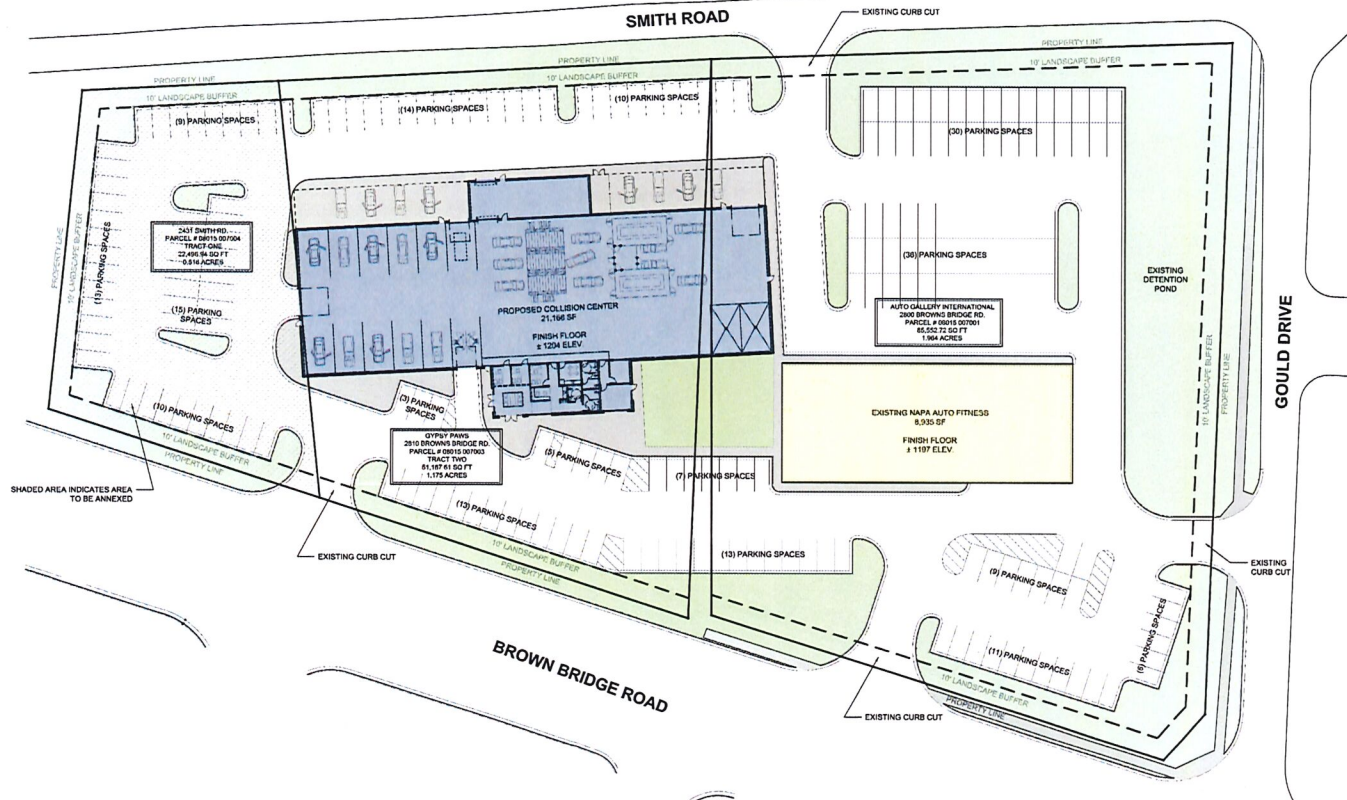
3678 North Peachtree Road
Atlanta, Georgia 30341
(770) 455-1791 / Fax 455-4123
www.probltdgsystems.com

AUTO GALLERY
EXPANSION & ANNEXATION
RD. & 2800 AND 2810 BROWNS BRIDGE RD.
GAINESVILLE, GEORGIA 30504

Date: 09.28.201
Scale: As indicated
By: JHO ST
ID:

EXTERIOR ELEVATIONS

A201



1 ANNEXATION SITE PLAN
SCALE: 1/8" = 1'-0"

SITE LEGEND	
	PROPERTY LINE
	LANDSCAPE BUFFER LINE

SITE INFORMATION	
• EXISTING NAPA AUTO FITNESS	8,935 SF
• PROPOSED AUTO GALLERY EXPANSION	21,166 SF
• TOTAL AREA:	30,101 SF
• EXISTING NAPA AUTO FITNESS PARKING SPACES	72
• PROPOSED EXPANSION & RECONFIGURED PARKING SPACES	204
• SETBACK FROM ALL STREETS	40'
• SIDE SETBACK	0'
• LANDSCAPE STRIP - ALL SIDES	10' ON ALL SIDES



SEAL
REVISION DATE

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3878 North Peachtree Road
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AUTO GALLERY
EXPANSION & ANNEXATION
2431 SMITH RD. & 2800 AND 2810 BROWNS BRIDGE RD.
GAINESVILLE, GEORGIA 30504

DATE: 09.28.2017
SCALE: 1/8" = 1'-0"
BY: JRC/SJT
IT:

ANNEXATION
SITE
PLAN
DRAWING TITLE

A100



CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/17/2017

Presenter: Matt Tate

Item of Business: **Public Hearing Item for the December 5, 2017 Council Meeting**
Request from **Chris Patton** to annex a 0.98± acre tract located on the northwest side of the intersection of Old Flowery Branch Road and Memorial Park Drive (a/k/a **2510 Old Flowery Branch Road; 2026 Memorial Park Drive**) and to establish zoning as Residential-II (R-II). **Ward Number: Four.** Tax Parcel Number(s): 08-014-005-005 and 006. **Request: 9 apartment units.**

Meeting Date: 11/30/2017

Purpose of Request:

The applicant is proposing to annex the subject property with a zoning of Residential-II (R-II) for the purpose of constructing 9 apartment units. The property is zoned Residential-I (R-I) within unincorporated Hall County and is adjacent to the city limits to its south and east. A duplex residential structure is located on the property that will be demolished in order to construct the proposed apartments. According to the applicant, the proposed units will contain two-bedroom and one bath. Access is proposed from Memorial Park Road and water and sewer services will be utilized. The surrounding uses include single-family homes, church, auto repair facility and the Memorial Park funeral home.

History/Background:

Facts & Issues for Consideration:

Department Recommendation:

Planning staff recommended approval with seven conditions.

PAB recommended approval with seven conditions.

See the PAB Recommendation Report for details and excerpts from the PAB meeting minutes.

