

Senators Jackson of the 2nd and Henson of the 41st offered the following substitute to HB 525:

LOST

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 provide for related
9 matters; to provide for effective dates; to repeal conflicting laws; and for other purposes.

10 BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

SECTION 1.

11 Article 4 of Chapter 7 of Title 50 of the Official Code of Georgia Annotated, relating to the
12 Georgia International and Maritime Trade Center, is amended by designating the existing
13 Code sections as "Part 1" and adding a new part to read as follows:
14

"Part 2

15 50-7-55.

16 (a) It is declared that the Georgia International and Maritime Trade Center shall be
17 renamed the Savannah Convention Center to better reflect the purpose of the facility. It is
18 further declared that there exists in this state a need for a state public authority to operate
19 the Savannah Convention Center for the purpose of developing and promoting for the
20 public good the State of Georgia as a site for conventions, trade shows, and other tourism
21 and to facilitate economic growth, and without limiting the powers granted to the authority
22 by this part, the creation of the authority shall be and is declared to be for public and
23 governmental purposes, that is, for the promotion of meetings, conventions, and tourism
24

25 and other matters of economic development, growth, and commerce, and in an effort to
26 better the general condition of the people of this state.

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

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

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

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

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

54 (A) Seven members shall be appointed by the Governor, each of whom shall have a
55 vote;

56 (B) Two members shall be appointed by the Chatham County delegation in the Senate,
57 each of whom shall have a vote;

58 (C) Two members shall be appointed by the Chatham County delegation in the House
59 of Representatives, each of whom shall have a vote;

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

- 62 (E) 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 shall each be assigned a term of office such that three members shall serve an
70 initial term of one year, two members shall serve an initial term of two years, and two
71 members shall serve an initial term of three years. The initial members appointed by the
72 Chatham County legislative delegation in the Senate shall each be assigned a term of
73 office such that one member shall serve an initial term of two years and one member shall
74 serve an initial term of three years. The initial members appointed by the Chatham
75 County legislative delegation in the House of Representatives shall each be assigned a
76 term of office such that one member shall serve an initial term of two years and one
77 member shall serve an initial term of three years. Such members shall serve until each
78 such member's respective successor is appointed and qualified.
- 79 (e) Vacancies on the authority by reason of expiration of term or otherwise shall be filled
80 by the body or individual that appointed the member vacating the position.
- 81 (f) The authority shall have perpetual existence.
- 82 (g) The authority shall elect one of its members as chairperson and another as vice
83 chairperson and shall also elect a secretary-treasurer, which offices shall act as an executive
84 committee for the authority.
- 85 (h) Six members of the authority shall constitute a quorum, and no vacancy on the
86 authority shall impair the right of the quorum to exercise all the rights and perform all the
87 duties of the authority at every meeting, and in every instance a majority vote of those
88 present shall authorize any legal act of the authority, including all things necessary to
89 authorize and issue revenue bonds.
- 90 (i) A member other than an ex officio member shall be removed from office for failure to
91 perform the appropriate duties of membership. Without limitation, this may include a
92 member's failure to attend more than three regularly scheduled meetings of the authority
93 during any calendar year.
- 94 (j) The members shall not be entitled to compensation for their services but shall be
95 entitled to and shall be reimbursed for their actual expenses properly incurred in the
96 performance of their duties. The authority may make bylaws, rules, and regulations for its
97 governance. The members of the authority shall be accountable in all respects as trustees.
98 The authority shall keep suitable books and records of all its obligations, contracts,

99 transactions, and undertakings and of all income and receipts of every nature and all
100 expenditures of every kind and shall provide for an annual independent audit of income and
101 expenditures.

102 (k) The authority shall be subject to the provisions of Chapter 14 of this title, relating to
103 open and public meetings.

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

109 (m) The authority is authorized:

