

House Bill 1132 (COMMITTEE SUBSTITUTE)

By: Representatives Rogers of the 29th, Hawkins of the 27th, Dunahoo of the 30th, and Barr of the 103rd

A BILL TO BE ENTITLED
AN ACT

1 To create the Gainesville Convention and Visitors Bureau Authority as a public body
2 corporate and politic, a political subdivision of the state, and a public corporation to have the
3 responsibility and authority to promote tourism, conventions, and trade shows in the City of
4 Gainesville, Georgia; to provide for the creation and organization of the authority; to provide
5 for the appointment of the directors of the authority and their terms of office, compensation,
6 and qualifications; to provide for meetings; to provide for legislative findings and declaration
7 of purpose; to provide for general powers; to provide for regulations; to provide for other
8 matters relative to the foregoing and relative to the general purposes of this Act; to provide
9 for an effective date; to repeal conflicting laws; and for other purposes.

10 BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

11 **SECTION 1.**

12 Short title.

13 This Act shall be known and may be cited as the "Gainesville Convention and Visitors
14 Bureau Authority Act."

15 **SECTION 2.**

16 Definitions.

17 As used in this Act, the term:

18 (1) "Area" means the corporate limits of the City of Gainesville, Georgia.

19 (2) "Authority" means the Gainesville Convention and Visitors Bureau Authority.

20 (3) "Board" means the board of directors of the Gainesville Convention and Visitors
21 Bureau Authority.

22 (4) "City" means the City of Gainesville, Georgia.

23 (5) "Special events" means events which, in the judgment of the authority, will promote
24 tourism in the area or privately contracted functions.

25 **SECTION 3.**

26 Creation of authority, status, tax exemption, and sovereign immunity.

27 (a) There is created a public body corporate and politic to be known as the Gainesville
28 Convention and Visitors Bureau Authority. The authority shall be deemed to be a political
29 subdivision of the state and a public corporation and, by that name, may contract and be
30 contracted with, sue and be sued, implead and be impleaded, and bring and defend actions.
31 The authority shall be a convention and visitors bureau authority created by Act of the
32 General Assembly for a municipality for the purposes of Code Section 48-13-51 of the
33 O.C.G.A. and is intended to be an agency and instrumentality of the municipality and a
34 governmental unit for purposes of Sections 103, 141, and 150 of the federal Internal
35 Revenue Code of 1986, as amended, and, as to the municipality, the authority is intended
36 to be a subordinated entity for the purposes of Section 265(b)(3)(E)(ii) of the federal
37 Internal Revenue Code of 1986, as amended. The authority shall not be a state institution
38 nor a department or agency of the state but shall be a creation of the state, having a distinct
39 corporate identity and being exempt from the provisions of Code Section 50-17-2 of the
40 O.C.G.A., the "Georgia State Financing and Investment Commission Act."

41 (b) The authority shall have its principal office within the City of Gainesville and its legal
42 situs or residence for the purposes of this Act shall be the City of Gainesville, Hall County,
43 Georgia.

44 (c) The exercise of the powers conferred upon the authority in this Act shall constitute an
45 essential governmental function for a public purpose. The properties of the authority, both
46 real and personal, and the income of the authority are declared to be public properties, and
47 income used for the benefit and welfare of the people of the city and not for the purpose
48 of private or corporate benefit; and such properties, to the extent of the authority's
49 ownership thereof or other interest therein, and all income and obligations of the authority
50 shall be exempt from all taxes and special assessments of the state or any city, county, or
51 other political subdivision thereof. The authority shall have all of the exemptions and
52 exclusions from taxes as are now granted to cities and counties for the operation of
53 properties or facilities similar to the properties and facilities to be owned or operated, or
54 both, by the authority.

55 (d) The authority shall have the same immunity and exemption from liability for torts and
56 negligence as the state, and the officers, agents, and employees of the authority, when in
57 performance of work of the authority, shall have the same immunity and exemption from

58 liability for torts and negligence as officers, agents, and employees of the State of Georgia.
 59 The authority may be sued the same as private corporations on any contractual obligation
 60 of the authority. Any action to protect or to enforce any rights pursuant to the provisions
 61 of this Act or any suit or action against the authority shall be brought in the Superior Court
 62 of Hall County, Georgia. The property of the authority shall not be subject to levy and sale
 63 under legal process. The records of the authority shall be public records which are subject
 64 to Article 4 of Chapter 18 of Title 50 of the O.C.G.A. Nothing in this Act shall be
 65 construed to abridge or change the powers and duties of other authorities, departments,
 66 boards, and like agencies of the city.

