

Franklin-Hart Airport Authority

Minutes of the Special Meeting

November 18, 2019 at 6:00 P.M.

Board Members Present: Eddie Addison (Chairman), Mike Ward (Vice Chairmen), Bill Flowers (Secretary/Treasurer), George Bennett, Kevin McCraney, Mark Brown, Bud Brown

•6:00 p.m. Call to Order

Eddie Addison called meeting to order at 6:00 p.m.

• Establishment of Quorum

Eddie Addison reported that a quorum was present and the business of the Franklin-Hart Airport Authority could begin.

•Prayer

Mike Ward voiced a prayer.

• Pledge of Allegiance

Mike Ward initiated the pledge to the United States of America.

Eddie Addison, Chairman of the Franklin-Hart Airport Authority initiated and completed the introductions to all non-Franklin-Hart Airport Authority Members

Guests: Members of the Community; Barry Cronic, Shan Chitwood, Shawn Kilpatrick, Johnny Cox, John Collier, Dick McSpadden, John Phillips (Franklin County Engineer), Jerry Stratton, Charlie Stratton

Guests: Croy Engineering; Greg Teague, Katie Eleam

Guests: Georgia Department of Transportation; Frank Meyer (Aviation Project Manager GDOT), Collette Edmondson (Department of Transportation)

Guests: Member of the Hart County Board of Commissioners; Ricky Carter, Marshall Sayer, Terrell Partain (Hart County Manager), Joey Dorsey (Chairman)

Guest: Franklin County Clerk and Airport Clerk: Elaine Evans

Media: Shane Scoggins, Franklin County Citizen Leader Editor

•Approve Agenda

Eddie Addison asked for a motion to “approve the published agenda.” Kevin McCraney moved to “approve the published agenda.” Mark Brown seconded. Eddie Addison

asked for a vote. Motion Passed Unanimous.

• **Secretary Report**

• **Approve the following with corrections**

Approval of the minutes of several previous meetings with corrections:

The Secretary, Bill Flowers, began by stating that the minutes of the June 11, 2019 meeting had been approved at the July 8, 2019 meeting. It was determined at a later date that an error existed within the approved June 11, 2019 minutes and that a correction was needed to clarify the adopted minutes. A written information narrative was passed to each member for review. It explained the procedure to approve previously adopted minutes. The corrected portion was distributed and read. A motion by George Bennett was then provided; Motion: Move to Amend the Minutes of the June 11, 2019 Franklin-Hart Airport Authority meeting as Previously Adopted. Specifically paragraph 6.(1) in which the content of said paragraph will contain the language as originally presented and provided below.

6. (1) Disposition of Funds from GDOT

Recently we have received funds for approximately \$181k from GDOT. Mike Ward commented on the need to pay Croy Engineering, Stratton and Sons, and the Storm Water invoices. All approved to be paid from grant funds. Storm Water \$1144, and remaining funds to Stratton and Sons. It was stated that Croy Engineering could be delayed. George Bennett moved to pay Storm Water expense and Stratton and Sons. Mark Brown seconded. Motion passed.

Motion seconded by Mike Ward. Eddie Addison asked for a vote on said motion. Motion Passed Unanimous.

• **July 8 Minutes**

The minutes for the July 8, 2019 meeting are in final draft with added corrections. The corrections made referenced the June 11, 2019 meeting. A copy of these minutes were passed to everyone for review. All members reviewed the minutes. Bill Flowers asked for any further corrections or additions. There were no additional corrections or additions. Kevin McCraney moved to accept the minutes as presented and corrected. George Bennett seconded the motion. Motion passed.

• **August 5 Minutes**

The August 5, 2019 minutes had several additions under the agenda item new business. Those additions were provided at the October 14, 2019 meeting. The additions were inserted at the appropriate location as provided. The August 5, 2019 minutes had been reviewed at the previous meeting and the additions were discussed. All members were provided copies with the stated additions. After review, no new corrections or additions were stated. Eddie Addison asked for a motion to accept the minutes as presented and corrected. Mark Brown moved to accept the minutes as presented and corrected. Mike Ward seconded the motion. Motion passed Unanimous.

