ATLANTA BELTLINE

The Bellwood Quarry will shine as the centerpiece of the future Westside Reservoir Park. Photo credit: Miguel Lugo



The Organization: 3 Letters, Board of Directors, Staff

The Program: 8 Overview, Strategic Implementation Plan, Working with the Community, Awards & Grants

Trails: 18 Eastside Trail, Westside Trail, Southwest Connector Trail

Parks: 24 Park Updates

Transit & Transportation: 26 Transit, Streetscapes

Program Components: 30 Affordable Housing, Economic Development, Sustainability

Art: 36 Art on the Atlanta BeltLine, Art & History

Numbers: 40 Auditor's Report

BeltLine

www.BELTLINE.org

WW.BELTLINE.ORG

TLANTA BELTLINE, INC.

Groundbreaking for the Eastside Trail Gateway on January 17, 2014. Photo credit: Christopher T. Martin

LETTER FROM THE MAYOR

DURING MY FIRST TERM AS MAYOR OF ATLANTA, WE MADE GREAT PROGRESS AS A CITY THAT IS FISCALLY RESPONSIBLE, ECONOMICALLY VIBRANT, GREENER AND MORE SUSTAINABLE. The Atlanta BeltLine has been critical to our efforts across the city in improving mobility, spurring new development, creating new parks and greenspaces and improving the health of our citizens.

In 2013, the Atlanta BeltLine continued to distinguish itself both within the region and on a national scale, receiving dozens of awards over the last several years. Most recently, the Atlanta BeltLine won the U.S. EPA Smart Growth Award for Overall Excellence for the Eastside Trail and Historic Fourth Ward Park.

In September 2013, the Atlanta BeltLine successfully competed for and received its largest federal grant to date—an \$18 million TIGER V grant from the U.S. Department of Transportation. This grant will help fund the new Westside Trail—a three-mile section of the old rail corridor connecting Washington Park to the Adair Park neighborhood in southwest Atlanta.

We are also keeping the Atlanta BeltLine safe. With the full support of my administration, we launched the Atlanta Police Department's Path Force Unit, a dedicated public safety resource comprised of U.S. military veterans and funded by a U.S. Department of Justice grant. This innovative new unit patrols Atlanta BeltLine trails, adjacent parks and neighborhoods.

The economic impact of the Eastside Trail, Historic Fourth Ward Park and other developments around the Atlanta BeltLine illustrate its catalytic potential. Southwest Atlanta is poised to experience a similar resurgence and opportunity in the coming years, starting with the \$43 million investment in the Westside Trail.

With strong partnerships, a solid organization and tremendous support in the community, the Atlanta BeltLine continues to transform the City of Atlanta into one of the leading cities of the world.

Kasim Reed, Mayor City of Atlanta



LETTER FROM THE CHAIRMAN OF THE BOARD



ON BEHALF OF THE BOARD OF DIRECTORS, IT IS MY PRIVILEGE TO PRESENT THE ATLANTA BELTLINE, INC.

ANNUAL REPORT FOR 2013. We made great strides as an organization this year, which is the strongest it has ever been. With expert staff in place in all program areas and excellent fiscal management, Atlanta BeltLine, Inc. is a high performing entity executing one of the most complex initiatives the City of Atlanta has ever seen.

In June, the board selected Paul Morris as the new President and CEO, bringing 30 years of experience in strategic consulting and executive management roles focusing on transportation, urban redevelopment, natural resource management, public parks, and the development of corporate and institutional facilities throughout North America, Europe and Asia. We are thrilled to have him as part of the team.

We continue to steward public and private funds in projects and programs that accomplish the Atlanta BeltLine's mission and, to that end, received another unqualified audit for the 2013 fiscal year. Partnerships remain at the heart of our success. Invest Atlanta and the City of Atlanta, including the Mayor's Office, the City Council, the Departments of Parks and Recreation, Cultural Affairs, Public Works, Watershed Management, Planning and Community Development, and Finance, continue to support and guide our efforts. Our nonprofit partners are equally important, starting with The Atlanta BeltLine Partnership, the PATH Foundation, Trees Atlanta and the Trust for Public Land. We are also grateful for the continued support of our other Tax Allocation District partners – Fulton County and the Atlanta Public Schools.

We will continue to hold ourselves accountable to meet the high standards the public demands of us and deliver projects that have a meaningful and lasting impact for the community. Thank you for entrusting us with the duty of shepherding this transformative program for the City of Atlanta.

John W. Somerhalder, II Chairman, Board of Directors Atlanta BeltLine, Inc.

LETTER FROM THE CHIEF EXECUTIVE OFFICER

IT IS MY HONOR TO SHARE THE 2013 ATLANTA BELTLINE, INC. ANNUAL REPORT, WHICH FOCUSES ON OUR ACHIEVEMENTS AS A TEAM OVER THE PAST YEAR. We managed to progress all elements of the Atlanta BeltLine program and position it for great strides in the years ahead.

With our partners at the PATH Foundation and the Department of Parks and Recreation, we proudly opened the Southwest Connector Spur Trail this past summer. We successfully competed for and received an \$18 million federal TIGER V grant for the Westside Trail, which will enter construction in 2014. We began the reconstruction of the Edgewood Avenue bridge, began the next level of environmental review for transit, and advanced design for the southern portions of the corridor. Together with Invest Atlanta, we allocated the remaining balance of the Affordable Housing Trust Fund to developments that will create nearly 100 new units of affordable housing. We also made key land acquisitions for greenspace, made progress on the Urban Agriculture Site in southwest Atlanta and received approval from the federal government to pursue acquisition of strategic real estate.

We achieved a key milestone with the Board's adoption of the 2030 Strategic Implementation Plan (SIP). The SIP provides a framework to complete all of the remaining program elements and deliver the full vision of the Atlanta BeltLine by the year 2030. Robust and meaningful community input was critical in the yearlong planning effort that created this important document.

Two overriding principles guide the SIP. First, we will work on all program components simultaneously. Second, we will work across all parts of the Atlanta BeltLine at all times to make sure that every community is realizing the tangible benefits of the program in an equitable manner.

Each year, we will measure our progress against the goals in the SIP so we can adjust accordingly and address any challenges that arise. We are committed to achieving these goals and our confidence is built on growing public support based on upwards of 50,000 passionate advocates who follow the Atlanta BeltLine's progress via social media and e-news, volunteer their time and invest their resources, and inform critical decisionmaking via a robust public engagement process. Public support, in turn, energizes government and philanthropic funders inspired by the desire of Atlantans to transform their city. As stewards of your vision and investment, we invite your continued input and participation as we strive to make the Atlanta BeltLine the place where Atlanta comes together.

Paul F. Morris, FASLA President and Chief Executive Officer Atlanta BeltLine, Inc.



ATLANTA BELTLINE, INC.



THE HONORABLE KASIM REED, Mayor, City of Atlanta



CYNTHIA BRISCOE BROWN, Atlanta Board of Education, District 8 At Large

R. CHARLES

SHUFELDT,

Brown

Brothers

Harriman

Senior Advisor,



II, Chairman; Chairman, President and CEO, AGL Resources

JOHN W. SOMERHALDER.

THE HONORABLE ANDRE DICKENS, Atlanta City Councilmember, Post 3 at Large

CATHY

WOOLARD,

Community

Representative



CHANDLER, Vice Chair; Vice President & General Counsel, Rollins, Inc.

HONORABLE

Fulton County

Commissioners,

EMMA DARNELL.

Board of

District 5

ERNESTINE

President &

Operating Officer, Invest Atlanta

Executive Vice

GAREY,

Chief

THF

ELIZABETH B.

BOARD OF DIRECTORS

Thank you to our Board members who completed their service in 2013:



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



LACHANDRA BUTLER BURKS, Atlanta Board of Education, District 5



Top row, left to right: Kwadwo Atta, LaShunda Walker, Jenny Odom, Tanya James, J.T. Gallagher, Catherine Owens, Heather Hussey-Coker, Patrick Sweeney, Meghan Injaychock, Beth McMillan, Giovanni Cosentino, Lynnette Reid, Elan Buchen, Fred Yalouris, Nicole Knox, Tameka Silas, Nathan Soldat, Tracey Weatherspoon Bottom row, left to right:

and Lauren Borchard)



Fellowship Program

Since 2010, 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. The Fellows are actively involved in all aspects of the technical and policy work underway. The 2013 fellows are:

Lauren Borchard Sarah Boyer Ben Chambers Sarah Jayne Eiring J.T. Gallagher Randy Gibbs Robert Morris

ATLANTA BELTLINE, INC.

