

House Bill 525 (AS PASSED HOUSE AND SENATE)

By: Representative Stephens of the 164th

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 dissolve the
3 Georgia International and Maritime Trade Center Authority; to rename the convention
4 center; to create the Savannah-Georgia Convention Center Authority; to provide for
5 legislative findings; to provide for definitions; to provide for its membership, manner of
6 appointment, terms of office, and powers and duties; to provide for exemption from taxation;
7 to provide for venue; to provide for disposition of property; to exempt its property from levy
8 and sale; to transfer certain assets and liabilities; to repeal certain laws; to amend Code
9 Section 45-15-13 of the Official Code of Georgia Annotated, relating to representation of
10 state authorities by Attorney General, so as to conform the list of authorities represented by
11 the Attorney General; to provide for related matters; to provide for effective dates; to repeal
12 conflicting laws; and for other purposes.

13 BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

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

15 Article 4 of Chapter 7 of Title 50 of the Official Code of Georgia Annotated, relating to the
16 Georgia International and Maritime Trade Center, is amended by designating the existing
17 Code sections as "Part 1" and adding a new part to read as follows:

18 style="text-align:center">"Part 2

19 50-7-55.

20 (a) It is declared that the Georgia International and Maritime Trade Center shall be
21 renamed the Savannah Convention Center to better reflect the purpose of the facility. It is
22 further declared that there exists in this state a need for a state public authority to operate
23 the Savannah Convention Center for the purpose of developing and promoting for the
24 public good the State of Georgia as a site for conventions, trade shows, and other tourism

25 and to facilitate economic growth, and without limiting the powers granted to the authority
 26 by this part, the creation of the authority shall be and is declared to be for public and
 27 governmental purposes, that is, for the promotion of meetings, conventions, and tourism
 28 and other matters of economic development, growth, and commerce, and in an effort to
 29 better the general condition of the people of this state.

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

31 (1) 'Authority' means the Savannah-Georgia Convention Center Authority created by this
 32 part.

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

38 (c) There is created a body corporate and politic to be known as the Savannah-Georgia
 39 Convention Center Authority, which shall be deemed to be a public corporation and
 40 instrumentality of the state by that name, style, and title, and such body may contract and
 41 be contracted with, sue and be sued, implead and be impleaded, and complain and defend
 42 in all courts of law and equity. The authority shall have its principal office in Chatham
 43 County, and its legal situs or residence for the purposes of this part shall be Chatham
 44 County. It is found, determined, and declared that the creation of the authority and the
 45 carrying out of its corporate purposes are in all respects for the benefit of the people of this
 46 state and constitute a public purpose and that the authority will be performing an essential
 47 governmental function in the exercise of the powers conferred upon it by this part. This
 48 state covenants with the holders of any bonds issued by the authority that the authority shall
 49 be required to pay no taxes or assessments upon any of the property acquired or leased by
 50 it, or under its jurisdiction, control, possession, or supervision, or upon its activities in the
 51 operation or maintenance of the buildings erected or acquired by it, or upon any fees,
 52 rentals, or other charges received by the authority for the use of such buildings, or upon
 53 other income received by the authority and that the authority shall be exempt from all sales
 54 and use taxes. Further, this state covenants that bonds of the authority, their transfer, and
 55 the income therefrom shall at all times be exempt from all taxation within the state.

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

57 (A) Six members shall be appointed by the Governor, each of whom shall have a vote;

58 (B) Three members shall be appointed by the Chatham County delegation of the
 59 General Assembly, each of whom shall have a vote;

60 (C) The president of the Savannah Economic Development Authority, who shall serve
 61 ex officio and shall have a vote; and

