

ATLANTA BELTLINE, INC.

ANNUAL REPORT

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AN URBAN
TRANSFORMATION



Three, 30-foot knitted bridge coozies by the Knitterati titled "BeltLine Beasties" on display in Reynoldstown during Art on the Atlanta BeltLine.

THE ORGANIZATION THE PROJECT TRAILS PARKS TRANSIT AFFORDABLE HOUSING PLANNING AND ECONOMIC DEVELOPMENT SUSTAINABILITY PUBLIC ART THE NUMBERS

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**"THESE ACCOMPLISHMENTS,
ALONG WITH THE PROGRESS MADE
IN PREVIOUS YEARS, HAVE BUILT
A FOUNDATION FOR EQUITABLE
DEVELOPMENT THAT WILL LIFT UP
AND IMPROVE OUR GREAT CITY FOR
DECADES TO COME."**



It is with great pride that I share with you the 2012 accomplishments of the Atlanta BeltLine, one of the most transformative and innovative projects in the nation. This Annual Report highlights the great strides we have taken together over the past year to make Atlanta a greener, more livable city with world-class public spaces, transportation infrastructure and greater economic vitality.

LETTER FROM THE MAYOR

In 2012, we built on the progress of previous years, delivering more tangible projects to reality and improving the city in the process. Thanks to the generous support of Kaiser Permanente Georgia and Sarah and Jim Kennedy, we were able to open the first section of the trail system in the old rail corridor, the Eastside Trail. It was my honor to dedicate this magnificent new public space and transportation corridor on October 15, 2012 with hundreds of people in attendance. Since 2005, there has been more than \$775 million in new private development completed or in progress within a half mile of the trail. The huge numbers of people using the trail since its opening and those who will use it in the future recognize the incredible impact it is having on the city — and the impact future sections will have as well.

Beyond the Eastside Trail, we were able to advance transit through the federal environmental process, create more affordable housing, produce another incredible season of *Art on the Atlanta BeltLine*, the largest temporary public art program in the City, adopt an Environmental Justice Policy and begin work on an urban farm in southwest Atlanta.

These accomplishments, along with the progress made in previous years, have built a foundation for equitable development that will lift up and improve our great city for decades to come. I commend Atlanta BeltLine, Inc. and all of its partners for another year of great success.

Kasim Reed, Mayor
City of Atlanta

LETTER FROM THE CHAIRMAN OF THE BOARD



On behalf of the Board of Directors, it is my pleasure to present the Atlanta BeltLine, Inc. (ABI) 2012 Annual Report. As an organization, we took several steps forward both by opening new sections of the Atlanta BeltLine and instituting policies that will guide us in the years ahead. As stewards of both public and private resources in delivering the Atlanta BeltLine vision, the Board enacted greater fiscal controls that will further improve the accountability, transparency and strength of the organization. We were pleased to once again receive an unqualified opinion from our auditor regarding our year-end financial statements and secure several new grants to advance the project.

Once again, the progress we achieved this year was only possible due to the participation and support of the Tax Allocation District partners, the City of Atlanta, Fulton County and the Atlanta Public Schools. ABI's expert staff continued its excellent work with our incredible partners, who help us deliver every aspect of this project. Invest Atlanta; The Atlanta BeltLine Partnership; the PATH Foundation; Trees Atlanta and the Trust for Public Land all continued to play critical roles both funding and implementing the project. City of Atlanta departments of Parks, Recreation and Cultural Affairs; Watershed Management; Planning and Community Development; Police; Finance; and Public Works remain vital partners in this endeavor, and we are grateful for their ongoing participation. The Georgia Environmental Protection Division and the Georgia Department of Transportation, the Atlanta Regional Commission, MARTA, the U.S. Environmental Protection Agency, the Federal Transit Administration and others continue to assist and guide our efforts and we are grateful for their support.

As we develop the Implementation Plan for delivering the rest of the project, we look forward with great excitement to the progress and success that lies ahead. As the new parks, trails, affordable housing and other critical infrastructure have demonstrated, public demand for the Atlanta BeltLine is extremely high, and it is only with the public's ongoing participation and support that we will fulfill the true promise of the Atlanta BeltLine vision. We are appreciative of the public's enthusiasm and engagement and take our role as stewards of the Atlanta BeltLine vision very seriously. Thank you for giving us the opportunity to serve you in delivering this incredible project.

John S. Somerhalder, Jr., Chairman, Board of Directors
Atlanta BeltLine, Inc.

In the six years since Atlanta BeltLine, Inc. was formed, 2012 was perhaps the most exciting in terms of how much of the project has now been completed. With the opening of the Eastside Trail, Atlantans were able to experience for the first time the absolutely transformative nature of this project — and what redeveloping the 22 miles of old rail corridors will do for Atlanta.

While the Eastside Trail is the most visible piece of the Atlanta BeltLine to open thus far, creating 30 additional acres of greenway in the city, ABI also dedicated its efforts towards projects that are still in their early stages and will come to fruition in the years to come. With the completion of the Tier 1 Environmental Impact Statement, the Atlanta BeltLine is now in a class with other national transit projects competing for federal transit funding. The completion of all 10 subarea master plans lays the foundation for how private development will occur, adding more density, walkability and connectivity throughout the city. The adoption of an Environmental Justice Policy will help disinvested Atlanta BeltLine communities and neighborhoods have a brighter, cleaner and green future. These are critical milestones that are every bit as important as the opening of new sections of the Atlanta BeltLine, and will enable us to develop the rest of the project.

Finally, we are working with the community and public and private partners on a new Implementation Plan that will show how the project will develop over time, and input from the diverse stakeholders has been as critical as ever in its development. With so much accomplished, there is still so far to go before this project is complete. Please stay involved and help us keep moving this project forward. We look forward to seeing you on the Atlanta BeltLine.

Lisa Y. Gordon, Interim Leader/Chief Operating Officer
Atlanta BeltLine, Inc.

LETTER FROM THE CHIEF OPERATING OFFICER



THE ORGANIZATION

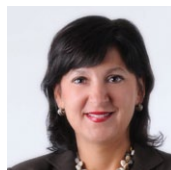
Board of Directors



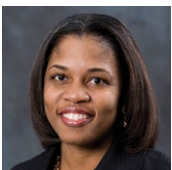
THE HONORABLE KASIM REED,
Mayor, City of Atlanta



JOHN SOMERHALDER, JR.,
Atlanta BeltLine, Inc. Chair



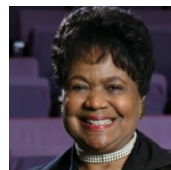
ELIZABETH B. CHANDLER,
Atlanta BeltLine, Inc. Vice Chair



LACHANDRA BUTLER BURKS,
Atlanta BeltLine, Inc. Treasurer;
Atlanta Board of Education, District 5



THE HONORABLE JOYCE M. SHEPHERD,
Atlanta City Councilmember, District 12



THE HONORABLE EMMA DARNELL,
Fulton County Board of Commissioners, District 5



R. CHARLES SHUFELDT,
Atlanta BeltLine Partnership Appointee



CATHY WOOLARD,
Community Representative



ERNESTINE GAREY,
Invest Atlanta Appointee

The Team

Pictured left to right:

Patrick Sweeney, Jonathan Lewis, Rukiya Eaddy, Patrise Perkins-Hooker, Randy Gibbs, Giovanni Consetino, Lee Harrop, Meghan Injaychock, Kevin Burke, Jenny Odom, Lynnette Reid, James Alexander, Catherine Owens, Lisa Gordon, Marshall Norwood, Cheryl Lockett, Stefan Jaskulak, Valinda Johnson Brown, Fred Yalouris, Nathan Conable, Tameka Silas, Ethan Davidson, Beth McMillan, Brian Hooker, Rhonda Forge, Elan Buchen, Heather Hussey-Coker (not pictured)



Fellowship Program

ABI has been committed to developing future skilled leaders by providing an invaluable work experience to graduate students from a wide variety of disciplines through a Fellowship Program. Since 2010, ABI has offered a Summer Program and a Fall-Spring Program. The Fellows are actively involved in all aspects of the technical and policy work underway.

