



CITY OF ST. MARYS, GEORGIA
418 Osborne Street
St. Marys, GA 31558

December 27, 2022

SPECIAL CALLED CITY COUNCIL MEETING

4:00 p.m.

AMENDED AGENDA

I. CALL TO ORDER

II. INVOCATION: Councilmember Jim Goodman

III. PLEDGE OF ALLEGIANCE

IV. ROLL CALL

QUORUM: YES___ NO___

V. PRESENTATION:

VI. BUSINESS:

A. Raydient LLC Petition for Annexation and Related Items:TAB "A"

Kenneth Hughes (Community Development Director) requests approval of the following items related to the Raydient LLC Petition for Annexation:

1. Amendment to the Ordinance Adopted on December 19, 2022 to Annex Property into the City of St. Marys, Georgia, Pursuant to Chapter 36 of Title 36 of the Official Code of Georgia Annotated
2. Amendment to Resolution Creating the City of St. Marys Redevelopment Area and Tax Allocation District Number Two
3. Amendment to Resolution Approving Utility Agreement and Mobility Agreement with Raydient LLC
4. Resolution to Override Mayor Veto of Resolutions, Ordinances, and Agreements
5. Second Amendment to Development Agreement with Raydient LLC

VII. ADJOURNMENT:



City Council Meeting
December 27, 2022

Title Amendments to Raydient LLC Petition for Annexation and Related Items

Purpose To adopt the following ordinance, resolutions, agreements, and amendments:

1. Amendment to the Ordinance Adopted on December 19, 2022 to Annex Property into the City of St. Marys, Georgia, Pursuant to Chapter 36 of Title 36 of the Official Code of Georgia Annotated
2. Amendment to Resolution Creating the City of St. Marys Redevelopment Area and Tax Allocation District Number Two
3. Amendment to Resolution Approving Utility Agreement and Mobility Agreement with Raydient LLC
4. Resolution to Override Mayor Veto of Resolutions, Ordinances, and Agreements
5. Second Amendment to Development Agreement with Raydient LLC

Recommendations Staff recommends approval of all items.

History/Analysis December 19, 2022, City Council unanimously approved the Raydient LLC Petition for Annexation, as well as six related resolutions, ordinances, and/or agreements. On the following day, the Mayor vetoed all of those actions taken by Council. The purposes of these amendments and resolutions are:

1. To override the Mayor's veto with respect to the annexation ordinance, the TAD resolution, the utility/mobility agreements, and the firearms ordinance;
2. To amend those resolutions/ordinances in order to remove certain contingencies related to bond financing and TAD approval/consent; and
3. To amend the Development Agreement with Raydient LLC to extend certain deadlines related to bond financing and TAD approval/consent.

Community
Development Director

City Manager

1 **ST. MARYS CITY COUNCIL**

2 **ST. MARYS, GEORGIA**

3 At the specially called meeting of the St. Marys City Council, held on December 27, 2022 in the St. Marys
4 City Hall, St. Marys, Georgia

5 Present:

- 6
7 John F. Morrissey, Mayor
8 Artie Jones, Jr., Councilman, Post 1
9 Jim Goodman, Councilman, Post 2
10 Jim Gant, Councilman Post 3
11 David Reilly, Councilman, Post 4
12 Allen F Rassi Jr., Councilman, Post 5
13 Lisa James, Councilwoman, Post 6
14

15 On motion of _____, which carried _____, the following
16 was adopted:

17
18 **AMENDMENT TO THE ORDINANCE ADOPTED ON DECEMBER 19, 2022 TO ANNEX PROPERTY INTO THE**
19 **CITY OF ST MARYS, GEORGIA, PURSUANT TO CHAPTER 36 OF TITLE 36 OF THE OFFICIAL CODE OF**
20 **GEORGIA ANNOTATED.**
21

22 Be it, and it is, herby ordained by the Mayor and Council of the City of St. Marys, this 27th day of
23 December, 2022:

24
25 WHEREAS, the City is a political subdivision of the State of Georgia and is authorized to annex
26 territory as provided by law;

27
28 WHEREAS, on December 19, 2022, the City adopted "AN ORDINANCE TO ANNEX PROPERTY INTO
29 THE CITY OF ST MARYS, GEORGIA, PURSUANT TO CHAPTER 36 OF TITLE 36 OF THE OFFICIAL CODE OF
30 GEORGIA ANNOTATED" (referred to hereinafter as the "Annexation Ordinance");