Brian Hooker, Shaun Green, Nathan Conable, Patrise

Perkins-Hooker, Lee Harrop, Jerald Mitchell, Marshall

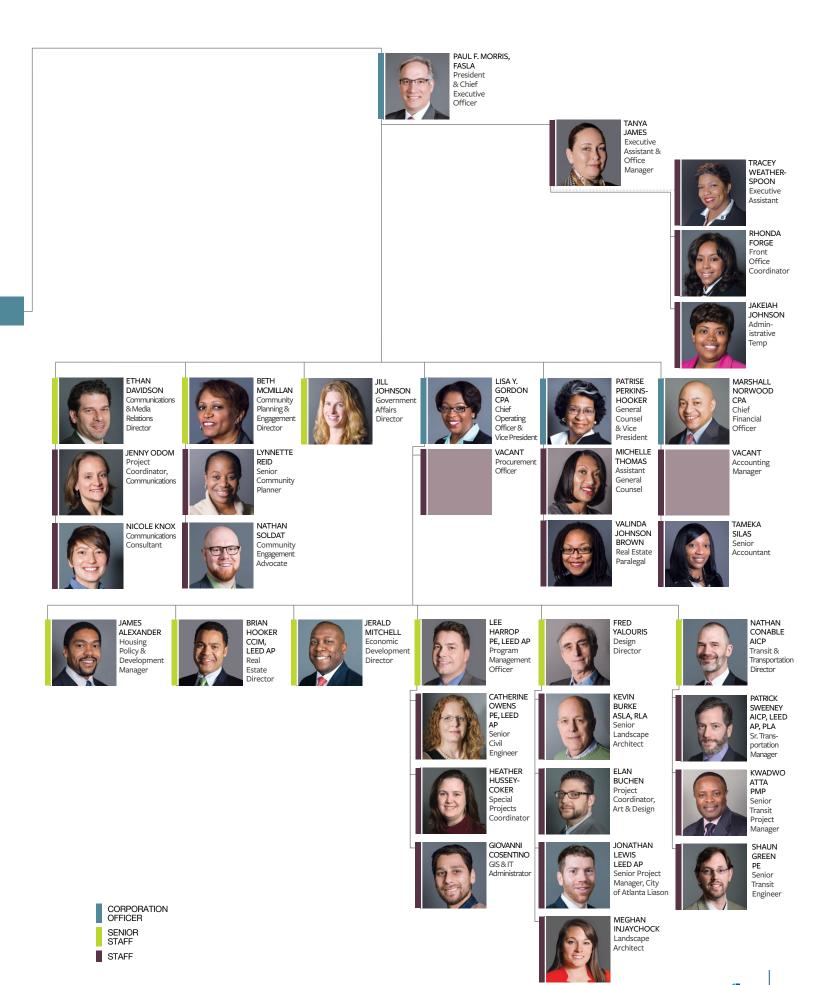
Norwood, Lisa Gordon, Paul Morris, Valinda Johnson

Brown, Jill Johnson, Rhonda Forge, Michelle Thomas,

Kevin Burke, James Alexander, Jonathan Lewis, Ethan

Davidson (not pictured: Jakeiah Johnson, Ben Chambers,





2013 ANNUAL REPORT

7

THE PROGRAV

THESE ARE THE KEY ELEMENTS THAT WILL BE DEVELOPED OVER THE LIFE OF THE ATLANTA BELTLINE PROGRAM: nta BeltLine Southwest 5k on the estside Trail under Lucile Avenue noto credit: Christopher T. Martin

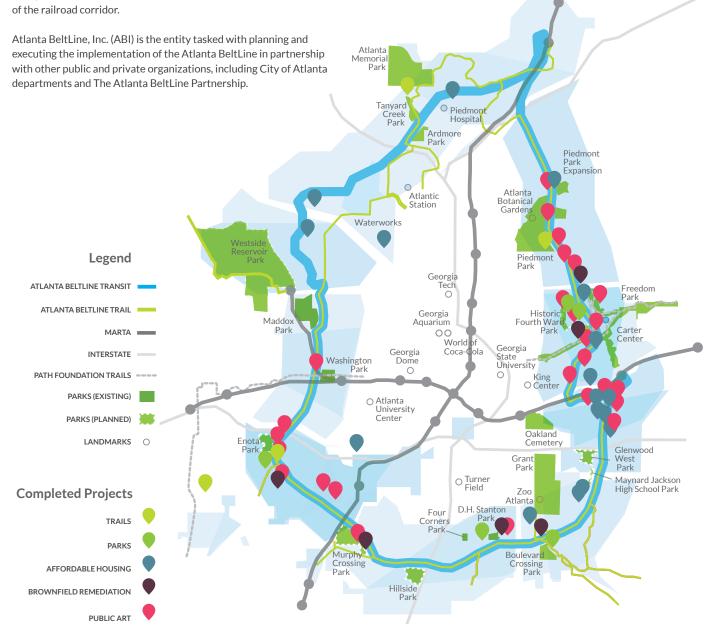
- > 22 Miles of Modern Streetcar Rail Transit
- > 33 Miles of Multi-Use Trails
- > 1,300 Acres of Parks
- > 5,600 Units of Affordable Housing
- > 1,100 Acres of Brownfield Remediation
- > Economic Development
- > Job Creation
- > Sustainability
- > Public Art
- > Historic Preservation

HE PROGRAM

The Atlanta BeltLine: Where Atlanta Comes Together

THE ATLANTA BELTLINE IS THE MOST COMPREHENSIVE TRANSPORTATION AND ECONOMIC DEVELOPMENT EFFORT EVER UNDERTAKEN IN THE CITY OF ATLANTA AND AMONG THE LARGEST, MOST WIDE-RANGING URBAN REDEVELOPMENT PROGRAMS CURRENTLY UNDERWAY IN THE UNITED STATES. The Atlanta BeltLine, which began in 2006, will provide a network of public parks, multi-use trails, and transit along an historic 22-mile railroad corridor circling downtown and connecting over 45 neighborhoods directly to each other. The program also includes affordable workforce housing, economic development, job creation, public art, streetscapes, historic preservation, and environmental clean-up. Twenty-two percent of the City of Atlanta's population and 19 percent of the City's land mass resides within the Atlanta BeltLine Planning Area—a zone that includes the 6,500 acre Tax Allocation District and the half-mile on either side of the railroad corridor. In 2013, ABI advanced the program in all key component areas and is on track to enter into more construction projects in 2014 than ever before. The organization also received an unqualified audit, underscoring the stable financial footing of the organization.

The first seven years of the program generated a roughly 3:1 return on investment, with more than \$1 billion in private redevelopment spurred by roughly \$350 million of public and private investment. It is reasonably expected to equal or exceed this return on investment in the years ahead.



Moving the Atlanta BeltLine Forward: The 2030 Strategic Implementation Plan

In 2013, Atlanta BeltLine, Inc. accomplished a major milestone with the Board of Directors' unanimous approval of the Atlanta BeltLine 2030 Strategic Implementation Plan (SIP). The SIP sets the compass to complete the Atlanta BeltLine by year 2030 by providing a financial and programatic framework.

The SIP divides implementation into three periods:

- Period 1 (FY2014-2018, five years) is detailed and specific;
- Period 2 (FY2019-2023, five years) is general and progressive; and
- Period 3 (FY2024-2030, seven years) is conceptual and conclusionary.

The priorities for Period 1 are as follows:

• Securing rights to the remaining right-of-way. Presently, we have control of 56 percent of the 22-mile transit corridor and 72 percent of the 33-mile trail corridor.

- Completing the southern half of the Westside Trail and commencing construction on the Southside Trail. The federal TIGER V grant allows ABI to expedite the completion of the Westside Trail by two to three years.
- Constructing Boulevard Crossing Phase II, Enota and Murphy Crossing Parks. Period 1 will focus on the completion of parks on the south and west sides of Atlanta.
- Initiating the first phase of Westside Reservoir Park. Westside Reservoir Park is poised to be the largest park in Atlanta. The SIP aims to open the first phase of Westside Reservoir Park in Period 1.
- Constructing streetcar/light rail transit on the East and West sides of the Atlanta BeltLine. Transit construction will begin on the Atlanta BeltLine with extensions to the Atlanta Streetcar.

Figures 1, 2, and 3 on pages 12 and 13 illustrate the intended status of parks, trails, and transit by the end of 2018.