The Fellows for the 2012-2013 academic year are:

Giovanni Consetino — Giovanni is a graduate student at Georgia State University studying for his Master's in Geoscience with an emphasis on Environmental Geography.

Randy Gibbs — Randy is a graduate student at Georgia Tech studying for his Master's in Public Policy.



THE PROJECT

ATLANTA
MEMORIAL
PARK

TANYARD
GREEN
PARK

ATLANTIC
STATION

ATLANTA
BOTANICAL
GARDENS

Piedmont
Park
Expansion

Waterworks

GEORGIA
TECH

GEORGIA
AQUARIUM

WORLD OF
GEORGIA COCA COLA
DOME

GEORGIA
INDEPENDENCE
DOME

GEORGIA
UNIVERSITY
CENTER

TURNER
FIELD

Grant Park

ZOO

ATLANTA

DN Stanton

Four
Corners
Park

High School

ko
Pa

THE ATLANTA BELTLINE IS THE LARGEST AND MOST COMPREHENSIVE URBAN REDEVELOPMENT EFFORT EVER UNDERTAKEN IN THE CITY OF ATLANTA

and among the largest sustainable redevelopment and mobility projects in the nation. The Atlanta BeltLine will shape the way Atlanta and surrounding areas grow over the next several decades through significant investments in transit, trails, parks, affordable housing, long-term land use and transportation planning. This annual report reflects how resources are being leveraged to bring this project from concept to reality.



2005

2006

2007

Project History

APRIL 2005 Atlanta BeltLine Partnership created.

NOVEMBER 2005 The Atlanta BeltLine Redevelopment Plan and the BeltLine TAD are approved by the Atlanta City Council, Fulton County Board of Commissioners, and the Atlanta Public School Board of Education following a 6-month process of community input.

JULY 2006 Atlanta BeltLine, Inc. (ABI) was formed by Invest Atlanta and the Five Year Work Plan was adopted by City Council.

APRIL 2006 The City of Atlanta purchased the Bellwood Quarry — home to the future 300-acre Westside Reservoir Park.

JANUARY 2007 The Atlanta BeltLine Affordable Housing Advisory Board (BAHAB) was established.

MARCH 2007 The Atlanta BeltLine Tax Allocation District Advisory Committee (TADAC) was established.

MARCH 2007 Master planning and community engagement commenced, consistent with the Citizen Participation Framework adopted by City Council.



JUNE 2007 Twenty one acres of land acquired in Southeast Atlanta for future Boulevard Crossing Park.

NOVEMBER 2007 ABI purchased the 4.5-miles Northeast Corridor, the first piece of Right of Way (ROW) to be secured for the Atlanta BeltLine.

SUMMER 2008 MARTA and the Federal Transit Administration, in partnership with ABI, commenced the Tier 1 Environmental Impact Statement, to make the project competitive for future federal transit funding.

THE VISION

These are the key elements that will be developed over the life of the Atlanta BeltLine Project:

22 Miles of Modern Streetcar Rail Transit

33 Miles of Multi-Use Trails

1,300 Acres of Parks

5,600 Units of Affordable Housing

1,100 Acres of Brownfield Remediation

Public Art

Historic Preservation

*D.H. Stanton Park in South Atlanta.
Photo credit: Christopher J. Martin*

2008

2009

2010

OCTOBER 2008 West End Trail Phase I (1.5 miles), built by the PATH Foundation, opened in southwest Atlanta — enhanced by Trees Atlanta's Atlanta BeltLine arboretum. Atlanta BeltLine renovated Gordon White Park.

OCTOBER 2008 Atlanta BeltLine Affordable Housing Trust Fund policies adopted by City Council. First Atlanta BeltLine TAD Bonds issued, totaling \$64.5 million. The Atlanta BeltLine Affordable Housing Trust Fund was capitalized with \$8.8 million in TAD Bond proceeds.

JUNE 2009 With the Atlanta BeltLine TAD Advisory Committee, ABI developed and adopted an equitable development plan.

JULY 2009 ABI entered an option agreement and a lease with GDOT for 3.5 miles of the Atlanta BeltLine corridor in the southwest and Reynoldstown.

APRIL 2010 The Northside Trail (1 mile), built by the PATH Foundation, opened to the public.

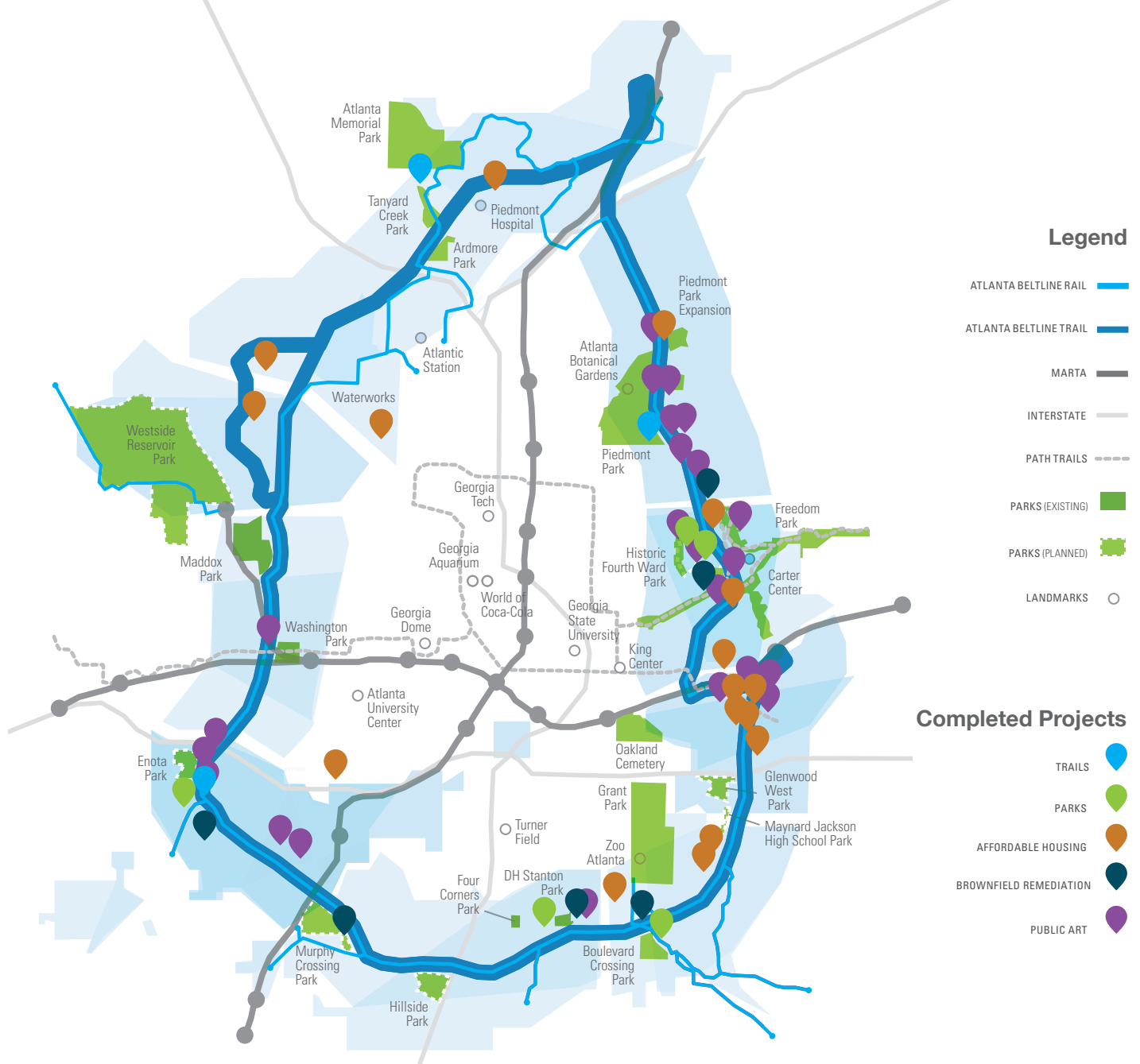
MAY 2010 *Art on the Atlanta BeltLine*, first ever temporary public art exhibit on the Atlanta BeltLine, opened to the public.