31
32 WHEREAS, on December 20, 2022, the Mayor submitted to the City Clerk a written veto of the
33 Annexation Ordinance;

34
35 WHEREAS, the City Council hereby overrides that veto pursuant to Section 2-405 of the City
36 Charter;

37
38 WHEREAS, the City also desires to amend and restate the Annexation Ordinance;

39
40 NOW, THEREFORE, BE IT RESOLVED by the City that the Annexation Ordinance is hereby
41 amended and restated in its entirety as follows:

42
43 The City of St. Marys has carefully reviewed service delivery plans contained in the report
44 pursuant to O.C.G.A. 36-36-35 attached as Appendix A, which is attached to and incorporated as part of
45 this ordinance. The City of St. Marys finds that the annexation of the area contiguous to the city as hereby

46 described in Appendix B, which is attached to and incorporated as part of this ordinance, is in the best
47 interests of the property owners of the area proposed for annexation and of the citizens of the City of St.
48 Marys. Therefore, the area is hereby annexed into the City of St. Marys and is made a part of said city.
49

50 Section 1. This annexation shall be effective December 31, 2022.

51

52 Section 2. The area annexed shall be zoned in accordance with the zoning application submitted and
53 considered by the Planning Commission with such zoning being attached as Appendix C.

54

55 Section 3. The Community Development Director of the City of St. Marys is instructed to report this
56 annexation to the Georgia Department of Community Affairs, Census Bureau, and Camden
57 County Board of Commissioners as required by state.

58

59 Section 4. All ordinances and parts of ordinance in conflict with this ordinance are repealed.

60

61

ST. MARYS CITY COUNCIL

62

ST. MARYS, GEORGIA

63

64

JOHN F. MORRISSEY, MAYOR

65 ATTEST:

66

67 DEBORAH WALKER-REED, CITY CLERK

68 CITY OF ST. MARYS, GEORGIA

1 **ST. MARYS CITY COUNCIL**

2 **ST. MARYS, GEORGIA**

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- 8 Jim Goodman, Councilman, Post 2
- 9 Jim Gant, Councilman Post 3
- 10 David Reilly, Councilman, Post 4
- 11 Allen F Rassi Jr., Councilman, Post 5
- 12 Lisa James, Councilwoman, Post 6

13
14 On motion of _____, which carried _____, the following
15 was adopted:

16
17 **AMENDMENT TO RESOLUTION CREATING THE CITY OF ST MARYS REDEVELOPMENT AREA**
18 **AND TAX ALLOCATION DISTRICT NUMBER TWO**

19
20 Be it, and it is, herby ordained by the Mayor and Council of the City of St. Marys, this 27th day of
21 December, 2022:

22
23 WHEREAS, on December 19, 2022, the City adopted "A RESOLUTION CREATING THE CITY OF ST
24 MARYS REDEVELOPMENT AREA AND TAX ALLOCATION DISTRICT NUMBER TWO" (referred to hereinafter
25 as the "TAD Two Resolution");

26
27 WHEREAS, on December 20, 2022, the Mayor submitted to the City Clerk a written veto of the
28 TAD Two Resolution;

29
30 WHEREAS, the City Council hereby overrides that veto pursuant to Section 2-405 of the City
31 Charter;

32
33 WHEREAS, the City also desires to amend the TAD Two Resolution;

34
35 NOW, THEREFORE, BE IT RESOLVED by the City as follows:

36
37 1. Section 3 of the TAD Two Resolution is hereby deleted in its entirety and restated as follows:

38
39 Section 3. The City of St. Marys adopts and incorporates herein by reference the
40 Redevelopment Plan, attached as Exhibit "A", as the Redevelopment Plan
41 for the aforesaid area pursuant to the Redevelopment Powers Law.