The SIP also sets a new strategic direction around several program components. In the first year of Period 1, ABI will develop an Affordable Housing Action Plan to equitably deliver 5,600 units of

PROJECT HISTORY

APRIL 2005 The Atlanta BeltLine Partnership was 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.

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

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

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 the future Boulevard Crossing Park.

NOVEMBER 2007 ABI purchased 4.5-miles of the eastside corridor, the first piece of right-of-way 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.

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. ABI 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.

affordable workforce housing across the Atlanta BeltLine planning area by 2030; an Economic Development Action Plan to accomplish in excess of \$10 billion in development throughout the planning area by 2030; and a Sustainability Action Plan to guide infrastructure projects and ABI's operations that supports the "triple bottom line" social, environmental and economic outcomes.

ABI's First Source Jobs Policy will be applied across all projects with the SIP goals of 30,000 permanent and 48,000 construction jobs in the planning area by 2030. Brownfield redevelopment, a part of every project, will continue to set the stage for program completion. Public art will be included as part of every individual project as specific opportunities arise.

The full report can be downloaded at: www.beltline.org/progress/planning/implementation-plan.

Aerial rendering of the Atlanta BeltLine corridor as seen from the northeast.

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 south Atlanta.

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

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

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 splashpad 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.

JULY 2013 The Path Force Unit, a dedicated public safety resource for the Atlanta BeltLine, began patrolling.

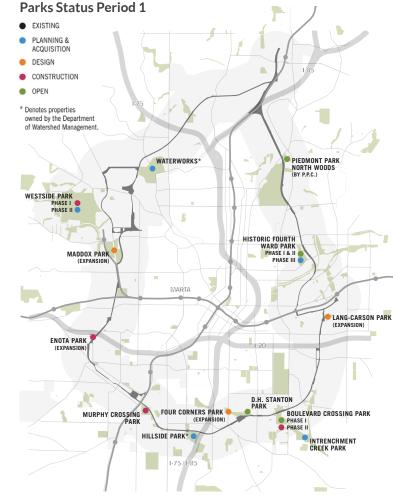
AUGUST 2013 The Southwest Connector Spur Trail opened.

SEPTEMBER 2013 The U.S. Department of Transportation awarded the City of Atlanta with an \$18 million TIGER V grant to develop the Westside Trail.

SEPTEMBER 2013 The fourth Art on the Atlanta BeltLine exhibition opened with the Lantern Parade that attracted 10,000 people to the Eastside Trail.

OCTOBER 2013 Volunteers planted the first fruit trees at the Urban Agriculture Site in southwest Atlanta.

DECEMBER 2013 ABI's Board of Directors adopted the 2030 Strategic Implementation Plan.



Project Status at the Completion of Period 1

The maps to the right (figures 1, 2, and 3) illustrate the intended status of parks, trails, and transit in 2018, the end of Period 1 of the Strategic Implementation Plan.

Figure 1





Corridor design establishes master framework that provides for transit, trails, bridges, greenways and public spaces to be incorporated into the Atlanta BeltLine corridor in a functional and beautiful way.

In 2013, ABI completed 25 percent design for the westside corridor, stretching from Lena Street in the north to University Avenue in the south, and the southside corridor, which begins at University Avenue in the west and ends at Glenwood Avenue in the east.



A BRILLIANT PROJECT THAT WILL COMPLETELY TRANSFORM ATLANTA. —BUSINESS INSIDER

WORKING WITH THE COMMUNITY

Families during the Eastside 10k. Photo credit: Christopher T. Martin

THE PROGRAM

Engaging on the Ground and Online

THE ATLANTA BELTLINE WOULD NOT BE POSSIBLE WITHOUT THE SUPPORT OF THE COMMUNITY, AND ATLANTA BELTLINE, INC. HAS MADE IT A PRIORITY TO INVOLVE MEMBERS OF THE COMMUNITY EVERY STEP OF THE WAY. Several very important conversations took place in 2013 with a total of 36 public meetings with 1,415 attendees.

A cadre of dedicated citizens comprise the Tax Allocation District Advisory Committee (TADAC) that provides recommendations to ABI and the City of Atlanta on how proceeds from bond sales are used to implement the Atlanta BeltLine. Members of TADAC are appointed by the Mayor, City Council, Fulton County Board of Commissioners, Atlanta Board of Education, Atlanta Planning Advisory Board (APAB) and the BeltLine Network.

The Atlanta BeltLine Affordable Housing Advisory Board (BAHAB) is an advisory group comprised of citizens that have housing-related expertise. This group is charged with: making recommendations to Atlanta BeltLine, Inc., Invest Atlanta and City of Atlanta officials on affordable housing policies; and monitoring the location and availability of affordable housing on the Atlanta BeltLine. They also coordinate with other affordable housing efforts throughout the City to accomplish the goal of creating 5,600 affordable housing units during the life of the TAD.

Communications

The Atlanta BeltLine continued to strengthen and grow digital channels. At the end of 2013, nearly 20,000 people were following the Atlanta BeltLine Facebook page. Twitter followers exceeded 15,000, and Instagram, with over 1,700 followers, is an increasingly effective tool. The Atlanta BeltLine website had nearly 1.3 million page views. Additionally, the new format for the Atlanta BeltLine's weekly e-newsletter is reaching more than 25,000 people. Media coverage in 2013 was overwhelmingly positive with feature stories in the *New York Times, National Journal*, and *Business Insider*.

Proactive Rezoning

From 2007 to 2012, community stakeholders worked with the City of Atlanta and ABI to produce 10 subarea master plans, which were adopted by the Atlanta City Council. The next step in realizing the Atlanta BeltLine vision is a multi-year effort led by the City of Atlanta Department of Planning and Community Development to rezone specific non-residential parcels per the recommendations in the adopted subarea master plans. ABI is staffing the community engagement outreach effort to receive input and feedback from the affected communities.

Keeping the Atlanta BeltLine Safe

In 2013, the Atlanta Police Department officially launched a dedicated resource for the Atlanta BeltLine, known as the Path Force Unit. The unit has 15 officers and three supervisors. Funded by a U.S. Department of Justice COPS grant that requires all members of the unit to be military veterans, the Path Force patrols all open Atlanta BeltLine trails, parks, and adjacent neighborhoods. In December, the Path Force Unit officially opened its precinct on the ground floor of the Lofts at Reynoldstown Crossing in the Reynoldstown neighborhood.

Several other measures to maximize public safety were implemented in 2013, including a mile-marker system, improved lighting, and security cameras that tie into the Atlanta Police Department's citywide Video Integration System. Our partners at Trees Atlanta prune trees and clear lines of site to improve visibility on the trail. A fix-it line was created for reporting other routine maintenance issues on the trail at 404.477.3687 and fixit@atlbeltline.org.



AVARDS & RECOGNITION

BM

THE ATLANTA BELTLINE HAS BECOME A NATIONAL MODEL FOR SMART GROWTH BY TURNING WHAT WAS ONCE AN ABANDONED RAIL CORRIDOR INTO A VIBRANT COMMUNITY. —HEATHER MCTEER TONEY, U.S. EPA REGION IV ADMINISTRATOR

3

THE PROGRAN

Atlanta BeltLine Eastside 10k on December 7, 2013. Photo credit: Christopher T. Martin

LANTA BELTLINE, IN

Generating Funding and Awareness

IN 2013, THE ATLANTA BELTLINE WAS HONORED TO RECEIVE THE FOLLOWING GRANTS AND AWARDS:

TIGER V Grant

\$18 million federal grant for construction of the Westside Trail from the U.S. Department of Transportation

U.S. Environmental Protection Agency Grant \$600,000 grant for brownfield remediation along the northern extension of the Eastside Trail

U.S. Environmental Protection Agency's Overall Excellence Award for Smart Growth Achievement Eastside Trail and Historic Fourth Ward Park (Awarded in 2014)

Jack Kemp Workforce Housing Models of Excellence Award The Lofts at Reynoldstown Crossing

FIABCI's Grand Prix of Real Estate Development Award Historic Fourth Ward Park & the Eastside Trail

American Academy of Environmental Engineers and Scientists Environmental Communications Award Atlanta BeltLine Communications

National Journal Award Financing Infrastructure

Atlanta Urban Design Commission (AUDC): Adaptive Use Award Eastside Trail

Urban Land Institute, Georgia Chapter, "Project of the Year" Award Atlanta BeltLine Atlanta Regional Commission Development of Excellence Award Eastside Trail