JULY 2010 The West End Trail Phase II (1 mile) in southwest Atlanta, built by the PATH Foundation, opened to the public for a total of 2.5 miles.

OCTOBER 2010 ABI adopted Community Benefit Guiding Principles.

MAY 2011 D.H. Stanton Park re-opened to the public as an eight-acre park on the Atlanta BeltLine corridor in southeast Atlanta.

JUNE 2011 Historic Fourth Ward Park and Skatepark (17 acres total) opened to the public.



2011

SEPTEMBER 2011 Boulevard Crossing Park Phase I (5 acres) opened to the public.

SEPTEMBER 2011 Second annual *Art on the Atlanta BeltLine* exhibit is held.

SEPTEMBER 2011 ABI acquired former Triumph Lofts development out of receivership to convert to affordable housing as the Lofts at Reynoldstown Crossing in southeast Atlanta.

2012

DECEMBER 2011 ABI held first-ever drawing for 28 new affordable homes at the Lofts at Reynoldstown Crossing.

APRIL 2012 The final of 10 Master Plans for the Atlanta BeltLine planning area was adopted by Atlanta City Council, completing the 5-year citywide effort.

MAY 2012 ABI and City of Atlanta Department of Parks, Recreation and Cultural Affairs opened the new splash pad in Perkerson Park in southwest Atlanta.

AUGUST 2012 ABI Board of Directors adopted the Atlanta BeltLine Environmental Justice Policy.

SEPTEMBER 2012 The Federal Transit Administration issued a Record of Decision for the Tier 1 Environmental Impact Statement — a critical step towards securing federal transit funding.

OCTOBER 2012 The Eastside Trail opened to the public — the first section of trail to be built within the old railroad corridor.

THE COMMUNITY

From the very beginning of the project, before there was an Atlanta BeltLine, Inc., active involvement and participation by the community has been a hallmark of the Atlanta BeltLine. In 2012, ABI and its partners continued to work with and reach the community in new ways, engaging thousands more people through meetings, events, online and through social media.

ABI led conversations with the community on several critical topics, such as transit implementation, environmental justice, the Regional Transportation Referendum (TSPLOST) and the Atlanta BeltLine Implementation Plan. In total, over 1,000 people attended 45 community outreach meetings during the year.

ABI also expanded its outreach efforts through digital communications and social media. By the end of 2012, ABI reached more than 20,000 people through Facebook and Twitter and more than 20,000 through a weekly e-newsletter. Facebook fans increased more than 50% over the prior year.

In May 2012, ABI and The Atlanta BeltLine Partnership launched the newly redesigned and reorganized Atlanta BeltLine website, BeltLine.org, driving record traffic with more than 1.1 million page views and nearly 350,000 visits over the course of the year, a 53% increase over 2011. New features on the website include an interactive map and the Atlanta BeltLine Blog with multiple posts every week on a range of topics. In total, ABI posted 170 blog posts in 2012, providing the community with more information than ever before on every aspect of the project.

Additional programs that engaged thousands of people will be covered in other sections of this report.

UNPRECEDENTED COMMUNITY ENGAGEMENT



Photo credit: Christopher T. Martin



GRANTS, AWARDS & RECOGNITION

In 2012, Atlanta BeltLine, Inc. was honored to receive the following grants and awards:

Grants

Livable Centers Initiative Grant

for improvements to the Ponce de Leon Avenue streetscape around Ponce City Market and vertical connections from Ponce de Leon Avenue to the Eastside Trail — \$4 million

Atlanta Regional Commission (ARC) Grant

to continue environmental analysis for transit — \$1.47 million

U.S. Environmental Protection Agency

Targeted Brownfield Assessment Grant

for Boulevard Crossing — \$300,000

National Fish and Wildlife Foundation — Five Star Restoration

for the Urban Agriculture Site — \$30,000

The Sara Giles Moore Foundation Grant

for *Art on the Atlanta BeltLine* — \$15,000

The International Interior Design Association Public Art Grant

for railroad artifact sculpture to be constructed in 2013 — \$15,000

Fulton County Arts Council Grant

for *Art on the Atlanta BeltLine*'s concert in southwest Atlanta — \$6,000

Awards and Recognition

Atlanta Regional Commission (ARC)

“Development of Excellence Award”

for Historic Fourth Ward Park. This is the highest honor bestowed by ARC.

PEDS Golden Shoe Award

“Best Pedestrian-Friendly Trail”

for the Eastside Trail

Atlanta Magazine Groundbreaker Award

Creative Loafing Best of Atlanta

“Best New Shiny Pretty Thing”

for the Eastside Trail

Creative Loafing Best of Atlanta

“Best New Thing”

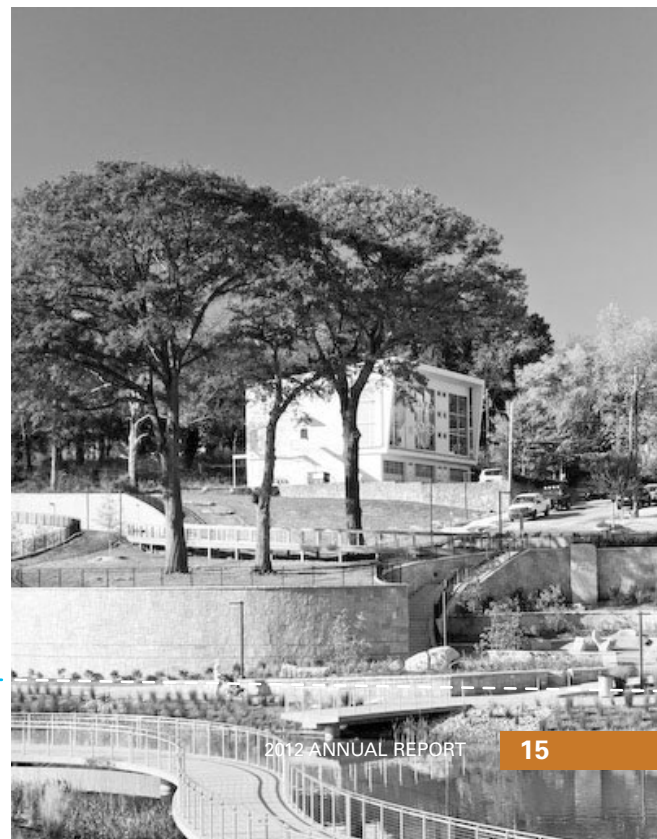
for the Atlanta BeltLine

Atlanta Public Schools Department of K-12, College and Career Readiness Outstanding Partnership Award


for *Art on the Atlanta BeltLine*



Bottom left and right, photo credit: Christopher T. Martin



THE TRAILS



On Monday, October 15, 2012, Mayor Kasim Reed led the official dedication of the Atlanta BeltLine Eastside Trail. It has quickly become one of the most popular public spaces in Atlanta, demonstrating the pent-up demand for the first trail on the Atlanta BeltLine corridor. In addition, since 2005 there has been more than \$775 million in new private development within a half mile of the trail either completed or underway.

The Eastside Trail

The Eastside Trail, a 2.25-mile long section of the Atlanta BeltLine, running from Irwin Street to 10th Street and Monroe Drive, connects the neighborhoods of Inman Park, Old Fourth Ward, Midtown, Poncey-Highlands and Virginia Highland. It contains a 14-foot wide concrete trail and 30 acres of landscaped greenway, including spaces for both public art and a naturalistically designed exercise station. This section of trail also connects Piedmont Park to Freedom Park and Historic Fourth Ward Park and Skatepark — and connects to the PATH Foundation trail running from Stone Mountain to downtown Atlanta. This trail opens up alternative commute options and will eventually connect to a new streetcar network between a number of vital work and residential centers.

This is the first phase of development for a corridor which will eventually contain all of the elements of the Atlanta BeltLine vision — pedestrian-friendly rail transit, a multi-use trail, greenspace and connectivity with surrounding developments and neighborhoods. This is also the first section of the old rail corridor to be developed. As part of the project, significant underground infrastructure was installed before work on the trail itself began. This work included a utility duct bank that will help carry power for lighting as well as current and future utilities that use the corridor; retaining walls to maintain the width of the corridor for both transit and trails; the installation of a new bridge for the trail over Ralph McGill Boulevard, and the remediation and rehabilitation of the historic rail bridge over Ponce de Leon Avenue.