42
43 2. Section 4 of the TAD Two Resolution is hereby deleted in its entirety and restated as follows:

1 Section 4. The City of St. Marys creates Tax Allocation District Number Two
2 pursuant to the Redevelopment Plan and the Redevelopment Powers
3 Law.
4

5 3. Section 5 of the TAD Two Resolution is hereby deleted in its entirety and restated as follows:
6

7 Section 5. The City of St. Marys Tax Allocation District Number Two is hereby
8 created as of December 31, 2022, and shall continue in existence until all
9 redevelopment costs, including financing costs and debt service on tax
10 allocation bonds, are paid in full.
11

12 4. All resolutions and parts of resolutions in conflict with this resolution are hereby repealed to the
13 extent of such conflict.
14

15
16 Adopted and approved by the City Council of the City of St. Marys, Georgia this 27th day of December
17 2022.
18

19
20 **ST. MARYS CITY COUNCIL**
21 **ST. MARYS, GEORGIA**
22 _____
 JOHN F. MORRISSEY, MAYOR

23 ATTEST:
24 _____
25 DEBORAH WALKER-REED, CITY CLERK
26 CITY OF ST. MARYS, GEORGIA

1 **ST. MARYS CITY COUNCIL**

2 **ST. MARYS, GEORGIA**

3 At the specially called meeting of the St. Marys City Council, held on December 27, 2022 in the St. Marys
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5
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- 7 John F. Morrissey, Mayor
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- 10 Jim Gant, Councilman Post 3
- 11 David Reilly, Councilman, Post 4
- 12 Allen F Rassi Jr., Councilman, Post 5
- 13 Lisa James, Councilwoman, Post 6

14
15 On motion of _____, which carried _____, the following
16 Resolution was adopted:

17 **AMENDMENT TO RESOLUTION APPROVING UTILITY AGREEMENT AND MOBILITY AGREEMENT WITH**
18 **RAYDIENT LLC**

19
20
21 Be it, and it is, hereby ordained by the Mayor and Council of the City of St. Marys, this 27th day of
22 December, 2022:

23
24 WHEREAS, on December 19, 2022, the City adopted "A Resolution Approving Utility Agreement
25 and Mobility Agreement with Raydient LLC" (referred to hereinafter as the "Utility and Mobility
26 Resolution");

27
28 WHEREAS, on December 20, 2022, the Mayor submitted to the City Clerk a written veto of the
29 Utility and Mobility Resolution;

30
31 WHEREAS, the City Council hereby overrides that veto pursuant to Section 2-405 of the City
32 Charter;

33
34 WHEREAS, the City also desires to amend the Utility and Mobility Resolution;

35
36 NOW, THEREFORE, BE IT RESOLVED by the City as follows:

37
38 1. Section 1 of the Utility and Mobility Resolution is hereby deleted in its entirety and restated as
39 follows:

40
41 Section 1. The City of St. Marys hereby approves and accepts the Utility Agreement
42 (attached hereto as Exhibit 1) and the Mobility Agreement (attached
43 hereto as Exhibit 2).

44
45 2. Section 2 of the Utility and Mobility Resolution is hereby deleted in its entirety and restated as
46 follows:

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19

Section 2. The Mayor (or Mayor Pro Tem) shall be authorized to execute the Mobility Agreement and the Utility Agreement.

3. All resolutions and parts of resolutions in conflict with this resolution are hereby repealed to the extent of such conflict.

Adopted and approved by the City Council of the City of St. Marys, Georgia this 27th day of December 2022.

ST. MARYS CITY COUNCIL
ST. MARYS, GEORGIA

JOHN F. MORRISSEY, MAYOR

ATTEST:

DEBORAH WALKER-REED, CITY CLERK
CITY OF ST. MARYS, GEORGIA

1 **ST. MARYS CITY COUNCIL**

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10 Jim Gant, Councilman Post 3
11 David Reilly, Councilman, Post 4
12 Allen F Rassi Jr., Councilman, Post 5
13 Lisa James, Councilwoman, Post 6
14

15 On motion of _____, which carried _____, the following
16 was adopted:

17
18 **RESOLUTION TO OVERRIDE MAYOR VETO OF RESOLUTIONS, ORDINANCES, and AGREEMENTS**

19
20 Be it, and it is, hereby ordained by the Mayor and Council of the City of St. Marys, this 27th day of
21 December, 2022:

22
23 WHEREAS, on December 19, 2022, the City Council unanimously adopted “AN ORDINANCE TO
24 ANNEX PROPERTY INTO THE CITY OF ST MARYS, GEORGIA, PURSUANT TO CHAPTER 36 OF TITLE 36 OF
25 THE OFFICIAL CODE OF GEORGIA ANNOTATED” (referred to hereinafter as the “Annexation Ordinance”);
26