SAMPLE MOTIONS

Approve Annexation

I move to approve first reading of an ordinance to annex the subject property.

Approve Zoning

I move to approve first reading of an ordinance to establish zoning as Residential-II, with conditions as presented.

Deny

I move to deny the annexation request.

Department Director:

Rusty Ligon

If funding is involved, are funds approved within the current budget?

N/A

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description		Type
	Legal Ad	Legal Ad
	PAB Recommendation Report	Report
	Proposed Annexation Ordinance	Ordinance
	Proposed Zoning Ordinance	Ordinance
	Location Maps	Backup Material
	Narrative	Backup Material
	Survey	Backup Material
	Revised Site Plan	Backup Material
	Elevations	Backup Material

COMBINED LEGAL AD
Gainesville Planning and Appeals Board
Gainesville City Council

Publish Sunday, October 29, 2017
THE TIMES

NOTICE OF PLANNING AND APPEALS BOARD PUBLIC HEARING

Notice is hereby given that the **Gainesville Planning and Appeals Board** will conduct a public hearing on **Tuesday, November 14, 2017 at 5:30 p.m.** in the **Gainesville Justice Center** (Municipal Courtroom at the Public Safety Complex), 701 Queen City Parkway in midtown Gainesville on the following requests:

- 1) Request from **Pro Building Systems** to annex a 0.516± acre tract located on the north side of Browns Bridge Road, east of Tipton Drive and having road frontage on S Smith Road and Browns Bridge Road (a/k/a **2431 S Smith Road**) and to establish zoning as General Business (G-B).
Ward Number: Four
Tax Parcel Number(s): 08-015-007-004
Request: Auto collision center
- 2) Request from **Chris Patton** to annex a 0.98± acre tract located on the northwest side of the intersection of Old Flowery Branch Road and Memorial Park Drive (a/k/a **2510 Old Flowery Branch Road; 2026 Memorial Park Drive**) and to establish zoning as Residential-II (R-II).
Ward Number: Four
Tax Parcel Number(s): 08-014-005-005 and 006
Request: 9 apartment units

**NOTICE OF PUBLIC HEARING ON PROPOSED
AMENDMENTS TO THE GAINESVILLE ZONING MAP**

Notice is hereby given that the **Gainesville City Council** will conduct a public hearing on **Tuesday, December 5, 2017 at 5:30 p.m.** in the **Gainesville Justice Center** (Municipal Courtroom at the Public Safety Complex), 701 Queen City Parkway in midtown Gainesville on the following requests:

- 1) Request from **Pro Building Systems** to annex a 0.516± acre tract located on the north side of Browns Bridge Road, east of Tipton Drive and having road frontage on S Smith Road and Browns Bridge Road (a/k/a **2431 S Smith Road**) and to establish zoning as General Business (G-B).
Ward Number: Four
Tax Parcel Number(s): 08-015-007-004
Request: Auto collision center
- 2) Request from **Chris Patton** to annex a 0.98± acre tract located on the northwest side of the intersection of Old Flowery Branch Road and Memorial Park Drive (a/k/a **2510 Old Flowery Branch Road; 2026 Memorial Park Drive**) and to establish zoning as Residential-II (R-II).
Ward Number: Four
Tax Parcel Number(s): 08-014-005-005 and 006
Request: 9 apartment units

Additional information is available from the Community Development Department, Planning Division, by calling 770-531-6570.

NOTE: In accordance with Georgia law, anyone who wishes to express opposition to the proposed zoning action, and has made, within two years immediately preceding the filing of the proposed zoning action, campaign contributions aggregating \$250 or more to a local government official who will consider the application, shall file a disclosure of contribution(s) with the Planning Division at least five (5) days prior to the first reading of the proposed zoning action by the City Council. (OCGA § 36-67A-3 3 {c})

Applicant	Chris Patton
Property Owner	Jack Frost
Location	2510 Old Flowery Branch Road; 2026 Memorial Park Drive
Request	Annex with R-II zoning
Size	0.98± acre
Ward	Four
Proposed Use	9 apartment units
Planning Division Staff Recommendation	Approval, with conditions
Planning and Appeals Board Recommendation	Approval, with conditions
Date	November 14, 2017

The applicant is proposing to annex the subject property with a zoning of Residential-II (R-II) for the purpose of constructing 9 apartment units at a gross density of 9.18 dwelling units per acre. The property consists of two parcels which are zoned Residential-I (R-I) within unincorporated Hall County. The city limits are adjacent to the property to its south and east. There is a vacant residential duplex located on the property that will be demolished in order to construct the proposed apartments. According to the applicant, the proposed units will contain two bedrooms and one bath and will be constructed with brick, stone, stucco or masonry finish on all sides which are visible from the street. Access is proposed from Memorial Park Drive and approximately 21 parking spaces will be located in front of the units and storm water detention is proposed along Old Flowery Branch Road. Solid waste services will be provided by a private dumpster pad. Water and sewer services will be provided by the City of Gainesville, but will require the developer to extend sanitary sewer approximately 1,000 feet from the south on Memorial Park Drive.

Location	Use	Zoning
North	Single-family homes; Residential duplex	Residential-I (R-I) -County
South	Memorial Park Funeral Home; Vacant Land	General Business (G-B) -City
East	West End Presbyterian Church; Auto repair shop	General Business (G-B) –City; Light Industrial (I-I) -County
West	Single-family homes	Residential-I (R-I) -County

Page 191 of 214

Gainesville School System: This annexation will be surrounded by properties located in Hall County and commercial properties, some of which are in the city limits. The closest residential properties in the area are Catalina Subdivision located in the Gainesville Exploration Academy attendance zone and Willow Ridge Subdivision located in the Mundy Mill attendance zone. The annexation request appears to be an island annexation, which is a concern for Gainesville City School System and future transportation requirements.

▪ **Zoning History**

The following zoning actions have taken place in the immediate area during the last ten years:

2017 – A request was withdrawn by Carriage North, LLC for a special use for a helipad within General Business (G-B) zoning on a 0.71[±] acre tract located at 2425 Corporate Drive.

2015 – A request by the Roman Catholic Archdiocese of Atlanta to amend a 14.233[±] acres tract located at 2436 S Smith Road zoned Planned Unit Development (P-U-D) was conditionally approved for a church.

2015 – A request by the Roman Catholic Archdiocese of Atlanta to amend and rezone a 4.899[±] acres tract located at 0 S Smith Road from Residential-I (R-I) to Planned Unit Development (P-U-D) was conditionally approved for a church.

