

House Bill 354 (AS PASSED HOUSE AND SENATE)

By: Representatives Stephens of the 164th, Petrea of the 166th, and Gilliard of the 162nd

A BILL TO BE ENTITLED
AN ACT

1 To amend Article 4 of Chapter 7 of Title 50 of the Official Code of Georgia Annotated,
2 relating to the Georgia International and Maritime Trade Center, so as to reconstitute the
3 Georgia International and Maritime Trade Center Authority; to provide for legislative
4 findings; to provide for definitions; to provide for its membership, manner of appointment,
5 terms of office, and powers and duties; to provide for exemption from taxation; to provide
6 for venue; to provide for disposition of property; to exempt its property from levy and sale;
7 to transfer certain assets and liabilities; to authorize the Department of Economic
8 Development to contract with the authority for certain projects; to repeal certain laws; to
9 provide for related matters; to provide for effective dates; to repeal conflicting laws; and for
10 other purposes.

11 BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

12 style="text-align:center">**SECTION 1.**

13 Article 4 of Chapter 7 of Title 50 of the Official Code of Georgia Annotated, relating to the
14 Georgia International and Maritime Trade Center, is amended by revising the article as
15 follows:

16 style="text-align:center">"ARTICLE 4

17 style="text-align:center">Part 1

18 50-7-50.

19 ~~For purposes of this Code section the following definitions shall apply~~ As used in this
20 article, the term:

21 (1) 'Authority' means the Georgia International and Maritime Trade Center Authority
22 created by Part 2 of this article.

23 ~~(1)~~(2) 'Department' means the Department of Economic Development.

24 ~~(2) 'Local government' means, individually or in combination, the City of Savannah,~~
25 ~~Chatham County, or any development authority of either or both.~~

26 (3) 'Project' means a comprehensive convention and trade center, suitable for
 27 multipurpose use for housing trade shows; conventions; cultural, political, musical,
 28 educational, entertainment, athletic, or other events; for displaying exhibits of Georgia's
 29 counties, municipalities, industries, and attractions; and for promoting the maritime,
 30 transportation, coastal, agricultural, historical, natural, and recreational resources of the
 31 State of Georgia, including all facilities necessary or convenient to such purpose,
 32 regardless of whether such facilities are contiguous, including, by way of illustration and
 33 not limitation, the following facilities: exhibit halls; auditoriums; theaters; restaurants and
 34 other facilities for the purveying of foods, beverages, publications, souvenirs, novelties,
 35 and goods and services of all kinds, whether operated or purveyed directly or indirectly
 36 through concessionaires, licensees or lessees, or otherwise; parking facilities and parking
 37 areas in connection therewith; meeting room facilities, including meeting rooms
 38 providing for simultaneous translation capabilities for several languages; related lands,
 39 buildings, structures, fixtures, equipment, and personalty appurtenant or convenient to the
 40 foregoing; and extension, addition, and improvement of such facilities.

41 50-7-51.

42 (a)(1) The department is authorized to acquire, construct, operate, maintain, expand, and
 43 improve a project for the purpose of promoting trade, commerce, industry, and
 44 employment opportunities within this state for the public good and general welfare and,
 45 without limitation of the foregoing, with the approval of the State Properties Commission,
 46 to acquire land for such purposes.

47 (2) The department may pay the costs of such project from any lawful fund source
 48 available for the purpose, including without limitation, where applicable, funds received
 49 by appropriation, proceeds of general obligation debt, funds of ~~local government~~ the
 50 authority, grants of the United States or any agency or instrumentality thereof, gifts, and
 51 otherwise.

52 (3) The project shall be located in Chatham County, Georgia, and shall be known as the
 53 'Georgia International and Maritime Trade Center,' except that any facility included
 54 within the project may be otherwise designated.

55 (b) ~~A local government~~ The authority and the department are both authorized to contract
 56 with one another whereby ~~local government~~ the authority may exercise on behalf of the
 57 department such future responsibility in connection with the construction, operation,
 58 management, and maintenance of the project as is now or may be vested in the department;
 59 and the department is authorized by such contract to delegate to the ~~local government~~
 60 authority corresponding responsibilities and powers with respect to the project and to
 61 transfer to the ~~local government~~ authority any and all contracts, plans, documents, or other

62 papers of said department relating to the project, as compensation to the ~~local government~~
 63 authority under such contract. To the extent provided by such contract with the
 64 department, ~~local government~~ the authority on behalf of the department shall acquire, plan,
 65 construct, erect, repair, remodel, maintain, add to, extend, improve, equip, operate, and
 66 manage the project.