- **October 14 Minutes**

Bill Flowers distributed copies of the October 14, 2019 minutes. He provided a short brief regarding the direction by Eddie Addison to provide a draft for review to each member as expeditiously as possible and attempt to get approval via email. With only two exceptions all members responded to the initial draft of the October 14, 2019 meeting minutes. The email responses received included an approval. Several corrections and additions were provided as well. A request to include additions to the initial draft were complied with. Bill Flowers inserted the changes and reissued the new draft for approval via email. With only two exceptions, members responded to the affirmative. Five members had responded to the affirmative; Eddie Addison, Mike Ward, Bud Brown, Kevin McCraney, Bill Flowers. A second attempt to get all members to respond had no success.

The final draft was distributed and reviewed by all members with a request by the secretary for any additional comments for corrections or additions. No comments were forthcoming. Eddie Addison stated the minutes should be formalized with a motion for approval and adoption of the minutes of the October 14 meeting as currently presented. Bud Brown moved to accept the minutes of October 14, 2019 Franklin-Hart Airport Authority meeting minutes as presented. Mark Brown seconded. Motion passed Unanimous.

Kevin McCraney asked the secretary, Bill Flowers, if the Franklin-Hart Airport Authority is current with the approval and adoption of minutes. The secretary, Bill Flowers, answered to the affirmative.

- **Treasurer Update**

- **Operating Account/Fuel Account**

Eddie Addison made available a spread sheet to each member with the financial metrics to date, October 31 2019. He briefed the members on the recent fuel purchase of 3000 gallons, and stated the individual costs that comprised some of the line item totals in the published metrics. Eddie Addison provided the following: fuel account to date \$27,898 balance and operating account to date \$15,647, balance with outstanding checks of \$15,359.

- **Audit**

Eddie Addison stated that Jay Greene (CPA), the previously selected auditor for the Franklin-Hart Airport Authority records, is now in possession of the necessary documents and materials and is currently conducting full audit of the Franklin-Hart Airport Authority records. Jay Green (CPA) will be certifying our accounting system. Eddie Addison stated that the ratification of the books had not been accomplished and that there were some discrepancies that needed answering, some of which will be answered tonight. Bill Flowers asked if Jay Green (CPA) had started the audit. Eddie Addison responded that he did not know but that he (Jay Green) was in possession.

- **Search for Accounting Firm**

Eddie Addison informed everyone that the Franklin County Commissioners has elected not to continue with "shared services" for the Franklin-Hart Airport Authority. This has been removed from Elaine Evans (Clerk). Hart County has traditionally provided \$3500 annually in cash and Franklin County has been

providing \$3500 annually in shared services. The “shared services” were removed at a recent Franklin County Board of Commissioners meeting. This will be effective on January 1, 2020. Eddie Addison said the need to investigate 3 or 4 different firms to assume the responsibility for the maintenance of the financial and custodial affairs will be necessary. This decision will be made at the next meeting.

- **Ongoing Business**

- **Phase I Review**

- **GDOT (Georgia Department of Transportation) Update - Frank Meyer**

Eddie Addison introduced Frank Meyer. Mr. Meyer stated the closing out of Phase I, the parallel taxiway project, which includes the grading and drainage is nearly complete. All government related funds, federal and state portions of the Grant, have been released relating to Phase I. There exists only a few more closeout documents to complete close out of Phase I and then begin Phase II. Eddie Addison confirmed with Mr. Meyer, confirming that the original Grant was \$1.4m with a stated local share of 5%, i.e., Franklin-Hart Airport Authority obligation of \$70k. Eddie Addison stated that the local share has now grown to approximately \$288k to \$290k. Eddie Addison remarked that this is fiscal irresponsibility.