2013 – A request by Foote & Miller Properties, LLC to annex a 2.72[±] acres tract located at 2420 Browns Bridge Road was approved with General Business (G-B) zoning for sewer for an existing auto dealership.

2012 – A request by Rescate 2000, Inc. for a special use on a 8.19[±] acres tract located at 2920 Florence Drive was approved with conditional Office and Institutional (O-I) zoning for a daycare center.

2010 – A request by Jose Delagarza to annex a 0.33[±] acre tract located at 3 Cherry Circle was approved with conditional Residential-I (R-I) zoning for sewer for an existing single-family residence.

2009 – A request by Car Store of Gainesville to annex a 0.45[±] acre tract located at 2650 Browns Bridge Road was approved with conditional General Business (G-B) zoning for an auto sales facility.

2009 – A request by Gainesville Church of God to annex a 3.0[±] acres tract located at 2920 Browns Bridge Road was approved with Residential-I (R-I) zoning for an existing church.

2008 – A request by Girls and Boys Club of Hall County, Inc. to annex 1.56[±] acres located at 2150 Memorial Park Drive for a Boys and Girls Club facility was approved with Light Industrial (L-I) zoning.

2008 – A request by Wayne Clark and Associates to annex and rezone a 2.48[±] acres tract located at 2484 S Smith Road from Agricultural Residential-III (AR-III) to General Business (G-B) for a retail center was approved with conditions.

2008 – A request by Trinity Presbyterian Church to rezone a 2.185[±] acres tract located at 2023 Memorial Park Drive from Residential-I (R-I) to General Business (G-B) was approved with conditions for an existing church and a new larger monument sign.

2008 – A request by Pinebrook Development, LLC to annex 1.075± acres located at 2168 and 2170 Memorial Park Drive for a retail strip center was approved with General Business (G-B) zoning.

2007 – A request by Kwang Jung to annex a 2.12± acres tract located at 2800 Browns Bridge Road was approved with conditions with General Business (G-B) zoning for an auto repair / office.

▪ **Staff Analysis**

(1) Is the proposed use suitable in view of the zoning and development of adjacent and nearby property?

The subject property is surrounded by a mixture of uses which include single-family homes, duplex residential home, church, auto repair and a funeral home. These properties are zoned Residential-I (R-I), General Business (G-B) and Light Industrial (I-I). The subject property does not appear conducive for single-family uses given that it is located adjacent to a heavily traveled intersection and near a commercial corridor. It appears the property could feasibly be developed for office or light commercial purposes. However, the proposed multi-family use would better serve as a transitional use between the adjacent commercial and single-family property.

(2) Will the proposed use adversely affect the existing use or usability of adjacent or nearby property?

The proposed multi-family apartments should have minimal impacts on the adjacent and nearby property given the assortment of uses that surround the property and the small scale of the proposal. The surrounding properties should continue to operate without being impacted negatively.

(3) Is the proposed use compatible with the purpose and intent of the Comprehensive Plan?

The subject property is located within the *Retail/Commercial* land use category which includes commercial service activities such as grocery stores, banks, restaurants, theatres, hotels, and automotive related businesses. Commercial uses may be located as a single use in one building or grouped together in a shopping center.

The subject property is also located within the *Browns Bridge Corridor* Character Area. The vision for this area encourages long term activity center nodes at the Memorial Park Drive and Pearl Nix Parkway intersections. Future public space improvements could include better pedestrian facilities and connections. Targeted redevelopment of outdated strip commercial is encouraged. Land uses allowed in the Browns Bridge Corridor are medium-density residential, multi-family residential, mixed-use, commercial, light industrial, and parks / recreation / conservation.

It appears the comprehensive plan supports the proposed use.

(4) Are there substantial reasons why the property cannot or should not be used as currently zoned?

The subject property is zoned Residential-I (R-I) within unincorporated Hall County which would allow for two, single-family homes. The applicant desires to develop 9 apartment units and is required to annex the property to utilize city sewer services. The subject property and the adjacent intersection are generally unappealing given the current development. The proposed use could help enhance the intersection by providing improved development standards such as upgraded building materials, storm water detention, landscaping and access/parking.

(5) Will the proposed use cause an excessive or burdensome use of public facilities or services, including but not limited to streets, schools, water or sewer utilities, and police or fire protection?

The proposed use will utilize City water and sewer services which are able to serve the proposed use. A sanitary sewer extension of approximately 1,000± feet will be required at the developer's expense. Gainesville Fire Station #4 is located off of Memorial Park Drive and is approximately 0.86± miles from the subject property. Gainesville Fire and Police currently serve the adjacent property. The proposed project is for residential purposes which will have some impacts to the school system in regards to the logistics of providing bus transportation for school aged kids. According to the Institute of Transportation Engineers (ITE) Trip Generation Handbook (9th Edition), 9 apartment units will generate an estimated 60 trips per weekday, 5 A.M. new peak hour trips and 6 P.M. new peak hour trips.

(6) Is the proposed use supported by new or changing conditions not anticipated by the Comprehensive Plan or reflected in the existing zoning on the property or surrounding properties?

The proposed apartments would be the first multi-family apartment development located on Memorial Park Drive and Old Flowery Branch Road which has experienced a mixture of residential, commercial and industrial growth within the last 20 years. This growth has occurred primarily due to the availability of water and sewer utilities, and the fact that Memorial Park Drive serves as a connector road between Browns Bridge Road and Atlanta Highway. This mixture of growth and potential infill development is expected to continue due to the availability of underutilized property.

(7) Does the proposed use reflect a reasonable balance between the promotion of the public health, safety, morality, or general welfare and the right to unrestricted use of property?

The proposed annexation request appears reasonable due to its proximity to the city limits and nearby mixture of uses. The proposed apartments, with the conditions recommended by staff, appear to promote a reasonable balance between the interests of the City and the neighboring property owners.

▪ **Staff Recommendation**

The Planning Division staff is recommending **conditional approval** of this annexation request with **R-II zoning**, based on the Comprehensive Plan and the adjacent uses.

