AGENDA REPORT

MEETING DATE:	November 16, 2026	Regular Steven Krokoff Steven Krokoff (Nov 12, 2026 17:31:20 EST)
DEPARTMENT:	City Manager	Steven Krokoff, City Manager
SECTION OF AGENDA:	New Business	November 16, 2026
AGENDA ITEM TITLE:	Consideration of a Resolution directing the City Manager to deliver a "Diligence Approval Notice" to the Sellers under that certain Purchase and Sale Agreement dated September 21, 2026, regarding the acquisition of the Verizon Place property.	
STATEMENT OF PURPOSE:	To obtain Council direction on whether to proceed beyond due diligence under the Verizon Place purchase agreement.	
FINANCIAL IMPACT:	The purchase price is $26,250,000. The agreement required an initial $100,000 earnest money deposit and requires an additional $500,000 deposit following delivery of the Diligence Approval Notice. Both deposits will be credited toward the purchase price at closing, leaving a remaining balance of $25,650,000, before applicable prorations, closing costs, and adjustments.	
RECOMMENDED ACTION:	Approve the resolution directing the City Manager to deliver the Diligence Approval Notice under the previously approved purchase and sale agreement, authorizing the City to proceed toward closing based on the completed due-diligence review and available funding.	

EXECUTIVE SUMMARY:

Council is asked to direct delivery of the Diligence Approval Notice, advancing the acquisition toward closing after confirmation of acceptable diligence findings and funding.

PURPOSE/BACKGROUND:

On September 21, 2026, City Council approved a purchase and sale agreement with Cellco Partnership and GTE Wireless LLC for approximately 51.32 acres at One, Two, and Three Verizon Place. The agreement establishes a purchase price of $26,250,000 and a 60-day due-diligence period during which the City may evaluate the property before determining whether to proceed with the acquisition.

The due-diligence period is scheduled to expire on November 20, 2026, with closing anticipated by December 1, 2026, subject to the terms of the purchase agreement. Council's November 16 consideration provides direction on whether to proceed with the acquisition before the contractual deadline.

Under the Memorandum of Understanding presented separately for Council consideration, the City would assign its interest in the purchase agreement to the Development Authority of Milton, which would complete the acquisition using funds provided by the City. The City would retain sole authority over the decision to approve or terminate due diligence. Following acquisition and identification of the park parcel or parcels to the City's satisfaction, the Authority would convey those areas to the City, with the remaining property managed for complementary economic development.

STAFF ANALYSIS:
The City's due-diligence efforts have included title and easement review, property surveys, appraisal, environmental and building assessments, demolition planning, telecommunications requirements, and evaluation of potential recreation and economic development opportunities. Based on the findings of these efforts and the status of any remaining issues, Council is being asked to authorize delivery of the Diligence Approval Notice, allowing the acquisition to advance toward closing.

This action would confirm the City's decision to proceed under the purchase agreement but would not constitute approval of a final site development plan, specific recreational improvements, or future redevelopment activities.

FINANCIAL IMPACT:
The agreement required a $100,000 initial deposit and requires an additional $500,000 deposit within the contractual period following diligence approval. Both deposits are credited toward the purchase price at closing. With both deposits applied, the remaining purchase-price balance would be $25,650,000, before interest credits, prorations, closing costs, and other adjustments.

The City will also incur transaction and ownership costs, including applicable legal, title, survey, environmental, maintenance, security, demolition, and site-development expenses. Future parcel-sale proceeds are an intended means of reducing the City's net investment, but their amount and timing are not guaranteed. The purchase agreement is not contingent on financing.

ALTERNATIVES CONSIDERED:
Council may authorize delivery of the approval notice, direct termination under the agreement, or seek an extension or revised terms acceptable to the sellers. Deferral alone does not extend the diligence period.

LEGAL AND REGULATORY CONSIDERATIONS:
This resolution provides the subsequent Council decision contemplated when the purchase agreement was presented. Under Section 5(c), delivery of a Diligence Approval Notice is the City's unconditional and irrevocable election to waive its broad right to terminate the agreement during due diligence. The initial deposit then becomes nonrefundable except as otherwise expressly provided in the agreement. Other contractual closing conditions and protections remain applicable.

If the City delivers neither an approval notice nor a termination notice by the contractual deadline, the agreement provides for automatic termination. Accordingly, the decision must be made and communicated within the agreement's required time.