67 **SECTION 4.**

68 Directors and meetings.

69 (a) The board shall consist of at least seven directors, who shall be natural persons at least
 70 18 years of age. The members of the board shall be appointed by the mayor and council
 71 of the city and shall be eligible to succeed themselves for a maximum of three consecutive
 72 terms. The members of the board shall serve terms of two years, except for the initial
 73 establishment of the board when three of the seven members shall serve terms of three
 74 years. Appointments shall be made so that representation on the board shall always include
 75 at least the following:

- 76 (1) Hotels and motels, two members;
- 77 (2) Restaurants and food establishments, one member;
- 78 (3) Attractions, two members;
- 79 (4) The director of the Gainesville Parks and Recreation Agency, one member; and
- 80 (5) The city manager of the City of Gainesville, one member.

81 Members shall receive no compensation for their services as members of the authority, but
 82 shall be reimbursed for their proper and reasonable expenses incurred in the performance
 83 of their duties, subject to any limitations imposed by general law on the reimbursement of
 84 public officials and subject to any limitations which may be contained in the bylaws of the
 85 authority.

86 (b) The board shall meet at such times as may be necessary to transact the business coming
 87 before it, but not less often than twice yearly. Either the chairperson or any two other
 88 directors together may call a special meeting of the board. Meetings of the board shall be
 89 open to the public in accordance with the laws of the State of Georgia. Written minutes of
 90 all meetings shall be kept; and, within 30 days following every meeting, a copy of the
 91 minutes shall be furnished to the mayor and council of the city. Meetings shall be
 92 conducted in accordance with the latest version of *Robert's Rules of Order*.

93 (c) At the first meeting of the board, and thereafter subsequently to yearly new
 94 appointments, the directors shall elect a chairperson and a vice chairperson from their
 95 voting members. The chairperson shall preside at meetings of the board and shall vote on
 96 all matters coming before the board. The vice chairperson shall preside at meetings in the
 97 absence of the chairperson. In the absence of both the chairperson and vice chairperson,
 98 the directors present at a meeting shall elect a temporary chairperson to preside at that
 99 meeting, so long as the chairperson and vice chairperson both remain absent from the
 100 meeting. A quorum shall consist of at least four directors of the board. All directors
 101 present at a meeting, including the chairperson, vice chairperson, or any other director
 102 presiding at such meeting, shall be entitled to vote on all matters which shall come before
 103 the board. No vacancy on the board shall impair the right of a quorum to exercise all the
 104 rights and perform all the duties of the authority.

105 **SECTION 5.**

106 Purpose.

107 The purpose of the authority is to promote special events as well as to promote tourism,
 108 conventions, and trade shows within the area in such manner or manners contemplated by
 109 paragraph (4) of subsection (a) of Code Section 48-13-51 of the O.C.G.A. or any other
 110 applicable paragraph of such Code section.

111 **SECTION 6.**

112 Duties.

113 It shall be the duty of the authority to promote special events as well as to promote tourism,
 114 conventions, and trade shows within the area and to operate the authority and its facilities in
 115 a fiscally responsible manner.

116 **SECTION 7.**

117 Powers.

118 (a) The authority shall have all powers allowed by law and consistent with the provisions
 119 of this Act as are necessary or convenient to carry out its corporate purpose, including,
 120 without limitation, the power to:
 121 (1) Adopt and alter a corporate seal;
 122 (2) Purchase advertising promoting special events and promoting tourism, conventions,
 123 and trade shows;