Conditions

- 1. The subject property shall be limited to a maximum of nine (9) apartment units.**
- 2. The proposal shall meet or exceed the development standards as depicted within the narrative, concept plan and architectural rendering submitted with the application, subject to Community Development Department Director approval. In addition, all exterior walls of the apartment building shall be painted with earth tone colors and shall have a minimum three foot (3') high watermark of brick or stone material. No vinyl siding shall be permitted excluding soffit areas.**
- 3. All outdoor equipment and items such as dumpster pads, trash receptacles, grills, recreational equipment and such shall be screened from view from Memorial Park Drive and Old Flowery Branch Road.**

4. The subject property shall be limited to one monument sign fronting Memorial Park Drive not to exceed a height of six (6) feet and thirty-two (32) square feet in size with indirect ground lighting.
5. All proposed storm water detention areas shall be placed underground or may be approved above ground if designed as an amenity feature with shallow slopes, no fencing and surrounded by landscaping upon approval by the Community Development Department Director and Department of Water Resources Director.
6. In addition to the access proposed on Memorial Park Drive, a full access driveway on Old Flowery Branch Road shall be required to provide for left hand turns into and out of the development. Access point design and sidewalk location and design along Memorial Park Drive and Old Flowery Branch Road must be reviewed and approved by the Gainesville Public Works Department Director. All road and sidewalk improvements associated with access to the subject property shall be at the full expense of the developer.
7. An updated as-built boundary survey/plat shall be recorded prior to obtaining a Certificate of Occupancy for the proposed use.

Excerpts from the November 14, 2017 PAB Meeting Minutes

Applicant Presentation: Chris Patton, Patton Land Surveying, 419 Bradford Street, stated he represented the property owner Jack Frost who was also in attendance. He stated they are in agreement with the conditions of zoning and in response to those conditions, he provided a revised site plan showing an additional driveway on Old Flowery Branch Road which required the elimination of one of the units for a new total of eight apartment units. The revised site plan also included sidewalks and landscaping for the storm water retention area.

FAVOR: None

OPPOSE: None

Planning and Appeals Board Comments: None

There was a motion to recommend conditional approval of the request to annex the subject property with Residential-II (R-II) zoning, with the following conditions:

Conditions

1. The subject property shall be limited to a maximum of nine (9) apartment units.
2. The proposal shall meet or exceed the development standards as depicted within the narrative, concept plan and architectural rendering submitted with the application, subject to Community Development Department Director approval. In addition, all exterior walls of the apartment building shall be painted with earth tone colors and shall have a minimum three foot (3') high watermark of brick or stone material. No vinyl siding shall be permitted excluding soffit areas.
3. All outdoor equipment and items such as dumpster pads, trash receptacles, grills, recreational equipment and such shall be screened from view from Memorial Park Drive and Old Flowery Branch Road.
4. The subject property shall be limited to one monument sign fronting Memorial Park Drive not to exceed a height of six (6) feet and thirty-two (32) square feet in size with indirect ground lighting.

5. All proposed storm water detention areas shall be placed underground or may be approved above ground if designed as an amenity feature with shallow slopes, no fencing and surrounded by landscaping upon approval by the Community Development Department Director and Department of Water Resources Director.
6. In addition to the access proposed on Memorial Park Drive, a full access driveway on Old Flowery Branch Road shall be required to provide for left hand turns into and out of the development. Access point design and sidewalk location and design along Memorial Park Drive and Old Flowery Branch Road must be reviewed and approved by the Gainesville Public Works Department Director. All road and sidewalk improvements associated with access to the subject property shall be at the full expense of the developer.
7. An updated as-built boundary survey/plat shall be recorded prior to obtaining a Certificate of Occupancy for the proposed use.

Motion made by Board Member Thompson

Motion seconded by Board Member White

Vote – 5 favor, 2 absent (Fleming, Delgado)

First Reading: _____
Passed: _____

AN ORDINANCE

No. 2017-

AN ORDINANCE ANNEXING A 0.98± ACRE TRACT LOCATED ON THE NORTHWEST SIDE OF THE INTERSECTION OF OLD FLOWERY BRANCH ROAD AND MEMORIAL PARK DRIVE (A/K/A 2510 OLD FLOWERY BRANCH ROAD; 2026 MEMORIAL PARK DRIVE); ADJACENT TO BUT NOT NOW WITHIN THE CORPORATE LIMITS OF THE CITY OF GAINESVILLE, GEORGIA; REPEALING CONFLICTING ORDINANCES; TO PROVIDE FOR SEVERABILITY; TO PROVIDE FOR AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

(Amendment to City Limit Boundary)

WHEREAS, a 0.98± acre tract located on the northwest side of the intersection of Old Flowery Branch Road and Memorial Park Drive (a/k/a **2510 Old Flowery Branch Road; 2026 Memorial Park Drive**), lies within the unincorporated lands of Hall County and adjoins the existing corporate limits of the City of Gainesville; and

WHEREAS, the hereinafter described lands be incorporated and annexed into the City of Gainesville.

NOW, THEREFORE, BE IT HEREBY ORDAINED BY THE GOVERNING BODY OF THE CITY OF GAINESVILLE, GEORGIA, AS FOLLOWS:

SECTION I.

That from and after the passage of this Ordinance the following described lands are and shall be annexed into the existing corporate limits of the City of Gainesville, Georgia, so that said lands shall constitute a part of the land within the corporate limits of the City of Gainesville, Georgia, as fully and completely as if the limits had been so defined by the General Assembly of Georgia.

Legal Description

All that tract or parcel of land lying and being in Land Lot 14, 8th Land District of Hall County, Georgia as shown on a survey and plat prepared by Patton Land Surveying, LLC for Memorial Park Funeral Home dated September 15th, 2017 and being more particularly described as follows:

Commencing at the Centerline Intersection (C/L) of Old Flowery Branch Road and Memorial Park Drive having a state plane coordinate of north: 1554363.24 east: 2388593.69, THENCE North 84 degrees 20 minutes 39 seconds West for a distance of 38.03 feet to a point being the westerly right-of-way intersections of Old Flowery Branch Road (being 40 feet wide) and Memorial Park Drive (being 60 feet wide), said point being the TRUE POINT OF BEGINNING.

ORDINANCE NO. 2017-

Thence along the northerly right-of-way of Old Flowery Branch road as follows: South 51 degrees 01 minutes 11 seconds West for a distance of 70.37 feet to a point;
Thence South 54 degrees 28 minutes 01 seconds West for a distance of 49.77 feet to a point;
Thence along a curve to the left having a radius of 1204.12 feet and an arc length of 110.58 feet, being subtended by a chord of South 52 degrees 18 minutes 19 seconds West for a distance of 110.54 feet to a point;
Thence South 49 degrees 38 minutes 42 seconds West for a distance of 52.32 feet to a point;
Thence leaving said right-of-way North 36 degrees 13 minutes 53 seconds West for a distance of 72.01 feet to a point;
Thence North 36 degrees 13 minutes 53 seconds West for a distance of 75.00 feet to a point;
Thence North 51 degrees 16 minutes 15 seconds East for a distance of 293.40 feet to a point on the westerly right-of-way of Memorial Park Drive and continuing along said right-of-way as follows;
Thence South 32 degrees 16 minutes 54 seconds East for a distance of 75.40 feet to a point;
Thence South 32 degrees 16 minutes 54 seconds East for a distance of 75.40 feet to a point and said point being the POINT OF BEGINNING.