67 (c) Without limiting the generality of any provision of this article, the general purpose of
 68 the ~~local government~~ authority is declared to be that of acquiring, constructing, equipping,
 69 maintaining, and operating the project, in whole or in part, directly or under contract with
 70 the department and engaging in such other activities as it deems appropriate to promote
 71 trade shows, conventions, and political, musical, educational, entertainment, recreational,
 72 athletic, or other events and related tourism within the state so as to promote the use of the
 73 project and the use of the industrial, maritime, agricultural, educational, historical, cultural,
 74 recreational, commercial, and natural resources of the State of Georgia by those using the
 75 project or visiting the state.

76 (d) The department shall have the authority with the approval of the State Properties
 77 Commission to lease any improved or unimproved land or other property acquired by it
 78 under this Code section to ~~local government~~ the authority for a term not to exceed 50 years
 79 but upon such other terms and conditions as the department may determine necessary or
 80 convenient. Any such lease may be for and in consideration of \$1.00 annually for each
 81 calendar year or portion thereof paid in kind to and receipted for by the Office of the State
 82 Treasurer and in further consideration that such property be held, constructed, operated,
 83 maintained, expanded, or improved for the purposes for which the department was
 84 authorized to acquire such property. It is determined that such consideration is good and
 85 valuable and sufficient consideration for such lease and in the interest of the public welfare
 86 of the State of Georgia and its citizens.

87 Part 2

88 50-7-55.

89 (a) It is declared that there exists in this state, a need for a state public authority to operate
 90 the Georgia International and Maritime Trade Center project for the purpose of developing
 91 and promoting for the public good, the growth of the state's import and export markets
 92 through its ports and other transportation modes and to facilitate economic growth, public
 93 welfare, education, and recreation for the people of the state, and without limiting the
 94 powers granted to the authority by this part, the creation of the authority shall be and is
 95 declared to be for public and governmental purposes, that is, for the promotion of the
 96 public general welfare in matters of economic growth, import and export, public welfare,

97 education, and recreation, and in an effort to better the general condition of the people of
 98 the state.

99 (b) As used in this part, the term:

100 (1) 'Authority' means the Georgia International and Maritime Trade Center Authority
 101 created by this part.

102 (2) 'Project' or 'undertaking' shall be deemed to mean and include buildings and facilities
 103 to be used for trade shows, conferences, amusements, or educational purposes and for
 104 fairs, expositions, exhibitions, or marketing in connection therewith, together with all
 105 other undertakings which may be acquired, constructed, equipped, maintained, or
 106 operated by public authorities.

107 (c) There is created a body corporate and politic to be known as the Georgia International
 108 and Maritime Trade Center Authority, which shall be deemed to be a public corporation
 109 and instrumentality of the state by that name, style, and title and such body may contract
 110 and be contracted with, sue and be sued, implead and be impleaded, and complain and
 111 defend in all courts of law and equity. The authority shall have its principal office in
 112 Chatham County, and its legal situs or residence for the purposes of this part shall be
 113 Chatham County. It is found, determined, and declared that the creation of the authority
 114 and the carrying out of its corporate purpose are in all respects for the benefit of the people
 115 of this state and constitute a public purpose and that the authority will be performing an
 116 essential governmental function in the exercise of the power conferred upon it by this part.
 117 This state covenants with the holders of any bonds issued by the authority that the authority
 118 shall be required to pay no taxes or assessments upon any of the property acquired or
 119 leased by it, or under its jurisdiction, control, possession, or supervision, or upon its
 120 activities in the operation or maintenance of the buildings erected or acquired by it, or upon
 121 any fees, rentals, or other charges received by the authority for the use of such buildings,
 122 or upon other income received by the authority and that the authority shall be exempt from
 123 all sales and use taxes. Further, this state covenants that bonds of the authority, their
 124 transfer, and the income therefrom shall at all times be exempt from all taxation within the
 125 state.