- 62 (D) The president of the Savannah Area Convention and Visitors' Bureau, who shall
63 serve ex officio and shall have a vote.
- 64 (2) Except for the ex officio members, the terms of all members shall be for three years.
65 The initial members of the authority shall be appointed not later than June 1, 2019, and
66 shall take office on July 1, 2019. The terms of office of the members of the Georgia
67 International and Maritime Trade Center Authority created by Georgia Laws 1995,
68 p. 4499, as amended, shall end on July 1, 2019. The initial members appointed by the
69 Governor and the Chatham County legislative delegation shall each be assigned a term
70 of office such that three members shall serve an initial term of one year, three members
71 shall serve an initial term of two years, and three members shall serve an initial term of
72 three years. Such members shall serve until each such member's respective successor is
73 appointed and qualified.
- 74 (e) Vacancies on the authority by reason of expiration of term or otherwise shall be filled
75 by the body or individual that appointed the member vacating the position.
- 76 (f) The authority shall have perpetual existence.
- 77 (g) The authority shall elect one of its members as chairperson and another as vice
78 chairperson and shall also elect a secretary-treasurer, which offices shall act as an executive
79 committee for the authority.
- 80 (h) Five members of the authority shall constitute a quorum, and no vacancy on the
81 authority shall impair the right of the quorum to exercise all the rights and perform all the
82 duties of the authority at every meeting, and in every instance a majority vote of those
83 present shall authorize any legal act of the authority, including all things necessary to
84 authorize and issue revenue bonds.
- 85 (i) A member other than an ex officio member shall be removed from office for failure to
86 perform the appropriate duties of membership. Without limitation, this may include a
87 member's failure to attend more than three regularly scheduled meetings of the authority
88 during any calendar year.
- 89 (j) The members shall not be entitled to compensation for their services but shall be
90 entitled to and shall be reimbursed for their actual expenses properly incurred in the
91 performance of their duties. The authority may make bylaws, rules, and regulations for its
92 governance. The members of the authority shall be accountable in all respects as trustees.
93 The authority shall keep suitable books and records of all its obligations, contracts,
94 transactions, and undertakings and of all income and receipts of every nature and all
95 expenditures of every kind and shall provide for an annual independent audit of income and
96 expenditures.
- 97 (k) The authority shall be subject to the provisions of Chapter 14 of this title, relating to
98 open and public meetings.

99 (l) The authority shall prepare and submit to the Governor, the Board of Commissioners
100 of Chatham County, the mayor and aldermen of the City of Savannah, and the Chatham
101 County delegation of the General Assembly an annual report at the end of each fiscal year
102 or calendar year of the authority outlining the work of the authority and furnishing the
103 results of its most recent annual independent audit of income and expenditures.

104 (m) The authority is authorized:

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

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

108 (3) To acquire in its own name by purchase, on such terms and conditions and in such
109 manner as it may deem proper, interests in real property or rights of easements therein or
110 franchises necessary or convenient for its corporate purposes, to use the same so long as
111 its corporate existence shall continue, to lease or make contracts with respect to the use
112 of the same or to dispose of the same in any manner it deems to the best advantage of the
113 authority; and, if the authority shall deem it expedient to construct any property on any
114 lands, the title to which shall then be in the State of Georgia, the Governor is authorized
115 to convey for and on behalf of the state an interest in such lands to the authority upon
116 payment to the State of Georgia for the credit of the general fund of the state of the
117 reasonable value of such lands or upon the receipt of such lawful consideration as may
118 be determined by the parties to such conveyance, provided, however, that the authority
119 is specifically empowered to implement projects on lands of the state upon such terms
120 and conditions as agreed upon by the authority and the state. If the authority shall deem
121 it expedient to acquire and construct any project on any lands, the title to which shall then
122 be in the Board of Commissioners of Chatham County, the mayor and aldermen of the
123 City of Savannah, or any other municipality incorporated in such county, or the
124 governing authority or body of such county or any of the municipalities is authorized to
125 convey title to such lands to the authority, or to the state, upon the receipt of such lawful
126 consideration as may be determined by the parties to such conveyance or upon payment
127 for the credit of the general funds of such county or municipality of the reasonable value
128 of such lands, such value to be determined by the mutual consent of such county or
129 municipality and the authority or by an appraiser to be agreed upon by the governing
130 authority or body of such county or municipality and the chairperson of the authority;