Said property contains 0.98 acres more or less.

The annexation is to include all that portion of right-of-way known as Memorial Park Drive located between the subject property and the existing city limits of Gainesville.

SECTION II.

The Secretary to the City Council of the City of Gainesville is directed to make and file with the Department of Community Affairs of the State of Georgia a certified copy of this Ordinance together with a plat describing lands annexed to the City of Gainesville by this Ordinance.

SECTION III.

All Ordinances and parts of Ordinances in conflict herewith are hereby repealed.

SECTION IV.

If any portion of this Ordinance shall be held to be invalid or unconstitutional, such invalidity or unconstitutionality shall not affect or impair the remaining portions unless it clearly appears that such other parts are wholly and necessarily dependent upon the part held to be invalid or unconstitutional.

SECTION V.

The effective date of this Ordinance shall be upon approval by the governing authority of the City of Gainesville, Georgia.

ORDINANCE NO. 2017-

C. Danny Dunagan, Jr., Mayor

This is to certify that I am City Clerk of the City of Gainesville. As such, I keep its official records, including its minutes. In that capacity, my signature below certifies this ordinance was adopted as stated and will be recorded in the official minutes.

ATTEST:

Denise O. Jordan, City Clerk

First Reading: _____
Passed: _____

AN ORDINANCE

No. 2017-

AN ORDINANCE AMENDING THE ZONING MAP OF THE CITY OF GAINESVILLE, GEORGIA BY ESTABLISHING THE ZONING ON A 0.98± ACRE TRACT LOCATED ON THE NORTHWEST SIDE OF THE INTERSECTION OF OLD FLOWERY BRANCH ROAD AND MEMORIAL PARK DRIVE (A/K/A 2510 OLD FLOWERY BRANCH ROAD; 2026 MEMORIAL PARK DRIVE) AT THE TIME OF ANNEXATION AS RESIDENTIAL-II, WITH CONDITIONS (R-II-c); REPEALING CONFLICTING ORDINANCES; TO PROVIDE FOR SEVERABILITY; TO PROVIDE FOR AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

(Amendment to Zoning Map)

BE IT HEREBY ORDAINED BY THE GOVERNING BODY OF THE CITY OF GAINESVILLE, GEORGIA, AS FOLLOWS:

SECTION I.

That from and after the passage of this Ordinance the following described lands shall be zoned and so designated on the Zoning Map of the City of Gainesville as **Residential-II, with conditions (R-II-c)**.

Conditions

- 1. The subject property shall be limited to a maximum of nine (9) apartment units.**
- 2. The proposal shall meet or exceed the development standards as depicted within the narrative, concept plan and architectural rendering submitted with the application, subject to Community Development Department Director approval. In addition, all exterior walls of the apartment building shall be painted with earth tone colors and shall have a minimum three foot (3') high watermark of brick or stone material. No vinyl siding shall be permitted excluding soffit areas.**
- 3. All outdoor equipment and items such as dumpster pads, trash receptacles, grills, recreational equipment and such shall be screened from view from Memorial Park Drive and Old Flowery Branch Road.**
- 4. The subject property shall be limited to one monument sign fronting Memorial Park Drive not to exceed a height of six (6) feet and thirty-two (32) square feet in size with indirect ground lighting.**
- 5. All proposed storm water detention areas shall be placed underground or may be approved above ground if designed as an amenity feature with shallow slopes, no fencing and surrounded by landscaping upon approval by the Community Development Department Director and Department of Water Resources Director.**

ORDINANCE NO. 2017-

- 6. In addition to the access proposed on Memorial Park Drive, a full access driveway on Old Flowery Branch Road shall be required to provide for left hand turns into and out of the development. Access point design and sidewalk location and design along Memorial Park Drive and Old Flowery Branch Road must be reviewed and approved by the Gainesville Public Works Department Director. All road and sidewalk improvements associated with access to the subject property shall be at the full expense of the developer.**
- 7. An updated as-built boundary survey/plat shall be recorded prior to obtaining a Certificate of Occupancy for the proposed use.**

Legal Description

All that tract or parcel of land lying and being in Land Lot 14, 8th Land District of Hall County, Georgia as shown on a survey and plat prepared by Patton Land Surveying, LLC for Memorial Park Funeral Home dated September 15th, 2017 and being more particularly described as follows:

Commencing at the Centerline Intersection (C/L) of Old Flowery Branch Road and Memorial Park Drive having a state plane coordinate of north: 1554363.24 east: 2388593.69, THENCE North 84 degrees 20 minutes 39 seconds West for a distance of 38.03 feet to a point being the westerly right-of-way intersections of Old Flowery Branch Road (being 40 feet wide) and Memorial Park Drive (being 60 feet wide), said point being the TRUE POINT OF BEGINNING.

Thence along the northerly right-of-way of Old Flowery Branch road as follows: South 51 degrees 01 minutes 11 seconds West for a distance of 70.37 feet to a point;
Thence South 54 degrees 28 minutes 01 seconds West for a distance of 49.77 feet to a point;
Thence along a curve to the left having a radius of 1204.12 feet and an arc length of 110.58 feet, being subtended by a chord of South 52 degrees 18 minutes 19 seconds West for a distance of 110.54 feet to a point;
Thence South 49 degrees 38 minutes 42 seconds West for a distance of 52.32 feet to a point;
Thence leaving said right-of-way North 36 degrees 13 minutes 53 seconds West for a distance of 72.01 feet to a point;
Thence North 36 degrees 13 minutes 53 seconds West for a distance of 75.00 feet to a point;
Thence North 51 degrees 16 minutes 15 seconds East for a distance of 293.40 feet to a point on the westerly right-of-way of Memorial Park Drive and continuing along said right-of-way as follows;
Thence South 32 degrees 16 minutes 54 seconds East for a distance of 75.40 feet to a point;
Thence South 32 degrees 16 minutes 54 seconds East for a distance of 75.40 feet to a point and said point being the POINT OF BEGINNING.

Said property contains 0.98 acres more or less.