American Council of Engineering Companies (ACEC) State Finalist Eastside Trail

E3 "Power of Place" Award Eastside Trail

CREW (Commercial Real Estate Women) Atlanta Impact Award Eastside Trail

Creative Loafing Best of Atlanta: Best Urban Hike Southwest Corridor

Creative Loafing Best of Atlanta: Best Free Thing to Do Atlanta BeltLine

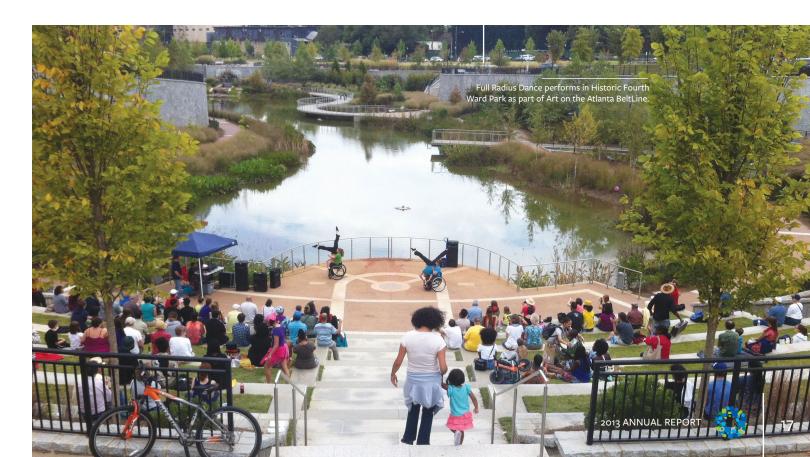
Creative Loafing Best of Atlanta: Best Place to Ride Your Bike Atlanta BeltLine

Creative Loafing Best of Atlanta: Best Jogging Path Atlanta BeltLine

Creative Loafing Best of Atlanta: Best Playground Historic Fourth Ward Park

Creative Loafing Best of Atlanta: Best Skatepark Historic Fourth Ward Skatepark

Creative Loafing Best of Atlanta: Trophy Case Atlanta BeltLine



EASTSIDETRAIL

3-WEEK SNAPSHOT OF PEDESTRIAN TRAFFIC*

IRWIN STREET ENTRANCE:

- Average daily: 1,792
- Average weekly: 11,647
- Total use: 46,588
- Top daily: 4,545

*Statistics from a three week period in November 2013.

PONCE DE LEON AVENUE BRIDGE:

- Average daily: 2,463
- Average weekly: 15,986
- Total use: 66,511
- Top daily: 5,638

People utilizing the multi-use trail for commuting, walking with family, grocery shopping, running errands, and exercising. Photo credit: Ryan Gravel

Reconnecting Communities: A Path to the Future

THE ATLANTA BELTLINE INCLUDES THE DEVELOPMENT OF 33 MILES OF MULTI-USE TRAILS WITHIN, ALONG AND

NEAR THE CORRIDOR. The trail system is comprised of the 22-mile Atlanta BeltLine corridor and 11 miles of connecting spur trails linking parks and neighborhoods not currently accessible to each other. The program also creates interim hiking trails which allow users to access the Atlanta BeltLine corridor before permanent trails are constructed.

The Eastside Trail has become a popular destination for local residents and visitors alike since opening in October 2012. In November 2013, ABI installed trail counters for three weeks in two locations on the trail, during which time over 66,500 users were counted. See the sidebar to the left for total statistics. Since installing permanent counters, annual usage is estimated to exceed one million users.

Eastside Trail Southern Extension

The southern extension of the Eastside Trail through Reynoldstown will continue after the completion of the Edgewood Avenue bridge in 2014. The current Eastside Trail will be extended to Dekalb Avenue, where the trail will leave the railroad corridor and transition along Dekalb Avenue. The trail will continue under Hulsey Yard via the Krog Street tunnel and then turn left along Wylie Street. Just before Flat Shoals Avenue, the trail re-enters the old railroad corridor and continues south to Memorial Drive with one at-grade crossing at Kirkwood Avenue and a new bridge and ramp connection to Mauldin Street/Fulton Terrace.

Eastside Trail Gateway

The groundbreaking for the Eastside Trail Gateway took place on January 17, 2014. The Gateway is an ADA-accessible trail that connects the Eastside Trail with Historic Fourth Ward Park. It is scheduled to open in summer 2014. The trail will start at the intersection of North Angier Avenue and Dallas Street and rise 32 feet in elevation to meet the Eastside Trail just south of the Angier Springs access point. The design also includes planting, retaining walls, LED lighting, and green stormwater infrastructure design.

Native Grass Plantings

Trees Atlanta, along with hundreds of volunteers, led the planting of more than 109,000 native grass plugs along 11 acres on the Eastside Trail. Native grasses and flowers provide food, protection, and homes for birds, butterflies, and bees. This natural wildlife habitat requires minimal maintenance (such as mowing), which cuts down on damage to creatures and carbon emissions along the trail, and is part of the larger Atlanta BeltLine Arboretum that will ring the entire 22-mile loop around the city. The Arboretum itself will serve as a classroom for educators and students at all levels. Docent-led walking tours are offered every Friday and Saturday morning on the Eastside Trail. Visit **beltline.org/tours** to learn more and register.

More information about open trails is available at **beltline.org/trails**.



"You Won't Step on Me!" mural by Santiago Menendez-Gil under Ralph David Abernathy Boulevard. Photo credit: Christopher T. Martin

The Atlanta BeltLine Southwest 5k

Photo credit: Christopher T. Martin

I WANTED

on the West End Trail on July 13, 2013.

WESTSIDE/TRAL

The Path Force Unit's Officer Butler patrolling the Westside Trail. Photo credit: Hadley Breckenridge himed and

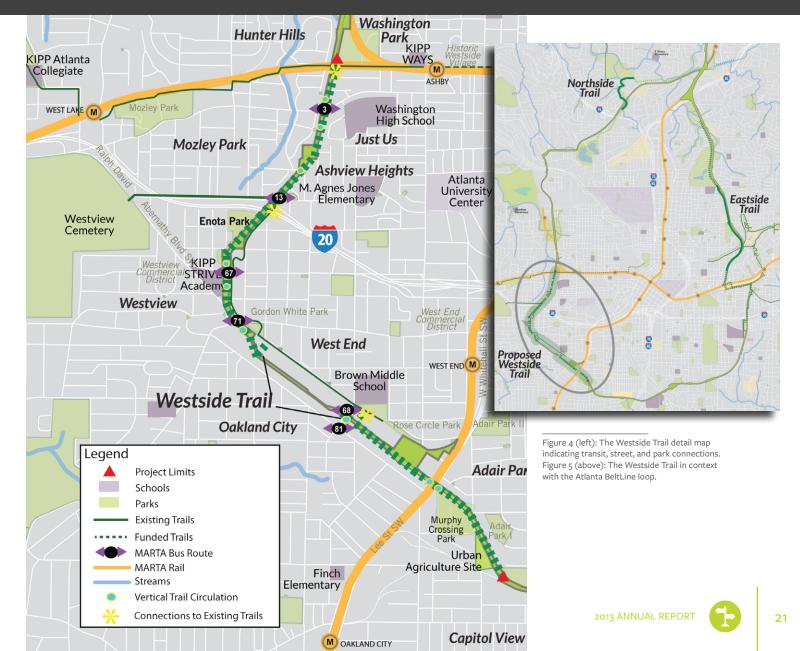
IN SEPTEMBER 2013, THE CITY OF ATLANTA WAS AWARDED AN \$18 MILLION TIGER GRANT TO FUND WORK ON THE WESTSIDE CORRIDOR. The grant, given by the U.S. Department of Transportation, is to fund construction of the Westside Trail, its trailheads and access points, and the preservation of right-of-way for the future streetcar transit. The 3-mile Westside Trail will run from University Avenue north to Lawton Street, where it will transition to the existing West End Trail for a few blocks, then return to the rail corridor near Ralph Abernathy Boulevard and run

north to Lena Street and Washington Park. It will include 12 points of entry with ADA-accessible ramps and stair systems at nine crossstreets. It includes a 14-foot wide concrete trail, three-foot shoulders and landscaping associated with the greenway. Lighting, utilities, retaining wall infrastructure, security cameras and signage also will be constructed as part of the project. Streetcar transit is planned for a future stage of this corridor's development.

Learn more at **beltline.org/trails**.