126 (d)(1) The authority shall consist of the following membership:

127 (A) One member shall be appointed by each member of the Georgia General Assembly
 128 representing a portion of Chatham County, each of whom shall have a vote;

129 (B) One member shall be the county manager of Chatham County, who shall serve ex
 130 officio and shall have a vote;

131 (C) One member shall be the city manager of the City of Savannah, who shall serve ex
 132 officio and shall have a vote;

- 133 (D) The president of the Savannah Economic Development Authority, who shall serve
134 ex officio and shall have a vote; and
- 135 (E) The president of the Savannah Area Convention and Visitors' Bureau, who shall
136 serve ex officio and shall have a vote.
- 137 (2) Except for the ex officio members, the terms of all members shall be for three years.
138 The initial members of the authority shall be appointed not later than June 1, 2018, and
139 shall take office on July 1, 2018. The terms of office of the members of the Georgia
140 International and Maritime Trade Center Authority created by Georgia Laws 1995,
141 p. 4499, as amended, shall end on July 1, 2018. The initial member appointed by the
142 state senator representing a portion of Chatham County with the longest period of service
143 in the Senate and the initial member appointed by the state representative representing
144 a portion of Chatham County with the longest period of service in the House of
145 Representatives shall each serve an initial term of three years and until each such
146 member's respective successor is appointed and qualified. The initial member appointed
147 by the state senator representing a portion of Chatham County with the second longest
148 period of service in the Senate and the initial members appointed by the state
149 representatives representing a portion of Chatham County with the second and third
150 longest periods of service in the House of Representatives shall each serve an initial term
151 of two years and until each such member's respective successor is appointed and
152 qualified. The remaining initial members appointed by the other members of the
153 legislative delegation representing portions of Chatham County shall each serve an initial
154 term of one year and until each such member's respective successor is appointed and
155 qualified.
- 156 (e) Vacancies on the authority by reason of expiration of term or otherwise shall be filled
157 by the body or individual that appointed the member vacating the position.
- 158 (f) The authority shall have perpetual existence.
- 159 (g) The authority shall elect one of its members as chairperson and another as vice
160 chairperson, and shall also elect a secretary and a treasurer or a secretary-treasurer which
161 offices shall act as an executive committee for the authority.
- 162 (h) Six members of the authority shall constitute a quorum, and no vacancy on the
163 authority shall impair the right of the quorum to exercise all the rights and perform all the
164 duties of the authority at every meeting, and in every instance a majority vote shall
165 authorize any legal act of the authority, including all things necessary to authorize and issue
166 revenue bonds.
- 167 (i) A member other than an ex officio member shall be removed from office for failure to
168 perform the appropriate duties of membership. Without limitation, this shall include a

169 member's failure to attend more than three regularly scheduled meetings of the authority
 170 during any calendar year.

171 (j) The members shall not be entitled to compensation for their services but shall be
 172 entitled to and shall be reimbursed for their actual expenses properly incurred in the
 173 performance of their duties. Each member of the authority shall hold office until his or her
 174 successor shall have been appointed and qualified. The authority may make bylaws, rules,
 175 and regulations for its governance. The members of the authority shall be accountable in
 176 all respects as trustees. The authority shall keep suitable books and records of all its
 177 obligations, contracts, transactions, and undertakings and of all income and receipts of
 178 every nature and all expenditures of every kind and shall provide for an annual independent
 179 audit of income and expenditures.

180 (k) The authority shall be subject to the provisions of Chapter 14 of Title 50 of the
 181 O.C.G.A., relating to open and public meetings.

182 (l) The authority shall prepare and submit to the Governor, the Lieutenant Governor, the
 183 Speaker of the House of Representatives, the Board of Commissioners of Chatham County,
 184 the mayor and aldermen of the City of Savannah, and the Chatham County delegation of
 185 the Georgia General Assembly an annual report at the end of each fiscal year or calendar
 186 year of the authority outlining the work of the authority and furnishing to each such body
 187 a copy of its most recent annual independent audit of income and expenditure.

188 (m) The authority is authorized:

189 (1) To have a seal and alter the seal at its pleasure;

190 (2) To acquire by purchase, lease, or otherwise and to hold, lease, and dispose of real and
 191 personal property of every kind and character for its corporate purposes;

192 (3) To acquire in its own name by purchase, on such terms and conditions and in such
 193 manner as it may deem proper, real property or rights of easements therein or franchises
 194 necessary or convenient for its corporate purposes, to use the same so long as its
 195 corporate existence shall continue, to lease or make contracts with respect to the use of
 196 the same or to dispose of the same in any manner it deems to the best advantage of the
 197 authority; and, if the authority shall deem it expedient to construct any property on any
 198 lands, the title to which shall then be in the State of Georgia, the Governor is authorized
 199 to convey for and on behalf of the state title to such lands to the authority upon payment
 200 to the State of Georgia for the credit of the general fund of the state of the reasonable
 201 value of such lands or upon the receipt of such lawful consideration as may be
 202 determined by the parties to such conveyance. If the authority shall deem it expedient
 203 to acquire and construct any project on any lands, the title to which shall then be in the
 204 Board of Commissioners of Chatham County, the mayor and aldermen of the City of
 205 Savannah, or any other municipality incorporated in such county, the governing authority