27 WHEREAS, contemporaneously and in conjunction with the passage of the Annexation Ordinance,
28 this City Council also enacted and/or approved other resolutions, ordinances, and agreements, including
29 but not limited to the following:

- 30
31 1. Resolution Establishing St. Marys Tax Allocation District 2 — St. Marys Road
32 Redevelopment Area (referred to hereinafter as the “TAD Resolution”);
33 2. Resolution authorizing Mayor John F. Morrissey to sign a utility agreement and mobility
34 agreement with Raydient LLC (referred to hereinafter as “Utility and Mobility Agreements
35 Resolution”); and
36 3. Ordinance Amendment Prohibiting the Discharge of Firearms except when specified
37 (referred to hereinafter as “Firearm Ordinance”).
38

39 WHEREAS, on December 20, 2022, the Mayor submitted to the City Clerk a written veto (referred
40 to hereinafter as the “Veto”) of the Annexation Ordinance;

41
42 WHEREAS the Veto also applied to the TAD Resolution, the Utility and Mobility Agreements
43 Resolution, and Firearm Ordinance; and
44

45 WHEREAS, Section 2-405 of the City Charter grants the City Council the power to override the
46 Veto by an affirmative vote of four of the six members of the council;

47
48 NOW, THEREFORE, BE IT RESOLVED by the City Council as follows:

49
50 Section 1. The City Council hereby exercises its power pursuant to Section 2-405 of the City Charter to
51 override the Veto of the following:

- 52
53 1. Annexation Ordinance;
54 2. TAD Resolution;
55 3. Utility and Mobility Agreements Resolution; and
56 4. Firearm Ordinance

57
58 Section 2. By virtue of this resolution overriding the Veto, the ordinances and resolutions listed above
59 shall be of full force and effect, and the Veto shall not be treated or interpreted as having any
60 effect on same.

61
62 Section 3. This resolution shall not affect any other ordinances or resolutions to which the Veto applies.
63 Specifically, this resolution is not intended to and does not override the Veto to the extent
64 that it applies to any of the following items which were also adopted at the December 19,
65 2022 meeting of Council:

- 66
67 1. Intergovernmental Agreement with Camden County Board of Commissioners;
68 2. Intergovernmental Agreement with Camden County Board of Education; and
69 3. Resolution requesting the Camden County Public Service Authority (PSA) to issue a bond
70 and authorize Mayor John F. Morrissey to sign and intergovernmental agreement with
71 the PSA to effect the same

72
73 Section 4. Nothing contained herein shall preclude the City Council from taking action at a future
74 meeting to override the Veto to the extent that it applies to the items listed in Section 3
75 above.

76
77 Section 5. Any and all ordinances and resolutions that are in conflict with this resolution are repealed.

78
79 **ST. MARYS CITY COUNCIL**
80 **ST. MARYS, GEORGIA**

81
82 _____
83 JOHN F. MORRISSEY, MAYOR

83 ATTEST:
84 _____
85 DEBORAH WALKER-REED, CITY CLERK

86 CITY OF ST. MARYS, GEORGIA

SECOND AMENDMENT TO DEVELOPMENT AGREEMENT

This **Second Amendment to Development Agreement** (the “**Second Amendment**”) is entered into by **Raydient LLC**, a Delaware limited liability company (“**Raydient**”) and the **City of St. Marys, Georgia**, a Georgia municipal corporation (the “**City**”) as of the later date of execution by the Parties. (Raydient and the City are each a “**Party**” and collectively the “**Parties**”).

Recitals

The Parties entered into a Development Agreement dated March 21, 2022, as amended by the First Amendment to Development Agreement dated December 5, 2022 (collectively, the “**Agreement**”) with respect to the development of a “**Project**” on the “**Property**”, as such terms are defined in the Agreement.

Schedule C to the Agreement establishes a Milestone Schedule for the performance of various objectives during the term of the Agreement, including for the “**Targeted Annexation Date**”, as such term defined in the Agreement.

The Parties wish to amend Schedule C in order to extend the Target Annexation Date and to further amend the Agreement consistent with such extension and as stated in this Second Amendment.