The TIGER V Grant

The TIGER V grant covers roughly 42 percent of the total cost to build the Westside Trail (pictured in Figures 4 and 5), which is estimated at \$43 million and includes the cost of right-of-way, design, demolition and construction. The U.S. DOT gave priority to projects that are ready to proceed quickly and have a significant impact on a metropolitan area or a region. Factors included whether the project would contribute to the economic competitiveness of the nation over the medium- and long-term; foster livable communities through place-based policies and investments that increase transportation choices and access to transportation services; and improve energy efficiency and reduce oil dependence and greenhouse gas emissions.



DUTHNEST ONNECTORTRAD

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THE SOUTHWEST CONNECTOR SPUR TRAIL WAS OFFICIALLY DEDICATED ON AUGUST 10, 2013. THIS 1.15-MILE TRAIL IS PHASE 1 OF A 4.5-MILE TRAIL NETWORK THAT WILL EVENTUALLY CONNECT TO THE ATLANTA

BELTLINE. It connects the Westview, Westwood Terrace and Beecher Hills neighborhoods and links to the existing Lionel Hampton Trail, allowing for improved access to Beecher Hills Elementary School. The path is accessible next to the elementary school at 2257 Bollingbrook Drive, Atlanta, 30311. The PATH Foundation led the design and construction of this project and provided funding along with the City of Atlanta Department of Parks and Recreation. As of its opening, the Southwest Connector Spur Trail brought the total of permanent trails to nearly seven miles along and near the Atlanta BeltLine. This spur trail is part

of the 33-mile network of Atlanta BeltLine trails.

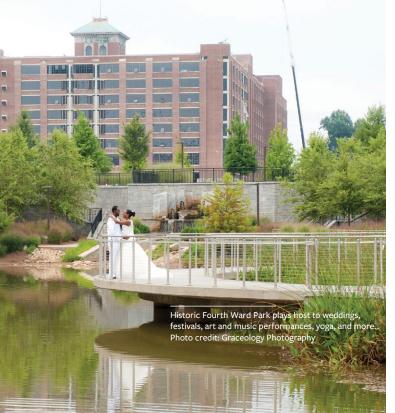
Visit **beltline.org/trails** for more information.





CONNECTING SOUTHWEST ATLANTA AND THE LIONEL HAMPTON TRAIL TO THE ATLANTA BELTLINE WAS INCREDIBLY IMPORTANT TO US AT PATH. THIS IS ANOTHER STEP TOWARD MAKING ATLANTA THE MOST TRAIL-CONNECTED CITY IN THE U.S. —ED MCBRAYER, PATH FOUNDATION EXECUTIVE DIRECTOR

Southwest Connector Spur Trail with the bridge over Utoy Creek.









Creating and Improving Public Spaces

THE ATLANTA BELTLINE PROGRAM INCLUDES THE DEVELOPMENT OF 1,300 ACRES OF NEW AND EXPANDED GREENSPACE AND THE UPGRADE OF APPROXIMATELY 700 ACRES OF EXISTING PARKLAND. To date, over 200 acres of park space have been opened to the public, all with an eye toward sustainability. New Atlanta BeltLine parks include Boulevard Crossing Park, D.H. Stanton Park, Gordon White Park, Historic Fourth Ward Park and Skatepark, and Perkerson Park. Learn more about Atlanta BeltLine parks at **beltline.org/parks**.

Perkerson Park Splashpad

In May, Perkerson Park in southwest Atlanta received an upgrade to its splashpad. Originally constructed in 2012, the expansion includes additional surface area to accommodate overflow water from heavy usage. The 50-acre park is in the Capitol View neighborhood and includes active amenities such a recreation center, tennis courts, basketballs courts, a playground, ball fields, a pavilion, and a disc golf course, as well as passive amenities such as walking paths, open fields, a stream, and a tract of woods.

Lang-Carson Park

A new, ABI-designed access path was dedicated in Lang-Carson Park this year thanks to the City of Atlanta Department of Parks and Recreation and The Atlanta BeltLine Partnership. The site was cleaned of debris and invasive vegetation, shade trees were planted, and a mulch path was added to connect the existing park to Weatherby Street in the Reynoldstown neighborhood.

Piedmont Park Access

ABI partnered with the Piedmont Park Conservancy to remove a stretch of fence on Evelyn Street, near the Piedmont Park dog park. This allowed for the paving a of new trail allowing pedestrians and cyclists a direct connection from the Atlanta BeltLine to Piedmont Park. A crosswalk was also installed in 2013, enabling safer and easier access between the Eastside Trail northern extension and Piedmont Park's Northwoods and Piedmont Commons.







TRANSIT& TRANSPORTATION

Illustration of the future transit stop south of N. Highland Avenue on the Eastside Trail.

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TRANSIT

THIS IS THE MOST IMPORTANT RAIL TRANSIT PROJECT, WHEN YOU PUT IN THE RAIL, IN THE COUNTRY. EVERY METRO AREA IN THE COUNTRY IS GOING TO BE COMING HERE TO EMULATE THE [ATLANTA] BELTLINE. —CHRIS LEINBERGER, George Washington

School of Business and the Brookings Institution



FORWARD MOTION CONTINUES FOR TRANSIT WITH THE DESIGNATION OF THE CITY OF ATLANTA AS A FEDERAL TRANSIT GRANT RECIPIENT, COMPLETION OF A TRANSIT SYSTEM PLAN, KEY FEDERAL TRANSIT STUDIES AND THE CONTINUED PROGRESS OF A MASTER DESIGN FRAMEWORK FOR THE ATLANTA BELTLINE CORRIDOR, TO INCLUDE TRANSIT, TRAILS, STREETSCAPES, TRANSPORTATION CONNECTIONS AND GREENWAY INTEGRATION.

Implementation Planning and Funding

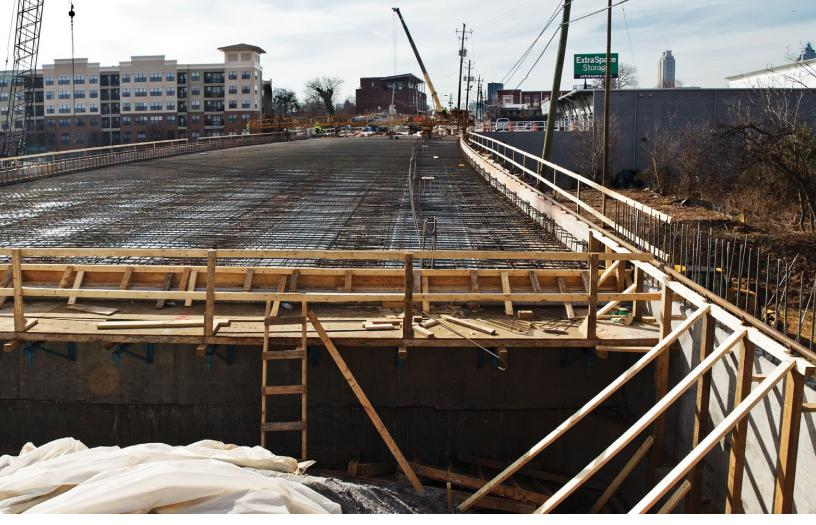
Transit planning and funding progressed significantly in 2013. The Federal Transit Administration (FTA) designated the City of Atlanta as a grant recipient. This means the City may now deal directly with the FTA to plan, design, construct and operate transit projects funded with federal grants. For the Atlanta BeltLine, this will result in improved access to federal funding opportunities and more direct control of transit project design and implementation decisions.

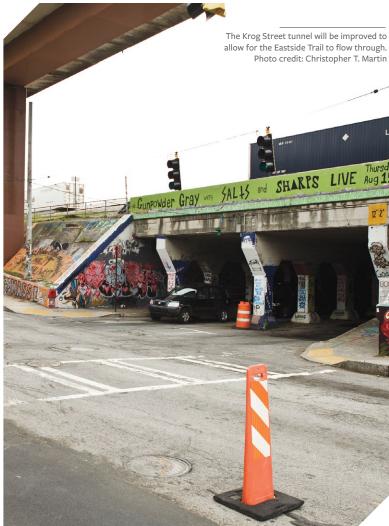
To support the implementation planning and pursuit of federal and regional funds for transit along the Atlanta BeltLine, ABI developed the final draft of the Atlanta BeltLine / Atlanta Streetcar System Plan, in partnership with the City of Atlanta and Invest Atlanta. It provides a long-term plan for seamless streetcar service throughout the Atlanta BeltLine corridor and the City of Atlanta with multiple connections to the MARTA rail system. It also illustrates how streetcar investments can benefit mobility and redevelopment throughout the City of Atlanta. The System Plan prioritized over 55 miles of proposed streetcar projects into four implementation phases as funding becomes available. The strategy is both a supplement to the Atlanta BeltLine Strategic Implementation Plan and the Connect Atlanta Plan, the City's comprehensive transportation plan. It is scheduled for adoption by City Council in 2014.