OPERATIONAL IMPACT:
Staff would coordinate delivery of the Diligence Approval Notice, payment of the additional earnest money deposit, and remaining activities necessary to prepare for closing within the contractual deadlines. Following acquisition, the City and its contractors would be responsible for ongoing property maintenance and monitoring, while planning for future uses would require coordination between the City and Development Authority.

COMMUNITY/STAKEHOLDER IMPACT:
The acquisition would allow the City to plan the Verizon property together with its existing Deerfield holdings, with expanded recreation and public space as a central purpose. Complementary economic development on portions of the property could help offset the public investment and expand the tax base. The final allocation of land and specific improvements remain subject to further planning and approval.

STRATEGIC ALIGNMENT:
Aligns with Strategic Priority #2, Continue.smart.land.planning.to.keep.Milton.unique, and Strategic Priority #3, Acquire?manage?and.develop.public.land.and.resources.to.support.Milton's.high.quality.of.life, by supporting coordinated planning for future park, recreation, and economic development opportunities.

STAFF RECOMMENDATION:

Approve the resolution directing the City Manager to deliver the Diligence Approval Notice, subject to confirmation before delivery that the final diligence findings are acceptable, material outstanding issues have been addressed, and Finance has confirmed the funds and authorizations needed to meet the City's obligations.

REVIEWS & APPROVALS:

Financial Review: Bernadette Harvill, Deputy City Manager – Bernadette Harvill (Nov 12, 2026 17:32:03 EST)

Legal Review: Jeff Strickland, Jarrard & Davis, LLP – November 12, 2026

Concurrent Review: Stacey Inglis, Deputy City Manager – Stacey Inglis (Nov 12, 2026 17:32:29 EST)

ATTACHMENTS:

Resolution directing delivery of the Diligence Approval Notice

STATE OF GEORGIA **RESOLUTION NO. _____**
COUNTY OF FULTON

A RESOLUTION OF THE MAYOR AND COUNCIL OF THE CITY OF MILTON, GEORGIA, TO DIRECT THE CITY MANAGER TO DELIVER A "DILIGENCE APPROVAL NOTICE" TO THE SELLERS IN ACCORDANCE WITH THAT CERTAIN PURCHASE AND SALE AGREEMENT DATED SEPTEMBER 21, 2026, REGARDING THE ACQUISITION OF THE VERIZON PLACE PROPERTIES

WHEREAS, on September, 21, 2026, the City entered into a Purchase and Sale Agreement, as Buyer, with Cellco Partnership and GTE Wireless LLC, as Sellers, for approximately 51.32 acres at One, Two, and Three Verizon Place (the "Property"); and

WHEREAS, the Agreement, at Section 5(c), establishes a 60-day period for the City to evaluate the Property before deciding whether to proceed with the acquisition (the "Due Diligence Period"); and

WHEREAS, the Due Diligence Period runs from the Agreement Date (September 21, 2026) through and including November 20, 2026 (the "Diligence Approval Date"); and

WHEREAS, on or by the Diligence Approval Date, the City must deliver written notice to the Sellers of either (i) Buyer's unconditional and irrevocable election to terminate the Agreement (a "Diligence Termination Notice"), or (ii) Buyer's unconditional and irrevocable election to waive its right to terminate this Agreement (a "Diligence Approval Notice"); and

WHEREAS, the Agreement provides that if Buyer fails to timely deliver either of the two notices referenced above, then Buyer will be deemed to have delivered to Sellers a Diligence Termination Notice; and

WHEREAS, the City finds that the acquisition of the Property would allow the City to coordinate the future redevelopment of the Property together with the City's existing Deerfield holdings, with expanded recreation and public space as a central purpose, and that complementary economic development on portions of the Property could help offset the public investment and expand the tax base.

NOW, THEREFORE, BE IT RESOLVED, by the Mayor and Council of the City of Milton that the City Manager is hereby directed to timely deliver a Diligence Approval Notice, subject to confirmation before delivery that the final diligence findings are acceptable, material outstanding issues have been addressed, and

Finance has confirmed the funds and authorizations needed to meet the City's obligations under the Agreement may be met.

SO RESOLVED this _____ day of _____, 2026.

_____
Peyton Jamison, Mayor

Attest: _____
Tammy Lowit, City Clerk

(SEAL)