The PATH Foundation served as construction manager for this project. The Astra Group was the contractor and Perkins+Will led the design team.

Atlanta BeltLine Arboretum

The Eastside Trail is the second segment of multi-use trail to be lined with hundreds of trees thanks to a partnership with local non-profit Trees Atlanta. Almost 700 large trees comprise this section of the Atlanta BeltLine Arboretum, a collection of trees that loops around the trails, parks, and neighborhoods of the Atlanta BeltLine. Hundreds of volunteers helped plant more than 200 trees as part of the Arboretum in December of 2012.

Partners

These strong, lasting partnerships brought the Eastside Trail to fruition with the Atlanta BeltLine, Inc.:

Mr. and Mrs. Jim Kennedy

Kaiser Permanente Georgia

City of Atlanta

Fulton County and Atlanta Public Schools, who sponsor the Tax Allocation District with the City of Atlanta

Invest Atlanta

The Atlanta BeltLine Partnership

PATH Foundation

Trust for Public Land

Trees Atlanta

U.S. Environmental Protection Agency, Region 4

Georgia Environmental Protection Division

Georgia Department of Transportation

Perkins+Will and the Corridor Design team

Astra Group, the contractor for this project

More than 30 property owners along the corridor who provided critical easements free of charge

Project Basics

2.25-mile multi-use trail.

30 acres of landscaped greenway.

Economic Impact

\$775 million in new private development either completed or underway within a half mile of this section of the Atlanta BeltLine.

Environmental Impact

Approximately 1,700 tons of contaminated soil was removed for the development of this corridor.

Funding

\$2.5 million donated by Sarah and Jim Kennedy through the PATH Foundation.

\$2.5 million donated by Kaiser Permanente Georgia.

\$5.5 million of Atlanta BeltLine TAD funding invested in construction and development.

\$750,000 contributed by Trees Atlanta to support the cost of the arboretum.

\$850,000 provided from an Environmental Protection Agency (EPA) revolving loan fund for remediation of the site before construction commenced.

The completion of the Eastside Trail combined with the first two trails on the Atlanta BeltLine — the West End Trail and the Northside Trail — brings the total of permanent trails to nearly six miles along and near the corridor.

Eastside 10k

Since substantial completion in October of 2012, thousands and thousands of people have been enjoying the Eastside Trail for both recreation and commuting. On December 1, The Atlanta BeltLine Partnership held the sold-out Atlanta BeltLine 10K race with more than 1,500 participants on the Eastside Trail.





All Photos: Christopher T. Martin





**WITH CONNECTIONS
BETWEEN THE
BEECHER HILLS AND
WESTWOOD TERRACE
NEIGHBORHOODS, THE
TRAIL WILL ALLOW
FOR IMPROVED ACCESS
TO BEECHER HILLS
ELEMENTARY SCHOOL.**



Southwest Connector Trail

The Atlanta BeltLine Southwest Connector Trail phase I will be part of the 33-mile network of Atlanta BeltLine trails and will eventually connect to the 22-mile Atlanta BeltLine in the Westview neighborhood in southwest Atlanta. The spur trail winds through a serene stretch of woods, originating at the existing Lionel Hampton Trail and emerging onto Westwood Avenue. With connections between the Beecher Hills and Westwood Terrace neighborhoods, the trail will allow for improved access to Beecher Hills Elementary School.

The PATH Foundation is managing the design and construction and has already started clearing ground for the project. The Atlanta BeltLine Southwest Connector Trail is funded by City of Atlanta Park Improvement Bonds. The Department of Watershed Management provided a critical easement for the trail. The trail is expected to open in 2013.

Phase I of the Southwest Connector Trail along with the Eastside Trail, the West End Trail and the Northside Trail will bring the total of permanent trails to nearly seven miles along and near the corridor.

Spur Trails

The Atlanta BeltLine trail network includes 22 miles of trails following the Atlanta BeltLine corridor and 11 miles of spur trails that connect surrounding neighborhoods to the Atlanta BeltLine. The Southwest Connector Trail is one of the many spur trails that will be built as part of the project.



THE PARKS





The Atlanta BeltLine has already increased the footprint of Atlanta's greenspace significantly with some of the most sustainable and magnificent parks in the city. Each new park removed industrial contaminants from the ground and created beautiful new public spaces for the community to enjoy. Each park was achieved through partnerships with the public and private sectors and strong community involvement and support.



Parks pictured here:

D.H. Stanton Park, *Opposite*
 Historic Fourth Ward Skatepark, *Top Left*
 Historic Fourth Ward Park, *Top Right*
 Gordon White Park, *Middle Left*
 Boulevard Crossing Park, *Bottom Left*

Top left, top right and bottom photo credit: Christopher T. Martin

Enota Park Master Plan

The future Enota Park is nestled in between the historic neighborhoods of Westview and West End and shares its eastern border with the Atlanta BeltLine's southwest corridor. With mature trees that predate the railroad and a stream that feeds Proctor Creek, Enota Park's natural features offer tremendous potential for a combination of woodland preserves and open playscapes.

The master plan presents the long-term vision and strategy for Enota Park. Led by a steering committee of representatives from key area organizations, study groups comprised of the general public participated in a series of meetings that were held for review and comment on the concept creation and development of final recommendations and implementation plans. Community input along with technical analysis led to the vision that includes the following possible elements:

Large woodland preserve

Trail system

Multi-purpose play field

Playground

Small open lawn

Stream restoration

Event lawn

High point pavilion

Entry plaza

Community garden

Dog park

I-20 buffer

When fully built out, Enota Park will seamlessly connect with other parks along the southwest corridor including Gordon White Park to the south, Maddox Park and eventually Westside Reservoir Park to the north.

**ENOTA PARK'S NATURAL
FEATURES OFFER
TREMENDOUS POTENTIAL
FOR A COMBINATION OF
WOODLAND PRESERVES
AND OPEN PLAYSCAPES.**



Perkerson Park Master Plan

Perkerson Park is a 50-acre City of Atlanta Park located half a mile from the Atlanta BeltLine in the Sylvan Hills and Capitol View neighborhoods. The park's active use elements include a recreation center, splash pad, tennis courts, basketball courts, a playground, ball fields, a pavilion and a new disc golf course. Passive amenities include walking paths, open fields, a stream and a tract of woods. Public art also takes front stage on the Deckner Avenue side of the park.

In June 2012, the City of Atlanta adopted Atlanta BeltLine, Inc.'s Perkerson Park Master Plan. By giving a framework for the long-term and short-term vision and strategy, the master plan can enhance the park in a manner that responds to community desires and environmental needs. The master plan

identifies opportunities to create a complete pedestrian and bicycle circulation system to improve movements between amenities and to work in conjunction with the existing vehicular system. New water features will assist with stream restoration and storm water run-off issues. Planned park improvements will also promote safety and provide direct connections to adjacent neighborhoods and the surrounding single family homes.

New Splash Pad!