To further facilitate the ability to pursue federal funds and advance key projects that support the Atlanta BeltLine's transit success, including extensions of the downtown Atlanta Streetcar line under construction at this time, ABI entered into a master transportation services agreement with the City of Atlanta. The first order of business for ABI will be the completion of FTA Environmental Assessments (EA) for the East and West corridors, as well as Atlanta Streetcar extensions from downtown east to the Atlanta BeltLine, northwest to Georgia Tech and along the North Avenue crosstown corridor. The City of Atlanta and Invest Atlanta are providing the funding for the streetcar extension portions of the assessments. Completing the Environmental Assessments is required to keep these corridors eligible to compete for federal grant funds that could cover up to 50% of construction costs.

By the end of SIP Period 1 in 2018, transit construction is anticipated to be underway. See Figure 3 on page 13 for a map illustrating the progress. For more on transit and transportation, please visit **beltline.org/transit**.







STREETSCAPES ARE AN ESSENTIAL ELEMENT IN MAKING IT SAFER AND EASIER TO MOVE AROUND ON FOOT AND BICYCLE and increasing the safety and attractiveness of the pedestrian environment throughout the Atlanta BeltLine. Quality streetscapes, including wide sidewalks, lighting, shade trees, seating, and wayfinding promote walking and reinforce the viability of affordable housing, transit and mixed use development.

Ponce de Leon Avenue Streetscapes

ABI is working with the City of Atlanta, the Atlanta Regional Commission, the Georgia Department of Transportation (GDOT) and Ponce City Market to improve pedestrian and bicyclist safety and upgrade the streetscapes along Ponce de Leon Avenue in the vicinity of the Atlanta BeltLine. In addition to the buffered bicycle lanes added in 2013, the improvements proposed include new street lights, crosswalks and pedestrian ramps, refuge islands for pedestrian crossing, landscaping, and ramps and stairs from Ponce De Leon Avenue to the Eastside Trail.

Edgewood Avenue Bridge

On behalf of the City of Atlanta's Department of Public Works, ABI is managing the demolition, design and construction of the Edgewood Avenue bridge over the Atlanta BeltLine. This new bridge, scheduled to open in spring 2014, will improve pedestrian and vehicular conditions along Edgewood Avenue, provide a durable bridge that can accommodate Atlanta BeltLine transit and trail and create ramp and stair connections to the Eastside Trail from Edgewood Avenue. It replaces a bridge that was more than 100 years old. This project is funded by Recovery Zone Economic Development Bonds.

AFORDABLE HOUSING

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Rendering of the Reynoldstown Senior development, funded by the Affordable Housing Trust Fund. It will have 78 units of affordable housing upon completion.

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Correction (C)

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COMPONENTS



Housing for Our Future

THE ATLANTA BELTLINE IS COMMITTED TO DELIVERING 5,600 UNITS OF AFFORDABLE WORKFORCE HOUSING ACROSS THE ATLANTA BELTLINE PLANNING AREA BY 2030.

To date, Atlanta BeltLine and Invest Atlanta have supported the creation of over 500 affordable workforce housing units. By December 2013, 335 were under construction or occupied. An additional 173 units will be under construction or occupied in 2014.

In 2013, the Atlanta BeltLine Affordable Housing Trust Fund (BAHTF) invested in two developments. This committed 100% of the remaining funding from the 2008 bond issue, a key milestone for the Atlanta BeltLine. Commitments from the Trust Fund seeded developments that will be under construction or occupied in 2014. These developments include Reynoldstown Senior, Boynton Village Apartments in Peoplestown, and Ponce City Market.

ABI has also influenced the construction of other affordable housing units not directly funded by BAHTF proceeds. Negotiating a land use restriction agreement, ABI was able to secure 61 units of affordable housing at AMLI North Avenue adjacent to Historic Fourth Ward Park. This development began construction in 2013.

In 2013, ABI partnered with the Enterprise Community Partners to develop a series of recommendations for an Affordable Housing Strategy, the groundwork of which will inform the Affordable Housing Action Plan currently in development. The Action Plan, to be developed in the first year of Period 1 of the Strategic Implementation Plan, will set a proactive approach that details partnerships, funding, timing, location, progress measurement and mechanisms necessary to equitably deliver affordable workforce housing across the Atlanta BeltLine planning area.

The Lofts at Reynoldstown Crossing, showcasing a mural from the Living Walls Conference 2013, is an affordable housing condominium complex.



ECONOMIC DEVELOPMENT

"The Music of Life" mural by Patreece Lewis at Murphy Crossing. Photo credit: Christopher T. Martin

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COMPONENTS

A Catalyst for Economic Growth and Vibrancy

ECONOMIC DEVELOPMENT IN ATLANTA BELTLINE NEIGHBORHOODS IS HAPPENING. OVER 107 PROJECTS ARE COMPLETE OR UNDERWAY WITHIN THE PLANNING AREA REPRESENTING MORE THAN \$1 BILLION IN NEW, PRIVATE REDEVELOPMENT. TO DATE, THE ATLANTA BELTLINE HAS EXPERIENCED A RETURN ON INVESTMENT OF APPROXIMATELY 3:1. The total number of residential units completed since the start of the TAD in 2006 is 9,003 and the total non-residential square footage completed is 933,700. At the end of 2013, 20 projects were under construction and the City of Atlanta's Office of Planning reviewed 48 permit applications for new development within the Atlanta BeltLine Planning Area, a slight increase from 2012. This shows continued momentum and a return to pre-Great Recession levels of development activity around the Atlanta BeltLine. Private investment will continue to follow public investment on the stretches of the corridor that are not yet built out. Within a half-mile of the Eastside Trail, there has already been \$775 million in private real estate investment.

The overall goal of the Atlanta BeltLine is to revitalize the 45 neighborhoods surrounding the corridor, thereby making economic redevelopment an implicit outcome of all of ABI's projects. This includes a target of 30,000 permanent jobs and 48,000 one-year construction jobs. The Economic Development Action Plan to be developed in first year of the Strategic Implementation Plan will inform and guide proactive involvement to stimulate private investment in excess of \$10 billion for the total Planning Area.

DEVELOPMENT ACTIVITY 2006 TO DECEMBER 2013*

	Projects	Acres	Residential Units	Nonresidential SF	
Total Projects	141	562	19,279	2,862,700	
Finished	72	274	9,003	933,700	
Under Construction	20	69	2,478	989,000	
Permitting	15	61	2,102	493,000	
Inactive	34	158	5,696	447,000	
	* For the entir	* For the entire Atlanta BeltLine Dlanning Area (includes all			

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

OVER 1,000 HOUSING UNITS ARE CURRENTLY UNDER CONSTRUCTION AROUND HISTORIC FOURTH WARD PARK

Apartment building rises along the Eastside Trail.

Environmental remediation work will commence on the northern extension of the Eastside Trail in 2014. Photo credit: Christopher T. Martin

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Grading work began on the Urban Agriculture Site along the Atlanta BeltLine westside corridor. Photo credit: Christopher T. Martin

SUSTAINABILITY

Re. 3

ATLANTA BELTLINE, INC.

Developing a Model of Sustainability

THE ATLANTA BELTLINE IS A SUSTAINABLE REDEVELOPMENT PROJECT THAT SEEKS TO EMPLOY INNOVATIVE ELEMENTS AND PRACTICES THROUGHOUT

THE ENTIRE PROGRAM. Progress to date has focused on environmental remediation and preservation, and high performance green building and design elements. ABI has worked with the U.S. Environmental Protection Agency (EPA) to remediate over 70 acres of contaminated brownfields to date. Work will continue in 2014 on the northern extension of the Eastside Trail. In May 2013, the EPA awarded \$600,000 to ABI to advance clean-up efforts for this corridor from Monroe Drive to its terminus near Buford Highway. This new investment is funded by EPA's Brownfields Assessment, Revolving Loan Fund, and Cleanup (ARC) grants. The grant was awarded to ABI through Invest Atlanta.