- 124 (3) Encourage, solicit, promote, procure, sponsor, cosponsor, and service conventions,
125 trade shows, and special events;
- 126 (4) Lend financial support through grants, contributions, or otherwise to other
127 governmental entities in furtherance of its corporate purpose after approval by a majority
128 vote of the city council;
- 129 (5) Lend financial support through grants, contributions, or otherwise to private sector,
130 for profit, and nonprofit entities in furtherance of its corporate purpose after approval by
131 a majority vote of the city council, provided that the authority determines that the
132 residents of the area shall receive a substantial benefit therefrom;
- 133 (6) Conduct activities to foster a better public understanding on the part of individuals
134 and businesses of the importance of tourism and the convention and visitors industry to
135 the economy of the city and of the area;
- 136 (7) Conduct activities to encourage and to assist the cooperation between the businesses
137 and industries servicing tourists, conventions, trade shows, and special events;
- 138 (8) Engage in fundraising activities in furtherance of its corporate purpose;
- 139 (9) Appoint an advisory committee and other committees of persons from the public and
140 private sectors without regard to their places of residence;
- 141 (10) Make contracts of every kind and character with, and without limitation, any and
142 all persons, firms, and corporations and the state and any and all political subdivisions,
143 departments, institutions, or agencies of the state are authorized to enter into contracts,
144 leases, or agreements with the authority upon such terms and for such purposes as they
145 deem advisable; and, without limiting the generality of the above, the authority and the
146 city shall be permitted to enter into the following:
- 147 (A) Contracts under which hotel-motel taxes collected by the city are paid to and
148 expended by the authority as contemplated by paragraph (4) of subsection (a) of Code
149 Section 48-13-51 of the O.C.G.A. or any other applicable provision under such law;
- 150 (B) Contracts under which the authority purchases administrative and financial
151 management services from the city to be performed by personnel at the city's cost,
152 which shall include the costs of payroll, employee benefits, supplies, and overhead
153 reasonably allocable to the performance of such services; and
- 154 (C) Lease contracts relating to leases of real property, personal property, or both real
155 and personal property;
- 156 (11) Accept grants of money or materials or property of any kind from the United States
157 or any agency or instrumentality thereof upon such terms and conditions as the United
158 States or such agency or instrumentality may impose;
- 159 (12) Accept grants of money or materials or property of any kind from the State of
160 Georgia or any agency or instrumentality or political division thereof upon such terms

161 and conditions as the State of Georgia or such agency or instrumentality or political
 162 subdivision may impose;

163 (13) Sue and be sued in contract and in tort and complain and defend in all courts;

164 (14) Advise and recommend plans to other public and private sector entities for the
 165 promotion of tourism, conventions, trade shows, and special events;

166 (15) Conduct studies and develop plans for improving tourism in the area;

167 (16) Receive and disburse public funds appropriated by the city, including, but not
 168 limited to, revenues derived from hotel-motel taxes collected by the city; and receive and
 169 disburse funds from private sources and other revenues which may be received from time
 170 to time which would assist in the accomplishment of its corporate purpose; and

171 (17) Do all things necessary or convenient to accomplish its corporate purposes and to
 172 exercise any power permitted by the laws of this state to be exercised by private
 173 corporations which will further the authority's ability to accomplish such purpose, so long
 174 as the exercise of such power is not in conflict with the Constitution or laws of this state.

175 (b) The powers enumerated in each paragraph of subsection (a) of this section are
 176 cumulative of and in addition to those powers enumerated in other paragraphs of
 177 subsection (a) of this section and any other powers elsewhere in this Act or which may be
 178 reasonably inferred from the provisions of this Act.

179 **SECTION 8.**

180 Bylaws.

181 The authority may, by affirmative vote of a majority of all directors, adopt and amend bylaws
 182 to govern the authority, its employees, and operation.

183 **SECTION 9.**

184 Budget.

185 The authority shall prepare an annual budget to be submitted to the city and shall file all
 186 appropriate expenditure reports with the city and the state.

187 **SECTION 10.**

188 Liability limited.

189 Neither the directors of the authority nor any person executing notes, leases, or other
 190 agreements or obligations on behalf of the authority shall be personally liable thereon by
 191 reason of such execution.

192 **SECTION 11.**

193 City not bound.

194 The authority shall have no power or authority to bind the city by any contract, agreement,
195 financial obligation, indebtedness, or otherwise; and no contract, agreement, financial
196 obligation, or indebtedness incurred by the authority shall ever be a claim or charge against
197 the city; provided, however, that both the authority and the city shall be bound to each other
198 by contracts, agreements, financial obligations, or indebtedness between themselves.

199 **SECTION 12.**

200 Oversight.

201 The city council shall be authorized to inspect at its pleasure the state and condition of the
202 authority, its properties, and all books and records pertaining to the authority and its affairs,
203 and the authority shall give it such books and records and furnish it with assistance in making
204 such inspections.

205 **SECTION 13.**

206 Dissolution.

207 Should the authority, for any reason, be dissolved after full payment of all indebtedness
208 previously incurred, both as to principal and interest, title to all property of any kind and
209 nature, real and personal, held by the authority at the time of such dissolution shall be
210 conveyed to the city; or title to any such property may be conveyed prior to such dissolution
211 in accordance with provisions which may be made therefor in any resolution or trust
212 instrument relating to such property, subject to any liens, leases, or other encumbrances
213 outstanding against or in respect to such property at the time of such conveyance.

214 **SECTION 14.**

215 Effective date.

216 This Act shall become effective upon its approval by the Governor or upon its becoming law
217 without such approval.

218

SECTION 15.

219

Repealer.

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