The annexation is to include all that portion of right-of-way known as Memorial Park Drive located between the subject property and the existing city limits of Gainesville.

SECTION II.

All Ordinances and parts of Ordinances in conflict herewith are hereby repealed.

ORDINANCE NO. 2017-

SECTION III.

If any portion of this Ordinance shall be held to be invalid or unconstitutional, such invalidity or unconstitutionality shall not affect or impair the remaining portions unless it clearly appears that such other parts are wholly and necessarily dependent upon the part held to be invalid or unconstitutional.

SECTION IV.

This Ordinance is enacted as an amendment to the Code of the City of Gainesville, Georgia, and is to be codified as a part of Section 9-1-1-5.

SECTION V.

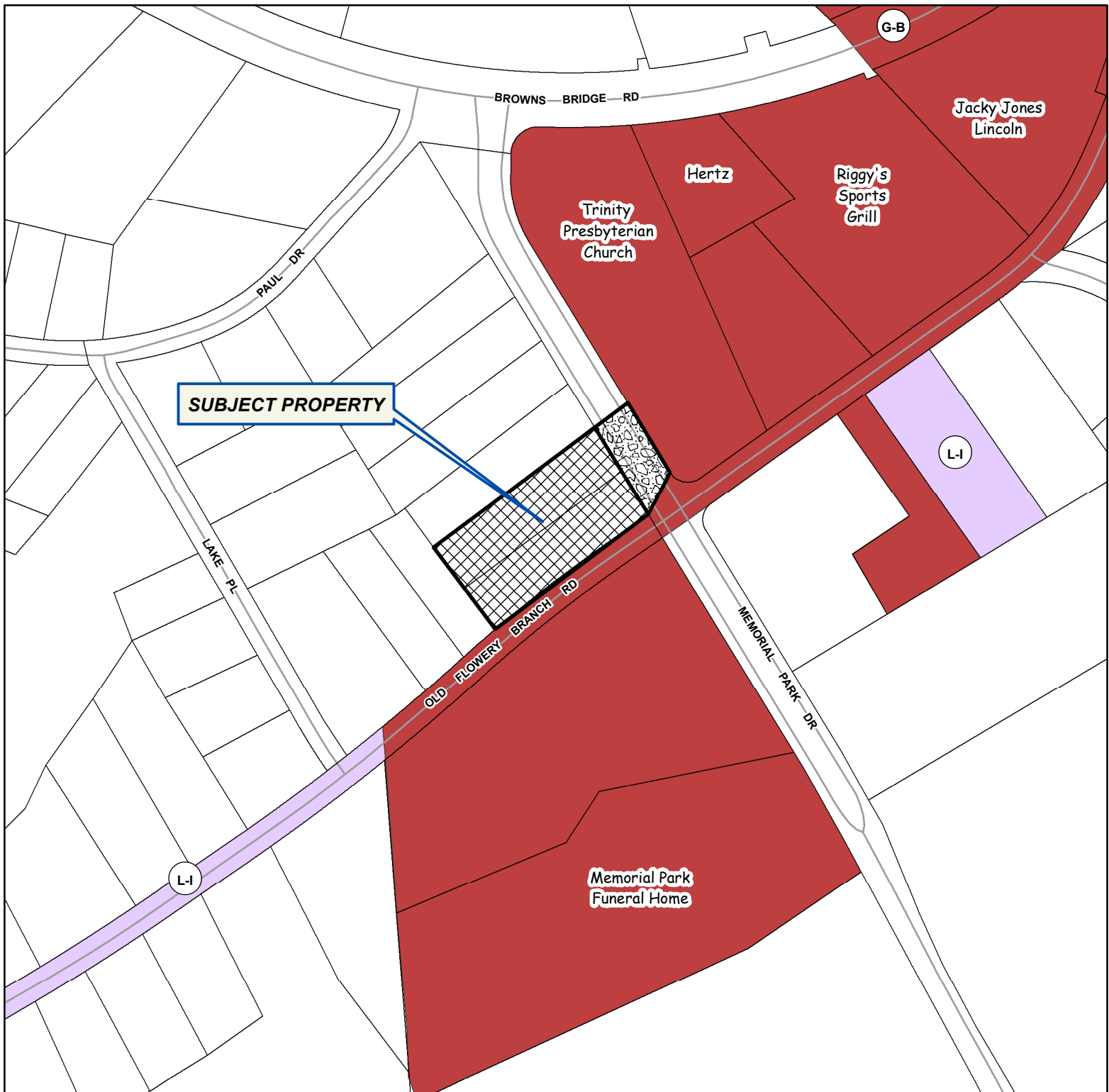
The effective date of this Ordinance shall be upon approval by the governing authority of the City of Gainesville, Georgia.

C. Danny Dunagan, Jr., Mayor

This is to certify that I am City Clerk of the City of Gainesville. As such, I keep its official records, including its minutes. In that capacity, my signature below certifies this ordinance was adopted as stated and will be recorded in the official minutes.

ATTEST:

Denise O. Jordan, City Clerk



Applicant:

ANNEXATION REQUEST

CHRIS PATTON



Request:

Annex a 0.98+/- acre tract with Residential-II (R-II) zoning for 9 apartment units

Subject Area Address:

2510 Old Flowery Branch Rd.; 2026 Memorial Park Dr.

Meeting: 11/14/2017

Prepared: 10/4/2017

Gainesville Community Development Department



Subject Property



Right-of-Way to be Annexed

0 120 240 360 480 Feet



1" = 200'

Tax Parcel: 08-014-005-005, 006



Applicant:

ANNEXATION REQUEST

CHRIS PATTON



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Subject Area Address:

2510 Old Flowery Branch Rd.; 2026 Memorial Park Dr.

Meeting: 11/14/2017

Prepared: 10/4/2017

Gainesville Community Development Department



Subject Property

Aerial from 2015

0 120 240 360 480 Feet



1" = 200'

Tax Parcel: 08-014-005-005, 006

ANNEXATION and REZONING APPLICATION NARRATIVE

PROPOSED RESIDENTIAL DEVELOPMENT

BY JACK FROST

Introduction

The applicant is requesting annexation into the city of Gainesville for a R-II zoned

commercial development at 2026 Memorial Park Drive and on adjoining property located at 2010 Old Flowery Branch Road.

The property is currently developed in Hall County with an R-I zoning.

The development will include annexing in the existing right-of-way along Memorial Park Drive and Old Flowery Branch Road.

The development covers a combined 0.98 acres. Proposed uses planned for the development are to build 9 apartments. The apartments will be two bedroom, one bath rentals.