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

134 (5) To make contracts and leases and to execute all instruments necessary or convenient,
135 including contracts for the acquisition and constructions of projects and leases of projects

136 or contracts with respect to the use and management of projects which it causes to be
 137 erected or acquired, including contracts for acquiring, constructing, renting, managing,
 138 and leasing of its projects for use of the State of Georgia or any of its departments,
 139 agencies, or authorities, the Board of Commissioners of Chatham County, or the mayor
 140 and aldermen of the City of Savannah, and to dispose by conveyance of its title in fee
 141 simple of real and personal property of every kind and character, and any and all persons,
 142 firms, and corporations and the state and any and all political subdivisions, departments,
 143 institutions, or agencies of the state are authorized to enter into contracts, leases, or
 144 agreements with the authority upon such terms and for such purposes as they deem
 145 advisable; and, without limiting the generality of the above, authority is specifically
 146 granted to municipal corporations and counties and to the authority to enter into contracts
 147 and lease and sublease agreements with the State of Georgia or any agencies or
 148 departments thereof and relative to any property which such department or other agency
 149 or department of the State of Georgia has now or may hereafter obtain by lease from the
 150 United States government or any agency or department thereof and the authority is
 151 specifically authorized to convey title in fee simple to any and all of its lands and any
 152 improvements thereon to any persons, firms, corporations, political subdivisions, the
 153 State of Georgia, or the United States government, or any agency or department thereof;
 154 (6) To acquire, construct, erect, own, repair, remodel, maintain, add to, extend, improve,
 155 equip, operate, and manage projects, the cost of any such project to be paid in whole or
 156 in part from the funds of the authority or Chatham County or the City of Savannah and
 157 any grant from the State of Georgia, its departments, agencies, or authorities, or the
 158 United States or any agency or instrumentality thereof;
 159 (7) To accept grants of money or materials or property of any kind from the United
 160 States or any agency or instrumentality thereof upon such terms and conditions as the
 161 United States or such agency or instrumentality may impose;
 162 (8) To accept grants of money or materials or property of any kind from the State of
 163 Georgia or any department, agency, authority, or instrumentality or political subdivision
 164 thereof, upon such terms and conditions as the State of Georgia or such department,
 165 agency, authority, or instrumentality or political subdivision thereof may impose;
 166 (9) To receive, accept, and utilize gifts, grants, donations, or contributions of money,
 167 property, facilities, or services, with or without consideration, from any person, firm,
 168 corporation, foundation, government, or other entity;
 169 (10) To exercise any power which is usually possessed by private corporations
 170 performing similar functions and which is not in conflict with the Constitution and laws
 171 of this state;

172 (11) From time to time to sell, lease, grant, exchange, or otherwise dispose of any surplus
173 property, both real and personal, or interest therein not required in the normal operation
174 of the authority and not usable in the furtherance of the purposes for which the authority
175 was created;

176 (12) To advise the State of Georgia, its departments, agencies, or authorities, Chatham
177 County, and the mayor and aldermen of the City of Savannah on land acquisition,
178 facilities development, and other matters relating to the provision of convention and trade
179 opportunities for the coastal region of the state;

180 (13) To procure insurance against any loss in connection with property and other assets
181 of the authority;

182 (14) To exercise the power provided by Code Section 45-9-1 to procure policies of
183 liability insurance or contracts of indemnity or to formulate sound programs of
184 self-insurance to insure or indemnify members of the authority and its officers and
185 employees against personal liability for damages arising out of the performance of their
186 duties or in any way connected therewith to the extent that such members, officers, or
187 employees are not immune from such liability;

188 (15) To make contracts and to execute all instruments necessary or convenient in
189 connection therewith;

190 (16) To adopt, alter, or repeal its own bylaws, rules, and regulations governing the
191 manner in which its business may be transacted and in which the power granted to it may
192 be enjoyed as the authority may deem necessary or expedient in facilitating its business;