Families gathered in Perkerson Park and children waited impatiently for fountains to start gushing during the splash pad grand opening event on May 19, 2012. With leadership from City Councilmember Joyce Sheperd and the Department of Parks, Recreation and Cultural Affairs and a generous donation from the

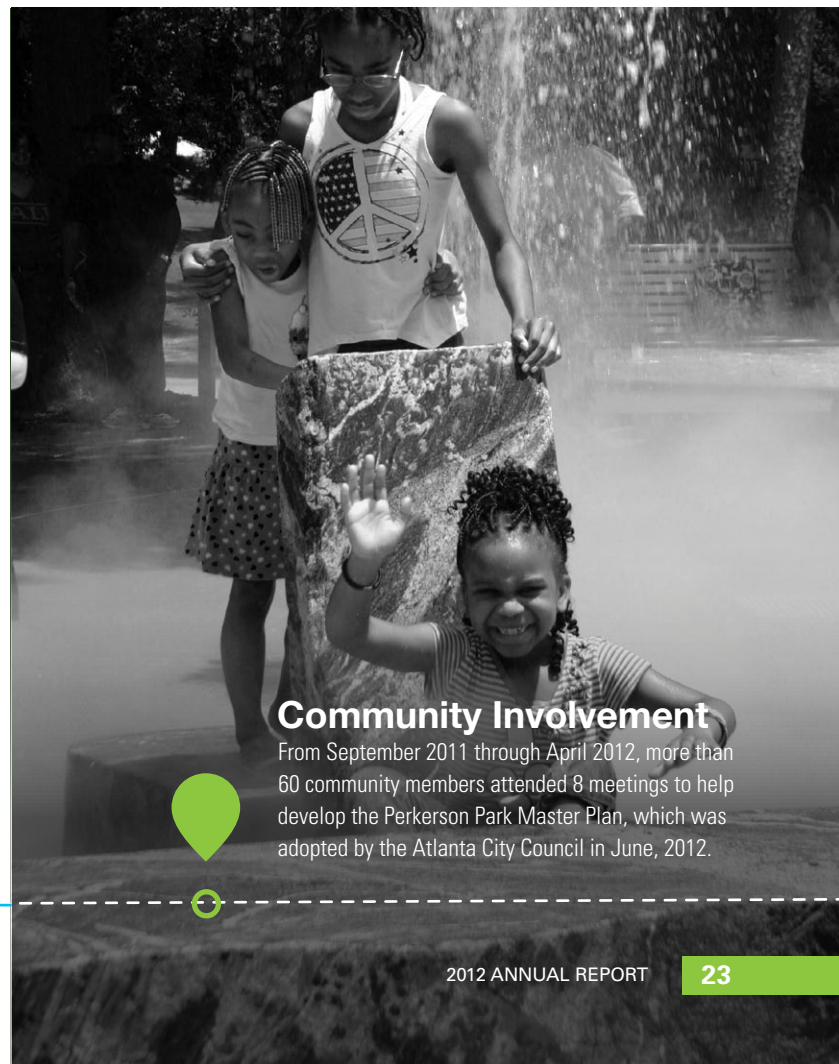
Arthur M. Blank Family Foundation, Perkerson Park in southwest Atlanta is now home to a beautiful new splash pad. Atlanta BeltLine, Inc. managed the design and construction of the new water feature, which includes the artwork of Maria Artemis in a series of granite boulders that form a fountain and double as seating. The splash pad features in-ground spray and fog elements and is designed for three age groups.

The splash pad is the first of many elements to be completed under the new master plan for this 50-acre greenspace.

The playground and splash pad are located at 770 Deckner Avenue, Atlanta, 30310.



Commissioner George Dusenbury of the Department of Parks, Recreation and Cultural Affairs and Councilmember Joyce Sheperd played crucial roles in bringing the splash pad to fruition.



Community Involvement

From September 2011 through April 2012, more than 60 community members attended 8 meetings to help develop the Perkerson Park Master Plan, which was adopted by the Atlanta City Council in June, 2012.

TRANSIT AND TRANSPORTATION

Education & Outreach

In 2012, ABI performed extensive education and outreach into communities related to the Atlanta Streetcar Expansion Strategy and the Regional Transportation Referendum. With an outreach strategy that included presentations, tours, grassroots gatherings, blog posts and e-newsletters, ABI staff and volunteers reached more than 20,000 people in all segments of the Atlanta BeltLine.



Critical Federal Environmental Study Completed

For four years, the transit and transportation team at Atlanta BeltLine, Inc. and MARTA worked tirelessly towards completion of a critical study that lays the groundwork for future federal funding. The Tier 1 Final Environmental Impact Statement (FEIS) determines the alignment of transit and trails in the Atlanta BeltLine corridor, advances transit implementation and keeps the project eligible for future federal funds.

The Tier 1 FEIS for the 22-mile corridor was conducted by MARTA in partnership with ABI on behalf of the Federal Transit Administration (FTA). This significant milestone has allowed ABI, with FTA's support, to make key planning decisions called for in the 2006 Atlanta BeltLine Five Year Work Plan, including:

- Determination of a preferred alignment of the Atlanta BeltLine trails and transit in the northwest quadrant of the city, where freight rail is the most active
- Selection of modern streetcar as the technology for the project, which is the same technology being used by the Atlanta Streetcar
- Identification of right-of-way needed to construct the project



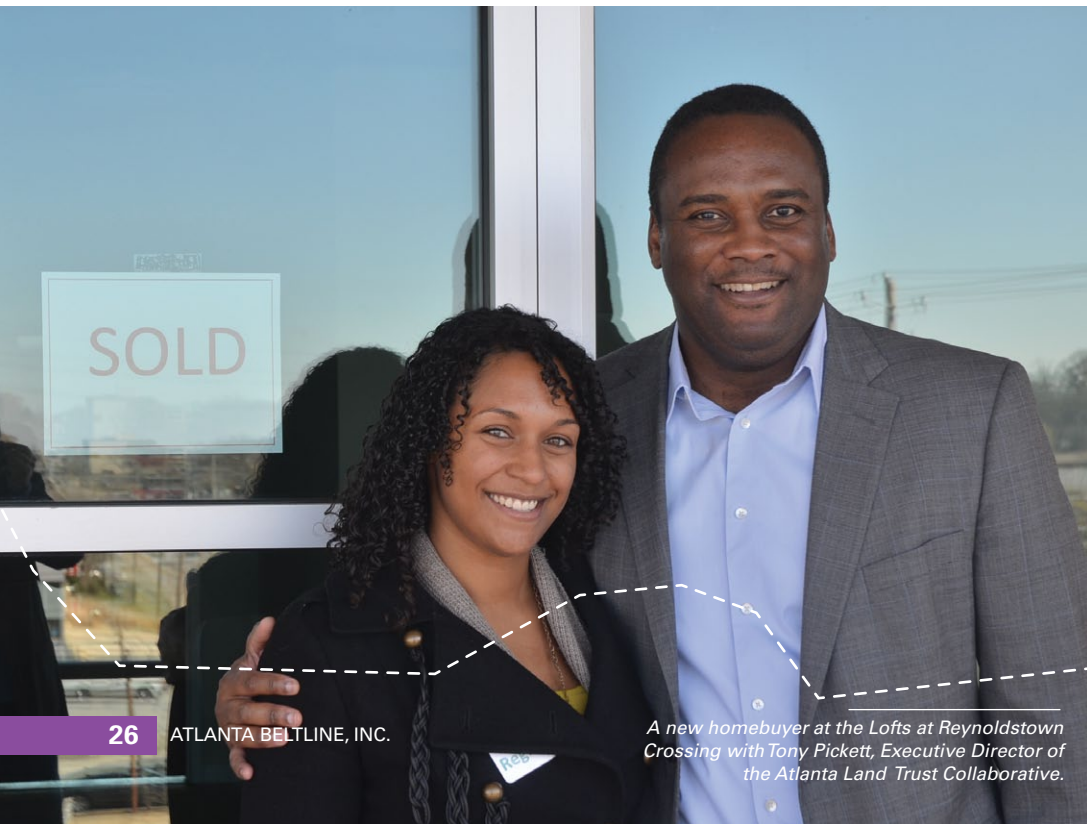
Implementation Plan Advanced

Working in conjunction with the City of Atlanta, the transit and transportation team led the development of strategy to determine priorities for expansion of the Atlanta Streetcar System, including transit projects on the Atlanta BeltLine. The strategy integrates the Atlanta BeltLine and streetcar into a seamless network and identifies funding and financing approaches for the build-out of the system.

Business Opportunity Forums

On February 29 and March 6, 2012, the Atlanta BeltLine hosted the first ever Business Opportunity Forums in partnership with Georgia Minority Supplier Development Council, the Atlanta Business League, the Urban League of Greater Atlanta and the Greater Women's Business Council. The Forum provided information about the projects and procurement process for Transportation Referendum initiatives for majority and minority firms. It also served as a networking event for small and minority firms to form relationships with large design and construction firms who might be able to team up to bid on Transportation Referendum projects. More than 200 people representing 10 major design firms and 13 large construction firms on local, national and international levels attended.

AFFORDABLE HOUSING





Art blossoms on the corridor outside the windows of the Lofts at Reynoldstown Crossing.