Existing Site Description

The site is located on the corner of Old Flowery Branch Road and Memorial Park Road.

The remaining boundary of the property abuts lot 7 of the Paul Holland Subdivision.

Currently the site has a 1600 square foot, single level duplex. The remainder of the property is wooded.

Proposed Site Description

The proposed residential development will consists of 9 apartment units.

Size and price point of units \$750.00. Access will be from Memorial Park Drive. The buildings shall be brick, stone, stucco or masonry finish on all sides visible from the public street and will comply with the Architectural design requirements of the Gainesville Unified Land Development Code. Four employees of Memorial Park Funeral Home have expressed interest in becoming a tenant due to the close proximity to the funeral home. Being the funeral home owner, Mr. Frost intends to manage the development internally.

Buffers and Landscaping

The Gateway Corridor requirements will be met for the landscaping. A retention pond will be constructed on the Old Flowery Branch Road side of the development. The pond will be designed and landscaped according to the City of Gainesville regulations. Additionally, privacy foliage will be planted along the perimeter of the property.

Signage

No signage will be constructed for the development. A smaller sign noting the address will be placed at the entrance and will adhere to the standards of the Gainesville Unified Land Development Code.

Water, Sewer, Storm Water

The City of Gainesville currently serves the property with water service. Sanitary sewer is approximately 1,000 feet down Memorial Park Road. A gravity outfall line will be constructed by the developer to serve the property. All necessary storm water treatment as required by the city will be established when the development is constructed.

Trash Service

Trash pick-up will be provided by Republic Services.

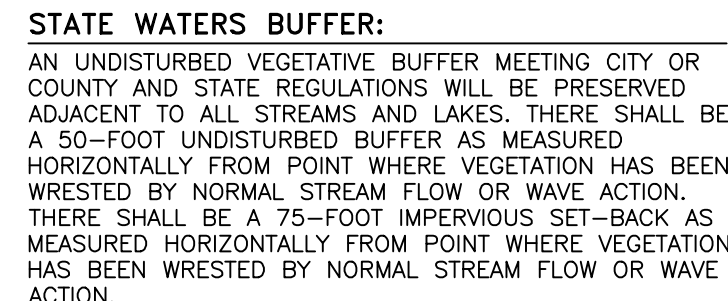
Comprehensive Land Use Plan

The Future Land Use Plan calls for this parcel to be Commercial development. This is exactly what is proposed for this development.

Conclusion

It is therefore concluded that this development is in keeping with the comprehensive plan, is well located for access to the major arterial road of Browns Bridge Road, and has been conceived and

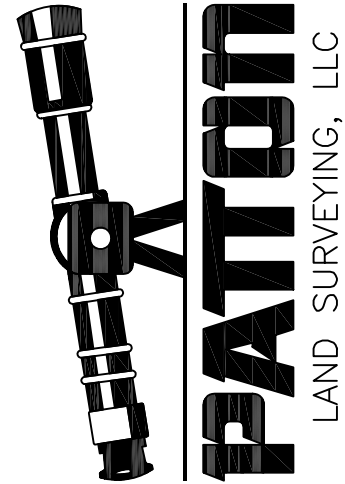
planned with compatibility to the neighborhood. The applicant respectfully requests that this development be approved as submitted.



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**REGISTERED PROFESSIONAL
LAND SURVEYORS**

P.O. BOX 256
GAINESVILLE, GA. 30503
PHONE: (770) 532-6492
FAX: (770) 532-1995
www.pattonsurveying.com



A circular professional seal for Chris M. Patton, a Registered Professional Surveyor in Georgia. The seal features the text "GEORGIA" at the top, "REGISTERED" below it, and "PROFESSIONAL" in the center. Below "PROFESSIONAL" is the number "No. 2647". At the bottom of the seal, it says "CHRIS M. PATTON". The words "AND SURVEYOR" are written along the bottom inner edge of the circle. A red signature, "Chris M. Patton", is written across the seal. Below the seal, the text "HALL COUNTY SURVEYOR" is printed.

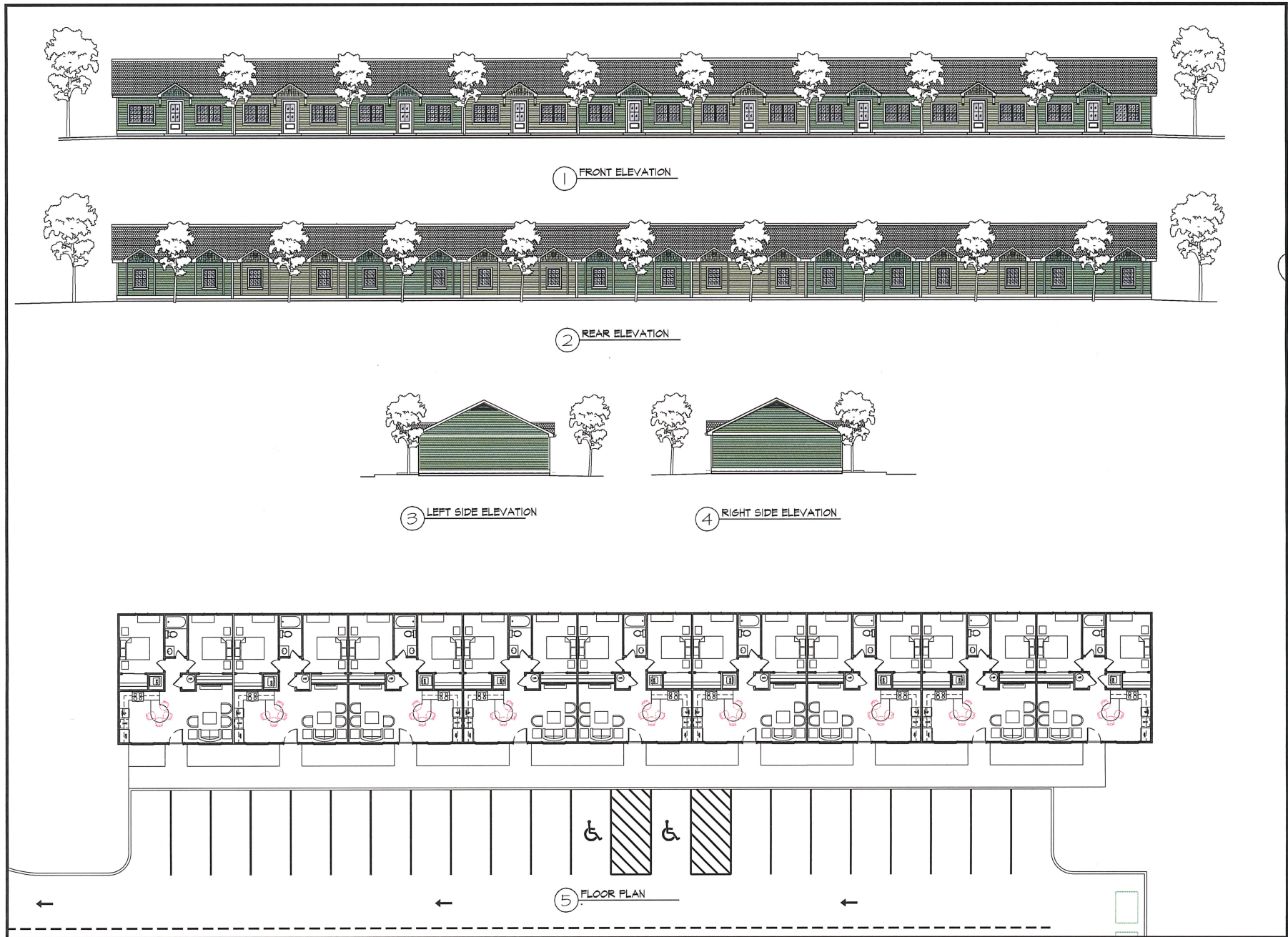
PROPOSED CONCEPTUAL SITE PLAN:
**MEMORIAL PARK
FUNERAL HOME**