193 (17) To accept loans of any kind from the government of the United States or any agency
194 or instrumentality thereof upon such terms and conditions as the federal government or
195 such agency or instrumentality may require;

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

199 (19) To borrow money for any of its corporate purposes and to issue revenue bonds
200 payable solely from funds pledged for that purpose and to provide for the payment of the
201 same and for the rights of the holders thereof; provided, however, that the maximum
202 amount of bonded indebtedness that may be outstanding at any given time shall be
203 limited to \$50 million;

204 (20) To exercise any power usually possessed by private corporations performing similar
205 functions, including the power to obtain long-term or short-term loans, to give deeds to
206 secure debt on real property, security agreements on personal property, or any other
207 security agreements, and approve, execute, and deliver appropriate evidence of such

208 indebtedness, provided no such power is in conflict with the Constitution or general laws
209 of this state;

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

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

215 (n) The exercise of the powers conferred upon the authority in this part shall constitute an
216 essential governmental function for a public purpose and the authority shall be required to
217 pay no taxes or assessments upon any of the property acquired by it or under its
218 jurisdiction, control, possession, or supervision or upon its activities in the operation and
219 maintenance of property acquired by it or of buildings erected or acquired by it or any fees,
220 rentals, or other charges for the use of such property or buildings or other income received
221 by the authority. The authority shall be exempt from sales and use taxes on property
222 purchased by or for the use of the authority.

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

224 (p) Any action to protect or enforce any rights under the provisions of this part or any suit
225 or action against the authority shall be brought in the Superior Court of Chatham County.

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

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

231 (s) Should the authority for any reason be dissolved, title to all property of any kind and
232 nature, real and personal, held by the authority at the time of such dissolution shall be
233 conveyed to the State of Georgia; or title to any such property may be conveyed prior to
234 such dissolution in accordance with provisions which may be made therefor in any
235 resolution or trust instrument relating to such property, subject to any liens, leases, or other
236 encumbrances outstanding against or in respect to said property at the time of such
237 conveyance.

238 (t) The authority shall be assigned for administrative purposes to the Department of
239 Economic Development as provided for in Code Section 50-4-3.

240 (u) The Attorney General shall provide legal services for the authority in the same manner
241 as provided for in Code Sections 45-15-13 through 45-15-16.

242 (v) On July 1, 2019, all powers, duties, assets, real and personal property, liabilities, and
243 indebtedness of the Georgia International and Maritime Trade Center Authority created by
244 Georgia Laws 1995, p. 4499, as amended, are transferred to the authority. The authority

245 shall be the successor to the Georgia International and Maritime Trade Center Authority
246 in all contracts entered into by the Georgia International and Maritime Trade Center
247 Authority which are in existence on July 1, 2019, and to all accounts of and debts owed to
248 the Georgia International and Maritime Trade Center Authority that are outstanding on
249 July 1, 2019."

250 **SECTION 2.**

251 Code Section 45-15-13 of the Official Code of Georgia Annotated, relating to representation
252 of state authorities by Attorney General, is amended by revising the Code section as follows:
253 "45-15-13.

254 As used in Code Sections 45-15-14 through 45-15-16, the term 'state authorities' means the
255 following instrumentalities of the state: Georgia Building Authority, Georgia Education
256 Authority (Schools), Georgia Education Authority (University), Georgia Highway
257 Authority, Georgia Ports Authority, State Road and Tollway Authority, Jekyll
258 Island—State Park Authority, Stone Mountain Memorial Association, ~~and~~ Georgia
259 Emergency Communications Authority, and Savannah-Georgia Convention Center
260 Authority."

261 **SECTION 3.**

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

264 **SECTION 4.**

265 This Act shall become effective upon its approval by the Governor or upon its becoming law
266 without such approval for the sole purpose of appointing the initial members of the authority.
267 The Act shall become effective for all other purposes on July 1, 2019.

268 **SECTION 5.**

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