Atlanta BeltLine, Inc. and its partners seek to create affordable housing opportunities through down payment assistance and developer incentives to generate affordable for rent and for sale housing. To date, 83 individuals or families have used down payment assistance to purchase townhomes and condominiums around the Atlanta BeltLine. The Affordable Housing Trust Fund has also committed funding to an additional 43 units of new rental housing for low-income seniors.

At the end of 2011, ABI sold 28 affordable homes to new homeowners in a first-ever drawing for affordable home sales in Atlanta. The event at the Lofts at Reynoldstown Crossing was a huge success with each buyer leveraging down payment assistance to realize the dream of homeownership. Two police officers and one teacher purchased three Community Land Trust units, the first in generations. By the fall of 2012, homeowners were moved in and an HOA was established. This unique approach to affordable housing reactivated a vacant, stagnant building and brought life to a condo complex directly on the Atlanta BeltLine.

Key tools in affordable housing include the Atlanta Land Trust Collaborative, launched in 2011, and the Atlanta BeltLine Affordable Housing Trust Fund. The latter is managed by Invest Atlanta who works in conjunction with the Urban Residential Finance Authority to administer the fund.

Atlanta BeltLine, Inc., the Atlanta BeltLine Affordable Housing Advisory Board, and Enterprise Community Partners developed an affordable housing strategy for the Atlanta BeltLine in 2012.

The study identifies the existing inventory and future inventory needed for affordable housing. It also created tools and financial models for developers to build affordable housing along Atlanta BeltLine.

PLANNING AND ECONOMIC DEVELOPMENT



WITHIN THE TAX ALLOCATION DISTRICT ALONE, THERE HAS BEEN MORE THAN \$1 BILLION OF NEW PRIVATE DEVELOPMENT.

From 2007 to 2012, in 10 distinct subareas, ABI and the City of Atlanta Department of Planning and Community Development developed master plans that address land use, transportation and parks. In 2012, the Atlanta City Council adopted the Subarea 8 Master Plan, the final of 10 sub-area master plans. This completed the master planning process for the Atlanta BeltLine. Neighborhood residents have informed and shaped the plans by providing detailed feedback at 184 public meetings and in writing.

There have been more than 100 new private developments within the Atlanta BeltLine planning area since 2005 either completed or in progress. Within the Tax Allocation District alone, there has been more than \$1 billion of new private development.

Development Activity 2006 to January 2013

	Projects	Acres	Residential Units	Nonresidential SF
Total Projects	127	509	17,934	2,312,000
Finished	68	262	8,908	870,700
Under Construction	14	50	1,485	841,600
Permitting	5	19	1,239	75,500
Inactive	40	178	6,300	562,500

For the entire Atlanta BeltLine Planning Area (includes all property within 1/2 mile of the corridor and the entire TAD)

SUSTAINABILITY



Volunteers clear debris on the urban agriculture site in southwest Atlanta during Earth Day 2012. Photo credit: Christopher T. Martin

Environmental Justice Policy

In August 2012, ABI's Board of Directors adopted an Environmental Justice Policy after a series of community input meetings. Located along old freight rail right-of-ways, the Atlanta BeltLine is projected to clean up some 1,100 acres of contaminated industrial properties and repurpose these sites. ABI's objective is to utilize an Environmental Justice Policy to ensure that all people, regardless of race, age, culture, or income are duly informed about opportunities to participate in the development and implementation of ABI programs, policies, activities and projects. It also seeks to ensure that residents are not treated unfairly, or caused to experience disproportionately high and adverse human health or environmental effects. The policy is available online at: www.beltline.org/progress/planning/foundational-studies.

Innovation in Brownfield Remediation

With approximately 1,100 acres of brownfields, remediation is a significant component of the Atlanta BeltLine. Some of the challenges common to former railroad and industrial sites are widespread and varied levels of contamination, including toxins that were used as herbicides to control vegetation.

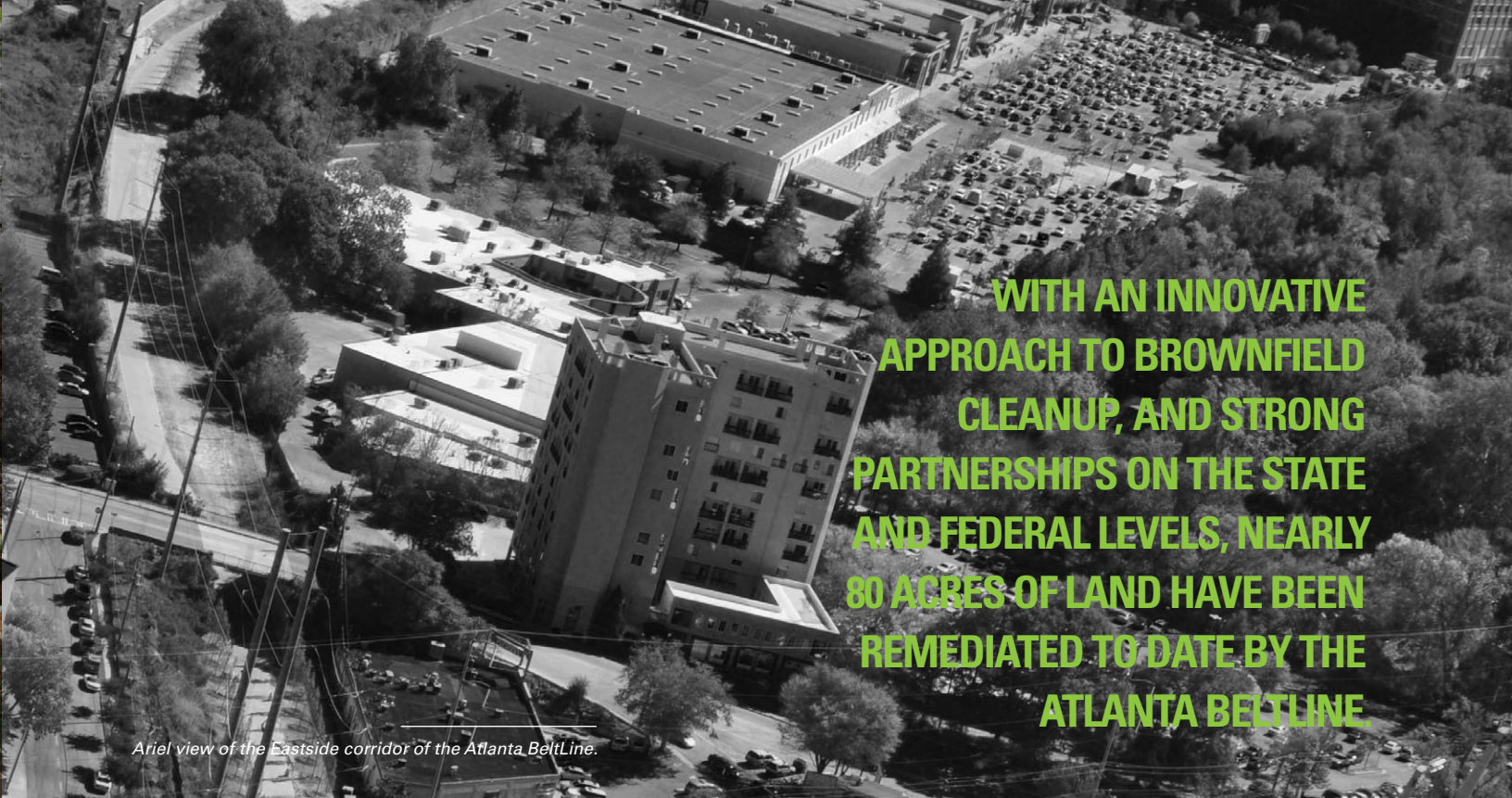
In 2004, a foundational study analyzing brownfield revitalization opportunities along the entire 22-mile corridor was conducted. After acquiring the property for the Eastside Trail in 2007, project leaders wanted to make this amenity available to neighborhoods as soon as possible while providing a safe environment for the community.

An EPA revolving loan fund provided \$850,000 for remediation of the site before construction commenced. EPA and Georgia EPD partnered with ABI to ensure proper environmental cleanup of the former industrial freight rail

corridor. Georgia EPD, EPA, the City of Atlanta, ABI and AMEC refined and amended the corrective action plan. The group's innovative solution focused on removing areas of contamination and otherwise remediating the property in accordance with state requirements. In all, approximately 1,700 tons of contaminated soil was removed.