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

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

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

- 134 (4) To select, appoint, and employ professional, administrative, clerical, or other
135 personnel and to contract for professional or other services and to allow suitable
136 compensation for such personnel and services;
- 137 (5) To make contracts and leases and to execute all instruments necessary or convenient,
138 including contracts for the acquisition and constructions of projects and leases of projects
139 or contracts with respect to the use and management of projects which it causes to be
140 erected or acquired, including contracts for acquiring, constructing, renting, managing,
141 and leasing of its projects for use of the State of Georgia or any of its departments,
142 agencies, or authorities, the Board of Commissioners of Chatham County, or the mayor
143 and aldermen of the City of Savannah, and to dispose by conveyance of its title in fee
144 simple of real and personal property of every kind and character, and any and all persons,
145 firms, and corporations and the state and any and all political subdivisions, departments,
146 institutions, or agencies of the state are authorized to enter into contracts, leases, or
147 agreements with the authority upon such terms and for such purposes as they deem
148 advisable; and, without limiting the generality of the above, authority is specifically
149 granted to municipal corporations and counties and to the authority to enter into contracts
150 and lease and sublease agreements with the State of Georgia or any agencies or
151 departments thereof and relative to any property which such department or other agency
152 or department of the State of Georgia has now or may hereafter obtain by lease from the
153 United States government or any agency or department thereof and the authority is
154 specifically authorized to convey title in fee simple to any and all of its lands and any
155 improvements thereon to any persons, firms, corporations, political subdivisions, the
156 State of Georgia, or the United States government, or any agency or department thereof;
- 157 (6) To acquire, construct, erect, own, repair, remodel, maintain, add to, extend, improve,
158 equip, operate, and manage projects, the cost of any such project to be paid in whole or
159 in part from the funds of the authority or Chatham County or the City of Savannah and
160 any grant from the State of Georgia, its departments, agencies, or authorities, or the
161 United States or any agency or instrumentality thereof;
- 162 (7) To accept grants of money or materials or property of any kind from the United
163 States or any agency or instrumentality thereof upon such terms and conditions as the
164 United States or such agency or instrumentality may impose;
- 165 (8) To accept grants of money or materials or property of any kind from the State of
166 Georgia or any department, agency, authority, or instrumentality or political subdivision
167 thereof, upon such terms and conditions as the State of Georgia or such department,
168 agency, authority, or instrumentality or political subdivision thereof may impose;

- 169 (9) To receive, accept, and utilize gifts, grants, donations, or contributions of money,
170 property, facilities, or services, with or without consideration, from any person, firm,
171 corporation, foundation, government, or other entity;
- 172 (10) To exercise any power which is usually possessed by private corporations
173 performing similar functions and which is not in conflict with the Constitution and laws
174 of this state;
- 175 (11) From time to time to sell, lease, grant, exchange, or otherwise dispose of any surplus
176 property, both real and personal, or interest therein not required in the normal operation
177 of the authority and not usable in the furtherance of the purposes for which the authority
178 was created;
- 179 (12) To advise the State of Georgia, its departments, agencies, or authorities, Chatham
180 County, and the mayor and aldermen of the City of Savannah on land acquisition,
181 facilities development, and other matters relating to the provision of convention and trade
182 opportunities for the coastal region of the state;
- 183 (13) To procure insurance against any loss in connection with property and other assets
184 of the authority;
- 185 (14) To exercise the power provided by Code Section 45-9-1 to procure policies of
186 liability insurance or contracts of indemnity or to formulate sound programs of
187 self-insurance to insure or indemnify members of the authority and its officers and
188 employees against personal liability for damages arising out of the performance of their
189 duties or in any way connected therewith to the extent that such members, officers, or
190 employees are not immune from such liability;
- 191 (15) To make contracts and to execute all instruments necessary or convenient in
192 connection therewith;
- 193 (16) To adopt, alter, or repeal its own bylaws, rules, and regulations governing the
194 manner in which its business may be transacted and in which the power granted to it may
195 be enjoyed as the authority may deem necessary or expedient in facilitating its business;
- 196 (17) To accept loans of any kind from the government of the United States or any agency
197 or instrumentality thereof upon such terms and conditions as the federal government or
198 such agency or instrumentality may require;
- 199 (18) To accept loans of any kind from the State of Georgia or any agency or
200 instrumentality or political subdivision thereof upon such terms and conditions as the
201 State of Georgia or such agency or instrumentality or political subdivision may require;
- 202 (19) To borrow money for any of its corporate purposes and to issue revenue bonds
203 payable solely from funds pledged for that purpose and to provide for the payment of the
204 same and for the rights of the holders thereof; provided, however, that the maximum

205 amount of bonded indebtedness that may be outstanding at any given time shall be
206 limited to \$50 million;

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

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

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

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

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

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

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

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

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

241 (t) On July 1, 2019, all powers, duties, assets, real and personal property, liabilities, and
242 indebtedness of the Georgia International and Maritime Trade Center Authority created by
243 Georgia Laws 1995, p. 4499, as amended, are transferred to the authority. The authority
244 shall be the successor to the Georgia International and Maritime Trade Center Authority
245 in all contracts entered into by the Georgia International and Maritime Trade Center
246 Authority which are in existence on July 1, 2019, and to all accounts of and debts owed to
247 the Georgia International and Maritime Trade Center Authority that are outstanding on
248 July 1, 2019."

249 **SECTION 2.**

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

252 **SECTION 3.**

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

256 **SECTION 4.**

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