206 or body of such county or any of the municipalities is authorized to convey title to such
207 lands to the authority upon the receipt of such lawful consideration as may be determined
208 by the parties to such conveyance or upon payment for the credit of the general funds of
209 such county or municipality of the reasonable value of such lands, such value to be
210 determined by the mutual consent of such county or municipality and the authority or by
211 an appraiser to be agreed upon by the governing authority or body of such county or
212 municipality and the chairperson of the authority;

213 (4) To select, appoint, and employ professional, administrative, clerical, or other
214 personnel and to contract for professional or other services and to allow suitable
215 compensation for such personnel and services;

216 (5) To make contracts and leases and to execute all instruments necessary or convenient,
217 including contracts for the acquisition and constructions of projects and leases of projects
218 or contracts with respect to the use and management of projects which it causes to be
219 erected or acquired, including contracts for acquiring, constructing, renting, managing,
220 and leasing of its projects for use of the State of Georgia or any of its departments,
221 agencies, or authorities, the Board of Commissioners of Chatham County, or the mayor
222 and aldermen of the City of Savannah, and to dispose by conveyance of its title in fee
223 simple of real and personal property of every kind and character, and any and all persons,
224 firms, and corporations and the state and any and all political subdivisions, departments,
225 institutions, or agencies of the state are authorized to enter into contracts, leases, or
226 agreements with the authority upon such terms and for such purposes as they deem
227 advisable; and, without limiting the generality of the above, authority is specifically
228 granted to municipal corporations and counties and to the authority to enter into contracts
229 and lease and sublease agreements with the State of Georgia or any agencies or
230 departments thereof and relative to any property which such department or other agency
231 or department of the State of Georgia has now or may hereafter obtain by lease from the
232 United States government or any agency or department thereof and the authority is
233 specifically authorized to convey title in fee simple to any and all of its lands and any
234 improvements thereon to any persons, firms, corporations, political subdivisions, the
235 State of Georgia, or the United States government, or any agency or department thereof;
236 (6) To acquire, construct, erect, own, repair, remodel, maintain, add to, extend, improve,
237 equip, operate, and manage projects, the cost of any such project to be paid in whole or
238 in part from the funds of the authority or funds from Chatham County or the City of
239 Savannah and any grant from the State of Georgia, its departments, agencies, or
240 authorities, or the United States or any agency or instrumentality thereof;

- 241 (7) To accept grants of money or materials or property of any kind from the United
242 States or any agency or instrumentality thereof, upon such terms and conditions as the
243 United States or such agency or instrumentality may impose;
- 244 (8) To accept grants of money or materials or property of any kind from the State of
245 Georgia or any department, agency, authority, or instrumentality or political subdivision
246 thereof, upon such terms and conditions as the State of Georgia or such department,
247 agency, authority, or instrumentality or political subdivision thereof may impose;
- 248 (9) To receive, accept, and utilize gifts, grants, donations, or contributions of money,
249 property, facilities, or services, with or without consideration, from any person, firm,
250 corporation, foundation, or other entity;
- 251 (10) To exercise any power which is usually possessed by private corporations
252 performing similar functions and which is not in conflict with the Constitution and laws
253 of this state;
- 254 (11) From time to time to sell, lease, grant, exchange, or otherwise dispose of any surplus
255 property, both real and personal, or interest therein not required in the normal operation
256 of and usable in the furtherance of the purpose for which the authority was created;
- 257 (12) To advise the State of Georgia, its departments, agencies, or authorities, Chatham
258 County, and the mayor and aldermen of the City of Savannah on land acquisition,
259 facilities development, and other matters relating to the provision of convention and trade
260 opportunities for the coastal region of the state;
- 261 (13) To procure insurance against any loss in connection with property and other assets
262 of the authority;
- 263 (14) To exercise the power provided by Code Section 45-9-1 to procure policies of
264 liability insurance or contracts of indemnity or to formulate sound programs of
265 self-insurance to insure or indemnify members of the authority and its officers and
266 employees against personal liability for damages arising out of the performance of their
267 duties or in any way connected therewith to the extent that such members, officers, or
268 employees are not immune from such liability;
- 269 (15) To make contracts and to execute all instruments necessary or convenient in
270 connection therewith;
- 271 (16) To adopt, alter, or repeal its own bylaws, rules, and regulations governing the
272 manner in which its business may be transacted and in which the power granted to it may
273 be enjoyed as the authority may deem necessary or expedient in facilitating its business;
- 274 (17) To accept loans of any kind from the government of the United States or any agency
275 or instrumentality thereof upon such terms and conditions as the federal government or
276 such agency or instrumentality may require;