Within the Atlanta BeltLine project, the successful approach to the remediation of the Eastside Trail section of the corridor has since been used as a model to assess a portion of the southwest section and is now being applied to the Reynoldstown area.

ABI has applied for EPA grants to address brownfield cleanup in the northeast and southwest corridors. If awarded, nearly half of the 22-mile corridor will be remediated within a year.



Aerial view of the Eastside corridor of the Atlanta BeltLine.

**WITH AN INNOVATIVE
APPROACH TO BROWNFIELD
CLEANUP, AND STRONG
PARTNERSHIPS ON THE STATE
AND FEDERAL LEVELS, NEARLY
80 ACRES OF LAND HAVE BEEN
REMEDIATED TO DATE BY THE
ATLANTA BELTLINE.**



Photo credit: Christopher T. Martin

An Urban Farm Grows

More than 300 volunteers came out for the Atlanta BeltLine's Earth Day Clean-Up on April 21, 2012 to help prepare the site for the first urban farm on the Atlanta BeltLine. This collaborative effort is actively transforming nearly four acres of former industrial property into new public space and an organic farm.

To date, the buildings on the site have been demolished; underground storage tanks and two acres of concrete and asphalt, tons of rubbish and invasive species have been removed; and the soil was tested and remediated with the help of a grant from the U.S. Environmental Protection Agency.

Organic Land Care Symposium

More than 140 students and professionals filled the Atlanta Botanical Garden for the Atlanta BeltLine's second annual Organic Land Care Symposium on March 5, 2012 at the Atlanta Botanical Garden. Jeff Lowenfels, author of "Teaming with Microbes," and the longest running garden columnist in North America, delivered the keynote speech.

The goal of the Organic Land Care Symposium is to advance the discussion of how to take care of public and private spaces without the use of or reliance on chemical fertilizers, pesticides and herbicides. Since the event's inception in 2011, there was a 56 percent increase in attendance.

A special thank you goes to the staff and volunteers, as well as the terrific sponsors who made this event possible: Ed Castro Landscape, Atlanta Botanical Garden, Reeves Contracting Company, Georgia Organics, Arboguard Tree Specialists, Turner Foundation, Pond, Perkins+Will and The Atlanta BeltLine Partnership.

ART ON THE ATLANTA BELTLINE



Imaginary Menagerie's performance of "Kudzu the Dragon" in the Gordon White Park.

Art on the Atlanta BeltLine is the City of Atlanta's largest temporary public art exhibition. It showcases the work of hundreds of visual artists, performers and musicians along almost eight miles of the Atlanta BeltLine corridor. This spectacular project places working professionals alongside emerging artists, and draws residents and visitors into some of the most unique public spaces in the City of Atlanta, providing powerful new perspectives on the city and its vibrant neighborhoods.



"Northern White" by David Landis on the Eastside Trail.

Collaboration with 10Up

With its 10-foot by 10-foot base and soaring 50-foot span, "A Tensigrity Aviary" by Tim Frank and Chip Clark occupied the southern end of the Reynoldstown Trail as part of Modern Atlanta's Design is Human Week. The architects won a commission to build the sculpture from the Young Architects Forum (YAF) of Atlanta as part of their 10Up 2012 Design Build Contest. The Young Architects Forum, a Program of the American Institute of Architects (AIA) Atlanta, worked in partnership with Modern Atlanta and Atlanta BeltLine, Inc. to provide this opportunity.



Art on the Atlanta BeltLine showcases how art strengthens and beautifies current and former industrial areas and creates signature spaces exemplifying the transformation of the city through the Atlanta BeltLine. The 2012 exhibition also celebrated the opening of the Eastside Trail. *Art on the Atlanta BeltLine* touches almost 20 intown communities.

In 2012, the number of selected projects grew by more than 40 percent from the first year to include more than 70 works. The exhibition lined the interim hiking trails in southwest Atlanta and northeast Atlanta and the Eastside Trail. Works ranged in medium from murals to sculptures to interactive pieces and performance art. *Art on the Atlanta BeltLine* also launched its own microsite, embedded within the Atlanta BeltLine website, grew its Facebook fan base by 130 percent, initiated Instagram account and introduced branded hashtags to Instagram and Twitter (#beltlineart).

Art on the Atlanta BeltLine is produced in partnership with the City of Atlanta Office of Cultural Affairs and by a working group of more than a dozen committed volunteers from Atlanta BeltLine neighborhoods and organizations such as WonderRoot, Eyedrum, The Atlanta BeltLine Partnership, BeltLine Network, Atlanta City Council and the Fulton County Arts Council.

Thank you to our sponsors. For the third year in a row, **U.S. Micro Corporation** was the presenting sponsor and the following organizations helped make *Art on the Atlanta BeltLine* possible:

The Sarah Giles Moore Foundation
Fulton County Arts Council
The Engineer Guy
MailChimp
Studioplex
Pond & Company
Astra Group, Inc.
Creative Loafing
Liz Lapidus Public Relations
Atlanta Community ToolBank
Sunbelt Rentals
Boutte Tree, Inc.
Craftsmen Printing



"A Tensigrity Aviary" by Tim Frank and Chip Clark.



"Architectural Intervention" by Georgia Tech.

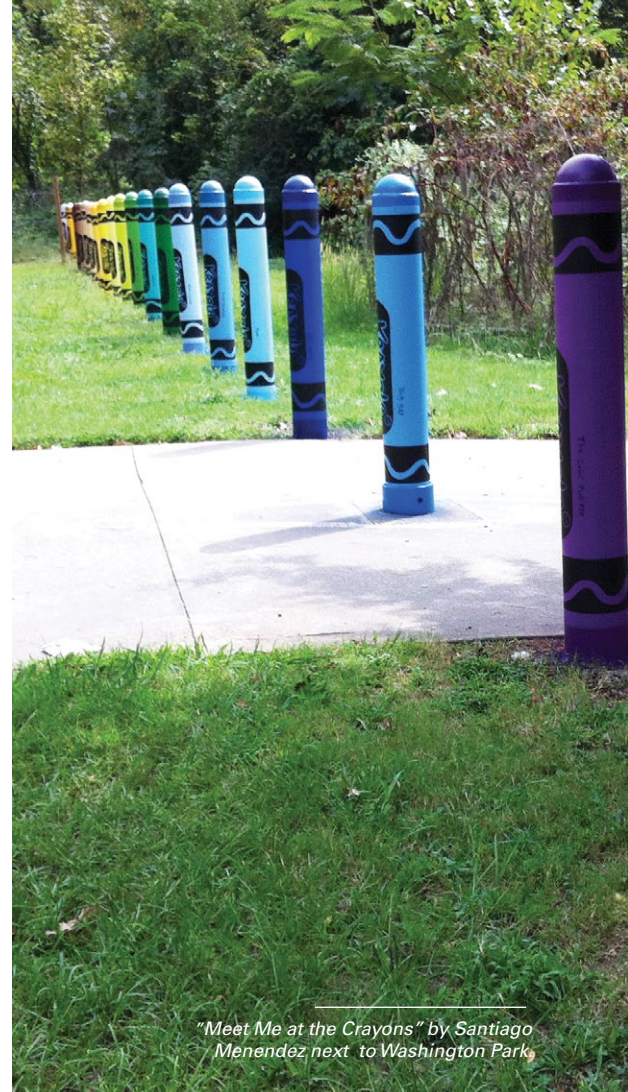
Collaboration with Georgia Tech

In 2011, Professor Tristan Al-haddad of the Georgia Tech School of Architecture approached the Atlanta BeltLine with an enticing proposal for community gathering spaces. As part of a studio class, he worked with his students to create "architectural interventions" that invited the surrounding neighbors and beyond to come out and explore the Atlanta BeltLine trail. Following a series of critiques with Atlanta BeltLine staff, senior architecture students constructed a collection of full-scale pavillions averaging 30 feet long by 20 feet wide by 15 feet tall. The structures were installed for several months in three different sections of the Atlanta BeltLine interim hiking trail.