Capitalized terms not otherwise defined in this Second Amendment have the meanings given to them in the Agreement. The Agreement, as amended by this Second Amendment, is referred to in this Second Amendment as the “**Amended Agreement**”.

Agreement

In consideration of these recitals and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

Section 1. Extended Targeted Annexation Date. The Targeted Annexation Date is extended to December 31, 2022 (“**Extended Targeted Annexation Date**”). Accordingly, all references in the Agreement and Schedule C to “**Targeted Annexation Date**” shall be to the Extended Target Annexation Date. All milestone dates set forth in Schedule C, including those that are “**conditioned upon Annexation**”, shall remain unchanged, provided, at the request of either Party in writing, a milestone date (other than the Targeted Annexation Date or the Extended Targeted Annexation Date) may be extended on one occasion by 90 days.

Section 2. Funding.

A. Section 2.1(B) of the Agreement provides that the “**City will identify, secure, and notify Raydient**” of the Funding Sources for its obligations under Phase 1 of the Agreement on

or before the Targeted Annexation Date. The City has advised Raydient that on or before the Extended Targeted Annexation Date it expects to approve the Annexation, the rezoning of the Property, the utility agreement with Raydient, the mobility agreement with Raydient, and an ordinance amendment related to hunting, all substantially in the form of agreements or documents presented at the December 19, 2022, City Commission meeting, and that on or before February 28, 2023 (the “**Targeted Bond Funding Date**”) it expects: (i) to establish a tax allocation district associated with the Property (including by obtaining any necessary consents from and intergovernmental contracts with Camden County and the Camden County Board of Education for the tax allocation district); (ii) to approve an intergovernmental contract with an issuing authority for the financing of revenue bonds to fund part of the Project (the “**Bonds**”); (iii) to obtain a judgment of validation from the Superior Courty of Camden County, Georgia, with respect to the Bonds; and (iv) to cause the issuing authority to issue and receive the funds from the funded Bonds ((i), (ii), (iii), and (iv), collectively the “**Funding of the Bonds**”).

B. If the Funding of the Bonds has not occurred on or before the Targeted Bond Funding Date, Raydient, in addition to its other rights under the Agreement, shall have the right, without obligation, by written notice (“**Deannexation Notice**”) to require the City to promptly deannex the Property including pursuant to O.C.G.A Section 36-36-22 *et seq.*, or to cooperate with Raydient in any other deannexation process available under applicable law. Raydient may, in its sole discretion, extend the Targeted Bond Funding Date before delivering the Deannexation Notice to the City, but the failure of the judgment of validation to be issued with respect to the Bonds, or the failure of funding of the Bonds, on or before the expiration of such extended date shall not impair Raydient’s right at any time thereafter to issue the Deannexation Notice.

C. Upon the issuance by Raydient of the Deannexation Notice to the City, the Amended Agreement shall terminate, and neither Party will have any rights or obligations under the Amended Agreement, except for the City’s obligation to promptly deannex the Property and except for those rights and obligations that expressly survive the termination of the Amended Agreement.

Section 3. Effect of First Amendment on Agreement. Except as expressly modified hereby, the Agreement, including, without limitation, Schedule C to the Agreement, remains in full force and effect.

[Signature Pages Follow]

Raydient, by and through its authorized signer, has executed this Second Amendment to Development Agreement under seal as of _____.

RAYDIENT LLC, a Delaware limited liability company

By: _____

Name: _____

Title: _____

(SEAL)

Addresses for Notice:

Raydient, LLC
Attention: J Paul Rice
1 Rayonier Way
Wildlight, Florida 32097
paul.rice@raydient.com

with a copy to:

Rayonier Inc.
Attention: John Campbell
1 Rayonier Way
Wildlight, Florida 32097
john.campbell@rayonier.com

Hunter Maclean
Attention: Joey Strength
200 East Saint Julian Street
Savannah, GA 31412
JStrength@HunterMaclean.com

The City, by and through its authorized signer, has executed this Second Amendment to Development Agreement under seal as of _____.

CITY OF ST. MARYS, GEORGIA,
a Georgia municipal corporation

By: _____

Name: _____

Title: _____

(SEAL)

Addresses for Notice:

City of St. Marys
Attention: City Manager
City Hall
418 Osborne St.
St. Marys, GA 31558

with a copy to:

City Attorney
Office of the City Attorney
418 Osborne St.
St. Marys, GA 31558