- **Croy Engineering Review - Greg Teague and Katie Eleam**

Greg Teague, with Croy Engineering, began a brief with regard to the original grant, local share, and change orders. The initial agreement with GDOT was for \$1.4m to execute Phase I. A portion in the original contract, \$143,914, was the local share, as stated by Greg Teague. GDOT was contributing \$1.26m. To date, Stratton earned \$1.174m. Croy earned \$98,848. Total \$1.273m. GDOT, to date, has reimbursed on the contract to Franklin-Hart Airport Authority \$1.05m, this includes both Stratton and Croy contracts and the wetlands cost. To date, Stratton is owed \$319,224 (less \$62k received on November 18, 2019 resulting in \$257,244 vice \$319,224) and local share owed \$285,849 (\$128k portion of local share out of \$143k, originally, and plus \$157k from change orders). The local share owed included the addition of change orders. Mr. Teague states that the additional costs were due to the change orders, which resulted in unexpected overruns. Eddie Addison repeatedly asked Mr. Stratton about the repayment strategy revealed to him during the entire project. Mr. Stratton responded repeatedly that he was told that he would be paid at the end of the project. Eddie Addison responds that the payment strategy did not go through the Authority and that had been discussed many times with Mr. Stratton. After several minutes of discussion Eddie Addison states, “I guarantee you we have a gun to our head now and we are going to figure out how to get you paid.” Mr. Stratton repeated that he was told that he would be paid at the end. Eddie Addison states, “That’s not the kind of leadership we are looking for.”

Mr. Teague remarks that he will yield to Mr. Meyer and Ms. Edmondson for further discussion as there may be an opportunity for some reimbursement of the cost to change orders. Mr. McSpadden (guest) asked Mr. Teague, “How much was the change orders?” Mr. Teague responded, “\$157k.” Mr. McSpadden responds, “was that due too added on stuff and different from the original.” Mr. Teague responds, “yes, above and beyond of \$157k.”

Bill Flowers asked if Croy computes a factor for cost overruns. Mr. Teague states that Croy tries to stay within a cost goal through formulating a “unit price contract,” looking for deductive change orders and staying within the initial contract. He added that this contract unfortunately ended up with \$157k over. Bill Flowers confirmed with Mr. Teague that this was due to unexpected overruns. Ms. Edmondson added in our contracts (Croy) we do not plan for contingencies. A discussion ensued with guest regarding the approximately 10% additional cost above the original contract. Mr. Teague referred to the original approving authority, Army Corps of Engineers and the subsequent involvement of the EPD which brought a “wetlands” issue forward. A guest asked if the “wetlands” issue was part of the original plan. Mr. Teague commented that the original issuing authority (Army Corps of Engineers) and Croy Engineering did not provide an opinion in any context relating to “wetlands” issue in the beginning. The purchase of mitigation credits and corrective construction resulted in the cost overrun. An additional comment was that there existed no way to reverse or abate the continuation of the project. A guest commented that someone should have a measure of accountability for the overruns. Eddie Addison commented that contiguous property ownership contributed to the situation with the EPD.

- **New Business**
- **Phase II Review**
- **Local Share**

Collette Edmondson began with an introductory briefing regarding a possible solution to funding and debt obligations of Phase I. Ms. Edmondson stated that a supplemental agreement will be provided and the change orders in the existing contract will be included with a reimbursement of 90% (of the work Stratton has completed on the change orders of Phase I) for a return on the costs. Eddie Addison remarked local share will now be approximately \$145,000. This is better than \$288,000. Mr. Teague comments that the \$145k (local share) will place the Franklin-Hart Airport Authority within \$2,000 of the original contract commitment of \$143k (as stated earlier).

- **Phase II**

Ms. Edmondson began by reviewing the original plan for Phase II and Runway Rehab Project. She noted that the Franklin-Hart Airport Authority applied for a special grant through the FAA for runway rehabilitation of electrical and lighting and it was awarded. The Franklin-Hart Airport Authority was one of four Georgia airports to receive special funding for this type of improvement. She explains succinctly that the two projects would create a local share cost of \$76,619. She further explained that a decision to combine the projects can result in the taxiway paving, taxiway marking, taxiway lighting, and not runway rehab (\$417k) lighting. This would result in a local share of \$37,600. Ms. Edmondson further comments that even though the removal of runway lighting project now does preclude that it could be bid and completed at a future date. Ms. Edmondson states that an offer of special funding for this may never be offered again. She also indicated that the Franklin-Hart Airport Authority may lose future opportunities if these projects are not approved.