277 (18) To accept loans of any kind from the State of Georgia or any agency or
278 instrumentality or political subdivision thereof upon such terms and conditions as the
279 State of Georgia or such agency or instrumentality or political subdivision may require;

280 (19) To borrow money for any of its corporate purposes and to issue revenue bonds
281 payable solely from funds pledged for that purpose and to provide for the payment of the
282 same and for the rights of the holders thereof;

283 (20) To exercise any power usually possessed by private corporations performing similar
284 functions, including the power to obtain long- or short-term loans, to give deeds to secure
285 debt on real property, security agreements on personal property, or any other security
286 agreements, and approve, execute, and deliver appropriate evidence of such indebtedness,
287 provided no such power is in conflict with the Constitution or general laws of this state;

288 (21) To the extent that a contract between the authority and a public or private agency
289 provides therefor, to act as an agent for such public or private agency in any matter
290 coming within the purposes or powers of the authority; and

291 (22) To do all things necessary or convenient to carry out the powers expressly given in
292 this part.

293 (n) The exercise of the powers conferred upon the authority in this part shall constitute an
294 essential governmental function for a public purpose and the authority shall be required to
295 pay no taxes or assessments upon any of the property acquired by it or under its
296 jurisdiction, control, possession, or supervision or upon its activities in the operation and
297 maintenance of property acquired by it or of buildings erected or acquired by it or any fees,
298 rentals, or other charges for the use of such property or buildings or other income received
299 by the authority. The authority shall be exempt from sales and use tax on property
300 purchased by or for the use of the authority.

301 (o) The property of the authority shall not be subject to levy and sale under legal process.

302 (p) Any action to protect or enforce any rights under the provisions of this Act or any suit
303 or action against such authority shall be brought in the Superior Court of the Eastern
304 Judicial Circuit, Chatham County, Georgia.

305 (q) All funds received by the authority pursuant to this part, whether as revenue, rents,
306 fees, charges, or other earnings or as grants, gifts, or other contributions, shall be deemed
307 to be trust funds to be held and applied by the authority solely as provided in this part.

308 (r) This part and any other law enacted with reference to the authority shall be liberally
309 construed for the accomplishment of its purposes.

310 (s) Should the authority for any reason be dissolved, title to all property of any kind and
311 nature, real and personal, held by the authority at the time of such dissolution shall be
312 conveyed to the State of Georgia; or title to any such property may be conveyed prior to
313 such dissolution in accordance with provisions which may be made therefor in any

314 resolution or trust instrument relating to such property, subject to any liens, leases, or other
315 encumbrances outstanding against or in respect to said property at the time of such
316 conveyance.

317 (t) On July 1, 2018, all powers, duties, assets, real and personal property, liabilities, and
318 indebtedness of the Georgia International and Maritime Trade Center Authority created by
319 Georgia Laws 1995, p. 4499, as amended, are transferred to the authority. The authority
320 shall be the successor to the Georgia International and Maritime Trade Center Authority
321 created by Georgia Laws 1995, p. 4499, as amended, in all contracts entered into by the
322 Georgia International and Maritime Trade Center Authority created by Georgia Laws 1995,
323 p. 4499, as amended, which are in existence on July 1, 2018, and to all accounts of and
324 debts owed to the Georgia International and Maritime Trade Center Authority created by
325 Georgia Laws 1995, p. 4499, as amended, that are outstanding on July 1, 2018.

326 **SECTION 2.**

327 An Act to create the Georgia International and Maritime Trade Center Authority, approved
328 April 21, 1995 (Ga. L. 1995, p. 4499), and all Acts amendatory thereto are repealed.

329 **SECTION 3.**

330 This Act shall become effective upon its approval by the Governor or upon its becoming law
331 without such approval for the sole purpose of appointing the initial members of the authority.
332 The Act shall become effective for all purposes on July 1, 2018.

333 **SECTION 4.**

334 All laws and parts of laws in conflict with this Act are repealed.