On-going sustainability efforts include protecting water sources (transforming impervious surfaces into grass, playgrounds, and permeable materials); organic land care (reducing or eliminating the



need for irrigation, pesticides, and herbicides); native / naturalized landscaping (requiring less maintenance); green demolition (ABI typically diverts more than 90 percent of construction debris from landfills); and alternative energy (installing photovoltaic panels and low-voltage LED lights).

In addition, the Atlanta BeltLine took center stage in the 2013 biannual National Brownfields Conference, co-sponsored by the EPA and the International City/County Management Association (ICMA).

Urban Agriculture Site

In 2013, ABI progressed work on a new Urban Agricultural Site in southwest Atlanta, transforming a formerly contaminated, nearly 4-acre site plagued by erosion and depleted soil into a model urban farm using organic land care methods. Volunteers planted the first fruit trees in October 2013. The farm will ultimately contain species of fruits, vegetables, trees, grasses, bushes and edible berries. ABI completed grading on the site in early 2014 and work will continue throughout the year.

Organic Land Care Symposium

ABI hosts the Organic Land Care Symposium each year, welcoming regional and national experts to describe the benefits of an organic approach to managing open spaces. In 2013, 100 participants from across the city and state attended a day of educational sessions covering such topics as the state of the organic industry, ecological landscape management, remediating impact to urban ecosystems, no-fertilizer landscapes, turf grass management, and the importance of top-soil to the health of a landscape.

Sustainability Action Plan

As identified in the Strategic Implementation Plan, the Sustainability Action Plan will be developed in 2014, building off of a sustainability framework and typologies already established that support "triple bottom line" social, environmental and economic outcomes across all program and organizational components.





ART ON THE ATLANTA BELTLINE

ART



FOUR YEARS IN, THE LANTERN PARADE HAS SWELLED INTO A TRADITION EVERY SELF-RESPECTING ATLANTAN SHOULD CHAMPION. – CURBED ATLANTA

Every year, the Art on the Atlanta BeltLine exhibition kicks off with the Lantern Parade. Photo credit: Sinan Sinharoy

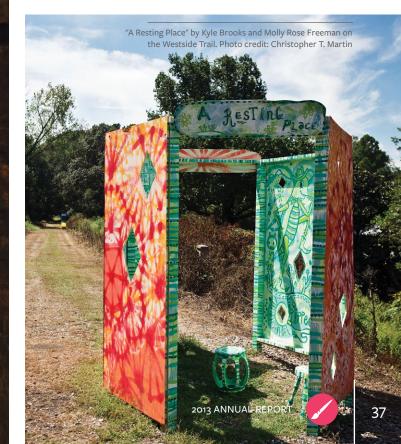
Art That Is Accessible

ART ON THE ATLANTA BELTLINE IS THE CITY OF ATLANTA'S LARGEST TEMPORARY PUBLIC ART EXHIBITION AND A TESTAMENT TO THE ATLANTA BELTLINE AS A LIVING, BREATHING ENTITY THAT IS MORE THAN JUST TREES, TRAILS, AND RAILS. Showcasing the work of hundreds of visual artists, performers, and musicians along nearly nine miles of the Atlanta BeltLine corridor, the exhibition is a powerful conduit for everyone in the Atlanta region to gather, connect, and experience something vibrant and dynamic.

Art on the Atlanta BeltLine enjoyed a hugely successful fourth year in 2013. Atlanta showed resounding support and enthusiasm for the exhibition, with over 10,000 spectators and participants turning out for the Lantern Parade. Media coverage of the event was laden with accolades, with *Curbed Atlanta* noting that the parade was a "jawdropping spectacle" and a "miles-long migration of incandescent humanity."

The 2013 exhibition also featured more than 70 works of visual and performance art over four weekends. These numbers represent a 40 percent increase in artist participation over the first year in 2010. Art on the Atlanta BeltLine is produced by a working group of more than a dozen committed volunteers from Atlanta BeltLine neighborhoods, and organizations such as WonderRoot, Eyedrum, Atlanta BeltLine, Inc., the Mayor's Office of Cultural Affairs, The Atlanta BeltLine Partnership, Atlanta City Council and the Fulton County Arts Council. The exhibition is made possible by the following sponsors: U.S. Micro Corp, The Sarah Giles Moore Foundation, WABE 90.1 FM, the Atlanta Community Toolbank, Park Tavern, Liz Lapidus Public Relations, Sunbelt Rentals, the Engineer Guy, Studioplex, and MailChimp.

Learn more and map art locations at art.beltline.org.



















Art & History

Even though the abandoned tracks are disappearing, the spirit of the old railroad is alive and well on the Atlanta BeltLine. In an effort to preserve history, railroad artifacts are collected and saved from around the corridor and local artists are transforming them into monumental works of art. Pictured below are three of these sculptures (left to right): "Phoenix: Atlanta's Railroad Rebirth" by Allen Peterson, "Decay #4" by Neil Carver, and "Iron Column" by Phil Proctor. Weighing nearly 10 tons, "Iron Column" was installed in late August 2013 for Art on the Atlanta BeltLine. The sculpture represents Atlanta's architectural and railroad history and recalls the Corinthian columns on the façade of the former Union Station, the city's main railroad station, demolished in 1972. Using old rails, spikes, plates, switches, and rail anchors that were removed from the Atlanta BeltLine corridor, the sculpture transforms artifacts from Atlanta's railroad history into a permanent piece of public art. The sculpture was made possible by a generous donation from IIDA Georgia.







Photos on opposite page

Top left: "Tissue : Permutation" by Chris Jones and Bud Shenefelt on the Eastside Trail. Photo credit: Christopher T. Martin. Top middle: "Spatial Tension Mural" by Spencer Murrill on the Eastside Trail (northern extension). Photo credit: Christopher T. Martin. Top right: "SkyFish" by Kenneth Locke Bridger on the Eastside Trail (northern extension). Photo credit: Christopher T. Martin. Middle left: Mass Transit Muse performance on the Westside Trail. Middle right: "A Million Flecks of Light" by Experience Collective on the Eastside Trail. Photo credit: Christopher T. Martin. Bottom left: "Object of Ma(t)n" by William Massey on the Eastside Trail. Photo credit: Christopher T. Martin. Bottom middle: "Enterchange" by Hadley Breckenridge on the Westside Trail. Photo credit: Hadley Breckenridge. Bottom right: Pete Peterson's "Blues in the House" in Gordon White Park. AS A WHOLE, THE EXHIBITION OFFERS A WONDERFUL WAY OF CONNECTING THE CITY'S CREATIVE SCENE WITH DAILY LIFE AND OFFERS THE CHANCE TO ENGAGE WITH ART IN AN IMMEDIATE WAY. —ATLANTA JOURNAL-CONSTITUTION

THE NUMBERS

The Northside Trail in Tanyard Creek Park. Photo credit: Miguel Lugo

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Independent Auditor's Report

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

Report on the Financial Statements

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, 2013, and the related notes to the financial statements, which collectively comprise ABI's basic financial statements.

Management's Responsibility for Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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 from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above 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, 2013, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis on pages 3 through 7 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.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated November 13, 2013 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* in considering ABI's internal control over financial reporting and compliance.