- **Vote on Phase II**

After further discussion Eddie Addison recommends and asked for a motion, understanding that cost will be \$145,000 (Phase I) plus \$37,6000 (Phase II), totaling approximately \$182,600. George Bennett stated a motion to move forward with Phase II Taxiway project, to include the taxiway paving, taxiway marking, taxiway lighting, and to exclude the runway lighting rehabilitation program. Mike Ward seconded. Motion passed Unanimously.

- **Ethics Complaint**

Eddie Addison initiated the fact that there was an ethics complaint and that he had already, “sent it around.” Eddie Addison addressed Bill Flowers and asked if he had comment. Bill Flowers stated, “No, I do not.” Eddie Addison stated that he had a copy of the ethics complaint written by Elaine Evans that he was going to read. In addition, Eddie Addison stated that he had contacted the Georgia Attorney General Office, Chris Carr, and confirmed with Jennifer Caligio, via phone, to understand whether things like this should be conducted in open session. Eddie Addison’s comment referencing the phone call and the response from the Office of the Attorney General, “since we are a voluntary airport, we have voluntary personnel that are not compensated and therefore this must be handled in open session.” Eddie Addison further stated, “the reading of the ethics complaint must be held in open session”. Eddie Addison read verbatim the entire complaint, as written by Elaine Evans, in open session. Regarding the complaint, Eddie Addison stated, “that we do not condone this activity”. Further, “We do not want the Franklin-Hart Airport Authority to be associated with this kind of stuff”.

- **Meeting**

Eddie Addison announced that he and Mike Ward had a meeting with Thomas Bridges and Bill Flowers and essentially that meeting was to, “I guess just to beat us up.” Further, we do not need the, “ankle biting.” Eddie Addison emphasized that, “Our plate is full”. Eddie Addison infers multiple times that the “battles” within the Franklin-Hart Airport Authority must stop; “this ship will sink if we do not pull together” and “we should get somebody who wants to be a team.” Eddie Addison asked for comments. Eddie Addison commented that Phase I needs to be brought to closure, it is an embarrassment to both Franklin and Hart Board of Commissioners. Kevin McCraney added, “the problems with the Franklin-Hart Airport Authority should be fixed and the rock throwing that seems to be going on.”

- **Secretary-Treasurer Discussion**

Eddie Addison provided a lengthy explanation regarding the appointment process for the two counties involving the Franklin and Hart County Commissioners versus the Franklin and Hart Industrial Business Authority (IBA). Eddie Addison provides a lengthy outline of the errors in the appointment process several years ago when an IBA appointment should have been an appointment by the Franklin County Board of Commissioners. Eddie Addison declares that tonight, we need to get a legal Secretary/Treasurer to be on the books. Eddie Addison opens the floor for a motion for a Secretary/Treasurer. Mark Brown states, “ I make a motion, I would like to nominate Kevin to do the Secretary and Treasurer. Mike Ward seconded. Eddie Addison states, “we have a motion for Kevin McCraney and a second, how about

any other motions? If not I'll take a vote, all in favor?" At this time Bill Flowers made the inquiry as to whether there can be discussion. Eddie Addison stated, "sure." Bill Flowers asked, "you are basing this information by what authority?" Eddie Addison answered stating "that he was using the By Laws." Subsequently stating, "I know you do not recognize the By Laws but the By Laws clearly state that" Bill Flowers asked, "who does not recognize the By Laws." Eddie Addison openly accused Bill Flowers of not recognizing the By Laws. Eddie Addison further added, "because you believe the By Laws are not worth the paper they were written on." That remark purportedly occurring on October 22. Bill Flowers openly denied the accusation.

Bill Flowers asked again, "By what authority are you utilizing to say that the efforts that were conducted by the Franklin County Board of Commissioners was not proper when they" Eddie Addison interrupts, "I am not saying they were not proper, I am saying, the Franklin County Board of Commissioners did not appoint you originally to the Authority, you were appointed by the IBA." Bill Flowers references the error and explains the subsequent action by the Franklin County Board of Commissioners after considerable legal counsel and the unanimous vote to validate the appointment retroactive.