**"IN 2012, WE BUILT ON
THE PROGRESS OF
PREVIOUS YEARS,
DELIVERING MORE
TANGIBLE PROJECTS
TO REALITY AND
IMPROVING THE CITY
IN THE PROCESS."**

— MAYOR KASIM REED

*"Lantern Parade" by the Krewe of the Grateful Gluttons on the Eastside Trail.
Photo credit: Christopher T. Martin*



"Meet Me at the Crayons" by Santiago Menendez next to Washington Park.



"Faces and Friends" by Kyle Brooks on the Eastside Trail under N. Highland Avenue. Photo credit: Kyle Brooks.

THE NUMBERS



Independent Auditor's Report

**The Board of Directors of the
Atlanta BeltLine, Inc.
Atlanta, Georgia**

We have audited the accompanying financial statements of the business-type activities, the discretely presented component unit, and the major fund of the Atlanta BeltLine, Inc. ("ABI"), a component unit of The Atlanta Development Authority, d/b/a Invest Atlanta, as of and for the year ended June 30, 2012, which collectively comprise ABI's basic financial statements. These financial statements are the responsibility of the ABI's management. Our responsibility is to express opinions on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to previously present fairly, in all material respects, the respective financial position of the business-type activities, the discretely presented component unit, and the major fund of the Atlanta BeltLine, Inc. as of June 30, 2012, and the respective changes in its financial position and, where applicable, its cash flows thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with Government Auditing Standards, we have also issued our report dated November 26, 2012 on our consideration of ABI's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards and should be considered in assessing the results of our audit.

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Mauldin & Jenkins, LLC

**MAULDIN
& JENKINS**
CERTIFIED PUBLIC ACCOUNTANTS, LLC

Atlanta, Georgia
November 26, 2012

Statement of Net Assets | Fiscal Year Ended June 30, 2012

Assets	Business-type Activities	Component Unit: Chester Avenue Lofts, LLC
Current Assets		
Restricted Cash and Cash Equivalents	\$3,112,001	\$2,795,170
Accounts Receivable	\$31,930	\$60,001
Due from The Atlanta BeltLine Partnership	\$734,219	-
Due from the City of Atlanta	\$225,621	-
Due from the BeltLine Tax Allocation District	\$1,615,938	-
Due from the Component Unit	\$90	-
Prepaid Items	\$242,729	-
Other Assets	\$1,512	-
Total Current Assets	\$5,964,040	\$2,855,171
Noncurrent Assets		
Capital Assets, Nondepreciable	\$71,683,415	\$1,053,993
Capital Assets, Net of Depreciation	\$182,041	-
Total Noncurrent Assets	\$71,865,456	\$1,053,993
Total Assets	\$77,829,496	\$3,909,164
Liabilities	Business-type Activities	Component Unit: Chester Avenue Lofts, LLC
Current Liabilities		
Accounts Payable	\$1,564,590	\$7,329
Accrued Expenses	\$1,244,263	-
Notes Payable, Current Portion	\$1,706,588	-
Unearned Revenue	\$154,122	-
Due to Primary Government	-	\$90
Due to The Atlanta BeltLine Partnership	\$12,773	-
Due to the City of Atlanta	\$103,500	-
Due to MARTA	\$76,077	-
Due to Invest Atlanta	\$96,472	\$26,000
Due to the BeltLine Tax Allocation District	\$848	\$3,858,825
Total Current Liabilities	\$4,959,233	\$3,892,244
Noncurrent Liabilities		
Due to the City of Atlanta	\$25,000,000	-
Notes Payable	\$25,556,474	-
Total Noncurrent Liabilities	\$50,556,474	-
Total Liabilities	\$55,515,707	\$3,892,244
Net Assets	Business-type Activities	Component Unit: Chester Avenue Lofts, LLC
Invested in Capital Assets, Net of Related Debt	\$22,714,395	\$1,053,993
Unrestricted	(\$400,606)	(\$1,037,073)
Total Net Assets	\$22,313,789	\$16,920

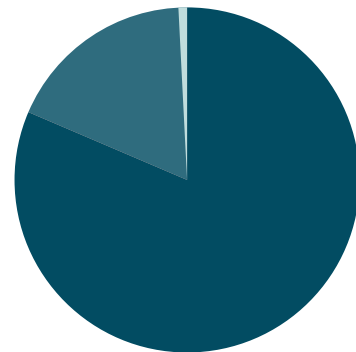
Statement of Revenues, Expenses and Changes in Fund Net Assets

Proprietary Fund Fiscal Year Ended June 30, 2012

Operating Revenue

Business-type Activities Enterprise Fund/Administrative Fund

Intergovernmental Funding	\$13,029,734
Private Grants and Contributions	\$2,934,461
Other Income	\$516,366
<i>Total Operating Revenues</i>	<i>\$16,480,561</i>



Operating Expenses

Business-type Activities Enterprise Fund/Administrative Fund

General and Administrative	\$5,289,370
Depreciation Expense	\$12,192
Other Expense	\$20,532
<i>Total Operating Expenses</i>	<i>\$5,322,094</i>
<i>Operating Income</i>	<i>\$11,158,467</i>

Non-Operating Revenue (Expenses)

Business-type Activities Enterprise Fund/Administrative Fund

Interest Expense	(\$300,906)
Interest Income	\$1,272
<i>Change in Net Assets</i>	<i>\$10,858,833</i>
<i>Net Assets at the Beginning of Fiscal Year</i>	<i>\$11,454,956</i>
<i>Net Assets at End of Fiscal Year</i>	<i>\$22,313,789</i>

Statement of Cash Flows | Proprietary Fund/Fiscal Year Ended June 30, 2012

Cash Flow from Operating Activities

Receipts from Grantors and Others	\$18,149,832
Payments to Suppliers, Vendors and other Governments	(\$3,159,400)
Payments to Employees for Salaries and Related Benefits	(\$2,940,768)
Net Cash Used by Capital Operating Activities	\$12,049,664

Business-type Activities/Enterprise Fund/Administrative Fund

Cash Flow from Capital Financing Activities

Acquisition and Construction of Capital Assets	(\$10,947,354)
Principal Payments on Notes Payable	(\$1,440,705)
Payments for Interest	(\$300,906)
Net Cash used by Capital Financing Activities	(\$12,688,965)

Business-type Activities/Enterprise Fund/Administrative Fund

Cash Flows From Investing Activities

Interest on Investments	\$1,272
Net Cash Provided By Investing Activities	\$1,272
Net Decrease in Cash and Cash Equivalents	(\$638,029)
Cash and Cash Equivalents at Beginning of Fiscal Year	\$3,750,030
Cash and Cash Equivalents at End of Fiscal Year	\$3,112,001

Business-type Activities/Enterprise Fund/Administrative Fund

Reconciliation of Cash and Cash Equivalents

To Statement of Net Assets:	\$3,112,001
Restricted Cash and Equivalents	\$3,112,001

Business-type Activities/Enterprise Fund/Administrative Fund

Reconciliation of Operating Income to Net Cash Provided By Operating Activities

Operating Income	\$11,158,467
Adjustment to Reconcile Operating Income to Net Cash Provided by Operating Activities:	
Depreciation Expense	\$12,192
Change in Assets and Liabilities; (Increase) Decrease in:	
Accounts Receivable	\$772,145
Due from The Atlanta BeltLine Partnership	\$428,160
Due from the City of Atlanta	\$33,982
Due from the BeltLine Tax Allocation District	\$637,743
Due from Component Units	(\$90)
Prepaid Items and Other Assets	(\$175,290)
Increase (Decrease) in:	
Accounts Payable and Accrued Expenses	\$305,170
Due to The Atlanta BeltLine Partnership	(\$14,551)
Unearned Revenue	(\$202,669)
Due to MARTA	(\$239,065)
Due to the City of Atlanta	\$103,500
Due to the BeltLine Tax Allocation District	(\$795,249)
Due to Invest Atlanta	\$25,219
Net Cash Provided by Operating Activities	\$12,049,664

Business-type Activities/Enterprise Fund/Administrative Fund



Photo credit: Christopher T. Martin

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Atlanta
BeltLine