Atlanta, Georgia November 13, 2013



Mauldin & Jenhins, LLC

Statement of Net Assets | Fiscal Year Ended June 30, 2013

Assets	Business-type Activities	Component Unit: Chester Avenue Lofts, LLC	
Current Assets			
Cash and Cash Equivalents	\$906,653	-	
Restricted Cash and Cash Equivalents	\$1,192,484	\$130,610	
Accounts Receivable	\$389,246	\$174,949	
Due from The Atlanta BeltLine Partnership	\$294,762	-	
Due from the City of Atlanta	\$264,230	-	
Due from the BeltLine Tax Allocation District	\$1,030,283	-	
Due from the Eastside Tax Allocation District	\$5,346	-	
Due from the Westside Tax Allocation District	\$75,074	-	
Due from the Component Unit	\$90	-	
Prepaid Items	\$216,315	-	
Total Current Assets	\$4,374,483	\$305,559	
Noncurrent Assets			
Capital Assets, Nondepreciable	\$49,301,604	\$715,000	
Capital Assets, Net of Depreciation	\$280,373	-	
Total Noncurrent Assets	\$49,581,977	\$715,000	
Total Assets	\$53,956,460	\$1,020,559	
	\$50,750,400	φ1,020,337	
Liabilities	Business-type Activities	Component Unit: Chester A	venue Lofts LLC
Elabilities	Dusiness type netwices	component onit. chester A	Wende Lonto, LLC
Current Liabilities			
Accounts Payable	\$1,486,260	\$1,161	
Accrued Expenses	4		
	\$251,964	-	
Notes Payable, Current Portion	\$251,964 \$1,856,163	-	
Notes Payable, Current Portion Unearned Revenue		-	
	\$1,856,163	- - - \$90	
Unearned Revenue	\$1,856,163	- - - \$90	
Unearned Revenue Due to Primary Government	\$1,856,163 \$570,845 \$103,500	- - \$90 -	
Unearned Revenue Due to Primary Government Due to the City of Atlanta	\$1,856,163 \$570,845	-	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta	\$1,856,163 \$570,845 \$103,500 \$25,712	\$858,825	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District	\$1,856,163 \$570,845 \$103,500	-	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District	\$1,856,163 \$570,845 \$103,500 \$25,712	\$858,825	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District <i>Total Current Liabilities</i> Noncurrent Liabilities	\$1,856,163 \$570,845 \$103,500 \$25,712 - \$4,294,444	\$858,825	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District <i>Total Current Liabilities</i> Noncurrent Liabilities Due to the City of Atlanta	\$1,856,163 \$570,845 \$103,500 \$25,712 - \$4,294,444 \$24,000,000	\$858,825	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District <i>Total Current Liabilities</i> Noncurrent Liabilities Due to the City of Atlanta Notes Payable	\$1,856,163 \$570,845 \$103,500 \$25,712 \$4,294,444 \$24,000,000 \$23,700,311	\$858,825	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District <i>Total Current Liabilities</i> Noncurrent Liabilities Due to the City of Atlanta Notes Payable <i>Total Noncurrent Liabilities</i>	\$1,856,163 \$570,845 \$103,500 \$25,712 - \$4,294,444 \$24,000,000 \$23,700,311 \$47,700,311	\$858,825 \$860,076	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District <i>Total Current Liabilities</i> Noncurrent Liabilities Due to the City of Atlanta Notes Payable	\$1,856,163 \$570,845 \$103,500 \$25,712 \$4,294,444 \$24,000,000 \$23,700,311	\$858,825	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District <i>Total Current Liabilities</i> Noncurrent Liabilities Due to the City of Atlanta Notes Payable <i>Total Noncurrent Liabilities</i>	\$1,856,163 \$570,845 \$103,500 \$25,712 - \$4,294,444 \$24,000,000 \$23,700,311 \$47,700,311	\$858,825 \$860,076	venue Lofts, LLC
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District Total Current Liabilities Noncurrent Liabilities Due to the City of Atlanta Notes Payable Total Noncurrent Liabilities Total Liabilities	\$1,856,163 \$570,845 \$103,500 \$25,712 \$4,294,444 \$4,294,444 \$24,000,000 \$23,700,311 \$47,700,311 \$51,994,755 Business-type Activities	\$858,825 \$860,076 \$860,076 \$860,076 Component Unit: Chester A	venue Lofts, LLC
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District Total Current Liabilities Noncurrent Liabilities Due to the City of Atlanta Notes Payable Total Noncurrent Liabilities Total Liabilities Net Position	\$1,856,163 \$570,845 \$103,500 \$25,712 \$4,294,444 \$4,294,444 \$24,000,000 \$23,700,311 \$47,700,311 \$51,994,755 Business-type Activities \$1,217,987	\$858,825 \$860,076 \$860,076 \$860,076 Component Unit: Chester A \$715,000	venue Lofts, LLC
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District Total Current Liabilities Noncurrent Liabilities Due to the City of Atlanta Notes Payable Total Noncurrent Liabilities Total Liabilities Net Position Net Investment in Capital Assets Unrestricted	\$1,856,163 \$570,845 \$103,500 \$25,712 \$4,294,444 \$4,294,444 \$24,000,000 \$23,700,311 \$47,700,311 \$51,994,755 Business-type Activities \$1,217,987 \$743,718	\$858,825 \$860,076 \$860,076 \$860,076 Component Unit: Chester A \$715,000 (\$554,517)	
Unearned Revenue Due to Primary Government Due to the City of Atlanta Due to Invest Atlanta Due to the BeltLine Tax Allocation District Total Current Liabilities Noncurrent Liabilities Due to the City of Atlanta Notes Payable Total Noncurrent Liabilities Total Liabilities Net Position	\$1,856,163 \$570,845 \$103,500 \$25,712 \$4,294,444 \$4,294,444 \$24,000,000 \$23,700,311 \$47,700,311 \$51,994,755 Business-type Activities \$1,217,987	\$858,825 \$860,076 \$860,076 \$860,076 Component Unit: Chester A \$715,000	

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Statement of Revenues, Expenses and Changes in Fund Net Assets Proprietary Fund Fiscal Year Ended June 30, 2013

Operating Revenue	Business-type Activities: Enterprise Fund/Administrative Fund	
Intergovernmental Funding - City of Atlanta	\$10,526,793	
Private Grants and Contributions	\$2,777,508	
Other Income	\$265.988	
Total Operating Revenues	\$13,570,289	
Operating Expenses	Business-type Activities: Enterprise Fund/A	Administrative Fund
General and Administrative	\$5,005,033	
Depreciation Expense	\$83,462	
Other Expense	\$2,892	
Total Operating Expenses	\$5,091,387	
Operating Income	\$8,478,902	
Non-Operating Revenue (Expenses)	Business-type Activities: Enterprise Fund//	Administrative Fund
Capital Assets Donated to the City of Atlanta	(\$28,555,736)	
Interest Expense	(\$275,815)	
Interest Income	\$565	
Change in Net Position	(\$20,352,084)	
Net Position at the Beginning of Fiscal Year	\$22,313,789	
Net Position at End of Fiscal Year	\$1,961,705	

Statement of Cash Flows | Proprietary Fund/Fiscal Year Ended June 30, 2013

Cash Flow from Operating Activities	Business-type Activities: Enterprise Fund/Administrative Fund
Receipts from Grantors and Others	\$14,535,779
Payments to Suppliers, Vendors and other Governments	(\$3,449,217)
Payments to Employees for Salaries and Related Benefits	(\$2,761,869)
Net Cash Provided by Operating Activities	\$8,324,693
Cash Flow from Capital Financing Activities	Business-type Activities: Enterprise Fund/Administrative Fund
Acquisition and Construction of Capital Assets	(\$6,355,719)
Return of Capital Contribution to the City of Atlanta	(\$1,000,000)
Principal Payments on Notes Payable	(\$1,706,588)
Payments for Interest	(\$275,815)
Net Cash used by Capital Financing Activities	(\$9,338,122)
Cash Flows From Investing Activities	Business-type Activities: Enterprise Fund/Administrative Fund
Cash Flows Flohi investing Activities	Business-type Activities. Enterprise Fund/Auministrative Fund
Interest on Investments	\$565
Net Cash Provided By Investing Activities	\$565
Net Decrease in Cash and Cash Equivalents	(\$1,012,864)
Cash and Cash Equivalents at Beginning of Fiscal Year	\$3,112,001
Cash and Cash Equivalents at End of Fiscal Year	\$2,099,137
Reconciliation of Cash and Cash Equivalents To Statement of Net Position	Business-type Activities: Enterprise Fund/Administrative Fund
Cash and Equivalents	\$906,653
Restricted Cash and Equivalents	\$1,192,484
	\$2,099,137
Reconciliation of Operating Income to Net Cash Provided By Operating Activities	Business-type Activities: Enterprise Fund/Administrative Fund
Operating Income	\$8,478,902
Adjustment to Reconcile Operating Income to Net Cash	
Provided by Operating Activities:	
Depreciation Expense	\$83,462
Change in Assets and Liabilities:	
(Increase) Decrease in:	
Accounts Receivable	(\$357,316)
Due from The Atlanta BeltLine Partnership	\$439,457
Due from the City of Atlanta	(\$38,609)
Due from the Tax Allocation Districts	\$505,235
Prepaid Items and Other Assets	\$27,926
Increase (Decrease) in:	
Accounts Payable and Accrued Expenses	(\$1,070,629)
Due to The Atlanta BeltLine Partnership	(\$12,773)
Unearned Revenue	\$416,723
Due to MARTA	(\$76,077)
	(\$848)
Due to the BeltLine Tax Allocation District	
Due to Invest Atlanta	(\$70,760)
	(\$70,760) \$8,324,693
Due to Invest Atlanta	

Capital Assets Donated to the City of Atlanta

\$28,555,736

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Atlanta BeltLine Earth Day 2013 on the Eastside Trail. Photo credit: Christopher T. Martin

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