Bill Flowers, again, outlines the action of the Franklin County Board of Commissioners to make legitimate the position previously appointed by the IBA. Bill Flowers asked again, "By what authority are you assessing that what the Franklin County Board of Commissioners did was incorrect?" Eddie Addison restates, "Two things; number one, all Airport meetings were illegal, Harris Little never had a legal meeting, the meetings were never advertised, number two, the Franklin County Board of Commissioners has appointment responsibility but they do not have voting responsibility for officers on the Authority." Eddie Addison again, "that's not in their purview, they do not have oversight."

Bill Flowers posed the question, "did the Franklin-Hart Airport Authority make a mistake?" Eddie Addison responded to the affirmative. Bill Flowers added that the mistake (having two IBA appointees) was brought to the attention of the Franklin County Board of Commissioners and legal counsel advised that the appointment can be made retroactive as an appointment such that it would be as though the Board of Commissioners made it originally. Eddie Addison asserted that the Franklin County Board of Commissioners were not correct in the decision to validate the Bill Flowers appointment.

Eddie Addison was clear in his response that the Franklin County Board of Commissioners Attorney is not the Franklin-Hart Airport Authority Attorney. Bill Flowers asked the question to Eddie Addison, "so the Franklin County Board of Commissioners has their rules and the Franklin-Hart Airport Authority has their rules." Eddie Addison responds, "exactly."

Eddie Addison refers to the issue that the Board of Commissioners have a corporate responsibility only and offers the opportunity to ask the attending Board of Commissioners if they have oversight over the Franklin-Hart Airport Authority. Bill Flowers attempted to respond that he did not believe the Eddie Addison had the authority to follow through with this conduct. Then Eddie Addison made it clear in responding that he had the authority of the office of the Georgia Attorney General to

delegitimize an elected position on the Franklin-Hart Airport Authority of the Secretary/Treasurer position. He offered the phone number for anyone that would care to confirm.

Kevin McCraney voiced concerned with regard to assuming any responsibility as Treasurer until after the audit. He also remarked the By Laws will allow for the position to be held by two individuals. He, Kevin McCraney, further comments his concern with the Franklin-Hart Airport Authority financial records and is firm in his request for an audit. Comments to separate offices received a positive response. Eddie Addison repeated the motion, that Mark Brown nominated Kevin McCraney as Secretary/Treasurer. Mike Ward seconded. Eddie Addison called for all in favor, then all opposed; then stated we have a three three draw. Eddie Addison clearly added, "that's a yes." Kevin McCraney stated he abstains Bill Flowers announced the affirmative votes; "Eddie Addison, Mike Ward, Mark Brown, George Bennett". Further stating that Kevin McCraney abstained. Eddie Addison asked if there was anything else.

At this time Joey Dorsey, Hart County Board of Commissioners Chairman asked if a vote occurred originally for the questioned Secretary/Treasurer at a Franklin-Hart Airport Authority meeting? Dorsey stated a concern with the procedural aspect that had just occurred. Eddie Addison stated the meeting that Mr. Dorsey was referring to was not a legal meeting, it was not advertised. Bill Flowers asked, "are you absolutely sure it was not advertised?" Eddie Addison responded that he was not at the meeting and then proceeded to question Authority members if an actual vote had occurred for the Secretary/Treasurer position. Responses to the affirmative were given. Bill Flowers asked again, "are you absolutely sure it was not an advertised meeting?" Eddie Addison responded, "I never came to an advertised meeting."

The question was repeated by Bill Flowers. Eddie Addison said, "I do not have an answer for that."

Mr. Dorsey expressed concern with regard to the previous motion and suggested the previous motion be rescinded. Eddie Addison clarified that the Franklin-Hart Airport Authority should now rescind the motion and "stay where we are until further due diligence." At which time Eddie Addison directed Mark Brown to rescind his motion. Mark Brown stated, "I rescind the motion." Mike Ward seconded. Eddie Addison asked all in favor. Motion passed. Votes to the affirmative, Mike Ward, Mark Brown, George Bennett, Kevin McCraney, Eddie Addison. Eddie Addison remarked, therefore things will remain the same as they are, Bill will remain as Secretary/Treasurer.

- **Remarks**

Bud Brown had several comments regarding the possibility of a different insurance provider. It was generally agreed that this would require further discussion approximately ninety days prior to the expiration of the current policy.

- **Adjourn**

Kevin McCraney moved to adjourn, Eddie Addison stated so moved.