- L O C A T E D I N -

LAND LOT 14
8TH LAND DISTRICT
HALL COUNTY, GEORGIA

[illegible]

SHEET NUMBER:	
1	of 1
SCALE: 1" = 20'	
SURVEY DATE: 09/13/2017	
PLAT DATE: 09/15/2017	
17-193.site plandwg	
JN. 17-193	



HLH
H. LLOYD HILL
ARCHITECTS
& ASSOCIATES, INC.
736 GREEN STREET
GAINESVILLE, GA 30601
(770) 534-9804

A.I.A.

STATE OF GEORGIA
JACK FROST
REGISTERED ARCHITECT
NO. 10000

(NEW HOUSING UNITS)
JACK FROST
GAINESVILLE, GA.
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NO.	DATE	DESCRIPTION
1		
2		
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4		
5		

PROJ. NO. 000007
FILE NAME: A201
DRAWN BY: [Name]
CHECKED BY: [Name]
DATE: [Date]

**ELEVATIONS
& PLAN**

SHEET NUMBER
A201

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/17/2017
Presenter: Danny Dunagan
Item of Business: Appointment(s): Gainesville Non-Profit Development Foundation
Meeting Date: 11/30/2017

Purpose of Request:

The purpose of this request is to address terms that recently expired.

History/Background:

The GNPDF follows guidelines set forth by the Charter, Code of Ordinances, Resolution BR-2014-16, Resolution BR-97-48 and the By-laws of the Gainesville Non-Profit Development Foundation. Members serve two-year terms.

Facts & Issues for Consideration:

Maria Calkins, Audrey Simmons and Joy Griffin are willing to serve another term.

Department Recommendation:

Accept the nominations submitted by the Mayor.

Department Director:

Danny Dunagan

If funding is involved, are funds approved within the current budget?

N/A

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description	Type
 GNPDF Members	Backup Material

GAINESVILLE NON-PROFIT DEVELOPMENT FOUNDATION

POST	LAST NAME	FIRST NAME	APPOINTED	REAPPOINTED	EXPIRE
Ward 1	Calkins	Maria	3/3/2015 UE	6/7/2016	10/7/2017
Ward 2	Young	Dick	12/10/2002	10/7/2014 12/6/2016	10/7/2018
Ward 3	Smith RESIGNED: 8/23/17	Montine	12/15/15 UE	12/6/2016	10/7/2018
Ward 4	Simmons	Audrey	4/6/1993	10/7/2014 6/7/2016	10/7/2017
Ward 5	Cochran	Broughton	5/18/2004	10/7/2014 12/6/2016	10/7/2018
6 (At-Large)	Cox	Carlyle	5/6/2003	10/7/2014 12/6/2016	10/7/2018
7 (At-Large)	Griffin	Joy	6/7/2016		10/7/2017
Ex-Officio	Brooks	Barbara	1/10/2017		1/9/2018

TERM: Two year terms

NOTE: The Foundation was reestablished with the adoption of Resolution BR-2014-16 on May 6, 2014. Initial terms were staggered.

CONTACT: Jessica Tullar, Program Manager

UPDATED: 8/30/17 ag

CITY OF GAINESVILLE

WORKSESSIONREQUEST

Date Submitted: 11/17/2017
Presenter: Danny Dunagan
Item of Business: Appointment(s): Historic Preservation Commission
Meeting Date: 11/30/2017

Purpose of Request:

The purpose of this request is to address a vacant position.

History/Background:

The HPC follows the guidelines set forth in the Charter, Code of Ordinances and the Unified Land Development Code.

Facts & Issues for Consideration:

Kevin Meyer's will not seek reappointment. Cathy Day is willing to fill this position. Also, Jim Walters and Bill Bush are willing to serve another term. Appointees serve three-year terms.

Department Recommendation:

Consider the nominations submitted by the Mayor.

Department Director:

Danny Dunagan

If funding is involved, are funds approved within the current budget?

No

Amount Requested:

Source of Funds:

Finance Comments:

Administrative Comments:

ATTACHMENTS:

Description	Type
 HPC Members	Backup Material

HISTORIC PRESERVATION COMMISSION

POST	LAST NAME	FIRST NAME	APPOINTED	REAPPOINTED	EXPIRES
Ward 1	Bachman	Richard (Dick)	7/17/2007	9/7/2010 5/21/2013 7/19/2016	6/30/2019
Ward 2	Walters	J. A. (Jim)	8/19/2008	12/6/2011 8/5/2014	6/30/2017
Ward 3	Bush	Bill	6/21/16 UE		6/30/2017
Ward 4	Meyer lives outside City limits	Kevin	9/7/2010	5/21/2013	6/30/2016
Ward 5	Bailey	Jack	12/6/11 UE	6/5/2012 8/18/2015	6/30/2018
Ex-Officio	Wangemann	George	1/10/2017		1/9/2018

TERM: Initial terms were staggered beginning July 1, 2002
Three year terms which expire on June 30th.

CONTACT: Rusty Ligon, Community Development Dept.

UPDATED: 1/12/17 ag