

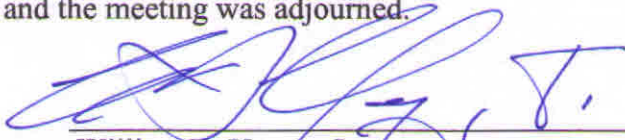
**INVEST GEORGIA BOARD**  
**MINUTES OF A MEETING OF THE BOARD**

**July 26, 2017**

Following notice duly given, including notice to the public published in the Fulton County Daily Report, a meeting of the Invest Georgia Board (the "Board") was held on July 26, 2017, at 2:00 p.m., at the offices of Jones Day in Atlanta, Georgia. Members of the Board in attendance in person included William D. (Bill) Young, its Chairman, and Charles B. (Charlie) Thompson, A. D. Frazier, David G. Hanna and Jeffrey S. Muir. Also in attendance was John E. Zamer of Jones Day.

The meeting was called to order by Mr. Young. The Board then, by unanimous vote, elected to go into Executive Session, exempt from the Georgia Open Meetings Law under an exemption therefrom under Georgia Code Section 50-14-3(b)(2). The Board then began a discussion of certain amendments proposed to the Consulting Agreement between Mr. Massey as Executive Director and the Board, entered into in 2014. In Executive Session the Board discussed the proposed terms concerning the consulting engagement and compensation. The Board directed Mr. Zamer to address the Consulting Agreement and its proposed terms with Mr. Massey and his attorney, and to prepare and negotiate a new Consulting Agreement, instructing Mr. Zamer as to terms the Board would consider approving, to be subject to final approval, as to form and substance, by the Board.

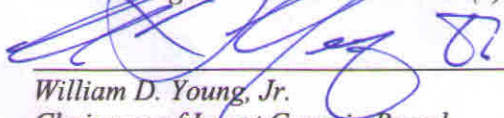
There being no further business to come before the meeting, a motion was made to adjourn the meeting, which was seconded, and the meeting was adjourned.

  
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William D. Young, Jr.  
Chairman of Invest Georgia Board

Affidavit under Georgia Code Section 50-14-4:

State of Georgia  
County of Fulton

I, William D. Young, Jr., Chairman of Invest Georgia Board, hereby swears and attests under oath that the Executive Session referred to in the above Minutes of Invest Georgia Board dated July 26, 2017, was limited exclusively to subject matter within the exception to the Georgia Open Meetings Law provided under Georgia Code Section 50-14-3(b)(2).

  
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William D. Young, Jr.  
Chairman of Invest Georgia Board

Signed and sworn to before me this 1<sup>st</sup> day of August, 2017 by William D. Young, Jr. known to me:

Signature of Notary Public

Name of Notary Public: Victoria B. Orton

My Commission Expires:

Stamp/Seal:

